



# **Affinity Wealth Management, Inc.<sup>®</sup>**

## **Code of Ethics**

*(revised 12/14/2016)*

© Copyright 2014, National Regulatory Services. All rights reserved.

## **Table of Contents**

- 1 - Statement of General Policy
- 2 - Access Persons
- 3 - Chief Compliance Officer's Designee
- 4 - Standards of Business Conduct
- 5 - Custodial Account Reporting
- 6 - Protecting the Confidentiality of Client Information
- 7 - Prohibition Against Insider Trading
- 8 - Personal Securities Transactions
- 9 - Compliance Procedures
- 10 - Personal Securities Trading Limitations
- 11 - Margin Transactions
- 12 - Limit Orders
- 13 - Participation in Affiliated Limited Offerings
- 14 - Interested Transactions
- 15 - Service as an Officer or Director
- 16 - Gifts and Entertainment
- 17 - Political Contributions
- 18 - Covered Associates
- 19 - Rumor Mongering
- 20 - Whistleblower Policy
- 21 - Reporting Violations and Sanctions
- 22 - Records
- 23 - Acknowledgement
- 24 - Definitions

## Statement of General Policy

This Code of Ethics (“Code”) has been adopted by Affinity Wealth Management, Inc.<sup>®</sup> and is designed to comply with Rule 204A-1 under the Investment Advisers Act of 1940 (“Advisers Act”).

This Code establishes rules of conduct for all employees of Affinity Wealth Management, Inc.<sup>®</sup> and is designed to, among other things, govern personal securities trading activities in the accounts of employees, immediate family/household accounts and accounts in which an employee has a beneficial interest. The Code is based upon the principle that Affinity Wealth Management, Inc.<sup>®</sup> and its employees owe a fiduciary duty to Affinity Wealth Management, Inc.’s<sup>®</sup> clients to conduct their affairs, including their personal securities transactions, in such a manner as to avoid (i) serving their own personal interests ahead of clients, (ii) taking inappropriate advantage of their position with the firm and (iii) any actual or potential conflicts of interest or any abuse of their position of trust and responsibility.

The Code is designed to ensure that the high ethical standards long maintained by Affinity Wealth Management, Inc.<sup>®</sup> continue to be applied. The purpose of the Code is to preclude activities which may lead to or give the appearance of conflicts of interest, insider trading and other forms of prohibited or unethical business conduct. The excellent name and reputation of our firm continues to be a direct reflection of the conduct of each employee.

Pursuant to Section 206 of the Advisers Act, both Affinity Wealth Management, Inc.<sup>®</sup> and its employees are prohibited from engaging in fraudulent, deceptive or manipulative conduct. Compliance with this section involves more than acting with honesty and good faith alone. It means that the Affinity Wealth Management, Inc.<sup>®</sup> has an affirmative duty of utmost good faith to act solely in the best interest of its clients.

Affinity Wealth Management, Inc.<sup>®</sup> and its employees are subject to the following specific fiduciary obligations when dealing with clients:

- The duty to have a reasonable, independent basis for the investment advice provided;
- The duty to obtain best execution for a client’s transactions where the Firm is in a position to direct brokerage transactions for the client;
- The duty to ensure that investment advice is suitable to meeting the client’s individual objectives, needs and circumstances; and
- A duty to be loyal to clients.

In meeting its fiduciary responsibilities to its clients, Affinity Wealth Management, Inc.<sup>®</sup> expects every employee to demonstrate the highest standards of ethical conduct for continued employment with Affinity Wealth Management, Inc.<sup>®</sup> Strict compliance with the provisions of the Code shall be considered a basic condition of employment with Affinity Wealth Management, Inc.<sup>®</sup> Affinity Wealth Management, Inc.’s<sup>®</sup> reputation for fair and honest dealing with its clients has taken considerable time to build. This standing could be seriously damaged as the result of even a single securities transaction being considered questionable in light of the fiduciary duty owed to our clients. Employees are urged to seek the advice of Victoria M. Alexitch, the Chief Compliance Officer, for any questions about the Code or the application of the Code to their individual circumstances. Employees should also understand that a material

breach of the provisions of the Code may constitute grounds for disciplinary action, including termination of employment with Affinity Wealth Management, Inc.®

The provisions of the Code are not all-inclusive. Rather, they are intended as a guide for employees of Affinity Wealth Management, Inc.® in their conduct. In those situations where an employee may be uncertain as to the intent or purpose of the Code, he/she is advised to consult with Victoria M. Alexitch. Victoria M. Alexitch may grant exceptions to certain provisions contained in the Code only in those situations when it is clear beyond dispute that the interests of our clients will not be adversely affected or compromised. All questions arising in connection with personal securities trading should be resolved in favor of the client even at the expense of the interests of employees.

### **Access Persons**

For purposes of complying with Affinity Wealth Management, Inc.'s® Code of Ethics, generally all employees of the Firm are regarded as access persons and are therefore subject to all applicable personal securities trading procedures and reporting obligations as set forth in this Code.

### **Chief Compliance Officer's Designee**

Unless otherwise specifically noted, Affinity Wealth Management, Inc.'s® employees are required to submit mandatory reports and attestations to the Chief Compliance Officer.

### **Standards of Business Conduct**

Affinity Wealth Management places the highest priority on maintaining its reputation for integrity and professionalism. That reputation is a vital business asset. The confidence and trust placed in our firm and its employees by our clients is something we value and endeavor to protect. The following Standards of Business Conduct set forth policies and procedures to achieve these goals. This Code is intended to comply with the various provisions of the Advisers Act and also requires that all employees comply with the various applicable provisions of the Investment Company Act of 1940, as amended, the Securities Act of 1933, as amended, the Securities Exchange Act of 1934, as amended, and applicable rules and regulations adopted by the Securities and Exchange Commission ("SEC").

Section 204A of the Advisers Act requires the establishment and enforcement of policies and procedures reasonably designed to prevent the misuse of material, nonpublic information by investment advisers. Such policies and procedures are contained in this Code. The Code also contains policies and procedures with respect to personal securities transactions of all Affinity Wealth Management, Inc.'s® employees as defined herein. These procedures cover transactions in a

reportable security in which an employee has a beneficial interest in or accounts over which the employee exercises control as well as transactions by members of the employee's immediate family.

Section 206 of the Advisers Act makes it unlawful for Affinity Wealth Management or its agents or employees to employ any device, scheme or artifice to defraud any client or prospective client, or to engage in fraudulent, deceptive or manipulative practices. This Code contains provisions that prohibit these and other enumerated activities and that are reasonably designed to detect and prevent violations of the Code, the Advisers Act and rules thereunder.

## **Custodial Account Reporting**

All access persons are required to notify the Compliance Department prior to or at the time of establishing a new custodial account or the closing of an existing custodial account, providing the following details:

1. Account Name
2. Name of Broker, Dealer or Bank
3. Date Established (or)
4. Date Closed

## **Protecting the Confidentiality of Client Information**

### **Confidential Client Information**

In the course of investment advisory activities of Affinity Wealth Management, Inc. ®, the Firm gains access to nonpublic information about its clients. Such information may include a person's status as a client, personal financial and account information, the allocation of assets in a client portfolio, the composition of investments in any client portfolio, information relating to services performed for or transactions entered into on behalf of clients, advice provided by Affinity Wealth Management, Inc.® to clients, and data or analyses derived from such non-public personal information (collectively referred to as 'Confidential Client Information'). All Confidential Client Information, whether relating to Affinity Wealth Management, Inc.® 's current or former clients, is subject to the Code's policies and procedures. Any doubts about the confidentiality of information must be resolved in favor of confidentiality.

### **Non-Disclosure Of Confidential Client Information**

All information regarding Affinity Wealth Management, Inc.'s ® clients is confidential. Information may only be disclosed when the disclosure is consistent with the Firm's policy and the client's direction. Affinity Wealth Management, Inc. ® does not share Confidential Client Information with any third parties, except in the following circumstances:

- as necessary to provide service(s) that the client requested or authorized, or to maintain and service the client's account. Affinity Wealth Management, Inc.® shall require that any financial intermediary, agent or other service provider utilized by Affinity Wealth Management, Inc.® (such as broker-dealers or sub-advisers) comply with substantially similar standards for non-disclosure and protection of Confidential Client Information and use the information provided by Affinity Wealth Management, Inc.® only for the performance of the specific service requested by Affinity Wealth Management, Inc.® ;
- as required by regulatory authorities or law enforcement officials who have jurisdiction over Affinity Wealth Management, Inc.®, or as otherwise required by any applicable law. In the event Affinity Wealth Management, Inc.® is compelled to disclose Confidential Client Information, the Firm shall provide prompt notice to the clients affected, so that the clients may seek a protective order or other appropriate remedy. If no protective order or other appropriate remedy is obtained, Affinity Wealth Management, Inc.® shall disclose only such information, and only in such detail, as is legally required;
- to the extent reasonably necessary to prevent fraud, unauthorized transactions or liability.

### **Employee Responsibilities**

All employees are prohibited, either during or after the termination of their employment with Affinity Wealth Management, Inc.®, from disclosing Confidential Client Information to any person or entity outside the Firm, including family members, except under the circumstances described above. An employee is permitted to disclose Confidential Client Information only to such other employees who need to have access to such information to deliver the Affinity Wealth Management, Inc.'s® services to the client.

Employees are also prohibited from making unauthorized copies of any documents or files containing Confidential Client Information and, upon termination of their employment with Affinity Wealth Management, Inc.®, must return all such documents to Affinity Wealth Management, Inc.®

Any employee who violates the non-disclosure policy described above shall be subject to disciplinary action, including possible termination, whether or not he or she benefited from the disclosed information.

### **Security Of Confidential Personal Information**

Affinity Wealth Management, Inc.® enforces the following policies and procedures to protect the security of Confidential Client Information:

- the Firm restricts access to Confidential Client Information to those employees who need to know such information to provide Affinity Wealth Management, Inc.'s® services to clients;
- any employee who is authorized to have access to Confidential Client Information in connection with the performance of such person's duties and responsibilities is required to keep such information in a secure compartment, file or receptacle on a daily basis as of the close of each business day;
- all electronic or computer files containing any Confidential Client Information shall be password secured and firewall protected from access by unauthorized persons; and

- any conversations involving Confidential Client Information, if appropriate at all, must be conducted by employees in private, and care must be taken to avoid any unauthorized persons overhearing or intercepting such conversations.

## **Privacy Policy**

As a registered investment adviser, Affinity Wealth Management, Inc.® and all employees, must comply with SEC Regulation S-P, which requires investment advisers to adopt policies and procedures to protect the 'nonpublic personal information' of natural person clients. 'Nonpublic information,' under Regulation S-P, includes personally identifiable financial information and any list, description, or grouping that is derived from personally identifiable financial information. Personally identifiable financial information is defined to include information supplied by individual clients, information resulting from transactions, any information obtained in providing products or services. Pursuant to Regulation S-P Affinity Wealth Management, Inc.® has adopted policies and procedures to safeguard the information of natural person clients.

Furthermore and pursuant to the SEC's adoption of Regulation S-ID: Identity Theft Red Flag Rules, all 'financial institutions' and 'creditors' (as those terms are defined under the Fair Credit Reporting Act (FCRA)) must develop and implement a written identity theft prevention program designed to detect, prevent, and mitigate identity theft in connection with certain existing accounts or the opening of new accounts ("covered accounts"). Affinity Wealth Management, Inc.® has conducted an initial assessment of its obligations under Regulation S-ID and to the extent such rules are applicable, has incorporated appropriate policies and procedures in compliance with the Red Flags regulations.

## **Enforcement and Review of Confidentiality and Privacy Policies**

Victoria M. Alexitch is responsible for reviewing, maintaining and enforcing Affinity Wealth Management, Inc.'s ® confidentiality and privacy policies and is also responsible for conducting appropriate employee training to ensure adherence to these policies.

## **Prohibition Against Insider Trading**

### **Introduction**

Trading securities while in possession of material, nonpublic information, or improperly communicating that information to others may expose employees and Affinity Wealth Management, Inc.® to stringent penalties. Criminal sanctions may include a fine of up to \$1,000,000 and/or ten years imprisonment. The SEC can recover the profits gained or losses avoided through the illegal trading, impose a penalty of up to three times the illicit windfall, and/or issue an order permanently barring you from the securities industry. Finally, employees and Affinity Wealth Management, Inc.® may be sued by investors seeking to recover damages for insider trading violations.

The rules contained in this Code apply to securities trading and information handling by employees of Affinity Wealth Management, Inc.® and their immediate family members.

The law of insider trading is unsettled and continuously developing. An individual legitimately may be uncertain about the application of the rules contained in this Code in a particular circumstance. Often, a single question can avoid disciplinary action or complex legal problems. You must notify Victoria M. Alexitch immediately if you have any reason to believe that a violation of this Code has occurred or is about to occur.

### **General Policy**

No employee may trade, either personally or on behalf of others (such as investment funds and private accounts managed by Affinity Wealth Management, Inc. ©), while in the possession of material, nonpublic information, nor may any personnel of Affinity Wealth Management, Inc. © communicate material, nonpublic information to others in violation of the law.

#### **1. What is Material Information?**

Information is material where there is a substantial likelihood that a reasonable investor would consider it important in making his or her investment decisions. Generally, this includes any information the disclosure of which will have a substantial effect on the price of a company's securities. No simple test exists to determine when information is material; assessments of materiality involve a highly fact-specific inquiry. For this reason, you should direct any questions about whether information is material to Victoria M. Alexitch.

Material information often relates to a company's results and operations, including, for example, dividend changes, earnings results, changes in previously released earnings estimates, significant merger or acquisition proposals or agreements, major litigation, liquidation problems, and extraordinary management developments.

Material information also may relate to the market for a company's securities. Information about a significant order to purchase or sell securities may, in some contexts, be material. Prepublication information regarding reports in the financial press also may be material. For example, the United States Supreme Court upheld the criminal convictions of insider trading defendants who capitalized on prepublication information about The Wall Street Journal's "Heard on the Street" column.

You should also be aware of the SEC's position that the term "material nonpublic information" relates not only to issuers but also to Affinity Wealth Management, Inc.'s © securities recommendations and client securities holdings and transactions.

#### **2. What is Nonpublic Information?**

Information is "public" when it has been disseminated broadly to investors in the marketplace. For example, information is public after it has become available to the general public through the Internet, a public filing with the SEC or some other government agency, the Dow Jones "tape" or The Wall Street Journal or some other publication of general circulation, and after sufficient time has passed so that the information has been disseminated widely.

### 3. Identifying Inside Information

Before executing any trade for yourself or others, including investment funds or private accounts managed by Affinity Wealth Management, Inc.® (“Client Accounts”), you must determine whether you have access to material, nonpublic information. If you think that you might have access to material, nonpublic information, you should take the following steps:

- Report the information and proposed trade immediately to Victoria M. Alexitch.
- Do not purchase or sell the securities on behalf of yourself or others, including investment funds or private accounts managed by the firm.
- Do not communicate the information inside or outside the firm, other than to Victoria M. Alexitch.
- After Victoria M. Alexitch has reviewed the issue, the firm will determine whether the information is material and nonpublic and, if so, what action the firm will take.

You should consult with Victoria M. Alexitch before taking any action. This high degree of caution will protect you, our clients, and the firm.

### 4. Contacts with Public Companies

Contacts with public companies may represent an important part of our research efforts. The firm may make investment decisions on the basis of conclusions formed through such contacts and analysis of publicly available information. Difficult legal issues arise, however, when, in the course of these contacts, an employee of Affinity Wealth Management, Inc.® or other person subject to this Code becomes aware of material, nonpublic information. This could happen, for example, if a company’s Chief Financial Officer prematurely discloses quarterly results to an analyst, or an investor relations representative makes selective disclosure of adverse news to a handful of investors. In such situations, Affinity Wealth Management, Inc.® must make a judgment as to its further conduct. To protect yourself, your clients and the firm, you should contact Victoria M. Alexitch immediately if you believe that you may have received material, nonpublic information.

### 5. Tender Offers

Tender offers represent a particular concern in the law of insider trading for two reasons: First, tender offer activity often produces extraordinary gyrations in the price of the target company’s securities. Trading during this time period is more likely to attract regulatory attention (and produces a disproportionate percentage of insider trading cases). Second, the SEC has adopted a rule which expressly forbids trading and “tipping” while in the possession of material, nonpublic information regarding a tender offer received from the tender offeror, the target company or anyone acting on behalf of either. Employees of Affinity Wealth Management, Inc.® and others subject to this Code should exercise extreme caution any time they become aware of nonpublic information relating to a tender offer.

### 6. Restricted/Watch Lists

Although Affinity Wealth Management, Inc.® does not typically receive confidential information from portfolio companies, it may, if it receives such information take appropriate procedures to establish restricted or watch lists in certain securities.

Robert Brabson may place certain securities on a “restricted list.” Employees are prohibited from personally, or on behalf of an advisory account, purchasing or selling securities during any period they are listed. Securities issued by companies about which a number of employees are expected to regularly have material, nonpublic information should generally be placed on the restricted list. Victoria M. Alexitch shall take steps to immediately inform all employees of the securities listed on the restricted list.

Robert Brabson may place certain securities on a “watch list.” Securities issued by companies about which a limited number of employees possess material, nonpublic information should generally be placed on the watch list. The list will be disclosed only to Victoria M. Alexitch and a limited number of other persons who are deemed necessary recipients of the list because of their roles in compliance.

See AWM Policy for further information and explanation.

## **Personal Securities Transactions**

### **General Policy**

Affinity Wealth Management, Inc.® has adopted the following principles governing personal investment activities by Affinity Wealth Management, Inc.’s® employees:

- the interests of client accounts shall at all times be placed first;
- all personal securities transactions shall be conducted in such manner as to avoid any actual or potential conflict of interest or any abuse of an individual's position of trust and responsibility; and
- employees must not take inappropriate advantage of their positions.

The Code of Ethics rule mandates pre-approval of the following types of investments:

### **Preclearance Required for Participation in IPOs**

No employee shall acquire any beneficial ownership in any securities in an Initial Public Offering (IPO) for his or her account, as defined herein without the prior written approval of Victoria M. Alexitch who has been provided with full details of the proposed transaction (including written certification that the investment opportunity did not arise by virtue of the employee's activities on behalf of a client) and, if approved, shall be subject to continuous monitoring for possible future conflicts.

### **Preclearance Required for Private or Limited Offerings**

No employee shall acquire beneficial ownership of any securities in a limited offering or private placement without the prior written approval of Victoria M. Alexitch who has been provided with full details of the proposed transaction (including written certification that the investment opportunity did not arise by virtue of the employee's activities on behalf of a client) and, if approved, shall be subject to continuous monitoring for possible future conflicts.

## Compliance Procedures

### Reporting Requirements

Every employee shall provide initial and annual holdings reports and quarterly transaction reports to Victoria M. Alexitch which must contain the information described below. It is the policy of Affinity Wealth Management, Inc.® that each employee must arrange for their brokerage firm(s) to send automatic duplicate brokerage account statements and trade confirmations of all securities transactions to Victoria M. Alexitch.

#### 1. Initial Holdings Report

Every employee shall, no later than ten (10) days after the person becomes an employee, file an initial holdings report containing the following information:

- The title and exchange ticker symbol or CUSIP number, type of security, number of shares and principal amount (if applicable) of each covered security in which the employee had any direct or indirect beneficial interest ownership when the person becomes an employee;
- The name of any broker, dealer or bank, account name, number and location with whom the employee maintained an account in which any securities were held for the direct or indirect benefit of the employee; and
- The date that the report is submitted by the employee.

The information submitted must be current as of a date no more than forty-five (45) days before the person became an employee.

AWM will accept an Annual Employee Questionnaire and current bank or brokerage statements in lieu of an Initial Holdings Report.

#### 2. Annual Holdings Report

Every employee shall, no later than January 30 each year, file an annual holdings report containing the same information required in the initial holdings report as described above. The information submitted must be current as of a date no more than forty-five (45) days before the annual report is submitted.

AWM will accept an Annual Employee Questionnaire and current bank or brokerage statements in lieu of an Annual Holding Report.

#### 3. Quarterly Transaction Reports

Every employee must, no later than thirty (30) days after the end of each calendar quarter, file a quarterly transaction report containing the following information:

With respect to any transaction during the quarter in a covered security in which the employees had any direct or indirect beneficial ownership:

- The date of the transaction, the title and exchange ticker symbol or CUSIP number, the interest rate and maturity date (if applicable), the number of shares and the principal amount (if applicable) of each covered security;

- The nature of the transaction (i.e., purchase, sale or any other type of acquisition or disposition);
- The price of the covered security at which the transaction was effected;
- The name of the broker, dealer or bank with or through whom the transaction was effected; and
- The date the report is submitted by the employee.

AWM will accept a Quarterly Report and brokerage or bank statements and confirms in lieu of a quarterly transaction report.

#### 4. Exempt Transactions

An employee need not submit a report with respect to:

- Transactions effected for, covered securities held in, any account over which the person has no direct or indirect influence or control;
- Transactions effected pursuant to an automatic investment plan;
- A quarterly transaction report if the report would duplicate information contained in securities transaction confirmations or brokerage account statements that Affinity Wealth Management, Inc.® holds in its records so long as the firm receives the confirmations or statements no later than 30 days after the end of the applicable calendar quarter;
- Any transaction or holding report if Affinity Wealth Management, Inc.® has only one employee, so long as the firm maintains records of the information otherwise required to be reported

#### 5. Monitoring and Review of Personal Securities Transactions

Victoria M. Alexitch will monitor and review all reports required under the Code for compliance with Affinity Wealth Management, Inc.'s® policies regarding personal securities transactions and applicable SEC rules and regulations. Victoria M. Alexitch may also initiate inquiries of employees regarding personal securities trading. Employees are required to cooperate with such inquiries and any monitoring or review procedures employed Affinity Wealth Management, Inc.® Any transactions for any accounts of Victoria M. Alexitch will be reviewed and approved by the President or Robert Brabson, Trade Manager.

### **Personal Securities Trading Limitations**

As previously stated, Affinity Wealth Management, Inc.'s® fiduciary duty to clients and the obligation of all Firm employees to uphold that fundamental duty, includes first and foremost the duty at all times to place the interests of clients first. As such, Affinity Wealth Management, Inc.® expects all employees to work diligently in meeting client expectations and fulfilling their job responsibilities.

Although Affinity Wealth Management, Inc.'s® policy does not impose strict limitations as to the number of transactions an access person is permitted to execute during a defined timeframe, the scope and volume of personal trading by access persons shall be periodically assessed. The Firm also recognizes that excessive trading may impede the ability of an individual to fulfill his or her primary obligation to our clients. In such circumstances Affinity Wealth Management, Inc.® retains the discretionary authority to impose limitations on the personal trading activities of the access person. Furthermore and as part of Affinity Wealth Management, Inc.'s® oversight and monitoring of personal trading by access persons, the Firm may impose heightened supervision and or trading restrictions on an access person if it believes that such actions are warranted. Any questions concerning this policy should be directed to Victoria M. Alexitch.

## Margin Transactions

Securities held in a margin account may be sold by the broker if an employee fails to meet a margin call. Employees may not have control over these transactions as the securities may be sold at certain times without the employee's consent. A margin sale that occurs when an employee is aware of material, nonpublic information may, under some circumstances, result in unlawful insider trading.

Accordingly, Affinity Wealth Management, Inc.® restricts an access person's ability to purchase securities on margin and all such preclearance requests shall be subject to manual review.

Affinity Wealth Management, Inc.® retains the authority to approve or deny any such requests on a trade-by-trade basis.

## Limit Orders

Affinity Wealth Management, Inc.'s ® policies prohibit access persons from placing a "good until cancelled" order or any limit order other than a "same-day" limit order. All preclearance requests seeking preapproval for placement of a limit order shall be subject to manual review. Affinity Wealth Management, Inc.® retains the authority to approve or deny such requests on a trade-by-trade basis.

## Participation in Affiliated Limited Offerings

As Affinity Wealth Management, Inc.® currently neither sponsors nor manages private funds, any access person seeking to invest in a limited offering must submit a preclearance request, providing full details of the proposed transaction. Such requests shall be manually processed by Victoria M. Alexitch who shall obtain additional information, including the source of the investment opportunity in order to evaluate any potential conflicts of interests. The CCO may also consult with one or more portfolio managers to determine whether they have any foreseeable interest in investing in the security on behalf of Firm clients.

## Interested Transactions

No employee shall recommend any securities transactions for a client without having disclosed his or her interest, if any, in such securities or the issuer thereof, including without limitation:

- any direct or indirect beneficial ownership of any securities of such issuer;
- any contemplated transaction by such person in such securities;
- any position with such issuer or its affiliates; and
- any present or proposed business relationship between such issuer or its affiliates and such person or any party in which such person has a significant interest.

## Service as an Officer or Director

No employee shall serve as an officer or on the board of directors of any publicly or privately traded company without prior authorization by Victoria M. Alexitch based upon a determination that any such board service or officer position would be consistent with the interest of Affinity Wealth Management, Inc.'s® clients. Where board service or an officer position is approved, Affinity Wealth Management, Inc.® shall implement a "Chinese Wall" or other appropriate procedure to isolate such person from making decisions relating to the company's securities.

## Gifts and Entertainment

Giving, receiving or soliciting gifts in a business setting may create an appearance of impropriety or may raise a potential conflict of interest. Affinity Wealth Management, Inc.® has adopted the policies set forth below to guide employees in this area.

### General Policy

Affinity Wealth Management, Inc.'s® policy with respect to gifts and entertainment is as follows:

- Giving, receiving or soliciting gifts in a business may give rise to an appearance of impropriety or may raise a potential conflict of interest;
- Employees should not accept or provide any gifts or favors that might influence the decisions you or the recipient must make in business transactions involving Affinity Wealth Management, Inc.®, or that others might reasonably believe would influence those decisions;
- Modest gifts and favors, which would not be regarded by others as improper, may be accepted or given on an occasional basis. Entertainment that satisfies these requirements and conforms to generally accepted business practices also is permissible;
- Where there is a law or rule that applies to the conduct of a particular business or the acceptance of gifts of even nominal value, the law or rule must be followed.

### Reporting Requirements

- Any employee who accepts, directly or indirectly, anything of value from any person or entity that does business with or on behalf of Affinity Wealth Management, Inc.®, including gifts and gratuities with value in excess of **\$100** per year (Note: Dual registrants sometimes use a \$100 gift threshold for all employees based on FINRA rule), must obtain consent from Victoria M. Alexitch before accepting such gift.

- This reporting requirement does not apply to bona fide dining or bona fide entertainment if, during such dining or entertainment, you are accompanied by the person or representative of the entity that does business with Affinity Wealth Management, Inc.®
- This gift reporting requirement is for the purpose of helping Affinity Wealth Management, Inc.® monitor the activities of its employees. However, the reporting of a gift does not relieve any employee from the obligations and policies set forth in this Section or anywhere else in this Code. If you have any questions or concerns about the appropriateness of any gift, please consult Victoria M. Alexitch.

## Political Contributions

The SEC adopted the 'Pay-to-Play Rule' which imposes restrictions on political contributions made by investment advisers that seek to manage assets of state and local governments. The rule is intended to prevent undue influence through political contributions and places limits on the amounts of campaign contributions that the investment adviser and/or certain of its employees ('covered associates') can give to state and local officials or candidates that have the ability to award advisory contracts to the Firm.

The following terms apply to Affinity Wealth Management, Inc.'s ® Political Contributions policy:

"Contribution" is defined as is defined as any gift, subscription, loan, advance, or deposit of money, or anything of value made for (i) the purpose of influencing any election for federal, state, or local office; (ii) the payment of debt incurred in connection with any such election; or (iii) transition or inaugural expenses incurred by a successful candidate for state or local office.

"Covered Associate" means (i) any general partner, managing member, executive officer of the Firm, or other individual with a similar status or function; (ii) any employee who solicits a government entity for the adviser and person who supervises, directly or indirectly, such employee; and (iii) any political action committee ("PAC") controlled by the adviser or by any of its covered associates.

The rule contains three major prohibitions: (1) if the adviser or a covered associate makes a contribution to an official of a government entity who is in a position to influence the award of the government entity's business, the adviser is prohibited from receiving compensation for providing advisory services to that government entity for two years thereafter (otherwise known as a 'timeout' period); (2) an adviser and its "covered associates" are prohibited from engaging in a broad range of fundraising activities for Government Officials or political parties in the localities where the adviser is providing or seeking business from a Government Client; and (3) limits the ability of an adviser and its covered associates to compensate a third party (such as a placement agent) to solicit advisory business or an investment from a Government Client unless the third party is a registered broker-dealer, registered municipal adviser or registered investment adviser.

Importantly, the Rule specifically includes a blanket prohibition that restricts the adviser and its covered associates from doing "anything indirectly which, if done directly" would violate the Rule. This reflects the SEC's concern about indirect payments and puts advisers on notice about the heightened regulatory focus that such practices will receive.

The Rule includes a de minimis exception applicable to the two-year timeout, that allows an adviser's covered associate that is a natural person to contribute: (i) up to \$350 to an official per election (with primary and general elections counting separately) if the covered associate was entitled to vote for the official at the time of the contribution; and (ii) up to \$150 to an official per election (with primary and general elections counting separately) if the covered associate was not entitled to vote for the official at the time of the contribution.

### **General Policy**

It is Affinity Wealth Management, Inc.'s ® policy to permit the firm, and its covered associates, to make political contributions to elected officials candidates and others, consistent with this policy and regulatory requirements.

Affinity Wealth Management, Inc.® recognizes that it is never appropriate to make or solicit political contributions, or provide gifts or entertainment for the purpose of improperly influencing the actions of public officials. Accordingly, our firm's policy is to restrict certain political contributions made to government officials and candidates of state and state political subdivisions who can influence or have the authority for hiring an investment adviser.

Because violations of the Rule can potentially result in substantial legal and monetary sanctions for the Firm and/or its related persons, Affinity Wealth Management, Inc.'s® practice is to restrict, monitor and require prior approval of any political contributions to government officials.

- Victoria M. Alexitch will determine who is deemed to be a "covered associate" of the firm, each such person will be promptly informed of his or her status as a covered associate;
- Victoria M. Alexitch will obtain appropriate information from new employees (or employees promoted or otherwise transferred into positions) deemed to be covered associates, regarding any political contributions made within the preceding two years (from the date s/he becomes a covered associate); On at least an annual basis, Victoria M. Alexitch, or other designee, will require covered associates to confirm that such person(s) have reported any and all political contributions.

### **Pre-Clearance Required by Covered Associates for Political Contributions**

No covered associate shall make a political contribution without prior written approval of Victoria M. Alexitch who has been provided with full details of the proposed contribution. Such information will be reported to the CCO utilizing Affinity Wealth Management, Inc.'s ® Political Contribution Pre-Approval Form; approval or denial of such request will also be documented on this Form.

Note that while the Pay-to-Play rule permits de minimis contributions to be made without triggering a timeout period, Affinity Wealth Management, Inc.® requires covered associates to obtain pre-clearance of such contributions to ensure that the Firm has complete and accurate records regarding political contributions made by its covered associates.

In addition, employees deemed to be covered associates are required to obtain approval from the Chief Compliance Officer prior to agreeing to serve on the Host Committee for a political fundraiser.

## **Covered Associates**

For purposes of complying with Affinity Wealth Management, Inc.'s® Political Contributions policies and procedures, generally all employees of the Firm are regarded as "covered associates" (as that term is defined in the preceding section) and are therefore subject to all applicable procedures and reporting obligations as set forth in this code.

## **Rumor Mongering**

Spreading false rumors to manipulate the market is illegal under U.S securities laws. Moreover, this type of activity is considered by regulators to be a highly detrimental form of market abuse damaging both investor confidence and companies constituting important components of the financial system. This form of market abuse is vigorously investigated and prosecuted. Although there may be legitimate reasons to discuss rumors under certain circumstances; for example, to attempt to explain observable fluctuations in the market or a particular issuer's share price, the dissemination of false information in the market in order to capitalize on the effect of such dissemination for personal or client accounts is unethical and will not be tolerated. Firms are required to take special care to ensure that its personnel neither generate rumors nor pass on rumors to clients or other market participants in an irresponsible manner.

Even where a rumor turns out to be true, among other things, trading on unsubstantiated information also creates a risk that the firm may trade on inside information which was leaked in violation of the law.

## **General Policy**

It is Affinity Wealth Management, Inc.'s® policy that unverified information be communicated responsibly, if at all, and in a manner which will not distort the market. No employee of Affinity Wealth Management, Inc.® shall originate a false or misleading rumor in any way, or pass-on an unsubstantiated rumor about a security or its issuer for the purpose of influencing the market price of the security.

Communications issued from Affinity Wealth Management, Inc.® should be professional at all times, avoiding sensational or exaggerated language. Factual statements which could reasonably be expected to impact the market should be carefully verified, if possible, before being issued in accordance with the procedures set forth below. Verification efforts should be documented in writing and maintained in the firm's records.

These guidelines apply equally to written communications, including those issued via Bloomberg, instant messaging, email, chat rooms or included in published research notes, articles or newsletters, as well as to verbal communications. Statements which can reasonably be expected to impact the market include those purporting to contain factual, material or non-public information or information of a price-sensitive nature. The facts and circumstances surrounding the statement will dictate the likelihood of market impact.

For example, times of nervous or volatile markets increase both the opportunity for and the impact of rumors. If an employee is uncertain of the likely market impact of the dissemination of particular information, he/she should consult the Chief Compliance Officer or a member of senior management.

**What is a rumor?** In the context of this policy, “rumor” means either a false or misleading statement which has been deliberately fabricated or a statement or other information purporting to be factual but which is unsubstantiated. A statement is not a rumor if it is clearly an expression of opinion, such as an analyst’s view of a company’s prospects. Rumors often originate from but are not limited to Internet blogs or bulletin boards among other sources.

**When is a Rumor Unsubstantiated?** In the context of this policy, a rumor is unsubstantiated when it is:

- not published by widely circulated public media, or
- the source is not identified in writing, and
- there has been no action or statement by a regulator, court or legal authority lending credence to the rumor, or
- there has been no acknowledgement or comment on the rumor from an official spokesperson or senior management of the issuer.

**When May a Rumor Be Communicated?** Rumors may be discussed legitimately within the confines of the firm, for example, within an Investment Committee Meeting, when appropriate, for example, to explain or speculate regarding observable market behavior.

A rumor may also be communicated externally, that is, with clients or other market participants such as a broker or other counterparty, only:

- as set forth in these procedures,
- when a legitimate business purpose exists for discussing the rumor.

**Legitimate Business Purposes for Communicating a Rumor Externally:** Legitimate business purposes for discussing rumors outside of the confines of the firm include:

- when a client is seeking an explanation for erratic share price movement or trading conditions of a security which could be explained by the rumor, or
- discussions among market participants seeking to explain market or trading conditions or one’s views regarding the validity of a rumor.

**Form in Which Rumor Can Be Communicated Externally:** Where a legitimate business purpose exists for discussing a rumor externally, care should be taken to ensure that the rumor is communicated in a manner that:

- provides the origin of the information (where possible);
- gives it no additional credibility or embellishment;
- makes clear that the information is a rumor; and
- makes clear that the information has not been verified.

**Trading:** Where a decision to place a trade in a client account is based principally on a rumor, the portfolio manager or trader must obtain the prior approval of a member of senior management.

**Reporting & Monitoring:** In order to ensure compliance with this policy, Affinity Wealth Management, Inc.® may seek to uncover the creation and/or dissemination of false or

misleading rumors by employees for the purpose of influencing the market price of the security through targeted monitoring of communications and/or trading activities. For example, the Chief Compliance Officer may proactively select and review random emails or conduct targeted word searches of emails. He/she may also flag trading pattern anomalies or unusual price fluctuations and retrospectively review emails, phone calls, etc. where highly unusual and apparently fortuitous profit or loss avoidance is uncovered.

Employees are required to report to the Chief Compliance Officer when he/she has just cause to suspect that another employee of Affinity Wealth Management, Inc.® has deliberately fabricated and disseminated a false or misleading rumor or otherwise communicated an unsubstantiated rumor about a security or its issuer for the purpose of influencing the market price of the security.

## **Whistleblower Policy**

As articulated in this Code's Statement of General Policy and Standards of Business Conduct, central to our Firm's compliance culture is an ingrained commitment to fiduciary principles. The policies and procedures set forth here and in our Compliance Manual, and their consistent implementation by all employees of Affinity Wealth Management, Inc.® evidence the Firm's unwavering intent to place the interests of clients ahead of self-interest for Affinity Wealth Management, Inc.®, our management and staff.

Every employee has a responsibility for knowing and following the Firm's policies and procedures. Every person in a supervisory role is also responsible for those individuals under his/her supervision. The Firm's principal or a similarly designated officer, has overall supervisory responsibility.

Recognizing our shared commitment to our clients, all employees are required to conduct themselves with the utmost loyalty and integrity in their dealings with our clients, customers, stakeholders and one another. Improper conduct on the part of any employee puts the Firm and company personnel at risk. Therefore, while managers and senior management ultimately have supervisory responsibility and authority, these individuals cannot stop or remedy misconduct unless they know about it. Accordingly, all employees are not only expected to, but are required to report their concerns about potentially illegal conduct as well as violations of our company's policies.

### **Reporting Potential Misconduct**

To ensure consistent implementation of such practices, it is imperative that employees have the opportunity to report any concerns or suspicions of improper activity at the Firm (whether by an employee or other party) confidentially and without retaliation.

Affinity Wealth Management, Inc.'s ® Whistleblower Policy covers the treatment of all concerns relating to suspected illegal activity or potential misconduct.

Employees may report potential misconduct by submitting a 'Report a Violation' form available on EForms. By default, the report may be submitted anonymously. Reports of violations or suspected violations must be reported to Victoria M. Alexitch. Employees may report suspected improper activity by CCO to the Firm's President.

### **Responsibility of the Whistleblower**

A person must be acting in good faith in reporting a complaint or concern under this policy and must have reasonable grounds for believing a deliberate misrepresentation has been made regarding accounting or audit matters or a breach of this Manual or the Firm's Code of Ethics. A malicious allegation known to be false is considered a serious offense and shall be subject to disciplinary action that may include termination of employment.

### **Handling of Reported Improper Activity**

The Firm shall take seriously any report regarding a potential violation of Firm policy or other improper or illegal activity, and recognizes the importance of keeping the identity of the reporting person from being widely known. Employees are to be assured that the Firm will appropriately manage all such reported concerns or suspicions of improper activity in a timely and professional manner, confidentially and without retaliation.

In order to protect the confidentiality of the individual submitting such a report and to enable Affinity Wealth Management, Inc.® to conduct a comprehensive investigation of reported misconduct, Employees should understand that those individuals responsible for conducting any investigation are generally precluded from communicating information pertaining to the scope and/or status of such reviews.

### **No Retaliation Policy**

It is the Firm's policy that no employee who submits a complaint made in good faith will experience retaliation, harassment, or unfavorable or adverse employment consequences. Any employee who retaliates against a person reporting a complaint will be subject to disciplinary action, which may include termination of employment. Any employee who believes s/he has been subject to retaliation or reprisal as a result of reporting a concern or making a complaint is to report such action to the CCO or to the Firm's President in the event the concern pertains to the CCO.

## **Reporting Violations and Sanctions**

All employees shall promptly report to Victoria M. Alexitch, all apparent or potential violations of the Code. Any retaliation for the reporting of a violation under this Code will constitute a violation of the Code.

Victoria M. Alexitch shall promptly report to senior management all apparent material violations of the Code. When Victoria M. Alexitch finds that a violation otherwise reportable to senior management could not be reasonably found to have resulted in a fraud, deceit, or a manipulative practice in violation of Section 206 of the Advisers Act, he or she may, in his or her discretion, submit a written memorandum of such finding and the reasons therefore to a reporting file created for this purpose in lieu of reporting the matter to senior management.

Senior management shall consider reports made to it hereunder and shall determine whether or not the Code has been violated and what sanctions, if any, should be imposed. Possible sanctions may include reprimands, monetary fine or assessment, or suspension or termination of the employee's employment with the Firm.

## Records

Victoria M. Alexitch shall maintain and cause to be maintained in a readily accessible place the following records:

- a copy of any Code of Ethics adopted by the Firm pursuant to Advisers Act Rule 204A-1 which is or has been in effect during the past five years;
- a record of any violation of Affinity Wealth Management, Inc.'s ® Code and any action that was taken as a result of such violation for a period of five years from the end of the fiscal year in which the violation occurred;
- a record of all written acknowledgements of receipt of the Code and amendments thereto for each person who is currently, or within the past five years was, an employee which shall be retained for five years after the individual ceases to be an employee of Affinity Wealth Management, Inc.® ;
- a copy of each report made pursuant to Advisers Act Rule 204A-1, including any brokerage confirmations and account statements made in lieu of these reports;
- a list of all persons who are, or within the preceding five years have been, access persons; and
- a record of any decision and reasons supporting such decision to approve an access persons' acquisition of securities in IPOs and limited offerings within the past five years after the end of the fiscal year in which such approval is granted.

## Acknowledgement

### Initial Acknowledgement

All employees shall be provided with a copy of the Code and must initially acknowledge in writing to Victoria M. Alexitch that they have: (i) received a copy of the Code; (ii) read and understand all provisions of the Code; (iii) agreed to abide by the Code; and (iv) reported all accounts and holdings as required by the Code.

### Acknowledgement of Amendments

All employees shall receive any amendments to the Code and must acknowledge to Victoria M. Alexitch in writing that they have: (i) received a copy of the amendment; (ii) read and understood the amendment; (iii) and agreed to abide by the Code as amended.

### Annual Acknowledgement

All employees must annually acknowledge in writing to Victoria M. Alexitch that they have: (i) read and understood all provisions of the Code; (ii) complied with all requirements of the Code; and, if applicable, (iii) submitted all holdings and transaction reports as required by the Code.

### Further Information

Employees should contact Victoria M. Alexitch regarding any inquiries pertaining to the Code or the policies established herein.

## Definitions

For the purposes of this Code, the following definitions shall apply:

- “Access person” means any employee who: has access to nonpublic information regarding any clients’ purchase or sale of securities, or nonpublic information regarding the portfolio holdings of any Reportable fund our firm or its control affiliates manage or has access to such recommendations; or is involved in making securities recommendations to clients that are nonpublic.

**Note: All employees of Affinity Wealth Management, Inc. ® are treated as “access persons”**

- “Account” means accounts of any employee and includes accounts of the employee’s immediate family members (any relative by blood or marriage living in the employee’s household), and any account in which he or she has a direct or indirect beneficial interest, such as trusts and custodial accounts or other accounts in which the employee has a beneficial interest, controls or exercises investment discretion.
- “Beneficial ownership” shall be interpreted in the same manner as it would be under Rule 16a-1(a)(2) under the Securities Exchange Act of 1934 in determining whether a person is the beneficial owner of a security for purposes of Section 16 of such Act and the rules and regulations thereunder.
- ‘Fund’ means an investment company registered under the Investment Company Act.
- ‘Reportable fund’ means any registered investment company, i.e., mutual fund, for which our Firm, or a control affiliate, acts as investment adviser, as defined in section 2(a) (20) of the Investment Company Act, or principal underwriter.
- “Reportable security” means any security as defined in Section 202(a) (18) of the Advisers Act, except that it does not include: (i) Transactions and holdings in direct obligations of the Government of the United States; (ii) Bankers’ acceptances, bank certificates of deposit, commercial paper and other high quality short-term debt instruments, including repurchase agreements; (iii) Shares issued by money market funds; (iv) Transactions and holdings in shares of other types of open-end registered mutual funds, unless Affinity Wealth Management, Inc.® or a control affiliate acts as the investment adviser or principal underwriter for the fund; and (v) Transactions in units of a unit investment trust if the unit investment trust is invested exclusively in mutual funds, unless Affinity Wealth Management, Inc.® or a control affiliate acts as the investment adviser or principal underwriter for the fund.