

# Wealth & Pension Services Group, Inc. Firm Brochure - Form ADV Part 2A

*This brochure provides information about the qualifications and business practices of Wealth & Pension Services Group, Inc. If you have any questions about the contents of this brochure, please contact us at (770) 333-0113 or by email at: [bill@wealthandpension.com](mailto:bill@wealthandpension.com). The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.*

*Additional information about Wealth & Pension Services Group, Inc. is also available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). Wealth & Pension Services Group, Inc.'s CRD number is: 119040*

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*Registration does not imply a certain level of skill or training.*

Version Date: 7/3/2018

## Item 2: Material Changes

The material changes in this brochure from the last annual updating amendment of Wealth & Pension Services Group, Inc. are described below:

The main office address of the Firm changed. The new main office is located at:

2727 Paces Ferry Road SE  
Building Two, Suite 1475  
Atlanta, GA 30339

Wealth & Pension Services Group, Inc. ("WPSGI") merged with Hammond Investment Planning Corporation ("Hammond"), a Georgia registered investment adviser, effective July 1, 2018. After the completion of the merger, the owners of WPSGI are: William Kring, MaryJane LeCroy, and William Hammond. As a result of this merger, services offered have been updated. Please see Item 4 for additional information

We have made changes to the content and language throughout the Brochure to ensure disclosures were clear and concise. We encourage you to review the Brochure closely.

We will provide you with a new Brochure as necessary based on changes or new information, at any time, without charge. Our Brochure may be requested by contacting us at our main number above. Additional information about Wealth & Pension Services Group, Inc. is also available via the SEC's web site [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). The SEC's website provides information about any persons affiliated with Wealth & Pension Services Group, Inc. who are registered, or are required to be registered, as investment adviser representatives of Wealth & Pension Services Group, Inc.

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## Item 4: Advisory Business

### A. Description of the Advisory Firm

Wealth & Pension Services Group, Inc. (“WPSGI”, “us”, “we”, “our”, or “Advisor”) is a Corporation organized in the state of Georgia. WPSGI is doing business as Wealth & Pension Services Group, Inc., 401kProAdvisor, Uvezt, Vining Financial, and Faucet Financial & Tax Service. This firm and its successors have been in business since October 2008, and the principal owners are William Kring, MaryJane LeCroy, and William Hammond. We offer wealth management services (investment management & financial planning), and corporate retirement plan services such as 401k’s, 403b’s and pensions.

### B. Types of Advisory Services

Wealth & Pension Services Group, Inc. offers the following services to advisory clients:

#### **Investment Management (Advisory) Services**

WPSGI offers ongoing investment and portfolio management services based on the individual goals, objectives, time horizon, and risk tolerance of each client. WPSGI creates an investment policy statement or new account form for each client, which outlines the client’s current situation (income, tax levels, net worth and risk tolerance levels) and then constructs a portfolio that matches each client’s specific situation, goals and objectives.

WPSGI evaluates and monitors the investments of each client with respect to their risk tolerance levels, time horizon and related factors.

WPSGI may request discretionary authority from clients in order to select securities and execute transactions without permission from the client prior to each transaction.

WPSGI generally provides investment advice on mutual funds, equities, fixed income, corporate debt securities, exchange traded funds (“ETFs”), warrants, municipal securities, options, variable annuities, private placements, and real estate investment trusts (“REITs”). WPSGI may use other securities as well to help diversify a portfolio when applicable.

Each client has the ability to impose reasonable restrictions on the management of his/her account, including the designation of particular securities or types of securities that should not be purchased for the account, or that should be sold if held in the account. If a client’s instructions are unreasonable or an Investment Advisor Representative believes that the instructions are inappropriate for the client, WPSGI will notify the client that, unless the instructions are modified, it will cancel the instructions in the client’s account. A client will not be able to provide instructions that prohibit or restrict the Investment Adviser of an open-end or closed-end mutual fund or ETF with respect to the purchase or sale of specific securities or types of securities within the fund.

At the approval of the investment advisor representative, clients may also request to hold concentrated positions.

### **Financial Planning Services**

Financial plans and financial planning may include, but are not limited to personal financial planning; asset allocation; review of retirement account and plans; insurance and estate planning; capital need analysis; tax & cash flow planning; retirement planning; investment analysis and planning; education planning; and business planning.

These services are based on fixed fees or hourly fees and the negotiable fee structure is documented in written Agreement.

Ongoing Financial Planning Advisory Services may include yearly financial planning and goal tracking as well as the design, construction, asset allocation, implementation (when applicable), and the monitoring of investment portfolios.

### **401K & Fiduciary Retirement Plan Advisor Services**

WPSGI advises retirement plan sponsors or corporations regarding 401k plans, pensions or 403b plans, and related plans. We provide a number of fiduciary based advisory and non-fiduciary consulting functions such as:

Investment Advisory Services; Plan Benchmarking; IPS Consulting; Investment Monitoring and Review; Initial Investment Line-up Selection; Fee and Expense Analysis; Fiduciary Process and Evaluation Consulting; 3(21) Plan Investment; Advice 3(38) investment management; RFP Process Management; General plan consultation; Employee education; Enrollment and General Plan Service.

### **Uvezt Digital Advice Service**

Uvezt is a digital investment management advice solution whereby investors can conveniently enroll on-line. Clients receive a model portfolio based on their response to certain questions about goals, situation and risk tolerance. The models use commission free ETF's, but individual stocks can be requested by the client for purchase subject to approval by us. Individual stock trades costs are deducted from client's account. Also, commission- free ETF's have trading limits, which if triggered, will cause trading fees to be charged to the client. In preparation for trading into our models, an account will be liquidated to cash. This action will also incur trading fees to the client. Financial Planning services may be included as part of the service for an additional fee.

## **C. Selection of Custodians/Broker-Dealers**

### **Trade-PMR Platform, TD Ameritrade Institutional & Schwab Advisor Services**

WPSGI has the ability to offer investment advisory services through accounts custodied with Trade-PMR, Inc. (“Trade-PMR”), TD Ameritrade Institutional (“TD Ameritrade”) and Schwab Advisor Services™ (“Schwab”). These platforms allow investment adviser representatives (“IARs”) to effectively meet client investment needs and preferences by managing assets without commissions – and for a fee. Based on consultations with you, the IAR determines your investment goals and risk tolerance. The Advisory-Managed accounts give IARs the ability to customize asset allocation, investment selection, and investment strategies to meet the client’s individual financial situation and investment objectives. The client or advisor/firm can pay the transaction costs for trades.

## **The Triad Platform**

WPSGI has the ability to offer certain investment advisory services through various accounts established by Triad Advisors, LLC (“Triad”), a broker/dealer. National Financial Services, LLC (“NFS”) acts as custodian for Triad accounts. The Triad Platform offers various account structures that allow IARs to effectively meet client investment needs and preferences by managing assets without commissions –and for a fee. Based on consultations with you, the IAR determines your investment goals and risk tolerance. The Advisory-Managed accounts give IARs the ability to customize asset allocation, investment selection, and investment strategies to meet the client’s individual financial situation and investment objectives. Several factors may influence the IARs’ selection of the client’s account structure including but not limited to:

- 1) Preference for a “wrap” vs. transaction charges per trade on certain or all securities.
- 2) Account size.
- 3) Anticipated trading frequency.
- 4) Anticipated securities to be traded and/or:
- 5) Management style. In each account structure, the IAR may manage and provide advice on mutual funds, stocks, bonds, Exchange Traded Funds (ETFs), Business Development Companies (BDCs), Limited Partnerships (LPs), and options.

WPSGI utilizes four types of accounts through Triad Advisors, LLC. They are:

### **Apex Account**

The Apex Account is potentially suitable for clients who prefer to experience transaction charges on a per trade basis, for smaller accounts and/or those in which the IAR anticipates very low trading activity annually.

### **Pinnacle Account**

The Pinnacle Account is a Wrap Account sponsored by Triad and may be suitable for clients that would prefer not to experience transaction charges for any trade and/or in which IAR anticipates placing more than a moderate number of non-mutual funds trades annually.

### **Uvezt**

The Uvezt models use primarily commission free ETF’s as provided by TD Ameritrade Institutional, as custodian. Individual stocks can be can be requested by the client for purchase subject to approval by WPSGI. Individual stock trade costs are deducted from client’s account. Also, commission- free ETF’s have trading limits, which if triggered, will cause trading fees to be charged

to the client. In preparation for trading into our models, an account will be liquidated to cash, which will cause trading fees to be charged to the client. In order to meet the low cost nature of the Uvezt service, securities trades may be batched to trade at certain times during the day, which can affect the price of the security.

### **Other third-party managed accounts**

WPSGI may direct clients to outside third-party managed accounts. Before selecting other advisors for clients, WPSGI will always ensure those other advisors are properly licensed or registered as investment advisor.

These third party managed accounts are sometimes referred to as a Private Managed Account (“PMA”). PMA programs provide access to a number of non-affiliated third-party money managers, such as Aurora Investment Counsel, in addition to Triad’s affiliated money managers (i.e., Ladenburg Asset Management Program), with various specialties and investment strategies (i.e., fixed-income, small cap, international, etc.), as well as asset allocation or asset management services. A PMA is an investment portfolio that is managed on a discretionary basis by a third-party money management firm primarily through individual stocks, bonds, ETFs, or mutual funds. The continuous supervisory duties of our IARs will include assisting the client in choosing investment objectives and appropriate investment managers, setting restrictions or limitations on the management of the account, monitoring performance of the account, discussing trading strategies with the manager, explaining portfolio strategies and transactions and answering client questions.

### **D. Wrap Fee Programs**

A wrap fee program is an investment program where the investor pays one stated fee that includes management fees, transaction costs, and any other administrative fees. Wrap fee programs do not include the cost of underlying investment.

WPSGI participates in wrap fee programs and manages the investments in the Wealth & Pension Investment Wrap fee program. WPSGI does not manage wrap fee accounts in a materially different way than non-wrap fee accounts. A portion of the fees paid to the wrap account program will be given to WPSGI as a management fee.

WPSGI also uses other wrap programs sponsored by other advisors.

### **E. Amounts under Management**

As of December 31,2017, WPSGI had \$329,900,000 in assets managed on a discretionary basis and \$124,300,000 in assets managed on a non-discretionary basis.

## Item 5: Fees and Compensation

### A. Fee Schedule

WPSGI advisors have multiple platforms from which to build a portfolio, of which all have different fee schedules based on size of the account, anticipated trades, and types of securities and strategies used. The following negotiable fee schedule reflects the maximum fee that would be charged. However, it would be unusual for an account to be charged the maximum fee. All agreements will have specific fee schedules. Minimum annual fees may be imposed at the discretion of the firm. Accordingly, a client charged a minimum annual fee may pay an effective rate greater than the rate specified in the fee schedule shown below.

#### Investment Management (Advisory) Services Fees

Total Assets Under Management	Maximum Annual Fee
\$1 - \$250,000	2.00%
\$250,001 - \$750,000	1.75%
\$750,001 - \$2,000,000	1.50%
Above \$2,000,000	1.00%

#### Fees for Use of Third Party Managers

WPSGI has the ability to hire other advisors for your account. If we hire other advisors, you will pay for the services of the third-party manager, and our fee as the investment advisor. The third-party manager's fee may or may not be negotiable. In addition, minimum account balances may be required by the third-party manager. Specific account information regarding these fees and other possible restrictions are disclosed in the applicable agreement and disclosures for the third-party manager. The account may be managed as a wrap account or non-wrap account.

Due to the administrative complexity of these types of accounts, an early termination fee may be charged if an account is closed within one (1) year. Any minimum account sizes are disclosed in the applicable agreement, and disclosure brochure of the manager.

#### Retirement Plan Service Fees

Retirement Plan fees are highly customized. Generally, the client (as either the corporation or plan sponsor) will pay a flat fee and/or a per-participant fee, and/or percentage of plan assets typically between .10% and .50%.

#### Uvezt Fees

Uvezt fees are less than our standard investment management fees. Fees are billed monthly. Minimum fees are \$8.25 per month. Fees are disclosed in the client agreement at prior to account opening.

## **Financial Planning Fees**

The fee for financial planning is predicated upon the facts known at the start of the engagement. The fee range is \$1,000 to \$3,000 and is negotiable. Since financial planning is a discovery process, situations occur wherein the client is unaware of certain financial exposures or predicaments. In the event the client's situation is substantially different than disclosed at the initial meeting, a revised fee will be provided for mutual agreement. The client must approve the change of scope in advance of the additional work being performed when a fee increase is necessary. For a full written financial plan, we may charge a flat fee up to \$20,000, or hourly, which will be quoted prior to the contract being executed. The fee for this service will be determined according to the complexity of the plan as well as the extent of service you desire. An estimated fee will be given upon contracting with you. Fees may be negotiable. Fees may also be charged on an hourly rate up to \$300 per hour, but never more than what is stated in the client agreement.

Up to 50% of the estimated fee is due upon signing the Financial Planning agreement, with the balance (based on actual hours) due upon presentation of the plan to the client. Typically, the financial plan will be presented to the client within 90 days of the contract date, provided that all of the relevant information needed to prepare the financial plan has been promptly provided by the client.

After delivery of a financial plan, future meetings may be scheduled as necessary for up to one month. Follow up work may be billed separately at the rate of \$300 per hour. Ongoing Financial Planning Advisory Services may include yearly financial planning and goal tracking as well as the design, construction, asset allocation, implementation (when applicable), and the monitoring of investment portfolios. Minimum fee is \$1,200 per year.

The financial planning services agreement may be terminated by either party upon 30 days written notice. We will, upon your written request, refund fees prorated to the amount of work completed. If you terminate the contract within 5 business days of signing the contract shall be provided a full refund.

## **B. Payment of Fees**

### **Payment of Investment Management (Advisory) Fees**

Advisory fees are withdrawn directly from the client's accounts with client written authorization.

#### Investment Management Accounts

For accounts custodied with Schwab, fees are billed in advance based on the ending value of the quarter and invoiced in the first month of the next quarter. Additional deposits of funds and/or securities will be subjected to the same billing procedures. Advisory fees are withdrawn directly from the client's accounts with client written authorization. Upon account termination, fees are collected for the partial days in the month prior to termination. Any prepaid, asset-based fees will be prorated according to the days the account was opened during the calendar quarter and excess fees will be rebated to the client.

For accounts custodied with Trade-PMR and TD Ameritrade, fees are billed in arrears based on the ending value of the previous quarter and invoiced in the first month of the quarter. Additional

deposits of funds and/or securities will be subjected to the same billing procedures. Advisory fees are withdrawn directly from the client's accounts with client written authorization. Termination of the contract will not affect any liabilities or obligations of the parties from transactions initiated before termination of this Agreement or a client's obligation to pay advisory fees if paid in arrears (pro-rated through end of the month in which termination is effective).

#### Triad Advisory Services

For investment management accounts with Triad, fees are payable quarterly in advance, and automatically deducted from the account pursuant to the advisory agreement. If an account is opened in the first or second month of a quarter, it will be charged one fee during its first billing cycle, which will occur during the first full month after the account is established. The fee is prorated for the number of days the account was open based on the start date through the end of the quarter. Our fee will be based on the average daily balance of the account during the first partial month. If an account is opened in the third month of a quarter, it will be charged two fees in its first billing cycle. The first will be for its partial quarter. The second will be for the upcoming full quarter. The fees will be charged on the 15th business day of the first full month, or the first month of the next quarter. Going forward, our fees are calculated at the end of the quarter and charged during the first month of the quarter based on the average daily balance of the account, for the last month of the preceding quarter. Additional deposits of funds and/or securities will be subjected to the same billing procedures. Upon termination of an account, any prepaid, asset-based fees will be prorated according to the days the account was opened during the calendar quarter and excess fees will be rebated to the client.

#### Uvezt

Fees are based on the ending value of the month and invoiced monthly in arrears. Additional deposits of funds and/or securities will be subjected to the same billing procedures. Advisory fees are withdrawn directly from the client's accounts with client written authorization. Upon account termination, fees are collected for the partial days in the month prior to termination.

#### Other

With an exception by the firm, clients can be billed for advisory fees in lieu of fees being deducted from the account.

With exception by the firm, fees can be debited from other accounts managed by WPSGI. For instance, fees for an IRA could be debited from a taxable account.

### **Payment of Other Advisers Fees**

Other Advisers fees are withdrawn directly from the client's accounts with client written authorization.

### **Payment of Financial Planning Fees**

Hourly Financial Planning fees are invoiced. Fixed Financial Planning fees are paid via check.

## **C. Clients Are Responsible for Third Party Fees**

In non-wrap fee programs, clients are responsible for the payment of all third-party fees (i.e. custodian fees, brokerage fees, mutual fund fees including 12(b)-1 fees, transaction fees, third

party manager fees, etc.). Those fees are separate and distinct from the fees charged by WPSGI. Please see Item 12 of this brochure regarding broker/custodian. Please see Item 4.D regarding wrap fee programs. The Management Fee also does not cover fees and charges in connection with: debit balances; margin interest; odd-lot differentials; IRA fees; transfer taxes; exchange fees; wire transfers; extensions; non-sufficient funds; legal transfers; bank wires; postage; costs associated with exchanging foreign currencies; and SEC fees or other fees or taxes required by law.

#### **D. Prepayment of Fees**

WPSGI collects fees in advance using the Triad Platform. Fees that are collected in advance will be refunded based on the prorated amount of work completed at the point of termination and the total days during the billing period. Fees will be deposited back into client's account within fourteen days.

The fee refunded will be the balance of the fees collected in advance minus the daily rate\* times the number of days in the month/quarter up to and including the day of termination. (\*The daily rate is calculated by dividing the monthly/quarterly AUM fee by the number of days in the termination month/quarter).

#### **E. Outside Compensation for the Sale of Securities to Clients**

Some IAR's of this firm have a role as a registered representative and can accept compensation for the sale of securities to WPSGI clients.

#### **This is a Conflict of Interest**

WPSGI and its supervised persons will accept compensation for the sale of securities or other investment products, including asset based sales charges or services fees from the sale of mutual funds to its clients when not acting as a registered investment advisor. This presents a conflict of interest and may give the IAR and WPSGI an incentive to recommend products based on the compensation received rather than on the client's needs. When recommending the sale of securities or investment products for which WPSGI receives compensation, WPSGI and its IAR's will notify the client of the conflict and will only make recommendations that they believe are in the best interests of the client.

#### **Clients Have the Option to Purchase Recommended Products from Other Brokers**

Clients always have the option to purchase WPSGI recommended products through other brokers or agents that are not affiliated with WPSGI.

### **Item 6: Performance-Based Fees and Side-By-Side Management**

WPSGI does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

## Item 7: Types of Clients

WPSGI generally provides investment advice and management supervisory services to the following types of clients:

- ❖ Individuals
- ❖ High-Net-Worth Individuals
- ❖ Pension and Profit Sharing Plans
- ❖ Trusts, Estates, or Charitable Organizations
- ❖ Corporations or Business Entities

### Minimum Account Size

There is a minimum account size for Uvezt of \$5,000. There is no account size minimum for all other services.

## Item 8: Methods of Analysis, Investment Strategies, and Risk of Investment Loss

### A. Methods of Analysis and Investment Strategies

#### Methods of Analysis

WPSGI's methods of analysis may include charting analysis, fundamental analysis, technical analysis, cyclical analysis, and modern portfolio theory.

**Charting analysis** involves the use of patterns in performance charts. WPSGI uses this technique to search for patterns used to help predict favorable conditions for buying and/or selling a security.

**Fundamental analysis** involves the analysis of financial statements, the general financial health of companies, and/or the analysis of management or competitive advantages.

**Technical analysis** involves the analysis of past market data; primarily price and volume.

**Cyclical analysis** involved the analysis of business cycles to find favorable conditions for buying and/or selling a security.

**Modern portfolio theory** is a theory of investment which attempts to maximize portfolio expected return for a given amount of portfolio risk, or equivalently minimize risk for a given level of expected return, by carefully choosing the proportions of various assets.

#### Investment Strategies

## **Investment Strategies for Core Firm Strategies**

We follow a three-part process to effectively manage our firm's investment strategies; Portfolio Construction, Due Diligence & Research and Portfolio & Investment Monitoring. In addition, we have an investment committee that meets regularly to review our investment process and discuss our capital market views.

### **PORTFOLIO CONSTRUCTION**

- Use traditional (stocks, bonds, etc.) and non-traditional asset classes (alternatives, real estate, etc.)
- Utilize Mutual Funds, Exchange Traded Funds (ETFs), Closed-End Funds, Alternatives
- Employ multiple styles including passive and active management

### **DUE DILIGENCE & RESEARCH**

- Perform firm and manager due diligence
- Seek understanding of an investment manager's entire investment process and philosophy
- Review of short and long-term performance measures and risk metrics
- Strive to understand how an investment behaves under various market conditions

### **PORTFOLIO MONITORING & MANAGEMENT**

- Review and monitor risk within each strategy and your individual portfolio
- Evaluate portfolios relative to specific benchmarks and indices
- Participate on conference calls, conduct management due diligence meetings onsite and offsite, review 3rd-party research

WPSGI primarily uses long term trading and short-term trading, but may also use short sales, margin transactions, and options writing (including covered options, uncovered options, or spreading strategies).

**Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.**

## **B. Material Risks Involved**

### **Methods of Analysis**

Charting analysis strategy involves using and comparing various charts to predict long and short-term performance or market trends. The risk involved in solely using this method is that only past performance data is considered without using other methods to crosscheck data. Using charting analysis without other methods of analysis would be making the assumption that past performance will be indicative of future performance. This may not be the case.

**Fundamental analysis** concentrates on factors that determine a company's value and expected future earnings. This strategy would normally encourage equity purchases in stocks that are undervalued or priced below their perceived value. The risk assumed is that the market will fail to reach expectations of perceived value.

**Technical analysis** attempts to predict a future stock price or direction based on market trends. The assumption is that the market follows discernible patterns and if these patterns can be

identified then a prediction can be made. The risk is that markets do not always follow patterns and relying solely on this method may not work long term.

**Cyclical analysis** assumes that the markets react in cyclical patterns which, once identified, can be leveraged to provide performance. The risks with this strategy are two-fold: 1) the markets do not always repeat cyclical patterns and 2) if too many investors begin to implement this strategy, it changes the very cycles they are trying to take advantage of.

**Modern Portfolio Theory** assumes that investors are risk adverse, meaning that given two portfolios that offer the same expected return, investors will prefer the less risky one. Thus, an investor will take on increased risk only if compensated by higher expected returns. Conversely, an investor who wants higher expected returns must accept more risk. The exact trade-off will be the same for all investors, but different investors will evaluate the trade-off differently based on individual risk aversion characteristics. The implication is that a rational investor will not invest in a portfolio if a second portfolio exists with a more favorable risk-expected return profile – i.e., if for that level of risk an alternative portfolio exists which has better expected returns.

#### **Other Considerations**

Long-term trading is designed to capture market rates of both return and risk. Frequent trading, when done, can affect investment performance, particularly through increased brokerage and other transaction costs and taxes.

Short term trading, short sales, margin transactions, and options writing generally hold greater risk and clients should be aware that there is a material risk of loss using any of those strategies.

**Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.**

### **C. Risks of Specific Securities Utilized**

WPSGI generally seeks investment strategies that do not involve significant or unusual risk beyond that of the general domestic and/or international equity markets and credit markets. However, it can utilize short sales, margin transactions, and options writing. Short sales, margin transactions, and options writing generally hold greater risk of capital loss and clients should be aware that there is a material risk of loss using any of those strategies.

**Mutual Funds:** Investing in mutual funds carries the risk of capital loss. Mutual funds are not guaranteed or insured by the FDIC or any other government agency. You can lose money investing in mutual funds. All mutual funds have costs that lower investment returns. They can be of bond “fixed income” nature (lower risk) or stock “equity” nature (mentioned above).

**Equity** investment generally refers to buying shares of stocks by an individual or firms in return for receiving a future payment of dividends and capital gains if the value of the stock increases. There is an innate risk involved when purchasing a stock that it may decrease in value and the investment may incur a loss.

**Treasury Inflation Protected/Inflation Linked Bonds:** The Risk of default on these bonds is dependent upon the U.S. Treasury defaulting (extremely unlikely); however, they carry a potential risk of losing share price value, albeit rather minimal.

**Fixed Income** is an investment that guarantees fixed periodic payments in the future that may involve economic risks such as inflationary risk, interest rate risk, default risk, repayment of principal risk, etc.

**Debt securities** carry risks such as the possibility of default on the principal, fluctuation in interest rates, and counterparties being unable to meet obligations.

**Stocks & Exchange Traded Funds (ETF):** Investing in stocks & ETF's carries the risk of capital loss (sometimes up to a 100% loss in the case of a stock holding bankruptcy). Investments in these securities are not guaranteed or insured by the FDIC or any other government agency.

**Real Estate** funds face several kinds of risk that are inherent in this sector of the market. Liquidity risk, market risk and interest rate risk are just some of the factors that can influence the gain or loss that is passed on to the investor. Liquidity and market risk tend to have a greater effect on funds that are more growth-oriented, as the sale of appreciated properties depends upon market demand. Conversely, interest rate risk impacts the amount of dividend income that is paid by income-oriented funds.

**Hedge Funds** are not suitable for all investors and involve a high degree of risk due to several factors that may contribute to above average gains or significant losses. Such factors include leveraging or other speculative investment practices, commodity trading, complex tax structures, a lack of transparency in the underlying investments, and generally the absence of a secondary market.

**REITs** have specific risks including valuation due to cash flows, dividends paid in stock rather than cash, and the payment of debt resulting in dilution of shares.

**Private placements** carry a substantial risk as they are largely unregulated offerings not subject to securities laws.

**Precious Metal ETFs** (Gold, Silver, and Palladium Bullion backed "electronic shares" not physical metal): Investing in precious metal ETFs carries the risk of capital loss.

**Long term trading** is designed to capture market rates of both return and risk. Due to its nature, the long-term investment strategy can expose clients to various other types of risk that will typically surface at various intervals during the time the client owns the investments. These risks include but are not limited to inflation (purchasing power) risk, interest rate risk, economic risk, market risk, and political/regulatory risk.

**Short term trading** risks include liquidity, economic stability and inflation.

**Short sales** risks include the upward trend of the market and the infinite possibility of loss.

**Margin transactions** use leverage that is borrowed from a brokerage firm as collateral.

**Options writing** involve a contract to purchase a security at a given price, not necessarily at market value, depending on the market.

**Past performance is not a guarantee of future returns. Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.**

## Item 9: Disciplinary Information

### A. Criminal or Civil Actions

There are no criminal or civil actions to report.

### B. Administrative Proceedings

There are no administrative proceedings to report.

### C. Self-regulatory Organization (SRO) Proceedings

There are no self-regulatory organization proceedings to report.

## Item 10: Other Financial Industry Activities and Affiliations

### A. Registration as a Broker/Dealer or Broker/Dealer Representative

Certain investment adviser representatives of WPSGI are registered representatives of Triad, a FINRA registered broker dealer and various regulatory agencies. See 10.B. for conflicts.

### B. Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests

Certain IARs of WPSGI are registered representatives of Triad, a FINRA registered broker dealer, and various regulatory agencies. When applicable, these individuals recommend broker-dealer transactions for advisory clients. Clients should be aware that this arrangement poses a conflict of interest to the extent that there is a financial incentive to recommend securities and other insurance products that result in commissions, brokerage fees, 12b-1 fees or other payments. WPSGI is dedicated to acting in our clients' best interests based on fiduciary principles. Clients are under no obligation to purchase any recommended brokerage products or insurance products.

Certain IARs are separately licensed to sell life, disability and long-term care insurance products. In their capacities as independent insurance agents, clients will be charged separately from their advisory services.

Some IARs of WPSGI are solicitors for other registered investment advisors ("RIAs"). As solicitors, WPSGI IARs may make referrals to other RIAs and will be compensated with a fee for the referral. This represents a conflict. However, those that are referred are in no way required to purchase services from the entity to which they were referred. The WPSGI IAR solicitor will disclose the fee sharing arrangements between the WPSGI IAR and the other RIA to the referred individual via a Solicitor's disclosure brochure prior to the referred individual entering into a contract with the

other RIA. WPSGI IAR solicitors will follow their fiduciary duty in choosing appropriate outside RIA firms when making referrals.

Some IARs of WPSGI are IARs of another registered investment adviser. From time to time, they will offer clients advice or products from those activities and clients should be aware that these services may involve a conflict of interest. WPSGI always acts in the best interest of the client and clients are in no way required to implement the plan through any representative of WPSGI in their capacity as an investment adviser representative of an outside firm.

Certain IARs of WPSGI are Certified Public Accountants (“CPAs”) and may offer these services to clients. This is fee-based business and may be a conflict of interest. Clients of WPSGI are not required use any CPA service of a WPSGI representative.

IARs of WPSGI may enter into agreement as individuals with an outside firm whereby the IAR will refer clients to a tax credit preparation firm. IARs may receive a fee upon completion of a tax credit filing. This creates a possible conflict of interest. IARs are trained to minimize conflicts and only make the referral with client consent. The fee is disclosed to the client.

WPSGI may compensate non-advisory personnel for client referrals. Referred clients will never incur a higher fee for services due to the referral compensation arrangement. WPSGI always acts in the best interest of the client. A disclosure of the referral fees is provided to the client.

**C. Selection of Other Advisers or Managers and How This Adviser is compensated for Those Selections**

WPSGI may direct clients to third party money managers. WPSGI will be compensated for our services in maintaining the account including assisting the client in choosing investment objectives and appropriate investment managers, setting restrictions or limitations on the management of the account, monitoring performance of the account, discussing trading strategies with the manager, explaining portfolio strategies and transactions and answering client questions.

Our compensation may be in the form of direct billing from us, or it may come in the way of fee sharing, paid to us by the third-party manager. This relationship will be disclosed in each contract between WPSGI and each third-party advisor.

If there is a fee sharing agreement, this creates a conflict of interest in that WPSGI has an incentive to direct clients to third party money managers that provide WPSGI with a larger fee split. WPSGI will always act in the best interests of the client, including when determining which third-party manager to recommend to clients. WPSGI will ensure that all recommended advisors or managers are properly licensed.

**Item 11: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading**

## **A. Code of Ethics**

We have a written Code of Ethics that covers the following areas: Prohibited Purchases and Sales, Insider Trading, Personal Securities Transactions, Exempted Transactions, Prohibited Activities, Conflicts of Interest, Gifts and Entertainment, Confidentiality, Service on a Board of Directors, Compliance Procedures, Compliance with Laws and Regulations, Procedures and Reporting, Certification of Compliance, Reporting Violations, Compliance Officer Duties, Training and Education, Recordkeeping, Annual Review, and Sanctions. WPSGI's clients or prospective clients may request a copy of the firm's Code of Ethics by contacting the Compliance Department at our main number.

## **B. Recommendations Involving Material Financial Interests**

WPSGI does not recommend that clients buy or sell any security in which a related person to WPSGI or WPSGI has a material financial interest.

## **C. Investing Personal Money in the Same Securities as Clients**

From time to time, representatives of WPSGI may buy or sell securities for themselves that they also recommend to clients. This may provide an opportunity for representatives of WPSGI to buy or sell the same securities before or after recommending the same securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest. WPSGI will always transact client business so that the client is not harmed by personal firm trading.

## **D. Trading Securities At/Around the Same Time as Clients' Securities**

From time to time, representatives of WPSGI may buy or sell securities for themselves at or around the same time as clients. This may provide an opportunity for representatives of WPSGI to buy or sell securities before or after recommending securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest. WPSGI will always transact client business so that the client is not harmed by personal firm trading.

# **Item 12: Brokerage Practices**

## **A. Factors Used to Select Custodians and/or Broker/Dealers**

We recommend the brokerage and custodial services of Trade-PMR, Inc. ("Trade-PMR"), TD Ameritrade Institutional ("TD Ameritrade"), and Schwab Advisor Services™ ("Schwab") for investment management accounts, and National Financial Services, LLC ("NFS") for those accounts managed on the Triad Platform, (collectively "The Custodians"). When selecting a custodian to recommend, a number of factors are considered, including their historical

relationship with WPSGI, financial strength, reputation, execution capabilities, pricing and services.

The Custodians are registered broker-dealers that charge brokerage commissions or transaction fees for effecting securities transactions. As the custodians holding an account, the Custodians do not generally charge separately for custody services. They are compensated by account holders through commissions and other transaction-related or asset-based fees for securities trades that are executed.

### **1. Research and Other Soft-Dollar Benefits**

The Custodians make products and services available to WPSGI that benefit WPSGI but may not directly benefit its clients' accounts. Many of these products and services are used to service all or a substantial number of WPSGI accounts. Some of these products and services provided includes software and other technology that provides access to client account data (such as trade confirmations and account statements); provides research, pricing and other market data; facilitates payment of fees from clients' accounts; and assists with back-office functions, recordkeeping and client reporting. When client brokerage commissions are used to obtain research or other products or services, WPSGI receives a benefit because we do not have to produce or pay for the research, products or services ourselves. As a result of these services provided, commissions may be higher than those charged by other broker-dealers. We use soft dollar benefits to service all of our accounts, instead of using them exclusively for the accounts that generated the soft dollar benefits. We make no effort to allocate soft dollar benefits to clients in proportion to the amount of soft dollar benefits generated by each client. Within our last fiscal year, we used client brokerage commissions to acquire the products and services listed above under "Soft Dollar Benefits."

Third party investment managers may custody their assets through another custodian. WPSGI is not affiliated with third party investment managers and does not have the ability to direct brokerage in these accounts. Please see the Brochure of the third-party investment manager for additional information regarding their brokerage practices.

### **2. Brokerage for Client Referrals**

Advisor participates in the TD Ameritrade Institutional program. TD Ameritrade Institutional is a division of TD Ameritrade, Inc. ("TD Ameritrade") member FINRA/SIPC. TD Ameritrade is an independent [and unaffiliated] SEC-registered broker-dealer. TD Ameritrade offers to independent investment Advisors services which include custody of securities, trade execution, clearance and settlement of transactions. Advisor receives some benefits from TD Ameritrade through its participation in the program. (Please see the disclosure under Item 14 below.)

### **3. Clients Directing Which Broker/Dealer/Custodian to Use**

WPSGI will allow clients to direct WPSGI to use a specific broker-dealer to execute transactions in rare circumstances if approved by the CCO. Typically, a WPSGI client must use a recommended custodian (broker-dealer). Not all advisors require their clients to direct brokerage. If a client directs us to a specific broker/dealer, we may be unable to achieve the most favorable execution of client transactions, and this practice may cost the client more money in the way of higher transaction costs or less favorable prices.

## **B. Aggregating (block/batch) Trading for Multiple Client Accounts**

WPSGI maintains the ability to make block or batch-trade purchases across accounts using certain custodians. We have the ability to batch trade using Trade-PMR, TD Ameritrade and Schwab. We do not have the ability to batch trades at NFS.

Batch trading allows WPSGI to make one transaction for a security, which is then allocated across multiple accounts. This may or may not provide better execution than individual orders, depending on the size of the order in dollars, the volume of the security being traded, the amount of accounts being traded, and other factors, such as the bid/ask spread. Other considerations for a batch trade are whether a model or strategy is being traded, as opposed to individual accounts that may have a custom component. Declining to batch trade does not incur any more or any less transaction costs than trading accounts individually. WPSGS advisors are trained to determine when a batch trade may offer best execution. When a batch trade is not used, but multiple accounts are being traded, trade orders are placed in a manner that treats accounts fairly, such as trading based on random selection, alphabetically and then reverse alphabetically, or by account number and then reverse account number.

In order to meet the low cost nature of the Uvezt digital advice service, securities trades may be batched to trade at certain times during the day, which can affect the price of the security.

## **Item 13: Reviews of Accounts**

### **A. Frequency and Nature of Periodic Reviews and Who Makes Those Reviews**

Client accounts are reviewed at least annually by the investment advisor representative and the chief compliance officer. Accounts are reviewed with regards to the account objectives, investment policies, investment performance, risk tolerance levels and other relevant factors. The investment advisor representative will also perform a review when these things materially change, and will update the client's record or make changes accordingly.

All financial planning accounts are reviewed upon plan delivery by the Investment Adviser Representative and the CCO.

Clients receive statements from the custodian at least quarterly. The firm, at the discretion of the investment advisor representative and the needs of the client, may provide additional reports for performance, positions, asset allocation, or other relevant information. Clients are always instructed to rely on the custodial statement to verify account information.

### **B. Factors That Will Trigger a Non-Periodic Review of Client Accounts**

Reviews may be triggered by the client's request due to changes in the client's financial situations (such as retirement, termination of employment, physical move, or inheritance). The client must

inform the firm of any material changes to the information included in the questionnaire or any other change in the client's financial circumstances that might affect the manner in which client's assets should be invested. Clients may contact the firm during normal business hours to consult with the firm concerning the management of the client's account(s).

### **C. Content and Frequency of Regular Reports Provided to Clients**

Each client will receive at least quarterly from the custodian, a written report that details the client's account including assets held and asset value which will come from the custodian. Financial Planning clients receive periodic communications. Those with an ongoing relationship will receive a report on at least an annual basis. Updates may include a net worth statement, portfolio statement, and a summary of progress towards meeting objectives.

## **Item 14: Client Referrals and Other Compensation**

### **A. Economic Benefits Provided by Third Parties for Advice Rendered to Clients (Includes Sales Awards or Other Prizes)**

As disclosed under Item 12 above, Advisor participates in TD Ameritrade's institutional customer program and Advisor may recommend TD Ameritrade to Clients for custody and brokerage services. There is no direct link between Advisor's participation in the program and the investment advice it gives to its Clients, although Advisor receives economic benefits through its participation in the program that are typically not available to TD Ameritrade retail investors. These benefits include the following products and services (provided without cost or at a discount): receipt of duplicate Client statements and confirmations; research related products and tools; consulting services; access to a trading desk serving Advisor participants; access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to Client accounts); the ability to have advisory fees deducted directly from Client accounts; access to an electronic communications network for Client order entry and account information; access to mutual funds with no transaction fees and are intended to help Advisor manage and further develop its business enterprise. The benefits received by Advisor or its personnel through participation in the program do not depend on the amount of brokerage transactions directed to TD Ameritrade. As part of its fiduciary duties to clients, Advisor endeavors at all times to put the interests of its clients first. Clients should be aware, however, that the receipt of economic benefits by Advisor or its related persons in and of itself creates a potential conflict of interest and may indirectly influence the Advisor's choice of TD Ameritrade for custody and brokerage services.

Advisor also receives from TD Ameritrade certain additional economic benefits ("Additional Services") that may or may not be offered to any other independent investment Advisors participating in the program. Specifically, the Additional Services include partial reimbursement of software, including Orion, Morningstar and Advisor Engines. TD Ameritrade provides the Additional Services to Advisor in its sole discretion and at its own expense, and Advisor does not pay any fees to TD Ameritrade for the Additional Services. Advisor and TD Ameritrade have

entered into a separate agreement (“Additional Services Addendum”) to govern the terms of the provision of the Additional Services.

Advisor’s receipt of Additional Services raises potential conflicts of interest. In providing Additional Services to Advisor, TD Ameritrade most likely considers the amount and profitability to TD Ameritrade of the assets in, and trades placed for, Advisor’s Client accounts maintained with TD Ameritrade. TD Ameritrade has the right to terminate the Additional Services Addendum with Advisor, in its sole discretion, provided certain conditions are met. Consequently, in order to continue to obtain the Additional Services from TD Ameritrade, Advisor may have an incentive to recommend to its Clients that the assets under management by Advisor be held in custody with TD Ameritrade and to place transactions for Client accounts with TD Ameritrade. Advisor’s receipt of Additional Services does not diminish its duty to act in the best interests of its Clients, including to seek best execution of trades for Client accounts.

## **B. Compensation to Non – Advisory Personnel for Client Referrals**

WPSGI may compensate non-advisory personal for client referrals. Referred clients will never incur a higher fee for services due to the referral compensation arrangement. WPSGI always acts in the best interest of the client.

## **Item 15: Custody**

WPSGI, with client written authority, has limited custody of client’s assets through direct fee deduction of WPSGI’s Fees only. If the client chooses to be billed directly by the Custodian, WPSGI would have constructive custody over that account and must have written authorization from the client to do so. Clients should receive statements at least quarterly from the Custodian that holds and maintains client’s investment assets. WPSGI urges clients to carefully review such statements and compare the official custodial records to the account statements that we provide. Our statements may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

## **Item 16: Investment Discretion**

WPSGI may act in a discretionary or non-discretionary capacity. For those client accounts where discretionary authority is granted, the IAR will have the ability to select the securities to be bought or sold and the amount of securities to be bought or sold. Details of this relationship are fully disclosed to the client before any advisory relationship has commenced. The client provides WPSGI discretionary authority via a limited power of attorney in the Investment Advisory Contract and in the contract between the client and the custodian. Clients may impose limitations on this authority in accordance with the account objectives and other personal requests on a case by case basis.

## **Item 17: Voting Client Securities (Proxy Voting)**

WPSGI will not ask for, nor accept voting authority for client securities. Clients will receive proxies directly from the issuer of the security or the custodian. Clients should direct all proxy questions to the issuer of the security. Clients can authorize investment managers to vote proxy requests on their behalf in their client agreements. Please refer to the respective investment manager's Form ADV for a full disclosure of its proxy voting policies and procedures.

## **Item 18: Financial Information**

### **A. Balance Sheet**

WPSGI does not require nor solicit prepayment of more than \$1,200 in fees per client, six months or more in advance and therefore does not need to include a balance sheet with this brochure.

### **B. Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients**

Neither WPSGI nor its management have any financial conditions that is likely to reasonably impair our ability to meet contractual commitments to clients.

### **C. Bankruptcy Petitions in Previous Ten Years**

WPSGI has not been the subject of a bankruptcy petition in the last ten years.