Compliance Policies & Procedures Manual

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1. Introduction

Purpose

Wealth Watch Advisors, LLC (WWA or the **Company**) conducts its business with high ethical and professional standards consistent with applicable statutes, rules and regulations. In so doing, the Company recognizes its fiduciary duty to its clients and strives to conduct its business with the highest integrity. It is the responsibility of all employees of the Company to ensure that these standards are fully met. To this end, the Company has adopted this Compliance Policies and Procedures Manual (**Manual**) to familiarize all employees, Investment Adviser Representatives and Registered Investment Advisory firms with solicitation agreements (**Advisors**), owners, directors, officers, and any other person associated with the Investment Adviser (collectively referred to as **Associated Persons**) with the internal policies and procedures of the Company. This Manual is also intended to ensure both compliance with applicable rules and regulations of the Securities and Exchange Commission (**SEC**) and appropriate state jurisdictions, as well as the proper supervision of advisory activities.

All Associated Persons are responsible for understanding and complying with all applicable federal and state rules and regulations in addition to the Company's internal policies and procedures contained in this Manual. Upon association or employment with the Company, and annually thereafter, all Associated Persons must sign a statement of acknowledgement that they have read, understand, and agree to abide by the provisions of this Manual. A template of the acknowledgment form is included in **Appendix A** of this Manual.

The information provided in this Manual serves as a guide to be followed by all Associated Persons and should not be viewed as all-inclusive of all statutes, rules, and regulations that govern the activities of WWA. Associated Persons should conduct their activities in a manner that not only achieves technical compliance with this Manual, but also abides by its spirit and principles.

Chief Compliance Officer Designation

The Company designates William Gastl, as Chief Compliance Officer ("CCO") to be responsible for compliance with federal and state statutes, rules and regulations, the Company's internal policies and procedures, and the overall supervision of Associated Persons. The CCO has full power and authority on behalf of the Company to develop and enforce appropriate compliance policies and procedures for the Company.

The general duties, responsibilities, and obligations associated with supervising the compliance activities of the Company are as follows:

- Review new accounts to assure proper documentation (e.g., completed investment advisory agreements, risk disclosure statements, private placement memoranda, etc.),
- Ensure that investment management agreements comply with the Investment Advisers Act of 1940 (Advisers Act) and all other applicable state and federal regulations,
- Periodically review client files for all required documentation,
- Review sample of client accounts to ensure suitability guidelines are followed,
- Pre-approve all advertising, including performance data,
- Review client correspondence for misstatements or inaccuracies,

- Monitor marketing of advisory services including the use of solicitors,
- Deliver privacy notices at the time the account is opened and as required,
- Maintain adequate safeguards to protect client information,
- Maintain risk monitoring system for applicable trading strategies,
- Monitor valuation of client assets and basis for assessing fees to ensure compliance with Company policies and procedures,
- Ensure adequate disclosure of the Company's proxy voting policies and adherence to Company proxy voting procedures,
- Ensure compliance with the Company's procedures relating to soft dollar arrangements,
- Ensure compliance with the Company's procedures relating to portfolio management and trading practices,
- Ensure that ADV Part 2 and 3 brochures and applicable supplements are delivered to all clients and prospective clients as required,
- Ensure that clients are updated promptly regarding changes to material disclosures and that ADV Part 2 and 3updates are provided annually to each client,
- Review client complaints and the Company's responses,
- Maintain current information on Form ADV Part 2 brochures and supplements, as applicable,
- Maintain current information on Form ADV Part 1 and file annual updated amendments,
- Maintain current information on Form ADV Part 3 brochure,
- Ensure that all Company registrations and reporting to federal and state regulatory bodies are made on a timely basis,
- Maintain proper and continuous registration of Advisors and solicitors in state(s) as required,
- Creation of required books and records and the maintenance thereof in a format that protects them from unauthorized alteration or destruction,
- Ensure compliance of all Associated Persons with the prohibition on insider trading,
- Ensure compliance with the Adviser's Act rule on custody of client funds and securities,
- Ensure that the Company has an adequate disaster recovery and business continuity plan,
- Monitor personal trading of Associated Persons,
- Conduct an annual review of the Company's policies and procedures to determine the adequacy and effectiveness of the implementation of the compliance program, and
- Monitor and update this Manual as necessary

The CCO will utilize the services of other staff members (**designees**) of the Company as needed to assist the CCO in the on-going management of the Company's compliance program. The designees will report directly to the CCO, this may require the use of outside consultants and legal counsel. Ultimate responsibility for ensuring that the Company and its Associated Persons comply with the provisions of this Manual and federal and state securities laws rests with the Company's management.

Questions Concerning the Manual

Any questions concerning the policies and procedures contained within this Manual or regarding any regulations or compliance matters should be directed to the CCO.

2. Registration and Licensing

SEC Registration and State Notice Filing

The Investment Advisers Act defines an Investment Adviser to include any person who is engaged in the business of providing advice to others or issuing reports or analyses regarding securities for compensation, with exclusions of certain entities. The Investment Advisers Act generally required federal registration of Investment Advisers. Registration requirements for Investment Advisers were adopted to provide for customer protection by requiring:

1. Public disclosure of material information relating to the Investment Adviser and its activities,
2. Requirement for the maintenance of certain books and records, and
3. Addressing the general conduct of the Investment Adviser business and its communications with the public.

In July 1997, the responsibility for regulation of Investment Advisers was divided between the SEC and state securities regulators, when the National Securities Markets Improvement Act of 1996 (**NSMIA**) was enacted.

Under NSMIA, Investment Advisers are not required to register with both the SEC and the states. If Investment Advisers meet the criteria listed below, they qualify for SEC registration, otherwise, they must be registered and regulated by the state(s). States generally require a SEC regulated firm to provide a notification filing, to pay a fee, and possibly to register Advisors. Smaller and certain medium sized Investment Advisers are currently prohibited from registering with the SEC and are therefore required to register with applicable state authorities.

The following Investment Advisers are eligible to register with the SEC:

1. Investment Adviser firms that have assets under management of $100 million or more,
2. Firms that act as Investment Advisers to investment companies registered under the Investment Company Act of 1940,
3. Advisers with their principal place of business in a state that does not register or regulate Investment Advisers (WY),
4. Nationally recognized statistical rating organizations,
5. Pension consultants that provide investment advice to ERISA plans with total plan assets of at least $100 million:
6. Firms registered in more than 15 states,
7. Investment Advisers sharing the same principal office and place of business with an affiliated Investment Adviser that is registered with the SEC, and
8. Certain newly formed Investment Advisers that have a reasonable expectation of being eligible for SEC registration within 120 days of formation.

WWA is registered as an Investment Adviser with the SEC–SEC file number 801–96180 and the Company has filed the requisite notice in states where required. Unless otherwise permitted by regulation, WWA may not solicit or render investment advice for any client domiciled in a state where WWA has not properly filed notice.

In general, a notice filing is required in a state where the Company:

1. has a place of business,
2. holds itself out as an Investment Adviser,
3. has more than five clients (the statutory minimum varies from state-to-state), or
4. has Advisors with a place of business in that state.

The CCO shall monitor whether the Company anticipates engaging any client located in Louisiana, New Hampshire, or Nebraska, as these states do not currently have a statutory minimum.

The CCO shall ensure that the Company has at all times properly notice filed where required. Investment Adviser rules and regulations vary from state-to-state and are often mor restrictive than federal regulations under the Investment Advisers Act. Most state jurisdictions require the Company to register and adequately supervise the activities of its Investment Advisory business and Advisors.

Registration of Advisors

Advisors are individuals associated with WWA, who render investment advice on behalf of the Company. There are currently no federal regulations that require examinations or minimum qualifications of Advisors. However, most states require either the FINRA-sponsored General Securities Representative Exam (Series 7) and the Uniform Combined State Law Exam (Series 66), or the Uniform Investment Adviser Exam (Series 65), or a qualifying professional designation, such as CFA, CFP®, or ChFC, PFS, CIC, etc.

The CCO shall ensure that the Company's Advisors are registered as required by applicable federal and state rules and regulations. State registration requirements for Advisors varies by state and may include: Form U–4 for the Advisor (submitted onto the IARD system),

1. fingerprints,
2. proof of examinations, and
3. filing fees to be submitted directly to the state (via the Company's IARD Daily Account).

It is the responsibility of the CCO to be aware of the particular requirements of the states in which the Company operates and to ensure that the Company and its Advisors are properly registered, licensed, and/or qualified to conduct business pursuant to all applicable laws and regulations of those states. Currently, Louisiana and Texas require Advisor registrations regardless of whether the Company maintains a place of business in those states.

No persons associated with the Company may provide investment advice to any client until they have received notice from the CCO that they have been granted an Advisor registration/approval from relevant states as required.

Registration Amendments

Each Advisor must notify the CCO in writing if any information required by Form U4 becomes outdated. The Company has implemented a form that is sent to each Advisor quarterly to verify any changes have occurred during that timeframe. Depending upon what information has been updated, an amendment to the Form U4 may be required. If such an amendment is required, such filing shall be submitted with the appropriate jurisdiction via the IARD.

Outside Business Activities

All outside business activity, both securities and non-securities related, must be preapproved by the CCO prior to the Advisor engaging in such activity. The individual's Form U4 must be updated via WebCRD promptly. The CCO will determine if such outside business activity presents a potential conflict of interest and will decide whether additional disclosure should be made to clients via an amendment to the Company's Form ADV.

Annual Renewal/Annual Updating Amendment

The Company must file an annual renewal prior to year's end through the Company's IARD Renewal Account. An annual updating amendment must be filed via the IARD within 90 days after the Company's fiscal year-end.

Filing Fees

The state(s) to which the Company sends notice filings and registers Advisors may charge fees, which will be deducted from the IARD Daily Account established with FINRA. The CCO will be responsible for maintaining sufficient funds with FINRA to facilitate the payment of registration fees for the Company and its Advisors, as well as annual renewal fees when they are due.

Withdrawal of SEC Registration

If WWA reports on its annual updating amendment assets under management less than $100 million, WWA shall withdraw from registration with the SEC by filing the Form ADV–W electronically through the IARD within 180 days of the Company's fiscal year end—unless WWA can rely on another exemption for purposes of maintaining its federal registration. The withdrawal will be effective immediately upon filing. If the Company is continuing business as a state-registered adviser, the Form ADV-W will also permit the Company to request "partial withdrawal." The ADV-W should not be filed until WWA has been approved or granted registration with any states in which WWA conducts investment advisory services and registration is required.

3. Disclosure Requirements

Introduction

The Investment Advisers Act requires WWA to disclose information regarding its business practices to regulators and clients, both existing and prospective. WWA will use Form ADV, including all applicable schedules and supplements, to meet its disclosure obligations. Form ADV discloses, among other information, the Company's services and fee structure, background information on the individuals providing advisory services, and potential conflicts of interests. WWA shall continue to amend its Form ADV when the information therein becomes materially inaccurate. It is the responsibility of the CCO to review the Company's Form ADV Part 2 on an ongoing basis to ensure that all information contained therein is current and accurate.

Form ADV Sections

Form ADV Part 1

Part 1A asks a number of questions about WWA, its business practices, the persons who own and control the Company, and the persons who provide investment advice on behalf of the Company. All Registered Investment Advisers registering with the SEC or any of the state securities authorities must complete Part 1A. Part 1A also contains several supplemental schedules. The items of Part 1A indicate which supplemental schedules must be completed.

Form ADV Part 2

Part 2A requires the Company to create narrative brochures containing information about the advisory firm. The requirements in Part 2A apply to all Investment Advisers registered with or applying for registration with the SEC.

Part 2B requires the Company to create brochure supplements containing information about certain supervised persons. The requirements in Part 2B apply to all Investment Advisers registered with or applying for registration with the SEC.

Part 3 or CRS relationship summary is a written disclosure that provides a retail investor with succinct information about the relationships and services the firm offers to retail investors, fees and costs that retail investors will pay, specified conflicts of interest and standards of conduct, and disciplinary history, among other things.

Amendments to Form ADV1

Form ADV must be updated each year by filing an annual updating amendment within 90 days after the end of the Company's fiscal year. When submitting the annual updating amendment, responses to all items must be updated. The Company must submit a summary of material changes required by Item 2 of Part 2 either in the brochure (cover page or the page immediately thereafter) or as an exhibit to the brochure.

In addition to the annual updating amendment, Form ADV must be amended by filing additional amendments, other than annual amendments, promptly if:

- information provided in response to Items 1, 3, 9 (except 9.A.(2), 9.B.(2), and 9.(E)), or 11 of Part 1A becomes inaccurate in any way,
- information provided in response to Items 4, 8, or 10 of Part 1A becomes materially inaccurate, or
- information provided in the brochure becomes materially inaccurate* (see footnote)

*1 *Part 1: If submitting an other-than-annual amendment, responses to Items 2, 5, 6, 7, 9.A.(2), 9.B.(2), 9.E., or 12 of Part 1A or Items 2.H. or 2.J. of Part 1B are not required to be updated, even if the responses to those items have become inaccurate,*

**Part 2: Brochure supplements (see Form ADV, Part 2B) must be amended promptly if any information in them becomes materially inaccurate. If submitting an "other - than - annual" amendment to the brochure, the summary of material changes as required by Item 2 is not required to be updated. Updates are not required to the brochure between annual amendments solely because the amount of client assets the Company manages has changed or because the Company's fee schedule has changed. However, if the brochure is being updated for a separate reason in between annual amendments, and the amount of client assets managed listed in response to Item 4.E or the fee schedule listed in response to Item 5.A has become materially inaccurate, that item(s) should be updated as part of the interim amendment.*

Delivery Requirements

The Company shall:

1. Deliver to a client, or prospective client, its current brochure before or at the time it enters into an investment advisory contract with that client.
2. Deliver to each client, annually within 120 days after the end of the Company's fiscal year and without charge, if there are material changes in the brochure since the last annual updating amendment:
    a. A current brochure, including a summary of material changes to the brochure, or
    b. A summary of material changes to the brochure as required by Item 2 of Form ADV, Part 2A that offers to provide the current brochure without charge, accompanied by the website address (if available) and an e-mail address (if available) and telephone number by which a client may obtain the current brochure. A website address must also be provided for obtaining information about the Company through the Investment Adviser Public Disclosure (IAPD) system.
3. Deliver to each client, or prospective client, a current brochure supplement for an Advisor or other supervised person before or at the time that person begins to provide advisory services to the client, provided, however, that if investment advice for a client is provided by a team comprised of more than five supervised persons, a current brochure supplement need only be delivered to that client for the five supervised persons with the most significant responsibility for the day-to-day advice provided to that client. For purposes of this section, a supervised person will provide advisory services to a client if that supervised person will: formulate investment advice for the client and have direct client contact, or make discretionary investment decisions for the client, even if the supervised person will have no direct client contact.

Solicitor Disclosure

As addressed in WWA's Solicitor's Policy, WWA does not currently compensate any person, individual or entity, for client referrals.

Privacy Notice

At the inception of the client relationship, and annually thereafter, the Company shall deliver a copy of its privacy notice, as addressed in the Privacy Policy section of this Manual.

Proxy Voting Disclosures

At the inception of the client relationship, the Custodian shall provide the client with information on its proxy voting policies, as addressed in the Proxy Voting section of this Manual.

Rule 206(4) Disclosure Requirements

Associated Persons will report any potential disciplinary or financial events as described below to the CCO. The CCO will assess whether such events are required to be disclosed under Rule 206(4) and will make such disclosures, as necessary.

Financial Disclosure

WWA must disclose any facts or circumstances concerning a financial condition of the Company that is reasonably likely to impair the ability of WWA to meet contractual commitments to clients, if the Company has discretionary authority, express or implied, or custody over such client's funds or securities, or requires prepayment of advisory fees of more than $1,200 from such client, six months or more in advance.

Such disclosures must be disclosed to clients promptly, and to prospective clients not less than 48 hours prior to entering into any written or oral investment advisory contract, or no later than the time of entering into such contract if the client has the right to terminate the contract without penalty within five business days after entering into the contract. If any material facts arise subsequent to any client entering into an agreement with WWA which are required to be disclosed to client, WWA will provide such client with written notification of any such facts.

Examples of financial information that must be disclosed include:

- The likelihood of bankruptcy or insolvency,
- An event that would occupy WWA's time so that its ability to manage client assets would be impaired, or
- An event that is material to an evaluation of WWA's or its affiliates' integrity or their ability to meet contractual commitments to clients.

Legal or Disciplinary Disclosure

A legal or disciplinary event that is material to a client's evaluation of WWA' integrity or ability to meet contractual commitments to clients shall be disclosed to clients promptly, and to prospective clients not less than 48 hours prior to entering into any written or oral investment advisory contract, or no later than the time of entering into such contract if the client has the right to terminate the contract without penalty within five business days after entering into the contract. If any material facts arise subsequent to any client entering into an agreement with WWA which are required to be disclosed to client, WWA shall provide such client with written notification of any such facts. The following are the types of material facts that shall be disclosed:

1. **Court Proceedings (Criminal and Civil).** Civil or criminal penalties may apply if any of the following occur:
    a. The Company or a management person of the Company has been permanently or temporarily enjoined from engaging in investment- related activities,
    b. The Company or a management person of the Company has been convicted of or has plead guilty or nolo contendere to a felony or misdemeanor involving an investment-related business, fraud, making false statements or omissions, wrongful taking of property, bribery, forgery, counterfeiting, or, extortion, and
2. **Administrative Proceedings**
    a. The Company or a management person of the Company was found by the SEC or other federal or state regulatory agency to have caused an investment-related business to lose its authorization to conduct business, or
    b. The Company or a management person of the Company was found by the SEC or other federal or state regulatory agency to have violated an investment-related statute or

regulation and was subject to an order denying, suspending, or revoking, or otherwise significantly limiting its ability to do business or engage in investment-related activities.

3. **Self-Regulatory Organization (SRO) Proceedings**
   a. The Company or a management person of the Company was found in an SRO proceeding to have caused an investment-related business to lose its authorization to do business, or
   b. The Company or a management person of the Company was found in an SRO proceeding to have been involved in a violation of the SRO's rules and was the subject of an order by the SRO barring or suspending the person from membership or association with other members, or expelling the person from membership, receiving a fine in excess of $2,500, or otherwise significantly limiting its investment-related activities.

The preceding legal or disciplinary events are presumed to be material for a period of ten years from the time of the events if they were not resolved in the Company's or Associated Person's favor, or subsequently reversed, suspended or vacated.

Other Federal Filings

WWA may be subject to the following reporting requirements under certain provisions of the Securities Exchange Act of 1934. The below descriptions are only general in nature and may require continuous filings. **Any questions regarding Sections 13(d), 13(f), 13(g), 16(a) or rule 144a and forms 3, 4 and 5 should be directed to qualified legal counsel.**

Schedule 13D—Requires a Beneficial Owner of more than five percent (5%) of a class of publicly traded equity securities to file a report with the issuer, the SEC and those national securities exchanges where the securities trade within ten days of the transaction resulting in beneficial ownership exceeding five percent (5%) identifying, among other things, the source and amount of funds used for the acquisition and the purpose of the acquisition.

The concept of beneficial ownership is defined broadly, and an Investment Adviser may be deemed to be the Beneficial Owner of shares held in client accounts (and shares held in proprietary accounts) if the Investment Adviser has or shares either of the following: (i) voting power, which includes the power to vote or direct the voting of the shares, or (ii) investment power, which includes the power to dispose or direct the disposition of such security. The rules under Section 13(d) require that a Schedule 13D be amended promptly to reflect material changes in the information included therein.

Form 13F—Requires an Investment Adviser with investment discretion over $100 million or more of certain equity securities to file quarterly reports disclosing such holdings. The quarterly reports must be submitted on Form 13F. The reporting requirement commences in the last quarter of the calendar year in which an institutional Investment Adviser first has discretion over $100 million or more in so-called "section 13(f) securities" (i.e., generally equity securities traded on exchanges or NASDAQ and certain convertible debt securities). Because the information included on Form 13F is often highly sensitive and may reflect an Investment Adviser's investment strategies or may otherwise be of great use to competitors, the rules and regulations under Section 13(f) provide for keeping this information confidential under certain circumstances.

Schedule 13G—Provides an alternative beneficial ownership reporting scheme for acquisitions by "qualified institutional investors," including certain Investment Advisers and registered investment companies, who acquire securities in the ordinary course of their business, and not for the purpose of changing or influencing control of the issuer. "Qualified institutional investors" may file Schedule 13G, as opposed to Schedule 13D, when their beneficial ownership of a company's outstanding stock exceeds five percent (5%), if the "qualified institutional investor" has not acquired more than twenty percent (20%) of the class of securities. "Qualified institutional investors" must file a Schedule 13G within 45 days after the end of the calendar year where ownership exceeds five percent (5%).

Section 16—Requires an Investment Adviser who is greater than a ten percent (10%) shareholder of a publicly traded company to file certain disclosure reports and be subject to disgorgement of profits from purchases or sales of such equity securities within any six-month period. The purpose of Section 16(a) is generally aimed at preventing "insiders" defined as directors and officers and those who own a significant percentage of a company, 10% or more, from profiting on "short term" trading (less than 6 months) in securities in their company.

The SEC, however, has included a number of exemptions from Section 16 for Investment Advisers who buy securities for a client without the purpose or effect of changing or influencing control of the securities issuer.

Rule 144A—The 1933 Act provides a non-exclusive safe harbor from a person deemed to be an "underwriter" under the 1933 Act for certain resale of restricted or unregistered securities to specified categories of "qualified institutional buyers" **(QIBs)**. A registered Investment Adviser qualifies as a QIB if it is acting for its own account or the accounts of other QIBs and it in the aggregate owns and invests on a discretionary basis at least $100 million in securities of unaffiliated issuers. In addition, “144 securities transactions,” which are placed with a broker to execute a sale or directly with a market maker, may require the filing of Form 144.

Form 3—In general, insiders must file an initial Form 3 within ten days of becoming subject to Section 16.

Form 4—Form 4 is used to report any non-exempt transaction in an issuer's equity securities and any exercise and conversions of derivative securities - whether exempt or not. This form must be filed by the end of the second day after the execution of the transaction.

Form 5—Form 5 is used to report exempt transactions and other transactions not previously reported. Joint filing is permitted in cases where more than one person subject to Section 16 is considered the Beneficial Owner of the same equity securities.

The CCO has determined that the Company is not presently subject to the above filing requirements. The CCO will review the Company’s accounts on a regular basis to determine if filing is required.

4. Books and Records

Recordkeeping Requirements

All registered investment advisers, such as WWA, are required to create and preserve records relating to its activities, transactions for client accounts, personal securities transactions of its Associated Persons, and other documentation relating to their business activities. WWA shall maintain the books and records, as itemized below:

1. A journal or journals, including cash receipts and disbursements records, and any other records of original entry forming the basis of entries in any ledger,
2. General and auxiliary ledgers, or other comparable records, reflecting assets, liabilities, reserve, capital, income and expense accounts,
3. A memorandum of each order given by the Company for the purchase or sale of a security. The memorandum may be an order ticket that is date-stamped or otherwise marked to comply with the requirements as follows:
    a. show the terms and conditions of the order (buy or sell),
    b. show any instruction, modification, or cancellation,
    c. identify the person connected with the Company who recommended the transaction to the client,
    d. identify the person who placed the order,
    e. show the account for which the transaction was entered,
    f. show the date of entry,
    g. identify the bank, broker, or dealer by or through whom such order was executed, and
    h. identify orders entered into pursuant to the exercise of the Company's discretionary authority
4. Check books, bank statements, canceled checks, balance sheets, cash reconciliations,
5. All bills or statements, paid and unpaid, relating to the business of WWA as an Investment Adviser,
6. Trial balances, financial statements and internal audit working papers,
7. Written communications received from clients (originals),
8. Written communications sent to clients (copies),
9. A list of advisory clients and accounts over which WWA has discretion,
10. Discretionary power authorization forms (executed),
11. Advertisements, including copies of WWA's website, if applicable,
12. A record of every transaction in a security in which WWA holds a direct or indirect ownership interest (holdings/posting page),
13. Form ADV Part 2 and every amendment,
14. Solicitors' Disclosure Document, if applicable,
15. Documentation of initial delivery and receipt of Privacy Policy and evidence of Annual Delivery of Privacy Policy (include a list of clients who were sent WWA's Privacy Policy and the date of delivery or mailing),
16. An offer to deliver annually a copy of the current ADV Part 2, or the summary of material changes to the brochure as required by Item 2 of Form ADV Part 2,

17. Copy of Annual delivery of current ADV Part 2 supplement for a supervised person before or at the time that supervised person begins to provide advisory services to the client,
18. Copy of ADV Part 3,
19. Written agreements entered into by WWA which shall be maintained for a period of not less than five years after termination of the relationship,
20. Client complaint file (maintain even if empty),
21. Copies of WWA's policies and procedures and any amendments thereto, along with documentation evidencing WWA's annual review of policies and procedures,
22. All accounts, books, records, and documents necessary to form the basis for calculation of performance or rate of return of managed accounts or securities recommendations in any Company communications distributed to ten or more persons,
23. Copies of WWA's Code of Ethics currently in effect, or that was in effect any time within the last five years, including (a) records of any violations of the Code of Ethics and any actions taken as a result of the violations, (b) records of all written acknowledgements of receipt of the Code of Ethics for each person who is currently or has been within the last five years a supervised person of WWA, (c) annual records of all written acknowledgements of compliance with the Code of Ethics for each person who is currently or has been within the last five years a supervised person of WWA, and (d) a list of all "access persons" together with records of all "access persons" during the last five years,
24. Records of all Personal Securities Transactions for access persons of the Company,
25. Trade error file and supporting documentation on reconciliation (maintain even if empty),
26. For investment supervisory services, separate records showing the securities purchased and sold for each client, and the date, amount and price of each purchase and sale,
27. The Company shall maintain, for all managed accounts, to the extent that the information is reasonably available or obtainable: records showing separately for each client the securities purchased and sold, and the date, amount and price of each such purchase and sale and for each security in which any such client has a current position, information from which the Company can promptly furnish the name of each such client, and the current amount or interest of such client,

Preservation of Documents

It is important that the Company's records be true, accurate, and current, and that they be kept well organized at all times. WWA is subject to surprise examination of its books and records by the SEC and other governmental authorities.

Pursuant to SEC Rule 204–2 of the Investment Advisers Act, WWA is required to keep and maintain certain books and records for a period of not less than five years. They must be retained in the Company's office during the first two years and be accessible for the remaining three years.

It is a violation of law to forge, falsify, tamper with, obliterate, or prematurely destroy these records. Doing so could subject any Associated Person involved to criminal penalties, regulatory sanctions and/or termination of employment.

Any questions about these matters should be directed to the CCO.

Electronic Media

1. Permitted Use. Under revised Rule 204–2, WWA is permitted to maintain all records electronically. Rule 204–2 was expanded to include all records that are required to be maintained and preserved by any rule under the Investment Advisers Act. In addition to, or as a substitute for, storing documents in paper format, records required to be maintained and preserved may be immediately produced or reproduced on Micrographic media or other electronic storage medium such as a magnetic disk, tape, optical storage disk, etc.
2. Optical Storage Technology Defined. An optical storage disk is a direct-access disk written and read by light. CDs, DVDs, and flash drives are optical disks that are recorded at the time of manufacture and cannot be erased.
3. Requirements. When using an electronic storage format, WWA must:
    a. Maintain a duplicate backup copy of electronically stored books and records at an off-site location,
    b. Arrange and index the records to permit prompt location of a particular record,
    c. At all times be ready to promptly provide a copy or printout to an examiner,
    d. Verify the quality and accuracy of the storage media recording process,
    e. Maintain the capacity to readily download indexes and records preserved on the media, and
    f. Maintain available facilities for the immediate and easily readable projection or production of the records.
4. Access and Regulatory requests. The Company should be prepared upon request by any regulatory authority to promptly provide (i) legible, true, and complete copies of these records in the medium and format in which they are stored, as well as printouts of such records, and (ii) a means to access, view, and print the records.
5. Security. Personnel with access to client records must not leave computers unattended unless they are turned off or secured in some appropriate manner. In addition, The CCO will take the necessary steps to assure that whenever an Associated Person leaves WWA, any password or code used to gain access to that Associated Persons' computer system or e-mail is extinguished or changed.

E-Mail Retention

E-mails that pertain to any advice or recommendations made, transactions executed, orders received, and any other communications with clients should be maintained. When storing e-mail communications, the Company will arrange and index such communication like any other electronically stored record. This will be done in such a manner that permits easy location, access, and retrieval.

The Company will separately store a copy of these records as part of its Disaster Recovery Plan and establish procedures to reasonably safeguard the e-mails from loss, alteration, or destruction and limit access to these records to properly authorized individuals.

The CCO will provide promptly any of the following, if requested by any regulatory authority:

- A legible, true, and complete copy of an e-mail in the medium and format in which it is stored,
- A legible, true, and complete printout of the e-mail, and

- Means to access, view, and print the e-mail.

Copies of client e-mails are maintained electronically. The Company shall backup electronic client records, including e-mails to the cloud. Such records are then backed up through an online backup service. All such correspondence will be kept for a period of not less than five years. The Company currently utilizes Intradyn to archive all email communication for its Advisors.

Entity Records

The Company is organized as a limited liability company under the laws of the State of Delaware, and it will maintain all relevant documents pursuant to its legal structure. Articles of Organization, operating agreement, and other corporate/entity documents must be maintained continuously in the Company's office until termination of the business, and in an easily accessible place, of which the SEC has been notified for three years after termination of the entity.

5. Client Contract Requirements

Written Agreement Policy

The SEC does not require that advisers utilize written client contracts. However, if the Company utilizes a written client contract, it must comply with the mandatory requirements below.

It is the Company's policy to require a written agreement with each client when providing services. All services provided by or through the Company shall be in writing and in a form that has been approved by the CCO. When developing an agreement for services, whether advisory, planning, consulting, or otherwise, the CCO shall consider:

- new legal and regulatory requirements not yet incorporated into this Manual,
- position statements taken by the SEC staff,
- any potential conflict of interest that may need disclosure, and
- other factors that may be deemed appropriate under the circumstances.

Assignment

Section 205(a)(2) of the Investment Advisers Act requires that each investment advisory contract entered into by an adviser provide that the contract may not be assigned without the client's consent.

Section 202(a)(1) of the Act defines "assignment" generally to include any direct or indirect transfer of an investment advisory contract by an adviser or any transfer of a controlling block of an adviser's outstanding voting securities. Rule 202(a)(1)-1 under the Act, however, provides that a transaction that does not result in a change of actual control or management of the adviser (e.g., reorganization for purposes of changing an adviser's state of incorporation) would not be deemed an assignment for these purposes.

Performance Fees

Section 205(a)(1) of the Investment Advisers Act prohibits an Investment Adviser from receiving any type of advisory fee calculated as a percentage of capital gains or capital appreciation of the funds in the client's account. The Investment Advisers Act contains exceptions from this prohibition for contracts with certain clients; however, WWA does allow the use of performance fees within its contracts.

Voidable Contracts

Section 215(a) of the Investment Advisers Act provides that any contractual provision of an investment advisory contract that waives compliance with the Act, or any rule thereof, shall be void. Section 215(b) also provides that an Investment Adviser cannot enforce a contract that violates any provision of the Act.

Hedge Clauses

The SEC has taken the position that any legend, hedge clause, or other provision which is likely to lead an investor to believe that he has in any way waived any available right of action he may have against the Investment Adviser may violate the anti-fraud provisions of Section 205 of the Investment Advisers Act. The SEC also has examined on a case-by-case basis whether a particular provision in a contract constitutes a hedge clause. See, Advisers Act Release No. 40–58, McEldowney Financial Services, SEC No-Action (Apr. 10, 1951), Fed. Sec. L. Rep. (CCH) 78,373.

6. Advertising

Regulation of Advertising

WWA's advertising practices are regulated by the SEC under Section 206 of the Investment Advisers Act, which generally prohibits WWA from engaging in fraudulent, deceptive, or manipulative activities. These rules also prohibit the making of any material omission, untrue statement of a material fact, or any statement that is otherwise false or misleading. In appraising advertisements by Investment Advisers, the SEC will not only look to the effect that an advertisement might have on careful and analytical persons, but will also look at the advertisements’ possible impact on those individuals who are inexperienced in investment matters (SEC Release No. 1644).

Definition of Advertising

“Advertising” is defined to include “any written communication addressed to more than one person, or any notice or announcement in any publication or by radio, television, or electronic media, which offers securities analysis or reports or offers any investment advisory services regarding securities.” This broad definition includes standardized forms, form letters, WWA's brochures, websites, social media, or any other materials designed to maintain existing clients or to solicit new clients.

Review and Approval

All marketing documents must be reviewed and approved by the CCO. Advertising and marketing materials, both hard copy and electronic are approved via WWA’s electronic portal system and approvals or rejections are contained therein. Documentation of all such marketing pieces and the approvals shall be maintained in this system. Once the base template of an advertising/marketing document is approved, future cosmetic changes to the document do not require advance approval of the CCO, unless modified. All changes to electronic media, including websites, must be pre-approved by the CCO.

Electronic Meetings

When using video conferencing services similar to Zoom, Gotomeeting, Ring Central, or other similar video conferencing services. While these are one on one meetings, certain marketing and advertising rules apply to these video conferencing services.

As with any presentation any materials presented must be approved for use with the public. Fact Sheets and other materials provide by the Firm are compliance approved for use with the public. Other items such as spreadsheets, graphs, or similar documents that are used with more than one client or prospect must be reviewed and approved by the Firm prior to use in any client meeting.

While video conferencing services do offer the ability to conduct one on one meetings virtually, it also presents specific difficulties for the Firm. Any pictures or graphs that we draw in one-on-one meetings and have now replicated in a digital format are considered sales and marketing materials, which are subject to retention and pre-approval.

Many video conferencing sites allow you to send gift certificates to clients. Sending any gift certificate from a video conference site is strictly prohibited.

Prohibited References

1. Use of the term "Investment Counsel": The term "Investment Counsel" may not be used unless the person's principal business is acting as an Investment Adviser, and unless a substantial portion of their business consists of providing continuous advice regarding the investment of funds based on the individual needs of each client.
2. Use of the Designation "RIA": Neither WWA nor any persons associated with WWA may use the designation of "RIA" after their names.
3. Other Prohibitions: It is unlawful for WWA to represent that it has been sponsored, recommended, or approved, or that its abilities or qualifications have been passed upon by any federal or state governmental agency.

Testimonials

The Company shall not use direct or implied testimonials in any marketing materials. A testimonial includes a statement by a present or former client that endorses WWA and/or refers to the client’s favorable investment experience with WWA.

Third Party Reports

WWA may use bona fide, unbiased third-party reports in its advertising, regardless of whether or not WWA has paid the third party to verify its performance.

Use of Advisory Client List

WWA may include a list of advisory clients in an advertisement, if:

1. Each client to be named has consented to WWA’s use of their name in the advertisement,
2. WWA does not use performance-based criteria to determine which clients to include on the list,
3. Each list includes a disclaimer to the effect that "it is not known whether the listed clients approve or disapprove of WWA or the advisory services provided", and,

4. Each list includes disclosure about the objective criteria used to determine which clients were included on the list.

Use of Social Networking Sites

The Company may use social networking sites, such as Facebook, LinkedIn, Twitter, Instagram, or similar sites, for advertising purposes subject to the following conditions:

1. The use of any social networking site for the purpose of advertising the Company’s advisory services or soliciting advisory clients must first be pre-approved by the CCO in writing.
2. No social networking site may be used for the purpose of advertising the Company’s investment advisory services or soliciting advisory clients unless it is approved by the Company.
3. All content posted on social networking sites is considered “Advertising” as defined herein and are therefore subject to all requirements and restrictions set forth in this Manual.
4. All content posted shall be pre-approved by the CCO in writing.
5. References to the clients’ performance or level of satisfaction are prohibited.
6. References to specific recommendations are prohibited.
7. Any testimonial or recommendation to use the Company’s advisory services is prohibited. References to contacts as “fans” or any other term which would imply an endorsement of the Company’s advisory services are also prohibited.
8. Employees may not make reference to the Company’s advisory services on their personal social media sites.
9. The CCO shall review all content posted by the Company as well as content posted by others on the Company’s “page” or on an Advisor’s website or social media site to ensure the content is consistent with the Company’s advertising policies and procedures.

Disclaimers

1. Permitted Use: Advertisements, correspondence, and other literature, including websites or other electronic media, generated by WWA may contain hedge clauses or legends that pertain to the reliability and accuracy of the information furnished.
2. Disclosure: The following disclosure must be provided when using disclaimers: "The information contained herein has been obtained from sources believed to be reliable, but the accuracy of the information cannot be guaranteed."

Use of Third-Party Ratings

The Company may use third-party ratings if the third-party rating is not a testimonial and is not false or misleading. The following are factors to consider in determining whether an advertisement containing a third-party rating is false or misleading:

1. Whether the ad discloses the criteria on which the rating was based,
2. Whether the Company advertises a favorable rating without disclosing any facts that the Company knows would call into question the validity of the rating or the appropriateness of using it in advertisements,
3. Whether the Company advertises any favorable rating without also disclosing any unfavorable ones,

4. Whether the advertisement states or implies that the Company was the highest rated in a category and was not,
5. Whether the ad clearly and prominently discloses the category for which the rating was calculated, the number of Investment Advisers surveyed in that category, and the percentage of advisers receiving that rating,
6. Whether the ad discloses that the rating may not reflect any one client's experience with the Company,
7. Whether the ad discloses that the rating may not be indicative of the Company's future performance, and
8. Whether the ad discloses prominently who created and conducted the survey and whether the Company paid a fee to be included.

The Company should also disclose to clients and prospective clients that third-party rankings and recognition from rating services or publications is no guarantee of future investment performance and that working with a highly-rated Investment Adviser does not ensure that a client or prospective client will experience a higher level of performance or results.

Public Appearances

Public appearances where investing or investments are discussed are subject to Section 206 of the Investment Advisers Act regardless of whether the presentation has been scripted or consists of unrehearsed remarks in response to a question.

In preparing and supervising these mass media appearances, messages must be limited so as to be appropriate for a broad, general audience. Specific levels of audience knowledge, experience or suitability cannot be assumed. Disclaimers and disclosures must also be carefully considered. What works well in fine print in a printed document may not appear on a screen long enough to be read. Similarly, radio disclosures must be clear and slow enough to be fully comprehended. Extemporaneously presented material must reflect the same content standards as scripted material.

Any public event or presentation related to investments requires prior written permission from the CCO.

7. Performance Advertising

Use of Performance Data

Although performance data is not required to be disclosed as part of an advertisement, if it is in fact used, the information must be presented accurately and fairly. Rule 206(4)–1 under the Act provides little guidance on performance advertising. Much of the SEC's guidance is spelled out in no-action letters, with probably the most important one being Clover Capital Management, Inc., and enforcement actions. Investment advisers that regularly advertise performance need be familiar with the parameters outlined in Clover.

Disclosures

Model and Actual

When including either model or actual performance data in an advertisement, the following disclosures shall be made:

1. The effect of material market or economic conditions on the results advertised (e.g., an advertisement stating that the accounts of the adviser's clients appreciated in value 25% should also disclose that the market generally appreciated 40% during that same period),
2. All deductions of advisory fees, brokerage, or other commissions, and any other expenses that a client would have paid or actually paid,
3. whether and to what extent the advertised results reflect the reinvestment of dividends or other earnings,
4. If suggesting or making claims about the potential for profit, discloses the potential for loss,
5. All material relevant factors when comparing results to an index,
6. if comparing model or actual results to an index, all material factors relevant to the comparison (e.g., an advertisement that compares model results to an index should disclose that the volatility of the index is materially different from that of the model portfolio), and
7. All material conditions, objectives, and investment strategies used to obtain the performance results advertised.

Model Only
Where only model performance factors are used, the following additional disclosures shall also be prominently made:

1. All limitations inherent in model results particularly the fact that such results do not represent actual trading and they may not reflect the impact material economic and market factors might have had on the Company's decision making if the Company were actually managing client's money,
2. Where applicable, any material changes in investment strategies, conditions or objectives during the period portrayed and, if so, the effect of any such change on the results portrayed,
3. Where applicable, that the Company's clients had actual investment results, which were materially different from those shown in the model,
4. Where applicable, that some or all of the strategies reflected in the model results are not currently offered by the Company, and
5. Where applicable, advertised results involve model performance, rather than actual performance.

Actual Performance Results for Selected Group of Clients
Where the Company advertises its performance data in connection with actual results, the advertisement shall disclose prominently that the results portrayed relate only to a select group of the Company's clients, the basis on which the selection was made, and the effect of this practice on the results portrayed, if material.

"Net of Fees" Requirement for Performance Advertising
All advertisements must reflect the deduction of advisory fees, brokerage commissions, and other client paid expenses. The Company will rely on guidance as set forth in the Clover Capital Management, Inc. no-action letter (publicly available October 28, 1986), to determine the required disclosures that should be included in such advertisements, with the following exceptions:

1. Performance results may be calculated without fees paid to a custodian, where the client generally selects and pays the custodian fee.
2. Gross performance results may be used, but only in one-on-one presentations to wealthy individuals, pension funds, universities, and other institutions, if the Company furnishes the following disclosures:
   a. That the performance results do not reflect the deduction of fees,
   b. That the client's return will be reduced by the advisory fees and other expenses,
   c. The Company's fees as shown in Part II of the Company's Form ADV, and,
   d. An example (table, chart, graph, or narrative) showing the effect of the compounded advisory fees over a number of years on the value of the client's portfolio.

In presenting gross-of-fee performance, the Company shall rely on guidance as set forth in SEC no-action letter Investment Company Institute (publicly available September 23, 1988) to determine the required disclosures that must be included in such advertising.

Concurrent use of both gross and net-of-fees performance may be used, where such performance information is presented with equal prominence and in a format, which meets the disclosure requirements as set forth in SEC no-action letter Association for Investment Management and Research (Publicly available December 18, 1996).

Use of Representations Involving GIPS Compliance

The Company does not represent that performance advertisements are Global Investment Performance Standards (**GIPS**) compliant. If the Company determines to holdout its performance as GIPS compliant, the CCO is aware that such a claim requires additional obligations and will develop guidelines for all disclosures relating to the Company's compliance, or non-compliance, with GIPS guidelines.

Record Keeping Requirements for Performance Advertising

Responsibility

The CCO is responsible for maintaining all accounts, books, internal working papers, and any other records or documents that are necessary to form the basis for or demonstrate the calculation of the performance or rate of return of all managed accounts, securities recommendations and model results in any notice, circular, advertisement, newspaper article, website, investment letter, bulletin, or other communication including but not limited to electronic media that the Company circulates or distributes, directly or indirectly, to two or more persons (other than persons connected with the investment adviser). Such records shall be maintained at a readily accessible location and in accordance with applicable laws, rules, and regulations.

Time

At a minimum, all performance advertisements and all documents and supporting records included in the performance figures advertised must be maintained for not less than five years from the end of the fiscal year in which the performance advertisement was last published. The first two years of which are maintained in the Company’s office, with the remaining three in an easily accessible location.

8. Correspondence

Introduction

All communications by the Company are subject to the anti-fraud provisions of the Investment Advisers Act. Specifically, Sections 206 (1) and (2) of the Act state that, "It shall be unlawful for any investment adviser, by use of the mails or any means or instrumentality of interstate commerce, directly or indirectly:

1. to employ any device, scheme, or artifice to defraud any client or prospective client, and
2. to engage in any transaction, practice, or course of business which operates as a fraud or deceit upon any client or prospective client".

Thus, the Company has an obligation to ensure that all of its communications with clients, prospective clients and others are truthful, accurate, balanced and not misleading.

Additionally, Rule 204–2(a)(7) of the Act requires that the Company maintain originals of all written communications received and copies of all written communications sent to any party, including non-clients, relating to the business of providing investment services.

Examples of communications that would qualify to be kept under the above requirement include incoming and outgoing written, and other communications, to clients or prospective clients, regardless of the method of transmission (mail, facsimile, personal delivery, courier services, e-mail, etc.). Correspondence also includes portfolio seminars, panel presentations, speeches and other types of information originated by an Associated Person of WWA and provided to one or more clients or prospective clients. Interactive conversations (e.g., personal meetings, telephone conversations, other than scripted sales calls, postings in internet "chat rooms," generally are not considered correspondence.

At all times, WWA will endeavor to ensure all client communications are presented fairly to clients in a balanced manner and that client communications are not misleading. In addition, WWA will endeavor to disclose all material facts to its clients.

Outgoing Correspondence

Responsibility

The CCO shall be responsible for ensuring that all outgoing correspondence regarding client investments are approved, reviewed, and retained in compliance with the Company guidelines below and the applicable laws, rules and regulations governing the activities of WWA. All Associated Persons who transmit any correspondence regarding client investments shall ensure that a copy of the correspondence is first given to the CCO for review. The CCO shall maintain written documentation of the review and approval in WWA's compliance files.

Correspondence containing "Personal Information" (as defined in the Section entitled "Information Security Program") shall be transmitted and retained pursuant to the Company's Written Information Security Program **("WISP")** as discussed below in the Section titled "Information Security Program").

General Guidelines for Outgoing Correspondence

1. Associated Persons shall send and receive all correspondence at such locations and through such channels as are approved by WWA.
    a. All electronic correspondences must be sent from and received by a WWA approved email address. Domains owned by WWA are considered approved. Domains not owned by WWA must be linked and archiving all emails to WWA's current email repository.
    b. Physical mailing sent out by an Associated Person to more than one individual must be reviewed and approved by the CCO prior to mailing.

2. No Associated Person is authorized to make any statements or supply any information about a security that is the subject of a securities offering other than the information contained in offering materials that have been approved for such offering. Violations of this policy can subject the Associated Person and WWA to severe civil and, in some cases, criminal liability.
3. All correspondence, whether business or personal, must be truthful and appropriate in both tone and content.
4. Use of WWA's letterhead and other official stationery is limited to Company-related matters.
5. Projections and predictions are never permitted except in accordance with WWA's policies regarding advertising.
6. No material marked "For Internal Use" or something to this effect may be sent to anyone outside WWA.
7. WWA prohibits photocopying and distributing copyrighted material in violation of copyright law.
8. Correspondence containing "Personal Information" should be transmitted and retained pursuant to the Company's WISP.

Incoming Correspondence

Guidelines for Incoming Correspondence

All incoming correspondence may be opened and reviewed by the Company's CEO, CCO, managing member of the Company or other designee. Correspondence subject to this policy includes letters, facsimiles, courier deliveries and other forms of communication, including communications marked "personal," "confidential," or words to this effect. Associated Persons must acknowledge that all of their e-mails may be subject to, at any time and without notice, monitoring and review by the Company and/or its authorized agents as permitted or required by law:

- Complaints will be immediately forwarded to the CCO,
- Obvious non-client correspondence may be forwarded directly to the addressee, and
- Original client correspondence will be retained for the Company's files.

Associated Persons who operate from an office that is detached from WWA's home office shall make a copy of all incoming non-personal correspondences and promptly submit those items to the CCO for review and archiving.

Approval

Review of correspondence shall be evidenced by initialing and dating WWA's file copy of written correspondence, or electronically documenting and dating WWA's electronic file copy.

Records

Copies of all reviewed correspondence shall be maintained for at least five years, the first two of which shall be on-site, at WWA's principal place of business. Electronic correspondence may be retained in the format in which it was received.

Personal Mail

Associated Persons of the Company should direct all personal mail to their home addresses. Personal mail may not be distinguishable from Company mail and is subject to WWA's incoming mail review policies.

Electronic Communications

Incoming and outgoing electronic communications are subject to the same review, retention, and pre-approval policies as written correspondence and communication. The Company's electronic communications systems should be used for authorized business purposes only. The CCO shall be responsible for ensuring that WWA's electronic communications systems are not being utilized for illegal purposes. This policy extends to off-hour usage of electronic communications systems, and where permitted, to communications concerning Company business on home, personal, or other electronic communications systems whether owned by WWA, the Associated Person or otherwise. As used in this policy, the term "electronic communications" includes, but is not necessarily limited to, business communications made through any of the following media:

- Telephone (including internet telephony devices and related protocols),
- E-mail,
- Instant messaging,
- Social networking sites, such as Facebook, Instagram, LinkedIn, Twitter, etc.,
- Facsimile, including e-fax services,
- The internet, including the web, file transfer protocols, Remote Host Access, Blogs, etc.,
- Video teleconferencing, and,
- Internet Relay Chat, bulletin boards, blogs, social networking sites, and similar news or discussion groups.

Policies

The following summarizes the key points of WWA' electronic communications policy.

- WWA's electronic communications systems are to be used for business purposes only.
- Without the prior consent of the CCO, electronic communications with clients, regulators or the public concerning Company business are permitted only through the Company's communications systems.
- Associated Person acknowledge that all of their e-mails may be subject to monitoring and review by WWA and/or its authorized agents as permitted or required by law, at any time, and without notice.
- No Associated Person, other than specifically authorized personnel, is permitted to post anything on WWA's Web site.

- Without the pre-approval of the CCO, no Associated Person may post or Blog any information concerning WWA, its business, or clients to the Internet (or similar third-party system), containing references to WWA, communications involving investment advice, references to investment-related issues or information or links to any of the aforementioned.

Electronic Delivery of Information
Associated Persons may send information to clients and other parties, such as brokers, custodians, and banks, electronically, consistent with the Company's WISP and being mindful of the requirements of keeping client information private as outlined in the Company's Privacy Policy.

The Associated Person should take steps to reasonably ensure the electronic form of the information is substantially comparable to the written form of the same information.

Review
The CCO or a designee shall review the Company's use of electronic communications at regular and frequent intervals to ensure the following:

Notice—That electronic notifications to clients are sent in a timely manner and are adequate to properly convey the message,

Access—That clients who are provided with information electronically are also given access to the same information as would be available to them in paper form, and

Security—That reasonable precaution is taken to ensure the integrity, confidentiality, and security of information sent through electronic means and that such precautions have been tailored to the medium used.

Advertising and Sales Literature
Where an electronic medium is used to disseminate advertisements for WWA's services or other information that is not subject to a delivery requirement, it will be subject to the same requirements that apply to such communications made in written form, and as established in WWA's Policy on Advertising.

Standards for Internet and E-mail Communications
Electronic Communications are not private or reliable.
Electronic communications may be widely disseminated, and therefore are not suitable for communications that must remain confidential or private.

Contents of external messaging should be limited to information that is already in the public domain. There should be no expectation of privacy in electronic communications. Due to the nature of electronic communications systems in general, there is no guarantee that a message or other electronic communication will reach its destination in a timely manner, or that it will reach its destination at all.

Communications must conform to appropriate business standards and the law.
Users of WWA's electronic communications systems are expected to follow appropriate business communication standards. Use must comply with all applicable international, federal, state, and local laws. The following guidelines apply:

1. Electronic communications should contain the most recent, valid information available,
2. Information not already in the public domain is strongly discouraged to be sent over email at any time, and is required to be sent securely if email is used, whether by password protection of a document or secure email software, including client custodial account numbers, banking information, statements, custodial forms, and the like,
3. Any written content or document containing personally identifiable information should always be uploaded via attachment or comment within either of the secure exchange portals provided by WWA, such as Fusion Elements or LifeARC,
4. Communications received with inappropriate content must be deleted/discarded immediately,
5. Unauthorized dissemination of proprietary information is prohibited,
6. Unauthorized copying or transmitting software or other materials protected by copyright law is prohibited,
7. Non-Company sponsored electronic communications systems should not be used for Company business without prior approval from the CCO,
8. Access to each Associated Person's computer, telephone and other electronic communications systems should be reasonably safeguarded. Passwords should be kept in a secure location. Access and password policies and procedures are further discussed in the Company's WISP,
9. Personnel must preserve electronic communications sent and received according to Company and regulatory requirements. Company polices for record retention apply to electronic communications in the same manner as they apply to any other written communications,
10. Communications with the public may require pre-approval in accordance with other Company policies. If in doubt, it is the Associated Person's responsibility to check with the CCO before disseminating information via electronic or conventional means, and
11. Electronic communications through WWA's systems are the property of WWA and WWA reserves the right to monitor, audit, record or otherwise retain electronic communications at any time for appropriate business usage, standards, and compliance with this policy, applicable laws, and regulations.

Licensing

Care must be taken to ensure that electronic communications directed to a person in a particular state comply with the securities law of that state, including without limitations, requirements that WWA has first notice filed in that state or has otherwise qualified for an exemption or exclusion from such requirement. WWA's electronic communications systems must not be used to attempt to affect any transaction in securities, or to render investment advisory services for compensation in any state in which WWA has not properly filed notice.

9. Complaints

Supervisory Responsibility

Occasionally, and despite its greatest efforts, WWA may receive complaints from clients regarding services or related matters. WWA needs to respond to client complaints and correct or improve its business dealings in an effort to prevent future complaints.

The CCO shall be responsible for ensuring that all written and electronically transmitted client complaints are handled in accordance with all applicable laws, rules, and regulations and in keeping with the provisions of this section. The Company records and maintains a client compliant file.

Definition

The Company defines "complaint" as any statement alleging any specific, inappropriate conduct on the part of WWA. A client complaint must be initiated by the client and must involve a grievance expressed by the client. It may be difficult to judge whether or not a communication from a client constitutes a complaint as defined. A mere statement of dissatisfaction from a client about an investment or about investment performance in most cases does not constitute a complaint. All questions regarding whether a complaint has been made should be brought to the attention of the CCO.

Procedure for Client Complaints

1. Associated Persons must Immediately notify the CCO, who has discretion to notify outside counsel,
2. If the complaint was delivered orally, prepare a short memorandum describing the complaint based on facts obtained from knowledgeable employees,
3. The Company shall acknowledge the complaint in writing with the client and/or the client’s counsel,
4. The Company shall make every effort to settle the complaint, considering the advice of outside counsel. Any offers of settlement or actual settlements must be made only with the knowledge, participation, and written approval of the CCO,
5. The CCO will create a written record of the complaint, including all correspondence and memoranda and file this record in the complaint file. and
6. Associated Persons are expected to cooperate fully with WWA and with regulatory authorities in the investigation of any client complaint.

10. Custody of Funds and Securities

The Investment Advisers Act Rule 206(4)–2 provides for extensive requirements regarding possession or custody of client funds or securities. "Custody" means “holding, directly or indirectly, client funds or securities, or having any authority to obtain possession of them.” An Investment Adviser has custody if a related person holds, directly or indirectly, client funds or securities, or has any authority to obtain possession of them, in connection with advisory services provided to clients. A related person is a person “directly or indirectly controlling or controlled by the Company and any person under common control with the Company.” Custody includes:

1. Possession of client funds or securities, but not of checks drawn by clients and made payable to third parties, unless you receive them inadvertently and you return them to the sender promptly, but in any case, within three business days of receiving them,
2. Any arrangement, including trustee arrangements and general power of attorney, under which a related person is authorized or permitted to withdraw client funds or securities maintained with a custodian upon such person's instruction to the custodian, and
3. Any capacity, such as general partner of a limited partnership, managing member of a limited liability company, or a comparable position, for another type of pooled investment vehicle, or trustee of a trust, that gives a related person o supervised person legal ownership of or access to client funds or securities.

The Company has custody over client funds or securities solely as a result of debiting fees directly from client accounts held at a qualified custodian and to facilitate specified client initiated third party transactions based on a properly executed Standing Letter of Authorization. The use of all such letters shall be in accordance with SEC No-Action Letter and supporting FAQ and IM Guidance Update 2017–01.

Appointment of Qualified Custodian

Where the Company maintains possession or custody of client funds or securities, the CCO shall ensure that a qualified custodian maintains those funds and securities either: (i) in a separate account for each client under that client's name, or (ii) in accounts that contain only a client's funds and securities of the related person, under such person's name as agent or trustee for the clients.

Definition of Qualified Custodians

Qualified custodians include the types of financial institutions that clients and Investment Advisers customarily turn to for custodial services which also include banks and savings institutions, registered broker-dealers, and registered futures commission merchants, among others.

Notice of Qualified Custodian

If the Company opens an account with a qualified custodian on behalf of Company clients, either under the client's name or under the related person's name as agent, the Company shall promptly notify the client in writing of the qualified custodian's name, address, and the manner in which the client funds or securities are maintained when the account is opened and of any subsequent changes to this information.

If the Company sends account statements to clients to whom the Company is required to provide this notice, the Company must include in the notification to clients, and in any subsequent account statements sent to clients, a statement urging clients to compare account statements from the qualified custodian with those from the Company.

Deduction of Advisory Fees from Client Accounts

The Company's advisory fees are debited directly from client accounts. Payment of the Company's advisory fees will be made by the qualified custodian, as that term is defined above, holding the client's funds and securities. In all such cases, the clients must provide written authorization permitting the fees to be paid directly from their account. The Company shall not have access to clients' funds for payment of fees without clients' consent, in writing. Additionally, the qualified custodian must agree to deliver quarterly account statements directly to the clients, and never through the Company.

The Company's CCO or designee shall periodically review, on a sample basis, fee calculations to determine their accuracy based on how and when clients are billed and to ensure that the fee calculation is consistent with the clients' advisory agreements and the amount of assets under management. To the extent practical, duties shall be segregated between those Associated Persons responsible for: (1) processing billing invoices sent to the custodian and/or clients, as applicable, (2) reviewing the invoices for accuracy, and (3) reconciling invoices with deposits of advisory fees by custodians into the Company's account.

Inadvertent Receipt of Funds or Securities

It shall be the Company's policy to return inadvertently received client's funds or securities to the sender, without assuming custody. If the Company inadvertently receives client funds or securities, the Company will take the following steps to correct this action:

1. When the Company inadvertently receives funds/securities, a photocopy of the check or securities received will be made and placed in the client's file.
2. A ledger will be created with the following information: (A) Issuer, (B) Type of security and series, (C) Date of issue, (D) For debt instruments, the denomination, (E) Certificate number, including alphabetical prefix or suffix, (F) Name in which registered, (G) Date given to the adviser, (H) Date sent to client or sender, (I) Form of delivery to client or sender, or sender, (J) Mail confirmation number, if applicable, or confirmation by client or sender of the fund's or security's return, (K) Client name, (L) Account number (if applicable), and (M) Amount involved.
3. Within two business days of receipt the Company shall return the funds/securities to the sender with a letter of instruction regarding how and where the sender should forward funds/securities in the future. The Company will return such funds or securities by US Mail (registered, return receipt requested) or by courier service within three business days of receipt.
4. The Company shall keep a copy of the cover letter and the return receipt/delivery notice in the client's file.

Receipt of Third-Party Funds

If the Company receives a check from a client payable to a third party such as a custodian, the Company will make a photocopy of the check, issue a receipt to the client and then forward the check directly to the third party. A copy of the check, the receipt, and the transmittal form will be kept in a master custody file.

Use of an Independent Representative

In the event a client does not wish to receive notices and account statements referenced above, the Company shall require the client to submit such request in writing. At that time, the client must designate an independent representative to receive those notices/statements.

A record of such request will be kept in the client's file.

Definition of Independent Representative

An independent representative is defined as a person that:

1. Acts as agent for an advisory client and by law or contract is obligated to act in the best interest of the client,
2. Does not control, is not controlled by, and is not under common control with, the Company, and
3. Does not have, and has not had within the past two years, a material business relationship with the Company.

11. Anti-Money Laundering

As a matter of policy, the Company will not knowingly be party to any transaction and will not facilitate any transaction with persons or entities ("Prohibited Person") listed on the website maintained by the Office of Foreign Assets Control ("OFAC"):

www.treas.gov/offices/enforcement/ofac/sdn/index.shtml

In the general course of business, the Company shall attempt to determine and document, to the best of its ability, the identity of all of its clients. The Company relies on the custodians of accounts to screen the client’s identification against OFAC’s Prohibited Persons list. If the Company learns that any Prohibited Person is, or is attempting to become, involved in any transaction with respect to the services, which the Company provides, the Company shall immediately report same to the custodians so they can report it to the appropriate authorities.

The Company conducts Anti-Money Laundering educationally updates with its Advisors on an annual basis, with all educational programs available on the Company’s website.

12. Portfolio Management

Determining Suitability

The firm and its Advisors have a fiduciary responsibility to always act in the client’s best interest. With this the determination of many factors, including suitability and costs of services must be considered. With respect to suitability, the Company will obtain through its use of the LifeARC software the following investment parameters about the prospective client and record such information on a suitability/risk questionnaire:

1. Client's investment objectives,
2. Level of the client’s risk tolerance,
3. Time horizon,
4. Client's income and net worth,
5. Target asset mix,
6. Should account be reallocated if market shifts and if so, how often,
7. Client's preferred asset mix,
8. Client restrictions on investments, issuer, industry and or geographic area.

Each Advisor, prior to rendering investment advice to a client having a fiduciary duty, must ensure that their advice is in the client's best interest, is suitable and in the client's best interest, considering that client's investment parameters, goals and risk tolerance. The Advisor should, at a minimum, base that recommendation on the most current information available to the Company regarding the client's investment parameters, goals, and risk tolerance. Each Advisor should also consider the costs of investments to ensure they are considering they client's best interest. As mentioned above, the Company utilizes LifeARC financial software to obtain the necessary financial information on a client, and to assess each clients risk tolerance.

Managing the Client's Account

Each Advisor is responsible for devoting the requisite amount of attention to professionally manage each of his/her accounts/portfolios, or to monitor any accounts/portfolios involving advice from an outside manager, are in accordance with the investment requirements and objectives of the client. In managing accounts, each Advisor is required to maintain regular communications with clients and meet with them in person no less than annually to discuss the accounts and portfolios of clients.

Each Advisor is required to keep clients apprised of relevant changes in the economy, market conditions and the Company's investment views and expectations for the economy and the markets.

Where the Company provides discretionary asset management services, the Company, through its Advisors and traders, shall invest and reinvest the securities, cash or other property held in the client's account in accordance with the client's stated investment objectives as identified by the client during information gathering sessions and the Suitability Questionnaire. The Company's Advisors are granted discretion in accordance with authorization provided in the executed agreements for services, which are maintained in the relevant client's file.

Where the Company provides non-discretionary services, the Advisor will obtain client written approval prior to the execution of all trades. The authorization to implement the recommendation may be granted via verbal or written communication from the client, or the client's representative. The Advisor must document the client's approval or disapproval of all recommended trades.

Trading Procedures

The Company will be using Orion Advisory Services' Orion Desktop for its portfolio management and its trading. The Company will also use TD Ameritrade's Veo System for trading. Trades will be executed by Fusion Capital Management staff based on the contractual agreement with the Company and in accordance with instructions submitted through Fusion Elements. Appropriate documentation of all trades is maintained in electronic and / or hard copy form. For custodians that provide electronic data downloads, transaction data shall be downloaded and imported into the Company's portfolio management system, within a reasonable time period which is generally at the end of each business day.

Reconciliation Procedures

For accounts held in custody at a broker providing daily data downloads, accounts are generally reconciled each day using the reconciliation function in WWA's portfolio management system. At a minimum, this process shall occur no less than quarterly, immediately prior to calculation of management fees.

If either method described above reveals a discrepancy between the share totals / values indicated by the custodian and WWA's portfolio management system, WWA's office manager and CCO shall work to determine the source of the discrepancy and correct the problem as soon as possible.

Research Processes

The Company has established an Investment Committee. Such committee meets each quarter to review whether its third-party investment advisory firms meet its standards. The Company has developed Bylaws for its Investment Committee. Its Bylaws contain the provisions and standards the Company uses to make sure each of its third-party investment advisory firms are complying with its established standards. In addition to its quarterly meetings, the committee may hold both formal and informal meetings to discuss investment ideas, economic developments, current events, investment strategies, issues related to portfolio holdings, etc.

Additionally, third party research may be used to supplement the Investment Committee's own research efforts. Examples of third-party research resources include, but are not limited to Bloomberg, Morningstar, the custodian's proprietary research, etc.

Valuation of Securities

While the Company uses custodian pricing, management is responsible for assuring that securities in client portfolios are valued at market value for those securities where market value is readily available and at "fair value" for all other securities as determined in good faith by the Company or its designee. When determining a fair value for a security, the Company will establish a fair valued price for the security based on the Company's knowledge of the security and current market conditions, among any other considerations deemed appropriate. The Company will also document the rationale used to establish a fair valued price for the security. The CCO is designated by management to carry out the Company's policies and procedures relating to the valuation of securities.

Review Procedures

Client accounts are monitored on a continuous basis both during the daily account opening process and by a formal review conducted quarterly. Additional reviews may be provided at the client's request, based on deposits and/or withdrawals in the account, material changes in the client's financial condition, or at the portfolio manager's discretion. WWA will review the underlying portfolio assets, current market conditions, investment results, asset allocation, etc., to ensure investment strategy and expectations remain aligned with the client's stated goals and objectives. The Company will maintain documentation of such review.

Account Statements

The custodian holding the client's funds and securities will send the client, at least quarterly, a confirmation of every securities transaction and a brokerage statement. Statements and confirmations are sent electronically by default, unless otherwise indicated on the account application.

Procedures

Third Party Sub-Adviser Initial Due Diligence

The Company will utilize the services of third-party investment advisory firms for account/portfolio management services. Prior to utilizing any third-party investment advisory firms, WWA will conduct a due diligence review of the third-party investment advisory firms. Due diligence may consist of the following: reviewing Form ADV or other disclosure documents, reviewing the third-party investment advisory firms qualifications, expertise, and strategies, conducting in person or telephonic interviews with the sub-adviser, confirming the registration status of the third-party investment advisory firms, requesting and reviewing any disciplinary/regulatory history of the third-party investment advisory firms and all persons associated with the third-party investment advisory firms, requesting and reviewing any regulatory examination deficiency letters and responses thereto, requesting any reviewing any internal and/or external compliance audit reports and responses thereto, requesting and reviewing the third-party investment advisory firms policies and procedures, requesting any client complaints regarding the third-party investment advisory firms, reviewing the third-party investment advisory firms custodial relationships.

On Going Due Diligence and Supervision of third-party investment advisory firms

WWA's CEO, COO, senior management, and/or Investment Committee, shall be responsible for supervising and conduct on-going due diligence of any third-party investment advisory firm utilized by the Company. This will be accomplished as follows:

1. Obtain an annual certification of compliance with the third-party investment advisory firms' policies and procedures,
2. Request and review amendments to the third-party investment advisory firms 's Form ADV or other disclosure documents,
3. Review the performance of the third-party investment advisory firms,
4. Conduct periodic meetings with compliance personnel and senior management of the third-party investment advisory firms,
5. Require notification of changes in the third-party investment advisory firm's portfolio management team or investment strategies,
6. Obtain and review copies of any complaints, pending and/or threatened litigation,
7. Obtain and review any internal and/or external compliance audit reports and responses thereto,
8. Require the third-party investment advisory firms to provide copies of any regulatory deficiency letters and responses thereto and follow-up on any items of concern, and
9. Periodically reassess supervisory procedures applicable to the third-party investment advisory firms in light of:
   a. Changes in a sub-adviser's investment strategy or portfolio managers,
   b. Significant changes in the third-party investment advisory firms' business,
   c. Dramatic changes in market conditions, or
   d. Any other event likely to have a significant effect on the third-party investment advisory firms' operations.

13. Trading Procedures

Processing Trade Requests

The Company is under contract with Fusion Capital Management to execute trades, and therefore the Company has adopted Fusion Capital Management's general trading policies and procedures. All trade requests must be submitted by Advisors through the correct channel using the Fusion Elements ticketing system. Trade related requests may not be honored when communicated over phone or email. The Company will quality check all trading related requests and resolve any questions or concerns directly with Advisors through the ticketing system prior to approving requests for Fusion Capital Management to execute. The Company has a 24-hour window from the time the request was submitted to quality check trading related tickets and submit the request to Fusion Capital Management for processing. Typically, trading related tickets will be processed same day when submitted by an Advisor prior to 12PM MST and are in good order. However, the 24-hour processing window may be utilized in cases of high intra-day request volume at the discretion of the Company. Tickets submitted by Advisors after 12PM MST may not be processed until the following business day.

Trading and Transacting Best Practices

All requests related to trades or transactions within both Managed and Non-Managed accounts at TD Ameritrade are required to be submitted in writing through the Operations Team at the Company using the correct ticketing process through Fusion Elements. In other words: clients, Advisors, and Advisor office staff members should not trade or transact within accounts directly at TD Ameritrade over the phone or online. Trading or transacting includes liquidating assets, initiating one-time or scheduled distributions or withdrawals, and submitting any buy or sell trade instructions. Similarly, instructions to exclude an asset from trading within a Managed account should be delivered in writing from the client to their Advisor, and subsequently in writing from the Advisor to the Operations Team at the Company using the correct process.

Funding Un-Allocated Accounts

New funding (whether cash, securities, or other) posted to a client account at TD Ameritrade that is not yet actively trading in an investment model will remain in-kind until allocation instructions are submitted by an Advisor using the correct Fusion Elements ticketing process. All required contractual paperwork must be on file before an allocation request will be approved for trading. If any positions are to be excluded from trading at the written request of the client, due to cost basis concerns, or the like, trading exclusion instructions must be included within the ticket at the time the account is allocated. Any incorrect instructions submitted in writing by an Advisor within an allocation ticket resulting in trade errors are the sole financial responsibility of said Advisor.

Funding Allocated Accounts

New funding (whether cash, securities, or other) posted to a client account at TD Ameritrade that is actively trading in an investment model will remain in-kind until new allocation or rebalance instructions are submitted by an Advisor using the correct Fusion Elements ticketing process, or until the next time the assigned model is rebalanced by the third party investment manager or at the discretion of the Company. If any positions are to be excluded from trading at the request of the client, due to cost basis concerns, or the like, trading block instructions must be included within an allocation ticket once the asset has posted to the account. Any assets that are not intentionally blocked from trading using the written allocation ticket process will be swept into the next rebalance executed by the third-party investment manager or at the discretion of the Company. Any incorrect instructions submitted in writing by an Advisor within an allocation ticket, or the absence of correctly submitted instructions, resulting in trade errors are the sole responsibility of said Advisor.

Monitoring Incoming Account Funding

The Company requires that each Advisor monitor all incoming funding into client accounts using the Orion queries provided in order to determine whether any trading instructions need to be provided to the Company using the correct Fusion Elements ticketing process. The Company recommends monitoring incoming funding on a daily basis, and requires it at least on a weekly basis as best practice. The Company will not make assumptions or automatically take action in relation to incoming funding outside of the "Funding Un-Allocated Accounts" and "Funding Allocated Accounts" guidelines mentioned above. Any failure to invest or exclude client account assets due to a failure to monitor incoming funding is the sole responsibility of the Advisor.

Global Rebalance Trade Execution

Third-party investment advisory firms will submit global model rebalance instructions through Fusion at their discretion. Any client account actively invested in a model will be rebalanced in accordance with the instructions submitted by the third-party investment advisory firm unless conflicting trade instructions exist on the system at the discretion of Fusion Capital Management staff. Conflicting trade instructions include but are not limited to: Any overlapping trade or rebalance instructions submitted by the Advisor that may cause a RegT violation, cash raises, outgoing distributions, outgoing transfers, and the like. Similarly, an account will not be rebalanced if the Custodian has placed a trading block on the account due to a compliance red flag or RegT violation in accordance with the policies and procedures at the Custodian.

Aggregation of Trades

Trade aggregation, also known as "block trading," refers to placing a trade for more than one account. Block trades may be beneficial to the Company and its clients by:

- Avoiding the time and expense of simultaneously entering similar order for many individual client accounts that are managed similarly,
- Obtaining lower commission rates,
- Ensuring that all accounts managed in a particular style obtain the same execution to minimize differences in performance, and
- Obtaining a better execution price.

The SEC has taken the position that trade aggregation is acceptable so long as all accounts participating are "treated fairly". The SEC in its no action letter to SMC Capital Management, Inc. ("**SMC Letter**") also stated that orders for advisory clients including investment companies may be aggregated with accounts in which the Company and/or its personnel have an interest if certain conditions are met.

Aggregation Policy

Consistent with the Company's obligation to seek "best execution," Fusion Capital Management may aggregate client orders on behalf of the Company if the aggregation is deemed to be in the best interest of the client. Accounts of the Company and its Associated Persons may be included in a block trade with client accounts provided it does not distort the transaction costs to clients that may result from the greater volume and ticket size of the aggregated order. Such distortions may occur when proprietary positions in an aggregated order significantly exceed client positions when purchasing or selling shares of a thinly traded stock. If there is any reasonable likelihood of distortion in an execution price resulting from an aggregated order the Portfolio Manager must execute client transactions before those of the Company or its Associated Persons. All trades placed for the Company or its Associated Persons must be consistent with the Company's Code of Ethics.

Aggregation Procedures

The procedures outlined below seek to ensure that orders are allocated fairly among clients so that all clients are treated fairly in accordance with their investment objectives:

- The Company will provide full disclosure of its aggregation policies to clients in its Form ADV Part 2,
- Orders will be aggregated only if consistent with the Company's best execution obligation and advisory agreements,
- No advisory client will be favored over another,
- Aggregated orders that are affected at different times and different prices shall be averaged as to price when allocating to accounts,
- Before entering an aggregated order, the Portfolio Manager will specify the participating client accounts and its method for allocation in writing and allocate accordingly. If orders are partially filled, they must be allocated pro rata based upon the allocation statement,
- Allocations that deviate from the preliminary allocation may be made only if all clients receive fair treatment and the reason for the allocation is explained in writing and approved by the CCO,
- Books and records will reflect separately for each account the securities held, bought, and sold,
- No additional compensation will be received by the Company as a result of the aggregation, and
- Individual investment advice and treatment will be provided to each client's account.

Best Execution

The Investment Advisers Act Section 206, which contains anti-fraud provisions, requires that an Investment Advisor act in the best interest of its clients and place their interests before his/her own. Among the specific obligations is the requirement to obtain the best price and execution of client securities transactions when the Investment Advisor is in a position to direct brokerage. Best execution is further defined as the most favorable, quality execution possible while considering the broker's services, research provided, commissions charged, volume discounts offered, execution capability, reliability, and responsiveness of the broker/dealer. The Company has an obligation to obtain the best execution for its client(s) transactions.

In selecting a broker to execute client transactions the Company will consider the full range and quality of the broker's services, including execution quality, commission rate, the value of research provided, financial strength and responsiveness to the Company's requests for trade data and other information.

The Company's obligation is not necessarily to get the lowest price but to obtain the best qualitative execution.

Best Execution Procedures
The CCO will:

Periodically perform a review of trading execution and document conclusions in a memo to the Best Execution File. When performing a best execution review, the CCO should consider the following:

- Execution capability regarding different types of orders and securities, i.e. block trades, derivatives, etc.,
- Commission rates must be considered - commissions are a function of the size of the order, the price of the security, transaction volume with that broker and receipt of products or services (i.e. research),
- Value of research provided by the broker used in making investment decisions,
- Responsiveness to requests for trade data and other financial information, especially in volatile markets,
- Financial ability to take risks for large block trades.
- Amount of business with the broker/dealer and justification for directing trades to a particular broker/dealer,
- Gross compensation paid to the broker/dealer,
- Competitiveness of commission rates and spreads, including documentation that reflects the comparison of standard commission rates or minimum transaction costs between broker/dealer's offering comparable products and services,
- Statistics or other information provided by independent consultants on relative quality of executions provided by broker/dealers.
- Availability of IPO's for allocation to clients,
- Ability of the broker/dealer to handle odd-lot orders,
- The ability and willingness to work large or difficult trades in order to obtain best executions,
- The value of privacy considerations, liquidity, price improvement and lower commission rates on electronic communications networks (ECN's),
- Opportunity costs associated with the opportunity to work with a small boutique Company that only deals with specialized products or a large broker/dealer who may offer a wide variety of products or services,
- Adequacy of the broker/dealers back office staff to handle trading activity in volatile or high-volume markets,
- Statistics on frequency of errors, and
- Comparison of transaction costs between directed and non-directed client accounts.

Additionally, the CCO will review the Company's Form ADV Part 2 at least annually to assure disclosure regarding brokerage practices and best execution is consistent with actual practice. If it is determined that other broker/dealers can provide better overall execution quality the Company has a fiduciary responsibility to use the other broker/dealer(s),

Directed Brokerage

Directed brokerage is defined when a client directs the Company to utilize a certain broker/dealer(s) for execution of trades. Under these circumstances, the Company still has a fiduciary obligation to its clients and the Company will disclose in writing, either by way of Form ADV Part 2 or the client Agreement, the following excerpt known as Bailey language, from the Bailey Case:

> *"In the event that a Client directs WWA to use a particular broker/dealer, the Company may not be authorized under these circumstances to negotiate commissions and may not be able to obtain volume discounts or best execution. In addition, under these circumstances a disparity in commission charges may exist between the commissions charged to Clients who direct the Company to use a particular broker/dealer and those that don't."*

In a situation where a client directs the Company to use a particular broker-dealer, the Company retains fiduciary obligations to such client.

Directed Brokerage Procedures

The CCO is responsible for:

1. Obtaining the direction of brokerage in writing from the client, and
2. For all directed brokerage, the CCO is responsible for disclosing the following, (as applicable) in Form ADV Part 2 and the Client Agreement:
    a. Company's inability under those circumstances to negotiate commissions,
    b. Company's inability to obtain volume discounts,
    c. There may be a disparity in commission charges among clients, and
    d. Any potential conflicts of interest arising from brokerage Company referrals.

Principal or Agency Cross Transactions

Prior to engaging in any principal or agency cross transaction, the CCO should closely review the Investment Advisers Act. Section 206(3)–2(a)(l–5)) to ensure that among other items:

- A contract has been executed by the client disclosing the fact that agency cross or principal trades may be affected in the account,
- Each transaction is approved by the customer prior to execution,
- The capacity in which the Company is acting is disclosed to the client, the cost of the security (for principal trades) is disclosed, and
- Adequate disclosure is made to the client that the client has the right not to consent to the principal or agency cross transaction.
- Due to the inherent conflicts of interest with these types of transactions, the Company will not permit principal or agency cross transactions without prior approval by the CCO, who will ensure procedures have been designed to comply with Section 206(3) of the Act.

Company Policy

Generally, the Company prohibits principal and agency transactions. In very limited circumstances, exceptions may be made on a case by case basis. The CCO is responsible for assuring compliance with

Section 206(3) of the Act prior to pre-approving any Principal or Agency Cross Transaction. The CCO must maintain all documentation relating to these trades in a separate file.

Trading Errors

All trading errors caused by Fusion Capital Management, the Company, or the Custodian must be resolved in favor of the client. Examples of trading errors are:

- Entering a buy order when it should have been a sale,
- Entering an order for the wrong account, and
- Entering an order for the wrong security or wrong number of shares.

The Company must maintain a “trading error” file containing executed trade correction forms. Fusion Capital Management also maintains a “trading error” file containing the original order ticket, the order ticket correcting the trade and any other documentation regarding the resolution of the matter. The trading error should contain information on the party who was responsible (e.g. the executing broker, the Company, the Client, the Advisor).

Handling and Reporting of Trade Errors

The CCO is responsible for reviewing trading errors when they occur, determining which party is responsible for any loss that may occur and assuring that the client is not charged directly or indirectly for the error. The Company may not use soft dollars to pay for a trade error under any circumstances. Any gains or losses resulting from error correction will be placed in WWA’s error correction account. The CCO must maintain all trade error documentation in the separate trading error file.

Failure to adhere to the required trading and transacting best practices described above may result in trade errors with potential negative costs to the company depending on market conditions. The Company will not be obligated to correct trades, or to absorb the negative cost of trade errors related to a violation of trading and transacting best practices. Specifically, any negative cost to the Company as a result of a trade error caused by a client may be charged to the client’s TD Ameritrade account at the discretion of the Company. Any negative cost to the Company as a result of a trade error caused by an Advisor may be deducted from the Advisor’s monthly fee payment at the discretion of the Company. third-party investment advisory firms.

Soft Dollar Arrangements

Background

The Securities and Exchange Commission (SEC) has defined “soft dollar” practices as arrangements under which products or services, other than execution of securities transactions, are obtained by an investment adviser from or through a broker-dealer in exchange for the direction by the adviser of client brokerage transactions to the broker-dealer.

Company Policy

The Company does not have any soft dollar arrangements of any kind. As such, the Company’s Chief Compliance Officer is responsible for the following:

- Ensuring that no soft dollar arrangements exist, and if any soft dollar arrangements are created, that this policy the Company's Form ADV, Part 2 is promptly updated to properly reflect such fact.

If any soft dollar arrangements are created, the Company's Chief Compliance Officer is responsible for the following:

- monitoring all such arrangements to ensure they fall within the scope of Section 28(e) safe harbor requirements.
- Making sure that the Company receives an annual soft dollar statement from any broker-dealer with whom the Company has a soft dollar arrangement.
- Keeping statements of any products and/or services received for soft dollars.

Review Process
Reviews of the Company's soft dollar arrangements are to be conducted by the CCO on an annual basis at a minimum. Interim reviews may be conducted in response to changes in the Company's soft dollar arrangements.

14. Wrap- Fee Programs

Introduction

Wrap fee programs are arrangements between broker-dealers, investment advisers, banks and other financial institutions (typically acting as sponsors of the programs), and affiliated and unaffiliated Investment Advisers, or portfolio managers, through which the customers of such firms receive discretionary investment advisory, execution, clearing, and custodial services in a "bundled" form. In exchange for these "bundled" services, customers pay an all-inclusive – or "wrap" – fee determined as a percentage of the assets held in the wrap fee account.

SEC Rule 204-3, governing written disclosure statements of investment advisers, defines a wrap fee program as "a program under which any client is charged a specified fee or fees not based directly upon transactions in a client's account for investment advisory services (which may include portfolio management or advice concerning the selection of other investment advisers) and execution of client transactions."

The Investment Advisor's Act also defines a sponsor of a wrap fee program as any firm that is compensated under a wrap fee program for sponsoring, organizing, or administering the program, or for selecting, or providing advice to clients regarding the selection of other Investment Advisers in the program.

Suitability

As a fiduciary, the Company has a general obligation to ensure that, before making a recommendation to or taking action for a customer, the Company has reasonable ground to believe that the recommendation or action is suitable for the customer based on information furnished by the customer after reasonable inquiry concerning the customer's investment objectives, financial situation and needs, and any other information known or acquired by the Company after reasonable examination of the customer's financial records as may be provided to the Company. Many states have codified this suitability obligation in their securities' statutes or rules.

Wrap fee programs may not be suitable for all investment needs and any decision to participate in a wrap fee program should be based on the client's individual financial circumstances and investment goals.

Disclosures Requirements

The Company is required to prepare a separate, specialized Form ADV Part 2A Appendix 1 ("**Wrap Fee Program Brochure**") and is required to provide a copy of this brochure to all clients invested in the Wrap Fee Program along with the Company's standard Form ADV Part 2.

Where the Company recommends Wrap Fee Programs, the following items must be disclosed on the Wrap Fee Program Brochure:

1. Wrap Fee Programs may not be suitable for all investment needs, and any decision to participate in a Wrap Fee Program should be based on the client's individual financial circumstances and investment goals,
2. The benefits under a Wrap Fee Program depend, in part, upon the size of the client's account and the number of transactions likely to be generated in the account. For example, wrap accounts may not be suitable for accounts with little activity or accounts comprised principally of fixed income securities,
3. Participating in a Wrap Fee Program may cost more or less than the cost of purchasing such services separately,
4. The Company receives compensation as a result of the client's participation in a Wrap Fee Program, and
5. The Company may have a financial incentive to recommend wrap programs over other programs and services.

Delivery of Wrap Fee Program Brochure

1. **Initial Delivery**—Rule 204-3, as amended, requires the Company to deliver a Wrap Fee Program Brochure before or at the time it enters into an advisory contract with the client
2. **Annual Delivery**—The Company must annually offer to provide to each client either: (i) a copy of the current (updated) Wrap Fee Program Brochure that includes or is accompanied by the summary of material changes, or (ii) a summary of material changes that includes an offer to provide a copy of the current Wrap Fee Program Brochure. The Company must make this annual delivery no later than 120 days after the end of its fiscal year.

The Company must deliver the summary of material changes, along with an offer to provide the brochure to clients in hard copy or electronically.

Updates to Wrap Fee Program Brochure

The Company shall update the Wrap Fee Program Brochure:

1. Each year at the time it files its annual updating amendment, and

2. promptly, whenever any information in the Wrap Fee Program Brochure becomes materially inaccurate.

The Company is not required to update its Wrap Fee Program brochure between annual amendments solely because the fee schedule has changed. However, if the Company is updating its Wrap Fee Program Brochure for a separate reason in between annual amendments, and the fee schedule listed in response to Item 4.A has become materially inaccurate, the Company should update that item as part of the interim amendment. All updates to the Wrap Fee Program Brochure must be filed through the IARD system and maintained in the Company's files.

Wrap Fee Procedures

The Company will review accounts for suitability to determine the following items:

1. Whether the size and activity in the account are great enough to benefit from a wrap fee arrangement, and
2. Whether it may be more economical for the client to purchase the services separately.

15. Proxy Voting and Class Action Lawsuits

Proxy Voting Policy

Without exception, WWA does not vote proxies on behalf of clients. All proxy materials received on behalf of a client account are to be sent directly to the client, who is responsible for voting the proxy. WWA’ Associated Persons may answer client questions regarding proxy-voting matters in an effort to assist the client in determining how to vote the proxy, however, the final decision of how to vote the proxy rests with the client.

Class Action Lawsuits

Occasionally, securities held in the accounts of clients will be the subject of class action lawsuits. The Company has no obligation to determine if securities held by clients are subject to a pending or resolved class action lawsuit. It also has no duty to evaluate a client’s eligibility or to submit a claim to participate in the proceeds of a securities class action settlement or verdict. Furthermore, the Company has no obligation or responsibility to initiate litigation to recover damages on behalf of clients who may have been injured because of actions, misconduct, or negligence by corporate management of issuers whose securities are held by clients.

Where the Company receives written or electronic notice of a class action lawsuit, settlement, or verdict affecting securities owned by clients, it will forward all notices, proof of claim forms, and other materials, to them. Electronic mail is acceptable where appropriate, if the client has authorized contact in this manner.

16. Elements of Risk Management

Risk Assessment Procedures

Compliance risk can be defined as the risk of legal or regulatory sanctions, financial loss, or damage to reputation and company value that arises upon failure to comply with statutes, regulations, or the standards or codes of conduct applicable to the Company's business. Ultimately, the risk of noncompliance is that the Company's clients may be harmed, and the Company therefore recognizes the extreme importance of the risk assessment and management process. Accordingly, the Company has adopted ongoing compliance risk assessment procedures as an integral part of its ongoing compliance program. These procedures are designed to identify, monitor, and manage compliance risk and related conflicts of interests inherent in the various lines of the Company's business.

This manual addresses areas of compliance risk by setting forth procedures that are designed to provide guidelines to an understanding of the Company's on-going compliance, documentation, assessment and reporting requirements. These procedures evolve with changes in the Company's business activities as well as in the legal and regulatory environment.

In an effort to continuously assess the Company's compliance risk, the CCO, other key staff members, and any outside consultants provide independent and on-going monitoring and review of the Company's compliance process. The CCO will meet on a periodic basis, as necessary, with Department Managers, designees, and other qualified representatives of WWA to review and address compliance and/or supervisory issues of the Company. The CCO then assesses and evaluates the risks and controls that are required. Once relevant data is gathered and the Company has identified and assessed its compliance risks, the Company then designs policies and procedures that are reasonably designed to eliminate or mitigate those risks. The CCO will develop an annual review document noting the risk items assessed, any gaps noted and steps that will be taken to address the gaps. This will be formalized and addressed with the CEO in a written documentation.

Monitoring, Testing and Reporting

The Company identifies any compliance breaches by monitoring accounts, and reporting breaches to the appropriate individuals or departments within the Company. Such proactive measures are designed to evaluate the Company's existing compliance procedures and any related risk.

The Company relies on its client management process and the reporting features provided by its custodian and performance reporting systems for the purpose of assessing risks related to the management of, and transactions in, client accounts. In addition, reports or statements regarding personal securities transactions and employee personal accounts are submitted to the Company and are reviewed at least quarterly by the CCO and/or other key staff members.

Annual Review

Rule 206(4)–7 under the Investment Advisers Act, requires that the Company test and evaluate its policies and procedures, and conduct an annual documented review of its policies and procedures to determine their adequacy and effectiveness. As part of its review, the Company will consider any previous compliance matters, new and existing risks associated with the business activities conducted by the Company and its Associated Persons, and changes in the Investment Advisers Act or any other applicable statutes, rules and regulations. Results of each annual review will be cataloged within the SmartRIA compliance software.

A Compliance Culture

The Company seeks to establish and maintain an effective compliance culture based on advice and discussions from its Associated Persons. Accordingly, Associated Persons will meet with the CCO, in addition to the Annual Review, to discuss, explain, and when necessary, define relevant compliance issues. As part of this process, the Company will consider any potential and real conflicts of interest, including a review of the backgrounds of its Advisors with any information which may increase risk for the Company. Examples of these risk include disciplinary events, complaints, financial risks, and any use of associated securities in client accounts/portfolios.

SmartRIA Compliance Tool

The SmartRIA online compliance tool will be used to disseminate compliance and operational content, trainings, and acknowledgements out to Advisors in a streamlined way. Advisors are required to complete each assigned task by the due date determined by the Company. Advisors are responsible for all content within SmartRIA, and similarly, must train administrative office staff on content applicable to delegated office duties. Administrative staff may not sign off on content within SmartRIA content on behalf of Advisors.

17. Client Privacy

The SEC's Regulation S-P (Privacy of Consumer Financial Information), which was adopted to comply with Section 504 of the Gramm-Leach-Bliley Act, requires the Company to disclose to clients its policies and procedures regarding the use and safekeeping of client records and information.

Information is collected from clients at the inception of their accounts and occasionally thereafter, primarily to determine accounts' investment objectives and financial goals and to assist in providing clients with requested services.

While WWA strives to keep client information up to date, clients are requested to monitor any information provided to them for errors, and to provide accurate updated information.

Additionally, the SEC has adopted amendments to Rule 30 under Regulation S-P which require financial institutions to adopt written policies and procedures to properly dispose of sensitive consumer information. The amendments are designed to protect consumers against the risks associated with unauthorized access to information and mitigate the possibility of fraud and related crimes, including identity theft.

Definitions

Non-public information means: 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 three categories of information:

- *Information Supplied by client.* Any information that is provided by a client or prospective client to the Company in order to obtain a financial product or service. This would include information or material given to the Company when entering into an investment advisory agreement, such as social security numbers, dates of birth, contra account numbers, statements, bank account information, and the like.
- *Information Resulting from Transaction.* Any information that results from a transaction with the client or any services performed for the client. This category would include information about TD account numbers, balances, securities positions, financial products purchased or sold through a broker/dealer, bank account information, and the like.
- *Information Obtained in Providing Products or Services.* Any information obtained by the Company from a consumer report or other outside source which is used by the Company to verify information that a client or prospective client has given on an application for advisory services.

Requirements

Under Regulation S-P, the Company is required to:

1. Adopt policies and procedures to safeguard customer information,
2. Send an initial and annual Privacy Notice to all clients, and
3. Issue an opt-out notice if the Company shares information with third party non- affiliates.

A copy of the Company's Privacy Notice is attached to this manual as Appendix B. Appendix A vs Appendix B?

Regulation S-P requires disclosure of the types of nonpublic personal information the Company collects and whether it shares information with affiliates or non-affiliates. Specifically, the Company's privacy notices must contain the information listed below, unless the disclosure does not apply to the Company's practices at which time the notice can be silent:

1. Categories of nonpublic information collected,
2. Categories of nonpublic personal information disclosed, if applicable,
3. Categories of affiliates and non-affiliated third parties to whom information is disclosed, and
4. Categories of nonpublic personal information disclosed about former customers and the categories to whom the information is disclosed.

Do Not Share Policy

The Company will not disclose personal financial information about any client to non-affiliated third parties except as necessary to establish and manage the client's account(s) or as required by law. In these situations, personal financial information about a client may be provided to the broker/dealer or other custodian maintaining these accounts.

Internal Procedures

The CCO will consider the level of risk that client information may be misused, altered, stolen, or destroyed, and maintain physical, electronic, and procedural safeguards that comply with federal standards to guard each client's personal financial information. The safeguards will:

1. Ensure the security and confidentiality of customer records and information,
2. Protect against any anticipated threats or hazards to the security or integrity of customer records and information, and
3. Protect against unauthorized access to or use of customer records or information that could result in substantial harm or inconvenience to any customer.

The CCO will ensure that the following safeguards are maintained:

1. Electronic copies of client personal and non-personal financial information including information contained within the financial questionnaire, risk questionnaire, Custodial documents, and the like will be maintained within the electronic systems used by the Company. Access to client personal financial information will be restricted to the client's Advisor, the CCO and others the CCO determines have a 'need to know', and
2. Hard copies of client personal and non-personal financial information retained within the local office of each Advisor must be secured (locked) after normal business hours, and
3. All Associated Persons will be informed of the Company's security safeguards.

Delivery Procedures

Initial Privacy Notice Delivery

Each client will be provided with a copy of the Privacy Notice upon opening his/her account. The client is required to acknowledge receipt of the privacy notice in writing, and the acknowledgment will be maintained in the client's file. The privacy notice may be included on Part II, Schedule F of Form ADV.

Annual Privacy Notice Delivery

Each client of the Company will be provided with a copy of the Privacy Notice on an annual basis. A centralized Privacy file will contain a copy of the annual Privacy Notice and a list of the clients which were delivered a copy of the Notice. The Company does provide an up-to-date copy of its Privacy Notice on its website.

Revised Privacy Notice

Each client will be promptly provided with a copy of the Company's Privacy Notice if there is a change in the Company's collection, sharing, or security practices.

Written Information Security Program

WWA strives to: (a) ensure the security and confidentiality of current and former client records and information, (b) protect against any anticipated threats or hazards to the security or integrity of current and former client records and information, and (c) protect against unauthorized access to or use of current and former client records and information that could result in substantial harm or inconvenience to any current and former client. Accordingly, the following procedures will be followed:

Confidentiality. Associated Persons shall maintain the confidentiality of information acquired in connection with their employment with the Company, with particular care taken regarding non-public personal information. Associated Persons shall not disclose non-public personal information, except to persons who have a bona-fide business need to know the information in order to serve the business purposes of the Company and/or clients. The Company does not disclose, and no employee may disclose, any non-public personal information about a client or former client other than in accordance with these procedures.

Information Systems. The Company has established and maintains its information systems, including hardware, software and network components and design, in order to protect and preserve non-public personal information.

Passwords and Access. Associated Persons use passwords for computer access, as well as for access to specific programs and files. Non-public personal information shall be maintained, to the extent possible, in computer files that are protected by means of a password system secured against unauthorized access.

Access to specific the Company databases and files shall be given only to employees who have a bona-fide business need to access such information. Passwords shall be kept confidential and shall not be shared except as necessary to achieve such business purpose. User identifications and passwords shall not be: stored on computers without access controls, written down, or stored in locations where unauthorized persons may discover them. Passwords shall be changed if there is reason to believe passwords have been compromised. All access and permissions for terminated employees shall be removed from the network system promptly upon notification of the termination.

To avoid unauthorized access, Associated Persons shall close out programs and lock their terminals when they leave the office for an extended period of time and overnight. Terminals shall be locked when not in use during the day and laptops shall be secured when leaving the Company premises. Confidentiality shall be maintained when accessing the Company network remotely through the implementation of appropriate firewalls and encrypted transmissions.

System Failures. The Company will maintain appropriate programs and controls (which may include anti-virus protection and firewalls) to detect, prevent and respond to attacks, intrusions or other systems failures.

Electronic Mail. As a rule, Associated Persons shall treat e-mail in the same manner as other written communications. However, Associated Persons shall assume that e-mail sent from the Company computers is not secure and shall avoid sending e-mails that include non-public personal information to the extent practicable. E-mails that contain non-public personal information (whether sent within or outside the Company) shall have the smallest possible distribution in light of the nature of the request made.

Disposal. Electronic media, on which non-public personal information is stored, shall be formatted and restored to initial settings prior to any sale, donation, or transfer of such equipment.

Documents. Associated Persons shall avoid placing documents containing non-public personal information in office areas where they could be read by unauthorized persons, such as in photocopying areas or conference rooms. Documents that are being printed, copied or faxed shall be attended to by appropriate Associated Persons. Documents containing non-public personal information which are sent by mail, courier, messenger or fax, shall be handled with appropriate care. Associated Persons may only remove documents containing non-public personal information from the premises for bona-fide work purposes. Any non-public personal information that is removed from the premises must be handled with appropriate care and returned to the premises as soon as practicable.

Discussions. Associated Persons shall avoid discussing non-public personal information with, or in the presence of, persons who have no need to know the information. Associated Persons shall not discuss non-public personal information in public locations, such as elevators, hallways, public transportation, or restaurants.

Access to Offices and Files. Access to offices, files or other areas where non-public personal information may be discussed or maintained is limited, and Associated Persons shall enter such locations for valid business purposes only. Meetings with clients shall take place in conference rooms or other locations where non-public personal information will not be generally available or audible to others. Visitors shall generally not be allowed in the office unattended.

Old Information. Non-public personal information that is no longer required to be maintained shall be destroyed and disposed of in an appropriate manner.

Identity Theft. An identity thief can obtain a victim's personal information through a variety of methods. Therefore, Associated Persons shall take the following actions to prevent identity theft:

1. When providing copies of information to others, Associated Persons shall make sure that non-essential information is removed and that non-public personal information which is not relevant to the transaction is either removed or redacted,
2. The practice of "dumpster diving" provides access for a would-be thief to a victim's personal information. Therefore, when disposing of paper documents, paperwork containing non-public personal information shall be shredded or otherwise destroyed,
3. To avoid a fraudulent address change, requests must be verified before they are implemented and confirmation notices of such address changes shall be sent to both the new address and the old address of record,
4. Associated Persons may be deceived by pretext calling, whereby an "information broker" or "identity thief" posing as a client, provides portions of the client's non-public personal information (i.e., Social Security number) in an attempt to convince an Associated Person to provide additional information over the phone, which can be used for fraudulent purposes. Associated Persons shall make every reasonable precaution to confirm the identity of the client on the phone before divulging non-public personal information, and
5. The Company prohibits the display of Social Security numbers on any documents that are generally available or widely disseminated (i.e., mailing lists, quarterly reports, etc.).

Associated Persons could be responsible for identity theft through more direct means. Insider access to information could permit a dishonest Associated Person to sell consumers' personal information or to use it for fraudulent purposes. Such action is cause for disciplinary action at the Company's discretion, up to and including termination of employment as well as referral to the appropriate civil and/or criminal legal authorities.

18. Code of Ethics

General

This is the Code of Ethics of WWA. The Company's Personal Securities Transactions reporting and Insider Trading Procedures can be found in this Code.

Standards of Business Conduct

This Code of Ethics requires all associated and supervised persons to adhere to the strictest and highest level of ethical standards. In fulfilling the Company’s fiduciary duties, t all times, associated and supervised persons must act within client’s bests interests and must maintain the highest level of honesty and integrity. Any breach of these requirements shall be reported to the CCO, or a designee immediately. Lack of compliance with these requirements may subject any associate and supervised person to disciplinary action.

This Code of Ethics is predicated on the principle the Company and its Advisors owe/owes a fiduciary duty to its clients. Accordingly, Associated Persons must avoid activities, interests and relationships that run contrary (or appear to run contrary) to the best interests of clients. At all times, the Company shall:

- *Place client interests ahead of the Company’s*—As a fiduciary, the Company will serve in its clients’ best interests. In other words, Associated Persons may not benefit at the expense of advisory clients. This concept is particularly relevant when Associated Persons are making personal investments in securities traded by advisory clients.
- *Engage in personal investing that is in full compliance with the Company’s Code of Ethics*—Associated Persons must review and abide by the Company’s Personal Securities Transaction and Insider Trading Policies.
- *Avoid taking advantage of your position*—Associated Persons must not accept investment opportunities, gifts or other gratuities from individuals seeking to conduct business with the Company, or on behalf of an advisory client, unless in compliance with the Gift Policy below.
- *Maintain full compliance with the Federal Securities Laws*—Associated Persons must abide by the standards set forth in Rule 204A-1 under the Investment Advisers Act [17j-1].

Any questions with respect to the Company’s Code of Ethics should be directed to the CCO. As discussed in greater detail below, Associated Persons must promptly report any violations of the Code of Ethics to the CCO. All reported Code of Ethics violations will be treated on an anonymous basis.

Definitions

CCO: Chief Compliance Officer per rule 206(4)-7 of the Investment Advisers Act of 1940.

The Company has designated William Gastl as its Chief Compliance Officer.

Supervised Person: All directors, officers, and partners of the Company (or other persons occupying a similar status or performing similar functions), employees of the Company, and any other person who provides advice on behalf of the Company and is subject to the Company’s supervision and control.

Access Person: Any of the Company's Associated Persons who have access to nonpublic information regarding any clients' purchase or sale of securities, or nonpublic information regarding the portfolio holdings of any reportable fund, or any Associated Person who is involved in making securities recommendations to clients, or who has access to such recommendations that are nonpublic. If providing investment advice is the Company's primary business, all of the Company's directors, officers and partners are presumed to be access persons.

Associated Person: For purposes of the Code of Ethics, all Access Persons and Supervised Persons are referred to as Associated Persons.

Beneficial Ownership: Associated Persons are considered to have beneficial ownership of securities if they have or share a direct or indirect pecuniary interest in the securities. They have a pecuniary interest in securities if they have the ability to directly or indirectly profit from a securities transaction.

The following are examples of indirect pecuniary interests in securities:

1. Securities held by members of Associated Persons' immediate family sharing the same household. Immediate family means any child, stepchild, grandchild, parent, stepparent, grandparent, spouse, sibling, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, or sister-in-law. Adoptive relationships are included,
2. Associated Person's interests as a general partner in securities held by a general or limited partnership, and
3. Associated Person's interests as a manager/member in the securities held by a limited liability company.

Associated Persons do not have an indirect pecuniary interest in securities held by entities in which they hold an equity interest unless they are a controlling equity holder, or they share investment control over the securities held by the entity.

The following circumstances constitute beneficial ownership by Associated Persons of securities held by a trust:

1. Ownership of securities as a trustee where either the Associated Person or members of the immediate family have a vested interest in the principal or income of the trust,
2. Ownership of a vested beneficial interest in a trust, and
3. An Associated Person's status as a settlor/grantor of a trust unless the consent of all of the beneficiaries is required in order for the Associated Person to revoke the trust.

Reportable Security: any note, stock, treasury stock, bond, debenture, evidence of indebtedness, certificate of interest or participation in any profit-sharing agreement, collateral- trust certificate, pre-organization certificate or subscription, transferable share, investment contract, voting-trust certificate, certificate of deposit for a security, fractional undivided interest in oil, gas, or other mineral rights, any put, call, straddle, option, or privilege on any security (including a certificate of deposit) or on any group or index of securities (including any interest therein or based on the value thereof), or any put, call, straddle, option, or privilege entered into on a national securities exchange relating to foreign currency, or, in general, any interest or instrument commonly known as a "security," or any certificate of interest or participation in, temporary or interim certificate for, receipt for, guaranty of, or warrant or right to subscribe to or purchase any of the foregoing.

Reportable Security does not include:

1. Direct obligations of the Government of the United States,
2. Bankers' acceptances, bank certificates of deposit, commercial paper, and high-quality short-term debt instruments, including repurchase agreements,
3. Shares issued by money market funds,
4. Shares issued by open-end funds other than reportable funds, and
5. Shares issued by unit investment trusts that are invested exclusively in one or more open-end funds, none of which are reportable funds

Initial Public Offering: An offering of securities registered under the Securities Act of 1933, the issuer of which, immediately before the registration, was not subject to the reporting requirements of Section 13 or Section 15(d) of the Securities Exchange Act of 1934.

Limited Offering: An offering that is exempt from registration under the Securities Act of 1933 pursuant to Section 4(2) or Section 4(6) thereof or pursuant to Rule 504, Rule 505, or Rule 506 thereunder.

Conflict of Interest: For the purposes of this Code of Ethics, a “conflict of interest” will be deemed to be present when an individual’s private interest interferes in anyway, or even appears to interfere, with the interests of a client, the Company, or one or more of its affiliates, as a whole.

Prohibitions on Personal Securities Transactions Prohibitions

Initial Public Offerings (IPOs): Except in a transaction exempted by the “Exempted Transactions” section of this Code of Ethics, no Associated Person may acquire, directly or indirectly, beneficial ownership in any securities in an Initial Public Offering without first obtaining pre clearance from the CCO.

Limited or Private Offerings: Except in a transaction exempted by the “Exempted Transactions” section of this Code of Ethics, no Associated Person may acquire, directly or indirectly, beneficial ownership in any securities in a Limited or Private Offering without first obtaining pre clearance from the CCO. If authorized, Associated Persons are required to disclose their investment when they play a part in any client’s subsequent consideration of an investment in the issuer.

Timing of Personal Transactions: If the Company is considering for purchase/sale or purchasing/selling any Reportable Security on behalf of a client account, no Access Person may effect a transaction in that Reportable Security prior to the client purchase/sale having been completed by the Company, or until a decision has been made not to purchase/sell the Reportable Security on behalf of the Client Account and in accordance with the Company’s pre clearance and blackout policy, if any.

Exempted Transactions

The prohibitions of this section of this Code of Ethics shall not apply to:

- Purchases or sales affected in any account over which the Access Persons have no direct or indirect influence or control.
- Purchases which are part of an automatic investment plan, including dividend reinvestment plans.

- Purchases effected upon the exercise of rights issued by an issuer pro rata to all holders of a class of its securities, to the extent such rights were acquired from such issuer, and sales of rights so acquired.
- Acquisition of securities through stock dividends, dividend reinvestments, stock splits, reverse stock splits, mergers, consolidations, spin-offs, and other similar corporate reorganizations or distributions generally applicable to all holders of the same class of securities.
- Open-end investment company shares other than shares of investment companies advised by the Company or its affiliates or sub-advised by the Company.
- Certain closed-end index funds
- Unit investment trusts

Prohibited Activities

Conflicts of Interest

The Company has an affirmative duty of care, loyalty, honesty, and good faith to act in the best interest of its clients. All Associated Persons must refrain from engaging in any activity or having a personal interest that presents a "conflict of interest." A conflict of interest may arise if the Associated Person's personal interest interferes, or appears to interfere, with the interests of the Company or its clients. A conflict of interest can arise whenever an Associated Person acts or has an interest that makes it difficult for him/her to perform his/her duties and responsibilities at the Company honestly, objectively and effectively.

While it is impossible to describe all of the possible circumstances under which a conflict of interest may arise, below are situations that most likely could result in a conflict of interest and that are prohibited under this Code of Ethics:

- Associated Persons may not favor the interest of one client over another client (e.g., larger accounts over smaller accounts, accounts compensated by performance fees over accounts not so compensated, accounts in which employees have made material personal investments, accounts of close friends or relatives of Associated persons). This kind of favoritism would constitute a breach of fiduciary duty.
- Associated Persons are prohibited from using knowledge about pending or currently considered securities transactions for clients to profit personally, directly, or indirectly, as a result of such transactions, including by purchasing or selling such securities.

Associated Persons are prohibited from recommending, implementing, or considering any securities transaction for a client without having disclosed any material beneficial ownership, business or personal relationship, or other material interest in the issuer or its affiliates, to the CCO. If the CCO deems the disclosed interest to present a material conflict, the investment personnel may not participate in any decision-making process regarding the securities of that issuer.

Gifts and Entertainment

Associated Persons should not accept inappropriate gifts, favors, entertainment, special accommodations, or other things of material value that could influence their decision-making or make them feel beholden to a person or firm. Similarly, Associated Persons should not offer gifts, favors, entertainment or other things of value that could be viewed as overly generous or aimed at influencing decision-making or making a client feel beholden to the firm or the Associated Person.

No Associated Person may receive any gift, service, or other thing of more than de minimis value of from any person or entity that does business with or on behalf of the Company. No Associated Person may give or offer any gift of more than de minimis value to existing clients, prospective clients, or any entity that does business with or on behalf of the Company without written pre-approval by the CCO. The annual receipt of gifts from the same source valued at $100.00 or less shall be considered de minimis. Additionally, the receipt of an occasional dinner, a ticket to a sporting event or the theater, or comparable entertainment also shall be considered to be of de minimis value.

Bribes and kickbacks are criminal acts, strictly prohibited by law. Supervised persons must not offer, give, solicit, or receive any form of bribe or kickback.

Political and Charitable Contributions
Associated Persons making political contributions, in cash or services, must report each such contribution to the CCO, who will compile, and report thereon as required under relevant regulations. Associated Persons are prohibited from considering the Company's current or anticipated business relationships as a factor in soliciting political or charitable donations.

Confidentiality
Associated Persons shall respect the confidentiality of information acquired in the course of their work and shall not disclose such information, except when they believe they are authorized or legally obliged to disclose the information. They may not use confidential information acquired in the course of their work for their personal advantage. Associated Persons must keep all information about clients (including former clients) in strict confidence, including the client's identity (unless the client consents), the client's financial circumstances, the client's security holdings, and advice furnished to the client by the Company.

Service on a Board of Directors
Associated Persons shall not serve on the board of directors of publicly traded companies without the prior authorization of the CCO. Any such approval may only be made if it is determined that such board service will be consistent with the interests of the clients and of the Company, and that such person serving as a director will be isolated from those making investment decisions with respect to such company by appropriate procedures. A director of a private company may be required to resign, either immediately or at the end of the current term, if the company goes public during his or her term as director.

Case-by-Case Exemptions
Because no written policy can provide for every possible contingency, the CCO may consider granting additional exemptions from all Prohibitions on a case-by-case basis. Any request for such consideration must be submitted to the CCO in writing. Exceptions will only be granted in those cases in which the CCO determines that granting the request will not create any potential, apparent or actual conflicts of interest.

Personal Securities Transactions Procedures and Reporting

Pre-Clearance Procedure

For any activity where it is indicated in the Code of Ethics that pre-clearance is required, the following procedure must be followed:

- Pre-clearance requests must be submitted by the requesting Associated Person to the CCO in writing. The request must describe in detail what is being requested and any relevant information about the proposed activity,
- The CCO will respond in writing to the request as quickly as is practical, either giving an approval or declination of the request, or requesting additional information for clarification,
- Pre-clearance authorizations expire 48 hours after the approval, unless otherwise noted by the CCO on the written authorization response, and
- Records of all pre-clearance requests and responses will be maintained by the CCO for monitoring purposes and ensuring the Code of Ethics is followed.

Pre-Clearance Exemptions

The pre-clearance requirements of this section of this Code of Ethics shall not apply to:

- Purchases or sales affected in any account over which the access person has no direct or indirect influence or control,
- Purchases which are part of an automatic investment plan, including dividend reinvestment plans,
- Purchases effected upon the exercise of rights issued by an issuer pro rata to all holders of a class of its securities, to the extent such rights were acquired from such issuer, and sales of rights so acquired,
- Acquisition of securities through stock dividends, dividend reinvestments, stock splits, reverse stock splits, mergers, consolidations, spin-offs, and other similar corporate reorganizations or distributions generally applicable to all holders of the same class of securities,
- Open end investment company shares other than shares of investment companies advised by the firm or its affiliates or sub-advised by the firm,
- Certain closed-end index funds,
- Structured Notes, and
- Unit investment trusts.

Reporting Requirements

Initial and Annual Holdings Reports

Every Access Person shall, no later than ten days after the person becomes an Access Person and annually thereafter, file an initial holdings report containing the following information:

- The title, exchange ticker symbol or CUSIP number, type of security, number of shares and principal amount of each Reportable Security in which the Access Person had any direct or indirect beneficial ownership when the person becomes an Access Person,
- The name of any broker, dealer, or bank with whom the Access Person maintained an account in which any securities were held for the direct or indirect benefit of the Access Person, and

- The date that the report is submitted by the Access Person.

Quarterly Reports
Every Access Person shall, no later than ten (10) days after the end of calendar quarter, file transaction reports containing the following information:

- For each transaction involving a Reportable Security in which the Access Person had, or as a result of the transaction acquired, any direct or indirect beneficial ownership, the Access Person must provide the date of the transaction, the title, exchange ticker symbol or CUSIP number, type of security, the interest rate and maturity date (if applicable), number of shares and principal amount of each involved in the transaction,
- The nature of the transaction (e.g. purchase, sale),
- The price of the security at which the transaction was affected,
- The name of any broker, dealer, or bank with or through the transaction was affected, and
- The date that the report is submitted by the Access Person.

Access Persons may use duplicate brokerage confirmations and account statements in lieu of submitting quarterly transaction reports, provided that all of the required information is contained in those confirmations and statements.

Reporting Exemptions
The reporting requirements of this section of this Code of Ethics shall not apply to:

- Any report with respect to securities over which the Access Person has no direct or indirect influence or control,
- Transaction reports with respect to transactions effected pursuant to an automatic investment plan, including dividend reinvestment plans, and
- Transaction reports if the report would contain duplicate information contained in broker trade confirmations or account statements that the firm 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.

Report Confidentiality
All holdings and transaction reports will be held strictly confidential, except to the extent necessary to implement and enforce the provisions of the code or to comply with requests for information from government agencies.

Monitoring of Personal Securities Transactions
The Company is required by the Investment Advisers Act to review Access Persons’ personal securities transactions and reports periodically. Casey Eitler will conduct the CCO personal securities transactions reviews.

A copy of the Company’s reporting forms is attached to this manual as Appendix C.

Certification of Compliance

Initial Certification

The Company is required to provide all Associated Persons with a copy of the Code. All Associated Persons are to certify in writing that they have: (a) received a copy of the Code, (b) read and understand all provisions of the Code, and (c) agreed to comply with its terms. The Company requires that all Associated Person review, execute and return this Form to ensure they have received a copy of the Code.

Acknowledgement of Amendments

The Company must provide Associated Persons with any amendments to the Code and Associated Persons must submit a written acknowledgement that they have received, read, and understood the amendments to the Code.

Annual Certification

All Associated Persons must annually certify that they have read, understood, and complied with the Code Of Ethics and that the Associated Persons has made all of the reports required by the Code and has not engaged in any prohibited conduct.

The CCO shall maintain records of these certifications of compliance.

Reporting Violations

All Associated Persons must report violations of the Company's Code of Ethics promptly to the CCO. If the CCO is involved in the violation or is unreachable, Associated Persons may report directly to the Company's Management. All reports of violations will be treated confidentially to the extent permitted by law and investigated promptly and appropriately. Persons may report violations of the Code of Ethics on an anonymous basis. Examples of violations that must be reported are (but are not limited to):

- noncompliance with applicable laws, rules, and regulations,
- fraud or illegal acts involving any aspect of the Company's business,
- material misstatements in regulatory filings, internal books and records, clients records or reports,
- activity that is harmful to clients, and
- deviations from required controls and procedures that safeguard clients and the Company.

No retribution will be taken against a person for reporting, in good faith, a violation or suspected violation of this Code of Ethics.

Retaliation against an individual who reports a violation is prohibited and constitutes a further violation of the Code.

Compliance Officer Duties

Training and Education

The CCO shall be responsible for training and educating Associated Persons regarding the code. Training will occur periodically as needed and all Associated Persons are required to attend any training sessions or read any applicable materials.

Recordkeeping
The CCO shall ensure that the Company maintains the following records in a readily accessible place:

- A copy of each Code of Ethics that has been in effect at any time during the past five years,
- A record of any violation of the Code and any action taken as a result of such violation for 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 for each person who is currently, or within the past five years was, a Supervised Person. These records must be kept for five years after the individual ceases to be a Supervised Person of the Company,
- Holdings and transactions reports made pursuant to the Code, including any brokerage confirmation and account statements made in lieu of these reports,
- A list of the names of persons who are currently, or within the past five years were, Access Persons,
- A record of any decision and supporting reasons for approving the acquisition of securities by Access Persons in initial public offerings and limited offerings for at least five years after the end of the fiscal year in which approval was granted,
- A record of any decisions that grant employees or Access Persons a waiver from or exception to the Code.

Annual Review
The CCO and his staff will review on an annual basis the adequacy of the Code of Ethics to ensure the effectiveness of the code.

Sanctions
Any violations discovered by or reported to the CCO shall be reviewed and investigated promptly and reported through the CCO to the Supervisor. Such report shall include the corrective action taken and any recommendation for disciplinary action deemed appropriate by the CCO. Such recommendation shall be based on, among other things, the severity of the infraction, whether it is a first or repeat offense, and whether it is part of a pattern of disregard for the letter and intent of this Code of Ethics. Upon recommendation of the CCO, the Supervisor may impose such sanctions for violation of this Code of Ethics as it deems appropriate, including, but not limited to:

- letter of censure,
- suspension or termination of the employment,
- reversal of a securities trade at the violator’s expense and risk, including disgorgement of any profit, and
- referral to law enforcement or regulatory authorities in serious cases.

Insider Trading
It is the policy of the Company that no Investment Adviser may engage in what is commonly known as “insider trading.” Specifically, the Company prohibits:

- Trading, either in a Reportable Account or on behalf of any other person (including client accounts), on the basis of material nonpublic information, or

- Communicating material nonpublic information to others in violation of the law.

Insider Trading Policy
Section 204A of the Investment Advisers Act requires every Investment Adviser to establish, maintain, and enforce written policies and procedures reasonably designed to prevent the misuse of material, nonpublic information by such Investment Adviser or any Associated Person with such Investment Adviser. In accordance with Section 204A of the Act, the Company has instituted procedures to prevent the misuse of nonpublic information.

In the past, securities laws have been interpreted to prohibit the following activities:

- Trading by an insider while in possession of material non-public information, or
- Trading by a non-insider while in possession of material non-public information, where the information was disclosed to the non-insider in violation of an insider's duty to keep it confidential, or
- Communicating material non-public information to others in breach of a fiduciary duty.

Who Is Covered by the Policy?
This policy covers all of the Company's Associated Persons as well as all transactions in any securities participated in by family members, trusts or corporations directly or indirectly controlled by such persons. In addition, the policy applies to transactions engaged in by corporations in which the Associated Person is an officer, director or 10% or greater stockholder and a partnership of which the Associated Person is a partner unless such person has no direct or indirect control over the partnership.

Material Information
Individuals may not be held liable for trading on inside information unless the information is material. Advance knowledge of the following types of information is generally regarded as material:

- Dividend or earnings announcements,
- Write-downs or write-offs of assets,
- Additions to reserves for bad debts or contingent liabilities,
- Expansion or curtailment of company or major division operations,
- Merger, joint venture announcements,
- New product/service announcements,
- Discovery or research developments,
- Criminal, civil and government investigations, and indictments
- Pending labor disputes,
- Debt service or liquidity problems,
- Bankruptcy or insolvency problems,
- Tender offers, stock repurchase plans, etc., and
- Recapitalization.

Information provided by a company could be material because of its expected effect on a particular class of a company's securities, all of the company's securities, the securities of another company, or the securities of several companies. The misuse of material non-public information applies to all types of securities, including equity, debt, commercial paper, government securities and options.

Material information does not have to relate to a company's business. For example, material information about the contents of an upcoming newspaper column may affect the price of a security, and therefore be considered material.

Non-Public Information

In order for issues concerning insider trading to arise, information must not only be material, but also non-public as well.

Once material, non-public information has been effectively distributed to the investing public, it is no longer classified as material, non-public information. However, the distribution of non-public information must occur through commonly recognized channels for the classification to change. In addition, the information must not only be publicly disclosed, there must be adequate time for the public to receive and digest the information. Lastly, non-public information does not change to public information solely by selective dissemination.

Associated Persons must be aware that even when there is no expectation of confidentiality, a person may become an insider upon receiving material, non-public information. Whether the "tip" made to the Associated Person makes such person a "tipee" depends on whether the corporate insider expects to benefit personally, either directly or indirectly, from the disclosure.

"Benefit" is not limited to a present or future monetary gain; it could be a reputational benefit or an expectation of a quid pro quo from the recipient by a gift of the information. Associated Persons may also become insiders or "tipees" if they obtain material, non-public information by happenstance, at social gatherings, by overhearing conversations, etc.

Selective Disclosure

Associated Persons must never disclose the composition of client portfolios to outside third- parties unless:

1. the information is otherwise publicly available, or
2. directed to do so by the client pursuant to fully disclosed selective disclosure practices specific to the client and with the approval of the CEO.

Federal securities laws may specifically prohibit the dissemination of such information and doing so may be construed as a violation of the Company's fiduciary duty to clients. Selectively disclosing the portfolio holdings of a client's portfolio to certain investors or outside parties may also be viewed as the Company engaging in a practice of favoritism. All inquiries that are received by Associated Persons to disclose portfolio holdings must be immediately reported to the CCO.

Fair Dealing vs. Self-Dealing

Advisory Representatives shall act in a manner consistent with the obligation to deal fairly with all clients when taking investment action. The Company will not tolerate self-dealing for personal benefit or the benefit of the Company at the expense of clients.

Front Running

"Front running" and "scalping" refer to the buying or selling of securities in a Reportable Account, prior to clients, in order to benefit from any price movement that may be caused by client transactions or the Company's recommendations regarding the security. It also includes buying or selling options, rights, warrants, futures contracts, convertible securities, or other securities that are related to a security in which clients may affect transactions or which the Company may make recommendations. **The Company strictly prohibits these practices.**

19. Disaster Recovery/Business Continuity Plan

A copy of the Firm's Disaster/Business Continuity Plan is incorporated as Addendum A.

20. Branch Office Procedures

Introduction

Associated Person. For purposes of this section, all full time and part time employees and sub-contractors are collectively referred to as "Associated Persons."

Non-Registered Branch Offices. Any location of the Company at which one or more Associated Persons regularly conduct the business of rendering investment advice or any location that is held out as a "Non-Registered Branch Office."

The CCO has the responsibility to help ensure that Non-Registered Branch Office locations are reasonably supervised. The CCO may appoint a designee to supervise any branch office location taking into consideration, among other things, the:

- number of Associated Persons operating at the office location,
- scope of business activities conducted at the office location,
- volume of business done,
- disciplinary history of the Associated Persons at the office location.

Questions

Any questions concerning the branch office procedures should be directed to the CCO rather than speculating on the answer.

Outside Offices and Locations

Supervision of branch offices and their Associated Persons is the responsibility of the CCO or any designee.

The following functions may not take place at the Branch Offices:

- The Branch Office shall not enter into advisory contracts on behalf of the Company,
- Neither the Branch Office nor any of the Associated Persons operating out of the branch office in serious cases, shall have the authority to approve advertising or sales literature, and

- Neither the Branch Office nor any of the Associated Persons operating out of the Branch Office shall contractually obligate the Company through third party vendor relationships.

Associated Persons operating out of the Branch Office are required to participate in at least one annual compliance meeting with the home office. Such meeting may be conducted by phone.

The Company Internal Staff Procedures

Internal staff employed direct by the Company conduct business based on the general outline of duties and responsibilities as follows:

- **Operations Manager:** Oversees internal staff and designs internal processes and procedures. Assists with any escalated requests or complaints. Conducts advanced trainings with new Advisors. Prepares accounts for monthly billing cycle. Assists with compliance oversight audits through SmartRIA. Coordinates with CEO, CCO, third-party investment advisory firms and vendors to reach company objectives.
- **Investment Advisory Operations Specialist:** Monitors incoming daily ticket requests, quality checking for content and contractual paperwork requirements. Communicates with Advisors through ticketing system and facilitates all communication with the Custodian and Fusion Capital Management staff. Fields daily written and verbal communication with Advisors and assists with tasks as delegated by the Manager.
- **Advisor Onboarding Specialist:** Facilitates all new Advisor onboarding tasks, including systems set-up, systems training, and all introductory training content. Fields daily written and verbal communication with Advisors and assists with tasks as delegated by the Manager.

Client Contracts

All clients are required to enter into a written agreement for services prior to the Company providing services on behalf of the client account. Clients shall be provided with copies of all signed agreements by the Advisor in the Branch Office or by the Home Office at the time of execution. Associated Persons are expressly prohibited from altering pre-printed/established language on Client Agreements. Requests for changes should be referred to the CCO for review and pre-approval.

Client Address Changes

By the close of business on the day of receipt, it is the representative's responsibility to notify the CCO or the designee, in writing of client address changes. Upon receipt, the CCO or the designee shall forward the written request to the applicable broker/dealer and/or custodian. Upon receipt the applicable broker/dealer/custodian will issue a confirmation letter.

Custody of Client Assets

Associated Persons are prohibited from engaging in any activities that result in the Company assuming custody of advisory client accounts. If an Associated Person inadvertently receives client funds or securities, they must notify the CCO or designee immediately. The CCO or designee shall instruct the Associated Person on appropriate procedures on dealing with such scenarios in accordance with the Company's Compliance Manual.

Additionally, Associated Persons are prohibited from serving as a trustee, executor, or any other capacity that triggers a custody arrangement for a client's account unless the account is for a relative, defined as an immediate family member, of the Associated Person or the Associated Person has a personal relationship with the client. All such arrangements must be evaluated and approved by the CCO.

TD Retail Account Conversions

Client accounts held at TD Ameritrade Institutional may be converted to TD Retail at the discretion of the Company. A TD Retail account conversion removes Wealth Watch authorization and management services from the client account, including trading discretion, billing permission, and online visibility. Circumstances prompting a TD Retail account conversion may include but are not limited to: the failure of a client to respond to their Advisor, to complete necessary Wealth Watch contractual paperwork, to comply with compliance requirements, to adhere to the trading and transacting best practices, etc. An account may also be converted to TD Retail if the assigned Advisor is no longer associated with Wealth Watch. After a TD Retail conversion, clients may receive a written notice from Wealth Watch, and will receive a welcome letter from TD Retail directly to their address of record. TD Ameritrade remains the underlying custodian, and clients retain their account ownership and access throughout the transition.

Billing Process Overview

Fees are assessed direct from client accounts at the Custodian on a monthly basis and in advance. Fee and payout schedules are applied to each individual account in Orion in accordance with the total fee, WRAP vs. Non-WRAP, and Managed vs. Non-Managed designations indicated on the signed Investment Advisory Agreement. Fee deductions per account are calculated through Orion, and the Custodial fee files is generated based on the calculation results. Newly opened and funded Managed client accounts that have not yet been invested into a model are allowed a 30-day billing “grace period” from the day the account is funded before a fee is deducted from the account. If at least 30 days pass and a newly opened and funded Managed account has not yet been invested, “Fixed Costs” billing will be assigned to the account, which will bill the Advisor directly for the administrative cost of the account indefinitely until the account is invested in a model. Fixed Costs is applied to an account as an incentive to invest the account into a model at least after 30 days, and in accordance with the Company’s recommendation that a client account should not be opened or funded until an investment plan is in place. Once a Managed client account is invested into an available model allocation, the total advisory fee will then be billed to the client account on an ongoing basis. The Company collects the total fee from client accounts direct from the Custodian and calculates the portions due to each respective party between the Advisor, the Manager, and the Company. Payment is delivered direct from the Company to each respective party on a monthly basis, unless a unique fee delivery method is arranged otherwise.

Privacy Policy

Associated Persons are prohibited from sharing or disclosing client personal information to any non-affiliated third party except as necessary to establish and manage the client’s account(s), as required by regulation or law, or as directed in writing by the client.

Disclosure Documents

Each Advisor is required to provide a copy of the Company’s current Form ADV Part 2, ADV Part 3, and Privacy Notice before or at the time it enters into an Advisory Contract with a client.

Disciplinary Proceedings

Any Advisor that is currently, or should become, the subject of any disciplinary proceedings must notify the CCO immediately. The following facts, among others, are considered material:

Court Proceedings (Criminal and Civil)

- The Company or an Advisor of the Company has been permanently or temporarily enjoined from engaging in investment-related activities,
- The Company or an Advisor of the Company has been convicted of or has pled guilty or nolo contendere to a felony or misdemeanor involving an investment-related business, fraud, making false statements or omissions, wrongful taking of property, bribery, forgery, counterfeiting, or extortion, and
- The Company or an Advisor of the Company was found to have been involved in a violation of an investment-related statute or regulation.

Administrative Proceedings

- The Company or an Advisor of the Company was found by the SEC or other federal or state regulatory agency to have caused an investment related business to lose its authorization to conduct business, or
- The Company or an Advisor of the Company was found by the SEC or other federal or state regulatory agency to have violated an investment-related statute or regulation and was subject to an order denying, suspending, or revoking, or otherwise significantly limiting its ability to do business or engage in investment-related activities.

Self-Regulatory Organization Proceedings

- The Company or an Advisor of the Company was found in an SRO proceeding to have caused an investment-related business to lose its authorization to do business, or
- The Company or an Advisor of the Company was found in an SRO proceeding to have been involved in a violation of the SRO’s rules and was the subject of an order by the SRO barring or suspending the person from membership or association with other members, or expelling the person from membership, receiving a fine in excess of $2,500, or otherwise significantly limiting its investment-related activities.

Client Complaints

All client complaints, written or verbal, should be directed to the CCO. The CCO shall determine the appropriate course of action in addressing any complaint. All documentation of client complaints shall be maintained in the company's Home Office in a dedicated client complaint folder.

Correspondence and Advertising

All correspondence, including email, sent or received by the Company's Branch Offices is subject to the review of the CCO or designee.

All advertising generated at the Company's Branch Offices must be reviewed and approved by the CCO prior to use with existing and prospective clients.

Outside Business Activities

Associated Persons shall complete an outside business activities ("OBA") request form and forward such form to the CCO for review. The outside business activities request form must be pre-approved by the CCO prior to the representative engaging in such activity/employment.

The CCO shall determine if such outside business activity presents a potential conflict of interest and will decide whether additional disclosure should be made to clients via an amendment to the Company's Form ADV.

Annual Reporting Package

The CCO will send out annually, a Compliance Package to all Associated Persons. The Compliance Package shall include:

- Annual Personal Securities Holdings Form,
- Annual Certification of Compliance with the Personal Securities Transactions Disclosure Requirements and Code of Ethics,
- Outside Business Activities Reporting Form,
- Acknowledgement of Receipt and Acceptance of the Compliance Manual.

This Compliance Package must be returned to the CCO within 30 days of receipt.

Addendum A—Business Continuity Plan/Disaster Recovery Plan

1. Wealth Watch Advisors Overview

Introduction

To meet regulatory expectations, the Wealth Watch Advisors' BCP/DR must be reasonably designed to ensure that the Wealth Watch Advisors can meet present obligations to customers in an unplanned interruption in business, such as in an emergency.

The regulators do not intend for all business continuity plans to be the same. Given the variety found among investments firms as well as the diverse nature of their businesses, Wealth Watch Advisors has designed a customized plan to meet operational, size, and other needs. Regulatory guidance suggests that our plan contain:

- Operational assessments;
- Provisions for a rapid resumption of mission-critical systems;
- Back-up arrangements for material relationships with business constituents, banks and appraisals of counterparty impact;
- Back-up system for recovery of data (both hard copy and electronic data);
- Alternate means for communications for use between employees and the Wealth Watch Advisors, as well as between customers and the Wealth Watch Advisors;
- Instructions for communications with regulators and regulatory reporting requirements in the event of a disaster;
- Description of the alternate physical locations of employees and/or certain departments;
- Assurance for customers' prompt access to their funds and securities in the event the Wealth Watch Advisors determines it is unable to continue its business;
- Provisions for updating the plan;
- Provisions for periodic testing of the plan; and
- Notification of relevant provisions of the plan to customers of the Wealth Watch Advisors.

Our plan will address each of the relevant elements above.

Wealth Watch Advisors Policy

Our Wealth Watch Advisors' policy is to respond to a Significant Business Disruption (SBD) by safeguarding employee's lives and Wealth Watch Advisors property, making a financial and operational assessment, quickly recovering and resuming operations, protecting all of the Wealth Watch Advisors' books and records, and allowing our customers to transact business. If we determine we are unable to continue our business, we will assure customers prompt access to their funds.

Business Description

The following content section is used to briefly describe our business. Included in the description are the types of business we conduct, whether we hold customer funds or securities, information about our clearing Wealth Watch Advisors or custodian (if applicable), whether our customers are retail and/or institutional, and/or any other pertinent information.

Our Wealth Watch Advisors provides financial planning and investment management services to retail customers. The majority of client funds are held at TD Ameritrade, our primary custodian.

Office Locations

Our Wealth Watch Advisors' office locations are listed below.

Primary Office
8310 S. Valley Highway, Suite 107
Englewood, CO 80112
Phone: (855) 822–3708

Books and Records Location
8310 S. Valley Highway, Suite 107
Englewood, CO 80112
Phone: (855) 822–3708

Wealth Watch Advisors' business model is designed around an individual independent advisor representative or ("IAR") or a small independent Registered Investment Advisor or ("RIA") operating in and around the area they serve. Given the broad geographic nature of the firm's advisors, it would be impractical to address the needs of each individual office. Each IAR or RIA is encouraged to design a plan that is tailored to their unique needs. This plan may serve as a model for individual office plans.

Designated Senior Manager

The senior managers named below are designated to approve our business continuity plan and are responsible for conducting an annual review, and each has the authority to execute the plan.

David Shields–Chief Executive Officer
William Gastl–Chief Operating Officer
Casey Eitler–Director of Operations

Updates to the Plan

The Wealth Watch Advisors will update this plan as necessary based on material changes to its operations, general business, organizational structure, or location. Among the types of changes that will be considered to be material are:

- Change of or an addition to the approved custodian;
- Reorganization or addition/termination of responsible parties named in this document;
- System enhancements, such as new network server, new back-up or retention software; and
- Any other change that would interfere with the orderly execution of this plan.

Testing the Plan

To best ensure that the plan is adequate to provide means for rapid recovery of its essential systems, the Wealth Watch Advisors will conduct periodic testing that may include:

- Audit of the back-up data;
- Survey of responsible parties, including a duties assessment;

- Survey of Wealth Watch Advisors personnel to determine their knowledge of key components of the plan; and
- Planned disruption in any critical systems, such as the primary/secondary server or the central phone system. A record of the test results is retained among the Wealth Watch Advisors' central files and documents. The periodic testing shall occur at least annually.

2. Assessment of Risks

The following sections of the BCP/DR will first address the vital personnel that is needed for successful implementation of the plan it's critical systems, areas of importance to the ongoing operation of the Firm. Each section will address a specific type of risk and will provide information and instructions to managers charged with responsibility for those areas.

Key Wealth Watch Advisors Personnel

In the event of an unplanned interruption in our business, it will first be important for us to identify integral personnel that is needed for successful implementation of the plan and how to contact them. Access to this information at the time of an emergency will facilitate the resumption of the Wealth Watch Advisors' operations.

The Team Leaders identified in the table below are responsible for implementing the plan in their respective area(s) in the event of an emergency or other interruption in our business. Several means of communicating with the individual(s) listed below is provided. Questions regarding this information may be directed to the Chief Operating Officer.

Name	Mobile Phone	E-mail
William Gastl	(720) 203–5632	bill.g@wealthwatchadvisors.com
Casey Eitler	(603) 969–3403	casey.eitler@wealthwatchadvisors.com
David Shields	(210) 365–8611	david.s@wealthwatchadvisors.com
Jason Moore	(704) 517–7705	jason.moore@wealthwatchadvisors.com

Risk Assessment of Critical Operation

For the Wealth Watch Advisors to resume its operations following an unplanned interruption, it must understand its mission-critical systems and its critical business constituents. The Firm must be prepared to implement steps to restore relationships, systems, and contracts accordingly. The following subsections contain pertinent information regarding the Wealth Watch Advisors' mission-critical systems and business constituents.

Critical Systems

Critical systems are those that are necessary to maintain the operation of the business. Depending upon the Wealth Watch Advisors' business or the nature of the transactions processed, this may consist of anything related to order taking, entry, execution, comparison, allocation, and settlement. Since a disaster might affect access customer accounts, associated persons (including employees, principals, and even clerical or ministerial staff) must be fully aware of how the plan will be maintained. This would include the systems for:

- Client and IAR communication;

- Order taking, order entry;
- Execution, comparison, allocation;
- Clearance and settlement of securities transactions;
- Maintenance of customer accounts, access to customer accounts; and
- Delivery of funds and securities.

Wealth Watch Advisors has identified a back-up system and/or point of contact to participate in its resumption and has been in contact with the parties responsible for back-up to confirm their readiness. Periodically, a senior manager of the Wealth Watch Advisors will re-verify the accuracy and completeness of this data. If necessary, an amended plan shall be made available to responsible parties.

Service: Client Communications
Purpose: Maintaining communication with all clients
Responsible Employee: Casey Eitler
Phone: (603) 969–3403
Email: casey.eitler@wealthwatchadvisors.com
Plan: If the phone and voice mail system is out for more than 24 hours, clients will be emailed with information to reflect alternative contact methods. Additionally, Wealth Watch Advisors' website will be updated to reflect alternative contact methods. A corporate directory is also available on the Company's website with all key personnel's cell phones listed.

If the email system is out for more than 24 hours, all IARs and RIAs will be notified so each can contact their clients via telephone with information regarding how to contact the Wealth Watch Advisors. Additionally, the Wealth Watch Advisors' website will be updated to reflect alternative contact methods.

If either of the above events occur all IARs and Solicitors will be contacted via email or phone and informed of the situation and alternative methods of contact.

Assisting Groups
Assisting groups are those businesses that deliver critical services to the Wealth Watch Advisors. Assisting groups typically include clearing firms, custodians, other entities such as institutions, investment advisers or broker-dealers who perform significant functions or roles in transacting business or carrying accounts.

A representative of the Wealth Watch Advisors has contacted critical counterparties to determine how a business might be carried out in the event of an emergency or other interruption. In particular, Wealth Watch Advisors has ascertained means through which it can continue to place, and clear transactions in the event customary systems are disabled.

A brief description of the contingency plan for our critical counterparties is captured in the table below. In the event of an emergency or other business interruption, the Team Leader responsible for contacting vendors and critical service providers (as identified in the Team Leaders table above) will use the information listed below to contact counterparties.

Service: Sub-Advisor
Vendor: Horizon Investments
Contact: Scott Egner
Phone: (206) 890–6609
Email: segner@horizoninvestments.com

Service: Sub-Advisor
Vendor: Taiber Kosmala & Associates, LLC
Contact: Phil Kosmala
Phone: (312) 300–4781
Email: philk@taiberkosmala.com

Service: Sub-Advisor
Vendor: First Trust Portfolios, LP
Contact: Kyle Berthel
Phone: (630) 517–7723
Email: kberthel@ftadvisors.com

Service: Sub-Advisor
Vendor: Howard Capital Management
Contact: Bryon Preuss
Phone: (832) 746–3986
Email: byron@howardcm.com

Service: Sub-Advisor
Vendor: Guggenheim Investments
Contact: Jacob Schultz
Phone: (312) 357–7222
Email: jacob.schultz@guggenheiminvestments.com

Vendor: ShareFile/Citrix
Phone: (800) 441–3453

Service: Account Aggregation
Vendor: Orion Advisors Tech
Phone: (402) 496–3513
Email: info@orion.com

Service: Risk Management Software
Vendor: Riskalyze
Contact: Sarah Dougherty
Phone: (484) 995–5986
Email: sdougherty@riskalyze.com

Service: Trading, Account Servicing, Billing
Vendor: Coppell Asset Management DBA Fusion Capital Management

Contact: Ryan Borer
Phone: (402) 214–1618
Email: ryan.borer@fusioncapitalmanagement.com

Service: Custodian
Vendor: TD Ameritrade
Contact: East Coast Service Team
Phone: (888) 354–8361
Email: coreeast3@tdameritrade.com

Service: Email/Social Media Archiving
Vendor: Intradyn
Contact: Customer Service
Phone: (651) 203–1600
Email: support@intradyn.com

Vendors

Vendors are businesses the support Wealth Watch Advisors' operations. These may include vendor that provide critical services to Wealth Watch Advisors, such as software suppliers, network administrators, accountants, or law firms.

When applicable or required, the Wealth Watch Advisors has established terms through which to provide back-up to the services offered by other business constituents. Where relevant, alternative suppliers are also disclosed in the table below.

Service: Compliance Consulting
Vendor: FinArch Consulting
Contact: Michael Wallin
Phone: (615) 319–7939
Email: mwallin@finarch.com

Service: CPA
Vendor: Sardoni and Associates
Contact: John Sardoni
Phone: (720) 616–2188
Email: jsardoni@sagpc.com

Service: Phone Service
Vendor: Cirrus-Line
Contact: Dean Galbreath
Phone: (720) 880–3601
Email: dean@cirrusline.com

Service: E & O and Cyber Insurance
Vendor: Travelers
Contact: Scott Starita

Phone:	(303) 495–2900
Email:	scott@synergyinsadvisors.com

Service:	Internet Service Provider
Vendor:	Comcast
Contact:	Support
Phone:	(800) 391–3000
Website:	business.comcast.com/help

Service:	Network/Email
Vendor:	Microsoft Outlook

Service:	Property Management Company
Vendor:	Artis HRA Inverness Point LP
Contact:	Donna Schoen
Phone:	(720) 339–1474
Email:	dschoen@mdcra.com

Backup

Data Backup and Retention

Wealth Watch Advisors maintains its primary copy of books and records at our primary place of business on electronic media and stores back-ups to those records in an off-site location using “Cloud” technology.

If our primary site is inoperable, we will continue operations from our back-up site or an alternate location. For the loss of electronic records, we will either physically recover the storage media or electronically recover data from our back-up site, or, if our primary site is inoperable, continue operations from our back-up site or an alternate location.

Record Kept:	All Records excluding email
Storage Device:	Sharefile/Datto/Citrix
Backup Device:	Sharefile/Datto/Citrix
Frequency of Backup:	Daily
Storage Location:	Citrix
Record Kept:	Email
Storage Device:	Intradyn
Backup Device:	Intradyn
Frequency of Backup:	Daily
Storage Location:	Intradyn

A Succession of Key Personnel

An unplanned absence of a key person, for reasons of a major disaster or otherwise, could result in interruptions in Wealth Watch Advisors' business. For this reason, the Firm has taken steps to plan for such absences, including the identification of key individuals/roles, and an outline for succession in the event of their unplanned absence.

The table below records lines of succession for key personnel.

Key Person:	William Gastl
Job Function:	Chief Operating Officer
Successor:	David Shields

Key Person:	Casey Eitler
Job Function:	Director of Operations
Successor:	William Gastl

Wealth Watch Advisors Financial and Credit Risk

Essential to our ability to manage risk is an understanding of where we face financial risk, including our ability to fund our operations and maintain adequate financing and sufficient capital.

Additionally, we must manage our credit risk. Credit risk might be experienced in the event of an emergency due to the erosion of investments or capital resulting from the lack of liquidity in the broader market. Financial and credit risk may hinder the ability of our counterparties to fulfill their obligations.

Communications with Regulators

Wealth Watch Advisors recognizes the importance of notifying regulators promptly in the event of an interruption in the Wealth Watch Advisors' business operations.

In the event of a business disruption, Wealth Watch Advisors will use the most efficient means of communication then available to communicate with relevant regulatory bodies. This might include any of the following means: phone, email, fax, U.S. mail, overnight mail services or personal contact. We will also check with the SEC, FINRA, and other regulators to determine which means of filing are still available to us and use the means closest in speed and form (written or oral) to our previous filing method. In the event that we cannot contact our regulators, we will continue to file required reports using the communication means available to us.

Contact Information for Regulators

Regulator Name:	Securities and Exchange Commission
Address:	100 F. Street, NE, Washington, DC 20549
Phone:	(202) 551–6825—(Chief Counsel’s Office for RIAs)
Website:	www.sec.gov
Email:	IMOCC@sec.gov

Regulator Name:	Securities and Exchange Commission – Denver Regional Office
Address:	1961 Stout Street Suite 1700 Denver, CO 80294
Phone:	(303) 844–1000
Website:	www.sec.gov
Email:	denver@sec.gov

Regulator Name: Colorado Division of Securities
Address: 1560 Broadway Suite 900 Denver, CO 80202
Phone: (303) 894–2320
Website: www.colorado.gov/dora/division-securities
Email: dora_SecuritiesWebsite@state.co.us

3. Contingency Plans

Matters of general importance, including emergency contacts, communications, instructions for action during natural disasters and other types of emergencies are covered in the following sections of our plan. Wealth Watch conducts regular schedule times to test the validity of the plan. Test results are included and updated to this document as an attachment.

Introduction

Emergency preparedness is the discipline which ensures an individual's or organization's readiness to respond to an emergency in a coordinated, timely, and effective manner. We may not have time to react when a disaster or emergency strikes. Therefore, it is imperative that we prepare in advance for a sudden emergency.

Wealth Watch Advisors has developed a disaster recovery and business continuity plan to meet its responsibilities to clients, business associates and all those who may be affected by a disruption in the Firm’s business.

Wealth Watch Advisors’ primary objective when responding to a significant business disruption (SBD) is to safeguard critical Wealth Watch Advisors property, making a financial and operational assessment, quickly recovering and resuming operations as can be reasonably expected based on the circumstances, protecting the Firm’s most critical books and records, and allowing customers to continue to transact business. Wealth Watch utilizes cloud-based functionality for all critical books and records, as well as all internal documents relating the client account information, new accounts, service records, as well as billing and trading records.

Interruptions in business many take many forms, including natural disasters, utility disruptions, and human-related events. Some interruptions may be localized and of short duration, whereas others may be life-changing events. The following is a list of significant disruptions that may affect Wealth Watch Advisors’ business and its personnel.

Natural Disasters come in many forms, including tornados, snow, fires, and floods.

Vulnerability to certain natural disasters may increase with a particular geographic location; however, it is important to remember that everyone is "always" vulnerable to some form of natural disaster, irrespective of location.

- Utilities emergencies may include electrical, natural gas, water and communications.

Vulnerability to certain utility emergencies may depend on: the type of building, the type of city/state infrastructure and the service providers that Wealth Watch Advisors' business depends on. However, it is important to remember that everyone is "always" vulnerable to some form of utility emergency irrespective of location.

- Human action/inaction can result in many types of disasters. The most common types of human-caused disasters include transportation, strikes, terror, human error and chemicals. Just like all disasters, vulnerability to certain human action/inaction may depend on: the type of building, the type of city/state infrastructure, the service providers that the Firm's business depends on, the industry, and employee demographics. However, it is important to remember that everyone is "always" vulnerable to some form of human-caused disaster.
- Significant business disruptions may vary in scope, affecting Wealth Watch Advisors, the building housing the Wealth Watch Advisors, the district where the Wealth Watch Advisors is located, the city where the Wealth Watch Advisors is located, or the whole region. Within each of these areas, the severity of the disruption may also vary from minimal to severe.
- In the event our Englewood based operations is unable to perform his daily duties for two-consecutive days, all calls and limited operations will be performed in its marketing department which is located in San Antonio, Texas.

Type of Disruption

When we encounter the following various disruptions, we will respond in the following manner:

Disruption: Natural Disaster Tornado, winter storm, blizzard causing electrical or telephone outage for brief (one to three days) periods.
Response: Employees who are unaffected can work remotely from their respective homes.
Contact: William Gastl or Casey Eitler
Contact #: (720) 203–5632 or (603) 969–3403
Recover Time: Typically, one to three days

Disruption: Natural Disaster Fire and Flood, losing access to the Wealth Watch Advisors' building longer periods, could lose the entire building
Response: Wealth Watch Advisors personal will work remotely from their home or an alternate location if their residence is not available.
Contact: William Gastl or Casey Eitler
Contact #: (720) 203–5632 or (603) 969–3403
Recover Time: Typically, one to three days
Notes: The Firm utilizes laptop computers for all key personnel. Key-personnel routinely takes their computers with them at the end of each day. In the event of a natural disaster, each key-employee can access all corporate records, files, and affiliated partners remotely as long as there is no prolonged interruption of internet services.

Disruption: Death or disability of one of the owners
Response: Contact the other owner and CCO
Contact: William Gastl
Contact: David Shield
Contact #: (210) 365–8611
Recover Time: Typically, less than one day

Methods of Communications Employee-to-Employee

The Team Leader, William Gastl, shall call the following employees in the event of a significant business disruption.

Name	Mobile Phone	E-mail
William Gastl	(720) 203–5632	bill.g@wealthwatchadvisors.com
Casey Eitler	(603) 969–3403	casey.eitler@wealthwatchadvisors.com
David Shields	(210) 365–8611	david.s@wealthwatchadvisors.com

Methods of Communications With Customers

Wealth Watch Advisors now communicates with its customers using the telephone, email, our website, fax, U.S. mail, through its IARs and Solicitors, and in-person visits at our office or at the other locations.

In the event of a significant business interruption, Wealth Watch Advisors will assess which means of communication are still available and use the means closest in speed and form (written or oral) to the means that were used in the past to communicate with the other party. For example, if the Firm's communicated with a party by email but the Internet is unavailable, we will call them on the telephone or send a fax where a record is needed. When possible, preference will be given to have Wealth Watch Advisors' customer communications sent from the customer's IAR/Solicitor.

Customer Access to Funds

Customer funds or securities are maintained at clearing firm(s), qualified financial institutions such as mutual fund or insurance product sponsors, or other custodians (s) named in the table below.

In the event of significant business interruption and if telephone service is available, appropriately qualified associated persons will take customer orders or instructions and contact the clearing firms on the customer's behalf when able. Customers are also informed by standard disclosure of the means through which they may directly access their funds at the custodian.

This information will provide immediate relief to customers in situations where a significant business disruption is so severe that it prevents the Wealth Watch Advisors from timely resumption or continuation in business.

If internet access is available, the Wealth Watch Advisors will post on its website that customers may access their funds and securities.

Website:	www.wealthwatchadvisors.com
Clearing	Wealth Watch Advisors(s)/Custodian(s):
Vendor:	TD Ameritrade
Contact:	East Coast Service Team
Phone:	(888) 354–8361
Email:	coreeast3@tdameritrade.com

4. BCP Disclosure Statement

Wealth Watch Advisors gives customers a written BCP disclosure statement at account opening. It also displays the disclosure statement on its website. Wealth Watch Advisors also posts the disclosure statement on its website and delivers it to customers upon request. A copy of the disclosure statement is maintained with the business continuity plan. The disclosure statement summarizes the operating areas covered in the business continuity plan, Wealth Watch Advisors' plans for business operation recovery and the existence of back-up facilities and arrangements.

5. Senior Manager Approval of the Business Continuity Plan

By signing below, a senior manager and registered principal of the Wealth Watch Advisors hereby approves the plan and acknowledges he or she shall be responsible for conducting the required annual review.

Signature: *William Gastl* (True Signature is contained on the original document)

Print Name and Title: William Gastl, Chief Operating Officer

Date of Approval: June 1, 2020 as an update to the former plan.

Privacy Policy

What does Wealth Watch Advisors, LLC do with your personal information?

Reasons we can share your personal information?	Do we share?	Can you limit this sharing?
For our everyday business purposes: Such as to process your transactions, maintain your account(s), respond to court orders and legal investigations, or report to credit bureaus.	Yes	No
For our marketing purposes: To offer our products and services to you.	No	We don't share
For Joint Marketing with other financial companies	No	We don't share
For our affiliates' everyday business purposes: Information about your transactions, experiences and creditworthiness.	No	We don't share
For non-affiliates to market to you: For clients with accounts established with Wealth Watch Advisors' investment adviser representatives.	No*	Yes*

* While the securities industry considers you clients of Wealth Watch Advisors, LLC, we understand that a relationship exists between you and your financial adviser as a result of many meetings and personal, financial conversations. Accordingly, if your representative leaves Wealth Watch Advisors, LLC, we permit him or her to take your account information to his or her new investment adviser in order to continue servicing your account. However, if you do not want us to allow your representative to take your personal, non-public information, you may contact us at (855) 822–3708 and opt-out of this provision. If you have any questions regarding this provision, you may also contact us at the number above.

Who we are

Why?

Financial companies choose how they share your personal information. Federal law gives consumers the right to limit some but not all sharing. Federal law also requires us to tell you how we collect, share, and protect your personal information. Please read this notice carefully to understand what we do.

What?

The types of personal information we collect and share depends on the product or service you have with us. This information can include:

- Tax Identification Number, Date of Birth, Telephone Number and Address
- Annual Income, Tax Bracket, Account Balances and Transaction History
- Net Worth, Assets and Employment History

When you are no longer our customer, we continue to share your information as described in this notice.

What we do

How does Wealth Watch Advisors, LLC protect my personal information?

To protect your personal information from unauthorized access and use, we use security measures that comply with federal law. These measures include computer safeguards and secured files and buildings.

How does Wealth Watch Advisors, LLC collect my personal information?

We collect your personal information, for example, when you

- Open an Account
- Seek Investment Advice
- Enter into an Investment Advisory Contract

Tell us about your investment or retirement portfolio. We also collect your personal information from other, such as credit bureaus, affiliates, or other companies.

Why can't I limit all sharing?

Federal law gives you the right to limit only

- Sharing for affiliates' everyday business purposes—information about your creditworthiness
- Affiliates from using your information to market to you
- Sharing for non-affiliates to market to you

State laws and individual companies may give you additional rights to limit sharing.

Definitions

Affiliates: Companies related by common ownership or control. They can be financial and nonfinancial companies. *Wealth Watch Advisors, LLC does not share with affiliates so they can market to you.*

Non-affiliates: Companies not related by common ownership or control. They can be financial and nonfinancial companies. *Wealth Watch Advisors, LLC does not share with non-affiliates so they can market to you.*

Joint Marketing: A formal agreement between nonaffiliated financial companies that together market financial products or services to you. *Wealth Watch Advisors, LLC does not jointly market.*

Other Important Information

For Vermont Customers

In response to a Vermont regulation, if we disclose personal information about you to non-affiliated third parties with whom we have joint marketing agreements, we will only disclose your name, address, other contact information, and information about our transactions or experiences with you.

For California Customers

In response to California law, we automatically treat accounts with California billing addresses as if you do not want to disclose personal information about you to non-affiliated third parties except as permitted by the applicable California law.