

ITEM 1 – COVER PAGE

# Bookman Bright, Inc.

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Form ADV Part 2A

Firm Brochure

August 2, 2021

This Brochure provides information about the qualifications and business practices Bookman Bright, Inc. If you have any question about the contents of this Brochure, please contact us at (704) 256-6016. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Bookman Bright, Inc. is a registered investment adviser. Registration of an investment adviser does not imply any level of skill or training.

Additional information about Bookman Bright, Inc. is available on the SEC's website [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). You can search this site by a unique identifying number, known as a CRD number. Bookman Bright, Inc.'s CRD number is 292262.

## ITEM 2 - MATERIAL CHANGES

This Brochure, dated 08/02/2021 replaces the 03/15/2021 version. The Brochure includes the following material changes since our last Brochure dated 03/15/2021.

Item 4 – Advisory Business: Buckingham Strategic Partners, LLC purchased Loring Ward Securities Inc. who was a third-party investment adviser that was recommended and was listed under the RECOMMENDATION OF THIRD-PARTY INVESTMENT ADVISERS section so Loring Ward Securities Inc. was deleted and replaced with Buckingham Strategic Partners, LLC as the third-party investment adviser.

Item 10 – Other Financial Industry Activities and Affiliations: Mr. Hedges is not an agent of Bookman Bright Consulting, Inc. since the entity is not a licensed insurance agency. Mr. Hedges is an individually licensed insurance agent. The language was modified to reflect this in the OTHER INDUSTRY AFFILIATIONS section that is listed under the main section of Other Financial Industry Activities and Affiliations.

Item 10 – Other Financial Industry Activities and Affiliations: Mr. Hedges is president of Bookman Bright Consulting, Inc. DBA Bookman Bright Consulting. There were previously multiple DBAs filed for Bookman Bright Consulting, Inc. There is now just a single DBA filed. This has been modified in the OTHER INDUSTRY AFFILIATIONS section to reflect this.

Item 10 - Other Financial Industry Activities and Affiliations: Mr. Hedges is the owner of College Bound Financial and operates this business as a personal DBA. This is now represented in the OTHER INDUSTRY AFFILIATIONS section.

Bookman Bright, Inc. will always provide you with an updated Brochure, as required on an annual basis as well as when there are any material changes made to the Brochure.

Our Brochure may be requested, at any time, by contacting David R. Hedges, Chief Compliance Office and President at (704) 256-6016 or [david@bookmanbright.com](mailto:david@bookmanbright.com), free of charge. It can also be downloaded from our website at [www.bookmanbright.com](http://www.bookmanbright.com) under the Legal Disclosures tab.

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## ITEM 4 – ADVISORY BUSINESS

### OWNERSHIP/ADVISORY HISTORY

Bookman Bright, Inc. (“We”) was founded as a sole proprietorship by David R. Hedges in September 2012 then formed as a North Carolina Corporation in December 2015. Bookman Bright, Inc. also formed the following assumed name (DBA): Bookman Bright Retirement Planning & Capital Management. However, we currently do not conduct separate advisory services or business under this assumed name. We became registered as an investment adviser in May 2019. David Hedges is President and Chief Compliance Officer of the firm. Additional information about Mr. Hedges can be found under Item 19 and in her attached Supplemental Brochure.

### ADVISORY SERVICES OFFERED

#### FINANCIAL PLANNING

We offer comprehensive financial planning and consulting services. Our comprehensive financial planning service involves a review of the client’s financial situation, goals and risk tolerance. Through a series of personal interviews and/or the use of questionnaires we will collect pertinent data, identify goals, objectives, financial problems, and potential solutions. With this information we tailor the client’s financial plan and advice we give the client. Our advice may cover any of the following topics: net worth statement; cash flow analysis; tax analysis; insurance and long-term care analysis; tax planning; retirement projection; 401k review; Medicare; Social Security, estate planning; or other needs as identified during our meetings with the client. The client will receive a written financial plan following our meetings.

For our financial consulting services, we focus on a single topic or multiple topics as identified between us and the client. Typically, we do not provide a written financial plan for this service.

#### PORTFOLIO MANAGEMENT

We offer portfolio management services that involve assisting with the ongoing management of a client’s investment accounts. We work with the client to formulate an individualized portfolio based upon his or her objectives, time frame, risk parameters and other investment considerations. Once we have this information, we create an individualized portfolio for the client. The client’s portfolio is unique to the client and no two clients have the same portfolio. We regularly monitor the client’s portfolio and adjust it as determined by the stock market and world events.

#### RECOMMENDATION OF THIRD-PARTY INVESTMENT ADVISERS

As part of our management services, we may recommend the services of a third-party investment adviser (“Third Party Adviser”). The Third-Party Advisers may manage all or a portion of the client’s accounts. We work with each client to determine if Third Party Adviser may be appropriate. The recommendation will depend on the client’s circumstances, goals and objectives, strategy desired, account size, risk tolerance, or other factors. We currently recommend the services of Buckingham Strategic Partners, LLC—CRD #143319

We review Third Party Advisers prior to using them in a client’s account. We consider the following factors during the review: fees (because they are separate from our fees), reputation,

performance, financial strength, management, price, reporting capabilities, client's financial situation, client's goals, client's needs, and client's investment objectives.

When we use a Third Party Adviser in a client's account we ensure that the client receives full disclosure about the other adviser. We provide the client with a copy of the Third Party Adviser's Form ADV Part 2A that includes a description of services rendered and fee schedules. We will maintain the ability to add and remove the Third Party Adviser. However, because we have non-discretionary trading authority, we will contact the client prior to making any changes to received approval.

#### PENSION PLANNING

We offer pension consulting services in the form of assisting corporations and other business entities with the plan design. We focus on understanding the goals of a plan as the inception stages, before it starts building. We also help monitor the plan regarding such questions whether to increase employee participation or higher contributions for executives. Our goal is to make sure the plan is designed for maximum efficiency and effectiveness.

#### TAILORED SERVICES

We tailor all our services to the client's stated goals, needs and objectives. For our portfolio management service clients, we allow them to impose restrictions on investment in certain securities or types of securities. All restrictions must be presented to us in writing.

#### WRAP PROGRAM

We do not sponsor a wrap program. This section is not applicable.

#### CLIENT ASSETS MANAGED

As of August 2021, we manage less than \$100 million of client assets.

### ITEM 5 – FEES AND COMPENSATION

#### FINANCIAL PLANNING SERVICES

For our financial planning services, we charge a fixed fee ranging between \$500 and \$2,500. The fixed fee range varies depending on the nature and complexity of each client's individual circumstances and the scope of services provided. The fee is negotiable and will be disclosed in the financial planning agreement at the time of engagement. We collect half of the fee upfront and the other half upon delivery of the financial plan.

A client may terminate this service for any reason within the first five (5) business days after signing an advisory contract, without any cost or penalty. Thereafter, the advisory contract may be terminated at any time by giving ten (10) days' written notice. To cancel the agreement, the client must notify us in writing to Bookman Bright, Inc., 209 Delburg, Suite 205 P.O. Box 1146 Davidson, NC 28036. Upon receipt of written notice of termination, the client will receive a prorated refund of any unearned fees based on the percentage of work completed on the plan. For example, one half of the plan was completed at termination, the client will receive a 50% refund.

#### PORTFOLIO MANAGEMENT SERVICES

Our portfolio management fee is based on a percentage of assets under management in the account. Our portfolio management services fees are based upon the following schedule:

<u>Assets Under Management</u>	<u>Annual Fee</u>
First \$1,000,000	0.95%
\$1,000,0001 and up	0.55%

Although Bookman Bright, Inc. has established the fee schedule above, Advisor retains the discretion to negotiate or waive certain fees on a client-by-client basis. Client facts, circumstances and needs are considered in determining a negotiated fee schedule. The specific annual fee schedule is identified in the Investment Management Agreement between Bookman Bright, Inc. and each client.

Our management fees are billed quarterly, in advance, meaning that we collect the management fee at the beginning of the quarters billing period. The management fee will be based on the account value as of the last business day of the previous quarter as reported by the account's custodian. The management fee is negotiable.

The client will be asked to authorize us with the ability to withdraw our management fee directly from the clients account. This authorization can be terminated at any time. Please see Item 15 for additional details about withdrawing our management fee.

Our management fee does not include brokerage commissions, transaction fees, and other related costs and expenses that incurred by the client. Clients may incur certain ticket charges imposed by custodians, brokers, and other third parties such as fees charged by managers, custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Mutual funds and exchanged traded funds are also charged internal management fees, which are disclosed in a fund's prospectus. Such charges, fees and commissions are exclusive, of and in addition to, our fee and we will not receive any portion of these commissions, fees and costs. For more information about our brokerage practice please see Item 12.A.

#### RECOMMENDATION OF THIRD-PARTY INVESTMENT ADVISERS

When we recommend a Third-Party Investment Adviser, we charge an annual fee based on a percentage of assets under management in the clients account. Our annual fee is based on the following fee schedule:

<u>Assets Under Management</u>	<u>Annual Fee</u>
First \$1,000,000	0.95%
\$1,000,0001 and up	0.55%

The fee is negotiable at the firm's discretion. The management fee is calculated and billed quarterly, in advance. The management fees will be calculated on the account value as of the last business day of the previous quarter as reported by the client's custodian. The client will be

asked to authorize us or the third-party adviser with the ability to withdraw our management fee directly from the clients account. This authorization can be terminated at any time. Please Item 15 for additional details about withdrawing our management fee.

Our fee is separate from the Third-Party Advisers fee and does not include brokerage commissions, transaction fees, and other related costs and expenses that are incurred by the client. Clients may incur certain charges imposed by custodians, brokers, third-party investment advisers and other third parties such as fees charged by managers, custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Mutual funds and exchange traded funds also charge internal management fees, which are disclosed in the fund's prospectus. Such charges, fees and commissions are exclusive of and in addition to our fee and we will not receive any portion of these commissions, fees, and costs.

#### PENSION PLAN SERVICES

Our annual management fee for pension plans is based on a percentage of assets under management in the account. Our annual fee is a maximum of 0.95% depending on the size of the plan and services provided.

Our management fees are billed quarterly, in advance, meaning we collect the management fee at the beginning of the quarters billing period. The management fee will be based on the account value as of the last business day of the previous quarter as reported by the account's custodian. The management fee is negotiable. The client signs an agreement with the third-party administrator authorizing it to withdraw our fee.

#### TERMINATION OF SERVICES

A client may terminate any service for any reason within the first five (5) business days after signing an advisory contract, without any cost or penalty. Thereafter, the advisory contract may be terminated at any time by giving ten (10) days' written notice. To cancel the agreement, the client must notify us in writing to Bookman Bright, Inc. at 209 Delburg, Suite 205 P.O. Box 1146 Davidson, NC 28036. Because we charge in advance, any client that terminates his or her contract within a quarter will receive a prorated refund of fees that is based on the amount of time elapsed during the quarter. For example, if a client cancels on 45 days in to a 90-day quarter, the client will receive a refund of 50% of the fees. (45 days divided by 90 days equal 50 percent.) Please note the prorated refund may be adjusted for additional deposits and withdrawals to the advisory account within the termination quarter. If permitted by the client's custodian, the refund will be deposited into the client's account; otherwise the refund will be paid to the client by company check directly to the client within 30 days of termination notice receipt.

#### ITEM 6 – PERFORMANCE-BASED FEES AND SIDE BY SIDE MANAGEMENT

We do not charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client) or provide side by side management.

#### ITEM 7 – TYPES OF CLIENTS

We offer our services to individuals and high net worth individuals. We do not require a minimum account size.

## ITEM 8 – METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

### METHODS OF ANALYSIS AND INVESTMENT STRATEGIES

We create each client portfolio using Asset allocation. Asset allocation is an investment strategy that aims to balance risk and reward by apportioning a portfolio's assets according to an individual's goals, risk tolerance and investment horizon. The asset classes typically include equities, fixed-income, international, cash and equivalents. The risk associated with asset allocation is that each class has different levels of risk and return, so each will behave differently over time. There is no guarantee that diversification among asset classes will grow a portfolio.

Once the asset allocation model is created, we manage the portfolio using a combination of fundamental analysis and technical analysis.

Fundamental analysis is a technique that attempts to determine a security's value by focusing on underlying factors that affect a company's *actual* business and its future prospects. The analysis is performed on historical and present data. On a broader scope, one can perform fundamental analysis on industries or the economy as a whole. The term refers to the analysis of the economic well-being of a financial entity as opposed to only its price movements. The risk associated with fundamental analysis is that despite that appearance that a security is undervalued, it may not rise in value as predicted.

Technical Analysis is a method of evaluating securities by analyzing statistics generated by market activity, such as past prices and volume. Technical analysts do not attempt to measure a security's intrinsic value, but instead use charts and other tools to identify patterns that can suggest future activity. The risk associated with technical analysis is that there is a broad consensus among technical traders on the best method of identifying future price movements.

### INVESTMENT RISKS

All investment programs have certain risks that are borne by the client and **investing in securities involves risk of loss that clients should be prepared to bear**. Our goal is to reduce the risk of loss, but not at the expense of portfolio growth. Recommended investment strategies seek to balance risks and rewards to achieve investment objectives. To manage risk, we rebalance model portfolios on an as needed basis to bring the asset allocations back to their intended balances. The client should feel free to ask questions about risks that he or she does not understand; we would be pleased to discuss them.

### RECOMMENDED SECURITIES

We use several types of securities in client portfolios including, but not limited to, mutual funds, ETFs, stocks and bonds. Some of the risk associated with these securities include:

**Credit risk:** This is the risk that an issuer of a bond could suffer an adverse change in financial condition that results in a payment default, security downgrade, or inability to meet a financial obligation.

**Inflation Risk:** This is the risk that inflation will undermine the performance of an investment and/or the future purchasing power of a client's assets.



**Interest rate risk:** The chance that bond prices overall will decline because of rising interest rates.

**International investing risk:** Investing in the securities of non-U.S. companies involves special risks not typically associated with investing in U.S. companies. Foreign securities tend to be more volatile and less liquid than investments in U.S. securities, and may lose value because of adverse political, social or economic developments overseas or due to changes in the exchange rates between foreign currencies and the U.S. dollar. In addition, foreign investments are subject to settlement practices, as well as regulatory and financial reporting standards, that differ from those of the U.S.

**Liquidity risk:** Liquidity risk exists when a security would be difficult to purchase or sell, possibly preventing the security from selling at an advantageous time or price. In a mutual fund or exchange traded fund, the fund could be required to dispose of other investments at unfavorable times or prices in order to satisfy its obligations.

**Manager risk:** The chance that the proportions allocated to the various securities will cause the client's account to underperform relevant to benchmarks or other accounts with a similar investment objective.

**Stock market risk:** The chance that stock prices overall will decline. Stock markets tend to move in cycles, with periods of rising stock prices and periods of falling stock prices.

## ITEM 9 – DISCIPLINARY INFORMATION

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events within the past 10-years that could be material to a client's evaluation of the adviser or the integrity of its management. Neither we nor our owner have any information applicable to this Item because we have never been the subject of any administrative, civil, criminal, regulatory (SEC or State) or self-regulatory proceedings.

## ITEM 10 – OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

### BROKER-DEALER AFFILIATIONS

Our owner and associates are not registered representatives of a broker-dealer.

### FUTURES/COMMODITIES FIRM AFFILIATION

We are not affiliated with a futures or commodities broker.

### OTHER INDUSTRY AFFILIATIONS

Our owner, Mr. Hedges, is president of Bookman Bright Consulting, Inc. dba Bookman Bright Consulting. He may recommend the purchase of insurance and tax planning to our clients. This other business activity pays Mr. Hedges commissions and fees that are separate from the fees described above. This is a conflict of interest because the commissions give him a financial incentive to recommend these services. However, Mr. Hedges attempts to mitigate any conflicts of interest to the best of his ability by placing the client's interests ahead of his own and through his fiduciary duty. Additionally, the

client is informed that he or she always has the right to choose whether to act on the recommendation and he or she has the right to purchase recommended insurance through any licensed agent.

Mr. Hedges is also owner of College Bound Financial where he provides college planning services and operates this as a DBA. He may recommend this service to our clients. This other business activity pays Mr. Hedges fees that are separate from the fees described above. This a conflict of interest because this service gives him a financial incentive to recommend these services. However, Mr. Hedges attempts to mitigate any conflicts of interest to the best of his ability by placing the client's interests ahead of his own and through this fiduciary duty. Additionally, the client is informed that he or she always has the right to choose whether to act on the recommendation and he or she has the right to purchase college planning services through any representative.

#### SELECTION AND MONITORING OF THIRD-PARTY INVESTMENT ADVISERS

We recommend the services of third-party investment advisers. This information can be found under Items 4 and 5. We will insure that the Third-Party Adviser is properly registered or exempt from registration in the client's state of residence prior to making any recommendation. The Third-Party Adviser charges a separate management fee, which is fully disclosed to the client upon engagement. We will give the client a copy of the Third-Party Adviser's Form ADV Part 2A, which disclosed its management fee schedule.

#### ITEM 11 – CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTION AND PERSONAL TRADING

##### DESCRIPTION

Our Code of Ethics establishes ideals for ethical conduct based upon fundamental principles of openness, integrity, honesty, and trust. We will provide a copy of our Code of Ethics to any client or prospective client upon request.

Our Code of Ethics covers all supervised persons and it describes our high standard of business conduct and fiduciary duty to our clients. The Code of Ethics includes, among other things, provisions relating to the confidentiality of client information, a prohibition on insider trading, a prohibition on rumor mongering, restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures. All supervised persons must acknowledge the terms of the Code of Ethics annually or as amended.

##### MATERIAL INTEREST IN SECURITIES

We do not have a material interest in any securities.

##### INVESTING IN OR RECOMMENDING THE SAME SECURITIES

Our owner may buy or sell for his own account the same securities at or about the same time that he recommends those securities to clients or purchase them for client accounts. A conflict of interest may exist because he can trade ahead of client trades. We mitigate any conflict of interest in two ways. First, our Code of Ethics requires employees to: report personal securities

transactions on at least a quarterly basis and provide us with a detailed summary of certain holdings (both initially upon commencement of employment and quarterly thereafter) in which employees have a direct or indirect beneficial interest. The reports are reviewed to ensure we not trade ahead of client accounts. Second, we require client transactions be placed ahead of our associates' personal trades or our associates can place personal trades as part of a block trade (Please see Item 12.B for details on our block trading practices). The records of all associates' personal and client trading activities are reviewed and made available to regulators to review on the premises.

## ITEM 12 – BROKERAGE PRACTICES

### RECOMMENDATION CRITERIA

We participate in the institutional advisor program (the "Program") offered by TD Ameritrade Institutional. TD Ameritrade Institutional is a division of TD Ameritrade Inc., member FINRA/SIPC ("TD Ameritrade"), an unaffiliated SEC-registered broker-dealer and FINRA member. TD Ameritrade offers to independent investment advisers services that include custody of securities, trade execution, clearance and settlement of transactions. We receive some benefits from TD Ameritrade through our participation in the Program. Please see Item 14 for additional details about the benefits.

### RESEARCH AND SOFT DOLLARS

"Soft dollars" are defined as a form of payment investment firms can use to pay for goods and services such as news subscriptions or research. When an investment firm gives its business to a particular brokerage firm, the brokerage firm in return can agree to use some of its revenue to pay for these types of services. We do not receive any soft dollars.

### BROKERAGE FOR CLIENT REFERRALS

We do not receive client referrals or any other incentive from any broker-dealer or custodian.

### DIRECTED BROKERAGE

We do not allow directed brokerage.

### TRADE AGGREGATION

We may aggregate transactions, also known as block trade, in equity and fixed income securities for a client with other clients to improve the quality of execution. When transactions are so aggregated, the actual prices applicable to the aggregated transactions will be averaged, and each client account will be deemed to have purchased or sold its proportionate share of the securities involved at the average price obtained. We may determine not to aggregate transactions, for example, based on the size of the trades, the number of client accounts, the timing of the trades, the liquidity of the securities or the discretionary or non-discretionary nature of the trades. If we do not aggregate orders, some clients purchasing securities around the same time may receive a less favorable price than other clients. This means that this practice of not aggregating may cost clients more money.

## ITEM 13 – REVIEW OF ACCOUNTS

### PERIODIC REVIEWS

For our portfolio management clients, Mr. Hedges reviews client accounts at least quarterly. Clients with Third-Party Advisers, accounts will be reviewed based on the client's needs. Mr. Hedges will attempt to meet with each client on an annual basis either in person or by telephone.

For our Financial Planning clients, Mr. Hedges will review a client's financial plan on and as needed basis.

### OTHER REVIEWS

Additional reviews are conducted periodically depending on market conditions, economic or political events, or by changes in a client's financial situation (such as retirement, termination of employment, physical move or inheritance).

### REPORTS

Financial planning clients will receive a written financial plan. Our portfolio management clients receive at least a quarterly statement from the account's custodian. We urge clients to carefully review such statements.

## ITEM 14 – CLIENT REFERRALS AND OTHER COMPENSATION

### OTHER COMPENSATION

We do not pay nor receive compensation for referrals. However, we participate in TD Ameritrade's institutional customer program and we may recommend TD Ameritrade to clients for custody and brokerage services. There is no direct link between our participation in the program and the investment advice it gives to its clients, although we receive economic benefits through its participation in the program that are typically not available to TD Ameritrade retail investors. These benefits include the following products and services (provided without cost or at a discount): receipt of duplicate client statements and confirmations; research related products and tools; consulting services; access to a trading desk serving our participants; access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to client accounts); the ability to have advisory fees deducted directly from client accounts; access to an electronic communications network for client order entry and account information; access to mutual funds with no transaction fees and to certain institutional money managers; and discounts on compliance, marketing, research, technology, and practice management products or services provided to us by third party vendors. TD Ameritrade may also have paid for business consulting and professional services received by our related persons. Some of the products and services made available by TD Ameritrade through the program may benefit us but may not benefit its client accounts. These products or services may assist us in managing and administering client accounts, including accounts not maintained at TD Ameritrade. Other services made available by TD Ameritrade are intended to help us manage and further develop its business enterprise. The benefits received by us or its personnel through participation in the program do not depend on the amount of brokerage transactions directed to TD Ameritrade. As part of its fiduciary duties to clients, our endeavors at all times to

put the interests of its clients first. Clients should be aware, however, that the receipt of economic benefits by us or its related persons in and of itself creates a potential conflict of interest and may indirectly influence our choice of TD Ameritrade for custody and brokerage services.

#### CLIENT REFERRALS

We do not pay for client referrals.

#### ITEM 15 – CUSTODY

All client funds, securities and accounts are held at a qualified custodian. We do not take possession of a client's securities. However, the client will be asked to authorize us with the ability to instruct the custodian to deduct our management fee directly from the client's account. This authorization will pally to our management fee only. This is considered a limited form of custody. With a limited form of custody, when deducting the fee, we send a billing invoice to the client and his/her custodian, showing the management fee to be debited, amount on which the management fee was calculated, the time the management fee covers, and how the management fee was calculated. The client may terminate this authorization at any time. In addition to the fee invoice, the client will receive at least quarterly statements from the qualified custodian that holds and maintains the client's assets. We urge each client to carefully review such statements.

#### ITEM 16 – INVESTMENT DISCRETION

We offer discretionary investment management services. The client must sign the investment management agreement to grant us discretionary power over the account. Our investment management agreement contains a limited power of attorney that allows us to select the security, the amount, and the time of the purchase or sale in the client's account. It also allows us to place each such trade without the client's prior approval. In addition to our investment management agreement, the client's custodian may request the client to sign the custodian's limited power of attorney. This varies with each custodian. We discuss all limited powers of attorney with the client prior to their execution. In all cases, however, such discretion is to be exercised in a manner consistent with the stated investment objectives for the client account, and any other investment policies, limitation or restrictions.

#### ITEM 17 – VOTING CLIENT SECURITIES

We do not vote proxy votes for any client. Any proxy solicitation materials received by the Advisor will be forwarded to clients for response and voting. In the event a client has a question about a proxy solicitation, the client should contact us.

#### ITEM 18 – FINANCIAL INFORMATION

##### BALANCE SHEET

We do not require or solicit prepayment of more than \$500 in fees per client, six months or more in advance. Therefore, we are not required to provide a balance sheet.

#### FINANCIAL CONDITION

We are required in this Item to provide you with certain financial information or disclosures about our financial condition if we have a financial commitment that impairs our ability to service you. We do not have a financial commitment that impairs our ability to service our clients.

#### BANKRUPTCY

We have not been the subject of a bankruptcy proceeding.

#### ITEM 19 – REQUIREMENTS FOR STATE-REGISTERED ADVISERS

We have one principal executive officer David R. Hedges, (“Mr. Hedges”). Mr. Hedges’ biographical information is provided in the attached Brochure Supplement document.

Mr. Hedges is required to disclose additional information if he has other business activities. He is owner and president of Bookman Bright Consulting, Inc. and an individually licensed independent insurance agent and may receive fees and commissions for the sale of insurance products and tax planning services. These activities and any conflicts of interest associated therewith are discussed in Item 10 of this brochure and his brochure supplement.

Mr. Hedges is also required to disclose additional information if he receives performance-based fees, has any relationship or arrangement with an issuer of securities, or was ever found liable in an arbitration, civil, self-regulatory organization or administrative proceeding. Mr. Hedges has no information to report on these topics because none apply to him.