



Disclosure Brochure
AVID WEALTH PARTNERS, LLC
a Registered Investment Adviser

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This brochure provides information about the qualifications and business practices of Avid Wealth Partners, LLC (hereinafter "AWP" or the "Firm"). If you have any questions about the contents of this brochure, please contact the Firm at the telephone number listed above. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission (SEC) or by any state securities authority. Additional information about the Firm is available on the SEC's website at www.adviserinfo.sec.gov. The Firm is a registered investment adviser. Registration does not imply any level of skill or training.

Item 2. Material Changes

In this Item, AWP is required to discuss any material changes that have been made to the brochure since the last annual amendment. The Firm has updated the following sections:

The Firm has introduced a subscription/retainer based advisory service model under which certain clients may pay a fixed fee for advisory services. This service may be offered as a standalone arrangement or in conjunction with other advisory services, as further described in **Item 5**.

The Firm has expanded its advisory services to include private fund investment opportunities and long/short separately managed account strategies available to certain qualified clients, as further described in **Item 4, Item 6, Item 8, and Item 12**.

Certain hedge funds and private investments recommended to qualified clients may charge performance-based fees, which are paid directly to the fund or investment manager. AWP does not receive any portion of these fees. Related disclosures have been updated in **Item 6**.

The brochure was also updated to reflect additional investment strategies and related risks under **Item 8**.

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Item 4. Advisory Business

AWP offers a variety of advisory services, which include financial planning, consulting, and investment management services. Prior to AWP rendering any of the foregoing advisory services, clients are required to enter into one or more written agreements with AWP setting forth the relevant terms and conditions of the advisory relationship (the “Advisory Agreement”).

AWP filed for registration as an investment adviser in September and is owned by Avid Capital, LLC, which is owned by Eric Kala and Alicia Fuschak. As of December 31, 2025, AWP had \$298,534,409 in assets under management, \$298,311,292 of which was managed on a discretionary basis and \$223,117 of which was managed on a non-discretionary basis.

While this brochure generally describes the business of AWP, certain sections also discuss the activities of its Supervised Persons, which refer to the Firm’s officers, partners, directors (or other persons occupying a similar status or performing similar functions), employees or other persons who provide investment advice on AWP’s behalf and are subject to the Firm’s supervision or control.

Financial Planning and Consulting Services

AWP offers clients a broad range of financial planning and consulting services, which include any or all of the following functions: Business Planning, Cash Flow & Debt Analysis, Trust and Estate Planning, Investment Planning, Insurance Analysis, Retirement Planning, Charitable Planning, Education Planning.

While each of these services is available on a stand-alone basis, certain of them can also be rendered in conjunction with investment portfolio management as part of a comprehensive wealth management engagement (described in more detail below).

In addition, AWP helps business owners exit from their businesses and help to align their annual business planning with their personal and financial goals. AWP’s services in Comprehensive Exit Planning include Exit Readiness Assessment, Wealth Gap Planning, Pre-Sale Due Diligence Consulting, Un-Certified Business Valuation (Certified Valuations are completed by network partners), Business Risk & Insurance Planning, Business Continuity Instruction Documents.

In performing these services, AWP is not required to verify any information received from the client or from the client’s other professionals (e.g., attorneys, accountants, etc.) and is expressly authorized to rely on such information. AWP recommends certain clients engage the Firm for additional related services, its affiliate, or Supervised Persons in their individual capacities as insurance agents and/or other professionals to implement its recommendations. Clients are advised that a conflict of interest exists for the Firm to recommend that clients engage AWP or its affiliates to provide (or continue to provide) additional services for compensation, including investment management services. Clients retain absolute discretion over all decisions regarding implementation and are under no obligation to act upon any of the recommendations made by AWP under a financial planning or consulting engagement. Clients are advised that it remains their responsibility to promptly notify the Firm of any change in their financial situation or investment objectives for the purpose of reviewing, evaluating or revising AWP’s recommendations and/or services.

Wealth Management Services

AWP provides certain clients with wealth management services which include a broad range of financial planning and consulting services as well as discretionary and/or non-discretionary management of investment portfolios.

AWP primarily allocates client assets among various mutual funds, exchange-traded funds (“ETFs”), individual debt and equity securities.

AWP utilizes certain services from third-party platform providers to support the firm’s management of client assets in accordance with their stated investment objectives. Presently, these services are limited to (1) portfolio tax recommendations and subsequent trade execution services for model portfolios created by AWP and (2) execution services provided through custom indexing of client-specific portfolios created by AWP to maintain sensitivity to tax loss harvesting, tax sensitive portfolio transitions, and capital gains awareness. AWP maintains the discretion and authority over these providers to assist in the model portfolios and neither provider has discretion to act without the direction of AWP. AWP monitors the execution performance of the elected providers and may, as necessary, select additional or replacement providers to fulfill the services stated. Where appropriate, the Firm also provides advice about any type of legacy position or other investment held in client portfolios, but clients should not assume that these assets are being continuously monitored or otherwise advised on by the Firm unless specifically agreed upon. Clients can engage AWP to manage and/or advise on certain investment products that are not maintained at their primary custodian, such as variable life insurance and annuity contracts and assets held in employer sponsored retirement plans and qualified tuition plans (i.e., 529 plans). In these situations, AWP directs or recommends the allocation of client assets among the various investment options available with the product. These assets are generally maintained at the underwriting insurance company, or the custodian designated by the product’s provider.

AWP tailors its advisory services to meet the needs of its individual clients and seeks to ensure, on a continuous basis, that client portfolios are managed in a manner consistent with those needs and objectives. AWP consults with clients on an initial and ongoing basis to assess their specific risk tolerance, time horizon, liquidity constraints and other related factors relevant to the management of their portfolios. Clients are advised to promptly notify AWP if there are changes in their financial situation or if they wish to place any limitations on the management of their portfolios. Clients can impose reasonable restrictions or mandates on the management of their accounts if AWP

determines, in its sole discretion, the conditions would not materially impact the performance of a management strategy or prove overly burdensome to the Firm's management efforts.

We may recommend that certain clients consider subscribing to hedge funds as part of their overall investment and tax strategy. These recommendations are made based on a thorough evaluation of the client's financial situation, goals, and risk tolerance. Hedge fund investments are monitored and integrated into the client's comprehensive financial plan. Retirement Plan Consulting Services.

AWP provides various consulting services to qualified employee benefit plans and their fiduciaries. This suite of institutional services is designed to assist plan sponsors in structuring, managing, and optimizing their corporate retirement plans. Each engagement is individually negotiated and customized and includes any or all of the following services: Plan Design and Strategy, Plan Review and Evaluation, Executive Planning & Benefits, Investment Selection, Plan Fee and Cost Analysis, Plan Committee Consultation, Fiduciary and Compliance, Participant Education.

As disclosed in the Advisory Agreement, certain of the foregoing services are provided by AWP as a fiduciary under the Employee Retirement Income Security Act of 1974, as amended ("ERISA"). In accordance with ERISA Section 408(b)(2), each plan sponsor is provided with a written description of AWP's fiduciary status, the specific services to be rendered and all direct and indirect compensation the Firm reasonably expects under the engagement.

Use of Sub-Advisers

In certain circumstances, AWP has engaged third-party investment management firms to provide portfolio management services in a sub-advisory capacity ("Sub-Advisers"). Sub-Advisers are retained directly by our Firm to assist with portfolio management or provide investment models, research, or trading support for client accounts. Clients do not enter into a separate advisory agreement with the Sub-Adviser. Sub-Advisers typically do not interact directly with clients or Related Parties and operate solely under the supervision and direction of our Firm. Our Firm maintains responsibility for the overall management of the client's account, including the selection, supervision, and ongoing evaluation of Sub-Advisers. Our Firm has the authority to hire, replace, or terminate Sub-Advisers without prior notice to the client, unless otherwise required by applicable law. Clients remain responsible for all fees associated with Sub-Advisory services, which are disclosed in the client's advisory agreement and/or Sub-Advisor's Form ADV. Any such fees are separate from and in addition to AWP's advisory fee unless otherwise disclosed.

Presently, AWP is utilizing a sub-advisor to implement an options-based financing or lending strategy for certain clients. These strategies may involve structured options positions designed to create a defined payoff profile that can economically resemble a borrowing arrangement. These strategies may be designed to achieve tax-efficient outcomes or replicate certain borrowing characteristics and are implemented under AWP's oversight.

Use of Third-Party Investment Managers

As part of its discretionary investment management services, AWP may recommend that clients engage one or more independent third-party investment managers or participate in third-party investment management programs (collectively referred to as "Third-Party Managers"). Third-Party Managers are independent investment advisers that provide portfolio management services directly to the client. AWP may recommend such managers based on several factors, including the manager's investment strategy, experience, research capabilities, operational infrastructure, historical performance, and the reasonableness of fees.

When a Third-Party Manager is engaged:

- The client enter into a separate investment management agreement directly with the Third-Party Manager.
- The Third-Party Manager typically receives discretionary authority to manage the portion of the client's assets allocated to that strategy.
- The client may grant the Third-Party Manager limited power of attorney or trading authority to implement investment decisions.

Fees charged by Third-Party Managers are separate from and in addition to the advisory fees charged by AWP and are disclosed in the Third-Party Manager's advisory agreement and related disclosure documents.

Although AWP does not manage the assets allocated to Third-Party Managers on a day-to-day basis, AWP may assist clients by:

- Recommending appropriate Third-Party Managers
- Coordinating implementation of the investment strategy
- Monitoring the manager's ongoing performance and continued suitability
- Communicating with the manager regarding the client's overall investment objectives

AWP does not have the authority to terminate a client's agreement with a Third-Party Manager unless such authority has been granted in writing by the client.

Estate Planning Support Services

Avid Wealth Partners ("AWP") provides clients with access to estate planning tools and resources through third-party platforms, including but not limited to Wealth.com. These services are designed to simplify the process of creating key estate planning documents and ensure that clients' legacy goals are addressed as part of a comprehensive wealth management strategy.

AWP facilitates client access to estate planning solutions but does not provide legal advice or draft documents directly. Licensed attorneys affiliated with the platform oversee document preparation and compliance.

Clients should consult licensed attorneys affiliated with the platform or their independent legal counsel for specific legal advice or customized estate planning strategies. AWP's role is limited to facilitating access to tools and resources and ensuring alignment with clients' overall wealth management objectives.

Subscription/Retainer Advisory Services

The Firm offers an ongoing subscription- or retainer-based advisory service (the "Subscription Service"). Under this model, certain clients pay a fixed periodic fee (typically monthly) for ongoing financial planning and/or investment advisory services. Fees under this arrangement are not based on assets under management ("AUM"). The scope of services is customized and defined in the client's written advisory agreement. Depending on the agreement, the Firm may provide non-discretionary advice only, or may separately provide discretionary investment management under a different fee arrangement. Subscription clients are not required to maintain a minimum level of assets with the Firm.

Class Action Claims Assistance

Avid Wealth Partners, LLC has engaged 11th Estate, Inc. ("11thEstate") to file at its option, but not obligation, class action claims on behalf of its clients. Clients are permitted to change their authorization at any time or opt-out by notifying AWP. AWP is not responsible for notifying eligible clients at the commencement of any particular class action and clients understand that, when a claim is filed and throughout settlement, it may be necessary for AWP to share certain client information such as client name and account number with 11thEstate in order to allow 11th Estate to process underlying claims with the Claim Administrator. AWP does not receive any fees or remuneration from 11th Estate for allowing 11th Estate to provide class action services. 11th Estate earns fees based on a percentage of the total claim recovered, which are generally deducted from each client's gross settlement proceeds, with net settlement proceeds deposited into client accounts.

Item 5. Fees and Compensation

AWP offers services on a fee basis, which includes fixed fees, as well as fees based upon assets under management. Additionally, certain of the Firm's Supervised Persons offer insurance products under a separate commission-based arrangement.

Financial Planning and Consulting Fees

AWP charges a fixed fee for providing financial planning and consulting services. These fees are negotiable, but range from \$1,500 to \$25,000, depending upon the scope and complexity of the services and the professional rendering the financial planning and/or the consulting services. The fee can be for a defined project, such as the delivery of a plan, or for ongoing services. If the client engages the Firm for additional investment advisory services, AWP can offset all or a portion of its fees for those services based upon the amount paid for the financial planning and/or consulting services.

The terms and conditions of the financial planning and/or consulting engagement are set forth in the Advisory Agreement. For project-based services AWP requires fixed fees to be payable upon execution of the Advisory Agreement. If alternative terms are negotiated, any outstanding balance is due upon delivery of the financial plan or completion of the agreed upon services. Ongoing services are charged as described in the investment management section, below. The Firm does not, however, take receipt of \$1,200 or more in prepaid fees, six or more months in advance of services rendered.

Investment Management Fees

AWP offers wealth management services for an annual fee based on the amount of assets under the Firm's management. This management fee varies in accordance with the following blended fee schedule:

PORTFOLIO VALUE	BASE FEE
First \$500,000	1.50%
Next \$2,000,000	0.85%
Next \$7,500,000	0.65%
Above \$10,000,000	0.40%

For illustrative purposes, a client portfolio valued at \$3,000,000 would incur fees based on the following breakdown: 1.50% on the first \$500,000, 0.85% on the next \$2,000,000, and 0.65% on the remaining \$500,000. This blended approach ensures fairness and alignment with client portfolio size.

The annual fee is prorated and charged monthly, in advance, based upon the market value of the assets being managed by AWP on the last day of the previous month as determined by a party independent from the Firm (including the client's custodian or another third-party). The Firm includes cash in a client's account in determining the valuation for billing purposes. The Firm may, in its sole discretion, not include cash in determining the fee, especially where a client has a high percentage of cash for reasons other than the Firm's investment management decision.

If assets are deposited into or withdrawn from an account after the inception of a billing period, the fee payable with respect to such assets is not adjusted to reflect the interim change in portfolio value. For the initial period of an engagement, the fee is calculated on a pro rata basis. In the event the advisory agreement is terminated, the fee for the final billing period is prorated through the effective date of the termination and the outstanding or unearned portion of the fee is charged or refunded to the client, as appropriate.

Additionally, for asset management services the Firm provides with respect to certain client holdings (e.g., held-away assets, accommodation accounts, alternative investments, etc.), AWP can negotiate a fee rate that differs from the range set forth above. Clients are advised that a conflict of interest exists for the Firm to recommend that clients engage AWP for additional services for compensation, including rolling over retirement accounts or moving other assets to the Firm's management. Clients retain absolute discretion over all decisions regarding engaging the Firm and are under no obligation to act upon any of the recommendations.

Our advisory fees are based on the total value of assets under management, which may include investments in hedge funds that we recommend as part of a client's overall strategy. These fees cover the ongoing monitoring, integration, and advising on hedge fund holdings within the client's portfolio. Clients will also incur fees directly charged by the hedge fund manager, which are separate from our advisory fees.

Retirement Plan Consulting Fees

AWP charges a fixed project-based fee to provide clients with retirement plan consulting services. Each engagement is individually negotiated and tailored to accommodate the needs of the individual plan sponsor, as memorialized in the Agreement. These fees vary, based on the scope of the services to be rendered and can be for a fixed fee or asset-based fee, and will depend upon services provided and the amount of assets to be advised on.

Estate Planning Support Fees

AWP charges a one-time fee for estate planning support services, which covers a limited-term engagement designed to facilitate access to estate planning tools and resources. This fee includes platform access, facilitation services, and support for document execution during the engagement period. The specific duration of the engagement and included services will be outlined in a separate Estate Planning Support Agreement provided at the time of engagement. Payment is required upon execution of the agreement. Additional charges may apply for services requested outside the scope or duration of the initial engagement, such as amendments to estate documents or extended platform access. Clients are responsible for these charges, which will be clearly disclosed in advance. Any services requested beyond the initial scope or duration of the engagement, such as amendments to estate documents or extended platform access, will incur additional charges. These charges will be disclosed in writing and require explicit client consent before implementation.

Subscription/Retainer Fees

Subscription clients pay a flat recurring fee for ongoing advisory services. Fees are generally billed monthly in advance (unless otherwise specified in the client agreement). The amount of the fee is determined based on complexity, time commitment and scope of services. Subscription fees are not calculated as a percentage of assets under management and do not vary based on account performance. The specific fee amount, billing frequency, and scope of services are detailed in the client's advisory agreement. Clients may incur additional fees or expenses imposed by third parties, including brokerage commissions, custodial fees, mutual fund or ETF expenses, and other transactional costs. These fees are separate from and in addition to the Firm's subscription fee.

Sub-Adviser and Platform Fees

AWP utilizes certain third-party platform providers and sub-advisers, including Canvas, to support the implementation of specific investment strategies such as direct indexing, options-based strategies, and municipal bond laddering. Clients who elect to utilize these strategies will incur ongoing fees based on the specific strategy and the assets allocated to that strategy. These fees are charged directly by the sub-adviser or platform provider and are separate from, and in addition to, AWP's advisory fees.

AWP does not receive compensation from these providers for recommending or utilizing their services unless otherwise disclosed in this Brochure. The specific fee structure and applicable terms are disclosed in the client's advisory agreement and/or the provider's disclosure documents.

Fee Discretion

AWP may, in its sole discretion, negotiate to charge a lesser fee based upon certain criteria, such as anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, account composition, pre-existing/legacy client relationship, account retention, pro bono activities, or competitive purposes.

Additional Fees and Expenses

In addition to the advisory fees paid to AWP, clients also incur certain charges imposed by other third parties, such as broker-dealers, custodians, trust companies, banks, and other financial institutions (collectively “Financial Institutions”). These additional charges include securities brokerage commissions, transaction fees, custodial fees, fees attributable to alternative assets, fees charged by the Independent Managers, margin and other borrowing costs, charges imposed directly by a mutual fund or ETF in a client’s account, as disclosed in the fund’s prospectus (e.g., fund management fees and other fund expenses), 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. The Firm’s brokerage practices are described at length in Item 12, below.

Direct Fee Debit

Clients provide AWP and/or certain Independent Managers with the authority to directly debit their accounts for payment of the investment advisory fees. The Financial Institutions that act as the qualified custodian for client accounts, from which the Firm retains the authority to directly deduct fees, have agreed to send statements to clients not less than quarterly detailing all account transactions, including any amounts paid to AWP.

Use of Margin

AWP may recommend that certain clients utilize margin or other forms of borrowing as part of their overall financial strategy. Advisory fees are based on assets under management and do not include assets financed through margin or other borrowing. As such, AWP does not receive additional compensation as a result of a client’s use of margin.

Margin is not suitable for all clients and involves additional risks, including the potential for amplified losses, increased volatility, and the possibility of forced liquidation of securities. Clients should carefully consider these risks, along with the costs associated with margin borrowing, before utilizing such strategies. AWP recommends the use of margin, if at all, on a limited and prudent basis consistent with a client’s overall financial situation and risk tolerance.

Account Additions and Withdrawals

Clients can make additions to and withdrawals from their account at any time, subject to AWP’s right to terminate an account. Additions can be in cash or securities provided that the Firm reserves the right to liquidate any transferred securities or declines to accept particular securities into a client’s account. Clients can withdraw account assets on notice to AWP, subject to the usual and customary securities settlement procedures. However, the Firm designs its portfolios as long-term investments, and the withdrawal of assets may impair the achievement of a client’s investment objectives. AWP may consult with its clients about the options and implications of transferring securities. Clients are advised that when transferred securities are liquidated, they may be subject to transaction fees, short-term redemption fees, fees assessed at the mutual fund level (e.g., contingent deferred sales charges) and/or tax ramifications.

Item 6. Performance-Based Fees and Side-by-Side Management

AWP does not provide advisory services for a performance-based fee (i.e., a fee based on a share of capital gains or capital appreciation of a client’s assets).

AWP may recommend that certain clients may independently invest in private investment funds or other pooled investment vehicles (each, a “Fund”) for which the client subscribes directly with the Fund sponsor or general partner. In such cases, the Fund, and not the Firm, charges its own fees and expenses pursuant to the Fund’s offering documents. These fees may include a management fee and/or a performance-based fee (e.g., an incentive allocation or carried interest) assessed at the Fund level.

The Firm does not receive any portion of the management fees, performance fees, incentive allocations, or other compensation charged by such Funds. The Firm’s advisory fee is separate and distinct from any fees or expenses charged by a Fund, and clients should carefully review the applicable private placement memorandum, limited partnership agreement, subscription agreement, and related offering documents for a complete description of Fund-level fees and expenses.

Because the Firm does not manage these Funds and does not receive any share of Fund-level compensation, the Firm does not engage in side-by-side management involving performance-based fee accounts and non-performance-based fee accounts.

Item 7. Types of Clients

AWP offers services to individuals, trusts, estates, charitable organizations, corporations and other business entities, and pension and profit-sharing plans.

Item 8. Methods of Analysis, Investment Strategies and Risk of Loss

Methods of Analysis and Investment Strategies

AWP’s investment strategy begins with an understanding of a client’s financial goals. The Firm uses demographic and financial information

provided by the client to assess the client's risk profile and investment objectives in determining an appropriate plan for the client's assets. The Firm employs a goal-oriented wealth plan which serves as the blueprint for the investment portfolio recommendations made to clients. AWP follows a goal-oriented wealth planning approach that prioritizes responsible, low-cost asset allocation strategies with an emphasis on tax efficiency and risk management.

AWP's Investment Core Beliefs:

- **Financial Planning is Key** Goal-focused and planning-driven aligned investment advice and asset allocation.
- **Empirical Evidence** Investment decisions based on sound theoretical foundations and applied through processes and informed judgment to remove bias and emotion.
- **Winning, by not Losing** Downside protection through risk-management.
- **Not About What You Make, But What You Keep** Maximizing gains through the minimization of expenses and tax drag.

Investment strategies generally include long- or short-term purchases of stock portfolios, mutual funds, exchange traded funds, fixed income securities, other investment vehicles where appropriate and may include margin transactions, securities-backed lines of credit and options strategies.

AWP utilizes both a risk-based and outcomes-based approach to asset allocation. The following asset classes: US Equities, International Equities, Fixed Income, Alternative Investments, Commodities and Real Estate are allocated amongst client portfolios. The Firm may build custom allocations for clients or select from pre-built models managed by the Firm's Investment Committee.

Investment recommendations, including model selection, are based on an analysis of the client's individual needs, and are drawn from research and analysis. However, in general, security analysis methods include fundamental analysis as well as quantitative and qualitative research on a given investment vehicle. Information for this analysis may be drawn from financial newspapers, magazines and databases, research materials prepared by others, annual reports, corporate filings, and prospectuses. Additional sources of information utilized by AWP include meetings and discussions with investment managers employed by investment companies, statistical summaries and analysis and such other sources the Firm deems appropriate. AWP may utilize services of Independent Managers and established third-party research services to assist the Firm with formulating asset allocation, industry and sector selection, and investment recommendations in managing client funds. Technical analysis may be used when analyzing indices and/or securities other than open-ended mutual funds.

Risk of Loss

The following list of risk factors does not purport to be a complete enumeration or explanation of the risks involved with respect to the Firm's investment management activities. Clients should consult with their legal, tax, and other advisors before engaging the Firm to provide investment management services on their behalf.

Market Risks

Investing involves risk, including the potential loss of principal, and all investors should be guided accordingly. The profitability of a significant portion of AWP's recommendations and/or investment decisions may depend to a great extent upon correctly assessing the future course of price movements of stocks, bonds, and other asset classes. In addition, investments may be adversely affected by financial markets and economic conditions throughout the world. There can be no assurance that AWP will be able to predict these price movements accurately or capitalize on any such assumptions.

Volatility Risks

The prices and values of investments can be highly volatile, and are influenced by, among other things, interest rates, general economic conditions, the condition of the financial markets, the financial condition of the issuers of such assets, changing supply and demand relationships, and programs and policies of governments.

Cash Management Risks

The Firm may invest some of a client's assets temporarily in money market funds or other similar types of investments, during which time an advisory account may be prevented from achieving its investment objective.

Equity-Related Securities and Instruments

The Firm may take long positions in common stocks of U.S. and non-U.S. issuers traded on national securities exchanges and over-the-counter markets. The value of equity securities varies in response to many factors. These factors include, without limitation, factors specific to an issuer and factors specific to the industry in which the issuer participates. Individual companies may report poor results or be negatively affected by industry and/or economic trends and developments, and the stock prices of such companies may suffer a decline in response. In addition, equity securities are subject to stock risk, which is the risk that stock prices historically rise and fall in periodic cycles. U.S. and non-U.S. stock markets have experienced periods of substantial price volatility in the past and may do so again in the future. In addition, investments in small-capitalization, mid-capitalization and financially distressed companies may be subject to more abrupt or erratic price movements and may lack sufficient market liquidity, and these issuers often face greater business risks.

Fixed Income Securities

While the Firm emphasizes risk-averse management and capital preservation in its fixed-income bond portfolios, clients who invest in this product can lose money, including losing a portion of their original investment. The prices of the securities in our portfolios fluctuate. The Firm does not guarantee any particular level of performance. Below is a representative list of the types of risks clients should consider before investing in this product.

- **Interest rate risk.** Prices of bonds tend to move in the opposite direction to interest rate changes. Typically, a rise in interest rates will negatively affect bond prices. The longer the duration and average maturity of a portfolio, the greater the likely reaction to interest rate moves.
- **Credit (or default) risk.** A bond's price will generally fall if the issuer fails to make a scheduled interest or principal payment, if the credit rating of the security is downgraded, or if the perceived creditworthiness of the issuer deteriorates.
- **Liquidity risk.** Sectors of the bond market can experience a sudden downturn in trading activity. When there is little or no trading activity in a security, it can be difficult to sell the security at or near its perceived value. In such a market, bond prices may fall.
- **Call risk.** Some bonds give the issuer the option to call or redeem the bond before the maturity date. If an issuer calls a bond when interest rates are declining, the proceeds may have to be reinvested at a lower yield. During periods of market illiquidity or rising rates, prices of callable securities may be subject to increased volatility.
- **Prepayment risk.** When interest rates fall, the principal of mortgage-backed securities may be prepaid. These prepayments can reduce the portfolio's yield because proceeds may have to be reinvested at a lower yield.
- **Extension risk.** When interest rates rise or there is a lack of refinancing opportunities, prepayments of mortgage-backed securities or callable bonds may be less than expected. This would lengthen the portfolio's duration and average maturity and increase its sensitivity to rising rates and its potential for price declines.

Mutual Funds and ETFs

An investment in a mutual fund or ETF involves risk, including the loss of principal. Mutual fund and ETF shareholders are necessarily subject to the risks stemming from the individual issuers of the fund's underlying portfolio securities. Such shareholders are also liable for taxes on any fund-level capital gains, as mutual funds and ETFs are required by law to distribute capital gains in the event, they sell securities for a profit that cannot be offset by a corresponding loss.

Shares of mutual funds are generally distributed and redeemed on an ongoing basis by the fund itself or a broker acting on its behalf. The trading price at which a share is transacted is equal to a fund's stated daily per share net asset value ("NAV"), plus any shareholders fees (e.g., sales loads, purchase fees, redemption fees). The per share NAV of a mutual fund is calculated at the end of each business day, although the actual NAV fluctuates with intraday changes to the market value of the fund's holdings. The trading prices of a mutual fund's shares may differ from the NAV during periods of market volatility, which may, among other factors, lead to the mutual fund's shares trading at a premium or discount to actual NAV. Shares of ETFs are listed on securities exchanges and transacted at negotiated prices in the secondary market. Generally, ETF shares trade at or near their most recent NAV, which is generally calculated at least once daily for index-based ETFs and potentially more frequently for actively managed ETFs. However, certain inefficiencies may cause the shares to trade at a premium or discount to their pro rata NAV. There is also no guarantee that an active secondary market for such shares will develop or continue to exist. Generally, an ETF only redeems shares when aggregated as creation units (usually 20,000 shares or more). Therefore, if a liquid secondary market ceases to exist for shares of a particular ETF, a shareholder may have no way to dispose of such shares.

Finally, some mutual funds and ETFs may have lock-up periods that restrict an investor from selling their position for a period of time. Other mutual funds and ETFs could also have early redemption fees that are taken if the investor sells their position before a certain amount of time.

Cryptocurrency ETFs may be used and here are key risks to consider. Volatility, Cryptocurrencies are highly volatile, and their price fluctuations can significantly impact the performance of ETFs. Regulatory Uncertainty, The evolving regulatory landscape for cryptocurrencies can affect the operation and value of crypto ETFs. Tracking Errors, Crypto ETFs may not perfectly track the price of the underlying cryptocurrency, leading to discrepancies in performance. Custodial Risks, The security of the underlying assets depends on the custodian, and any breach or failure could result in losses. Market Liquidity, Limited liquidity in the cryptocurrency market can affect the ability to buy or sell ETF shares at desired prices. Technological Risks, Issues like hacking, fraud, or technical failures in the cryptocurrency ecosystem can impact ETF performance.

Hedge Funds – Manager Risk

Our investment strategy may include recommending hedge funds to suitable clients. These investments are selected based on the client's specific needs, including tax efficiency, diversification, and long-term growth objectives. Hedge funds may involve higher fees, limited liquidity, and the risk of significant loss, which we thoroughly discuss with clients before making any recommendations. The possibility poor security selection by the manager can cause your investments to underperform relative to benchmarks or other funds with a similar investment objective.

Use of Independent Managers

As stated above, AWP selects certain Independent Managers to provide tax optimization and execution services to a portion of its clients' assets. In these situations, AWP continues to conduct ongoing due diligence of such managers, but such recommendations rely to a great extent on the Independent Managers' ability to successfully implement their investment strategies. In addition, AWP does not have the ability to supervise the Independent Managers on a day-to-day basis.

Use of Private Equity and Private Capital

Private equity and private credit investments come with several risks that are important to disclose in an ADV filing:

- **Illiquidity:** These investments are not easily sold or traded, which can limit an investor's ability to access funds when needed.
- **Valuation Challenges:** Determining the fair value of private equity and private credit holdings can be complex and subjective, leading to potential discrepancies.
- **Concentration Risk:** Investments may be concentrated in specific industries or companies, increasing exposure to sector-specific downturns.
- **Leverage Risk:** Private credit often involves significant leverage, which can amplify losses during adverse market conditions.
- **Regulatory and Legal Risks:** These investments may face unique regulatory or legal challenges, depending on the jurisdiction and structure.
- **Economic Sensitivity:** Private equity and credit are sensitive to economic cycles, and downturns can significantly impact returns.

Use of Private Collective Investment Vehicles

The managers of these vehicles have broad discretion in selecting the investments. There are few limitations on the types of securities or other financial instruments which may be traded and no requirement to diversify. Hedge funds may trade on margin or otherwise leverage positions, thereby potentially increasing the risk to the vehicle. In addition, because the vehicles are not registered as investment companies, there is an absence of regulation. There are numerous other risks in investing in these securities. Clients should consult each fund's private placement memorandum and/or other documents explaining such risks prior to investing. AWP does not recommend these investments. However, if clients already maintain these positions in their managed account, AWP may assist them in evaluating these holdings.

Real Estate Investment Trusts (REITs)

REITs are collective investment vehicles with portfolios comprised primarily of real estate and mortgage related holdings. Many REITs hold heavy concentrations of investments tied to commercial and/or residential developments, which inherently subject REIT investors to the risks associated with a downturn in the real estate market. Investments linked to certain regions that experience greater volatility in the local real estate market may give rise to large fluctuations in the value of the vehicle's shares. Mortgage related holdings may give rise to additional concerns pertaining to interest rates, inflation, liquidity, and counterparty risk. AWP does not recommend these investments. However, if clients already maintain these positions in their managed account, AWP may assist them in evaluating these holdings.

Use of Margin

While the use of margin borrowing for investments can substantially improve returns, it may also increase overall portfolio risk. Margin transactions are generally affected using capital borrowed from a Financial Institution, which is secured by a client's holdings. Under certain circumstances, a leading Financial Institution may demand an increase in the underlying collateral. If the client is unable to provide the additional collateral, the Financial Institution may liquidate account assets to satisfy the client's outstanding obligations, which could have extremely adverse consequences. In addition, fluctuations in the amount of a client's borrowings and the corresponding interest rates may have a significant effect on the profitability and stability of a client's portfolio.

Use of Short Selling

A short sale is a transaction in which an investor sells borrowed securities in anticipation of a price decline and is required to return an equal number of shares at some point in the future. These transactions have several risks that make it highly unsuitable for the notice investor. This strategy has a slanted payoff ratio in that the maximum gain (which would occur if the shorted stock were to plunge to zero) is limited, but the maximum loss is theoretically infinite (since stocks can in theory go up infinitely in price). The following risks should be considered: (1) In addition to trading commissions, other costs with short selling include that of borrowing the security to short it, as well as interest payable on the margin account that holds the shorted security. (2) The short seller is responsible for making dividend payments on the shorted stock to the entity from whom the stock has been borrowed. (3) Stocks with extremely high short interest may occasionally surge in price. This usually happens when there is a positive development in the stock, which forces short sellers to buy the shares back to close their short positions. Heavily shorted stocks are also susceptible to "buy-ins," which occur when a broker closes out short positions in a difficult-to-borrow stock whose lenders are demanding it back. (4) Regulators may impose bans on short sales in a specific sector or even in the broad market to avoid panic and unwarranted selling pressure. Such actions can cause a spike in stock prices, forcing the short seller to cover short positions at huge losses. (5) Unlike the "buy-and-hold" investor who can afford to wait for an investment to work out, the short seller does not have the luxury of time because of the many costs and risks associated with short selling. Timing is everything when it comes to shorting. (5) Short selling should only be undertaken by experienced traders who have the discipline to cut a losing short position, rather than add to it hoping that it will eventually work out.

Options and Other Derivatives

Client portfolios may buy or sell options, warrants, equity-related swaps, or other derivative instruments that trade on an exchange. These types of investments involve additional risks and may experience greater price fluctuations than the underlying securities. Options strategies may be used for investment or hedging purposes; however, they may not always perform as expected. The success of using options to help manage risk depends in part on how closely the value of the option tracks the investments it is intended to hedge. In addition, because the value of certain options, such as stock index options, is tied to the performance of a broader market index rather than a specific security, gains or losses may result from general market movements rather than changes in the price of any individual investment.

Currency Risks

An advisory account that holds investments denominated in currencies other than the currency in which the advisory account is denominated may be adversely affected by the volatility of currency exchange rates.

Interest Rate Risks

Interest rates may fluctuate significantly, causing price volatility with respect to securities or instruments held by clients.

Artificial Intelligence and Machine Learning

Certain service providers utilized by the Firm to service client accounts have artificial intelligence components, such as our virtual meeting service that utilizes artificial intelligence to summarize client meeting notes. The use of artificial intelligence and machine learning includes increased risk of data inaccuracies and security vulnerabilities. Due to the rapid advancement of machine learning technologies, future risks related to artificial intelligence are unpredictable. As a measure to mitigate these risks to our clients, our Firm performs periodic due diligence of our service providers for assurance that the service providers have appropriate controls in place to protect our clients' information and to limit data inaccuracies when artificial intelligence is used by the service provider.

Item 9. Disciplinary Information

AWP has not been involved in any legal or disciplinary events that are material to a client's evaluation of its advisory business or the integrity of its management.

Item 10. Other Financial Industry Activities and Affiliations

This item requires investment advisers to disclose certain financial industry activities and affiliations

Licensed Insurance Agency

AWP is under common control and ownership with Avid Risk Management, LLC, a duly licensed insurance agency. Additionally, a number of the Firm's Supervised Persons are licensed insurance agents and offer certain insurance products on a fully disclosed commissionable basis. A conflict of interest exists to the extent that AWP recommends the purchase of insurance products where Avid Risk Management and/or its Supervised Persons are entitled to insurance commissions or other additional compensation. The Firm has procedures in place whereby it seeks to ensure that all recommendations are made in its clients' best interest regardless of any such affiliations.

Other Financial Industry Activities and Affiliations

Avid Wealth Partners ("AWP") is under common control and ownership with Avid Consulting, LLC. AWP may recommend the services of Avid Consulting, LLC to clients for additional service offerings that complement their financial planning and wealth management needs. These services may involve working with third-party contractors and companies to deliver specialized expertise tailored to the client's goals. Additional services provided by Avid Consulting LLC or referred to 3rd parties may include, but are not limited to, fractional CFO services and cost segregation analysis. Further services such as business sales or the management of captive insurance are referred to unaffiliated 3rd parties where Avid Consulting LLC receives a referral fee. Business consulting for specific clients can require additional expertise and referred services. Any such services and referral fees received by Avid Consulting LLC will be defined by agreement and acknowledged in advance by its clients. This arrangement presents a potential conflict of interest, as AWP's recommendation of Avid Consulting, LLC's services could be influenced by the shared ownership structure and the potential for referral compensation. To mitigate this conflict, AWP ensures that any recommendations are made solely in the best interests of the client, considering their unique financial circumstances and objectives. Clients are under no obligation to utilize the services of Avid Consulting, LLC and are free to select any third-party provider of their choosing. AWP remains committed to transparency and discloses all material relationships to clients as part of its fiduciary duty.

Hedge Funds

In recommending hedge funds, we do not receive any additional compensation from the hedge fund manager or related parties. This ensures that our recommendations are solely in the best interest of the client. We disclose all potential conflicts of interest and encourage clients to ask questions regarding the nature of these investments.

Item 11. Code of Ethics

AWP has adopted a code of ethics in compliance with applicable securities laws (“Code of Ethics”) that sets forth the standards of conduct expected of its Supervised Persons. AWP’s Code of Ethics contains written policies reasonably designed to prevent certain unlawful practices such as the use of material non-public information by the Firm or any of its Supervised Persons and the trading by the same of securities ahead of clients in order to take advantage of pending orders.

The Code of Ethics also requires certain of AWP’s personnel to report their personal securities holdings and transactions and obtain pre-approval of certain investments (e.g., initial public offerings, limited offerings). However, the Firm’s Supervised Persons are permitted to buy or sell securities that it also recommends to clients if done in a fair and equitable manner that is consistent with the Firm’s policies and procedures. This Code of Ethics has been established recognizing that some securities trade in sufficiently broad markets to permit transactions by certain personnel to be completed without any appreciable impact on the markets of such securities. Therefore, under limited circumstances, exceptions may be made to the policies stated below.

When the Firm is engaging in or considering a transaction in any security on behalf of a client, no Supervised Person with access to this information may knowingly effect for themselves or for their immediate family (i.e., spouse, minor children and adults living in the same household) a transaction in that security unless:

- the transaction has been completed;
- the transaction for the Supervised Person is completed as part of a batch trade with clients; or
- a decision has been made not to engage in the transaction for the client.

These requirements are not applicable to: (i) direct obligations of the Government of the United States; (ii) money market instruments, bankers’ acceptances, bank certificates of deposit, commercial paper, repurchase agreements and other high quality short-term debt instruments, including repurchase agreements; (iii) shares issued by money market funds; and iv) shares issued by other unaffiliated open-end mutual funds.

Clients and prospective clients may contact AWP to request a copy of its Code of Ethics by contacting the Firm at the phone number on the cover page of this brochure.

Item 12. Brokerage Practices

Recommendation of Broker-Dealers for Client Transactions

Avid Wealth Partners (“AWP”) recommends that clients utilize the custody, brokerage, and clearing services of Fidelity Investments or Charles Schwab for investment management accounts. The final decision to custody assets with Fidelity Investments or Charles Schwab is at the discretion of the client, including those accounts under ERISA or IRA rules and regulations, in which case the client is acting as either the plan sponsor or IRA accountholder. AWP is independently owned and operated and not affiliated with Fidelity Investments or Charles Schwab. Fidelity Investments and Charles Schwab provide AWP with access to their institutional trading and custody services, which are typically not available to retail investors.

Additionally, for managed accounts established as part of captive insurance structures, AWP may utilize Altruists as a custodian. This arrangement is limited to accounts specifically designated for captive insurance purposes and does not apply to other types of client accounts. provides a platform that offers access to specialized tools and services tailored for captive insurance management. The decision to use Altruist as a custodian is made in consultation with the client to ensure alignment with their specific needs.

Factors which AWP considers in recommending Fidelity Investments, Charles Schwab, Altruist, or any other broker-dealer to clients include their respective financial strength, reputation, execution, pricing, research, and service. Fidelity Investments and Charles Schwab enable the Firm to obtain many mutual funds without transaction charges and other securities at nominal transaction charges. Similarly, Altruist offers competitive pricing and execution capabilities that support the unique needs of captive insurance accounts. The commissions and/or transaction fees charged by these Financial Institutions may be higher or lower than those charged by other Financial Institutions.

The commissions paid by AWP’s clients to Fidelity Investments, Charles Schwab, or Altruist comply with the Firm’s duty to obtain “best execution.” Clients may pay commissions that are higher than another qualified Financial Institution might charge to affect the same transaction where AWP determines that the commissions are reasonable in relation to the value of the brokerage and research services received. In seeking best execution, the determinative factor is not the lowest possible cost but whether the transaction represents the best qualitative execution, taking into consideration the full range of a Financial Institution’s services, including, among others, the value of research provided, execution capability, commission rates, and responsiveness. AWP seeks competitive rates but may not necessarily obtain the lowest possible commission rates for client transactions.

Consistent with obtaining best execution, brokerage transactions are directed to certain broker-dealers in return for investment research products and/or services which assist AWP in its investment decision-making process. Such research will be used to service all of the Firm’s clients, but brokerage commissions paid by one client may be used to pay for research that is not used in managing that client’s

portfolio. The receipt of investment research products and/or services, as well as the allocation of the benefit of such investment research products and/or services, poses a conflict of interest because AWP does not have to produce or pay for the products or services.

AWP periodically and systematically reviews its policies and procedures regarding its recommendation of Financial Institutions in light of its duty to obtain best execution.

Software and Support Provided by Financial Institutions

AWP receives without cost from Custodian administrative support, computer software, related systems support, as well as other third-party support as further described below (together "Support") which allow AWP to better monitor client accounts maintained at Custodian and otherwise conduct its business. AWP receives the Support without cost because the Firm renders investment management services to clients that maintain assets at Custodian. The Support is not provided in connection with securities transactions of clients (i.e., not "soft dollars"). The Support benefits AWP, but not its clients directly. Clients should be aware that AWP's receipt of economic benefits such as the Support from a broker-dealer creates a conflict of interest since these benefits will influence the Firm's choice of broker-dealer over another that does not furnish similar software, systems support or services, especially because the support is contingent upon clients placing a certain level(s) of assets at the Custodians. In fulfilling its duties to its clients, AWP endeavors at all times to put the interests of its clients first and has determined that the recommendation of Custodian is in the best interest of clients and satisfies the Firm's duty to seek best execution.

Specifically, AWP receives the following benefits from Custodian: i) receipt of duplicate client confirmations and bundled duplicate statements; ii) access to a trading desk that exclusively services its institutional traders; iii) access to block trading which provides the ability to aggregate securities transactions and then allocate the appropriate shares to client accounts; and iv) access to an electronic communication network for client order entry and account information.

These services generally are available to independent investment advisors on an unsolicited basis, at no charge to them so long as a certain amount of the advisor's clients' assets are maintained in accounts at Custodian. Custodian's services include brokerage services that are related to the execution of securities transactions, custody, research, including that in the form of advice, analyses and reports, and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment.

For client accounts maintained in its custody, Custodian generally does not charge separately for custody services but is compensated by account holders through commissions or other transaction-related or asset-based fees for securities trades that are executed through Custodian or that settle into Custodian accounts.

Custodian also makes available to the Firm other products and services that benefit the Firm but may not benefit its clients' accounts. These benefits may include national, regional, or Firm specific educational events organized and/or sponsored by Custodian. Other potential benefits may include occasional business entertainment of personnel of AWP by Custodian personnel, including meals, invitations to sporting events, including golf tournaments, and other forms of entertainment, some of which may accompany educational opportunities. Other of these products and services assist AWP in managing and administering clients' accounts. These include software and other technology (and related technological training) that provide access to client account data (such as trade confirmations and account statements), facilitate trade execution (and allocation of aggregated trade orders for multiple client accounts), provide research, pricing information and other market data, facilitate payment of the Firm's fees from its clients' accounts, and assist with back-office training and support functions, recordkeeping and client reporting. Many of these services generally may be used to service all or some substantial number of the Firm's accounts, including accounts not maintained at Custodian. Custodian also makes available to AWP other services intended to help the Firm manage and further develop its business enterprise. These services may include professional compliance, legal and business consulting, publications and conferences on practice management, information technology, business succession, regulatory compliance, employee benefits providers, human capital consultants, insurance, and marketing. In addition, Custodian may make available, arrange and/or pay vendors for these types of services rendered to the Firm by independent third parties. Custodian may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the fees of a third-party providing these services to the Firm. While, as a fiduciary, AWP endeavors to act in its clients' best interests, the Firm's recommendation that clients maintain their assets in accounts at Custodian may be based in part on the benefits received and not solely on the nature, cost or quality of custody and brokerage services provided by Custodian, which creates a potential conflict of interest.

Brokerage for Client Referrals

AWP does not consider, in selecting or recommending broker-dealers, whether the Firm receives client referrals from the Financial Institutions or other third party.

Directed Brokerage

The client may direct AWP in writing to use a particular Financial Institution to execute some or all transactions for the client. In that case, the client will negotiate terms and arrangements for the account with that Financial Institution and the Firm will not seek better execution services or prices from other Financial Institutions or be able to "batch" client transactions for execution through other Financial Institutions with orders for other accounts managed by AWP (as described above). As a result, the client may pay higher commissions or other transaction costs, greater spreads or may receive less favorable net prices, on transactions for the account than would otherwise

be the case. Subject to its duty of best execution, AWP may decline a client's request to direct brokerage if, in the Firm's sole discretion, such directed brokerage arrangements would result in additional operational difficulties.

Trade Aggregation

Transactions for each client will be affected independently unless AWP decides to purchase or sell the same securities for several clients at approximately the same time. AWP may (but is not obligated to) combine or "batch" such orders to obtain best execution, to negotiate more favorable commission rates or to allocate equitably among the Firm's client's differences in prices and commissions or other transaction costs that might not have been obtained had such orders been placed independently. Under this procedure, transactions will be averaged as to price and allocated among AWP's clients pro rata to the purchase and sale orders placed for each client on any given day. To the extent that the Firm determines to aggregate client orders for the purchase or sale of securities, including securities in which AWP's Supervised Persons may invest, the Firm does so in accordance with applicable rules promulgated under the Advisers Act and no-action guidance provided by the staff of the U.S. Securities and Exchange Commission. AWP does not receive any additional compensation or remuneration as a result of the aggregation.

In the event that the Firm determines that a prorated allocation is not appropriate under the particular circumstances, the allocation will be made based upon other relevant factors, which include: (i) when only a small percentage of the order is executed, shares may be allocated to the account with the smallest order or the smallest position or to an account that is out of line with respect to security or sector weightings relative to other portfolios, with similar mandates; (ii) allocations may be given to one account when one account has limitations in its investment guidelines which prohibit it from purchasing other securities which are expected to produce similar investment results and can be purchased by other accounts; (iii) if an account reaches an investment guideline limit and cannot participate in an allocation, shares may be reallocated to other accounts (this may be due to unforeseen changes in an account's assets after an order is placed); (iv) with respect to sale allocations, allocations may be given to accounts low in cash; (v) in cases when a pro rata allocation of a potential execution would result in a de minimis allocation in one or more accounts, the Firm may exclude the account(s) from the allocation; the transactions may be executed on a pro rata basis among the remaining accounts; or (vi) in cases where a small proportion of an order is executed in all accounts, shares may be allocated to one or more accounts on a random basis.

Private Funds - In most cases, Private Funds are available only to a limited number of sophisticated investors who meet the definitions of an "accredited investor" under Regulation D of the Securities Act of 1933, as amended (the "Securities Act") and "qualified client" under the Investment Advisers Act of 1940, or "qualified purchaser" under the Investment Company Act of 1940. Private Funds are considered "limited offerings" since they only accept a limited amount of funds for investment. When determining which clients should receive a recommendation to invest in a Private Fund, our Firm takes into account a number of factors, including but not limited to a client's sophistication, risk tolerances and qualifications, investment objectives, liquidity needs, and the amount of available investable assets. Our goal is to allocate in a fair and balanced manner; however, given these differing factors, the allocation of investment opportunities in Private Funds to clients is mainly subjective, and not all qualifying clients will be provided an investment opportunity. Additionally, there are times when one or more the Firm's employees invest in certain Private Funds that are recommended to clients. When this occurs, a potential conflict exists and to address the potential conflict employees are required to receive prior written approval by the Chief Compliance Officer. It is important that qualifying clients receiving a recommendation to invest in a Private Fund read the offering or private placement memorandum prior to investing to fully understand the risks and potential conflicts pertaining to the Private Fund investment.

Item 13. Review of Accounts

Account Reviews

AWP monitors client portfolios on a continuous and ongoing basis. Such reviews are conducted by the Firm's portfolio manager and investment committee, as well as the client's financial advisor. All investment advisory clients are encouraged to discuss their needs, goals, and objectives with AWP and to keep the Firm informed of any changes thereto.

Account Statements

Clients are provided with transaction confirmation notices and regular summary account statements directly from the Financial Institutions where their assets are custodied. Clients may also request a written or electronic reports from AWP and/or an outside service provider, which contain certain account and/or market-related information, such as an inventory of account holdings or account performance. Clients should compare the account statements they receive from their custodian with any documents or reports they receive from AWP or an outside service provider.

Item 14. Client Referrals and Other Compensation

Client Referrals

In the event a client is introduced to AWP by either an unaffiliated or an affiliated solicitor, the Firm may pay that solicitor a referral fee in accordance with applicable state securities laws. Unless otherwise disclosed, any such referral fee is paid solely from AWP's investment management fee and does not result in any additional charge to the client. If the client is

introduced to the Firm by an unaffiliated solicitor, the client will receive a solicitor's disclosure statement containing the terms and conditions of the solicitation arrangement. Any affiliated solicitor of AWP is required to disclose the nature of his or her relationship to prospective clients at the time of the solicitation and will provide all prospective clients with a copy of the Firm's written brochure(s) at the

time of the solicitation.

Other Compensation

The Firm receives economic benefits from Custodians. The benefits, conflicts of interest and how they are addressed are discussed above in response to Item 12.

Item 15. Custody

AWP is deemed to have custody of client funds and securities because the Firm is given the ability to debit client accounts for payment of the Firm's fees. As such, client funds and securities are maintained at one or more Financial Institutions that serve as the qualified custodian with respect to such assets. Such qualified custodians will send account statements to clients at least once per calendar quarter that typically detail any transactions in such account for the relevant period.

In addition, as discussed in Item 13, AWP will also send, or otherwise make available, periodic supplemental reports to clients. Clients should carefully review the statements sent directly by the Financial Institutions and compare them to those received from AWP. Any other custody disclosures can be found in the Firm's Form ADV Part 1.

Standing Letters of Authorization

AWP also will have custody due to clients giving the Firm limited power of attorney in a standing letter of authorization ("SLOA") to disburse funds to one or more third parties as specifically designated by the client. In such circumstances, the Firm will implement the steps in the SEC's no-action letter on February 21, 2017 which includes (in summary): i) client will provide instruction for the SLOA to the custodian; ii) client will authorize the Firm to direct transfers to the specific third party; iii) the custodian will perform appropriate verification of the instruction and provide a transfer of funds notice to the client promptly after each transfer; iv) the client will have the ability to terminate or change the instruction; v) the Firm will have no authority or ability to designate or change the identity or any information about the third party; vi) the Firm will keep records showing that the third party is not a related party of the Firm or located at the same address as the Firm; and vii) the custodian will send the client an initial and annual notice confirming the SLOA instructions.

Item 16. Investment Discretion

AWP is given the authority to exercise discretion on behalf of some clients. AWP is considered to exercise investment discretion over a client's account if it can affect and/or direct transactions in client accounts without first seeking their consent. AWP is given this authority through a power-of-attorney included in the agreement between AWP and the client. Clients may request a limitation on this authority (such as certain securities not to be bought or sold). AWP takes discretion over the following activities:

- The securities to be purchased or sold;
- The amount of securities to be purchased or sold;
- When transactions are made; and
- The Independent Managers to be hired or fired.

Item 17. Voting Client Securities

AWP does not accept the authority to vote a client's securities (i.e., proxies) on their behalf. Clients receive proxies directly from the Financial Institutions where their assets are custodied and may contact the Firm at the contact information on the cover of this brochure with questions about any such issuer solicitations.

Item 18. Financial Information

AWP is not required to disclose any financial information listed in the instructions to Item 18 because:

- The Firm does not require or solicit the prepayment of more than \$1,200 in fees six months or more in advance of services rendered;
- The Firm does not have a financial condition that is reasonably likely to impair its ability to meet contractual commitments to clients; and
- The Firm has not been the subject of a bankruptcy petition at any time during the past ten years.

Privacy Policy

Our Firm collects nonpublic personal information about Clients from information provided on applications or other forms, as well as from information regarding Client transactions with our Firm, our affiliates, or others. In accordance with Regulation S-P, our Firm does not disclose any nonpublic personal information about current or former Clients to third parties, except as permitted or required by law, or as necessary to service Client accounts. Access to Client information is restricted to Firm personnel who require such information to provide investment advisory services. Our Firm maintains physical, electronic, and procedural safeguards designed to protect Client information in compliance with federal standards and Regulation S-P. Our Firm provides a copy of its Privacy Policy to Clients at the time of account opening, upon request, and annually if the Policy is amended.