



ELLIS FINANCIAL PLANNING

GOOD STEWARD WEALTH ADVISERS LLC
D.B.A.
ELLIS FINANCIAL PLANNING

FORM ADV PART 2A BROCHURE

ITEM 1 – COVER PAGE

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This brochure provides information about the qualifications and business practices of Good Steward Wealth Advisers LLC, d.b.a. Ellis Financial Planning. If you have any questions regarding the contents of this brochure, please do not hesitate to contact our Chief Compliance Officer, Sonia Goforth by telephone at 502-540-2593 or by email at sonia.goforth@dinsmorecomplianceservices.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Ellis Financial Planning is a registered investment adviser. Registration with the United States Securities and Exchange Commission or any state securities authority does not imply a certain level of skill or training. Additional information about Ellis Financial Planning is available on the SEC's website at www.adviserinfo.sec.gov.

October 29, 2024

ITEM 2 – MATERIAL CHANGES

Form ADV Part 2A requires registered investment advisers to amend their brochure when information becomes materially inaccurate. If there are any material changes to an adviser's disclosure brochure, the adviser is required to notify you and provide you with a description of the material changes.

Ellis Financial Planning is a newly registered investment adviser and this brochure was initially filed as part of that registration. Accordingly, there are no material changes to report.

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ITEM 4 - ADVISORY BUSINESS**A. DESCRIPTION OF THE ADVISORY FIRM**

Good Steward Wealth Advisers LLC, d.b.a. Ellis Financial Planning ("Ellis Financial Planning" or the "Firm") is a limited liability company organized in the State of Tennessee. Ellis Financial Planning is an investment advisory firm registered with the United States Securities and Exchange Commission ("SEC"). Ellis Financial Planning is owned by Kathy Ellis and Eric Ellis.

B. TYPES OF ADVISORY SERVICES

Ellis Financial Planning offers personalized full-service financial planning and asset management services that focuses on the client's long-term goals and purpose for individuals, including high net worth individuals, and entities, including, but not limited to, family offices, trusts, estates, private foundations, and qualified retirement plans. All new clients of the Firm are required to receive both asset management and financial planning services.

Asset Management Services

Ellis Financial Planning offers asset management services on a discretionary and non-discretionary basis. All investment advice provided is personalized to each client's unique objectives, needs, and goals. The client's financial plan will be used by Ellis Financial Planning to determine the appropriate portfolio asset allocation and investment strategy for the client.

The securities utilized by Ellis Financial Planning for investment in client accounts mainly consist of registered mutual funds and exchange traded funds (ETFs), but we will also invest in equity securities, corporate bonds, REITS, variable annuities, private funds/alternative investments, closed end funds and structured notes, if we determine such investments fit within a client's objectives and are in the best interest of our clients.

Ellis Financial Planning may further recommend to clients that all or a portion of their investment portfolio be managed on a discretionary basis by one or more unaffiliated money managers or investment platforms. This would involve the client to enter into a separate agreement with the External Manager(s), which will set forth the terms and conditions of the client's engagement of the External Manager. Ellis Financial Planning generally renders services to the client relative to the discretionary selection of External Managers. Ellis Financial Planning creates the client's investment objective for the assets managed by External Managers. They also monitor and review the account to ensure it is aligned with the client's objectives, needs, and goals and defines any restrictions on the account. The investment management expenses charged by the designated External Managers, together with the cost of the corresponding designated broker-dealer/custodian of the client's assets, are exclusive of, and in addition to, the costs of financial planning services and the cost of asset management services provided by Ellis Financial Planning.

Asset Management Services Only

As provided above, all new clients of the Firm are required to receive both asset management and financial planning services. Ongoing clients of Ellis Financial Planning may at some point choose to receive only asset management services. It is in these situations that Ellis Financial Planning provides standalone asset management services (AMS). For clients who select AMS only services, Ellis Financial Planning will construct their portfolio, select their securities, and monitor their portfolio. There is no ongoing financial planning services provided for AMS only clients. When a client transitions to AMS only services, Ellis Financial Planning, through various formats, on an annual basis will ensure the review by the client of his or her financial information, goals, and objectives to determine if there have been any changes for that client that would result in adjustments to the existing asset management services.

Financial Planning Services

The Ellis Financial Planning process -

- Understand You.
- Design Your Plan.
- Get You Going.
- Help You Stay on Track.

UNDERSTAND YOU – The first step in Ellis Financial Planning's process is "*Understand You*". The purpose of this is to know the client(s) – to understand their what their priorities are, their financial condition, risk profile, financial and life goals and purpose, tax situation, liquidity constraints – and assemble a complete picture of their financial situation. Each client is unique, it makes sense to Ellis Financial Planning that their financial planning would be unique as well. This approach is essential to the way that Ellis Financial Planning provides services.

DESIGN YOUR PLAN – This step involves the financial advisers armed with the information from *Understand You*, creates the recommendations for the client's financial plan to help them accomplish their purpose and long-term goal(s). Areas of recommendations are:

- **FOUNDATIONAL PLANNING:** Clearly defined goals, organize resources, prioritize accounts.
- **RETIREMENT PLANNING:** Contribution strategies, income planning, social security evaluation.
- **RISK MANAGEMENT:** Liquidity risk, behavioral risk, outliving resources.
- **TAX PLANNING:** Tax-loss harvesting, charitable giving, asset distribution.
- **LEGACY PLANNING:** Asset protection, wealth transfer strategies, survivor needs assessment.

GET YOU GOING – This step is putting the financial plan into action. Our team will onboard the new clients and bring in any assets the client wishes our team to manage.

HELP YOU STAY ON TRACK – We aim to meet at least annually with each clients enrolled in our financial planning services. The intention of this is to determine if there are any material

changes to the clients' finances that would affect their long-term goals and purpose. This is a checkpoint to determine whether they are on track or not. Ellis Financial Planning will provide guidance and recommendations with the newly found information in the areas of: foundational planning, retirement planning, risk management, tax planning, and legacy planning.

Ellis Financial Planning provides financial planning services that are completed upon the delivery of the financial plan to the client. Clients should notify us promptly when there are changes in their financial situation, goals, objectives, or needs and/or if there is any change to the financial information initially provided to us.

Depending upon the agreement with the client, Ellis Financial Planning provides differing financial planning services. These differing service levels are Complete, Enhanced and Classic.

Complete

Is best suited for high-net-worth clients, typically above \$1,000,000, with complex financial situations that require our most extensive and sophisticated financial planning services. This program includes extensive analysis, creation of a personalized strategy, and direct execution of tasks, when possible, in all areas of financial planning services: foundational planning, retirement planning, risk management, tax planning, and legacy planning. We will coordinate with a client's other professionals (CPAs, attorneys, trust officers) on the clients' behalf. Asset management services include trusts, family/private foundations, and estates.

Enhanced

For those in need of elevated financial planning services beyond our Classic program. Higher-level guidance, advanced recommendations, and advice in all areas of financial planning services: foundational planning, retirement planning, risk management, tax planning, and legacy planning. Includes execution of income strategies, (ex. required minimum distributions).

Classic

Is for individuals or families looking for essential financial planning services. Includes annual meeting to define their purpose for financial planning and long-term goals. Basic guidance and general education in all areas of financial planning services: foundational planning, retirement planning, risk management, tax planning, and legacy planning. Asset management services are aligned with their long-term goals.

Ellis Financial Planning cannot provide any guarantees or promises that a client's financial goals and objectives will be met.

Investment Management Services to Retirement Plans

Ellis Financial Planning offers discretionary and non-discretionary advisory services to qualified plans, including 401k plans. These services include, depending upon the needs of the plan client, recommending, or for discretionary clients selecting, investment options for plans to offer to participants, ongoing monitoring of a plan's investment options, assisting plan fiduciaries in creating and/or updating the plan's written investment policy statements, working with plan service providers, and providing general investment education to plan participants.

NOTE FOR IRA AND RETIREMENT PLAN CLIENTS: When Ellis Financial Planning provides investment advice to you regarding your retirement plan account or individual retirement account, Ellis Financial Planning is a fiduciary within the meaning of Title I of the Employee Retirement Income Security Act and/or the Internal Revenue Code, as applicable, which are laws governing retirement accounts. The way Ellis Financial Planning makes money creates some conflicts with your interests, so Ellis Financial Planning operates under a special rule that requires Ellis Financial Planning to act in your best interest and not put Ellis Financial Planning's interest ahead of yours.

NOTE REGARDING TAX OR LEGAL ADVICE: In providing services, Ellis Financial Planning does not offer or otherwise provide tax or legal advice. Ellis Financial Planning will, at a client's direction and approval, work with a client's existing tax or legal professionals to assist in the provision of the services. Fees charged by any tax, legal or other third-party professionals are the responsibility of the client. Ellis Financial Planning may refer professionals; however, there is no compensation to Ellis Financial Planning for these referrals, and clients are under no obligation to use the referred service providers.

C. CLIENT-TAILORED ADVISORY SERVICES

Clients may impose reasonable restrictions on the management of their accounts if Ellis Financial Planning determines, in its sole discretion, that the conditions would not materially impact the performance of a management strategy or prove overly burdensome for Ellis Financial Planning's management efforts.

D. INFORMATION RECEIVED FROM CLIENTS

Ellis Financial Planning will not assume any responsibility for the accuracy or the information provided by clients. Ellis Financial Planning is not obligated to verify any information received from a client or other professionals (e.g., attorney, accountant) designated by a client, and Ellis Financial Planning is expressly authorized by the client to rely on such information provided. Under all circumstances, clients are responsible for promptly notifying Ellis Financial Planning in writing of any material changes to the client's financial situation, investment objectives, time horizon, or risk tolerance.

E. ASSETS UNDER MANAGEMENT

Ellis Financial Planning is a newly registered adviser. Therefore, as of the date of filing this Brochure, Ellis Financial Planning did not have assets under management.

ITEM 5 – FEES AND COMPENSATION

The cost of services provided by Ellis Financial Planning is based on program level and consists of a flat amount for financial planning services and a percentage of assets under management for asset management services. Financial planning services and asset management services are billed monthly.

The specific cost of services provided by Ellis Financial Planning will be set forth in each client's agreement.

A. FINANCIAL PLANNING SERVICES

Initial Financial Planning Services Cost

There is a one-time initial cost for financial planning services which consists of Ellis Financial Planning *Understanding You, Designing Your Plan, and Getting You Going*.

COST OF INITIAL FINANCIAL PLANNING SERVICES	
PROGRAM	COST
Complete	\$5,000 - \$15,000
Enhanced	\$2,000 - \$4,000
Classic	\$500 - \$1,000

The cost of initial financial planning services is due when Ellis Financial Planning delivers the initial financial plan.

Cost of Ongoing Financial Planning Services

The cost of financial planning services is applied as a monthly flat amount, in arrears, based on the program agreed upon with the client. For the initial month of services it is applied on a pro rata basis and in subsequent months, the cost of financial planning services shall be paid, in arrears, based on the program agreed upon with the client.

COST OF FINANCIAL PLANNING SERVICES SCHEDULE	
PROGRAM	COST
Complete	\$1,199 - \$8,499 per
Enhanced	\$399 - \$834 per
Classic	\$167 - \$299 per

If a client request financial planning services, either initially or as part of ongoing delivery of financial planning services, that are additional to the services provided to the client pursuant to the Complete, Enhanced or Classic program, as applicable, the client will be subject to an hourly charge up to \$619. Any additionally provided financial planning services, and the applicable hourly charge, will be outlined in the agreement between the client and Ellis Financial Planning.

B. ASSET MANAGEMENT SERVICES

Ellis Financial Planning charges an asset management services expense that is agreed upon with each client and set forth in an agreement executed by Ellis Financial Planning and the client. The cost for your asset management services for the initial month shall be paid, on a pro rata basis, in arrears, based on the value of the net billable assets under management at the end of such initial month. For subsequent months, the cost of your asset management services shall be paid, in arrears, based on the asset value of the client's accounts as of the last business day of the month as provided by third-party sources, such as pricing services, custodians, fund administrators, and client-provided sources. For purposes of cost calculation, the asset value of client accounts includes cash and cash equivalents, as well as margined securities. Ellis Financial Planning does not reduce management expenses for margin borrowing, regardless of whether the assets are in cash or other securities. Ellis Financial Planning has a financial incentive to recommend that clients borrow money for the purchase of additional securities for the client's account managed by Ellis Financial Planning or otherwise not liquidate some or all the assets Ellis Financial Planning manages. Ellis Financial Planning addresses this conflict of interest by this disclosure and working to ensure that any recommendation to a client regarding the use of margin is suitable for the client.

Following is Ellis Financial Planning's asset based cost schedule for Asset Management Services:

COST OF ASSET MANAGEMENT SERVICES SCHEDULE	
<u>PROGRAM</u>	<u>RATE</u>
Complete	1.49%
Enhanced	1.59%
Classic	1.69%
Asset Management Services	1.89%

Ellis Financial Planning separates financial planning services and asset management services.

Notwithstanding the foregoing, Ellis Financial Planning and the client may choose to adjust the annual asset management services or financial planning services expenses that varies from the ranges and schedule set forth above. Factors that determine the cost of the asset management services and financial planning services may include, but are not limited to, the size and nature of the relationship, the services provided, the nature and complexity of the

situation and solutions involved, time commitments, and travel requirements. The cost of all services provided by Ellis Financial Planning will apply to all of the client's assets under management, unless specifically excluded in the client agreement. Ellis Financial Planning believes the cost of our services are competitive. Clients should understand that cheaper fees for other financial services may be available from other sources and firms.

The financial planning and asset management service agreement between Ellis Financial Planning and the client may be terminated at will by either Ellis Financial Planning or the client upon written notice. Ellis Financial Planning does not impose termination expenses when the client terminates the financial planning and asset management services agreement, except when agreed upon in advance.

C. PAYMENT FOR SERVICES PROVIDED

Ellis Financial Planning generally deducts the cost of services from a client's investment account(s) held at his/her custodian. Upon engaging Ellis Financial Planning to manage such account(s), a client grants Ellis Financial Planning this limited authority through a written instruction to the custodian of his/her account(s). The client is responsible for verifying the accuracy of the calculation of the cost of financial planning services and the cost of asset management services; the custodian will not determine whether the cost of services is accurate or properly calculated. A client may utilize the same procedure for financial planning or consulting expenses if the client has investment accounts held at a custodian.

Although clients generally are required to have the cost of asset management services deducted from their accounts, in some cases, Ellis Financial Planning will directly bill a client for asset management services if it determines that such billing arrangement is appropriate given the circumstances.

The custodian of the client's accounts provides each client with a statement, at least quarterly, indicating separate line items for all amounts disbursed from the client's account(s), including the costs of services paid directly to Ellis Financial Planning.

Clients may make additions to and withdrawals from their account at any time, subject to Ellis Financial Planning's right to terminate an account. Additions may be in cash or securities provided that the Firm reserves the right to liquidate transferred securities or decline to accept particular securities into a client's account. Clients may withdraw account assets at any time on notice to Ellis Financial Planning, subject to the usual and customary securities settlement procedures. However, the Firm generally designs its portfolios as long-term investments and the withdrawal of assets may impair the achievement of a client's investment objectives. Ellis Financial Planning 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, short-term redemption, and mutual fund level expenses (e.g. contingent deferred sales charges) and/or tax ramifications.

D. CLIENTS RESPONSIBLE FOR COSTS OF FINANCIAL INSTITUTIONS AND EXTERNAL MONEY MANAGERS

In connection with the cost of Ellis Financial Planning's asset management services of an account, a client will incur expenses separate from and in addition to Ellis Financial Planning's advisory cost. The additional cost may include transaction charges and the expenses charged by any custodian, subadvisor, mutual fund, ETF, separate account manager (and the manager's platform manager, if any), limited partnership, or other advisor, transfer taxes, odd lot differentials, exchange expenses, interest charges, ADR processing expenses, and any charges, taxes or other cost mandated by any federal, state or other applicable law, retirement plan account expenses (where applicable), margin interest, brokerage commissions, mark-ups or mark-downs and other transaction-related costs, electronic fund and wire expenses, and any other expenses that reasonably may be borne by a brokerage account. For External Managers, clients should review each manager's Form ADV 2A disclosure brochure and any contract they sign with the External Manager (in a dual contract relationship). The client is responsible for all such expenses. Please see Item 12 of this brochure regarding brokerage practices.

E. PREPAYMENT OF COST FOR SERVICES

As noted in Item 5(B) above, the cost of Ellis Financial Planning services is generally paid in arrears. Therefore, upon the termination of a client's advisory relationship Ellis Financial Planning will not be required to issue a refund for advance billed expenses. If there is any instance in which Ellis Financial Planning bills a client expenses in advance, Ellis Financial Planning will issue a refund equal to any unearned expenses for the remainder of the month or otherwise agreed upon billing period. The client may specify how he/she would like such refund issued (i.e., a check sent directly to the client or a check sent to the client's custodian for deposit into his/her account).

F. OUTSIDE COMPENSATION FOR THE SALE OF SECURITIES OR OTHER INVESTMENT PRODUCTS TO CLIENTS

Ellis Financial Planning does not buy or sell securities and does not receive any compensation for securities transactions in any client account, other than the investment advisory expenses noted above. However, as further described in Item 10, certain personnel of Ellis Financial Planning, in their individual capacities, are licensed as insurance professionals. Such persons earn commission-based compensation for selling insurance products to clients.

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

Ellis Financial Planning does not charge performance-based expenses or participate in side-by-side management. Performance-based expenses are based on a share of capital gains or capital appreciation of a client's account. Side-by-side management refers to the practice of managing accounts that are charged performance-based expenses while at the same time

managing accounts that are not charged performance-based expenses. Ellis Financial Planning's cost is calculated as described in Item 5 above.

ITEM 7 - TYPES OF CLIENTS

Ellis Financial Planning offers financial planning services and asset management services to individuals, including high net worth individuals, families, family offices, trusts, businesses, charitable foundations, and retirement/profit-sharing plans. The minimum portfolio size or a minimum initial investment to open an account with Ellis Financial Planning is \$1,000,000. However, Ellis Financial Planning does reserve the right to accept or decline a potential client for any reason in its sole discretion.

ITEM 8 - METHODS OF ANALYSIS, ASSET MANAGEMENT, AND RISK OF LOSS

A. METHODS OF ANALYSIS AND RISK OF LOSS

The first step in Ellis Financial Planning's process is "*Understand You*". The purpose of this is to know the client(s) – to understand their what their priorities are, their financial condition, risk profile, financial and life goals and purpose, tax situation, liquidity constraints – and assemble a complete picture of their financial situation. Each client is unique, it makes sense to Ellis Financial Planning that their financial planning would be unique as well. This approach is essential to the way that Ellis Financial Planning provides services.

Asset management services begin after a financial plan has been established. The Firm can recommend strategies and investments on a discretionary and non-discretionary basis that it believes are aligned with the client's purpose, goals, and risk profile.

Ellis Financial Planning believes attempting to "beat the market" is an error that leads to mistakes for investors which affects client account performance. Therefore we do not attempt to "beat the market". Instead we believe a portfolio of diversified non-correlated holdings that are consistently aligned with a person's long-term goals is the best path of success. It is our belief that a portfolio's volatility comes from its asset allocation. Our goal is to create an optimal client portfolio asset allocation.

Ellis Financial Planning primarily employs fundamental analysis methods in developing investment strategies for its clients. Research and analysis from Ellis Financial Planning is based on numerous sources, including third-party research materials and publicly-available materials, such as company annual reports, prospectuses, and press releases.

Ellis Financial Planning generally employs a long-term investment strategy for its clients, as consistent with their financial goals. At times, the Firm may also buy and sell positions that are more short-term in nature, depending on the goals of the client and/or the fundamentals of the security, sector or asset class.

Client portfolios with similar investment objectives and asset allocation goals may own different securities and investments. The client's portfolio size, tax sensitivity, desire for simplicity, income needs, long-term wealth transfer objectives, time horizon and choice of custodian are all factors that influence Ellis Financial Planning's investment recommendations.

Investing in securities involves a risk of loss. A client can lose all or a substantial portion of his/her investment. A client should be willing to bear such a loss. Some investments are intended only for sophisticated investors and can involve a high degree of risk.

B. MATERIAL RISKS INVOLVED

Investing in securities involves a significant risk of loss which clients should be prepared to bear. Ellis Financial Planning's investment recommendations are subject to various market, currency, economic, political and business risks, and such investment decisions will not always be profitable. Clients should be aware that there may be a loss or depreciation to the value of the client's account. There can be no assurance that the client's investment objectives will be obtained and no inference to the contrary should be made.

Generally, the market value of equity stocks will fluctuate with market conditions, and small-stock prices generally will fluctuate more than large-stock prices. The market value of fixed income securities will generally fluctuate inversely with interest rates and other market conditions prior to maturity. Fixed income securities are obligations of the issuer to make payments of principal and/or interest on future dates, and include, among other securities: bonds, notes and debentures issued by corporations; debt securities issued or guaranteed by the U.S. government or one of its agencies or instrumentalities, or by a non-U.S. government or one of its agencies or instrumentalities; municipal securities; and mortgage-backed and asset-backed securities. These securities may pay fixed, variable, or floating rates of interest, and may include zero coupon obligations and inflation-linked fixed income securities. The value of longer duration fixed income securities will generally fluctuate more than shorter duration fixed income securities. Investments in overseas markets also pose special risks, including currency fluctuation and political risks, and it may be more volatile than that of a U.S. only investment. Such risks are generally intensified for investments in emerging markets. In addition, there is no assurance that a mutual fund or ETF will achieve its investment objective. Past performance of investments is no guarantee of future results.

Additional risks involved in the securities recommended by Ellis Financial Planning include, among others:

- *Stock market risk*, which is the chance that stock prices overall will decline. The market value of equity securities will generally fluctuate with market conditions. Stock markets tend to move in cycles, with periods of rising prices and periods of falling prices. Prices of equity securities tend to fluctuate over the short term as a result of factors affecting the individual companies, industries or the securities market as a whole. Equity securities generally have greater price volatility than fixed income securities.
- *Sector risk*, which is the chance that significant problems will affect a particular sector, or that returns from that sector will trail returns from the overall stock market.



Daily fluctuations in specific market sectors are often more extreme than fluctuations in the overall market.

- *Issuer risk*, which is the risk that the value of a security will decline for reasons directly related to the issuer, such as management performance, financial leverage, and reduced demand for the issuer's goods or services.
- *Non-diversification risk*, which is the risk of focusing investments in a small number of issuers, industries or foreign currencies, including being more susceptible to risks associated with a single economic, political or regulatory occurrence than a more diversified portfolio might be.
- *Value investing risk*, which is the risk that value stocks not increase in price, not issue the anticipated stock dividends, or decline in price, either because the market fails to recognize the stock's intrinsic value, or because the expected value was misgauged. If the market does not recognize that the securities are undervalued, the prices of those securities might not appreciate as anticipated. They also may decline in price even though in theory they are already undervalued. Value stocks are typically less volatile than growth stocks, but may lag behind growth stocks in an up market.
- *Smaller company risk*, which is the risk that the value of securities issued by a smaller company will go up or down, sometimes rapidly and unpredictably as compared to more widely held securities. Investments in smaller companies are subject to greater levels of credit, market and issuer risk.
- *Foreign (non-U.S.) investment risk*, which is the risk that investing in foreign securities result in the portfolio experiencing more rapid and extreme changes in value than a portfolio that invests exclusively in securities of U.S. companies. Risks associated with investing in foreign securities include fluctuations in the exchange rates of foreign currencies that may affect the U.S. dollar value of a security, the possibility of substantial price volatility as a result of political and economic instability in the foreign country, less public information about issuers of securities, different securities regulation, different accounting, auditing and financial reporting standards and less liquidity than in the U.S. markets.
- *Interest rate risk*, which is the chance that prices of fixed income securities decline because of rising interest rates. Similarly, the income from fixed income securities may decline because of falling interest rates.
- *Credit risk*, which is the chance that an issuer of a fixed income security will fail to pay interest and principal in a timely manner, or that negative perceptions of the issuer's ability to make such payments will cause the price of that fixed income security to decline.
- *Exchange Traded Fund (ETF) risk*, which is the risk of an investment in an ETF, including the possible loss of principal. ETFs typically trade on a securities exchange and the prices of their shares fluctuate throughout the day based on supply and demand, which may not correlate to their net asset values. Although ETF shares will be listed on an exchange, there can be no guarantee that an active trading market will develop or continue. Owning an ETF generally reflects the risks of owning the underlying securities it is designed to track. ETFs are also subject to secondary market trading risks. In addition, an ETF may not replicate exactly the performance of the index it seeks to track for a number of reasons, including transaction costs incurred by the ETF, the temporary unavailability of



certain securities in the secondary market, or discrepancies between the ETF and the index with respect to weighting of securities or number of securities held.

- *Management risk*, which is the risk that the investment techniques and risk analyses applied by Ellis Financial Planning may not produce the desired results and that legislative, regulatory, or tax developments, affect the investment techniques available to Ellis Financial Planning. There is no guarantee that a client's investment objectives will be achieved.
- *Real Estate risk*, which is the risk that an investor's investments in Real Estate Investment Trusts ("REITs") or real estate-linked derivative instruments will subject the investor to risks similar to those associated with direct ownership of real estate, including losses from casualty or condemnation, and changes in local and general economic conditions, supply and demand, interest rates, zoning laws, regulatory limitations on rents, property taxes and operating expenses. An investment in REITs or real estate-linked derivative instruments subject the investor to management and tax risks.
- *Investment Companies ("Mutual Funds") risk*, when an investor invests in mutual funds, the investor will bear additional expenses based on his/her pro rata share of the mutual fund's operating expenses, including the management expenses. The risk of owning a mutual fund generally reflects the risks of owning the underlying investments the mutual fund holds.
- *Commodity risk*, generally commodity prices fluctuate for many reasons, including changes in market and economic conditions or political circumstances (especially of key energy-producing and consuming countries), the impact of weather on demand, levels of domestic production and imported commodities, energy conservation, domestic and foreign governmental regulation (agricultural, trade, fiscal, monetary and exchange control), international politics, policies of OPEC, taxation and the availability of local, intrastate and interstate transportation systems and the emotions of the marketplace. The risk of loss in trading commodities can be substantial.
- *Cybersecurity risk*, which is the risk related to unauthorized access to the systems and networks of Ellis Financial Planning and its service providers. The computer systems, networks and devices used by Ellis Financial Planning and service providers to us and our clients to carry out routine business operations employ a variety of protections designed to prevent damage or interruption from computer viruses, network failures, computer and telecommunication failures, infiltration by unauthorized persons and security breaches. Despite the various protections utilized, systems, networks or devices potentially can be breached. A client could be negatively impacted as a result of a cybersecurity breach. Cybersecurity breaches can include unauthorized access to systems, networks or devices; infection from computer viruses or other malicious software code; and attacks that shut down, disable, slow or otherwise disrupt operations, business processes or website access or functionality. Cybersecurity breaches cause disruptions and impact business operations, potentially resulting in financial losses to a client; impediments to trading; the inability by us and other service providers to transact business; violations of applicable privacy and other laws; regulatory fines, penalties, reputational damage, reimbursement or other compensation costs, or other compliance costs; as well as the inadvertent release of confidential information. Similar adverse consequences could result from cybersecurity breaches affecting issues of securities in which a client invests; governmental and other regulatory authorities; exchange and other financial market operators, banks,



brokers, dealers and other financial institutions; and other parties. In addition, substantial costs may be incurred by those entities in order to prevent any cybersecurity breaches in the future.

- *Alternative Investments / Private Funds risk*, investing in alternative investments is speculative, not suitable for all clients, and intended for experienced and sophisticated investors who are willing to bear the high economic risks of the investment, which can include:
 - loss of all or a substantial portion of the investment due to leveraging, short-selling or other speculative investment practices;
 - lack of liquidity in that there may be no secondary market for the investment and none expected to develop;
 - volatility of returns;
 - restrictions on transferring interests in the investment;
 - potential lack of diversification and resulting higher risk due to concentration of trading authority when a single adviser is utilized;
 - absence of information regarding valuations and pricing;
 - delays in tax reporting;
 - less regulation and higher expenses than mutual funds;
 - risks associated with the operations, personnel, and processes of the manager of the funds investing in alternative investments.
- *Closed-End Funds risk*, Closed-end funds typically use a high degree of leverage. They may be diversified or non-diversified. Risks associated with closed-end fund investments include liquidity risk, credit risk, volatility and the risk of magnified losses resulting from the use of leverage. Additionally, closed-end funds may trade below their net asset value.
- *Structured Notes risk* -
 - *Complexity*. Structured notes are complex financial instruments. Clients should understand the reference asset(s) or index(es) and determine how the note's payoff structure incorporates such reference asset(s) or index(es) in calculating the note's performance. This payoff calculation may include leverage multiplied on the performance of the reference asset or index, protection from losses should the reference asset or index produce negative returns, and expenses. Structured notes may have complicated payoff structures that can make it difficult for clients to accurately assess their value, risk and potential for growth through the term of the structured note. Determining the performance of each note can be complex and this calculation can vary significantly from note to note depending on the structure. Notes can be structured in a wide variety of ways. Payoff structures can be leveraged, inverse, or inverse-leveraged, which may result in larger returns or losses. Clients should carefully read the prospectus for a structured note to fully understand how the payoff on a note will be calculated and discuss these issues with Ellis Financial Planning.
 - *Market risk*. Some structured notes provide for the repayment of principal at maturity, which is often referred to as "principal protection." This principal protection is subject to the credit risk of the issuing financial institution. Many



structured notes do not offer this feature. For structured notes that do not offer principal protection, the performance of the linked asset or index may cause clients to lose some, or all, of their principal. Depending on the nature of the linked asset or index, the market risk of the structured note may include changes in equity or commodity prices, changes in interest rates or foreign exchange rates, and/or market volatility.

- *Issuance price and note value.* The price of a structured note at issuance will likely be higher than the fair value of the structured note on the date of issuance. Issuers now generally disclose an estimated value of the structured note on the cover page of the offering prospectus, allowing investors to gauge the difference between the issuer's estimated value of the note and the issuance price. The estimated value of the notes is likely lower than the issuance price of the note to investors because issuers include the costs for selling, structuring and/or hedging the exposure on the note in the initial price of their notes. After issuance, structured notes may not be re-sold on a daily basis and thus may be difficult to value given their complexity.
- *Liquidity.* The ability to trade or sell structured notes in a secondary market is often very limited, as structured notes (other than exchange-traded notes known as ETNs) are not listed for trading on securities exchanges. As a result, the only potential buyer for a structured note may be the issuing financial institution's broker-dealer affiliate or the broker-dealer distributor of the structured note. In addition, issuers often specifically disclaim their intention to repurchase or make markets in the notes they issue. Clients should, therefore, be prepared to hold a structured note to its maturity date, or risk selling the note at a discount to its value at the time of sale.
- *Credit risk.* Structured notes are unsecured debt obligations of the issuer, meaning that the issuer is obligated to make payments on the notes as promised. These promises, including any principal protection, are only as good as the financial health of the structured note issuer. If the structured note issuer defaults on these obligations, investors may lose some, or all, of the principal amount they invested in the structured notes as well as any other payments that may be due on the structured notes.

There also are risks surrounding various insurance products that are recommended to Ellis Financial Planning clients from time to time. Such risks include, but are not limited to loss of premiums. Prior to purchasing any insurance product, clients should carefully read the policy and applicable disclosure documents.

Clients are advised that they should only commit assets for management that can be invested for the long term, that volatility from investing can occur, and that all investing is subject to risk. Ellis Financial Planning does not guarantee the future performance of a client's portfolio, as investing in securities involves the risk of loss that clients should be prepared to bear.

Past performance of a security or a fund is not necessarily indicative of future performance or risk of loss.

USE OF EXTERNAL MANAGERS

Ellis Financial Planning may select certain External Managers to manage a portion of its clients' assets. In these situations, the success of such recommendations relies to a great extent on the External Managers' ability to successfully implement their investment strategies. In addition, Ellis Financial Planning generally may not have the ability to supervise the External Managers on a day-to-day basis.

ITEM 9 – DISCIPLINARY INFORMATION

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to a client's evaluation of the adviser and the integrity of the adviser's management. Ellis Financial Planning has no information applicable to this Item.

ITEM 10 – OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

Insurance Agent Activities

As mentioned above in Item 5, advisory persons of Ellis Financial Planning are licensed as insurance professionals. Such persons earn commission-based compensation for selling insurance products to clients. Insurance commissions earned by advisory persons who are insurance professionals are separate from and in addition to the costs of Ellis Financial Planning's financial planning services and asset management services. This practice presents a conflict of interest as an advisory person who is an insurance professional has an incentive to recommend insurance products for the purpose of generating commissions rather than solely based on client needs. Ellis Financial Planning addresses this conflict through disclosure and strives to make recommendations which are in the best interests of its clients. Clients are under no obligation to purchase insurance products through any person affiliated with Ellis Financial Planning. Ellis Financial Planning clients should understand that lower costs and/or commissions for comparable services may be available from other insurance providers.

Recommendation of External Managers

Ellis Financial Planning may recommend that clients use External Managers based on clients' needs and suitability. Ellis Financial Planning does not receive separate compensation, directly or indirectly, from such External Managers for recommending that clients use their services. Ellis Financial Planning does not have any other business relationships with the recommended External Managers.

ITEM 11 – CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS

A. DESCRIPTION OF CODE OF ETHICS

Ellis Financial Planning has a Code of Ethics (the "Code") which requires Ellis Financial Planning's employees ("supervised persons") to comply with their legal obligations and fulfill the fiduciary duties owed to the Firm's clients. Among other things, the Code of Ethics sets forth policies and procedures related to conflicts of interest, outside business activities, gifts and entertainment, compliance with insider trading laws and policies and procedures governing personal securities trading by supervised persons.

Personal securities transactions of supervised persons present potential conflicts of interest with the price obtained in client securities transactions or the investment opportunity available to clients. The Code addresses these potential conflicts by prohibiting securities trades that would breach a fiduciary duty to a client and requiring, with certain exceptions, supervised persons to report their personal securities holdings and transactions to Ellis Financial Planning for review by the Firm's Chief Compliance Officer. The Code also requires supervised persons to obtain pre-approval of certain investments, including initial public offerings and limited offerings.

Ellis Financial Planning will provide a copy of the Code of Ethics to any client or prospective client upon request.

ITEM 12 – BROKERAGE PRACTICES

A. FACTORS USED TO SELECT CUSTODIANS AND/OR BROKER-DEALERS

Ellis Financial Planning generally recommends that its asset management services clients utilize the custody and brokerage services of an unaffiliated broker/dealer custodians (a "BD/Custodian") with which Ellis Financial Planning has an institutional relationship. Currently, this includes Charles Schwab & Co., Inc. ("Schwab"), which is a "qualified custodian" as that term is described in Rule 206(4)-2 of the Advisers Act. Each BD/Custodian provides custody of securities, trade execution, and clearance and settlement of transactions placed on behalf of clients by Ellis Financial Planning. If your accounts are custodied at Raymond James and Associates, Inc. ("Schwab"), Schwab will hold your assets in a brokerage account and buy and sell securities when we instruct them to. Clients will pay expenses to Schwab for custody and the execution of securities transactions in their accounts.

In making BD/Custodian recommendations, Ellis Financial Planning will consider a number of judgmental factors, including, without limitation: 1) clearance and settlement capabilities; 2) quality of confirmations and account statements; 3) the ability of the BD/Custodian to settle the trade promptly and accurately; 4) the financial standing, reputation and integrity of the BD/Custodian; 5) the BD/Custodian's access to markets, research capabilities, market knowledge, and any "value added" characteristics; 6) Ellis Financial Planning's past experience with the BD/Custodian; and 7) Ellis Financial Planning's past experience with similar trades. Recognizing the value of these factors, clients may pay a brokerage commission in excess of that which another broker might have charged for effecting the same transaction.

In exchange for using the services of Schwab, Ellis Financial Planning may receive, without cost, computer software and related systems support that allows Ellis Financial Planning to monitor and service its clients' accounts maintained with Schwab. Schwab also makes available to the Firm products and services that benefit the Firm but may not directly benefit the client or the client's account. These products and services assist Ellis Financial Planning in managing and administering client accounts. They include investment research, both Schwab's own and that of third parties. Ellis Financial Planning may use this research to service all or some substantial number of client accounts, including accounts not maintained at Schwab. In addition to investment research, Schwab also makes available software and other technology that:

- provide access to client account data (such as duplicate trade confirmations and account statements);
- facilitate trade execution and allocate aggregated trade orders for multiple client accounts;
- provide pricing and other market data;
- facilitate payment of our costs from our clients' accounts; and
- assist with back-office functions, recordkeeping, and client reporting.

Schwab also offers other services intended to help us manage and further develop our business enterprise. These services include:

- educational conferences and events;
- technology, compliance, legal, and business consulting;
- publications and conferences on practice management and business succession; and
- access to employee benefits providers, human capital consultants, and insurance providers.

Schwab may provide some of these services itself. In other cases, it will arrange for third-party vendors to provide the services to the Firm. Schwab may also discount or waive its expenses for some of these services or pay all or a part of a third party's expenses. Schwab may also provide the Firm with other benefits such as occasional business entertainment of Firm personnel.

In addition, Ellis Financial Planning receives financial support from Schwab up to capped dollar amount to be used toward qualifying marketing, technology, consulting and/or research expenses incurred by Ellis Financial Planning in registering and launching the operations of Ellis Financial Planning. This financial support is available to Ellis Financial Planning during the first 12 months from the start of Ellis Financial Planning clients having assets custodied at Schwab, and the ultimate amount payable by Schwab is dependent upon the amount of Ellis Financial Planning client assets custodied at Schwab. Furthermore, Schwab has agreed to

reimburse account termination expenses charged to Ellis Financial Planning clients by the former custodian of the clients' accounts up to a capped dollar amount. This reimbursement is available during an initial 12 month period.

The benefits received by Ellis Financial Planning through its participation in the Schwab custodial platform do not depend on the amount of brokerage transactions directed to Schwab. In addition, there is no corresponding commitment made by Ellis Financial Planning to Schwab to invest any specific amount or percentage of client assets in any specific mutual funds, securities or other investment products as a result of participation in the program. While as a fiduciary, we endeavor to act in our clients' best interests, our recommendation that clients maintain their assets in accounts at Schwab will be based in part on the benefit to Ellis Financial Planning of the availability of some of the foregoing products and services and not solely on the nature, cost or quality of custody and brokerage services provided by Schwab. The receipt of these benefits creates a potential conflict of interest and may indirectly influence Ellis Financial Planning's choice of Schwab for custody and brokerage services.

Ellis Financial Planning will periodically review its arrangements with the BD/Custodians and other broker-dealers against other possible arrangements in the marketplace as it strives to achieve best execution on behalf of its clients. 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 broker-dealer's services, including, but not limited to, the following:

- a broker-dealer's trading expertise, including its ability to complete trades, execute and settle difficult trades, obtain liquidity to minimize market impact and accommodate unusual market conditions, maintain anonymity, and account for its trade errors and correct them in a satisfactory manner;
- a broker-dealer's infrastructure, including order-entry systems, adequate lines of communication, timely order execution reports, an efficient and accurate clearance and settlement process, and capacity to accommodate unusual trading volume;
- a broker-dealer's ability to minimize total trading costs while maintaining its financial health, such as whether a broker-dealer can maintain and commit adequate capital when necessary to complete trades, respond during volatile market periods, and minimize the number of incomplete trades;
- a broker-dealer's ability to provide research and execution services, including advice as to the value or advisability of investing in or selling securities, analyses and reports concerning such matters as companies, industries, economic trends and political factors, or services incidental to executing securities trades, including clearance, settlement and custody; and
- a broker-dealer's ability to provide services to accommodate special transaction needs, such as the broker-dealer's ability to execute and account for client-directed arrangements and soft dollar arrangements, participate in underwriting syndicates, and obtain initial public offering shares.

Ellis Financial Planning's clients may utilize qualified custodians other than Schwab for certain accounts and assets, particularly where clients have a previous relationship with such qualified custodians.

Brokerage for Client Referrals

Ellis Financial Planning does not select or recommend BD/Custodians based solely on whether or not it may receive client referrals from a BD/Custodian or third party.

Client Directed Brokerage

Generally, in the absence of specific instructions to the contrary, for brokerage accounts that clients engage Ellis Financial Planning to manage on a discretionary basis, Ellis Financial Planning has full discretion with respect to securities transactions placed in the accounts. This discretion includes the authority, without prior notice to the client, to buy and sell securities for the client's account and establish and affect securities transactions through the BD/Custodian of the client's account or other broker-dealers selected by Ellis Financial Planning. In selecting a broker-dealer to execute a client's securities transactions, Ellis Financial Planning seeks prompt execution of orders at favorable prices.

A client, however, may instruct Ellis Financial Planning to custody his/her account at a specific broker-dealer and/or direct some or all of his/her brokerage transactions to a specific broker-dealer. In directing brokerage transactions, a client should consider whether the commission expenses, execution, clearance, settlement capabilities, and custodian expenses, if any, are comparable to those that would result if Ellis Financial Planning exercised its discretion in selecting the broker-dealer to execute the transactions. Directing brokerage to a particular broker-dealer may involve the following disadvantages to a directed brokerage client:

- Ellis Financial Planning's ability to negotiate commission rates and other terms on behalf of such clients could be impaired;
- such clients could be denied the benefit of Ellis Financial Planning's experience in selecting broker-dealers that are able to efficiently execute difficult trades;
- opportunities to obtain lower transaction costs and better prices by aggregating (batching) the client's orders with orders for other clients could be limited; and
- the client could receive less favorable prices on securities transactions because Ellis Financial Planning may place transaction orders for directed brokerage clients after placing batched transaction orders for other clients.

In addition to accounts managed by Ellis Financial Planning on a discretionary basis where the client has directed the brokerage of his/her account(s), certain institutional accounts may be managed by Ellis Financial Planning on a non-discretionary basis and are held at custodians selected by the institutional client. The decision to use a particular custodian and/or broker-dealer generally resides with the institutional client. Ellis Financial Planning endeavors

to understand the trading and execution capabilities of any such custodian and/or broker-dealer, as well as its cost. Ellis Financial Planning may assist the institutional client in facilitating trading and other instructions to the custodian and/or broker-dealer in carrying out Ellis Financial Planning's investment recommendations.

Trade Errors

Ellis Financial Planning's goal is to execute trades seamlessly and in the best interests of the client. In the event a trade error occurs, Ellis Financial Planning endeavors to identify the error in a timely manner, correct the error so that the client's account is in the position it would have been had the error not occurred, and, after evaluating the error, assess what action(s) might be necessary to prevent a recurrence of similar errors in the future.

Trade errors generally are corrected through the use of a "trade error" account or similar account at the BD/Custodian, or another BD, as the case may be. In the event an error is made in a client account custodied elsewhere, Ellis Financial Planning works directly with the broker in question to take corrective action. In all cases, Ellis Financial Planning will take the appropriate measures to return the client's account to its intended position.

B. TRADE AGGREGATION

To the extent that the Firm determines to aggregate client orders for the purchase or sale of securities, including securities in which the Firm's supervised persons may invest, the Firm will generally do so in a fair equitable manner in accordance with applicable rules promulgated under the Advisers Act and guidance provided by the staff of the SEC and consistent with policies and procedures established by the Firm.

ITEM 13 – REVIEW OF ACCOUNTS

A. PERIODIC REVIEWS

Financial Planning Services Account Reviews

Upon completion of the initial financial planning services, ongoing financial planning services are established. Generally, we meet with our clients on an annual basis; however, more frequent reviews are not uncommon. The nature of the annual review is to evaluate the client's progress from the previous year based on their goals and objectives. Ellis Financial Planning will collaborate with the client to update their financial information (i.e. insurance, investments, assets, income and expenses) and craft their yearly financial planning reports. Financial planning reports are written and may consist of a net worth statement, cash flow statement, estimated tax projections, education analysis, retirement analysis, insurance needs analysis, estate tax calculation, and an investment analysis. Reviews are conducted by an adviser of Ellis Financial Planning who is appropriately licensed to provide financial planning services. Generally, Ellis Financial Planning does not provide financial planning services that are completed upon the delivery of the financial plan to the client. In the event that such a

situation does arise, Ellis Financial Planning will not provide any ongoing reviews of the client's financial plan.

Asset Management Services Account Reviews

While asset management service accounts are monitored on an ongoing basis, Ellis Financial Planning's investment adviser representatives seek to have at least one annual meeting with each client to conduct a formal review of the clients' accounts. Accounts are reviewed for consistency with the investment strategy and other parameters set forth for the account in the client's financial plan and to determine if any adjustments need to be made. For AMS only clients Ellis Financial Planning, through various formats, on an annual basis will ensure the review by the client of his or her financial information, goals, and objectives to determine if there have been any changes for that client that would result in adjustments to the existing asset management services.

B. OTHER REVIEWS AND TRIGGERING FACTORS

In addition to the periodic reviews described above, reviews may be triggered by changes in an account holder's personal, tax or financial status. Other events that may trigger a review of an account are material changes in market conditions as well as macroeconomic and company-specific events. Clients are encouraged to notify Ellis Financial Planning of any changes in his/her personal financial situation that might affect his/her investment needs, objectives, or time horizon.

C. REGULAR REPORTS

Written brokerage statements are generated no less than quarterly and are sent directly from the qualified custodian. These reports list the account positions, activity in the account over the covered period, and other related information. Clients are also sent confirmations following each brokerage account transaction unless confirmations have been waived.

Ellis Financial Planning may also determine to provide account statements and other reporting to clients on a periodic basis. Clients are urged to carefully review all custodial account statements and compare them to any statements and reports provided by Ellis Financial Planning. Ellis Financial Planning statements and reports may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

ITEM 14 – CLIENT REFERRALS AND OTHER COMPENSATION

A. ECONOMIC BENEFITS PROVIDED BY THIRD PARTIES FOR ADVICE RENDERED TO CLIENTS

Ellis Financial Planning does not receive benefits from third parties for providing investment advice to clients.

B. COMPENSATION TO NON-SUPERVISED PERSONS FOR CLIENT REFERRALS

Ellis Financial Planning does not enter into agreements with individuals or organizations for the referral of clients.

ITEM 15 – CUSTODY

All clients must utilize a "qualified custodian" as detailed in Item 12. Clients are required to engage the custodian to retain their funds and securities and direct Ellis Financial Planning to utilize the custodian for the client's securities transactions. Ellis Financial Planning's agreement with clients and/or the clients' separate agreements with the B/D Custodian may authorize Ellis Financial Planning through such BD/Custodian to debit the clients' accounts for the cost Ellis Financial Planning's services and to directly remit that expense to Ellis Financial Planning in accordance with applicable custody rules.

The BD/Custodian recommended by Ellis Financial Planning has agreed to send a statement to the client, at least quarterly, indicating all amounts disbursed from the account including the amount of management expenses paid directly to Ellis Financial Planning. Ellis Financial Planning encourages clients to review the official statements provided by the custodian, and to compare such statements with any reports or other statements received from Ellis Financial Planning. For more information about custodians and brokerage practices, see "Item 12 – Brokerage Practices."

ITEM 16 – INVESTMENT DISCRETION

Clients have the option of providing Ellis Financial Planning with investment discretion on their behalf, pursuant to a grant of a limited power of attorney contained in Ellis Financial Planning's client agreement. By granting Ellis Financial Planning investment discretion, a client authorizes Ellis Financial Planning to direct securities transactions and determine which securities are bought and sold, the total amount to be bought and sold, and the costs at which the transactions will be affected. Clients may impose reasonable limitations in the form of specific constraints on any of these areas of discretion with the consent and written acknowledgement of Ellis Financial Planning if Ellis Financial Planning determines, in its sole discretion, that the conditions would not materially impact the performance of a management strategy or prove overly burdensome for Ellis Financial Planning. See also Item 4(C), Client-Tailored Advisory Services.

ITEM 17 – VOTING CLIENT SECURITIES

Ellis Financial Planning does not accept the authority to and does not vote proxies on behalf of clients. Clients retain the responsibility for receiving and voting proxies for all and any securities maintained in client portfolios.

ITEM 18 – FINANCIAL INFORMATION

Ellis Financial Planning is not required to disclose any financial information pursuant to this item due to the following:

- a) Ellis Financial Planning does not require or solicit the prepayment of more than \$1,200 in expenses for our services six months or more in advance of rendering services;
- b) Ellis Financial Planning is unaware of any financial condition that is reasonably likely to impair its ability to meet its contractual commitments relating to its discretionary authority over certain client accounts; and
- c) Ellis Financial Planning has never been the subject of a bankruptcy petition.

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