

# ADV Part 2A Brochure



**Titanium Advisors, LLC**  
Financial Planning + Investment Management

## TITANIUM ADVISORS, LLC

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This brochure provides information about the qualifications and business practices of Titanium Advisors, LLC. If you have any questions about the content of this brochure, please contact us at 508-528-3120 or by email at [knulton@titaniumadvisors.com](mailto:knulton@titaniumadvisors.com). 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.

Titanium Advisors, LLC is a registered investment advisor with the SEC. Registration as an Investment Advisor does not imply any level of skill or training.

Additional information about Titanium Advisors, LLC is also available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). The searchable IARD/CRD number for Titanium Advisors, LLC is 153943.

## **Item 2 – Material Changes**

This Firm Brochure provides a summary of the services of Titanium Advisors, LLC, its professionals, fees, and certain business practices and policies.

This Item is used to provide clients with a summary of material changes to our business since our last filing of the Form ADV Brochure in February 2022.

There have been no material changes since the previous version of this Brochure.

If you would like to receive a complete copy of the brochure, including the supplement, please contact us at 508-528-3120 or by email at [knulton@titaniumadvisors.com](mailto:knulton@titaniumadvisors.com).

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## **Item 4 - Advisory Business**

### **Firm Description and History**

Titanium Advisors, LLC (“the “Advisor”) is a fee-only, federally-registered investment advisor with its principal place of business located in Franklin, Massachusetts. The firm was established in 2010 as a Massachusetts limited liability company and is owned by Kevin L. Nulton, Esq., CFP®.

Mr. Nulton is the Advisor’s Principal and Chief Compliance Officer. Additional information about Mr. Nulton and his background may be found in the Advisor’s Form ADV2B Brochure Supplement.

### **Business Summary**

The Advisor provides fee-only financial planning, consultation and portfolio management services that, depending upon each client's unique circumstances or specific request may be general in nature or focused on particular areas of interest or need.

The Advisor conducts a 30-minute complimentary interview with new clients to determine the scope of services to be provided. Before or during the initial meeting, a current Form ADV Part 2 Brochure, Privacy Notice, and Client Relationship Summary (Form CRS) will be delivered to the client. Should the client wish to engage the Advisor for its services, the client and the Advisor will enter into a written agreement, with further discussion and analysis conducted thereafter to ascertain financial need, goals, holdings, etc., as provided by the client.

Financial advice and/or plans are based upon the client's financial situation at the time the plan is presented or advice given, as reflected in the information provided by the client. The Advisor does not verify the accuracy or comprehensiveness of the information received from the client or from the client's agents.

Advisory recommendations are tailored to the needs of the individual client.

### **Financial Planning Services**

The Advisor provides financial planning services relating to all or a part of the client’s financial situation as the client may desire. Advice is offered on subjects such as cash flow management, risk management, education funding, investment planning, retirement strategies, tax and estate planning, or other specific needs as indicated by the client and as may be recommended by the Advisor. Such services typically involve providing a variety of advice or services to clients regarding the management of their financial resources, as based upon an analysis of their individual needs.

The Advisor does not provide legal, accounting or property and casualty insurance advice. With the client's consent, the Advisor may work with the client's accountants, lawyers or other service providers to assist with coordination and implementation of accepted strategies.

The Advisor typically utilizes a long-term investment perspective, unless specifically requested to the contrary by the client. If engaged for investment consultation, the Advisor may assist the client in developing a portfolio deemed appropriate to the client's investment objectives and tolerance for risk.

When a financial planning service focuses only on certain areas of client interest, the client is informed that their overall financial situation or needs may not be fully addressed due to limitations they have established. The client retains absolute discretion over all implementation decisions and is free to accept or reject any recommendation made by the Advisor. Further, it remains each client's responsibility to promptly notify Titanium Advisors, LLC if there is a material change in their financial situation or investment objectives for the purpose of evaluating or revising the Advisor's recommendations or services.

The Advisor may be engaged either for financial planning and investment consultation services which conclude upon delivery of the requested service, or for long-term services that include regular reviews and updates. Generally, the Advisor encourages clients to maintain a longer-term relationship. However, such continued engagement is entirely at the clients’ discretion.

### **Portfolio Management Services**

Clients may also choose to engage the Advisor to implement the investment strategies it has recommended by managing the client's investment portfolio. We generally provide these services under a discretionary investment advisory agreement. (See the discussion of investment discretion in Item 16.) Management of the portfolio will follow investment guidelines prepared by the Advisor which reflect the client's objectives, time horizon, tolerance for risk, as well as any reasonable account constraints or restrictions which the client may direct in writing. For example, you have the right to exclude certain securities or types of securities at your discretion

The Advisor employs passive investment strategies which are designed for investors who seek long-term, tax efficient growth while controlling risk and volatility. Investments generally consist of shares of mutual funds and exchange traded funds ("ETFs"). Existing positions within a client account containing various holdings will be evaluated and maintained when deemed appropriate; these may include US Government Securities; exchange-listed equity securities (i.e., stocks), debt instruments (i.e., bonds), certificates of deposit, investment company securities (e.g., mutual funds, variable insurance contracts, etc.), and, options. The Advisor's general investment strategy is further described in Item 8 of this Brochure.

*Held-Away Accounts:* In the event that the client holds assets in an account (e.g., a §401(k) account) that does not permit the Advisor to purchase and sell securities on client's behalf (a "Held-Away Account"), then the Advisor will monitor the account on a regular basis, incorporate the holdings into the overall investment supervisory strategy, and provide the client with specific investment recommendations for the Held-Away Account from time to time as may be necessary to implement the client's financial plan. The client will be required to provide the Advisor with "read-only" electronic access (directly or through a third-party data aggregation service) to information regarding all transactions and holdings in Held-Away Accounts.

*Qualified Plan Advisory Services:* The Advisor also offers investment advisory services to qualified retirement plans under the Employee Retirement Income Security Act of 1974 ("ERISA"). The scope of such engagements can range from a limited review and analysis of the retirement plan's investment menu to the continuous exercise of discretionary authority as an investment manager per ERISA § 3(38). In all cases, the Advisor acts as an ERISA fiduciary to the plan.

### **Investment Consultation Services**

In addition to or in lieu of continuous portfolio management services, the Advisor may also be retained to provide investment consultation on a periodic basis (e.g., quarterly or annually) as to certain client accounts.

*Wrap Fee Programs:* The Advisor does not sponsor or manage a wrap fee investment program.

*Assets Under Management:* As of December 31, 2022, there were approximately \$123,165,000 of client assets under management, all on a discretionary basis.

### **Item 5 – Fees and Compensation**

Each client must enter into a written agreement with the firm which will state all of the relevant terms, including the services to be provided and the fees to be charged. Services provided and fees payable will be detailed in the written agreement with the client. Fees are negotiable in the Advisor's sole discretion:

*Financial Planning Services:* The Advisor provides one-time financial planning services on a fixed fee arrangement that usually costs from \$3,000 to \$5,000. The Advisor also provides ongoing financial planning services on a fixed fee basis that usually costs between \$2,500 and \$7,500 per quarter. Fixed fees vary based upon the complexity of the client's issues and the anticipated number of hours estimated to provide the requested services.

On occasion, the Advisor will provide financial planning advice as to one or more discreet issues on an

hourly basis. In such cases, the fee will be assessed at a rate of \$300 per hour, billed in six-minute increments, and a partial increment will be treated as a whole. The number of hours to complete the delivery of advice will depend upon the level and scope of services required.

Fees for one-time financial planning services are due upon delivery of the plan or advice. Fixed fees for ongoing financial planning services are due quarterly, in arrears. At the Advisor's discretion, a portion of the financial planning fee may be credited against future investment management fees. If applicable, such credit amount will be specified in the agreement.

*Qualified Plan Advisory Fees:* Our qualified plan advisory engagements typically begin with a complimentary 60-minute meeting with the retirement plan sponsor to conduct a preliminary assessment of the investment menu available to participants and any ERISA compliance issues which may exist. We then submit a fixed fee proposal to analyze the specific issues identified and prepare recommendations. If the plan sponsor desires to engage Titanium Advisors, LLC to implement the recommendations or otherwise continue to provide ERISA investment advice, a new agreement would be executed defining the exact scope of work and compensation structure (i.e., fixed price, retainer, and/or percentage of plan assets).

*Portfolio Management Services Fees:* For portfolio management services, the Advisor charges an annual fee equal to 0.59% (59 bps) of the market value of the client's accounts under its management plus 0.40% (40 bps) of the market value of Held-Away Accounts. The Advisor also charges an annual fee for Section 529 Plan accounts equal to 0.25% (25 bps) of the market value of such accounts. The minimum aggregate quarterly fee is \$2,500 for new clients. Portfolio management fees are payable quarterly, in arrears, based upon the average daily market value during the reporting period.

Provided, however, for Held-Away Accounts, the quarterly fee shall be based upon the account balance on the last day of the calendar quarter.

*Investment Consulting Fees:* In the limited circumstances that the Advisor provides only occasional investment consultation services to a client, the Advisor charges a fixed annual fee, the terms which are determined on a case by case basis.

Generally, the client authorizes the account's custodian to deduct the Advisor's advisory fees directly from client accounts and all such fees will be clearly noted on client statements. The Advisor will promptly send the client an invoice for the fees deducted. The notice will include the total fee assessed, covered time period, calculation formula utilized, and reference to the assets upon which the fee had been based. It is important that the client verifies the accuracy of fee calculations; the custodian will not verify the accuracy of advisory fee calculations.

For accounts where the client does not authorize the deduction of fees directly from the account, clients will be directly billed and fees will be due in full within 15 days of receipt of the Advisor's invoice.

Additional information about our fees in relation to our operations may be found in Item 12.

#### No Other Compensation

The financial planning and advisory fees paid by clients are the Advisor's sole source of compensation.

#### Other Costs Involved

In addition to the fees paid to the Advisor, clients with portfolio management accounts will incur other fees and expenses associated with their accounts. Such fees and expenses include:

- Management, custodial, trading and administrative fees and expenses paid by the mutual funds and ETFs in the portfolio. These fees and expenses are disclosed in the fund's prospectus.
- Brokerage costs, transaction and administrative fees and custodial fees charged by the client's broker or custodian. The fees are disclosed in the custodial agreements for each account.

Under no circumstances will the Advisor earn fees in excess of \$1,200 more than six months in advance of services rendered.

### ***Termination of Services***

Either party may terminate the agreement at any time by communicating the intent to terminate in writing. The Advisor will not be responsible for investment allocation, advice or transactional services (except for limited closing transactions) upon receipt of a termination notice. It will also be necessary that we inform the custodian of record that the relationship between parties has been terminated.

A new client may terminate an agreement with the Advisor within five business days after the signing of the agreement without fee or penalty. Thereafter, the fee shall be prorated through the date of termination and due upon delivery of the Advisor's invoice.

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

Performance-based fees are fees based on a share of capital gains on or capital appreciation of the assets of a client. The Advisor does not charge performance-based fees.

### **Item 7 – Types of Clients**

The Advisor's services are available to individuals (including high net worth individuals), pension and profit-sharing plans, foundations, charitable organizations, and business entities. The Advisor does not impose a minimum account size for its investment supervisory services, but it may charge a minimum quarterly fee as noted in Item 5.

Financial planning engagements, where an hourly or fixed fee is paid, do not require minimum dollar value of assets or other conditions.

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

#### ***Methods of Analysis***

When the Advisor is engaged to provide portfolio management or investment consultation services, the client's current financial situation, needs, goals, objectives and tolerance for risk is evaluated. Asset allocation and investment policy decisions are made and discussed with the client

Research may be drawn from publicly available reports, market analysis and research materials; computerized asset allocation modeling programs, Monte Carlo analysis and various subscription services.

#### ***Investment Strategies***

The Advisor generally employs a passive investment management strategy which is designed for investors who seek long-term, tax efficient growth while controlling risk and volatility. This strategy does not rely upon active investment management nor call for frequent trading so it may be equally suited for both taxable and tax-deferred accounts, such as individual retirement accounts (IRAs).

The strategy is based upon the work of Nobel Prize winning and other top academic researchers, including Eugene Fama of the University of Chicago and Kenneth French of Dartmouth College. The objective is to seek higher returns for each level of portfolio risk, consistent with each client's individual tolerance for risk and return objective. This strategy will adjust the relative levels of equity and fixed-income investments in each account to seek an appropriate level of risk for each client.

The Advisor's strategy uses passive (i.e., non-actively managed) ETFs, and mutual funds, such as those

offered by Dimensional Fund Advisors (available only to institutional investors or through certain registered investment advisors) and the Vanguard Group, Inc. Investments are broadly diversified across multiple U.S. and international asset classes including: U.S. large-cap; U.S. large-cap value, U.S. small-cap, U.S. small-cap value, listed real estate investment trusts (REITs), energy, international large-cap, international large-cap value, international small-cap, international small-cap value, and emerging markets. Portfolios typically also include anywhere from 20 to 60 percent of holdings in bond funds to help limit portfolio risk.

### ***Risk of Loss***

While Titanium Advisors, LLC believes its strategies and investment selection are designed to potentially produce the highest possible return for a given level of risk, it cannot warrant or guarantee that an investment objective or planning goal will be achieved. Investing in securities involves risk of loss that clients should be prepared to bear. The major risks involved in the investment of account assets are described below.

*Market Volatility.* The profitability of the portfolios substantially depends upon the future price movements of stocks, bonds, options on stocks, and other securities and the movements of interest rates. In recent years, investment markets have been prone to greater volatility, which may adversely affect the ability to realize gains at a given point in time.

*Investment Activities.* The performance of any investment index is subject to numerous factors including a wide range of economic, political, competitive, technological and other conditions (including acts of terrorism and war) that may affect investments in general or specific industries or companies.

*Equity Securities Risk.* The value of equity securities may decline in response to adverse changes in the economy or the economic outlook; deterioration in investor sentiment; interest rate, currency, and commodity price fluctuations; adverse geopolitical, social or environmental developments; issuer and sector-specific considerations; or other factors. Market conditions may affect certain types of stocks to a greater extent than other types of stocks. If the stock market declines in value, the value of a fund's equity securities will also likely decline. Although prices can rebound, there is no assurance that values will return to previous levels.

*Smaller Company Risk.* The stocks of smaller, less seasoned companies are generally subject to greater price fluctuations, limited liquidity, higher transaction costs and higher investment risk than the stocks of larger, more established companies. Such companies may have limited product lines, markets or financial resources, may be dependent on a limited management group, and may lack substantial capital reserves or an established performance record. There may be generally less publicly available information about such companies than for larger, more established companies. Stocks of these companies frequently have lower trading volumes making them more volatile and potentially more difficult to value.

*Market or Interest Rate Risk.* The price of most fixed income securities moves in the opposite direction of the change in interest rates. For example, as interest rates rise, the price of fixed income securities falls. If a Client's portfolio holds a fixed income security to maturity, the change in its price before maturity may have little impact on the security's performance; however, if the security is sold before the maturity date, an increase in interest rates could result in a loss.

*Credit Risk.* Investments in fixed-income and other debt obligations (referred to below as "debt instruments") are subject to the risk of non-payment of scheduled principal and interest. Changes in economic conditions or other circumstances may reduce the capacity of the issuer to make principal and interest payments and may lead to defaults. Such non-payments and defaults may reduce the value of fund shares and income distributions. The value and the credit rating of debt instruments also may decline because of concerns about the issuer's ability to make payments. In the event of bankruptcy of the issuer, a fund could experience delays or limitations with respect to its ability to realize the benefits of any collateral securing the instrument.

*Inflation Risk.* Inflation risk results from the variation in the value of cash flows from a security due to inflation, as measured in terms of purchasing power. For example, if an investor purchases a 5-year bond in which it



can realize a coupon rate of 5%, but the rate of inflation is 6%, then the purchasing power of the cash flow has declined. For all but inflation-linked bonds, adjustable bonds or floating rate bonds, the investor is exposed to inflation risk because the interest rate the issuer promises to make is fixed for the life of the security.

*Non-U.S. Investments.* Investing in the financial instruments of companies (and, from time to time, governments) outside of the United States involves certain considerations not usually associated with investing in financial instruments of U.S. companies or the U.S. Government, including political and economic considerations, such as greater risks of expropriation, nationalization, confiscatory taxation, imposition of withholding or other taxes on interest, dividends, capital gains, other income or gross sale or disposition proceeds, limitations on the removal of assets, and general social, political and economic instability; the relatively small size of the securities markets in such countries and the low volume of trading, resulting in potential lack of liquidity and in price volatility; the evolving laws and regulations applicable to the securities and financial services industries of certain countries; fluctuations in the rate of exchange between currencies and costs associated with currency conversion; and certain government policies that may restrict investment opportunities. In addition, accounting and financial reporting standards in some emerging markets may not be as high as U.S. standards and, consequently, less information may be available concerning companies located outside of the U.S. than for those located in the U.S. It may also be difficult to enforce the Client's rights in such markets.

*Trading Limitations.* For all securities listed on an exchange, the exchange generally has the right to suspend or limit trading under certain circumstances. Such suspensions or limits could render certain strategies difficult to complete or continue. Also, such a suspension could render it impossible to liquidate the security.

*Liquidity.* Liquidity is the ability to readily convert an investment into cash. Securities where there is a ready market that is traded through an exchange are generally more liquid. Securities traded over the counter or that do not have a ready market or are thinly traded are less liquid and may face material discounts in price level in a liquidation situation.

*Reliance on Third-Party Data.* When the Advisor's research and analyses is based upon commercially available software, rating services, general market and financial information, or due diligence reviews, the Advisor is relying upon the accuracy and validity of the information or capabilities being provided by selected vendors, rating services, market data, and the issuers themselves.

The Advisor makes every effort to determine the accuracy of the information received but it cannot foretell events or actions taken or not taken, or the validity of all information it has researched or provided which may or may not affect the advice to or investment management of a client account or financial plan.

## **Item 9 – Disciplinary Information**

Registered investment advisors are required to disclose all material facts regarding any legal or disciplinary events that would be material in the evaluation of the Advisor or the integrity of the Advisor's management. Titanium Advisors and Kevin L. Nulton have not been disciplined by any governing authority, including any regulatory agency, or any industry association of which they are licensed and/or are members.

## **Item 10 – Other Financial Industry Activities and Affiliations**

Neither the Firm nor any of its management persons are registered or have an application pending to register as a broker-dealer or a registered representative of a broker-dealer.

Neither the Firm nor its management persons are registered or have an application pending to register as a futures commission merchant, commodity pool operator, a commodity trading advisor, or an associated person of the foregoing activities.

Neither the Firm nor its management or investment personnel have any relationships or arrangements that are material to our advisory business or to our clients with a related person or entity that creates a material conflict of interest with clients. Under the Code of Ethics, any transactions by members of the Firm's management in

securities which are held or are being bought and sold for client accounts are subject to the approval of the Chief Compliance Officer. See further discussion in Item 11 below.

The Advisor does not have any material business relationships with other investment advisors (or with the funds that they manage) that it recommends or selects for Clients.

Mr. Nulton is a member of the Massachusetts Bar but does not serve advisory clients' counsel nor is he associated with a law firm.

As a fiduciary, Titanium Advisors, LLC has certain legal obligations, including the obligation to act in our clients' best interests. Titanium Advisors, LLC maintains a Business Continuity and Contingency Plan and seeks to avoid a disruption of service to clients in the event of an unforeseen loss of key personnel due to disability or death. To that end, Titanium Advisors, LLC has entered into a Succession Agreement with Buckingham Strategic Wealth, LLC, effective July 27, 2020. Titanium Advisors, LLC can provide additional information to any current or prospective client upon request to Kevin L. Nulton, Principal at (508) 528-3120 or knulton@titaniumadvisors.com.

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

### Code of Ethics

The Advisor strives to observe the highest industry standards of conduct based on its obligation as a fiduciary to its Clients. In an effort to meet this obligation, the Advisor has adopted a written Code of Ethics (the "Code") that is applicable to all employees. Each employee will be provided a copy, and is required to acknowledge, in writing, that they have received, read, understand and will abide by, the Code, and the Advisor's Compliance Manual, upon commencement of employment and upon any material change to the Code.

The Code requires that employees act in the Client's best interests and comply with applicable laws and regulations. Employees are expected to avoid any action that is, or could even appear to be, legally or ethically improper. The principles outlined in the Code apply to all conduct, whether or not the conduct is also covered by more specific standards or procedures set forth in the Code, Compliance Manual, or elsewhere. Employees are required to bring any violations, actual or suspected, of the Code immediately to the attention of the Advisor's Chief Compliance Officer ("CCO"). Failure to comply with the Code may result in disciplinary action or other sanctions including termination of employment.

The Code also places certain restrictions on the personal trading activities of employees and their immediate family members. Employees may generally engage in personal trading only by obtaining prior approval and subject to pre-clearance, if applicable, by the Chief Compliance Officer. However, employees may purchase and sell open-end mutual funds, exchange traded funds ("ETFs"), and any other securities not specifically prohibited by the Code without pre-clearance. Employees are required to disclose their personal securities holdings annually and personal securities transactions quarterly to the Chief Compliance Officer. Employees may also participate in limited offerings such as hedge funds, private equity funds, or other types of private offerings, subject to pre-clearance procedures.

A copy of the Code of Ethics shall be provided to any client or prospective client upon request.

Material components of the Code, in summary form, include:

*Standard of Business Conduct.* It is the responsibility of all employees to ensure that the Advisor conducts its business with the highest level of ethical standards and in keeping with its fiduciary duties. Employees have a duty to place the interest of the Clients first, and to refrain from having outside interests that conflict with the interests of its Clients.

*Prohibited Conduct.* The Advisor's employees must avoid any circumstances that might adversely

affect or appear to affect their duty of complete loyalty to clients.

*Privacy of Client Information.* All information relating to Clients' portfolios and activities, and proposed recommendations is strictly confidential. Consideration of a particular purchase or sale for may not be disclosed, except to authorized persons.

*Personal Securities Transactions.* All employees shall comply with the Advisor's personal account trading policy summarized below.

*Conflicts of Interest.* Employees may not use any confidential information or otherwise take inappropriate advantage of their positions for the purpose of furthering any private interest or as a means of making any personal gain. Employees and their immediate families may not accept any benefit from clients or any person who does business with the Advisor, other than business courtesies and non-cash gifts of nominal value.

*Service as a Director.* No employee may serve as a director of a publicly held company without prior approval by the Chief Compliance Officer based upon a determination that service as a director would not be adverse to the interest of clients.

*Reporting of Violations.* Employees are required to promptly report all actual or potential conflicts of interest, violations of any government or regulatory law, rule or regulation, or violations of the Advisor's policies and procedures.

*Training.* Formal ethics training for all employees will occur on a periodic basis.

*Review and Enforcement.* The CCO is responsible for ensuring adequate supervision over the activities of all persons who act on the Advisor's behalf in order to prevent and detect violations of the Code by such persons.

*Participation or Interest in Client Transactions and Personal Securities Trading.* All employees shall comply with the procedures governing personal securities transactions set forth in the Code. Such procedures are designed, among other matters, to assist the CCO in avoiding potential conflicts of interests and detecting and preventing abusive trading practices such as "scalping" or "front running" and to highlight potentially abusive arrangements. Strict compliance with the Advisor's personal trading policy is essential to the Advisor and its reputation. Any violation of the Advisor's personal trading policy can be grounds for immediate dismissal by the Advisor of any employee. Every employee of the Advisor is expected to be familiar with the personal trading policy and the procedures contained therein. These matters can be reviewed with the CCO at any time.

Any purchase by employees of securities in an initial public offering or a private offering is subject to the advance CCO approval. Participation of client accounts in limited offerings in which employees are participating (or have participated), if approved by the CCO, will be subject to advance disclosure to the clients of any conflicts of interest.

The CCO shall maintain current and accurate records of all personal securities transactions in which employees who are access persons have a direct or indirect beneficial interest. The following restrictions shall apply to securities transaction(s) by employees of the Advisor and their related persons:

*Restricted Securities.* The Advisor shall maintain a restricted list of securities for which no trading by employees is allowed, e.g., because the Advisor may have material non-public information.

*Black-Out Period.* No employee will be permitted to purchase or sell a security within a specified number of days before or after clients buys or sells the same or related security. In no event may any employee execute a personal transaction in a security on any day during which there is pending for clients any order in the same security until the order is filled or withdrawn.

*Initial Report.* An access person shall, no later than 10 days after the employee begins its relationship with the Advisor, provide the Advisor with brokerage account statements, which are as of a date that is within 45 days of the date the employee submits them to the Advisor, and complete and submit a list of brokerage accounts.

*Quarterly Reports.* On a quarterly basis all access persons shall submit to the CCO a personal securities transaction report.

*Annual Report.* Following the completion of each calendar year, access persons must resubmit a list of personal brokerage accounts.

*Record-Keeping Requirements.* The CCO shall establish a form to record personal securities transactions.

## **Item 12 – Brokerage Practices**

Titanium Advisors, LLC is not affiliated with any bank, custodian, or broker-dealer firm (“service provider”). When engaged to provide investment supervisory services, the Advisor requires that the client open a brokerage account with the institutional services division of T.D. Ameritrade Clearing, Inc. (“T.D. Ameritrade”). (The parent company of Charles Schwab & Co., Inc. acquired T.D. Ameritrade in 2020 and plans to consolidate the firms in the future.)

Consistent with our duty to obtain “best execution” on brokerage transactions, the Advisor periodically compares the performance of the brokerage firms that it uses to other similar firms to assure that it is obtaining reliable execution at competitive prices. The Advisor also considers brokerage firms’ financial strength, reputation, execution, pricing, and service. Any rebates or other revenue of any kind resulting from account transactions are the property of clients.

### ***Soft-Dollar Arrangements***

The Advisor does not have any soft-dollar arrangements and does not contract with any broker dealer to receive soft-dollar benefits. This means that the Advisor does not receive research or gain access to industry analysts or conferences in return for paying higher commissions for trades to a particular broker dealer.

### ***Client Referrals***

All compensation paid to the Advisor is paid directly by the client and, therefore, the Advisor does not receive any additional compensation when its clients engage a recommended custodian or any other service provider.

### ***Directed Brokerage***

Titanium Advisors, LLC does not require or engage in directed brokerage involving its accounts.

### ***Trade Aggregation***

Transactions for each client will generally be effected independently unless the Advisor decides to purchase or sell the same securities for several clients at approximately the same time often termed “aggregated” or “batched” orders. The Advisor may (but is not obligated to) aggregate orders in an attempt to obtain better execution, negotiate favorable transaction rates, or to allocate equitably among client accounts should there be differences in prices and commissions or other transaction costs that might have been obtained had such orders been separately placed. Client accounts where trade aggregation is disallowed or infeasible may be assessed higher transaction costs than those that are batched.

Within aggregated orders, transactions will generally be averaged as to price and allocated among the clients on a *pro rata* basis on any given day and the Advisor will attempt to do so in accordance with applicable industry rules. The Advisor shall not receive any additional compensation or remuneration as a result of the aggregated transactions.

In the event the Advisor determines that a prorated allocation is not appropriate under the particular circumstances, the allocation will be made based upon other relevant factors, which may include (in no particular order):

- 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 weighting relative to other portfolios with similar mandates;
- 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;
- if an account reaches an investment guideline limit and cannot participate in an allocation, shares may be reallocated to other accounts, such as that which might occur due to unforeseen changes in an account's assets after the order is placed;
- when a *pro rata* allocation of a potential execution would result in a *de minimis* allocation in one or more accounts, an account may be excluded from the allocation and transactions may be executed on a *pro rata* basis among the remaining accounts; or
- when a small proportion of an order is executed in all accounts, shares may be allocated to one or more accounts in a manner designed to be fair to all accounts over time.

The Advisor reviews both its trade aggregation procedures and allocation processes on a periodic basis to ensure it remains within stated policies and/or regulation.

### **Item 13 – Review of Accounts**

Periodic financial check-ups or portfolio reviews are recommended for financial planning and investment consultation clients who have not engaged the Advisor to provide ongoing portfolio management services. It is the client's responsibility to initiate these reviews. Portfolio management services accounts are periodically reviewed throughout the year.

Portfolio management clients receive periodic reports from Titanium Advisors, LLC that summarize account performance. They are urged to compare their account statements received from the assigned service provider with those performance reports they receive from the Advisor. All returns are presented net of all fees and costs paid by the client. All quarterly performance reports are reviewed for accuracy prior to delivery. Clients are urged to carefully review and compare account statements that they have received directly from their custodian of record with any report they may receive from our Advisor or any other source that contains account performance information.

Again, clients are reminded to review their account statements in detail for a full understanding of the services rendered and the associated costs therein. Questions regarding such documentation may be addressed directly to the Chief Compliance Officer.

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

The Advisor has no client referral or solicitation arrangements with third parties. The Advisor may introduce clients to various providers of professional services, and such service providers may introduce prospective clients to the Advisor, but in neither case is compensation paid for such introductions.

### **Item 15 – Custody**

*SEC "Custody"*

Except in the limited instances described below, the Advisor does not have custody of Clients' assets.

In the view of the SEC, investment advisers are deemed to have "custody" of client funds if they have the ability

to directly debit advisory fees from client accounts. Because The Advisor has authorization to directly debit the client's account(s) for payment of advisory fees The Advisor is said to exercise limited custody over client assets. The Advisor is responsible for assuring that the account's independent, qualified custodian will provide account statements directly to clients at least quarterly, and that the client's statement will clearly label the advisor's fee. The deduction of the advisory fee shows on each quarterly statement, and customers are advised to review all activity on their statements regularly. Clients are reminded to inform the custodian if they do not receive these statements in a timely fashion

The Advisor is also deemed to have "custody" of client funds if the client has signed a standing letter of authorization ("SLOA") authorizing the Firm to make certain transfers of client funds to third parties not affiliated with the Advisor. SLOA arrangements are subject to a number of specific safeguards, including (i) the client provides a signed written instruction to the custodian that includes the third party's name, and either the address or account number to which the transfer should be directed, (ii) the client's custodian verifies the instruction and promptly provides a transfer of funds notice to the client, (iii) the client has the ability to terminate or change the instruction, (iv) the investment adviser has no authority or ability to designate or change the identity of the third party or any information about the third party, and (v) the client's custodian reconfirms the instruction annually. Standing Letters of Authorization may be cancelled at any time.

Clients will be provided account statements sent directly from the accounts' custodians on a monthly or quarterly basis.

### **Item 16 – Investment Discretion**

Generally, the Advisor exercises investment discretion over portfolio management accounts pursuant to authority granted by the client under the investment management agreement. Such discretion is limited by the account's investment guidelines, including any reasonable restrictions imposed by the Client.

The Advisor prefers to not manage client accounts on a *nondiscretionary basis*, but we may accommodate such requests on a case-by-case basis, in its sole discretion.

### **Item 17 – Voting Client Securities**

As a matter of firm policy and practice, the Advisor does not have authority to and does not vote proxies on behalf of advisory clients. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in client portfolios.

### **Item 18 – Financial Information**

Registered Investment Advisers are required in to provide certain financial information or disclosures about their financial condition.

#### *Balance Sheet*

A balance sheet is not required to be provided because the Firm does not serve as a qualified custodian and does not require prepayment of fees of more than \$1,200 and six months or more in advance.

#### *Financial Conditions Reasonably Likely to Impair Advisory Firm's Ability to Meet Client Commitments*

The Firm does not have any financial impairment that will preclude it from meeting contractual commitments to Clients.

#### *Bankruptcy Petition during the Past Ten Years*

Not applicable to Titanium Advisors, LLC or its principal owners.

## Miscellaneous

*Privacy:* The Advisor prohibits the disclosure of any client-related non-public personal information as collected by the firm throughout the client/Firm relationship. However, the Advisor may make limited disclosure of such information as authorized by the client, or as otherwise provided by law. A copy of the Advisor's Privacy Policy will be provided to each client upon inception of the relationship and annual thereafter.

*Business Continuity:* The Advisor has made preparations via a planning document to expedite the resumption of business in the event of a major disruption. Among other issues, the plan details how clients may access their accounts in the event of an emergency. A copy of the Business Continuity Plan is available for review by request.