



Spire Wealth Management, LLC

Compliance Manual

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COMPLIANCE STATEMENT

Spire Wealth Management, LLC ("Spire") has developed this Compliance Manual containing policies and procedures to ensure its compliance with the rules and regulations in the Investment Advisers Act of 1940 ("Advisers Act"), specifically Rule 206(4)-7. Feisal A. Malik has been designated as the Firm's Chief Compliance Officer ("CCO"). All officers, supervisors, employees, contractors, and consultants, who:

- have access to nonpublic information regarding any clients' purchase or sale of securities, or
- who are involved in making securities recommendations to clients, or
- who have access to such recommendations that are nonpublic are considered to be Access Persons of the firm and must comply with all the policies and procedures in this manual.

Given the type of business that the firm engages in, all employees, contractors and their employees, and interns are deemed to be Access Persons and subject to the provisions of this Manual.

As part of the CCO's ongoing duties, on a regular basis, but no less than annually, the CCO must review the Adviser's compliance policies and procedures and provide a written report to the principals of the firm memorializing such review. Any questions or issues related to any of the policies and procedures contained in this Compliance Manual should be brought to the attention of the CCO.

This manual is for internal use only and is not to be duplicated, loaned, or distributed to anyone not associated with the firm without the permission of the CCO.

Introduction

Spire Wealth Management is a registered investment adviser with the U.S. Securities and Exchange Commission (SEC) under the Investment Advisers Act of 1940 (Advisers Act). The firm has a strong reputation based on the professionalism and high standards of the firm and its employees. The firm's reputation and its advisory client relationships are the firm's most important asset.

All Access Persons are required to read this Compliance Manual and to complete the acknowledgement in Laserfiche Forms of receipt and acceptance of the responsibilities outlined below and return the acknowledgment to the CCO. Copies of this Compliance Manual must be maintained, either in written and/or electronic format, in all locations where the Firm conducts business.

- All Access Persons of the Firm must be familiar with and understand the contents of this Compliance Manual.
- The CCO must:
 - Provide new Access Persons, with a copy of this Compliance Manual and obtain and retain a signed acknowledgement; and
 - Distribute any supplements to the Compliance Manual to Access Persons with any necessary instructions.
- Supervisors will monitor all Access Persons whom they supervise for their familiarity with and understanding of the contents of the Compliance Manual and its use in their day-to-day activities.

Access Persons are encouraged to raise questions regarding any of the policies and procedures in this Compliance Manual with the CCO or CEO of the Firm.

Culture of Compliance

Spire Wealth Management recognizes that it can best succeed by having a firm culture based on integrity and maintaining high ethical standards. Our compliance culture and policies are designed to fulfill these goals and are a core part of our commitment to how we do business.

The framework of our compliance culture lies in this Compliance Manual and Code of Ethics. These documents represent our commitment to integrity and honesty. In addition, we believe that there are two fundamental elements to create an effective compliance culture: leadership engagement and employee commitment. Our leaders are responsible for creating the basic compliance systems to prevent and detect possible rule violations and for creating a culture of compliance through leading by example. At the same time, each Access Person is responsible for understanding the compliance policies and risks that impact his/her job. Material breaches of Firm policies will not be tolerated.

Failure to abide by the policies may expose the Investment Advisor Representative (IAR) and/or the firm to significant consequences which may include disciplinary action, termination, regulatory sanctions, potential monetary sanctions and/or civil and criminal penalties.

We all have a responsibility to raise integrity concerns or violations promptly. The failure to do so can have significant adverse consequences for our Firm. We strictly prohibit retaliation of any kind against anyone for raising or helping to address an integrity concern.

Compliance Program

Elements of Spire Wealth Management's compliance program include the designation of a CCO, adoption and annual reviews of the IAs WSPs, training and recordkeeping, among other things. These WSPs are designed to meet the requirements of the SEC's IA Compliance Programs Rule and to assist the firm and its Access Persons in preventing, detecting, and correcting violations of law, rules and policies. Additionally, they cover many areas of the firm's businesses and compliance requirements. Each section of the procedures provides the firm's policy on the topic and provides the firm's processes for that particular policy.

Spire Wealth Management's Chief Compliance Officer is responsible for administering the IA WSPs. As necessary, he may delegate any tasks to an appropriately qualified compliance professional. Compliance with the firm's IA WSPs is a requirement and a high priority for the firm and each Access Person. The Chief Compliance Officer will assist with any questions about Spire Wealth Management's IA WSPs, or any related matters.

This Spire Wealth Management WSPs manual will be updated on a periodic basis to be current with the business practices of the firm and changing regulatory requirements and also when changes are made to supervisory processes.

Business Structure

Spire Wealth Management, LLC is designed to operate more as a Corporate RIA, with individual Investment Advisor Representative teams operating their own business. Spire provides the operational and compliance infrastructure for these practices. Many of the IAR teams operate using a Doing Business As ("DBA"). This allows for the IARs to brand themselves, using names and logos to differentiate themselves. Included in this process is having unique DBA names on custodian statements. All proper disclosures will be required and supervised. Spire will negotiate contracts and pricing with various vendors, custodians, other advisors etc., for use by these teams. IARs may have their own branch locations and hire their own personnel, all subject to Spire's supervision. The IARs may submit for approval the use of other money

managers, alternative investment products, technologies etc. tailored to their individual business practice and needs.

Registration

Policy

As a registered investment adviser with the SEC, Spire Wealth Management's policy is to maintain the firm's, as well as the investment adviser representatives (IARs), regulatory reporting requirements on an effective and good standing basis at all times. Spire also monitors, on an on-going and periodic basis, any regulatory filings or other matters that may require amendment or additional filings with the SEC and/or any states for the firm and its associated persons. Form ADV Parts 1 and 2 serve as an adviser's registration and disclosure brochure. The CRS or Customer Relationship Summary is provided to potential retail customers and clients, to disclose services offered by the firm, fees, and conflicts of interest. Spire's and its IARs' registrations must be renewed on an annual basis through the IARD and include the timely payment of renewal fees.

Procedures

- The Chief Compliance Officer (CCO) has the responsibility for the implementation and monitoring of the registration process, practices, disclosures, and recordkeeping.
- The CCO, or another designated officer, monitors the firm's and the IARs registration requirements on an on-going basis or as updates are warranted.
- Registration filings are made on a timely basis and appropriate files and copies of all filings are maintained by the Compliance Officer or other designated officer.
- Spire makes an annual filing of Form ADV within 90 days of the end of each fiscal year (Annual Updating Amendment). The annual amendment is used to update items such as assets under management, number of clients, number of accounts, and number of employees.
- Spire will promptly update the Disclosure Document and certain information in Form ADV, Part 1, Part II and Form CRS as appropriate, when material changes occur. These include offering of a new service, changing fee structure, acquisition of a new affiliate, conflict arises, new investments being offered, new custodian and any other item identified in the SEC's Form ADV Instructions.
- Spire Wealth Management, LLC will maintain a document or acknowledgement evidencing delivery of the Disclosure Document to each client. These will be maintained in the ADV working files in the Spire Compliance folders. Copies of proof of delivery of the CRS is maintained in each client file.
- The Compliance Officer will maintain dated copies of all Spire's complete Disclosure Documents so as to be able to identify which Disclosure Document was in use at any time. The ADV Part 1 versions are maintained in the IARD/CRD system. ADV Part 2, ADV 2b and CRS are maintained in the National Regulatory Services ("NRS") program.
- The firm will maintain an "Annual Offer File" within the Spire Compliance ADV working file for each calendar year that will include: a sample copy of the Annual Offer, a copy of the Disclosure Document offered to clients for the particular year, a list of the names and addresses of the clients to whom Spire sent an Annual Offer, a list/copies of client requests for Spire's Disclosure

Document and copies of Spire's letters to clients sending the Disclosure Document, which will be sent within seven days of the receipt of any client request.

Solicitors/Promoters

Policy

Spire permits the use of Solicitors to refer potential clients to our IARs for account management services. Specific disclosures are required as is registration or a state accepted certification (i.e. CFP).

Procedure

Spire Wealth Management, LLC utilizes the services of solicitors for client referrals to its IARs. These solicitors are compensated (provided that appropriate disclosures are made, and regulatory requirements are met) by an agreed upon and disclosed fee that is paid from the fee collected from the client for the adviser's management fee. A "solicitor" means any person who, directly or indirectly, solicits any client for, or refers any client to, an investment adviser.

- If a registered investment adviser firm pays a third-party solicitor for referrals, there are several disclosures that need to be made in the Form ADV. The number of third-party solicitors used by the registered investment adviser needs to be indicated in response to Item 5.B(6) of the Form ADV Part 1.

- In Form ADV Part 2A, Item 14.B *Client Referrals and Other Compensation*:

"If you or a related person directly or indirectly compensates any person who is not your Access Person for client referrals, describe the arrangement and the compensation."

- Appropriate records are maintained in the Registration folders in the electronic books and records system, Laserfiche.
- Required books and records for such regulated persons will be maintained, including: the material terms of any compensation arrangement, including a description of the compensation provided or to be provided, directly or indirectly, to the person for the testimonial or endorsement; and the disclosures delivered to investors, as they apply to testimonials and endorsements, i.e., solicitations.
- In addition to providing the client disclosure, the solicitor is required to deliver to the solicited client a current copy of the Form ADV, the adviser's Form ADV 2b and a copy of the Client Relationship Summary (CRS).

Books and Records

Policy

As a registered investment adviser, Spire Wealth Management, LLC is required to maintain various books and records on a current and accurate basis, subject to periodic regulatory examination. The policy is to maintain firm and client files and records in an appropriate, current, accurate and well-organized manner depending on the nature of the records. Spire maintains the required firm and client records and files in an electronic format utilizing the Laserfiche application, as well as other contracted vendors, for a total of not less than five years from the end of the applicable fiscal year. Certain records for the firm's corporate existence are kept for longer periods. SEC 17a-4 and Investment Adviser Rule 204-2 will be relied upon for guidance on required hold or archiving requirements.

While the Chief Compliance Officer (CCO) has the overall responsibility for the implementation and monitoring of the books and records policy, practices, disclosures and recordkeeping for the firm, Investment Adviser Representatives (IAR) are responsible for the maintenance of their records submitted to the firm.

Procedure

At least an annual review will be conducted to confirm that the required documents are properly maintained for the correct period of time.

The CCO is responsible for conducting this annual review.

Required books and records include:

Financial Records of Adviser:

- **Accounting Journal** – includes details regarding cash receipts (date received purpose and from whom received) and disbursements (date paid, purpose and to whom paid).
- **General Ledgers** - reflecting asset, liability, reserve, capital, income, and expense accounts.
- **Trial Balances and Financial Statements** – relating to firm business.
- **Checkbooks and Bank Statements** – including canceled checks and cash reconciliations.
- **Bills** – invoices or bills paid or unpaid bills, invoices, and statements relating to the firm's business.

Investment and Client Services Records:

- **Investment Management Agreements** – copies of all of Adviser's written agreements with clients for all current clients and former clients [AG3]

- **Custodian Statements** – On a monthly basis, duplicate copies of the custodial statements are downloaded into our files. We will maintain at least the last 5 years of those client statements.
- **Trade Order Form** – Electronic trade tickets are captured and maintained by our custodians directly on their platform. These trade tickets will include the following:
 - The terms and conditions of the order;
 - The advisor who placed the order;
 - Whether discretionary authority was exercised;
 - The account for which the order was entered;
 - The date of entry; and,
- **Trade Allocations** – a record of how all aggregated trades are allocated to Adviser’s underlying client accounts.
- **Communications** – paper or electronic originals or copies of communications that detail investment advice, the executing of purchase or sale orders, or the receipt, delivery or disbursement of funds or securities. These communications include information sent to or received by Adviser from clients as well as internal communications.
- **Advertising, Publications and Recommendations** – Materials distributed by Adviser to more than 1 person. Records kept of the document distributed by the Adviser, and all required supervisory/compliance approvals.
- **Performance Data Used in Marketing Materials** – including account statements necessary to form the basis for such performance information. Records kept must be from the end of the fiscal year during which Adviser last published or otherwise disseminated the marketing materials.
- **Trade Error Log** – a log of all trade errors that occur. This log/report is available in the Laserfiche repository.
- **Accounts** -- Record of all discretionary and non-discretionary accounts. These lists will be used during the annual ADV filing.

Administrative and Compliance Records:

- **Annual Review** – records documenting Adviser’s annual review of the compliance program.
- **Privacy Notice Disclosures**-Privacy Notices and evidence of delivery or mailing to clients.
- **Compliance Policies and Procedures, Code of Ethics and Access Person Trading Records**
 - Historical copies of all internal policies and procedures and codes of ethics for the prior five years;
 - Access Persons’ written acknowledgements of receipt of the Compliance Manual;
 - Access Person’s personal trading records, including trade approvals;
 - Records relating to political contributions;
 - Violations of internal policies and records of action taken as a result of the violations;
 - Documentation of notices, reviews, approvals, and updated notices of outside business activities of Access Persons; All personal trading reports made by Access Persons;
 - Written approvals of IPOs and private placements.
 - Records of training sessions held, including attendee list and topics discussed during training session.
- **Federal and State Registration Forms** – including historical copies of Form ADV and Form U4/U5 filings.

- **Form ADV Brochure Disclosures** – a record of brochures distributed, including the date the brochure was sent.
- **Written Agreements** – (IMA) relating to Adviser's business.
- **Reviews** –any compliance, supervisory, or branch office reviews of the firm's business activities.
- **Complaint File** – containing copies of written and oral complaints received from clients. Adviser defines a complaint as any written or oral statement of a client or any person acting on behalf of a client alleging a grievance due to the mistreatment by Adviser with respect to Adviser's management of the client's account.
- **SEC Correspondence**– all correspondence received from or provided to the SEC or other regulators.

Corporate Documents

Including operating agreements, LLC/State filings of Adviser. These documents must be maintained continuously in Adviser's office during the time that the Adviser is in existence and for five years thereafter:

- Current approved books and records locations include: Laserfiche (all client and corporate documents) through MCCi, OS33 (Cloud Provider) Spire Access (Gentech's Nexus system for trade blotters and commission processing) and Global Relay (Email).
- The Advisers Act requires arrangement and indexing of required electronic records in a way that permits easy location, access, and retrieval of any particular electronic record by regulators and auditors (24-hour notice).

Disclosure Brochures

Policy

Spire Wealth Management, LLC (SWM) will comply with relevant regulatory requirements by maintaining the Disclosure Documents on a current and accurate basis. As outlined in Rule 204 of the Advisers Act, the Disclosure Document consists of the Form ADV. This document has three parts: Part 1, Part 2 and Part 3 (The Relationship Summary or Form CRS)

Procedure

It is the responsibility of the CCO to maintain, and update as necessary, these ADV brochures. It is the responsibility of each IAR to deliver a current brochure to clients as required.

ADV Part 1

- Part 1 of Form ADV requires information about the registered investment adviser's business, ownership, clients, employees, business practices, affiliations, and any disciplinary events of the adviser or its employees.
- This part of the Form ADV is designed as a check box and fill in the blank format so that the SEC can manage its regulatory and examination program.

- While serving a regulatory purpose, it is available for public review.
- This document is updated and prior versions are maintained in IARD.

ADV Part 2

- Part 2 of the ADV includes two sub-sections, Part 2A and 2B.
- Part 2A contains 18 items covering a variety of disclosure topics and must be answered in the format presented so consumers can compare different investment advisers uniformly.
- Part 2B of Form ADV is also referred to as the “brochure supplement”. A supplement is required for each supervised IAR who: (1) formulates investment advice for that client and has direct client contact; or (2) makes discretionary investment decisions for that client’s assets, even if the supervised individual has no direct client contact.
- The Brochure Supplement, or Part 2B, consists of six topics: educational background, business experience, disciplinary history, other business activities, additional compensation and supervision.

Delivery

- Initial Delivery--All SWM IARs will provide a copy of the firm’s current Disclosure Document (ADV 2A and ADV 2B) to each prospective client either: at the time of entering into an advisory agreement with a client (provided the client can terminate the contract without penalty within five business days); or, not less than 48 hours prior to entering into an advisory agreement with a client.
- Annual Offer/Delivery--SWM will annually send a notice (Annual Offer) to all current advisory clients, offering a current copy of the firm’s Disclosure Document. Annual Offers will inform clients that Spire will deliver its current disclosure to clients, upon client request.

Part 3 (Form CRS)

Form CRS requires SEC-registered investment advisers to deliver to retail investors a “Client Relationship Summary” that provides information about the Firm. This document is filed with the SEC. Spire Wealth Management, LLC (SWM) must follow certain requirements concerning its relationship summary including formatting, filing, delivery, updating, and recordkeeping requirements.

The Form CRS must explain the types of client/customer relationships, the services the Firm offers, the fees, costs, conflicts of interest, and the required standard of conduct associated with those relationships and services. Furthermore, the document must disclose any reportable legal or disciplinary history attributed to the Firm and its advisers.

As a registered investment adviser, Spire Wealth Management, LLC has a duty to provide an updated version of Form CRS any time when clients: 1) open a new account different from their existing accounts; 2) receive a recommendation to roll over assets from a retirement plan; or 3) receive a recommendation for a new investment advisory service.

Form CRS is Part 3 of Form ADV, which Spire Wealth Management, LLC, under Rule 204-5, must deliver

alongside the Part 2A brochure to prospective clients. All drafts of Form CRS are maintained in SWM's NRS program, in a secure manner and location and for five years.

- The relationship summary must present information about SWM using standardized headings in a prescribed order so investors can compare different Form CRSs from different firms.
- These items must appear in this prescribed order by all firms: Introduction, Relationships and Services, Fees, Costs, Conflicts, and Standard of Conduct, Disciplinary History and where to go for Additional Information.
- The relationship summary must be written in plain English and be concise and direct.
- The Chief Compliance Officer (CCO) will update and deliver the Form CRS in a timely manner.
- SWM will update the relationship summary and file it in accordance with Form CRS instructions within 30 days whenever any information in the relationship summary becomes materially inaccurate. The filing must include an exhibit highlighting the changes.
- SWM and its IARs will deliver the current Form CRS to each prospective client either prior to or at the time of entering into an advisory agreement with the client.
- SWM will communicate any material changes in the updated relationship summary to retail investors who are existing clients or customers within 60 days after the updates are required to be made and without charge.
- SWM will disclose specific conflicts of interest to ensure that clients give informed consent.
- IARs will deliver the most recent relationship summary to a retail investor who is an existing client or customer before or at the time: (i) a new account is opened that is different from the retail investor's existing account(s); (ii) the adviser recommends that the retail investor roll over assets from a retirement account into a new or existing account or investment; or (iii) the adviser recommends or provides a new brokerage or investment advisory service or investment that does not necessarily involve the opening of a new account and would not be held in an existing account.
- Additionally, IARs will deliver the relationship summary within 30 days upon an investor's request.
- The CRS is created and versions archived in the NRS website.

Delivery

- Evidence of individual client delivery is filed in the IAR's client files in Laserfiche.
- Evidence of delivery and timing can be accomplished in one of the following three ways:
 - a. In Person/Mail: completion of the Disclosure Attestation form that requires a client signature when submitting paperwork with the document delivery taking place at or prior to the recommendation.
 - b. Email: satisfaction of the requirement can also be fulfilled by providing a copy of the sent email to the client that documents that the disclosures were sent to the client's email that is on file (or will be on file for new clients).
 - c. DocuSign: Sending the disclosures via DocuSign generates a unique stamp ID on the form that can be used to evidence delivery of the requirement.

Updates to Disclosure Document

- Review and Amendment--The CCO is responsible for reviewing the firm's complete Disclosure Document on a periodic basis to maintain the document on a current and accurate basis and to properly reflect and be consistent with the firm's current services, business practices, fees, investment professionals, affiliations and conflicts of interest.
- When changes or updates to the Disclosure Document are necessary or appropriate, the CCO will make any and all disclosure document amendments timely and promptly and maintain records of the filings and amendments.

Recordkeeping

- The Chief Compliance Officer will maintain dated copies of all of Spire's complete Disclosure Documents so as to be able to identify which Disclosure Document was in use at any time. The ADV 1 is maintained on IARD, the ADV 2 and 2B and CRS are maintained on the NRS system.
- Spire will maintain an "Annual Offer File" for each calendar year which will include a) sample copy of the Annual Offer, b) a copy of the Disclosure Document offered to clients for the particular year, c) a list of the names and addresses of the clients to whom Spire sent an Annual Offer, d) a list/copies of client requests for Spire's Disclosure Document, and e) copies of Spire's letters to clients sending the Disclosure Document, which will be sent within seven days of the receipt of any client request.
- These documents will be maintained in the ADV working files folder found in the Spire Compliance folder in Workplace and in the books and records system, Laserfiche.

Privacy

Privacy

Spire Wealth Management, LLC (SWM) will comply with SEC Regulation S-P, requiring registered advisers to adopt policies and procedures to protect the "non-public personal information" of natural person consumers and customers and to disclose to such persons policies and procedures for protecting that information.

Further, and as a SEC registered advisory firm, the firm will comply with new SEC Regulation S-AM, to the extent that the firm has affiliated entities with which it may share and use consumer information received from affiliates. SWM will also comply with the California Financial Information Privacy Act (SB1) if the firm does business with California consumers.

(The California Financial Information Privacy Act (CalFIPA) was enacted in 2003 to require financial institutions to provide California consumers notice and meaningful choice about how consumers' nonpublic personal information is shared and to offer greater protection than its federal counterpart the GLBA)

- The Chief Compliance Officer (CCO) is responsible for reviewing, maintaining and enforcing the policies and procedures to meet Spire Wealth Management, LLC's client privacy goals and objectives while at a minimum complying with applicable federal and state laws and regulations.

- The CCO may recommend to the firm's principal(s) any disciplinary or other action as appropriate.
- The CCO will distribute the policies and procedures to employees and conduct appropriate training to promote adherence to these rules.

Procedure

Non-Disclosure of Client Information

Spire Wealth Management, LLC will maintain safeguards to comply with federal and state standards to guard each client's non-public personal information (NPI). Spire Wealth Management, LLC does not share any NPI with any nonaffiliated third parties, except in the following circumstances:

- As necessary to provide the service that the client has requested or authorized, or to maintain and service the client's account;
- As required by regulatory authorities or law enforcement officials who have jurisdiction over Spire Wealth Management, LLC, or as otherwise required by any applicable law;
- To protect the confidentiality or security of the financial institution's records against fraud and for institutional risk control purposes; and
- To provide information to the firm's attorneys, accountants and auditors or others determining compliance with industry standards.
- Employees are prohibited, either during or after termination of their employment, from disclosing NPI to any person or entity outside Spire Wealth Management, LLC, including family members, except under the circumstances described above.
- An employee is permitted to disclose NPI only to such other employees who need to have access to such information to deliver services to the client.

Safeguarding and Disposal of Client Information

- Spire Wealth Management, LLC restricts access to non-public information (NPI) to those employees who need to know such information to provide services to clients.
- Any employee who is authorized to have access to NPI is required to keep such information in a secure compartment or receptacle. All electronic or computer files containing such information shall be password secured and firewall protected from access by unauthorized persons.
- Any conversations involving NPI, if appropriate at all, must be conducted by employees in private, and care must be taken to avoid any unauthorized persons overhearing or intercepting such conversations.
- Safeguarding standards encompass all aspects of the Spire Wealth Management, LLC that affect security. This includes not just computer security standards but also areas such as physical security and personnel procedures.
- Examples of important safeguarding standards that Spire Wealth Management, LLC may adopt include:
 - a. Access controls on customer information systems, including controls to authenticate and permit access only to authorized individuals and controls to prevent employees from providing customer information to unauthorized individuals who may seek to obtain this information through fraudulent means (e.g., requiring employee use of user

- ID numbers and passwords, etc.);
- b. Access restrictions at physical locations containing customer information, such as buildings, computer facilities, and records storage facilities to permit access only to authorized individuals (e.g., intruder detection devices, use of fire and burglar resistant storage devices);
 - c. Encryption of electronic customer information, including while in transit or in storage on networks or systems to which unauthorized individuals may have access;
 - d. Procedures designed to ensure that customer information system modifications are consistent with the firm's information security program (e.g., independent approval and periodic audits of system modifications);
 - e. Dual control procedures, segregation of duties, and employee background checks for employees with responsibilities for or access to customer information (e.g., require data entry to be reviewed for accuracy by personnel not involved in its preparation; adjustments and correction of master records should be reviewed and approved by personnel other than those approving routine transactions, etc.);
 - f. Monitoring systems and procedures to detect actual and attempted attacks on or intrusions into customer information systems (e.g., data should be auditable for detection of loss and accidental and intentional manipulation);
 - g. Response programs that specify actions to be taken when the firm suspects or detects that unauthorized individuals have gained access to customer information systems, including appropriate reports to regulatory and law enforcement agencies;
 - h. Measures to protect against destruction, loss, or damage of customer information due to potential environmental hazards, such as fire and water damage or technological failures (e.g., use of fire-resistant storage facilities and vaults; backup and store off site key data to ensure proper recovery); and
 - i. Information systems security should incorporate system audits and monitoring, security of physical facilities and personnel, the use of commercial or in-house services (such as networking services), and contingency planning.
- Any employee who is authorized to possess "consumer report information" for a business purpose is required to take "reasonable measures" to protect against unauthorized access to or use of the information in connection with its disposal.
 - There are several components to establishing "reasonable" measures that are appropriate for the firm: assessing the sensitivity of the consumer report information collected, the nature of advisory services and the size of the operation, evaluating the costs and benefits of different disposal methods and researching relevant technological changes and capabilities.
 - Some methods of disposal to ensure that the information cannot practicably be read or reconstructed that Spire Wealth Management, LLC may adopt include: a) procedures requiring the burning, pulverizing, or shredding of papers containing consumer report information, b) procedures to ensure the destruction or erasure of electronic media and c) after conducting due diligence, contracting with a service provider engaged in the business of record destruction, to provide such services in a manner consistent with the disposal rule.

Privacy Notices

Initial Privacy Notice Delivery

- Spire Wealth Management, LLC will provide each natural person client with initial notice of the firm's privacy policy with the Advisory Disclosure Packet when the client relationship is established. This packet is provided by the investment advisor. SWM shall also provide each such client with a new notice of the firm's current privacy policy at least annually along with the offer to deliver the ADV 2.
- If Spire Wealth Management, LLC shares non-public personal information (NPI) relating to a non-California consumer with a nonaffiliated company under circumstances not covered by an exception under Regulation S-P, the firm will deliver to each affected consumer an opportunity to opt out of such information sharing.
- If Spire Wealth Management, LLC shares NPI relating to a California consumer with a nonaffiliated company under circumstances not covered by an exception under SB1, the firm will deliver to each affected consumer an opportunity to opt in regarding such information sharing.

Annual Privacy Notice Delivery

- If Spire Wealth Management, LLC shares non-public personal information (NPI) relating to a non-California consumer with a nonaffiliated company under circumstances not covered by an exception under Regulation S-P, the firm will annually deliver to each affected consumer an opportunity to opt out of such information sharing.
- If Spire Wealth Management, LLC shares NPI relating to a California consumer with a nonaffiliated company under circumstances not covered by an exception under SB1, the firm will annually deliver to each affected consumer an opportunity to opt in regarding such information sharing.

Annual Privacy Notice Exception

- Spire Wealth Management, LLC will not have to deliver an annual privacy notice provided it (1) only shares NPI with nonaffiliated third-parties in a manner that does not require an opt-out right be provided to customers (e.g., if the institution discloses NPI to a service provider or for fraud detection and prevention purposes) and (2) has not changed its policies and practices with respect to disclosing NPI since it last provided a privacy notice to its customers.
- If, at any time, Spire Wealth Management, LLC adopts material changes to its privacy policies, the firm shall provide each such client with a revised notice reflecting the new privacy policies.

Fiduciary Standard and Rollovers

Policy

Our CCO is responsible for establishing these policies regarding DOL's and IRS's requirements regarding Rollovers. This includes establishing these policies and procedures and providing training to our advisors.

Investment advisor representatives of Spire Wealth Management, in providing investment advice to clients within ERISA plans or for IRAs will be considered and will state that they are a Fiduciary.

Definition of **Fiduciary**:

- i. exercises any discretionary authority or discretionary control respecting management of [a] plan or exercises any authority or control respecting management or disposition of its assets;
- ii. renders investment advice for a fee or other compensation, direct or indirect, with respect to any moneys or other property of [a] plan, or has any authority or responsibility to do so; or
- iii. has any discretionary authority or discretionary responsibility in the administration of [a] plan.

The SEC has stated that investment advisers owe their clients several specific duties as fiduciaries. According to the SEC, the fiduciary duties include, but are not limited to:

- Provision of advice that is in the best interest the client.
- Full disclosure of all material facts.
- Full disclosure of potential or actual conflicts of interest.
- Utmost and exclusive loyalty and good faith.
- Best execution of client transactions.
- Exercise of reasonable care to avoid misleading clients.
- Provide ongoing monitoring of the performance of the account.

The DOL Rule further requires the Adviser, prior to engaging in a prohibited transaction in reliance on the DOL Rule, to provide ***a written disclosure to the client acknowledging that the Adviser and its representatives are fiduciaries*** under ERISA and/or the Code, as applicable. A written description, accurate in all material respects, regarding the services to be provided, and the Adviser's (and Adviser representative's) material conflicts of interest, must also be provided to the relevant client. These descriptions and disclosures are delivered via the ADVs and CRS.

Spire's IARs will not participate or transact any prohibited transaction - unless there is an exemption for which Spire has derived specific procedures to meet the exemption.

1. Definition: **Prohibited Transaction Exemption 2020-02**

Prohibited Transaction Exemption 2020-02 (the “DOL Rule”) provides relief from fiduciary prohibited transactions and certain Party in Interest prohibited transactions, when the DOL Rule’s requirements are met. DOL Rule requirements are discussed below:

a. Impartial Conduct Standards

The DOL Rule first requires compliance with the Impartial Conduct Standards. Compliance with the Impartial Conduct Standards is achieved by:

- Providing investment advice that is in client’s best interest,
- Charging only reasonable compensation,
- Making no materially misleading statements about the investment transaction and other relevant matters, and
- Seeking to obtain the best execution of the investment transaction reasonably available under the circumstances, as required by the federal securities laws

The relief provided by the DOL Rule also excludes transactions in which the Adviser is acting in a fiduciary capacity **other than** as an investment advice fiduciary (under the five-part test described above). Put differently, relief from prohibited transactions is not available under the DOL Rule for prohibited transactions arising from the exercise of discretionary authority. The protections that are included in the DOL Rule were designed specifically for non-discretionary investment advice arrangements.

Rollover Analysis and Disclosure

Policy

For fiduciary rollover recommendations (discussed in more detail below), the Adviser is required to document and disclose the specific reasons that a recommendation to roll over assets is in the client’s best interest. This requirement extends to recommended rollovers from:

- an ERISA Plan to another ERISA Plan or IRA;
- from an IRA to an ERISA Plan;
- from an IRA to another IRA; or
- from one type of account to another (e.g., from a commission-based account to a fee-based account).

Rollover Recommendations

The decision to roll over retirement plan assets is potentially a very consequential financial decision for a client. A sound decision on the rollover will typically turn on numerous factors, including the relative costs associated with the new investment options, the range of available investment options pre- and post-rollover, and the individual circumstances of the particular client.

In light of potential conflicts of interest related to rollovers, ERISA and the Code prohibit a fiduciary from receiving fees resulting from advice to roll over retirement assets, unless an exemption applies. The DOL

Rule provides relief, as needed and as applicable, from this prohibited transaction, if the Adviser and its representatives provide investment advice that satisfies the Impartial Conduct Standards and comply with the other applicable DOL Rule conditions discussed herein.

In addition, in its 2019 release on the Commission Interpretation Regarding Standard of Conduct for Investment Advisers (Release IA-5248), the SEC indicated its view that a recommendation made by an investment adviser to a client or prospective client to roll over assets from a retirement account into an account managed by the investment adviser as a fiduciary recommendation subject to both the duties of loyalty and of care. As the interpretation makes clear, this is the case even if the rollover recommendation is not specifically accompanied by a recommendation by the investment adviser on how to invest the assets after the rollover. Therefore, if an investment adviser can increase his or her compensation as a result of the recommendation, a disclosure detailing the conflict of interest inherent in such recommendation must be made to the client prior to or at the time of making such recommendation. This conflict disclosure is aimed at satisfying the Adviser's duty of loyalty.

PROCEDURES

In order to satisfy the Adviser's Advisers Act duty of care, and pursuant to the requirements of the DOL Rule, prior to making a recommendation to rollover assets, a representative must document the specific reason or reasons why the rollover is considered to be in the best interest of the client. A recommendation regarding a rollover should not be made until such analysis is completed, and the rollover is determined to be in the client's best interest.

This primary focus of the analysis should be on comparing the client's current situation (in their current Plan and/or IRA) to their position post-rollover, particularly in terms of services, fees and expenses. The Adviser can generally gather information related to services, fees, and expenses through summary plan descriptions, account statements, a client's current advisory agreement (if any), 408(b)-2 notices, 404(a)-5 notices, other similar disclosure documents, or some combination of these documents.

Regardless of the data source used for the analysis, the analysis form and the documents used to form the basis for the rollover recommendation should be maintained for a period of five years from the end of the year in which the analysis was performed.

At the time the rollover recommendation is made, the specific reason(s) as to why the rollover is in the client's best interest must be communicated to the client, in writing. The client should then be requested to acknowledge that they have considered all relevant factors and agree with the Adviser's determination.

If the Adviser is unable to find information sufficient to establish a basis for making the rollover recommendation, the Adviser generally should not recommend a rollover. Notwithstanding, the client may still determine to rollover their account to be managed by the Adviser.

It is important to note that, in the event the Adviser does not make a recommendation regarding the rollover of assets, no analysis is required. In the context of rollovers, the Adviser can provide certain general (non-tailored), unbiased educational or informational communications or materials to plan

participants in conformity with Department of Labor Interpretive Bulletin 96-1. In accordance with the principles described in Interpretive Bulletin 96-1, by providing the participant with such general educational information, the Adviser has given the participant information that would be useful in allowing the participant to ultimately decide on the appropriateness of a rollover to their circumstances, while simultaneously not providing a direct or indirect recommendation as to the appropriateness of a rollover to the client's individual circumstances.

The Adviser would not be engaging in a prohibited transaction through the provision of such information, even if a fiduciary relationship exists with the plan or participant. The Department of Labor noted in Advisory Opinion 1992-08A that a fiduciary prohibited transaction under ERISA 406(b) does not occur when the plan fiduciary "does not...exercise, with respect to these transactions, any of the authority, control, or responsibility which makes it a fiduciary to cause a plan to pay additional fees for a service furnished by a fiduciary or to pay a fee for a service furnished by a person in which such fiduciary has an interest which may effect the exercise of such fiduciary's best judgment as a fiduciary." The provision of information or educational materials regarding rollovers or additional services is not the type of activity that makes the Adviser a fiduciary and, accordingly, the provision of such material would not result in a prohibited transaction.

Similarly, in instances where the client has determined to engage in a rollover without the advice or direct or indirect recommendation of the Adviser, the Adviser would not be exercising the authority, control, or responsibility which makes it a fiduciary by engaging in the client-directed rollover transaction. Therefore, adherence to a client rollover instruction, without a direct or indirect recommendation from the Adviser, would not result in a prohibited transaction.

Accordingly, in instances where the client instructs the Adviser to complete a rollover transaction (including after receipt of educational or informational materials which conform to Interpretive Bulletin 96-1), without a direct or indirect rollover recommendation, the client should be requested to acknowledge as much through execution of a Confirmation of No Recommendation Form or equivalent.

On at least an annual basis the Chief Compliance Officer will conduct a review of completed rollovers to ensure that this process has been appropriately followed. This review will consist of a sampling of completed rollovers from the prior period, to confirm that:

- For each recommended rollover that is part of the sample:
 - A corresponding best interest analysis has been completed and supporting documentation has been retained if available;
 - The specific reason(s) for the rollover recommendation has been communicated to the client;
 - To the extent the analysis was conducted based upon information from one or more alternative data sources, that disclosure has been made to the client regarding the data's limitations and the reasoning of why reliance on the alternative data is reasonable; and
 - The conclusion of the analysis is reasonable in light of the information upon which the analysis was based

- For each rollover that is part of the sample and that was completed at the direction of the client:
 - A Confirmation of No Recommendation form, or equivalent, has been delivered to and executed by the relevant client.
 - Occasional reviews of client communications (including email reviews) may also be conducted in an attempt to confirm that the Confirmation of No Recommendation form is not being used in instances where direct or indirect rollover recommendations have been provided.

Code of Ethics

Policy

Per SEC requirements (SEC Rule 204A-1 under the Advisers Act), Spire Wealth Management, LLC has adopted a written Code of Ethics covering all Access Persons. The firm's Code of Ethics requires high standards of business conduct, compliance with federal securities laws, reporting and recordkeeping of personal securities transactions and holdings, reviews and sanctions. The firm's current Code of Ethics, and as amended, is incorporated by reference and made a part of these Policies and Procedures.

Spire's Code of Ethics requires the following:

1. Setting a high ethical standard of business conduct reflecting an adviser's fiduciary obligations.
2. Compliance with federal securities laws.
3. Access persons (any individual with access to portfolio information and or trading) to periodically report personal securities transactions and holdings, with limited exceptions.
4. Prior approval for any IPO or private placement investments by access persons.
5. Reporting of violations.
6. Delivery and acknowledgement of the Code of Ethics by each Access Person.
7. Reviews and sanctions.
8. Recordkeeping.

The Chief Compliance Officer ("CCO") has the primary responsibility for the preparation, distribution to all new Access Persons upon hire, administration, periodic reviews, monitoring the Code of Ethics, practices, disclosures, sanctions and recordkeeping. IARs are responsible for reviewing, attesting to and adhering to the code as well as reporting any violations.

Each Access Person must acknowledge receipt of the firm's Code of Ethics initially upon hire.

The CCO, with other designated officer(s), will annually review the firm's Code of Ethics and will update the Code of Ethics as may be appropriate.

The compliance department will periodically review Access Persons' personal trading activity.

The CCO will retain relevant Code of Ethics records as required, including but not limited to, Codes of Ethics, as amended from time to time, acknowledgement/certification forms, quarterly reports of personal securities transactions, violations and sanctions, among others.

The firm's Form ADV Part 2 will be periodically reviewed and amended by the CCO to disclose any changes to the firm's Code of Ethics.

The CCO is responsible for receiving and responding to any client requests for the firm's Code of Ethics and maintaining required records of each request.

The Code of Ethics is produced using an NRS template. All versions of the Code are maintained in the NRS program.

A complete copy of the current Code of Ethics can be found at www.SpireIP.com.

Conflict of Interest

Policy

Spire Wealth Management, LLC (SWM) will disclose, after review and consideration, all potential conflicts of interest to the client prior to engaging in any advisory capacity. This disclosure includes the participation in any outside business activities such as acting as a Registered Representative of a securities broker/dealer and/or an insurance agent. All IARs must consider and disclose to all clients any outside business activities that may be considered a conflict of interest. In particular, if an IAR is also registered as an RR of a securities firm, these IARs must make a determination between establishing an advisory relationship or a brokerage relationship.

Considerations in identifying conflicts of interest:

1. Pricing: Asset Based Pricing vs. Transaction Based Pricing. Are the fees that are assessed from advisory services commensurate with the services provided or will the client be better served paying commissions on a non-discretionary brokerage account?
2. Products and services available: Depending on the client's objectives and needs, would a brokerage account serve the client better versus the advisory account?
3. What type of assets are being managed?
4. Experience of the investor in managing assets/portfolios?
5. What is the value of the assets being managed?
6. What would be the expected trading volume?
7. Will additional services be provided, such as financial planning, estate planning, retirement planning, insurance planning and divorce planning.

Procedures

During periodic reviews of advisory accounts, compliance reviews and branch audits, these factors, as well as any others, will be examined to evaluate the choice of an advisory account versus a brokerage account.

Designated supervisory personnel will review client trading activity for compliance with the fiduciary

standard and best execution responsibilities. (i.e. Trading volume, asset turnover, suitability of security purchases)

Supervisors must periodically conduct reviews of IARs' trading activities and include a review of any conflicts of interest. They must address any findings resulting from these reviews in a timely fashion.

The Outside Business Activity (OBA) report will be used to detail the disclosures required in the ADV Part 2B of the IAR.

This report will be used to disclose any activities that would create a conflict of interest such as activities involving the sales of products that generate a commission.

Full disclosure must be made in the Investment Management Agreement (IMA) of all fees associated with the account including any custodial or third-party fees.

These documents are maintained in the electronic books and records system, Laserfiche.

IMAs and various product and suitability disclosures are maintained in the client folders in Laserfiche.

Outside Business Activities

Policy

Spire Wealth Management, LLC (SWM) allows employees to participate in outside business activities as long as the activities are consistent with Spire Wealth Management, LLC's fiduciary duty to its clients and regulatory requirements, and the employee provides prior written notice to the firm before engaging in such activities.

An outside business activity (OBA) is any business activity outside the scope of a firm where an employee of the firm: may be compensated or have the reasonable expectation of compensation; is working with or for a client, regardless of whether compensation is received; or is in a position to receive material non-public information concerning a publicly-traded company. Spire Wealth Management, LLC's policies and procedures covering OBAs of employees and others represents an internal control and supervisory function to detect unapproved outside business activities and to prevent possible conflicts of interests and regulatory violations.

The compliance department will have the responsibility for the initial review and approval of outside business activities (including establishing a Doing Business As "DBA") and its related disclosures and recordkeeping. Designated supervisors will be provided with information on the approved OBAs so as to monitor the activity.

Procedure

Initial Submissions: Upon hire, all new employees will be provided with an Outside Business Activity request form from the compliance department via DocuSign. This request form must provide the compliance department a list of outside business activities which the employee would like to continue with as well as any DBAs currently in use.

Subsequent Requests: Current employees must provide written notice prior to beginning any OBA and provide the following information via Laserfiche Forms:

- The activity's start and end date (if applicable);
- The name of the entity where the activity is taking place;
- The position title; and
- A description of the employee's duties, compensation, and an estimated number of hours per week that would be dedicated to the activity.

Upon receiving written notice, a compliance principal or the CCO will evaluate the information and give consideration to whether the activity will interfere with or compromise the employee's responsibilities to Spire Wealth Management, LLC and to its clients and whether the activity will be viewed by clients or the public as part of Spire Wealth Management, LLC's business based on the nature of the activity.

Each requested activity will be evaluated and a decision to approve, imposing specific conditions or limitations or completely prohibit the activity. These evaluations will be dated and initialed and kept in the firm's books and records (Laserfiche).

Upon approval, the compliance department will determine if further reporting or disclosure of the activity must be made.

- Updating the individual's U4 in CRD to reflect the OBA
- Updating, if necessary, the individual's ADV 2b

Any employees engaged in approved OBAs must inform the compliance department and or the CCO of any changes in, or new conflicts of interest relating to the OBA once the employee becomes aware. Once reported and approved by the compliance department, the designated supervisor will be notified.

Annually, the CCO will obtain attestations from employees that they are not engaging in any other outside business activities beyond those that have been disclosed and approved. this is typically done with the Annual Compliance Questionnaire.

The supervising principal will conduct email reviews specifically focusing on identifying potential undisclosed OBAs.

Personal Securities Accounts

Policy

All registered associates are required to report their personal securities accounts ("PSA") to Compliance upon affiliation as well as ongoing. According to FINRA's rule 3210 and the Code of Ethics requirement of the Investment Advisers Act of 1940 - Spire must review and supervise all employee trading in their PSAs. This includes any joint accounts, or any accounts where you have control or a beneficial interest. These accounts must be held at one of our approved custodians - or at custodians where Spire is receiving electronic trade transmissions. Exceptions may apply and the associate should consult with

their immediate supervisor or Compliance.

Rule: The Securities and Exchange Commission adopted a rule and related rule amendments under the Investment Advisers Act of 1940 that require registered advisers to adopt codes of ethics. The codes of ethics must set forth standards of conduct expected of advisory personnel and address conflicts that arise from personal trading by advisory personnel. Among other things, the rule requires advisers' supervised persons to report their personal securities transactions, including transactions in any mutual fund managed by the adviser. The rule and rule amendments are designed to promote compliance with fiduciary standards by advisers and their personnel.

- Should we begin to provide research, advise to fund companies - or have access to non-public information we will then maintain "restricted lists" of issuers., and prohibitions on any trading (personal or for clients) in securities of those issuers.
- Reminders that investment opportunities must be offered first to clients before the adviser or its employees may act on them. An advisor should not put themselves in a position to obtain more favorable pricing if trading the same securities as clients.
- Our representative are required to hold their personal securities accounts at one of our approved custodians. This allows us direct access to confirms and statements.

Exceptions From Reporting Requirements Rule 204A-1 permits exceptions to personal securities reporting:

- If the transactions are affected pursuant to an automatic investment plan.
- When the securities are held in accounts over which the access person had no direct or indirect influence or control (i.e. managed, discretionary account).

Reportable Securities

Representatives must report their holdings and transactions in "reportable securities". Rule 204A-1 treats all securities as reportable with a few exceptions:

- Direct Obligations of the Government of the United States
- Money Market Instruments (Acceptance Notes, CD's, Commercial paper, repurchase agreements and some short - term debt instruments)

The access person (Representative) must also report transactions in accounts in which they are the beneficial owner of securities that are held by them, or their immediate family members in their household.

Initial Public Offerings and Private Placements

The code of ethics must require that Representatives obtain the adviser's approval before investing in an initial public offering ("IPO") or private placement.

Given the introduction and popularity of investments in digital currency, we have allowed our

representatives to establish "coin-based" accounts. These accounts don't permit any securities transactions but we do require disclosure.

Procedure

Each adviser's code of ethics must require an adviser's "access persons" (Representatives) to periodically report their personal securities transactions and holdings to the adviser's chief compliance officer or other designated persons. The code of ethics also requires the adviser to review those reports. Reviewing these reports will allow advisers as well as the SEC's examination staff to identify improper trades or patterns of trading by access persons.

Prior to August 2019, Spire only required that our "Producing" representatives maintain their personal securities accounts at one of our approved custodians (NFS, Pershing (DBS and PAS), TDA Institutional, Schwab Institutional and Fidelity Institutional Wealth Services). We had allowed other non-producing registered affiliates to maintain their personal securities accounts at outside custodians while providing Spire a duplicate copy of their monthly statements and confirms.

Effective August 2019, due to the growth in our representative population, we are no longer allowing any registered affiliate to hold their brokerage accounts at outside custodians. All will be required to move their accounts from other broker/dealers, including those retail arms of our present custodians to our approved custodians.

Exceptions may be granted based on submission of a detailed request and a review and written approval by the compliance department.

Having these accounts at our custodians will allow us to pull transaction data directly into our Spire Access system from the custodian. This allows for those transactions to be monitored and subjected to our compliance flags on a daily basis, as well as being able to run reports of our Rep/Advisor trades vs. client trades (on a quarterly basis).

Initial Disclosure. New Advisors are given a form (Personal Securities Account) to provide us with all outside investment accounts. These forms are delivered via DocuSign to the new representative and returned to the registration department of Compliance. All forms are reviewed by compliance personnel to confirm that accounts will be moved to one of our approved Custodians.

Subsequent Disclosure - Representatives are to request permission to open up a new personal securities account, according to the rule. This is done by accessing the Request for Personal Securities Account(s) via Laserfiche forms. As with DocuSign, the forms are completed, signed and returned to the registration and licensing department of Compliance.

- Accounts should be tracked to see that they move to Spire in a timely manner.
- Review of Spire Access to assure that the accounts are feeding into Spire Access properly and that they are properly marked as Employee accounts.
- Having the accounts feeding into Spire Access then allows the compliance department to run reports specifically for representative trading activity. These reports are pulled on a monthly basis, reviewed and signed off on by compliance personnel and filed in the Personal Securities

folder in Laserfiche.

- Those accounts held, with permission, outside of our custodians, will continue to have delivered a copy of their brokerage statement to Spire on a monthly - or at least quarterly - basis for review and filing.

Insider Trading

Policy

Spire Wealth Management LLC prohibits any employee from acting upon, misusing or disclosing any material non-public information, known as inside information. Any instances or questions regarding possible inside information must be immediately brought to the attention of the CCO/Compliance Officer or senior management, and any violations of the rule will result in disciplinary action and/or termination.

Insider trading is the trading of a company's stocks or other securities by individuals with access to confidential or nonpublic information about the company. Taking advantage of this privileged access is considered a breach of the adviser's fiduciary duty.

Procedure

- The Supervisor and the compliance department have the responsibility for the implementation and monitoring of the firm's insider trading policy, practices, disclosures and recordkeeping.
- All supervising principals will be trained to look out for such transactions in IAR accounts and client trades.
- Access persons must disclose personal securities accounts and disclose, at least quarterly, any reportable transactions in their employee and employee-related personal accounts.
- Employees must report to the Supervisor, or Compliance Officer, all business, financial or personal relationships that may result in access to material, non-public information.
- Compliance department reviews all personal investment activity for Access Persons and employee-related accounts.
- Compliance department provides guidance to employees on any possible insider trading situation or question.
- This insider trading policy is reviewed and evaluated periodically and updated as may be appropriate.
- The Chief Compliance Officer prepares a written report to management and/or legal counsel when there is a possible violation of the firm's insider trading policy for implementing corrective and/or disciplinary action.

Annual Compliance Reviews

Policy

As an SEC registered adviser under Rule 206(4)-7 of the Investment Advisers Act, Spire Wealth

Management, LLC will conduct an annual review of the firm's policies and procedures to determine that they are adequate, current and effective in the detection and prevention of violations of firm policies and federal securities rules, laws, and regulations in view of the firm's IAR businesses, practices, advisory services and current regulatory requirements. The policy includes amending or updating the firm's policies and procedures to reflect any changes in the firm's activities, personnel or regulatory developments, either as part of the firm's annual review and/or the periodic review of each IAR's practice. Relevant records of the annual reviews will be documented.

- While the CCO has the overall responsibility and authority to develop and implement the firm's compliance policies and procedures, the duties will be shared with other designated officers.
- The annual review process will consider and assess the risk areas for the firm and review and update any risk assessments in view of any changes in advisory services, client base and/or regulatory developments.
- Review of each policy will be coordinated with an appropriate person, department manager, management person or officer.
- Approval of updates to the firm's compliance policies and procedures will be obtained from the appropriate senior management person or officer, or chief executive officer.
- More frequent reviews of the Spire Wealth Management's policies or procedures, or any specific policy or procedure, will be conducted in the event of any change in personnel, business activities, regulatory requirements or developments, or other circumstances requiring a revision or update.
- Compliance reviews and or branch audit reports conducted for each IAR will be used to identify problem areas or non-compliance with any of the policies and procedures. As a result, any corrective or disciplinary action can be implemented.
- Each advisory team and IAR will be required to attend an Annual Compliance meeting.
- Compliance/audit personnel periodically monitor the firm's business relationships and advisory services to examine that no research services or products are being obtained on a soft dollar basis.

Investment Management Agreement

Policy

Following Rule 204-2 of the Investment Advisors Act, Spire Wealth Management, LLC requires a written investment advisory agreement for each client advisory relationship which includes a description of services, discretionary/non-discretionary authority, advisory fees, suitability, important disclosures and other terms of the client relationship. Spire Wealth Management's advisory agreements must meet all appropriate regulatory requirements, contain a non-assignment clause, and must not contain any "hedge clauses."

Procedures

- Spire's advisory agreements and advisory fee schedules, and any charges, for the firm's services are approved by senior management and the CCO.

- The fee schedules are periodically reviewed by SWM to be fair, current and competitive.
- A designated officer, or the CCO, periodically reviews the firm's disclosure brochure, advisory agreements and other material for accuracy and consistency of disclosures regarding advisory services and fees.
- Written client investment objectives or guidelines are obtained or recommended as part of a client's advisory agreement.
- Any additional compensation arrangements are to be monitored by the designated officer, or CCO, approved and disclosed with appropriate records maintained.
- The firm also obtains important relevant and current information concerning the client's identity, occupation, financial circumstances and investment objectives, restrictions, as part of advisory and fiduciary responsibilities. This information may be captured in the Client Profile or New Account form.
- SWM's Investment Advisory Agreement (IMA) discloses not only important contractual information regarding the advisory services, it also confirms if the advisor has discretion or not and the amount of the fees that will be charged (and how they will be charged) for the advisory service. The IMA is designed to "cover" the entire client relationship.
- The finance department will monitor new advisory relationships and capture the fee billing information for the account from the IMA.
- The IMA is updated as regulatory and industry needs dictate. Spire Wealth Management, LLC will determine whether a new IMA must be executed by new and or existing clients.

Electronic Signatures (E-signatures)

Policy

Spire has approved the use of DocuSign for E-Signature purposes.

The use of DocuSign incorporates a security procedure that requires the authentication of a signatory's individual identity through a physical, logical, or digital credential, and the signing process must reasonably provide for the non-repudiation of the electronic signature. The signing process requirements also provide that the signature be logically associated with the signature page or document being signed, thereby providing the signatory with notice of the nature and substance of the document and an opportunity to review it before signing, and that the electronic signature be linked to the signature page or document in a manner that allows for later confirmation that the signatory signed the signature page or document.

Responsibility

The CCO has the overall responsibility for the implementation and monitoring of our e-signatures policy, practices, disclosures, and recordkeeping for the firm.

Procedure

Use of DocuSign is accepted by Spire from its clients when used with Knowledge Based Authentication (KBA).

Retirement Accounts and ERISA Matters

RETIREMENT ACCOUNTS AND ERISA MATTERS

This section is intended to provide information, definitions and guidance on ERISA (DOL) and IRA (IRS) as apposed to Spire's Policies and Procedures related to these matters.

A. Scope and Definitions

i. Plans and Accounts Subject to ERISA

The majority of employee benefit plans, including both defined-benefit and defined-contribution plans, are subject to the Employee Retirement Income Security Act of 1974, as amended ("ERISA"). The plans subject to ERISA generally include the following types of plans:

- Participant-directed 401(k) plans;
- Trustee-directed (pooled) retirement plans;
- Private sector pension plans; and
- Taft-Hartley plans (multiemployer plans)

The following plans are generally exempt from ERISA^[1]:

- Plans sponsored by federal, state or local governments;
- Plans sponsored by churches;
- Workers' compensation, unemployment compensation or disability insurance laws plans maintained outside the U.S. primarily for nonresident aliens;
- Plans established by a company owned by a single owner and his or her spouse; and
- Unfunded executive compensation plans that provide additional benefits to executives and other high-paid employees.

ii. Fiduciary Definition under ERISA and the Internal Revenue Code

Section 3(21) of ERISA and Section 4975 of the Internal Revenue Code of 1986, as amended (the "Code"), define which persons are "fiduciaries." These definitions are nearly identical and include any person that:

2. exercises any discretionary authority or discretionary control respecting management of [a] plan or exercises any authority or control respecting management or disposition of its assets;
3. renders investment advice for a fee or other compensation, direct or indirect, with respect to any moneys or other property of [a] plan, or has any authority or responsibility to do so; or
4. has any discretionary authority or discretionary responsibility in the administration of [a] plan.

Any person meeting one of the above definitions will be considered a "fiduciary," subject to ERISA's and/or the Code's fiduciary standards, requirements, and prohibitions.

In defining when a person renders "investment advice" for the purpose of the above definition, the

Department of Labor has provided additional factors that must each be met before that person will be deemed to be acting as a fiduciary. These factors require a finding that the person or entity:

- makes recommendations as to investing in, purchasing, or selling securities or other property, or gives advice as to their value;
- On a regular basis;
- Pursuant to a mutual understanding;
- That the advice will serve as a primary basis for investment decisions with respect to plan assets; and
- Such advice will be individualized to the particular needs of the plan.

i. Issues Arising from Being Deemed an ERISA or Code “Fiduciary”

ERISA imposes on “fiduciaries” additional requirements that go beyond and may differ from the fiduciary duty imposed on investment advisers under the Advisers Act. For example, according to Section 404(a)(1) of ERISA, fiduciaries must discharge their duties solely in the interest of participants and beneficiaries and,

5. for the exclusive purpose of providing benefits and defraying reasonable administrative expenses;
6. with the care, skill, prudence, and diligence under the circumstances then prevailing that a prudent man acting in a like capacity and familiar with such matters would use in the conduct of an enterprise of like character and with like aims (the “prudent man rule”);
7. by diversifying the investments so as to minimize the risk of large losses, unless under the circumstances it is clearly prudent not to do so; and
8. in accordance with the documents and instruments governing the plan insofar as such documents and instruments are consistent with the provisions of Part 3 and 4 of ERISA.

iv. Party in Interest and Disqualified Person Definitions

Section 3(14) of ERISA defines the term “Party in Interest.” The term “Party in Interest” as to an employee benefit plan includes “any fiduciary” and persons “providing services to such plan.” The Code refers to Parties in Interest as “disqualified persons,” but this definition generally mirrors ERISA. For purposes of this policy and simplicity, the Adviser uses the term Party in Interest.

v. Prohibited Transactions

Prohibited transactions are statutory prohibitions that fiduciaries and Parties in Interest cannot engage in without an applicable statutory or administrative exemption (each often referred to as a “Prohibited Transaction Exemption”). ERISA and the Code generally prohibit fiduciaries from receiving payments from third parties and from recommending certain products that increase their own compensation in connection with investment advice rendered to participants and beneficiaries of an ERISA plan, IRA owners, and those individuals who act as fiduciaries for an IRA or ERISA plans (each, a “Retirement Investor”).

There are three enumerated prohibited transactions that apply to ERISA and Code fiduciaries. The three specific types of prohibited transactions are:

9. Dealing with the assets of the plan in the person's own interest or for their own account (referred to as the "Self-Dealing Provision");
10. In his or her individual or in any other capacity acting in any transaction involving the plan on behalf of a party (or represent a party) whose interests are adverse to the interests of the plan or the interests of its participants or beneficiaries; or,
11. Receiving any compensation for the person's own personal account from any party dealing with the plan in connection with a transaction involving the assets of the plan (the "Anti-Kickback Provision").

The Self-Dealing Provision and the Anti-Kickback Provision typically present the most issues for investment advisers. For example, an investment adviser that provides investment advisory services to a retirement plan on a discretionary basis who includes a proprietary mutual fund in the plan's lineup and who receives, directly or indirect, additional compensation from this recommendation would be in violation of the Self-Dealing provision and would also be subject to either excise taxes under ERISA or the Code.

There are also prohibited transactions with respect to Parties in Interest. Under ERISA and the Code, a Party in Interest is prohibited from engaging in the following activities:

- Sale, exchange, or lease of property with a plan
- Loans and other extensions of credit to a plan
- Furnishing of goods, services, or facilities to a plan
- Transfers to, or use by a party in interest (disqualified person) of, any plan assets
- Acquisition by a party in interest (disqualified person), on behalf of the plan, of any employee security or any employer real property

Absent one or more Prohibited Transaction Exemptions, the above would prohibit many common industry practices. For example, the above would prohibit the Party in Interest from collecting fees from plan assets, as such transaction would represent a transfer of plan assets to the Party in Interest.

Consequently, it is imperative that the Adviser consider all potential prohibited transactions, both at the outset of a new engagement and on an ongoing basis thereafter, in an effort to ensure that the Adviser and its representatives do not engage in a prohibited transaction without an applicable exemption.

If the Adviser or the CCO have any questions about whether any relationship or recommendation will result in a prohibited transaction, the CCO and the Adviser's management will resolve the issue with

legal counsel.

Model Allocations Services

The Adviser may currently or in the future determine to make available individualized or model-based investment portfolios to qualified retirement plan participants as part of a retirement plan's engagement.

These types of services may result in the Adviser being deemed an "Investment Manager" to the Plan as defined in Section 3(38) of ERISA. By definition, an Investment Manager:

1. has the power to manage, acquire, or dispose of [certain] asset[s] of a plan;
2. must be "registered as an investment adviser under the...Advisers Act" or "registered as an investment adviser under the laws of the State in which it maintains its principal office and place of business"; and
3. must acknowledge in writing that he is a fiduciary.

In the event that the Adviser seeks to provide model portfolios to plan participants, it should first contact legal counsel. This is an area of the law that is unique and ever-changing. Some of the factors to discuss with legal counsel include:

- Charging and disclosing fees to individual participants;
- Creating model portfolios and selecting designated investment alternatives; and
- Addressing these model portfolios in communications under the 404a-5 regulations.

Prohibited Transaction Exemptions

As discussed above, Prohibited Transactions can and do arise commonly in the regular course of providing investment advisory services to ERISA plans and IRAs. In recognition of this fact, ERISA and the Code provide various means of engaging in certain otherwise prohibited transactions pursuant to the terms, conditions, and requirements of Prohibited Transaction Exemptions.

The discussion of Prohibited Transaction Exemptions in this section is not intended to provide an exhaustive list of potential Prohibited Transaction Exemptions on which the Adviser may rely. Instead, this discussion will focus on those Prohibited Transaction Exemptions most commonly utilized by advisers such as the Adviser, and the requirements applicable to each.

Questions regarding the applicability of any Prohibited Transaction Exemption, or the requirements

related to same, should be immediately directed to the Chief Compliance Officer, who may elect to discuss such questions with counsel.

[1] Even though the above plans are not subject to ERISA, these plans may be subject to other requirements imposed by the Internal Revenue Code of 1986 (the "Code") regarding their tax-exempt treatment.

Spire Wealth Management, LLC may act as an investment manager for advisory clients which are governed by the Employment Retirement Income Security Act (ERISA). As an investment manager and a fiduciary with special responsibilities under ERISA, and as a matter of policy, Spire Wealth Management, LLC is responsible for acting solely in the interests of the plan participants and beneficiaries. Spire Wealth Management, LLC's policy includes managing client assets consistent with the "prudent man rule".

ERISA Rule 408(b)(2)

Policy

Spire as a "Covered Service Provider" will provide plan administrators/trustees/responsible plan fiduciaries with a 408 (b)(2) brochure that spells out:

- The services that Spire will provide to the plan
- The fee or compensation that Spire will receive (both direct and indirect)
 - Direct: Compensation received directly from the plan
 - Indirect: Compensation received from another source
- Potential conflicts of interest

Regulation

ERISA requires plan fiduciaries, when selecting and monitoring service providers and plan investments, to act prudently and solely in the interest of the plan's participants and beneficiaries. Responsible plan fiduciaries also must ensure that arrangements with their service providers are "reasonable" and that only "reasonable" compensation is paid for services. Fundamental to the ability of fiduciaries to discharge these obligations is obtaining information sufficient to enable them to make informed decisions about an employee benefit plan's service, the costs of such services, and the service. The Employee Benefits Security Administration (EBSA) is responsible for administering and enforcing the fiduciary, reporting and disclosure provisions of Title 1 of ERISA.

Policy

Spire as a "Covered Service Provider" will provide plan administrators/trustees/responsible plan fiduciaries with a 408 (b)(2) brochure that spells out:

- The services that Spire will provide to the plan
- The fee or compensation that Spire will receive (both direct and indirect)

- Direct: Compensation received directly from the plan
- Indirect: Compensation received from another source
- Potential conflicts of interest

Procedure

The 408 (b)(2) disclosure brochure must be provided to the plan administrator with the rest of the disclosure materials (i.e. ADV2, ADV 2b, CRS).

1. 408(b)(2) (Initial Disclosure and Updates)

Importantly, ERISA 408(b)(2) does not provide relief from fiduciary prohibited transactions. To the extent the Adviser or a representative engages in a fiduciary prohibited transaction, such transaction will need to be conducted in accordance with one or more separate applicable Prohibited Transaction Exemptions.

Under Section 408(b)(2) of ERISA and accompanying regulations, certain disclosures must be made to a plan's "responsible plan fiduciary." The responsible plan fiduciary is defined as "a fiduciary with authority to cause the covered plan to enter into, or extend or renew, the contract or arrangement."

These disclosures must be made reasonably in advance of entering into, extending, or renewing the engagement. Currently, there are no specific format requirements for these disclosures and these disclosures can be made in multiple documents (for example, in the service agreement between the plan and the Adviser and in the Adviser's Form ADV Part 2A Disclosure Brochure).

Compliance with ERISA 408(b)(2) requires disclosure of the following:

1. Services: A description of the services to be provided to the plan pursuant to the contract or arrangement;
2. Status: If applicable, a statement that the Adviser will provide services to the plan as a fiduciary (within the meaning of section 3(21) of ERISA); and, if applicable, a statement that the Adviser will provide services pursuant to the plan as an investment adviser registered under either the Advisers Act or any State law; and
3. Compensation:
 - a) Direct compensation: A description of all direct compensation, either in the aggregate or by service, that the Adviser reasonably expects to receive in connection with the services provided. "Direct compensation" is compensation received directly from the plan client.
 - b) Indirect compensation: A description of all indirect compensation that the Adviser reasonably expects to receive in connection with the services provided; including identification of the services for which the indirect compensation will be received, identification of the payer of the indirect compensation, and a description of the arrangement between the payer and the Adviser pursuant to which such indirect compensation is paid. Indirect compensation is compensation received from any source other than the plan client or the plan sponsor.
 - c) Compensation paid among related parties: A description of any compensation that will be paid

among the Adviser, an affiliate, or a subcontractor, in connection with the services provided to the plan.

d) Compensation for termination of contract or arrangement: A description of any compensation that the Adviser reasonably expects to receive in connection with termination of the contract or arrangement, and how any prepaid amounts will be calculated and refunded upon such termination.

After the initial disclosure is made, the Adviser must thereafter inform the plan client of any changes to such information as soon as practicable. This generally means that the Adviser should inform the plan client of any 408(b)(2) disclosure changes at least sixty (60) days in advance of the effective date of the change unless such advance notice is precluded due to circumstances beyond the Adviser's control.

ERISA Rule 408(b)(2)

- Department of Labor (DOL) Rule requires investment advisers and other covered service providers to provide to the responsible plan fiduciary of certain ERISA plan clients with advance disclosures concerning their services and compensation.
- This regulation amends a prohibited transaction rule under ERISA and the Internal Revenue Code. That rule stated that it is a prohibited transaction for a "covered plan" to enter into an arrangement with a covered service provider unless the arrangement is reasonable and the compensation being received by the service provider is reasonable.
- The final regulation imposes specific disclosure requirements intended to enable the plan's responsible plan fiduciary to determine whether a service provider arrangement is reasonable and identifies potential conflicts of interest.
- Supervisors must have on-going awareness and periodic reviews of an ERISA client's investments and portfolio for consistency with the "prudent man rule."
- Must have on-going awareness and periodic review, if provided, of any client's written investment policy statement/guidelines to be current and reflect a client's objectives and guidelines.
- Must verify that if plan documents require the investment manager to maintain required ERISA bonding and Supervisor will ensure that such bonding is obtained and renewed on a timely basis.
- Must monitor and make any annual DOL filings (Form LM-10) for reporting financial dealings with union representatives.
- Must provide oversight of third-party service providers with regard to current disclosure requirements.

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- "Under Title I of the Employee Retirement Income Security Act of 1974, as amended (ERISA), and the Internal Revenue Code of 1986, as amended (the Code), parties providing fiduciary investment advice to plan sponsors, plan participants, and IRA owners may not receive payments creating conflicts of interest, unless they comply with protective conditions in a prohibited transaction exemption."
- For rollovers from a qualified plan, rule requires providing disclosure to the client.
- Rule requires obtaining an attestation from the client.

- Rule requires documentation of fee and benefit comparison between plan and recommendation.

Bonding Requirements

i. Background

With limited exceptions, an investment adviser that exercises investment discretion over ERISA “plan” assets must obtain a fiduciary bond to protect the plan against loss by reason of acts of fraud or dishonesty by the adviser. This only applies to “employee benefit plans,” “employee welfare benefit plans” or “employee pension benefit plans” as defined in ERISA.

ERISA requires that a bond be obtained for 10% of each plan's assets under management subject to a maximum limit per plan of \$500,000 and a minimum bond amount of \$1,000 per plan. Alternatively, a blanket bond, which is a bond that covers all plans the Adviser manages, can be obtained. The Adviser must notify the insurance carrier of all new plan engagements or terminations, so that all plans for which the Adviser is engaged to provide services are covered under the bond. In certain instances, the Adviser may be able to fulfill its bonding requirement by obtaining an “agent’s rider” to the plan’s current bond policy.

ii. Plans that Require a Bond

Examples of the types of plans that are subject to ERISA and require a fiduciary to be bonded according to Section 412 of ERISA:

- Defined Benefit Pension Plans, Money Purchase Pension Plans, Profit Sharing Plans, 401 (K) plans, stock bonus plans, employee stock ownership plans (ESOPs) and Keogh or H.R. 10 plans that have employee participants.
- Employer-sponsored welfare plan trust funds exempt from federal income tax under Internal Revenue Code Section 501(c) (9) (VEBAs).
- Employer-sponsored Simplified Employee Pension (SEP) plans and group IRA’s that are sponsored by an employer (whose participants are not limited solely to owners and their spouses).
- Union-sponsored plans of the types listed above.
- Plans established under IRS Code Section 457 that provide deferred compensation arrangements for employees of certain non-government tax exempt organizations.
- Employer-sponsored deferred compensation plans not qualified for federal income tax exemption, including “secular” trust, Section 402 (b) trusts, and funded excess benefit plans.
- Plans established under IRS Code 403 (b) that are employee benefit plans under ERISA either because the employer contributes to the program or because the employer has more than limited involvement in administration of the program.

Advisory Fees

Policy

Spire Wealth Management, LLC ("SWM"), as a SEC RIA, is responsible for properly disclosing, calculating, collecting and paying the advisory fees paid by our clients. Our Director of Finance is responsible for the proper execution of the policies and procedures related to these processes.

SWM processes management fees on advisory accounts primarily monthly in arrears based upon a daily average balance. This management fee is calculated by taking the average of those daily values and multiplying it by the annual fee percentage and is then multiplied by the fraction created by the number of days in the prior month over the number of days in the year.

However, other billing options are available based upon the requirements of the client, such as: Quarterly in advance based upon the prior quarter end balance, a flat rate schedule, a tiered billing or banded schedule. Some clients are provided an invoice for payment.

The management fee agreed to and authorized by the client is disclosed in the Investment Management Agreement ("IMA"). The IMA also spells out other required disclosures and information such as discretionary trading authority and investment objectives.

Procedure

SWM receives daily market values from an outside vendor for every business day in a month into the fee billing system, SpireFees. Accounts flowing into the fee management system are those accounts linked to SWM's master number at the custodian, that have had actual activity in the account. SpireFees receives the account/value data feed direct from our custodians.

Setting up accounts in SpireFees:

- New accounts are filed in the unassigned section of SpireFees. The Finance department will obtain account information at the custodian website and verify whether the account is covered by an existing IMA in the electronic filing system, Laserfiche. Based on the IMA, the scheduled fee is entered into the SpireFees system.
- If no IMA can be located, the Investment Advisor Representative ("IAR") will be notified of the lack of paperwork. The accounts are left unassigned and cannot be processed with the monthly management fees until Finance obtains an IMA that has been approved by a firm principal.

Changes to existing fee arrangements:

- Changes to the fees of an account require proper documentation. This includes, fee reductions, fee increases, waiver of a fee, waive or exclude an asset, change the debit account, close account. The Addendum to Schedule A is the required document for requesting these types of changes.

Testing:

- The Finance department will verify the accuracy of the data received for market values and the calculation of management fees.
- Every month, prior to publishing numbers to the IARs, the Finance department looks at the account percentage and dollar changes in Assets Under Management and management fees, comparing those changes against the S&P 500 activity for the same period.
- Review reports that identify any account that did not have every business day of market values for that month and investigating any unreasonable findings with the data provider.
- In order to verify the proper fee calculation is being used by the vendor, the Finance department will manually re-calculate one Flat Rate and one Tiered account's fee."
- On a regular basis, the Director of Finance will review a sampling of New Accounts for a particular month to ensure proper setup of fee schedule by the Finance staff. Evidence of this sample testing can be found in the Finance department files."

Fee Processing:

- Fee billing reports, prepared by the finance department and made available to each IAR, should be reviewed by the IAR for accuracy. These management fee reports are released to the IARs, allowing 4-5 business days for IARs to review the accuracy of fee setup and provide feedback as necessary. This review can be done either in the review period provided before monthly fee processing or at any time within the fee manager website, as the IAR has access at all times to all finalized fee periods. The IAR must immediately notify the finance department of any errors to the fees billed to clients.
- On or around the 10th business day of each month, management fees are charged to client accounts.
- The Finance department communicates any fee rejections to the IARs and attempts to re-process any rejected fees throughout the month at the instruction of the advisors.
- Finance reconciles all attempted fee processing, less outstanding fee rejections, against all fees received. IARs are only compensated for successfully processed fees. Fees will be paid out to the IARs at the end of month pay period.
- IARs will communicate upcoming account closures if the Finance department is to calculate an interim fee. If the account de-links from SWM prior to an interim fee being collected, the IAR may request Finance to create a manual invoice to be sent to the client for the interim period.
- Fee refunds for account closure are unnecessary for all accounts that are billed in arrears.
- The compliance department will periodically review the fee billing process to assure the proper fee amount is being charged, that fees are fair and equitable across the client base of each IAR and that any fee refunds are promptly and accurately processed in the case of termination.
- For fee billing calculations not performed by Spire Finance, a periodic audit of the fees presented will be undertaken by the Finance department to confirm the calculation.

Soft Dollars

Spire Wealth Management, LLC does not have any formal or informal arrangements or commitments to utilize research, research-related products and other services obtained from broker-dealers or third parties on a soft dollar commission basis.

- Prohibition of utilizing any research and research related products or services has been communicated to relevant individuals including management, IARs and portfolio managers.
- The firm's policy is appropriately disclosed in the firm's Form ADV Part 2/Disclosure Document.
- Compliance/audit personnel periodically monitor the firm's business relationships and advisory services to examine that no research services or products are being obtained on a soft dollar basis.
- In the event of any change in the firm's policy, any such change must be approved by management, and any soft dollar arrangements would be allowed after appropriate reviews and approvals, disclosures, regulatory requirement satisfaction and record documentation.

Proxy Voting

Policy

Spire Wealth Management, LLC (SWM) has no authority to vote proxies on behalf of advisory clients. The firm may offer assistance as to proxy matters upon a client's request, but the client always retains the proxy voting responsibility. The firm's policy of having no proxy voting responsibility is disclosed to clients.

Regulation

Rule 206 (4)-6 under the Advisers Act requires an investment adviser who exercises voting authority with respect to client securities to adopt and implement written policies and procedures that are reasonably designed to ensure that the investment adviser votes proxies in the best interest of its clients.

- The Chief Compliance Officer has the responsibility for the implementation and monitoring of the proxy voting policy which states that the firm does not accept or exercise any proxy voting authority on behalf of clients.
- Spire Wealth Management, LLC discloses its proxy voting policy of not having proxy voting authority in its Firm Brochure and/or other client information.
- SWM's IMAs state that the firm has no proxy voting responsibilities and that the advisory clients expressly retain such voting authority.
- SWM's new client information materials also indicate that advisory clients retain proxy voting authority.

Third-Party Managers

Policy

Effective January 2022, Spire will conduct an initial review on third-party managers who are recommended to manage client assets. We will review their most recent ADV filings.

Prior to this, we would utilize third-party managers available on the Envestnet platform (as there is a due diligence process) or if currently utilized by an advisor that has transitioned to Spire.

- The compliance department or a designated officer has the primary responsibility for the implementation and monitoring of the firm's third-party manager selection policy, procedures, and recordkeeping for the firm.

Procedure

- The review process, on a new manager, begins with minimum screening criterion, consisting of: 5 years of operating and performance histories, \$250 million of Assets Under Management (AUM) and 5 years of portfolio management experience.
- Any disclosures listed on the ADV will be investigated.
- The third-party manager must have reasonable management fees and expenses.
- SWM will review the tenure and roles of senior investment professionals.
- SWM will obtain, and review, the managers ADV 1 and ADV 2 for AUM under management, number of clients, custodial services and if there are any disclosures.
- On an annual basis, Spire will obtain current copies of the ADVs and review for any changes or new disclosures.

Approved Products

Policy

Alternative Investments ("Alts") are defined by Spire as non-exchange traded, illiquid securities.

No Alts may be recommended or marketed to clients or prospects without the prior review and approval from our Due Diligence committee.

The Supervisor and all supervising principals must be certain that all registered persons understand the features of any product recommended so that they can perform the required suitability analysis before executing a transaction. Acting in the best interest of clients requires proper due diligence by advisers. Spire Wealth Management, LLC monitors all products from initial approval review to implementation.

In addition, no unapproved product will be covered by Spire's E&O insurance.

Procedures

Alternative Investments

- Given the complex nature of Alternative Investments (AI) and the potential for customer harm or confusion, supervising principals must review all AI transactions with the rules stated by SWM.
- perform both a reasonable-basis suitability analysis and a customer-specific suitability analyses for all recommended transactions.
- Review all marketing material to determine if promotional material is fair, accurate, and balanced.
- Training may be required for advisers using these products.
- not allow AI purchases to exceed 30% of a client's net worth and will require a net worth statement to confirm this ratio.
- Due diligence considerations prior to sales include:
 - a. Liquidity of the product
 - b. Existence of a secondary market and the prospective transparency of pricing in any secondary market transactions
 - c. The creditworthiness of the issuer
 - d. The creditworthiness and value of any underlying collateral
 - e. The creditworthiness of any counterparties, where applicable
 - f. Principal, return, and/or interest rate risks and the factors that determine those risks
 - g. The tax consequences of the product
 - h. The costs and fees associated with purchasing and selling the product
- Prospectus and disclosure documents of the offering will be reviewed by the due diligence committee. Due Diligence notes will capture the efforts of the committee.
- If the content of the prospectus or disclosure document does not contain sufficient information to fully evaluate the risk of the product, the due diligence committee may determine that we cannot approve the product if sufficient information cannot be obtained in order to make an informed decision on the product.

Insurance Products

Like Alts, Insurance carriers must be reviewed and approved prior to submitting any policy. Insurance carriers must have at least a AM Best Rating of B+ or higher , which is the rating required by our E&O provider.

Other products

Other product offerings that may require approval prior to solicitation or recommendation include:

- Crypto based currencies
- Cannabis based securities
- Direct Mutual Funds - including 529 Plans
- Structured Products

Best Execution

Under the Investment Advisers Act of 1940 (the “Advisers Act”), Investment Advisers assume a fiduciary responsibility requiring them to seek and obtain the “best execution” for client transactions when trading in client accounts. The SEC has outlined this responsibility as “an adviser must execute securities transactions for clients in such a manner that the client’s total costs or proceeds in each transaction are the most favorable under the circumstances.”

Spire Wealth Management, LLC (SWM) has a fiduciary and fundamental duty to seek best execution for client transactions. (i.e., seeking to obtain not necessarily the lowest fee but the best overall qualitative execution in the particular transaction). Advisers are expected to seek out the most favorable products for their clients.

- The compliance department will implement and monitor the best execution policy, practices, disclosures and recordkeeping and documenting the best execution efforts of our broker/dealer/custodians.

Key factors that SWM will consider when evaluating best execution include:

- the opportunity for a better price than quoted
 - speed of execution
 - likelihood of trade execution
 - settlement time
- trade size
- technology services provided by custodian
- commission rates
- custodian’s reputation and integrity
- custodian’s reliability in executing trades and keeping records
- custodian’s fairness in resolving disputes

On a quarterly basis, compliance will monitor the firm’s trading practices, gather relevant information, periodically review and evaluate the services provided by broker-dealers and custodians, the quality of executions, research, commission rates and overall brokerage relationships.

SWM will conduct periodic reviews of the firm’s brokerage and best execution policies and will document these reviews and disclose a summary of brokerage and best execution practices in the Form ADV Part 2.

Customer/Data Security

Policy

Spire Wealth Management, LLC (SWM) protects customer data (as outlined in Cybersecurity Governance Framework/Written Information Security Policy, in compliance with Regulation S-ID. SWM has implemented additional security measures to protect the customer from identity theft by following SEC's Red Flags Rule under the regulation.

Red Flag Rules

"The Red Flags Rule requires that each "financial institution" or "creditor"—which includes most securities firms—implement a written program to detect, prevent and mitigate identity theft in connection with the opening or maintenance of "covered accounts." These include consumer accounts that permit multiple payments or transactions, such as a retail brokerage account, credit card account, margin account, checking or savings account, or any other accounts with a reasonably foreseeable risk to customers or your firm from identity theft."

From time to time, supervisors and advisers receive indications that the identities of clients or investors may have been compromised, stolen or are otherwise at risk. It is critical that these "red flags" are recognized so that the firm can take appropriate measures to safeguard clients and investors and prevent the misappropriation and misuse of client or investor identities and assets.

The following are important considerations:

- Alerts, notifications or other warnings received from consumer reporting agencies or service providers, such as fraud detection agencies.
- Presentation of suspicious personal identifying information, such as suspicious address change.
- Unusual use of, or other suspicious activity related to a covered account.
- Unexplained or urgent requests for large transfers or payments to be made from the account to third parties.
- Telephone requests for urgent transfers from the client's account on a unclear or poor connection, particularly where the client is unwilling to remain on the line or claims to be in a hurry.
- Requests to transfer funds from the client's account to a new or recently opened bank account.
- Notice from clients or investors regarding unusual transfers or account activity, victims of identity theft, law enforcement authorities, or other persons regarding possible identity theft in connection with covered accounts held by Spire Wealth Management, LLC client custodians.
- Account maintenance requests bear a high risk for identity theft.

Opening Accounts

- Opening of separately managed client accounts must follow appropriate identifying information guidelines including the verification of the identity of the client.
- For detailed guidance regarding acceptable identification and authorizations to be obtained and reviewed when opening a new account, please refer to SWM's Customer Identification Program

(CIP) and incorporated herein by way of reference.

Transfer/Payment Requests and Address Changes

SWM and its advisers are committed to monitoring transfers and transactions within client accounts and seeking to authenticate clients and client requests for transfers, whether such requests direct the transfer of funds from the client's account to third party payees or to another account in the client's name, particularly (though not exclusively) when the receiving client account was only recently opened and/or the request was received via email or other electronic communication.

Payment Requests

- Payment requests to third parties received without a live phone call will be verified by first calling the client to validate the request.
- Once confirmed, the forms (if required) will be sent to the client (electronic or paper).
- When the signed copies are obtained, the IAR will contact the client verbally to confirm the request.
- An adviser attestation will be completed and placed in the approval queue folder of SWM.
- When it is approved by a principal then it may be processed at the custodian.

Transfers

- A client's request to the firm to transfer monies from the client's account to a new or different account held in the client's name will be verified as follows:
- verify that written instructions submitted are from the client or other authorized signatory on the account by verbally confirming with the client;
- Is the request addressed to this firm?
- Any request received from a client to transfer funds from a client's account to a third-party payee must undergo the same process set forth above and should seek to verify the request as set forth below.
- As with payments, verifications are to be accomplished through direct contact with the client at the telephone number held on record with SWM.
- Telephone contact with the client must be documented and is required regardless of whether the request for transfer or address change was received by email or telephone, as an imposter impersonating the client could have easily contacted the firm to make the request from a different phone number.
- When seeking verification at the client's telephone number of record, a client denying having requested the transfer will require the IAR to immediately notify the supervisor or other designated person(s).

Address Changes

- Address changes, whether temporary or permanent, require IAR to attest to the validity of the notification.
- A change of address is processed by using the firm's Maintenance Form to be completed and signed off by the representative/advisor regardless of the custodian being used.
- The IAR must attest to the change by indicating if the attestation was completed in person or over the phone.
- It may be attached to an email instruction received by the client or a notification from

the post office.

- Verbal confirmation from the client is required to initiate these changes.
- Address change requests must be approved by an appropriate Supervising Principal prior to any change being processed.
- Requests to change an address to a post office box are acceptable only if the customer's permanent legal street address is maintained in the client files.

Political Contributions

Spire Wealth Management, LLC (SWM) permits the firm, and its covered associates, to make political contributions to elected officials, candidates and others, consistent with regulatory requirements. The firm recognizes that it is never appropriate to make or solicit political contributions or provide gifts or entertainment for the purpose of improperly influencing the actions of public officials. The firm also maintains appropriate records for all political contributions made by the firm and/or its covered associates. The firm's Code of Ethics also provides employees with a summary of Spire Wealth Management, LLC's "Pay-to-Play" practices.

- The Securities and Exchange Commission adopted a rule under the Investment Advisers Act of 1940 that prohibits an investment adviser from providing advisory services for compensation to a government client for two years after the adviser or certain of its executives or employees make a contribution to certain elected officials or candidates.
- The new rule also prohibits an adviser from providing or agreeing to provide, directly or indirectly, payment to any third party for a solicitation of advisory business from any government entity on behalf of such adviser, unless such third parties are registered broker-dealers or registered investment advisers, in each case themselves subject to pay to play restrictions.
- The new rule prevents an adviser from soliciting from others, or coordinating, contributions to certain elected officials or candidates or payments to political parties where the adviser is providing or seeking government business.
- The rule amendments require a registered adviser firm to maintain certain records of the political
- The firm's designated MSRB principal will implement and monitor SWM's political contribution policy, practices, disclosures and recordkeeping.
- The Chief Compliance Officer (CCO), or other designated officer, determines who is deemed to be a "Covered Associate" of the firm and promptly advises those individuals of their status.
- The CCO maintains records including the names, titles and business and residence addresses of all covered associates.
- The CCO, or other designated officer, obtains appropriate information from new employees (or employees promoted or otherwise transferred into positions) deemed to be covered associates, regarding any political contributions made within the preceding two years (from the date s/he becomes a covered associate).
- The compliance department will review an online search of the individual's contribution history as part of the firm's general background check.
- Political contributions made by covered associates must not exceed the rule's de minimis amount.

- Prior to accepting a new advisory client that is a government entity, the CCO, or other designated officer, will conduct a review of political contributions made by covered associates to check if any such contribution(s) did not exceed the rule's permissible de minimis amount.
- The CCO, or other designated officer, on a quarterly basis, monitors and maintains records identifying all government entities to which Spire Wealth Management, LLC provides advisory services.
- Records will be maintained in chronological order and will detail:
 - a. the name and title of the contributor;
 - b. the name and title (including any city/county/state or other political subdivision) of each recipient of a contribution or payment;
 - c. the amount and date of each contribution or payment; and
 - d. whether any such contribution was the subject of the exception for certain returned contributions.
- Maintain appropriate records following the departure of a covered associate who made a political contribution triggering the two-year 'time out' period.
- Maintain records reflecting approval of political contributions made by the firm and/or its covered associates.
- Prior to engaging a third-party solicitor to solicit advisory business from a government entity, the Compliance Officer, or other designated officer, will determine that such solicitor is: a "regulated person" as defined under this Rule and determined that such individual has not made certain political contributions or otherwise engaged in conduct that would disqualify the solicitor from meeting the definition of "regulated person".
- The CCO, or other designated officer, will require covered associates and any third-party solicitors to confirm that such person(s) have reported any and all political contributions, and continue to meet the definition of "regulated person".
- Maintain records of each regulated person to whom the firm provides or agrees to provide (either directly or indirectly) payment to solicit a government entity for advisory services on its behalf.
- Monitor states' registration and/or reporting requirements pursuant to the firm's use of any "placement agents" (including employees of the firm and/or its affiliates) for the solicitation of or arrangements for providing advisory services to any government entity or public pension plan.

Supervision and Internal Controls

Investment advisory firms like Spire Wealth Management LLC are required to have effective internal controls matched by an effective supervision structure. SWM has laid the foundation for internal controls with the development and creation of these Written Supervisory Procedures (WSP). The supervision of these procedures' rests with the Supervisor and supervising principals. The WSP are designed to set standards and internal controls for the firm, its employees, and its businesses and are also reasonably designed to detect and prevent any violations of regulatory requirements.

- Designation of a Chief Compliance Officer who will implement and monitor the firm's compliance policies and procedures through the Written Supervisory Procedures.
- An annual Compliance Meeting and on-going and targeted compliance training.
- Procedures for screening the background of potential new employees.
- Adoption of the Written Supervisory Procedures, with supervising principals tasked with enforcing and monitoring the firm's policy.
- Annual review of the firm's WSPs by the Chief Compliance Officer and senior management.
- Annual written attestations by employees as to understanding and abiding by the WSPs.

Client Accounts

- SWM will follow a review program of client accounts to examine if a client's investment objectives are being followed.
- SWM will require IARs to only provide services and advice with respect to products that are approved by the firm.
- SWM will conduct review on products and offerings, such as outside money managers, for effective due diligence.
- [See Approved Products, Investment Processes, Best Execution]
- Adviser Audits
- SWM will conduct on-going monitoring and training of advisory services through branch audits.
- Audits, while examining books and records for regulatory compliance, will also focus on reviewing the level of understanding of SWM's Written Supervisory Procedures.
- Adherence with firm and regulatory rules on client account management.
- [See Branch Office Supervision]

Trade Reviews

- Alternative Investments and Complex Products:
 - Alternative Mutual Funds/Inverse and Leveraged ETFs/Cannabis and Crypto securities will be flagged in our Smart Blotter within Spire Access. Those trades will then be compared to the client's suitability and risk tolerance levels. If necessary, a new Schedule A will be completed and submitted. An option may be to establish another account in which those types of trades can be executed. Will need rationale from the advisor as to why those trades are in the client's best interest and an appropriate holding for the portfolio.
 - Alternative investments such as non-exchange traded and illiquid securities are normally only appropriate for accredited investors with a higher risk profile. As such, the client's account documents will be reviewed to determine if we need to update the risk profile for this client (i.e. a new Schedule A) or hold these investments separate from the advisory/managed account. Will need written rationale from the advisor as to why those trades are in the client's best interest and an appropriate holding for the portfolio.

1st and 3rd Party Asset Movement

The policy below outlines the procedures for monitoring and authenticating client requests for transfers and transactions within client accounts, especially for transactions directing funds to third-party payees or other client accounts. Special attention will be given to requests related to newly opened accounts or those received via electronic communication, such as email, to ensure that proper verification and client authentication are conducted.

General Policy Guidelines

- **Monitoring and Authentication:** All transfer requests will be monitored to prevent unauthorized transactions. Requests will be authenticated using multiple verification methods, especially when the request involves transferring funds to third parties or newly established accounts.
- **Scope of Transactions:** This policy covers transactions where funds are transferred from a client's account to:
 - Third-party payees
 - Another account under the client's name, particularly those where the receiving account was recently opened
- **Methods of Request:** Requests may be received through various channels, including but not limited to email and phone calls.

Verification Process for Payment Requests to First Parties

- **Initial Verification:** Payment or Standing Instructions requested by first parties that are received without a live phone call will undergo a verification process:
 - The client will be contacted by phone to verify the request by the advisor.
 - If the client is unavailable by phone, an additional attempt will be made to ensure proper authentication (e.g., SMS verification or secure online authentication).
- **Form Submission:**
 - Once the request is verified, the appropriate forms (electronic or paper) will be sent to the client for signature or e-signature.
 - If the client opts for electronic forms, they must be completed and signed digitally using either Knowledge Based Authentication or SMS Authentication.
- **Final Confirmation:**
 - Upon receipt of the signed forms, the investment adviser representative (IAR) or his/her designee will contact the client via phone to verbally confirm the request.
 - This verbal confirmation will include a detailed explanation of the request to ensure clarity and prevent errors or fraud.

- **Advisor Attestation:**
 - An advisor attestation will be completed, ensuring the request is properly validated. This attestation will be stored in the approval queue folder in Laserfiche. Management).
- **Principal Approval:**
 - The payment and/or Standing Instructions request will only be processed after it has been reviewed and approved by a designated principal. Only upon principal approval will the request proceed to the custodian for execution.
- **First Party Live Standing Instructions:**
 - First Party Live Standing Instructions that have been Principal approved, do not require subsequent approvals when transactions are submitted and, at some custodians, will be automatically approved. No attestations are required for these transactions.

Verification Process for Payment Requests to Third Parties

- **Initial Verification:** Payment or Standing Instructions requested to third parties that are received without a live phone call will undergo a verification process:
 - The client will be contacted by phone to verify the request by the advisor or his/her designee.
- **Form Submission:**
 - Once the payment or instruction request is verified, the appropriate forms (electronic or paper) will be sent to the client for signature or e-signature.
 - If the client opts for electronic forms, they must be completed and signed digitally using either Knowledge Based Authentication or SMS Authentication.
- **Advisor Attestation and Home Office Call-Out Verification:**
 - Upon receipt of the signed forms, the investment adviser representative (IAR) or his/her designee will contact the client via phone to verbally confirm the transfer request or instructions and to inform the client that an Operations Associate from the home office will be calling to validate the request.
 - The advisor will then submit to Operations, via Laserfiche Forms, the Asset Movement Attestation Form completed after the above to initiate the call-out process.
 - Home office Operations will call the client to validate the information on the Form and to confirm their intention to ensure clarity and prevent errors or fraud in making the third-party payment request or setting up Standing Instructions.
 - The transaction or instructions will not be approved until this conversation is completed.
 - The advisor and/or his/her designee must prepare the client for this call to avoid delays in processing.

- **Principal Approval:**
 - The payment and/or Standing Instructions request will only be processed after it has been reviewed with the client and approved by a designated principal. Only upon principal approval will the request proceed to the custodian for execution.
 - Any third-party submissions to the custodian without prior approval from a designated principal will be cancelled.

Monitoring New Client Accounts and Payment Requests

- **Newly Opened Accounts:** For newly opened accounts (within 30 days of account opening), any payment request—whether to a third-party payee or another account in the client’s name—will be subject to increased scrutiny. This includes:
 - Confirming that the request is legitimate and consistent with the client’s account profile.
 - Verifying that the client is authorized to make the request.
- **High-Risk Transaction Indicators:** If a payment request is made shortly after the account opening or involves a high-value transaction, additional verification will be conducted. These transactions are typically authenticated by the custodian’s controls, but the home office will assist in flagging any additional requests not captured.

Electronic and Non-Phone Requests

- **Requests via Email or Other Electronic Communication:**
 - All email-based transfer requests must be authenticated through a second communication method, such as phone calls.
 - Text messages are not an acceptable method of receiving asset movement instructions and will be further scrutinized if received.
 - Clients are discouraged from sending transfer requests via email alone, as email communication can be easily intercepted or compromised.

Processing Payments and Standing Instructions for All Parties

- **Approval Process:**
 - Once a payment or standing instructions request is confirmed/validated and the necessary documentation is received and verified, the request will enter the approval queue in Laserfiche.
 - A designated principal will review and approve the transfer request based on the information provided, including confirmation from the client, attestation from the IAR and phone call with the client (3rd party) and all required signatures.

- **Custodian Processing:**
 - Upon receiving designated principal approval, the transaction will be submitted to the custodian for execution.
 - A record of the transfer will be maintained for auditing and compliance purposes.

Compliance Control Checks

- Periodic audits will be conducted to ensure adherence to this policy and to detect any anomalies or irregularities in the payment process.
- Following the end of every month, Spire Operations will run a report for all new third-party transactions completed across all custodians and will save this report in Laserfiche.
- Spire Operations will reconcile these third-party transactions with forms/Attestations that were required to be submitted in the previous month for prior approval.
- Operations will notify Compliance of any violations of policy where approvals were not on file for transactions reported by the custodians.

Exceptions and Risk Mitigation

- **Escalation Procedures:** In cases where the verification process finds violations of the aforementioned policy, the transaction will be escalated to Compliance for further review.
- The Chief Compliance Officer will then evaluate if disciplinary action is warranted.
- **Fraud Prevention:** Any suspected fraudulent activity will be promptly reported to the appropriate regulators and handled in accordance with the firm's fraud prevention and risk management procedures.

Change of Address

- SWM requires the attestation from the IAR that they have verbally confirmed the change of address with the client.
- This includes notifications received from the US Postal Service.
- Documents will need to be submitted through the approval/scan process.

Checks/Securities Receipts

- All checks and or securities received by IARs will need to be booked upon receipt to the "Check/Security Blotter".
- Checks deemed unacceptable will be booked to the blotter and documented for return to sender.
- Spire Operations and Compliance will at the conclusion of the preceding month review all check blotter deposits for accuracy, timeliness and completion.

Branch Office Supervision

For purposes of section 222 (15 U.S.C. 80b-18a) of the Act:

(a) **Place of business.** “Place of business” of an investment adviser means:

(1) An office at which the investment adviser regularly provides investment advisory services, solicits, meets with, or otherwise communicates with clients; and

(2) Any other location that is held out to the general public as a location at which the investment adviser provides investment advisory services, solicits, meets with, or otherwise communicates with clients.

(b) **Principal office and place of business.** “Principal office and place of business” of an investment adviser means the executive office of the investment adviser from which the officers, partners, or managers of the investment adviser direct, control, and coordinate the activities of the investment adviser.

Spire Wealth Management, LLC (SWM) has a wide number of branches across the United States (many of which are also registered broker/dealer branch offices). The firm recognizes its responsibility to reasonably supervise these branch offices.

- All of the firm’s branch offices and investment adviser representatives will be appropriately registered with the state securities agencies.
- No investment advisory activity may occur in any branch office location until such time as the firm receives approval that such location qualifies as a branch office.
- The branch office or Place of business is managed by the Person In Charge which will be a person who satisfies all examination qualifications and is a registered investment adviser representative. The branch is supervised by our Principal office where supervisory personnel, the CCO and other senior members of the RIA are located.
- All of the firm’s branch offices and investment adviser representatives will be appropriately registered with the state securities agencies.
- All approvals (accounts, products, sales materials, correspondence, including email reviews) are performed in our Principal office, currently located in Reston, VA. by supervising principals and the Chief Compliance Officer.
- It is the firm's policy that all branch office records will be maintained in the firm's electronic books and records system, Laserfiche.
- Branch offices may be subject to unannounced inspections by state securities regulators at any time during normal business hours.

BRANCH OFFICE REVIEWS

SWM will conduct a periodic review of each IAR's practice through branch audits, either in person or remotely.

Branch audits/exams will focus on the following criteria:

- Advertising: Includes web sites, social media sites, marketing materials and business cards.
- Books & Records: Includes a review of account forms (New Account Forms, IMAs etc.), client reviews/performance reports and any other documents that are required to be maintained at the IAR level.
- Terminated/Closed Accounts: Review all closed accounts (common issues, level of turnover, any compliance or risk concerns) and proper refunding of fees if applicable.
- Customer Complaints: Written or oral; administrative and operational or sales practice violations.
- Discretionary Account Activity: Review of trade exception reports from each custodian. Review for errors/corrections, suitability/objectives.
- Fee Review/Conflict of Interest: Fee reports reviewed for proper fee amount, level of fees across client base (are all fees fair and balance across client base?). Review of new process to review for changes to conflict of interest (advisory accounts vs. brokerage accounts).
- Privacy/Data Security: Review of SWM's Privacy Policy and Data Security Policy, system access, safety of client materials, encryption etc.
- Anti-Money Laundering: Review of policies regarding acceptable forms of payment, Red Flags, reporting requirements.
- Code of Ethics: Review of Spire's Code of Ethics and attestation.
- Compliance Processes: Advertising and sales literature submission for review and approval, correspondence, trade errors, closed account reporting, customer complaints, ADV Part 2b, as well as any specific discussion on the practice, regulatory changes and/or Spire processes.
- Proxy: Review of prohibition of voting proxies.
- Personal Securities Account reviews.

Branch office audits are conducted on a 3-year schedule, unless otherwise warranted. This is a physical office visit by Spire personnel or outsourced to a compliance vendor.

Third-Party Vendors

Policy

Spire Wealth Management, LLC will conduct initial and ongoing due diligence on third-party vendors who are involved in the delivery and/or support of mission-critical products and services to the firm and clients.

The **responsibility** of this review is with our Technology department, led by our Director of Technology.

Procedures

Spire Wealth Management, LLC relies on third-party vendors for varying services and core applications required to support critical business processes.

While certain day-to-day operational responsibilities are delegated to third-party vendors, the core fiduciary responsibilities cannot be assigned to any third party and is run directly by Spire Wealth Management, LLC to clients and investors.

- The firm will determine and consistently apply appropriate criteria to the selection and ongoing oversight of key vendors, particularly when sharing or outsourcing business process implementation with/to outside entities.
- This criterion is relevant when sharing sensitive client and organizational information where the firm relies on the integrity of data derived from vendor systems and imported into internal systems and reporting applications.
- Spire Wealth Management, LLC maintains the identity and responsibilities of each third-party, including all third-party outsourcing contracts and/or agreements in the books and records system.
- The Firm will perform and document annual due diligence reviews of all third-party vendors, including product or service quality, performance of covered activities and satisfactory resolution of any problems through formal corrective action.
- The Firm will review agreements with third-party vendors to confirm that the SEC and other regulatory bodies have complete access to their work product, as if the covered activities were actually performed directly by SWM.
- The Firm will review and document all outsourcing arrangements to determine whether they continue to be appropriate, based on performance.
- Any third-party system or other outsourcing support has mechanisms that can be easily and rapidly updated or amended to reflect new or altered regulatory rules and requirements.

Directed Brokerage

Policy

Spire Wealth Management, LLC (SWM) may accept client instructions for directing the client's brokerage transactions to a particular broker-dealer. Any client instructions to SWM are to be in writing with appropriate disclosures that for any directed brokerage arrangements, SWM will not negotiate commissions, may not obtain volume discounts or aggregate directed transactions, and notes that commission charges will vary among clients and best execution may not be obtained. SWM may reject a request for directing a client's trade to a particular broker-dealer. The client will be provided with rationale on the rejection.

Our **IARs are responsible** for disclosure and documentation when a client desires to direct brokerage.

Procedures

- Any client directed brokerage instructions and arrangements are to be in writing and must be reviewed by the compliance department for approval.
- Any client brokerage instructions are maintained in the client document file, maintained in the electronic books and records system, Laserfiche.

Investment Processes

Policy

Spire Wealth Management, LLC (SWM), a federally registered adviser, must act as a fiduciary to its advisory clients. **IARs are responsible** for and are required to obtain background information for each client's financial circumstances, investment objectives, investment restrictions and risk tolerance and to provide advisory services consistent with the client's objectives, etc. based on the information obtained. In addition, those IARs that are dually registered with Spire Securities, the affiliated broker-dealer, must determine that establishing an advisory account (fee) versus a non-discretionary brokerage account (commission) is in the best interest of the client.

Procedures

- SWM provides the tools, systems and regulatory framework necessary for IAR to handle their fiduciary duties to their clients.
- SWM's IARs may, based on their practice and the client's needs, choose to manage the assets as the portfolio manager.
- The IARs may also be authorized by the client to hire third-party unaffiliated money managers to manage the client's assets.
- SWM has approved several unaffiliated money managers that are available for IARs, some directly and some as part of the custodian's managed account platforms.
- SWM does rely on the due diligence that the custodians perform in adding money managers to their platform.
- SWM undertakes its own due diligence when asked to approve a new money manager. The IAR completes and submits a "Request for Selling Agreement". The firm will send a "Sub-Adviser Questionnaire" to the manager for completion. A review will be completed and a decision made as to whether or not to approve the manager.
- On an annual basis, a questionnaire is sent out to the active money managers to reconfirm their good standing.
- The IAR will manage the client's portfolio consistent with the client's objectives and financial circumstances.
- The Supervisor will conduct periodic audits of the IAR's practice to disclose any irregularities or conflicts in how the client relationship is managed.
- Supervision will conduct periodic reviews for adherence to regulation and firm policies and procedures.
- IARs will obtain background information about each client's financial circumstances, investment objectives, and risk tolerance through an in-depth interview and information gathering process which includes a new account form and an Investment Management Agreement (IMA).
- Advisory clients may also have a written Investment Policy Statements (IPS) or written investment guidelines that the firm reviews, approves, and monitors as part of the firm's and IAR's investment services, subject to any written revisions or updates received from a client.
- SWM and its IARs provides the firm's Form ADV Part 2A and Part 2B to all prospective clients which discloses the firm's advisory services, the IAR's fees, conflicts of interest, business practices and any regulatory disclosures.

- SWM and its IARS may provide periodic reports to advisory clients, including important information about a client's financial situation, portfolio holdings and values and transactions.
- The IAR will provide information to advisory clients about the client's performance, which may include a reference to a relevant market index or benchmark.
- The reports and other forms of information will not be used in place of the official custodial statement provided to the client directly from the custodian of the assets.
- IARs will schedule client meetings periodically, or on a request basis, to review a client's portfolio, performance, market conditions, financial circumstances, and investment objectives to confirm that the IAR's investment decisions and services are consistent with the client's objectives and goals.
- Documentation of such reviews will be made in the client file.
- SWM management will review best execution, Form ADVs, and fee disclosures, regulatory exam reports, policies and procedures annual review and other tools to monitor and surveil the practices of IARs' compliance with applicable state and other regulatory rules.
- SWM's Due Diligence Committee and senior management will perform the proper due diligence on products offered through the firm (Alternative Investments, Insurance, Direct Funds etc.).

Wrap Fee Adviser

Policy

Spire Wealth provides investment advice in a wrap fee program and is compensated by the wrap fee sponsor for providing advisory services for the management of client portfolios participating in the wrap fee program(s).

Spire Wealth discloses its participation, services and fees in any wrap fee programs in Form ADV, determines that clients are appropriate for the firm's advisory services offered through the wrap fee program and counts and treats wrap fee clients as clients of the firm.

Background

A wrap fee program is defined as any program under which any client is charged a specified fee or fees not based directly upon transactions in a client's account for investment advisory services (which may include portfolio management or advice concerning the selection of other investment advisers) and execution of client transactions.

Wrap fee programs also typically include custody services as part of the all-inclusive services in the program.

Responsibility

The CCO has the responsibility for the implementation and monitoring of our wrap fee policy, practices, disclosures and recordkeeping.

Procedure

Spire Wealth has adopted various procedures to implement the firm's policy and reviews to monitor and insure the firm's policy is observed, implemented properly, amended or updated as appropriate which include the following:

- Spire's management approves the firm's participation in any wrap fee program.
- Spire's designated person reviews and approves new wrap fee clients selecting the firm's advisory services for each wrap fee program in which the firm participates.
- Spire's designated person periodically reviews and amends the firm's Form ADV disclosures, as appropriate, to disclose the firm's participation in wrap fee program(s).
- Spire Wealth arranges for either the firm, or the wrap fee program sponsor, to deliver prospective clients the firm's Form ADV Part II and the sponsor's Wrap Fee Disclosure Brochure (Schedule H) and to annually offer the firm's Form ADV Part II to existing wrap fee clients.

Valuation of Securities

Policy

As a fiduciary, Spire Wealth Management, LLC (SWM) must always place client's interests first and foremost, including pricing processes and fair, accurate and current valuations of all client securities. Proper valuations are necessary for accurate performance calculations and fee billing purposes. Independent custodians of client accounts serve as the primary pricing source.

Our **Director of Technology is responsible** for monitoring the data from our custodians into our monitoring systems so as to accurately provide asset valuations for performance and billing purposes. Our **Compliance department in coordination with our IARs are responsible** for reviewing the valuations provided for any away held assets.

Procedures

- The SEC's regulations for investment advisers does not contain any specific requirements on how valuations should be conducted.
- While operating under the general anti-fraud provisions, valuations should not be misleading, deceptive, or fraudulent.
- The Chief Compliance Officer will implement the processes for review and verification of client's assets.
- SWM utilizes, to the fullest extent possible, recognized and independent pricing services and/or qualified custodians for timely valuation information for advisory client securities and portfolios.
- Whenever valuation information for specific, illiquid, foreign, private or other investments is not available through pricing services or custodians, SWM will attempt to obtain valuation confirmation from other sources including the sponsor organization.
- The Accounting Standards guidelines (Valuation Policy 820) will be used in determining appropriate methods.
- SWM has outsourced the responsibility of periodic and frequent reviews of valuation information on brokerage assets to the firm's qualified custodians to promptly identify any incorrect, stale or mispriced securities.
- Errors in pricing or valuations are to be resolved as promptly as possible, through the firm's

custodial broker/dealers to whom this service is outsourced.

- As a registered investment adviser and as a fiduciary to advisory clients, Spire Wealth Management, LLC expects that each of the custodians used have adopted policies requiring all client portfolios and investments reflect current, fair and accurate market valuations.
- Any pricing errors, adjustments or corrections should be verified, preferably through independent sources or services, and reviewed and approved by the custodian's designated person(s) or pricing committee.
- Alternative Investments held away from custodians will require a valuation methodology in order to properly report and bill on the values, when necessary. SWM has determined that the acceptable methods for calculations of valuations will be guided by the policies and procedures as outlined in the Financial Accounting Standards Board "Fair Value Measurement" (Topic 820).

Trading

Policy

At Spire Wealth Management LLC (SWM), clients' interests are always placed first and trading practices and procedures prohibit unfair outcomes. The firm seeks to disclose and avoid any actual or potential conflicts of interests or resolve such conflicts in the client's favor. SWM's trading practices are generally disclosed in response to Item 12 of Form ADV Part 2A which is provided to prospective clients and annually delivered to current clients.

Spire's IAR are responsible for providing investment advice and providing portfolio allocations and trading decisions based upon our above policy.

Procedures

- SWM will implement policies and procedures regarding suitability of investments for clients.
- SWM has a fiduciary obligation to its clients, including the obligation to implement policies and procedures that are intended to prevent and detect unauthorized trading in client and proprietary accounts.
- Unauthorized trading encompasses a wide range of activities including:
 - a. Trading in client or proprietary accounts that were not authorized.
 - b. Mismarking positions intentionally.
 - c. Distorting records with false transactions.
 - d. Trading over and above the specified limits on position exposures, risk tolerances, and losses.
- SWM specifically prohibits illicit trading practices such as front running and insider trading.
- SWM will not disproportionately allocate potentially lucrative investments, such as IPOs, to favored accounts.
- IARs are not permitted to wait to see what happened in the market before deciding how to allocate trades among clients.
- Procedures will spell out how clients are charged when the firm/IAR allocates securities participating in block trading.
- The Director of Operations will implement and monitor trading policies and practices, disclosures and recordkeeping for the firm.

- The firm annually conducts reviews of the firm's Form ADV, advisory agreements, and other materials for appropriate disclosures of the firm's trading practices and any conflicts of interests.
- Daily review of the firm's Trade/Smart Blotter to reconcile those trades that have "hit" a predetermined flag.

AGGREGATION

- The aggregation or blocking of client transactions allows an adviser to execute transactions in a more timely, equitable, and efficient manner and seeks to reduce overall commission charges to clients.
- SWM's policy is to aggregate client transactions where possible and when advantageous to clients.
- Clients participating in any aggregated transactions will receive an average share price and transaction costs will be shared equally and on a pro-rata basis.
- In general, trades are executed on a client basis. In the event that the Firm decides to do trade aggregation, we will use the following methodology. The allocations of a particular security will be determined by Adviser before the trade is placed with the broker. When practical, client trades in the same security will be bunched in a single order (a "block") in an effort to obtain best execution at the best security price available. When employing a block trade:
 - Adviser will attempt to fill client orders by day-end.
 - If the block order is not filled by day-end, Adviser will allocate shares executed to underlying accounts on a pro rata basis, adjusted as necessary to keep client transaction costs to a minimum.
 - If a block order is filled (full or partial fill) at several prices through multiple trades, an average price and commission will be used for all trades executed;
 - All participants receiving securities from the block trade will receive the average price.
 - Only trades executed within the block on the single day may be combined for purposes of calculating the average price.
- SWM does not engage in any principal trading activities and maintains no firm inventory.

ALLOCATION

- An adviser's allocation procedures must be fair and equitable to all clients with no particular group or client(s) being favored or disfavored over any other clients.
- Adequate disclosure must also be provided in the event of any conflicts of interest.
- SWM's policy prohibits any allocation of trades in a manner that any particular client(s) or group of clients receive more favorable treatment than other client accounts.
- Allocate investment opportunities "pro rata" across accounts for which participation in the opportunity is considered appropriate.
 - We will reach out to all advisors to provide the opportunity and provide a cutoff time for an investment decision.
 - We will allow each advisor to determine whether the investment is appropriate for their client(s).
 - We will Instruct advisors that the allocation decision cannot be unfair or inequitable.
 - Advisors should consider:
 - Whether the risk-return profile of the proposed investment is consistent with

the account's objectives, considered (i) in light of the specific investment under consideration and (ii) in the context of such account's overall holdings.

- The potential for the proposed investment to create an imbalance in the account's portfolio.
- Liquidity requirements of the account.
- Potentially adverse tax consequences.
- Risk tolerances.
- Investment restrictions.
- If the total interest exceeds the total allocation, then we will need to prorate the allocation amongst the participating clients.
- If the resulting allocation results in one or more clients not receiving a meaningful allocation, then we will consider removing them from the allocation and reallocating amongst the remaining investors.
- It is expected that this trade aggregation and allocation policy will be applied consistently to each client. However, if application of this policy results in unfair or inequitable treatment to some or all clients, we may deviate from this policy.

INITIAL PUBLIC OFFERINGS (IPOs)

Initial Public Offerings (IPOs) or new issues are offerings of securities which frequently are of limited size and limited availability. These offerings may trade at a premium above the initial offering price. In the event Spire Wealth Management, LLC participates in any new issues, SWM allocates new issues shares fairly and equitably among advisory clients, so as not to advantage any or disfavor any client, or group of clients, over any other.

TRADE ERRORS

As a fiduciary, Spire Wealth Management, LLC (SWM) is responsible to effect orders correctly, promptly and in the best interests of clients with best execution. When any errors occur in the handling of any client transactions, due to SWM's actions, or inaction, or actions of others, the firm will seek to identify and correct any errors as promptly as possible without disadvantaging the client or benefiting SWM. If the error is the responsibility of SWM, any client transaction will be corrected, and the firm will be responsible for any client loss resulting from an inaccurate or erroneous order. SWM will monitor and reconcile all trading activity, identify, and resolve any trade errors promptly, document each trade error with appropriate supervisory approval. [AG1]

Agency Cross Transactions

Policy

Spire Wealth Management, LLC (SWM) will not engage in any agency cross transactions and the firm's policy is appropriately disclosed in Form ADV Part 1 and 2.

The Supervising Principals are responsible for monitoring transactions for compliance with this policy.

Definition

An agency cross transaction is defined as a transaction where a person acts as an investment adviser in relation to a transaction in which the investment adviser, or any person controlled by or under common control with the investment adviser, acts as broker for both the advisory client and for another person on the other side of the transaction (SEC Rule 206(3)-2(b)). Agency cross transactions typically may arise where an adviser is dually registered as a broker-dealer or has an affiliated broker-dealer.

Mutual Fund Share Class Selection Policy in Advisory Accounts

Policy

As a fiduciary responsibility to clients, Spire Wealth Management, LLC (SWM) will always act in the best interests of clients when recommending investments, including share classes of mutual funds.

Absent compelling reasons to the contrary and in keeping with each client's best interests, **Spire's IARs are responsible** for seeking to recommend the lowest overall cost share class of mutual funds available to clients and to disclose all conflicts of interest arising in the selection of mutual fund share classes.

The policy below outlines the procedures requiring that the IAR select mutual fund share classes for advisory clients in a manner that is consistent with fiduciary obligations, demonstrates compliance with SEC Best Execution expectations, and seeks to obtain the lowest-cost, most appropriate share class available to clients.

Scope

This policy applies to:

- All investment adviser representatives ("IARs")
- All discretionary and non-discretionary advisory accounts
- All mutual fund purchase decisions, including retirement and non-retirement accounts
- All platforms and custodians used by the Firm

Policy Statement

The Firm acts in a fiduciary capacity and therefore must:

1. Select the lowest-cost share class reasonably available to the client, considering eligibility requirements, transaction fees, custodial platform availability, and account size.
2. Avoid conflicts of interest, including avoiding any compensation received from mutual fund transactions (e.g., 12b-1 fees or revenue sharing).
3. Disclose all conflicts and share class selection practices in Form ADV and client agreements.

4. Document the rationale when a higher-cost share class is selected, including circumstances where a lower-cost share class is unavailable or would result in higher transaction costs to the client.

Failure to adhere to this policy may result in disciplinary action and must be reported to the CCO.

Definitions

Lowest-Cost Share Class: The share class of a mutual fund that has the lowest total expense ratio and does not include unnecessary distribution fees (e.g., 12b-1 fees).

Institutional Share Classes: Typically, I, Y, or Z shares with lower expenses, often subject to minimum investment thresholds.

Transaction-Fee (TF) vs. No-Transaction-Fee (NTF) Funds: Custodians may charge a transaction fee for certain low-cost share classes, which must be weighed against the long-term cost impact to the client.

Responsibilities

Investment Adviser Representatives (IARs):

- Evaluate, analyze and select appropriate mutual fund share classes in accordance with this policy.
- Review availability of share classes at custodian.
- For incoming transfers, evaluate, analyze and select the appropriate share class and submit conversions within 90 days of receipt of funds.
- Assess share class expense ratios in StratiFi and document the basis for share class selection when deviating from the lowest-cost option in the Firm approved platform.

Supervisors:

- Review all incoming transfers for mutual fund positions and notify the advisor to complete the share class evaluation process and conversion, if warranted, within 90 days.
- Monitor StratiFi daily for share class alerts and notify advisors of required action and documentation where there are exceptions.
- Inform the CCO of exceptions that are not being addressed.

Operations:

- Via the StratiFi exception report, execute conversions quarterly on all share class positions that are out of alignment.
- Provide completion report to advisor and CCO.

Chief Compliance Officer (CCO):

- Oversee remediation efforts when issues are identified.
- Maintain and update this policy.

Procedures

General Share Class Selection Process

When selecting a mutual fund share class, the IAR must:

1. Determine all available share classes for the fund on the client's custodial platform.

2. Identify the lowest-cost eligible share class, considering:
 - Expense ratio
 - Transaction fee and Non-transaction fee funds
 - 12b-1 fees (strictly prohibited)
 - Minimum investment thresholds
 - Custodian/platform availability
3. Compare transaction-fee vs. no-transaction-fee options:
 - If a lower-cost institutional share class includes a transaction fee, IAR must evaluate whether the long-term cost savings outweigh the one-time fee.
 - Costs and rationale must be documented in StratiFi.

Exceptions for Higher-Cost Share Class Selection

A higher-cost share class may be selected only if:

1. The lowest-cost share class is not available on the custodian's platform.
2. The client does not meet minimum investment thresholds.
3. A transaction fee associated with the lowest-cost class would exceed the long-term expense difference.

In each case, the IAR must document the justification in StratiFi and their CRM.

Monitoring and Ongoing Review

The Firm will conduct surveillance using the StratiFi share class analysis tool.

1. Daily review of exception reports in StratiFi will be reviewed by Supervisors to ensure:
 - Advisors respond to system generated alerts in a timely manner.
 - Documentation and/or analysis is provided for those cases where the exceptions are approved.
2. On a quarterly basis, the Operations Department will submit conversion requests for all unaddressed share class positions to the lowest share class position.
3. Compliance will perform an annual due diligence on custodial platform availability and new share classes.

Conflicts of Interest

The Firm prohibits any 12b-1 fees or other revenue-sharing arrangements related to mutual fund share

classes. The custodians have addressed this on their platforms to not pay any 12b-1 fees to the Firm.

Recordkeeping

The Firm will maintain all share class documentation and decisions in the StratiFi system.

Violations and Corrective Action

Supervisors are required to report any non-adherence to the policy to the CCO immediately. This includes both failures to convert upon initial transfer and when identified in StratiFi.

The CCO will address responses through:

- Client remediation where necessary
 - Additional training
 - Disciplinary action if warranted
-

Performance

Policy

Performance information is treated as advertising/marketing materials and is designed, in part, to obtain new advisory clients and to maintain existing client relationships. Spire Wealth Management, LLC's requires that any performance information and materials must be truthful and accurate, and prepared and presented in a manner consistent with applicable rules and regulatory guidelines, including those standards established with the standards set forth and reviewed and approved by a Supervisor. Spire Wealth Management, LLC's policy prohibits any performance information or materials that may be misleading, fraudulent, deceptive and/or manipulative.

IARs claiming Global Investment Performance Standards (GIPS) compliance are responsible for and are required to annually notify the Chartered Financial Analyst (CFA) Institute of such claim by June 30th through the online submission of a notification form. Failure to submit such notification will be deemed a failure to comply with GIPS and may compromise the validity of the firm's claim of compliance, including any claims made in the firm's marketing materials.

Procedures

- Supervisors, as well as the Compliance department, have the responsibility for monitoring the preparation, presentation, and review and approval of any performance information.
- Supervisors must review the materials to see that they are consistent with firm policy and regulatory requirements.
- Supervisors must maintain, as part of the Spire Wealth Management, LLC's books and records, copies of all performance materials, including the supporting records to demonstrate the calculation of any performance information for the entire performance information period consistent with applicable recordkeeping requirements, as well as records of reviews and

approvals.

- An IAR may not include in any advertisement any presentation of gross performance unless the advertisement also presents net performance.
- An IAR may not include any performance results, of any portfolio or any composite aggregation of related portfolios unless the advertisement includes performance results of the same portfolio or composite aggregation for one-, five-, and ten-year periods.
- An IAR may not include hypothetical performance unless specific disclosures are referenced.
- An IAR may not use performance used by a predecessor unless that individual is part of the report.
- The Supervisor will conduct annual reviews of materials containing performance reports to ensure that only approved materials are distributed; and will maintain copies of any performance materials and supporting documentation for the calculation of performance materials.

Termination of Advisory Account

Policy

Spire Wealth Management, LLC. will track the termination of advisory services by clients. This process is necessary to manage the distribution of fees and potential refunds and to confirm that the client offboarding is not resulting in a claim.

Procedure

- **IARs will be responsible for completing and submitting** a "Closed Account Report" within 5 business days of notification of the termination.
- The report will capture reason for the termination, is this a termination of one or more accounts or entire relationship, was there a complaint [obtain details (i.e. Sales Practice)], if there is a complaint, follow Complaint Procedures and were pre-paid fees refunded if termination was mid-quarter (See Advisory Fees and Fee Refund Policy).
- If entire relationship is terminating, then client files will be moved to the Closed Account section in the electronic books and records system, Laserfiche (by year/by IAR). This file will then be reviewed as part of the IAR compliance review.

FEE REFUND POLICY

- SWM's billing procedure is currently monthly in arrears. With this process, it virtually eliminates the need for any "refund" calculations.
- The Finance department will calculate the fee refund and process the refund/reversal.
- Operations will monitor, daily, the custodian's alerts system for notices on outgoing transfers.
- Emails will be sent out to the IAR notifying of the pending transfer and requesting the submission of the Closed Account Report.
- The report will identify all accounts, across all platforms, that are terminating their relationship with the adviser.
- The IAR Agreement states that any fees/compensation on services or products that are

rescinded are to be returned to the firm.

- With a full termination of a relationship, once reviewed, approved and processed, client files may be moved to a new location where they will be maintained for at least 6 years.
- During compliance reviews/audits the Closed Accounts Reports will be reviewed by the Compliance department to determine if any additional action is required for more frequent reviews, sanctions, or possible termination. These reports/findings will be made part of the Risk Assessment reviews.

Financial Planning Services

Policy

Spire Wealth Management's investment advisers may offer Financial Planning Services. These services may be either rendering a financial plan or a financial consultation.

For approved Financial Planning Services from IARs with approved qualifications:

- Senior management will create all Financial Planning Agreements ("FPA") for the firm. Supervisors will educate the IARs on what is expected in offering the Financial Planning Services.
- IARs will complete the FPA for acceptance by the client and submit through the Laserfiche approval queue (with or without payment) for CIP check, approval and filing.
- IARs must define the relationship and services to be performed in writing.
- IARs must gather client information or data necessary to provide the services.
- IARs must document the fees associated with the desired services.
- IARs must deliver all required disclosures (i.e., ADV Part 2, ADV Part 2b and CRS).
- If a periodic review of the plan is requested by the client and agreed to in the FPA, documentation of such a review will be submitted for filing in Laserfiche.
- Fees paid by clients for Financial Planning Services must be made payable to Spire Wealth Management, LLC. We are also able to accept credit card payments through AdvicePay. With AdvicePay, the IAR will contract directly with AdvicePay. The IAR or Planner will invoice the client directly. Clients will be able to enter and pay their financial planning fees to Spire Wealth Management through the service.
- Similar to Investment Management Agreements, fees will not be booked and/or paid unless the Financial Planning and Consulting Agreement is on file. If a deliverable is required, that documentation will also be required to be submitted to Laserfiche.
- Testing will also include having confirmation of delivery of the prepared plan, per the FPA and any other agreed upon service.

Custody

Policy

Spire Wealth Management, LLC does not permit employees or the firm to accept or maintain custody of client assets. The firm will not accept, hold, directly or indirectly, client funds or securities, or have any authority to obtain possession of them, with the sole exception of direct debiting of advisory fees. Spire

Wealth Management, LLC will not intentionally take custody of client cash or securities.

Exceptions

Other than acting as Trustee, POA or Executor of immediate family accounts, Spire will utilize Standing Letters of Authorization (SLOA) in order to provide asset movement into and out of client accounts, according to the SEC's No-Action letter of 2017.

Spire's IARs and their Supervising Principals are responsible for adhering to Spire's policy and allowed exceptions.

Definition

The Custody Rule under the Investment Advisers Act of 1940 defines custody as "holding, directly or indirectly, client funds or securities, or having any authority to obtain possession of them." The custody definition includes three examples to clarify what constitutes custody for advisers as follows:

- Possession of client funds or securities (but not of checks drawn by clients and made payable to third parties) unless received inadvertently and returned to the sender promptly within three business days of receipt.
- Any arrangement (including a general power of attorney) under which the IAR is authorized or permitted to withdraw client funds or securities maintained with a custodian upon instruction to the custodian.
- Any capacity (such as general partner of a limited partnership, managing member of a limited liability company or a comparable position for another type of pooled investment vehicle, or a trustee of a trust) that gives the IAR or the Access Person legal ownership of or access to client funds or securities.

Use of Qualified Custodians

- The custody rule requires advisers with custody to maintain client funds and securities with "qualified custodians," which include U.S. banks and insured savings associations; registered broker-dealers; futures commission merchants registered under the U.S. Commodity Exchange Act (but only with respect to clients' funds and security futures, or other securities incidental to futures transactions); and certain foreign custodians.
- Exceptions to the rule: (1) shares of mutual funds held with the fund's transfer agent in lieu of a qualified custodian. (2) certain privately offered securities provided such securities meet specified conditions.
- In the event any employee of Spire Wealth Management, LLC receives funds, securities, or other assets from a client, such employee must immediately notify the compliance department or supervisor and arrange to return such funds, securities, or other assets to the client within three business days of receiving them.

Account Statements to Clients

- IARs must also have a reasonable belief after "due inquiry" that the qualified custodians provide at least quarterly account statements directly to their clients.
- Verified quarterly by the compliance department.

- If the IAR elects to also send consolidated reports to its advisory clients, in addition to those sent by the qualified custodian(s), the adviser must include a legend in its account statements urging clients to compare the account statements they receive from the custodian with those received from the adviser.

Notice to Clients

Advisers that open an account(s) with a qualified custodian on the client's behalf, either (i) as a separate account under the client's name or (ii) in accounts under the adviser's name as agent or trustee (provided such account contains only clients' funds and securities), must promptly notify the client in writing, detailing the qualified custodian's name, address and the manner in which the client's funds or securities are maintained.

Surprise Annual Audit

- Advisers deemed to have custody of clients' funds or securities are required to obtain a surprise annual examination of client assets by an independent public accountant.
- Exceptions are: (1) Advisers deemed to have custody solely as a result of their ability to directly debit advisory fees from clients' accounts. (2) Advisers that have in place a Standard Letter of Authorization (SLOA) that is structured such that the adviser does not have discretion as to the amount, payee and timing of transfers and that the client has provided these instructions in writing.

Disclosures

Form ADV Part 1

- Except as provided below, advisers are required to promptly amend their responses to most subsections of Item 9 (and related Schedule D disclosures) when previously reported information becomes inaccurate. Advisers need only update their responses to the following when filing their annual updating amendment: (i) the approximate amount of funds and securities and (ii) total number of clients which there is custody; (iii) the date a surprise exam commenced; and (iv) the number of persons acting as qualified custodians for clients.
- Although advisers that deduct fees directly from client accounts are deemed to have custody and must comply with the applicable rule requirements, advisers that have custody solely because they deduct advisory fees may continue to answer "No" to the custody questions in Item 9 of Form ADV Part 1.

Form ADV Part 2

- Advisers must disclose whether they require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance in response to Item 18.A. of Part 2A of Form ADV and if so, must include a balance sheet for its most recent fiscal year.
- An adviser that has not completed its first fiscal year must include a balance sheet dated not more than 90 days prior to the filing date of the Firm Brochure.
- The balance sheet must be prepared in accordance with GAAP, audited by an independent public accountant, and accompanied by a note stating the principles used to prepare it, the basis

of securities included, and any other explanations required for clarity.

- An adviser having discretionary authority or custody of client assets, or who solicits or requires the aforementioned prepayment of fees, is required to disclose any financial condition reasonably likely to impair its ability to meet contractual commitments to its clients.
- Exceptions: An adviser that is also (i) a qualified custodian as defined in SEC Rule 206(4)-2 or a similar state rule; or (ii) an insurance company (not required to respond to Item 18.A.).

Process

- Spire Wealth Management, LLC's may send performance reports or other consolidated reports to clients, including notification urging the client to compare the information contained therein with the account statements received directly from the custodian.
- If SWM receives, inadvertently any funds or securities from a client, these assets shall be notated on the check or security blotter and immediately returned to the client, i.e., within three business days of receipt.
- No employee or Access Person of SWM shall knowingly accept actual possession of any client funds or securities.
- Requests from a client to deposit assets with a qualified custodian may be facilitated by helping the client to complete necessary forms and/or mailings; but at no time can physical possession of the funds or securities be accepted.
- The following practices are prohibited at SWM when considering custody:
 - No employee, officer, and/or the firm will have signatory power over any client's checking account.
 - No employee, officer, and/or the firm can manage a client's portfolio by directly accessing online accounts using the client's personal username and password without restrictions.
 - No employee, officer, and/or the firm can have the power to unilaterally wire funds from a client's account. [AG1]
 - No employee, officer, and/or the firm can hold any client's securities or funds in Spire Wealth Management, LLC's name at any financial institution.
 - No employee, officer, and/or the firm can physically hold cash or securities of any client.
 - No employee, officer, and/or the firm can have general power of attorney over a client's account (except in the case of immediate family members).
 - No employee, officer, and/or the firm can hold client assets through an affiliate of Spire Wealth Management, LLC where the firm, its employees or officers have access to advisory client assets.
 - No employee, officer, and/or the firm can receive the proceeds from the sale of client securities or interest, or dividend payments made on a client's securities or check payable to the firm except for advisory fees.
 - No employee, officer and/or the firm can act as a trustee or executor for any advisory client trust or estate (except in the case of immediate family members).
 - No employee, officer and/or the firm can act as general partner and investment adviser to any investment partnership.
 - No employee, officer and/or the firm, or any "related person", can act as a qualified

custodian for any advisory client assets.

Direct Deduction of Advisory Fees

- IARs can obtain client authority to directly debit advisory fees from client accounts, thereby having custody even though Form ADV Part 1, Item 9, may still be checked "No" (provided that is the sole basis upon which the adviser is deemed to have custody).
- The following additional requirements are imposed when an IAR has authority to directly debit advisory fees:
 - Conduct overall testing of the reasonableness of fees in comparison to aggregate assets under management (see Advisory Fees section for detail on how the finance department tests the overall accuracy of fee calculations).
 - Segregate duties among those employees responsible for:
 - processing billing invoices or listings of fees due from clients that are used by custodians to deduct advisory fees from clients' accounts,
 - reviewing such invoices/fee listings for accuracy, and/or
- reconciling those invoices/fee listings with deposits of advisory fees by the custodians into the firm's bank account to confirm accurate fee amounts were deducted.

Senior Investors

Policy

Spire Wealth Management, LLC (SWM) takes the protection of senior investors from financial exploitation as a vital consideration when opening new accounts and monitoring transactions in these accounts.

Procedures

Since financial decision making is usually one of the first signs of cognitive function decline, SWM has implemented many procedures to prevent such an occurrence.

- **The compliance department together with supervising principals** are responsible for providing all registered personnel with appropriate training through Firm Element/CE on the issue of senior investor financial abuse and the handling of accounts for individuals who appear to have diminished capacity.
- IARs that suspect financial abuse or diminished capacity in a senior investor client will immediately report the situation to their supervising principal.
- Review products for appropriateness for senior investors.
- Establish age-based restrictions on certain products or product features.
- Review the use of proposed senior designations.
- Review and approve marketing materials aimed at senior investors.
- Review and modify, when necessary, criteria used for risk-based supervisory and compliance reviews.
- IARs will communicate effectively with senior investors.
- SWM will train IARs to identify diminished capacity.

- SWM will train IARs to identify elder abuse.
- SWM will establish and communicate to the firm the process for escalating issues and next steps.
- IARs will ask either at account opening, or at a later point, whether the customer has executed a durable power of attorney.
- Follow all requirements under Regulation Best Interest (Care Obligation).
- Follow all requirements and guidelines under the Senior Safe Act.
- Document and encourage all new account senior investors to provide a “Trusted Contact” on SWM paperwork.
- SWM has designated an age of 75 to be the benchmark in the Trade Blotter to flag trades for further review.
- These flagged transactions are reviewed daily and addressed/resolved by adding notes to the blotter by the IAR.
- Reviews of senior-related issues will focus on transactions involving products that have (withdrawal penalties or otherwise lack liquidity), such as deferred variable annuities, equity indexed annuities, real estate investments and limited partnerships; variable life settlements; complex structured products, such as collateralized debt obligations (CDOs) or cases where investors have mortgaged home equity for investment purposes or have utilized retirement savings, including early withdrawals from IRAs, to invest in high risk investments.
- Restrict high-risk trading for investors over a certain age unless pre-approved.
- Require that all 1035 exchanges and 72(t) distribution requests be approved by a supervising principal to verify that the exchange is suitable, especially to existing accounts
- Reject transactions if the surrender charge is greater than a pre-determined amount.

Complaints

Policy

SWM requires a prompt, thorough and fair review of any advisory client complaint and a prompt and fair resolution which is documented with appropriate supervisory review. Depending on the complaint, regulatory agencies may also require or request information about the receipt, review, and disposition of any written client complaints.

Spire's IARs are responsible for alerting the Compliance department of any client complaint received either verbally or in writing.

Procedures

- SWM maintains a Complaint File for any written complaints received from any advisory clients.
- The Chief Compliance Officer will handle and report all complaints received by the firm with assistance from the supervising principals who may provide any details to the matter.
- Any written client complaint is to be forwarded to the Chief Compliance Officer (CCO).
- If appropriate, the CCO will promptly send the client a letter acknowledging receipt of the complaint letter and, if necessary, indicate that the matter is under review and a response will

be provided promptly.

- The CCO will forward the client complaint to the supervising principal for research, review and information to respond to the client complaint.
- The CCO will then either review and approve or draft a letter to the client responding to the client's complaint and providing background information and a resolution of the client's complaint.
- Supervisory review and approvals will be documented by the CCO with records and supporting information maintained for each written client complaint in the firm's complaint file.
- Depending on the nature of the complaint the complaint will be designated as reportable or non-reportable to regulators.
- Complaints involving sales practice violations, fraud, theft or other such matters will be dealt with as reportable.
- Non-Reportable complaints would be those that are of an operational or administrative nature.

Social Media

Policy

As a registered investment adviser, use of social media by SWM and/or its related persons must comply with applicable provisions of federal securities laws, including, but not limited to the following laws and regulations under the Advisers Act, as well as additional rules and regulations identified below:

1. Anti-Fraud Provisions: Sections 206(1), 206(2), and 206(4), and Rule 206(4)-1 thereunder;
2. Advertising: Rule 206(4)-1
3. Compliance/Supervision: Rule 206(4)-7
4. Privacy: Regulation S-P Recordkeeping: Rule 204(2)

Procedures

Spire Wealth Management, LLC's (SWM) monitors employee use of social media, networking and similar communications. Employees will take note that their social media and networking use will be monitored. There is no expectation of privacy in the use of the firm's internet or emails. Every message leaves an electronic trail that is both traceable to a specific individual and accessible by Spire Wealth Management, LLC even if deleted. Blogging or other forms of social media include but are not limited to: video or wiki postings, sites such as LinkedIn, Facebook and Twitter, chat rooms, podcasts, virtual worlds, personal blogs, microblogs or other similar forms of online journals, diaries or personal newsletters.

The Marketing Principal will implement and monitor the firm's social media policy, practices, and recordkeeping. **It will be Spire's IARs responsibility to provide any advertising (including social media posts) to the Compliance Department for review and pre-approval. Supervising Principals will be responsible to monitoring this adherence to this process.**

SWM's email policy has been communicated to all employees of the firm (see Email and Other Electronic Monitoring).

Unless otherwise prohibited by federal or state laws, Spire Wealth Management, LLC will request or require employees to provide the compliance department, or other designated principal, with access to any approved social networking accounts.

Only static material will be permitted on any social networking site or website. No electronic interactive communication on these sites is permitted. Static content posted on social networking sites must be preapproved by a designated principal.

SWM will permit the use of Facebook, LinkedIn and Twitter for social networking activities.

Emails and any other electronic communications relating to Spire Wealth Management, LLC's advisory services and client relationships will be maintained on an on-going basis.

Electronic communications records relating to SWM's advisory services and client relationships will be maintained on an on-going basis and arranged for easy access and retrieval so as to provide true and complete copies with appropriate backup and separate storage for the required periods.

The Chief Compliance Officer (CCO) will oversee that periodic monitoring is completed of a random sampling of employee electronic communications, surveillance of social media use by employees and that documented evidence of such surveillance is in the firm's books and records electronic system, Laserfiche.

Spire Wealth Management, LLC requires employees to report any violation, or possible or perceived violation, to a supervisor, manager or the Human Resources or Compliance department.

Violations include discussions of Spire Wealth Management, LLC, its clients and/or employees, any discussion of proprietary information (including trade secrets, or copyrighted or trademarked material) and any unlawful activity related to blogging or social networking (as mentioned earlier).

SWM investigates and responds to all reports of violations of the social media policy and other related policies. Violation of the company's social media policy may result in disciplinary action up to and including immediate termination.

Any disciplinary action or termination will be determined based on the nature and factors of any blog or social networking post, or any unauthorized communication.

SWM reserves the right to take legal action where necessary against employees who engage in prohibited or unlawful conduct.

Global Relay will capture activity in LinkedIn accounts electronically for review by the Advertising principal.

General Provisions

Unless specific to job scope requirements, employees are not authorized to and therefore may not speak on behalf of Spire Wealth Management, LLC through social media or otherwise.

Employees may not publicly discuss clients, investment strategies or recommendations, investment

performance, other products or services offered by SWM (or affiliates, if applicable), employees or any work-related matters, whether confidential or not, outside company-authorized communications.

Employees are required to protect the privacy of Spire Wealth Management, LLC, its clients and employees, and are prohibited from disclosing personal employee and non-employee information and any other proprietary and nonpublic information to which employees have access.

Such information includes but is not limited to customer information, trade secrets, financial information and strategic business plans.

Personal Blogs and Social Networking Sites

Employees are prohibited from reflecting their affiliation with Spire in their profiles.

Employees cannot use blogs or social media sites to harass, threaten, discriminate or disparage against employees or anyone associated with or doing business with Spire Wealth Management, LLC.

Employees cannot post on personal blogs or other sites the name, trademark or logo of Spire Wealth Management, LLC or any business with a connection to Spire Wealth Management, LLC.

Employees cannot post company-privileged information, including copyrighted or trademarked information or company-issued documents.

Employees cannot post on personal blogs or social networking sites photographs of other employees, clients, vendors or suppliers, nor can employees post photographs of persons engaged in company business or at company events.

Employees cannot post on personal blogs and social media sites any advertisements or photographs of company products, nor sell company products and services.

Employees cannot link from a personal blog or social networking site to Spire Wealth Management, LLC's internal or external website.

Testimonials

Testimonials are prohibited in any type of marketing.

If a site allows for the use of testimonials or referrals, it must be disabled or hidden from public view.

Internet Monitoring

Employees are cautioned that there is no expectation of privacy while using the internet.

Spire Wealth Management, LLC reserves the right to monitor comments or discussions about the company, its employees, clients and the industry, including products and competitors, posted on the internet by anyone, including employees and non-employees.

COMMUNICATIONS WITH THE PUBLIC

The Advisers Act Rule 204-2 (“Books and Records Rule”) requires advisers to make and keep certain books and records relating to their investment advisory business in non-rewritable and non-erasable format. While the definition may seem vague, the SEC Rule states that if a communication, regardless of where it takes place, relates to firm business, it must be retained and supervised. Investment Advisor Representatives (“IARs”) must follow Firm rules that allow for this archiving of communications with all devices.

FINRA Rule 2210, on the other hand, governs three categories of communications by FINRA member Broker/Dealers: Correspondence, Retail Communications, and Institutional Communications. The Rule sets forth requirements relating to: (i) approval, (ii) review and recordkeeping of communications, (iii) filing requirements and review procedures, and (iv) content standards.

Spire Wealth Management, LLC and Spire Securities, LLC has established this policy and various procedures for Supervised Persons of the Registered Investment Adviser and Broker/Dealer, respectively, regarding business communications. This policy includes the following sections: Correspondence, Retail Communication, Content Standards, and General Communication Policies. This is an important policy; all Supervised Persons of Spire Wealth Management and Spire Securities, LLC are required to annually attest that they are familiar with and comply with this policy.

General Terms / Definitions

“Correspondence” is any written communication, including electronic, that is distributed or made available to 1 person. Types of correspondence include 1 to 1 messages (electronic or print), or documents / materials attached or distributed within a 1 to 1 communication exchange. Additionally, documents / materials as referenced are not altered or modified by the AP. Correspondence conducted under the Firm by an AP is limited to business communications.

“Business Communication” is any correspondence related to the Firm, or its customers, products, services, and Associated Persons. Generally, when referring to correspondence or communication in this policy, it infers that the communication is business-related.

“Retail Communication” is any written communication, including electronic, that is distributed or made available to more than 1 person. Types of retail communication include but are not limited to: Websites, Social Media Accounts & Activity, Announcements, Email Signatures, Videos, Podcasts, Seminars, etc. An exception that is also considered retail communication even though it may be delivered to 1 person is Altered or Modified Materials and Consolidated Statements.

CORRESPONDENCE & COMMUNICATIONS

This section of the policy governs the transmission of **correspondence** for all Supervised Persons of the Firm. It includes: (i) Electronic Correspondence, (ii) Print Correspondence, and (iii) General Correspondence Policies.

ELECTRONIC CORRESPONDENCE / COMMUNICATIONS

Responsibility	<ol style="list-style-type: none"> 1. Supervised Person (SP) 2. Compliance 3. Supervision
Resources	<p><u>Terms / Definitions</u></p> <p><i>“Electronic Communication” is a type of written communication transmitted through electronic means and channels, such as email, fax, text, instant message, and 1-to-1 messages through social media platforms, etc.</i></p> <p><u>Technology / Systems Used</u></p> <p>My Rep Chat (“MRC”)</p>
Frequency	Ongoing
Action	<p>Consistent with regulation, Spire and its SPs perform the following responsibilities and procedures when conducting electronic communication:</p> <p><u>Supervised Person:</u></p> <ul style="list-style-type: none"> • Complete Spire’s required onboarding process which includes the following items related to electronic communication: <ol style="list-style-type: none"> (i) Training course(s) pertaining to electronic communications and Attestation. (ii) An entitlement form which provisions the SP with Spire’s required and sponsored electronic communication channels, the three being: (1) a hosted email account, (2) an instant message (“IM”) platform, and (3) an electronic fax system. (iii) Attestation Form for Spire’s optional electronic communication channels to: (1) document the SP’s election status, (2) document the SP’s attestation of understanding the policy(ies) for said channel, and (3) completion of the Firm’s training (as stated above). (iv) Various enrollment request forms for the Firm to properly set up and connect the optional electronic communication channels to the Firm’s archiving system for those channels the AP has opted in to with MRC. • SP limits the transmission of their email communications through the Firm’s sponsored and hosted email address. • SP limits the transmission of their IM communications through the Firm’s sponsored IM platform, My Rep Chat.

	<ul style="list-style-type: none"> • SP limits the transmission of all other electronic communication types to only the following: (1) communication channels and platforms that have been approved by the Firm, and (2) communication channels and platforms where <p>SP has completed the Firm’s enrollment process. If not an approved channel / platform, and not enrolled, SP is strictly prohibited from using that form of electronic communication.</p> <ul style="list-style-type: none"> • Adheres to policies related to privacy and confidentiality, encryption, safeguarding, prohibitions, etc. • Executes any corrections to correspondence or attends training as requested by Compliance or Supervision. • Accurately completes Spire’s Annual Questionnaire, which includes questions related to SP’s correspondence, and the various channels and /or platforms used by SP to conduct electronic communication. • Completes Spire’s annual attestations to renew SP’s understanding of policies related to electronic communication, and to document the continued or discontinued enrollment in Spire’s optional electronic communication channels. • If applicable, submits a formal request to Spire’s Compliance Department requesting the Firm review and add an alternative electronic communication channel or platform not currently approved by the firm. <p><u>Compliance:</u></p> <ul style="list-style-type: none"> • In conjunction with other home office departments of the Firm, manage and document the onboarding process of all SPs, which includes the SP’s entitlement form to set up the required Firm hosted email address and instant message user, and their election / enrollment status with other Firm approved optional electronic communication channels / platforms. • Maintain a list of the firm’s election and enrollment status for its SPs regarding the Firm’s approved but elective electronic communication channels and platforms in order to reconcile and perform ongoing reviews and control checks for electronic communication. • Perform reasonable and ongoing reviews of electronic communication for all SPs and check for adherence to Spire’s policies and procedures. Electronic communications marked for review are identified through
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	<p>the use of lexicons, election status lists, proximity searches, and random sampling. Reviews are conducted by properly licensed members of Compliance.</p> <ul style="list-style-type: none"> • Communications that are found to be deficient, Compliance member follows up with SP to address the deficiency; and, if applicable, any corrective action or consequence. SP's Designated Supervisor will be copied on the follow up communications, including SP's employees. • Internal electronic communications are reviewed and addressed in a substantially like manner as described in the bullet point above. Deficiencies will be reported to the CCO. Spire executive electronic communications are reviewed by the CCO, and deficiencies addressed by the CCO. • Establish and execute disciplinary action for violations of the Correspondence policy and procedures (See Disciplinary Actions for Non-Adherence). • Assign or conduct training for the SP as needed. • As requested, perform due diligence on proposed alternative electronic communication mediums, channels, and /or platforms, and either approve or reject. • On a quarterly basis, review list of opt-outs with Supervision to examine incidences of non-compliance with policy. <p><u>Supervision:</u></p> <ul style="list-style-type: none"> • For registered SPs, Supervisors will perform periodic reviews of electronic communications regarding specific customer related activities. • As needed, the Supervisor follows up with assigned SPs to address any unexplained communication and / or activities that may violate Spire's supervisory policies and procedures. • As needed, report violations to Compliance. • As requested by Compliance, conduct training for the SP.
Record	<p>Copies of communications are executed via email and archived in Global Relay. Reviews are executed and maintained in Global Relay Archive.</p>

APPROVED ELECTRONIC COMMUNICATION CHANNELS & PLATFORMS

There is a vast number of communication mediums, channels, and platforms that transmit electronic communication. Not all channels or platforms can be or are captured in an archiving system; it is dependent on whether the electronic communication platform, connects and shares data with the Firm's archiving vendor.

Spire's archiving vendor is Global Relay Archive. Global Relay Archive captures electronic communication transmitted through platforms that are set up and properly connected to the Firm's Global Relay Archive database. The following is a list of the Firm's approved electronic communication channels and/or platforms to transmit instant messages/texts:

Business Communication Medium Type	Required / Optional	Firm Approved Channel / Platform
Email	Required	Microsoft Exchange through the Firm's Cloud, Workplace Stronghold
Fax	Required	Interfax
Text Message	Optional	My Rep Chat
Instant Message	Required	Microsoft Teams
Social Media 1 to 1 Message	Optional	LinkedIn (Individual and Business Profiles) Twitter (Individual and Business Profiles)

All electronic communications must be transmitted solely through the Firm's approved channels and/or platforms as listed above. As previously stated, the Firm sponsors certain channels and/or platforms to support compliant transmission of the most common forms of electronic communication: email, fax, and instant message. Access to these channels and/or platforms are provisioned at the time of the SPs onboarding and required to be used accordingly by all SPs of the Firm. All other channels and/or platforms are optional, and prior to using, the SP must complete the Firm's election, attestation, and enrollment process for proper set up and connection to the Firm's archiving system.

Any electronic communication transmitted outside of the Firm's approved channels and platforms, or prior to proper archival set up is a violation of this policy. The consequences for violations will be commensurate with the actions taken by the SP and could range from fines, and for repeated violations, termination. See Disciplinary Actions for Non-Adherence.

EMAIL

All SPs are required to have a business email address and the Firm requires this email to be hosted by the Firm's email exchange. All emails related to business communications must be sent and received to and from APs business email address. The use of a personal email address is strictly prohibited.

FAX

All independent financial practices are provisioned an electronic fax number and system to transmit faxes to conduct business. Confidential information may not be sent to a public fax shared with another entity. Any practice wishing to set up their own independent fax system must seek Compliance approval and arrange for documents to be also automatically transmitted to Spire.

TEXT MESSAGE

The Firm has approved My Rep Chat for text messaging business communications. The following are the requirements for texting clients:

As discussed earlier, the Firm has adopted the My Rep Chat platform to enable access to texting from a business line phone number. Communication with clients via text through this work number will be compliant with SEC and FINRA regulations as messages can be reviewed and archived. Supervised Persons ("SPs") will have the choice to opt out of the program at enrollment. If opting out, the SP is strictly prohibited from using personal numbers to text with clients.

1. Complete mandatory training regarding electronic communications related to texting, regardless of opting in or out, to understand the scope of the policy and the ramifications of non-compliance and violations.
2. Complete the "Electronic Communications Attestation for Text Messaging" by confirming the training completion date.
3. Select the opt-in or opt-out option by initialing next to the appropriate choice.
4. If opting in, training will be provided by the vendor to install, access, and utilize the My Rep Chat app on your cellphone.
5. Texting is not considered a secure medium of communication for confidential information. As a result, this tool does not support the delivery of attachments. Encrypted work email would be the appropriate method of sending such files.
6. It is appropriate to instruct the client to use your text-enabled business phone number to communicate with you regarding investment-related matters. It's also appropriate and convenient to use the MRC message tool to reply to the client's communication, which conveniently changes the number on the client's next reply.
7. Email signatures need to be updated to reflect office number, cell number, text number and fax.
8. Other important requirements for adherence:
 - a) Trading instructions may never be texted, similar to the policy of messages included on voicemails and emails. These instructions must be communicated directly to the Advisor.
 - b) Mass or group texts are not allowed.
 - c) Texting client sensitive or non-public personal identifying information including account numbers, social security numbers, date of birth, etc. are strictly prohibited.
 - d) Accepting/processing asset movement transaction instructions/requests are strictly prohibited.
 - e) Recommending new products and/or services via text messaging is not allowed.

INSTANT MESSAGE

The Firm has apportioned Microsoft Teams as the approved system for instant messaging. Instant messaging is required for all digital business communications between SPs and other SPs, as well as employees.

SOCIAL MEDIA (1-TO-1 MESSAGES)

SPs may not send or conduct business communications over personal social media accounts. If a person

posts or messages a business-related question or request on the SPs social media account, responses may only be made from one of the Firm’s approved electronic media. (Business / Professional Profiles only)

GENERAL ELECTRONIC COMMUNICATION POLICIES

- (i) The Firm’s electronic systems or communications devices are for business purposes and electronic communications must conform to accepted business standards and regulatory requirements.
- (ii) Personal computers or devices may be used for business purposes, unless specifically not approved by Spire’s Compliance Department.
- (iii) All devices with access to the Firm’s hosted business email must be password protected.
- (iv) Confidential electronic communications must not be sent on portable devices in public places unless encrypted.
- (v) Do not view confidential information on devices where unauthorized persons may have access, such as public places.
- (vi) Safeguard portable devices to avoid unauthorized access to firm business. Close open pages and sign out when the device is not in use.
- (vii) Safeguard passwords.
- (viii) Personal use of the firm’s email and any other electronic systems is strongly discouraged.

DISCIPLINARY ACTIONS FOR NON-ADHERENCE WITH ELECTRONIC COMMUNICATION POLICY

All Supervised Persons and their employees, whether opting in or out, will be subject to the same strict policies established herein this rule. Regulation states that if an electronic messaging platform is in place, and the SP or related employee, doesn’t use the medium to communicate with their clients or potential clients, they must be held accountable for their actions. As a result, **the following activities would be a violation of the policy: SENDING, REPLYING, OR COMMUNICATING IN ANY MANNER ON AN UNAPPROVED ELECTRONIC MEDIUM WITH A CLIENT, POTENTIAL CLIENT, OR ANY INDIVIDUAL/ENTITY FOR PURPOSES OF BUSINESS COMMUNICATIONS OUTLINED EARLIER.** There are no exceptions or excuses (i.e. technology failures, error in platform selection, inexperience with the My Rep Chat application, etc.) that will be accepted in breaches of policy.

1st Violation: \$1,000 Fine

2nd Violation: \$2,500 Fine and reporting to FINRA pursuant to Rule 4530 (a)(2) [“Member firms also are required to report multiple instances of different violative conduct by an associated person where such violations are significant in nature or result in significant customer harm. In addition, member firms should note that certain disciplinary actions taken by firms against associated persons, such as when an associated person is fined by a member firm in excess of \$2,500, must be reported under FINRA Rule 4530(a)(2), rather than as an internal conclusion of violation under FINRA Rule 4530(b).”]

3rd Violation: Termination. U-5 Disclosure with language “Failure to follow Firm’s policy and procedures regarding electronic communications”.

PRINT CORRESPONDENCE

Responsibility	1. Supervised Person (SP)
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	2. Compliance
Resources	<p><u>Terms / Definitions</u></p> <p><i>"Print Communication": Any written communication that relates to the Firm, or its customers, products, services, and employees.</i></p> <p><u>Technology / Systems Used</u></p> <p>Laserfiche</p>
Frequency	Ongoing
Action	<p>Consistent with regulation, the Firm and its SPs perform the following responsibilities and procedures when conducting print communications.</p> <p><u>Supervised Person:</u></p> <ul style="list-style-type: none"> • Correctly identify all print communication that qualifies as correspondence, such as letters, proposals, consolidated statements, client reviews, etc. <i>(see above definition of correspondence)</i> • After delivery or receipt of a print communication, submit a copy to Compliance via Laserfiche using the Correspondence workflow. • Execute any corrections or attend training as requested by Compliance. <p><u>Compliance:</u></p> <ul style="list-style-type: none"> • Review print communications submitted to Correspondence in Laserfiche and check for adherence to Spire's policies and procedures. • Mark the correspondence submission as either accepted or rejected. If rejected, document all notes on the correspondence file in Laserfiche. Notes include the reason for rejection, and as needed, list any action items required to be completed by the SP to resolve the issue. • Establish and execute disciplinary actions for repeated violations. • As needed, assign, or conduct training for the SP.
Record	Copies of print communications and evidence of review are executed and maintained in Laserfiche.

GENERAL CORRESPONDENCE POLICIES FOR ALL MEDIUMS

- (i) Correspondence / written communications must include current and valid information.
- (ii) References and / or links to web sites may be a form of Advertising / Sales Literature requiring prior approval from the Compliance Department.
- (iii) Copyrighted material cannot be sent unless authorized by the creator. Contact the Compliance Department for assistance.
- (iv) Consider correspondence / written communications as public communications. Do not confuse phone conversations or face-to-face conversation with electronic or print communications; they are subject to review and retention and may be the subject of subpoena in a civil or regulatory action.
- (v) Inappropriate communications (i.e. profanity, obscenity, threats, or otherwise offensive content) are prohibited. Threatening or harassing communications should be reported to the CCO.

Supervisory Procedures

Assigned supervisors will be responsible for the below procedures regarding their investment advisor representatives.

Written Correspondence

Any written, mailed/delivered correspondence from our associates to one client or prospect must be submitted into Laserfiche for review and archive. Each piece will be reviewed for content by a supervisor. Any non-appropriate or non-compliant substance will be discussed with the associate by the supervisor. Any corrective action will be documented and shared with the Compliance department. Supervisors will access the document, review it for content (i.e. no product endorsement, fair and balanced, no misleading or fraudulent material)

Emails

When on-boarding a new associate (registered or non-registered), a Spire email will be provided for all Spire related email correspondence. Emails are established by Spire Support staff. Compliance will then set up the archiving of that email in Global Relay. Depending on the individual, their supervising principal will be provided access to review those emails when performing any supervisory function. Using a Spire created lexicon, supervisors will do a sampling of individual representatives or a group. Reviews will focus on inappropriate and or misleading statements, client complaints and any other concerning dialogue.

Text Messaging

Associates are required to attest to receipt of Spire's policy regarding text messaging and confirm that they will adhere to our policies regarding its use and that they will not utilize any other texting messaging service for any Spire related business purposes. Once the attestation is executed, a copy will be provided to the Compliance department as well as the Finance department. Compliance will

monitor the Global Relay archive for any indication of a violation of this policy by the associates. Supervisors will also have access to this archive for monitoring purposes. Again, these text messages that are captured in Global Relay will be subject to the review as described above.

Social Media

Similar to websites, our associates interested in posting a LinkedIn or Facebook site will be required to submit a request, with content information, to the Compliance department. There, the request will be reviewed and if approved, we will set up archiving of the sites in Global Relay. Supervisors are provided the access to the archived social media communications for similar review as described in Emails.

Advertising

Policy

Spire Wealth Management's Investment Advisor Representatives (IARs) use various advertising and marketing materials to obtain new advisory clients and to maintain existing client relationships. SWM requires that any advertising and marketing materials must be truthful and accurate, consistent with applicable rules, and reviewed and approved by a designated principal prior to use. SWM prohibits any advertising or marketing materials that may be misleading, fraudulent, deceptive and/or manipulative.

Definition

- An advertisement is defined, by SWM, as any written communication, which includes websites and e-mails, directed to more than one person concerning advice or recommendations about the purchase or sale of securities or any other advisory service.
- The SEC anti-fraud rules under the Advisers Act prohibit advisers from engaging in advertising practices which are fraudulent, deceptive, or manipulative activities.

It is the responsibility of Spire's IARs to submit, to the compliance department, all proposed advertising for review and pre-approval.

Procedures

- The Chief Compliance Officer (CCO) will implement the rules on advertising. Compliance, or a principal of the firm, will monitor, review and approve any advertising and marketing materials for consistency with firm rules and regulatory requirements.
- The designated person will maintain, as part of the books and records, copies of all advertising and marketing materials with a record of reviews and approvals in accordance with applicable recordkeeping requirements.
- The IAR will maintain their individual Approved Advertising file.
- All approved materials (newsletters, web sites, business cards etc.) will be maintained in the electronic books and record folder in Laserfiche.

General Rules

- All advertisements and promotional materials, including web sites, must be reviewed and approved prior to use by the CCO or a designated principal.
- All information and disclosures should be clear and easily visible (i.e., same font size and color as other information, such as 8-point font size).
- Initials and dates by a principal on the advertising and marketing materials will document approval.
- The designated principal, is responsible for maintaining copies of any advertising and marketing materials, including any reviews and approvals, for a total period of five years following the last time any material was disseminated.
- Each advisor will only use approved materials and not modified without the express written approval of the designated officer.

Websites

- No sites may go "live" until reviewed and approved by a principal of the firm.
- Principals may be provided access to the site for review versus printing and page submission.
- Once approved, no changes or additions may be made without again submission for review and approval.
- IAR websites must be linked to the main Spire Investment Partners website.

Other Advertising/Sales Literature

- Includes all newsletters, form letters, business cards, and or any item being sent to more than one client or prospect. These materials must be submitted for approval prior to use.
- The item will be reviewed and approval by a principal and evidenced by a signature and date.
- A copy will be kept in the firm's compliance file and the IAR must maintain a copy of the approved piece in their Approved Advertising file.

Seminars

- A seminar is any public appearance including participation in any type of forum, radio or television interview or other speaking activity.
- The IAR must submit the Sales Literature/Advertising Request form in advance of the event with all information regarding the seminar.
- The submission must contain any information on any sponsorships (i.e., sponsor companies supporting the cost of the event) and if the sponsor's materials will be used.
- The basis for radio or television interviews (i.e., subject matter) must be obtained prior to occurrence. After the interview the IAR will need to submit the review form with a write up of what was discussed, and the comments made.

Business Cards

- Business cards may be produced using in house vendors or other chosen vendors.
- Cards must be reviewed and approved prior to production and use.
- The approved piece must be maintained in Laserfiche in the Approved Advertising folder.

Doing Business As (DBA) Names

- DBAs must be preapproved by a principal or officer of SWM prior to filing or use.
- All advertising/marketing materials will fully disclose the regulated entity versus the DBA.
- Proof of state filing of the DBA will be required once established.
- Revenues are usually paid directly to the registered individual and not the DBA.
- For revenues to be paid to the entity versus the IAR, a written request must be submitted from the IAR requesting to pay his/her entity.
- Requirements for entity payments:
 1. 100% IAR ownership.
 2. the IAR has addressed potential adverse tax consequences with his/her CPA;
 3. SWM's obligation has been fulfilled upon payment to the entity;
 4. the IAR agrees to release and hold SWM harmless from any adverse consequences.

Consolidated Reports

Policy

Spire Wealth Management LLC (SWM) advisers may provide a consolidated report of any or all asset holdings. These may include accounts that SWM can access and it may include accounts which must be verified by other means in order to obtain an accurate value. SWM has made available certain third-party vendors to generate these consolidated reports. These third party providers will be reviewed and approved by Spire. Account holdings and values must be accurate and proper disclosures made available.

The IARs will be required to review these reports periodically against the client statements to confirm that the values being reported from various sources are true. If any discrepancies are noted, the compliance department needs to be notified immediately.

Procedures

- Prior to issuing any vendor report, or self-produced report, the template must be submitted to and approved by compliance.
- Approved vendors include: Envestnet, Addepar, Morningstar and E-Money.
- There is no subsequent pre-approval necessary, once the vendor and the template being used have been approved for use.
- The approved vendor/template report must be used in its entirety (which will contain all the requisite and approved disclosure and disclaimer information). Piece-meal sections of the report cannot be used.
- Any modifications and/or additions to the report will void the document and compliance approval will be required for the report.

Regulatory Filings

Policy

Spire, as an adviser that has investment discretion (i.e., the power to determine what securities to buy or sell) over \$100 million or more of individual equity securities, is required to file quarterly reports with the SEC on Form 13F under the Securities Exchange Act of 1934.

Procedure

The **Compliance department is responsible for** filing the 13F report with the SEC on a quarterly basis. Copies of the filed reports will be maintained in the firm's books and records.