

Title Page

Firm Brochure (Part 2A of Form ADV)

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This brochure provides information about the qualifications and business practices of **HELIOS WEALTH ADVISORS**. If you have any questions about the contents of this brochure, please contact us at: (713) 893-0070, or by email at: inquiry@helioswealth.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission, or by any state securities authority.

Additional information about **HELIOS WEALTH ADVISORS** is available on the SEC's website at www.adviserinfo.sec.gov by searching CRD #134444.

February 25, 2022

Material Changes

A. Annual Update

The Material Changes section of this brochure will be updated annually when material changes occur since the previous release of the Firm Brochure.

B. Material Changes since the Last Update

Since the last annual amendment filed on 01/29/2021, the following changes have been made:

- Our firm has clarified in Item 5 of this Brochure how we bill on cash and cash equivalents held in client accounts. Further, please see Item 8 of this Brochure for more information about cash and cash equivalents.

C. Full Brochure Available

Whenever you would like to receive a complete copy of our Firm Brochure, please contact us by telephone at: (713) 893-0070 or by email at: inquiry@helioswealth.com.

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4. Advisory Business

A. Firm Description

Founded in 2005, **HELIOS WEALTH ADVISORS** (“Advisor” or “We”) is a small practice offering personalized wealth management services on a discretionary basis primarily to individuals, retirement accounts (IRAs, pension and profit-sharing plans), charitable organizations, trusts and estates. The principal stockholders in the firm are Theodore X. Koinis (76%) and PTK Family Investments (20%).

B. Types of Advisory Services

HELIOS WEALTH ADVISORS provides investment supervisory services, also known as asset management services on a discretionary basis as agreed to with the client. We primarily manage portfolios of no-load mutual funds for individuals, retirement accounts (IRAs, pensions and profit sharing plans), trusts, estates and other entities. We attempt to customize each portfolio to each respective client's specific needs, goals, risk tolerance and time horizon.

On more than an occasional basis, **HELIOS WEALTH ADVISORS** furnishes advice to clients on matters not involving securities, such as financial planning matters, taxation issues, and trust services that often include estate planning. **HELIOS WEALTH ADVISORS** does not provide accounting or legal advice. Clients are urged to work closely with third-party specialists such as attorneys and accountants in implementing any recommendations.

HELIOS WEALTH ADVISORS provides retirement plan consulting services to plan sponsors on an ongoing basis. Generally, such consulting services consist of assisting employer plan sponsors in establishing, monitoring and reviewing their company's participant-direct retirement plan. Areas of advising may include, but are not limited to: establishing an investment policy statement; evaluating investment options; developing strategic asset allocation models upon client's request; monitoring investments; and participant education.

C. Tailored Services

HELIOS WEALTH ADVISORS individualized advice to Asset Management clients. General investment advice will be offered to our Financial Planning and Retirement Plan Consulting clients.

HELIOS WEALTH ADVISORS attempts to meet each client's specific needs by following the guidelines below when assessing a client's situation. Note, clients may impose restrictions on investing in certain securities or types of securities at any time in the process.

- 1) Client investment objectives are identified by assessing the client's risk tolerance based upon their age, income, education, need for cash flows, investment goals, and emotional tolerance for volatility. The information provided by the client will be collected during client meetings, interviews, and/or questionnaires;
- 2) After analyzing a client's financial situation and formulating an investment strategy, we implement the investment strategy through an optimal combination of investments;
- 3) Capital market conditions and client circumstances are monitored; and
- 4) Portfolio adjustments are made as appropriate to reflect significant changes in any or all of the above variables.

D. Wrap Fee Program

HELIOS WEALTH ADVISORS does not offer or sponsor a wrap fee program.

E. Assets Under Management

As of 12/31/2021, **HELIOS WEALTH ADVISORS** managed approximately \$92,340,942 in assets for approximately 53 clients. Of that, approximately \$89,560,969 is managed on a discretionary basis, and \$2,779,973 is managed on a non-discretionary basis.

5. Fees and Compensation

A. Fee Agreements

Depending on the scope of work desired by the client, **HELIOS WEALTH ADVISORS** has multiple fee agreements applicable to varying circumstances.

1. Investment Management Agreement

Most clients choose to have **HELIOS WEALTH ADVISORS** manage their assets in order to obtain ongoing in-depth advice and life planning. As goals and objectives change over time, suggestions are made and implemented on an ongoing basis.

The scope of work and fee for an Investment Management Agreement is provided to the client in writing prior to the start of the relationship. The compensation for our services, which includes developing and implementing an investment strategy and objectives, monitoring a client's investment results, and reporting to the client on a quarterly basis, is as follows:

Assets Under Management	Annual Fee
\$0 up to \$750,000	1.10%
\$750,001 up to \$2,500,000	.70%
\$2,500,001 up to \$10,000,000	.50%
Over \$10,000,001	.35%

The Advisor reserves the right to adjust the fee schedule for accounts depending on the size and type of account and the services required. In some cases, negotiation of fees may result in different fees being charged for similar services and may be less than the stated fee schedule.

2. Financial Planning Agreement

In some instances, clients engage **HELIOS WEALTH ADVISORS** to prepare a financial plan designed to help the client with all aspects of financial planning without ongoing investment management after the financial plan is completed.

The financial plan may include, but is not limited to: a net worth statement; a cash flow statement; a review of investment accounts, including reviewing asset allocation and providing repositioning recommendations; strategic tax planning; a review of retirement accounts and plans including recommendations; a review of insurance policies and recommendations for changes, if necessary; one or more retirement scenarios; estate planning review and recommendations; and education planning with funding recommendations.

Asset allocation recommendations may be provided as part of a financial plan. Implementation of the recommendations is at the discretion of the client.

The fee for a financial plan is predicated upon the facts known at the start of the engagement and is an estimate of hours to complete the analysis based on an hourly rate of \$200/hour and quoted on a “not to exceed basis”. Since financial planning is a discovery process, situations occur wherein the client is unaware of certain financial exposures or predicaments. In the event that the client’s situation is substantially different than disclosed at the initial meeting, a revised fee will be provided for mutual agreement. The client must approve the change of scope in advance of the additional work being performed when a fee increase is necessary

3. **Retirement Plan Consulting**

Our firm provides retirement plan consulting services to employer plan sponsors on an ongoing basis. Generally, such consulting services consist of assisting employer plan sponsors in establishing, monitoring and reviewing their company's participant-directed retirement plan. As the needs of the plan sponsor dictate, areas of advising may include:

- Establishing an Investment Policy Statement – Our firm may assist in the development of a statement that summarizes the investment goals and objectives along with the broad strategies to be employed to meet the objectives.
- Investment Options – Our firm may work with the Plan Sponsor to evaluate existing investment options and make recommendations for appropriate changes.
- Asset Allocation and Portfolio Construction – Upon client's request, our firm may develop strategic asset allocation models to aid Participants in developing strategies to meet their investment objectives, time horizon, financial situation and tolerance for risk. Individual participants must execute a separate agreement with our firm for ongoing asset management services.
- Investment Monitoring – Our firm will monitor the performance of the investments and notify the client in the event of over/underperformance and in times of market volatility.
- Participant Education – Our firm will provide opportunities to educate plan participants about their retirement plan offerings, different investment options, and general guidance on allocation strategies.

In providing services for retirement plan consulting, our firm does not provide any advisory services with respect to the following types of assets: employer securities, real estate (excluding real estate funds and publicly traded REITS), participant loans, non-publicly traded securities or assets, other illiquid investments, or brokerage window programs (collectively, "Excluded Assets"). All retirement plan consulting services shall be in compliance with the applicable state laws regulating retirement consulting services. This applies to client accounts that are retirement or other employee benefit plans ("Plan") governed by the Employee Retirement Income Security Act of 1974, as amended ("ERISA"). If the client accounts are part of a Plan, and our firm accepts appointment to provide services to such accounts, our firm acknowledges its fiduciary standard within the meaning of Section 3(21) or 3(38) of ERISA as designated by the Retirement Plan Consulting Agreement with respect to the provision of services described therein.

4. **Hourly Planning Engagements**

HELIOS WEALTH ADVISORS provides hourly planning services for clients who need advice on a limited scope of work. The hourly rate for limited scope engagements is \$200/hour. Analysis is quoted on a "not to exceed" basis. Should the scope of the engagement change, a revised fee will be provided for mutual agreement.

B. Fee Billing

Asset based management fees are charged quarterly in advance based on the value of the account(s) on the last day of the previous quarter. Fees are negotiable and will be deducted from client account(s). Our firm bills on cash unless otherwise agreed to in writing. Adjustments will be made for deposits and withdrawals during the quarter.

Fees for planning services will be due and payable upon the completion and delivery of the financial plan to the client. **HELIOS WEALTH ADVISORS** will not require a retainer exceeding \$500 when services cannot be rendered within six months.

Alternatively, a flat fee in lieu of its hourly rates may be negotiated if the client so requests and will be based on the estimated time and expense incurred by Advisor to complete the desired work.

C. Fee Payments

Investment Management Fees are usually deducted from a designated client account to facilitate billing; however, clients are allowed to pay by check if agreed to by the firm. The client must consent in advance to direct debiting of their investment account. As part of this process, clients understand the following:

- a) The client's independent custodian sends statements at least quarterly showing the market values for each security included in the Assets and all account disbursements, including the amount of the advisory fees paid to our firm;
- b) Clients will provide authorization permitting our firm to be directly paid by these terms. Our firm will send an invoice directly to the custodian; and
- c) If our firm sends a copy of our invoice to the client, a legend urging the comparison of information provided in our statement with those from the qualified custodian will be included.

Financial Planning and Hourly Engagement Fees shall be due and payable upon receipt of Advisor's invoice.

Retirement Plan Consulting clients are charged a fee based on the percentage of Plan assets under management. Fees based on a percentage of managed Plan assets will not exceed 0.50%. Fee paying arrangements will be determined on a case-by-case basis and will be detailed in the signed consulting agreement.

D. Termination of Agreement

Either the Advisor or the client may terminate the Agreement by written notice to the other party at any time. The client is responsible to pay for services rendered until the termination of the agreement. At termination, fees will be billed on a pro rata basis for the portion of the quarter completed. The portfolio value at the completion of the prior full billing quarter is used as the basis for the fee

computation, adjusted for the number of days during the billing quarter prior to termination. Any unearned fees will be refunded on a prorated basis.

The client can cancel the Agreement without penalty within the first five days after the signing of the Agreement.

The Advisor reserves the right to stop work on any account that is more than 90 days overdue. In addition, **HELIOS WEALTH ADVISORS** reserves the right to terminate any financial planning engagement where a client has willfully concealed or has refused to provide pertinent information about financial situations when necessary and appropriate, in the Advisor's judgment, to providing proper financial advice.

E. Other Fees and Expenses

1. Mutual Fund Expenses

Mutual funds generally charge a management fee for their services as investment managers. This fee is generally referred to as the expense ratio and is in addition to the fees paid by you to **HELIOS WEALTH ADVISORS**.

Performance figures quoted by mutual fund companies in various publications are after their fees have been deducted.

2. Custodian and/or Brokerage Fees

Custodians may charge transaction fees on purchases or sales of certain mutual funds, exchange-traded funds, stocks, bonds, certificates of deposit and other investment securities, via individual transaction charges. These transaction charges are usually small and incidental to the purchase or sale of a security and are in addition to the fees paid by you to **HELIOS WEALTH ADVISORS**. Fidelity eliminated transaction fees for U.S. listed equities and exchange traded funds for clients who opt into electronic delivery of statements or maintain at least \$1 million in assets at Fidelity. Clients who do not meet either criteria will be subject to transaction fees charged by Fidelity for U.S. listed equities and exchange traded funds.

F. Commissions

Advisor does not accept or earn any compensation for the sale of securities or investment products.

6. Performance-Based Fees

HELIOS WEALTH ADVISORS does not use a performance-based fee structure because of the potential conflict of interest. Performance-based compensation may

create an incentive for the adviser to recommend an investment that may carry a higher degree of risk to the client. As such, fees are not based on any share of the capital gains or capital appreciation of the managed securities.

7. Types of Clients

HELIOS WEALTH ADVISORS offers its services primarily to individuals, retirement accounts (IRAs, pension and profit-sharing plans), charitable organizations, trusts and estates. Generally, the minimum dollar value of assets required to set up an investment advisory account is \$500,000 (which equates to an annual fee of \$5,500). However, Advisor maintains the discretion to waive the account minimum as it deems appropriate.

Clients who opt into electronic delivery of statements or maintain at least \$1 million in assets at Fidelity will not be charged transaction fees for U.S. listed equities and exchange traded funds.

8. Methods of Analysis, Investments Strategies and Risk of Loss

A. Methods of Analysis

Security analysis methods may include charting, fundamental analysis, technical analysis, and cyclical analysis.

The main sources of information include financial newspapers and magazines, inspections of corporate activities, research materials prepared by others, corporate rating services, timing services, annual reports, prospectuses, filings with the Securities and Exchange Commission, and company press releases.

Other sources of information that **HELIOS WEALTH ADVISORS** may use include Morningstar mutual fund information, Morningstar stock information, Fidelity Institutional Wealth Services, Fidelity Management & Research Co., Advisor Intelligence, and the World Wide Web.

B. Investment Strategies

The primary investment strategy used on client accounts is strategic asset allocation utilizing actively-managed no-load mutual funds. Portfolios are usually a mix of cash, fixed income, equity and alternative asset classes, and are globally diversified to control the risk associated with traditional markets.

The investment strategy for a specific client is based upon the objectives stated by the client during consultations. The client may change these objectives at any time. Each client executes an Investment Guidelines and Restrictions that documents their objectives and their desired investment strategy.

Our firm considers cash and cash equivalents to be an asset class. Therefore, our firm assess an advisory fee on cash and cash equivalents unless indicated otherwise in writing. The advisor considers cash and cash equivalents to

generally refer to either United States dollars or highly liquid short-term debt instruments such as, but not limited to, treasury bills, bank CD's and commercial papers. Generally, these assets are considered nonproductive and will be exposed to inflation risk and considerable opportunity cost risk. Investments in cash and cash equivalents will generally return less than the advisory fee charged by our firm. Our firm may recommend cash and cash equivalents as part of our clients' asset allocation when deemed appropriate and in their best interest.

Other strategies may include long-term purchases, short-term purchases, trading, short sales, margin transactions, and option writing (including covered options, uncovered options).

C. Risk of Loss

All investment programs have certain risks that are borne by the investor. Our investment approach constantly keeps the risk of loss in mind. Investors face the following investment risks:

- **Interest-rate Risk:** Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.
- **Market Risk:** The price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances. For example, political, economic and social conditions may trigger market events.
- **Inflation Risk:** When any type of inflation is present, a dollar today will not buy as much as a dollar next year, because purchasing power is eroding at the rate of inflation.
- **Currency Risk:** Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.
- **Reinvestment Risk:** This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.
- **Business Risk:** These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk of profitability than an electric company, which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.
- **Liquidity Risk:** Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in

a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.

- **Financial Risk:** Excessive borrowing to finance a business' operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

9. Disciplinary Information

A. Criminal or Civil Proceedings

Neither the Advisor, nor any supervised person, is currently now or has been within the preceding 10 years the subject of any criminal or civil proceedings related to past or present investment clients.

B. SEC Administrative Proceedings

Neither the Advisor, nor any supervised person, is currently now or has been within the preceding 10 years the subject of any SEC Administrative proceedings related to past or present investment clients.

C. Self-Regulatory Organization (SRO) Proceedings

Neither the Advisor, nor any supervised person, is currently now or has been within the preceding 10 years the subject of any Self-Regulatory Organization (SRO) proceedings related to past or present investment clients.

10. Other Financial Industry Activities and Affiliations

A. Broker-Dealer or Registered Representative

Neither the Advisor, nor any supervised person, is currently registered as a broker-dealer or registered representative.

B. Futures and/or Commodities

Neither the Advisor, nor any supervised person, is currently registered with any commodities or futures exchanges or brokerages.

C. Other Related Persons

Theodore Koinis serves as a General Partner for several family limited partnerships. Advisory clients of **HELIOS WEALTH ADVISORS** are not solicited to invest in any family limited partnership for which Mr. Koinis acts as General Partner. Mr. Koinis devotes approximately 1 hour every month outside of securities trading hours to this outside business activity.

Theodore Koinis is also the Manager of Silver Pear 518 Business Park, Ltd. Mr. Koinis devotes approximately 20 hours per month to this outside business activity. Mr. Koinis devotes approximately 5 hours per month during securities trading hours to this outside business activity.

D. Other Affiliations and Potential Conflicts of Interest

HELIOS WEALTH ADVISORS does not have any other affiliations or potential conflicts of interest to disclose.

11. Code of Ethics

A. Code of Ethics

The employees of **HELIOS WEALTH ADVISORS** have committed to a Code of Ethics that is available for review by clients and prospective clients upon request. The firm will provide a copy of the Code of Ethics to any client or prospective client upon request.

B. Participation or Interest in Client Transactions

HELIOS WEALTH ADVISORS and its employees may buy or sell securities that are also held by clients. If the possibility of a conflict of interest occurs, the client's interest will prevail. It is the policy of the Advisor that priority will always be given to the client's orders over the orders of an employee of the Advisor, in other words, employees may not trade their own securities ahead of client trades. Employees must comply with the provisions of the **HELIOS WEALTH ADVISORS** *Compliance Manual*.

Also, neither the Advisor, any supervised person of the Advisor, nor any related person recommends to clients, or buys or sells for clients accounts, securities in which the Advisor or related person has a material financial interest.

C. Personal Trading

To avoid any potential conflicts of interest involving personal trades, Advisor's Code of Ethics addresses personal trading and insider trading policies and procedures. The Code of Ethics requires, among other things, that employees:

- Act with integrity, competence, diligence, respect, and in an ethical manner with the public, clients, prospective clients, employers, employees, colleagues in the investment profession, and other participants in the global capital markets;
- Place the integrity of the investment profession, the interests of clients, and the interests of Registrant above one's own personal interests;
- Adhere to the fundamental standard that you should not take inappropriate advantage of your position;
- Avoid any actual or potential conflict of interest;
- Conduct all personal securities transactions in a manner consistent with this policy;

- Use reasonable care and exercise independent professional judgment when conducting investment analysis, making investment recommendations, taking investment actions, and engaging in other professional activities;
- Practice and encourage others to practice in a professional and ethical manner that will reflect credit on yourself and the profession;
- Promote the integrity of, and uphold the rules governing, capital markets;
- Maintain and improve your professional competence and strive to maintain and improve the competence of other investment professionals.
- Comply with applicable provisions of the federal securities laws.

Advisor's Code of Ethics also requires employees to: 1) pre-clear certain personal securities transactions, 2) report personal securities transactions on at least a quarterly basis, and 3) provide the Advisor with a detailed summary of certain holdings (both initially upon commencement of employment and annually thereafter) over which such employees have a direct or indirect beneficial interest.

12. Brokerage Practices

A. Selecting Brokerage Firms

Absent an existing brokerage relationship, **HELIOS WEALTH ADVISORS** will assist the client with developing a relationship with brokers with which the Advisor has a relationship.

Currently, Advisor has an arrangement with National Financial Services LLC and Fidelity Brokerage Services LLC (collectively, and together with all affiliates, "Fidelity") through which Fidelity provides the Advisor with "institutional platform services." The institutional platform services include, among others, brokerage, custody, and other related services. Fidelity's institutional platform services that assist the Advisor in managing and administering clients' accounts include software and other technology that:

- Provide access to client account data (such as trade confirmations and account statements);
- Facilitate trade execution and allocate aggregated trade orders for multiple client accounts;
- Provide research, pricing and other market data;
- Facilitate payment of fees from its clients' accounts;
- Assist with back-office functions, recordkeeping and client reporting.

Fidelity also offers other services intended to help **HELIOS WEALTH ADVISORS** manage and further develop its advisory practice. Such services

include, but are not limited to, performance reporting, financial planning, contact management systems, third party research, publications, access to educational conferences, roundtables and webinars, practice management resources, access to consultants and other third party service providers who provide a wide array of business related services and technology with whom the Advisor may contract directly.

The Advisor also has an arrangement with American Funds Service Company (AFS) to gain access to its F-2 share class platform. This platform provides services which include, among others, custody, and other related services that assist the Advisor in managing and administering clients' accounts including:

- Provide access to client account data (such as trade confirmations and account statements);
 - Provide research, pricing and other market data;
 - Facilitate payment of fees from its clients' accounts;
 - Assist with back-office functions, recordkeeping and client reporting.
- American Funds Service Company also offers other services intended to help **HELIOS WEALTH ADVISORS** manage and further develop its advisory practice. Such services include, but are not limited to, performance reporting, financial planning, publications, access to educational conferences, roundtables and webinars, practice management resources, and access to consultants and technology with whom the Advisor may contract directly.

HELIOS WEALTH ADVISORS is independently operated and owned and is not affiliated with Fidelity or American Funds.

Fidelity and AFS generally do not charge its advisor clients separately for custody services but is compensated by account holders through commissions and other transaction-related or asset-based fees for securities trades that are executed through Fidelity or that settle into Fidelity accounts (i.e., transactions fees are charged for certain no-load mutual funds, commissions are charged for debt securities transactions) or in the case of AFS, asset-based fees for mutual funds. Fidelity provides access to many no-load mutual funds without transaction charges and other no-load funds at nominal transaction charges.

The Advisor will make recommendations based on the needs of the client and the services provided by the broker/custodian such as ability to execute trades, margin rates, on-line access to accounts, transaction charges, consolidated reporting, duplicate monthly statements, access to mutual funds, including lower sales charges than for direct purchases and lower minimum purchase amounts.

1. Directed Brokerage

In certain occasions, the Advisor does permit the client to direct brokerage on their account. In such instances, the Advisor's ability to manage the account could be severely limited and many of the benefits

achieved by clients with accounts at Fidelity may or may not be achieved by clients directing their own brokerage.

B. Soft Dollar Benefits

HELIOS WEALTH ADVISORS does not receive soft dollars in excess of what is allowed by Section 28(e) of the Securities Exchange Act of 1934. The safe harbor research products and services obtained by our firm will generally be used to service all of our clients but not necessarily all at any one particular time.

HELIOS WEALTH ADVISORS does not direct client transactions to a particular broker-dealer in return for soft dollar benefits, nor does our firm receive brokerage for client referrals.

C. Order Aggregation

Most trades done by **HELIOS WEALTH ADVISORS** involve mutual funds where trade aggregation does not garner any client benefit. However, in certain instances, the Advisor may aggregate numerous clients' or funds' purchases or sales as a single transaction. Transactions are usually aggregated to seek a lower commission, lower costs, or a more advantageous net price. The benefits, if any, obtained as a result of such aggregation, are generally allocated pro-rata among the accounts of the clients or the funds which participated in the aggregated transaction.

13. Review of Accounts

A. Periodic Reviews

Client accounts will be reviewed no less than quarterly for performance and adherence to investment policies and may trigger buy or sell recommendations as we deem appropriate. All accounts will be reviewed by Ted Koinis, President and Chief Compliance Officer.

Financial Planning clients do not receive reviews of their written plans unless they take action to schedule a financial consultation with us. Our firm does not provide ongoing services to financial planning clients, but are willing to meet with such clients upon their request to discuss updates to their plans, changes in their circumstances, etc. Financial Planning clients do not receive written or verbal updated reports regarding their financial plans unless they separately engage our firm for a post-financial plan meeting or update to their initial written financial plan.

Retirement Plan Consulting clients receive reviews of their retirement plans for the duration of the service. Our firm also provides ongoing services where clients are met with upon their request to discuss updates to their plans, changes in their circumstances, etc. Retirement Plan Consulting clients do not receive written or verbal updated reports regarding their plans unless they choose to engage our firm for ongoing services.

B. Review Triggers

Factors which may trigger a review include but are not limited to changes in a client's financial circumstances, changes in general market conditions, and additional client contributions and/or withdrawals.

C. Regular Reports

Clients are provided quarterly reports which focus on account performance and allocation. Clients will also receive monthly or quarterly reports from their custodian.

14. Client Referrals and Other Compensation

A. Incoming Referrals

HELIOS WEALTH ADVISORS has been fortunate to receive many client referrals over the years. The referrals came from current clients, estate planning attorneys, accountants, employees, personal friends of employees and other similar sources. The firm does not compensate referring parties for these referrals.

B. Solicitation Agreements

No person who is not a supervised person is directly or indirectly compensated in any manner.

C. Other Compensation

Except for the arrangements outlined in Item 12 of the Form ADV Part 2A, **HELIOS WEALTH ADVISORS** has no additional arrangements to disclose.

15. Custody

All assets are held at broker-dealers, banks or other qualified custodians, which mean the custodians provide account statements directly to clients at their address of record at least quarterly. **HELIOS WEALTH ADVISORS** does not take custody of clients' assets. Clients are urged to compare the account statements received directly from their custodians to the performance report statements provided by the Advisor.

16. Investment Discretion

A. Discretionary Authority for Trading

HELIOS WEALTH ADVISORS will be responsible for selecting the amount of securities to be bought and sold. The only limitations on the investment authority will be those limitations imposed in writing by the client.

The Advisor will also have discretion over the selection and amount of securities to be bought or sold without obtaining specific client consent. Because the Advisor engages in an investment advisory business and manages more than one account, there may be conflicts of interest over the Advisor's time devoted to managing any one account and the allocation of investment opportunities among all accounts being managed. The Advisor will attempt to resolve all such conflicts in a manner that is generally fair to all of its clients. Advice may be given and action taken with respect to any of its clients that may differ from advice given or the timing or nature of action taken with respect to any particular client so long as it is the Advisor's policy, to the extent practicable, to allocate investment opportunities over a period of time on a fair and equitable basis relative to other clients.

We may aggregate numerous clients' or funds' purchases or sales as a single transaction. Transactions are usually aggregated to seek a lower commission, lower costs, or a more advantageous net price. The benefits, if any, obtained as a result of such aggregation, are generally allocated pro-rata among the accounts of the clients or the funds which participated in the aggregated transaction.

The Advisor is not obligated to acquire for any account any security that we or our officers, partners, members or employees may acquire for their own accounts or for the account of any other client, if in the Advisor's absolute discretion it is not practical or desirable to acquire a position in such security.

B. Limited Power of Attorney

As part of the Investment Management Agreement, client agrees to discretionary management and grants **HELIOS WEALTH ADVISORS** a Limited Power of Attorney (LPOA) to invest, sell, and reinvest proceeds in the account.

17. Voting Client Securities

A. Proxy Voting

Notwithstanding Advisor's discretionary authority to make investment decisions on behalf of clients, **HELIOS WEALTH ADVISORS** will not exercise proxy voting authority over securities held in client accounts. The obligation to vote client proxies shall at all time rest with the client. Advisor shall not be deemed to have proxy voting authority solely as a result of providing advice or information about a particular proxy vote to a client.

Should Advisor inadvertently receive proxy information for a security held in a client's account, then Advisor will make a good faith effort to forward such information on to Client in a timely manner, but will not take any further action with respect to the voting of such proxy. Upon termination of its Investment Advisory Agreement with a client, Advisor shall make a good faith and reasonable attempt to forward proxy information inadvertently received by Advisor on behalf of the client to the forwarding address provided by the client to Advisor.

18. Financial Information

HELIOS WEALTH ADVISORS does not have any financial impairment that will preclude the firm from meeting contractual commitments to clients. The Advisor has not been the subject of a bankruptcy petition at any time during the past 10 years.

A balance sheet is not required to be provided because **HELIOS WEALTH ADVISORS** does not serve as a custodian for client funds or securities, and does not require prepayment of fees of more than \$500 per client, and six months or more in advance.

19. Requirements for State-Registered Advisers

A. Education and Business Standards

HELIOS WEALTH ADVISORS requires that advisors in its employ have a bachelor's degree and an industry recognized professional designation, such as: a CFP®, CFA, AIF®, ChFC, JD, CLU, CPA, or PFS. Additionally, advisors must have work experience that demonstrates their aptitude for financial planning and investment management.

B. Professional Certifications

Employees and/or related persons have earned certifications and credentials that are required to be explained in further detail.

CERTIFIED FINANCIAL PLANNER™ (or CFP®): CERTIFIED FINANCIAL PLANNER™ professionals are licensed by the CFP Board to use the prestigious CFP® mark. CFP® certification requirements:

- Bachelor's degree from an accredited college or university.
- Completion of the financial planning education requirements set by the CFP Board (www.cfp.net).
- Successful completion of the 10-hour CFP® Certification Exam.
- Three-year qualifying full-time work experience.
- Adhere to the CFP Board's *Standards of Professional Conduct and Code of Ethics and Professional Responsibility*.
- Commit to bi-annual Continuing Education (CE) requirements.

Accredited Investment Fiduciary® (or AIF®)

The AIF Designation certifies that the recipient has specialized knowledge of fiduciary standards of care and their application to the investment management process. The designation is administered by the Center for Fiduciary Studies, the standards-setting body of fi360. To receive the AIF Designation, the individual must meet the following requirements:

- One of the following combinations of education, industry experience, and/or professional development:
 - Minimum of two (2) years of relevant experience; a bachelor's degree (or higher); and a professional credential.

- Minimum of five (5) years of relevant experience; a bachelor's degree (or higher); or a professional credential.
- Minimum of eight (8) years of relevant experience.
- Enroll in and complete the AIF® Training program.
- Pass a comprehensive, closed-book AIF® examination.
- Annually attest to the Code of Ethics and Conduct Standards.
- Accrue and report annual Continuing Education (CE) requirements.

Certified Public Accountant (or CPA): Certified Public Accountants are licensed by each of the 50 U.S. states and five jurisdictions (Washington D.C., Guam, Puerto Rico, U.S. Virgin Islands, and Commonwealth of the Northern Mariana Islands). In general, requirements fall into the following categories:

- Hold a bachelor's degree from an accredited institution.
- A total of 150 semester credits from an accredited institution, including a specified number of ethics, accounting and business courses.
- Successful completion of all four exam sections of the Uniform CPA Examination.
- Have one year of full-time work experience under the direct supervision of a licensed CPA.
- Pass an exam on the Board's Rules of Professional Conduct.
- Be of good moral character.
- Commit to annual Continuing Education (CE) requirements.

C. Key Personnel

1. Theodore X. Koinis, CFP®, AIF®

Year of Birth: 1962

Formal Education After High School:

- Accredited Investment Fiduciary Certificant, 2012
- CERTIFIED FINANCIAL PLANNER™ Certificant, 2003
- University of Houston, M.B.A., 1992
- University of North Carolina at Chapel Hill, B.S. Chemistry, 1984

Business Background for the Preceding Five Years:

- February 2005 to Present
Helios Wealth Advisors, LLC, President
- From March 2005 to October 2009
United Planners Financial Services of America – Registered Representative
- May 1995 to February 2005
Financial Synergies, Inc., Vice President/Senior Consultant

Additional Compensation: None

Supervision: Theodore X. Koinis is ultimately responsible for all aspects of the Advisor, including operations, compliance and investment decision and management.

Arbitration Claims: None; Self-Regulatory Organization or Administrative Proceeding: None; Bankruptcy Petition: None