Form ADV Part 2A – Appendix 1B

March 29, 2024

Orion Portfolio Services (OPS) Wrap Fee Brochure for Clients and Prospective Clients of First Affirmative Financial Network, LLC

Item 1: Introduction and Overview

This Wrap Fee Brochure provides information about the qualifications and business practices of First Affirmative Financial Network, LLC (First Affirmative). Capitalized terms not defined in this Wrap Fee Brochure are defined in First Affirmative's Form ADV Part 2A (Disclosure Brochure).

First Affirmative is an investment advisor registered (RIA) with the U.S. Securities and Exchange Commission (SEC) with its principal place of business at 5475 Mark Dabling Boulevard, Suite 320, Colorado Springs, CO 80918. It should be noted that, while First Affirmative is registered with the SEC, such registration does not imply a certain level of skill or training.

This Wrap Fee Brochure is required to be delivered to any prospective client of the First Affirmative sponsored wrap fee program involving Orion Portfolio Solutions, LLC (OPS) (OPS Wrap Fee Program) prior to or at the time of entering into an investment advisory relationship with First Affirmative that includes participation in the OPS Wrap Fee Program. First Affirmative also sponsors a wrap fee program involving Folio Investments, Inc., which also conducts business under the name Folio Institutional, Inc., both subsidiaries of Folio Financial, Inc., a Goldman Sachs Company (Folio) (Goldman Sachs Wrap Fee Program) and Apex Clearing (Apex) (Apex Wrap Fee Program). A separate Wrap Fee Brochure is available for clients whose investment advisory relationship with First Affirmative includes participation in the Goldman Sachs Wrap Fee Program and/or the Apex Wrap Fee Program. An electronic copy of both brochures are available on a publicly accessible area on the First Affirmative website at www.firstaffirmative.com.

Additional information about First Affirmative is available on the SEC's website at www.adviserinfo.sec.gov. You can search the SEC's website for information about a RIA by using the RIA's unique identifying number known as a "CRD number." First Affirmative's CRD number is 109036. You can also access an electronic copy of this document in a publicly accessible area on the First Affirmative website at www.firstaffirmative.com.

If you have any questions about the contents of this Wrap Fee Brochure, please contact First Affirmative's Chief Compliance Officer, Kathy Lewis, at 719-660-6157 or kathylewis@firstaffirmative.com. While submitted to the SEC, the information in this Wrap Fee Brochure has not been approved or verified by the SEC or by any state securities authority.

Item 2: Material Changes

Consistent with SEC rules, First Affirmative updates this Wrap Fee Brochure at least annually, within 90 days of the close of its fiscal year, which is December 31. If there are material changes from the prior annual update of this Wrap Fee Brochure, and you received a prior version of this Wrap Fee Brochure, such changes will be set forth in the "Summary of Material Changes" accompanying this Wrap Fee Brochure.

Item 4: Services, Fees, and Compensation

Description of the OPS Wrap Fee Program

The OPS Wrap Fee Program applies to discretionary investment advisory services offered by First Affirmative, through its investment advisor representatives (IARs), (as defined in the Disclosure Brochure), consistent with its Sustainable Investment Solutions advisory offering (as described in the Disclosure Brochure) using proprietary investment model portfolios constructed and managed by First Affirmative (Proprietary Models), as well as models selected by First Affirmative that are constructed and managed by third-party unaffiliated investment advisors (Third-Party Models).

Wrap Fee for the OPS Wrap Fee Program

The OPS Wrap Fee Program fee (Wrap Fee) includes all costs for investment management, trade execution, and custody and clearing (which is provided by TD Ameritrade, Inc. (TD Ameritrade), unless specifically noted as a separate charge below. Fees on assets included in the Wrap Fee Program are charged as a percentage of assets under management, annualized, in arrears, on a monthly basis according to the schedule below. The Wrap Fee shown in the table below is collected from each client account by OPS on First Affirmative's behalf.

Tier	Dollar Value of Assets under Management	Fee per annum
On the first	$50,000	1.450%
On the next	$100,000	1.350%
On the next	$100,000	1.200%
On the next	$150,000	1.195%
On the next	$100,000	1.125%
On the next	$400,000	1.125%

On the next	$100,000	1.100%
On the next	$1,000,000	0.950%
On the next	$1,000,000	0.850%
On the next	$2,000,000	0.750%
On the next	$5,000,000	0.550%
Above	$10,000,000	0.450%

Third-Party Model Managers (also referred to as portfolio managers) utilized by First Affirmative when advising clients on the OPS platform are paid 0 to 10 basis points (bps) (0.10%) out of the Wrap Fee. First Affirmative also receives 14 bps when its Proprietary Models are used by third-party RIAs in the course of providing fiduciary advice to their clients. Some of the models that are available to IARs for purposes of providing discretionary investment advice to clients on the OPS Platform are Proprietary Models. When a Proprietary Model is used by an IAR, a client is not charged a separate basis point fee – the Wrap Fee includes the cost of all Proprietary Models.

There is no minimum size for accounts that are advised by First Affirmative on the OPS platform and the Wrap fee is negotiable by clients through their IAR.

The Wrap Fee may be more or less than the aggregate fee for services if they were offered separately. Some factors that may contribute to the relative cost differential include, but are not limited to, the brokerage and clearing costs, commissions based on trading frequency or commissions based on type of security (e.g., mutual fund versus single stock) and First Affirmative uses institutional class shares of mutual fund share classes in managed mutual fund models.

Mutual Fund Expenses

Mutual funds have internal expenses, such as portfolio management, legal and accounting, printing, marketing, trading costs, and other administrative expenses, including fees paid to custodians. Fund expenses are more fully disclosed in each mutual fund prospectus. They are accounted for and charged internally by the mutual funds and monies collected or retained are not shared with First Affirmative.

Any mutual fund sale within a defined period time per the mutual fund prospectus after the initial purchase will trigger a contingent deferred sales charge by the mutual fund company on the transaction. These charges vary among the mutual funds that are held in a client account.

Incidental Fees Charged by TD Ameritrade

In addition to the fees above, clients are still responsible for any special fees incurred at the client’s request, such as wire transfer fees, etc. which are charged and disclosed by TD Ameritrade. All fees are subject to change and can be found at: www.tdameritrade.com/pricing/brokerage-fees.page.

Compensation to IARs relating to Client Participation in the OPS Wrap Fee Program

IARs are compensated from the Wrap Fee. The amount of this compensation may be more or less than the compensation an IAR would receive if not recommending the OPS Wrap Fee Program. This may create a conflict of interest in that the IAR may have a financial incentive to recommend the OPS Wrap Fee Program over other programs and services. See section below addressing compensation conflicts for a discussion as to how First Affirmative mitigates this conflict.

Compensation for Accounts Under Title I of the Employee Retirement Income Security Act (ERISA)

Clients should be aware that conflicts of interest surrounding compensation, may impair the objectivity of First Affirmative and its owners, officers, investment advisor representatives, or employees when providing advisory services. This includes a recommendation to rollover retirement assets to an account managed by the advisor. The Department of Labor's Rule 3.0, known as the Fiduciary Rule, requires investment fiduciaries to review the costs associated with rolling over ERISA plan assets to another retirement vehicle. A conflict of interest occurs if the advisor earns a new fee or increase its current compensation as a result of the rollover. There also is the possibility of conflicts of interest between clients and an IAR if the service is provided for variable compensation. First Affirmative offers fee-based compensation which tends to reduce or change the possibility of conflicts of interest but cannot eliminate them entirely. While it is First Affirmative's intent to always offer advice that is in the best interest of the client, it is the client's responsibility to evaluate that advice and determine if it is appropriate before acting. No client is obligated to accept any recommendation, including recommendations regarding rollovers, and all clients are free to implement any recommendation with the broker, planner, or advisor of their choice.

Item 5: Account Requirements and Types of Clients

First Affirmative does not accept clients that are under any restriction as it relates to the USA Patriot Act or Bank Secrecy Act or comparable legislation.

There is no minimum size for accounts that participate in the OPS Wrap Fee Program and there is no minimum asset balance to be invested in any Third-Party Model or any Proprietary Model.

The following types of clients may participate in the OPS Wrap Fee Program:

- Individuals (to include high net worth individuals)
- Trusts, estates, and charitable organizations

- Nonprofit organizations and other non-governmental organizations
- Corporations or other businesses not listed above

Item 6: Portfolio Manager Selection and Evaluation

Selection of Models

IARs provide investment advisory services in the OPS Wrap Fee Program consistent with First Affirmative's Sustainable Investment Solutions advisory offering (as described in the Disclosure Brochure). They may use Proprietary Models as well as Third-Party Models. First Affirmative provides investment advice with the philosophies of sustainable, responsible, impact (SRI) investing. All investment portfolios are constructed by integrating particular values and/or environmental, social, and governance (ESG) factors in order to reflect a client's values and preferences, as well as aligning with the client's investment goals and risk profile as established in the Investment Policy Statement by the client and the IAR.

In considering all of the models available on the OPS Platform (Proprietary Models and Third-Party Models), IARs begin by reviewing the models available on the platform through discussions with wholesalers and reading fact sheets on each Third-Party Model Manager. The IARs then review the risk and return ratios on each model as well as the performance to determine which models are likely to continue to meet the client's needs. Generally, models with ongoing substandard performance (as reported on the OPS Platform, which has been represented as being consistent with the performance standards of the CFA Institute) are eliminated along with models that may be considered "alternative strategies" (e.g., currency strategies). Further, IARs typically exclude exchanged traded fund (ETF) models on the OPS Platform due to the high minimum initial purchase amount of $50,000. An IAR also may consider information about the model that comes to light, management changes, or change of investment philosophy. Ultimately, the decision to make a change is based on a number of factors, including a change in the client's circumstances, investment philosophy, risk tolerance or market concerns.

First Affirmative does not review, nor engage a third party to review, performance information relating to models shown on the OPS Platform for compliance with the CFA Institute standards or to verify accuracy. Accordingly, the performance information with respect to any models used may not be calculated on a uniform and consistent basis.

Use of Proprietary Models

As noted above, First Affirmative makes available Proprietary Models on the OPS Platform that may be used by IARs in the process or providing investment advisory services in the OPS Wrap Fee Program. Proprietary Models are subject to the same selection and review process as Third-Party Models that participate in the program.

One IAR is a member of First Affirmative senior management and the Investment Committee. In his role, he provides investment advisory services to individual clients, while also assisting with the development of Proprietary Models managed at another custodian. Proprietary Models developed by this IAR are subject to the same selection and review process as other Third-Party Models and other Proprietary Models. Further, he does not receive compensation relating to his development of Proprietary Models.

First Affirmative's Advisory Business – Fiduciary

First Affirmative provides investment advice consistent with ESG philosophies investing. Clients who choose to invest with First Affirmative make a conscious choice to put their money to work for a dual purpose—to provide for a secure retirement, for example, while working for a better, socially just, and environmentally sustainable future for all.

First Affirmative and its IARs (as defined in the Disclosure Brochure) provide, in the capacity of a fiduciary, discretionary investment advisory services to investors. These services are tailored to the individual needs of the client that seek integration of personal values and/or ESG factors in the construction and management of mutual fund portfolios. First Affirmative does not offer discretionary advice concerning direct ownership of non-mutual fund securities, commodities, futures, derivatives or short selling.

Discretionary Investment Advisory Services – Sustainable Investment Solutions in Practice

Discretionary Investment Advice

Through its IARs, First Affirmative creates unique relationships with clients by combining discretionary investment advisory services and advanced financial technologies with responsible investment strategies that consider ESG factors. Generally, First Affirmative's innovative approach combines:

Fiduciary Responsibility. In First Affirmative's relationship with clients where First Affirmative is providing discretionary investment advice, First Affirmative acknowledges that it serves and acts in a fiduciary capacity under the Investment Advisers Act of 1940.

When we provide investment advice to you regarding your retirement plan account or individual retirement account (IRA), we are fiduciaries within the meaning of Title I of the Employee Retirement Income Security Act (ERISA) and/or the Internal Revenue Code, as applicable, which are laws governing retirement accounts. The way we make money creates some conflicts with your interests. Under both rules First

Affirmative and the Network Advisors we work with operate in your best interest and do not place their needs ahead of yours.

The types of rollovers include an existing Retirement Plan to an IRA; an existing IRA to a Retirement Plan; an employer Retirement Plan to a new employer Retirement Plan; an IRA to an IRA; and a change from one retirement account type to another type, including from commission billing to fees.

Individualized Advice. One size does not fit all. First Affirmative offers a variety of fee-based investment options, each designed to best meet the needs of individual clients and/or specific types of clients. The client has the opportunity to place reasonable restrictions on the types of investments to be held in the client account.

Objectivity. IARs provide their clients with objective advice. Fees for account management are generally based on assets under management and, as a result, the client's interests, the interests of the IAR, and the interests of First Affirmative are closely aligned.

Wrap Fee Program Participation

First Affirmative participates in a wrap fee program sponsored by Geneos Wealth Management, Inc., (Geneos/Axiom) by making its Proprietary Models available on the platform. The Proprietary Models on the Geneos/Axiom platform are required to meet certain criteria set by Geneos/Axiom and any models listed are subject to ongoing reviews. First Affirmative constructs such models with the same investment philosophy and process as it uses in other Proprietary Models. However, the included securities are restricted to securities that are approved by Geneos/Axiom and are consistent with Geneos/Axiom's asset allocation strategies and model construction guidelines. First Affirmative exercises no discretion with respect to clients subscribed to the model portfolios but may receive an asset-based fee when a model constructed by First Affirmative is used by Geneos/Axiom or a representative of Geneos/Axiom in making a recommendation to a client.

Retirement Plan Consulting Services

First Affirmative offers the services listed below to individuals and charitable organizations who need assistance with pension, profit sharing and 401(k) plans. The services are comprised of the following non-discretionary consulting services:

- Identification of investment vehicles for the plan trustees; and
- Provisions of educational support and investment workshops to self-directed 401(k) plans participants.

First Affirmative may offer the services listed below to individuals and charitable organizations who need assistance with pension, profit sharing, and 401(k) plans for an hourly or one-time fee. This assistance will be reviewed against the Five Part Test developed by the Department of Labor to determine if it rises to the status of fiduciary advice. The DOL Fiduciary Rule requirements will be met, if applicable. The services are comprised of the following non-discretionary consulting services:

- Education about investment vehicles for the plan trustees; and
- Provision of educational support and investment workshops to self-directed 401(k) plans participants.

First Affirmative does not provide investment advisory services to participants in retirement plans where it provides services to the plan.
First Affirmative is compensated for its retirement plan consulting services either based on an hourly rate as negotiated between First Affirmative and the plan sponsor or a fee charged based upon assets under advisement by the asset custodian.

First Affirmative's Advisory Business – Non-Fiduciary

First Affirmative provides non-fiduciary services to Network Advisors on a limited basis. These services are not available on the OPS platform.

Performance-Based Fees

First Affirmative does not charge performance-based fees.

Methods of Analysis, Investment Strategies, Risk of Loss

Investment Philosophy

First Affirmative follows an established investment management process consistent with standards of fiduciary care and with a long-term orientation.

First Affirmative's experience suggests that the financial planning and investment needs of most socially conscious investors can be met while providing competitive investment returns without a material increase in risk. For most clients, First Affirmative believes that a long-term, diversified approach is the most appropriate investment strategy. First Affirmative supports strategic asset allocation as well as more active portfolio management strategies. First Affirmative does not offer recommendations concerning direct ownership of commodities, futures, derivatives, or short selling, but does offer tactical investment strategies appropriate for some investors.

First Affirmative may use the following types of investment vehicles in service of achieving client goals and objectives.

- American depository receipts (ADRs)

- Certificates of deposit
- Commercial paper
- Corporate bonds
- Exchange traded funds (ETFs)
- Exchange traded notes (ETNs)
- Government agency securities
- Individual stocks
- Municipal bonds
- Mutual funds
- Options on equities
- OTC securities
- Other exchange traded securities
- Private placements
- Real estate investment trusts (REITs)
- Warrants

Methods of Analysis, Investment Strategies, Risk of Loss

First Affirmative may use the following methods of analysis in formulating investment advice and/or managing client assets:

Asset Allocation. Rather than focusing primarily on securities selection, First Affirmative attempts to identify an appropriate ratio of securities, fixed income, and cash suitable to the client's investment goals and risk tolerance. A risk of asset allocation is that the client may not participate in sharp increases in a particular security, industry or market sector is not included in their allocation. Another risk is that the ratio of securities, fixed income, and cash will change over time due to stock and market movements and, if not corrected, will no longer be appropriate for the client's goals.

Charting. In this type of technical analysis, charts of market, and security activity are reviewed in an attempt to identify when the market is moving up or down, to predict how long the trend may last, and when that trend might reverse. While this is a common method of analysis, there is always the risk that past performance is not representative of future results or that the assumptions made prove to be incorrect.

Cyclical Analysis. In this type of technical analysis, the movements of a particular stock against the overall market are analyzed in an attempt to predict the price movement of the security. There always is the risk that past performance is not representative of future results or that the assumptions made prove to be incorrect.

ESG Integration. A sustainable and responsible approach to investing includes both quantitative and qualitative analysis. Our investment process integrates analysis of environmental, social, and corporate governance factors in portfolio design. Management of environment, social and governance issues and impacts can have a material influence (either positive or negative) on company profitability, value, and share price. Risk is inherent in the fact that a poorly managed or financially unsound company or product may cause the investment to underperform regardless of its mission.

Fundamental Analysis. The intrinsic value of a security is analyzed by reviewing economic and financial factors (including the overall economy, industry conditions, and the financial condition and management of the company itself) to determine if the company is underpriced (suggesting it may be a good time to buy) or overpriced (suggesting it may be a good time to sell). Fundamental analysis does not attempt to anticipate market movements or changes in value. There is risk in the fact that the price of a security can rise or fall along with the overall market, regardless of the economic and financial factors considered in evaluating the stock.

Mutual Fund and/or ETF Due Diligence. First Affirmative looks at the experience and track record of the manager of the mutual fund or ETF in an attempt to determine if that manager has demonstrated an ability to invest over a period of time and in different economic conditions. First Affirmative also looks at the underlying assets in a mutual fund or ETF in an attempt to determine if there is significant overlap in the underlying investments held in another fund or funds in the client's portfolio. First Affirmative also monitors the funds or ETFs in an attempt to determine if they are continuing to follow their stated investment strategy.

A risk of mutual fund and/or ETF analysis is that, as in all securities investments, past performance does not guarantee future results. A manager who has been successful one year may not be successful in the future. In addition, as First Affirmative does not control the underlying investments in a fund or ETF, managers of different funds held by the client may purchase the same security, increasing the risk to the client if that security were to fall in value. There is also a risk that a manager may deviate from the stated investment mandate or strategy of the fund or ETF, which could make the holding(s) less suitable for the client's portfolio.

Qualitative Analysis. This type of analysis describes the process of evaluating difficult to quantify factors such as quality of management, labor relations, and strength of research and development factors not readily subject to measurement and predict changes to share price based on that data. A risk in using qualitative analysis is that our subjective judgment may prove to be incorrect.

Quantitative Analysis. Mathematical modeling is used in an attempt to obtain more accurate measurements of a company's quantifiable data, such as the value of a share price or earnings per share, and predict changes to that data. A risk in using quantitative analysis is that the models used may be based on assumptions that prove to be incorrect.

Risks for all Forms of Analysis and Due Diligence. First Affirmative's securities analysis methods rely on the assumption that the companies whose securities First Affirmative purchases and sells, the rating agencies that review these securities, and other publicly- available sources of information about these securities, are providing accurate and unbiased data. While First Affirmative is alert to indications that data may be incorrect, there is always a risk that analysis may be compromised by inaccurate or misleading information.

Technical Analysis. Historical market movements are analyzed and that analysis is applied to the present in an attempt to recognize recurring patterns of investor behavior and potentially predict future price movement. Technical analysis does not consider the underlying financial condition of a company. Risk is inherent in the fact that a poorly-managed or financially unsound company may underperform regardless of market movement.

Third-Party Model Manager and/or Sub-Advisor Due Diligence. First Affirmative examines the experience, expertise, investment philosophies, and past performance of independent Third-Party Model Managers and/or Sub-Advisors in an attempt to determine if there has been demonstrated ability to invest over a period of time and in different economic conditions. First Affirmative monitors the Third-Party Model Manager's model holdings, strategies, concentrations and leverage as part of its overall periodic risk assessment. Additionally, as part of First Affirmative's due-diligence process, it surveys a Third-Party Model Manager's or Sub-Advisor's compliance and business enterprise risks.

A risk of investing using Third-Party Model Manager and/or Sub-Advisors who have been successful in the past is that they may not be able to replicate that success in the future. In addition, as First Affirmative does not control the underlying investments in a Third-Party Model Manager's portfolio, there is also a risk that a manager may deviate from the stated investment mandate or strategy of the portfolio, making it a less suitable investment for clients. Moreover, as First Affirmative does not control the manager's daily business and compliance operations, First Affirmative may be unaware of the lack of internal controls necessary to prevent business, regulatory, or reputational deficiencies.

Values-Aligned Direct Index Solution (VADIS). VADIS indexing attempts to replicate the performance of an index by purchasing the underlying individual equities instead of using an ETF or mutual fund in an investor's portfolio. First Affirmative's portfolio construction expertise and discretionary investment advisory services may be implemented using our carefully vetted Impact Preferences, or combined with YourStake's Environmental, Social, and Governance (ESG) client assessment, data collection and organization, analytics, and reporting capabilities for investors who seek alignment of personal values and/or ESG factors into investment portfolios that attempt to replicate the performance of a chosen benchmark in our Values Aligned Direct Index Solution.

Our Direct Index Portfolios are constructed on the Orion Astro platform using client-specific inputs provided by the investment advisor. These inputs include but are not limited to:

- Impact Preferences, which may include individual or lists of companies chosen by the client for exclusion or inclusion in the portfolio
- A desired benchmark, which may be a standard index or combination thereof
- Investment strategy constraints and client preferences, such as:
- Maximum number of securities
- Desired tracking error, security count, and security exposure
- Turnover, and trade thresholds, size, and number
- Existing legacy positions, specific-company inclusions/exclusions
- Tax considerations

Investment Strategies

First Affirmative uses the following strategies in managing client accounts, provided that such strategies are appropriate to the needs of the client and consistent with the client's investment objectives, risk tolerance, and time horizons, among other considerations:

Illiquid Securities. First Affirmative may, from time to time, assist clients with analyzing investments in securities in the areas of unlisted and/or unregistered debt or equity, which may have no current or anticipated liquidity. First Affirmative will provide investment advice only on such securities that have passed through and been approved in accordance with its due diligence and investment approval processes. When analyzing investments in securities of this type First Affirmative will use the following analysis: fundamental, qualitative, quantitative, and risk.

Long-Term Purchases. First Affirmative purchases securities with the intention of holding them in the client's account for a year or longer. Typically, this strategy is employed when:

- First Affirmative believes the securities to be currently undervalued, and/or
- First Affirmative wants exposure to a particular asset class over time, regardless of the current projection for this class.

A risk in a long-term purchase strategy is that by holding the security for this length of time, First Affirmative may not take advantage of short-term gains that could be profitable to a client. Moreover, if First Affirmative's predictions are incorrect, a security may decline sharply in value before the decision is made to sell.

Short-Term Purchases. When utilizing this strategy, First Affirmative purchases securities with the idea of selling them within a relatively short time (typically a year or less). First Affirmative does this in an attempt to take advantage of conditions that it believes will soon result in a price swing in the securities purchased.

A short-term purchase strategy poses risks should the anticipated price swing not materialize; First Affirmative is then left with the option of having a long-term investment in a security that was designed to be a short-term purchase, or potentially taking a loss. In addition, this strategy involves more frequent trading than does a longer-term strategy; and could result in increased brokerage and other transaction-related costs, as well as less favorable tax treatment of short-term capital gains.

Risk of Loss

Investing involves risk, including loss of principal. Each client of First Affirmative must be prepared to bear the risk of loss with respect to each account established.

Proxy Voting

Owners of company stock and mutual fund shares have a right to be heard on matters put before shareholders for a vote. Shareholder voting is the primary means by which shareholders can influence a company or mutual fund's operations, its corporate governance, and other activities that may fall outside of financial considerations.

Clients may choose from proxy voting options that are offered by TD Ameritrade. First Affirmative does not vote proxies for clients in the OPS Wrap Fee Program. First Affirmative and its IARs may provide clients with consulting assistance regarding proxy issues if they contact First Affirmative with questions.

Item 7: Client Information Provided to Portfolio Managers

Third-Party Model Managers are investment managers who provide no individualized investment advice to a client, do not place, or execute transactions on behalf of a client and merely license proprietary information about the composition of a hypothetical portfolio to other investment advisors. Accordingly, as a general matter, Third-Party Model Managers on the OPS Platform receive no client information.

It should be noted, however, that, when an IAR uses a Proprietary Model on the OPS platform, First Affirmative is both the investment manager of the model (or portfolio manager) as well as the investment advisor to the client. In its capacity as an investment advisor, First Affirmative provides individualized investment advice and has client information.

Item 8: Client Contact with Portfolio Managers

A Third-Party Model Manager generally has no contact of any type with a client, does not accept investor funds or pool those funds with other investors and does not offer its model portfolio services to anyone other than other investment advisors. Except as noted below, clients do not have access to Third-Party Model Managers.

Again, it should be noted, that, when an IAR uses a Proprietary Model on the OPS Platform, First Affirmative is both the investment manager of the model (or portfolio manager) as well as the investment advisor to the client. As an investment advisor to the client, First Affirmative (through the IAR) has regular contact with the client.

Item 9: Additional Information

Disciplinary Information

First Affirmative is required to disclose any legal or disciplinary events that are material to a client's or prospective client's evaluation of its advisory business or the integrity of its management. First Affirmative and its management personnel have no disciplinary events to disclose.

Other Financial Industry Activities and Affiliations

First Affirmative may select BDs to provide brokerage services to client accounts. Conflicts may arise in the course of First Affirmative's selection of BDs. First Affirmative recommends BDs and places orders for the execution of transactions for its clients according to its best execution policies and procedures and consistent with the client's investment objectives.

In selecting a BD as a custodian First Affirmative may take into account a range of factors it deems relevant, including, but not limited to cost of services; timing and speed of execution; responsiveness; creditworthiness and financial stability; likelihood of, and capabilities in, execution, clearance and settlement; liquidity in or with an execution venue; and other appropriate factors. After this analysis has been performed the client has sole discretion as to any First Affirmative approved custodian for a Managed Mutual Fund Account. However, certain advisory service programs offered by First Affirmative may only be available through a single custodian.

First Affirmative receives the same compensation for each of the investment options it offers at other custodians. The compensation structure for OPS accounts is as above. The client has sole discretion as to any First Affirmative approved custodian for a Managed Mutual Fund Account. Any fees or transaction costs collected by custodians are not shared with First Affirmative.

Outside Business Activities of Management Personnel and IARs

First Affirmative's Management Personnel do not have Outside Business Activities that are material to their roles within First Affirmative.

Several First Affirmative IARs are licensed as insurance agents or as tax preparers. First Affirmative does not supervise these outside business activities, nor does it share in any of the revenues from these activities.

Managing Other Potential Conflicts

Insider Trading

First Affirmative and/or individuals associated with the firm (including IARs) may buy or sell for their personal accounts securities identical to or different from those recommended to its clients. In addition, any related person(s) may have an interest or position in a certain security or securities which may also be recommended to a client. First Affirmative has established written policies and procedures for insider trading that prohibit any member, officer, or employee of the firm, from buying, selling, or recommending securities where the decision is substantially derived, in whole or in part, from non-public information, information about other First Affirmative clients or made based on the potential personal gain of the member, officer or employee.

Compensation Conflicts

Fees Paid to IARs by First Affirmative relating to Discretionary Investment Management.

A portion of the fees for investment advisory services are shared with IARs to compensate them for their services.

Other Compensation Paid to IARs. In addition to receiving a portion of the fee for discretionary investment advice, IARs receive a portion of any fees charged for financial planning, hourly consultation or other services provided under nondiscretionary investment advisory agreements.

First Affirmative takes the following steps to address compensation conflicts:

- Discloses the potential for the firm and its employees to earn compensation from advisory clients in addition to the firm's advisory fees;
- Discloses to clients that they are not obligated to purchase recommended investment products from its employees or affiliated companies;
- Collects, maintains, and documents accurate, complete and relevant client background information, including the client's financial goals, objectives, and risk tolerance;
- The firm's management conducts regular reviews of client accounts to verify that all recommendations made to a client are suitable to the client's needs and circumstances;

- Requires that employees seek prior approval of any outside employment activity so that First Affirmative may ensure that any conflicts of interests in such activities are properly addressed;
- Periodically monitors these outside employment activities to verify that any conflicts of interest continue to be properly addressed;
- Educates employees regarding the responsibilities of a fiduciary, including the need to have a reasonable and independent basis for investment advice provided to clients; and
- Requires all IARs to acquire and maintain the Accredited Investment Fiduciary (AIF), or comparable professional designation to provide initial and ongoing training in the duties of investment fiduciaries.

Clients should be aware that conflicts of interest surrounding compensation may impair the objectivity of First Affirmative and its members, officers, or employees when making advisory recommendations or when providing non-discretionary investment advisory services. This includes a recommendation to rollover retirement assets to an account managed by the advisor. The Department of Labor's Rule 3.0, known as the Fiduciary Rule, requires investment fiduciaries to review the costs associated with rolling over ERISA plan assets to another retirement vehicle. A conflict of interest occurs if the advisor earns a new fee or increase its current compensation as a result of the rollover. First Affirmative offers fee-based compensation which tends to reduce or change the possibility of conflicts of interest but cannot eliminate them entirely. While it is First Affirmative's intent to always offer advice that is in the best interest of the client, it is the client's responsibility to evaluate that advice and determine if it is appropriate before acting. No client is obligated to accept any recommendation, and all clients are free to implement any recommendation with the broker, planner, or advisor of their choice.

Indirect Compensation Specific to Custodians. First Affirmative is charged an annual fee per client account to Orion Advisor Technology (OAT) for the use of their Astro platform. This technology allows us to design, implement, and reoptimize portfolios The fees charged to the Client for First Affirmative services are the same for each platform.

Code of Ethics, Review of Accounts, Participation or Interest in Client Transactions, Personal Trading

First Affirmative has adopted a code of ethics (Code) which sets forth high ethical standards of business conduct that are required of employees and IARs, including compliance with applicable federal securities laws.

First Affirmative has adopted the Code for the purpose of instructing and guiding its personnel in their ethical and fiduciary obligations to clients. The Code also provides rules and requirements regarding the personal securities trading practices of IARs and staff. First Affirmative, its personnel, and its IARs owe a duty of loyalty, fairness, and good faith toward all clients and are obligated to adhere not only to the specific provisions of the Code but to the general principles embodied in the Code. The Code is designed to ensure that the personal securities transactions, activities, and interests of First Affirmative employees will not interfere with making decisions in the best interest of advisory clients and implementing such decisions while, at the same time, allowing employees to invest for their own accounts.

The Code covers a range of topics that include the following: general ethical principles, reporting of personal securities trading, exceptions to reporting securities transactions, reportable securities, initial public offerings, and amendments to Form ADV and supervisory procedures.

A copy of the Code is available to investment advisory clients, and prospective clients. You may request a copy by
email sent to First Affirmative's Chief Compliance Officer, Kathy Lewis at kathylewis@firstaffirmative.com, or by calling 719-478-7053.

Review of Accounts

Reports to Clients

Clients receive monthly account statements detailing deposits, withdrawals, purchases, sales, dividends, interest, fees deducted from the account, and any other activity, from the custodian of the account. Clients may also receive trade confirmation of every trade executed in their account(s), which should be saved for tax purposes.

First Affirmative or its service providers also will make available quarterly performance reports to all clients. Depending on the custodian and/or the service provider, such performance reports may be made available for an annual fee, which is not included in the discretionary investment advisory fees described in Item 4 above.

All clients have online, 24/7 access to their accounts through a Client Portal via the OAT platform. First Affirmative will provide quarterly performance reports through this Client Portal. These performance reports may include graphic representations of your accounts using various data points.

Client Account Reviews

IARs. Each IAR has the ability to view all positions and activities in his/her client account(s) via the internet, and each IAR receives copies of all reports provided to their client(s). IARs are expected to review activity in client accounts on a quarterly basis, to periodically discuss the account with the client, and to ensure the suitability of the investment services provided based on each client's specific situation.

Third-Party Model Managers. Third-Party Model Managers who are responsible for managing portions of First Affirmative client accounts are also responsible for ongoing review, supervision, and transactions in the client accounts they manage.

Company Management. First Affirmative's senior management, including members of the Investment Committee, conduct both periodic reviews and various systematic samplings of accounts to supervise and ensure compliance with investment policy. First Affirmative also monitors the performance of the VADIS portfolio construction workflow.

Client Referrals and Other Compensation

Client Referrals

First Affirmative may pay referral fees to firms ("Solicitors/Endorsers") for introducing clients. These fees are asset-based. When the solicitor/endorser is associated with a third-party BD or RIA they are paid over the life of the relationship. Whenever First Affirmative pays a referral fee, it requires the Solicitor/Endorser to provide the prospective client with a copy of the Disclosure Brochure, this document, an Investment Advisory Services Agreement (IAS), and a separate disclosure statement that includes the following information:

- The Solicitor/Endorser's name and relationship with First Affirmative;
- The fact that the Solicitor/Endorser is being paid a referral fee;
- The amount of the fee; and
- As a matter of firm policy, a client working with a Solicitor/Endorser will not be charged more than any other client.

Other Compensation

It is First Affirmative's policy not to accept or allow its related persons to accept any form of compensation, including cash, sales awards, or other prizes, from a non-client in conjunction with the advisory services it provides to its clients.

Financial Information

Under no circumstances does First Affirmative require or solicit payment of fees in excess of $500 per client more than six months in advance of services rendered. Therefore, First Affirmative is not required to include a financial statement in this disclosure document.

As an advisory firm that maintains discretionary authority for client accounts through OPS at TD Ameritrade First Affirmative does not have custody of client assets. First Affirmative is required to disclose any financial condition that is reasonably likely to impair its ability to meet its contractual obligations. First Affirmative has no additional financial circumstances to report.

First Affirmative's financial statements are audited each calendar year by a qualified, independent CPA firm.

First Affirmative has never been the subject of a bankruptcy petition.