

## Item 1 - Cover Page

# Avior Wealth Management, LLC

14301 First National Bank Parkway, Suite 110  
Omaha, Nebraska 68154  
(402) 218-4064  
[www.avior.com](http://www.avior.com)

**Date of Brochure: June 30th, 2024**

---

This brochure provides information about the qualifications and business practices of Avior Wealth Management, LLC. If you have any questions about the contents of this brochure, please contact us at (402) 218-4064. 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 Avior Wealth Management, LLC is also available on the Internet at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). You can view information on this website by searching for Avior Wealth Management, LLC's name or by using its CRD number: 148674.

\*Registration as an investment advisor does not imply a certain level of skill or training.

## **Item 2 – Material Changes**

Our last annual amendment was filed March 7th, 2024.

We have the following material change to our ADV:

Constellation Wealth Capital, through CWC Argo Investor, LLC, has become an owner.

We will ensure that all clients receive a summary of material changes, if any, to this and subsequent disclosure brochures within 120 days after our fiscal year ends. Our fiscal year ends on December 31 so you will receive the summary of material changes, if any, no later than April 30 each year. At that time, we will also offer a copy of the most current disclosure brochure. We may also provide other ongoing disclosure information about material changes as necessary.

Clients and prospective clients can always receive the most current Disclosure Brochure for Avior Wealth Management, LLC at any time by contacting Liz Sanley at (402) 218-4064.

### **Item 3 – Table of Contents**

Item 1 - Cover Page.....	1
Item 2 – Material Changes.....	2
Item 3 – Table of Contents.....	3
Item 4 – Advisory Business.....	5
Ownership.....	5
General Description of Primary Advisory Services.....	5
Financial Planning.....	5
Investment Management Services.....	5
Investment Consulting Services.....	5
Limits Advice to Certain Types of Investments.....	5
Tailor Advisor Services to Individual Needs of Clients.....	6
Wrap-Fee Program versus Portfolio Management Program.....	6
Client Assets Managed by Advisor.....	6
Item 5 – Fees and Compensation.....	6
Investment Management Services.....	6
Financial Planning Services.....	8
Investment Consultation Services.....	10
Additional Compensation.....	10
Comparable Services.....	11
Item 6 – Performance-Based Fees and Side-By-Side Management.....	11
Item 7 – Types of Clients.....	11
Minimum Investment Amounts Required.....	11
Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss.....	12

Methods of Analysis.....	12
Investment Strategies.....	12
Risk of Loss.....	12
Primary Method of Analysis or Strategy.....	13
Item 9 – Disciplinary Information.....	13
Item 10 – Other Financial Industry Activities and Affiliations.....	13
Securities Sales.....	14
Insurance Services.....	14
Item 11 – Code of Ethics, Participation in Client Transactions and Personal Trading.....	14
Code of Ethics.....	14
Participation in Client Transactions and Personal Trading.....	16
Item 12 – Brokerage Practices.....	16
Block Trades.....	17
Item 13 – Review of Accounts.....	17
Account Reviews.....	17
Account Reports.....	18
Item 14 – Client Referrals and Other Compensation.....	18
Other Compensation.....	18
Client Referrals.....	18
Non-Client Economic Benefit.....	18
Item 15 – Custody.....	18
Item 16 – Investment Discretion.....	19
Item 17 – Voting Client Securities.....	19
Item 18 – Financial Information.....	19

## **Item 4 – Advisory Business**

### **Ownership**

Avior Wealth Management, LLC (“Avior”, “Advisor”, “the firm” or “we”) is an investment advisor registered with the U.S. Securities and Exchange Commission since December 4, 2008. The firm is a limited liability company formed under the laws of the State of Nebraska. The owners are Andrea P. McMahon, Rodney W. Goben, Britt E. Campbell, Stephen Esch, Elizabeth Sanley, Cynthia Bohrer, Jay Nelson, Scott Cavey, Josh Heiden, Steve Ryherd, Ryan Elkins, John Eaton, Michael Pflueger, Don Stanley, Larry Ennenga, Mark Pogreba, Joni Seaton, Bruce Kuehl, Jonathan Weintraub, Sandra Loewen, Leah Schmitz, Klaus Steinke, Nate Hahm, Chris Trub, Nate Hudson, Tim Mollak, Eric Hamilton, Curtis Smith, Roddy Warren, Laura Hendricks, Brian Goracke, Stephanie Flansburg, Stacy Kerns, Jake Fechner, Crystal Keller, Justin Chessmore, Penny Both, Nathaniel Jones, Kaite Holm, Dan Briggs, Jody Didamo, Morris Monroe, Karen Carter, Kelli Mehrens, Brandon Kanoy, Ryan McQuillan, Mary Kathryn Campion, Robert Frusina, Teresa Lindsay, Amy Gardner, Christopher Boothe and Constellation Wealth Capital.

The firm offers financial planning, investment management and investment consulting services. The following are brief descriptions of our primary services. A detailed description is provided in **Item 5, Fees and Compensation**, so that clients and prospective clients (“client,” “clients” or “you”) can review the services and description of fees more thoroughly.

### **Financial Planning**

Financial planning can be described as a process designed to help individuals achieve their financial goals. It generally consists of six steps:

1. Establish and define the client-planner relationship
2. Gather client data
3. Analyze and evaluate the clients’ current financial situation
4. Develop and present financial recommendations and alternatives
5. Set and implement strategies
6. Monitor the financial planning recommendations

Comprehensive financial planning typically encompasses asset and liability management, cash flow assessment, risk management, retirement and investment strategies, estate and survivor planning, education planning, and tax planning.

Our role as a financial planning firm is to understand our clients’ goals, situation, and feelings then manages the financial planning process to help them achieve their goals.

### **Investment Management Services**

Avior’s investment management services provide clients with continuous and on-going supervision over their accounts. This means that the firm continuously monitor a client’s account and makes trades in that account when necessary.

### **Investment Consulting Services**

Not all our clients desire comprehensive financial planning or active investment management. Some prefer to manage and monitor their investments themselves but may wish to periodically consult with an investment or financial planning professional. For those clients, the firm offer an investment consultative relationship.

### **Business Consulting**

The firm will provide on a contractual basis, business consulting services which can include the following: Business Continuity Planning, Executive Bonus and Retention, Corporate Retirement Plans, Annual Advisory Council development, Financial Wellness of the business, Succession Planning, Key Person Insurance and Strategy Sessions.

### **Limits Advice to Certain Types of Investments**

Avior limits our investment advice to the following types of investments:

- Exchange-listed securities
- Securities traded over the counter.
- Corporate debt securities (other than commercial paper)
- Commercial paper
- Certificates of deposit
- Municipal securities
- Variable annuities
- Mutual fund shares
- Exchange traded funds
- United States government securities

The firm also offers advice about any type of investment held in a portfolio at the beginning of the advisory relationship.

### **Tailor Advisor Services to Individual Needs of Clients**

The firm's services are always provided based on the specific needs of the individual client. Clients are given the ability to impose reasonable restrictions on their accounts, including specific investment selections and sectors. However, the firm will not enter an investment advisor relationship with a client whose investment objectives may be considered incompatible with our investment philosophy or strategies or where the prospective client seeks to impose unduly restrictive investment guidelines.

### **Wrap-Fee Program versus Portfolio Management Program**

In traditional management programs, advisory services are provided for a fee, but transaction services are billed separately on a per-transaction basis. In wrap-fee programs, advisory services and transaction services are provided for one fee. We do not act as a portfolio manager of or sponsor any wrap fee programs.

### **Corpus Capital Management**

In February 2021, the Firm adopted the use of the dba Corpus Capital Management.

### **S.C. Financial Services**

In March 2023, the Firm adopted the use of the dba S.C. Financial Services.

### **Navigator Securities Limited**

In June 2024, the Firm acquired changed the name of Navigator Securities Limited, to Navigator Securities Limited, a registered Broker / Dealer.

### **Client Assets Managed by Advisor**

The number of clients' assets managed by the firm totaled \$3,986,353,586 as of March 15, 2024, with \$3,640,608,586 managed on a discretionary basis and \$345,745,000 managed on a non-discretionary basis.

The firm also provides consulting and monitoring services to pensions plans and retirement plans.

## **Item 5 – Fees and Compensation**

In addition to the information provide in **Item 4, Advisory Business**, this section provides details regarding our services along with descriptions of each service's fees and compensation arrangements.

### **Investment Management Services**

Avior offers a variety of investment management services that are based on the client's individual needs, goals, and objectives. The firm offers a customized and individualized investment program providing the client with advice regarding allocation among various asset classes, ongoing assistance with evaluating and selecting investments and adjusting and rebalancing portfolios. The firm requests that the client notify us if there is ever a change in the client's financial situation or investment objectives so that the firm can review, evaluate and/or revise any prior recommendations made or services provided.

Presently, we work with one company we refer to as a sub-advisor. This company advises us on the types of securities to buy and sell, and they charge you, the client, a sub-advisor fee based on assets they manage. The custodian charges you a prime brokerage fee per transaction. These fees are in addition to the investment management fee you pay us. The sub-advisor with whom we presently work is Nuveen Asset Management, LLC and specifically they advise us regarding municipal securities. We refer to the model utilizing the sub-advisor's advice as our "SMA model." It is important to note that Nuveen Asset Management, LLC will be granted limited power of attorney to trade on your account. We hire the sub-advisor to assist us in selecting the best-quality investments for you and to help us maximize positive return and diversify against risk, as much as possible.

The firm recommend that the client's assets be maintained in a brokerage account with Charles Schwab Institutional, a division of Charles Schwab & Co., Inc. ("Charles Schwab"), Fidelity Institutional ("Fidelity"), and / or LPL Financial, registered broker/dealers and members SIPC. The client is free to select any account custodian the client wishes. However, if the client wishes to provide the advisor with trading authorization on assets we manage, the client is required to establish an account and maintain those assets at Charles Schwab, Fidelity, and /or LPL Financial. (See **Item 12, Brokerage Practices**, for additional discussion on the firm's recommendation and use of Charles Schwab, Fidelity, and LPL Financial.)

The firm will assist the client in establishing a managed account(s) through Charles Schwab, Fidelity, and LPL Financial, or another qualified custodian selected by the client. Avior Wealth Management, LLC has a minimum annual fee of \$2,500 that may be charged per household. The firm may grant exceptions to the minimum household size requirements in certain circumstances (i.e., a family member of an existing client, emerging professionals, anticipated financial events increasing assets, etc.). The minimum annual fee may also be waived.

The client can bundle household accounts to reach the minimum requirement. Charles Schwab, Fidelity, LPL Financial, or another qualified custodian will maintain custody of all client funds and securities. The firm will not act as custodian and will never have direct access to the client funds and securities other than to have advisory fees deducted from the client account with the client's prior written authorization.

Avior is granted trading authorization on the client's accounts and provides investment management services on either a discretionary or non-discretionary basis. On a discretionary basis, advisor makes all

decisions to buy, sell or hold securities, cash or other investments in the managed account in our sole discretion without consulting with the client before making any transactions. The client must provide us with written authorization to exercise this discretionary authority. The client can place reasonable restrictions and limitations on the discretionary authority and can modify or revoke the authority at any time. If the firm provides investment management services on a non-discretionary basis, the advisor will always contact the client before implementing any transactions in an account. See **Item 16, Investment Discretion**, for additional discussion on discretionary and non-discretionary authority.

The firm also offer discretionary and non-discretionary investment management services relative to variable life/annuity products that the client may own, or on the client's individual employer-sponsored retirement plan. When providing these services, the firm recommends the allocation of the client's assets among the various mutual fund sub-divisions comprising the variable life/annuity product or the retirement plan. The client's assets are maintained at either the specific insurance company that issued the variable life/annuity product or at the custodian designated by the sponsor of the client's employer's retirement plan. The firm does not act as custodian for any of the client's accounts.

Avior's investment management fees will not exceed 1.5% annually. Fees are negotiated between the advisor and the client. Fees are typically assessed based on the amount of assets to be managed, the complexity of the portfolio and the services to be rendered. The fees will be set forth in the client's Investment Management Agreement. Dependent on the size of the account(s), some clients may effectively pay an annualized fee that is greater than 1.5% due to the minimum annual fee, if not waived by the advisor.

All management fees are negotiable based on the actual account value and additional anticipated deposits, account composition, relationship with client, account retention and pro bono activities. Consequently, the annual fee charged by one representative may be different than the annual fee charged by another representative. The exact annual fee charged will be disclosed to and agreed to by the client prior to any services being provided. Fees are not based on capital gains or capital appreciation of the assets in the client's account(s). The firm will not increase advisory fees charged without notifying the client in advance. If the client's advisory fees are to be increased, the client will be asked to sign a new Investment Management Agreement. If the client has a High Yield Checking Account (an all-cash account), the firm excludes this from fee calculations.

Fees are billed quarterly in advance and calculated based on the market value of the assets in the managed account on the last day of the previous quarter. Assets managed in the account include cash balances and money market funds unless specifically excluded. For the initial quarter, fees are calculated on a prorated basis based on the number of days the account was open in that initial quarter. The client can make additions to and withdrawals from their account at any time, subject to the firm's right to terminate an account.

The firm has and will acquire other advisory firms and practices. As such, clients from those practices may be subject to billing practices different than those adopted by Avior. Upon signing an investment management agreement with Avior, we will work to transition how those clients are charged fees based upon our procedures previously outlined.

Additions may be in cash or securities provided that the firm reserve the right to liquidate any transferred securities or decline to accept particular securities into the client's account. Avior will consult with the client about the options and ramifications of transferring securities. If the client liquidates securities, the client may be charged transaction fees and contingent deferred sales charges (by the mutual fund or exchange traded fund) and the client may also face tax ramifications. If the client does deposit or withdraw funds after a new billing quarter has begun, our advisory fee will not be adjusted or prorated based on the number of days remaining in that quarter. If the client withdraws funds, the client is subject to any securities settlement procedures the custodian imposes. The firm designs portfolios as long-term investments and withdrawals may impair the ability to achieve the client's investment objectives.

Fees are automatically deducted from an account the client's designate and paid directly to the firm by the account custodian. The client is required to provide the account custodian with written authorization to have



the fees deducted from the account and paid directly to the firm. If there is not a cash position enough to cover fees, then assets are sold to cover the fee charged.

Charles Schwab, Fidelity, and LPL Financial generally do not charge separately for maintaining custody of client accounts. Other qualified custodians the client selects may charge a separate custody fee. Account custodians may charge brokerage commissions and/or transaction fees directly to the client as well. The firm does not receive any portion of the commission or fees from either the custodian or from the client. In addition, the client may incur certain charges imposed by third parties other than us in connection with investments made through the client's account. These charges may include, but are not limited to:

- Charges imposed directly by a mutual fund, index fund or exchange traded fund purchased for the client's account and disclosed in the prospectus (e.g., fund management fees and other expenses)
- Fees imposed by variable annuity providers and disclosed in the annuity contract
- Certain deferred sales charges
- Odd-lot differentials
- Transfer taxes
- Wire transfer and electronic fund fees
- Other fees and taxes on brokerage accounts and securities transactions.

The management fees the firm charges are separate and distinct from the fees and expenses charged by investment company securities that may be recommended to the client.

Investment management services are for a one-year period but automatically renew on the anniversary date unless terminated sooner by the parties. Either of us can terminate services at any time by providing written notice to the other party. Termination is effective on the date all assets are transferred out of the managed account. If services are terminated within five business days of signing the client agreement, services are terminated without penalty and the client receive a full refund of prepaid fees. If services are terminated after the initial five business day period, the firm charges a prorated fee based on the number of days those services were provided prior to receipt of the termination notice. The client receives a statement from their account custodian detailing account activity, including advisory fees charged and adjustments to those charges.

As part of its investment recommendations, the Firm may utilize Mutual Funds and some of these Mutual Fund may have several share classes available to the Firm representing the same underlying investments. Each Mutual Fund share class may charge different fees and expenses, including but not limited to 12b-1 fees, depending upon the characteristics of the share class. When the Firm recommends an investment in a Mutual Fund with multiple share classes, the Firm performs an evaluation as to the expenses of the share classes available for investment, the amount of your allocated investment to the Mutual Fund and the anticipated number of annual trades in an attempted to determine the best share class for you based upon your investment returns over time. There can be no guarantee that a different share class of the same Mutual Fund may charge, in total, less of an annual expense including 12b-1 fees. When the Firm utilizes a Mutual Fund share class that has 12b-1 fees, the Firm has a conflict of interest with you as the Firm is receiving additional compensation. The Firm believes, through its Mutual Fund evaluations process, that the conflict is mitigated. Through this Mutual Fund share class evaluation, the Firm continues to act as a fiduciary to you and your interests and believes this evaluation effectively places your interests first at the time of the determination. On-going evaluations and determinations are made to continually evaluate what is in your best interest.

### **Financial Planning Services**

Avior provides financial planning services by offering analyses and recommendations in areas including, but not limited to:

- Personal planning (family records, budgets, personal liability, etc.)

- Cash flow and management
- Retirement planning
- Business retirement account planning
- Estate planning
- Education planning
- Tax planning
- Risk management
- Insurance analysis
- Investment analysis
- Benefit plans
- Disability and long-term care
- Stock option analysis

Our investment advisor representatives (“representatives”) meet with the client to gather information and documentation needed to perform an analysis and review of the client’s situation as well as the client’s objectives and goals. One or more meetings may be required to gather all needed information and determine the services best suited to help meet the client’s needs.

Avior relies on the information provided by the client. Therefore, it is very important that the information the client provides is complete and accurate. The firm is not responsible for verifying the information supplied by the client or the client’s other professional consultants (i.e., attorney, accountant, etc.). The firm urges the client to work closely with his/her attorney, accountant, or other professionals regarding his/her financial and personal situation. The firm also requests that the client notify us if there is ever a change in their financial situation or investment objectives so that we can review, evaluate and/or revise any prior recommendations made or services provided.

After completing a review and analysis of the information and documents received, our representatives develop their analyses and recommendations and present a written or oral report that can be either comprehensive or modular (segmented). A comprehensive plan focuses on the client’s overall financial situation and covers several of the areas previously noted, as needed by the client’s specific situation. A modular (segmented) plan focuses only on one or more specific areas of concern to the client, and the client should be aware that other important issues may not be taken into consideration when our representatives develop their analyses and recommendations. Our recommendations are not limited to any specific product or service offered by the financial services industry.

Separate and distinct financial plans are billed as a fixed fee, with a maximum charge of \$20,000. If the client also initially contracts for the firm’s investment management services, the client receives financial planning services at no charge. Fees are negotiable based on the actual services provided and the complexity of the client’s financial situation. Our representatives inform the client of the fee prior to any services being provided.

If the client elects to implement our recommendations and establish an investment management account (as discussed later in this brochure), the firm will receive ongoing advisory fees. In this event, the firm may waive or reduce the amount of the financial planning fee because of the ongoing fees earned. Avior discloses any reductions to financial planning fees due to receipt of additional advisory fees before any additional services are contracted for.

Separate and distinct financial planning services terminate upon presentation of the requested plan. However, services may be terminated by either of us at any time by providing written notice to the other party. Termination is effective upon receipt of notice. If services are terminated within five business days of signing the client agreement, services are terminated without penalty and the client receives a refund of all prepaid fees. After the initial five business days, the client is responsible for the firm’s time and effort expended to the date of termination. Time is calculated at the rate of \$100 per hour multiplied by the number of hours spent on the services (e.g., research, data entry, assessment, strategy formulation, etc.) to the effective date of termination.

Avior has sole discretion about whether to contract for our services. In addition, the client has sole discretion about whether to implement any financial planning recommendations made by our representatives. If the client does decide to implement the firm's recommendations, the client is responsible for taking any actions or implementing any transactions required. The client is free to select any broker/dealer and/or insurance agent to implement the firm's recommendations. Please see **Item 10, Other Financial Activities and Affiliations**, for additional discussion on this conflict of interest.

### **Investment Consultation Services**

Investment consultation services are intended for clients who want a more "do it yourself" approach and come to the firm with their own ideas. If the client contracts for this service, our representatives assist the client in executing trades and other services that can include:

- Being available for client-initiated consultation
- Facilitating trades and monitoring trade execution upon the client's request
- Facilitating communication with the client's account custodian
- Meeting with the client annually to reassess goals, situations, risk tolerance and review progress and performance.

Fees for these investment consultation services are billed based on a percentage of the assets involved in the consultation services. These asset-based fees range from 1.5% to .05% and are negotiable based on the actual account value, the account composition, and the firm's history and relationship with the client. Fees are billed quarterly in advance and are deducted from the client's account. The client is required to provide the account custodian with written authorization to have the fees deducted from the account and paid directly to the firm.

Investment consultation services are ongoing, but services may be terminated by either the firm or the client at any time by providing written notice to the other party. Termination is effective upon receipt of notice. If services are terminated within five business days of signing the client agreement, services are terminated without penalty and the client receive a full refund of all prepaid fees. If services are terminated after the initial five business day period, the firm charges a prorated fee based on the number of days those services were provided prior to receipt of the termination notice.

### **Additional Compensation**

We receive an economic benefit from LPL Financial in the form of reduced fees in the first year for clients we maintain with LPL. Although this is a conflict of interest with you as we have an incentive to recommend using LPL Financial, we offer you the opportunity to utilize one or several different custodians.

### **Business Consulting**

The firm will provide on a contractual basis, business consulting services which can include the following: Business Continuity Planning, Executive Bonus and Retention, Corporate Retirement Plans, Annual Advisory Council development, Financial Wellness of the business, Succession Planning, Key Person Insurance and Strategy Sessions

### **Comparable Services**

Avior believes our fees for advisory services are reasonable with respect to the services provided and the fees charged by other investment advisors offering similar services. However, lower fees for comparable services may be available from other sources.

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

Performance-based fees are defined as fees based on a share of capital gains on or capital appreciation of the assets held in a client's account. We do not receive performance-based fees.

## **Item 7 – Types of Clients**

Avior provides investment advice to the following types of clients.

- Individuals (including high net worth individuals)
- Banks or thrift institutions
- Pension, profit-sharing plans and retirement plans
- Trusts, estates, or charitable organizations
- Corporations or business entities other than those listed above

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

### **Methods of Analysis**

Avior uses fundamental analysis when considering investment strategies and recommendations for clients. Fundamental analysis is a method of evaluating a company or security by attempting to measure its intrinsic value. In other words, an analyst tries to determine its true value by looking at all aspects of the business, including both tangible factors (e.g., machinery, buildings, land, etc.) and intangible factors (e.g., patents, trademarks, "brand" names, etc.). Fundamental analysis also involves examining related economic factors (e.g., overall economy and industry conditions, etc.), financial factors (e.g., company debt, interest rates, management salaries and bonuses, etc.), qualitative factors (e.g., management expertise, industry cycles, labor relations, etc.), and quantitative factors (e.g., debt-to-equity and price-to-equity ratios).

The end goal of performing fundamental analysis is to produce a value that an investor can compare with the security's current price in hopes of figuring out what sort of position to take with that security (underpriced = buy, overpriced = sell or short). Fundamental analysis is about using real data to evaluate a security's value. Although most analysts use fundamental analysis to value stocks, this method of valuation can be used for just about any type of security.

### **Investment Strategies**

The firm use both long-term purchases (investments held at least a year) and short-term purchases (investments sold within a year) when implementing investment strategies for clients.

### **Risk of Loss**

Investing in securities involves a risk of loss that the client should be prepared to bear, including loss of original principal. However, the client should be aware that past performance of any security is not necessarily indicative of future results. Therefore, no current or prospective client should assume that future performance of any specific investment or investment strategy will be profitable. The firm does not provide any representation or guarantee that client goals will be achieved.

Investing in securities involves risk of loss. Depending on the different types of investments, there may be varying degrees of risk:

- Market Risk. The risk that the value of an investment will decrease due to moves in market factors, resulting in a decrease in the value of client investments. This is referred to as systemic risk.
- Equity (Stock) Market Risk. Common stocks are susceptible to fluctuations and to volatile increases/decreases in value as their issuers' confidence in or perceptions of the market change. Investors holding common stock (or common stock equivalents) of any issuer are generally exposed to greater risk than if they hold preferred stock or debt obligations of the issuer.
- Company Risk. There is always a certain level of company or industry specific risk when investing in stock positions. This is referred to as unsystematic risk and can be reduced through appropriate diversification. There is the risk that a company may perform poorly or that its value may be reduced based on factors specific to it or its industry (e.g., employee strike, unfavorable media attention).
- Options Risk. Options on securities may be subject to greater fluctuations in value than investing in the underlying securities. Purchasing and writing put or call options are highly specialized activities and involve greater than ordinary investment risk. Puts and calls are the right to sell or buy a specified amount of an underlying asset at a set price within a set time.
- Fixed Income Risk. Investing in bonds involves the risk that the issuer will default on the bond and be unable to make payments. In addition, individuals depending on set amounts of periodically paid income face the risk that inflation will erode their spending power. Fixed-income investors receive set, regular payments that face the same inflation risk.
- ETF and Mutual Fund Risk. ETF and mutual fund investments bear additional expenses based on a pro-rata share of operating expenses, including potential duplication of management fees. The risk of owning an ETF or mutual fund generally reflects the risks of owning the underlying securities held by the ETF or mutual fund. Clients also incur brokerage costs when purchasing ETFs.
- Management Risk. Client investments also vary with the success and failure of Advisor's investment strategies, research, analysis, and determination of portfolio securities. If Advisor's strategies do not produce the expected returns, the value of a client's investments will decrease.

### **Primary Method of Analysis or Strategy**

Avior's primary method of analysis or strategy is fundamental. Fundamental analysis takes a long-term approach to analyzing markets, often looking at data over several years. The data reviewed is released over years (e.g., quarterly financial statements). Therefore, fundamental analysis could mean a gain is not realized until a security's market price rises to its "correct" value over the long run—perhaps several years. Fundamental analysis usually involves less frequent trading practices, which could have a positive or negative impact on a client's portfolio value but likely has reduced brokerage and transaction costs.

### **Item 9 – Disciplinary Information**

Avior has not had any legal or disciplinary events related to the firm that are material to a client's or prospective client's evaluation of our business or the integrity of its management. We do employ investment advisor representatives who have past legal disclosures as stated in their individual ADV Part IIB Brochures.

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

The firm does not have a related person that is:

- An investment company or other pooled investment vehicle (including a mutual fund, closed-end investment company, unit investment trust, private investment company or “hedge fund,” and offshore fund)
- An investment adviser or financial planner
- A futures commission merchant, commodity pool operator or commodity trading advisor
- A banking or thrift institution
- A lawyer or law firm
- A pension consultant
- A real estate broker or dealer
- A sponsor or syndicator of limited partnerships.

The Firm does have a Broker/ Dealer in Navigator Securities Limited. Navigator Securities Limited is a FINRA registered broker/dealer that was previously affiliated with Woodlands Asset Management, Inc. Navigator Securities Limited is owned by Avior Wealth Management. Some advisors and affiliated individuals of Avior Wealth Management, LLC are also registered representatives or associated persons of Navigator Securities Limited. This is a conflict of interest as these dually registered individuals can offer clients investments that earn the registered individuals more in fees than otherwise would be charged by Avior Wealth Management, LLC. Investment advisors are still required to act in the client’s best interest which helps to mitigate this conflict. Clients that want investment products and services from Navigator Securities Limited need to sign a separate agreement with Navigator Securities Limited and are subject to the fees and commissions set forth in that agreement in addition to the investment management fee charged by Avior Wealth Management, LLC for investments managed by Avior.

Avior Wealth Management, LLC is an independent registered investment advisor and only provide investment advisory services. However, while the firm does not sell products or services other than investment advice, some of our financial advisors are insurance licensed and may sell insurance related products in the context of providing protection against, premature death, disability, and long-term care expenses. Additionally, Avior Wealth Management, LLC is affiliated with and owns Avior Tax and Accounting, LLC, who provides tax preparation services to individuals and entities.

### **Insurance Sales**

Some of our representatives are also independently licensed to sell insurance products through Collaborative Planning Group. When acting in this capacity, they may receive fees or commissions for selling these products. The client is under no obligation to direct insurance transactions to insurance companies with which our representatives may be licensed. Suitable insurance and investment products may be available from other companies.

### **Corpus Capital Management and S.C. Financial**

Avior Wealth Management, LLC also utilizes the “doing business as” names of Corpus Capital Management and S.C. Financial Services to offer investment advisory services to clients. All the activities for Corpus Capital Management and S.C. Financial Services are cleared through and supervised by Avior Wealth Management, LLC.

### **Avior Tax and Accounting, LLC**

Avior Tax and Accounting, LLC offers professional tax return preparation for individuals and business entities. Tax preparation fees are calculated based upon the firm’s standard hourly rates plus out-of-pocket

expenses. These fees are billed separately from fees payable to Avior Wealth Management, LLC for investment management and financial planning services. Clients of Avior Wealth Management, LLC may be offered a discount on tax preparation services; the discount percentage, if any, is determined by the overall relationship. Clients are not obligated to use the services of Avior Tax and Accounting, LLC for their accounting and tax needs. However, if a client chooses to engage Avior Tax and Accounting, LLC, they may pay fees and expenses for their services, which represents a separate fee charged by Avior Wealth Management, LLC. This affiliation represents a conflict of interest as each firm has an incentive to refer clients to each other as opposed to referring clients to other investment or accounting firms.

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

### **Code of Ethics**

Section 204A-1 of the *Investment Advisers Act of 1940* requires all investment advisers to establish, maintain and enforce a Code of Ethics. An investment adviser is considered a fiduciary according to the *Investment Advisers Act of 1940*. As a fiduciary, it is always an investment adviser's responsibility to provide fair and full disclosure of all material facts and to act solely in the best interest of clients.

The firm has established a Code of Ethics that applies to all the firm's associated persons and sets forth the standards of conduct expected of our associated persons. The Code of Ethics requires compliance with applicable securities laws and is reasonably designed to prevent the unlawful use of material, non-public information by our access persons or any of our associated persons. The Code of Ethics also requires that our associated persons report their personal securities holdings and transactions and to obtain preapproval of certain investments (e.g., initial public offerings and limited offerings).

Unless specifically permitted in the firm's Code of Ethics, none of our access persons can affect for themselves or for their immediate family (e.g., spouse, minor children and adults living in the same household) any transactions in a security that is being actively purchased or sold, or being considered for purchase or sale, on the client's behalf.

When the firm is purchasing or considering the purchase of any security on the client's behalf, no access person can affect a transaction in that security before completing the purchase for the client or until a decision has been made not to purchase that security. Similarly, when the firm is selling or considering selling of any security for the client, no access person can affect a transaction in that security before completing the sale for the client or until a decision has been made not to sell that security. These requirements are not applicable to:

- Direct obligations of the U.S. Government
- Money market instruments and other high-quality short-term debt instruments, including repurchase agreements
- Shares issued by mutual funds or money market funds
- Shares issued by unit investment trusts that are invested exclusively in one or more mutual funds

If a client or a potential client wishes to review our Code of Ethics in its entirety, a copy is provided promptly upon request.

Some of our representatives are also Certified Financial Planners™. In addition to abiding by our Code of Ethics, those representatives also abide by the Code of Ethics and the Responsibility Code of the Certified Financial Planner™ Board of Standards, Inc. The Code of Ethics and the Responsibility Code require CFP®

designees to not only comply with all applicable laws and regulations but to also act in an ethical and professional responsible manner in all professional services and activities. The principles guiding CFP® designees are:

- Integrity
- Objectivity
- Competence (in providing services and maintaining knowledge and skills to do so)
- Fairness (to clients, principals, partners, and employers and disclosing any conflicts of interest in providing services)
- Confidentiality (keeping all client information confidential without the specific client consent unless in response to legal process or in defense of charges of wrongdoing or civil dispute)
- Professionalism
- Diligence

Clients can obtain a copy of the CFP® Code of Ethics and the Responsibility Code by requesting a copy from one of our representatives.

Some of our representatives also hold designations as a Certified Investment Management Analyst (CIMA) and Chartered Financial Analyst (CFA). These designates have a Code of Ethics like that of the CFP® designates.

### **Participation in Client Transactions and Personal Trading**

The firm may buy or sell securities or have an interest or position in a security for their personal accounts that we also recommend to the client. The firm is now and will continue to follow *The Insider Trading and Securities Fraud Enforcement Act of 1988*. As these situations, may represent a potential conflict of interest, (and as noted earlier in our Code of Ethics disclosure), it is the firm's policy no associated person will prefer his or her own interest to that of the advisory client. No person employed by the firm may purchase or sell any security prior to a transaction or transactions being implemented for an advisory account. Associated persons will not buy or sell securities for their personal account(s) where their decision is derived, in whole or in part, by information obtained because of his/her employment unless the information is also available to the investing public upon reasonable inquiry.

### **Item 12 – Brokerage Practices**

If the client elects to implement the firm's advice using a brokerage account, the client is free to select any broker he/she wishes.

If the firm assist the client in implementing any recommendations, the firm have a duty to ensure that the client receive the best execution possible. Best execution does not necessarily mean the lowest commission price but includes the overall services received from a broker/dealer. The client may pay a higher commission price than another qualified broker/dealer may charge to affect the same transaction when the firm determines, in good faith, that the commission is reasonable in relation to the value of the brokerage and research services received. The firm take into consideration the full range of the broker/dealer's services, including the value of the research provided, execution capability, commission rates and responsiveness. In keeping with the foregoing, while the firm will seek competitive rates, we may not necessarily obtain the lowest possible commission rate for the client's transactions. Avior periodically review our policies and procedures regarding recommending broker/dealers to clients considering the firm's best execution duty.

Consistent with obtaining best execution, brokerage transactions may be directed to certain broker/dealers in return for investment research products and/or services which assist the firm in its investment decision-making process. Such research is generally used to service all the firm's clients, but brokerage



commissions paid by one client may be used to pay for research not used in managing that client's portfolio. Receiving investment research products and/or services, as well as allocating the benefit of those products and/or services, poses a potential conflict of interest.

If the client contracts with the firm for any services through which the firm will have trading authorization or will be responsible for implementing transactions in the client's account, the firm recommends that the client establish a brokerage account with Charles Schwab, Fidelity, or LPL Financial. We recommend Charles Schwab, Fidelity, and LPL Financial because of their financial strength, reputation, execution, pricing, research, and services. Charles Schwab, Fidelity, and LPL Financial, enable the firm to obtain many mutual funds without transaction charges and other securities at NORMAL transaction charges. The commissions and/or transaction fees charged by Charles Schwab, Fidelity, and LPL Financial, may be higher or lower than those charged by other broker/dealers.

LPL Financial provides our firm with reduced expenses during the first year a new client is custodied with LPL Financial. Avior endeavor always to put client interests first. But the client should be aware that the firm receipt of economic benefits from a broker/dealer creates a conflict of interest because these benefits may impact our choice of broker/dealers.

Avior may also receive the following benefits from Charles Schwab, Fidelity, and / or LPL Financial:

- Receipt of duplicate client confirmations and bundled duplicate statements
- Access to a trading desk that exclusively services Charles Schwab, Fidelity, and TD Ameritrade accounts
- Access to block trading, which provides the ability to aggregate securities transactions and then allocate the appropriate shares to client accounts
- Access to an electronic communications network for client order entry and account information

Receiving these products and services create a conflict of interest.

The client may direct the firm in writing to use a particular broker/dealer to execute some or all the client's transactions. In this case, the client will negotiate terms and arrangements for the account with that broker/dealer and the firm will not seek better execution services or prices from other broker/dealers or be able to "batch" or "block" client transactions (see disclosure on **Block Trading**, below). As a result, the client may pay higher commission costs or other transaction costs or greater spreads or receive less favorable net prices on transactions for your account than would otherwise be the case. Subject to the firm's duty of best execution, the firm may decline the client's request to direct brokerage if, in the firm's sole discretion, the directed brokerage arrangements result in additional operational difficulties.

### **Transition Assistance Benefits**

LPL Financial offers various benefits and payments to investment advisers of Avior that are new to the LPL Financial platform to assist the investment advisor with the costs associated with transitioning his or her business to the LPL Financial platform (collectively referred to as "Transition Assistance"). Transition Assistance payments and other benefits are provided to an investment advisor in their capacity with to Avior. The receipt of such Transition Assistance and other payments creates a conflict of interest relating to the investment advisor's business because it creates a financial incentive for the investment advisor to recommend that his, her or its clients maintain their accounts with LPL Financial. The investment advisor and Avior attempt to mitigate these conflicts of interest by evaluating and recommending that clients use LPL Financial's platform based upon the benefits that such services provide to our clients, rather than the Transition Assistance earned. Although we take into considering product offerings, best execution, and reputation of LPL Financial, among other things, clients should be aware of this conflict and take it into consideration in making a decision whether to custody their assets with LPL Financial.

## **Block Trades**

Avior may elect to purchase or sell the same securities for several clients at approximately the same time. This process is referred to as aggregating orders, batch trading, or block trading and may be used when the firm believes such action may prove advantageous to clients. When the firm aggregates client orders, allocating securities among client accounts is done on a fair and equitable basis. Typically, the process of aggregating client orders is done to achieve better execution, to negotiate more favorable commission rates or to allocate orders among clients on a more equitable basis to avoid differences in prices and transaction fees or other transaction costs that might be obtained when orders are placed independently. Under this procedure, transactions are averaged as to price and are allocated among clients in proportion to the purchase and sale orders placed for each client account on any given day. When the firm determines to aggregate client orders for the purchase or sale of securities, including securities in which our associated persons may invest, the firm does so in accordance with the parameters set forth in the SEC No-Action Letter, *SMC Capital, Inc.* Neither the firm nor our associated persons receive any additional compensation or remuneration because of blocking trades.

## **Item 13 – Review of Accounts**

### **Account Reviews**

Avior monitors managed accounts as part of an ongoing process and reviews accounts at least quarterly. The firm recommends that the client also periodically come in or visit with us over the telephone or internet meetings to discuss the client's financial and personal situation. Absent the client's specific instruction, accounts are reviewed for accuracy of portfolio holdings, continuing suitability of investment products and to check that account performance is still working toward the client goals and objectives.

Separate and distinct financial planning services terminate upon presentation of the financial plan or completion of the consultation and no reviews are conducted. However, the firm recommends that the client has their financial situation reviewed and updated at least annually. If the client does elect to do such a review and update with Avior then a new client agreement is required, and additional fees will be charged.

Our representatives are responsible for reviewing their own client accounts. Although the calendar is the main triggering factor, account reviews are also conducted due to specific client request, due a change in client circumstances or due to unusual economic conditions or market activity.

### **Account Reports**

The client receives confirmation statements as transactions occur and receives accounts statements at least quarterly from the client's account custodian. Financial planning clients do not receive any reports other than those delivered as part of the requested services.

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

### **Other Compensation**

For additional discussion on other compensation received by the firm, our owners, or our representatives, please refer to **Additional Compensation** under **Item 5, Fees and Compensation**, and **Item 10, Other Financial Industry Activities and Affiliations**.

## **Client Referrals**

Avior does not directly or indirectly compensate anyone for referring clients to us.

## **Non-Client Economic Benefit**

Please see **Item 12, Brokerage Practices**, for discussion about the services and products the firm may receive from Charles Schwab, Fidelity, and TD Ameritrade.

## **Item 15 – Custody**

Custody, as it applies to investment advisors, has been defined as having access or control over client funds and/or securities, but does **not** include the ability to execute transactions in client accounts. Custody is not limited to physically holding client funds and securities. If an investment advisor can access or control client funds or securities, the investment advisor is deemed to have custody for purposes of the *Investment Advisers Act of 1940* and must ensure proper procedures are implemented. Please note that regulators have deemed the authorization to trade in client accounts to not be custody. However, because the firm can be given authority to have advisory fees deducted from client accounts, the firm is deemed to have custody of client funds and securities. This is the only form of custody that the firm has, and, despite this regulatory determination, the firm does not *maintain* custody of client funds and securities.

For accounts where the firm is deemed to have custody, the firm has established procedures to ensure all client funds and securities are held at a qualified custodian in a separate account for each client under that client's name. Clients or an independent representative of the client will direct, in writing, the creation of all accounts and therefore are aware of the qualified custodian's name, address and the way the funds or securities are maintained. Finally, account statements are delivered directly from the qualified custodian to each client, or the client's independent representative, at least quarterly. Clients should carefully review those statements and are urged to compare the statements against reports received from us. When clients have questions about their account statements, they should contact us or the qualified custodian preparing the statement.

## **Item 16 – Investment Discretion**

Investment management services are provided on a non-discretionary or discretionary basis. If asset management services are provided on a non-discretionary basis, the firm will always contact the client before implementing any transactions in an account. If management services are provided on a discretionary basis, the firm makes all decisions to buy, sell or hold securities, cash, or other investments in the managed account in our sole discretion without consulting the client before implementing any transactions. The client must provide the firm with written authorization to exercise this discretionary authority. The client can impose reasonable restrictions on management of their accounts.

When discretionary authority is granted, it is limited. The firm does not have access to the client's funds and/or securities except for having advisory fees deducted from the client's account and paid to the firm by the account custodian. (Also, see **Item 15, Custody**.) Any fee deduction is done pursuant to the client's prior written authorization provided to the account custodian.

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

Proxy materials are sent directly from the custodian to the client. Unless the firm has agreed to do so in writing, the firm does not vote proxies on the client behalf. The client is instructed to read through the

information provided with the proxy-voting documents and decide based on the information provided. At the client's request, the firm may provide clarifications of the issues presented in the proxy materials. However, the firm will not make a recommendation on how to vote on the issues. The client has the sole determination on how to vote proxies.

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

This item is not applicable to Avior's brochure. The firm does not require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance. Therefore, the firm is not required to include a balance sheet for our most recent fiscal year. The firm is not subject to a financial condition that is reasonably likely to impair our ability to meet contractual commitments to clients. Finally, Avior has not been the subject of a bankruptcy petition at any time.