

Part 2 of Form ADV

Firm Brochure

The Alder Financial Group, Inc.

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Brochure Date | January 2019

Item 2 Material Changes From Our Last Filing |

Our last update to this document was in January 2019. The total asset managed under item 4 has been updated to reflect the balance as of December, 31st 2019. Item 19 related to state registered advisors has been removed.

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Item 4 Description of Advisory Business |

The Alder Financial Group is an independent registered investment advisor firm headquartered in Atlanta, Georgia with a branch office in Birmingham, Alabama. The firm has provided financial planning and investment management services since 1995. The firm's principal owners are Charles Webb and Alan Gaylor.

As of December 31, 2019 the firm manages over 119.5 million dollars in client assets on a discretionary basis.

We offer comprehensive financial planning and investment management services to a wide range of clients. Our clients come to us seeking help in understanding their long-term financial needs and a solution as to how to meet those needs. We work with them to address the myriad of financial issues that come up in their lives, which can range from the mundane around tax time to the complex when it is time to start thinking about selling a business.

Through the financial planning process, we develop an investment strategy to reach all of their goals – both long and short term. Therefore, our investment strategies are as diverse as our clients are and each portfolio reflects those differences. Because each portfolio is personalized, clients have the flexibility to specify that certain securities or issuers be included or excluded from their holdings.

In addition to directly managing our clients' assets, we also provide advice as to their other investments that we don't directly manage. These are typically investments in their company retirement accounts, employer stock options and ESOP plans. Our belief is that just because someone's savings are spread across multiple accounts, they shouldn't be treated separately. Instead, they should all be viewed as a single portfolio with a unified purpose.

Item 5 Fees and Compensation |

For its services, The Alder Financial Group charges a management fee that is either fixed or variable based on the size of the assets under management. Variable fees are billed quarterly at the end of the quarter. Fixed fees are billed monthly at the end of the month. Management fees are deducted directly from the client's portfolio.

In most cases, the variable management fee is 0.25% per quarter (1% annually). This is negotiable and may be less for some clients if the advisory relationship is less complex. While we do not impose an account size minimum, we do have a minimum fee of five hundred dollars per quarter. In certain situations, we will waive this minimum. Our fixed management fees are usually applied, at our discretion, to larger relationships. Typically, this occurs when the relationship reaches 1.5 -2.0 million dollars. The amount of the fixed fee is negotiated with the client and is renegotiated from time to time.

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In addition to our management fee, clients can expect to incur other sundry costs. These are costs associated with the custodian or mutual fund and ETF managers. These costs are usually brokerage commissions, prime broker fees and fund expenses. Our firm does not participate in those costs and we make an effort to keep them to a minimum as described in the Brokerage Practices section of this document.

Item 6 Performance-Based Fees and Side-By-Side Management |

The Alder Financial Group does not participate in performance-based compensation or have any side-by-side management relationships.

Item 7 Types of Clients |

The Alder Financial Group provides investment and planning advice to a variety of individuals and businesses. These include families, individuals, small businesses and their owners, and trusts funds. We do not impose a minimum account size but do have minimum fees as described in the Fees and Compensation section of this document.

Item 8 Methods of Analysis, Investment Strategies and Risk of Loss |

The Alder Financial Group primarily uses fundamental and macro economic analysis in making its investment decisions. The information used is collected from a number of sources including national economic and financial publications, financial data services and issuer's public filings.

Our investment strategy is centered on the disciplined allocation of assets into three major categories: equity, fixed income, and cash. To determine a proper allocation strategy, we thoroughly evaluate each client's financial profile to create an Investment Policy Statement that provides invaluable information in assisting us with devising an allocation for the client's current situation and future goals. Our proprietary computer modeling, which takes into account all relevant facts, will provide us with a strategic mix of asset categories that best fits the client's individual profile. Armed with this strategic asset allocation, we design an individual portfolio by choosing specific investments with the characteristics we feel are best suited to obtain the client's goals. For example, if steady cash flow is the primary goal, this situation would dictate a greater use of income producing securities such as bonds, preferreds and dividend paying stocks with a smaller use of growth oriented securities. Others may need a more aggressive portfolio with a high focus on managed equity and a small number of fixed income securities. Each client has a unique situation, and we are fully prepared to accommodate his or her individual investing needs.

We use a variety of publicly traded securities and asset classes in our client portfolios. These include stocks, mutual funds, exchange traded funds (ETFs), bonds, preferred stocks and options. Investing in these securities involves the risk of loss that the client should be prepared to bear. The amount of risk can vary greatly from one type of security to another, as well as one issuer to another.

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When investing in equities, we generally use ETFs and, to a lesser extent, mutual funds. These securities represent ownership in a larger pool of stocks. Thus, there is far less company specific risk and the performance and risk is influenced more by the overall direction in that ETF's particular market. When making fixed income investments, we use both individual securities and pooled instruments such as mutual funds and ETFs. Individual fixed income securities bear credit risk. That is to say that the risk is whether or not the issuer can make the obligated interest and principal payments. When investing in fixed income mutual funds and ETFs, this credit risk is spread among many issuers.

Item 9 Disciplinary Information |

There have been no legal or disciplinary events with our firm, our firm's principals or its employees.

Item 10 Other Financial Industry Activities and Affiliations |

Neither The Alder Financial Group nor its managers have any financial industry activities or affiliations that are material to our advisory business or our clients.

Item 11 Code of Ethics, Participation/Interest in Client Transactions and Personal Trading |

It is the policy of the applicant to follow the standards of practice set forth by the CFA Institute. The following details that code.

Code of Ethics and Standards of Professional Conduct

Preamble

The CFA Institute Code of Ethics and Standards of Professional Conduct are fundamental to the values of CFA Institute and essential to achieving its mission to lead the investment profession globally by setting high standards of education, integrity, and professional excellence. High ethical standards are critical to maintaining the public's trust in financial markets and in the investment profession. Since their creation in the 1960s, the Code and Standards have promoted the integrity of CFA Institute members and served as a model for measuring the ethics of investment professionals globally, regardless of job function, cultural differences, or local laws and regulations. All CFA Institute members (including holders of the Chartered Financial Analyst® [CFA®] designation) and CFA candidates must abide by the Code and Standards and are encouraged to notify their employer of this responsibility. Violations may result in disciplinary sanctions by CFA Institute. Sanctions can include revocation of membership, revocation of candidacy in the CFA Program, and revocation of the right to use the CFA designation.

The Code of Ethics

Members of CFA Institute (including CFA charter holders) and candidates for the CFA designation "Members and Candidates") must:

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- Act with integrity, competence, diligence, respect, and in an ethical manner with the public, clients, prospective clients, employers, employees, colleagues in the investment profession, and other participants in the global capital markets.
- Place the integrity of the investment profession and the interests of clients above their own personal interests.
- Use reasonable care and exercise independent professional judgment when conducting investment analysis, making investment recommendations, taking investment actions, and engaging in other professional activities.
- Practice and encourage others to practice in a professional and ethical manner that will reflect credit on themselves and the profession.
- Promote the integrity of and uphold the rules governing capital markets.
- Maintain and improve their professional competence and strive to maintain and improve the competence of other investment professionals.

Standards of Professional Conduct

I. PROFESSIONALISM

- A. Knowledge of the Law.** Members and Candidates must understand and comply with all applicable laws, rules, and regulations (including the CFA Institute Code of Ethics and Standards of Professional Conduct) of any government, regulatory organization, licensing agency, or professional association governing their professional activities. In the event of conflict, Members and Candidates must comply with the more strict law, rule, or regulation. Members and Candidates must not knowingly participate or assist in and must dissociate from any violation of such laws, rules, or regulations.
- B. Independence and Objectivity.** Members and Candidates must use reasonable care and judgment to achieve and maintain independence and objectivity in their professional activities. Members and Candidates must not offer, solicit, or accept any gift, benefit, compensation, or consideration that reasonably could be expected to compromise their own or another's independence and objectivity.
- C. Misrepresentation.** Members and Candidates must not knowingly make any misrepresentations relating to investment analysis, recommendations, actions, or other professional activities.
- D. Misconduct.** Members and Candidates must not engage in any professional conduct involving dishonesty, fraud, or deceit or commit any act that reflects adversely on their professional reputation, integrity, or competence.

II. INTEGRITY OF CAPITAL MARKETS

- A. Material Nonpublic Information.** Members and Candidates who possess material nonpublic information that could affect the value of an investment must not act or cause others to act on the information.
- B. Market Manipulation.** Members and Candidates must not engage in practices that distort prices or artificially inflate trading volume with the intent to mislead market participants.

III. DUTIES TO CLIENTS

- A. Loyalty, Prudence, and Care.** Members and Candidates have a duty of loyalty to their clients and must act with reasonable care and exercise prudent judgment. Members and Candidates must act for the benefit of their clients and place their clients' interests before their employer's or their own interests.
- B. Fair Dealing.** Members and Candidates must deal fairly and objectively with all clients when providing investment analysis, making investment recommendations, taking investment action, or engaging in other professional activities.

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C. Suitability.

1. When Members and Candidates are in an advisory relationship with a client, they must:
 - a. Make a reasonable inquiry into a client's or prospective client's investment experience, risk and return objectives, and financial constraints prior to making any investment recommendation or taking investment action and must reassess and update this information regularly.
 - b. Determine that an investment is suitable to the client's financial situation and consistent with the client's written objectives, mandates, and constraints before making an investment recommendation or taking investment action.
 - c. Judge the suitability of investments in the context of the client's total portfolio.
2. When Members and Candidates are responsible for managing a portfolio to a specific mandate, strategy, or style, they must make only investment recommendations or take only investment actions that are consistent with the stated objectives and constraints of the portfolio.

D. Performance Presentation. When communicating investment performance information, Members and Candidates must make reasonable efforts to ensure that it is fair, accurate, and complete.

E. Preservation of Confidentiality. Members and Candidates must keep information about current, former, and prospective clients confidential unless:

1. The information concerns illegal activities on the part of the client or prospective client,
2. Disclosure is required by law, or
3. The client or prospective client permits disclosure of the information.

IV. DUTIES TO EMPLOYERS

A. Loyalty. In matters related to their employment, Members and Candidates must act for the benefit of their employer and not deprive their employer of the advantage of their skills and abilities, divulge confidential information, or otherwise cause harm to their employer.

B. Additional Compensation Arrangements. Members and Candidates must not accept gifts, benefits, compensation, or consideration that competes with or might reasonably be expected to create a conflict of interest with their employer's interest unless they obtain written consent from all parties involved.

C. Responsibilities of Supervisors. Members and Candidates must make reasonable efforts to detect and prevent violations of applicable laws, rules, regulations, and the Code and Standards by anyone subject to their supervision or authority.

V. INVESTMENT ANALYSIS, RECOMMENDATIONS, AND ACTIONS

A. Diligence and Reasonable Basis. Members and Candidates must:

1. Exercise diligence, independence, and thoroughness in analyzing investments, making investment recommendations, and taking investment actions.
2. Have a reasonable and adequate basis, supported by appropriate research and investigation, for any investment analysis, recommendation, or action.

B. Communication with Clients and Prospective Clients. Members and Candidates must:

1. Disclose to clients and prospective clients the basic format and general principles of the investment processes they use to analyze investments, select securities, and construct portfolios and must promptly disclose any changes that might materially affect those processes.
2. Use reasonable judgment in identifying which factors are important to their investment analyses, recommendations, or actions and include those factors in communications with clients and prospective clients.
3. Distinguish between fact and opinion in the presentation of investment analysis and recommendations.

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- C. Record Retention.** Members and Candidates must develop and maintain appropriate records to support their investment analyses, recommendations, actions, and other investment related communications with clients and prospective clients.

VI. CONFLICTS OF INTEREST

- A. Disclosure of Conflicts.** Members and Candidates must make full and fair disclosure of all matters that could reasonably be expected to impair their independence and objectivity or interfere with respective duties to their clients, prospective clients, and employer. Members and Candidates must ensure that such disclosures are prominent, are delivered in plain language, and communicate the relevant information effectively.
- B. Priority of Transactions.** Investment transactions for clients and employers must have priority over investment transactions in which a Member or Candidate is the beneficial owner.
- C. Referral Fees.** Members and Candidates must disclose to their employer, clients, and prospective clients, as appropriate, any compensation, consideration, or benefit received from or paid to others for the recommendation of products or services.

VII. RESPONSIBILITIES AS A CFA INSTITUTE MEMBER OR CFA CANDIDATE

- A. Conduct as Members and Candidates in the CFA Program.** Members and Candidates must not engage in any conduct that compromises the reputation or integrity of CFA Institute or the CFA designation or the integrity, validity, or security of the CFA examinations.
- B. Reference to CFA Institute, the CFA Designation, and the CFA Program.** When referring to CFA Institute, CFA Institute membership, the CFA designation, or candidacy in the CFA Program, Members and Candidates must not misrepresent or exaggerate the meaning or implications of membership in CFA Institute, holding the CFA designation, or candidacy in the CFA program.

A copy of this code of ethics is also available separately to any client or prospective client upon request.

From time to time, our firm or its employees may invest or sell the same securities that we recommend to our clients. In such cases it is unlikely that these transactions will have a material impact on the market in those securities due to the size of the trade and the liquidity in the market. However, if a situation were to arise that we felt the market was too thin to accommodate all of the trades without adversely affecting the price of that security, the firm or employee trades will be prohibited from being executed before any client transactions.

Item 12 Brokerage Practices |

When opening a new account or trading for a client, the custodian and executing broker we select will be from established broker/dealer relationships that the Alder Financial Group maintains. Since we are not compensated to place or trade assets in any particular place, it is imperative to focus on maximizing the value of our client relationships relating to the breadth of custodial and trade services (best execution). The specific custodian and executing broker chosen will be based upon factors such as services, pricing, liquidity, convenience, reliability, technology and investment options.

On an annual basis, a trade oversight committee, which will be comprised of the principals of the firm, will review the existing broker/dealer relationships to evaluate if there has been a

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change in the competitive advantage of one broker/dealer over another. In addition, the committee will survey at least two other leading brokerage competitors that the Alder Financial Group does not maintain a relationship with to ensure that existing relationships are competitive and in keeping with industry standards. Once again, the factors that will be evaluated are services, pricing, liquidity, convenience, reliability, technology and investment options.

From time to time the applicant will aggregate trades for a single security in multiple client accounts (Block Trade). Block trades are executed in order to either attain favorable security pricing or uniform execution price. When a block trade is executed, the allocation of securities will be done in such a way that each client account involved will receive the same per share execution price. Under the applicant's current custodian agreements, the commissions paid by the client, if any, are unaffected by participation in block trades. That is to say that the commission charged for a particular trade will be the same regardless of whether that trade was placed individually or as part of a block order. The inclusion of client accounts in a block trade will be determined by such factors as, but not be limited to, known client needs, market conditions, client communications and account liquidity.

Item 13 Review of Accounts |

Charles Webb and Alan Gaylor are the firm's portfolio managers. The portfolio managers are responsible for all account reviews and analysis. Formal Internal reviews are performed at least quarterly and portfolio analysis reports are sent to the clients quarterly. These internal account reviews and associated reports look at such factors as the portfolio allocation and performance, change in portfolio value and benchmark comparisons. Portfolio reviews may be conducted more frequently should there be a material change in economic or market conditions. These reviews may also take place if it is necessary to liquidate a portion of the portfolio, there are new funds to be invested or there is a change in the asset allocation targets.

In addition to these quarterly internal reviews, all of our client accounts are monitored on a daily basis. Our firm's portfolio management software is updated daily with account balances, positions, transaction and prices. This information is also compared to our asset allocation targets for rebalancing purposes.

Individual portfolio and financial plan reviews are generally conducted every one to two years per the client's desired level of engagement. Our preference is to meet one on one with the client on an annual basis. We have found that some clients prefer to do this more than others and therefore the actual review frequency can vary widely from one relationship to another. There is no requirement on the client's part to participate in these one on one reviews. In instances where the client prefers to meet less frequently, we will manage their account per the last investment policy statement prepared.

Item 14 Client Referrals and Other Compensation |

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The Alder Financial Group does not compensate others for client referrals and is not compensated to refer its clients to other investment advisors or other investment advisory services.

Item 15 Custody |

The Alder Financial Group does not take custody of client assets. That is the role of the brokerage firm where our clients' accounts are held. As the advisor, we are only authorized to conduct business in those accounts as part of our management services and responsibilities.

Item 16 Investment Discretion |

The Alder Financial Group manages its client accounts on a discretionary basis. This authority is pursuant to the custodian's investment account agreement and the firm's management agreement. These investment decisions are made in accordance with the investment policy statement that is established at the beginning of a client relationship and updated from time to time as described in the Review of Accounts section of this document.

Having discretionary trading authority does not mean that the client has no say as to what is bought or sold in their portfolio. In fact, it is common for our clients to have trading restrictions on their accounts. These restrictions arise for a variety of reasons, including social considerations, tax concerns or even sentimental attachments. When an account has a restriction placed on it we will note that in our trading procedures. Should we become uncomfortable with a restricted position, we will share those concerns with the client. Though, the final decision ultimately rests with the client.

Item 17 Voting Client Securities |

Unless otherwise requested by the client, The Alder Financial Group will be appointed to receive and exercise any issuer related communications (proxies, tender offers, proposed mergers, rights offerings, exchange offers and warrants, among other things) regarding investments held. The shares held in all client accounts will be voted as a single block. It is the policy of the firm to exercise these rights in what we deem the best interest of all the clients. In the unlikely event that there is a conflict of interest between clients, we will vote in favor of the majority of clients. In most instances, the firm will vote per the issuer's management recommendations. In the rare instance that the firm votes otherwise, the dissenting vote will be logged in a dissenting proxy vote log. Issuer election documents will also be electronically archived. This information will be available to the client upon request.

Item 18 Financial Information |

Not Applicable

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