

# Item 1: Cover Page

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## **Form ADV Part 2A – Firm Brochure**

Dated: January 22, 2021

This Brochure provides information about the qualifications and business practices of Ventus Wealth Management LLC, “VWM”. If you have any questions about the contents of this Brochure, please contact us at (410) 541-6818. 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.

Ventus Wealth Management LLC is registered as an Investment Adviser with the State of Maryland. Registration of an Investment Adviser does not imply any level of skill or training.

Additional information about VWM is available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov), which can be found using the firm’s identification number, 312277.

## Item 2: Material Changes

Since this is the first filing of the Form ADV Part 2A for VWM, there is nothing to report. In the future, any material changes made during the year will be reported here.

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# Item 4: Advisory Business

## **Description of Advisory Firm**

Ventus Wealth Management LLC (“VWM”) is registered as an Investment Adviser with the State of Maryland. We are a limited liability company founded in January 2021. Adam Bosma is the principal owner of VWM.

## **Types of Advisory Services**

### **Investment Management Services**

We are in the business of managing individually tailored investment portfolios. Our firm provides continuous advice to a Client regarding the investment of Client funds based on the individual needs of the Client. Through personal discussions in which goals and objectives based on a Client's particular circumstances are established, we develop a Client's personal investment policy or an investment plan with an asset allocation target and create and manage a portfolio based on that policy and allocation targets. We will also review and discuss a Client's prior investment history, as well as family composition and background. Account supervision is guided by the stated objectives of the Client (e.g., maximum capital appreciation, growth, income, or growth, and income), as well as tax considerations.

### *Use of Third Party Managers, Sub-Advisors, or Outside Managers*

We offer the use of Third Party Managers, Sub-Advisors, Outside Managers (collectively “Outside Managers”) for portfolio management services. We assist Clients in selecting an appropriate allocation model, completing the Outside Manager's investor profile questionnaire, interacting with the Outside Manager and reviewing the Outside Manager. Our review process and analysis of outside managers is further discussed in Item 8 of this Form ADV Part 2A. Additionally, we will meet with the Client on a periodic basis to discuss changes in their personal or financial situation, suitability, and any new or revised restrictions to be applied to the account.

### **Ongoing Comprehensive Financial Planning**

VWM provides financial planning services to our clients on topics such as: business planning, retirement planning, risk management, college savings, cash flow, debt management, work benefits, tax planning, and estate and incapacity planning. The engagement process is composed of an initial onboarding/transition period followed by ongoing support. The initial engagement period will focus on individual client financial goals and objectives surrounding wealth and money and designed to take 3-6 months based on client responsiveness. The client will be required to provide information and documentation to help support the following areas of analysis: net worth, cash flow, taxes, insurance, investments, employment benefits, retirement planning, college planning, and estate planning. With this information, VWM will analyze and build a comprehensive financial plan delivered electronically (or written by request). In addition, the unique particulars of a client's financial plan, such as goals, timeline, and risk tolerance, will be used to develop a mutually agreed upon Investment Policy Statement, that outlines the unique portfolio asset allocation and investment plan used in the pursuit of a client's goals and objectives developed in the comprehensive financial plan. Ongoing financial planning will focus on the monitoring and tracking of progress along the financial plan. In addition, VWM will conduct periodic reviews of key financial planning areas throughout the year to include but not limited to: cash flow, insurance, taxes, and investments. Follow up communication via phone call, secure video conference, or email will be made to clients throughout the year to ensure any agreed upon action items are completed. On at least an annual basis, there will be a full review of the financial plan to ensure accuracy and ongoing appropriateness. Any needed updates will be communicated and agreed upon at that time.

### **Project-Based Financial Planning Service**

We also provide one-time project-based financial planning services. Financial planning involves an evaluation of a Client's current and future financial state by using currently known variables to predict future cash flows, asset values, and withdrawal plans. The key defining aspect of financial planning is that through the financial planning process, all questions, information, and analysis will be considered as they affect and are affected by the entire financial and life situation of the Client. Clients purchasing this service will receive a written or an electronic report, providing the Client with a detailed financial plan designed to achieve his or her stated financial goals and objectives.

Clients are free at all times to accept or reject any recommendation from VWM, and Clients have the sole discretion with regard to the implementation, acceptance, or rejection of any recommendation or advice provided by VWM. Should Clients desire assistance with implementing any parts of the financial plan, Clients will need to engage VWM through an Ongoing Comprehensive Financial Planning Agreement.

In general, the financial plan will address any or all of the following areas of concern. The Client and advisor will work together to select specific areas to cover. These areas may include, but are not limited to, the following:

**Business Planning:** We provide consulting services for Clients who currently operate their own business, are considering starting a business, or are planning for an exit from their current business. Under this type of engagement, we work with you to assess your current situation, identify your objectives, and develop a plan aimed at achieving your goals.

**Cash Flow and Debt Management:** We will conduct a review of your income and expenses to determine your current surplus or deficit along with advice on prioritizing how any surplus should be used or how to reduce expenses if they exceed your income. Advice may also be provided on which debts to pay off first based on factors such as the interest rate of the debt and any income tax ramifications. We may also recommend what we believe to be an appropriate cash reserve that should be considered for emergencies and other financial goals, along with a review of accounts (such as money market funds) for such reserves, plus strategies to save desired amounts.

**College Savings:** Includes projecting the amount that will be needed to achieve college or other post-secondary education funding goals, along with advice on ways for you to save the desired amount. Recommendations as to savings strategies are included, and, if needed, we will review your financial picture as it relates to eligibility for financial aid or the best way to contribute to grandchildren (if appropriate).

**Employee Benefits Optimization:** We will provide review and analysis as to whether you, as an employee, are taking the maximum advantage possible of your employee benefits. If you are a business owner, we will consider and/or recommend the various benefit programs that can be structured to meet both business and personal retirement goals.

**Estate Planning:** This usually includes an analysis of your exposure to estate taxes and your current estate plan, which may include whether you have a will, powers of attorney, trusts, and other related documents. Our advice also typically includes ways for you to minimize or avoid future estate taxes by implementing appropriate estate planning strategies such as the use of applicable trusts. We always recommend that you consult with a qualified attorney when you initiate, update, or complete estate planning activities. We may provide you with contact information for attorneys who specialize in estate planning when you wish to hire an attorney for such purposes. From time-to-time, we will participate in meetings or phone calls between you and your attorney with your approval or request.

**Financial Goals:** We will help Clients identify financial goals and develop a plan to reach them. We will identify what you plan to accomplish, what resources you will need to make it happen, how much time you will need to reach the goal, and how much you should budget for your goal.

**Insurance:** Review of existing policies to ensure proper coverage for life, health, disability, long-term care, liability, home, and automobile.

**Investment Analysis:** This may involve developing an asset allocation strategy to meet Clients' financial goals and risk tolerance, providing information on investment vehicles and strategies, reviewing employee stock options, as well as assisting you in establishing your own investment account at a selected broker/dealer or custodian. The strategies and types of investments we may recommend are further discussed in Item 8 of this brochure.

**Retirement Planning:** Our retirement planning services typically include projections of your likelihood of achieving your financial goals, typically focusing on financial independence as the primary objective. For situations where projections show less than the desired results, we may make recommendations, including those that may impact the original projections by adjusting certain variables (e.g., working longer, saving more, spending less, taking more risk with investments).

If you are near retirement or already retired, advice may be given on appropriate distribution strategies to minimize the likelihood of running out of money or having to adversely alter spending during your retirement years

**Risk Management:** A risk management review includes an analysis of your exposure to major risks that could have a significant adverse impact on your financial picture, such as premature death, disability, property and casualty losses, or the need for long-term care planning. Advice may be provided on ways to minimize such risks and about weighing the costs of purchasing insurance versus the benefits of doing so and, likewise, the potential cost of not purchasing insurance ("self-insuring").

**Tax Planning Strategies:** Advice may include ways to minimize current and future income taxes as a part of your overall financial planning picture. For example, we may make recommendations on which type of account(s) or specific investments should be owned based in part on their "tax efficiency," with the consideration that there is always a possibility of future changes to federal, state or local tax laws and rates that may impact your situation.

We recommend that you consult with a qualified tax professional before initiating any tax planning strategy, and we may provide you with contact information for accountants or attorneys who specialize in this area if you wish to hire someone for such purposes. We will participate in meetings or phone calls between you and your tax professional with your approval.

### **Client Tailored Services and Client Imposed Restrictions**

We offer the same suite of services to all of our Clients. However, specific Client financial plans and their implementation are dependent upon the Client Investment Policy Statement which outlines each Client's current situation (income, tax levels, and risk tolerance levels) and is used to construct a Client specific plan to aid in the selection of a portfolio that matches restrictions, needs, and targets.

Clients are able to specify, within reason, any limitations they would like to place on discretionary authority as it pertains to individual securities and/or sectors that will be traded in their account. Clients may request these restrictions in writing, provided that VWM accepts such requests.

## Wrap Fee Programs

We do not participate in wrap fee programs.

## Assets under Management

Because VWM is a new entity, it currently reports no discretionary or non-discretionary assets under management.

# Item 5: Fees and Compensation

Please note, unless a Client has received this Brochure at least 48 hours prior to signing the Investment Management Agreement and/or Financial Planning Agreement (“Client Contract”), the Client Contract may be terminated by the Client within five (5) business days of signing the Client Contract without incurring any fees. How we are paid depends on the type of advisory service we are performing. Please review the fee and compensation information below.

## Investment Management Services

Our investment management fee is based on a percentage of assets under management and is calculated as follows:

Account Value	Annual Advisory Fee
\$0 - \$1,000,000	1.00%
\$1,000,001 - \$3,000,000	0.75%
\$3,000,001 - Above	0.50%

The annual fees are negotiable and paid in advance on a quarterly basis. The advisory fee is a blended fee and is calculated by assessing the percentage rates using the predefined levels of assets as shown in the above chart and applying the fee to the account value as of the last day of the previous quarter. No increase in the annual fee shall be effective without prior client consent. For example, an account valued at \$2,000,000 would pay an effective fee of 0.88% with the annual fee of \$17,500.00. The quarterly fee is determined by the following calculation:  $((\$1,000,000 \times 1.00\%) + (\$1,000,000 \times 0.75\%)) \div 4 = \$4,375.00$ .

Advisory fees are directly debited from Client accounts held at a qualified custodian or the Client may choose to pay via electronic funds transfer. Accounts initiated during a calendar quarter will be charged a prorated fee based on the amount of time remaining in the billing period. A Client Contract may be terminated with written notice at least 30 calendar days in advance. Upon termination of the Client Contract, any unearned fee will be refunded to the Client.

### *Use of Third Party Managers, Sub-Advisors, or Outside Managers*

VWM may utilize Third Party Managers, Sub-Advisors, or Outside Managers (collectively, “Outside Managers”) to assist with the management of assets. Currently, VWM utilizes Betterment for Advisors, a digital wealth management platform generally serving independent investment advisory firms. Betterment LLC (“Betterment”) is an SEC-registered investment advisor. MTG LLC, dba Betterment Securities (“Betterment Securities”), a registered broker-dealer and member of FINRA and the SIPC, serves as broker-dealer and custodian. More information regarding Betterment Securities can be found in Item 12 of this Brochure.

Fees for Outside Managers are included in VWM's investment management fees. Fees for both sub-advisory services and VWM's investment management services will be deducted from the Client's account held at Betterment Securities. Betterment deducts these fees and will remit any VWM fee to VWM. Clients will execute agreements directly with Betterment.

### **Ongoing Comprehensive Financial Planning**

VWM charges a fixed annual fee for ongoing comprehensive financial planning. The annual fee ranges from \$3,000 to \$6,000, paid monthly in arrears. Clients will be initially charged three (3) months of fees upfront. The upfront fee covers the Client onboarding, data gathering, and setting the basis for the financial plan. The fee may be negotiable depending on several factors including: the scope and complexity of the Client needs, the time it takes to implement the actional tasks of the plan, the accountability needs of the client, the size of the household, whether the Client also engages us for investment management services, among other factors.

Fees for this service may be paid by electronic funds transfer or credit card.

This service may be terminated with 30 days' written notice. In the event the Client terminates this service in the first three (3) months, the Client will receive a prorated refund from the date the notice was provided to VWM or the date as designated by the Client in the notice, to the remaining days left in which the Client prepaid for services. Thereafter, since fees are paid in arrears, no refund will be needed upon termination of the Client Contract.

### **Project-Based Financial Planning Fixed or Hourly Fee**

Project-Based Financial Planning is offered on a fixed or hourly basis. The fee will be agreed upon before the start of any work. The fixed fee can range between \$500 and \$5000, depending on complexity and the needs of the client. Hourly Financial Planning engagements are offered at an hourly rate of \$200-\$450 per hour, depending on complexity and the needs of the client. The fees are negotiable. Half of the fee is due at the beginning of the process and the remainder is due at completion of work, however, VWM will not bill an amount above \$500.00 more than 6 months in advance. Fees for this service may be paid by electronic funds transfer or credit card. In the event the Client terminates the Client Contract prior to the completion of the project, any prepaid but unearned fees will be refunded to the Client and any fees for the hours already worked but not yet billed, will be due and payable. Upon termination, any completed deliverables of the project will be provided to the Client.

### **Other Types of Fees and Expenses**

Our fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which may be incurred by the Client. Clients may incur certain charges imposed by custodians, brokers, and other third parties such as custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer, and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Mutual fund and exchange-traded funds also charge internal management fees, which are disclosed in a fund's prospectus. Such charges, fees, and commissions are exclusive of and in addition to our fee, and we shall not receive any portion of these commissions, fees, and costs.

Item 12 further describes the factors that we consider in selecting or recommending broker-dealers for Client's transactions and determining the reasonableness of their compensation (e.g., commissions).

We do not accept compensation for the sale of securities or other investment products including asset-based sales charges or service fees from the sale of mutual funds.



# Item 6: Performance-Based Fees and Side-By-Side Management

We do not offer performance-based fees and do not engage in side-by-side management.

# Item 7: Types of Clients

We provide financial planning and portfolio management services to individuals, high net-worth individuals, and charitable organizations.

We do not require a minimum account size to open or maintain an account under our management.

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

Our primary method of investment analysis is analysis.

## **Modern Portfolio Theory:**

The underlying principles of MPT are:

- Investors are risk averse. The only acceptable risk is that which is adequately compensated by an expected return. Risk and investment return are related and an increase in risk requires an increased expected return.
- Markets are efficient. The same market information is available to all investors at the same time. The market prices every security fairly based upon this equal availability of information.
- The design of the portfolio as a whole is more important than the selection of any particular security. The appropriate allocation of capital among asset classes will have far more influence on long-term portfolio performance than the selection of individual securities.
- Investing for the long-term (preferably longer than ten years) becomes critical to investment success because it allows the long-term characteristics of the asset classes to surface.
- Increasing diversification of the portfolio with lower correlated asset class positions can decrease portfolio risk. Correlation is the statistical term for the extent to which two asset classes move in tandem or opposition to one another.

**Use of Outside Managers:** We may refer Clients to third-party investment advisers ("outside managers"). Our analysis of outside managers involves the examination of the experience, expertise, investment philosophies, and past performance of the outside managers in an attempt to determine if that manager has demonstrated an ability to invest over a period of time and in different economic conditions. We monitor the manager's underlying holdings, strategies, concentrations, and leverage as part of our overall periodic risk assessment. Additionally, as part of our due diligence process, we survey the manager's compliance and business enterprise risks. A risk of investing with an outside manager who has been successful in the past is that he or she may not be able to replicate that success in the future. In addition, as we do not control the underlying investments in an outside 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 our Clients. Moreover, as we do not control the

manager's daily business and compliance operations, we may be unaware of the lack of internal controls necessary to prevent business, regulatory or reputational deficiencies.

**Passive Investment Management:** We primarily practice passive investment management. Passive investing involves building portfolios that are composed of various distinct asset classes. The asset classes are weighted in a manner to achieve the desired relationship between correlation, risk, and return. Funds that passively capture the returns of the desired asset classes are placed in the portfolio. The funds that are used to build passive portfolios are typically index mutual funds or exchange-traded funds.

Passive investment management is characterized by low portfolio expenses (i.e. the funds inside the portfolio have low internal costs), minimal trading costs (due to infrequent trading activity), and relative tax efficiency (because the funds inside the portfolio are tax efficient and turnover inside the portfolio is minimal).

In contrast, active management involves a single manager or managers who employ some method, strategy or technique to construct a portfolio that is intended to generate returns that are greater than the broader market or a designated benchmark.

### **Material Risks Involved**

**All investing strategies we offer involve risk and may result in a loss of your original investment which you should be prepared to bear.** Many of these risks apply equally to stocks, bonds, commodities, and any other investment or security. Material risks associated with our investment strategies are listed below.

**Market Risk:** Market risk involves the possibility that an investment's current market value will fall because of a general market decline, reducing the value of the investment regardless of the operational success of the issuer's operations or its financial condition.

**Strategy Risk:** The Adviser's investment strategies and/or investment techniques may not work as intended.

**Small and Medium Cap Company Risk:** Securities of companies with small and medium market capitalizations are often more volatile and less liquid than investments in larger companies. Small and medium cap companies may face a greater risk of business failure, which could increase the volatility of the Client's portfolio.

**Interest Rate Risk:** Bond (fixed income) prices generally fall when interest rates rise, and the value may fall below par value or the principal investment. The opposite is also generally true: bond prices generally rise when interest rates fall. In general, fixed income securities with longer maturities are more sensitive to these price changes. Most other investments are also sensitive to the level and direction of interest rates.

**Legal or Legislative Risk:** Legislative changes or Court rulings may impact the value of investments, or the securities' claim on the issuer's assets and finances.

**Inflation:** Inflation may erode the buying power of your investment portfolio, even if the dollar value of your investments remains the same.

### **Risks Associated with Securities**

Apart from the general risks outlined above which apply to all types of investments, specific securities may have other risks.

**Common stocks** may go up and down in price quite dramatically, and in the event of an issuer's bankruptcy or restructuring could lose all value. A slower-growth or recessionary economic environment could have an adverse effect on the price of all stocks.

**Corporate Bonds** are debt securities to borrow money. Generally, issuers pay investors periodic interest and repay the amount borrowed either periodically during the life of the security and/or at maturity. Alternatively, investors can purchase other debt securities, such as zero coupon bonds, which do not pay current interest, but rather are priced at a discount from their face values and their values accrete over time to face value at maturity. The market prices of debt securities fluctuate depending on factors such as interest rates, credit quality, and maturity. In general, market prices of debt securities decline when interest rates rise and increase when interest rates fall. The longer the time to a bond's maturity, the greater its interest rate risk.

**Municipal Bonds** are debt obligations generally issued to obtain funds for various public purposes, including the construction of public facilities. Municipal bonds pay a lower rate of return than most other types of bonds. However, because of a municipal bond's tax-favored status, investors should compare the relative after-tax return to the after-tax return of other bonds, depending on the investor's tax bracket. Investing in municipal bonds carries the same general risks as investing in bonds in general. Those risks include interest rate risk, reinvestment risk, inflation risk, market risk, call or redemption risk, credit risk, and liquidity and valuation risk.

**Exchange Traded Funds** prices may vary significantly from the Net Asset Value due to market conditions. Certain Exchange Traded Funds may not track underlying benchmarks as expected. ETFs are also subject to the following risks: (i) an ETF's shares may trade at a market price that is above or below their net asset value; (ii) the ETF may employ an investment strategy that utilizes high leverage ratios; or (iii) trading of an ETF's shares may be halted if the listing exchange's officials deem such action appropriate, the shares are de-listed from the exchange, or the activation of market-wide "circuit breakers" (which are tied to large decreases in stock prices) halts stock trading generally. The Adviser has no control over the risks taken by the underlying funds in which the Clients invest.

**Mutual Funds:** When a Client invests in open-end mutual funds or ETFs, the Client indirectly bears its proportionate share of any fees and expenses payable directly by those funds. Therefore, the Client will incur higher expenses, many of which may be duplicative. In addition, the Client's overall portfolio may be affected by losses of an underlying fund and the level of risk arising from the investment practices of an underlying fund (such as the use of derivatives).

## Item 9: Disciplinary Information

### **Criminal or Civil Actions**

VWM and its management have not been involved in any criminal or civil action.

### **Administrative Enforcement Proceedings**

VWM and its management have not been involved in administrative enforcement proceedings.

### **Self-Regulatory Organization Enforcement Proceedings**

VWM and its management have not been involved in legal or disciplinary events that are material to a Client's or prospective Client's evaluation of VWM or the integrity of its management.

## Item 10: Other Financial Industry Activities and Affiliations

VWM is fee-only, meaning VWM only receives compensation directly from Clients. Management personnel may have outside business activities unrelated to VWM. Any such activities are disclosed in Item 19 of this Brochure.

### **Recommendations or Selections of Other Investment Advisers**

As referenced in Item 4 of this brochure, VWM recommends Clients to Outside Managers to manage their accounts. In the event that we recommend an Outside Manager, please note that we do not share in their advisory fee. Clients pay one single fee (as noted in Item 5), however our fee is separate to the Outside Managers compensation and the Outside Manager will deduct the single fee from client account(s) and remit our advisory fee to us. Fees will be described to you prior to engagement. You are not obligated, contractually or otherwise, to use the services of any Outside Manager we recommend. Additionally, VWM will only recommend an Outside Manager who is properly licensed or registered as an investment adviser.

## **Item 11: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading**

As a fiduciary, our firm and its associates have a duty of utmost good faith to act solely in the best interests of each Client. Our Clients entrust us with their funds and personal information, which in turn places a high standard on our conduct and integrity. Our fiduciary duty is a core aspect of our Code of Ethics and represents the expected basis of all of our dealings. The firm also accepts the obligation not only to comply with the mandates and requirements of all applicable laws and regulations but also to take responsibility to act in an ethical and professionally responsible manner in all professional services and activities.

### **Code of Ethics Description**

This code does not attempt to identify all possible conflicts of interest, and literal compliance with each of its specific provisions will not shield associated persons from liability for personal trading or other conduct that violates a fiduciary duty to advisory Clients. A summary of the Code of Ethics' Principles is outlined below.

- Integrity - Associated persons shall offer and provide professional services with integrity.
- Objectivity - Associated persons shall be objective in providing professional services to Clients.
- Competence - Associated persons shall provide services to Clients competently and maintain the necessary knowledge and skill to continue to do so in those areas in which they are engaged.
- Fairness - Associated persons shall perform professional services in a manner that is fair and reasonable to Clients, principals, partners, and employers, and shall disclose conflict(s) of interest in providing such services.
- Confidentiality - Associated persons shall not disclose confidential Client information without the specific consent of the Client unless in response to proper legal process, or as required by law.
- Professionalism - Associated persons' conduct in all matters shall reflect the credit of the profession.
- Diligence - Associated persons shall act diligently in providing professional services.

We periodically review and amend our Code of Ethics to ensure that it remains current, and we require all firm access persons to attest to their understanding of and adherence to the Code of Ethics at least annually. Our firm will provide a copy of its Code of Ethics to any Client or prospective Client upon request.

### **Investment Recommendations Involving a Material Financial Interest and Conflicts of Interest**

Neither our firm, its associates or any related person is authorized to recommend to a Client or effect a transaction for a Client, involving any security in which our firm or a related person has a material financial interest, such as in the capacity as an underwriter, adviser to the issuer, etc.

### **Advisory Firm Purchase of Same Securities Recommended to Clients and Conflicts of Interest**

Our firm and its related persons may buy or sell securities similar to, or different from, those we recommend to Clients for their accounts. This practice creates a conflict of interest with our clients insofar as our firm or individuals associated with our firm may have a financial incentive to trade in securities for their accounts in advance of or opposite to transactions in the same securities for client accounts. In an effort to reduce or eliminate certain conflicts of interest involving the firm or personal trading, our policy may require that we restrict or prohibit associates' transactions in specific reportable securities transactions. Any exceptions or trading pre-clearance must be approved by the firm principal in advance of the transaction in an account, and we maintain the required personal securities transaction records per regulation.

### **Trading Securities At/Around the Same Time as Client's Securities**

From time to time, our firm or its related persons may buy or sell securities for themselves at or around the same time as Clients. To address this conflict, our policy is that we will purchase or sell securities for our clients' accounts before purchasing or selling any of the same securities for any of the firm or its related person's account. The only exception to this general rule is where our accounts may purchase or sell shares of mutual funds that are equally priced at the end of the trading day.

## **Item 12: Brokerage Practices**

### **Factors Used to Select Custodians and/or Broker-Dealers**

In recommending broker-dealers, we have an obligation to seek the "best execution" of transactions in Client accounts. The determinative factor in the analysis of best execution is not the lowest possible commission cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of the broker-dealer's services. The factors we consider when evaluating a broker-dealer for best execution include, without limitation, the broker-dealer's:

- Execution capability;
- Commission rate;
- Financial responsibility;
- Responsiveness and customer service;
- Custodian capabilities;
- Research services/ancillary brokerage services provided; and
- Any other factors that we consider relevant.

With this in consideration, our firm recommends TD Ameritrade, Inc. ("TDA"), an independent and unaffiliated SEC registered broker-dealer firm and member of the Financial Industry Regulatory Authority ("FINRA") and the Securities Investor Protection Corporation ("SIPC"). Although clients may request us to use a broker-dealer of their choosing, we generally recommend that clients open brokerage accounts with TDA. We are not affiliated with TDA. The Client will ultimately make the final decision of the Custodian to be used to hold the Client's investments by signing the selected broker-dealer's account opening documentation.

Certain client assets may also be custodied at MTG LLC, dba Betterment Securities ("Betterment Securities"), a registered broker-dealer and member of FINRA and the SIPC. Betterment Securities is responsible for execution of securities transactions and maintains custody of customer assets. Betterment Securities exercises no discretion in determining if and when trades are placed; it places trades only at the direction of Betterment, LLC

(“Betterment”), an SEC registered investment advisor via Betterment for Advisors, a digital wealth management platform. Clients should understand that the appointment of Betterment Securities as the broker for their accounts held at Betterment may result in their receiving less favorable trade executions than may be available through the use of broker-dealers that are not affiliated with Betterment. If Clients do not wish to place assets with or execute trades through Betterment Securities, then Betterment cannot manage Client accounts on the Betterment for Advisors platform. Additional information regarding Betterment Securities can be found on FINRA’s BrokerCheck.

### **Research and Other Soft-Dollar Benefits**

TDA may provide us with certain brokerage and research products and services that qualify as “brokerage or research services” under Section 28(e) of the Securities Exchange Act of 1934 (“Exchange Act”). This is commonly referred to as a “soft dollar” benefit. We receive these soft dollar benefits because we do not have to produce or pay for the research, products or services. These research products and/or services will assist us in our investment decision making process. Such research generally will be used to service all of our client accounts, but brokerage charges paid by the client may be used to pay for research that is not used in managing that specific client’s account.

Other benefits include the following products and services (provided without cost or at a discount): receipt of duplicate Client statements and confirmations; research related products and tools; consulting services; access to a trading desk serving VWM participants; access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to Client accounts); the ability to have advisory fees deducted directly from Client accounts; access to an electronic communications network for Client order entry and account information; access to mutual funds with no transaction fees and to certain institutional money managers; and discounts on compliance, marketing, research, technology, and practice management products or services provided to VWM by third party vendors. TDA may also have paid for business consulting and professional services received by VWM’s related persons. Some of the products and services made available by TDA through the program may benefit VWM but may not benefit its Client accounts. These products or services may assist VWM in managing and administering Client accounts, including accounts not maintained at TDA. Other services made available by TDA are intended to help VWM manage and further develop its business enterprise. The benefits received by VWM or its personnel through participation in the program does not depend on the number of brokerage transactions directed to TDA. As part of its fiduciary duties to Clients, VWM endeavors at all times to put the interests of its Clients first. Clients should be aware, however, that the receipt of economic benefits by VWM or its related persons in and of itself creates a potential conflict of interest and may indirectly influence the VWM’s choice of TDA for custody and brokerage services. As such, we may have an incentive to select or recommend TDA based on your interest in receiving the research or other products or services, rather than on your clients’ interest in receiving most favorable execution.

### **Brokerage for Client Referrals**

We receive no referrals from a broker-dealer or third party in exchange for using that broker-dealer or third party.

### **Clients Directing Which Broker/Dealer/Custodian to Use**

We do recommend a specific custodian for Clients to use, however, Clients may custody their assets at a custodian of their choice. Clients may also direct us to use a specific broker-dealer to execute transactions. By allowing Clients to choose a specific custodian, we may be unable to achieve the most favorable execution of Client transactions and this may cost Clients money over using a lower-cost custodian.

### **Aggregating (Block) Trading for Multiple Client Accounts**

Investment advisers may elect to purchase or sell the same securities for several clients at approximately the same time when they believe such action may prove advantageous to clients. This process is referred to as aggregating orders, batch trading or block trading. We do not engage in block trading. It should be noted that implementing trades on a block or aggregate basis may be less expensive for client accounts; however, it is our trading policy to implement all client orders on an individual basis. Therefore, we do not aggregate or “block” client transactions.

Considering the types of investments we hold in advisory client accounts, we do not believe clients are hindered in any way because we trade accounts individually. This is because we develop individualized investment strategies for clients and holdings will vary. Our strategies are primarily developed for the long-term and minor differences in price execution are not material to our overall investment strategy.

Outside Managers used by VWM may block Client trades at their discretion. Their specific practices are further discussed in their ADV Part 2A, Item 12.

## Item 13: Review of Accounts

Adam Bosma, President and CCO of VWM, will work with Clients to obtain current information regarding their assets and investment holdings and will review this information as part of our financial planning services. VWM does not provide specific reports to financial planning Clients, other than financial plans. Investment Management Clients will have their account(s) reviewed regularly on a quarterly basis by Adam Bosma, President and CCO. The account is reviewed with regards to the Client's investment policies and risk tolerance levels.

Events that may trigger a special review would be unusual performance, addition or deletions of Client imposed restrictions, excessive draw-down, volatility in performance, or buy and sell decisions from the firm or per Client's needs.

Clients will receive trade confirmations from the broker(s) for each transaction in their accounts as well as monthly or quarterly statements and annual tax reporting statements from their custodian showing all activity in the accounts, such as receipt of dividends and interest. VWM does not prepare account statements in addition to those provided by the Client's custodian.

## Item 14: Client Referrals and Other Compensation

We do not receive any economic benefit, directly or indirectly, from any third party for advice rendered to our Clients. Nor do we, directly or indirectly, compensate any person who is not advisory personnel for Client referrals.

## Item 15: Custody

VWM does not accept custody of Client funds except in the instance of withdrawing Client fees.

For Client accounts in which VWM directly debits their advisory fee:

- i. VWM will send a copy of its invoice to the custodian at the same time that it sends the Client a copy.
- ii. The custodian will send at least quarterly statements to the Client showing all disbursements for the account, including the amount of the advisory fee.
- iii. The Client will provide written authorization to VWM, permitting them to be paid directly for their accounts held by the custodian.

Clients should receive at least quarterly statements from the broker-dealer, bank or other qualified custodian that holds and maintains Client's investment assets. We urge you to carefully review such statements and compare such official custodial records to the account statements or reports that we may provide to you. Our statements or reports may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

## Item 16: Investment Discretion

For those Client accounts where we provide Investment Management Services, we manage accounts on either a discretionary or nondiscretionary basis. Investment discretion is explained to Clients in detail when an advisory relationship has commenced. At the start of the advisory relationship, the Client will execute a Limited Power of Attorney, which will grant our firm either discretionary or nondiscretionary authority over the account. Additionally, the discretionary or nondiscretionary relationship will be outlined in the Client Contract and signed by the Client.

For those accounts where we maintain discretion, VWM determines the securities to be bought and sold and the amount of securities to be bought and sold without the need to have prior client consent. Clients are able to specify, within reason, any limitations they would like to place on discretionary authority as it pertains to individual securities and/or sectors that will be traded in their account. Clients may request these restrictions in writing, provided that VWM accepts such requests.

In a nondiscretionary relationship, VWM will need prior client approval before placing trades on behalf of the Client.

For those accounts held at Betterment Securities, VWM will have the discretion to facilitate the selection of, and changes to, the Betterment For Advisors portfolio allocation. Betterment For Advisors provides software tools for advisors to facilitate the purchase and sale of securities in the Client's accounts, including the amounts of securities to be bought and sold to align with the Client's goals and risk tolerance, through a series of 101 incremental model portfolio allocations ranging from 0% to 100% in equities.

## Item 17: Voting Client Securities

We do not vote Client proxies. Therefore, Clients maintain exclusive responsibility for: (1) voting proxies, and (2) acting on corporate actions pertaining to the Client's investment assets. The Client shall instruct the Client's qualified custodian to forward to the Client copies of all proxies and shareholder communications relating to the Client's investment assets. If the Client would like our opinion on a particular proxy vote, they may contact us at the number listed on the cover of this brochure.

In most cases, you will receive proxy materials directly from the account custodian. However, in the event we were to receive any written or electronic proxy materials, we would forward them directly to you by mail, unless you have authorized our firm to contact you by electronic mail, in which case, we would forward you any electronic solicitation to vote proxies.

## Item 18: Financial Information



Registered Investment Advisers are required in this Item to provide you with certain financial information or disclosures about our financial condition. We have no financial commitment that impairs our ability to meet contractual and fiduciary commitments to Clients, and we have not been the subject of a bankruptcy proceeding. We do not have custody of Client funds or securities or require or solicit prepayment of more than \$500 in fees per Client six months in advance.

## Item 19: Requirements for State-Registered Advisers

Adam Bosma serves as VWM's sole principal. Information about Adam Bosma's education, business background, and outside business activities can be found on his ADV Part 2B, Brochure Supplement attached to this Brochure.

### **Performance-Based Fees**

VWM is not compensated by performance-based fees.

### **Material Disciplinary Disclosures**

No management person at Ventus Wealth Management LLC has ever been involved in an arbitration claim of any kind or been found liable in a civil, self-regulatory organization, or administrative proceeding.

### **Material Relationships That Management Persons Have With Issuers of Securities**

Ventus Wealth Management LLC, nor Adam Bosma, have any relationship or arrangement with issuers of securities, in addition to what is described in Item 10.

Ventus Wealth Management LLC

1018 Arundel Dr  
Arnold, Maryland 21012  
(410) 541-6818

Dated: January 22, 2021

Form ADV Part 2B – Brochure Supplement

*For*

**Adam Bosma**

President and Chief Compliance Officer

This brochure supplement provides information about Adam Bosma that supplements the Ventus Wealth Management LLC (“VWM”) brochure. A copy of that brochure precedes this supplement. Please contact Adam Bosma if the VWM brochure is not included with this supplement or if you have any questions about the contents of this supplement.

Additional information about Adam Bosma is available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) which can be found using the identification number 7226941.

## Item 2: Educational Background and Business Experience

### **Adam Bosma**

Born: 1984

#### **Educational Background**

- 2007: B.S. in Aerospace Engineering, U.S. Naval Academy
- 2017: M.B.A, University of North Carolina, Kenan-Flagler Business School

#### **Business Experience**

- 01/2021 – Present, Ventus Wealth Management LLC, President and CCO
- 09/2017 – Present, Delta Air Lines, Inc, Pilot
- 05/2007 – Present, US Navy Reserves, Pilot
- 06/2020 – Present, SJB Photography, LLC, UAV Pilot
- 01/2020 – 01/2021, RCS Financial Planning, LLC, Financial Planner

## Item 3: Disciplinary Information

No management person at Ventus Wealth Management LLC has ever been involved in an arbitration claim of any kind or been found liable in a civil, self-regulatory organization, or administrative proceeding.

## Item 4: Other Business Activities

Adam Bosma is currently employed as the Pilot at Delta Air Lines, Inc. and the US Navy Reserves. This activity accounts for approximately 40% and 10% of his time, respectively. This may create a potential conflict of interest in that Mr. Bosma may dedicate certain hours of trading time to this outside business activity. This conflict is mitigated as VWM's investment strategy does not involve daily active trading.

## Item 5: Additional Compensation

Adam Bosma does not receive any economic benefit from any person, company, or organization, in exchange for providing Clients advisory services through VWM.

## Item 6: Supervision

Adam Bosma, as President and Chief Compliance Officer of VWM, is the sole investment adviser representative. Should there be additional representatives in the future, Mr. Bosma would be responsible for their supervision. Mr. Bosma is bound by VWM's Code of Ethics. Clients may contact Mr. Bosma at the phone number on this brochure supplement.

# Item 7: Requirements for State Registered Advisers

Adam Bosma has NOT been involved in an arbitration, civil proceeding, self-regulatory proceeding, administrative proceeding, or a bankruptcy petition.