

**TLG Advisors, Inc.**  
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**March 2020**

**FORM ADV Part 2A**



**This brochure provides information about the qualifications and business practices of TLG Advisors, Inc. If you have any questions about the contents of this brochure, please contact us at (303) 797-9080 or [compliance@tlgasvisors.net](mailto:compliance@tlgasvisors.net). 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. Registration does not imply a certain level of skill or training.**

**Additional information about TLG Advisors, Inc. also is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) and be searched by CRD # 111052.**

## **Material Changes**

Pursuant to SEC Rules, we will ensure that you receive a summary of any materials changes to this and subsequent Brochures within 120 days of the close of our business' fiscal year. We will provide other ongoing disclosure information about material changes as necessary.

We will further provide you with a new Brochure as necessary based on changes or new information, at any time, without charge.

Currently, our Brochure is available online at [www.tlgadvisors.net](http://www.tlgadvisors.net) or may be requested by contacting the compliance department, at 800-293-4296 ext. 160 or [compliance@tlgadvisors.net](mailto:compliance@tlgadvisors.net)

Additional information about TLG Advisors, Inc. is also available via the SEC's web site [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). The SEC's web site also provides information about any persons affiliated with TLG Advisors, Inc. who are registered, or are required to be registered, as investment adviser representatives of TLG Advisors, Inc.

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## **Item 1 – Advisory Business**

TLG Advisors, Inc. is a U.S. Securities and Exchange Commission Registered Investment Adviser. We provide investment supervisory services, manage investment advisory accounts, financial planning, and furnish investment advice to individuals, retirement plans, pension and profit-sharing plans, trusts, estates, charitable organizations, businesses and corporations. We provide these services through independent Investment Advisor Representatives who are affiliated with TLG Advisors, Inc. and sub-advisors (money managers), program sponsors and platform affiliates.

The firm has been in business since 1997. It is owned by trusts controlled by David R Wickersham, CEO of TLG Advisors, Inc. and Bernadette Wickersham.

### **The services we provide include:**

- Investment policy planning
- Computer-based investment advisory accounts
- Evaluation of your investment needs and objectives
- Development of an investment strategy and asset allocation for you
- Identification of appropriate managers and investment vehicles for you
- Ongoing monitoring of individual asset manager's performance for you
- Review of your accounts to ensure proper asset allocations and investments
- Recommendations for account rebalancing if necessary
- Comprehensive financial planning
- Estate planning
- Business planning and business continuation planning
- Investment fiduciary services for ERISA qualified retirement plans

### **Starlight Portfolios**

Starlight Portfolios is a division of TLG Advisors that provides web-based advisory services direct to consumer and through solicitors. The portfolios are composed of passive and active mutual funds. Portfolio recommendations are made based upon answers to a risk tolerance questionnaire, with the investment objectives falling into capital appreciation, capital preservation or income. Starlight Portfolios manages its portfolios across six risk classes and three fund management styles (active, passive, or a blend). The portfolio a client invests in is contingent on their answers to the risk questionnaire and their preferences, if any, to active or passive management with respect to the fund managers. The portfolios themselves are reviewed and may be updated quarterly based on changes in investment research and fund performance. The research used to determine the allocations is based on strategic allocations with tactical moves as prescribed by market conditions. Each fund chosen for the portfolio is screened for several factors including expense ratio, standard deviation, fiduciary score, sharp ratio, alpha, and return.

### **Types of Investments**

The programs used by TLG Advisors, Inc. advisors include asset management programs, mutual funds, collective trust funds, exchange traded funds, exchange-listed securities, over-the-counter securities, United States government securities, Municipal securities, variable and fixed life insurance and variable and fixed annuities. Advisors may prepare written financial plans for you for a fee.

**Client Assets**

The Firm advises approximately \$860,000,000 in client assets as of December 31, 2019. Regulatory Assets managed are approximately \$623,687,246. All that amount is discretionary at the advisor or sub-advisor level, meaning each client gives permission for the advisor or sub-advisor to make purchase and sell decisions.

**Item 2 - Fees and Compensation**

Fees vary by sub-advisor and/or investment manager used, according to sub-advisor’s or investment manager’s fee schedule. Advisory fees on accounts managed by TLG Advisors generally run .80% to 1.75% per year of total assets under management, but may have additional transaction, custody, money manager and/or platform fees. Please see your advisory agreement for breakdown of fees and compensation paid to your advisor.

Fees for Starlight Portfolios are .70%- 1.3% to TLG Advisors for portfolio management and advisory fees, .10% to Advisor Engine, the technology platform provider, and .15% to the custodian for asset based custodial services.

Starlight Portfolios Fees

<b>Fee</b>	<b>Min (bps)</b>	<b>Max (bps)</b>
Starlight Advisory Fee to TLG Advisors, Inc.*		30
Advisor Engine*		10
Custodian Fee	15	15
Advisor Fee	40	100
<b>Total Fee Paid</b>	<b>95</b>	<b>155</b>

\* These are flat fees regardless of investment amount  
All fees expressed in basis points (bps). 1 bps = 0.01%

Discretionary Account Fees

Minimum Invested Amount	Maximum Invested Amount	Advisor Fee*	Basis Points (bps)
\$ 0	\$1,000,000	Not to exceed	175
Over	\$1,000,000	Not to exceed	80

\* You may be charged an asset-based fee or transaction fees by the custodian of your assets in addition to the advisory fee

Normally, fees are assessed on a quarterly basis and paid in arrears, but some accounts may negotiate paying in advance. Fees may be calculated on a daily basis per quarter (account balance times fee divided by days in the year times days in the quarter); or average daily balance (balance each day of the quarter totaled and divided by the number of days times the fee divided by 4); or annual fee divided by the quarter (balance times fee divided by 4). Additional money added to accounts will be billed on a pro-rated

basis. Fees on managed accounts are deducted from assets unless directed otherwise by you. Fees may be negotiable. Accounts may be aggregated by household to discount fees.

A contract between TLG Advisors, Inc. and you may be cancelled at any time with thirty days prior written notice. You will be given this brochure form ADV Part 2A, forty-eight hours in advance of signing an agreement or you will have five business days to unconditionally cancel the agreement.

Any fees paid to TLG Advisors, Inc. for financial planning services and collected in advance will be refunded unconditionally to you if you request termination in writing, on a pro-rata basis, taking into account the percentage of services rendered to you up to the time of termination.

Additional compensation may be received by the advisor should you implement the recommendations of the advisor as outlined in the financial plan. You have the option of purchasing those recommended securities through other agents or brokers not associated with TLG Advisors, Inc. On occasion, TLG Advisors, Inc. may receive transaction-based compensation from The Leaders Group, Inc. and other broker-dealers.

Retirement Plans regulated under ERISA (Employee Retirement Income Security Act) will receive a complete breakdown of all costs associated with their plan as required under ERISA 408(b) (2). These costs may include direct compensation; indirect compensation; compensation paid among related parties (such as 12b-1 fees); or compensation for termination of arrangement (surrender fees).

If you own mutual funds as part of your portfolio, please be aware that the funds often have internal fees built in to their pricing. You will receive a prospectus from each fund, and full details of all internal fees are provided in the prospectus.

We believe TLG Advisors, Inc. fees are competitive with those fees charged by other investment advisors for comparable services; however, comparable services may be available from other sources for lower fees.

### **Item 3 - Performance-Based Fees and Side-By-Side Management**

We do not accept any performance-based or Side-By-Side Management accounts.

### **Item 4 - Types of Clients**

We offer services to individuals, trusts, corporations, pension and retirement plans, and institutional investors. TLG Advisors has an account minimum of \$25,000 which may be reached by combining the individual accounts associated with a household. Starlight Portfolios has no minimum account size. TLG Advisors, Inc. does not open accounts for those accounts that may be restricted under the PATRIOT ACT or Foreign Corrupt Practices Act.

### **Item 5 - Methods of Analysis, Investment Strategies and Risk of Loss**

Our advisors will use multiple methods and sources in the process of researching and analyzing securities and managers to be used. Securities are analyzed using primarily the Fundamental Method of analysis, using financial research services, research materials prepared by others, corporate rating services, annual

reports and other public filings, and company press releases as sources of information. Managers are evaluated using data and information from several sources, including the manager and independent databases. Among the types of information analyzed are historical performance, investment philosophy, investment style, historical volatility and correlation across asset classes. Also reviewed are the manager's Form ADV Part 2A, as well as portfolio holdings reports that help demonstrate the manager's securities selection process. The risk associated with fundamental analysis is that past results do not guarantee future performance. You should be aware that all investments carry risk of loss of part or all your principal. The majority of portfolios will be managed using Modern Portfolio Theory (MPT). MPT says that it is not enough to look at the expected risk and return of one particular stock. By investing in more than one stock, an investor can reap the benefits of diversification - primarily, a reduction in the riskiness of the portfolio. MPT quantifies the benefits of diversification, also known as not putting all of your eggs in one basket. For most investors, the risk they take when they buy a stock is that the return will be lower than expected. In other words, it is the deviation from the average return. Each stock has its own standard deviation from the mean, which MPT calls "risk". The risk in a portfolio of diverse individual stocks will be less than the risk inherent in holding any one of the individual stocks by itself (provided the risks of the various stocks are not directly related). Sub-advisors may use other analysis and management techniques that will be explained in their brochures. Please review their brochures.

#### **Item 6 - Disciplinary Information**

TLG Advisors is not now, nor has been in the past the subject of any disciplinary proceeding.

#### **Item 7 - Other Financial Industry Activities and Affiliations**

The management persons of TLG Advisors, Inc. are registered principals with The Leaders Group, Inc. an SEC registered and FINRA member broker-dealer. Most investment advisor representatives of TLG Advisors, Inc. are also registered representatives of The Leaders Group. TLG Advisors and The Leaders Group are under common ownership and management and share personnel under a service agreement TLG Advisors, Inc. has with The Leaders Group. The Leaders Group is also licensed as an insurance agency in several states. Asset Management Group, Inc. and Garlikov Advisors, Inc are affiliated with TLG Advisors through agreements and common investment advisor representatives. These affiliations may create a conflict of interest with clients. Certain advisors may also be related to a law firm, insurance agency, accounting firm, or other financial firm. This will be disclosed in the Brochure Supplement you will receive with information concerning your advisor.

Your advisor may select other advisors for you to work with. TLG Advisors and your advisor may receive a referral fee or solicitor's fee for recommending you. This can be considered a conflict of interest because they may select an advisor that will compensate them. If they are compensated, it will be disclosed to you.

#### **Item 8 - Code of Ethics, Participation or Interest in Client Transactions and Personal Trading**

We require that all affiliated persons accept and abide by the Code of Ethics listed below. A copy of the code may be requested by calling TLG Advisors at any time.

*TLG Advisors places high importance on the practice of high ethical standards in the Adviser-client relationship. This section, together with the compliance manual comprises TLG Advisors Code of Ethics.*

*A. DUTY TO CLIENTS*

*A TLG Advisors IAR has a duty to exercise his/her authority and responsibility for the benefit of the client, to place the interests of the client first, and to refrain from having outside interests that conflict with the interests of the client. The TLG Advisors IAR must avoid any circumstance that might adversely affect or appear to affect its duty of complete loyalty to his/her client. The IARs duty to their client is broad and applies to the entire advisor-client relationship. The nature of this relationship should be built on a foundation of trust and confidence and should fall into the scope of the relationship agreed upon by the IAR and client, which may vary from client to client.*

*B. LEGAL STANDARDS*

*It is unlawful for any IAR in connection with the purchase or sale, directly or indirectly, of a security held or to be acquired:*

- 1. To employ any device, scheme, or artifice to defraud;*
- 2. To make any untrue statement of a material fact or to omit to state a material fact necessary in order to make the statements, in light of the circumstances under which they are made, not misleading;*
- 3. To engage in any act, practice, or course of business that operates or would operate as a fraud or deceit; or*
- 4. To engage in any manipulative practice.*
- 5. To violate any Federal or State Securities Law.*

*C. CONFLICTS OF INTEREST*

*Every TLG Advisors IAR has a duty to disclose potential and actual conflicts of interest to their clients. IARs and solicitors have a duty to report potential and actual conflicts of interest to their advisory firms. Advisors should not accept gifts (other than de minimis gifts) from persons or companies doing business with the IAR.*

*D. USE OF DISCLAIMERS*

*Advisors should not attempt to limit their liability for willful misconduct or gross negligence through use of disclaimers. Advisors must make full and fair disclosures to its clients of all material facts relating to the advisory relationship.*

*E. SUITABILITY*

*Each TLG Advisors IAR has a fiduciary duty to recommend only those investments that are suitable and in the best interest for a client based upon the client's particular situation, circumstances and objectives.*

*F. PERSONAL SECURITIES TRANSACTIONS*

*Each IAR must have duplicate copies of any personal trading accounts sent to the compliance officer and must submit an annual report of security holdings, with the exclusion of mutual funds, money market funds and instruments, and unit investment trusts. This report should be submitted to the compliance officer via fax or email the first month of each year.*

*G. VIOLATIONS OF CODE OF ETHICS*

*Any IAR aware of any violations of this code of ethics should report them promptly to the compliance officer.*

On occasion, an advisor may buy or sell for your account a security in which they or a related person may have a financial interest. This would occur when the advisor owns the same position in their personal or business portfolio. In these cases, your securities must always be traded before or coincidentally with the advisors' accounts. At no time will the advisor receive a more favorable trade than you do.

**Item 9 - Brokerage Practices**

Except for accounts with Starlight Portfolios, you may choose to enter a separate contractual relationship with a custodian for the assets you invest. We will not act as custodian for any accounts. We may be



affiliated with one or more of the brokers that are used. Many accounts are custodied at Fidelity Investments, TD Ameritrade, Charles Schwab or other recommended broker-dealer. This relationship may benefit the advisor. You will generally pay an asset-based fee for the services provided by the broker/custodian (however, the executing broker-dealer may charge a transaction fee) and the brokerage/custody/clearing fees are generally included in the Program fee for you. TLG Advisors may receive a portion of the disclosed platform fee. Any fees not included will be disclosed in writing. Custodians that charge transaction fees for trades appear as a commission on the custodian statement. This is a commission to the brokerage company, and no part of this compensates your advisor or TLG Advisors.

We do not direct brokerage business to other brokers to obtain research or other “soft dollar” benefits. When we subscribe to research or other services made available by other brokers or third parties, we pay for such services with our own funds, not those of our clients. We will direct brokerage to a particular broker if we receive written instructions to do so from you. When you instruct us to direct all transactions for execution to a specific broker, we do not independently determine whether the commissions charged or execution effected thereafter is done at rates or prices higher or lower than those which could have been obtained had another broker acted as the broker. We do not negotiate brokerage commissions with other brokers on behalf of our advisory clients who designate other brokers. If this is the case, you will receive trade confirmations directly from the designated broker (or its clearing broker) and pay brokerage commissions in accordance with their schedule of rates or whatever arrangement you have negotiated with them. The brokerage commissions charged by other brokers may be higher or lower than that of TLG Advisors, Inc.

#### **Item 10 – Review of accounts**

Each account will be reviewed periodically, and no less than annually, by your investment advisor representative for performance, allocation and investment objectives. The custodians of your monies will provide reports to you on at least a quarterly basis. In some instances, these reports are only provided electronically.

#### **Item 11 - Client Referrals and Other Compensation**

On occasion, a referral fee may be paid to an individual for referring you to TLG Advisors, Inc. You will receive additional disclosure if this happens.

#### **Item 12 - Custody**

Your money is in the custody of a broker-dealer or other qualified custodian. That custodian will send account statements directly to you. You should carefully review those statements.

#### **Item 13 - Investment Discretion**

You are requested to grant discretionary authority to your advisory rep, and in some cases to TLG Advisors, Inc. This discretion may include the authority to choose money managers, to rebalance your account as agreed upon by Advisor and you, to sell enough assets to pay the program fees when necessary and the authority to sell and purchase holdings. The brokerage application will contain a limited power of attorney assigning this right to your advisor.

### **Item 14 - Voting Client Securities**

TLG Advisors, Inc. does not vote the proxies on items related to your securities. If a sub-advisor does accept this authority, it will be fully disclosed in the agreement you sign upon opening the account. You may obtain a copy of that advisor's proxy voting procedures from the sub-advisor. In most cases you will receive proxies directly from the custodian or transfer agent. Should you have questions about the solicitation, you may contact your advisor.

### **Item 15 - Financial Information**

TLG Advisors, Inc. does not have any financial condition that is likely to impair our ability to meet contractual commitments to you.

### **Item 16 - Glossary**

**ERISA** - The Employee Retirement Income Security Act of 1974 (ERISA) protects the retirement assets of Americans by implementing rules that qualified plans must follow to ensure that plan fiduciaries do not misuse plan assets.

**Side by Side Management**- Managing two accounts with the same portfolio but charging different types of fees for them.

**IAR** (Investment Advisory Representative) – Personnel that work for investment advisory companies whose main responsibility is to provide investment related advice. According to regulations, IARs can only provide advice on topics on which they have passed the appropriate examinations. In addition to passing the appropriate exams, an IAR also must be registered with the proper state authorities. In order to expand their knowledge about financial products and principles, many IARs hold either the Certified Financial Planner (CFP®) or Charter Financial Consultant (ChFC) designations.

#### **Professional Designations –**

**AIF** – Accredited Investment Fiduciary

Issued by: Center for Fiduciary Studies

Prerequisites/Experience Required:

- successfully complete the program;
- pass the final examination; and
- comply with the Code of Ethics

Educational Requirements: Combination of degree, other designations and industry experience

Examination Type: Proctored exam

Continuing Education/Experience Requirements: 6 hours of CE credits annually

**C(k)P** – Certified 401(k) Professional

Issued by: The Retirement Advisor University in collaboration with UCLA Anderson School of Management Executive Education

Prerequisites/Experience Required:

- 3 years of experience in financial services
- 10 defined contribution plans under management

- \$30,000,000 in assets under management

Educational Requirements: Approximately 57 hours of coursework

Examination Type: Combination of Online and Proctored exams

Continuing Education/Experience Requirements: 12 hours of CE credits annually

### **ChFC** - Chartered Financial Consultant

Issued by: The American College

Prerequisites/Experience Required:

- 3 years of full-time business experience within the five years preceding the awarding of the designation

Educational Requirements: 7 core and 2 elective courses, equivalent of 27 semester credit hours

Examination Type: Final proctored exam for each course

Continuing Education/Experience Requirements: 30 CE credits every 2 years

### **CFP** - Certified Financial Planner

Issued by: Certified Financial Planner Board of Standards, Inc.

Prerequisites/Experience Required: Candidate must meet the following requirements:

- A bachelor's degree (or higher) from an accredited college or university, and
- 3 years of full-time personal financial planning experience or the equivalent part-time experience (2,000 hours equals one year full-time).

Educational Requirements: Candidate must complete a CFP-board registered program, or hold one of the following:

- CPA
- ChFC
- Chartered Life Underwriter (CLU)
- CFA
- Ph.D. in business or economics
- Doctor of Business Administration
- Attorney's License

Examination Type: CFP Certification Examination

Continuing Education/Experience Requirements: 30 hours every 2 years

### **CFS** –Certified Fund Specialist

Issued by: Institute of Business & Finance

Prerequisites/Experience Required: Candidate must meet one of the following requirements:

- Bachelor's degree or
- 2,000 hours of financial services work experience

Educational Requirements: Candidate must complete a self-study program of six modules

Examination Type: Three proctored, online exams and a case study

Continuing Education/Experience Requirements: 30 hours every two years

### **CRPS** - Chartered Retirement Plans Specialist

Issued by: College for Financial Planning

Prerequisites/Experience Required: Candidate must meet the following requirements:

- successfully complete the program;
- pass the final examination; and

- comply with the Code of Ethics, which includes agreeing to abide by the Standards of Professional Conduct and Terms and Conditions. Applicants must also disclose of any criminal, civil, self-regulatory organization, or governmental agency inquiry, investigation, or proceeding relating to their professional or business conduct. Conferment of the designation is contingent upon the College for Financial Planning's review of matters either self-disclosed or which are discovered by the College that are required to be disclosed.

Examination Type: Proctored, online examination

Continuing Education: 16 hours every 2 years.

**CLU- Chartered Life Underwriter**

Issued by: The American College

Prerequisites/Experience Required:

- 3 years of full-time business experience within the five years preceding the awarding of the designation

Educational Requirements: 5 core and 3 elective courses, equivalent of 24 semester credit hours

Examination Type: Final proctored exam for each course

Continuing Education: 30 hours every 2 years

**CSA – Certified Senior Advisor**

Issued by: Society of Certified Senior Advisors

Prerequisites/Experience Required:

- Complete a candidate information profile
- Complete a disclosure questionnaire
- Pass a criminal background check
- Pass the Roles, Rules, and Responsibilities Ethics Exam
- Complete and submit the signed Certified Senior Advisors Application for Certification, which includes agreeing to the CSA Terms of awarding and maintaining certification

Examination Type: Proctored Examination

Continuing Education: 30 CSA credits every three years

**CSCP- Certified Securities Compliance Professional®**

Issued by: The National Society of Compliance Professionals

Prerequisites:

- Bachelors degree plus 3 years securities compliance experience or
- minimum of five years in securities compliance, and
- CSCP Credential Application approval.

Examination Type: Successful completion of self-study program, successfully pass CSCP exam

Continuing Education: 20 hours every 2 years.