



## **FORM ADV PART 2A**

### **FIRM BROCHURE**

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This brochure provides information about the qualifications and business practices of Foundry Wealth Group LLC. If you have any questions about the contents of this brochure, please contact us at (612) 512-7507 or [logan@foundrywealth.group](mailto:logan@foundrywealth.group). 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. Foundry Wealth Group LLC is a registered investment adviser with the State of Minnesota. Registration does not imply a certain level of skill or training.

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## Table of Contents

- Item 1. Material Changes
- Item 2. Advisory Business
- Item 3. Fees and Compensation
- Item 4. Performance-Based Fees and Side-By-Side Management
- Item 5. Types of Clients
- Item 6. Methods of Analysis, Investment Strategies and Risk of Loss
- Item 7. Disciplinary Information
- Item 8. Other Financial Industry Activities and Affiliations
- Item 9. Code of Ethics, Participation or Interest in Client Transactions and Personal Trading
- Item 10. Brokerage Practices
- Item 11. Review of Accounts
- Item 12. Client Referrals and Other Compensation
- Item 13. Custody
- Item 14. Investment Discretion
- Item 15. Voting Client Securities
- Item 16. Financial Information

## **Item 1: Material Changes**

This is the initial filing of Foundry Wealth Group LLC's Form ADV Part 2A. As a newly registered investment adviser, there are no material changes to report at this time. Going forward, this section will discuss material changes made to this brochure since the last annual update. We will ensure that you receive a summary of any material changes to this and subsequent brochures within 120 days of the close of our business' fiscal year. We may further provide other ongoing disclosure information about material changes as necessary. We will provide you with a new brochure as necessary based on changes or new information, at any time, without charge.

## Item 2: Advisory Business

■ **IMPORTANT: FOUNDRY WEALTH GROUP LLC DOES NOT MAINTAIN CUSTODY OF CLIENT FUNDS OR SECURITIES.** All client assets are held by independent, third-party qualified custodians. Foundry Wealth Group LLC never takes possession of, maintains custody of, or has the ability to independently withdraw client funds or securities, except for pre-authorized fee deductions and transfers between client-owned accounts.

### Firm Overview

Foundry Wealth Group LLC ("Foundry Wealth," "we," "us," or "our") is a Minnesota state-registered investment adviser founded in November 18, 2025. The firm is wholly owned and operated by Logan Guest, who serves as Managing Member and Chief Compliance Officer.

### Principal Owner

Logan Guest owns 100% of Foundry Wealth Group LLC and is responsible for all investment advisory activities and operations.

### Types of Advisory Services

Foundry Wealth Group provides comprehensive wealth management and advisory services to individuals, families, and business owners. Our integrated approach encompasses the following service areas:

#### 1. Investment & Capital Management

We provide comprehensive portfolio management services across a diversified range of asset classes, including:

- Traditional Securities: Equities, fixed income, mutual funds, and exchange-traded funds (ETFs)
- Digital Assets: Bitcoin, Ethereum, and other cryptocurrency investments through qualified custodians
- Alternative Investments: Private equity, real estate investment trusts (REITs), and other alternative asset classes appropriate for qualified clients
- Held-Away Account Management: Oversight and guidance for 401(k) plans and other retirement accounts held at external institutions through third-party platforms

Our investment management is built on disciplined research, rigorous risk assessment, and continuous portfolio monitoring to help clients achieve their long-term financial objectives.

## **2. Business Consulting & Structuring**

For business owner clients, we provide strategic consulting services including:

- Business structure optimization and operational efficiency analysis
- Growth strategy development and implementation planning
- AI and technology integration consulting
- Succession planning and exit strategy development
- Capital structure and financing guidance
- Bookkeeping services
- Business bank account management
- Business formation and entity structure guidance
- Business filing assistance
- App/Web development consultation for revamps or new businesses
- AI workflow consulting and advising
- Preparation assistance for acquisitions and mergers

## **3. Personal Financial Planning**

We offer comprehensive financial planning services including:

- Retirement planning and income distribution strategies
- Tax-efficient wealth management strategies
- Estate planning coordination (in collaboration with clients' legal counsel)
- Education funding strategies
- Risk management and insurance needs analysis
- Cash flow and budgeting guidance
- Mortgage/loan assistance
- Real estate assistance (for business locations, investment properties, or future home)
- Credit repair guidance

## **4. Specialized Services**

We also provide specialized advisory services in:

- Alternative Energy Investment: Strategic guidance on investments in nuclear energy, renewable energy, and emerging energy technologies
- Document Manufacturing: Professional preparation of business and financial documents
- Private and Alternative Investing: Access to and guidance on private equity, private credit, and other alternative investment opportunities for qualified clients

## **Tailored Financial Solutions**

We do not participate in wrap fee programs or offer standardized investment models. Each client engagement is customized based on the client's:

- Financial goals and objectives
- Time horizon
- Risk tolerance
- Tax situation
- Liquidity needs
- Personal values and preferences

Before providing services, we conduct a thorough discovery process to understand each client's unique circumstances and develop a personalized investment strategy and financial plan.

## **Assets Under Management**

Upon approval of this filing, Foundry Wealth Group will manage approximately \$1,250,000 in client assets on a discretionary basis and \$0 on a non-discretionary basis. Note: As a newly formed firm, these figures represent anticipated assets to be onboarded upon commencement of operations.

## **Client Relationships and Account Types**

We work with individual investors, families, trusts, estates, and business entities. Client accounts are established at independent, qualified custodians including:

- Charles Schwab & Co., Inc.
- Anchorage Digital Bank (for digital asset custody)
- Other qualified custodians as appropriate for client needs

For held-away accounts (such as employer retirement plans), we provide advisory services through platforms such as Pontera, which enable us to provide guidance without taking custody or control of the underlying assets.

## Item 3: Fees and Compensation

### Investment Advisory Fee Schedule

Foundry Wealth Group charges asset-based fees for investment management services calculated as a percentage of assets under management. Our fee schedules vary based on strategy involvement, risk level, client involvement, and AUM level:

These fee schedules are provided for illustrative purposes. The actual fee schedule may vary from client to client based on account complexity, service requirements, and negotiated terms.

#### Standard Fee Schedule:

For traditional investment management with moderate risk profiles:

- First \$500,000: 1.50% annually
- Next \$500,000 (\$500K - \$1M): 1.25% annually
- Next \$1,000,000 (\$1M - \$2M): 1.00% annually
- Next \$3,000,000 (\$2M - \$5M): 0.85% annually
- Assets above \$5,000,000: 0.75% annually

#### Higher Risk Fee Schedule:

For strategies involving higher risk investments, active management, or specialized asset classes:

- First \$500,000: 2.50% annually
- Next \$500,000 (\$500K - \$1M): 2.00% annually
- Next \$1,000,000 (\$1M - \$2M): 1.75% annually
- Next \$3,000,000 (\$2M - \$5M): 1.50% annually
- Assets above \$5,000,000: 1.00% annually

Fees are determined based on the following factors:

- Strategy Involvement: Complexity and time required for portfolio management
- Risk Level: Higher risk strategies require more intensive monitoring and management
- Client Involvement: Level of client engagement and communication requirements
- AUM Level: Total assets under management determine tier placement in fee schedule

Fees are negotiable depending on the complexity of the client's situation, the types of assets managed, and the total assets under management. Fees for related family members may be combined for purposes of calculating the fee tier.

## Fee Billing and Payment

■ **NON-CUSTODY ARRANGEMENT:** Advisory fees are NOT deducted directly from client accounts by Foundry Wealth Group for Financial Planning Agreement (FPA) clients. Foundry Wealth Group does NOT have authorization to withdraw funds from client custodial accounts for advice, but does have that ability for Investment Advisory Contract (IAC) clients.

Fees are billed monthly in advance based on the closing balance of the account at the end of the previous month.

### For Retainer Clients (FPA):

Clients are invoiced directly and may pay by:

- Check payable to Foundry Wealth Group LLC
- ACH transfer
- Other payment method as agreed upon
- Deducting FPA fees from the investment accounts upon client request to do so

Clients are responsible for ensuring timely payment of advisory fees. Non-payment may result in termination of advisory services.

### For IAC Clients:

Fees are deducted monthly in advance from client custodial accounts via Limited Power of Attorney authorization, which grants Foundry Wealth Group the authority to instruct the custodian to deduct advisory fees only.

## Other Fees and Expenses

In addition to our advisory fees, clients may incur charges imposed by third parties including:

- Transaction fees and commissions charged by custodians (where applicable)
- Mutual fund and ETF expense ratios
- Margin interest (if applicable)
- IRA and qualified retirement account fees (where applicable)
- Wire transfer and electronic fund transfer fees
- Other account fees and administrative costs (where applicable)



Foundry Wealth Group does not receive any portion of these third-party fees. We are committed to selecting cost-effective investment solutions and custodial platforms that provide good value for clients. Foundry Wealth Group has purposefully selected custodians that do not pass along custodian fees to clients where possible.

## **Financial Planning Fees**

For clients who engage us for comprehensive financial planning services separate from investment management, we may charge:

- Hourly rate: \$100-\$500 per hour, depending on complexity
- Fixed-fee projects: \$1,000-\$25,000, depending on scope
- Retainer arrangements: Negotiated annually based on services provided

For business consulting engagements, we may also charge fees based on a percentage (%) of revenue or profit, determined by:

- Business Size: Larger businesses may be charged based on a percentage of revenue, while smaller businesses may be charged based on profit margins
- Business Type: For example, software companies (SaaS) might be charged 0.5-2% of annual recurring revenue, retail businesses might be charged 1-3% of gross profit, and manufacturing businesses might be charged 2-5% of net profit

Financial planning fees are negotiable and will be agreed upon in advance in a separate engagement agreement.

## **Business Consulting Fees**

Business consulting and AI implementation services are provided on a project basis or hourly rate, ranging from \$250-\$750 per hour depending on the complexity and scope of the engagement. Consulting fees are separate from investment advisory fees and will be specified in a separate consulting agreement.

## **Termination and Refunds**

Either party may terminate the advisory agreement at any time by providing written notice. Upon termination:

If termination is initiated by the Adviser:

- Fees will be prorated to the effective date of termination
- Any unearned fees paid in advance will be promptly refunded

If termination is initiated by the Client:

- Fees will be prorated only if the reason for termination is agreed upon and mutually decided
- If termination is not mutually agreed upon, the full quarterly bill based on the annual retainer will still be billed (not the full year, unless the original estimated retainer time has been met or is within 15% of being fully used, in which case FWG reserves the right to invoice for the full year)
- Any unpaid fees for services rendered will be due and payable

There are no penalties or early termination fees.

#### **Item 4: Performance-Based Fees and Side-By-Side Management**

- Foundry Wealth Group does not currently charge performance-based fees. All fees are calculated as a percentage of assets under management or as fixed/hourly fees for financial planning services, as described in Item 3 of this brochure.
- Foundry Wealth Group reserves the right to offer performance-based fee arrangements in the future for qualified clients. Any such arrangements would be disclosed in an amended Form ADV filing prior to implementation.

## Item 5: Types of Clients

Foundry Wealth Group provides investment advisory services to:

- Individuals and families
- High net worth individuals
- Business owners
- Trusts and estates
- Small business entities (LLCs, S-Corps, C-Corps, partnerships)
- Center of influence relationships

## Account Minimums

We generally require a minimum account size of \$10,000 for investment management services. This minimum is often waived or reduced at our discretion based on:

- The complexity of the client's financial situation
- The potential for additional assets to be added
- Family relationships with existing clients
- Center of influence relationships
- The nature of the advisory relationship

Asset management is a typical aspect of comprehensive financial planning, and Foundry Wealth Group reserves the right to recommend its own asset management services to implement tax-efficient and wealth management strategies that FWG deems suitable for that client under the fiduciary client-advisor relationship with FWG.

For financial planning-only engagements, there is no minimum asset requirement.

## **Item 6: Methods of Analysis, Investment Strategies and Risk of Loss**

### **Methods of Analysis**

Foundry Wealth Group employs multiple analytical approaches to evaluate investment opportunities:

**Fundamental Analysis:** We analyze company financial statements, competitive positioning, management quality, industry dynamics, and economic factors to assess intrinsic value and long-term prospects.

**Technical Analysis:** We may use price trends, trading volume, and chart patterns as supplementary tools to inform entry and exit timing decisions.

**Quantitative Analysis:** We utilize quantitative metrics including valuation ratios, risk-adjusted returns, correlation analysis, and other statistical measures to evaluate securities and construct portfolios.

**Macroeconomic Analysis:** We monitor economic indicators, monetary policy, fiscal policy, and geopolitical developments that may impact financial markets and asset classes.

### **Investment Strategies**

Our investment strategies are tailored to each client's objectives, risk tolerance, and time horizon. Common strategies include:

**Strategic Asset Allocation:** Long-term portfolio positioning based on the client's risk profile and financial goals, with periodic rebalancing to maintain target allocations.

**Tactical Asset Allocation:** Opportunistic adjustments to portfolio positioning based on market valuations, economic conditions, and risk/reward assessments.

Diversification Across Asset Classes: Allocation across equities, fixed income, alternatives, and digital assets to manage risk and capture returns from multiple sources.

Tax-Efficient Investing: Strategic use of tax-advantaged accounts, tax-loss harvesting, and consideration of tax implications in investment decisions.

Alternative Investments: For qualified clients, selective allocation to private equity, real estate, hedge funds, and other alternative strategies to enhance diversification and return potential.

Digital Asset Investing: For clients comfortable with the risks, strategic allocation to Bitcoin, Ethereum, and other cryptocurrencies through qualified custodians.

Aggressive Active Trading: For qualified clients, active trading strategies including day trading, swing trading, options strategies, and tactical market timing designed to outperform benchmarks through frequent position adjustments.

## **Risk of Loss**

Investing in securities involves risk of loss that clients should be prepared to bear. No investment strategy can guarantee profits or protect against loss in declining markets. Key risks include:

- **Market Risk:** Securities prices fluctuate based on market conditions, economic developments, and investor sentiment. Clients may experience losses, including loss of principal.
- **Interest Rate Risk:** Bond and fixed income securities decline in value when interest rates rise. Duration and credit quality affect the degree of interest rate sensitivity.
- **Credit Risk:** Issuers of bonds and other debt instruments may default on payment obligations, resulting in loss of principal and interest.
- **Liquidity Risk:** Some securities may be difficult to sell quickly at a fair price, particularly in stressed market conditions.
- **Concentration Risk:** Over-concentration in particular securities, sectors, or asset classes can amplify losses if those investments perform poorly.
- **Currency Risk:** International investments expose clients to foreign currency fluctuations that can impact returns.

- **Digital Asset Risks:** Cryptocurrencies are highly volatile, subject to cybersecurity risks, regulatory uncertainty, custody risks, and potential total loss of value.
- **Alternative Investment Risks:** Private equity, hedge funds, and other alternatives may be illiquid, difficult to value, and subject to high fees and conflicts of interest.
- **Options and Derivatives Risk:** Options and derivatives can result in losses exceeding the initial investment. These instruments are complex and may not be suitable for all investors.
- **Active Trading Risks:** Frequent trading strategies may result in higher transaction costs, increased tax liability from short-term capital gains, and potential for losses due to market timing errors.
- **Leverage Risk:** Use of margin and leverage can amplify both gains and losses, and may result in losses exceeding the initial investment.
- **Management Risk:** Investment decisions made by Foundry Wealth Group may not achieve desired results and may underperform benchmarks or other investment alternatives.

Past performance is not indicative of future results. Clients should carefully review all investment risks with their adviser before investing.

## **Item 7: Disciplinary Information**

Foundry Wealth Group and its management have no legal or disciplinary events to disclose. We have not been subject to any civil, criminal, or regulatory actions. Investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of the firm or its personnel. We take our fiduciary duty seriously and maintain the highest ethical standards.

## **Item 8: Other Financial Industry Activities and Affiliations**

### **Related Business Activities**

Logan Guest, the principal owner of Foundry Wealth Group LLC, is also the owner of the following related business entities:

Guest Ventures LLC: Provides bookkeeping and accounting services to small businesses. This entity is under common control with Foundry Wealth Group LLC.

Scriber LLC: Provides content creation, writing, and documentation services. This entity is under common control with Foundry Wealth Group LLC.

### **Time Allocation**

Logan Guest allocates his professional time approximately as follows:

- Foundry Wealth Group LLC: 90% of professional time
- Scriber LLC: 5% of professional time
- Guest Ventures LLC: 5% of professional time

### **Potential Conflicts of Interest**

These business activities may present conflicts of interest in the following ways:

- Time and Attention: Time devoted to Guest Ventures LLC and Scriber LLC could reduce the time available for Foundry Wealth Group clients.
- Cross-Referrals: There may be opportunities to refer bookkeeping clients (Guest Ventures LLC) or content clients (Scriber LLC) to Foundry Wealth Group for investment advisory services, or vice versa, which could create an incentive to recommend services beyond clients' needs.

Foundry Wealth Group and its advisors take pride in never making recommendations our clients do not need or would not benefit from. We believe that any savings passed to our clients will only improve their financial situation, which in turn improves ours with a strong and loyal client base.

## **Management of Conflicts**

Foundry Wealth Group manages these conflicts by:

- Disclosing all affiliations to clients in writing
- Ensuring adequate time is dedicated to investment advisory responsibilities (80% time allocation to FWG)
- Making referrals only when genuinely in the client's best interest
- Never conditioning investment advisory services on the engagement of affiliate services
- Maintaining separate billing and never bundling services without clear disclosure
- Training all FWG staff to its value standards and hiring staff that align with our values

## **No Broker-Dealer or Other Registrations**

Foundry Wealth Group and its management personnel are not registered as broker-dealers, futures commission merchants, commodity pool operators, commodity trading advisors, or associated persons of such entities. We do not receive transaction-based compensation or commissions from securities trades.

## **No Management of Investment Companies or Pooled Vehicles**

Foundry Wealth Group does not manage mutual funds, hedge funds, or other pooled investment vehicles. We do not serve as a general partner for limited partnerships or manager of limited liability companies organized for investment purposes.



## **Item 9: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading**

### **Code of Ethics and Personal Trading**

Foundry Wealth Group has adopted a Code of Ethics that sets forth the standards of conduct expected of all advisory personnel and affirms our fiduciary duty to clients. The Code of Ethics addresses the following areas:

- **Fiduciary Duty:** We act as fiduciaries, placing our clients' interests above our own in all matters
- **Integrity and Transparency:** We conduct our business with utmost integrity, ensuring transparency in all dealings
- **Professional Excellence:** We maintain the highest level of professional competence through continuing education
- **Confidentiality:** We protect the confidential information of clients and employ robust security measures
- **Personal Trading:** Advisory personnel must comply with rules governing personal securities transactions, including pre-clearance requirements and reporting obligations
- **Conflicts of Interest:** We identify, disclose, and manage conflicts of interest appropriately
- **Insider Trading:** We prohibit trading on material non-public information
- **Gifts and Entertainment:** We maintain policies on the receipt and giving of gifts and entertainment
- **Accountability:** We take responsibility for our actions and ensure they align with ethical standards and regulatory requirements

A copy of our Code of Ethics is available to clients and prospective clients upon request and upon initiation of our contractual relationship.

### **Personal Securities Trading**

Advisory personnel of Foundry Wealth Group may buy or sell securities for their personal accounts that are also recommended to clients. This creates potential conflicts of interest:

- **Front-Running:** Advisory personnel could purchase securities in advance of client purchases, benefiting from subsequent price increases
- **Scalping:** Advisory personnel could sell securities shortly after recommending them to clients who then purchase the securities

To address these conflicts, our Code of Ethics requires:

- Pre-clearance of personal securities transactions in covered securities (with limited exceptions for exempt securities)
- Quarterly reporting of personal securities transactions
- Annual reporting of all securities holdings
- Prohibition on front-running client transactions
- Blackout periods preventing trades within 7 days before or after client transactions in the same security

### **Participation in Client Transactions**

Advisory personnel may invest in the same securities as clients, potentially creating conflicts regarding trading priority and allocation of investment opportunities. We address this by:

- Giving clients priority in allocation of limited investment opportunities
- Disclosing any material financial interests in securities recommended to clients
- Prohibiting advisory personnel from profiting at the expense of clients

### **Principal and Agency Cross Transactions**

Foundry Wealth Group does not engage in principal transactions (buying securities from or selling securities to clients from our own account) or agency cross transactions (acting as broker for both parties in a transaction). While we do have brokerage accounts for firm operations, these accounts in no way interfere with or impact client accounts, as outlined more fully in our Code of Ethics.

## Item 10: Brokerage Practices

■ **CRITICAL: FOUNDRY WEALTH GROUP LLC DOES NOT MAINTAIN CUSTODY.** Foundry Wealth Group does NOT have custody of client funds or securities. All client assets must be held at independent, qualified custodians. We do NOT have authority to withdraw client funds or securities, besides drawing fees and preauthorized transfers to other client-owned accounts.

### Selection of Custodians and Brokers

Foundry Wealth Group does not have custody of client assets and does not execute securities transactions. Clients open their own accounts with independent, qualified custodians, and we establish these accounts with the clients. We exclusively use the following custodians unless we have agreed otherwise (special circumstance exceptions will be made):

Charles Schwab & Co., Inc.

- Institutional custody platform for traditional securities
- Competitive pricing, robust technology, and comprehensive reporting
- No minimum balance requirements for advisory accounts
- Access to wide range of investment products

Anchorage Digital Bank

- Qualified custodian for digital assets (cryptocurrency)
- Institutional-grade security and regulatory compliance
- Suitable for clients investing in Bitcoin, Ethereum, and other digital assets

Other Custodians

- In special circumstances and with mutual agreement, clients may use other qualified custodians. We evaluate custodians based on capability, cost, technology, and service quality.

### Factors in Custodian Selection

We consider multiple factors when recommending custodians:

- Best Execution: Competitive commission rates and execution quality

- Custody Services: Safekeeping of client assets, reporting, and account servicing
- Technology Platform: Integration with our portfolio management systems
- Product Access: Availability of desired investment products
- Research and Tools: Quality of research, analytics, and planning tools
- Operational Efficiency: Ease of account setup, money movement, and problem resolution
- Financial Stability: Custodian financial strength and insurance coverage

While we strive to recommend custodians offering competitive pricing, our primary focus is on service quality, capabilities, and overall value rather than solely on the lowest possible cost.

### **Soft Dollar Benefits**

Foundry Wealth Group does not have soft dollar arrangements and does not receive research, software, or other benefits from custodians in exchange for directing client trades. We do not receive any economic benefits from custodians beyond the custodial services provided to our clients.

### **Directed Brokerage**

Clients may direct us to use a particular custodian or broker to execute transactions. In such cases:

- We may be unable to achieve best execution of transactions
- Clients may pay higher commissions or other transaction costs
- We may be unable to aggregate orders with other clients, potentially resulting in less favorable prices
- Clients may not receive volume discounts available to other advisory clients

We reserve the right to decline directed brokerage arrangements if we believe they would compromise our ability to meet our fiduciary duty or provide appropriate advisory services.

### **Order Aggregation and Trade Allocation**

When possible and advantageous, we may aggregate client orders to improve execution quality and reduce transaction costs. When orders are aggregated:

- All participating clients receive the average price for the aggregated transaction
- Transaction costs are shared proportionately based on participation

- Allocations are made fairly and equitably

In situations where full execution of an aggregated order is not possible (partial fills), allocations are made on a pro-rata or rotational basis to ensure fair treatment of all clients.

### **Trade Errors**

In the event of a trade error caused by Foundry Wealth Group, we will take responsibility and make clients whole. Trade error correction procedures are maintained as part of our compliance program.

## **Item 11: Review of Accounts**

### **Frequency and Nature of Reviews**

#### **Investment Management Accounts:**

Client accounts receiving investment management services are reviewed regularly:

Ongoing Monitoring: Portfolio performance, holdings, and positioning are monitored continuously using our portfolio management systems.

Formal Reviews: Logan Guest, Managing Member, conducts formal account reviews at least quarterly. Reviews assess:

- Performance relative to benchmarks and client objectives
- Adherence to investment policy and asset allocation targets
- Changes in client circumstances that may warrant strategy adjustments
- Rebalancing needs and tax-loss harvesting opportunities

Triggering Events: Additional reviews are conducted when triggered by:

- Significant market events or volatility
- Changes in client financial situation, objectives, or risk tolerance
- Client requests for portfolio changes
- Material changes in security or sector fundamentals

#### **Financial Planning Clients:**

Clients who have engaged us for financial planning services but not ongoing investment management receive plan reviews as agreed upon in the engagement agreement, typically:

- Initial plan delivery and review meeting
- Annual progress review (for retainer clients)
- Updates as needed based on life changes or client requests

## Account Reports

Clients receive the following reports:

From Custodians:

- Monthly or quarterly account statements directly from the custodian
- Trade confirmations for each transaction
- Annual tax documents (Forms 1099)

From Foundry Wealth Group (quarterly reports provided up to 1 month after the start of the new quarter):

- Quarterly performance reports showing account holdings and values, performance relative to benchmarks, asset allocation summary, and contributions, withdrawals, and advisory fees
- Annual comprehensive portfolio review
- Ad hoc reports as requested by clients

Foundry Wealth Group reserves the right to provide quarterly reports up to 1 month after the start of the new quarter.

Clients are encouraged to compare statements received from custodians with reports provided by Foundry Wealth Group. Please notify us immediately of any discrepancies.

## **Item 12: Client Referrals and Other Compensation**

### **Client Referrals**

Foundry Wealth Group reserves the right to establish referral fee arrangements with third parties for client referrals. We will only establish such relationships so long as the relationship does not materially or indirectly harm the client. If any such relationship is established, we will:

- Disclose the arrangement to referred clients in writing
- Ensure referral fees do not result in higher advisory fees for clients
- Comply with all applicable regulations, including Rule 206(4)-1 (Marketing Rule)
- Ensure that any solicitors are qualified and provide appropriate disclosures

### **Other Compensation**

Foundry Wealth Group does not receive any economic benefits from non-clients for providing advisory services to clients. We do not have revenue-sharing arrangements with custodians, product sponsors, or other third parties. Our compensation comes exclusively from advisory fees paid by clients as disclosed in Item 3 of this brochure.



## Item 13: Custody

■ **FOUNDRY WEALTH GROUP LLC DOES NOT HAVE CUSTODY OF CLIENT FUNDS OR SECURITIES. This is the most important section regarding asset safety and regulatory compliance.**

### NON-CUSTODY STRUCTURE

Foundry Wealth Group LLC does NOT have custody, possession, or control of client funds or securities. Under SEC and Minnesota state securities regulations, "custody" includes:

- Physical possession of client funds or securities
- Authority to withdraw funds or securities from client accounts
- Acting as trustee or having signatory authority on client accounts
- Any arrangement giving the adviser access to client funds or securities

Foundry Wealth Group custodians maintain a level of separation, and FWG does not have authority to act on anything without the consent from the client besides trading and fee charging discretion, thus maintaining non-custody status.

#### ✓ FOUNDRY WEALTH GROUP DOES NOT:

- Hold client cash, securities, or other assets
- Have authority to withdraw funds from client custodial accounts (except for fee deduction for IAC clients and preauthorized transfers to other client-owned accounts)
- Have signatory authority on client accounts
- Have access to client online account credentials
- Serve as trustee of client trusts
- Have power of attorney over client accounts beyond limited trading authority

#### ✓ CLIENT ASSETS ARE HELD AT:

- Charles Schwab & Co., Inc. - Traditional securities (stocks, bonds, ETFs, mutual funds)
- Anchorage Digital Bank - Digital assets (cryptocurrency)
- Other Qualified Custodians - As selected and approved by clients

## **Client Account Statements**

Clients receive account statements directly from their qualified custodians at least quarterly. These statements are the official record of account holdings, values, and transactions.

IMPORTANT: Clients should carefully review all account statements received from custodians. If you have questions about your statement or notice any discrepancies between custodian statements and reports provided by Foundry Wealth Group, please contact us immediately.

## **Standing Letters of Authorization (LIMITED)**

For IAC clients only, Foundry Wealth Group has limited Standing Letters of Authorization (SLOAs) that allow us to:

- Instruct custodians to deduct advisory fees from client accounts
- Facilitate preauthorized transfers to other accounts owned by the same client

We do NOT have authority to transfer client funds to third parties or to accounts not owned by the client.

## **Fee Payment Method**

For FPA (retainer) clients: Advisory fees are NOT deducted directly from client accounts. Clients are invoiced quarterly and make fee payments directly to Foundry Wealth Group LLC via check, ACH transfer, or other agreed-upon payment method.

For IAC clients: Advisory fees are deducted monthly in advance from client custodial accounts via Limited Power of Attorney authorization.

This structure ensures Foundry Wealth Group has limited and controlled access to client assets held at custodians.

## **Surprise Custody Examinations (NOT APPLICABLE)**

Because Foundry Wealth Group does not have full custody of client assets, we are not subject to surprise custody examinations by an independent public accountant. This regulatory requirement applies only to advisers with unrestricted custody.

## **Regulatory Compliance**

Our limited custody structure complies with:

- Rule 206(4)-2 under the Investment Advisers Act (Custody Rule)
- Minnesota Rule 2876.4116 (Custody Requirements)
- SEC and Minnesota custody regulations

By maintaining a limited custody policy, we ensure:

- Client Asset Safety: Assets remain with independent, regulated custodians
- Operational Segregation: Clear separation between advisory services and asset custody
- Regulatory Compliance: Reduced custody-related regulatory burdens
- Transparency: Clients receive independent statements directly from custodians

## **Item 14: Investment Discretion**

### **Discretionary Authority**

Foundry Wealth Group typically accepts discretionary authority to manage client accounts.

"Discretionary authority" means we have the authority to determine, without obtaining specific client consent:

- Which securities to buy or sell
- The amount of securities to buy or sell
- When to execute transactions

This authority allows us to manage portfolios efficiently and implement investment strategies in a timely manner.

### **Granting Discretionary Authority**

Clients grant discretionary authority to Foundry Wealth Group by:

- Signing our Investment Advisory Agreement, which includes discretionary authority provisions
- Executing a Limited Power of Attorney (LPOA) with their custodian authorizing Foundry Wealth Group to place trades on their behalf

IMPORTANT: The Limited Power of Attorney grants authority ONLY to execute securities transactions (buy and sell orders). It does NOT grant authority to withdraw funds or securities from client accounts.

### **Limitations on Discretionary Authority**

While we have discretionary authority, clients may impose reasonable restrictions on our discretion, including:

- Prohibiting investment in specific securities or sectors
- Limiting exposure to particular asset classes
- Requiring adherence to socially responsible investing criteria
- Setting maximum position sizes or concentration limits

Any such restrictions will be provided to us in the Investment Advisory Contract and will be documented in the client's Investment Policy Statement.

### **Non-Discretionary Accounts**

In limited circumstances, we may accept non-discretionary advisory relationships where we provide investment recommendations but clients retain authority to approve all transactions before execution. Non-discretionary arrangements may result in:

- Delayed implementation of investment strategies
- Missed investment opportunities
- Inability to execute trades at optimal prices
- Administrative burden on clients to approve trades promptly

### **Trading Authority vs. Fund Withdrawal Authority - CRITICAL DISTINCTION:**

- Foundry Wealth Group HAS authority to place trade orders (buy/sell securities)
- Foundry Wealth Group DOES NOT HAVE authority to withdraw funds or securities (except limited fee deduction for IAC clients and preauthorized transfers to client-owned accounts)

This distinction ensures that while we can manage portfolios efficiently, we cannot access or remove client assets from custodial accounts beyond the limited purposes described.

## Item 15: Voting Client Securities

### Proxy Voting

Foundry Wealth Group DOES vote proxies on behalf of clients by default. Clients retain the right to opt out of proxy voting services and vote proxies themselves.

Unless a client specifically requests otherwise, we will vote proxies for securities held in their accounts in accordance with our proxy voting policies and procedures. Our proxy voting is guided by the following principles:

- Vote in the best interests of clients
- Vote to maximize shareholder value
- Consider the long-term interests of clients
- Avoid conflicts of interest in proxy voting decisions

Clients who wish to retain proxy voting authority may do so by notifying us in writing. If a client chooses to vote their own proxies:

- Clients will receive proxy materials directly from their custodians or the issuer's transfer agent
- Clients are responsible for reviewing proxy materials and voting according to their preferences
- We will not provide advice or recommendations on how to vote proxies
- Clients may contact us if they have questions about a particular proxy issue, and we will provide general information and guidance

A copy of our proxy voting policies and procedures is available to clients upon request.

### Class Action and Other Legal Notices

Foundry Wealth Group does not provide services related to class action lawsuits or other legal proceedings involving securities held in client accounts. Clients are responsible for monitoring and responding to legal notices they receive regarding securities holdings. Upon client request, we may provide basic information about securities held in the client's account at the time of a relevant class action or legal proceeding to assist the client in evaluating their participation.

## **Item 16: Financial Information**

### **Financial Condition**

Foundry Wealth Group is not required to provide a balance sheet to clients because:

- We do not require or solicit prepayment of fees more than \$500 per client and six months or more in advance; and
- We do not have custody of client funds or securities; and
- We are not aware of any financial condition that is reasonably likely to impair our ability to meet contractual commitments to clients

### **Bankruptcy or Financial Compromise**

Foundry Wealth Group has not been the subject of a bankruptcy petition at any time.

### **Minnesota Capital Requirement**

As a Minnesota state-registered investment adviser who does NOT have custody of client funds or securities, Foundry Wealth Group is required to maintain a minimum net worth of \$10,000 at all times under Minnesota Statute § 80A.58, Subd. 3.

Foundry Wealth Group maintains compliance with the \$10,000 minimum net worth requirement.

### **Financial Stability**

Foundry Wealth Group maintains sound financial practices and adequate capital to operate our advisory business. We are committed to transparency regarding our financial condition and will promptly notify clients of any material change in our financial status that could impair our ability to provide services.

## **Additional Information and Contact**

### **Privacy Policy**

Foundry Wealth Group is committed to protecting the privacy and security of client information. We have adopted a comprehensive Privacy Policy that describes how we collect, use, and share client information. A copy of our Privacy Policy is provided to all clients and is available upon request.

### **Form ADV Part 2B**

Form ADV Part 2B (Brochure Supplement) provides information about the educational background, business experience, and disciplinary history of our advisory personnel. Part 2B is delivered to clients along with this brochure or separately upon request.

### **Form CRS (Customer Relationship Summary)**

Form CRS provides a brief summary of the types of services we provide, our fees, conflicts of interest, and our legal standard of conduct. Form CRS is provided to retail investors and is available upon request.

### **Questions or Concerns**

If you have any questions about this brochure or our advisory services, please contact:

#### **Logan Guest**

Managing Member & Chief Compliance Officer

Foundry Wealth Group LLC

Phone: (612) 512-7507

Email: [logan@foundrywealth.group](mailto:logan@foundrywealth.group)

### **Annual Updates**

We will provide you with an updated brochure annually if there are material changes, or more frequently if necessary. You may also request a copy of our current brochure at any time.



### **Additional Information**

Additional information about Foundry Wealth Group is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). You can search for our firm using our name or our CRD number, which will be assigned upon registration.