



Part 2A of Form ADV: *Firm Brochure*

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This brochure provides information about the qualifications and business practices of GlacierWealth, Inc. ("GlacierWealth" or the "Firm"). If you have any questions about the contents of this brochure, please contact us at (800)416-1063 or info@glacierwealth.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Additional information about GlacierWealth is available on the SEC's website at www.adviserinfo.sec.gov. You can search this site by a unique identifying number, known as a CRD number. Our Firm's CRD number is 116372.

Item 2 Material Changes

This Firm Brochure, dated 1/23/2014, provides you with a summary of GlacierWealth's advisory services and fees, professionals, certain business practices and policies, as well as actual or potential conflicts of interest, among other things. This Item is used to provide our clients with a summary of new and/or updated information; we will inform of the revision(s) based on the nature of the information as follows.

Annual Update: We are required to update certain information at least annually, within 90 days of our firm's fiscal year end (FYE) of December 31. We will provide you with either a summary of the revised information with an offer to deliver the full revised Brochure within 120 days of our FYE or we will provide you with our revised Brochure that will include a summary of those changes in this Item.

Material Changes: Should a material change in our operations occur, depending on its nature we will promptly communicate this change to clients (and it will be summarized in this Item). "Material changes" requiring prompt notification will include changes of ownership or control; location; disciplinary proceedings; significant changes to our advisory services or advisory affiliates – any information that is critical to a client's full understanding of who we are, how to find us, and how we do business.

The following summarizes new or revised disclosures based on information previously provided in our Firm Brochure dated 1/2/2013:

- There have been no Material changes.

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Item 4 Advisory Business

A. Firm Description

GlacierWealth is a state-registered investment adviser with its principal place of business located in Idaho. GlacierWealth began conducting business in 1990 as the predecessor firm Sadler Capital Management.

GlacierWealth's current business activity consists of providing discretionary or non-discretionary investment management services to select Individuals through separately managed accounts. In addition, GlacierWealth is authorized to provide investment advisory services to one pooled investment vehicle that is structured as a Delaware limited liability company.

The Firm's principal shareholder (i.e., those individuals and/or entities controlling 25% or more of this company) is Edward George Rainford, President.

GlacierWealth offers the following advisory services to our clients:

B. Types of Advisory Services

INVESTMENT SUPERVISORY SERVICES ("ISS") INDIVIDUAL PORTFOLIO MANAGEMENT

Our Firm provides continuous advice to clients 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 and create and manage a portfolio based on that policy. During our data-gathering process, we determine the client's individual objectives, time horizons, risk tolerance, and liquidity needs. As appropriate, we also review and discuss a client's prior investment history, as well as family composition and background.

To ensure that our initial determination of an appropriate portfolio remains suitable and that the portfolio continues to be managed in a manner consistent with the client's financial circumstances, we will:

1. at least annually, contact each client to determine whether there have been any material changes in the client's financial situation or investment objectives, and whether the client wishes to impose investment restrictions or modify existing restrictions;
2. be reasonably available to consult with the client;
3. and maintain client suitability information in each client's file.

We manage these advisory accounts on a discretionary or non-discretionary basis. Account supervision is guided by the client's stated objectives (i.e., Aggressive, Moderately Aggressive, Moderate, Conservative, Very Conservative), as well as tax considerations.

Clients may impose reasonable restrictions on investing in certain securities, types of securities, or industry sectors.

Our investment recommendations are not limited to any specific product or service offered by a custodian, broker-dealer, or insurance company and will generally include advice regarding the

following securities:

- Exchange-listed securities
- Securities traded over-the-counter
- Foreign issuers
- Corporate debt securities (other than commercial paper)
- Certificates of deposit
- Municipal securities
- Mutual fund shares
- United States governmental securities
- Options contracts on securities
- Interests in partnerships of Hedge Funds, Hedge Funds of Funds, and Managed Future's Funds

Because some types of investments involve certain additional degrees of risk, they will only be implemented/recommended when consistent with the client's stated investment objectives, tolerance for risk, liquidity, and suitability.

INVESTMENT SUPERVISORY SERVICES ("ISS") MODEL PORTFOLIO MANAGEMENT

Our firm provides portfolio management services to Retirement Plans ("Plans") using model asset allocation portfolios. Each model portfolio is designed to meet a particular investment objective.

GlacierWealth Ultra Aggressive

GlacierWealth Aggressive

GlacierWealth Moderately Aggressive

GlacierWealth Moderate

GlacierWealth Moderately Conservative

GlacierWealth Conservative

We manage these model portfolios on a discretionary or non-discretionary basis. Model portfolio supervision is guided by each model portfolio's stated investment objective (i.e., Ultra Aggressive, Aggressive, Moderately Aggressive, Moderate, Moderately Conservative, Conservative).

Our investment recommendations are not limited to any specific product or service offered by custodian, broker dealer, or insurance company and will generally include advice regarding the following securities:

- Mutual fund shares

Because some types of investments involve certain additional degrees of risk, they will only be implemented/recommended when consistent with the Plan's stated investment objectives,

tolerance for risk, liquidity, and suitability.

To ensure that our initial determination of the availability of appropriate model portfolios remain suitable and that the model portfolios continue to be managed in a manner consistent with the Plan's investment objectives, we will:

1. at least annually, contact each Trustee/Fiduciary of the Plan to determine whether there have been any material changes in the financial situation or investment objectives, and whether the Plan wishes to impose investment restrictions or modify existing restrictions;
2. be reasonably available to consult with the Plan; and
3. maintain Plan suitability information in each Plan's file.

POOLED INVESTMENT VEHICLE (The Fund)

GlacierWealth provides investment advice to GlacierWealth Partners, LLC, a Delaware limited liability company ("GlacierWealth Partners" or the "Fund"), a private investment fund which invests its assets in securities. GlacierWealth also acts as Manager to the Fund, and as Manager is solely responsible for the management of the Fund. Investors in the Fund are Members (the "Members").

GlacierWealth provides investment advisory services to the Fund based on the investment objectives of the Fund. GlacierWealth does not provide tailored investment advice to the Members in the Funds. However, Members also may have separately managed accounts with GlacierWealth.

The Fund is an absolute return, multi-strategy private investment fund that dynamically allocates its capital among various asset classes that are historically non-correlated to both equities and fixed income. Consistent long-term growth and the preservation of capital are the fundamental investment objectives of the Fund.

Interests in the Fund ("Interests") are being offered for investment by up to one hundred (100) persons who are "accredited investors" as defined in Rule 501(a) of Regulation D under the federal Securities Act of 1933 ("Securities Act") and who are "qualified clients" as defined in Rule 205-3 under the federal Investment Advisers Act of 1940 ("Advisers Act"). The Interests will not be registered under the Securities Act or the securities laws of any state.

This document is not an offer to sell or a solicitation of an offer to buy Interests in the Fund. Such an investment may be made only after receipt and review of the Fund's Confidential Private Placement Memorandum (the "Memorandum") and execution of certain agreements.

The Memorandum contains important information concerning risk factors and other material aspects of the Fund and it must be read carefully before making an investment decision. The information in this document is qualified in its entirety by, and should be read in conjunction with, the information contained in the Memorandum. A copy of the Memorandum is available upon request to GlacierWealth to persons meeting the definitions of both accredited investor and qualified client.

C. Tailored Relationships

The asset management services and recommendations offered by GlacierWealth are based on the individual needs of our clients and the suitability of products and services. We make a thorough assessment of our client's goals, objectives, investment horizon, and risk tolerance.

GlacierWealth provides investment advisory services to the Fund based on the investment objectives of the Fund. **GlacierWealth does not provide tailored investment advice to the Members in the Fund.** However, Members also may have separately managed accounts with GlacierWealth.

D. Wrap Fee Programs

GlacierWealth does not a participant in and is not a sponsor of wrap fee programs.

E. Assets Under Management

GlacierWealth manages a total of \$56,201,342 in client assets. Of those total assets, GlacierWealth manages \$7,894,236 on a discretionary basis and \$48,307,106 on a non-discretionary basis. This Asset under Management figure is based on calculations as of December 31, 2013.

Item 5 Fees and Compensation

INVESTMENT SUPERVISORY SERVICES ("ISS")

The annualized fee for Investment Supervisory Services are charged as a percentage of assets under management at a rate of 1%. GlacierWealth's advisory fees are not negotiable.

POOLED INVESTMENT VEHICLE (The Fund)

GlacierWealth receives a management fee (the "*Management Fee*"), which is paid monthly in advance to the Manager. The Management Fee is equal to 0.1667% (2.0% *per annum*) of the beginning Capital Account balance of each Member for such month including, for this purpose, such Member's interest in all Side Pocket Investments.

Notice to clients who are residents of California: Any Performance Allocation will be charged in accordance with the provisions of CCR Section 260.234.

GENERAL INFORMATION

Termination of the Advisory Relationship: A client agreement may be canceled at any time, by either party, for any reason upon receipt of 30 days written notice. As disclosed above, certain fees are paid in advance of services provided. Upon termination of any account, any prepaid, unearned fees will be promptly refunded. In calculating a client's reimbursement of fees, we will pro rate the reimbursement according to the number of days remaining in the billing period.

Withdrawal from the Fund: Investors will generally be permitted to make withdrawals of capital as of the close of business on the last day of each quarter, provided the withdrawing investor notifies the Manager not less than 90 days in advance of the applicable withdrawal date of its

intent to make a withdrawal, and provided further, the amount to be withdrawn has been invested in the Fund for not less than twelve (12) months. Investor withdrawals will also be subject to a gating mechanism whereby the Manager may postpone withdrawal requests for any applicable withdrawal date in excess of 20% of the net asset value of the Fund as of such date.

Mutual Fund Fees: All fees paid to GlacierWealth for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds and/or ETFs to their shareholders. These fees and expenses are described in each fund's prospectus. These fees will generally include a management fee, other fund expenses, and a possible distribution fee. If the fund also imposes sales charges, a client may pay an initial or deferred sales charge. A client could invest in a mutual fund directly, without our services. In that case, the client would not receive the services provided by our Firm which are designed, among other things, to assist the client in determining which mutual fund or funds are most appropriate to each client's financial condition and objectives. Accordingly, the client should review both the fees charged by the funds and our fees to fully understand the total amount of fees to be paid by the client and to thereby evaluate the advisory services being provided.

Wrap Fee Programs and Separately Managed Account Fees: Clients participating in separately managed account programs may be charged various program fees in addition to the advisory fee charged by our Firm. Such fees may include the investment advisory fees of the independent advisers, which may be charged as part of a wrap fee arrangement. In a wrap fee arrangement, clients pay a single fee for advisory, brokerage and custodial services. Client's portfolio transactions may be executed without commission charge in a wrap fee arrangement. In evaluating such an arrangement, the client should also consider that, depending upon the level of the wrap fee charged by the broker-dealer, the amount of portfolio activity in the client's account, and other factors, the wrap fee may or may not exceed the aggregate cost of such services if they were to be provided separately. We will review with clients any separate program fees that may be charged to clients.

Additional Fees and Expenses: In addition to our advisory fees, clients are also responsible for the fees and expenses charged by custodians and imposed by broker dealers, including, but not limited to, any transaction charges imposed by a broker dealer with which an independent investment manager effects transactions for the client's account(s). Please refer to the "Brokerage Practices" section (Item 12) of this Form ADV for additional information.

Grandfathering of Minimum Fee Arrangements: Pre-existing advisory clients are subject to GlacierWealth's minimum account requirements and advisory fees in effect at the time the client entered into the advisory relationship. Therefore, our Firm's minimum fee requirements and advisory fees will differ among clients.

ERISA Accounts: GlacierWealth is deemed to be a fiduciary to advisory clients that are employee benefit plans or individual retirement accounts (IRAs) pursuant to the Employee Retirement Income and Securities Act ("ERISA"), and regulations under the Internal Revenue Code of 1986, respectively. As such, our Firm is subject to specific duties and obligations under ERISA and the Internal Revenue Code that include among other things, restrictions concerning certain forms of compensation. To avoid engaging in prohibited transactions, GlacierWealth may only charge fees for investment advice about products for which our Firm and/or our related persons do not receive any commissions or 12b-1 fees, or conversely, investment advice about

products for which our Firm and/or our related persons receive commissions or 12b-1 fees, however, only when such fees are used to offset GlacierWealth's advisory fees.

Advisory Fees in General: Clients should note that similar advisory services may (or may not) be available from other registered (or unregistered) investment advisers for similar or lower fees.

Limited Prepayment of Fees: Under no circumstances do we require or solicit payment of fees in excess of \$1200 more than six months in advance of services rendered.

Notice to clients who are residents of California: All fees charged by GlacierWealth are reasonable in light of GlacierWealth's experience and expertise and the level of sophistication of investment clients. Lower fees for comparable services may be available from other sources (CCR 260.238(j)).

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

GlacierWealth does not receive performance-based fees.

GlacierWealth conducts side-by-side management of pooled investment vehicles and separately managed accounts. These dissimilar investment products are designed for specific types of Clients and diverse methods of management are required. For a number reasons, including compensation variations and allocation of trades, managing side-by-side products may present GlacierWealth with potential conflicts of interest. To mitigate this conflict of interest, we have developed policies and procedures prohibiting allocation of trades based on favorable or unfavorable market fluctuations. GlacierWealth's Chief Compliance Officer will review transactions periodically to prevent and detect preferential trade allocation.

Notice to clients who are residents of California: Any Performance Allocation will be charged in accordance with the provisions of CCR Section 260.234.

Item 7 Types of Clients

GlacierWealth provides advisory services to the following types of clients:

- Individuals (other than high net worth individuals)
- High net worth individuals
- Pension and profit sharing plans (other than plan participants)
- Charitable organizations
- Pooled Investment Vehicle (the "Fund")

The minimum account sizes are as follows:

- ***Investment Supervisory Services ("ISS"):*** The minimum investment amount required to open an account with GlacierWealth is \$1,000,000. The Firm reserves the right, in its sole discretion, to reduce or waive the minimum initial investment.
- ***The Fund:*** Investors in the Fund are Members; and, the Members are also clients of GlacierWealth. GlacierWealth generally requires Members in the Fund to commit \$250,000 as a

minimum initial investment, subject to GlacierWealth's sole discretion to accept subscriptions for lesser amounts.

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

A. Methods of Analysis

We and/or the Investment Managers engaged may use the following methods of analysis in formulating our investment advice and/or managing client assets:

Quantitative Analysis. We use mathematical models in an attempt to obtain more accurate measurements of a company's quantifiable data, such as the value of a share price or earnings per share, and predict changes to that data.

A risk in using quantitative analysis is that the models used may be based on assumptions that prove to be incorrect.

Qualitative Analysis. We subjectively evaluate non-quantifiable factors such as quality of management, labor relations, and strength of research and development factors not readily subject to measurement, and predict changes to share price based on that data.

A risk in using qualitative analysis is that our subjective judgment may prove incorrect.

Asset Allocation. Rather than focusing primarily on securities selection, we attempt to identify an appropriate ratio of securities, fixed income, and cash suitable to the client's investment goals and risk tolerance.

A risk of asset allocation is that the client may not participate in sharp increases in a particular security, industry or market sector. Another risk is that the ratio of securities, fixed income, and cash will change over time due to stock and market movements and, if not corrected, will no longer be appropriate for the client's goals.

Charting. In this type of technical analysis, we review charts of market and security activity in an attempt to identify when the market is moving up or down and to predict how long the trend may last and when that trend might reverse.

Fundamental Analysis. We attempt to measure the intrinsic value of a security by looking at economic and financial factors (including the overall economy, industry conditions, and the financial condition and management of the company itself) to determine if the company is underpriced (indicating it may be a good time to buy) or overpriced (indicating it may be time to sell).

Fundamental analysis does not attempt to anticipate market movements. This presents a potential risk, as the price of a security can move up or down along with the overall market regardless of the economic and financial factors considered in evaluating the stock.

Technical Analysis. We analyze past market movements and apply that analysis to the present in an attempt to recognize recurring patterns of investor behavior and potentially predict future price movement.

Technical analysis does not consider the underlying financial condition of a company. This

presents a risk in that a poorly-managed or financially unsound company may underperform regardless of market movement.

Cyclical Analysis. In this type of technical analysis, we measure the movements of a particular stock against the overall market in an attempt to predict the price movement of the security.

Mutual Fund and/or ETF Analysis. We look at the experience and track record of the manager of the mutual fund or ETF 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 also look at the underlying assets in a mutual fund or ETF in an attempt to determine if there is significant overlap in the underlying investments held in another fund(s) in the client's portfolio. We also monitor the funds or ETFs in an attempt to determine if they are continuing to follow their stated investment strategy.

A risk of mutual fund and/or ETF analysis is that, as in all securities investments, past performance does not guarantee future results. A manager who has been successful may not be able to replicate that success in the future. In addition, as we do not control the underlying investments in a fund or ETF, managers of different funds held by the client may purchase the same security, increasing the risk to the client if that security were to fall in value. There is also a risk that a manager may deviate from the stated investment mandate or strategy of the fund or ETF, which could make the holding(s) less suitable for the client's portfolio.

Third-Party Money Manager Analysis. We examine the experience, expertise, investment philosophies, and past performance of independent third-party investment 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 a third-party manager who has been successful in the past is that he/she may not be able to replicate that success in the future. In addition, as we do not control the underlying investments in a third-party 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.

Risks for all forms of analysis. Our securities analysis methods rely on the assumption that the companies whose securities we purchase and sell, the rating agencies that review these securities, and other publicly-available sources of information about these securities, are providing accurate and unbiased data. While we are alert to indications that data may be incorrect, there is always a risk that our analysis may be compromised by inaccurate or misleading information.

B. Investment Strategies

We use, but are not limited to, the following strategy(ies) in managing client accounts, provided that such strategy(ies) are appropriate to the needs of the client and consistent with the client's

investment objectives, risk tolerance, and time horizons, among other considerations:

Long-term purchases. We purchase securities with the idea of holding them in the client's account for a year or longer. Typically we employ this strategy when:

- We believe the securities to be currently attractive, and/or
- We want exposure to a particular security and/or asset class over time.

A risk in a long-term strategy is that by holding the security for this length of time, we may not take advantage of any short-term gains that could be profitable to a client. Moreover, a security may decline sharply in value before we make the decision to sell.

Short-term purchases- We purchase securities with the idea of holding them in the client's account for several month to less than a day. We employ this strategy when:

- We believe that the client's account can afford to invest excess cash in securities to earn higher interest
- We want to take advantage of what we believe are changes in a market, industry or individual company. Risks in a short-term purchase include increases in transaction costs and higher levels of taxable realized gains.

Option writing. We may use options as an investment strategy. An option is a contract that gives the buyer the right, but not the obligation, to buy or sell an asset (such as a share of stock) at a specific price on or before a certain date. An option, just like a stock or bond, is a security. An option is also a derivative, because it derives its value from an underlying asset.

The two types of options are calls and puts:

- A call gives us the right to buy an asset at a certain price within a specific period of time. We will buy a call if we have determined that the stock will increase substantially before the option expires.
- A put gives us the holder the right to sell an asset at a certain price within a specific period of time. We will buy a put if we have determined that the price of the stock will fall before the option expires.

We use "covered calls", in which we sell an option on a security you own. In this strategy, you receive a premium for making the option available, and the person purchasing the option has the right to buy the security from you at an agreed-upon price by a specified date.

C. Risks of Loss

Security investments are not guaranteed and you may lose money on your investments. We ask that you work with us to help us understand your tolerance for risk.

Our investment approach constantly keeps the risk of loss in mind. Investors could face investment risks, which could include but are not limited to the following investment risks:

- **Interest-rate Risk:** Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.

- **Market Risk:** The price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances. For example, political, economic and social conditions may trigger market events.
- **Inflation Risk:** When any type of inflation is present, a dollar today will not buy as much as a dollar next year, because purchasing power is eroding at the rate of inflation.
- **Currency Risk:** Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.
- **Business Risk:** These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk of profitability than an electric company, which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.
- **Liquidity Risk:** Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.
- **Financial Risk:** Excessive borrowing to finance a business' operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

While this information provides a synopsis of the events that may affect your investments, this listing is not exhaustive. We want you to understand that there are inherent risks associated with investing and depending on the risk occurrence; you may suffer LOSS OF ALL OR PART OF YOUR PRINCIPAL INVESTMENT.

Note regarding the Fund: All investment programs have certain risks that are borne by the investor. An investment in the Fund involves a number of significant risks. There can be no assurance that the Fund will achieve its investment objective or avoid substantial losses. An investment in the Fund should form only a part of a complete investment program, and an investor must be able to bear the loss of its entire investment. Prospective investors are urged to consult with their own financial, tax and legal advisors before investing in the Fund. Because risks are inherent in all the investments in which the Fund engages, no assurances can be given that the Fund's investment objectives will be realized.

The risk factors set forth in the Fund's Memorandum are those deemed by GlacierWealth to be the most significant. Prospective investors should carefully consider all risks. Because risks are inherent in all the investments in which the Fund engages, there can be no assurance that the Fund will achieve its investment objective or avoid substantial losses. An investor should not make an investment in the Fund with the expectation of sheltering income or receiving cash distributions.

Item 9 Disciplinary Information

We are required to disclose any legal or disciplinary events that are material to a client's or prospective client's evaluation of our advisory business or the integrity of our management.

No Disciplinary Action has ever occurred.

GlacierWealth, "Other Firm Employee," and Edward G. Rainford were dismissed, pursuant to a settlement and compromise agreement, from an investment-related civil action brought against them in the District Court of the Fourth Judicial District of the State of Idaho. The claim, brought by a private plaintiff and former customer, alleged violations of the Idaho Uniform Securities Act. The claims against GlacierWealth, "Other Firm Employee," and Rainford were dismissed with prejudice, meaning that the claims were dismissed with good reason, pursuant to the parties' agreement to settle which included a confidentiality agreement. This event is disclosed in detail on Investment Adviser Public Disclosure (IARD). The information contained in the IARD report has been provided by GlacierWealth and Rainford as part of the registration and licensing process. A copy of the report is available on the IARD website at www.adviserinfo.sec.gov. You can search the website by using the Firm's CRD number (CRD116372) or by using Rainford's CRD number (CRD 3161364). GlacierWealth will provide a copy of the report to clients upon request.

Before reaching a conclusion regarding any of the information contained in the IARD report, please ask GlacierWealth to clarify the specific event listed, or provide a response to the questions you have.

The Firm and its employees have not been involved in any other legal or disciplinary events related to past or present investment clients.

Item 10 Other Financial Industry Activities and Affiliations

GlacierWealth is not a registered broker-dealer and does not have a application pending to register as a broker-dealer. Furthermore, none of GlacierWealth's management or supervised persons is registered as representatives of, or has an application pending to register as representatives of a broker-dealer.

GlacierWealth is not a registered, Futures Commission Merchant, Commodity Pool Operator, or Commodity Trading Advisor and does not have an application pending to register as such. Furthermore, none of CRM'S management or supervised persons is registered as, or has applications pending to register as an associated person of the foregoing entities.

As noted above in Item 4, GlacierWealth serves as the manager to GlacierWealth Partners, a Delaware limited liability company, which invests its assets in securities. There are specific conflicts of interest associated with investing in pooled investment vehicles. The Fund's Memorandum contains explicit information concerning important conflicts of interest and other material aspects of the Fund. The Memorandum must be read carefully before making any decision regarding investing.

GlacierWealth does not have any other arrangements that are material to its advisory or its clients with a related person who is a broker-dealer, investment company, other investment advisor, financial planning firm, commodity pool operator, commodity trading adviser or futures

commission merchant, banking or thrift institution, accounting firm, law firm, insurance company or agency, pension consultant, real estate broker or dealer, or an entity that creates or packages limited partnerships other than those already disclosed herein.

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

A. Code of Ethics

Our Firm has adopted a Code of Ethics (the “Code”) which sets forth high ethical standards of business conduct that we require of our employees, including compliance with applicable federal securities laws.

GlacierWealth and our personnel owe a duty of loyalty, fairness and good faith towards our clients, and have an obligation to adhere not only to the specific provisions of the Code but to the general principles that guide the Code.

Our Code includes policies and procedures for the review of quarterly securities transactions reports as well as initial and annual securities holdings reports that must be submitted by the Firm’s access persons. Among other things, our Code also requires the prior approval of any acquisition of securities in a limited offering (e.g., private placement) or an initial public offering. Our Code also provides for oversight, enforcement and recordkeeping provisions.

GlacierWealth’s Code further includes the Firm’s policy prohibiting the use of material non-public information. While we do not believe that we have any particular access to non-public information, all employees are reminded that such information may not be used in a personal or professional capacity.

A copy of our Code is available to our advisory clients and prospective clients. You may request a copy by email sent to info@glacierwealth.com, or by calling us at (800) 416-1063.

GlacierWealth and individuals associated with our Firm are prohibited from engaging in principal transactions.

GlacierWealth may, at times, effect an agency cross transaction for an advisory client, provided that the transaction is consistent with our Firm’s fiduciary duty to the client and that all requirements outlined in Sec. 206(3)-2 of the Investment Advisers Act of 1940 are met.

Our Code is designed to assure that the personal securities transactions, activities and interests of our employees will not interfere with (i) making decisions in the best interest of advisory clients and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts.

Our Firm and/or individuals associated with our Firm may buy or sell for their personal accounts securities identical to or different from those recommended to our clients. In addition, any related person(s) may have an interest or position in a certain security(ies) which may also be recommended to a client.

It is the expressed policy of our Firm that no person employed by us may purchase or sell any security prior to a transaction(s) being implemented for an advisory account, thereby preventing

such employee(s) from benefiting from transactions placed on behalf of advisory accounts.

We may aggregate our employee trades with client transactions where possible and when compliant with our duty to seek best execution for our clients. In these instances, participating clients will receive an average share price and transaction costs will be shared equally and on a pro-rata basis. In the instances where there is a partial fill of a particular batched order, we will allocate all purchases pro-rata, with each account paying the average price. Our employee accounts will be excluded in the pro-rata allocation.

As these situations represent actual or potential conflicts of interest to our clients, we have established the following policies and procedures for implementing our Firm's Code , to ensure our Firm complies with its regulatory obligations and provides our clients and potential clients with full and fair disclosure of such conflicts of interest:

1. No principal or employee of our Firm may put his or her own interest above the interest of an advisory client.
2. No principal or employee of our Firm may buy or sell securities for their personal portfolio(s) where their decision is a result of information received as a result of his or her employment unless the information is also available to the investing public.
3. It is the expressed policy of our Firm that no person employed by us may purchase or sell any security prior to a transaction(s) being implemented for an advisory account. This prevents such employees from benefiting from transactions placed on behalf of advisory accounts.
4. Our Firm requires prior approval for any IPO or private placement investments by related persons of the Firm.
5. We maintain a list of all reportable securities holdings for our Firm and anyone associated with this advisory practice that has access to advisory recommendations ("access person"). These holdings are reviewed on a regular basis by our Firm's Chief Compliance Officer or his/her designee.
6. We have established procedures for the maintenance of all required books and records.
7. Clients can decline to implement any advice rendered, except in situations where our Firm is granted discretionary authority.
8. All of our principals and employees must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices.
9. We require delivery and acknowledgement of the Code by each supervised person of our Firm.
10. We have established policies requiring the reporting of Code violations to our senior management.
11. Any individual who violates any of the above restrictions may be subject to termination.

B. Participation or Interest in Client Transactions

As noted above in Item 4, GlacierWealth serves as the manager to GlacierWealth Partners, a Delaware limited liability company, which invests its assets in securities. It recommends to investors or prospective investors the purchase or sale of the private investment fund. Each

investor will be advised of potential conflicts of interest.

C. Proprietary Trading

As of the date of this brochure, we at GlacierWealth do not buy or sell securities for our own accounts.

D. Simultaneous Trading

As of the date of this brochure, representatives ("related persons") of GlacierWealth do not buy or sell securities for their own accounts.

Item 12 Brokerage Practices

A. Selection and Recommendation

INVESTMENT SUPERVISORY SERVICES ("ISS")

INDIVIDUAL PORTFOLIO MANAGEMENT and MODEL PORTFOLIO MANAGEMENT

As a matter of policy and practice, GlacierWealth does not generally block client trades and, therefore, we implement client transactions separately for each account. Consequently, certain client trades may be executed before others, at a different price and/or commission rate. Additionally, our clients may not receive volume discounts available to advisers who block client trades.

GlacierWealth participates in the institutional customer program offered by TD Ameritrade Institutional. TD Ameritrade Institutional is a division of TD Ameritrade Inc., member SIPC ("TD Ameritrade"), an unaffiliated SEC-registered broker-dealer and FINRA member. TD Ameritrade offers services to independent investment advisers which include custody of securities, trade execution, clearance and settlement of transactions. GlacierWealth receives some benefits from TD Ameritrade through our participation in the program.

GlacierWealth participates in TD Ameritrade's Institutional customer program and we may recommend TD Ameritrade to our clients for custody and brokerage services. There is no direct link between our Firm's participation in the program and the investment advice we give to our clients, although we receive economic benefits through our participation in the program that are typically not available to TD Ameritrade retail investors.

These benefits include the following, but may not be limited to, the following products and services (provided without cost or at a discount): duplicate client statements and confirmations; research related products and tools; consulting services; access to a trading desk serving adviser 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 GlacierWealth by third party vendors. TD Ameritrade may also pay for business consulting and professional services received by GlacierWealth's related persons, and may also

pay or reimburse expenses (including travel, lodging, meals and entertainment expenses) for GlacierWealth's personnel to attend conferences or meetings relating to the program or to TD Ameritrade's adviser custody and brokerage services generally.

Some of the products and services made available by TD Ameritrade through the program may benefit GlacierWealth but may not benefit our client accounts. These products or services may assist us in managing and administering client accounts, including accounts not maintained at TD Ameritrade. Other services made available by TD Ameritrade are intended to help us manage and further develop our business enterprise. The benefits received by GlacierWealth or our personnel through participation in the program do not depend on the amount of brokerage transactions directed to TD Ameritrade. Clients should be aware, however, that the receipt of economic benefits by GlacierWealth or our related persons in and of itself creates a potential conflict of interest and may indirectly influence our choice or recommendation of TD Ameritrade for custody and brokerage services.

POOLED INVESTMENT VEHICLE (The Fund)

GlacierWealth will have complete discretion regarding the selection of broker for the Fund and the amount of brokerage commissions and fees paid to such brokers, and this determination may be based upon, (including, but not limited to), the following factors where the best execution (price) is likely to be obtained; a brokerage firm's research and investment ideas that directly impact the Fund's portfolios; a firm's ability to properly execute any orders (based on the size of the trade and its complexity to execute); and the operational aspects of the brokerage firms' back office (will the Fund receive payment of securities on a timely basis) and custodian or other administrative services. Brokerage fees paid by the Fund to its broker will vary and may be greater than those typical for other investment funds similar to the Fund if GlacierWealth has determined that the research, execution and other services rendered by a particular broker merit greater than typical fees.

GlacierWealth, as Manager and Investment Adviser to the Fund has selected Interactive Brokers, a broker dealer firm that is a member of the Financial Industry Regulatory Authority, Inc. ("FINRA") and the Securities Investor Protection Corp. ("SIPC"), as the Fund's prime broker and custodian. As discussed above, prospective Members need to consider the potential conflicts of interest inherent in this arrangement as a factor of deciding to invest in the Fund.

B. Soft Dollars

As of the date of this brochure, GlacierWealth does not generate "soft dollars" with respect to trades. The GlacierWealth Partners Fund does generate "soft dollars" with respect to trades, and complies with the "safe harbor" of Section 28(e) of the Securities Exchange Act of 1934, as amended. Under "soft dollar" arrangements, one or more of the brokerage firms would provide or pay the costs of certain services, equipment or other items for the benefit of the Client's account, GlacierWealth, GlacierWealth Partners, or one or more of its affiliates in consideration of allocation to the broker-firm securities transactions (with resulting commission income) made on behalf of the client accounts on both an agency and net basis. Although these soft dollar arrangements may benefit the client accounts and GlacierWealth by reducing its expenses, the

amount of the Management Fees payable to GlacierWealth will not be reduced. GlacierWealth believes, however, that to the extent it makes allocations to brokerage business with soft dollar arrangements, these would generally enhance its ability to obtain research, optimal execution and other benefits to the client accounts.

C. Directed Brokerage

GlacierWealth recommends that clients utilize specific broker-dealers to execute transactions. This arrangement is designed to maximize efficiency and to be cost effective for our clients. By requiring clients to use our specific custodians which GlacierWealth has approved, we seek to achieve most favorable execution of client transactions.

For individual accounts, GlacierWealth will permit clients to direct the use of a particular brokerage firm. If a client directs brokerage, we cannot negotiate commission rates. We will, however, use our best efforts to negotiate the most favorable rates based on the size and the anticipated trading activity in the account. As a result of directed brokerage, clients may pay higher brokerage commissions than might otherwise be paid if GlacierWealth were granted discretion to select a broker to handle the account. In addition, clients might lose the benefits of potentially better executions available through bunched transactions of the recommended broker-dealer.

For the Fund, GlacierWealth's investment advisory services involve managing a pooled investment vehicle, heretofore described as, the Fund. Due to the structure of pooled investment vehicles, directed brokerage arrangements are not applicable to nor affect the investment management policies of GlacierWealth.

D. Order Aggregation

GlacierWealth may, at times, aggregate sale and purchase orders of securities for the Fund with similar orders for the other accounts in order to obtain the best pricing averages and minimize trading costs for the Fund. This practice is reasonably likely to result in administrative convenience or an overall economic benefit to the Fund based on an evaluation that the Fund is benefited by relatively better purchase or sale prices, lower commission expenses or beneficial timing of transactions or a combination of these and other factors. Our policies and procedures mandate aggregating multiple orders and aggregate orders will be allocated to accounts in a systematic non-preferential manner.

Item 13 Review of Accounts

INVESTMENT SUPERVISORY SERVICES ("ISS")

INDIVIDUAL PORTFOLIO MANAGEMENT

REVIEWS: While the underlying securities within Individual Portfolio Management Services accounts are continually monitored, these accounts are reviewed at least annually. Accounts are reviewed in the context of each client's stated investment objectives and guidelines. More frequent reviews may be triggered by material changes in variables such as the client's individual circumstances, or the market, political or economic environment.

These accounts are reviewed by: Edward G. Rainford (Investment Adviser Representative)

REPORTS: In addition to the monthly statements and confirmations of transactions that clients receive from their custodian and/or broker-dealer, we provide quarterly reports summarizing account performance, transactions, balances, and positions.

INVESTMENT SUPERVISORY SERVICES ("ISS") MODEL PORTFOLIO MANAGEMENT

REVIEWS: While the underlying securities within Model Portfolio Management Services accounts are continually monitored, these accounts are reviewed at least annually. Accounts are reviewed in the context of each client's stated investment objectives and guidelines. More frequent reviews may be triggered by material changes in variables such as the client's individual circumstances, or the market, political or economic environment.

These accounts are reviewed by: Edward G. Rainford (Investment Adviser Representative)

REPORTS: In addition to the monthly statements and confirmations of transactions that clients receive from their custodian and/or broker-dealer, we provide quarterly reports summarizing account performance, transactions, balances, and positions.

POOLED INVESTMENT VEHICLE (The Fund)

REVIEWS: GlacierWealth reviews the Fund's investment program, including current holdings, on a continual basis. The Firm reviews the Fund's investment program to analyze rates of return, allocation of assets, and to verify that the Fund's portfolio is consistent with its investment objective. Such review is conducted by Edward G. Rainford.

REPORTS: GlacierWealth provides every Member in the Fund with monthly unaudited reports reviewing the Fund's investment activities, beginning balances, and monthly performance. Audited financial statements are provided to Members within 120 days following the conclusion of the Fund's annual audit.

Item 14 Client Referrals and Other Compensation

A. Client Referrals

Our Firm and our related persons do not compensate directly or indirectly any person who is not a supervised person for client referrals.

B. Economic Benefits From Others

It is GlacierWealth's policy not to accept or allow our related persons to accept any form of compensation, including cash, sales awards or other prizes, from a non-client in conjunction with the advisory services we provide to our clients.

Item 15 Custody

INVESTMENT SUPERVISORY SERVICES ("ISS")

INDIVIDUAL PORTFOLIO MANAGEMENT and MODEL PORTFOLIO MANAGEMENT

We do not have direct custody of any client funds and/or securities. We have indirect custody of client's funds and securities by virtue of our discretionary authority and our ability to directly debit advisory fees from client accounts. Our Firm does not have actual or constructive custody of client accounts. Client funds and securities are held by one of our preferred qualified custodians.

We previously disclosed in the "Fees and Compensation" section (Item 5) of this Brochure that our Firm directly debits advisory fees from client accounts. As part of this billing process, the client's custodian is advised of the amount of the fee to be deducted from that client's account. On at least a quarterly basis, the custodian is required to send to the client a statement showing all transactions within the account during the reporting period.

Because the custodian does not calculate the amount of the fee to be deducted, it is important for clients to carefully review their custodial statements to verify the accuracy of the calculation, among other things. Clients should contact us directly if they believe that there may be an error in their statement.

Although we are the adviser, client statements will be mailed to them by the account broker-dealer or custodian. In addition to the periodic statements that clients receive directly from their custodians, we also send account statements directly to our clients on a quarterly basis. We urge our clients to carefully compare the information provided on these statements to ensure that all account transactions, holdings and values are correct and current.

POOLED INVESTMENT VEHICLE (The Fund)

GlacierWealth has custody of client assets because it has the ability to deduct advisory fees payable to it, and has a general power of attorney over the Fund's account. GlacierWealth, as Manager of the Fund, has custody of fund assets (funds and securities).

The physical assets of the Fund are held in an account with the Fund's prime broker and qualified custodian of the Fund's portfolio assets. The Fund's prime broker is also a FINRA registered Broker Dealer.

All of the Fund's prime brokers/custodians will deliver transaction reports to GlacierWealth. Please be advised that GlacierWealth is not required to provide information about specific investment transactions of the Fund to the Members. Nonetheless, on a monthly basis, GlacierWealth will provide Members with unaudited performance reports and other pertinent information regarding the Fund's performance. Additionally, the Fund is subject to an annual audit by an accountant that is registered with and subject to regular inspection by the Public Company Accounting Oversight Board ("PCAOB"). The audited financial statements are distributed to Members within 120 days of the end of the Fund's fiscal year.

Item 16 Investment Discretion

Clients may hire us to provide discretionary asset management services, in which case we place trades in a client's account without contacting the client prior to each trade to obtain the client's permission. This authority is for the purpose of making and implementing investment decisions, without your prior consultation. All investment decisions are made in accordance with your

stated investment objectives.

Our discretionary authority includes the ability to do the following without contacting the client:

- determine the security to buy or sell; and/or
- determine the amount of the security to buy or sell

Our discretionary authority does not give authority to take or have possession of any assets in your account or to direct delivery of any securities or payment of any funds held in the account to our Firm. Furthermore, our authority by agreement does not allow us to direct the disposition of such securities or funds to anyone except you, the account owner.

Clients give us discretionary authority when they sign a discretionary agreement with our Firm, and may limit this authority by giving us written instructions. Clients may also change/amend such limitations by once again providing us with written instructions.

With regard to the Fund, GlacierWealth is not limited in its authority to purchase securities for the Fund. GlacierWealth has full discretion and authority to make all investment decisions with respect to the types of securities to be bought or sold or the amount of securities to be bought or sold for the Fund.

Item 17 Voting Client Securities

INVESTMENT SUPERVISORY SERVICES ("ISS")

INDIVIDUAL PORTFOLIO MANAGEMENT and MODEL PORTFOLIO MANAGEMENT

As a matter of Firm policy, we do not vote proxies on behalf of clients. Therefore, although our Firm may provide investment advisory services relative to client investment assets, clients maintain exclusive responsibility for: (1) directing the manner in which proxies solicited by issuers of securities beneficially owned by the client shall be voted, and (2) making all elections relative to any mergers, acquisitions, tender offers, bankruptcy proceedings or other type events pertaining to the client's investment assets. Clients are responsible for instructing each custodian of the assets, to forward to the client copies of all proxies and shareholder communications relating to the client's investment assets.

We do not offer any consulting assistance regarding proxy issues to clients.

POOLED INVESTMENT VEHICLE (The Fund)

GlacierWealth will exercise all rights, powers and privileges of ownership in all Fund property, including the right to vote, give assent, execute, and deliver proxies, and that the Fund's proxy voting policies override the undersigned's proxy voting policies. GlacierWealth has adopted proxy voting policies and procedures for voting proxies on behalf of the Fund.

Item 18 Financial Information

GlacierWealth does not have any financial impairment that would preclude the Firm from meeting

contractual commitments to clients.

With regard to the Fund, GlacierWealth has custody of client assets because GlacierWealth has the ability to deduct advisory fees payable to it, and has a general power of attorney over the Fund's account.

With regard to individual portfolio managed accounts and model portfolio management accounts, GlacierWealth does not have direct custody of any client funds or securities. Our Firm has indirect custody of your funds and securities, also sometimes referred to herein as your portfolio assets, by virtue of our discretionary authority. GlacierWealth has indirect custody by virtue of its discretionary authority to manage client assets and the Firm's ability to deduct advisory fees payable to it.

A balance sheet is not required to be provided because GlacierWealth does not serve as the qualified custodian for client funds or securities, and does not require prepayment of fees of more than \$1200 per client, six months or more in advance.

Moreover, GlacierWealth has not been the subject of a bankruptcy petition at any time during the last 10 years.

Item 19 Requirements for State-Registered Advisers

A. Firm Management

GlacierWealth has principal and owner: Edward G. Rainford, who also serves as the investment adviser representative. His education background can be found in the Brochure Supplement (part 2B of Form ADV).

B. Other Business Activities

GlacierWealth is not engaged in any other business other than giving investment advice.

C. Performance-Based Fees

GlacierWealth does not receive performance-based fees.

Notice to clients who are residents of California: Any Performance Allocation will be charged in accordance with the provisions of CCR Section 260.234.

D. Disciplinary Reporting Disclosure

D.1. Arbitration Claims

Neither the Firm nor its management persons have been found liable in any arbitration claim alleging damages in excess of \$2,500 involving an investment or investment-related business or activity, fraud, false statements or omissions, theft, embezzlement or other wrongful taking of property, bribery, forgery, counterfeiting or extortion, or dishonest, unfair or unethical practices.

D.2. Civil, Self-Regulatory Organization (SRO), or Administrative Proceeding

As noted in Item 9, GlacierWealth, "Other Firm Employee," and Edward G. Rainford were

dismissed, pursuant to a settlement and compromise agreement, from an investment-related civil action brought against them in the District Court of the Fourth Judicial District of the State of Idaho.

Neither the Firm nor its management persons have been found liable in any civil, self-regulatory organization, or administrative proceeding involving an investment or investment-related business or activity, fraud, false statements or omissions, theft, embezzlement or other wrongful taking of property, bribery, forgery, counterfeiting or extortion, or dishonest, unfair or unethical practices.

E. Relationships or Arrangements with Securities Issuers

Neither the Firm nor its employees has a relationship or arrangement with any issuer of securities.

Conflicts of Interest Notice to clients who are residents of California:

All material conflicts of interest under CCR Section 260.238(k) are disclosed, regarding GlacierWealth, its representatives and its employees, which could be reasonably expected to impair the rendering of unbiased and objective advice.

PRIVACY POLICY

GlacierWealth does not disclose nonpublic personal information about its clients or former clients to any persons other than as described below.

GlacierWealth collects information about its clients (such as name, address, social security number, assets and income) from discussions with clients, from documents that clients may deliver to GlacierWealth (such as account applications) and in the course of providing services.

GlacierWealth, Inc. does not disclose any nonpublic personal information about our clients or former clients to anyone except as required by law. GlacierWealth, Inc. will only disclose nonpublic personal information with others only as per your request or with your specific permission.

GlacierWealth, Inc. recognizes the obligation to share personal information in limited circumstances where we believe in good faith that disclosure is required under law, to cooperate with regulators or law enforcement authorities.

GlacierWealth, Inc. uses personal information in ways that are compatible with the purposes for which we originally requested it. The information you give us is to evaluate your financial needs and objectives, or to provide you with investment management services.

GlacierWealth, Inc. limits the collection and use of personal information to what is necessary to administer our business and deliver our investment management service to you. GlacierWealth, Inc. has physical, electronic, and procedural safeguards and procedures in place preventing unauthorized access to your information.

GlacierWealth, Inc. requires that all employees with access to personal client information maintain the confidentiality of that information except for business use. We will internally safeguard your nonpublic personal information by restricting access to only those employees who provide products or services to you or those who need access to your information to service your account. In addition, we will maintain physical, electronic and procedural safeguards that meet federal and/or state standards to guard your nonpublic personal information.



Part 2B of Form ADV: *Supplement Brochure*

Edward G. Rainford

CRD No. 3161364

GlacierWealth, Inc.

950 W Bannock Street

Suite 1100

Boise, ID 83702

Telephone: (800) 416-1063

Email: service@glacierwealth.com

NOTICE:

This brochure supplement provides information about Edward G. Rainford, the Investment Adviser Representative of GlacierWealth, Inc. ("GlacierWealth") that supplements the GlacierWealth Firm brochure. You should have received a copy of the Brochure for GlacierWealth as well. Please contact Edward G. Rainford if you did not receive GlacierWealth's brochure. You can also contact Mr. Rainford if you have any questions about the content of the attached supplement.

Additional information about Edward G. Rainford is available on the SEC's website at www.adviserinfo.sec.gov.

January 23, 2014

Item 2 Education and Business Experience

A. *General Requirements*

Generally, GlacierWealth requires employees to have relevant working experience in the securities industry. Any employee of GlacierWealth acting in a representative capacity will be appropriately licensed and registered as such.

B. *Investment Adviser Representative Information - Edward G. Rainford*

CRD No. 3161364
Year of Birth: 1975

Edward G. Rainford is the Founder and President of GlacierWealth. He founded the firm with the belief that investors need access to personalized financial counsel and investment vehicles that properly balance both the risk and return of their investment portfolios. Mr. Rainford offers his clients genuine independent investment counsel and oversees the management and operations of GlacierWealth.

Mr. Rainford graduated from Willamette University in Salem, Oregon with a Bachelor of Science in Business Economics and a Minor in Religious Studies. From 1998 to 1999, Mr. Rainford served as a financial advisor for New England Financial. In 2000, Mr. Rainford joined Morgan Stanley Dean Witter where he served as a financial advisor. At the end of 2001, Mr. Rainford formed Sovereign Capital, Inc., a fee-only investment advisory firm, to eliminate many of the conflicts of interest prevalent in the investment business. In 2004, Mr. Rainford joined Sadler Capital Management and, in 2006, Mr. Rainford established an ownership position and took over all management responsibilities. After two successful years of transitioning the firm, Mr. Rainford changed the name to GlacierWealth, Inc. to better reflect the growth and direction of the firm.

Item 3 Disciplinary Information

ClearWealth, "Other Firm Employee," and Edward G. Rainford were dismissed, pursuant to a settlement and compromise agreement, from an investment-related civil action brought against them in the District Court of the Fourth Judicial District of the State of Idaho.

Edward G. Rainford does not have any legal or disciplinary events material to a client's or prospective client's evaluation.

Item 4 Other Business Activities

Edward G. Rainford is not involved in any other business other than giving investment advice.

Item 5 Additional Compensation

Edward G. Rainford does not receive any additional compensation for providing investment advice beyond the fee-only compensation he receives through our Firm.

Item 6 Supervision

Edward G. Rainford is President of the Firm, and its sole Investment Adviser Representative. Mr. Rainford is responsible for administration of the Firm's supervision and operations, as well as providing advice to clients. To contact Mr. Rainford, please refer to his individual Supplemental Brochure cover page. Jeremy T. Senn is Chief Compliance Officer ("CCO") of the Firm. Mr. Senn is responsible for administration of the Firm's compliance-related matters. Mr. Senn can be contacted at (800) 416-1063 ext. 103.

Item 7 Requirements for State-Registered Advisers

A.1 Arbitration Claims

Edward G. Rainford has not been found liable in any arbitration claim alleging damages in excess of \$2,500 involving an investment or investment-related business or activity, fraud, false statements, or omissions, theft, embezzlement or other wrongful taking of property, bribery, forgery, counterfeiting or extortion, or dishonest, unfair or unethical practices.

A.2 Civil, Self-Regulatory Organization or Administrative Proceedings

As noted in Item 3 of this Brochure Supplement, ClearWealth, "Other Firm Employee," and Edward G. Rainford were dismissed, pursuant to a settlement and compromise agreement, from an investment-related civil action brought against them in the District Court of the Fourth Judicial District of the State of Idaho.

Edward G. Rainford has not been involved in an award or otherwise found liable in an any civil, self-regulatory organization, or administrative proceeding involving an investment or investment related business or activity, fraud, false statements or omissions, theft, embezzlement or other wrongful taking of property, bribery, forgery, counterfeiting, or extortion; or dishonest, unfair or unethical practices.

B. Bankruptcy Petitions

Edward G. Rainford has not been the subject of a bankruptcy petition at any time during the last 10 years.