## Item 1 – Cover Page

# Berkshire Money Management, Inc.

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# 1-888-232-6072

# www.berkshiremm.com

# September 30, 2026

This Brochure provides information about the qualifications and business practices of Berkshire Money Management, Inc. (BMM). If you have any questions about the contents of this Brochure, please contact us at 1-888-232-6072 or info@berkshiremm.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.

Berkshire Money Management, Inc. is a registered investment adviser. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information about which you determine to hire or retain an Adviser.

Additional information about Berkshire Money Management, Inc. also is available on the SEC's website at www.adviserinfo.sec.gov.

## Item 2 – Material Changes

On July 28, 2010, the United State Securities and Exchange Commission published "Amendments to Form ADV" which amends the disclosure document that we provide to clients as required by SEC Rules. This Brochure is our most recent annual update and is prepared according to the SEC's new requirements and rules.

In this Item, Registered Investment Advisers are required to discuss only specific material changes that are made to the Brochure and provide clients with a summary of such changes.

Summary of changes that have occurred since the prior annual update:

- Items 10 and 14 have been updated to disclose BMM's affiliation with Berkshire Money Management Tax & Accounting, LLC, the referral relationship between the firms, and the related financial incentives and conflicts of interest.
- Our firm is no longer registered as a licensed insurance producer.
- Our firm now offers trust and estate planning solutions and trustee services through an independent third-party trust company.
- Our advisory fee schedule and annual required minimum fee have changed. Please see additional details in Item 5 of Form ADV Part 2A.

Pursuant to new SEC Rules, we will ensure that you receive a summary of any material changes to this and/or subsequent Brochures within 120 days of the close of our business' fiscal year. We will further provide other ongoing disclosure information about material changes as necessary, and if appropriate will provide a new Brochure to you based on changes or new information, at any time, without charge.

A copy of our current Brochure may be requested by contacting Allen Harris, Chief Compliance Officer, at 1-888-232-6072 or info@berkshiremm.com.

Additional information about Berkshire Money Management, Inc. is available via the SEC's web site www.adviserinfo.sec.gov. The SEC's web site also provides information about any persons affiliated with BMM who are registered, or are required to be registered, as investment adviser representatives of BMM.

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## Item 4 – Advisory Business

Berkshire Money Management, Inc., a Massachusetts corporation, is an SEC registered Investment Adviser, initially registered in January 2003. Berkshire Money Management, Inc. ("BMM") offers a combination of advisory services, broadly described as Portfolio Management Services and Financial Planning Services, as more fully described below.

Allen P. Harris and Stacey Carver are the principal owners of Berkshire Money Management, Inc., a Massachusetts corporation formed in April 2001.

BMM offers a combination of advisory services including the following:

Portfolio Management Services

BMM provides continuous advice to you regarding the investment of your funds based on your individual needs.

Through personal discussions with you, we establish your goals and objectives based on your unique circumstances. We help you develop your personal investment strategy and manage your portfolio on the basis of the agreed upon strategy.

When we select the investments for your portfolio, we are guided by your specifications which may include maximum capital appreciation, growth, income, growth and income, or some other variation.

You may impose reasonable restrictions on investing in certain securities or types of securities. BMM requires that such restrictions be included in a written authority statement (generally as part of your Investment Management Contract with us and as amended from time to time in writing). You may change/amend these restrictions as desired with such amendments submitted in writing.

Financial Planning Services

BMM also provides Financial Planning advice. BMM gathers required information through in-depth personal interviews. BMM inquires about your current financial status, future goals, and attitudes towards risk. BMM carefully reviews any appropriate documentation that you provide.

In general, financial planning discussions will address any or all of the following areas that may be of concern to you:

*Personal:* Family records, budgeting, personal liability, estate information, and financial goals.

*Education:* Education IRAs, financial aid, state savings plans, grants and general assistance in preparing to meet your dependents' continuing educational needs through development of an education plan.

*Tax & Cash Flow:* Income tax planning and spending analysis. For example, we may illustrate the impact of various investments on your current income tax and future tax liability.

*Death & Disability:* Cash needs at death, income needs of surviving dependents, estate planning and disability income analysis.

*Retirement:* Analysis of current strategies and investment plans to help you achieve your retirement goals. At its sole discretion, BMM may and does compensate unaffiliated third parties for various professional services rendered to BMM clients, including, but not limited to, estate planning, social security planning and Medicare planning.

*Investments:* Analysis of investment alternatives and their effect on your portfolio.

If you choose to implement the recommendations discussed in the financial planning consultation, BMM suggests that you work closely with your attorney, accountant, insurance agent and/or stockbroker. Implementation of financial planning recommendations is entirely at your discretion.

BMM's financial planning recommendations are not limited to any specific product or service offered by a specific broker dealer or insurance company, but rather are generic in nature.

BMM may also refer clients to unaffiliated third-party investment advisers for financial planning services and, at its own discretion, pay these third-party managers for services rendered to clients. As such, certain existing or prospective portfolio management clients would not incur additional costs for financial planning services provided by third-party managers.

Consulting Services

BMM also advises clients with respect to investments held in their accounts without implementing the recommended transactions. Under such an arrangement, the client may, at his/her own discretion choose to implement any of BMM's recommendations. Depending on the nature of the specific consulting agreement, BMM may have ongoing

monitoring obligations over a client account or may be consulted by the client on an ad hoc basis.

College Planning Services

This fixed fee service will generally include the following:

- Analysis of expected cost for college, and current projections for funding
- Strategies available to potentially increase financial aid
- A list of available scholarships at desired school
- A printed (or electronic) College Planning Report
- Access to advice for the duration of the engagement
- Supplemental reports, if applicable

The entire college planning fee or a portion of the fee charged to a client will be paid to the individual(s) at BMM who provide the service.

Trust and Estate Planning Solutions

BMM offers trust and estate planning solutions to help clients manage and preserve wealth for future generations. For clients who require an institutional trustee, BMM has established a relationship with an unaffiliated third-party corporate trustee, Bridgeford Trust Company (the "Trust Company"). This allows BMM clients to maintain their advisory relationships with our firm while the Trust Company performs all trust administration functions. Under this arrangement, BMM has no access to or custody of client assets.

Tax Preparation Services

BMM will coordinate the preparation of a client's individual and/or business tax returns through an affiliated service provider.

Total Client Assets under Management

As of December 31, 2025, the calculated amount of client assets managed by BMM was approximately $1,226,481,436 on a discretionary basis and $596,698 on a non-discretionary basis.

## Item 5 – Fees and Compensation

Portfolio Management Services

The specific manner in which fees are charged by BMM is established in a client's written agreement with BMM. BMM will generally bill its fees on a quarterly basis in advance at the beginning each calendar quarter. Accounts initiated during a calendar quarter will be charged a prorated fee. BMM charges at minimum a $6,000 yearly fee.

The annual fee for managing your portfolio is charged as a percentage of assets under management, according to the following tiered schedule:

| Assets Under Management | Annual Fee (%) |
|---|---|
| Up to $400,000 | 1.50% |
| $400,001 to $750,000 | 1.12% |
| $750,001 to $1,000,000 | 1.00% |
| $1,000,001 to $2,500,000 | 0.80% |
| Above $2,500,000 | 0.60% |

Each fee bracket is applied to the respective asset amount of total client assets under management.

Financial Planning Services

Clients may elect to receive BMM's Financial Planning services. The minimum fee for this service is $7,500 per plan plus $450 per hour for any time more than ten hours. The $7,500 is due prior to work beginning, and the remainder, if any, is due prior to or immediately upon delivery of the plan.

Consulting Services

Consulting clients will typically be charged an individually-negotiated fixed fee, paid quarterly in advance. This fee may vary from client to client and will be determined at the time the consulting agreement is executed.

College Planning Services

The cost of this service is assessed as a fixed fee of $599 and is charged in advance.

Trust and Estate Planning Solutions

The Trust Company signs a separate agreement with each client and receives a separate fee for trustee services. BMM receives a portion of the trustee fee charged by the Trust Company for referring clients to the Trust Company and, therefore, has a financial incentive to recommend these services to clients.

Tax Preparation Services

The cost of this service is established and assessed by an affiliated service provider and will vary based on the type and level of service selected. The fee will be assessed and collected directly by the affiliated service provider.

Fees in General

Unless agreed otherwise, any and all account asset classes, including cash positions, are included in the firm's advisory fee calculation. At certain times, our advisory fee may exceed the money market yield for cash assets.

Fees and account minimums for all services are negotiable based upon certain criteria (i.e. level of service required, anticipated future additional assets, dollar amount of assets to be managed, related accounts, account composition and complexity, negotiations with client, etc.).

Certain client agreements and legacy client agreements are governed by fee schedules different from those listed above or a tiered calculation methodology.

In certain circumstances, all fees and account minimums are negotiable. For example, certain related accounts may be aggregated for the purpose of achieving the minimum account size or lower annual fee.

Certain family members and personal acquaintances of BMM's affiliated persons receive and may receive in the future advisory services at a discounted rate which is not generally available to you. BMM employees receive advisory services free of charge.

Fees are charged quarterly in advance based on the asset size of your account(s) on the last day of the prior calendar quarter. Services rendered prior to that date, but not yet billed, are charged according to the above schedule based on your account average balance for that period. BMM will not charge you more than $1200 - six months or more in advance.

Fees are directly debited from your custodial account with your written consent generally acknowledged in your Asset Management Agreement. Alternatively, you may elect to be invoiced and pay by check.

Your agreement may be canceled at any time, by either you or BMM, for any reason. Upon termination of your advisory relationship with BMM, any prepaid, unearned fees will be promptly refunded, and any earned unpaid fees will be due and payable. You have the right to terminate your agreement without penalty any time after entering into it. Fees are not

refunded for closed accounts of clients whose other accounts continue to receive BMM advisory services.

BMM's fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which will be incurred by you. You may incur certain charges imposed by custodians, brokers, third party investment and other third parties such as fees charged by managers, custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Mutual funds and exchange traded funds also charge internal management fees, or mutual fund distribution fees, which are disclosed in a fund's prospectus. Such charges, fees and commissions are exclusive of and in addition to BMM's fee. BMM and its supervised persons do not receive any portion of these commissions, fees, and costs, and do not receive compensation from the sale of any securities or investment products.

You could invest in a mutual fund directly, without the services of BMM. In that case, you would not receive the services provided by BMM which are designed, among other things, to assist you in determining which mutual fund or funds are most appropriate for your individual financial situation and investment strategy.

BMM has set its rates to take into consideration these additional charges - if any. However, BMM recommends that you review the fees charged by the funds, custodians and broker dealers and the fees charged by BMM to fully understand the total amount of fees to be paid by you and to evaluate the advisory services being provided.

Please refer to *Item 12 Brokerage Practices*, which further describes the factors that BMM considers in selecting or recommending broker-dealers for client transactions and determining the reasonableness of their compensation (*e.g.*, commissions).

BMM, where appropriate, refers clients to other vendors. Any compensation received by BMM employees resulting from referrals to third-party vendors will not be retained by the compensated employees but rather paid to the referred client, with the exception of any insurance commissions earned by relevant supervised persons.

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

In this item, registered investment advisers are required to disclose all material facts regarding performance-based fees and the simultaneous management of accounts that may have alternative fee arrangements.

BMM does not charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client), or any other type of fees other than management fees described in Item 5, and does not engage in side by side management of client accounts with differing fee arrangements.

Furthermore, BMM has procedures designed and implemented to ensure that all clients are treated fairly and equally, and to help prevent conflicts from influencing the allocation of investment opportunities among clients.

## Item 7 – Types of Clients

BMM offers its advisory services to individuals, high net worth individuals, pension and profit-sharing plans, trusts, estates, charitable organizations, and corporations or other business entities.

Participation in Portfolio Management Services and/or receipt of free Financial Planning Services requires a minimum portfolio size of $250,000 or a minimum annual fee of $4,375.

Occasionally, the minimum portfolio size and/or the minimum annual fee is waived for clients that have the capacity to generate the minimum size or fee within a year. BMM may also waive the minimum size or fee for certain clients at its sole discretion. *Item 5 - Fees & Compensation* further describes factors that BMM considers when determining minimum account size.

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

On a daily basis, BMM reviews the global economic landscape to ascertain when and if indicators support the purchase or sale of specific types of investments for client portfolios. Some of the indicators that we may use in our decision making process include: investor sentiment, money supply, consumer confidence, industrial production, consumption and distribution, inventories and orders, inflation, employment, construction, yield curve/ interest rates, monetary policy, and political factors among others.

Once BMM has determined that the global economic landscape supports the purchase of investments for client portfolios it begins selecting specific assets. In so doing, BMM invests primarily in no-load or load-waived open end mutual funds or exchange traded funds (ETFs). Your portfolio may include individual equities, preferred equities, individual corporate and municipal bonds, CD's and other investment products, if appropriate. You will retain ownership of all securities.

BMM allocates assets among various investments taking into account the overall investment strategy selected by you. The selection of specific assets for your portfolio may be based on any or all of the following:

| **Mutual Funds Equity, Fixed Income, or Balanced** | **Exchange Traded Funds** | **Individual Corporate & Municipal Bonds** |
|---|---|---|
| - Performance history<br>- Industry Sectors that the fund invests in<br>- Track record of the manager<br>- Stated investment objectives<br>- Management style and philosophy<br>- Fee structure | - Liquidity<br>- Industry Sector and asset classes that the ETF invests in<br>- Fee structure and costs | - Bond rating<br>- Yield to maturity<br>- Coupon rate<br>- Maturity schedule<br>- Whether or not the bond is callable |

Portfolio weightings between asset and market sectors will be determined by your individual needs and investment strategy.

Equity investing is subject to price fluctuation and market risk. Growth oriented investments are generally more sensitive to market movements because their prices tend to reflect future investor expectations rather than just current profits. Small and mid-cap stocks involve greater risks and volatility than large-cap stocks.

Fixed income investing involves credit risk, interest rate risk (when interest rates rise, bond/fund prices generally fall), and inflation or reinvestment risks. Below-investment-grade ("junk") bonds are more at risk of default than other bond investments and are subject to liquidity risk.

Investments in foreign securities entail special risks (such as currency fluctuations and political factors) and may have higher expenses and volatility. Investments in emerging and developing markets may be especially volatile.

Large sector holdings may expose you to greater volatility and special risks associated with that sector. It is not the practice of BMM to employ investment strategies that require frequent trading.

If you choose to follow high-risk strategies, you may incur significant losses-as much as all of the assets you have invested in this manner. BMM strongly recommends that you diversify your investments and not commit all of your assets to high risk investment strategies.

There is an inverse relationship between interest rate movements and fixed income prices. Generally, when interest rates rise, fixed income prices fall and when interest rates fall, fixed income prices rise. Generally the longer a bond's maturity, the more sensitive it is to this risk. Bonds may also be subject to call risk, which is the risk that the issuer will redeem the debt at its option, fully or partially, before the scheduled maturity date. The market value of debt instruments may fluctuate, and proceeds from sales prior to maturity may be more or less than the amount originally invested or the maturity value due to changes in market conditions or changes in the credit quality of the issuer. Bonds are subject to the credit risk of the issuer. This is the risk that the issuer might be unable to make interest and/or principal payments on a timely basis. Bonds are also subject to reinvestment risk, which is the risk that principal and/or interest payments from a given investment may be reinvested at a lower interest rate.

Retirement Rollovers - Potential for Conflict of Interest:

A client or prospective client leaving an employer typically has four options regarding an existing retirement plan (and may engage in a combination of these options): (i) leave the money in the former employer's plan, if permitted, (ii) roll over the assets to the new employer's plan, if one is available and rollovers are permitted, (iii) roll over to an Individual Retirement Account ("IRA"), or (iv) cash out the account value (which could, depending upon the client's age, result in adverse tax consequences). If BMM recommends that a client roll over their retirement plan assets into an account to be managed by BMM, such a recommendation creates a conflict of interest if BMM will earn an advisory fee on the rolled over assets. No client is under any obligation to rollover retirement plan assets to an account managed by BMM.

***Portfolios are designed to earn, but do not guarantee, performance. Investing in securities involves risk of loss that clients should be prepared to bear.***

## Item 9 – Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of Berkshire Money Management, Inc. or the integrity of BMM's management.

We have no material legal or disciplinary events to disclose.

## Item 10 – Other Financial Industry Activities and Affiliations

Certain individual(s) employed by BMM are appointed as insurance agents with unaffiliated insurance companies and, as such, receive additional compensation for sale of insurance products. A conflict of interest exists as these individuals' recommendations of insurance products and/or services may be motivated, at least in part, by financial considerations. Clients of BMM are under no obligations to purchase any insurance products through these individuals and may shop for insurance products and/or services through any other persons or entities. BMM has policies and procedures to monitor recommendations made by these individuals in order to have a reasonable basis for believing that all recommendations made are in the best interest of each BMM client.

BMM has entered into a services agreement with Wealthtender, Inc. ("Wealthtender") to participate in its Directory Program ("Program"). The Program hosts a dedicated online informational page for BMM and its advisory personnel which allows viewers to learn more about the firm and its services, as well as to leave comments and reviews. Additionally, the Program aggregates and displays BMM-related reviews from various third-party platforms. Moreover, the Program publishes a variety of featured articles and affords press opportunities if desired by BMM. BMM provides Wealthtender with compensation for participation in the Program. Only advisers who enter into a services agreement are featured in the Program. Being featured in the Program does not constitute an endorsement of BMM, its advisory services or advisory personnel by Wealthtender or any other third parties.

As stated in Item 5, BMM receives a portion of the fees paid by clients to an unaffiliated third-party recommended by BMM for trust administration services, and therefore has a financial conflict of interest in recommending this service provider to clients.

BMM is affiliated through common ownership and control with Berkshire Money Management Tax & Accounting, LLC ("BMM Tax"), an accounting firm that provides tax-return preparation and related tax and accounting services. BMM Tax's services are separate from BMM's investment advisory services and are provided under a separate engagement agreement and for separate fees. BMM clients are not required to use BMM Tax, and BMM Tax clients are not required to retain BMM for investment advisory services.

BMM may recommend BMM Tax to advisory clients who need tax or accounting assistance, and BMM Tax may introduce or refer its clients to BMM. These recommendations create conflicts of interest because BMM and BMM Tax share certain owners or other financial interests and therefore may benefit when a client retains the affiliated firm. Accordingly, a recommendation of BMM Tax by BMM, or of BMM by BMM Tax, should not be considered an impartial recommendation.

In addition, certain principals of BMM and BMM Tax are parties to an ownership arrangement under which the economic terms of the arrangement are affected when BMM Tax clients become investment advisory clients of BMM. Consequently, certain principals of BMM Tax have a financial incentive to recommend BMM to tax clients. BMM also benefits by receiving advisory fees from clients who retain it following a referral. These financial interests may influence recommendations between the affiliated firms.

BMM addresses these conflicts by disclosing the affiliation and associated financial incentives, applying its customary client-acceptance and advisory procedures to referred clients, and supervising referral activity involving BMM Tax.

## Item 11 – Code of Ethics

BMM has adopted a Code of Ethics for all supervised persons describing its high standard of business conduct, fiduciary duty to its clients and compliance with applicable securities laws.

BMM's Code of Ethics includes provisions relating to the confidentiality of client information, a prohibition on insider trading, a prohibition of rumor mongering, restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures, among other things. All supervised persons at BMM must acknowledge the terms of the Code of Ethics annually, or as amended.

BMM's employees and persons associated with BMM are required to follow BMM's Code of Ethics.

It is BMM's policy that the firm will not affect any principal or agency cross securities transactions for client accounts. BMM will also not cross trades between client accounts.

Principal transactions are generally defined as transactions where an adviser, acting as principal for its own account or the account of an affiliated broker-dealer, buys from or sells any security to any advisory client. A principal transaction may also be deemed to have occurred if a security is crossed between an affiliated hedge fund and another client account.

An agency cross transaction is defined as a transaction where a person acts as an investment adviser in relation to a transaction in which the investment adviser, or any person controlled by or under common control with the investment adviser, acts as broker for both the advisory client and for another person on the other side of the transaction. Agency cross transactions may arise where an adviser is dually registered as a broker-dealer or has an affiliated broker-dealer. BMM is not dually registered as a broker-dealer nor do we maintain any affiliated broker-dealer relationships.

Subject to satisfying this policy and applicable laws, officers, directors, and employees of BMM and its affiliates may and do trade for their own accounts in securities which are recommended to and/or purchased for BMM's clients.

The Code of Ethics is designed to assure that the personal securities transactions, activities, and interests of the employees of BMM 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.

Under the Code certain classes of securities have been designated as exempt transactions, based upon a determination that these would materially not interfere with the best interest of BMM's clients. In addition, the Code requires pre-clearance of IPOs and private placement security transactions and restricts trading in close proximity to client trading activity.

Nonetheless, because the Code of Ethics in some circumstances would permit employees to invest in the same securities as clients, (we refer to these employee accounts as "affiliated accounts") there is a possibility that employees might benefit from market activity by a client in a security held by an employee. Employee trading is continually monitored under the Code of Ethics to reasonably prevent conflicts of interest between BMM and its clients.

Certain affiliated accounts may and do trade in the same securities with client accounts on an aggregated basis when consistent with BMM's obligation of best execution. In such circumstances, the affiliated and client accounts will share commission costs equally and receive securities at a total average price.

BMM will retain records of the trade order (specifying each participating account) and its allocation, which will be completed prior to the entry of the aggregated order. Completed orders will be allocated as specified in the initial trade order. Partially filled orders will be allocated on a pro rata basis. Any exceptions will be explained on the Order and provided to regulators at their request.

BMM's clients or prospective clients may request a copy of the firm's Code of Ethics by contacting Allen Harris, Chief Compliance Officer.

Pursuant to recent Department of Labor regulations, Adviser is required to acknowledge in writing its fiduciary status under Section 3(21) of the Employee Retirement Income Security Act of 1974, as amended ("ERISA") and Section 4975 of the Internal Revenue Code of 1986, as amended (the "Code"), as applicable.

When Adviser provides investment advice to you regarding your retirement plan account or individual retirement account, it is a fiduciary within the meaning of Title I of the Employee

Retirement Income Security Act and/or the Internal Revenue Code, as applicable, which are laws governing retirement accounts. The way Adviser makes money creates some conflicts with your interests, so Adviser operates under a special rule that requires it to act in your best interest and not put its interests ahead of yours.

Asset Roll-Over Disclosure:

Consistent with this fiduciary duty, BMM is required to disclose applicable conflicts of interest associated with its rollover recommendations. BMM's rollover recommendations creates a conflict of interest if BMM will earn a new (or increase its current) advisory fee on the rolled over assets. Please see Item 5 of Form ADV Part 2A for further information regarding BMM's services, fees, and other conflicts of interest.

Clients and prospective clients considering a rollover from a qualified employer sponsored workplace retirement plan ("Employer Retirement Plan") to an Individual Retirement Account ("IRA"), or from an IRA to another IRA, are encouraged to consider and to investigate the advantages and disadvantages of an IRA rollover from their existing plan or IRA, including, but not limited to, factors such as management expenses, transaction expenses, custodial expenses and available investment options.

Potential alternatives to a rollover may include:

- Leaving the money in your former Employer Retirement Plan, if permitted;
- Rolling over the assets to your employer's plan, if one is available and if rollovers are permitted;
- Rolling over Employer Retirement Plan assets into an IRA; or
- Cashing out (or distribute) the Employer Retirement Plan assets and paying the taxes due.

## Item 12 – Brokerage Practices

The Custodian and Brokers We Use

BMM does not have any formal or informal soft-dollar arrangements and does not receive any soft-dollar benefits.

At present, the firm does not have the discretionary authority to determine the broker dealer to be used or the commission rates to be paid; clients must direct the firm as to the broker dealer to be used. As a result, the firm requests that clients direct us to place trades through the designated broker that the firm has evaluated and one in which the firm believes will provide clients with a blend of execution services, commission costs and professionalism.

For clients in need of brokerage and custodial services, we will typically recommend Charles Schwab & Company, Inc. ("Schwab"), an unaffiliated FINRA-registered broker dealer. In directing the use of a particular broker or dealer, it should be understood that we will not have authority to negotiate commissions among various brokers or obtain volume discounts, and best execution may not be achieved. In addition, a disparity in commission charges may exist between the commissions charged to the client and those charged to other clients. Not all advisers require their clients to use a particular broker-dealer or other custodian selected by the adviser. Even though your account is maintained at Schwab, we can still use other brokers to execute trades for your account as described below (see "Your Brokerage and Custody Costs").

We reserve the right to decline acceptance of any client account for which the client directs the use of a broker if we believe that this choice would hinder its fiduciary duty to the client and/or its ability to service the account.

How We Select Brokers/Custodians

BMM seeks to use a custodian/broker who will hold your assets and execute transactions on terms that are overall most advantageous when compared to other available providers and their services. We consider a wide range of factors, including, among others, these:

- Combination of transaction execution services along with asset custody services (generally without a separate fee for custody)
- Capability to execute, clear and settle trades (buy and sell securities for your account)
- Capabilities to facilitate transfers and payments to and from accounts (wire transfers, check requests, etc.)
- Breadth of investment products made available (stocks, bonds, mutual funds, exchange traded funds (ETF's), etc.)
- Availability of investment research and tools that assist us in making investment decisions
- Quality of services
- Competitiveness of the price of those services (commission rates, margin interest rates, other fees, etc.) and willingness to negotiate them
- Reputation, financial strength and stability of the provider
- Their prior service to us and our other clients
- Availability of other products and services that benefit us, as discussed below (see "Products and Services Available to Us from Schwab")

Your Brokerage and Custody Costs

For our clients' accounts that Schwab maintains, Schwab generally does not charge you separately for custody services but may be and often is directly or indirectly compensated in other ways, based on the type of trades that it executes or that settle into your Schwab account. Additionally, Schwab charges you a flat dollar as a "prime broker" or "trade away" fee for each trade that we have executed by a different broker-dealer but where the securities bought or the funds from the securities sold are deposited (settled) into your Schwab account. These fees are in addition to the commissions or other compensation you pay the executing broker-dealer. Because of this, in order to minimize your trading costs, we have Schwab execute most trades for your account.

Products and Services Available to Us from Schwab

Schwab Advisor Services (formerly called Schwab Institutional©) is Schwab's business serving independent investment advisory firms like us. They provide us and our clients with access to its institutional brokerage-trading, custody, reporting, and related services-many of which are not typically available to Schwab retail customers. Schwab also makes available various support services. Some of those services help us manage or administer our clients' accounts; while others help us manage and grow our business. Schwab's support services generally are available on an unsolicited basis (we don't have to request them) and at no charge to us as long as our clients collectively maintain a total of at least $10 million of their assets in accounts at Schwab. If our clients collectively have less than $10 million in assets at Schwab, Schwab may charge us quarterly service fees. Following is a more detailed description of Schwab's support services:

**Services that Benefit You:** Schwab's institutional brokerage services include access to a broad range of investment products, execution of securities transactions, and custody of client assets. The investment products available through Schwab include some to which we might not otherwise have access or that would require a significantly higher minimum initial investment by our clients. Schwab's services described in this paragraph generally benefit you and your account.

**Services that May Not Directly Benefit You:** Schwab also makes available to us other products and services that benefit us but may not directly benefit you or your account. These products and services assist us in managing and administering our clients' accounts. They include investment research, both Schwab's own and that of third parties. We may use this research to service all or a substantial number of our clients' accounts, including accounts not maintained at Schwab. In addition to investment research, Schwab also makes available software and other technology that:

- Provide access to client account data (such as duplicate trade confirmations and account statements)

- Facilitate trade execution and allocate aggregated trade orders for multiple client accounts
- Provide pricing and other market data
- Facilitate payment of our fees from our clients' accounts
- Assist with back-office functions, recordkeeping, and client reporting

**Services that Generally Benefit Only Us:** Schwab also offers other services intended to help us manage and further develop our business enterprise. These services include:

- Educational conferences and events
- Consulting on technology, compliance, legal, and business needs
- Publications and conferences on practice management and business succession
- Access to employee benefits providers, human capital consultants, and insurance providers

Schwab may provide some of these services itself. In other cases, it will arrange for third-party vendors to provide the services to us. Schwab may also discount or waive its fees for some of these services or pay all or a part of a third party's fees. Schwab may also provide us with other benefits, such as occasional business entertainment of our personnel.

On an ongoing basis, BMM uses the technology applications provided by Schwab to access client account information, facilitate payment of our fees, and execute and allocate trade orders for multiple client accounts.

We have routinely attended educational conferences and events offered by Schwab on practice management, compliance, technology, research, and other business-related activities. We have also consulted with Schwab and/or third parties recommended by Schwab regarding technology, compliance, and other business needs.

Our Interest in Schwab's Services

The availability of these services from Schwab benefits us because we do not have to produce or purchase them. We don't have to pay for Schwab's services so long as our clients collectively keep a total of at least $10 million of their assets in accounts at Schwab. Beyond that, these services are not contingent upon us committing any specific amount of business to Schwab in trading commissions or assets in custody. The $10 million minimum gives us an incentive to require that you maintain your account with Schwab, based on our interest in receiving Schwab's services that benefit our business rather than based on your interest in receiving the best value in custody services and the most favorable execution of your transactions. This is a potential conflict of interest. We believe, however, that our selection of Schwab as custodian and broker is in the best interests of our clients. Our

selection is primarily supported by the scope, quality, and price of Schwab's services (see "How We Select Brokers/Custodians") and not Schwab's services that benefit only us. We have adopted policies and procedures designed to ensure that our use of Schwab's services is appropriate for each of our clients.

Trade Order Allocation/Aggregation Policies

BMM's policy is to aggregate client transactions where possible and when advantageous to clients (generally referred to as a "block trade.") In these instances, clients participating in aggregated transactions will receive an average share price. As a matter of policy, an advisor's allocation procedures must be fair and equitable to all clients with no particular group or client(s) being favored or disfavored over any other clients. BMM's policy prohibits any allocation of trades in a manner that BMM's affiliated accounts, or any particular client(s) or group of clients receive more favorable treatment than other client accounts. Generally, BMM allocates partially filled trade orders on a pro rata basis; however other allocation practices may include exception allocations, random allocations, and rotational allocations, depending on the asset involved.

## Item 13 – Review of Accounts

Portfolio Management Services

While the underlying securities within Portfolio Management Services accounts are continuously monitored, these accounts are reviewed at least quarterly by Allen Harris, Chief Investment Officer, CCO and CEO. Accounts are reviewed in the context of each client's stated investment strategy and guidelines. More frequent reviews may be triggered by material changes in variables such as the client's individual circumstances, the market, or the political or economic environment.

Financial Planning Services

While reviews may occur at different stages depending on the nature and terms of the specific engagement of BMM, typically no formal reviews will be conducted for financial planning clients, except as may be agreed upon at the inception of the financial planning discussion.

Consulting and College Planning Services

Clients will receive reviews and reports as stated in their specific consulting and college planning services agreements.

Reports

In addition to the monthly statements and confirmations of transactions that Portfolio Management clients receive from their broker dealer and/or custodian, BMM will provide access to account information via BMM's online client portal, summarizing account performance, balances, and holdings. It is important, and BMM urges clients, to compare the information found on the client portal to those reports clients receive directly from their broker-dealer and/or custodian. In addition, if you elected to have your advisory fees debited directly from your custodial account, we urge you to compare and review the calculation and fee paid to BMM against valuations included in the custodial statements. *Item 15 – Custody* - further describes additional types and frequency of reports available.

## Item 14 – Client Referrals and Other Compensation

We receive an economic benefit from Schwab in the form of the support products and services it makes available to us and other independent investment advisers whose clients maintain their accounts at Schwab. These products and services, how they benefit us, and the related conflicts of interest are described above (see *Item 12 - Brokerage Practices*.) The availability to us of Schwab's products and services is not based on us giving particular investment advice, such as buying particular securities for our clients.

BMM does not receive compensation or any economic benefit from any individuals or entities not a client of BMM that provide investment advice or other advisory services to BMM's clients.

As disclosed in Item 10 of this Form ADV Part 2A, BMM may receive client introductions and referrals from its affiliated accounting firm, BMM Tax. Certain principals of BMM and BMM Tax are parties to an ownership arrangement under which one or more parties receive a financial benefit when a BMM Tax client becomes an investment advisory client of BMM. Although this benefit arises from an ownership-related arrangement and is not structured as a separate referral fee, it is tied to the establishment of new BMM advisory relationships.

The arrangement creates a financial incentive for certain BMM Tax principals to recommend or refer tax clients to BMM. BMM also has a financial incentive to encourage these referrals because it receives advisory fees from clients who retain the firm. Accordingly, referrals by BMM Tax should not be considered impartial or disinterested.

Prospective clients referred by BMM Tax are not obligated to retain BMM and may select any investment adviser. BMM clients likewise are not required to use BMM Tax. A referral does not, by itself, increase the advisory fee charged by BMM.

Payment of referral fees for prospective client referrals or other promotional activities creates a potential conflict of interest to the extent that such referrals and/or promotional activities are not unbiased and the solicitor/promoter is, at least partially, motivated by financial gain. Therefore, such referrals and/or promotional activities may be made or engaged in even if the advisory services are not suitable for and/or are not in the best interest of a particular client. As these situations represent a conflict of interest, we have established the following restrictions in order to ensure fulfillment of its fiduciary responsibilities:

1. All such referral fees are fully disclosed and paid in accordance with the requirements of Rule 206(4)-1 under the Advisers Act, and any corresponding state securities law requirements, as applicable;
2. Any fees for prospective client referrals or other promotional activities will be paid solely from the total fee, and will not result in any additional charge to the client;
3. If the client is introduced to us by an unaffiliated solicitor/promoter, the solicitor/promoter, at the time of the solicitation or any other promotional activity, will disclose the nature of his/her/its relationship with our firm and provide each prospective client with disclosures regarding the terms of the solicitation/promotional arrangement between our firm and the solicitor/promoter, including the compensation to be received by the solicitor/promoter from us and any accompanying conflicts of interest; and
4. All referred clients will be carefully screened to ensure that our fees, services, and investment strategies are suitable to their investment needs and objectives.

## Item 15 – Custody

Under government regulations, we are deemed to have custody of your assets if, for example, you authorize us to instruct Schwab to deduct our advisory fees directly from your account or if you designate a third-party payee via a standing letter of authorization (SLOA). Schwab maintains actual custody of your assets. You will receive account statements directly form Schwab at least quarterly. They will be sent to the email or postal mailing address you provided to Schwab. You should carefully review those statements promptly when you receive them.

In addition to the statements and transaction confirmations you receive from your broker/dealer and/or custodian, BMM will provide you with quarterly reports via the online client portal summarizing account performance, balances, and holdings.

BMM urges you to carefully review such statements and compare such official custodial records to the account statements that we may provide to you, including the calculation of our advisory fee if directly debited, as discussed in Item 13 above. Our statements may vary slightly from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities or dates of recognition of dividend and/or interest payments.

## Item 16 – Investment Discretion

BMM usually receives written discretionary authority from the client at the outset of an advisory relationship to select the identity and amount of securities to be bought or sold. In all cases, however, such discretion is to be exercised in a manner consistent with the stated investment strategy, limitations, and restrictions of the clients for which it advises. Prior to exercising discretionary authority for client accounts, clients are required to execute a written limited power of attorney authorizing the broker dealer/custodian to execute trades initiated by BMM.

Written reasonable limitations on BMM's discretionary authority may be imposed by you.

BMM does not have discretionary authority as to the Broker-Dealer to be used. (See *Item 12 Brokerage Practices*). Item 4 – Advisory Business provides additional information on limiting discretionary authority.

## Item 17 – Voting Client Securities

As a matter of firm policy and practice, BMM does not generally accept the authority to and does not vote proxies on behalf of advisory clients.

Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in client portfolios. Generally, clients receive proxies or other solicitations directly from the custodian or a transfer agent, and not from BMM.

BMM, however, may provide advice to you regarding your voting of proxies. Call us at 888-232-6072 or submit your inquiry via e-mail to info@berkshiremm.com.

## Item 18 – Financial Information

Registered investment advisers are required in this Item to provide you with certain financial information or disclosures about BMM's financial condition.

BMM does not require or solicit prepayment of more than $1200 in fees per client six months or more in advance.

Furthermore, BMM has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients and has not been the subject of a bankruptcy proceeding.