

CenterPoint Financial, Inc.

Registered Investment Adviser

Part 2A/2B of Form ADV – Disclosure Brochure

CenterPoint Financial, Inc.

Registered Investment Adviser

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This brochure provides information about the qualifications and business practices of CenterPoint Financial, Inc.'s (CenterPoint) Registration as a Registered Investment Adviser but does not imply a certain level of skill or training. If you have any questions about the contents of this brochure, please contact us at (802) 225-1314, or by email at pgilbert@centerpoint-financial.com.

The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission, the State of Vermont Department of Financial Regulation Securities Division, or by any other state securities authority.

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

Effective March 25, 2025

Material Changes

Annual Update

The Material Changes section of this brochure will be updated annually or when material changes have occurred since the previous release of the Firm Brochure.

Material Changes Since the Last Update

Department of Labor Fiduciary Rule

The Department of Labor's Fiduciary Rule, originally proposed in 2010, was written to mandate investment advisers to act in the best interests of their clients. This rule has faced unprecedented legal and political challenges but was finally passed in 2024 with implementation scheduled for September 23, 2024. Unfortunately, as of August 2024, the rule is once again waylaid. It is currently under a national injunction due to legal challenges, meaning its implementation is halted and its future is uncertain; several federal courts in Texas have issued stays on the rule, preventing it from taking effect on its scheduled date of September 23, 2024.

CenterPoint advisers have and will continue to serve as fiduciaries to our clients in compliance with the [CFP® Standards of Conduct](#), the [NAPFA Fiduciary Oath](#), and the [Vermont Securities Regulations \(S-2016-01\) 7-6\(3\) Code of Ethics](#). CenterPoint's priority is always to serve our clients' best interests whether in a financial planning or an investment management capacity, and when providing any kind of investment advice to clients.

Regulation S-P

To keep pace with changing technology and vulnerabilities in data security, the SEC finalized amendments to Regulation S-P on May 16, 2024. These amendments are intended to enhance how the financial services industry protects client data and ensures that clients are promptly informed when data breaches occur. The new requirements must be implemented by large firms (\$1.5 billion and over in Assets Under Management) by December 3, 2025, and by small firms (under \$1.5 billion in Assets Under Management) by June 3, 2026. CenterPoint has implemented many of the new requirements and is continuing to revise its systems to ensure full compliance by June 3, 2025.

Off-channel Communications

Off-channel communications have become a significant concern in the securities advisory industry. Rapidly evolving communication technologies used by the financial services industry present compliance concerns regarding proper recordkeeping protocols. CenterPoint Financial is in compliance with Rule 204-2 of the Investment Advisers Act of 1940, as amended (the "Advisers" Act), in its practice to make and maintain records of all business communications of the adviser and its personnel.

Full Brochure Available

Whenever you would like to receive a complete copy of our Firm Brochure, please contact CenterPoint by telephone at (802) 225-1314, or by email at pgilbert@centerpoint-financial.com.

Principal office address and contact information:

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Advisory Business

Firm Description

CenterPoint Financial, Inc. (CenterPoint) was founded in 2014. CenterPoint is an investment adviser registered with the State of Vermont Department of Financial Regulation Securities Division under the Vermont Uniform Securities Act (2002).

CenterPoint provides personalized, confidential financial planning and investment management to individuals, pension and profit-sharing plans, trusts, estates, charitable organizations, and small businesses. Advice is provided through consultation with the client to determine financial objectives and financial problems. CenterPoint advises clients on cash flow management, tax planning, real estate considerations, insurance reviews, investment management, education funding, retirement planning, charitable giving, and estate planning, as appropriate. CenterPoint advisers do not provide specific legal or tax advice. Investment advice is an integral part of financial planning.

CenterPoint is strictly a Fee-only™ financial planning and investment management firm. The firm does not sell annuities, insurance, stocks, bonds, mutual funds, limited partnerships, or other commissioned products. The firm is not affiliated with entities that sell financial products or securities. No commissions in any form are accepted; however, CenterPoint does receive securities research, other market data, software and other technology from Charles Schwab & Co., Inc. (Schwab). Products and services received may also include practice management aids and discounts from vendors.

While investment advice is provided, the client makes the final decision on investment selection. CenterPoint makes investment recommendations in accordance with the unique investment objectives and risk tolerances of the client. As each portfolio is constructed to meet the objectives of individual clients, it is permissible for clients to impose restrictions on investing in certain securities or types of securities.

CenterPoint does not act as a custodian of client assets. The client always maintains asset control. CenterPoint places trades for clients under a limited power of attorney that is established upon the initial account opening with the custodian.

CenterPoint reviews each client's initial financial situation and provides the client with an assessment of their current financial status, generally in the form of a written net worth statement and cash flow analysis. Periodic reviews are also communicated to provide reminders of the specific courses of action that need to be taken. More frequent reviews occur but are not necessarily communicated to the client unless immediate changes are recommended.

Other professionals (e.g., lawyers, accountants, insurance agents, etc.) are engaged directly by the client on an as-needed basis. Conflicts of interest will be disclosed to the client in the unlikely event they should occur. CenterPoint collaborates with these other professionals on behalf of the client, as appropriate, and with the authorization of the client. CenterPoint is not compensated for this work outside of the regular fee structure.

The initial meeting, which may be by telephone or video conference, is free of charge and is considered an exploratory discussion to determine the extent to which financial planning and investment management may be beneficial to the client.

Principal Owner

Priscilla N. Gilbert, CFP® is 100% stockholder.

Types of Advisory Services

CenterPoint provides two types of services for clients:

1. **Investment Supervisory Services**, also known as assets under management services, include establishing a client's risk tolerance, time horizon, income needs and goals, and then designing and monitoring an investment, savings, and cash flow plan to attain those goals on an ongoing basis. For these clients, accounts are opened at Charles Schwab & Co., Inc., and a client's cash and/or securities are deposited in the accounts. CenterPoint executes trades for the client portfolios to adjust and rebalance portfolio composition. Services to clients include periodic scheduled meetings with the adviser.
2. **Financial Planning Services**, also known as hourly or retainer services, are for those clients who are working with the adviser on a Financial Planning only basis. CenterPoint gives counsel on cash flow, investing, tax, college, retirement, and estate planning, or other areas of interest to the client, on an as-requested basis. There is no ongoing management involved with Financial Planning engagement.

CenterPoint furnishes investment advice through consultations; issues articles on the firm's website, www.centerpoint-financial.com; issues special reports to clients about securities, macro market and economic updates, and financial planning matters. Client presentations may also include charts, graphs, formulas, or other methods for evaluating securities.

On more than an occasional basis, CenterPoint furnishes advice to clients on matters not involving securities, such as financial planning matters, taxation issues, real estate decisions, charitable giving, and trust services that often include estate planning.

As of 12/31/2024 CenterPoint managed approximately \$95 Million in assets for approximately 79 households. All assets are managed on a discretionary trading basis.

Tailored Relationships

At the start of each client relationship, clients will complete an Investor Profile Statement (IPS) to assess and document a client's risk tolerance, time horizon, investment experience, tax profile, cash flow needs, liability exposure, financial position, and short and long-term goals. Throughout each client relationship, IPS attributes are monitored, revisited, and documented in CenterPoint's Client Relationship Management system (CRM). Clients may impose restrictions on investing in certain securities or types of securities. CenterPoint offers socially screened investing to clients who indicate a need for, or interest in, an investment portfolio sensitive to Environmental, Social and Governance (ESG) issues.

CenterPoint does not offer wrap fee programs.

Types of Agreements

The following two types of agreements define the typical client relationships: Financial Planning and Investment Supervisory Services.

Financial Planning Agreement

A **Financial Planning Agreement** is designed to help the client with all aspects of financial planning without investment management or ongoing services after the financial plan is completed. The financial plan may include, but is not limited to: a net worth statement; a cash flow statement; a review of investment accounts, including reviewing asset allocation and providing repositioning recommendations; general tax planning; a review of retirement accounts and employer sponsored retirement plans; a review of insurance policies and general recommendations for changes, if necessary; one or more retirement scenarios; estate planning review and recommendations; and education planning with funding recommendations. CenterPoint does not provide specific legal or tax advice.

General investment advice and specific recommendations may be provided as part of a financial plan. The client is responsible for the implementation of the recommendations, and CenterPoint will neither monitor the plan nor the investments.

Hourly bills will be submitted to the client as work is completed, or periodic intervals for an on-going relationship. Retainer-based agreements will be billed in quarterly payments (or until completion of the work) by CenterPoint. Payments are due within 30 days after the completion of the work.

Investment Supervisory Services Agreement

Many of CenterPoint's clients choose to have the firm manage their investments in order to obtain ongoing in-depth advice and life planning. This agreement includes all of the financial planning services described in the Financial Planning Agreement as well as the following services:

- All aspects of the client's financial affairs are reviewed, including their financial relationships with their children and parents.
- Realistic and measurable goals are set, and objectives to reach those goals are defined.
- As goals and objectives change over time, suggestions are made and implemented on an ongoing basis.

The scope of the work and the fee for an **Investment Supervisory Services Agreement** is provided to the client in writing prior to the start of the relationship. This may include cash flow management advice; investment management (including performance reporting); general insurance and liability review; education planning; retirement planning; charitable planning; general estate planning; and general tax planning, as well as the implementation of recommendations within each area. CenterPoint does not provide specific legal or tax advice.

The **Investment Supervisory Services Agreement** is an ongoing agreement, and the length of service to the client is at the client's discretion. The client or the adviser may terminate an Agreement by written notice to the other party. See Termination on page 9. At termination, fees billed will be refunded on a pro rata basis for the number of days remaining in the quarter. Refunds will be made within 30 days of receipt of written notice of termination. CenterPoint advisers serve as a fiduciary to their clients in

providing advice only in the client's best interest. CenterPoint advisers have accepted and comply with the NAPFA Mission and Fiduciary Oath in serving all clients. The oath may be accessed [here](#).

Outside Held Assets

Clients often ask for advisement on other assets in their portfolio not held in a custodial account at Charles Schwab & Co., Inc. These assets may be held in an account such as a retirement plan at TIAA, Vanguard, Fidelity, or another custodian. These assets need to be considered as part of a clients' overall financial situation and as such, the client may request CenterPoint for advice on and to incorporate these assets into the overall investment plan. CenterPoint does not have discretion over outside held assets. In these situations, CenterPoint will advise, and the client may be billed quarterly 50 basis points or 0.5% annually based on the latest quarter end value of the outside-held account.

Asset Management

Assets are invested primarily in no-load mutual funds and exchange-traded funds through Charles Schwab & Co., Inc., CenterPoint's custodian.

Stocks and bonds may be purchased or sold through a Schwab account when appropriate. These purchases can be unsolicited (requested by the client) or solicited (recommended by CenterPoint) basis. Investment types include equities (stocks), corporate debt securities, commercial paper, certificates of deposit, municipal securities, investment company securities, U. S. Government securities, variable annuities, and mutual fund shares. Initial public offerings (IPOs) may be available through CenterPoint on a rare and case-by-case basis or by specific client request.

Schwab charges a discounted fee for stock and bond trades. CenterPoint does not receive any compensation from fund companies, in any form, including commissions, incentives, bonuses or the like.

CenterPoint does receive securities research, other market data, software and other technology from Charles Schwab & Co., Inc. as a benefit for custody of client assets at Schwab. As an investment industry professional, complimentary products and services, including practice management aids, are offered to CenterPoint.

Termination of Agreement

A client may terminate their agreement with CenterPoint at any time by notifying CenterPoint in writing. Likewise, CenterPoint may terminate a client agreement by notifying them in writing.

In the case of an **Investment Supervisory Service Agreement**, wherein the client paid for the quarter in advance, CenterPoint will refund any unearned portion of the advance payment pro rata based on the number of days remaining in the quarter. Fees will cease upon the receipt of written notice from the client. Upon termination of the Agreement, CenterPoint shall perform no further functions with respect to the account(s) except for immediately de-linking the accounts at the custodian, or if specifically requested by the client to facilitate transfer to the new custodian. Refunds will be made within 30 days of written notice of termination. The client has the right to terminate the contract without penalty within 5 business days after entering into the contract.

In the case of a **Financial Planning Services Agreement**, the client may notify CenterPoint of the termination of the agreement in writing, and CenterPoint will bill for the work performed up to the date of termination. The client has the right to terminate the contract without penalty within 5 business days

after entering into the contract. Services provided prior to contract termination will be billed immediately and materials prepared to date will be provided to the client.

Fees and Compensation

Description

CenterPoint bases its fees on a percentage of assets under management, hourly charges, and fixed retainer fees. As a strictly Fee-only™ adviser, CenterPoint is compensated in a tiered fee structure and never on the basis of investments that are recommended or portfolio performance. Fees paid to the adviser are printed on each quarterly statement. CenterPoint does not offer proprietary products to clients and recommends only products and services that are in the best interest of the client.

Fee Billing

Investment Supervisory Services Agreement management fees are billed quarterly, in advance, meaning that we invoice the client before the three-month billing period has begun based on the previous quarter-end account value. Fees are not calculated for a period greater than 3 months (one quarter) in advance. Fees are usually deducted from a designated client account at Schwab to facilitate billing. The client must consent in advance to direct debiting of their investment account.

The annual Investment Supervisory Services Agreement fee is calculated on a percentage of the investment assets under management (AUM) in a Schwab account on the last day of the quarter according to the following schedule:

- 1.25% on the first \$499,999 of assets.
- 1.00% on assets from \$500,000 to \$1,999,999.
- and 0.75% on assets \$2,000,000 and above.

The fee is billed in advance of the coming quarter. The portfolio value at the completion of the prior full billing quarter is used as the basis for the fee computation.

The minimum account size is \$500,000. Fees or account size may be negotiable under certain circumstances. Current client relationships may exist where the account size and fees are lower than the fee schedule above.

Fees for **Financial Planning Services Agreement** clients are billed quarterly or at the completion of the work.

The fee for a financial plan is predicated upon the facts known at the start of the engagement. The minimum fee is \$1,100 billed at \$275 per hour for personal financial planning; there is a 4 (four) hour minimum. Financial planning for businesses is billed at \$375 per hour with a 4 (four) hour minimum. Since financial planning is a discovery process, situations occur wherein the client is unaware of certain financial exposures or predicaments. Clients are billed at the completion of the work performed.

In the event that the client's situation is substantially different than disclosed at the initial meeting, a revised fee estimate will be provided for mutual agreement. The client must approve the change of scope in advance of the additional work being performed when a fee increase is necessary.

Alternately, CenterPoint and the client may determine that a retainer-based fee arrangement is appropriate. In such a case, the scope and nature of the engagement will be outlined in the agreement, and a fixed/flat fee will be agreed upon. In this circumstance, the fee will be billed when the work is completed.

Other Fees

Schwab may charge a transaction fee for the purchase of some funds if they are not on the One Source platform. CenterPoint does not receive any portion of these fees.

Please see information on custody and trading in the Brokerage Practices section of this document on page 19.

Expense Ratios

Mutual funds generally charge a management fee for their services. The management fee is called an expense ratio that is disclosed in the fund prospectus. For example, an expense ratio of 0.50 means that the mutual fund company charges 0.5% annually for their services. Mutual fund companies report performance after their management fees are assessed. CenterPoint does not receive any portion of these fees. Mutual fund management fees are in addition to the fees paid to CenterPoint by the client for investment supervisory services.

Past Due Accounts and Termination of Agreement

CenterPoint reserves the right to stop work on any account that is more than 30 days overdue. In addition, CenterPoint reserves the right to terminate any client relationship where, in CenterPoint's judgment, a client has willfully concealed or has refused to provide pertinent information about financial situations when necessary and appropriate. Any unused portion of fees collected in advance will be refunded within 30 days.

Performance-Based Fees and Sharing of Capital Gains

Fees are not based on a share of the capital gains or capital appreciation of managed securities.

CenterPoint does not use a performance-based fee structure because of the potential conflict of interest. Performance-based compensation may create an incentive for the adviser to recommend an investment that may carry a higher degree of risk than is appropriate for the client.

Types of Clients

Description

CenterPoint generally provides investment advice to individuals, trusts and estates. On occasion, CenterPoint may provide advice to pension and profit-sharing plans, not-for-profit and charitable organizations, corporations or business entities, or endowments. Client relationships vary in scope and length of service.

Account Minimums

Minimum account size guidelines:

When an account falls below \$300,000 in value, CenterPoint may request that the client sign a **Financial Planning Agreement** if assets have diminished significantly.

Exceptions will apply to employees of CenterPoint and their relatives, and relatives of existing clients.

Methods of Analysis, Investment Strategies, and Risk of Loss

Methods of Analysis

Security analysis methods may include:

- fundamental analysis studying the prospects for a security's performance based on industry, economic, global, and market conditions;
- charting by evaluating a security's movement against a moving average of an index or candlestick charting which notes the trading highs and lows of a security;
- cyclical analysis by determining where we are in the market or economic cycle relative to demand for the commodity, product, service, or index on which the security is based.
- and technical analysis by tracking the trend of a security's historic and immediate price.
- Important points in portfolio construction and security selection are relative to the client's time horizon and risk tolerance.

Primary sources of information used to conduct research include financial newspapers and magazines; market-related and financial professional websites; evaluations of corporate activities; whitepapers; financial, professional, and economic webinars; corporate rating services; annual reports; prospectuses; filings with the Securities and Exchange Commission; and company press releases. CenterPoint also uses industry specific publications and databases including Morningstar, Charles Schwab & Co., Inc.'s "Schwab Advisor Center," Bloomberg, MarketWatch, BlackRock, J.P. Morgan, and other trusted analysts.

Investment Strategies

The primary investment strategy used on client accounts is strategic asset allocation utilizing a core and satellite approach. This means we use actively and passively managed mutual funds and exchange-traded funds (ETF) as the core strategic investments, and then add targeted mutual funds and/or ETFs as satellite tactical investments. Portfolios are globally diversified to control the risk associated with traditional markets. The investment strategy for a specific client is based upon the objectives stated by the client during consultations. The client may change these objectives at any time. Each client executes an Investor Policy Statement (IPS) that states their objectives, income or growth goals and their desired investment strategy. During periodic reviews with clients, the adviser will recognize and document changes to the client's risk tolerance, time horizon, and cash flow needs to ensure that CenterPoint's investment recommendations are suitable. Significant changes in a client's financial situation may necessitate that the client complete a new risk tolerance questionnaire to ensure the suitability of future investments. Portfolios are reviewed, updated, and reports are provided to the client at least quarterly, or whenever meeting with a client, to confirm that investment recommendations are in line with client objectives for risk-adjusted returns.

Risk of Loss

All investment programs have certain risks that are borne by the investor. Investing in securities involves a risk of loss that clients should be prepared to bear. CenterPoint's investment approach constantly keeps the risk of loss in mind. Investors face 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, global 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.
- **Reinvestment Risk:** Future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e., interest rate). This risk primarily relates to fixed income securities.
- **Business Risk:** This risk is 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 before they can generate a profit. This type of company carries 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. Sustainable energy companies, likewise, face longer technology adoption periods and market penetration hurdles to profitability.
- **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.

Disciplinary Information

Legal and Disciplinary

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

Other Financial Industry Activities and Affiliations

Financial Industry Activities

CenterPoint is a Registered Investment Adviser firm and is not registered as a securities broker dealer. CenterPoint is not registered as a futures commission merchant, commodity pool operator, or commodity trading advisor.

Affiliations

CenterPoint has arrangements that are material to its advisory business and its clients with Charles Schwab & Co., Inc., who is a custodian of client assets for Registered Investment Advisers.

CenterPoint is not affiliated with any investment company, 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.

Code of Ethics

CenterPoint Financial complies with the Code of Ethics as defined in [V.S.R. § 7-6 - Operational Requirements for Investment Advisers; Supervisory Procedures; Brochure Delivery](#). This rule is in-line with [NASAA Model Rule](#) on Investment Adviser Representative Continuing Education (Model Rule 2002-411(h) or 1956-204(b)(6)-CE).

The employees of CenterPoint have committed to and have adopted the NAPFA Code of Ethics, which can be viewed here: [NAPFA Code of Ethics](#). CenterPoint annually adopts and certifies each employee's adherence to the code.

CenterPoint Financial follows the CFP Board "Financial Planning Engagements Compliance Checklist" that summarizes duties to clients, fiduciary duty, the information we provide clients, and practice standards. This checklist is a tool to ensure we are providing information and services to clients in accordance with the CFP Board's Code of Ethics and Standards of Conduct. The checklist may be found [here](#).

In addition, CFP® designation and the Certified Financial Planner™ are the standard requirements for the firm's advisers and require a similar code and completion of Continuing Education hours and an ethics course every two years. A copy of this Code of Ethics will be provided to any client or prospective client and can be reviewed at <http://www.cfp.net/about-cfp-board/ethics>.

V.S.R. 7-6(3) Code of Ethics

(A) An investment adviser must establish, maintain, and enforce a written code of ethics that, at a minimum,

includes:

- (i) A standard (or standards) of business conduct that the investment adviser requires of its supervised persons, which must reflect the investment adviser's fiduciary obligations and those of its supervised persons
- (ii) Provisions requiring the investment adviser's supervised persons to comply with applicable State and Federal securities laws;
- (iii) Provisions requiring all of the investment adviser's access persons to report, and the investment adviser to review, their personal securities transactions and holdings periodically;
- (iv) Provisions requiring supervised persons to report any violations of the investment adviser's code of ethics promptly to its chief compliance officer or, provided the investment adviser's chief compliance officer also receives reports of all violations, to other persons designated in the investment adviser's code of ethics; and
- (v) Provisions requiring the investment adviser to provide each of its supervised persons with a copy of the investment adviser's code of ethics and any amendments and requiring the investment adviser's supervised persons to provide it with a written acknowledgment of their receipt of the code and any amendments.

The NAPFA Code of Ethics:

Objectivity: NAPFA members strive to be as unbiased as possible in providing advice to clients and NAPFA members practice on a fee-only basis.

Confidentiality: NAPFA members shall keep all client data private unless authorization is received from the client to share it. NAPFA members shall treat all documents with care and take care when disposing of them. Relations with clients shall be kept private.

Competence: NAPFA members shall strive to maintain a high level of knowledge and ability. Members shall attain continuing education at least at the minimum level required by NAPFA. Members shall not provide advice in areas where they are not capable.

Fairness & Suitability: Dealings and recommendations with clients will always be in the client's best interests. NAPFA members put their clients first.

Integrity & Honesty: NAPFA members will endeavor to always take the high road and to be ever mindful of the potential for misunderstanding that can occur in normal human interactions. NAPFA members will be diligent to keep actions and reactions so far above board that a thinking client, or other professional, would not doubt intentions. In all actions, NAPFA members should be mindful that in addition to serving our clients, we are about the business of building a profession and our actions should reflect this.

Regulatory Compliance: NAPFA members will strive to maintain conformity with legal regulations.

Full Disclosure: NAPFA members shall fully describe methods of compensation and potential conflicts of interest to clients and also specify the total cost of investments.

Professionalism: NAPFA members shall conduct themselves in a way that would be a credit to NAPFA at all times. NAPFA membership involves integrity, honest treatment of clients, and treating people with respect.

Participation or Interest in Client Transactions

CenterPoint and its employees may buy or sell securities that are also held by clients. Employees may not trade their own securities ahead of client trades.

Personal Trading

The Chief Compliance Officer of CenterPoint is Priscilla N. Gilbert, CFP®. The personal trading of the firm's employees does not affect the markets since most employee trades are small mutual fund, exchange-traded fund, or stock or bond trades. CenterPoint has hired Tamarac Reporting, a division of Envestnet, to provide data management and reporting services as part of the contractual agreement. Tamarac reconciles all CenterPoint trades on a daily basis.

SECURE Act

On December 20, 2019, the United States Congress signed into law significant changes to retirement savings that affect individuals in or nearing retirement, new parents, small business owners and employees, and could have a major impact on estate planning. The Setting Every Community Up for Retirement Enhancement (SECURE) Act includes the following key changes:

- **New Required Minimum Distribution (RMD) Age:** The age has been raised from 70.5 to 72 by which clients must begin taking RMDs from their retirement accounts. The age increase for starting a RMD only applies to individuals who turned 70.5 after December 31, 2019, which means they were born on or after July 1, 1949. If clients turned 70.5 before this date, they would continue to take their RMD at age 70.5 and may not defer to age 72. Please note that SECURE 2.0 has further changed these ages.
- **No Age Limit on Contributions:** Clients who earn income can continue contributing to Traditional IRAs no matter their age.
- **Elimination of the Stretch IRA:** Non-spouse beneficiaries of individual retirement accounts may no longer withdraw assets of inherited accounts over their lifetimes. Now, those who inherited an IRA on or after January 1, 2020, have 10 years to withdraw the assets. Spouses and disabled beneficiaries are not subject to these new withdrawal parameters. At the time of passage and until SECURE 2.0 was passed, there was no clarification as to the timeline of taking the RMD over the 10 years. SECURE 2.0 brought clarification that the account must be withdrawn through RMDs each year beginning in year 1 of 10. Since the withdrawal requirement was not clarified until December 2022, there will be no penalty for missed withdrawals in 2020, 2021 or 2022.

CenterPoint has updated their policies and procedures to accommodate the changes to the retirement savings laws of the SECURE Act. CenterPoint monitors additional pending legislative changes that may impact its clients.

SECURE ACT 2.0

The SECURE 2.0 Act of 2022 (SECURE 2.0) was included as part of the Consolidated Appropriations Act 2023 which was passed by Congress on December 23, 2022, and signed into law by President Biden on December 29, 2022. Key provisions of the bill that affect our clients are as follows:

- **New Required Minimum Distribution Age:** The age to start taking RMDs increases to age 73 in 2023 and age 75 in 2033. This means that for individuals born before July 1, 1949, they were required to begin RMDs at age 70.5. Individuals born on or after July 1, 1949, but before January 1, 1951, must take their first RMD at age 72. Individuals born January 1, 1951, through and including December 31, 1959, will use 73 as their IRA RMD age. Individuals born on January 1, 1960, or later will not be required to take an RMD until they turn age 75. Future legislation could change this last group. All individuals have until April 1 of the year after they turn the requisite RMD age to take their first RMD, but this will entail taking two RMDs in a single year. Otherwise, the first RMD should be taken by December 31 of the year the individual hits the RMD age.
- The penalty for failing to take an RMD from an IRA will decrease to 25% of the RMD amount, from 50% currently, and 10% if corrected in a timely manner.
- Starting in 2024, RMDs will no longer be required from Roth accounts in employer-sponsored retirement plans.
- Catch-up contributions will increase in 2025 for 401(k), 403(b), governmental plans, and IRA account holders ages 60-63.
- Defined contribution retirement plans will be able to add an emergency savings account associated with a Roth account.
- **Student loan debt:** Under SECURE 2.0 employers will, beginning in 2024, have the option to match employee's student loan payments as if they were payments to a qualified plan. For example, if an employee would like to contribute \$200/month to their 401(k) but are unable to do so because they must instead make a \$200 payment for student loans, the employer may choose to match that loan payment of \$200 even though the employee did not actually contribute to the 401(k). This option helps employees save for retirement even while paying off student loans.

Department of Labor Fiduciary Rule

The Department of Labor's (DOL) Fiduciary Rule to expand the "investment advice fiduciary" definition under the Employee Retirement Income Security Act of 1974 (ERISA) and to modify the permitted and prohibited investment activities under the expanded definition, has become the most substantial and controversial rulemaking since the initial passage of ERISA. The general objective of this rule is to mandate investment advisors to act in the best interests of their clients and put their clients' interests above their own. CenterPoint advisers serve as a fiduciary to their clients in compliance with the [CFP® Standards of Conduct](#), the [NAPFA Fiduciary Oath](#), and the [Vermont Securities Regulations \(S-2016-01\) 7-6\(3\) Code of Ethics](#).

The Department of Labor's Fiduciary Rule, originally proposed in 2010, was written to mandate investment advisors to act in the best interests of their clients. This rule has faced unprecedented legal and political challenges but was finally passed in 2024 with implementation scheduled for September 23, 2024. Unfortunately, as of August 2024, the rule is once again waylaid. It is currently under a national injunction due to legal challenges, meaning its implementation is halted and its future is uncertain; several federal courts in Texas have issued stays on the rule, preventing it from taking effect on its scheduled date of September 23, 2024, as the legal battles continue. If the rule is ultimately upheld, it would significantly broaden the definition of who is considered a fiduciary when providing investment advice, requiring them to act solely in the best interest of their clients.

CenterPoint advisers have and will continue to serve as fiduciaries to our clients in compliance with the [CFP® Standards of Conduct](#), the [NAPFA Fiduciary Oath](#), and the [Vermont Securities Regulations \(S-2016-](#)

[01\) 7-6\(3\) Code of Ethics.](#) CenterPoint's priority is always to serve our clients' best interests whether in a financial planning or an investment management capacity, and when providing any kind of investment advice to clients.

Regulation Best Interest and Form CRS

Effective June 30, 2020, investment advisors and broker dealers registered with the Securities and Exchange Commission ("SEC") are required to prepare and deliver a client relationship summary ("Form CRS") that provides information about their investment-related services and fees. The SEC adopted Form CRS on June 5, 2019, along with related rules and rule amendments under the Investment Advisers Act of 1940 and the Securities Exchange Act of 1934, including Regulation Best Interest.

The disclosure requirements under Form CRS (also called Form ADV Part 3 for Investment Advisors) are in addition to existing Form ADV Part 1 and Part 2 disclosure obligations. The purpose of Form CRS is to reduce confusion for retail investors and assist them when deciding whether to:

- Establish an investment advisory relationship.
- Engage a particular firm or financial professional; or
- Terminate or switch a relationship or specific service.

Under this new SEC rule package, CenterPoint filed Form CRS by June 30, 2020, via the Investment Adviser Registration Depository ("IARD") system, and will deliver Form CRS to clients upon the occurrence of any of the following:

- Any time the firm opens a new account that is different from the client's existing account(s);
- When the firm recommends that the client roll over assets from a retirement account, including a 401(k) plan, into a new or existing account or investment;
- When the firm recommends or provides a new investment advisory service or investment that does not necessarily involve the opening of a new account and would not be held in an existing account;
- Within 30 days of a client's request to receive Form CRS; or
- Within 60 days of making a material amendment to Form CRS.

As the SEC may offer additional insight on its application of Form CRS, CenterPoint will follow SEC and industry publications for further guidance. In addition, CenterPoint will refer to the [SEC's Frequently Asked Questions on Form CRS](#), as updates are released.

SEC Books and Records Rule

The Securities and Exchange Commission (SEC) amended Rule 17a-4 on October 12, 2022, to modify the requirement regarding the maintenance and preservation of electronic records, the use of third-party recordkeeping services to hold records, and the prompt production of records. The effective date and compliance date for the amendment were January 3, 2023, and May 3, 2023, respectively.

CenterPoint Financial, Inc. uses electronic recordkeeping systems to maintain and preserve required records. These recordkeeping systems are through third-party technology systems that are in compliance with the new Exchange Act Rule 17a-4 amendments. Client correspondence and client documents are stored in Salesforce.com, Inc.'s Customer Relationship Management service (CRM), which is a secure cloud-based system, as well as in the integrated document storage locker, NetDocuments®. CenterPoint also uses SharePoint® through Microsoft 365® which is an encrypted data storage system designed following the [Microsoft Security Development Lifecycle](#). CenterPoint Financial, Inc. takes its responsibility for client data and client communications seriously and makes every effort to ensure that client data and records are securely recorded. CenterPoint Financial's recordkeeping is in compliance

with the SEC’s amended Rule 17a-4.

For more details on the revised SEC rule please see [this guidance from FINRA](#).

Off-channel Communications

Off-channel communications have become a significant concern in the securities advisory industry. Rapidly evolving communication technologies used by the financial services industry present compliance concerns regarding proper recordkeeping protocols. CenterPoint Financial is in compliance with Rule 204-2 of the Investment Advisers Act of 1940, as amended (the “Advisers” Act), in its practice to make and maintain records of all business communications of the adviser and its personnel.

CenterPoint Financial is also in compliance with Rule 206(4)-7 of the Advisers Act, such that advisory firms are required to establish reasonably designed policies and procedures to prevent violations of federal securities laws. These policies and procedures include protocols and restrictions for off-channel communications.

Though these rules do not specifically define in-channel versus off-channel communications, it seems clear that in-channel communications refer to written and in person communications while off-channel communications refer to electronic business communications occurring using non-firm devices or channels. All CenterPoint personnel restrict their business communications to in-channel methods using firm owned, operated, and monitored devices.

SEC Marketing Rule

On December 22, 2020 the U.S. Security and Exchange Commission (“SEC”) adopted amendments to Rule 206(4)-1 under the Investment Advisers Act of 1940 modernizing investment advisor advertising and solicitation practices in the first substantive amendments to Rule 206(4)-1 (the “Advertising Rule”) and Rule 206(4)-3 (the “Solicitation Rule”) since their adoption in 1961 and 1979 respectively. Amended Rule 206(4)-1 (the “Marketing Rule”) replaces the existing Advertising and Solicitation Rules with a single rule designed to address evolving marketing practices in light of advancements in technology and changes within the asset management industry. The new principles-based standards and updated framework require investment advisers to rethink their approach to marketing, particularly with respect to social media. The new Marketing Rule became effective on May 4, 2021, and all investment advisers registered, or required to be registered, with the SEC must be in compliance with the Rule by November 4, 2022. Details of the Rule can be found at [sec.gov](#).

CenterPoint Financial, Inc. is registered with the State of Vermont Department of Financial Regulation–Securities Division, not the SEC, but maintains compliance with SEC regulations where explicit direction from the Vermont Department of Financial Regulation–Securities Division does not indicate otherwise. CenterPoint Financial, Inc. is in compliance with the new SEC Marketing Rule (Rule 206(4)-1).

Brokerage Practices

Selecting Brokerage Firms

CenterPoint does not have any affiliation with product sales firms. Specific custodian recommendations are made to clients based on their need for such services. CenterPoint recommends a custodian based on the proven integrity and financial responsibility of the firm and the best execution of orders at reasonable transaction costs.

CenterPoint, in most instances, recommends Charles Schwab & Co., Inc. (Schwab), a registered broker-dealer, member SIPC, as the qualified custodian. We are independently owned and operated and are not affiliated with Schwab. Schwab will hold client assets in a brokerage account and will buy and sell securities when clients or the Adviser instructs them to. While CenterPoint recommends that clients use Schwab as custodian, clients will decide whether to do so and will open accounts with Schwab by entering into an account agreement directly with Schwab. CenterPoint does not open accounts for clients but does assist with the administrative elements. CenterPoint does not receive fees or commissions from these custody arrangements. However, CenterPoint does receive research, technology, and services at no cost from Schwab as its custodian. CenterPoint does not consider this to be an incentive to recommend the custodian even though these arrangements do provide a benefit to the firm and its clients. From time to time a client may execute their own trades in a particular security. This activity is referred to as direct brokerage. In this circumstance, the client might not obtain the security at the same low-cost structure as the adviser.

Best Execution

CenterPoint reviews trades submitted through Schwab as executed. Transaction fees charged by Schwab are also reviewed by CenterPoint on an as-executed basis through the Schwab Advisor Center trading platform. CenterPoint does not receive any portion of transaction fees.

Schwab seeks out industry-leading execution services and access to the best performing markets. Schwab routes orders for execution to unaffiliated broker-dealers, who may act as market maker or manage execution of the orders in other market venues, and also routes orders directly to major exchanges. Schwab considers a number of factors in evaluating execution quality among markets and firms, including execution price and opportunities for price improvement, market depth and order size, the trading characteristics of the security, speed and accuracy of executions, the availability of efficient and reliable order handling systems, liquidity and automatic execution guarantees, the likelihood of execution when limit orders become marketable, and service levels and the cost of executing orders at a particular market or firm. Price improvement occurs when an order is executed at a price more favorable than the displayed national best bid or offer. Schwab regularly monitors the execution quality obtained to ensure orders are routed to market venues that have provided high-quality executions over time.

Soft Dollars

CenterPoint is granted access to the Schwab Advisor Center to assist in the management of client assets custodied at Schwab. All custodial clients benefit from this service as it reduces the firm's overall expenses and increases efficiency, accuracy, and client protection.

CenterPoint receives securities research, other market data, research, software, and other technology from Schwab. Products and services may also include practice management aids and discounts from vendors. The selection of Schwab as a custodian was and is not, and has never been, due to this nominal credit. CenterPoint does not compensate Schwab for these resources.

Clients who do not use the custodial services of Schwab but instead hire CenterPoint as an hourly or retainer-based adviser will benefit from CenterPoint's access to research and practice management tools that are accessible from Charles Schwab & Co., Inc. as the firm's custodian. These benefits are included in the hourly or retainer-based fee.

Order Aggregation

Most trades are in mutual funds and exchange-traded funds where trade aggregation does not garner any client benefit. In most instances, when trades are not aggregated, they may cost slightly more.

Review of Accounts

Periodic Reviews

Portfolio reviews are performed at least quarterly and on an as needed basis by Priscilla N. Gilbert, CFP®, President and Chief Compliance Officer. Reviews are performed more frequently when market conditions or client situations dictate. At the start of each client relationship, all clients will complete an Investor Profile Statement (IPS) to assess and document the client's risk tolerance, time horizon, investment experience, tax profile, cash flow needs, liability exposure, financial position, and short and long-term goals. Portfolio reviews will ensure investment alignment with a client's goals and risk tolerance.

Review Triggers

Other conditions that may trigger a review are changes in the tax laws, new economic or investment information, and changes in a client's own situation.

Regular Reports

Account reviewers are members of the firm's Investment Committee. They are instructed to consider the client's current security positions and the likelihood that the performance of each security will contribute to, or detract from, the investment objectives and risk tolerance of the client.

Clients under an **Investment Supervisory Services Agreement** receive periodic written updates. These updates may include a net worth statement, portfolio performance report, portfolio appraisal, realized gain and loss report, and a summary of objectives and progress towards meeting those objectives. These clients also receive performance reports on a quarterly basis.

Clients under a **Financial Planning Services Agreement** receive periodic progress reports until the engagement is completed; thereafter they do not receive reports.

Client Referrals and Other Compensation

Incoming Referrals

CenterPoint receives many client referrals. Referrals come from existing clients, estate planning attorneys, accountants, other professional relationships, friends, and other similar sources. The firm does not compensate referring parties for these referrals. CenterPoint receives no economic benefit from a third party for providing investment advice to clients. Fees from existing clients under an Agreement are CenterPoint's only source of income.

Referrals Out

CenterPoint does not accept referral fees or any form of remuneration from other professionals when a prospect or client is referred to them.

Custody

Account Statements

Assets are held by the qualified custodian, Charles Schwab & Co., Inc., and the custodian provides account statements directly to clients at their address of record at least quarterly. All client assets are deposited directly into their account at the custodian. There is no commingling of CenterPoint assets and client assets. All checks to be deposited to a client's account are written to: Charles Schwab & Co., Inc., or the client's own name, and are electronically deposited or mailed to Charles Schwab & Co., Inc. by first class mail within one business day of being received by the adviser. Clients should review account statements received from the custodian.

Fund Transfers

CenterPoint does not maintain custody of any client assets. Clients may grant CenterPoint authority to transfer funds on their behalf. Specific client authorization will be required if the transfer request is to an outside account that is not identically registered as the sending account. CenterPoint will not retain this authority beyond the client's instructions.

Performance Reports

Clients are sent quarterly performance reports directly from CenterPoint. These reports are sent to clients through secure email unless the client requests paper delivery via mail. Reports will never be sent via regular email. Clients are urged to compare the account statements received directly from Schwab to the performance report statements provided by CenterPoint.

Net Worth Statements

CenterPoint may provide clients with net worth statements and graphs. Net worth statements contain approximations of bank account balances provided by the client, as well as the value of land and hard-to-price real estate. Net worth statements are used for long-term financial planning where the exact values of assets are not material to the financial planning tasks.

Investment Discretion

Discretionary Authority for Trading

CenterPoint accepts discretionary trading authority to manage investment accounts on behalf of clients. CenterPoint is granted discretionary trading authority when the client approves their IPS and signs the Investment Supervisory Services Agreement. In coordination with the client, CenterPoint develops the general plan for the asset classes, types, allocation, and the general amount of securities to be invested. CenterPoint will then independently determine the specific securities to be bought and/or sold, as well as the quantity of shares bought and/or sold, and the time at which trades are placed. Discretionary trading authority facilitates placing trades in accounts on a client's behalf to allow for prompt implementation, adjustment, and rebalancing in client portfolios.

Limited Power of Attorney

Clients engaged with CenterPoint for supervisory or financial planning services will sign a limited power of attorney document to grant discretionary trading authorization to CenterPoint.

Voting Client Proxies

Proxy Votes

CenterPoint does not vote proxies on securities. Clients are expected to vote their own proxies. If a client requests guidance from CenterPoint on voting their proxy or proxies, then CenterPoint will provide assistance to that client. If a conflict of interest exists, it will be disclosed to the client.

Financial Information

Requirements for State Registered Advisers

Management Persons

CenterPoint is owned and managed by Priscilla N. Gilbert, CFP®. Education and business background of management and all firm personnel are detailed in the Brochure Supplement – Part 2B of Form ADV.

Outside Activities

CenterPoint is not affiliated with any investment company, 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.

Neither CenterPoint's officer, management persons, nor employees have any relationship or arrangement with any issuer of securities.

Business Continuity Plan

General

CenterPoint has a Business Continuity Plan in place that provides detailed steps to mitigate and recover from the loss of office space, communications, services, and key people.

Disasters

The Business Continuity Plan covers natural disasters such as snowstorms, hurricanes, tornadoes, and flooding. The Plan covers man-made disasters such as loss of electrical power, loss of water pressure, fire, bomb threat, nuclear emergency, chemical event, biological event, T-1 communications line outage, Internet outage, railway accident, and aircraft accident. Electronic files are backed up daily and archived offsite.

Alternate Offices

Alternate offices are identified to support ongoing operations in the event the principal office is

unavailable. It is our intention to contact all clients within five days of a disaster that dictates moving our office to an alternate location.

Loss of Key Personnel

CenterPoint has an agreement with Joyce Smith Cole, CFP® to assume control of CenterPoint in the event of Priscilla N. Gilbert, CFP®'s serious disability or death until a suitable replacement can be found, or until the business is sold. CenterPoint maintains a disability policy for the business and its personnel to ensure that existing and supplemental staffing needs can be maintained after the loss of key personnel.

Information Security

CenterPoint maintains a vigorous information security program and cybersecurity policy and procedures to reduce the risk of clients' personal and confidential information being breached. With the field of cybersecurity and technology quickly evolving, CenterPoint's policies and procedures include staying informed of changing regulations and new technology offerings to provide the most secure digital and cyberspace environment for its clients and the firm.

Secure data encryption techniques, a firewall barrier, and authentication procedures are employed in CenterPoint's computer environment. Secure strategies are also employed for cloud-based data storage. CenterPoint utilizes services and technology from specific vendors as detailed in this document in order to maintain a secure environment.

- Dashlane® is a company that provides a web-based password manager and secure digital wallet. CenterPoint uses Dashlane's password management feature to create and manage secure and complex passwords. CenterPoint reviews these passwords on a regular basis in accordance with the recommendations of the product.
- ProofPoint® is an enterprise security company that provides an email encryption service. CenterPoint uses this service to send encrypted email to clients to protect their confidential information. Each client creates and maintains their own password to access encrypted email from CenterPoint. CenterPoint does not have knowledge of, or keep records of, these passwords.
- NetDocuments® is a cloud-based documents service provider. CenterPoint uses the NetDocuments CollabSpaces feature to allow CenterPoint and clients to share confidential documents. Clients can upload documents using a secure link to the NetDocuments CollabSpace. Each client creates and maintains their own password to access the portal. CenterPoint does not have knowledge of or keep records of these passwords.

Regulation S-P

To keep pace with changing technology and vulnerabilities in data security, the SEC finalized amendments to Regulation S-P on May 16, 2024. These amendments are intended to enhance how the financial services industry protects client data and ensures that clients are promptly informed when data breaches occur. The new requirements must be implemented by large firms (\$1.5 billion and over in Assets Under Management) by December 3, 2025, and by small firms (under \$1.5 billion in Assets Under Management) by June 3, 2026. CenterPoint has implemented many of the new requirements and is continuing to revise its systems to ensure full compliance by June 3, 2025.

The key action items for covered firms to implement in meeting the SEC's increased expectations are as follows:

- Establish an incident response program: The program must be able to detect, contain, respond to, and recover from the unauthorized use of, or access to, sensitive customer data.
- Test and review the incident response program: Firms should conduct simulations of potential data incidents to identify any weaknesses in their program.
- Adopt or update incident notification plans: Under the amended rules, firms are now required to notify customers of incidents that exposed, or reasonably likely exposed, sensitive customer information to unauthorized use or access. Customers must be notified as soon as possible but not later than 30 days after an incident. Service providers must notify a covered entity as soon as possible, but no later than 72 hours, after a data breach incident occurs with any customer information not just that of the covered entity.
- Ensure service providers can meet the requirements of Regulation S-P: The SEC expects firms to take an active role in ensuring that their service providers protect the customer data that financial service firms entrust to them. Firms should perform proper due diligence on their service providers to ensure they can and will comply with Regulation S-P's requirements.
- Make and keep compliance records: The amendments require covered entities to maintain detailed records of their compliance efforts. They will also need to document all incident response activities related to incidents covered under Regulation S-P, as well as records of customer notifications that have taken place.

Clients may request a copy of the CenterPoint Financial, Inc. Policies and Procedures Manual for more information.

CenterPoint does not provide clients' personal information to mailing list vendors or solicitors. CenterPoint requires strict confidentiality in its agreements with unaffiliated third parties that require access to clients' personal information, including financial service companies, consultants, and auditors. Federal and state securities regulators may review CenterPoint's records and clients' personal information as permitted by law.

Personally identifiable information about a client will be maintained while engaged in a client relationship, and for the required period thereafter that records are required to be maintained by federal and state securities laws. After that time, information may be destroyed.

CenterPoint will notify clients in advance if our privacy policy is expected to change. We are required by law to deliver this Privacy Notice to clients annually, in writing.

Privacy Notice to Clients

CenterPoint is committed to maintaining the confidentiality, integrity and security of the personal information that is entrusted to us.

The categories of nonpublic information that we collect from a client may include information about personal finances, information about health to the extent that it is needed for the financial planning process, information about transactions between the client and third parties, and information from consumer reporting agencies, e.g., credit reports. We use this information to help you meet your personal financial goals.

With your written permission, we disclose limited information to clients' attorneys, accountants, and mortgage lenders with whom you have established a relationship. You may opt out from our sharing information with these nonaffiliated third parties by notifying us at any time by:

Telephone: (802) 225-1314

USPS mail and ground carrier: CenterPoint Financial, Inc., 30 Center Road, Montpelier, VT 05602

Fax: (802) 225-8912

Email: pgilbert@centerpoint-financial.com

Or, in person.

With your permission, we share a limited amount of information about you with our custodian or your own brokerage firm in order to execute securities transactions on your behalf.

We maintain a secure office to ensure that your information is not placed at unreasonable risk. We employ a firewall barrier, secure data encryption techniques and authentication procedures in our computer environment.

We do not provide your personal information to mailing list vendors or solicitors. We require strict confidentiality in our agreements with unaffiliated third parties that require access to your personal information, including financial service companies, consultants, and auditors. Federal and state securities regulators may review our company records and your personal records as permitted by law.

Personally identifiable information about a client will be maintained while engaged in a client relationship, and for the required period thereafter that records are required to be maintained by federal and state securities laws. After that time, information may be destroyed.

We will notify clients in advance if our privacy policy is expected to change. We are required by law to deliver this Privacy Notice to you annually, in writing.

Privacy Policies and Procedures

Introduction

CenterPoint is an investment adviser registered with the State of Vermont Department of Financial Regulation Securities Division under the Vermont Uniform Securities Act (the "Act") effective July 1, 2006. CenterPoint has adopted the following policies and procedures in order to comply with the Act's Regulation S-2000-1 Privacy of Consumer Financial and Health Information rule.

Privacy of Consumer Financial and Health Information rule (as detailed in Exhibit 5.1 to Order 06- 433 of the Vermont Uniform Securities Act (Regulation S-2000-1)) requires CenterPoint to:

1. Provide notice to individuals about its privacy policies and practices on an annual basis;
2. Describe the conditions under which the investment adviser may disclose nonpublic personal information about individuals to nonaffiliated third parties;
3. Provide a method for clients to prevent disclosure of their non-public personal information to nonaffiliated third parties except as required by law of the federal Fair Credit Reporting Act and Vermont Fair Credit Reporting Act; and

4. Establish procedures to ensure the protection of clients' nonpublic personal information.

Individuals to Whom Privacy Policies Apply

CenterPoint's privacy policies apply to any individual (natural person) from whom the adviser obtains nonpublic personal information in connection with the individual receiving a financial product or service. This individual is referred to as a "consumer" under Regulation S-2000-1. Any individual who has received any advisory services from the investment adviser is a consumer for purposes of Regulation S-2000-1. Any individual who has applied for advisory services and, in the process, provided nonpublic personal information to CenterPoint would also be considered a consumer under Regulation S-2000-1. A "consumer" who establishes an ongoing client relationship with CenterPoint is termed a "customer" under Regulation S-2000-1 and is entitled to full privacy protection under the rule.

CenterPoint Financial, Inc. Notice of Privacy Policy

1. What is the purpose of this Notice of Privacy Policy?

CenterPoint Financial, Inc. is an investment adviser registered with the State of Vermont Department of Financial Regulation Securities Division. CenterPoint Financial, Inc. is providing this Notice of Privacy Policy to comply with the Vermont Uniform Securities Act (Regulation S-2000-1). More specifically, we want you to know what type of information we collect about you and how we use that information.

2. What information do we collect about you?

We collect the following types of nonpublic personal information about you: 1) Information we receive from you on your application for advisory services and related forms; and 2) Information about your advisory services and transactions with us, and our affiliates and third parties not affiliated with us, but that are used by us to provide our advisory services to you.

3. To whom do we disclose your nonpublic personal information?

We only disclose your nonpublic personal information to the following persons:

1) The companies you authorize us to use to provide advisory services to you, for example, the custodian for your account; and 2) the companies we use to carry out the services you authorize us to provide, for example, your accountants, your lawyers, etc.

What information do we disclose about you to these parties?

We may disclose the following kinds of nonpublic personal information about you: information we receive on your application for services or client questionnaire, such as, your name, social security number, assets, income, and information about the transactions in your account.

4. How do we safeguard your nonpublic personal information?

We restrict access to nonpublic personal information about you to only those employees and service providers (like custodians) who need to know that information in order for us to carry out the advisory services that you have asked us to provide. We maintain physical, electronic, and procedural safeguards that comply with federal standards to guard your nonpublic personal information.

5. If I have questions about this Notice of Privacy Policy, to whom do I direct my questions?

Questions about CenterPoint Financial, Inc.'s Notice of Privacy Policy should be directed Priscilla N. Gilbert, CFP® who can be reached at: (802) 225-1314 or pgilbert@centerpoint-financial.com.

Explanation of Terms:

- **Nonaffiliated third party:** any entity that is not an affiliate of or related by common ownership or affiliated by corporate control with, the financial institution, but does not include a joint employee of such institution.
- **Nonpublic Personal Information includes:** Any personally identifiable financial information provided by a consumer to a financial institution; resulting from any transaction with the consumer or any service performed for the consumer; or otherwise obtained by the financial institution.

For example, any list, description, or other grouping of consumers (and publicly available information pertaining to them) that is derived using any personally identifiable financial information that is not publicly available information – e.g., a list of persons (and their publicly listed telephone numbers) who have disclosed income or investment information.

Brochure Available

This brochure supplement provides information about the investment adviser representatives of CenterPoint that supplements the CenterPoint brochure.

Clients should have received a copy of the brochure. Please contact Priscilla N. Gilbert, CFP®, President, (802) 225-1314 if you did not receive CenterPoint's brochure or if you have any questions about the contents of this supplement.

Additional information about the investment adviser representatives is available on the SEC website at www.adviserinfo.sec.gov.

Part 2B of Form ADV: *Brochure Supplement*

Owner and Investment Adviser Representative Professional Background

Priscilla N. Gilbert, CFP[®], President, Investment Adviser Representative

CenterPoint Financial, Inc., 30 Center Road, Montpelier, VT 05602

Date of Birth: August 21, 1976

Educational Background:

- Boston College, B.S. Sociology; Faith, Peace and Justice, 1999
- College for Financial Planning, Certified Financial Planner Certification Professional Education Program, 2010-2013

Business Experience:

- CenterPoint Financial, Inc., President and Investment Adviser Representative – Montpelier, VT (2014 -Present)
- College for Financial Planning, Candidate for Certified Financial Planner™. Completed five required course units and completion exams. Passed comprehensive qualifying exam to obtain the industry designation. (2010-2014)
- J. Cole Financial Advisers, Inc., Investment Adviser Representative – Gansevoort, NY (2010-2014)
- Norwich University, Assistant Vice President for Development – Northfield, VT (2009-2010)
- Norwich University, Director of Planned Giving – Northfield, VT (2002-2009)
- Merrill Lynch, Pierce, Fenner & Smith, Inc., Financial Advisor – Seattle, WA (2000-2001)
- Scandia Jewelers, Customer Service and Bookkeeping – Seattle, WA (1999-2000)

Professional memberships:

- National Association of Personal Financial Advisors (NAPFA) Please see NAPFA Code of Ethics on page 15 and NAPFA membership requirements on page 30.

Professional Designations:

- Certified Financial Planner™ – Please see CFP[®] definitions on page 30.

Disciplinary Information: None

- Other Business Activities: None
- Additional Compensation: None
- Bankruptcy Petition: None

Patricia Valentine, FPQP™, Client Associate

Educational Background:

- Boston College, B.A., English, 1990
- University of Connecticut, M.A., English Literature, 1992
- College for Financial Planning, Financial Paraplanner Qualified Professional, 2018

Business Experience:

- CenterPoint Financial, Inc., Client Associate – Montpelier, VT (2014 - Present)
- Onion River Sports, Bookkeeping Assistant – Montpelier, VT (2009 – 2017)
- Everybody Wins! Vermont, Program Coordinator – Montpelier, VT (2006 – 2014)
- New England Culinary Institute, Admissions Representative and Financial Planner – Montpelier, VT (1995 – 2004)

Joyce Smith Cole, CFP Board Emeritus® Adviser Emeritus (Retired)

CenterPoint Financial, Inc., 70 Thomas Road, Gansevoort, NY 12831, (518) 524-4046

Date of Birth: November 27, 1944

Educational Background:

- Michigan State University, B.S. Marketing and Human Ecology, 1966
- University of Connecticut, M.B.A. Marketing and Finance, 1978 partial MBA
- College for Financial Planning, CFP® Designation, 1995
- School of Theology at The University of the South in Sewanee, Education for Ministry (EfM) Diploma, 2006-2010

Business Experience:

- CenterPoint Financial, Inc., Investment Adviser Representative – Montpelier, VT (2015 – 2020)
- J. Cole Financial Advisers, Inc., President/Owner – Philadelphia, PA and Gansevoort, NY (1996-2014)
- Lincoln Benefits Group, Sr. Benefits Consultant – Philadelphia, PA (1990-1996)
- Lincoln Investment Planning, Inc., Securities Broker and Insurance Agent – Philadelphia, PA (1989-1996)
- Helmsley-Greenfield and Company Real Estate, Realtor - Philadelphia, PA (1985-1989)
- Market research, marketing consultant, retail, business evaluation and brokerage, and child rearing (1968-1985)

Professional Designations:

- CFP Board Emeritus® – Please see CFP® definitions on page 28.

Professional memberships:

- National Association of Personal Financial Advisors (NAPFA) (1996-2017)
- Financial Planning Association of Northeastern New York (FPANENY)

Disciplinary Information: None

- Other Business Activities: None
- Additional Compensation: None
- Bankruptcy Petition: None

Education and Business Standards

CenterPoint has adopted the following Education and Business Standards:

CenterPoint requires that advisers in its employ have a bachelor's degree and further coursework demonstrating knowledge of financial planning, tax and estate planning. Examples of acceptable coursework include: an MBA, CFP[®], CFA, ChFC, JD, CTFA, EA or CPA. Additionally, advisers must have work experience that demonstrates their aptitude for financial planning and investment management.

Definitions of Advisor Professional Certifications

Advisers have earned certifications and credentials that are required to be explained in further detail.

Certified Financial Planner™ (CFP[®])

Certified Financial Planners are licensed by the CFP Board to use the CFP[®] mark. CFP[®] certification requirements:

- Bachelor's degree from an accredited college or university.
- Completion of the financial planning education requirements set by the CFP Board (www.CFP.net).
- Successful completion of the CFP[®] Certification Exam.
- Three-year qualifying full-time work experience, 6000 hours of professional experience or 4000 hours of apprenticeship experience that meets additional requirements
- Complete the Ethics Declaration and pass the CFP Board background check.
- Annually renew adoption of practice standards and every two years complete an ethics certifying course.

CFP Board Emeritus[®]

The CFP Board Emeritus[®] membership program is designed to recognize the long-standing service of individuals who are no longer practicing financial planning and want to stay affiliated with the CFP[®] professional community. Membership requires having held CFP[®] certification for 25 years or more and no public disciplinary actions. Learn more [here](#).

Financial Paraplanner Qualified Professional™ or FPQP™

Individuals who hold the FPQP™ designation have completed a course of study encompassing the financial planning process, the five disciplines of financial planning and general financial planning concepts, terminology and product categories. Additionally, individuals have passed an end-of-course examination that tests their ability to synthesize complex concepts and apply theoretical concepts to real-life situations.

All designees must agree to adhere to [Standards of Professional Conduct](#) and are subject to a disciplinary process. Designees renew their designation every two years by completing 16 hours of continuing education, reaffirming adherence to the Standards of Professional Conduct and complying with self-disclosure requirements.

National Association of Personal Financial Advisers (NAPFA)

NAPFA members live by three important values:

- To be the beacon for independent, objective financial advice for individuals and families.
- To be the champion of financial services delivered in the public interest.
- To be the standard bearer for the emerging profession of financial planning.

Standards of Membership and Affiliation

Visit [NAPFA's Standards for Membership and Affiliation](#) for details.

NAPFA's definition of a Fee-Only financial planner

- Prohibition of certain ownership interests and employment relationships
- Compliance with NAPFA standards and industry regulations
- Prompt notification of certain disciplinary and legal events.

Supervision

Priscilla N. Gilbert, CFP® supervises all activities, securities and portfolio transactions through our client relationship management system.

Arbitration Claims: None

Self-Regulatory Organization or Administrative Proceeding: None

Bankruptcy Petition: None

Schwab Advisor Services, a division of Charles Schwab & Co., Inc., monitors and reviews all accounts and transactions. Tamarac Reporting®, a division of Envestnet, monitors all account trades, performance reporting, and billing preparation.

Supervisor's Contact Information: Priscilla N. Gilbert, CFP®, (802) 225-1314,
pgilbert@centerpoint-financial.com

CenterPoint Financial, Inc. is registered with the State of Vermont Department of Financial Regulation Securities Division (Division). The Division maintains an ongoing effort to enforce the Vermont Uniform Securities Act. In furtherance of this effort, the Division conducts a written examination of Investment Advisors annually. Investment Advisors are also periodically subject to an on-site examination process. This process includes review of trading ledgers, recordkeeping system, client agreements, client communications, policies and procedures, including cybersecurity policy. CenterPoint completed the Division's on-site examination process in 2020.