

FORM ADV PART 2A

DISCLOSURE BROCHURE

**Fiduciary Trust Private Wealth Counsel
LLC**

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This brochure provides information about the qualifications and business practices of Fiduciary Trust Private Wealth Counsel LLC. Being registered as an investment adviser 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 417-942-2920. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission, or by any state securities authority.

**ADDITIONAL INFORMATION ABOUT FIDUCIARY TRUST PRIVATE
WEALTH COUNSEL LLC (CRD #318579) IS AVAILABLE ON THE SEC'S
WEBSITE AT WWW.ADVISERINFO.SEC.GOV**

Item 2: Material Changes

Annual Update

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

Material Changes since the Last Update

The material changes in this brochure from the last annual updating amendment of Fiduciary Trust Private Wealth Counsel, LLC was on 02/09/2024 are described below. Material changes relate to Fiduciary Trust Private Wealth Counsel, LLC's policies, practices or conflicts of interests only.

- The firm has updated Item 10 to disclose Mr. Christopher Bryan Halford's additional outside business activities.
 - The firm has updated its Primary Office Address. (Cover Page)
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Full Brochure Available

This Firm Brochure being delivered is the complete brochure for the Firm.

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Item 4: Advisory Business

Firm Description

Fiduciary Trust Private Wealth Counsel LLC (“FTPWC”) was founded in 2021 and became registered as an investment advisor in 2022. Brent Weisenborn is 100% owner and Chief Compliance Officer.

Types of Advisory Services

ASSET MANAGEMENT

FTPWC offers discretionary asset management services to advisory Clients. FTPWC will offer Clients ongoing asset management services through determining individual investment goals, time horizons, objectives, and risk tolerance. Investment strategies, investment selection, asset allocation, portfolio monitoring and the overall investment program will be based on the above factors. The Client will authorize FTPWC discretionary authority to execute selected investment program transactions as stated within the Investment Advisory Agreement.

FINANCIAL PLANNING

Financial planning services are available for any applicable topics that the Client would like reviewed. Typical topics reviewed may include but are not limited to: financial goals, personal financial consulting, investment analysis, retirement strategy, cash flow analysis, risk management, long-term investment and estate preservation. If a conflict of interest exists between the interests of FTPWC and the interests of the Client, the Client is under no obligation to act upon any recommendation. Implementation of any recommendations will be at the discretion of the Client. If the Client elects to act on any of the recommendations, the Client is under no obligation to affect the transaction through FTPWC. Financial plans will be completed and delivered inside of thirty (30) days contingent upon timely delivery of all required documentation.

WEALTH ADVISORS’ COORDINATION SERVICE

FTPWC will serve as the constant single point of contact to coordinate all of the Client's wealth advisors such as:

- Tax advisor
- Trust and Estate attorney
- Trust Administrators
- Aircraft Finance provider
- Aircraft management company

ERISA PLAN SERVICES

FTPWC provides service to qualified retirement plans including 401(k) plans, 403(b) plans, pension and profit-sharing plans, cash balance plans, and deferred compensation plans. FTPWC will act as a 3(21) advisor.

Limited Scope ERISA 3(21) Fiduciary. FTPWC may serve as a limited scope ERISA 3(21) fiduciary that can advise, help and assist plan sponsors with their investment decisions. As an investment advisor FTPWC has a fiduciary duty to act in the best interest of the Client.

The plan sponsor is still ultimately responsible for the decisions made in their plan, though using FTPWC can help the plan sponsor delegate liability by following a diligent process.

1. Fiduciary Services are:

- Provide investment advice to the Client about asset classes and investment alternatives available for the Plan in accordance with the Plan's investment policies and objectives. Client will make the final decision regarding the initial selection, retention, removal and addition of investment options. FTPWC acknowledges that it is a fiduciary as defined in ERISA section 3 (21) (A) (ii).
- Assist the Client in the development of an investment policy statement ("IPS"). The IPS establishes the investment policies and objectives for the Plan. Client shall have the ultimate responsibility and authority to establish such policies and objectives and to adopt and amend the IPS.
- Provide investment advice to the Plan Sponsor with respect to the selection of a qualified default investment alternative for participants who are automatically enrolled in the Plan or who have otherwise failed to make investment elections. The Client retains the sole responsibility to provide all notices to the Plan participants required under ERISA Section 404(c) (5) and 404(a)-5.
- Assist in monitoring investment options by preparing periodic investment reports that document investment performance, consistency of fund management and conformance to the guidelines set forth in the IPS and make recommendations to maintain, remove or replace investment options.
- Meet with Client on a periodic basis to discuss the reports and the investment recommendations.

2. Non-fiduciary Services are:

- Assist in the education of Plan participants about general investment information and the investment alternatives available to them under the Plan. Client understands FTPWC's assistance in education of the Plan participants shall be consistent with and within the scope of the Department of Labor's definition of investment education (Department of Labor Interpretive Bulletin 96-1). As such, FTPWC is not providing fiduciary advice as defined by ERISA 3(21)(A)(ii) to the Plan participants. FTPWC will not provide investment advice concerning the prudence of any investment option or combination of investment options for a particular participant or beneficiary under the Plan.
- Assist in the group enrollment meetings designed to increase retirement plan participation among the employees and investment and financial understanding by the employees.

FTPWC may provide these services or, alternatively, may arrange for the Plan's other providers to offer these services, as agreed upon between FTPWC and Client.

3. FTPWC has no responsibility to provide services related to the following types of assets ("Excluded Assets"):

- Employer securities;
- Real estate (except for real estate funds or publicly traded REITs);
- Stock brokerage accounts or mutual fund windows;
- Participant loans;
- Non-publicly traded partnership interests;
- Other non-publicly traded securities or property (other than collective trusts and similar vehicles); or
- Other hard-to-value or illiquid securities or property.

Excluded Assets will **not** be included in calculation of Fees paid to FTPWC on the ERISA Agreement. Specific services will be outlined in detail to each plan in the 408(b)2 disclosure.

Client Tailored Services and Client Imposed Restrictions

The goals and objectives for each Client are documented in our client files. Investment strategies are created that reflect the stated goals and objectives. Clients may impose restrictions on investing in certain securities or types of securities. Agreements may not be assigned without written Client consent.

Wrap Fee Programs

FTPWC does not sponsor any wrap fee programs.

Client Assets under Management

As of December 2024, FTPWC had \$17,530,000 in discretionary assets under management, and \$0.00 in non-discretionary assets under management.

Item 5: Fees and Compensation

Method of Compensation and Fee Schedule

ASSET MANAGEMENT

FTPWC offers discretionary direct asset management services to advisory Clients for an annual fee not to exceed 1.00% of managed assets. The annual fee is negotiable.

Assets Under Management	Annual Fee	Quarterly Fee
All assets	1.00%	0.25%

Fees are billed quarterly in arrears based on the amount of assets managed as of the close of business on the last business day of the previous quarter. Lower fees for comparable services may be available from other sources. Clients may terminate their account within five (5) business days of signing the Investment Advisory Agreement with no obligation and without penalty. After the initial five (5) business days, the agreement may be terminated by FTPWC with thirty (30) days written notice to Client and by the Client at any time with written notice to FTPWC. For accounts opened or closed mid-billing period, fees will be prorated based on the day's services are provided during the given period. All unpaid earned fees will be due to FTPWC. Client shall be given thirty (30) days prior written notice of any increase in fees. Any increase in fees will be acknowledged in writing by both parties before any increase in said fees occurs.

In computing the market value of any investment of the Account, each security listed on any national securities exchange or otherwise subject to current last-sale reporting shall be valued at the last sale price on the valuation date. FTPWC itself, does not price any investment or security for which it charges a management fee or that is included in the portfolio return.

FINANCIAL PLANNING

FTPWC charges a negotiable fee of \$2,500 for financial planning services. Fees are billed 50% in advance with the balance due upon plan delivery. Services are completed and delivered inside of thirty (30) days contingent upon timely delivery of all required documentation. Implementation of any recommendations will be at the discretion of the Client. Client may cancel within five (5) business days of signing Agreement with no obligation and without penalty. Client cancels after five (5) business days, any unearned fees will be refunded to the Client, or any unpaid earned fees will be due to FTPWC based on the percentage of the plan completed by FTPWC. FTPWC reserves the right to waive the fee or a portion of the fee should the Client implement the plan through FTPWC.

WEALTH ADVISORS' COORDINATION SERVICE

FTPWC charges a negotiable monthly fee between \$100 - \$500. The monthly fee is charged in arrears and is paid directly to FTPWC via a Client invoice. The Client may cancel within five (5) business days of signing the agreement with no obligation and without penalty. If not cancelled within five (5) business days, the coordination service will be set to automatically renew month over month unless terminated by FTPWC with thirty (30) days written notice or by the Client at any time with written notice to FTPWC.

ERISA PLAN SERVICES

The annual fees are based on the market value of the Included Assets and will not exceed 1%. The annual fee is negotiable and will be charged as a percentage of the Included Assets. Fees may be charged quarterly or monthly in arrears or in advance based on the assets as calculated by the custodian or record keeper of the Included Assets (without adjustments for anticipated withdrawals by Plan participants or other anticipated or scheduled transfers or distribution of assets). If the services to be provided start any time other than the first day of a quarter or month, the fee will be prorated based on the number of days remaining in the quarter or month. If this Agreement is terminated prior to the end of the billing cycle, FTPWC shall be entitled to a prorated fee based on the number of days during the fee period services were provided or Client will be due a prorated refund of fees for days services were not provided in the billing cycle.

The fee schedule, which includes compensation of FTPWC for the services is described in detail in Schedule A of the ERISA Plan Agreement. The Plan is obligated to pay the fees; however, the Plan Sponsor may elect to pay the fees. Client may elect to be billed directly or have fees deducted from Plan Assets. FTPWC does not reasonably expect to receive any additional compensation, directly or indirectly, for its services under this Agreement. If additional compensation is received, FTPWC will disclose this compensation, the services rendered, and the payer of compensation. FTPWC will offset the compensation against the fees agreed upon under the Agreement.

Client Payment of Fees

Fees for asset management services are deducted from a designated Client account to facilitate billing. The Client must consent in advance to direct debiting of their investment account.

Fees for financial planning will be billed to the Client and paid directly to FTPWC.

Fees for coordination service will be billed to the Client and paid directly to FTPWC.

Fees for ERISA services will either be deducted from Plan assets or paid directly to FTPWC. The Client must consent in advance to direct debiting of their investment account.

Additional Client Fees Charged

Custodians may charge transaction fees other related costs on the purchases or sales of mutual funds, equities, bonds, options and exchange-traded funds. Mutual funds, money market funds and exchange-traded funds also charge internal management fees, which are disclosed in the fund's prospectus. FTPWC does not receive any compensation from these fees. All of these fees are in addition to the management fee you pay to FTPWC. For more details on the brokerage practices, see Item 12 of this brochure.

Prepayment of Client Fees

Fees for financial planning are billed 50% in advance with the balance due upon plan delivery.

Fees for ERISA 3(21) services may be billed in advance.

If the Client cancels after five (5) business days, any unearned fees will be refunded to the Client, or any unpaid earned fees will be due to FTPWC.

External Compensation for the Sale of Securities to Clients

Investment Advisor Representatives of FTPWC receive external compensation from sales of investment related products such as insurance as licensed insurance agents. This represents a conflict of interest because it gives an incentive to recommend products based on the commission received. This conflict is mitigated by disclosures, procedures, and FTPWC's fiduciary obligation to place the best interest of the Client first and Clients are not required to purchase any products or services. Clients have the option to purchase these products through another insurance agent of their choosing.

Item 6: Performance-Based Fees and Side-by-Side Management**Sharing of Capital Gains**

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

FTPWC does not use a performance-based fee structure because of the conflict of interest. Performance based compensation may create an incentive for FTPWC to recommend an investment that may carry a higher degree of risk to the Client.

Item 7: Types of Clients

Description

FTPWC generally provides investment advice to individuals, high net worth individuals, pensions, charitable organizations, trusts or estates. Client relationships vary in scope and length of service.

Account Minimums

FTPWC requires a minimum of \$500,000 to open an account. In certain instances, the minimum account size may be lowered or waived.

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

Methods of Analysis

Security analysis methods may include fundamental analysis, technical analysis, charting, and modern portfolio theory. Investing in securities involves risk of loss that Clients should be prepared to bear. Past performance is not a guarantee of future returns.

Fundamental analysis concentrates on factors that determine a company's value and expected future earnings. This strategy would normally encourage equity purchases in stocks that are undervalued or priced below their perceived value. The risk assumed is that the market will fail to reach expectations of perceived value.

Technical analysis attempts to predict a future stock price or direction based on market trends. The assumption is that the market follows discernible patterns and if these patterns can be identified then a prediction can be made. The risk is that markets do not always follow patterns and relying solely on this method may not take into account new patterns that emerge over time.

Charting analysis strategy involves using and comparing various charts to predict long and short-term performance or market trends. The risk involved in using this method is that only past performance data is considered without using other methods to crosscheck data. Using charting analysis without other methods of analysis would be making the assumption that past performance will be indicative of future performance. This may not be the case.

Modern portfolio theory is the theory of finance that attempts to maximize portfolio expected return for a given amount of portfolio risk, or equivalently minimize risk for a given level of expected return, by carefully diversifying the proportions of various assets. The risk with modern portfolio theory is that market risk is common to all securities and cannot be eliminated by diversification and allocation.

Investment Strategy

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 by providing written notice to FTPWC. Each Client executes a client profile form or similar form that documents their objectives and their desired investment strategy.

Security Specific Material Risks

All investment programs have certain risks that are borne by the investor. Our investment approach constantly keeps the risk of loss in mind. Investors face the following investment risks and should discuss these risks with FTPWC:

- *Market Risk:* The prices of securities in which Clients invest may decline in response to certain events taking place around the world, including those directly involving the companies whose securities are owned by a fund; conditions affecting the general economy; overall market changes; local, regional or global political, social or economic instability; and currency, interest rate and commodity price fluctuations. Investors should have a long-term perspective and be able to tolerate potentially sharp declines in market value.
- *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.
- *Inflation Risk:* When any type of inflation is present, a dollar today will buy more than 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:* This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.
- *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.
- *Management Risk:* The advisor's investment approach may fail to produce the intended results. If the advisor's assumptions regarding the performance of a specific asset class or fund are not realized in the expected time frame, the overall performance of the Client's portfolio may suffer.
- *Equity Risk:* Equity securities tend to be more volatile than other investment choices. The value of an individual mutual fund or ETF can be more volatile than the market as a whole. This volatility affects the value of the Client's overall portfolio. Small- and mid- cap companies are subject to additional risks. Smaller companies may experience greater volatility, higher failure rates, more limited markets, product lines, financial resources, and less management experience than larger companies. Smaller companies may also have a lower trading volume, which may disproportionately affect their market price, tending to make them fall more in response to selling pressure than is the case with larger companies.
- *Fixed Income Risk:* The issuer of a fixed income security may not be able to make interest and principal payments when due. Generally, the lower the credit rating of a security, the greater the risk that the issuer will default on its obligation. If a rating agency gives a debt security a lower rating, the value of the debt security will decline because investors will demand a higher rate of return. As nominal interest rates rise, the value of fixed income securities held by a fund is likely to decrease. A nominal interest rate is the sum of a real interest rate and an expected inflation rate.
- *Investment Companies Risk:* When a client invests in open end mutual funds or ETFs, the

Client indirectly bears their proportionate share of any fees and expenses payable directly by those funds. Therefore, the Client will incur higher expenses, which may be duplicative. In addition, the Client's overall portfolio may be affected by losses of an underlying fund and the level of risk arising from the investment practices of an underlying fund (such as the use of derivatives). ETFs are also subject to the following risks: (i) an ETF's shares may trade at a market price that is above or below their net asset value or (ii) trading of an ETF's shares may be halted if the listing exchange's officials deem such action appropriate; the shares are de-listed from the exchange, or the activation of market-wide "circuit breakers" (which are tied to large decreases in stock prices) halts stock trading generally. Adviser has no control over the risks taken by the underlying funds in which Client invests.

- *Foreign Securities Risk:* Funds in which Clients invest may invest in foreign securities. Foreign securities are subject to additional risks not typically associated with investments in domestic securities. These risks may include, among others, currency risk, country risks (political, diplomatic, regional conflicts, terrorism, war, social and economic instability, currency devaluations and policies that have the effect of limiting or restricting foreign investment or the movement of assets), different trading practices, less government supervision, less publicly available information, limited trading markets and greater volatility. To the extent that underlying funds invest in issuers located in emerging markets, the risk may be heightened by political changes, changes in taxation, or currency controls that could adversely affect the values of these investments. Emerging markets have been more volatile than the markets of developed countries with more mature economies.
- *Long-term purchases:* Long-term investments are those vehicles purchased with the intension of being held for more than one year. Typically, the expectation of the investment is to increase in value so that it can eventually be sold for a profit. In addition, there may be an expectation for the investment to provide income. One of the biggest risks associated with long-term investments is volatility, the fluctuations in the financial markets that can cause investments to lose value.
- *Short-term purchases:* Short-term investments are typically held for one year or less. Generally, there is not a high expectation for a return or an increase in value. Typically, short-term investments are purchased for the relatively greater degree of principal protection they are designed to provide. Short-term investment vehicles may be subject to purchasing power risk — the risk that your investment's return will not keep up with inflation.
- *Trading risk:* Investing involves risk, including possible loss of principal. There is no assurance that the investment objective of any fund or investment will be achieved.
- *Options Trading:* The risks involved with trading options are that they are very time sensitive investments. An options contract is generally a few months. The buyer of an option could lose his or her entire investment even with a correct prediction about the direction and magnitude of a particular price change if the price change does not occur in the relevant time period (i.e., before the option expires). Additionally, options are less tangible than some other investments. An option is a "book-entry" only investment without a paper certificate of ownership.

Item 9: Disciplinary Information

Criminal or Civil Actions

FTPWC and its management have not been involved in any criminal or civil action.

Administrative Enforcement Proceedings

FTPWC and its management have not been involved in administrative enforcement proceedings.

Self-Regulatory Organization Enforcement Proceedings

FTPWC and its management have not been involved in any self-regulatory organizational enforcement proceedings that are material to a client's or prospective Client's evaluation of FTPWC or the integrity of its management.

Item 10: Other Financial Industry Activities and Affiliations

Broker-Dealer or Representative Registration

FTPWC is not registered as a broker-dealer and no affiliated representatives of FTPWC are registered representatives of a broker-dealer.

Futures or Commodity Registration

Neither FTPWC nor its affiliated representatives are registered or have an application pending to register as a futures commission merchant, commodity pool operator, or a commodity trading advisor.

Material Relationships Maintained by this Advisory Business and Conflicts of Interest

Managing Member Brent Weisenborn is a licensed insurance agent with Fiduciary Trust Assurance Group LLC and co-owner of Virtue Financial Advisors, L.L.C. Approximately 30% of his time is spent on these activities. He will offer Clients insurance products and receive separate compensation.

This practice represents a conflict of interest because it gives an incentive to recommend products based on the commission amount received. This conflict is mitigated by disclosures, procedures and the firm's fiduciary obligation to place the best interest of the Client first and the Clients are not required to purchase any products. Clients have the option to purchase these products through another insurance agent of their choosing.

Mr. Weisneborn is a Real Estate Agent. From time to time, he may offer clients advice or products from those activities and clients should be aware that these services may involve a conflict of interest. FTPWC always acts in the best interest of the client and clients always have the right to decide whether or not to utilize the services of any representative of FTPWC in such individuals outside capacities.

Mr. Weisenborn is also a pilot with Proav Aviation. Approximately 10% of his time is spent on this activity. There are no conflicts of interest with this activity for advisory Clients of FTPWC.

Christopher Bryan Halford is a licensed insurance agent. This activity creates a conflict of interest since there is an incentive to recommend insurance products based on commissions or other benefits received from the insurance company, rather than on the client's needs. Additionally, the offer and sale of insurance products by supervised persons of FTPWCL are not made in their capacity as a fiduciary, and products are limited to only those offered by certain insurance providers. FTPWCL addresses this conflict of interest by requiring its

supervised persons to act in the best interest of the client at all times, including when acting as an insurance agent. FTPWCL periodically reviews recommendations by its supervised persons to assess whether they are based on an objective evaluation of each client's risk profile and investment objectives rather than on the receipt of any commissions or other benefits. FTPWCL will disclose in advance how it or its supervised persons are compensated and will disclose conflicts of interest involving any advice or service provided. At no time will there be tying between business practices and/or services (a condition where a client or prospective client would be required to accept one product or service conditioned upon the selection of a second, distinctive tied product or service). No client is ever under any obligation to purchase any insurance product. Insurance products recommended by FTPWCL's supervised persons may also be available from other providers on more favorable terms, and clients can purchase insurance products recommended through other unaffiliated insurance agencies.

Christopher Bryan Halford serves as a sales professional at Fixed Index Annuity Sales. He handles business development. He dedicates 20 hours monthly during trading hours and 10 hours monthly outside trading hours and derives 50% of total yearly compensation from the business.

Christopher Bryan Halford works as an actor and perform on theatre stages and in commercial ads. He dedicates 2 hours monthly during trading hours and 10 hours monthly outside trading hours and derives 1% of total yearly compensation from this work.

All material conflicts of interest under California Code of Regulations Section 260.238(k) are disclosed regarding the investment adviser, its representatives or any of its employees, which could be reasonable expected to impair the rendering of unbiased and objective advice.

Recommendations or Selections of Other Investment Advisors and Conflicts of Interest

FTPWC does not select or recommend other investment advisors.

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

Code of Ethics Description

The affiliated persons (affiliated persons include employees and/or independent contractors) of FTPWC have committed to a Code of Ethics ("Code"). The purpose of our Code is to set forth standards of conduct expected of FTPWC affiliated persons and addresses conflicts that may arise. The Code defines acceptable behavior for affiliated persons of FTPWC. The Code reflects FTPWC and its supervised persons' responsibility to act in the best interest of their client.

One area which the Code addresses is when affiliated persons buy or sell securities for their personal accounts and how to mitigate any conflict of interest with our clients. We do not allow any affiliated persons to use non-public material information for their personal profit or to use internal research for their personal benefit in conflict with the benefit to our clients.

FTPWC's policy prohibits any person from acting upon or otherwise misusing non-public or

inside information. No advisory representative or other affiliated person, officer or director of FTPWC may recommend any transaction in a security or its derivative to advisory Clients or engage in personal securities transactions for a security or its derivatives if the advisory representative possesses material, non-public information regarding the security.

FTPWC's Code is based on the guiding principle that the interests of the Client are our top priority. FTPWC's officers, directors, advisors, and other affiliated persons have a fiduciary duty to our clients and must diligently perform that duty to maintain the complete trust and confidence of our clients. When a conflict arises, it is our obligation to put the Client's interests over the interests of either affiliated persons or the company.

The Code applies to "access" persons. "Access" persons are affiliated persons who have access to non-public information regarding any Clients' purchase or sale of securities, or non-public information regarding the portfolio holdings of any reportable fund, who are involved in making securities recommendations to Clients, or who have access to such recommendations that are non-public.

FTPWC will provide a copy of the Code of Ethics to any Client or prospective Client upon request.

Investment Recommendations Involving a Material Financial Interest and Conflict of Interest

FTPWC and its affiliated persons do not recommend to Client's securities in which we have a material financial interest.

Advisory Firm Purchase of Same Securities Recommended to Clients and Conflicts of Interest

FTPWC and its affiliated persons may buy or sell securities that are also held by Clients. In order to mitigate conflicts of interest such as trading ahead of Client transactions, affiliated persons are required to disclose all reportable securities transactions as well as provide FTPWC with copies of their brokerage statements.

The Chief Compliance Officer of FTPWC is Brent Weisenborn. He reviews all trades of the affiliated persons each quarter. The personal trading reviews ensure that the personal trading of affiliated persons does not front run or disadvantage trading for Clients.

Client Securities Recommendations or Trades and Concurrent Advisory Firm Securities Transactions and Conflicts of Interest

FTPWC does not have a material financial interest in any securities being recommended. However, affiliated persons may buy or sell securities at the same time they buy or sell securities for Clients. In order to mitigate conflicts of interest such as front running, affiliated persons are required to disclose all reportable securities transactions as well as provide FTPWC with copies of their brokerage statements.

The Chief Compliance Officer of FTPWC is Brent Weisenborn. He reviews all trades of the affiliated persons each quarter. The personal trading reviews ensure that the personal trading of affiliated persons does not front run or disadvantage trading for Clients.

Item 12: Brokerage Practices

Factors Used to Select Broker-Dealers for Client Transactions

FTPWC recommends that Clients establish brokerage accounts with the Schwab Advisor Services division of Charles Schwab & Co., Inc.¹ ("Schwab"), a FINRA² registered broker-dealer and SIPC³ member, to maintain custody of Clients' assets and to effect trades for their accounts. FTPWC is independently owned and operated and not affiliated with Schwab. FTPWC has evaluated Schwab and believes that it will provide our clients with a blend of execution services, commission costs and professionalism that will assist our firm in meeting our fiduciary obligations to Clients.

Schwab provides FTPWC with access to its institutional trading and custody services, which are typically not available to Schwab retail investors. These services are not contingent upon our firm committing to Schwab any specific amount of business (assets in custody or trading commissions). Schwab's brokerage services include the execution of securities transactions, custody, research, and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment.

For our client accounts maintained in its custody, Schwab generally does not charge separately for custody services but is compensated by account holders through commissions and other transaction-related or asset-based fees for securities trades that are executed through Schwab or that settle into Schwab accounts.

Charles Schwab & Co. also makes available to FTPWC other products and services that benefit FTPWC but may not directly benefit our clients' accounts. Many of these products and services may be used to service all or some substantial number of our client accounts, including accounts not maintained at Schwab.

Schwab's products and services that assist FTPWC in managing and administering our clients' accounts include software and other technology that:

- provide access to Client account data (such as trade confirmations and account statements);
- facilitate trade execution and allocate aggregated trade orders for multiple Client accounts;
- provide research, pricing and other market data;
- facilitate payment of our fees from Clients' accounts; and
- assist with back-office functions, recordkeeping and Client reporting.

Charles Schwab & Co. also offers other services intended to help us manage and further develop our business enterprise. These services may include:

¹ For information regarding Schwab, please refer to their website: <https://www.schwab.com/>.

² FINRA is the largest independent regulator for all securities firms doing business in the United States. For more information, please refer to FINRA's website: <http://www.finra.org/>.

³ For information regarding SIPC, please refer to their website: <http://www.sipc.org/>.

- compliance, legal and business consulting;
- publications and conferences on practice management and business succession; and
- access to employee benefits providers, human capital consultants and insurance providers.

Schwab may make available, arrange and/or pay third-party vendors for the types of services rendered to FTPWC. Charles Schwab & Co. may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the fees of a third-party providing these services to our firm. Charles Schwab & Co. may also provide other benefits such as educational events or occasional business entertainment of our personnel. In evaluating whether to recommend or require that Client's custody their assets at Schwab, we may take into account the availability of some of the foregoing products and services and other arrangements as part of the total mix of factors we consider and not solely on the nature, cost or quality of custody and brokerage services provided by Schwab, which creates a conflict of interest.

- *Research and Other Soft Dollar Benefits*

The Securities and Exchange Commission defines soft dollar practices as arrangement under which products or services other than execution services are obtained by FTPWC from or through a broker-dealer in exchange for directing Client transactions to the broker-dealer. Although FTPWC has no formal soft dollar arrangements, FTPWC may receive products, research and/or other services from custodians or broker-dealers connected to Client transactions or "soft dollar benefits". As permitted by Section 28(e) of the Securities Exchange Act of 1934, FTPWC receives economic benefits as a result of commissions generated from securities transactions by the custodian or broker-dealer from the accounts of FTPWC. FTPWC cannot ensure that a particular Client will benefit from soft dollars or the Client's transactions paid for the soft dollar benefits. FTPWC does not seek to proportionately allocate benefits to Client accounts to any soft dollar benefits generated by the accounts. When FTPWC uses Client brokerage commissions (or markups or markdowns) to obtain research or other products or services, FTPWC receives a benefit because we do not have to produce or pay for the research products, or services.

A conflict of interest exists because FTPWC receives soft dollars which could result in higher commissions charged to Clients. This conflict is mitigated by the fact that FTPWC has a fiduciary responsibility to act in the best interest of its clients and the services received are beneficial to all Clients. FTPWC believes that the recommendation to use Schwab as the custodian is in the best interest of the Client based on the services that Schwab provides and the fees that Schwab charges.

- *Brokerage for Client Referrals*

FTPWC does not receive Client referrals from any custodian in exchange for using that broker-dealer.

- *Directed Brokerage*

Clients who direct brokerage outside our recommendation may be unable to achieve the most favorable execution of Client transactions as Client directed brokerage may cost Clients more money. For example, in a directed brokerage account, you may pay higher brokerage commissions because we may not be able to aggregate orders to reduce transaction costs or you may receive less favorable prices.

Aggregating Securities Transactions for Client Accounts

FTPWC is authorized in its discretion to aggregate purchases and sales and other transactions made for the account with purchases and sales and transactions in the same securities for other Clients of FTPWC. All Clients participating in the aggregated order shall

receive an average share price with all other transaction costs shared on a pro-rated basis. If aggregation is not allowed or infeasible and individual transactions occur (e.g., withdrawal or liquidation requests, odd-lot trades, etc.) an account may potentially be assessed higher costs or less favorable prices than those where aggregation has occurred.

Item 13: Review of Accounts

Schedule for Periodic Review of Client Accounts or Financial Plans and Advisory Persons Involved

Account reviews are performed quarterly by the Chief Compliance Officer of FTPWC, Brent Weisenborn. Account reviews are performed more frequently when market conditions dictate. Reviews of Client accounts include, but are not limited to, a review of Client documented risk tolerance, adherence to account objectives, investment time horizon, and suitability criteria, reviewing target allocations of each asset class to identify if there is an opportunity for rebalancing, and reviewing accounts for tax loss harvesting opportunities.

Financial plans are updated as requested by the Client and pursuant to a new or amended agreement.

Review of Client Accounts on Non-Periodic Basis

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

Content of Client Provided Reports and Frequency

Clients receive written account statements no less than quarterly for managed accounts. Account statements are issued by the Client's custodian. Client receives confirmations of each transaction in account from custodian and an additional statement during any month in which a transaction occurs.

Item 14: Client Referrals and Other Compensation

Economic Benefits Provided to the Advisory Firm from External Sources and Conflicts of Interest

FTPWC receives an economic benefit from Schwab in the form of the support products and services it makes available to us and other independent investment advisors whose clients maintain their accounts at Schwab. In addition, Schwab has also agreed to pay for certain products and services for which we would otherwise have to pay once the value of our clients' assets in accounts at Schwab reaches a certain size. [In some cases, a recipient of such payments is an affiliate of ours or another party which has some pecuniary, financial or other interests in us (or in which we have such an interest).] You do not pay more for assets maintained at Schwab as a result of these arrangements. However, we benefit from the arrangement because the cost of these services would otherwise be borne directly by us. You should consider these conflicts of interest when selecting a custodian. The products and services provided by Schwab, how they benefit us, and the related conflicts of interest are described above (see Item 12: Brokerage Practices).

Other than soft dollar benefits from Schwab, FTPWC does not receive any other benefits from third parties.

Advisory Firm Payments for Client Referrals

FTPWC may enter into agreements with individuals and organizations, which may be affiliated or unaffiliated with FTPWC, that refer Clients to FTPWC in exchange for compensation. All such agreements will be in writing and comply with the requirements of Federal or State regulation. If a client is introduced to FTPWC by a solicitor, FTPWC may pay that solicitor a fee. While the specific terms of each agreement may differ, generally, the compensation will be based upon FTPWC's engagement of new Clients and is calculated using a varying percentage of the fees paid to FTPWC by such Clients. Any such fee shall be paid solely from FTPWC's investment management fee and shall not result in any additional charge to the Client.

Each prospective Client who is referred to FTPWC under such an arrangement will receive a copy of this brochure and a separate written disclosure document disclosing the nature of the relationship between the solicitor and FTPWC and the amount of compensation that will be paid by FTPWC to the solicitor. The solicitor is required to obtain the Client's signature acknowledging receipt of FTPWC's disclosure brochure and the solicitor's written disclosure statement.

Item 15: Custody

Account Statements

All assets are held at qualified custodians, which means the custodians provide account statements directly to Clients at their address of record at least quarterly. Clients are urged to carefully compare the account statements received directly from their custodians to any documentation or reports prepared by FTPWC.

FTPWC is deemed to have limited custody solely because advisory fees are directly deducted from Client's accounts by the custodian on behalf of FTPWC.

If FTPWC is authorized or permitted to deduct fees directly from the account by the custodian:

- FTPWC will provide the Client with an invoice concurrent to instructing the custodian to deduct the fee stating the amount of the fee, the formula used to calculate the fee, the amount of assets under management the fee is based on and the time period covered by the fee;
- FTPWC will obtain written authorization signed by the Client allowing the fees to be deducted; and
- The Client will receive quarterly statements directly from the custodian which disclose the fees deducted.

Item 16: Investment Discretion

Discretionary Authority for Trading

FTPWC requires discretionary authority to manage securities accounts on behalf of Clients. FTPWC has the authority to determine, without obtaining specific Client consent, the securities to be bought or sold, and the amount of the securities to be bought or sold. Client will authorize FTPWC discretionary authority to execute selected investment program

transactions as stated within the Investment Advisory Agreement.

FTPWC allows Clients to place certain restrictions, as outlined in the Client's Investment Policy Statement or similar document. These restrictions must be provided to FTPWC in writing.

The Client approves the custodian to be used and the commission rates paid to the custodian. FTPWC does not receive any portion of the transaction fees or commissions paid by the Client to the custodian.

Item 17: Voting Client Securities

Proxy Votes

FTPWC does not vote proxies on securities. Clients are expected to vote their own proxies. The Client will receive their proxies directly from the custodian of their account or from a transfer agent.

When assistance on voting proxies is requested, FTPWC will provide recommendations to the Client. If a conflict of interest exists, it will be disclosed to the Client. If the Client requires assistance or has questions, they can reach out to the investment advisor representatives of the firm at the contact information on the cover page of this document.

Item 18: Financial Information

Balance Sheet

A balance sheet is not required to be provided to Clients because FTPWC does not serve as a custodian for Client funds or securities and FTPWC does not require prepayment of fees of more than \$500 per Client and six months or more in advance.

Financial Conditions Reasonably Likely to Impair Advisory Firm's Ability to Meet Commitments to Clients

FTPWC has no condition that is reasonably likely to impair our ability to meet contractual commitments to our clients.

Bankruptcy Petitions during the Past Ten Years

FTPWC has not had any bankruptcy petitions in the last ten years.

Item 19: Requirements for State Registered Advisors

Principal Executive Officers and Management Persons

The education and business background for all management and supervised persons can be found in the Part 2B of this Brochure.

Outside Business Activities

The outside business activities for all management and supervised persons can be found in the Part 2B of this Brochure.

Performance Based Fee Description

Neither FTPWC nor its management receive performance-based fees. Please see Item 6 of the ADV 2A for more information.

Disclosure of Material Facts Related to Arbitration or Disciplinary Actions Involving Management Persons

Neither FTPWC nor its management have been involved in any of the following:

1. An award or otherwise been found liable in an arbitration claim alleging damages in excess of \$2,500, involving any of the following:
 - An investment or an investment-related business or activity;
 - Fraud, false statement(s) or omissions;
 - Theft, embezzlement or other wrongful taking of property;
 - Bribery, forgery, counterfeiting, or extortion;
 - Dishonest, unfair or unethical practices.
2. An award or otherwise been found liable in a civil, self-regulatory organization, or administrative proceeding involving any of the following:
 - An investment or an investment-related business or activity;
 - Fraud, false statement(s) or omissions;
 - Theft, embezzlement or other wrongful taking of property;
 - Bribery, forgery, counterfeiting, or extortion;
 - Dishonest, unfair or unethical practices.

Material Relationship Maintained by this Advisory Business or Management persons with Issuers of Securities

There are no material relationships with issuers of securities to disclose.

Kansas Specific Requirement**Professional Liability Insurance**

FTPWC carries professional liability insurance coverage for its investment advisory services. In the event that a client or prospective Client in the State of Kansas requests proof of professional liability insurance coverage, FTPWC will provide a copy of the insurance agreement that is in effect within thirty (30) days.

Item 1 Cover Page
SUPERVISED PERSON BROCHURE
FORM ADV PART 2B

Brent Weisenborn, CFF

Fiduciary Trust Private Wealth Counsel LLC

Office Address:
2155 East Sunshine St,
Springfield, MO 65804
Tel: 417-942-2920

Email: kcbttrader@gmail.com

This brochure supplement provides information about Brent Weisenborn and supplements the Fiduciary Trust Private Wealth Counsel LLC brochure. You should have received a copy of that brochure. Please contact Brent Weisenborn if you did not receive the brochure or if you have any questions about the contents of this supplement.

**ADDITIONAL INFORMATION ABOUT BRENT WEISENBORN (CRD
#1522228) IS AVAILABLE ON THE SEC'S WEBSITE AT
WWW.ADVISERINFO.SEC.GOV.**

Brochure Supplement (Part 2B of Form ADV) Supervised Person Brochure

Principal Executive Officer – Brent Weisenborn

- Year of birth: 1961
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Item 2 - Educational Background and Business Experience

Educational Background:

- Baylor University; BBA – Finance/Economics; 12/1983

Business Experience:

- Fiduciary Trust Private Wealth Counsel LLC; Managing Member/Investment Advisor Representative/CCO; 02/2022 – Present
- Fiduciary Trust Assurance Group LLC; Owner/Insurance Agent; 01/2022 – Present
- Virtue Financial Advisors, L.L.C.; Co-Owner; 07/2015 – Present
- Infinex Investments, Inc.; Investment Advisor Representative/Registered Representative; 03/2020 – 12/2021
- BKS Investment Services, Inc.; Investment Advisor Representative; 07/2018 – 12/2020
- Infinex Investments, Inc.; Investment Advisor Representative/Registered Representative; 01/2018 – 04/2018
- Farmers Financial Solutions, LLC; Registered Representative; 10/2016 – 10/2017
- BKS Investment Services, Inc.; Investment Advisor Representative; 08/2015 – 11/2016
- Bankers & Investors Co.; Investment Advisor Representative; 11/2010 – 06/2015
- Bankers & Investors Co.; Lead Director/Registered Representative; 01/2008 – 10/2016
- NASDAQ Stock Market; Vice President/CEO of subsidiary; 11/2006 – 08/2010
- Baylor University; Guest Lecturer; 08/2000 – 05/2001
- Kansas City Board of Trade; Member/Director; 05/1990 – 12/2001
- Security Investment Company of Kansas City; CEO/Registered Representative; 08/1987 – 12/2001
- Security Bank of Kansas City; Chief Investment Officer; 02/1985 – 05/1990
- Kansas City Chiefs; 02/1984 – 02/1985

Professional Certifications

Certified Financial Fiduciary® (CFF) is a designation issued by the National Association of Certified Financial Fiduciaries.

CFF designation requirements:

- Prerequisites: Candidate must either have 10 years of relevant work experience or 5 years of experience with a relevant bachelor's or graduate degree. Candidate must

also complete the applicant profile, disclosure questionnaire and pass a criminal background check.

- Education requirements: In-person training class.
- Examination type: Final designation exam
- Continuing Education Requirements: 10 hours annually

Item 3 - Disciplinary Information

Mr. Weisenborn **has never been** involved in a criminal or civil action in a domestic, foreign or military court of competent jurisdiction for which he:

- Was convicted of, or pled guilty or nolo contendere (“no contest”) to (a) any felony; (b) misdemeanor that involved investments or an investment-related business, fraud, false statement or omissions, wrongful taking of property, bribery, perjury, counterfeiting, or extortion; or (c) a conspiracy to commit any of these offenses;
- Is the named subject of a pending criminal proceeding that involves an investment-related business, fraud, false statements or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses;
- Was found to have been involved in a violation of an investment-related statute or regulation; or
- Was the subject of any order, judgement or decree permanently or temporarily enjoining, or otherwise limiting, him from engaging in any investment related activity, or from violating any investment-related statute, rule, or order.

Mr. Weisenborn **has never** had an administrative proceeding before the SEC, any other federal regulatory agency, any state regulatory agency, or any foreign financial regulatory authority in which he:

- Was found to have caused an investment-related business to lose its authorization to do business; or the subject of an order by the agency or authority;
- Was found to have been involved in a violation of an investment-related statute or regulation or was the subject of an order by the agency or authority (a) denying, suspending or revoking the authorization of the supervised person to act in an investment-related business; (b) barring or suspending his association with an investment-related business; (c) otherwise significantly limiting his investment-related activities; or (d) imposing a civil money penalty of more than \$2,500 on him.

Mr. Weisenborn **has never been** the subject of a self-regulatory organization (SRO) proceeding in which he:

- Was found to have caused an investment-related business to lose its authorization to do business; or
- Was found to have been involved in a violation of the SRO’s rules and was: (a) barred or suspended from membership or from association with other members, or was expelled from membership; (b) otherwise significantly limited from investment-related activities; or (c) fined more than \$2,500.

Mr. Weisenborn **has not been** involved in any other hearing or formal adjudication in which a professional attainment, designation, or license of the supervised person was revoked or suspended because of a violation of rules relating to professional conduct.

Item 4 - Other Business Activities

Mr. Weisenborn is a licensed insurance agent with Fiduciary Trust Assurance Group LLC and co-owner of Virtue Financial Advisors, L.L.C. Approximately 30% of his time is spent on these activities. He will offer Clients insurance products and receive separate compensation.

This practice represents a conflict of interest because it gives an incentive to recommend products based on the commission amount received. This conflict is mitigated by disclosures, procedures and the firm's fiduciary obligation to place the best interest of the Client first and the Clients are not required to purchase any products. Clients have the option to purchase these products through another insurance agent of their choosing.

Mr. Weisenborn is a Real Estate Agent. From time to time, he may offer clients advice or products from those activities and clients should be aware that these services may involve a conflict of interest. FTPWC always acts in the best interest of the client and clients always have the right to decide whether or not to utilize the services of any representative of FTPWC in such individuals outside capacities.

Mr. Weisenborn is also a pilot with Proav Aviation. Approximately 10% of his time is spent on this activity. There are no conflicts of interest with this activity for advisory Clients of FTPWC.

Item 5 - Additional Compensation

Mr. Weisenborn receives commissions on the insurance products he sells. He does not receive any performance-based fees and does not receive any additional compensation for performing advisory services other than what is described in Item 5 of Part 2A.

Item 6 - Supervision

Mr. Weisenborn is the Chief Compliance Officer of FTPWC. He is responsible for all supervision, formulation and monitoring of investment advice offered to Clients. He will adhere to the policies and procedures as described in the firm's Compliance Manual. He can be reached at kcbtrader@gmail.com or 417-942-2920.

Item 7 - Requirements for State-Registered Advisors

Mr. Weisenborn **has not been** involved in any of the following:

- An award or otherwise been found liable in an arbitration claim alleging damages in excess of \$2,500 involving any of the following:
 - An investment or an investment-related business or activity;
 - Fraud, false statement(s) or omissions;
 - Theft, embezzlement or other wrongful taking of property;
 - Bribery, forgery, counterfeiting, or extortion;
 - Dishonest, unfair or unethical practices.
- An award or otherwise been found liable in a civil, self-regulatory organization, or administrative proceeding involving any of the following:
 - An investment or an investment-related business or activity;
 - Fraud, false statement(s) or omissions;

- Theft, embezzlement or other wrongful taking of property;
- Bribery, forgery, counterfeiting, or extortion;
- Dishonest, unfair or unethical practices.

Mr. Weisenborn **has never been** the subject of a bankruptcy petition.