



## Client Relationship Summary March 30, 2024

### Introduction

Our firm, Gunpowder Capital Management, LLC dba Oliver Wealth Management (“OWM” or the “Firm”), is registered as an investment adviser with the U.S. Securities and Exchange Commission (“SEC”). Brokerage and investment advisory services and fees differ, and it is important for you to understand these differences. Free and simple tools are available to research firms and financial professionals at [Investor.gov/CRS](https://www.investor.gov/CRS), which also provides educational materials about broker-dealers, investment advisors and investing.

### Relationships and Services

#### What investment services and advice can you provide me?

**Services:** OWM offers investment advisory services to retail investors. These services include investment management and financial planning services. Our investment advisory services are provided through the management of separately managed accounts which are invested based on each client’s individual goals, objectives, and risk tolerance. Additionally, OWM provides investment advisory services through the selection of non-affiliated third-party investment advisers for the provision of select investment advisory services. A client’s portfolio may invest in equities, fixed income, open-end mutual funds, closed-end mutual funds, exchange traded funds, and certain alternative investments. We also provide financial planning services which is offered on both a fixed fee and flat fee basis. A financial plan will encompass one or more areas of need, including but not limited to, investment planning, retirement planning, personal savings, education savings, insurance needs, and/or other areas of a client’s financial situation. Financial plans can be either comprehensive or limited in scope depending on what is mutually agreed upon in advance.

**Monitoring:** OWM seeks to identify and review each client’s risk tolerance and overall financial situation in order to develop an investment strategy that is appropriate. Then we regularly review and monitor our client’s portfolios to determine their continued suitability and overall appropriateness. We also meet with each client, at least annually, to revisit and discuss certain background information (e.g., current financial status, life circumstances, risk tolerance, goals and objectives) and update them accordingly to document continued suitability. Your investment advisory representative is responsible for reviewing your account.

**Investment Authority:** Our Firm typically receives discretionary authority from our clients at the beginning of an advisory relationship, which means we execute investment recommendations in accordance with your goals, investment objectives and risk tolerance without your prior approval of each specific transaction. Our relationship will continue until you notify us otherwise in writing.

**Account Minimums & Other Requirements:** We do not require a minimum account or relationship size in order for you to open and maintain an account or establish a relationship with us.

**Additional Information:** For more detailed information regarding our services, please refer to our [Form ADV, Part 2A Brochure](#) (Items 4, 7, 8 & 13).

**Conversation Starters:** *“Given my financial situation, should I choose an investment advisory service?” “Why or why not?” “How will you choose investments to recommend to me?” “What is your relevant experience, including your licenses, education and other qualifications?” “What do these qualifications mean?”*

### Fees, Costs, Conflicts, and Standard of Conduct

#### What fees will I pay?

**Asset-Based Fees:** Our Firm provides discretionary investment advisory services on a “fee only” basis. This means that the advisory fee we assess is calculated based on the value of assets we manage on your behalf. The advisory fee is negotiated individually with each client at the onset of the relationship and will range between 0.035% to 2.50% annually. The advisory fee is collected quarterly, in advance, and calculated as a percentage of the value of the of the assets in your account[s] on the last business day of the previous quarter. The initial management fee will be prorated from inception date till the end of the quarter and calculated using the value of the account assets on the first day it is fully funded. The advisory fee we charge you creates a conflict of interest since it presents an incentive for us to recommend that you increase the assets in your account with us.

**Hourly and Fixed Fees:** OWM offers financial planning services at a maximum rate of \$300 per hour. We also offer financial planning services for a fixed fee which will be calculated based on the expected number of hours to complete the project at a rate up to \$300 per hour. Hourly and fixed fee projects may be invoiced up to fifty percent (50%) of the expected total fee in advance and upon execution of a financial planning agreement with the remaining due at delivery. Hourly and Fixed fees are negotiable and will take into consideration the nature and complexity of the services to be provided, along with the client's overall relationship with us. We will provide you with an estimate which will detail the total hours and overall costs of each project prior to the execution of the financial planning agreement.

**Other Fees & Costs:** Clients may also incur additional fees and costs assessed by other third parties, such as broker-dealers, custodians, trust companies, banks, and other financial institutions. These charges may include brokerage commission on securities transactions, transaction fees, custodial fees, fees charged by other Investment Manager and margin costs. Additionally, we may invest your account in mutual funds and exchange traded funds (ETFs) which assess their own fees and expenses that are borne by the investors. These fees and expenses typically include management fees, operating expenses (e.g., custodial fees, legal fees, transfer agent expenses, trading expenses, marketing and distribution fees and other administrative costs) and certain shareholder fees (e.g., redemption fees, exchange fees, account fee and purchase fee). These fees are in addition to our management fee. Clients may also incur some added transactional based costs such as wire transfer fees, odd-lot differential, transfer taxes, electronic fund fees and taxes on brokerage accounts and securities transactions. Fees and expenses associated with a fund are described in the Fund's prospectus. Your financial professional can also address any questions you may have regarding fees and expenses.

**Additional Information: You will pay fees and costs whether you make or lose money on your investments.** Fees and costs will reduce any amount of money you make on your investments over time. Please make sure you understand what fees and costs you are paying. For more detailed information on our fees, please see Item 5 – Fees and Compensation of our Form ADV Part 2A available via our firm's [Investment Adviser Public Disclosure Page](#).

**Conversation Starters:** *Help me understand how these fees and costs might affect my investments. If I give you \$10,000 to invest, how much will go to fees and costs, and how much will be invested for me?*

### What are your legal obligations to me when acting as my investment adviser? How else does your firm make money and what conflicts of interest do you have?

**When we act as your investment adviser**, we have to act in your best interest and not put our interests ahead of yours. At the same time, the way we make money creates some conflicts with your interests. You should understand and ask us about these conflicts because they can affect the investment advice we provide you. Here is an example to help you understand what this means.

- Some of our financial professionals are licensed as insurance agents. In addition to our services, your financial professional has the ability to offer you insurance products in their separate capacity as an insurance agent. The fees charged for the implementation of insurance products are separate from our advisory fees, where your financial professional will earn commission-based compensation for the implementation of an insurance product. Therefore, there is a financial incentive to recommend that you implement insurance through our financial professionals.
- We charge an advisory fee which is based upon the value of assets we manage on your behalf. As a result, the total fees you pay us will increase as the value of your account increases. This creates an incentive for us to recommend that you increase the assets in your account.

If you are referred to us by an independent third-party solicitor, your fees will not be increased due to our obligation to pay the solicitor.

You should review our [Form ADV, Part 2A](#) (Items 4, 10 & 12) for additional information related to our conflicts of interest.

**Conversation Starters:** *How might your conflicts of interest affect me, and how will you address them?*

### How do your financial professionals make money?

Our financial professionals are compensated based on a percentage the revenue generated from advisory services provided by OWM and is distributed in accordance with our partnership agreement. This arrangement creates a conflict of interest since increasing the assets we manage on your behalf will increase the total fees you will pay, which will in turn result in increased revenue for us. This creates an incentive for us to recommend that you increase the assets in your account with us. It also creates an incentive for us to devote significant time soliciting assets from new clients which impacts the time we have available to service your account.

## Disciplinary History

### Do you or your financial professionals have legal or disciplinary history?

Yes. You can visit [Investor.gov/CRS](https://investor.gov/CRS) for a free and simple search tool to research our firm and our financial professionals.

**Conversation Starters:** *“As a financial professional, do you have any disciplinary history?” “For what type of conduct?”*

## Additional Information

You can find additional information about our investment advisory services by viewing our Form ADV Part 2A available via our firm's [Investment Adviser Public Disclosure Page](#) or via our website at <https://oliverwealth.com>. You can request up to date information and a copy of our client relationship summary by contacting us at (410) 343-7125.

**Conversation Starters:** *“Who is my primary contact person?” “Is he or she a representative of an investment adviser or a broker-dealer?” “Who can I talk to if I have concerns about how this person is treating me?”*