OUR FIRM

MWM is an investment advisory firm providing financial planning, consulting, investment management and wealth management services. Prior to engaging MWM to provide any of the foregoing investment advisory services, the client is required to enter into one or more written agreements with MWM setting forth the terms and conditions under which MWM renders its services (collectively the "Agreement").

James H. McKee is the principal owner of MWM. MSM's main office is in Cross Lanes, West Virginia and all books and records will be located there.

INVESTMENT ADVISORY AND WEALTH MANAGEMENT SERVICES

Clients can engage MWM to provide investment management services for all or a portion of their assets on a discretionary or non-discretionary basis.

In addition, MWM may provide clients with wealth management services which may include a broad range of comprehensive financial planning and consulting services as well as discretionary and/or non-discretionary management of investment portfolios. MWM will have in-depth interviews with wealth management clients in order to evaluate such issues as investments and other assets, business/career situation, insurance, risk management, retirement, education, estate planning, debt management, tax, and cash flow needs of the client. MWM will then discuss the results of the evaluation with the client to determine how MWM can help the client take action to address such issues. MWM is not required to provide a written report to the client. MWM may provide a written report for an agreed upon additional fee if a written plan is requested by the client.

MWM primarily allocates clients' investment management assets among mutual funds, exchange-traded funds ("ETFs"), individual debt and equity securities, and/or options, real estate investment trusts ("REITs"), as well as independent investment managers ("Independent Managers"), in accordance with the investment objectives of the client. MWM may also provide advice about any type of investment held in the clients' portfolios.

Thereafter, the portfolio is monitored by performance reports, re-weighting needs and changes in client's goals and objectives. In most cases, MWM will liquidate a client's portfolio when they become a client in order to invest according to MWM asset allocation for that account. This is done only after careful consideration of the tax implications and other costs, and after the client has agreed to such sales.

Furthermore, MWM may render non-discretionary investment management services to clients relative to variable life/annuity products that they may own, their individual employer-sponsored retirement plans, and/or 529 plans or other products/accounts that may or may not be held by the client's primary custodian. Consequently, MWM either directs or recommends the allocation of client assets among the various investment options that are available with the product. Clients assets are maintained at the specific insurance company or custodian designated by the product.

USE OF INDEPENDENT MANAGERS

MWM recommends that certain clients authorize the active discretionary management of a portion of their assets by and/or among certain *Independent Managers*, based on the stated objectives of the client. The terms and conditions under which the client engages the *Independent Managers* are set forth in a separate written agreement between MWM or the client and the designated *Independent Managers*. MWM renders services to the client relative to the discretionary and/or non-discretionary selection or recommendation of *Independent Managers*. MWM also monitors and reviews the account performance and the client's investment objectives. MWM receives an annual advisory fee which is based upon a percentage of the market value of the assets being managed by the designated *Independent Managers*.

MWM may offer advisory business to clients by selecting the AssetMark Platform and/or Delta Capital Management. For more information regarding either the AssetMark or the DCM Platform, refer to corresponding Disclosure Brochures.

The minimum investment required on the AssetMark Platform depends upon the Investment Solution chosen for a client's account and is generally \$25,000 - \$50,000 for Mutual Fund and \$100,000 for ETF accounts, and from \$50,000 to \$500,000 for Privately Managed and Unified Managed Accounts, depending on the investment strategy selected for the account. These minimums are described in more detail in the AssetMark Platform Disclosure Brochure. Accounts below the stated minimums may be accepted on an individual basis at the discretion of AssetMark.

The minimum investment required on the Delta Capital Management Platform is generally a minimum of \$100,000. Accounts below the stated minimums may be accepted on an individual basis at the discretion of DCM.

If MWM refers a client to an *Independent Manager* where MWM compensation is included in the advisory fee charged by such *Independent Manager* and the client engages the *Independent Manager*, MWM shall be compensated for its services by receipt of a fee to be paid directly by the *Independent Manager* to MWM in accordance with the requirements of Rule 206(4)-3 of the Investment Advisers Act of 1940, as amended, and any corresponding state securities laws, rules, regulations, or requirements. Any such fee is paid solely from the *Independent Manager's* investment management fee, and does not result in any additional charge to the client.

ASSETS UNDER MANAGEMENT

As of April 11, 2018, the breakdown of assets on a discretionary \$1,957,647 and non-discretionary basis 1,567,193 totaling \$3,524,840.

FINANCIAL PLANNING AND CONSULTING SERVICES

MWM may separately provide clients with a broad range of comprehensive financial planning and consulting services outside of the wealth management services described above. The financial planning and consulting services may include pension consulting and non-investment related matters.

In performing its financial planning and consulting services (including those provided under a wealth management relationship), MWM is not required to verify any information received from the client or from the client's other professionals (e.g. attorney, accountant, etc.) and is expressly authorized to rely on such information. MWM may recommend the services of itself, and/or other professionals to implement its recommendations. Clients are advised that a conflict of interest exists if MWM recommends its own services or McKee & Associates, LLC. The client is under no obligation to act upon any of the recommendations may by MWM or McKee & Associates, LLC under a financial planning or consulting engagement or to engage the services of any such recommended professional, including itself. The client retains absolute discretion over all such implementation decisions and is free to accept or reject any of MWM's recommendations. Clients are advised that it remains their responsibility to promptly notify MWM if there is ever any changes in their financial situation or investment objectives for the purpose of reviewing, evaluating, or revising MWM previous recommendations and/or services.

RETIREMENT PLAN SERVICES

MWM provides retirement plan consulting services to sponsors of qualified retirement plans as defined by the Employee Retirement Income Security Act of 1974, as amended ("ERISA"). The services provided by MWM may vary from client to client, and will be tailored to the specific needs of the plan sponsor. Although not intended to be all inclusive, the retirement plan services provided may include plan design consulting, fiduciary best practices assessment, basic compliance reviews, investment policy development, fund menu design, fund manager search and selection, fund replacements, asset allocation modeling, investment monitoring and review, provider fee and service reviews, provider management, provider search and selection, transition services to a new provider, Section 404(c) consulting, education program strategy, and employee meetings.

ADDITIONS AND WITHDRAWALS TO ACCOUNTS

Clients may make additions to and withdrawals from their account at any time, subject to MWM's right to terminate an account. Clients may withdraw account assets on notice to MWM, subject to the usual and customary securities settlement procedures. However, MWM designs its portfolios as long-term investments and the withdrawal of assets may impair the achievement of a client's investment objectives.

MWM tailors its advisory services to the individual needs of clients. MWM consults with clients initially and on an ongoing basis to develop a suitable investment strategy based upon risk tolerance, time horizon and other factors that may impact the clients' investment needs.

Clients are advised to promptly notify MWM if there are changes in their financial situation or investment objectives or if they wish to impose any reasonable restrictions upon MWM's management services. In each level of services described above, the frequency of communications and other services may differ among clients depending upon a number of factors including the size of the account and fees paid by the client, the overall revenue paid to MWM, the likelihood of referrals, the general relationship and other factors.

MWM offers its services on a fee basis, which may include hourly and/or fixed fees, as well as fees based upon assets under management.

WEALTH MANAGEMENT FEES

MWM provides wealth management services for an annual fee that is either: (i) a fixed fee, (ii) an asset based fee calculated as a percentage of the market value of the assets being managed by MWM, or (iii) a combination of the fixed and asset-based fees. MWM's annual free is exclusive of, and in addition to brokerage commissions, transaction fees, and other related costs and expenses which are incurred by the client.

MWM's wealth management fee are negotiable, but generally range from \$1,000 to \$20,000 on a fixed fee basis and/or the following fee schedule:

Assets Under Management	Annualized Fee (%)
First \$500,000	1.50%
Second \$500,000	1.25%
Next \$2,000,000	1.00%
Above \$3,000,000	0.80%
Above \$5,000,000	Negotiable

For investment advisory services, clients shall be billed quarterly, in advance. Client may authorize MWM to directly debit fees directly from the client's custodial account, or may opt to be billed. The fees are calculated based upon the fair market value of the assets under management at the end of the

previous quarter.

All fees paid to MWM for investment advisory services are separate and distinct from the fees and expenses charged by the investment vehicles that the clients are invested within (i.e. mutual funds, ETFs, SMA, REITs). These fees and expenses are described in each investment's prospectus. These fees will generally include a management fee, other fund expenses, and a possible distribution fee.

The specific details of the fee arrangement shall be set forth in the client agreement.

Fees and Compensation for using the AssetMark Platform, are provided in more detail in the AssetMark Platform Disclosure Brochure. Discretionary Manager Fee schedules are included in the Client Billing Authorization or the Appendix A to the Client Service Agreement.

The fees applicable to each Account on the AssetMark Platform may include:

- 1. Financial Advisor Fee,
- 2. Platform Fee,
- 3. Investment Manager Fee; and
- 4. Initial Consulting Fees;

Other fees for special services may also be charged. The client should consider all applicable fees.

FINANCIAL PLANNING AND CONSULTING FEES

MWM may charge a fixed fee and/or hourly fee for financial planning and consulting services. These fees are negotiable, but generally range from \$350 to \$10,000 on a fixed fee basis and/or from \$50 to \$300 on an hourly rate basis, depending upon the level and scope of the services and the professional rendering the financial and/or the consulting services. If the client engages MWM for additional investment advisory services, MWM may offset all or a portion of its fees for those services based upon the amount paid for the financial planning and/or consulting services.

Prior to engaging MWM to provide financial planning and/or consulting services, the client is required to enter into a written agreement with MWM setting forth the terms and conditions of the engagement. Generally, MWM requires one-half of the financial planning / consultant fee (estimated hourly or fixed) payable upon entering the written agreement. The balance is generally due upon delivery of the financial plan or completion of the agreed upon services.

RETIREMENT PLAN SERVICES FEES

MWM offers its retirement plan consulting services on a fee basis which may include a fixed fee as well as an asset based fee calculated as a percentage of the market value of the plan assets. The factors considered by MWM in determining the fee include the specific services requested by the plan sponsor, plan complexity, type of plan, total value of assets in the plan, total number of eligible employees, number of act plan participants, as well as the number and location of facilities operated by the plan sponsor.

MWM retirement plan consulting services are negotiable, but generally ranges from \$500 to \$100,000 on a fixed fee basis. The fixed fee can be in the form of a flat fee or per participant charge. For the asset based fee, MWM annual fee shall either be charged monthly or quarterly, in arrears, based upon the market value of the plan assets on the last day of the previous period. The annual based fee shall vary between 0.10% and 1.00% of the market value of the plan assets.

GENERAL NEGOTIABILITY OF FEES

MWM in its sole discretion, may negotiate to charge a lesser management fee based upon certain criteria (i.e. anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, account composition, pre-existing client, account retention, pro bono activities, etc.).

ACCOUNT CLOSURE

An Investment Advisory Agreement may be canceled at any time, by either party, for any reason upon receipt of 30 days written notice. Upon termination of any account, any prepaid, unearned advisory fees will be refunded, and any earned, unpaid fees will be due and payable. The refund will be calculated by determining the number of "unused" days in the quarter, divided by the total number of days in the quarter. The date of termination will be the date that the client notifies us of their intent to transfer out.

MWM's fees are calculated as described above and are not charged on the basis of a share of capital gains upon or capital appreciation of the funds or any portion of the funds of an advisory client. (SEC Rule 205(a)(1)).

MWM does not provide any services for performance-based fees. Performance-based fees are those based on a share of capital gains on or capital appreciation of the assets of a client.

Item 7 – Types of Clients

MWM provides its services to individuals, families, high net worth individuals, corporate pension/retirement and profit sharing plans, trusts, estates, charitable institutions, corporations and other business entities.

In advising retail clients, MWM utilizes either Platform, AssetMark or DCM, respectively, MWM may select from mutual funds, Exchange Traded Funds (ETF's), Closed End Funds (CEF's) and other investment solutions offered on a specific Platform or jointly. These solutions are provided by a number of institutional investment strategists and based on the information, research, and asset allocation methodology and investment strategies of these institutional strategists, including AssetMark or DCM.

MWM also introduces clients to, and advises on the selection of, independent investment managers who provide discretionary management of individual portfolios using a variety of different securities analysis methods, sources of information and investment strategies. Clients will receive a separate disclosure brochure from these investment managers regarding their investment advisory services.

With respect to clients investing in the AssetMark Platform, MWM introduces clients to, and advises on the selection of, independent investment managers who provide discretionary management of individual portfolios including a wide variety of security types. Clients will receive a separate disclosure from such investment managers regarding any such investment manager's advisory services.

USE OF INDEPENDENT MANAGERS

MWM may recommend the use of *Independent Managers*. In these situations, MWM continues to do ongoing due diligence of such managers, but such recommendations rely to a great extent on the *Independent Managers* ability to successfully implement their investment strategies. In addition, MWM generally may not have the ability to supervise the *Independent Managers* on a day-to-day basis.

It is impossible to shield a portfolio from any risk of loss, regardless of whether those assets are bond or equity oriented. However, by diversifying unsystematic risk (individual security risk) and limiting systematic risk (market risk) to previously client-agreed upon levels, we can build portfolios that can isolate risk of loss to a degree that is acceptable to a client's risk-reward parameters.

Investing in securities involves risk of loss that clients should be prepared to bear.

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to the client's evaluation of MWM and its advisory business or the integrity of MWM's management. MWM does not have any required disclosures to this item.

MWM is required to disclose any relationship or arrangement that is material to its advisory business or to its clients with certain Supervised Persons.

The Officers and other investment adviser representatives of MWM are also engaged in the business of certain affiliated companies. Mr. McKee is a Member of McKee & Associates, LLC and he spends equitable amount of his business time on the advisory activities of MWM.

Insurance Agency

McKee & Associates, LLC is a West Virginia domiciled insurance agency, which was formed on June 21st, 2007. Certain advisory recommendations of MWM may include advice of insurance needs of advisory clients.

Clients are under no obligation to implement any such recommendations through the insurance services of McKee & Associates, LLC and its agents who would receive commission compensation for any product transactions. The receipt of such compensation does create a conflict of interest. Clients will be informed any time that McKee & Associates, LLC and its agents would receive a commission on an insurance product transaction.

The MWM Code of Ethics is intended to establish guidelines that would assist in identifying potentially unethical behavior among MWM personnel. The Code addresses specifically the following areas: Standards of Conduct, Prohibition against Insider Trading, our policies towards personal securities transactions, Gifts and Entertainment, Protection of Confidentiality of Client Information, and Service as a Director. In addition to governing standards elaborated in the Policies and Procedures, the Code of Ethics has established a number of procedures requiring all personnel to submit periodic holding reports and transaction reports to be reviewed by the Compliance Officer. Both documents are required reading annually for all employees of MWM.

MWM or individuals associated with MWM may buy or sell securities identical to those recommended to customers for their personal accounts. In addition, any related person may have an interest or position in a certain securities which may also be recommended to a client.

It is the expressed policy MWM, fully elaborated in both the MWM Policies and Procedures Manual and the Code of Ethics that no person employed by MWM may purchase or sell any security prior to transaction being implemented for an advisory account, and therefore, preventing such employees from benefiting from transactions placed on behalf of advisory accounts. As these situations represent a conflict of interest, MWM has established the following restrictions in order to ensure its fiduciary responsibilities:

- An officer or employee of MWM shall not buy or sell securities for their personal portfolios where
 their decision is substantially derived, in whole or in part, by reason of his her employment unless the
 information is also available to the investment public on reasonable inquiry. No person of MWM
 shall prefer his or her own interest to that of the advisory client.
- 2) MWM maintains a list of all securities holdings for itself, and anyone associated with this advisory practice with access to advisory recommendations. These holdings are reviewed on a regular basis by an appropriate individual of MWM. According to the MWM Code of Ethics, all employees are compelled to provide an initial holding report and must submit quarterly activity reports and monthly statements to be reviewed by the MWM Compliance Officer.
- 3) MWM requires that all individuals must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices.
- 4) Any individual not in observance of the above may be subject to termination.

Clients and prospective clients may contact MWM to request a copy of its Code of Ethics.

Item 12 - Brokerage Practices

MWM assists the client in selecting the risk/return objective and Portfolio Strategists that best suit the client's objectives. The client then specifically directs the accounts to be invested in accordance with the chosen investment solution. When the client selects the investment solutions, the client further direct that the account be automatically adjusted to reflect any adjustment in the asset allocation by the selected Portfolio Strategist. This client authorization results in the purchase and sale of certain mutual funds or ETFs (or transfers between variable annuity sub-accounts) without further authorization by the client or any other party at such time as the Portfolio Strategist changes the composition of the selected model asset allocation.

The client receives confirmation of all transactions in the account and is free to terminate participation of the Platform and retain or dispose of any assets in the account at any time. MWM has no authority to cause any purchase or sale of securities in any client account, or change the selected model asset allocation or to direct the account to be invested in any manner other than as previously authorized by the client.

If a client selects an IMA, UMA or CMA investment solution, the third-party Discretionary Managers are granted the authority to manage the accounts on a discretionary basis, including the authority to buy, sell, select, remove and select securities and other investments for the account, and to select broker-dealers or others through which transactions will be effected.

Item 13 – Review of Accounts

Investors participating in the AssetMark Platform will receive periodic custodial account statements (not less frequently than quarterly) from their account Custodian.

Investors participating in the Delta Capital Management Platform will receive periodic custodial account statements (not less frequently than quarterly) from their account Custodian.

Investors participating in the Mutual of Omaha 401(k) plans will receive periodic custodial account statements (not less frequently than quarterly) from their account Custodian.

With respect to the AssetMark Platform, MWM may, subject to negotiation with AssetMark, receive certain allowances, reimbursements or services from AssetMark in connection with MWM's investment advisory services to its clients, as described below and in further detail in the Appendix 1 of the AssetMark Platform Disclosure Brochure.

Under AssetMark's Business Development Allowance Program, MWM may receive a quarterly business development allowance for reimbursement of qualified marketing/practice development expenses incurred by the Financial Advisor. These amounts vary depending on the value of the assets on the AssetMark Platform held by Clients of the Financial Advisor.

MARKETING SUPPORT FOR ADVISER

MWM may enter into marketing arrangements with AssetMark whereby MWM receives compensation and/or allowances in amounts based either upon a percentage of the value of new or existing Account assets of Clients referred to AssetMark by MWM, or a flat dollar amount.

DIRECT AND INDIRECT SUPPORT FOR ADVISER

AssetMark may sponsor annual conferences for participating Financial Advisory Firms and/or Financial Advisors designed to facilitate and promote the success of the Financial Advisory Firm and/or Financial Advisor and/or AssetMark advisory services.

DISCOUNTED FEES FOR FINANCIAL ADVISORS

Financial Advisors may receive discounted pricing from AssetMark for practice management and marketing related tools and services.

With regard to the AssetMark Platform, MWM does not provide custodial services to its clients. Client assets are held with banks, financial institutions or registered broker-dealers that are "qualified custodians." Clients will receive statements directly from the qualified custodians at least quarterly. We urge clients to carefully review those statements and compare the custodial records to the reports that we provide them. The information in our reports may vary from custodial statements based on accounting procedures, reporting dates or valuation methodologies of certain securities.

With regard to the Delta Capital Management, MWM does not provide custodial services to its clients. The assets' custodian is TD Ameritrade Institutional. Clients will receive statements directly from the qualified custodian at least quarterly. We urge clients to carefully review those statements.

With regard to Mutual of Omaha 401(k) plans, MWM does not provide custodial services to its clients. Third Party Administrators (TPAs) are used either bundled or non-bundled while working with the custodian.

Item 16 - Investment Discretion

MWM usually receives discretionary authority from the client at the outset of an advisory relationship, when the Investment Advisor Agreement is signed, to select the identity and amount of securities to be purchased and sold. In all cases, however, such discretion is to be exercised in a manner consistent with the stated investment objectives for the for the particular client account.

When selecting securities and determining amounts, MWM observes the investment policies, limitations and restrictions of the clients for which it advises. Investment guidelines and restrictions must be provided to MWM in writing. Furthermore, upon request (for an additional fee) MWM can create an Investment Policy Statement (IPS) with the client to follow their guidelines set forth in their investment objectives and time horizon.

Within 401(k) plans, the trustee of the plan may elect to have a specific Qualified Default Investment Alternative (QDIA) selected as its plan's default per the fiduciary 3(21), Pension Protection Act (PPA) of 2006. Those 3(21) fiduciaries who work with Mutual of Omaha as its 3(38), will use discretion to utilize best practices and an IPS to maintain the client's account.

As a matter of firm policy and practice, MWM does not have any authority to and does not vote proxies or any type of corporate action on behalf of advisory clients. Clients retain the responsibility for receiving the voting proxies and corporate actions for any and all securities maintained in client portfolios. MWM may provide advice to clients regarding these matters.

With regard to the AssetMark and DCM Platforms, the Client retains the right to vote proxies if the Account is invested in the Mutual Fund, ETF or Variable Annuity Investment Solution. If the Account is invested in an IMA, CMA, or UMA Investment Solution, the Client designates the applicable Discretionary Manager as their agent to vote proxies on securities in the Account. Client acknowledges that as a result of this voting designation they are also designating the Discretionary Manager as their agent to receive proxies, proxy solicitation materials, annual reports provided in connection with proxy solicitations and other materials provided in connection with the above actions relating to the assets in the Account. However, the Client retains the right to vote proxies and may do so by notifying MWM in writing of the desire to vote future proxies.

Item 18 – Financial Information

Registered Investment Advisers are required in this Item to provide you with certain financial information or disclosures about our financial condition.

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

Item 1 - Cover Page

James Howard McKee, MBA, CRPC, President and Portfolio Manager

McKee & Associates, LLC P.O. Box 30 Scott Depot, WV 25560

This Brochure Supplement dated April 11, 2018 provides information about James Howard McKee that supplements McKee Wealth Management, LLC Disclosure Brochure. A copy of that brochure precedes this supplement.

Please contact James Howard McKee, if MWM Disclosure Brochure is not included with this supplement or if you have any questions about the contents of this supplement.

Additional information about James Howard McKee is available on the SEC's website at: www.adviserinfo.sec.gov

Additional information about James Howard McKee is available on FINRA's website at: brokercheck.finra.org/individual/summary/4884175

Item 2 – Educational Background and Business Experience

James Howard McKee, MBA, CRPC, President and Portfolio Manager, b. 1975 *Education:*

M.B.A., Marshall University Graduate School, 2008 B.B.A., Marshall University, 1998

CRPC, Chartered Retirement Planning Consultant, College for Financial Planning, 2014

Business Background:

McKee Wealth Management, President, 2015 to Present
McKee & Associates, LLC, President, 2007 to Present
Lincoln Financial Securities Corporation, Branch Manager, 2009 to 2015
AXA Advisors, LLC, Registered Representative, 2004 to 2007
City Holding Company, 2000 to 2004

Item 3 – Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of each supervised person providing investment advice. There is no information about James Howard McKee that applies under this Item.

Item 4 – Other Business Activities

James Howard McKee is not engaged in any investment-related businesses outside of McKee Wealth Management, LLC

McKee & Associates, LLC is an insurance agency in the State of West Virginia (aka field marketing organization); whereby, James Howard McKee does actively recruit other insurance agencies and insurance agents for the sole purpose of selling fixed and indexed life insurance, long term care insurance, disability insurance, fixed and equity indexed annuities through a down line channel.

Item 5 – Additional Compensation

James Howard McKee can receive additional compensation from the insurance agency "McKee and Associates, LLC." If the client has a need for any the above mentioned products that are suitable to complete the clients risk and needs assessment in financial planning.

Item 6 – Supervision

McKee Wealth Management, LLC personnel are required to abide by the *Code of Ethics* as presented in our *Supervisory and Compliance Policies and Procedures Manual and Code of Ethics*. The *Code of Ethics* requires that employees "make reasonable efforts to detect and prevent violations of applicable laws, rules, regulations, and the Code and Standard by anyone subject to their supervision or authority." Our compliance policies and procedures detail how our firm maintains compliance with applicable rules and regulations. In addition, all of McKee Wealth Management, LLC employees' activities are monitored by James Howard McKee. Mr. McKee's phone number is (304) 760-8900.