

**FIRM BROCHURE**  
(Part 2A of Form ADV)

May 30, 2018

**Clear Sky Wealth, LLC**  
CRD# 290928

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San Diego, CA 92122  
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**Part 2A of Form ADV (the “Brochure”) provides information about the qualifications and business practices of Clear Sky Wealth, LLC. If you have any questions about the contents of this Brochure, please contact Stephanie Barnier at (619) 490-4059. 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.**

**Clear Sky Wealth is registered as an investment adviser with State of California; however, such registration does not imply a certain level of skill or training and no inference to the contrary should be made.**

**Additional information about Clear Sky Wealth is also available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).**

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**ITEM 1: COVER PAGE**

Please refer to previous page.

**ITEM 2: MATERIAL CHANGES**

Clear Sky Wealth, LLC has the following material changes to report:

- Stephanie Barnier is no longer a registered representative of LPL Financial LLC (“LPL”) as of January 31, 2018. All corresponding references to LPL have been removed throughout this Brochure and Ms. Barnier’s Brochure Supplement.
- Stephanie Barnier is no longer an investment advisory representative of The Wealth Consulting Group (“WCG”) as of January 22, 2018. All corresponding references to WCG have been removed throughout this Brochure and Ms. Barnier’s Brochure Supplement.
- More specific disclosure has been added to reflect Stephanie Barnier’s life and health insurance agency in partnership with Simplicit Financial of Phoenix, Arizona.
- The principal office and place of business has been updated to 5010 Shoreham Place, Suite 120, San Diego, CA 92122

Our prospective clients are strongly encouraged to read this brochure in its entirety prior to engaging Clear Sky Wealth, LLC for any advisory services.

Pursuant to applicable rules, Clear Sky Wealth, LLC will ensure that clients receive a summary of any materials changes to this Brochure within 120 days of the close of Clear Sky Wealth, LLC’s fiscal year. Additionally, as the firm experiences material changes in the future, we will send you a summary of our “Material Changes” under separate cover. Clear Sky Wealth, LLC’s Brochure is available upon request and may be requested by contacting the firm’s Chief Compliance Officer, Stephanie Barnier at (619) 490-4059.

Additional information about the firm and its investment adviser representatives is available on the SEC’s website at <https://www.adviserinfo.sec.gov>.

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**Item 4: Advisory Business****A. Description of Firm**

Clear Sky Wealth, LLC (“CSW” or the “Firm”) is a California-based investment advisory firm that provides investment supervisory services on a discretionary basis to certain Clients described in Item 7 herein. The investment instruments CSW advises its clientele on include, but are not limited to, equity stocks, fixed income securities, bonds, exchange traded funds (“ETFs”), mutual funds, and cash equivalent instruments. Please refer to Item 8 for additional information relating to the investment strategies pursued by CSW and their associated risks.

**B. Principal Owners**

Stephanie Barnier (“Ms. Barnier”) is the Founder & CEO and sole owner of the Firm, and as such, is the control person for CSW.

**C. Types of Advisory Services Offered****1. Financial Planning Services**

CSW’s financial planning services range from comprehensive financial planning to more focused consultations, depending on the needs of each Client. Such services are offered on either a “one-time” or “ongoing” basis as determined by the Client. Generally, CSW evaluates the Client’s financial, business and investment information and makes recommendations designed with the intention of achieving the Client’s overall goals and objectives. Clients have the option of utilizing CSW to implement certain investment recommendations, but are under no obligation to do so. Advice and recommendations may also be given on non-securities matters and any implementation of CSW’s recommendations is entirely at the Client’s discretion. Clients are free at all times to accept or reject any or all recommendations made by CSW and Clients retain the authority and discretion on whether or not to implement any recommendations.

Clients should understand that a potential conflict of interest exists if CSW recommends its own investment management services. Financial planning recommendations are based on the Client’s financial situation at the time the recommendations are provided, and are based on the information provided by the client. In addition, certain assumptions may be made with respect to interest and inflation rates, use of past trends and performance of the market and economy. Past performance is in no way an indication of future performance and CSW cannot offer any guarantees or promises that the Client’s financial goals and objectives will be met. As a Client’s financial situation, goals, objectives, or needs change, the Client is strongly urged to promptly notify CSW. For more information on the risks associated with investing, please refer to Item 8, below.

Please refer to Item 5 below for detailed information on fees and compensation for these services.

**2. Investment Management Services**

CSW provides discretionary and non-discretionary investment advice and management to separately managed accounts on a continuous basis and in accordance with the investment

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objectives and strategies provided by the Client. For discretionary services, the Client (as part of the client agreement with CSW) agrees that CSW will have a limited power-of-attorney to act on a discretionary basis with Client funds. The Firm's discretionary authority may be subject to conditions or restrictions imposed by a Client, such as when a Client restricts or prohibits transactions in a particular security. Please refer to Item 16 for additional information.

CSW will not maintain possession or custody of the funds or securities of any Client. The Client funds will typically be deposited in either a brokerage firm or bank custodian account. With Client consent, CSW may cause fees to be paid out of separately managed accounts by the Client's custodian.

All investment advice is customizable, with each account managed according to the investment objectives, needs, guidelines, risk tolerance, and other information as provided by the Client. This begins through gathering information from each Client on a Client Profile Form, or other similar documentation. Based upon information received from the Client, the Firm selects appropriate investment opportunities and invests Client assets in various allocations and types of securities.

**3. Pension and Profit Sharing Consulting Services**

CSW offers pension-consulting services to qualified and non-qualified retirement and deferred compensation plans. In general, these services include, but are not limited to, the review and/or development of an Investment Policy Statement ("IPS"); analysis, review and recommendation of investment selections; asset allocation advice; communication and education services where CSW assists the plan sponsor in providing meaningful information regarding the retirement plan to its participants; investment performance monitoring and/or ongoing consulting. The plan fiduciary is free to seek independent advice about the appropriateness of any recommended services for the plan.

Please refer to Item 5 below for detailed information on fees and compensation for these services.

**D. Advisory Agreements****1. Information Received by Individual Clients**

At the onset of the Client relationship, CSW gathers information on each Client's investment objectives, risk tolerance, time horizons and financial goals. CSW does not assume responsibility for the accuracy of the information provided by the Client and is not obligated to verify any information received from the Client or from any of the Client's other professionals (e.g., attorney, accountant, etc.). Under all circumstances, Clients are responsible for promptly notifying CSW in writing of any material changes to the Client's objectives, risk tolerance, time horizon, and financial goals. In the event that a Client notifies CSW of any changes, CSW will review such changes and implement any necessary revisions to the Client's portfolio.

**2. Client Agreements and Disclosures**

Each Client is required to enter into a written agreement with CSW setting forth the terms and conditions under which the Firm shall render its services (the "Agreement"). In accordance with

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applicable laws and regulations, CSW will provide its disclosure brochure (ADV Part 2A), brochure supplement (ADV Part 2B) and most recent Privacy Notice to each Client prior to or contemporaneously with the execution of the Agreement. The Agreement between CSW and the Client will continue in effect until terminated by either party pursuant to the terms of the Agreement. CSW's fees (as discussed below) shall be prorated through the date of termination and any remaining balance shall be charged or refunded to the Client, as appropriate, in a timely manner.

Neither CSW nor the Client may assign the Agreement without the consent of the other party. Transactions that do not result in a change of actual control or management of CSW shall not be considered an assignment.

CSW does not provide custodial or other administrative services, and consequently, CSW will not at any time accept or maintain custody of a Client's funds or securities.

As further discussed in Item 15 below, Client's assets will be custodied with a qualified custodian. All custodial and execution fees assessed for Client's assets remain the sole responsibility of Client.

**E. Participation in Wrap Programs**

CSW does not participate in any wrap programs at this time.

**F. Amount of Client Assets Managed**

As of February 16, 2018, the following represents the amount of client assets under management by the Firm on a discretionary and non-discretionary basis:

Type of Account	Assets Under Management ("AUM")
Discretionary	\$10,201,010
Non-Discretionary	\$0
<b>Total:</b>	<b>\$10,201,010</b>

**ITEM 5: FEES AND COMPENSATION****A. Compensation for Advisory Services**

As described in greater detail below, CSW charges different types of fees, including fees based on a percentage of assets under management, fixed fees and hourly fees. The specific fees charged by CSW for its financial planning and investment management services will be set forth in the Client's Agreement.

Fees may be negotiable under certain circumstances at the sole discretion of CSW. In addition, CSW has full discretion to waive its advisory fees in their entirety. Although CSW believes its advisory fees are competitive, Clients should be aware that lower fees for comparable services may be available from other sources.

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**1. Fixed and Hourly Fees**

For Financial Planning services, the Firm generally charges a fixed fee and/or an hourly fee. The Firm's fixed fees may be assessed as a one-time fee, or an ongoing fee dependent upon the services received. Generally, rates range from \$2,500 – \$12,000 on a fixed fee basis, or up to \$350 on an hourly rate basis, based on the scope and complexity of the requested services, as stipulated in the Agreement. These rates may be negotiated based on the sole discretion of the Firm.

Clients receiving “one-time” Financial Planning Services are generally requested to pay 50% of the estimated fee upon execution of the Agreement. An invoice for services is issued on completion of the written analysis, which is payable upon receipt. Client receiving “ongoing” Financial Planning Services will be sent an invoice at the end of each calendar month for services performed during the previous month. Such fee will be payable upon receipt of the invoice. Clients may terminate the Agreement, without penalty, at any time upon written notice. At the time of termination, any prepaid fees will be prorated based on the amount of work completed by the Firm as of the date the notice of termination is received and any unearned fees will be returned to the Client.

For ongoing Pension Consulting Services, the Firm will charge a monthly fee of \$500. However, the rate is negotiable and may vary based upon the complexity of the requested services, as stipulated in the Agreement. The Firm will issue an invoice to Clients receiving Pension Consulting Services on a monthly basis on the same date each month, whereby fees will be due and payable by the Client upon receipt of the invoice. Any unearned fees will be returned to the client.

**2. Fees Based on a Percentage of Assets Under Management**

The Firm provides investment management services to clients for a fee based upon a percentage of assets under management (including cash and cash equivalents) as of the close of business on the last business day of the preceding calendar quarter. The Firm's portfolio management fees are calculated and assessed quarterly, in advance, based on the following annual percentages:

Account Size	Annual Fees
\$0 - \$5,000,000	1.25%
\$5,000,001 +	Negotiable

Investment management fees will be automatically deducted from the Client's account by the custodian as soon as practicable following the end of each applicable period. Should a Client open an account during a quarter, the Firm's management fee will be prorated based on the number of days the account was open during the quarter. In the event the Firm's services are terminated mid-quarter, any paid, unearned fees will be promptly refunded to the Client. The number of days the account was managed during the quarter until termination is used to determine the percentage of the management fee earned (based on the total number of days in the quarter) and the balance is refunded.

Advisory fees are negotiable and arrangements with any particular Client may differ from those

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described above. In addition, for family and friends of the Firm, the Firm may, in its sole discretion, reduce or waive management fees in their entirety.

The Firm may amend its standard fee schedule at any time by giving thirty (30) days advanced written notice to Clients. Should a client have more than one account managed by the Firm, then CSW may elect at its sole discretion to aggregate the Client's accounts for the purpose of computing management fees.

There are times when margin strategies will be employed as part of a Client's portfolio account (please see Item 8 below for risks associated with the use of margin). However, please note that using margin is not suitable for all investors; the use of margin increases leverage in a Client's account and therefore increases overall risk. To assist Clients in understanding risks surrounding margin accounts, CSW provides Clients considering margin accounts with a summary page outlining the main risks, which must be executed by the Client upon opening an account with CSW. All fees are negotiable in the sole discretion of CSW.

Although CSW believes its fees are competitive, Clients are hereby advised that lower fees for comparable services may be available from other sources.

**B. Other Fees and Expenses**

Clients should understand that the fees described above do not include certain charges imposed by third parties such as custodial fees, charges imposed directly by a mutual fund or ETF in the account, which shall be disclosed in the fund's prospectus (e.g., fund management fees and other fund expenses), deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Additionally, Clients may incur brokerage commissions and transaction fees. Clients should further understand that such charges, fees and commissions incurred in connection with transactions for a Client's account will be paid out of the assets in the account and are exclusive of and in addition to the fees charged by CSW.

**C. Additional Information Regarding CSW's Fees**

The Agreement for separately managed accounts executed by Clients specifies that payment of CSW's management fees will be made by the qualified custodian directly from Client's custodial account, unless otherwise specified in writing by the Client. Further, the qualified custodian agrees to deliver an account statement to the Client, at least quarterly, showing all disbursements, including CSW's advisory fees, deducted from the account. The Client is encouraged to review all account statements for accuracy. It is the Client's responsibility (and not the custodian's) to ensure the fee and its calculation in relation to the Client's account is correct. Please note that the fees charged by investment company funds and the Client's custodian are exclusive of, and in addition to, CSW's investment advisory fee. Please refer to Item 5.B below.

An agreement for a separately managed account may be cancelled at any time, by either party, for any reason, customarily upon receipt of 30 days written notice. The advance notice requirement for termination varies by agreement. Upon termination of any account, any prepaid, unearned fees will be promptly refunded and any earned, unpaid fees will be due and payable.

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**D. Outside Compensation**

Certain representatives of CSW are licensed insurance agents with an non-affiliated, life and health insurance companies. There are times when representatives of CSW recommend the purchase of certain insurance products to CSW clients. Upon purchase, the CSW representative, in his or her capacity as an insurance agent, will receive normal and customary commission for the sale of such products. For a detailed description of these arrangements, please see Item 10 below.

**ITEM 6: PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT**

The Firm currently does not charge performance-based fees (i.e., fees calculated based on a share of capital gains upon or capital appreciation of the funds or any portion of the funds of an advisory client). Consequently, the Firm does not engage in side-by-side management of accounts that are charged a performance-based fee with accounts that are charged another type of fee (such as assets under management). As described above, the Firm provides financial planning and advisory services for either a fixed fee, hourly fee or a fee based upon the percentage of assets under management, in accordance with applicable state law.

**ITEM 7: TYPES OF CLIENTS****A. Description**

CSW provides discretionary investment supervisory and management services on a continuous basis to individuals, high net worth individuals, trusts/estates, charitable organizations, businesses and pension and profit sharing plans (“Client”).

The Firm generally requires a minimum initial investment of \$100,000 to open an account, which could be negotiable by the Firm in its sole discretion. However, the Firm reserves the right to accept or decline a potential Client for any reason in its sole discretion. Prior to engaging the Firm to provide any of the investment advisory services described in this Brochure, the Client will be required to enter into one or more written Agreements with the Firm setting forth the terms and conditions under which the Firm shall render its services.

There may be times when certain restrictions are placed by a Client, which prevents CSW from accepting or continuing to manage the account. CSW reserves the right to not accept and/or terminate management of a Client’s account if it feels that the Client imposed restrictions which would limit or prevent it from meeting and/or maintaining its overall investment strategy.

**ITEM 8: METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS****A. Methods of Analysis**

Generally, the Firm recommends asset allocations based upon information provided by the Client reflecting their particular financial circumstances, investment needs, goals and objectives and risk tolerance. This may include multiple securities asset-classes consisting of diversified no- or low-load mutual funds, ETFs. From time to time the Firm may also conduct certain equity stock, fixed income and/or cash transactions. In these situations, the Firm may use fundamental, technical or cyclical analysis based upon publicly available research and reports.

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Following an investment, CSW will continue to monitor the progress and suitability of portfolio investments as well as market and economic outlook. To help develop its investment recommendations, CSW may use commercially available information services and financial publications dealing with investment research. Such information may be obtainable in print, via the internet or by some other means. Issuer-prepared materials (particularly prospectuses) and research releases prepared by third parties are also utilized. CSW also may use research materials prepared by various investment product vendors or custodians. CSW may also obtain information by meeting with management, customers or competitors, attending industry conferences and consulting with experts in the appropriate field.

The investment strategy of CSW is to achieve above-market returns, minimize risk and preserve capital through an investment and portfolio management process focused on minimizing downside risk.

**B. Investment Strategies**

The Firm employs an asset allocation strategy designed for longer-term clients. Prior to investing with CSW, each client's goals, assets, liabilities, investment horizon and objectives, age and risk tolerance has been assessed using a comprehensive wealth plan or thoroughly evaluated by the Firm. This process ensures the Firm has a deep understanding of the Client and investment goals. Based on the client's risk tolerance and investment objectives, the Firm will develop an asset allocation plan for the Client's portfolio. This allocation should not change unless the client's investment objectives or risk tolerance changes.

**C. Risk of Loss**

Investing in securities involves a significant risk of loss which Clients should be prepared to bear. CSW investment recommendations are subject to various market, currency, economic, political and business risks, and such investment decisions may not always be profitable. Clients should be aware that there may be a loss or depreciation to the value of the Client's account. There can be no assurance that the Client's investment objectives will be obtained and no inference to the contrary should be made.

Past performance is not indicative of future results. Therefore, Clients should never assume that future performance of any specific investment or investment strategy will be profitable. Investing in securities (including stocks, mutual funds, and bonds, etc.) involves risk of loss. Further, depending on the different types of investments there may be varying degrees of risk.

Because of the inherent risk of loss associated with investing, our firm is unable to represent, guarantee, or even imply that our services and methods of analysis can or will predict future results, successfully identify market tops or bottoms, or insulate you from losses due to market corrections or declines.

The market value of fixed income securities will generally fluctuate inversely with interest rates and other market conditions prior to maturity. Fixed income securities are obligations of the issuer to make payments of principal and/or interest on future dates, and include, among other securities: bonds, notes and debentures issued by corporations; debt securities issued or

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guaranteed by the U.S. government or one of its agencies or instrumentalities, or by a non-U.S. government or one of its agencies or instrumentalities; municipal securities; and mortgage-backed and asset-backed securities. These securities may pay fixed, variable, or floating rates of interest, and may include zero coupon obligations and inflation-linked fixed income securities. The value of longer duration fixed income securities will generally fluctuate more than shorter duration fixed income securities.

There is no assurance that a mutual fund or ETF will achieve its investment objective. Past performance of investments is no guarantee of future results.

There are certain additional risks associated with the securities recommended and strategies utilized by CSW including, among others:

- Market Risk – Either the stock market as a whole, or the value of an individual company, goes down resulting in a decrease in the value of Client investments. This is also referred to as systemic risk.
- Sector risk – The chance that significant problems will affect a particular sector, or that returns from that sector will trail returns from the overall stock market. Daily fluctuations in specific market sectors are often more extreme than fluctuations in the overall market.
- Non-diversification risk – The risk of focusing investments in a small number of issuers, industries or foreign currencies, including being more susceptible to risks associated with a single economic, political or regulatory occurrence than a more diversified portfolio might be.
- Equity (stock) Market Risk – Common stocks are susceptible to general stock market fluctuations and to volatile increases and decreases in value as market confidence in and perceptions of their issuers change. If you held common stock, or common stock equivalents, of any given issuer, you would generally be exposed to greater risk than if you held preferred stocks and debt obligations of the issuer.
- Fixed Income Risk – When investing in bonds, there is the risk that the issuer will default on the bond and be unable to make payments. Further, individuals who depend on set amounts of periodically paid income face the risk that inflation will erode their spending power. Fixed-income investors receive set, regular payments that face the same inflation risk.
- Interest rate risk – The chance that prices of fixed income securities will decline because of rising interest rates. Similarly, the income from fixed income securities may decline because of falling interest rates.
- Closed-end Funds Risk – The risk that closed-end funds may trade at a discount from their net asset values, which may affect whether the portfolio will realize gains or losses. They may also employ leverage, which may increase volatility (see below).
- Leverage Risk – Excessive borrowing to finance a business' operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.
- Margin – When purchasing securities, the securities may be paid for in full, or it is possible to borrow part of the purchase price from the Client's account custodian or clearing firm. If borrowing funds in connection with the Client account, the Client will be

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required to open a margin account, which will be carried by the clearing firm. The securities purchased in such an account are the clearing firm's collateral for its loan to the Client. If those securities in a margin account decline in value, the value of the collateral supporting this loan also declines, and as a result, the brokerage firm is required to take action in order to maintain the necessary level of equity in the account. The brokerage firm may issue a margin call and/or sell other assets in the Client's account. It is important that each Client fully understand the risks involved in trading securities on margin, which are applicable to any margin account that the Client may maintain. These risks include the following: (i) the Client can lose more funds than deposited in the margin account; (ii) the account custodian or clearing firm can force the sale of securities or other assets in the account; (iii) the account custodian or clearing firm can sell the Client's securities or other assets without contacting the Client; (iv) the Client is not entitled to choose which securities or other assets in the margin account may be liquidated or sold to meet a margin call; (v) the account custodian or clearing firm may move securities held in a cash account to the margin account and pledge the transferred securities; (vi) the account custodian or clearing firm can increase its "house" maintenance margin requirements at any time and they are not required to provide the Client advance written notice; and/or (vii) the Client is not entitled to an extension of time on a margin call. Please note that using margin is not suitable for all investors; the use of margin increases leverage in a Client's account and therefore increases overall risk.

- ETNs – Exchange Traded Notes (ETNs) are senior, unsecured debt securities issued by an underwriting bank. Similar to other debt securities, ETNs have a maturity date and are backed only by the credit of the issuer. ETNs are designed to provide investors access to the returns of various market benchmarks. The returns of ETNs are usually linked to the performance of a market benchmark or strategy, less fees. When a Client buys an ETN, the underwriting bank promises to pay the amount reflected in the index, minus fees upon maturity. Thus ETN has an additional risk compared to an ETF, upon any reduction of credit ratings or if the underwriting bank goes bankrupt, the value of the ETN may be eroded or lost entirely.
- Reinvestment Risk – The risk that interest and principal payments from a bond will be reinvested at a lower yield than that received on the original bond. During periods of declining interest rates, bond payments may be invested at lower rates; during periods of rising rates, bond payments may be invested at higher rates.
- ETF and Mutual Fund Risk – When investing in an ETF or mutual fund, you will bear additional expenses based on your pro rata share of the ETF's or mutual fund's operating expenses, including the potential duplication of management fees. The risk of owning an ETF or mutual fund generally reflects the risks of owning the underlying securities the ETF or mutual fund holds. You will also incur brokerage costs when purchasing ETFs.
- Management Risk – Your investment with our firm varies with the success and failure of our investment strategies, research, analysis and determination of portfolio securities. If our investment strategies do not produce the expected returns, the value of the investment will decrease.
- Opportunity Cost Risk – The risk that an investor may forego profits or returns from other investments.

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**ITEM 9: DISCIPLINARY INFORMATION**

Registered investment advisers such as CSW are required to disclose all material facts regarding any legal or disciplinary events that would be material to a Client's or prospective Client's evaluation of CSW or the integrity of its management. The Firm does not have any such legal or disciplinary events.

**ITEM 10: OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS**

Outside of her activities at CSW, Ms. Barnier also serves as a licensed life and health insurance agent/broker in the states of California (License# 0F91988) and Arizona (License# 10033192) in partnership with Simplicit Financial of Phoenix, Arizona. There are times when Ms. Barnier will recommend the purchase of certain insurance products to CSW clients as part of their financial plan. Upon purchase, Ms. Barnier will receive normal and customary commissions for insurance sales as an insurance agent/broker.

To the extent that Ms. Barnier recommends the purchase of insurance or other investment products where she receives commissions or other compensation for doing so, a conflict of interest exists because Ms. Barnier has an incentive to make recommendations based on compensation received rather than on a client's needs. CSW has adopted certain procedures designed to mitigate the effects of these conflicts. As part of our fiduciary duty to clients, CSW and its representatives endeavor at all times to put the interests of the clients first; and recommendations will only be made to the extent that they are reasonably believed to be in the best interests of the client. Additionally, the conflicts presented by these practices are disclosed to clients through CSW's brochures, client agreement and/or verbally prior to or at the time of entering into an agreement with CSW. Clients are not obligated to implement any recommended transactions by Ms. Barnier. Should the client choose to do so, such implementations are not required to be made through Ms. Barnier, CSW or any particular insurance carrier. CSW clients should understand that lower fees and/or commissions for comparable services may be available from other sources.

Neither CSW nor any of its management persons are registered, or have an application pending to register as a broker-dealer. Further, neither CSW nor its management persons are registered, or have an application pending to register, as a futures commission merchant, commodity pool operator, commodity trading advisor or an associated person of the foregoing entities. Moreover, CSW does not have any relationship or arrangement that is material to its advisory business or to its Clients. CSW does not recommend or select other investment advisers for Clients in exchange for compensation from those advisers.

**ITEM 11: CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING****A. Description of Code of Ethics**

CSW is a fiduciary who owes its Clients undivided loyalty. This fiduciary obligation imposes upon CSW and its associated persons a duty to deal fairly and to act in the best interest of its Clients. In addition, this obligation imposes upon CSW and its associated persons numerous responsibilities, including the duty to render disinterested and impartial advice; to make suitable

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recommendations within the context of the total portfolio to Clients in light of their needs, financial circumstances and investment objectives; to exercise a high degree of care to ensure that adequate and accurate representations of its business and other information about securities are presented to Clients; and to not engage in fraudulent, deceptive or manipulative practices.

To this end, CSW has adopted a Code of Ethics (“Code”) which establishes standards of conduct for the firm’s supervised persons and includes general requirements that such supervised persons comply with the their fiduciary obligations to Clients and applicable securities laws, and specific requirements relating to, among other things, personal trading, insider trading, conflicts of interest and confidentiality of Client information.

Because CSW’s investment professionals and associated persons may transact in the same securities for personal accounts as they may buy or sell for Client accounts, it is important to mitigate potential conflicts of interest. As such, CSW has adopted personal securities transaction policies in its Code, which all of CSW’s associated persons must follow. Specifically, the Code requires personnel to report personal trades and holdings and prohibits or requires pre-clearance for certain trades in certain circumstances. The Code also contains procedures for reporting violations and enforcement. The Code is reviewed and distributed to personnel annually. CSW will provide a copy of its Code of Ethics to any Client or prospective Client upon request. Please contact CSW at (619) 490-4059.

**B. Participation or Interest in Client Transaction**

It is CSW’s policy not to enter into any principal transactions or agency cross transactions on behalf of Client accounts. Principal transactions occur where an adviser, acting as principal for its own account, buys securities from or sells securities to any advisory Client. Agency cross transactions occur where a person acts as an investment adviser in relation to a transaction in which the adviser, or an affiliate of the adviser, acts as broker for both the advisory Client and for another person on the other side of the transaction.

Further, neither CSW nor a related person acts as general partner in a partnership in which the Firm solicits client investments, or acts as an investment adviser to an investment company recommended to clients. Other than allowing for associated persons to buy or sell the same securities recommended or owned by clients (as discussed further below), neither CSW nor any related person buys or sells for clients’ accounts investments in which the adviser or related persons has a material financial interest.

CSW or individuals associated with CSW may buy or sell for their personal account(s) securities or investment products identical to those recommended to or already owned by Clients. Alternatively, CSW may cause Clients to buy a security in which CSW or such individuals have an ownership position. Such recommendations will only be made to the extent that they are reasonably believed to be in the best interests of the Client. Nevertheless, such practices present potential conflicts of interest. To mitigate these conflicts, CSW has adopted a Code of Ethics, which outlines the procedures regarding personal trading that must be followed (see details below). Additionally, as part of CSW’s fiduciary duty to Clients, CSW and its supervised persons will endeavor at all times to put the interests of the Clients first and at all times are required to adhere to CSW’s Code of Ethics.

**Form ADV Part 2A****C. Personal Trading**

On occasion employees of CSW may buy for their own accounts securities which CSW also recommends to Clients. It is possible that officers or employees of CSW may buy or sell securities or other instruments that CSW has recommended to Client and may engage in transactions for their own account in a manner that is inconsistent with CSW's recommendations to a Client. Personal securities transactions by employees may raise potential conflicts of interest when such persons trade in a security that is owned by, or considered for purchase or sale for, a Client.

In order to mitigate this conflict of interest and to comply with all applicable laws and regulations, CSW's Code of Ethics sets forth the professional and fiduciary standards that all associated persons must follow. The Firm's intention is to protect Client interests at all times and to demonstrate CSW's commitment to its fiduciary duties of honesty, good faith and fair dealing with Clients. All associated persons are expected to adhere strictly to the policy and are required to follow specific procedures regarding personal trading, including:

- Adhere to the fundamental standard that employees should not take inappropriate advantage of their position;
- Conduct all personal securities transactions in a manner consistent with the adopted policy;
- Use reasonable care and exercise independent professional judgment when conducting investment analysis, making investment recommendations, taking investment actions, and engaging in other professional activities; and
- Comply with applicable provisions of the federal securities laws.

CSW and its Associated Persons may also buy or sell specific securities for their own accounts based on personal investment considerations, which CSW does not deem appropriate to buy or sell for Clients.

**ITEM 12: BROKERAGE PRACTICES**

When the Firm places orders for the execution of portfolio transactions for Client accounts, those transactions are allocated to brokers and dealers for execution in various markets at prices and commission rates that based upon good faith judgment will be in the best interest of the Client. In addition to using brokers as "agents" and paying commissions, the Firm may affect transactions in securities directly from or to dealers acting as principal at prices that include markups or markdowns and may purchase from underwriters or dealers in public offerings at prices that include compensation to the underwriters and dealers.

The following discussion summarizes the material aspects of the Firm's practices for the selection of broker-dealers to execute Client transactions.

**A. Selection Criteria**

All separately managed account clients are required to establish custodial accounts with a qualified custodian of record. CSW may only implement its investment management recommendations after the Client has arranged for and furnished the Firm with all information

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and authorization regarding accounts with appropriate financial institutions to act as custodian. In addition, in most cases, a Client's broker-dealer also may act as the custodian of the Client's assets for little or no extra cost. Clients should thoroughly consider, however, the differences between having their assets custodied at a broker-dealer versus at a bank or trust company. Some of these differences include, but are not limited to, custodian costs, trading issues, security of assets, Client reporting and technology.

Factors which CSW considers in selecting broker-dealers include their respective financial strength, reputation, execution, pricing, research, and service. The commissions and/or transaction fees charged by particular brokers selected by CSW may be higher or lower than those charged by other broker-dealers.

CSW generally affects all transactions for separately managed accounts through the broker dealer. CSW periodically evaluates the commissions charged and the service provided by the broker- dealer and compares those with other broker-dealers to evaluate whether overall best qualitative execution could be achieved by using alternative broker-dealers. Other factors CSW may consider when evaluating its choice of broker dealer include:

- Ability to trade mutual funds and other investments that CSW determines suitable for a Client's portfolio;
- Any custodial relationship between the Client and the broker-dealer;
- Excellent customer service;
- Interaction simplicity with the Adviser;
- Discount transaction rates; and
- Reliability and financial stability.

For those Clients who select broker-dealers not recommended by the Firm, Clients should be aware that the Firm may not be able to negotiate specific brokerage commission rates with the broker on the Client's behalf, or seek better execution services or prices from other broker-dealers. As a result, the client may pay higher commissions and/or receive less favorable net prices on transactions for their account than might otherwise be the case and that the Firm will have limited ability to ensure the broker-dealer selected by the client will provide best possible execution.

**B. Best Execution**

CSW will generally seek "best execution" in light of the circumstances involved in transactions. In seeking best execution, the determinative factor is not the lowest possible cost, but whether the transaction represents the overall best qualitative execution, taking into consideration the full range of a broker-dealer's services, including among others, net price, reputation, financial strength and stability, efficiency of execution and error resolution, the size of the transaction and the market for the security. CSW will not obligate itself to obtain the lowest commission or best net price for an account on any particular transaction. Consistent with the foregoing, while CSW will seek competitive rates, it may not necessarily obtain the lowest possible commission rates for Client transactions.

To ensure that brokerage firms selected by CSW are conducting overall best qualitative execution, CSW will periodically (and no less often than annually) evaluate the trading process and brokers

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utilized. This evaluation will include, but is not limited to price, commission, timing, research, aggregated trades, capable floor brokers or traders, competent block trading coverage, ability to position, capital strength and stability, reliable and accurate communications and settlement processing, use of automation, knowledge of other buyers or sellers and administrative ability.

**1. Research and Other Soft Dollar Benefits**

CSW maintains relationships with, and recommends the services of various qualified third-party broker-dealer custodians. While CSW does not enter into formal “soft dollar arrangements” with those broker/custodians whom we recommend to clients, CSW does receive certain benefits. As further described below, such benefits can include research reports, services and seminars, computer software and other products and services to assist the Firm in research and other facets of its day-to-day activities. Selecting a broker-dealer in recognition of the provision of services or products other than transaction execution is known as paying for those services or products with “soft dollars.” The Firm’s receipt of soft dollar services and products benefit CSW since client brokerage fees are used to obtain such benefits and the Firm does not have to produce or pay for the research, products or services. Consequently, CSW may have an incentive to select or recommend a broker-dealer based on these benefits rather than in the clients’ interest in receiving most favorable execution. These practices may also cause clients to pay fees that are higher than those that another qualified broker-dealer might charge to effect the same or similar transaction.

To help mitigate the conflicts of interest created by CSW’s receipt of soft dollar benefits and to help ensure that broker-dealer custodians recommended by the Firm are conducting overall best qualitative execution, CSW will periodically evaluate its trading process and brokers utilized. CSW will review the brokerage firm’s services, their value added to the Firm’s investment process along with the broker’s ability to affect trades in a fair and timely manner at competitive commission rates. At that time brokerage firms not currently utilized will be considered for inclusion if the President of CSW deems that such brokerage firms will significantly improve the Firm’s overall management of client accounts.

**2. Economic Benefits of Being on the Schwab Platform**

CSW typically recommends that clients establish brokerage accounts with the Schwab Advisor Services division of Charles Schwab & Co., Inc. (“Schwab”), a registered broker-dealer, member SIPC, to maintain custody of clients’ assets and to effect trades for their accounts. The final decision to custody assets with Schwab is at the discretion of the client, including those accounts under ERISA or IRA rules and regulations, in which case the client is acting as either the plan sponsor or IRA accountholder. CSW is independently owned and operated and not affiliated with Schwab. Schwab provides CSW with access to its institutional trading and custody services, which are typically not available to Schwab retail investors. These services generally are available to independent investment advisors on an unsolicited basis, at no charge to advisors. Schwab’s services include brokerage services that are related to the execution of securities transactions, custody, research, including that in the form of advice, analyses and reports, 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.

Schwab also makes available to CSW other products and services that benefit CSW, but may not benefit its clients’ accounts. These benefits may include national, regional or CSW specific

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educational events organized and/or sponsored by Schwab Advisor Services. Other potential benefits can include occasional business entertainment of personnel of CSW by Schwab Advisor Services personnel, including meals, invitations to sporting events, including golf tournaments, and other forms of entertainment, some of which may accompany educational opportunities. Other of these products and services assist CSW in managing and administering clients' accounts. These include software and other technology (and related technological training) that provide access to client account data (such as trade confirmations and account statements), facilitate trade execution (and allocation of aggregated trade orders for multiple client accounts), provide research, pricing information and other market data, facilitate payment of CSW fees from its clients' accounts, and assist with back-office training and support functions, recordkeeping and client reporting. Many of these services generally may be used to service all or some substantial number of CSW's accounts, including accounts not maintained at Schwab Advisor Services. Schwab Advisor Services also makes available to CSW other services intended to help CSW manage and further develop its business enterprise. These services can include professional compliance, legal and business consulting, publications and conferences on practice management, information technology, business succession, regulatory compliance, employee benefits providers, human capital consultants, insurance and marketing. In addition, Schwab can make available, arrange and/or pay vendors for these types of services rendered to CSW by independent third parties. Schwab Advisor Services can 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 CSW. While, as a fiduciary, CSW endeavors to act in its clients' best interests, CSW's recommendation that clients maintain their assets in accounts at Schwab may be based in part on the benefit to CSW of the availability of some of the foregoing products and services and other arrangements and not solely on the nature, cost or quality of custody and brokerage services provided by Schwab, which may create a potential conflict of interest.

**3. Directed Brokerage**

Clients may direct CSW in writing to use a particular broker-dealer to execute some or all transactions for the Client. In that case, the Client will negotiate terms and arrangements for the account with that broker-dealer, and CSW will not seek better execution services or prices from other broker-dealers or be able to "batch" Client transactions for execution through other broker-dealers with orders for other accounts managed by the Adviser. As a result, the Client may pay higher commissions or other transaction costs or greater spreads, or receive less favorable net prices, on transactions for the account than would otherwise be the case. Subject to its duty of best execution, CSW may decline a Client's request to direct brokerage if, in CSW's sole discretion, such directed brokerage arrangements would result in additional operational difficulties or violate restrictions imposed by other broker-dealers.

**C. Trade Aggregation and Allocation**

Transactions for each client will be effected independently, unless CSW decides to purchase or sell the same securities for several clients at approximately the same time. CSW performs investment management services for various clients, some of which may have similar investment objectives. CSW may aggregate sale and purchase orders with other client accounts and proprietary (employee) accounts that have similar orders being made at the same time, if in CSW's judgment such aggregation is reasonably likely to result in an overall economic benefit to the affected accounts. Such benefits may include better transaction prices and lower trade execution costs. CSW may (but is not obligated to) combine or "batch" such orders to obtain

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best execution, to negotiate more favorable commission rates, or to allocate equitably among CSW's clients differences in prices and commissions or other transaction costs that might have been obtained had such orders been placed independently. If all aggregate orders do not fill at the same price, transactions will generally be averaged as to price and allocated among participating accounts pro rata to the purchase and sale orders placed for each participating account on any given day. If such orders cannot be fully executed under prevailing market conditions, CSW may allocate the securities traded among participating accounts and each similar order in a manner which it considers equitable, taking into consideration, among other things, the size of the orders placed, the relative cash positions of each account, the investment objectives of the accounts, and liquidity of the security.

**ITEM 13: REVIEW OF ACCOUNTS****A. Periodic Reviews**

Accounts are monitored on an ongoing basis, which includes detailed periodic reviews. The frequency of reviews is at the discretion of CSW, but accounts are typically reviewed not less than annually. Accounts are reviewed for performance, consistency with the investment strategy and Client objectives, and other account parameters in order to determine if any adjustments need to be made. All reviews are performed by the Firm's Founder & CEO, Stephanie Barnier.

For Clients receiving financial planning services, financial plans will only be reviewed if the Client selects to receive "ongoing" financial planning services from the Firm. In such situations, the Client's financial plan will be reviewed as determined by the complexity of the Client's financial situation, or as may be requested by the Client, but in no case less than annually.

**B. Other Reviews and Triggering Events**

In addition to the periodic reviews described above, reviews may be triggered by changes in a Client's personal, tax or financial status. Account holdings also are reviewed when changing market conditions warrant such review. Clients are encouraged to notify the Firm and its advisory representatives of any changes in his/her personal financial situation that might affect his/her investment needs, objectives, or time horizon.

**C. Regular Reports**

Written account statements are generated no less than quarterly and are sent directly from the account custodian. These statements list the account positions, activity in the account over the covered period, and other related information, including any fees deducted from the account. Clients are also sent confirmations following each brokerage account transaction unless confirmations have been waived.

In addition, clients may receive other supporting reports from mutual funds, trust companies, broker-dealers or insurance companies based on their involvement with the account and their applicable internal reporting requirements.

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**ITEM 14: CLIENT REFERRALS AND OTHER COMPENSATION****A. Economic Benefits Received****Soft-Dollar Benefits**

As discussed under Item 12, CSW may enter into “soft dollar” arrangements whereby brokerage transactions are directed to certain broker-dealers in return for investment research products and/or services which assist CSW in its investment decision-making process. The receipt of such services may be deemed to be the receipt of an economic benefit by CSW, and although customary, these arrangements give rise to potential conflicts of interest, including the incentive to allocate securities transactional business to broker-dealers based on the receipt of such benefits rather than on a Client’s interest in receiving most favorable execution.

**1. Economic Benefits of Being on the Schwab Platform**

As discussed under Item 12, CSW typically recommends that clients establish brokerage accounts with the Schwab to maintain custody of clients’ assets and to effect trades for their accounts. Schwab makes available to CSW certain products and services that benefit CSW, but may not benefit its clients’ accounts such as educational events, entertainment and other services. This arrangement gives rise to potential conflicts of interest, including the incentive to allocate securities transactional business to Schwab based on the receipt of such benefits. Please refer to Item 12 above for additional information.

**2. Additional Economic Benefits**

Additionally, as mentioned above, certain CSW representatives have outside business activities that provide additional compensation. Please refer to Item 10 above, and/or the respective representative’s Form ADV Part 2B, for detailed information regarding the business activities, the compensation received, the related conflicts and how CSW mitigates such conflicts.

**B. Compensation for Client Referrals**

The Firm does not directly or indirectly compensate any person who is not a supervised person for client referrals.

**ITEM 15: CUSTODY**

Under state regulations, CSW is deemed to have custody of Client funds or securities by reason of the fact that CSW has authority to debit its fees directly from the Client’s account. Custody of account assets will be maintained with an independent qualified custodian.

Clients will receive statements on at least a quarterly basis directly from the qualified custodian that holds and maintains their assets. Clients are urged to carefully review all custodial statements and compare them to any account reports provided by CSW. CSW reports may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities. Please refer to Item 12 for additional important disclosure information relating to CSW’s practices and relationships with custodians.

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Under state regulations, advisers with custody are generally required to undergo an independent verification of the assets for which the adviser has custody through an annual surprise examination by an independent certified public accountant. Advisers, such as CSW, which are deemed to have custody solely as a consequence of the authority to debit fees directly from Client accounts are not required to obtain an independent verification of those Client funds and securities maintained by a qualified custodian so long as certain steps are followed. This includes providing each Client (as well as the custodian) with an invoice or similar statement that includes the adviser's fee and information on how it was calculated. Clients should understand that it is their responsibility to ensure that the fee calculation is correct, and not the custodian.

**ITEM 16: INVESTMENT DISCRETION****A. Discretionary Authority; Limitations**

Unless Clients specifically request in writing that the Firm manage all or part of their account on a non-discretionary basis, by signing the Firm's Agreement, Clients authorize CSW to exercise full investment discretion over (1) which securities are to be bought or sold in Client accounts; (2) the amount of securities to be bought or sold in Client accounts; and (3) when transactions are made. This means that CSW does not have to obtain prior consent from the Client when investing Client assets. However, such discretion is to be exercised in a manner consistent with each Client's stated investment objectives, risk tolerance, and time horizon. In addition, CSW's authority to trade securities may be limited in certain circumstances by applicable legal and regulatory requirements. In some instances, CSW's discretionary authority may be limited by conditions imposed by Clients on CSW's discretionary authority, including restrictions on investing in certain securities or types of securities. All such limitations, restrictions, and investment guidelines must be provided to CSW in writing.

**B. Limited Power of Attorney**

By signing CSW's Agreement, Clients authorize CSW to exercise this full discretionary authority with respect to all investment transactions involving the Client's investment management account. Pursuant to such Agreement, CSW is designated as the Client's attorney-in-fact with discretionary authority to effect investment transactions in the Client's account which authorizes CSW to give instructions to third parties in furtherance of such authority.

**ITEM 17: VOTING CLIENT SECURITIES**

CSW's policy and practice is to not vote proxies on behalf of its Clients and therefore, shall have no obligation or authority to take any action or render any advice with respect to the voting of proxies solicited by or with respect to issuers of securities held in a Client's account, unless the account is an ERISA account and such authority has not been delegated to another named fiduciary in the plan's written documents. Consequently, the Client retains the responsibility for receiving and voting all proxies for securities held within the Client's account. CSW shall not be deemed to have proxy voting authority solely as a result of providing advice or information about a particular proxy vote to a Client.

CSW typically does not advise or act for Clients with respect to any legal matters, including bankruptcies and class actions, for the securities held in Clients' accounts.

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**ITEM 18: FINANCIAL INFORMATION**

CSW does not require or solicit prepayment of more than \$500 in fees per Client, six months or more in advance and therefore is not required to provide a balance sheet. CSW does not have any financial commitments that impair its ability to meet contractual and fiduciary obligations to Clients, and has not been the subject of a bankruptcy proceeding.

**ITEM 19: REQUIREMENTS FOR STATE-REGISTERED ADVISERS****A. Principal Executive Officers and Management Persons**

Please refer to CSW's supplemental brochure (Form ADV Part 2B) for information concerning the formal education and business background for CSW's principal.

**B. Other Business Activities**

As stated in Item 10 above, outside of her activities at CSW, Ms. Barnier also serves in the role of a licensed insurance agent/broker in the states of California (License # 0F91988) and Arizona (License 10033192). There are times when Ms. Barnier will recommend the purchase of certain insurance products to CSW clients as part of their financial plan. Upon purchase, Ms. Barnier will receive normal and customary commissions for insurance sales as an insurance agent/broker.

Please see Item 10 and Ms. Barnier's Form ADV Part 2B for additional information.

**C. Performance-Based Fees**

As noted in response to Item 6 above, the Firm does not charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a Client). The Firm provides advisory services for hourly fees, fixed fees, or fees based on a percentage of assets under management, depending on the specific type of services to be provided. Please refer to Item 5 for additional information about the Firm's fees and compensation.

**D. Disciplinary or Legal Events**

As noted in response to Item 9 above, neither the Firm nor any of its representatives have any disciplinary or legal events to disclose.

**E. Relationships or Arrangements with Issuers of Securities**

Neither CSW nor any of its management persons have any relationships or arrangements with any issuer of securities.

**F. Disclosure of Material Conflicts of Interest**

Material conflicts of interest relating to CSW, and its associates, which would be reasonably expected to impair the rendering of unbiased and objective advice, have been disclosed herein.

**BROCHURE SUPPLEMENT**  
(Form ADV Part 2B)

May 30, 2018

**Stephanie Barnier, CFP®**  
CRD# 4223018

**Clear Sky Wealth, LLC**

5010 Shoreham Place, Suite 120  
San Diego, CA 92122  
Phone: (619) 490-4059

**This brochure supplement provides information about Stephanie Barnier that supplements Clear Sky Wealth, LLC's ("CSW") Firm Brochure, of which you should have received a copy. Please contact Ms. Barnier at (619) 490-4059 if you did not receive CSW's Firm Brochure or if you have any questions about the contents of this supplement. Thank you.**

**Additional information about Stephanie Barnier is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).**

### **ITEM 1: COVER PAGE**

Please see previous page.

### **ITEM 2: EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE**

#### **Stephanie Barnier**

Year of Birth: 1980

#### **Educational Background**

University of San Diego – 1998 – 2002 B.S. Business Administration

#### **Business Background**

- 10/2017 – Present: Clear Sky Wealth, LLC: Founder & CEO, and Investment Adviser Representative
- 11/2014 – 01/2018: WCG Wealth Advisors, LLC; Investment Advisor
- 11/2014 – 01/2018: LPL Financial LLC; Registered Representative
- 02/2011 – 11/2014: New England Securities; Registered Representative
- 06/2009 – 02/2011: Morgan Stanley Smith Barney; Investment Advisor
- 07/2007 – 06/2009: Morgan Stanley & Co., Incorporated; Financial Advisor

#### **Professional Designations:**

**(“CFP®”). Certified Financial Planner™ - CFP®**

Stephanie Barnier holds the professional designation of Certified Financial Planner™. The CFP® certification is a financial planning credential awarded by the Certified Financial Planner Board of Standards Inc. (the “CFP Board”) to individuals who meet its education, examination, experience and ethics requirements. Eligible candidates are generally required to have three years of financial planning related experience and possess a bachelor’s degree from an accredited U.S. college or university. Certificants are further required to complete a CFP Board-Registered Education Program (or possess a qualifying professional credential), clear a personal and professional background check, and pass the CFP® Certification Examination, a ten-hour multiple-choice exam divided into three separate sessions. In order to maintain the certification, CFP® designees must also complete at least 30 hours of continuing education every two years on an ongoing basis.

### **ITEM 3: DISCIPLINARY INFORMATION**

CSW is required to disclose all material facts regarding any legal or disciplinary event that would be material to your evaluation of each person providing investment advice to clients or who has discretionary authority over client assets. Ms. Barnier has no applicable legal or disciplinary events required to be disclosed under this Item.

#### **ITEM 4: OTHER BUSINESS ACTIVITIES**

##### **A. Insurance Agent**

Outside of her activities at CSW, Ms. Barnier also serves as a licensed life and health insurance agent/broker in the states of California (License# 0F91988) and Arizona (License# 10033192) in partnership with SimPLICIT Financial of Phoenix, Arizona. There are times when Ms. Barnier will recommend the purchase of certain insurance products to CSW clients as part of their financial plan.

To the extent that Ms. Barnier recommends the purchase of insurance or other investment products where she receives commissions or other compensation for doing so, a conflict of interest exists because Ms. Barnier has an incentive to make recommendations based on compensation received rather than on a client's needs. CSW has adopted certain procedures designed to mitigate the effects of these conflicts. As part of our fiduciary duty to clients, CSW and its representatives endeavor at all times to put the interests of the clients first; and recommendations will only be made to the extent that they are reasonably believed to be in the best interests of the client. Additionally, the conflicts presented by these practices are disclosed to clients through CSW's brochures, client agreement and/or verbally prior to or at the time of entering into an agreement with CSW. Clients are not obligated to implement any recommended transactions by Ms. Barnier. Should the client choose to do so, such implementations are not required to be made through Ms. Barnier, CSW or any particular insurance carrier. CSW clients should understand that lower fees and/or commissions for comparable services may be available from other sources.

#### **ITEM 5: ADDITIONAL COMPENSATION**

Outside of her ordinary compensation earned from her position with CSW, as described in Item 4 above, Ms. Barnier also receives normal and customary commissions for the sale of insurance products in her capacity as an insurance agent. Please see Item 4 above for additional information and conflicts related to the receipt of such compensations.

#### **ITEM 6: SUPERVISION**

Ms. Barnier is the sole owner of CSW. As such, Ms. Barnier is responsible for all advice provided to clients. Ms. Barnier may be contacted at (619) 490-4059.

#### **ITEM 7: REQUIREMENTS FOR STATE REGISTERED ADVISERS**

##### **A. Additional Disciplinary Information**

As disclosed in Item 3 above, Ms. Barnier has no disciplinary or legal information to disclose.

##### **B. Bankruptcy Information**

Ms. Barnier has not been the subject of any bankruptcy proceedings.