Form ADV Part 2A Brochure

February 26, 2020

United Income, Inc.

Principal Office

1660 L Street NW
Suite 1000
Washington, D.C. 20036
(202) 539-1039
unitedincome.com

This Brochure provides information about the qualifications and business practices of United Income, Inc. If you have any questions about the contents of this Brochure, please contact us by phone at (202) 539-1039 or by email at uicompliance@capitalone.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission ("SEC") or by any state securities authority.

Additional information about United Income, Inc. is also available on the SEC's website at www.adviserinfo.sec.gov.

Separate wrap fee program brochures have been prepared for United Income, Inc.'s United Income Wrap Fee Program and Traditional Wrap Fee Program. Please contact us at uicompliance@capitalone.com to request a copy of the wrap fee program brochures, or visit the SEC's website at www.adviserinfo.sec.gov to view United Income Inc.'s wrap fee program brochures.

Item 2: Material Changes

This Form ADV Part 2A Brochure, dated February 26, 2020, provides information on material changes to United Income's Brochure dated December 2019; such material changes are as follows:

- Item 4 – As the result of an internal reorganization completed in February 2020, United Income, Inc. is now a direct subsidiary of Capital One Financial Corporation. Prior to the reorganization, United Income, Inc. was an indirect subsidiary of Capital One Financial Corporation.
- Item 5 – United Income, Inc. has revised its standard fee schedule and has provided clarifying information on its tiered fee structure.

Item 3: Table of Contents

Item 4: Advisory Business

General Description of the Company

United Income, Inc. ("United Income," the "Advisor," the "firm," "us," "we," "our"), a subsidiary of Capital One Financial Corporation ("Capital One"), is an SEC-registered investment adviser that offers portfolio management and financial planning services to clients.

United Income was founded by Matt Fellowes in April 2016. He was previously the founder and CEO of HelloWallet, Chief Innovation Officer of Morningstar, and Fellow at The Brookings Institution. Fellowes has also been an Adjunct Professor at Georgetown University and George Washington University.

United Income's investment program aims to extend the life and potential of money to complement the innovations that have extended human life. Our unified system of money management reflects a deeply held belief that financial decisions are interconnected. New data and technology allow us to observe and understand these relationships in new ways. Our goal is to translate this unique understanding into powerful and personalized money management for our clients that is designed to help bring their retirement dreams to life.

Our team brings decades of experience in the finance and technology markets. Our full-time team and company advisors have written or overseen the laws governing the retirement and financial markets in places such as the White House and Department of Treasury; have worked on technology used by millions of people at places such as Amazon and Palantir; and have won awards like the Webby for best financial services software.

In 2019, Capital One acquired United Income in an effort to expand their wealth management service offerings.

Summary of Investment Advisory Services

This Brochure describes the investment advisory services offered under the United Income Traditional Portfolio Services and Corporate Sponsored Retirement Plan Consulting Services programs. Unless otherwise specified, references in this Brochure to "Clients" means clients of the Traditional Portfolio Services and the Corporate Sponsored Retirement Plan Consulting Services programs, and references to the advisory services provided by United Income mean the portfolio management and financial planning services provided to the clients of these programs.

United Income also provides advisory services through two wrap fee programs, the United Income Wrap Fee Program and the Traditional Wrap Fee Program, each of which is described in a separate wrap fee program brochure available on the SEC's website at www.adviserinfo.sec.gov.

Traditional Portfolio Management Services

We provide Traditional Portfolio Management Services to clients seeking continuous advice regarding the investment of funds based on their individual needs. Through personal discussions, we will establish goals and objectives, develop a personal investment policy, and create and manage each client's portfolio. During our data-gathering process, we determine individual objectives, time horizons, risk tolerance, and liquidity needs. As appropriate, we also review and discuss prior investment history, as well as family composition and background.

United Income manages these advisory accounts on a discretionary and non-discretionary basis. Account supervision is guided by stated objectives (i.e., maximum capital appreciation, growth, income, or growth and income).

In both non-discretionary and discretionary relationships, the client may impose reasonable restrictions on investing in certain securities, types of securities, or industry sectors. Our investment recommendations are not limited to any specific product or service and will generally include advice regarding the following securities:

- ETFs and other exchange listed securities
- Securities traded over-the-counter

- Foreign issuers
- Corporate debt securities (other than commercial paper)
- Commercial paper
- Certificates of deposit
- Municipal securities
- Mutual fund shares
- United States governmental securities
- Interests in partnerships investing in real estate
- Interests in partnerships investing in oil and gas interests

Because some types of investments involve additional degrees of risk, these investments will only be implemented or recommended to clients when consistent with stated investment objectives, risk tolerance, liquidity and suitability.

Corporate Sponsored Retirement Plan Consulting Services

United Income's Corporate Sponsored Retirement Plan Consulting Services can be provided separately or in combination, and on either a discretionary or non-discretionary basis. While the primary clients for these services will be pension, profit sharing, and 401(k) plans, we offer these services, where appropriate, to individuals and trusts, estates, and charitable organizations. Corporate Sponsored Retirement Plan Consulting Services comprise four distinct services. Clients may choose to use any or all of the following services:

Investment Policy Statement (IPS) Preparation

We meet with the client (in person or over the telephone) to determine an appropriate investment strategy that reflects the corporation's stated investment objectives for management of the overall plan. We the prepare a written IPS detailing those needs and goals and provide a proposed strategy to achieve those goals. The IPS also lists the criteria for selection of investment vehicles, as well as the procedures for monitoring investment performance.

Selection of Investment Vehicles

We assist the corporation in constructing appropriate asset allocation models. We will then review various investment vehicles such as mutual funds and exchange traded funds (both index and managed) to determine which investments are appropriate to implement the client's IPS. When providing non- discretionary investment advisory services, we are responsible for making investment recommendations to the plan regarding the fund options made available to plan participants. The plan fiduciaries are ultimately required to exercise their discretion to act upon the investment recommendations we make. When providing discretionary investment advisory services, we are solely responsible for determining the appropriate investment options available to plan participants. We work with the plan administrator and qualified custodian to ensure the selected investment options are available to plan participants.

Monitoring of Investment Performance

We monitor client investments based on the procedures and timing intervals delineated in the IPS. When we provide non-discretionary investment advisory services we are not involved in any way in the purchase or sale of these investments, although we monitor the client's portfolio and will make recommendations to the client as market factors and the client's needs dictate. When we provide discretionary investment advisory services we are responsible for the ongoing monitoring of investment options and implementing changes as necessary. Plan fiduciaries are given notice of changes to existing allocations and/or investment choices; however, we implement those changes as promptly as possible in coordination with the administrator and plan custodian. Consent of the plan for investment options changes is not required.

Employee Communications

For pension, profit sharing, and 401(k) plan clients with individual plan participants exercising control over assets in their own account (''self-directed plans''), we also provide educational support and investment workshops designed for the plan participants when the plan sponsor engages our firm to provide such services. We will determine the nature of the topics to be covered in partnership with the client under the guidelines established in ERISA Section 404(c). The educational support and investment workshops will NOT provide plan participants with individualized, tailored investment advice or individualized, tailored asset allocation recommendations.

Company Ownership

United Income's principal owner is Capital One Financial Corporation.

As of November 30th, 2019, United Income managed a total of $1,030,854,467 of client assets, constituting $1,014,093,641 of client assets managed on a discretionary basis and $16,760,826 of client assets managed on a non-discretionary basis. The non-discretionary assets managed under our Corporate Sponsored Retirement Plan Consulting Services are not included in the amount we report as "regulatory assets under management" in response to Item 5 of Form ADV Part 1A.

Item 5: Fees and Compensation

Traditional Portfolio Management Services

The standard advisory fee for Traditional Portfolio Management Services is assessed as an annualized rate of each corresponding tier of assets under management, in accordance with the following tiered fee structure:

Assets Under Management		Annualized Rate
$0 to	$250,000	1.25%
Next	$750,000	0.99%
Next	$1,000,000	0.89%
Next	$3,000,000	0.79%
Next	$5,000,000	0.69%
Above	$10,000,000	0.59%

United Income's management fees are paid quarterly, in advance, and are deducted directly from the client's custodial accounts. The management fee is based on the monthly average balance of the client's account during each billing period. If a client terminates its relationship with United Income during a quarter, we will refund a prorated portion of the prepaid management fee based on the number of days left in the quarter. A minimum of $100,000 of assets under management is required for this service. This account size and fees are negotiable under certain circumstances as described below.

Clients receiving Traditional Portfolio Management Services who entered into investment advisory agreements with other investment advisers prior to consenting to United Income's management of their investment portfolios are subject to the management fees and billing process contained in their particular investment advisory agreements.

United Income's fees do not include other related costs and expenses which include certain charges imposed by the custodian. These costs include custodial fees, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees on brokerage accounts and securities transactions. Mutual funds, money market funds and ETFs also charge shareholders certain fees that are disclosed in the fund's prospectus. To the extent that a client invests in mutual funds, money market funds and ETFs, the client will bear its pro rata portion of such fees, which may include, but are not limited to, a management fees, upfront and contingent deferred sales charges (or 'loads'), shareholder servicing fees, recordkeeping and sub-transfer agency fees and distribution fees (sometimes referred to as "12(b)(1) fees."). We do not receive any portion of the fees charged by mutual funds, money market funds and ETFs, but clients should understand that such fees are in addition to the management fee the client pays us. Clients should review the prospectuses of each fund in which they invest to fully understand the total amount of fees to be paid. Services similar to those we offer may be available elsewhere for more or less than the amounts we charge.

Limited Negotiability of Advisory Fees

Although United Income has established the aforementioned management fee schedule, we retain the discretion to negotiate alternative fees on a client-by-client basis. Client facts, circumstances, and needs are considered in determining whether United Income may discount a client's management fee. These factors include the complexity of the client, assets to be placed under management, anticipated future additional assets, related accounts, portfolio style, account composition, and reports provided to the client, among other factors. The specific annual management fee schedule is identified in the advisory agreement between United Income and each client United Income will group certain related client accounts for the purposes of achieving the minimum account size requirements and determining the annualized fee.

Management fee waivers, which are not generally available to our advisory clients, are offered to employees of United Income and their family members, defined as children, siblings, parents, grandparents, registered domestic partners or spouses, in-laws, and aunts and uncles.

Corporate Sponsored Retirement Plan Consulting Services

Our fees for Corporate Sponsored Retirement Plan Consulting Services are based on a percentage of assets under advisement. We charge an annual fee for Corporate Sponsored Retirement Plan Consulting Services that ranges from 0.05% to 1.25% of plan assets, and we have in the past also charged an hourly rate documented in the advisory contract, depending on the services requested and the size of the plan.

Plan sponsors are invoiced in advance at the beginning of each calendar quarter.

A minimum fee of $2,500 is required. This account size and fee are negotiable under certain circumstances.

Clients of our Corporate Sponsored Retirement Plan Consulting Services who entered into investment advisory agreements with other investment advisers prior to consenting to United Income plan management are subject to the management fees and billing process contained in the particular investment advisory agreements such clients entered into with their previous adviser.

General Information About All Services

Termination of the Advisory Relationship

A client agreement can be canceled at any time, by either party, for any reason upon receipt of 30 days' written notice. As disclosed above, certain fees are paid in advance of services provided. Upon termination of any account, any prepaid, unearned fees will be promptly refunded. In calculating a client's reimbursement of fees, we will prorate the reimbursement according to the number of days remaining in the billing period.

Mutual Fund Fees

All fees paid to United Income for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds and/or ETFs to their shareholders. These fees and expenses are described in each fund's prospectus. These fees will generally include a management fee, other fund expenses, and a possible distribution fee. If the fund also imposes a sales charge, a client would either pay an initial or deferred sales charge. A client could invest in a mutual fund directly, without receiving our services, which are designed, among other things, to assist the client in determining which mutual fund or funds are most appropriate to each client's financial situation and objectives. Accordingly, the client should review both the fees charged by the funds and our fees to fully understand the total amount of fees to be paid by the client and to thereby evaluate the advisory services United Income provides.

ERISA Accounts

United Income is deemed to be a fiduciary to advisory clients that are employee benefit plans or individual retirement accounts (IRAs) pursuant to the Employee Retirement Income and Securities Act (ERISA), and regulations under the Internal Revenue Code of 1986 (the "Code"), respectively. As such, we are subject to specific duties and obligations under ERISA and the Internal Revenue Code that include, among other things, restrictions concerning certain forms of compensation. To avoid engaging in prohibited transactions, we may only charge fees for investment advice about products for which our firm and/or our related persons do not receive any commissions or 12b-1 fees.

Advisory Fees in General

Advisory fee waivers, which are not generally available to our advisory clients, are offered to employees of United Income and their family members, defined as children, siblings, parents, grandparents, registered domestic partners or spouses, in-laws, and aunts and uncles.

Item 6: Performance-Based Fees and Side-by-Side Management

United Income does not charge clients any performance-based fees. Some investment advisors experience conflicts of interest in connection with the side-by-side management of accounts with different fee structures. However, these conflicts of interest are not applicable to United Income.

Item 7: Types of Clients

United Income provides portfolio management and financial planning services to individuals, high net worth individuals, trusts, estates, corporations, corporate pension and profit-sharing plans (other than plan participants), and other businesses.

As previously disclosed in Item 5, United Income has established certain initial minimum account requirements, based on the nature of the service(s) being provided.

For a more detailed understanding of those requirements, please review the disclosures provided in each applicable service.

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

Traditional Portfolio Management Services and Corporate Sponsored Retirement Plan Consulting Services

United Income clients (individuals and employers), regardless of the specific services they receive, will take advantage of all or some of the following methodological strategies. Depending on the client’s individual needs, the strategies will vary.

Methods of Analysis and Investment Strategies

United Income invests in global asset classes to provide diversification, and we focus on factor strategies such as value, quality, momentum and low-volatility with the goal of outperforming the market. Our approach is based on the economic theories of Nobel Laureate Harry Markowitz, Nobel Laureate Eugene Fama, and other academic researchers. Using capital market assumptions from Morningstar Inc., including correlation analysis and projected financial performance of asset classes, we create a diversified global portfolio consisting primarily of ETFs personalized for each client based on their specified or actuarially calculated time horizon, selected risk tolerance, current asset allocation, other income sources, and dynamic financial goals.

Portfolio Allocation Methodology

United Income takes a holistic view of a client's financial goals and objectives and accounts for variable risk tolerances of client portfolios to meet different expense and income goals, such as fixed and variable expenses throughout a client's lifetime.

Our investments are selected from diversified asset classes across the globe. United Income selects investments that we believe capture the asset class well and are low-cost relative to other investments in the same asset class. This includes low-cost ETFs and occasionally includes other investments, such as individual stocks, bonds or mutual funds.

We then assess the spending needs of our clients, across their discretionary, non-discretionary, health, charitable giving, and spending goals. This includes the (a) amount of the spending need, (b) the start and end dates of the spending need, and (c) the effect of projected inflation rates on the spending need, if relevant. This establishes a personalized baseline spending liability amount, which we find is much more effective than the routine default assumptions widely used in the financial planning market, such as a fixed percentage of income.

Next, we assess current investment holdings, which include holdings that United Income is managing, as well as extant holdings that are outside of United Income's management. This could include taxable and non-taxable investment accounts, as well as other sources of income or other assets, such as real estate, Social Security Income, rental income, annuities, or expected inheritances. This provides a baseline for understanding the existing asset class diversification of the client, as well as an understanding of their investment fees and other preferences.

United Income then creates a holistic investment strategy for clients by having the client assign a risk tolerance to each one of their spending needs, which then translates to an asset allocation between equity and fixed income. In concert with the information gleaned about extant holdings, this assessment of individual spending needs and risk tolerance gives us the information to develop a customized and dynamic portfolio for each client.

We then offset desired fixed income exposure with income sources such as Social Security, rental income, annuities, pensions, or other income. The resulting desired equity and fixed income exposures are invested across the approximately 10 asset classes in our model. Each client's portfolio is periodically rebalanced to maintain the allocation across these asset classes, which maintains the client's desired risk exposure.

We continuously update our investment methodology to make what United Income believes to be the best investment decisions for our clients. For instance, we are currently testing advanced models of risk analysis and empirical distributions to better inform our allocations.

Tax Drawdown Methodology

United Income utilizes account drawdown strategies drawn from the academic literature for different account types (Roth IRA, Traditional IRA, and Taxable Accounts) to achieve tax efficient withdrawals and manage clients' required minimum distributions. This includes helping clients avoid short-term capital gains during portfolio rebalancing and withdrawals, and identifying the appropriate timing of rebalancing to minimize taxes on client accounts. We understand the importance of tax efficient withdrawals for our clients and take very seriously the role that account-sequencing can play in increasing the lifetime investment returns of our clients.

Tax-Loss Harvesting

United Income utilizes tax-loss harvesting for Taxable Accounts. Tax-loss harvesting is a strategy designed to help our clients lower their taxes while maintaining their portfolios' expected risk and return profile. The strategy harvests previously unrealized investment losses to offset taxes due on a client's other realized capital gains. The proceeds are then invested in securities with closely correlated risk and return characteristics. Clients are responsible for all tax consequences resulting from any rebalancing or reallocation of their accounts. We are not tax professionals and do not give tax advice.

Spending Curve Analysis and Methodology

United Income believes strongly in the academic data-driven research about behavioral spending patterns of the aging US population, which inform our withdrawal projections for a client. Our retirement spending projections are customized for our clients, since recent literature has been unambiguous that spending patterns vary systematically as households age; this is especially true in retirement since, as longevity increases, health care costs become increasingly sizeable and volatile expenses. We believe that our customized spending projections are a much more accurate approach, compared to the widely used standard of taking a share of income and assuming that it is constant throughout retirement.

Cyclical Analysis

United Income's portfolios are subject to change based on new or updated information from the client as well as changes in current and projected financial market analysis. For instance, Morningstar Inc., the source of our capital market assumptions, periodically updates its projections of asset class performance. In addition, our clients may receive inheritances, have new health spending needs, or change their charitable preferences, which can adjust the allocation of their portfolios. In short, United Income's personalized portfolios are fluid and dynamic. They are subject to interval-based updating, and rebalancing can occur on a regular basis to meet a client's changing goals and financial objectives.

Risk of Loss

Our securities analysis methods rely on the assumption that the companies whose securities we purchase and sell, the rating agencies that review these securities, and other publicly available sources of information about these securities are providing accurate and unbiased data. While we are alert to indications that data may be incorrect, there is always a risk that our analysis may be compromised by inaccurate or misleading information.

Diversification does not ensure a profit and may not protect against loss in declining markets. We cannot guarantee our investment strategy will yield a return and meet investor objectives. In fact, a loss of principal is always a risk. Investing in securities involves a risk of loss that clients should be prepared to bear. Clients should understand that investment decisions made by United Income are subject to various market, currency, economic, political, and business risks. The investment decisions we make will not always be profitable, nor can we guarantee any level of performance.

Clients need to remember that past performance is no guarantee of future results. All investments carry some level of risk. Clients can lose some or all of the money invested, including principal, because the securities held in an account go up and down in value. Dividend or interest payments may also fluctuate, or stop completely, as market conditions change.

While past performance does not necessarily predict future returns, it can tell how volatile (or stable) an investment has been over a period of time. Generally, the more volatile the investment has been, the higher the investment risk. If money is needed to meet a financial goal in the near-term, the client probably cannot afford the risk of investing in a security with a volatile history because there may not be enough time to ride out any declines in these types of investments.

Exchange Traded Funds

ETFs are subject to market risk, including the possible loss of principal. ETFs trade like a stock and the value of the ETF will fluctuate with the value of the underlying securities. ETFs at times trade for more or less than their net asset value. ETFs will have underlying investment strategy risks consistent with the underlying investments in the ETFs' portfolios. The types of investments held in ETFs may include but are not limited to equities, commodities, bonds, real estate and international securities or currencies. Due to their narrow focus, sector-based investments typically exhibit greater volatility. There are special considerations associated with international investing, including the risk of currency fluctuations and political and economic events. Investing in emerging markets may involve greater risk and volatility than investing in more developed countries. When investing in real estate companies, property values can fall due to environmental, economic, or other reasons, and changes in interest rates can negatively impact the performance. The risk of loss in trading commodities and futures can be substantial. The high degree of leverage that is often obtainable in commodity trading can work either for or against the performance of this type of investment.

Mutual Funds

Mutual funds involve risks including the possible loss of principal. When a mutual fund is not fully invested and maintains a portion of its portfolio in cash or cash equivalents, there is a risk that the market will begin to rise and cause the mutual fund to miss capturing the full effect of changing market conditions. Some mutual funds may use leverage as part of their investment strategy. Using leverage can magnify a mutual fund's potential for gain or loss and, therefore, amplify the effects of market volatility on a mutual fund's share price. A mutual fund may be subject to the risk that its assets are invested in a particular sector or group of sectors in the economy, and as a result, the value of the mutual fund may be adversely impacted by events or developments in a sector or group of sectors.

The price of small or medium capitalization company stocks can be subject to more abrupt or erratic market movements than larger, more established companies or the market averages in general. A higher portfolio turnover will result in higher transactional and brokerage costs and can result in higher taxes when mutual fund shares are held in a taxable account. Mutual funds are subject to investment advisory and other expenses, which will be indirectly paid by the client who owns the mutual fund. As a result, the cost of investing in some mutual funds may be higher than the cost of investing in other mutual funds.

Common Stocks

The risks of investing in common stocks include:

- Stock market risk, which is the risk that stock prices overall will decline (stock markets tend to move in cycles, with periods of rising prices and periods of falling prices);
- Sector risk, which is the risk 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; and
- Difficulty in identifying undervalued stocks (there are no assurances that such opportunities will be successfully recognized or acquired).

Fixed Income

The risks of investing in fixed income securities include:

- Credit risk, which is the risk that one of the credit agencies (e.g., Moody's or Standard & Poor's) downgrades the rating on a municipal, government, or corporate bond, thereby causing a decline in the bond's value;
- Call risk, which is the risk that a callable, high coupon bond is called away from the investor in a low interest rate environment, leaving the investor with less attractive reinvestment options; and
- Interest rate risk (bond prices move inversely to interest rates, and if interest rates rise, the price of bonds will decline).

Borrowing Money (Margin Accounts)

A margin account is an account where you may borrow funds for the purpose of purchasing additional securities. You may also borrow money to pay for fees associated with your account or to withdraw funds. If you decide to open a margin account, please carefully consider the following:

- If you do not have available cash in your account and use margin, you should understand that you will be borrowing money to purchase securities, pay for fees associated with your account or withdraw funds;
- You are using the securities that you own as collateral - if the securities decline in value, so does the value of the collateral, and as a result the custodian may take action, such as issue a margin call and/or sell securities in the account in order to maintain the required equity;
- Money borrowed is charged an interest rate that is subject to change over time;

- Because your advisory fee is based on the total market value of the securities in your account, if you have a margin debt balance (in other words you have borrowed and owe money to your custodian), your margin debit balance does not reduce the total market value. In fact, incurring margin debt results in a total market value in the account that is higher than it would be if you didn't incur margin debt, which results in a higher advisory fee; and
- You should understand that:
    - the use of borrowed money will result in greater gains and or losses than otherwise would be the case without the use of margin, and
    - there will be no benefit from using margin if the performance of the account does not exceed the interest expense being charged on the margin balance plus the additional advisory fees assessed on the securities owned using margin.

Please also review the margin disclosure document provided by your custodian for additional risks involved in opening and maintaining a margin account.

Cybersecurity Risks

As the use of technology has grown, there are ongoing cybersecurity risks that make United Income and its clients susceptible to operational and financial risks associated with cybersecurity. To the extent that United Income is subject to a cyber-attack or other unauthorized access is gained to its systems, United Income and its clients may be subject to substantial losses in the form of theft, loss, misuse, improper release or unauthorized access to confidential or restricted data related to United Income or its clients. Cyber-attacks affecting United Income's service providers holding its financial or client data may also result in financial losses to United Income's clients, despite efforts to prevent and mitigate such risks under United Income's policies. While measures have been developed which are designed to reduce the risks associated with cybersecurity, there are inherent limitations in such measures and there is no guarantee those measures will be effective, particularly since United Income does not directly control the cybersecurity measures of its service providers and financial intermediaries with which it does business.

Item 9: Disciplinary Information

We are required to disclose all material facts regarding any legal or disciplinary events that would be material to evaluating United Income or the integrity of our management. We do not have any information to disclose concerning United Income, its management, or any of its employees that would be material to a client's or prospective client's evaluation of United Income's advisory business or the integrity of its management. We require high ethical standards from all United Income employees and strive to do what is in the client's best interest.

Item 10: Other Financial Industry Activities and Affiliations

Insurance

IARs of our firm may act as agents appointed with various life, disability or other insurance companies, receive commissions, trails, or other compensation from the respective product sponsors and/or as a result of effecting insurance transactions for clients. However, clients should note that they are under no obligation to purchase any insurance products through United Income's IARs. Please note that IARs spend less than 10% of their time on business relating to Insurance.

Item 11: Code of Ethics, Participation or Interest in Client

Transactions and Personal Trading

United Income has adopted a Code of Ethics, which sets forth the high ethical standards of business conduct that we require of our employees, including compliance with applicable federal securities laws.

Our firm and our personnel owe a duty of loyalty, fairness, and good faith towards our clients, and have an obligation to adhere, not only to the specific provisions of the Code of Ethics, but to the general principles that guide the Code.

Our Code of Ethics includes policies and procedures for the review of quarterly securities transactions reports, as well as initial and annual securities holdings reports that must be submitted by the firm's access persons. Among other things, our Code of Ethics also requires the prior approval of any acquisition of securities in a limited offering (e.g., private placement) or an initial public offering. Our code also provides for oversight, enforcement, and record-keeping provisions.

United Income's Code of Ethics further includes the firm's policy prohibiting the use of material non-public information. All employees are reminded that such information may not be used in a personal or professional capacity.

A copy of United Income's Code of Ethics is available to our prospective and current clients upon request by sending an email to uicompliance@capitalone.com or by calling our office at (202) 539-1039.

United Income and our employees are prohibited from engaging in principal transactions and agency cross transactions.

Our Code of Ethics is designed to assure that the personal securities transactions, activities, and interests of our employees will not interfere with (i) making decisions in the best interest of advisory clients; and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts.

United Income and/or our employees are permitted to buy or sell for their personal accounts securities identical to or different from those recommended to our clients. In addition, United Income employees may have an interest or position in certain securities which are also recommended to clients. It is the expressed policy of our firm that United Income employees may not purchase or sell any security prior to a transaction in the same security being implemented for a client account.

We aggregate our employee trades with client transactions where possible and when compliant with our duty to seek best execution for our clients. In these instances, participating clients will receive an average execution price, and transaction costs will be shared equally and on a pro rata basis. In the instances where there is a partial fill of a particular batched order, we will allocate all purchases pro rata, with each account receiving the average price. Our employee accounts will be included in the pro rata allocation.

United Income has established the following policies and procedures for implementing our firm's Code of Ethics, to ensure our firm complies with its regulatory obligations and provides our clients and potential clients with full and fair disclosures:

- No principal or employee of our firm will put his or her own interest above the interest of an advisory client.
- Principals and employees of United Income are prohibited from buying or selling securities for their personal portfolio(s) while in possession of material, non-public information relating to such securities.
- We maintain a list of all reportable securities held in our firm's and employees' investment accounts. These holdings are reviewed on a regular basis by our firm's Chief Compliance Officer or his designee.
- We have established procedures for the maintenance of all required books and records.
- Clients can decline to implement any advice rendered, except in situations where our firm is granted discretionary authority.
- All of our principals and employees must act in accordance with all applicable federal and state regulations governing registered investment advisory practices.
- United Income will provide its Code of Ethics to all supervised persons and will require each supervised person to acknowledge their receipt and understanding of the Code of Ethics.
- United Income's Code of Ethics requires all supervised persons to report violations of the Code of Ethics to senior management.
- Any individual who violates any of the above restrictions may be subject to termination.

Item 12: Brokerage Practices

United Income aggregates trades for Traditional Portfolio Management Services clients where possible and when advantageous to these clients. Aggregating trades permits the trading of blocks of securities from multiple client accounts, with each client in the aggregated trade receiving an average execution price and sharing pro-rata in the transaction costs.

Block trading allows us to execute equity trades in a timelier, more equitable manner, at an average share price. For Traditional Portfolio Management Services clients, United Income will typically aggregate trades for those clients whose accounts are held at the same custodian. United Income's block trading policy and procedures for clients who receive Traditional Portfolio Management Services are as follows:

- Transactions for any client account may not be aggregated for execution if the practice is prohibited by or inconsistent with the client's advisory agreement with United Income or our firm's order allocation policy.
- The United Income trading and rebalance algorithms, in concert with the portfolio manager, must determine that the purchase or sale of the particular security involved is appropriate for the client and consistent with the client's investment objectives and with any investment guidelines or restrictions applicable to the client's account.
- The portfolio manager must reasonably believe that order aggregation will benefit and enable United Income to seek best execution for each client participating in the aggregated order. This requires a good faith judgment at the time the order is placed for execution. It does not mean that the determination made in advance of the transaction must always prove to have been correct in the light of a"20-20 hindsight" perspective. Best execution includes the duty to seek the best quality of execution, as well as the best net price.
- Prior to entry of an aggregated order, United Income identifies each client account participating in the order and the proposed allocation of the order, upon completion, to those clients.
- If the order cannot be executed in full, the quantity of securities purchased or sold by the close of each business day must be allocated pro rata among the participating client accounts in accordance with the initial order ticket or other written statement of allocation. Furthermore, adjustments to this pro rata allocation may be made to avoid having odd lots or partial shares held in any client account, or to avoid excessive ticket charges in smaller accounts.
- Generally, each client who participates in the aggregated order must do so at the average price for all separate transactions made to fill the order, and must share in the commissions on a pro rata basis in proportion to the client's participation. Under the client’s agreement with the custodian/broker, transaction costs may be based on the number of shares traded for each client.
- If the order will be allocated in a manner other than that stated in the initial statement of allocation, a written explanation of the change must be provided to and approved by the Chief Compliance Officer no later than the morning following the execution of the aggregate trade.
- Funds and securities for aggregated orders are clearly identified on United Income’s records and to the broker-dealers or other intermediaries handling the transactions, by the appropriate account numbers for each participating client.
- No client or account will be favored over another.

It is the policy of United Income to allocate the securities in a way we believe to be in the best interests of our clients. If we have determined to invest in the same direction in the same security at the same time for more than one of our client accounts, we will generally aggregate these orders. If all such orders are not filled at the same price, we will, to the greatest extent possible, allocate the trades such that the order for each account is filled at the same average price. Similarly, if an order on behalf of more than one client account cannot be fully executed under prevailing market conditions, we will allocate the trades among all accounts included in the aggregated trade on a basis that does not favor any specific client.

Broker Dealer Partner Selection

United Income did not select the broker-dealers and custodians for clients receiving Traditional Portfolio Management Services. These clients selected their custodians prior to consenting to United Income's management of their investment portfolios. All trades for these clients are placed through the accounts' custodians.

Brokerage Practices at Custodians

United Income Traditional Portfolio Management Services clients have established brokerage accounts with one of TD Ameritrade, National Financial Services & Fidelity Clearing and Custody, or Charles Schwab (the "Brokers") to maintain custody of the clients' assets and to effect trades for their accounts.

United Income is independently owned and operated and not affiliated with any of these custodians.

These custodians provide us with access to their institutional trading and custody services which are typically not available to retail investors. These services are not contingent upon our firm committing to them any specific amount of business (assets in custody or trading commissions). The custodians' brokerage services include the execution of securities transactions, custody, and access to mutual funds and other investments that may otherwise only be available to institutional investors or would require a significantly higher minimum initial investment.

These custodians provide services that assist us in managing and administering our clients' accounts include software and other technology that:

- Provide access to client account data (such as trade confirmations and account statements);
- Facilitate trade execution and allocation of aggregated trade orders for multiple client accounts;
- Facilitate payment of our fees from clients' accounts; and
- Assist with administrative functions, record-keeping and client reporting.

United Income's receipt of additional services does not diminish our fiduciary duty to act in the best interests of our clients, including seeking best execution of trades for client accounts.

United Income monitors the quality of execution and other services provided by the Brokers to evaluate the quality and costs of the services they provide. Because United Income did not select the broker-dealers and custodians for clients receiving Traditional Portfolio Management Services, we do not negotiate commission rates, ticket charges or other expenses charged by the Brokers. As a result, clients may not necessarily obtain commission rates or execution as favorable as might be obtained if United Income placed transactions with other broker dealers.

Item 13: Review of Accounts

Traditional Portfolio Management Services

Underlying securities within all portfolios are monitored and reviewed on a dynamic basis. These reviews are triggered by material changes in variables such as the client's individual circumstances and financial plan, or the market, political or economic environment.

Client accounts and financial plans are reviewed in the context of each client's stated investment objectives and guidelines. These reviews are conducted at least annually and are facilitated by one of our financial advisors. The nature of the review is to ensure that investments are consistent with client objectives and new life circumstances are taken into account.

Account custodians are responsible for providing Traditional Portfolio Management Services Clients confirmations of each securities transaction, other documents required by law to be provided to security holders, and at least quarterly statements reflecting all activity in the account during the preceding period, including all transactions made on behalf of the account, all contributions and withdrawals, all fees and expenses, and the value of the account at the beginning and end of the period.

Corporate Sponsored Retirement Plan Consulting Services

United Income's Senior Vice President of Investment Management reviews each clients' IPS annually or whenever the client advises us of a change in circumstances regarding the needs of the plan. United Income also reviews the investment options of each plan on a quarterly basis.

United Income provides reports to Corporate Sponsored Retirement Plan Consulting Services clients based on the terms set forth in the management agreement between United Income and each client.

Item 14: Client Referrals and Other Compensation

United Income may, from time to time compensate, either directly or indirectly, any person (defined as a natural person or a company) for client referrals. United Income is aware of the requirements of Rule 206(4)-3 (the "Cash Solicitation Rule") under the Investment Advisers Act of 1940. As such, all appropriate disclosures will be made, and all written agreements will be maintained by United Income as it relates to client referral activities covered under the Cash Solicitation Rule. United Income is currently under contract with an affiliated investment adviser representative ("solicitor") who is compensated for referring new prospective clients to United Income. As compensation for each prospective client referral that results in the opening of a new investment advisory account, United Income will pay a fee based on the Account's average annualized United Income Platform Fee. Clients should understand that solicitors have an economic incentive to recommend the advisory services of United Income. This relationship is fully disclosed to the client prior to initiating a new account and does not result in the client paying any additional fees other than United Income's investment management fees indicated in Item 5 herein.

Item 15: Custody

All clients' accounts are held in custody by unaffiliated broker-dealers. United Income is deemed to have custody of client assets both because United Income can access client funds through its ability to debit advisory fees, and because of certain functionality enabled through the UIWP software platform. Account custodians send statements directly to clients on at least a quarterly basis. Clients should carefully review these statements and compare these custodial statements to any reports provided by United Income.

Item 16: Investment Discretion

United Income manages client accounts on both a discretionary and non-discretionary basis. Clients in the wrap fee programs may impose restrictions on the sale of assets that they already hold in brokerage accounts, while clients in the traditional management program may impose broader restrictions on the purchase and sale of securities. Clients designate whether United Income has discretionary authority over their account through the execution of an investment advisory agreement with the firm.

Item 17: Voting Client Securities

As a matter of firm policy, United Income does not vote proxies on behalf of clients. Therefore clients maintain exclusive responsibility for: (1) directing the manner in which proxies solicited by issuers of securities beneficially owned by the client shall be voted, and (2) making all elections relative to any mergers, acquisitions, tender offers, bankruptcy proceedings, or other type events pertaining to the client's investment assets. Clients are responsible for instructing each account custodian to forward to the client copies of all proxies and other shareholder communications (e.g., class action notifications) relating to the client's investment portfolios.

If requested, United Income will provide clients with consulting assistance regarding proxy voting issues.

Item 18: Financial Information

United Income does not have any financial condition that is reasonably likely to impair our ability to meet contractual commitments to clients. United Income has not been the subject of a bankruptcy petition at any time over the past ten years.