Form ADV Part 2A – Firm Brochure
Item 1: Cover Page
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Firm Contact:
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Chief Compliance Officer

This brochure provides information about the qualifications and business practices of Clarity Capital Advisors, LLC. If clients have any questions about the contents of this brochure, please contact us at (800) 345-4635. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any State Securities Authority. Additional information about our firm is also available on the SEC's website at www.adviserinfo.sec.gov by searching CRD #282405.

Please note that the use of the term "registered investment adviser" and description of our firm and/or our associates as "registered" does not imply a certain level of skill or training. Clients are encouraged to review this Brochure and Brochure Supplements for our firm's associates who advise clients for more information on the qualifications of our firm and our employees.

Item 2: Material Changes

Clarity Capital Advisors, LLC is required to make clients aware of information that has changed since the last annual update to the Firm Brochure ("Brochure") and that may be important to them. Clients can then determine whether to review the brochure in its entirety or to contact us with questions about the changes.

Since our last annual updating amendment dated 01/31/2019, we have no material changes to disclose.

Item 3: Table of Contents

Item 4: Advisory Business

Our firm is dedicated to providing individuals and other types of clients with a wide array of investment advisory services. Our firm is a limited liability company formed under the laws of the State of California in 2015 and has been in business as an investment adviser since 2016. Our firm is owned by Jay D. Franklin, CFA®, CFP®, FSA® (50%) and Cheri A. Franklin, CFP®, AIF®, CRPC® (50%).

Our firm provides asset management and investment consulting services for many different types of clients to help meet their financial goals while remaining sensitive to risk tolerance, time horizons, tax situation, and liquidity needs. **As a fiduciary it is our duty to always act in the client's best interest.** This is accomplished in part by knowing the client. Our firm has established a service-oriented advisory practice with open lines of communication. Working with clients to understand their investment objectives while educating them about our process, facilitates the kind of working relationship we value.

All material conflicts of interest under CCR Section 260.238 (k) are disclosed below regarding our firm, our representatives or our employees, which could be reasonably expected to impair the rendering of unbiased and objective advice. To comply with CCR Section 260.238(j), we disclose that lower fees for comparable services may be available from other sources.

Types of Advisory Services Offered

Comprehensive Wealth Management:

As part of our Comprehensive Wealth Management service, **clients will be provided asset management and financial planning (e.g., retirement planning, college planning, income tax planning, estate planning, and charitable giving) or consulting services.** This service is designed to assist clients in meeting their financial goals through the use of a financial plan or consultation. Our firm conducts client meetings to understand their current financial situation, existing resources, financial goals, and tolerance for risk. Based on what is learned, an investment approach is presented to the client, consisting of mutual funds and/or ETFs, individual stocks, bonds, other public and private securities or investments.

Once the appropriate portfolio has been determined, **portfolios are reviewed at least quarterly,** and if necessary, rebalanced based upon the client's individual needs, stated goals and objectives. Upon client request, our firm provides a summary of observations and recommendations for the planning or consulting aspects of this service.

Financial planning services offered as a part of our Comprehensive Wealth Management service will typically involve preparing a financial plan or rendering a financial consultation for clients based on the client's financial goals and objectives. This planning or consulting may encompass Investment Planning, Retirement Planning, Estate Planning, Charitable Planning, Education Planning, Corporate and Personal Tax Planning, Mortgage/Debt Analysis, Insurance Analysis, or Business and Personal Financial Planning.

Financial plans or financial consultations rendered to clients usually include general recommendations for a course of activity or specific actions to be taken by the clients. Implementation of the recommendations will be at the discretion of the client.

Retirement Plan Consulting:

Our firm provides retirement plan consulting services to employer plan sponsors on an ongoing basis. Generally, such consulting services consist of assisting employer plan sponsors in establishing, monitoring and reviewing their company's participant-directed retirement plan. As the needs of the plan sponsor dictate, areas of advising could include: investment options, plan structure and participant education.

Retirement Plan Consulting services typically include:

- Establishing an Investment Policy Statement – Our firm will assist in the development a statement that summarizes the investment goals and objectives along with the broad strategies to be employed to meet the objectives.
- Investment Options – Our firm will work with the Plan Sponsor to evaluate existing investment options and make recommendations for appropriate changes.
- Asset Allocation and Portfolio Construction – Our firm may develop strategic asset allocation models to aid Participants in developing strategies to meet their investment objectives, time horizon, financial situation and tolerance for risk.
- Investment Monitoring – Our firm will monitor quarterly the performance of the investments and notify the client of any concerns we may have.

In providing services for retirement plan consulting, our firm does not provide any advisory services with respect to the following types of assets: employer securities, real estate (excluding real estate funds and publicly traded REITS), participant loans, non-publicly traded securities or assets, other illiquid investments, or brokerage window programs (collectively, “Excluded Assets”).

All retirement plan consulting services shall be in compliance with the applicable state laws regulating retirement consulting services. This applies to client accounts that are retirement or other employee benefit plans (“Plan”) governed by the Employee Retirement Income Security Act of 1974, as amended (“ERISA”). If the client accounts are part of a Plan, and our firm accepts appointments to provide services to such accounts, our firm acknowledges its fiduciary standard within the meaning of Section 3(21) or 3(38) of ERISA as designated by the Retirement Plan Consulting Agreement with respect to the provision of services described therein.

Tailoring of Advisory Services

Our firm offers individualized investment advice to our Comprehensive Wealth Management clients. General investment advice will be offered to our Retirement Plan Consulting clients.

Each Comprehensive Wealth Management client has the opportunity to place reasonable restrictions on the types of investments to be held in the portfolio. Clients may place restrictions against the sale of legacy assets. Restrictions on investments in certain securities or types of securities may not be possible due to the level of difficulty this would entail in managing the account.

Participation in Wrap Fee Programs

Our firm does not offer or sponsor a wrap fee program.

Regulatory Assets Under Management

We manage a total of $61,200,000, $41,500,000 on a discretionary basis and $19,700,000 on a non-discretionary basis, as of March 31, 2019.

Item 5: Fees & Compensation

To comply with CCR Section 260.238(j), we disclose that lower fees for comparable services may be available from other sources.

Compensation for Our Advisory Services

Comprehensive Wealth Management:

Our firm's fees are on a flat fee basis ranging from a minimum of $2,500 to a maximum of $20,000 for continuous portfolio management and financial planning services based on the following schedule:

First $1,000,000	.50%
Over $1,000,000	.20%

Flat fees are calculated at the time the agreement is signed and are billed on a pro-rata basis quarterly in arrears. Fees are negotiable and will be deducted from client account(s). In some cases, we will agree to direct bill clients.

a) Clients must provide our firm with written authorization permitting direct payment of advisory fees from their account(s) maintained by a custodian who is independent of our firm;
b) Our firm sends quarterly statements to the client showing the fee amount, the value of the assets upon which the fee is based, and the specific manner in which the fee is calculated as well as disclosing that it is the client's responsibility to verify the accuracy of fee calculation, and that the custodian does not determine its accuracy; and
c) The account custodian sends a statement to the client, at least quarterly, showing all account disbursements, including advisory fees.

Retirement Plan Consulting:

Our firm's fees are on a flat fee basis ranging from a minimum of $2,500 to a maximum of $25,000 for retirement plan consulting services based on the following schedule:

First $1,000,000	.50%
Over $1,000,000	.20%

In some cases, there may be an additional per participant fee of up to $200. Flat fees are calculated at the time the agreement is signed and are billed on a pro-rata basis quarterly in arrears. Fees are negotiable and will be deducted from client account(s). In some cases, we will agree to direct bill clients. The fee-paying arrangements for Retirement Plan Consulting service will be determined on a case-by-case basis and will be detailed in the signed consulting agreement.

Other Types of Fees & Expenses

Clients will incur transaction charges for trades executed in their accounts by their custodian via individual transaction charges. These transaction fees are separate from our firm's advisory fees and will be disclosed by the chosen custodian. Clients may also pay charges imposed directly by a mutual fund, index fund, or exchange traded fund, which shall be disclosed in the fund's prospectus (i.e., fund management fees, initial or deferred sales charges, mutual fund sales loads, surrender charges, variable annuity fees, IRA and qualified retirement plan fees, and other fund expenses). Our firm does not receive a portion of these fees.

Termination & Refunds

Either party may terminate the advisory agreement signed with our firm for Comprehensive Wealth Management services in writing at any time. Upon notice of termination pro-rata advisory fees for services rendered to the point of termination will be charged. If advisory fees cannot be deducted, our firm will send an invoice for due advisory fees to the client.

Either party to a Retirement Plan Consulting Agreement may terminate at any time by providing written notice to the other party. Full refunds will only be made in cases where cancellation occurs within five (5) business days of signing an agreement. After five (5) business days from initial signing, either party must provide the other party thirty (30) days written notice to terminate billing. Billing will terminate 30 days after receipt of termination notice. Clients will be charged on a pro-rata basis, which takes into account work completed by our firm on behalf of the client. Clients will incur charges for bona fide advisory services rendered up to the point of termination (determined as 30 days from receipt of said written notice) and such fees will be due and payable.

Commissionable Securities Sales

Our firm and representatives do not sell securities for a commission in advisory accounts.

Item 6: Performance-Based Fees & Side-By-Side Management

Our firm does not charge performance-based fees.

Item 7: Types of Clients & Account Requirements

Our firm has the following types of clients:

- Individuals and High Net Worth Individuals;
- Trusts, Estates or Charitable Organizations;
- Pension, Profit Sharing and Employer Plans;
- Corporations, Limited Liability Companies and/or Other Business Types.

Our firm requires a minimum fee of $2,500 for our Comprehensive Wealth Management service. Our firm requires a minimum fee of $2,500 for our Retirement Plan Consulting service. The minimum fee requirement is required throughout the course of the client's relationship with our firm, but may be waived in certain instances.

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

Our firm provides investment advice that is based on a long-term "buy and hold" passive and index investment approach incorporating modern portfolio theory and principles of finance. Building on the work of Harry Markowitz (1959) on portfolio selection and the efficient diversification of investments, empirical research in the decades that followed by financial economists William Sharpe, Robert Merton, Eugene Fama, and Ken French explained how markets work and identified predictive sources of expected returns in the equity and fixed income markets. Our firm uses this research to build and maintain low cost, low-turnover, broad globally diversified, passively structured investment portfolios that seek to optimize risk and return.

This research shows that small cap and value stocks have historically had higher average returns than large cap and growth stocks. Therefore, investors comfortable with higher amounts of risk within their equity allocation can increase the expected return of their portfolio, without raising their equity-debt ratio, by tilting their allocation to these asset classes. More recent research, by Fama and French (2007), and Robert Novy- Marx (2012), shows that expected profitability is another reliable and robust dimension of expected returns. Controlling for market capitalization and the relative value dimensions of return, this research shows that more profitable firms historically have higher expected returns than less profitable firms.

Portfolios that target these variables on a global basis are expected to have higher returns over the long-term than portfolios that are more concentrated at either the security, country or asset class level. Analyzing the drivers of returns has important implications for investors because portfolios that target multiple dimensions of expected returns rely on several sources of added value and can give clients peace of mind that their investment success is not wholly dependent on the past repeating. Our firm believes that structuring equity portfolios along the different variables of expected returns and continuously targeting these dimensions on a global basis will deliver a better overall experience for our clients.

The portfolio design process begins with a comprehensive understanding of each client's unique situation, risk tolerance, and goals. This is the basis for determining the target allocation to stocks and bonds; a decision that will have significant impact on portfolio risk and future returns. The composition of investments within each of the asset classes may follow models pre-defined by our firm or can be customized to suit individual client preferences, and to meet specific circumstances. These include the presence of investments in a 401(K), 403b and other accounts, as well as a perception of the clients' understanding about the fundamental forces affecting risk and return in the capital markets.

In addition, initial asset allocation plans may be influenced by a review of macroeconomic indicators, and revisions may be recommended but tactical asset allocation strategies are generally not employed in the management of client portfolios.

Methods of Analysis

Our firm utilizes many sources of information to evaluate recommended investments, including in most cases: investment rating services such as Morningstar, financial periodicals and journals, academic papers, prospectuses, and other issuer prepared communications filed with the Securities and Exchange Commission. We review research from companies like Dimensional Fund Advisors (DFA) and the Vanguard Group. DFA provides historical returns data on many different asset classes. DFA also provides software for analyzing the risk and expected returns of different asset allocations.

When evaluating an equity fund for potential inclusion or replacement in our recommended portfolios, we consider the expense ratio, turnover, cash drag, style consistency, and diversification level. For fixed income funds, we consider the expense ratio, yield, duration, and average credit rating. We utilize a proprietary scoring system that indicates whether a fund should be accepted or rejected.

Investment Strategies We Use

We use the following strategies in managing client accounts, provided that such strategies are appropriate to the needs of the client and consistent with the client's investment objectives, risk tolerance, and time horizons, among other considerations:

Asset Allocation: The implementation of an investment strategy that attempts to balance risk versus reward by adjusting the percentage of each asset in an investment portfolio according to the investor's risk tolerance, goals and investment time frame. Asset allocation is based on the principle that different assets perform differently in different market and economic conditions. A fundamental justification for asset allocation is the notion that different asset classes offer returns that are not perfectly correlated, hence diversification reduces the overall risk in terms of the variability of returns for a given level of expected return. Although risk is reduced as long as correlations are not perfect, it is typically forecast (wholly or in part) based on statistical relationships (like correlation and variance) that existed over some past period. Expectations for return are often derived in the same way.

An asset class is a group of economic resources sharing similar characteristics, such as riskiness and return. There are many types of assets that may or may not be included in an asset allocation strategy. The "traditional" asset classes are stocks (value, dividend, growth, or sector-specific [or a "blend" of any two or more of the preceding]; large-cap versus mid-cap, small-cap or micro-cap; domestic, foreign [developed], emerging or frontier markets), bonds (fixed income securities more generally: investment-grade or junk [high-yield]; government or corporate; short-term, intermediate, long-term; domestic, foreign, emerging markets), and cash or cash equivalents. Allocation among these three provides a starting point. Other alternative assets that may be considered include residential real estate (also REITs) and insurance products.

- Strategic Asset Allocation: The primary goal of a strategic asset allocation is to create an asset mix that seeks to provide the optimal balance between expected risk and return for a long-term investment horizon. Generally speaking, strategic asset allocation strategies are agnostic to economic environments, i.e., they do not change their allocation postures relative to changing market or economic conditions.

Exchange Traded Funds ("ETFs"): An ETF is a type of Investment Company (usually, an open-end fund or unit investment trust) whose primary objective is to achieve the same return as a particular market index. The vast majority of ETFs are designed to track an index, so their performance is close to that of an index mutual fund, but they are not exact duplicates. A tracking error, or the difference between the returns of a fund and the returns of the index, can arise due to differences in composition, management fees, expenses, and handling of dividends. ETFs benefit from continuous pricing; they can be bought and sold on a stock exchange throughout the trading day. Because ETFs trade like stocks, you can place orders just like with individual stocks - such as limit orders, good-until-canceled orders, stop loss orders etc. They can also be sold short. Traditional mutual funds are bought and redeemed based on their net asset values ("NAV") at the end of the day. ETFs are bought and sold at the market prices on the exchanges, which resemble the underlying NAV but are independent of it. However, arbitrageurs will ensure that ETF prices are kept very close to the NAV of the underlying securities. Although an investor can buy as few as one share of an ETF, most buy in board lots. Anything bought in less than a board lot will increase the cost to the investor. Anyone can buy any ETF no matter where in the world it trades. This provides a benefit over mutual funds, which generally can only be bought in the country in which they are registered.

One of the main features of ETFs are their low annual fees, especially when compared to traditional mutual funds. The passive nature of index investing, reduced marketing, and distribution and accounting expenses all contribute to the lower fees. However, individual investors must pay a brokerage commission to purchase and sell ETF shares; for those investors who trade frequently, this can significantly increase the cost of investing in ETFs.

Long-Term Purchases: Our firm may buy securities for your account and hold them for a relatively long time (more than a year) in anticipation that the security's value will appreciate over a long horizon. The risk of this strategy is that our firm could miss out on potential short-term gains that could have been profitable to your account, or it's possible that the security's value may decline sharply before our firm make a decision to sell.

Mutual Funds: A mutual fund is a company that pools money from many investors and invests the money in a variety of differing security types based the objectives of the fund. The portfolio of the fund consists of the combined holdings it owns. Each share represents an investor's proportionate ownership of the fund's holdings and the income those holdings generate. The price that investors pay for mutual fund shares is the fund's per share net asset value ("NAV") plus any shareholder fees that the fund imposes at the time of purchase (such as sales loads). Investors typically cannot ascertain the exact make-up of a fund's portfolio at any given time, nor can they directly influence which securities the fund manager buys and sells or the timing of those trades. With an individual stock, investors can obtain real-time (or close to real-time) pricing information with relative ease by checking financial websites or by calling a broker or your investment adviser. Investors can also monitor how a stock's price changes from hour to hour—or even second to second. By contrast, with a mutual fund, the price at which an investor purchases or redeems shares will typically depend on the fund's NAV, which is calculated daily after market close.

The benefits of investing through mutual funds include: (a) Mutual funds are professionally managed by an investment adviser who researches, selects, and monitors the performance of the securities purchased by the fund; (b) Mutual funds typically have the benefit of diversification, which is an investing strategy that generally sums up as "Don't put all your eggs in one basket." Spreading investments across a wide range of companies and industry sectors can help lower the risk if a company or sector fails. Some investors find it easier to achieve diversification through ownership of mutual funds rather than through ownership of individual stocks or bonds.; (c) Some mutual funds accommodate investors who do not have a lot of money to invest by setting relatively low dollar amounts for initial purchases, subsequent monthly purchases, or both.; and (d) At any time, mutual fund investors can readily redeem their shares at the current NAV, less any fees and charges assessed on redemption.

Mutual funds also have features that some investors might view as disadvantages: (a) Investors must pay sales charges (for certain share classes, which we do not offer), annual fees, and other expenses regardless of how the fund performs. Depending on the timing of their investment, investors may also have to pay taxes on any capital gains distribution they receive. This includes instances where the fund went on to perform poorly after purchasing shares.; (b) Investors typically cannot ascertain the exact make-up of a fund's portfolio at any given time, nor can they directly influence which securities the fund manager buys and sells or the timing of those trades.; and (c) With an individual stock or ETFs, investors can obtain real-time (or close to real-time) pricing information with relative ease by checking financial websites or by calling a broker or your investment adviser. Investors can also monitor how a stock's or ETF's price changes from hour to hour—or even second to second. By contrast, with a mutual fund, the price at which an investor purchases or redeems shares will typically depend on the fund's NAV, which the fund might not calculate until many hours after the investor placed the order. In general, mutual funds must calculate their NAV at least once every business day, typically after the major U.S. exchanges close.

When investors buy and hold an individual stock or bond, the investor must pay income tax each year on the dividends or interest the investor receives. However, the investor will not have to pay any capital gains tax until the investor actually sells and makes a profit. Mutual funds are different. When an investor buys and holds mutual fund shares, the investor will owe income tax on any ordinary dividends in the year the investor receives or reinvests them. Moreover, in addition to owing taxes on any personal capital gains when the investor sells shares, the investor may have to pay taxes each year on the fund's capital gains. That is because the law requires mutual funds to distribute capital gains to shareholders if they sell securities for a profit and cannot use losses to offset these gains.

Risk of Loss

Investing in securities involves risk of loss that clients should be prepared to bear. While the stock market may increase and the account(s) could enjoy a gain, it is also possible that the stock market may decrease and the account(s) could suffer a loss. It is important that clients understand the risks associated with investing in the stock market, and that their assets are appropriately diversified in investments. **Clients are encouraged to ask our firm any questions regarding their risk tolerance.**

Certain investments involve the payment of a fixed or variable rate of interest to the investment holder. Once an investor has acquired or has acquired the rights to an investment that pays a particular rate (fixed or variable) of interest, changes in overall interest rates in the market will affect the value of the interest-paying investment(s) they hold. In general, changes in prevailing interest rates in the market will have an inverse relationship to the value of existing, interest paying investments. In other words, as interest rates move up, the value of an instrument paying a particular rate (fixed or variable) of interest will go down. The reverse is generally true as well.

Description of Material, Significant or Unusual Risks

Past performance does not guarantee future results. Expected returns are based on past performance combined with valuation measures and certain assumptions about the future that may not turn out to be accurate and so there can be no guarantee that expected returns will be realized. All of the investment portfolios designed by our firm for its Clients involve the risk of loss.

Additional Information

Our firm generally invests client cash balances in money market funds, FDIC Insured Certificates of Deposit, high-grade commercial paper and/or government backed debt instruments. Ultimately, our firm tries to achieve the highest return on client cash balances through relatively low-risk conservative investments. In most cases, at least a partial cash balance will be maintained in a money market account so that our firm may debit advisory fees for our services related to our Comprehensive Wealth Management service, as applicable.

Item 9: Disciplinary Information

Our firm and management personnel have nothing to disclose under the aforementioned standard.

Item 10: Other Financial Industry Activities & Affiliations

Our firm is not registered, nor does it have an application pending to register, as a broker-dealer, registered representative of a broker dealer, investment company or pooled investment vehicle, other investment adviser or financial planner, futures commission merchant, commodity pool operator, commodity trading advisor, banking or thrift institution, accountant or accounting firm, lawyer or law firm, insurance company or agency, pension consultant, real estate broker or dealer or a sponsor or syndicator of limited partnership, or an associated person of the foregoing entities.

Our firm does not recommend or select other investment advisers for clients.

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

As a fiduciary, it is an investment adviser's responsibility to provide fair and full disclosure of all material facts and to act solely in the best interest of each of our clients at all times. Our fiduciary duty is the underlying principle for our firm's Code of Ethics, which includes procedures for personal securities transaction and insider trading. Our firm requires all representatives to conduct business with the highest level of ethical standards and to comply with all federal and state securities laws at all times. Upon employment with our firm, and at least annually thereafter, all representatives of our firm will acknowledge receipt, understanding and compliance with our firm's Code of Ethics. Our firm and representatives must conduct business in an honest, ethical, and fair manner and avoid all circumstances that might negatively affect or appear to affect our duty of complete loyalty to all clients. This disclosure is provided to give all clients a summary of our Code of Ethics. If a client or a potential client wishes to review our Code of Ethics in its entirety, a copy will be provided promptly upon request.

Our firm recognizes that the personal investment transactions of our representatives demands the application of a Code of Ethics with high standards and requires that all such transactions be carried out in a way that does not endanger the interest of any client. At the same time, our firm also believes that if investment goals are similar for clients and for our representatives, it is logical, and even desirable, that there be common ownership of some securities.

In order to prevent conflicts of interest, our firm has established procedures for transactions effected by our representatives for their personal accounts[1]. In order to monitor compliance with our personal trading policy, our firm has pre-clearance requirements and a quarterly securities transaction reporting system for all of our representatives.

Neither our firm nor a related person recommends, buys or sells for client accounts, securities in which our firm or a related person has a material financial interest without prior disclosure to the client.

Related persons of our firm may buy or sell securities and other investments that are also recommended to clients. In order to minimize this conflict of interest, our related persons will place client interests ahead of their own interests and adhere to our firm's Code of Ethics, a copy of which is available upon request.

Likewise, related persons of our firm buy or sell securities for themselves at or about the same time they buy or sell the same securities for client accounts. In order to minimize this conflict of interest, our related persons will place client interests ahead of their own interests and adhere to our firm's Code of Ethics, a copy of which is available upon request. Further, our related persons will refrain from buying or selling the same securities prior to buying or selling for our clients in the same day. If related persons' accounts are included in a block trade, our related persons will always trade personal accounts last.

Item 12: Brokerage Practices

Selecting a Brokerage Firm

With the exceptions of deducting advisory fees from managed accounts and maintaining standing letters of instruction ("SLOAs") according to the procedures outlined in Item 15, **our firm does not maintain custody of client assets**. Client assets must be maintained by a qualified custodian. Our firm seeks to recommend a custodian who will hold client assets and execute transactions on terms that are overall most advantageous when compared to other available providers and their services. The factors considered, among others, are these:

- Timeliness of execution
- Timeliness and accuracy of trade confirmations
- Research services provided
- Ability to provide investment ideas
- Execution facilitation services provided
- Record keeping services provided

[1] For purposes of the policy, our associate's personal account generally includes any account (a) in the name of our associate, his/her spouse, his/her minor children or other dependents residing in the same household, (b) for which our associate is a trustee or executor, or (c) which our associate controls, including our client accounts which our associate controls and/or a member of his/her household has a direct or indirect beneficial interest in.

- Custody services provided
- Frequency and correction of trading errors
- Ability to access a variety of market venues
- Expertise as it relates to specific securities
- Financial condition
- Business reputation
- Quality of services

With this in consideration, our firm has an arrangement with TD Ameritrade Institutional, a division of TD Ameritrade, Inc. ("TD Ameritrade"), member FINRA/SIPC. TD Ameritrade is an independent and unaffiliated SEC-registered broker-dealer.

TD Ameritrade offers services to independent investment advisers which includes custody of securities, trade execution, clearance and settlement of transactions. TD Ameritrade enables us to obtain many no-load funds at a nominal transaction charge. TD Ameritrade does not charge client accounts separately for custodial services. Client accounts will be charged transaction fees, commissions or other fees on trades that are executed or settle into the client's custodial account. Transaction fees are negotiated with TD Ameritrade and are generally discounted from customary retail commission rates. This benefits clients because the overall fee paid is often lower than would be otherwise.

TD Ameritrade may make certain research and brokerage services available at no additional cost to our firm. Research products and services provided by TD Ameritrade may include: research reports on recommendations or other information about particular companies or industries; economic surveys, data and analyses; financial publications; portfolio evaluation services; financial database software and services; computerized news and pricing services; quotation equipment for use in running software used in investment decision-making; and other products or services that provide lawful and appropriate assistance by TD Ameritrade to our firm in the performance of our investment decision-making responsibilities. The aforementioned research and brokerage services qualify for the safe harbor exemption defined in Section 28(e) of the Securities Exchange Act of 1934.

TD Ameritrade does not make client brokerage commissions generated by client transactions available for our firm's use. The aforementioned research and brokerage services are used by our firm to manage accounts. Without this arrangement, our firm might be compelled to purchase the same or similar services at our own expense.

As part of our fiduciary duty to our clients, our firm will endeavor at all times to put the interests of our clients first. Clients should be aware, however, that the receipt of economic benefits by our firm or our related persons creates a potential conflict of interest and may indirectly influence our firm's choice of TD Ameritrade as a custodial recommendation. Our firm examined this potential conflict of interest when our firm chose to recommend TD Ameritrade and have determined that the recommendation is in the best interest of our firm's clients and satisfies our fiduciary obligations, including our duty to seek best execution.

Our clients may pay a transaction fee or commission to TD Ameritrade that is higher than another qualified broker dealer might charge to effect the same transaction where our firm determines in good faith that the commission is reasonable in relation to the value of the brokerage and research services provided to the client as a whole.

In seeking best execution, the determinative factor is not the lowest possible cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of a broker-dealer's services, including the value of research provided, execution capability, commission rates, and responsiveness. Although our firm will seek competitive rates, to the benefit of all clients, our firm may not necessarily obtain the lowest possible commission rates for specific client account transactions.

Soft Dollars

Our firm does not receive soft dollars in excess of what is allowed by Section 28(e) of the Securities Exchange Act of 1934. The safe harbor research products and services obtained by our firm will generally be used to service all of our clients but not necessarily all at any one particular time.

Client Brokerage Commissions

TD Ameritrade does not make client brokerage commissions generated by client transactions available for our firm's use.

Client Transactions in Return for Soft Dollars

Our firm does not direct client transactions to a particular broker-dealer in return for soft dollar benefits.

Brokerage for Client Referrals

Our firm does not receive brokerage for client referrals.

Directed Brokerage

Neither our firm nor any of our firm's representatives have discretionary authority in making the determination of the brokers-dealers and/or custodians with whom orders for the purchase or sale of securities are placed for execution, and the commission rates at which such securities transactions are effected. Our firm routinely recommends that clients direct us to execute through a specified broker-dealer. Our firm recommends the use of TD Ameritrade.

Special Considerations for ERISA Clients

A retirement or ERISA plan client may direct all or part of portfolio transactions for its account through a specific broker or dealer in order to obtain goods or services on behalf of the plan. Such direction is permitted provided that the goods and services provided are reasonable expenses of the plan incurred in the ordinary course of its business for which it otherwise would be obligated and empowered to pay. ERISA prohibits directed brokerage arrangements when the goods or services purchased are not for the exclusive benefit of the plan. Consequently, our firm will request that plan sponsors who direct plan brokerage provide us with a letter documenting that this arrangement will be for the exclusive benefit of the plan.

Client-Directed Brokerage

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

Aggregation of Purchase or Sale

Our firm provides investment management services for various clients. There are occasions on which portfolio transactions may be executed as part of concurrent authorizations to purchase or sell the same security for numerous accounts served by our firm, which involve accounts with similar investment objectives. Although such concurrent authorizations potentially could be either advantageous or disadvantageous to any one or more particular accounts, they are affected only when our firm believes that to do so will be in the best interest of the effected accounts. When such concurrent authorizations occur, the objective is to allocate the executions in a manner which is deemed equitable to the accounts involved. In any given situation, our firm attempts to allocate trade executions in the most equitable manner possible, taking into consideration client objectives, current asset allocation and availability of funds using price averaging, proration and consistently non-arbitrary methods of allocation.

Item 13: Review of Accounts or Financial Plans

Our management personnel or financial advisors **review accounts on at least a quarterly basis for our Comprehensive Wealth Management clients.** The nature of these reviews is to learn whether client accounts are in line with their investment objectives, appropriately positioned based on market conditions, and investment policies, if applicable. Our firm may review client accounts more frequently than described above. Among **the factors which may trigger an off-cycle review are major market or economic events, the client's life events, requests by the client, etc.** Our firm provides written reports to clients, upon request. Verbal reports to clients take place on at least an annual basis when our Comprehensive Wealth Management clients are contacted.

Retirement Plan Consulting clients receive reviews of their retirement plans for the duration of the service. Our firm provides ongoing services where clients are met with upon their request to discuss updates to their plans, changes in their circumstances, etc. Retirement Plan Consulting clients receive quarterly reports that provide analysis of the funds in the Plan. Verbal reports to clients take place on at least an annual basis when our Retirement Plan Consulting clients are contacted.

Item 14: Client Referrals & Other Compensation

TD Ameritrade Institutional

As disclosed under Item 12 of this Brochure, we participate in TD Ameritrade's institutional customer program and we may recommend TD Ameritrade to Clients for custody and brokerage services. There is no direct link between our firm's participation in the program and the investment advice we give to our Clients, although we receive economic benefits through our participation in the program that are typically not available to TD Ameritrade retail investors. These benefits include the following products and services (provided without cost or at a discount): receipt of duplicate Client statements and confirmations; research related products and tools; consulting services; access to a trading desk serving our firm's participants; access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to Client accounts); the ability to have advisory fees deducted directly from Client accounts; access to an electronic communications network for Client order entry and account information; access to mutual funds with no transaction fees and to certain institutional money managers; and discounts on compliance, marketing, research, technology, and practice management products or services provided to us by third party vendors. TD Ameritrade may also have paid for business consulting and professional services received by our firm's related persons. Some of the products and services made available by TD Ameritrade through the program may benefit our firm but may not benefit our Client accounts. These products or services may assist us in managing and administering Client accounts, including accounts not maintained at TD Ameritrade. Other services made available by TD Ameritrade are intended to help us manage and further develop our business enterprise. The benefits received by our firm or our personnel through participation in the program do not depend on the amount of brokerage transactions directed to TD Ameritrade. As part of our fiduciary duties to our clients, we endeavor at all times to put the interests of our clients first. Clients should be aware, however, that the receipt of economic benefits by our firm or our related persons in and of itself creates a potential conflict of interest and may indirectly influence our firm's choice of TD Ameritrade for custody and brokerage services.

Referral Fees

Our firm does not pay referral fees (non-commission based) to independent solicitors (non-registered representatives) for the referral of their clients to our firm in accordance with relevant state statutes and rules.

Item 15: Custody

State Securities Bureaus generally take the position that any arrangement under which a registered investment adviser is authorized or permitted to withdraw client funds or securities maintained with a custodian upon the adviser's instruction to the custodian is deemed to have custody of client funds and securities. As such, our firm has adopted the following safeguarding procedures:

a) Clients must provide our firm with written authorization permitting direct payment of advisory fees from their account(s) maintained by a custodian who is independent of our firm;
b) Our firm sends quarterly statements to the client showing the fee amount, the value of the assets upon which the fee is based, and the specific manner in which the fee is calculated as well as disclosing that it is the client's responsibility to verify the accuracy of fee calculation, and that the custodian does not determine its accuracy; and
c) The account custodian sends a statement to the client, at least quarterly, showing all account disbursements, including advisory fees.

Clients are encouraged to raise any questions with us about the custody, safety or security of their assets and our custodial recommendations.

The SEC issued a no-action letter ("Letter") with respect to the Rule 206(4)-2 ("Custody Rule") under the Investment Advisers Act of 1940 ("Advisers Act"). The letter provided guidance on the Custody Rule as well as clarified that an adviser who has the power to disburse client funds to a third party under a standing letter of instruction ("SLOA") is deemed to have custody. As such, our firm has adopted the following safeguards in conjunction with our custodian, TD Ameritrade:

- The client provides an instruction to the qualified custodian, in writing, that includes the client's signature, the third party's name, and either the third party's address or the third party's account number at a custodian to which the transfer should be directed.
- The client authorizes the investment adviser, in writing, either on the qualified custodian's form or separately, to direct transfers to the third party either on a specified schedule or from time to time.
- The client's qualified custodian performs appropriate verification of the instruction, such as a signature review or other method to verify the client's authorization, and provides a transfer of funds notice to the client promptly after each transfer.
- The client has the ability to terminate or change the instruction to the client's qualified custodian.
- The investment adviser has no authority or ability to designate or change the identity of the third party, the address, or any other information about the third party contained in the client's instruction.
- The investment adviser maintains records showing that the third party is not a related party of the investment adviser or located at the same address as the investment adviser.
- The client's qualified custodian sends the client, in writing, an initial notice confirming the instruction and an annual notice reconfirming the instruction.

Item 16: Investment Discretion

Clients have the option of providing our firm with investment discretion on their behalf, pursuant to an executed investment advisory client agreement. By granting investment discretion, our firm is authorized to execute securities transactions, determine which securities are bought and sold, and the total amount to be bought and sold. Limitations may be imposed by the client in the form of specific constraints on any of these areas of discretion with our firm's written acknowledgement.

Item 17: Voting Client Securities

Our firm does not accept the proxy authority to vote client securities. Clients will receive proxies or other solicitations directly from their custodian or a transfer agent. In the event that proxies are sent to our firm, our firm will forward them to the appropriate client and ask the party who sent them to mail them directly to the client in the future.

Item 18: Financial Information

Our firm is not required to provide financial information in this Brochure because:

- Our firm does not require the prepayment of more than $500 in fees and six or more months in advance.
- Our firm does not take custody of client funds or securities.
- Our firm does not have a financial condition or commitment that impairs our ability to meet contractual and fiduciary obligations to clients.

Our firm has never been the subject of a bankruptcy proceeding.

Item 19: Requirements for State-Registered Advisers

Executive Officers & Management Persons

Jay D. Franklin, CFA®, CFP®, FSA®
Year of Birth: 1963

Educational Background:

- 1986: Yale University; Bachelor of Science in Mathematics

Business Background:

- 02/2016 – Present Clarity Capital Advisors, LLC; Managing Member, Chief Compliance Officer, Chief Investment Officer & Investment Adviser Representative
- 04/2015 – 02/2016 Dynamic Wealth Advisors; Investment Adviser Representative
- 04/2013 – 03/2015 Index Fund Advisors Inc.; Director of Research
- 02/2006 – 04/2013 Index Fund Advisors Inc.; Director of Trading

Exams, Licenses & Other Professional Designations:

- Chartered Financial Analyst
- Fellow of Society of Actuaries
- CERTIFIED FINANCIAL PLANNER, CFP®

Cheri A. Franklin, CFP®, AIF®, CRPC®
Year of Birth: 1970

Educational Background:

- 2015 – 2016; Pepperdine University, B.S. in Management
- 1988 – 1989; California State University, Fullerton

Business Background:

- 02/2016 – Present Clarity Capital Advisors, LLC; Managing Member, President & Investment Adviser Representative
- 04/2015 – 02/2016 Dynamic Wealth Advisors; Investment Adviser Representative

- 11/2009 – 03/2015 Index Fund Advisors Inc.; Investment Adviser Representative
- 11/2006 – 11/2009 Index Fund Advisors Inc.; Portfolio Administrator

Exams, Licenses & Other Professional Designations:

- CERTIFIED FINANCIAL PLANNER, CFP®
- Accredited Investment Fiduciary®
- Chartered Retirement Planning Counselor®
- 01/2009 – Series 65
- 02/1994 – Series 63

Outside Business Activity

We do not have any outside business activities to disclose.

Performance Based Fees

Our firm does not charge performance-based fees.

Disciplinary Information

An award or otherwise being found liable in an arbitration claim alleging damages in excess of $2,500, involving any of the following:

(a) An investment or an investment-related business or activity;
(b) Fraud, false statement(s), or omissions;
(c) Theft, embezzlement, or other wrongful taking of property;
(d) Bribery, forgery, counterfeiting, or extortion; or
(e) Dishonest, unfair, or unethical practices.

Our firm has nothing to disclose in this regard.

An award or otherwise being found liable in a civil, self-regulatory organization, or administrative proceeding involving any of the following:

(a) An investment or an investment-related business or activity;
(b) Fraud, false statement(s), or omissions;
(c) Theft, embezzlement, or other wrongful taking of property;
(d) Bribery, forgery, counterfeiting, or extortion; or
(e) Dishonest, unfair, or unethical practices.

Our firm has nothing to disclose in this regard.

Arrangements with Issuers of Securities

Our firm has nothing to disclose in this regard.

As a fiduciary, our firm always put our Client's interest above our own. Information regarding participation of interest in client transactions can be found in our Code of Ethics as well as Item 11 of this Brochure. Clients may obtain a copy of our Code of Ethics upon request.

Per the California Code of Regulations Section 260.238(k), we must state that we have disclosed all material conflicts of interest relating to our firm, our representatives, and our employees that could be reasonably expected to impair the rendering of unbiased or objective advice.

Form ADV Part 2B – Brochure Supplement
Item 1: Cover Page
January 31, 2019

CLARITY
CAPITAL ADVISORS

Jay D. Franklin, CFA®, CFP®, FSA®

Clarity Capital Advisors, LLC
100 Spectrum Center Drive, Suite 900
Irvine, CA 92618
www.claritycapitaladvisors.com

This brochure supplement provides information about Jay D. Franklin, CFA®, CFP®, FSA® that supplements our brochure. You should have received a copy of that brochure. Please contact Jay D. Franklin, CFA®, CFP®, FSA® Chief Compliance Officer if you did not receive Clarity Capital Advisors, LLC's brochure or if you have any questions about the contents of this supplement. Additional information about Mr. Franklin is available on the SEC's website at www.adviserinfo.sec.gov by searching CRD #5899203.

Item 2: Educational Background & Business Experience

Jay D. Franklin, CFA®, CFP®, FSA®
Year of Birth: 1963

Educational Background:

- 1986: Yale University; Bachelor of Science in Mathematics

Business Background:

- 02/2016 – Present — Clarity Capital Advisors, LLC; Clarity Capital Advisors, LLC; Managing Member, Chief Compliance Officer, Chief Investment Officer & Investment Adviser Representative
- 04/2015 – 02/2016 — Dynamic Wealth Advisors; Investment Adviser Representative
- 04/2013 – 03/2015 — Index Fund Advisors Inc.; Director of Research
- 02/2006 – 04/2013 — Index Fund Advisors Inc.; Director of Trading

Exams, Licenses & Other Professional Designations:

- Chartered Financial Analyst
- CERTIFIED FINANCIAL PLANNER, CFP®
- Fellow of Society of Actuaries

CFA® - Chartered Financial Analyst:

The Chartered Financial Analyst (CFA) charter is a globally respected, graduate-level investment credential established in 1962 and awarded by CFA Institute — the largest global association of investment professionals. To earn the CFA® charter, candidates must: 1) pass three sequential, six-hour examinations; 2) have at least four years of qualified professional investment experience; 3) join CFA® Institute as members; and 4) commit to abide by, and annually reaffirm, their adherence to the CFA® Institute Code of Ethics and Standards of Professional Conduct. The CFA® Program curriculum is updated every year by experts from around the world to ensure that candidates learn the most relevant and practical new tools, ideas, and investment and wealth management skills to reflect the dynamic and complex nature of the profession. To learn more about the CFA® charter, visit www.cfainstitute.org.

CERTIFIED FINANCIAL PLANNER, CFP®

The CFP® certification is obtained by completing an advanced college-level course of study addressing the financial planning subject areas that the CFP® Board's studies have determined as necessary for the competent and professional delivery of financial planning services, a comprehensive certification exam and agreeing to be bound by the CFP® board's *Standard of Professional Conduct*. As a prerequisite, the individual must have a Bachelor's degree from a regionally accredited United States college or university (or foreign university equivalent) and have at least 3 years of full time financial planning experience (or equivalent measured at 2,000 hours per year). This designation requires 30 hours of continuing education every 2 years and renewing an agreement to be bound by the *Standards of Professional Conduct*.

FSA® - Fellow of Society of Actuaries:

In order to hold this professional designation, a Fellow of Society of Actuaries (FSA®) has demonstrated a knowledge of the business environments within which financial decisions concerning pensions, life insurance, health insurance, general insurance and investments are made, including the application of mathematical concepts and other techniques to the various areas of actuarial practice. The Fellow has further demonstrated an in-depth knowledge of the application of appropriate techniques to a specific area of actuarial practice. Requirements to attain the FSA® designation include exams, e-Learning courses and modules, validation of educational experiences outside the SOA Education system (VEE), a professionalism seminar and the Fellowship Admissions Course.

Item 3: Disciplinary Information

There are no legal or disciplinary events material to the evaluation of Mr. Franklin.

Item 4: Other Business Activities

Mr. Franklin does not have any outside business activities to report.

Item 5: Additional Compensation

Mr. Franklin does not receive any other economic benefit for providing advisory services in addition to advisory fees.

Item 6: Supervision

As a Managing Member of Clarity Capital Advisors, LLC, Cheri A. Franklin, CFP®, AIF®, CRPC® supervises and monitors Mr. Franklin's activities on a regular basis to ensure compliance with our firm's Code of Ethics. Please contact Ms. Franklin if you have any questions about Mr. Franklin's brochure supplement at (800) 345-4635.

Item 7: Requirements for State-Registered Advisers

Mr. Franklin has not been involved in any arbitration claim alleging damages in excess of $2,500. Furthermore, he has neither been involved in nor found liable in any civil, self-regulatory organization, or administrative proceeding nor has been the subject of any bankruptcy petitions.

Form ADV Part 2B – Brochure Supplement
Item 1: Cover Page
January 31, 2019

Cheri A. Franklin, CFP®, AIF®, CRPC®

Clarity Capital Advisors, LLC
100 Spectrum Center Drive, Suite 900
Irvine, CA 92618
www.claritycapitaladvisors.com

This brochure supplement provides information about Cheri A. Franklin, CFP®, AIF®, CRPC® that supplements our brochure. You should have received a copy of that brochure. Please contact Jay D. Franklin, CFA®, CFP®, FSA®, Chief Compliance Officer if you did not receive Clarity Capital Advisors, LLC's brochure or if you have any questions about the contents of this supplement. Additional information about Ms. Franklin is available on the SEC's website at www.adviserinfo.sec.gov by searching CRD #2012690.

Item 2: Educational Background & Business Experience

Cheri A. Franklin, CFP®, AIF®, CRPC®,
Year of Birth: 1970

Educational Background:

- 2015 – 2016; Pepperdine University, B.S. in Management
- 1988 – 1989; California State University, Fullerton

Business Background:

- 02/2016 – Present Clarity Capital Advisors, LLC; Managing Member, President & Investment Adviser Representative
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- Accredited Investment Fiduciary®
- Chartered Retirement Planning Counselor®
- 01/2009 – Series 65
- 02/1994 – Series 63

CERTIFIED FINANCIAL PLANNER, CFP®

The CFP® certification is obtained by completing an advanced college-level course of study addressing the financial planning subject areas that the CFP® Board's studies have determined as necessary for the competent and professional delivery of financial planning services, a comprehensive certification exam and agreeing to be bound by the CFP® board's *Standard of Professional Conduct*. As a prerequisite, the individual must have a Bachelor's degree from a regionally accredited United States college or university (or foreign university equivalent) and have at least 3 years of full time financial planning experience (or equivalent measured at 2,000 hours per year). This designation requires 30 hours of continuing education every 2 years and renewing an agreement to be bound by the *Standards of Professional Conduct*.

AIF® - Accredited Investment Fiduciary®:

The AIF® designation certifies that the recipient has specialized knowledge of fiduciary standards of care and their application to the investment management process. To receive the AIF® designation, individuals must complete a training program, successfully pass a comprehensive, closed-book final examination under the supervision of a proctor and agree to abide by the AIF® Code of Ethics. In order to maintain the AIF® designation, the individual must annually renew their affirmation of the AIF® Code of Ethics and complete six hours of continuing education credits. The certification is administered by the Center for Fiduciary Studies, LLC (a Fiduciary360 (fi360) company).

CRPC® - Chartered Retirement Planning Counselor:

Ms. Franklin has a professional designation, Chartered Retirement Planning Counselor (CRPC®). The CRPC® is offered by The College for Financial Planning®. The CRPC® Program focuses on the pre- and post-retirement needs of individuals. Enrollment in the program guides you through the retirement process, addressing issues such as estate planning and asset management. The College for Financial Planning® awards the Chartered Retirement Planning Counselor℠ and CRPC® designation to students who: successfully complete the program; pass the final examination; and comply with the Code of Ethics, which includes agreeing to abide by the Standards of Professional Conduct promulgated by The College for Financial Planning®.

Applicants must also disclose of any criminal, civil, self-regulatory organization, or governmental agency inquiry, investigation, or proceeding relating to their professional or business conduct. Conferment of the designation is contingent upon the College for Financial Planning's review of matters either self-disclosed or which are discovered by the College that are required to be disclosed. Successful students receive a certificate and are granted the right to use the designation on correspondence and business cards for a two-year period.

Continued use of the CRPC® designation is subject to ongoing renewal requirements. Every two years individuals must renew their right to continue using the CRPC® designation by: completing 16 hours of continuing education and reaffirming to abide by the Standards of Professional Conduct, Terms and Conditions, and self-disclose any criminal, civil, self-regulatory organization, or governmental agency inquiry, investigation, or proceeding relating to their professional or business conduct.

Item 3: Disciplinary Information

There are no legal or disciplinary events material to the evaluation of Ms. Franklin.

Item 4: Other Business Activities

Ms. Franklin does not have any outside business activities to report.

Item 5: Additional Compensation

Ms. Franklin does not receive any other economic benefit for providing advisory services in addition to advisory fees.

Item 6: Supervision

As a Managing Member of Clarity Capital Advisors, LLC, Jay D. Franklin, CFA®, CFP®, FSA® supervises and monitors Ms. Franklin's activities on a regular basis to ensure compliance with our firm's Code of Ethics. Please contact Mr. Franklin if you have any questions about Ms. Franklin's brochure supplement at (800) 345-4635.

Item 7: Requirements for State-Registered Advisers

Ms. Franklin has not been involved in any arbitration claim alleging damages in excess of $2,500. Furthermore, she has neither been involved in nor found liable in any civil, self-regulatory organization, or administrative proceeding nor has been the subject of any bankruptcy petitions.