

**APPENDIX E**

**Brochure (ADV 2A)**

**Item 1: Cover Page**

**ClearView Private Wealth LLC**

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This brochure provides information about the qualifications and business practices of ClearView Private Wealth LLC. If you have any questions about the contents of this brochure, please contact us at (623) 227-1158 or by email at [info@clearviewprivatewealth.com](mailto:info@clearviewprivatewealth.com). 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 ClearView Private Wealth LLC is also available on the SEC's website at <https://adviserinfo.sec.gov>.

## Item 2: Material Changes

Since the Firm's last filing, and prior to the onboarding of any clients, ClearView Private Wealth LLC has made the following material changes to its brochure:

1. Comprehensive Restructuring of Performance-Based Fees (Item 5 & Item 6): The Firm has updated its Performance-Based Fee schedule for Qualified Clients to simplify the calculation methodology and reduce the fee rate. Specific changes include:
  - a. Rate Reduction: The performance fee rate has been reduced from 20% to 18% of capital gains.
  - b. Calculation Methodology: The Firm has transitioned from a "Point-to-Point" valuation method to an Average Daily Balance method. Fees are now calculated based on the difference between the Average Portfolio Balance and the Average Contribution Balance for the quarter. This change is intended to smooth out the effects of short-term market volatility on fee calculations.
  - c. Fee Structure Simplification: The separate "Hurdle Rate" and explicit "High Water Mark" provisions have been removed. Instead, the Firm utilizes a Cumulative Fee calculation. Under this method, the 18% fee is applied to the cumulative average gains over the life of the agreement, and all previously paid fees are deducted from the total. This effectively creates an inherent high-water mark, ensuring clients do not pay performance fees on the same gains twice.
2. Update to Firm Contact Information (Item 1): The Firm has updated its contact telephone number and email address on the Cover Page to reflect current business operations.
3. Update to Billing and Custody (Item 5 & Item 15): The Firm has updated its billing procedures to allow for the direct debit of Asset-Based fees from client accounts at the Qualified Custodian. Consequently, the Firm now discloses that it has Limited Custody solely for the purpose of fee deduction. Performance-Based fees remain invoice-only.

### Item 3: Table of Contents

Item 1: Cover Page.....	1
Item 2: Material Changes .....	2
Item 3: Table of Contents.....	3
Item 4: Advisory Business.....	4
Item 5: Fees and Compensation.....	4
Item 6: Performance-Based Fees and Side-By-Side Management .....	6
Item 7: Types of Clients .....	6
Item 8: Methods of Analysis, Investment Strategies and Risk of Loss .....	6
Item 9: Disciplinary Information .....	8
Item 10: Other Financial Industry Activities and Affiliations .....	8
Item 11: Code of Ethics .....	8
Item 12: Brokerage Practices .....	8
Item 13: Review of Accounts .....	9
Item 14: Client Referrals and Other Compensation.....	9
Item 15: Custody .....	9
Item 16: Investment Discretion.....	9
Item 17: Voting Client Securities (Proxy Voting) .....	10
Item 18: Financial Information.....	10
Item 19: Requirements for State-Registered Advisors .....	10

## Item 4: Advisory Business

ClearView Private Wealth LLC ("ClearView") is a registered investment advisor providing personalized investment advisory services to our clients. Our firm is dedicated to understanding the unique financial situations and goals of each client. All advice is tailored to the client's specific needs, objectives, and risk tolerance. ClearView does not have custody of client funds or securities. All client assets are held at a qualified custodian.

### Our primary advisory services include:

#### **Portfolio Management Services**

ClearView provides ongoing portfolio management services on a **discretionary basis**. After developing an understanding of the client's financial situation and investment objectives, we will create a customized investment portfolio. This portfolio will be continuously monitored and rebalanced as necessary to meet the client's goals. Under this arrangement, clients grant ClearView the authority to buy and sell securities in their accounts without seeking prior approval for each transaction. This allows us to make timely decisions in response to market conditions.

#### **Financial Planning and Consulting Services**

ClearView offers financial planning and consulting services on specific topics as mutually agreed upon. These project-based services may include a one-time review of a client's existing investment portfolio. For clients who wish to manage their own portfolios but desire ongoing guidance, we also offer fee-based consulting.

## Item 5: Fees and Compensation

ClearView offers services for a fee based on a percentage of assets under management (AUM), hourly fees, and fixed fees. Fees are negotiable depending on the client's specific situation and the scope of the services required.

**Payment Methods:** The method of fee payment depends on the specific fee structure assigned to the client:

1. **Asset-Based Fees (AUM):** For clients on the Asset-Based fee schedule, the Advisor will directly debit the fee from the Client's account at the Custodian. Clients must provide written authorization permitting these fees to be deducted.
2. **Performance-Based Fees:** For Qualified Clients on the Performance-Based fee schedule, the Advisor will invoice the Client directly. Payment is due within thirty (30) days of the invoice date. Performance fees are not automatically debited by the Custodian.

**Custodian Statements:** In all cases, the Custodian will send a statement to the Client at least quarterly. Clients are urged to compare the fee listed on the statement or invoice with the reports provided by ClearView.

**Portfolio Management Fees**

Our annual fee for Portfolio Management services is charged as a percentage of the assets we manage. This fee varies depending on the investment strategy utilized and the complexity of the management required.

**Asset-Based Fee:** For most clients, our annual fee ranges from 1.00% to 2.50% of assets under management. The specific fee will be detailed in the client's advisory agreement. The fee is billed on a quarterly basis and is based on the value of the account on the last business day of the previous quarter. Partial quarters will be pro-rated.

**Performance-Based Fee:** If a client meets the definition of a "Qualified Client" under Rule 205-3 of the Investment Advisers Act of 1940, we offer a performance-based fee arrangement.

The Client shall pay the Advisor a quarterly Performance-Based Fee equal to 18% of the calculated average gains for the quarter. The average gains shall be calculated by subtracting the Average Contribution Balance from the Average Portfolio Balance. This value shall be multiplied by 18%, yielding a cumulative fee total for the current term of this Agreement. After subtracting all previous payments made, the client shall pay Advisor any remaining fee.

*Example: In Q1, Client's portfolio had an Average Portfolio Balance of \$2,000,000.00 and an Average Contribution Balance of \$1,500,000.00. The cumulative fee total at the end of Q1 would be  $(\$2,000,000.00 - \$1,500,000.00) \times 18\% = \$90,000.00$ . However, Client previously paid in past quarters a total of \$80,000.00. Therefore, at the end of Q1, Client owes Advisor a remaining fee of \$10,000.00.*

**Fee Waiver Condition:** In rare circumstances, a particular quarter may post significant gains throughout the duration of the quarter, but at or near the end of the quarter, market events cause a sharp decline in the Portfolio's value. This may cause the Average Portfolio Balance for the quarter to show a significantly higher number than the closing value for that quarter. In the instance that a Performance-Based Fee would exceed Client's Portfolio gains for a single quarter (after accounting for all contributions and withdrawals), the Performance-Based Fee for that quarter shall be waived.

**Financial Planning and Consulting Services**

For Financial Planning and Consulting Services, ClearView charges an initial fee of \$375, which includes the initial meeting and the first hour of service. Any additional time required to complete the review and present our findings will be billed at a rate of \$250 per hour.

**General Fee Information**

Clients may terminate their advisory agreement with ClearView at any time by providing written notice. Upon termination, any prepaid but unearned fees will be refunded to the client on a pro-rata basis.

Clients will also incur other fees and expenses in connection with their accounts. These include, but are not limited to, brokerage commissions, transaction fees, custodial fees, and internal

management fees charged by mutual funds or exchange-traded funds (ETFs). These fees are separate from and in addition to ClearView's advisory fees.

Advisory fees are due within thirty (30) days of the invoice date. Any invoices not paid within this timeframe are considered past due and shall accrue an interest penalty at a rate of 1.25% per month (15% annually )

ClearView reserves the right to renegotiate or terminate the advisory agreement if client withdrawals exceed 20% of the portfolio value in a 12-month period.

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

ClearView charges performance-based fees for certain qualified clients while charging asset-based fees for other clients. This arrangement creates a potential conflict of interest, as it may create an incentive for ClearView to favor performance-fee accounts and cause them to take on greater risks.

ClearView upholds its fiduciary duty to all clients and mitigates this conflict by ensuring that all investment decisions are made in accordance with each client's specific investment policy statement, objectives, and risk tolerance. We ensure that portfolios are managed consistently and that no client is favored over another.

## **Item 7: Types of Clients**

ClearView Private Wealth LLC provides investment advisory services to a range of clients, including:

- Individuals
- High-Net-Worth Individuals
- Trusts and Estates
- Businesses and Business Owners

ClearView Private Wealth LLC generally requires a minimum portfolio size of \$30,000 for Portfolio Management Services, though this may be waived at the Advisor's discretion.

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

### **Methods of Analysis**

ClearView Private Wealth LLC utilizes a blended approach to investment analysis to best serve our clients. Our process combines both fundamental and technical analysis.

- **Fundamental Analysis:** We primarily use fundamental analysis to identify securities for client portfolios. This involves a thorough review of a company's financial health, management, competitive advantages, and its position within its industry to assess its intrinsic or underlying value. This method helps us decide what to invest in.

- **Technical Analysis:** We heavily utilize technical analysis to guide the timing of our investment decisions. This involves analyzing historical market data such as price charts and volume patterns to identify trends, support and resistance levels, and other indicators. This method helps us determine optimal entry and exit points for trades.

### Investment Strategies

Our strategies are applied based on the individual client's profile, as documented in their Investment Policy Statement (IPS).

**Long-Term Purchasing:** Our primary strategy is long-term purchasing (typically holding securities for over a year), though we may sell positions sooner if our analysis indicates a shift in the security's fundamentals or technical patterns.

**Core-Satellite Approach:** For suitable clients, we may employ a "Core-Satellite" portfolio structure. The "Core" portion consists of long-term holdings (as described above) to provide foundational stability. The "Satellite" portion is managed more actively to capitalize on short-to-medium term market movements.

**Tactical & Swing Trading:** The "Satellite" portfolio may employ swing trading and other tactical strategies. This involves taking positions to capitalize on short-term (e.g., several days to several months) price movements rather than long-term holds.

**Use of Leveraged or Inverse Instruments:** For clients with a documented Aggressive risk profile who are suitable for such strategies, the "Satellite" portfolio may include the tactical use of leveraged or inverse instruments (such as 2x ETFs) to capitalize on short-term opportunities.

### Risk of Loss

All investment strategies involve a risk of loss. Investing in securities, including stocks, bonds, mutual funds, and exchange-traded funds, carries the risk of losing some or all of the principal amount invested. There is no guarantee that any investment strategy will be successful or that your investment objectives will be met. The use of technical analysis also carries the risk that past performance patterns will not repeat in the future. Clients should be prepared to bear the risk of investment loss.

### Specific Strategy Risks

- **Tactical & Swing Trading:** These strategies involve more frequent trading and turnover, which can result in higher transaction costs and the realization of short-term capital gains, which are taxed at a higher rate.
- **Risk of Leveraged and Inverse Instruments:** These products are extremely high-risk and are not suitable for all investors.
  - **Compounding & Volatility Risk:** Most leveraged and inverse ETFs "reset" daily. This means they are not designed to be held for longer than one day. If held for longer, the effects of compounding and market volatility can cause returns to diverge significantly from the underlying index (this is "volatility decay").
  - **Potential for Amplified Losses:** The use of leverage amplifies both potential gains and potential losses. A 2x leveraged ETF can lose value twice as fast as the

underlying market. Suitability: These instruments will only be used for clients who have been determined to have a high-risk tolerance and after a full discussion of their unique risks.

## **Item 9: Disciplinary Information**

ClearView Private Wealth LLC and its associated persons have no legal or disciplinary events to disclose that would be material to a client's or prospective client's evaluation of our advisory business or the integrity of our management.

## **Item 10: Other Financial Industry Activities and Affiliations**

Licensed Insurance Agent: Matthew Nathaniel Agnetti, an Investment Adviser Representative of ClearView Private Wealth LLC, holds an Arizona license as an independent insurance agent. While Mr. Agnetti is not currently contracted with any insurance carriers or actively selling insurance products through this license, he may seek such contracts in the future. Should he become contracted and subsequently recommend an insurance product in that separate capacity, and should a client choose to purchase that product through him, he would earn a commission.

This presents a conflict of interest, as it creates a financial incentive for Matthew Nathaniel Agnetti to recommend insurance products. ClearView upholds its fiduciary duty and mitigates this conflict by ensuring that all insurance recommendations are based on a client's specific needs and financial situation. Clients are not obligated to act on any insurance recommendations. Furthermore, clients may choose to purchase any recommended insurance products through another agent of their choice.

## **Item 11: Code of Ethics**

ClearView Private Wealth LLC has adopted a Code of Ethics that sets forth the standards of business conduct required of our associated persons. The Code of Ethics reflects our fiduciary obligations and requires all personnel to act with the utmost integrity. The core principles of our Code of Ethics are to always place the interests of our clients first, to avoid any actual or perceived conflicts of interest, and to conduct all personal securities trading in an ethical manner.

We will provide a copy of our Code of Ethics to any client or prospective client upon request.

## **Item 12: Brokerage Practices**

ClearView Private Wealth LLC does not maintain custody of client assets and does not have a soft dollar arrangement with any brokerage firm. To receive Portfolio Management Services, clients are required to establish and maintain brokerage accounts with Schwab Advisor Services ("Schwab"). This requirement stems from the Advisor's duty to seek best execution for client transactions; after reviewing alternatives, the Advisor has selected Schwab based on the belief that Schwab provides a favorable combination of execution quality, competitive costs, available services, technology, and client support necessary to effectively manage client portfolios in accordance with our strategies and provide robust service to our clients.



## **Item 13: Review of Accounts**

### **Portfolio Management**

Accounts under our Portfolio Management service are reviewed on an ongoing basis by Matthew Nathaniel Agnetti. More formal reviews are conducted at least annually.

### **Project-Based Services**

Accounts for our project-based Financial Planning and Consulting Services are reviewed upon completion of the project. The client is responsible for implementing the recommendations, and our firm does not provide ongoing monitoring for these accounts.

Clients will receive trade confirmations from their custodian for each transaction in their account and will receive a monthly or quarterly statement from the custodian showing all account activity.

## **Item 14: Client Referrals and Other Compensation**

ClearView does not receive any economic benefit from third parties for providing investment advice to our clients. We do not have any arrangements to pay referral fees to others for client introductions.

## **Item 15: Custody**

ClearView Private Wealth LLC does not maintain physical custody of client funds or securities. All client assets are held at a Qualified Custodian (e.g., Charles Schwab).

However, ClearView is deemed to have limited custody solely because the Firm has the authority to deduct Asset-Based advisory fees directly from client accounts. We do not have authority to withdraw funds for any other purpose.

Clients will receive account statements directly from the Qualified Custodian at least quarterly. You should carefully review those statements and compare them to any reports or invoices provided by ClearView.

## **Item 16: Investment Discretion**

As disclosed in Item 4, ClearView Private Wealth LLC may accept discretionary authority to manage client accounts. When a client provides us with discretionary authority, we will have the ability to determine which securities to buy and sell in the client's account without obtaining prior approval for each transaction. This authority is granted via a written investment advisory agreement.

Clients may limit our discretionary authority or revoke it entirely at any time with written notice. In all cases, investment discretion will be exercised in a manner consistent with the client's stated investment objectives and risk tolerance.

### **Item 17: Voting Client Securities (Proxy Voting)**

ClearView Private Wealth LLC does not vote proxies on behalf of clients. As such, clients retain the responsibility for receiving and voting proxies for any and all securities maintained in their accounts. We will not provide any advice or take any action with respect to the voting of proxies. Clients will receive their proxy materials directly from their custodian or the transfer agent.

### **Item 18: Financial Information**

ClearView Private Wealth LLC does not require or solicit prepayment of more than \$500 in fees per client, six months or more in advance. Therefore, we are not required to include a balance sheet with this brochure.

Our firm has no financial condition that is reasonably likely to impair our ability to meet our contractual commitments to clients. We have not been the subject of a bankruptcy petition at any time.

### **Item 19: Requirements for State-Registered Advisors**

Principal Executive Officers and Management Persons: Matthew Nathaniel Agnetti is the sole Principal Executive Officer and Managing Member of ClearView Private Wealth LLC. His formal education and business background are described in his Form ADV Part 2B Brochure Supplement. Other business activities: as disclosed in Item 10, Mr. Agnetti holds an Arizona license as an independent insurance agent but is not currently contracted with any carriers or actively selling insurance products. He currently devotes approximately 0 hours per month to maintaining this license.