

## **STRATEGIC PROBABILITY PARTNERS, LLC**

*a Registered Investment Adviser*

292 14th Avenue South, Unit A

Naples, Florida 34102

<http://www.strategicprobabilitypartners.com>

(305) 619-3566

This brochure provides information about the qualifications and business practices of Strategic Probability Partners, LLC (hereinafter, “SPP” or the “Firm”). If you have any questions about the contents of this brochure, please contact the Firm at this telephone number listed above. 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 the Firm is available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). The Firm is a registered investment adviser. Registration does not imply any level of skill or training.

**Item 2. Material Changes**

The material changes in this brochure from the last annual updating amendment of Strategic Probability Partners, LLC's on February 11, 2021 are described below. Material changes relate to Strategic Probability Partners, LLC's policies, practices or conflicts of interests.

- Strategic Probability Partners, LLC has updated Item 4 to disclose written acknowledgement of fiduciary status.

**Item 3. Table of Contents**

Item 2. Material Changes.....2

Item 3. Table of Contents .....3

Item 4. Advisory Business .....4

Item 5. Fees and Compensation.....5

Item 6. Performance-Based Fees and Side-by-Side Management .....7

Item 7. Types of Clients.....7

Item 8. Methods of Analysis, Investment Strategies and Risk of Loss .....7

Item 9. Disciplinary Information .....9

Item 10. Other Financial Industry Activities and Affiliations.....9

Item 11. Code of Ethics .....9

Item 12. Brokerage Practices .....10

Item 13. Review of Accounts.....13

Item 14. Client Referrals and Other Compensation .....13

Item 15. Custody .....13

Item 16. Investment Discretion.....14

Item 17. Voting Client Securities.....14

Item 18. Financial Information .....14

Item 19. Requirement for State Registered Advisers.....14

ADV Part 2B Brochure Supplement.....16

## Item 4. Advisory Business

SPP was formed in November 2014 by its principal Craig R. Sutherland, to offer investment management and planning services to its clients. Prior to SPP rendering any of the foregoing advisory services, clients are required to enter into one or more written agreements with SPP setting forth the relevant terms and conditions of the advisory relationship (the “Advisory Agreement”).

While this brochure generally describes the business of SPP, certain sections also discuss the activities of its Supervised Persons, which refer to the Firm’s officers, partners, directors (or other persons occupying a similar status or performing similar functions), employees or any other person who provides investment advice on SPP’s behalf and is subject to the Firm’s supervision or control.

### Investment Management Services

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SPP manages client investment portfolios on a discretionary basis within a pre-established and agreed upon investment policy statement for each client relationship. As part of an investment management offering, SPP may provide clients with certain investment planning advice and guidance.

SPP will also offer subadvisory services to other investment management firms in certain circumstances, providing timely information regarding the account construction for investment strategies. All trading instructions to the custodian for subadvised accounts will be the sole responsibility of the investment advisory firm retaining SPP as subadviser.

In providing its advisory services, SPP is not required to verify any information received from the client or from the client’s other professionals (e.g., attorneys, accountants, etc.) and is expressly authorized to rely on such information. SPP always recommends that clients engage other legal and tax professionals to review, coordinate, and implement all changes to their financial plans ancillary to their investment planning process. Clients retain absolute control over all planning decisions and are under no obligation to act upon any of the planning suggestions and recommendations made by SPP.

SPP primarily allocates clients’ assets among various exchange-traded funds (“ETFs”), index funds, mutual funds, and individual debt securities in accordance with their stated investment objectives.

SPP generally limits its investment advice to mutual funds, fixed income securities, real estate funds, equities, ETFs, treasury inflation protected/inflation linked bonds and non- U.S. securities. SPP may use other securities as well to help diversify a portfolio when applicable.

SPP tailors its advisory services to meet the needs of its individual clients and seeks to ensure, on a continuous basis, that client portfolios are managed in a manner consistent with those needs and objectives. SPP consults with clients on an initial and ongoing basis to assess their specific risk tolerance, time horizon, liquidity constraints and other related factors relevant to the management of their portfolios. Clients are advised to promptly notify SPP if there are changes in their financial situation or if they wish to place any

limitations on the management of their portfolios.

### Written Acknowledgement of Fiduciary Status

When we provide investment advice to you regarding your retirement plan account or individual retirement account, we are fiduciaries within the meaning of Title I of the Employee Retirement Income Security Act and/or the Internal Revenue Code, as applicable, which are laws governing retirement accounts. The way we make money creates some conflicts with your interests, so we operate under a special rule that requires us to act in your best interest and not put our interest ahead of yours. Under this special rule's provisions, we must:

- Meet a professional standard of care when making investment recommendations (give prudent advice);
- Never put our financial interests ahead of yours when making recommendations (give loyal advice);
- Avoid misleading statements about conflicts of interest, fees, and investments;
- Follow policies and procedures designed to ensure that we give advice that is in your best interest;
- Charge no more than is reasonable for our services; and
- Give you basic information about conflicts of interest.

As of December 2021, SPP has \$99,522,535.00 in discretionary assets under management and \$0.00 non-discretionary assets under management.

As of December 2021, SPP has \$28,130,664.00 in assets under advisement.

## Item 5. Fees and Compensation

### Investment Management Fees

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SPP offers investment management services for an annual fee based on the market value of assets under the Firm's management. Any planning advice and guidance provided by the Firm are included in the investment management fee. This management fee generally varies in accordance with the following fee schedule:

#### Direct Investment Management

<b>PORTFOLIO VALUE</b>	<b>BASE FEE</b>
First \$5,000,000	0.75%
Next \$2,500,000	0.50%
Next \$2,500,000	0.00%
Next \$10,000,000	0.40%
Next \$30,000,000	0.25%
Above \$50,000,000	0.20%

### **Subadvisory Fees**

SPP may also act as a sub-advisor to other unaffiliated advisers. SPP charges a negotiated sub-advisory fee for providing such services to such sub-advisory client firms and their clients, and do not exceed any limit imposed by any regulatory agency. Sub-advisory client firms charge and collect our SPP sub-advisory fee directly from their client accounts, based on the value of assets placed in SPP strategies. SPP does not share such sub-advisory fees with sub-advisory client firms, nor does SPP share in any of the advisory fees charged by sub-advisory client firms for their own services to their own clients. This relationship is memorialized in each contract between SPP and sub-advisory client firms.

The annual fee is prorated and charged monthly, in arrears, based on the market value at the end of each month. For the initial period of an engagement, the fee is calculated on a *pro rata* basis. In the event the Advisory Agreement is terminated, the fee for the final billing period is prorated through the effective date of the termination and the outstanding portion of the fee is charged to the client, as appropriate.

Additionally, for asset management services the Firm provides with respect to certain client holdings (e.g., held-away assets, accommodation accounts, alternative investments, etc.), SPP may negotiate a fee rate that differs from the range set forth above.

### **Fee Discretion**

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In very limited circumstances, SPP may, in its sole discretion, negotiate to charge a lesser fee based upon certain criteria, such as anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, account composition, pre-existing/legacy client relationship, account retention and pro bono activities.

### **Additional Fees and Expenses**

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In addition to the advisory fees paid to SPP, clients may also incur certain charges imposed by other third parties, such as broker-dealers, custodians, trust companies, banks and other financial institutions (collectively “Financial Institutions”). These additional charges may include securities brokerage commissions, transaction fees, custodial fees, charges imposed directly by a mutual fund or ETF in a client’s account, as disclosed in the fund’s prospectus (e.g., fund management fees and other fund expenses), deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. The Firm’s brokerage practices are described at length in Item 12, below.

### **Direct Fee Debit**

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Clients generally provide SPP with the authority to directly debit their accounts for payment of the investment advisory fees. The Financial Institutions that act as the qualified custodian for client accounts,

from which the Firm retains the authority to directly deduct fees, have agreed to send statements to clients not less than quarterly detailing all account transactions, including any amounts paid to SPP. Where required, SPP also sends to clients a written invoice itemizing the fee, including the formula used to calculate the fee, the time period covered by the fee and the amount of assets under management on which the fee was based.

### **Account Additions and Withdrawals**

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Clients may make additions to and withdrawals from their account at any time, subject to SPP's right to terminate an account. Additions may be in cash or securities provided that the Firm reserves the right to liquidate any transferred securities or declines to accept particular securities into a client's account. Clients may withdraw account assets on notice to SPP, subject to the usual and customary securities settlement procedures. However, the Firm generally designs its portfolios as long-term investments and the withdrawal of assets may impair the achievement of a client's investment objectives. SPP may consult with its clients about the options and implications of transferring securities. Clients are advised that when transferred securities are liquidated, they may be subject to transaction fees, short-term redemption fees, fees assessed at the mutual fund level (e.g., contingent deferred sales charges) and/or tax ramifications.

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

SPP does not provide any services for a performance-based fee (i.e., a fee based on a share of capital gains or capital appreciation of a client's assets).

## **Item 7. Types of Clients**

SPP offers services to individuals, pension and profit sharing plans, trusts, estates, charitable organizations, corporations and business entities.

### **Minimum Account Fee**

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As a condition for starting and maintaining an investment management relationship, SPP generally imposes a minimum annual fee of \$37,500. This minimum fee may cause clients with smaller portfolios to incur an effective fee rate that is higher than the Firm's stated fee schedule. SPP may, in very limited circumstances, in its sole discretion, elect to waive its minimum fee based upon certain criteria, including anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, account composition, pre-existing client, account retention, and pro bono activities.

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

### **Methods of Analysis**

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SPP at various times utilizes a combination of fundamental, technical, valuation and business cycle methods of analysis.

Fundamental analysis includes an evaluation of the fundamental financial condition of a particular fund, as well as the overall valuation levels of asset classes held by such funds. A substantial risk in relying upon fundamental analysis is that while the overall health and position of asset classes may be good, evolving market conditions may negatively impact the underlying securities.

Technical analysis involves the examination of past market data rather than specific issuer information in determining the recommendations made to clients. Technical analysis may involve the use of mathematical based indicators and charts, such as moving or forward averages, price correlations, and historical market patterns. A substantial risk in relying upon technical analysis is that spotting historical trends may not help to predict such trends in the future. Even if the trend will eventually reoccur, there is no guarantee that SPP will be able to accurately predict such a reoccurrence.

Valuation analysis looks at particular asset classes, both relative to their historical levels as well as on a relative basis compared to other asset classes.

Business cycle analysis is similar to technical analysis in that it involves the assessment of market conditions at a macro (entire market or economy) or micro level. The risks with cyclical analysis are similar to those of technical analysis.

### **Investment Strategies**

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The Firm utilizes strategic and tactical asset allocation to invest its clients' portfolios across approximately 10 to 12 core asset classes. Strategic asset allocation involves setting longer-term target ranges of allocations to the core asset classes and periodically rebalancing the portfolio back to those targets. Tactical asset allocation involves seeking to opportunistically invest in certain assets classes and/or overweighting or underweighting existing asset classes within preapproved ranges.

### **Risk of Loss**

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#### *Risk of Loss*

Investing involves risk, including the potential loss of principal, and all investors should be guided accordingly.

#### *Market Risks*

The profitability of a significant portion of SPP's recommendations and/or investment decisions may depend to a great extent upon correctly assessing the future course of price movements of indices, bonds and other asset classes. There can be no assurance that SPP will be able to predict those price movements accurately or capitalize on any such assumptions.

#### *Mutual Funds and ETFs*

An investment in a mutual fund or ETF involves risk, including the loss of principal. Mutual fund and ETF shareholders are necessarily subject to the risks stemming from the individual issuers of the fund's



underlying portfolio securities. Such shareholders are also liable for taxes on any fund-level capital gains, as mutual funds and ETFs are required by law to distribute capital gains in the event they sell securities for a profit that cannot be offset by a corresponding loss.

Shares of mutual funds are generally distributed and redeemed on an ongoing basis by the fund itself or a broker acting on its behalf. The trading price at which a share is transacted is equal to a fund's stated daily per share net asset value ("NAV"), plus any shareholders fees (e.g., sales loads, purchase fees, redemption fees). The per share NAV of a mutual fund is calculated at the end of each business day, although the actual NAV fluctuates with intraday changes to the market value of the fund's holdings. The trading prices of a mutual fund's shares may differ significantly from the NAV during periods of market volatility, which may, among other factors, lead to the mutual fund's shares trading at a premium or discount to actual NAV.

Shares of ETFs are listed on securities exchanges and transacted at negotiated prices in the secondary market. Generally, ETF shares trade at or near their most recent NAV, which is generally calculated at least once daily for indexed based ETFs and potentially more frequently for actively managed ETFs. However, certain inefficiencies may cause the shares to trade at a premium or discount to their pro rata NAV. There is also no guarantee that an active secondary market for such shares will develop or continue to exist. Generally, an ETF only redeems shares when aggregated as creation units (usually 20,000 shares or more). Therefore, if a liquid secondary market ceases to exist for shares of a particular ETF, a shareholder may have no way to dispose of such shares.

## **Item 9. Disciplinary Information**

SPP does not have any required disclosures pursuant to this Item.

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

SPP does not have any required disclosures pursuant to this Item.

## **Item 11. Code of Ethics**

SPP has adopted a code of ethics in compliance with applicable securities laws ("Code of Ethics") that sets forth the standards of conduct expected of its Supervised Persons. SPP's Code of Ethics contains written policies reasonably designed to prevent certain unlawful practices such as the use of material non-public information by the Firm or any of its Supervised Persons and the trading by the same of securities ahead of clients in order to take advantage of pending orders.

The Code of Ethics also requires certain of SPP's personnel to report their personal securities holdings and transactions and obtain pre-approval of certain investments (e.g., initial public offerings, limited offerings). However, the Firm's Supervised Persons are permitted to buy or sell securities that it also

recommends to clients if done in a fair and equitable manner that is consistent with the Firm's policies and procedures. This Code of Ethics has been established recognizing that some securities trade in sufficiently broad markets to permit transactions by certain personnel to be completed without any appreciable impact on the markets of such securities. Therefore, under limited circumstances, exceptions may be made to the policies stated below.

When the Firm is engaging in or considering a transaction in any security on behalf of a client, no Supervised Person with access to this information may knowingly effect for themselves or for their immediate family (i.e., spouse, minor children and adults living in the same household) a transaction in that security unless:

- the transaction has been completed;
- the transaction for the Supervised Person is completed as part of a batch trade with clients; or
- a decision has been made not to engage in the transaction for the client.

These requirements are not applicable to: (i) direct obligations of the Government of the United States; (ii) money market instruments, bankers' acceptances, bank certificates of deposit, commercial paper, repurchase agreements and other high quality short-term debt instruments, including repurchase agreements; (iii) shares issued by mutual funds or money market funds; and (iv) shares issued by unit investment trusts that are invested exclusively in one or more mutual funds.

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

## Item 12. Brokerage Practices

### Recommendation of Broker/Dealers for Client Transactions

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SPP generally recommends that clients utilize the custody, brokerage and clearing services of Schwab Advisor Services<sup>TM</sup> ("Schwab") for investment management accounts. However, clients of SPP are free to direct the use of a custodian other than Schwab Advisor Services/Charles Schwab, Inc.

Factors which SPP considers in recommending Schwab or any other broker-dealer to clients include their respective financial strength, reputation, execution, pricing, research and service. Schwab may enable the Firm to obtain many mutual funds without transaction charges and other securities at nominal transaction charges. The commissions and/or transaction fees charged by Schwab may be higher or lower than those charged by other Financial Institutions.

The commissions paid by SPP's clients to Schwab comply with the Firm's duty to obtain "best execution." Clients may pay commissions that are higher than another qualified Financial Institution might charge to effect the same transaction where SPP determines that the commissions are reasonable in relation to the value of the brokerage and research services received. 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 Financial Institution's services, including among others, the value of research provided, execution capability, commission rates and responsiveness.

SPP seeks competitive rates but may not necessarily obtain the lowest possible commission rates for client transactions.

SPP periodically and systematically reviews its policies and procedures regarding its recommendation of Financial Institutions in light of its duty to obtain best execution.

### **Software and Support Provided by Financial Institutions**

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Specifically, SPP may receive the following benefits from Schwab:

- Access to a trading desk that exclusively services its institutional traders;
- Access to block trading which provides the ability to aggregate securities transactions and then allocate the appropriate shares to client accounts; and
- Access to an electronic communication network for client order entry and account information.

### **Brokerage for Client Referrals**

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SPP does not consider, in selecting or recommending broker/dealers, whether the Firm receives client referrals from the Financial Institutions or other third party.

### **Directed Brokerage**

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The client may direct SPP in writing to use a particular Financial Institution to execute some or all transactions for the client. In that case, the client will negotiate terms and arrangements for the account with that Financial Institution and the Firm will not seek better execution services or prices from other Financial Institutions or be able to “batch” client transactions for execution through other Financial Institutions with orders for other accounts managed by SPP (as described above). As a result, the client may pay higher commissions or other transaction costs, greater spreads or may receive less favorable net prices, on transactions for the account than would otherwise be the case. Subject to its duty of best execution, SPP may decline a client’s request to direct brokerage if, in the Firm’s sole discretion, such directed brokerage arrangements would result in additional operational difficulties.

### **Trade Aggregation**

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Transactions for each client generally will be effected independently, unless SPP decides to purchase or sell the same securities for several clients at approximately the same time. SPP may (but is not obligated to) combine or “batch” such orders to obtain best execution, to negotiate more favorable commission rates or to allocate equitably among the Firm’s clients differences in prices and commissions or other transaction costs that might not have been obtained had such orders been placed independently. Under this procedure, transactions will generally be averaged as to price and allocated among SPP’s clients pro rata to the purchase and sale orders placed for each client on any given day. To the extent that the Firm determines to aggregate client orders for the purchase or sale of securities, including securities in which SPP’s Supervised Persons may invest, the Firm generally does so in accordance with applicable rules promulgated under the Advisers Act and no-action guidance provided by the staff of the U.S. Securities and Exchange Commission. SPP does not receive any additional compensation or remuneration as a result of the aggregation.

In the event that the Firm determines that a prorated allocation is not appropriate under the particular circumstances, the allocation will be made based upon other relevant factors, which may include: (i) when only a small percentage of the order is executed, shares may be allocated to the account with the smallest order or the smallest position or to an account that is out of line with respect to security or sector weightings relative to other portfolios, with similar mandates; (ii) allocations may be given to one account when one account has limitations in its investment guidelines which prohibit it from purchasing other securities which are expected to produce similar investment results and can be purchased by other accounts; (iii) if an account reaches an investment guideline limit and cannot participate in an allocation, shares may be reallocated to other accounts (this may be due to unforeseen changes in an account’s assets after an order is placed); (iv) with respect to sale allocations, allocations may be given to accounts low in cash; (v) in cases when a pro rata allocation of a potential execution would result in a de minimis allocation in one or more accounts, the Firm may exclude the account(s) from the allocation; the transactions may be executed on a pro rata basis among the remaining accounts; or (vi) in cases where a small proportion of an order is executed in all accounts, shares may be allocated to one or more accounts on a random basis.

## **Item 13. Review of Accounts**

### **Account Reviews**

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SPP monitors client portfolios on an ongoing basis while regular account reviews are conducted on at least a quarterly basis. Such reviews are conducted by the Firm's investment adviser representatives. The Firm contacts ongoing investment advisory clients at least annually to review its previous services and/or recommendations. It is incumbent upon clients to communicate any changes to their financial situation and/or investment objectives to the Firm on a timely basis.

### **Account Statements and Reports**

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Clients are provided with transaction confirmation notices and regular summary account statements directly from the Financial Institutions where their assets are custodied. From time-to-time or as otherwise requested, clients may also receive written or electronic reports from SPP and/or an outside service provider, which contain certain account and/or market-related information, such as an inventory of account holdings or account performance. Clients should compare the account statements they receive from their custodian with any documents or reports they receive from SPP or an outside service provider.

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

### **Client Referrals**

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The Firm does not currently provide compensation to any third-party solicitors for client referrals.

## **Item 15. Custody**

The Advisory Agreement and/or the separate agreement with any Financial Institution generally authorize SPP to debit client accounts for payment of the Firm's fees and to directly remit that those funds to the Firm in accordance with applicable custody rules. SPP will be deemed to have limited custody of client's assets and must have written authorization from the client to do so. The Financial Institutions that act as the qualified custodian for client accounts, from which the Firm retains the authority to directly deduct fees, have agreed to send statements to clients not less than quarterly detailing all account transactions, including any amounts paid to SPP. Where required, SPP also sends to clients a written invoice itemizing the fee, including the formula used to calculate the fee, the time period covered by the fee and the amount of assets under management on which the fee was based.

In addition, as discussed in Item 13, SPP may also send periodic supplemental reports to clients. Clients should carefully review the statements sent directly by the Financial Institutions and compare them to those received from SPP.

## Item 16. Investment Discretion

SPP is given the authority to exercise discretion on behalf of clients. SPP is considered to exercise investment discretion over a client's account if it can effect and/or direct transactions in client accounts without first seeking their consent. SPP is given this authority through a power-of-attorney included in the Advisory Agreement between SPP and the client and consistent with and within the guidelines authorized by the investment policy statement for each client relationship. Clients may request a limitation on this authority (such as certain securities not to be bought or sold). SPP takes discretion over the following activities:

- The securities to be purchased or sold;
- The amount of securities to be purchased or sold; and
- When transactions are made.

## Item 17. Voting Client Securities

### Declination of Proxy Voting Authority

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SPP generally does not accept the authority to vote a client's securities (i.e., proxies) on their behalf. Clients receive proxies directly from the Financial Institutions where their assets are custodied and may contact the Firm at the contact information on the cover of this brochure with questions about any such issuer solicitations.

## Item 18. Financial Information

SPP is not required to disclose any financial information due to the following:

- The Firm does not require or solicit the prepayment of more than \$500 in fees six months or more in advance of services rendered;
- The Firm does not have a financial condition that is reasonably likely to impair its ability to meet contractual commitments to clients; and
- The Firm has not been the subject of a bankruptcy petition at any time during the past ten years.

## Item 19. Requirement for State Registered Advisers

### Principal Executive Officer and Management Person

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**CRAIG R. SUTHERLAND**

Born 1956

#### **Post-Secondary Education**

Indiana University School | B.S., Business | 1979

**Recent Business Background**

Strategic Probability Partners, LLC | Principal | November 2014 – Present

**Additional Information**

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No management person at Strategic Probability Partners or Strategic Probability Partners has been found liable in an arbitration claim or been found liable in a civil, self-regulatory organization, or administrative proceeding.

*This brochure supplement provides information about Craig R. Sutherland that supplements the Strategic Probability Partners, LLC brochure. You should have received a copy of that brochure. Please contact Craig R. Sutherland if you did not receive Strategic Probability Partners, LLC's brochure or if you have any questions about the contents of this supplement. Additional information about Craig R. Sutherland is also available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).*

## **STRATEGIC PROBABILITY PARTNERS, LLC**

Form ADV Part 2B – Individual Disclosure Brochure

*for*

**Craig R. Sutherland**  
Personal CRD Number: 2778068  
Investment Adviser Representative

Strategic Probability Partners, LLC  
292 14th Avenue South, Unit A  
Naples, FL 34102  
(305) 619-3566  
[craig@s-p-partners.com](mailto:craig@s-p-partners.com)



**Item 2: Educational Background and Business Experience**

**Name:** Craig R. Sutherland                      **Born:** 1956

**Education:**

Indiana University | B.S., Business | 1979

**Business Background:**

Strategic Probability Partners, LLC | Principal | November 2014 – Present

Bank of New York Mellon | President – Southeast US | June 1999 – December 2013

**Item 3: Disciplinary Information**

There are no legal or disciplinary events pertaining to the Advisor.

**Item 4: Other Business Activities**

SPP is required to disclose information regarding any investment-related business or occupation in which Craig R. Sutherland is actively engaged. SPP has no information to disclose in relation to this Item.

**Item 5: Additional Compensation**

SPP is required to disclose information regarding any arrangement under which Craig R. Sutherland receives an economic benefit from someone other than a client for providing investment advisory services. SPP has no information to disclose in relation to this Item.

**Item 6: Supervision**

While Craig R. Sutherland is a Principal of the Firm and is responsible for his own supervision. Craig R. Sutherland seeks to ensure that investments are suitable for his individual clients and consistent with their individual needs, goals, objectives and risk tolerance, as well as any restrictions requested by SPP's clients.

**Item 7: Requirements For State Registered Advisers**

*This disclosure is required by state securities authorities and is provided for your use in evaluating this investment advisor representative's suitability.*

- A. Craig R. Sutherland has NOT been involved in any of the events listed below.
1. 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.
  2. 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.
- B. Craig R. Sutherland has NOT been the subject of a bankruptcy petition in the past ten years.

*This brochure supplement provides information about Lori Tedd Sutherland that supplements the Strategic Probability Partners, LLC brochure. You should have received a copy of that brochure. Please contact Craig R Sutherland. if you did not receive Strategic Probability Partners, LLC's brochure or if you have any questions about the contents of this supplement.*

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

## **STRATEGIC PROBABILITY PARTNERS, LLC**

Form ADV Part 2B – Individual Disclosure Brochure

*for*

**Lori Tedd Sutherland**

Personal CRD Number: 2875634  
Investment Adviser Representative

Strategic Probability Partners, LLC  
292 14th Avenue South, Unit A  
Naples, FL 34102  
(305) 619-3566  
[Lori@s-p-partners.com](mailto:Lori@s-p-partners.com)

**Item 2: Educational Background and Business Experience**

**Name:** Lori Tedd Sutherland      **Born:** 1959

**Education:**

BSBA Business, Boston University – 1980  
MBA Business, University of Miami – 1987

**Business Background:**

04/2016 - Present	Investment Adviser Representative Strategic Probability Partners, LLC
07/2007 – 09/2008	Managing Director SCS Financial
10/2000 – 04/2006	Managing Director State Street/U.S. Trust Company

**Item 3: Disciplinary Information**

There are no legal or disciplinary events pertaining to the Advisor.

**Item 4: Other Business Activities**

Lori Tedd Sutherland is not engaged in any investment-related business or occupation (other than this advisory firm).

**Item 5: Additional Compensation**

Lori Tedd Sutherland does not receive any economic benefit from any person, company, or organization, other than Strategic Probability Partners, LLC in exchange for providing clients advisory services through Strategic Probability Partners, LLC.

**Item 6: Supervision**

As a representative of Strategic Probability Partners, LLC, Lori Tedd Sutherland is supervised by Craig R Sutherland, the firm's Chief Compliance officer. Craig R Sutherland is responsible for ensuring that Lori Tedd Sutherland adheres to all required regulations regarding the activities of an Investment Adviser Representative, as well as all policies and procedures outlined in the firm's Code of Ethics and compliance manual. The phone number for Craig Sutherland is (305) 619-3566.

**Item 7: Requirements For State Registered Advisers**

*This disclosure is required by state securities authorities and is provided for your use in evaluating this investment advisor representative's suitability.*

- A. Lori Tedd Sutherland has NOT been involved in any of the events listed below.
1. An award or otherwise being found liable in an arbitration claim alleging damages in excess of \$2,500, involving any of the following:
    - f) an investment or an investment-related business or activity;
    - g) fraud, false statement(s), or omissions;
    - h) theft, embezzlement, or other wrongful taking of property;
    - i) bribery, forgery, counterfeiting, or extortion; or
    - j) dishonest, unfair, or unethical practices.
  2. An award or otherwise being found liable in a civil, self-regulatory organization, or administrative proceeding involving any of the following:
    - f) an investment or an investment-related business or activity;
    - g) fraud, false statement(s), or omissions;
    - h) theft, embezzlement, or other wrongful taking of property;
    - i) bribery, forgery, counterfeiting, or extortion; or
    - j) dishonest, unfair, or unethical practices.
- B. Lori Tedd Sutherland has NOT been the subject of a bankruptcy petition in the past ten years.

# STRATEGIC PROBABILITY PARTNERS, LLC

## PRIVACY POLICY NOTICE

### **FACTS: WHAT DOES STRATEGIC PROBABILITY PARTNERS, LLC DO WITH YOUR FINANCIAL INFORMATION?**

**Why?** Financial companies choose how they share your personal information. Federal law gives consumers the right to limit some but not all sharing. Federal law also requires us to tell how we collect, share, and protect your personal information. Please read this notice carefully to understand what we do.

**What?** The types of personal information that we collect and share depends on the product or service you have with us. This information can include:

- Social security number and income
- Account balances and assets
- Transaction history

**How?** All financial companies need to share customer's personal information to run their everyday business. In the section below, we list the reasons that financial companies can share their customers' personal information; the reasons that Strategic Probability Partners, LLC chooses to share, and whether you can limit this sharing.

# STRATEGIC PROBABILITY PARTNERS, LLC

## PRIVACY POLICY NOTICE

Reasons we can share your personal information	Does Strategic Probability Partners, LLC share?	Can you limit this sharing?
<b>For our everyday business purposes –</b> such as to process your transactions, maintain your account(s), respond to court orders and legal investigations, or report to credit bureaus	Yes	No
<b>For our marketing purposes –</b> to offer products and services to you	Yes	No
<b>For joint marketing with other financial companies</b>	No	Not Applicable
<b>For our affiliates’ everyday business purposes –</b> Information about your transactions and experiences	No	Not Applicable
<b>For our affiliates’ everyday business purposes –</b> For your credit worthiness	No	Not Applicable
<b>For our affiliates to market to you</b>	No	Not Applicable
<b>For non-affiliates to market to you</b>	No	Not Applicable

**Questions?**

**Call 305-619-3566**

# STRATEGIC PROBABILITY PARTNERS, LLC

## PRIVACY POLICY NOTICE

### Who we are

Who is providing this notice?	Strategic Probability Partners, LLC
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### What we do

How does Strategic Probability Partners, LLC protect my personal Information?	To protect your personal information from unauthorized access and use, we use security measures that comply with federal law. These measures include computer safeguards and secured files and building.
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How does Strategic Probability Partners, LLC collect my personal Information?	We collect your personal information, for example, when you: <ul style="list-style-type: none"><li>● Open an account or deposit money</li><li>● Seek advice about your investments</li><li>● Enter into an investment advisory contract</li><li>● Tell us about your investment or retirement portfolio or earnings</li></ul>
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# STRATEGIC PROBABILITY PARTNERS, LLC

## PRIVACY POLICY NOTICE

### DEFINITIONS

**Affiliates**

Companies related by common ownership and control. They can be financial or non-financial companies.

- *We have no affiliates*

**Non-affiliates**

Companies not related by common ownership and control. They can be financial or non-financial companies.

- *We do not share with non-affiliates so that they can market to you.*

**Joint Marketing**

A formal agreement between nonaffiliated financial companies that together market financial products or services to you.

- *We do not jointly market.*