

Item 1: Cover Page



ALL-PRO ADVISORS

LLC

FINANCIAL PLANNING & INVESTMENT MANAGEMENT

All-Pro Advisors LLC

4117 Fairway Drive
Gibsonia, Pennsylvania 15044
www.all-proadvisors.com

Form ADV Part 2A – Firm Brochure

(412) 561-9400

Dated January 31, 2024

This Brochure provides information about the qualifications and business practices of All-Pro Advisors LLC, “APA”. If you have any questions about the contents of this Brochure, please contact us at (412) 561 - 9400. 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.

All-Pro Advisors LLC is registered as an Investment Adviser with the State of Pennsylvania. Registration of an Investment Adviser does not imply any level of skill or training.

Additional information about APA is available on the SEC’s website at www.adviserinfo.sec.gov, which can be found using the firm’s identification number, 310064.

Item 2: Material Changes

The last annual update of this Brochure was filed on February 10, 2023. The following changes have been made to this version of the Disclosure Brochure:

- Updated Item 5: Fees and Compensation
- Updated Item 10: Updated details to Ian Wild's new advisory relationship with DWD Portfolio Solutions, Inc.
- Updated Item 10: Updated details to Ian Wild's new contract service provider, Total Office, Inc.
- Updated Item 10: Updated details to Ian Wild's former advisory relationship with Greenrose Wealth Management, LLC.

From time to time, we may amend this Brochure to reflect changes in our business practices, changes in regulations, and routine annual updates as required by securities regulators. Either this complete Brochure or a Summary of Material Changes shall be provided to each Client annually and if a material change occurs in the business practices of All-Pro Advisors LLC.

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Item 4: Advisory Business

Description of Advisory Firm

All-Pro Advisors LLC is registered as an Investment Adviser with the State of Pennsylvania. We were founded in July, 2020. Ian Joseph Wild is the principal owner of APA. As of December 31, 2023, All-Pro Advisors LLC manages \$15,999,199 in Client assets, all of which are managed on a discretionary basis. Clients may request more current information at any time by contacting the Advisor.

Types of Advisory Services

Investment Management Services

We are in the business of managing individually tailored investment portfolios. Our firm provides continuous advice to a Client regarding the investment of Client funds based on the individual needs of the Client. Through personal discussions in which goals and objectives based on a Client's particular circumstances are established, we develop a Client's personal investment policy or an investment plan with an asset allocation target and create and manage a portfolio based on that policy and allocation targets. We will also review and discuss a Client's prior investment history, as well as family composition and background.

Account supervision is guided by the stated objectives of the Client (e.g., maximum capital appreciation, growth, income, or growth, and income), as well as tax considerations. Clients may impose reasonable restrictions on investing in certain securities, types of securities, or industry sectors. Fees pertaining to this service are outlined in Item 5 of this brochure.

APA has the ability to engage an Outside Manager to help manage a Client's account, upon Client request. APA has access to Outside Managers on Schwab's Money Manager Marketplace in which APA can co-manage a Client's account with the Outside Manager (often called a sub-advisor). APA receives no compensation from any Outside Manager and does not actively solicit the use of an Outside Manager unless it is requested by the Client. The Outside Manager may charge additional fees to the client which is billed separately from any fees related to APA and properly disclosed in a sub-advisory agreement entered between the Outside Manager and the Client.

Project-Based Financial Planning Service

We provide project-based financial planning services on topics such as retirement planning, risk management, college savings, cash flow, debt management, work benefits, and estate and incapacity planning.

Financial planning involves an evaluation of a Client's current and future financial state by using currently known variables to predict future cash flows, asset values, and withdrawal plans. The key defining aspect of financial planning is that through the financial planning process, all questions, information, and analysis will be considered as they affect and are affected by the entire financial and life situation of the Client. Clients purchasing this service will receive a written or an electronic report, providing the Client with a detailed financial plan designed to achieve his or her stated financial goals and objectives.

In general, the financial plan will address any or all of the following areas of concern. The Client and advisor will work together to select specific areas to cover. These areas may include, but are not limited to, the following:

Business Planning: We provide consulting services for Clients who currently operate their own business, are considering starting a business, or are planning for an exit from their current business. Under this type of engagement, we work with you to assess your current situation, identify your objectives, and develop a plan aimed at achieving your goals.

Cash Flow and Debt Management: We will conduct a review of your income and expenses to determine your current surplus or deficit along with advice on prioritizing how any surplus should be used or how to reduce expenses if they exceed your income. Advice may also be provided on which debts to pay off first based on factors such as the interest rate of the debt and any income tax ramifications. We may also recommend what we believe to be an appropriate cash reserve that should be considered for emergencies and other financial goals, along with a review of accounts (such as money market funds) for such reserves, plus strategies to save desired amounts.

College Savings: Includes projecting the amount that will be needed to achieve college or other post-secondary education funding goals, along with advice on ways for you to save the desired amount. Recommendations as to savings strategies are included, and, if needed, we will review your financial picture as it relates to eligibility for financial aid or the best way to contribute to grandchildren (if appropriate).

Employee Benefits Optimization: We will provide review and analysis as to whether you, as an employee, are taking the maximum advantage possible of your employee benefits. If you are a business owner, we will consider and/or recommend the various benefit programs that can be structured to meet both business and personal retirement goals.

Estate Planning: This usually includes an analysis of your exposure to estate taxes and your current estate plan, which may include whether you have a will, powers of attorney, trusts, and other related documents. Our advice also typically includes ways for you to minimize or avoid future estate taxes by implementing appropriate estate planning strategies such as the use of applicable trusts. We always recommend that you consult with a qualified attorney when you initiate, update, or complete estate planning activities. We may provide you with contact information for attorneys who specialize in estate planning when you wish to hire an attorney for such purposes. From time-to-time, we will participate in meetings or phone calls between you and your attorney with your approval or request.

Financial Goals: We will help Clients identify financial goals and develop a plan to reach them. We will identify what you plan to accomplish, what resources you will need to make it happen, how much time you will need to reach the goal, and how much you should budget for your goal.

Insurance: Review of existing policies to ensure proper coverage for life, health, disability, long-term care, liability, home, and automobile.

Investment Analysis: This may involve developing an asset allocation strategy to meet Clients' financial goals and risk tolerance, providing information on investment vehicles and strategies, reviewing employee stock options, as well as assisting you in establishing your own investment account at a selected broker/dealer or custodian. The strategies and types of investments we may recommend are further discussed in Item 8 of this brochure.

Retirement Planning: Our retirement planning services typically include projections of your likelihood of achieving your financial goals, typically focusing on financial independence as the primary objective. For situations where projections show less than the desired results, we may make recommendations, including those that may impact the original projections by adjusting certain variables (e.g., working longer, saving more, spending less, taking more risk with investments).

If you are near retirement or already retired, advice may be given on appropriate distribution strategies to minimize the likelihood of running out of money or having to adversely alter spending during your retirement years

Risk Management: A risk management review includes an analysis of your exposure to major risks that could have a significant adverse impact on your financial picture, such as premature death, disability, property and casualty losses, or the need for long-term care planning. Advice may be provided on ways to minimize such risks and about weighing the costs of purchasing insurance versus the benefits of doing so and, likewise, the potential cost of not purchasing insurance (“self-insuring”).

Tax Planning Strategies: Advice may include ways to minimize current and future income taxes as a part of your overall financial planning picture. For example, we may make recommendations on which type of account(s) or specific investments should be owned based in part on their “tax efficiency,” with the consideration that there is always a possibility of future changes to federal, state or local tax laws and rates that may impact your situation.

We recommend that you consult with a qualified tax professional before initiating any tax planning strategy, and we may provide you with contact information for accountants or attorneys who specialize in this area if you wish to hire someone for such purposes. We will participate in meetings or phone calls between you and your tax professional with your approval.

Ongoing Comprehensive Financial Planning

This service involves working one-on-one with a planner over an extended period of time. By paying a fixed monthly or quarterly fee, Clients get to work with a planner who will work with them to develop and implement their plan. The planner will monitor the plan, recommend any changes and ensure the plan is up to date.

Upon desiring a comprehensive plan, a Client will be taken through establishing their goals and values around money. They will be required to provide information to help complete the following areas of analysis: net worth, cash flow, insurance, credit scores/reports, employee benefit, retirement planning, insurance, investments, college planning, and estate planning. Once the Client's information is reviewed, their plan will be built and analyzed, and then the findings, analysis and potential changes to their current situation will be reviewed with the Client. Clients subscribing to this service will receive a written or an electronic report, providing the Client with a detailed financial plan designed to achieve his or her stated financial goals and objectives. If a follow-up meeting is required, we will meet at the Client's convenience. The plan and the Client's financial situation and goals will be monitored throughout the year and follow-up phone calls and emails will be made to the Client to confirm that any agreed upon action steps have been carried out. On an annual basis, there will be a full review of this plan to ensure its accuracy and ongoing appropriateness. Any needed updates will be implemented at that time.

Tax Preparation

We offer tax preparation services to our ongoing financial planning clients and our investment management clients to assist with the filing of federal and state tax returns for individuals, trusts, and businesses. The fees associated with Tax Preparation services are separate and in addition to your ongoing financial planning or advisory fees and are disclosed in Item 5.

If it is determined that the tax services required are outside of the scope of our expertise, we will utilize the services of a third-party accounting and tax planning firm, to facilitate the preparation and filing of your tax return and we will work with you and the third party to gather the necessary information as part of this service. If the client also engages us for Tax Planning Services, the third party licensed CPAs will work with the client to also conduct research and answer tax-related questions to help the client adequately plan through certain transactions and financial changes so that they can fully understand any tax consequences or opportunities for savings in the future.

Client Tailored Services and Client Imposed Restrictions

We offer the same suite of services to all of our Clients. However, specific Client financial plans and their implementation are dependent upon each Client's current situation (income, tax levels, and risk tolerance levels) and is used to construct a Client specific plan to aid in the selection of a portfolio that matches restrictions, needs, and targets.

Clients are able to specify, within reason, any limitations they would like to place on discretionary authority as it pertains to individual securities and/or sectors that will be traded in their account, by notating these items on the executed advisory agreement.

Wrap Fee Programs

APA does not manage or place Client assets into a wrap fee program.

Item 5: Fees and Compensation

Please note, unless a Client has received the firm's Disclosure Brochure at least 48 hours prior to signing the investment advisory contract, the investment advisory contract may be terminated by the Client within five (5) business days of signing the contract without penalty. How we are paid depends on the type of advisory service we are performing. Please review the fee and compensation information below.

Investment Management Services

Our standard advisory fee is based on the market value of the assets under management and is calculated as follows:

Account Value	Annual Advisory Fee
\$0 - \$500,000	1.25%
\$500,001 - \$1,000,000	1.00%
\$1,000,001 - \$3,000,000	0.70%

\$3,000,001 and Above	0.40%
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The annual fee is calculated and paid quarterly in arrears based upon the market value of the assets on the last day of the previous quarter. The advisory fee is a blended fee and is calculated by assessing the percentage rates using the predefined levels of assets as shown in the above chart resulting in a combined weighted fee. For example, an account valued at \$2,500,000 would pay an effective fee of 0.87% with the annual fee of \$21,750. The quarterly fee is determined by the following calculation: $((\$500,000 \times 1.25\%) + (\$500,000 \times 1.00\%) + (\$1,500,000 \times 0.70\%)) \div 4 = \$5,437.50$. The fees are negotiable. No increase in the annual fee shall be effective without agreement from the Client by signing a new agreement or amendment to their current advisory agreement.

When an Outside Manager is used, the annual fee is calculated and paid quarterly in advance. The Outside Manager will debit the Client's account for the Outside Manager's fee, and APA's will bill the Client's account for its portion of the advisory fee. The Outside Manager's fee will not exceed 0.60% annually. No increase in the annual fee shall be effective without agreement from the Client by signing a new agreement or amendment to their current advisory agreement.

Advisory fees are directly debited from Client accounts, or the Client may choose to pay by check. Accounts initiated or terminated during a calendar quarter will be charged a prorated fee based on the amount of time remaining in the billing period. An account may be terminated with written notice at least 30 calendar days in advance. Since fees are paid in arrears, no refund will be needed upon termination of the account.

Ongoing Comprehensive Financial Planning

Ongoing Comprehensive Financial Planning consists of an upfront charge of \$0 - \$600 and an ongoing fee that is paid monthly or quarterly, in arrears, at a rate between \$100 and \$500 per month (\$300-\$1,500 if paid quarterly), based on complexity and needs of the client. The fee is negotiable.

The minimum term for Ongoing Comprehensive Financial Planning engagements is twelve months, thereafter this service may be terminated with 30 days' notice. Since fees are paid in arrears, no refund will be needed upon termination of the account. In the event of early termination any prepaid but unearned fees will be refunded to the Client and any completed deliverables of the project will be provided to the Client and no further fees will be charged. Refunded fees will be returned to the client via the payment method that they made them (debit/credit card, electronic funds transfer or check).

Fees for this service may be paid by debit card, credit card, electronic funds transfer or check. For fees paid by debit card, credit card, or electronic funds transfer, the client will be prompted to enter card information via a third party payment processing system. APA will not keep debit/credit card information on file. Fees may also be deducted directly from the client accounts and paid directly to APA by the account custodian. Prior to any fees being deducted from client accounts, clients will provide the account custodian with authorization to deduct fees and pay them directly to APA.

The upfront portion of the Comprehensive Financial Planning fee is for Client onboarding, data gathering, and setting the basis for the financial plan. This work will commence immediately after the fee is paid, and will be completed within the first 30 days of the date the fee is paid. Therefore, the upfront portion of the fee will not be paid more than 6 months in advance.

Project-Based Financial Planning Fixed Fee

Project-Based Financial Planning is offered on a fixed fee basis. The fixed fee will be agreed upon before the start of any work. The fixed fee can range between \$250 and \$15,000, depending on complexity and the needs of the client. The fee is negotiable. If a fixed fee program is chosen, half of the fee is due at the beginning of the process and the remainder is due at completion of work, however, APA will not bill an amount above \$500 more than 6 months in advance. Fees for this service may be paid by debit card, credit card electronic funds transfer or check. In the event of early termination any prepaid but unearned fees will be refunded (via the payment method that the Client used) back to the Client and any completed deliverables of the project will be provided to the Client and no further fees will be charged.

Tax Preparation Fees

The fees for Personal Tax Return Preparation will be determined based on the complexity of the return and quality of recordkeeping. The fees may be negotiable in certain cases, will be agreed upon at the start of the engagement, and are due at the completion of the engagement. The tax preparation fee can range between \$200 and \$2,500, depending on complexity and the needs of the client. Fees for this service may be paid by debit card, credit card electronic funds transfer or check. Clients are not required to utilize any third-party products or services that we may recommend and they can receive similar services from other professionals at a similar or lower cost.

Other Types of Fees and Expenses

Our fees are inclusive of brokerage commissions, transaction fees, and other related costs and expenses which may be incurred by the Client. Clients may still incur additional charges imposed by custodians such as custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer, and electronic fund fees. Mutual fund and exchange-traded funds also charge internal management fees, which are disclosed in a fund's prospectus.

Item 12 further describes the factors that we consider in selecting or recommending broker-dealers for Client's transactions and determining the reasonableness of their compensation (e.g., commissions).

We do not accept compensation for the sale of securities or other investment products including asset-based sales charges or service fees from the sale of mutual funds.

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

We do not offer performance-based fees and do not engage in side-by-side management.

Item 7: Types of Clients

We provide financial planning and portfolio management services to individuals, high net-worth individuals and corporations or other businesses.

We do not have a minimum account size requirement, nor is there a requirement to open and maintain an investment account.

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

Our primary method of investment analysis is Fundamental analysis.

Fundamental analysis involves analyzing individual companies and their industry groups, such as a company's financial statements, details regarding the company's product line, the experience, and expertise of the company's management, and the outlook for the company's industry. The resulting data is used to measure the true value of the company's stock compared to the current market value. The risk of fundamental analysis is that the information obtained may be incorrect and the analysis may not provide an accurate estimate of earnings, which may be the basis for a stock's value. If securities prices adjust rapidly to new information, utilizing fundamental analysis may not result in favorable performance.

Passive Investment Management

We primarily practice passive investment management. Passive investing involves building portfolios that are composed of various distinct asset classes. The asset classes are weighted in a manner to achieve the desired relationship between correlation, risk, and return. Funds that passively capture the returns of the desired asset classes are placed in the portfolio. The funds that are used to build passive portfolios are typically index mutual funds or exchange-traded funds.

Passive investment management is characterized by low portfolio expenses (i.e. the funds inside the portfolio have low internal costs), minimal trading costs (due to infrequent trading activity), and relative tax efficiency (because the funds inside the portfolio are tax efficient and turnover inside the portfolio is minimal).

In contrast, active management involves a single manager or managers who employ some method, strategy or technique to construct a portfolio that is intended to generate returns that are greater than the broader market or a designated benchmark.

Material Risks Involved

All investing strategies we offer involve risk and may result in a loss of your original investment which you should be prepared to bear. Many of these risks apply equally to stocks, bonds, commodities, and any other investment or security. Material risks associated with our investment strategies are listed below.

Market Risk: Market risk involves the possibility that an investment's current market value will fall because of a general market decline, reducing the value of the investment regardless of the operational success of the issuer's operations or its financial condition.

Interest Rate Risk: Bond (fixed income) prices generally fall when interest rates rise, and the value may fall below par value or the principal investment. The opposite is also generally true: bond prices generally rise when interest rates fall. In general, fixed income securities with longer maturities are more sensitive to these price changes. Most other investments are also sensitive to the level and direction of interest rates.

Risks Associated with Securities

Apart from the general risks outlined above which apply to all types of investments, specific securities may have other risks.

Common stocks may go up and down in price quite dramatically, and in the event of an issuer's bankruptcy or restructuring could lose all value. A slower-growth or recessionary economic environment could have an adverse effect on the price of all stocks.

Corporate Bonds are debt securities to borrow money. Generally, issuers pay investors periodic interest and repay the amount borrowed either periodically during the life of the security and/or at maturity. Alternatively, investors can purchase other debt securities, such as zero coupon bonds, which do not pay current interest, but rather are priced at a discount from their face values and their values accrete over time to face value at maturity. The market prices of debt securities fluctuate depending on factors such as interest rates, credit quality, and maturity. In general, market prices of debt securities decline when interest rates rise and increase when interest rates fall. The longer the time to a bond's maturity, the greater its interest rate risk.

Bank Obligations including bonds and certificates of deposit may be vulnerable to setbacks or panics in the banking industry. Banks and other financial institutions are greatly affected by interest rates and may be adversely affected by downturns in the U.S. and foreign economies or changes in banking regulations.

Municipal Bonds are debt obligations generally issued to obtain funds for various public purposes, including the construction of public facilities. Municipal bonds pay a lower rate of return than most other types of bonds. However, because of a municipal bond's tax-favored status, investors should compare the relative after-tax return to the after-tax return of other bonds, depending on the investor's tax bracket. Investing in municipal bonds carries the same general risks as investing in bonds in general. Those risks include interest rate risk, reinvestment risk, inflation risk, market risk, call or redemption risk, credit risk, and liquidity and valuation risk.

Exchange Traded Funds prices may vary significantly from the Net Asset Value due to market conditions. Certain Exchange Traded Funds may not track underlying benchmarks as expected. ETFs are also subject to the following risks: (i) an ETF's shares may trade at a market price that is above or below their net asset value; (ii) the ETF may employ an investment strategy that utilizes high leverage ratios; or (iii) trading of an ETF's shares may be halted if the listing exchange's officials deem such action appropriate, the shares are de-listed from the exchange, or the activation of market-wide "circuit breakers" (which are tied to large decreases in stock prices) halts stock trading generally. The Adviser has no control over the risks taken by the underlying funds in which the Clients invest.

Mutual Funds: When a Client invests in open-end mutual funds or ETFs, the Client indirectly bears its proportionate share of any fees and expenses payable directly by those funds. Therefore, the Client will incur higher expenses, many of which may be duplicative. In addition, the Client's overall portfolio may be affected by losses of an underlying fund and the level of risk arising from the investment practices of an underlying fund (such as the use of derivatives).

Item 9: Disciplinary Information

Criminal or Civil Actions

APA and its management have not been involved in any criminal or civil action.

Administrative Enforcement Proceedings

APA and its management have not been involved in administrative enforcement proceedings.

Self-Regulatory Organization Enforcement Proceedings

APA and its management have not been involved in legal or disciplinary events that are material to a Client's or prospective Client's evaluation of APA or the integrity of its management.

Item 10: Other Financial Industry Activities and Affiliations

No APA employee is registered, or has an application pending to register, as a broker-dealer or a registered representative of a broker-dealer.

No APA employee is registered, or has an application pending to register, as a futures commission merchant, commodity pool operator or a commodity trading advisor.

APA does not have any related parties. As a result, we do not have a relationship with any related parties.

Ian J. Wild is registered as an investment adviser representative of DWD Portfolio Solutions, Inc (CRD # 121435/SEC#:801-113185), a registered investment advisor with the SEC and provides advisory services to clients of that firm. This activity accounts for up to 10 hours per week during normal trading hours. Advisory services provided to clients of APA are separate from any services provided to clients of DWD Portfolio Solutions, Inc and will not create a conflict of interest.

APA offers tax preparation and receives additional compensation from Clients who engage in the service. APA contracts individuals and firms with the appropriate licensing necessary to file returns with the IRS and respective state/local tax authorities. Neither APA or Ian Joseph Wild are licensed as tax preparers.

To assist with client service administration, APA contracts some of the work to Total Office, Inc. The sole business of Total Office, Inc. is to provide investment advisory services to its Clients. Neither Total Office, Inc. nor its advisory personnel are involved in other business endeavors. Total Office, Inc. does not maintain any affiliations with other firms, other than contracted service providers to assist with the servicing of its Client's accounts.

No APA employee is licensed to sell life and health insurance and does not engage in product sales with our clients, for which they will receive additional compensation.

Other Investment Advisers

APA has the ability to engage an Outside Manager to help manage a Client's account, upon Client request. APA has access to Outside Managers on Schwab's Money Manager Marketplace in which APA can co-manage a Client's account with the Outside Manager (often called a sub-advisor). APA receives no compensation from any Outside Manager and does not actively solicit the use of an Outside Manager unless it is requested by the Client. The Outside Manager may charge additional fees to the client which is billed separately from any fees related to APA and properly disclosed in a sub-advisory agreement entered between the Outside Manager and the Client.

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

As a fiduciary, our firm and its associates have a duty of utmost good faith to act solely in the best interests of each Client. Our Clients entrust us with their funds and personal information, which in turn places a high standard on our conduct and integrity. Our fiduciary duty is a core aspect of our Code of Ethics and represents the expected basis of all of our dealings. The firm also adheres to the Code of Ethics and Professional Responsibility adopted by the CFP® Board of Standards Inc., and accepts the obligation not only to comply with the mandates and requirements of all applicable laws and regulations but also to take responsibility to act in an ethical and professionally responsible manner in all professional services and activities.

Code of Ethics Description

This code does not attempt to identify all possible conflicts of interest, and literal compliance with each of its specific provisions will not shield associated persons from liability for personal trading or other conduct that violates a fiduciary duty to advisory Clients. A summary of the Code of Ethics' Principles is outlined below.

- Integrity - Associated persons shall offer and provide professional services with integrity.
- Objectivity - Associated persons shall be objective in providing professional services to Clients.
- Competence - Associated persons shall provide services to Clients competently and maintain the necessary knowledge and skill to continue to do so in those areas in which they are engaged.
- Fairness - Associated persons shall perform professional services in a manner that is fair and reasonable to Clients, principals, partners, and employers, and shall disclose conflict(s) of interest in providing such services.
- Confidentiality - Associated persons shall not disclose confidential Client information without the specific consent of the Client unless in response to proper legal process, or as required by law.
- Professionalism - Associated persons' conduct in all matters shall reflect the credit of the profession.
- Diligence - Associated persons shall act diligently in providing professional services.

We periodically review and amend our Code of Ethics to ensure that it remains current, and we require all firm access persons to attest to their understanding of and adherence to the Code of Ethics at least annually. Our firm will provide a copy of its Code of Ethics to any Client or prospective Client upon request.

Investment Recommendations Involving a Material Financial Interest and Conflicts of Interest

Neither our firm, its associates or any related person is authorized to recommend to a Client or effect a transaction for a Client, involving any security in which our firm or a related person has a material financial interest, such as in the capacity as an underwriter, adviser to the issuer, etc.

Advisory Firm Purchase of Same Securities Recommended to Clients and Conflicts of Interest

Our firm and its “related persons” may buy or sell securities similar to, or different from, those we recommend to Clients for their accounts. In an effort to reduce or eliminate certain conflicts of interest involving the firm or personal trading, our policy may require that we restrict or prohibit associates’ transactions in specific reportable securities transactions. Any exceptions or trading pre-clearance must be approved by the firm principal in advance of the transaction in an account, and we maintain the required personal securities transaction records per regulation.

Trading Securities At/Around the Same Time as Client’s Securities

From time to time, our firm or its “related persons” may buy or sell securities for themselves at or around the same time as clients. This may provide an opportunity for representatives of APA to buy or sell securities before or after recommending securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest; however, APA will never engage in trading that operates to the client’s disadvantage if representatives of APA buy or sell securities at or around the same time as clients.

Item 12: Brokerage Practices

Factors Used to Select Custodians and/or Broker-Dealers

All-Pro Advisors LLC does not have any affiliation with Broker-Dealers. Specific custodian recommendations are made to the Client based on their need for such services. We recommend custodians based on the reputation and services provided by the firm.

1. Research and Other Soft-Dollar Benefits

We currently receive soft dollar benefits by nature of our relationship with Charles Schwab & Co., Inc. (“Schwab”).

2. Brokerage for Client Referrals

We receive no referrals from a broker-dealer or third party in exchange for using that broker-dealer or third party.

3. Clients Directing Which Broker/Dealer/Custodian to Use

We do recommend a specific custodian for Clients to use, however, Clients may custody their assets at a custodian of their choice. Clients may also direct us to use a specific broker-dealer to execute transactions. By allowing Clients to choose a specific custodian, we may be unable to achieve the most favorable execution of Client transactions and this may cost Clients money over using a lower-cost custodian. Not all advisers require their clients to direct brokerage.

The Custodian and Broker We Use (Charles Schwab)

The custodian and broker we use maintains custody of your assets that we manage, although we may be deemed to have limited custody of your assets due to our ability to withdraw fees from your account (see Item 15 – Custody, below).

The qualified custodian that APA recommends our clients use is Charles Schwab & Co., Inc. (“Schwab”), a registered broker-dealer, member SIPC. We are independently owned and operated and are not affiliated with Schwab.

The custodian will custody your assets in a brokerage account and buy and sell securities when we instruct them to. While we recommend that you use the custodian listed above, you will decide whether to do so and will open your account by entering into an account agreement directly with them. We do not open the account for you, although we may assist you in doing so. Even though your account is maintained at the chosen custodian, we can still use other brokers to execute trades for your account as described below (see “Your brokerage and custody costs”)

Securities transactions are generally executed through Charles Schwab & Co.

How We Select Custodians

We seek to recommend a custodian that will hold your assets and execute transactions on terms that are overall most advantageous when compared with other available providers and their services. We consider a wide range of factors, including:

- Combination of transaction execution services and asset custody services (generally without a separate fee for custody)
- Capability to execute, clear, and settle trades (buy and sell securities for your account)
- Capability to facilitate transfers and payments to and from accounts (wire transfers, check requests, bill payment, etc.)
- Breadth of available investment products (stocks, bonds, mutual funds, exchange-traded funds (ETFs), etc.)
- Availability of investment research and tools that assist us in making investment decisions
- Quality of services
- Competitiveness of the price of those services (commission rates, margin interest rates, other fees, etc.) and willingness to negotiate the prices
- Reputation, financial strength, security and stability
- Prior service to us and our clients
- Availability of other products and services that benefit us, as discussed below (see “Additional Products and Services Available to Us From Schwab”)

Your Brokerage and Custody Costs at Schwab

For our clients’ accounts, the custodian generally does not charge you separately for custody services but is compensated by charging commissions or other fees on trades that it executes or that settle into your account. Certain trades (for example, many mutual funds and ETFs) may not incur commissions or transaction fees. The custodian is also compensated by earning interest on the uninvested cash in your account.

Additional Products and Services Available to Us From Schwab

Schwab Advisor Services™ is Schwab’s business serving independent investment advisory firms like us. They provide our clients and us with access to their institutional brokerage services (trading, custody, reporting and related services), many of which are not typically available to Schwab retail customers. Schwab also makes available various support services. Some of those services help us manage or administer our clients’ accounts, while others help us manage and grow our business. Schwab’s support services are generally available on an

unsolicited basis (we don't have to request them) and at no charge to us. Following is a more detailed description of Schwab's support services:

Services That Benefit You

Schwab's institutional brokerage services include access to a broad range of investment products, execution of securities transactions, and custody of client assets. The investment products available through Schwab include some to which we might not otherwise have access or that would require a significantly higher minimum initial investment by our clients. Schwab's services described in this paragraph generally benefit you and your account.

Services That May Not Directly Benefit You

Schwab also makes available to us other products and services that benefit us but may not directly benefit you or your account. These products and services assist us in managing and administering our clients' accounts. They include investment research, both Schwab's own and that of third parties. We may use this research to service all or a substantial number of our clients' accounts, including accounts not maintained at Schwab. In addition to investment research, Schwab also makes available software and other technology that:

- provide access to client account data (such as duplicate trade confirmations and account statements)
- facilitate trade execution and allocate aggregated trade orders for multiple client accounts
- provide pricing and other market data
- facilitate payment of our fees from our clients' accounts
- assist with back-office functions, recordkeeping, and client reporting

Services That Generally Benefit Only Us

Schwab also offers other services intended to help us manage and further develop our business enterprise. These services include:

- Educational conferences and events
- Consulting on technology, compliance, legal, and business needs
- Publications and conferences on practice management and business succession do not require that you maintain your account with Schwab, based on our interest in receiving Schwab's services that benefit our business and Schwab's payment for services for which we would otherwise have to pay rather than based on your interest in receiving the best value in custody services and the most favorable execution of your transactions. This is a potential conflict of interest. We believe, however, that our selection of Schwab as custodian and broker is in the best interests of our clients. Our selection is primarily supported by the scope, quality, and price of Schwab's services (see "How we select brokers/ custodians") and not Schwab's services that benefit only us.

Aggregating (Block) Trading for Multiple Client Accounts

We will combine multiple orders for shares of the same securities purchased for advisory accounts we manage (this practice is commonly referred to as "block trading"). We will then distribute a portion of the shares to participating accounts in a fair and equitable manner. The distribution of the shares purchased is typically proportionate to the size of the account, but it is not based on account performance or the amount or structure of

management fees. Subject to our discretion, regarding particular circumstances and market conditions, when we combine orders, each participating account pays an average price per share for all transactions and pays a proportionate share of all transaction costs. Accounts owned by our firm or persons associated with our firm may participate in block trading with your accounts; however, they will not be given preferential treatment.

Item 13: Review of Accounts

Ian Joseph Wild, Owner, Financial Planner and CCO of APA, will work with Clients to obtain current information regarding their assets and investment holdings and will review this information as part of our financial planning services. APA does not provide specific reports to financial planning Clients, other than financial plans.

Client accounts with the Investment Advisory Service will be reviewed regularly on a quarterly basis by Ian Joseph Wild, Owner, Financial Planner and CCO. The account is reviewed with regards to the Client's investment policies and risk tolerance levels. Events that may trigger a special review would be unusual performance, addition or deletions of Client imposed restrictions, excessive draw-down, volatility in performance, or buy and sell decisions from the firm or per Client's needs.

Clients will receive trade confirmations from the broker(s) for each transaction in their accounts as well as monthly or quarterly statements and annual tax reporting statements from their custodian showing all activity in the accounts, such as receipt of dividends and interest.

APA will provide written reports which contain account balance and performance data to Investment Advisory Clients on an annual basis. We urge Clients to compare these reports against the account statements they receive from their custodian.

Item 14: Client Referrals and Other Compensation

We do not receive any economic benefit, directly or indirectly, from any third party for advice rendered to our Clients.

APA engages independent solicitors to provide client referrals. If a client is referred to us by a solicitor, this practice is disclosed to the client in writing by the solicitor and APA pays the solicitor out of its own funds—specifically, APA generally pays the solicitor a portion of the advisory fees earned for managing the capital of the client or investor that was referred. The use of solicitors is strictly regulated under applicable federal and state law. APA's policy is to fully comply with the requirements of Rule 206(4)-3, under the Investment Advisers Act of 1940, as amended, and similar state rules, as applicable.

APA may receive client referrals from Zoe Financial (CRD #: 285158), Inc through its participation in Zoe Advisor Network (ZAN). Zoe Financial, Inc is independent of and unaffiliated with APA and there is no employee relationship between them. Zoe Financial established the Zoe Advisor Network as a means of referring individuals and other investors seeking fee-only personal investment management services or financial planning services to independent investment advisors. Zoe Financial does not supervise APA and has no responsibility for

APA's management of client portfolios or APA's other advice or services. APA pays Zoe Financial an on-going fee for each successful client referral. This fee is usually a percentage of the advisory fee that the client pays to APA ("Solicitation Fee"). APA will not charge clients referred through Zoe Advisor Network any fees or costs higher than its standard fee schedule offered to its clients. For information regarding additional or other fees paid directly or indirectly to Zoe Financial Inc, please refer to the Zoe Financial Disclosure and Acknowledgement Form.

Item 15: Custody

APA does not accept custody of Client funds except in the instance of withdrawing Client fees.

For Client accounts in which APA directly debits their advisory fee:

- i. APA will send a copy of its invoice to the custodian at the same time that it sends the Client a copy.
- ii. The custodian will send at least quarterly statements to the Client showing all disbursements for the account, including the amount of the advisory fee.
- iii. The Client will provide written authorization to APA, permitting them to be paid directly for their accounts held by the custodian.

Clients should receive at least quarterly statements from the broker-dealer, bank or other qualified custodian that holds and maintains Client's investment assets. We urge you to carefully review such statements and compare such official custodial records to the account statements or reports that we may provide to you. Our statements or reports may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

Charles Schwab is the qualified custodian and maintains custody of client funds in separate brokerage account(s) for each client under the client's name. The Adviser's personnel may assist the client in preparing paperwork to open a new brokerage account at Charles Schwab, but only the client is permitted to authorize, by their signature, the opening of the account. Charles Schwab sends an account-opening letter to each client at their physical mailing address after the account is approved.

Clients can access daily, monthly and annual account statements as well as daily trade confirmations through a password protected portion of Charles Schwab's website, www.schwab.com. Clients should also expect to receive quarterly account summaries from the qualified custodian by first-class mail.

Clients can also access information concerning their account(s) and access (and generally change) the settings for their brokerage account online on the Charles Schwab website at www.schwab.com.

Item 16: Investment Discretion

For those Client accounts where we provide Investment Management Services, we maintain discretion over Client accounts with respect to securities to be bought and sold and the amount of securities to be bought and sold. Investment discretion is explained to Clients in detail when an advisory relationship has commenced. At the start of the advisory relationship, the Client will execute a Limited Power of Attorney, which will grant our firm

discretion over the account. Additionally, the discretionary relationship will be outlined in the advisory contract and signed by the Client.

Item 17: Voting Client Securities

We do not vote Client proxies. Therefore, Clients maintain exclusive responsibility for: (1) voting proxies, and (2) acting on corporate actions pertaining to the Client's investment assets. The Client shall instruct the Client's qualified custodian to forward to the Client copies of all proxies and shareholder communications relating to the Client's investment assets. If the Client would like our opinion on a particular proxy vote, they may contact us at the number listed on the cover of this brochure.

In most cases, you will receive proxy materials directly from the account custodian. However, in the event we were to receive any written or electronic proxy materials, we would forward them directly to you by mail, unless you have authorized our firm to contact you by electronic mail, in which case, we would forward you any electronic solicitation to vote proxies.

Item 18: Financial Information

Registered Investment Advisers are required in this Item to provide you with certain financial information or disclosures about our financial condition. We have no financial commitment that impairs our ability to meet contractual and fiduciary commitments to Clients, and we have not been the subject of a bankruptcy proceeding.

We do not have custody of Client funds or securities or require or solicit prepayment of more than \$500 in fees per Client six months in advance.

Item 19: Requirements for State-Registered Advisers

Principal Officers

Ian Joseph Wild serves as APA's sole principal and CCO. Information about Ian Joseph Wild's education, business background, and outside business activities can be found on his ADV Part 2B, Brochure Supplement attached to this Brochure.

Other Business Activities

All outside business information, if applicable, of APA is disclosed in Item 10 of this Brochure.

Performance-Based Fees

APA is not compensated by performance-based fees.

Material Disciplinary Disclosures

No management person at All-Pro Advisors LLC has ever been involved in an arbitration claim of any kind or been found liable in a civil, self-regulatory organization, or administrative proceeding.

Material Relationships That Management Persons Have With Issuers of Securities

Neither All-Pro Advisors LLC, nor Ian Joseph Wild, has any relationship or arrangement with issuers of securities, in addition to what is described in Item 10.

All-Pro Advisors LLC

4117 Fairway Drive
Gibsonia, Pennsylvania 15044
(412) 561-9400

Dated January 31, 2024

Form ADV Part 2B – Brochure Supplement

For

Ian Joseph Wild - Individual CRD# 6107137

Owner, Financial Planner, and Chief Compliance Officer

This brochure supplement provides information about Ian Joseph Wild that supplements the All-Pro Advisors LLC (“APA”) brochure. A copy of that brochure precedes this supplement. Please contact Ian Joseph Wild if the APA brochure is not included with this supplement or if you have any questions about the contents of this supplement.

Additional information about Ian Joseph Wild is available on the SEC’s website at www.adviserinfo.sec.gov which can be found using the identification number 6107137.

Item 2: Educational Background and Business Experience

Ian Joseph Wild

Born: 1990

Educational Background

- 2012 – Bachelors of Arts, Accounting, Mercyhurst University

Business Experience

- 02/2024 – Present, DWD Portfolio Solutions, Inc, Investment Advisor Representative
- 02/2022 – 12/2023, Greenrose Wealth Management, LLC, Investment Advisor Representative
- 09/2020 – Present, All-Pro Advisors LLC, Owner, Financial Planner and CCO
- 10/2021 – 01/2022, Origin Financial, Investment Advisor
- 04/2017 – 08/2020, Purshe Kaplan Sterling Investments, Registered Rep
- 02/2017 – 07/2020, HBKS Wealth Advisors, Financial Advisor
- 01/2019 – 01/2020, Toronto Argonauts Football Club, Professional Athlete
- 08/2015 – 12/2018, Winnipeg Blue Bombers Football Club, Professional Athlete

Professional Designations, Licensing & Exams

CFP (Certified Financial Planner)®: The CERTIFIED FINANCIAL PLANNER™, CFP® and federally registered CFP (with flame design) marks (collectively, the “CFP® marks”) are professional certification marks granted in the United States by Certified Financial Planner Board of Standards, Inc. (“CFP Board”).

The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with Clients. Currently, more than 71,000 individuals have obtained CFP® certification in the United States.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

- Education – Complete an advanced college-level course of study addressing the financial planning subject areas that CFP Board’s studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor’s Degree from a regionally accredited United States college or university (or its equivalent from a foreign university). CFP Board’s financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;
- Examination – Pass the comprehensive CFP® Certification Examination. The examination includes case studies and Client scenarios designed to test one's ability to correctly diagnose financial planning issues and apply one's knowledge of financial planning to real-world circumstances;

- Experience – Complete at least three years of full-time financial planning-related experience (or the equivalent, measured as 2,000 hours per year); and
- Ethics – Agree to be bound by CFP Board’s *Standards of Professional Conduct*, a set of documents outlining the ethical and practice standards for CFP® professionals.
Individuals who become certified must complete the following ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks:
 - Continuing Education – Complete 30 hours of continuing education hours every two years, including two hours on the *Code of Ethics* and other parts of the *Standards of Professional Conduct*, to maintain competence and keep up with developments in the financial planning field; and
 - Ethics – Renew an agreement to be bound by the *Standards of Professional Conduct*.
The *Standards* prominently require that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interests of their Clients.
CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP Board’s enforcement process, which could result in suspension or permanent revocation of their CFP® certification.

Item 3: Disciplinary Information

No management person at All-Pro Advisors LLC has ever been involved in an arbitration claim of any kind or been found liable in a criminal, civil, self-regulatory organization, or administrative proceeding.

Item 4: Other Business Activities

Ian Joseph Wild is a partner in a real estate holdings company, J Watson LLC, which is located at 126 Watson Drive, Warrendale, PA 15086. Ian’s involvement as an operating partner includes collecting rent and coordinating maintenance calls when necessary. He estimates that this takes about 2 hours per month and 0 hours per month during trading hours. Ian joined J Watson LLC in September 2021 and is 1 of 2 operating partners.

Ian Joseph Wild and APA offer tax preparation and receives additional compensation from Clients who engage in the service. APA contracts individuals and firms with the appropriate licensing necessary to file returns with the IRS and respective state/local tax authorities. Neither APA or Ian Joseph Wild are licensed as tax preparers.

Ian J. Wild is also an investment advisor representative of DWD Portfolio Solutions, Inc (CRD # 121435 / SEC#:801-113185). Ian's involvement as a Financial Planner and investment advisor representative includes providing financial planning and investment advice to DWD clients on a project related and ongoing basis. He estimates that this takes about 10 hours per month during trading hours.

Item 5: Additional Compensation

Ian Joseph Wild does not receive any economic benefit from any person, company, or organization, in exchange for providing Clients advisory services through APA.

Item 6: Supervision

Ian Joseph Wild, as Owner, Financial Planner and Chief Compliance Officer of APA, is responsible for supervision. Since there is no other oversight of Mr. Wild, that Mr. Wild will adhere to the firm's Code of Ethics. He may be contacted at the phone number on this brochure supplement.

Item 7: Requirements for State Registered Advisers

Ian Joseph Wild has NOT been involved in an arbitration, civil proceeding, self-regulatory proceeding, administrative proceeding, or a bankruptcy petition.