

Item 1: Cover Page



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Form ADV Part 2A – Firm Brochure

Dated: March 24, 2025

This Brochure provides information about the qualifications and business practices of Vista Way Advisors, LLC ("Vista Way Advisors"). If you have any questions about the contents of this Brochure, please contact us at (857) 205-3817. 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.

Vista Way Advisors is registered as an Investment Adviser. Registration of an Investment Adviser does not imply any level of skill or training.

Additional information about Vista Way Advisors is available on the SEC's website at www.adviserinfo.sec.gov, which can be found using the firm's identification number 309652.

Item 2: Material Changes

The last update of this Brochure was filed on March 26, 2024. Since then, the following material changes have been made:

- Item 5 - we have updated our fee payment distribution for our Retirement Plan Consulting services. No changes have been to the fee schedule. Please see your executed Client Agreement for your pertinent fees.

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Item 4: Advisory Business

Description of Advisory Firm

Vista Way Advisors, LLC is an Investment Adviser principally located in the Commonwealth of Massachusetts. Vista Way Advisors, LLC was founded in 2020. Andrew Hawes and Shawn Young Eagle are the principal owners.

As used in this brochure, the words "Vista Way Advisors", "we", "our firm", "Advisor" and "us" refer to Vista Way Advisors, LLC and the words "you", "your" and "Client" refer to you as either a client or prospective client of our firm.

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 risk tolerance and tax considerations.

We primarily advise our Clients regarding investments in stocks, bonds, mutual funds, ETFs, U.S. government and municipal securities, and cash and cash equivalents. We may also provide advice regarding investments held in Client's portfolio at the inception of our advisory relationship and/or other investment types not listed above, at the Client's request.

When we provide investment management services, Clients grant us limited authority to buy and sell securities on a discretionary basis. More information on our trading authority is explained in Item 16 of this Brochure. Clients may impose reasonable restrictions on investing in certain securities, types of securities, or industry sectors.

Financial Planning Services

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. Generally, Vista Way Advisors and the Client will meet approximately four (4) times to do an in depth review of the Client's financial situation. The overall process can take

on average three to six months but can be shorter or longer depending on the complexity of the plan. After all the data has been reviewed, Clients will receive a detailed financial plan designed to help achieve the Client's stated financial goals and objectives that were discussed as part of the engagement.

For Financial Planning services, the Client will be ultimately responsible for the implementation of the financial plan unless they engage us separately for investment management services. In limited situations, we may provide hourly financial planning services for Clients looking to address specific questions or issues.

In general, the financial plan will address some or all of the following areas of concern. The Client and Vista Way Advisors 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 (i.e., 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 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.

Business Consulting Services

Business Consulting is an additional service offering that includes working with business owners to improve operations and efficiency to help grow their businesses or provide valuation assistance. This may include benefits overview and audits, compensation and incentive benchmarking, analyzing where to invest for business growth amongst other key initiatives.

Retirement Plan Management Services

Our firm provides retirement plan services to employer plan sponsors on an ongoing basis. We assist plan sponsors either through a consulting arrangement or we can actively manage the Plan. Under the consulting arrangement, we assist employer plan sponsors or plan named fiduciaries in establishing, monitoring, and reviewing their company's participant-directed retirement plan. As the needs of the plan sponsor dictate, areas of advising could include: design of investment policy statement, investment review and recommendations, fee analysis, participant education, and vendor searches & analysis.

If the Plan Sponsor elects to make us the Investment Manager for the Plan, such services consist of assisting employer plan sponsors or plan named fiduciaries in buying and selling securities within the Plan on a discretionary basis. More information on our trading authority is explained in Item 16 of this Brochure. Clients may impose reasonable restrictions on investing in certain securities, types of securities, or industry sectors.

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

Certain plans and/or clients that we may provide services to are regulated under the Employee Retirement Income Securities Act of 1974 ("ERISA"). We will provide employee benefit plan services to the plan sponsor and/or fiduciaries as described above for the fees set forth in Item 5 of this brochure. We are not subject to any disqualifications under Section 411 of ERISA.

Educational Seminars / Speaking Engagements

We may provide seminars for groups seeking general advice on investments and other areas of personal finance. These seminars are purely educational in nature and do not involve the sale of any investment products. Information presented will not be based on any individual's need, nor does Vista Way Advisors provide individualized investment advice to attendees during these seminars. Topics covered during educational seminars will be determined by the Client and Vista Way Advisors.

Client Tailored Services and Client Imposed Restrictions

We tailor the delivery of our services to meet the individual needs of our Clients. We consult with Clients initially and on an ongoing basis, through the duration of their engagement with us, to determine risk tolerance, time horizon and other factors that may impact the Clients' investment and/or planning needs.

Clients are able to specify, within reason, any restrictions they would like to place as it pertains to individual securities and/or sectors that will be traded in their account/advised on or recommended. All such requests must be provided to Vista Way Advisors in writing. Vista Way Advisors will notify Clients if they are unable to accommodate any requests.

Wrap Fee Programs

We do not participate in wrap fee programs.

Assets under Management

As of December 31, 2024, Vista Way Advisors has \$20,958,570 in discretionary and \$0 in non-discretionary assets under management.

Item 5: Fees and Compensation

Please note, unless a Client has received this brochure at least 48 hours prior to signing an Advisory Agreement, the Advisory Agreement may be terminated by the Client within five (5) business days of signing the Advisory Agreement without penalty.

How we are paid depends on the type of advisory services we perform. Below is a brief description of our fees, however, you should review your executed Advisory Agreement for more detailed information regarding the exact fees you will be paying.

Investment Management Fees

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

Assets under Management	Annual Advisory Fee
\$0 - \$250,000	0.90%
\$250,001 - \$1,000,000	0.72%
\$1,000,001 and Above	0.55%

The annual advisory fee is paid monthly in advance based on the value of the Client's account(s) as of the last day of the billing period, adjusted for net cash flows. The advisory fee is a straight tier. For

example, for assets under management of \$750,000, a Client would pay 0.72%. The monthly fee is determined by the following calculation: $[\text{Billable Balance} \times (\text{Annual Rate}/12)]$. Accounts initiated throughout the month will be charged a prorated fee based on the amount of time remaining in the billing period.

Vista Way Advisors, in its sole discretion, may negotiate to charge a higher or lesser fee based upon certain criteria, such as the complexity of the Client's portfolio, the level of expertise required to service the account, the staff time involved in servicing the account, pre-existing client relationships, anticipated future additional assets, dollar amount of assets to be managed, account retention and pro bono activities among other factors.

In determining the advisory fee, we may allow accounts of members of the same household to be aggregated. Vista Way Advisors relies on the valuation as provided by Client's custodian in determining assets under management. At no point will any Client's annual investment advisory fee exceed 2% of their assets under management. All fee arrangements are agreed upon in the Client's Advisory Agreement and 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 one or more account(s) held at an unaffiliated third-party custodian, as directed by the Client. Please refer to Item 15 of this Brochure regarding our policy on direct fee deduction. Alternatively, Clients may choose to pay by check.

Investment management services may be terminated with written notice at least 30 calendar days in advance. In the event that there are pre-paid but unearned advisory fees upon termination, the Client will be refunded based on the number of days remaining in the billing period.

Financial Planning and Business Consulting Fees

Fixed Fee

Financial Planning and Business Consulting services will be offered on a fixed fee basis. The fee can range between \$500 and \$5,000. The fee range is dependent upon variables including the specific needs of the Client, complexity, estimated time, research, and resources required to provide services to you, among other factors we deem relevant. Fees are negotiable and the final agreed upon fee will be outlined in your Client Agreement.

Fees are paid in advance at the start of the engagement. Vista Way Advisors will not bill an amount above \$500 more than 6 months or more in advance of rendering the services.

Fees for this service may be paid by electronic funds transfer, credit card or check.

Financial Planning and Business Consulting services may be terminated at any time by either party upon written notice to the other. In the event of termination prior to the completion of all agreed upon work, any prepaid fees that have not yet been earned will be refunded to the Client based on the percentage of work completed.

Hourly Fee

In limited circumstances, we offer financial planning or business consulting services on an hourly fee basis. This is typically for those Clients requiring a narrowly focused plan, incidental advice or an abbreviated review session. The hourly rate is between \$200-\$300 per hour, depending on the complexity, and will be billed in 15-minute increments. A partial increment will be treated as a 15-minute increment. The fee is negotiable at the discretion of the Advisor and is due at the completion of the engagement.

Fees for this service may be paid by electronic funds transfer, credit card or check.

In the event of early termination, Clients will be billed for the amount of work completed up to the date of termination, and any deliverables will be provided to the Client.

Retirement Plan Management Fee

The fee is based on a percentage of assets under management and is negotiable. The annualized fees are based on the following fee schedule:

Account Value	Annual Advisory Fee
\$0 - \$250,000	0.90%
\$250,001 - \$1,000,000	0.72%
\$1,000,001 and Above	0.55%

The annual advisory fee is paid monthly in advance based on the value of the Client's account(s) as of the last day of the billing period. Client and/or Plan Sponsor is responsible for the selection of the third-party administrator in which the Client chooses to pay Advisor. Advisor will submit the above fee schedule to the third-party administrator selected by the Client and the third-party administrator and/or Client is responsible for the calculation and deduction of advisory fees.

Our fee does not include fees to other parties, such as record keepers, custodians, or third-party administrators. Vista Way Advisors relies on the valuation as provided by Client's custodian in determining assets under management.

Fees are either paid directly by the plan sponsor or deducted directly from the plan assets by the custodian or third-party administrator based on the authorization provided by the Plan Sponsor to the Custodian and/or third-party administrator.

This service may be terminated with written notice at least 30 calendar days in advance. Since fees are paid monthly, no refund is needed upon 30 days' notice. In the event that there are pre-paid but unearned advisory fees upon termination, the Client will be refunded based on the number of days remaining in the billing period.

Educational Seminars / Speaking Engagements Fee

Seminars and speaking engagements are offered to organizations and the public on a variety of financial topics. Fees range from \$0 to \$10,000 per seminar or \$0 to \$500 per participant. The fee range is based on the content, amount of research conducted, the number of hours of preparation needed, and the number of attendees. Vista Way Advisors collects a portion of the fee in advance with the remainder due at the conclusion of the event. Advisor offers its services in a virtual or in-person setting. Should the event require travel arrangements, both parties must agree to the terms of travel (i.e. cost, distance, hotel arrangements) at the start of the engagement.

Other Types of Fees and Expenses

Our fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which may be incurred by the client. Clients may incur certain charges imposed by custodians, brokers, and other third parties such as custodial fees, platform fees, administrative fees, operating 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. SMAs, Mutual funds, and exchange traded funds also charge internal management fees, which are disclosed in a fund's prospectus. Such charges, fees and commissions are exclusive of and in addition to our fee, and we shall not receive any portion of these commissions, fees, and costs.

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 investment management services to individuals, and high net-worth individuals, business owners and non-profit organizations.

We do not have a minimum account size requirement to open or maintain an account under our management.

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

Below is a brief description of our methods of analysis and primary investment strategies.

Methods of 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 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.

Technical analysis involves using chart patterns, momentum, volume, and relative strength to pick sectors that may outperform market indices. However, there is no assurance of accurate forecasts or that trends will develop in the markets we follow. In the past, there have been periods without discernible trends and similar periods will presumably occur in the future. Even where major trends develop, outside factors like government intervention could potentially shorten them. Furthermore, one limitation of technical analysis is that it requires price movement data, which can translate into price trends sufficient to dictate a market entry or exit decision. In a trendless or erratic market, a technical method may fail to identify trends requiring action. In addition, technical methods may overreact to minor price movements, establishing positions contrary to overall price trends, which may result in losses. Finally, a technical trading method may underperform other trading methods when fundamental factors dominate price moves within a given market.

Cyclical analysis is a type of technical analysis that involves evaluating recurring price patterns and trends based upon business cycles. Economic/business cycles may not be predictable and may have many fluctuations between long term expansions and contractions. The lengths of economic cycles may be difficult to predict with accuracy and therefore the risk of cyclical analysis is the difficulty in predicting economic trends and consequently the changing value of securities that would be affected by these changing trends.

Investment Strategies

Passive and Active Investment Management

We may choose investment vehicles that are considered passive, active, or a combination of both styles.

Passive investing involves building portfolios that are composed of various distinct asset classes. The asset classes are weighted in a manner to achieve a desired relationship between correlation, risk and return. Funds that passively capture the returns of the desired asset classes are placed in the portfolio.

Active investing 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. Actively managed funds are also designed to reduce volatility and risk.

We may engage in both passive and active investing in your portfolio. However, we strive to construct portfolios of funds and individual securities that we believe will have the greatest probability for achieving our clients' personal financial goals with the least amount of volatility and risk rather than attempt to outperform an arbitrary index or benchmark.

Specific investment selections are based on a number of factors that we evaluate in order to select, what we believe to be, the highest quality funds or individual securities for our clients. These factors include but are not limited to underlying holdings of funds, percentage weighting of holdings within funds, liquidity, tax efficiency, bid/ask spreads, and other smart/strategic beta factors. These factors may or may not result in the lowest cost ETFs and mutual funds available when utilizing funds in a client's portfolio, but we strive to keep internal fund expenses as low as possible.

Asset Allocation

Rather than focusing on selecting the particular securities or other assets to invest for your account, we attempt to identify an appropriate ratio of various types of investments (for example, equity securities, fixed income, and cash) suitable to investment goals, time horizon, and risk tolerance. A risk of asset allocation is that you may not participate in sharp increases in a particular security, industry, or market sector. Another risk is that the ratio of equity securities, fixed income, and cash will change over time due to stock and market movements and, if not corrected, will no longer be appropriate to meet with your investment goals.

Long-term and Short-term Trading Strategies

Long-term: Vista Way Advisors generally employs a long-term investment/trading strategy for its Clients, as consistent with their financial goals. Vista Way Advisors will typically hold all or a portion of a security for more than a year, but may hold for shorter periods as outlined below for the purpose of rebalancing a portfolio or meeting the cash needs of Clients. A major risk of any long term trading strategy is volatility; a long-term investor may be willing to accept a certain amount of risk in pursuit of potentially higher reward. Inflation risk is that an investment return does not outpace the rate of inflation and thus erodes the purchasing power of a client's dollar.

A key risk in long term trading strategies is inflation, as measured by the Consumer Price Index. If the long term nature of an investment doesn't outpace the rate of inflation, there is risk that the investment may lose purchasing power over time.

Short-term: At times, Vista Way Advisors may also buy and sell positions that are more short-term in nature, depending on the goals of the Client and/or the market fundamentals of a given security, sector or asset class. The major risk of a short term trading strategy is purchasing power risk; a short-term investor may not be willing to accept a certain amount of risk in pursuit of a higher return and thus their investments will not keep up with inflation eroding the purchasing power of their dollar.

A key risk in short-term trading is market volatility. Since it is unpredictable when an investment could lose value, it is possible to lose all or some of the investment due to the timing and volatility the market presents.

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.

Strategy Risk: The Adviser's investment strategies and/or investment techniques may not work as intended.

Small and Medium Cap Company Risk: Securities of companies with small and medium market capitalizations are often more volatile and less liquid than investments in larger companies. Small and medium cap companies may face a greater risk of business failure, which could increase the volatility of the client's portfolio.

Turnover Risk: At times, the strategy may have a portfolio turnover rate that is higher than other strategies. A high portfolio turnover would result in correspondingly greater brokerage commission expenses and may result in the distribution of additional capital gains for tax purposes. These factors may negatively affect the account's performance.

Limited markets: Certain securities may be less liquid (harder to sell or buy) and their prices may at times be more volatile than at other times. Under certain market conditions we may be unable to sell or liquidate investments at prices we consider reasonable or favorable, or find buyers at any price.

Concentration Risk: Certain investment strategies focus on particular asset-classes, industries, sectors or types of investment. From time to time these strategies may be subject to greater risks of adverse developments in such areas of focus than a strategy that is more broadly diversified across a wider variety of investments.

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.

Legal or Legislative Risk: Legislative changes or Court rulings may impact the value of investments, or the securities' claim on the issuer's assets and finances.

Inflation Risk: Inflation may erode the buying-power of your investment portfolio, even if the dollar value of your investments remains the same.

Risks Associated with Securities

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

Commercial Paper is, in most cases, an unsecured promissory note that is issued with a maturity of 270 days or less. Being unsecured the risk to the investor is that the issuer may default.

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 such factors 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.

Mutual Funds and ETFs: Mutual funds and Exchange Traded Funds ("ETFs") are professionally managed collective investment systems that pool money from many investors and invest in stocks, bonds, short term money market instruments, other mutual funds, other securities or any combination thereof. Each fund will have a manager that trades the fund's investments in accordance with the fund's investment objective. While mutual funds and ETFs generally provide diversification, risks can be significantly increased if the fund is concentrated in a particular sector of the market, primarily invests in small cap or speculative companies, uses leverage (i.e., borrows money) to a significant degree, or concentrates in a particular type of security (i.e., equities) rather than balancing the fund with different types of securities. Exchange traded funds differ from mutual funds since they can be bought and sold throughout the day like stock, and their price can fluctuate throughout the day. The returns on mutual funds and ETFs can be reduced by the costs to manage the funds. Also, while some mutual funds are "no load" and charge no fee to buy into, or sell out of the fund, other types of mutual funds do charge such fees which can also reduce returns.

ETF Specific Risks:

- a) **Trading risks:** The likelihood of losing part or even all of your initial investment based on market timing and execution of the investment/trade. Similarly, There is a cost associated with trading (bid/ask price) and underlying expense of the spread in pricing.

- b) Liquidity and shutdown risks: An ETF's liquidity is affected by the securities it holds, the trading volume of the securities it holds, the trading volume of the ETF itself and, finally, the investment environment. As far as shutdown risks go, since ETFs have garnered retail and institutional interest, ETFs have been created to unlock many different areas of the market, or to employ complex underlying investment strategies. As such, many do not raise enough funds to trade profitably and force the funds closure. Sudden fund closure can result in the sale of securities at discounts and with no consideration for tax issues that may be caused
- c) Risks associated with a change in Authorized Participants and non-participation of Authorized Participants; and APs are not required or obligated to create or redeem ETF shares, and an AP engages in these transactions only when they are in the AP's best interest given market conditions. This could have potentially negative effects on the ability to trade without accepting significant discounts to the estimated value of the underlying assets if, for example, one or more APs were to pull back from the market in turbulent conditions. This situation could create a significant discount or premium on ETF shares in theory.
- d) Conflicts of interest: Some providers have the scale and resources to buy 'shelf space' on custodians trading platforms. As such, you may see a disproportionate amount of a single firm's ETFs available to trade causing a potential conflict as well as firm level risk.
- e) Bitcoin ETFs - generally the added risks include:
 - i. Volatility: Cryptocurrency markets tend to be more volatile. Though ETFs help mitigate volatility, it does not eliminate it.
 - ii. Regulation: Cryptocurrency markets are still evolving, and future regulations could affect the performance of bitcoin ETFs.
 - iii. Higher fees: Spot bitcoin ETFs may charge higher internal management fees than traditional equity ETFs because the ETF must also pay fees for exchanging and securing bitcoins.
 - iv. Other risks such as cybersecurity and tracking error.

Item 9: Disciplinary Information

Clients may obtain a disciplinary history of Vista Way Advisors and its representatives from the Massachusetts Securities Division upon request via phone at (617) 727-3548 or email msd@sec.state.ma.us.

Criminal or Civil Actions

Vista Way Advisors and its management persons have not been involved in any criminal or civil action.

Administrative Enforcement Proceedings

Vista Way Advisors and its management persons have not been involved in administrative enforcement proceedings.

Self-Regulatory Organization Enforcement Proceedings

Vista Way Advisors and its management persons have not been involved in any self-regulatory organization (SRO) proceedings.

Item 10: Other Financial Industry Activities and Affiliations

Broker-Dealer Affiliations

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

Other Financial Affiliations

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

Related Persons

Neither Vista Way Advisors or its management persons have any relationship or arrangement with any outside financial industry related parties.

Recommendations or Selections of Other Investment Advisers

Vista Way Advisors does not recommend or select other investment advisers for our clients.

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 our dealings. The firm also adheres to the Standards of Professional Conduct from the College for Financial Planning as credentialed as an Accredited Wealth Management Advisor (or AWMA®).

Code of Ethics Description

This Code of Ethics 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 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’s CCO or 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, its access persons, or its related persons may buy or sell securities for themselves at or around the same time as they buy or sell securities for Clients’ account(s). To address this conflict, it is our policy that neither our firm or access persons shall have priority over Clients’ accounts in the purchase or sale of securities.

Item 12: Brokerage Practices

Factors Used to Select Custodians and/or Broker-Dealers

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

We seek to recommend a custodian/broker 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

With this in consideration, our firm recommends Charles Schwab & Co., Inc. ("Schwab"), an independent and unaffiliated SEC registered broker-dealer firm and member of the Financial Industry Regulatory Authority ("FINRA") and the Securities Investor Protection Corporation ("SIPC").

Research and Other Soft-Dollar Benefits

We do not have any soft-dollar arrangements with custodians whereby soft-dollar credits, used to purchase products and services, are earned directly in proportion to the amount of commissions paid by a Client. However, as a result of being on their institutional platform, Schwab may provide us with certain services that may benefit us.

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. The benefits received by Advisor or its personnel do not depend on the number of brokerage transactions directed to Schwab. As part of its fiduciary duties to Clients, Advisor at all times must put the interests of its Clients first. Clients should be aware, however, that the receipt of economic benefits by Advisor or its related persons in and of itself creates a potential conflict of interest and may indirectly influence the Advisor's choice of Schwab for custody and brokerage services. This conflict of interest is mitigated as Advisor regularly reviews the factors used to select custodians to ensure our recommendation is appropriate. Following is a more detailed description of Schwab's support services:

1. **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.
2. **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
3. **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
4. **Your brokerage and custody costs.** For our Clients' accounts that Schwab maintains, Schwab generally does not charge you separately for custody services but is compensated by charging you commissions or other fees on trades that it executes or that settle into your Schwab account. Certain trades (for example, many mutual funds and ETFs) may not incur Schwab commissions or transaction fees.

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.

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 most favorable execution of client transactions and this may cost clients' money over using a lower-cost custodian.

Aggregating (Block) Trading for Multiple Client Accounts

We may aggregate client orders (this practice is commonly referred to as "block trading"), so long as it is done for purposes of achieving best execution, and so long as no client is systematically advantaged or disadvantaged. We submit allocation instructions to the broker-dealer before the market closes on the day of the order. We allocate aggregated orders to client accounts at the average price obtained. We allocate partially filled orders pro rata based on the size of the order placed by each account. 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

Clients who engage us for investment management services will have their account(s) reviewed regularly on a quarterly basis by Shawn Young Eagle, Chief Compliance Officer (CCO) and Chief Investment Office (CIO). 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.

Vista Way Advisors does not provide written performance or holdings reports to Investment Management Clients outside of what is provided directly by their custodian.

Item 14: Client Referrals and Other Compensation

Compensation Received by Vista Way Advisors

Vista Way Advisors is a fee-only firm that is compensated solely by its Clients. Vista Way Advisors does not receive commissions or other sales-related compensation. Except as mentioned in Item 12 above, we do not receive any economic benefit, directly or indirectly, from any third party for advice rendered to our Clients.

Client Referrals from Solicitors

Vista Way Advisors does not, directly or indirectly, compensate any person who is not advisory personnel for Client referrals.

Item 15: Custody

Vista Way Advisors does not hold, directly or indirectly, Client funds or securities, or have any authority to obtain possession of them. All Client assets are held at a qualified custodian.

If Vista Way Advisors deducts its advisory fee from Client's account(s), the following safeguards will be applied:

- i. The Client will provide written authorization to Vista Way Advisors, permitting us to be paid directly from Client's accounts held by the custodian.
- ii. The custodian will send at least quarterly statements to the Client showing all disbursements from the accounts, including the amount of the advisory fee.

In jurisdictions where required, Vista Way Advisors will send an itemized invoice to the Client at the same time it instructs the custodian to debit the advisory fee. Itemization includes the formula used to calculate the fee, the amount of assets under management the fee is based on, and the time period covered by the fee.

We urge you to carefully review custodial statements and compare them to the account invoices or reports that we may provide to you and notify us of any discrepancies. Clients are responsible for verifying the accuracy of these fees as listed on the custodian's brokerage statement as the custodian does not assume this responsibility. Our invoices or reports may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

Item 16: Investment Discretion

For those Client accounts where we provide Investment Management Services, Vista Way Advisors has discretionary authority and limited power of attorney to determine the securities and the amount of securities to be bought or sold for a Client's account without having to obtain prior Client approval for each transaction. 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(s). Additionally, the discretionary relationship will be outlined in the Advisory Contract and signed by the Client. Clients may limit our discretion by requesting certain restrictions on investments. However, approval of such requests are at the firm's sole discretion.

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 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

We have no financial commitment that impairs our ability to meet contractual and fiduciary commitments to our Clients, nor have we been the subject of any bankruptcy proceeding. We do not have custody of Client funds or securities, except as disclosed in Item 15 above, or require or solicit prepayment of more than \$500 in fees six months or more in advance.

Item 19: Requirements for State-Registered Advisers

Principal Officers

Andrew Hawes and Shawn Young Eagle serve as Vista Way Advisors's principals. Information about Andrew Hawes and Shawn Young Eagle's education, business background, and outside business activities can be found on their ADV Part 2B, Brochure Supplements attached to this Brochure.

Outside Business

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

Performance-Based Fees

Neither Vista Way Advisors, Andrew Hawes, or Shawn Young Eagle are compensated by performance-based fees.

Material Disciplinary Disclosures

No management person at Vista Way Advisors 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

Vista Way Advisors nor Andrew Hawes, or Shawn Young Eagle have any relationship or arrangement with issuers of securities.

Form ADV Part 2B - Andrew Hawes



42 Austin St. Charlestown, MA 02129

(857) 205-3817

www.vistawayadvisors.com

Form ADV Part 2B – Brochure Supplement

Dated: March 24, 2025

For

Andrew Hawes, AWMA®

Owner and Director of Small Business Consulting

This brochure supplement provides information about Andrew Hawes that supplements the Vista Way Advisors brochure. A copy of that brochure precedes this supplement. Please contact Shawn Young Eagle if the Vista Way Advisors brochure is not included with this supplement or if you have any questions about the contents of this supplement.

Additional information about Andrew Hawes is available on the SEC's website at www.adviserinfo.sec.gov which can be found by using the firm's identification number 5793295.

Item 2: Educational Background and Business Experience

Andrew Hawes

Born: 1988

Educational Background

- 2010 – Bachelor of Business Administration, University of Massachusetts Amherst
- 2019 – Accredited Wealth Management Advisor, College for Financial Planning

Business Experience

- 2020 – Present, Owner and Director of Small Business Consulting, Vista Way Advisors
- 2022 – 2023, Investment Adviser Representative, Payden & Rygel
- 2019 – 2020, Partner, Meritage Financial Strategies
- 2018 – 2019, Regional Sales Director, Columbia Threadneedle Investments

Professional Designation(s)

Accredited Wealth Management AdvisorSM (AWMA[®])

The AWMA[®] designation program for financial professionals provides them with what they need to help clients capitalize on opportunities to preserve, grow, and transfer their wealth. The program contains sections dedicated to behavioral finance, working with small business owners, and succession and exit planning. There is also an entire module specifically dedicated to the fiduciary and regulatory issues that advisors will encounter. The program was started in 2005 and is offered exclusively online by CFFP. The certification is also listed by FINRA, which is a private, self-regulatory organization that regulates certain aspects of the securities industry.

To earn the AWMA[®] designation, follow these steps:

1. **Complete an eight-module education program provided by CFFP.** There are no prerequisites for this program, and you have a year to complete it. The modules cover getting to know your high-net-worth client; considerations for business owners; income tax strategies for high-net-worth clients; executive benefits planning for high-net-worth clients; estate planning for high-net-worth clients; and fiduciary, regulatory, and ethical issues for financial services providers.
2. **Take and pass the AWMA[®] exam.** You must take the test for the first time within six months of enrolling for the program, and you have a year to pass it. There are 80 questions on the exam, and the passing score is 70 percent. According to the Analyst Forum, you should plan on studying for about 150 hours.
3. **Agree to abide by a code of ethics.**

Item 3: Disciplinary Information

Andrew Hawes has never been involved in an arbitration claim of any kind or been found liable in a civil, self-regulatory organization, or administrative proceeding.

As per section 203A(a) of the Massachusetts Uniform Securities Act, upon request, clients may request a copy of the Firm's and its representatives' disciplinary history. Please refer to Item 9 of the Form ADV Part 2A.

Item 4: Other Business Activities

Andrew Hawes does not have any other business that are investment-related or take up more than 10% of his time or income.

Item 5: Additional Compensation

Andrew Hawes does not receive any economic benefit from any person, company, or organization, in exchange for providing clients advisory services through Vista Way Advisors.

Item 6: Supervision

Shawn Young Eagle, as Chief Compliance Officer, is responsible for the supervision of Andrew Hawes. Shawn Young Eagle may be contacted at the phone number on this brochure supplement.

Item 7: Requirements for State Registered Advisers

Andrew Hawes has NOT been involved in an arbitration, civil proceeding, self-regulatory proceeding, administrative proceeding, or a bankruptcy petition.

Form ADV Part 2B – Shawn Young Eagle



42 Austin St. Charlestown, MA 02129

(857) 205-3817

www.vistawayadvisors.com

Form ADV Part 2B – Brochure Supplement

Dated: March 24, 2025

For

Shawn Young Eagle, APMA®

Owner, Director of Wealth Management, Chief Compliance Officer and Chief Investment Officer

This brochure supplement provides information about Shawn Young Eagle that supplements the Vista Way Advisors, LLC ("Vista Way Advisors") brochure. A copy of that brochure precedes this supplement. Please contact Shawn Young Eagle if the Vista Way Advisors brochure is not included with this supplement or if you have any questions about the contents of this supplement.

Additional information about Shawn Young Eagle is available on the SEC's website at www.adviserinfo.sec.gov which can be found using the identification number Individual CRD# 6261098.

Item 2: Educational Background and Business Experience

Shawn Young Eagle | Born: 1991

Educational Background

2013 – B.M. Music Business/Management, Berklee College of Music

Business Experience

- 2022 – Present, Owner, Director of Wealth Management, Chief Compliance Officer and Chief Investment Officer, Vista Way Advisors, LLC
- 2019 – 2022, Registered Representative, Ameriprise Financial Services Inc.
- 2019 – 2022, Investment Adviser Representative, Ameriprise Financial Services Inc.
- 2015 – 2019, Regional Sales Director, Columbia Management Investment Distributors
- 2013 – 2015, Financial Representative, Fidelity Investments

Professional Designation(s)

APMA® (Accredited Portfolio Management Advisor) is issued by the College for Financial Planning and accredited by the U.S. Department of Education Regional Accredited Agencies, the higher learning commission. Holders of this designation must complete a two-part self study course that requires 100-150 hours in topics such as portfolio creation, augmentation, and maintenance. The course provides candidates with practice analyzing investment policy statements, building portfolios, and making asset allocation decisions. To maintain this designation, holders must complete 16 hours every two years of continuing education. In addition, they must comply with the APMA® Standards of Professional Conduct.

Item 3: Disciplinary Information

Shawn Young Eagle has never been involved in an arbitration claim of any kind or been found liable in a civil, self-regulatory organization, or administrative proceeding.

As per section 203A(a) of the Massachusetts Uniform Securities Act, upon request, clients may request a copy of the Firm's and its representatives' disciplinary history. Please refer to Item 9 of the Form ADV Part 2A.

Item 4: Other Business Activities

Shawn Young Eagle is not involved with any material outside business activities during normal business/trading hours.

Item 5: Additional Compensation

Shawn Young Eagle does not receive any economic benefit from any person, company, or organization, in exchange for providing Clients advisory services through Vista Way Advisors.

Item 6: Supervision

Shawn Young Eagle, as Chief Compliance Officer of Vista Way Advisors, supervises the advisory activities of our firm. Shawn Young Eagle is bound by and will adhere to the firm's policies and procedures and Code of Ethics. Clients may contact Shawn Young Eagle at the phone number on this brochure supplement.

Item 7: Requirements for State Registered Advisers

Shawn Young Eagle has NOT been involved in an arbitration, civil proceeding, self-regulatory proceeding, administrative proceeding, or a bankruptcy petition.