

Item 1 – Cover Page



GUIDEWAY FINANCIAL, LLC

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March 29, 2019

This Brochure provides information about the qualifications and business practices of Guideway Financial, LLC. If you have any questions about the contents of this Brochure, please contact Sharon Lear at (512) 487-7762 or sharon.lear@guidewayfinancial.com. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission (“SEC”) or by any state securities authority.

Guideway Financial, LLC is a State of Texas registered investment advisor. Registration of an investment advisor does not imply any level of skill or training. The oral and written communications of an advisor provide you with information about which you determine to hire or retain an advisor.

Additional information about Guideway Financial, LLC is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 - Material Changes

Since our last annual amendment filing on March 29, 2018, we have made the following material changes to our business:

1. We have updated our Fee Schedule to change our hourly fee for Project Retainer service.
2. We have clarified that we do not permit directed brokerage.

Pursuant to SEC Rules, we will ensure that active clients receive a summary of any material changes to this and subsequent Brochures within 120 days of the close of our firm's fiscal year at no charge. We may further provide other ongoing disclosure information about material changes as necessary with a new brochure, and without charge.

Currently, our Brochure may be requested by contacting Sharon Lear at (512) 487-7762, or by email at sharon.lear@guidewayfinancial.com. Brochures are provided free of charge.

Additional information about Guideway Financial, LLC is available via the SEC's web site www.adviserinfo.sec.gov. The SEC's web site also provides information about any persons affiliated with Guideway Financial, LLC who are registered as Investment Advisor Representatives.

Item 3 – Table of Contents

Item 1 – Cover Page	i
Item 2 - Material Changes	ii
Item 3 – Table of Contents	iii
Item 4 – Advisory Business.....	1
Item 5 – Fees and Compensation	7
Item 6 – Performance-Based Fees and Side-By-Side Management.....	10
Item 7 – Types of Clients	11
Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss	11
Item 9 – Disciplinary Information	12
Item 10 – Other Financial Industry Activities and Affiliations.....	13
Item 11 – Code of Ethics, Participation or Interest in Client Transactions and Personal Trading.....	14
Item 12 – Brokerage Practices	16
Item 13 - Review of Accounts	17
Item 14 - Client Referrals and Other Compensation	18
Item 15 - Custody	19
Item 16 - Investment Discretion	20
Item 17 – Voting Client Securities	21
Item 18 – Financial Information	22
Item 19 – Requirements for State-Registered Advisors	23
Appendix A	24
Form ADV Part 2B.....	24
Item 2- Educational Background and Business Experience	25
Item 3- Disciplinary Information.....	26
Item 4- Other Business Activities	26
Item 6- Supervision	27
Item 7- Requirements for State-Registered Advisors	27
Form ADV Part 2B.....	28
Item 2- Educational Background and Business Experience	29
Item 3- Disciplinary Information.....	29
Item 4- Other Business Activities	29
Item 6 - Supervision	30
Item 7- Requirements for State-Registered Advisors	30

Guideway Financial, LLC
FORM ADV PARTS 2A AND 2B
MARCH 2019

Item 4 – Advisory Business

A Guideway Financial, LLC (“GF”) is a fee-only holistic financial planning firm that specializes in providing comprehensive financial planning and portfolio management services to individuals and families. GF is solely owned and operated by Sharon J. Lear, CFP®, MBA, who established GF in June 2013. GF offers a wide range of financial planning and investment management services. Specifically, GF distinguishes itself from traditional investment advisory firms by providing services to meet your portfolio management needs, as well as tax planning, tax preparation, estate planning, risk management, retirement planning, goal setting, cash management, record keeping, asset allocation strategy, and other special needs. We provide investment management services to individuals and families. We have a minimum account opening balance requirement of \$150,000.

In addition to the investment management and financial planning services provided, GF may publish periodicals or newsletters about financial topics of potential interest to Clients. GF may also offer educational seminars and workshops to Clients and potential Clients. For subject matter that extends outside the scope of GF’s financial planning services, GF may assist the Client in the selection of other advisers with experience in the relevant area.

GF manages assets on both a discretionary and non-discretionary basis. The decision as to whether to grant us discretionary authority over your accounts is made by you at the time of account opening and is detailed in the Advisory Agreement. Discretionary authority allows GF to act on behalf of the Client in most matters necessary or incidental to the handling of the account, including monitoring certain assets, without the Client’s prior approval. Non-discretionary authority requires GF to obtain Client’s prior approval of each specific transaction prior to executing investment recommendations. GF will only execute transactions for Clients when specifically requested and authorized by Client in writing (via a fully executed limited power of attorney “LPOA”). GF will act in accordance with a Statement of Investment Policy (or similar document used to establish Client’s objectives and suitability), regardless of whether authority is discretionary or nondiscretionary.

When the Client chooses to implement investments themselves, GF’s role is to make financial planning and portfolio management recommendations. The Client is solely responsible to implement any recommendations made by GF.

Regardless of the implementation approach, the Client is not required to follow any recommendations made by GF, including the selection of other advisors.

B, C GF and Client will enter into an agreement which details the scope of the relationship and responsibilities of both GF and Client. Advice and services provided under the agreement are tailored to the stated objectives of the Client(s). We discuss with the Client in detail critically important information such as the Client’s risk tolerance, time horizon, and projected future needs, to formulate an investment policy. This policy guides us in objectively and suitably managing the Client’s account. We meet with Clients as needed to review portfolio performance, discuss current issues, and re-assess goals and plans. Clients may impose

restrictions on investing in certain securities or types of securities. We consider such restrictions when preparing the investment strategy.

GF does not sell insurance or investment products and does not accept commissions as a result of any product recommendations. GF does not pay referral or finder's fees, nor does it accept such fees from other firms.

GF provides two types of services, Financial Planning or Investment Management, or a combination of the two.

1. Financial Planning Service

Financial Planning service is offered either on an Open Retainer or Project Retainer basis.

- a) **Open Retainer:** An Open Retainer provides holistic/comprehensive financial planning for a fixed fee over the course of one year or more. Clients will have four to ten scheduled meetings during the year (see below), depending on the individual situation. Meetings may be conducted by telephone, face-to-face, or through other secure remote meeting technology. In addition to scheduled meetings, additional face-to-face, remotely conducted, e-mail and/or phone consultations are included at no additional charge.

Services provided may include, but are not limited to: analysis of financial goals, cash flow review, tax preparation, tax planning, insurance review, inventory of assets, portfolio analysis, retirement planning, development of an asset allocation strategy, no-load mutual fund recommendations, and reviews related to the financial aspects of the Client's estate plan.

Scheduled meeting topics are listed below. GF will schedule meetings to cover those topics relevant to you, such as:

- Financial fitness review
- Goal setting
- Cash flow and budgeting
- Record-keeping
- Inventory of client assets
- Retirement planning
- Portfolio analysis
- Investment strategy and selection
- Develop asset allocation strategies
- Tax planning
- Tax preparation
- Estate planning review
- Small business planning
- Insurance analysis
- Education planning

- Analysis of employee benefits
- Annuity analysis
- Pension options review
- Recommendations for rebalancing of assets
- Financial planning and/or any financial services as requested or needed by client.

b) Project Retainer: If an Open Retainer relationship is not desired or practical, Project Retainer services are also offered. Project Retainer services are narrower in scope and usually focus on one or more of the following areas: goal setting, asset/liability analysis, tax planning, cash flow management, investment review, retirement planning, risk management, education planning, estate planning and record keeping. The service includes various client consultations as well as written and/or oral recommendations resulting from such consultations. The Project Retainer does not constitute a comprehensive financial planning engagement and follow-up advice and/or implementation assistance is not provided following the completion of the project. Additionally, tax return preparation is not automatically included with the Project Retainer, but may be purchased as a separate service, at the Client's request, for an additional fee.

If a client wishes to upgrade to the Open Retainer option, the client may receive credit toward Open Retainer fees for all amounts paid under Project Retainer agreements for the past six months.

2. Investment Management Service:

Investment management is the professional management of securities (stocks, bonds and other securities) and assets (e.g., real estate) in order to meet your specified investment goals. With an Investment Management Account, you engage us to assist you in developing a custom-tailored portfolio designed to meet your unique investment objectives. The investments in the portfolio account may include mutual funds, stocks, bonds, equity options, futures, etc. After Client assets are invested, we help to monitor and provide advice related to ongoing financial and investment needs.

GF offers investment management as a standalone, optional service. Generally, GF has discretionary authority over Client funds under investment management service.

Advice and services are tailored to the stated objectives of the Client. We will meet with you to discuss your financial circumstances, investment goals and objectives, and to determine your risk tolerance. We will ask you to provide statements summarizing current investments, income and other earnings, recent tax returns, other assets and liabilities, wills and trusts, insurance policies, and other pertinent information.

Based upon the information you share with us, a financial plan or retirement plan will be created or updated. An investment policy will be formulated to suitably manage the account according to the inputs from the Client.

We will analyze your situation and recommend an appropriate asset allocation or investment strategy. Our recommendations and ongoing management are based upon your investment goals and objectives, risk tolerance, time horizon, and the investment portfolio you have selected. We will monitor the account, trade as necessary, and communicate regularly with you. Your circumstances shall be monitored in quarterly and annual account reviews. These reviews will be conducted in person, by telephone conference, and/or via a written inquiry/questionnaire. We will work with you on an ongoing basis to evaluate your asset allocation as well as rebalance your portfolio to keep it in line with your goals as necessary. We will be reasonably available to help you with questions about your account.

We will:

- Review your present financial situation
- Monitor and track assets under management
- Assist you in setting and monitoring goals and objectives
- Build a risk management profile for you
- Advise on asset selection
- Provide research and information on fund management changes
- Provide personal consultations as necessary upon your request or as needed.

You are obligated to notify us promptly when your financial situation, goals, objectives, or needs change.

You shall have the ability to impose reasonable restrictions on the management of your account, including the ability to instruct us not to purchase certain mutual funds, stocks or other securities. These restrictions may be a specific company security, industry sector, asset class, or any other restriction you request.

Under certain conditions, securities from outside accounts may be transferred into your advisory account; however, we may recommend that you sell any security if we believe that it is not suitable for the current recommended investment strategy. You are responsible for any taxable events in these instances. Certain assumptions may be made with respect to interest and inflation rates and the use of past trends and performance of the market and economy. Past performance is not indicative of future results.

If you decide to implement our recommendations, we will help you open a custodial account(s). The funds in your account will generally be held in a separate account, in your name, at an independent custodian, and not with us. We recommend using Trade PMR.

You will enter into a separate custodial agreement with the custodian which authorizes the custodian to take instructions from us regarding all investment decisions for your account. We will select the securities bought and sold and the amount to be bought and sold, within the parameters of the objectives and risk tolerance of your account. You will be notified of any purchases or sales through trade confirmations and statements that are provided by the custodian. These statements list the total value of the account, itemize all transaction activity, and list the types, amounts, and total value of securities held. You will at all times maintain full and complete ownership rights to all assets held in your account, including the right to withdraw securities or cash, proxy voting and receiving transaction confirmations.

We manage assets on a discretionary basis, which means you have given us the authority to determine the following with/without your consent:

- Securities to be bought or sold for your account
- Amount of securities to be bought or sold for your account
- Broker-dealer to be used for a purchase or sale of securities for your account
- Commission rates to be paid to a broker or dealer for your securities transaction.

Trading may be required to meet allocation targets, after substantial cash deposits that require investment allocation, and/or after a request for a withdrawal that requires liquidation of a position. Additionally, your account may be rebalanced or reallocated periodically in order to reestablish the targeted percentages of your asset allocation. This rebalancing or reallocation will occur on the schedule we have determined together. You will be responsible for any and all tax consequences resulting from any rebalancing or reallocation of the account.

We are available during normal business hours either by telephone, fax, email, or in person by appointment to answer your questions.

Discretionary 3(38) Fiduciary Services

When a client engages GF to perform “3(38) Fiduciary Services”, GF acts as an “investment manager” (as defined in Section 3(38) of ERISA) with respect to the performance of discretionary fiduciary investment services. Under this arrangement GF is appointed by the Plan Sponsor or trustee and accepts discretion over plan assets and assumes full responsibility and liability for fiduciary functions concerning decisions related to the plan assets.

GF will review the investment options available to the Plan through documents provided by the Plan Sponsor and notify the Plan’s record-keeper and/or the Plan Sponsor with GF’s instructions to add, remove and/or replace these specific investment options offered to Plan participants and/or used for administrative purposes under the Plan, according to the criteria set forth in guidelines selected by the Plan Sponsor. The Plan Sponsor retains all authority, responsibility and decision-making for investment options not available on the Plan record-keeper’s platform (i.e., “non-core” investment options, such as employer stock, plan loans, self-directed brokerage accounts, frozen guaranteed investment contracts, and life insurance).

GF will retain final decision-making authority with respect to removing and/or replacing investments in the core lineup. The Plan Sponsor will not have responsibility to communicate instructions to any third-party, custodian and/or third-party administrator.

The data used to determine the investment options is based on estimated, forward-looking performance of various asset classes and subclasses to create our forward looking capital markets assumptions (e.g., expected return, expected standard deviation, correlation, etc.). Past performance and the return estimates of the asset classes and the indexes that correspond to these asset classes may not be representative of actual future performance. Actual results could differ, based on various factors including the expenses associated with the management of the portfolio, the portfolio's securities versus the securities comprising the various indexes and general market conditions. GF has the responsibility and authority to determine the investment line up including evaluating investment managers and mutual fund companies, individual mutual funds, and money market funds which may be retained or replaced.

GF will also monitor the current managed investment line up including the investment's performance compared to an applicable benchmark. If GF determines that a fund no longer meets the criteria, they will select alternatives and replace them.

- D** GF does not participate in any wrap fee programs.
- E** As of December 31, 2018, GF has a total of \$10,186,668 in discretionary assets and \$1,039,499 in non-discretionary assets under management.

Item 5 – Fees and Compensation

A, B GF is a fee-only advisory firm, meaning we are compensated only by professional fees received directly from our Clients. Neither GF nor any related person receives compensation that is contingent upon the purchase or sale of a financial product. Neither GF nor any related person accepts any sales commissions, referral fees, service fees, or other form of compensation from any third party. We believe this method of compensation minimizes conflicts of interest. Fees are generally negotiable and paid as described below. GF's fee in each engagement is set forth in the written advisory agreement with the Client.

Financial Planning/Consulting Fees:

Open Retainer

Initial Year of Open Retainer: \$3,000 - \$30,000

Renewal Years of Open Retainer: \$1,200 - \$25,000

Open Retainer fees are calculated annually and payable either quarterly or monthly, in advance. Fees are calculated based on the Client's(s') total income, assets, and overall complexity of their financial situation. Fees are always disclosed in advance of entering into a Client agreement. If meetings or topics are unevenly disbursed throughout the period of the Open Retainer, a higher proportion of the annual fee may be charged during quarters in which more frequent topics are planned. In no event will GF collect more than \$500.00 more than six months in advance from any client.

Add-ons, credits, and miscellaneous adjustments: A charge of up to \$500 is assessed for each amended tax return prepared, if applicable. A charge of up to \$600 per return is assessed for additional tax returns prepared for dependents of the Client. Credits and miscellaneous adjustments may be applied if the Client has an adequate estate plan (will or trust) in place, or for other reasons, as appropriate. Any credits or adjustments will be determined in the sole discretion of GF.

Clients may elect either a monthly or quarterly payment cycle, whichever is most convenient for their cash flow, as long as all fees are paid in full prior to the end of the contract term. Clients may pay by check, credit card, or through a debit from their bank account or the Client's account at the custodian. A 2% discount is offered when the Client pays by check or account debit.

Project Retainer

Services under the Project Retainer are typically provided on a flat-fee basis, which can range from \$750 to \$16,000. The Project Retainer fee is based upon the complexity and scope of the engagement. GF may negotiate an hourly fee of up to \$350 per hour for specific project requests. Flat fee Project Retainers are due in full at the beginning of the engagement. In GF's sole discretion, fees may be paid with one-half due at the beginning of the engagement and the remainder upon completion, or on a monthly or quarterly basis. Hourly Project Retainers

require a partial payment which is set by the Advisor at the beginning of the engagement, and the remainder is either paid monthly or due upon completion, as determined by GF. In no event will GF collect more than \$500.00 more than six months in advance from any client. Clients may pay by check or credit card, and a 2% discount may be offered in the sole discretion of GF when the Client pays by check. GF does not deduct Project Review fees from Client accounts.

Investment Management Fee Schedule:

We have a minimum account opening balance requirement of \$150,000. GF provides investment management service on a flat-fee basis. Multiple accounts of immediately-related family members, at the same mailing address, may be considered one consolidated account for billing purposes. Fees are charged either monthly or quarterly, in advance. Payments are due and will be assessed on the first day of each month or quarter, based on the ending balance of the account under management for the preceding month or quarter and will be calculated as follows:

Fee	Portfolio Size
\$4,500	\$0-\$1,000,000
Up to \$30,000	\$1,000,001+

The fees shown above are annual fees and may be negotiable based upon certain circumstances, solely within the Adviser's discretion. In no event shall the fee we charge exceed 3% of the value of the assets under management. The fee we charge will be listed in the Advisory Agreement. No increase in the annual fee shall be effective without prior written notification to you. We believe our advisory fee is reasonable considering the fees charged by other investment advisers offering similar services/programs. Our fees will not be based upon a share of capital gains or capital appreciation of the funds or any portion of your funds.

Your account at the custodian may also be charged for Open Retainer fees and certain additional assets managed for you by us but not held by the custodian (i.e. variable annuities, mutual funds, 401(k)s. The fees we charge can be deducted directly from your account at the custodian. We will instruct the custodian to deduct the fees from your account at the beginning of the month or quarter. This fee will show up as a deduction on your following quarterly account statement from the custodian.

If you engage us under an Open Retainer arrangement and do not want us to charge your account at the custodian for the fee, you may pay the fee directly to us via debit card, credit card, check, or by making arrangements with a third party to automatically remit payment to us. In all cases, we will send you an invoice detailing the fee calculation. Fees are due within 15 full days upon receipt of the invoice. The advisory agreement will detail these payment terms.

Fees to Sponsored Plans (ERISA):

The standard fee schedules for the Discretionary 3(38) Fiduciary Services programs (the “Programs”) are as follows:

Fee	Portfolio Size
\$4,500	\$0-\$1,000,000
Up to \$30,000	\$1,000,001+

You may also incur fees related to your use of outside service providers including third-party administrators and record keepers. The fee schedule for each outside service provider varies dramatically from service provider to service provider. The service provider’s fees will also vary from plan to plan as each plan’s structure and characteristics are different from the next.

We believe our services help plan sponsors and plan fiduciaries meet their fiduciary duty to the plan and its participants. As a part of our services, we review the fees of service providers and the transparency of their fees. We will assist the plan sponsors with a review of service providers including the third-party administrator, daily record keeper, and custodian to ensure that their services, along with ours, remain competitive to alternatives that are available.

C In addition to GF’s fee, clients may incur certain other fees and charges to implement GF’s recommendations. Additional charges and fees will be imposed by custodians, brokers, third party investment and other third parties, such as fees charged by managers, custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes. 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 the GF’s fee.

D Fees may be negotiable, at GF’s discretion, and they are payable in advance as described above. The Client may terminate an engagement by providing written notice within five days of signing a retainer agreement. Additionally, either party may terminate an agreement, without penalty, at any time upon 30 days written notice. Any prepaid but unearned fees will be promptly refunded by GF. Any fees that have been earned but not yet paid by Client will be due and payable. Whether fees have been earned or unearned will be determined by GF in GF’s sole discretion.

GF reserves the right to terminate an agreement without notice for any account that is overdue for payment. In addition, GF reserves the right to immediately terminate any financial planning engagement where a client has intentionally provided false or misleading information or has willfully concealed or has refused to provide pertinent information about financial situations when necessary and appropriate, in GF’s judgment, to provide proper financial and tax advice.

E As a fee-only financial advisory firm, GF does not sell investment or insurance products. GF does not accept commissions as a result of any product recommendations, nor do we accept referral or finder’s fees.

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

GF does not charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client).

Item 7 – Types of Clients

GF provides holistic financial planning and investment advisory services primarily to individuals and families. We strive to work with people from all different walks of life. As such, we maintain no minimum net worth or asset amount for financial planning clients. GF generally requires a minimum asset requirement of \$150,000 for Investment Management clients, but that may be waived in certain circumstances. As discussed above, your chosen relationship agreement and fee will be based upon your individual circumstances. GF's services are often time intensive. As a result, GF may limit the number or types of clients with whom GF does business in order to honor its commitments to existing clients.

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

The main sources of information GF may rely upon when researching and analyzing securities will include traditional research materials such as financial newspapers and magazines, annual reports, prospectuses, filings with the SEC, as well as research materials prepared by others, company press releases and corporate rating services. GF also subscribes to various professional publications deemed to be consistent and supportive of GF's investment philosophy.

Moreover, GF approaches investment portfolio analysis and implementation based on internal factors such as the Client's tax situation, overall risk tolerance, risk capacity, current financial situation, earnings potential, work status, investment experience, and personal goals and aspirations. After identifying these items, portfolios are structured around individual needs, while minimizing negative effects of external factors, such as interest rates, market performance, and the economy as a whole.

GF's primary investment focus for long-term growth of capital and income generation is to achieve an acceptable risk/return trade-off based upon the Client's unique situation through asset allocation and diversification. To structure asset allocation and diversification recommendations, GF may employ software programs which are either proprietary or available commercially. GF seeks to educate Clients about the risk/return dynamic and the appropriate level of risk for their given situation.

In general, GF recommends no-load mutual funds (i.e., mutual funds that have no sales fees), exchange traded funds, U.S. government securities, money market accounts, certificates of deposit, and individual bonds (corporate, agency and municipal). However, in the course of providing investment advice, GF may address issues related to other types of assets that the Client may already own. Any other products that may be deemed appropriate for the Client will be discussed, based upon individual goals, needs and objectives.

Any investing in securities involves risk of loss that clients should be prepared to bear. While GF will use its best judgment and good faith efforts in rendering services to Client, not every investment decision or recommendation made by GF will be profitable. GF cannot warrant or guarantee any particular level of account performance, or that an Account will be profitable over time. Any historical back-testing shown or examples provided that rely upon historical market performance are not a guarantee of future performance. Client assumes all market risk involved and understands that investment decisions are subject to various market, currency, economic, political and business risks.

Item 9 – Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of GF or the integrity of GF's management. GF has no information to disclose applicable to this Item.

Item 10 – Other Financial Industry Activities and Affiliations

Sharon Lear is a member of the Alliance of Comprehensive Planners (ACP). This non-profit organization provides training and support through an alliance of fee-only comprehensive financial advisors. As a member of the ACP, GF has the right to use proprietary products and systems designed by the ACP. The ACP offers education in the form of in-person, web- and tele-conferences (which may provide continuing education credits) and services produced by collaborative efforts of the fee-only financial advisors.

Sharon Lear is a member of NAPFA, and she and James are both members of the Financial Planning Association.

GF does not receive any additional compensation, whether direct or indirect, for providing assistance in the selection of other advisors.

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

GF seeks to avoid material conflicts of interest. Accordingly, neither GF nor its investment advisor representatives nor its team members receive any third party direct monetary compensation (i.e., commissions, 12b-1 fees, or other fees) from brokerage firms (custodians) or mutual fund companies.

However, some additional services and non-direct monetary or other forms of compensation may be offered and provided to GF as a result of its relationships with custodian(s) and/or providers of mutual fund products. For example, GF's representatives and employees may be invited to attend educational conferences and/or entertainment events sponsored by such brokerage firms or custodians or mutual fund companies. GF believes that the services and benefits provided to it by brokerage firms (custodians) and mutual fund providers do not materially affect the investment management recommendations made to clients. However, in the interest of full disclosure of any potential conflicts of interest, we discuss the possible conflicts herein.

Although GF believes that its business methodologies, ethics rules, and adopted policies are appropriate to eliminate, or at least minimize, potential material conflicts of interest, and to appropriately manage any material conflicts of interest that may remain, clients should be aware that no set of rules can possibly anticipate or relieve all potential material conflicts of interest. In any event, GF will disclose to advisory Clients any material conflict of interest relating to GF, its representatives, or any of its employees which could reasonably be expected to impair the rendering of unbiased and objective advice.

Our Code of Ethics

GF follows the standards set by the Certified Financial Planning® Board, NAPFA Code of Ethics, and the Pledge to Clients by the Alliance of Comprehensive Planners. The NAPFA Code of Ethics and ACP Pledge to Clients are available to clients upon request. We have adopted a Code of Ethics for all supervised persons of the firm describing its high standards of business conduct, and fiduciary duty to you, our client. The Code of Ethics includes provisions relating to the confidentiality of client information, a prohibition on insider trading, a prohibition of rumor mongering, restrictions on the acceptance of significant gifts, the reporting of certain gifts and business entertainment items, and personal securities trading procedures. All of our supervised persons must acknowledge the terms of the Code of Ethics annually, or as amended.

Participation or Interest in Client Transactions and Personal Trading

GF does not currently participate in securities in which it has a material financial interest. GF and its related persons, as a matter of policy, do not recommend to clients, or buy or sell for client accounts, securities in which the firm or its related persons has a material financial interest.

GF or individuals associated with GF may buy and sell some of the same securities for its own account that GF recommends its Clients buy and sell. When appropriate the GF will recommend the Client purchase or sell securities before purchasing or selling the same securities for GF's own account. In some cases GF may buy or sell securities for its own account for reasons not related to the strategies

adopted by the GF's Clients. Processes are designed to assure that the personal securities transactions will not interfere with making decisions in the best interest of advisory clients while at the same time, allowing employees to invest for their own accounts.

Certain classes of securities, such as open ended mutual funds, are designated as exempt transactions, meaning employees may trade these without prior permission because such trades would not materially interfere with the best interest of GF's clients. Nonetheless, because employees are permitted to invest in the same securities as clients, there is a possibility that employees might somehow benefit from the market activity of a client. Accordingly, when applicable, employee trading is monitored to reasonably prevent conflicts of interest between GF and its clients.

GF will disclose to advisory Clients any material conflict of interest relating to GF, its representatives, or any of its employees which could reasonably be expected to impair the rendering of unbiased and objective advice. GF will notify Clients in advance of its policies in respect to officers trading for their own account including the potential conflict of interest that arises when recommending securities to Clients in which GF or its principal holds a position.

Item 12 – Brokerage Practices

- A** We recommend clients use Trade PMR as the qualified custodian for their accounts when utilizing our asset management services. In recommending a custodian/broker-dealer, we look for a company that offers relatively low transaction fees, access to desired securities, trading platforms, and support services.

We do not receive any soft dollars from broker-dealers, custodians or third party money managers.

Directed Brokerage

Guideway does not permit directed brokerage except in circumstances in which qualified accounts cannot be transferred to TradePMR. We will require you to use Trade PMR as the custodial firm. Exceptions will be managed on a case-by-case basis.

- B** GF will not aggregate Client trades.

Item 13 - Review of Accounts

Sharon Lear and James Lear are responsible for reviewing and assessing financial recommendations made to Clients. Factors triggering review may include significant changes in your financial condition or goals, changes in the fundamentals of the companies or entities issuing securities, price fluctuations and significant economic or industry developments. Clients will be provided the Supplemental Brochure (Form ADV Part 2B) for GF.

Open Retainer and Asset Management Clients receive financial recommendations periodically during the term of their engagement with GF. Clients under a limited Project Retainer engagement do not receive a review after these engagements end.

Reviews are conducted at least annually or as agreed to by us. Reviews will be conducted by our Chief Compliance Officer, Sharon Lear, and Chief Investment Officer, James Lear. You may request more frequent reviews and may set thresholds for triggering events that would cause a review to take place. Generally, we will monitor for changes and shifts in the economy, changes to the management and structure of a mutual fund or company in which client assets are invested, and market shifts and corrections.

Clients that maintain a brokerage account(s) will be provided a statement by the custodian at least quarterly which includes a list of all assets held in the account, asset values, and all transactions affecting the account assets, including any additions or withdrawals. We do not provide any other statements except the one provide by your custodian, along with an invoice copy.

Item 14 - Client Referrals and Other Compensation

GF is a fee-only financial planning and investment advisory firm and does not sell insurance or investment products, nor does it accept commissions as a result of any product recommendations. GF does not accept referral or finder's fees from other firms. In limited cases, GF may pay nominal fees to be listed in online advisor directories or contacted from online advisor search tools.

Item 15 - Custody

GF does not have custody over Client funds and securities. Accordingly, GF shall have no liability to the Client for any loss or other harm to any property in the account.

Clients will receive at least quarterly statements from the broker-dealer, bank or other qualified custodian that holds and maintains client's investment assets. GF urges all clients to carefully review such statements and compare such official custodial records to any statements that we may provide to you. GF may also provide clients with periodic reports on client's account. These reports may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

Your assets will be maintained by an unaffiliated, qualified custodian, such as a bank, broker/dealer (e.g. Trade-PMR, Inc.), mutual fund companies or transfer agent. Your assets are not held by our advisory firm or any associate of our firm. Trade-PMR, Inc., acts as an introducing broker clearing on a fully-disclosed basis through First Clearing, LLC for our Advisory Firm.

GF does not debit the client fees directly from your advisory account. We send information to your custodian to debit your fees and to pay them to us. You authorized the custodian to pay us directly at the onset of the relationship.

ERISA 3(38)

If authorized by the Plan Sponsor, the Adviser has the ability to debit fees directly from the Plan Sponsor's bank account through the submission of a billing file to the plan custodian, however, the Adviser does not have authority to possess or take actual custody of clients' funds or securities. Plan Sponsors and plan participants should receive at least quarterly statements from the recordkeeper and Plan Sponsors and participants should carefully review such statements.

Item 16 - Investment Discretion

As referenced in Item 4 above, GF has both discretionary and non-discretionary authority to execute investment recommendations. Discretionary authority allows GF to act on behalf of the Client in most matters necessary or incidental to the handling of the account, including making trades in the account and monitoring the assets, without the Client's prior approval. Non-discretionary authority requires GF to obtain Client's prior approval of each specific transaction prior to executing investment recommendations. GF will act in accordance with an Investment Policy Statement (or similar document used to establish Client's objectives and suitability), regardless of whether authority is discretionary or nondiscretionary.

GF usually receives discretionary authority from you at the beginning of an advisory relationship to select the identity and amount of securities to be bought or sold. This information is described in the Advisory Agreement you sign with us. In all cases, however, this discretion is exercised in a manner consistent with your stated investment objectives for your account.

When selecting securities and determining amounts, we observe the investment policies, limitations and restrictions you have set. For registered investment companies, our authority to trade securities may also be limited by certain federal securities and tax laws that require diversification of investments and favor the holding of investments once made.

Prior to assuming discretionary authority, clients must execute the Advisory Agreement. Execution of the Advisory Agreement grants us the authority to determine, without obtaining specific client consent, both the amount and the type of securities to be bought and sold to help achieve the client account objectives.

ERISA 3(38)

In performing discretionary management services, the Adviser is acting as an "investment manager" (as that term is defined in Section 3(38) of ERISA) and as a fiduciary to the Plan and shall act with the care, skill, prudence and diligence under the circumstances then prevailing that a prudent man acting in a capacity and familiar with such matters would use in the conduct of an enterprise of like character and with like aims.

Item 17 – Voting Client Securities

As a matter of firm policy and practice, GF does not have any authority to and does not vote proxies on behalf of advisory clients. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in client portfolios. At the request of a client, GF may provide advice to client(s) regarding the Client's(s') voting of proxies.

We will have no power, authority, responsibility, or obligation to take any action with regard to any claim or potential claim in any mergers and acquisitions, bankruptcy proceeding, class action securities litigation or other litigation or proceeding relating to the securities held at any time in a client account, including without limitation, to file proofs of claim or other documents related to such proceeding, or to investigate, initiate, supervise, or monitor class action or other litigation involving client assets. Further, we will not offer or provide guidance on these matters; Clients should contact the issuer or their legal counsel.

Item 18 – Financial Information

Registered investment Advisors are required to provide Clients with certain financial information or disclosures about their financial condition. GF has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients and has not been the subject of a bankruptcy proceeding. In no event shall we charge advisory fees that are both in excess of five hundred dollars and more than six months in advance of advisory services rendered.

Item 19 – Requirements for State-Registered Advisors

- A** Sharon J. Lear is the sole Owner, Managing Member, and the Chief Compliance Officer of Guideway Financial, LLC. Ms. Lear performs investment advisory services on behalf of Guideway Financial, LLC for Clients. Ms. Lear is also responsible for the day to day management and operations of the firm. Ms. Lear’s education and background are separately detailed in Part 2B, Item 2 (below).
- B** Other Business Activities – See Part 2A, Item 10 (above).
- C** No one at GF receives performance-based fees.
- D** No one at GF has been subject to any arbitration claims or any other proceedings (civil, self regulatory-organization or administrative).
- E** No one at GF has relationships or arrangements with any securities issuers or otherwise, apart from those listed in Part 2A, Item 10 (above).

Appendix A
Form ADV Part 2B



SHARON J. LEAR, CFP®[®], MBA

GUIDEWAY FINANCIAL, LLC

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(512) 487-7762

www.guidewayfinancial.com

March 29, 2019

This Brochure Supplement provides information about Sharon J. Lear that supplements the Guideway Financial, LLC Brochure. You should have received a copy of that Brochure. Please contact Sharon Lear at (512) 487-7762 or sharon.lear@guidewayfinancial.com if you did not receive Guideway Financial, LLC's Brochure or if you have any questions about the contents of this supplement.

Additional information about Sharon J. Lear is available on the SEC's website at www.adviserinfo.sec.gov.

Sharon J. Lear, CFP®, MBA

Year of Birth: 1967

Item 2- Educational Background and Business Experience

Educational Background:

- 2015 CERTIFIED FINANCIAL PLANNER®
- 2012 CFP® Certification Professional Education Program; College for Financial Planning, Denver, CO.
- 1993 Master of Business Administration; The University of Texas at Austin, Austin, TX.
- 1989 Bachelor of Science, Summa Cum Laude in Industrial Engineering; Texas A&M University, College Station, TX.

Business Background:

- 2013 to Present Guideway Financial, LLC
- 2008 to 2013 Business Manager, Guideway Financial Sciences, LLC
- 2007 to 2008 Project Manager, NXP Semiconductors
- 1999 to 2007 Product Marketing Manager/Business Manager/Contractor, Silicon Laboratories

Certified Financial Planner® Certification

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

Registered Investment Advisors are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of each supervised person providing investment advice. There is no information to disclose applicable to this Item.

Item 4- Other Business Activities

Sharon J. Lear is not actively engaged in any outside investment related business activities and has no relationships which would create a material conflict of interest with clients.

Sharon J. Lear does not receive commissions, bonuses or other compensation based on the sale of securities or other investment products.

Sharon J. Lear is not actively engaged in any business or occupation which provides a substantial source of income or involves a substantial amount of time.

Item 5- Additional Compensation

Sharon J. Lear does not receive any additional compensation (or other economic benefit) for providing investment advisory services.

Item 6- Supervision

Sharon J. Lear is the principal, owner, and sole investment advisor of Guideway Financial, LLC.

Item 7- Requirements for State-Registered Advisors

Sharon J. Lear has never been subject to any arbitration claim or any other proceedings (civil, self-regulatory organization, or administrative) related to investments, fraud, theft, bribery, or dishonest, unfair, or unethical practices. She has never been the subject of any bankruptcy petition.

Form ADV Part 2B



JAMES A. LEAR

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(512) 487-7762

www.guidewayfinancial.com

March 28, 2019

This Brochure Supplement provides information about James A. Lear that supplements the Guideway Financial, LLC Brochure. You should have received a copy of that Brochure. Please contact Sharon Lear at (512) 487-7762 or sharon.lear@guidewayfinancial.com if you did not receive Guideway Financial, LLC's Brochure or if you have any questions about the contents of this supplement.

Additional information about James A. Lear is available on the SEC's website at www.adviserinfo.sec.gov.

James A. Lear

Year of Birth: 1966

Item 2- Educational Background and Business Experience

Educational Background:

1992 Master of Science in Electrical Engineering; The University of Texas at Austin, Austin, TX.

1989 Bachelor of Science, Electrical Engineering; The University of Texas at Austin, Austin, TX.

Business Background:

2014 to Present Guideway Financial, LLC

2008 to Present Guideway Financial Sciences, LLC

2014 to Present Self-employed Engineering Contractor

2010 to 2013 Member of Technical Staff, Cirrus Logic, Inc.

1999 to 2009 Senior Member of Technical Staff/Contractor, Zarlink, Inc. (formerly Legerity, Inc.)

Item 3- Disciplinary Information

Registered Investment Advisors are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of each supervised person providing investment advice. There is no information to disclose applicable to this Item.

Item 4- Other Business Activities

James A. Lear is not actively engaged in any outside investment related business activities and has no relationships which would create a material conflict of interest with clients.

James A. Lear does not receive commissions, bonuses or other compensation based on the sale of securities or other investment products.

James A. Lear is actively involved in other business with Guideway Financial Sciences, LLC, a software company that is not investment-related. Guideway Financial Sciences, LLC is owned by James A. Lear and provides financial planning software utilized by Guideway Financial, LLC. James A. Lear's duties include software development and website maintenance. James A. Lear periodically performs electrical engineering services as a self-employed contractor. His duties include verification and design engineering services for semiconductor companies that are not investment-related. He is not engaged in any other business or occupation which provides a substantial source of income or involves a substantial amount of time.

Item 5- Additional Compensation

James A. Lear does not receive any additional compensation (or other economic benefit) for providing investment advisory services.

Item 6 - Supervision

James A. Lear is supervised by Sharon J. Lear, the principal and sole owner of Guideway Financial, LLC, who can be reached at (512) 487-7762.

Item 7- Requirements for State-Registered Advisors

James A. Lear has never been subject to any arbitration claim or any other proceedings (civil, self-regulatory organization, or administrative) related to investments, fraud, theft, bribery, or dishonest, unfair, or unethical practices. He has never been the subject of any bankruptcy petition.