

**Form ADV Part 2B Brochure Supplement
Jeffery Dane Brookshire and Graham Stuart Guess**

Item 1 – Cover Page

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This brochure supplement provides information about Jeffery Brookshire (“Brookshire”) and Graham Guess (“Guess”) that supplements the Pacific Wealth Strategies Group (“PWSG”) brochure. You should have received a copy of that brochure. Please contact Jeffery Brookshire at 805-966-7775 or at jbrookshire@pwsg.net if you did not receive the PWSG brochure or if you have any questions about the contents of this supplement.

Additional information about Brookshire and Guess is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 – Educational Background and Business Experience

Jeffery Brookshire, Born 1969

Educational Background:

- Bachelor of Arts in Economics, University of California at Santa Barbara: 1993.

Business Background:

- Pacific Wealth Strategies Group, Inc., *President, Chief Compliance Officer*, 11/2010 to Present
- Pacific Wealth Strategies Group, Inc., *Investment Adviser Representative*, 08/2007 to Present
- First Allied Securities, Inc., *Investment Adviser Representative*, 06/2003 to Present
- First Allied Securities, Inc., *Registered Representative*, 04/2002 to Present
- Pacific Wealth Strategies Group, Inc., *Vice President, Corporate Secretary & Treasurer*, 08/2007 to 11/2010
- Brookshire Capital Management, *President*, 11/2004 to 12/2010

Professional Designation:

- ¹Certified Financial Planner, United States by Certified Financial Planner Board of Standards, Inc.: 2002

CFP Acknowledgment: Jeffery Dane Brookshire acknowledges his responsibility as a CFP® Certificant to adhere to the standards that have been established in the CFP Board’s Standards of Professional Conduct. If you become aware that Mr. Brookshire’s conduct may violate the Standards of Professional Conduct, you may file a complaint with the CFP Board at www.CFP.net/complaint.

Graham Guess, Born 1971

Educational Background:

- Combination Degree in Economics/Politics/Environmental Science, Claremont McKenna College: 1994

Business Background:

- Pacific Wealth Strategies Group, Inc., *Investment Adviser Representative*, 01/2009 to Present
- First Allied Securities, Inc., *Registered Representative*, 10/2006 to Present
- First Allied Securities, Inc., *Investment Adviser Representative*, 10/2006 to Present
- Greenbook Investment Management Inc., *Investment Adviser Representative*, 12/2003 to 10/2010
- 06/1998 to Present, GSG Management Inc. – President, Santa Barbara, CA

Professional Designations:

- ²Certified Wealth Strategist, Cannon Financial Institute, 2007
- ³Certified Divorce Financial Analyst, Institute for Divorce Financial Analysts, 2011

Professional Designations Defined:

¹**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 62,000 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, administered in 10 hours over a two-day period, 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.

²**Certified Wealth Strategist™, CWS®**, Education and Designation have been developed by the Cannon Financial Institute. The creation of the Certified Wealth Strategist® designation is in response to a need in the industry for a practical, application-based certification program in wealth management. The CWS® designation is immediately applicable to advisors, managers, and leaders serving the affluent and high-net-worth client. The Certified Wealth Strategist® designation program is focused on meeting the need of financial services professionals to work both, confidently and competently, with the affluent and high net worth client.

The Certified Wealth Strategist® designation program provides financial services professionals an additional level of knowledge to both competently and confidently serve their clients and to exceed client expectations. The program is designed to provide financial services professionals with the knowledge and skill sets needed to work with more complex client issues in these four broad and primary phases of wealth management: Creation and Growth of Wealth, Preservation and Protection of Wealth, Distribution of Wealth during Life, and Distribution of Wealth at Death.

The ability to work with clients in these four broad phases is based upon two key premises.

- The first premise is that there are a finite number of key issues that must be addressed with all clients of this type. These issues form the program's ten topical lessons that address the issues and underlying technical financial concepts key to working with affluent and high-net-worth clients.
- The second premise is that, without the client-interfacing and application skills necessary to attract high-net-worth clients, advisors will not effectively transfer technical knowledge into actionable client strategies that will improve their clients' financial situation for generations to come.

Prerequisites to CWS®:

- Must have 1+ year experience in the financial services industry
- Must have significant experience in a client-facing role
- Strongly recommend holding one of the following:
 - Series 6
 - Series 7
 - Series 65
 - CPA License
 - Attorney License
 - Chartered Life Underwriter (CLU)
 - Chartered Financial Consultant (ChFC)

CE Hour Requirements:

CWS® certificants are required to complete 33 hours of CE (30 general and 3 ethical) for each reporting period. A reporting period is defined as two years, beginning Jan. 1 following the date of receiving your CWS® certification. The subject matter for general CE must entail technical training that extends knowledge within the 13 Wealth Management Issues and/or training that improves practice management and client relationship building skills. Each reporting period (2 year) the CWS® certificant will be required to pay dues of \$350 to renew and maintain good standing with the CWS® Board of Standards.

³**Certified Divorce Financial Analyst (CDFA™)**

A Certified Divorce Financial Analyst (CDFA™) is a member of the Institute for Divorce Financial Analysts who specializes in the financial issues surrounding divorce. The role of the CDFA™ includes acting as an advisor to one party's divorce lawyer, or as a mediator for both parties. A CDFA™ uses his or her knowledge of tax law, asset distribution, and short-term and long-term financial planning to achieve an equitable divorce settlement.

To become a CDFA™, a person must have two years of financial planning or legal experience. After attaining the proper work experience, candidates are required to complete a four-step modular program and exam designed by the IDFA. The program is a self-study system, covering financial and tax issues, with case studies of divorce settlements.

CDFA™ PRACTICE STANDARDS

Education - CDFA™ professionals must develop their theoretical and practical understanding and knowledge of the financial aspects of divorce by completing a comprehensive course of study approved by the IDFA™.

Examination - CDFA™ practitioners must pass a four-part Certification Examination that tests their understanding and knowledge of the financial aspects of divorce. In addition, the practitioner must demonstrate the practical application of this knowledge in the divorce process.

Experience - CDFA™ professionals must have a minimum of two years of experience in a financial or legal capacity prior to earning the right to use the CDFA™ certification mark.

Ethics - As a final step to certification, CDFA™ practitioners agree to abide by a strict code of professional conduct known as the IDFA™'s Code of Ethics and Professional Responsibility, that sets forth their ethical responsibilities to the public, clients, employers and other professionals. The IDFA™ may perform a background check during this process and each candidate for CDFA™ certification must disclose any investigations or legal proceedings relating to his or her professional or business conduct.

Ongoing Certification Requirements - Once certified, CDFA™ practitioners are required to maintain technical competence and fulfill ethical obligations. Every two years, they must complete a minimum of twenty (20) hours of continuing education, ten (10) of which are specifically related to the field of divorce. In addition to the biennial continuing education requirement, as part of the renewal process all CDFA™ practitioners must voluntarily disclose any public, civil, criminal or disciplinary actions that have been taken against them during the past two years.

Item 3 – Disciplinary Information

Jeffery Brookshire and Graham Guess have no legal or disciplinary events to report.

Item 4 – Other Business Activities

Registered Representative and Investment Adviser Representative of First Allied Securities, Inc.

Jeffery Brookshire and Graham Guess are registered representatives and investment adviser representatives of First Allied Securities, Inc. (“First Allied”). First Allied is a registered broker-dealer and member of FINRA/SIPC and a registered investment adviser. Jeffery Brookshire spends approximately 1% of his time offering securities products on a commission basis or advisory services on a fee basis with First Allied. Graham Guess spends approximately 25% of his time offering securities products on a commission basis or advisory services on a fee basis with First Allied. The rules of FINRA require First Allied to supervise the outside securities activities, such as investment advisory services, of its representatives. To meet this obligation, First Allied will place a number of restrictions on the personal trading activities of Mr. Brookshire and Mr. Guess. Additionally, for their affiliation with First Allied, Brookshire and Guess are restricted to only offering those products and services that have been reviewed and approved for offering to the public through First Allied.

Jeffery Brookshire and Graham Guess will provide brokerage services for clients of PWSG after obtaining (where required) the approval of their clients. When acting in their separate capacities as registered representatives of First Allied, Brookshire and Guess may sell, for commissions, general securities products such as stocks, bonds, mutual funds, exchange-traded funds, alternative investments and variable annuity and variable life products to advisory clients. As such, Brookshire and Guess may suggest that advisory clients implement investment advice by purchasing securities products through a commission-based First Allied account. Clients are under no obligation to purchase or sell securities through Brookshire or Guess. However, if a client chooses to implement securities transactions through Brookshire or Guess, they will earn commissions in their capacity as registered representatives with First Allied. Commissions may be higher or lower at First Allied than at other broker/dealers.

There may be a conflict of interest in having clients purchase securities products through First Allied in that the higher Brookshire or Guess’s production is with First Allied, the greater potential they have for obtaining a higher pay-out on commissions earned. The receipt of commissions creates an incentive for them to recommend those products for which they will receive a commission and consequently, the objectivity of the advice rendered to clients could be biased. Brookshire and Guess control for this potential conflict of interest by discussing with clients the advantages and disadvantages of establishing a fee-based account versus establishing a commission-based account. PWSG does not require its advisor representatives to encourage clients to implement investment advice through First Allied.

In their dual capacities as investment adviser representatives of both Pacific Wealth Strategies Group and First Allied, Brookshire and Guess may offer clients the advisory services of First Allied. If a client uses the advisory services of First Allied, then as the client’s investment adviser representative, Brookshire or Guess may receive a portion of the advisory fee charged to the client for the advisory services of First Allied. Brookshire and Guess do not earn commissions in fee-based accounts. Clients using any advisory services through First Allied will receive the First Allied Disclosure Brochure (Form ADV Part 2A or equivalent).

Clients are never obligated or required to establish accounts through PWSG or First Allied. However, if a client chooses not to accept Brookshire’s or Guess’s advice or decides not to establish an account through First Allied, Brookshire and Guess may not be able to provide management and advisory services to the client. Clients should understand that, due to certain regulatory constraints, Brookshire and Guess, in their capacity as First Allied registered representatives must place all purchases and sales of securities products in commission-based brokerage accounts through First Allied or its other approved institutions.

Insurance Agents

Jeffery Brookshire and Graham Guess are independently licensed to sell insurance and annuity products through various insurance companies. When acting in this capacity, Brookshire and Guess will receive commissions for selling insurance and annuity products.

Brookshire and Guess may also receive other incentive awards for the recommendation/sale of annuities and other insurance products. The receipt of compensation and other incentive benefits may affect the judgment of Brookshire and Guess when recommending products to clients. While Brookshire and Guess endeavor at all times to put the interest of clients first as a part of their overall fiduciary duty to clients, clients should be aware that the receipt of commissions and additional compensation itself creates a conflict of interest, and may affect Brookshire's and Guess's decision making process when making recommendations.

Clients are never obligated or required to purchase insurance products from or through Brookshire or Guess and may choose any independent insurance agent and insurance company to purchase insurance products. Regardless of the insurance agent selected, the insurance agent or agency will receive normal commissions from the sale.

Item 5 – Additional Compensation

Other than the fees detailed in the PWSG Form ADV Part 2A Disclosure Brochure, Jeffery Brookshire and Graham Guess receive no other compensation related to advisory services provided to clients.

Item 6 – Supervision

Jeffery Brookshire is the Chief Compliance Officer of PWSG. He is responsible for developing, overseeing and enforcing the firm's compliance programs that have been established to monitor and supervise the activities and services provided by the firm and its representatives, including Graham Guess. Brookshire can be contacted at 805-966-7775.