



**Client Relationship Summary**  
Form CRS/Form ADV, Part 3  
February 2023

Orion Capital Management LLC is registered with the Securities and Exchange Commission as an investment advisor. Brokerage and investment advisory services and fees differ and it is important to understand the differences. Free and simple tools are available to research firms and financial professionals at [Investor.gov/CRS](https://www.investor.gov/CRS), which also provides educational materials about broker-dealers, investment advisors, and investing.

### **What investment services and advice can you provide me?**

**Investment Management:** We offer customized portfolio management. We do not restrict our advice to limited types of products or investments. We devise, construct and manage for each client a customized portfolio that is suitable for his/her goals and financial circumstances.

At least quarterly, we monitor the asset allocation and the performance of client accounts. Generally we require that clients maintain at least \$250,000 under management with us.

We offer the above service on both a discretionary and non-discretionary basis. If we have discretion, we don't need to contact you when buying or selling in your account. If we do not have discretionary authority for your account, we will contact you for approval before any trade is done. This means the ultimate decision regarding the purchase or sale of the investment is yours. You provide either discretionary or non-discretionary authority when you sign our investment management agreement. This agreement will remain in place until you or we terminate the agreement.

**Financial Planning:** We provide financial planning services on topics such as retirement planning, tax planning, risk management, college savings, cash flow, debt management, work benefits, and estate and incapacity planning. Our financial planning agreement will remain in place until the completion of the agreed upon service, or if you or we terminate the agreement.

Additional information about our services is located in Items 4, 5, 7, 13 and 16 of our [Firm Brochure](https://www.adviserinfo.sec.gov/firm/brochure/119428) (adviserinfo.sec.gov/firm/brochure/119428).

- ✓ Given my financial situation, should I choose an investment advisory service? Why or why not?
- ✓ How will you choose investments to recommend to me?
- ✓ What is your relevant experience, including your licenses, education and other qualifications? What do these qualifications mean?

### **What fees will I pay?**

**Investment Management:** You will be charged an ongoing annual fee, billed in quarterly installments. This fee is based on your account value as of the last day of each calendar quarter. Our fees vary based on your assets under management and investment strategy employed and range from 0.90% to 1.50% per annum. Fees can be negotiated based on a client's service needs and/or the expected economic impact a client's business relationship will have with Orion Capital Management LLC. The more assets you have in your advisory account, the more you will pay us. This gives us an incentive to encourage you to increase the assets in your account which will increase our fees.

The broker/dealer (custodian) that holds your assets may charge you a transaction fee when we buy or sell an investment for you. The custodian's transaction fees are in addition to our fee for advisory services. You may also pay charges imposed by the custodian holding your account for certain investments and maintaining your account. Some investments, such as mutual funds, index funds, exchange traded funds, and variable annuities charge additional fees that will reduce the value of your investments over time.

**Financial Planning:** Services are provided for an hourly fee of \$500, or a negotiated flat rate ranging between \$5,000 and \$15,000. These fees are negotiable. If you receive investment advisory services, we

will provide financial planning services at no extra charge. We have a conflict of interest when providing financial planning advice; if you decide to have us implement the advice given in the financial plan we are paid for investment management services as disclosed above.

**You will pay fees and costs whether you make or lose money on your investments.** Fees and costs will reduce any amount of money you make on your investments over time. Please make sure you understand what fees and costs you are paying. Additional information about these fees and costs may be found in Items 5 and 12 of our [Firm Brochure](#).

- ✓ Help me understand how these fees and costs might affect my investment. If I give you \$10,000 to invest, how much will go to fees and costs, and how much will be invested for me?

### **What are your legal obligations to me when acting as my investment advisor? How else does your firm make money and what conflicts of interest do you have?**

*When we act as your investment adviser*, we have to act in your best interest and not put our interest ahead of yours. At the same time, the way we make money creates some conflicts with your interests. You should understand and ask us about these conflicts because they can affect the investment advice we provide you. Here are some examples to help you understand what this means.

We recommend TD Ameritrade Inc. to serve as custodian to our clients. TD Ameritrade provides us with certain products and services at no cost that benefit us but do not directly benefit our clients. Some of these products and services assist us in managing and administering our clients' accounts and others help us develop our business. The receipt of these products and services creates a conflict of interest because it gives us an incentive to have clients choose TD Ameritrade as a custodian.

Additional information about our conflicts of interest is located in Items 12 and 14 of our [Firm Brochure](#).

- ✓ How might your conflicts of interest affect me, and how will you address them?

### **How do your financial professionals make money?**

Each financial professional is compensated based on the fees earned for the clients managed by that individual. As such, they have an incentive to increase the assets in your account which will increase the compensation they receive.

### **Do you or your financial professionals have legal or disciplinary history?**

No, neither our firm nor our financial professionals have any legal or disciplinary history. [Investor.gov/CRS](#) is a free and simple search tool to research Orion Capital Management LLC and our financial professionals.

- ✓ As a financial professional, do you have any disciplinary history? For what type of conduct?

### **Additional Information**

Additional information about our investment advisory services is available in our [Firm Brochure](#) and our [website](#) (www.orioncapitalmgmt.com). You may request a current copy of this relationship summary by calling (619) 319-0520 or download it [here](#) (adviserinfo.sec.gov/firm/summary/119428).

- ✓ Who is my primary contact? Is he or she a representative of an investment adviser or a broker-dealer? Who can I talk to if I have concerns about how this person is treating me?