

## Form CRS- *Customer Relationship Summary*

### Introduction

WADDELL & ASSOCIATES, LLC (“W&A”) is registered with the Securities and Exchange Commission as an investment adviser. Fees for brokerage and investment advisory services differ among broker-dealers and investment advisers and it is important that you 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 advisers, and investing.

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

As a registered investment adviser, we offer financial planning and portfolio management services to retail investors. In financial planning, we provide advice and recommendations regarding your investment goals and objectives, personal balance sheet, tax planning, risk management, retirement, education, cash flow and investment planning. In portfolio management services, we offer ongoing management services to retail investors. We impose a minimum for relationships under management, which may be reduced if an account is deemed to be part of a larger group of accounts under our management. We will continuously monitor your investments and provide advice. When you engage us for portfolio management services, you will sign an investment advisory agreement that gives us discretionary authority to determine the investments to buy and sell in your account. You may impose reasonable restrictions on our discretionary authority, which must be provided to us in writing. If you prefer, you may retain discretion and make the ultimate decision regarding the investments we purchase or sell in your account. We may retain third party managers to invest a portion of a clients’ fixed income or equity portfolio.

W&A provides financial planning services including divorce financial planning. We also offer clients the option of obtaining certain financial solutions from unaffiliated third-party financial institutions with the assistance of our affiliate, Focus Client Solutions (“FCS”), a wholly owned subsidiary of our parent company, Focus Financial Partners, LLC.

You are encouraged to ask us questions including the following to help you better understand our services: *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?

For wealth management services, we charge a percentage of assets under management. Clients may authorize us to directly debit fees from client accounts or elect to be billed directly for fees on a quarterly basis, in arrears, based on the quarter-end asset values. Therefore, management fees will increase or decrease based on market fluctuation. Our fee schedule includes breakpoints intended to lower the effective rate as the total amount of assets under management increases. However, you should be aware that the more assets there are in your account, the more you will pay in fees. As an alternative for clients who do not meet our minimums or utilize our portfolio management services, we offer financial planning services for an hourly or fixed fee. Planning services require the payment of an initial retainer fee.

**Please refer to our [Form ADV, Part 2A Brochure](#) for more detailed information about our services.**

In addition to our fees, you may incur additional fees and costs related to the investments in your account, such as custodian fees, account maintenance fees, transaction costs, surrender charges, wire transfer and electronic fund fees, internal management fees of mutual funds and variable annuities, and other product related fees such as redemption fees.

You are encouraged to ask us questions including the following to help you better understand the impact of fees and costs on investments: *Help me understand how these fees and costs might affect my investments? If I give you \$10,000 to invest, how much will go to fees and costs, and how much will be invested for me?*

**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.**

**Please refer to our [Form ADV, Part 2A Brochure](#) for more detailed information about our fees and your investment costs.**

## What are your legal obligations to me when acting as my investment adviser? 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. For examples: Schwab offers certain products and services to W&A, and ultimately our clients, for which it reduces or eliminates fees. This includes waived wire transfer fees for clients and the waiver of Schwab level short-term redemption fees for certain mutual funds placed in client accounts. Custodian may discount or waive fees it would otherwise charge for certain services due to W&A's participation in these institutional programs. In fulfilling its duties to its clients, W&A endeavors at all times to put the interests of its clients first.*

W&A has entered into various referral arrangements, either with various CPA firms or other businesses, pursuant to which it pays a referral fee. We also compensate employees for referring

new business to W&A if it meets the company's minimum requirement. Referral fees are paid by W&A and do not affect the fees a client pays. This is a conflict of interest because we have an incentive to pay referral fees so that the third parties will refer clients to us that they otherwise might not refer to us. We are fiduciaries to you which means we are required to act in your best interest.

The financial professionals servicing your accounts are compensated in the form of salary and bonus. The factors primarily driving the salary and bonus for each financial professional include the amount of client assets serviced by the financial professional and the revenue the firm and/or our affiliates generate from the professional's services or recommendations. This presents a conflict and incentive for the financial professional to encourage you to increase the assets in your account or recommend certain products or services offered by our affiliates.

**Please refer to our [Form ADV, Part 2A Brochure](#) for more detailed information about our conflicts of interest.**

You are encouraged to ask us questions including the following to help you better understand our conflicts of interest: *How might your conflicts of interest affect me, and how will you address them?*

## How do your financial professionals make money?

Our financial professionals receive a salary and a discretionary bonus based on their individual performance and the success of the firm. Certain advisers may also receive compensation from our indirect parent company, Focus Financial Partners, LLC based on W&A's revenues or earnings. This is a conflict of interest because our financial professionals have an incentive to encourage a retail investor to increase the assets in their managed accounts. Financial professionals may also be compensated by the firm when they obtain new business, which is deemed a conflict of interest because it creates an incentive for them to recommend our services to you.

We and our affiliates refer clients to third-party service providers and are eligible to receive additional compensation for those referrals.

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

No, please visit [Investor.gov/CRS](https://www.investor.gov/crs) for a free and simple search tool to research our firm and your financial professional.

You are encouraged to ask us questions including the following to help you better understand our disciplinary history: *As a financial professional, do you have any disciplinary history? For what type of conduct?*

## Additional Information

**You can find additional information about our services in our [Form ADV, Part 2A Brochure](#). You may request updated information and a copy of our Relationship Summary by contacting us at (901) 767-9187.**

You are encouraged to ask us questions including the following to help you better understand who to contact with any questions or complaints: *Who is my primary contact person? 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?*

## **Amended Form CRS Schedule**

# **WADDELL & ASSOCIATES, LLC SUMMARY OF MATERIAL CHANGES EXHIBIT**

**November 4, 2022**

This is a Summary of Material Changes to our Form CRS, which describes the material changes since our Form CRS was last filed on June 30, 2020. Changes to our Form CRS include the following:

- We have added the conflict that the factors primarily driving the salary and bonus for each financial professional include the amount of client assets serviced by the financial professional and the revenue the firm and/or our affiliates generate from the professional's services or recommendations.
- We have updated how our financial professionals make money.