

Form ADV: Part 2 A & B

as of March 9, 2012

Part 2A: The Brochure: This brochure discloses information about the qualifications and business practices of the investment advisory firm named below for the benefit of its clients and prospective clients. Please note that the terms "registered investment adviser" or "registered" do not imply a certain level of skill or training. If the adviser uses a wrap fee program, it is found in Appendix 1. If you have any questions about the contents of this brochure, please contact us at the contacts given below.

Part 2B: The Brochure "Supplement" discloses information about persons providing advice.

2A: Brochure : Item 1 :Cover Page : for

Cahaba Wealth Management, Inc.

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or

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*Please note that this brochure has not been approved by the Securities & Exchange Commission or by any state securities authority. This firm is registered with the SEC and notice filed in one or more states; **registration does not mean approval or verification by those regulators.** More information about the firm is at Investment Adviser Public Disclosure : www.adviserinfo.sec.gov.*

2A: Brochure : Item 2: Material Changes : *If we amend this disclosure brochure, we are to send you either a new copy of the brochure or at least this item 2 describing the changes made so you can decide if you want us to send you a complete, new copy. A summary of material changes is :*

☐ attached as an exhibit to or

☒ included here as part of this updated brochure

~~or : No summary of material changes is required because there have been no material changes to this adviser's brochure since its last annual updating amendment.~~

The changes made are:

In Item 4 we updated the assets under management.

In Item 5 we have noted that, going forward, clients with a million dollars or more in assets under management will pay a maximum fee of 1.00%

2A: Brochure : Item 3 : Table of Contents : Information that investment advisers must provide to prospective clients initially and to existing clients annually : 18 disclosure items that describe this firm’s advisory business. and (if applicable) Appendix 1 with disclosures required for a “wrap fee” program brochure [*a specialized brochure*].

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Item 4. : This advisory firm's business

4. A. Cahaba Wealth Management, Inc. (or "Cahaba" or "the firm" or "the adviser") is a Georgia corporation [IRS EIN 27-0755780] that registered 11.23.2009 to do business as an investment advisory firm. Note : The use of the phrase "registered investment adviser" or the term "registered" do not imply a certain level of skill or training. Our firm's sole owner is Mr. Brian P. O'Neill, Member and Chief Compliance Officer.

EDUCATION & BUSINESS STANDARDS

Cahaba employs general standards of business and personal conduct, including adoption and acknowledgment of a Code of Ethics, from those involved in determining or giving investment advice to clients. Adviser also requires that IARs have some professional credential or designations (i.e., CFP, CPA, etc.) and hold and maintain appropriate registrations with all applicable federal, state regulatory agencies.

The firm conducts business from 8 am to 5 pm, Monday through Friday.

4.B Cahaba Wealth Management offers the following services :

- Financial Planning
- Portfolio Management for individuals, businesses and institutional clients

INVESTMENT ADVISORY SERVICES

Cahaba Wealth Management, Inc. ("Cahaba" or "Adviser") offers a comprehensive package of wealth management services to its individual and corporate clients. These services include investment management and comprehensive financial planning. In addition, financial planning, which may incorporate portfolio management, risk management services and limited administrative services, is offered as a separate service.

Comprehensive Wealth Management Services

Through the use of discussions, interviews and/or client questionnaires, Cahaba assists each client in determining investment goals and identifying risk tolerance levels. This process usually includes, but may not be limited to: analyzing existing assets, including allocation among asset classes; suggesting changes in the allocation of assets; and selecting specific investments designed to assist the client in meeting his or her stated goals and objectives. Generally, Cahaba manages portfolios directly although our firm may also engage third party money managers to meet specific needs.

Cahaba directly manages and diversifies clients' portfolios on a discretionary basis based upon the client's risk profile, investment horizon, financial goals, income (current and potential), and other various suitability factors. Our advisers allocate assets within a mix of securities including, but not limited to, equities, fixed income securities, mutual funds and exchange traded funds.

If Cahaba engages a third party money manager to manage a portion of the client's assets, the client will sign an Advisory Agreement with Cahaba allowing the Investment Adviser Representative ("IAR") discretionary authority to hire and fire managers. The third party manager will also have discretionary authority with respect to investment management of client accounts. Cahaba will monitor the

manager(s) on an on-going basis for financial soundness, performance, and to insure that the manager is adhering to the goals and investment objectives of the client.

Many of the services described in further detail under Financial Planning services are also included as part of the Comprehensive Wealth Management Services. Such services include but are not limited to:

1. *Planning*: Set investment scope, goals and objectives and formalize an appropriate asset allocation strategy via an Investment Policy Statement.
2. *Implementation*: Select investment products deemed suitable for client's investment goals and objectives.
3. *Monitoring*: Produce quarterly portfolio reports and meet with client no less than annually to review portfolio allocations.

The adviser utilizes Fidelity Brokerage Services LLC and their affiliate National Financial Services LLC ("collectively, Fidelity"), members NYSE/SIPC, through Fidelity Institutional Wealth Services ("FIWS"), for products and services such as asset allocation planning software and execution, clearing and custodial services. Clients, however, are free to choose other broker/dealers to effect transactions and act as custodian for advisory assets.

Financial Planning Services

Cahaba may provide separate financial planning services for clients which may necessitate that the client provide Cahaba with personal data such as family records, budgeting, personal liability, estate information and additional financial goals. The primary objective of the Financial Planning services is to provide the client with a balanced financial plan creating the necessary cash flow to meet the client's living standards and sound, suitable investments for future income. Other objectives may include but are not limited to:

- retirement planning,
- estate planning,
- risk management,
- tax planning, and
- investment allocation.

The adviser will assist with the implementation of the financial planning recommendations, including any action plans and investment plans. Cahaba suggests the client also work closely with his/her attorney, accountant, insurance agent, and/or stockbroker. Adviser will monitor the financial planning recommendations. The advice and monitoring arrangement is continuous if the client elects to engage Cahaba for regular review of the plan.

As part of the financial planning process, Cahaba also provides risk management services which include business succession advice, determination of long term care or disability insurance needs and evaluation of employee/employer benefits. Cahaba may also offer limited administrative services, which include cash flow management, document and record management, coordination of external advisers and wealth transfer requirements. These services are offered individually or in combination. Additional separate fees may occur from products, transaction and account fees, or other unaffiliated third parties utilized for services rendered.

4.C. Do we tailor our advisory services to a client's individual needs and how do we do so?
Can clients impose restrictions on investing in certain securities or types of securities?

By their nature, financial planning services must be based on each client's individual needs to have any useful validity. As a fiduciary, an investment adviser is to make only those recommendations, whether

in a financial plan or for portfolio management, that demonstrably are in the client's own best interests, which means that they, too, must be based on an individual's stated and/ or established, individual needs, goals, risk tolerance and investment time horizon. The firm seeks to establish this personal dimension through a careful, fact-finding interview and discussions with each client.

Cahaba urges its clients to notify the adviser promptly if there are ever any changes in their financial situation or investment objectives or if they wish to impose any reasonable restrictions upon the Cahaba's management services. Clients may impose reasonable restrictions on the adviser's discretion to invest in certain securities or types of securities if a client provides clear, written directions to that effect. Clients may opt to have their account managed on a non-discretionary basis. The client allows the power of discretion to an adviser by means of a limited power of attorney, which the client may revoke at any time.

A client's ability to impose restrictions on the adviser's discretion occurs at the beginning of the process at which time a client accepts or chooses not to invest in the recommended programs. Clients may withdraw from the programs at any time as well. Otherwise, the firm does not itself exercise discretion over the third party advisers' investment platforms that pursue their goals as stated in their prospectuses and ADV forms Part 2A.

4.D. Do we participate in a wrap fee program providing portfolio management services? NO. We do not. *[Therefore, the following items do not apply:* (1) How does our management of the wrap fee accounts differ, if it does, from how we manage other accounts?
(2) Notice to clients : We receive a portion of the wrap fee for our advisory services.]

4. E. As of March 9, 2012, Cahaba Wealth managed assets of approximately \$97 million in discretionary accounts; additionally there is another \$5.765 million in non-managed accounts.

Item 5 : Fees and Compensation. . — How our firm is compensated

5.A. A description of the range of fees.

Comprehensive Wealth Management Services

Clients are billed a fee according to the following schedule:

<u>Assets Under Management</u>	<u>Maximum Annual Fee</u>
\$0 to \$250,000	1.50%
\$250,000 - \$500,000	1.25%
\$500,000 - \$1,000,000	1.00%
\$1,000,000 and above	1.00%

Fees are **negotiable** based on the type and complexity of the assets under management. Cahaba has the right to change any or all of its fee schedules with 30 days written notice. The firm bills its fees quarterly, in arrears; the fee is a percentage of the assets under management and is determined by the value of the managed assets at the end of the calendar quarter. The advisory fee is exclusive of, and in addition to brokerage commissions, transaction fees, charges imposed directly by a mutual fund or exchange traded fund in the account and other fees and taxes on brokerage accounts and securities transactions. Under no circumstances will fees be calculated based on a percentage of capital gains in the portfolio or upon capital appreciation of the funds or any portion of the funds of an advisory client.

The third party money managers charge fees that vary depending on the manager. Cahaba will provide its clients with a copy of the disclosure documents for each manager at the time the management agreement is executed with the manager.

Per written agreement, clients may authorize the adviser to debit their account for the amount of the advisory fee. Quarterly statements provided to client by the custodian will reflect the amount disbursed from the account for management fees paid directly to the adviser. Billing will pro-rate and adjust the fees for the initial quarter, based upon the number of calendar days in the calendar quarter that the advisory agreement is in effect. There will be no adjustments for deposits or withdrawals to the account during the billing period.

Financial Planning Services

For producing a written financial plan and rendering other financial planning advice, Cahaba charges fees according to the degree of complexity involved, the skill required in preparing, rendering and monitoring the advice and the services to be offered in connection with the financial planning process. Fees generally range between \$3,000 and \$10,000 on an annual basis and are collected in quarterly installments. The fee is for one year and will be re-evaluated during the annual review. Similar financial planning services may be available elsewhere for a lower cost to the client. **All fees are negotiable.**

5.B. . Disclosure : Does our firm bill its clients for the incurred advisory fees by :

- Sending an invoice to the client, OR Obtaining each client's signed permission to deduct the advisory fees from the client's account held by the custodian, OR
- May clients select either method of billing?

How often does the adviser assess fees (or bill clients)? Quarterly for portfolio management and for financial planning services.

As noted above, per a written agreement, clients may authorize the adviser to debit their account for the amount of the advisory fee. Cahaba does practice "direct billing" that requires us to obtain a client's written permission to deduct our fees directly from the client's account held by the custodian. [See the ADV Part 1B, Item 2. I] We do not send an invoice to the client ourselves for payment of our advisory fees. We do create a duplicate showing the fees that will be deducted from the account. Cahaba does create an invoice for its financial planning services.

5.C. . Disclosure : Other types of fees or expenses clients may pay in connection with the advisory services. Clients should be aware that opening an investment account carries with it costs beyond the advisory fee(s) Cahaba charges. When placing a transaction order to buy or sell securities, advisory clients may have to pay any or all of the following charges in addition to the advisory fees charged by this firm.

- | | |
|-------------------------|--|
| • Brokerage commissions | • administrative fees for investments in mutual fund fees, |
| • custodian fees | • and 12b-1 fees in addition to administrative fees, |
| • postage charges | and other marketing fees for mutual funds, paid to |
| • processing charges | a broker dealer; |
| • Ticket charges | • account maintenance fees charged by a broker |
| • Early surrender | dealer for an account, especially if inactive. |
| • Transfer fees | |

Internal Mutual Fund & Variable Annuity Expenses

Generally, mutual fund and variable annuity companies impose internal fees and expenses on clients.

Such fees are in addition to any program costs associated with the investment advisory services described above. Each mutual fund and variable annuity company's prospectus specifies and discloses complete details of such internal expenses. Cahaba strongly urges its clients to review the prospectus(es) prior to investing in such securities.

Clients may purchase shares of mutual funds directly from the mutual fund issuer, its principal underwriter or a distributor without purchasing Cahaba's services or paying the advisory fee on such shares (but subject to any applicable sales charges). Certain mutual funds are available to the public without a sales charge. In the case of mutual funds offered with a sales charge, the prevailing sales charge (as described in the mutual fund prospectus) may be more or less than the applicable advisory fee. However, clients would not receive Cahaba's assistance in developing an investment strategy, selecting securities, monitoring performance of the account, and making changes as necessary.

We direct clients to this brochure's Item 12 for further discussion of brokerage costs.

5.D. . Disclosure : Do clients pay fees in advance? How may a client obtain a refund of a pre-paid fee if the contract is terminated prior to a billed period's end? How will the amount of the refund be determined?

NO. Generally, Cahaba bills for its financial planning fees each quarter after services are provided. The firm also charges fees for its portfolio management services in arrears.

The agreement between the adviser and the client will continue in effect until terminated by either party upon written notice. The adviser's fee shall be prorated through the date of termination and any remaining balance shall be immediately due to Cahaba. Where the advisory client did not receive Cahaba's ADV Part 2AB at least 48 hours prior to signing the client agreement, clients may terminate the engagement within five days without penalty.

The financial planning engagement agreement with Adviser may be terminated at any time by the client prior to completion of the engagement. Cahaba will provide a pro-rata refund to the client of any fees a client may have paid, but for which services have not been rendered.

5.E. Disclosure : Does the firm or any of its supervised persons 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? NO. We do not. No advisory representative is registered as a broker dealer agent. Therefore, we cannot charge or receive these forms of compensation.

Disclosure 5.E.1. Whenever an investment advisory firm's representatives may earn a commission, or mutual fund management 12b-1 fees, or other forms of sales charges in their capacity as the registered representatives of a broker-dealer, that arrangement creates an incentive to recommend those sales and, as a consequence, an inherent possibility for a conflict of interest. An advisor is a fiduciary who is required to make only those recommendations for a client that solely are in the client's own best interest, uninfluenced by any calculation of personal gain.

We do not reduce our advisory fees to offset the commissions or markups.

Disclosure 5.E.2. [Explain] Clients always have the option to purchase through unaffiliated broker-dealers and their agents those investment products our firm recommends

Disclosure 5.E.3 Does our advisory firm receive more than half its revenue from commissions and other sales-based compensation? No, our firm's only business activity, in time and in revenues, is its fee-only advisory service.

Disclosure 5.E. 4. Do we charge advisory fees in addition to commissions or markups? We do, of course, charge advisory fees. That is how most investment advisers perform business. Our investment advisory firm is not also a broker dealer and therefore does not receive commissions or markups.

Other disclosures for this section : Our firm does recommend primarily mutual funds to our clients. Those recommendations do include “no-load” funds, which impose no commission or sales charge (“load”) on the shareholder and are purchased directly from the fund company, rather than through a broker. Our advisers allocate assets within a mix of securities including, but not limited to, equities, fixed income securities, mutual funds and exchange traded funds.

Item 6.: Performance-Based Fees and Side-By-Side Management.

Does our firm charge performance-based fees [fees based on a portfolio’s increase in asset value] ? No, it does not. [See also: Form ADV Part 1A, Item 5. E. (6). Under no circumstances will fees be calculated based on a percentage of capital gains in the portfolio or upon capital appreciation of the funds or any portion of the funds of an advisory client.

Does our firm have a supervised person who manages an account that pays performance fees? No, it does not.

NOTE : Regulators have stated that performance fees can cause incentives for an adviser to manage a portfolio with an eye to short term gains only, including investments that are more speculative or have a higher risk of loss. They may also tempt an advisor to allocate more time to them than to other clients’ portfolios due to the possibility of a higher fee. As a fiduciary, an investment adviser is to provide equitable treatment to each client’s managed portfolio as if it were the adviser’s own portfolio - within the investment parameters agreed to with the client.

Item 7. : Types of Clients.

Typically our clients include high net worth and other individuals. We are prepared to provide services to corporations and other businesses as well. Cahaba Wealth Management does not impose any account size minimum for its advisory services.

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

A. An adviser must describe its methods of analysis and investment strategies used in formulating its investment advice. It must explain in detail any unusual risks.

Caution : Investing in securities involves risk of loss which a client must be able to bear.

In formulating advice, Cahaba Wealth Management’s adviser may apply cyclical and or fundamental analyses.

Cyclical – This form of analysis classifies sector types of stock and possibly specific stocks with regard to their relation to recurring up and down business cycles and/ or market movements.

Certain kinds of stock show marked tendencies to mirror these larger economic movements, either directly or inversely. Automobile industry stocks, housing stocks, and many others belong to these groups. Others, such as food-related stocks, have little or no relation to these cyclical economic

movements. It is important for the analyst using cyclical predictors to have a good understanding of how certain industries relate to the overall economy and any verifiable changes occurring within the system, to ascertain which business sectors will be affected and how greatly by economic changes.

Risks inherent in using a cyclical method of analysis : The analysis is applied to limited kinds of stocks, which either could limit a portfolio or require other forms of investing whose analyses would then need to be related to and integrated with the concepts and investment goals inherent in a cyclical view.

Understanding business cycles is a complicated endeavor at the least.

The time involved in these cycles are generally longer historical periods whose effectiveness may easily be eclipsed by other forms of market action.

Changes in the economy may vary in the magnitude of their cyclical effects from period to period. Deciding when to enter into a predicted cycle and when to leave can require very careful monitoring; demand for certain cyclical industry items may not always be predictable if a significant portion of consumption is from certain foreign purchasers, the Chinese Peoples Republic, for example. Time spent using one analytical method will compete with other analytical methods which might have proven more useful and profitable.

Fundamental Analysis – Called the “bottom-up” approach to investing, a fundamental analysis seeks an in-depth understanding of a **specific firm/** company to evaluate its intrinsic value and its future prospects before investing in its stock. Such an analysis studies the firm’s management, its debt, equity and cash flow, history of financial performance/ growth, dividend payout percentages, its products, operating efficiency and marketing structures, among other factors. The firm’s balance sheet and income statement are two key sources of information about the firm.

Fundamental Analysis will compare a firm’s stock price with its earnings per share and its net earnings to its gross revenues and compare both with the averages for that industry sector. The ratio of current liabilities to current assets is another important element of this form of evaluation. A central focus is deciding whether the stock is over-valued or undervalued.

As a term in large-scale economics, a fundamental analysis studies gross national product, inflation and interest rates, trade and unemployment trends, consumer confidence, savings and spending patterns and inventories in order to predict the larger movements of national and international economies. These larger concerns greatly influence the elements considered in a fundamental analysis of any given company.

Risks inherent in using a fundamental analysis : The factors involved can require time-consuming study that can fall behind the need to make decisions, if such factors begin to change rapidly. Few of the numbers are absolutes; many are relative to other factors or industry sector information. Most require intelligent judgment and experience to be applied meaningfully to stock values.

Fundamental analysis places value on the financial structure and health of the firm to be invested in. These factors at times are of little or no interest to the market place, such that the stock prices for very sound companies may wither when investors look to other reasons and areas for investing.

For a relatively short time period, a firm can falsify facts to hide poor performance or a fragile financial situation. The independence of balance sheets’ and other reports’ numerical information from such possible manipulation may not be readily verifiable.

Additionally, time spent using any one analytical method will compete with other analytical methods which might have proven more useful and profitable.

In formulating our investment advice, the firm uses financial newspapers and magazines, research prepared by others, corporate rating services, annual reports, prospectuses, filings with the SEC, and company press releases.

8. B. An advisor must explain the material risks involved in frequent trading if its strategy involves frequent trading of securities. An advisor must explain how frequent trading can affect performance.

What may be regarded as “frequent trading” varies according to

- the client and the strategy for that client’s specific account – one client may have multiple accounts that apply different strategies
- to the type of security or relative mix of securities involved
- and to the current nature of the market.

Cahaba Wealth Management uses long term purchases (holding for a year or more), short term purchases (traded within a year), margin transactions (which tend to be of a shorter duration due to the cost of borrowed funds to purchase or sell short) and options. All these tactics are intended to enhance the portfolio’s value and ability to meet a client’s stated goals. What may be regarded as “frequent trading” varies according to both client and to the type of security involved.

All trades will add some costs to be deducted from a client’s account and could reduce the overall return or growth in a client’s account, if carefully measured against what its value would have been had the adviser not placed the transactions.

8.C. Do we recommend primarily a particular type of security? What are the material risks involved with that type of security? Are those risks unusual or significant?

As noted above, Cahaba’s advisers primarily recommend an allocation of assets within a mix of securities including, but not limited to, equities, fixed income securities, mutual funds and exchange traded funds. We are prepared to provide advice on most types of securities :

<u>Equity Securities</u>	<u>Notable risks involved with this type of investment</u>
exchange-listed securities	Market fluctuations can bring losses, lower dividends
over-the-counter securities	More susceptible to market fluctuations; higher risk
Corporate debt securities	Same as exchange listed, corporate bonds involve credit risk
Certificates of deposit	Limited liquidity
Municipal securities	Same as exchange listed; It is possible that they can default
Investment company securities	
variable annuities	Same as variable life
mutual fund shares	Market fluctuations can bring losses; various fees
US government securities	Returns can be low or even, rarely, negative. As hedge against equity market risk, mirror them.
Options contracts on securities	Market fluctuations can bring losses; must make transaction to realize profits; contract expires worthless
Interests in partnerships investing in	

real estate	Historically prone to bubbles and after effects; may lose entire amount invested; not covered by SIPC
oil and gas interests	A notably volatile industry sector; same as above

Other TYPES OF INVESTMENTS

In the event that it is deemed a suitable investment for the individual client, Cahaba may recommend partnership interests, including but not limited to real estate, commodities, equipment leasing, and/or entertainment investments. Cahaba may also recommend alternative investments such as hedge funds, private placements, and precious metals, coins or other tangible assets.

Item 9 :Disciplinary Information.

What facts about any legal or disciplinary event involving our firm or its personnel should you know of, because it is material to an evaluation of the integrity of our firm or its management persons?

The SEC requires that we inform you, our client, if our firm or any of our management persons has been involved in any of the events listed below in 9. A, B, and C. and, beyond those points, if there is any material fact about any legal or disciplinary event that you should know about in order to evaluate our integrity. Our clients may also see these same questions answered online at the investment adviser public disclosure site (IAPD), in Part 1A, Item 11.

Has our firm or any of our management persons been involved in :

9. A. A criminal or civil action in a domestic, foreign or military court of competent jurisdiction in which our firm or a management person

1. was convicted of, or pled guilty or *nolo contendere* ("no contest") to

(a) any felony? **No, our firm has not and no one in our firm has been.**

(b) a misdemeanor that involved investments or an investment-related business, fraud, false statements or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, or extortion? **No, our firm has not and no one in our firm has been.** or

(c) a conspiracy to commit any of these offenses? **No, our firm has not and no one in our firm has been.**

2. is the named subject of a pending criminal proceeding that involves an investment-related business, fraud, false statements or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses? **No, our firm has not and no one in our firm has been.**

3. was found to have been involved in a violation of an investment-related statute or regulation? **No, our firm has not and no one in our firm has been.** or

4. was the subject of any order, judgment, or decree permanently or temporarily enjoining, or otherwise limiting, our firm or a management person from engaging in any investment-related activity, or from violating any investment-related statute, rule, or order? **No, our firm has not and no one in our firm has been.**

9. B. An administrative proceeding before the SEC, any other federal regulatory agency, any state

regulatory agency, or any foreign financial regulatory authority in which our firm or a management person -

1. was found to have caused an investment-related business to lose its authorization to do business? **No, our firm has not and no one in our firm has been.** or

2. was found to have been involved in a violation of an investment-related statute or regulation and was the subject of an order by the agency or authority

(a) denying, suspending, or revoking the authorization of your firm or a management person to act in an investment-related business? **No, our firm has not and no one in our firm has been.**

(b) barring or suspending our firm's or a management person's association with an investment-related business? **No, our firm has not and no one in our firm has been.**

(c) otherwise significantly limiting our firm's or a management person's investment-related activities? **No, our firm has not and no one in our firm has been.** or

(d) imposing a civil money penalty of more than \$2,500 on our firm or a management person? **No, our firm has not and no one in our firm has been.**

9. C. A self-regulatory organization (SRO) proceeding in which our firm or a management person

1. was found to have caused an investment-related business to lose its authorization to do business? **No, our firm has not and no one in our firm has been.** or

2. was found to have been involved in a violation of the SRO's rules and was:

(i) barred or suspended from membership or from association with other members, or was expelled from membership? **No, our firm has not and no one in our firm has been.;**

(ii) otherwise significantly limited from investment-related activities? **No, our firm has not and no one in our firm has been.** or

(iii) fined more than \$2,500 - **No, our firm has not and no one in our firm has been..**

Item 10 :Other Financial Industry Activities and Affiliations.

What material relationships does our firm or any of our management persons have with related financial industry participants? What material conflicts of interest may arise from these relationships and how are these conflicts addressed?

A. Have we, or has any of our management persons, registered either as a broker-dealer or as the representative of a broker-dealer? OR, Do we or any management person have such a registration pending?

NO. We do not. This does not apply to Cahaba Wealth Management, Inc.

B. Have we, or has any of our management persons, registered as a futures commission merchant, commodity pool operator, a commodity trading advisor, or an associated person of any of these entities named here? OR, Do we or any management person have such a registration pending?

No, none of this item applies to our firm.

C. Do we have any "related person" – a person or a firm that we control or that controls us through ownership or as an officer – with whom we have a material relationship, any arrangement that may cause a conflict of interest when providing our clients with investment advice?

NO. Cahaba Wealth Management has no related or affiliated firm or person who is a :

- Broker Dealer
- Municipal Securities Dealer
- Government Securities Dealer or Broker
- An investment company or other pooled investment vehicle
- including a mutual fund,
- closed-end investment company
- unit investment trust
- private investment company
- hedge fund
- offshore fund
- another investment adviser/ financial planner
- a futures commission merchant, commodity pool operator or commodity trading advisor
- a bank or a thrift institution
- an accountant or accounting firm
- a lawyer or a law firm
- an insurance company or agency
- a pension consultant
- a real estate broker or dealer
- a sponsor or syndicator of limited partnerships.

An adviser's **related persons** are: (1) the adviser's officers, partners, or directors (or any person performing similar functions); (2) all persons directly or indirectly controlling, controlled by, or under common control with the adviser; (3) all of the adviser's current employees; and (4) any person providing investment advice on the adviser's behalf.

D. Do we recommend or select other investment advisers for our clients?

NO. Cahaba does not engage third party money managers.

Do we receive compensation from those other advisers for our referrals?

NO, we do not.

Do we have any other business relationships with these advisers that also could cause a conflict of interest and, if "yes," how do we address them? NO. We have no other relationship with these advisers.

Item 11. Code of Ethics / Advisory Persons' own trading and possible personal interest in our clients' trades.

A. As required by SEC rule 204A-1 or similar state rules our firm has adopted a Code of Ethics.

Cahaba has adopted a Code of Ethics (the "Code") to address securities-related conduct. The Code focuses primarily on fiduciary duty, personal securities transactions, insider trading, gifts, and conflicts of interest. Cahaba will provide a copy of the Code to any client or prospective client upon request to their IAR.

Please note that using any insider information, information that is not readily available to all participants in the securities markets (upon making a reasonable effort to obtain that information), for any person, ourselves or relatives or clients or any other person, is strictly illegal and punishable by fines and imprisonment.

How our firm controls sensitive information:

- Building security : visitor screening, passkeys for elevator access; building access...
- locked office doors
- locked cabinet files
- password protected computer screens and databases
- fire prevention equipment
- office area under continual supervision.

Our privacy policy and our policy manual limit the use of social media, including cell phones. Cahaba reinforces the Code of Ethics with employees at compliance meetings, including a signed acknowledgement by associates agreeing to abide by the prohibition against using insider information.

11. B. [also in Form ADV Part 1A, Item 8. (1)(2) (3)]

Does our firm or a related person recommend to our clients, or do we buy or sell for our clients' accounts, securities in which we or a related person has a material interest?

Our firm and/ or its associates **do**

- buy or sell for the firm or for themselves securities (other than shares of mutual funds) that we also recommend to our advisory clients;
- buy or sell for the firm or for themselves shares of mutual funds that we also recommend to our advisory clients;

Our firm and its associates **do not**

- buy securities for the firm or for themselves from advisory clients (principal transactions);
- sell securities the firm or its associates own to advisory clients (principal transactions);
- in their capacity as a broker/ dealer agent, transact purchases or sales of any client's securities directly to any other person (an "agency cross transaction" that side-steps using a securities market place)
- invest or are not permitted to invest in securities related to those we may recommend to clients, such as derivatives
- recommend securities (or other investment products) to our advisory clients in whom our firm or any person or other firm related to our firm has some other proprietary (ownership) or other financial interest.
- Act as an investment adviser to an investment company that we recommend to our clients.

11. C. **Personal Trading** : investing in the same or related securities

Does our firm permit itself, its personnel, or a person related to our firm (by ownership or other forms of control) to invest in the same securities that we recommend to our clients, or in securities that are related to those securities, such as options or other derivatives?

Yes, we do allow it.

PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS

Cahaba or its IARs may buy or sell securities identical to those recommended to customers for their personal accounts. In addition, any related person(s) may have an interest or position in a certain security which may also be recommended to the client. It is the expressed policy of Cahaba that its IARs may not purchase or sell any individual stock or bond prior to a transaction(s) being implemented for an advisory account, and therefore, preventing such IAR from benefiting from transactions placed on behalf of advisory accounts.

Our Code of Ethics includes Cahaba's policies and procedures developed to protect client's interests in relation to the following topics:

- The duty at all times to place the interests of clients first;
- The requirement that all personal securities transactions be conducted in such a manner as to be consistent with the Code of Ethics and to avoid any actual or potential conflict of interest or any abuse of an employee's position of trust and responsibility;
- The principle that investment adviser personnel should not take inappropriate advantage of their positions;

- The fiduciary principle that information concerning the identity of security holdings and financial circumstances of clients is confidential; and
- The principle that independence in the investment decision-making process is paramount.

When our firm or its personnel buy or sell securities for their own accounts, we will always place clients' orders before our own. We enforce these guidelines by self discipline.

The possible conflicts of interest that arise whenever we recommend, or, in our discretion, buy or sell for you a security that we may also buy or sell for ourselves are

- using your order's market effect to benefit ourselves ("front running");
- using your order as "inside information" that would give us an unfair advantage in the markets to benefit ourselves or any other person (which is an illegal act);
- gaining a lower brokerage cost for ourselves in bunching orders, which can create an incentive to involve your account in that transaction.

Does any person in our firm participate in or have an interest in our clients' transactions? How does such a person participate or what is the interest and what conflicts of interest can that create? No. No one in the firm has a financial interest in any investment transaction the firm recommends to its clients. Examples of such interests would include an adviser recommending that clients invest in a pooled investment vehicle that the firm advises or for which the investment adviser serves as the general partner, or when an adviser with a material financial interest in a company recommends that a client buy shares of that company.

11. D. **Personal Trading.** : investing in the same or related securities at the same time. What specific conflicts do we have when our firm or a related person trades in the same securities at or about the *same time* as it places trades for a client's account?

Our practice is to place clients' trades first. Cahaba rarely places trades in individual stocks. The firm may restrict its employees from investing in those stocks.

"The SEC generally dislikes 'contemporaneous' trading," that is, that anyone in our firm might enter an order for her or his own account at the same time as an order in the same security for a client. Note that these restrictions are not applied to investments in mutual funds that are unaffiliated with our firm. Unaffiliated means a mutual fund that we have not ourselves created or helped establish and/ or in some way act as the fund's managers.

The SEC has stated that "an adviser's ability to place its own trades before or after client trades in the same security may affect the objectivity of the adviser's recommendations" and therefore states further that the SEC believes *disclosure of this practice* is warranted.

Item 12 :Brokerage Practices.

12. A. Does our firm select a broker/ dealer for you? On what basis do we do so? How do we determine the reasonableness of the broker's compensation (commission charges)?

We do recommend one or more specific broker-dealers for our clients' transactions. The adviser recommends and utilizes Fidelity Brokerage Services LLC and their affiliate National Financial Services LLC ("collectively, Fidelity"), members NYSE/SIPC, through Fidelity Institutional Wealth Services ("FIWS"), for products and services such as asset allocation planning software and execution, clearing and custodial services. Clients, however, are free to choose other broker/dealers to effect transactions and act as custodian for advisory assets.

On what do we base our selection of a broker-dealer ?

Cahaba does not warrant or represent that commissions for transactions implemented through Fidelity are lower than commission available if clients use another brokerage firm. Cahaba believes, however, that the overall level of services and support provided to clients by Cahaba outweighs the potentially lower transactions cost available under other brokerage arrangements. Factors which the Adviser considers in recommending Fidelity or any other broker-dealer to clients include their respective financial strength, reputation, execution, pricing, research, and service.

12. A. 1. Research and other "Soft Dollar" benefits : Do we have any conflicts of interest such as receiving "soft dollars" from the broker/ dealer? No, Cahaba does not.

Cahaba pays a charge per account to obtain the FIWS platform software described below.

Cahaba may recommend Fidelity for the execution and settlement of client transactions and custody of clients' assets. FIWS and Fidelity make available to Cahaba other products and services that benefit Cahaba but may not benefit client accounts. Some of these other products and services assist Cahaba in managing and administering client accounts. These include software and other technology that provide access to client account data (such as trade confirmations and account statements); facilitate trade execution; provide research, pricing information and other market data; facilitate payment of Cahaba's fees from its clients' accounts; and assist with back-office functions, record keeping and client reporting. Many of these services may be used to service all or a substantial number of Cahaba's accounts, including accounts not maintained at through FIWS or at Fidelity.

FIWS also makes available to Cahaba other services intended to help Cahaba manage and further develop its business enterprise. These services may include consulting, publications and conferences on practice management, information technology, business succession, regulatory compliance and marketing. In addition, FIWS may make available at a discount these types of services rendered to Cahaba.

FIWS may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the fees of a third-party providing these services to Cahaba.

Cahaba earns no commissions from these transactions in broker-dealer accounts. Nor does Cahaba or anyone associated with the adviser earn 12b-1 fees in connection with the purchase and holding of mutual fund shares although representatives of Cahaba may receive such compensation as described below. Transaction charges or other charges for services to clients by Fidelity may be more or less than other broker-dealers charge for comparable services. Clients are not required to use a specific broker-dealer to retain the services of Cahaba.

Required disclosures / explanations:

- a. If an adviser uses client brokerage commissions (or markups or markdowns) to obtain research or other products or services, the adviser receives a benefit in not having to produce or purchase them itself.
- b. Any such benefit creates an incentive to select or recommend the broker-dealer that provides it; an adviser's duty is to select a broker-dealer based on the most favorable execution services for the adviser's clients.

[c.] Do we "pay up" to obtain soft dollar benefits (that is, do we pay more than the lowest available commission rate)? Do we make our clients pay commissions (or markup or markdowns) higher than those charged by other broker-dealers in return for "paying-up"? NO. We do not. This item does not apply to Cahaba Wealth Management.

[d.] Do we use soft dollar products, research or other items for the benefit of all our clients or only certain clients? Do we allocate benefits proportionately to accounts as those accounts generate the soft dollars by our directing brokerage to a specific broker-dealer? Yes, we do, as they may be applicable. The benefits received may not apply to all accounts at all times.

[e.] The types of products, services or other benefits our firm or any of its related persons acquired in our firm's last fiscal year due to directing our clients' brokerage to [bd] are : This item does not apply exactly to Cahaba Wealth Management, in that we recommend a broker dealer, but do not have the discretion to decide for the client which broker dealer to use.

[f.] The procedures our firm used during its last fiscal year to direct our clients' transactions to a particular broker-dealer in return for soft dollar benefits received were : / This item does not apply to Cahaba Wealth Management.

Clients need to understand that "soft dollars" are an enticing benefit for an adviser in so far as they provide access to research and / or other products both of use to the adviser in its business and at no expense to the adviser. Clearly, such an enticement creates an incentive to use the broker-dealer in question and may cause the adviser to use a broker that charges the adviser's clients higher commission rates than another broker-dealer. An adviser has a duty to seek the best execution of trades for its clients, which includes considerations in addition to the commission rate, however.

Are there additional, material conflicts of interest involved in our use of directed brokerage, due to a relationship with the broker-dealer? NO. This item does not apply to Cahaba Wealth Management.

12. A. 2. Brokerage for client referrals

Do we direct brokerage to a specific broker-dealer in return for client referrals either to our firm or to a related firm? *[includes referrals from a BD or other third party.]*

No, we do not. This item does not apply to Cahaba Wealth Management.

The inherent conflict of interest in this practice stems from an adviser's fiduciary duty to the client to put the client's interests first. The referrals create an incentive to use the broker-dealer not for the services a client will receive, but due to the benefit to the advisory firm. Directed brokerage may result in brokerage costs that are higher than a client might obtain from another broker-dealer.

What procedures did we use during our last fiscal year to direct brokerage to _____ [name the BD]? NO. We do not. This item does not apply to Cahaba Wealth Management. Cahaba recommends Fidelity,

but the adviser does not have discretion to decide the brokerage a client will use.

12. A. 3. [a] Do we “routinely recommend, request or require” our clients to direct brokerage?

Cahaba may recommend that clients establish brokerage accounts with Fidelity to maintain custody of clients’ assets and to effect trades for their accounts. Cahaba is independently owned and operated and not affiliated with Fidelity or FIWS. Fidelity provides Cahaba with access to institutional trading and custody services. Cahaba is not required to commit to any specific amount of business (assets in custody or trading). FIWS’s and Fidelity’s services include brokerage, custody, research and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment. Fidelity does not charge separately for custody, but may be compensated by account holders through other transaction-related fees for securities trades executed through Fidelity or that settle into client accounts.

Because Cahaba’s compensation may vary depending on the broker/dealer selected, Cahaba may have a conflict of interest in assisting the client in such selection. While as a fiduciary, Cahaba endeavors to act in its clients’ best interests, Cahaba’s recommendation that clients maintain their assets in accounts through FIWS or at Fidelity may be based in part on the benefit to Cahaba of the availability of some of the foregoing products and services and not solely on the nature, cost or quality of custody and brokerage services provided by these broker-dealers.

The brokerage commissions and/or transaction fees that Fidelity or any other designated broker-dealer charges are exclusive of, and in addition to, Adviser’s fee. Further, clients also incur charges imposed at the mutual fund level (e.g. management fees, early redemption fees, and other fund expenses).

Clients should know that not all advisers do require directed brokerage.

Is the broker-dealer in question an affiliate of our firm or have some other economic relationship? No.

[b] Do we permit a client to direct brokerage to a specific broker-dealer? Yes. Clients may direct Cahaba, in writing, to utilize a particular broker or dealer to execute some or all transactions for client's account. In such circumstances, client is responsible for negotiating the terms and arrangements for the account with that broker or dealer. Cahaba will not seek better execution services or prices from other broker-dealers. As a result, Cahaba may not obtain best execution on behalf of the client, who may pay materially disparate commissions, greater spreads or other transaction costs, or receive less favorable net prices on transactions for the account than would otherwise be the case.

12. B. When we place orders with a broker/ dealer for our clients, do we aggregate or “bunch” your trade order with orders for other clients?

Cahaba may aggregate orders in a bunched trade or trades when securities are purchased or sold through the same broker-dealer for multiple discretionary accounts. The portfolio manager for each account must reasonably believe that the bunched order is consistent with Cahaba’s duty to seek best execution and may benefit each client participating in the aggregated order. Cahaba will allocate the average price per share of each bunch trade to each account that participates in the bunch trade. Fidelity will charge accounts that participate in the same bunched trade any applicable transaction fees in accordance with their advisory contracts. Different accounts participating in a bunched transaction may pay different transaction fees.

If Fidelity cannot execute a bunched order in full at the same price or time, the securities actually purchased or sold by the close of each business day must be allocated in a manner that is consistent

with the initial pre-allocation or other written statement. This must be done in a way that does not consistently advantage or disadvantage particular client accounts. For example, partial fills generally are filled pro rata among participating accounts. Prior to entry of a bunched trade, a written pre-allocation will be generated which identifies the group of client accounts participating in the order. If the amount to be allocated for each account is not indicated prior to placement of the trade, the Chief Compliance Officer (CCO) must review and approve no later than the morning following allocation of the trade.

Changes in allocation prior to final allocation may be made for good cause provided that all client accounts receive fair and equitable treatment. The CCO must receive and approve of a written explanation of the reason for any material change in the allocation no later than the morning following the execution of the trade. If the change in allocation is the result of a condition that exists or a change in a client's account outside of the portfolio manager's control, then approval is not required.

Item 13 :Review of Accounts.

13. A. Does someone in our firm review your investment account portfolio and how often?

The assigned Investment Adviser Representatives reviews all accounts on an ongoing basis. The reviews focus on consistency of portfolio investments with investment objectives and risk tolerances. In addition, the adviser considers and tests investment constraints with portfolio holdings. These constraints include but are not limited to: time horizon, liquidity needs, tax considerations and legal/regulatory constraints and any other unique circumstances. On a quarterly basis the adviser reviews performance to monitor consistency with appropriate benchmarks. There is no limit to the number of accounts assigned to the reviewer.

13. B. What factors might trigger a review in addition to our periodic reviews?

The adviser reviews accounts as needed to account for changes in general economic and market conditions, analyst reports, company news and interest rate movement. New information a client makes known to us regarding changes in that client's financial situation or goals all provides important reasons for an adviser to re-evaluate the recommendations it provides to its clients.

13. C. What regular reports do we or others provide you? Are they written reports? What do they contain? The adviser will provide to all clients a quarterly report which details the performance of their investments. In addition, account custodians are responsible for providing monthly or quarterly account statements which reflect the positions and month-end pricing in each account as well as transactions in each account, including fees paid in each account. Account custodians also provide prompt confirmation of all trading activity, and year end tax statements, such as 1099 forms.

Item 14 :Client Referrals and Other Compensation.

A. Does someone other than a client of our firm pay our firm or related persons, or otherwise provide some economic benefit to our firm, for the investment advice we provide to our clients? [12b-1 fees; other; sales awards or prizes]. NO, not for the advice we provide, but please note the disclosures in item 12.A. (1) regarding benefits Cahaba may receive from a broker/ dealer.

B. Does our firm or a firm related to us through some form of ownership pay someone, directly or indirectly, for client referrals? NO. Cahaba does not employ any solicitors.

Item 15: Custody.

Does our firm have custody of your assets? Only in the form of “direct billing” does Cahaba have any form of custody over its clients’ funds or securities. The practice of “direct billing” has been defined by the SEC as a form of custody, but also as a “modern practice” that does not require annual audits; the SEC does not require its advisers to mark the practice under the custody section (9) in the ADV, Part 1A, though some states do require their registrants to do so. Direct billing also requires that the client receive at least quarterly statements from the account custodian, showing the advisory fee.

Who is the qualified custodian of your assets’ account? National Financial Services LLC, Fidelity Management Trust Company, or Fidelity Brokerage Services LLC are the custodians that Cahaba routinely chooses to use through Cahaba’s recommended broker dealer, Fidelity Brokerage Services LLC. Fidelity Management Trust Company is the custodian for IRAs. The custodian will send to you a [quarterly / monthly] financial statement. NOTE : These statements should be reviewed carefully. It is not the custodian’s responsibility to ascertain the accuracy of the calculation for fees subtracted from your account.

Item 16 :Investment Discretion.

A. Does our firm have discretionary authority over your assets? Cahaba does exercise some discretion over its clients’ accounts.

INVESTMENT OR BROKERAGE DISCRETION

Pursuant to the advisory agreement, Cahaba will maintain limited discretionary authority to effect trades to achieve desired account performance based upon Adviser’s analysis. Cahaba will not have the authority to withdraw funds or take custody of client funds or securities other than where the client has authorized the deduction of investment advisory fees via a qualified custodian.

B. What limitations are there, or can you place, on our discretionary authority? Suitability parameters, as the client and the adviser establish in the initial interview, are the over-riding limitation on any discretion. Clients grant discretionary powers to Cahaba by a signed limited power of attorney and/ or in the agreement that specifically permits that power; clients may revoke their permission at any time.

Item 17. : Voting Client Securities..— proxy voting practices

A. Does our firm have or will it accept authority to vote client securities?

PROXY VOTING AND CLASS ACTION LAWSUITS

Cahaba Wealth Management does not take any action or render any advice with respect to voting of proxies solicited by or with respect to the issuers of securities in which client assets may be invested. In addition, the adviser does not take any action or render any advice with respect to any securities held in any accounts that are named in or subject to class action lawsuits. Cahaba Wealth Management does, however, forward to clients any information received by Adviser regarding class action legal matters involving any security held in client accounts.

B. This is our policy and our procedures : that we do not vote proxies. We state this in our agreement and here in these disclosures. Our firm urges our clients to read and participate in the voting process tied to the shares they own in various companies as an excellent means for our clients to become familiar with those companies in which they are invested.

Item 18 :Financial Information.

A. Custody situations : Does our firm have custody of your funds or your securities investments? No.

- Do we require prepayment of a fee of \$500 (\$1200 for an SEC registrant) or more, 6 or more months in advance of services? We do not.
- Do we practice "Direct Billing" (charging our fees to your account)? We do practice "direct billing" as described above in Item 15 : "Custody"
- Do we or someone in our firm act as the trustee for an advisory client? No, we do not.

18. B. Financial difficulties : If our firm has discretionary authority over your assets [see Item 16] or custody of our clients' securities or funds, or require or solicit prepayment of fees of \$1,200 or more (for SEC registrants, but only \$500 or more for state registrants), six or more months in advance, then we must disclose if there is any financial condition reasonable likely to impair our firm's ability to meet its contractual commitments to its clients.

Does our firm have any financial condition that could reasonably seem likely to impair our ability to meet our contractual commitments to you, our client? This question is important, especially if an investment adviser has discretion, custody or both; if our financial condition were precarious, our clients would be exposed to increased risks that we might not manage their assets properly, according to the SEC. Prepaid fees might not be refunded if an advisory firm were to cease being able to do business due to insolvency.

No, it does not. Cahaba has no financial difficulties as of the time of this ADV Part 2A; the firm undertakes to inform clients if it were to have any threatening financial difficulties.

18. C. Has our firm been the subject of a bankruptcy petition during the last 10 years? No, it has not.

If you are registering or are registered with one or more *state securities authorities*, you must respond to the following additional Item.

- A. Identify each of your principal executive officers and *management persons*, and describe their formal education and business background. If you have supplied this information elsewhere in your Form ADV, you do not need to repeat it in response to this Item. See Item 4A above and the Part 2B, following.
- B. Describe any business in which you are actively engaged (other than giving investment advice) and the approximate amount of time spent on that business. If you have supplied this information elsewhere in your Form ADV, you do not need to repeat it in response to this Item. . [see Item 10: Other Financial Industry Affiliations] This does not apply to Cahaba Wealth Management.
- C. In addition to the description of your fees in response to Item 5 of Part 2A, if you or a *supervised person* are compensated for advisory services with *performance-based fees*, explain how these fees will be calculated. Disclose specifically that performance-based compensation may create an incentive for the adviser to recommend an investment that may carry a higher degree of risk to the *client*. This does not apply to Cahaba Wealth Management
- D. If you or a *management person* has been *involved* in one of the events listed below, disclose all material facts regarding the event.
This does not apply to Cahaba Wealth Management
 - 1. An award or otherwise being *found* liable in an arbitration claim alleging damages in excess of \$2,500, *involving* any of the following:
 - (a) an investment or an *investment-related* business or activity;
 - (b) fraud, false statement(s), or omissions;
 - (c) theft, embezzlement, or other wrongful taking of property;
 - (d) bribery, forgery, counterfeiting, or extortion; or
 - (e) dishonest, unfair, or unethical practices.
 - 2. An award or otherwise being *found* liable in a civil, *self-regulatory organization*, or administrative *proceeding* involving any of the following:
 - (a) an investment or an *investment-related* business or activity;
 - (b) fraud, false statement(s), or omissions;
 - (c) theft, embezzlement, or other wrongful taking of property;
 - (d) bribery, forgery, counterfeiting, or extortion; or
 - (e) dishonest, unfair, or unethical practices.
- E. In addition to any relationship or arrangement described in response to Item 10.C. of Part 2A, describe any relationship or arrangement that you or any of your *management persons* have with any issuer of securities that is not listed in Item 10.C. of Part 2A. This does not apply to Cahaba Wealth Management

Cahaba Wealth Management, Inc.

999 Peach Tree Street, Suite 790
Atlanta, Georgia 30309-4400

Telephone : 404-549-7678

or

Facsimile : 404-549-7896

Part 2B: The Brochure Supplement : Here we provide information about advisory personnel on whom you rely for investment advice. We must provide this supervised person's supplement to you, our client initially at or before the time when *that* specific supervised person begins to provide you with advisory services.

February 9, 2012

Item 1. Cover Page.

This brochure supplement provides information about Brian Patrick O'Neill that supplements the Cahaba Wealth Management, Inc. brochure. You should have received a copy of that brochure. Please contact Mr. O'Neill if you did not receive Cahaba Wealth Management, Inc.'s brochure or if you have any questions about the contents of this supplement. Additional information about Mr. O'Neill is available on the SEC's website at www.adviserinfo.sec.gov.

Brian Patrick O'Neill

Born 01.22.1972

Crd # 2840581

Item 2. EDUCATION AND BUSINESS BACKGROUND

Brian Patrick O'Neill Member, Chief Compliance Officer CRD # 2840581

His educational background is: a BA in Economics from Rhodes College, Memphis, TN

He has attained the professional designation **CFP®** [description below].

Mr. O'Neill's employment history comprises:

Cahaba Wealth Management, Inc. November 2009 – Present; President

Creative Financial Group 7.16.1996 to 11.16.2009; Senior Vice President; Investment Policy Committee (purchased by Synovus Securities, Inc. 10.25.2002 to 5.21.2007)

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.

Item 3. Disciplinary Information.

The Investment Adviser Public Disclosure site states the following regarding Mr. O’Neill : “Are there events disclosed about this Investment Adviser Representative? **No**” The specific events named by the ADV are :

- A. A criminal or civil action in a domestic, foreign or military court of competent jurisdiction in which the *supervised person*
1. was convicted of, or pled guilty or nolo contendere (“no contest”) to (a) any *felony*; (b) a *misdemeanor* that involved investments or an *investment-related* business, fraud, false statements or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, or extortion; or (c) a conspiracy to commit any of these offenses;
 2. is the named subject of a pending criminal *proceeding* that involves an *investment-related* business, fraud, false statements or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses;
 3. was *found* to have been involved in a violation of an *investment-related* statute or regulation; or
 4. was the subject of any *order*, judgment, or decree permanently or temporarily enjoining, or otherwise limiting, the *supervised person* from engaging in any *investment-related* activity, or from violating any *investment-related* statute, rule, or *order*.
- B. An administrative *proceeding* before the SEC, any other federal regulatory agency, any state regulatory agency, or any *foreign financial regulatory authority* in which the *supervised person*
1. was *found* to have caused an *investment-related* business to lose its authorization to do business; or
 2. was *found* to have been involved in a violation of an *investment-related* statute or regulation and was the subject of an *order* by the agency or authority
 - (a) denying, suspending, or revoking the authorization of the *supervised person* to act in an *investment-related* business;
 - (b) barring or suspending the *supervised person's* association with an *investment-related* business;
 - (c) otherwise significantly limiting the *supervised person's investment-related* activities; or
 - (d) imposing a civil money penalty of more than \$2,500 on the *supervised person*.
- C. A *self-regulatory organization (SRO) proceeding* in which the *supervised person*
1. was *found* to have caused an *investment-related* business to lose its authorization to do business; or
 2. was *found* to have been involved in a violation of the *SRO's* rules and was: (i) barred or suspended from membership or from association with other members, or was expelled from membership; (ii) otherwise significantly limited from *investment-related* activities; or (iii) fined more than \$2,500.
- D. Any other proceeding in which a professional attainment, designation, or license of the supervised person was revoked or suspended because of a violation of rules relating to professional conduct. If the supervised person resigned (or otherwise relinquished his attainment, designation, or license) in anticipation of such a proceeding (and the adviser knows, or should have known, of such resignation or relinquishment), disclose the event.

Item 4. Other Business Activities.

As noted above in Part 2A, whenever Mr. O’Neill or any advisory representative may recommend a service to an advisory clients, and he himself will be the paid provider of that recommended service, such a situation inherently

creates a potential conflict of interest. As a fiduciary Mr. O'Neill must recommend only those services and products that are in a client's own best interest, free of any influence of possible gain for himself. The firm addresses this possible conflict of interest by disclosing it to the firm's clients. Mr. O'Neill does not have any other business activities.

Item 5. Additional Compensation.

The forms of compensation that Mr. O'Neill receives for his advisory services are :

- Fees from advisory clients for financial plans and direct portfolio management
- A portion of the fee a client pays to another adviser to whom Mr. O'Neill has referred his client for additional advisory services (the fee will not be higher than for persons not referred by Mr. O'Neill)

Item 6. Supervision. Mr. O'Neill is his own supervisor. He maintains on file in the firm's offices reports of his proprietary trading activities and the formulation of his recommendations for the regulator to review at will.

Item 7. State Registration requirements Mr. O'Neill maintains his registration as a representative of his firm in one or more states. None of the arbitration or other disciplinary events under this heading applies to him. He has not filed for bankruptcy protection in the past 10 years.
