

Form ADV Part 2A *Firm Brochure*

Wade Wealth Management Services (WWM)

02/28/2014



This brochure provides information about the qualifications and business practices of Wade Financial Group, Inc. ("WFG", "we", "us" or "our"). WFG offers objective, expert, non-commissioned financial advice with the goal of improving your financial planning. We function as your fierce wealth guardian and wealth advocate. Read more about our unique You First approach at www.wadefinancialgroup.com. Under the service name Wade Wealth Management (WWM), WFG offers comprehensive financial planning services that go beyond investment management.

If you have any questions about the contents of this brochure, please contact WFG at 763-797-9577 or info@wadefinancialgroup.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority. Registration does not imply a certain level of skill or training. Additional information about WFG is also available on the SEC's website at www.adviserinfo.sec.gov. You can search this site by a unique identifying number, known as a CRD number. WFG's CRD number is 109667.

Wade Financial Group, Inc.
5500 Wayzata Blvd., Suite 190
Minneapolis, Minnesota 55416
Telephone: 763-797-9577
Email: info@wadefinancialgroup.com
Web Address: www.wadefinancialgroup.com

Minimums

The following relationship minimums apply to become a WWM client of WFG:

Standard: \$750,000 AUM

Premium: \$5M Net Worth

SFO: \$10M Net Worth



Item 2 Material Changes

The SEC adopted “Amendments to Form ADV” in July 2010. This Firm Brochure, dated February 28, 2013, is our disclosure document prepared according to the SEC’s requirements and rules. This document is a narrative that is substantially different in form and content, and includes new information that we were not previously required to disclose.

After our filing of this Brochure, this Item will be used to provide our Clients with a summary of new and/or updated information. We will inform you of the revision(s) based on the nature of the updated information.

Consistent with the rules, we will ensure that you receive a summary of any material changes to this and subsequent Brochures within 120 days of the close of our business’s fiscal year. Furthermore, we will provide you with other interim disclosures about material changes as necessary.

Item 3 Table of Contents

Contents

Item 1	Cover Page.....	1
Item 2	Material Changes.....	2
Item 3	Table of Contents.....	2
Item 4	Advisory Business – Wade Wealth Management – WWM.....	3
Item 5	Fees and Compensation	13
Item 6	Performance-Based Fees and Side-By-Side Management	16
Item 7	Types of Clients	16
Item 8	Methods of Analysis, Investment Strategies and Risk of Loss.....	17
Item 9	Disciplinary Information	18
Item 10	Other Financial Industry Activities and Affiliations	18
Item 11	Code of Ethics, Participation or Interest in Client Transactions and Personal Trading	19
Item 12	Brokerage Practices.....	20
Item 13	Review of Accounts.....	20
Item 14	Client Referrals and Other Compensation.....	21
Item 15	Custody.....	21
Item 16	Investment Discretion.....	21
Item 17	Voting Client Securities	22
Item 18	Financial Information.....	22

**Item 4 Advisory Business – Wade Wealth Management – WWM**

Wade Financial Group, Inc. (WFG) is a SEC-registered investment adviser with its principal place of business located in Minneapolis, Minnesota. WFG has been managing money for high net worth investors since 1994. As a fee-only investment advisor, WFG puts You First – our first duty is to our clients. Through the Wade Tactical L/S Fund (WADEX), many more investors now have access to WFG's investment management skills. WFG is majority-owned by its founder and CEO, Jerry B. Wade, CFP®, CFS.

WFG and its Associated Persons (AP) offer a variety of financial planning and investment advisory services to its Clients. The specific types of financial planning and investment advice to be provided to any particular Client will be detailed in the Advisory Agreement with WFG. This will vary depending upon the Client's needs, the nature of the services being provided and the complexity of each Client's circumstances.

WFG's advisory services fall under two categories:

1. Wade Wealth Management (WWM)
2. Wade Investments (WI)

This document deals directly with WFG's Wade Wealth Management (WWM) offering.

For a full description of Wade Investments (WI) and the service levels provided, you may request the separate WFG Form ADV Part 2A Firm Brochure, "Wade Investment Management Services (WI)."

Wade Financial Success System

Tired of boilerplate advice disguised to sell you something? There is nothing "cookie cutter" about our comprehensive, personalized advice, enabling you to achieve your financial success.

A financial advisor acting in your interest may be doing just that: *Acting*⁽¹⁾

As a Fee-Only, Registered Advisor, we have a fiduciary responsibility
to our clients: to put their needs first.

Two Words

One Way To Do Business

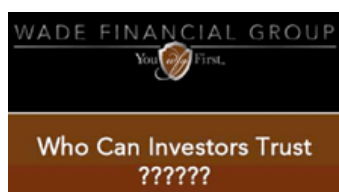
"You First."

⁽¹⁾ 95% of self-described financial advisors are, by contract with their employer, required to represent their employer first, you second. This is calculated by the number of Registered Investment Advisors in the U.S., divided by the total number of "registered representatives" holding a Series 7 brokerage license, mutual fund and variable annuity agents holding a Series 6 license, plus all state registered insurance agents holding an insurance license.



Visit Our Website

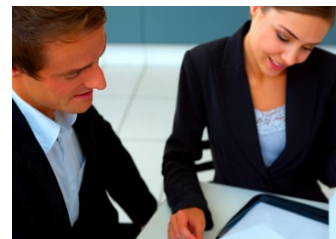
Visit our website at www.wadefinancialgroup.com for a wide array of educational documents that provide more information about WFG's philosophy and services:



Wade Wealth Management (WWM)

Under the service name Wade Wealth Management (WWM), WFG provides comprehensive financial planning that goes beyond investment management.

This brochure focuses *strictly on financial planning services* offered under WWM.



Wade Investments (WI)



WFG offers other services aside from comprehensive financial planning. Most notably WFG offers Wade Investments Asset Management Services (WI-AMS) which provides advice to Clients regarding the investment of funds based on their individual needs. This brochure mentions WI-AMS as many Clients retain WI in conjunction with WWM. For a full description of WI-AMS you can request the separate WFG Form ADV Part 2A, "Wade Investment Management Services-WI."

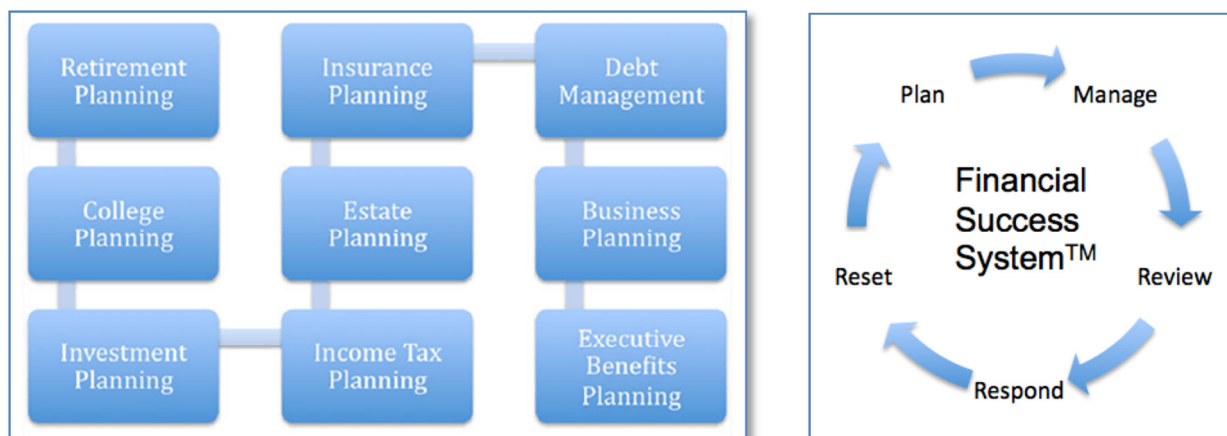
Amount of Managed Assets

As of 12/31/2013, WFG actively managed \$185,655,949 of Clients' assets on a discretionary basis and \$18,240,193 on a non-discretionary basis. Of the \$185,655,949, \$35,847,762 was invested in the Wade Tactical L/S mutual fund (WADEX).



Areas of Expertise

An astute financial advisor can answer many questions. Below are the areas in which we can provide objective, expert advice.



Wade Wealth Management Service Offerings

Wade Wealth Management offers comprehensive financial planning. Services are not available à la carte, but as part of a service package (detailed in the section below, “Wade Wealth Management Service Packages”). The following services are available from WWM:

- Financial planning services
- Consulting services
 - Stock options planning
 - Covered call options
 - Tax planning and consulting services
 - Concentrated low-basis stock
 - Retirement distribution consulting
 - Estate planning services
 - Insurance consulting
 - College savings planning
 - Mortgage/debt consulting
 - Small-business consulting

Financial Planning Services

Wade Wealth Management Financial Planning Service (WWM-FPS) is divided into two stages:

1. Stage I provides the Client with a written financial plan and recommendations
2. Stage II provides the Client with ongoing financial plan review updates in conjunction with other WFG services.



Financial Planning Service Stage I

We provide a comprehensive, customized financial plan consisting of a written evaluation and analysis of a Client's current and projected financial and life situation, along with their financial goals and objectives. A comprehensive financial analysis generally includes and addresses all of the areas listed below, but may be segmented (focusing on several, but not all of the areas listed below):

1. Personal: We review family records, budgets, personal liability, estate information and financial goals.
2. Income tax and cash flow: We analyze the Client's income tax, spending and planning for past, current, and future years; then, illustrate the impact of various investments on the client's current income tax and future tax liability.
3. Investment planning: We analyze existing investments, propose various alternatives, and illustrate their potential effect on the Client's portfolio.
4. Insurance reviews: We review existing policies to ensure proper coverage for life, health, disability, long-term care, etc. WFG *does not provide* a comprehensive review of property casualty insurance.
5. Retirement projections: We analyze current strategies and investment plans to help the client achieve their retirement goals.
6. Accumulation goals: We analyze current assets and use financial formulas to estimate required savings and investments to achieve the accumulation goals.
7. Death and disability: We review the Client's cash needs of surviving dependents, estate planning, and disability income.
8. College education funding: We assist Clients with planning for college funds. We review the projected expenses, possible funding sources and tax-advantaged saving strategies.
9. Estate planning: We assist in assessing and developing long-term strategies, including as appropriate: living trusts, wills, estate tax review, powers of attorney, asset protection plans, nursing homes, Medicaid, and elder law. Assisting the Client in the potential reduction of estate taxes and probate expenses is the primary focus.

The financial plan may contain both general and/or specific recommendations.

Should the Client choose to implement any of the recommendations contained in the plan, we suggest where appropriate the Client work closely with their attorney, accountant, insurance agent, and/or other advisers.



Implementation of financial plan recommendations is entirely at the Client's discretion. The return on investment for the FPS fees is realized when action is taken and ideas are implemented.

Typically the financial plan is presented to the client within six months of the contract date, provided that all information needed to prepare the financial plan has been promptly received.

Financial planning recommendations are not limited to any specific product or service offered by WFG, or a particular broker-dealer or insurance company. All primary recommendations are of a generic nature. The financial plan will contain implementation options that include the use of various WFG service offerings.



Financial Planning Service Stage II

WFG provides ongoing review updates of the Client's original financial plan prepared in FPS Stage I.

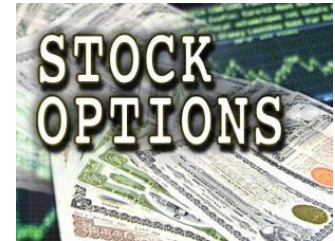
Through review meetings, prior and new goals are discussed and investment portfolios reviewed.

FPS Stage II is typically offered in conjunction with the ongoing investment management of Client's assets under one or more separate WI - AMS agreements.

Consulting Services

Stock Options Planning

We assist Clients with the development and implementation of a strategy associated with employer stock options. Non-qualified options, incentive stock options and restricted stock awards are complex. The timing and method of exercise are critical. In our experience, suitable planning often does not take place, creating unnecessary taxes and missed opportunities.



This service can help Clients understand the tax and investment implications of their option decisions. Additionally we can assist the Client with the implementation of an option divestment plan and its execution over time. More complex situations may include:

- Large number of options and/or types
- Alternative Minimum Tax planning issues
- Options at multiple employers
- Leaving employment

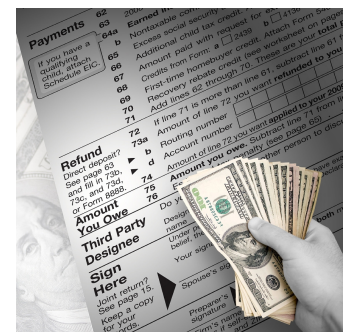
Covered Call Options

We work with our Client to develop a strategy of writing (selling) covered call positions against one or more stocks in their portfolios. Selling covered calls can be an effective way to diversify a concentrated single stock holding, and can be an effective strategy to increase the yield or cash flow when holding individual stocks.

Year Round Tax Planning Service

WFG's Year Round Tax Planning Service (YRTPS) is provided by CPAs associated with WFG who specialize in *strategies that can reduce taxes*. In coordination with the Client's CPA, WFG generates potential tax savings ideas on a proactive basis. WFG is not an accounting firm and does not provide tax preparation services or legal advice. WFG will not prepare tax returns, but does provide value-added tax services.

YRTPS is retained on a year-by-year basis and offered at two service levels: Basic and Advanced. Table 1 below describes and compares the levels.



**Table 1: Comparison of YRTPS Basic and Advanced**

Basic	Advanced
<u>Data Gather</u> <ul style="list-style-type: none">• No data gathering provided	<u>Data Gather</u> <ul style="list-style-type: none">• Client gives WFG all source data used to prepare return• WFG reviews the client data and presents ideas to the Client and CPA for additional deductions and/or tax-saving ideas before the tax return is prepared• WFG delivers organized source data to the Client's CPA, with a list of missing items the Client must provide CPA.• Client is responsible for giving missing items to the CPA
<u>Review Tax Return</u> <ul style="list-style-type: none">• No line-by-line audit provided. Custodial 1099's will be reviewed to make sure they were reported properlyWFG reviews the tax return for missed opportunities and tax savings alternatives and discusses the opportunities with the Client's tax preparer (if necessary)	<u>Review Tax Return</u> <ul style="list-style-type: none">• Line-by-line "audit" of tax return, from source data provided by Client to CPA• WFG reviews the tax return for missed opportunities and tax savings alternatives and discusses the opportunities with the Client's tax preparer (if necessary)
<u>Tax Projection/Planning</u> <ul style="list-style-type: none">• One mid-year (May–July) tax projection• One year-end (Nov–Dec) tax projection• CPA has final responsibility for coordination of quarterly tax payments• List of tax planning ideas developed through multi-year projections• Limited "what if" scenarios	<u>Tax Projection/Planning</u> <ul style="list-style-type: none">• Multiple tax projections (at least quarterly)• Coordinate quarterly tax projections for use in completing quarterly estimated tax payments• List of tax-planning ideas developed through multi-year projections• Ability to generate multiple "what if" scenarios depending on Clients' needs

Tax Consulting Services

Clients may retain tax consulting services on an hourly basis. These services are typically retained by clients who have an occasional need for tax advice beyond the occasional tax question, but who do not have a need to retain the full YRTPS.

Concentrated Low-Basis Stock

Many investors have concentrated positions in certain stocks with a very low tax-cost basis. Strategies offered by WFG can allow the Client to diversify taxable stock positions with reduced payment of tax, minimize taxes when the Client does sell shares, and minimize tax via creative forms of ownership. Strategies to diversify a concentrated portfolio without triggering a taxable event from the liquidation include: charitable remainder trusts, donor-advised funds, and exchange funds.



Retirement Distribution Consulting

Retirement distribution consulting helps clients better understand their options for planning and determining minimum distribution requirements for their IRA and or qualified plan assets. This service may also provide assistance with beneficiary designation choice, including the naming of contingent beneficiaries, ROTH conversions, stretch IRA, etc.

Estate Plan Service—Design and Implementation

EPS-DI typically includes education on various estate planning strategies, asset transfer assistance, beneficiary assistance, etc. A detailed analysis is provided showing potential ways to save income and estate taxes and probate expenses. The Client may or may not have an existing estate plan in place.

A value-added feature of WFG's service is the "Fixed Price" estimate that WFG offers on each technique. On our Clients' behalf, WFG has negotiated discounted fixed-price estimates from various law firms. This often approximates 40-50% of typical estate plan legal fees, and often compensates for the fee charged by WFG. Thus, for the same outlay amount, the Client receives not only legal consulting but the benefits of WFG's financial expertise in estate planning. The fixed price estimate includes the amount of time usually taken to implement a given technique. If the client requires multiple revisions or delays the project completion, and/or the project extends the original scope, hourly rates will apply for the extra work involved.

For instance, a law firm typically charges a fee of \$4,000 for simply preparing a pair of Revocable Living Trusts, leaving their client to implement all the needed ownership and beneficiary changes after the trust is signed into force. The WFG approach is different. We analyze the Client's estate and options and provide the Client with easily understood explanations of their options prior to meeting with an attorney. Thus the attorney's hours are significantly reduced. The Client then has a review of the draft with WFG's estate expert and the lawyer. The lawyer provides a final document, ready for signing at WFG's offices. After the signing, WFG provides a 90-day period during which we assist the Client in making all of the needed ownership and beneficiary changes, so the estate plan would actually be in force should death occur.

WFG's Estate Planning Services brochure offers fee disclosure per technique, with further information about the total fees that may be charged by WFG and outside law firms.

The fixed price estimate from WFG expires 90 days after the signing of the Client's legal documents. After 90 days, WFG will track time and bill at standard hourly rates. The outside law firms have provided fixed price estimates based upon certain levels of efficiency, such as number and length of meetings, number of drafts, changes, and other considerations. If the Client goes beyond the boundaries described by the law firm (disclosed prior to project commencement), the Client should expect the fee charged to be higher than the original estimate.

Note: WFG is not a law firm and does not provide legal services or legal advice. WFG does not prepare wills or trusts, but does provide value-added services associated with the legal work. The Client will enter into separate service agreements for WFG and the law firm of the Client's choice.



Estate Plan Service—Review

WFG offers Estate Plan Service—Review (EPS-R) to assist individuals and families with monitoring their estate plan. This service provides a review of the Client's current estate plan and compares the plan to any changes in personal situation, financial objectives, estate laws and tax laws. Depending on the level of complexity and depth of analysis desired, this service is available at a Basic or Advanced level. A detailed analysis is provided showing potential ways to save income and estate taxes and probate expenses. The service does not include any follow-up consulting or legal work that may be necessary to make plan modifications. WFG's EPS-DI service may need to be retained as a result of the review.

Estate Settlement Service

WFG offers Estate Settlement Service to individuals and families on a custom basis. This customization is determined through an in-depth and empathetic fact-finding process. This service is offered on an hourly basis, with billing linked to the utilization of appropriate WFG experts and is progressively reported. We can advise survivors and beneficiaries in the process of navigating the uncalm waters of estate settlement on a number of layers including: understanding the Will or Trust plan, options for implementation, Survivor's income planning and disclaimer potentials to name a few.

Note: WFG is not a law firm and does not provide legal services or legal advice. WFG does not prepare wills or trusts, but does provide value-added services associated with the legal work. The Client will enter into separate service agreements for WFG and a law firm of the Client's choice.

Insurance Consulting Service

With our Insurance Consulting Service (ICS), WFG supervises the review of the Client's existing insurance policies to determine whether the Client's current coverage is adequate and cost-effective compared with other marketplace alternatives. WFG's ICS helps the Client understand the available options and makes unbiased, independent recommendations. WFG can connect the Client with a licensed agent in the insurance field of their need (e.g. long-term care, life) and can assist them in obtaining a policy that fits their needs. ICS is retained on a project-by-project basis. The service does not include the review of property casualty insurance.



Note: WFG is not a licensed insurance agency, does not sell insurance, nor get a commission on insurance products purchased. The Client will enter into separate agreements with WFG and the insurance agency of the Client's choice.

Section 529 College Savings Plan



A Section 529 College Savings Plan is an investment plan typically operated by a state and designed to help families save for college education costs.

WFG can help the Client: analyze 529 plans as an option for education-planning needs; evaluate various plans; open and fund an account; determine an investment strategy; and provide ongoing advice and service.

**Mortgage/Debt Consulting**

Choosing among mortgage types, terms, locations, refinancing etc. can be overwhelming. WFG not only assists in analyzing options and making recommendations, but also leverages relationships with banks and mortgage brokers to potentially provide the Client with special rates and fee waivers.

Small-Business Consulting

WFG employs tax and legal professionals, and has an extensive network of outside professionals. We can assist owners of small businesses with a variety of planning issues. These consulting services include qualified plan consulting, insurance analysis, buy/sell arrangements, tax planning, etc.

Wade Wealth Management Service Packages

WFG offers three levels of value-added packaged services: Standard, Premium, and Shared Family Office (SFO).

Standard Service Package

The Standard WWM package is included for Wade Investment Asset Management Service (WI-AMS) Level II Clients.

The Standard package is best suited for WI-AMS Level II Clients who require only a moderate level of interaction. Ongoing advice includes regular meetings, monitoring of goal progress, phone calls, and follow-up on miscellaneous requests. WI-AMS Level II Clients with needs beyond the Standard package offering included within their WI-AMS fees will need to retain the additional Wade Wealth Management (WWM) consulting services à la carte. See Item 5, Fees and Compensation, for details on applicable fees.

Premium Service Package

The Premium package is suited for Clients with complex financial situations who desire in-depth, holistic interaction. Premium Clients obtain simplicity and cost savings through retaining advisory services based on their net worth. Fees include the following wealth management service offerings:

- More frequent and deeper level of contact with WFG, as well as expanded services.
- Advice on all aspects of wealth, regardless of asset location, and without asset or liability bias.
- The following consulting services are included in the Premium package: WI – AMS, Year Round Tax Planning Services (Advanced), Stock Options Planning, Insurance Consulting, Estate Plan Review (Advanced), Retirement Distribution Consulting, Mortgage/Debt Consulting and 529 College Savings Plan Consulting
- Minnesota-based home visits which may include review meetings, assistance with personal finance programs, financial software, etc.
- Minnesota-based family and advisor meetings to keep a complex situation on track.



Shared Family Office Package

Shared Family Office (SFO) is designed for individuals/families who also seek simplicity and cost savings through retaining advisory services based on net worth, but require more time and deeper analysis and consulting. In addition to the services included within the Premium package, SFO services include, but are not limited to:

- The highest level of contact service level provided by WFG.
- Global access home visits which may include review meetings, assistance with personal finance programs, financial software, etc.
- Global access family and advisor meetings to keep a complex situation on track.

Table 2: Wade Wealth Management Service Packages

	Standard	Premium	SFO
Asset Management Minimum	\$750,000	N/A	N/A
Net Worth Minimum	N/A	\$5,000,000	\$10,000,000
Fee Method	Asset Based	Net Worth Based	Net Worth Based
Ongoing Advisory Service			
-Meeting Frequency	Biannual*	Quarterly	As Needed
-Updated Goal Report	Biannual*	Quarterly	As Needed
-Updated Net Worth	Biannual*	Daily-Virtual	Daily-Virtual
-Updated Projects	Annual*	As Needed	As Needed
-Team Access	Primary Adviser	Full Team	Full Team

* Frequency may be less often for clients with less than \$750,000 under management.

Although the Premium and SFO service packages are designed to be holistic, one-fee services, **they do not include new projects considered beyond the scope of WFG's normal advice and/or are time-intensive in nature**. Any additional fees would be disclosed and approved by the Client prior to commencing the project.

**Item 5 Fees and Compensation****Table 3: Wade Wealth Management Fees for Optional Services**

Wade Wealth Management Service	Hourly Rate	Typical Costs
Financial Planning Service Stage I	\$100 - \$375	\$3,500 - \$10,000
Financial Planning Service Stage II	NA*	NA*
Year Round Tax Planning Service	NA	NA
Stock Options Planning	NA	NA
Covered Call Options	NA	NA
Tax Consulting Service	\$325	Minimum of \$650
Concentrated Low Basis Stock	\$325	Minimum of \$650
Retirement Distribution Consulting	\$325	\$650 - \$1,300
Estate Plan Design and Implementation	\$100 - \$375	\$750 - \$15,000
Estate Plan Review	\$100 - \$375	\$750 - \$4,000
Estate Settlement	\$100 - \$375	Minimum of \$750
Insurance Consulting Service	\$325	\$1,000 - \$2,000
Section 529 College Savings Plan	NA	NA
Mortgage/Debt Consulting	\$225 - \$350	varies
Small-Business Consulting	\$300 - \$375	\$1,500 - \$10,000

* Financial Planning Service Stage II is included with the Client's quarterly WI- AMS Level II fees. For a full description of WI-AMS Level II fees, you can request the separate WFG Form ADV Part 2A titled "Wade Investment Management Services-WI."

Fees for optional services are typically paid to WFG via a check. The Client may also authorize the custodian holding the Client's funds and securities to deduct WFG fees directly from the Client's account in accordance with the summary invoices prepared and submitted by WFG.

The fee will be quoted on either a fixed-fee basis, or the client will be provided a billing range and billed for the services at an hourly rate. The estimated fixed or hourly fees will be disclosed in the Advisory Agreement signed by the client prior to commencement. The total projected fees may be higher than estimated. In this case, the client will be notified before additional charges are incurred. The estimated



total fee is payable when the Advisory Agreement with WFG is signed. The balance (if any) is due upon delivery of the service.

The Standard Wade Wealth Management package is included with Wade Investment Asset Management Service (WI-AMS) Level II Clients. For more information about WI-AMS, please request the separate WFG Form ADV Part 2A Firm Brochure titled "Wade Investment Management Services (WI)."

Table 4: Wade Wealth Management Premium and Shared Family Office Packages Fees

	Tiers (Based on Net Worth)	Total Net Worth	Annual Rate (Premium) ⁽¹⁾	Annual Rate (SFO) ⁽²⁾
1	\$2,000,000	\$2,000,000	1.250%	1.625%
2	\$2,000,000	\$4,000,000	0.500%	0.650%
3	\$2,000,000	\$6,000,000	0.450%	0.585%
4	\$2,000,000	\$8,000,000	0.350%	0.455%
5	\$2,000,000	\$10,000,000	0.100%	0.130%
6	\$5,000,000	\$15,000,000	0.050%	0.065%
7	\$5,000,000	\$20,000,000	0.050%	0.065%
8	\$5,000,000	\$25,000,000	0.050%	0.065%
9	\$5,000,000	\$30,000,000	0.050%	0.065%

⁽¹⁾ Initial set-up fee of \$2,500 and a minimum annual fee of \$25,000 apply. Fees are calculated quarterly based on the Client's net worth at the beginning of each calendar quarter.

⁽²⁾ Initial set-up fee of \$5,000 and a minimum annual fee of \$50,000 apply. Fees are calculated quarterly based on the Client's net worth at the beginning of each calendar quarter.

NOTE: In addition to the package fees listed in Table 4 above, WFG charges individual research fees on portfolio strategies with intensive investment management requirements.

General Disclosure for Wade Wealth Management

The Client will have a direct and beneficial interest in his/her wealth management. As part of the periodic reporting and/or meeting process, WFG will request from the Client an update regarding any changes that may have taken place in the Client's current financial situation. Clients may receive various reports from their custodian such as transaction statements, monthly statements and quarterly statements.

Clients understand that WFG and its Associated Persons (AP), in connection with the services provided under Wade Wealth Management, shall be entitled to annual management fees. These management fees are payable to WFG and in most cases will be deducted from the Client's custodian account pursuant to the following criteria. WFG bills accounts on a calendar quarter in advance. For fees billed in advance, the first payment is due and payable upon execution of the agreement and will be assessed on a pro rata basis to reflect the number of managed days in the calendar quarter. Subsequent fees are due and will be assessed on the first day of each quarter based upon the portfolio value as of the close of the last business day preceding the quarter. If a Client terminates their relationship with WFG in the middle of a quarter, a prorated refund of the quarterly fee will be due the Client. WFG reserves the right to modify fees in situations that are more complex in nature.

**Fee Disclosure**

Lower or higher fees may be found for comparable services. We may request a retainer upon completion of our initial fact-finding session with the Client; however, advance payment will never exceed \$1,200 for work that will not be completed within six months. The balance is due upon completion of the plan. Any prepaid/unearned fees will be promptly refunded via a prorated reimbursement according to the number of days remaining in the billing period. Clients should note that similar advisory services may (or may not) be available from other registered (or unregistered) investment advisers for similar or lower fees.

Trading Authorization

The Client will grant WFG discretionary trading authority to choose the securities to be bought and sold, the amount and the timing. WFG does not have a full power of attorney and will not have authority to withdraw funds or to take custody of Client funds or securities. The Client may make deposits or withdrawals from his/her account at any time. The Client should notify WFG of each withdrawal and deposit.

Client's Responsibilities

Clients will recognize that the value and usefulness of the advisory services of WFG will be dependent upon the information they provide and upon their active participation in the formulation of the advice rendered by WFG. The Client will complete one or more detailed questionnaires provided by WFG. The Client will also provide copies of documents as WFG may reasonably request in order to permit complete evaluation and implementation of the portfolio and wealth management planning decisions. The Client will advise WFG if the Client's financial condition or objectives change at any time during the period under advisement.

Other Fees

Individual mutual funds, ETFs, separate accounts and/or variable annuities have their own expenses. A description of these fees can be found in each investment's prospectus or ADV. These fees are separate from WFG's advisory fees. A potential benefit of WFG's innovative approach is the significant reduction or elimination of many of these miscellaneous fees. Other potential fees include fees imposed by broker dealers and custodian transaction/brokerage fees, which typically range from 0.06% - 0.20% annually. The custodian who holds the Client's actual assets may charge transaction fees/commissions for certain trades. WFG uses Schwab Institutional as the primary custodian. WFG and its Associated Persons (AP) do not receive any compensation from outside firms.

Corporate Relationships

WFG often works with multiple employees from the same employer and may offer a special negotiated rate. The corporate discounted rate table will be provided upon request. The minimum number of employees needed from the same company to receive the special rate is three.

Grandfathering of Minimum Account Requirements

Pre-existing Clients may, in certain circumstances, be subject to advisory fees in effect at the time the Client entered into the advisory relationship. Therefore, minimum account requirements and/or fees may differ among Clients.



Fee Authorization for Wade Wealth Management

The Client will authorize the custodian holding the Client's funds and securities to deduct WFG fees directly from the Client's account in accordance with the summary invoices and/or information prepared and submitted by WFG. The Client will receive a summary (either via mail or online access) showing the fee amount, the asset value upon which the fee was based, and the specific manner in which the fee was calculated. WFG uses the services of a "qualified custodian." Clients may pay fees directly, or the custodian holding the Client's assets may make payment of fees. The custodian will send a copy of the Client's statement directly to the Client.

- *Advisory Fees in General:* Clients should note that similar advisory services may (or may not) be available from other registered (or unregistered) investment advisers for similar or lower fees.
- *Limited Prepayment of Fees:* Under no circumstances do we require or solicit payment of fees in excess of \$1,200 more than six months in advance of services rendered.

Termination of Services

A Client agreement may be canceled at any time, by either party, for any reason upon receipt of **30** days written notice. For financial advisory services terminated by the Client or WFG, a *pro rata* refund to the Client or payment from the Client to WFG may be due based upon amount of time and effort WFG has expended. Fees are not collected for services to be performed more than six months in advance.

Client Death

WFG may charge a minimum fee of \$750 to assist with estate settlement issues related to the segregation of account(s), creation of new accounts to allow for distribution to beneficiaries, etc. The exact fee will be determined based upon the level of complexity. If the assets will be remaining at WFG, this fee may be waived at WFG's discretion. If the deceased Client's executor/administrator would prefer to avoid fees, account(s) will need to be transferred to another custodian prior to the implementation of the estate settlement issues.

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

Wade Financial Group, Inc. does not charge performance-based fees.

Item 7 Types of Clients

Wade Financial Group, Inc. provides advisory services to the following types of clients:

- Individuals (other than high net worth individuals)
- High net worth individuals
- Investment companies (including mutual funds)
- Pension and profit-sharing plans (other than plan participants)
- Corporations or other businesses not listed above





As previously disclosed in Item 5, our firm has established certain initial minimum account requirements, based on the nature of the service(s) provided. For a more detailed understanding of those requirements, please review the disclosures provided for each applicable service.

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

Methods of Analysis

ConVal® (Contrarian Value) Investment Process

Our ConVal® process results in a preference to invest in securities that are out of favor with and/or go unnoticed by most investors, and are, therefore, potentially undervalued. The ConVal® process plays a major role in the selection of other investment companies and in the top down approach regarding tactical decisions WFG can make in regards to over- or under-weighting a given asset class and the equity/fixed income mix as a whole. WFG looks to take advantage of price devaluation to buy low, then wait for sentiment to change over time, and prices to rise.

Fundamental Analysis

WFG measures the intrinsic value of a security to determine if a company is underpriced (indicating it may be a good time to buy) or overpriced (indicating it may be time to sell). The price of a security can move up or down along with the overall market regardless of economic and financial factors.

Technical Analysis

We analyze past market movements and apply that analysis to the present in an attempt to recognize recurring patterns of investor behavior and potentially predict future price movement. Technical analysis does not consider the underlying financial condition of a company.

Asset Allocation

Considering the client's investment goals and risk tolerance, we attempt to identify an appropriate ratio of securities across multiple asset classes, such as stocks, bonds, hybrids, managed futures, commodity, large company, small company, and cash. A risk of asset allocation is that the ratio of securities, fixed income, and cash will change over time due to stock and market movements and, if not corrected, will no longer be appropriate for the client's goals. To attempt to account for this, we rebalance allocations on a quarterly basis.

Investment Strategies

Under the service name Wade Wealth Management (WWM), WFG provides comprehensive financial planning that goes beyond investment management. This brochure focuses strictly on financial planning services based on hourly rates and/or flat fees for the various comprehensive financial planning services offered under WWM.

For information about Wade Investment Asset Management Services, please request the separate WFG Form ADV Part 2A Firm Brochure titled "Wade Investment Management Services (WI)."



Risk of Loss

Our securities analysis methods rely on the assumption that the companies whose securities we purchase and sell, the rating agencies that review these securities, and other publicly available sources of information about these securities are providing accurate and unbiased data. While we are alert to indications that data may be incorrect, there is always a risk that our analysis may be compromised by inaccurate or misleading information.

Item 9 Disciplinary Information

We are required to disclose any legal or disciplinary events that are material to a client's or prospective client's evaluation of our advisory business or the integrity of our management. Our firm and our management personnel have no reportable disciplinary events to disclose.

Item 10 Other Financial Industry Activities and Affiliations

Mutual Fund

WFG is the investment adviser to the Wade Tactical L/S Fund, an investment company (mutual fund) registered under the Investment Company Act of 1940. We are related to the mutual fund through common control. Please refer to the separate WFG Form ADV Part 2A Firm Brochure titled "Wade Investment Management Services (WI)" for a detailed explanation of this relationship and important conflict of interest disclosures. For additional information, the Fund Prospectus and Statement of Additional Information are available on-line at www.wadefunds.com. Prospective investors should review these documents carefully before making any investment in the mutual fund.

How We Handle Conflicts of Interest

Clients should be aware that the receipt of additional compensation by WFG and its management persons or employees creates a conflict of interest that may impair the objectivity of our firm and these individuals when making advisory recommendations. WFG endeavors at all times to put the interest of its clients first as part of our fiduciary duty as a registered investment adviser. We take the following steps to address this conflict:

- we disclose the existence of material conflicts of interest, including the potential for our firm and our employees to earn compensation from advisory clients beyond our firm's advisory fees;
- we disclose that Clients are not obligated to purchase recommended financial planning services from WFG;
- we collect, maintain, and document accurate, complete and relevant client background information, including the client's financial goals, objectives, and risk tolerance;
- our firm's management conducts regular reviews of each client account to verify that all recommendations made to a client are suitable to the client's needs and circumstances;
- we require that our employees seek prior approval of any outside employment activity so that we may ensure that any conflicts of interests in such activities are properly addressed;
- we periodically monitor these outside employment activities to verify that any conflicts of interest continue to be properly addressed by our firm; and
- we educate our employees regarding the responsibilities of a fiduciary, including the need for having a reasonable and independent basis for the investment advice provided to clients.



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

WFG has adopted a Code of Ethics (CODE) which sets forth high ethical standards of business conduct that we require of our employees, including compliance with applicable federal securities laws. WFG and our personnel owe a duty of loyalty, fairness and good faith towards our clients, and have an obligation to adhere not only to the specific provisions of the Code of Ethics but to the general principles that guide the Code.

Our Code of Ethics includes policies and procedures for the review of quarterly securities transactions reports as well as initial and annual securities holdings reports that must be submitted by the firm's access persons. Our Code of Ethics requires the prior approval of any acquisition of securities in a limited offering (e.g., private placement) or an initial public offering and oversight, enforcement and recordkeeping provisions. The Code of Ethics prohibits the use of material non-public information. All employees are reminded that such information may not be used in a personal or professional capacity. WFG or individuals associated with our firm may buy securities for the firm or for themselves from our advisory clients; or sell securities owned by the firm or the individual(s) to our advisory clients. We will ensure, however, that such transactions are conducted in compliance with all the provisions under Section 206(3) of the Advisers Act governing principal transactions to advisory clients. WFG may, at times, effect an agency cross transaction for an advisory client, provided that the transaction is consistent with our firm's fiduciary duty to the client and that all requirements outlined in Sec. 206(3)-2 of the Investment Advisers Act of 1940 are met. An agency cross transaction is a transaction where our firm acts as an investment adviser in relation to a transaction in which WFG., acts as broker for both the advisory client and for another person on the other side of the transaction. As previously disclosed in this brochure, WFG is the investment adviser to an affiliated mutual fund. Please refer to "Advisory Business" (Item 4) and "Fees and Compensation" (Item 5) for a detailed explanation of this relationship and important conflict of interest disclosure. In addition, access persons of our firm are required to report all personal securities transactions conducted in our affiliated mutual fund(s). Our Code of Ethics is designed to assure that the personal securities transactions, activities and interests of our employees will not interfere with (i) making decisions in the best interest of advisory clients and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts. Our firm and/or individuals associated with our firm may buy or sell for their personal accounts securities identical to or different from those recommended to our clients. In addition, any related person(s) may have an interest or position in a certain security(ies) which may also be recommended to a client. It is the expressed policy of our firm that no person employed by us may purchase or sell any security prior to a transaction(s) being implemented for an advisory account, thereby preventing such employee(s) from benefiting from transactions placed on behalf of advisory accounts. We may aggregate our employee trades with client transactions where possible and when compliant with our duty to seek best execution for our clients. In these instances, participating clients will receive an average share price and transaction costs will be shared equally and on a pro-rata basis. In the instances where there is a partial fill of a particular batched order, we will allocate all purchases pro-rata, with each account paying the average price. Our employee accounts will be excluded included in the pro-rata allocation.

As these situations represent actual/potential conflicts of interest to our clients, we have established the following policies and procedures for implementing our Code of Ethics, to ensure our firm complies with its regulatory obligations and provides our clients and potential clients with full and fair disclosure of such conflicts of interest:

1. No principal or employee of our firm may put his or her own interest above the interest of an advisory client.



2. No principal or employee of our firm may buy or sell securities for their personal portfolio(s) where their decision is a result of information received as a result of his or her employment unless the information is also available to the investing public.
3. It is the expressed policy of our firm that no person employed by us may purchase or sell any security prior to a transaction(s) being implemented for an advisory account. This prevents such employees from benefiting from transactions placed on behalf of advisory accounts.
4. Our firm requires prior approval for any IPO or private placement investments by related persons of the firm.
5. We maintain a list of all reportable securities holdings for our firm and anyone associated with this advisory practice that has access to advisory recommendations ("access person"). These holdings are reviewed on a regular basis by our firm's Chief Compliance Officer or his/her designee.
6. We have established procedures for the maintenance of all required books and records.
7. Clients can decline to implement any advice rendered, except in situations where our firm is granted discretionary authority.
8. All of our principals and employees must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices.
9. We require delivery and acknowledgement of the Code of Ethics by each supervised person of our firm.
10. We have established policies requiring the reporting of Code of Ethics violations to our senior management.
11. Any individual who violates any of the above restrictions may be subject to termination.

Item 12 Brokerage Practices

Under the service name Wade Wealth Management (WWM), WFG provides comprehensive financial planning that goes beyond investment management. This brochure focuses strictly on financial planning services based on hourly rates and/or flat fees for the various comprehensive financial planning services offered under WWM.

For information about Wade Investment Asset Management Services, please request the separate WFG Form ADV Part 2A Firm Brochure titled "Wade Investment Management Services (WI)."

Item 13 Review of Accounts

Under the service name Wade Wealth Management (WWM), WFG provides comprehensive financial planning that goes beyond investment management. This brochure focuses strictly on financial planning services based on hourly rates and/or flat fees for the various comprehensive financial planning services offered under WWM.

For information about Wade Investment Asset Management Services and a full description of *Review of Accounts*, please request the separate WFG Form ADV Part 2A Firm Brochure titled "Wade Investment Management Services (WI)."



Item 14 Client Referrals and Other Compensation

Our firm may pay referral fees to independent persons or firms ("Solicitors") for introducing clients to us. Whenever we pay a referral fee, we require the Solicitor to provide the prospective client with a copy of this document (our *Firm Brochure*) and a separate disclosure statement that includes the following information:

- the Solicitor's name and relationship with our firm;
- the fact that the Solicitor is being paid a referral fee;
- the amount of the fee; and
- whether the fee paid to us by the client will be increased above our normal fees in order to compensate the Solicitor.

As a matter of firm practice, the advisory fees paid to us by clients referred by solicitors are not increased as a result of any referral.

It is WFG's policy not to accept or allow our related persons to accept any form of compensation, including cash, sales awards or other prizes, from a non-client in conjunction with the advisory services we provide to our clients.

Item 15 Custody

Under the service name Wade Wealth Management (WWM), WFG provides comprehensive financial planning that goes beyond investment management. This brochure focuses strictly on financial planning services based on hourly rates and/or flat fees for the various comprehensive financial planning services offered under WWM.

For information about Wade Investment Asset Management Services and a full description of *Custody*, please request the separate WFG Form ADV Part 2A Firm Brochure titled "Wade Investment Management Services (WI)."

Item 16 Investment Discretion

Under the service name Wade Wealth Management (WWM), WFG provides comprehensive financial planning that goes beyond investment management. This brochure focuses strictly on financial planning services based on hourly rates and/or flat fees for the various comprehensive financial planning services offered under WWM.

For information about Wade Investment Asset Management Services and a full description of *Investment Discretion*, please request the separate WFG Form ADV Part 2A Firm Brochure titled "Wade Investment Management Services (WI)."



Item 17 Voting Client Securities

Under the service name Wade Wealth Management (WWM), WFG provides comprehensive financial planning that goes beyond investment management. This brochure focuses strictly on financial planning services based on hourly rates and/or flat fees for the various comprehensive financial planning services offered under WWM.

For information about Wade Investment Asset Management Services and a full description of *Voting Client Securities*, please request the separate WFG Form ADV Part 2A Firm Brochure titled "Wade Investment Management Services (WI)."

Item 18 Financial Information

As an advisory firm we are also required to disclose any financial condition that is reasonable likely to impair our ability to meet our contractual obligations. Wade Financial Group, Inc. has no additional financial circumstances to report. Under no circumstances do we require or solicit payment of fees in excess of \$1200 per client more than six months in advance of services rendered. Therefore, we are not required to include a financial statement.

Wade Financial Group, Inc. has not been the subject of a bankruptcy petition at any time since its founding 19 years ago.