

Appendix I

Wrap Fee Program Brochure

Resources Investment Advisors, Inc.

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This wrap fee program brochure provides information about the qualifications and business practices of Resources Investment Advisors, Inc. If you have any questions about the contents of this brochure, please contact us at 913-338-5300. 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.

Additional information about Resources Investment Advisors also is available on the SEC's website at www.adviserinfo.sec.gov.

ITEM 2 MATERIAL CHANGES

This Appendix, dated March 22, 2017, represents the annual update to the firm's brochure. There have been no material changes since our filing of the firm's last updated brochure on March 16, 2016.

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ITEM 4 SERVICES, FEES AND COMPENSATION

Services Provided

Resources Investment Advisors, Inc. ("RIA") sponsors a wrap fee program ("WFP") through which it provides ongoing investment management of the assets in the client's account, including the purchase and sale of various types of investments, such as mutual funds, exchange-traded funds ("ETFs"), variable annuity sub-accounts, real estate investment trusts ("REITs"), equities, and fixed income securities. RIA's investment advisor representatives ("IARs") will manage participating clients' accounts based upon the investment objective chosen by each client, including any restrictions the client has requested in the Investment Management Agreement.

RIA is offering the WFP through an arrangement with Charles Schwab ("Schwab"), a securities broker-dealer (member FINRA and SIPC), which provides custodial, brokerage, and administrative services on behalf of participating clients. Before deciding to enter into the WFP, clients should take time to consider the differences between an advisory relationship and a brokerage relationship to determine which type of service best serves the client's investment needs and goals. Clients should speak to the IAR to understand the different types of services available through RIA.

Fee Schedule

Clients participating in the WFP will be charged a single fee ("Program Fee") to cover both investment advisory services and the cost of executing securities transactions in their accounts. Therefore, unlike participants in other advisory programs sponsored by RIA, clients participating in the WFP will not be charged brokerage commissions, markups, or transaction charges for the execution of each transaction in their accounts. Instead, those costs will be deducted from RIA's portion of the Program Fee.

RIA does not utilize a uniform fee schedule. Instead, the IARs have the flexibility to establish a fee schedule for each client based upon the total assets contained in the client's accounts, the types of investments held in the accounts, and the amount of time the representative believes he or she will need to spend in managing the accounts. In addition, clients have the ability to negotiate the fee schedule that will be applied to their accounts. Once established, the Program Fee is set out in the Investment Management Services Agreement.

The Program Fee may be a straight percentage based on the value of all assets in the account, or structured on a tiered basis, with a reduced percentage rate based on reaching certain thresholds. The Program Fee is paid to Schwab, which will retain a portion to cover its custodial services and charges for executing trades. Schwab will forward the remainder to RIA, which will share its portion of the Program Fee with the IAR pursuant to the terms of an investment advisory

representative agreement between RIA and the IAR. Because the Program Fee is based upon the assets in the client's account each quarter (an amount that will likely change from quarter to quarter), clients should understand the stated percentage is not intended to represent an annualized fee applicable to the average total of assets within the accounts during a calendar year.

RIA typically requires clients to instruct the custodian to deduct its advisory fees from the accounts each calendar quarter in advance. If the management agreement is terminated before the end of the quarterly period, Schwab will provide the client a prorated refund of any pre-paid quarterly Program Fee based on the number of days remaining in the quarter following the termination date.

Important Things to Consider About Fees in a WFP Account

Because the Program Fee includes the estimated cost of the execution of transactions and other administrative and custodial services, the WFP may cost the client more than paying an advisory fee plus the actual commissions for each transaction in the account. Factors that bear upon the cost of the account in relation to the cost of the same services purchased separately include the:

- type and size of the account
- historical and or expected size or number of trades for the account, and
- number and range of supplementary advisory and client-related services provided to the client.

The Program Fee may cost the client more than if assets were held in a traditional brokerage account. In a brokerage account, a client is charged a commission for each transaction, but the representative has no duty to provide ongoing advice with respect to the account. If the client plans to follow a buy and hold strategy for the account or does not wish to purchase ongoing investment advice or management services, the client should consider opening a brokerage account rather than a WFP account.

The investment products available to be purchased in the WFP can also be purchased by clients outside of a WFP account, including through other broker-dealers or investment firms, and the Program Fee may be higher than the fees charged by other firms for similar services. The IAR is responsible for determining the Program Fee to charge each client based on factors such as total amount of assets involved in the relationship, type of securities to be held in the account (e.g., mutual funds vs. individual securities), the complexity and mix of the portfolio, and the number and range of supplementary advisory and client-related services to be provided to the account. Clients should consider the level and complexity of the advisory services to be provided when negotiating the Program Fee with the IAR.

Compensation received by RIA and its IARs

The IAR recommending the WFP receives compensation as a result of the client's participation in the program. This compensation includes a portion of the Program Fee and also may include other types of compensation or other things of value offered by Schwab. Therefore, the amount of this compensation may be more than what the IAR would receive if the client participated in other RIA programs, programs of other investment advisors, or paid separately for investment advice, brokerage, and other client services, so the IAR may have a financial incentive to recommend the WFP over other programs and services.

Although clients do not pay a transaction charge for transactions in a WFP account, they should be aware that RIA and its IARs pay the charges for those transactions, which vary based on the type of transaction (e.g., mutual fund, equity or fixed income security) and, for mutual funds, based on whether or not the mutual fund pays 12b-1 fees and/or recordkeeping fees. For mutual funds, the transaction charges range from \$0 to \$26.50. Because RIA and its IARs pay the transaction charges in WFP accounts, there is a conflict of interest. Clients should understand that the cost to IAR of transaction charges may be a factor the IAR considers when deciding which securities to select and how frequently to place transactions in a WFP account.

Other Types of Fees and Expenses

There are other fees and charges that are imposed by third parties other than RIA and LPL that apply to investments in WFP accounts. For example, LPL may charge fees related to a WFP account in addition to the Program Fee. Those fees will be disclosed in the custodial agreement between LPL and the client.

If a client's assets are invested in mutual funds or other pooled investment products, clients should be aware that there will be two layers of advisory fees and expenses for those assets. In addition to the Program Fee, Client will pay an advisory fee to the fund manager and other expenses as a shareholder of the fund. In the case of mutual funds that are a fund of funds, there could be an additional layer of fees, including performance fees that may vary depending on the performance of the fund. Most of the mutual funds available in the WFP may be purchased directly. Therefore, clients could generally avoid the second layer of fees by not using the advisory services of RIA and IAR and by making their own decisions regarding the investment.

If a client transfers a previously purchased mutual fund into a WFP account and there is an applicable contingent deferred sales charge on that fund, client will pay that charge when the mutual fund is sold. If the account is invested in a mutual fund that charges a redemption fee, client may be charged a redemption fee if it is not held for a sufficient period of time. If a mutual fund has a frequent trading policy, the policy can limit a client's transactions in shares of the fund (e.g., for rebalancing,

liquidations, deposits or tax harvesting).

Although RIA only uses no-load and load-waived mutual funds in the WFP, LPL may receive asset based sales charges or service fees (e.g., 12b-1 fees) from certain mutual funds. Typically, an IAR that is acting in his/her capacity as a registered representative of LPL would be entitled to receive a portion of those sales charges and service fees. However, if IAR is acting in an investment advisory capacity – as is the case for accounts under the WFP – LPL will not share any sales charges or service fees it receives with the IAR.

If the client holds a variable annuity as part of an account, there are mortality, expense and administrative charges, fees for additional riders on the contract and charges for excessive transfers within a calendar year imposed by the variable annuity sponsor. If a client holds a real estate investment trust (“REIT”) as part of an account, there are dealer management fees and other organizational, offering and pricing expenses imposed by the REIT. If the client holds a unified investment trust (“UIT”) in the WFP account, the UIT sponsors may charge creation and development fees or similar fees. Further information regarding fees assessed by a mutual fund, variable annuity, REIT or UIT is available in the appropriate prospectus or offering document, which is available upon request from the IAR or from the product sponsor directly.

Clients should be aware that certain securities may not be eligible to be transferred into a WFP account. In that case, the securities may be rejected, sold after the transfer, or moved to a brokerage account. If an ineligible security is transferred into a WFP account and subsequently sold or moved to a brokerage account, the Program Fee will be charged on that asset for the period of time it was held in the account.

ITEM 5 ACCOUNT REQUIREMENTS AND TYPES OF CLIENTS

A minimum account value of \$25,000 is generally required for the WFP. However, in certain instances, RIA will permit a lower minimum account size. The program is available for individuals and IRAs, trusts, estates, charitable organizations, state and municipal government entities, corporations and other business entities.

ITEM 6 PORTFOLIO MANAGER SELECTION AND EVALUATION

In the WFP, RIA and its IARs are responsible for the investment advice and management offered to clients. Each IAR managing a WFP account chooses his/her own research methods, investment strategy, and management philosophy, although RIA’s Investment Committee will provide general recommendations and guidance. It is important to note that no methodology or investment strategy

is guaranteed to be successful or profitable.

RIA generally requires that IARs involved in determining or giving investment advice have at least two years financial planning, advisory, or brokerage-related experience. Each IAR is also generally required to possess a FINRA Series 6, 7, 65, or 66 license (to the extent required). For more information about the IAR managing the account, client should refer to the biographies contained in the Brochure Supplement.

RIA does not calculate the performance record of its IARs but does monitor the performance of the WFP accounts. LPL provides clients with individual quarterly performance reports, which provides performance information.

RIA and its IARs do not accept performance-based fees under any of RIA's advisory programs.

ITEM 7 CLIENT INFORMATION PROVIDED TO PORTFOLIO MANAGERS

The IAR obtains the necessary financial data from the client and assists the client in setting an appropriate investment objective for the account. The IAR obtains this information through a client interview and/or by having the client complete a New Client Information Sheet and Risk Questionnaire. RIA also asks clients to contact the IAR if there have been any changes in the client's financial situation or investment objectives or if they wish to impose any reasonable restrictions on the management of the account or reasonably modify existing restrictions. Clients should be aware that the investment objective selected for the WFP is an overall objective for the entire account and may be inconsistent with a particular holding and the account's performance at any time. Clients should further be aware that achievement of the stated investment objective is a long-term goal for the account.

ITEM 8 CLIENT CONTACT WITH PORTFOLIO MANAGERS

RIA does not place any restrictions on a clients' ability to contact and consult with IARs.

ITEM 9 ADDITIONAL INFORMATION

Disciplinary Information

As an investment advisor regulated by the SEC, RIA has never been subject to any SEC enforcement orders.

Other Financial Industry Activities and Affiliations

In certain offices, the IARs operate under the company's assumed name of Bukaty Company's Financial Services. Because some of its IARs are registered as representatives of LPL, LPL has a duty to oversee and supervise RIA's activities. As a result, LPL provides RIA with tools to monitor the IARs trading activity, as well as other compliance and administrative tools and services.

Code of Ethics and Personal Trading

RIA has adopted a Code of Ethics that includes guidelines regarding personal securities transactions of its employees and IARs. The Code of Ethics permits RIA employees and IARs to invest for their own personal accounts in the same securities that RIA and IARs purchase for clients in program accounts. This presents a conflict of interest because trading by an employee or IAR in a personal securities account in the same security on or about the same time as trading by a client can disadvantage the client.

RIA addresses this conflict of interest by requiring in its Code of Ethics that RIA employees and IARs report certain personal securities transactions and holdings to RIA within ten (10) days of becoming associated with RIA. RIA has procedures to review personal trading accounts for front-running. Employees and IARs are also required to obtain pre-approval for investments in private placements and initial public offerings. A copy of RIA's Code of Ethics is available to clients and prospective clients upon request.

Review of Accounts

RIA's Investment Committee conducts a general review of its investment strategies - including a consideration of any political, market, and economic issues that may affect those strategies - every six weeks and communicates the results to the firms' investment advisor representatives and clients through a newsletter. However, the firm's VP of Investments and the IARs monitor market conditions on a daily basis. For those accounts being managed through RIA's home office, RIA's Investment Allocation Committee is responsible for researching specific investments.

As part of the initial negotiation a client's management agreement, the IAR and the client will discuss how frequently the parties will meet to conduct a formal investment review the accounts. Those meetings may take place on an annual, semi-annual or quarterly basis, depending upon the size of the account and the client's time commitment to participate in such reviews. Additional client reviews may be triggered by a specific client request or by a change in market or economic conditions.

While the IARs will periodically review the performance of their clients' investments, clients are advised that it remains their responsibility to advise the representatives of any changes in their investment factors, including their investment objectives, financial situation, or family and work situations.

Other Compensation

The IAR, RIA, and its employees may receive additional compensation from product sponsors. However, such compensation may not be tied to the sales of any products. Compensation may include such items as gifts valued at less than \$100 annually, an occasional dinner or ticket to a sporting event, or reimbursement in connection with educational meetings, client events or workshops, or marketing or advertising initiatives, including services for identifying prospective clients. Product sponsors may also pay for, or reimburse RIA for the costs associated with, education or training events that may be attended by RIA employees and IARs and for RIA-sponsored conferences and events. RIA also receives reimbursement from product sponsors for technology-related costs associated with investment proposal tools it makes available to its IARs for use with clients.

RIA and its IARs may have relationships with banks, accounting firms, and other entities that have agreed to provide client referrals. This may create a conflict of interest. However, before RIA will pay a referral fee, it will enter into a solicitor's agreement with that entity or individual and require the solicitor to provide each prospective client with a solicitor's disclosure form, which details the arrangement and notes RIA will not charge clients referred by a solicitor a higher fee than those for whom it is not required to pay a solicitor's fee. For clients referred by a bank, that disclosure form will also inform the client that RIA's investment advisory services are separate and distinct from any banking services, as well as the fact their investments will involve risk and will not be protected by the FDIC.

Financial Information and Custody

Registered investment advisers are required in some cases to provide certain financial information and or disclosures about financial condition. For example, if the firm requires prepayment of fees for six months in advance, has custody of client funds, or has a condition that is reasonably likely to impair its ability to meet its contractual commitments to its clients, it must make provide financial information and make disclosures. RIA has no financial or operating conditions which would trigger such additional reporting requirements.