



Form CRS Customer Relationship Summary, January 20, 2024

PrairieWood Capital, LLC DBA PrairieWood Wealth Management is registered with the Securities and Exchange Commission (SEC) as an Investment Adviser. Brokerage and investment advisory services and fees differ and it is important for you as a retail investor to understand the differences. Free and simple tools are available to research firms and financial professionals at Investor.gov/CRS, which also provides educational materials about broker-dealers, investment advisers, and investing.

What investment services and advice can you provide me?

We offer investment advisory services to retail investors, including wealth management, financial planning, and consulting. We generally manage your portfolio using a value investing strategy by allocating assets among various individual equities, exchange-traded funds, and mutual funds. Investment management is provided on a discretionary basis. Discretionary means the trading activity within your account is entered by us without receiving prior authorization for each trade. You may impose restrictions on the securities or types of securities in which you would like us to invest. We monitor your account at least quarterly. We will offer you advice on a regular basis and contact you at least annually to discuss your portfolio. Although we do not have a minimum account size, we may implement a minimum fee. We generally provide investment advice and financial planning to individuals with a net worth of \$1,000,000 to \$50,000,000. We also work with families earning over \$300,000 annually who do not have a \$1,000,000 net worth yet, but are well on their way and are experiencing the same challenges around financial planning, tax strategy, and investment management. We do not restrict our advice to limited types of products or investments.

Our financial planning and consulting services offer individualized advice. For these services, we will customize and manage a portfolio based upon the recommendations from a comprehensive investment plan. We also prepare tax returns and provide payroll support for a select group of individuals and businesses.

For additional information, please see our Form ADV Part 2A brochure Items 4, 5 and 7, which is available online at: <https://adviserinfo.sec.gov/firm/summary/149007>.

Conversation Starters. Questions to Ask Us:

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

What fees will I pay?

We offer our services on a fee basis, which may include flat fees, as well as fees based upon assets under management. We provide investment management services for an annual fee, which is negotiable and varies between 0.50% and 1.50% depending upon the market value of the assets under management. For new accounts or additional investments made, the fee is pro-rated based on the number of days the account has been invested. The more assets you have in your advisory account, the more you will pay us. Therefore, we have an incentive to increase the assets in your advisory account in order to increase our fees. Our fees are prorated and charged quarterly, in arrears, and automatically deducted from your account, which will reduce the value of your account.

Tax preparation is provided on a flat fee basis ranging from negotiable to \$5,000 and payroll support services are provided at a fee up to \$500 per quarter. These fees are invoiced after the services have been performed.

The custodian/broker-dealer that holds your assets may charge you a transaction fee when we buy or sell an investment for you. These transaction fees are in addition to our fees. You may also pay charges imposed by the custodian/broker-dealer for custodial fees, account maintenance fees, fees related to mutual funds and variable annuities, and other product-level fees.

You will pay fees and costs whether you make or lose money on your investments. Fees and costs will reduce any amount of money you make on your investments over time. Please make sure you understand what fees and costs you are paying.

For additional information, please see our Form ADV Part 2A brochure Items 5 and 12, which is available online at:

<https://adviserinfo.sec.gov/firm/summary/149007>

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

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

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

We recommend that you establish an account with a third-party independent custodian. We receive research products and services from the custodian to assist us in the performance of our investment decision-making responsibilities. These arrangements present a conflict of interest in that we have a financial incentive to recommend that you maintain your account with the custodian for the availability of these products and services and not solely on the nature, cost, or quality of custody and brokerage services provided by the custodian.

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

For additional information, please see our Form ADV Part 2A brochure Items 5, 10, 12, and 14, which is available online at:

<https://adviserinfo.sec.gov/firm/summary/149007>.

How do your financial professionals make money?

Our financial professionals are compensated by a salary based on their duties and the revenue our firm earns from its wealth management, financial planning, or consulting services.

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

No, our firm or financial professionals do not have any legal or disciplinary history. Visit investor.gov/CRS for a free and simple search tool to research us and our financial professionals.

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

For additional information about our services, you may visit the SEC's website at adviserinfo.sec.gov by searching CRD #149007. If you would like additional, up-to-date information or a copy of this disclosure, please contact our firm at (701) 234-0521.

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

Exhibit 1

Changes From Prior Version:

We changed the following sentence from:

We do require a minimum account size of \$500,000; however, we may negotiate to waive/reduce our stated account minimum or fees.

To:

Although we do not have a minimum account size, we may implement a minimum fee. We generally provide investment advice and financial planning to individuals with a net worth of \$1,000,000 to \$50,000,000. We also work with families earning over \$300,000 annually who do not have a \$1,000,000 net worth yet, but are well on their way and are experiencing the same challenges around financial planning, tax strategy, and investment management.

We changed the following sentence from:

For these services, we will customize and manage a portfolio based upon the recommendations from a comprehensive **financial** plan.

To:

For these services, we will customize and manage a portfolio based upon the recommendations from a comprehensive **investment** plan.

We changed the following sentence from:

We provide investment management services for an annual fee, which is negotiable and varies between **0.70%** and 1.50% depending upon the market value of the assets under management.

To:

We provide investment management services for an annual fee, which is negotiable and varies between **0.50%** and 1.50% depending upon the market value of the assets under management.

We changed the following sentence from:

Tax preparation is provided on a flat fee basis ranging from negotiable to \$3,000 and payroll support services are provided at \$250 per quarter.

To:

Tax preparation is provided on a flat fee basis ranging from negotiable to \$5,000 and payroll support services are provided at a fee up to \$500 per quarter.