

Item 1. Introduction

VergePointe Wealth Management, LLC (“VWM” “we” “us” and “Advisor”) is registered as an investment advisor with the Securities and Exchange Commission. Brokerage and investment advisory services and fees differ, and it is important for you to understand the differences. Free and simple tools are available to research firms and financial professionals at [Investor.gov/CRS](https://Investor.gov/CRS), which also provides educational materials about broker-dealers, investment advisers, and investing.

Item 2. Relationships and Services.

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

Our investment advisory services include development of client specific strategic asset allocation plans, security and investment product (or manager) due diligence and recommendation, investment implementation, monitoring and portfolio rebalancing activities, ongoing supervision of investments and regular client investment and performance reporting. We also provide or coordinate financial and related services.

We meet with clients as needed to review portfolio performance, discuss current issues, and re-assess goals and plans. While the underlying securities within accounts are routinely monitored, client accounts are formally reviewed at least quarterly. Accounts are reviewed in the context of each client's stated investment objectives and guidelines.

Most of our clients choose a “discretionary” relationship that allows us to buy and sell investments in your account without asking you in advance. In some limited circumstances, clients grant us “non-discretionary” authority to execute investment recommendations. Non-discretionary authority requires us to obtain your approval for specific transactions prior to executing investment recommendations.

**Conversation Starters:** We encourage you to ask our financial professionals these key questions about our investment services and accounts.

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

Item 3. Fees, Costs, Conflicts, and Standard of Conduct

**What fees will I pay?**

Depending on the service or services provided, fees are based on a percentage of Assets Under Management (“AUM”), an hourly rate, a fixed-fee basis, or a combination of these fee structures. Fees are negotiable. Our fee is provided in your Investment Advisory Agreement based upon a tiered schedule from 0.50% to 1.25%. The fee is calculated monthly or quarterly, in advance, and will be equal to the respective percentage per annum based on the market value of your account(s) on the last trading day of the previous month or quarter.

We also offer investment consultation or financial planning services at an hourly rate or for a fixed fee. Hourly fees may range from \$210 to \$570 per hour. Fixed fee pricing is developed on a project-by-project basis for each client, depending on the scope of work performed.

The more assets you have in the advisory account, including cash, the more you will pay us. We therefore have an incentive to increase the assets in your account in order to increase our fees. You pay our fee monthly or quarterly regardless of whether we buy or sell securities within that month or quarter. Our fees are exclusive of transaction fees, custodial fees, and direct investment manager fees for all client investments, including for example brokerage commissions, custodial fees, management fees or costs of mutual funds, exchange traded funds, managed accounts, investment partnerships or similar.

***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.***

***Conversation Starter:*** We encourage you to ask us any questions you may have regarding our fees or how cost from third parties such as custodians or mutual funds affect your account. For example, start a conversation by asking, “*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:

Example 1: Your account value goes up, and while the management fee percentage may stay the same, the total compensation you pay us goes up proportionately. Example 2: Your account value goes down, but you continue to pay a management fee proportional to your assets under management. The total compensation you pay us goes down.

Principals of VWM are also owners of and principals in VergePointe, LLP (a CPA and Consulting firm); VergePointe Transactions, LLC (a business advisory firm); and VergePointe Capital, LLC (which acts as a general partner of our Affiliated Funds). Accounting, business advisory, and private equity related business may be transacted with our advisory clients. As such, our principals may receive compensation for recommending and/or providing those services or placements. The receipt of additional fees by an Affiliated Entity or individuals associated with VMW presents a conflict of interest. As fiduciaries, we must act primarily for the benefit of our investment advisory clients. As such, we will only transact Affiliated Firm business with clients when there is a full disclosure of the conflict of interest and a separate, client reviewed and approved, set of documents outlining suitability and client accreditation (as applicable).

***Conversation Starter:*** If you have any questions regarding conflicts of interests, please feel free to ask us. You can begin a conversation by asking, “*How might your conflicts of interest affect me, and how will you address them?*”

**How do your financial professionals make money?**

Generally, our financial professionals are compensated based on the total revenue they derive from fees generated from the client accounts; however, some financial professionals are paid a salary and discretionary bonus. More detailed information, including fee schedules and conflicts and disclosures are available in our ADV Part 2A Firm Brochure, which is available at: <https://www.vergepointe.com/wp-content/uploads/2023/01/Form-ADV-Combined.pdf>.

#### Item 4. Disciplinary History

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

Firm – No. Financial Professionals – Yes. We encourage you to visit [Investor.gov/CRS](https://www.investor.gov/crs) for a free and simple search tool to research any of our financial professionals.

***Conversation Starter:*** In addition, feel free to ask: “*As a financial professional, do you have any disciplinary history? For what type of conduct?*”

#### Item 5. Additional Information

***You can find additional information regarding VWM and receive a copy of this relationship summary by going on our website at [www.vergepointe.com](https://www.vergepointe.com) or by contacting (503) 684-0100. We are always available to answer any of your questions.***

***Conversation Starter:*** If you do have any concerns, please let us know by asking the following questions: “*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?*”

## Summary of Material Changes

This Client Relationship Summary reflects the following material changes from the last version dated September 8, 2023:

- Item 3: Our hourly fee range for investment consultation or financial planning services was changed to \$210 to \$570.