

Brochure

Form ADV Part 2A

Item 1 - Cover Page

West Paces Advisors, Inc.

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February 14, 2019

This Brochure provides information about the qualifications and business practices of West Paces Advisors, Inc. If you have any questions about the contents of this brochure, please contact us at (404) 478-3030 or jpv@westpacesadvisors.com. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state authority.

West Paces Advisors, Inc. is an investment advisory firm registered with the appropriate regulatory authority. Registration does not imply a certain level of skill or training. Additional information about West Paces Advisors, Inc. also is available on the SEC's website at www.AdviserInfo.sec.gov.

Item 2 - Material Changes

This Brochure is prepared in the revised format required beginning in 2011. Registered Investment Advisers are required to use this format to inform clients of the nature of advisory services provided, types of clients served, fees charged, potential conflicts of interest and other information. The Brochure requirements include the annual provision of a Summary of Material Changes (the "Summary") reflecting any material changes to our policies, practices, or conflicts of interest made since our last required "annual update" filing. In the event of any material changes, such Summary is provided to all clients within 120 days of our fiscal year-end. Our last filing was made on January 26, 2018. Of course the complete Brochure is available to clients at any time upon request.

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Item 4 - Advisory Business

General Information

West Paces Advisors, Inc.¹ (“WPA”) was formed in 2015, and provides investment program management and wealth advisory services as well as financial oversight services for portfolios managed by other advisors or corporate fiduciaries.

John P. Viani, John F. Oglesby and G. Andrew Crews are the principal owners of WPA. Please see ***Brochure Supplements***, Exhibit A, for more information on these principal owners and other individuals who formulate investment advice and have direct contact with clients, or have discretionary authority over client accounts.

As of December 31, 2018, WPA managed \$408,826,199 on a discretionary basis, and \$280,148 on a non-discretionary basis.

SERVICES PROVIDED

At the outset of each client relationship, WPA spends time with the client, asking questions about the client’s financial circumstances, his/her short and long term financial goals, and their personal investing experience. WPA may also build a client balance sheet and analyze existing portfolio statements. Based on its reviews, WPA generally develops a customized “Investment Program” for each client. The Investment Program is a reflection of the client’s current financial picture and a look to the future goals of the client. The Investment Program outlines the portfolio structure, asset allocation and investment strategies that WPA will utilize on behalf of the client to meet their goals.

Portfolio Management

To implement the client’s Investment Program, WPA will manage the client’s investment portfolio on a discretionary basis. As a discretionary investment adviser, WPA will have the authority to supervise and direct the portfolio without prior consultation with the client. Notwithstanding the foregoing, clients may impose certain written restrictions on WPA in the management of their investment portfolios, such as prohibiting the inclusion of certain asset classes or securities in an investment portfolio or prohibiting the sale of certain investments held in the account at the commencement of the relationship.

WPA employs a variety of traditional asset and sub-asset classes when building client portfolios, and where client circumstances permit, may suggest other asset classes that are non-traditional or otherwise limited to accredited/qualified investors. WPA will implement client investment programs via index, engineered, or active management investment strategies and will utilize 3rd party separate account managers as needed.

Third Party Advisors – Strategy Services

From time to time and as appropriate in light of client circumstances, WPA may, in its discretion, engage third party advisors to provide model portfolios, stock selection, and other investment strategy or research services. Strategy Services are usually applied only to a portion of a client’s account(s), but this determination is made on a case by case basis.

¹ West Paces Advisors was originally formed as a Limited Liability Corporation, but internally reorganized to a Sub Chapter S Corporation effective January 1, 2018.

Separate Account Managers

As noted above, WPA may recommend the use of one or more Separate Account Managers, each a "Manager". WPA will select or recommend the Manager(s) it deems most appropriate for the client. Factors that WPA considers in recommending/selecting Managers generally include the client's stated investment objective(s), management style, continuity at Manager firm, long-term performance, risk level, reputation, financial strength, reporting, pricing and research.

The Manager(s) will generally be granted discretionary trading authority to provide investment supervisory services for the portfolio. Under certain circumstances, WPA retains the authority to terminate the Manager's relationship or to add new Managers without specific client consent. In other cases, the client will ultimately select one or more Managers recommended by WPA. Fees paid to such Manager(s) are separate from and in addition to the advisory fee assessed by WPA.

In any case, with respect to assets managed by a Manager, WPA's role will be to monitor the overall financial situation of the client, to monitor the investment approach and performance of the Manager(s), and to assist the client in understanding the investments of the portfolio.

Trusted Advisor Services

WPA will accept engagements to provide financial oversight for portfolios managed by other advisors or corporate fiduciaries. Services may include account aggregation, consolidated asset allocation reporting, consolidated performance reporting as well as general financial planning and legacy planning. WPA will not be responsible for the investment management of these assets.

Wealth Advisory Services

WPA also advises clients on items such as estate planning, charitable gifting and generational wealth transfer.

Retirement Plan Advisory Services

Establishing a sound fiduciary governance process is vital to good decision-making and to ensuring that prudent procedural steps are followed in making investment decisions. WPA will provide Retirement Plan consulting services to Plans and Plan Fiduciaries as described below. The particular services provided will be detailed in the consulting agreement. The appropriate Plan Fiduciary(ies) designated in the Plan documents (e.g., the Plan sponsor or named fiduciary) will (i) make the decision to retain our firm; (ii) agree to the scope of the services that we will provide; and (iii) make the ultimate decision as to accepting any of the recommendations that we may provide. The Plan Fiduciaries are free to seek independent advice about the appropriateness of any recommended services for the Plan. Retirement Plan consulting services may be offered individually or as part of a comprehensive suite of services.

The Employee Retirement Income Security Act of 1974 ("ERISA") sets forth rules under which Plan Fiduciaries may retain investment advisers for various types of services with respect to Plan assets. For certain services, WPA will be considered a fiduciary under ERISA. For example, WPA will act as an ERISA § 3(21) fiduciary when providing non-discretionary investment advice to the Plan Fiduciaries by recommending a suite of investments as choices among which Plan Participants may select. Also, to the extent that the Plan Fiduciaries retain WPA to act as an investment manager within the meaning of ERISA § 3(38), WPA will provide discretionary investment management services to the Plan.

With respect to any account for which WPA meets the definition of a fiduciary under Department Of Labor rules, WPA acknowledges that both WPA and its Related Persons are acting as fiduciaries. Additional disclosure may be found elsewhere in this Brochure or in the written agreement between WPA and Client.

Fiduciary Management Services

- *Discretionary Management Services*

When retained as an investment manager within the meaning of ERISA § 3(38), WPA provides continuous and ongoing supervision over the designated retirement plan assets. WPA will actively monitor the designated retirement plan assets and provide ongoing management of the assets. When applicable, WPA will have discretionary authority to make all decisions to buy, sell or hold securities, cash or other investments for the designated retirement plan assets in our sole discretion without first consulting with the Plan Fiduciaries. We also have the power and authority to carry out these decisions by giving instructions, on your behalf, to brokers and dealers and the qualified custodian(s) of the Plan for our management of the designated retirement plan assets.

- *Discretionary Investment Selection Services*

WPA will monitor the investment options of the Plan and add or remove investment options for the Plan without prior consultation with the Plan Fiduciaries. WPA will have discretionary authority to make and implement all decisions regarding the investment options that are available to Plan Participants.

- *Investment Management via Model Portfolios.*

WPA will provide discretionary management of Model Portfolios among which the participants may choose to invest as Plan options. Plan Participants will also have the option of investing only in options that do not include Model Portfolios (i.e., the Plan Participants may elect to invest in one or more of the mutual fund options made available in the Plan, and choose not to invest in the Model Portfolios at all).

Item 5 - Fees and Compensation

General Fee Information

Advisory fees paid to WPA are exclusive of all custodial and transaction costs paid to the client's custodian, brokers or other third party consultants. Please see ***Item 12 – Brokerage Practices*** for additional information. Advisory fees paid to WPA are also separate and distinct from the fees and expenses charged by mutual funds, ETFs (exchange traded funds) or other investment pools to their shareholders (generally including a management fee and fund expenses, as described in each fund's prospectus or offering materials). WPA seeks to provide transparency to its clients regarding their total Investment Program costs and will provide information so the client is able to fully understand the total amount of fees paid by the client for advisory and investment-related services. WPA receives no direct or indirect compensation based on the securities or funds used to construct our clients' investment programs or through fee sharing with sub-advisors.

Investment Management Services Fees

Base Fee

The annual fee schedule, based on a percentage of assets under management, is as follows:

First \$2,000,000	1.00%
Next \$3,000,000	0.75%
Balance over \$5,000,000	0.50%

The minimum portfolio value is generally set at \$2,000,000. WPA may, at its discretion, make exceptions to the foregoing or negotiate special fee arrangements where WPA deems it appropriate under the circumstances.

Portfolio management fees are generally payable quarterly, in advance. If management begins after the start of a quarter, fees will be prorated accordingly. With client authorization, unless other arrangements are made fees are normally debited directly from client account(s).

Either WPA or the client may terminate their Investment Advisory Agreement at any time, subject to any written notice requirements in the agreement. In the event of termination, any paid but unearned fees will be promptly refunded to the client based on the number of days that the account was managed, and any fees due to WPA from the client will be invoiced or deducted from the client's account prior to termination.

Separate Account Manager Fees

In instances where the services of a Separate Account Manager are utilized, the Manager's fees will be charged in addition to WPA's fee, and will be detailed in the Management Agreement signed by the client.

Trusted Advisor Fees (exclusive of investment management)

When WPA provides Trusted Advisor services, fees are based on a percentage of the assets under WPA's oversight, as follows:

First \$25 million – 0.25%
Next \$75 million – 0.10%
Remainder above \$100 million – 0.05%

Trusted Advisor fees are generally payable quarterly, in advance. If the engagement begins after the start of a quarter, fees will be prorated accordingly. Generally, with client authorization, fees are debited directly from client account(s), unless alternative arrangements are made. Either WPA or the client may terminate the Trusted Advisor agreement at any time, subject to any written notice requirements in the agreement. In the event of termination, any paid but unearned fees will be promptly refunded to the client based on the number of days that the assets were overseen, and any fees due to WPA will be invoiced to the client.

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

WPA does not have any performance-based fee arrangements. "Side-by-side management" refers to a situation in which the same firm manages accounts that are billed based on a percentage of assets under management and at the same time manages other accounts for which fees are assessed on a performance fee basis. Because WPA has no performance-based fee accounts, it has no side-by-side management.

Item 7 - Types of Clients

WPA provides investment management and financial advisory services to high net worth individuals and families (including trusts and estates), endowments, foundations, pension and profit sharing plans and other institutional investors. With some exceptions, the minimum portfolio value eligible for conventional investment management services is \$2,000,000. Under certain circumstances and in its sole discretion, WPA may negotiate such minimums.

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

Methods of Analysis

In accordance with the Investment Program, WPA will invest client assets in a diversified portfolio of risk and liquidity asset classes. The risk asset category includes publicly traded US and international stocks, publicly traded real estate investment trusts ("REITS"), master limited partnerships ("MLPs"), commodities, high yield bonds, and intermediate to long term government, corporate and municipal bonds.

The liquidity category includes cash and short-term high quality fixed income securities (generally maturities under 3 years), which may be used as a strategic investment, as an instrument to provide liquidity or income needs for a portfolio, or to add a component of capital preservation. WPA will generally evaluate and select individual bonds or bond funds based on a number of factors including, without limitation, rating, yield and duration. The types of fixed income securities to be used include US/international sovereign bonds, corporate, municipal and inflation index bonds.

In certain circumstances, where appropriate for qualified or accredited investors, WPA may advise clients to invest a portion of the risk assets in private placements, including: Private Equity, Private Real Estate or Hedge Fund strategies.

When appropriate in light client circumstances, one or more 3rd party managers may be selected or recommended to manage all or a portion of a client's portfolio.

Investment Strategies

WPA's strategic approach is to invest each portfolio in accordance with the Investment Program that has been developed specifically for each client. WPA will implement its strategy via index, engineered, or active management and will utilize 3rd party strategy services and/or separate account managers as needed.

In most circumstances WPA employs a long-term investing strategy, which means that securities are purchased with the expectation that the value of those securities will grow over a relatively long period of time, generally greater than one year or longer. When market conditions or stock price movements present opportunities for short-term gains, however, WPA may take advantage of such opportunities.

As noted in **Items 4 and 5**, WPA may engage third party advisors to provide model portfolios, stock selection, and other investment strategy or research services with respect to all or a portion of a client's account.

Risk of Loss

While WPA seeks to diversify clients' investment portfolios across various asset classes consistent with their investment Program, all investment portfolios are subject to risks. Accordingly, there can be no assurance that client investment portfolios will be able to fully meet their investment objectives and goals, or that investments will not lose money.

Below is a description of several of the principal risks that client investment portfolios face.

Management Risks. While WPA manages client investment portfolios, or recommends one or more Managers, based on WPA's experience, research and proprietary methods, the value of client investment portfolios will change daily based on the performance of the underlying securities in which they are invested. Accordingly, client investment portfolios are subject to the risk that WPA or a Manager

allocates client assets to individual securities and/or asset classes that are adversely affected by unanticipated market movements, and the risk that WPA's specific investment choices could underperform their relevant indexes.

Equity Market Risks. WPA and any Manager(s) will generally invest portions of client assets directly into equity investments, primarily stocks, or into pooled investment funds that invest in the stock market. As noted above, while pooled investments have diversified portfolios that may make them less risky than investments in individual securities, funds that invest in stocks and other equity securities are nevertheless subject to the risks of the stock market. These risks include, without limitation, the risks that stock values will decline due to daily fluctuations in the markets, and that stock values will decline over longer periods (e.g., bear markets) due to general market declines in the stock prices for all companies, regardless of any individual security's prospects.

Fixed Income Risks. WPA and any Manager(s) may invest portions of client assets directly into fixed income instruments, such as bonds and notes, or may invest in pooled investment funds that invest in bonds and notes. While investing in fixed income instruments, either directly or through pooled investment funds, is generally less volatile than investing in stock (equity) markets, fixed income investments nevertheless are subject to risks. These risks include, without limitation, interest rate risks (risks that changes in interest rates will devalue the investments), credit risks (risks of default by borrowers), or maturity risk (risks that bonds or notes will change value from the time of issuance to maturity).

Foreign Securities Risks. WPA and any Manager(s) may invest portions of client assets into pooled investment funds that invest internationally. While foreign investments are important to the diversification of client investment portfolios, they carry risks that may be different from U.S. investments. For example, foreign investments may not be subject to uniform audit, financial reporting or disclosure standards, practices or requirements comparable to those found in the U.S. Foreign investments are also subject to foreign withholding taxes and the risk of adverse changes in investment or exchange control regulations. Finally, foreign investments may involve currency risk, which is the risk that the value of the foreign security will decrease due to changes in the relative value of the U.S. dollar and the security's underlying foreign currency.

Risks of Investments in Mutual Funds, ETFs and Other Investment Pools. , WPA or a Manager(s) may invest portions of client portfolios in mutual funds, ETFs and other investment pools ("pooled investment funds"). Investments in pooled investment funds are generally less risky than investing in individual securities because of their diversified portfolios; however, these investments are still subject to risks associated with the markets in which they invest. In addition, pooled investment funds' success will be related to the skills of their particular managers and their performance in managing their funds. Pooled investment funds are also subject to risks due to regulatory restrictions applicable to registered investment companies under the Investment Company Act of 1940.

Risks Related to Private Placement Vehicles. From time to time and as appropriate, WPA may invest a portion of a client's portfolio in alternative vehicles. The value of client portfolios will be based in part on the value of alternative investment vehicles in which they are invested, the success of each of which will depend heavily upon the efforts of their respective Managers. When the investment objectives and strategies of a Manager are out of favor in the market or a Manager makes unsuccessful investment decisions, the alternative investment vehicles managed by the Manager may lose money. A client account may lose a substantial percentage of its value if the investment objectives and strategies of many or most of the alternative investment vehicles in which it is invested are out of favor at the same time, or many or most of the Managers make unsuccessful investment decisions at the same time.

Item 9 - Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to a client's evaluation of WPA or the integrity of WPA's management. WPA has no disciplinary events to report.

Item 10 - Other Financial Industry Activities and Affiliations

Neither WPA nor its Management Persons have any other financial industry activities or affiliations to report.

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

Code of Ethics and Personal Trading

WPA has adopted a Code of Ethics ("the Code"), the full text of which is available to you upon request. WPA's Code has several goals. First, the Code is designed to assist WPA in complying with applicable laws and regulations governing its investment advisory business. Under the Investment Advisers Act of 1940, WPA owes fiduciary duties to its clients. Pursuant to these fiduciary duties, the Code requires persons associated with WPA (managers, officers and employees) to act with honesty, good faith and fair dealing in working with clients. In addition, the Code prohibits such associated persons from trading or otherwise acting on insider information.

Next, the Code sets forth guidelines for professional standards for WPA's associated persons. Under the Code's Professional Standards, WPA expects its associated persons to put the interests of its clients first, ahead of personal interests. In this regard, WPA associated persons are not to take inappropriate advantage of their positions in relation to WPA clients.

Third, the Code sets forth policies and procedures to monitor and review the personal trading activities of associated persons. From time to time WPA's associated persons may invest in the same securities recommended to clients. Under its Code, WPA has adopted procedures designed to reduce or eliminate conflicts of interest that this could potentially cause. The Code's personal trading policies include procedures for limitations on personal securities transactions of associated persons, reporting and review of such trading and pre-clearance of certain types of personal trading activities. These policies are designed to discourage and prohibit personal trading that would disadvantage clients. The Code also provides for disciplinary action as appropriate for violations.

Participation or Interest in Client Transactions

Because associated persons may invest in the same securities as those held in client accounts, WPA has established a policy requiring its associated persons to pre-clear transactions in some types of securities with the Chief Compliance Officer. The goal of this policy is to avoid any conflicts of interest that arise in these situations. Some types of securities, such as CDs, treasury obligations and open-end mutual funds are exempt from this pre-clearance requirement. However, in the event of other identified potential trading conflicts of interest, WPA's goal is to place client interests first.

Consistent with the foregoing, WPA maintains policies regarding participation in initial public offerings ("IPOs") and private placements to comply with applicable laws and avoid conflicts with client transactions. If a WPA associated person wishes to participate in an IPO or invest in a private placement, he or she must submit a pre-clearance request and obtain the approval of the Chief Compliance Officer.

Finally, if associated persons trade with client accounts (i.e., in a bundled or aggregated trade), and the trade is not filled in its entirety, the associated person's shares will be removed from the block, and the balance of shares will be allocated among client accounts in accordance with WPA's written policy.

Item 12 - Brokerage Practices

Best Execution and Benefits of Brokerage Selection

When given discretion to select the brokerage firm that will execute orders in client accounts, WPA seeks "best execution" for client trades, which is a combination of a number of factors, including, without limitation, quality of execution, services provided and commission rates. Therefore, WPA may use or recommend the use of brokers who do not charge the lowest available commission in the recognition of research and securities transaction services, or quality of execution. Research services received with transactions may include proprietary or third party research (or any combination), and may be used in servicing any or all of WPA's clients. Therefore, research services received may not be used for the account for which the particular transaction was effected.

WPA recommends that clients establish brokerage accounts with Charles Schwab & Co., Inc. ("Schwab"), a FINRA registered broker-dealer, member SIPC, as the qualified custodian to maintain custody of clients' assets, and the majority of WPA's client accounts are currently held at Schwab. WPA may also effect trades for client accounts at Schwab, or may in some instances, consistent with WPA's duty of best execution and specific agreement with each client, elect to execute trades elsewhere. Although WPA may recommend that clients establish accounts at Schwab, it is ultimately the client's decision to custody assets with Schwab. WPA is independently owned and operated and is not affiliated with Schwab.

Schwab Advisor Services provides WPA with access to its institutional trading, custody, reporting and related services, which are typically not available to Schwab retail investors. Schwab also makes available various support services. Some of those services help WPA manage or administer our clients' accounts while others help WPA manage and grow our business. These services generally are available to independent investment advisors on an unsolicited basis, at no charge to them, and are made available based on the aggregate value of each Advisor's client assets held at Schwab. These services are not soft dollar arrangements, but are part of the institutional platform offered to advisors by Schwab. Schwab's brokerage services include the execution of securities transactions, 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.

For WPA client accounts maintained in its custody, Schwab generally does not charge separately for custody services but is compensated by account holders through commissions and other transaction-related or asset-based fees for securities trades that are executed through Schwab or that settle into Schwab accounts. Schwab Advisor Services also makes available to WPA other products and services that benefit WPA but may not directly benefit its clients' accounts. Many of these products and services may be used to service all or some substantial number of WPA accounts, including accounts not maintained at Schwab.

Schwab's products and services that assist WPA in managing and administering clients' accounts include software and other technology that (i) provide access to client account data (such as trade confirmations and account statements); (ii) facilitate trade execution and allocate aggregated trade orders for multiple client accounts; (iii) provide pricing and other market data; (iv) facilitate payment of WPA's fees from its clients' accounts; and (v) assist with back-office functions, recordkeeping and client reporting.

Schwab Advisor Services also offers other services intended to help WPA manage and further develop its business enterprise. These services may include: (i) technology compliance, legal and business consulting; (ii) publications and conferences on practice management and business succession; and (iii) access to employee benefits providers, human capital consultants and insurance providers. Schwab may make available, arrange and/or pay third-party vendors for the types of services rendered to WPA. Schwab Advisor Services 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 WPA. Schwab Advisor Services may also provide other benefits such as educational events or occasional business entertainment of WPA personnel. In evaluating whether to recommend that clients custody their assets at Schwab, WPA may take into account the availability of some of the foregoing products and services and other arrangements as part of the total mix of factors it considers and not solely on the nature, cost or quality of custody and brokerage services provided by Schwab, which may create a potential conflict of interest. Because the value of benefits afforded to WPA and/or its clients may increase based on the total in client assets held at Schwab, WPA has an incentive to encourage its clients to move their accounts to Schwab. However this conflict of interest is mitigated by (1) the efficiency and economies of scale produced by concentrating client accounts at one custodian and (2) the fact that certain benefits inure directly to WPA clients, such as Schwab's reimbursement of transfer fees assessed by other custodians when accounts are moved to Schwab.

Directed Brokerage

WPA does not generally allow directed brokerage accounts.

Aggregated Trade Policy

WPA may enter trades as a block where possible and when advantageous to clients whose accounts have a need to buy or sell shares of the same security. This method permits the trading of aggregate blocks of securities composed of assets from multiple client accounts. It allows WPA to execute trades in a timely, equitable manner, and may reduce overall costs to clients.

WPA will only aggregate transactions when it believes that aggregation is consistent with its duty to seek best execution (which includes the duty to seek best price) for its clients, and is consistent with the terms of WPA's Investment Advisory Agreement with each client for which trades are being aggregated. No advisory client will be favored over any other client; each client that participates in an aggregated order will participate at the average share price for all WPA's transactions in a given security on a given business day. Transaction costs for participating accounts will be assessed at the custodian's commission rate applicable to each account; therefore, transaction costs may vary among accounts. Accounts may be excluded from a block due to tax considerations, client direction or other factors making the account's participation ineligible or impractical.

WPA will prepare, before entering an aggregated order, a written statement ("Allocation Statement") specifying the participating client accounts and how it intends to allocate the order among those clients. If the aggregated order is filled in its entirety, it will be allocated among clients in accordance with the Allocation Statement. If the order is partially filled, it will generally be allocated pro-rata, based on the Allocation Statement, or randomly in certain circumstances. Notwithstanding the foregoing, the order may be allocated on a basis different from that specified in the Allocation Statement if all client accounts receive fair and equitable treatment, and the reason for different allocation is explained in writing and is approved by an appropriate individual/officer of WPA. WPA's books and records will separately reflect, for each client account included in a block trade, the securities held by and bought and sold for that account. Funds and securities of clients whose orders are aggregated will be deposited with one or more banks or broker-dealers, and neither the clients' cash nor their securities will be held collectively any longer than is necessary to settle the transaction on a delivery versus payment basis; cash or

securities held collectively for clients will be delivered out to the custodian bank or broker-dealer as soon as practicable following the settlement, and WPA will receive no additional compensation or remuneration of any kind as a result of the proposed aggregation.

Item 13 - Review of Accounts

Managed portfolios are reviewed at least quarterly, but may be reviewed more often if requested by the client, upon receipt of information material to the management of the portfolio, or at any time such review is deemed necessary or advisable by WPA. These factors generally include, but are not limited to, the following: change in general client circumstances (marriage, divorce, retirement); or economic, political or market conditions. John Viani, John Oglesby, Andrew Crews and Geoff Gober are all principals of West Paces Advisors and all review accounts.

Account custodians are responsible for providing monthly or quarterly account statements which reflect the positions (and current pricing) in each account as well as transactions in each account, including fees paid from an account. Account custodians also provide prompt confirmation of all trading activity, and year-end tax statements, such as 1099 forms. WPA may provide additional written reports as needed or requested by the client.

Item 14 - Client Referrals and Other Compensation

As noted above, WPA receives an economic benefit from Schwab in the form of support products and services it makes available to WPA and other independent investment advisors whose clients maintain accounts at Schwab. These products and services, how they benefit our firm, and the related conflicts of interest are described in ***Item 12 - Brokerage Practices***. The availability of Schwab's products and services to WPA is based solely on our participation in the programs and not in the provision of any particular investment advice. Neither Schwab nor any other party is paid to refer clients to WPA.

Item 15 - Custody

Schwab is the custodian of nearly all client accounts at WPA. From time to time however, clients may select an alternate broker to hold accounts in custody. In any case, it is the custodian's responsibility to provide clients with confirmations of trading activity, tax forms and at least quarterly account statements. Clients are advised to review this information carefully, and to notify WPA of any questions or concerns. Clients are also asked to promptly notify WPA if the custodian fails to provide statements on each account held.

From time to time and in accordance with WPA's agreement with clients, WPA will provide additional reports. The account balances reflected on these reports should be compared to the balances shown on the brokerage statements to ensure accuracy. At times there may be small differences due to the timing of dividend reporting, pending trades or other similar issues.

Item 16 - Investment Discretion

As described above under ***Item 4 - Advisory Business***, WPA manages portfolios on a discretionary basis. This means that after an Investment Program is developed for the client's investment portfolio, WPA will execute that plan without specific consent from the client for each transaction. For discretionary accounts, a Limited Power of Attorney ("LPOA") is executed by the client, giving WPA the authority to carry out various activities in the account, generally including the following: trade execution; the ability to request checks on behalf of the client; and, the withdrawal of advisory fees directly from the account.

WPA then directs investment of the client's portfolio using its discretionary authority. The client may limit the terms of the LPOA to the extent consistent with the client's investment advisory agreement with WPA and the requirements of the client's custodian. The discretionary relationship is further described in the agreement between WPA and the client.

Item 17 - Voting Client Securities

As a policy and in accordance with WPA's client agreement, WPA does not vote proxies related to securities held in client accounts. The custodian of the account will normally provide proxy materials directly to the client. Clients may contact WPA with questions relating to proxy procedures and proposals; however, WPA generally does not research particular proxy proposals.

Item 18 - Financial Information

WPA does not require nor solicit prepayment of more than \$1,200 in fees per client, six months or more in advance, and therefore has no disclosure with respect to this item.

Set forth below is the Summary of Material Changes for West Paces Advisors, Inc.:

Date of Change	Description of Item
February 2018	Geoff Gober joined West Paces Advisors as an advisor and is a Principal of the firm. Please see <i>Exhibit A - Brochure Supplement</i> for more information on Mr. Gober.

Exhibit A

Brochure Supplement

Form ADV Part 2B

Item 1 - Cover Page

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of

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February 14, 2019

This brochure supplement provides information about John Viani, and supplements the West Paces Advisors, Inc. ("West Paces Advisors") brochure. You should have received a copy of that brochure. Please contact us at (404) 478-3030 if you did not receive West Paces Advisors' brochure, or if you have any questions about the contents of this supplement.

Item 2 - Educational Background and Business Experience

John P. Viani (year of birth 1955) is a Founder and Principal of West Paces Advisors and also serves as the Chief Compliance Officer. Prior to the formation of the firm in 2015, Mr. Viani was a Senior Portfolio Manager and Lead Advisor for the Northern Trust Company where he advised affluent families and their related charitable entities on matters pertaining to investment policy and strategy as well as legacy and financial planning. In 2003, Northern Trust Company entered the Atlanta market through its acquisition of Legacy South, a registered investment adviser of which Mr. Viani was a founder and Principal. Prior to the launch of Legacy South, he served as Senior Managing Director of the Wealth Management Group of Bank South which he developed to provide focused investment management and fiduciary services to the Bank's largest clients.

Mr. Viani has an extensive background in compliance and regulatory oversight; experience he gained as a Trust Supervisor and Examiner with the Office of the Comptroller of the Currency. Mr. Viani graduated from the University of Miami receiving his BBA in Finance.

Item 3 - Disciplinary Information

Advisers are required to disclose any material facts regarding certain legal or disciplinary events that would be material to your evaluation of an adviser; however, Mr. Viani has no such disciplinary information to report.

Item 4 - Other Business Activities

Mr. Viani is not engaged in any other business activities.

Item 5 - Additional Compensation

Mr. Viani has no other income or compensation to disclose.

Item 6 - Supervision

John Viani, John Oglesby, Andrew Crews and Geoff Gober are all principals of West Paces Advisors. Mr. Viani also serves as Chief Compliance Officer. All are advisors and serve on the investment committee.

Overall investment decisions are made as a team by the investment committee, and portfolio activity based on these decisions will be carried out by these individuals, as assisted by other staff members of the firm.

As Chief Compliance Officer, Mr. Viani is responsible for providing compliance oversight to the staff. He also participates as a team member in the investment and trading processes, and may be contacted at (404) 478-3030.

Brochure Supplement

Form ADV Part 2B

Item 1 - Cover Page

John F. Oglesby, CFA®

of

West Paces Advisors, Inc.

3284 Northside Parkway, NW
Suite 485
Atlanta, Georgia 30327

(404) 478-3030

February 14, 2019

This brochure supplement provides information about John Oglesby, and supplements the West Paces Advisors, Inc. ("West Paces Advisors") brochure. You should have received a copy of that brochure. Please contact us at (404) 478-3030 if you did not receive West Paces Advisors' brochure, or if you have any questions about the contents of this supplement.

Additional information about Mr. Oglesby is available on the SEC's website at
www.AdviserInfo.sec.gov.

Item 2 - Educational Background and Business Experience

John F. Oglesby (year of birth 1960) is a Founder and Principal of West Paces Advisors. Prior to forming the firm 2015, Mr. Oglesby lead a Wealth Advisory team for The Northern Trust Company which handled the investment management, financial advisory and legacy planning needs of approximately 100 families, most of which represented multigenerational relationships. He joined Northern Trust Company in 2003 through the sale of Legacy South which he co-founded in 1996 to provide investment management and financial advisory services to affluent families. For thirteen years prior to the formation of Legacy South, Mr. Oglesby was employed by Bank South. He worked in The Wealth Management Group functioning in the areas of portfolio management and client development.

Mr. Oglesby holds a Masters of Business Administration in Finance from Georgia State University, a Bachelor of Science in Economics from Vanderbilt and is a graduate of The Westminster Schools. He holds the Chartered Financial Analyst® designation* and is a member of the Atlanta Society of Financial Analysts.

A lifelong Atlantan, Mr. Oglesby is very involved in community activities and is an Elder of Trinity Presbyterian Church where he chairs the Endowment Investment Committee. He is a Trustee of The Westminster Schools where he serves on the Endowment and Finance Committees. He serves on the Endowment Investment Committee of Columbia Theological Seminary and has served as Chair and remains on the Advisory Board of the Atlanta Union Mission.

*The Chartered Financial Analyst® (“CFA®”) designation is a professional designation given by the CFA Institute that measures the competence and integrity of financial analysts. The CFA Program is a graduate-level self-study program that combines a broad-based curriculum of investment principles with professional conduct requirements. Candidates are required to pass three levels of examinations covering areas such as accounting, economics, ethics, money management and security analysis. Before a candidate is eligible to become a CFA charterholder, he/she must meet minimum experience requirements in the area of investment/financial practice. To enroll in the program, a candidate must hold a bachelor’s degree.

Item 3 - Disciplinary Information

Advisers are required to disclose any material facts regarding certain legal or disciplinary events that would be material to your evaluation of an adviser; however, Mr. Oglesby has no such disciplinary information to report.

Item 4 - Other Business Activities

Mr. Oglesby is not engaged in any other business activities.

Item 5 - Additional Compensation

Mr. Oglesby has no other income or compensation to disclose.

Item 6 - Supervision

John Viani, John Oglesby, Andrew Crews and Geoff Gober are all principals of West Paces Advisors. Mr. Viani also serves as Chief Compliance Officer. All are advisors and serve on the investment committee.

Overall investment decisions are made as a team by the investment committee, and portfolio activity based on these decisions will be carried out by these individuals, as assisted by other staff members of the firm.

As Chief Compliance Officer, John Viani is responsible for providing compliance oversight to the staff. He also participates as a team member in the investment and trading processes, and may be contacted at (404) 478-3030.

Brochure Supplement

Form ADV Part 2B

Item 1 - Cover Page

G. Andrew Crews, CFA®

of

West Paces Advisors, Inc.

3284 Northside Parkway, NW
Suite 485
Atlanta, Georgia 30327

(404) 478-3030

February 14, 2019

This brochure supplement provides information about Andrew Crews, and supplements the West Paces Advisors, Inc. ("West Paces Advisors") brochure. You should have received a copy of that brochure. Please contact us at (404) 478-3030 if you did not receive West Paces Advisors' brochure, or if you have any questions about the contents of this supplement.

Additional information about Mr. Crews is available on the SEC's website at
www.AdviserInfo.sec.gov.

Item 2 - Educational Background and Business Experience

G. Andrew Crews (year of birth 1974) is a Founder and Principal of West Paces Advisors. For the 12 years prior to the formation of the firm, Mr. Crews was employed in the Atlanta office of the Northern Trust Company where he functioned in the role of Senior Portfolio Manager. As a Northern Trust Advisor, he served personal clients and small institutions with a focus on the areas of investment program management, financial advisory services and client servicing. Before joining Northern Trust, Mr. Crews was an Investment Associate with Legacy South and a Client Service Representative for American Century Funds.

Mr. Crews holds a Masters in Banking and Finance from the University of Alabama, a Bachelor of Arts in Chemistry from the University of North Carolina at Chapel Hill and is a graduate of the McCallie School. He holds the Chartered Financial Analyst® designation* and is a member of the Atlanta Society of Finance and Investment Professionals.

*The Chartered Financial Analyst® ("CFA®") designation is a professional designation given by the CFA Institute that measures the competence and integrity of financial analysts. The CFA Program is a graduate-level self-study program that combines a broad-based curriculum of investment

principles with professional conduct requirements. Candidates are required to pass three levels of examinations covering areas such as accounting, economics, ethics, money management and security analysis. Before a candidate is eligible to become a CFA charterholder, he/she must meet minimum experience requirements in the area of investment/financial practice. To enroll in the program, a candidate must hold a bachelor's degree.

Item 3 - Disciplinary Information

Advisers are required to disclose any material facts regarding certain legal or disciplinary events that would be material to your evaluation of an adviser; however, Mr. Crews has no such disciplinary information to report.

Item 4 - Other Business Activities

Mr. Crews is not engaged in any other business activities.

Item 5 - Additional Compensation

Mr. Crews has no other income or compensation to disclose.

Item 6 - Supervision

John Viani, John Oglesby, Andrew Crews and Geoff Gober are all principals of West Paces Advisors. Mr. Viani also serves as Chief Compliance Officer. All are advisers and serve on the investment committee.

Overall investment decisions are made as a team by the investment committee, and portfolio activity based on these decisions will be carried out by these individuals, as assisted by other staff members of the firm.

As Chief Compliance Officer, John Viani is responsible for providing compliance oversight to the staff. He also participates as a team member in the investment and trading processes, and may be contacted at (404) 478-3030.

Brochure Supplement

Form ADV Part 2B

Item 1 - Cover Page

Geoffrey R. Gober, CFP®

of

West Paces Advisors, Inc.

3284 Northside Parkway, NW
Suite 485
Atlanta, Georgia 30327

(404) 478-3030

February 14, 2019

This brochure supplement provides information about Geoff Gober, and supplements the West Paces Advisors, Inc. ("West Paces Advisors") brochure. You should have received a copy of that brochure. Please contact us at (404) 478-3030 if you did not receive West Paces Advisors' brochure, or if you have any questions about the contents of this supplement.

Additional information about Mr. Gober is available on the SEC's website at
www.AdviserInfo.sec.gov.

Item 2 - Educational Background and Business Experience

Geoffrey R. Gober (year of birth 1977) joined West Paces Advisors as a Principal in 2018. For 18 years prior to joining West Paces Advisors, Mr. Gober was an employee of SunTrust Bank where he held multiple roles in the Private Wealth Division. As an advisor at SunTrust, Mr. Gober led teams in advising high net worth families on investment strategy, private banking and financial planning.

Mr. Gober holds a Bachelor of Science in Business Administration from Washington & Lee University (1999) and is a graduate of the Westminster Schools. He has earned the designation of CERTIFIED FINANCIAL PLANNER™ professional*.

* The CFP® certification is granted by Certified Financial Planner Board of Standards, Inc. (CFP Board). To attain the certification, the candidate must complete the required educational, examination, experience and ethics requirements set forth by CFP Board. Certain designations, such as the CPA, CFA and others may satisfy the education component, and allow a candidate to sit for the CFP® Certification Examination. A comprehensive examination tests the candidate's ability to apply financial planning knowledge to client situations. Qualifying work experience is also required for certification. Qualifying experience includes work in the area of the delivery of the personal financial

planning process to clients, the direct support or supervision of others in the personal financial planning process, or teaching all, or any portion, of the personal financial planning process. CFP® professionals must complete 30 hours of continuing education accepted by the CFP Board every two years.

Item 3 - Disciplinary Information

Advisers are required to disclose any material facts regarding certain legal or disciplinary events that would be material to your evaluation of an adviser; however, Mr. Gober has no such disciplinary information to report.

Item 4 - Other Business Activities

Mr. Gober is not engaged in any other business activities.

Item 5 - Additional Compensation

Mr. Gober has no other income or compensation to disclose.

Item 6 - Supervision

John Viani, John Oglesby, Andrew Crews and Geoff Gober are all principals of West Paces Advisors. Mr. Viani also serves as Chief Compliance Officer. All are advisers and serve on the investment committee.

Overall investment decisions are made as a team by the investment committee, and portfolio activity based on these decisions will be carried out by these individuals, as assisted by other staff members of the firm.

As Chief Compliance Officer, John Viani is responsible for providing compliance oversight to the staff. He also participates as a team member in the investment and trading processes, and may be contacted at (404) 478-3030.