

W E A L T H D E S I G N

retirement services

This brochure provides information about the qualifications and business practices of Wealth Design Retirement Services (formerly known as Wealth Design Services, Inc.). If you have any questions about the contents of this brochure, please contact us at (585) 442-3230 or at sschwartz@wealthdesignservices.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission (SEC) or by any state securities authority.

Wealth Design Retirement Services is a registered investment adviser. Registration of an investment adviser does not imply any level of skill or training. The oral and written communications of an adviser provide you with information with which you determine to hire or retain an adviser.

Additional information about Wealth Design Retirement Services is also available on the SEC's website at www.adviserinfo.sec.gov.

Wealth Design Retirement Services

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Item 2**Material Changes Contained in this Form ADV**

The purpose of this item is to call your attention to material changes contained in this Form ADV when compared to Form ADV for the year ended December 31, 2012.

As of January 1, 2014, Wealth Design Services, Inc. adopted the assumed name of Wealth Design Retirement Services. The true corporate name remains Wealth Design Services, Inc.

No change in corporate structure or ownership should be implied by the change in name, which is solely for marketing purposes.

Currently, our brochure may be requested by contacting Wealth Design Retirement Services at (585) 442-3230 or by sending an e-mail message to sschwartz@wealthdesignservices.com.

Additional information about Wealth Design Retirement Services is also available via the SEC's website, www.adviserinfo.sec.gov. The SEC's website also provides information about any individuals affiliated with Wealth Design Retirement Services who are registered, or are required to be registered, as investment adviser representatives of Wealth Design Retirement Services.

During 2012, Wealth Design Retirement Services introduced its PensionUp ProcessSM.

To accommodate a wider range of clients and investment preferences, clients will be offered two implementation choices:

PensionUp 750 (formerly PensionUp/DFA)

and

PensionUp 400 (formerly PensionUp/SEI).

Both choices benefit from the same financial planning and tax services, and are subject to the same Wealth Design Retirement Services fee schedule. The choices differ in investment implementation, degree of customization that is possible, minimum fee requirements, and underlying investment manager costs.

PensionUp 750 will employ a passive investment approach that includes passive mutual funds and individually selected fixed-income investments. Assets will be in custody at Charles Schwab. The minimum fee to Wealth Design Retirement Services is \$7,500.

PensionUp 400 will employ an active investment approach under the management and custody of SEI Trust Company. Mutual funds or Exchange Traded Funds will be used for implementation. The minimum fee to Wealth Design Retirement Services is \$4,000.

In the first year of service, we will require a client fee commitment of the greater of \$4,000 or 30% of the first year's anticipated fee.

Item 3 Table of Contents

Item 2	Material Changes Contained in this Form ADV	2
Item 3	Table of Contents	3
Item 4	Advisory Business	4
Item 5	Description of Financial Planning Process	5
Item 6	Fees and Compensation	7
Item 7	Custody	9
Item 8	Performance-Based Fees and Side-by-Side Management	10
Item 9	Types of Clients.....	10
Item 10	Methods of Analysis, Investment Strategies, and Risk of Loss	10
Item 11	Our Major Vendors.....	11
Item 12	Disciplinary Information	11
Item 13	Other Financial Industry Activities and Affiliations	11
Item 14	Code of Ethics.....	11
Item 15	Brokerage Practices.....	12
Item 16	Review of Accounts.....	12
Item 17	Client Referrals and Other Compensation	13
Item 18	Investment Discretion	13
Item 19	Voting Client Securities	13
Item 20	Financial Information	13
	Brochure Supplement(s)	14 – 19

Item 4 **Advisory Business**

Wealth Design Retirement Services provides comprehensive tax, financial planning, and investment services to individuals and families. Our service emphasis is directed toward individuals who are within five years of retirement, in retirement, or otherwise depending on savings and investments to support their current living expenses.

The firm was established in 2004 by Steven G. Schwartz, CPA, JD, PFS, RMA, following a lengthy career as a tax partner with two regional accounting firms in Rochester, NY. Steven Schwartz is the sole shareholder of Wealth Design Retirement Services, an independently registered investment adviser.

All services are provided through a “fee-only” arrangement that precludes Wealth Design Retirement Services from earning income from commissions, referral fees, or any other forms of compensation in connection with advice provided to clients. Wealth Design Retirement Services acts in a fiduciary relationship with its clients.

Wealth Design Retirement Services believes that its resources and methodologies are particularly suited for individuals approaching retirement or already in retirement. The distinguishing characteristic of these services is the emphasis we place on financial planning before formulating specific investment recommendations, as well as our selection of financial solutions that complement retirement planning.

To address the needs of our clients’ retirement, we apply our knowledge of a variety of investment vehicles to each client situation. Our fee-only model permits us to reach beyond the capabilities of any single product solution and to deliver a planning process that evolves over time.

Our signature service is best described as “retirement income management.” We describe this service in our literature, and internally, as our “PensionUp ProcessSM.” We believe that this approach differs from traditional accumulation investing in the following ways:

1. It uses financial planning to develop an appropriate investment strategy, rather than orienting investments to track published investment benchmarks.
2. While accumulation investing has a long-term orientation that is often designed around statistical expectations, “retirement income management” builds portfolio recommendations around issues of risk, cash flow, and essential outcomes alongside the issues of portfolio growth and legacy.
3. We manage risk, in part, by employing the so-called “investment pool” approach.
4. The scope of services extends beyond investment management to matters arising from the personal financial planning process including, but not limited to, tax planning and tax compliance.

Item 5**Description of Financial Planning Process**

1. A complete inventory of all client resources will be identified and measured. This includes financial assets, future earning capacity, and other resource pools, such as Social Security benefits, employer pensions, and family resources.
2. Information will be developed to help each client understand both current spending habits and a view of each client's lifetime financial capacity.
3. The financial planning process will culminate with a specific plan for measured distributions appropriate to the client's resource level and age. We refer to this as the client's "retirement paycheck."
4. Each client's risk of running out of funds will be monitored annually to provide ongoing feedback as to the progress and success of the client's financial plan implementation.

If the risk of running out of funds remains the same or improves, it will indicate that the plan is progressing as anticipated. If the risk of running out of funds increases beyond agreed tolerances, that will be an indication that either investment performance or unanticipated spending calls for a revision.

Investment implementation for all clients is driven by the above financial planning process.

To accommodate a range of client preferences and savings levels, we offer the choice of either actively managed portfolios or so-called "passive" portfolios.

In either case, the portfolios are specifically designed to accommodate withdrawal throughout the portfolio life.

The passive portfolio option is referred to as **PensionUp 750**.

The actively managed option is known as **PensionUp 400**.

Clients with investment assets in excess of \$750,000 have the choice of employing either option.

Clients with investment assets less than \$750,000 are more likely to use **PensionUp 400**.

Key Differences

The key differences between the two PensionUp offerings of Wealth Design Retirement Services are summarized in the following table:

	PensionUp 750	PensionUp 400
Minimum Fee	\$7,500 per year	\$4,000 per year
First-Year Fee Commitment	Greater of 30% of first year's fee or \$4,000	Greater of 30% of first year's fee or \$4,000
Cash-Flow Stream	Customized	Recurring; adjusted annually
Custodian	Charles Schwab	SEI Trust Company
Investment Style	Passive	Active
Holdings	Mutual Funds + individual fixed-income securities	Mutual funds
Embedded Management Costs	.35%–.5% plus transaction costs	.55%–1.28%, depending on investment strategy No transaction costs
Wealth Design Fees	No difference, higher minimum fee	No difference, lower minimum fee
Meeting Frequency	Quarterly	Semi-annual — in-office
Tax Return Preparation	Included	Included
Financial Planning	Included	Included
Phone Availability	As needed	As needed
Client Education Programs	Included	Included

Assets Under Management

As of December 31, 2013, Wealth Design Retirement Services manages or supervises \$109,497,844 of client assets. Of this amount, \$82,874,805 of client assets are managed on a discretionary basis. In addition, Wealth Design Retirement Services supervises \$26,623,039 of client assets on a non-discretionary basis, including \$11,250,458 of assets held by clients within their employee retirement plans or other outside accounts.

Item 6 Fees and Compensation

Wealth Design Retirement Services is a fee-only advisory firm. This means that our only source of revenue is from client fees.

Our fees are derived from the following fee schedule:

First \$1,000,000	1%
\$1,000,001 – \$2,000,000	.75%
\$2,000,001 – \$3,000,000	.65%
\$3,000,001 – \$5,000,000	.6%
Over \$5,000,000	.5%

Fees are negotiable and payable quarterly in advance, based upon the value of the assets under management on the last day of the most recent calendar quarter. Fees are not prorated to reflect either additions or withdrawals made during the billing quarter except in the first quarter of service and last quarter of service.

In the first quarter of service, fees are calculated from the date of the engagement letter through the end of the calendar quarter. The fees for this short period will be added to the fees drawn in advance of the second quarter of service.

Services may be terminated at any time by the client with 60 days written notice. Fees will continue to be earned by Wealth Design Retirement Services until either the custodian has “de-linked” its relationship with the client’s accounts or until there has been a substantial transfer of funds from Wealth Design Retirement Services’ supervision. Any unearned fee will be returned to the client within 15 days of either of these terms or events

All accounts are subject to a minimum fee. The amount of the fee is dependent upon the investment implementation choice.

Accounts employing **PensionUp 400** are subject to a minimum fee of \$1,000 per quarter, or \$4,000 per year.

Accounts employing **PensionUp 750** are subject to a minimum fee of \$1,875 per quarter, or \$7,500 per year.

Fees may be waived for employees of Wealth Design Retirement Services, and members of their families, and or employees of family members.

Fee Collection

The specific manner in which fees are charged by Wealth Design Retirement Services is established in a client’s written agreement with Wealth Design Retirement Services. The agreement will authorize Wealth Design Retirement Services to directly debit fees from client accounts.

First-Year Fee Commitment

During the first year only, a minimum fee commitment of the higher of \$4,000 or 30% of the fee expected from the first four quarters of service is required to compensate Wealth Design Retirement Services for the financial planning process that precedes investment selection.

Other Costs That Each Client Should Anticipate and Understand

In addition to the fees charged by Wealth Design Retirement Services, all clients will incur additional fees and expenses, depending on the product or services chosen to implement a particular investment strategy or financial plan.

Portfolio returns will be reduced by the internal management expenses of the mutual funds used, as well as transaction costs incurred when individual funds are purchased or sold by Charles Schwab, if applicable. The specific expense ratios are provided in the prospectus for each fund.

Some accounts hold individual fixed-income securities such as bonds, CDs, and agency instruments to create a customized income portfolio. The fixed-income market prices bonds to produce a profit for brokers and dealers in fixed income securities. Charles Schwab also charges a transaction fee.

Some accounts employ third-party managers rather than mutual fund investments. A fee will be paid to that manager in addition to the fee to Wealth Design Retirement Services.

Because SEI Trust Company employs an active management style of investing, the fees paid by investors using SEI Trust Company will incur modestly higher expenses than the management fees embedded in passive investment solutions. Households having asset values lower than \$750,000 are likely to be referred to SEI Trust Company.

Clients may also incur charges imposed by unaffiliated insurance companies and their agents, custodians, brokers, and third-party investment managers, as well as other costs such as fees for odd-lot differentials, transfer taxes, wire transfers, electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions.

All such costs are exclusive of and in addition to Wealth Design Retirement Services' fee. Wealth Design Retirement Services does not receive any portion of these commissions, fees, or costs.

Factors Considered in Selecting or Recommending Third Parties for Client Transactions

Wealth Design Retirement Services relies on many third-party vendors to provide valuable services to both the client and to Wealth Design Retirement Services. As described above, these services may result in additional routine costs that are borne by the client.

We receive no monetary compensation from any third-party vendor solution that we choose to use or recommend.

Factors that we consider in making recommendations to clients include:

1. The integrity and consistency of the vendor's service delivery.
2. Whether the vendor's service offerings are consistent with the service offerings of Wealth Design Retirement Services.
3. The level of transparency offered to both Wealth Design Retirement Services and the client in service delivery.
4. Whether the cost of the service, when considered in connection with all costs likely to be incurred by the client, is reasonable and of good value to both the client and to Wealth Design Retirement Services in serving the client.

Planning Only Engagements

From time to time, Wealth Design Retirement Services will accept “planning-only engagements,” which are limited to financial planning analysis and recommendations. The fees for this type of engagement range from \$3,000 to \$5,000, depending on the scope of the client’s needs. A retainer will be requested at the start of the engagement. Whether these engagements are accepted depends on resource availability, as well as our assessment of the value of such an engagement to the client.

Item 7

Custody

Wealth Design Retirement Services will not and does not take custody of client assets. Clients will be asked to maintain custody of assets at either Charles Schwab and Company or at SEI Trust Company to facilitate Wealth Design Retirement Services’ ability to provide services to the client in an efficient and high-quality manner.

Charles Schwab and Company charges no fee for holding client assets. However, transaction charges are assessed each time a security is bought or sold.

SEI Trust Company generally charges no fee for holding client assets. However, in addition to Custody Services, SEI provides investment management and administrative services that benefit both the client and Wealth Design Retirement Services. These services are paid for by the client through investment and program fees that are charged to each client based on the investment strategy employed. These fees compensate both SEI and any underlying third-party managers and include all transaction costs.

Wealth Design Retirement Services is also an approved adviser to TIAA CREF Funds.

Clients should receive at least quarterly statements from the broker dealer, bank, or other qualified custodian that holds and maintains client investment assets. Wealth Design Retirement Services urges you to carefully review such statements and compare such official custodial records with the account statements that we may provide to you. Our statements may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

Asset Dedication LLC

Asset Dedication, LLC of Mill Valley, California, provides significant consulting services to both Wealth Design Retirement Services and its clients. Wealth Design Retirement Services has no direct or indirect relationship to Asset Dedication, LLC.

Asset Dedication, LLC provides engineered fixed-income portfolios to meet the needs of individuals who depend on invested assets for living costs. We choose Asset Dedication, LLC to manage our fixed-income portfolios because of its unique ability to personalize bond portfolios for individuals, their competitive fees, our shared values toward client services and investment selection, and its commitment to improving the management of investment risk affecting retirees.

Asset Dedication, LLC is compensated by a management fee that is debited from the client account, pursuant to an agreement between the client and Asset Dedication, LLC. The annual fee for this service is currently .35% and is limited to the specific assets managed by Asset

Item 8**Performance-Based Fees and Side-By-Side Management**

Wealth Design Retirement Services does not charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client).

Item 9**Types of Clients**

Wealth Design Retirement Services provides comprehensive tax, financial planning, and investment services to individuals, with an emphasis on individuals who are within five years of retirement, are in retirement, or who otherwise depending on asset accumulations for their current living costs.

We do not provide services to business-sponsored retirement plans, not-for-profit endowment funds or trust funds that are not associated with an individual or family unrelated to our comprehensive planning and management services.

Item 10**Methods of Analysis, Investment Strategies, and Risk of Loss**

Investing in securities involves risk of loss that clients should be prepared to bear. Furthermore, individuals who are nearing retirement or who are in retirement have added risks to consider when managing their investment accounts.

The risks that we consider in formulating our advice to clients include the following.

Personal Risks: These are risks personal to each individual that are largely unpredictable, but are expected to be burdensome from a financial point of view. These include the risk of acute health care issues, running out of money due to longevity, excessive spending, and the coincidence of forced security liquidation in a poor market environment.

Investment risks: Investment risks are often described as systematic or unsystematic.

- **Unsystematic risks** are those unique to a single company, industry, or geographic location. Credit risk is a form of unsystematic risk. Unsystematic risks are managed through investment diversification and asset allocation.
- **Systematic risks** are those risks that apply to the financial system as a whole and cannot be controlled through diversification or asset allocation, as was evident in the 2008–2009 market collapse.
- **Public Policy Risks:** These are risks that also affect financial outcomes. These risks refer to the risk of tax rate increases, monetary inflation, interest rate changes, and political events.

We do not provide any representation or guarantee that client goals will be achieved.

Item 11 Our Major Vendors

Wealth Design Retirement Services relies on many independent vendors to deliver client services. Many of these vendors necessarily have access to private client information for the sole purpose of providing essential services to Wealth Design Retirement Services and our clients. Wealth Design Retirement Services receives no compensation for vendor selection, although vendors may recognize their relationship with Wealth Design Retirement Services by offering preferred pricing or discounts on services based on Wealth Design Retirement Services' volume or perceived profitability of our relationship. The convenience of having a limited number of trusted vendors, cost concessions, productivity tools, and education opportunities offered to Wealth Design Retirement Services could be a conflict of interest in our vendor choices.

Item 12 Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of Wealth Design Retirement Services or the integrity of Wealth Design Retirement Services' management. Wealth Design Retirement Services has no information applicable to this item.

Item 13 Other Financial Industry Activities and Affiliations

Wealth Design Retirement Services provides tax preparation services for clients on a restricted basis.

Item 14 Code of Ethics

Wealth Design Retirement Services has adopted a Code of Ethics for all supervised members of the firm that describes our high standard of business conduct and fiduciary duty to its clients.

This standard of business conduct requires that the interests of clients be placed ahead of the interests of the firm or any of its employees at all times. The Code of Ethics incorporates policies and procedures relating to personal trading by employees, and provides for sanctions if such policies and procedures are violated.

Wealth Design Retirement Services' clients or prospective clients may request a copy of the firm's Code of Ethics by contacting Steven Schwartz.

Individuals related to or affiliated with Wealth Design Retirement Services may own de minimis shares of publicly held securities or mutual funds also owned by clients.

Our investment recommendations follow the personal financial goals that are unique to each client. For this reason, differences will exist in the recommendations made among firm clients.

Item 15 Brokerage Practices

Wealth Design Retirement Services may require that clients establish brokerage and custody accounts with Charles Schwab & Company (Schwab), a registered broker-dealer, member of the SPIC, or SEI Trust Company (SEI) to maintain custody of client assets, provide reports, and implement trading instructions.

Both Schwab and SEI provide both Wealth Design Retirement Services and our clients with access to a variety of services. These services include brokerage, custody, research, and access to mutual funds and other investments.

The services provided by Schwab are available to independent investment advisers on an unsolicited basis at no cost, as long as a total of at least \$10 million of the adviser's client assets are maintained in accounts at Schwab.

These services are not otherwise contingent upon Wealth Design Retirement Services committing any specific amount of business (assets in custody or trading) to Schwab or SEI.

Both Schwab and SEI Trust Company make other products and services available to Wealth Design Retirement Services that benefit Wealth Design Retirement Services but may not benefit client accounts. Some of these other products and services assist in managing and administering client accounts. These include software and other technology that provide access to client account data (such as trade confirmations and account statements); facilitate trade execution (and allocation of aggregated trade orders for multiple client accounts); provide research, pricing information, and other market data; facilitate payment of fees from client accounts; and assist with back-office functions, recordkeeping, and client reporting.

Schwab and SEI also make other services available to Wealth Design Retirement Services that are intended to help manage and further our business enterprise. These services may include consulting, publications, and conferences on practice management, information technology, business succession, regulatory compliance, and marketing. While Wealth Design Retirement Services endeavors to act in the best interest of our clients, the requirement that clients maintain their assets at Schwab or SEI may be based in part on the benefit to Wealth Design Retirement Services of the availability of some of the foregoing products and services provided by Schwab or SEI. The extensive use of these resources by Wealth Design Retirement Services poses a potential conflict of interest, even though we do not receive fees or compensation from either Schwab or SEI.

Item 16 Review of Accounts

Steven Schwartz reviews investment accounts at least annually to determine whether the investment accounts are performing in a manner that is consistent with the objectives established within the client's Investment Policy Statement and financial planning goals.

Additionally, reviews are triggered by events that occur during the year, such as scheduled client meetings, unusually volatile market conditions, and significant cash inflows and outflows.

Wealth Design Retirement Services prepares performance reports for each client four times a year and reviews accounts at those times as well

Item 17 Client Referrals and Other Compensation

In limited circumstances, and only with the client's written consent and full knowledge, Wealth Design Retirement Services has paid compensation to other advisers or solicitors who refer clients to Wealth Design Retirement Services.

Item 18 Investment Discretion

Wealth Design Retirement Services usually receives discretionary authority from the client at the outset of an advisory relationship to select the identity and amount of securities to be bought or sold. In all cases, however, such discretion is to be exercised in a manner consistent with the stated investment objectives for the particular client account.

When selecting securities and determining amounts, Wealth Design Retirement Services observes the investment policies, limitations, and restrictions of the clients for which it advises. For registered investment companies, Wealth Design Retirement Services' authority to trade securities may also be limited by certain federal securities and tax laws that require diversification of investments and favor the holding of investments once made.

Investment guidelines and restrictions must be provided to Wealth Design Retirement Services in writing.

Item 19 Voting Client Securities

As a matter of firm policy and practice, Wealth Design Retirement Services does not have any authority to and does not vote proxies on behalf of advisory clients. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in their portfolios. Wealth Design Retirement Services may provide advice to clients regarding the clients' voting of proxies.

Item 20 Financial Information

Registered investment advisers are required to provide you with certain financial information or disclosures in this item about Wealth Design Retirement Service's financial condition. Wealth Design Retirement Services has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients, and has not been the subject of a bankruptcy proceeding.