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Wealth Legacy Institute, Inc. Financial Advisory Services

Currency fluctuates. Value does not.

**950 South Cherry Street, Suite 505
Denver, CO 80246
303-753-7578**

www.wealthlegacyinstitute.com

March 10, 2011

This Brochure provides information about the qualifications and business practices of Wealth Legacy Institute, Inc. If you have any questions about the contents of this Brochure, please contact us at 303-753-7578 or kcurtis@wealthlegacyinstitute.com. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Wealth Legacy Institute, Inc. is a registered investment adviser. Registration of an Investment Advisor does not imply any level of skill or training. The oral and written communications of an Advisor provide you with information about which you determine to hire or retain.

Additional information about Wealth Legacy Institute, Inc. is also available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 - Material Changes

On July 28, 2010, the United States Securities and Exchange Commission published “Amendments to Form ADV” which amends the disclosure documents that we provide to clients as required by SEC Rules. This Brochure dated March 10, 2011 is a new document prepared according to the SEC’s new requirements and rules. As such, this Document is materially different in structure and requires certain new information that our previous brochure did not require.

In the future, Item 2 – Material Changes, will discuss only specific material changes that are made to the Brochure and provide clients with a summary of such changes. We will also reference the date of our last annual update of our brochure.

In the past we have offered or delivered information about our qualifications and business practices to clients on at least an annual basis. In alignment with the new SEC Rules, we will ensure that you receive a summary of any materials changes to this and subsequent Brochures within 120 days of the close of the calendar year. We may provide other ongoing disclosure information about material changes as necessary.

We will provide you with a new Brochure as necessary based on changes or new information, at any time, without charge. This Brochure was last updated on March 10, 2011 and the prior Brochure was updated January 14, 2010.

Currently, our Brochure may be requested by contacting Kimberly L. Curtis, President & CEO at 303-753-7578 or kcurtis@wealthlegacyinstitute.com. Additional information about Wealth Legacy Institute is also available via the SEC’s web site www.adviserinfo.sec.gov. The SEC’s web site also provides information about any persons affiliated with Wealth Legacy Institute, who are registered, or are required to be registered, as investment adviser representatives of Wealth Legacy Institute, Inc.

Wealth Legacy Institute, Inc. (WLI) suggests a thorough reading of the Brochure although there are no material changes to the nature of how WLI conducts business.

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Item 4 – Advisory Business

SERVICES PROVIDED: Wealth Legacy Institute (WLI) was established as a Registered Investment Advisor in August 2007. Kimberly L. Curtis is the President & CEO of Wealth Legacy Institute. Ms. Curtis a CERTIFIED FINANCIAL PLANNER practitioner provides financial planning, investment management and consulting services on a discretionary and non-discretionary basis, as described below. Ms. Curtis acknowledges that Wealth Legacy Institute is in compliance with the Investment Advisers Act of 1940, as amended, and all applicable state laws regulating the services provided and disclosed in this brochure.

All individuals that provide financial planning, investment management or consulting services for Wealth Legacy Institute must have earned a college degree and/or have substantive investment-related experience in addition to required licenses and/or designations.

Kimberly L. Curtis

Born: 1961

Education:

Graduated, B.S. Elmira College, Elmira N.Y. 1983, Court Administration

Graduated, MSJA, University of Denver College of Law, Colorado 1984

Graduated, MSFS, American College, Bryn Mawr, PA 2004

Business Background:

Wealth Legacy Institute, Inc. Managing Member, 08/2007 – Present

American Express Financial Advisors, CFP, Private Wealth Advisor, 1992 – 08/2007

American Arbitration Association, Regional Vice President, 1988 - 1992

Ms. Curtis is a CERTIFIED FINANCIAL PLANNER (CFP®), a Chartered Financial Consultant (ChFC®), a Chartered Life Underwriter (CLU®), a Certified Advisor in Philanthropy (CAP®), an Accredited Estate Planner (AEP®) and carries the NASD Series 66 and Colorado Life, Accident & Health. She currently meets or exceeds the mandatory continuing education requirements to maintain her licensee and designations status.

The **CERTIFIED FINANCIAL PLANNER™**, **CFP®** and federally registered CFP (with flame design) marks (collectively, the “CFP® marks”) are professional certification marks granted in the United States by Certified Financial Planner Board of Standards, Inc. (“CFP Board”).

The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. Currently, more than 62,000 individuals have obtained CFP® certification in the United States.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

- **Education** – Complete an advanced college-level course of study addressing the financial planning subject areas that CFP Board’s studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor’s Degree from a regionally accredited United States college or university (or its equivalent from a foreign university). CFP Board’s financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;
- **Examination** – Pass the comprehensive CFP® Certification Examination. The examination, administered in 10 hours over a two-day period, includes case studies and client scenarios designed to test one’s ability to correctly diagnose financial planning issues and apply one’s knowledge of financial planning to real world circumstances;
- **Experience** – Complete at least three years of full-time financial planning-related experience (or the equivalent, measured as 2,000 hours per year); and
- **Ethics** – Agree to be bound by CFP Board’s *Standards of Professional Conduct*, a set of documents outlining the ethical and practice standards for CFP® professionals.

Individuals who become certified must complete the following ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks:

- **Continuing Education** – Complete 30 hours of continuing education hours every two years, including two hours on the *Code of Ethics* and other parts of the *Standards of Professional Conduct*, to maintain competence and keep up with developments in the financial planning field; and
- **Ethics** – Renew an agreement to be bound by the *Standards of Professional Conduct*. The *Standards* prominently require that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interests of their clients.

CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP Board’s enforcement process, which could result in suspension or permanent revocation of their CFP® certification.

CHARTERED FINANCIAL CONSULTANT (ChFC®)

Requires nine college-level courses, the most of any financial planning credential. Average study time to earn the ChFC® exceeds 450 hours. Required courses cover extensive education and application training in financial planning, income taxation, investments, and estate and retirement planning. Additional electives are chosen from such topics as macroeconomics, financial decisions for retirement, and executive compensation. ChFC® designees must meet experience requirements and adhere to continuing education and ethical standards. The credential is awarded by The American College.

CHARTERED LIFE UNDERWRITER (CLU®)

Requires eight or more college-level courses which include insurance and financial planning, life insurance law, estate planning and planning for business owners and professionals. The CLU® has been the respected risk management credential for advisors.

CHARTERED ADVISOR in PHILANTHROPY (CAP®)

Three graduate school courses in philanthropy including planning for impact in the context of family wealth, charitable strategies, and gift planning in a nonprofit context. The courses are offered through the Irwin Graduate School of The American College.

ACCREDITED ESTATE PLANNER (AEP®)

The Accredited Estate Planner designation is available to attorneys, Chartered Life Underwriters, Certified Public Accountants, Certified Trust and Financial Advisors, Chartered Financial Consultants, and Certified Financial Planners. The AEP® designation is awarded by the National Association of Estate Planners & Councils (NAEPC) to recognized estate planning professionals who meet special requirements of education experience, knowledge, professional reputation, and character. NAEPC builds a team approach involving cross-professional disciplines to better serve the public's need in estate planning.

Wealth Legacy Institute believes a person should receive objective, unbiased advice from a financial professional who sits in the role of a fiduciary, (similar to CPA or attorney) not from a sales representative. Wealth Legacy Institute's mission is to enhance and perpetuate the human's spirit's finest qualities through family, business and philanthropy – one person, one family and one community at a time. The stewardship necessary can only operate at the highest levels of compassion, trust, and respect for individuals, communities and cultures. Our culture is warm, our language approachable, and our journey with our client families is long and rewarding. We go full circle, 360 degrees, integrating a strategy around money and life. Wealth Legacy Institute engages in three main services; FINANCIAL PLANNING, INVESTMENT MANAGEMENT and CONSULTING SERVICES.

FINANCIAL PLANNING SERVICES

Your financial plan may address any or all of the five areas of financial planning established by the National Endowment for Financial Education and endorsed by the Certified Financial Planner Board of Standards. The recognized areas of financial planning include: financial and protection planning, investment planning, tax planning, retirement planning and estate planning.

Specific services may include:

- Assessment of your overall financial position including net worth, cash flow and liabilities;
- Calculation of your pre-retirement savings and investing needs;
- Calculation of your college savings needs and funding options;

- Determination of appropriate income planning strategies for both pre-and post-retirement timeframes;
- Estimates of your federal estate taxes and a suggested plan of action to help meet estate planning objectives;
- Review and determination of your life, long-term care or disability insurance needs;
- Suggestions for minimizing your federal and state income taxes;
- Review of existing and proposed investment asset mixes to help you meet your overall financial objectives. This would include a review of risk/return issues and a suggested plan of action consistent with your risk tolerance and overall financial objectives.
- Development of effective strategies related to business ownership succession and transition planning.
- Presentation of public or private educational workshops related to any or all of the topics outlined in the preceding items.

INVESTMENT MANAGEMENT SERVICES

Wealth Legacy Institute investment management approach focuses on the long-term achievement of your personal goals. It is a philosophy grounded in a disciplined process that is driven by your personal wealth and consumption goals.

Design considerations may include:

Objectives: Are you concerned about your current cash flow need, desire long term growth or want to preserve what you have accumulated? The answer to this question drives the portfolio allocations.

Time Horizon: An important aspect of structuring your portfolio will be to match your investment time horizon to the time horizon of your goals. This is defined as the amount of time you are willing to commit to meet your rate of return objectives. Investing for longer-term goals may allow you to expand the range of asset classes that may be suitable. The opposite is generally true of shorter-term goals.

Tax Policy: Taxes are an inescapable “cost” of investing. We understand the relationship between taxes and investment returns, since it is the after-tax returns you get to keep. When constructing a portfolio we consider the appropriate placement of investments within taxable and tax deferred accounts, while looking for tax opportunities when appropriate.

Tolerance and Financial Capacity: Your risk tolerance is your emotional and intellectual Ability to withstand volatility and a given degree of loss. At WLI, we also take into consideration your individual circumstances and financial capacity (such as age, income, debt

obligations, insurance protection, liquidity, net worth, and family desires). One's weakest link generally determines one's financial capacity. Not all investments or strategies are appropriate for all investors. We seek to understand your situation in order to build a suitable investment strategy that meets your needs.

Sources of Information

In preparing your financial or investment analysis and recommendations, the primary source of information is the information provided by you. This information may include investment statements, tax returns, existing insurance policies, wills, estate planning documents and your goals and objectives. Additionally, your financial advisor may rely on information such as prospectuses, annual reports, filings with the Securities and Exchange Commission, corporate rating services, industry publications, company press releases, and research material provided by various sources.

Wealth Legacy Institute does not take custody of your assets or funds. For your convenience in implementing investment advisory services, WLI maintains a relationship with Charles Schwab & Co., Inc. (Schwab) for investment management accounts. As of March 16, 2011 Wealth Legacy Institute manages \$27,000,000 of client assets on a discretionary basis and \$0 managed on a non-discretionary basis.

CONSULTING SERVICES

Family Enterprise: Wealth Legacy Institute also helps families succeed as a unified enterprise, taking into consideration intricate family dynamics, various life stages of individual family members, as well as individual goals within the family. Through both individual consultations and family meetings, we help families devise a disciplined and enriching family plan, focusing on collaboration, effective communication, leadership training, financial knowledge and conflict resolution.

Philanthropic Services: Wealth Legacy Institute believes philanthropy can help families build, and in some cases rebuild, family unity and cooperation. We know of no other aspect of family wealth that has more positive impacts and fewer negative consequences than actively working together in a shared philanthropic family mission. Philanthropy creates an external family focus and common family mission, teaches the joy of giving to children and grandchildren, and helps families create lasting memories. We offer coaching services in creating your Personal or Family Giving Plan, leading Joy of Giving workshops, and partnering with local and national not-for-profit organizations to help design and implement planned giving strategies and donor motivation programs.

Wealth Legacy Institute Advisory Service Agreements will remain in effect until the earlier of: termination by you as described in the Client Service Guarantee and Refund Policy section of this Brochure; termination by Wealth Legacy Institute as specified below; or being superceded by a subsequent Advisory Service Agreement.

Wealth Legacy Institute may terminate the agreement by sending written notice of termination 30 days in advance of the termination date to your address as shown on our records. By signing the service agreement and making payment, you receive this Brochure and services you and your

financial advisor have agreed upon. If you have a written financial analysis performed, the terms of the agreement will be fulfilled when you receive your financial analysis and it is explained to you.

Item 5 – Fees and Compensation

FINANCIAL PLANNING FEES:

Your fee for the designated financial planning services can be determined in the following ways:

Fixed Fee: Under a fixed fee arrangement, any fee will be agreed upon by you and your financial advisor in advance of services being performed. The fee will be determined based on a variety of factors including your net worth, the complexity of your financial situation, agreed upon deliverables, and whether or not you intend to implement any recommendations through your financial advisor. The type of fee and, in the case of a fixed fee, the amount of the fee must be agreed to by you and your financial advisor prior to the signing of the service agreements. The full fixed fee is payable upon signing the “**Financial Planning Agreement**” or “**Financial Planning Ongoing Relationship Agreement**” unless partial payments are agreed on in advance. A copy of this Brochure will also be received. Any work for a fee, which is paid in advance, will be completed within six months of the date your fee is paid. If the work is not completed in such a time, your fee will be refunded to you.

Hourly Rate: Under an hourly rate agreement, your total cost for financial advisory services will be based on the amount of time spent by your financial advisor and staff of the firm in developing your financial plan. This includes time spent meeting with you, as well as time spent analyzing your financial objectives and evaluating and documenting alternative strategies. Also included is paraplanner and administrative support staff time spent on your case. Our hourly rates are as follows:

Financial Planner: \$150 – \$450 per hour

Paraplanner: \$85 per hour

Administrative Support: \$35 per hour

In no case are these fees for Financial Planning Services based on or related to the performance of your funds or investments

Client Service Guarantee and Fee Refund Policy

We are committed to providing excellent client service and ensuring your satisfaction. If after receiving the agreed-upon service, for any reason, you are dissatisfied, we will work with you to ensure your satisfaction. If we are unable to meet your expectations, we will refund the financial planning fee in full for a period of up to six months from the date the agreement is signed. For any financial planning fees payable in advance, you may cancel the agreement within five days and receive a full refund. For fixed and hourly fee arrangements beyond the five-day period, if you decide to terminate your agreement before the agreed-upon service is provided, the balance of WLI's unearned fees (if any) shall be refunded to you.

Below is a summary of Wealth Legacy Institute's Financial Planning Fees:

Phases I & II

Discovery Profile (Initial Engagement)

\$1,250 Individuals / Couples

\$2,400 Business Owners / Dependent on Holdings & Financial Structures

Phases III & IV

Financial Planning

\$2,950 Basic Financial Plan

\$4,950 (+) Moderate Complexity

\$9,950 (+) Advanced Complexity

Phase V

Annual Financial Planning Retainer (After 1st Year)

\$1,250 - \$2,500

INVESTMENT MANAGEMENT FEES:

If Investment Advisory Services are selected, all fees will be detailed and authorized on Schedule C of the Wealth Legacy Institute "Investment Management Agreement". Account fees are billed monthly in arrears, based upon market value of the assets. Clients will authorize Wealth Legacy Institute to directly debit fees from your account(s). WLI's annual investment advisory fee is equal to 1.5% or less of the market value of the assets managed by Wealth Legacy Institute. In the event of termination of an investment management contract during a month, any advisory fees will be prorated to the date of termination. It is the your responsibility to verify the accuracy of the advisor's fee calculations as the custodian will not determine whether a fee has been properly calculated when automatically deducted from the custodial account(s). On occasion, fees may be negotiated for accounts based on certain criteria (i.e., anticipated future additional assets, dollar amount of assets to be managed, related accounts, account retention, pro bono activities, etc.) but only with prior approval from one or more of the firm's officers.

Wealth Legacy Institute does not take custody of client assets for investment advisory purposes, and does not require clients to maintain a minimum account balance in order to provide such services through Wealth Legacy Institute.

Wealth Legacy Institute's sliding scale for assets under management is as follow:

\$1,500,000	1.50%
\$1,500,000	1.25%
\$3,000,000	1.0%
\$5,000,000	0.80%
\$25,000,000 (+)	0.50%

Basis Point—Investment management fees are often expressed in “basis points”. One basis point is one hundredth of one percent (0.01%). For example a fee of 0.80% is often described as 80 bps. The household is aggregated to determine asset size. The fee structure is not tiered.

All assets under management, including any margin balances, priced according to the client’s statement, are calculated as of the last day of the previous month.

Wealth Legacy Institute’s fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which shall be incurred by the client. You may incur certain charges imposed by custodians, brokers, third party investment and other third parties such as fees charged by managers, custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronics fund fees, and other fees and taxes on brokerage accounts and securities transactions. Mutual funds and exchange traded funds also charge internal management fees, which are disclosed in a funds’ prospectus. Such charges, fees and commissions are exclusive of and in addition to Wealth Legacy Institute’s fee, and Wealth Legacy Institute shall not receive any portion of those commissions, fees, and costs.

Wealth Legacy Institute may also recommend active discretionary management of a portion of your assets by certain independent investment manager(s) either directly or through a wrap fee program. Separate written agreements will be executed between you and WLI and you and the independent investment manager(s) and /or wrap fee program sponsor. Wealth Legacy Institute shall continue to render ongoing advisory services to you relative to the monitoring and review of account performance and Wealth Legacy Institute shall receive an annual advisory fee based on a percentage of the market value of the assets being managed by the designated independent investment manager(s). Factors in considering an independent manager include your investment objectives, management style, performance, reputation, financial strength, reporting, pricing, and research. The investment management fees charged by the independent manager(s), along with fees charged by the wrap fee program sponsor and corresponding designated broker-dealer/custodian of your assets, may be in addition to WLI’s investment advisory fee.

Wealth Legacy Institute may also render non-discretionary investment management services to you in relation to your variable life/annuity products and employer sponsored retirement plans by directing or recommending the allocation of your assets among the various mutual fund subdivisions of your life/annuity or retirement plan(s). The assets shall be maintained at the insurance company that issued the life/annuity product or at the custodian designated by the employer of the retirement plan.

Wealth Legacy Institute does not accept compensation for the sale of securities or other investment products, including asset-based sales charges or service fees from the sale of mutual funds.

Item 12 in the Brochure further describes the factors that Wealth Legacy Institute considers in selecting or recommending broker-dealers for client transactions and determining the reasonableness of their compensation (e.g., commissions).

CONSULTING SERVICES FEES:

Wealth Legacy Institute charges an hourly, by project, or retainer fee specific to the client based on the services selected and agreed to by the client.

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

Wealth Legacy Institute 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 7 – Types of Clients

Wealth Legacy Institute provides financial planning, portfolio management, and consulting services to individuals, high net worth individuals and families, pension and profit sharing plans, trusts, estates, charitable organizations and corporations and business entities.

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

Methods of Analysis

Your financial advisor compares your financial objectives and risk tolerance to various products and strategies to assess their appropriateness for your situation. Additionally, fundamental security analysis and factors such as asset value, current yield, potential for appreciation, potential for income production, liquidity, historical return and volatility are considered.

Numerous studies have shown that how you allocate your investments among the major asset classes has a great impact on the returns you will earn and risks you will take. In meetings with Wealth Legacy Institute, you will review and select an initial design that feels appropriate based on your objectives. Your specific recommended portfolio design and asset allocation will be described in detail.

Investment Strategies

Some investment strategies used to implement any investment advice given to you include, but are not limited to: long term purchases (securities held at least one year), short term purchases (securities sold within a year), trading (securities sold within 30 days), margin transactions, and options (including covered writing, or spreading strategies). Long term strategies are the primary focus. Types of investments on which we provide advice and review include: mutual fund shares, corporate debt securities, exchange-listed securities, securities traded over-the-counter, certificates of deposit, U.S. government securities, municipal securities, foreign issues, warrants, commercial paper, securities and commodity options, real estate or timber partnerships and investment trusts, and oil and gas interest partnerships. Approaches that may be used in developing your recommendations include long-term strategies such as asset allocation, dollar cost averaging and reinvestment of dividends.

Risk of Loss

The following risks exist and all investment portfolios will be subject to a balance between some or all of them:

Inflation Risk – One long-term risk to your financial security is your loss of purchasing power due to inflation. For example, at only 3% annual inflation, in 10 years you lose over 26% of your purchasing power and in 20 years nearly 50%.

Interest Rate Risk - This is the fluctuation in value that occurs when interest rates change. If interest rates go up, the market value of interest sensitive investments will go down; when interest rates go down, income or cash flow may be reduced.

Reinvestment Risk - This is the risk that the principal from a maturing, interest paying investment such as a certificate of deposit, a deferred fixed annuity or an individual bond cannot be reinvested to generate the same level of income as before. This has been a significant risk since the early 1980's as interest rates have generally fallen.

Market Risk - The day-to-day fluctuations in value that always occur in every investment market. In some markets the fluctuations can be very severe, especially over the short term. This is a short-term risk historically, but often one of the most difficult to experience.

Non-Diversification Risk – Historically, non-diversified portfolios have fluctuated more in market value than properly diversified portfolios. Assuming history repeats itself, for any expected level of investment return, a non-diversified portfolio is riskier than a diversified portfolio.

Timing Risk - Although a portfolio may earn its expected rate of return over the long term, there is the risk that the pattern or timing of the returns actually earned will work against you. For an extreme example, a two-year investment result of -100% and +100% has an arithmetic average return of 0%. However, after the first year, there would be nothing left. To minimize Timing Risk a number of different historical patterns of returns should be analyzed to determine the percentage of times a given portfolio is likely to succeed.

Investor Behavior - The past 10 - 15 years of very volatile investment markets have brought another risk into focus - the risk of investor behavior. Many studies have shown that the average investor's investment returns are substantially below the investment returns of the markets in which they have invested. In other words, the investments they have made have done well, but they, as investors, have not. This happens because they attempt to time the markets, act as a short-term investor and fail to stick to a well developed investment plan.

Acceptable Annual Fluctuation in Value - Although proper diversification through using asset allocation techniques can reduce the chance of negative returns, only an ultra-conservative portfolio invested primarily in Safety of Principal investments can guarantee nominal losses. However, an ultra-conservative portfolio will usually have a negative real return because of inflation. Any portfolio using investments such as bonds or stocks will always have some fluctuation in market value.

Risk/Return Expectations - With Wealth Legacy Institute, you will clarify your objectives, time constraints and select a pattern of investing that reflects an appropriate measure of risk (based on historical information). Defining comfort with risk is notoriously difficult as investors have a great “tolerance” for risk as investments increase in value while decreases in value are very painful. It is your responsibility to reflect on your experience through market cycles and communicate your comfort level to your advisor. It is also your responsibility to communicate a change in circumstance, timing, or objectives to your advisor. If a change in your comfort level or circumstances indicate a potential change in the nature of the portfolio design, then a change in anticipated future performance will be indicated.

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 your evaluation of Wealth Legacy Institute (WLI) or the integrity of the management of WLI. WLI has no information applicable to this Item.

Item 10 – Other Financial Industry Activities and Affiliations

The officers of Wealth Legacy Institute, Inc. may be engaged in activities other than giving investment advice. WLI also provides consulting services to families for a separate fee.

Item 11 – Code of Ethics

As your fiduciary, we have an affirmative duty of care, loyalty, honesty, and good faith to act in your best interests. Compliance with this duty can be achieved by trying to avoid conflicts of interest and by fully disclosing all material facts concerning any conflict that does arise with respect to any client.

The Investment Advisers Act of 1940 (“The Act”) imposes a fiduciary duty on investment advisers. As a fiduciary, we have a duty of utmost good faith to act solely in the best interests of our clients. You entrust us with your money and financial future, which in turn places a high standard on our conduct and integrity. Our fiduciary duty compels all employees to act with the utmost integrity in all of our dealings. This fiduciary duty is the core principle underlying this Code of Ethics and Personal Trading Policy, and represents the expected basis of all of our dealings with you.

Wealth Legacy Institute (WLI) has adopted a Code of Ethics for all supervised persons of the firm describing its high standard of business conduct, and fiduciary duty to its clients. The Code of Ethics includes provisions relating to the confidentiality of client information, a prohibition on insider trading, a prohibition of rumor mongering, restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures, among other things. All supervised persons at WLI must acknowledge the terms of the Code of Ethics annually, or as amended.

Wealth Legacy Institute anticipates that, in appropriate circumstances, consistent with clients' investment objectives, it will cause accounts over which WLI has management authority to effect, and will recommend to investment advisory clients or prospective clients, the purchase or sale of securities in which WLI its affiliates and/or clients, directly or indirectly, have a position of interest. WLI employees and persons associated with WLI are required to follow WLI's Code of Ethics. Subject to satisfying this policy and applicable laws, officers, directors and employees

Wealth Legacy Institute and its affiliates may trade for their own accounts in securities which are recommended to and/or purchased for WLI's clients. The Code of Ethics is designed to assure that the personal securities transactions, activities and interests of the employees of WLI's will not interfere with (i) making decisions in the best interest of advisory clients and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts. Under the Code certain classes of securities have been designated as exempt transactions, based upon a determination that these would materially not interfere with the best interest of WLI' clients. In addition, the Code requires pre-clearance of many transactions, and restricts trading in close proximity to client trading activity. Nonetheless, because the Code of Ethics in some circumstances would permit employees to invest in the same securities as clients, there is a possibility that employees might benefit from market activity by a client in a security held by an employee. Employee trading is continually monitored under the Code of Ethics, and to reasonably prevent conflicts of interest between WLI and its clients.

The clients of Wealth Legacy Institute or prospective clients may obtain a complete copy of the firm's Code of Ethics by contacting Kimberly L. Curtis at 303-753-7578.

It is Wealth Legacy Institute's policy that the firm will not affect any principal or agency cross securities transactions for client accounts. Wealth Legacy Institute will also not cross trades between client accounts. Principal transactions are generally defined as transactions where an adviser, acting as principal for its own account or the account of an affiliated broker-dealer, buys from or sells any security to any advisory client. A principal transaction may also be deemed to have occurred if a security is crossed between an affiliated hedge fund and another client account. An agency cross transaction is defined as a transaction where a person acts as an investment adviser in relation to a transaction in which the investment adviser, or any person controlled by or under common control with the investment adviser, acts as broker for both the advisory client and for another person on the other side of the transaction. Agency cross transactions may arise where an adviser is dually registered as a broker-dealer or has an affiliated broker-dealer.

Item 12 – Brokerage Practices

Wealth Legacy Institute will have the following power and authority with respect to the client account(s) on a discretionary basis in accordance with the most recent Investment Policy Statement approved by you. Upon your consent, Wealth Legacy Institute will have full power and authority in connection with the account(s) to (a) to buy, sell, exchange, convert and otherwise trade in any and all stocks, bonds, and other securities as Wealth Legacy Institute may select; and (b) to establish and deal through accounts with one or more securities brokerage

firms, dealers or banks as Wealth Legacy Institute may select. The purchase and sale of approved investments to rebalance client portfolios to conform to the most recent approved Investment Policy Statement shall not be considered as Wealth Legacy Institute discretion over client non-discretionary accounts. In such client directed brokerage arrangements, your account(s) will be charged transaction commissions at a rate agreed upon between you and the broker or dealer. This non-discretionary authority shall remain in full force and effect until such time as the Investment Management Agreement is terminated.

Clients will complete a limited power of attorney with their broker-dealers whereby Wealth Legacy Institute, Inc. is designated as an investment advisor to their account(s). In such circumstances, Wealth Legacy Institute is not deemed to have custody or possession of your funds and/or securities and has authority to trade such account(s) within the parameters of your signed Investment Policy Statement.

The amounts and types of investments are generally pre-approved by you as per the signed Investment Policy Statement. While Wealth Legacy Institute's policy is to seek the best net execution, there may be occasions where the transaction costs charged by a broker may be greater than those which another broker might charge. In such instances, Ms. Curtis, in good faith, will determine that the amount of such transaction cost is reasonable in relation to the value of the brokerage and services provided by the broker. Ms. Curtis believes that she is able to negotiate costs on client transactions, which are competitive and consistent with Wealth Legacy Institute's best execution policy.

Based on your instructions, certain limitations may be imposed on Wealth Legacy Institute's ability to determine the securities and the amount thereof to be bought or sold. In addition, certain clients may direct Wealth Legacy Institute to effect transactions with specific brokers. Wealth Legacy Institute does not typically negotiate commissions charged by such brokers and these brokers may charge commissions in excess of that which another broker might have charged for effecting the same transaction. WLI may decline your request to direct brokerage if it would result in additional operational difficulties. Wealth Legacy Institute may be able to negotiate more favorable commission rates when it has full brokerage discretion. WLI may receive from Schwab without cost computer software and related systems support to better monitor accounts maintained at Schwab. The software and systems support may benefit WLI and indirectly the client. Your interests at all times comes first, however, you should be aware of the economic benefits Wealth Legacy Institute receives from Schwab creates a conflict of interest since these benefits may influence WLI's choice of broker-dealer over another.

Additionally, Wealth Legacy Institute may receive the following from Schwab: receipt of duplicate client confirmations and bundled duplicate statements; access to a trading desk that exclusively services the Schwab Institutional advisors; access to block trading which provides the ability to aggregate securities transactions and then allocate the appropriate share to client accounts; and access to an electronic communication network for client order entry and account information.

Item 13 – Review of Accounts

Service is on a customized and personal basis. Kimberly Curtis, Wealth Legacy Institute's President & CEO is responsible for all reviews, which are monitored as part of an ongoing process while regular account reviews are conducted on at least a quarterly basis. For consulting services, reviews are conducted on an "as needed" basis. Ms. Curtis is personally aware of the nature of client's financial plan, portfolio investments and specific objectives. The review process is intended to address necessary plan modifications based on material financial changes, or other changes in your stated needs, goals, and/or objectives. A separate retainer fee may be charged for this review. WLI shall contact ongoing investment management clients at least annually to review its previous services and/or recommendations and to discuss the impact resulting from any changes in financial situation or investment objectives.

Clients must keep Wealth Legacy Institute informed as to any personal changes in their financial condition. A client encountering any sudden change in financial developments should inform Wealth Legacy Institute immediately. Triggering factors for a review other than quarterly include changes in personal situation, such as marriage dissolution, job loss, or inheritance and/or investment opinions of Wealth Legacy Institute.

It is always stressed that a you should have an investment time horizon of at least five plus years. A long-term approach to investments is utilized with your asset allocation monitored regularly and rebalanced periodically. In most cases this will not have to be done more often than once a year unless there are substantial movements in the value of one asset class or substantial withdrawals are made. We will not rebalance "just because" the portfolio is skewed between meetings or "because it is time," we will address contributing factors to determine whether a rebalance is warranted. This would include, but not be limited to, factors such as administrative fees, investment fees, and taxes. In addition, if a change in your circumstances or a basic change in the assumptions underlying your asset allocation occurs, it may be necessary to recommend a change in the asset allocation of your portfolio. Please contact us immediately if these changes occur. Short-term trading is not recommended nor practiced.

A statement reflecting the investments we handle for you will be prepared and mailed to you regularly (either monthly or quarterly) from the institution holding your assets. Statements will detail all transactions, including the contracted Account Fees with Wealth Legacy Institute. A portfolio performance summary reflecting the investments we have handled for you will be prepared for you regularly and on request or during quarterly review meetings. Internet online access to your accounts managed through Wealth Legacy Institute is offered for your convenience. Secure access is granted through your internet service provider and log in is initiated through www.wealthlegacyinstitute.com.

In computing the market value of any security or other investment in the account, each security listed on a national securities exchange shall be valued, as of the valuation date, at the closing price on the principal exchange on which it is traded. Any other security or investment in the account shall be valued in a manner determined in good faith by the custodian to reflect fair market value. You are encouraged to review and compare statements prepared by the custodian with the portfolio performance summary statements prepared through Wealth Legacy Institute.

The portfolio performance summary statements are prepared by a third party and delivered through Wealth Legacy Institute by secured access to the third party's website or manually delivered in meetings. Valuation differences should be insubstantial and should result from a function of rounding differences or differences in accrued dividend treatment on some securities. Both the statements received by the custodian and the summary statements received through Wealth Legacy Institute should detail positions, account fees, and transactions.

For any assets purchased within the account, the cost basis is the actual purchase price including transaction charges. For any assets transferred into the account, original purchase price is used as the cost basis to the extent such information was submitted by client to Wealth Legacy Institute. It is your responsibility to advise WLI immediately if the cost basis information is portrayed inaccurately. Statement calculations and figures provided by Wealth Legacy Institute are for general information purposes and should not be relied upon for tax purposes.

Nothing in the Investment Management Agreement shall in any way constitute a waiver or limitation of any rights which you may have under federal or state securities laws (or ERISA, if client is in a qualified plan under ERISA).

There is no guarantee that your investment objectives will be achieved. Neither Wealth Legacy Institute nor any employee of WLI shall have any liability for your failure to inform WLI in a timely manner of any material change in your financial circumstances which might affect the manner in which your assets are allocated, or to provide Wealth Legacy Institute with any information as to your financial status as WLI may reasonably request.

Item 14 – Client Referrals and Other Compensation

Wealth Legacy Institute has no information applicable to this Item.

Item 15 – Custody

Clients should receive at least quarterly statements from the custodian, bank or other qualified custodian that holds and maintains your investment assets. Wealth Legacy Institute urges you to carefully review such statements and compare such official custodial records to the account statements that Wealth Legacy Institute will provide to you. Wealth Legacy Institute's records may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

It is the intent of Wealth Legacy Institute (WLI) to only have custody over client assets to the extent we request the client's custodian to deduct advisory fees directly from client accounts. The following procedures are designed to help ensure WLI does not inadvertently obtain further custody (other than by the deduction of advisory fees noted above) over client assets:

- A. We will obtain prior written authorization from the client before deducting fees directly from the client's account;

- B. We will not hold client securities in WLI name or in bearer form;
- C. We will not require clients to prepay greater than \$500 in fees 6 months or more in advance;
- D. Proceeds from the redemption of client securities may not be directed to WLI;
- E. We may not have signatory power over a client's checking or custodial account;
- F. An employee may not serve as trustee over a client's account, unless the client is an immediate family member of the employee, or prior written approval is obtained from the CCO for special circumstances; and
- G. All wires from client custodial accounts to outside (i.e., non-client) accounts must be accompanied by client authorization.

The Use of Qualified Custodians:

- A. All client assets will be held by a qualified custodian, which may include a broker dealer, bank or foreign financial institution.
- B. We will not route original custodial statements to our clients on behalf of a custodian. The custodian should deliver client account statements directly to the client.
- C. We are responsible, within reason, to ensure clients receive custodial statements directly from the custodian on, at a minimum, a quarterly basis.
- D. Custodial accounts will be opened by a client. WLI personnel may assist the client in preparing paperwork for a new custodial account, but the client is required to authorize any new custodial account.

Wealth Legacy Institute Receipt of Funds or Certificates:

- A. Handling of Client Funds
 - (1) We may handle or forward checks clearly made payable to a third party, such as the client's independent custodian.
 - (2) We may not handle or forward any other client check or security certificate received by the firm. All such instruments must be returned to a client within three business days, and may not be forwarded to any other party other than the client or a client representative.

Item 16 – Investment Discretion

Wealth Legacy Institute (WLI) receives discretionary authority from the client at the outset of an advisory relationship to select the identity and amount of securities to be bought and sold. In all cases, however, such discretion is to be exercised in a manner consistent with the investment objectives for the client. While discretionary authority is in place, it is the typical practice (though not required) of Wealth Legacy Institute to consult with you before portfolio modifications are implemented.

When selecting securities and determining amounts, Wealth Legacy Institute observes the investment policies, limitations and restrictions of the clients for which it advises. For registered investment companies, WLI's 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 Legacy Institute in writing.

Item 17 – Voting Client Securities

As a matter of firm policy and practice, Wealth Legacy Institute does not have any authority to and does not vote proxies on behalf of advisory clients. You retain the responsibility for receiving and voting proxies for any and all securities maintained in your portfolios. Wealth Legacy Institute may provide advice to you regarding the voting of proxies.

Item 18 – Financial Information

Registered investment advisers are required in this Item to provide you with certain financial information or disclosures about financial condition. Wealth Legacy Institute (WLI) 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.

This Brochure does not include a balance sheet for Wealth Legacy Institute as the firm does not take custody of client funds or securities and does not require prepayment of more than \$500 in fees more than six months in advance of services being provided.

Item 19 – Requirements for State-Registered Advisers / Other Information

On request, you may receive a full copy of the Wealth Legacy Institute Privacy Policy, Code of Ethics, Personal Trading Policy, and Investment Advisory Services or Financial Planning Agreements.