

CLSRS, LLC

d/b/a

CLS Partners Retirement Services

Firm Brochure - Form ADV Part 2A

This brochure provides information about the qualifications and business practices of CLSRS, LLC. If you have any questions about the contents of this brochure, please contact us at (512) 306-9300 or by email at: aaron.pottichen@clspartners.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.

Additional information about CLSRS, LLC is also available on the SEC's website at www.adviserinfo.sec.gov. CLSRS, LLC's CRD number is: 181518.

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Registration does not imply a certain level of skill or training.

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Item 2: Material Changes

CLSRS, LLC has the following material changes to report since its last annual update of 02/10/2017. This list summarizes changes to policies, practices or conflicts of interests only.

- CLSRS, LLC has updated the firm's date of formation. (Item 4.A)
- CLSRS, LLC has added Requirements for State Registered Advisers. (Item 19)
- CLSRS, LLC has disclosed that their solicitor relationship with CLS Partners will not result in any compensation until a CLS representative is designated Investment Advisor Representative in the State of Texas. (Item 14.B)
- Aaron Pottichen is a business development representative of CLS Insurance Services Holdings, LLC d/b/a CLS Partners. (Item 10.C)
- CLSRS, LLC provides advisory services under the assumed name of CLS Partners Retirement Services. (Cover page, Item 4.A)
- Principal owner, Clint Scott, has added his education and business background. (Item 19)
- CLSRS, LLC has updated the asset-based fee schedule for pension consulting. (Item 5.A)
- CLSRS, LLC has updated custody. (Item 15)
- CLSRS, LLC has updated Reg. Relationships (Item 10A,10C)
- CLSRS, LLC has transitioned to registration with the United States Securities and Exchange Commission from its prior registration at the state level.

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Item 4: Advisory Business

A. Description of the Advisory Firm

CLSRS, LLC (hereinafter “CLS”) is a Limited Liability Company organized in the State of Texas. CLSRS, LLC provides advisory services under the assumed name of CLS Partners Retirement Services.

The firm was formed in August 2013, and the principal owner is Clint Scott.

B. Types of Advisory Services

Pension Consulting Services

CLS offers ongoing consulting services to pension or other employee benefit plans (including but not limited to 401(k) plans) based on the demographics, goals, objectives, time horizon, and/or risk tolerance of the plan’s participants.

Services Limited to Specific Types of Investments

CLS generally limits its investment advice to mutual funds and ETFs. CLS may use other securities as well to help diversify a portfolio when applicable.

C. Client Tailored Services and Client Imposed Restrictions

CLS will tailor a program for each individual client. This will include an interview session to get to know the client’s specific needs and requirements as well as a plan that will be executed by CLS on behalf of the client. CLS may use “model portfolios” together with a specific set of recommendations for each client based on their personal restrictions, needs, and targets. Clients may impose restrictions in investing in certain securities or types of securities in accordance with their values or beliefs. However, if the restrictions prevent CLS from properly servicing the client account, or if the restrictions would require CLS to deviate from its standard suite of services, CLS reserves the right to end the relationship.

D. Wrap Fee Programs

A wrap fee program is an investment program where the investor pays one stated fee that includes management fees, transaction costs, fund expenses, and other administrative fees. CLS does not participate in any wrap fee programs.

E. Assets Under Management

CLS does not manage client assets. CLS has the following assets under advisement:

Discretionary Amounts:	Non-discretionary Amounts:	Date Calculated:
\$76,300,000.00	\$209,073,556.00	December 2017

Item 5: Fees and Compensation

A. Fee Schedule

Pension Consulting Services Fees

Asset-Based Fees for Pension Consulting

Total Assets Under Advisement	Annual Fee
\$0 - \$10,000,000	.75% - .25% or one-time fee of up to \$15,000
\$10,000,001 – and up	.25% or negotiable

These fees are generally negotiable and the final fee schedule is attached as Exhibit RS-2 of the Investment Advisory Contract.

Clients may terminate the agreement without penalty for a full refund of CLS's fees within five business days of signing the Investment Advisory Contract. Thereafter, clients may terminate the Investment Advisory Contract generally with 30 days' written notice. A longer termination period may be included if agreed to by both client and CLS. CLS uses an average of the daily balance in the client's account throughout the billing period, after taking into account deposits and withdrawals, for purposes of determining the market value of the assets upon which the advisory fee is based.

Fixed Fees

The rate for creating client pension consulting plans is between \$5,000 and \$150,000. The final fee schedule will be attached as Exhibit RS-2 of the Investment Advisory Contract. This service may be canceled with 30 days' written notice. A longer termination period may be included if agreed to by both client and CLS.

B. Payment of Fees

Payment of Asset-Based Pension Consulting Fees

Asset-based pension consulting fees are withdrawn directly from the client's accounts with client's written authorization on a quarterly, monthly or annual basis, or may be invoiced and billed directly to the client on a quarterly, monthly or annual basis. Clients may select the method in which they are billed. Fees are paid in arrears.

Payment of Fixed or Hourly Pension Consulting Services Fees

Fixed pension consulting fees are paid via check. These fees are paid in arrears upon completion.

C. Client Responsibility For Third Party Fees

Clients are responsible for the payment of all third party fees (i.e. custodian fees, brokerage fees, mutual fund fees, transaction fees, etc.). Those fees are separate and distinct from the fees and expenses charged by CLS. Please see Item 12 of this brochure regarding broker-dealer/custodian.

D. Prepayment of Fees

CLS collects its fees in arrears. It does not collect fees in advance.

E. Outside Compensation For the Sale of Securities to Clients

CLS or its supervised persons may accept compensation for the sale of securities or other investment products, including asset-based sales charges or services fees from the sale of mutual funds.

Aaron Allan Pottichen is an insurance agent and in this roles, accepts compensation for the sale of securities and other products to CLS clients.

1. This is a Conflict of Interest

Supervised persons may 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 to CLS's clients. This presents a conflict of interest and gives the supervised person an incentive to recommend products based on the compensation received rather than on the client's needs. When recommending the sale of securities or investment products for which the supervised persons receives compensation, CLS will document the conflict of interest in the client file and inform the client of the conflict of interest.

2. Clients Have the Option to Purchase Recommended Products From Other Brokers

Clients always have the option to purchase CLS recommended products through other brokers or agents that are not affiliated with CLS.

3. Commissions are not CLS's primary source of compensation for advisory services

Commissions are not CLS's primary source of compensation for advisory services.

4. Advisory Fees in Addition to Commissions or Markups

Advisory fees that are charged to clients are not reduced to offset the commissions or markups on securities or investment products recommended to clients.

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

CLS does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

Item 7: Types of Clients

CLS generally provides advisory services to Pension and Profit Sharing Plans.

Minimum Account Size

There is no account minimum for any of CLS's services.

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

A. Methods of Analysis and Investment Strategies

Methods of Analysis

CLS's methods of analysis include quantitative analysis.

Quantitative analysis deals with measurable factors as distinguished from qualitative considerations such as the character of management or the state of employee morale, such as the value of assets, the cost of capital, historical projections of sales, and so on.

Investment Strategies

CLS does not recommend investments for individual clients, but rather a menu of funds to be used in qualified employer sponsored retirement plans. Our process for the selection of a menu begins with what asset classes the Plan Trustees will allow their employees to have access to via the fund menu. After these asset classes are selected we will use our fund selection process to produce a menu of funds for the Plan Trustee to approve. If a Plan Trustee has no preferences for asset classes or has no desire to omit certain asset classes we will seek to select the best in class funds available through their custodian that would allow a prudent investor to create a diversified allocation.

Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

B. Material Risks Involved

Methods of Analysis

Quantitative Model Risk: Investment strategies using quantitative models may perform differently than expected as a result of, among other things, the factors used in the models, the weight placed on each factor, changes from the factors' historical trends, and technical issues in the construction and implementation of the models.

Investment Strategies

It should be noted that all investments carry risks within them and it is every investors responsibility to make sure the funds they select and the risks associated with those funds are aligned with their investment goals and risk factors.

Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

C. Risks of Specific Securities Utilized

Clients should be aware that there is a material risk of loss using any investment strategy. The investment types listed below are not guaranteed or insured by the FDIC or any other government agency.

Mutual Funds: Investing in mutual funds carries the risk of capital loss and thus you may lose money investing in mutual funds. All mutual funds have costs that lower investment returns. The funds can be of bond "fixed income" nature (lower risk) or stock "equity" nature.

Exchange Traded Funds (ETFs): An ETF is an investment fund traded on stock exchanges, similar to stocks. Investing in ETFs carries the risk of capital loss (sometimes up to a 100% loss in the case of a stock holding bankruptcy). Areas of concern include the lack of

transparency in products and increasing complexity, conflicts of interest and the possibility of inadequate regulatory compliance.

Past performance is not indicative of future results. Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

Item 9: Disciplinary Information

A. Criminal or Civil Actions

There are no criminal or civil actions to report.

B. Administrative Proceedings

There are no administrative proceedings to report.

C. Self-regulatory Organization (SRO) Proceedings

There are no self-regulatory organization proceedings to report.

Item 10: Other Financial Industry Activities and Affiliations

A. Registration as a Broker/Dealer or Broker/Dealer Representative

Neither CLS nor its representatives are registered as, or have pending applications to become, a broker/dealer or a representative of a broker/dealer.

B. Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor

Neither CLS nor its representatives are registered as or have pending applications to become either a Futures Commission Merchant, Commodity Pool Operator, or Commodity Trading Advisor or an associated person of the foregoing entities.

C. Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests

Aaron Allan Pottichen is a Business Development Representative of CLS Insurance Services Holdings, LLC d/b/a CLS Partners.

From time to time, he will offer clients advice or products from those activities. Clients should be aware that these services pay a commission or other compensation and involve a conflict of interest, as commissionable products conflict with the fiduciary duties of a registered investment adviser. CLS always acts in the best interest of the client; including the sale of commissionable products to advisory clients. Clients are in no way required to utilize the services of any representative of CLS in connection with such individual's activities outside of CLS.

D. Selection of Other Advisers or Managers and How This Adviser is Compensated for Those Selections

CLS does not utilize nor select third-party investment advisers.

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

A. Code of Ethics

CLS has a written Code of Ethics that covers the following areas: Prohibited Purchases and Sales, Insider Trading, Personal Securities Transactions, Exempted Transactions, Prohibited Activities, Conflicts of Interest, Gifts and Entertainment, Confidentiality, Service on a Board of Directors, Compliance Procedures, Compliance with Laws and Regulations, Procedures and Reporting, Certification of Compliance, Reporting Violations, Compliance Officer Duties, Training and Education, Recordkeeping, Annual Review, and Sanctions. CLS's Code of Ethics is available free upon request to any client or prospective client.

B. Recommendations Involving Material Financial Interests

CLS does not recommend that clients buy or sell any security in which a related person to CLS or CLS has a material financial interest.

C. Investing Personal Money in the Same Securities as Clients

As part of its Code of Ethics, CLS has implemented a restricted list to ensure that neither the adviser nor its representatives will trade in securities that CLS also recommends to clients.

D. Trading Securities At/Around the Same Time as Clients' Securities

Please see Item 11.C above.

Item 12: Brokerage Practices

A. Factors Used to Select Custodians and/or Broker/Dealers

CLS does not recommend brokers/custodians.

1. *Research and Other Soft-Dollar Benefits*

CLS does not trade client's accounts and therefore receives no research, product, or services from a broker-dealer ("soft dollar benefits").

2. *Brokerage for Client Referrals*

CLS receives no referrals from a broker-dealer or third party in exchange for using that broker-dealer or third party.

3. *Clients Directing Which Broker/Dealer/Custodian to Use*

CLS does not trade client's accounts.

B. Aggregating (Block) Trading for Multiple Client Accounts

CLS does not trade clients' accounts and therefore does not have the ability to block trade purchases across accounts.

Item 13: Reviews of Accounts

A. Frequency and Nature of Periodic Reviews and Who Makes Those Reviews

All client accounts for CLS's advisory services provided on an ongoing basis are reviewed at least monthly by Aaron Pottichen, Principal & Retirement Consultant with regard to clients' respective investment policies and risk tolerance levels. All accounts at CLS are assigned to this reviewer.

B. Factors That Will Trigger a Non-Periodic Review of Client Accounts

Reviews may be triggered by material market, economic or political events, or by changes in client's financial situations (such as retirement, termination of employment, physical move, or inheritance).

C. Content and Frequency of Regular Reports Provided to Clients

Each client of CLS's advisory services provided on an ongoing basis will receive a quarterly report detailing the client's account, including assets held, asset value, and calculation of fees. This written report will come from the custodian. CLS will also provide at least quarterly a separate written statement to the client.

Item 14: Client Referrals and Other Compensation

A. Economic Benefits Provided by Third Parties for Advice Rendered to Clients (Includes Sales Awards or Other Prizes)

CLS does not receive any economic benefit, directly or indirectly from any third party for advice rendered to CLS's clients.

B. Compensation to Non – Advisory Personnel for Client Referrals

CLS may enter into arrangements with third parties to act as solicitors for CLS's investment services. Currently, CLS has an arrangement with CLS Partners to refer clients to CLS. [Per the State of Texas Solicitor Rules, CLS will not compensate any representative of CLS Partners unless the individual is licensed with the State of Texas as an Investment Adviser Representative.] Solicitor relationships will be fully disclosed to each Client to the extent required by applicable law. CLS will ensure each solicitor is exempt, notice filed, or properly registered in all appropriate jurisdictions.

Item 15: Custody

CLS does not take custody of client accounts at any time. Custody of client's accounts is held primarily at the client's custodian. Clients will receive account statements from the custodian and should carefully review those statements.

Item 16: Investment Discretion

CLS does not have discretion over client accounts at any time.

Item 17: Voting Client Securities (Proxy Voting)

CLS will not ask for, nor accept voting authority for client securities. Clients will receive proxies directly from the issuer of the security or the custodian. Clients should direct all proxy questions to the issuer of the security.

Item 18: Financial Information

A. Balance Sheet

CLS neither requires nor solicits prepayment of more than \$1,200 in fees per client, six months or more in advance, and therefore is not required to include a balance sheet with this brochure.

B. Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients

Neither CLS nor its management has any financial condition that is likely to reasonably impair CLS's ability to meet contractual commitments to clients.

C. Bankruptcy Petitions in Previous Ten Years

CLS has not been the subject of a bankruptcy petition in the last ten years.

Item 19: Requirements For State Registered Advisers

A. Principal Executive Officers and Management Persons; Their Formal Education and Business Background

CLS currently has two principals: Aaron Allan Pottichen and Clint Scott.

Clint Scotts' Education:

B.A., University of North Texas - 1993

Business Background:

08/2013 - Present	Principal Owner CLSRS, LLC d/b/a CLS Partners Retirement Services
03/2012 - Present	President & CEO CLS Insurance Services Holdings, LLC d/b/a CLS Partners
05/2008 - Present	President & CEO C.L. Scott Corporate Insurance Services, LLC d/b/a CLS Partners

The education and business background of Aaron Allan Pottichen can be found on the individual's Form ADV Part 2B brochure supplement.

B. Other Businesses in Which This Advisory Firm or its Personnel are Engaged and Time Spent on Those (If Any)

Other business activities for Aaron Allan Pottichen can be found on the individual's Form ADV Part 2B brochure supplement.

C. How Performance-based Fees are Calculated and Degree of Risk to Clients

CLS does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

D. Material Disciplinary Disclosures for Management Persons of this Firm

No management person at CLS or CLS has been found liable in an arbitration claim or been found liable in a civil, self-regulatory organization, or administrative proceeding that is material to the client's evaluation of the firm or its management.

E. Material Relationships That Management Persons Have With Issuers of Securities (If Any)

See Item 10.C and 11.B.