

**Item 1 Cover Page**

**Part 2A of Form ADV: Firm Brochure**

**Legacy Financial Strategies, LLC (“Legacy”)**

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This brochure provides information about the qualifications and business practices of Legacy Financial Strategies, LLC. If you have any questions about the contents of this brochure, please contact us at (913) 403-0600 or one of the email addresses listed above. 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.

Legacy Financial Strategies, LLC is a registered investment advisor with the United States Securities and Exchange Commission. 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 an advisor.

Additional information about Legacy Financial Strategies, LLC also is available on the Securities and Exchange Commission’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

## **Item 2      Material Changes**

Legacy Financial Strategies, LLC is amending this brochure dated March 7, 2017. The previous Brochure was dated October 15, 2016.

In the future, this Item will discuss only specific material changes that are made to the Brochure and provide clients with a summary of such changes.

Pursuant to the current SEC Rules, Legacy will ensure that clients receive a summary of any material changes to this Brochure within 120 days of the close of Legacy's fiscal year end. Additionally, as Legacy experiences material changes in the future, clients will be sent a summary of "Material Changes" under separate cover. For more information about Legacy please visit [www.legacykc.com](http://www.legacykc.com).

Currently, our Brochure may be requested by contacting our office at (913) 403-0600 or [yourlegacyteam@legacykc.com](mailto:yourlegacyteam@legacykc.com). Our Brochure is also available on our website, [www.legacykc.com](http://www.legacykc.com), also free of charge.

Additional information about Legacy is also available via the SEC's website, [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). The SEC's website also provides information about any persons affiliated with Legacy who are registered, or are required to be registered, as investment advisor representatives of Legacy.

Changes since the last publication of this brochure:

- Updated assets under management and number of accounts serviced for annual amendment.

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## **Item 4      Advisory Business**

### **Firm Description and Principal Owner**

Legacy was established in May of 2000, resides, and is an advisory firm registered with the Securities and Exchanges Commission ("SEC"). Legacy's majority ownership is held in trust by The Michael W. Lutz Irrevocable Trust. This trust was created pursuant to the provisions of Section 456.5-505, Revised Statutes of Missouri, as amended from time to time, with the intent that this trust is a Missouri self-elected spendthrift trust.

### **Types of Services Offered by Legacy**

#### **A. Investment Management Services**

Legacy ("the Advisor") provides investment advisory services to its clients on a discretionary and non-discretionary basis. As of December 31, 2016, Legacy's assets under management totaled \$195,947,353.00 comprised of 1114 separate accounts. Of this total, discretionary accounts make up \$157,231,314.00 (1041 accounts); non-discretionary accounts make up \$38,716,039.00 (73 accounts).

The advisory services include, among other things, providing advice regarding asset allocation and the selection of investments. Account management is guided by the stated objectives of the client. In addition, Legacy considers the client's risk profile and financial status prior to making any recommendations.

In accordance with Rule 204-3 under the Investment Advisers Act of 1940, Legacy will provide a disclosure brochure (ADV Part 2A) and any brochure supplements (ADV Part(s) 2B) to each client or prospective client prior to or at the time of signing an investment advisory agreement.

The client may provide requests of restrictions or limitations on investments of specific securities or specific types of securities. This request may be in writing directly to the Advisor.

#### **B. Selection of Portfolio Managers**

For certain clients, Legacy may recommend the active discretionary management of all or part of a discretionary client's assets in their account to one or more portfolio managers based on the client's stated objectives and restrictions. Access to these managers may be provided by Legacy through a third party custodial platform of approved portfolio managers. The portfolio managers will have discretionary authority over those assets allocated to them for management and they will be authorized to buy, sell, and trade in securities in accordance with the client's investment objectives. Legacy continues to monitor the selected portfolio manager to ensure they adhere to the philosophy and investment style for which they were selected.

#### **C. Retirement Plan Services**

Legacy provides retirement plan services to business clients on a non-discretionary basis. These services include plan setup, investment selection, and ongoing support services.

These services include:

##### **I. Fiduciary Services**

The Advisor will perform the following services, referred to as "Fiduciary Services":

- a. Advisor shall provide non-discretionary investment advice to Client about investment alternatives available for the Plan in accordance with the Plan's investment policies and objectives. Client shall have the final decision-making authority regarding the initial selection, retention, and removal of investment options.
- b. Assist in the development of an investment policy statement ("IPS"). The IPS establishes the investment policies and objectives for the Plan, and shall set forth the asset classes and investment categories to be offered under the Plan, as well as the criteria and standards for selecting and monitoring the investments. Client shall have the ultimate responsibility and authority to establish such policies and objectives and to adopt the investment policy statement.
- c. Prepare periodic investment advisory reports that document consistency of fund management and performance to the guidelines set forth in the IPS and make recommendations to maintain or remove and replace investment options.
- d. Meet with Client on a periodic basis to discuss reports and recommendations.
- e. Provide investment advice to the Client with respect to the selection of a qualified default investment alternative ("QDIA") for participants who fail to make an investment election.

## II. Non-Fiduciary Services

The Advisor will also perform the following services, referred to as "Non-Fiduciary Services":

- a. Assist in the education of the participants in the Plan about general investing principles and the investment alternatives available under the Plan in accordance with Department of Labor Interpretive Bulletin 96-1.
- b. Assist in the group enrollment meetings to explain retirement plan participation, savings and investing for eligible employees. Organize participant education meetings as requested by the plan sponsor or as regularly scheduled; may differ per plan.

### D. Financial Planning/Consulting Services

Legacy provides financial planning, consulting and plan update services to individuals and businesses. Legacy may also provide non-securities advice on topics that may include but are not limited to business, retirement, estate, budgetary, college, personal, and business tax planning.

### E. Legacy Next Investment and Financial Forecasting Program

Legacy Next portfolios are comprised of ETFs exclusively chosen by our investment committee based on their performance, expenses, and exposure to asset classes. There are 30 different portfolio models that take a client's tax status and risk tolerance into account. Risk tolerance is measured through a questionnaire developed by Schwab which is completed prior to account

opening, and other communication with client. Accounts are rebalanced regularly to reflect changes in allocation percentages due to market fluctuation or cash movement into or out of account. There are currently no transaction costs charged by Schwab on the Institutional Intelligent Portfolios platform so rebalancing even by small percentage changes does not impact cost. The goal of the Legacy Next portfolios is to allow clients access to Legacy Financial Strategies, LLC's investment committee research, experience, and portfolio construction through a platform that is cost efficient for accounts holding balances under \$250,000 while utilizing professional portfolio management. The eMoney Advisor product from eMoney Advisor, LLC will be utilized as an asset aggregation and financial forecasting tool that to compliments the portfolio management portion of the program.

## **Item 5 Fees and Compensation**

### **A. Fees for Investment Management Services**

Legacy has several custodians in which our clients can chose to do business with. We utilize Charles Schwab & Co., Inc. ("Schwab"), Teachers Insurance and Annuity Association - College Retirement Equities Fund ("TIAA-CREF"), and Foliofn Investments Inc. ("Folio"), all of which are FINRA registered broker-dealers and members of SIPC. SEI Investment Company/SEI Private Trust Corporation/SEI Investments Management Corporation ("SEI") is a limited purpose federal savings association. We are independently owned and operated and are not affiliated with Schwab, TIAA-CREF, Folio, or SEI.

Legacy charges fees based on a percent of assets under management or a fixed fee. Specific fees charged by Legacy are will be set forth in each client's investment advisory agreement with Legacy. Fees may be negotiable based upon the complexity and unique needs of the client. Legacy does not aggregate account values in a household for purposes of calculating fees in a tiered structure, unless by the Firm's discretion or otherwise negotiated. Either party may terminate the agreement with 30 days' written notice.

#### **I. Schwab Custodial Accounts**

Advisory fees are paid quarterly in advance. Fees are calculated using an average daily balance method using the tiered investment fee schedule referenced below or an agreed upon fee. The average daily balance for each account is determined by calculating the total dollar value for every calendar day during the quarter. All account balances for the quarter are then added together and divided by the number of days in the quarter. The fee is then calculated by multiplying the average daily balance of the account by the percentage in the tiered investment fee schedule.

From	To	Per Year
\$0	\$250,000	Up to 1.75%
\$250,001	\$750,000	Up to 1.25%
\$750,001	\$2,500,000	Up to 1.00%
Over \$2,500,000		Up to 0.75%

Should the client open an account during a quarter, the fee will be prorated based on the number of days that the Account was open during the quarter. An advisory client will have a period of five (5) business days from the date of signing the investment management agreement to unconditionally rescind the agreement and receive a full refund of all fees. Thereafter, either party may terminate the agreement with 30 days' written notice. Upon termination, fees will be prorated to the date of termination and any unearned portion of the fee

will be refunded to the client.

The account custodian may charge fees, which are in addition to and separate from the investment advisory service fee. The custodian may also charge accounts for various transaction costs, retirement plan, and administration fees. In addition, some mutual fund assets deposited in the account may have been subject to deferred sales charges and 12b-1 fees. Mutual funds have annual expenses as described in each fund's prospectus. Advisory clients should also note that fees for comparable services vary and lower fees for comparable services may be available from other sources.

## II. TIAA-CREF Custodial Accounts

Advisory fees are paid quarterly in advance. Fees are calculated using an average daily balance method using the tiered investment fee schedule referenced below or an agreed upon fee. The average daily balance for each account is determined by calculating the total dollar value for every calendar day during the quarter. All account balances for the quarter are then added together and divided by the number of days in the quarter. The fee is then calculated by multiplying the average daily balance of the account by the percentage in the tiered investment fee schedule.

From	To	Per Year
\$0	\$250,000	Up to 1.25%
\$250,001	\$500,000	Up to 1.15%
\$500,001	\$1,000,000	Up to 0.95%
\$1,000,001	\$1,500,000	Up to 0.70%
Over \$1,500,000		Up to 0.55%

Should the client open an account during a quarter, the fee will be prorated based on the number of days that the Account was open during the quarter. An advisory client will have a period of five (5) business days from the date of signing the investment management agreement to unconditionally rescind the agreement and receive a full refund of all fees. Thereafter, either party may terminate the agreement with 30 days' written notice. Upon termination, fees will be prorated to the date of termination and any unearned portion of the fee will be refunded to the client.

The account custodian may charge fees, which are in addition to and separate from the investment advisory service fee. The custodian may also charge accounts for various transaction costs, retirement plan, and administration fees. In addition, some mutual fund assets deposited in the account may have been subject to deferred sales charges and 12b-1 fees. Mutual funds have annual expenses as described in each fund's prospectus. Advisory clients should also note that fees for comparable services vary and lower fees for comparable services may be available from other sources.

## III. SEI Custodial Accounts

Advisory fees are paid quarterly in arrears. Fees are calculated based on the account's asset value as of the last business day of the prior calendar quarter using the following tiered investment fee schedule or an agreed upon fee.

From	To	Per Year
\$0	\$250,000	Up to 1.25%
\$250,001	\$500,000	Up to 1.15%
\$500,001	\$1,000,000	Up to 1.05%

\$1,000,001	\$2,000,000	Up to 0.95%
\$2,000,001	\$3,000,000	Up to 0.75%
Over \$3,000,001		0.60%

An advisory client will have a period of five (5) business days from the date of signing the investment management agreement to unconditionally rescind the agreement. Thereafter, either party may terminate the agreement with 30 days' written notice. Upon termination, no fees will be refunded, as fees are paid quarterly in arrears by the client. The client account will be charged the assigned fee for the amount of days the account is open in the quarter prior to termination.

The account custodian may charge fees, which are in addition to and separate from the investment advisory service fee. The custodian may also charge accounts for various transaction costs, retirement plan, and administration fees. In addition, some mutual fund assets deposited in the account may have been subject to deferred sales charges and 12b-1 fees. Mutual funds have annual expenses as described in each fund's prospectus. Advisory clients should also note that fees for comparable services vary and lower fees for comparable services may be available from other sources.

#### IV. SEI Managed Account Portfolios

As described in Item 4, clients have a choice to use services such as Portfolio Managers, which are offered on behalf of SEI Investments. These fees are called "Manager Strategy Fees", and are charged quarterly in arrears. They are paid directly from the client custodial account to the selected management firm or individual selected to manage the client funds. The fee charged is based on an account's asset value on the last day of the prior quarter and paid quarterly in arrears. Each fee structure is different dependent upon the selected investment strategy and portfolio advisor. The client may incur additional costs or charges associated with transactions, transfers, or wires.

SEI Fee breakpoint levels are determined based on an Investor's total Account assets invested in an Investment Style categorized within the same investment style description groupings/fee rate schedules listed below. By way of example only, if an Account is invested in two Investment Styles, the first being a model classified as a Small Cap style and a second model classified as a Small-Mid Cap style, the Account assets invested in those two Investment Styles will be combined for purposes of determining the applicable breakpoint levels for purposes of calculating the fees. Breakpoints are not applied across the style description groupings/fee rate schedules. By way of example only, if an Account is invested in an Investment Style classified as a Small Cap style as well as in a second Investment Style classified as an Alternative Income style, those Account assets will not be combined for purposes of determining the applicable breakpoint level for calculating SEI Fees, but assets allocated to each such Investment Style will be considered individually in determining fees.

The maximum SEI Fee a client will pay for managed account services is 1.25%. Additionally, for ETF Strategies accounts, SEI charges a maximum Program Fee of 0.20% for providing administrative and recordkeeping services and other services to accounts invested this program. The fee is calculated and paid to SEI quarterly in arrears. SEI will deduct the Program Fee directly from the Client's custody account. Client will also pay firms Advisory Fees as indicated on the account application. The following applies to accounts that were opened after 2012. Please refer to SEI publications for accounts opened prior to 2012.



Investment Style	Breakpoints	SEI Fee
All Cap, Alternative-Multi-Strategy SMA, Equity Income, Global Equity, International Developed Markets, Large Cap, Managed Volatility, Mid Cap, Socially Responsible Investing, Windham ETF Strategies	first \$500,000 next \$500,000 next \$1 million next \$3 million next \$5 million over \$10 million	0.90% 0.85% 0.80% 0.75% 0.70% 0.65%
Small Cap, Small-Mid Cap, REIT	first \$500,000 next \$500,000 next \$1 million next \$3 million next \$5 million over \$10 million	1.10% 1.05% 1.00% 0.95% 0.90% 0.85%
International Emerging Markets	first \$500,000 next \$500,000 next \$1 million next \$3 million next \$5 million over \$10 million	1.25% 1.20% 1.15% 1.10% 1.05% 1.00%
Alternative-Income, Alternative-Tax Advantage Income, Alternative-MLP, Core Aggregate, Core Aggregate Plus, Government/Corporate Bond, Government Securities, Municipal Fixed Income, Preferred Securities	first \$500,000 next \$500,000 next \$1 million next \$3 million next \$5 million over \$10 million	0.65% 0.60% 0.56% 0.54% 0.50% 0.45%
SEI ETF Strategies	first \$500,000 next \$500,000 next \$1 million next \$3 million next \$5 million over \$10 million	0.55% 0.35% 0.30% 0.25% 0.22% 0.20%
SEI Fixed Income Strategies	first \$500,000 next \$500,000 next \$1 million next \$3 million next \$5 million over \$10 million	0.30% 0.27% 0.25% 0.20% 0.19% 0.18%
SEI Factor Based Strategies	first \$500,000 next \$500,000 next \$1 million next \$3 million next \$5 million over \$10 million	0.55% 0.35% 0.30% 0.25% 0.22% 0.20%

Tax Management	SEI Fee
Tax Management	0.10% in addition to the SEI Fee described above

#### V. Folio Custodial Accounts

Advisory fees are paid quarterly in advance. Fees are calculated based on the account's asset value as of the last business day of the prior calendar quarter using the following tiered investment fee schedule or an agreed upon fee.

From	To	Per Year
\$0	\$250,000	Up to 1.3%
\$250,001	\$750,000	Up to 1.15%
\$750,001	\$1,000,000	Up to 0.95%
Over \$1,000,001		0.65%

Should the client open an account during a quarter, the fee will be prorated based on the number of days that the account was open during the quarter. An advisory client will have a period of five (5) business days from the date of signing the investment management agreement to unconditionally rescind the agreement and receive a full refund of all fees. Thereafter, either party may terminate the agreement with 30 days' written notice. Upon termination, fees will be prorated to the date of termination and any unearned portion of the fee will be refunded to the client.

The account custodian also charges their own management fee of 0.2% annually in addition to the advisory fee described above. They may also charge other fees for various transaction costs, retirement plan, and administration fees. In addition, some mutual fund assets deposited in the account may have been subject to deferred sales charges and 12b-1 fees. Mutual funds have annual expenses as described in each fund's prospectus. Advisory clients should also note that fees for comparable services vary and lower fees for comparable services may be available from other sources.

#### VI. American Funds, Learning Quest and Missouri MOST Custodial Accounts

Advisory fees are calculated and paid quarterly in advance. Fees are calculated based on the account's period ending asset value as of the last business day of the prior calendar quarter using the tiered annualized investment fee schedule specified below or an agreed upon fee.

From	To	Per Year
\$0	\$250,000	Up to 1.75%
\$250,001	\$750,000	Up to 1.25%
\$750,001	\$2,500,000	Up to 1.00%
Over \$2,500,000		Up to 0.75%

An advisory client will have a period of five (5) business days from the date of signing the investment management agreement to unconditionally rescind the agreement and receive a full refund of all fees. Thereafter, either party may terminate the agreement with 30 days' written notice. Upon termination, fees will be prorated to the date of termination and any unearned portion of the fee will be refunded to the client.

The account custodian may charge fees, which are in addition to and separate from the investment advisory service fee. The custodian may also charge accounts for various transaction costs, program management, retirement plan, and administration fees. In addition, some mutual fund assets deposited in the account may have been subject to deferred sales charges and 12b-1 fees. Mutual funds may have annual expenses as described in each fund's prospectus. Advisory clients should also note that fees for comparable services vary and lower fees for comparable services may be available from other sources.

#### VII. 401k and Annuities (assets not held with one of our preferred custodians):

Fees are calculated based on the account's asset value as of the last business day of the prior calendar quarter using the following tiered investment fee schedule or an agreed upon fee.

From	To	Per Year
\$0	\$250,000	Up to 1.75%
\$250,001	\$750,000	Up to 1.25%

\$750,001	\$2,500,000	Up to 1.00%
Over \$2,500,000		Up to 0.75%

An advisory client will have a period of five (5) business days from the date of signing the investment management agreement to unconditionally rescind the agreement and receive a full refund of all fees. Thereafter, either party may terminate the agreement with 30 days' written notice. Upon termination, fees will be prorated to the date of termination and any unearned portion of the fee will be refunded to the client.

The account custodian may charge fees, which are in addition to and separate from the investment advisory service fee. The custodian may also charge accounts for various transaction costs, retirement plan, and administration fees. In addition, some mutual fund assets deposited in the account may have been subject to deferred sales charges and 12b-1 fees. Mutual funds have annual expenses as described in each fund's prospectus. Advisory clients should also note that fees for comparable services vary and lower fees for comparable services may be available from other sources.

#### VIII. Fees for Retirement Plan Services

Monthly Billing: The fee associated with retirement plan services is determined on a negotiated basis between Legacy, the client, and associated third parties. Fees are due monthly in advance. Fees are due on the first day of the calendar month and are billed directly to the client. Fees are based on the account's asset value as of the last business day of the prior calendar month and are prorated for accounts opened during the month.

Quarterly Billing: The fee associated with retirement plan services is determined on a negotiated basis between Legacy, the client, and associated third parties. Fees are due quarterly in advance. Fees are due on the first day of the calendar quarter and are billed directly to the client. Fees are based on the account's asset value as of the last business day of the prior calendar quarter.

Either party may terminate the agreement with 30 days' written notice.

Associated third parties may charge fees, which are in addition to and separate from the investment advisory service fee. These parties may charge accounts for various transaction costs, retirement plan and administration fees. Advisory clients should also note that fees from comparable services vary and lower fees for comparable services may be available from other sources.

#### IX. Fees for Financial Planning/Consulting Services

In addition to advisory services, Legacy provides financial planning and consulting. Financial planning fees are included in the client's investment management fees. An agreement will be signed by both Legacy and the client prior plan engagement.

Additional planning and consulting services are billed at the rate of \$250.00 per hour, or a negotiated fee based upon the complexity and unique needs of the client. The hourly fee or negotiated fee is due and payable upon completion of services rendered. An agreement will be signed by both Legacy and the client prior to the consulting engagement.

Clients are free at all times to accept or reject any of Legacy's financial planning recommendations. If clients elect to implement recommendations made in a financial plan, their

accounts may incur transaction costs, retirement plan administration fees, and other mutual fund expenses. These fees are in addition to and separate from planning and consulting fees.

Clients will have a period of five (5) business days from the date of signing a financial planning or consulting agreement to unconditionally rescind the agreement and receive a full refund of all fees. Thereafter, clients may terminate an agreement by providing Legacy with written notice prior to delivery of the plan or completion of the service. Legacy may terminate an agreement by providing written notice to clients. Upon termination, fees will be prorated to the date of termination and any unearned portion of the fee will be refunded to the client.

It should be noted that Legacy may have clients who were engaged to receive advisory services prior to the incorporation of the fee schedule disclosed herein. These clients are considered "legacy" clients and may pay a fee that is higher or lower than the fees stated above.

For more information on other fees, transaction costs, or other charges, see Item 12, Brokerage Practices.

#### X. Legacy Next Program

Legacy Next management fee is assessed quarterly, in advance, and is calculated using the average daily balance method. The average daily balance for each account is determined by calculating the total dollar value for every calendar day during the quarter. The account balance for every day in the quarter is added together, and then divided by the number of calendar days in the quarter. The fee is calculated by multiplying the average daily balance of the account by the fee percentage.

The annual investment management fee assessed is one percent (1%) of Client's assets under management with a negotiated fee or quarterly minimum of \$100.00.

- If the calculated quarterly fee exceeds \$100.00, then the calculated fee will be charged to the account
- If the calculated quarterly fee is less than \$100.00, then \$100.00 will be charged to the account

There is no charge for financial forecasting, aggregation or client portal services. The fees for such services are incorporated into the wealth management fees described above.

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

Legacy 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**

#### **General Clients: Description**

Legacy generally provides investment advice and portfolio management services to individuals, high net worth individuals, trusts, estates or charitable institutions and corporations or business entities.

## **General Clients: Account Minimums**

Legacy requires a minimum of \$500,000 to establish a new advisory account. However, this minimum may be waived at the sole discretion of advisors Michael Lutz, Michael Wren, Nicholas Neukirch, Jim Reardon, Luanne Underwood, or Michael Farris. In addition, Legacy may continue to service existing accounts that have values that are below the \$500,000 minimum.

## **Legacy Next Program**

The goal is to provide a more cost effective platform for account management for individuals whose account balance is under \$250,000. Model portfolios are selected and developed by Legacy's investment committee, and each advisor will select an established model based upon a variety of financial factors and client risk assessment. The types of clients that fit the profile for Legacy Next will be ones that are proficient in utilizing online tools and a primarily online communication method with the firm. Custodian transaction costs are very low or non-existent for this program. The financial forecasting portion of the program is included and not charged separately to the client as described in Item 5.

## **Item 8      Methods of Analysis, Investment Strategies and Risk of Loss**

### **Methods of Analysis**

Legacy uses the Fundamental Analysis method in evaluating investment opportunities, including the analysis of individual securities, mutual funds, ETFs and other investment types. When analyzing individual securities, analyses surrounding factors such as earnings, balance sheet variables, and management quality are considered. In trying to determine the true value of the security, in the majority of cases where we are using mutual funds or ETFs, this research is done through outside independent rating agencies, including, but not limited to, Morningstar, Standard and Poor's and Schwab.

Legacy has an investment committee which meets and discusses the investments our clients hold, and any changes to investment recommendations. The committee is made up of Michael Lutz, Gretchen Vosburgh, Michael Wren, Jim Reardon, Nick Neukirch, Sam Murray, and Luanne Underwood. On a monthly basis, the committee will be responsible for conducting the meeting and documenting the results of the meeting.

### **Investment Strategies**

As noted in Item 4 above, Legacy may recommend allocation of certain client assets to portfolio managers or a managed account platform for investing. When selecting a portfolio advisor for a client, Legacy reviews information about the portfolio advisor, such as its disclosure brochure and other materials supplied by the portfolio advisor or independent third parties for a description of the portfolio advisor's investment strategies, past performance, and risk results to the extent available.

Legacy uses the following investment strategies to implement any investment advice given to clients:

- Long term purchases (securities held at least a year), strategic allocation.
- Short term purchases (securities sold within a year) are used on a tactical basis for portfolios.

The investment strategies Legacy uses in managing clients' accounts incur market risk, in that

a portfolio may rise and fall in value as the market rises and falls. Open end mutual funds and ETFs incur additional fees which are not present in the purchase and sale of individual equities and bonds. Leveraged and inverse ETFs may incur loss at an accelerated rate during quickly dropping markets. US companies may have global risk because they are often multi-national. Similarly, changes domestically can cause changes across the globe.

Legacy develops portfolios for clients based upon its understanding of the client's requirements, so the Advisor depends upon the accuracy of this information throughout the term of the relationship. If the client has not informed Legacy of changes in his/her situation, portfolio may not meet the client's changed needs.

### **Sources of Information**

Legacy has access to various research reports and model portfolios to which Michael Lutz, Michael Wren, Nicholas Neukirch, Jim Reardon, Luanne Underwood, or Michael Farris may refer in determining which securities to purchase or sell. Legacy also obtains its information for analysis of investments through financial newspapers and magazines, research materials prepared by others, corporate rating services, annual reports, prospectuses, filings with the Securities and Exchange Commission and company press releases.

Legacy obtains detailed client information and other pertinent data from financial statements, tax forms, and other material provided by the client. This assists Legacy in selecting appropriate investments for the client based on the client's investment objective and goals.

### **Types of Investments**

Legacy offers advice to clients on the following types of investments:

- Equity Securities (exchange-listed securities, securities traded over the counter, and foreign issues)
- Mutual Funds
- Exchange Traded Funds (ETFs)
- Warrants
- Corporate debt securities (other than commercial paper)
- Certificates of deposit
- Municipal securities
- Investment company securities (life insurance, annuities, and mutual fund shares)
- United States government securities
- Interests in partnerships investing in real estate and oil and gas interests

### **Risk of Loss**

Investing in securities involves a risk of loss that clients should be prepared to bear. Diversification and asset allocation may not protect against market risk. You should not assume that an investment in any of the securities was or will be profitable. Legacy does not guarantee the future performance of any client's account or any specific level of performance, the success of any investment decision or strategy that the Legacy may use, or the success of the Advisor's overall management of the account. Investment decisions made for a client's account by Legacy are subject to various market, currency, economic, political and business risks, and those investment decisions will not always be profitable. Investing in any security entails risk of loss.

Types of financial risk and a definition of each:

- **Liquidity Risk:** the risk on the easiness to buy or resell an asset. If a market is not fluid, you might not find a buyer when you want to or not to find a seller when you truly need one. It is a risk related to the nature of the underlying (of the merchandise) but also to the credibility of the buyer-seller. It is easy to buy or to sell a common product to a trustworthy counterpart, but it is more difficult with a much specialized product. It is the liquidity of this product. Moreover, if the buyer/seller is not credible, the compensation risk for the potential suppliers/prospects dissuades them from dealing. The buyer/seller is in supply risk, in “liquidity” risk. For a bank, it is the risk to be in the inability to face a massive withdrawal of deposits by the customers.
- **Rate risk:** the risk of loans-borrowings. It is the risk that credit rates evolve in an unfavorably way. Thus, a borrower with a variable rate undergoes a rate risk when rates increase because he has to pay more. Conversely, a lender undergoes a risk when rates decrease because he loses incomes. For a bank, it is the risk that the market rates evolution leads to remuneration costs of deposits superior to the earnings generated by the interests of granted loans.
- **Exchange risk:** it is the risk on the variations of legal tenders between them. A risk noticeably related to time factor.
- **Counterparty risk:** the risk that the party with which a contract has been closed does not keep its commitments (delivery, payment, refund...). For a bank it is the risk that its customers are unable to pay back their loans, or that another bank, with which it has operations in progress (banking correspondent), is defaulting.
- **Country risk:** if a country is in a serious crisis (war, revolution, and stream of bankruptcy...) then even “trustworthy” firms, despite their credibility are going to be in difficulty. It is a counterparty risk related to the environment of the counterparty. The country risk, strictly speaking, is the probability that a country will provide the service of its outside debt. Some countries can involve vulnerabilities toward international investments. The analysis of vulnerability toward this kind of risk becomes a necessity in the management of financial risks. The International Monetary Fund dedicates work to the prevention of crises in that field. The purpose is to improve the aptitude to determine the vulnerability degree of the member countries toward financial crises. Vulnerability indicators form an essential part to these works. They bring a decisive contribution to the supervision exercise and loans operations of the IMF. Those indicators are used for analysis and resistance tests in the evaluation program frame of the financial sector, and also for early warning systems models (EWS).
- **Margin Risk** - When you purchase securities, you may pay for the securities in full or borrow part of the purchase price from your account custodian. If you intended to borrow funds in connection with your Account, you will be required to open a margin account, which will be carried by the custodian. The securities purchased in such an account are the custodian’s collateral for its loan to you. If those securities in a margin account decline in value, the value of the collateral supporting this loan also declines, and as a result, the Firm and/or custodian is required to take action in order to maintain the necessary level of equity in your account. The custodian may issue a margin call and/or sell other assets in your account. It is important that the Client fully understand the risks involved in trading securities on margin, which are applicable to any margin account that maintained, including any margin account that may be established as part of the Investment Advisory Agreement established between you and Legacy and held by the account custodian. Risks of margin investing include:
  - i. The Client may lose more than the principal invested, as the risk includes the amount invested plus the amount that has been loaned;
  - ii. The custodian may force the sale of securities or other assets in the account if the equity in the margin account falls below the margin requirements or to meet the margin call;

- iii. The Client may not be entitled to select which securities will be sold to meet margin requirements;
- iv. The account custodian may sell securities or other assets in the margin account without contacting the Client;
- v. The account custodian may move securities held in the cash account to the margin account and pledge the transferred securities;
- vi. The Client may not be entitled to an extension of time on a margin call; or
- vii. Margin requirements may be changed by the custodian without notice

## **Item 9      Disciplinary Information**

Registered investment advisors are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of Legacy or the integrity of Legacy's management.

Legacy has not been involved in any disciplinary action, nor found liable in any arbitration claims or civil proceedings. Legacy has not been the subject of a bankruptcy petition.

## **Item 10      Other Financial Industry Activities and Affiliations**

### **Business Activities & Affiliations**

Michael Lutz, Gretchen Vosburgh, Michael Wren, Nicholas Neukirch, Samuel Murray II, Jim Reardon, Luanne Underwood, and Michael Farris are registered investment advisor representatives. In addition to investment advisory services, Michael Lutz provides financial planning and insurance related services. Michael spends approximately 10% of his total activities on insurance business and approximately 10% on financial planning. Gretchen Vosburgh currently assists with insurance sales and financial planning. Michael Wren also provides insurance services and financial planning. Jim Reardon and Nick Neukirch also provide insurance servicing. Luanne Underwood and Michael Farris also assist with financial planning and investment research.

Legacy is an insurance agency. Michael Lutz, Gretchen Vosburgh, Michael Wren, Nick Neukirch, Samuel Murray II, and Jim Reardon are also licensed insurance agents, affiliated with the agency license of Legacy. In these capacities, they may recommend insurance or other products and receive compensation if products are purchased through Legacy.

Thus, a conflict of interest exists between the interests of Legacy advisers and those of advisory clients. However, clients are under no obligation to act upon any recommendations of Michael Lutz, Gretchen Vosburgh, Michael Wren, Samuel Murray II, Nick Neukirch, or Jim Reardon. Clients should be aware of the conflict and are also under no obligation to effect any transactions through Michael Lutz, Gretchen Vosburgh, Michael Wren, Samuel Murray II, Nick Neukirch, or Jim Reardon if they decide to follow the recommendations. Legacy endeavors to put the interest of its clients first as part of our fiduciary duty as a registered investment advisor; we take the following steps to address conflicts or potential conflicts:

- we disclose to clients the existence of all known material conflicts of interest, including the potential for our firm and our employees to earn compensation from advisory clients in addition to our firm's advisory fees
- we disclose to clients that they are not obligated to purchase recommended investment or insurance products from our employees or companies we work with



- we collect, maintain and document accurate, complete, and relevant client background information, including the client's financial goals, objectives and risk tolerance
- we require that our employees seek prior approval of any outside business or employment activity so that we may ensure that any conflicts of interests in such activities are properly addressed
- we periodically monitor these outside business or employment activities to verify that any conflicts of interest continue to be properly addressed by our firm
- we educate our employees regarding the responsibilities of a fiduciary, including the need to have a reasonable and independent basis for the investment advice provided to clients

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

### **Code of Ethics**

Legacy has adopted a Code of Ethics (the "Code") in compliance with Rule 204A-1 under the Investment Advisers Act of 1940. The Code establishes standards of conduct for Legacy supervised persons for all supervised persons of the firm and it describes its high standard of business conduct, and fiduciary duty to its clients. The Code includes provisions relating to the confidentiality of client information, a prohibition on insider trading, a prohibition of rumor mongering, restrictions on acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures, among other things. It also requires that access persons of Legacy report their personal securities and holdings, and obtain pre-approval of certain investments.

All supervised persons at Legacy must acknowledge the terms of the Code annually, or as amended. Legacy will provide a copy of its Code of Ethics to any client or prospective client upon request.

### **Participation or Interest in Client Transactions and Personal Trading**

Legacy anticipates that, in appropriate circumstances, consistent with clients' investment objectives, it will cause accounts over which Legacy has management authority to effect, and will recommend to investment advisory clients or prospective clients, the purchase or sale of securities in which Legacy, its affiliates and/or clients directly or indirectly have a position of interest. Legacy's employees and persons associated with Legacy are required to follow Legacy's Code. Subject to satisfying this policy and applicable laws, officers, directors, and employees of Legacy and its affiliates may trade for their own accounts in securities which are recommended to and/or purchased for Legacy's clients. The Code is designed to assure that the personal securities transactions, activities and interests of the employees of Legacy 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 Legacy's 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 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, and to reasonably prevent conflicts of interest between Legacy and its clients.

Associated persons are aware of the rules regarding material non-public information and insider trading. Associated persons may also buy or sell a specific security for their own account based on personal investment considerations, which the Advisor does not deem appropriate to buy or sell for clients.

Legacy's clients or prospective clients may request a copy of the firm's Code of Ethics by contacting Gretchen Vosburgh.

### **Principal or Agency Cross Securities Transactions**

Per SEC Section 206(3) of the Investment Advisers Act of 1940, principal transactions or agency cross transactions are prohibited by investment advisors unless they are also registered as a broker-dealer. Legacy is not a registered broker-dealer, and does not participate in agency cross transactions.

## **Item 12 Brokerage Practices**

### **The Custodians Legacy Uses**

Legacy Financial Strategies, LLC does not maintain custody of client assets on which we advise, although we may be deemed to have custody of the assets if clients give us authority to withdraw advisory fees from their account (see Item 15 – Custody, below). Legacy client assets must be maintained in an account at a “qualified custodian”. The custodians that Legacy recommends that clients use are Charles Schwab & Co., Inc. (“Schwab”), Teachers Insurance and Annuity Association - College Retirement Equities Fund (“TIAA-CREF”), and Foliofn Investments Inc. (“Folio”), all of which are FINRA registered broker-dealers and members of SIPC. SEI Investment Company/SEI Private Trust Corporation/SEI Investments Management Corporation (“SEI”) is a limited purpose federal savings association. We are independently owned and operated and are not affiliated with Schwab, TIAA-CREF, Folio, SEI, or American Funds.

Legacy will place transactions for client accounts through the client's appointed custodian (Schwab, TIAA-CREF, Folio, SEI, American Funds). While we can recommend these custodians, the client will decide whether to do so and will open an account directly with the custodian by entering into an account agreement directly with them. Legacy does not open accounts for our clients, although we may assist in doing so. Not all advisors require their clients to use a particular broker-dealer or other custodian selected by the advisor. Even though some Legacy client accounts are maintained at the above custodians, we can still use other brokers to execute trades for your account as described below (for example, see “Schwab Client Custody Costs”).

### **How Legacy Select Custodians**

Legacy seeks to recommend a custodian/broker who will hold client assets and execute transactions on terms that are, overall, most advantageous when compared to other available providers and their services. Legacy considers a wide range of factors, including, among others:

- Combination of transaction execution services and asset custody services (generally without a separate fee for custody)
- Capability to execute, clear, and settle trades (buys and sells securities for your account)
- Capability to facilitate transfers and payments to and from accounts (wire transfers, check requests, bill payment, etc.)

- Breadth of available investment products (stocks, bonds, mutual funds, exchange-traded funds [ETFs], etc.)
- Availability of investment research and tools that assist us in making investment decisions
- Quality of services
- Competitiveness of the price of those services (commission rates, margin interest rates, other fees, etc.) and willingness to negotiate the prices
- Reputation, financial strength, and stability
- Prior service to us and our other clients
- Availability of other products and services that benefit us, as discussed below (see example for Schwab in “Products and Services Available to Us from Schwab”)

## **I. Charles Schwab As Custodian**

### **Schwab Client Custody Costs**

For our clients’ accounts that Schwab maintains, Schwab generally does not charge clients separately for custody services but is compensated by charging clients commissions or other fees on trades that it executes or that settle into the Schwab account. Legacy has determined that having Schwab execute most trades is consistent with our duty to seek “best execution” of client trades. Best execution means the most favorable terms for a transaction based on all relevant factors, including those listed above (see “How We Select Brokers/Custodians”).

### **Products and Services Available to Legacy From Schwab**

Schwab Advisor Services™ (formerly called Schwab Institutional®) is Schwab’s business serving independent investment advisory firms like us. They provide us and our clients with access to its institutional brokerage (trading, custody, reporting, and related services), many of which are not typically available to Schwab retail customers. Schwab also makes available various support services. Some of those services help Legacy manage or administer our clients’ accounts, while others help us manage and grow our business. Schwab’s support services are generally available to us on an unsolicited basis (we don’t have to request them) and at no charge to us.

Following is a more detailed description of Schwab’s support services:

- A. **Services That Benefit Legacy Clients:** Schwab’s institutional brokerage services include access to a broad range of investment products, execution of securities transactions, and custody of client assets. The investment products available through Schwab include some to which we might not otherwise have access or that would require a significantly higher minimum initial investment by our clients. Schwab’s services described in this paragraph generally benefit you and the client account.
- B. **Services That May Not Directly Benefit Legacy Clients:** Schwab also makes available to us other products and services that benefit us but may not directly benefit a client or client account. These products and services assist us in managing and administering our clients’ accounts. They include investment research, both Schwab’s own and that of third parties. Legacy may use this research to service all or a substantial number of our clients’ accounts, including accounts not maintained at Schwab. In addition to investment research, Schwab also makes available software and other technology that:

- Provide access to client account data (such as duplicate trade confirmations and account statements)
- Facilitate trade execution and allocate aggregated trade orders for multiple client accounts
- Provide pricing and other market data
- Facilitate payment of our fees from our clients' accounts
- Assist with back-office functions, recordkeeping, and client reporting

C. Services That Generally Benefits Only Legacy: Schwab also offers other services intended to help us manage and further develop our business enterprise. These services include:

- Educational conferences and events
- Consulting on technology, compliance, legal, and business needs
- Publications and conferences on practice management and business succession
- Access to employee benefits providers, human capital consultants, and insurance providers

Schwab may provide some of these services itself. In other cases, it will arrange for third-party vendors to provide the services to Legacy. Schwab may also discount or waive its fees for some of these services or pay all or a part of a third party's fees. Schwab may also provide Legacy with other benefits, such as occasional business entertainment of our personnel.

### **Legacy's Interest in Schwab's Services**

The availability of these services from Schwab benefits us because we do not have to produce or purchase them. We don't have to pay for Schwab's services. These services are not contingent upon us committing any specific amount of business to Schwab in trading commissions or assets in custody. We may have an incentive to recommend that you maintain your account with Schwab, based on our interest in receiving Schwab's services that benefit our business rather than based on your interest in receiving the best value in custody services and the most favorable execution of your transactions. This is a potential conflict of interest. We believe, however, that our selection of Schwab as a custodian and broker is in the best interests of our clients. Our selection is primarily supported by the scope, quality, and price of Schwab's services (see "How we select brokers/ custodians") and not Schwab's services that benefit only us.

### **Best Execution**

Legacy is aware of its duty to obtain best execution for all securities transactions executed on a client's behalf. Securities transactions for accounts are effected through Schwab without commissions being paid to Legacy. While Schwab make every attempt to obtain the best execution possible, there is no assurance that it will be obtained. Clients should consider whether or not the appointment of Schwab as the sole broker/dealer may or may not result in certain costs or disadvantages to the client as a result of possibly less favorable executions. In considering whether or not to restrict the execution of transactions through Schwab, Legacy considered its capabilities to execute, clear and settle transactions.

### **Order Aggregation**

Schwab may aggregate transactions for a client with other clients to improve the quality of execution. When transactions are so aggregated, the actual prices applicable to the

aggregated transactions will be averaged, and the account will be deemed to have purchased or sold its proportionate share of the securities involved at the average price obtained. For partially filled orders, Schwab will generally allocate trades pro-rata or on some other basis consistent with the goal of treating all clients equitably over time.

### **Soft Dollars**

Legacy receives no soft dollar or economic benefit from Schwab in the form of the support products and services it makes available to us and other independent investment advisors whose clients maintain their accounts at Schwab. These products and services, how they benefit us, and the related conflicts of interest are described above. The availability to us of Schwab's products and services is not based on us giving particular investment advice, such as buying particular securities for our clients.

### **Directing Brokerage**

Not all advisors require their clients to direct brokerage; by directing brokerage, Legacy may be unable to achieve the most favorable execution of its client transactions, and may cost Legacy clients more money.

## **II. TIAA-CREF As Custodian**

TIAA-CREF, collectively refers to Teachers Insurance and Annuity Association of America, along with TIAA-CREF Life Insurance Company. Legacy has advisors that manage participant account assets that are part of TIAA-CREF retirement plans, ERISA plans, and qualified accounts. TIAA-CREF offers investments that include proprietary mutual funds and annuities. Legacy is provided with a trading platform that enables the advisor to place trades and perform allocations on behalf of their clients.

### **Best Execution**

Generally, all marketable equity securities transactions for up to 10,000 shares of any issuer are executed through an electronic order trading system with a non-affiliated broker/dealer in an effort to obtain the best execution of orders at the lowest transaction cost reasonably available, according to the size and volume of client trades. Where transactions are executed in the over-the-counter market, TIAA-CREF deals with primary market makers unless a more favorable price of execution is otherwise obtainable. When TIAA Trust selects the broker/dealer to execute a transaction for a client, our primary objective is to obtain the best execution of orders at the most favorable net price. The selection of broker/dealers may also be based on additional factors, including their ability to handle particular orders or special executions (such as the size and difficulty of the order), their ability to execute the transactions promptly, their familiarity with sources from or to whom particular securities might be purchased or sold and client-imposed restrictions.

### **Order Aggregation**

To minimize transaction costs, TIAA-CREF/TIAA Trust may aggregate trade orders. TIAA-CREF has adopted procedures to ensure that no client will benefit unfairly from any aggregation of orders. These procedures state that when orders for more than one client are received at approximately the same time, generally orders are aggregated and each client will receive the average price paid or received. When a trading desk receives an order from one client and an order from another client is still open, the unfilled portions of the earlier order will generally be aggregated with the new order unless it is determined that both clients would suffer by bidding

against each other. If the order is only partially filled, each client will get their pro rata share of the securities purchased or sold, based on the size of its order relative to the aggregate order. TIAA Trust sometimes makes exceptions to these procedures.

### **Soft Dollars**

Legacy receives no soft dollar or other benefit from TIAA-CREF.

### **Directed Brokerage**

If a client instructs TIAA Trust to direct brokerage to particular broker/dealers in connection with transactions for the client's account, commissions are generally a matter of negotiation between the client and the broker/dealer; as a result, the price they pay may not be the lowest.

## **III. SEI As Custodian**

Legacy participates in SEI's Advisor Network program, where they provide a trading platform for our advisors to execute trades and monitor client accounts. SEI offers a wide variety of securities and ETFs in addition to proprietary mutual funds as part of their securities offering. SEI offers general advisor-managed discretionary investment accounts as well as a managed account program. SEI's Managed Account program is a wrap fee program and is managed by a selected account manager. The account manager is responsible for managing the allocated assets according to a specific investment strategy that meet the client's goals and objectives. A Legacy advisor is responsible for working with the client to determine the appropriate account manager and investment strategy. If the client elects to utilize this service from SEI, the client will sign a separate agreement and pay fees associated for the managed account directly to the account manager and SEI.

### **Best Execution**

SEI has a duty to seek best execution of the transactions executed by SEI for its client accounts. Although commission rates are an important consideration in determining whether "best execution" is being obtained, they are not determinative, as many other factors also are relevant in determining whether SEI has achieved the best result for Clients under the circumstances. SEI may consider numerous factors in arranging for the purchase and sale of Clients' portfolio securities. These include any legal restrictions, such as those imposed under the securities laws and ERISA, and any Client-imposed restrictions. Within these constraints, SEI shall employ or deal with members of securities exchanges and other brokers and dealers or banks as SEI approves and that will, in the portfolio manager's judgment, provide "best execution" (i.e., prompt and reliable execution at the most favorable price obtainable under the prevailing market conditions) for a particular transaction for the Client's account. SEI periodically evaluates the quality of these brokerage services as provided by various firms. In determining the abilities of a broker-dealer or bank to obtain best execution of portfolio transactions, SEI will consider all relevant factors, including:

- The execution capabilities the transactions require;
- The ability and willingness of the broker-dealer or bank to facilitate the accounts' portfolio transactions by participating for its own account;
- The importance to the account of speed, efficiency, and confidentiality;
- The apparent familiarity of the broker-dealer or bank with sources from or to whom particular securities might be purchased or sold;
- The reputation and perceived soundness of the broker-dealer or bank; and

- Other matters relevant to the selection of a broker-dealer or bank for portfolio transactions for any account.

SEI will not seek in advance competitive bidding for the most favorable commission rate applicable to any particular portfolio transaction or select any broker-dealer or bank on the basis of its purported or “posted” commission rate structure. Certain types of trades, such as most fixed income securities transactions, do not involve the payment of a commission.

### **Order Aggregation**

SEI is permitted to aggregate or “batch” orders placed at the same time for the accounts of two or more Clients if it is in the best interests of its Clients. By batching trade orders, SEI may obtain more favorable executions and net prices for the combined order, and ensure that no participating Client is favored over any other Client. Typically, SEI will affect block orders for the purchase and sale for the same security for Client accounts to facilitate best execution and to reduce transaction costs. When an aggregated order is filled in its entirety, each participating Client account generally will receive the block price obtained on all such purchases or sales with respect to such order. The portfolio manager for each account must determine that the purchase or sale of the particular security involved is appropriate for the Client and consistent with the Client’s investment objectives and with any investment guidelines or restrictions applicable to the Client’s account. The portfolio manager for each account must reasonably believe that the block trading will benefit, and will enable SEI to seek best execution for each Client participating in the block order. This requires a reasonable good faith judgment at the time the order is placed for execution.

### **Soft Dollars**

Legacy receives no soft dollar or other benefits from SEI.

### **Directed Brokerage**

SEI uses its affiliated broker-dealer, SEI Investments Distribution Co. (“SIDCO”), for various services for its Clients. Other than trading in the SEI Funds, the Managed Account Program or other accounts where SEI has investment discretion, it is the Client’s decision whether to execute a particular securities transaction using SIDCO. SEI discloses the use of its affiliated broker-dealer in the investment management agreement that the Client signs with SEI for services. By directing brokerage to SIDCO, SEI may be unable to achieve most favorable execution of Client transactions and this practice may cost Clients more money.

In limited circumstances, a Client may direct SEI to use a particular broker-dealer (subject to the SEI’s right to decline and/or terminate the engagement) to execute some or all transactions for the Client’s account. In such event, the Client will negotiate terms and arrangements for the account with that broker dealer, and SIMC will not seek better execution services or prices from other broker-dealers or be able to “batch” the Client’s transactions for execution through other broker-dealers with orders for other accounts managed by SEI. As a result, Client may pay higher commissions or other transaction costs or greater spreads, or receive less favorable net prices, on transactions for the account than would otherwise be the case.

SEI may use SIDCO during transitions to liquidate the Client’s securities portfolio. SEI may undertake such liquidations to make cash and/or in-kind securities investments in one or more of the SEI Funds. SIDCO serves as an introducing broker-dealer for these transactions, which means that SIDCO will introduce the transaction to one or more clearing brokers. SIDCO and the applicable clearing brokers will receive and retain compensation (i.e., commissions) for

executing such transactions. Information regarding the relationship between SIMC and SIDCO are disclosed to the Client in the investment management agreement. In the case of Clients subject to ERISA, SEI's use of SIDCO for transition services will be in accordance with applicable guidance from the U.S. Department of Labor. In order to comply with applicable law, the Client is permitted to withdraw its consent to the use of SIDCO for Client transactions by sending a written notice to SEI.

#### **IV. Folio As Custodian**

Legacy's advisors that work with Folio are utilizing Folio's institutional offering where Folio provides a trading platform in which to execute trades and monitor portfolios. Folio offers pre-set portfolios that are set up with specific security selections and objectives, which may be selected by the advisor and client. These are an optional product offering where the Legacy advisor may work with the client to determine an appropriate portfolio based on the clients' individual needs and objectives. Folio also enables the advisor to develop customized model-based portfolios to suit individual client needs.

##### **Best Execution**

Folio may aggregate orders on their system, but may not provide an economic benefit to the client, especially in the case of mutual fund orders.

##### **Soft Dollars**

Legacy receives no soft dollar or other benefits from Folio.

##### **Order Aggregation**

While individual Client advice is provided for each account, Client trades may be executed as a block trade. Only accounts in the custody of Folio will have the opportunity to participate in aggregated securities transactions. All aggregated trades using Folio will be done in the name of Legacy. Folio will be informed that the trades are for the account of Legacy Clients and not for Legacy itself. No advisory account within the block trade will be favored over any other advisory account, and thus, each account will participate in an aggregated order at the average share price. Legacy will not aggregate a Client's order if in a particular instance Legacy believes that aggregation would cause the Client's cost of execution to be increased. Folio will be notified of the amount of each trade for each account.

##### **Directed Brokerage**

If a client instructs Folio to direct brokerage to particular broker/dealers in connection with transactions for the client's account, commissions are generally a matter of negotiation between the client and the broker/dealer; as a result, the price they pay may not be the lowest.

#### **Item 13      Review of Accounts**

Michael Lutz, Michael Wren, Nicholas Neukirch, Jim Reardon, Luanne Underwood, and Michael Farris perform reviews of all investment advisory accounts no less than semi-annually. Accounts are reviewed for consistency with the investment strategy, investment allocation, performance, and asset quality, among other things. Reviews may be triggered by changes in an account holder's personal, tax, or financial status. Macroeconomic and company specific events may also trigger reviews. There is currently no limit on the number of accounts that can be reviewed by Michael Lutz, Michael Wren, Nicholas Neukirch, Jim Reardon, Luanne Underwood, or



Michael Farris. Reviews are done in person or over the phone.

Advisory account statements are generated no less than quarterly. These statements are sent directly to the account owner. These reports list the account positions, activity in the account over the covered period, and other related information. Clients are also sent confirmations following each account transaction.

In addition to quarterly account reviews, Michael Lutz, Michael Wren, Nicholas Neukirch, Jim Reardon, Luanne Underwood, and Michael Farris may utilize support material to review client accounts, including Weekly Email Market Commentary, Monthly Trade Logs, and Monthly Performance Updates.

Legacy offers complimentary financial planning services all individual clients on an annual basis. Clients are required to enter into a new Financial Planning Agreement each year a financial plan is initiated.

## **Item 14 Client Referrals and Other Compensation**

### **Incoming Referrals**

Legacy has no solicitation agreements in place at this time. They do however accept client and professional referrals on a non-compensatory basis.

### **Referrals Out**

Legacy does not receive any compensation for any outside client referrals, including referrals made to estate planners, attorneys and/or tax preparation places.

### **Other Compensation**

Legacy and its employees may receive additional non-cash compensation from advisory product sponsors. Such compensation may not be tied to the sales of any products. Compensation may include such items as gifts valued at less than \$300 annually, an occasional lunch, dinner or ticket to a sporting event, or reimbursement in connection with educational meetings or marketing or advertising initiatives. Advisory product sponsors may also pay for education or training events that may be attended by Legacy's employees.

Legacy receives an economic benefit from Schwab in the form of the support products and services it makes available to us and other independent investment advisors whose clients maintain their accounts at Schwab. These products and services, how they benefit us, and the related conflicts of interest are described above (see Item 12 – Brokerage Practices). The availability to us of Schwab's products and services is not based on us giving particular investment advice, such as buying particular securities for our clients. Legacy receives no additional compensation or economic benefits from the custodians we utilize.

## **Item 15 Custody**

SEC Rule 206(4)-2 of the Advisers Act, defines custody to include possession of client funds or securities; any arrangement under which an advisor is permitted or authorized to withdraw client funds or securities; or any capacity that gives an advisor or its supervised persons legal ownership of or access to client funds or securities.

Legacy is deemed to have custody of client assets if, for example, the client authorizes us to instruct our custodians to deduct our advisory fees directly from the account or if the client grants us authority to move money to another person's account. Our custodians maintain actual custody of Legacy client assets. Legacy clients will receive account statements directly from our custodians at least quarterly. They will be sent to the email or postal mailing address clients provided to them. Legacy clients should carefully review those statements promptly when received. Legacy also urges our clients to compare the custodian's account statements to the periodic portfolio reports our clients receive from us.

## **Item 16 Investment Discretion**

Legacy requests 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. Legacy may also exercise discretion to determine the broker/dealer or custodian to be used in the purchase or sale of securities for a client's account. In all such cases, however, such discretion is to be exercised in a manner consistent with the stated investment objectives and client's risk profile for the particular client account.

When selecting securities and determining amounts, Legacy observes the investment policies, limitations and restrictions of the clients for which it advises. Investment guidelines and restrictions must be provided to Legacy in writing.

The client grants the Advisor limited power of attorney with discretionary trading authority to effect transactions in a client account by designating a discretionary relationship on the Investment Advisory Agreement.

Clients that have selected to invest assets using a portfolio manager grant the manager of those portfolios discretion to buy, sell, and trade in securities that meet the client's objectives.

## **Item 17 Voting Client Securities**

As a matter of firm policy and practice, Legacy 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 client portfolios. Clients may receive proxies or solicitations from a transfer agent, fund company, or Schwab in relationship to their investments with Legacy. Legacy and associated persons will not be required to take any action or render advice with respect to the voting of proxies.

Legacy clients may contact us by phone or email with questions regarding any solicitation or proxy they may have received from a transfer agent, fund company, custodian.

## **Item 18 Financial Information**

Registered investment advisors are required in this Item to provide you with certain financial information or disclosures about Legacy's financial condition. Legacy 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.

Legacy does not require nor solicit prepayment of more than \$500 in fees per client, six months or more in advance and therefore is not required to provide, and has not provided, a balance sheet.