



Wrap Fee Program Brochure

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03/31/2022

This Wrap Fee Program Brochure (“Brochure”) provides information about the qualifications and business practices of SALING SIMMS ASSOCIATES INC. (SSAI). If you have any questions about the contents of this Brochure, please contact us at telephone 614-841-1881. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission (SEC) or by any state securities authority.

SALING SIMMS ASSOCIATES INC. is a registered investment adviser. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information about which you determine to hire or retain an Adviser.

Additional information about SALING SIMMS ASSOCIATES INC. also is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 – Material Changes

There are no material changes.

ANY QUESTIONS: SSAI's Chief Compliance Officer, Brent Simms, remains available to address any questions regarding the above changes or any other issue pertaining to this Firm Brochure.

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Item 4 – Services, Fees and Compensation

Our firm provides clients with continuous advice regarding the investment of their funds based on their individual needs. Through discussions in which personal goals and objectives are established, we create and manage a portfolio based on those goals and objectives. During our data-gathering process, we determine the client's objectives, time horizons, risk tolerance, and liquidity needs. As appropriate, we review and discuss a client's prior investment history, family composition and background.

We manage these advisory accounts on a discretionary or non-discretionary basis. Account supervision is guided by the client's stated objectives (e.g. conservative, moderate, balanced, growth, aggressive), along with tax considerations.

Our firm offers these services on a wrap fee basis. A wrap-fee program is a type of investment program that provides clients with asset management and brokerage services for one all-inclusive fee. If you participate in our wrap fee program, you will pay us a single fee, which includes money management fees, certain transaction costs, and custodial and administrative costs.

Fees for accounts are priced as follows:

<i>For Fee-Based Relationship Value Totaling</i>	<i>Fee (Annual percentage) *</i>
• \$0 up to \$1,000,000	1.25%
• \$1,000,001 up to \$5,000,000	1.00%
• \$5,000,001 up to No Maximum	0.70%

The advisory fee will be payable quarterly in advance. When the account is opened, the advisory fee is billed for the remainder of the current billing period and is based on the initial contribution. The initial payment will become due in full on the date of inception. Subsequent quarterly advisory fees will be calculated based on the account value as of the last business day of the previous calendar quarter and will become due the following business day.

Our firm, in its sole discretion, may charge a lesser investment advisory fee based upon certain criteria (e.g., historical relationship, types of assets, anticipated future additional assets, dollar amounts of assets to be managed, related accounts, account composition, etc.).

Your custodian/broker-dealer provides you with statements that show the amount paid directly to us. You should review the custodian/broker-dealer's statement and verify the calculation of our fees. Your custodian/broker-dealer does not verify the accuracy of fee calculations.

This wrap fee program may cost you more or less than purchasing these services separately, depending on the amount of trading activity in your account, the value of services that are provided to you under this program, and other factors. Therefore, we may have a financial incentive to recommend the wrap fee program over other programs or services. Generally, wrap programs may result in higher overall costs to you in accounts that experience little trading activity.

Other Expenses:

The advisory fee includes all execution charges except: (1) certain dealer-markups and odd lot differentials, taxes, exchange fees and any other charges imposed by law with regard to any transactions in the account(s); and (2) offering concessions, and any other fees and expenses for purchases of public offerings of securities and certificates of deposit as more fully disclosed in the prospectus and offering documents. Client may also incur charges for other services provided by the custodian not directly related to the execution and clearing of transactions including, but not limited to, IRA custodial fees, safekeeping fees, interest charges on margin loans,

and fees for legal or courtesy transfers of securities.

Certain open-end, closed-end and exchange-traded funds (“fund” or “funds”) which may be acquired in a clients account, may, in addition to assessing management fees, assess other internal expenses such as 12b-1 fees or “trails”, administrative fees and “other expenses”. The custodian may receive 12b-1 fees or trails from funds acquired in a client’s account.

This account offers you the ability to pay an asset based advisory fee which includes transaction costs within the advisory fee in lieu of a commission for each transaction. SSAI receives a portion of the fee.

Item 5 – Account Requirements and Types of Clients

We provide services to individuals, high net-worth individuals, families, retirement plans, pension and profiting sharing plans, and non-profit organizations.

Item 6 – Portfolio Manager Selection and Evaluation

Your firm advisory representative is the sole portfolio manager for your account in this program. Please refer to your advisory representative’s Brochure Supplement to this brochure for information about his education, business experience, and disciplinary information.

Portfolio Management Services

As described in “Services, Fees and Compensation” above, clients inform their advisory representative of their investment objectives, risk tolerance, and investment time horizon and give their advisory representative any applicable investment policies, guidelines, or reasonable restrictions. Based on this information, the advisory representative assists the client in selecting an investment strategy.

Clients may request restrictions on the investments in their accounts, including designating particular securities or types of securities that should not be purchased for an account. The firm may reject the restriction or the account if the firm deems it is unreasonable.

A client may request that the firm manage their account in accordance with client-specified investment guidelines, this may implement a strategy in the client's account that may differ from that which the firm would otherwise use.

In the absence of client-specified investment restrictions, guidelines or policies and/or other modifications to the implementation of a strategy that have been accepted by the firm, the firm will generally manage accounts in a manner very similar to that of other clients who have selected the same strategy.

Advisory Services

Our firm provides advice through other programs and services. These programs and services are described in SSAI’s *Disclosure Brochure* which is available upon request. These programs and services generally are not managed using the same strategies and funds used in the Program. The firm does not manage these accounts differently than accounts in the Program.

Assets Under Management

As of December 31, 2021 we help clients manage \$140,258,810 on a discretionary basis and \$207,735,815 on a non-discretionary basis.

Performance Based Fees

SSAI does not offer, nor engage in, performance-based fee arrangements.

Methods of Analysis, Investment Strategies and Risk of Loss

The investment strategy determined for you is based upon the objectives stated during consultations with your IAR. It is important to review investment objectives, risk tolerance, tax objectives and liquidity needs with your IAR before choosing an investment strategy. All investments carry a certain degree of risk and no one particular investment style or portfolio manager is suitable for all types of investors.

We may employ one or more of the following methods of investment analysis:

Fundamental Analysis: involves analyzing individual companies and their industry groups, such as a company's financial statements, details regarding the company's product line, the experience and expertise of the company's management, and the outlook for the company's industry. The resulting data is used to measure the true value of the company's stock compared to the current market value. The risk of fundamental analysis is that information obtained may be incorrect and the analysis may not provide an accurate estimate of earnings, which may be the basis for an investment's value. If securities prices adjust rapidly to new information, utilizing fundamental analysis may not result in favorable performance.

Charting Analysis: involves the gathering and processing of price and volume information for a particular security. This price and volume information is analyzed using mathematical equations. The resulting data is then applied to graphing charts, which is used to predict future price movements based on price patterns and trends. The risk of market timing based on technical analysis is that charts may not accurately predict future price movements. Current prices of securities may reflect all information known about the security and day to day changes in market prices of securities may follow random patterns and may not be predictable with any reliable degree of accuracy.

Technical Analysis: involves studying past price patterns and trends in the financial markets to predict the direction of both the overall market and specific stocks.

Cyclical Analysis: a type of technical analysis that involves evaluating recurring price patterns and trends. The risk of market timing based on technical analysis is that charts may not accurately predict future price movements. Current prices of securities may reflect all information known about the security and day to day changes in market prices of securities may follow random patterns and may not be predictable with any reliable degree of accuracy.

Risk of Loss

Investing in securities involves risk of loss that you should be prepared to bear. All investment programs have certain risks that are borne by the investor. Investors face the following investment risks:

Interest-rate Risk: Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.

Market Risk: The price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances. For example, political, economic and social conditions may trigger market events.

Inflation Risk: When any type of inflation is present, a dollar today will not buy as much as a dollar next year, because purchasing power is eroding at the rate of inflation.

Currency Risk: Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.

Reinvestment Risk: This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.

Business Risk: These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk of profitability than an electric company, which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.

Liquidity Risk: Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.

Financial Risk: Excessive borrowing to finance a business' operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

Voting Client Securities

As a matter of firm policy and practice, SSAI 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. Our firm may provide advice to clients regarding the clients' voting of proxies.

Our firm does not render advice to or take any actions on behalf of clients with respect to any legal proceedings, including bankruptcies and shareholder litigation, to which any securities or other investments held in client accounts, or the issuers thereof, become subject, and does not initiate or pursue legal proceedings, transactions, securities or other investments held in client accounts. The right to take any actions with respect to legal proceedings, including shareholder litigation, with respect to transactions, securities or other investments held in a client account is expressly reserved to the client.

Item 7 – Client Information Provided to Portfolio Managers

Our firm obtains information about you through:

- Paperwork you provide, such as an investment profile statement provided by you;
- Interviews and conversations conducted with you; and
- Product or service vendors related to your account with us.

This information is updated when you communicate new information about your financial circumstances, objectives, or goals to your advisory representative. Our firm values you as a client and recognizes the importance of protecting the personal information you provide. Our firm protects your information in

accordance with our Privacy Statement which has been provided to you.

Item 8 – Client Contact with Portfolio Managers

Our clients are encouraged to directly contact their portfolio manager(s) with questions or concerns by calling the number on this Brochure. Our portfolio managers are expected to periodically meet with you and generally be available for an

Item 9 – Additional Information

Disciplinary Information

Not applicable.

Other Financial Industry Activities and Affiliations

Investment Adviser Representatives (IAR) of Saling Simms Associates, Inc. are registered representatives of Level Four Financial, LLC, Inc. (Level Four), a registered broker-dealer with FINRA, a registered investment advisor and a member of SIPC. and may recommend Level Four to advisory clients for brokerage services. Registered representatives of Level Four are subject to FINRA Conduct Rule 3280 that restricts them from conducting securities transactions away from Level Four. Therefore, clients are advised that such IARs are limited to conducting securities transactions through Level Four. It may be the case that Level Four charges a higher or lower fee than another broker charges for a particular type of service, such as transaction fees. Clients may use the broker/dealer of their choice and have no obligation to purchase or sell securities through Level Four. However, if the client does not use Level Four, the IAR will reserve the right not to accept the account.

Code of Ethics Description

Saling Simms Associates, Inc. adheres to a strict code of ethics based on principle that all employees of the Company must place the interest of the client ahead of their own and the Company's. Clients may request a copy of this Code of Ethics by sending request to Saling Simms Associates, Inc., 7965 N. High Street, Suite 130, Columbus, Ohio 43235.

In instances where the IAR buys or sells the same securities as those of their clients, the client's accounts are given priority. Saling Simms Associates, Inc. has established and maintains procedures in compliance with the Insider Trading and Securities Fraud Enforcement Act of 1988. These procedures outline a firm wide policy statement on compliance with insider trading policies by Saling Simms Associates, Inc. and its associated persons and other employees. These procedures have been distributed to all associated persons and employees of Saling Simms Associates, Inc. The procedures include provisions for defining "insider" material, monitoring associated persons and employee's securities accounts, restricting access to affiliates sensitive material and restrictions on trading.

Review of Accounts

The client's financial advisor monitors, on a daily basis, accounts to identify situations that may warrant specific actions be taken on behalf of a client's investments or their overall portfolio. Such reviews include, but are not necessarily limited to, suitability, performance, asset allocation, change in investment objectives and risk tolerance, concentration and prohibited/restricted products. In addition, financial advisors providing regular investment advice or investment supervisory services, review client portfolios and communicate with clients for conformity with the respective portfolios, investment objectives, changes in a client's financial situation, account performance and any reasonable restrictions to be imposed as to the specific assets or types of securities to be included or excluded from client portfolios. Additional monitoring of accounts is provided by compliance and sales management personnel located within the corporate headquarters. Reviews include, but are not limited to; suitability, concentration, active trading, performance and accounts managed on a discretionary and nondiscretionary basis. Discretionary accounts in the Ambassador program are reviewed on a regular basis by the client's financial advisor.

The client's IAR will be available for annual meetings for all accounts under \$100,000. For accounts with relationship assets above \$100,000, quarterly reviews will be available. All accounts can receive reviews more or less frequently triggered by:

1. client request;
2. economic conditions that affect the positions held in portfolio; or
3. planned change in financial structure.

Client Referrals and Other Compensation, Reimbursement

Saling Simms Associates may pay or receive compensation for referrals to or from other financial professionals. We place a high level of importance on both professional advice and the communication between the wealth manager (us) and the other financial professionals (the CPA, attorney, insurance agent etc.). To that end we have established a program to encourage that interaction that will benefit our clients greatly.

CPA Coordination Program. For our clients that have an invested asset size with us over \$1,000,000 in a fee-based relationship, and who have their taxes prepared by a CPA, we shall include in our advisory fee, coverage of up to \$500 for income tax preparation provided that below stipulations are met. At all times, the CPA engaged by the client, and not SSIA, shall be responsible for the quality and competency of the tax preparation services provided. Clients who do not engage a CPA for tax preparation shall not receive an advisory fee credit. There are three stipulations to qualify. The return must be done by a CPA. The CPA, with the client's permission, needs to share the tax information with us.

The CPA must also be willing to meet with us at least one time per year outside of tax season to discuss the client's wealth management plan in light of their tax plan with no additional charge to you or Saling Simms Associates for that meeting. Of course, as usual, we would not charge for that meeting either. At your wish, that meeting can be with or without your participation as it will be a working meeting where we will be discussing many options not just the current proposed plan. We imagine that many clients will opt for that meeting to be solely between the wealth manager and the CPA then receive a report of the meeting afterward.

For clients who have between \$500,000 and \$1,000,000 we are including as a covered service ½ the tax preparation fee up to a maximum of \$250. This has the same three stipulations as above.

What we are trying to accomplish here is the true integration of professional advice for our clients given by highly qualified professionals with a keen interest in your overall wealth management. We imagine that this may also weed out those tax preparers that are just "filing numbers" and have no interest in any proactive tax planning. Overall, we believe this will bring you a better wealth management plan in trying to accomplish all of your goals both now and in the future.

Financial Information

SSAI 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.

We do not require the prepayment of more than \$1,200 in fees six or more months in advance. Therefore, we are not required to include a financial statement with this brochure.

ANY QUESTIONS: SSIA's Chief Compliance Officer, **Brent Simms**, remains available to address any questions regarding this Brochure.