

## Item 1: Cover Page

# TriPrescient Financial Services, Inc. Firm Brochure - Form ADV Part 2A

*This brochure provides information about the qualifications and business practices of TriPrescient Financial Services, Inc., "TriPrescient". If you have any questions about the contents of this brochure, please contact us at (678) 744-5695 or by email at: [chris.ladd@triprescient.com](mailto:chris.ladd@triprescient.com). The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.*

*TriPrescient Financial Services, Inc. is registered as an Investment Adviser with the State of Tennessee and the State of Georgia. Registration of an Investment Adviser does not imply any level of skill or training.*

*Additional information about TriPrescient is also available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) which can be found using the firm's CRD number 173246.*

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## Item 2: Material Changes

TriPrescient Financial Services, Inc. has the following material changes to report from its last annual amendment on November 17, 2018.

- TriPrescient Financial Services, Inc. updated Item 4: Advisory Business, Assets Under Management
- TriPrescient Financial Services, Inc. updated Item 5: Fees and Compensation, Fee Schedule; Payment of Fees
- TriPrescient Financial Services, Inc. updated Item 8: Methods of Analysis, Investment Strategies, and Risk of Investment Loss
- TriPrescient Financial Services, Inc. updated Item 15: Custody

### Future Changes

From time to time, we may amend this Disclosure Brochure to reflect changes in our business practices, changes in regulations and routine annual updates as required by the securities regulators. This complete Disclosure Brochure or a Summary of Material Changes shall be provided to each Client annually and if a material change occurs in the business practices of TriPrescient Financial Services, Inc.

At any time, you may view the current Disclosure Brochure online at the SEC's Investment Adviser Public Disclosure website at <http://www.adviserinfo.sec.gov> by searching for our firm name or by our CRD number 173246.

You may also request a copy of this Disclosure Brochure at any time by contacting us at (678) 744-5695.

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## Item 4: Advisory Business

### A. Description of the Advisory Firm

TriPrescient Financial Services, Inc. (hereinafter "TriPrescient") is a Corporation organized in the State of Nevada. TriPrescient is registered as an Investment Adviser with the State of Tennessee and the State of Georgia. The firm was formed in August 2012, and the principal owner is Christopher David Ladd.

### B. Types of Advisory Services

#### *Comprehensive Planning Service*

TriPrescient's Comprehensive Financial Planning Service focuses on the holistic view of a client's financial situation. This service includes development of a comprehensive financial plan, plan implementation support, and as-needed financial advice for clients, charged as a subscription service. Investment Management is an optional add-on subscription service to the Financial Planning Service for clients with investable assets wanting integrated fee-only investment management of their assets.

Comprehensive Financial Planning Service includes:

- Initial creation of personal Financial Plan
- Implementation of personal Financial Plan
- Semiannual reviews and adjustments of personal Financial Plan
- Creation of updated plan every 3 years or as life events warrant
- Online access to financial plan, client dashboard, and client portal
- Access to financial planner via phone, email, or online meeting for any financial related questions

Investment Management Service includes:

- Investment management integrated with comprehensive financial plan
- Portfolio management through Betterment for Advisors\*
- Investment advice on both managed and held-away assets
- Annual rebalancing of held-away assets
- Ongoing management and rebalancing of managed assets (AUM)\*\*

\* Additional portfolio management fee paid from Betterment managed accounts not included

\*\* Managed assets above \$500,000 incur a fee charged as a tiered percentage of AUM

This service involves working one-on-one with a planner over an extended period of time. By paying a fixed monthly fee, clients get to work with a planner who will work with them to develop and implement their plan. The planner will monitor the plan, recommend any changes and ensure the plan is up to date.

Upon desiring a comprehensive plan, a client will be taken through establishing their goals and values around money. They will be required to provide information to help complete the following areas of analysis: net worth, cash flow, insurance, credit scores/reports, employee benefit, retirement planning, insurance, investments, college planning and estate planning. Once the client's information is reviewed, their plan will be built and analyzed, and then the findings, analysis and potential changes to their current situation will be reviewed with the client.

Clients subscribing to this service will receive a written or an electronic report, providing the client with a detailed financial plan designed to achieve his or her stated financial goals and objectives. The plan and the client's financial situation and goals will be monitored throughout the year and follow-up phone calls and emails will be made to the client to confirm that any agreed upon action steps have been carried out. On an annual basis, there will be a full review of this plan to ensure its accuracy and ongoing appropriateness. Any needed updates will be implemented at that time.

The ongoing investment management services offered by TriPrescient are based on the individual goals, objectives, time horizon, and risk tolerance of each client. TriPrescient creates an Investment Policy Statement for each client, which outlines the client's current situation (income, tax levels, and risk tolerance levels). Investment management services include, but are not limited to, the following:

- Investment strategy
- Asset allocation
- Risk tolerance
- Personal investment policy
- Asset selection
- Regular portfolio monitoring

TriPrescient evaluates the current investments of each client with respect to their risk tolerance levels and time horizon. Risk tolerance levels are documented in the Investment Policy Statement, which is given to each client.

TriPrescient seeks to provide that investment decisions are made in accordance with the fiduciary duties owed to its accounts and without consideration of TriPrescient's economic, investment or other financial interests. To meet its fiduciary obligations, TriPrescient attempts to avoid, among other things, investment or trading practices that systematically advantage or disadvantage certain client portfolios, and accordingly, TriPrescient's policy is to seek fair and equitable allocation of investment opportunities/transactions among its clients to avoid favoring one client over another over time. It is TriPrescient's policy to allocate investment opportunities and transactions it identifies as being appropriate and prudent among its clients on a fair and equitable basis over time.

***Use of Third Party Managers, Outside Managers, or Sub-Advisors (TAMPs)***

We offer the use of Third Party Managers, Outside Managers, or Sub-Advisors (TAMPs) for portfolio management services. We assist clients in selecting an appropriate allocation model, completing the Outside Manager's investor profile questionnaire, interacting with the Outside Manager and reviewing the Outside Manager. Our review process and analysis of outside managers is further discussed in Item 8 of this Form ADV Part 2A. Additionally, we will meet with the client on a periodic basis to discuss changes in their personal or financial situation,

suitability, and any new or revised restrictions to be applied to the account. Fees pertaining to this service are outlined in Item 5 of this brochure.

TriPrescient may direct clients to third-party investment advisers, Betterment, LLC (CRD# 149117) or Symmetry Partners, LLC (CRD# 120982), with whom TriPrescient has existing relationships. Before selecting other advisers for clients, TriPrescient will always ensure those other advisers are properly licensed or registered as an investment adviser.

### ***Fixed Fee Projects***

TriPrescient also performs financial planning services on a Fixed Fee basis. Fixed fee projects can include development of a stand-alone comprehensive financial plan, a retirement plan, a higher education savings plan, or some other type of specific financial plan.

### ***Hourly Fee Projects***

Clients looking for financial advice for a specific situation or only a financial plan and not wishing to engage in our Comprehensive Planning Service or Fixed Fee Projects option can engage our services on an hourly basis.

### ***Financial Planning***

Financial plans and financial planning may include, but are not limited to: investment planning; risk management; tax concerns; retirement planning; education planning; employee benefits; estate planning; and budgeting/cash management planning.

## **C. Client Tailored Services and Client Imposed Restrictions**

TriPrescient offers the same suite of services to all of its clients. However, specific client financial plans and their implementation are dependent upon the client Investment Policy Statement which outlines each client's current situation (income, tax levels, and risk tolerance levels). Clients may impose restrictions in investing in certain securities or types of securities in accordance with their values or beliefs.

## **D. Wrap Fee Programs**

A wrap fee program is an investment program where the investor pays one stated fee that includes management fees, transaction costs, fund expenses, and other administrative fees. TriPrescient does not participate in any wrap fee programs. Betterment does employ a wrap fee program. More information on Betterment's fees are available in Item 5.

## **E. Assets Under Management**

TriPrescient has the following assets under management:

<b>Discretionary Amounts:</b>	<b>Non-discretionary Amounts:</b>	<b>Date Calculated:</b>
\$1,419,677	\$0	September 2019

## Item 5: Fees and Compensation

Please note, unless a client has received the firm's disclosure brochure at least 48 hours prior to signing the investment advisory contract, the investment advisory contract may be terminated by the client within five (5) business days of signing the contract without incurring any advisory fees. How we are paid depends on the type of advisory service we are performing. Please review the fee and compensation information below.

### A. Fee Schedule

#### ***Comprehensive Planning Service***

TriPrescient's Comprehensive Financial Planning Service focuses on the holistic view of a client's financial situation. This service includes development of a comprehensive financial plan, plan implementation support, and as-needed financial advice for clients, charged as a subscription service. Investment Management is an optional add-on subscription service to the Financial Planning Service for clients with investable assets wanting integrated fee-only investment management of their assets.

Comprehensive Financial Planning Service includes:

- Initial creation of personal Financial Plan
- Implementation of personal Financial Plan
- Semiannual reviews and adjustments of personal Financial Plan
- Creation of updated plan every 3 years or as life events warrant
- Online access to financial plan, client dashboard, and client portal
- Access to financial planner via phone, email, or online meeting for any financial related questions

Investment Management Service includes:

- Investment management integrated with comprehensive financial plan
- Portfolio management through Betterment for Advisors\*
- Investment advice on both managed and held-away assets
- Annual rebalancing of held-away assets
- Ongoing management and rebalancing of managed assets (AUM)\*\*

*\* Additional portfolio management fee paid from Betterment managed accounts not included*

*\*\* Managed assets above \$500,000 incur a fee charged as a tiered percentage of AUM*

#### **Comprehensive Planning Service Fees**

The comprehensive planning service fee is based on one of three levels of complexity of the client's financial situation at the time of engagement. The fee has up to three components - an initial plan creation fee, a fixed monthly subscription fee, and a fee charged as a tiered percentage of assets under management (AUM) above \$500,000.

The initial plan creation fee is discounted when enrolling in the Comprehensive Financial Planning service. 50% of the initial plan creation fee is due upon signing the Financial Planning Agreement, with the balance due upon plan delivery to the client.

The monthly subscription fee includes a Financial Planning fee and an optional Investment Management fee for clients wishing to utilize our investment management services.

The subscription fee is a fixed monthly fee beginning after plan creation and delivery and is guaranteed not to increase for three years. Fees are adjusted every three years based on any changes in the client's financial situation and the fee schedule in place at that time.

Clients may terminate the agreement without penalty for a full refund of TriPrescient's fees within five business days of signing the Financial Planning Agreement. Thereafter, clients may terminate the Financial Planning Agreement and subscription service with written notice without penalty at any time, and fees will be prorated to the date of cancellation. TriPrescient's Comprehensive Planning Service fee schedule is outlined below and is negotiable.

<i>Service</i>	<i>Complexity Level</i>		
	<i>Level 1</i>	<i>Level 2</i>	<i>Level 3</i>
<b>Initial Plan Creation – Plan Only (one-time fee)</b>	\$3,500.00	\$4,200.00	\$4,800.00
<b>Initial Plan Creation – with subscription service<sup>1</sup> (one-time fee)</b>	\$2,800.00	\$3,360.00	\$3,840.00
<b>Financial Planning Service (subscription service monthly fee)</b>	\$200.00	\$250.00	\$300.00
<b>Investment Management Service<sup>2</sup> (subscription service monthly fee)</b>	\$125.00	\$150.00	\$175.00
<b>Combined Financial Planning &amp; Investment Management Services (subscription service monthly fee)</b>	\$325.00	\$400.00	\$475.00

<sup>1</sup> Initial Plan creation discounted 20% with enrollment in Financial Planning subscription service for a minimum of three months.

<sup>2</sup> Investment Management Service subscription is an optional add-on service to our Financial Planning Service. Subscription fee covers unlimited held-away assets and AUM up to \$500,000. Managed assets above \$500,000 incur a fee charged as a tiered percentage of AUM. Additional investment management fees will be incurred from our portfolio management partners.

## **Portfolio Management Fees**

### ***TriPrescient***

TriPrescient receives a portfolio management fee based on the level of assets managed in the client account. The Investment Management Service subscription fee covers unlimited held-away assets and managed assets (AUM) up to \$500,000.

TriPrescient's portfolio management fees are based upon the following fee schedule (expressed as an annual percentage of net assets). TriPrescient's fee is prorated across the entire year and is charged at the end of each calendar quarter. Clients are charged a prorated fee for only the days their money is managed by TriPrescient.

<b>Range Start</b>	<b>Range End</b>	<b>Percentage</b>
\$0	\$500,000	0.00%
\$500,000	\$2,000,000	0.55%
\$2,000,000	\$5,000,000	0.35%
\$5,000,000	& Above	0.20%

### ***Betterment***

TriPrescient has partnered with Betterment, LLC to provide portfolio management services for our clients. Betterment receives a fee based on the level of assets managed in the client account. Through our relationship with Betterment, this fee is discounted from the advertised fee offered to Betterment Retail Clients.

Betterment's portfolio management fee is paid separately and in addition to the fee TriPrescient charges its clients for comprehensive financial planning and investment management services. TriPrescient does not receive a fee or any additional compensation for recommending any Betterment portfolio. Clients are NOT required to utilize Betterment's portfolio management services as part of TriPrescient's Comprehensive Planning Service.

Betterment's fee is considered a wrap fee and has a fee structure that includes portfolio management and brokerage services for one all-inclusive bundled fee with no additional account activity charges for execution of trades. Betterment's portfolio management fees are based upon the following fee schedule (expressed as an annual percentage of net assets). Betterment's fee is prorated across the entire year and is charged at the end of each calendar quarter. Clients are charged a prorated fee for only the days their money is managed by Betterment.

<b>Range Start</b>	<b>Range End</b>	<b>Percentage</b>
\$0	\$2,000,000	0.20%
\$2,000,000	& Above	0.15%

### ***Symmetry Partners***

TriPrescient has partnered with Symmetry Partners, LLC to provide portfolio management services for our clients. Symmetry receives a fee based on the level of assets managed in the client account. Symmetry's portfolio management fee is paid separately and in addition to the fee TriPrescient charges its clients for comprehensive financial planning services. TriPrescient

does not receive a fee or any additional compensation for recommending any Symmetry portfolio. Clients are NOT required to utilize Symmetry's portfolio management services as part of the TriPrescient's Comprehensive Planning Service.

Symmetry Partners portfolio management fees are based upon the following tiered fee schedule (expressed as an annual percentage of each Solicited Account's net assets at the end of each calendar quarter):

Range Start	Range End	Percentage
\$0	\$250,000	0.40%
\$250,001	\$750,000	0.35%
\$750,001	\$1,250,000	0.30%
\$1,250,001	\$2,000,000	0.25%
\$2,000,001	\$3,000,000	0.20%
\$3,000,001	\$5,000,000	0.15%
\$5,000,001	\$10,000,000	0.10%
\$10,000,001	& Above	0.05%

### ***Fixed Fee Projects***

On occasion clients engage our services to complete a specific project on a fixed fee basis. Fixed fee projects can include development of a stand-alone comprehensive financial plan, a retirement plan, a higher education savings plan, or some other type of specific financial plan.

The fixed rate for creating a comprehensive financial plan is based on one of three levels of complexity of the client's financial situation at the time of engagement. This fee is for the creation of the financial plan only and does not include ongoing services such as portfolio management, plan implementation, or ongoing financial advice.

The client can decide after the comprehensive financial plan is prepared if they would like to enroll in the Comprehensive Planning Service. The amount paid for the plan preparation will be retroactively discounted as per the terms of the Comprehensive Planning Service and the difference will be applied to the subscription fee.

<i>Service</i>	<i>Complexity Level</i>		
	<i>Level 1</i>	<i>Level 2</i>	<i>Level 3</i>
<b>Initial Plan Creation – Plan Only</b>	\$3,500.00	\$4,200.00	\$4,800.00

Fees for other types of plans or projects are determined on a case by case basis, based on the level of complexity and estimated time commitment. For fixed fee projects, fees are determined and communicated to the client upfront prior to beginning any work for the preparation of the plan or other deliverable. The scope and deliverables of any fixed fee project will be clearly

defined. 50% of the fee is due upon signing the Financial Planning Agreement, with the balance due upon delivery to the client.

### ***Hourly Fee Projects***

Clients looking for financial advice for a specific situation or only a financial plan and not wishing to engage in our Comprehensive Planning Service or Fixed Fee Projects option can engage our services on an hourly basis. On an hourly basis, time is charged at the rate of \$200/hr.

### ***Fiduciary Obligation***

TriPrescient Financial Services and its financial planners serve in a fiduciary capacity for our clients and will always act in the client's best interest. All of TriPrescient's services are made in accordance with the fiduciary duties owed to its accounts and without consideration of TriPrescient's economic, investment or other financial interests.

TriPrescient Financial Services collects no other fees and receives no additional compensation from clients or third parties other than the fees outlined above.

### ***Selection of Other Advisers Fees***

TriPrescient has partnered with Betterment, LLC and Symmetry Partners, LLC to provide portfolio management services. The fees for both partners are outlined above in the "Portfolio Management Fees" subsection of the Comprehensive Planning Service section. These fees would only apply if clients are engaged in our Comprehensive Planning Service and choose to utilize one of our partners' services.

## **B. Payment of Fees**

### ***Comprehensive Planning Service***

The comprehensive planning service fee is based on one of three levels of complexity of the client's financial situation at the time of engagement. The fee has up to three components - an initial plan creation fee, a fixed monthly subscription fee, and a fee charged as a tiered percentage of assets under management (AUM) above \$500,000.

The initial plan creation fee is discounted when enrolling in the Comprehensive Financial Planning service. 50% of the initial plan creation fee is due upon signing the Financial Planning Agreement, with the balance due upon plan delivery to the client.

The monthly subscription fee includes a Financial Planning fee and an optional Investment Management fee for clients wishing to utilize our investment management services.

The subscription fee is a fixed monthly fee beginning after plan creation and delivery and is guaranteed not to increase for three years. Fees are adjusted every three years based on any changes in the client's financial situation and the fee schedule in place at that time.

Comprehensive Planning Service plan creation and monthly subscription service fees are invoiced and billed directly to clients. Fees are billed monthly in advance and may be paid via

ACH, check, or wire. Asset management fees apply only to AUM balances above \$500,000 and are charged in arrears. AUM fees are debited directly from accounts held with our portfolio management partners, Betterment and Symmetry Partners.

***Payment of Other Advisers Fees***

Fees for Betterment, LLC are paid quarterly in arrears. Betterment's fees are withdrawn directly from client accounts managed by Betterment.

Fees for Symmetry Partners, LLC are paid quarterly in arrears. Symmetry's fees are withdrawn directly from client accounts managed by Symmetry.

***Payment of Fixed or Hourly Fees***

For Fixed Fee projects, 50% of the predetermined fee is due upon signing the advisory agreement, and the balance is due upon delivery to the client.

Hourly financial planning fees are invoiced and due upon receipt of the deliverable by the client. Depending on the scope of work, 50% of the estimated fee may be due in advance, but never more than six months in advance, with the remainder due upon presentation of the deliverable.

Fees may be paid via ACH, check, or wire.

**C. Client Responsibility For Third Party Fees**

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

**D. Prepayment of Fees**

TriPrescient collects some fees in advance. Refunds for fees paid in advance will be returned within fourteen days to the client via check or the same method as received.

For all subscription fees paid in advance, the fee refunded will be prorated to the date of cancellation in the billing period up to and including the day of termination.

Fixed fees that are collected in advance will be refunded based on the prorated amount of work completed at the point of termination.

For hourly fees that are collected in advance, the fee refunded will be the balance of the fees collected in advance minus the hourly rate times the number of hours of work that has been completed up to and including the day of termination.

**E. Outside Compensation For the Sale of Securities to Clients**

Neither TriPrescient nor its supervised persons accept any compensation for the sale of securities or other investment products, including asset-based sales charges or service fees from the sale of mutual funds.

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

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

## **Item 7: Types of Clients**

TriPrescient generally provides advisory services to the following types of clients:

- ❖ Individuals
- ❖ High-Net-Worth Individuals
- ❖ Pension and Profit Sharing Plans

### ***Minimum Account Size for Portfolio Management***

TriPrescient does not have a minimum account size requirement.

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

### **A. Methods of Analysis and Investment Strategies**

#### ***Methods of Analysis***

When necessary to perform an investment analysis, TriPrescient's methods of analysis include fundamental analysis and modern portfolio theory.

**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 a stock's value. If securities prices adjust rapidly to new information, utilizing fundamental analysis may not result in favorable performance.

**Modern portfolio theory** is a theory of investment that attempts to maximize portfolio expected return for a given amount of portfolio risk, or equivalently minimize risk for a given level of expected return, each by carefully choosing the proportions of various asset.

**Use of Outside Managers:** We refer clients to third-party investment advisers ("outside managers"). Our analysis of outside managers involves the examination of the experience, expertise, investment philosophies, and past performance of the outside managers in an attempt to determine if that manager has demonstrated an ability to invest over a period of time and in different economic conditions. We monitor the manager's underlying holdings, strategies, concentrations, and leverage as part of our overall periodic risk assessment. Additionally, as part of our due-diligence process, we survey the manager's compliance and business enterprise risks. A risk of investing with an outside manager who has been successful in the past is that he/she may not be able to replicate that success in the future. In addition, as we do not control the underlying investments in an outside manager's portfolio. There is also a risk that a manager may deviate from the stated investment mandate or strategy of the portfolio, making it a less suitable investment for our clients. Moreover, as we do not control the manager's daily business and compliance operations, we may be unaware of the lack of internal controls necessary to prevent business, regulatory or reputational deficiencies.

### ***Investment Strategies***

TriPrescient primarily practices **passive investment management** and **factor-based investment management**.

**Passive investing** involves building portfolios that are comprised of various distinct asset classes. The asset classes are weighted in a manner to achieve the desired relationship between correlation, risk, and return. Funds that passively capture the returns of the desired asset classes are placed in the portfolio. The funds that are used to build passive portfolios are typically index mutual funds or exchange traded funds.

Passive investment management is characterized by low portfolio expenses (i.e. the funds inside the portfolio have low internal costs), minimal trading costs (due to infrequent trading activity), and relative tax efficiency (because the funds inside the portfolio are tax efficient and turnover inside the portfolio is minimal).

**Factor investing** is an investment approach that involves targeting specific drivers of return across asset classes. A factor is any characteristic that helps explain the long-term risk and return performance of an asset class. Factor investing seeks to capture higher risk adjusted returns via systematic exposure to stock characteristics. Factors are well documented in academic research and have been used extensively in portfolio risk models and in quantitative investment strategies. Investing in factors does not guarantee but can help improve portfolio outcomes, reduce volatility, and enhance diversification when invested over a long-term time frame.

In contrast, active management involves a single manager or managers who employ some method, strategy or technique to construct a portfolio that is intended to generate returns that are greater than the broader market or a designated benchmark. Academic research indicates most active managers underperform the market.

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

## **B. Material Risks Involved**

Investment recommendations may be made as part of the financial planning service. **All investing strategies we offer involve risk and may result in a loss of your original investment which you should be prepared to bear.** Many of these risks apply equally to stocks, bonds, commodities and any other investment or security. Material risks associated with our investment strategies are listed below.

**Market Risk:** Market risk involves the possibility that an investment's current market value will fall because of a general market decline, reducing the value of the investment regardless of the operational success of the issuer's operations or its financial condition.

**Strategy Risk:** The Adviser's investment strategies and/or investment techniques may not work as intended.

**Small and Medium Cap Company Risk:** Securities of companies with small and medium market capitalizations are often more volatile and less liquid than investments in larger companies. Small and medium cap companies may face a greater risk of business failure, which could increase the volatility of the client's portfolio.

**Turnover Risk:** At times, the strategy may have a portfolio turnover rate that is higher than other strategies. A high portfolio turnover would result in correspondingly greater brokerage commission expenses and may result in the distribution of additional capital gains for tax purposes. These factors may negatively affect the account's performance.

**Limited markets:** Certain securities may be less liquid (harder to sell or buy) and their prices may at times be more volatile than at other times. Under certain market conditions we may be unable to sell or liquidate investments at prices we consider reasonable or favorable or find buyers at any price.

**Concentration Risk:** Certain investment strategies focus on particular asset-classes, industries, sectors or types of investment. From time to time these strategies may be subject to greater risks of adverse developments in such areas of focus than a strategy that is more broadly diversified across a wider variety of investments.

**Interest Rate Risk:** Bond (fixed income) prices generally fall when interest rates rise, and the value may fall below par value or the principal investment. The opposite is also generally true: bond prices generally rise when interest rates fall. In general, fixed income securities with longer maturities are more sensitive to these price changes. Most other investments are also sensitive to the level and direction of interest rates.

**Legal or Legislative Risk:** Legislative changes or Court rulings may impact the value of investments, or the securities' claim on the issuer's assets and finances.

**Inflation:** Inflation may erode the buying power of your investment portfolio, even if the dollar value of your investments remains the same.

### **C. Risks of Specific Securities Utilized**

Apart from the general risks outlined above which apply to all types of investments, specific securities may have other risks.

**Commercial Paper** is, in most cases, an unsecured promissory note that is issued with a maturity of 270 days or less. Being unsecured the risk to the investor is that the issuer may default.

**Common stocks** may go up and down in price quite dramatically, and in the event of an issuer's bankruptcy or restructuring could lose all value. A slower-growth or recessionary economic environment could have an adverse effect on the price of all stocks.

**Corporate Bonds** are debt securities to borrow money. Generally, issuers pay investors periodic interest and repay the amount borrowed either periodically during the life of the security and/or at maturity. Alternatively, investors can purchase other debt securities, such as zero coupon bonds, which do not pay current interest, but rather are priced at a discount from their face values and their values accrete over time to face value at maturity. The market prices of debt securities fluctuate depending on such factors as interest rates, credit quality, and maturity. In general, market prices of debt securities decline when interest rates rise and increase when interest rates fall. The longer the time to a bond's maturity, the greater its interest rate risk.

**Bank Obligations** including bonds and certificates of deposit may be vulnerable to setbacks or panics in the banking industry. Banks and other financial institutions are greatly affected by interest rates and may be adversely affected by downturns in the U.S. and foreign economies or changes in banking regulations.

**Municipal Bonds** are debt obligations generally issued to obtain funds for various public purposes, including the construction of public facilities. Municipal bonds pay a lower rate of return than most other types of bonds. However, because of a municipal bond's tax-favored status, investors should compare the relative after-tax return to the after-tax return of other bonds, depending on the investor's tax bracket. Investing in municipal bonds carries the same general risks as investing in bonds in general. Those risks include interest rate risk, reinvestment risk, inflation risk, market risk, call or redemption risk, credit risk, and liquidity and valuation risk.

**Options and other derivatives** carry many unique risks, including time-sensitivity, and can result in the complete loss of principal. While covered call writing does provide a partial hedge to the stock against which the call is written, the hedge is limited to the amount of cash flow received when writing the option. When selling covered calls, there is a risk the underlying position may be called away at a price lower than the current market price.

**Exchange Traded Funds** prices may vary significantly from the Net Asset Value due to market conditions. Certain Exchange Traded Funds may not track underlying benchmarks as expected.

ETFs are also subject to the following risks: (i) an ETF's shares may trade at a market price that is above or below their net asset value; (ii) the ETF may employ an investment strategy that utilizes high leverage ratios; or (iii) trading of an ETF's shares may be halted if the listing exchange's officials deem such action appropriate, the shares are de-listed from the exchange, or the activation of market-wide "circuit breakers" (which are tied to large decreases in stock prices) halts stock trading generally. The Adviser has no control over the risks taken by the underlying funds in which client's invest.

**Investment Companies Risk.** When a client invests in open-end mutual funds or ETFs, the client indirectly bears its proportionate share of any fees and expenses payable directly by those funds. Therefore, the client will incur higher expenses, many of which may be duplicative. In addition, the client's overall portfolio may be affected by losses of an underlying fund and the level of risk arising from the investment practices of an underlying fund (such as the use of derivatives).

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

## **Item 9: Disciplinary Information**

### **A. Criminal or Civil Actions**

TriPrescient and its management have not been involved in any criminal or civil action.

### **B. Administrative Proceedings**

TriPrescient and its management have not been involved in any administrative enforcement proceedings.

### **C. Self-regulatory Organization (SRO) Proceedings**

TriPrescient and its management have not been involved in any legal or disciplinary events that are material to a client's or prospective client's evaluation of TriPrescient or the integrity of its management.

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

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

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

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

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

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

Neither TriPrescient nor its representatives have any material relationships to this advisory business that would present a possible conflict of interest.

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

As referenced in Item 4 of this brochure, TriPrescient recommends clients to Outside Managers to manage their accounts. In the event that we recommend an Outside Manager, please note that we do not share in their advisory fee. Our fee is separate and in addition to their compensation (as noted in Item 5) and will be described to you prior to engagement. You are not obligated, contractually or otherwise, to use the services of any Outside Manager we recommend. Additionally, TriPrescient will only recommend an Outside Manager who is properly licensed or registered as an investment adviser.

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

As a fiduciary, our firm and its associates have a duty of utmost good faith to act solely in the best interests of each client. Our clients entrust us with their funds and personal information, which in turn places a high standard on our conduct and integrity. Our fiduciary duty is a core aspect of our Code of Ethics and represents the expected basis of all of our dealings. The firm also adheres to the Code of Ethics and Professional Responsibility adopted by the CFP® Board of Standards Inc., and accepts the obligation not only to comply with the mandates and requirements of all applicable laws and regulations but also to take responsibility to act in an ethical and professionally responsible manner in all professional services and activities.

Although TriPrescient adheres to the CFP® Board of Standards Inc. Code of Ethics and Professional Responsibility, Christopher Ladd does not hold the CFP® designation but is currently a candidate for CFP certification.

## **A. Code of Ethics**

This code does not attempt to identify all possible conflicts of interest, and literal compliance with each of its specific provisions will not shield associated persons from liability for personal trading or other conduct that violates a fiduciary duty to advisory clients. A summary of the Code of Ethics' Principles is outlined below.

- Integrity - Associated persons shall offer and provide professional services with integrity.
- Objectivity - Associated persons shall be objective in providing professional services to clients.
- Competence - Associated persons shall provide services to clients competently and maintain the necessary knowledge and skill to continue to do so in those areas in which they are engaged.
- Fairness - Associated persons shall perform professional services in a manner that is fair and reasonable to clients, principals, partners, and employers, and shall disclose conflict(s) of interest in providing such services.
- Confidentiality - Associated persons shall not disclose confidential client information without the specific consent of the client unless in response to proper legal process, or as required by law.
- Professionalism - Associated persons' conduct in all matter shall reflect the credit of the profession.
- Diligence - Associated persons shall act diligently in providing professional services.

We periodically review and amend our Code of Ethics to ensure that it remains current, and we require all firm access persons to attest to their understanding of and adherence to the Code of Ethics at least annually. Our firm will provide of a copy of its Code of Ethics to any client or prospective client upon request.

## **B. Recommendations Involving Material Financial Interests**

Neither our firm, its associates or any related person is authorized to recommend to a client or effect a transaction for a client, involving any security in which our firm or a related person has a material financial interest, such as in the capacity as an underwriter, adviser to the issuer, etc.

## **C. Investing Personal Money in the Same Securities as Clients**

Our firm and its "related persons" may buy or sell securities similar to, or different from, those we recommend to clients for their accounts. In an effort to reduce or eliminate certain conflicts of interest involving the firm or personal trading, our policy may require that we restrict or prohibit associates' transactions in specific reportable securities transactions. Any exceptions or trading pre-clearance must be approved by the firm principal in advance of the transaction in an account, and we maintain the required personal securities transaction records per regulation.

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

From time to time, our firm or its “related persons” may buy or sell securities for themselves at or around the same time as clients. We will not trade non-mutual fund or ETF securities 2 days prior to the same security for clients.

## **Item 12: Brokerage Practices**

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

TriPrescient Financial Services, Inc. does not have any affiliation with Broker-Dealers. Specific custodian recommendations are made to the client based on their need for such services. We recommend custodians based on the reputation and services provided by the firm.

#### **1. Research and Other Soft-Dollar Benefits**

We currently receive soft dollar benefits by nature of our relationship with MTG, LLC dba Betterment Securities (“Betterment Securities”).

#### **2. Brokerage for Client Referrals**

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

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

TriPrescient will not require clients to use a specific broker-dealer to execute transactions. Not all advisers require clients to use a particular broker-dealer.

### **The Custodian and Brokers We Use (Betterment)**

TriPrescient does not maintain custody of your assets that we manage, although we may be deemed to have custody of your assets if you give us the authority to withdraw advisory fees from your account (see Item 15 – Custody, below). Your assets must be maintained in an account at a "qualified custodian," generally a broker-dealer or bank. We may recommend that our clients use MTG, LLC dba Betterment Securities ("Betterment Securities"), a registered broker-dealer, member SIPC, as the qualified custodian. We are independently owned and operated and are not affiliated with Betterment Securities. Betterment Securities will hold your assets in a brokerage account and buy and sell securities when we and/or you instruct them to. While we may recommend that you use Betterment Securities as custodian/broker, you will decide whether to do so and will open your account with Betterment Securities by entering into an account agreement directly with them. We do not open the account for you, although we may assist you in doing so. If you do not wish to place your assets with Betterment Securities, then we cannot manage your account on Betterment Institutional (defined below).

### **Your Brokerage and Custody Costs**

For our clients' accounts that Betterment Securities maintains, Betterment Securities generally does not charge you separately for custody services but is compensated as part of the Betterment Institutional (defined below) platform fee, which is a percentage of the dollar amount of assets in the account in lieu of commissions. We have determined that having Betterment Securities

execute trades is consistent with our duty to seek "best execution" of your trades. Best execution means the most favorable terms for a transaction based on all relevant factors, including those listed above (see "Factors Used to Select Custodians and/or Broker-Dealers").

### **Services Available to Us via Betterment Institutional**

Betterment Securities serves as broker-dealer to Betterment Institutional, an investment and advice platform serving independent investment advisory firms like us ("Betterment Institutional"). Betterment Institutional also makes available various support services which may not be available to Betterment's retail customers. Some of those services help us manage or administer our clients' accounts, while others help us manage and grow our business. Betterment Institutional's support services are generally available on an unsolicited basis (we don't have to request them) and at no charge to us. Following is a more detailed description of Betterment Institutional's support services:

1. **SERVICES THAT BENEFIT YOU.** Betterment Institutional includes access to a range of investment products, execution of securities transactions, and custody of client assets through Betterment Securities. Betterment Securities' services described in this paragraph generally benefit you and your account.
2. **SERVICES THAT MAY NOT DIRECTLY BENEFIT YOU.** Betterment Institutional also makes available to us other products and services that benefit us, but may not directly benefit you or your account. These products and services assist us in managing and administering our clients' accounts, such as software and technology that may:
  - a. Assist with back-office functions, recordkeeping, and client reporting of our clients' accounts.
  - b. Provide access to client account data (such as duplicate trade confirmations and account statements).
  - c. Provide pricing and other market data.
  - d. Assist with back-office functions, recordkeeping, and client reporting.
3. **SERVICES THAT GENERALLY BENEFIT ONLY US.** By using Betterment Institutional, we will be offered other services intended to help us manage and further develop our business enterprise. These services include:
  - a. Educational conferences and events.
  - b. Consulting on technology, compliance, legal, and business needs.
  - c. Publications and conferences on practice management and business succession.

### **Our Interest in Betterment Securities' Services**

The availability of these services from Betterment Institutional benefits us because we do not have to produce or purchase them. In addition, we don't have to pay for Betterment Securities' services. These services may be contingent upon us committing a certain amount of business to Betterment Securities in assets in custody. We may have an incentive to recommend that you maintain your account with Betterment Securities, based on our interest in receiving Betterment Institutional and Betterment Securities' 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 Betterment

Securities as custodian and broker is in the best interests of our clients. Our selection is primarily supported by the scope, quality, and price of Betterment Securities' services and not Betterment Institutional and Betterment Securities' services that benefit only us.

### **The Custodian and Brokers We Use (TD Ameritrade)**

Advisor participates in the TD Ameritrade Institutional program. TD Ameritrade Institutional is a division of TD Ameritrade, Inc. ("TD Ameritrade"), member FINRA/SIPC. TD Ameritrade is an independent and unaffiliated SEC-registered broker-dealer. TD Ameritrade offers to independent investment Advisors services which include custody of securities, trade execution, clearance, and settlement of transactions. Advisor receives some benefits from TD Ameritrade through its participation in the program. (Please see the disclosure under Item 14 below.)

## **B. Aggregating (Block) Trading for Multiple Client Accounts**

Outside Managers used by TriPrescient may block client trades at their discretion. Their specific practices are further discussed in their ADV Part 2A, Item 12.

## **Item 13: Reviews of Accounts**

Client accounts with the Investment Management Service will be reviewed regularly on a quarterly basis by Christopher Ladd, CEO and CCO. The account is reviewed with regards to the client's investment policies and risk tolerance levels. Events that may trigger a special review would be unusual performance, addition or deletions of client imposed restrictions, excessive draw-down, volatility in performance, or buy and sell decisions from the firm or per client's needs.

Clients will receive trade confirmations from the broker(s) for each transaction in their accounts as well as monthly or quarterly statements and annual tax reporting statements from their custodian showing all activity in the accounts, such as receipt of dividends and interest.

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

TriPrescient receives a non-economic benefit from Betterment Institutional and Betterment Securities 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 Betterment Securities. 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 Betterment Institutional and Betterment Securities' products and services is not based on us giving particular investment advice, such as buying particular securities for our clients.

As disclosed under Item 12, above, Advisor participates in TD Ameritrade's institutional customer program and Advisor may recommend TD Ameritrade to Clients for custody and brokerage services. There is no direct link between Advisor's participation in the program and the investment advice it gives to its Clients, although Advisor receives economic benefits through its participation in the program that are typically not available to TD Ameritrade retail investors. These benefits include the following products and services (provided without cost or at a discount): receipt of duplicate Client statements and confirmations; research related products and tools; consulting services; access to a trading desk serving Advisor participants; access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to Client accounts); the ability to have advisory fees deducted directly from Client accounts; access to an electronic communications network for Client order entry and account information; access to mutual funds with no transaction fees and to certain institutional money managers; and discounts on compliance, marketing, research, technology, and practice management products or services provided to Advisor by third party vendors. TD Ameritrade may also have paid for business consulting and professional services received by Advisor's related persons. Some of the products and services made available by TD Ameritrade through the program may benefit Advisor but may not benefit its Client accounts. These products or services may assist Advisor in managing and administering Client accounts, including accounts not maintained at TD Ameritrade. Other services made available by TD Ameritrade are intended to help Advisor manage and further develop its business enterprise. The benefits received by Advisor or its personnel through participation in the program do not depend on the amount of brokerage transactions directed to TD Ameritrade. As part of its fiduciary duties to clients, Advisor endeavors at all times to put the interests of its clients first. Clients should be aware, however, that the receipt of economic benefits by Advisor or its related persons in and of itself creates a potential conflict of interest and may indirectly influence the Advisor's choice of TD Ameritrade for custody and brokerage services.

## **Item 15: Custody**

TriPrescient does not accept custody of client funds except in the instance of withdrawing client fees. TriPrescient may directly debit any direct billed advisory fee from a client bank account with client provided written authorization. Betterment or TD Ameritrade will withdraw AUM fees on behalf of TriPrescient from custodian held client accounts.

For client accounts in which TriPrescient directly debits their advisory fee, TriPrescient will send a copy of its invoice at the same time that the debit is made.

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

## **Item 16: Investment Discretion**

TriPrescient has limited discretion over client accounts. TriPrescient is authorized to execute purchases and sales of securities in the Client's best interests and within limits of the Investment Policy Statement in place at the time of execution without consulting the Client regarding each transaction. This discretionary authorization extends to third party investment managers including, but not limited to, Betterment, LLC and Symmetry Partners, LLC with whom TriPrescient has existing relationships.

Advisor will have the discretion to facilitate the selection of, and changes to, the Betterment Institutional portfolio allocation. Betterment Institutional provides software tools for advisors to facilitate the purchase and sale of securities in the client's accounts, including the amounts of securities to be bought and sold to align with the client's goals and risk tolerance, through a series of 101 incremental model portfolio allocations ranging from 0% to 100% in equities.

## **Item 17: Voting Client Securities (Proxy Voting)**

TriPrescient does not vote Client proxies. Therefore, Clients maintain exclusive responsibility for: (1) voting proxies, and (2) acting on corporate actions pertaining to the Client's investment assets. The Client shall instruct the Client's qualified custodian to forward to the Client copies of all proxies and shareholder communications relating to the Client's investment assets. If the client would like our opinion on a particular proxy vote, they may contact us at the number listed on the cover of this brochure.

In most cases, you will receive proxy materials directly from the account custodian. However, in the event we were to receive any written or electronic proxy materials, we would forward them directly to you by mail, unless you have authorized our firm to contact you by electronic mail, in which case, we would forward you any electronic solicitation to vote proxies.

## **Item 18: Financial Information**

Registered Investment Advisers are required in this Item to provide you with certain financial information or disclosures about our financial condition. We have no financial commitment that impairs our ability to meet contractual and fiduciary commitments to clients, and we have not been the subject of a bankruptcy proceeding.

We do not have custody of client funds or securities or require or solicit prepayment of more than \$500 in fees per client six months in advance.

## **Item 19: Requirements For State Registered Advisers**

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

TriPrescient currently has only one management person: Christopher David Ladd. Education and business background can be found on the individual's Form ADV Part 2B brochure supplement.

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

Other business activities for each relevant individual can be found on the Form ADV Part 2B brochure supplement for each such individual.

**C. Calculation of Performance-Based Fees and Degree of Risk to Clients**

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

**D. Material Disciplinary Disclosures for Management Persons of this Firm**

There are no civil, self-regulatory organization, or arbitration proceedings to report under this section.

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

See Item 10.C and 11.B.

*This brochure supplement provides information about Christopher David Ladd that supplements the TriPrescient Financial Services, Inc. brochure. You should have received a copy of that brochure. Please contact Christopher David Ladd if you did not receive TriPrescient Financial Services, Inc.'s brochure or if you have any questions about the contents of this supplement.*

*Additional information about Christopher David Ladd is also available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).*

**TriPrescient Financial Services, Inc.**  
Form ADV Part 2B – Individual Disclosure Brochure

*for*

**Christopher David Ladd**  
Personal CRD Number: 6404938  
Investment Adviser Representative

TriPrescient Financial Services, Inc.  
1701 Westcliff Dr  
Maryville, TN 37803  
(678) 744-5695  
[chris.ladd@triprescient.com](mailto:chris.ladd@triprescient.com)

UPDATED: 11/17/2018

## Item 2: Educational Background and Business Experience

**Name:** Christopher David Ladd                      **Born:** 1971

### **Educational Background and Professional Designations:**

#### **Education:**

Masters of Business Administration in Financial Planning,  
California Lutheran University - 2011

Bachelor of Industrial Engineering,  
Georgia Institute of Technology - 1993

#### **Business Background:**

08/2014 - Present                      Investment Adviser Representative  
TriPrescient Financial Services, Inc.

01/1994 - Present                      Information Technology Consultant/Programmer

## Item 3: Disciplinary Information

There are no legal or disciplinary events that are material to a client's or prospective client's evaluation of this advisory business.

## Item 4: Other Business Activities

Christopher David Ladd has occasional part time secondary employment as a computer programmer. TriPrescient Financial Services, Inc. always acts in the best interest of the client and clients are in no way required to utilize the services of any representative of TriPrescient Financial Services, Inc. in such individual's outside capacities.

## Item 5: Additional Compensation

Christopher David Ladd does not receive any economic benefit from any person, company, or organization, other than TriPrescient Financial Services, Inc. in exchange for providing clients advisory services through TriPrescient Financial Services, Inc.

## **Item 6: Supervision**

As the only owner and representative of TriPrescient Financial Services, Inc., Christopher David Ladd supervises all activities of the firm. Christopher David Ladd's response information is on the cover page of this disclosure document. Christopher David Ladd adheres to all required regulations regarding the activities of an Investment Adviser Representative and follows all policies and procedures outlined in the firm's policies and procedures manual, including the Code of Ethics, and appropriate securities regulatory requirements.

## **Item 7: Requirements For State Registered Advisers**

*This disclosure is required by Tennessee state securities authorities and is provided for your use in evaluating this investment advisor representative's suitability.*

- A. Christopher David Ladd has NOT been involved in any of the events listed below.
1. An award or otherwise being found liable in an arbitration claim alleging damages in excess of \$2,500, involving any of the following:
    - a) an investment or an investment-related business or activity;
    - b) fraud, false statement(s), or omissions;
    - c) theft, embezzlement, or other wrongful taking of property;
    - d) bribery, forgery, counterfeiting, or extortion; or
    - e) dishonest, unfair, or unethical practices.
  2. An award or otherwise being found liable in a civil, self-regulatory organization, or administrative proceeding involving any of the following:
    - a) an investment or an investment-related business or activity;
    - b) fraud, false statement(s), or omissions;
    - c) theft, embezzlement, or other wrongful taking of property;
    - d) bribery, forgery, counterfeiting, or extortion; or
    - e) dishonest, unfair, or unethical practices.
- B. Christopher David Ladd has NOT been the subject of a bankruptcy petition in the past ten years.