



Wealth Management Solutions LLC

Form ADV Part 2A – Firm Brochure

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This brochure provides information about the qualifications and business practices of Wealth Management Solutions LLC. If you have any questions about the contents of this brochure, please contact us at 918-499-1700 or Stephen.Stipe@WealthMgtSolutions.net. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority. Wealth Management Solutions LLC is a registered investment advisory firm. Registration of an investment advisory firm does not imply a particular level of skill or training.

Additional information about Wealth Management Solutions LLC (CRD#296875) is available on the SEC's website at www.adviserinfo.sec.gov.

ITEM 2 MATERIAL CHANGES

We updated our assets under management.

ITEM 3 TABLE OF CONTENTS

Item 2	Material Changes.....	2
Item 3	Table of Contents	2
Item 4	Advisory Business.....	4
A.	Description of Business and Ownership	4
B.	Advisory Services Offered.....	4
1.	Portfolio Development and Monitoring	4
2.	Financial Planning and Investment Counseling Services.....	5
3.	Educational Seminars & Workshops.....	6
C.	Client Needs and Restrictions	6
D.	Wrap Fee Programs.....	7
E.	Assets under Management.....	7
Item 5	Fees and Compensation.....	7
A.	Fee Description and Schedule.....	7
1.	Portfolio Development and Monitoring	7
2.	Financial Planning and Investment Counseling Services.....	8
B.	Fee Deduction	9
1.	Portfolio Development and Monitoring	9
2.	Financial Planning and Investment Counseling Services.....	9
C.	Other Fees and Expenses.....	9
D.	Fee Payment Frequency, Timing, and Refunds	10
1.	Portfolio Development and Monitoring	10
2.	Financial Planning and Consulting Services	10
E.	Compensation for the Sale of Securities or Other Investment Products.....	10
1.	Brokerage Fees and Commissions.....	11
2.	Insurance.....	11
Item 6	Performance-Based Fees and Side-By-Side Management.....	11
Item 7	Types of Clients	11
Item 8	Methods of Analysis, Investment Strategies and Risk of Loss.....	11
A.	Analysis and Investment Strategies.....	12
B.	Risks.....	12

C.	Risks by Security Type	14
Item 9	Disciplinary Information	15
Item 10	Other Financial Industry Activities and Affiliations	15
A.	Relationship with a firm regulated by FINRA	15
B.	Relationship with a firm regulated by the CFTC	15
C.	Other Relationship – Conflicts of Interest.....	15
D.	Referral fees from other investment advisers.....	16
Item 11	Code of Ethics, Participation or Interest in Client Transactions and Personal Trading	16
A.	Summary of Code of Ethics	16
B.	Participation or Interest in Client Transactions & Personal Trading	16
Item 12	Brokerage Practices	17
A.	Selecting and Recommending Brokers	17
1.	Research and Soft Dollar Practices.....	17
2.	Client Referrals.....	18
3.	Directed Brokerage.....	18
4.	Trade Aggregation	18
Item 13	Review of Accounts	19
A.	Portfolio Development and Monitoring	19
B.	Financial Planning and Consulting	19
Item 14	Client Referrals and Other Compensation.....	19
A.	Compensation from Third Parties	19
B.	Compensation for Referrals	19
Item 15	Custody.....	19
Item 16	Investment Discretion.....	20
Item 17	Voting Client Securities	20
Item 18	Financial Information	20
A.	Balance Sheet	20
B.	Financial Condition	20
C.	Bankruptcy	20
Item 19	Requirements for state-registered advisers	20
A.	Educational Background and Business Experience of Principal Officers	20
B.	Other Business Activities of Principal Officer.....	20
C.	Performance Based Fees	20
D.	Disciplinary Information	21
E.	Material Relationships with Issuers of Securities.....	21
F.	Professional Liability Insurance and Cyber Coverage.....	21

A. Description of Business and Ownership

Wealth Management Solutions L.L.C.(WMS), is an independently operated investment advisory firm registered with the Oklahoma Department of Securities (ODS)¹. We are a Limited Liability Company owned by Stephen R. Stipe that was established in the State of Oklahoma in 2015.

WMS provides a platform for our investment adviser representatives (IARs) to provide services to their clients that best fit the IAR’s skill and expertise. Our IARs are located in geographically separate offices. IARs may utilize business names and corporate structures that differ from WMS for marketing purposes. WMS does not have any ownership interest in the IAR’s trade name or other corporate structure.

Most of our IARs offer financial planning as well as personalized investment advice. Their investment advice is mainly focused on building a diverse portfolio of mutual funds, ETF’s and/or individual stocks and bonds.

Some of our IARs are licensed to offer fixed and variable insurance products for which they will receive commissions from the insurance companies or an independent insurance agency.

Registration as an IAR and/or insurance agent presents a conflict of interest. It is a conflict of interest because it provides an incentive to recommend products based on the commissions received. We mitigate this conflict by disclosing the relationship to our clients, by conducting our operations in accordance with our fiduciary duty and by following our firm’s code of ethics.

B. Advisory Services Offered

We provide Portfolio Development and Monitoring and Financial Planning and Consulting Services.

1. Portfolio Development and Monitoring

The client can engage WMS to provide discretionary and/or a non-discretionary investment advisory services on a fee basis. Through discussions with each client, goals are established based on the client's financial objectives, circumstances, time horizon and tolerance for risk. Portfolio development is guided by the stated objectives of the client (i.e. conservative, moderately conservative, moderate, moderately aggressive, and aggressive). Each account/portfolio is designed to meet a specific investment goal, which the client and IAR have determined is suitable. Once the appropriate objective has been determined, the account/portfolio will be reviewed periodically.

¹ Registration does not imply a certain level of skill or training.

2. Financial Planning and Investment Counseling Services

WMS offers financial planning services, which involves preparing, and providing a written financial plan. We gather information and documents through personal interviews and/or our Financial Planning Questionnaire.² The information gathered includes a client's current financial status, future goals, and attitudes towards risk. With this information, we prepare a financial plan designed to help our clients achieve their stated financial goals and objectives.

Financial plans may address the following areas of concern as needed and/or requested by the client:

- Personal: Family records, budgeting, personal liability, estate information, education planning, and financial goals.
- Tax and Cash Flow: Income tax and spending analysis and planning for past, current and future years.³
- Death and Disability: Cash needs at death, income needs of surviving dependents, estate planning and disability income analysis.⁴
- Retirement: Analysis of current strategies and investment plans to help the client achieve their retirement goals.
- Investments: Analysis of investment alternatives, risk tolerance, time horizons and the effect on a client's portfolio.

WMS also provides investment counseling services in which WMS reviews the client's present investments, financial circumstances, and goals and then provides advice including investment purchase and sale recommendations, asset allocation recommendations as well as investment and planning advice.

Investment Counseling may address the following areas as needed and/or requested by the client:

- Personal: Family records, budgeting, personal liability, charitable giving and financial goals.
- Tax and Cash Flow: Income tax and spending analysis and planning for past, current and future years.⁵

² WMS will rely upon the information provided by the client. WMS has no responsibility to verify the accuracy or completeness of any statement, document, fact, or information provided by the client or its representatives.

³ WMS does not provide tax or legal advice. Please consult with your tax adviser and/or legal counsel.

⁴ WMS does not provide tax or legal advice. Please consult with your tax adviser and/or legal counsel.

⁵ WMS does not provide tax or legal advice. Please consult with your tax adviser and/or legal counsel.

- Death and Disability: Insurance analysis, cash needs at death, income needs of surviving dependents, estate planning and disability income analysis.⁶
- Retirement: Analysis of current strategies and investment plans to help the client achieve their retirement goals.
- Business: Corporate structure analysis, business financial and tax planning
- Investments: Analysis of investment alternatives, risk tolerance, time horizons and the effect on a client's portfolio.

Clients expressly understand that financial planning advice is not contingent upon product sales of any kind. Implementation of the recommendations in the financial plan is entirely at the client's discretion. Clients have the option to purchase investment products that WMS recommends through other stockbrokers, investment advisers or insurance agents that are not affiliated with WMS or its representatives. We suggest that clients work closely with their attorney, accountant, insurance agent, adviser, or stockbroker.⁷

Financial Planning engagements are considered complete at the delivery of the written financial plan. Upon request, clients may contract to have the financial plans reviewed. It is the client's responsibility to promptly notify WMS if there is a change in their financial situation or investment objectives for reviewing, evaluating, or revising previous recommendations or services.

We provide consulting services to discuss financial issues when you do not need a full written financial plan. These can be conducted on a one-time or as needed basis. As part of our agreement with you, we will clearly identify the financial issues to be addressed.

3. Educational Seminars & Workshops

WMS provides financial education seminars and workshops related to retirement planning. These programs are educational in nature, are free of charge, and do not involve the sale of any investment or insurance product. Information presented will be of a general nature and not individualized investment advice

C. Client Needs and Restrictions

As stated in Section B, we tailor our services to the individual needs of our clients. Clients may place reasonable restrictions on the types of investments to be held in their portfolios (i.e. limit the types/amounts of specific securities purchased for their account, exclude, limit, or proscribe the

⁶ WMS does not provide tax or legal advice. Please consult with your tax adviser and/or legal counsel.

⁷ If a client engages any such professional, and a dispute arises thereafter, the client agrees to seek recourse from and against the engaged professional.

purchase of inverse and/or leveraged securities, margin and/or options, etc.). We will consider the restriction reasonable if, in our judgment, the restriction does not impair, in any material or other significant manner, our ability to manage a client's assets in accordance with the guidelines for that client's account. Reasonable restrictions, including special instructions and limitations, regarding the investment and management of the account must be provided in writing.

Clients are responsible for notifying WMS of changes to their financial objectives, circumstances, time horizon, tolerance for risk and/or restrictions.

D. Wrap Fee Programs

WMS does not participate in a wrap fee program.

E. Assets under Management

As of October 31, 2022, WMS has \$75,722,109 in discretionary and \$6,599,691 in non-discretionary assets under management.

ITEM 5 FEES AND COMPENSATION

A. Fee Description and Schedule

1. Portfolio Development and Monitoring

Our clients pay WMS a fee for its portfolio development and monitoring services. The annual fee will be based upon the level and scope of the overall services to be provided taking into consideration various objective and subjective factors, including, but not limited to: the amount of the assets placed under management; level of active investment management; whether the account is discretionary or non-discretionary; the scope of financial planning and consulting services; titling and composition of the client's account(s); the complexity of the engagement; and experience of the IAR. The fee is charged quarterly in arrears and is based upon a percentage of the market value (as calculated by the account custodian) of all assets in the account on the last trading day of each calendar quarter.⁸

Discretionary Accounts are typically used for accounts that are managed on a more active basis and may be included in block trades.

Standard Fee Schedule for Discretionary Accounts ⁹	
Assets under Management	Annual Fee
\$ 0 to \$500,000	1.5%
\$500,001 to \$1,000,000	1.25%
\$1,000,001 or higher	1.0%

⁸ Fees can be paid in advance if so specified in the Client's investment advisory agreement.

⁹ In certain circumstances, fees may exceed those listed in this schedule. However, they may not exceed 2.0% annually.

Currently, WMS, does not have any clients where we are charging any fees higher than the fee schedule. We reserve the right to offer additional services such as paying for 401k administration fees for small businesses as a part of their management fees or adding services such as payroll tax services or tax return fees for our representatives that are CPA's. If we were adding additional fees for these types of services they would be added to the overall fee as a manual adjustment not as additional asset management fees at a higher percentage rate. These special arrangements would be disclosed in the Client Agreements under "Schedule A Amendment to Investment Advisory Agreement" and/or "Schedule A Managed Assets".

Non-Discretionary Accounts are typically used for accounts that are managed on a Buy & Hold Basis. These accounts are typically not included on a block-trading basis and therefore transactions for each client account will be effected independently of transactions for other clients of the Advisor. This also means that likely a non-discretionary client will not be included in "block" trades and may therefore receive different prices than discretionary clients included in block trades for same day transactions in the same security or other efficiencies.

Standard Fee Schedule for Non-Discretionary Accounts ⁷	
Assets under Management	Annual Fee
\$ 0 to \$500,000	1.25%
\$500,001 to \$1,000,000	1.15%
\$1,000,001 or higher	1.0%

This is a flat fee schedule. Fees are negotiable with your IAR and accounts within a household (as defined by WMS and/or the IAR) may be grouped together to achieve a lower fee. Fees will be specified in detail in each client's investment advisory agreement.

2. Financial Planning and Investment Counseling Services

Clients are required to enter a separate financial planning or investment counseling agreement with WMS setting forth the terms and conditions of the engagement. The IARs of WMS may charge fees of \$100-\$300 per hour (depending on their level of experience) for preparation of a written financial plan and for counseling services. The number of hours required to complete a written financial plan and to provide counseling services will depend on the complexity of the case and will be negotiated with the client prior to engagement.

Financial planning services, generally, are paid in two installments: one-half of the estimated fee at the commencement of the planning process with the balance is due upon delivery of written financial plan. The financial plan will be delivered within 120 days of receiving the financial planning questionnaire and any additional information needed to complete the plan. Upon delivery of the written financial plan, the fixed fee is considered earned by WMS and any unpaid amount is immediately due. At no time will WMS require payment of more than \$500 in fees more than six months in advance.

Investment counseling services are typically paid monthly in arrears; however, in isolated cases, fees may be payable in installments with permission of WMS.

Implementation of the recommendations in the financial plan is entirely at the client's discretion. Clients have the option to purchase investment products that WMS recommends through other stockbrokers, investment advisers or insurance agents that are not affiliated with WMS or its representatives.

However, the client may choose to implement the recommendations in the financial plan through IARs of WMS. Clients may purchase brokerage and/or insurance products from the IAR if the IAR is properly licensed. The IAR/RR/Insurance agent selling brokerage and/or insurance products will receive a commission on the sale and this is a conflict of interest. We mitigate this conflict by disclosing the relationship to our clients, by conducting our operations in accordance with our fiduciary duty and by following our firm's code of ethics.

These services may be available from other firms at lower fees. All clients and prospective clients should be guided accordingly.

B. Fee Deduction

1. Portfolio Development and Monitoring

Most of our clients authorize WMS to instruct the client's custodian to deduct these fees from the account(s) that WMS manages. Fees are deducted quarterly. Clients are encouraged to review the fees charged for accuracy.

Please note that clients may also pay these fees by check within 30 days of receipt of an invoice.

2. Financial Planning and Investment Counseling Services

Financial Planning

These fees are not deducted from client accounts. They are paid by check in two installments: one-half of the estimated fee at the commencement of the planning process with the balance is due upon delivery of written financial plan.

Hourly Investment Counseling Services

These fees are either paid by check or may deducted from client custodian accounts upon receiving written authorization from client. In isolated cases, fees may be payable in installments with permission of WMS.

C. Other Fees and Expenses

Mutual Funds and Exchange Traded Funds. Our clients pay WMS a fee for its portfolio development and monitoring services. The fee will be a percentage of the market value of all assets in the account (as calculated by the account's custodian) on the last trading day of each

calendar quarter. In calculating this fee, clients understand that account assets invested in shares of mutual funds, exchange traded funds (ETFs) or other investment companies will be included for purposes of computing portfolio development and monitoring fees.

These same assets will also be subject to additional advisory and other fees/expenses, as set forth in the prospectuses of those funds, paid by the funds but ultimately borne by the investor. These third-party fees include but are not limited to: a management fee, other fund expenses, and a possible 12(b)-1 distribution fee. If a mutual fund also imposes sales charges, a client may pay an initial or deferred sales charge.

Brokerage and Custodian Expenses. WMS's fee for its portfolio development and monitoring services does NOT include: brokerage commissions, transaction fees, exchange fees, markups or markdowns, trade away costs, wire transfer, electronic fund transfer fees, margin interest or account fees, ticket charges, other fees, and taxes on brokerage accounts. Third parties will handle brokerage (Broker) and custody of assets (Custodian), which may be the same firm. These expenses are charged separately. See section Item 5.E Compensation for the Sale of Securities and or Other Investment Products, Item 12 – Brokerage Practices and Item 15 – Custody for additional information.

D. Fee Payment Frequency, Timing, and Refunds

1. Portfolio Development and Monitoring

Generally, the portfolio development and monitoring fee is paid quarterly in arrears. However, certain clients, as detailed in their investment advisory agreement, may pay fees quarterly in advance. Fees are prorated based on the number of days of service provided during each billing period.

Clients may terminate their investment advisory agreement by written notice to WMS. Clients are obligated to pay the fee pro-rated through the date of termination. If fees were paid in advance, WMS will promptly refund to the client unearned fees from the date of termination.

2. Financial Planning and Consulting Services

All prepaid fees are fully refundable within the first five days of entering a financial planning agreement. If a client cancels a financial planning and/or consulting services engagement after the first 5 days, the client will be entitled to a pro-rata refund or WMS will be entitled to a pro-rata payment based on the percentage of work completed.

E. Compensation for the Sale of Securities or Other Investment Products

Providing our clients with purchasing options presents conflicts of interest in certain circumstances, as fully described below. We mitigate these conflicts by disclosing the payments and relationships to our clients, by conducting our operations in accordance with our fiduciary duty and by following our firm's code of ethics.

1. Brokerage Fees and Commissions

WMS maintains a custodian/brokerage arrangements for our clients and our representatives through Raymond James IAD. Our representatives will explain the services available and relative merits and drawbacks under this arrangement. As part of each investment advisory agreement for portfolio development and monitoring services, a client will receive a schedule which lists the fees/charges assessed by the custodian/broker. All fees charged by the custodian/broker are subject to change. WMS clients are responsible for all custodial and trade related costs.

Raymond James IAD

Client accounts held at Raymond James IAD will be subject to the brokerage and/or custodial charges as assessed by the broker/custodian. The IAR will have no discretion as to the payment of these charges and will not receive any portion of these fees.

2. Insurance

Finally, some of our IARs are licensed to offer fixed and variable insurance products for which they will receive commissions from the insurance companies and/or an independent insurance agency.

Remember, clients have the option to purchase investment products that we recommend through other brokers, advisers or agents that are not affiliated with WMS.

It is important that you understand clearly the charges associated with trading in your account and the conflicts of interest that exist, so do not hesitate to direct any inquiries to your WMS representative and/or Stephen Stipe, who is WMS's Chief Compliance Officer.

ITEM 6 PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT

WMS does not offer performance based investment advisory services.

ITEM 7 TYPES OF CLIENTS

Generally, WMS provides investment advice to individuals and high net worth individuals (together with the entities they may utilize such as trusts, estates, limited liability companies, etc.). The preferred minimum account size is \$20,000 for portfolio development and monitoring services. There is no minimum account size for providing financial planning and consulting services. The minimum account size is negotiable based on certain criteria such as anticipated future earning capacity, anticipated future additional assets, related accounts, or negotiations with the client.

ITEM 8 METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

A. Analysis and Investment Strategies

WMS may utilize the following methods of security analysis:

- Charting - (analysis performed using patterns to identify current trends and trend reversals to forecast the direction of prices)
- Fundamental - (analysis performed on historical and present data, with the goal of making financial forecasts)
- Technical – (analysis performed on historical and present data, focusing on price and trade volume, to forecast the direction of prices)
- Cyclical – (analysis performed on historical relationships between price and market trends, to forecast the direction of prices)

WMS may utilize the following investment strategies when implementing investment advice given to clients:

- Long Term Purchases (securities held at least a year)
- Short Term Purchases (securities sold within a year)
- Short Sales (contracted sale of borrowed securities with an obligation to make the lender whole)
- Trading (securities sold within thirty (30) days)
- Margin Transactions (use of borrowed assets to purchase financial instruments)
- Options (contract for the purchase or sale of a security at a predetermined price during a specific period of time)

B. Risks

Investing in securities involves risk of loss that clients should be prepared to bear. WMS does not guarantee the future performance of an account or any specific level of performance, the success of any investment decision or strategy that WMS may use, or the success of WMS's overall management. Clients understand that investment decisions made for the client's account by WMS are subject to various market, currency, economic, political, and business risks, and that those investment decisions will not always be profitable.

Every method of analysis has its own inherent risks. To perform an accurate market analysis WMS must have access to current/new market information. We have no control over the dissemination rate of market information; therefore, unbeknownst to WMS, certain analyses may be compiled with outdated market information, severely limiting the value of the analysis. Furthermore, an accurate market analysis can only produce a forecast of the direction of market values.

There can be no assurances that a forecasted change in market value will materialize into actionable and/or profitable investment opportunities. Our primary investment strategies - Long Term Purchases, Short Term Purchases, and Trading - are fundamental investment strategies. However, every investment strategy has its own inherent risks and limitations. For example, longer term investment strategies require a longer investment time period to allow for the strategy to potentially develop. Shorter term investment strategies require a shorter investment time period to potentially develop but, as a result of more frequent trading, may incur higher transactional costs and taxes when compared to a longer term investment strategy. Trading, an investment strategy that requires the purchase and sale of securities within a thirty (30) day investment time period involves a very short investment time period but can incur higher transaction costs and taxes when compared to a short term investment strategy and could have substantially higher transaction costs than a longer term investment strategy.

In addition to the fundamental investment strategies discussed above, we may also implement and/or recommend the use of margin and/or options transactions. Each of these strategies has a high level of inherent risk.

Margin is an investment strategy that is not common for our firm but it is available. Margin is a strategy with a high level of inherent risk. A margin transaction occurs when an investor uses borrowed assets to purchase financial instruments. The investor generally obtains the borrowed assets by using other securities as collateral for the borrowed sum. The effect of purchasing a security using margin is to magnify any gains or losses sustained by the purchase of the financial instruments on margin.

Please Note: To the extent that a client authorizes the use of margin, and margin is thereafter employed by WMS in the management of the client's investment portfolio, the market value of the client's account and corresponding fee payable by the client to WMS may be increased. As a result, in addition to understanding and assuming the additional principal risks associated with the use of margin, clients authorizing margin are advised that this decision *may* correspondingly increase the management fee payable WMS. This is a conflict of interest. Accordingly, the decision as to whether to employ margin is left to the discretion of client.

The use of option transactions as an investment strategy involves a high level of inherent risk. Option transactions establish a contract between two parties concerning the buying or selling of an asset at a predetermined price during a specific period of time. During the term of the option contract, the buyer of the option gains the right to demand fulfillment by the seller. Fulfillment may take the form of either selling or purchasing a security depending upon the nature of the option contract. Generally, the purchase or the recommendation to purchase an option contract by WMS shall be with the intent of offsetting/"hedging" a potential market risk in a client's portfolio.

Please Note: Although, generally, the intent of the options-related transactions implemented by WMS is to hedge against principal risk, certain of the options-related strategies (i.e. straddles, short positions, etc.), may, in and of themselves, produce

principal volatility and/or risk. Thus, a client must be willing to accept these enhanced volatility and principal risks associated with such strategies. Due to this heightened risk, client may direct WMS, in writing, not to employ any or all such strategies for their accounts.

C. Risks by Security Type

Currently, WMS primarily invests client assets among various mutual funds (“MFs”)/exchange traded fund (“ETFs”) as part of an allocation strategy on both a discretionary and non-discretionary basis in accordance with the client’s designated investment objective(s).

Investing in Stocks involves the assumption of risk including:

- Financial Risk: which is the risk that the companies we recommend to you perform poorly, which affect the price of your investment.
- Market Risk: which is the risk that the Stock Market will decline, decreasing the value of the securities we recommend to you.
- Inflation Risk: which is the risk that the rate of price increases in the economy deteriorates the returns associated with the stock.
- Political and Governmental Risk: which is the risk that the value of your investment will be affected by the introduction of new laws or regulations.

Investing in Bonds involves the assumption of risk including:

- Interest Rate Risk: which is the risk that the value of the bond investments we recommend to you will fall if interest rates rise.
- Call Risk: which is the risk that your bond investment will be called or purchased back from you when conditions are favorable to the bond issuer and unfavorable to you.
- Default Risk: which is the risk that a bond issuer is unable to pay the contractual interest or principal on the bond in a timely manner or at all.
- Inflation Risk: which is the risk that the rate of price increases in the economy deteriorates the returns associated with the bond.

Exchange Traded Funds (ETFs) may be used an efficient means of carrying out an investment strategy. As with traditional mutual funds, ETFs charge asset-based fees, although these fees tend to be relatively low. ETFs are traded on stock exchanges or on the over-the-counter market. ETFs generally do not charge initial sales charges or redemption fees and investors typically pay only customary brokerage fees to buy and sell ETF shares. An investment in an ETF generally presents the same primary risks as an investment in a conventional fund (i.e. one that is not exchange traded) that has the same investment objectives, strategies, and policies. The price of an ETF can fluctuate up or down, and a client account could lose money investing in an ETF if the prices of the securities owned by the ETF go down. In addition, ETFs are subject to the following risks that do not apply to conventional funds:

- Market Risk: which is the risk that the Stock Market will decline, decreasing the value of the securities we recommend to you;
- An active trading market for an ETF’s shares may not develop or be maintained; or
- Trading of ETFs shares may be halted if the listing exchange’s officials deem such action appropriate, the shares are delisted from the exchange, or the activation of market-wide “circuit breakers” (which are tied to large decreases in stock prices) halts stock trading generally.

Mutual Funds are managed independently of a client's account and incur additional fees and/or expenses which are borne indirectly by the client's account in connection with any such investment. There is also a risk that a fund manager will deviate from the stated investment strategy of the fund making it less suitable. Additionally, these investments are subject to the same risks as the underlying investments.

Investments may include leveraged and/or inverse MFs and/or ETFs.

Leveraged and/or Inverse MFs/ETFs are products that have more risk and features that are different in nature than other types of MFs/ETFs. They are complex financial instruments. A leveraged MFs/ETFs generally seeks to deliver multiples of the daily performance of the index or benchmark that it tracks. An inverse MF/ETF (also called "short" funds) generally seeks to deliver the opposite of the daily performance of the index or benchmark that it tracks. Inverse MFs/ETFs often are marketed as a way for investors to profit from, or at least hedge their exposure to, downward-moving markets. Most leveraged and inverse MFs/ETFs "reset" daily, meaning that they are designed to achieve their stated objectives on a daily basis. Performance of these MFs/ETFs over a period longer than one day can differ significantly from their stated daily performance objectives. SMS may use these products as part of a trading, allocation or hedging strategy, which may involve holding periods substantially longer than the one day for which these products were designed.

There can be **no assurance** that any such strategy will prove profitable or successful. Due to this heightened risk, a client may direct WMS, in writing, not to employ any or all such strategies for their accounts.

ITEM 9 DISCIPLINARY INFORMATION

WMS does not have any material legal or disciplinary events to disclose.

ITEM 10 OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

A. Relationship with a firm regulated by FINRA

Not applicable

B. Relationship with a firm regulated by the CFTC

Not applicable

C. Other Relationship – Conflicts of Interest

Some of our IARs are licensed to offer fixed and variable insurance products for which they will receive commissions from the insurance companies and/or an independent insurance agency.

This dual registration as an IAR and/or insurance agent presents a conflict of interest. It is a conflict of interest because our IAR and/or insurance agent have an incentive to recommend products based on the commissions received. We mitigate this conflict by disclosing the relationship to our

clients, by conducting our operations in accordance with our fiduciary duty and by following our firm's code of ethics. Our clients are not under any obligation to implement our insurance recommendations or purchase insurance products from us.

D. Referral fees from other investment advisers

WMS does not recommend or select other investment advisers for our clients and, therefore, does not receive compensation directly or indirectly from those advisers.

ITEM 11 CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING

A. Summary of Code of Ethics

WMS's Code of Ethics ("Code") has been designed to comply with the requirements of Investment Advisers Act of 1940 Rule 204A-1. Among other things, the Code (i) requires that all employees comply with applicable federal and state securities laws, (ii) requires that access persons submit to WMS reports containing their personal securities holdings and transactions in reportable securities, and that WMS review such reports, (iii) requires access persons to obtain pre-approval of certain personal investments; and (iv) contains policies and procedures designed to prevent the misuse of material, non-public information. All personnel of WMS are required to certify their compliance with the Code of Ethics.

WMS will provide a copy of its Code of Ethics to a client or prospective client upon request.

B. Participation or Interest in Client Transactions & Personal Trading

WMS and/or individuals associated with WMS may buy or sell securities for their personal accounts which are identical to those recommended to clients. Additionally, WMS and/or individuals associated with WMS may have an interest or position in a security(ies) which may also be recommended to client. These situations represent a conflict of interest, WMS has established the following restrictions:

- A director, officer, or employee of WMS shall not buy or sell securities for their personal portfolio(s) where their decision is substantially derived in whole or part because of his/her employment unless the information is also available to the investing public on reasonable inquiry.
- No director, officer, or employee may purchase or sell any security prior to a block transaction being implemented for advisory account(s). However, they may participate in block trades with clients.
- A director, officer or employee of WMS shall not prefer his/ her own interest to that of advisory clients.

These restrictions are in addition to the Code of Ethics reporting requirements.

ITEM 12 BROKERAGE PRACTICES

A. Selecting and Recommending Brokers

We recommend that our clients use third party registered broker-dealers, members FINRA/SIPC, as qualified custodians (“custodians”). WMS is independently owned and operated and is not affiliated with our custodians. The custodians will hold client assets in a brokerage account, variable annuity, and/or variable life insurance policy. While we recommend that you use certain firms as your custodian, you will decide whether to do so and will open your account with them 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.

Generally, we will execute transactions through your custodian. However, in accordance with our duty of best execution, we may use other brokers to execute trades for your account as described below. We seek to recommend custodians/brokers that will hold your assets and execute transactions on terms that are the most favorable for a transaction based on all relevant factors. We consider a wide range of factors in making this recommendation. WMS is required to conduct an annual review of the broker-dealers made available to WMS clients, and may recommend changes in a brokerage arrangement if it determines that it cannot satisfy its obligation to achieve best execution for client transactions through a broker-dealer.

WMS maintains one custodian/brokerage arrangement for our clients and our representatives at Raymond James IAD. Our representatives will explain the services available and relative merits and drawbacks under this arrangement. As part of this investment advisory agreement for portfolio development and monitoring services, a client will receive a schedule which lists the fees/charges assessed by our custodian/broker. All fees charged by the custodian/broker are subject to change. WMS clients are responsible for all custodial and trade related costs.

1. Research and Soft Dollar Practices

Services provided by our custodians include research (including mutual fund research, third-party research, and proprietary research), brokerage, custody, access to mutual funds and other investments that are available only to institutional investors or would require a significantly higher minimum initial investment. In addition, custodians may make available software and other technology that provide access to client account data (such as trade confirmations and account statements), facilitate trade execution, provide research, pricing information, quotation services, including market data services, and other market data, assist with contact management, facilitate payment of fees to the firm from client accounts, assist with performance reporting, facilitate trade allocation, and assist with back-office support, record-keeping, and client reporting. Custodians may also provide access to financial planning software, practice management consulting support, best execution assistance, consolidated statements assistance, educational and industry conferences, marketing and educational materials, technological and information technology support. Many of these services may be

used to service all or a substantial number of the firms' accounts, including accounts not maintained at Raymond James.

2. Client Referrals

WMS does not receive client referrals from broker-dealers. Referrals are not a factor in selecting broker-dealers.

3. Directed Brokerage

WMS does not routinely allow clients to direct brokerage practices, even though we are able to do so. If a client is directing brokerage we may be unable to obtain the favorable execution of client transactions and transactions may be more costly for clients.

Clients may request in writing that brokerage transactions be directed to a particular broker-dealer/custodian. However, if an IAR cannot use that broker-dealer/custodian they will not be able to accept the account.

4. Trade Aggregation

An IAR may determine that his/her clients should purchase/sell the same investment opportunity at the same. In these situations, the IAR may aggregate the trades for eligible client accounts. This practice is also referred to as "block trading." Although the custodian used by WMS does not provide volume discounts on trade execution costs, block trading provides streamlined execution and gives the IAR's clients (included in the block trade) the average price. Some clients will receive a better price, others worse than if the trades had been entered individually.

Note: Clients who have not provided discretionary authority to WMS will likely not be included in block trades because the IAR must contact such clients before they can enter trades for their accounts. As a result, on the occasions where an IAR decides to take the same action on a security for all clients, these clients may receive share prices that are better or worse than other WMS clients who have granted WMS discretionary authority.

There is no obligation to include any account in a block trade unless the IAR believes it is in the client's best interest. In making this determination, the IAR may consider a number of factors, including, but not limited to: (a) the client's investment objectives and policies; (b) investment guidelines; (c) liquidity requirements; (d) legal or regulatory restrictions; (e) tax considerations; and (f) the nature and size of the blocked order.

WMS's directors, officers, and employees may participate in block trades with clients. In all situations, whether or not the IAR is participating in the block, he/she is required to document the pre-allocation of shares included in the block transaction prior to execution. The overarching principle is that no client is intentionally favored over another client that is similarly situated.

ITEM 13 REVIEW OF ACCOUNTS

A. Portfolio Development and Monitoring

Account reviews are provided on a periodic basis, but can be as often as quarterly. Account reviews are prepared by WMS's IARs.

Account custodians will provide statements to clients, at least, quarterly which show holdings and account activity since the prior report. Clients are encouraged to participate in meetings with advisor to discuss and review their accounts. WMS's IARs may provide additional reporting quarterly. Clients are urged to compare the information provided in the WMS reports to custodial account statements.

B. Financial Planning and Consulting

Generally, financial planning engagements are complete when the IAR delivers the final written financial plan. Upon the request of a client, a financial plan will be reviewed. Reviews are normally done every few years or as a client's current situation or life events change. Special client situations or changes in market conditions could also trigger additional reviews. Reviews are conducted by the IAR's.

Clients are furnished with updated net worth statements as often as desired. Other reports covering specific portions of their plan such as tax projections, estate planning, budgeting and cash flow may be provided periodically during the year at the request of the client.

ITEM 14 CLIENT REFERRALS AND OTHER COMPENSATION

A. Compensation from Third Parties

Not applicable. WMS does not receive compensation from third parties.

B. Compensation for Referrals

Not applicable. WMS does not compensate third parties for client referrals.

ITEM 15 CUSTODY

WMS has custody of client investment advisory accounts because WMS is authorized by our clients to deduct our portfolio development and monitoring fees directly from investment advisory accounts. WMS has procedures in place to ensure all client funds and securities are held at a qualified custodian such as Raymond James, or with respective mutual fund companies. The qualified custodian sends account statements directly to clients, at least, quarterly. Clients should carefully review these statements and are urged to compare any report provided by our IAR's against those received from the Custodians.

ITEM 16 INVESTMENT DISCRETION

WMS offers discretionary and non-discretionary portfolio development and monitoring services. Prior to us assuming discretionary trading authority over a client's account, the client shall be required to execute a discretionary investment advisory agreement, naming WMS as the client's attorney and agent in fact, granting authority to buy, sell, or otherwise effect investment transactions involving the assets in the client's name found in the discretionary account. Clients who engage WMS on a discretionary basis can, at any time, impose restrictions, in writing, on our discretionary authority. Please see Item 4 – Advisory Business, Section C.

Clients who choose to use our services on a non-discretionary advisory basis must be willing to accept that we cannot enter any transactions without obtaining prior written or verbal consent from the client. This raises the possibility that our actions and results for non-discretionary clients may vary from those of discretionary clients. This also means that likely a non-discretionary client will not be included in "block trades" and may therefore receive different prices than discretionary clients included in block trades for same day transactions in the same security.

ITEM 17 VOTING CLIENT SECURITIES

WMS investment advisory agreement specifically states that the firm does not have the authority vote any securities or proxies. Clients will receive their proxies or other solicitations directly from their custodians. Clients may contact WMS or their IAR to discuss any questions they may have about a solicitation.

ITEM 18 FINANCIAL INFORMATION

A. Balance Sheet

Not applicable. WMS does not require prepayment of fees of more than \$500 per client and six months or more in advance.

B. Financial Condition

Not applicable. WMS has no financial conditions that are reasonably likely to impair our ability to meet contractual commitments to clients.

C. Bankruptcy

Not Applicable. WMS has not been the subject of a bankruptcy petition.

ITEM 19 REQUIREMENTS FOR STATE-REGISTERED ADVISERS

A. Educational Background and Business Experience of Principal Officers

Please see the brochure supplement supplied in Part 2B.

B. Other Business Activities of Principal Officer

Please see the brochures supplement supplied in Part 2B

C. Performance Based Fees

Our IARs do not currently charge any performance based fees (fees based on a share of capital gains

or capital appreciation of the assets of a client).

D. Disciplinary Information

Our IARs are not subject to any arbitration claim or found liable in a civil, self-regulatory, or administrative proceeding.

E. Material Relationships with Issuers of Securities

Neither WMS nor our IARs have any relationship or arrangement with issuers of securities.

F. Professional Liability Insurance and Cyber Coverage

Wealth Management Solutions carries professional liability and cyber insurance coverage. Proof of coverage shall be provided to the client within 30 days upon receipt request.



Form ADV Part 2B – Individual Brochure Supplement

Wealth Management Solutions LLC

Stephen Stipe

CRD#2229770

15885 E. 470 Road
Claremore, OK 74017
Phone: 918-499-1700

Email: Stephen.Stipe@WealthMgtSolutions.net
www.WealthMgtSolutions.net

January 1, 2023

The brochure supplement provides information about Stephen Stipe that supplements the Wealth Management Solutions LLC's brochure. You should have received a copy of that brochure. Please contact Stephen Stipe if you did not receive Wealth Management Solutions LLC's brochure or if you have any questions about the contents of this supplement.

Additional information about Stephen Stipe is available on the SEC's website at www.adviserinfo.sec.gov.

ITEM 2 EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE

Stephen Stipe, Born 1968.

After graduating high school in Leander Texas, Stephen attended Austin Community College in Austin Texas. In 1990 he transferred to the University of Mary-Hardin Baylor (UMHB) in Belton Texas. He graduated in 1994 with a Bachelor's degree in Business Administration. He majored in Finance and Economics.

Stephen is the Treasurer of Stipe Construction Company. He receives no compensation and only works after-market hours.

Wealth Management Solutions LLC, Investment Adviser Representative and owner
July 2018 to Present

ITEM 3 DISCIPLINARY INFORMATION

Stephen does not have any disciplinary information to disclose.

ITEM 4 OTHER BUSINESS ACTIVITIES

A. Investment Related Activities

Insurance Agent: Stephen is licensed through the State of Oklahoma to sell Health, Life, Annuity and Long Term Care Insurance. Stephen spends 5 percent of his time severing in this role. Clients are not obligated to purchase insurance through Stephen. However, if clients decide to purchase insurance products through Stephen, clients will pay him a commission and he will receive trailing fees.

This registration as an IAR and/or insurance agent presents a conflict of interest. It is a conflict of interest because it provides an incentive to recommend products based on the commissions received. We mitigate this conflict by disclosing the relationship to our clients, by conducting our operations in accordance with our fiduciary duty and by following our firm's code of ethics.

ITEM 5 ADDITIONAL COMPENSATION

Stephen Stipe does not have any third-party arrangements which provide him with economic benefits for providing advisory services to clients, other than as described in Item 4 Other Business Activities.

ITEM 6 SUPERVISION

Wealth Management Solutions LLC monitors the advice of its representatives in several different ways

including email search and review, monitoring client paperwork and client agreements and random annual audits of client accounts. For questions or concerns, clients may contact Stephen Stipe the Chief Compliance Officer at Wealth Management Solutions LLC. He can be reached at our Bartlesville office at (918) 499-1700.

ITEM 7 REQUIREMENTS FOR STATE-REGISTERED ADVISERS

Stephen Stipe has not been involved in an award or found liable in any arbitration claim or in any civil, self-regulatory organization or administrative proceedings.

Stephen Stipe I has not been the subject of a bankruptcy petition.



Form ADV Part 2B – Individual Brochure Supplement

Wealth Management Solutions LLC

David Shoemith

CRD#2653959

401 S. Dewey, Suite 318
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www.WealthMgtSolutions.net

January 1, 2023

The brochure supplement provides information about David Shoemith that supplements the Wealth Management Solutions LLC's brochure. You should have received a copy of that brochure. Please contact Stephen Stipe if you did not receive Wealth Management Solutions LLC's brochure or if you have any questions about the contents of this supplement.

Additional information about David Shoemith is available on the SEC's website at www.adviserinfo.sec.gov.

ITEM 2 EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE

David Shoesmith, Born 1973.

David received his bachelor's degree in Finance with Insurance and Risk Management from Southwest Missouri State University (currently Missouri State University) in 1995. David earned his Chartered Financial Consultant (ChFC) designation in 2001 from the American College. The program consists of an eight course program and 16 hours of examination. The ChFC program focuses on the complete financial planning process as an organized way to collect and analyze information on a client's total financial situation; identify and establish specific goals; and formulate, implement and monitor a comprehensive plan to achieve those goals. The subject matter covered by the program includes financial planning, wealth accumulation and estate planning, income taxation, investment and retirement planning using stocks, bonds, and mutual funds.

David started his career as a Registered Representative in 1995 and has been specializing in fee-based asset management as a Registered Investment Advisor Representative since 2003. David's employment information is listed below.

Streeter, Moore & Stipe LLC, Investment Advisor Representative and partial owner
January 1999 to July 2018

Wealth Management Solutions LLC, Investment Adviser Representative
July 2018 to Present

ITEM 3 DISCIPLINARY INFORMATION

David does not have any disciplinary information to disclose.

ITEM 4 OTHER BUSINESS ACTIVITIES

A. Investment Related Activities

Insurance Agent: David is licensed through the State of Oklahoma to sell Health, Life, Annuity and Long Term Care Insurance. David spends 5 percent of his time severing in this role. Clients are not obligated to purchase insurance through David. However, if clients decide to purchase insurance products through David, clients will pay him a commission and he will receive trailing fees.

This registration as an IAR and/or insurance agent presents a conflict of interest. It is a conflict of interest because it provides an incentive to recommend products based on the commissions received. We mitigate this conflict by disclosing the relationship to our clients, by conducting our operations in accordance with our fiduciary duty and by following our firm's code of ethics.

ITEM 5 ADDITIONAL COMPENSATION

David Shoesmith does not have any third-party arrangements which provide him with economic benefits for providing advisory services to clients, other than as described in Item 4 Other Business Activities.

ITEM 6 SUPERVISION

Wealth Management Solutions LLC monitors the advice of its representatives in several different ways including email search and review, monitoring client paperwork and client agreements and random annual audits of client accounts. For questions or concerns, clients may contact Stephen Stipe the Chief Compliance Officer at Wealth Management Solutions LLC. He can be reached at our Bartlesville Office at (918) 499-1700.

ITEM 7 REQUIREMENTS FOR STATE-REGISTERED ADVISERS

David Shoesmith has not been involved in an award or found liable in any arbitration claim or in any civil, self-regulatory organization or administrative proceedings.

David Shoesmith has not been the subject of a bankruptcy petition.



Form ADV Part 2B – Individual Brochure Supplement

Wealth Management Solutions LLC

JoAnna McCall

CRD#3126628

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January 1, 2023

The brochure supplement provides information about JoAnna McCall that supplements the Wealth Management Solutions LLC's brochure. You should have received a copy of that brochure. Please contact Stephen Stipe if you did not receive Wealth Management Solutions LLC's brochure or if you have any questions about the contents of this supplement.

Additional information about JoAnna McCall is available on the SEC's website at www.adviserinfo.sec.gov.

ITEM 2 EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE

JoAnna McCall, Born 1954.

JoAnna became a Certified Financial Planner Practitioner in 1999. CFP® certificates must pass the comprehensive CFP® Certification Examination, pass CFP Board's *Candidate Fitness Standards*, agree to abide by CFP Board's *Code of Ethics and Professional Responsibility* which puts clients' interests first and comply with the *Financial Planning Practice Standards* which spell out what clients should be able to reasonably expect from the financial planning engagement.

JoAnna is an Independent Skincare Consultant for Roden & Fields since 2012. She works about 20 hours a week mostly after-market hours.

JoAnna has been a Certified Public Accountant since 1982. A Certified Public Accountant must be of good moral character, must submit to a national criminal history record check, must be a resident of Oklahoma, and must have graduated from an accredited four-year college or university with a major in accounting or with a non-accounting major supplemented by what the Oklahoma Accountancy Board determines to be the equivalent of an accounting major of any four-year college or university.

Wealth Management Solutions LLC, Investment Adviser Representative
July 2018 to Present

ITEM 3 DISCIPLINARY INFORMATION

JoAnna McCall does not have any disciplinary information to disclose.

ITEM 4 OTHER BUSINESS ACTIVITIES

A. Investment Related Activities

Insurance Agent: JoAnna is licensed through the State of Oklahoma to sell Health, Life, Annuity and Long Term Care Insurance. JoAnn spends 10 percent of her time severing in this role. Clients are not obligated to purchase insurance through JoAnna. However, if clients decide to purchase insurance products through JoAnna, clients will pay her a commission and she will receive trailing fees.

This registration as an IAR and/or insurance agent presents a conflict of interest. It is a conflict of interest because it provides an incentive to recommend products based on the commissions received. We mitigate this conflict by disclosing the relationship to our clients, by conducting our operations in accordance with our fiduciary duty and by following our firm's code of ethics.

ITEM 5 ADDITIONAL COMPENSATION

JoAnna receives compensation in the form of commissions from fixed annuities, long-term care insurance and other insurance products. She is also paid for tax return preparation. JoAnna does not

have any arrangements in which someone other than a client gives her an economic benefit for providing advisory services.

ITEM 6 SUPERVISION

Wealth Management Solutions LLC monitors the advice of its representatives in several different ways including email search and review, monitoring client paperwork and client agreements and random annual audits of client accounts. For questions or concerns, clients may contact Stephen Stipe the Chief Compliance Officer at Wealth Management Solutions LLC. He can be reached at our Bartlesville Office at (918) 499-1700.

ITEM 7 REQUIREMENTS FOR STATE-REGISTERED ADVISERS

JoAnna McCall has not been involved in an award or found liable in any arbitration claim or in any civil, self-regulatory organization or administrative proceedings.

JoAnna McCall has not been the subject of a bankruptcy petition.