

Introduction

Smith, Salley & Associates, LLC is registered with the US Securities and Exchange Commission as an Investment Adviser. You have a choice among different types of financial services professionals to assist you with your financial needs. Brokerage and investment advisory services and fees differ, and it is important for you to understand these differences. Free and simple tools are available to research firms and financial professionals at www.investor.gov/CRS, which also provides educational materials about broker-dealers, investment advisers, and investing.

What investment services and advice can you provide me?

We provide investment advisory services to retail investors. We specialize in holistic Wealth Management services, which include comprehensive Financial Planning combined with ongoing Portfolio Management. We also provide standalone Portfolio Management services if you do not require comprehensive services.

Financial Planning: Financial planning generally includes advice that addresses one or more areas of your financial situation, risk management, budgeting and cash flow controls, retirement planning, education funding, investment portfolio design and if needed, insurance evaluation, tax strategies and estate planning consultation.

Portfolio Management: At the outset of our relationship, we spend time with you to gain an understanding of your investment goals, risk tolerance and financial situation. Based on this information, we develop investment objectives and guidelines designed to meet your risk tolerance and future goals. We then implement your investment portfolio and provide ongoing management of your assets. We typically choose from a wide variety of investment types and we never recommend any proprietary products.

As part of our standard services, we regularly monitor your portfolio and continuously monitor the investments we recommend to our clients. We typically contact you at least annually to discuss your portfolio and update your investment objectives and guidelines. With some exceptions, we require a minimum portfolio value of \$500,000.

We will manage your investment portfolio on a discretionary basis, which means we will buy and sell securities in your account(s) without asking you in advance. You will sign an advisory agreement giving us this authority until either you or we terminate that agreement. You may place reasonable limitations on our authority, subject to our approval.

More detailed information on our services is available in our Form ADV Part 2A (our “Brochure”) in Items 4, 7, 13, and 16. We are here to help you and encourage you to ask us questions. For example, you might want to ask us:

- *Given my financial situation, should I choose an investment advisory service? Why or why not?*
- *How will you choose investments to recommend to me?*
- *What is your relevant experience, including your licenses, education and other qualifications? What do these qualifications mean?*

What fees will I pay?

Our Wealth Management Services and standalone Portfolio Management services fees are calculated as a percentage of assets we manage for you and charged quarterly in arrears.

In addition to the fees that we charge, your portfolio is subject to other expenses. For example, although our custodians offer commission-free trading for most securities, you may pay transaction costs for certain trades (i.e., when you buy or sell a security). Your account will also be subject to the custodian’s fees, and the internal fees imposed by mutual funds and exchange traded funds.

You will pay fees and costs whether you make or lose money on your investments. Fees and costs will reduce any amount of money you make on your investments over time. Please make sure you understand what fees and costs you are paying.

More information is available in our Form ADV Part 2A (our “Brochure”) in Items 5 and 12. We are happy to address fee arrangements in more detail with you. For example, you might want to ask:

- *Help me understand how these fees and costs might affect my investments. If I give you \$10,000 to invest, how much will go to fees and costs, and how much will be invested for me?*

What are your legal obligations to me when acting as my investment adviser? How else does your firm make money and what conflicts of interest do you have?

When we act as your investment adviser, we have to act in your best interest and not put our interest ahead of yours. At the same time, the way we make money creates some conflicts with your interests. You should understand and ask us about these conflicts because they can affect the investment advice we provide to you. Here are some examples to help you understand what this means.

- Our fees are based on the value of the assets we manage for you. We believe this fee structure aligns our interests with yours, since we earn more fees as the value of your portfolio increases. Nonetheless, this type of fee arrangement could also influence us to recommend that you deposit more assets in your account, which would increase our fees.
- We participate in client referral programs offered by TD Ameritrade Institutional (“TD Ameritrade”) and Fidelity Institutional Wealth Services (“Fidelity”). Our participation in these referral programs raises potential conflicts of interest. TD Ameritrade and Fidelity will most likely refer clients to investment advisers that encourage their clients to custody their assets with them and whose client accounts are profitable to them. Consequently, in order to obtain client referrals from TD Ameritrade or Fidelity, we have an incentive to recommend to clients that the assets under our management be held in custody with them and to place transactions for client accounts with them.
- Because of the more limited volatility of bonds (compared to equities) and lower trade activity, our fee to manage bond portfolios is lower than our fee to manage equity portfolios. For these reasons, we charge you a lower fee on bond portfolios we manage for you. However, this fee differential also creates a potential conflict of interest because it could influence us to recommend the services that offer a higher level of compensation.

As a registered investment adviser, we are held to what is known as a fiduciary standard, which covers our entire investment advisory relationship with you. The standard requires our constant commitment to our duty of loyalty and care to you, our client. As a fiduciary, we must eliminate any conflicts of interest or tell you about them in a way you can understand, so that you can decide whether to agree to them.

More information is available in our Form ADV Part 2A (our “Brochure”) in Items 11 and 12. Please ask us:

- *How might your conflicts of interest affect me, and how will you address them?*

How do your financial professionals make money?

Our financial professionals are paid a salary and may receive additional compensation based on the profitability of the firm. Financial professionals who are owners of the firm receive their share of corporate distributions based on firm profits. The receipt of compensation based on revenue or profits could influence us to recommend that you increase the assets that we manage.

None of our financial professionals earn any type of commission (e.g., product sales commissions or revenue from securities bought or sold).

Do you or your financial professionals have a legal or disciplinary history?

No. We encourage you to visit www.Investor.gov/CRS for a free and simple search tool to research us and our financial professionals. You might want to ask us:

- *As a financial professional, do you have any disciplinary history? For what type of conduct?*

Additional information

Please refer to our Brochure for more details on our investment advisory services and other topics. Please call us at (336) 379-7556 or email brian@smith-salley.com to request up-to-date information and a copy of the Client Relationship Summary and/or Brochure. We encourage you to ask:

- *Who is my primary contact person? Is he or she a representative of an investment adviser or broker dealer? Who can I talk to if I have concerns about how this person is treating me?*