

Firm Brochure

(Part 2A of Form ADV)



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This brochure provides information about the qualifications and business practices of Financial Planning Center, LLP. Being registered as a registered investment adviser does not imply a certain level of skill or training. If you have any questions about the contents of this brochure, please contact us at 931-358-3961 or by email at nick@fpc.money. 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.

Additional information about Financial Planning Center, LLP (IARD#143829) is available on the SEC's website at www.adviserinfo.sec.gov

January 12th, 2024

Item 2: Material Changes

Annual Update

The Material Changes section of this brochure will be updated annually or when material changes occur since the previous release of the Firm Brochure.

Material Changes since the Last Update

This update is in accordance with the required annual update for Investment Advisors. Since the last filing of this brochure on February 23, 2023, there have been the following material changes:

- Entire document updated to replace the term 'solicitor', and like terms, when referring to a TPM relationship.
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Full Brochure Available

Whenever you would like to receive a complete copy of our Firm Brochure, please contact us by telephone at 931-358-3961 or by email at nick@fpc.money.

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Item 4: Advisory Business

Firm Description

Financial Planning Center, LLP, (“FPC”) was founded in 2007. Nicholas H. Meriwether and Cathryn P. Meriwether each own 50% of the business. Cathryn P. Meriwether, however, is a silent partner in the business. The business is operated by Nicholas H. Meriwether.

FPC provides personalized confidential financial planning and makes referrals for third party investment managers to individuals. Advice is provided through consultation with the client and may include: determination of financial objectives, identification of financial problems, cash flow management, tax planning, insurance review, investment management, education funding, retirement planning, and estate planning.

FPC is a fee based financial planning and investment management firm. The firm does not sell annuities, insurance, stocks, bonds, mutual funds, limited partnerships, or other commissioned products. The firm’s Partners are affiliated with entities that sell insurance products.

Investment advice is provided, with the client making the final decision on investment selection. FPC does not act as a custodian of client assets.

An evaluation of each client's initial situation is provided to the client, often in the form of a net worth statement or risk analysis. Periodic reviews are also communicated to provide reminders of the specific courses of action that need to be taken. More frequent reviews occur but are not necessarily communicated to the client unless immediate changes are recommended.

Other professionals (e.g., lawyers, accountants, insurance agents, etc.) are engaged directly by the client on an as-needed basis. Conflicts of interest will be disclosed to the client in the event they should occur.

Types of Advisory Services

FINANCIAL PLANNING AND CONSULTING

If financial planning services are applicable, the client will compensate FPC on a negotiable fixed fee or an hourly fee basis described in detail under “Fees and Compensation” section of this brochure. Services include but are not limited to a thorough review of all applicable topics including Wills, Estate Plan/Trusts, Investments, Taxes, and Insurance. If a conflict of interest exists between the interests of the investment advisor and the interests of the client, the client is under no obligation to act upon the investment advisor’s recommendation. If the client elects to act on any of the recommendations, the client is under no obligation to effect the transaction through FPC. Financial plans will be completed and delivered inside of six (6) months. Clients may terminate advisory services with thirty (30) days written notice.

REFERRAL ARRANGEMENTS

FPC recommends the services of third-party money managers to manage client accounts. In such circumstances, FPC receives referral fees from the third party money manager. FPC acts as the liaison between the client and the third-party money manager in return for an ongoing portion of the advisory fees charged by the third-party money manager. FPC helps the client complete the necessary paperwork of the third party money manager, provides ongoing services to the client, will provide the third party money manager with any changes in client status as provided to FPC by the client and review the quarterly statements provided by the third party money manager. FPC will deliver the Form ADV Part 2, Privacy Notice and Referral

Disclosure Statement of the third-party money manager. Clients placed with third party money managers will be billed in accordance with the third party money manager's fee schedule which will be disclosed to the client prior to signing an agreement. This is detailed in Item 10 of this brochure.

Client Tailored Services and Client Imposed Restrictions

The goals and objectives for each client are documented in our client files. Investment strategies are created that reflect the stated goals and objective. Clients may impose restrictions on investing in certain securities or types of securities.

Agreements may not be assigned without client consent.

Wrap Fee Programs

FPC does not participate in wrap fee programs.

Client Assets under Management

FPC does not manage client assets.

Item 5: Fees and Compensation

Method of Compensation and Fee Schedule

FINANCIAL PLANNING and CONSULTING

Prior to the planning process the client will be provided an estimated plan fee. Client will pay nothing to start with the balance payable after ninety (90) days. Client may cancel at any time during the ninety (90) days with no cost or obligation. Services are completed and delivered inside of ninety (90) days.

FIXED FEES

Financial Planning Services are offered based on a negotiable fixed fee with a maximum fee of \$2,500 based on complexity and unique client needs.

HOURLY FEES

Financial Planning Services are offered based on an hourly fee of \$200 per hour.

REFERRAL FEES

FPC at times will utilize the services of Third-Party Money Managers and receive a referral fee for referring clients. FPC will be paid a portion of the advisory fee paid to the third-party money manager. The client will not pay additional advisory fees to the third-party money manager for these services. This is detailed in Item 10 of this brochure.

Client Payment of Fees

Fees for financial plans are due upon delivery of the financial plan.

Additional Client Fees Charged

Custodians may charge transaction fees on purchases or sales of certain mutual funds, equities and exchange-traded funds. These charges may include Mutual Fund transactions fees, postage and handling and miscellaneous fees (fee levied to recover costs associated with fees assessed by self-regulatory organizations). The selection of the security is more important than the nominal fee that the custodian charges to buy or sell the security.

For more details on the brokerage practices, see Item 12 of this brochure.

Prepayment of Client Fees

FPC does not bill clients in advance.

External Compensation for the Sale of Securities to Clients

FPC does not receive any external compensation for the sale of securities to clients, nor do any of the investment advisor representatives of FPC.

Item 6: Performance-Based Fees

Sharing of Capital Gains

Fees are not based on a share of the capital gains or capital appreciation of managed securities.

FPC does not use a performance-based fee structure because of the conflict of interest. Performance-based compensation may create an incentive for the adviser to recommend an investment that may carry a higher degree of risk to the client.

Item 7: Types of Clients

Description

FPC generally provides investment advice to individuals. Client relationships vary in scope and length of service.

Account Minimums

FPC does not require a minimum to open an account.

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

Methods of Analysis

Security analysis methods used by Third Party Money Managers may include fundamental analysis, technical analysis, and cyclical analysis. Investing in securities involves risk of loss that clients should be prepared to bear. Past performance is not a guarantee of future returns.

When creating a financial plan, FPC utilizes fundamental analysis to provide review of insurance policies for economic value and income replacement. Technical analysis is used to review mutual funds and individual stocks. The main sources of information include Morningstar, client documents such as tax returns and insurance policies.

In developing a financial plan for a client, FPC's analysis may include cash flow analysis, investment planning, risk management, tax planning and estate planning. Based on the information gathered, a detailed strategy is tailored to the client's specific situation.

The main sources of information include financial newspapers and magazines, research materials prepared by others, corporate rating services, annual reports, prospectuses, and filings with the Securities and Exchange Commission.

Investment Strategy

The investment strategy for a specific client is based upon the objectives stated by the client during consultations. The client may change these objectives at any time. Each client executes an Investment Policy Statement or Risk Tolerance that documents their objectives and their desired investment strategy.

Other strategies may include long-term purchases, short-term purchases, trading, and option writing (including covered options, uncovered options or spreading strategies).

Security Specific Material Risks

All investment programs have certain risks that are borne by the investor. Fundamental analysis may involve interest rate risk, market risk, business risk, and financial risk. Risks involved in technical analysis are inflation risk, reinvestment risk, and market risk. Cyclical analysis involves inflation risk, market risk, and currency risk.

Our investment approach constantly keeps the risk of loss in mind. Investors face the following investment risks and should discuss these risks with FPC:

The specific risks associated with financial planning include:

- Risk of Loss
 - Client fails to follow the recommendations of FPC resulting in market loss
 - Client has changes in financial status or lifestyle and therefore plan recommendations are no longer valid

The risks associated with utilizing Third Party Money Managers (“TPM”) include:

- Manager Risk
 - TPM fails to execute the stated investment strategy
- Business Risk
 - TPM has financial or regulatory problems
- The specific risks associated with the portfolios of the TPM’s which is disclosed in the TPM’s Form ADV Part 2.

Item 9: Disciplinary Information

Criminal or Civil Actions

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

Administrative Enforcement Proceedings

In March of 2021, FPC and Nicholas Meriwether entered into a Consent Order and fine of \$7,500 from the Securities Division of the Tennessee Department of Commerce and Insurance for failing to meet minimum net worth requirements, not having signed client agreements for financial planning, failure to establish and enforce written policies and procedures to maintain compliance as a solicitor firm and for the monitoring of employees. Specifically, failure to obtain required client acknowledgements.

Self-Regulatory Organization Enforcement Proceedings

The firm and its management have not been involved in legal or disciplinary events related to past or present investment clients.

Item 10: Other Financial Industry Activities and Affiliations

Broker-Dealer or Representative Registration

Neither FPC nor any of its employees are registered representatives of a broker-dealer.

Futures or Commodity Registration

Neither FPC nor its employees are registered or have an application pending to register as a futures commission merchant, commodity pool operator, or a commodity trading advisor.

Material Relationships Maintained by this Advisory Business and Conflicts of Interest

Nicholas Meriwether has a financial affiliated business as a licensed insurance agent. From time to time, he offers clients advice or products from those activities.

This practice represents a conflict of interest because it gives him an incentive to recommend products based on the commission amount received. This conflict is mitigated by disclosures, procedures, and the firm's Fiduciary obligation to place the interest of the client first and the clients are not required to purchase any products. Clients have the option to purchase these products through another insurance agent of their choosing.

Recommendations or Selections of Other Investment Advisors and Conflicts of Interest

FPC may at times utilize the services of Third Party Money Managers to manage client accounts. In such circumstances, FPC will share in the Third Party asset management fee. This situation creates a conflict of interest. However, when referring clients to a third party money manager, the client's best interest will be the main determining factor of FPC. These fees do not include brokerage fees that may be assessed by the custodial broker dealer. Fees for these services will be based on a percentage of assets under management not to exceed any limit imposed by any regulatory agency. The final fee schedule will be attached to Exhibit D in FPC's Investment Advisory Agreement.

REFERRAL FEES

FPC has entered into a Referral Agreement with Gradient Investments, LLC ("GI"). GI is a Registered Investment Advisor that provides investment portfolio advice and supervisory services.

The relationship between FPC and the Third Party Money Manager will be disclosed to the client in writing prior to commencement of the services. FPC does not charge additional management fees for Third Party managed account services. Client's signature is required to confirm consent for services within Third Party Investment Agreement. Client will initial FPC's Investment Advisory Agreement to acknowledge receipt of Third Party fee Schedule and required documents including Form ADV Part 2 disclosures.

Gradient Investments, LLC ("GI")

GI offers an actively managed program of mutual fund and stock portfolios. The fee will be disclosed to the client in the Investment Advisory Agreement and is negotiable. The client fee for these services will be based on a percentage of assets under management as follows:

STRATEGIC PORTFOLIOS			
	Annual Fee	GI	FPC
All Assets	1.80%	0.80%	1.00%

TACTICAL PORTFOLIOS			
	Annual Fee	GI	FPC
All Assets	1.70%	0.70%	1.00%

Traditionally, GI's Tactical Portfolio was billed with a max annual fee of 2.00%. Since GI is the sub-advisor to the Tactical Portfolio and will receive an annual fee of 0.20% from the ETF, GI has reduced its annual fee of the Tactical Portfolio so as not to double dip.

For example, a Client investing \$100,000 in the GI Tactical portfolio prior to November 2022 would pay an annual fee to GI of \$2,000 or $\$100,000 \times 2.00\% = \mathbf{\$2,000}$. After November 2022 the same client would pay GI an annual fee of \$1,700 or $\$100,000 \times 1.70\% = \$1,700$ and pay the internal fees of \$200 or $\$100,000 \times 0.20\% = \200 . For a total of $\$1,700 + \$200 = \mathbf{\$1,900}$.

ALLOCATION & DEFINED OUTCOME PORTFOLIOS			
	Annual Fee	GI	FPC
All Assets	1.60%	0.60%	1.00%

PRESERVATION PORTFOLIOS			
	Annual Fee	GI	FPC
All Assets	1.00%	0.40%	0.60%

CLIENT DIRECTED ACCOUNTS			
	Annual Fee	GI	FPC
All Assets	\$300	\$300	\$0

For Client Directed Accounts (CDA), GI will assist in the opening, closing and transferring of accounts. GI will not have discretion at any time on these accounts. Client is solely responsible for the assets held within the accounts and their values which could increase or decrease (potential loss of principal). GI will not execute trades in CDA accounts. GI exceptions will be made for withdrawals to client or assets transferred into a GI managed portfolio. GI will also provide performance reporting on these accounts and can furnish 3rd party analysis reports per the client's request. Similar services may be available through other sources for a lower fee.

These are flat fee schedules, the entire portfolio is charged the same asset management fee.

Example:

Portfolio	Calculation	Quarterly Fee
Strategic Portfolio:	$(\$750,000 \times 1.80\%) \times (91/365)$	\$3,272.26
Tactical Portfolio:	$(\$750,000 \times 1.70\%) \times (91/365)$	\$3,178.77
Allocation & Defined Outcome Portfolio:	$(\$750,000 \times 1.60\%) \times (91/365)$	\$2,991.78
Preservation Portfolio:	$(\$750,000 \times 1.0\%) \times (91/365)$	\$1,869.86

Fee Calculation: (Quarter End Value x Annual Fee %) x (Days in Quarter/Days in Year) + **\$15 Quarterly Service Fee***

* The \$15 Quarterly Service Fee is the technology fee charged per account or investment strategy for performance and other reporting. This fee is disclosed in our ADV Part 2A (Item 5: Fees and Compensation) and in our Investment Proposal and Contract (Schedule D: Schedule of Fees).

The above fees are negotiable. Fees are assessed quarterly in arrears based on the amount of the assets managed as of the end of the previous quarter. All management fees are withdrawn

from the Client's account unless otherwise noted. GI will receive written authorization from the Client to deduct advisory fees from their account held by a qualified custodian. GI will pay Advisor their share of the fees. Advisor does not have access to deduct Client fees. Clients may terminate their account within five (5) business days of signing the investment advisory agreement without penalty or obligation. For terminations after the initial five business days, GI will be entitled to a pro-rata fee for the days service was provided in the final quarter. GI will pay Advisor their portion of the final fee.

Incentive Program - GI

In addition to the regular advisory fee, GI has instituted a long-term incentive arrangement by which FPC can share in GI's portion of the management fee. This does not change the cost to the client; it is a sharing arrangement paid from GI's portion of the advisory fee. The incentive arrangement will be paid annually according to the following table:

FPC quarterly AUM with GI	Participation rate in GI's fee
\$10,000,000	3.00%
\$25,000,000	10.00%
\$50,000,000	12.50%
\$75,000,000	15.00%

Once FPC reaches and maintains the thresholds listed above, the participation rate applies to all of the AUM for the quarter.

To receive the incentive award, FPC needs to meet two qualifications. First, the quarter end billable AUM must be above the threshold amounts specified. Second, FPC must be an advisor "in good standing" with GI at the time the annual checks are issued. "In good standing" means the advisor is proactively placing assets with GI.

This relationship will be disclosed to the client in each contract between FPC and Third Party Money Manager. FPC does not charge additional management fees for Third Party managed account services. Client's signature is required to confirm consent for services within Third Party Investment Agreement. Client will initial FPC's Investment Advisory Agreement to acknowledge receipt of Third Party fee Schedule and required documents including ADV Part 2 disclosures.

Absolute Capital Management, LLC ("ACM")

ACM offers investment advisory services to clients recommended by FPC. Fees for services are collected in advance and will be automatically deducted from the client's account. These fees are calculated as a percentage of the market value of the assets in the account as reported by the custodian as of the last day of the month immediately prior to the billing cycle. Additional fees may be charged by ACM on unmanaged assets that are held in the accounts. ACM will pay a portion of the advisory fee to FPC. Clients introduced by FPC are not charged a different fee than other clients of Absolute not introduced by FPC.

The fees for these services are based on the fee schedules below:

Absolute Capital Fee Schedule			
Model	Maximum Annual Advisory Fee	ACM Retention	FPC Retention
Qualified (such as 403(b))	2.00%	0.50%	Up to 1.50%
Self-directed	2.00%	0.40%	Up to 1.60%

Client's signature is required to confirm consent for services within the agreement with ACM. Client will initial FPC's Investment Advisory Agreement to acknowledge receipt of the fee arrangement and required documents including ACM's Form ADV Part 2 disclosures.

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

Code of Ethics Description

The employees of FPC have committed to a Code of Ethics ("Code"). The purpose of our Code is to set forth standards of conduct expected of FPC employees and addresses conflicts that may arise. The Code defines acceptable behavior for employees of FPC. The Code reflects FPC and its supervised persons' responsibility to act in the best interest of their client.

One area which the Code addresses is when employees buy or sell securities for their personal accounts and how to mitigate any conflict of interest with our clients. We do not allow any employees to use non-public material information for their personal profit or to use internal research for their personal benefit in conflict with the benefit to our clients.

FPC's policy prohibits any person from acting upon or otherwise misusing non-public or inside information. No advisory representative or other employee, officer or director of FPC may recommend any transaction in a security or its derivative to advisory clients or engage in personal securities transactions for a security or its derivatives if the advisory representative possesses material, non-public information regarding the security.

FPC's Code is based on the guiding principle that the interests of the client are our top priority. FPC's officers, directors, advisors, and other employees have a fiduciary duty to our clients and must diligently perform that duty to maintain the complete trust and confidence of our clients. When a conflict arises, it is our obligation to put the client's interests over the interests of either employees or the company.

The Code applies to "access" persons. "Access" persons are employees who have access to non-public information regarding any clients' purchase or sale of securities, or non-public information regarding the portfolio holdings of any reportable fund, who are involved in making securities recommendations to clients, or who have access to such recommendations that are non-public.

The firm will provide a copy of the Code of Ethics to any client or prospective client upon request.

Investment Recommendations Involving a Material Financial Interest and Conflict of Interest

FPC and its employees do not recommend to clients securities in which we have a material financial interest.

Advisory Firm Purchase of Same Securities Recommended to Clients and Conflicts of Interest

FPC and its employees may buy or sell securities that are also held by clients. In order to mitigate potential conflicts of interest such as heading away of client trades, employees are required to disclose all reportable securities transactions as well as provide FPC with copies of their brokerage statements.

The Chief Compliance Officer of FPC is Nick Meriwether. He reviews all employee trades each quarter. The personal trading reviews ensure that the personal trading of employees does not affect the markets and that clients of the firm receive preferential treatment over employee transactions.

Client Securities Recommendations or Trades and Concurrent Advisory Firm Securities Transactions and Conflicts of Interest

FPC does not maintain a firm proprietary trading account and does not have a material financial interest in any securities being recommended and therefore no conflicts of interest exist. However, employees may buy or sell securities at the same time they buy or sell securities for clients. In order to mitigate conflicts of interest such as front running, employees are required to disclose all reportable securities transactions as well as provide FPC with copies of their brokerage statements.

The Chief Compliance Officer of FPC is Nick Meriwether. He reviews all employee trades each quarter. The personal trading reviews ensure that the personal trading of employees does not affect the markets and that clients of the firm receive preferential treatment over employee transactions.

Item 12: Brokerage Practices

Factors Used to Select Broker-Dealers for Client Transactions

Advisor does not select broker-dealers for client transactions.

- *Directed Brokerage*
FPC utilizes Third Party Money Managers and therefore it does not take direction from clients as to what broker-dealer to use.
- *Best Execution*
Investment advisors who manage or supervise client portfolios on a discretionary basis have a fiduciary obligation of best execution. FPC does not exercise discretion of client accounts.
- *Soft Dollar Arrangements*
FPC does not have any soft dollar arrangements.

Aggregating Securities Transactions for Client Accounts

FPC does not trade for its or its client's accounts and therefore aggregation of securities transactions is not applicable.

Item 13: Review of Accounts

Schedule for Periodic Review of Client Accounts or Financial Plans and Advisory Persons Involved

Account reviews are performed quarterly by Nicholas Meriwether. Account reviews are performed more frequently when market conditions dictate. Financial Plans are considered complete when recommendations are delivered to the client and a review is done only upon request of client.

Review of Client Accounts on Non-Periodic Basis

Other conditions that may trigger a review of clients' accounts are changes in the tax laws, new investment information, and changes in a client's own situation.

Content of Client Provided Reports and Frequency

Clients receive written account statements no less than quarterly for managed accounts. Account statements are issued by the Third Party Money Manager's custodian. Client receives confirmations of each transaction in account from Custodian and an additional statement during any month in which a transaction occurs.

Item 14: Client Referrals and Other Compensation

Economic Benefits Provided to the Advisory Firm from External Sources and Conflicts of Interest

FPC receives a portion of the annual management fees collected by the Third Party Money Managers to whom FPC refers clients. In addition, financial consultants may be eligible for cash and non-cash compensation including bonuses, recognition trips and other benefits. Some of these programs may be financed in whole or in part by unaffiliated third parties, including third party money managers, which may influence some representatives to favor those managers. See the prior sections entitled "Fees and Compensation" and "Other Financial Industry Activities and Affiliations" for more details regarding compensation and conflicts of interests.

This situation creates a conflict of interest because FPC and/or its Investment Advisor Representative have an incentive to decide what Third Party Money Managers to use because of the higher referral fees to be received by FPC. However, when referring clients to a third party money manager, the client's best interest will be the main determining factor of FPC.

FPC's investment advisor representatives may receive certain benefits from Gradient Investments, LLC (and/or its affiliated companies) based on achieving certain production thresholds. These thresholds are not based on the sale of any specific product or specific product type. These incentives include marketing assistance, access to technology, office support, and business trainings and trips. While some of these benefit the client, such as technology and training, some do not. This creates a conflict of interest because it gives an incentive to the representative to meet this threshold. This conflict is mitigated by disclosures, procedures and the firm's fiduciary obligation to place the best interest of the Client first. Clients are not required to use Gradient Investments, LLC or any of its affiliated companies.

Advisory Firm Payments for Client Referrals

FPC does not compensate for client referrals.

Item 15: Custody

Account Statements

All assets are held at qualified custodians, which means the custodians provide account statements directly to clients at their address of record at least quarterly. Clients are urged to compare the account statements received directly from their custodians to the performance report statements prepared by Third Party Money Managers.

FPC is deemed to have constructive custody solely because advisory fees are directly deducted from client's account by the custodian on behalf of FPC.

Item 16: Investment Discretion

Discretionary Authority for Trading

FPC does not have discretionary authority.

Item 17: Voting Client Securities

Proxy Votes

FPC does not vote proxies on securities. Clients are expected to vote their own proxies. The client will receive their proxies directly from the custodian of their account or from a transfer agent.

When assistance on voting proxies is requested, FPC will provide recommendations to the client. If a conflict of interest exists, it will be disclosed to the client.

Item 18: Financial Information

Balance Sheet

A balance sheet is not required to be provided because FPC does not serve as a custodian for client funds or securities and FPC does not require prepayment of fees of more than \$500 per client and six months or more in advance.

Financial Conditions Reasonably Likely to Impair Advisory Firm's Ability to Meet Commitments to Clients

FPC has no condition that is reasonably likely to impair our ability to meet contractual commitments to our clients.

Bankruptcy Petitions during the Past Ten Years

Neither FPC nor any affiliated person has any bankruptcies to report within the last ten years.

Item 19: Requirements for State Registered Advisors

Principal Executive Officers and Management Persons

Principal Executive Officer

Nicholas Meriwether

The education and business background for Nicholas Meriwether can be found in the Part 2B of this Brochure.

Outside Business Activities

The outside business activities for Nicholas Meriwether can be found in the Part 2B of this Brochure.

Performance Based Fee Description

Nicholas Meriwether does not receive any performance-based fees.

Disclosure of Material Facts Related to Arbitration or Disciplinary Actions Involving Management Persons

In March of 2021, FPC and Nicholas Meriwether entered into a Consent Order and fine of \$7,500 from the Securities Division of the Tennessee Department of Commerce and Insurance for failing to meet minimum net worth requirements, not having signed client agreements for financial planning, failure to establish and enforce written policies and procedures to maintain compliance as a referral firm and for the monitoring of employees. Specifically, failure to obtain required client acknowledgements.

Material Relationship Maintained by this Advisory Business or Management persons with Issuers of Securities

There are no material relationships with issuers of securities to disclose.

Principal Executive Officer

Cathryn P. Meriwether

- Year of birth: 1963

Educational Background and Business Experience

Educational Background:

- Austin Peay State University; Bachelor of Science - Education; 1997

Business Experience:

- Financial Planning Center, LLP; Owner/Silent Partner; 12/2019-Present
- First Learners; Pre-School Teacher; 09/2018-09/2019

Outside Business Activities

Cathryn Meriwether has no outside business activities to disclose.

Performance Based Fee Description

Cathryn Meriwether does not receive any performance-based fees.

Disclosure of Material Facts Related to Arbitration or Disciplinary Actions Involving Management Persons

A. Neither FPC nor its management have been involved in an arbitration claim alleging damages in excess of \$2,500 involving any of the following:

1. An investment or an investment-related business or activity;
2. Fraud, false statement(s) or omissions;
3. Theft, embezzlement or other wrongful taking of property;
4. Bribery, forgery, counterfeiting, or extortion;
5. Dishonest, unfair or unethical practices.

B. Neither FPC nor its management have been found liable in a civil, self-regulatory organization, or administrative proceeding involving any of the following:

1. An investment or an investment-related business or activity;
2. Fraud, false statement(s) or omissions;
3. Theft, embezzlement or other wrongful taking of property;
4. Bribery, forgery, counterfeiting, or extortion;

5. Dishonest, unfair or unethical practices.

Material Relationship Maintained by this Advisory Business or Management persons with Issuers of Securities

There are no material relationships with issuers of securities to disclose.

Supervised Person Brochure

Part 2B of Form ADV

Nicholas Meriwether, ChFC[®], CLU[®], CASL[®], RICP[®]



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This brochure supplement provides information about Nicholas Meriwether that supplements the Financial Planning Center, LLP's brochure. You should have received a copy of that brochure. Please contact Nicholas Meriwether if you did not receive Financial Planning Center, LLP's brochure or if you have any questions about the contents of this supplement.

Additional information about Nicholas Meriwether (IARD#2662817) is available on the SEC's website at www.adviserinfo.sec.gov.

DRAFT

Principal Executive Officers and Management Persons

Nicholas Meriwether, ChFC®, CLU®, CASL®, RICP®

- Year of birth: 1960

Item 2 - Educational Background and Business Experience

Educational Background:

- The American College; ChFC®, CLU®, CASL®, RICP®

Business Experience:

- Financial Planning Center, LLP; Owner/Chief Compliance Officer; 12/2019-Present
- Financial Planning Center, LLP; Partner/Financial Planner; 01/2008-Present
- Self Employed; Insurance Agent; 01/1980-Present
- A&M Brokerage, LLP; Partner; 12/2007-12/2019
- Evolve Securities, Inc.; Mass Transfer; 05/2006-11/2007

Professional Certifications

Employees have earned certifications and credentials that are required to be explained in further detail.

Chartered Financial Consultant (ChFC®): Chartered Financial Consultants are licensed by the American College to use the ChFC mark. ChFC certification requirements:

- Complete ChFC coursework within five years from the date of initial enrollment
- Pass the exams for all required elective courses. You must achieve a minimum score of 70% to pass.
- Meet the experience requirements: Three years of business experience immediately preceding the date of use of the designation are required. An undergraduate or graduate degree from an accredited educational institution qualifies as one year of business experience.
- Take the Professional Ethics Pledge.
- When you achieve your ChFC designation, you must earn your recertification every two years.

Chartered Life Underwriter (CLU®): Chartered Life Underwriter is a designation granted by the American College. CLU® designation requirements:

- Successfully complete CLU® coursework: five required and three elective courses.
- Meet the experience requirements: Three years of business experience immediately preceding the date of the use of the designation are required. An undergraduate or graduate degree from an accredited education institution qualifies as one year of business experience.
- Take the Professional Ethics Pledge.
- When you achieve the CLU® designation, you must complete 30 hours of continuing education credit every two years.

Chartered Advisor for Senior Living (CASL®): Chartered Advisor for Senior Living® credentials are awarded by The American College. The requirements are:

- Achieving the experience requirements for The College's CLUB®, ChFC®, RHU®, and CLF® designations, OR
- Advising clients on financial and/or practical matters relating to their retirement years or on issues dealing with aging for at least three of the five years preceding the awarding of the designation. The same rules for part-time qualifying experience count for this type of work experience as count toward the CLU® and ChFC® designations.
- Adhere to The College's Code of Ethics and Procedures

Complete 15 hours of continuing education every two years with the additional condition that at least 10 of these hours should be in course work directly related to the course work required to obtain this designation.

Retirement Income Certified Professional® (RICP®) certification: certification is awarded by The American College of Financial Services, candidates must:

- Complete RIPC® coursework within five months from the date of initial enrollment.
- Complete three in-depth online courses.
- Meet the experience requirements: Three years of full-time business experience within the five years preceding the date of the award. An undergraduate or graduate degree from an accredited educational institution qualifies as one year of business experience.
- Sign and agree to abide by a Code of Ethics.
- Pass an exam administered by Pearson VUE Testing Center. Minimum test score 70%.
- When you achieve the RICP® designation, you are subject to the PACE Recertification Program earning 15 credit hours of educational activities in subject matter that is acceptable to PACE Recertification every two years.

Item 3 - Disciplinary Information

See Item 7 below.

Item 4 - Other Business Activities

Nicholas Meriwether has a financial industry affiliated business as an insurance agent. From time to time, he offers clients advice or products from those activities. Clients are not required to purchase any products.

This practice represents a conflict of interest because it gives an incentive to recommend products based on the commission amount received. This conflict is mitigated by disclosures, procedures, and the firm's Fiduciary obligation to place the interest of the client first and the clients are not required to purchase any products. Clients have the option to purchase these products through another insurance agent of their choosing.

Item 5 - Additional Compensation

Mr. Meriwether receives additional compensation in his capacity as an insurance agent, but he does not receive any performance-based fees.

Nicholas Meriwether may receive certain benefits from Gradient Investments, LLC (and/or its affiliated companies) based on achieving certain production thresholds. These thresholds are not based on the sale of any specific product or specific product type. These incentives include marketing assistance, access to technology, office support, and business trainings and trips. While some of these benefit the client, such as technology and training, some do not. This creates a conflict of interest because it gives an incentive to the representative to meet this threshold. This conflict is mitigated by disclosures, procedures and the firm's fiduciary obligation to place the best interest of the Client first. Clients are not required to use Gradient Investments, LLC, or any of its affiliated companies.

Item 6 - Supervision

As Owner and Chief Compliance Officer of FPC, Mr. Meriwether is responsible for all supervision, formulation and monitoring of investment advice offered to clients. He will adhere to the policies and procedures as described in the firm's Compliance Manual.

Item 7 - Requirements for State-Registered Advisors

Arbitration Claims: None to report.

Self-Regulatory Organization or Administrative Proceeding: In March of 2021, FPC and Nicholas Meriwether entered into a Consent Order and fine of \$7,500 from the Securities Division of the Tennessee Department of Commerce and Insurance for failing to meet minimum net worth requirements, not having signed client agreements for financial planning, failure to establish and enforce written policies and procedures to maintain compliance as a solicitor firm and for the monitoring of employees. Specifically, failure to obtain required client acknowledgements.

Bankruptcy Petition: None to report.