

## **Item 1 – Introduction**

Portfolio Advisors, Inc. (“PAI”, “we” or “us”) is registered with the Securities and Exchange Commission (“SEC”) as a Registered Investment Adviser (“RIA”). As an RIA, our services and compensation structure differ from that of a registered broker-dealer, and it is important for you to understand the differences. Free and simple tools are available to research firms and financial professionals at [Investor.gov/CRS](https://investor.gov/CRS). The site also provides educational materials about broker-dealers, investment advisers and investing.

## **Item 2 – Relationships and Services**

### *What investment services and advice can you provide me?*

We provide investment advisory services, including non-discretionary investment management and financial planning and consulting services to individuals, high net worth individuals, trusts, and estates (our “retail investors”).

When a retail investor engages us to provide investment management services we shall monitor, on a continuous basis, the investments in the accounts over which we have investment authority as part of our investment management service. Furthermore, when engaged on a non-discretionary basis, we shall monitor the client’s account(s) and make recommendations to buy, sell, trade and allocate the investments within such account(s) consistent with the client’s investment objectives, but the retail investor makes the ultimate decision regarding the purchase or sale of investments. Our management authority over your account(s) shall continue until our engagement is terminated.

Our investment management services typically also include financial planning and consulting services. When we provide financial planning and consulting services, we rely upon the information provided by the client and do not verify or monitor any such information while providing these services. Our financial planning and consulting services are completed upon the communication of our recommendations to the retail investor.

We do not limit the scope of our investment advisory services to proprietary products or a limited group or type of investment.

We generally require a minimum annual investment advisory fee of \$3,000, which may be waived or reduced at our sole discretion. We generally do not require a minimum account size.

**Additional Information:** For more detailed information about our *Advisory Business* and the *Types of Clients* we generally service, please see Items 4 and 7, respectively in our [ADV Part 2A](#).

*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?*

## **Item 3 – Fees, Costs, Conflicts, and Standard of Conduct**

### *What fees will I pay?*

We provide our investment advisory services on a fee-only basis. When engaged to provide non-discretionary investment management services, we shall charge a fee calculated as a percentage of your assets under our management (our “AUM Fee”). Our annual tiered AUM Fee shall generally be 1.00% on the first \$1,000,000 of assets placed under our management; 0.50% on the next \$1,999,999 of assets placed under our management; and 0.25% on the remaining assets placed under our management. Clients are generally subject to a minimum annual fee of \$3,000, which is adjusted annually for inflation at a rate of 3.00%. We typically deduct our AUM Fee from one or more of your investment accounts, in arrears, on a quarterly basis. Because our AUM Fee is calculated as a percentage of your assets under management, the more assets you have in your advisory account, the more you will pay us for our investment management services. Therefore, we have an incentive to encourage you to increase the assets maintained in accounts we manage.

Our financial planning and consulting services are generally provided inclusive of our AUM Fee. In very limited instances, we may negotiate for standalone financial planning and consulting services, the specific fees for which will be separately agreed upon with the retail investor.

**Other Fees and Costs:** Your investment assets will be held with a qualified custodian. Many custodians generally charge

A copy of our Part 2A is available at:

[https://files.adviserinfo.sec.gov/IAPD/Content/Common/crd\\_iapd\\_Brochure.aspx?BRCHR\\_VRSN\\_ID=856949](https://files.adviserinfo.sec.gov/IAPD/Content/Common/crd_iapd_Brochure.aspx?BRCHR_VRSN_ID=856949)

brokerage commissions and/or transaction fees for effecting certain securities transactions (for example, transaction and redemption fees may be charged for mutual fund transactions, commissions may be charged for individual equity and fixed income transactions). In addition, relative to certain mutual fund and exchange traded fund purchases, certain charges will be imposed at the fund level (e.g. management fees and other fund expenses).

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.

*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?*

**Additional Information:** For more detailed information about our fees and costs related to our management of your account, please see Item 5 in our [ADV Part 2A](#).

***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 you. Here are some examples to help you understand what this means:

- \* We may recommend a particular custodian from whom we receive support services and/or products, certain of which assist us to better monitor and service your account.
- \* We may recommend rollovers out of employer-sponsored retirement plans and into Individual Retirement Accounts that we manage for an asset-based fee, which could have the effect of increasing our compensation.
- \* We have received certain additional economic benefits from Dimensional Fund Advisors. Specifically, we have received partial payment for certain marketing-related expenses.

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

**Additional Information:** For more detailed information about our conflicts of interest, please review our [ADV Part 2A](#).

***How do your financial professionals make money?***

Our financial professionals are generally compensated on a salary basis, with a bonus component. A financial professional's bonus is primarily based on the amount of new assets introduced to PAI. This presents a conflict of interest, as the bonus compensation incentivizes our financial professionals to recommend that you place additional assets under our management. You should discuss your financial professional's compensation directly with your financial professional.

#### **Item 4 – Disciplinary History**

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

No. We encourage you to visit [www.Investor.gov/CRS](http://www.Investor.gov/CRS) to research our firm and our financial professionals. Furthermore, we encourage you to ask your financial professional: *As a financial professional, do you have any disciplinary history? If so, for what type of conduct?*

#### **Item 5 – Additional Information**

Additional information about our firm is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). You may contact our Chief Compliance Officer at any time to request a current copy of your ADV Part 2A or our *relationship summary*. Our Chief Compliance Officer may be reached by phone: (559) 432 – 8400.

*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?*

### **Exhibit of Material Changes**

Since our most recent Form CRS filing, dated February 24, 2023, we have made the following material changes:

- Items 2 and 3 have been updated to reflect a change to our minimum annual fee practices