



IAPD Report

MICHAEL JOSEPH MCCULLOUGH

CRD# 2838632

<u>Section Title</u>	<u>Page(s)</u>
Report Summary	1
Qualifications	2 - 3
Registration and Employment History	4
Disclosure Information	5



When communicating online or investing with any professional, make sure you know who you're dealing with. [Imposters](#) might link to sites like BrokerCheck from [phishing](#) or similar scam websites, or through [social media](#), trying to steal your personal information or your money.

Please contact FINRA with any concerns.



IAPD Information About Representatives

IAPD offers information on all current-and many former representatives. Investors are strongly encouraged to use IAPD to check the background of representatives before deciding to conduct, or continue to conduct, business with them.

What is included in a IAPD report?

IAPD reports for individual representatives include information such as employment history, professional qualifications, disciplinary actions, criminal convictions, civil judgments and arbitration awards.

It is important to note that the information contained in an IAPD report may include pending actions or allegations that may be contested, unresolved or unproven. In the end, these actions or allegations may be resolved in favor of the representative, or concluded through a negotiated settlement with no admission or finding of wrongdoing.

Where did this information come from?

The information contained in IAPD comes from the Investment Adviser Registration Depository (IARD) and FINRA's Central Registration Depository, or CRD, (see more on CRD below) and is a combination of:

- information the states require representatives and firms to submit as part of the registration and licensing process, and
- information that state regulators report regarding disciplinary actions or allegations against representatives.

How current is this information?

Generally, representatives are required to update their professional and disciplinary information in IARD within 30 days.

Need help interpreting this report?

For help understanding how to read this report, please consult NASAA's IAPD Tips page <http://www.nasaa.org/IAPD/IARReports.cfm>

What if I want to check the background of an Individual Broker or Brokerage Firm?

To check the background of an Individual Broker or Brokerage firm, you can search for the firm or individual in IAPD. If your search is successful, click on the link provided to view the available licensing and registration information in FINRA's BrokerCheck website.

Are there other resources I can use to check the background of investment professionals?

It is recommended that you learn as much as possible about an individual representative or Investment Adviser firm before deciding to work with them. Your state securities regulator can help you research individuals and certain firms doing business in your state. The contact information for state securities regulators can be found on the website of the North American Securities Administrators Association <http://www.nasaa.org>



Report Summary

MICHAEL JOSEPH MCCULLOUGH (CRD# 2838632)

The report summary provides an overview of the representative's professional background and conduct. The information contained in this report has been provided by the representative, investment adviser and/or securities firms, and/or securities regulators as part of the states' investment adviser registration and licensing process. The information contained in this report was last updated by the representative, a previous employing firm, or a securities regulator on **12/22/2025**.

CURRENT EMPLOYERS

	Firm	CRD#	Registered Since
B	GRADIENT SECURITIES, LLC	CRD# 127701	06/22/2011
IA	GRADIENT WEALTH MANAGEMENT	CRD# 127701	06/30/2015

QUALIFICATIONS

This representative is currently registered in **1** SRO(s) and **5** jurisdiction(s).

Is this representative currently Inactive or Suspended with any regulator? **No**

Note: Not all jurisdictions require IAR registration or may have an exemption from registration.

Additional information including this individual's qualification examinations and professional designations is available in the Detailed Report.

REGISTRATION HISTORY

This representative was previously registered with the following firm(s):

	FIRM	CRD#	LOCATION	REGISTRATION DATES
IA	GRADIENT ADVISORS, LLC	152665	ST. PAUL, MN	06/22/2011 - 05/21/2015
IA	WADDELL & REED, INC.	866	ARDEN HILLS, MN	12/20/1999 - 06/08/2011
B	WADDELL & REED, INC.	866	ARDEN HILLS, MN	08/29/1997 - 06/08/2011

For additional registration and employment history details as reported by the individual, refer to the Registration and Employment History section of the Detailed Report.

DISCLOSURE INFORMATION

Disclosure events include certain criminal charges and convictions, formal investigations and disciplinary actions initiated by regulators, customer disputes and arbitrations, and financial disclosures such as bankruptcies and unpaid judgments or liens.

Are there events disclosed about this representative? **Yes**

The following types of events are disclosed about this representative:

Type	Count
Regulatory Event	1



Qualifications

REGISTRATIONS

This section provides the SRO, states and U.S. territories in which the representative is currently registered and licensed, the category of each registration, and the date on which the registration becomes effective. This section also provides, for each firm with which the representative is currently employed, the address of each location where the representative works. This individual is currently registered with 5 jurisdiction(s) and 1 SRO(s) through his or her employer(s).

Employment 1 of 1

Firm Name: **GRADIENT WEALTH MANAGEMENT**
Main Address: 4105 LEXINGTON AVENUE N
SUITE 380
ARDEN HILLS, MN 55126
Firm ID#: 127701

	Regulator	Registration	Status	Date
B	FINRA	Invest. Co and Variable Contracts	Approved	06/22/2011
B	Arizona	Agent	Approved	12/26/2025
B	California	Agent	Approved	09/17/2021
B	Minnesota	Agent	Approved	06/22/2011
IA	Minnesota	Investment Adviser Representative	Approved	06/30/2015
IA	Washington	Investment Adviser Representative	Approved	09/26/2024
B	Wisconsin	Agent	Approved	06/22/2011
IA	Wisconsin	Investment Adviser Representative	Approved	07/08/2015

Branch Office Locations

GRADIENT WEALTH MANAGEMENT
2564 RICE STREET
ST. PAUL, MN 55113



Qualifications

PASSED INDUSTRY EXAMS

This section includes all industry exams that the representative has passed. Under limited circumstances, a representative may attain registration after receiving an exam waiver based on a combination of exams the representative has passed and qualifying work experience. Likewise a new exam requirement may be grandfathered based on a representative's specific qualifying work experience. Exam waivers and grandfathering are not included below.

This individual has passed 0 principal/supervisory exams, 2 general industry/product exams, and 2 state securities law exams.

Principal/Supervisory Exams

Exam	Category	Date
------	----------	------

No information reported.

General Industry/Product Exams

Exam	Category	Date
------	----------	------

Securities Industry Essentials Examination (SIE)	SIE	10/01/2018
Investment Company Products/Variable Contracts Representative Examination (S6)	Series 6	04/21/1997

State Securities Law Exams

Exam	Category	Date
------	----------	------

Uniform Investment Adviser Law Examination (S65)	Series 65	12/13/1999
Uniform Securities Agent State Law Examination (S63)	Series 63	03/17/1997

PROFESSIONAL DESIGNATIONS

This section details that the representative has reported **0** professional designation(s).

No information reported.



Registration & Employment History

PREVIOUSLY REGISTERED WITH THE FOLLOWING FIRMS

This representative held registrations with the following firms:

	Registration Dates	Firm Name	ID#	Branch Location
IA	06/22/2011 - 05/21/2015	GRADIENT ADVISORS, LLC	CRD# 152665	ST. PAUL, MN
IA	12/20/1999 - 06/08/2011	WADDELL & REED, INC.	CRD# 866	ARDEN HILLS, MN
B	08/29/1997 - 06/08/2011	WADDELL & REED, INC.	CRD# 866	ARDEN HILLS, MN
B	04/22/1997 - 08/28/1997	PFS INVESTMENTS INC.	CRD# 10111	DULUTH, GA

EMPLOYMENT HISTORY

Below is the representative's employment history for up to the last 10 years.

Employment Dates	Employer Name	Position	Investment Related	Employer Location
06/2011 - Present	GRADIENT SECURITIES, LLC	REGISTERED REPRESENTATIVE/INVESTMENT ADVISOR REPRESENTATIVE	Y	ARDEN HILLS, MN, United States
01/1985 - Present	MICHAEL J MCCULLOUGH, LTD.	CPA	N	ST PAUL, MN, United States

OTHER BUSINESS ACTIVITIES

This section includes information, if any, as provided by the representative regarding other business activities the representative is currently engaged in either as a proprietor, partner, officer, director, employee, trustee, agent, or otherwise. This section does not include non-investment related activity that is exclusively charitable, civic, religious, or fraternal and is recognized as tax exempt.

- 1) DBA MJM & ASSOCIATES; INVT REL; 2564 RICE ST, ST. PAUL, MN 55113; INSURANCE; OWNER; 10 HRS/MO; 10 HRS/MO DURING TRADING; INSURANCE SALES AND DBA FOR ADVISORY AND SECURITIES BUSINESS.
- 2) MICHAEL J. MCCULLOUGH LTD; NON-INV RELATED; 2564 RICE ST, ST. PAUL, MN 55113; ACCOUNTING; CPA; START 01/01/1985; 80 HRS/MTH; 80 HRS/MO DURING TRADING; ACCOUNTING SERVICES.



Disclosure Summary

Disclosure Information

What you should know about reported disclosure events:

(1) Certain thresholds must be met before an event is reported to IARD, for example:

- A law enforcement agency must file formal charges before an Investment Adviser Representative is required to report a particular criminal event.;
- A customer dispute must involve allegations that an Investment Adviser Representative engaged in activity that violates certain rules or conduct governing the industry and that the activity resulted in damages of at least \$5,000.

(2) Disclosure events in IAPD reports come from different sources:

As mentioned in the "About IAPD" section on page 1 of this report, information contained in IAPD comes from Investment Adviser Representatives, firms and regulators. When more than one of these sources reports information for the same disclosure event, all versions of the event will appear in the IAPD report. The different versions will be separated by a solid line with the reporting source labeled.

(3) There are different statuses and dispositions for disclosure events:

- A disclosure event may have a status of *pending*, *on appeal*, or *final*.
 - A "pending" disclosure event involves allegations that have not been proven or formally adjudicated.
 - A disclosure event that is "on appeal" involves allegations that have been adjudicated but are currently being appealed.
 - A "final" disclosure event has been concluded and its resolution is not subject to change.
- A final disclosure event generally has a disposition of *adjudicated*, *settled* or *otherwise resolved*.
 - An "adjudicated" matter includes a disposition by (1) a court of law in a criminal or civil matter, or (2) an administrative panel in an action brought by a regulator that is contested by the party charged with some alleged wrongdoing.
 - A "settled" matter generally represents a disposition wherein the parties involved in a dispute reach an agreement to resolve the matter. Please note that Investment Adviser Representatives and firms may choose to settle customer disputes or regulatory matters for business or other reasons.
 - A "resolved" matter usually includes a disposition wherein no payment is made to the customer or there is no finding of wrongdoing on the part of the Investment Adviser Representative. Such matters generally involve customer disputes.

(4) You may wish to contact the Investment Adviser Representatives to obtain further information regarding any of the disclosure events contained in this IAPD report.



DISCLOSURE EVENT DETAILS

When evaluating this information, please keep in mind that some items may involve pending actions or allegations that may be contested and have not been resolved or proven. The event may, in the end, be withdrawn, dismissed, resolved in favor of the Investment Adviser Representative, or concluded through a negotiated settlement with no admission or finding of wrongdoing.

This report provides the information exactly as it was reported to the Investment Adviser Registration Depository. Some of the specific data fields contained in the report may be blank if the information was not provided.

The following types of events are disclosed about this representative:

Type	Count
Regulatory Event	1

Regulatory Event

This disclosure event may include a final, formal proceeding initiated by a regulatory authority (e.g., a state securities agency, a federal regulator such as the Securities and Exchange Commission or the Commodities Futures Trading Commission, or a foreign financial regulatory body) for a violation of investment-related rules or regulations. This disclosure event may also include a revocation or suspension of an Investment Adviser Representative's authority to act as an attorney, accountant or federal contractor.

Disclosure 1 of 1

Reporting Source: Regulator

Regulatory Action Initiated By: FINRA

Sanction(s) Sought: Other: N/A

Date Initiated: 01/20/2011

Docket/Case Number: [2009017951701](#)

Employing firm when activity occurred which led to the regulatory action: WADDELL & REED, INC.

Product Type: Mutual Fund

Allegations: NASD RULES 2110, 2310: MCCULLOUGH DEvised A STRATEGY FOR ALLOWING CUSTOMERS WHO OWNED SHARES IN HIS MEMBER FIRM'S ASSET STRATEGY MUTUAL FUND TO AVOID TAX LIABILITY FOR A CAPITAL-GAINS DISTRIBUTION AND INSTEAD TO REALIZE A TAX LOSS ON THEIR MUTUAL FUND HOLDINGS FOR THE YEAR. ON MCCULLOUGH'S RECOMMENDATION, SEVEN CUSTOMERS LIQUIDATED THEIR HOLDINGS IN THE ASSET STRATEGY FUND, AT VARIOUS TIMES DURING NOVEMBER AND DECEMBER 2008, BUT BEFORE THE FUND MADE THE DECEMBER 11, 2008 DISTRIBUTION. ALSO AT MCCULLOUGH'S RECOMMENDATION, THE CUSTOMERS HELD THE LIQUIDATION PROCEEDS IN CASH FOR A BRIEF PERIOD BEFORE REINVESTING THOSE MONEYS IN THE FIRM'S OTHER MUTUAL FUNDS. MCCULLOUGH BELIEVED THAT IT WAS NECESSARY TO STRUCTURE TRANSACTION THIS WAY IN ORDER TO ACHIEVE THE DESIRED TAX BENEFIT. THE SEVEN CUSTOMERS COLLECTIVELY PAID \$27,239 IN SALES CHARGES ON THEIR NEW MUTUAL-FUND PURCHASES, OF WHICH MCCULLOUGH RECEIVED \$13,650 AS COMMISSIONS. THESE SALES CHARGES LARGELY -BUT NOT ENTIRELY- NEGATED THE TAX



BENEFIT TO EACH CUSTOMERS OF AVOIDING CAPITAL-GAINS LIABILITY. HAD THE CUSTOMERS SIMPLY EXCHANGED THEIR ASSET STRATEGY FUND SHARES FOR SHARES OF OTHER FUNDS WITHIN THE SAME FAMILY OF FUNDS, HOWEVER, THEY WOULD NOT HAVE INCURRED ANY SALES CHARGES, AND THEIR NET GAIN WOULD HAVE BEEN SUBSTANTIALLY LARGER. AT THE TIME OF THE TRANSACTIONS AT ISSUE, MCCULLOUGH WAS UNAWARE THAT THE AFFECTED CUSTOMERS COULD HAVE ACHIEVED THE DESIRED TAX SAVINGS THROUGH A MUTUAL FUND EXCHANGE, WHILE ALSO AVOIDING ANY SALES CHARGES. ALTHOUGH THIS INFORMATION WAS READILY AVAILABLE, MCCULLOUGH NEGLECTED TO REVIEW RELEVANT IRS PUBLICATIONS OR TO CONSULT WITH ANYONE ELSE AT HIS FIRM ABOUT MORE COST-EFFECTIVE WAYS OF ACHIEVING THE DESIRED TAX BENEFITS. MCCULLOUGH PROVIDED MISLEADING INFORMATION TO HIS FIRM IN A "PURCHASE ACCOUNT SERVICE REQUEST" THAT HE PREPARED IN CONNECTION WITH EACH OF THE SEVEN CUSTOMERS' MUTUAL-FUND REPURCHASES. THAT DOCUMENT ASKED, "ARE PROCEEDS FROM THE SALE OF ANOTHER SECURITY BEING USED TO OPEN THIS ACCOUNT?" MCCULLOUGH ANSWERED "NO" ON EACH CUSTOMER'S FORM, DESPITE THE FACT THAT EACH CUSTOMER'S PURCHASE OCCURRED WITHIN A MATTER OF DAYS OF THE CUSTOMER'S LIQUIDATION, AND IN AMOUNTS THAT WERE EITHER EQUAL OR NEARLY EQUAL TO THE LIQUIDATION AMOUNTS.

Current Status:	Final
Resolution:	Acceptance, Waiver & Consent(AWC)
Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct?	No
Resolution Date:	01/20/2011
Sanctions Ordered:	Civil and Administrative Penalty(ies)/Fine(s) Suspension
If the regulator is the SEC, CFTC, or an SRO, did the action result in a finding of a willful violation or failure to supervise?	No



(1) willfully violated any provision of the Securities Act of 1933, the Securities Exchange Act of 1934, the Investment Advisers Act of 1940, the Investment Company Act of 1940, the Commodity Exchange Act, or any rule or regulation under any of such Acts, or any of the rules of the Municipal Securities Rulemaking Board, or to have been unable to comply with any provision of such Act, rule or regulation?

(2) willfully aided, abetted, counseled, commanded, induced, or procured the violation by any person of any provision of the Securities Act of 1933, the Securities Exchange Act of 1934, the Investment Advisers Act of 1940, the Investment Company Act of 1940, the Commodity Exchange Act, or any rule or regulation under any of such Acts, or any of the rules of the Municipal Securities Rulemaking Board? or

(3) failed reasonably to supervise another person subject to your supervision, with a view to preventing the violation by such person of any provision of the Securities Act of 1933, the Securities Exchange Act of 1934, the Investment Advisers Act of 1940, the Investment Company Act of 1940, the Commodity Exchange Act, or any rule or regulation under any such Acts, or any of the rules of the Municipal Securities Rulemaking Board?

Sanction 1 of 1

Sanction Type:	Suspension
Capacities Affected:	ALL CAPACITIES
Duration:	45 DAYS
Start Date:	02/22/2011



End Date: 04/07/2011

Monetary Sanction 1 of 1

Monetary Related Sanction: Civil and Administrative Penalty(ies)/Fine(s)

Total Amount: \$5,000.00

Portion Levied against individual: \$5,000.00

Payment Plan:

Is Payment Plan Current: Yes

Date Paid by individual: 02/03/2011

Was any portion of penalty waived? No

Amount Waived:

Regulator Statement WITHOUT ADMITTING OR DENYING THE FINDINGS, MCCULLOUGH CONSENTED TO THE DESCRIBED SANCTIONS AND TO THE ENTRY OF FINDINGS; THEREFORE, HE IS FINED \$5,000 AND SUSPENDED FROM ASSOCIATION WITH ANY FINRA MEMBER IN ANY CAPACITY FOR 45 DAYS. THE SUSPENSION IS IN EFFECT FROM FEBRUARY 22, 2011, THROUGH APRIL 7, 2011.

Reporting Source: Individual

Regulatory Action Initiated By: FINRA

Sanction(s) Sought: Civil and Administrative Penalty(ies)/Fine(s)
Suspension

Date Initiated: 01/20/2011

Docket/Case Number: [2009017951701](#)

Employing firm when activity occurred which led to the regulatory action: WADDELL & REED INC.

Product Type: Mutual Fund

Allegations: ALLEGES VIOLATIONS OF NASD RULES 2110 AND 2310.

Current Status: Final

Resolution: Acceptance, Waiver & Consent(AWC)

Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct? No

Resolution Date: 01/20/2011

Sanctions Ordered: Civil and Administrative Penalty(ies)/Fine(s)
Suspension

Sanction 1 of 1



Sanction Type: Suspension

Capacities Affected: GENERAL SECURITES

Duration: 45 DAYS

Start Date: 02/22/2011

End Date: 04/07/2011

Monetary Sanction 1 of 1

Monetary Related Sanction: Civil and Administrative Penalty(ies)/Fine(s)

Total Amount: \$5,000.00

Portion Levied against individual: \$5,000.00

Payment Plan:

Is Payment Plan Current: Yes

Date Paid by individual: 02/03/2011

Was any portion of penalty waived? No

Amount Waived:

Broker Statement

WITHOUT ADMITTING OR DENYING THE FINDINGS, RR CONSENTED TO THE DESCRIBED SANCTIONS AND TO THE ENTRY OF FINDINGS, THEREFORE, HE IS FINED \$5000 ANDS SUSPENDED FROM ASSOCIATION WITH ANY FINRA MEMEBER IN ANY CAPACITY FOR 45 DAYS. THE SUSPENSION IS IN EFFECT FROM 2/22/2011 TO 4/07/2011



End of Report

This page is intentionally left blank.