

## Uniform Application for Investment Adviser Registration

## Part II - Page 1

## OMB APPROVAL

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Name of Investment Adviser:

COMPASS Wealth Management, LLC

Address: (Number and Street)

(City)

(State)

(Zip Code)

Area Code Telephone Number

P.O. Box 250

Lexington

MA

02420

781 862-7030

**This part of Form ADV gives information about the investment adviser and its business for the use of clients.  
The information has not been approved or verified by any governmental authority.**

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(Schedules A, B, C, D, and E are included with Part I of this Form, for the use of regulatory bodies, and are not distributed to clients.)

Potential Persons who are not to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Applicant: COMPASS Wealth Management, LLC	SEC File Number: 801-	Date: 06/25/10
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**1. A. Advisory Services and Fees.** (check the applicable boxes)

For each type of service provided, state the approximate % of total advisory billings from that service. (See instruction below.)

**Applicant:**

- |   |         |
|---|---------|
| <input checked="" type="checkbox"/> (1) Provides investment supervisory services  | 75 %    |
| <input type="checkbox"/> (2) Manages investment advisory accounts not involving investment supervisory services   | _____ % |
| <input checked="" type="checkbox"/> (3) Furnishes investment advice through consultations not included in either service described above                                    | NM %    |
| <input type="checkbox"/> (4) Issues periodicals about securities by subscription  | _____ % |
| <input type="checkbox"/> (5) Issues special reports about securities not included in any service described above  | _____ % |
| <input type="checkbox"/> (6) Issues, not as part of any service described above, any charts, graphs, formulas, or other devices which client may use to evaluate securities | _____ % |
| <input checked="" type="checkbox"/> (7) On more than an occasional basis, furnishes advice to clients on matters not involving securities                                   | 25 %    |
| <input type="checkbox"/> (8) Provides a timing service  | _____ % |
| <input checked="" type="checkbox"/> (9) Furnishes advice about securities in any manner not described above   | NM %    |

(Percentages should be based on applicant's last fiscal year. If applicant has not completed its first fiscal year, provide estimates of advisory billings for that year and state that the percentages are estimates.)

Yes No

B. Does applicant call any of the services it checked above financial planning or some similar term?

☒ ☐

C. Applicant offers investment advisory services for: (check all that apply)

- |  |  |
|--|--|
| <input checked="" type="checkbox"/> (1) A percentage of assets under management      | <input type="checkbox"/> (4) Subscription fees |
| <input checked="" type="checkbox"/> (2) Hourly charges                               | <input type="checkbox"/> (5) Commissions       |
| <input checked="" type="checkbox"/> (3) Fixed fees (not including subscription fees) | <input type="checkbox"/> (6) Other             |

D. For each checked box in A above, describe on Schedule F:

- the services provided, including the name of any publication or report issued by the adviser on a subscription basis or for a fee
- applicant's basic fee schedule, how fees are charged and whether its fees are negotiable
- when compensation is payable, and if compensation is payable before service is provided, how a client may get a refund or may terminate an investment advisory contract before its expiration date

**2. Types of Clients** -- Applicant generally provides investment advice to: (check those that apply)

- |   |  |
|---|--|
| <input checked="" type="checkbox"/> A. Individuals                      | <input checked="" type="checkbox"/> E. Trusts, estates, or charitable organizations                    |
| <input type="checkbox"/> B. Banks or thrift institutions                | <input checked="" type="checkbox"/> F. Corporations or business entities other than those listed above |
| <input type="checkbox"/> C. Investment companies                        | <input type="checkbox"/> G. Other (describe on Schedule F)   |
| <input checked="" type="checkbox"/> D. Pension and profit sharing plans |  |

**Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1).**

**3. Types of Investments** Applicant offers advice on the following: (check those that apply)

- |  |   |
|--|---|
| <input type="checkbox"/> A. Equity securities  | <input type="checkbox"/> H. United States governmental securities   |
| <input type="checkbox"/> (1) exchange-listed securities                                |   |
| <input type="checkbox"/> (2) securities traded over-the-counter                        | <input type="checkbox"/> I. Options contracts on:                   |
| <input type="checkbox"/> (3) foreign issuers   | <input type="checkbox"/> (1) securities                             |
|  | <input type="checkbox"/> (2) commodities                            |
| <input type="checkbox"/> B. Warrants   |   |
| <input type="checkbox"/> C. Corporate debt securities<br>(other than commercial paper) | <input type="checkbox"/> J. Futures contracts on:                   |
| <input type="checkbox"/> D. Commercial paper   | <input type="checkbox"/> (1) tangibles                              |
| <input type="checkbox"/> E. Certificates of deposit                                    | <input type="checkbox"/> (2) intangibles                            |
| <input type="checkbox"/> F. Municipal securities                                       | <input type="checkbox"/> K. Interests in partnerships investing in: |
|  | <input type="checkbox"/> (1) real estate                            |
| <input type="checkbox"/> G. Investment company securities:                             | <input type="checkbox"/> (2) oil and gas interests                  |
| <input type="checkbox"/> (1) variable life insurance                                   | <input type="checkbox"/> (3) other (explain on Schedule F)          |
| <input type="checkbox"/> (2) variable annuities  |   |
| <input type="checkbox"/> (3) mutual fund shares  | <input type="checkbox"/> L. Other (explain on Schedule F)           |

**4. Methods of Analysis, Sources of Information, and Investment Strategies.**

A. Applicant's security analysis methods include: (check those that apply)

- |  |  |
|--|--|
| <input type="checkbox"/> (1) Charting    | <input type="checkbox"/> (4) Cyclical                      |
| <input type="checkbox"/> (2) Fundamental | <input type="checkbox"/> (5) Other (explain on Schedule F) |
| <input type="checkbox"/> (3) Technical   |  |

B. The main sources of information applicant uses include: (check those that apply)

- |  |  |
|--|--|
| <input type="checkbox"/> (1) Financial newspapers and magazines    | <input type="checkbox"/> (5) Timing services   |
| <input type="checkbox"/> (2) Inspections of corporate activities   | <input type="checkbox"/> (6) Annual reports, prospectuses, filings with the Securities and Exchange Commission |
| <input type="checkbox"/> (3) Research materials prepared by others | <input type="checkbox"/> (7) Company press releases  |
| <input type="checkbox"/> (4) Corporate rating services             | <input type="checkbox"/> (8) Other (explain on Schedule F)   |

C. The investment strategies used to implement any investment advice given to clients include: (check those that apply)

- |  |  |
|--|--|
| <input type="checkbox"/> (1) Long term purchases (securities held at least a year) | <input type="checkbox"/> (5) Margin transactions   |
| <input type="checkbox"/> (2) Short term purchases (securities sold within a year)  | <input type="checkbox"/> (6) Option writing, including covered options, uncovered options, or spreading strategies |
| <input type="checkbox"/> (3) Trading (securities sold within 30 days)              | <input type="checkbox"/> (7) Other (explain on Schedule F)   |
| <input type="checkbox"/> (4) Short sales   |  |

**Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1).**

**5. Education and Business Standards.**

Yes No

Are there any general standards of education or business experience that applicant requires of those involved in determining or giving investment advice to clients?.....

☒ ☐

(If yes, describe these standards on Schedule F.)

**6. Education and Business Background.**

For:

- each member of the investment committee or group that determines general investment advice to be given to clients, or
- if the applicant has no investment committee or group, each individual who determines general investment advice given to clients (if more than five, respond only for their supervisors)
- each principal executive officer of applicant or each person with similar status or performing similar functions.

On Schedule F, give the:

- |                 |  |
|-----------------|--|
| • name          | • formal education after high school               |
| • year of birth | • business background for the preceding five years |

**7. Other Business Activities.** (check those that apply)

- ☒ A. Applicant is actively engaged in a business other than giving investment advice.
- ☒ B. Applicant sells products or services other than investment advice to clients.
- ☒ C. The principal business of applicant or its principal executive officers involves something other than providing investment advice.

(For each checked box describe the other activities, including the time spent on them, on Schedule F.)

**8. Other Financial Industry Activities or Affiliations.** (check those that apply)

- ☒ A. Applicant is registered (or has an application pending) as a securities broker-dealer.
- ☒ B. Applicant is registered (or has an application pending) as a futures commission merchant, commodity pool operator or commodity trading adviser.
- C. Applicant has arrangements that are material to its advisory business or its clients with a related person who is a:
- |  |  |
|--|--|
| <input checked="" type="radio"/> (1) broker-dealer   | <input checked="" type="radio"/> (7) accounting firm                                       |
| <input checked="" type="radio"/> (2) investment company  | <input checked="" type="radio"/> (8) law firm  |
| <input checked="" type="radio"/> (3) other investment adviser  | <input checked="" type="radio"/> (9) insurance company or agency                           |
| <input checked="" type="radio"/> (4) financial planning firm   | <input checked="" type="radio"/> (10) pension consultant                                   |
| <input checked="" type="radio"/> (5) commodity pool operator, commodity trading adviser or futures commission merchant | <input checked="" type="radio"/> (11) real estate broker or dealer                         |
| <input checked="" type="radio"/> (6) banking or thrift institution   | <input checked="" type="radio"/> (12) entity that creates or packages limited partnerships |

(For each checked box in C, on Schedule F identify the related person and describe the relationship and the arrangements.)

Yes No

- D. Is applicant or a related person a general partner in any partnership in which clients are solicited to invest?...

☒ ☐

(If yes, describe on Schedule F the partnerships and what they invest in.)

Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1).

Applicant: COMPASS Wealth Management, LLC	SEC File Number: 801-	Date: 06/25/10
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<p><b>9. Participation or Interest in Client Transactions.</b>  Applicant or a related person: (check those that apply)</p> <div style="display: flex; flex-direction: column; gap: 5px;"> <div><input checked="" type="checkbox"/> A. As principal, buys securities for itself from or sells securities it owns to any client.</div> <div><input type="checkbox"/> B. As broker or agent effects securities transactions for compensation for any client.</div> <div><input type="checkbox"/> C. As broker or agent for any person other than a client effects transactions in which client securities are sold to or bought from a brokerage customer.</div> <div><input type="checkbox"/> D. Recommends to clients that they buy or sell securities or investment products in which the applicant or a related person has some financial interest.</div> <div><input checked="" type="checkbox"/> E. Buys or sells for itself securities that it also recommends to clients.</div> </div> <p>(For each box checked, describe on Schedule F when the applicant or a related person engages in these transactions and what restrictions, internal procedures, or disclosures are used for conflicts of interest in those transactions.)</p> <p>Describe, on Schedule F, your code of ethics, and state that you will provide a copy of your code of ethics to any client or prospective client upon request.</p>					
<p><b>10. Conditions for Managing Accounts.</b> Does the applicant provide investment supervisory services, manage investment advisory accounts or hold itself out as providing financial planning or some similarly termed services <i>and</i> impose a minimum dollar value of assets or other conditions for starting or maintaining an account?</p> <p style="text-align: center;">(If yes, describe on Schedule F.)</p>	<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;"><b>Yes</b></td> <td style="width: 50%;"><b>No</b></td> </tr> <tr> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input checked="" type="checkbox"/></td> </tr> </table>	<b>Yes</b>	<b>No</b>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>Yes</b>	<b>No</b>				
<input type="checkbox"/>	<input checked="" type="checkbox"/>				
<p><b>11. Review of Accounts.</b> If applicant provides investment supervisory services, manages investment advisory accounts, or holds itself out as providing financial planning or some similarly termed services:</p> <p>A. Describe below the reviews and reviewers of the accounts. <b>For reviews</b>, include their frequency, different levels, and triggers factors. <b>For reviewers</b>, include the number of reviewers, their titles and functions, instructions they receive from applicant on performing reviews, and number of accounts assigned each.</p> <div style="text-align: center; padding: 20px 0;">See Schedule F.</div> <p>B. Describe below the nature and frequency of regular reports to clients on their accounts.</p> <div style="text-align: center; padding: 20px 0;">See Schedule F.</div>					

**12. Investment or Brokerage Discretion.**

A. Does applicant or any related person have authority to determine, without obtaining specific client consent, the:

- |  |                       |                       |
|--|-----------------------|-----------------------|
| (1) securities to be bought or sold? .....               | Yes                   | No                    |
|  | <input type="radio"/> | <input type="radio"/> |
| (2) amount of the securities to be bought or sold? ..... | Yes                   | No                    |
|  | <input type="radio"/> | <input type="radio"/> |
| (3) broker or dealer to be used? .....                   | Yes                   | No                    |
|  | <input type="radio"/> | <input type="radio"/> |
| (4) commission rates paid? .....                         | Yes                   | No                    |
|  | <input type="radio"/> | <input type="radio"/> |

B. Does applicant or a related person suggest brokers to clients? ..... ☐ Yes ☐ No

For each yes answer to A describe on Schedule F any limitations on the authority. For each yes to A(3), A(4) or B, describe on Schedule F the factors considered in selecting brokers and determining the reasonableness of their commissions. If the value of products, research and services given to the applicant or a related person is a factor, describe:

- the products, research and services
- whether clients may pay commission higher than those obtainable from other brokers in return for those products and services
- whether research is used to service all of applicant's accounts or just those accounts paying for it; and
- any procedures the applicant used during the last fiscal year to direct client transactions to a particular broker in return for products and research services received.

**13. Additional Compensation.**

Does the applicant or a related person have any arrangements, oral or in writing, where it:

- |   |                       |                       |
|---|-----------------------|-----------------------|
| A. is paid cash by or receives some economic benefit (including commissions, equipment or non-research services) from a non-client in connection with giving advice to clients? ..... | Yes                   | No                    |
|   | <input type="radio"/> | <input type="radio"/> |
| B. directly or indirectly compensates any person for client referrals? .....  | Yes                   | No                    |
|   | <input type="radio"/> | <input type="radio"/> |

(For each yes, describe the arrangements on Schedule F.)

**14. Balance Sheet.** Applicant must provide a balance sheet for the most recent fiscal year on Schedule G if applicant:

- has custody of client funds or securities (unless applicant is registered or registering only with the Securities and Exchange Commission); or
  - requires prepayment of more than \$500 in fees per client and 6 or more months in advance
- Has applicant provided a Schedule G balance sheet? ..... ☐ Yes ☐ No

**Answer all items. Complete amended pages in full, circle amended items and file with execution page (page 1).**

**Schedule F of  
Form ADV  
Continuation Sheet for Form ADV  
Part II**

Applicant:	SEC File Number:	Date:
COMPASS Wealth Management, LLC	801-	06/25/10

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Form ADV: COMPASS Wealth Management, LLC	IRS Empl. Ident. No.:
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Item of Form (identify)	Answer										
1.A.(1), (3), (7), and 1.D.	<p>COMPASS Wealth Management, LLC (hereinafter referred to as COMPASS, and formerly known as COMPASS Investment Advisors, LLC) provides wealth management services on a fee-only basis to individuals and their families, as well as investment consulting services to corporations.</p> <p><b><u>INDIVIDUAL AND FAMILY SERVICES</u></b></p> <p>COMPASS strongly believes that the key to a client's long-term financial success is establishing a relationship of trust and ongoing dialogue with their wealth manager. Based upon information supplied by and conversations with the client, COMPASS identifies and defines a client's lifestyle objectives, long-term financial needs, and personal goals. Financial planning issues that arise from this process are addressed accordingly, including retirement, tax, and estate planning, education funding, risk management, employment benefits, and budgeting issues. COMPASS then designs and recommends a customized and diversified investment strategy that balances these objectives with the individual's risk tolerance. As part of <i>Wealth Management Solutions</i> (outlined below and formerly known as Financial Advisory Service), a client's ongoing wealth management needs are addressed, including adjustments to the recommended strategy in response to changing circumstances.</p> <p>COMPASS offers the following two programs to individuals and families:</p> <p><b><u>Wealth Management Solutions</u></b></p> <p>COMPASS' <i>Wealth Management Solutions</i> is designed to meet the ongoing investment advisory and financial planning needs of clients. As part of <i>Wealth Management Solutions</i>, a client's investment assets are managed primarily on a discretionary basis. The investment vehicles of choice are normally no-load, open-end mutual funds and exchange-traded funds. For clients with investment assets in excess of \$5 million, separate accounts comprised of individual securities may be used, managed by third parties or COMPASS. The following annual fee schedule applies to clients in <i>Wealth Management Solutions</i>:</p> <table> <tr> <th><u>Supervised Assets</u></th><th><u>Annual Fee</u></th></tr> <tr> <td>First \$1,000,000</td><td>1.00% of assets</td></tr> <tr> <td>Next \$2,000,000</td><td>0.75% of assets</td></tr> <tr> <td>Next \$2,000,000</td><td>0.50% of assets</td></tr> <tr> <td>Over \$5,000,000</td><td>0.30% of assets</td></tr> </table> <p>Fees are billed quarterly in arrears based upon the supervised assets on the last trading day of the calendar quarter. Supervised assets may include nondiscretionary assets,</p>	<u>Supervised Assets</u>	<u>Annual Fee</u>	First \$1,000,000	1.00% of assets	Next \$2,000,000	0.75% of assets	Next \$2,000,000	0.50% of assets	Over \$5,000,000	0.30% of assets
<u>Supervised Assets</u>	<u>Annual Fee</u>										
First \$1,000,000	1.00% of assets										
Next \$2,000,000	0.75% of assets										
Next \$2,000,000	0.50% of assets										
Over \$5,000,000	0.30% of assets										

Complete amended pages in full, circle amended items and file with execution page (page 1). PAGE 1

**Schedule F of  
Form ADV  
Continuation Sheet for Form ADV  
Part II**

Applicant:	SEC File Number:	Date:
COMPASS Wealth Management, LLC	801-	06/25/10

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Form ADV: COMPASS Wealth Management, LLC	IRS Empl. Ident. No.:
---	-----------------------

Item of Form (identify)	Answer
	<p>such as 401(k) and 403(b) assets, which COMPASS oversees, but may not maintain discretion over. Fees are normally deducted directly from a client's discretionary account(s), though they may instead be billed to the client. These fees are normally not negotiable. The fee schedule above is normally subject to a \$2,500 minimum annual fee; however, those who became clients prior to March 27, 2007 are subject to a different minimum annual fee as outlined in their respective contracts. In addition, those who became clients prior to March 20, 2009 are subject to a different fee schedule as outlined in their respective contracts.</p> <p>The fee for <i>Wealth Management Solutions</i> is independent of, and in addition to, any fees and expenses charged by mutual fund companies, the broker-dealer with whom transactions are placed, the custodian with whom the assets are held, or third party investment management firms. A complete explanation of expenses charged by each mutual fund is contained in its prospectus. At a client's request, COMPASS will provide any fees and expenses charged by broker-dealers, custodians, and third party investment management firms.</p> <p>COMPASS recommends the products of nonaffiliated investment managers, including open-end mutual funds, exchange-traded funds, and separate accounts as appropriate for each client's situation. COMPASS does not receive compensation from investment managers for any such recommendations nor does it receive compensation from the broker-dealer(s) and custodian(s). COMPASS does not have proxy voting authority on behalf of its clients and, consequently, clients retain such voting authority.</p> <p>COMPASS or the client may terminate the wealth management contract upon 30 days written notice. In the event of termination, the client will be charged for the wealth management fee due on a pro rata basis through the 30-day notice period, while the level of supervised assets will be determined as of the date the termination was received. For those who become a client after March 19, 2009, if they terminate the contract within the first year they will be subject to the \$2,500 minimum annual fee if it is greater than the wealth management fee they have paid.</p> <p><b><u>Consulting Service</u></b></p> <p>COMPASS may, at its sole discretion, also provide nondiscretionary investment advisory and/or financial planning services through a one-time or project basis. When provided, a client will normally be charged \$250 per hour for research, preparation, and meeting time, normally subject to a \$2,500 minimum. COMPASS, upon agreement with a client, may alternatively charge a fixed fee for these services. Clients will be billed for services provided either monthly or upon completion of the assignment, depending upon the arrangements made between COMPASS and the client. COMPASS or the client may terminate their agreement at any time, but the client will be responsible for payment of services provided prior to termination. Fees for consulting services are</p>

Complete amended pages in full, circle amended items and file with execution page (page 1). PAGE 2



**Schedule F of  
Form ADV  
Continuation Sheet for Form ADV  
Part II**

Applicant:	SEC File Number:	Date:
COMPASS Wealth Management, LLC	801-	06/25/10

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Form ADV: COMPASS Wealth Management, LLC	IRS Empl. Ident. No.:
---	-----------------------

Item of Form (identify)	Answer						
	<p>normally not negotiable.</p> <p><b><u>CORPORATE SERVICES</u></b></p> <p>COMPASS understands the need for employers to offer a competitive benefit package to its employees, including retirement plan(s), which are cost-effective, yet do not overly burden the employer with administrative requirements. The basic tenets of COMPASS' investment consulting service is that it acts as a co-fiduciary, provides objective and independent advice, and offers a flexible, customized approach to meet the plan sponsor's needs.</p> <p>COMPASS oversees 401(k), 403(b), and 457 plans, as well as defined benefit plans, profit sharing and money purchase plans, non-qualified deferred compensation plans, and employee stock ownership plans.</p> <p><b><u>Fiduciary Advisory Service</u></b></p> <p>The <i>Fiduciary Advisory Service</i> is COMPASS' program to meet the varied needs of retirement plan sponsors. The service is client-focused--COMPASS listens to and consults with the client to assist in making the choices that are best-suited to the client's organization. COMPASS' core services aid in meeting a plan sponsor's fiduciary obligation and may include service provider analysis and request for proposals, investment policy statement creation and evaluation, investment selection and performance monitoring, and for defined benefit plans, asset allocation and diversification strategies. The following annual fee schedule applies to COMPASS' core <i>Fiduciary Advisory Service</i>:</p> <table> <tr> <th><u>Plan Assets</u></th><th><u>Annual Fee</u></th></tr> <tr> <td>First \$20,000,000</td><td>0.25% of assets</td></tr> <tr> <td>Over \$20,000,000</td><td>Negotiable</td></tr> </table> <p>Fees are billed quarterly in arrears based upon the plan assets on the last trading day of the calendar quarter. All of the client's plan assets that are overseen by COMPASS are aggregated for fee calculation purposes. These fees are not normally negotiable unless the plan assets exceed \$20 million. The fee schedule above is normally subject to a \$5,000 minimum annual fee requirement. Alternatively, COMPASS may negotiate a different fee for its core <i>Fiduciary Advisory Service</i>.</p> <p>For the benefit of a client's employees, COMPASS also may provide additional services, such as educational seminars on topics ranging from investments, retirement planning, and education funding, enrollment meetings, and nondiscretionary investment advice</p>	<u>Plan Assets</u>	<u>Annual Fee</u>	First \$20,000,000	0.25% of assets	Over \$20,000,000	Negotiable
<u>Plan Assets</u>	<u>Annual Fee</u>						
First \$20,000,000	0.25% of assets						
Over \$20,000,000	Negotiable						

Complete amended pages in full, circle amended items and file with execution page (page 1). PAGE 3

**Schedule F of  
Form ADV  
Continuation Sheet for Form ADV  
Part II**

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1. Full name of applicant exactly as stated in Item 1A of Form ADV: COMPASS Wealth Management, LLC		IRS Empl. Ident. No.:
Item of Form (identify)	Answer	
	<p>for plan participants. The fee for these additional services is negotiated based upon the requirements of the assignment, including the amount of travel and the number of employer sites and meetings.</p> <p>COMPASS or the client may terminate the fiduciary advisory contract upon 30 days written notice. In the event of termination of COMPASS' core <i>Fiduciary Advisory Service</i>, the client will be charged for the fiduciary advisory fee due on a pro rata basis through the 30-day notice period, while the level of plan assets will be determined as of the date the termination was received. In the event of termination of COMPASS' noncore services targeted to the client's employees, the client will be charged the fee indicated in the fiduciary advisory contract.</p> <p><b><u>Consulting Service</u></b></p> <p>COMPASS may, at its sole discretion, also perform a one-time or special consulting project. When provided, a client will be charged \$250 per hour or a fixed fee depending on the assignment's requirements, normally subject to a \$2,500 minimum fee. Clients will be billed for services provided either monthly or upon completion of the assignment, depending upon the arrangements made between COMPASS and the client. COMPASS or the client may terminate their agreement at any time, but the client will be responsible for payment of services provided prior to termination. Fees for consulting services are normally not negotiable.</p>	
1.A.(9) and 1.D.	<p>Louis E. Conrad II, President of COMPASS, has instructed investment and financial planning classes in a local college's evening, non-credit program and may teach at similar programs in the future. Mr. Conrad receives compensation for these services. Mr. Conrad may also hold seminars for and make presentations to the public, speak on radio and television programs, and write for local and national publications on investment- and financial planning-related topics.</p>	
3.A. and 3.G.(3)	<p>Although COMPASS may occasionally offer clarification and/or advice to clients on proxy solicitations that they receive for their equity or mutual fund holdings, COMPASS does not vote proxies on behalf of clients.</p>	
3.K.(3)	<p>COMPASS will advise clients, on an unsolicited basis, with respect to various types of partnership interests, including, but not limited to, venture capital, hedge funds, and leveraged buy-out funds.</p>	
5.	<p>Each of COMPASS' employees has demonstrated the highest ethical and client service standards. Generally, COMPASS' professionals have at least a four-year college degree, preferably business-oriented. In addition, a related professional designation, such as CFA, CFP, or PFS is also preferred, along with significant and relevant work experience.</p>	

Complete amended pages in full, circle amended items and file with execution page (page 1). PAGE 4

**Schedule F of  
Form ADV  
Continuation Sheet for Form ADV  
Part II**

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Item of Form (identify)	Answer
6.	<p><b><u>Background of Principal</u></b></p> <p>Name: Louis E. Conrad II Year of Birth: 1963 Post-High School Education:</p> <ul style="list-style-type: none"> <li>• MBA, The University of Chicago (1989)</li> <li>• BS magna cum laude, Northeastern University (1985)</li> <li>• Chartered Financial Analyst (CFA--1993)</li> <li>• Additional course work taken at Boston University's Financial Planning Program</li> </ul> <p>Business Background (preceding 5 years):</p> <ul style="list-style-type: none"> <li>• 2000 - Present President, COMPASS Wealth Management, LLC (and its predecessor, COMPASS Investment Advisors, LLC)</li> </ul>
9.E.	<p>COMPASS will not purchase or sell securities for its own account. COMPASS' employees may purchase or sell securities that COMPASS recommends to clients. Normally, COMPASS does not advise clients on the purchase of individual securities, but may occasionally recommend the disposition of currently held positions. Further, COMPASS most often advises its clients on the purchase or sale of open-end mutual funds and exchange-traded funds. COMPASS and its employees are aware of the potential for conflicts of interest; as such, no employee transactions may take place in individual securities ahead of those for COMPASS' clients. Each employee is required to file a securities transaction report with COMPASS within 10 days of the end of each calendar quarter in order to verify compliance with the firm's trading policy.</p> <p>COMPASS' Code of Ethics, which every employee must adhere to in the provision of services to clients, outlines various policies, including standards of business conduct, prohibition against insider trading, personal securities transactions, and protecting the confidentiality of client information. The firm's Code of Ethics is available to any client or prospective client upon request.</p>
10.	<p>COMPASS does not impose a minimum dollar value of assets as a condition to provide its services. However, as outlined in response to item 1.D., for services offered to individuals and families, <i>Wealth Management Solutions</i> normally requires a minimum annual fee of \$2,500 and the Consulting Service normally requires a minimum fee of \$2,500. For services offered to retirement plan sponsors, the <i>Fiduciary Advisory Service</i> normally requires a minimum annual fee of \$5,000 and the Consulting Service</p>

Complete amended pages in full, circle amended items and file with execution page (page 1). PAGE 5

**Schedule F of  
Form ADV  
Continuation Sheet for Form ADV  
Part II**

Applicant:	SEC File Number:	Date:
COMPASS Wealth Management, LLC	801-	06/25/10

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Form ADV: COMPASS Wealth Management, LLC	IRS Empl. Ident. No.:
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Item of Form (identify)	Answer
11.A. and 11.B.	<p>normally requires a minimum fee of \$2,500.</p> <p>The type and frequency of account reviews conducted by COMPASS depends upon whether the client has engaged COMPASS as an individual or family, or as a corporation.</p> <p><b><u>INDIVIDUAL AND FAMILY SERVICES</u></b></p> <p><b><u>Wealth Management Solutions</u></b></p> <p>The investment accounts of clients who are part of <i>Wealth Management Solutions</i> receive ongoing monitoring and evaluation by the principal of COMPASS. All clients of <i>Wealth Management Solutions</i> are encouraged to meet with COMPASS' principal on an annual basis, though more frequent meetings are encouraged depending upon a client's needs and asset base.</p> <p>Certain events will also trigger review of an account, including a decision to add or eliminate a particular investment, to offset gains with losses for tax purposes, to raise cash for distribution to a client at their request, to invest new cash contributions, and to rebalance a portfolio's asset mix based upon a client's investment objectives or financial circumstances. Consequently, it is imperative that the client inform COMPASS of changing circumstances. Regular meetings between COMPASS and the client encourage and assist in this process.</p> <p>Depending on the purpose of a meeting, an investment summary report, retirement planning analysis, or other material are often prepared for each formal client meeting. Clients also receive monthly investment statements, as well as confirmations of transactions performed on their behalf from the custodian(s) and/or broker-dealer(s).</p> <p><b><u>Consulting Service</u></b></p> <p>It should be noted that Consulting Service clients do not receive ongoing monitoring and evaluation of their investment accounts and, consequently, do not receive regularly scheduled reviews. Consulting Service clients may receive, as part of the agreed to consulting assignment, a report reviewing recommendations that require their implementation.</p> <p><b><u>CORPORATE SERVICES</u></b></p>

Complete amended pages in full, circle amended items and file with execution page (page 1). PAGE 6

**Schedule F of  
Form ADV  
Continuation Sheet for Form ADV  
Part II**

Applicant:	SEC File Number:	Date:
COMPASS Wealth Management, LLC	801-	06/25/10

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Form ADV: COMPASS Wealth Management, LLC	IRS Empl. Ident. No.:
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Item of Form (identify)	Answer
12.A.(1), (2), (3), and (4), 12.B.	<p><b><u>Fiduciary Advisory Service</u></b></p> <p>The type and frequency of reviews conducted by COMPASS are dependent upon the needs of each retirement plan sponsor to meet its fiduciary requirements; however, all <i>Fiduciary Advisory Service</i> clients are encouraged to meet with COMPASS' principal on at least an annual basis. COMPASS documents each meeting on behalf of the plan sponsor.</p> <p>Reviews may include an evaluation of a plan's investment offering, including adequacy of the existing line up and compliance with investment policy statement guidelines. In addition, COMPASS may provide new investment options for review by the client on which COMPASS has performed detailed due diligence.</p> <p><b><u>Consulting Service</u></b></p> <p>It should be noted that Consulting Service clients do not receive ongoing monitoring and evaluation of their investment offering and, consequently, do not receive regularly scheduled reviews.</p> <p>Clients who participate in <i>Wealth Management Solutions</i> grant COMPASS a limited power of attorney. Consequently, they authorize COMPASS to determine, without obtaining the client's prior approval, which securities and the amount of securities to be purchased or sold, as well as the broker-dealer to be used and any transaction and/or commission rates paid. Such authority applies only to discretionary accounts within <i>Wealth Management Solutions</i>, unless the client has provided COMPASS with access to make discretionary trades in their employer-sponsored retirement or other accounts.</p> <p>For clients for whom COMPASS manages assets in discretionary accounts, COMPASS has enlisted the services of Fidelity Investments and its affiliated companies, Fidelity Institutional Wealth Services, Fidelity Brokerage Services, and/or National Financial Services in the provision of custody, trade execution, clearance, and settlement of client transactions. COMPASS is independent of and unaffiliated with these companies. COMPASS receives some benefits for its use of the services provided by Fidelity Investments and its affiliated companies. (Please see the disclosure under Item 13.A. below.)</p> <p>Clients of COMPASS do not pay higher fees, transaction costs, commissions, or similar expenses as a result of the services provided by Fidelity Investments and its affiliates to COMPASS. Further, Fidelity's fees and commissions are considered to be competitive based upon an initial survey conducted by COMPASS and subsequent</p>

Complete amended pages in full, circle amended items and file with execution page (page 1). PAGE 7

**Schedule F of  
Form ADV  
Continuation Sheet for Form ADV  
Part II**

Applicant:	SEC File Number:	Date:
COMPASS Wealth Management, LLC	801-	06/25/10

(Do not use this Schedule as a continuation sheet for Form ADV Part I or any other schedules.)

1. Full name of applicant exactly as stated in Item 1A of Form ADV: COMPASS Wealth Management, LLC	IRS Empl. Ident. No.:
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Item of Form (identify)	Answer
13.A.	<p>reviews of broker-dealer pricing. COMPASS evaluates broker-dealers on the basis of the quality and breadth of their service offering, trading capability, and commission rates.</p> <p>As discussed under Item 12.B. above, COMPASS uses the institutional services of Fidelity Investments and its affiliates for custody and brokerage services of clients' discretionary accounts. Although COMPASS receives economic benefits from Fidelity, there is no direct link between COMPASS' use of Fidelity's services and the financial advice COMPASS provides to its clients. The economic benefits that COMPASS receives from Fidelity include access to an electronic communications network for client order entry and account information; access to an institutional trading desk; access to mutual funds and institutional money managers; receipt of duplicate client statements and trade confirmations; the ability to have advisory fees deducted directly from client accounts; research-related products and tools; consulting services; and discounts on compliance, marketing, research, technology, and practice management products and services provided by third party vendors. The benefits that COMPASS receives do not depend on the amount of brokerage transactions directed to Fidelity Investments and its affiliates.</p> <p>As part of COMPASS' fiduciary duty to clients, COMPASS endeavors to place the interests of its clients first at all times. Clients should be aware, however, that the receipt of economic benefits by COMPASS in and of itself creates a potential conflict of interest.</p> <p>COMPASS, as a matter of policy and practice, does not have any formal or informal arrangements or commitments to utilize research, research-related products, and other services obtained from the broker-dealer or third parties on a soft dollar commission basis.</p>

Complete amended pages in full, circle amended items and file with execution page (page 1). PAGE 8