

## **Firm Brochure**

(Part 2A of Form ADV)

### **RETIREMENT WEALTH MANAGEMENT, INC.**

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**Keswick, VA 22947**

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**Wealthretirement.com**

**Retirementwealth@gmail.com**

This brochure provides information about the qualifications and business practices of RETIREMENT WEALTH MANAGEMENT, INC. If you have questions about this information, please contact us at 434.202.1358 or Retirementwealth@gmail.com. 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 RETIREMENT WEALTH MANAGEMENT, INC. is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

3/30/2011

RETIREMENT WEALTH MANAGEMENT, INC. is a registered investment advisor. This does not imply a certain level of skill or training.

### **Material Changes**

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#### **Annual Update**

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

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**Material Changes since the Last Update**

The U.S. Securities and Exchange Commission issued a final rule in July 2010 requiring advisers to provide a Firm Brochure in narrative “plain English” format. The new final rule specifies mandatory sections and organization.

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**Full Brochure Available**

If you want a complete copy of our Firm Brochure, please contact us by telephone at 434.202.1358 or by e-mail at Retirementwealth@gmail.com.

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# Advisory Business

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## Firm Description

RETIREMENT WEALTH MANAGEMENT, INC. ("RWM") was founded in 1999.

RWM provides personal, confidential investment management services to individuals, pension and profit sharing plans, trusts, estates and small businesses. RWM's investment management services consist of making investments for each client based on his or her individual needs and changing market conditions. In addition, this guidance may include tax planning and retirement planning as they relate to investment management, depending on the needs of each client.

RWM is a fee-only investment management firm. RWM does not sell stocks, bonds, mutual funds, annuities, insurance, limited partnerships or other commissioned products. RWM is not affiliated with entities that sell financial products or securities. RWM does not accept commissions in any form. No finder's fees are accepted.

RWM does not act as a custodian of client assets. The client always maintains ownership and control of his or her assets. RWM makes transactions for clients under a limited power of attorney.

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## Principal Owners

Philip A. Springer is the 100% stockholder of Retirement Wealth Management, Inc.

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## Types of Advisory Services

RWM provides investment supervisory services, also known as asset management services, by managing investment advisory accounts.

As of 3/30/2011, RWM manages approximately \$49 million in assets for approximately 78 clients. Approximately \$48 million is managed on a discretionary basis, and \$0 is managed on a non-discretionary basis.

RWM's service is limited to investment management and to other financial areas that may affect how RWM provides that service to each client.

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## Tailored Relationships

Based on discussions with each client, in which his or her particular circumstances and risk tolerance are established, RWM develops a client's personal investment policy and manages his or her investment assets based on that information. A client may impose restrictions on investing in certain types of securities.

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**Types of Agreements**

The following agreements define the typical client relationships.

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**Financial Planning Agreement**

Not Applicable

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**Advisory Service Agreement**

Not Applicable

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**Retainer Agreement**

Not Applicable

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**Investment Management Agreement**

Most clients choose to have RWM manage their investment assets on an ongoing basis. The annual fee for Investment Management is based on a percentage of the investable assets, with a sliding scale according to portfolio size. This is the fee schedule:

- 1.00% for \$350,000.
- 0.85% for \$500,000.
- 0.75% for \$750,000.
- 0.65% for \$1 million.
- 0.5% for \$2 million or more.

Current client relationships may exist where the fees are higher or lower than the fee schedule above. The investment minimum and annual fee percentage may be negotiable.

The Investment Management Agreement is an ongoing agreement. The client or RWM may terminate an Agreement by written notice to the other party. At termination, fees will be refunded on a pro rata basis for the unused portion of the quarter.

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**Tax Preparation Agreement**

Not Applicable

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**Hourly Planning Engagements**

RWM provides an hourly planning service for clients who want analysis and recommendations on a one-time or periodic basis. The hourly rate for this service is \$300.

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**Asset Management**

RWM invests client assets primarily in individual stocks, no-load mutual funds and exchange-traded funds, primarily through discount brokers. Fund companies charge fund shareholders an investment management fee that is disclosed in the fund prospectus. Discount brokerages may charge a transaction fee for the purchase of some funds.

RWM buys these assets primarily through a brokerage account. The brokerage firm charges a fee for transactions of stocks, bonds, exchange-traded funds and some mutual funds. RWM does not receive any compensation, in any form, from fund companies.

Investments may also include closed-end funds, master limited partnerships, warrants, corporate debt securities, commercial paper, certificates of deposit, municipal securities, variable annuities, and U.S. government securities.

Initial public offerings (IPOs) are not available through RWM

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**Termination of Agreement**

A Client may terminate any agreement at any time by notifying RWM in writing. If the client made an advance payment for investment services, RWM will refund any unearned portion of the advance payment.

RWM may terminate any agreement by notifying the client in writing. If the client made an advance payment, RWM will refund any unearned portion of the advance payment.

## **Fees and Compensation**

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**Description**

RWM. bases its fees on a percentage of assets under management or hourly charges. Fees may be negotiable. For additional information, see Investment Management Agreement above.

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**Fee Billing**

Investment management fees usually are billed quarterly, mostly in advance. In practice, we invoice you during the first month of each three-month billing period. Payment in full is expected at that time. Fees usually are deducted from a designated client account to facilitate billing. The client must consent in advance to direct debiting of the investment account.

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**Other Fees**

Custodians may charge transaction fees on purchases or sales of stocks, exchange-traded funds, some mutual funds and other vehicles. These transaction charges usually are small and incidental to the purchase or sale cost of a security. Selection of the security is more important than the nominal

transaction fee the custodian may charge. Please see Selecting Brokerage Firms below.

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**Expense Ratios**

Mutual funds and exchange-traded funds charge a management fee for their services as investment managers. The management fee is called an expense ratio. For example, an expense ratio of 0.50 means that the mutual fund company charges 0.5% for their services. These fees are in addition to the fees you pay to RWM. However, fund performance figures are net numbers, after fees have been deducted.

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**Past Due Accounts and Termination of Agreement**

RWM reserves the right to cease management of any account that is more than 30 days overdue. RWM also reserves the right to terminate management if a client has refused to provide pertinent information about financial situations when necessary and appropriate, in RWM's judgment, to providing suitable, appropriate investment management. Any unused portion of fees collected in advance will be refunded within 30 days.

## Performance-Based Fees

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**Sharing of Capital Gains**

Management fees are not based on a share of capital gains or capital appreciation of managed securities.

RWM does not use a performance-based fee structure because of the potential conflict of interest. Performance-based compensation may create an incentive for the adviser to recommend investments that may carry higher, inappropriate risks to the client.

## Types of Clients

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**Description**

RWM generally provides investment advice to individuals, pension and profit sharing plans, trusts, estates, business or corporate entities.

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**Account Minimums**

The minimum portfolio size is \$350,000 of assets under management, which may be divided among separate accounts.

RWM has the discretion to waive the account minimum. However, clients with assets below the minimum account size may pay a higher percentage rate in annual fees than do clients with greater assets under management.



# Methods of Analysis, Investment Strategies and Risk of Loss

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## Methods of Analysis

Security analysis methods may include fundamental analysis, technical analysis and business-cyclical analysis.

The main sources of information include specialized services that provide information and analysis; financial publications, news of corporate activities, research materials prepared by others, corporate rating services, annual reports and government filings.

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## Investment Strategies

Our primary investment strategies are based on each client's financial situation, including the need for income and risk tolerance; and investment-market conditions, which can change rapidly. Risk control is essential. We act to reduce risk during adverse market periods.

We use individual stocks, actively managed mutual funds and unmanaged exchange-traded funds. We invest in U.S. and non-U.S. vehicles for global diversification.

We aim to hold our investments for the long term. That sometimes is impractical given changes in overall market conditions, individual company circumstances and client needs.

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## Risk of Loss

All investments carry certain risks. Risk control, or reducing potential losses under adverse market conditions, is a primary goal. Investors face the following investment risks:

- **Market risk:** Prices of investments may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of an individual security's particular circumstances. For example, political, economic and social conditions may trigger significant broad-market moves.
- **Interest-rate risk:** Fluctuations in interest rates may cause investment prices to fluctuate. For example, rising interest rates rise boost the yields on existing bonds, causing their market values to decline.
- **Inflation risk:** Inflation reduces the purchasing power of your money. It can also affect the value of some investment assets.
- **Currency risk:** Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange-rate risk.
- **Reinvestment risk:** This is the risk that future proceeds from fixed-income securities may have to be reinvested at a lower interest rate.

- Business risk: This is associated with a particular industry or company within an industry.
- Liquidity risk: Liquidity is the ability to readily convert an investment into cash. RWM focuses on liquid assets in its investment selection process as much as possible.
- Financial Risk: Excessive borrowing by a company to finance its operations increases the potential for profitability in good times and reduces it in bad times. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

## Disciplinary Information

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### Legal and Disciplinary

RWM and its employees have never been involved in legal or disciplinary events related to past or present investment clients.

## Other Financial Industry Activities and Affiliations

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### Financial Industry Activities

RWM is not registered as a securities broker-dealer, or a futures commission merchant, commodity pool operator or commodity trading advisor.

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### Affiliations

RWM has no arrangements that are material to its advisory service or its clients with a related person who is a broker-dealer, investment company, other investment advisor, financial planning firm, commodity pool operator, commodity trading adviser or futures commission merchant, banking or thrift institution, accounting firm, law firm, insurance company or agency, pension consultant, real estate broker or dealer, or an entity that creates or packages limited partnerships.

## Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

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### Code of Ethics

RWM's code of ethics, in brief, is that the client comes first, without conflicts of interest. We are required to act in our clients' best interests. The employees of RWM have committed to a Code of Ethics that is available for review by clients and prospective clients upon request.

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**Participation or Interest in Client Transactions**

RWM and its employees may buy or sell securities that also are held by clients. Employees may not trade their own securities ahead of client trades. Employees comply with the provisions of the *RWM Compliance Manual*.

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**Personal Trading**

The Chief Compliance Officer of RWM is Philip A. Springer. He reviews all employee trades. Clients of the firm receive preferential treatment.

## **Brokerage Practices**

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**Selecting Brokerage Firms**

RWM does not have any affiliation with product sales firms. RWM makes custodian recommendations to clients based on their need for such services. RWM recommends custodians based on the firm's integrity, financial responsibility, overall services and best execution of orders at reasonable commission rates.

RWM recommends as a qualified custodian Charles Schwab & Co., Inc. RWM is an registered investment advisor that works with Charles Schwab. RWM does not receive fees or commissions from Charles Schwab or any other firm.

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**Best Execution**

RWM reviews the execution of trades each quarter. Trading fees charged by custodians also are reviewed on a quarterly basis. RWM does not receive any portion of the trading fees.

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**Soft Dollars**

RWM may receive a software maintenance credit of from Charles Schwab & Co. that can reduce annual maintenance fees for our portfolio management software because client assets are custodied at Schwab. To our knowledge, RWM currently receives no such credit. Selection of Charles Schwab as a custodian for clients is not affected by this credit.

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**Order Aggregation**

To achieve best trade execution, RWM aggregates trades involving two or more clients at the same time for stocks and exchange-traded funds so that every client receives the same price. Trades for mutual funds do not benefit from trade aggregation.

## Review of Accounts

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### Periodic Reviews

Chief investment officer Philip Springer reviews each account at least quarterly. Account reviews are performed more frequently when market conditions dictate.

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### Review Triggers

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

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### Regular Reports

Each client receives at least a quarterly communication about his or her investments. In addition, RWM provides periodic reports from chief investment officer Philip Springer.

## Client Referrals and Other Compensation

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### Incoming Referrals

RWM has been fortunate to receive client referrals over the years. RWM does not compensate referring parties for these referrals.

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### Referrals Out

RWM does not accept referral fees or any form of remuneration if it refers clients or others to other professionals.

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### Other Compensation

RWM does not receive any other compensation of any kind.

## Custody

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### SEC "Custody"

RWM does not have custody of client assets.

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### Account Statements

All client assets are held at qualified custodians. Custodians provide account statements directly to clients at their address of record at least quarterly.

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### Performance Reports

Clients are urged to compare the account statements received directly from their custodians with the performance report statements provided by RWM.

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**Net Worth Statements**

Not Applicable

**Investment Discretion**

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**Discretionary Authority for Trading**

RWM accepts discretionary authority to manage securities accounts on behalf of its clients. RWM has the authority to determine, without obtaining specific client consent, the securities to be bought or sold, and the amount of the securities to be bought or sold.

The client approves the custodian to be used. RWM does not receive any portion of transaction fees or commissions paid by the client to the custodian.

Discretionary trading authority facilitates placing trades in your accounts on your behalf on a timely basis.

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**Limited Power of Attorney**

A limited power of attorney is a trading authorization for this purpose. You sign a limited power of attorney so that we may execute trades on your behalf.

**Voting Client Securities**

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**Proxy Votes**

Unless the client designates otherwise, RWM votes proxies for securities over which it maintains discretionary authority consistent with its proxy voting policy. A copy of RWM's proxy voting policy is available upon request.

**Financial Information**

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**Financial Condition**

RWM does not have any financial impairment that will preclude it from meeting contractual commitments to clients.

A balance sheet is not required to be provided because RWM does not serve as a custodian for client funds or securities, and it does not require prepayment of fees of more than \$1,200 per client, six months in advance.

# Business Continuity Plan

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## General

RWM has a Business Continuity Plan that provides steps to mitigate and recover from the loss of office space, communications, services or key people.

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## Disasters

The Business Continuity Plan covers natural disasters and man-made disasters. Electronic files are backed up daily and archived offsite.

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## Alternate Offices

If our contact information must be changed or our office moved to another location, we will contact all clients promptly.

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## Loss of Key Personnel

RWM is in the process of seeking a Business Continuation Agreement with another financial advisory firm to support RWM in the event of serious disability or death.

# Information Security Program

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## Information Security

RWM maintains an information security program to reduce the risk that your personal and confidential information may be breached.

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## Privacy Notice

RWM is committed to maintaining the confidentiality, integrity and security of the personal information that is entrusted to us.

The categories of nonpublic information that we collect from you may include information about your personal finances, information about your health to the extent that it is needed for the financial planning process, information about transactions between you and third parties, and information from consumer reporting agencies, e.g., credit reports. We use this information to help you meet your personal financial goals.

With your permission, we disclose limited information to attorneys, accountants, and mortgage lenders with whom you have established a relationship. You may opt out from our sharing information with these nonaffiliated third parties by notifying us at any time by tele434.202.1358, mail, fax, Retirementwealth@gmail.com, or in person. With your permission, we share a limited amount of information about you with your brokerage firm in order to execute securities transactions on your behalf.

We maintain a secure office to ensure that your information is not placed at unreasonable risk. We employ a firewall barrier, secure data encryption techniques and authentication procedures in our computer environment.

We do not provide your personal information to mailing list vendors or solicitors. We require strict confidentiality in our agreements with unaffiliated third parties that require access to your personal information, including financial service companies, consultants, and auditors. Federal and state securities regulators may review our Company records and your personal records as permitted by law.

Personally identifiable information about you will be maintained while you are a client, and for the required period thereafter that records are required to be maintained by federal and state securities laws. After that time, information may be destroyed.

We will notify you if our privacy policy changes. We are required by law to deliver this *Privacy Notice* to you annually, in writing.

## Brochure Supplement (Part 2B of Form ADV)

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### Education and Business Standards

Advisory persons that may become associated with RWM will be required to possess at least a college degree and/or appropriate business experience and all required licenses. Advisors also must have work experience that demonstrates their aptitude for investment management.

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### Professional Certifications

Not Applicable

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### Philip A. Springer

#### Business Experience

President, Retirement Wealth Management, Inc., 1999-Present

Editor, Leeb's Income Performance, 2008-Present

Editor, The Retirement Letter, 1995-2001

Editor, Executive Wealth Advisory, 1981-1994

Education: Beloit College, BA, 1972

Born 1950

Contact information:

434.202.1358

RETIREMENTWEALTH@GMAIL.COM

Arbitration Claims: None

Self-Regulatory Organization or Administrative Proceeding: None

Bankruptcy Petition: None