

Form ADV Part 2A Brochure



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This Brochure provides information about the qualifications and business practices of Charter Capital Management, Inc. (“CCM”). If you have any questions about the contents of this Brochure, please contact us at (414) 257-3700 or office@chartercapital.net. 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.

CCM is a registered investment adviser. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information with which you determine to hire or retain an Adviser.

Additional information about CCM is also available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 – Material Changes

Below is a summary of material changes made to our FORM ADV Part 2A since our July 28, 2011 Filing.

Item 4 – Advisory Business

A change was made to reflect CCM's change of ownership from Lauren E. Toll to Joel T. Hassler and Daniel R. Glaser.

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Item 4 – Advisory Business

Charter Capital Management, Inc (herein referred to as “CCM”) is an independent, fee-based financial management firm offering investment advisory and financial planning services. CCM provides management services to individuals, high net worth individuals, trusts, pension and profit-sharing plans and foundations.

CCM provides investment management services, with portfolio development and management tailored to meet the needs and investment objectives of the client. CCM continues to monitor these portfolios, updating and revising positions as deemed necessary by CCM's research and analysis or as changes occur in the client's investment objective. CCM invests in individual stocks and bonds, mutual funds, exchange traded funds, and money market securities for its managed accounts. CCM places trades for clients under a limited power of attorney. CCM does not act as a custodian of client assets; the client always maintains control of assets.

In conjunction with its investment management services, CCM also provides financial planning services which may include one or more of the following: retirement income planning, education funding, tax planning and strategies, estate planning, charitable giving, advising on employee benefits and social security, and insurance review. In the course of carrying out these services CCM may coordinate with the client's accountant, attorney and insurance agent.

CCM was founded in 1977 as an independent investment advisory firm. The firm is principally owned by Joel T. Hassler and Daniel R. Glaser. As of June 30, 2011, CCM manages approximately \$90.4 million on a discretionary basis and \$2.7 million on a non-discretionary basis.

Item 5 – Fees and Compensation

Fees are calculated based on a percentage of the account's market value (asset-based fee). The specific manner in which fees are charged by CCM is established in a client's written investment advisory agreement with CCM. CCM will generally bill its fees in advance on a quarterly or semi-annual basis. Clients may elect to be billed directly for fees or to authorize CCM to directly debit fees from client accounts. All clients receive an invoice detailing the calculation of fees and any fee deducted from a client's account is fully disclosed on monthly account statements. Management fees shall be prorated for each capital contribution made during the applicable billing period (with the exception of de minimis contributions). No refund of fees paid for a billing period will be made if capital

withdrawals are made during a billing period. Accounts initiated during a calendar quarter will be charged a prorated fee. Upon termination of an account, any prepaid, unused quarter will be refunded. Fees for existing clients may be based on prior fee schedules. In select situations fees are negotiable.

Annual Advisory Fee Schedule

	<u>Size of Account</u>	<u>Yearly Fee</u>
First	\$ 500,000	1.00%
Next	\$ 500,000	0.90%
Next	\$ 2,000,000	0.80%
Next	\$ 2,000,000	0.60%
Over	\$ 5,000,000	0.50%

CCM's fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which shall be incurred by the client. Clients may incur certain charges imposed by custodians, brokers, third party investment and other third parties such as fees charged by managers, custodial fees, deferred sales charges, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Mutual funds and exchange-traded funds also charge internal management fees, which are disclosed in a fund's prospectus. Such charges, fees, and commissions are exclusive of, and in addition to, CCM's fee.

Item 12 further describes the factors that CCM considers in selecting or recommending broker-dealers for *client* transactions and determining the reasonableness of their compensation (*e.g.*, commissions).

Item 6 – Performance-Based Fees and Side-By-Side Management

CCM does not charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client).

Performance-based fee arrangements may create an incentive to recommend investments which may be riskier or more speculative than those which would be recommended under a different fee arrangement. Such fee arrangements also create an incentive to favor higher fee paying accounts over other accounts in the allocation of investment opportunities.

Item 7 – Types of Clients

CCM provides portfolio management services to individuals, high net worth individuals, trusts, pension and profit-sharing plans and foundations.

CCM has a minimum account size of \$100,000 or a minimum annual fee of \$1,000. CCM has the discretion to waive these minimums.

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

Methods of Analysis

CCM is responsible for identifying and implementing the methods of analysis used in selecting investments and structuring portfolios. A strategic (“long-term”) asset allocation approach is utilized in the structuring of portfolios and a “growth at reasonable prices” approach is utilized for individual stock selection. Along with its own research that incorporates historical market and economic data, CCM relies on third-party research, corporate filings and press releases, financial journals, industry publication and newspapers and prospectuses. CCM also utilizes outside third-party software to obtain data and assist in screening investment options.

Investment Strategies

CCM structures portfolios by way of a process that emphasizes asset allocation, tax efficiency, control of expenses, and strict criteria for selecting fund managers. CCM’s objective is to develop a portfolio that will provide projected long-term returns and a degree of volatility that is commensurate with the client’s return expectations and risk constraints. We achieve this by utilizing passively managed index funds and exchange-traded funds and add in actively managed funds and stocks to take advantage of market inefficiencies and opportunities.

The investment strategy for a specific client is based upon our understanding of the objectives, income needs, and tax situation of the client. Our financial planning process generally includes extensive conversation with the client about the client’s financial circumstances, concerns, expectations and ability to tolerate risk. Goals and objectives are identified during initial meetings and subsequently monitored through communications with the client and regular reviews of client data. Portfolio allocations are fluid and can change as the needs and situation of the client change.

Risk of Loss

All investment programs have inherent risks that are borne by the investor. Our investment approach constantly keeps the risk of loss in mind. Investors face the following investment risks:

- ❑ **Interest-rate Risk:** Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.
- ❑ **Market Risk:** The price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk may be caused by external factors independent of a security's particular underlying circumstances. For example, political, economic, and social conditions may trigger market events.
- ❑ **Inflation Risk:** When any type of inflation is present, a dollar today will not buy as much as a dollar next year, because purchasing power is eroding at the rate of inflation.
- ❑ **Currency Risk:** Overseas investments are subject to fluctuations in the value of the U.S. dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.
- ❑ **Reinvestment Risk:** The risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.
- ❑ **Business Risk:** These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on the lengthy process of finding oil and then refining it, before they can generate a profit.
- ❑ **Liquidity Risk:** Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.
- ❑ **Financial Risk:** Excessive borrowing to finance a business' operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

Because portfolio risk cannot be avoided or entirely controlled, CCM invests significant time educating clients about the risk and degree of volatility to expect from various asset classes and portfolios.

Item 9 – Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to one's evaluation of CCM or the integrity of CCM's management. CCM has no disciplinary events to disclose.

Item 10 – Other Financial Industry Activities and Affiliations

CCM is registered as a broker-dealer and its advisors are registered representatives of the broker dealer. CCM utilizes this broker-dealer to service smaller clients that do not have sufficient assets to meet the \$100,000 account minimum required under our fee-based investment management services. These broker-dealer activities encompass less than 10% of the normal business activities of CCM.

CCM does not purchase, for its fee-based investment advisory clients, any security from which it would receive a commission. Although, under certain instances, CCM may receive 12b1 compensation from mutual funds "inherited" into a fee-based account. "Inherited" securities are investments purchased by the client prior to CCM's involvement as an investment advisor that are latter transferred into CCM's management.

Item 11 – Code of Ethics

CCM has adopted a Code of Ethics (the "Code") that sets forth standards of conduct required of CCM and its employees, directors and officers and requires compliance with federal securities laws. Among other things, the code includes policies and procedures relating to the personal investment activities of the persons subject to the Code, including transactions involving securities that CCM has recommended to its clients and that are held by it clients. Depending upon a person's functions and duties, these policies and procedures may require pre-clearance and/or reporting of personal securities transactions, timing and other restrictions on transactions or outright prohibitions. The Code also requires the maintenance and review of certain records related to personal investment accounts and trading activity of those persons subject to the Code. A copy of the Code will be furnished, free of charge, to any person who so requests.

Item 12 – Brokerage Practices

To efficiently service our clients, CCM recommends that clients establish brokerage accounts with Fidelity Institutional Wealth Services to service as broker and custodian for their accounts. Although we recommend that clients establish accounts with Fidelity, CCM

is independently owned and operated and not affiliated with Fidelity. The primary considerations in recommending brokers are the investment options, services, and research offered by the broker along with efficient and reliable execution and competitive commission rates.

Services and research offered by the brokers may consist of research reports and publications, technological offerings which assist in the trading and monitoring of clients accounts. All services provided by Fidelity are standard services available to all participating advisors and may be used to service all of CCM's clients.

From time to time, CCM will aggregate brokerage transactions for the purpose of obtaining lower overall average commission costs and/or to obtain consistent execution for all clients involved in such transactions. CCM will not aggregate transactions unless aggregation is consistent with its duty to seek best execution for client accounts. No client will be favored over any other client. Each client that participates in an aggregated order will participate in the average share price for all of CCM's transactions in that security on a given business day with transaction costs shared pro rata based on each client's participation in the transaction or according to commission minimums set by the executing broker. If the order is partially filled, it will be allocated pro rata based on the client's participation in the transaction. Any exceptions to the aggregation policy will be conducted in the best interest of the clients affected.

Item 13 – Review of Accounts

Securities are monitored daily and client accounts are reviewed on a monthly basis. Reviews may also be triggered by client requests, economic news, security specific news, securities research, and deposits to or withdrawals from an account. When fundamental and/or economic research of CCM so indicates, changes in the portfolio may be appropriate. A change in the client's financial situation would also trigger a review of the client specific portfolio.

A committee of all CCM advisors conducts a macro review of the overall portfolio allocation and structure. The advisor that services the client's account conducts client specific reviews.

CCM clients receive account statements and transaction statements from the respective custodian. CCM provides quarterly reports that include an appraisal of the portfolio along with a performance report.

Item 14 – *Client Referrals and Other Compensation*

From time to time, CCM maintains written agreements in compliance with SEC Rule 206(4)-3 of the Investments Advisors Act of 1940, with unrelated third parties, including certified public accountants, whereby such parties are compensated for referrals of prospective advisory clients to CCM. The written agreements generally obligate CCM to pay cash solicitation fees equal to a stated percentage of CCM's advisory fees received from the solicited client. No portion of a cash solicitation fee is charged to the solicited client, and there is no difference in the level of advisory fees charged clients who have been solicited as a result of the solicitation compensation agreement.

Item 15 – *Custody*

CCM does not maintain custody of client assets, except as a consequence of our ability to withdraw our advisory fee directly from client accounts. We receive written authorization from these clients to deduct fees from their accounts and the fee is fully disclosed on the client account statement sent by the qualified custodian. Clients will receive at least quarterly account statements directly from their custodian containing a description of all activity, cash balances and portfolio holdings. CCM urges the client to carefully review such statements and compare such official custodial records to the account statements provided to them by CCM. CCM's statements may vary slightly from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

Item 16 – *Investment Discretion*

CCM receives discretionary authority (limited power of attorney) from the client at the outset of an advisory relationship to select the identity and amount of securities to be bought or sold. In all cases, however, such discretion is to be exercised in a manner consistent with the stated investment objectives for the particular client account.

When selecting securities and determining amounts, CCM observes the investment policies, limitations, and restrictions of the clients for which it advises. Investment guidelines and restrictions must be provided to CCM in writing.

Item 17 – *Voting Client Securities*

As a matter of firm policy and practice, CCM does not have any authority to and does not vote proxies on behalf of advisory clients. Clients receive proxies directly from their

account custodian(s) for their review and consideration. CCM may provide advice to clients regarding the clients' voting of proxies.

Item 18 – Financial Information

Registered investment advisers are required in this Item to provide certain financial information or disclosures about an adviser's financial condition. CCM has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients, and has not been the subject of a bankruptcy proceeding.

Also, no financial disclosure is required because CCM does not serve as a custodian for client assets and does not require prepayment of fees more than six months in advance.