

**Firm Brochure  
(Part 2A & 2B of Form ADV)**

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**This brochure provides information about the qualifications and business practices of Investor's Capital Management, LLC, a registered investment advisor. If you have any questions about the contents of this brochure, please contact us at: 866-966-9291, or by email at: [info@feesonly.com](mailto:info@feesonly.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. Registration does not imply a certain level of skill or training.**

**Additional information about Investor's Capital Management, LLC is also available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). The searchable IARD/CRD number for Investor's Capital Management, LLC is 141060.**

**March 30, 2012**

## **Item 2: Summary of Material Changes**

There have been no material changes to the Brochure since the previous version, dated March 30, 2011.

Whenever you would like to receive a complete copy of our Brochure, please contact us by telephone at: 866-966-9291 or by email at: [info@feesonly.com](mailto:info@feesonly.com).

### **Item 3: Table of Contents**

Item 2: Summary of Material Changes.....	2
Item 3: Table of Contents .....	3
Item 4: Advisory Business.....	5
Our Firm's History.....	6
Our Owners .....	6
Types of Advisory Services .....	6
Financial Planning.....	6
Asset Management .....	8
Comparable Services .....	12
Assets Under Management .....	13
Our Services are Tailored to Meet Your Needs and Any Imposed Investment Restrictions.....	13
Our Policies on Class Actions, Bankruptcies, and Other Legal Proceedings.....	13
Item 5: Fees and Compensation.....	13
Cancellation and Termination of Agreements .....	13
Item 6: Performance-Based Fees .....	14
Item 7: Types of Clients .....	14
Item 8: Methods of Analysis, Investment Strategies and Risk of Loss .....	14
Methods of Analysis .....	14
Item 9: Disciplinary Information.....	18
Item 10: Other Financial Industry Activities and Affiliations.....	18
Item 11: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading .....	18
Our Code of Ethics .....	19
Participation or Interest in Client Transactions and Personal Trading.....	20
Item 12: Brokerage Practices .....	21
Use of Brokerage Firms (Custodians), Generally .....	21
Our Recommendations of Brokerage Firms .....	22
Soft Dollars .....	23
Order Aggregation .....	23
Item 13: Review of Accounts .....	23
Regular Reports .....	24
Item 14: Payment for Client Referrals .....	25

Referral Fees Paid .....	25
Referrals Out .....	26
Item 15: Custody .....	26
Item 16: Investment Discretion .....	26
Item 17: Voting Client Securities .....	26
Item 18: Financial Information .....	26
Business Continuity Plan .....	27
Privacy Notice .....	27
Brochure Supplement (Part 2 B of Form ADV) .....	29
Education and Business Standards .....	29
Professional Certifications .....	29
Richard C. Chambers, CFP® .....	30
Julie A. Schatz, CFP® .....	31
Jennifer H. Cray, CFP® .....	32

## Item 4: Advisory Business

We offer financial planning and investment advisory services to individual clients, as well as trusts, endowments, qualified retirement plan sponsors, and business entities. We are in our 14<sup>th</sup> year of operation. We are a fee-only firm, and we currently manage \$179 million in assets (as of Dec. 31, 2011).

Investment advice is an integral part of financial planning. Advice is offered through consultation with you and may include: determination of financial objectives, identification of financial problems, cash flow management, tax planning, insurance review, investment management, education funding, retirement planning, estate planning, and other financial topics relevant to you.

We may manage securities accounts on your behalf. We have the authority to determine, without obtaining your specific consent, the securities to be bought or sold. We do not act as a custodian of your assets. You always maintain asset control. We place trades for you under a limited power of attorney.

We generally recommend institutional-class stock mutual funds with low annual expense ratios, and very low internal transaction costs. At times we may recommend other investment solutions, such as ETFs (exchange-traded funds), bond funds, individual fixed income securities, and other products. For more on our investment philosophies, and the risks of our strategies and/or specific investments recommended, please refer to Item 8.

"Fee-only" means that we are paid only by our clients, not by any third party. We sell no products. We accept no commissions. This form of compensation removes many of the conflicts of interest found with sales-oriented financial planners and investment institutions that receive commissions and other transaction-related fees.

We actively seek to avoid, or at least minimize, conflicts of interest that may exist between our firm and you. However, all investment advisory firms will likely possess some unavoidable conflicts of interest. In those instances when conflicts of interest arise, we have adopted policies that seek to keep your best interests paramount at all times. See Items 5, 11 and 12 of this Brochure, and other items, which explore in further detail how we act to keep your best interests at highest priority at all times during the course of our relationship with you. We will notify you when conflicts arise.

As members of the National Association of Personal Financial Advisors (NAPFA) and as your fiduciary, we follow these policies:

- ◆ We will exercise our best efforts to act in good faith, with candor, and in your best interests.

- ◆ We will disclose to you prior to our engagement, and throughout the term of the engagement, any conflicts of interest, which will or reasonably may compromise our impartiality or independence.
- ◆ Neither we, nor any party in which we have a financial interest, receives any compensation or other remuneration that is contingent on your purchase or sale of a financial product.
- ◆ We do not receive a fee or other compensation from another party based on the referral of a client or the client's business.

## **Our Firm's History**

Investor's Capital Management was founded in 1999 by Richard C. Chambers. It became a limited liability company in 2006.

## **Our Owners**

Richard C. Chambers is an equal partner.

Julie A. Schatz is an equal partner.

Jennifer H. Cray is an equal partner and is the Chief Compliance Officer of the firm.

## **Types of Advisory Services**

We offer two types of advisory services: financial planning and asset management.

## **Financial Planning**

We offer fee-only project and retainer-based financial planning services to individuals and families. These services may be general in nature or focused on particular areas of interest or need, depending on each client's unique circumstances.

Our primary function is providing personal financial planning services to individuals. Advice is offered in the areas of cash flow and debt management, risk management, college funding and 529 college saving plans, retirement planning, estate planning, tax planning, employee stock options, employee benefits, real estate, asset allocation, investment selection, etc.

We conduct an initial interview and gather data to assist you in determining specific needs, goals, objectives, investment horizon, and tolerance for risk. We then prepare analyses of your current financial situation and possible scenarios, when appropriate. We present the analysis and a summary of the significant observations, assumptions, and recommendations over each area that we were engaged to provide service. Upon completion of this presentation the engagement is concluded. You may choose a retainer-based service for an ongoing financial planning engagement, but it remains your responsibility to initiate contact, and it is always your responsibility to contact us if there are significant changes in your financial situation or investment objectives.

Depending on your needs and interests, we may offer advice in the form of a report. The report will assess the likelihood of you achieving various goals and objectives dependent on various personal and financial assumptions, including portfolio design, lifestyle, work and retirement plans, pursuit of charitable and/or family goals and savings and consumption behavior. Depending on your needs, the report may also address elements of tax and estate planning and insurance, including life, disability, health and long term care insurance.

We do not review or provide recommendations concerning business property and business casualty/liability insurance or professional liability insurance.

The report may include our advice regarding: net worth; cash flow; review of investment accounts, including reviewing asset allocation and providing repositioning recommendations; strategic tax planning; a review of retirement accounts and plans including recommendations; a review of insurance policies and recommendations for changes, if necessary; one or more retirement scenarios; estate planning review and recommendations; and education planning with funding recommendations.

Implementation of the recommendations is at your discretion.

### **Our Fees for Financial Planning**

Our financial planning fees may be charged as retainer fees, project fees, and/or hourly charges.

Hourly fees, if available, for financial planning services are \$280 per hour for Julie Schatz and Jennifer Cray, and \$360 per hour for Rich Chambers. When we charge on an hourly, fee-only basis for financial planning services, the hourly fees are charged to the nearest one (1) minute.

Our financial planning fee is negotiable, but generally ranges from \$4,700 to \$12,000 depending upon the level and scope of services provided and is payable partly in advance and partly over time. Discounts may be available.

Investment implementation is usually separate and has additional fees. See Asset Management services below. We may offer a retainer based on net worth. This type of retainer includes both financial planning and investment management services. The net worth retainer plan offers the core financial planning topics including investments, employee stock options and purchase plans, cash flow & spending, retirement, tax, insurance, and estate planning plus other topics specific to the client's circumstances.

In the event that you terminate our financial planning services after work has begun, the balance, if any, of our fee shall be refunded to you. You are free at all times to accept or reject any financial planning or investment recommendations from us. You are free to obtain legal, tax, accounting, and/or brokerage services to implement any of our recommendations. At your request, we may recommend the services of other professionals for implementation purposes. However, you retain absolute discretion over all such implementation decisions. Ongoing

clients are encouraged, at least on an annual basis, to review/update our previous recommendations and/or services.

In the event that your situation is substantially different than disclosed at the initial meeting, a revised fee may be provided for mutual agreement. You must approve the change of scope in advance of the additional work being performed when a fee increase is necessary.

## Asset Management

We offer investment supervisory services, also known as asset management services (discretionary); offer investment advisory accounts not involving investment supervisory services (non-discretionary); and offer investment advice through consultations.

Assets are invested primarily in no-load mutual funds and exchange-traded funds, usually through discount brokers. Fund companies charge each fund shareholder an investment management fee that is disclosed in the fund prospectus. Discount brokerages may charge a transaction fee for the purchase of some funds.

We may invest assets in actively managed funds and separately managed accounts. We may also invest in equities (stocks), corporate debt securities, commercial paper, CDs, municipal securities, U.S. government securities, and interests in publicly traded partnerships. The brokerage firm charges a transaction fee for stock and bond trades. We do not receive any compensation, in any form, from fund companies or brokerage companies.

We do not invest in wrap fee programs or manage assets for any wrap fee accounts.

We do not invest in initial public offerings (IPOs).

Investment management is limited to the investments listed in the Investment Policy Statement or selected by us. No other securities are to be managed without our consent.

Asset management clients receive investment supervisory services including a personalized asset allocation, investment selection and monitoring, and reporting on performance and realized gains. General financial planning is not included, except for net-worth based retainer clients.

The investment advisory agreement between you and us will be in effect until terminated by either party by written notice.

## Our Fees for Asset Management

Our asset management fees may be charged as flat fees or a percentage of assets under management.

Fees are negotiable. We, in our sole discretion, may waive our minimum fee and/or charge a lesser investment advisory fee based upon certain criteria (e.g., historical relationship, type of



assets, anticipated future earning capacity, anticipated future additional assets, dollar amounts of assets to be managed, related accounts, account composition, negotiations with you, etc.).

### How Fees are Calculated and Billed

For asset-based fees, billing amounts are based upon the value (market value or fair market value in the absence of market value) of your account(s) (including both securities and cash) at the end of the previous quarter (or, for new clients, upon start of trading). Valuations are derived from recognized and independent pricing sources, such as Charles Schwab & Co.

Investment management fees are billed quarterly, at the start of the three-month billing period. Payment in full is expected upon invoice presentation. Fees are usually deducted from an account designated by you to facilitate billing. You must consent in advance to direct debiting of your investment account.

### Discretionary Investment Management

We generally require a minimum investment management fee of \$1,250 each quarter. The quarterly fee is rounded to the nearest dollar. We generally charge a 0.45% add-on fee for managing individual stocks. Individual stocks have a separate fee schedule that can not be integrated with other assets for fee purposes. We may impose a 0.20% add-on fee for manually entered accounts. This Assets Under Management fee is included in the retainer fee paid by net worth-based retainer clients.

Assets Under Management	Annual Fee %
The first \$1,000,000	1.00%
The portion from \$1,000,000 to \$2,000,000	0.60%
The portion from \$2,000,000 to \$5,000,000	0.50%
The portion over \$5,000,000	0.30%

We may recommend that certain clients authorize the active discretionary management of a portion of their assets by certain independent investment manager(s).

### Cookbook (non-discretionary) Investment Management

At our discretion and only for clients with a high level of investment discipline and demonstrated expertise in Excel, online trading, and investment record keeping, some clients may accomplish much of the implementation work themselves, at a lower annual fee. The minimum requirement for this relationship is \$1,000,000 of investable assets. The "Cookbook" is an investment portfolio monthly update service offered on a fee-only basis. Fees for Investor's Cookbook, the portfolio update newsletter, email clarifications, and periodic review meetings are shown in the table just below. Investor's Cookbook is available by email and website only.

Assets Under Management	Annual Fee %
The first \$1,000,000	5,000 (\$417/month)
The portion from \$1,000,000 to \$2,000,000	0.30%
The portion from \$2,000,000 to \$5,000,000	0.25%
The portion over \$5,000,000	0.15%

Payment in full is expected upon invoice presentation. Fees are usually deducted from an account designated by you to facilitate billing. You must consent in advance to direct debiting of your investment account.

In addition to the fees in the table above, Cookbook clients may pay an hourly or flat fee for a personalized asset allocation and the related initial investment selections. Neither monitoring or reporting on performance and realized gains are provided to Cookbook investors. General financial planning is not included. Our annual investment management fee will be pro-rated and paid quarterly in advance, based on the market value of the assets on the last day of the previous year or on the investment management services start date. If the relationship is terminated, a prorated refund may be due the client based on the termination date. Fee payment is 10 days net and late payments are assessed a 1.5% monthly charge. There is a \$25 charge for returned checks or rejected fee drafts.

**Note:** ICM does not currently offer Cookbook investment management to new clients.

#### **FTJ FundChoice (non-discretionary investment management)**

In limited situations, we may recommend that certain clients authorize the active discretionary management of a portion of their assets through a program sponsored by FTJ FundChoice.

FTJ FundChoice is a program that allows you to select model asset allocation portfolios that diversify your assets among mutual funds. The mutual funds provided are from a list of no-load fund families and load-waived A share funds covering major asset classes.

FTJ FundChoice retains third-party non-affiliated money managers to design and manage the model portfolios. FTJ FundChoice will implement the model you select.

You will receive reports prepared by FTJ FundChoice no less than quarterly, showing account activity as well as positions held in the account at month end. You will also receive performance reports, describing account performance, positions and activity.

Factors that we consider in recommending FTJ FundChoice include the client's stated investment objective(s), management style, performance, reputation, financial strength, reporting, and pricing.

#### **Payment for Services**

The FTJ FundChoice fee includes selecting and monitoring third-party money managers, trading, and reporting to the client on a quarterly basis, is 0.4% to 0.5% of the market value of

the assets being managed by FTJ FundChoice. The annual investment fee is based on the average daily account balance for the period for which fees are collected, and they are automatically deducted from your account. FTJ FundChoice also charges a minimum annual administrative fee of up to \$100. FTJ FundChoice fees are exclusive of, and in addition to, our investment advisory fee set forth above. In addition to our written Brochure, you will also receive the Brochure of FTJ FundChoice. You should review the FTJ FundChoice Brochure and Terms of Use for more details about their services.

Either FundChoice or you may terminate the agreement at any time. You are responsible for the fees due up until to date of termination. You can cancel the FTJ FundChoice agreement within the first five days of signing the agreement without any penalty. If you terminate the FundChoice account after the first five days, any unused portion of the prorated fee will be returned to you.

**Note:** ICM does not currently offer FTJ FundChoice asset management to new clients.

### **Management of Conflicts of Interest between Clients**

Our relationship with you is non-exclusive; in other words, we provide investment advisory services and financial planning services to multiple clients. We seek to avoid situations in which your interest may conflict with the interest of another of our clients. However, one circumstance which could arise is a sudden sharp downturn in the values of one or more stock asset classes, thereby triggering (under adopted investment policies with the vast majority of our clients) the need to rebalance the investment portfolios following the close of any business (trading) day. In this instance, we seek to rebalance each client's investment portfolio on a timely basis, keeping in mind that most mutual fund trades occur at the end of a trading day. More information about this policy is found in your agreement.

### **Return of Unearned Fees upon Termination**

Should you terminate your engagement with us during a quarter, for any reason, the fee for such quarter is prorated to the day of termination, and the pro rata unearned amount will be refunded.

### **Other Fees or Expenses Paid in Connection with Advisory Services: Products, Custodians**

All fees paid to us for investment advisory and financial planning services are separate and distinct from the fees and expenses charged by mutual funds to their shareholders. Mutual fund expenses are generally described in each fund's prospectus. These expenses will generally include a management fee, other fund expenses, and possibly a distribution fee (12b-1). In addition, mutual funds incur transaction costs and opportunity costs, which are disclosed in the fund's prospectus or Statement of Additional Information, but which may be estimated.

You may incur transaction fees or commissions in connection with trading of mutual funds, ETFs, individual stocks and bonds (and/or principal mark-ups and mark-downs for principal

trades), which are charged by the custodian (brokerage firm holding your assets for safekeeping). The transaction costs for stock and bond trades vary. Accordingly, you should review both the fees charged by the funds (including transaction and opportunity costs within funds which are not included in a fund's annual expense ratio), the transaction fees charged by the custodian, as well as the fees charged by us, to fully understand the total amount of fees and costs paid by you, in connection with any recommended transaction. For a discussion of our practice in recommending brokers (custodians) to you and negotiating brokerage fees on your behalf, please see Item 12.

You may also incur "account termination fees" upon the transfer of an account from one brokerage firm (custodian) to another. The range for these account termination fees is believed to range generally from \$0 to \$100 at present. You should contact your custodians (brokerage firms, bank or trust company, etc.) to determine the amount of account termination fees that may be charged and deducted from your accounts.

### Comparable Services

We believe that the charges and fees offered are competitive with alternative programs available through other firms offering a similar range of services; however, lower fees for comparable services may be available from other sources. You could invest in some mutual funds directly. In that case, you would not receive the services provided by us which are designed, among other things, to assist you in determining which mutual fund or funds are most appropriate to your financial condition and objectives, undertake a disciplined approach to portfolio rebalancing while taking into account the tax ramifications, and to avoid ad hoc emotional reactions to shorter-term market events. Also, the funds of Dimensional Fund Advisors may not be available to you directly without the use of an investment advisor granted access to such funds.

### Proper Management of Conflicts of Interest Relating to the Fees You Pay Us

Many of our clients pay us flat fees. Other clients pay fees based upon a percentage of the assets we advise upon. This is a very common form of compensation for registered investment advisory firms and avoids the multiple inherent conflicts of interest associated with commission-based compensation (we do not accept commission-based compensation of any nature, nor do we accept 12b-1 fees). Asset-advised-upon percentage method of compensation can still at times lead to conflicts of interest between our firm and you as to the advice we provide. For example, conflicts of interest may arise relating to the following financial decisions in life: incur or pay down debt; gift funds to charities or to individuals; purchases of a (larger) home or cars or other non-investment assets; the purchase of a lifetime immediate annuity; expenditures of funds for travel or other activities; investment in private equity investments (private real estate ventures, closely held businesses, etc.), and the amount of funds to place in non-managed cash reserve accounts. We have adopted internal policies to properly address these and other potential conflicts of interest. Our goal is that our advice to you remains at all times in your best interests, disregarding any impact of the decision upon our firm. We will notify you when conflicts arise.

## **Assets Under Management**

As of December 31, 2011, we managed approximately \$179 million in assets for approximately 143 investment management clients. Approximately \$168 million is managed on a discretionary basis, and \$11 million on a non-discretionary basis.

## **Our Services are Tailored to Meet Your Needs and Any Imposed Investment Restrictions**

While model portfolios are utilized, advisory services generally are tailored to meet your needs. Additionally, financial planning, estate planning, tax planning, and risk management planning services are generally delivered when you engage us for such services, with planning issues prioritized and then addressed, either all at one time or over the course of several meetings. As appropriate, you will have a meeting with your advisor once per year (and often more frequently) to review any changes to your financial situation, your investment portfolio, and planning issues.

After consultation with us, you may request restrictions on investing in certain securities or types of securities. This most often occurs when you request certain social investing needs be addressed, such as through the use of mutual funds that avoid investments in certain companies.

Our agreement with you may not be assigned without your consent.

## **Our Policies on Class Actions, Bankruptcies, and Other Legal Proceedings**

You should note that we will not advise nor act on your behalf in legal proceedings involving companies whose securities are held or previously were held in your account(s), including, but not limited to, the filing of "Proofs of Claim" in class action settlements.

## **Item 5: Fees and Compensation**

Please refer to the discussion about our fees under Item 4.

## **Cancellation and Termination of Agreements**

Either party may terminate the agreement without penalty upon notice in writing to the other party. Upon termination of any account, any prepaid, unearned fees will be promptly refunded, with the refund calculations based pro rata to the date of termination. Termination of an agreement will not affect: (a) the validity of any action previously taken by us under the agreement; liabilities or obligations of the parties from transactions initiated before termination of the agreement; or your obligation to pay advisor fees (prorated through the date of termination). Upon the termination of the agreement, we will not possess any obligation to recommend or take any action with regard to the securities, cash, other investments, or tax information for your account.

## **Item 6: Performance-Based Fees**

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

We do not use a performance-based fee structure because of the potential conflict of interest. Performance-based compensation may create an incentive for the advisor to recommend an investment that may carry a higher degree of risk to you.

## **Item 7: Types of Clients**

We provide investment advice primarily to individuals and their families, including high net worth individuals, business owners and trusts.

We also may provide investment advice to pension and profit-sharing plans and plan participants as well as foundations and other institutions, and to business entities.

We reserve the right to not work with any client for any non-discriminatory reason.

## **Item 8: Methods of Analysis, Investment Strategies and Risk of Loss**

### **Methods of Analysis**

We provide the investment strategy and its implementation for all clients, utilizing a variety of securities or pooled investment vehicles (such as mutual funds). Our clients receive the benefit of our developed investment philosophies and strategies, research and due diligence, account monitoring, and personal financial planning recommendations.

Our Investment Committee establishes the overall investment strategies employed by the firm, reviews the brokerage firms we recommend to our clients, and approves of particular investments that may be used by advisors of our firm. The Investment Committee includes Richard Chambers, Julie Schatz, Jennifer Cray, and Mary Ann Anthony. Mary Ann Anthony, CFP® is a consultant who provides investment analysis services to ICM.

We draw upon expansive academic research, investment information, and certain proprietary analyses, in order to provide investment advisory services. Each of our investment management clients receives a written Investment Policy Statement, which describes a recommended strategic asset allocation.

Specific no-load (no commission) mutual funds and other investment products and securities are then selected. Your portfolios are then periodically monitored, and strategic changes to investment portfolios may be made. A disciplined approach to rebalancing is employed in order to maintain asset class exposures within desired risk tolerances, subject to model portfolio changes, tax planning or other reasons.

This information becomes the basis for the strategic asset allocation plan that we believe will best meet your stated long term personal financial goals. The strategic asset allocation provides for investments in those asset classes which we believe will possess attractive combinations of return, risk, and correlation over the long term.

A tremendous amount of academic research reveals that strategic asset allocation determines the majority of the long-term gross returns of investor's portfolios. Our selection of asset classes is driven by research into global asset classes by such academics as Professor Eugene Fama, Sr. of the University of Chicago Booth Graduate School of Business and the Center for Research in Security Prices, Professor Kenneth French of Dartmouth College, and many other academics and researchers.

The investment advice that we provide is based upon long-term investment strategies which incorporate the principles of Modern Portfolio Theory. The utilization of several different asset classes as part of an investor's portfolio is emphasized, as this has been shown to usually effect a reduction in portfolio volatility (i.e., the standard deviation of the portfolio returns) over long periods of time. We allocate and diversify your assets among various asset classes and then among individual investments, following the investment policy guidelines you agreed to.

Our investment approach is firmly rooted in the belief that markets are fairly efficient (although not always rational) and that investors' gross returns are determined principally by asset allocation decisions. A focus is provided on developing and implementing globally diversified portfolios, principally through the use of low-cost and tax-efficient passively managed stock mutual funds that are generally available only to institutional investors and clients of advisors granted access to such funds.

Investment policy and overall portfolio weightings (percentage of equities and fixed income investments) are based upon your needs and desires, perceived risk tolerance and the need to assume various risks, and investment time horizon. Your portfolio may then follow models designed by us to fit the overall weightings of equities (stocks, stock mutual funds, etc.) and fixed income investments (notes, bonds, bond funds, CDs, etc.). For other clients, the investment portfolio's strategic asset class allocation may be customized to meet the specific circumstances of a client, the presence of investments in 401(k) or other accounts, as well as a perception of the client's understanding of the fundamental forces affecting risk and return in the capital markets

In addition, your initial or revised strategic asset allocation may be influenced by a review of the relative valuation levels of various asset classes and your investment time horizon. While we attempt to identify asset class "bubbles" when they occur, we do not use market timing in managing your portfolio. Our belief is that far more money has been lost trying to time the market than by staying in the market.



## Methods of Analysis; Sources of Information

Our security analysis is based upon a number of factors, including those derived from commercially available software technology, securities rating services, general economic and market and financial information, due diligence reviews, and specific investment analyses that clients may request. The main sources of information include Litman/Gregory's AdvisorIntelligence, commercially available investment information and evaluation services, financial newspapers and journals, academic white papers and periodicals. We also may use prospectuses, statements of additional information, other issuer-prepared information, and data aggregation services (Morningstar Advisor, etc.). Investment Committee members also attend various investment and financial planning conferences. (Litman/Gregory is an investment advisory firm that offers access to their extensive research to other fee-only investment advisors for an annual fee. We respect the work from their 10-person research team for their intellectual honesty and due diligence process.)

Research is also received from consultants, including financial economists affiliated with Dimensional Funds Advisors (DFA) and other firms. DFA provides historical market analysis, risk/return analysis, and continuing education services. Various computer software programs from DFA and from other third parties may also be utilized to better model the historical and/or expected returns of designed portfolios. The historical valuation levels of various asset classes may be utilized to undertake estimates of the probable long-term (15-year) expected returns of various asset classes, as a means of aiding investment and financial planning decision-making.

## Types of Investments

You typically receive an investment portfolio that consists mainly of a mix of passive and active funds, no-load stock and bond mutual funds. The passively managed stock mutual funds offered by Dimensional Funds Advisors (DFA) are generally recommended. DFA mutual funds offer broad diversification and most are structured for low turnover so as to lessen the transaction costs incurred by the funds as they trade securities for the fund. Consequently, the DFA stock mutual funds' total fees and costs are believed to be generally lower than the total fees and expenses incurred by most other stock mutual funds (including many ETFs and index funds) when comparing funds in the same asset class(es).

Your investment portfolio may also include: individual fixed income investments (bonds, CD's, etc.), bond funds, publicly traded real estate investment trusts (REITS), commodities and arbitrage mutual funds and/or ETFs.

Insurance products such as annuities and various types of life insurance products may also be evaluated. More often, this occurs when you already possess an existing variable annuity, and a rollover of the annuity is indicated rather than redemption for tax planning purposes, in order to lower the annuity's total fees and costs and/or provide different investment choices. At times you may be advised to retain an existing annuity, or undertake partial or full surrenders of the annuity (and/or tax-free exchanges), following an evaluation of the annuity



contract, its riders, investment alternatives within the annuity and their fees and costs, including any surrender fees that may be imposed by the insurance company.

Your existing investments are evaluated in light of your investment policy objectives. We work with you to develop a plan to transition from your existing portfolio to the desired portfolio. Investment advice may be offered on any investments held by you at the start of the advisory relationship. Your portfolio holdings and strategic asset allocation are then monitored periodically, taking into account your cash flow needs.

### **Risk of Loss, Generally**

Investing in securities involves a risk of loss that you should be prepared to bear. The investment recommendations seek to limit risk through broad global diversification in equities (through broadly diversified stock mutual funds and/or separate account management programs) and investment in fixed-income securities or diversified bond funds.

However, the investment methodology still subjects you to declines in the value of your portfolios that can at times be dramatic. We believe there exists a high probability in most market environments of a long-term (15-year or greater) outperformance of small cap and value stocks, relative to large cap and growth stocks, and hence the stock (equities) portion of an investor's portfolio may be "tilted" toward small cap and value stocks. Accordingly, the normally greater expected returns of the equity portion of the portfolio will in turn often permit a greater allocation to conservative fixed income investments. We believe this is the best way to temper the shorter-term volatility of the stock market, especially, for clients who derive cash flow from their portfolios (such as clients who are in retirement years).

Given the long-term nature of the expected equity premium (i.e., the additional expected return for investing in the overall stock market, relative to less "risky" U.S. Treasury bills), and the long-term nature of the expected value and small cap effects, our investment philosophy is best suited for investors who desire a buy and hold strategy for a substantial portion of their funds. Even then, investing is inherently uncertain. While both macroeconomic and microeconomic risks are evaluated, for purposes of weighing risks and returns and for the computation of the expected returns of various asset classes (for use in financial planning decision-making), we do not generally engage in market-timing activities. We believe the equity, value and small cap effects are highly likely to occur in the future, over long periods of time. However, there can be no assurance that these effects will occur over any given time period. While we seek to reduce exposure to non-compensated risks other risks (including but not limited to the risk of a general stock market decline) may be assumed in order to seek to attain the client's longer-term financial goals and objectives; however, we cannot provide any guarantee that the client's goals and objectives will be achieved.

### **Risk of Loss, Certain Higher-Risk Securities**

Certain securities recommended, such as U.S. small cap value, U.S. small cap and micro-cap mutual funds, possess higher levels of volatility (as individual asset classes within a portfolio). We may use these securities as part of an overall strategic asset allocation for you

when we possess a reasonable belief that the risk-return relationship for these securities will likely be beneficial to you over the long term.

Please also note that while all certificates of deposit (CDs) purchased for you are FDIC-insured, the pricing of certain of these CDs, which trade in the secondary market, can vary; accordingly, due to price declines and/or transaction costs associated with trading, these CDs could lose value if redeemed prior to maturity. When CDs are recommended to you, it is our intent that you hold the CDs to maturity.

### **Cash Balances in Client Accounts**

Cash in your investment accounts are typically swept into the bank or money market mutual fund accounts of your qualified custodian. We discuss with you, during the time of review conferences and at other times, upcoming cash flow needs and seek to plan accordingly to meet those needs. While it is not the practice to encourage you to maintain a large amount of cash in your accounts, we can do so at your request. Upon your request, cash balances will be maintained for your emergency reserve or short-term purposes.

### **Item 9: Disciplinary Information**

Registered investment advisors are required to disclose all material facts regarding any legal or disciplinary events of their firm or certain management personnel which would be material to your evaluation of us or our integrity in management of your investment portfolio.

We have no legal or disciplinary events to disclose under the guidelines for such disclosure promulgated by the U.S. Securities and Exchange Commission.

### **Item 10: Other Financial Industry Activities and Affiliations**

We are not involved in any other financial industry activities (e.g. other investment advisors or broker/dealers). We have no arrangements that are material to our advisory business or you with any other entity.

### **Item 11: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading**

We seek to avoid material conflicts of interest. Accordingly, we do not receive any third-party direct monetary compensation (i.e., commissions, 12b-1 fees, or other fees) from brokerage firms (custodians) or mutual fund companies.

However, some additional services and non-direct monetary or other forms of compensation are offered and provided to us as a result of our relationships with custodian(s) and/or providers of mutual fund products. For example, our advisors may be invited to attend

educational conferences and/or entertainment events sponsored by such custodians or mutual fund companies. Other services may be provided as outlined below in Item 12. We believe that such services and benefits actually provided to us do not materially affect the investment management recommendations made to you.

Although we believe that our business methodologies, ethics rules, and adopted policies are appropriate to eliminate, or at least minimize, potential material conflicts of interest, and to manage any material conflicts of interest that may remain, you should be aware that no set of rules can possibly anticipate or relieve all potential material conflicts of interest.

## **Our Code of Ethics**

We adhere to the CERTIFIED FINANCIAL PLANNER™ Board of Standards Ethics agreement (<http://www.cfp.net/learn/codeofethics.asp>).

The principles of its ethics agreement as follows:

### **Principle 1 – Integrity**

Provide professional services with integrity.

Integrity demands honesty and candor which must not be subordinated to personal gain and advantage. Certificants are placed in positions of trust by clients, and the ultimate source of that trust is the certificant's personal integrity. Allowance can be made for innocent error and legitimate differences of opinion, but integrity cannot co-exist with deceit or subordination of one's principles.

### **Principle 2 – Objectivity**

Provide professional services objectively.

Objectivity requires intellectual honesty and impartiality. Regardless of the particular service rendered or the capacity in which a certificant functions, certificants should protect the integrity of their work, maintain objectivity and avoid subordination of their judgment.

### **Principle 3 – Competence**

Maintain the knowledge and skill necessary to provide professional services competently.

Competence means attaining and maintaining an adequate level of knowledge and skill, and application of that knowledge and skill in providing services to clients. Competence also includes the wisdom to recognize the limitations of that knowledge and when consultation with other professionals is appropriate or referral to other professionals necessary. Certificants make a continuing commitment to learning and professional improvement.

#### Principle 4 – Fairness

Be fair and reasonable in all professional relationships. Disclose conflicts of interest.

Fairness requires impartiality, intellectual honesty and disclosure of material conflicts of interest. It involves a subordination of one's own feelings, prejudices and desires so as to achieve a proper balance of conflicting interests. Fairness is treating others in the same fashion that you would want to be treated.

#### Principle 5 – Confidentiality

Protect the confidentiality of all client information.

Confidentiality means ensuring that information is accessible only to those authorized to have access. A relationship of trust and confidence with the client can only be built upon the understanding that the client's information will remain confidential.

#### Principle 6 – Professionalism

Act in a manner that demonstrates exemplary professional conduct.

Professionalism requires behaving with dignity and courtesy to clients, fellow professionals, and others in business-related activities. Certificants cooperate with fellow certificants to enhance and maintain the profession's public image and improve the quality of services.

#### Principle 7 – Diligence

Provide professional services diligently.

Diligence is the provision of services in a reasonably prompt and thorough manner, including the proper planning for, and supervision of, the rendering of professional services.

### **Participation or Interest in Client Transactions and Personal Trading**

Neither advisors, nor employees nor independent contractors of ours – "covered persons" – may make any transactions in a security that is being actively purchased or sold or is being considered for purchase or sale, on behalf of any of our clients, unless in accordance with the following Trading Policy.

#### **Trading Policy**

In order to implement our Trading Policy, the following procedures have been put into place with respect to us and our covered persons:

1. Covered persons trading individual stocks in personal accounts may trade during a trading day from market open until 8:30 a.m. Pacific Time.

2. Covered persons trading individual stocks in client accounts may trade during the hours of 9 a.m. to the end of the trading session.

#### **Exceptions to the Trading Policy:**

1. If an exception to the above is required, the covered person trading individual stocks in personal accounts or client accounts must first inform the other Covered Persons that within two hours (of the message-sent time), that stock will be traded for a personal account or client account. Covered person must receive acknowledgement that the message was received from all other covered persons before submitting the trade. Other covered persons will refrain from trading in that stock during the specified period if a possible trade-ahead with a client might occur.
2. However, if the contemplated trade is for less than 10% of the typical daily volume for the security, then the covered person does not need to inform the other covered persons.

Mutual funds are purchased or redeemed at a fixed net asset value price per share specific to the date of purchase or redemption. As such, transactions in mutual funds by Covered Persons are not likely to have an impact on the prices of the fund shares in which the clients invest, and are therefore not prohibited by our Trading Policy.

#### **Non-Public Information Policy**

We maintain and enforce the following written policies:

1. We will not use any material non-public information to effect securities transactions for any person.
2. We will document in writing any material non-public information we learn, which will be filed in the "MATERIAL, NON-PUBLIC, INFORMATION" folder and kept for a minimum of five years from the end of the calendar year in which we obtained the information.

### **Item 12: Brokerage Practices**

#### **Use of Brokerage Firms (Custodians), Generally**

Your assets must be maintained in an account at a "qualified custodian," generally a broker-dealer or bank. We primarily use the services of Charles Schwab & Co and FTJ FundChoice (see Item 4). These custodians give us access to institutional trading and custody services that are typically not available to retail investors. These services generally are available to independent investment advisors on an unsolicited basis and at no charge to them. However, not all independent investment advisors recommend their clients utilize particular custodians.

## Our Recommendations of Brokerage Firms

We recommend that clients establish brokerage accounts with the Schwab Advisor Services™ division of Charles Schwab & Co., Inc. (Schwab), a FINRA-registered broker-dealer, member SIPC, to maintain custody of clients' assets and to effect trades for their accounts. Discretionary Investment Management and Cookbook (non-discretionary) clients must maintain investment management accounts at Schwab. However, it is the client's decision to custody assets with Schwab. We are independently owned and operated and not affiliated with Schwab.

While as a fiduciary, we endeavor to act in your best interests, our desire that you maintain much of your assets in accounts at Schwab may be based in part on the benefit to our firm of the availability of some products and services at no cost to us, or at reduced costs, and not solely on the nature, cost, or quality of custody and brokerage services provided by the brokers, and this may create a potential conflict of interest. You may, therefore, pay higher transaction fees, commissions (for individual stock and ETF trades), and principal mark-ups and mark-downs (relating to purchases and sales on a principal, as opposed to an agency, basis), than those charged by other discount brokers. However, we have negotiated fees with the custodians we recommend, and we have selected these custodians for their general low fees relative to other large custodians. Also, please note that we prefer to recommend custodians that possess significant size and financial resources, for the enhanced safety of your funds. For all of these reasons, we may not recommend the lowest cost custodian for you.

## Products and Services Available to Us From Schwab

Schwab Advisor Services™ (formerly called Schwab Institutional®) is Schwab's business serving independent investment advisory firms like us. They provide us and our clients with access to its institutional brokerage – trading, custody, reporting, and related services – many of which are not typically available to Schwab retail customers. Schwab also makes available various support services. Some of those services help us manage or administer your accounts, while others help us manage and grow our business. Schwab's support services generally are available on an unsolicited basis (we don't have to request them) and at no charge to us as long as our clients collectively maintain a total of at least \$10 million of their assets in accounts at Schwab. Following is a more detailed description of Schwab's support services:

**Services That Benefit You:** Schwab's institutional brokerage services include access to a broad range of investment products, execution of securities transactions, and custody of client assets. The investment products available through Schwab include some to which we might not otherwise have access or that would require a significantly higher minimum initial investment by our clients.

**Services That May Not Directly Benefit You:** Schwab also makes available to us other products and services that benefit us but may not directly benefit you or your account. These products and services may help us manage and administer your accounts. They include investment research, both Schwab's own and that of third parties. In addition to investment research, Schwab also makes available software and other technology that:

- ☐ Provide access to client account data (such as duplicate trade confirmations and account statements)
- ☐ Facilitate trade execution
- ☐ Provide pricing and other market data
- ☐ Facilitate payment of our fees from our clients' accounts
- ☐ Assist with back-office functions, recordkeeping, and client reporting

**Services That Generally Benefit Only Us:** Schwab also offers other services intended to help us manage and further develop our business enterprise. These services include:

- ☐ Educational conferences and events
- ☐ Consulting on technology, compliance, legal, and business needs
- ☐ Publications and conferences on practice management and business succession

Schwab may provide some of these services itself. In other cases, it will arrange for third-party vendors to provide the services to us. Schwab may also provide us with other benefits, such as occasional business entertainment for our advisors.

## Soft Dollars

We receive a credit from Schwab because some client assets are custodied at Schwab. This credit offsets annual maintenance fees for our portfolio management software. All clients benefit from this credit, as it reduces our overall expenses.

The selection of Schwab as a custodian for you is not affected by this nominal credit.

We understand our duty for best execution and consider all factors in making recommendations to you. We review Schwab's best execution annually.

## Order Aggregation

We have chosen to not aggregate (combine) the trades of our clients. This is due to the fact that most trade decisions require individual analysis.

## Item 13: Review of Accounts

Portfolio reviews and rebalancing of your portfolio, for the assets held under advisement with us will be undertaken: (1) periodically; (2) upon request, and (3) upon a substantial asset class increase or decline, under the following adopted policies and procedures.



We review your portfolio periodically to determine if the values in any asset class have strayed beyond their target minimums or maximums, and for purposes of meeting your cash flow needs. Even if one or more asset classes fall outside their target minimums or maximums, we may determine not to rebalance the asset class for various reasons, such as avoidance of short-term capital gains, deferring long-term capital gains realization, minimization of transaction costs, or our view on whether the asset class is undervalued or overvalued relative to historic norms and our view of the level of the macroeconomic risks to which the asset class may be exposed. Such in-house portfolio reviews are subject to additional restrictions set forth below.

Additional portfolio reviews are undertaken upon your request, such as when special cash needs arise or when additional cash or securities are added to the investment portfolio. We will respond to such requests within a reasonable period of time.

We prefer to purchase additional shares in those stock mutual funds that you currently own, unless we judge that a substitute fund is more appropriate, for valid reasons such as avoiding wash sale rules, fund closing, etc.

We may also make sales and purchases to effect tax-loss harvesting, in addition to rebalancing actions.

In undertaking rebalancing actions, we will seek to rebalance one or more asset classes closer to the targets. We may decline to rebalance a specific asset class, due to tax concerns, high transaction costs relative to the trade amount, or other reasons.

## **Regular Reports**

### **From Us**

Investment management clients receive periodic communications from us on at least a quarterly basis. The written updates include a performance report and management fee billing statement.

While we are hopeful that the information supplied by custodians is reliable, we cannot guarantee its accuracy.

### **From the Custodians**

You may also directly access account information via the secure websites of your custodian (Schwab or FTJ) each and every business day. You will receive account statements directly from the custodians at least quarterly. You will also receive trade confirmations. These reports will be sent to the email or postal mailing address you provide to the custodian. You should carefully review those statements promptly when you receive them. We also strongly urge you to compare the custodian's account statements to the periodic reports you will receive from us.



Despite the best efforts of any firm to safeguard client's assets, fraud could still occur. While we hope that you trust our firm and advisors, and we have never had an instance of theft of client funds, we believe it is nevertheless important for you to verify your investment holdings.

Should you detect any unauthorized trading in an account, or unauthorized transfers of cash or securities, you are asked to contact Jennifer Cray, Chief Compliance Officer, at 1-866-966-9291.

## **Item 14: Payment for Client Referrals**

### **Referral Fees Paid**

We have an agreement with MedCentric Financial Network (MFN) whereby MFN may refer to us physicians or other individuals seeking financial advice and investment management services. For its participation in this referral program, we pay a referral fee of between 12% and 17% of the amount invoiced to persons referred by MFN for investment management services. Also if they refer an individual to us, and the individual referred engages us for asset management services, then MFN will share in 7.5% of the revenue generated from such services. This fee covers the cost of all referrals made to us by MFN. We will not charge clients referred by MFN fees or costs greater than the fees or costs that we charge our other advisory clients for similar services. We may also be paid by the employer of certain referrals provided by MFN a separate fee specifically for providing financial planning services. Otherwise, all compensation paid to us is paid directly by clients.

Our advisors are all Registered Financial Advisors® of the National Association of Personal Financial Advisors (NAPFA), a nationwide network of professional, fee-only financial advisors. Clients and prospective clients may be referred to us by NAPFA's website, [www.napfa.org](http://www.napfa.org). We may pay membership fees to NAPFA, but nothing is paid to NAPFA for client referrals. Clients referred by NAPFA do not pay more for our services than clients who learn about us from any other referral source.

All NAPFA-Registered Financial Advisors® must adhere to NAPFA's Fiduciary Oath, Standards of Membership and Affiliation, and Bylaws. NAPFA-Registered Financial Advisors® must also comply with NAPFA's industry-leading continuing education requirements of 60 hours every two years. All NAPFA-Registered Financial Advisors® provide investment and/or financial advice on a strictly fee-only basis as defined by NAPFA, and continue to meet NAPFA's standards for strong character and adherence to the laws and regulation governing the profession.

Some of our advisors are members of Garrett Planning Network (GPN), a group of independent, fee-only financial planners. The Garrett Planning Network's website does not refer clients or prospective clients to us.

## Referrals Out

We may provide referrals to other investment advisory firms as a service to clients. We do not have agreements with or receive referral fees from any other firms.

We do not accept referral fees or any form of remuneration from other professionals when a prospect or client is referred to them.

## Item 15: Custody

It is our policy to not accept custody of your securities. In other words, we are not granted access to your accounts that would let us withdraw or transfer or otherwise move funds or cash from any of your account(s) to our accounts or the account of any third party (other than for purposes of fee deductions).

However, you may consent to give us the authority to seek deduction of our fees from your accounts; this process generally is more efficient for both you and us, and there may be tax benefits for you to this method when fees can be paid from certain tax-deferred accounts.

## Item 16: Investment Discretion

We accept discretionary authority to manage securities accounts on your behalf. We have the authority to determine, without obtaining your specific consent, the securities to be bought or sold, and the amount of the securities to be bought or sold.

You approve the custodian to be used and the transaction fees and commission rates paid to the custodian. We do not receive any portion of these fees that you pay to the custodian on certain trades.

Discretionary trading authority facilitates placing trades in your accounts on your behalf so that we may promptly implement the investment policy that you have approved in writing.

## Item 17: Voting Client Securities

As a matter of firm policy and practice, we do not accept authority to vote proxies on your behalf. You retain the responsibility for receiving and voting proxies for any and all securities maintained in your portfolios. Generally, you will receive their proxies or other solicitations directly from the custodian or transfer agent.

## Item 18: Financial Information

We accept limited forms of discretion over your accounts, as described in Item 16 of this Brochure. Due to this acceptance, we are required to disclose any financial condition that is

reasonably likely to impair our ability to meet contractual commitments to clients. We currently possess no such financial condition. We have never been the subject of a bankruptcy proceeding.

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

## **Business Continuity Plan**

### **General**

We have a Business Continuity Plan in place that provides detailed steps to mitigate and recover from the loss of office space, communications, services or key people. Electronic files are backed up and archived offsite.

### **Disasters**

Our Policies and Procedures Manual documents a detailed Business Continuity Plan that covers natural and manmade disasters. We maintain written and well-documented operational policies to respond to a significant business disruption by:

- a. minimizing the impact of the interruption;
- b. sustaining a minimally acceptable level of service for an extended period of time; and
- c. returning to normal business activities as quickly as possible.

In the case of a severe business interruption, the restoration period before we are able to return to normal operations could be extensive.

### **Alternate Offices**

Our Business Continuity Plan addresses the use of alternate locations to support ongoing operations in the event the main office is unavailable. It is our intention to contact you within five days of a disaster that dictates moving our office to an alternate location.

### **Information Security Program**

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

## **Privacy Notice**

We are committed to maintaining the confidentiality, integrity and security of the personal information that is entrusted to us. The categories of non-public 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 revoke our sharing information with these non-affiliated third parties by notifying us at any time. 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.

We will notify you in advance if our privacy policy is expected to change. We are required by law to deliver our Privacy Policy to you annually, in writing.

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

### Education and Business Standards

We require that each advisor be a college graduate and be a CERTIFIED FINANCIAL PLANNER™ practitioner or a candidate for CERTIFIED FINANCIAL PLANNER™ practitioner certification, i.e., someone who has successfully completed the 10-hour CFP Board of Standards Certification exam.

### Professional Certifications

Our advisors have earned certifications and credentials that are required to be explained in further detail.

**CERTIFIED FINANCIAL PLANNER™ (CFP®):** CERTIFIED FINANCIAL PLANNER™ professionals are licensed by the CFP Board to use the CFP mark. CFP certification requirements:

- Bachelor's degree from an accredited college or university.
- Completion of the financial planning education requirements set by the CFP Board ([www.cfp.net](http://www.cfp.net)).
- Successful completion of the 10-hour CFP® Certification Exam.
- Qualifying full-time work experience.
- Successfully pass the CFP Board's Candidate Fitness Standards and background check.
- Complete a minimum 30 hours of continuing education every two years.
- Adhere to the CFP Board's code of ethics, as described in Item 11.

**Richard C. Chambers, CFP®, RLP®**

**Educational Background:**

- \* Year of birth: 1946
- \* Institutions
  - M.A. Business, University of Nebraska, 1973
  - B.S.E.E., North Carolina State University, 1968

**Credentials:**

- \* CERTIFIED FINANCIAL PLANNER™ certificant, 1999; Registered Life Planner®

**Business Experience:**

Employed in the high-technology industry since 1972; from 1984 to 1999 at 3Com Corporation, Santa Clara, CA. Financial Planner and Director of Information Technology at Johnson and Marotta Asset Management, Inc., Palo Alto, CA from June 1999 through March 2000. Technical Writer (part-time) at Telseon IP Services, Inc., Palo Alto, CA from March 2000 to March 2001.

**Other Business Activities:** None

**Additional Compensation:** None

**Supervision:**

Investment decisions and portfolio activity are reviewed as a team by all the supervised persons shown in this Brochure Supplement.

**Julie A. Schatz, CFP®**

**Educational Background:**

- \* Year of birth: 1961
- \* Institutions  
B.S.M.E., University of Notre Dame; (1983)

**Credentials:**

- \* CERTIFIED FINANCIAL PLANNER™ certificant, 2006

**Business Experience:**

Employed in the printed circuit and semiconductor industries since 1983; from 1983 to 1993 at Hercules Inc., Wilmington, DE; 1993 - 2002 at Dexter Corp. / Loctite Corp. in the San Jose area, and with Investor's Capital Management, LLC part time from July 2002 through June 2003 before joining as a financial planner in September 2003.

**Other Business Activities:** None

**Additional Compensation:** None

**Supervision:**

Investment decisions and portfolio activity are reviewed as a team by all the supervised persons shown in this Brochure Supplement.

**Jennifer H. Cray, CFP®**

**Educational Background:**

- \* Year of birth: 1965
- \* Institutions
  - B.A., Print Journalism, University of Southern California, 1987
  - M.A. Business, University of Southern California, 1996
  - Certificate in Personal Financial Planning, UC Santa Cruz Extension, 2004

**Credentials:**

- \* CERTIFIED FINANCIAL PLANNER™ certificant, 2006

**Business Experience:**

Newspaper editor, 1986-1994. Internet industry since 1996: WebTV Networks, 1996-1998; eStamp Corp., 1998-1999; Vendavo Inc., 1999-2000. Senior Product Manager at E\*TRADE Securities Inc., 2000-2004. Joined Investor's Capital Management, LLC as a financial planner in October 2004.

**Other Business Activities:** None

**Additional Compensation:** None

**Supervision:**

Investment decisions and portfolio activity are reviewed as a team by all the supervised persons shown in this Brochure Supplement.