

Item 1 – Cover Page



Capital Retirement Plan Services, Inc.

2700 S. Southeast Blvd. Ste. 205
Spokane, WA 99223
(509) 456-2526
www.ncm-inc.com

March 13, 2013

This Brochure provides information about the qualifications and business practices of Capital Retirement Plan Services, Inc. (herein referred to as “Plan Services”).

Please note 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. Capital Retirement Plan Services, Inc. is a registered investment adviser and registration does not imply any level of skill or training.

For more information about Capital Retirement Plan Services, Inc., visit the SEC’s website:
www.adviserinfo.sec.gov

If you have any questions about the contents of this Brochure, please contact Sarah Miller, Chief Compliance Officer, at (509) 456-2526 or (800) 826-9803 extension 21 or via email to sarah@ncm-inc.com.

Item 2 – Summary of Material Changes

Capital Retirement Plan Services, Inc. updates this document annually or, in the event of material changes, more frequently. This is the first brochure for Capital Retirement Plan Services and therefore no material changes apply. However, we would like to highlight the following items related to our affiliated companies:

Organizational Changes: Capital Retirement Plan Services, Inc. is affiliated with the broker-dealer W.F.C.G. Securities, Inc. Both companies are under common ownership and control. This broker-dealer will be changing its name to NCM Securities, Inc. in March of 2013.

Our firm will deliver a copy of this section to its clients within 120 days of the close of its fiscal year to make sure clients are aware of any material changes to the firm’s business philosophies and practices. A complete copy of this Brochure is also available on our website at www.ncm-inc.com. To view the Brochure online, enter our website as a guest and click the “ADV II” link at the bottom of the webpage. Clients may request a full copy of the latest version at any time by contacting Sarah Miller, Chief Compliance Officer.

Item 3 – Table of Contents

Item 1 – Cover Page.....	1
Item 2 – Summary of Material Changes.....	1
Item 3 – Table of Contents	2
Item 4 – Advisory Business	2
Item 5 – Fees and Compensation.....	6
Item 6 – Performance-Based Fees and Side-By-Side Management	8
Item 7 - Types of Clients.....	9
Item 8 - Methods of Analysis, Investment Strategies and Risk of Loss	9
Item 9 - Disciplinary Information	11
Item 10 - Other Financial Industry Activities and Affiliations.....	11
Item 11 - Code of Ethics	13
Item 12 - Brokerage Practices.....	14
Item 13 - Review of Accounts.....	17
Item 14 - Client Referrals and Other Compensation	19
Item 15 – Custody	19
Item 16 - Investment Discretion.....	20
Item 17 - Voting Client Securities.....	20
Item 18 - Financial Information	20
Item 19 - Requirements for State-Registered Advisers	20
Brochure Supplement(s).....	20
Professional Designations Explained	21

Item 4 – Advisory Business

Company History

Capital Retirement Plan Services, Inc. (“Plan Services”) has been in business since 2012. Plan Services is incorporated and owned by James K. Wilson. Plan Services is an affiliate to the Registered Investment Advisor Northern Capital Management, Inc. (Est. 1992) and the broker-dealer NCM Securities, Inc. (Est. 1993). All owned by James K. Wilson and under common control, these businesses specialize in different financial services. Capital Retirement Plan Services, Inc. was created to specialize in advisory services for retirement plans and participants.

General Services Offered to Plans

Services offered are tailored to the type of retirement plan seeking our assistance. The services each plan will receive are detailed in the Financial Advisory Agreement. Core services include:

Consulting Services

- Assistance with plan design and establishment. This service is provided to clients looking to establish a new plan or review an existing plan structure;
- Assistance in selecting a custodian and broker-dealer. The custodian holds plan assets in trust as required by ERISA;
- Assistance in selecting the Record Keeper, Third Party Administrator (TPA) and/or ERISA Council. These professionals provide guidance regarding plan requirements, participant communications and legal filings. They may also provide the recordkeeping system to delineate ownership of plan assets by participant.
- Assistance in selecting other professionals to assist the plan. Examples include professionals to help with tax planning, insurance, estate planning, legal services, etc. We do not have compensation arrangements with these professionals. (See Item 14)

General Plan Services

Services vary upon plan type:

- Annual review of investment performance;
- Plan Sponsor and trustee meetings, upon request;
- Consultations in our office, on the telephone, via e-mail or through our website as needed to keep the plan and participants abreast of news and market conditions;
- Completion of class action Proof of Claim and Release Forms, upon request.

Fiduciary Services

Services vary upon plan type:

- Creation of the Investment Policy Statement (IPS);
- Recommendations for investment options to be used for the plan;
- Fee analysis, upon request.

Participant Resources and Education

Services vary upon on plan type and participants commonly receive:

- Education regarding initial enrollment and how to fully utilize the plan and investment alternatives available;
- Enrollment and orientation booklets;
- Individualized financial planning, upon request;
- Advice regarding investment allocations, upon request;
- Access to the Third Party Administrator's website to view balances, make changes to allocations and receive information regarding the plan online;
- Access to our website www.ncm-inc.com for additional resources;
- Notices created by our firm and distributed by the plan's HR department when investment options change;
- Educational materials, publications, and/or webinars as we deem appropriate.

Types of Investments

Plan Services does not invest client funds in proprietary products. We do not directly manage the mutual funds or private money managers we recommend. This gives us the ability to select from thousands of mutual funds and money managers in existence. This also minimizes potential conflicts of interest when making recommendations.

Plan Services considers mutual fund selection to be our primary area of expertise. The majority of our advice to retirement plans is regarding no-load open-end mutual funds. However, our advice is can also include close-end mutual funds, exchange-listed securities, corporate, municipal and governmental securities including debt other than commercial paper, certificates of deposit, variable life insurance, variable and fixed annuities and interests in partnerships investing in real estate.

See Item 5 (Additional Fees and Expenses) for more information regarding sales loads and transaction fees.

Services for Plans with a Menu of Investment Alternatives

Plans that offer a menu of investment alternatives to participants commonly receive the services described above and the following:

- Recommendations for the initial selection of the Designated Investment Alternatives and Qualified Default Investment Alternatives available to participants. This is also commonly referred to as "the menu of investment options."
- 3(21) Fiduciary Services: Plan Services does not accept authority to make investment decisions on behalf of the plan. Instead the Plan Sponsor or designated trustee(s) retain discretion, authority and control of plan assets. Plan Services accepts co-fiduciary responsibility and shares the legal responsibility and liability with regard to the initial selection and ongoing monitoring of the menu

Capital Retirement Plan Services, Inc.

of investment options. Each recommendation by Plan Services is approved or rejected by the Plan Sponsor. If the Plan Sponsor rejects a recommendation, the Plan Sponsor assumes sole Fiduciary responsibility of the specific decision.

Services for Pooled Retirement Plans without a Menu

Plans that *do not* offer a menu to participants and invest plan assets for all participants of the plan instead, commonly receive the following services:

- Discretionary management of plan assets. See the next section called “Discretionary Management Services” and Item 16 (Investment Discretion) for more information.
- 3(38) Fiduciary Services: The Plan Sponsor or designated trustees grant full authority to Plan Services to make investment decisions on behalf of the plan. The Plan Sponsor has hired Plan Services to be an Investment Manager for the plan. This includes full discretion, authority and control of plan assets. Plan Services assumes fiduciary responsibility and liability over our decisions under these arrangements, but if the Plan Sponsor overrides an investment decision made by the advisor, the Plan Sponsor agrees to assume the Fiduciary role over that specific decision. This arrangement does not remove other fiduciary responsibilities of the Plan Sponsor.

Discretionary Management Services

The following services are made available to:

- Pooled retirement plans *without* a menu;
- Participants that sign up for the Personal Advisor (“PA”) program.

Services established under this type of advisory contract commonly include [financial planning](#), [wealth management](#) and [investment advice](#). These services must be suitable for the client’s stated investment objectives, tolerance for risk and income needs. [Administrative services](#) and [non-investment related services](#) are also provided under the advisory contract to clients for no additional charge. Each service is further described below:

Financial Planning:

Plan Services provides assistance with topics like these to individual participants:

- Understanding and implementing basic budgeting principles includes cash flow reviews;
- Planning for retirement, college expenses and other financial goals;
- Legacy planning including reviews of current estate plans and documents;
- Personal liability planning including reviews of current life, health, disability, long-term care, home and auto insurance.

Wealth Management:

Plan Services provides assistance with the following:

- Ongoing monitoring of investments;
- Portfolio reallocations, as we deem appropriate;
- Recommendations to buy and sell investments;
- Account reviews offered annually and available upon request;
- Educational materials, publications and/or webinars, as we deem appropriate;
- Professional monitoring of economic and market conditions on a continuous basis.

Investment Advice:

Plan Services creates advisory services for the individual needs of each client through the use of assigned Investment Objectives (“IOs”). The term “client” in this case refers to a retirement plan **or** an individual participant enrolled in the Personal Advisor program.

For pooled retirement plans *without* a menu this includes a review of participant demographics. For individual participants this includes financial planning topics, tolerance for risk, long-term plans and goals.

Representatives meet with clients to understand each situation based on the detailed information collected and help select an Investment Objective (“IO”) that is suitable. Clients are coded by the Investment Objective they select. Accounts are then managed by Plan Services according to the assigned IO.

Investment Objectives:

Plan Services has an Investment Committee that meets regularly to review Investment Objectives (“IOs”) available to clients. IOs range from the most aggressive investors to highly risk adverse investors. The Committee creates target allocations for each IO. The target allocations created by the Committee for each IO are called Allocation Models (“models”). Further, each IO has a Base and Plus model. The *Plus* model allows the Committee the latitude to increase stock exposure above the Base model for clients slightly more aggressive than others with the same IO.

The IO approach to managing client assets allows our Investment Committee the ability to make specific trade recommendations, across many client accounts, in an efficient manner. This creates more time to meet with clients, research investments and monitor economic indicators.

Selecting an Investment Objective (“IO”):

Each client, a pooled retirement plan *without* a menu or an individual participant, must approve in writing the IO being used to manage assets. The advisor may select a Base or Plus model (within the framework of the Investment Objective selected in writing) without written consent.

Administrative Services:

All clients are provided:

- Monthly or quarterly account statements from custodians;
- Unlimited consultations via email, telephone or meetings in our office,
- Access to our website: www.ncm-inc.com. This includes access to educational materials at no additional cost, including our “Week In Review” newsletter and periodic Webinars presented by the Investment Committee;
- Access to our professional referral network. (See Item 14)

Non-Investment Related Services:

We offer clients, upon request:

- Assistance with class action Proof of Claim and Release Forms although we will not advise or act on behalf of the client in legal proceedings.

Services *Not* Offered:

We do not:

- Offer Wrap Fee Programs;
- Sell insurance, commissioned variable or commissioned fixed annuities;
- Provide legal or tax advice outside the scope of Certified Financial Planner Designations. (See Brochure Supplements)

Investment Restrictions

Investment Restrictions only apply to clients utilizing discretionary management. Plan Services allows restrictions to pooled retirement plans *without* a menu only. Participants in the Personal Advisor (“PA”) program are not permitted trading restrictions. Managed Pooled Plans *without* a Menu are permitted the following security restrictions:

Investment Restrictions: Allowed

- **Contact First Securities** – A security coded as “Contact First” by written request requires the Plan Sponsor be contacted prior to trading the security. The security is included in the

portfolio allocations, the advisor reviews and monitors the security and makes recommendations, but the Plan Sponsor must approve each trade in that security before it is placed. Investments coded as “Contact First” are not reviewed or traded as quickly as discretionarily managed assets.

- **Hold Securities** – A security on “Hold” by written request is considered a client-directed asset. The security is *included* in the portfolio allocations and the advisor will review and rebalance the managed portfolio around the asset. Unless requested in writing the advisor does not review, monitor, or make recommendations for securities on hold. The security is included when calculating the management fee because the advisor is accommodating the position within the managed portfolio and adjusting other managed investments to accommodate the position.
- **Unmanaged Securities** – A security that is “Unmanaged” by written request is considered to be a client-directed asset. The security is *excluded* in the portfolio allocations. The advisor does not review, monitor or make recommendations for the security. The Plan Sponsor directs all trades for unmanaged assets. The security is *excluded* when calculating the management fee.

Investment Restrictions: Prohibited

- Clients are not permitted to impose restrictions against specific companies, industries or sectors.
Examples:
 - Specific individual stocks or bonds like Coca Cola, McDonald’s, etc.
 - “Sin” industries like gambling or tobacco.
 - Specific sectors like foreign stocks, precious metals, commodities, etc.

Assets Under Management

As of December 31, 2012 the values of assets under management were as follows:

Discretionarily Managed: \$0
Non Discretionary Managed: \$0
Total Managed: \$0

Please note 2013 is the first year of operation for Capital Retirement Plan Services, Inc. The firm was incorporated in 2012. We expect asset under management figures to change rapidly.

See Item 16 (Investment Discretion) for more information about Discretionary and Non Discretionary management arrangements.

Item 5 – Fees and Compensation

Compensation

Plan Services is compensated for all services by charging a fee that is a fixed percentage of total assets under management. This is referred to as our “management fee.” The annual management fee rate is listed on the Financial Advisory Agreement. Our fee is calculated every six months and is based upon the assets on the billing date, without regard to additions or withdrawals during the prior six month period. Fees are payable on a six month lagging basis.

Management fees are negotiable.

Fee structures are determined by the account size and intensity of the management responsibilities. Most commonly, Plan Services charges a fixed percentage of assets under management. However, in rare instances we may elect to charge fixed fees (not including subscription fees) or commissions under the broker-dealer relationship with NCM Securities, Inc. See Item 10 (Investment Companies – Commissions, Sales Charges and Loads) and Item 12 for more information. Our firm may also elect to charge a flat annual fee, combine a fixed percentage of assets under management with a flat

minimum fee, or create graduating scales where the fixed percentage drops at specified breakpoints as assets under management increase.

Fee Schedule

Our standard annual fee structure is 1% on assets under \$1,000,000 and .5% thereafter. The minimum annual fee is \$1,000. Management fees are negotiable and therefore clients should consult their Financial Advisory Agreement for detailed information regarding their specific fee arrangement and any minimum annual fee that applies.

Calculating Your Bill

Management fees are based upon the assets under management at the billing date without regard to deposits and withdrawals. Clients can request to pay fees on a lagging annual basis without paying every 6 months, but this is not an arrangement preferred.

When calculating the management fee, illiquid securities are valued at \$0.

Paying Your Bill

Our standard billing procedure is to send each client an itemized bill. This bill includes a description of how the fees were calculated and the total amount due.

Automatic Fee Deduction:

As an alternative to paying by check, clients can elect to have management fees deducted automatically from accounts. Once authorization is established, Plan Services may automatically deduct management fees at each billing cycle and clients receive an itemized bill indicating the amount deducted. Standard procedure for new retirement plans is to authorize automatic fee deduction as part of agreement. Plans authorize the custodian and/or Third Party Administrator to allow Plan Services to automatically deduct fees from the plan or participant accounts directly. This is done on the new account application and with the assistance of the Third Party Administrator. Plans may request to pay by check at any time. Participants enrolled in the Personal Advisor program are automatically signed up for the automatic fee deduction program and do not have the option to pay by check. Fee deductions can be confirmed by the client using independent brokerage statements from the custodian or Third Party Administrator. Authorization can be revoked in writing at any time.

Pay by Check:

Clients electing to pay by check will receive an itemized bill on each billing cycle. Checks must be made payable to Capital Retirement Plan Services, Inc.

Pre-Paying Management Fees

Plan Services does not allow for the pre-payment of management fees.

Refunding Management Fees

Plan Services does not have a termination penalty. In the event a client wishes to terminate our services, the client is liable for fees charged for services rendered through the termination date. Our contract allows termination by either party to take effect 30 days after the request has been provided in writing by either party.

In the event the client elects to terminate within the first 30 days of the advisor-client relationship, Plan Services will not charge management fees. The advisor-client relationship is considered to be established on the date the financial advisory agreement is signed by both the client and advisor representative. Please note additional fees incurred during the account integration process or the implementation of trades is non refundable.

Additional Fees and Expenses

In addition to management fees, clients are responsible for the fees and expenses charged by custodians and imposed by broker-dealers. Please refer to the Brokerage Practices section (Item 12) for additional information.

Fees and expenses take many forms, but the most common include:

- **Custody fees and Transaction fees** charged by the custodian and assigned broker-dealer for housing assets and facilitating transactions.
- **Mutual fund fees.** Plan Services primarily uses load-waived mutual funds, but mutual funds still have Operating Expense fees separate from transaction fees. The Operating Expense Ratio (“OER”) reflects a percentage paid to the manager of the mutual fund. Mutual Funds may also have 12b1 fees and Sub TA fees charged on an ongoing basis for as long as the mutual fund is owned.

ERISA Accounts: Plan Services is deemed to be a fiduciary to some advisory clients regulated under the Employee Retirement Income and Securities Act (“ERISA”). As such, our firm is subject to specific duties and obligations under ERISA and the Internal Revenue Code. This code includes restrictions concerning certain forms of compensation. To avoid engaging in prohibited transactions, Plan Services may only charge management fees for investment advice about products for which Plan Services and/or our related persons do not also receive commissions or 12b-1 fees. If Plan Services receives commissions or 12b-1 fees in addition to management fees, the commissions and 12b-1 fees are used to offset fees to Plan Services.

Revenue Sharing Arrangements: Revenue sharing arrangements may exist in retirement plans where a structured menu of investment options is used for the plan. In these agreements, a portion of the mutual fund’s OER is paid to our firm or the Third Party Administrator. These fees are used to pay the management fee or to offset costs for the retirement plan. These fees are 12b-1 fees and Sub TA fees. Sub TA fees are intended to offset TPA fees and 12b-1s are used to offset the management fee from Plan Services.

Additional Compensation for Retirement plans: Plan manages menu retirement plans with a structured menu of funds that pay trailing commissions to NCM Securities, Inc. from the American Funds Mutual Fund group. Examples include larger asset retirement plans utilizing loaded A shares and smaller asset plans. For this reason, plans that pay trailing commissions are not charged a separate management fee by Plan Services. See the Supervised Persons Receive Commissions section below and Item 12 (*NCM Securities, Inc.*) to understand the relationship between Capital Retirement Plan Services, Inc. and NCM Securities, Inc.

Supervised Persons Receive Commissions

Compensation can be provided to employees of Plan Services who are registered with our affiliated broker-dealer NCM Securities, Inc. (“NCM Securities”) In order for supervised persons to receive commissions, either by sales charges or trails, the arrangement must be disclosed to the client in writing. The client must receive a prospectus for the investment and disclosure of breakpoints. Once initial disclosure is made, future trades resulting in commissions must either receive client consent or be part of a pre-determined and agreed upon portfolio allocation such as a trade per the client’s assigned Investment Objective. Compensation agreements exist between NCM Securities and various mutual funds and variable insurance companies. See the ERISA Accounts section and Item 10 more information.

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

Capital Retirement Plan Services, Inc. does not charge performance-based fees.

Item 7 - Types of Clients

Types of Clients

Plan Services provides investment advice to:

- Pooled Retirement Plans with a Menu of Investment Alternatives available to participants;
- Pooled Retirement Plans *without* a menu,
- Defined Benefit Plans;
- Profit Sharing Plans, 401(k), 403(b), 457 and Multiple Employer Plans;
- SIMPLE/SEP Plans;
- Participants enrolled in the “Personal Advisor” Program.

Minimum Account Size

The minimum size for new retirement plans under management is \$500,000.

Plan Services will accept a limited number of engagements below the minimum account size for referrals from existing retirement plan clients. The minimum account size may be waived at our sole discretion. If an account falls below the minimum size, Plan Services reserves the right to terminate the relationship. This seldom occurs unless Plan Services or the client determines the minimum fee is too significant, given the size of the account.

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

Capital Retirement Plan Services, Inc. partners with the Investment Committee of our affiliated registered investment advisor Northern Capital Management, Inc. The Investment Committee of Plan Services and Northern Capital Management, Inc. are the same.

Method of Analysis

The Investment Committee utilizes fundamental investment analysis in determining the types of investments to be recommended to clients. The main sources of information used in our research include financial newspapers, magazines and websites (both paid and non-paid subscriptions), research material prepared by outside entities including custodians and earnings analysts, corporate rating services, annual reports, prospectuses and filings with the Securities & Exchange Commission, company Press Releases, investment company sales and advertising literature and discussions with individuals deemed to have expert or specialized knowledge.

Fundamental research requires the Investment Committee to evaluate economic, political and monetary factors including industry trends and business cycles, production, inventories and demand across different industries and sectors, and underlying financial health of a particular company or asset. This includes revenues, earnings, future growth potential, return on equity, profit margins, earnings per share, and so on, to determine an asset’s underlying value and potential for future growth.

Fundamental analysis does not attempt to anticipate market movements. This presents a potential risk, as the price of a security can move up or down along with the overall market, regardless of factors considered when evaluating the investment.

Investment Strategies

Long-Term Investing is the focus of Plan Services. The decisions of the Investment Committee for Plan Services are long-term in nature and not contingent upon day-to-day market fluctuations. The performances of investments we recommend are measured relative to comparable peers and indices in the same segment of the market rather than broad based stock market indices such as the S&P 500 or the Dow Jones Industrial Average.

Risk of Loss

Securities investments are not guaranteed. Investing in securities involves risk of loss that clients should be prepared to bear.

Other Risks and Considerations

General Economic Conditions and Market Disruptions: Client portfolios are invested into securities subject to market conditions. All investments may become volatile as a result of changes to economic conditions and market movements both in the US and abroad. Market movements are difficult to predict and are influenced by many factors. These factors can negatively impact investments in value, quality and liquidity.

Mutual Fund Liquidity: The Investment Committee primarily recommends no-load open-end mutual funds. These investments fluctuate in value based on supply and demand. If a mutual fund receives distribution requests from a large percentage of shareholders at one time, the fund manager may be forced to sell underlying investments at lower prices in order to fulfill distribution requests. This can negatively impact the value and/or returns of the investment for shareholders that remain in the mutual fund. Some mutual funds have the ability to prohibit distributions under certain market conditions which can also prevent an investor's ability to sell.

Inaccurate Data: The Investment Committee is aware data from third parties that we rely upon for making investment decisions may be incorrect. We do our best to identify reliable and non-bias information when making investment decisions. Even so, we acknowledge there is a risk our analysis may be compromised due to inaccurate or misleading information.

Tax Considerations: The Investment Committee directs trades with the primary focus of generating positive returns for client portfolios. Minimizing taxable events is a concern for the Investment Committee, but it is secondary. Clients should be aware that trading in taxable accounts may create taxable capital gains that, once the taxes are paid, reduce the after-tax returns in the client's portfolio. This rarely applies to clients of Plan Services.

Equity Securities: Investments into stocks and other equity securities can create more risk than other non-stock oriented investments. Stocks historically carry high degrees of volatility (sometimes extreme volatility) creating potential for long-term gains, but also great loss. To manage these risks, the Committee recommends diversification of equity securities. This can be in the form of buying diversified stock oriented mutual funds or a mix of individual stock positions.

Debt Securities: Investments into bonds and other debt or fixed income securities are subject to interest-rate risk and credit risk. Interest-rate risk is the likelihood that bond prices will decline if interest rates rise. Credit risk is the possibility that the issuer of a bond will default on all or part of the principal or interest obligations.

Index Funds: An index mutual fund (open, closed or exchange listed) aims to replicate the movements of an index of a specified financial market. Risk factors associated with index funds include muted returns and tracking errors. Muted Returns: Index funds can be attractive due to lower expenses. Expenses are lower because management of the fund is not as complex. Because the investments in an index fund are not actively managed, only selected to mirror the specific index, there is a risk the index fund will underperform other non-index mutual funds in the same category. Tracking Error: By nature, index funds cannot be 100% accurate. It is impossible to precisely track the specified financial market index and deviations will exist.

Fund of Funds: The Investment Committee has limited the use of Fund of Funds to those using Open-End Mutual Funds only. Our firm does not recommend fund of funds with underlying investments in hedge fund or private equity funds. It is important to highlight Funds of Funds are

typically higher than traditional open end mutual funds because they include management fees charged by all the underlying funds instead of a fee for a single manager. Higher fees lower returns for investors.

Item 9 - Disciplinary Information

Capital Retirement Plan Services, Inc. has no disciplinary history to report. Plan Services is required to disclose any legal or disciplinary events that are material to a client's or prospective client's evaluation of our advisory business or the integrity of our management. Our firm and personnel have no reportable disciplinary events to disclose at the present date.

Item 10 - Other Financial Industry Activities and Affiliations

Culture of Compliance

Capital Retirement Plan Services, Inc. strives at all times to put the interest of our clients before our own. We have a fiduciary responsibility to make recommendations suitable and in the best interest of our clients. In this Brochure, you will find disclosure of all material conflicts of interest, including the *potential* for our firm and our employees to earn compensation from advisory clients in addition to the management fees clients pay.

Outside Business Activity

Employees must seek prior approval of outside employment activity to ensure any material conflicts of interests in such activities are properly addressed and disclosed. Management monitors outside employment activities to verify.

Commissions, Sales Charges and Loads

Registered Management Persons

The following employees in alphabetical order are registered with NCM Securities, Inc., a broker-dealer affiliated with Capital Retirement Plan Services, Inc.

- Molly Chase
- Laura Elizabeth Hail-Stutzke
- David Holloway
- Fern A. "Rose" Martin
- Joshua McLaughlin
- Sarah Miller
- Michelle Warner
- James Wilson

These individuals, in their capacity as a registered representative of NCM Securities, Inc. may collect commissions (sales charges, loads, 12b-1 fees) from the sale of mutual funds or variable annuities. This income may be in addition to the management fee collected by Capital Retirement Plan Services, Inc. for advising the client. These recommendations that result in commissions do not apply to all clients. Situations arise with some clients and must be disclosed. Commissions most commonly apply when a client purchases investments from the American Funds Investment Company directly (direct-way basis) or custody plan assets with Wilmington Trust Company.

Direct-Way Investing with American Funds

The investment advice clients receive from Plan Services may include recommendations to purchase products from the American Funds Investment Company on a direct-way basis. When clients purchase shares directly from the American Funds, NCM Securities, Inc., or the registered person making the recommendation, may receive additional compensation, in the form of commissions, from the transaction. This creates a monetary incentive for the representative to recommend buying American Funds shares on a direct-way basis instead of purchasing load-waived shares of the same

Capital Retirement Plan Services, Inc.

investment through an alternative custodian. Buying direct-way has the potential to create a sales charge in addition to the management fee the client has paid to Plan Services. To address this conflict of interest, Plan Services has adopted a policy for retirement plan and individual clients as follows:

ERISA Plans – ERISA prohibits a plan fiduciary from engaging in conflicts of interest with retirement plan clients. For Plan Sponsors who have hired Plan Services to act as a plan fiduciary or co-fiduciary, Plan Services representatives are prohibited from providing recommendations that will result in commissions paid to the advisor representative. However, there are a limited number of exceptions:

1. **Client-Driven Recommendation**: If a plan's situation prevents use of alternative broker-dealers, the plan can be established on a direct-way basis with the American Funds. Contributions made by participants in this case will result in commissions paid to the advisor.
2. **Billing Arrangement**: If commissions are paid to the advisor, commissions must be the sole source of revenue to the advisor from the plan. The advisor may not charge a management fee and recommend a plan structure that results in additional commissions paid to the advisor representatives. In short, the type of payment for services must be fair and reasonable.
3. **Annual Plan review**: A review for best execution and share classes used by the plan (and corresponding commission schedules) must be completed annually by an advisor representative.

Commissions paid can be viewed as a conflict of interest by ERISA and, for this reason the steps above are taken to ensure Plan Services honors our fiduciary duties. Common examples of plans using direct-way American Funds for the menu of investment options include small retirement plans unable to afford custodian platforms or third party administrators and large plans already established at American Funds prior to the engagement with Plan Services. These plans may be set up on a direct-way basis with the American Funds mutual fund group because it is in the best interest of the plan and it is approved by the plan sponsor and management of Capital Retirement Plan Services, Inc.

Wilmington Trust Company Platform:

The investment advice plans receive from Plan Services may include recommendations to custody assets with Wilmington Trust Company. The Wilmington Trust platform allows a broker-dealer to be named on each mutual fund offered to participants with the menu. Each mutual fund may or may not charge participants fees as part of revenue sharing. The fees (usually called 12b-1 fees) are paid to NCM Securities, Inc. These fees are included in the mutual fund's Operating Expense Ratios (OERs). The opportunity to collect an advisory fee from the plan *in addition to* 12b-1 fees collected from the mutual funds creates a monetary incentive to recommend custody at Wilmington Trust instead of alternative custodians not able to pay 12b-1 fees to the representative. To address this conflict of interest, Plan Services has developed a Revenue Sharing Policy:

Revenue Sharing Policy:

Some share classes of open-end mutual funds offer revenue sharing. Revenue sharing is used to offset plan costs. "12b-1 fees" paid to broker-dealer representatives and "Sub TA fees" paid to Third Party Administrators are also often called "Revenue Sharing dollars." Revenue Sharing is a term used for fees that are deducted from each open-end mutual fund's Operating Expense Ratio (OER) and forwarded to professionals hired to facilitate the plan. The fees, practically speaking, are paid by the participants who own the mutual funds per the menu and the funds are forwarded to the custodian, broker representative (12b-1 fees) and the Third Party Administrator (Sub TA fees). The fees are paid to these professionals because they help facilitate the retirement plan.

Disguising or hiding fees paid by the Plan is strictly prohibited.

To address conflicts of interest, Plan Services has prohibited the recommendation of share classes with revenue sharing without proper procedures being followed. These include:

- Proper disclosure to the Plan Sponsor regarding all aspects of revenue sharing Plan Services receives.
- Disclosure of how revenue sharing is paid by participants to Plan Services.
- Disclosure of whether or not revenue sharing will be used to offset other plan fees.
- Remittance of fees collected by Plan Services back to the plan and/or participants if the revenue sharing fees collected exceed total plan costs and the fees are intended to offset.

It is important to note revenue sharing paid to the Third Party Administrator by the plan is separate. Some TPA firms will keep excess revenue sharing dollars to be used to offset future plan expenses. Plan Services does not accept the prepayment of management fees.

Commissions and Conflicts of Interest:

Commissions paid can be viewed as a conflict of interest and for this reason other steps are taken to ensure Plan Services honors our fiduciary duty. In order to manage conflicts of interest, Plan Services has created the following procedures:

- Registered persons must disclose to clients in writing all fees to be paid to affiliated persons at the time the recommendation is made to purchase such investments;
- Clients must be told they are not obligated to purchase investment products from our employees or affiliated companies that involve sales charges, commissions, trails or 12b-1 fees;
- Registered persons with NCM Securities, Inc. must provide clients with a fund prospectus that explains fees and other forms of compensation when the initial trade is executed;
- Management will review information about clients to verify the Investment Objective selected is suitable for the client's needs and circumstances;
- Education for Plan Services employees will occur regarding the responsibilities of a fiduciary, including the need for having a reasonable and independent basis for the investment advice provided to clients.

Item 11 - Code of Ethics

Code of Ethics

A Code of Ethics ("Code") has been adopted by Plan Services and is designed to comply with Rule 204A-1 under the Investment Advisers Act of 1940 (Advisers Act). The Code is based upon the principle that Plan Services and its employees owe a fiduciary duty to our clients. The Code is designed to ensure a high ethical standard continues. The excellent name and reputation of our firm is a reflection of the ethical conduct of each employee. The Code is created to work with our Policies and Procedures. *Plan Services will provide a copy of our Code of Ethics to any current or prospective Plan upon request.*

Policy on Employee Personal Trading

According to the Code, employees agree to conduct their affairs, including their personal securities transactions, in such a manner as to avoid:

- Serving their personal interests ahead of clients;
- Taking inappropriate advantage of their position with the firm;
- Any actual or potential conflicts of interest;
- Any abuse of their position of trust and responsibility.

The purpose of the Code is to preclude activities which may lead to or give the appearance of conflicts of interest, insider trading and other forms of prohibited or unethical business conduct.

Participation or Interest in Client Transactions

The Investment Committee manages portfolios for many of our employees. Therefore, investments and trading strategies recommended by the Committee for client accounts may also be recommended for employee accounts. Purchases or sales of mutual funds and variable annuities that are recommended to clients are commonly placed in employee accounts also. Currently, there are no

policies or procedures in place to prevent this from occurring. However, the execution of mutual fund and variable annuity transactions must be made in such a way to honor the Code and not put an employee's personal interests ahead of our clients.

Employee transactions in other types of investments including individual stock, individual bonds and exchange traded funds require prior approval from a supervisor. Registered Principals of the firm complete these reviews to ensure transactions are not violating our Code and trades are not placed ahead of pending client orders for the same security.

Employees are prohibited from:

- Buying and selling investments directly to or from a client account in their own personal account;
- Participating in client trades by way of aggregation or allocation.

Duplicate statements for employee transactions are reviewed by the Chief Compliance Officer to ensure compliance with these policies.

Trade Error Policy

It is the policy of Capital Retirement Plan Services, Inc. to exercise the utmost care when handling client orders and correcting orders when trade errors occurs. When an employee of Plan Services is notified or discovers a trade error, the Chief Compliance Officer is notified immediately for review and correction of the order. Depending on the situation, the type of error and the custodian involved, the correction of trade error will be facilitated differently. Regardless of the method, our philosophy stays the same:

- Employees are not allowed to correct their own trade errors due to the conflict of interest that arises.
- The party responsible for the error will bear the cost of correcting the error. If an employee of Plan Services is responsible, Plan Services will bear the cost.
- Plan Services will arrange for the reversing of an erroneous trade as allowed by the custodian.
- Gains in client accounts caused by trade errors, discovered after settlement, will generally be credited to the affected client account with one exception: If the client's account is prohibited from making the transaction necessary to correct the trade error, the position will be moved to Plan Services' trade error account to be sold at a gain. Plan Services may keep the gain in these rare instances provided the client's account was not negatively impacted by the error. If the client bears any negative impact (including opportunity cost associated by missing out on other opportunities) the gain will be forwarded to the client.
- Losses in client accounts caused by trade errors will be reversed or reimbursed. If the custodian will not allow Plan Services to reverse the erroneous trade, Plan Services will fully reimburse the client monetarily. Options will be presented to the client. Options include:
 - Restorative payments: This is when a deposit of funds is made into the client account to fully reimburse them for the error. In an IRA account, the deposit will not be considered a contribution by the IRS.
 - Management fee offset – Plan Services may offset management fees for the client until the loss is reimbursed.

Item 12 - Brokerage Practices

Selecting Broker-dealers

Plan Services primarily recommends mutual funds traded at net asset value which is determined at the daily market close and not intraday. Therefore the responsibility to monitor best execution relies heavily on the types of investments we utilize.

In seeking best execution through broker-dealers ("BDs") on behalf of our clients, Plan Services does not use the lowest possible cost as the main determining factor. Final broker-dealer selections are based on a comprehensive review of fees, services, historical professional relationships, reputation, financial strength, custody capabilities, order entry and execution systems, commission rates, transaction fees, execution capability, reporting features, technology, research, customer service, and

tools provided to the Investment Committee and Compliance Department. Plan Services also considers “Soft Dollar” arrangements. Final selections are based on a comprehensive review of fees and services provided

Soft Dollar Arrangements

Plan Services does not believe clients pay higher fees or commissions as a result of working with our recommended broker-dealers. Plan Services receives research and brokerage services that enhance the investment advice provided to clients, but this is due to assets held in custody not in connection with transactions. As a result, we do not believe “soft dollar” arrangements exist. With our current BDs, we do not believe clients pay more in commissions in exchange for research and brokerage services. We do, however, believe material conflicts of interest exist with the BDs providing Plan Services with research and brokerage services in exchange for custody business. Please read the next section regarding conflicts of interest. Please also review full descriptions of the research and services provided to Plan Services by our broker-dealers.

Conflicts of Interest

As a fiduciary, Plan Services endeavors to act in the best interest of its clients. The requirement for clients to use specific broker-dealers for transactions is largely due to the broker-dealer being the custodian for the client’s accounts (the accounts where the investments are held), but also based on the services and products provided by the broker-dealers to Plan Services. To address this conflict, Plan Services monitors the cost structures of various custodians in order to minimize trading costs while maximizing other benefits to Plan Services *and* clients. A review of custodians is completed annually.

Current Broker-Dealer Arrangements

Formal agreements have been established between Plan Services and the following broker-dealers for various client relationships:

- Charles Schwab & Company
- Charles Schwab Trust Company
- Wilmington Trust Company
- TD Ameritrade Trust Company
- Fidelity Investments
- NCM Securities, Inc. (American Funds Investment Company accounts)

To the extent the client is able to transfer or rollover assets to these custodians, Plan Services will require the use of the custodians and the broker-dealer services they provide.

Broker-dealer Arrangements

Charles Schwab & Company, Charles Schwab Trust Company, Wilmington Trust Company, TD Ameritrade Trust Company, and Fidelity Investments serve as broker-dealers as well as custodians. NCM Securities, Inc. is a broker-dealer, but not a qualified custodian. Any assets invested with NCM SECURITIES are custodied with Capital Bank & Trust for the American Funds. See Item 15 for more information regarding custody.

Most assets managed by Plan Services are in no-load open-end mutual funds or a limited number of exchange-traded funds. If an account holds an alternative asset, Plan Services will request bids from a variety of broker-dealers to attempt to “find a market.”

Plan Services recommends the following broker-dealers:

Broker-dealers for Plans with a Menu of Investment Alternatives

*Charles Schwab Trust Company (“CSTC”)
Wilmington Trust Company (“Wilmington”)*

TD Ameritrade Trust Company (“TDA”)

These companies are used to custody retirement plan assets. These custodians may pay indirect compensation (revenue sharing) when used as a platform for retirement plans. See Item 5 (Additional Fees and Expenses) for more information. These plans have a single account for the retirement plan. The retirement plan hires a Third Party Administrator (“TPA”) and/or record keeper to track the plan assets by participant. Trades are submitted directly to the TPA. The TPA records transactions for each participant and forwards trades to the custodian (also a broker-dealer) for execution. Plan Services does not trade directly. All trades, whether placed by the participant or Plan Services are initiated through the TPA. Plan Services can agree to discretionarily manage a participant’s assets through the Personal Advisor Program, but trades continue to be submitted through the TPA. This additional arrangement requires a Financial Advisory Agreement between Capital Retirement Plan Services, Inc. and the participant directly.

Custody Fees and Transactions: The trust companies charge annual custody fees, at comparable rates, to retirement plans. Custody fees can be a fixed dollar amount or a combination of a fixed fee and percentage of assets under management, depending on the client arrangement. Custody fees are invoiced to the plan quarterly. Plan trustees can elect for the plan to pay the custody fees or pass the fees through to the plan participants. The trust companies work with the TPA to process these fees, including fee deductions, for the plan. Plan Services is not involved in this fee deduction process. As a broker-dealer, the custodian may also charge transaction fees.

Fidelity Investments (“Fidelity”)

Fidelity is used for our Personal Advisory Program. Fidelity is used when a participant has hired Plan Services to discretionary manage their account with Fidelity Investments. These accounts are bound to a menu of investment options selected by the employer. This additional arrangement requires a Financial Advisory Agreement between Capital Retirement Plan Services, Inc. and the participant.

Custody Fees: Fidelity custody fees vary depending on the retirement plan. Plan Services is not involved in the fee deduction process.

Services for Discretionarily Managed Accounts, including Pooled Retirement Plans without a Menu

Charles Schwab & Company (“Schwab”)

Schwab provides Plan Services with access to Schwab’s institutional trading and custody services. This includes access to brokerage, custody and research services. Typically the same kinds of services are not available to Schwab retail clients. For example, institutional clients have access to some investments, including mutual funds, at lower initial minimum requirements than retail investors. The services provided are available to most independent investment advisors at no additional cost contingent upon an advisor committing a specific amount of business (assets in custody or trading) to the custodian.

Custody Fees: This custodian does not charge a separate fee for custody but is compensated through transaction related fees through the broker-dealer or trades that settle into accounts custodied with the broker-dealer. Plan Services attempts to use non-transaction fee funds as much as possible without compromising investment strategies or taking undue risk.

Benefits to Clients: Schwab makes products and services available that benefit clients of Plan Services. These services include providing Plan Services with software, technology to access client account data and process trades for clients, research, pricing information and other market data. Schwab provides a platform for deducting fees from client accounts and assisting with other back-office functions related to record keeping and client reporting.

Business Development: Schwab makes available services intended to help us manage and develop our business including consulting, publications and conferences, information technology, business succession, regulatory compliance and marketing. Schwab may also pay independent third parties to provide these services to Plan Services. Schwab makes additional products and services available that benefit our business but may not necessarily benefit client accounts. These additional services are not a great consideration in our selection of Schwab.

Discounts: Schwab may discount or waive fees it would otherwise charge for some of the services provided to Plan Services. Schwab may also pay all or a part of the fees for a third-party to provide these services.

NCM Securities, Inc.

NCM Securities, Inc. (“NCM Securities”) has been in business since 1993. NCM Securities is incorporated and owned by James K. Wilson. The name, originally Bergeron & Wilson Securities, Inc., has changed throughout the years. James has retained majority ownership since the start of the firm. NCM Securities is used for a *limited* number of retirement plans. Recommendations from Plan Services to be executed through NCM Securities will result in compensation being paid to the representative both on an initial and ongoing basis. See Item 10 for more information regarding the relationship between Plan Services and NCM Securities and the circumstances in which Plan Services will recommend NCM Securities as the broker-dealer. You will also find information under Item 5 (Supervised Persons Receive Commissions). NCM Securities does not currently have any agreement or responsibility to provide Plan Services with any research, products or services. The client does not pay higher or lower sales charges or trailing commissions as a result of using NCM Securities versus other direct-way mutual fund broker-dealers. However, the amount of the commissions paid by the client up front to representatives of NCM Securities is likely to be higher than what the client would pay up front if they bought the no-load share class through another broker-dealer like Charles Schwab.

Custody Fee: Not applicable. NCM Securities is not a custodian.

Brokerage for Client Referrals

Capital Retirement Plan Services, Inc. has no arrangement regarding referrals to be received from broker-dealers. When a referral is made to or from a broker-dealer, no compensation is received or paid as a result. Plan Services has no obligation to maintain any specific amount of business (including assets under custody or trading activity) in response to client referrals from broker-dealers.

Directed Brokerages

Plan Services does not have discretionary authority to select the broker-dealer used by a retirement plan or participant. The broker-dealer is selected by the custodian and the Plan Sponsor must approve the custodian for the retirement plan. If a new retirement plan is happy with their current custodian, Plan Services is willing to include that custodian in our cost-service comparison to determine if Plan Services would be willing to add the custodian to our qualified custodian list for broker-dealer services. This review is elective.

Item 13 - Review of Accounts

Reviewers

Portfolios and mutual funds are reviewed by supervised licensed individuals. Reviewers must have a bachelor's degree, a minimum of two years relevant investment industry experience, and maintain a national securities license Series 6 or 7 and Series 66 (Series 63 and Series 65 equivalent). Reviewers must also be in good standing with FINRA and the Securities Exchange Commission. See Item 10 (Registered Management Persons) for a list of the current individuals considered to be qualified reviewers. See the Brochure Supplements for more details about each person's qualifications.

Reviews for Plans with a Menu of Investment Alternatives

Review Item 4 for more information regarding the Investment Committee and the services Plan Services provides to our different retirement plan clients. These plans are managed with a focus on the menu of investment options offered to retirement plan participants.

Fund Manager Reviews

The investment alternatives (menu of investment options) for the plan are limited to open-end mutual funds. These mutual funds are reviewed on an ongoing basis by the Investment Committee.

Initial Reviews: Mutual funds are selected for the menu by the Investment Committee through a vetting process. The initial review of a mutual fund includes, but is not limited to, reviews of the management tenure, risk rating and performance relative to funds considered peers.

Ongoing: Reviews occur as information regarding the various mutual funds becomes available through subscriptions, articles, newspapers and conversations with fund sponsors.

Quarterly: Mutual fund manager performance is evaluated upon receipt of research data provided by Principia (a product of Morningstar). The Investment Committee compares the performance of selected mutual funds and compares them to other funds considered peers. The Investment Committee also looks for fundamental changes to the mutual fund's management, portfolio structure or mandates. In these reviews, the Investment Committee determines when fundamental changes and/or portfolio underperformance is great enough to warrant a recommendation to replace the fund. Mutual fund reviews do not necessarily result in trades or replacements.

Please Note: During times of extreme movements in the investment markets, when a mutual fund manager's capability to mitigate losses becomes unachievable given the magnitude of forced redemptions from the mutual fund, quarterly testing may be suspended until such time as the Investment Committee determines conditions have adequately changed.

Reviews for Discretionarily Managed Accounts and Pooled Retirement Plans without a Menu

Review Item 4 for more information regarding the Investment Committee and the services Plan Services provides to our different retirement plan clients. Plans referenced in this section are managed with a focus on the Investment Objective selected for the client (individual participant enrolled in the Personal Advisor program or a pooled retirement plan *without* a menu that is managed by a single Investment Objective for all participants.) Fund manager reviews, as described above apply to these advisor-client relationships, but Plan Services also completes portfolio specific and client wide reviews.

Over time, portfolios will deviate from the Investment Objective allocation model assigned to the account. Performance of investments, deposits and withdrawals, among other things, can cause a portfolio to deviate from the assigned model. In order to keep investments compliant with the assigned models, reviews and rebalances must occur.

Portfolio Specific Reviews

Reviews with clients of account allocations and financial plans are offered annually but provided more frequently upon request. Most commonly this review occurs during the client's account review meeting with an advisor representative. This review could also occur in response to an unscheduled meeting, telephone call or email communication.

Life changing events may also prompt a review of the Investment Objective. We ask clients to keep our office informed of all life-changing events that may affect the client's financial profile. Examples for retirement plans include a fundamental shift in the demographics of participants enrolled in the retirement plan. For individual participants in the Personal Advisor program, this includes changes to health (including illness or disability), changes to marriage status (including divorce or marriage), death or severe illness of a close family member (spouse or dependents) and any other changes that may affect how investments should be managed in the account. Account reviews lead to portfolio rebalances as advisor representatives deem necessary.

Client Wide Reviews

In addition to client specific reviews described above, Investment Committee members also complete account reviews in various ways:

Annually: At a minimum, reviews of all discretionarily managed accounts occur annually. These reviews are commonly incidental to client-wide trades directed by the Investment Committee.

Semi-Annually: Portfolio Managers review each discretionarily managed account to confirm trade restrictions, trade notes and trade settings are complete and accurate. Portfolio Managers also review outstanding trade related items.

Monthly: Portfolio Managers review all discretionarily managed portfolios. The review includes each client's Investment Objective and broad based allocation targets (most commonly, stock/bond ratio) for each client. Portfolio allocations that deviate from the model by greater than 8% are reviewed and, if needed, trades are placed to bring the account back into balance. Ongoing deviations deemed acceptable by the Portfolio Manager must be justified and documented.

Ongoing: The Investment Committee makes recommendations to purchase or sell investments throughout the year. These client-wide recommendations are implemented for all clients, generally within a short time frame. Client-wide trades are called "trading projects" and are periodic. Examples include selling out of a particular investment/market sector and funding a new investment/market sector with the proceeds. While processing trading projects, Portfolio Managers complete account reviews that focus on the trading project being completed and the accounts affected by the project. This review ensures all eligible accounts participate in the project and remain in compliance with the Investment Objective model assigned.

Item 14 - Client Referrals and Other Compensation

From time to time, various professionals and firms introduce clients to Capital Retirement Plan Services, Inc. The person or firm making the referral does not receive a referral fee. Plan Services does not engage in solicitor arrangements and compensation is not received or paid as a result of referrals.

There are no quid pro quo arrangements, but Plan Services may recommend to our clients professionals that refer to us. We recommend professionals in many areas such as banking, accounting, legal, insurance, real estate, Third Party Administration and recordkeeping. The freedom to recommend professionals to our clients is not based on any agreement, either written or verbal. Rather, we tend to build working relationships with other professionals and firms and introduce our clients to these professionals our firm has grown to trust. These professionals may introduce clients to our firm as well.

In the past, professionals such as attorneys or tax advisors have sent Plan Services or our affiliates a gift in thanks for a referral (such as a gift basket, gift certificate, or provided a discount on a service). Additionally, existing clients and non-client entities have periodically received gifts from our affiliates in thanks for a referral (such as a gift basket or gift certificate). These gifts are not obligatory or part of any formal referral arrangement and we anticipate a similar situation arising for Plan Services in the future.

We do not recommend professionals in the following areas:

- Sponsor or syndicators of limited partnerships;
- Futures Commission Merchant, Commodity Pool or commodity trading advisors.

Item 15 – Custody

Capital Retirement Plan Services, Inc. does not take possession of client money or securities. Plan Services generally has the authority to deduct advisory fees from client accounts but this does not create "custody" in and of itself. Plan Services works with a number of custodians. At least quarterly, clients will receive account statements from the custodian directly. Trade confirmations are provided by the custodian to the client as well. Clients are responsible for reviewing custodial statements and trade confirmations and comparing them with reports provided by Plan Services. Our reports may vary slightly from custodial statements based on accounting procedures, reporting dates or valuation methodologies of certain securities, but clients should contact Chief Operations Officer, Michelle Warner, immediately if any significant discrepancies or errors are discovered.

Item 16 - Investment Discretion

Capital Retirement Plan Services, Inc. manages assets differently depending on the advisor-client relationship outlined in the advisory contract.

Non-Discretionary Management

Retirement Plans with a Menu of Investment Alternatives are nondiscretionary. Investments offered to plan participants are selected at the Plan Sponsor or designated Trustee(s) discretion. Plan Services provides the trustees with recommendations and the trustees can choose to accept or reject such recommendations. This is a non-discretionary management relationship.

Recommendations to participants of these plans are also considered non-discretionary because Plan Services makes one-time recommendations to participants upon request but does not have authority to select or change investments without approval from the participant. If participants want Plan Services to manage their assets they can sign up for the Personal Advisor Program for discretionary management, provided the Personal Advisor Program is offered by the plan.

Discretionary Management

Discretionarily managed clients delegate all investment decisions to Plan Services. Without obtaining specific client or trustee consent, Plan Services can make all investment decisions for the client - including the securities to be bought or sold, the amount to be bought or sold, the broker-dealer used and any commissions or fees charged. These clients include pooled retirement plans *without* a menu and participants who have signed up for the Personal Advisor program. Discretionary managed clients receive the following services in addition to those referenced in Item 4 (Administrative Services) for all clients:

- Discretionary Trading;
- Ongoing Investment Advice and Financial Planning;
- Ongoing Wealth Management Services;
- Non-Investment Related services;
- Full and secure access to our website: www.ncm-inc.com.

Exception: Transactions resulting in commissions paid to representatives of NCM Securities, Inc. require disclosure to the client prior to discretionary trading. See Item 5 (Supervised Persons Receive Commissions) for more information about this disclosure.

Item 17 - Voting Client Securities

Capital Retirement Plan Services, Inc. has no authority to vote proxies on behalf of advisory clients. Upon client request, Plan Services may provide advice regarding proxy matters, but clients always retain proxy voting responsibilities.

Item 18 - Financial Information

Capital Retirement Plan Services, Inc. is not required to provide a Schedule G balance sheet. This section is not applicable.

Item 19 - Requirements for State-Registered Advisers

Capital Retirement Plan Services, Inc. is a federally registered investment advisor. This section is not applicable.

Brochure Supplement(s)

Capital Retirement Plan Services, Inc. is required to prepare a brochure supplement for each of the following supervised persons:

- Any supervised person who formulates investment advice for a client and has direct client contact; and

- Any supervised person who has discretionary authority over a client's assets, even if the supervised person has no direct contact with the client.

Supplements are attached and employees are listed in alphabetical order by last name.

Professional Designations Explained

Professional Designations Explained

Educational background and business experience is highlight on each brochure supplement. To help clients understand the value of these designations, the following summary for each designation is provided. The goal is to explain the minimum qualifications required for each designation.

Additional information can be found through FINRA's website at:

<http://apps.finra.org/DataDirectory/1/prodesignations.aspx>

Certified Financial Planner® (CFP®)

The Certified Financial Planner® (or CFP®) is a professional designation from the Certified Financial Planner Board of Standards, Inc.

Purpose: To obtain expertise in the following areas: 1) General Principles of Finance and Financial Planning, 2) Insurance Planning, 3) Employee Benefits Planning, 4) Investment and Securities Planning, 5) State and Federal Income Tax Planning, 6) Estate Tax, Gift Tax, and Transfer Tax Planning, 7) Asset Protection Planning, 8) Retirement Planning, 10) Estate Planning

Minimum qualifications:

- Prerequisite: Minimum education and industry experience standards apply.
 - Education: Candidates must have a bachelor's degree (or higher), or its equivalent, in any discipline, from an accredited college or university.
 - Experience: The CFP Board requires a CFP® to have three years of full-time relevant personal financial planning experience.

For more information: <http://www.cfp.net/>

Accredited Investment Fiduciary® (AIF®)

The Accredited Investment Fiduciary® (or AIF®) is a professional designation from Fiduciary360.

Purpose: To obtain a thorough knowledge of and ability to apply fiduciary practices as well as being able to assist others in implementing proper policies and procedures with regard to fiduciary standards.

For more information: <http://www.fi360.com/main/designations.jsp>

Insurance Licenses (Washington and Idaho)

Purpose: Provides an individual with the qualifications necessary to sell insurance policies and products under a NCM Securities, Inc.

Minimum qualifications vary by state.

FINRA Registrations Explained

FINRA is the largest independent regulator for all securities firms doing business in the United States. Certain designations are required of employees conducting business under a registered investment advisor (Plan Services) and other designations are required of employees conducting business under a broker dealer (our affiliate NCM Securities, Inc.) All of these examinations are created by the North American Securities Administrators Association (NASAA) and are administered by FINRA.

Registrations for Employees (Registered Reps and Investment Advisor Representatives):

Series 6 - Investment Company Products/Variable Contracts Limited Representative

Purpose: Provides an individual with the qualifications necessary to act as a registered representative and process transactions exclusive to mutual funds, unit investment trusts, variable annuities, and variable life insurance policies under the broker dealer (NCM Securities, Inc.).

Series 7 - General Securities Representative

Purpose: Provides an individual with the qualifications necessary to act as a registered representative and process transactions in all types of corporate securities, excluding commodities and futures, under a broker dealer (NCM Securities, Inc.).

Series 63 (Uniform Securities Agent Law)

Series 65 (Uniform Investment Advisors Law)

Series 66 (Uniform Combined State Law)

Purpose: The Series 66, along with successful completion of the Series 7 or Series 6, provides an individual with the qualifications necessary to act as an investment professional able to register as a securities agent and investment advisor. Individuals may take 2 tests for the Series 63 and Series 65 licenses separately or, alternatively, obtain both licenses at one time by passing the Series 66 exam. *Series 63 + Series 65 = Series 66*

Registrations for Supervisors and Compliance Professionals:

Series 99 – Operations Professional

Purpose: Provides an individual with the qualifications necessary to complete work that is essentially supervisory in nature over client-facing back office functions, including persons who design and implement back-office operations and control systems, while not being required to complete the Series 66 and Series 7 exam.

Series 24 – General Securities Principal

Purpose: Provides an individual with the qualifications necessary to manage or supervise representatives of a broker dealer (NCM Securities, Inc.) in investment banking, training, solicitation, as well as the general conduct of business operations as required by FINRA.

Series 27 – Financial Operations Principal

Purpose: Provides an individual with the qualifications necessary to prepare and maintains the books and records of the member as required under securities industry rules and regulations. The designation also requires an understanding of the broker-dealer's minimum net capital requirement. This is a required designation of a Chief Financial Officer for a broker dealer (NCM Securities, Inc.).

Item 1 - Cover Page



Molly J. Chase **Portfolio Manager**

Capital Retirement Plan Services, Inc.
2700 S. Southeast Blvd. Ste 205
Spokane, WA 99223
(509) 456-2526

March 13, 2013

This brochure supplement provides information about Molly J. Chase. If you did not receive a complete copy of Capital Retirement Plan Services, Inc.'s ADV brochure with this supplement or if you have any questions about the contents of the ADV brochure or supplements, please contact Sarah Miller (509) 456-2526 ext. 21

Additional information about Molly J. Chase is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 – Educational Background and Business Experience

Year of Birth: 1980

Educational background includes a Bachelor of Arts degree in Business Administration from Eastern Washington University. Molly holds the following licenses and designations:

- FINRA General Securities Representative Series 7
- FINRA Uniform Combined State Law Series 66
- Licensed to sell Life and Disability Insurance in Washington State

Employment History:

- January 2012-Present (Portfolio Manager) Capital Retirement Plan Services, Inc. – Spokane, WA
- May 2008-Present (Portfolio Manager) Northern Capital Management, Inc. – Spokane, WA
- May 2008-Present (Portfolio Manager) NCM Securities, Inc. – Spokane, WA
- September 2003-May 2008 (Financial Advisory) MetLife Financial Advisors – Spokane, WA

Item 3 – Disciplinary Information

Capital Retirement Plan Services, Inc. is required to disclose all material facts regarding any legal or disciplinary events that would materially impact a client's evaluation of Molly Chase. No events have occurred that are applicable to this item.

Item 4 – Other Business Activity

Capital Retirement Plan Services, Inc. is required to disclose any outside business activities or occupation for compensation that could potentially create a conflict of interest with clients. Molly Chase is not actively engaged in any such activities.

Item 5 – Additional Compensation

Molly Chase does not receive economic benefits for providing advisory services, other than the regular salary paid by Capital Retirement Plan Services, Inc.

Item 6 – Supervision

As a member of the Investment Committee, Molly Chase indirectly provides financial advice to clients by helping research and select the investments recommended for client portfolios. Molly Chase is authorized to give investment advice directly to clients. Molly is supervised by Michelle Warner, Chief Operations Officer, who can be reached at (509) 456-2526 ext. 17.

Item 1 - Cover Page



Laura Elizabeth Hail-Stutzke **Portfolio Manager**

Capital Retirement Plan Services, Inc.
2700 S. Southeast Blvd. Ste 205
Spokane, WA 99223
(509) 456-2526

March 13, 2013

This brochure supplement provides information about Laura Elizabeth Hail-Stutzke. If you did not receive a complete copy of Capital Retirement Plan Services, Inc.'s ADV brochure with this supplement or if you have any questions about the contents of the ADV brochure or supplements, please contact Sarah Miller (509) 456-2526 ext. 21

Additional information about Laura E. Hail-Stutzke is available on the SEC's website at www.adviserinfo.sec.gov

Item 2 – Educational Background and Business Experience

Year of Birth: 1983

Educational background includes a Bachelor of Arts degree in Finance from the Eastern Washington University. Elizabeth holds the following licenses and designations:

- FINRA General Securities Representative Series 7
- FINRA Uniform Combined State Law Series 66

Employment History:

- January 2012-Present (Portfolio Manager) Capital Retirement Plan Services, Inc. – Spokane, WA
- June 2010-Present (Portfolio Manager) Northern Capital Management, Inc. – Spokane, WA
- June 2010-Present (Portfolio Manager) NCM Securities, Inc. – Spokane, WA
- July 2008-May 2010 (Account Executive) Hagadone Directories, Inc. – Coeur d'Alene, ID
- October 2006-June 2008 (Senior Portfolio Analyst) Hammond Associates – St. Louis, MO

Item 3 – Disciplinary Information

Capital Retirement Plan Services, Inc. is required to disclose all material facts regarding any legal or disciplinary events that would materially impact a client's evaluation of Elizabeth Hail-Stutzke. No events have occurred that are applicable to this item.

Item 4 – Other Business Activity

Capital Retirement Plan Services, Inc. is required to disclose any outside business activities or occupation for compensation that could potentially create a conflict of interest with clients. Elizabeth Hail-Stutzke is not actively engaged in any such activities.

Item 5 – Additional Compensation

Elizabeth Hail-Stutzke does not receive economic benefits for providing advisory services, other than the regular salary paid by Capital Retirement Plan Services, Inc.

Item 6 – Supervision

As a member of the Investment Committee, Elizabeth Hail-Stutzke indirectly provides financial advice to clients by helping research the investments recommended for client portfolios. Elizabeth is not a voting member of the Investment Committee and therefore is not responsible for investment selections. Elizabeth is authorized to provide investment advice directly to clients. Elizabeth is supervised by Michelle Warner, Chief Operations Officer, who can be reached at (509) 456-2526 ext. 17.

Item 1 - Cover Page



David B. Holloway **Advisor Representative**

Capital Retirement Plan Services, Inc.
2700 S. Southeast Blvd. Ste 205
Spokane, WA 99223
(509) 456-2526

March 13, 2013

This brochure supplement provides information about David B. Holloway. If you did not receive a complete copy of Capital Retirement Plan Services, Inc.'s ADV brochure with this supplement or if you have any questions about the contents of the ADV brochure or supplements, please contact Sarah Miller (509) 456-2526 ext. 21

Additional information about David B. Holloway is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 – Educational Background and Business Experience

Year of Birth: 1961

Educational background includes a Bachelor of Arts degree in Economics from University of Washington and a Master of Business Administration from University of Idaho. David holds the following licenses and designations:

- Certified Financial Planner®
- FINRA General Securities Representative Series 7
- FINRA Uniform Combined State Law Series 66
- FINRA General Securities Principal Series 24
- FINRA Operations Professional Day-One Series 99
- Licensed to sell Life and Disability Insurance in Washington and Idaho State

Employment History:

- January 2012-Present (Investment Advisor Rep) Capital Retirement Plan Services, Inc. – Spokane, WA
- June 2003-Present (Investment Advisor Rep) Northern Capital Management, Inc. – Spokane, WA
- May 2003-Present (Registered Rep) NCM Securities, Inc. – Spokane, WA
- May 2003-June 2003 (Investment Advisor Rep) Wilson, Miller & Associates – Spokane, WA
- June 2001-May 2003 (Registered Rep) Linsco/Private Ledger – Spokane, WA
- January 2001-June 2001 (New Investment Counselor) Financial Forum – Spokane, WA

Item 3 – Disciplinary Information

Capital Retirement Plan Services, Inc. is required to disclose all material facts regarding any legal or disciplinary events that would materially impact a client's evaluation of David Holloway. No events have occurred that are applicable to this item.

Item 4 – Other Business Activity

Capital Retirement Plan Services, Inc. is required to disclose any outside business activities or occupation for compensation that could potentially create a conflict of interest with clients. David Holloway is not actively engaged in any such activities.

Item 5 – Additional Compensation

David Holloway, in addition to the regular salary paid by Capital Retirement Plan Services, Inc., receives up front and ongoing commissions for American Funds mutual funds purchased on a direct-way basis. See Capital Retirement Plan Services, Inc.'s Brochure, Item 10 (Investment Companies – Commissions, Sales Charges and Loads) for more details.

Item 6 – Supervision

As a member of the Investment Committee, David Holloway indirectly provides financial advice to clients by helping research and select the investments recommended for client portfolios. David Holloway is authorized to provide investment advice directly to clients. David is supervised by Michelle Warner, Chief Operations Officer, who can be contacted at (509) 456-2526 ext. 17.

Capital Retirement Plan Services, Inc.

Page 25

Item 1 - Cover Page



Fern A. “Rose” Martin Retirement Plan Specialist

Capital Retirement Plan Services, Inc.
2700 S. Southeast Blvd. Ste 205
Spokane, WA 99223
(509) 456-2526

March 13, 2013

This brochure supplement provides information about Fern A. “Rose” Martin. If you did not receive a complete copy of Capital Retirement Plan Services, Inc.’s ADV brochure with this supplement or if you have any questions about the contents of the ADV brochure or supplements, please contact Sarah Miller (509) 456-2526 ext. 21

Additional information about Fern A. Martin is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 – Educational Background and Business Experience

Year of Birth: 1985

Educational background includes a Bachelor of Arts degree in Speech Communication from Whitworth University. Rose holds the following licenses and designations:

- FINRA General Securities Representative Series 7
- FINRA Uniform Combined State Law Series 66

Employment History:

- January 2012-Present (Retirement Plan Specialist) Capital Retirement Plan Services, Inc. – Spokane, WA
- August 2007-Present (Retirement Plan Specialist) Northern Capital Management, Inc. – Spokane, WA
- August 2007-Present (Retirement Plan Specialist) NCM Securities, Inc. – Spokane, WA
- September 2006-August 2007 (Server) Spokane Athletic Club – Spokane, WA
- January 2006-February 2006 (Intern) Transitions Women’s Health – Spokane, WA

Item 3 – Disciplinary Information

Capital Retirement Plan Services, Inc. is required to disclose all material facts regarding any legal or disciplinary events that would materially impact a client’s evaluation of Rose Martin. No events have occurred that are applicable to this item.

Item 4 – Other Business Activity

Capital Retirement Plan Services, Inc. is required to disclose any outside business activities or occupation for compensation that could potentially create a conflict of interest with clients. Rose Martin is not actively engaged in any such activities.

Item 5 – Additional Compensation

Rose Martin does not receive economic benefits for providing advisory services, other than the regular salary paid by Capital Retirement Plan Services, Inc.

Item 6 – Supervision

As a member of the Investment Committee, Rose Martin indirectly provides financial advice to clients by helping research and select the investments recommended for client portfolios. Rose Martin is authorized to provide investment advice directly to clients. Rose is supervised by Michelle Warner, Chief Operations Officer, who can be contacted at (509) 456-2526 ext. 17.

Item 1 - Cover Page



Joshua H. McLaughlin **Retirement Plan Specialist**

Capital Retirement Plan Services, Inc.
2700 S. Southeast Blvd. Ste 205
Spokane, WA 99223
(509) 456-2526

March 13, 2013

This brochure supplement provides information about Joshua H. McLaughlin. If you did not receive a complete copy of Capital Retirement Plan Services, Inc.'s ADV brochure with this supplement or if you have any questions about the contents of the ADV brochure or supplements, please contact Sarah Miller (509) 456-2526 ext. 21

Additional information about Joshua McLaughlin is available on the SEC's website at www.adviserinfo.sec.gov

Item 2 – Educational Background and Business Experience

Year of Birth: 1981

Educational background includes a Bachelor of Arts degree in Political Science from the University of Arizona. Josh holds the following licenses and designations:

- FINRA Investment Company Products/Variable Contracts Limited Representative Series 6
- FINRA Uniform Securities Agent Law Series 63
- FINRA Uniform Investment Advisors Law Series 65

Employment History:

- January 2012-Present (Retirement Plan Specialist) Capital Retirement Plan Services, Inc. – Spokane, WA
- May 2009-Present (Retirement Plan Specialist) Northern Capital Management, Inc. – Spokane, WA
- May 2009-Present (Retirement Plan Specialist) NCM Securities, Inc. – Spokane, WA
- March 2006-March 2009 (Registered Rep) Re Investment Corporation – Arlington, VA
- March 2006-March 2009 (Senior Investment Associate) NRECA – Arlington, VA

Item 3 – Disciplinary Information

Capital Retirement Plan Services, Inc. is required to disclose all material facts regarding any legal or disciplinary events that would materially impact a client's evaluation of Joshua McLaughlin. No events have occurred that are applicable to this item.

Item 4 – Other Business Activity

Capital Retirement Plan Services, Inc. is required to disclose any outside business activities or occupation for compensation that could potentially create a conflict of interest with clients. Joshua McLaughlin is not actively engaged in any such activities.

Item 5 – Additional Compensation

Joshua McLaughlin does not receive economic benefits for providing advisory services, other than the regular salary paid by Capital Retirement Plan Services, Inc.

Item 6 – Supervision

As a member of the Investment Committee, Joshua McLaughlin indirectly provides financial advice to clients by helping research the investments recommended for client portfolios. Josh is not a voting member of the Investment Committee and therefore is not responsible for investment selections. Josh McLaughlin is authorized to provide investment advice directly to clients. Josh is supervised by Michelle Warner, Chief Operations Officer, who can be reached at (509) 456-2526 ext. 17.

Item 1 - Cover Page



Sarah J. Miller **Chief Compliance Officer**

Capital Retirement Plan Services, Inc.
2700 S. Southeast Blvd. Ste 205
Spokane, WA 99223
(509) 456-2526

March 13, 2013

This brochure supplement provides information about Sarah J. Miller. If you did not receive a complete copy of Capital Retirement Plan Services, Inc.'s ADV brochure with this supplement or if you have any questions about the contents of the ADV brochure or supplements, please contact Sarah Miller (509) 456-2526 ext. 21

Additional information about Sarah J. Miller is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 – Educational Background and Business Experience

Year of Birth: 1980

Educational background includes a Bachelor of Science degree in Organizational Communications from Eastern Washington University. Sarah holds the following licenses and designations:

- FINRA General Securities Representative Series 7
- FINRA Uniform Combined State Law Series 66
- FINRA General Securities Principal Series 24
- FINRA Operations Professional Day-One Series 99

Employment History:

- January 2012-Present (Chief Compliance Officer) Capital Retirement Plan Services, Inc. – Spokane, WA
- August 2004-Present (Chief Compliance Officer) Northern Capital Management, Inc. – Spokane, WA
- August 2004-Present (Chief Compliance Officer) NCM Securities, Inc. – Spokane, WA

Item 3 – Disciplinary Information

Capital Retirement Plan Services, Inc. is required to disclose all material facts regarding any legal or disciplinary events that would materially impact a client's evaluation of Sarah Miller. No events have occurred that are applicable to this item.

Item 4 – Other Business Activity

Capital Retirement Plan Services, Inc. is required to disclose any outside business activities or occupation for compensation that could potentially create a conflict of interest with clients. Sarah Miller is not actively engaged in any such activities.

Item 5 – Additional Compensation

Sarah Miller does not receive economic benefits for providing advisory services, other than the regular salary paid by Capital Retirement Plan Services, Inc.

Item 6 – Supervision

As a member of the Investment Committee, Sarah Miller indirectly provides financial advice to clients by helping research and select the investments recommended for client portfolios. Sarah Miller is authorized to provide investment advice directly to clients. Sarah is supervised by Michelle Warner, Chief Operations Officer, who can be contacted at (509) 456-2526 ext. 17.

Item 1 - Cover Page



Michelle L. Warner **Chief Operations Officer**

Capital Retirement Plan Services, Inc.
2700 S. Southeast Blvd. Ste 205
Spokane, WA 99223
(509) 456-2526

March 13, 2013

This brochure supplement provides information about Michelle L. Warner. If you did not receive a complete copy of Capital Retirement Plan Services, Inc.'s ADV brochure with this supplement or if you have any questions about the contents of the ADV brochure or supplements, please contact Sarah Miller (509) 456-2526 ext. 21

Additional information about Michelle L. Warner is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 – Educational Background and Business Experience

Year of Birth: 1977

Educational background includes a Bachelor of Arts degree in Business Administration from Eastern Washington University. Michelle holds the following licenses and designations:

- FINRA General Securities Representative Series 7
- FINRA Uniform Combined State Law Series 66
- FINRA General Securities Principal Series 24
- FINRA Operations Professional Day-One Series 99
- Licensed to sell Life and Disability Insurance in Washington State

Employment History:

- January 2012-Present (Chief Operations Officer) Capital Retirement Plan Services, Inc. – Spokane, WA
- May 1997-Present (Chief Operations Officer) Northern Capital Management, Inc. – Spokane, WA
- May 1997-Present (Chief Operations Officer) NCM Securities, Inc. – Spokane, WA

Item 3 – Disciplinary Information

Capital Retirement Plan Services, Inc. is required to disclose all material facts regarding any legal or disciplinary events that would materially impact a client's evaluation of Michelle Warner. No events have occurred that are applicable to this item.

Item 4 – Other Business Activity

Capital Retirement Plan Services, Inc. is required to disclose any outside business activities or occupation for compensation that could potentially create a conflict of interest with clients. Michelle Warner is not actively engaged in any such activities.

Item 5 – Additional Compensation

Michelle Warner does not receive economic benefits for providing advisory services, other than the regular salary paid by Capital Retirement Plan Services, Inc.

Item 6 – Supervision

As a member of the Investment Committee, Michelle Warner indirectly provides financial advice to clients by helping research and select the investments recommended for client portfolios. Michelle Warner is authorized to provide investment advice directly to clients. Michelle is supervised by James Wilson, Chief Executive Officer, who can be contacted at (509) 456-2526 ext. 13.

Item 1 - Cover Page



James K. Wilson **President, CEO and Advisor Representative**

Capital Retirement Plan Services, Inc.
2700 S. Southeast Blvd. Ste 205
Spokane, WA 99223
(509) 456-2526

March 13, 2013

This brochure supplement provides information about James K. Wilson.

If you did not receive a complete copy of Capital Retirement Plan Services, Inc.'s ADV brochure with this supplement or if you have any questions about the contents of the ADV brochure or supplements, please contact Sarah Miller (509) 456-2526 ext. 21

Additional information about James K. Wilson is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 – Educational Background and Business Experience

Year of Birth: 1963

Educational background includes a Bachelor degree in Accounting and a Bachelor degree in Business Management, both from Whitworth University. Jim holds the following licenses and designations:

- Certified Financial Planner®
- Accredited Investment Fiduciary®
- FINRA General Securities Representative Series 7
- FINRA Uniform Securities Agent Law Series 63
- FINRA Uniform Investment Advisors Law Series 65
- FINRA General Securities Principal Series 24
- FINRA Financial Operations Principal Series 27
- FINRA Operations Professional Day-One Series 99

Employment History:

- January 2012-Present (CEO/Financial Advisor Rep) Capital Retirement Plan Services, Inc. – Spokane, WA
- February 1992-Present (CEO/Financial Advisor Rep) Northern Capital Management, Inc. – Spokane, WA
- September 1993-Present (CEO/Registered Rep) NCM Securities, Inc. – Spokane, WA

Item 3 – Disciplinary Information

Capital Retirement Plan Services, Inc. is required to disclose all material facts regarding any legal or disciplinary events that would materially impact a client's evaluation of James K. Wilson. No events have occurred that are applicable to this item.

Item 4 – Other Business Activity

Capital Retirement Plan Services, Inc. is required to disclose any outside business activities or occupation for compensation that could potentially create a conflict of interest with clients. James K. Wilson is not actively engaged in any such activities.

Item 5 – Additional Compensation

James K. Wilson, in addition to the regular salary and profits paid by Capital Retirement Plan Services, Inc., receives up front and ongoing commissions for American Funds mutual funds purchased on a direct-way basis. See Capital Retirement Plan Services, Inc.'s Brochure, Item 10 (Investment Companies – Commissions, Sales Charges and Loads) for more details.

Item 6 – Supervision

As a member of the Investment Committee, James K. Wilson indirectly provides financial advice to clients by helping research and select the investments recommended for client portfolios. James K. Wilson is authorized to provide investment advice directly to clients. James is supervised by Michelle Warner, Chief Operations Officer, who can be contacted at (509) 456-2526 ext. 17.