

Strategic Planning, Inc.

FORM ADV PART 2 - FIRM BROCHURE

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This brochure provides information about the qualifications and business practices of Strategic Planning, Inc. If you have any questions about the contents of this brochure, please contact us at 614-802-0170 or sean@stgplan.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Additional information about Strategic Planning, Inc. is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2: Material Changes

On July 28, 2010 the United States Securities and Exchange Commission (“SEC”) published “Amendments to Form ADV” which amends the disclosure document that we provide to clients as required by SEC rules. This Brochure dated February 1, 2014 is a new document prepared according to the SEC’s new requirements and rules. As such, this document is materially different in structure and requires certain new information that our previous brochure did not require.

In the future, this Item will discuss only specific changes that are made to the Brochure and provide clients with a summary of such changes.

In the past, Strategic Planning offered or delivered information about its qualifications and business practices to clients on at least an annual basis. Pursuant to new SEC Rules, Strategic Planning will ensure that clients receive a summary of any material changes to this and subsequent Brochures within 120 days of the close of Strategic Planning’s fiscal year. Strategic Planning may further provide other ongoing disclosure information about material changes as necessary.

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Item 4: Advisory Business

Strategic Planning, Inc. (“Strategic Planning”) is owned by Stanley R. Edgell (“Stan Edgell”), and has been registered with the United States Securities and Exchange Commission (“SEC”) as an investment adviser since March 13, 2006.

A. Investment Management Services

Strategic Planning provides informed investment management services to individuals, including high net worth individuals, pension and profit sharing plans, charitable organizations and businesses.

Strategic Planning has an initial consultation with its clients to gather in-depth information. Strategic Planning asks its clients to complete an investor profile worksheet that is designed to elicit information about what matters most to the client, how the client wants to use his/her wealth, and what the client expects from Strategic Planning. Strategic Planning then uses this information to determine the appropriate investment guidelines, risk tolerance and other factors that will assist in ascertaining the suitability of the asset management account.

Strategic Planning diversifies and manages the client’s portfolio. Investments are made based upon the client’s investment objectives, risk tolerance, net worth, net income and other various suitability factors. The client’s portfolio may be managed in an individualized basis or by using an established portfolio mixed for all participating clients.

B. Financial Planning Services

Strategic Planning offers comprehensive financial planning services. Strategic Planning will provide the client with a written financial plan that, when requested, will include recommendations to the client regarding its securities and other investments. The financial plans prepared by Strategic Planning are individualized for the client and encompass the following: (1) personal financial planning; (2) insurance and estate planning; (3) capital need analysis; (4) tax and cash flow; (5) retirement planning; (6) investment analysis and planning; and (7) education planning.

Strategic Planning conducts personal interviews with each financial planning client to gather in-depth information on topics such as current financial status, future goals and attitudes toward risk. Related documents supplied by the client are carefully reviewed along with the information gathered during the personal interview.

C. Divorce Mediation

Strategic Planning no longer (2013) assists parties going through a divorce with dividing their assets. Strategic Planning does not provide advice as to investment structure with divorce mediation services.

D. Wrap Fee Programs

Strategic Planning does not participate in wrap fee programs.

E. Assets Under Management

Strategic Planning currently manages 53 accounts, with an aggregate value of \$2,654,000.00 on a *non-discretionary* basis. Strategic Planning does not manage accounts on a discretionary basis.

Item 5: Fees and Compensation

All fee arrangements shall be in writing and deemed to be part of the Client Agreement by and between Strategic Planning and the client.

Strategic Planning's compensation for investment advisory services is based on the assets under management. Fees are based on the fair market value of the assets under management on the last business day of each quarterly billing period. Fees are payable at the end of each quarterly billing period. For accounts with assets under management between \$0 and \$5,000,000.00, Strategic Planning's advisory fee is .50% annually. Strategic Planning may reduce or increase its advisory fees at any time. However, any increase in advisory fees will be effective only following at least thirty (30) days written notice to any client affected by the increase. Clients may negotiate advisory fees with Strategic Planning.

All fees due to Strategic Planning for investment advisory services shall be paid directly to Strategic Planning from the client's account which will be held by an independent custodian. The client agrees to execute the authorization letter attached to the Client Agreement as Appendix C authorizing the direct payment of fees to the Adviser by the independent custodian.

The fee for financial planning services is determined by Strategic Planning based on the complexity of the plan, the client's net worth and the areas to be addressed in the plan. Strategic Planning's charges a maximum fee of \$150 per hour for the financial planning services. Prior to executing the Client Agreement, Strategic Planning will provide an estimated fee to the client. At the client's request, Strategic Planning will continue to be available at an hourly rate for the implementation of the plan, subsequent evaluation, analysis function, and specific securities or investment related advice. At the client's request, Strategic Planning will provide annual updates for the financial plan. Fees for financial planning services are paid upon completion of the plan unless otherwise agreed upon, in writing, between Strategic Planning and the client.

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

Planning's fee and Strategic Planning shall not receive any portion of these commissions, fees and costs.

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

Item 6: Performance-Based Fees and Side-by-Side Management

Strategic Planning does not participate in Performance-Based Fees (fees based on a share of capital gains on or capital appreciation of the assets of a client) nor Side-by-Side Management.

Item 7: Types of Clients

Strategic Planning provides informed investment management and financial planning services to individuals, including high net worth individuals, pension and profit sharing plans, charitable organizations and businesses.

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

The investment process begins with the initial consultation and the investor questionnaire and cash flow worksheets that each client is asked to complete. The investor questionnaire and cash flow study are designed to help Strategic Planning determine which financial planning or investment advisory services are needed for the client. The client's goals and objectives are balanced with suitability for investment recommendations.

Strategic Planning conducts economic analysis using public information sources, as well as prospectuses and annual reports and Morningstar Office, and attempts to analyze and determine the trends. These sources may use fundamental and technical analysis in their research. Fundamental analysis generally involves assessing a company's or security's value based on factors such as sales, assets, markets, management, products and services, earnings and financial structure. Technical analysis generally involves studying trends and movement's in a security's price, trading volume, and other market-related factors in an attempt to discern patterns.

The client will at all times retain the right to direct Strategic Planning as to the general types of investments that are to be utilized and to establish any general investment philosophy that is to be followed with respect to the client's account(s). It is the client's responsibility to advise Strategic Planning of the client's investment objectives and any changes thereto, as well as any specific investment restrictions applicable to the client. In the event that the client deems any investment recommended or made to be inconsistent with the client's investment objectives or restrictions, it is the client's responsibility to provide prompt written notice to Strategic Planning.

There is no certainty that any investment or strategy will be profitable or successful in achieving a client's specific investment objectives or personal financial goals. While Strategic Planning's recommendations may contain certain specific dollar amounts required to meet the

estimated costs associated with the client's stated goals, these figures are strictly hypothetical in nature and are the result of mathematical calculations designed to solve for a given mathematical variable.

It is impossible to predict with total certainty any return with any investment over any period of time. No such implication, suggestion or guarantee regarding your ability to attain any goal simply by investing in the hypothetical amount at the hypothetical returns for the estimated time periods contained in any plan or report is intended or implied. Any illustrations provided to the client should not be considered as a prediction of any investment result. Principal values of your investments will fluctuate and when redeemed, may be worth more or less than your original investment. Asset management, commission, transaction and other costs will also affect your overall investment results. Asset allocation does not ensure a profit or protect against losses in any market, including a declining market.

While Strategic Planning's research is thorough, clients must be prepared to bear the risk of loss. All investments in securities risk the loss of capital. In addition, Strategic Planning has identified four principal types of risk: (a) risk that the stock market declines or the price of individual securities decline while the true long term value of the company may be unchanged or possibly even higher; (b) our analysis has been faulty; (c) external events may negatively affect the value of a specific company; and (d) fraud, in which case no amount of analysis could have been sufficient.

International and emerging market investments involve greater risks than larger, more established companies. High yield bonds involve greater risks and are not appropriate for all investors. Futures/commodities and Venture Capital / Limited Partnerships also involve greater risks and are not appropriate for all investors. Investments offering the potential for higher rates of return also involve a higher degree of risk to your principal.

Securities products are not insured by the FDIC, are not deposits or other obligations of any financial institution, are not guaranteed by any financial institution, and are subject to investment risks, including possible loss of the principal invested.

Item 9: Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of Strategic Planning or the integrity of Strategic Planning's managements. Strategic Planning has no information applicable to this Item. At the time of this update, neither Strategic Planning nor its IAR, Stan Edgell, are or have been subject to any disciplinary action or judgments.

Item 10: Other Financial Industry Activities and Affiliations

Strategic Planning's principle business is providing comprehensive fee based financial planning. Strategic Planning's investment adviser representative, Stan Edgell, is a registered representative of O.N. Equity Sales Company. In the event that an advisory client chooses to implement the advice through Stan Edgell, the broker/dealer would be O.N. Equity Sales Company. Clients are under no obligation to have Strategic Planning implement any suggestions made in a

written financial plan. If asked to implement the suggestions in a financial plan, Stan Edgell intends to implement such financial planning, in whole or in part, through financial products offered by O.N. Equity Sales Company. To the extent Stan Edgell implements, he will be acting as a registered representative of the broker/dealer, O.N. Equity Sales Company and will be paid a commission for those transactions. Stan Edgell also sells life insurance, mutual funds and business planning services.

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

Strategic Planning has adopted a Code of Ethics for all supervised persons of the firm describing its high standard of business conduct, and fiduciary duty to its clients. The Code of Ethics includes provisions relating to confidentiality of client information, a prohibition on insider trading, a prohibition on rumor mongering, restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures, among other things. All supervised persons at Strategic Planning must acknowledge the terms of the Code of Ethics annually, or as amended.

Strategic Planning anticipates that, in appropriate circumstances, consistent with clients' investment objectives, it will cause accounts over which Strategic Planning has management authority to effect, and will recommend to investment advisory clients or prospective clients, the purchase or sale of securities in which Strategic Planning, its affiliates and/or clients, directly or indirectly have a position of interest. Strategic Planning's employees and persons associated with Strategic Planning are required to follow Strategic Planning's Code of Ethics. Subject to satisfying this policy and applicable laws, Strategic Planning's officers, directors and employees may trade for their own accounts in securities which are recommended to and/or purchased for Strategic Planning's clients. The Code of Ethics is designed to assure that the personal securities transactions, activities and interests of the employees of Strategic Planning will not interfere with (i) making decisions in the best interest of advisory clients and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts. Under the Code of Ethics certain classes of securities have been designated as exempt transactions, based upon a determination that these would materially not interfere with the best interest of Strategic Planning's clients. In addition, the Code of Ethics requires pre-clearance of many transactions, and restricts trading in close proximity to client trading activity. Nonetheless, because the Code of Ethics in some circumstances would permit employees to invest in the same securities as clients, there is a possibility that employees might benefit from market activity by a client in a security held by an employee. Employee trading is continually monitored under the Code of Ethics, and to reasonably prevent conflicts of interest between Strategic Planning and its clients.

Certain affiliated accounts may trade in the same securities with client accounts on an aggregated basis when consistent with Strategic Planning's obligation of best execution. In such circumstances, the affiliated and client accounts will share commission costs equally and receive securities at a total average price. Strategic Planning will retain records of the trade order (specifying each participating account) and its allocation, which will be completed prior to the entry of the aggregated order. Completed orders will be allocated as specified in the initial trade order. Partially filled orders will be allocated on a pro rata basis. Any exceptions will be explained on the Order.

Strategic Planning's clients or prospective clients may request a copy of the firm's Code of Ethics by contacting Stan Edgell.

It is Strategic Planning's policy that the firm will not affect any principal or agency cross securities transactions for client accounts. Strategic Planning will also not cross trades between client accounts. Principal transactions are generally defined as transactions where an adviser, acting as principal for its own account or the account of an affiliated broker-dealer, buys from or sells any security to any advisory client. A principal transaction may also be deemed to have occurred if a security is crossed between an affiliated hedge fund and another client account. An agency cross transaction is defined as a transaction where a person acts as an investment adviser in relation to a transaction in which the investment adviser, or any person controlled by or under common control with the investment adviser, acts as broker for both the advisory client and for another person on the other side of the transaction. Agency cross transactions may arise where an adviser is dually registered as a broker-dealer or has an affiliated broker-dealer.

Item 12: Brokerage Practices

Strategic Planning recommends brokers to clients based upon individual client needs. Selection of brokers is based upon past performance of a broker's recommendation and quality of service provided. For simply buy-sell transactions, Strategic Planning generally recommends discount brokerage houses. For more complex transactions, Strategic Planning recommends a full-service broker.

Stan Edgell is a registered representative of O.N. Equity Sales Company. In the event that an advisory client chooses to implement the advice through Stan Edgell, the broker/dealer would be O.N. Equity Sales Company. Clients are under no obligation to have Strategic Planning implement any suggestions made in a written financial plan. If asked to implement the suggestions in a financial plan, Stan Edgell intends to implement such financial planning, in whole or in part, through financial products offered by O.N. Equity Sales Company. To the extent Stan Edgell implements, he will be acting as a registered representative of the broker/dealer, O.N. Equity Sales Company and will be paid a commission for those transactions.

Strategic Planning has no soft dollar or research arrangements. Strategic Planning does not engage in mark ups or mark downs. Strategic Planning's goal is to obtain best execution of each client transaction.

Item 13: Review of Accounts

Client accounts are supervised continuously and are formally reviewed on an annual basis by Stan Edgell, Strategic Planning's president and chief compliance officer. There is no minimum number of accounts assigned to Stan Edgell for review. Stan Edgell conducts portfolio analysis of the client's accounts. The review process contains each of the following elements: (a) evaluate the strategy that has been employed; (b) monitor the portfolio; and (c) address the need to rebalance.

In addition to the formal annual review, account reviews may be triggered by any one or more of the following events: (a) specific client request; (b) change in client's goals and objectives; and (d) changes in policy limits.

All clients will receive a written annual report which outlines the client's current positions, security cost basis and current market value.

Item 14: Client Referrals and Other Compensation

Strategic Planning does not offer compensation to any party for client referrals. Strategic Planning does not accept referral fees.

Item 15: Custody

Strategic Planning does not have custody of client funds or securities.

Clients should receive at least quarterly statements from the broker-dealer, bank or other qualified custodian that holds and maintains client's investment assets. Strategic Planning urges each client to carefully review such statements and compare such official custodial records to the account statements that Strategic Planning may provide to you. Strategic Planning's statements may vary from custodial account statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

Item 16: Investment Discretion

Strategic Planning will not accept discretionary authority for managing client accounts.

Item 17: Voting Client Securities

As a matter of firm policy and practice, Strategic Planning does not have any authority to and does not vote proxies on behalf of its advisory clients. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in client portfolios. Strategic Planning may provide advice to clients regarding the clients' voting of proxies. Any proxy solicitations that apply to any of Client's accounts and that are received by Strategic Planning will be immediately forwarded to Client for Client's evaluation and decision.

Prospectuses for newly purchased investment securities recommended by Strategic Planning will be provided directly by the associated brokerage firm, custodian, or by the provider or distributor of the recommended investment security. Strategic Planning will request the timely delivery of current Prospectus to Client's address of record when new investment securities are recommended. Such delivery will normally be made by regular US mail, and Client should receive these Prospectuses on or before the settlement date for the investment security purchase transaction(s). Client agrees to notify Strategic Planning if Prospectuses for all newly purchased investment securities are not received in a timely manner.

Item 18: Financial Information

Strategic Planning is not required to disclose its financial information.

Item 19: Requirements for State-Registered Advisers

Not applicable.