

Part 2A and 2B of Form ADV: Firm Brochure

Item 1: Cover Page

Financial Counseling Associates, Inc.

5163 Quaker St.

Golden, CO 80403

www.FCA-Inc.com

Matt Rillos

Matt@FCA-Inc.com

303-524-5861

Joe Rillos

Joe@FCA-Inc.com

303-868-6773

John (Jay) Kopel

Jay@FCA-Inc.com

303-699-337

January 1, 2015

This brochure provides information about the qualifications and business practices of Financial Counseling Associate, Inc. If you have any questions about the contents of this brochure, please contact us at 303-524-5861 or Matt@FCA-Inc.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Registration does not imply a certain level of skill or training.

Additional information about Financial Counseling Associates, Inc. also is available on the SEC's website at www.adviserinfo.sec.gov.

Firm IARD/CRD # 115123

Item 2: Material Changes

2012-01-01

- Financial Counseling Associates updated the main office to 5163 Quaker St. Golden, CO 80403

2013-01-01

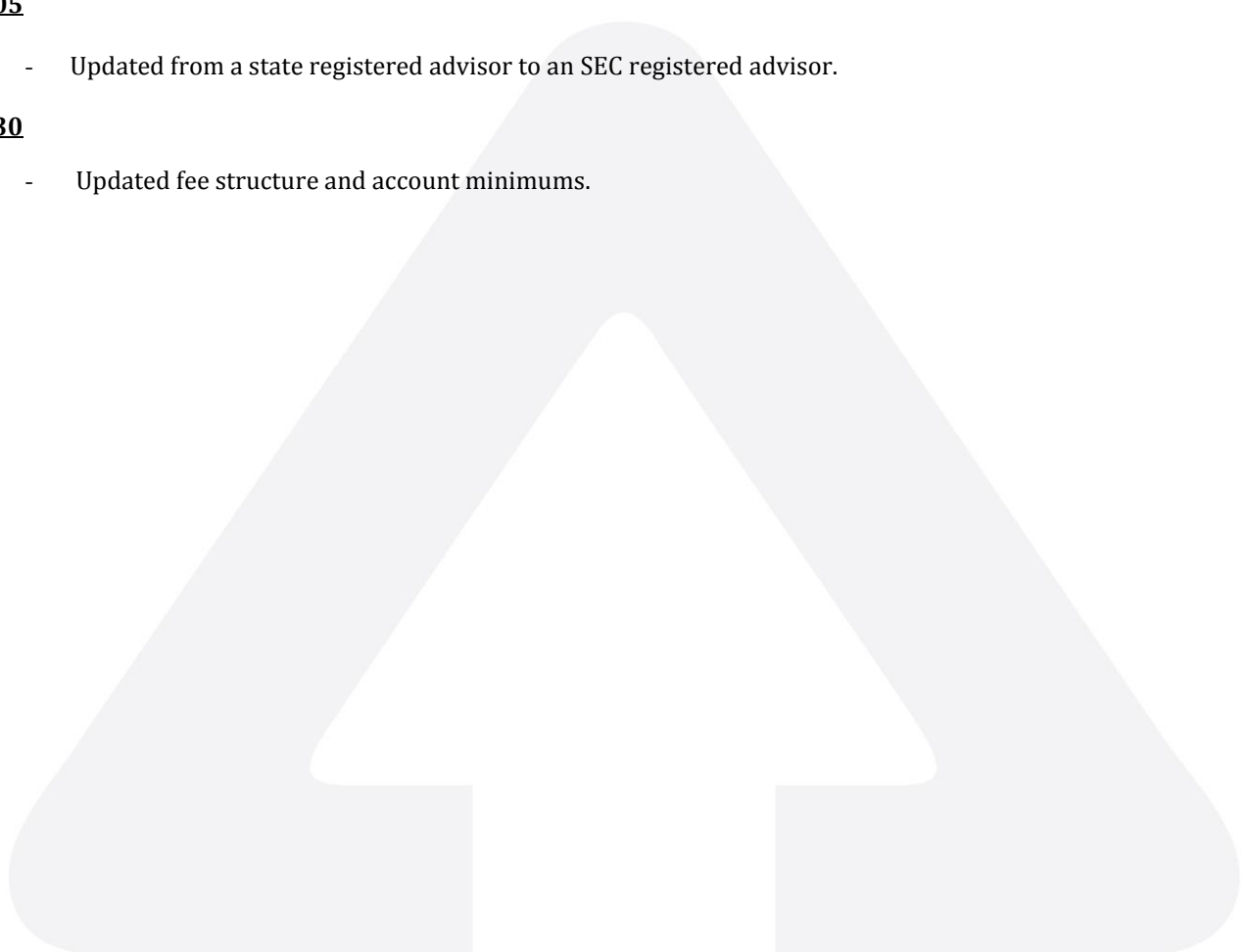
- FCA, Inc. has added John Hancock as a defined contribution plan provider.
- FCA, Inc. has added the service of option trading.
- Typo corrected for Joe Rillos and Jay Kopel work experience dates.

2014-02-05

- Updated from a state registered advisor to an SEC registered advisor.

2014-06-30

- Updated fee structure and account minimums.



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Item 4: Advisory Business

Overview

Financial Counseling Associates, Inc. is in the business of providing investment advice. Financial Counseling Associates, Inc (FCA, Inc.) became incorporated in the state of Colorado on January 25th 1993. The principal owners of FCA, Inc. are Joseph Rillos, John Kopel, and Matt Rillos. FCA, Inc. was a registered investment advisor under the SEC from 1993 until 1999, from 1999 until 2014 FCA was a state registered advisor, and FCA is currently an SEC registered advisor.

Services

FCA, Inc. provides a service of advising clients on the allocations of investments. We also provide counsel regarding financial planning, business planning, funding education, retirement planning, life and health insurance, estate planning, tax planning, for individuals and small businesses. FCA, Inc. is a fiduciary and as such we provide full disclosure to our clients and always act in the best interest of our clients. We have discretionary authority over clients' assets that we manage which allows us to make and implement investment decisions without the clients' written or verbal approval.

FCA, Inc. generally provides investment advice on equity securities, investment company securities, e.g. variable life insurance, annuities, mutual funds, and limited partnerships. We use commercially available services concerning investments as well as, taxation, numerous financial newspapers, periodicals, and issuer-prepared information. Outside consultants may also be employed to provide additional expertise in certain situations.

In addition to investment advice we can provide comprehensive financial planning, supplying analysis and recommendation in the areas of business planning, education planning, retirement planning, life and health insurance, estate planning, tax planning, as well as investments for individuals and small businesses.

FCA, Inc. provides investment advice on mutual funds, exchange traded funds, stocks, bonds, options, certificates of deposit, money markets, and cash. Advice on investments types outside of those listed above is limited. We can tailor our services based on the needs of a client. For example a client can impose restriction on investing in certain securities or types of securities.

Assets Under Management

As of 01/01/2015 we are managing \$140,000,000 for 300 clients on a discretionary basis and \$0 assets for 0 clients on a non-discretionary basis.

Item 5: Fees and Compensation

Assets Under Management Fees

FCA, Inc. provides a service of advising clients on the allocations of investments. FCA, Inc. charges a fee of 1% annually on the first \$2 Million dollars of assets under advisement and a fee of 0.5% annually on all assets above \$2 Million dollars of assets under advisement. This fee is billed quarterly and in advance. The service may be cancelled at any time by the client. When a cancellation occurs mid-quarter the client may request that fees be refunded on a pro rata basis. Our fees may be negotiable.

Account Minimums

FCA, Inc. requires a minimum of \$100,000 of assets under management per household. Account minimums may be negotiable.

Hourly Fees

For clients that do not have investment assets under FCA's advisement the base fee as of 1/1/2015 is \$200 per hour. The client may terminate the agreement without penalty within 5 business days from signing the agreement. The agreement will terminate when the full scope of the work under the hourly agreement is completed and presented to the client.

Collecting Fees

In general accounts under management will have their fee deducted from the accounts that are being managed. Clients will receive a notice of the quarterly fee amount in their quarterly report. Hourly clients will be billed for the fees due.

Other Fees

Clients may pay for transaction fees through a custodian. We use TD Ameritrade as a custodian for individual investment accounts and SEI or John Hancock for most 401k accounts. These fees are reasonable and customary for buying and selling securities. Some exchange traded funds and mutual funds at TD Ameritrade do not have a transaction fee. FCA, Inc. does not receive any compensation from TD Ameritrade, SEI, or John Hancock. It is possible that lower fees for comparable services may be available from other sources.

Compensation from Investment Products

FCA, Inc. does not receive any compensation or commissions from the sale of investment products. FCA, Inc. specializes in no-load and low transaction fee investments. Joe Rillos is licensed as an insurance agent in the state of Colorado and does receive commissions on the sale of life and health insurance. Commissions from the sale of insurance products create a conflict of interest and provides an incentive to recommend insurance products based on the compensation received.

Brokers

We primarily use TD Ameritrade as a broker due to their discounted fees, vast selection of investment choices, trading efficiencies, as convenience to the client, added protection for the client, and as an efficiency for our own business. Clients do have the option to purchase investment products that we recommend through other brokers or agents that are not affiliated with us.

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

Financial Counseling Associates, Inc. does not charge performance-based fees and does not have any conflicts of interest with side-by-side management.

Item 7: Types of Clients

Financial Counseling Associates, Inc. generally provides investment advice to individuals, trusts, small businesses, retirement plans, and foundations. We have a \$100,000 account minimum for opening or maintaining an account that may be negotiable.

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

Methods of Analysis and Investment Strategies

FCA, Inc. recommends to investment advisory clients that they maintain a diversified portfolio of investments. Implementing the recommendations requires that the client work closely with their attorney and accountant. We generally construct portfolios to include multiple asset classes and seek to minimize individual security risk. We generally use no-load mutual funds, exchange traded funds, stocks, bonds, or CD's that can be traded electronically and have a reasonable number of shares being traded daily. FCA, Inc. also has the ability to trade options for those clients that may be interested in this service.

The construction of portfolios involves considering the clients willingness for risk, desired potential return or loss, the clients goal for the funds, tax considerations, and the length of time until the client needs the funds. We use multiple tools to help us construct a portfolio and to determine the historical risk/reward of the portfolio. In analyzing stocks we use multiple services to provide advice

due to the limited nature of our own ground up analysis. We also use multiple services to screen mutual fund and exchange traded fund investments to determine their applicability to a client's portfolio as well as their historical investment performance and our projection of their future potential.

We try to minimize frequent trading of securities as this can affect investment performance though increased brokerage costs, taxes and also increases the probability of bad timing.

Investing in securities involves risk of loss that clients should be prepared to bear.

Item 9: Disciplinary Information

Neither Financial Counseling Associates, nor any of its employees has any legal or disciplinary events to report.

Item 10: Other Financial Industry Activities and Affiliations

Financial Counseling Associates uses TD Ameritrade Institutional as a broker for the majority of our clients. We also use SEI and John Hancock as a custodian for some 401k plans and have the ability to use SEI for individual's investment accounts as well. We primarily use TD Ameritrade due to their discounted fees, vast selection of investment choices, trading efficiencies, as a convenience to the client, added protection for the client, and as an efficiency for our own business.

As a service to our clients FCA, Inc. may recommend other industry partners from time to time such as lawyers, accountants, estate planners, real estate agents. FCA, Inc. does not have any material relationships with these industry partners nor do we receive any material compensation for such referrals. Joseph Rillos is a licensed insurance agent in the state of Colorado. He can provide accident and health insurance as well as life insurance for clients in the state of Colorado. Insurance agents are paid commissions and thus create a conflict of interest.

FCA, Inc. is an investment advisor and not a broker dealer, futures commission merchant, commodity pool operator, commodity trading advisor, nor do we recommend other investment advisors to our clients.

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

Our company philosophy is to do the right thing and to treat people the way we wish to be treated. Our goal is to provide the same investment advice to a client that they would arrive at on their own if they had the same time, knowledge, ability, and inclination that we do. Our code of ethics is based on seven principals of integrity, objectivity, competence, fairness, confidentiality, professionalism, and diligence. A copy of our code of ethics is available upon request. We make investment suggestions for clients that are in line with the same investments that we use for our own personal investments (assuming similar risk/reward profiles). Because of this we buy and sell the same or similar securities for our own personal portfolios as we do for our clients. Buying and selling the same securities as a client creates a conflict of interest. We mitigate this risk with our fiduciary responsibility of always acting in the best interest of our clients.

We review each client's portfolio at least on a quarterly basis and we review our own personal portfolios at the same time. Implementation of recommendations often results in the same or similar trades performed in our own accounts as well as those of a client. In most cases trades associated with quarterly portfolio changes are implemented on the same one or two trading days in all accounts.

Item 12: Brokerage Practices

See item Number 10.

We have an incentive to recommend TD Ameritrade to clients in order to make our business more efficient. Having all or most of our accounts at TD Ameritrade allows us to manage client portfolios, place trades, perform client fund transfers, and service accounts in a more efficient manner. The same is true for recommending SEI or John Hancock to 401k plans that we help manage.

As a benefit for advisors that use TD Ameritrade they provide multiple research capabilities for investments such as mutual funds, bonds, stocks, and CD's. We consider this a benefit to us and to our clients as we use these tools to help select the most appropriate investments for a client.

We do not receive any direct compensation from recommending TD Ameritrade, SEI, or John Hancock. Any soft-dollar value we may receive such as free investment research benefits are insignificant. We do not receive any client referrals by recommending TD Ameritrade, SEI, or John Hancock.

While we prefer for most of our clients to use TD Ameritrade we may consider allowing a client to use another broker. By recommending TD Ameritrade or any such broker this may not achieve the most favorable execution of client transactions and may cost clients more money. While we feel TD Ameritrade provides good value it is impossible for us to determine if they are the true low cost leader. In addition, permitting a client to choose their own brokerage firm may not achieve the most favorable execution of client transactions and may cost clients more money. We believe TD Ameritrade, SEI, and John Hancock all provide a fair value to the client.

Occasionally we will place block orders (buy many shares of a security for multiple clients and then distribute the shares to the appropriate accounts) with TD Ameritrade. This does not reduce the transaction cost for the client but it may have the potential to ensure that orders are executed at a better price or a more consistent price for all clients.

Item 13: Review of Accounts

We review each of our client accounts at least on a quarterly basis. We are looking at the portfolios to determine if we need to recommend any investment changes due to performance, rebalancing, investment strategy, risk profile, market conditions, client requests, or management fees. The portfolios are reviewed by at least one or more of the following individuals quarterly: John Kopel, Joe Rillos, or Matt Rillos. Client accounts may be reviewed more frequently if extreme market conditions or significant changes have occurred. These changes could be market gains/losses, significant changes in a particular investment, new assets, or other reasons.

Clients receive a quarterly report from us that shows: recommended changes, market summary and outlook, investment performance against benchmark(s), asset allocation percentages, specific investments and current values, contributions and gains/losses, returns, and a summary of fees to be deducted from accounts. We also provide tax information as needed in a client's end of year report.

Item 14: Client Referrals and Other Compensation

FCA generally does not provide any client referral compensation. If FCA Inc. ever chose to provide any referral compensation then full disclosure would be made to the client at the time of the referral.

Item 15: Custody

Financial Counseling Associates Inc. does not maintain custody of client's assets. Assets are held in the custody of TD Ameritrade, SEI, John Hancock, or at individual investment companies. When clients make new contributions those funds go to the appropriate custodians and are not held or deposited by FCA Inc. TD Ameritrade, SEI, John Hancock, and the mutual fund companies provide monthly statements to clients that are available electronically or by mail.

Clients are encouraged to compare the account statements they receive from us and the qualified custodian for any discrepancies.

Item 16: Investment Discretion

Financial Counseling Associates, Inc. provides discretionary advice. This means that any investment advice we recommend can be implemented without the client's approval. Clients are notified of suggested changes via their quarterly reports and are provided adequate time for review. If clients have questions or do not desire the suggested changes to be implemented then they can contact us to get their questions answered or direct us to change the suggested implementations. Discretionary authority also authorizes FCA Inc. to make investment changes which are believed to be in the best interest of the client without any client notification. Clients at TD Ameritrade sign a power of attorney that allows us to place trades on their behalf. These trades are in accordance with the discretionary policies above. Clients that have retirement plans at SEI or John Hancock are responsible for their own investment selection. FCA Inc. will help provided investment advice for these clients upon their request.

Item 17: Voting Client Securities

Clients are responsible for voting for their own securities. Clients will receive their proxies or other solicitation directly from their custodian or transfer agent. Clients are always welcome to contact us via phone or e-mail regarding these solicitations and seek our advice. Clients may request for FCA Inc. to vote securities on their behalf. If FCA is asked to vote proxies for a client they will always vote in the best interest of the client.

Item 18: Financial Information

We have discretionary authority over funds in clients account but we do not have any financial conditions that would be reasonably likely to impair our ability to meet contractual commitments to our clients. We collect fees on a quarterly basis. We do not collect fees of more than \$500 per client six months or more in advance. We have never been a subject of a bankruptcy as a corporation nor as individuals.

Item 19: Requirements for State-Registered Advisers

Please see part 2B below for executive officer and management persons formal education and business background. FCA, Inc. is the primary business for all of our executive officers and management personnel. Joe Rillos also sells life and health insurance. Joe spends approximately 3 hours per week on this activity. FCA, Inc. does not charge or receive any performance based fees. FCA, Inc. does not and has not had any claims or suits filed against us. FCA, Inc. does not have any arrangements with issuers of securities.

All material conflicts of interest under CCR Section 260.238 (k) are disclosed regarding the investment adviser, its representatives or any of its employees which could be reasonably expected to impair the rendering of unbiased and objective advice.

Part 2B of Form ADV: Brochure Supplement

Part 2B Item 1: Cover Page Joseph L. Rillos

Joseph L. Rillos

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January 1, 2015

This brochure supplement provides information about Joseph L. Rillos that supplements the Financial Counseling Associates, Inc. brochure. You should have received a copy of that brochure. Please contact Matt Rillos at 303-524-5861 or at Matt@FCA-Inc.com if you did not receive Financial Counseling Associates' brochure or if you have any question about the contents of this supplement.

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

Item 2: Educational Background and Business Experience

Joseph Rillos (Joe) was born on October 13th 1948 and has provided financial services to individuals and businesses since 1978. With 30+ years in the industry Mr. Rillos serves his clients with a great breadth and depth of experience. A former high school teacher and coach, he is a mathematics graduate of the Colorado College in Colorado Springs, Colorado. Before forming FCA, Inc. Joe Rillos worked for Integrated Resources Equity Corporation from 1982 until 1989. He was then with Royal Alliance Associates, Inc. from 1989 until 1996. Joe was the founder of FCA, Inc. and has been president since 1993. He has a Colorado Insurance Broker License, and has earned the designation of Chartered Financial Consultant (ChFC). (ChFC) is the "Advanced Financial Planning" designation conferred by The American College. The ChFC professional is qualified to assist individuals, professionals, and small-business owners with comprehensive financial planning, including insurance, income taxation, retirement planning, investments, and estate planning. The ChFC curriculum provides an extensive education in financial planning, requiring nine courses, each of which is followed by an exam.

Item 3: Disciplinary Information

Joe has no disciplinary information to report.

Item 4: Other Business Activities

Joe Rillos is licensed as an insurance agent in the state of Colorado and does receive commissions on the sale of life and health insurance. Commissions from the sale of insurance products create a conflict of interest and provides an incentive to recommend insurance products based on the compensation received.

Item 5: Additional Compensation

Joe Rillos receives no sales awards, no referral fees, nor any other sources of additional income.

Item 6: Supervision

Joe Rillos is the President and an owner of Financial Counseling Associates, Inc. Joe Rillos, Matt Rillos, and Jay Kopel work as a team to implement FCA's services for clients. FCA utilizes a horizontal organization chart.

Item 7: Requirements for State-Registered

Joe Rillos has not been involved in any type of arbitration or bankruptcy.

Part 2B of Form ADV: Brochure Supplement

Part 2B Item 1: Cover Page John J. Kopel

John J. Kopel (Jay)

jay@FCA-Inc.com

6129 S. Cathay Ct.

Aurora, CO 80016

303-699-3378

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January 1, 2015

This brochure supplement provides information about John J. Kopel that supplements the Financial Counseling Associates, Inc. brochure. You should have received a copy of that brochure. Please contact Matt Rillos at 303-524-5861 or at Matt@FCA-Inc.com if you did not receive Financial Counseling Associates' brochure or if you have any question about the contents of this supplement.

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

Item 2: Educational Background and Business Experience

John Kopel (Jay) was born April 2nd 1959. Mr. Kopel received his B.S. in Business Administration/Finance in 1981 from the University of St. Thomas, St. Paul, Minnesota. He worked for Apache Corporation from 1981 to 1989. Positions included Senior Financial Analyst/Acquisitions and Treasury Manager. In 1988 he received his MBA in Finance from the University of Colorado. He worked for Asset Management Group from 1989 to 1992. While at Asset Management Group he provided financial counseling services to Chief Executive Officers and other Senior Executives at Fortune 500 companies; and was responsible for recommending securities and mutual funds for all Asset Management Group's clients. Jay Kopel has been a Vice President with Financial Counseling Associates since 1993.

Item 3: Disciplinary Information

Jay has no disciplinary information to report.

Item 4: Other Business Activities

Jay Kopel has no other substantial business activities outside of FCA.

Item 5: Additional Compensation

Jay Kopel receives no sales awards, no referral fees, nor any other sources of additional income.

Item 6: Supervision

Jay Kopel is a Vice President and an owner of Financial Counseling Associates, Inc. Joe Rillos, Matt Rillos, and Jay Kopel work as a team to implement FCA's services for clients. FCA utilizes a horizontal organization chart.

Item 7: Requirements for State-Registered

Jay Kopel has not been involved in any type of arbitration or bankruptcy.

Part 2B of Form ADV: Brochure Supplement

Part 2B Item 1: Cover Page Matthew J. Rillos

Matthew J. Rillos

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January 1, 2015

This brochure supplement provides information about Matthew J. Rillos that supplements the Financial Counseling Associates, Inc. brochure. You should have received a copy of that brochure. Please contact Matt Rillos at 303-524-5861 or at Matt@FCA-Inc.com if you did not receive Financial Counseling Associates' brochure or if you have any question about the contents of this supplement.

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

Item 2: Educational Background and Business Experience

Matthew Rillos (Matt) was born December 16th, 1977 and is a Vice President of Financial Counseling Associates, Inc. Mr. Rillos is a class of 2000 graduate of the United States Air Force Academy, receiving his bachelor's degree in Mechanical Engineering. Matt served the U.S. Air Force as an Acquisition officer from 2000-2005. He was a program manager responsible for a +\$200M government program. Following the Air Force, Matt worked at Lockheed Martin from 2005-2007. Some of his responsibilities included providing direction and management for multimillion dollar corporate investments.

Matt has been with FCA since January 2008. Matt holds a Series 65 securities license (Investment Advisor). Matt completed the three year educational requirement for the Certified Financial Planner designation in August of 2008 at the College for Financial Planning in Englewood, Colorado. Matt has also passed the Certified Financial Planner certification exam and is a CERTIFIED FINANCIAL PLANNER™ practitioner. The certified Financial Planner designation requires a bachelor of science degree, successful completion financial education courses as approved by the CFP board, successful passing of the comprehensive CFP exam, a minimum of three years of experience, and a commitment to the CFP boards ethics requirements.

Item 3: Disciplinary Information

Matt has no disciplinary information to report.

Item 4: Other Business Activities

Matt Rillos has no other substantial business activities outside of FCA.

Item 5: Additional Compensation

Matt Rillos receives no sales awards, no referral fees, nor any other sources of additional income.

Item 6: Supervision

Matt Rillos is a Vice President and an owner of Financial Counseling Associates, Inc. Joe Rillos, Matt Rillos, and Jay Kopel work as a team to implement FCA's services for clients. FCA utilizes a horizontal organization chart.

Item 7: Requirements for State-Registered

Matt Rillos has not been involved in any type of arbitration or bankruptcy.