
Item 1 – Cover Page

BARRETT CAPITAL

MANAGEMENT, LLC

www.barrettcap.com

2318 Robious Station Circle

Midlothian, Virginia 23113

804-419-1100 - Telephone

804-419-1101 - Fax

March 26, 2015

www.barrettcap.com

This Brochure provides information about the qualifications and business practices of Barrett Capital Management, LLC [“Barrett Capital”]. If you have any questions about the contents of this Brochure, please contact us at 804-419-1100. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission [“SEC”] or by any state securities authority.

Barrett Capital Management, LLC is a Registered Investment Adviser. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information about which you determine to hire or retain an Adviser. Additional information about Barrett Capital Management, LLC also 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 published “Amendments to Form ADV” which amends the disclosure document that we provide to the client as required by SEC Rules.

Each year, Item 2 – Material Changes will discuss only specific material changes that are made to the Brochure and provide the client with a summary of such changes. We will also reference the date of our last annual update of our brochure.

In the past, we have offered or delivered information about our qualifications and business practices to the client on at least an annual basis. Pursuant to new SEC Rules, we will ensure that you receive a summary of any material changes to this and subsequent Brochures within 120 days of the close of our business’ fiscal year, December 31. We may further provide other ongoing disclosure information about material changes, as necessary.

We will also provide you with a new Brochure, as necessary, based on changes or new information, at any time, without charge.

No Material Changes.

Currently, our Brochure may be requested by contacting Christine Slate, Chief Compliance Officer at (804) 419-1100 or cslate@barrettcap.com.

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Item 4 – Advisory Business

Barrett Capital Management, LLC [“Barrett Capital”] registered with the Commonwealth of Virginia as a limited liability company in 2000. Barrett Capital is registered with the State Corporation Commission of Virginia as a Registered Investment Adviser and began conducting business in January, 2002. The Principals are David R. Barrett, President/CEO, and Russell E. Lundeborg, Jr., CPA, Principal & Chief Investment Officer.

Barrett Capital provides investment advisory services in the form of fee based asset management. There is ongoing monitoring of client portfolios. This service attempts to reduce the volatility of client assets by diversifying among major asset classes and various investment strategies. Periodically, assets are re-balanced to adjust for changes in the portfolio. Our investment strategy involves investing for the long term, however, upon client request, may invest for shorter periods.

Barrett Capital Management, LLC serves as an adviser to Nautical Mile Fund, LP and makes the Partnership’s investment and trading decisions. Nautical Mile Fund, LP was a Multi-manager Hedge Fund (Fund of Funds) formed in April, 2005 to seek long-term capital appreciation by allocating its portfolio among multiple managers employing a variety of alternative and non-traditional investment and trading strategies. Additional information regarding Nautical Mile Fund, LP is discussed in the Private Placement Memorandum. The fund was suitable for accredited investors only. Nautical Mile Fund is no longer open to new limited partners and the Fund is in the process of dissolution effective October 2013 and no new interest in the partnership will be accepted.

The firm strives to customize the advisory services to the individual needs of the client. Information is gathered using Client and Risk Tolerance Questionnaires. An Investment Policy Statement [“IPS”] defining Barrett Capital’s understanding of the client investment goals is provided for client review. The client may impose reasonable restrictions on investing in certain securities, types of securities, or industry sectors. This information will be documented on the IPS. After review and agreement of the IPS, the client(s) signs the IPS, which will serve as the foundation to manage client investment account(s).

Barrett Capital does not participate in any wrap-fee programs. The firm does not sell annuities, insurance, or commissioned products. The firm does not receive any sales commissions, wrap-fees, or referral fees.

As of December 31, 2014, the amount of assets under management was as follows:

Discretionary: \$ 70,034,897.92

Non-Discretionary: \$ 8,662,625.47

Item 5 – Fees and Compensation

Barrett Capital Management, LLC is compensated based upon a percentage of assets under management. Barrett Capital's annual fee schedule is as follows:

1.50% = on the first \$1,500,000

1.25% = on assets from \$1,500,001 to \$5,000,000

1.00% = on assets above \$5,000,000

The client signs an Investment Advisory Agreement, which authorizes automatic withdrawal of the management fee from their account(s). The signed agreement is kept in the client file. This schedule is applied to the value of the accounts on the last day of the quarter (March, June, September, and December), and fees are deducted quarterly in arrears. Management fees are prorated for each capital contribution and withdrawal made during the applicable calendar quarter. Accounts initiated or terminated during a calendar quarter are charged a prorated fee.

Under unique circumstances, Barrett Capital will negotiate a special asset management fee with a client. This is at the discretion of Barrett Capital. The agreed-upon fee will be documented in the client file.

Once a contract has been signed, the contract can be terminated using written notice by either party within the first five (5) business days without being charged a fee. Thereafter, either party can terminate a contract by written notice, and the client will incur a pro-rated charge for services up to the date of termination.

Barrett Capital's fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which shall be incurred by the client. The client 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 Barrett Capital's fee, and Barrett Capital does not receive any portion of these commissions, fees, and costs.

Item 12 further describes the factors that Barrett Capital 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

Barrett Capital Management, LLC does not charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client), nor do we engage in side-by-side management.

Item 7 – Types of Clients

Barrett Capital Management, LLC currently provides investment advisory services in the form of fee-based asset management services to individuals, high net worth individuals, trusts, estates, charitable organizations, and a pooled investment vehicle.

Barrett Capital can provide investment advisory services to foundations, endowments, corporate pension and profit-sharing plans, , and other business entities. .

The current minimum is \$1,000,000. , however, the minimum may be waived at the discretion of the Principals of Barrett Capital.

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

Barrett Capital Management, LLC believes that a methodical, systematic approach to investing, coupled with discipline, is vital to investment success. Barrett Capital seeks to offer clients an investment solution consistent with the client's investment objectives risk

tolerance, and time horizons, among other considerations. However, investing in securities involves risk of loss that the client should be prepared to bear.

All portfolios are managed with a view toward capital preservation and appreciation. Barrett Capital's investment strategy will involve under- and overweighting various asset classes based on the firm's assessment of the risk and return potential specific to each asset class at any point in time.

The cornerstone of Barrett Capital's approach is knowledge of the client as well as an extensive understanding of investments. The investment strategy used for each client may differ depending on the specific need of the client. Each client is requested to complete a Risk Tolerance Questionnaire. After the Risk Tolerance Questionnaire is completed, along with several conversations and diagnostic exercises, an Investment Policy Statement is created. The IPS lays out client investment objectives, risk tolerance guidelines, portfolio constraints (liquidity, time horizon, etc.), and examples of typical asset classes that are expected to be utilized in the portfolio. The IPS establishes the criteria for matching long-term objectives to an appropriate investment plan. The client may change or update the IPS at any time.

Barrett Capital typically seeks to allocate client portfolios among various money managers across a range of diversified asset classes and strategies. The asset classes and strategies in which the various money managers typically invest may include the following: Investment grade bonds, international bonds, high-yield bonds, U.S. large cap stocks, U.S. small cap stocks, U.S. mid cap stocks, foreign stocks that may, or may not, include emerging market stocks, REITS (real estate investment trusts), and cash. Specialty funds employing strategies such as the following: managed futures, merger/arbitrage, market neutral, event driven, systematic, or other strategies may be used.

Money managers are typically accessed via pooled investment vehicles (primarily in mutual funds and, on a more limited basis, privately placed pooled investment funds).

Barrett Capital's approach uses different methods of analysis that may include (but are not necessarily limited to):

Asset class and strategy research:

- Fundamental Analysis. Fundamental analysis involves estimating a fair value for an asset class or security and then comparing that estimate to the current price of that asset class or security. Fundamental analysis assumes that markets may misprice assets in the short-term, but that the price of assets will eventually move towards fair value over the

long-term. Fundamental analysis involves assumptions that may or may not turn out to be accurate.

- **Technical Analysis.** Technical analysis involves analyzing past market data in an attempt to recognize recurring patterns of investor behavior and potentially predict future price movement. Technical analysis involves assumptions that may or may not turn out to be accurate.

Money manager and Fund research:

- **Quantitative Analysis.** In searching for money managers and funds we utilize quantitative measures such as past performance, risk exposures and fee structures. Quantitative data is obtained through third party data bases such as Morningstar. A risk in using quantitative analysis is that past performance may not be indicative of future results.

- **Qualitative Analysis.** We subjectively evaluate non-quantifiable factors such as the reputation, experience and integrity of the money manager, and operational factors, such as breadth, infrastructure and risk controls of the organization. Following this screening, Barrett Capital conducts due diligence on any underlying fund or money manager in which it is considering making an investment. The due diligence process typically involves multiple phone calls and/or meetings with the money manager to understand the manager's investment philosophy, investment strategy, risk exposures and operational infrastructure. A risk of utilizing qualitative analysis is that our subjective judgment may prove incorrect.

Where we get our information: Various sources of information may include financial newspapers and magazines, research materials prepared by others, corporate rating services, industry conferences, annual reports, prospectuses, and filings with the SEC, along with company press releases. Software such as Morningstar and Bloomberg is used in analysis, as well. In addition, phone calls and/or site visits are conducted, when applicable.

Types of Securities: We invest primarily in mutual funds and, on a more limited basis, privately placed pooled investment funds. Markets for mutual funds and privately placed pooled investment funds, and the securities held by the mutual funds and privately placed pooled investment funds in which we invest, are generally subject to fluctuations, and the market value of any particular investment may vary substantially. Investment portfolios may not generate any income or appreciate in value. It is impossible to learn all relevant information concerning a mutual fund, a company, or a security. Further, we may misinterpret or wrongly analyze the information available about a particular fund, company, or security. These and other factors may cause us to (a) invest in funds at times that will lead to losses or (b) refrain from investing in particular funds at times that would have resulted in gains if we had chosen to invest.

Investment and Trading Risks in General: Risk of Loss. Investing in securities involves risk of loss that clients should be prepared to bear. All investments involve risks, including the risk that the entire amount invested may be lost. Securities investments are not guaranteed and you may lose money on your investment. No guarantee or representation is made that a client's investment objective will be achieved or that any specific level of performance will be obtained. Past performance is not indicative of future results. Our analysis methods rely on the assumption that the providers of market data, fundamental data, and other publicly-available sources of information about the various asset classes and funds in which we invest are providing accurate and unbiased data. While we are alerted to indications that data may be incorrect, there is always a risk that our analysis may be compromised by inaccurate or misleading information. Asset classes and/or securities that Barrett Capital believes are fundamentally undervalued or incorrectly valued may not ultimately be correctly valued in the capital markets at prices and/or within the time frame Barrett Capital anticipates. As a result, client portfolios may lose all or substantially all of their investment in any particular instance.

Item 9 – Disciplinary Information

As a Registered Investment Adviser, Barrett Capital Management, LLC is required to disclose all material facts regarding any legal or disciplinary events that would be material to a client or prospect evaluation of the firm or the integrity of Barrett Capital's management team.

Barrett Capital has no information applicable to this Item.

Item 10 – Other Financial Industry Activities and Affiliations

Barrett Capital Management, LLC serves as an adviser to Nautical Mile Fund, LP and makes the Partnership's investment and trading decisions. Nautical Mile Fund, LP was a Multi-manager Hedge Fund (Fund of Funds) formed in April, 2005 to seek long-term capital appreciation by allocating its portfolio among multiple managers employing a variety of alternative and non-traditional investment and trading strategies. Nautical Mile Fund is no longer open to new limited partners and the Fund is in the process of dissolution effective October 2013 and no new interest in the partnership will be accepted.

Prior to the dissolution of the Fund, Nautical Mile Fund, LP paid a management fee to Barrett Capital. No additional fee is charged on assets. All fees were disclosed to the client, and investment into the fund was at client discretion.

Additional information regarding Nautical Mile Fund, LP is discussed in the Private Placement Memorandum, and the fund was suitable for accredited investors. In order for an individual to qualify as an accredited investor, the client was required to meet certain income expectations, meet certain net worth requirements, or hold the position of general partner, executive officer, or director for the issuer of a security being offered.

Item 11 – Code of Ethics

Barrett Capital Management, LLC adopted a Code of Ethics for all employees of the firm describing its high standard of business conduct and fiduciary duty to the client. The Code of Ethics includes provisions relating to the confidentiality of client information, a prohibition on insider trading, a prohibition of 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 employees at Barrett Capital must acknowledge the terms of the Code of Ethics annually, or as amended.

Employees of Barrett Capital may trade for their own portfolios in securities which are recommended to and/or purchased for Barrett Capital clients. The Code of Ethics is designed to assure that the personal securities transactions of the employees of Barrett Capital will not interfere with (i) making decisions in the best interest of the advisory client, and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own portfolios.

The Code of Ethics also requires employees to pre-clear certain personal securities transactions such as IPO's and private placements. Employee's personal securities transactions are reported on a quarterly basis and provide a detailed summary of holdings.

Barrett Capital will continue to serve as an adviser to Nautical Mile Fund, LP. through the dissolution of the Fund. Barrett Capital is no longer charging an asset management fee for Nautical Mile Fund, LP. The fee structure was disclosed in the Private Placement Memorandum. No additional fees are charged by Barrett Capital.

A copy of the Code of Ethics is available upon request.

Item 12 – Brokerage Practices

Barrett Capital Management, LLC may recommend that the client establish a brokerage account(s) with Schwab Advisor Services, a division of Charles Schwab & Co., Inc. (Schwab), a FINRA-registered broker-dealer, member SIPC, to maintain custody of client assets and to effect trades for their account(s). Although Barrett Capital may recommend that a client establish an account(s) at Schwab, it is the ultimate decision of the client to custody assets with Schwab or other custodian. Barrett Capital is independently owned and operated and is not affiliated with Schwab.

To ensure that Barrett Capital fulfills its obligation for best execution, Barrett Capital periodically reviews best execution reports from Schwab and compares them to pricing of other broker-dealers/custodians. Barrett Capital reserves the right to recommend to clients that they use broker dealers other than Schwab Advisor Services if Barrett Capital concludes that Schwab is not providing best execution to its clients.

Schwab provides Barrett Capital with access to its institutional trading and custody services, which are typically not available to Schwab retail investors. These services generally are available to independent investment advisers on an unsolicited basis, at no charge so long as a total of at least \$10 million of the adviser's client assets are maintained in accounts at Schwab. These services are not contingent upon Barrett Capital committing to Schwab any specific amount of business (assets in custody or trading commissions). Schwab's brokerage services include the execution of securities transactions, custody, research, and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment.

For client accounts that Schwab maintains, Schwab generally does not charge separately for custody but is compensated by charging the client commissions or other fees on trades that it executes.

Schwab also makes available to Barrett Capital other products and services that benefit Barrett Capital but may not benefit its client accounts. Many of these other products and services may be used to service all or some substantial number of Barrett Capital's accounts, including accounts not maintained at Schwab.

Schwab's products and services that assist Barrett Capital in managing and administering client accounts include software and other technology that (i) provide access to client account data (such as trade confirmations and account statements); (ii) facilitate trade

execution and allocate aggregated trade orders for multiple client accounts; (iii) provide research, pricing and other market data; (iv) facilitate payment of Barrett Capital's fees from their client accounts; and (v) assist with back-office functions, recordkeeping and client reporting.

Schwab Advisor Services also offers other services intended to help Barrett Capital manage and further develop their business enterprise. These services may include: (i) compliance, legal and business consulting; (ii) publications and conferences on practice management and business succession; and (iii) access to employee benefits providers, human capital consultants and insurance providers. Schwab may make available, arrange and/or pay third-party vendors for the types of services rendered to Barrett Capital. Schwab may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the fees of a third-party providing these services to Barrett Capital. Schwab Advisor Services may also provide other benefits such as educational events or occasional business entertainment of Barrett Capital personnel. While as a fiduciary, Barrett Capital endeavors to act in the best interest of their client. In evaluating whether to recommend that the client custody assets at Schwab, Barrett Capital may take into account the availability of some of the foregoing products and services and other arrangements as part of the total mix of factors considered and not solely the nature, cost or quality of custody and brokerage services provided by Schwab, which may create a potential conflict of interest.

Barrett Capital mainly uses mutual funds so it is not necessary to aggregate trades. All clients get the same price for the mutual fund on the day the order is placed. Therefore, there is no material cost to the clients.

Barrett Capital does not have any soft-dollar arrangements and does not receive any soft-dollar benefits.

Item 13 – Review of Accounts

Client portfolios in fee-based asset management accounts are reviewed on an on-going basis. Russell E. Lundeberg, Jr., CPA, Principal & Chief Investment Officer and Damir Strmel, Investment Analyst conducts the reviews of client accounts. Barrett Capital offers to meet with each client annually for a portfolio review and to provide an overview of economic conditions. The client is also encouraged to call and set up additional appointments at any time throughout the year for a review meeting. More frequent reviews may be triggered due to change in financial status such as employment status,

family status, net worth changes, and/or other determinants that are deemed important to the client or the firm.

The asset management client receives quarterly reports from Barrett Capital. Reports include a Portfolio Statement that shows current positions and the total value of the portfolio; risk-tolerance description for the current portfolio; Portfolio Performance Summary; and, if applicable, a Realized Gain/Loss Report. In addition, the Barrett Capital client receives trade confirmations and a monthly or quarterly statement from Schwab Advisor Services and/or specific investment companies, if applicable.

Item 14 – Client Referrals and Other Compensation

Barrett Capital Management, LLC currently has an agreement with one Solicitor (Relationship Consultant) to refer prospective clients and, in return, Barrett Capital pays a fee to the Relationship Consultant. This arrangement is governed by a written agreement that describes the Relationship Consultant's responsibilities to Barrett Capital and the required disclosures to the prospective client. The prospective clients will be individuals or entities which the Relationship Consultant believes are suitable and appropriate for the investment advisory services provided by the firm. For each account referred to Barrett Capital by the Relationship Consultant, the Advisor has agreed to pay the Relationship Consultant a percentage of the management fee paid by the client on a quarterly basis. Each client referred to Barrett Capital will sign a Disclosure Statement verifying they have read and received the ADV Part 2A & 2B along with the description of the compensation received from Barrett Capital. The agreement can be terminated at any time by either party upon written notice.

Also, Barrett Capital does not receive any other compensation.

Item 15 – Custody

Barrett Capital Management, LLC does not maintain custody of client assets, except as a result of the ability to withdraw advisory fees directly from client accounts where written authority has been granted. The client should receive at least quarterly statements from the broker-dealer, bank or other qualified custodian that holds and maintains client investment assets. Barrett Capital urges the client to carefully review such statements and

compare such official custodial records to the account statements that Barrett Capital may provide to the client. Barrett Capital's statements may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

Barrett Capital serves as adviser and custodian to Nautical Mile Fund, LP and makes the Partnership's investment and trading decisions. Custody rule requirements are satisfied by providing annual fund financial statements audited in accordance with Generally Accepted Accounting Principles ["GAAP"] to all fund investors within the required timeframe of the fund's fiscal year-end. This practice will continue through the dissolution of the Fund. Barrett Capital has engaged an Independent CPA to review payments or any transfer of funds or securities from Nautical Mile Fund, LP.

Item 16 – Investment Discretion

Barrett Capital Management, LLC may recommend that the client establish a brokerage account(s) with Schwab Advisor Services, a division of Charles Schwab & Co., Inc. (Schwab), a FINRA-registered broker-dealer, member SIPC, to maintain custody of client assets and to effect trades for their account(s). Although Barrett Capital may recommend that a client establish an account(s) at Schwab, it is the ultimate decision of the client to custody assets with Schwab or other custodian. Barrett Capital is independently owned and operated and is not affiliated with Schwab

Barrett Capital Management, LLC has Limited Power of Attorney (discretion) for client accounts at Schwab Advisor Services upon previous written consent. This allows Barrett Capital to buy and/or sell specific quantities of traditional investments for the client account. The account is registered in the client name. Any client invested in private placements has full control of the account. Any fund movement in or out of a private placement is at client discretion and requires separate client authorization.

Barrett Capital Management, LLC will manage the client account on a discretionary basis after the Investment Advisory Agreement is signed. Discretion is exercised in a manner consistent with the stated investment objectives outlined in the Investment Policy Statement. Barrett Capital limits their discretionary authority by prohibiting withdrawal of funds and/or securities from client account(s). Funds may be wired between Schwab and

outside investment companies for the benefit of the client only by written consent of the client.

When selecting securities and determining amounts, Barrett Capital observes the investment policies, limitations and restrictions of the client for which it advises. Investment guidelines and restrictions must be provided to Barrett Capital as outlined in the IPS.

Item 17 – Voting Client Securities

Barrett Capital Management, LLC does not have authority to vote proxies on behalf of an advisory client. The client retains responsibility for receiving and voting proxies for all securities maintained in client portfolios. Barrett Capital requests copies of proxy ballots from Schwab Advisor Services. The firm may provide advice to a client regarding the voting of proxies.

Item 18 – Financial Information

As a Registered Investment Adviser, Barrett Capital Management, LLC is required in this item to provide certain financial information or disclosures about the firm's financial condition. Barrett Capital has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to the client, and has never been the subject of a bankruptcy proceeding.

Item 19 – Requirements for State-Registered Advisers

Barrett Capital Management, LLC has attached the ADV Part 2B.

BARRETT CAPITAL

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David R. Barrett

ADV Part 2B
Disclosure Brochure
Advisor Supplement
March 31, 2015

Barrett Capital Management, LLC

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Midlothian, VA 23113

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This Brochure Supplement provides information about David R. Barrett that supplements the Barrett Capital Management, LLC Brochure. You should have received a copy of that Brochure. Please contact Christine Slate, Chief Compliance Officer if you did not receive Barrett Capital Management, LLC's Brochure or if you have any questions about the contents of this supplement.

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

David R. Barrett



Item 2: Educational Background and Business Experience:

David R. Barrett (Born in 1949)

David R. Barrett graduated from the University of Maryland in 1971 with a Bachelor's degree in Business Administration/Marketing. David Barrett is the President/CEO of Barrett Capital Management, LLC from January 1, 2002 to Present. David Barrett is the Founding Principal of Barrett Capital Management, LLC.

Item 3: 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 each supervised person providing investment advice. David Barrett has no disciplinary information to disclose.

Item 4: Other Business Activities:

Registered investment advisers are required to disclose if they are engaged, actively or otherwise, in any investment-related business or occupation outside of activities and responsibilities to Barrett Capital Management, LLC. David Barrett has no other business activities to report.

Item 5: Additional Compensation:

Registered investment advisers are required to inform you of additional compensation that they may receive for providing advisory services, such as sales awards or other prizes. David Barrett does not receive any such compensation.

Item 6: Supervision:

David R. Barrett, President/CEO of Barrett Capital Management, LLC is supervised by Russell E. Lundeberg, Jr., Principal/Chief Investment Officer and Christine M. Slate, Chief Compliance Officer. David Barrett supervises the overall offerings for Barrett Capital clients. David meets with clients to review offerings; however, David Barrett does not offer investment advice or choose investment products for clients.

Russell E. Lundeberg, Jr.'s telephone number is (804) 419-1100 x2
Christine M. Slate's telephone number is (804) 419-1100 x1.

Item 7: Other Disclosure Requirements for State-Registered:

David R. Barrett has not been responsible or liable for an arbitration award or the subject of a bankruptcy petition.

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Russell E. Lundeborg, Jr., CPA

ADV Part 2B
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Additional information about Russell E. Lundeborg, Jr. is available on the SEC's website at www.adviserinfo.sec.gov.

Russell E. Lundeborg, Jr., CPA



Item 2: Educational Background and Business Experience:

Russell E. Lundeborg, Jr. (Born in 1973)

Russell E. Lundeborg, Jr. graduated from the University of Richmond in 1995 with a Bachelor's degree in Accounting and received a Master of Science in Management Information Systems from University of Virginia in 2001. Russell Lundeborg earned the Certified Public Accountant (CPA) designation in 2000 and is in good standing with the granting authority. Russell E. Lundeborg, Jr. is Chief Investment Officer for Barrett Capital Management, LLC from January 1, 2002 to Present and became a Principal of the firm May, 2006.

- Certified Public Accountant (CPA); Commonwealth of Virginia 7/10/2000

The CPA, Certified Public Accountant, is a statutory license granted to qualified accountants and authorized by the Commonwealth of Virginia Board of Public Accountancy to individuals who meet its education, examination, work experience and ethics requirements. Eligible candidates must have at least a bachelor's degree (or its equivalent) with a concentration in accounting or business related courses from an accredited college or university in order to obtain a CPA designation. The candidate must also pass an examination, have relevant accounting experience, and meet ethic requirements. To maintain the CPA designation, the Board requires individuals to complete 120 hours of continuing education every three years.

Item 3: 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 each supervised person providing investment advice. Russell E. Lundeborg, Jr. has no disciplinary information to disclose.

Item 4: Other Business Activities:

Registered investment advisers are required to disclose if they are engaged, actively or otherwise, in any investment-related business or occupation outside of activities and

responsibilities to Barrett Capital Management, LLC. Russell E. Lundeberg, Jr. has no other business activities to report.

Item 5: Additional Compensation:

Registered investment advisers are required to inform you of additional compensation that they may receive for providing advisory services, such as sales awards or other prizes. Russell E. Lundeberg, Jr. does not receive any such compensation.

Item 6: Supervision:

Russell E. Lundeberg, Jr., CPA, Principal/Chief Investment Officer of Barrett Capital Management, LLC is supervised by David R. Barrett, President/CEO.

David R. Barrett's telephone number is (804) 419-1100 x 3.

Item 7: Other Disclosure Requirements for State-Registered:

Russell E. Lundeberg, Jr. has not been responsible or liable for an arbitration award or the subject of a bankruptcy petition.

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Christine M. Slate

ADV Part 2B
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Additional information about Christine M. Slate is available on the SEC's website at www.adviserinfo.sec.gov.

Christine M. Slate



Item 2: Educational Background and Business Experience:

Christine M. Slate (Born in 1965)

Christine M. Slate graduated from Averett University, Danville, Virginia in 2001 with a Bachelor's degree in Business Administration. Christine Slate is the Sr. Vice President, Client Services and Chief Compliance Officer for Barrett Capital Management, LLC from January 1, 2002 to Present.

Item 3: 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 each supervised person providing investment advice. Christine Slate has no disciplinary information to disclose.

Item 4: Other Business Activities:

Registered investment advisers are required to disclose if they are engaged, actively or otherwise, in any investment-related business or occupation outside of activities and responsibilities to Barrett Capital Management, LLC. Christine Slate has no other business activities to report.

Item 5: Additional Compensation:

Registered investment advisers are required to inform you of additional compensation that they may receive for providing advisory services, such as sales awards or other prizes. Christine Slate does not receive any such compensation.

Item 6: Supervision:

Christine M. Slate is supervised by David R. Barrett, President/CEO. David Barrett meets with Christine Slate on a regular basis and is copied on client correspondence. Christine sits in on various client meetings; however, she does not offer investment advice or choose investment products for clients.

David R. Barrett's telephone number is (804) 419-1100 x 3.

Item 7: Other Disclosure Requirements for State-Registered:

Christine M. Slate has not been responsible or liable for an arbitration award or the subject of a bankruptcy petition.

BARRETT CAPITAL

M A N A G E M E N T, L L C

www.barrettcap.com

Damir Strmel

ADV Part 2B
Disclosure Brochure
Advisor Supplement
March 31, 2015

Barrett Capital Management, LLC

2318 Robious Station Circle

Midlothian, VA 23113

(804) 419-1100

www.barrettcap.com

This Brochure Supplement provides information about Damir Strmel that supplements the Barrett Capital Management, LLC Brochure. You should have received a copy of that Brochure. Please contact Christine Slate, Chief Compliance Officer if you did not receive Barrett Capital Management, LLC's Brochure or if you have any questions about the contents of this supplement.

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

Damir Strmel



Item 2: Educational Background and Business Experience:

Damir Strmel (Born in 1956)

Damir Strmel graduated from the University of Virginia in 1978 with a Bachelor's degree in Economics and from the University of Florida in 1998 with an MBA in Decision Information Sciences. Damir Strmel is the Investment Analyst for Barrett Capital Management, LLC from July 15, 2008 to Present. Damir was the Managing Member of Siesta Key Advisors, LLC from December 1, 1999 to June 30, 2008.

Item 3: 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 each supervised person providing investment advice. Damir Strmel has no disciplinary information to disclose.

Item 4: Other Business Activities:

Registered investment advisers are required to disclose if they are engaged, actively or otherwise, in any investment-related business or occupation outside of activities and responsibilities to Barrett Capital Management, LLC. Damir Strmel has no other business activities to report.

Item 5: Additional Compensation:

Registered investment advisers are required to inform you of additional compensation that they may receive for providing advisory services, such as sales awards or other prizes. Damir Strmel does not receive any such compensation.

Item 6: Supervision:

Damir Strmel is supervised by Russell E. Lundeberg, Jr., Principal/Chief Investment Officer. Russell Lundeberg meets with Damir on a regular basis. They discuss and evaluate various strategies and investment opportunities for clients at Barrett Capital. Damir Strmel meets with clients and discusses the investment performance and strategies for the client's portfolio.

Russell E. Lundeberg, Jr.'s telephone number is (804) 419-1100 x 2.

Item 7: Other Disclosure Requirements for State-Registered:

Damir Strmel has not been responsible or liable for an arbitration award or the subject of a bankruptcy petition.

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R. Spencer Hines, Jr.

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This Brochure Supplement provides information about R. Spencer Hines that supplements the Barrett Capital Management, LLC Brochure. You should have received a copy of that Brochure. Please contact Christine Slate, Chief Compliance Officer if you did not receive Barrett Capital Management, LLC's Brochure or if you have any questions about the contents of this supplement.

Additional information about R. Spencer Hines, Jr. is available on the SEC's website at www.adviserinfo.sec.gov.

R. Spencer Hines, Jr.



Item 2: Educational Background and Business Experience:

R. Spencer Hines, Jr. (Born in 1936)

R. Spencer Hines, Jr. graduated from University of Virginia with a B.A in English and an M.B.A. from the Darden School at University of Virginia. Spencer is a Relationship Consultant for Barrett Capital Management, LLC from April, 2014 to Present.

Item 3: 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 each supervised person providing investment advice. Spencer Hines has no disciplinary information to disclose.

Item 4: Other Business Activities:

Registered investment advisers are required to disclose if they are engaged, actively or otherwise, in any investment-related business or occupation outside of activities and responsibilities to Barrett Capital Management, LLC. Spencer Hines has no other investment-related business activities to report.

Item 5: Additional Compensation:

Registered investment advisers are required to inform you of additional compensation that they may receive for providing advisory services, such as sales awards or other prizes. Spencer Hines does not receive any such compensation.

Item 6: Supervision:

R. Spencer Hines, Jr. is supervised by David R. Barrett, President/CEO. David Barrett meets with Spencer Hines on a regular basis and is copied on client correspondence. Spencer will sit on client meetings that he introduces to Barrett Capital Management, LLC; however, he does not offer investment advice or choose investment products for clients.

David R. Barrett's telephone number is (804) 419-1100 x 3.

Item 7: Other Disclosure Requirements for State-Registered:

R. Spencer Hines, Jr. has not been responsible or liable for an arbitration award or the subject of a bankruptcy petition.