



CLIENT BROCHURE

This brochure provides information about the qualifications and business practices of MARRS Wealth Management, LLC. If you have any questions about the contents of this brochure, please contact us at (515) 233-0307 or by email at: marrsfinancial@mchsi.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 MARRS Wealth Management, LLC is also available on the SEC's website at www.adviserinfo.sec.gov. MARRS Wealth Management, LLC's CRD number is: 152280

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

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Item 2: Material Changes

Annual Update

The Material Changes section of this brochure will be updated annually or when material changes occur since the previous release of the Firm Brochure.

Material Changes since the Last Update

Since the last filing of this brochure on June 1, 2015, Item 5 Fees and Compensation has been updated. In addition, the assets under management for the firm have been updated in Item 4.

Full Brochure Available

This Firm Brochure being delivered is the complete brochure for the Firm.

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Item 4: Advisory Business

A. Description of the Advisory Firm

This firm has been in business since January 4th 2010, and the principal owners are Craig Timothy Marrs and Roger Ivan Willroth.

B. Types of Advisory Services

Marrs Wealth Management, LLC (hereinafter “MWM”) offers the following services to advisory clients:

I. Full Service Client Investment Supervisory Services

MWM offers ongoing portfolio management services based on the individual goals, objectives, time horizon, and risk tolerance of each client. MWM creates an Investment Policy Statement for each client, which outlines the client’s current situation (income, tax levels, and risk tolerance levels) and then constructs a plan (the Investment Policy Statement) to aid in the selection of a portfolio that matches each client’s specific situation. Investment Supervisory Services include, but are not limited to, the following:

- Investment strategy
- Asset allocation
- Risk tolerance
- Personal investment policy
- Asset selection
- Regular portfolio monitoring

MWM evaluates the current investments of each client with respect to their risk tolerance levels and time horizon. MWM will request discretionary authority from clients in order to select securities and execute transactions without permission from the client prior to each transaction. Risk tolerance levels are documented in the Investment Policy Statement, which is given to each client.

II. Limited Service Client Investment Supervisory Services

MWM offers, through Charles Schwab’s Intelligent Portfolio Advisor Platform (Schwab), a limited service suite of services to limited-service clients. This limited service consists of investing in a portfolio constructed by MWM within the constraints of the Intelligent Portfolio Platform. These constraints do not allow for active managers or alternative strategies as are common in full-service client accounts. Clients will fill out a risk questionnaire which will place them in one of twelve diversified portfolios based on their risk profile. A minimum of \$5,000 must be invested. MWM can approve each investment on a case by case basis.

Financial Planning

Financial planning may include, but are not limited to: investment planning, life insurance; tax concerns; retirement planning; college planning; and debt/credit planning.

Services Limited to Specific Types of Investments

MWM limits its investment advice and money management to mutual funds, equities, bonds, fixed income, debt securities, ETFs, real estate, REITs, Managed Accounts, and government securities. MWM may use other securities as well to help diversify a portfolio when applicable.

C. Client Tailored Services and Client Imposed Restrictions

MWM offers the same suite of services to all of its full service clients and typically only works with clients who have the same or similar investment objectives that include moderate investment risk tolerance, with an objective of growth and income and a focus towards preserving capital. In the event that potential clients do not fall into the previously stated risk tolerance and objectives MWM may refer them to another advisor or take them as client on a case by case basis.

Clients may not impose restrictions in investing in certain securities or types of securities in accordance with their values or beliefs.

Limited Service clients will be offered a risk-appropriate allocation within the constraints offered by the Charles Schwab Intelligent Portfolio Platform. The allocations available have been selected by MWM. Limited Service clients will not receive the same suite of services offered to full service clients, and will be limited to investments offered by Schwab Intelligent Portfolios.

D. Wrap Fee Programs

MWM does not participate in any wrap fee programs.

E. Amounts Under Management

MWM has the following assets under management:

Discretionary Amounts:	Non-discretionary Amounts:	Date Calculated:
\$148,073,933	\$0.00	08/18/2015

Item 5: Fees and Compensation

A. Fee Schedule

Tiered Investment Supervisory Services Fees for Full Service Individuals

Total Assets Under Management	Annual Fee
Up to \$199,999	1.40%
Then from \$200,000 to \$499,999	0.90%
Then from \$500,000 to \$999,999	0.80%
Then from \$1,000,000 to \$2,999,999	0.70%
Then from \$3,000,000 to \$4,999,999	0.60%
Then from \$5,000,000 to \$9,999,999	0.40%
Then from \$10,000,000 and Above	0.25%

Fee structure indicated for client relationships established on or about August 31, 2013

Tiered Fee Schedule for Endowment/Not for Profit Accounts

Total Assets Under Management	Annual Fee
Up to \$199,999	1.00%
Then from \$200,000 to \$499,999	0.60%
Then from \$500,000 to \$999,999	0.55%
Then from \$1,000,000 to \$2,999,999	0.50%
Then from \$3,000,000 to \$4,999,999	0.45%
Then from \$5,000,000 to \$9,999,999	0.35%
Then from \$10,000,000 and Above	0.20%

Investment Supervisory Services Fees for Limited Service Individuals

The greater of 0.50% of Assets Under Management or \$75, annually.

The annualized fees for Investment Supervisory Services for full service individuals and Endowment/Not for Profit accounts are charged on a tiered fee schedule as a percentage of assets under management, calculated on an average daily balance. When you use tiered rates, the portfolio management fee is calculated by applying different rates to different

portions of the portfolio. MWM may group certain related client accounts for the purposes of achieving the minimum account size and determining the annualized fee.

These fees are negotiable and the final fee schedule is attached as Exhibit II of the Investment Advisory Contract. Fees are paid quarterly in arrears, and clients may terminate their contracts with thirty days' written notice. Because fees are charged in arrears, no refund is necessary. Clients may terminate their accounts without penalty within 5 business days of signing the advisory contract. Advisory fees are withdrawn directly from the client's accounts with client written authorization.

B. Payment of Fees

Payment of Investment Supervisory Fees

Advisory fees are withdrawn directly from the client's accounts with client written authorization. Fees are paid quarterly in arrears.

C. Clients Are Responsible For Third Party Fees

Clients are responsible for the payment of all third party fees (i.e. custodian fees, mutual fund fees, transaction fees, etc.). Those fees are separate and distinct from the fees and expenses charged by MWM. Please see Item 12 of this brochure regarding broker/custodian.

D. Prepayment of Fees

MWM collects its fees in arrears. It does not collect fees in advance.

E. Outside Compensation For the Sale of Securities to Clients

Neither MWM nor its supervised persons accept any compensation for the sale of securities or other investment products, including asset-based sales charges or services fees from the sale of mutual funds.

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

MWM does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

Item 7: Types of Clients

A. Description

MWM generally provides investment advice and management supervisory services to the following Types of Clients:

- ❖ Individuals
- ❖ High-Net-Worth Individuals
- ❖ Charitable organizations

B. Account Minimums

MWM does not require an account minimum for full service client accounts, however there is a \$5,000 account minimum for accounts held in the Schwab Intelligent Portfolio Platform.

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

A. Methods of Analysis and Investment Strategies

MWM's methods of analysis include charting analysis, fundamental analysis, technical analysis, and cyclical analysis.

Charting analysis involves the use of patterns in performance charts. MWM uses this technique to search for patterns used to help predict favorable conditions for buying and/or selling a security.

Fundamental analysis involves the analysis of financial statements, the general financial health of companies, and/or the analysis of management or competitive advantages.

Technical analysis involves the analysis of past market data; primarily price and volume.

Cyclical analysis involves the analysis of business cycles to find favorable conditions for buying and/or selling a security.

Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

B. Material Risks Involved

MWM uses Long Term Trading, Margin Transactions, and Options Trading (including covered options, uncovered options, or spreading strategies).

MWM utilizes investment strategies that are designed to capture market rates of both return and risk. Frequent trading, when done, can affect investment performance, particularly through increased brokerage and other transaction costs and taxes. Short sales, margin transactions, and options writing generally hold greater risk and clients should be aware that there is a chance of material risk of loss using any of those strategies.

Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

C. Risks of Specific Securities Utilized

MWM generally seeks investment strategies that do not involve significant or unusual risk beyond that of the general domestic and/or international equity markets.

Past performance is not a guarantee of future returns. Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

Item 9: Disciplinary Information

There are no legal or disciplinary events that are material to a client's or prospective client's evaluation of this advisory business or the integrity of our management.

Item 10: Other Financial Industry Activities and Affiliations

A. Registration as a Broker/Dealer or Broker/Dealer Representative

Neither MWM nor its representatives are registered as a broker/dealer or as representatives of a broker/dealer.

B. Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor

Neither MWM nor its representatives are registered as a FCM, CPO, or CTA.

C. Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests

Neither MWM nor its representatives have any material relationships to this advisory business that would present a possible conflict of interest.

D. Selection of Other Advisors or Managers and How This Adviser is Compensated for Those Selections

MWM does not utilize nor select other advisors or third party managers. All assets are managed by MWM management.

Item 11: Code of Ethics, Participation in Transactions, Personal Trading

A. Code of Ethics

We have a written Code of Ethics that covers the following areas: Prohibited Purchases and Sales, Insider Trading, Personal Securities Transactions, Exempted Transactions, Prohibited Activities, Conflicts of Interest, Gifts and Entertainment, Confidentiality, Service on a Board of Directors, Compliance Procedures, Compliance with Laws and Regulations, Procedures and Reporting, Certification of Compliance, Reporting Violations, Compliance Officer Duties, Training and Education, Recordkeeping, Annual Review, and Sanctions. Clients may request a copy of our Code of Ethics from management.

B. Recommendations Involving Material Financial Interests

MWM does not recommend that clients buy or sell any security in which a related person to MWM has a material financial interest.

C. Investing Personal Money in the Same Securities as Clients

From time to time, representatives of MWM may buy or sell securities for themselves that they also recommend to clients. MWM will always document any transactions that could be construed as conflicts of interest and will always transact client business before their own when similar securities are being bought or sold.

D. Trading Securities At/Around the Same Time as Clients' Securities

From time to time, representatives of MWM may buy or sell securities for themselves at or around the same time as clients. MWM will not trade non-mutual fund or non-ETF securities 5 days prior to or 5 days after trading the same security for clients.

Item 12: Brokerage Practices

A. Factors Used to Select Custodians and/or Broker/Dealers

The Custodians, Schwab Institutional, a division of Charles Schwab & Co., Inc., First Trust Company of Onaga, TD Ameritrade Institutional, a Division of TD Ameritrade, Inc., Member FINRA/SIPC, and TIAA-CREF, were suggested based on a combination of their relatively low transaction fees, name recognition, best execution, and suitability to individual client needs. MWM will never charge a premium or commission on transactions, beyond the actual cost imposed by the Custodian. Every attempt will be made to get group discounts on transactions when possible. Clients may pay commissions higher than those obtainable from other brokers in return for these products and services.

Some of the products, services and other benefits provided by MWM's Custodians benefit MWM and may not benefit MWM's client accounts. MWM's recommendation/requirement that a client place assets in a Custodian's custody may be based in part on benefits the Custodian provides to MWM, and not solely on the nature, cost or quality of custody and execution services provided by the Custodian.

MWM places trades for its clients' accounts subject to its duty to seek best execution and its other fiduciary duties. MWM may use broker-dealers other than the Custodians to execute trades for client accounts maintained at the Custodians, but this practice may result in additional costs to clients so that MWM is more likely to place trades through the Custodians rather than other broker-dealers. The Custodians execution quality may be different than other broker-dealers.

1. Best Execution

Investment advisors who manage or supervise client portfolios on a discretionary basis have a fiduciary obligation of best execution. The determination of what may constitute best execution and price in the execution of a securities transaction by a broker involves a number of considerations and is subjective. Factors affecting brokerage selection include the overall direct net economic result to the portfolios, the efficiency with which the transaction is effected, the ability to effect the transaction where a large block is involved, the operational facilities of the broker-dealer, the value of an ongoing relationship with such broker and the financial strength and stability of the broker. The firm does not receive any portion of the trading fees.

2. Directed Brokerage

MWM will not allow clients to direct MWM to use a specific broker-dealer to execute transactions. Clients must use MWM recommended custodian (broker-dealer). Not all investment advisors require their clients to direct brokerage.

By requiring clients to use our specific custodian, MWM may be unable to achieve most favorable execution of client transaction and that this may cost clients money over using a lower-cost custodian.

3. Soft Dollar Arrangements

MWM does not receive any soft dollar benefits.

B. Aggregating (Block) Trading for Multiple Client Accounts

MWM maintains the ability to block trade purchases across accounts but will rarely do so. While block trading may benefit clients by purchasing larger blocks in groups, we do not feel that the clients are at a disadvantage due to the best execution practices of our custodian.

Item 13: Reviews of Accounts

A. Frequency and Nature of Periodic Reviews and Who Makes Those Reviews

Client accounts are reviewed at least quarterly only by Craig Timothy Marrs and Roger Willroth. They are the chief advisors and are instructed to review clients' accounts with regards to their investment policies and risk tolerance levels. All accounts at IA are assigned to this reviewer.

All financial planning accounts are reviewed upon financial plan creation and plan delivery by Craig Timothy Marrs and Roger Willroth.

B. Factors That Will Trigger a Non-Periodic Review of Client Accounts

Reviews may be triggered by material market, economic or political events, or by changes in client's financial situations (such as retirement, termination of employment, physical move, or inheritance).

C. Content and Frequency of Regular Reports Provided to Clients

Each client will receive at least quarterly a written report detailing the clients account performance, which may come from the custodian.

Item 14: Client Referrals and Other Compensation

A. Economic Benefits Provided by Third Parties for Advice Rendered to Clients (Includes Sales Awards or Other Prizes)

MWM does not receive any economic benefit, directly or indirectly from any third party for advice rendered to MWM clients.

B. Compensation to Non – Advisory Personnel for Client Referrals

MWM does not directly or indirectly compensate any person who is not advisory personnel for client referrals.

Item 15: Custody

MWM does not take custody of client accounts at any time. Custody of client's accounts is held primarily at the custodian. Clients will receive account statements from the custodian and should carefully review those statements.

Item 16: Investment Discretion

For those client accounts where MWM provides ongoing supervision, MWM maintains limited power of authority over client accounts with respect to securities to be bought and sold and amount of securities to be bought and sold. All buying and selling of securities is explained to clients in detail before an advisory relationship has commenced.

Item 17: Voting Client Securities (Proxy Voting)

MWM will not ask for, nor accept voting authority for client securities. Clients will receive proxies directly from the issuer of the security or the custodian. Clients should direct all proxy questions to the issuer of the security.

Item 18: Financial Information

A. Balance Sheet

MWM does not require nor solicit prepayment of more than \$1,200 in fees per client, six months or more in advance and therefore does not need to include a balance sheet with this brochure.

B. Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients

Neither MWM nor its management have any financial conditions that are likely to reasonably impair our ability to meet contractual commitments to clients.

C. Bankruptcy Petitions in Previous Ten Years

MWM has not been the subject of a bankruptcy petition in the last ten years.