

**Item 1: Cover Page**  
**Part 2A Appendix 1 of Form ADV: Wrap Fee Program Brochure**  
**November 2018**



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This brochure provides information about the qualifications and business practices of Skinner, Copper & Ehmen Wealth Management, LLC. If you have any questions about the contents of this brochure, please contact by telephone at (217) 753-4020 or email at [ryan@scewealth.com](mailto:ryan@scewealth.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 Skinner, Copper & Ehmen Wealth Management, LLC also is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching CRD # 159255.

Please note that the use of the term "registered investment adviser" and description of Skinner, Copper & Ehmen Wealth Management, LLC and/or our associates as "registered" does not imply a certain level of skill or training. You are encouraged to review this Brochure and Brochure Supplements for our firm's associates who advise you for more information on the qualifications of our firm and our employees.

## Item 2: Material Changes:

Skinner, Copper & Ehmen Wealth Management, LLC ("SCEWM") is required to advise you of any material changes to the Wrap Brochure ("Brochure") from our last annual update.

**Last Annual Amendment Filing:** 02/08/2018

Since our firm's last annual amendment filing, we have clarified our billing and termination procedures. We bill quarterly in advance or in arrears based on the value of the account on the last day of the previous quarter for our Wrap Comprehensive Portfolio Management and Wrap Asset Management services. The exact billing arrangement will be specified in the signed advisory agreement. Upon notice of termination, pro-rata advisory fees for services rendered to the point of termination will be charged if billed in arrears. If advisory fees cannot be deducted, our firm will send an invoice for due advisory fees. Please see Item 4 of our Wrap Brochure for more information.

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## Item 4: Services, Fees & Compensation

We offer wrap fee programs as described in this Wrap Fee Program Brochure. Our wrap fee accounts are managed on an individualized basis according to the client's investment objectives, financial goals, risk tolerance, etc.

Our firm is the manager and sponsor to wrap programs that are offered to advisory clients on either a discretionary or non-discretionary basis. The wrap programs charge a single fee based on a percentage of assets under management that includes both portfolio management services and execution costs associated with making trades. Our firm will provide clients with investment recommendations and then enter the trade through a broker-dealer. After trades are executed for clients, we pay the broker-dealer the execution cost associated with the trades.

We do not charge our clients higher advisory fees based on their trading activity, but you should be aware that we may have an incentive to limit our trading activities in your account(s) because we are charged for executed trades. By participating in a wrap fee program, you may end up paying more or less than you would through a non-wrap fee program where a lower advisory fee is charged, but trade execution costs are passed directly through to you by the executing broker. We also have the capability to select investment with varying execution costs when making investment recommendations to clients. The fact that we pay the execution costs for clients creates a conflict interest because our firm has a financial incentive to recommend investments to clients that have lower execution costs in lieu of investments that have higher execution costs.

### Types of Wrap Advisory Services We Offer

#### **Wrap Comprehensive Portfolio Management:**

Our comprehensive portfolio management service encompasses asset management as well as providing financial planning/financial consulting to clients. It is designed to assist clients in meeting their financial goals through the use of financial investments. We conduct at least one, but sometimes more than one meeting (in person if possible, otherwise via telephone conference) with clients in order to understand their current financial situation, existing resources, financial goals, and tolerance for risk. Based on what we learn, we propose an investment approach to the client. We may propose an investment portfolio, consisting of exchange traded funds, mutual funds, individual stocks or bonds, or other securities. Upon the client's agreement to the proposed investment plan, we work with the client to establish or transfer investment accounts so that we can manage the client's portfolio. Once the relevant accounts are under our management, we review such accounts on a regular basis and at least quarterly. We may periodically rebalance or adjust client accounts under our management. If the client experiences any significant changes to his/her financial or personal circumstances, the client must notify us so that we can consider such information in managing the client's investments.

#### **Fee Schedule**

<b>Assets Under Management</b>	<b>Annual Percentage of Assets Charge</b>
\$0 to \$499,999.99	1.50%
\$500,000 to \$1,000,000	1.25%
\$1,000,000 to \$2,999,999.99	1.00%
Over \$3,000,000	Negotiable

Our firm's fees are generally negotiable. Further, our firm's fees are billed on a pro-rata annualized basis quarterly in advance or in arrears based on the value of your account on the last day of the previous quarter. In calculating the advisory fee, we make adjustments for deposits and withdrawals. In rare circumstances, we will agree to direct bill clients. In certain cases client may be charged a flat percentage for all assets under management of up to 1.50%. The exact billing arrangement will be specified in the signed advisory agreement. As part of the process, you understand and acknowledge the following:

- (a) Your independent custodian sends statements at least quarterly to you, showing all disbursements on your account, including the amount of the advisory fees paid to us;
- (b) You provide authorization permitting us to be directly paid by these terms;
- (c) If we send a copy of our invoice to you, we send a copy of our invoice to the independent custodian at the same time we send the invoice to you; and
- (d) If we send a copy of our invoice to you, our invoice includes a legend that urges the client to compare information provided in their statements with those from the qualified custodian in account opening notices and subsequent statements sent to the client for whom the adviser opens custodial accounts with as required by paragraph (a)(2) of Rule 206(4)-2 under the Investment Advisers Act of 1940.

#### **Wrap Asset Management:**

We emphasize continuous and regular account supervision. As part of our asset management service, we generally create a portfolio, consisting of individual stocks or bonds, exchange traded funds ("ETFs"), options, mutual funds and other public and private securities or investments. The client's individual investment strategy is tailored to their specific needs and may include some or all of the previously mentioned securities. Each portfolio will be initially designed to meet a particular investment goal, which we determine to be suitable to the client's circumstances. Once the appropriate portfolio has been determined, we review the portfolio at least quarterly and if necessary, rebalance the portfolio based upon the client's individual needs, stated goals, and objectives. Each client has the opportunity to place reasonable restrictions on the types of investments to be held in the portfolio.

#### **Fee Schedule:**

<b>Assets Under Management</b>	<b>Annual Percentage of Assets Charge</b>
\$0 to \$499,999.99	1.25%
\$500,000 to \$1,000,000	1.00%
\$1,000,000 to \$2,999,999.99	0.75%
Over \$3,000,000	Negotiable

Our firm's fees are generally negotiable. Further, our firm's fees are billed on a pro-rata annualized basis quarterly in advance or in arrears based on the value of your account on the last day of the previous quarter. In calculating the advisory fee, we make adjustments for deposits and withdrawals. In rare circumstances, we will agree to direct bill clients. In certain cases client may be charged a flat percentage for all assets under management of up to 1.25%. The exact billing arrangement will be specified in the signed advisory agreement. As part of the process, you understand and acknowledge the following:

- (a) Your independent custodian sends statements at least quarterly to you, showing all disbursements on your account, including the amount of the advisory fees paid to us;

- (b) You provide authorization permitting us to be directly paid by these terms;
- (c) If we send a copy of our invoice to you, we send a copy of our invoice to the independent custodian at the same time we send the invoice to you; and
- (d) If we send a copy of our invoice to you, our invoice includes a legend that urges the client to compare information provided in their statements with those from the qualified custodian in account opening notices and subsequent statements sent to the client for whom the adviser opens custodial accounts with as required by paragraph (a)(2) of Rule 206(4)-2 under the Investment Advisers Act of 1940.

You may pay custodial fees, charges imposed directly by a mutual fund, index fund, or exchange traded fund which shall be disclosed in the fund's prospectus (i.e., fund management fees and other fund expenses), mark-ups and mark-downs, spreads paid to market makers, wire transfer fees and other fees and taxes on brokerage accounts and securities transactions. These fees are not included within the wrap-fee you are charged by our firm.

Our investment advisory representatives receive a portion of the advisory fee that you pay us, either directly as a percentage of your overall fee or as their salary from our firm. In cases where our investment advisory representatives are paid a percentage of your overall advisory fee, this may create an incentive to recommend that you participate in a wrap fee program rather than a non-wrap fee program (where you would pay for trade execution costs) or brokerage account where commissions are charged. This is because, in some cases, we may stand to earn more compensation from advisory fees paid to us through a wrap fee program arrangement if your account is not actively traded.

Either party may terminate the advisory agreement for Wrap Comprehensive Portfolio Management or Wrap Asset Management services in writing at any time. Upon notice of termination, our firm will proceed to close out your account and process a pro-rata refund of the unearned portion of the advisory fees charged in advance. Pro-rata advisory fees for services rendered to the point of termination will be charged if billed in arrears. If advisory fees cannot be deducted, our firm will send an invoice for due advisory fees to the client.

### **Item 5: Account Requirements & Types of Clients**

We require a minimum account balance of \$500,000 for our Wrap Comprehensive Portfolio Management and \$100,000 for Wrap Asset Management services. Generally, this minimum account balance requirement is not negotiable and would be required throughout the course of the client's relationship with our firm. We may vary from these minimums in certain circumstances.

Clients we typically manage wrap fee accounts on behalf of, include:

- Individuals and High Net-Worth Individuals;
- Trusts, Estates or Charitable Organizations; and
- Pension and Profit Sharing Plans.

### **Item 6: Portfolio Manager Selection & Evaluation**

Our firm and its related persons act as portfolio manager(s) for the wrap fee program previously described in this Wrap Fee Program Brochure. It's important to note that other investment advisory firms may charge the same or lower fees than our firm for similar services. Our related person

portfolio managers are not subject to the same selection and review as outside portfolio managers that participate in the wrap fee programs. This is because we have chosen not to utilize outside portfolio managers.

#### **Advisory Business:**

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We offer individualized investment advice to clients utilizing our Wrap Comprehensive Portfolio Management and Wrap Asset Management services. Each client has the opportunity to place reasonable restrictions on the types of investments to be held in the portfolio. Restrictions on investments in certain securities or types of securities may not be possible due to the level of difficulty this would entail in managing the account. Restrictions would be limited to our Wrap Comprehensive Portfolio Management and Wrap Asset Management services. Please see Item 4 of this Wrap Fee Program Brochure for information about our wrap fee advisory programs.

#### **Participation in Wrap Fee Programs:**

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Our wrap fee accounts are managed on an individualized basis according to the client's investment objectives, financial goals, risk tolerance, etc.

#### **Performance-Based Fees & Side-By-Side Management:**

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We do not charge performance fees to our clients.

#### **Methods of Analysis, Investment Strategies & Risk of Loss:**

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While we generally do not use any one particular method of analysis in formulating investment advice or managing assets, we may utilize any of the following methods of analysis:

We specialize in constructing asset allocated portfolios of managed investments. These investments primarily are made up of Mutual Funds. However, we have and will continue to use Exchange Traded Funds (ETFs), Separately Managed Accounts (Independent Managers), Alternative Investments (such as REITS, etc.), and some individual securities when we deem them appropriate to the allocation. At SCEWM we focus on designing the allocation particularly for individuals circumstances (their goals, financial situation, family circumstances, and risk tolerance). We strive to design portfolios that have multiple asset classes, multiple styles of management, and multiple Investment Managers. We use analysis from third parties, as well as our own analysis, in building your portfolio. Our underlying assumption is that trying to time the market with your money has a low chance of success.

Your portfolio should have a strategic allocation that may change gradually but should not change tactically trying to beat a swing in the market. Most of our allocation is based on Modern Portfolio Theory. However, we do rely on economists, investment strategists, and the senior management from the large institutional investment firms we work with to help formulate our economic outlook and asset allocation. Whenever possible we also seek out research and analysis from investment managers, economists and industry leaders that are independent, objective, and have no affiliation with the managers we recommend. Your portfolio may include individual stocks and bonds at your request. SCEWM does not specialize in individual security selection and monitoring. We hold stocks and bonds in your portfolio to accommodate your interests but do not actively manage these

positions. Clients sometimes direct us to include these securities in the asset allocation in place of funds that we would choose.

Our portfolios are globally diversified in an effort to balance and manage a broad array of risks and opportunities. We will determine the appropriate amount of portfolio risk with you. Based on that risk level, we choose the allocation that matches your risk level, and make any modifications necessary in your situation.

After we have invested your portfolio in the strategy, we continually monitor the drift from the target allocation, and rebalance back to the target allocation when appropriate. The frequency of trades will vary based on when you add or withdraw money from your portfolio, as well as the amount of market volatility. We may trade in portfolios as often as quarterly or infrequently as annually depending on the drift.

We review your target portfolio and the corresponding risk and return opportunities with you regularly. As your situation changes, we will adjust the target allocation as appropriate. We work to contain risk of loss in your portfolio through our investment approach. We cannot guarantee that we will achieve our stated investment objective or achieve positive or competitive returns. Past performance is no guarantee of future performance. Investing in securities involves risk of loss and you bear the risk that you could lose all or a portion of your investment assets.

These risks include: Principal Risk, Interest Rate Risk, Market Risk, Inflation Risk, Currency Risk, Reinvestment Risk, Business Risk, Liquidity Risk, and Financial Risk. We are happy to discuss all of these risks with you in much more detail.

SCEWM may recommend investments in private placements to clients who meet the "accredited investors" definition under Rule 501 of the Securities Act of 1933. Private placements may involve debt, equity, and/or pooled investment vehicles when consistent with the client's investment objectives. When SCEWM recommends private placement securities to you, it is because we think it will decrease the overall risk of your portfolio and/or increase your diversification and possible return. Sometimes, these investments and other Alternative Investments are only offered via commission accounts. In which case, we may recommend them through our affiliated broker dealer Purshe Kaplan Sterling Investments, Inc. ("PKS"). When possible, we will keep the assets in your managed account and continue to receive investment advisory fees as opposed to commissions. We encourage you to consult with your tax advisor and attorney regarding the purchase of private placement securities. SCEWM may also provide advice about real estate investment trusts (REITs), and any type of investment you hold or are considering in your portfolio. We will discuss the strength of our knowledge regarding other investments at the time you choose to review these investments.

It is possible that we deem it appropriate for you to have some type of guarantee (guaranteed income) available through a Variable Annuity. These types of investments are becoming more available under the fee arrangement for assets under management. However, a large number of the living benefit guarantees (income guarantees) available by Variable Annuity companies are only available through commissioned products. If we deem the best available guarantee for your situation to be from one of the commissioned providers, then we will recommend that product through our affiliated broker dealer (PKS). We have deemed some of the commissioned products/annuities to be superior to the fee based offerings, therefore we continue to offer them as a solution. It is SCEWM's practice to build a portfolio, allocation, and investment strategy that is best suitable for your individual set of circumstances; regardless of where we have to access the products or investment solutions from.



**Please Note:** Investing in securities involves risk of loss that clients should be prepared to bear. While the stock market may increase and your account(s) could enjoy a gain, it is also possible that the stock market may decrease and your account(s) could suffer a loss. It is important that you understand the risks associated with investing in the stock market, are appropriately diversified in your investments, and ask us any questions you may have.

### **Voting Client Securities:**

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We do not and will not accept the proxy authority to vote client securities. Clients will receive proxies or other solicitations directly from their custodian or a transfer agent. In the event that proxies are sent to our firm, we will forward them on to you and ask the party who sent them to mail them directly to you in the future. Clients may call, write or email us to discuss questions they may have about particular proxy votes or other solicitations.

Third party money managers selected or recommended by our firm may vote proxies for clients. Therefore, except in the event a third party money manager votes proxies, clients maintain exclusive responsibility for: (1) directing the manner in which proxies solicited by issuers of securities beneficially owned by the client shall be voted, and (2) making all elections relative to any mergers, acquisitions, tender offers, bankruptcy proceedings or other type events pertaining to the client's investment assets. Therefore (except for proxies that may be voted by a third party money manager), our firm and/or the client shall instruct the qualified custodian to forward to copies of all proxies and shareholder communications relating to the client's investment assets.

### **Item 7: Client Information Provided to Portfolio Manager(s)**

We are required to describe the information about you that we communicate to your portfolio manager(s), and how often or under what circumstances we provide updated information. Our firm communicates with your portfolio manager(s) on a regular basis as needed (daily, weekly, monthly, etc) to ensure your most current investment goals and objectives are understood by your portfolio manager(s). In most cases, we will communicate such information as part of our regular investment management duties. Nevertheless, we will also communicate information to your portfolio manager(s) when you ask us to, when market or economic conditions make it prudent to do so, etc.

### **Item 8: Client Contact with Portfolio Manager(s)**

Clients are always free to directly contact their portfolio manager(s) with any questions or concerns they have about their portfolios or other matters.

### **Item 9: Additional Information**

#### **Disciplinary Information**

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We have determined that our firm and management have no disciplinary information to disclose.

## **Other Financial Industry Activities & Affiliations**

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Some of our firm's Advisory Affiliates are registered representatives of PKS, member FINRA/SIPC. They may offer securities and receive normal and customary commissions as a result of securities transactions. This presents a conflict of interest to the extent that the Advisory Affiliates recommend that a client invest in a security which results in a commission being paid to them.

Additionally some of our firm's Advisory Affiliates, in their individual capacities, are also licensed insurance agents with various insurance companies, and in such capacity, may recommend, on a fully disclosed commission basis, the purchase of certain insurance products. While our firm does not sell such insurance products to our investment advisory clients, we permit our Advisory Affiliates, in their individual capacities as licensed insurance agents, to sell insurance products to our investment advisory clients. A conflict of interest exists to the extent that our firm recommends the purchase of insurance products where our firm's Advisory Affiliates receive insurance commissions or other additional compensation.

## **Code of Ethics, Participation or Interest in Client Transactions & Personal Trading**

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We recognize that the personal investment transactions of members and employees of our firm demand the application of a high Code of Ethics and require that all such transactions be carried out in a way that does not endanger the interest of any client. At the same time, we believe that if investment goals are similar for clients and for members and employees of our firm, it is logical and even desirable that there be common ownership of some securities.

Therefore, in order to prevent conflicts of interest, we have in place a set of procedures (including a pre-clearing procedure) with respect to transactions effected by our members, officers and employees for their personal accounts<sup>1</sup>. In order to monitor compliance with our personal trading policy, we have a quarterly securities transaction reporting system for all of our associates.

Furthermore, our firm has established a Code of Ethics which applies to all of our associated persons. An investment adviser is considered a fiduciary. As a fiduciary, it is an investment adviser's responsibility to provide fair and full disclosure of all material facts and to act solely in the best interest of each of our clients at all times. We have a fiduciary duty to all clients. Our fiduciary duty is considered the core underlying principle for our Code of Ethics which also includes Insider Trading and Personal Securities Transactions Policies and Procedures. We require all of our supervised persons to conduct business with the highest level of ethical standards and to comply with all federal and state securities laws at all times. Upon employment or affiliation and at least annually thereafter, all supervised persons will sign an acknowledgement that they have read, understand, and agree to comply with our Code of Ethics. Our firm and supervised persons must conduct business in an honest, ethical, and fair manner and avoid all circumstances that might negatively affect or appear to affect our duty of complete loyalty to all clients. This disclosure is provided to give all clients a summary of our Code of Ethics. However, if a client or a potential client wishes to review our Code of Ethics in its entirety, a copy will be provided promptly upon request.

Neither our firm nor a related person recommends to clients, or buys or sells for client accounts, securities in which our firm or a related person has a material financial interest.

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<sup>1</sup> For purposes of the policy, our associate's personal account generally includes any account (a) in the name of our associate, his/her spouse, his/her minor children or other dependents residing in the same household, (b) for which our associate is a trustee or executor, or (c) which our associate controls, including our client accounts which our associate controls and/or a member of his/her household has a direct or indirect beneficial interest in.

Related persons of our firm may buy or sell securities and other investments that are also recommended to clients. In order to minimize this conflict of interest, our related persons will place client interests ahead of their own interests and adhere to our firm's Code of Ethics, a copy of which is available upon request.

Related persons of our firm may buy or sell securities for themselves at or about the same time they buy or sell the same securities for client accounts. In order to minimize this conflict of interest, our related persons will place client interests ahead of their own interests and adhere to our firm's Code of Ethics, a copy of which is available upon request. Further, our related persons will refrain from buying or selling the same securities within 24 hours of buying or selling for our clients. If however a trade needs to be placed, it will require approval by our Chief Compliance Officer. If related persons' accounts are included in a block trade, our related persons will always trade personal accounts last.

### **Review of Accounts**

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We review accounts on at least a quarterly basis for our clients subscribing to our Wrap Comprehensive Portfolio Management and Wrap Asset Management. The nature of these reviews is to learn whether clients' accounts are in line with their investment objectives, appropriately positioned based on market conditions, and investment policies, if applicable. Only our Financial Advisors or Portfolio Managers will conduct reviews.

We may review client accounts more frequently than described above. Among the factors which may trigger an off-cycle review are major market or economic events, the client's life events, requests by the client, etc.

We do not provide written reports to clients, unless asked to do so. Verbal reports to clients take place on at least an annual basis when we meet with clients who subscribe to our Wrap Comprehensive Portfolio Management and Wrap Asset Management services.

### **Client Referrals & Other Compensation**

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Except for the arrangements outlined in Item 12 of ADV Part 2A, we have no additional soft dollar arrangements to disclose.

We may pay referral fees (non-commission based) to independent solicitors (non-registered representatives) for the referral of their clients to our firm in accordance with Rule 206 (4)-3 of the Investment Advisers Act of 1940. Such referral fee represents a share of our investment advisory fee charged to our clients. This arrangement will not result in higher costs to you. In this regard, we maintain Solicitors Agreements in compliance with Rule 206 (4)-3 of the Investment Advisers Act of 1940 and applicable state and federal laws. All clients referred by Solicitors to our firm will be given full written disclosure describing the terms and fee arrangements between our firm and Solicitor(s). In cases where state law requires licensure of solicitors, we ensure that no solicitation fees are paid unless the solicitor is registered as an investment adviser representative of our firm. If we are paying solicitation fees to another registered investment adviser, the licensure of individuals is the other firm's responsibility.

## **Financial Information**

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We are not required to provide financial information in this Brochure because:

- We do not require the prepayment of more than \$1,200 in fees and six or more months in advance.
- We do not take custody of client funds or securities.
- We do not have a financial condition or commitment that impairs our ability to meet contractual and fiduciary obligations to clients.

We have never been the subject of a bankruptcy proceeding.