

Whitaker-Myers Wealth Managers, Ltd. Firm Brochure - Form ADV Part 2A

This brochure provides information about the qualifications and business practices of Whitaker-Myers Wealth Managers, Ltd. If you have any questions about the contents of this brochure, please contact us at (330) 345-3900 or by email at: ktaylor@whitakerwealth.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 Whitaker-Myers Wealth Managers, Ltd. is also available on the SEC's website at www.adviserinfo.sec.gov. Whitaker-Myers Wealth Managers, Ltd.'s CRD number is: 286093.

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

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Item 2: Material Changes

The material changes in this brochure from the last annual updating amendment of Whitaker-Myers Wealth Managers, Ltd. on 02/16/2024, are described below. Material changes relate to Whitaker-Myers Wealth Managers, Ltd.'s policies, practices, or conflicts of interest.

- The firm has updated its Financial Planning section. (Item 4.B)
- The firm has added Fidelity Brokerage Services LLC as a custodian. (Item 12)
- The firm has added fee information in the Financial Planning section. (Item 5)
- The firm adding information regarding Fidelity Brokerage Services LLC. (Item 12)
- The firm updated its fee schedule for portfolio management. (Item 5)
- The firm has updated the Outside Business Activity for Logan Doup. (Item 10)

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Item 4: Advisory Business

A. Description of the Advisory Firm

Whitaker-Myers Wealth Managers, Ltd. (hereinafter “WMWML”) is a Limited Liability Company organized in the State of Ohio. The firm was formed in June 2014, became licensed as an investment adviser in March 2017, and the principal owners are Christopher G. Vanderzyden and John-Mark Young.

B. Types of Advisory Services

Portfolio Management Services

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

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

WMWML evaluates the current investments of each client with respect to their risk tolerance levels and time horizon. WMWML 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 or Financial Plan, which is given to each client.

WMWML seeks to provide that investment decisions are made in accordance with the fiduciary duties owed to its accounts and without consideration of WMWML’s economic, investment, or other financial interests. To meet its fiduciary obligations, WMWML attempts to avoid, among other things, investment or trading practices that systematically advantage or disadvantage certain client portfolios, and accordingly, WMWML’s policy is to seek fair and equitable allocation of investment opportunities/transactions among its clients to avoid favoring one client over another over time. It is WMWML’s policy to allocate investment opportunities and transactions it identifies as being appropriate and prudent among its clients on a fair and equitable basis over time.

WMWML has a relationship with Jackson National Life. For existing portfolio management clients of WMWML, clients will allow WMWML access to manage their accounts. If the client already has a Jackson annuity, WMWML could either manage the current annuity via the client authorization form if that contract is already fulfilling their

needs. However, if it is not, or if the client is in a contract with another carrier that is not fulfilling their needs, WMWML could do a transfer into a new policy. Jackson National Life is a digital experience supported by a fully licensed concierge team to help facilitate documentation and submission. Jackson's dedicated teams help identify the right annuity based on each clients' needs, provides a fully licensed concierge team that handles the application, suitability, and review. Jackson will directly deduct fees from the client's fee-based contracts and disburse the fee to WMWML based on the agreed upon fee between WMWML and the client.

Selection of Other Advisers

WMWML may specifically direct clients to Betterment. Before selecting other advisers for clients, WMWML will verify that all recommended advisers are properly licensed, notice filed, or exempt in the states where WMWML is recommending the adviser to clients.

Pension Consulting Services

WMWML offers ongoing consulting services to pension or other employee benefit plans (including but not limited to 401(k) plans). Pension consulting may include, but is not limited to:

- identifying investment objectives and restrictions
- allocating plan assets to various objectives
- selecting money managers to manage plan assets in ways designed to achieve objectives
- recommending or selecting different investment options from which plan participants can choose
- monitoring performance of money managers and mutual funds and making recommendations for changes
- selecting other service providers, such as custodians, administrators, and broker-dealers
- creating a written pension consulting plan

These services are based on the goals, objectives, demographics, time horizon, and/or risk tolerance of the plan and its participants.

Financial Planning

Financial plans and financial planning may include but are not limited to: investment planning; insurance review; tax concerns; retirement planning; education planning; and debt/credit planning; estate planning; employment planning. Estate planning or establishing an estate and leaving a legacy, legal documents through EncorEstate.

WMWML provides financial planning support. The service provided include but are not limited to:

- Review of source documents provided
- Entry into financial planning software program
- Analysis of the client's current situation
- Recommendations and strategies to improve the outcome of the client's objectives
- Preparation of deliverables as requested
- Consulting on workflow and process management surrounding the financial planning process

Financial Coaching

WMWML Financial Coaching Services are provided by a Certified Ramsey Solutions Master Financial Coach and services include helping clients achieve their money-saving goals, debt solutions, budgeting, bill pay, and money management solutions, or for business clients, a Financial Coach will host a nine-week course of Financial Peace University. Each paid attendee will receive the Ramsey + membership (year-long subscription) and a weekly discussion meeting for 9 weeks with the Financial Coach at a scheduled time through a virtual meeting platform.

Estate Planning

We offer Estate Planning services to assist with general information as it applies to gathering information needed to create a plan, review, or update an existing plan. Depending on the client needs and desires for estate planning, document review, preparation, or updates we will engage with EncorEstate, a third-party scrivener service.

The fees associated with estate planning-related services are separate and in addition to your ongoing financial planning or advisory fees and are disclosed in Item 5.

Collegiate Funding Solutions

WMWML provides education and college planning services through a third-party platform. The platform allows WMWML to provide strategies for saving for and reducing the cost of college. The platform offers school specific college planning, funding and cost saving strategies that are customized to the clients' finances and college funding timeframe.

Participant Account Management (Discretionary)

WMWML uses a third-party platform to facilitate management of held-away assets such as defined contribution plan participant accounts, with discretion. The platform allows WMWML to avoid being considered to have custody of Client funds since WMWML does not have direct access to Client log-in credentials to affect trades. WMWML is not affiliated with the platform in any way and receives no compensation from them for using

their platform. A link will be provided to the Client allowing them to connect an account(s) to the platform. Once Client account(s) is connected to the platform, WMWML will review the current account allocations. When deemed necessary, WMWML will rebalance the account considering client investment goals and risk tolerance, and any change in allocations will consider current economic and market trends. The goal is to improve account performance over time, minimize loss during difficult markets, and manage internal fees that harm account performance. Client account(s) will be reviewed at least quarterly and allocation changes will be made as deemed necessary.

Services Limited to Specific Types of Investments

WMWML generally limits its investment advice to mutual funds, fixed income securities, insurance products including annuities, equities, and ETFs (including ETFs in the gold and precious metal sectors). WMWML may use other securities as well to help diversify a portfolio when applicable.

C. Client Tailored Services and Client Imposed Restrictions

WMWML will tailor a program for each client. This will include an interview session to get to know the client's specific needs and requirements as well as a plan that will be executed by WMWML on behalf of the client. WMWML may use model allocations together with a specific set of recommendations for each client based on their restrictions, needs, and targets. Clients may impose restrictions in investing in certain securities or types of securities in accordance with their values or beliefs. However, if the restrictions prevent WMWML from properly servicing the client account, or if the restrictions would require WMWML to deviate from its standard suite of services, WMWML reserves the right to end the relationship.

D. Wrap Fee Programs

A wrap fee program is an investment program where the investor pays one stated fee that includes management fees, transaction costs, and certain other administrative fees. WMWML recommends Betterment, LLC, which in turn manages a wrap fee program. WMWML's direct portfolio management is not performed under a wrap-fee program.

Clients shall pay a wrap fee to Betterment for Betterment and Betterment Securities services. WMWML will inform the client of such fee and such fee will be documented and communicated via the Website (www.betterment.com) and the client agreement. Betterment shall recommend an investment plan to the Client via the Interface that is based on Betterment's investment methodology regarding asset allocation strategies, ongoing portfolio management, and certain information and preferences provided by WMWML and/or Client (the "IPS"), information about which may be found on the Website. For the avoidance of doubt, Betterment is solely responsible for providing the Sub-Advisory Services in connection with the Account, independent of any other services WMWML may have agreed to provide Client. Betterment is not contracting to provide any other investment advisory services to WMWML or Clients outside of the Client's

Accounts. Further, Betterment will have no responsibility or liability for WMWML's recommendation of Betterment's Services, nor will Betterment have any obligation to supervise or monitor the investment advisory or other services provided by WMWML to its clients. Betterment has an implemented fee structure that could result in the reduction of the overall wrap fee as WMWML continues to use the custodian for investment management purposes. WMWML's fee is unaffected by the custodian lowering fees.

E. Assets Under Management

WMWML has the following assets under management:

Discretionary Amounts:	Non-discretionary Amounts:	Date Calculated:
\$432,120,327	\$80,908,591	December 2023

Item 5: Fees and Compensation

A. Fee Schedule

Portfolio Management Fees

Total Assets Under Management	Annual Fees
First \$50,000 billed at 1.25%	
On the balance over \$50,000 to \$1,000,000	1.00%
On the balance over \$1,000,000 to \$2,000,000	0.75%
On the balance over \$2,000,000 and greater	0.50%

The advisory fee is calculated using the value of the assets on the last business day of the prior billing period. Fees for the remainder of the initial quarter for new clients will be withdrawn from their accounts when accounts are funded.

These fees are generally negotiable, and the final fee schedule is attached as Exhibit I of the Investment Advisory Contract. Clients may terminate the agreement without penalty for a full refund of WMWML's fees within five business days of signing the Investment Advisory Contract. Thereafter, clients may terminate the Investment Advisory Contract immediately upon written notice. There is no account minimum for any of WMWML's services.

Selection of Other Advisers Fees

WMWML may specifically direct clients to Betterment. The annual fee schedule is as follows:

Total Assets	WMWML's Fee	Betterment's Fee	Total Fee
\$1 - \$100,000	1.05%	0.20%	1.25%
\$100,001 - \$1,000,000	0.80%	0.20%	1.00%
\$1,000,001 - \$2,000,000	0.55%	0.20%	0.75%
\$2,000,001- and greater	0.30%	0.20%	0.50%

Pension Consulting Services Fees

Total Pension Assets	Annual Fees
\$0 - \$1,000,000	1.00%
\$1,000,001 - \$2,000,000	0.75%
\$2,000,001 - and greater	0.50%

The advisory fee is calculated using the value of the assets on the last business day of the quarter. These fees are negotiable.

Financial Planning Fees

The one-time fee for service ranges from \$250-\$5,000 depending on the complexity of the plan. Financial planning allows for our financial planning team to serve all stages of life and the amount of assets. The fee is independent of where your assets are held, there are no ongoing financial planning fees after the delivery of the plan. Planning is designed for those who are looking for education and confidence to implement their financial plan. This model also fits those that need one-off advice on their financial picture.

Clients may terminate the agreement without penalty, for a full refund of WMWML's fees, within five business days of signing the Financial Planning Agreement. Thereafter, clients may terminate the Financial Planning Agreement upon written notice.

Financial Coaching Fees

Monthly Coaching

For in-person or digital coaching sessions, the monthly rate is \$119/month, for a commitment of 2 months or longer, or \$129/month, for month-by-month payments. Clients' first month will be prorated to the date of client's first coaching meeting. These fees are negotiable.

Custom Budgets

A Financial Coach will create a custom budget tailored to the client's unique circumstances. The fee is \$250 per hour with time tracked.

Financial Peace University -Group Class for Businesses

A Financial Coach will host a nine-week course of Financial Peace University, meetings will be hosted through a virtual meeting platform with a scheduled meeting time invite, each paid attendee will receive the Ramsey + membership (year-long subscription) and a weekly discussion meeting for nine weeks with the Financial Coach. A \$250 per person charge will be applied. The fee is negotiable.

Bill Pay Service Fees

WMWM can assist clients in getting their monthly bills paid. WMWM may create a plan to get the selected bills paid from the client's Schwab account(s). The one-time initial setup fee and then a monthly fee-based payment determined by the number of monthly bills to be paid.

Initial Set-Up: \$250/hour (billed hourly to the minute), time spent will be tracked, and an invoice will be sent with the time tracking.

Number of Bills	Cost
1-3	\$100.00
4-7	\$150.00
7-10	\$200.00
Over 10 bills	Additional \$25 per bill

Debt-Free College Savings Plan

A Financial Coach will work with Collegiate Funding Solutions to create a college savings plan that is intended to help families determine the best ways for them to save on the cost of college. The fee is \$250 per hour with time tracked.

Estate Planning Fees

EncorEstate Plans

Service	One-Time Fee
Will	\$600.00
Trust	\$1,500.00
Deed*	\$250.00
Update to a Will or Trust**	\$250.00

*Deed – Some states have additional fees/costs - New York, Washington, Delaware, Nevada, New Jersey, Illinois, Maryland, Pennsylvania, Wisconsin. See pricing: <https://encorestateplanshelp.zendesk.com/hc/en-us/articles/6847502400795-Encore-Products-and-Pricing>.

**Updating a will or trust is only possible if the firm completed the original documents for the client. EncorEstate Plans is updating a will/trust that EncorEstate Plans completed.

The fees may be negotiable in certain cases and will be agreed to at the start of the engagement. EncorEstate Plans fees are due at the end of the engagement.

B. Payment of Fees

Payment of Portfolio Management Fees

Asset-based portfolio management fees are withdrawn directly from the client's accounts with the client's written authorization on a quarterly basis or may be invoiced and billed directly to the client on a quarterly basis. Clients may select the method in which they are billed, payable via cash, check, or wire. Fees are paid in advance. Fees for the remainder of the initial quarter for new clients will be withdrawn from their accounts when accounts are funded.

Payment of Selection of Other Adviser Fees

Fees are withdrawn directly from the client's accounts with the client's written authorization on a quarterly basis or may be invoiced and billed directly to the client on a quarterly basis.

EncorEstate Plans fees may be charged to the client's credit card provided by the client for one-time authorized use or the client may be invoiced and pay by check or withdrawn directly from the client's account with the client's written authorization.

Payment of Pension Consulting Services Fees

Pension Consulting fees are withdrawn directly from the client's accounts with the client's written authorization or may be invoiced and billed directly to the client and clients may select the method in which they are billed. Fees are paid quarterly in arrears.

Payment of Financial Planning Fees

Financial Planning fees are paid by check or via credit card through Advice Pay. Partial payment is due at the initial meeting and the remainder is due when the plan is delivered.

Payment of Financial Coaching Fees

Financial Coaching fees, which include monthly coaching, custom budgets, bill pay, and debt free college savings plan billed directly to the client, paid via credit card through Advice Pay. Fees are paid monthly, in advance. Since Financial Coaching is provided on a fee-for-time basis, no refunds are offered. Clients may terminate by notifying WMWML prior to the first of the month before billing occurs.

Payment of Estate Planning Fees

Estate planning fees are withdrawn directly from the client's accounts with the client's written authorization or may be charged to the client's credit card provided by the client for one-time authorized use.

C. Client Responsibility for Third Party Fees

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

D. Prepayment of Fees

WMWML collects fees in advance. Refunds for fees paid in advance will be returned within fourteen days to the client via check or return the deposit into the client's account.

For all asset-based fees paid in advance, the fee refunded will be equal to the balance of the fees collected in advance minus the daily rate* times the number of days elapsed in the billing period up to and including the day of termination. (*The daily rate is calculated by dividing the annual asset-based fee rate by 365.)

For hourly fees that are collected in advance, the fee refunded will be the balance of the fees collected in advance minus the hourly rate times the number of hours of work that has been completed up to and including the day of termination.

E. Outside Compensation for the Sale of Securities to Clients

Matthew Gerald Harris in his outside business activities (see Item 10 below) is licensed to accept compensation for the sale of securities to WMWML clients.

Matthew Gerald Harris in his outside business activities (see Item 10 below) is licensed to accept compensation for the sale of insurance products to WMWML clients.

John-Mark Collier Young in his outside business activities (see Item 10 below) is licensed to accept compensation for the sale of insurance products to WMWML clients.

Drew Hodgson in his outside business activities (see Item 10 below) is licensed to accept compensation for the sale of insurance products to WMWML clients.

- This presents a conflict of interest and gives the supervised person an incentive to recommend products based on the compensation received rather than on the client's needs. When recommending the sale of securities or investment products for which the supervised persons receive compensation, WMWML will document the conflict of interest in the client file and inform the client of the conflict of interest.
- Clients always have the option to purchase WMWML recommended products through other brokers or agents that are not affiliated with WMWML.
- Commissions are not WMWML's primary source of compensation for advisory services.
- Advisory fees that are charged to clients are OR are not reduced to offset the commissions or markups on securities or investment products recommended to clients.

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

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

Item 7: Types of Clients

WMWML generally provides advisory services to the following types of clients:

- ❖ Individuals
- ❖ High-Net-Worth Individuals
- ❖ Pension and Profit-Sharing Plans
- ❖ Charitable Organizations

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

A. Methods of Analysis and Investment Strategies

Methods of Analysis

WMWML's methods of analysis include Modern portfolio theory and Quantitative analysis.

Modern portfolio theory is a theory of investment that attempts to maximize portfolio expected return for a given amount of portfolio risk, or equivalently minimize risk for a given level of expected return, each by carefully choosing the proportions of various assets.

Quantitative analysis deals with measurable factors as distinguished from qualitative considerations such as the character of management or the state of employee morale, such as the value of assets, the cost of capital, historical projections of sales, and so on.

Investment Strategies

WMWML uses long term trading.

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

B. Material Risks Involved

Methods of Analysis

Modern portfolio theory assumes that investors are risk averse, meaning that given two portfolios that offer the same expected return, investors will prefer the less risky one. Thus, an investor will take on increased risk only if compensated by higher expected returns. Conversely, an investor who wants higher expected returns must accept more risk. The exact trade-off will be the same for all investors, but different investors will evaluate the trade-off differently based on individual risk aversion characteristics. The implication is that a rational investor will not invest in a portfolio if a second portfolio exists with a more favorable risk-expected return profile – i.e., if for that level of risk an alternative portfolio exists which has better expected returns.

Quantitative analysis Investment strategies using quantitative models may perform differently than expected as a result of, among other things, the factors used in the models, the weight placed on each factor, changes from the factors' historical trends, and technical issues in the construction and implementation of the models.

Investment Strategies

Long term trading is designed to capture market rates of both return and risk. Due to its nature, the long-term investment strategy can expose clients to various types of risk that will typically surface at various intervals during the time the client owns the investments. These risks include but are not limited to inflation (purchasing power) risk, interest rate risk, economic risk, market risk, and political/regulatory risk.

Selection of Other Advisers: Although WMWML will seek to select only third-party advisers who will invest clients' assets with the highest level of integrity, WMWML's selection process cannot ensure that money managers will perform as desired and WMWML will have no control over the day-to-day operations of any of its selected money managers. WMWML would not necessarily be aware of certain activities at the underlying money manager level, including without limitation a money manager's engaging in unreported risks, investment "style drift" or even regulator breach or fraud. In monitoring and analyzing the third-party advisers, WMWML uses benchmarking analysis, assessing whether the adviser's performance has met, exceeded, or fallen short of comparable benchmarks (e.g., Russell 2000, S&P 500, etc.), together with comparison against any stated benchmarks the adviser has set for itself.

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

C. Risks of Specific Securities Utilized

Clients should be aware that there is a material risk of loss using any investment strategy. The investment types listed below are not guaranteed or insured by the FDIC or any other government agency.

Mutual Funds: Investing in mutual funds carries the risk of capital loss and thus you may lose money investing in mutual funds. All mutual funds have a cost that lower investment returns. The funds can be of bond "fixed income" nature (lower risk) or stock "equity" nature.

Equity investment generally refers to buying shares of stocks in return for receiving a future payment of dividends and/or capital gains if the value of the stock increases. The value of equity securities may fluctuate in response to specific situations for each company, industry conditions, and the general economic environments.

Fixed income investments generally pay a return on a fixed schedule, though the amount of the payments can vary. This type of investment can include corporate and government debt securities, leveraged loans, high yield, and investment grade debt, and structured products, such as mortgage and other asset-backed securities, although individual bonds may be the best-known type of fixed income security. In general, the fixed income market is volatile, and fixed income securities carry interest rate risk. (As interest rates rise, bond prices usually fall, and vice versa. This effect is usually more pronounced for longer-term

securities.) Fixed income securities also carry inflation risk, liquidity risk, call risk, and credit and default risks for both issuers and counterparties. The risk of default on treasury inflation protected/inflation linked bonds is dependent upon the U.S. Treasury defaulting (extremely unlikely); however, they carry a potential risk of losing share price value, albeit rather minimal. Risks of investing in foreign fixed income securities also include the general risk of non-U.S. investing described below.

Exchange Traded Funds (ETFs): An ETF is an investment fund traded on stock exchanges, similar to stocks. Investing in ETFs carries the risk of capital loss (sometimes up to a 100% loss in the case of a stock holding bankruptcy). Areas of concern include the lack of transparency in products and increasing complexity, conflicts of interest, and the possibility of inadequate regulatory compliance. Precious Metal ETFs (e.g., Gold, Silver, or Palladium Bullion backed “electronic shares” not physical metal) specifically may be negatively impacted by several unique factors, among them (1) large sales by the official sector which owns a significant portion of aggregate world holdings in gold and other precious metals, (2) a significant increase in hedging activities by producers of gold or other precious metals, (3) a significant change in the attitude of speculators and investors.

Options writing or trading involves a contract to purchase a security at a given price, not necessarily at market value, depending on the market. This strategy includes the risk that an option may expire out of the money resulting in minimal or no value and the possibility of leveraged loss of trading capital due to the leveraged nature of stock options.

Annuities are a retirement product for those who may have the ability to pay a premium now and want to guarantee they receive certain monthly payments or a return on investment later in the future. Annuities are contracts issued by a life insurance company designed to meet requirement or other long-term goals. An annuity is not a life insurance policy. Variable annuities are designed to be long-term investments, to meet retirement and other long-range goals. Variable annuities are not suitable for meeting short-term goals because substantial taxes and insurance company charges may apply if you withdraw your money early. Variable annuities also involve investment risks, just as mutual funds do.

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

Item 9: Disciplinary Information

A. Criminal or Civil Actions

There are no criminal or civil actions to report.

B. Administrative Proceedings

There are no administrative proceedings to report.

C. Self-regulatory Organization (SRO) Proceedings

There are no self-regulatory organization proceedings to report.

Item 10: Other Financial Industry Activities and Affiliations

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

Matthew Harris is a registered representative of M.S. Howells & Co.

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

Neither WMWML nor its representatives are registered as or have pending applications to become either a Futures Commission Merchant, Commodity Pool Operator, or Commodity Trading Advisor, or an associated person of the foregoing entities.

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

John-Mark Collier Young is a Board Member of Christian Children's Home of Ohio and a Board Member of Buckeye State Credit Union.

Stephen Richard Armstrong is a high school soccer coach.

Matthew Gerald Harris is an independent licensed insurance agent, and from time to time, will offer clients advice or products from those activities. Clients should be aware that these services pay a commission or other compensation and involve a conflict of interest, as commissionable products conflict with the fiduciary duties of a registered investment adviser. WMWML always acts in the best interest of the client; including the sale of commissionable products to advisory clients. Clients are in no way required to utilize the services of any representative of WMWML in connection with such individual activities outside of WMWML.

Matthew Gerald Harris is a registered representative of M.S. Howells & Co. From time to time, he will offer clients advice or products from those activities. Clients should be aware that these services pay a commission or other compensation and involve a conflict of interest, as commissionable products conflict with the fiduciary duties of a registered investment adviser. WMWML always acts in the best interest of the client, including with respect to the sale of commissionable products to advisory clients. Clients are in no way required to purchase such services or products through any representative of WMWML in such individuals outside capacities.

Drew Thomas Hodgson is a licensed life and disability insurance agent with Innovative Solutions Insurance Services. From time to time, he will offer clients advice or products from those activities. Clients should be aware that these services pay a commission and involve a conflict of interest, as commissionable products conflict with the fiduciary duties of a registered investment adviser. Whitaker-Myers Wealth Managers, Ltd always acts in the best interest of the client, including the sale of commissionable products to advisory clients. Clients always have the right to decide whether or not to utilize the services of any representative of Whitaker-Myers Wealth Managers, Ltd in such individuals outside capacities.

Certain management persons and investment adviser representatives may also be affiliated with Whitaker-Myers Insurance Agency, Inc., Whitaker-Meyers Benefit Plans, LLC, and Whitaker-Myers Tax Advisors. These companies are affiliated with WMWML, and clients should be aware that they may be offered services from these companies. This would involve a conflict of interest in that the affiliated companies may also receive some form of compensation. WMWML always acts in the best interest of the client and clients are in no way required to use the services of any affiliated company.

Logan Doup is the middle school wrestling coach for Clearfork Valley Local Schools.

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

WMWML may specifically direct clients to Betterment as a third-party investment adviser. WMWML will be compensated via a fee share from the advisers to which it directs those clients. The fees shared will not exceed any limit imposed by any regulatory agency. This creates a conflict of interest in that WMWML has an incentive to direct clients to the third-party investment advisers that provide WMWML with a larger fee split. WMWML will always act in the best interests of the client, including when determining which third party investment adviser to recommend to clients. WMWML will verify that all recommended advisers are properly licensed, notice filed, or exempt in the states where WMWML is recommending the adviser to clients.

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

A. Code of Ethics

WMWML has 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. WMWML's Code of Ethics is available free upon request to any client or prospective client.

B. Recommendations Involving Material Financial Interests

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

C. Investing Personal Money in the Same Securities as Clients

From time to time, representatives of WMWML may buy or sell securities for themselves that they also recommend to clients. This may provide an opportunity for representatives of WMWML to buy or sell the same securities before or after recommending the same securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest. WMWML will always document any transactions that could be construed as conflicts of interest and will never engage in trading that operates to the client's disadvantage 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 WMWML may buy or sell securities for themselves at or around the same time as clients. This may provide an opportunity for representatives of WMWML to buy or sell securities before or after recommending securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest; however, WMWML will never engage in trading that operates to the client's disadvantage if representatives of WMWML buy or sell securities at or around the same time as clients.

Item 12: Brokerage Practices

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

Custodians/broker-dealers will be recommended based on WMWML's duty to seek "best execution," which is the obligation to seek execution of securities transactions for a client on the most favorable terms for the client under the circumstances. Clients will not necessarily pay the lowest commission or commission equivalent, and WMWML may also consider the market expertise and research access provided by the broker-dealer/custodian, including but not limited to access to written research, oral communication with analysts, admittance to research conferences and other resources provided by the brokers that may aid in WMWML's research efforts. WMWML will never charge a premium or commission on transactions, beyond the actual cost imposed by the broker-dealer/custodian.

WMWML will require clients to use M.S. Howells & Co. (CRD#104100), Schwab Institutional, a division of Charles Schwab & Co., Inc. a registered broker-dealer, member SIPC, Fidelity Brokerage Services LLC (CRD# 7784), and Betterment Securities (CRD# 47788) as qualified custodians.

WMWML is independently owned and operated and is not affiliated with Schwab. Schwab will hold your assets in a brokerage account and buy and sell securities when WMWML instructs them to. While WMWML recommends that you use Schwab as a custodian/broker, you will decide whether to do so and will open your account with Schwab by entering into an account agreement directly with them. Conflicts of interest associated with this arrangement are described below as well as in Item 14 (Client referrals and other compensation). You should consider these conflicts of interest when selecting your custodian.

Fidelity Brokerage Services LLC (collectively, and together with all affiliates, "Fidelity") us with "platform" services. The platform services include, among others, brokerage, custodial, administrative support, trading execution and settlement, record keeping and other related services that are intended to support intermediaries like us in conducting business and in serving the best interests of our clients but may benefit us.

Fidelity charge brokerage commission and transaction fees for effecting certain securities transactions (i.e., transaction fees are charged for certain no-load mutual funds, individual equity and debt security transactions). Fidelity enables us to obtain many no-load mutual funds without transaction charges and other no-load funds at nominal transaction charges. Their commission rates are generally considered discounted from customary retail commission rates. However, the commissions and transaction fees charged may be higher or lower than those charged by other custodians and broker-dealers.

As part of the arrangement, they also make available to us, at no additional charge to us, certain research and brokerage services, including research services obtained by Fidelity directly from independent research companies. These research and brokerage services are used by us to manage accounts for which we have discretion. As a result of receiving such services for no additional cost, we may have an incentive to continue to use or expand the use of Fidelity's services.

For client accounts that Betterment Securities maintains, Betterment Securities generally does not charge separately for custody services. It is instead compensated as part of the Betterment Institutional platform fee, which is a percentage of the dollar amount of assets in the account in lieu of commissions. WMWML has determined that having Betterment Securities execute trades is consistent with its duty to seek the "best execution" of trades (see above).

Betterment Securities serves as broker-dealer to Betterment Institutional, an investment and advice platform serving independent investment advisory firms. Betterment Institutional also offers available various support services, which may not be available to its retail customers. Some of those services help WMWML manage or administer client

accounts, while others help us manage and grow our business. Betterment Institutional's support services are generally available on an unsolicited basis. WMWML does not have to request these services and are provided at no additional charge to WMWML.

The availability of these services from Betterment Institutional benefits WMWML because we do not have to produce or purchase them. In addition, WMWML does not have to pay an additional fee for Betterment Securities' services, although these services may be contingent upon WMWML committing a certain amount of assets to Betterment Securities for custody. WMWML has an incentive to have clients maintain their accounts with Betterment Securities based on WMWML's interest in receiving Betterment Institutional's and Betterment Securities' services that benefit our business rather than based on clients' interest in receiving the best value in custody services and the most favorable execution of your transactions. This is a conflict of interest. However, the availability to us of Betterment Institutional's and Betterment Securities' products and services is not based on WMWML giving particular investment advice, such as buying particular securities for its clients. Moreover, WMWML believes that the use of Betterment Securities as custodian and broker-dealer is in the clients' best interests and consistent with WMWML's fiduciary duty. WMWML's selection of Betterment Securities is primarily supported by the scope, quality, and price of services (described above) rather than Betterment Institutional's and Betterment Securities' services that benefit WMWML directly.

1. Research and Other Soft-Dollar Benefits

While WMWML has no formal soft dollars program in which soft dollars are used to pay for third-party services, WMWML may receive research, products, or other services from custodians and broker-dealers in connection with client securities transactions ("soft dollar benefits"). WMWML may enter into soft-dollar arrangements consistent with (and not outside of) the safe harbor contained in Section 28(e) of the Securities Exchange Act of 1934, as amended. There can be no assurance that any particular client will benefit from soft dollar research, whether or not the client's transactions paid for it, and WMWML does not seek to allocate benefits to client accounts proportionate to any soft dollar credits generated by the accounts. WMWML benefits by not having to produce or pay for the research, products, or services, and WMWML will have an incentive to recommend a broker-dealer based on receiving research or services. Clients should be aware that WMWML's acceptance of soft dollar benefits may result in higher commissions charged to the client.

2. Brokerage for Client Referrals

WMWML receives no referrals from a broker-dealer or third party in exchange for using that broker-dealer or third party.

3. Clients Directing Which Broker/Dealer/Custodian to Use

WMWML will require that clients use a specific broker-dealer to execute transactions. There is no conflict of interest, as the broker-dealer is not an affiliate or related person of WMWML. By directing brokerage, WMWML may be unable to achieve the most

favorable execution of client transactions which could cost clients' money in trade execution. Not all advisers require or allow their clients to direct brokerage.

B. Aggregating (Block) Trading for Multiple Client Accounts

If WMWML buys or sells the same securities on behalf of more than one client, then it may (but would be under no obligation to) aggregate or bunch such securities in a single transaction for multiple clients to seek more favorable prices or more efficient execution. In such a case, WMWML would place an aggregate order on behalf of all such clients to ensure fairness for all clients; provided, however, that trades would be reviewed periodically to ensure that accounts are not systematically disadvantaged by this policy.

Item 13: Review of Accounts

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

All client accounts for WMWML's advisory services provided on an ongoing basis are reviewed at least annually by John-Mark Collier Young, President and Chief Investment Officer, and Kelly Taylor, Chief Compliance Officer, with regard to clients' respective investment policies and risk tolerance levels.

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 of WMWML's advisory services provided on an ongoing basis will receive a monthly report detailing the activity in the client's account including assets held, and asset value or otherwise, quarterly. This written report will 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)

WMWML will receive a non-economic benefit from Betterment Institutional and Betterment Securities in the form of the support products and services it makes available to WMWML (and other independent investment advisors whose clients maintain their accounts at Betterment Securities). These products and services, how they benefit WMWML, and the related conflicts of interest are described above - see Item 12. The availability of Betterment Institutional and Betterment Securities' products and services to WMWML is not based on WMWML giving particular investment advice, such as buying particular securities for its clients. WMWML is independently owned and operated and not affiliated with Betterment.

With respect to Schwab, WMWML receives access to Schwab's institutional trading and custody services, which are typically not available to Schwab retail investors. These services generally are available to independent investment advisors on an unsolicited basis, at no charge to them so long as a total of at least \$10 million of the adviser's clients' assets are maintained in accounts at Schwab Advisor Services. Schwab's services include brokerage services that are related to the execution of securities transactions, custody, and research, including that in the form of advice, analyses, and reports, 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 WMWML client accounts maintained in its custody, Schwab generally does not charge separately for custody services but is compensated by account holders through commissions or other transaction-related or asset-based fees for securities trades that are executed through Schwab or that settle into Schwab accounts.

Schwab also makes available to WMWML other products and services that benefit WMWML but may not benefit its clients' accounts. These benefits may include national, regional, or WMWML-specific educational events organized and/or sponsored by Schwab Advisor Services. Other potential benefits may include occasional business entertainment of personnel of WMWML by Schwab Advisor Services personnel, including meals, invitations to sporting events, golf tournaments, and other forms of entertainment, some of which may accompany educational opportunities. Other of these products and services assist WMWML in managing and administering clients' accounts. These include software and other technology (and related technological training) that provide access to client account data (such as trade confirmations and account statements), facilitate trade execution (and allocation of aggregated trade orders for multiple client accounts, if applicable), and provide research, pricing information, and other market data, facilitate payment of WMWML's fees from its clients' accounts (if applicable), and assist with back-office training and support functions, recordkeeping and client reporting. Many of these services generally may be used to service all or some substantial number of WMWML's accounts. Schwab Advisor Services also makes

available to WMWML other services intended to help WMWML manage and further develop its business enterprise. These services may include professional compliance, legal and business consulting, publications and conferences on practice management, information technology, business succession, regulatory compliance, employee benefits providers, human capital consultants, insurance, and marketing. In addition, Schwab may make available, arrange and/or pay vendors for these types of services rendered to WMWML by independent third parties. Schwab Advisor Services 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 WMWML. WMWML is independently owned and operated and not affiliated with Schwab.

B. Compensation to Non – Advisory Personnel for Client Referrals

WMWML does use solicitors. Solicitor relationships will be fully disclosed to each Client to the extent required by applicable law. WMWML will ensure each solicitor is exempt, notice filed, or properly registered in all appropriate jurisdictions.

Item 15: Custody

When advisory fees are deducted directly from client accounts at the client's custodian, WMWML will be deemed to have limited custody of the client's assets and must have written authorization from the client to do so. Clients will receive all account statements and billing invoices that are required in each jurisdiction, and they should carefully review those statements for accuracy.

Item 16: Investment Discretion

WMWML provides discretionary and non-discretionary investment advisory services to clients. The advisory contract established with each client sets forth the discretionary authority for trading. Where investment discretion has been granted, WMWML generally manages the client's account and makes investment decisions without consultation with the client as to when the securities are to be bought or sold for the account, the total amount of the securities to be bought/sold, what securities to buy or sell, or the price per share. In some instances, WMWML's discretionary authority in making these determinations may be limited by conditions imposed by a client (in investment guidelines or objectives, or client instructions otherwise provided to WMWML).

Item 17: Voting Client Securities (Proxy Voting)

WMWML 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

WMWML neither requires nor solicits prepayment of more than \$1,200 in fees per client, six months or more in advance, and therefore is not required to include a balance sheet with this brochure.

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

Neither WMWML nor its management has any financial condition that is likely to reasonably impair WMWML's ability to meet contractual commitments to clients.

C. Bankruptcy Petitions in Previous Ten Years

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