

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

ADMINISTRATIVE PROCEEDINGS RULINGS
Release No. 2185/January 6, 2015

ADMINISTRATIVE PROCEEDING
File No. 3-15842

In the Matter of

TOTAL WEALTH MANAGEMENT, INC.,
JACOB KEITH COOPER,
NATHAN MCNAMEE, AND
DOUGLAS DAVID SHOEMAKER

ORDER FOLLOWING
PREHEARING CONFERENCE

On April 15, 2014, the Securities and Exchange Commission issued an Order Instituting Administrative and Cease-and-Desist Proceedings against Respondents Total Wealth Management, Inc. (Total Wealth), Jacob Keith Cooper (Cooper), Nathan McNamee (McNamee), and Douglas David Shoemaker (Shoemaker) (collectively, Respondents). On August 7, 2014, I stayed the proceeding based on the representation that an agreement in principle had been reached. *Total Wealth Management, Inc.*, Admin. Proc. Rulings Release No. 1678, 2014 SEC LEXIS 2857. On October 23, 2014, the Division of Enforcement (Division) notified me that it had withdrawn the Offer of Settlement from Commission consideration based on new information it had received. After a telephonic prehearing conference on November 18, 2014, I gave the Division additional time to review documents regarding the source of Respondents' settlement funds, and ordered another prehearing conference. *Total Wealth Management, Inc.*, Admin Proc. Rulings Release No. 2043, 2014 SEC LEXIS 4436 (Nov. 21, 2014).

A telephonic prehearing conference was held today, attended by David VanHavermaat and John Bulgozdy for the Division, Charles H. Field (Field) of Chapin Fitzgerald Knaier LLP for Respondents Cooper and Total Wealth, and Respondents McNamee and Shoemaker, each appearing *pro se*. The Division indicated it is ready to recommend settlement with McNamee and Shoemaker; however, it is currently unable to recommend settlement with Cooper or with Total Wealth. Field has just begun representing Cooper and Total Wealth and has only had a brief discussion with the Division, but is willing to talk further.

Field and the Division will inform this Office by January 16, 2015, whether a hearing is necessary or a settlement remains a possibility. I will issue orders following receipt of this information.

Brenda P. Murray
Chief Administrative Law Judge