

Item 1 – Cover Page



**1429 King Avenue
Columbus, Ohio 43212**

www.FirstOhioPlanning.com

March 15, 2019

This Brochure provides information about the qualifications and business practices of First Ohio Planning, LLC. If you have any questions about the contents of this Brochure, please contact us at 614-486-0691 or at www.FirstOhioPlanning.com. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission ("SEC") or by any state securities authority.

First Ohio Planning, LLC is an investment adviser registered with the SEC. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications we provide to you, including this Brochure, is information you use to evaluate us and help you determine whether to hire or retain us.

Additional information about First Ohio Planning, LLC also is available on the SEC's website at www.adviserinfo.sec.gov. Our Firm IARD/CRD number is 144498.

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Item 2 – Material Changes

There have been no material changes made to First Ohio Planning, LLC's ("First Ohio Planning") Part 2A Brochure since its prior annual Amendment filing, dated March 27, 2018. ANY QUESTIONS: First Ohio Planning's Chief Compliance Officer, James Ryan, remains available to address any questions regarding this Part 2A Brochure.

Currently, our Brochure may be requested by contacting Lisa Miller at the address or phone number listed on the front cover.

Additional information about us is also available via the SEC's website www.adviserinfo.sec.gov. The IARD number for First Ohio Planning is 144498.

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Item 4 – Miscellaneous

Limitations of Financial Planning and Non-Investment Consulting/Implementation

Services. To the extent specifically requested, First Ohio Planning will generally provide limited planning and consulting services regarding non-investment related matters, such as tax and estate planning, insurance, etc. Such services will be provided, inclusive of First Ohio's advisory fee set forth at Item 5 below for those clients that maintain at least \$1million under management. Otherwise, such services will generally be provided for a separate/additional fee per the terms and conditions of a separate stand-alone planning agreement. First Ohio Planning **does not** serve as an attorney, accountant, or insurance agent, and no portion of our services should be construed as same. Accordingly, First Ohio Planning **does not** prepare estate planning documents, tax returns, or sell insurance products. To the extent requested by a client, we may recommend the services of other professionals for non-investment implementation purpose (i.e. attorneys, accountants, insurance, etc.), including First Ohio's principal, James Ryan, in his separate individual capacity as a licensed insurance agent. The client is under no obligation to engage the services of any such recommended professional, including Mr. Ryan. The client retains absolute discretion over all such implementation decisions and is free to accept or reject any recommendation from First Ohio Planning and/or its representatives. If the client engages any recommended unaffiliated professional, and a dispute arises thereafter relative to such engagement, the client agrees to seek recourse exclusively from and against the engaged professional. The recommendation by a First Ohio Planning representative that a client purchase an insurance product from Mr. Ryan, in his separate individual capacity as a licensed insurance agent, presents a **conflict of interest**, as the receipt of commissions may provide an incentive to recommend insurance products based on commissions to be received, rather than on a particular client's need. No client is under any obligation to purchase any insurance commission products from Mr. Ryan. Clients are reminded that they may purchase insurance products recommended by First Ohio Planning through other, non-affiliated insurance agents. **ANY QUESTIONS: First Ohio Planning's Chief Compliance Officer, James Ryan, remains available to address any questions that a client or prospective client may have regarding the above and corresponding conflict of interest.**

Retirement Rollovers: A client or prospective client leaving an employer typically has four options regarding an existing retirement plan (and may engage in a combination of these options): (i) leave the money in the former employer's plan, if permitted, (ii) roll over the assets to the new employer's plan, if one is available and rollovers are permitted, (iii) roll over to an Individual Retirement Account ("IRA"), or (iv) cash out the account value (which could, depending upon the client's age, result in adverse tax consequences). If First Ohio Planning recommends that a client roll over their retirement plan assets into an account to be managed by First Ohio Planning, such a recommendation creates a **conflict of interest** if First Ohio Planning will earn new (or increase its current) compensation as a result of the rollover. When acting in such capacity, First Ohio Planning serves as a fiduciary under the Employee Retirement Income Security Act (ERISA), or the Internal Revenue Code, or both. **No client is under any obligation to roll over retirement plan assets to an account managed by First Ohio Planning. First Ohio Planning's Chief Compliance Officer, James Ryan, remains**

available to address any questions that a client or prospective client may have regarding the potential for conflict of interest presented by such rollover recommendation.

Portfolio Activity. As part of its investment advisory services, First Ohio Planning will review client portfolios on an ongoing basis to determine if any changes are necessary based upon various factors, including, but not limited to, investment performance, fund manager tenure, style drift, account additions/withdrawals, and/or a change in the client's investment objective. Based upon these factors, there may be extended periods of time when First Ohio Planning determines that changes to a client's portfolio are neither necessary nor prudent. Of course, as indicated below, there can be no assurance that investment decisions made by First Ohio Planning will be profitable or equal any specific performance level(s).

Client Obligations. In performing our services, First Ohio Planning shall not be required to verify any information received from the client or from the client's other professionals, and is expressly authorized to rely thereon. Moreover, it remains each client's responsibility to promptly notify First Ohio Planning if there is ever any change in his/her/its financial situation or investment objectives for the purpose of reviewing/evaluating/revising our previous recommendations and/or services.

Item 5 – Advisory Business

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First Ohio Planning is an investment advisory firm offering retirement plan consulting services, asset allocation, and financial planning/consulting services. The firm was formed in 1979 and was registered with the State of Ohio as an investment adviser from 1994 to April, 2013. First Ohio Planning registered with the United States Securities and Exchange Commission in 2013. James S. Ryan (hereinafter referred to as James), CRD number 1034191, is the sole owner, Managing Member, and Chief Compliance Officer. James has been in the financial services industry since 1979. Additional business information about James and the other IARs who work with clients is disclosed in the Supplemental Brochures.

First Ohio Planning offers the following advisory services, with each service more fully discussed below:

- Retirement Plan Consulting Services
- Asset Management Services
- Financial Planning Services
- Consulting Services

Retirement Plan Consulting Services

First Ohio Planning provides retirement plan consulting services to individuals, qualified and non-qualified retirement plan sponsors, and business entities.

First Ohio Planning clients include employers that provide their employees with a retirement plan benefit. First Ohio Planning's IARs provide research and analysis with regard to investment advice. First Ohio Planning also provides research and analysis that covers the investment products of retirement plan providers. The goal of the investment due diligence process is to establish a logical, technical, and comprehensive process that is consistently employed in the selection and ongoing monitoring of investments for plan sponsors and individuals, accompanied by an investment policy statement (for plan sponsors only), that defines the process utilized to recommend the investments to plan sponsors and individuals. The above process incorporates data and analytics provided by Retirement Plan Advisory Group (RPAG), as well as other publicly available data sources.

Retirement consulting services will consist of general or specific advice, and may include any one or all of the following:

Strategic Planning and Investment Policy Development/Review. First Ohio Planning provides a draft of the Investment Policy Statement for the plan sponsor's review. In addition, First Ohio Planning evaluates the plan sponsor's existing Investment Policy Statement and provides recommendations that are consistent with assisting the plan sponsor in meeting their fiduciary obligations, if applicable, under ERISA Section 404(c).

Plan Participant Asset Allocation Models. First Ohio Planning creates, upon request of the plan sponsor, monitors, adjusts (when prudent), and rebalances asset allocation models ("Models") for a plan sponsor to offer among other investment option(s) provided to plan participants. The models are designed to have different investment objectives based on risk level and to meet varying investment needs.

The goal of the process is to assist plan participants in finding the asset mix which is most likely to meet their investment objectives within acceptable risk parameters. Asset class sub-types can include, among other types:

- domestic large cap value equity
- domestic large cap growth equity
- domestic mid-cap value equity
- domestic mid-cap growth equity
- domestic small cap value equity
- domestic small cap growth equity
- international equity
- core fixed income

- short term fixed income
- high-yield fixed income
- other appropriate asset classes and investments

Plan participants and beneficiaries alone bear the risk of investment results from the options and asset allocation that they select.

Reports to Client. For those services stated under the “Plan Participant Asset Allocation Models” based on the results of the periodic (quarterly or semi-annual) analysis, First Ohio Planning may recommend changes to the core group of investment recommendations offered by one or more of the investment managers included in the analysis. As such, First Ohio Planning will generally provide plan fiduciaries with a periodic report that includes fund rankings in each category.

Termination of Agreement. Plan sponsors who wish to terminate their agreement with First Ohio Planning without penalty must notify First Ohio Planning in writing within five (5) business days of its date of execution. If services are terminated within (5) business days from the date of executing their agreement, services will be terminated without penalty. After the initial (5) business days, the plan sponsor may be responsible for payment of fees for the number of days services are provided by First Ohio Planning prior to receipt of the notice of termination.

Description of Discretionary - 3(38) Investment Management Services and Non-Discretionary 3(21) Investment Management Services. In certain circumstances, the following services may be provided by First Ohio Planning acting as a fiduciary within the meaning of sections 3(21) or 3(38) of ERISA, if the plan is subject to ERISA:

- a) Section 3(21) engagement: Review the plan’s investment objectives, risk tolerance and goals with the Plan Committee. If the plan does not have an investment policy statement (IPS), First Ohio Planning’s IARs will recommend investment policies to assist the Plan Committee with establishing investment objectives. If the plan has an existing IPS, First Ohio Planning’s IARs will review it for consistency with the plan’s objectives and recommend revisions to the Plan Committee to establish investment policies that are congruent with the plan’s objectives.
- b) Review the investment options available to the plan utilizing qualitative and quantitative analysis to provide the plan sponsor with recommendations regarding the plan’s Designated Investments that meet the criteria set forth in the stated investment objectives. Should the engagement be for a new plan, investment options will be made available to the plan sponsor using the aforementioned process.

- c) Once First Ohio Planning's IARs' initial recommendations have been approved and implemented, First Ohio Planning will monitor the Designated Investments and conduct regularly scheduled meetings with the plan's Investment Committee and review said investments and recommend changes as appropriate.
- d) First Ohio Planning's IARs will not be responsible for selecting or monitoring, and will not make any recommendations to retain or remove employer stock or investment options beyond the Designated Investments (i.e., stable value funds, target date portfolios, mutual fund or brokerage windows, guaranteed investment contracts, unallocated accounts, etc.).
- e) Qualified Default Investment Alternative (QDIA) Management:
 - 1. First Ohio Planning's IARs will assist the plan sponsor in evaluating QDIA alternatives. The plan sponsor, however, retains the sole responsibility to provide all notices to participants as required under ERISA Section 404(c), including 404(c)(5).

Section 3(38) engagement:

- f) Review the plan's investment objectives, risk tolerance and goals with the Plan Committee. If the plan does not have an IPS, First Ohio Planning's IARs will recommend investment policies to assist the Plan Committee with establishing investment objectives. If the plan has an existing IPS, First Ohio Planning's IARs will review it for consistency with the plan's objectives and recommend revisions to the Plan Committee to establish investment policies that are consistent with the plan's objectives.
- g) Once First Ohio Planning's IARs' initial recommendations have been implemented, First Ohio Planning will monitor the Designated Investments and instruct the platform provider directly to remove and replace investments that no longer meet the IPS or investment objective criteria. First Ohio Planning's IARs will communicate any changes to the plan sponsor reasonably in advance of the proposed change. The plan sponsor understands that declining any of First Ohio Planning's IARs' recommendations may cause the services under the First Ohio Planning Retirement Plan Consulting Agreement to terminate.
- h) First Ohio Planning's IARs will not be responsible for selecting or monitoring, and will not make any recommendations to retain or remove, employer stock or investment options beyond the Designated Investments (i.e., stable value funds, target date portfolios, mutual fund or brokerage windows, guaranteed investment contracts, unallocated accounts, etc.).
- i) Qualified Default Investment Alternative Management:

First Ohio Planning, LLC

1. First Ohio Planning's IARs will assist the plan sponsor in evaluating QDIA alternatives. The plan sponsor, however, retains the sole responsibility to provide all notices to participants as required under ERISA Section 404(c), including 404(c)(5).
- j) Creation and Maintenance of Model Asset Allocation portfolios ("Model Portfolios")
1. First Ohio Planning may create risk-based Model Portfolios to be offered to the plan participants through the Provider's platform.
 2. The Model Portfolios will be constructed so as to achieve varying degrees of long-term appreciation and capital preservation through a mix of equity and fixed income exposures offered by investment alternatives available through the plan. First Ohio Planning's IARs will diversify, reallocate and rebalance the Model Portfolios and associated risk levels over time in accordance with generally accepted investment theories and in compliance with the plan's IPS. First Ohio Planning's IARs may make changes to the underlying investments and/or the asset allocation percentages of the Model Portfolios and will communicate such instructions directly to the Platform Provider. First Ohio Planning's IARs will communicate any changes to the plan sponsor reasonably in advance of the proposed change.
- k) In addition, First Ohio Planning offers SIMPLE IRA services to employer groups. First Ohio will assist in establishing the SIMPLE IRA Plan with Charles Schwab & Co., Inc., provide employee enrollment services and provide five (5) risk based models created according to (2) above. Annual reports will be provided to all participants as well as an annual meeting.

Asset Management Services

First Ohio Planning provides asset management services to individuals, trusts and estates, and for-profit and not-for-profit businesses. Our services are designed for long-term investors seeking to preserve capital and obtain capital growth and income. Following an initial consultation to assess the appropriateness of our services, we will examine your particular financial circumstances through personal discussions and information gathering. Based on your unique circumstance, First Ohio Planning will develop your Investment Policy Statement. First Ohio Planning considers your investment objectives, investment time horizon, and risk profile in creating a statement of investment policy for you.

First Ohio Planning, LLC

First Ohio Planning offers continuous and ongoing asset management services. We will manage your accounts on a discretionary basis. Investment advisory account supervision is guided by the stated objectives (i.e., very conservative, conservative, moderate, moderately aggressive and aggressive) established by you and your IAR based on the information you provide as stated above. First Ohio Planning offers three different management services more fully explained below:

LEGACY SERVICE - In some cases, clients may have purchased Class A share mutual funds. These shares, being held directly at mutual fund companies or in a brokerage account, were purchased as a long-term investment. In these situations, clients authorize First Ohio Planning to execute an intershare class exchange to the appropriate advisor share class and then transfer these shares to Charles Schwab & Co., Inc. as custodian. First Ohio Planning will monitor these accounts and provide quarterly reporting (rolling calendar quarter).

FIRST OHIO PLANNING INTELLIGENT PORTFOLIOS - We use the Institutional Intelligent Portfolios® platform ("Platform"), offered by Schwab Performance Technologies ("SPT"), a software provider to independent investment advisors and an affiliate of Charles Schwab & Co., Inc. ("CS&Co"), to operate the Program (the "Program" and "SPT," respectively). Through the Program, we offer clients a range of investment strategies we have constructed and manage, each consisting of a portfolio of exchange traded funds ("ETF's") and a cash allocation. We have branded these as First Ohio Planning Intelligent Portfolios. The client may instruct us to exclude up to three ETFs from their portfolios. The client's portfolio is held in a brokerage account opened by the client at SPT's affiliate, Charles Schwab & Co., Inc. ("CS&Co"). We are independent of and not owned by, affiliated with, or sponsored or supervised by SPT, CS&Co or their affiliates (together, "Schwab").

We, and not Schwab, are the client's investment adviser and primary point of contact with respect to the Program. We are solely responsible, and Schwab is not responsible, for determining the appropriateness of the Program for the client, choosing a suitable investment strategy and portfolio for the client's investment needs and goals, and managing that portfolio on an ongoing basis.

We have contracted with SPT to provide us with the technology platform and related trading and account management services for the Program. This enables us to make the Program available to clients online and includes a system that automates certain key parts of our investment process (the "System"). The System includes an online questionnaire that helps us determine the client's investment objectives and risk tolerance and select an appropriate investment strategy and portfolio. Clients should note that we will recommend a portfolio via the System in response to the client's answers to the online questionnaire. The client may then indicate an interest in a portfolio that is one level less or more conservative or aggressive than the recommended portfolio, and indicate any reasonable restrictions he or she may wish to place on the management of his or her account, but we then make the final decision and select a portfolio based on all the information we have about the client. The System also includes an

automated investment engine through which we manage the client's portfolio on an ongoing basis through automatic rebalancing and tax-loss harvesting (if the client is eligible and elects).

Clients do not pay fees to SPT in connection with the Program, but we charge clients a fee for our services as described below under *Item 5, Fees and Compensation*. Our fees are not set or supervised by Schwab. Clients do not pay brokerage commissions or any other fees to CS&Co as part of the Platform. Schwab does receive other revenues in connection with the Platform.

We do not pay SPT fees for its services in the Program so long as we maintain \$100 million in client assets in accounts at CS&Co that are not enrolled in the Program. If we do not meet this condition, then we pay SPT an annual fee of 0.10% (10 basis points) on the value of our clients' assets in the Platform. This fee arrangement gives us an incentive to recommend or require that our clients with accounts not enrolled in the Program be maintained with CS&Co.

SELECT PORTFOLIO SERVICE - We will construct a series of portfolios designed to meet the most common investment objectives of our clients consisting of mutual funds and exchange traded funds (ETF). Based on your Investment Policy Statement which in turn incorporates your investment objectives, investment time horizon, and risk profile, as defined by the client questionnaire, we will select the portfolio that best meets your investment objective.

You may select from 3 different levels of service based on the frequency of meetings and reporting with Charles Schwab. You may also impose holding limits (both minimum and maximum) for each asset class. For example, you may stipulate no commodities in the portfolio, or that your commodity allocation will not exceed 5%. First Ohio Planning will provide quarterly or semi-annual reporting (rolling calendar quarter and rolling semi-annual calendar) and will be available at any time for consultations.

You may also select the Simple IRA offering with American Funds – Class F-2 Direct Program. First Ohio Planning will provide quarterly reporting (rolling calendar quarter) and will be available at any time for consultations.

Financial Planning Services

First Ohio Planning also provides advice in the form of Financial Plans. Clients will meet with the planner at least twice per year. You will receive, in the form of meeting notes, a written financial plan containing recommendations designed to achieve your stated financial goals and objectives.

First Ohio Planning gathers required information through in-depth personal interviews with you. Information gathered includes current financial status, future goals, and attitudes toward risk. We will ask you to complete our questionnaire to assist us in obtaining information about your financial situation and history. We will carefully review any related documents that you supply. Once we complete our analysis of your situation, we will prepare a draft plan for your approval that is customized to your needs. If you choose to implement the recommendations

contained in the plan, First Ohio Planning suggests you work closely with your attorney, accountant, insurance agent, and/or stockbroker and the planner. Implementation of financial planning recommendations is entirely at your discretion.

In general, the financial plan will address any or all of the following areas of concern:

Personal areas include family records, budgeting, personal liability, estate information and financial goals.

Tax & Cash Flow includes income tax and spending analysis and planning for past, current and future years. First Ohio Planning will discuss the impact of various investments and actions on a client's current income tax and future tax liability.

Death & Disability includes cash needs at death, income needs of surviving spouses and dependents, estate planning and disability income analysis.

Retirement Analysis includes use of current and alternative strategies and investment plans to help the client achieve his or her retirement goals.

Investments include analysis of investment alternatives and their effects on a client's portfolio.

Dependent and College Planning includes a college needs assessment and any special considerations for children or other dependents.

Consulting Services

First Ohio Planning provides investment advice on a more limited basis regarding investment and financial concerns of the client. We offer a "financial checkup" consultation service, which is composed of 2 hours of in-person consultation and 1 hour for the planner to prepare a written report recapping the topics discussed during the meeting.

Assets under Management

As of 12/31/18, First Ohio Planning's total assets under management were \$221,461,310. First Ohio Planning managed \$221,461,310 discretionary client assets.

Item 6 – Fees and Compensation

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General Information

Negotiability of Fees. In certain circumstances, First Ohio Planning's fees may be negotiable. First Ohio Planning may charge different fees to different clients receiving the same services. The fee schedules below are the firm's basic fee schedules generally charged to clients absent any fee negotiation.

Fee Calculation. The fees charged are calculated as described below and are not charged on the basis of a share of capital gains upon or capital appreciation of the funds or any portion of the funds of an advisory client.

Termination of Advisory Relationship. A client agreement may be canceled at any time, by either party, for any reason upon receipt of prior written notice. Upon termination of any agreement, and any earned, unpaid fees will be due and payable.

Termination of Financial Planning Agreement. The agreement may be terminated upon receipt of written notice, by either the client or First Ohio Planning. In the event of termination the client will be entitled to a prorated refund.

Mutual Fund and Exchange Traded Fund (ETF) Fees and Expenses. All fees paid to First Ohio Planning for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds and ETFs to their shareholders. These fees and expenses are described in each fund's prospectus. These fees will generally include a management fee, other fund expenses, and a possible distribution fee. A client could invest in a mutual fund or ETF directly, without the services of First Ohio Planning. In that case, the client would not receive the services provided by First Ohio Planning which are designed, among other things, to assist the client in determining which mutual funds or ETFs may help the client meet his or her investment objectives. Accordingly, the client should review both the fees charged by the funds and the fees charged by First Ohio Planning to fully understand the total amount of fees to be paid by the client and to thereby evaluate the advisory services being provided.

Advisory Fees in General. Clients should note that similar advisory services may (or may not) be available from other registered investment advisers for similar or lower fees. First Ohio Planning's fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which shall be incurred by the client. Clients may incur certain charges imposed by custodians, brokers, third party investment and other third parties such as fees charged by managers, custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions.

First Ohio Planning, in its sole discretion, may waive its minimum fee or account minimum, charge a lesser investment advisory fee and/or charge a flat fee based upon certain criteria (i.e. anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, account composition, competition, negotiations with client, etc.). **Please Note:** As result of the above, similarly situated clients could pay different fees. In addition, similar advisory services may be available from other investment advisers for similar or lower fees. **Please Also Note:** If a client is subject to the minimum fee referenced in Item 5 above, the client will pay a higher percentage quarterly fee than the annual percentage fee referenced in the fee schedule at Item 5 above. **ANY QUESTIONS:** First Ohio Planning's Chief Compliance Officer, James Ryan, remains available to address any questions that a client or prospective client may have regarding advisory fees.

Retirement Plan Consulting Services

The fee for these services may be charged either at a pre-determined hourly rate, a fixed fee or based upon a percentage of the plan assets. The exact fee will be negotiated in advance of services rendered and shall be clearly set forth in the executed agreement for services between First Ohio Planning and the Company. Fees will be billed quarterly in arrears within 30 days of the quarter end. In special circumstances, other fee-paying arrangements may be negotiated.

Hourly fees are based on an estimate of hours needed as provided in the engagement agreement (client must approve, in writing, hours above original engagement); considering geographical location, complexity of engagement, size of plan, and other relevant factors.
RANGE: \$50-\$300 per hour

A fixed fee is based on scope of services agreed upon in the engagement agreement, considering geographical location, complexity of engagement, size of plan, and other relevant factors.

RANGE: \$1,000 -\$20,000 +/-

A basis points ("bps") fee is based on specific asset levels in the plan for dates provided in the engagement agreement.

RANGE:	\$0 to \$20,000,000	10-100 bps of AUM End of Quarter Value
	\$20,000,001 to \$40,000,000	5-50 bps of AUM End of Quarter Value
	\$40,000,001 and above	3-25 bps of AUM End of Quarter Value

With the client's consent, First Ohio Planning may bill out-of-pocket expenses (such as overnight mailings, messenger, translation fees, etc.) to the client.

Asset Management Services

The annual fee for investment management services will be charged as a percentage of assets under management, dependent on the particular service and accounting period selected by the client as follows:

SELECT PORTFOLIO SERVICE:

OPTION A: Minimum Account \$50,000. Quarterly meeting (rolling calendar quarter) and quarterly reporting (rolling calendar quarter). Fees billed quarterly (rolling calendar quarter) in arrears on the average portfolio value.

Portfolio Value	Maximum Fee
From \$0 - \$249,999	1.2500%
Next \$250,000 to \$499,999	0.9375%
Next \$500,000 to \$749,999	0.6250%
\$750,000 and above	0.3125%

OPTION B: Minimum Account \$50,000. Semi-annual meeting and semi-annual reporting (rolling semi-annual calendar), annual fee .75%. Fees billed semi-annually (rolling semi-annual calendar) in arrears on the average portfolio value.

OPTION C: No minimum. Client and adviser agree that adviser will invest 99% of client's deposits, retaining 1% in cash to cover management fees. Quarterly reporting (rolling calendar quarter) with annual fee of .75%. Fees billed quarterly (rolling calendar quarter) in arrears on the average portfolio value.

With Clients' written permission, fees are debited from client account(s) quarterly or semi-annually in arrears. Fees are calculated on the average portfolio value for the quarter or semi-annual period.

F-2 DIRECT PROGRAM – SIMPLE IRA:

No minimum. Client hereby authorizes Adviser to debit Asset Management fees of .50% annually. Quarterly reporting provided to the client. Quarterly Reporting (rolling calendar quarter). Fees will be calculated quarterly (rolling calendar quarter) and debited from the account(s) in arrears.

With Clients' written permission, fees are debited from client account(s) quarterly in arrears. Fees are calculated on the portfolio value at the end of the quarter.

FIRST OHIO PLANNING INTELLIGENT PORTFOLIOS

Your First Ohio Planning Intelligent Portfolios investment management fee is calculated as a percentage of the market value of the assets in your account(s) quarterly and debited from your account(s) in arrears on the average portfolio value.

Portfolio Value	Maximum Fee
\$5,000 up to \$1,000,000	.50%
\$1,000,000 and above	.35%

As described in Item 5 Advisory Business, clients do not pay fees to SPT or brokerage commissions or other fees to CS&Co as part of the Program. Schwab does receive other revenues in connection with the Program. Brokerage arrangements are further described below in Item 13 Brokerage Practices. Fees will be calculated quarterly (rolling calendar quarter) and debited from the account(s) in arrears on the average portfolio value.

The minimum investment required to open an account in the Program is \$5,000.00

With Clients' written permission, fees are debited from client account(s) quarterly in arrears. Fees are calculated on the average portfolio value for the quarter.

LEGACY SERVICE

See Item 5. The fee will be 0.10%, 0.15%, 0.20% or 0.25%. The fee will be determined based on the mix of assets being transferred. If all assets are bond funds, a 0.10% fee may be applied. If all assets transferred are equity based, a fee of 0.25% may be applied. If there is a stock to bond mix, then a fee reflecting the stock-to-bond ratio will be calculated and rounded to the closest fee of 0.10%, 0.15%, 0.20% or 0.25%. In no case will the fee be established without prior client notification and written approval.

Clients will be billed in arrears at the end of each 90-day period following inception of services. Quarterly reporting (rolling calendar quarter). Fees will be calculated quarterly (rolling calendar quarter) and debited from the account(s) in arrears on the average portfolio value.

With Clients' written permission, fees are debited from client account(s) quarterly in arrears. Fees are calculated on the portfolio value at the end of the quarter.

Financial Planning Services

Financial Planning is included in the investment management fees for those clients who have \$1,000,000 or more under Select Portfolio management at First Ohio Planning. For those with less than \$1,000,000 under management, annual financial planning fees range from \$3,500 – \$25,000, depending on the nature and complexity of each client's circumstances. One-half of this fee is due 6 months after signing the financial planning agreement with the balance due at the end of the second 6 month period.

The fee has three components:

1. A flat 0.5% is applied to assets managed outside of First Ohio Planning.
2. 0.15% applied to the client's total assets less the total of the investment assets, regardless of where those investment assets are managed.
3. 0.8% of client's prior year adjusted gross income.

For the first year of this agreement, the fee for services set forth herein will be \$_____. \$1,000 will be due upon execution of this Agreement. One-half of balance will be due upon presentation of the draft Financial Plan with the remaining balance due at the end contract term.

For each year thereafter the calculated fee will be paid as follows: 50% after 6 months with the remaining balance due at the end of the contract term.

First Ohio Planning's minimum financial planning fee is \$3,500/year.

Consulting Services

Our "financial checkup" consulting service will be billed at a fixed rate of \$750.00 and shall be due and payable as earned. If this service is purchased by an employer for a block of executives/associates, this fee will be negotiated at a lower rate. Fees for specific administrative and consulting services will be billed at an hourly rate of up to \$300.00 per hour, upon mutual agreement with the client, and shall be due and payable as earned.

Item 7 – Performance-Based Fees and Side-By-Side Management

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First Ohio Planning does not charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client).

Item 8 – Types of Clients

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First Ohio Planning provides portfolio management services to individuals, high-net-worth individuals, corporate pension and profit-sharing plans, charitable institutions, trusts, estates, and corporations or business entities other than those listed above. Please see Item 6 for minimum account requirements.

First Ohio Planning Intelligent Portfolios. Clients eligible to enroll in the First Ohio Planning Intelligent Portfolios Program can select account options including, but not limited to Individual Brokerage, Custodial, Joint Tenant with Rights of Survivorship, Tenants in Common, Community Property, revocable living trust (single and two trustees), Roth IRA, Traditional IRA, and Rollover IRA. Clients that are organizations (such as corporations and partnerships) or government entities, and clients that are subject to the Employee Retirement Income Security Act of 1974, are not eligible for the Program.

Item 9 – Methods of Analysis, Investment Strategies and Risk of Loss

First Ohio Planning's investment strategy is based on asset allocation analysis. An asset allocation plan is designed to help you determine how to divide your investment assets among the available alternatives, based upon your financial objectives, time horizons, current financial situation, and risk tolerance, providing a long-term (at least 5 years) disciplined and systematic approach to investment.

In arriving at an asset allocation mix, a hypothetical illustration is developed using historical rates of return from sources we believe to be reliable and the Modern Portfolio Theory, which states that through diversification, an investor may be able to minimize the effects of investment risks and that gains in one investment class may help offset losses in another. Depicted rates of return are not representative of the actual rate of return that the investment will experience with any particular insurance or financial product. There is no certainty that any investment or strategy will be profitable or successful in achieving specific investment objectives. Each investor's principal values will fluctuate and when redeemed, may be worth more or less than his original investment. Asset allocation does not ensure a profit or protect against losses in a declining market. Asset mixes presented to the client are derived using available historical information for each asset class based on the selected index for that class. They are meant only to illustrate the relative experience between asset classes and portfolios. Security selection is based on the fundamental analysis method. Fundamental analysis involves the analysis of financial statements, the general financial health of companies, and/or the analysis of management or competitive advantages. In utilizing various funds, consideration is also given to past performance, the funds sponsor, and the fund managers. Exchange Traded Funds "ETF's" are also utilized in our asset allocations. ETF's may have market values that are higher or lower than the underlying values due to the principle of supply and demand. We rely on, among other things, information found in research prepared by others (e.g., Morningstar),

financial publications, and annual reports, prospectuses, and filings with the Securities and Exchange Commission.

Investing in securities involves risk of loss that clients should be prepared to bear.

Item 10 – Disciplinary Information

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First Ohio Planning is required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of us or the integrity of our management. First Ohio Planning has no information applicable to this Item.

Item 11 – Other Financial Industry Activities and Affiliations

Neither First Ohio Planning nor any management person is registered, or has an application pending to register as a broker-dealer or registered representative of a broker dealer, or; futures commission merchant, commodity pool operator, or commodity trading adviser or an associated person of the foregoing entities. First Ohio Planning does not have a related person who is a: municipal securities dealer, or government securities dealer, or broker; investment company or other pooled investment vehicle; other investment adviser or financial planner; banking or thrift institution; accountant or accounting firm; lawyer or law firm; pension consultant; real estate broker or; sponsor or syndicator of limited partnerships.

As indicated above at Item 4, First Ohio's principal, James Ryan, in his separate individual capacity, is a licensed insurance agent, and may offer the sale of insurance products on a separate commission compensation basis. The recommendation by a First Ohio Planning representative that a client purchase an insurance product from Mr. Ryan, in his separate individual capacity as a licensed insurance agent, presents a ***conflict of interest***, as the receipt of commissions may provide an incentive to recommend insurance products based on commissions to be received, rather than on a particular client's need. No client is under any obligation to purchase any insurance commission products from Mr. Ryan. Clients are reminded that they may purchase insurance products recommended by First Ohio Planning through other, non-affiliated insurance agents. **ANY QUESTIONS: First Ohio Planning's Chief Compliance Officer, James Ryan, remains available to address any questions that a client or prospective client may have regarding the above and corresponding conflict of interest.**

Item 12 – Code of Ethics

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Our firm has a commitment to ethical conduct and has adopted a Code of Ethics requiring Supervised Persons to adhere to our firm's fiduciary duties and responsibilities to clients. Our Code of Ethics sets forth our practice of supervising the personal securities transactions of Supervised Persons with access to client information. Individuals associated with our firm may buy or sell securities for their personal accounts identical to or different from those recommended to clients. It is our expressed policy that no person employed by our firm shall prefer his or her own interest to that of an advisory client or make personal investment decisions based on the investment decisions of advisory clients.

We require anyone associated with this advisory practice with access to advisory recommendations to provide annual securities holdings reports and quarterly transaction reports to the firm's Chief Compliance Officer. We further require that all individuals must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices. We also have a policy prohibiting the use of material non-public information. Any individual not in observance of the above may be subject to discipline. A copy of First Ohio Planning's Code of Ethics is available to advisory clients and prospective advisory clients upon request at First Ohio Planning's principal office address.

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You may request a copy of the firm's Code of Ethics by contacting Lisa Miller at 614-486-0691, Ext 3 or at by email at lmiller@firstohioplanning.com.

Item 13 – Brokerage Practices

Brokerage Practices. In the event that the client requests that First Ohio Planning recommend a broker-dealer/custodian for execution and/or custodial services, First Ohio Planning generally recommends that investment advisory accounts be maintained at Schwab. Prior to engaging First Ohio Planning to provide investment management services, the client will be required to enter into a formal Investment Advisory Agreement with First Ohio Planning setting forth the terms and conditions under which First Ohio Planning shall advise on the client's assets, and a separate custodial/clearing agreement with each designated broker-dealer/custodian.

Factors that First Ohio Planning considers in recommending Schwab (or any other broker-dealer/custodian to clients) include historical relationship with First Ohio Planning, financial strength, reputation, execution capabilities, pricing, research, and service. Although the transaction fees paid by First Ohio Planning's clients shall comply with First Ohio Planning's duty to obtain best execution, a client may pay a transaction fee that is higher than another qualified broker-dealer might charge to effect the same transaction where First Ohio Planning determines, in good faith, that the transaction fee is reasonable. In seeking best execution, the determinative factor is not the lowest possible cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of a broker-dealer's services, including the value of research provided, execution capability, transaction rates, and responsiveness. Accordingly, although First Ohio Planning will seek competitive rates, it may not necessarily obtain the lowest possible rates for client account transactions. Transaction fees charged by the designated broker-dealer/custodian are exclusive of, and in addition to, First Ohio Planning's investment advisory fee.

Non-Soft Dollar Research and Benefits. When determining whether to recommend that a client utilize the services of a particular broker-dealer/custodian, First Ohio Planning can receive from Schwab (or another broker-dealer/custodian, investment manager, platform sponsor, mutual fund sponsor, or vendor) without cost (and/or at a discount) support services and/or products, certain of which assist First Ohio Planning to better monitor and service client accounts maintained at such institutions. Included within the support services that can be obtained by First Ohio Planning can be investment-related research, pricing information and

market data, software and other technology that provide access to client account data, compliance and/or practice management-related publications, discounted or gratis consulting services, discounted and/or gratis attendance at conferences, meetings, and other educational and/or social events, marketing support-including client events, computer hardware and/or software and/or other products used by First Ohio Planning in furtherance of its investment advisory business operations.

First Ohio Planning's clients do not pay more for investment transactions effected and/or assets maintained at Schwab as a result of this arrangement. There is no corresponding commitment made by First Ohio Planning to Schwab, or any other any entity, to invest any specific amount or percentage of client assets in any specific mutual funds, securities or other investment products as result of the above arrangement.

ANY QUESTIONS: First Ohio Planning's Chief Compliance Officer, James Ryan, remains available to address any questions that a client or prospective client may have regarding the above arrangements and the corresponding conflict of interest presented by such arrangements.

Directed Brokerage. First Ohio Planning recommends that its clients utilize the brokerage and custodial services provided by Schwab. The Firm generally does not accept directed brokerage arrangements (when a client requires that account transactions be effected through a specific broker-dealer). In such client directed arrangements, the client will negotiate terms and arrangements for their account with that broker-dealer, and Firm will not seek better execution services or prices from other broker-dealers or be able to "batch" the client's transactions for execution through other broker-dealers with orders for other accounts managed by First Ohio Planning. As a result, a client may pay higher commissions or other transaction costs or greater spreads, or receive less favorable net prices, on transactions for the account than would otherwise be the case. **Please Note:** In the event that the client directs First Ohio Planning to effect securities transactions for the client's accounts through a specific broker-dealer, the client correspondingly acknowledges that such direction may cause the accounts to incur higher commissions or transaction costs than the accounts would otherwise incur had the client determined to effect account transactions through alternative clearing arrangements that may be available through First Ohio Planning. Higher transaction costs adversely impact account performance. **Please Also Note:** Transactions for directed accounts will generally be executed following the execution of portfolio transactions for non-directed accounts.

Order Aggregation. Transactions for each client account generally will be effected independently, unless Firm decides to purchase or sell the same securities for several clients at approximately the same time. Firm may (but is not obligated to) combine or "bunch" such orders to obtain best execution, to negotiate more favorable commission rates or to allocate equitably among Firm's clients differences in prices and commissions or other transaction costs that might have been obtained had such orders been placed independently. Under this procedure, transactions will be averaged as to price and will be allocated among clients in proportion to the purchase and sale orders placed for each client account on any given day.

Firm shall not receive any additional compensation or remuneration as a result of such aggregation.

First Ohio Planning Intelligent Portfolios Program. Our Program includes the brokerage services of CS&Co, a broker-dealer registered with the Securities and Exchange Commission and a member of FINRA and SIPC. While you are required to use CS&Co as custodian/broker to enroll in the First Ohio Planning Intelligent Portfolios Program, you decide whether to do so and open an Account with CS&Co by entering into an Account agreement directly with CS&Co. We do not open the Account for you. If you do not wish to place your assets with CS&Co, then we cannot manage your Account through the Program. SPT may aggregate purchase and sale orders for ETFs across Accounts enrolled in the Program, including both Accounts for you and Accounts for clients of other independent investment advisory firms using the Program. Schwab Advisor Services (SAS, formerly called Schwab Institutional) is Schwab's business serving independent investment advisory firms like First Ohio Planning. Through SAS, CS&Co provides us and our clients, both those enrolled in the Program and our clients not enrolled in the Program, with access to its institutional brokerage services – trading, custody, reporting and related services – many of which are not typically available to CS&Co retail customers. CS&Co also makes available various support services. Some of those services help us manage or administer our client accounts while others help us manage and grow our business. CS&Co's support services described below are generally available on an unsolicited basis (we don't have to request them) and at no charge to us. The availability to us of CS&Co products and services is not based on us giving particular investment advice, such as buying particular securities for you.

CS&Co's institutional brokerage services include access to a broad range of investment products, execution of securities transactions, and custody of client assets. The investment products available through CS&Co include some to which we might not otherwise have access or that would require a significantly higher minimum initial investment by you. CS&Co's services described in this paragraph generally benefit you and your account.

CS&Co also makes available to us other products and services that benefit us, but may not directly benefit you or your account. These products and services assist us in managing and administering your accounts. They include investment research, both CS&Co's own and that of third parties. We may use this research to service all or some substantial number of your accounts, including accounts not maintained at CS&Co. In addition to investment research, CS&Co also makes available software and other technology that:

- Provide access to client account data (such as duplicate trade confirmations and account statements);
- Facilitate trade execution and allocate aggregated trade orders for multiple client accounts;
- Provide pricing and other market data;

- Assist with back-office functions, recordkeeping and client reporting.

CS&Co also offers other services intended to help us manage and further develop our business enterprise. These services include:

- Educational conferences and events
- Technology, compliance, legal and business consulting;
- Publications and conferences of practice management and business succession; and
- Access to employee benefit providers, human capital consultants and insurance providers.

CS&Co may provide some or all of these services itself. In other cases, it will arrange for third-party vendors to provide the services to us. CS&Co may also discount or waive its fees for some of these services or pay all or a part of a third party's fees. CS may also provide us with other benefits such as occasional business entertainment of our personnel.

The availability of services from CS&Co benefits us because we do not have to produce or purchase them. We don't have to pay for these services, and they are not contingent upon us committing any specific amount of business to CS&Co in trading commissions or assets in custody. With respect to the Program, as described above in Item 5, we do not pay SPT fees for its services in connection with the Program as long as we maintain \$100 million in client assets in accounts at CS&Co that are not enrolled in the Program. In light of our arrangements with CS&Co, we have an incentive to recommend that our clients maintain their accounts with CS&Co based on our interest in receiving CS&Co's services that benefit our business rather than based on the client's interest in receiving the best value in custody services and the most favorable execution of transactions. This is a conflict of interest. We believe, however that our selection of CS&Co as custodian and broker is in the best interests of our clients. It is primarily supported by the scope, quality and price of CS&Co's services and not CS&Co's services that benefit only us.

Item 14 – Review of Accounts

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First Ohio Planning measures the performance of client investment portfolios in compliance with the Investment Policy Statement that is specifically developed for each client's investment objectives. If you are participating in our asset management services, the custodian will provide you with confirmations of each transaction in your account and quarterly statements. In addition, First Ohio Planning may provide more comprehensive reports quarterly, semiannually, or annually.

Each report contains three sections:

- 1) An Executive Summary which contains information covering various time periods, funds invested, cumulative market values of the investments
- 2) A Current Position Report with specific information on each investment held in the account(s)
- 3) A Historical Position Report with similar information as found in the current position report covering all investments in the account(s) since inception.

Portfolios are reviewed either by James S. Ryan, Supervisor, David W. Wright, IAR, Jane Prause, IAR or Lori Fellows, IAR. All instructions concerning each client portfolio, if any, are reviewed at each client meeting, when such meetings take place.

Item 15 – Client Referrals and Other Compensation

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First Ohio Planning may recommend product vendors who may provide monetary and non-monetary assistance with client events, provide educational tools and resources. We do not select products as a result of any monetary or non-monetary assistance. The selection of product is first and foremost. Our due diligence of a product does not take into consideration any assistance we may receive. While the receipt of products or services is a benefit for you and us, it also presents a conflict of interest.

Clients should also review Item 12 and Item 13 above for information about our receipt of certain benefits from Schwab.

First Ohio Planning does not compensate any person or entity to provide client referrals.

First Ohio does not maintain solicitor arrangements. First Ohio does not compensate third parties for client introductions.

Item 16 – Custody

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First Ohio Planning shall have the ability to deduct its advisory fee from the client's custodial account. Clients are provided with written transaction confirmation notices, and a written summary account statement directly from the custodian (i.e., Schwab, etc.) at least quarterly.

Please Note: To the extent that First Ohio Planning provides clients with periodic account statements or reports, the client is urged to compare any statement or report provided by First Ohio Planning with the account statements received from the account custodian. **Please Also Note:** The account custodian does not verify the accuracy of First Ohio Planning's advisory fee calculation.

In addition, certain clients have established asset transfer authorizations that permit the qualified custodian to rely upon instructions from First Ohio Planning to transfer client funds or securities to third parties. These arrangements are disclosed at Item 9 of Part 1 of Form ADV. However, in accordance with the guidance provided in the SEC's February 21, 2017 *Investment Adviser Association* No-Action Letter, the affected accounts are not subject to an annual surprise CPA examination. **ANY QUESTIONS: First Ohio Planning's Chief Compliance Officer, James Ryan, remains available to address any questions that a client or prospective client may have regarding custody-related issues.**

Item 17 – Investment Discretion

We offer discretionary asset management services. By execution of our advisory agreement and selecting discretionary management services, you will grant First Ohio Planning authorization to manage your account on a discretionary basis. We will have the authority to determine, without obtaining specific client consent, the securities to be bought or sold and the amount of the securities to be bought or sold. You may terminate discretionary authorization at any time upon receipt of written notice by First Ohio Planning.

Discretionary trading authority facilitates placing trades in client accounts so that we may promptly implement the investment policy statement that clients have approved in writing. A limited power of attorney is a trading authorization for this purpose. Clients sign a limited power of attorney so that we may execute trades, subject to the limitations of the agreement.

In all cases, such discretion is exercised in a manner consistent with your investment objectives and goals that are specified in your account application and/or Investment Policy Statement. Investment guidelines and restrictions must be provided to First Ohio Planning in writing.

We also offer discretionary and non-discretionary retirement plan consulting services and non-discretionary financial planning services as described in Item 4 Fees and Compensation.

Item 18 – Voting Client Securities

As a matter of firm policy, First Ohio Planning does not vote proxies on your behalf. You are responsible for voting your proxies. Unless you suppress proxies, the account custodian or transfer agent will send securities proxies directly to you. We may provide you with consulting assistance regarding proxy issues.

Item 19 – Financial Information

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First Ohio Planning will not require you to prepay therefore, a balance sheet is not required to be attached.

If you grant First Ohio Planning discretionary authority over your account(s), that authority does not extend to the withdrawal of any of your assets, with the exception of deduction of First

First Ohio Planning, LLC

Ohio Planning's advisory fees from your accounts. We are financially stable. There is no financial condition that is likely to impair our ability to meet our contractual commitment to you or any other client.

Neither First Ohio Planning nor any of its IARs has ever been the subject of a bankruptcy petition.