



Firm Brochure

(Part 2A of Form ADV)

Investment Management & Consulting Group (IMCG)

130 Middle Street, 2nd Floor

Portland, ME 04112

(207) 774-6552 (phone)

(207) 775-2969 (fax)

www.imcgrp.com

info@imcgrp.com

This brochure provides information about the qualifications and business practices of IMCG. If you have any questions about the contents of this brochure, please contact us at: (207) 774-6552, or by email at: info@imcgrp.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 IMCG is available on the SEC's website at www.adviserinfo.sec.gov

Current as of: 03/28/2013

Investment Management & Consulting Group

Item 2 - Material Changes

Annual Update

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

Material Changes in 2012

Item 5 has been amended to reflect the current fee schedule offered by IMCG.

Item 10 has been amended to reflect the business affiliations or certain advisory persons as registered representatives of Purshe Kaplan Sterling Investments, Inc.

Item 12 has been amended to describe the relationships that IMCG has with institutional custodial platforms.

Item 14 has been amended to describe the economic benefit received through institutional custodial platforms.

Full Brochure Available

Whenever you would like to receive a complete copy of our Firm Brochure, please contact us by telephone at: (207) 774-6552 or by email at: info@imcgrp.com.

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Item 4 - Advisory Business

Firm Description

IMCG was founded in 1994.

IMCG provides personalized confidential investment management, financial planning and fiduciary consulting to individuals, pension and profit sharing plans, trusts, estates, charitable organizations and small businesses. Our advisory services are provided through ongoing consultation with the client and may include: determination of financial objectives, identification of financial challenges, optimizing appropriate investment allocations, cash flow management, tax planning, insurance review, education funding analysis, retirement and estate planning as well as employer sponsored retirement plan review and analysis.

Investment advice is an integral part of our wealth management services and is tailored to meet our clients' unique needs based on our ongoing meetings and conversations with them.

IMCG places investment transactions with whomever our clients select as their broker/custodian under a limited power of attorney. IMCG does not act as a custodian of client assets; our clients have their brokers hold their portfolio assets and provide the resulting monthly statements.

A written evaluation of each client's initial situation is provided to the client, often in the form of a net worth statement and an investment allocation overview. Periodic reviews are also communicated to provide reminders of the specific courses of action that need to be taken. More frequent reviews occur but are not necessarily communicated to the client unless immediate changes are recommended.

Other professionals (e.g., lawyers, accountants, insurance agents, etc.) are engaged directly by the client on an as-needed basis. Conflicts of interest will be disclosed to the client in the unlikely event they should occur.

The initial meeting, which may be by telephone, is free of charge and is considered an exploratory interview to determine the extent to which investment management and financial planning may be beneficial to the client.

Principal Owners

At this time, Fredric W. Williams is the Principal Owner and 100% stockholder. Over time other individuals at IMCG may have the ability to become additional owners of the firm.

Types of Advisory Services

IMCG provides investment supervisory services, also known as asset management services, manages investment advisory accounts not involving investment

supervisory services, furnishes investment advice through consultations, provides wealth management planning and fiduciary consulting advisory services.

On more than an occasional basis, IMCG furnishes advice to clients on matters not involving securities, such as financial planning matters, taxation issues, and trust services that often include estate planning.

As of 12/31/2012, IMCG manages approximately \$356,302,806 in assets, including \$197,663,133 managed on a discretionary basis and \$158,639,673 managed on a non-discretionary basis.

Tailored Relationships

The goals and objectives for each client are documented in our client relationship management system. Clients may impose restrictions on investing in certain securities or types of securities.

Agreements may not be assigned without client consent.

Types of Agreements

The following agreements define the typical client relationships:

Advisory Service Agreement

Most clients choose to have IMCG manage their assets in order to obtain ongoing in-depth advice and life planning. All aspects of the client's financial affairs are reviewed, including those of their children. Realistic and measurable goals are set and objectives to reach those goals are defined. As goals and objectives change over time, suggestions are made and implemented on an ongoing basis.

The scope of work and fee for an Advisory Service Agreement is provided to the client in writing prior to the start of the relationship. An Advisory Service Agreement includes: cash flow management; insurance review; investment management (including performance reporting); education planning; retirement planning; estate planning; and tax preparation, as well as the implementation of recommendations within each area.

The annual Advisory Service Agreement fee is based on a percentage of the investable assets according to the following schedule:

1.25% on the first \$500,000;

0.75% on the next \$500,000 (from 500,001 to 1,000,000); and

0.625% on the assets above \$1,000,000.

Current client relationships may exist where the fees are higher or lower than the fee schedule above.

A 20% discount is accorded to qualified charitable organizations.

Fees are payable quarterly in arrears, based on the market value of the portfolio on the last business day of the quarter. Fees are pro-rated for accounts opening or closing during the quarter.

Fiduciary Consulting Agreement

Many retirement plan sponsors choose to have IMCG provide fiduciary advice on their plan investments in order to improve fund selection, reduce plan costs and receive comprehensive participant education programs. All aspects of the sponsored plan are reviewed, most often including investment options, fees, participant education programs, investment policies, recent investment changes, committee records, and plan structure and documentation. Quarterly review meetings are held with the trustees.

The scope of work and fee for a Fiduciary Consulting Agreement is provided to the client in writing prior to the start of the relationship. A Fiduciary Consulting Agreement includes very clearly defined responsibilities of IMCG to the plan. The fees for Fiduciary Consulting services are based on the following schedule:

.25% of assets base fee, plus an education component of 5-25 basis points if necessary.

Financial Planning Agreement

IMCG can be hired to work in a financial planning capacity only.

The financial plan may include, but is not limited to: a net worth statement; a cash flow statement; a review of investment accounts, including reviewing asset allocation and providing repositioning recommendations; strategic tax planning; a review of retirement accounts and plans including recommendations; a review of insurance policies and recommendations for changes, if necessary; one or more retirement scenarios; estate planning review and recommendations; and education planning with funding recommendations.

Detailed investment advice and specific recommendations are provided as part of a financial plan. Implementation of the recommendations is at the discretion of the client.

The fee for a financial plan is predicated upon the facts known at the start of the engagement. The minimum fee is \$500.00. Since financial planning is a discovery process, situations occur wherein the client is unaware of certain financial exposures or predicaments.

In the event that the client's situation is substantially different than disclosed at the initial meeting, a revised fee will be provided for mutual agreement. The client must approve the change of scope in advance of the additional work being performed when a fee increase is necessary.

After delivery of a financial plan, future face-to-face meetings may be scheduled as necessary for up to one month. Follow-on implementation work is billed separately at the rate of \$175.00 per hour.

Retainer Agreement

In some circumstances, a *Retainer Agreement* is executed in lieu of an *Advisory Service Agreement* when it is more appropriate to work on a fixed-fee basis. The annual fee for a *Retainer Agreement* is negotiable and determined on a case by case basis.

Hourly Planning Engagements

IMCG provides hourly planning services for clients who need advice on a limited scope of work. The hourly rate for limited scope engagements is \$175.00.

Asset Management

IMCG's investment discipline includes, but may not be limited by, exposure to: equities (stocks), corporate debt securities (bonds), commercial paper, certificates of deposit, municipal securities, mutual funds, ETFs, closed end funds, as well as U. S. and other government's securities. IMCG may also utilize alternative investments, managed futures, options and other types of securities, as appropriate, to meet the needs of specific clients.

Termination of Agreement

The client or investment manager may terminate an Agreement at any time upon 30-days written notice to the other party. At termination, fees will be billed on a pro-rata basis for the portion of the quarter completed. The portfolio value at the completion of the prior full billing quarter is used as the basis for the fee computation, adjusted for the number of days during the billing quarter prior to termination.

Item 5 – Fees and Compensation

Description

IMCG bases its fees on a percentage of assets under management, hourly charges or fixed fees.

Some *Retainer Agreements* may be priced based on the complexity of work, especially when asset management is not the most significant part of the relationship.

Financial plans are priced according to the degree of complexity associated with the client's situation.

Fees are Negotiable.

Fee Billing

Investment management fees are billed quarterly, in *arrears*, meaning that we are paid *after* the three-month billing period has *ended*. Fees are usually deducted from

the designated client account at the client's custodian to facilitate billing. The client must consent in advance to direct debiting of their investment account.

Fees for financial plans are billed 50% in advance, with the balance due upon delivery of the financial plan.

Other Fees

Custodians may charge transaction fees on purchases or sales securities. Other Miscellaneous fees could be wiring, account closing, check request and trade away fees. These transaction charges are usually small and incidental to the purchase or sale of a security. The selection of the security is more important than the nominal fee that the custodian charges to buy or sell the security.

IMCG, in its sole discretion, may waive its minimum fee and/or charge a lesser investment advisory fee based upon certain criteria (e.g., historical relationship, type of assets, anticipated future earning capacity, anticipated future additional assets, dollar amounts of assets to be managed, related accounts, account composition, negotiations with clients, etc.).

Expense Ratios

In certain cases mutual funds, ETF's and closed end funds may be part of a clients' investment portfolio. These investments generally charge a management fee for their services as investment managers. The management fee is called an expense ratio. For example, an expense ratio of 0.50 means that the mutual fund company charges 0.5% for their services. These fees are in addition to the fees paid by you to IMCG.

Performance figures quoted by mutual fund companies in various publications are *after* their fees have been deducted.

Past Due Accounts and Termination of Agreement

IMCG reserves the right to stop work on any account that is more than 90 days overdue. In addition, IMCG reserves the right to terminate any financial planning engagement where a client has willfully concealed or has refused to provide pertinent information about financial situations when necessary and appropriate, in IMCG's judgment, to providing proper financial advice. Any unused portion of fees collected in advance will be refunded within 90 days.

Item 6 - Performance-Based Fees and Side by Side Management

Sharing of Capital Gains

Fees are *not* based on a share of the capital gains or capital appreciation of managed securities.

IMCG does not use a performance-based fee structure because of the potential conflict of interest. Performance-based compensation may create an incentive for the adviser to recommend an investment that may carry a higher degree of risk to the client.

Item 7 -Types of Clients

Description

IMCG generally provides investment advice to individuals, pension and profit sharing plans, trusts, estates, or charitable organizations, corporations or business entities.

Client relationships vary in scope and length of service.

Account Minimums

The minimum account size is \$100,000 of assets under management.

IMCG has the discretion to waive the account minimum. Accounts of less than \$100,000 may be set up when the client and the advisor anticipate the client will add additional funds to the accounts bringing the total to \$100,000 within a reasonable time. Other exceptions will apply to employees of IMCG and their relatives, or relatives of existing clients.

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

Methods of Analysis

We structure our investment policy around a macro analysis of world markets, politics, and economies. These factors are then filtered through our combination of technical and fundamental criteria to identify sectors and companies that can be used to meet the varied objectives of our clients. We believe that clients are best served by a management style that identifies all market and sector trends with investment selections, which produce superior, above average returns at appropriate risk levels.

Development of Macro Themes - The development of our macro themes involves an evaluation of global trends, the analysis of relative levels of economic growth, the direction of interest rates, and the potential impact of political developments. We also study a variety of other related issues that become increasingly more significant as global technology brings national and regional economies closer and makes them ever more interdependent. We then evaluate strategies to translate these themes into appropriate investment concepts within the various capital markets, both domestically and internationally.

Market & Sector Analysis – Within each theme, we analyze the anticipated impact this developing concept will have in the various markets and segments of economies.

We strive to identify those areas, both globally and in industry sectors, which offer the most appropriate risk-reward ratio for our potential asset allocation deployment.

Fundamental Analysis of Individual Companies – Having identified those sectors which we anticipate will benefit most from the development of our macro themes, we screen our database for those companies whose prospects are favorable based on current and projected fundamental valuations. We utilize reported and consensus financial research, as well as additional data to conduct more in depth fundamental analysis and further qualify a company for inclusion in our portfolio universe. Those companies meeting this final screening process become part of our "Concentrated Core" of selected equities for purchase.

Whether for security selections within individualized client portfolio or in the analysis of mutual fund within the investment options of our fiduciary consulting clients, we combine this "top-down" macro-economic overview with "bottom-up" fundamental analysis to identify the relative value opportunities we believe offer the greatest risk-adjusted potential to meet our clients' goals and objectives.

Investment Strategies

Although each portfolio strategy is designed to meet the articulated goals and objectives of individual clients, our predominant focus is on constructing global, balanced, value oriented investment strategies. This means that most clients own a mix of generally income producing equities (stocks) and short and intermediate term bonds, as well as select closed end funds and ETFs, all of which will be based both domestically and overseas.

Through IMCG's ongoing client reviews and consultations it may be determined that their goals and objectives may change based on their evolving circumstances. This could result in a modification of their individual investment strategies.

Risk of Loss

All investment programs have certain risks that are borne by the investor. Our investment approach constantly keeps the risk of loss in mind. Investors face the following investment risks:

Interest-rate Risk: Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.

Market Risk: The price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances. For example, political, economic and social conditions may trigger market events.

Inflation Risk: When any type of inflation is present, a dollar today will not buy as much as a dollar next year, because purchasing power is eroding at the rate of inflation.

Currency Risk: Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.

Reinvestment Risk: This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.

Business Risk: These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk of profitability than an electric company, which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.

Liquidity Risk: Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.

Financial Risk: Excessive borrowing to finance a business' operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

Options Contracts: Investments in options contracts have the risk of losing value in a relatively short period of time. Option contracts are leveraged instruments that allow the holder of a single contract to control many shares of an underlying stock. This leverage can compound gains or losses.

Alternative Investments (Limited Partnerships): The performance of alternative investments (limited partnerships) can be volatile and may have limited liquidity. An investor could lose all or a portion of their investment. Such investments often have concentrated positions and investments that may carry higher risks. Client should only have a portion of their assets in these investments.

Short Sales: A short sale involves the sale of a security that the Client does not own in the hope of purchasing the same security at a later date at a lower price. To make delivery to the buyer, the Client must borrow the security and is obligated to return the security to the lender, which is accomplished by a later purchase of the security. The Client realizes a profit or a loss as a result of a short sale if the price of the security decreases or increases respectively between the date of the short sale and the date on which the Client covers its short position, i.e., purchases the security to replace the borrowed security. A short sale involves the theoretically unlimited risk of an increase in the market price of the security that would result in a theoretically unlimited loss.

Item 9 - Disciplinary Information

Legal and Disciplinary

The firm and its employees have not been involved in legal or disciplinary events related to past or present investment clients.

Item 10 - Other Financial Industry Activities and Affiliations

Financial Industry Activities

Broker-Dealer Affiliation

Certain advisory persons of IMCG are also a registered representatives of Purshe Kaplan Sterling Inc. of Albany, NY (herein "PKS"). PKS is a registered broker-dealer (CRD No. 35747), member FINRA, SIPC. In their separate capacity as a registered representatives, these advisory persons will typically receive commissions for the implementation of recommendations for commissionable transactions. Clients are not obligated to implement any recommendation provided by these advisory persons. Neither the Advisor nor its advisory persons will earn investment advisory fees in connection with any services implemented in the separate capacity of these advisory persons as a registered representative where commissions are also earned.

Generally, recommendations made by advisory persons are implemented in their role as Investment Advisor Representatives of the Advisor and not in as a Registered Representatives of PKS. In no circumstances will an advisory person earn an advisory fee and a commission on the same investment. In the event that an advisory person will earn a commission on an investment, the advisory fee will be waived for those assets.

Insurance Agency Affiliations

Certain advisory persons of IMCG are also licensed insurance professionals. Implementation of insurance recommendation are separate and apart from an advisory person's role with IMCG. As an insurance professional, the advisory person may receive customary commissions and other related revenues from the various insurance companies whose products are sold. Commissions generated by insurance sales do not offset regular advisory fees. This may cause a conflict of interest in recommending certain products of the insurance companies. Clients are under no obligation to implement any recommendations made by the advisory person or the Advisor.

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

Code of Ethics

The employees of IMCG have committed to a Code of Ethics that is available for review by clients and prospective clients upon request. The firm will provide a copy of the Code of Ethics to any client or prospective client upon request.

Participation or Interest in Client Transactions

IMCG and its employees may buy or sell securities that are also held by clients. Employees may not trade their own securities ahead of client trades. Employees comply with the provisions of the IMCG *Compliance Manual*.

Personal Trading

The Chief Compliance Officer of IMCG is Stephen Eddy. He reviews all employee trades each quarter and his trades are reviewed by Tracy Rogers. The personal trading reviews ensure that the personal trading of employees does not affect the markets, and that clients of the firm receive preferential treatment. Since most employee trades are small mutual fund trades or exchange-traded fund trades, the trades do not affect the securities markets.

Item 12 - Brokerage Practices

Selecting Brokerage Firms

IMCG does not have discretionary authority to select the broker-dealer/custodian for custodial and execution services or the administrator for defined contribution accounts. The Client will select the broker-dealer or custodian (herein the "custodian") to safeguard Client assets and authorize IMCG to direct trades to this custodian as agreed in the Investment Advisory Agreement. Further, IMCG does not have the discretionary authority to negotiate commissions on behalf of our Clients on a trade-by-trade basis.

Where IMCG does not exercise discretion over the selection of the custodian, it may recommend the custodian[s] to Clients for execution and/or custodial services. Clients are not obligated to use the recommended custodian and will not incur any extra fee or cost associated with using a broker not recommended by IMCG. IMCG may recommend a custodian based on criteria such as, but not limited to, reasonableness of commissions charged to the Client, services made available to the Client, and location of the custodian's offices. IMCG does not receive research services, other products, or compensation as a result of recommending a particular broker that may result in the Client paying higher commissions than those obtainable

through other brokers. IMCG recommends discount brokerage firms and trust companies (qualified custodians), such as Charles Schwab Institutional, TD Ameritrade Institutional and Fidelity Institutional.

IMCG *does not* receive fees or commissions for effecting transactions through any of these custodians. As an advisor on these institutional platforms, the Advisor does receive economic benefits that would not be provided directly to a retail investor (See Item 14).

Best Execution

IMCG reviews the execution of trades at each custodian each quarter. The review is documented in the IMCG *Compliance Manual*. Trading fees charged by the custodians is also reviewed on a quarterly basis. IMCG *does not* receive any portion of the trading fees.

Soft Dollars

IMCG *does not* have a soft dollar arrangement with any custodians.

Order Aggregation

In some cases, we may aggregate orders for multiple accounts, in which each client receives the same average price in a transaction. In other cases, we may execute orders on an individual basis. Aggregating orders can help us conduct our more efficiently and provide consistency in the price received by each client.

Item 13 - Review of Accounts

Periodic Reviews

Account reviews are performed at least quarterly by Portfolio Managers and portfolio reviews are performed more frequently when market conditions dictate.

Review Triggers

Other conditions that may trigger a review are changes in the tax laws, new investment information, and changes in a client's own situation.

Regular Reports

Account reviewers are members of the firm's Investment Committee. They are instructed to consider the client's current security positions and the likelihood that the performance of each security will contribute to the investment objectives of the client.

Advisory Service Agreement clients, Investment Management clients, and Retainer Agreement clients may also receive other periodic updates from IMCG.

Item 14 - Client Referrals and Other Compensation

Incoming Referrals

IMCG has been fortunate to receive many client referrals over the years. The referrals came from current clients, estate planning attorneys, accountants, employees, personal friends of employees and other similar sources. The firm does *not* compensate referring parties for these referrals.

Referrals Out

IMCG does *not* accept referral fees or any form of remuneration from other professionals when a prospect or client is referred to them.

Participation in Institutional Advisor Platform

IMCG has established institutional relationships with various custodians to assist the Advisor in managing Client account[s]. Access to these Institutional platforms are provided at no charge to the Advisor. The Advisor receives access to software and related support without cost because the Advisor renders investment management services to Clients that maintain assets at these custodians. The software and related systems support may benefit the Advisor, but not its Clients directly. In fulfilling its duties to its Clients, the Advisor endeavors at all times to put the interests of its Clients first. Clients should be aware, however, that the receipt of economic benefits from a custodian creates a potential conflict of interest since these benefits may influence the Advisor's recommendation of this custodian over one that does not furnish similar software, systems support, or services.

Additionally, the Advisor may receive the following benefits from these custodians: subsidies on technology costs, receipt of duplicate Client confirmations and bundled duplicate statements; access to a trading desk that exclusively services its institutional participants; access to block trading which provides the ability to aggregate securities transactions and then allocate the appropriate shares to Client accounts; and access to an electronic communication network for Client order entry and account information. The Advisor may also receive subsidies for technology licensing fees.

Item 15 - Custody

General

IMCG does not accept or maintain custody of any Client accounts. All Clients must place their assets with a qualified custodian. Clients are required to select their own custodian to retain their funds and securities and direct IMCG to utilize that custodian for the Client's security transactions. IMCG encourages Clients to review statements

provided by account custodian. For more information about custodians and brokerage practices, see Item 12 - Brokerage Practices.

Account Statements

All assets are held at qualified custodians, which means the custodians provide account statements directly to clients at their address of record at least quarterly.

Performance Reports

Clients are urged to compare the account statements received directly from their custodians to the performance report statements provided by IMCG.

Net Worth Statements

Clients are frequently provided net worth statements and net worth graphs that are generated from our client relationship management system. Net worth statements contain approximations of bank account balances provided by the client, as well as the value of land and hard-to-price real estate. The net worth statements are used for long-term financial planning where the exact values of assets are not material to the financial planning tasks.

Item 16 - Investment Discretion

Discretionary Authority for Trading

IMCG accepts discretionary authority to manage securities accounts on behalf of clients. IMCG has 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. However, IMCG consults with the client prior to each trade to obtain concurrence if a blanket trading authorization has not been given.

The client approves the custodian to be used and the commission rates paid to the custodian. IMCG does *not* receive any portion of the transaction fees or commissions paid by the client to the custodian on certain trades.

Discretionary trading authority facilitates placing trades in your accounts on your behalf so that we may promptly implement the investment policy that you have approved in writing.

Limited Power of Attorney

A limited power of attorney is a trading authorization for this purpose. You sign a limited power of attorney so that we may execute the trades that you have approved.

Item 17 - Voting Client Securities

Proxy Voting

IMCG does *not* vote proxies on securities. Clients are expected to vote their own proxies. When assistance on voting proxies is requested, IMCG will provide recommendations to the Client. If a conflict of interest exists, it will be disclosed to the Client.

Item 18 - Financial Information

Financial Condition

IMCG does not have any financial impairment that will preclude the firm from meeting contractual commitments to clients.

A balance sheet is not required to be provided because IMCG does not serve as a custodian for client funds or securities, and does not require prepayment of fees of more than \$1,200 per client, and six months or more in advance.

Item 19 - Business Continuity Plan

General

IMCG has a Business Continuity Plan in place that provides detailed steps to mitigate and recover from the loss of office space, communications, services or key people.

Disasters

The Business Continuity Plan covers natural disasters such as snow storms, hurricanes, tornados, and flooding. The Plan covers man-made disasters such as loss of electrical power, loss of water pressure, fire, bomb threat, nuclear emergency, chemical event, biological event, T-1 communications line outage, Internet outage, railway accident and aircraft accident. Electronic files are backed up daily and archived offsite.

Alternate Offices

Alternate offices are identified to support ongoing operations in the event the main office is unavailable. It is our intention to contact all clients within five days of a disaster that dictates moving our office to an alternate location.

Loss of Key Personnel

IMCG has a team approach to our clients' portfolio and wealth management planning to provide continuity of service in the event of a key owner's or employee's serious disability or death.

Item 20 - Information Security Program

Information Security

IMCG maintains an information security program to reduce the risk that your personal and confidential information may be breached.

Privacy Notice

IMCG is committed to maintaining the confidentiality, integrity and security of the personal information that is entrusted to us.

The categories of nonpublic information that we collect from you may include information about your personal finances, information about your health to the extent that it is needed for the financial planning process, information about transactions between you and third parties, and information from consumer reporting agencies, e.g., credit reports. We use this information to help you meet your personal financial goals.

With your permission, we disclose limited information to attorneys, accountants, and mortgage lenders with whom you have established a relationship. You may opt out from our sharing information with these nonaffiliated third parties by notifying us at any time by telephone, mail, fax, email, or in person. With your permission, we share a limited amount of information about you with your brokerage firm in order to open accounts and execute securities transactions on your behalf.

We maintain a secure office to ensure that your information is not placed at unreasonable risk. We employ a firewall barrier, secure data encryption techniques and authentication procedures in our computer environment.

We do not provide your personal information to mailing list vendors or solicitors. We require strict confidentiality in our agreements with unaffiliated third parties that require access to your personal information, including financial service companies, consultants, and auditors. Federal and state securities regulators may review our Company records and your personal records as permitted by law.

Personally identifiable information about you will be maintained while you are a client, and for the required period thereafter that records are required to be maintained by federal and state securities laws. After that time, information may be destroyed.

We will notify you in advance if our privacy policy is expected to change. We are required by law to deliver this *Privacy Notice* to you annually, in writing.

Brochure Supplement (Advisory Personnel)

(Part 2B of Form ADV)

Fredric W. Williams, Principal and Managing Director IMCG

Business Experience:

First Vice President - Investment, Prudential Securities, Portland, ME (1988–94); Vice President, E.F. Hutton & Co., Portland, ME (1980–87); Principal, Investment Management & Consulting Group, Portland, ME (1994–Present).

Educational Background:

Institutions: B.S. Degree, Vassar College 1978

Post Graduate courses in Master of Business Administration Program at University of Southern Maine (1979-1980)

Date of Birth: September, 22, 1956

Disciplinary Information: (if applicable)

Other Business Activities: None

Additional Compensation: None

Supervision: Mr. Williams oversees IMCG's economic and securities research, chair's the firm's Investment Policy Committee and coordinates all aspects of IMCG's administration and operation.

Stephen L. Eddy, Vice President- Fiduciary Consultant

Business Experience:

Retirement Plan Operations Manager, Maine National Bank, Portland ME (1988 – 1991); Retirement Operations Manager, Key Bank, Portland ME (1991 – 1994); Senior Vice President – TD Banknorth Institutional Services, Portland, ME (December 1994 – June 2008); Vice President – Fiduciary Consultant, Investment Management & Consulting Group, Portland ME (July 2008 – Present).

Educational Background:

Institutions: B.A. Degree, Bates College 1984

Date of Birth: August 10, 1962

Disciplinary Information: None

Other Business Activities: None

Additional Compensation: None

Supervision: Mr. Eddy oversees all of IMCG's fiduciary consulting services, including plan design, platform comparisons and mutual fund investment research.

Tracy W. Rogers, Vice President - Portfolio Manager

Business Experience:

American Express Financial Advisors (Jan 2000 – June 2002); IMCG Investments (July 2002 – July 2004); Director of Operations – Investment Management & Consulting Group, Portland, ME (August 2004 – Present); Vice President – Portfolio Manager (January 2006 – Present).

Educational Background:

Institutions: Undergraduate Studies Business Administration, Colorado State University 1986.

Date of Birth: October 20, 1967

Disciplinary Information: None

Other Business Activities: None

Additional Compensation: None

Supervision: Mr. Rogers oversees all of IMCG's wealth management services, coordinating the various analytical platforms that the firm's personnel use in our comprehensive financial planning discipline.

Francis J Davies, III, Vice President - Portfolio Manager

Business Experience:

Vice President - Laidlaw Asset Management (June 1983 – May 1988); Vice President - Reynders, Gray & Gottlieb (May 1988 – January 1996); President – Avalon Financial Counsel (January 1996 – March 2002); Managing Director – Westport Capital Markets (March 2002 – December 2005); Vice President – Portfolio Manager, Investment Management & Consulting Group, Portland ME (January 2006 – Present)

Educational Background:

Institutions: B.A. Degree, Lafayette College 1982

Date of Birth: July 7, 1959

Disciplinary Information: None

Other Business Activities: None

Additional Compensation: None

Lawrence J. Bowlan, Portfolio Manager Associate ChFC**Business Experience:**

Advisor, Pruco Securities Corporation (March 1983 – February 1995); Advisor, Commonwealth Equity Services, Inc. (March 1995 – August 1997); Owner – Managing Director, Northern New England Financial Services/Cambridge Investment Research, Inc. (August 1997 – December 2008); Portfolio Manager Associate, Investment Management & Consulting Group, Portland ME (January 2009 – Present).

Educational Background:

Institutions: Chartered Financial Consultant, The American College

Date of Birth: July 7, 1955

Disciplinary Information: None

Other Business Activities: See Below

Additional Compensation: Larry owns a Property & Casualty business in Old Town, ME.

Ben W. Daigle, Portfolio Manager Associate**Business Experience:**

Associate Financial Advisor, Ameriprise Financial, Inc., Portland, ME (June 2004 – October 2009); Portfolio Manager Associate, IMCG, Portland, ME (November 2010 – Present)

Educational Background:

Institutions: B.S. Degree, University of Southern Maine 2004

Date of Birth: June 25, 1981

Disciplinary Information: None

Other Business Activities: None

Chris Walker, Portfolio Manager Associate**Business Experience:**

Inside Sales Associate, UNUM Provident, Boston, MA (May 1996 – November 2000); Financial Advisor, American Express Financial Advisors, Portland, ME (May 2002 – July 2004); Business Analyst, METLIFE, Tampa, FL (April 2005 – December 2010); Portfolio Manager Associate, IMCG Portland, ME (December 2010 – Present)

Educational Background:

Institutions: B.S. Business/Marketing, University of Maine, 1993

Date of Birth: May 6, 1970

Disciplinary Information: None

Other Business Activities: None

Jason E. Foster, Vice President - Portfolio Manager

Business Experience:

Financial Advisor – Legg Mason Wood Walker (May 1998 – Feb 2006);
Financial Advisor – Citigroup Global Markets (Feb 2006 – June 2009); Financial
Advisor – Morgan Stanley Smith Barney (June 2009 – May 2012); Vice
President, Portfolio Manager – IMCG, Portland, ME (May 2012 – Present);
Registered Representative – Purshe Kaplan Sterling Investments, Inc. (May
2012 – Present).

Educational Background:

Institutions: B.A. in Economics, University of Maine (Farmington, ME) 1995.

Date of Birth: November 29, 1972

Disciplinary Information: None

Other Business Activities: Registered Representative with Purshe Kaplan Sterling
Investments, Inc. ("PKS").

Additional Compensation: Commissions from the implementation of securities
transactions through PKS.

James O. Flower, Vice President - Portfolio Manager

Business Experience:

Financial Advisor – Legg Mason Wood Walker (June 2005 – Feb 2006);
Financial Advisor – Citigroup Global Markets (Feb 2006 – June 2009); Financial
Advisor – Morgan Stanley Smith Barney (June 2009 – May 2012); Vice
President, Portfolio Manager – IMCG, Portland, ME (May 2012 – Present);
Registered Representative – Purshe Kaplan Sterling Investments, Inc. (May
2012 – Present).

Educational Background:

Institutions: Bachelor of Arts, Hobart College (Geneva, NY) 1998.

Date of Birth: November 17, 1975

Disciplinary Information: None

Other Business Activities: Registered Representative with Purshe Kaplan Sterling Investments, Inc. ("PKS").

Additional Compensation: Commissions from the implementation of securities transactions through PKS.