

1. Cover Page

FIDUCIARY ADVISORS INC.

REGISTERED INVESTMENT ADVISOR

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Firm Brochure

(Part 2A of Form ADV)

This Brochure provides information about the qualifications and business practices of Fiduciary Advisors, Inc. If you have any questions about the contents of this Brochure, please contact us at 314.726.5150 or jhefele@fiduciaryadv.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.

Fiduciary Advisors, Inc. is a registered investment adviser. Registration of an Investment Adviser does not imply any level of skill or training.

Additional information about Fiduciary Advisors, Inc. also is available on the SEC's website at www.adviserinfo.sec.gov. You can search this site by a unique identifying number, known as a CRD number. Our firm's CRD number is 108239.

The date of this brochure is March 1, 2012

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 Since the Last Update

On July 28, 2010, the United States Securities and Exchange Commission published “Amendments to Form ADV” which amends the disclosure document that we provide to clients as required by SEC Rules. Our initial revised format Brochure dated December 31, 2010 was our first disclosure document prepared according to the SEC’s new requirements and rules.

This Brochure has been updated effective March 1, 2012 with minor changes. There are no new material changes in this update.

Full Brochure Available

To request a full copy of the Firm Brochure please contact John Hefe, President, at 314.726.5150 or jhefe@fiduciaryadv.com.

Additional information about Fiduciary Advisors, Inc. is also available via the SEC’s web site www.adviserinfo.sec.gov. The SEC’s web site also provides information about any persons affiliated with Fiduciary Advisors, Inc. who are registered, or are required to be registered, as investment adviser representatives of Fiduciary Advisors, Inc.

3. Table of Contents

Material Changes.....	i
Annual Update	i
Material Changes Since the Last Update	i
Full Brochure Available	i
Advisory Business.....	1
Firm Description and Principal Owner	1
Types of Advisory Services	1
Managed Assets	2
Fees and Compensation	2
Description	2
General Information on Fees	3
Performance-Based Fees.....	5
Types of Clients	6
Methods of Analysis, Investment Strategies and Risk of Loss	6
Disciplinary Information	7
Other Financial Industry Activities and Affiliations	7
Code of Ethics, Participation or Interest in Client Transactions and Personal Trading	8
Brokerage Practices	9
Review of Accounts	11
Client Referrals and Other Compensation	11
Incoming Referrals	11

Referrals to Other Professionals	11
Custody	12
Investment Discretion	12
Voting Client Securities	13
Financial Information	13

4. Advisory Business

Firm Description and Principal Owner

Fiduciary Advisors, Inc. was incorporated in 2000 by John Hefele who is a 100% owner to provide consulting and management services. While the primary clients for these services will be pension, profit sharing and 401(k) plans, our firm will also offer these services, where appropriate, to individuals, trusts, estates, charitable organizations, corporations, other business entities, and government entities.

Types of Advisory Services

The advisory services offered by Fiduciary Advisors, Inc. are normally offered as a complete package. When appropriate, we may offer certain services as stand-alone services if doing so is consistent with the needs of the client and the investment philosophy of the firm.

Participant Directed Retirement Plan Services

- A) Analyze the Plan's current investment and record keeping platform.
- B) Develop optimal investment program for the Plan:
 - i. determine appropriate asset classes;
 - ii. recommend appropriate investment alternatives for each asset class; and
 - iii. manage the investment process for selecting appropriate investment options.
- C) Prepare a written Investment Policy Statement for the Plan in consultation with the Plan Representative(s).
- D) Identify and recommend appropriate custodial and administration services.
- E) Monitor and evaluate investment options:
 - i. Prepare performance measurement reports comparing the mutual fund and portfolio performance to their appropriate peer group and indexes.
 - ii. Replace investment options in the event one or more funds fails to meet established investment objectives as outlined in the Investment Policy Statement.
- F) Provide participant education and investment advice in compliance with the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA), as modified by the Pension Protect Act of 2006 (PPA) and applicable regulations.
- G) Serve as a fiduciary of the Plan within the meaning of Section 3(38) and Section 3(21) of ERISA.

Portfolio Management Services (includes defined benefit, foundations/endowments, individuals, trusts)

- A) Development of a written Investment Policy Statement (IPS) or Financial Plan that outlines the investment objectives of the portfolio.
- B) Development of an asset allocation strategy designed to meet the objectives as identified in the IPS or Financial Plan.
- C) Execute the investment strategy by purchasing mutual funds, exchange traded funds, Certificate of Deposits (CDs) and individual bonds within the framework of the asset allocation strategy.
- D) Monitor the portfolio for adherence to IPS or investment assumptions in the Financial Plan. Rebalance the portfolio as necessary and provide for liquidity for cash flow needs.

In performing its services, Fiduciary Advisors, Inc. is not required to verify any information received from the client or from the client's other professionals.

Managed Assets

Fiduciary Advisors currently has total client asset of \$266,813,678 including \$220,573,978 in assets under discretionary management and \$46,239,700 in assets under non-discretionary management as of December 31, 2011.

5. Fees and Compensation

Description

Fiduciary Advisors, Inc. bases its fees on a percentage of Assets under Advisement, hourly charges, and fixed fees. All fees are negotiable.

Advisory Fees

Fiduciary Advisors will charge an annual fee based on the amount of the client's assets, as set forth in the fee schedule below, or a minimum annual fee of \$1,500 per portfolio will be charged for this service. Alternatively, the fee may be assessed on an hourly basis, ranging from \$100 to \$300 per hour. The fee arrangement chosen by Fiduciary Advisors and the client will depend on the type of portfolio, complexity of investments, and required reporting procedures for each portfolio. In certain circumstances, minimum fees or account sizes may be negotiable or waived. The fee is due upon presentation of the statement to the client.

Fee Schedule	
<u>Assets Under Management</u>	<u>Annual Fee</u>
First \$500,000	1.00%
Next \$500,000	0.75%
Over \$1,000,000	0.50%

Selection of Investment Vehicles and Monitoring of Client Accounts

If a client already has an IPS (or, in the case of an individual, a financial plan) which is consistent with Fiduciary Advisors' investment philosophy, selection and monitoring services will be provided for an asset-based fee ranging from 0.5% to 1.5% of a client's managed assets, billed quarterly in arrears. An exact fee will be determined with each client based on the nature and complexity of the client's circumstances.

Consulting Services

Fiduciary Advisors also provides other advice to pension, qualified and non-qualified retirement plans. As part of its consulting services, our firm provides advice on non-securities matters, including ERISA issues concerning plan design and compliance, insurance and/or annuity advice. Fiduciary Advisors assists the client in analyzing and evaluating variable and traditional life insurance policies in terms of how they affect the plan's stated financial goals. Fiduciary Advisors also offers to provide this advice to individuals to assist in the client's financial and estate planning.

For government entity clients, Fiduciary Advisors serves as an investment fiduciary as described in state statutes. Services in this area include general pension consulting, investment consulting and advice and board member education.

Consulting Fees

Consulting fees are assessed on an hourly basis, ranging from \$100 to \$300 per hour, depending on the nature and complexity of the client's circumstances. The fee is due upon presentation of the statement to the client.

General Information on Fees

In certain circumstances, all fees and account minimums may be negotiable.

A client agreement may be cancelled at any time, by either party, for any reason upon receipt of 30 days written notice. Upon termination of any account, any prepaid,

unearned fees will be promptly refunded, and any earned, unpaid fees will be due and payable.

Fees will be billed quarterly in arrears, based on the market value of each client account as of the last day of the quarter. Fees may be negotiated or waived in certain circumstances. Fiduciary Advisors' fees do not include brokerage commissions or securities transaction fees charged by Client's custodian and/or broker-dealer.

Clients typically grant Fiduciary Advisors authority to deduct fees directly from client's account. Fiduciary Advisors will send client and its custodian, at the same time, a quarterly statement reflecting the fees billed and the custodian will send client a statement at least quarterly reflecting all fees deducted from the account. Client is responsible for verifying the accuracy of the fee calculation, as Client's custodian will not determine whether or not the fee was properly calculated.

For company sponsored retirement plans, Fiduciary Advisors is authorized to invoice the record keeper or third party administrator directly for our fees. The sponsor is responsible for verifying the accuracy of the fee calculation. All investment management fees are deducted from plan assets, unless otherwise requested by the sponsor.

Clients will retain ownership of all funds and securities in their accounts. Clients will receive regular reports from their custodian and/or broker-dealer that include confirmation of all securities transactions in their account during that quarter.

Except as noted below, all fees paid to Fiduciary Advisors for investment advisory services are separate from the fees and expenses charged to shareholders of mutual fund shares by the mutual funds or ETFs. A complete explanation of these expenses charged by the mutual funds is contained in each mutual fund's prospectus.

For qualified plans, our firm may receive revenue sharing fees from mutual funds in which client's assets are invested. These fees will be paid from a broker dealer and Fiduciary Advisors will use 100% of these fees to offset the consulting and/or advisory fees charged to these clients or the client may elect to have these fees applied to other plan expenses.

In certain circumstances, Fiduciary Advisors may recommend the use of independent money managers to manage part of a client's assets. Fiduciary Advisors receives no compensation of any sort from the money managers for this recommendation. However, Fiduciary Advisors will include assets managed by recommended managers in calculating the client's fee. This fee will be in addition to any fees charged by the recommended investment manager(s). Fiduciary Advisors will monitor and report to clients on assets managed by recommended money managers.

6. Performance-Based Fees

Fiduciary Advisors 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).

7. Types of Clients

Our firm provides portfolio management services to individuals, high net worth individuals, corporate pension and profit-sharing plans, charitable organizations, foundations, and government entities.

8. Methods of Analysis, Investment Strategies and Risk of Loss

Fiduciary Advisors employs a strategic asset allocation approach to portfolio management that is based on the principles of Modern Portfolio Theory and other research. Client assets are allocated among various asset classes in an attempt to capture the potential returns associated with groups of securities (asset classes) having certain characteristics. Account asset allocation is based on the client's risk tolerance, return objectives, investment time horizon, income requirements and other factors. Investments are generally made into investment options that are considered to provide diversification and risk/return characteristics similar to a particular asset class or market. Fiduciary Advisors will implement the asset allocation using mutual funds, exchange traded funds and in certain circumstances, individual bonds and certificates of deposits (CD's) for a portion of the client's fixed income portfolio.

Stock market risk is the chance that stock prices overall will decline. Stock markets tend to move in cycles, with periods of rising prices and periods of falling prices.

Country/regional risk is the chance that world events- such as political upheaval, financial troubles, or natural disasters- will adversely affect the value of companies in any one country or region.

Currency risk is the chance that the value of a foreign investment, measured in U.S. dollars, will decrease because of unfavorable changes in currency exchange rates.

Interest rate risk is the chance that bond prices overall will decline because of rising interest rates.

Income risk is the chance that the portfolio's income will decline because of falling interest rates.

Credit risk is the chance that a bond issuer will fail to pay interest and principal in a timely manner, or that negative perceptions of the issuer's ability to make such payments will cause the price of that bond to decline.

Call risk is the chance that during periods of falling interest rates, issuers of callable bonds may call (repay) securities with higher coupons or interest rates before their maturity dates. The bond would then lose any price appreciation above the bond's call price and would be forced to reinvest the unanticipated proceeds at lower interest rates,

resulting in a decline in the portfolio's income. For mortgage-backed securities, this risk is known as prepayment risk.

Asset allocation risk is the chance that the selection of investment options, and the allocation of assets to them, will cause the portfolio to underperform other portfolios with a similar investment objective. There is no guarantee of your portfolio's performance or that your portfolio will meet its objectives. The market value of your investments may decline and you may suffer investment loss. Fiduciary Advisors' investment strategies may fail to produce the intended results.

Investment company securities risk is related to purchases of mutual funds, exchange traded funds, and money market funds. You will indirectly bear any fees and expenses charged by the underlying fund in addition to Fiduciary Advisors' direct fees and expenses. In addition, you may be affected by losses of the underlying funds and the level of risk arising from the investment practices of the underlying funds. An ETF's shares may trade at a market price above or below their net asset value, and an active trading market for an ETF's shares may not develop or be maintained.

Other than specified bank certificate of deposit (CD) purchases, investments are not a deposit of a bank and are not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency.

9. Disciplinary Information

As Advisors we are required to disclose any material legal or disciplinary events that would be material to your evaluation of our advisory business or the integrity of our management.

Our firm and our management personnel have no reportable disciplinary events to disclose.

10. Other Financial Industry Activities and Affiliations

We are required to disclose any relationship or arrangement with other entities that may be material to our advisory business or clients. Our firm has no relationship or arrangement with another entity that creates a material conflict of interest with our clients.

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

Our firm has adopted a Code of Ethics which sets forth high ethical standards of business conduct that we require of our employees, including compliance with applicable federal securities laws.

In summary, our Code of Ethics requires:

- (1) compliance with federal securities laws,
- (2) interest of clients are placed first,
- (3) all personal securities transactions are to be conducted in such a manner as to be consistent with the Code of Ethics and to avoid any actual or potential conflict of interest or any abuse of any employees' position of trust and responsibility,
- (4) employees are not to take inappropriate advantage of their positions,
- (5) all information concerning the identity of security holdings and financial circumstances of clients are kept confidential, and
- (6) independence is to be maintained in the investment decision-making process.

Our firm and our personnel owe a duty of loyalty, fairness, and good faith toward our clients and have an obligation to adhere not only to the specific provisions of the Code of Ethics but also to the general principles that guide the Code.

From time to time, a client account may purchase a security in which a related person of Fiduciary Advisors may have an ownership position or a related person may purchase a security that is contained in a client account. We maintain policies which are designed to prevent a conflict of interest from occurring in these transactions. Related persons of Fiduciary Advisors are prohibited from executing a securities transaction on a day during which any client has a pending "buy" or "sell" order in the same (or a related) security until that order is executed or withdrawn.

We have adopted certain policies and procedures concerning the misuse of material non-public information that are designed to prevent insider trading by any officer, director or employees of the firm. While we do not believe that we have any particular access to non-public information, all employees are reminded that such information may not be used in a personal or professional capacity.

A copy of our Code of Ethics is available to our advisory clients and prospective clients. You may request a copy by e-mail sent to jhefele@fiduciaryadv.com or by calling 314.726.5150.

12. Brokerage Practices

Participant Directed Retirement Plan Services

The choice of a broker-dealer or custodian of participant directed retirement plans is driven by the selection of the plan record keeper. It is important that the plan record keeper have electronic trading and settlement capabilities with the designated custodian (broker).

Portfolio Management Services

Fiduciary Advisors may recommend that clients establish brokerage accounts with Charles Schwab & Co. or Fidelity Investment Institutional Brokerage Group, as well as other broker-dealers provided that such recommendation is consistent with our firm's fiduciary duty to our client.

Charles Schwab & Co. and Fidelity Investment Institutional Brokerage Group have platform services that assist Fiduciary Advisors in managing and administering clients' accounts. These services include software and other technology that (i) provide access to client account data (such as trade confirmations and account statements); (ii) facilitate trade execution and allocate aggregated trade orders for multiple client accounts; (iii) provide research, pricing and other market data; (iv) facilitate payment of fees from its clients' accounts; and (v) assist with back-office functions, recordkeeping and client reporting.

However, clients who wish to implement Fiduciary Advisors' advice are free to select any securities broker they wish, and are so informed. Clients typically direct our firm to use a particular broker-dealer for all transactions. In directing the use of a particular broker-dealer, the client should recognize that our firm will not have the authority to negotiate commissions (if any) or obtain volume discounts (if any), and that best execution may not be achieved. In addition, under these circumstances a disparity in commission charges (if any) may exist between the commissions charged to other clients and ultimately cost a client more money.

Trade Aggregation

While it is not the policy of Fiduciary Advisors to aggregate trades, if two or more clients have trades in the same security on the same day and it makes economic sense, Fiduciary Advisors may aggregate said trades.

Trading Errors Policy

On infrequent occasions, an error may be made in a client account. For example, a security might be erroneously purchased for a client account instead of sold. Generally, in such a situation, the firm will seek to rectify the error by placing the client account in a similar position as it would have been had there been no error. Depending on the circumstances, various corrective steps may be taken, including but not limited to canceling the trade, adjusting an allocation, and/or reimbursing the account.

13. Review of Accounts

All client accounts are reviewed at least quarterly by John Hefe, President, and/or Todd Grizzle, Investment Consultant, of Fiduciary Advisors. More frequent reviews may be triggered by material market, economic or political events, or by changes in a client's individual circumstances.

Fiduciary Advisors typically sends its pension plan consulting clients a quarterly written report that details the plan's portfolio by asset class category, ranking by category, category risk and return, and provides actual returns for the period as measured against an appropriate benchmark. This report is in addition to reports provided by the client's broker-dealer and/or custodian.

14. Client Referrals and Other Compensation

Incoming Referrals

From time to time Fiduciary Advisors enters into written agreements with third parties who provide marketing services to our firm and solicit potential advisory clients to us.

Generally, those agreements provide for payment of a percentage of the investment management fees Fiduciary Advisors collects from clients who become clients of our firm as a result of the solicitor's efforts. Payments to a solicitor generally continue for as long as our firm provides advisory services to clients referred by the solicitor. Solicitor's agreements generally are for an unspecified duration and are terminable upon thirty (30) days' notice. These agreements will comply with Rule 206(4)-3 under the Investment Advisers Act of 1940 and with other applicable requirements of the Act. Our clients are not responsible for any part of the compensation that such solicitors receive, and we do not charge clients introduced by such solicitors any higher fee or any additional amount as a result of our obligation to pay for solicitation services.

Our firm or its representatives may receive revenue sharing fees for shareholder services from mutual funds in which a client's assets are invested. Fiduciary Advisors will use 100% of the revenue sharing fees received to offset the client's advisory fees or the client may elect to have these fees applied to other plan expenses.

Referrals to Other Professionals

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

15. Custody

We previously disclosed in the “Fees and Compensation” section of this Brochure that with client written authorization our firm directly debits advisory fees from client accounts.

As part of this billing process, the client’s custodian is advised of the amount of the fee to be deducted from that client’s account. On at least a quarterly basis, the custodian is required to send to the client a statement showing all transactions within the account during the reporting period.

Because the custodian does not calculate the amount of the fee to be deducted, it is important for clients to carefully review their custodial statements to verify the accuracy of the calculation, among other things. Clients should contact us directly if they believe that there may be an error in their statement.

In addition to the periodic statements that clients receive directly from their custodians, we also send account invoices directly to our clients on a quarterly basis. We urge our clients to carefully compare the information provided on these invoices to ensure that all account transactions, holdings and values are correct and current.

Our firm does not have actual or constructive custody of client accounts. All client account assets will be held by an unrelated third party.

16. Investment Discretion

Fiduciary Advisors provides both discretionary and non-discretionary investment advisory services to clients. Where investment discretion has been granted, Fiduciary Advisors, Inc. manages the client’s account and makes investment decisions without consultation with the client as to the securities that are bought and sold for the account, the total amount of the securities to be bought and sold, the brokers with whom orders for the purchase or sale of securities are placed for execution and the price per share and the commission rates at which securities transactions are effected. In some instances, Fiduciary Advisors, Inc.’s discretionary authority in making these determinations may be limited by conditions imposed by clients in their investment guidelines or objectives or instructions otherwise provided to Fiduciary Advisors.

Fiduciary Advisors’ authority may be limited by agreement with the client.

In effecting a transaction in any investment, Fiduciary Advisors seeks best execution for the transaction in the relevant market at the time for transactions of the same size and nature. The standard, although imprecise, definition of best execution is the obligation to

seek to execute securities transactions for a client account on the terms that are the most favorable to the client given the circumstances of the trade. As indicated in Item 12. Brokerage Practices, the use of a broker-dealer other than the recommended broker-dealer may hinder Fiduciary Advisors' ability to provide best execution for a transaction.

17. Voting Client Securities

Fiduciary Advisors is not required to take any action or render any advice with respect to voting of proxies solicited by, or with respect to, the issuers of securities in which client assets may be invested. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in client portfolios. On occasion, at the client's request, the firm may offer clients advice regarding corporate actions and the exercise of proxy voting rights.

18. Financial Information

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

Fiduciary Advisors does not believe there are any financial conditions that are reasonably likely to impair our ability to meet contractual commitments to clients.

Under no circumstances do we require or solicit payment of fees in excess of \$1,200 per client more than six months in advance of services rendered. Therefore, we are not required to include a financial statement.

Fiduciary Advisors has not been the subject of a bankruptcy petition at any time during the past ten years.