

CB&H Wealth Management Services, LLC

a subsidiary of Cherry, Bekaert & Holland, LLP

Principal Office

CB&H Wealth Management Services, LLC Part 2A of Form ADV The Brochure

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This brochure provides information about the qualifications and business practices of CB&H Wealth Management Services, LLC (“CB&H Wealth Management,” “Us,” “We,” the “Firm,” or the “Company”). If you have any questions about the contents of this brochure, please contact us at 804-673-4224. Additional information about us is also available on the SEC’s website at: www.adviserinfo.sec.gov.

CB&H Wealth Management is a registered as an investment adviser with the United States Securities and Exchange Commission (the “SEC”) under the Investment Advisers Act of 1940 (the “Advisers Act”). Registration as an investment adviser with the SEC does not imply a certain level of skill or training. In addition, the information in this Brochure has not been approved or verified by the SEC or by any state securities authority.



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Material Changes

CB&H Wealth Management's most recent update to Part 2 of Form ADV was made in November 2011. No material updates have been made since our last update. However, we have reworded various sections of the Part 2 to better reflect our business practices. No new conflicts of interests have been identified.

Advisory Business

CB&H Wealth Management commenced business in August of 1998 and registered as an investment adviser with the U.S. Securities and Exchange Commission in June of 2005. The Firm is wholly owned by the accounting firm, Cherry Bekaert & Holland, L.L.P. As of April 30, 2012 the Firm managed approximately \$221 million on a discretionary basis and \$3 million on a non-discretionary basis.

CB&H Wealth Management works with clients to develop a strategic asset allocation plan consistent with the client's investment objective, time horizon, desired rate of return, and risk tolerance.

A CB&H Wealth Management Financial Advisor will typically recommend a model portfolio of open-end mutual funds consistent with the client's investment policy. The Financial Advisor may also recommend certain investment grade fixed income securities should they be appropriate for the client. For certain retirement accounts, the Financial Advisor can only make recommendations based on the predetermined funds allowed by the plan sponsor. The client's unique circumstances and needs will be considered and the client may place certain investment restrictions over the account.

CB&H Wealth Management also provides consolidated reporting services for certain clients. Consolidated financial account reporting provides a single document that combines information regarding certain of the client's financial holdings, such as 401(K) holdings, regardless of where those assets are held or managed.

Private Client Services

Investment Planning Process

Financial Analysis. Our Financial Advisors will review the client's current investment strategy, financial goals, investment objectives, risk tolerances, and tax situation.

Asset Allocation Strategy. After reviewing the client's current situation, we will recommend an investment planning strategy that meets the client's stated goals and objectives.

Investment Policy Statement. The client's objectives are then set forth in a written Investment Policy Statement which describes an asset allocation model that conforms to a client's risk tolerance level and objectives.

Implementation. The Financial Advisor will work with the client to develop a plan to transition from the client's existing portfolio to the portfolio recommended by CB&H Wealth Management. The Financial Advisor will assist the client in establishing an account at the agreed upon qualified custodian and will begin the transition process.

Monitoring and Advice. Once funded, we will monitor the portfolio on a regular basis. The client's portfolio will be rebalanced as needed to adhere to the Investment Policy Statement. The Financial Advisor will be available to meet with clients as necessary regarding their portfolio.

Financial Planning Services

CB&H Wealth Management also provides financial planning consulting services. We will work with clients to design customized, comprehensive approach to help pursue the client's stated financial goals and objectives. (Financial planning does not include the Investment Planning Process phase discussed above.)

Areas of Financial Planning services include:

Retirement Planning

Estate Planning

Insurance Needs Analysis

Business Succession Planning

Personal Risk Management and

Insurance Needs Analysis

Investment Planning

Depending on the area of financial planning needed by the client, a Financial Advisor will team with employees Cherry, Bekaert & Holland, L.L.P. ("CB&H") who specialize in services such as estate and trust planning. No personal information about the client's situation will be shared with CB&H unless the client has agreed to such sharing of information. Clients electing to implement

financial planning recommendations will incur fees in addition to those discussed in the Fees and Compensation section below.

Clients can also receive investment advice from us on a more limited basis. This may include advice on an isolated area or areas of concern such as estate planning, retirement planning or other specific topics. We also offer specific consultation and administrative services regarding investment and financial concerns. Additionally, we provide advice on non-securities matters. Generally, this is in connection with the rendering of estate planning, insurance, and annuity advice. For these services, our Financial Advisors may team with members of CB&H to provide the client with the expertise necessary for our recommendations.

Third Party Investment Advisors

In certain circumstances, CB&H Wealth Management will recommend an independent third party investment advisor should a client wish to invest in individual equities or fixed income securities in which we do not provide advice.

Plan Services

CB&H Wealth Management also provides certain investment advisory and consulting services to employer-sponsored retirement plans. Consulting services may include: create and monitor an Investment Policy Statement; provide direction to the plan trustees with regard to fund mix selection; review fund selections on a periodic basis and provide plan trustees with a report of the findings; support ongoing participant education; and provide overall annual review of plan including benchmarking fee and value for reasonableness.

The assets of the plans that we provide consulting services are not included in our calculation of assets under management as disclosed above.

CB&H Wealth Management may also serve in the capacity of investment manager to certain retirement plans. In such circumstances, the Firm will accept discretion to select available investments for the plan. Such plans are included in our calculation of assets under management as disclosed above.

Fees and Compensation

Fees for Investment Management Services

The annual fee for the investment management services program is generally charged as follows:

Aggregate account value	Flat Fee
\$0 to \$499,999	2.00%
\$500,000 to \$999,999	1.50%
\$1,000,000 to \$1,999,999	1.25%
\$2,000,000 to \$4,999,999	1.00%
\$5,000,000 +	0.90%

The fees charged by CB&H Wealth Management are outlined in the Investment Advisory Agreement signed by the client. Accounts are generally billed in advance at the beginning of each calendar quarter based upon the value of the account at the end of the previous quarter. In any partial calendar quarter, the advisory fee will be pro-rated based upon the number of days that the portfolio was managed or advised during the quarter. We reserve the right to adjust the fee schedule for accounts depending on the size and type of account. In some cases, negotiation of fees may result in different fees being charged for similar services and may be less than the stated fee schedule. In certain circumstances, accounts sharing the same household are aggregated when calculating fees.

Fees for Third Party Investment Programs

We will typically charge an annual fee ranging from 0.10% to 1.0% of the account value as negotiated with the client. The fee will vary depending on the account size, the option selected, and the complexity of your situation. In addition to the fees charged by us, the third party investment advisor will also charge a management fee typically ranging from 0.10% to 1.0% of the assets in the account. Information on the fees charged by the third party investment advisor can be found in its ADV Part 2A. Clients are billed in advance at the beginning of each calendar quarter based upon the value of the client's account at the end of the previous quarter. For new accounts, the quarterly fee will be pro-rated based on the date the initial deposit or when the account is fully funded.

Fee Schedule for Financial Planning Services

The fee for financial planning consulting services will be charged in one of two ways and will be outline in an Engagement Letter: The fee will be charged upon completion of the financial planning service.

- I. A fixed fee with the total depending on the specific service requested and the nature and complexity of each client's circumstances.
- II. An hourly fee ranging from \$100 - \$500 per hour, depending on the nature and complexity of each client's circumstances and the individual performing the work.

Fee Schedule for Plan Services

The fees for Plan Services are negotiated on a case by case basis with the client. Accounts are generally billed in arrears at the end of the quarter for which services were rendered based upon the value of the account as of the last business day of such fee period. For new accounts, the initial fee will be pro-rated from the effective date of the Plan Services Agreement.

General Fee Information

Direct Debiting of Client Accounts - Advisory fees may be directly debited from the client's account or an invoice will be sent directly to the client. We will only directly debit our advisory fee if the following conditions are met: (1) the client provides written authorization permitting our fees to be paid directly from the client's account; (2) the client should verify the accuracy of the fee calculation submitted by CB&H Wealth Management and should promptly notify us and the custodian of any discrepancy; and (3) the custodian agrees to send a statement directly to the client, at least quarterly, indicating all amounts disbursed from the account including the amount of advisory fees paid directly to us.

Mutual Fund Fees and Other Transaction Costs - In addition to CB&H Wealth Management's investment management fees, clients bear trading costs and custodial fees. Also, the fees charged by us are separate and distinct from the fees and expenses charged by mutual funds to their shareholders. These fees and expenses are described in each mutual fund prospectus. These fees will generally include a management fee, other fund expenses, and in some cases, a distribution fee. If the fund also imposes sales charges, a client may pay an initial or deferred sales charge.

Additional Fees – Financial Advisors occasionally recommend brokerage products to our clients. Brokerage products charge a commission at the time of sale. Depending on the date of the sale, an advisory fee may have previously been collected by CB&H Wealth Management on the assets used to purchase the product. We do not rebate the previously paid advisory fee. In addition, receiving commissions for the sale of securities or investment products creates a conflict of interest due to the fact that the Financial Advisor may have an incentive to recommend products based on compensation received rather than on the client's needs. CB&H Wealth Management addresses this conflict of interest by requiring the Financial Advisor to act in the best interest of the client at all times, regardless of the services provided or recommended. We have also placed restrictions on the amount of brokerage products that Financial Advisors may recommend to advisory clients. Clients should be aware that they have the option to purchase brokerage products from other brokers or agents not affiliated with CB&H Wealth Management.

Termination of Advisory Relationship - Our service may be terminated by the client or us upon written notification in accordance with the Investment Advisory Agreement. Upon termination, the fees charged for advisory services will be pro-rated and a refund for any unearned fees will be issued. The client is responsible to pay for services rendered until the termination of the agreement.

Additional Compensation – See *Other Financial Industry Activities and Affiliations* for information on the receipt of commissions.

Performance Based Fees and Side-by-Side Management

Performance based fees are fees based on a share of capital gains on or capital appreciation of the assets of a client. CB&H Wealth Management does not charge performance-based fees. Therefore, the Firm does not manage or advise client accounts that would result in conflicts created with the side-by-side management of client accounts. .

Types of Clients

CB&H Wealth Management provides advice to individuals, including high net worth individuals, pension, profit sharing and 401(k) plans; trusts, estates, or charitable organizations; corporations, and other business entities.

We typically impose a minimum account size requirement of \$500,000 for investment management services. The minimum is negotiable at our discretion and we may impose minimum annual advisory fees.

The client is responsible for notifying the Financial Advisor when there is any change in financial circumstances, investment time horizon, investment objectives or other information that affects the Investment Policy Statement.

Methods of Analysis, Investment Strategies and Risk of Loss

CB&H Wealth Management will help clients identify a strategic asset allocation that is consistent with the client's investment objectives, risk tolerance, and time horizon. An appropriate asset allocation is determined by the Financial Advisor through a series of meetings with the client to fully understand the client's financial situation. In addition, allocation strategies consisting of various approved mutual funds are approved by CB&H Wealth Management's Investment Committee. All mutual funds recommended to clients are approved by the Investment Committee. Depending on the client's needs, we occasionally identify investment grade bonds for the account.

Before selecting a mutual fund for use in clients' portfolios, the Investment Committee screens funds utilizing risk and return parameters as well as other key data points including:

- The fund's management team;
- The fund's historical risk and return characteristics;
- The fund's exposure to sectors and individual issuers;
- The fund's fee structure; and
- Any other factors considered relevant.

If the Investment Committee determines that an investment is no longer in clients' best interests a mutual fund will be removed from the client portfolios.

Risk of Loss

Investing in securities involves risks of loss that clients should be prepared to bear. Performance could be hurt by a number of different factors including but not limited to:

All investments present the risk of loss of principal. We cannot give any guarantee that a client will achieve the stated investment objectives. The value of a client's investment could decline and be worth less than the principle initially invested. In addition, mutual funds are not insured or guaranteed by an agency of the U.S. government.

Investing in mutual funds and third party investment advisors generate multiple levels of fees and expenses. By investing in mutual funds a client will pay management fees to us and the mutual fund. Thus, the client may be subject to higher management fees.

Market Risk. The return on and value of an investment in each account will fluctuate in response to stock market movements. Mutual funds invest in common stocks and other securities which are in turn subject to market risks, such as a rapid increase or decrease in a security's value or liquidity, and fluctuations in price due to earnings, economic conditions and other factors beyond our control. A company's share price may decline if a company does not perform as expected, if it is not well managed, if there is a decreased demand for its products or services, or during periods of economic uncertainty or stock market turbulence, among other conditions. At times, the stock markets can be volatile and stock prices can change dramatically.

Investment Style and Management Risk. Our method of security selection may not be successful and each account may underperform relative to other advisors that employ similar investment strategies.

Disciplinary Information

CB&H Wealth Management and its employees have not been involved in any legal or disciplinary events in the past 10 years that would be material to a client's evaluation of the Firm or its personnel.

Other Financial Industry Activities and Affiliations

Cherry, Bekaert & Holland, L.L.P. ("CB&H") - We are a wholly owned subsidiary of CB&H, a firm engaged in the practice of public accounting. We do not believe the relationship between us and CB&H presents any material conflicts of interest, however clients of the accounting firm who are in need of investment management services may be referred to us. We do not compensate the accounting firm for any client referrals.

Purshe Kaplan Sterling Investments ("PKS") – PKS is a FINRA registered broker dealer. We have employees who are registered representatives of PKS and are eligible to receive commissions for selling security products to investors. Employees cannot earn a commission from an advisory client unless the amount of the commission has been fully disclosed to the client in writing. In certain instances, clients will pay advisory fees on assets that are used to purchase brokerage products. Depending on the timing of the recommendation to purchase the brokerage product, the advisory fee and commission could be charged in the same quarter. CB&H Wealth Management and PKS are not affiliated companies.

Insurance Agency. In addition to being a registered investment adviser, we are also a licensed insurance agency in certain states that we conduct business. We have employees who are licensed as insurance agents and are eligible to receive commissions for selling insurance products to clients. Employees cannot earn a commission from an advisory client unless the amount of the commission has been fully disclosed to the client in writing. In addition, the client is under no obligation to purchase insurance products through us.

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

CB&H Wealth Management has adopted a Code of Ethics (the “Code”) expressing the Firm’s commitment to ethical conduct. The Code is designed to, among other things, ensure that employees comply with applicable federal securities laws and that decisions about the best interests of our clients will not be compromised or appear to be compromised by the personal interests of any employee. The Code requires that certain personal securities transactions of employees be reported on a quarterly basis to the Chief Compliance Officer and that any transactions in initial public offerings or private placements be pre-approved. CB&H Wealth Management employees are permitted to invest in the same securities recommended for clients. However, based on the fact that we primarily recommend open-end mutual funds, which trade once per day, the risk of front-running client accounts is not applicable.

CB&H Wealth Management will provide a copy of its Code of Ethics to any client or prospective client upon request and may be requested by calling the number on the cover of this brochure.

Brokerage Practices

When managing client accounts we generally recommend that clients arrange for their assets to be held with Charles Schwab & Co., Inc. (“Schwab”). Schwab generally does not charge clients separately for custody services but is compensated by charging commissions or other fees on trades that it executes or that settle into the Schwab account. For information on commissions and other fees charged by Schwab, please see Schwab’s account application.

Schwab makes available to both CB&H Wealth Management and our clients, various support services. Some of those services provided to CB&H Wealth Management help us manage or administer our clients’ accounts while others help us manage and grow our business. Schwab’s support services are generally available on an unsolicited basis (we don’t have to request them) and at no charge to us. The availability of Schwab’s products and services is not based on us giving particular investment advice, such as buying particular securities for our clients.

Services that Benefit Clients. Schwab’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 Schwab include some to which we might not otherwise

have access or that would require a significantly higher minimum initial investment by our clients. Schwab's services described in this paragraph generally benefit clients and their accounts.

Services that May Not Directly Benefit Clients. Schwab also makes available to us other products and services that benefit us but may not directly benefit clients or their accounts. These products and services assist us in managing and administering clients' accounts. They include investment research, both Schwab's own and that of third parties. We may use this research to service all or some substantial number of our clients' accounts, including accounts not maintained at Schwab. In addition to investment research, Schwab also makes available software and other technology that:

- provide access to client account data (such as duplicate trade confirmations and account statements);
- provide pricing and other market data;
- facilitate payment of our fees from our clients' accounts; and
- assist with back-office functions, recordkeeping and client reporting.

Services that Generally Benefit Only Us. Schwab 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; and
- publications and conferences on practice management and business succession.

Schwab may provide some of these services itself. In other cases, it will arrange for third-party vendors to provide the services to us. Schwab may also discount or waive its fees for some of these services or pay all or a part of a third party's fees. Schwab may also provide us with other benefits such as occasional business entertainment of our personnel. All of the benefits highlighted do not depend on the amount of transactions directed by the Company to Schwab.

While CB&H Wealth Management has the ability to use other brokers to place trades, all trades will be placed through Schwab since it also serves as the custodian. Anytime the Company places trades with other brokers, Schwab charges clients trade-away fees and the Company believes these fees outweigh any benefits when placing trades with other brokers.

Certain client accounts are not custodied at Schwab. For these accounts, trades are generally placed directly with the client's custodian. As these accounts are often employer sponsored plans, this is usually a requirement of the plan and the plan's Third Party Administrator.

Directed Brokerage. Clients may direct us to use particular brokers for executing transactions. Clients who direct us to use particular brokers may pay higher transaction fees and or commissions than those that do not. We reserve the right to decline acceptance of any client account that directs the use of a broker dealer other than Schwab, if we believe that the broker-dealer would adversely affect our fiduciary duty to the client and or the ability to effectively service the client portfolio.

Aggregate Trading. Since we primarily invest in mutual funds we do not aggregate trades when buying or selling the same mutual fund across client accounts. Instead individual orders are communicated directly to the broker dealer, e.g. Schwab, and all clients receive the same closing price. Any bonds purchased in a client's account will be executed on an individual basis and will not be aggregated with other client transactions.

Review of Accounts

A Financial Advisor is assigned to each portfolio and portfolios are continually monitored but more formally annually. The review process includes but is not limited to the following:

- Assessing client goals and objectives;
- Reviewing client's financial situation;
- Evaluating the employed strategy;
- Monitoring the performance and asset class exposures; and
- Addressing the need to rebalance to portfolio.

Performance reports are provided upon request and custodial statements are provided by the custodian no less than quarterly.

Client Referrals and Other Compensation

We compensate third parties for client referrals (the "Solicitor"). The Solicitor's primary role is to introduce us to prospective clients ("Solicited Client"). For each Solicited Client referred to us, the Solicitor receives a percentage of all investment management fees we collect. At the time of the solicitation the Solicitor is required to provide a written solicitor disclosure statement. The statement will disclose many items including the amount of compensation the Solicitor will receive.

Custody

All Client assets are held in custody by unaffiliated broker dealers, however a registered investment adviser that can debit accounts to collect fees is considered to have custody. Rule 206(4)-2 imposes a number of requirements on an SEC-registered investment adviser that is deemed to have custody of its clients' funds and securities.

To comply with Rule 206(4)-2 and to provide meaningful protection to our clients' accounts, the account custodians send statements directly to the account owners on at least a quarterly basis. Clients should carefully review these statements, and should compare these statements to any account information provided by us. Any fees we deduct from the account will appear on the client's custodial statement.

Investment Discretion

Discretionary authority generally allows us to execute and make the following determinations about securities transactions without obtaining the clients consent: (1) which securities are bought and sold for the account; and (2) the total amount of securities to be bought and sold. Our authority in making investment related decisions may be limited by account guidelines, investment objectives and trading restrictions, as agreed between the client and CB&H Wealth Management. The client will sign an Investment Advisory Agreement which gives us the power to direct trades in their account(s).

Voting Client Securities

As a matter of firm policy and practice, we do not exercise proxy-voting authority. The obligation to vote proxies shall at all-times rest with the client. The client may contact us with questions about voting proxies. Clients will receive applicable proxies directly from the custodian.

Financial Information

CB&H Wealth Management is not aware of any financial condition that impairs its ability to meet contractual commitments to our clients and has not been the subject of any bankruptcy proceedings.