

DISCLOSURE BROCHURE

(FORM ADV: PART II)

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This brochure provides information about the qualifications and business practices of J.E. Wilson Advisors, LLC. If you have any questions about the contents of this brochure, please contact us at: (803) 799-9203, or by email at: Kstokes@jewilson.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 J.E. Wilson Advisors, LLC also is available on the SEC's website at www.adviserinfo.sec.gov

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Please retain a copy of this brochure for your records.

J.E. Wilson Advisors, LLC

MARCH 2011

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This brochure provides prospective clients with information about J.E. Wilson Advisors, LLC ("JEW/A") that should be considered before or at the time of obtaining advisory services from JEW/A. This information has not been approved or verified by any governmental authority. Please be advised that JEW/A will not assign its duties to you to any other party without your consent.

Advisory Business

Firm Description

J.E. Wilson Advisors, LLC ("JEW/A"), founded in 1982 by James E. Wilson, CFP® is an investment adviser and the oldest South Carolina fee-only financial planning firm that provides a variety of goal-planning and investment advisory services to clients. JEW/A's primary service is providing comprehensive wealth management, including managing client portfolios on behalf of clients who grant JEW/A investment discretionary authority. JEW/A provides independent, fee-only, and fiduciary counsel to clients.

Principal Owner

JEW/A has been independently owned and operated since it was founded in 1982. JEW/A is solely owned by its founder, James E. Wilson, CFP®.

Types of Advisory Services

JEW/A provides financial planning and investment management services to clients through either its Wealth Rx® trademarked financial planning process designed for individuals or Retirement Rx™ planning process designed for fiduciary accounts .



Wealth Rx® is an integrative wealth planning process that seeks to customize financial decisions according to client needs/goals. The process includes establishing client priorities, client time horizon, and appropriate risk levels, while developing strategies to assist in analyzing and improving client positions and their future success. JEW/A assists in the coordination and implementation of these decisions, managing client investment portfolios, and offers estate tax, income tax, and insurance review/planning in the Wealth Rx® process. Under the Wealth Rx® agreement, clients also receive periodic reviews of wealth planning issues, updates of net worth summaries and financial planning analyses.



Retirement Rx™ is a planning process designed specifically for fiduciary accounts. JEW/A will prepare written investment policy statements, provide continuous fiduciary counsel, manage client's portfolio in accordance with quarterly reporting format, and meet as needed with plan trustees and participants.

General. All clients and entities seeking to begin a financial planning and investment management relationship with JEW/A are required to sign a Client Agreement. The Client Agreement establishes the fiduciary relationship between JEW/A and the client. In addition, JEW/A and client will establish the client's investment goals in an "Investment Policy Statement" approved by client. The Investment Policy Statement details the investment process of JEW/A and serves as our framework for investing. Clients may establish restrictions on investing in certain types of securities in the Investment Policy Statement.

Client Assets Under Management

Assets managed by JEW/A as of December 31, 2010 are as follows:

- a. Discretionary: \$104,600,000
- b. Non-Discretionary: \$480,000

Fees and Compensation

Description

JEW/A is a **fee-only** financial planning firm, only charging fees based on client assets that we advise, not determining fees by investment performance or gains. Annual fees can be fixed and/or a percentage of assets under management. Annual fee percentages are based on total assets under management and fees are reduced as assets increase. Effective as of the date of this brochure, the maximum asset management fee under JEW/A's standard fee schedule is 0.80% of total assets under management. JEW/A has charged higher fees in the past and reserves the right to negotiate different fees in the future from its standard fee schedule.

JEW/A does not receive any fees that are commission-based (such as sales charges, brokerage commissions or 12b-1 fees from mutual funds) or performance-based.

JEW/A's standard form of Client Agreement authorizes us to automatically deduct advisory fees directly from client's account on a quarterly basis. The Client Agreement also provides that we may increase our fees in advance with prior written notice to, but without express consent of, clients; provided that the client has the right to terminate the advisory agreement before the increased fee takes effect.

We offer Wealth Rx® client agreements for individuals and Retirement Rx™ client agreements for groups, both based on a percentage of assets under management. JEW/A's standard fee schedules are displayed below (on a per annum basis):



Annual Fee: \$3,000 Plus:

<u>Assets Under Management</u>	<u>Annual Fee</u>
• Up to \$3 Million	0.80%
• \$3 Million - \$5 Million	0.60%
• \$5Million- \$10 Million	0.40%
• Over \$10 Million	0.30%
Minimum Annual Fee:	\$12,000



<u>Assets Under Management</u>	<u>Annual Fee</u>
• Up to \$3 Million	0.90%
• \$3 Million - \$5 Million	0.70%
• \$5Million- \$10 Million	0.50%
• Over \$10 Million	0.40%
Minimum Annual Fee:	\$15,000

Fee Billing

Fees are billed quarterly in advance, based the annual fee and the assets under management as of the date an account is opened and, thereafter, generally as of the last business day of the prior calendar

quarter (although another business day close to the end of the quarter may be selected by JEW/A as the valuation date in its discretion). Client will receive directly from its custodian monthly account statements that indicate all fees deducted from the account. Client's custodian and executing broker-dealers charge custodial and transaction fees to execute transactions. These fees are not determined by, or paid in any part to, JEW/A. Fees are generally non-negotiable but may be waived in certain circumstances. It is the Client's responsibility to review fee calculations, as Client's custodian will not.

Other Fees & Expense Ratios

JEW/A's philosophy is to design a structured diversified client portfolio comprised of institutional mutual funds with low expense ratios. As of December 31, 2010, mutual funds included in a typical client portfolio had a weighted average expense ratio of approximately 0.4% or less per annum. This will vary based on client goals and actual trading costs. We do not recommend any mutual funds with "loads" or sales charges attached to the fund. The client will incur fees and expenses of acquired funds, and transaction costs for mutual fund purchases and sales. Please refer to *Brokerage Practices (Page 8)*.

Termination of Advisory Agreement

Upon termination of the Client Advisory Agreement by either party upon 45 days written notice to the other party, a pro rate portion of all advisory fees that were paid but not yet earned as of the date of termination will be refunded to the client promptly.

Performance-Based Fees

JEW/A does not receive any performance-based fees.

Types of Clients

We provide financial planning, advisory services and investment management to individuals and institutional clients such as pension or profit sharing plans, trusts, estates, and charitable organizations. We specialize in providing counsel for physicians and physician group retirement plans. However, a proper client fit involves many factors outside of occupation alone. JEW/A does not have a minimum account size, although we charge a minimum annual fee as set as described above under *Fees and Compensation (Pg. 3)*.

Methods of Analysis

JEW/A employs a wide range of methods to manage portfolios and evaluate investments. JEW/A uses academic research when making investment decisions. JEW/A primarily utilizes an investment approach based on Modern Portfolio Theory. Modern Portfolio Theory refers to the process of reducing risk in a portfolio through systematic diversification across asset classes and within those particular asset classes. JEW/A adheres to the passive style of investing and, thus, recommends indexed and passive mutual funds. JEW/A generally does not recommend individual stocks or bonds in its asset allocation strategies and portfolio recommendations to clients. Keeping client's investment fees, expenses and taxes under control are a top priority in JEW/A's investment strategy.

JEW/A analyzes mutual funds recommended to clients based on a fund's total operating expense ratio, portfolio turnover, investment objective and investment restrictions and limitations. JEW/A typically recommends that clients invest in no-load funds advised by Dimensional Fund Advisors (DFA) that have low operating expenses, low portfolio turnover, below average capital gains distributions and a fundamental investment objective of investing primarily in a particular asset class. DFA funds generally are available for investment only by clients of registered investment advisors, and all investments are subject to approval of the advisor. This means that you may not be able to make additional investments

in DFA funds if you terminate your agreement with JEW/A, except through another adviser authorized by DFA.

We believe in diversified asset class exposure obtained primarily through a diversified mix of low cost mutual funds that represent desired asset classes. Mutual funds and exchange-traded funds (ETFs) recommended by JEW/A typically invest in some or all of the following types of securities:

- U.S. Stocks of any market capitalization
- Foreign Stocks, including Emerging Markets
- Investment Grade Fixed Income Securities
- Non-Investment Grade Fixed Income Securities
- U.S. Government and Government Agency Securities
- Real Estate Investment Trusts (Domestic and Foreign)

Principal Investment Strategies

Asset allocation models and specific funds recommended to clients typically are set forth in the client Investment Policy Statement. JEW/A primarily recommends low cost mutual funds for the reason that mutual funds can provide a diversified portfolio that is designed to limit the impact of large fluctuations in values of individual stocks and bonds. Mutual funds do not offer protection from market volatility. At times, different funds may be recommended to improve current client portfolios. Upon the request of a client, JEW/A may provide a limited review of client assets for which we do not have discretionary authority in the context of the overall plan. JEW/A invests for the long-term and does not engage in market timing.

JEW/A generally does not recommend individual stocks or bonds, but certain exceptions may be made in cases where the stocks were obtained before becoming a client or are requested by the client. We monitor individual stock exposure in the overall portfolio.

We may give advice and take action with respect to other clients that is different from the advice, timing, and nature of action taken with respect to your account. Timing, allocation, and types of investments are determined as part of each client's overall financial plan.

Principal Risks

JEW/A's primary goal for investing is to help the client maintain purchasing power over the long term. This may result in short term variability and loss of principal. Time horizon and need for risk are key determinates of the proper asset allocation. Our approach focuses on taking appropriate risks for which clients are compensated (i.e. market risk) and seeking to limit or eliminate risks that do not provide compensation over the long term (i.e. individual stock risk).

Investing in securities involves risk of loss that clients should be prepared to bear. JEW/A cannot guarantee that it will achieve a client's investment objective. Client's returns will fluctuate, and you may lose money by investing in the Fund. Below are some more specific risks of investing:

- **Market Risk.** The prices of securities held by mutual funds in which clients invest may decline in response to certain events taking place around the world, including those directly involving the companies whose securities are owned by the Fund; conditions affecting the general economy; overall market changes; local, regional or global political, social or economic instability; and currency, interest rate and commodity price fluctuations. Investors should have a long-term perspective and be able to tolerate potentially sharp declines in market value.

- **Management Risk.** The advisor's investment approach may fail to produce the intended results. If the advisor's perception of the performance of a specific asset class or fund is not realized in the expected time frame, the overall performance of client's portfolio may suffer.
- **Equity Risk.** Equity securities tend to be more volatile than other investment choices. The value of an individual mutual fund or ETF can be more volatile than the market as a whole. This volatility affects the value of the client's overall portfolio. Small- and mid-cap companies are subject to additional risks. Smaller companies may experience greater volatility, higher failure rates, more limited markets, product lines, financial resources, and less management experience than larger companies. Smaller companies may also have a lower trading volume, which may disproportionately affect their market price, tending to make them fall more in response to selling pressure than is the case with larger companies.
- **Fixed Income Risk.** The issuer of a fixed income security may not be able to make interest and principal payments when due. Generally, the lower the credit rating of a security, the greater the risk that the issuer will default on its obligation. If a rating agency gives a debt security a lower rating, the value of the debt security will decline because investors will demand a higher rate of return. As nominal interest rates rise, the value of fixed income securities held by the Fund is likely to decrease. A nominal interest rate is the sum of a real interest rate and an expected inflation rate.
- **Investment Companies Risk.** When a client invests in open end mutual funds or ETFs, the client indirectly bears its proportionate share of any fees and expenses payable directly by those funds. Therefore, the client will incur higher expenses, many of which may be duplicative. In addition, the client's overall portfolio may be affected by losses of an underlying fund and the level of risk arising from the investment practices of an underlying fund (such as the use of derivatives). ETFs are also subject to the following risks: (i) an ETF's shares may trade at a market price that is above or below their net asset value; (ii) the ETF may employ an investment strategy that utilizes high leverage ratios; or (iii) trading of an ETF's shares may be halted if the listing exchange's officials deem such action appropriate, the shares are de-listed from the exchange, or the activation of market-wide "circuit breakers" (which are tied to large decreases in stock prices) halts stock trading generally. JEW/A has no control over the risks taken by the underlying funds in which client invests.
- **REIT Risk.** To the extent that a client invests in REITs, it is subject to risks generally associated with investing in real estate, such as (i) possible declines in the value of real estate, (ii) adverse general and local economic conditions, (iii) possible lack of availability of mortgage funds, (iv) changes in interest rates, and (v) environmental problems. In addition, REITs are subject to certain other risks related specifically to their structure and focus such as: dependency upon management skills; limited diversification; the risks of locating and managing financing for projects; heavy cash flow dependency; possible default by borrowers; the costs and potential losses of self-liquidation of one or more holdings; the possibility of failing to maintain exemptions from securities registration; and, in many cases, relatively small market capitalization, which may result in less market liquidity and greater price volatility.
- **Foreign Securities Risk.** Funds in which clients invest may invest in foreign securities. Foreign securities are subject to additional risks not typically associated with investments in domestic securities. These risks may include, among others, currency risk, country risks (political, diplomatic, regional conflicts, terrorism, war, social and economic instability, currency devaluations and policies that have the effect of limiting or restricting foreign investment or the movement of assets), different trading practices, less government supervision, less publicly available information, limited trading markets and greater volatility. To the extent that underlying funds invest in issuers located in emerging markets, the risk may be heightened by political changes, changes in taxation, or currency controls that could adversely affect the values

of these investments. Emerging markets have been more volatile than the markets of developed countries with more mature economies.

Disciplinary Information

JEW/A and its principals have no disciplinary history or infractions.

Other Financial Industry Activities and Affiliations

JEW/A's sole business and source of income is providing financial planning and investment management. JEW/A does not take part in any other type of business.

JEW/A is not owned or controlled by, or under common control with, any other company. We have no obligation to use a particular broker/dealer, vendor, or investment product.

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

Code of Ethics

JEW/A strives to maintain a responsible and ethical way of business. All employees are bound to abide by the ethics standards set forth in our policy and handbook, adopted pursuant to the Investment Advisers Act of 1940. Employees are responsible for reporting their personal securities transactions regularly and reviewing the Code of Ethics at least annually. A copy of the Code of Ethics is available to all clients upon request.

Employees of JEW/A who have obtained the Certified Financial Planner (CFP®) designation are bound by the CFP Board's *Standards of Professional conduct*, which outline ethical and practice standards for CFP professionals. On behalf of JEW/A, only our employees with a CFP designation and bachelor's degree in relative fields are authorized to give advice to clients.

Participation or Interest in Client Transactions

JEW/A generally does not recommend investments to clients in which JEW/A or any of its principals has a financial interest. If any such investment were proposed, the principal would be required to disclose any participation or interest in the transaction to the client and to obtain the approval of JEW/A's Chief Compliance Officer in advance.

Personal Trading

JEW/A employees are subject to the firm's Code of Ethics and must report their personal securities transactions to our Chief Compliance Officer for review on a regular basis to the extent required under the Investment Advisers Act of 1940. JEW/A investment adviser representatives may buy or sell shares of mutual funds that they also recommend to clients. JEW/A has adopted an Insider Trading Policy that prohibits its investment advisory representatives from trading on material non-public information.

Brokerage Practices

Recommending Brokerage Firms

JEW/A currently recommends TD Ameritrade, an independent registered broker-dealer, as custodian and broker-dealer for most client accounts. We recommend TD Ameritrade based on its low fund transaction fees, execution capabilities, financial stability, good administrative capability, accurate communications/ settlement processing, and corporate culture. TD Ameritrade charges each client a commission or fee to execute transactions. TD Ameritrade, not JEW/A, determines the commission rate

and fees charged to clients and, while JEW/A believes the commissions and fees charged by TD Ameritrade are competitive, transactions may not always be executed at the lowest available commission rate.

Although JEW/A routinely requests that clients direct JEW/A to execute all transactions through TD Ameritrade, clients may direct the use of another qualified custodian and broker-dealer. If a client selects a custodian other than TD Ameritrade, an additional fee may be charged by JEW/A to the client to offset the increased administrative expenses.

Best Execution

As a fiduciary, JEW/A has an obligation to obtain best execution of advisory clients' transactions under the circumstances of the particular transaction. JEW/A seeks to execute client transactions in such a manner that the client's total cost or proceeds in each transaction is the most favorable under the circumstances. JEW/A has evaluated the full range of brokerage services offered by TD Ameritrade and considers TD Ameritrade to have reliable execution capabilities, compared to other comparable brokers. Based on these factors, JEW/A believes that TD Ameritrade provides the best price and execution to its clients compared to other broker-dealers that offer institutional advisory platforms. If client establishes a brokerage/custodial account with TD Ameritrade, then JEW/A will place all orders pursuant to its investment determinations on behalf of client's portfolio through TD Ameritrade, even though client potentially could obtain a more favorable net price and execution from another broker-dealer in particular transactions or from a discount broker in general. While we believe TD Ameritrade's transaction rates to be competitive, transactions may not always be executed at the lowest available commission rate.

Soft Dollars

JEW/A does not enter into so-called "soft dollar arrangements," where an adviser directs client commissions to a broker-dealer that provides research and brokerage services to the adviser.

TD Ameritrade offers an institutional trading platform to advisers. As an adviser, JEW/A receives certain benefits from TD Ameritrade, including receipt of duplicate client confirmations and bundled duplicate statements; ability to have investment advisory fees deducted directly from client accounts; access, for a fee, to an electronic communication network for client order entry and account information; and discounts on services offered by the broker-dealer and its affiliates.

Order Aggregation

JEW/A typically recommends mutual funds, which are purchased and sold for a transaction fee charged by the client's executing broker-dealer. JEW/A does not "block" or aggregate client trades, because the trades are executed for a flat fee per fund trade basis and blocking client trades would not result in the reduction of such fees.

Review of Accounts

Periodic Reviews

Periodically, JEW/A reviews client accounts for adherence to the portfolio's asset allocation strategy, and executes changes in accounts as deemed necessary by JEW/A. The nature and frequency of account reviews varies. The client's written Investment Policy Statement is reviewed periodically upon changes in client's goals and/or resources. In addition to periodic reviews, a large deposit or withdrawal may also prompt a review of a client portfolio. Our philosophy is to maintain the desired portfolio within an acceptable asset allocation range, while respecting the costs associated with trading.

Regular Reports

JEW/A provides quarterly performance reports to clients for each portfolio. These reports generally contain, but are not limited to, portfolio performance versus benchmarks for the prior quarter, one year and since inception periods, list of current portfolio holding and asset allocation weights. Performance reports typically are reviewed by James Wilson CFP®.

Client Referrals and Other Compensation

Incoming Referrals

JEW/A encourages and promotes referral of clients to our advisory firm. We do not, but may in the future, compensate people or firms for providing referrals.

Referrals of Other Professionals

JEW/A will refer clients to other outside firms in an event that is necessary, decided by the specific needs of the client. For example, JEW/A may refer clients to legal counsel, accountants and insurance agents. It is possible that these referrals may, in turn, make referrals of their clients seeking investment advice to JEW/A. JEW/A emphasizes a “team approach” when providing investment advisory services to its clients. If requested by a client, or if JEW/A believes legal or accounting services are required and in the best interests of a client’s financial plan, JEW/A will recommend an independent attorney or accountant.

JEW/A does not pay for client referrals or enter into arrangements with other professionals for client referrals. However, JEW/A may have a conflict of interest in making these recommendations because it may receive referrals from professionals that it has recommended to clients. JEW/A will refer other professionals to its clients only when the services provided by the professional best suit the client’s needs.

Other Compensation

JEW/A does not receive sales charges, commissions, service fees, 12b-1 fees or other compensation from a non-client in connection with providing investment advice to a client.

Custody

Account Statements

TD Ameritrade is the recommended custodian for accounts managed by JEW/A. JEW/A does not maintain custody of client funds or securities. All checks deposited into client’s custodial accounts must be made payable to either the account name or custodian. Clients will receive monthly account statements from their custodian. Clients should review their account statements carefully.

Performance reports are sent to all clients by JEW/A on a quarterly basis. Clients are encouraged to compare JEW/A performance reports with TD Ameritrade custodial statements and to promptly report any issues.

Investment Discretion

Discretionary Authority for Trading

JEW/A will assist clients in opening an account with an independent custodian or broker-dealer or directly with a mutual fund company. Clients typically grant JEW/A discretionary authority over the client’s account to determine the securities to be bought and sold, to place trades, to negotiate transactions costs on their behalf, where possible, and periodically to rebalance the client’s account

back to the recommended allocation. JEW/A has no obligation to supervise or direct investments held in client accounts that were not recommended, or that are not subject to review, by JEW/A for a fee.

Limited Power of Attorney

Clients are required to grant a “Limited Power of Attorney” to JEW/A over client’s custodial account for purposes of trading and fee deduction. The client grants this authority in the brokerage account application.

Trade Errors

Trades are reviewed by James Wilson, CEO, to ensure that trade execution is consistent with instructions given to the executing broker-dealer by JEW/A. On occasion, an error may be made in placing a trade. For example, a security may be erroneously purchased (instead of sold) or the wrong number of shares may be purchased (or sold). In these situations, JEW/A seeks to rectify the error by placing the client account in the same position as it would have been had there been no error. The client recognizes no net gain or loss due to the transaction error. The client will be made whole as soon as possible upon discovery of the error and all errors will be reviewed and documented accordingly. JEW/A retains net gains and net losses.

Voting Client Securities

JEW/A currently does not exercise proxy-voting authority over securities held in clients’ account. JEW/A does not receive any proxy voting materials on behalf of any clients. All proxy materials are sent directly to the client by the custodian of the account. Clients are responsible for voting proxies of securities held in their investment portfolios at their own expense. Clients may contact JEW/A with any questions about a mutual fund proxy solicitation at the address on the cover page.

Financial Information

JEW/A is not aware of any financial condition that is reasonably likely to impair our ability to meet contractual commitments to clients.