



701 Colorado Avenue, Stuart, FL 34994

772-600-0084

FIRM BROCHURE

ITEM 1 - Cover Page –March 7, 2014

This Brochure provides information about the qualifications and business practices of Strategic Wealth Management, hereinafter referred to as "Advisor". If you have any questions about the contents of this Brochure, please contact us at 772-600-0084 and/or email address: kmartin@swmrg.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.

Strategic Wealth Management is a registered investment adviser. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information about which you determine to hire or retain an Adviser.

Additional information about Strategic Wealth Management also is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 – Material Changes

As of the date of this Brochure, Strategic Wealth Management Group, Inc. will be registered with the Securities and Exchange Commission (“SEC”), rather than the State of Florida Office of Financial Regulation. This is due to our level of Assets Under Management, as Registered Investment Advisors with above \$100 million of Assets Under Management are subject to SEC, rather than State, regulation and oversight.

We will ensure that you receive a summary of any materials changes to this and subsequent Brochures within 120 days of the close of our business’ fiscal year. We may further provide other ongoing disclosure information about material changes as necessary.

We will further provide you with a new Brochure as necessary based on changes or new information, at any time, without charge.

Currently, our Brochure may be requested by contacting Kimberly Ann Martin, President and Chief Compliance Officer at 772-600-0084 or kmartin@swmrg.com. Our Brochure is also available on our website at www.rgcncpa.com and on the SEC’s website at www.adviserinfo.sec.gov, also free of charge.

Additional information about Strategic Wealth Management 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 Strategic Wealth Management who are registered, or are required to be registered, as investment adviser representatives of Strategic Wealth Management.

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Item 4 – Advisory Business

Strategic Wealth Management Group, Inc. (SWMG) was founded in 1995. Based in Stuart, FL, SWMG is a Securities and Exchange Commission (“SEC”) Registered Investment Advisor and subject to SEC rules and regulations. SWMG charges fees for financial planning and investment advice. The individual owners are Stephen Roegiers, Gene Goldin, Amy Chappel, and Scott Nall.

We offer discretionary investment management and financial planning services. In order for us to provide a solid financial plan, we examine your current situation by gathering your data and develop your financial goals. We begin by building on understanding of your resources, your time horizon and the level of risk that is appropriate to your situation. Then after implementing your financial plan, we continue to measure your progress towards the financial goals established.

We assemble a diversified portfolio of no-load or 12b-1 fee mutual funds, specifically to meet your individual objectives. Then we implement a time-line to monitor and rebalance the portfolio regularly to ensure it remains consistent with your investment goals.

You may impose restrictions on the types of securities or specific securities in your account only in unique circumstances by submitting written instructions to the President, Kimberly Martin.

We do not participate in any wrap fee programs. We provide a quarterly newsletter to clients.

As of February 11, 2014, we managed approximately \$105,000,000 in client assets on a discretionary basis, and no assets on a non-discretionary basis.

Item 5 – Fees and Compensation

We provide a quarterly newsletter at no charge for our clients.

Initial Fee - To develop investment policy and target asset allocation is at no charge

- 1.0% of assets under management up to \$250,000
- .75% of assets under management in excess of \$250,000 but less than \$1 million
- .50% of assets under management in excess of \$1 million

All fees are subject to negotiation.

The specific manner in which fees are charged by Strategic Wealth Management is established in a client's written agreement with Strategic Wealth Management.

SWMG provides billing on a quarterly basis in advance for fees. Clients may also elect to be billed directly for fees or to authorize direct debit from client accounts, with written authorization. Management fees shall [or shall not] be prorated for each capital contribution and withdrawal made during the applicable calendar quarter (with the exception of de minimis contributions and withdrawals). Accounts initiated or terminated during a calendar quarter will be charged a prorated fee. Upon termination of any account, any prepaid, unearned fees will be promptly refunded, and any earned, unpaid fees will be due and payable.

SWMG or its Investment Advisor Representatives ("IARs") do not receive compensation or asset-based sales charges, fees from the sale of mutual funds, securities, therefore, this presents no conflict of interest or incentive to recommend investment products based on compensation. The firm primarily recommends "no-load" mutual funds.

SWMG advises that clients have the option to purchase investment products recommended through other brokers or agents who are not affiliated with SWMG. Clients may incur certain charges imposed by custodians, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions.

SWMG's Investment Advisor Representatives also provide Financial Planning advice as needed basis. The hourly fee is up to \$150 and the client will be invoiced after the consultations.

Item 12 further describes the factors that Strategic Wealth Management considers in selecting or recommending broker-dealers for *client* transactions and determining the reasonableness of their compensation (*e.g.*, commissions).

Item 6 – Performance-Based Fees and Side-By-Side Management

Strategic Wealth Management does not charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client).

Item 7 – Types of Clients

Strategic Wealth Management provides portfolio management services to individuals, high net worth individuals and profit-sharing plans. Our minimum account size is \$250,000 and we may make an occasional exception to this policy.

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

For growth in equity exposure, we design the Portfolio to purchase a broad and diverse range of US securities with an increased exposure to small cap stocks and those it considers value (low-priced) stocks relative to the equity market universe. The universe is comprised of companies listed on the New York Stock Exchange, American Stock Exchange and NASDAQ National Market System. The Portfolio places a greater emphasis on small cap and value stocks.

For fixed income exposure, we employ Investment Grade bond funds, as well as Investment Grade individual bonds from the U. S. Treasury, major U.S. Corporations, Municipalities, and Government Agencies.

We also focus on maintaining costs as low as possible and efficiently managing portfolio turnover. The Advisor believes that equity investing should involve a long-term view and a systematic focus on sources of expected returns, not on stock picking or market timing.

The investment portfolio we design to determine the ratio of equities and fixed income is reviewed and approved with you. A copy of your model portfolio (IPS) investment policy statement becomes part of your client profile and is updated on a need be basis.

Risks of Investing

Our objective is to minimize risk by building a broadly diversified universe of eligible securities with precisely-defined risk and return characteristics. There are always risks in investing, and involves risk of loss that clients should be prepared to bear. Investing should involve a long term view and systematic focus on sources of expected returns, not on stock picking or market timing. We do not intend to purchase or sell securities based on prospects for the economy or the equity markets. Following are some of the inherent risks all investors are subject to experience randomly.

Market Risk: Even a long-term investment approach cannot guarantee a profit. Economic, political, and issuer specific events will cause the value of securities owned by the Fund

Portfolio to rise or fall. Because the value of your investment in the Portfolio will fluctuate, there is the risk that you will lose money.

Small Company Risk: Securities of small companies are often less liquid than those of large companies and this could make it difficult to sell a small company security at a desired time or price. As a result, small company stocks may fluctuate relatively more in price. In general, smaller capitalization companies are also more vulnerable than larger companies to adverse business or economic developments and they may have more limited resources.

Value Investment Risk: Value stocks may perform differently from the market as a whole and following a value oriented investment strategy may cause the Portfolio to at times underperform equity funds that use other investment strategies.

Foreign Securities Risk: Foreign securities prices may decline or fluctuate because of: (a) economic or political actions of foreign governments, and/or (b) less regulated or liquid securities markets. Investors holding these securities are also exposed to foreign currency risk (the possibility that foreign currency will fluctuate in value against the U.S. dollar). The fund portfolios do not hedge foreign currency risk.

Interest Rate Risk: Fixed income securities are subject to interest rate risk because the prices of fixed income securities tend to move in the opposite direction of interest rates. When interest rates rise, fixed income security prices fall. When interest rates fall, fixed income security prices rise. In general, fixed income securities with longer maturities are more sensitive to these price changes.

Credit Risk: Credit risk is the risk that the issuer of a security may be unable to make interest payments and/or repay principal when due. A downgrade to an issuer's credit rating or a perceived change in an issuer's financial strength may affect a security's value, and thus, impact the funds portfolio's performance.

Income Risk: Income risk is the risk that falling interest rates will cause the Fund's income Portfolio's income to decline.

Securities Lending: Securities lending involves the risk that the borrower may fail to return the securities in a timely manner or at all. As a result, the Fund Portfolio may lose money and there may be a delay in recovering the loaned securities. The Fund Portfolio could also lose money if it does not recover the securities and/or the value of the collateral falls, including the value of investments made with cash collateral. Securities lending also may have certain potential adverse tax consequences.

Item 9 – Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of Strategic Wealth Management or the integrity of Strategic Wealth Management's management.

Strategic Wealth Management has no information applicable to this Item.

Item 10 – Other Financial Industry Activities and Affiliations

SWMG is affiliated with Roegiers, Goldin, Chappel, Nall & Associates, hereinafter referred to as (RGCN), a certified public accounting firm that provides comprehensive accounting, auditing, tax, consulting, and management advisory services to small businesses and individuals. RGCN is maintained and operates independently from SWMG. In our opinion, this relationship enhances our abilities to manage client investment relationships. There is no requirement for clients of SWMG to employ RGCN for any accounting or tax services. RGCN may refer business to SWMG, however there are no referral fees or any type of other compensation paid to RGCN for these referrals. Similarly, SWMG may refer clients to RGCN for tax and accounting services, however SWMG does not receive referral fees or any other type of compensation for these referrals. Since these are two separate, but affiliate, entities, the fees received for SWMG's advisory services are separate and distinct from the fees received by RGCN for tax and accounting services.

Kimberly Ann Martin, President, Chief Compliance Officer and Investment Advisor Representative, is a registered representative with Purshe Kaplan Sterling (PKS) and may place investment products sold through this broker dealer and receive a usual and customary commission for doing so. Strategic Wealth Management is not affiliated with PKS.

Strategic Wealth Management has engaged a solicitor to obtain new clients. The solicitor and SWMG have the following requirements in place with regard to this arrangement:

1. The referral fee will only be paid by SWMG to the solicitor.
2. The solicitor will not be subject to a statutory disqualification (i.e., subject to a SEC order or enjoined from acting as an IA or broker- dealer).

3. There is an executed agreement between SWMG and the solicitor, which describes the solicitor's activities, contains the solicitor's undertaking to perform those duties, provide a copy of SWMG's brochure (Part 2 of form ADV) and since the solicitor is not an affiliate of the Firm, a disclosure document must be provided.
4. The solicitor is not a partner, officer, director, or employee of SWMG, therefore the solicitor must provide a written disclosure which includes the names of the solicitor and advisor, nature of the relationship, description of the terms of the compensation arrangement, the amount of the compensation, and the amount the customer is paying in addition to the advisory fee for this solicitation.

We do not select other investment advisers for our clients.

Item 11 – Code of Ethics

The Code of Ethics applies to all Employees and Advisory Representatives shall comply with all applicable federal and state laws and all rules and regulations of any governmental agency or self-regulatory organization as well as procedures of Strategic Wealth Management governing his/her actions. They are sent out annually or as amended. All employees have to initial their review of same and retained copy is available in our Policies and Procedures.

In addition, the Code requires pre-clearance of many transactions, and restricts trading in close proximity to client trading activity. Employees of Strategic Wealth Management and its clients may invest in the same “no-load” mutual funds.

Advisor's complete Code of Ethics is available by submitting a request in writing to Strategic Wealth Management, 801 Colorado Avenue, Stuart, FL 34994. Attn: Compliance Officer.

Item 12 – Brokerage Practices

SWMG does not maintain physical possession of client funds or securities. All client assets are maintained and held with an independent qualified custodian, generally a broker-dealer or bank.

Clients will custody assets in a brokerage account of their choice to buy and sell securities. Clients decide whether to open an account by entering into an account agreement directly with a brokerage firm. SWMG is not affiliated with any custodians.

When comparing available providers and their services, we advise them to consider a wide range of factors, including, among others:

- Combination of transaction execution services and asset custody services (generally without a separate fee for custody)
- Capability to execute, clear, and settle trades (buy and sell securities for your account)
- Capability to facilitate transfers and payments to and from accounts (wire transfers, check requests, bill payment, etc.)
- Breadth of available investment products (stocks, bonds, mutual funds, exchange traded funds, etc.)
- Availability of investment research and tools that assist us in making investment decisions
- Quality of services
- Competitiveness of the price of those services (commission rates, margin interest rates, other fees, etc.) and willingness to negotiate the prices
- Reputation, financial strength, and stability
- Prior service to us and our other clients
- Availability of other products and services.

SWMG does not have any soft dollar arrangements.

SWMG does not combine multiple orders for shares of the same securities purchased for advisory accounts we manage (the practice of combining multiple orders for shares of the same securities is commonly referred to as “block trading”). SWMG gives each client individualized services based on the customer’s financial goals and risk tolerance. Based on the differing needs of every client, SWMG does not find that it is common practice for different clients to benefit from the same trades at the exact same time. By not aggregating orders, clients may incur a higher charge than with a firm that does aggregate orders due to larger volume discounts.

Item 13 – Review of Accounts

Accounts are managed on a continuous basis and are reviewed at least quarterly by the Principal Executive Officer of the firm, Kimberly Martin. Trades are reviewed on a daily basis. Confirmations

of all buys and sells are sent to the client by the custodian, unless the client opts to suppress confirmations, if available to do so. Statements are provided to the client from the custodian at least quarterly if there is no activity, and monthly if there is activity. In addition, clients may receive a quarterly performance report. IARs may meet with clients as frequently as is agreed or as requested by the client or IAR, but will meet with the clients at least annually.

Item 14 – *Client Referrals and Other Compensation*

SWMG has entered into a “Solicitor/Finder” relationship. The solicitor offers our services to the public. SWMG pays a referral fee to the solicitor or finder based on its advisory fee and written agreement. Clients may pay higher or lower fees when working with a solicitor. The final fee schedule will be disclosed in the client agreement. SWMG will charge the total fee to the client and pay the solicitor/finder their share of the total fee. Solicitor/finders will also be appropriately registered under federal and state securities laws where applicable. Client receives all related agreements and disclosures prior to or at the time of entering into an Investment Advisory Agreement.

Item 15 – *Custody*

Clients should receive at least quarterly statements from the broker dealer, bank or other qualified custodian that holds and maintains client’s investment assets. Strategic Wealth Management urges you in our quarterly cover letter to clients to carefully review such statements and compare such official custodial records to the account statements that we may provide to you. Our statements may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

Strategic has custody of some accounts where it or an affiliated person has been named as a trustee or co-trustee. Such accounts and all others receive monthly statements directly from the custodian, as well as, quarterly statements from Strategic. Strategic treats all clients identically with respect to any investment decisions. An annual audit is prepared by an independent auditor, CPA firm, annually on behalf of those accounts where an affiliated person has custody.

Item 16 – *Investment Discretion*

Before SWMG can buy or sell securities on your behalf, you must first sign our discretionary management agreement, a limited power of attorney, and/or trading authorization forms. By

choosing to do so, you may grant the firm discretion over the selection and amount of securities to be purchased or sold for your account(s) without obtaining your consent or approval prior to each transaction. Clients may impose limitations on discretionary authority, such as frequency of trading, restrictions on investing in certain securities or types of securities (such as a product type, specific companies, specific sectors, etc.), as well as other limitations as expressed by the client. Limitations on discretionary authority are required to be provided to the IAR in writing.

Strategic Wealth Management usually receives discretionary authority from the client at the outset of an advisory relationship to select the identity and amount of securities to be bought or sold. In all cases, however, such discretion is to be exercised in a manner consistent with the stated investment objectives or (IPS) Investment Policy Statement for the particular client account.

In addition, the client signs an authorization to execute trades in their respective account(s) by completing an account application with a limited power of attorney to execute trades, remit checks, wire funds and make certain disbursements of funds to their address of record.

When selecting securities and determining amounts, Strategic Wealth Management observes the investment policies, limitations and restrictions of the clients for which it advises. Strategic Wealth Management's authority to trade securities may also be limited by certain federal securities and tax laws that require diversification of investments and favor the holding of investments once made.

Investment guidelines and restrictions must be provided to Strategic Wealth Management in writing and signed. The Account opening contract provides for the client to authorize trading.

Item 17 – Voting *Client* Securities

As a matter of firm policy and practice, Strategic Wealth Management does not have any authority to and does not vote proxies on behalf of advisory clients. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in client portfolios. Proxies are provided directly by the transfer agent and are mailed to the address of record for their respective account(s). Strategic Wealth Management may provide advice to clients regarding the clients' voting of proxies.

A written copy of the proxy policies and procedures are available upon request.

Item 18 – Financial Information

Registered investment advisers are required in this Item to provide you with certain financial information or disclosures about Strategic Wealth Management’s financial condition. Strategic Wealth Management has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients, and has not been the subject of a bankruptcy proceeding. In addition, SWMG does not require or solicit the prepayment of \$1,200 or more in fees, six or more months in advance.

Item 19 – Requirements for State-Registered Advisers

This area is not applicable, as Strategic Wealth Management is SEC registered.