

# Narrative Brochure

(Part 2A of Form ADV)

**March 31, 2012**

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This brochure provides information about the qualification and business practices of WJ Interests, LLC. If you have any questions about the contents of this brochure, please contact us at 281-634-9400 or by email at [wj@wjinterests.com](mailto:wj@wjinterests.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 WJ Interests is available on the SEC website at [www.advisorinfo.sec.gov](http://www.advisorinfo.sec.gov).

The use of the terms “registered” and “registered investment advisor” refer only to registration with the SEC, and do not reflect a certain level of skill or training.

## Material Changes

### Annual update

This brochure, dated March 31, 2012, is the latest version of Form ADV Part 2A for WJ Interests, LLC, as required annually by the Securities and Exchange Commission (SEC).

### Material changes since last update on March 1, 2011

Material changes to this brochure are:

1. Updated dates throughout brochure.
2. Updated assets under management (pg. 6).
3. Changed proxy voting coordinator from Jared Jameson to Derek Finley (pg. 26).

### Full brochure available

This brochure is available:

1. Through WJ's website at [www.wjinterests.com](http://www.wjinterests.com) as a downloadable PDF.
2. Through WJ's client portal, at [www.wjinterests.com](http://www.wjinterests.com) as a downloadable PDF.
3. By sending a request to [wj@wjinterests.com](mailto:wj@wjinterests.com).
4. By calling 281-634-9400 and requesting a copy.
5. By sending a request to WJ Interests, LLC, 2333 Town Center Drive, Suite 100, Sugar Land, TX 77478-4175.

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CFP Designation

Bill Jameson

Jared Jameson

Derek Finley

Alisha Weaver

Faye Roach

Susan Barnes

## **Advisory Business**

### **Firm description**

WJ Interests, LLC, (WJ) is a Texas limited liability corporation established in 1996 and is located in Sugar Land, Texas. The firm is a fiduciary and is registered with the United States Securities and Exchange Commission (SEC).

### **Principal owners**

The firm's principal owners are William O. Jameson (Bill), and Jared W. Jameson, each of whom own 50 percent of the business.

### **Types of advisor services**

The actual services you receive will be identified in an advisory agreement and will be agreed upon by WJ and you. Services provided will include initial and ongoing financial planning and investment management, such as:

- Development of your current net worth statement.
- Development of a comprehensive cash flow that incorporates all your expected cash inflows and outflows, and estimated market returns. The cash flow will include scenario and Monte Carlo analysis.
- A review of your estate plan, including wills, living wills and trusts, and powers of attorney.
- A review of any additional estate planning trusts or strategies, such as irrevocable life insurance trusts (ILITs), charitable remainder unitrusts (CRUTs), grantor retained annuity trusts (GRATs) or gifting programs.
- Development of saving plans for college or other major future expenses.
- A review of your insurance needs and current coverage, including life, disability, long-term care and casualty, such as home, auto or umbrella policies.
- An analysis of asset allocation and investment choices in your current portfolio, leading to the design of an optimal portfolio that meets your needs and risk tolerance.
- Development of a written Investment Policy Statement (IPS) that describes your optimal portfolio and investment implementation strategy.
- Continual monitoring and supervision of your investment strategy and portfolio, and rebalancing of your portfolio as necessary.

- Production of a quarterly report summarizing the consolidated performance for all your accounts managed by WJ Interests; and additional, more frequent reports if you specifically request them.
- Regular updates of the financial planning items identified above as you request them, such as a review your goals and objectives, and updates of your financial planning checklist and cash flow.

**Tailored relationships**

All of WJ's services are tailored to the specific needs of each of our clients. We attempt through multiple meetings and ongoing client interaction to provide investment advice that is relevant to each client's particular situation.

**Wrap fee programs**

A wrap fee is charged for an investment program that bundles together services provided by different entities, such as brokerage, advisory, research, and management. WJ Interests does not participate in such programs, and therefore, does not charge wrap fees.

**Assets we manage**

As of December 31, 2011, WJ Interests managed the following amount of assets:

Discretionary	\$144.2 million
Non Discretionary	\$0
Total Assets Managed	\$144.2 million

**Agreements**

As a client of WJ Interests, you will be required to sign an advisory agreement that fully outlines the services you will be provided, the fees you can expect to pay, our responsibilities as your fiduciary and other articles that pertain specifically to your portfolio. This agreement also will be signed by WJ Interests, and you will be given a copy.

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## Fees and Compensation

### Initial fee for services

Our initial fee for planning services typically ranges from \$1,000 to \$5,000, depending on the complexity of the services you request. We will provide a fee estimate before beginning the work. The fee is due in full when we present our final recommendations. This initial fee may be waived at our discretion.

If our agreement with you is ended before any work on your behalf is completed, a prorated amount for uncompleted services will be returned to you.

### Ongoing fee for services

We calculate fees for ongoing services as follows:

- 1.00% per year for the first \$1 million we manage; **plus**
- 0.50% per year for amounts greater than \$1 million up to \$5 million; **plus**
- 0.25% per year for amounts greater than \$5 million

Our minimum investment advisory fee is \$1,250 per quarter. This minimum fee may be waived at our discretion and the fee schedule may be increased or decreased based on the characteristics of your portfolio, including the size and number of separate accounts, the types of investments to be purchased for your portfolio and the probability of future asset contributions to your portfolio.

### Billing and types of payments

The investment advisory fee is due at the beginning of each calendar quarter, specifically Jan 1, April 1, July 1 and September 1. Fees are based on the fair market value of your portfolio at the close of the last trading day of the previous quarter. Fees are deducted electronically from your portfolio, unless you request to pay by check. We do not accept cash or credit card payments.

An invoice will be sent to you each quarter and will indicate whether your fees have been deducted from your account or are due from you. Fees will be assessed beginning with the initial transfer of your assets to our custodian.

Services that begin and end within a quarter, or are terminated before the end of the quarter, will be calculated by determining the number of whole months during which work was

completed on your behalf, dividing that number by three, and prorating the quarterly fee based on this ratio. If you choose to end our agreement during the quarter, we will refund to you any unearned fees using the same ratio.

**Additional fees to others**

In addition to the fees you pay us, you will also pay:

- Commissions, fees or transaction costs charged by the custodian who executes trade orders on your behalf;
- Fees charged by independent money managers that manage your assets;
- Internal fees or management expenses charged by mutual funds, variable annuities or 401(k) plans in which you may be invested;
- Custodian fees; and
- Retirement plan record-keeping, reporting or administrative fees.

**WJ Interests does not receive any of these additional fees or charges.**

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## **Performance-Based Fees**

We will not, under any circumstances, charge performance-based fees.

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## **Types of Clients**

### **Description**

We provide financial planning and investment management services to:

- Individuals and families (primarily).
- Pension and profit-sharing plans.
- Trusts, estates and charitable organizations.
- Corporations and businesses.

### **Account minimums**

Our minimum fee for management of a portfolio is \$1,250 per quarter, which corresponds to a portfolio minimum of \$500,000. This minimum may be waived at our discretion.

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## Methods of Analysis, Investment Strategies and Risk of Loss

### Methods of analysis, investment strategies and risk of loss

Our role in investment management is twofold. We develop asset allocations (mixes of various types of stocks, bonds and cash) and then identify money managers to choose individual stocks and bonds. In our first role, we rely on numerous sources to assist in making decisions including:

- Financial newspapers and magazines.
- Research materials prepared by others.
- Information gathered through discussions with money managers and other financial experts.
- Annual reports, prospectuses and filings with the Securities and Exchange Commission.

Our second role is to identify exceptional money managers to select the individual stocks and bonds for the portfolio. Although we typically use mutual funds as our preferred investment vehicle, we occasionally include exchange traded funds and consider separately managed accounts as well. To select money managers, we use third-party research services, such as Morningstar, publicly available information provided by the fund, and extensive interviews and conference calls with the money managers themselves. Our typical money managers select stocks and bonds based on fundamentals, meaning they consider the business associated with the stock or bond. They do not rely solely on price movements, also known as technical analysis. Most of our managers are long-term investors as well, meaning they view their ownership in a company as an investment in a business, not just in a stock.

WJ believes successful investors do not try to time the market by moving in and out of the market based on emotion; instead, they select good managers and stick with them. As a result, we are not rapid traders and we stay with managers for many years, even during down periods.

Despite all these efforts, **you will lose money during certain periods.** We will work with you to develop your expectations regarding losses and can adjust your portfolio to reduce potential losses during market downturns.

Generally, we do not use more exotic methods, such as shorting, margin transactions, option writing or leveraged transactions, unless we have specifically agreed to implement these strategies with you. These types of strategies materially increase risk in portfolios; we avoid them unless you request them in writing

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## Disciplinary Information

### Legal and disciplinary

WJ Interests, its principals and staff members have **no legal or disciplinary events** in its history, including:

- No criminal or civil actions in any court.
- No administrative proceedings before the SEC, any other federal regulatory agency, any state regulatory agency, or any self-regulatory organization.

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## **Code of Ethics, Privacy Protection and Personal Trading**

WJ has a fiduciary duty to its clients, meaning we have a duty of utmost good faith to act solely in the best interests of clients. We've developed the following policies and procedures to meet this standard:

### **Code of Ethics**

- The interests of clients will be placed ahead of WJ's or any employee's own investment interests.
- Employees are expected to conduct their personal securities transactions in accordance with our personal trading policy and will strive to avoid any actual or perceived conflict of interest with our clients.
- Employees will not take inappropriate advantage of their positions with WJ.
- Employees are expected to act in the best interests of each of our clients.
- Employees are expected to comply with federal securities laws.

### **We protect your information**

Employees are expected to exercise diligence and care in maintaining and protecting your nonpublic, confidential information. They are also expected to not divulge information regarding WJ's securities recommendations or client securities holdings to any individual outside of the firm, except:

- As necessary to complete transactions or account changes (for example, communications with brokers and custodians);
- As necessary to maintain or service a client or his/her account (for example, communications with a client's accountant);
- With service providers involved in administrative functions for WJ (such as our technology service provider), only after we have entered into a contractual agreement that prohibits the service provider from disclosing or using confidential information.
- As permitted by law.

### **Privacy statement**

WJ is committed to safeguarding your confidential information. We hold all personal information provided to our firm in the strictest confidence.

- We have never disclosed information to nonaffiliated third parties, except as permitted by law, and do not anticipate doing so in the future. We are prohibited by law to do so without advising you first.
- We limit access to information only to those who have a business or professional reason for knowing, and only to nonaffiliated parties as permitted by law. For example, federal regulations permit us to share a limited amount of information about you with a brokerage firm to execute securities transactions on your behalf, or so that we can discuss your financial situation with your accountant or lawyer.
- We maintain a secure office and computer environment to ensure that your information is not placed at unreasonable risk.
- The types of personal information that we ask for depend upon the specifics of your portfolio. It may include information about your personal finances, your health to the extent that it is needed for the planning process, transactions between you and others, and information from consumer reporting agencies.
- For unaffiliated third parties that require access to your personal information, such as financial service companies, consultants, and auditors, we require strict confidentiality in our agreements with them and expect them to keep your information private. Federal and state regulators also may review firm records as permitted under the law.
- We do not provide your personally identifiable information to mailing list vendors or solicitors for any purpose.
- Your information is kept while you are a client, and after for as long as is required by federal and state securities laws. It is destroyed after all recordkeeping requirements have been met.

**Personal conduct rule**

WJ also has established a personal conduct rule to avoid any actual or perceived conflict with clients that addresses:

- Giving and receiving gifts.
- Serving as director for an outside company.
- Outside business interests.

In addition, new employees must acknowledge that they have read, understand and agree to comply with the Code of Ethics, personal trading policy and personal conduct rule. All employees are required to renew this acknowledgement each year in connection with WJ's annual compliance practices.

**Personal trading policy**

- Employees are required to know which securities are being traded by WJ, and are encouraged to consult with Jared Jameson to determine if a personal trade would be appropriate.
- Employees must receive approval from Jared Jameson **before** investing in an initial public offering (IPO) or an equity position within a non-public company. Jared will receive approval from Bill Jameson before approving the investment.
- Employees are required to report all their personal securities transactions and holdings each quarter. This includes the personal securities information of any family member living within the same household as the employee.
- Employees may hold or trade the following securities, which are considered safest for an employee to purchase, sell or hold from a regulatory perspective, both for WJ and the employee:
  - Shares of open-end mutual funds.
  - Shares of any money market fund.
  - Direct obligations of the US Government.
  - Money market instruments, such as bankers' acceptances, bank certificates of deposit, commercial paper, repurchase agreements and other high-quality, short-term debt.

**Review of personal transactions**

Jared Jameson will generally consider the following factors when reviewing reportable security holdings and transactions or approvals by employees to purchase IPOs or private placements:

- Whether the investment opportunity should be directed to a client's account.
- Whether the amount or nature of the transaction affected the price or market for the security.

- Whether the purchases or sales being made for clients benefited the employee.
- Whether the transaction harmed any client.
- Whether the transaction has the appearance of impropriety.

**Violations**

All employees are required to promptly report any violation of this policy to Jared Jameson, including the discovery of any violation committed by another employee. Examples of items that should be reported include noncompliance with federal securities laws, conduct that is harmful to clients and purchasing securities contrary to the personal trading policy.

Employees are encouraged to report any violations or apparent violations. Such reports will not be viewed negatively by firm management, even if the event is determined not to be a violation, but that it was reported in good faith.

**Sanctions**

If an event is determined to be a violation of this policy, sanctions may be imposed, including loss of profits, reversal of the trade or suspension of trading privileges.

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## Other Activities and Affiliations

### **Other financial industry activities and affiliations**

WJ Interests, its principals and staff members do not participate in any other financial industry activities outside of providing services to our clients. We also are not affiliated with any financial organization or association.

### **Other activities**

WJ Interests provides business consulting services to civil engineering firms, such as strategic planning assistance, cash flow management advice and personnel management advice.

WJ also provides project management services to the Fort Bend County Toll Road Authority and the Fort Bend Grand Parkway Authority. Activities include reviewing sub-consultant contracts and invoices, negotiating on behalf of the Toll Road Authority, attending meetings, assisting in developing financial studies and reports, and public relations on behalf of the Toll Road Authorities.

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## Brokerage Practices

### Selecting brokerage firms

WJ is obligated, as a fiduciary, to make sure the broker we suggest you use provides a high level of service and the best execution for securities purchased through them.

When suggesting a broker, we consider the following:

- The financial condition of the brokerage.
- The quality of its record keeping.
- Its ability to obtain the best price.
- Its knowledge of the market, securities and industries.
- Its commission structure.
- Its technological sophistication.
- Its responsiveness to client concerns.
- Its reputation and integrity.

The determining factor is not always the lowest commission cost, but whether the transaction represents the best execution for the account.

WJ conducts a formal review of all our brokers at least once a year.

WJ does not accept client-directed brokerage arrangements.

### Soft dollars

WJ periodically uses research information provided by the broker-dealers with whom we conduct business. However, we do not have any agreements to compensate broker-dealers for their research information. We also do not compensate broker-dealers for third-party research services, known as "soft dollar arrangements."

### Order aggregation

WJ might aggregate trades if it is beneficial to you **and** we have established trade allocation policies to ensure all of our clients are treated fairly. A trade aggregation and allocation policy would include:

- Determining how a particular security is to be allocated before placing the trade with the broker.
- Bunching single orders into blocks when possible to obtain the best execution at the best security price available.

We attempt to provide the same investment opportunities to all of our clients, but when investment opportunities have a limited allocation, we consider the following in making the allocation decision:

- Your goals and objectives.
- Your risk tolerance.
- Your financial situation, including your asset base, liquidity and the character of your non-investable assets.
- Any restrictions or limitations you have placed on your portfolio.

We make every attempt to consistently apply a trade aggregation and allocation policy; however, in cases where use of this policy results in unfair or inequitable treatment to some or all of our clients, we may deviate from this policy.

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## **Review of Accounts**

### **Periodic reviews and review triggers**

WJ uses a software tool to monitor client accounts. The software provides notices of client contributions, withdrawals, or significant changes in asset allocation. The notices trigger a full review of the portfolio. Software notices are generated on a weekly basis. Additional reviews are prompted by volatile market conditions, changes in your goals and objectives, or changes in our model portfolios.

WJ meets monthly to set investment policy for the coming month. The meetings, referred to as Tactical Asset Allocation (TAA) meetings, occur near the end of the month and are attended by Bill Jameson, Jared Jameson and Derek Finley. Historical portfolio performance, individual investment performance, past portfolio changes, stock and bond market changes, and the current macroeconomic environment are reviewed. Investment policy for the coming month is set by developing security level targets for each type of portfolio we manage.

Portfolios managed by WJ vary based on risk tolerance, tax status, asset location, portfolio size and other factors. Proposed changes to portfolios are conveyed to clients through WJNotes, our monthly investment email, and our quarterly journal, the WJournal. Potential trades are generated by our software, reviewed by Jared Jameson and submitted to custodians electronically for trading by either Derek Finley or Alisha Weaver. The decision to trade is based on several factors, including deviations from target weighting, tax consequences, holding period, manager changes and the size of the trade.

We believe that frequent contact is critical to ensure financial plans and investment portfolios continue to meet client needs. Consequently, we make every effort to discuss your portfolio with you through phone conversations and meetings. We also ask you to contact us if your financial circumstances change.

### **Custodian reports**

Our primary custodians are Charles Schwab & Co. Inc. and TD Ameritrade. Both custodians provide monthly reports to clients for each of their accounts. Other custodians, such as 401(k) custodians, provide at least quarterly reports, with some providing monthly reports. Both Schwab and TD Ameritrade also provide access to client portfolios through their websites.

WJ can provide updated (through the end of the previous trading day) consolidated performance and holding summaries upon request.

**WJ Interests reports**

WJ provides detailed written quarterly reports to all clients. Quarterly reports include information on asset allocation, current performance and historical performance for all managed portfolios.

We strongly suggest you compare your WJ quarterly statement to your custodian statements.

Monthly reports summarizing asset allocation, performance and unrealized gains also are available by request.

Reports are either mailed or emailed, and also are available through the client portal at [www.wjinterests.com](http://www.wjinterests.com) for clients who have asked for online access.

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## Client Referrals and Other Compensation

### Client referrals

WJ does not:

- Compensate anyone for referring new clients to us.
- Receive compensation from other professionals to whom we may refer for other financial services.

### Other compensation

WJ is not paid by anyone besides our clients. WJ **does not** receive sales awards, prizes or other compensation for recommending specific investments or offering certain advice.

WJ may receive support services and products from Charles Schwab or TD Ameritrade for free or at a discounted price, in order to better service client accounts. Support services include:

- Investment-related research.
- Pricing information and market data.
- Software and other technology to provide access to client account data.
- Compliance and practice management-related publications, seminars or consulting services.
- Discounted or free attendance at conference, meetings and other events.
- Marketing support.
- Computer hardware, software or other products.

You do not pay more for these services as a result of this arrangement. WJ has negotiated fixed transaction fees for the benefit of all our clients. Also, a portion of our trading involves buying and selling no transaction fee mutual funds. Finally all funds WJ uses are no load mutual funds.

We have made no commitment to any institution to invest a specific amount or percentage of client assets in any specific mutual funds, securities or other investment products as a result of the above arrangement.

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## Custody

### Custody policy

WJ only has custody of your assets to the extent that we are able to deduct advisory fees directly from your accounts. The following procedures are designed to help ensure we do not inadvertently obtain further custody of client assets:

- We will obtain prior written authorization from you before deducting fees directly from your account.
- We will not hold client securities in WJ's name or in bearer form.
- We will not require you to prepay more than \$500 in fees six months or more in advance.
- Proceeds from the redemption of client securities may not be directed to WJ.
- We cannot have signatory power over your checking or custodial account.
- An employee may not serve as trustee of your account, unless you are an immediate family member of that employee.
- All wire transfers from your custodial accounts to any non-client accounts must be accompanied by your written authorization.

### Qualified custodians

- All client assets will be held by a qualified custodian, which may include a broker-dealer, bank or foreign financial institution.
- We will not route original custodial statements to you on behalf of a custodian. All custodian account statements will be sent directly to you.
- We ensure that you receive custodial statements directly from the custodian by:
  - Receiving duplicate copies.
  - Confirming with each custodian that statements were sent.
  - Confirming with you during client meetings that you are receiving statements from the custodian.
- You are required to open your custodial accounts. WJ will assist you by preparing paperwork for a new account, but you must authorize any new custodial account.

- You are encouraged to carefully review your custodial statements and to compare them to your WJ statements. Contact us directly if you have questions regarding any discrepancies.

**Handling client funds**

WJ will handle or forward checks clearly made payable to a third party, such as your custodian.

We will not handle or forward any other client check or security certificate. All such documents will be returned to you within three business days, and will not be forwarded to any other party.

**Handling security certificates**

WJ will not handle security certificates, but may assist you in completing transfer documents and sending paperwork to ensure security certificates are properly deposited. You must be present during the process and are responsible for handling the certificates. Employees should never physically handle any security certificates.

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## Investment Discretion

### **Discretionary authority for trading**

WJ Interests requires full discretion to manage your account, which is given upon signing our advisor agreement. This grants us authorization to invest and reinvest the assets in your portfolio, make investment changes and other decisions in accordance with your IPS without your prior consultation or approval. Because you are able to place restrictions in your portfolio, WJ may elect to overweight non-restricted securities or groups to compensate.

Common client restrictions include:

- Individual stocks you would prefer are held in your accounts for tax purposes or other reasons.
- Managers or asset classes you cannot hold in your accounts.

WJ Interests does not accept non-discretionary management accounts as it is difficult for us to effectively manage portfolios without full discretion. due to time lags, documentation and regulatory requirements.

### **Limited power of attorney**

You will be required to provide limited power of attorney for each of your accounts. This document gives WJ authority to:

- Place trades on your behalf.
- Disburse funds to you or someone you designate.
- Pay asset management fees, if you so choose.
- Vote proxies, if you so choose.

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## Voting Client Securities

### Proxy votes

WJ will vote all proxies unless you specifically reserve your right, in writing, to vote your own proxies.

As WJ's chief compliance officer, Jared Jameson is responsible for ensuring that all proxies received by WJ are voted in a timely manner and in a manner consistent with your best interests. Associate planner Derek Finley will serve as the proxy voting coordinator, who is responsible for reviewing and voting proxies. In Derek's absence, Jared will review and vote proxies. Office manager Susan Barnes will record all votes.

WJ has prepared proxy voting guidelines for certain types of common proxy voting items. The guidelines are reviewed and updated as necessary to reflect new issues and any changes in policies. In general, WJ will vote in accordance with its guidelines; however, we reserve the right to depart from the guidelines and make voting decisions on a case-by-case basis.

### Guidelines

In general, WJ will vote to oppose the following issues:

- Issues regarding the issuer's board entrenchment and anti-takeover measures, such as:
  - Proposals to stagger board members' terms.
  - Proposals to limit the ability of shareholders to call special meetings.
  - Proposals to require super majority votes.
  - Proposals requesting excessive increases in authorized common or preferred shares when management provides no explanation for the use or need of these additional shares.
  - Proposals regarding "poison pill" provisions.
  - Permitting "green mail."
- Providing cumulative voting rights.
- Social issues, unless specific client guidelines state otherwise, such as restrictions on investing in certain countries.

In general, WJ will vote to approve the following issues:

- Election of directors recommended by management, except if there is a proxy fight.
- Election of auditors recommended by management, unless seeking to replace current auditors.
- Date and place of the annual meeting.
- Limitations on charitable contributions.
- Ratification of directors' actions on routine matters that have arisen since the last annual meeting.
- Limiting directors' liability.

In general, WJ will vote on the following issues on a case-by-case basis:

- To pay directors solely in stocks.
- To eliminate mandatory retirement policies for directors.
- To rotate the annual meeting location or date.
- On stock grants to management and directors.
- On allowing indemnification of directors and/or officers after reviewing the applicable laws and extent of protection requested.

### **Conflicts of interest**

Derek Finley will review each proxy proposal for conflicts of interest as part of the review process. A conflict of interest may exist if:

- WJ serves as the investment adviser to the investment company soliciting the proxy.
- WJ has a business relationship with, or is actively soliciting business from, either the company soliciting the proxy or a third party that has a material interest in the outcome of a proxy vote.

If Derek has knowledge of a personal conflict of interest, such as a familial relationship with company management, he will refer voting of the proxy to Jared Jameson.

If a proxy proposal raises a material conflict between WJ's and your interests, WJ will resolve such a conflict following the steps below:

1. Vote in accordance with the guidelines.
2. If there are no guidelines in place to address the specific conflict, WJ may cast the proxies in the same proportion as other shareholders who are not affiliated with WJ, to the extent that WJ has available information to permit that form of voting, known as "shadow" or "mirror" voting.
3. If shadow voting is not an available option, WJ will abstain from voting the securities.
4. If WJ determines that it is in your best interest to cast the proxy, WJ will forward the voting materials to you.

### **Limitations**

In certain circumstances, WJ will not vote your proxies:

- If you have specified in writing that you will maintain the authority to vote proxies or have delegated the right to vote proxies to a third party. WJ will not vote the securities and will direct the relevant custodian to send the proxy material directly to you. Any proxy materials received by WJ will be forwarded promptly.
- If your account with WJ has been terminated. WJ will not vote any proxies received after the termination. You may specify in writing that any proxies received should be sent to you or a third party for action.
- If WJ determines that the value of your economic interest or the portfolio holding is indeterminable or insignificant.
- If the securities are no longer held in your account.
- If the cost of voting the proxy would exceed any anticipated benefits.

### **Recordkeeping**

WJ keeps proxy voting records indefinitely. You can request copies of WJ's proxy voting policies and procedures and how your proxies were voted by writing to [wj@wjinterests.com](mailto:wj@wjinterests.com) or 2333 Town Center Drive, Suite 100, Sugar Land, TX 77478. Phone requests cannot be honored.

**Class action lawsuits**

WJ, as a general policy, chooses not to participate in class action lawsuits on behalf of its clients. Rather, we leave such decisions with you. WJ will help you decide if you should pursue a particular class action lawsuit upon request, by developing a cost-benefit analysis for example, but the final choice of whether to participate is yours.

If you decide to pursue a class action lawsuit and ask for our assistance, you may be charged additional fees for the work necessary to file the claim.

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## Financial Information

### Financial condition

WJ requires investment management fees to be paid in advance but never more than three months in advance. Unearned fees will be returned as specified in your advisory agreement.

As discretionary managers of your assets, our financial condition is important to meeting our contractual obligations. Our financial condition is such that it will not impair our ability to serve you.

WJ has never been the subject of a bankruptcy petition.

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## Owners and Employees

### CFP Designation

WJ Interests takes seriously its responsibility for your financial well-being. That's why Bill, Jared, and Derek are all **certified financial planners** as designated by the Certified Financial Planner Board of Standards, Inc.

In order to earn and maintain Certified Financial Planner designation, professionals must:

- Complete a comprehensive course of study approved by CFP Board.
- Pass a two-day, 10-hour CFP certification exam that tests their ability to apply financial planning knowledge. The exam covers the financial planning process, tax planning, employee benefits and retirement planning, estate planning, investment management and insurance.
- Must work as financial planners for at least three years before using the CFP designation.
- Abide by a strict code of professional conduct, known as CFP Board's *Code of Ethics and Professional Responsibility*, which sets forth their ethical responsibilities to the public, clients and employers.
- Disclose any investigations or legal proceedings related to their professional or business conduct during the application process, and every two years during the renewal process.
- Must complete a minimum of 30 hours of continuing education every two years to stay current with developments in the financial planning profession.

### Bill Jameson, CFP

Bill Jameson (DOB 12/06/1940) is the founder and president of WJ. As the senior partner, Bill holds 50 percent of the company. Additional information about Bill is available on the SEC's website at [www.advisorinfo.sec.gov](http://www.advisorinfo.sec.gov).

#### Education

CFP Board of Standards	Certified Financial Planner #63647	1999
College for Financial Planning	CFP Program	1996
California State University	Major in Civil Engineering	1959-1962

#### Business Experience

President	WJ Interests, LLC	1996 to present
Vice President	Rust Lichliter/Jameson	1994-1996
President/CEO	Lichliter/Jameson & Assoc.	1977-1994

Disciplinary Information

Bill has no legal or disciplinary events in his history, including:

- No criminal or civil actions in any court.
- No administrative proceedings before the SEC, any other federal regulatory agency, any state regulatory agency, or any self-regulatory organization.

Other business activities

Bill does not provide any financial services outside of WJ Interests.

Bill does provide business consulting services to civil engineering firms. Activities include strategic planning assistance, cash flow management advice and personnel management advice. Bill spends about four hours a week in this capacity.

Bill also provides project management services to the Fort Bend County Toll Road Authority and the Fort Bend Grand Parkway Toll Road Authority. Activities include reviewing sub-consultant contracts and invoices, negotiating on behalf of the Toll Road Authority, attending meetings, assisting in developing financial studies and reports, and public relations on behalf of the Toll Road Authority.

Additional compensation

Bill does not receive any additional compensation in the form of sales awards, commissions, prizes or bonuses from any outside entities.

Supervision

Bill's advisory activities are monitored by:

Jared Jameson, Chief Compliance Officer  
WJ Interests, LLC  
2333 Town Center Drive, Suite 100  
Sugar Land, TX 77478-4175  
281-634-9400

**Jared Jameson, CFP**

Jared Jameson (DOB 11/15/1969) is the chief investment officer and vice president of WJ. As the managing partner, Jared holds 50 percent of the company. Additional information about Jared is available on the SEC's website at [www.advisorinfo.sec.gov](http://www.advisorinfo.sec.gov).

Education

CFP Board of Standards	Certified Financial Planner #66489	2000
College for Financial Planning	CFP Education Program	2000-2001
University of Texas at Austin	MBA	1991-1993
Southern Methodist University	BS, Civil Engineering	1987-1991

Business Experience

CIO/Vice President	WJ Interests, LLC	1997 to present
Engineer	Rust Environment and Infrastructure	1995-1997
Engineer	CH2M Hill	1993-1995

Disciplinary Information

Jared has no legal or disciplinary events in his history, including:

- No criminal or civil actions in any court.
- No administrative proceedings before the SEC, any other federal regulatory agency, any state regulatory agency, or any self-regulatory organization.

Other business activities

Jared does not provide any financial services outside of WJ Interests.

Additional compensation

Jared does not receive any additional compensation in the form of sales awards, commissions, prizes or bonuses from any outside entities.

Supervision

Jared's advisory activities are monitored by:

Bill Jameson, President  
WJ Interests, LLC  
2333 Town Center Drive, Suite 100  
Sugar Land, TX 77478-4175  
281-634-9400

**Derek Finley, CFP**

Derek Finley (DOB 10/19/1985) is the associate planner of WJ. Additional information about Derek is available on the SEC's website at [www.advisorinfo.sec.gov](http://www.advisorinfo.sec.gov).

Education

CFP Board of Standards	Certified Financial Planner #141891	2010
Texas Tech University	BS, Personal Financial Planning	2007

Business Experience

Associate Planner	WJ Interests, LLC	2007 to present
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Disciplinary Information

Derek has no legal or disciplinary events in his history, including:

- No criminal or civil actions in any court.
- No administrative proceedings before the SEC, any other federal regulatory agency, any state regulatory agency, or any self-regulatory organization.

Other business activities

Derek does not provide any financial services outside of WJ Interests.

Additional compensation

Derek does not receive any additional compensation in the form of sales awards, commissions, prizes or bonuses from any outside entities.

Supervision

Derek's advisory activities are monitored by:

Jared Jameson, Chief Compliance Officer  
WJ Interests, LLC  
2333 Town Center Drive, Suite 100  
Sugar Land, TX 77478-4175  
281-634-9400

**Alisha Weaver, CPA**

Alisha provides trading and back office support. She has worked for the firm since 2003.

**Faye Roach**

Faye is the accounts manager for WJ. She has worked for the firm since 2006.

**Susan Barnes**

Susan is the office manager for WJ. She has worked for the firm since 2006.

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