

**Stoddard Management Company**

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Rockland, MA 02370**

**Phone: 781-982-9932**

**March 15, 2011**

**FORM ADV PART 2A  
BROCHURE**

This Brochure provides information about the qualifications and business practices of Stoddard Management Company. If you have any questions about the contents of this Brochure, please contact Stoddard Management Company at 781-982-9932. 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.

Stoddard Management Company is a registered investment adviser. Registration of an Investment Adviser does not imply any level of skill or training.

Additional information about Stoddard Management Company is also available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

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## ***Advisory Business***

Stoddard Management Company, a sole proprietorship, was founded in 1993. Robert E. Hurley is the sole owner of the firm.

Stoddard Management Company provides investment management services and personalized confidential financial planning services to individuals, pension and profit sharing plans, trusts, estates, charitable organizations and small businesses.

The goals and objectives for each client are taken into account when managing the client's investment accounts and when discussing financial planning issues. Clients may impose restrictions on investing in certain securities or types of securities.

Stoddard Management Company is a fee-only investment management and financial planning firm. The firm does not sell annuities, insurance, stocks, bonds, mutual funds, limited partnerships, or other commissioned products. The firm is not affiliated with entities that sell financial products or securities. No commissions in any form are accepted. No finder's fees are accepted.

Stoddard Management Company does not act as a custodian of client assets. The client has the right to choose the custodian.

Investment management services are furnished on a discretionary basis. Stoddard Management Company places trades for clients under a limited power of attorney.

Stoddard Management Company also offers to investment management clients additional services commonly referred to as financial planning. Such services include reviews and recommendations regarding the client's tax, retirement and estate planning needs and objectives. There is no additional fee for financial planning services.

As of Dec. 31, 2010, Stoddard Management Company manages \$59,440,701 in assets on a discretionary basis and \$0 in assets on a non-discretionary basis.

## ***Fees and Compensation***

Stoddard Management Company bases its fees on a percentage of assets under management. The fee is typically 1% per year, charged at the rate of 1/4 of 1% of the market value of the account on the last trading day of the quarter. The first fee is charged after the first three months of service for the preceding three months. From thereon, fees are charged quarterly for the preceding three months. Fees are prorated to reflect cash flows into and out of accounts custodied at Charles Schwab & Co. Inc. Fees are not prorated to reflect cash flows into and out of employer sponsored retirement plan accounts or accounts custodied at firms other than Charles Schwab & Co. Inc. Upon termination, a prorated fee will be charged for that period of the preceding quarter when services were provided. Any investment contract may be terminated at any time by either party for any reason upon receipt of written notice. Fees are negotiable.

Investment management fees are debited directly from the client's account. The client provides a written authorization permitting Stoddard Management Company's fees to be paid directly from the client's account held by an independent trustee or custodian. Stoddard Management Company sends to the client and the trustee or custodian at the same time a bill showing the amount of the fee, the value of the client's assets on which the fee was based and the specific manner in which the fee was calculated. The trustee or custodian agrees to send to the client a statement, at least quarterly, indicating all amounts disbursed from the account including the amount of the fees paid directly to Stoddard Management Company. At the client's request, the client may be sent an invoice and the client may pay the fee rather than having the account debited.

Stoddard Management Company's fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which shall be incurred by the client. Clients may incur certain charges imposed by custodians, brokers, third party investment advisors and other third parties such as fees charged by managers, custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Mutual funds and exchange-traded funds also charge internal management fees, which are disclosed in a fund's prospectus. Such charges, fees and commissions are exclusive of and in addition to Stoddard Management Company's fee, and Stoddard Management Company shall not receive any portion of these commissions, fees, and costs.

### ***Performance-Based Fees and Side-By-Side Management***

Stoddard Management Company 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).

### ***Types of Clients***

Types of clients include individuals, pension and profit sharing plans, trusts, estates, charitable organizations, corporations or other business entities.

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

The method of securities analysis employed by the firm is fundamental and technical. The main sources of information include Morningstar Principia mutual fund, stock and variable annuity research and Charles Schwab & Company's third party research services. Other sources include financial periodicals, research materials prepared by others, corporate rating services and prospectuses.

The investment strategy for a specific client is based upon the objectives stated by the client during consultations. The client may change these objectives at any time.

All investment programs have certain risks that are borne by the investor. Stoddard Management Company's investment approach constantly keeps the risk of loss in mind.

Investors face the following investment risks:

**Interest-rate Risk:** Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.

**Market Risk:** The price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances. For example, political, economic and social conditions may trigger market events.

**Inflation Risk:** When any type of inflation is present, a dollar today will not buy as much as a dollar next year, because purchasing power is eroding at the rate of inflation.

**Currency Risk:** Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.

**Reinvestment Risk:** This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.

**Business Risk:** These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk of profitability than an electric company, which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.

**Liquidity Risk:** Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.

**Financial Risk:** Excessive borrowing to finance a business' operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

Investing in securities involves risk of loss that clients should be prepared to bear. Stoddard Management Company does not represent, warrant, guarantee or imply that the services or methods of analysis employed by the firm can or will predict future results or insulate clients from losses. Past performance is no guarantee of future performance.

### ***Disciplinary Information***

The firm and its employees have not been involved in legal or disciplinary events related to past or present investment clients.

### ***Other Financial Industry Activities and Affiliations***

Not applicable

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

Stoddard Management Company has adopted a Code of Ethics describing the firm's high standard of business conduct and fiduciary duty to its clients. The Code of Ethics includes provisions relating to the trading of personal securities by employees of the firm. The Code of Ethics is designed to assure that the personal securities transactions, activities and interests of the employees of Stoddard Management Company will not interfere with making decisions in the best interest of the firm's clients. Furthermore, when buying or selling securities simultaneously with client transactions, the firm's internal controls prevent any employee from preferring his/her or a related person's interest to the client's.

The firm has the fiduciary duty to place its clients' interests ahead of its own interests. Compliance with this duty can be achieved by trying to avoid conflicts of interest and by fully disclosing all material facts concerning any conflict that might arise with a client.

A copy of the firm's Code of Ethics is available to clients and prospective clients upon request.

## ***Brokerage Practice***

Stoddard Management Company is an independently owned investment management firm. Stoddard Management Company is not affiliated with any broker-dealer and can recommend a broker-dealer that best serves Stoddard Management Company's clients.

Stoddard Management Company usually recommends that the client establish brokerage accounts with Schwab Institutional, a division of Charles Schwab & Co., Inc. (Schwab) a registered broker-dealer, member SIPC, to maintain custody of assets and to effect trades. Schwab provides Stoddard Management Company with access to its institutional trading and custody services, which are typically not available to retail investors. These services are generally available to independent investment advisors, at no charge to them so long as the advisor meets total asset minimums at Schwab, and are not otherwise contingent upon the advisor committing to any specific amount of business. Schwab services include brokerage, custody, research, and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment.

Client accounts held at Schwab are generally not charged separately for custody but Schwab is compensated by account holders through transaction-related fees for securities trades or by maintaining custody of mutual funds. Schwab also makes available to Stoddard Management Company other products and services that benefit Stoddard Management Company but may not benefit client accounts. Some of these products and services assist Stoddard Management Company in managing and administering clients' accounts. These include software; other technology that provide access to client account data (such as trade confirmations and account statements), facilitate trade execution, provide research, pricing information and other market data; facilitate payment of Stoddard Management Company's management fees from its clients' accounts; and assist with back-office functions, recordkeeping, and client reporting. Many of these services generally may be used to service all or a substantial number of Stoddard Management Company accounts, including accounts that may not be maintained at Schwab.

Schwab also makes available to Stoddard Management Company other services intended to help Stoddard Management Company manage and further develop its business enterprise. These services may include consulting, publications and conferences on practice management, information technology, business succession, regulatory compliance, and marketing. In addition, Schwab may make available, arrange and/or pay for these types of services rendered to Stoddard Management Company by independent third parties. Schwab may discount or waive fees it would otherwise charge for some of these services or pay all or part of the fees of a third party providing these services to Stoddard Management Company. Stoddard Management Company's recommendation that the client maintain assets in accounts at Schwab may be based in part on the benefits received by the client and Stoddard Management Company. The availability of some of the foregoing products and services provided by Schwab may create a potential conflict of interest.

Other than that stated above, Stoddard Management Company does not participate in soft dollar arrangements.

Stoddard Management Company does not receive client referrals from broker-dealers.

Stoddard Management Company clients do not utilize directed brokerage.

Most trades are mutual funds or exchange-traded funds where trade aggregation does not garner any client benefit.

### ***Review of Accounts***

Account reviews are performed monthly by Robert E. Hurley, owner. Account reviews are performed more frequently when market conditions dictate, tax laws change and changes occur in a client's situation.

Clients receive statements quarterly from the Stoddard Management Company. Statements itemize account values and securities positions. Statements describe the asset allocation of the portfolio, the investment style and risk and value characteristics of mutual funds held in the portfolio. Statements contain the invoice for the quarter. It is the client's responsibility, not the portfolio's custodian(s), to determine the accuracy of the fee calculations.

### ***Client Referrals and Other Compensation***

Stoddard Management Company has been fortunate to receive many client referrals over the years. The referrals came from current clients, estate planning attorneys and accountants. The firm does not compensate referring parties for these referrals.

Stoddard Management Company does not accept referral fees or any form of remuneration from other professionals when a prospect or client is referred to it.

## ***Custody***

With the exception of the ability to withdraw investment management fees directly from client accounts, Stoddard Management Company does not maintain custody of client funds or securities. All assets are held at qualified custodians that provide account statements directly to clients at their address of record at least quarterly. Clients should carefully review these statements.

Clients are urged to compare the account statements received directly from their custodians to the quarterly reports provided by Stoddard Management Company.

## ***Investment Discretion***

Stoddard Management Company accepts discretionary authority to manage securities accounts on behalf of clients. After execution of a limited power of attorney, Stoddard Management Company is granted authority to enact trades and manage the account assets on behalf of the client. Stoddard Management Company has the authority to determine, without obtaining specific client consent, the securities to be bought or sold, and the amount of the securities to be bought or sold.

The client approves the custodian to be used and the commission rates paid to the custodian. Stoddard Management Company does not receive any portion of the transaction fees or commissions paid by the client to the custodian on certain trades.

## ***Voting Client Securities***

Stoddard Management Company does not vote proxies on behalf of its clients. Clients will receive proxies or other solicitations directly from the custodian.

## ***Financial Information***

Stoddard Management Company does not have any financial impairment that will preclude the firm from meeting contractual commitments to clients.

A balance sheet is not required to be provided because Stoddard Management Company does not serve as a custodian for client funds or securities, and does not require prepayment of fees of more than \$600 per client, and six months or more in advance.

## ***Requirements for State-Registered Advisers***

The name of the firm's owner and sole employee and his education and business background are provided elsewhere in this Form ADV (see Brochure Supplement). The firm is not engaged in any business other than giving investment advice. The firm is not compensated with performance-based fees. The firm has no relationship or arrangement by which it or the owner is compensated by any issuer of securities.



***Additional Information***

Clients should be aware that, other than deducting management fees from client accounts, Stoddard Management Company does not have the authority to withdraw cash or securities from any client account. If a client would like to withdraw cash or securities from his/her account the client may either contact the account custodian directly or, as per section 3(e) of the Investment Management Agreement, complete a letter or form of withdrawal instructions addressed to the custodian and send the letter or form to Stoddard Management Company to be forwarded to the custodian. Stoddard Management Company does not have the authority to instruct the client's account custodian to withdraw cash or securities on the client's behalf.

This brochure supplement provides information about Robert E. Hurley that supplements the Stoddard Management Company brochure. You should have received a copy of that brochure. Please contact Robert E. Hurley, Chief Compliance Officer if you did not receive Stoddard Management Company's brochure or if you have any questions about the contents of this supplement.

Additional information about Robert E. Hurley is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

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### **FORM ADV PART 2B BROCHURE SUPPLEMENT**

#### ***Educational Background and Business Experience***

Date of birth: 1948

Education: Bachelor of Arts, Boston University, 1971

Business background for preceding five years: owner, Stoddard Management Company

***Disciplinary Information:*** Robert E. Hurley has not been involved in legal or disciplinary events material to a client's or prospective client's evaluation of him.

***Supervision:*** Robert E. Hurley is the sole owner, sole employee and Chief Compliance Officer of Stoddard Management Company.

***Other Business Activities:*** None

***Additional Compensation:*** None

***Arbitration Claims:*** None

***Self-Regulatory Organization or Administrative Proceeding:*** None

***Bankruptcy Petition:*** None