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FORM ADV PART 2A. BROCHURE

This brochure provides information about the qualifications and business practices of Sensible Financial Planning & Management, LLC. If you have any questions about the contents of this brochure, please contact us at 781-642-0890. Neither the United States Securities and Exchange Commission nor any state securities authority has approved or verified the information in this brochure.

Additional information about Sensible Financial Planning & Management, LLC is also available on the SEC's website at www.adviserinfo.sec.gov. The searchable IARD/CRD number for Sensible Financial Planning & Management, LLC is 120766.

Sensible Financial Planning & Management, LLC is a Registered Investment Adviser. Registration with the United States Securities and Exchange Commission or any state securities authority does not imply a certain level of skill or training.

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Advisory Business

Form ADV Part 2A, Item 4

The U.S. Securities and Exchange Commission granted Sensible Financial Planning & Management, LLC's registration on April 18, 2005. Frederick Hotchkiss Miller, Jr. (CRD Number 4540301) is a Member and the Chief Compliance Officer of the firm. Mr. Miller owns all of the equity of the firm. The firm is not publicly owned or traded. There are no indirect owners of the firm or intermediaries who have any ownership interest in the firm. The firm manages each client's portfolio on an individualized basis. Clients may impose restrictions on their accounts. The firm does not participate in wrap programs. As of December 31, 2011, the firm managed \$135,044,453 in assets on a discretionary basis, representing 608 accounts and managed \$115,769,526 on a nondiscretionary basis representing 283 accounts.

Sensible Financial provides both investment supervisory services and fee-only financial planning services for clients. Approximately sixty-five (65%) percent of **Sensible Financial's** total advisory billings are attributable to the investment supervisory service activity. Approximately ten (10%) percent of **Sensible Financial's** total advisory billings are attributable to the provision of advice within the context of fee-only financial planning concerning securities related matters and approximately twenty-five (25%) percent of **Sensible Financial's** total advisory billings are attributable to the provision of advice with respect to fee-only financial planning services dealing with non-securities related matters.

With respect to fee-only financial planning activities, **Sensible Financial** will first meet with the client to elicit the pertinent information it must analyze to prepare a simple written financial plan. Then, **Sensible Financial** will prepare a written financial plan. **Sensible Financial** will charge a flat fee for this service ranging from \$3,500 to \$6,000. The actual fee will depend directly upon the anticipated complexity of the case and the facts and circumstances of the case. In particular, complexity factors include, but are not limited to, client age, net worth, real estate holdings, trusts, annuities, employment status, children, pensions, inheritances and income tax situation. A retainer of fifty (50%) percent of the agreed upon flat fee or estimated hourly fee shall be payable in the form of a retainer deposit payment with the balance due upon completion of the plan and presentation of the plan to the client. No fee shall be based upon capital gains or capital appreciation of assets. All fees are negotiable. **Sensible Financial** will immediately refund any unearned or unapplied fee to the client. If the client chooses, **Sensible Financial** may also help implement the plan through asset management activity and ongoing financial planning support. **Sensible Financial** will not have any custody of client funds. Client will use a third party custodial firm to hold assets that **Sensible Financial** will manage.

Sensible Financial offers a complimentary introductory meeting to prospective clients who are considering an integrated financial plan, offering them an opportunity to meet **Sensible Financial** professionals and to learn more about **Sensible Financial's** service offerings.

Sensible Financial offers two ongoing services:

- **Portfolio Management:** **Sensible Financial** monitors investment assets, reports performance, and periodically rebalances the holdings to align them with the client's target asset allocation.
- **Integrated Financial Advisory:** **Sensible Financial** works to help the client identify and take actions to accomplish the client's financial planning objectives as identified in the client's financial plan. In addition, **Sensible Financial** monitors investment assets, reports performance, and periodically rebalances the holdings to align them with the client's target asset allocation.

Fees and Compensation

Form ADV Part 2A, Item 5

The fee for Portfolio Management shall be determined as follows:

Assets		<u>Quarterly</u>	<u>Annual</u> <u>Total</u>
Under \$500,000		\$1,150	\$4,600

Assets		For Each	Additional Fee	
From	To	Additional	Quarterly	Per Year
\$500,000	\$4,000,000	\$250,000	\$188	\$750
\$4,000,000	\$15,000,000	\$1,000,000	\$250	\$1,000

The fee for the Integrated Financial Advisory service shall be determined as follows:

Assets		<u>Quarterly</u>	<u>Annual</u> <u>Total</u>
Under \$500,000		\$1,675	\$6,700

Assets		For Each	Additional Fee	
From	To	Additional	Quarterly	Per Year
\$500,000	\$4,000,000	\$250,000	\$250	\$1,000
\$4,000,000	\$15,000,000	\$1,000,000	\$250	\$1,000

Sensible Financial will calculate assets at period end based on electronic custodian asset reports to **Sensible Financial**. *These assets may differ from those reported on custodian statements.* In cases where the client makes a substantial withdrawal or addition during a reporting period, **Sensible Financial** may use the assets just prior to the withdrawal or just after the addition to calculate the fee.

If **Sensible Financial** provides asset management services for periods shorter than indicated above, **Sensible Financial** will prorate the fee (for example, if the quarterly service is provided for one half quarter, the prorated fee will be one half of that which would be charged for the full quarter). The minimum fee will be \$200.

In addition, **Sensible Financial** will charge a one-time account establishment fee to cover the costs of establishing accounts and aligning account positions with the target allocation. This fee usually ranges between \$500 and \$2000. Factors that influence the fee amount include but are not limited to client's total number of accounts to be transferred, the custodian where accounts are held, the number of equity or fixed income positions within those accounts, types of accounts that need to be established and/or consolidated and the time and effort it will take to complete the transition. In exceptional cases, the fee may be larger in order to allow **Sensible Financial** to cover its costs for establishing the new accounts.

Some **Sensible Financial** pre-existing client fee arrangements may differ from the fees quoted above.

Specifically, some clients may pay lower fees. In exceptional cases, and for asset levels not addressed in the fee schedule, **Sensible Financial** may negotiate different fee arrangements to reflect the impact on its costs and profitability of unique client situations.

Sensible Financial strongly prefers to receive fees directly from the client's account. (**Sensible Financial** does bill a few clients directly for asset management services.) However, there is no constructive custody as **Sensible Financial** always uses a qualified custodial firm. Furthermore, such qualified custodial firm sends statements directly to each advisory client at least quarterly. Each advisory client provides a written authorization permitting **Sensible Financial** to draw its fees directly from the client's account.

Mutual funds pay advisory fees to their investment advisers. All holders of mutual fund shares pay these fees. Therefore, **Sensible Financial** clients with mutual funds in their portfolios effectively pay both the **Sensible Financial** firm and the mutual fund adviser for the management of their assets.

Performance-Based Fees and Side-By-Side Management

Form ADV Part 2A, Item 6

Sensible Financial does not charge performance-based fees.

Types of Clients

Form ADV Part 2A, Item 7

Sensible Financial clients may include individuals, pension plans, profit sharing plans, trusts, estates, charitable organizations, corporations and other business entities.

The minimum account size and asset management fee shall be:

Service Offering	Minimum portfolio size	Minimum fee
Portfolio Management	\$500,000	\$4,600
Integrated Financial Advisory	\$500,000	\$6,700

Sensible Financial may modify the minimum annual fee to reflect additional costs of advising, or managing and reporting upon the portfolio. **Sensible Financial** reserves the right to make exceptions to its fee schedules and may establish accounts that have less than the stated minimums.

Methods of Analysis, Investment Strategies and Risk of Loss

Form ADV Part 2A, Item 8

Sensible Financial uses fundamental analysis and technical analysis to analyze securities.

Sensible Financial's investment strategies may include long term purchases, short term purchases, trading, short sales and margin transactions.

All securities investments carry a risk of loss.

Disciplinary Information

Form ADV Part 2A, Item 9

.None.

Other Financial Industry Activities and Affiliations

Form ADV Part 2A, Item 10

None.

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

Form ADV Part 2A, Item 11

Sensible Financial complies with SEC rule 204A-1: the firm has adopted a written code of ethics which among other things requires access persons to report personal securities transaction activities. The firm's Chief Compliance Officer reviews such activities. Clients and prospective clients may request a copy of the firm's code of ethics.

In the unlikely event that the interests of **Sensible Financial**'s account would happen to correspond with an advisory client's interests, **Sensible Financial** would make full disclosure such client at once.

Sensible Financial recommends mutual fund investments almost exclusively, and index mutual funds whenever practicable. As a practical matter, **Sensible Financial**'s ability to influence prices of recommended securities is negligible in most cases.

Furthermore, **Sensible Financial** is in and shall continue to be in total compliance with The Insider Trading and Securities Fraud Enforcement Act of 1988. Specifically, **Sensible Financial** has adopted a firm wide policy statement outlining insider trading compliance by **Sensible Financial** and its associated persons and other employees. **Sensible Financial** has distributed this statement to all its associated persons and other employees, and each such person has signed and dated the statement. **Sensible Financial** leaves a copy of such firm wide policy with such person and maintains the original in a master file. Further, **Sensible Financial** has adopted a written supervisory procedures statement highlighting the steps it will take to implement the firm wide policy. **Sensible Financial** has also distributed these materials to all associated persons and other employees, who signed, dated them. **Sensible Financial** then filed them with the insider trading compliance materials. The procedures include: (1) restricting access to files, (2) requiring continuing education, (3) restricting and/or monitoring trading on those securities of which **Sensible Financial**'s employees may have non-public information, (4) requiring all of **Sensible Financial**'s employees to conduct their trading through a specified broker or reporting all transactions promptly to **Sensible Financial**, and (5) monitoring the securities trading of the firm and its employees and associated persons.

Brokerage Practices

Form ADV Part 2A, Item 12

Sensible Financial suggests brokers to clients. **Sensible Financial** regularly assesses the offerings of brokers, and identifies one or more which provide good net value to clients. Factors considered include trading commissions, quality of reporting to clients and to **Sensible Financial**, and ease of electronic access.

Sensible Financial purchases access to real-time stock quotes and charting capabilities which are used for the benefit of all investment management clients. This service was not a factor in **Sensible Financial's** decision.

Sensible Financial believes that commissions paid by clients are among the lowest in the industry.

Sensible Financial does not direct client transactions to any particular broker in return for products and research services received.

Sensible Financial participates in the TD AMERITRADE Institutional program. TD AMERITRADE Institutional is a division of TD AMERITRADE, Inc. ("TD AMERITRADE") member FINRA/SIPC. TD AMERITRADE is an independent and unaffiliated SEC-registered broker-dealer and FINRA member. TD AMERITRADE offers to independent investment advisors services including custody of securities, trade execution, clearance and settlement of transactions. **Sensible Financial** receives some benefits from TD AMERITRADE through its participation in the program.

Sensible Financial also has an arrangement with National Financial Services LLC, and Fidelity Brokerage Services LLC (together with all affiliates, "Fidelity") through which Fidelity provides **Sensible Financial** with Fidelity's "platform" services. The platform services include, among others, brokerage, custodial, administrative support, record keeping and related services that are intended to support advisors like **Sensible Financial** in conducting business and in serving the best interests of their clients but that may benefit **Sensible Financial**.

Sensible Financial also has an arrangement with BondDesk, which provides **Sensible Financial** with BondDesk's "platform" services. The platform services include, among others, brokerage, administrative support, record keeping and related services that are intended to support advisors like **Sensible Financial** in conducting business and in serving the best interests of their clients but that may benefit **Sensible Financial**.

Sensible Financial participates in TD AMERITRADE's institutional customer program and **Sensible Financial** may recommend TD AMERITRADE to clients. There is no direct link between **Sensible Financial's** participation in the program and the investment advice it gives to its Clients, although **Sensible Financial** receives economic benefits through its participation in the program that are typically not available to TD AMERITRADE retail investors. These benefits include the following products and services (provided without cost or at a discount): receipt of duplicate Client statements and confirmations; research related products and tools; consulting services; access to a trading desk serving **Sensible Financial** participants; access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to Client accounts); the ability to have advisory fees deducted directly from Client accounts; access to an electronic communications network for Client order entry and account information; access to mutual funds with no transaction fees and to certain institutional money managers; and discounts on compliance, marketing, research, technology, and practice management products or services provided to **Sensible Financial** by third party vendors (specifically, **Sensible Financial** uses the "thinkpipes" service to access real-time bid/ask spreads). Some of the products and services made available by TD AMERITRADE through the program may benefit **Sensible Financial** but may not benefit its Client accounts directly. These

products or services may assist **Sensible Financial** in managing and administering Client accounts, including accounts not maintained at TD AMERITRADE. While TD AMERITRADE offers other services intended to help advisors manage and further develop their business enterprises, **Sensible Financial** does not use these services. In particular, **Sensible Financial** does not participate in TD AMERITRADE's paid referral program.

The benefits received by **Sensible Financial** or its personnel through participation in the program do not depend on the amount of brokerage transactions directed to TD AMERITRADE. As part of its fiduciary duties to clients, the firm endeavors at all times to put the interests of its clients first. Clients should be aware, however, that the receipt of economic benefits by **Sensible Financial** or its related persons in and of itself creates a potential conflict of interest and may indirectly influence the **Sensible Financial's** choice of TD AMERITRADE for custody and brokerage services.

Sensible Financial also uses Fidelity's brokerage and custodial services. Fidelity charges brokerage commissions and transaction fees for effecting certain securities transactions (i.e., transactions fees are charged for certain no-load mutual funds, commissions are charged for individual equity and debt securities transactions). Fidelity enables **Sensible Financial** to obtain many no-load mutual funds without transaction charges (**Sensible Financial** recommends only a handful of these funds) and other no-load funds at nominal transaction charges. Fidelity's commission rates are generally considered discounted from customary retail commission rates. However, the commissions and transaction fees charged by Fidelity may be higher or lower than those charged by other custodians and broker-dealers.

As part of the arrangement, Fidelity also makes available to **Sensible Financial**, at no additional charge to **Sensible Financial**, certain research and brokerage services, including research services obtained by Fidelity directly from independent research companies, as selected by **Sensible Financial** (within specified parameters). These research and brokerage services presently include services such as block trading, importation of trades, software used to access the brokerage services, and advisor support services, and are used by **Sensible Financial** to manage accounts for which it has investment discretion.

As a result of receiving such services for no additional cost, **Sensible Financial** may have an incentive to continue to use or expand the use of Fidelity's services. **Sensible Financial** examined this potential conflict of interest when it chose to enter into the relationship with Fidelity and has determined that the relationship is in the best interests of **Sensible Financial's** clients and satisfies its client obligations, including its duty to seek best execution. A client may pay a commission that is higher than another qualified broker-dealer might charge to effect the same transaction where **Sensible Financial** determines in good faith that the commission is reasonable in relation to the value of the brokerage and research services received. In seeking best execution, the determinative factor is not the lowest possible cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of a broker-dealer's services, including the value of research provided, execution capability, commission rates, and responsiveness. Accordingly, although **Sensible Financial** will seek competitive rates, to the benefit of all clients, it may not necessarily obtain the lowest possible commission rates for specific client account transactions. Although the investment research products and services that may be obtained by **Sensible Financial** will generally be used to service all of its clients, a brokerage commission paid by a specific client may be used to pay for services not used in managing a specific client's account, or in effecting a specific trade. **Sensible Financial** and Fidelity are not affiliates, and no broker-dealer affiliated with **Sensible Financial** is involved in the relationship between **Sensible Financial** and Fidelity.

As disclosed under Item 12.B. above, **Sensible Financial** also uses BondDesk's brokerage services. BondDesk may charge transaction fees for effecting certain securities transactions. BondDesk's transaction fees are generally considered discounted from customary retail commission rates. However, the commissions and transaction fees charged by BondDesk may be higher or lower than those charged by other custodians and broker-dealers.

As part of the arrangement, BondDesk also makes available to **Sensible Financial**, at no additional charge to **Sensible Financial**, certain research and brokerage services, including research services obtained by BondDesk directly from independent research companies. These research and brokerage services presently include services such as block trading, software used to access the brokerage services, and advisor support services, and are used by **Sensible Financial** to manage accounts for which it has investment discretion.

As a result of receiving such services for no additional cost, **Sensible Financial** may have an incentive to continue to use or expand the use of BondDesk's services. **Sensible Financial** examined this potential conflict of interest when it chose to enter into the relationship with BondDesk and has determined that the relationship is in the best interests of **Sensible Financial**'s clients and satisfies its client obligations, including its duty to seek best execution. A client may pay a commission that is higher than another qualified broker-dealer might charge to effect the same transaction where **Sensible Financial** determines in good faith that the commission is reasonable in relation to the value of the brokerage and research services received. In seeking best execution, the determinative factor is not the lowest possible cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of a broker-dealer's services, including the value of research provided, execution capability, commission rates, and responsiveness. Accordingly, although **Sensible Financial** will seek competitive rates, to the benefit of all clients, it may not necessarily obtain the lowest possible commission rates for specific client account transactions. **Sensible Financial** and BondDesk are not affiliates, and no broker-dealer affiliated with **Sensible Financial** is involved in the relationship between **Sensible Financial** and BondDesk.

Review of Accounts

Form ADV Part 2A, Item 13

Reviews are undertaken on a periodic basis by Frederick H. Miller, Jr. and Richard D. Fine. There are no independent triggering factors.

Client Referrals and Other Compensation

See Item 12, above.

Form ADV Part 2A, Item 14

Custody

Form ADV Part 2A, Item 15

Sensible Financial does not take custody of client assets.

Investment Discretion

Form ADV Part 2A, Item 16

Each investment management client executes an Investment Policy Statement (IPS) with **Sensible Financial**. This IPS instructs **Sensible Financial** about the client's target return and implied limits on levels of forecast investment risk. In addition, **Sensible Financial** provides each client with a list of securities that are most likely to be used in constructing the client's portfolio. Some clients ask **Sensible Financial** to take authority to make certain investment decisions on their behalf. In these cases, **Sensible Financial** will have authority to determine which securities will be bought and sold and in what amounts in order to implement the instructions in the IPS.

Voting Client Securities

Form ADV Part 2A, Item 17

The firm does not vote proxy statements on behalf of advisory clients.

Financial Information

Form ADV Part 2A, Item 18

No financial reporting is required as the firm does not receive advisory fees more than six months in advance.

Requirements for State-Registered Advisers

Form ADV Part 2A, Item 19

Not applicable.

Additional Information

None.