

Strategic Planning Group, Inc.

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**FORM ADV PART 2
BROCHURE**

This brochure provides information about the qualifications and business practices of Strategic Planning Group, Inc. ("SPG" or the "Firm"). If you have any questions about the contents of this brochure, please contact us at 781-444-9010. 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 the Firm is also available on the SEC's website at www.adviserinfo.sec.gov. The searchable IARD/CRD number for the Firm is 124855.

SPG 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.

Material Changes

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Advisory Business

Form ADV Part 2A, Item 4

Strategic Planning Group, Inc. ("SPG") is a Massachusetts corporation, incorporated on March 15, 1995. David Rourke is the Firm's President, Treasurer, Secretary and Director. The Firm is owned and operated by David Rourke and Jarrod Sherman.

Financial Planning

For clients who elect to receive financial planning, SPG works with its clients to create a custom-designed retirement roadmap (a "Plan") for each client. In creating the Plan, the Firm creates forecasts of the client's financial life, and evaluates the suitability of existing investments and customized investment models. Creating the Plan also involves an evaluation of the positioning of a client's assets, and the way the client receives income, in an effort to minimize income tax while maintaining liquidity. As part of the Plan, SPG also examines the client's potential needs concerning life insurance, long-term care and estate planning.

Investment Management

For clients who elect to engage us for investment management, we design an investment account based upon their individual needs, as derived either from the financial roadmap described above or through personal interviews.

Clients may impose any restrictions they desire on investing in particular securities or types of securities. We do not offer or sponsor a wrap fee program.

We manage client assets. As of December 31, 2017, we managed \$208,355,949 of discretionary assets under management and \$7,590,084 of non-discretionary assets under management.

Fees and Compensation

Form ADV Part 2A, Item 5

Strategic Planning Group offers several services and charges differently for different services.

Fees for Financial Planning

SPG charges a fixed fee to initially write the plan. The fee is based on the client's income, plus the value of their investments, excluding residences, as follows:

Less than \$1,000,000 – fee is \$1,500
Between \$1,000,001 and \$3,000,000 – fee is \$2,500
Over \$3,000,000 – fee is \$3,500

The fee is payable 100% upon signing the agreement. This fee is not negotiable. Each client agreement expressly states that if the client is not 100% satisfied upon receipt of the Plan, SPG will issue a full refund.

One year after beginning the first plan, the Client may choose to renew for another Plan, for a fee of 50% of the original fee set forth above. The renewal fee is payable in full prior to SPG writing a new Plan. The agreement between SPG and the Client for the new Plan shall be set forth in a new written agreement. One year after the beginning of any renewed Plan, the Client may choose to further renew at the same fee amount.

Investment Management Fees

Should Clients elect to have their investments managed by SPG, SPG will schedule investment review meetings to examine diversification and performance with the client every 90 days after the beginning of the Plan, and will consider any rebalancing or reallocation that may be warranted to meet the Client's goals. The Client plays an annual fee for this service, under one of the two fee schedules below. Fees are debited directly from the client's assets on a quarterly basis. The Client may not select the method of fee payment.

Fee Schedule 1:

This fee is charged quarterly in advance as follows based upon the assets under management:

Less than \$3,000,000, fee is 1%

\$3,000,0001 to \$7,000,000, the fee is .80%

Over \$7,000,001 is .50%

Fee schedule 1 is calculated based upon the account value at the end of the prior quarter. Because fees are paid in advance, if a client elects to terminate management before the end of a billing period, the fee will be pro-rated for the number of days left in the quarter and the client will receive a refund of the pro-rata advisory fees. A client may terminate the agreement by giving not less than 30 days written notice of such intent to terminate. Clients may terminate their agreement within five days of signing the agreement and receive a full refund of pre-paid advisory fees.

Fee Schedule 2:

1.5% of the assets under management, charged on a quarterly basis in arrears

Fees are calculated based upon average daily balance in the account. Because fees are paid in arrears, fees are pro-rated for any partial quarters for which the account is under management. A client may terminate the agreement by giving not less than 30 days written notice of such intent to terminate.

Additional Fees and Expenses

Clients are responsible for all mutual fund expenses, exchange traded fund expenses, custodial fees, and other transaction costs. The fees and expenses associated with your advisory account vary. Please consult your custodial agreement and addendums for specific information about the fees you will incur in addition to our Management Fee. Similar services may be available from different custodians for a lower cost.

Performance-Based Fees and Side-by-Side Management

Form ADV Part 2A, Item 6

Strategic Planning Group does not accept performance-based fees.

Types of Clients

Form ADV Part 2A, Item 17

We generally provide investment advice to individuals. We have no requirements for opening or maintaining account concerning minimum account size.

Methods of Analysis

Form ADV Part 2A, Item 8

SPG invests client assets predominantly in mutual funds and exchange traded funds. In limited circumstances, SPG may invest client assets in individual securities including non-exchange traded securities. There are risks associated with investments in securities generally, and there are significant and additional risks in investing in non-exchange traded securities, in particular. The following are some of the risks associated with investing in non-exchange traded securities:

Many non-exchange traded equities are issued by small companies with limited histories or that are in economic distress.

Information on non-exchange traded securities may not be continuously available to the public and it may be difficult to locate.

Many off-exchange traded securities can be relatively illiquid or "thinly traded," which can increase price volatility. Illiquid securities are often difficult for investors to buy or sell without affecting the quoted price.

In some cases, the liquidation of a position in an off-exchange traded security may not be possible within a reasonable period of time.

Because of a potential lack of transparency into non-exchange traded securities, as well as lower prices and volume, there is a greater risk of fraud and an increased incidence of market manipulation with respect to securities not traded on a national exchange.

When meeting with clients, we have a discussion about previous investments, help clients to determine their risk tolerance and their attitude toward loss of principal. We attempt to tailor the advice we provide based upon their responses.

Disciplinary Information

Form ADV Part 2A, Item 9

This section requires us to disclose legal or disciplinary events that are material to a client or prospective client's evaluation of our advisory business or the integrity of our management. Neither Strategic Planning Group, Inc. nor our advisory representatives have been involved in any civil or criminal actions, regulatory actions or civil money penalties that are material to your ability to evaluate our advisory business.

Other Financial Industry Activities and Affiliations

Form ADV Part 2A, Item 10

Neither we nor any of our management persons are registered or have an application pending to register as a broker-dealer or a registered representative of a broker-dealer.

Neither we nor our management persons are registered or have an application pending to register as a futures commission merchant, commodity pool operator, a commodity trading advisor, or an associated person of the foregoing activities.

Neither we nor our management persons have any other relationships or arrangements that are material to our advisory business or to our clients with a related person or entity that creates a material conflict of interest with clients.

Strategic Planning Group has entered into an agreement with a third party manager, Taiber Kosmala & Associates, LLC. As a result, Strategic Planning Group receives investment research, which it may or may not use in the implementation of its services to you. This creates a conflict of interest in that Strategic Planning Group may or may not be using this investment research in the management of your account but will be compensating the third-party manager.

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

Form ADV Part 2A, Item 11

The Firm requires its associated persons, regardless of their role or seniority in the organization, to act in an ethical manner. As a fiduciary, the Firm has a duty to act solely in the best interests of its clients, and conflicts of interest must be resolved in the favor of such clients. The Firm has established and maintains a written Code of Ethics. The Code of Ethics has been prepared in recognition of the fact that SPG's reputation for honesty, integrity, care and diligence is a precious asset. The Code of Ethics is intended to promote and safeguard this reputation and to illustrate to each employee the Firm's expectation that employees will conduct themselves in accordance with the highest ethical standards. A copy of SPG's Code of Ethics will be provided to any client or prospective client upon request.

Due to the nature of its business activities, SPG and its related persons may experience instances where a conflict of interest might arise between certain parties. In particular, the principals of SPG may co-invest in the same instruments or opportunities in connection with which the Firm advises its clients. In such a scenario, the Firm will ensure that the terms available to SPG and its related persons are no more favorable than those available to the Firm's clients at the time each such transaction is undertaken. In addition, such co-investment is permitted only after the Firm's clients have participated in such investment to the extent judged desirable by the Firm.

Moreover, from time to time, SPG or its principals may provide consulting or other services to issuers of securities in which the principals of SPG may invest and which they may recommend to the Firm's clients. SPG or its principals may be compensated for such services, including, without limitation, through the issuance to them of securities. Such relationships could pose a potential conflict of interest for SPG and its principals. To mitigate this conflict, prior to first investing for a client, or first advising a client to invest, in securities of an issuer to which SPG or its principals is or has provided compensated consulting or other services, SPG will seek from the client specific acknowledgement that the client is aware of the foregoing disclosure and consent.

Brokerage Practices

Form ADV Part 2A, Item 12

Broker/Dealer Selection

We recommend that clients establish brokerage accounts with either Schwab Institutional ("Schwab"), or TD Ameritrade, Inc., ("TDA"), both of which are registered broker-dealers, to maintain custody of your assets and to effect trades for your accounts.

We are independently owned and operated and not affiliated with either entity.

Schwab provides us with access to its institutional trading and custody services, which are typically not available to Schwab retail investors. We may have an incentive to recommend Schwab because of the access it provides.

Schwab makes available to us other products and services that benefit us but may not benefit your accounts. Some of these other products and services assist us in managing and administering your accounts. These include software and other technology that provide access to your account data (such as trade confirmations and account statements), facilitate trade execution (and allocation of aggregated trade orders for multiple client accounts); provide research, pricing information and other market data; facilitate payment of our fees from your accounts; and assist with back-office functions, recordkeeping and client reporting. Many of these services generally may be used to service all of or a substantial number of our accounts, including accounts not maintained at Schwab Institutional.

Schwab Institutional also makes available to us other services intended to help us manage and further develop our 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 us by independent third parties. Schwab Institutional 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 us. Schwab, in its discretion, may discount or waive transactions fees (commissions or ticket charges) for trades made by the Firm's principals and employees.

We endeavor to act in your best interest. Our recommendation that you maintain your assets at Schwab may be based in part on the benefit to us of the availability of some of the foregoing products and services and not solely on the nature, cost or quality of custody and brokerage services provided by Schwab. This creates a conflict of interest.

We participate in the TD Ameritrade Institutional program. TD Ameritrade Institutional is a division of TD Ameritrade, Inc. ("TDA") member FINRA/SIPC. TD Ameritrade is an independent SEC-registered broker/dealer. TD Ameritrade and TLW are separate and unaffiliated. TD Ameritrade offers services to independently registered investment advisors which include custody of securities, trade execution, and clearance and settlement of transactions. Advisor receives some benefits from TD Ameritrade through its participation in the program. We selected TDA as the broker/dealer to execute trades and custody accounts on the basis of the variety of investments available through this platform, the relatively low cost of transactions, and for the ease of doing business.

In connection with our recommendation of TDA as a custodian, we have received from them additional services, including an arrangement through which Clients opening new accounts will receive a trading credit to cover some of the expenses associated with transferring their assets, and a cost savings on the use of Orion Advisor Services, a back office service provider that we use in the servicing of your accounts. Both of these services are used by us in the provision of investment advice to our clients. This creates a conflict of interest in that we have a financial incentive to recommend TDA as a custodian. We have a duty to seek best execution for our customer accounts and feel that the combination of low transaction costs, custodial services, investment options and ease of doing business make TDA the best custodian to recommend at this time.

Clients may select another custodian. Not all advisers would require or suggest that you use a particular custodian. If you choose a different custodian, we may not be able to achieve the most favorable execution of transactions. It may cost you more or less money. In particular, you may pay higher brokerage commissions or receive less favorable prices. The method of pricing custodial fees differs from Schwab and TDA and although they are comparable in overall cost, the calculation methods are different. You should consider those factors as they relate to your individual decision to select one custodian over another. Information about the

various fees associated with custody and trading are available from Schwab and TDA as detailed in their custodial agreements and/or account opening documents.

We may combine orders into block trades when more than one account is participating in the trade. This blocking or bunching technique must be equitable and potentially advantageous for each such account. We engage in block trading when it is consistent with the duty to seek best execution and is consistent with the terms of our investment advisory agreements.

Equity trades are blocked based upon fairness to client, both in the participation of their account, and in the allocation of orders for the accounts of more than one client. Allocations of all orders are performed in a timely and efficient manner. All managed accounts participating in a block execution receive the same execution price (average share price) for the securities purchased or sold in a trading day. Any portion of an order that remains unfilled at the end of a given day will be rewritten on the following day as a new order with a new daily average price to be determined at the end of the following day.

Due to the low liquidity of certain securities, broker availability may be limited. Open orders are worked until they are completely filled, which may span the course of several days. If an order is filled in its entirety, securities purchased in the aggregated transaction will be allocated among the accounts participating in the trade in accordance with the allocation statement. If an order is partially filled, the securities will be allocated pro rata based on the allocation statement. We may allocate trades in a different manner than indicated on the allocation statement (non-pro rata) only if all managed accounts receive fair and equitable treatment.

Review of Accounts

Form ADV Part 2A, Item 13

Investment Management accounts are reviewed on a no less than quarterly basis by the advisory representative associated with the account. Financial Plans are reviewed on an annual basis by the advisory representative associated with the account if the client has elected to renew the planning service for an additional year.

Accounts are not reviewed on an other than quarterly basis. A quarterly review includes a written report showing the results of the review, including present and proposed debt-to-equity ratios, present and proposed debt investment diversification, present and proposed equity diversification and an analysis from Morningstar on each of the client's mutual fund holdings. This report is delivered to the client before or during the review.

We do not receive any brokerage commissions, nor do we have any obligation to direct client transactions to a particular broker-dealer in order to receive any soft dollar benefits. We do not receive any referrals from broker/dealers.

Investment Discretion

Form ADV Part 2A, Item 14

We accept discretionary authority to manage securities accounts on behalf of clients. We will assume this authority if clients sign our investment advisory agreement and elect to give us discretionary authority. Clients may place limitations on this authority or elect not to give us discretion.

Custody

Form ADV Part 2A, Item 15

Strategic Planning Group has custody by the virtue of its ability to withdraw advisory fees directly from customer accounts and through its ability, on some accounts, to act on a standing letter of authorization. Standing Letters of Authorization may be cancelled at any time. The deduction of the advisory fee shows on each quarterly statement, and customers are advised to review all activity on their statements regularly.

Investment Discretion

Form ADV Part 2A, Item 16

We accept discretionary authority to manage securities accounts on behalf of clients. We will assume this authority if clients sign our investment advisory agreement and elect to give us discretionary authority. Clients may place limitations on this authority or elect not to give us discretion.

Voting Client Securities

Form ADV Part 2A, Item 17

We do not have the authority to vote client securities. Clients receive their proxies or other solicitations directly from their custodian or transfer agent. Clients may contact us at any time with questions about a particular solicitation by calling 781-444-9010.

Financial Information

Form ADV Part 2A, Item 18

We do not require or solicit prepayments of more than \$1,200 in fees per client, six months or more in advance. We do not have any financial condition that is reasonably likely to impair our ability to meet contractual agreements to clients.