



Siena Wealth Management, Inc.

3055 Olin Avenue, Suite 2000

San Jose, CA 95128

(408) 244-3800

www.sienawealth.com

February 11, 2013

**Form ADV Part 2A
Brochure**

This Brochure provides information about the qualifications and business practices of Siena Wealth Management, Inc. If you have any questions about the contents of this Brochure, please contact us at (408) 244-3800 and/or clientservice@sienawealth.com. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission (SEC) or by any state securities authority.

Siena Wealth Management, Inc. (Siena) is a registered investment adviser. Registration of an investment adviser does not imply a certain level of skill or training.

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

Item 2 – Material Changes

At least annually, this section will discuss only specific material changes that are made to the Siena's Brochure and provide you with a summary of such changes. Additionally, reference to the date of the last annual update to this Brochure will be provided.

Our last annual update occurred on March 21, 2012. The changes made to our brochure since that date are as follows:

- In Item 4, the amount of non-discretionary client assets under our management was updated.
- We now also have a custodial relationship with TD Ameritrade.
- In Item 7, we indicated that we offer our services to Pension Plans now.

Currently, our brochure may be requested by contacting Diem Pham at (408) 244-3800 or clientservice@sienawealth.com.

Additional information about Siena Wealth Management is also available via the SEC's web site www.adviserinfo.sec.gov. The SEC's website also provides information about any persons affiliated with Siena Wealth Management who are registered, or are required to be registered, as investment adviser representatives of Siena Wealth Management.

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Item 4 – Advisory Business

Siena Wealth Management, Inc. (Siena) is an independent registered investment adviser, serving high net worth investors in the Silicon Valley and the greater San Francisco Bay Area since 1981. Our principal owner is Ronald J. Howard.

Our clients place great importance on the guidance we provide as their personal Chief Financial Officer—helping them to grow and protect their wealth. At Siena, we develop close relationships with each one of our clients.

Siena provides advice to clients regarding investment of client funds based on the individual needs of the client. Through personal discussions in which goals, objectives and risk tolerance based on a client's particular circumstances are established, Siena develops a client's personal investment policy statement and creates and manages a portfolio based on that policy. Siena manages advisory accounts only on a nondiscretionary basis. Account supervision is guided by the stated objectives of the client (i.e., equity, capital appreciation, moderate, balanced, conservative or defensive).

Siena will typically create a portfolio of no-load mutual funds, exchange traded funds and exchange traded notes, using customized portfolios intended to reflect the client's investment policy statement. Siena will allocate the client's assets among various asset classes, taking into consideration the overall management style selected by the client. Siena recommends portfolios consisting primarily of mutual funds offered by Dimensional Fund Advisors (DFA). DFA-sponsored mutual funds follow an institutional asset class investment philosophy with low turnover. Consequently, the DFA fund fees are generally lower than fees and expenses charged by other types of funds. Client portfolios may also include variable annuities, other mutual funds, bonds, REITs, commercial paper, and some individual equity securities.

The mutual funds will be selected on the basis of any or all of the following criteria: the fund's performance history; the industry sector in which the fund invests; the track record of the fund's manager; the correlation to other funds; the fund's investment objectives; the fund's management style and philosophy; and the fund's management fee structure. Each client's individual needs and circumstances will determine portfolio weighting between equity and fixed income. Clients will have the opportunity to place reasonable restrictions on the types of investments which will be made on the client's behalf. Clients will retain individual ownership of all securities.

During its reviews, if Siena believes that a particular investment is performing inadequately, or if Siena believes that a different investment is more suitable for the client's

account, then Siena will recommend a different investment and/or discuss an alternative investment allocation with the client and implement it upon the client's approval.

Siena will monitor all client accounts at least monthly. We review each portfolio at least four times a year to determine if the accounts need to be rebalanced. Some accounts are reviewed and rebalanced more frequently when appropriate.

Siena also offers Wealth Management Consulting services to clients. After an in-depth discovery meeting, Siena will develop an investment plan and Investment Policy Statement (IPS) for all clients which has recommendations for moving forward along with detailing the approach to investing for the client. Siena regularly meets with Wealth Management clients to review the progress and implementation of the plan. Siena's team of specialists apply their expertise to evaluate all aspects of a client's financial situation and devise appropriate solutions.

As of December 30, 2012, Siena Wealth Management had total assets under management of \$216,345,606. All assets are nondiscretionary.

Item 5 – Fees and Compensation

The annual fee for investment management services will be charged as a percentage of assets under management, according to the tiered/blended schedule below. A separate fee is not charged for Siena's Wealth Management Consulting services.

Assets under management Annual Fee Range

First \$249,999	1.50% - 2.00%
Next \$250,000 to \$499,999	1.00% - 1.25%
Next \$500,000 to \$999,999	0.80% - 1.00%
Next \$1,000,000 to \$1,999,999	0.60%
Next \$2,000,000 and Above	0.40%

A minimum of \$500,000 of assets under management is required for investment accounts. All accounts for members of the client's family (husband, wife and dependent children) or related businesses may be assessed fees based on the total balance of all accounts. These account minimums may be negotiable under certain circumstances.

The specific manner in which fees are charged by Siena is established in a client's written agreement with Siena. Siena will generally bill its fees quarterly based upon the market value. Most clients are billed in advance each calendar quarter. Clients authorize Siena to directly debit fees from their accounts. Management fees shall be prorated for each capital contribution made during the applicable calendar quarter. Accounts initiated during a

calendar quarter will be charged a prorated fee for that first quarter. Upon termination of any account, any prepaid, unearned fees will be promptly refunded, and any earned, unpaid fees will be due and payable.

Siena'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 and other third parties such as fees charged by managers, custodial fees, 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, Siena's fee, and Siena shall not receive any portion of these commissions, fees, and costs.

All fees are calculated as described above and are not charged on the basis of a share of capital gains or upon capital appreciation of the funds or any portion of the funds of an advisory client.

Siena retains an independent third-party account administrator, LWI Financial Inc. (LWI), which performs certain services such as account administration, back-office fulfillment, report and statement production and record keeping. Such services are paid directly by Siena. LWI is an investment adviser registered with the Securities and Exchange Commission.

LWI may also sponsor educational seminars for the benefit of Siena and its clients. Such educational seminars provide Siena with access to information and ideas regarding practice development, client servicing, investment strategy, relationship management and financial planning. Expenses associated with attendance at such educational seminars may be paid or reimbursed, either in whole or in part, by LWI.

In certain circumstances, all fees, account minimums and their applications to family circumstances may be negotiable.

A client agreement may be canceled at any time, by either party, for any reason upon receipt of 30 days' written notice. Upon termination of any account, any prepaid, unearned fees will be promptly refunded. The client has the right to terminate an agreement without penalty within five business days after entering into the agreement.

Item 12 further describes the factors that Siena considers in selecting or recommending custodians and/or broker-dealers for client transactions and determining the reasonableness of their compensation (e.g., transaction fees and commissions).

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

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

Item 7 – Types of Clients

Siena provides portfolio management services to individuals, high net worth individuals, and families as well as some pension plans.

A minimum of \$500,000 of assets under management is required for investment accounts. All accounts for members of the client's family (husband, wife and dependent children) or related businesses may be assessed fees based on the total balance of all accounts. These account minimums may be negotiable under certain circumstances.

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

Siena's security analysis is based on a number of factors including those derived from commercially available software technology and general market information.

Siena's main sources of information include Dimensional Fund Advisors (DFA), LWI Financial, Inc. (LWI), commercially available investment services, financial newspapers, periodicals and issuer-prepared information.

In addition to publicly available research, Siena has the benefit through its association with LWI to access and utilize research provided by LWI's Investment Committee. Along with LWI personnel, University of Santa Clara professor Meir Statman and Nobel-Prize winning professor Harry Markowitz serve on the LWI Investment Committee. In addition, DFA has relationships with well known academic researchers (such as professors Gene Fama and Ken French) who provide research materials to Siena and Siena's Investment Advisory Representatives (IARs) among others for their use.

Siena's investment advice is based on long-term investment strategies incorporating the principles of Modern Portfolio Theory. Siena's investment approach is firmly rooted in the belief that markets are efficient and that investors' returns are determined principally by asset allocation decisions, not by market timing or stock picking. Siena focuses on developing diversified portfolios, principally through the use of passively-managed, asset class mutual funds that are available only to institutional investors and clients of a network of selected investment advisers.

Siena IARs' recommendations are generally designed as a longer-term investment strategy. However, Siena IARs may adjust their recommendations based upon the needs, objectives

or preferences of the client. These adjustments, based on a client's specific wishes, may result in an asset allocation that is less-than-optimal relative to long-term needs, but are "behaviorally" acceptable to the client.

Investing in securities involves risk of loss that clients should be prepared to bear. Siena's investment recommendations seek to limit risk through broad global diversification in equities and short-term fixed income securities or diversified bond funds.

Item 9 – Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of Siena or the integrity of Siena's management. Siena has no information applicable to this item.

Item 10 – Other Financial Industry Activities and Affiliations

Michael D. Demko, in addition to being an IAR of Siena, is dually registered as an IAR with LWI and receives compensation for accounts managed at LWI. LWI is the registered investment adviser for those accounts. Siena receives no compensation from the accounts managed by LWI.

Mike offers tax preparation services to clients who may also be investment advisory clients of Siena. These services are managed by Mike and are independent from Siena; therefore, they are not under Siena's control. These services are considered to be "outside business activities" and have been disclosed to Siena. None of the revenue from Mike's tax preparation services is shared with Siena.

Item 11 – Code of Ethics

Siena has adopted a Code of Ethics for all supervised persons of the firm describing its high standard of business conduct, and fiduciary duty to its clients. The Code of Ethics includes provisions relating to the confidentiality of client information, a prohibition on insider trading, a prohibition of rumor mongering, restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures, among other things. All supervised persons at Siena must acknowledge the terms of the Code of Ethics annually, or as amended.

Siena anticipates that, in appropriate circumstances, it will recommend to investment advisory clients or prospective clients, the purchase or sale of securities in which Siena, its affiliates and/or clients, directly or indirectly, have a position of interest. Siena's employees and persons associated with Siena are required to follow Siena's Code of Ethics. Subject to satisfying this policy and applicable laws, officers, directors and employees of Siena and its

affiliates may trade for their own accounts in securities which are recommended to and/or purchased for Siena's clients. The Code of Ethics is designed to assure that the personal securities transactions, activities and interests of the employees of Siena will not interfere with (1) making decisions in the best interest of advisory clients and (2) implementing such decisions while, at the same time, allowing employees to invest for their own accounts. Under the Code certain classes of securities have been designated as exempt transactions, based upon a determination that these would materially not interfere with the best interest of Siena's clients. In addition, the Code requires pre-clearance of many transactions, and restricts trading in close proximity to client trading activity. Nonetheless, because the Code of Ethics in some circumstances would permit employees to invest in the same securities as clients, there is a possibility that employees might benefit from market activity by a client in a security held by an employee. Employee trading is continually monitored to reasonably prevent conflicts of interest between Siena and its clients.

It is Siena's policy that the firm will not affect any principal or agency cross securities transactions for client accounts. Additionally, Siena will not cross trade between client accounts.

Siena's clients or prospective clients may request a copy of the firm's Code of Ethics by contacting Diem Pham at (408) 244-3800 or clientservice@sienawealth.com.

Item 12 – Brokerage Practices

Siena utilizes the services of Schwab Institutional and TD Ameritrade. As custodians and broker-dealers, Schwab Institutional and TD Ameritrade provide our clients with access to institutional trading and custody services, which services are typically not available to retail investors. These services generally are available to independent investment advisers on an unsolicited basis and at no charge to them.

Schwab Institutional and TD Ameritrade also make available to Siena other products and services that benefit Siena but may not benefit its clients' accounts. Some of these other products and services assist Siena in managing and administering clients' accounts. These include software and other technology that: (1) provide access to client account data (such as trade confirmations and account statements); (2) facilitate trade execution; (3) provide research, pricing information and other market data; (4) facilitate payment of Siena's fees from its clients accounts; and (5) 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 Siena's accounts.

Recommended custodians and fund managers also make available to Siena other services intended to help Siena 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. Siena does not, however, enter into any commitments with the custodians and fund managers for transaction levels in exchange for any services or products from them.

While Siena endeavors to act in its clients' best interests, Siena's requirement that clients maintain their assets in accounts at Schwab Institutional and/or TD Ameritrade may be based in part on the benefit to Siena of the availability of some of the foregoing products and services at no cost to Siena, and not solely on the nature, cost or quality of custody and brokerage services provided by the custodians, which may create a potential conflict of interest.

Siena does not receive soft dollar benefits from any of the custodians and fund managers with whom it works.

For the most part, Siena does not have discretion to trade in client accounts. Although the clients sign paperwork with the account custodian stating that Siena has trading discretion, the Siena Relationship Agreement limits trading discretion solely to buying and holding the portfolio to which the client has specifically consented in writing. When the re-optimization analyses are prepared and trades are executed on the client's behalf, Siena and Siena IARs will determine what trades are needed to maintain a close proximity to the portfolio. This discretion does not allow Siena to change the mutual funds being used or deviate significantly from the portfolio. Any such changes or significant deviations must be approved in writing by the client.

Although Siena IARs recommend Schwab Institutional and/or TD Ameritrade be employed as custodian for client accounts, clients are under no obligation to work with Schwab Institutional or TD Ameritrade.

Clients are not permitted to direct Siena to utilize their desired brokers other than Schwab Institutional and/or TD Ameritrade. Siena has chosen Schwab Institutional and TD Ameritrade because of ease of access of client account information and quality of execution.

Siena clients may wish to transfer into their managed account certain assets held elsewhere and continue to hold these assets without Siena charging a fee or providing advice on these assets. These assets are marked as "unmanaged" or "non-discretionary" and will only be traded when Siena receives specific trading instructions from the client to do so. These assets will not be reflected in any performance reports provided to the client since they are not considered a part of the managed portfolio and may not be consistent with the Siena investment philosophy.

Clients are able to borrow against the securities held in their accounts utilizing margin loans offered by Schwab Institutional or TD Ameritrade. However, since margin borrowing increases investment risk for clients, margin is not generally used as an investment strategy for Siena clients.

Siena has chosen to not aggregate (combine for purposes of securing reduced commissions or transaction fees) the trades of its clients. This is due to the fact that all trade decisions are reviewed for short-term and long-term tax efficiency, which requires individual analysis of most trading decisions. This individual analysis of trades does not lend itself to computer software programs or manual entry processes which would aggregate trades. As a result, Siena's clients do not receive the benefits of reduced transaction fees such aggregation of trades could provide to our clients, generally. However, Siena's clients may receive benefits from enhanced tax-efficient portfolio management, which clients of other investment advisers may not be receiving.

Item 13 – Review of Accounts

While the underlying securities within investment accounts are continuously monitored, these accounts are reviewed at least four times a year by the Chief Compliance Officer or assigned IAR of Siena. Accounts are reviewed in the context of each client's stated investment objectives and guidelines. More frequent reviews may be triggered by material changes in variables such as the client's individual circumstances, or the market, political or economic environment.

In addition to the monthly statements and confirmations of transactions that clients receive from Schwab Institutional or TD Ameritrade, Siena will provide quarterly reports summarizing account performance, balances and holdings. These quarterly reports will also remind the client to notify Siena if there have been changes in the client's financial situation or investment objectives and whether the client wishes to impose investment restrictions or modify existing restrictions.

Siena IARs meet with clients periodically based on each client's meeting preferences to review performance, determine if any material changes have occurred in the client's goals or financial resources and generally to assure themselves that each client is satisfied with their services.

Item 14 – Client Referrals and Other Compensation

Siena does not have any arrangements to compensate anyone for client referrals. Siena does not receive any additional compensation from non-clients.

Item 15 – Custody

Clients should receive monthly statements from Schwab Institutional and/or TD Ameritrade. Siena urges clients to carefully review such statements and compare such official custodial records to the account statements that we may provide. Our statements may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities. These reports also may vary if we hold any “unmanaged assets” in a client’s managed account.

Custodial accounts are insured by the Securities Insurance Protection Corporation (SIPC) against fraudulent acts by the custodian or any of the custodian’s agents, including Siena IARs, when acting as an agent for the custodian. The SIPC insurance only covers the first \$500,000 of loss per account, but Schwab Institutional and TD Ameritrade carry supplemental policies that insure accounts up to much higher limits. Schwab Institutional and TD Ameritrade will provide this information upon request.

Item 16 – Investment Discretion

Siena usually receives discretionary authority from the client at the outset of an advisory relationship only to rebalance the portfolio, as it deems necessary, back to original allocation percentages as stated in the client’s IPS.

Item 17 – Voting Client Securities

As a matter of firm policy and practice, Siena does not vote proxies on behalf of advisory clients. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in client portfolios. Siena may provide advice to clients regarding the clients’ voting of proxies. Clients will receive all proxies and solicitations directly from the mutual fund company, exchange traded fund or investment firm.

Item 18 – Financial Information

Registered investment advisers are required in this item to provide you with certain financial information or disclosures about Siena’s financial condition. Siena has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients, and has not been the subject of a bankruptcy proceeding.



Brochure Supplements

Part 2B of Form ADV

February 6, 2013

Supervised Personnel

This brochure supplement provides information about all the supervised personnel of Siena Wealth Management and supplements the Siena brochure. If you receive this supplement independently from Siena's disclosure brochure, please contact Diem Pham at clientservice@sienawealth.com for a full copy of the brochure or if you have any questions on the brochure or its supplements.

Additional information about each of the named supervised personnel is available on the SEC's website at www.adviserinfo.sec.gov.



Ronald J. Howard, Managing Principal, President, Chief Compliance Officer, and Investment Adviser Representative
3055 Olin Avenue, Suite 2000, San Jose, CA 95128
(408) 244-3800

Ron Howard was born in California in 1951. He graduated in 1975 from Brigham Young University in Provo, Utah with a BS degree in Business Management with a concentration in finance and investment management. In addition, he has done postgraduate work at Golden Gate University in San Francisco.

Ron is currently the Managing Principal and President of Siena Wealth Management, Inc., an independent, fee-only, registered investment adviser serving more than 185 high net worth individuals and families. Prior to Siena Wealth Management Ron served as Executive Vice President and Director of Strategy at LWI Financial, Inc.

Ron has not been the subject of any disciplinary action from any of the regulatory bodies responsible for policing his professional activities.

The Chief Compliance Officer for Siena Wealth Management is Ron Howard. He is responsible for supervising and monitoring the advice and work of Siena's IARs. Ron reviews and/or approves all client correspondence, recommendations and advertising materials. Ron's work is reviewed by Mike Demko, an IAR with the firm. Both can be reached at (408) 244-3800.

Ron has been invited to speak to many civic organizations, universities, professional groups and at national investment conferences, lecturing on modern portfolio theory, asset allocation, investments, taxation, financial planning and business development. Ron has written many articles on investments and financial planning and has made several television appearances.



Michael Alen Weakley, Investment Adviser Representative
3055 Olin Avenue, Suite 2000, San Jose, CA 95128 (408) 244-3800

Mike Weakley was born in Iowa in 1941. He earned his Masters of Financial Services from the Graduate School of the American College in Bryn Mawr, Pennsylvania in 1997. Mr. Weakley is currently a senior financial adviser with Siena Wealth Management, Inc., sharing his expertise in the diverse areas of estate and retirement planning, income tax planning and analysis, planned giving strategies and complete integration of wealth management. Previously, Mike was a Registered Representative and an IAR for LWI Financial, Inc. (LWI), as well as their predecessors, Assante Asset Management and RWB Advisory Services.

Mike has been a Certified Financial Planner (CFP®) since 1986. There are significant requirements to earn the CFP® certification marks, including completing a comprehensive course of study at a college or university offering a financial planning curriculum approved by the CFP Board, and passing a two-day, 10-hour CFP® Certification Examination that tests one's ability to apply financial planning knowledge in an integrated format.

Mike has not been the subject of any disciplinary action from any of the regulatory bodies responsible for policing his professional activities.

Mike is supervised by Ron Howard, Chief Compliance Officer for Siena. Ron can be reached at (408) 244-3800. Ron reviews and/or approves all of Mike's client correspondence, recommendations and advertising materials.

Mike previously was employed as a commercial airline pilot and served as a fighter pilot for the U.S. Navy.



Michael David Demko, Investment Adviser Representative
3055 Olin Avenue, Suite 2000, San Jose, CA 95128 (408) 244-3800

Mike Demko was born in Illinois in 1963. Mike earned his BS degree in Finance from San Jose State University in 1991. He received the Certified Fund Specialist® (CFS) designation from The Institute of Business & Finance, where he learned to evaluate and compare financial measurements and benchmarks when constructing an investment portfolio.

Modern Portfolio Theory is a key part of the program; its components are broken down and detailed in terms the adviser can easily understand and convey to a client. To become a CFS, Mike completed a 60 hour self-study program which provides financial training on mutual funds and the mutual fund industry. In addition to training in open-end funds, closed-end funds, ETFs, and REITs, topics include modern portfolio theory and dollar cost averaging. Candidates must have a bachelor's degree or one year of financial services work experience. The designation is obtained by passing three exams and successfully completing a case study. Thirty hours of continuing education credits must be satisfied every two years. Mike is also a CTEC (California Tax Education Council) Registered Tax Preparer (CRTP®). To become registered, Mike completed 60 hours of qualifying tax education. In addition, he must complete 20 hours of continuing tax education each year. Consumers can verify the status of a CRTP by calling CTEC at (877) 850-2832.

Mike is currently a senior financial adviser with Siena Wealth Management, Inc. as well as a IAR with LWI Financial. Prior to Siena Wealth Management Mike was a Registered Representative with Loring Ward Securities, Inc., Reinhardt Werba Bowen Securities Inc. and Royal Alliance Associates, Inc.

Mike has not been the subject of any disciplinary action from any of the regulatory bodies responsible for policing his professional activities.

Mike's work is supervised by Ron Howard, Chief Compliance Officer for Siena, and Howard Lee, Vice-President Advisor Services for LWI. Ron can be reached at (408) 244-3800. Howard's telephone number is (408) 260-3100. Ron or Howard reviews and/or approves all of Mike's client correspondence, recommendations and advertising materials for Siena or LWI respectively.

Mike's fee-based practice at Siena focuses on client education and measured progress toward achieving client goals. His menu of services includes estate planning, wealth transfer, asset management and retirement planning. Among the services he offers is helping clients develop an investment strategy based on principles of Nobel Prize-winning Modern Portfolio Theory.