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FORM ADV PART 2A
FIRM BROCHURE

This Brochure provides information about the qualifications and business practices of Fred Myers, CPA, P.C. If you have any questions about the contents of this Brochure, please contact us at 512/457-8555 and/or www.fredmyerscpa.com. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Fred Myers, CPA, P.C. 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.

Additional information about Fred Myers, CPA, P.C. is also available on the SEC's website at www.adviserinfo.sec.gov. The searchable IARD/CRD number for The Institute for Wealth Management, LLC is 116010.

Item 2 Material Changes

Form ADV Part 2 requires registered investment advisers to amend their brochure when information becomes materially inaccurate. If there are any material changes to an adviser's disclosure brochure, the adviser is required to notify you and provide you with a description of the material changes.

Since our last annual update dated November 8, 2012, the following material changes were made to the Fred Myers, CPA, P.C. Firm Brochure:

- Item 4 has been revised to disclose our assets under management as of December 31, 2014.

Other non-material changes have been made to this Brochure and as such, we encourage you to read this Brochure in its entirety. We will provide you with our current Brochure at any time without charge, upon.

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Item 4 Advisory Business

Firm Background

Fred Myers, CPA, P.C. is a SEC Registered Investment Adviser, organized as a corporation under the laws of the State of Texas since 1996. The firm is 100% owned by Fred Myers.

Advisory Business

We provide investment advisory and financial planning services. Additionally, as a non-corporate individual proprietor, doing business as Fred Myers, CPA. As an individual, Fred Myers also provides independent fiduciary services and serves as Trustee, Executor, Power of Attorney, etc. We may, as a trustee of a trust with a investment portfolio hold custody of client securities.

For our full-service Investment Advisory clients, we provide Investment Decision Management (IDM) Services. This includes a Personal Financial Model (PFM) of the client's situation that provides us with the client's "big picture". It helps determine how much risk the investment portfolio needs to assume in order to achieve the client's overall goals.

We then draft an Investment Policy Statement (IPS) for the management of the portfolio before implementing the designated strategy.

Finally, we provide Quarterly Monitoring and Maintenance reviews, and generally meet with our clients each quarter. Annually, both the PFM and IPS are reviewed and updated.

Types of Investments

The investment vehicles we provide advice upon include Mutual Funds and Exchange Traded Funds ("ETF"), Separately Managed Accounts, Variable Annuities, and Variable Life Insurance sub-accounts, which are all a part of the Morningstar database. We do not provide investment advice for client assets held in individual securities or other investment vehicles, although they are included in the investment allocations and the Personal Financial Modeling.

Generally, we do not take custody of assets, but rather aggregate client information from their various accounts, and provide specific written investment recommendations that the client may execute.

While I do not have any trading authority over investment advisory client accounts, I do for those accounts for which I serve as Trustee, Executor or Limited Power of Attorney.

Wrap Fee Program

Not applicable.

Assets Under Management

As of December 31, 2014, we managed \$6,758,374 in discretionary assets and \$33,575,165 in non-discretionary assets. The aggregate of the above numbers reflect our total Regulatory Assets Under Management of \$40,333,539.

Item 5 Fees and Compensation

Clients pay a flat and/or hourly fee. Our fee is billed to the client and received directly from the client. We do not seek or receive any compensation from any advisors or service providers (brokerage, accounting, or legal) to whom we might refer a client. We do not compensate any other professional for referrals.

Our compensation structure is designed to provide confidence to the client that our advice is unconflicted.

Below is our 2015 Fee Schedule. Our Investment Decision Management (IDM) services bundles the Personal Financial Model (PFM), the Investment Policy Statement (IPS), and Quarterly Monitoring and Maintenance (QM&M) services.

Our fee structure is time based and the first year fee is higher because of the set-up time involved. Our engagement letter template is available at our web site.

Fred Myers, CPA, P.C. 2015 Service and Flat Fee Structure					
\$					
QM&M Services (Quarterly Monitoring & Maintenance) IPS (Investment Policy Statement) PFM (Personal Financial Modeling)	IA Services	\$			IA Services
		QM&M	QM&M	QM&M	
		IPS Update	IPS Update	IPS Update	
		PFM Update	PFM Update	PFM Update	
First Year		Second Year	Third Year	+ Years	

Flat Fee Schedule					
Estate / Portfolio Size	IDM Services (PFM, IPS, QM&M)		IA Only (IPS & QM&M)		PFM Only <small>(annual / periodic updates available on consultative basis)</small>
			based not on estate size but on liquid investment portfolio size		
	First Year	+ Years	First Year	+ Years	
\$0 - \$500k	-	-	-	-	\$750
\$500k - \$2M	\$4,750	\$3,250	\$3,250	\$2,500	\$1,500
\$2M - \$5M	\$8,750	\$6,500	\$6,250	\$5,000	\$2,500
\$5M - \$10M	\$11,000	\$8,500	\$7,500	\$6,500	\$3,500
\$10M - \$20M	\$17,000	\$13,500	\$12,500	\$10,000	\$4,500

Hourly Consultation Fee
\$250/hr for services beyond the scope as described in the Engagement Letter

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

Not applicable.

Item 7 Type of Clients

We generally provide investment advice to individuals and trusts. No minimum balance is required since we work on a flat-fee basis.

Item 8 Methods of Analysis, Investment Strategy, and Risk of Loss:

Our investment strategy and advice may vary depending upon each client's specific risk tolerance. For each client we develop risk tolerance via the Personal Financial Model (PFM). (We will ask our new clients: "If you can achieve your goals with a 5% return (via the PFM), why assume the risk of loss by shooting for 9%?") We use an asset allocation "optimizing" modeling program to develop client allocations sufficient to meet their targeted return, and apply it to the client's aggregation of accounts. We typically fill those asset classes with mutual funds and ETFs available to the account brokerage platforms, and when possible use low-cost, low-expense vehicles. The selection and quarterly monitoring of funds is done in comparison with the respective asset class peer groups, and the strategic objective is to stay in the top half of the respective peer group more than half the time. Typically, a sub-performing fund may be replaced after 3 or 4 quarters.

The Investment Policy Statements (IPS) that we develop for my clients contain language regarding the probability of severe-loss that is drawn from the optimizing software, and is specific to the client's IPS. A severe loss is described as the point on the loss tail of a normal bell curve that is outside the second standard deviation. (To Client in describing the severe loss statistic: "There is a 97.5% chance in any one year that the portfolio's return will be better than this loss of -x%.")

Item 9 Disciplinary Information

Not applicable

Item 10 Other Financial Industry Activities and Affiliations

Not applicable

Item 11 Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

We abide by the Codes of Ethics for Certified Financial Planners and Accredited Investment Fiduciaries, as copied below:

Codes of Ethics for Certified Financial Planners ("CFP")

The CFP Board adopted the *Code of Ethics* to establish the highest principles and standards. These Principles are general statements expressing the ethical and professional ideals certificant and

registrants are expected to display in their professional activities. As such, the Principles are aspirational in character and provide a source of guidance for certificants and registrants. The Principles form the basis of CFP Board's *Rules of Conduct, Practice Standards* and *Disciplinary Rules*, and these documents together reflect CFP Board's recognition of certificants' and registrants' responsibilities to the public, clients, colleagues and employers.

Principle 1 – Integrity: Provide professional services with integrity.

Integrity demands honesty and candor which must not be subordinated to personal gain and advantage. Certificants are placed in positions of trust by clients, and the ultimate source of that trust is the certificant's personal integrity. Allowance can be made for innocent error and legitimate differences of opinion, but integrity cannot co-exist with deceit or subordination of one's principles.

Principle 2 – Objectivity: Provide professional services objectively.

Objectivity requires intellectual honesty and impartiality. Regardless of the particular service rendered or the capacity in which a certificant functions, certificants should protect the integrity of their work, maintain objectivity and avoid subordination of their judgment.

Principle 3 – Competence: Maintain the knowledge and skill necessary to provide professional services competently.

Competence means attaining and maintaining an adequate level of knowledge and skill, and application of that knowledge and skill in providing services to clients. Competence also includes the wisdom to recognize the limitations of that knowledge and when consultation with other professionals is appropriate or referral to other professionals necessary. Certificants make a continuing commitment to learning and professional improvement.

Principle 4 – Fairness: Be fair and reasonable in all professional relationships. Disclose conflicts of interest.

Fairness requires impartiality, intellectual honesty and disclosure of material conflicts of interest. It involves a subordination of one's own feelings, prejudices and desires so as to achieve a proper balance of conflicting interests. Fairness is treating others in the same fashion that you would want to be treated.

Principle 5 – Confidentiality: Protect the confidentiality of all client information.

Confidentiality means ensuring that information is accessible only to those authorized to have access. A relationship of trust and confidence with the client can only be built upon the understanding that the client's information will remain confidential.

Principle 6 – Professionalism: Act in a manner that demonstrates exemplary professional conduct.

Professionalism requires behaving with dignity and courtesy to clients, fellow professionals, and others in business-related activities. Certificants cooperate with fellow certificants to enhance and maintain the profession's public image and improve the quality of services.

Principle 7 – Diligence: Provide professional services diligently.

Diligence is the provision of services in a reasonably prompt and thorough manner, including the proper planning for, and supervision of, the rendering of professional services.

See more at: <http://www.cfp.net/for-cfp-professionals/professional-standards-enforcement/standards-of-professional-conduct/code-of-ethics-professional-responsibility#sthash.o5pVTGqO.dpuf>

Accredited Investment Fiduciary (AIF) Code of Ethics

I recognize that this Code of Ethics, and its principles and obligations, are in addition to those set forth by any other Code that governs my professional and ethical conduct. To my clients, I will:

1. Employ and provide the client information on the Prudent Practices when serving as an investment fiduciary and/or advising other investment fiduciaries.
2. Act with honesty and integrity and avoid conflicts of interest, real or perceived.
3. Ensure the timely and understandable disclosure of relevant information that is accurate, complete, and objective.
4. Be responsible when determining the value of my services and my form of compensation; taking into consideration the time, skill, experience, and special circumstances involved in providing my services.
5. Know the limits of my expertise, and refer my clients to colleagues and/or other professionals in connection with issues beyond my knowledge and skills.
6. Respect the confidentiality of information acquired in the course of my work, and not disclose such information to others, except when authorized or otherwise legally obligated to do so. I will not use confidential information acquired in the course of my work for my personal advantage.
7. Not exploit any relationship or responsibility that has been entrusted to me. To my community (whether defined by work, family, and/or friends), I will:
 1. Proactively promote and be a steward of ethical behavior as a responsible partner among my peers in the work environment and in my community.
 2. Ensure that the overall promotion of my practice is implemented in the best interests of my profession.
 3. Seek, accept, and offer honest criticism of technical work; acknowledge and correct errors; and properly credit the contributions of others.
 4. Use corporate assets and resources employed or entrusted to me in a responsible manner.
 5. Continue to improve my knowledge and skills, share ideas and information with colleagues, and assist them in their professional development.

Item 12 Brokerage Practices

Clients use discount brokers whenever possible (Schwab, Fidelity, TD Ameritrade, Vanguard, etc.), and list us as an interested third party. We receive duplicate client confirmations and account statements. We hold no trading authority except for those Trust accounts for which we serve as Trustee or Limited Power of Attorney.

Item 13 Review of Accounts

We provide reviews of client accounts each calendar quarter, and generally have them all completed by week 6 following the quarter's end.

Item 14 Client Referrals and Other Compensation

Not applicable

Item 15 Custody

For those investment accounts for which Fred Myers is the named Trustee, inescapable holds custody for these accounts. For trusts that have investment portfolios, he steps out of the IA shoes, and engages outside Investment Advisory services.

Item 16 Investment Discretion

Fred Myers, when serving as Trustee, does not take discretion over the investment accounts, and delegates the IA duties to an outside provider.

Item 17 Voting Client Securities

As a matter of policy and practice, Fred Myers, when serving as Trustee, votes to abstain in proxies on behalf of clients.

Item 18 Financial Information

We have no financial commitments that impair our current or future ability to meet contractual and fiduciary commitments to clients. We have not been the subject of a bankruptcy proceeding.