



Lifetime Wealth

Planning and Management LLC

120 Waterfront Street · Suite 410 · National Harbor, MD 207458

VA. 703.519.1254 MD. 301.567.0706

www.ltwealth.com

February 28, 2014

Firm Brochure

Part 2A of Form ADV

This brochure provides information about the qualifications and business practices of Lifetime Wealth Planning & Management, LLC. If you have any questions about the contents of this brochure, please contact us at: 703-519-1254 or by email at: Diana@ltwealth.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.

Additional information about Lifetime Wealth Planning & Management, LLC is available on the SEC's website at www.adviserinfo.sec.gov.

Registration as an investment advisor, or any reference to the form being or the use of the term "registered", "registration" or "registered investment advisor" does not imply a certain level of skill or training.

Material Changes

Annual Update

The Material Changes section of this brochure will be updated annually when material changes since the previous release of the Firm Brochure.

Material Changes since the Last Update

We have revised our ADV Part 2 form to reflect the changes in assets under management, the number of accounts, and the number of households that relate to those accounts and assets under management. This disclosure brochure is an updated brochure that was filed with our annual updating amendment and it was amended to reflect an updated amount of assets under management.

This disclosure brochure is an updated brochure that was filed in connection with our transition to registration with one or more state securities administrators as required by a regulatory change.

This brochure was amended to reflect an updated amount of assets under management.

Full Brochure Available

Whenever you would like to receive a complete copy of our Firm Brochure, please contact us by telephone at: 703.519.1254 or by email at: Diana@ltwealth.com.

Table of Contents

Brochure Cover Page	1
Material Changes.....	2
Annual Update.....	2
Material Changes since the Last Update.....	2
Full Brochure Available	2
Table of Contents.....	3
Advisory Business	6
Firm Description	6
Principle Owners.....	6
Types of Advisory Services	7
Tailored Relationships.....	8
Managed Assets.....	8
Fees and Compensation.....	8
Description.....	8
Fee Billing	9
Other Fees	10
Past Due Fees and Termination of Agreements	10
Compensation for Sales of Investment Products.....	10
Performance Based Fees.....	10
Sharing of Capital Gains	10
Types of Clients.....	11
Description.....	11
Methods of Analysis, Investment Strategies and Risk of Loss.....	11
Methods of Analysis.....	11

Investment Strategies.....	11
Risk of Loss	12
Disciplinary Information	13
Legal and Disciplinary	13
Other Financial Industry Activities and Affiliations	13
Activities	13
Affiliations.....	13
Code of Ethics, Participation or Interest in Client Transactions and Personal Trading	13
Code of Ethics.....	13
Participation or Interest in Client Transactions.....	14
Brokerage Practices.....	14
Selecting Brokerage Firms.....	14
Soft Dollars	15
Directed Brokerage	15
Review of Accounts.....	15
Periodic Reviews.....	15
Review Triggers	16
Regular Reports	16
Client Referrals and Other Compensation	16
Incoming Referrals	16
Referrals to Other Professionals.....	16
Other Compensation	17
Custody	17
Account Statements.....	17
Statements Provided by Lifetime Wealth Planning & Mgmt., LLC.....	17
Investment Discretion	18

Discretionary Authority for Trading.....	18
Limited Power of Attorney.....	18
Voting Client Securities	18
Proxy Votes	18
Financial Information.....	19
Financial Condition.....	19
Business Continuity Plan	19
General	19
Disasters.....	19
Alternate Offices	19
Loss of Key Personnel.....	19
Information Security Program	20
Information Security.....	20
Privacy Notice.....	20
Requirements for State Registered Advisors	21
Brochure Supplement – Part 2B of Form ADV	23
Education and Business Standards.....	24
Professional Certifications.....	24
Carolyn T. Walder, CFP® - President	27
Diana J. Batchelor, CPA, MBA – CEO, CFO, CCO	28

Advisory Business

Firm Description

Lifetime Wealth Planning & Management, LLC was founded in 2005 by Carolyn Walder and Diana Batchelor. There are currently three employees including one Certified Financial Planner® designee, one Accountant, and one administrative staff. The firm had been registered with the Securities and Exchange Commission (SEC) as an Investment Adviser since 2005. As a result of a change to regulations, the firm transitioned its registration from the SEC to state securities administrators in 2012.



Lifetime Wealth Planning and Management, LLC (LWPM) is a fee-only financial planning and registered investment advisory firm. Fee-only means that we do not accept any remuneration other than the fees we charge to our clients for the services we provide. We do not sell financial products, nor do we receive any commissions or referral fees. At LWPM our focus is on our clients. We are a Fee-Only, NAPFA registered advisory firm.

This means the firm is registered with the National Association of Personal Financial Advisors (NAPFA), a national recognized organization of fee-only financial planning professionals. NAPFA has strict requirements for certification as a NAPFA-Registered Financial Advisor that includes adhering to a fiduciary oath, maintaining 60 hours of continuing education and submitting a peer reviewed financial plan. As a NAPFA firm, the financial advisors of this firm have a fiduciary duty to always act in the best interest of our clients. LWPM has two convenient locations to serve our clients. The Alexandria office is located in historic Old Town Alexandria, Virginia adjacent to Founder's park and the Potomac River. Our newest office is located in the beautiful National Harbor, MD.

Our comprehensive approach to wealth management includes financial planning, investment management and ongoing financial advisory services. Lifetime Wealth advisors believe that it is crucial for us to get to know our clients as individuals with unique circumstances, value sets and goals. As a result, our portfolio management philosophy is centered upon the belief that the best investment decisions are not achieved by answering questionnaires, but by a thorough understanding of their circumstances, resources, and past experiences. In this manner, we are able to look at the big picture. Only then can we design an intelligent investment strategy to address their ultimate goals while incorporating cash flow needs and addressing their tax situation.

At Lifetime Wealth, we specialize in working with clients that are undergoing a transition in their lives, including retirement, loss of a spouse or dealing with an inheritance. As a Lifetime Wealth client, the client will be working with their own team of seasoned advisors who take the time to understand where they are in a life transition and help them make a smooth financial landing on the other side.

Principle Owners

Carolyn T. Walder and Diana J. Batchelor each hold 50% of the Membership Interests of LWPM. There are no intermediate subsidiaries.

Types of Advisory Services

The primary type of advisory service offered by LWPM is financial planning. LWPM offers a comprehensive relationship model consisting of financial planning, investment management and financial advisory services. LWPM provides investment advisory services (i.e. “asset management”) and furnishes investment advice, but only as part of an on-going financial planning relationship.

In performing its services, LWPM is not required to verify any information received from the client or from the client's other professionals. Each client is advised that it remains his/her responsibility to promptly notify LWPM when there is any change in his/her financial situation and/or financial objectives for the purpose of reviewing, evaluating, or revising previous recommendations and/or services.

LWPM provides ongoing, comprehensive investment management and financial advisory services to those clients who engage our services on an on-going basis. This service offering is termed our comprehensive wealth management service and includes the following:

- An individualized Investment Policy Statement which spells out, in detail, the strategic management and implementation strategies used to manage a client’s wealth.
- Retirement or other goals planning which includes sophisticated mathematical simulation and/or historical back testing of appropriate model portfolios to determine the probability of the client reaching their goals with the client’s current and projected financial resources.
- Ongoing wealth management which includes investment selection and portfolio management activities such as quarterly portfolio reviews, rebalancing and evaluating any tax management opportunities such as tax loss harvesting.
- Detailed quarterly investment performance reporting showing current investments, asset allocation, investment performance reporting (to include quarterly, year to date, two year, five year and since inception investment performance).
- Annual Tax reporting to the client and the client’s CPA or tax professional.
- Administration of IRA distributions (including calculating required minimum distributions) and IRA/Roth contributions, annual gifting (including charitable bequests of securities), trust distributions, etc.
- Providing a steady hand and voice in turbulent investment times to keep our clients focused on their goals and not transient market events.
- And, most importantly, the client’s own, unbiased team of personal financial advisors who will be there when they call. For example, clients may have questions about the right refinancing strategy or the best place to park emergency cash. Clients may want to talk about how they are managing their retirement and what their projected cash needs from their portfolio are for the upcoming year. In any case, we will be their sounding board, a financial coach ready to strategize with the client about issues important to them.

LWPM also provides planning services (both hourly consultations and preparation of financial plans) on a space available basis to those clients who desire one-time planning services.

Tailored Relationships

At LWPM advisory services are tailored to the individual needs of clients. Client goals and objectives are clarified in meetings and via correspondence, and are used to determine the course of action for each individual client. The goals and objectives for each client are documented in our client relationship management system and in client files, either in hard copy or in electronic files.

Clients may impose restrictions on investing in certain securities or types of securities. This must be done in writing and signed by the client, LWPM and the account manager if applicable. Agreements may not be assigned without the client's consent.

Managed Assets

As of December 31, 2013, LWPM managed approximately \$67,485,457 in assets for about 425 accounts or approximately 95 households. We establish an Investment Policy Statement (IPS) that sets forth the parameters for how LWPM will service accounts. LWPM is able to take actions for the accounts without obtaining the client's specific prior consent so long as those actions are consistent with the IPS. For actions outside of the IPS we seek the client's prior consent. Notwithstanding, we attempt to consult with the client on an ongoing basis for actions that we may take for the account even if those actions are within the parameters of the IPS.

Fees and Compensation

Description

LWPM bases its fees on a percentage of Assets Under Management, hourly charges, fixed fees, and daily fees.

Asset Under Management fees:

LWPM per annum fee schedule is structured in a tier fee manner such that the first \$1mm has a fee of 1%; additional assets from \$1mm to \$2mm has a fee of .80%; assets from \$2mm to \$3mm has a fee of .60%, etc. as shown below:

- 1.00% on portfolio assets up to \$1,000,000
- 0.80% on portfolio assets in excess of \$1,000,000 up to \$2,000,000
- 0.60% on portfolio assets in excess of \$2,000,000 up to \$3,000,000
- 0.40% on portfolio assets in excess of \$3,000,000 up to \$5,000,000
- 0.20% on portfolio assets in excess of \$5,000,000

These fees are for investment advisory services only and do not include any transaction fees or commissions charged by the custodial brokerage firm. See section on Brokerage Practices for additional brokerage fees. The rates may be reduced for existing or former clients of Bernhardt Wealth Management, Inc., or family or friends. Employees, retired employees and family may have fees waived and/or reduced. Total fees are negotiable for portfolios in excess of

\$5,000,000 and as specified above. Fees are not collected for services to be performed more than six months in advance. The minimum annual fee for asset management services is \$5,000.00. The minimum may be reduced for existing or former clients of Bernhardt Wealth Management, Inc., or family or friends. LWPM, in its sole discretion, may charge a lesser management fee and/or reduce or waive the minimum fee based upon certain criteria (i.e. anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, type of services required, account composition, negotiations with client, etc.).

The client account may also incur expenses imposed directly at the investment level, such as management fees and charges imposed by a mutual fund or exchange traded fund.

FINANCIAL CONSULTATION SERVICES FEES:

LWPM also may offer consultations on an hourly basis to discuss investment strategies and other financial planning topics that can be addressed in a consultative setting. Hourly consultations can only provide general investment and other financial planning advice. If a prospective client's circumstances require a more comprehensive planning solution, this will be recommended to the client. LWPM may also offer a "Day of Planning" that is limited in scope of topics covered, and that does not result in any follow up services or write-ups from LWPM.

Fees for financial consulting services are computed at an hourly rate and currently range from \$150 to \$300 per hour based upon the level of service, services requested and the professional performing the service. LWPM, in its sole discretion, may charge a lesser fee for financial consultation services. All billing is in arrears and will be payable at the completion of the consultation. As the Agreement for financial consultation terminates upon completion of the consultation, no refunds will be made after the consultation session ends. Fees for LWPM's "Day of Planning" are \$1,200 payable on the day services are provided.

Fee Billing

The above Assets Under Management fees shall be payable quarterly, in advance based on the market prices of the assets of the last business day of the quarter and the portfolio value as of the last day of the quarter. The first payment is due upon execution of the agreement, and will be assessed pro-rata and payable during the subsequent quarter in the event the Agreement is executed other than on the first day of the new calendar quarter. Subsequent payments will be assessed and due within the first 30 days of each calendar quarter, which may be adjusted for deposits and withdrawals during the quarter.

Payment of fees may be paid directly by the client, or the client may authorize the custodian holding client funds and securities to deduct LWPM advisory fees from the client account in accordance with statements prepared and submitted to the custodian by LWPM. The custodian will provide periodic account statements to the client. Such statements will reflect all fee deductions to LWPM. Clients will be provided a billing statement for each quarterly billing which shows how the fee was calculated by LWPM. It is the client's responsibility to verify the

accuracy of the fee calculation. The custodian will not determine whether the fee is properly calculated.

Other Fees

Custodians may charge transaction fees on purchases or sales of certain mutual funds, stocks, bonds, and exchange-traded funds. These transaction charges are usually relatively small and are incidental to the purchase or sale of security. Currently, the maximum transaction fee imposed by a LWPM custodian is \$25 per trade. In some cases, custodians may also charge monthly, quarterly or annual fees. Fees for custody are disclosed to clients when this type of arrangement is recommended.

Mutual funds and exchange traded funds generally charge a management fee for their services as investment managers. The management fee is included in the expense ratio. Mutual fund fees also include transaction charges for the purchase or sale of securities within the fund and the fund may charge other fees as disclosed in the fund prospectus. All mutual fund fees are disclosed in the corresponding prospectus. These fees are in addition to the fees paid by the client to LWPM.

Please see the section entitled “Brokerage Practices” on page 14 for more information.

Termination of Agreements

Clients may terminate LWPM’s Agreement for investment advisory services without penalty (full refund) within five business days of signature. After the first five days, investment advisory services will continue until either party terminates the Agreement on ten calendar day’s written notice. If a termination occurs prior to the end of a calendar quarter, a pro-rata refund of unearned fees will be made to the client.

No Compensation for Sales of Investment Products

The firm’s compensation is solely from fees paid by clients. The firm does not receive commissions based on the client’s purchase of any financial product, including insurance. No commissions in any form are accepted.

Performance Based Fees

Sharing of Capital Gains

LWPM does not use a performance-based fee structure. Performance-based compensation may create an incentive for the adviser to recommend an investment that may carry a higher degree of risk to the client. However, the nature of asset-based fees allows LWPM to participate in the growth of the client’s wealth. This also means that our fees can decline when the client’s portfolio declines in value.

Types of Clients

Description

LWPM generally provides investment advice to individuals, families, trusts and estates. Advice may extend to entities related to the client such as small businesses, their retirement plans, and LWPM may also provide advice to charitable organizations, including foundations and endowments, both related and unrelated to the client. Client relationships vary in scope and length of service. All clients of LWPM, both financial consulting clients and asset management clients, must sign a Client Agreement to establish an understanding in writing of the services to be rendered and the fees to be paid.

Methods of Analysis, Investment Strategies and Risk of Loss

Methods of Analysis

LWPM utilizes an investment strategy which is based on strictly adhering to a well-defined, globally diverse, asset-class based portfolio. LWPM does not rely on fundamental or technical analysis and does not select individual stocks for inclusion in client portfolios. If a client comes to LWPM with specific stocks, they will be evaluated for inclusion in the client's portfolio based on size of position, the specific asset class they represent and tax implications for liquidating the position. If possible, LWPM encourages the liquidation of individual securities to minimize the business risk associated with an individual security. LWPM does, from time to time, purchase individual fixed income securities that are held to maturity when market conditions provide opportunities to add value in this manner.

LWPM generally adheres to efficient market principles and recognizes that over long periods of time, asset allocation will be the primary determinant of performance of a portfolio. This requires discipline and strict adherence to the philosophy as our clients have benefited from "time in the market" rather than "timing the market". LWPM generally uses Dimensional Fund Advisors (DFA) funds to implement LWPM's recommendations [open issue – confirm that the word "their" refers to LWPM and not DFA, and that this change is acceptable to you], although other asset managers may be considered on a case-by-case basis depending on the strategy employed. LWPM uses DFA funds as they are a very low-cost way to access class portfolios that are designed to generate the return of the asset class within a well-defined risk profile.

Investment Strategies

The primary investment strategy we use for client accounts is strategic asset allocation. We primarily use passively-managed asset class, index and exchange-traded funds for our clients. When appropriate for the client, we will consider individual municipal and corporate bonds, Certificates of Deposit and other fixed income products which we consider to be generally lower

risk as compared to equities. Portfolios are generally globally diversified to include international developed and developing markets to reduce the correlation between portfolio asset classes.

LWPM believes that successful investing means not only capturing risks that generate expected return but reducing risks that do not. Avoidable risks include holding too few securities, betting on countries or industries, following market predictions, and relying on information from rating services to make investment decisions. LWPM avoids the risks previously described through our strict adherence to a very well diversified, global portfolio. LWPM also believes in reducing risk through inclusion of high quality, short-duration fixed income that is designed to reduce portfolio volatility: a specific measure of risk.

The investment strategy for a specific client is based upon the objectives, income needs, and tax situation stated by the client during consultations. The client may change these objectives at any time. The client's goals and objectives are recorded during meetings and via correspondence with the client. Each client portfolio is constructed solely for that client. Although we use model portfolios, each client portfolio will be constructed in a way that is unique for each client. We do utilize hypothetical portfolios for the purpose of illustrating risk in a particular portfolio. All hypothetical portfolios are fully described in the client's Investment Policy Statement including the methods used in calculating hypothetical performance net of fees.

Risk of Loss

All investment programs and investments in securities have certain risks that are borne by the investor, including the risk of loss. Our investment approach which utilizes a very well diversified, global portfolio consisting of hundreds of individual equity securities and fixed income securities (depending on the client's risk profile) reduces the risk of principal loss as well as reduces the volatility of the overall portfolio. However, as with all investments, clients face investment risks including the following: loss of principal risk, interest-rate risk, market risk, inflation risk, currency risk, reinvestment risk, business risk, liquidity risk, and financial risk. In general, investing in securities involves risk of loss that clients should be prepared to bear.

Loss of principal risk means the risk that an investment will decline in value below the amount one invested. The loss of principal exists with just about any investment that is not protected with some type of insurance or government backing.

Interest-rate risk means the risk of loss due to a change in interest rates.

Market risk means the risk that because general market pressures will cause the value of an investment to fluctuate, it may be necessary to liquidate a position during a down period in the cycle.

Inflation risk means the risk that the rate of inflation will exceed the rate of return on an investment. For example, if the rate of inflation is 5% over a year and the rate of return is 3%, then the investor has effectively taken a loss even though he/she has made a profit in absolute terms.

Currency risk means, in currency exchanges, the possibility that one currency will devalue to the exchanger's detriment. For example, someone may move to the United Kingdom from the United States and change all of his/her money from dollars to pounds.

Reinvestment risk means a risk that an investment, usually a bond, will be paid off early and that the money earned may not be able to be reinvested in a security with a comparable return. For example, suppose one invested in a bond with coupon payment of 4%. However, the issuer calls the bond and pays the par value. The investor has made a profit, but interest rates have fallen and now he/she may only purchase a bond with coupons of 2.5%.

Business risk means the risk that a company will go bankrupt.

Liquidity risk means the risk that an individual or firm will have difficulty selling an asset without incurring a loss. That is, there may be a lack of interest in the market for a particular asset, forcing the owner to sell it for less than its actual value.

Financial risk means any risk that comes from giving money to another person or entity. For example, if one lends money, one carries the financial risk that the borrower will not repay it.

Disciplinary Information

Legal and Disciplinary

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

Other Financial Industry Activities and Affiliations

Activities

LWPM does not participate in any other industry business activities.

Affiliations

LWPM does not have arrangements that are material to its advisory business or its clients with any related person. Although we are not affiliated with DFA, we do receive research and historical data from DFA which enhances the service we provide to our clients.

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

Code of Ethics

The employees of LWPM have committed to a Code of Ethics and Fiduciary Oath as outlined by the National Association of Personal Financial Advisors (NAPFA). The key points are: putting the

clients' interest first, objectivity, confidentiality, competence, fairness and suitability, integrity and honesty, regulatory compliance, full disclosure, and professionalism. CFP® designees are also held to a Code of Ethics as outlined by the CFP® Board of Standards. The firm will provide a copy of the Code of Ethics to any client or prospective client upon request.

Participation or Interest in Client Transactions

LWPM and its employees may at times buy or sell securities that are also held by or considered for purchase or sale by or for clients. These investment activities may present a conflict of interest in the sense that it is remotely possible that LWPM's personnel may experience a gain in the performance of a security that is within their own account as a result of a transaction effected for a client account, although the volume of such securities transactions have not and are not anticipated to rise to the level where any transaction in the account of either the firm or any firm personnel has any appreciable impact on the market value of such a security. Nonetheless, the firm believes that it has addressed this conflict of interest through its internal compliance policies. Furthermore, employees may not trade their own securities ahead of client trades. Employees comply with the provisions of the LWPM "Policies & Procedures Manual".

Next, the Chief Compliance Officer of LWPM, Diana J. Batchelor, reviews all employee trades each quarter. Her personal trades are reviewed by Carolyn Walder, the President of LWPM. The personal trading reviews ensure that the personal trading of employees was not based on inside information and that clients of the firm receive preferential treatment. Lastly, LWPM requires that all personnel act in accordance with all applicable Federal and State regulations governing registered investment advisory practices. Any individual not in observance of the above may be subject to termination.

LWPM invests in the same mutual funds and bonds for personal accounts as we do for our clients because we manage personal accounts in the same manner and using the same guiding investment principles as we do for client accounts. Carolyn Walder is the primary trader and all trades are approved by her. Conflicts of interest are avoided because we treat all of the account holders the same and invest in the same securities for client accounts as we do for employee accounts. Furthermore, there are no trading advantages for investments in open-ended mutual funds, LWPM's primary investment vehicles. If a potential conflict of interest does come to our attention we will exclude ourselves to dismiss the conflict.

Brokerage Practices

Selecting Brokerage Firms

LWPM does not have any affiliation with product sales firms. Specific custodian recommendations are made to clients based on their need for such services. LWPM recommends custodians based on the proven integrity and financial responsibility of the firm, best execution of orders at reasonable commission rates, and the quality of client service.

LWPM recommends discount brokerage firms and trust companies (qualified custodians), to include TD Ameritrade and TIAA-CREF. LWPM does not receive fees or commissions from any of these arrangements, although LWPM may benefit from electronic delivery of client information, electronic trading platforms and other services provided by custodians for the benefit of clients. The custodian may provide to LWPM other benefits such as research (i.e., investment reports), continuing education (i.e., as conference sessions that provide CE credits for our professional requirements), and practice management advice (i.e., tools and advice for advisory business administration). These benefits are standard in a relationship with these custodians and are not in return for client recommendations or transactions. The receipt of these benefits should not be construed as a conflict of interest as they are not incentives for LWPM to maintain its clients' custodial or brokerage relationship because all other custodians provide similar services. Furthermore, LWPM does not require that clients maintain accounts at one specific broker: clients are free to choose from several brokerage firms with which LWPM maintains institutional relationships. There is no commitment made by LWPM to any entity to invest any amount or percentage of client assets in any specific mutual funds, securities, or other investment products as a result of LWPM receiving any ancillary benefits. Further, and most importantly, any benefits received are available to any investment manager executing securities transactions through the broker-dealer, regardless of the volume of execution. Any specific benefits we receive will be used to service all of our clients' accounts.

LWPM reviews the execution of trades at each custodian annually. The review is documented in the LWPM "Policies & Procedures Manual". Trading fees charged by the custodians are also reviewed on an annual basis. LWPM does not receive any portion of the trading fees.

Soft Dollars

LWPM does not receive soft dollar benefits from the custodians to whom we recommend clients.

Directed Brokerage

We do not direct brokerage for specific client transactions except individual municipal or corporate bonds, for which we select the broker-dealer with the best pricing on each individual trade. We do require clients to maintain accounts at one of the custodians with which LWPM has a brokerage relationship. Although this is a requirement, clients are free to choose with which of these Brokerage firms (i.e. TD Ameritrade, TIAA-CREF) they want to open accounts.

LWPM does not purchase individual stocks and does not do block trading as a matter of course. Trading in individual stocks is incidental to our main investment practice of purchasing low-cost, open-ended mutual funds.

Review of Accounts

Periodic Reviews

LWPM provides quarterly client portfolio reviews for comprehensive wealth management clients. The purpose of these reviews is to determine if a client's portfolio is within a specified target

range that has been agreed upon, in writing, by both LWPM and the client. If the client's portfolio is out of balance in excess of the parameters specified in the client's Investment Policy Statement, as amended, LWPM will perform trades to bring the client's allocation back into the agreed upon asset allocation. LWPM does take into consideration the tax impact of such trades and, if significant, will contact the client before initiating trades with an adverse tax impact. However, the implications will be limited to the specific taxable event and/or the scope of your portfolio under the management of LWPM unless otherwise noted. LWPM may also provide more frequent reviews if market conditions warrant.

Hourly or fixed fee clients are invited to return annually at their expense for an update of their financial plan.

Account reviews are performed by Carolyn T. Walder or Diana J. Batchelor. All investment plans are reviewed by Carolyn T. Walder and Diana J. Batchelor prior to distribution to clients. The number of households for which each reviewer is responsible varies. The current total number of households is approximately 90.

Review Triggers

Account reviews for Comprehensive Financial Planning clients are performed more frequently when market conditions dictate, or when a client's objectives change or financial changes. A review may be triggered by client request, changes in market condition, new information about an investment, changes in tax laws, or other important changes.

Regular Reports

Written reports are sent to comprehensive wealth management clients on a quarterly basis. This detailed quarterly investment performance reporting shows current investments, asset allocation, and investment performance reporting (to include quarterly, year-to-date, two-year, five-year and since inception investment performance). Tax reporting is sent to comprehensive wealth management clients on an annual basis. In addition the firm also provides a complimentary seasonal newsletter to its clients.

Client Referrals and Other Compensation

Incoming Referrals

LWPM has been fortunate to receive many client referrals over the years. The referrals have come from current clients, estate planning attorneys, accountants, employees, personal friends of employees and other sources. The firm does not pay for referrals.

Referrals to Other Professionals

LWPM refers clients to other professionals when such a referral is requested or is needed in the opinion of LWPM. LWPM refers clients to professionals that in LWPM's opinion provide

excellent service and superior subject area knowledge. LWPM does not accept referral fees or any form of remuneration from other professionals when a prospect or client is referred to them.

Other Compensation

LWPM does not receive compensation from any parties other than our clients through our client agreements. LWPM does not make investment decisions based upon any benefits that could accrue to LWPM through such decisions. LWPM selects the mutual fund managers for client investments based upon the merits of the provider and not based upon any incidental benefits that may accrue from such a selection. LWPM utilizes Dimensional Fund Advisor (DFA) funds because LWPM believes that they are the premier provider of very low cost asset class mutual funds. LWPM does, however, receive from DFA historical index data and software for analyzing this data, as well as support for the software. DFA also provides LWPM and other investment advisors with opportunities to gain knowledge and expertise pertaining to their investment strategies and research. Although some may view these benefits as a conflict of interest, LWPM does not because LWPM is not committed nor compelled in any way to use DFA funds. DFA provides these benefits to LWPM (and all other advisors using DFA funds) with absolutely no obligation. The only benefits provided to LWPM by our broker/dealer relationships are described above in the section titled “Brokerage Practices”.

Custody

Account Statements

All assets are held at qualified custodians, who provide account statements directly to clients at their address of record at least quarterly. Occasionally, qualified clients may invest in private placements which are not held at qualified custodians. In these cases, statements are generally provided directly by the investment principal at least annually. Clients are encouraged to carefully review the statements provided by their custodians.

Statements Provided by Lifetime Wealth Planning & Mgmt., LLC

Comprehensive wealth management clients are provided written reporting as described above. In addition, comprehensive wealth management clients may receive other statements on a periodic basis, such as net worth statements, and retirement plan updates that are generated from our portfolio accounting and financial planning software. Net worth statements contain approximations of bank account balances provided by the client, as well as the value of land, real estate, limited partnerships, and other hard-to-price assets. The net worth statements are used for long-term financial planning where the exact values of assets are not material to the financial planning tasks. Clients are urged to compare the statements they receive from us to those they receive from their qualified custodians.

Investment Discretion

Discretionary Authority for Trading

LWPM establishes an Investment Policy Statement (IPS) that sets forth the parameters for how LWPM will service accounts. LWPM is able to take actions for the accounts without obtaining the client's specific prior consent so long as those actions are consistent with the IPS. For actions outside of the IPS we seek the client's prior consent. Notwithstanding, we attempt to consult with the client on an ongoing basis for actions that we may take for the account even if those actions are within the parameters of the IPS. In order to provide services LWPM accept discretionary authority for a client's account. This means that LWPM has the authority to determine, without obtaining specific client consent, the securities to be bought or sold, and the amount of the securities to be bought or sold. Discretionary trading authority facilitates placing trades in clients' accounts on their behalf so that we may promptly implement the investment policy that they have approved. As referenced above, clients are provided with an Investment Policy Statement (IPS) that they have reviewed and approved in writing. This IPS describes acceptable investments and prohibited investments as well as the target asset allocation that LWPM maintains through our quarterly review and rebalancing procedures.

Limited Power of Attorney

Clients must sign a limited power of attorney in order to give LWPM limited discretionary authority. The limited power of attorney is included in the qualified custodian's account application for our recommended custodians which include TD Ameritrade and TIAA-CREF. For accounts not held with our recommended custodians, clients may sign a separate limited power of attorney document giving discretionary authority to LWPM.

Voting Client Securities

Proxy Votes

LWPM does not vote proxies of any kind. The firm advises clients that if they want to vote proxies they are welcome to do so; however, LWPM will not vote for them. LWPM will not vote proxies on their behalf. The custodians we use will typically send proxy solicitations to the client and should they have any questions we will be happy to help them understand the solicitation and provide any additional information we have to help them make their selection.

Financial Information

Financial Condition

LWPM does not have any financial impairment that will preclude the firm from meeting contractual commitments to clients. A balance sheet is not required to be provided because LWPM does not serve as a custodian for client funds or securities, other than as described above, and does not require prepayment of fees of more than \$500 per client, six months or more in advance.

Business Continuity Plan

General

LWPM has a Business Continuity Plan in place that provides detailed steps to mitigate and recover from the loss of office space, communications, services or key people.

Disasters

The Business Continuity Plan covers natural disasters such as snow storms, hurricanes, tornados, fire, and flooding. The Plan covers man-made disasters such as loss of electrical power, loss of water pressure, fire, bomb threat, nuclear emergency, chemical event, biological event, communications line outage, Internet outage, railway accident and aircraft accident. Electronic files are backed up daily, weekly, and monthly and archived on and offsite.

Alternate Offices

Alternate work locations are identified to support ongoing operations in the event the main office is unavailable. It is our intention to contact all clients within five days of a disaster that dictates moving our office to an alternate location.

Loss of Key Personnel

LWPM has an understanding with Bernhardt Wealth Management, Inc., a fee-only Registered Investment Adviser located in McLean, VA, to support LWPM in the event that President Carolyn T. Walder and Diana J. Batchelor expire in the same tragedy. The agreement is considered a professional courtesy as a result of our close relationship and management style.

Information Security Program

Information Security

LWPM maintains an information security program to reduce the risk that personal and confidential information may be breached.

Privacy Notice

LWPM is committed to maintaining the confidentiality, integrity and security of the personal information that is entrusted to us. The categories of nonpublic information that we collect from our clients may include information about personal finances, information about health to the extent that it is needed for the financial planning process, information about transactions between clients and third parties, and information from consumer reporting agencies, e.g., credit reports. We use this information to help our clients meet their personal financial goals.

With our clients' permission, we disclose limited information to attorneys, accountants, and mortgage lenders with whom they have established a relationship. Clients may opt out from our sharing information with these nonaffiliated third parties by notifying us at any time by telephone, mail, fax, email, or in person. With client permission, we share a limited amount of information with the client's brokerage firm in order to execute securities transactions on their behalf.

We maintain a secure office to ensure that our clients' information is not placed at unreasonable risk. We employ a firewall barrier, secure data encryption techniques and authentication procedures in our computer environment.

We do not sell, barter, give or provide personal information to mailing list vendors or solicitors. We require strict confidentiality in our agreements with unaffiliated third parties that require access personal information, including financial service companies, consultants, and auditors. Federal and state securities regulators may review our Company records and personal records as permitted by law.

Personally identifiable information will be maintained while still a client of LWPM and for the required period thereafter that records are required to be maintained by federal and state securities laws. After that time, information may be destroyed.

We will notify our clients in advance if our privacy policy is expected to change. We are required by law to deliver this Privacy Notice to our clients annually, in writing.

Requirements for State Registered Advisors

Executive Officers and Management Persons

Carolyn T. Walder

Education:

Humboldt State University, Arcata, CA
BA Geology/Environmental Engineering [Magna Cum Laude] (1985)
American College, Bryn Mawr, PA
Certified Financial Planner Certificate Program completed (1999)

Examinations/Professional Designations:

National Association of Securities Dealers (NASD), 1997, Series 6 Exam (Investment Company and Variable Contracts Products Representative)
NASD, 1997, Series 63 Exam (Uniform Securities Agent State Law Examination)
State of Virginia Department of Insurance, 1997, Life, Health and Disability Insurance License
NASD, 1998, Series 65 Exam (Uniform Investment Advisor Law Examination)
College for Financial Planning, Denver, CO, 2001, Certified Financial Planner (CFP®)

Business Background:

Lifetime Wealth Planning and Management, Alexandria, VA - President
1/2005 - Present
Bernhardt Wealth Management, McLean, VA - Advisory Affiliate
8/1998 - 12/2004
Investors Security Company, Inc., Suffolk, VA - Registered Representative
6/1998 - 8/1998
Primerica Financial Services, Alexandria, VA - Registered Representative/Insurance Agent
4/1997 - 6/1998
US Department Of Energy, Washington DC - Environmental Engineer
2/1992 - 9/1996

Diana J. Batchelor

Education:

Franklin University, Columbus, OH
BS Business Administration and Marketing [Summa Cum Laude] (1997)
Franklin University, Columbus, OH
Masters of Business Administration [Summa Cum Laude] (2000)
University of Maryland University College, Adelphi, MD
BS Accounting [Summa Cum Laude] (2003)
Georgetown University, Washington, D.C.
Advanced Professional Certificate in Financial Planning (2006)

Examinations/Professional Designations:

NASD, 2005, Series 65 Exam (Uniform Investment Advisor Law Examination)
Certified Public Accountant Exam, 2011

Certified Public Accountant License, 2012

Business Background:

Lifetime Wealth Planning and Management, Alexandria, VA – CEO/CFO/CCO
1/2005 - Present

Bernhardt Wealth Management, McLean, VA - Paraplanner
9/2004 - 12/2004

Columbia Gas Transmission, Fairfax, VA – Regulatory Policy Associate
6/2000 - 6/2003

Columbia Energy Group, Columbus, OH – Gas Management Services Representative
6/1997 - 6/2000

Columbia Gas Distribution Companies, Columbus, OH – Gas Controller
5/1993 - 9/1997

Other Business Activities

None.

Lifetime Wealth Planning & Mgmt., LLC

120 Waterfront Street, Suite 410
National Harbor, MD 20745
VA 703.519.1254 MD 301.567.0706

As of February 28, 2014

This brochure supplement provides information about Carolyn T. Walder, CFP® and Diana J. Batchelor, CPA, MBA that supplements the Lifetime Wealth Planning & Mgmt., LLC brochure. You should have received a copy of that brochure. Please contact Amy B. Thompson, Director of Client Services, if you did not receive Lifetime Wealth Planning & Mgmt., LLC's brochure or if you have any questions about the contents of this supplement.

Additional information about Carolyn T. Walder, CFP® and Diana J. Batchelor, CPA, MBA is available on the SEC's website at www.adviserinfo.sec.gov.

Education and Business Standards

All employees who render investment advice through LWPM must hold or be in the process of qualifying for the Certified Financial Planner® (CFP®) designation conferred by the Certified Financial Planner Board of Standards. A college or university degree and appropriate business or financial experience are also required. In addition, each employee must read thoroughly, and agree to abide by the Code of Ethics and the Standards of Professional Conduct issued by any professional association of which they are members.

Professional Certifications

CERTIFIED FINANCIAL PLANNER™

CERTIFIED FINANCIAL PLANNER™, CFP® and federally registered CFP (with flame design) marks (collectively, the “CFP® marks”) are professional certification marks granted in the United States by Certified Financial Planner Board of Standards, Inc. (“CFP Board”). The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CFP® certification.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

- Education – Complete an advanced college-level course of study addressing the financial planning subject areas that CFP Board’s studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor’s Degree from a regionally accredited United States college or university (or its equivalent from a foreign university). CFP Board’s financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;
- Examination – Pass the comprehensive CFP® Certification Examination. The examination, administered in 10 hours over a two-day period, includes case studies and client scenarios designed to test one’s ability to correctly diagnose financial planning issues and apply one’s knowledge of financial planning to real world circumstances;
- Experience – Complete at least three years of full-time financial planning-related experience (or the equivalent, measured as 2,000 hours per year); and
- Ethics – Agree to be bound by CFP Board’s Standards of Professional Conduct, a set of documents outlining the ethical and practice standards for CFP® professionals.

Individuals who become certified must complete the following ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks:

- Continuing Education – Complete 30 hours of continuing education hours every two years, including two hours on the Code of Ethics and other parts of the Standards of Professional Conduct, to maintain competence and keep up with developments in the financial planning field; and
- Ethics – Renew an agreement to be bound by the Standards of Professional Conduct. The Standards prominent requires that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interests of their clients.

CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP Board's enforcement process, which could result in suspension or permanent revocation of their CFP® certification.

CERTIFIED PUBLIC ACCOUNTANT

CERTIFIED PUBLIC ACCOUNTANT, CPA, is a licensed accounting professional that has qualified for this credential and has been approved by a state board of accountancy. A CPA license is a high standard recognized by employers and their clients, governments and the public as an assurance of skill, dedication and quality. In today's business world, a CPA represents a trusted voice in business and financial consulting and is a sought-after commodity among all walks of professional organizations. The CPA certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CPA certification.

To earn the prestige associated with the CPA license, you are required to demonstrate knowledge and competence by meeting high educational standards, passing the CPA exam and completing a specific amount of general accounting experience.

- Education – satisfactorily complete 120 semester hours or 180 undergraduate quarter hours, including the attainment of a baccalaureate or higher degree from an accredited institution of higher education as specified in the Maryland Public Accountancy Act;
- Examination – successfully pass the CPA Exam thru the 14-hour, computer-based test comprised of four sections:
 1. Auditing and Attestation (AUD)
 2. Business Environment and Concepts (BEC)
 3. Financial Accounting and Reporting (FAR)
 4. Regulation (REG)

The CPA exam employs a combination of question formats. It includes the traditional multiple choice questions and essays, as well as highly innovative simulations – questions that replicate workplace situations and require the application of knowledge and skills to arrive at solutions.

- Experience – complete 1 year (2,000 hours) of practical work experience which includes providing any type of service or advice involving the use of accounting, attest, management advisory, financial advisory, tax, or consulting skills. The work must be verified and endorsed by a licensed certified public accountant. Such practical work experience may be obtained through employment in government, industry, academia, or public practice.
- Ethics – successfully complete a Home Study Course in Professional Ethics that is offered by the American Institute of Certified Public Accountants (AICPA). A CPA must comply with the Code of Professional Conduct of the American Institute of Certified Public Accountants which consists of two sections—(1) the Principles and (2) the Rules. The Principles provide the framework for the Rules, which govern the performance of professional services by members. The Council of the American Institute of CPAs is authorized to designate bodies to promulgate technical standards under the Rules, and the Bylaws require adherence to those Rules and standards.

All Certified Public Accountants licensed to practice by the State of Maryland are subject to the provisions of the continuing education statutes, regulations and policies relating to those statutes as adopted by the Maryland State Board of Public Accountancy. A licensed CPA must complete the continuing professional education(CPE) and ethics requirements in order to maintain the CPA license with the state board of accountancy:

- Regulations provide that all active licensed CPAs are required to report the completion of 80 CPE credits over the 2 year reporting period. Four (4) CPE hours in professional ethics are required among the 80 hours of CPE reported at each renewal.
- A licensed CPA who fails to comply with the above standards and requirements may be subject to Maryland State Board of Accountancy's enforcement process, which could result in suspension or permanent revocation of their CPA license.

Accredited Investment Fiduciary®

AIF® designees are licensed by the Center for Fiduciary Studies, a part of the fi360 company. AIF certification requirements include:

- Successful completion of the 90 minute, closed-book, 60 question AIF exam, scoring 75% or better of correct answers
- Successful completion of six hours of continuing professional education, four hours of which are fi360 Training continuing education.
- Sign and agree to abide by a code of ethics

Carolyn T. Walder, CFP® - President

Year of Birth - 1960

Education:

Humboldt State University, Arcata, CA

BA Geology/Environmental Engineering [Magna Cum Laude] (1985)

American College, Bryn Mawr, PA

Certified Financial Planner Certificate Program completed (1999)

Examinations/Professional Designations:

National Association of Securities Dealers (NASD), 1997, Series 6 Exam (Investment Company and Variable Contracts Products Representative)

NASD, 1997, Series 63 Exam (Uniform Securities Agent State Law Examination)

State of Virginia Department of Insurance, 1997, Life, Health and Disability Insurance License

NASD, 1998, Series 65 Exam (Uniform Investment Advisor Law Examination)

College for Financial Planning, Denver, CO, 2001, Certified Financial Planner (CFP®)

Business Background:

Lifetime Wealth Planning and Management, Alexandria, VA - President
1/2005 - Present

Bernhardt Wealth Management, McLean, VA - Advisory Affiliate
8/1998 - 12/2004

Investors Security Company, Inc., Suffolk, VA - Registered Representative
6/1998 - 8/1998

Primerica Financial Services, Alexandria, VA - Registered Representative/Insurance Agent
4/1997 - 6/1998

US Department Of Energy, Washington DC - Environmental Engineer
2/1992 - 9/1996

Disciplinary Information: None

Other Professional Activities: None

Additional Compensation: None

Supervision:

Carolyn Walder serves as LWPM's President, Managing Member, and is an equity owner of the firm. Her activities are supervised by Diana Batchelor who serves as the firm's Chief Compliance Officer. The Chief Compliance Officer periodically (i.e., no less than quarterly) reviews a sample of those client accounts serviced by Carolyn Walder. The firm has established and maintains a compliance manual with which Ms. Walder must comply. Also note that the firm has established relationship with entities that are independent from the firm in connection with servicing client accounts. For example, each client account is maintained with a custodian that is independent from the firm. This provides a certain degree of oversight and independent reporting to each client concerning the firm's activities in their account.

Diana J. Batchelor, CPA, MBA – CEO, CFO, CCO

Year of Birth - 1957

Education:

Franklin University, Columbus, OH
BS Business Administration and Marketing [Summa Cum Laude] (1997)
Franklin University, Columbus, OH
Masters of Business Administration [Summa Cum Laude] (2000)
University of Maryland University College, Adelphi, MD
BS Accounting [Summa Cum Laude] (2003)
Georgetown University, Washington, D.C.
Advanced Professional Certificate in Financial Planning (2006)

Examinations/Professional Designations:

NASD, 2005, Series 65 Exam (Uniform Investment Advisor Law Examination)
Certified Public Accountant Exam, 2011
Certified Public Accountant License, 2012

Business Background:

Lifetime Wealth Planning and Management, Alexandria, VA – CEO/CFO/CCO
1/2005 - Present
Bernhardt Wealth Management, McLean, VA - Paraplanner
9/2004 - 12/2004
Columbia Gas Transmission, Fairfax, VA – Regulatory Policy Associate
6/2000 - 6/2003
Columbia Energy Group, Columbus, OH – Gas Management Services Representative
6/1997 - 6/2000
Columbia Gas Distribution Companies, Columbus, OH – Gas Controller
5/1993 - 9/1997

Disciplinary Information: None

Other Professional Activities: None

Additional Compensation: None

Supervision:

Diana Batchelor serves as LWPM's Chief Executive Officer, Chief Financial Officer, Chief Compliance Officer, and is an equity owner of the firm. Her activities are supervised by Carolyn Walder who serves as the firm's President and Managing Member. Ms. Walder periodically (i.e., no less than quarterly) reviews a sample of those client accounts serviced by Diana Batchelor. The firm has established and maintains a compliance manual with which Ms. Batchelor must comply. Also note that the firm has established relationship with entities that are independent from the firm in connection with servicing client accounts. For example, each client account is maintained with a custodian that is independent from the firm. This provides a certain degree of oversight and independent reporting to each client concerning the firm's activities in their account.