



WEALTH PLANNING CORPORATION

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March 20, 2020

This **ADV Part 2 Brochure** provides information about the business practices and qualifications of Wealth Planning Corporation. If you have any questions about the contents of this brochure, please contact Wealth Planning Corporation at 513-733-1750 or via email at info@wealthp.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. Additional information about Wealth Planning Corporation also is available on the SEC's website at www.adviserinfo.sec.gov.

Wealth Planning Corporation uses the title of "Registered Investment Advisor" in recognition of its requirement to register and provide detailed information to the SEC and any applicable state securities authorities. This identification does not imply that any certain skill level or training is required for registration. The written and oral communications of an advisor provide you with information about the advisor which you would use for determining whether to hire or retain an advisor.

Material Changes as of March 20, 2020

WPC Directed Portfolios

Beginning March 2020, WPC has implemented a new portfolio management option in conjunction with the Schwab Intelligent Investor™ platform to provide cost effective, targeted investment strategies for clients with smaller available account balances. As Schwab recently eliminated trading charges and investment minimums, more diversified portfolios are now available to clients previously unable to benefit from our traditional model holdings due to account size. The addition of this new service does not alter the investment advisory fee and through the use of an all-ETF portfolio, investors may realize lower internal expenses as compared to traditional portfolios.

Estate Services

In the event of a client's death, WPC may provide services to assist with the final administration of the estate including transfer, disbursement or closure of their investment accounts, annuities or other financial matters. Based upon the complexity of the administration and distribution of assets, a one-time fee of 50 basis points (0.5%) of the account values may be assessed to cover the entirety of the administrative process. WPC and the designated estate administrator will acknowledge this fee agreement prior to commencement.

Form ADV Part 2 B Updates

C. Michael Johnson, CFP®, Founder of WPC, has transferred his remaining ownership shares in WPC to Todd Steinbrink. Mike will continue to provide financial advising and estate planning guidance for a select group of clients.

Malea Hornback, CFP®, has returned to WPC in the role of Associate Advisor, responsible for preparing financial plans and reviews for clients.

Form ADV Part 2 B – Biographical Information Brochure

Previously, biographical information for the personnel of WPC was provided as an appendix to the ADV Part 2 Brochure. This will be replaced by a separate brochure, "ADV Part 2 B - Biographical Information", which will be updated as changes occur in personnel, credentialing or disciplinary actions.

New SEC Required Form CRS

Under new Rule 170-14 under the Securities Exchange Act of 1934 and Rule 204-5 under the Investment Advisers Act of 1940, investment advisors will be required to provide "retail investors" a "relationship summary" disclosing specific information about the firm.

The purpose of the Form CRS is to assist the retail investor in deciding whether an investment advisory relationship is best for them in light of the services, fees and other factors. In plain English and comprised of required elements, it is meant to offer an "apples-to-apples" comparison between firms.

The CRS may be filed with the SEC as early as May 1, 2020, and no later than June 30, 2020. A copy of the two-sided relationship summary must be provided free of charge to all existing clients within 30 days of filing and to all prospective clients before or at the time of engagement in investment activities.

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Item 4 – Advisory Business

Founded in 1984 by C. Michael Johnson, Wealth Planning Corporation (WPC) primarily focuses on providing Investment Advisory Services and Financial Planning Services for individuals. These fee-based services are available to the client independently, but many clients select to engage WPC for both services.

Under Federal and State law, WPC and its employees act as a fiduciary and are required by legal and ethical codes of conduct to disclose all material facts relating to the advisory relationship we have with clients. As a fiduciary, we seek to avoid conflicts of interest with our clients and make full disclosure of any potential conflicts that may arise. This includes providing sufficient specific facts so that a client is able to understand the conflict of interest and the business practice(s) that could affect the advisory relationship, for the client to give informed consent to accept or reject such practice or conflict. This obligation extends the requirement to disclose this information in greater detail at any time it arises in the day-to-day activities with clients, regardless if otherwise included in this Brochure or Advisory Agreements.

Investment Advisory Services are provided under the WPC Investment Advisory Agreement and are implemented utilizing an independent, third-party custodian (ex. Charles Schwab & Co.) to house individual investment accounts in the name of the client. WPC and the client complete an Investment Policy Statement stating a targeted asset allocation model based upon several factors, including any client specific preferences or restrictions. Via the investment account application with the selected custodian, the client further agrees to give WPC discretionary authority to implement its investment recommendations. Investments in the client's accounts are purchased and sold by WPC using a diversified model portfolio consisting primarily of no-load mutual funds, Exchange Traded Funds (ETFs) and other investment vehicles as deemed appropriate by WPC. WPC currently manages investments of approximately \$300 million within its client accounts.

WPC does not maintain minimum account size requirements, but Investment Advisory fees vary dependent upon the aggregate size of the client's market value of assets under direct management. WPC does permit the aggregation of family accounts to reach a lower fee tier or reduce the overall fee under special client circumstances. See Item 5 for further discussion of fees.

Financial Planning Services are provided under a separate agreement and may encompass a number of activities related to providing analysis and recommendations in the areas of retirement planning, education funding, life and long-term care insurance, estate planning, tax planning, cash flow management and investing. WPC engages in the review and analysis of the pertinent data supplied by the client and prepares a written report which may include tabulations, illustrations and other working documents to address certain concerns and opportunities as they relate to the overall financial picture of a client.

Fees for Financial Planning Services will vary dependent upon the scope of work and complexities unique to each situation. Total cost will be provided to the client at the time of engagement. Fees may be discounted for clients utilizing WPC Investment Advisory Services. For more information on fees, see Item 5.

Implementation of the recommendations resulting from the analysis is entirely at the client’s discretion. The recommendations may require working closely with an attorney, accountant, insurance agent and/or investment broker for implementation. Expenses related to the implementation of any recommendations are the responsibility of the client. If the client requests WPC assist in the implementation of recommendations, any fees, costs or compensation associated with implementation will be fully disclosed prior to action.

Item 5 – Fees and Compensation

Investment Advisory Fees for all discretionary individual, trust and corporate accounts will be charged based upon the schedule below. All included accounts are managed at the same fee rate based upon the total assets under management. No other compensation is received for Investment Advisory Services as WPC does not share in any custodian charges for transactions, nor accept commissions or fees from any investment providers (ex. mutual fund companies).

<u>Total Assets Under Management (AUM)</u>	<u>Annual Fee %</u>	<u>Quarterly Fee Rate</u>
\$ 0 - \$ 500,000	1.25%	.3125
\$ 500,001 - \$ 1,000,000	1.10%	.275
\$ 1,000,001 - \$ 2,000,000	0.95%	.2375
\$ 2,000,001 - \$ 3,000,000	0.85%	.2125
\$ 3,000,001 - \$ 5,000,000	0.75%	.1875
\$ 5,000,001 - \$10,000,000	0.70%	.175
Deposits in excess of \$10,000,000	0.60% Flat Fee +	
Amount of AUM in excess of \$10,000,000	0.20%	

The Investment Advisory Service fee is billed at the beginning of each calendar quarter. The applicable rate is charged based upon each account’s balance at the end of the previous quarter and billed directly to the account. Fees are adjusted for money flows in and out of the account during the previous quarter on a pro-rated basis, according to the number of days under management within the account. The client authorizes payment of the fees directly from the account via the custodian’s account application. A copy of the invoice is mailed each billing period to the client so they see the fee calculation and total amount being charged.

Accounts outside of those directly under management may be used to reach lower fee brackets if compensation is received for their management. The fee for managing outside accounts must be authorized by the client and debited from a directly managed account.

Investment Advisory Fees for a charitable/non-profit organization's account will be charged a flat fee equal to 60 basis points (0.60%).

Investment Advisory clients may receive a discount on Financial Planning Service fees based upon their total assets under management (see Financial Planning Services below).

A discount for Second Generation clients (children, grandchildren or parents) of existing clients with balances greater than \$500,000 will be applied for a Second Generation client under a discounted fee rate equal to 1.10% (\$500,001 - \$1,000,000) until such time as the Second Generation client is eligible for any further bracket reduction based upon their own account size.

Financial Planning Services are provided under a fixed-fee arrangement determined in advance and acknowledged by the client via a completed Financial Planning Agreement. Base Plan fees begin at \$1,600 and may be adjusted higher based upon the number of services and/or the complexities involved. WPC's hourly rate for additional services not offered under a specified fixed-fee agreement will be \$350 per hour.

One half of the fee is due before work will begin, and the balance is due upon delivery of the final written plan. Clients may terminate the agreement at any time by written notice and request a refund of any unearned fees based upon time expended by WPC advisors or planners. If outside advisors are required to supplement areas of expertise and pursued with consent of the client, their fees will be in addition to the WPC fee.

WPC provides a discount for Financial Planning Services when clients are also served under an Investment Advisory Agreement. Discounts are earned when assets under management fall in the following ranges:

<u>Total Assets Under Management</u>	<u>Discount Percentage</u>
\$250,000 – \$750,000	50%
\$750,001 and above	100%

For Investment Advisory clients with less than \$750,000 in assets under management, WPC is able to provide an alternative quarterly fixed-fee billing method. One quarter of the Financial Planning Fee will be charged against an account each quarter during the first calendar year.

Those clients with less than \$750,000 in assets under management who request ongoing Financial Planning Services may elect a quarterly fixed-fee billing for covered services.

Implementation of non-investment recommendations stemming from any Financial Planning Services may include products offered by various insurance companies for which WPC advisors are licensed brokers or agents, or other services offered by unaffiliated persons or entities. Any transaction resulting in a commission or charges from the purchase of these products or services will be brought to the attention of the client in an effort to adequately disclose any conflict of interest.

Item 6 – Performance-Based Fee and Side-by-Side Management

Advisory fees are limited to those detailed above, and WPC does not structure fees similar to those found in the Hedge fund industry. As such, there are no performance-related fees (fees charged based on a share of interest income, capital gains or appreciation), nor does WPC engage in side-by-side management of funds (performance accounts alongside traditional fee accounts where one may benefit more).

WPC's Investment Advisory fee may increase based upon the appreciation of the client account(s), but the applicable fee percentage is based upon total assets under management. As total assets under management increase, lower rate brackets may be reached; and the client will automatically qualify for the reduced rate calculation at the next billing cycle.

Item 7 – Types of Clients

WPC provides its services to individuals, families, trusts, estates, small business owners and not-for-profit/charitable organizations. As previously stated, there are no minimum asset or income requirements; but some services may not apply or be economically beneficial to all potential clients.

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

WPC considers a client's financial goals, risk tolerance and time horizon, along with assets, income and other factors in an effort to determine the appropriate investment allocation suited to the client's needs. Based upon the allocation mutually selected within the Investment Policy Statement, WPC implements the targeted allocation through a model portfolio of investments constructed by WPC. Any unique preferences detailed in the Investment Policy Statement may affect the degree to which an individual's portfolio resembles the WPC specific asset allocation model portfolio.

WPC's model portfolios are constructed principally of mutual funds and ETFs using a broad asset allocation strategy. Asset allocation seeks to achieve an efficient distribution among a number of asset classes (large, mid and small capitalization companies, US and non-US holdings, corporate and government bonds, etc.). The risk "of having all of your eggs in one basket" is thereby lessened through the principle of diversification.

Diversification is first achieved using multiple asset classes and then within asset classes through use of mutual funds and/or ETFs which inherently offer more diversification than a limited number of individual holdings. WPC does not generally recommend individual securities, select highly concentrated positions or engage in option strategies, derivatives or other speculative investments. Additionally, WPC does not attempt to “time” the market by buying into or selling out of portfolios based upon market movements.

The model portfolio construction is developed and maintained by the Investment Committee, which is formed by the principal advisors of WPC. The Investment Committee is responsible for setting the broad asset allocation parameters, identifying the specific allocation among asset classes, and selecting investments within each class. Investments will include long-term purchases, short-term purchases and/or those securities designed to hedge or protect the portfolio given certain economic factors. WPC generally utilizes no-load mutual funds or ETFs that represent either a managed portfolio of individual securities diversified within the targeted asset class or a representative index. As deemed appropriate for growth, income or desired hedging strategies, WPC may consider an investment in a “non-traditional,” “alternative,” or non-publicly traded investment vehicle which may include Real Estate Investment Trusts (REIT), limited partnerships (LP), or other publicly registered investment structures. Only those investments that can be in custody and reported with a client’s existing portfolio will be considered. Fixed income investments may also include an array of cash or demand deposits as deemed appropriate.

When recommending a specific investment for inclusion in the model portfolio, our criteria includes: load, style, relative performance, price/earnings ratio, volatility rating, expense ratio, manager tenure, turnover ratio and other factors as may be important in a particular asset class. Recommendations for inclusion in our model portfolio will be based on publicly available reports and analysis. The analysis may include reports from the sponsoring investment manager, independent third-party research providers, financial news media or other services. The Investment Committee must unanimously select all investments, and individual client accounts are invested per the Investment Committee model or direction, and not at the discretion of an individual advisor.

WPC considers a client’s investable assets as a single integrated portfolio and applies the model allocation across all accounts. Tax efficiency is important, but not the sole consideration in implementing investment strategy. Exceptions to this approach in individual accounts may be implemented if goals, timelines or other factors deem it appropriate to alter or maintain different allocation strategies. However, WPC does not create or use third-party Separately Managed Accounts (SMA) or charge additional “wrap fees” to achieve these results for clients.

WPC encourages and actively pursues the strategy of regular portfolio rebalancing in conjunction with the targeted asset allocation. Periodic rebalancing is a disciplined way to, over time, buy (relatively) lower and sell (relatively) higher as asset classes appreciate or experience volatility. Rebalancing does not insure lower risk, but maintains a disciplined approach for maintaining the targeted balances designed to meet the long-term goals established in the Investment Policy Statement. In periods where there may be no portfolio adjustment, WPC is monitoring accounts for client cash flows and regularly evaluating individual investments for volatility, suitability, or other impact on desired portfolio attributes.

Investing in securities involves the risk of loss. The Prudent Investor Rule is analogous to the common expression “no risk, no reward”, and investors must understand that risk is associated with the investment process. In WPC’s fiduciary capacity, WPC will make reasonable efforts to limit risk, but cannot eliminate risk. WPC in no way guarantees portfolio performance or individual results.

Item 9 – Disciplinary Information

Registered Investment Advisors are required to disclose all material facts or disciplinary events that would be important for your consideration of WPC or the integrity of WPC’s management. WPC’s advisors and staff have no current or past record of disciplinary action, meaning: no criminal or civil complaints, no administrative proceedings before the SEC or other Self Regulatory Organization (SRO) or dispute over any other designation, license, etc.

Todd Steinbrink, President of WPC, is the Chief Compliance Officer for the firm. The Chief Compliance Officer has direct supervisory responsibilities for the advice provided to clients and is the authority to respond to a client’s question or complaint on any action undertaken by WPC or its employees.

Item 10 – Other Financial Industry Activities and Affiliations

WPC is engaged in both Investment Advisory and Financial Planning Services as described above. WPC may engage in other financial activities for the benefit of its clients or others.

WPC may provide hourly fee services to individuals that do not engage in Investment Advisory or Financial Planning Services or as consultants to legal or accounting practitioners.

For interested Investment Advisory and Financial Planning clients, WPC provides a tax return preparation service via an arrangement with FRANZ CPAs. WPC will assist in the compilation of data from the client, work with FRANZ CPAs on all information requests, and deliver completed returns to the client. A separate fee is charged for this service and the fee schedule is provided to clients in advance. Other tax planning assistance may include calculation of estimated tax payments and reminders. WPC and FRANZ CPAs assume no responsibility for accuracy of tax filings for data not supplied by the client, for timely payment of taxes or estimated payments due, or filings not properly executed by the client.

At times, WPC may advise on the use of insurance-related products as deemed appropriate for the client. This may include life insurance, long-term care insurance, or fixed annuities which may be subsequently sold by insurance licensed individuals of WPC. Clients are informed that such products may be commission-based and may represent a conflict of interest as a result. Clients are offered the opportunity to shop for similar products through other agents or seek out other referrals for such products. Any additional fees or compensation relating to such a transaction are disclosed to the client in advance.

WPC has made arrangements with other third parties for the transaction of its business but receives no “hard dollar” compensation from these parties. For example, WPC has made arrangement with Charles Schwab and others periodically to provide custodial services. WPC does not receive compensation from Charles Schwab or other custodians. See Item 12 for more information on brokerage selection and other “soft dollar” disclosures.

WPC has entered into solicitor arrangements with other organizations or professionals. Under such agreement, the solicitor may receive a stated portion of the investment advisory fees for those referred clients that utilize WPC’s services. This information is disclosed to the client and acknowledged by the client within the Investment Advisory Agreement prior to engagement of services. Compensation for the referral is paid by WPC and has no effect on the fee paid by the client.

WPC is an independent advisor and has no direct affiliation with any third party.

Item 11 – Code of Ethics

Under Rule 204A-1, WPC maintains Code of Ethics policies and procedures to insure proper reporting and review of all personal securities transactions for employees. The purpose of the Code of Ethics and related policies and procedures is to protect clients’ account transactions from any potential conflict of interest with employee or related individual’s account trades or other actions. The prior policies have been updated to include the requisite reporting and review functions to be performed routinely by the Chief Compliance Officer.

Employees are required to comply with the Code of Ethics by either maintaining all investment accounts within WPC’s reporting system or provide statements as needed for quarterly and annual compliance review. Often employee or related person’s accounts are held under the same custodian as our client accounts and invested in the WPC model portfolios. The resulting investment may coincide with the interest of client’s accounts. All mutual fund transactions are by design, executed simultaneously at the end of the trading day for a common price, and are among other transactions considered exempt by the SEC.

Any non-mutual fund transaction must be executed in a way that does not create a conflict of interest by trading in close proximity to client accounts. At no time may any employee or related person receive added benefit or advantage over clients with respect to transactions. Employees are required to provide a request for personal securities transactions which are reviewed by the Chief Compliance Officer for conflicts of interest.

In addition to the SEC Code of Ethics for investment activities, WPC utilizes the Code of Ethics and Professional Responsibility (Code of Ethics) as adopted by the Certified Financial Board of Standards, Inc. (CFP Board) for its financial planning services. Among the principal tenants are: Integrity, Objectivity, Competence, Fairness, Confidentiality, Professionalism and Diligence. To comply with the CFP Board’s requirements, all CFP® registrants are required to complete bi-annual continuing education requirements and Code of Ethics training and certification. In addition, all WPC employees

acknowledge, in writing, their acceptance of the firm's general policies and procedures, compliance requirements and Code of Ethics on an annual basis. A copy of both of these guidelines is available for inspection by any interested client.

Item 12 – Brokerage Practices

WPC is not a qualified custodian; therefore, has made arrangements with third-party custodians to establish brokerage accounts for clients. WPC currently recommends its clients establish accounts with the Schwab Institutional division of Charles Schwab & Co., Inc. (Schwab). WPC is independently owned and is not affiliated with Schwab.

Schwab provides WPC with access to its institutional trading and custody services, which are not typically available to Schwab retail investors. The services are generally available to independent advisors on an unsolicited basis, at no charge, so long as a total of at least \$10 million in advisor's client's assets are maintained in accounts at Schwab.

Schwab does not generally charge separately for its custody services, but is compensated by account holders through commissions or other transaction-related fees for securities trades.

Schwab has negotiated with many mutual fund companies for reimbursement of transaction fees so that clients may buy and sell mutual funds through Schwab without transaction costs. WPC does not receive compensation for opening accounts with Schwab, does not share in any fees or compensation received by Schwab or receive any compensation from any mutual fund or other investment providers.

Schwab also makes available other products and services that assist WPC in managing and administering client's accounts. These include software and other technology that provide access to client data; facilitate trade executions; provide research, pricing information and other market data; facilitate payment of fees from client accounts; and assist with back-office functions, recordkeeping and client reporting. Additional services are intended to help WPC manage and further develop its enterprise. These may include consulting, studies, publications, conferences, regulatory guidance and marketing from Schwab directly, or other third parties. Schwab may discount or waive fees it would otherwise charge for some of these services or pay part or all the fees a third party providing these services may charge.

From time to time, WPC may work with TD Ameritrade, Fidelity and Vanguard under similar arrangements.

Item 13 – Review of Accounts

Clients receive standard account statements from the selected brokerage firm and/or other investment sponsors quarterly, monthly and as transactions occur, not from WPC. Each quarter, WPC sends along with its quarterly billing statement an independent report of portfolio balances from its reporting system for purposes of calculating fees. Clients are encouraged to compare WPC's reporting and the custodian's account values for accuracy.

WPC recommends regular reviews and updates with clients. As described in our Investment Advisory Agreement, we initiate reviews with Investment Advisory clients at a minimum of once annually but may occur more frequently as needed to review their current allocation mix, performance and portfolio attributes. It is at the client's discretion to meet with WPC for periodic reviews. Clients may receive reviews by mail, consent to electronic delivery or be shared in person.

Discussions with Investment Advisory or Financial Planning clients may also involve advice on income, cash flow, company sponsored retirement accounts, financial independence, college funding, estate planning, tax saving strategies, risk management or other related topics. The advice given may include recommendations for new or additional actions that would be the client's responsibility to initiate. These may involve engaging additional services from WPC or other entities, and any cost for considering such actions will be discussed prior to implementation.

Item 14 – Client Referrals and Other Compensation

WPC receives the majority of its clients by referral from existing clients and does not disclose its client list to others. On occasion, WPC may provide token gifts of appreciation (limited to \$100) to existing clients for the introductions of new or prospective clients.

WPC does not receive compensation for referring clients to other professionals or share in compensation received by other entities for services provided to WPC clients.

As previously discussed in Item 10, WPC has entered into solicitor arrangements with other entities or professionals to share a portion of WPC's fees from clients referred to WPC. This arrangement is fully disclosed to and acknowledged by affected clients and does not impact the fees they pay.

Occasionally, WPC receives token gifts (under \$100) and/or accepts invitations to sponsored events that include seminars, luncheons, sporting or other events where meals or tickets have been provided individually or as a part of a larger group. Generally these gratuities are accepted only from existing business partners, and WPC is mindful of the potential conflict of interest created by doing so. Gratuities are discouraged or held to a minimum for that reason.

Item 15 – Custody

Custody is defined in SEC Rule 206(4)-2 as “holding, directly or indirectly, client funds or securities, or having any authority to obtain possession of them.” Through an account application, clients engage the custody services of a third party (such as Schwab), and receive statements from the chosen brokerage, bank or other qualified third-party custodian as required by law.

With the client’s consent on the application, WPC is provided written authority to determine which, and the amount of, securities that are bought and sold within an account (see Item 16), execute preauthorized disbursements to the clients and seek deductions to pay advisory fees directly from the account. This is not deemed to be custody.

At a client’s request, WPC will engage to manage a client’s employer-provided defined contribution savings plan account (401k, 403b, etc.), providing allocation recommendations, rebalancing activities and inclusion in all investment performance reporting packages. To do so, a client agrees to provide custody-related authority with a third-party aggregation software provider and WPC to provide their login credentials to their external custodial accounts. Under this arrangement, these accounts are included under the Investment Advisory Agreement and billed as needed from accounts eligible for debit of advisory fees.

It has been deemed by the SEC that the access provided by maintaining login information in specific cases may represent custody. Whether or not the access to client’s individual account represents custody under the SEC’s criteria, WPC will assume it has custody. As such, WPC will follow policies and procedures to capture and review transaction activity on the client’s behalf and be subject to surprise annual examination by a third party.

WPC retains those login credentials confidentially and under no circumstances will WPC withdraw, dispense or distribute funds belonging to a client from their savings plan without the written consent from the client.

These required practices are designed to safeguard clients’ assets from misappropriation or improper use. A separate disclosure document highlighting the responsibilities of both parties for this review and rebalancing activity is provided to all clients requesting this service.

WPC urges clients to carefully review statements of all accounts in order to ensure all account transactions are accurate and promptly notify WPC’s Chief Compliance Officer if any questions or concerns arise.

In select cases, WPC’s principals are named by clients to act as Trustee and provide disbursement services in cases of aging or death. If supervised persons are named as a Trustee, this is deemed custody by the SEC and appropriate safeguards must be in place. To meet its regulatory and fiduciary obligation in such circumstances, WPC maintains policies and procedures which require regular reporting and accounting transparency and facilitates surprise examinations to be performed by a third party as required by SEC Rule 206(4)-2.

Item 16 – Investment Discretion

WPC maintains investment discretion on all client accounts under the Investment Advisory Agreement. As a fee-based advisor, no additional fee or compensation is made by WPC when individual holdings are bought or sold. As such, WPC's investment discretion does not subject the client to the conflict of interest present in the discretionary accounts of commission or transaction-based compensation structures.

The client appoints WPC as the Advisor/Agent; and via the account application with the custodian, authorizes the Limited Power of Authority for WPC's ability to place trades in the account, request disbursement on behalf of the client and debit fees. WPC will implement at its discretion any and all investment changes as determined by the Investment Committee for the model portfolios and as individually preferred by the client in the Investment Policy Statement.

In cases where clients do not authorize complete portfolio discretion, a separate Wealth Management Agreement will be completed between client and advisor.

Item 17 – Voting of Proxies

WPC maintains Proxy Voting Policies and Procedures and shall execute voting on behalf of its clients. In general, WPC will vote in accordance with the recommendation of corporate management, unless their recommendation does not appear to maintain or strengthen the best interest of the shareholders. Clients interested in voting their own proxies are encouraged to do so.

Item 18 – Financial Information

Registered Investment Advisors are required to provide clients with certain financial information or disclosures about WPC's financial condition. WPC does not require prepayment of fees for more than six months in advance, so certain financial reporting requirements are not applicable. However, WPC is required to attest to its ability to meet current contractual and fiduciary commitments.

At present, WPC has no financial commitment or indebtedness impairing its ability to meet its obligations and is not the subject of any legal suit, judgment or bankruptcy proceeding.

Item 19 – Requirements for State-Registered Advisors

Investment Advisors with less than \$100 million in assets under management are required to maintain registration with the applicable state regulatory body, while those with greater than \$100 million must be registered federally with the SEC. WPC is federally registered with the SEC and maintains informational filings in states where it has five or more clients.

ADV Part 2 B – Biographical Information



WEALTH PLANNING CORPORATION

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March 20, 2020

This Brochure Supplement (ADV Part 2B – Biographical Information) provides information about the employees of Wealth Planning Corporation (“WPC”) in conjunction with the firm’s Part 2 Brochure (Form ADV, Part 2A Brochure). The information in this supplement has not been approved or verified by the United States Securities and Exchange Commission (“SEC”) or by any state authority.

At the time of engagement with WPC, you should receive a copy of WPC’s Form ADV Brochure, along with this supplement. If you wish to request copies of either Brochure or have any questions about the contents of this supplement or the firm’s Brochure, please contact us by the methods available above.

Further information about any of the individuals listed within this supplement is also available on the Securities and Exchange Commission (“SEC”) website at www.adviserinfo.sec.gov.

General Information

The purpose of this brochure is to provide a biography of each supervised individual employed by WPC including those who formulate investment advice *and* have discretionary authority of client assets, along with those who service client accounts. Those individuals' education and business experience is offered along with required statements regarding any relevant history of disciplinary actions, other business activities, compensation and supervision.

Individuals may additionally hold one or more professional designations related to the investment advisory industry. A brief description of each designation is followed by a link to more information about the professional society administering the designation and the general requirements needed to receive and maintain those designations.

Certified Financial Planner, CFP®

The CFP® designation is a professional certification for financial planners conferred by the Certified Financial Planner Board of Standards (CFP Board). To receive authorization to use the designation, the candidate must meet education, examination, experience and ethics requirements. A candidate must be competent in the seven primary elements of financial planning, successfully pass a comprehensive six-hour examination, complete three years of full-time experience in the financial planning field and pass an extensive background check. Certificants are required to adhere to the CFP Board Code of Ethics and Professional Responsibility and the Financial Planning Practice Standards. Thirty hours of continuing education, including Code of Ethics review, is required on a bi-annual basis. For more information on the credentials and requirements for CFP® professionals, visit www.cfp.net.

Chartered Financial Analyst (CFA)

A professional designation issued by the CFA Institute which measures the competence and integrity of financial analysts. Candidates are required to pass three levels of exams covering areas such as accounting, economics, ethics, money management, and security analysis. Completing the CFA Program requires passing a six-hour examination after each of the three levels and takes most candidates between two and five years to complete. In addition to successfully passing each exam, each candidate must also have four years of qualified experience to earn the designation. Further information may be found at www.cfainstitute.org.

Financial Paraplanner Qualified Professional (FPQP™)

A designation program which is the perfect introduction to personal financial planning for those with no prior experience. The program covers the seven main facets in personal financial planning, but in a way better suited to practical rather than professional application. The program is an ideal starting point for those new to the financial planning profession, individuals interested in a better understanding of their own finances, or for planners who wish to provide their support staff with additional insights. More information may be found at www.finra.org/investors/professional-designations/fpqp

Todd A. Steinbrink, CFP®
President

Born 1966

Item 2 – Educational Background and Business Experience

Education: Indiana University, Bloomington, IN
Bachelor of Science in Business Administration, 1987
Certified Financial Planner, 2009

Experience: Wealth Planning Corporation, Cincinnati, OH
President 2016 – present
Vice President and Lead Advisor, 2006 – 2016

Member, Cincinnati Estate Planning Council

Item 3 – Disciplinary Information

Registered investment advisers must disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of each supervised person providing investment advice. Todd Steinbrink has no historical or current disciplinary information to report.

Item 4 – Other Business Activities

Todd Steinbrink does not engage in any other investment related business or occupation. He owns commercial real estate property which does provide non-investment related income.

Item 5 – Additional Compensation

Todd Steinbrink is compensated via salary, and as the sole owner of WPC, receives additional distributions from the residual profits of WPC.

Item 6 - Supervision

Todd Steinbrink is the Chief Compliance Officer for the firm and supervises all team members responsible for delivering investment advice and service to clients.

C. Michael Johnson, CFP®
Founder

Born 1955

Item 2 – Educational Background and Business Experience

Education: University of Cincinnati, Cincinnati, OH
Bachelor of Business Administration, Finance, 1975
Certified Financial Planner, 1988

Experience: Wealth Planning Corporation, Cincinnati, OH
Founder 1984 - present

Member, Financial Planning Association
Member, Cincinnati Estate Planning Council

Item 3 – Disciplinary Information

C. Michael Johnson has no historical or current disciplinary information to report.

Item 4 – Other Business Activities

C. Michael Johnson does not engage in any other investment related business or occupation. He owns commercial real estate property which does provide non-investment related income.

Item 5 – Additional Compensation

All WPC employees are compensated via salary and may receive bonus compensation based upon achievement of certain firm goals for client growth. C. Michael Johnson previously sold his partnership in the business to Todd Steinbrink and continues to receive additional payment from that transaction.

Item 6 - Supervision

C. Michael Johnson works as a part of the team providing investment advice to clients supervised by Todd Steinbrink.

Patrick Scarborough, CFP®, CFA
Portfolio Manager

Born 1971

Item 2 – Educational Background and Business Experience

Education:	University of Cincinnati, Cincinnati, OH	
	Bachelor of Business Administration, Finance, 1995	
	Certified Financial Planner	2009
	Chartered Financial Analyst	2014
Experience:	Wealth Planning Corporation, Cincinnati, OH	
	Portfolio Manager	2011 – present
	Securities America, Inc. Cincinnati, OH	
	Financial Advisor	2009 – 2013
	Regional Sales Director	2005 – 2009

Item 3 – Disciplinary Information

Patrick Scarborough has no historical or current disciplinary information to report.

Item 4 – Other Business Activities

Patrick Scarborough does not engage in any other investment related business or occupation.

Item 5 – Additional Compensation

All WPC employees are compensated via salary and may receive bonus compensation based upon achievement of certain firm goals for client growth.

Item 6 - Supervision

Patrick Scarborough works as a part of the team providing investment advice to clients supervised by Todd Steinbrink.

**Todd Lyon, CFP®
Lead Advisor**

Born 1967

Item 2 – Educational Background and Business Experience

Education: University of Dayton, Dayton, OH
Bachelor of Science, Engineering Technology, 1990
Certified Financial Planner, 2014

Experience: Wealth Planning Corporation, Cincinnati, OH
Lead Advisor 2011 – present

Great-West Retirement Services, Denver, CO
Regional Sales Director 2008 - 2011

Member, Financial Planning Association

Item 3 – Disciplinary Information

Todd Lyon has no historical or current disciplinary information to report.

Item 4 – Other Business Activities

Todd Lyon does not engage in any other investment related business or occupation.

Item 5 – Additional Compensation

Lead Advisors are compensated via salary and additionally may receive a portion of WPC's advisory fee for serving as lead relationship manager for individual clients.

Item 6 - Supervision

Todd Lyon works as a part of the team providing investment advice to clients supervised by Todd Steinbrink.

Jerry Yox, CFP®
Lead Advisor

Born 1962

Item 2 – Educational Background and Business Experience

Education:	University of Dayton, Dayton, OH Bachelor of Science, Finance 1984 Certified Financial Planner, 2006	
Experience:	Wealth Planning Corporation, Cincinnati, OH Lead Advisor	2018 – present
	TIAA/CREF Retirement Services Retirement Plan Consultant	2015 – 2018
	Fidelity Investments, Cincinnati, OH Director, Relationship Officer	2008 – 2014
	Regional Sales Director, Annuities	2003 - 2008

Item 3 – Disciplinary Information

Jerry Yox has no historical or current disciplinary information to report.

Item 4 – Other Business Activities

Jerry Yox does not engage in any other investment related business or occupation. He receives non-investment related income from personal, residential rental properties.

Item 5 – Additional Compensation

Lead Advisors are compensated via salary and may receive a portion of WPC's advisory fee for serving as lead relationship manager for individual clients.

Item 6 - Supervision

Jerry Yox works as a part of the team providing investment advice to clients supervised by Todd Steinbrink.

Malea Hornback, CFP®
Associate Advisor

Born 1969

Item 2 – Educational Background and Business Experience

Education: University of Miami, Oxford, OH
Bachelor of Science, Diplomacy & Foreign Affairs 1992
Certified Financial Planner, 2018

Experience: Wealth Planning Corporation, Cincinnati, OH
Associate Advisor 2014 – present

Merrill Lynch Wealth Management, Blue Ash, OH
Client Associate 2012 -- 2014
Part-time Client Associate 2007 – 2009

Item 3 – Disciplinary Information

Malea Hornback has no historical or current disciplinary information to report.

Item 4 – Other Business Activities

Malea Hornback does not engage in any other investment related business or occupation.

Item 5 – Additional Compensation

All WPC employees are compensated via salary and may receive bonus compensation based upon achievement of certain firm goals for client growth.

Item 6 - Supervision

Malea Hornback works as a part of the team providing investment advice to clients supervised by Todd Steinbrink.

Steve Milby
Financial Planning Associate

Born 1972

Item 2 – Educational Background and Business Experience

Education:	University of Kentucky, Lexington, KY Bachelor of Science, Finance, 1999 Certified Financial Planner candidate	
Experience:	Wealth Planning Corporation, Cincinnati, OH Financial Planning Associate	2019 – present
	Simply Money Advisors, Cincinnati, OH Client Service Representative	2016 – 2019
	Ultimus Fund Solutions, Cincinnati, OH Client Service Specialist	2010 – 2016
	Fidelity Investments, Covington, KY	2001 - 2010
	United States Navy	1992 - 1997

Item 3 – Disciplinary Information

Steve Milby has no historical or current disciplinary information to report.

Item 4 – Other Business Activities

Steve Milby does not engage in any other investment related business or occupation.

Item 5 – Additional Compensation

All WPC employees are compensated via salary and may receive bonus compensation based upon achievement of certain firm goals for client growth.

Item 6 - Supervision

Steve Milby works as a part of the team providing investment advice to clients supervised by Todd Steinbrink.

Angie Dietrich
Vice President of Operations

Born 1976

Item 2 – Educational Background and Business Experience

Education:	Xavier University, Cincinnati, OH	
	Bachelor of Science, Business Administration, 1998	
Experience:	Wealth Planning Corporation, Cincinnati, OH	
	Vice President of Operations	2016 – present
	Relationship Manager	2008 – 2016
	Fifth Third Bank, Cincinnati, OH	1996 - 2008

Item 3 – Disciplinary Information

Angie Dietrich has no historical or current disciplinary information to report.

Item 4 – Other Business Activities

Angie Dietrich does not engage in any other investment related business or occupation.

Item 5 – Additional Compensation

All WPC employees are compensated via salary and may receive bonus compensation based upon achievement of certain firm goals for client growth.

Item 6 - Supervision

Angie Dietrich heads all operations team members responsible for providing service to clients of the firm but do not provide investment advice. All operations team members are also supervised by Todd Steinbrink.

Angela Peace

Relationship Manager

Born 1983

Item 2 – Educational Background and Business Experience

Education:	Northern Kentucky University, Highland Heights, KY Bachelor of Science, Business Administration, 2007
	University of Cincinnati, Cincinnati, OH Associate of Arts, Pre-Business Administration, 2004
	Financial Paraplanner Qualified Professional (FPQP), 2015
Experience:	Wealth Planning Corporation, Cincinnati, OH Relationship Manager 2016 – present
	U.S. Bank, Cincinnati, OH Branch Manager 2008 – 2016
	Macy’s Department Stores, Cincinnati, OH Sales & Service manager 2005 - 2011

Item 3 – Disciplinary Information

Angie Peace has no historical or current disciplinary information to report.

Item 4 – Other Business Activities

Angie Peace does not engage in any other investment related business or occupation.

Item 5 – Additional Compensation

All WPC employees are compensated via salary and may receive bonus compensation based upon achievement of certain firm goals for client growth.

Item 6 - Supervision

Angie Peace works on the service team providing service to clients of the firm but does not provide investment advice. All operations team members are also supervised by Todd Steinbrink.

Louann McNamara
Administrative Associate

Born 1963

Item 2 – Educational Background and Business Experience

Education: Lima Technical College, Lima, OH
Associate of Applied Business Degree, 1983
Financial Paraplanner Qualified Professional (FPQP) candidate

Experience: Wealth Planning Corporation, Cincinnati, OH
Administrative Associate 2018 – present

Saint Margaret of York Catholic School, Loveland, OH
Admissions Coordinator & Office Manager 2004 – 2018

Item 3 – Disciplinary Information

Louann McNamara has no historical or current disciplinary information to report.

Item 4 – Other Business Activities

Louann McNamara does not engage in any other investment related business or occupation.

Item 5 – Additional Compensation

All WPC employees are compensated via salary and may receive bonus compensation based upon achievement of certain firm goals for client growth.

Item 6 - Supervision

Louann McNamara works on the service team providing service to clients of the firm but does not provide investment advice. All operations team members are also supervised by Todd Steinbrink.

This filing will be updated upon the occurrence of any legal or disciplinary event that is material to a client's evaluation of any employee's integrity. Disciplinary actions must be reported, and the information disclosed on the IARD ADV form as well as within this supplement. As of this Brochure date, ***there are no current or historical disciplinary events to report.*** To further examine an individual, clients should feel free to seek more information through FINRA's Broker Check or the IAPD systems.

Other business interests or activities directly related to the investment advisory practice must be approved by the Chief Compliance Officer prior to commencement and only after resolving any potential conflict of interest with clients.