

**Firm Brochure  
(Parts 2A & 2B of Form ADV)**

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**This brochure provides information about our qualifications and business practices.**

**If you have any questions about the contents of this brochure, please contact us telephone or by email. The information in this brochure has not been approved or verified by the by any state securities authority. Registration does not imply a certain level of skill or training.**

**Additional information is also available on the internet at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov)**

**Our searchable IARD/CRD number is 113439**

**DATE**

**March 8, 2017**

## Item 2: Summary of Material Changes

Pursuant to the CA Department of Business Oversight Rules, we will annually ensure that all of our current clients receive this Brochure or a Summary of Material Changes.

There have been no material changes since the last update of this brochure.

Whenever you would like to receive a complete copy of our brochure, please contact us by telephone or by email.

## Table of Contents

Item 2: Summary of Material Changes .....	2
Item 4: Advisory Business.....	5
Types of Advisory Services.....	6
Asset Management.....	6
Financial Planning.....	6
Management of Conflicts of Interest between Clients .....	7
Other Fees or Expenses Paid in Connection with Our Services.....	7
Comparable Services .....	7
Management of Conflicts of Interest Relating to the Fees We Receive, and Receipt of Percentage-Based Compensation. ....	8
Assets Under Management .....	8
Our Services are Tailored to Meet Your Needs and Investment Restrictions. ....	8
Item 5: Fees and Compensation .....	9
Account Minimums .....	9
Financial Planning.....	9
Fees .....	9
How Fees are Calculated .....	9
Cancellation and Termination of Agreements.....	10
Item 6: Performance Based Fees.....	10
Item 7: Types of Clients.....	10
Item 8: Methods of Analysis, Investment Strategies and Risk of Loss .....	10
Methods of Analysis.....	10
Methods of Analysis; Sources of Information .....	11
Types of Investments .....	12
Risk of Loss, Generally.....	12
Risk of Loss, Certain Higher-Risk Securities .....	13
Cash Balances in Client Accounts .....	13
Item 9: Disciplinary Information.....	13
Item 10: Other Financial Industry Activities and Affiliations .....	13
Affiliations .....	13
Item 11: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading .....	13
Participation or Interest in Client Transactions and Personal Trading .....	14
Item 12: Brokerage Practices .....	15
Use of Brokerage Firms (Custodians), Generally .....	15
Discussion of Benefits to Adviser, to us as to Custodians.....	15
Our Recommendations of Brokerage Firms.....	15
Best Execution.....	16
Soft Dollars.....	16
Order Aggregation.....	16

Item 13: Review of Accounts .....	16
Regular Reports .....	17
Item 14: Payment for Client Referrals .....	17
Incoming Referrals .....	17
Referrals Out .....	17
Other Compensation .....	18
Item 15: Custody .....	18
Item 16: Investment Discretion .....	18
Item 17: Voting Client Securities .....	18
Item 18: Financial Information .....	19
Item 19: Requirements for State Registered Advisors .....	19
Additional Information .....	19
California Disclosures .....	19
Business Continuity Plan .....	20
General .....	20
Disasters .....	20
Alternate Offices .....	20
Information Security Program .....	20
Privacy Notice .....	20
Brochure Supplement (Part 2 B of Form ADV) .....	22
Education and Business Standards .....	23
Professional Certifications .....	23
Randall Scott Ponder, CFP® MBA .....	24
Item 2. Educational Background and Business Experience: .....	24
Item 3. Disciplinary Information: .....	24
Item 4. Other Business Activities: .....	24
Item 5. Additional Compensation: .....	24
Item 6. Supervision: .....	24
Item 7. Requirements for State-Registered Advisers .....	24
Erin J. Kincheloe, MA .....	25
Item 2. Educational Background and Business Experience: .....	25
Item 3. Disciplinary Information .....	25
Item 4. Other Business Activities: .....	25
Item 5. Additional Compensation: .....	25
Item 6. Supervision: .....	25
Item 7. Requirements for State-Registered Advisers .....	25

## Item 4: Advisory Business

We provide financial planning and investment advisory services to individual clients, as well as trusts, endowments, qualified retirement plan sponsors, and business entities.

Advice is provided through consultation with you and may include: determination of financial objectives, identification of financial problems, cash flow management, tax planning, insurance review, investment management, education funding, retirement planning, and estate planning.

We have the authority to determine, without obtaining your specific consent, the securities to be bought or sold. We do not act as a custodian of your assets. You always maintain asset control. We places trades for you under a limited power of attorney.

Investment advice is an integral part of financial planning. In addition, we advise you regarding cash flow, college planning, retirement planning, tax planning and estate planning.

We generally recommend institutional-class stock mutual funds with low annual expense ratios, and extremely low internal transaction costs. At times we may recommend other low-cost investment solutions, such as ETFs, low cost bond funds, individual fixed income securities, and other products. For more on our investment philosophies, and the risks of our strategies and/or specific investments recommended, please refer to Item 8.

We actively seek to avoid, or at least minimize, conflicts of interest which may exist between our firm and you. However, all investment advisory firms will likely possess some unavoidable conflicts of interest. In those instances when conflicts of interest arise, we have adopted policies which seek to keep your best interests paramount at all times. See Items 5, 11 and 12 of this Brochure, and other items, which explore in further detail how we act to keep your best interests first at all times during the course of relationship with you.

Other professionals (e.g., lawyers, accountants, insurance agents, etc.) are engaged directly by you on an as-needed basis. Conflicts of interest will be disclosed to you in the unlikely event they should occur.

The initial meeting, which may be by telephone, is free of charge and is considered an exploratory interview to determine the extent to which financial planning and investment management may be beneficial to the you.

### **Our Principal Owner**

Randall Scott Ponder is the Sole Proprietor

## Types of Advisory Services

### Asset Management

We provide investment supervisory services, also known as asset management services; manage investment advisory accounts not involving investment supervisory services; furnish investment advice through consultations; issue special reports about securities; and issue, charts, graphs, formulas, or other devices which you may use to evaluate securities.

On more than an occasional basis, We furnish advice to you on matters not involving securities, such as financial planning matters, taxation issues, and trust services that often include estate planning.

Assets are invested primarily in no-load or low-load mutual funds and exchange-traded funds, usually through discount brokers or fund companies. Fund companies charge each fund shareholder an investment management fee that is disclosed in the fund prospectus. Discount brokerages may charge a transaction fee for the purchase of some funds.

Stocks and bonds may be purchased or sold through a brokerage account when appropriate. The brokerage firm charges a fee for stock and bond trades. We do not receive any compensation, in any form, from fund companies.

Investments may also include: equities (stocks), warrants, corporate debt securities, commercial paper, certificates of deposit, municipal securities, investment company securities (variable life insurance, variable annuities, and mutual funds shares), U. S. government securities, options contracts, futures contracts, and interests in partnerships.

We do not invest in wrap fee programs or manage assets for any wrap fee accounts. We do not invest in Initial public offerings (IPOs).

### Financial Planning

Depending on your needs and interests, we will provide advice in the form of a Financial Plan. The Financial Plan will assess the likelihood of your achieving various goals and objectives dependent on various personal and financial assumptions, including portfolio design, lifestyle, work and retirement plans, pursuit of charitable and/or family goals and normal savings and consumption behavior. Depending on your needs, the Plan may also address elements of tax and estate planning and insurance, including life, disability, health and long term care insurance.

The financial plan may include, but is not limited to: a net worth statement; a cash flow statement; a review of investment accounts, including reviewing asset allocation and providing repositioning recommendations; strategic tax planning; a review of retirement accounts and plans including recommendations; a review of insurance policies and recommendations for changes, if necessary; one or more retirement scenarios; estate planning review and recommendations; and education planning with funding recommendations.

Implementation of the recommendations is at your discretion.

## Management of Conflicts of Interest between Clients

Our relationship with you is non-exclusive; in other words, we provide investment advisory services and financial planning services to multiple clients. We seek to avoid situations in which one client's interest may conflict with the interest of another of our clients. More information about this policy is found in your Client Agreement.

## Other Fees or Expenses Paid in Connection with Our Services

All fees paid to us for investment advisory and financial planning services are separate and distinct from the fees and expenses charged by mutual funds to their shareholders. Mutual fund expenses are generally described in each fund's prospectus. These expenses will generally include a management fee, other fund expenses, and possibly a distribution fee. In addition, mutual funds incur transaction costs and opportunity costs, which are disclosed in the fund's prospectus or Statement of Additional Information, but which may be estimated.

You will incur transaction fees or commissions in connection with trading of mutual fund, ETF, individual stock and bonds (and/or principal mark-ups and mark-downs for principal trades), which are charged by the custodian (brokerage firm holding safekeeping of your assets for safekeeping. Mutual fund transaction fees charged by our recommended custodians, Charles Schwab & Co., or other custodians, generally vary from \$0 to \$49 for each purchase and sale transaction. The transaction costs for stock and bond trades vary. Accordingly, the you should review both the fees charged by the funds (including transaction and opportunity costs within funds which are not included in a fund's annual expense ratio), the transaction fees charged by the custodian, as well as the fees charged by us, to fully understand the total amount of fees and costs paid by you, in connection with any recommended transaction. For a discussion of our practice in recommending brokers (custodians) to you and negotiating brokerage fees on your behalf, please see Item 12.

You may also incur "account termination fees" upon the transfer of an account from one brokerage firm (custodian) to another. The range for these account termination fees is believed to range generally from \$0 to \$200 at present, but at times may be much higher. You should contact your custodians (brokerage firms, bank or trust company, etc.) to determine the amount of account termination fees which may be charged and deducted from your accounts for any existing accounts which may be transferred.

## Comparable Services

We believe that the charges and fees offered are competitive with alternative programs available through other firms offering a similar range of services; however, lower fees for comparable services may be available from other sources.

## Management of Conflicts of Interest Relating to the Fees We Receive, and Receipt of Percentage-Based Compensation.

The vast majority of our clients pay us fees based upon a percentage of the assets we advise upon. This is a very common form of compensation for registered investment advisory firms and avoids the multiple inherent conflicts of interest associated with commission-based compensation. Asset-advised-upon percentage method of compensation can still at times lead to conflicts of interest between our firm and you as to the advice we provide. For example, conflicts of interest may arise relating to the following financial decisions in life: incur or pay down debt; gift funds to charities or to individuals; purchases of a (larger) home or cars or other non-investment assets; the purchase of a lifetime immediate annuity; personal expenditures; investment in private equity investments, and the amount of funds to place in non-managed cash reserve accounts. We have adopted internal policies to properly manage these and other potential conflicts of interest. Our goal is that our advice to you remains at all times in your best interests, disregarding any impact of the decision upon our firm.

Each time such a potential conflict may arise, we will give you notice of the conflict in that given situation if our advice regarding the proposed transaction would impact our compensation

## Assets Under Management

As of December 31, 2016, we managed approximately \$50,500,000 in assets on a discretionary basis.

## Our Services are Tailored to Meet Your Needs and Investment Restrictions.

In general, our advisory services are tailored to meet your needs. While model portfolios may be utilized for some clients. For most clients each investment portfolio is individually designed. Additionally, financial planning, estate planning, tax planning, and risk management planning services are generally delivered upon your engaging us for such services. As appropriate you will have a conference with your advisor at least annually to review any changes to your financial situation, your investment portfolio, and planning issues.

After consultation with us, you may impose restrictions on investing in certain securities or types of securities. This most often occurs when you request certain social investing needs be addressed, such as through the use of mutual funds which avoid investments in certain companies. Other restrictions may be imposed by you with respect to the (average or longest) maturity or credit quality of fixed income investments.

Our Agreement with you may not be assigned without your consent.



## Item 5: Fees and Compensation

### Asset Management

#### Fees

We base our fees on a percentage of assets under management, hourly charges, and fixed fees.

Fees are negotiable.

Assets Under Management	Annual Fee %
\$0 to \$1,000,000	1.00%
\$1,000,000 to \$2,000,000	0.75%
Over \$2,000,000	0.50%

Investment management fees are billed quarterly, in advance, meaning that we invoice you before the three-month billing period has begun. Payment in full is expected upon invoice presentation.

However, with your consent, we may be provided with the authority to seek deduction of our fees from your accounts; this process generally is more efficient for both you and us, and there may be tax benefits for you to this method when fees can be paid from certain tax-deferred accounts of clients.

We will send a statement to you showing the amount of the fee, the value of your assets upon which the fee was based, and the specific manner in which the fee was calculated, disclose to you that it is your responsibility to verify the accuracy of the fee calculation and that the custodian will not determine whether the fee is properly calculated, and send a bill to the custodian indicating only the amount of the fee to be paid by the custodian.

#### Account Minimums

The minimum account size is \$500,000 of assets under management. We have the discretion to waive the account minimum.

### Financial Planning

#### Fees

Financial planning fees and fees for special investment or financial research projects generally range from \$2,500.00 to \$5,000.00, depending upon the level and scopes of the professional, planning and/or consulting services required, and are charged at the rate \$250.00 per hour.

#### How Fees are Calculated

Billing amounts are based upon the value (market value or fair market value in the absence of market value) of the client's account(s) (including both securities and cash) at the end of the previous quarter (or, for new clients, upon a date agreed to by us and you). Valuations are derived from recognized and independent pricing sources, such as Charles Schwab & Co. Institutional, or

other custodians.

## Cancellation and Termination of Agreements

Upon termination of any account, any prepaid, unearned fees will be promptly refunded, with the refund calculations based pro rata to the date of termination. Termination of an agreement will not affect: (a) the validity of any action previously taken by us under the agreement; liabilities or obligations of the parties from transactions initiated before termination of the agreement; or your obligation to pay advisor fees (prorated through the date of termination). Upon the termination of the agreement, we will have no obligation to recommend or take any action with regard to the securities, cash, or other investments in your account.

## Item 6: Performance Based Fees

Our fees are not based on a share of the capital gains or capital appreciation of managed securities. We do not use a performance-based fee structure because of the potential conflict of interest. Performance-based compensation may create an incentive for the adviser to recommend an investment that may carry a higher degree of risk to you.

## Item 7: Types of Clients

We provide investment advice primarily to individuals and their families, including high net worth individuals, and trusts. We also may provide investment advice to pension and profit sharing plans and plan participants as well as foundations and other institutions, and to business entities.

## Item 8: Methods of Analysis, Investment Strategies and Risk of Loss

### Methods of Analysis

We provide the investment strategy and its implementation for all clients, utilizing a variety of securities or pooled investment vehicles (such as mutual funds). Our clients receive the benefit of our developed investment philosophies and strategies, research and due diligence, account monitoring, and personal financial planning recommendations.

Expansive academic research, investment information, and certain proprietary analyses are drawn upon by us, in order to provide innovative investment advisory services. Each of our clients receives a written Investment Policy Statement, which sets forth a recommended strategic asset allocation.

Your portfolios are then periodically monitored, and changes to investment portfolios are suggested when appropriate. A disciplined approach to rebalancing is employed in order to maintain asset class exposures within desired risk tolerances, subject to reduction, tax planning or other reasons.

This information becomes the basis for the strategic asset allocation plan which we believe will

best meet your stated long term personal financial goals. The strategic asset allocation provides for investments in those asset classes which we believe (based on historical data and our analysis) will possess attractive combinations of return, risk, and correlation over the long term.

A tremendous amount of academic research reveals that strategic asset allocation is determinative of the majority of the long-term gross returns of investor's portfolios. Our selection of asset classes is driven by research into global asset classes by such academics as Professor Eugene Fama, Sr. of the University of Chicago Booth Graduate School of Business and the Center for Research in Security Prices, Professor Kenneth French of Dartmouth College, and many other academics and researchers.

The investment advice which we provide is based upon long-term investment strategies which incorporate the principles of Modern Portfolio Theory. The utilization of several different asset classes as part of an investor's portfolio is emphasized, as this has been shown to usually effect a reduction in portfolio volatility (i.e., the standard deviation of the portfolio returns) over long periods of time. We allocate and diversify your assets among various asset classes and then among individual investments, following the investment policy agreed to by you.

Our investment approach is firmly rooted in the belief that markets are fairly efficient (although not always rational) and that investors' gross returns are determined principally by asset allocation decisions. A focus is provided on developing and implementing globally diversified portfolios, principally through the use of low-cost and tax-efficient passively managed stock mutual funds that are generally available only to institutional investors and clients of advisers granted access to such funds.

Investment policy and overall portfolio weightings as between equities and fixed income investments are based upon your needs and desires, perceived risk tolerance and the need to assume various risks, and investment time horizon. Your portfolio may then follow models designed by us to fit the overall weightings of equities (stocks, stock mutual funds, etc.) and fixed income investments (notes, bonds, bond funds, CDs, etc.) in your portfolio. For other clients, the investment portfolio's strategic asset class allocation is customized to meet the specific circumstances of a client, the presence of investments in 401(k) or other accounts, as well as a perception of the client's understanding of the fundamental forces affecting risk and return in the capital markets

## Methods of Analysis; Sources of Information

Our security analysis is based upon a number of factors including those derived from commercially available software technology, securities rating services, general economic and market and financial information, due diligence reviews, and specific investment analyses that clients may request. The main sources of information include commercially available investment information and evaluation services, financial newspapers and journals, academic white papers and periodicals. Prospectuses, statements of additional information, other issuer-prepared information, and data aggregation services are also utilized.

## Types of Investments

You typically receive an investment portfolio which consists mainly of Exchange Traded Funds and mutual funds

Your investment portfolio may also include individual fixed income investments (bonds, C.D.'s, etc.) and/or bond funds. For clients with a substantial fixed income allocation, we generally recommend a combination of bond funds and individual fixed income investments, with recommended actual investments dependent upon our view of the risk/return relationship for various forms of fixed income investments or bond funds.

Publicly traded real estate investment trusts (REITS) and commodities index or passive mutual funds or ETFs may be recommended to you if you desire to include real estate or commodities in your asset allocation strategy.

Insurance products such as annuities and various types of life insurance products may also be evaluated. Recommendations may be made for you to invest in low-cost, no-load (no commission) variable or fixed deferred or immediate annuities when appropriate to your circumstances and tax situation.

Your existing investments are evaluated in light of the desired investment policy objectives. We work with you to develop a plan to transition from your existing portfolio to the desired portfolio. Investment advice may be offered on any investments held by you at the start of the advisory relationship. Your portfolio holdings and strategic asset allocation are then monitored periodically, taking into account your cash flow needs. Review meetings with you are held regarding your investment assets under management and other personal financial planning issues.

## Risk of Loss, Generally

Investing in securities involves a risk of loss that you should be prepared to bear. The investment recommendations seek to limit risk through broad global diversification in equities (through broadly diversified stock mutual funds and/or separate account management programs) and investment in high quality fixed income securities or diversified bond funds. All of this is based on your risk profile and investment strategy.

However, the investment methodology will still subject you to declines in the value of your portfolios which can at times be dramatic. Investing is inherently uncertain as to future returns. While both macroeconomic and microeconomic risks are evaluated, for purposes of weighing risks and returns and for the computation of the expected returns of various asset classes (for use in financial planning decision-making), we do not generally engage in market-timing activities. We believe the equity, value and small cap effects are highly likely to occur in the future, over long periods of time. However, there can be no assurance that these effects will occur over any given time period. While we seek to reduce non-compensated risks to which you may be exposed, other risks (including but not limited to the risk of a general stock market decline) may be assumed in order to seek to attain the client's longer-term financial goals and objectives; however, we cannot provide any guarantee that the client's goals and objectives will be achieved.

## Risk of Loss, Certain Higher-Risk Securities

Certain securities recommended, such as U.S. small cap value and mid cap value stock mutual funds, U.S. small cap and micro-cap mutual funds, and similar pooled investment vehicles inside variable annuities, possess higher levels of volatility (as individual asset classes within a portfolio). We may employ these securities as part of an overall strategic asset allocation for you, and when such is undertaken we possess a reasonable belief that the risk-return relationship for these securities will likely be beneficial you over the long term.

## Cash Balances in Client Accounts

Cash in your investment accounts are typically swept into the bank or money market mutual fund accounts of the institutions ( Charles Schwab). We discuss with you, during the time of review conferences and at other times, upcoming cash flow needs and seeks to plan accordingly to meet those needs. While it is not the practice to encourage you to maintain a large amount of cash in your accounts, such may be undertaken at your request, to facilitate our billing of periodic fees, or for other reasons. Upon your request, cash balances will be maintained for temporary or short-term purposes.

## Item 9: Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events of their firm or certain management personnel which would be material to your evaluation of us or our integrity in management of your investment portfolio.

We have no legal or disciplinary events to disclose.

## Item 10: Other Financial Industry Activities and Affiliations

### Financial Industry Activities

Scott Ponder is licensed as an insurance agent to sell insurance in his capacity as an agent. Clients may elect to implement insurance recommendations through Scott Ponder. If this occurs, Scott Ponder will receive separate but customary commission compensation for effecting insurance and annuity transactions on behalf of the same clients.

### Affiliations

We have no arrangements that are material to our advisory business or you with any other entity.

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

We seek to avoid material conflicts of interest. Accordingly, neither we nor our investment adviser representatives nor its team members receive any third party direct monetary

compensation (i.e., commissions, or other fees) from brokerage firms (custodians) or mutual fund companies.

Although we believe that its business methodologies, ethics rules, and adopted policies are appropriate to eliminate, or at least minimize, potential material conflicts of interest, and to manage appropriate any material conflicts of interest that may remain, you should be aware that no set of rules can possibly anticipate or relieve all potential material conflicts of interest. Please refer to the additional discussion under Item 12 Brokerage Practices.

### Our Code of Ethics

We have adopted a Code of Ethics, to which all investment advisor representatives and employees are bound to adhere. The key component of our Code of Ethics states:

We and its investment advisor representatives and employees shall always:

- Act in the best interests of each and every client;
- Act with integrity and dignity when dealing with clients, prospects, team members, and others;
- Strive to maintain and continually enhance our high degree of professional education regarding Modern Portfolio Theory, strategic asset allocation, and financial, tax, estate, and risk management planning; and
- Seek at all times to preserve our firm's independence and to maintain our complete objectivity with respect to our advisory services and each recommendation made to our clients.

We further adopted a detailed Code of Ethics expressing our commitment to ethical conduct, which is adopted by reference by us, and which is utilized to guide the personal conduct of our various team members. This detailed Code of Ethics describes our fiduciary duties and responsibilities to you and sets forth our practice of supervising the personal securities transactions of employees with prior or concurrent access to client trade information.

A copy of the Code of Ethics is available to you upon request.

### Participation or Interest in Client Transactions and Personal Trading

Our Code of Ethics provides that individuals associated with our firm may buy or sell securities for their personal accounts identical or different than those recommended to you. However, it is the expressed policy of our firm that no person employed by the firm shall prefer his or her own interest to yours nor make personal investment decisions based on your investment decisions.

To supervise compliance with the Code of Ethics, we require that anyone associated with this advisory practice and who possesses access to advisory recommendations (before or at the time they are entered into) ("access persons") to provide annual securities holding reports and quarterly transaction reports to our Chief Compliance Officer or his or her designee. We also require access persons to receive advance approval from our Chief Compliance Officer or his designee prior to investing in any initial public offerings or private placements, and with regard to trading of certain individual securities.

The Code of Ethics further includes our policy prohibiting the use of material non-public information and protecting the confidentiality of client information. We require that all

individuals must 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 discipline.

## Item 12: Brokerage Practices

### Use of Brokerage Firms (Custodians), Generally

We utilize the services of Charles Schwab as custodian and they provide our team members with access to institutional trading and custody services, which services are typically not available to retail investors. These services generally are available to independent investment advisors on an unsolicited basis and at no charge to them. However, not all independent investment advisors recommend that their clients utilize particular custodians.

### Discussion of Benefits to Adviser, to us as to Custodians

The benefits provided by Charles Schwab include assistance with practice management and assistance with the management of client accounts, including but not limited to: (a) receipt of duplicate client confirmations; (b) receipt of electronic duplicate statements; (c) access to a trading desk serving investment adviser firm participants exclusively, and providing research, pricing information, and other market data; (d) access to the investment advisor portion of their web sites which includes practice management articles, compliance updates, and other financial planning related information and research materials (including, for example, rating reports on individual companies from Standard and Poor's or other sources); (e) access to other vendors (such as insurance or compliance providers, or providers of research or other materials) on a discounted fee basis through discounts arranged by the custodians; (f) permitting us to access an electronic communication network for client order entry and to access clients' account information and which may otherwise assist us with its back-office functions, including recordkeeping and client reporting; and (g) conferences at which advisors and employees of our firms may attend (with no registration fees) and receive education on issues such as practice management, marketing, investment theory, financial planning, business succession, regulatory compliance, and information technology.

Generally, many of these services may be utilized to service all or a substantial number of our clients' accounts. Educational, research, or other services provided by custodians (i.e., Charles Schwab) or mutual fund companies may benefit all of our clients, or may benefit only some clients.

### Our Recommendations of Brokerage Firms

You are permitted to direct us to utilize your desired brokers. However, if such brokers are utilized, we may not possess access to certain mutual funds and other investments that are generally available only to institutional investors or which would require a significantly higher minimum initial investment, and commission rates paid or transaction fees paid may be higher than the fees negotiated by us.

While as a fiduciary, we endeavor to act in your best interests, our desire that you maintain much



of your assets in accounts at Charles Schwab may be based in part on the benefit to our firms of the availability of some products and services (previously described) at no cost to us, or at reduced costs, and not solely on the nature, cost, or quality of custody and brokerage services provided by the brokers, and this may create a potential conflict of interest. You may, therefore, pay higher transaction fees, commissions (for individual stock and ETF trades), and principal mark-ups and mark-downs (relating to purchases and sales on a principal, as opposed to an agency, basis), than those charged by other discount brokers. However, we have negotiated fees with the custodians we recommend, and we have selected these custodians for their generally low fees relative to another large custodian. Also, please note that we prefer to recommend custodians whom possess significant size and financial resources, for purposes of enhanced safety of your funds. For all of these reasons, the lowest cost custodian for you may not be recommended to you by us.

### **Best Execution**

We review the execution of trades at each custodian (annually). Trading fees charged by the custodians are also reviewed on an annual basis. We do not receive any portion of the trading fees.

### **Soft Dollars**

We do not receive any soft dollar benefits from broker/dealers acting as custodian for your accounts.

### **Order Aggregation**

Most trades are mutual funds or exchange-traded funds where trade aggregation does not garner any client benefit.

## **Item 13: Review of Accounts**

Portfolio reviews are performed by Scott Ponder, Principal.

Portfolio Reviews and Rebalancing of your portfolio, for the assets held under management with us will be undertaken: (1) periodically; (2) upon request, and (3) upon a substantial asset class decline, under the following adopted policies and procedures.

Periodic Portfolio Reviews are undertaken by us to ascertain if the values in any asset class have strayed beyond their target minimums or maximums, and for purposes of meeting your cash flow needs. Even if one or more asset classes fall outside their target minimums or maximums, we may determine not to rebalance the asset class for various reasons, such as avoidance of short-term capital gains, deferring long-term capital gains realization, minimization of transaction costs, or our view on whether the asset class is undervalued or overvalued relative to historic norms and our view of the level of the macroeconomic risks to which the asset class may be exposed.

Additional Portfolio Reviews are undertaken upon your request, such as when special cash needs arise or when additional cash or securities are added to the investment portfolio. We will respond to such requests within a reasonable period of time.



## Regular Reports

Client's investments are reviewed at the inception of the client relationship, and thereafter as often as is mutually agreed between Ponder and the Client based on the Client's stated objectives.

Generally all investment reports are provided to clients at inception of the relationship and during each review cycle with the client, as mutually agreed. The custodian of the assets also provides reports to clients.

In addition, in January or February of each calendar year, you may be provided with a realized gains and loss report for any taxable accounts which are under management to aid your CPA/accountant/tax preparer in income tax preparation.

We may also offer periodic data for other investment accounts upon which we provide advice, not held at the foregoing custodians, if such information can be obtained from our account aggregation services, and provided your consent is obtained to furnish such account aggregation service with any account passwords required to access account information.

While we are hopeful that the information supplied by custodians and data aggregation services is reliable, we cannot guarantee its accuracy.

Clients may also directly access account information at the custodians with which the accounts are held online (specifically, Charles Schwab & Co.), each and every business day, via the secure web sites of these institutions.

Monthly or Quarterly Statements Directly from Account Custodians are sent to you directly from the corresponding brokers, banks, mutual funds, partnership sponsors, and/or insurance companies which hold your investments. These statements reflect the assets in the custodian's custody, together with confirmations of each transaction executed in the account(s) if desired by you. For some custodians, you may elect to receive these statements by e-mail rather than U.S. mail.

You are strongly encouraged to review the monthly or quarterly statements you receive from custodians. Despite the best efforts of any firm to safeguard client's assets, fraud could still occur. While we hope that you trust our firm and advisors, and we have never had an instance of theft of client funds, we believe it is nevertheless important for you to verify your investment holdings.

## Item 14: Payment for Client Referrals

### Incoming Referrals

We have been fortunate to receive many client referrals over the years. The referrals came from current clients, estate planning attorneys, accountants, employees, personal friends of employees and other similar sources. The firm does not compensate referring parties for these referrals.

### Referrals Out

Ponder refers clients to other Registered Investment Advisors with whom it has a solicitor's

agreement. These Advisors charge the client a fee based on assets under management. Ponder is paid a percentage of this fee on an ongoing basis. All clients agree to this fee sharing by signing an "acknowledgement" which explains the fee sharing arrangement and discloses the percentage of fees shared with Ponder.

### Other Compensation

We do not receive any commissions or referral fees for any recommendations we make to other professionals.

### Item 15: Custody

It is our policy to not accept custody of your securities. In other words, we are not granted access to your accounts which would enable us to withdraw or transfer or otherwise move funds or cash from any of your account(s) to our accounts or the account of any third party (other than for purposes of fee deductions).

However, with your consent, we may be provided with the authority to seek deduction of our fees from your accounts; this process generally is more efficient for both you and us, and there may be tax benefits for you to this method when fees can be paid from certain tax-deferred accounts of clients.

We will send a statement to you showing the amount of the fee, the value of your assets upon which the fee was based, and the specific manner in which the fee was calculated, (b) disclose to you that it is your responsibility to verify the accuracy of the fee calculation and that the custodian will not determine whether the fee is properly calculated, and (c) send a bill to the custodian indicating only the amount of the fee to be paid by the custodian.

### Item 16: Investment Discretion

We accept limited forms of discretion over your accounts, as follows, with your consent. Your grant of discretion is evidenced in the client services agreement (or addendums thereto) signed by you, and is further evidenced to the custodians through a limited power of attorney contained in the account establishment form signed by you or a separate limited power of attorney document signed by you. Nearly all clients appoint us as the client's agent and attorney-in-fact with respect to undertaking trades in client accounts; our ability to enter trades electronically for you often provides reduced transaction fees and other benefits to the client.

You approve the custodian to be used and the commission rates paid to the custodian. We do not receive any portion of the transaction fees or commissions paid by you to the custodian on certain trades.

### Item 17: Voting Client Securities

As a matter of firm policy and practice, we do not accept authority to vote proxies on your behalf. You retain the responsibility for receiving and voting proxies for any and all securities maintained

in your portfolios. Generally, you will receive their proxies or other solicitations directly from the custodian or transfer agent. However, you may call or e-mail us with questions regarding a particular proxy or other solicitation, and we may provide advice to you regarding your voting of proxies or such solicitations, upon your request.

You should note that we will not advise nor act on your behalf in legal proceedings involving companies whose securities are held or previously were held in the your account(s), including, but not limited to, the filing of "Proofs of Claim" in class action settlements. If desired, you may direct us to transmit copies of class action notices to you or a third party. Upon such direction, we will make commercially reasonable efforts to forward such notices in a timely manner.

## Item 18: Financial Information

We do not require the prepayment of more than \$500 in fees per client, six months or more in advance.

We accept limited forms of discretion over your accounts, as described in Item 16 of this Brochure. Due to this acceptance, we are required to disclose any financial condition that is reasonably likely to impair our ability to meet contractual commitments to clients. We currently possess no such financial condition. We have never been the subject of a bankruptcy proceeding.

## Item 19: Requirements for State Registered Advisors

All principal executive officers and management persons are described in ADV Part 2 B attached.

Erin Kincheloe periodically provides Practice Management and CRM consulting to other Financial Services firms.

Scott Ponder is a consulting wine maker, under the name of Blue Run Cellars. Wines are produced at a licensed winery.

We do not receive any performance based compensation.

No disclosure events have occurred.

## Additional Information

### California Disclosures

The California Code of Regulations (10 CCR Section 260.235.2) imposes notice requirements upon financial advisers:

260.235.2 (a) a conflict exists between the interests of the investment adviser and the interests of the client, (b) the client is under no obligation to act upon the investment adviser's recommendation, and (c) if the client elects to act on any of the recommendations,

the client is under no obligation to effect the transaction through the investment adviser

260.238(j) "lower fees for comparable services may be available from other sources.

All material conflicts of interest under CCR Section 260.238 (k) have been disclosed regarding the adviser, its representatives or any of its employees, which could be reasonably expected to impair the rendering of unbiased and objective advice.

## Business Continuity Plan

### General

We have 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 and manmade disasters. Electronic files are backed up daily and archived offsite.

### Alternate Offices

An alternate office has been identified to support ongoing operations in the event the main office is unavailable. It is our intention to contact you within five days of a disaster that dictates moving our office to an alternate location.

### Information Security Program

We maintain an information security program to reduce the risk that your personal and confidential information may be breached.

## Privacy Notice

We are 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 you may include information about your personal finances, information about your health to the extent that it is needed for the financial planning process, information about transactions between you and third parties, and information from consumer reporting agencies, e.g., credit reports. We use this information to help you meet your personal financial goals.

With your permission, we disclose limited information to attorneys, accountants, and mortgage lenders with whom you have established a relationship. You 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 your permission, we share a limited amount of information about you with your brokerage firm in order to execute securities transactions on your behalf.

We maintain a secure office to ensure that your 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 provide your personal information to mailing list vendors or solicitors. We require strict confidentiality in our agreements with unaffiliated third parties that require access to your personal information, including financial service companies, consultants, and auditors. Federal and state securities regulators may review our Company records and your personal records as permitted by law.

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

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

Brochure Supplement (Part 2 B of Form ADV)

**Ponder Financial Group  
755 Main Street  
Half Moon Bay, CA 94019-1924**

**PHONE  
650-726-0850**

**FAX  
650-726-0849**

**EMAIL  
Scott Ponder ([scott@ponderfinancial.com](mailto:scott@ponderfinancial.com))**

This brochure supplement provides information about Randall Scott Ponder, CFP and Erin J. Kincheloe that supplements the Ponder Financial brochure. You should have received a copy of that brochure. Please contact us if you did not receive Ponder Financial's brochure or if you have any questions about the contents of this supplement.

Additional information about Randall Scott Ponder, CFP and Erin J. Kincheloe is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

**Date**

**March 24, 2014**

## Education and Business Standards

Persons employed to provide advisory services will have a college degree and experience providing investment advice. Appropriate professional designations and certifications are encouraged. Additionally, a thorough knowledge of economic and financial principles, modern portfolio theory, optimization techniques as well as their application must be demonstrated.

## Professional Certifications

Employees have earned certifications and credentials that are required to be explained in further detail.

**Certified Financial Planner (CFP®):** Certified Financial Planners are licensed by the CFP Board to use the CFP mark. CFP® certification requirements:

- Bachelor's degree from an accredited college or university.
- Completion of the financial planning education requirements set by the CFP Board ([www.cfp.net](http://www.cfp.net)).
- Successful completion of the 10-hour CFP® Certification Exam.
- Three-year qualifying full-time work experience.
- Successfully pass the Candidate Fitness Standards and background check.

## Randall Scott Ponder, CFP® MBA

### Item 2. Educational Background and Business Experience:

**Educational Background:**

- \* Year of birth: 1959
- \* Institutions
  - Oklahoma City University, BA General Business, 1981
  - Golden Gate University, MBA Finance, 1985

**Business Experience:**

- \* President, Ponder Financial Group, 1990 to present

### Item 3. Disciplinary Information:

None

### Item 4. Other Business Activities:

Scott Ponder is licensed as an insurance agent to sell insurance in his capacity as an agent. Clients may elect to implement insurance recommendations through Scott Ponder. If this occurs, Scott Ponder will receive separate but customary commission compensation for effecting insurance and annuity transactions on behalf of the same clients.

Scott Ponder is a consulting wine maker, under the name of Blue Run Cellars. Wines are produced at a licensed winery.

### Item 5. Additional Compensation:

None

### Item 6. Supervision:

Mr. Ponder is the President and Chief Compliance Officer. As such, he is responsible for all advice provided to clients.

### Item 7. Requirements for State-Registered Advisers

Arbitration Claims: None

Self-Regulatory Organization or Administrative Proceeding:

None Bankruptcy Petition: None



## Erin J. Kincheloe, MA

### Item 2. Educational Background and Business Experience:

**Educational Background:**

- \* Year of birth: 1962
- \* Institutions  
Westmont College; BA Psychology; 1984  
University of San Francisco, MA Psychology; 1988

**Business Experience:**

Ponder Financial Group; Advisor; 2000 to Present  
Junxure; Consultant 2007-2013  
Cents & Sensibility; Advisor 2000-2006  
Cue Financial; Advisor Supervisor; 1996-2000

### Item 3. Disciplinary Information

None

### Item 4. Other Business Activities:

Erin Kincheloe periodically provides Practice Management and CRM consulting to other Financial Services firms.

### Item 5. Additional Compensation:

None

### Item 6. Supervision:

Ms. Kincheloe is supervised by Scott Ponder, President. He reviews Ms. Kincheloe's work through frequent office interactions as well as remote interactions. He also reviews Ms. Kincheloe's activities through our client relationship management system.

SUPERVISOR'S contact information:

PHONE: (650) 726-0850

EMAIL: Scott Ponder ([scott@ponderfinancial.com](mailto:scott@ponderfinancial.com))

### Item 7. Requirements for State-Registered Advisers

Arbitration Claims: None

Self-Regulatory Organization or Administrative Proceeding: None

Bankruptcy Petition: None