



MEYER CAPITAL MANAGEMENT, LLC
Independent Investment Advisers

**Part 2A of Form ADV
Firm Brochure
Meyer Capital Management
June 14, 2017**

This brochure provides information about the qualifications and business practices of Meyer Capital Management. If you have any questions about the contents of this brochure, please contact us at 513-772-3600 and/or mcm@meysercapital.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Being registered does not imply a certain level of skill or training.

Additional information about Meyer Capital Management also is available on the SEC's website at www.adviserinfo.sec.gov.

There are no material changes from the previous Brochure dated February 28, 2017.

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Advisory Business

Meyer Capital Management (MCM), located in Cincinnati, Ohio, is an employee-owned investment advisory firm founded in 1996. MCM provides investment management services to individual investors throughout the United States. MCM's corporate stock is owned by Timothy R. Meyer, President & Chief Investment Officer, Alison S. Belew, Operations Manager and John P. Meyer, Portfolio Manager. MCM is licensed in Ohio and Kentucky.

Investment Management

MCM functions exclusively in the capacity of adviser and portfolio manager and, therefore, has no securities for sale and does not function as a broker, dealer, or underwriter. MCM offers advice on exchange-listed securities, securities traded over the-counter, corporate debt securities, certificates of deposit, municipal securities, mutual fund shares, and United States government securities.

- 1. Customized Portfolios:** Each portfolio is customized to the specific needs of the client and is managed independently of other accounts. Clients may impose restrictions on investing in certain securities or types of securities.
- 2. Growing Investor Program:** Each portfolio is invested based on the portfolio size and is managed independently of other accounts. Clients may direct their own asset allocation guideline. Growing Investor portfolios are subject to minimum annual contribution requirements.

Meyer Capital Management does not participate in any wrap fee programs.

100% of client assets are managed on a discretionary basis. Assets under management as of 06/13/17 were \$88,380,727.



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Fees, Compensation and Contributions

Investment Management

1. Custom Portfolios:

Meyer Capital Management is a fee-only investment adviser and is paid a percentage of assets under management. The fee schedule for active investment management is as follows:

- 1.0% on first \$1,000,000
- .75% on next \$1,500,000
- .50% on next \$2,500,000
- .35% on all funds thereafter

A minimum fee of \$2,500.00 applies to aggregate accounts within the same household. Fees charged are typically not negotiable; however, MCM retains discretion to negotiate its fee in special limited circumstances.

Fees are calculated quarterly, in arrears, as a percent of the average monthly value of the account during the quarter. Client fees are generally deducted from the client account, however clients may elect to pay fees out of pocket. All clients receive a detailed invoice showing how fees were calculated. Fees are payable upon receipt of the invoice.

The Custom Portfolio program has no minimum annual contribution requirement.

2. Growing Investor Program Portfolios:

The fee schedule for the Growing Investor Program is as follows:

| | <u>Annual Management Fee</u> |
|----------------------|------------------------------|
| \$1,000-\$9,999 | \$250 |
| \$10,000-\$19,999 | \$300 |
| \$20,000-\$49,999 | 1.65% |
| \$50,000-\$99,999 | 1.50% |
| \$100,000-\$249,999* | 1.25% |

*Once a client’s assets reach \$250,000 their annual fee will remain at 1.25% until enrolling in the Custom Portfolio program. In order to enroll in the Custom Portfolio program a new portfolio



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management agreement must be signed. This will transition the client into the fee schedule associated with the Custom Portfolio program (referenced on page 2).

Fees are calculated quarterly, in arrears, based on the average monthly value of the account during the quarter. Client fees are deducted from the client account. All clients receive a detailed invoice showing how fees were calculated. Fees are payable upon receipt of the invoice.

Minimum Contributions. Growing Investor Clients shall make total annual contributions to the portfolio in amounts greater than or equal to those listed below. Contributions can be made in a single lump sum, semi-annually, quarterly, or monthly.

| <u>Assets Under Management</u> | <u>Annual Contribution</u> |
|--------------------------------|----------------------------|
| \$1,000-\$9,999 | \$250 |
| \$10,000-\$19,999 | \$300 |
| \$20,000-\$49,999 | 1.65% |
| \$50,000-\$99,999 | 1.50% |
| \$100,000-\$249,999 | 1.25% |

Client can suspend contributions for up to twelve consecutive months *one-time* during any five year period. Additional suspensions constitute an “opt-out” of the Growing Investor Program and trigger termination as outlined in clause #13 of the Growing Investor Management Agreement.

3. Other Fees:

Exchange traded funds and mutual funds charge their own separate management fees in addition to MCM’s fee. Clients will incur brokerage and other transaction costs. Please see the *Brokerage Practices* section of this brochure for more information.

MCM does not accept compensation for the sale of securities or other investment products, including asset based sales charges or service fees from the sale of mutual funds.



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Performance-Based Fees and Side-By-Side Management

We do not accept performance-based fees or participate in side-by-side management. Side-by-side management refers to the practice of managing accounts that are charged performance-based fees while at the same time managing accounts that are not charged performance-based fees. Performance-based fees are fees that are based on a share of capital gains or capital appreciation of a client's account. Our fees are calculated as described in the *Advisory Business* section above.

Types of Clients

MCM provides investment advice to individuals, pension and profit sharing plans, trusts, or estates. There is a \$1,000 minimum asset value for accounts.

Methods of Analysis, Investment Strategies and Risk of Loss

MCM's security analysis is primarily fundamental in nature. The main sources of information used include Bloomberg data, secondary research materials prepared by others, company press releases and annual reports, SEC filings, prospectuses, and financial journals/newspapers.

Investment strategies vary along a sliding scale from predominantly growth-oriented to predominantly income-oriented depending on the needs of each client. Risk-of-loss is part of any financial investment strategy and the probability and magnitude of potential losses is weighed against the probability and magnitude of potential gains when making investment decisions. Individual client strategies fall into one of three composite groups, as follows:

Equity Strategy – Portfolios with at least 70% equity holdings. These portfolios have a growth bias that relies on capital gains for a large portion of total portfolio rate-of-return. Cash yield (i.e., interest and dividends) is a secondary consideration. Equity portfolios have the potential to exhibit significant positive and negative price volatility. Risk of temporary and/or permanent capital loss is attributable, but not limited to, systemic market risk, non-systemic company-specific risk, and geopolitical risk. Asset allocation, diversification and security selection are key risk mitigation tools used in all equity portfolios.



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Fixed Income Strategy – Portfolios with at least 90% fixed income holdings. These portfolios have an income bias that relies on cash yield (e.g., interest and dividends) for a large portion of total portfolio rate-of-return. Capital gains are a secondary consideration. Fixed income portfolios have the potential to exhibit significant positive and negative price volatility. Risk of temporary and/or permanent capital loss is attributable, but not limited to, systemic market risk, non-systemic company-specific risk, geopolitical risk interest rate risk, credit risk, call risk, inflation risk, and liquidity risk. Asset allocation, diversification and security selection are key risk mitigation tools used in all fixed income portfolios.

Balanced Strategy – Portfolios with less than 70% equity and less than 90% fixed income. This strategy relies on a combination of capital gains and cash income (e.g., interest and dividends) for total portfolio rate-of-return. Balanced portfolios have the potential to exhibit significant positive and negative price volatility. Risk of temporary and/or permanent capital loss is attributable, but not limited to, the stated risks for the equity and fixed income strategies. Asset allocation, diversification and security selection are key risk mitigation tools used in all balanced portfolios.

Disciplinary Information

Neither Meyer Capital Management, nor any of its employees, is or has been the subject of any criminal, civil, or regulatory proceeding.

Other Financial Industry Activities and Affiliations

MCM has no arrangements or affiliations with any registered broker-dealers; commodity merchants or traders; or accounting, law or insurance firms. Neither MCM nor any related persons serve as a general partner in any partnership in which clients are solicited to invest.

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

MCM employees purchase and sell for themselves securities that are also recommended to clients. A disclosure document is available that outlines positions held by those employees that are active investors. In addition, a trading ledger is maintained that records all portfolio transactions, including the activity of participants involved in the management of investment portfolios.

MCM will provide a copy of our code of ethics to any client or prospective client upon request.

MCM does not transact securities in which the firm or its employees has a material financial interest.



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Custody

Custody by an investment adviser means holding client funds or securities, or having the authority to obtain possession of them. MCM may have custody of client accounts for the sole purpose of deducting advisory fees directly from managed accounts. A qualified custodian, generally a broker-dealer or bank, maintains primary custody of client assets.

Clients will receive monthly account statements from their custodian and should carefully review those statements. Clients also receive quarterly reports from MCM and we urge clients to compare the account statements they receive from their custodian with the reports they receive from MCM.

Brokerage Practices

We are independently owned and operated and are not affiliated with any broker-dealer or bank, including Charles Schwab Institutional. We seek to use a custodian/broker who hold client assets and execute transactions on terms that are, overall, most advantageous when compared to other available providers and their services. We consider a wide range of factors, including, among others:

- Combination of transaction execution services and asset custody services
- Capability to execute, clear and settle trades (buy and sell securities for your account)
- Capability to facilitate transfers and payments to and from accounts (wire transfers, check requests, etc.)
- Breadth of available investment products (stocks, bonds, mutual funds, etc.)
- Availability of investment research and tools that assist us in making investment decisions
- Quality of services
- Competitiveness of the price of those services (commission rates, margin interest rates, other fees, etc.)
- Reputation, financial strength and stability
- Prior service to us and our clients
- Availability of other products and services that benefit us, as discussed below in "Products and Services Available"

MCM may recommend/require that clients establish brokerage accounts with Charles Schwab Institutional of P.O. Box 628290, Orlando, Florida 32862, a FINRA registered broker-dealer, member SIPC, to maintain custody of clients' assets and to effect trades for their accounts. Although our firm may recommend/require that clients establish accounts at Charles Schwab, it is the client's decision to custody assets with Schwab.

For our clients' accounts that Schwab maintains, Schwab generally does not charge separately for custody services but is compensated by charging commissions or other fees on trades that it executes or that settle into the Schwab accounts. Schwab also receives a portion of the management fees charged



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by any mutual fund we invest assets in. Schwab's commission rates applicable to our client accounts were negotiated based on the condition that our clients collectively maintain a total of at least \$10 million of their assets in accounts at Schwab. This commitment benefits clients because the overall commission rates paid are lower than they would be otherwise. In lieu of commissions, Schwab charges a flat dollar amount as a "prime broker" or "trade away" fee for each trade that we have executed by a different broker.

Our firm is independently owned and operated and not affiliated with Charles Schwab Institutional. Broker-dealers who supply investment research used in serving accounts do not receive preferential treatment from MCM and must provide competitive commission schedules. If a client directs the broker-dealer to be used, MCM may be unable to achieve the most favorable execution of client transactions. Directing brokerage may cost clients more money.

Products and Services Available from Schwab

Schwab Advisor Services™ is Schwab's division that serves independent investment advisory firms like us. They provide access to its institutional brokerage services - trading, custody, reporting and other related services - many of which are not typically available to Schwab retail customers. Schwab also makes available various support services. Some of those services help us manage or administer client accounts, while others help us manage and grow our business. Schwab's support services are available to us on an unsolicited basis and at no charge to us as long as our clients collectively maintain a total of at least \$10 million of their assets in accounts at Schwab.

Schwab's institutional brokerage services include access to a broad range of investment products, execution of securities transactions and custody of client assets. The investment products available through Schwab include some to which we might not otherwise have access or that would require a significantly higher minimum initial investment by our clients.

Schwab also makes available to us other products and services that benefit us but may not directly benefit clients. These products and services assist us in managing and administering accounts. They include investment research, both from Schwab and that of third parties. We may use this research to service all or a substantial number of our clients' accounts.

Schwab also offers other services intended to help us manage and further develop our business. These services include educational conferences and events, consulting on technology, compliance, legal and business needs. Schwab may provide some of these services itself. In other cases, it will arrange for third-party vendors to provide the services to us. Schwab may also discount or waive its fees for some of these services or pay all or a part of third party's fee. Schwab may also provide us with other benefits such as occasional business entertainment for our personnel.



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Block Trades

When MCM determines that a security is appropriate for more than one account, trade orders may be aggregated for clients sharing the same custodian. Prior to placing a “block” trade, a trade allocation report is prepared which specifies the participating client accounts and how the shares are to be allocated upon execution of the order. Since trade commissions are predetermined for each individual account, block trade commissions are not allocated pro rata on a trade-by-trade basis. In the case of partially filled block trades (i.e., insufficient shares available at the limit price to fill the entire order), transacted shares will be allocated equally, across all participating accounts, with preference given to accounts that can be filled in total, until each account has received its original target allocation.

Review of Accounts

All securities held within our portfolio universe are reviewed on a daily basis for dividend increases, decreases or omissions. Earnings releases, fundamental news stories and macroeconomic factors are closely monitored for their effect on the valuation of each position. MCM is not an active trading firm and immediate buy and sell orders are seldom initiated in response to the above mentioned fundamental data. However, a series of positive or negative developments might result in portfolio adjustments. Our portfolio management system supplies extensive information relating to position and sector weightings, portfolio yields, unrealized and realized gains / (loss) information and time-weighted portfolio performance.

The client is supplied with (1) confirmation of all transactions, provided by the client’s chosen broker-dealer; (2) complete monthly statements and annual tax information provided by their custodian; and (3) printed quarterly reports outlining holdings, market valuation information and quarterly & inception-to-date weighted total rate-of-return calculations, provided by MCM.

Client Referrals and Other Compensation

Neither MCM, nor any related person has any arrangement, oral or in writing, pursuant to which it receives compensation from non-clients in connection with giving advice to clients. Neither MCM, nor any related person directly or indirectly compensates any person for client referrals.



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Investment Discretion

MCM has the authority, without obtaining specific client consent, to determine the securities to be bought or sold. All MCM clients are required to sign the MCM Investment Management Agreement. An integral part of that agreement is an investment policy statement that lists all approved and prohibited investments. Clients may impose restrictions on investing in certain securities or types of securities. MCM may purchase on behalf of the client only those securities listed as approved investments. MCM is limited only by its fiduciary duties with respect to the amount of securities bought and sold on behalf of the client.

Although we typically place transactions for clients at Schwab Institutional, we have the discretionary authority to “trade away” from Schwab Institutional (at a cost of \$25.00 per client account, per transaction for settlement services) at other broker dealers we believe provide better execution and service on a particular transaction. However, this trade away activity is restricted, typically, to fixed income securities.

Voting Client Securities

MCM does not have, and will not accept, the authority to vote client securities. Clients will receive their proxies or other solicitations directly from their custodian or transfer agent. Clients may contact MCM with questions about a particular solicitation.



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Financial Information

MCM is not required to provide a balance sheet, as MCM does not require prepayment of more than \$500.00 per client, six or more months in advance.

State-Registered Advisers

MCM has one principal executive officer: Timothy R. Meyer. Mr. Meyer is a state registered investment adviser representative. MCM has two additional state registered investment adviser representatives: Hannah E. Butcher, and John P. Meyer. The education and business background of each representative can be found on the Supplemental ADV Part 2B form. None of MCM's representatives are engaged in other business activities.

MCM does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

No management person at MCM, nor any of its representatives, has ever been involved in an arbitration claim of any kind or been found liable in a civil, self-regulatory organization, or administrative proceeding.

Neither MCM, its management persons, nor any of its representatives, has any relationship or arrangement with issuers of securities.



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**Part 2B of Form ADV
Brochure Supplement
Meyer Capital Management
June 14, 2017**

This brochure supplement provides information about ***the investment adviser representatives of the company*** that supplements the Meyer Capital Management brochure. You should have received a copy of that brochure. Please contact Meyer Capital Management if you did not receive Meyer Capital Management's brochure or if you have any questions about the content of this supplement.

Additional information about Meyer Capital Management is available on the SEC's website at www.adviserinfo.sec.gov.



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Timothy R. Meyer

Educational Background & Business Experience

Year of Birth: 1957

Formal Education after High School:

- University of Illinois, BS – Finance, 1986
- Miami University, MBA – Management, 1987

Business Background:

- Meyer Capital Management, LLC, President & Chief Investment Officer, 1996-Present
- Proctor & Gamble Co., 1987-1996

Disciplinary Information

Mr. Meyer does not have any reportable disciplinary information.

Other Business Activities

Mr. Meyer has no other business activities.

Additional Compensation

Mr. Meyer does not receive any additional compensation for providing advisory services beyond that received as a result of his capacity as a representative of Meyer Capital Management.

Supervision

As the President & Chief Investment Officer of Meyer Capital Management, Mr. Meyer is not supervised by other persons. However, Meyer Capital Management has in place written procedures that are designed to detect and prevent violations of the securities laws, rules and regulations.



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State-Registered Advisers

This disclosure is required by Ohio securities authorities and is provided for your use in evaluating this investment adviser representative's suitability.

Timothy R. Meyer has NOT been involved in any of the events listed below:

- An award or otherwise being found liable in an arbitration claim.
- An award or otherwise being found liable in a civil, self-regulatory organization, or administrative proceeding.

Timothy R. Meyer has NOT been the subject of a bankruptcy petition.



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Hannah E. Butcher

Educational Background & Business Experience

Year of Birth: 1991

Formal Education after High School:

- Xavier University – B.S.B.A., Finance, 2013

Employment Background:

- Meyer Capital Management; Portfolio Manager; 2013-current
- Great American Insurance Company; Agency Administration Intern; 2011-2013
- Northwestern Mutual Financial; Financial Representative; 2012

Disciplinary Information

Ms. Butcher does not have any reportable disciplinary information.

Other Business Activities

Ms. Butcher has no other business activities.

Additional Compensation

Ms. Butcher does not receive any additional compensation for providing advisory services beyond that received as a result of his capacity as a representative of Meyer Capital Management.

Supervision

As a Portfolio Manager for Meyer Capital Management, Ms. Butcher is supervised by Mr. Timothy R. Meyer, President and Chief Investment Officer of Meyer Capital Management.



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This disclosure is required by Ohio securities authorities and is provided for your use in evaluating this investment adviser representative's suitability.

Hannah E. Butcher has NOT been involved in any of the events listed below:

- An award or otherwise being found liable in an arbitration claim.
- An award or otherwise being found liable in a civil, self-regulatory organization, or administrative proceeding.

Hannah E. Butcher has NOT been the subject of a bankruptcy petition.



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John P. Meyer

Educational Background & Business Experience

Year of Birth: 1986

Formal Education after High School:

- Miami University – B.A., Anthropology, 2009

Employment Background:

- Meyer Capital Management; Portfolio Manager; 2014-current
- dunnhumbyUSA; 2009 - 2014

Disciplinary Information

Mr. Meyer does not have any reportable disciplinary information.

Other Business Activities

Mr. Meyer has no other business activities.

Additional Compensation

Mr. Meyer does not receive any additional compensation for providing advisory services beyond that received as a result of his capacity as a representative of Meyer Capital Management.

Supervision

As a Portfolio Manager for Meyer Capital Management, Mr. Meyer is supervised by Mr. Timothy R. Meyer, President and Chief Investment Officer of Meyer Capital Management.



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This disclosure is required by Ohio securities authorities and is provided for your use in evaluating this investment adviser representative's suitability.

John P. Meyer has NOT been involved in any of the events listed below:

- An award or otherwise being found liable in an arbitration claim.
- An award or otherwise being found liable in a civil, self-regulatory organization, or administrative proceeding.

John P. Meyer has NOT been the subject of a bankruptcy petition.