



Item 1: Cover Page

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March 19, 2019

This brochure provides information about the qualifications and business practices of The Henderson Group. If you have any questions about the contents of this brochure, please contact us at: 540-887-8300, or by email to Plan@TheHendersonGroup.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.

The Henderson Group is a registered investment adviser. Registration of an investment adviser does not imply any level of skill or training.

Additional information about The Henderson Group is available on the SEC's website at www.adviserinfo.sec.gov. You can search this site by a unique identifying number, known as a CRD number. The Henderson Group's CRD number is 115840.



Item 2: Summary of Material Changes

Summary of Material Changes

There have been no material changes to the March 19, 2018 Form ADV filed on the IARD.

Form ADV

Whenever you would like to receive a complete copy of this Form ADV, please email your request to Plan@TheHendersonGroup.Com or contact us by telephone at: 540-887-8300.

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Item 4: Advisory Business

Firm Description

The Henderson Group was founded in 1984 to provide personalized confidential financial planning and investment management to individuals, pension and profit sharing plans, trusts, estates, and charitable organizations. 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, estate planning, and multi-generational wealth planning.

The Henderson Group (“Firm”) is strictly a fee-only financial planning and investment management firm. The firm does not sell annuities, insurance, stocks, bonds, mutual funds, limited partnerships, or other commissioned products. The firm is not affiliated with entities that sell financial products or securities. No commissions in any form are accepted. No finder’s fees are accepted. The Firm is a fiduciary and is required to act in a client’s best interest at all times.

Investment advice is an integral part of financial planning. In addition, The Henderson Group advises you regarding cash flow, college planning, retirement planning, tax planning and estate and legacy planning.

The Henderson Group does not act as a custodian of your assets. You will always maintain asset control. The Henderson Group may place trades for you under a limited power of attorney.

A written evaluation of your initial situation is provided to you, often in the form of a net worth statement. Periodic reviews are also communicated to provide reminders of the specific courses of action that need to be taken. More frequent reviews occur but are not necessarily communicated to you unless immediate changes are recommended.

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 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 you.

Principal Owners

David K. Henderson is a 100% stockholder.

Types of Advisory Services

As a component of its comprehensive personal financial consultation and management service, The Henderson Group provides investment supervisory



services, also known as asset management services; manages investment advisory accounts not involving investment supervisory services and furnishes investment advice through consultations.

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

As of December 31, 2018, The Henderson Group manages approximately \$40,137,056. Approximately \$39,003,714 is managed on a discretionary basis and \$1,133,342 is managed on a non-discretionary basis.

Tailored Relationships

The goals and objectives for each client are unique and evolve during the initial planning process and are revised and updated as your circumstances evolve. Investment policy statements are created that reflect the stated goals and objective. You may impose restrictions on investing in certain securities or types of securities.

Agreements may not be assigned without your prior consent.

Types of Agreements

The following agreements define the typical client relationships.

Financial Planning Agreement

A financial plan is designed to help you with all aspects of financial planning without ongoing investment management after the financial plan is completed.

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.

Detailed investment advice and specific recommendations are provided as part of a financial plan. Implementation of the recommendations is at your discretion.

The fee for a financial plan is predicated upon the facts known at the start of the engagement. The typical fee range is \$2,500.00 to \$10,000.00 and is negotiable. Since financial planning is a discovery process, situations occur wherein you are unaware of certain financial exposures or predicaments.

In the event that your situation is substantially different than disclosed at the initial meeting, a revised fee will be provided for mutual agreement. You must



approve the change of scope in advance of the additional work being performed when a fee increase is necessary.

After delivery of a financial plan, future face-to-face meetings may be scheduled as necessary for up to one month. Follow-on implementation work is billed separately at the rate of \$250.00 per hour.

Retainer Agreement

Most clients choose to have The Henderson Group provide ongoing in-depth advice and life planning. All aspects of your financial affairs are reviewed. Realistic and measurable goals are set and objectives to reach those goals are defined. As goals and objectives change over time, suggestions are made and implemented on an ongoing basis.

The scope of work and fee for a Retainer Agreement is provided to you in writing prior to the start of the relationship. A Retainer Agreement includes: cash flow management; insurance review; asset management (including performance reporting); education planning; retirement planning; estate planning; and tax preparation, as well as the implementation of recommendations within each area.

The annual Retainer Agreement fee is based on a percentage of the Personal Net Worth.

Although the Retainer Fee and minimum are negotiable, the minimum annual fee is typically \$10,000.00. Existing client relationships may have higher or lower fees.

The Retainer Agreement is an ongoing agreement and constant adjustments are required. The length of service is at your discretion. You or The Henderson Group may terminate an Agreement by written notice to the other party. At termination, fees will be billed on a pro rata basis for the portion of the quarter completed.

Asset Management Agreement

An Asset Management Agreement may be executed when financial planning is not provided as part of the relationship. The annual fee for an Asset Management Agreement is based upon the following schedule and is negotiable.

<i>Assets Under Management</i>	<i>Annualized Fee</i>
First \$1,000,000	0.85%
Assets Over \$1,000,000	0.50%



Hourly Planning Engagements

Upon occasion, The Henderson Group provides hourly planning services for clients who need advice on a limited scope of work. The hourly rate for limited scope engagements is \$250.00 with a minimum charge of \$1,500.00.

Termination of Agreement

You may terminate any of the aforementioned agreements at any time by notifying The Henderson Group in writing and paying the rate for the time spent on the investment advisory engagement prior to notification of termination. If you made an advance payment, The Henderson Group will refund any unearned portion of the advance payment.

The Henderson Group may terminate any of the aforementioned agreements at any time by notifying you in writing. If you made an advance payment, The Henderson Group will refund any unearned portion of the advance payment.

Item 5: Fees and Compensation

Description

As stated above, The Henderson Group fees can be: fixed, retainer fees (not including subscription fees), a percentage of assets under management, or hourly charges.

Financial plans are priced according to the degree of complexity associated with your situation.

Fees and minimums are negotiable.

Fee Billing

Retainer Agreement and Asset Management fees are billed quarterly, in arrears, meaning that we invoice you after the three-month billing period has ended. Payment in full is due upon invoice presentation. Fees are typically deducted from one of your designated accounts to facilitate billing. You must consent in advance to direct debiting of your investment account and will receive a copy of the invoice at the same time it is submitted for payment.

Fees for financial plans have a \$500.00 advance retainer then are billed incrementally as the plan is developed.

Other Fees

Custodians may charge transaction fees on purchases or sales of certain stocks, bonds, mutual funds and exchange-traded funds. These transaction charges are usually small and incidental to the purchase or sale of a security. The selection



of the security is more important than the nominal fee that the custodian charges to buy or sell the security. See Brokerage Practices on page 12 for additional information.

The Henderson Group, in its sole discretion, may waive its minimum fee and/or charge a lesser asset management fee based upon certain criteria (e.g., historical relationship, type of assets, anticipated future earning capacity, anticipated future additional assets, dollar amounts of assets to be managed, related accounts, account composition, negotiations with clients, etc.).

Expense Ratios and Separate Account Fees

Advice offered may involve investments in mutual funds. Clients are hereby advised that all fees paid for asset management services are separate and distinct from the fees and expenses charged by mutual funds to their shareholders. These fees are described in each mutual fund's prospectus. Clients whose assets are invested in the shares of mutual funds pay with a direct management fee to the investment adviser and an indirect management fee to the mutual fund. A subadviser is currently used to manage some clients' assets. The subadviser relationship fees are similar to the mutual fund fee relationship previously described.

Past Due Accounts and Termination of Agreement

The Henderson Group reserves the right to stop work on any account that is more than 30 days overdue. In addition, The Henderson Group reserves the right to terminate any financial planning engagement where you have willfully concealed or have refused to provide pertinent information about financial situations when necessary and appropriate, in The Henderson Group's judgment, to providing proper financial advice. Any unused portion of fees collected in advance will be refunded within 60 days.

Item 6: Performance-Based Fees

Sharing of Capital Gains

Fees are not based on a share of the capital gains or capital appreciation of managed securities. The Henderson Group does 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



Description

The Henderson Group generally provides investment advice to individuals, pension and profit sharing plans, trusts, estates, or charitable organizations. Client relationships vary in scope and length of service.

Account Minimums

There is no minimum account size. The typical minimum annual fee for Retainer Agreement clients is \$10,000.

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

Methods of Analysis

Security analysis methods may include fundamental analysis and technical analysis.

The main sources of information include financial newspapers and magazines, research materials prepared by others, corporate rating services, annual reports, prospectuses, filings with the Securities and Exchange Commission, and company press releases.

Other sources of information that The Henderson Group may use include Morningstar Principia mutual fund information, Morningstar Principia stock information, Charles Schwab & Company's "SchwabLink" service, Advisor Intelligence, and the World Wide Web.

Investment Strategies

Our primary investment strategy is to find and utilize the "best of breed" investment managers using the Litman Gregory Asset Management service. Both these providers use extensive screening processes to continuously identify, monitor, and then rehire or replace the asset managers.

The investment strategy for a specific client is based upon the objectives stated by you during consultations. You may change these objectives at any time. Each client executes an Investment Policy Statement that documents their objectives and their desired investment strategy.

Our strategies are primarily built around long-term purchases but may include short-term purchases when a particular opportunity is presented.

Risk of Loss

All investment programs have certain risks that are borne by the investor. Our investment approach constantly keeps the risk of loss in mind. We cannot stress



enough that you need to realize that actual performance will vary from return potential and volatility presented. Use of alternative and private investments normally causes lack of liquidity. The performance of any particular investment vehicle is dependent on the management strategy of the selected investment company. You should review the mutual fund prospectus for the specific risks related to each fund that is held in your account.

Item 9: Disciplinary Information

Legal and Disciplinary

The Firm and its employees have not been involved in legal or disciplinary events related to past or present investment clients.

Item 10: Other Financial Industry Activities and Affiliations

Financial Industry Activities & Affiliations

The Henderson Group has no additional financial industry activities nor does it have arrangements that are material to you with a related person who is a broker-dealer, investment company, other investment advisor, financial planning firm, commodity pool operator, commodity trading adviser or futures commission merchant, banking or thrift institution, accounting firm, law firm, insurance company or agency, pension consultant, real estate broker or dealer, or an entity that creates or packages limited partnerships.

No Firm employee has a pending application to register as a registered representative, an associated person of a futures commission merchant, a commodity pool operator, or a commodity trading adviser. The Firm does not have a pending application to register as a broker-dealer, a futures commission merchant, a commodity pool operator, or a commodity trading adviser.

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

Code of Ethics

The employees of The Henderson Group have committed to a Code of Ethics that is available for review by you upon request. The Henderson Group will provide a copy of the Code of Ethics to any client or prospective client upon request.



Participation or Interest in Client Transactions

The Henderson Group and its employees may buy or sell securities that are also held by you. Employees may not trade their own securities ahead of your trades. Employees comply with the provisions of The Henderson Group Investment Adviser Supervisory Manual.

Personal Trading

The Chief Compliance Officer of The Henderson Group is David K. Henderson. He reviews all employee trades each quarter. Since most employee trades are small mutual fund trades, the trades do not affect the securities markets.

Item 12: Brokerage Practices

Selecting Brokerage Firms

The Henderson Group does not have any affiliation with product sales firms. Specific custodian recommendations are made to you based on your need for such services.

You are free at all times to utilize the broker or custodian of your choice.

The Henderson Group has negotiated an institutional level agreement with Charles Schwab & Company. These arrangements provide you access to institutional level products and services that may not be available to the retail client. The arrangement may also provide a discount from normal transaction fees and a cost savings on other services as well as an enhanced menu of product available at “no load”. The transaction fees may be higher than other “discount brokers” but may also be lower than the traditional “full-service brokerage firm” transaction fees.

In return for this non-exclusive custody arrangement, Charles Schwab provides The Henderson Group access to investment research on a free or substantially discounted basis.

Any research or information obtained from Schwab is available to all clients of The Henderson Group without charge regardless of portfolio custody arrangements.

The Henderson Group recommends custodians based on the proven integrity and financial responsibility of the firm and the best execution of orders at reasonable commission rates.

The Henderson Group may recommend that certain clients utilize the active non-discretionary management of a portion of their assets by or among certain independent investment managers either directly or through programs sponsored by Charles Schwab. The Henderson Group will continue to render advisory services to you relative to the ongoing monitoring and account performance.



The Henderson Group does not receive transaction fees or commissions from any of these arrangements.

Best Execution

You may direct The Henderson Group in writing to use a particular broker-dealer to execute some or all transactions for the client. In that case, the client will negotiate terms and arrangements for the account with that broker-dealer, and the Firm will not seek better execution services or prices from other broker-dealers or be able to "batch" client transactions for execution through other broker-dealers with orders for other accounts managed by the Firm. As a result, the client may pay higher commissions or other transaction costs or greater spreads, or receive less favorable net prices, on transactions for the account than would otherwise be the case. Subject to its duty of best execution, the Firm may decline a client's request to direct brokerage if, in the Firm's sole discretion, such directed brokerage arrangements would result in additional operational difficulties.

Soft Dollars

The Henderson Group may receive a discount from retail pricing on certain software because some client assets are custodied at Schwab. All clients benefit from this discount as it reduces the Firm's overall expenses.

Order Aggregation

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

Item 13: Review of Accounts

Periodic Reviews

Account reviews are performed quarterly by David K Henderson. Account reviews may be performed more frequently when market conditions dictate.

Review Triggers

Other conditions that may trigger a review are changes in the tax laws, new investment information, and changes in your situation.

Regular Reports

You receive periodic communications on at least an annual basis. Asset Management and Retainer Agreement clients receive written quarterly updates. The written updates may include a net worth statement, portfolio statement, and a summary of objectives and progress towards meeting those objectives.



Item 14: Client Referrals and Other Compensation

Incoming Referrals

The Henderson Group has been fortunate to receive many client referrals over the years. The referrals came from current clients, attorneys, accountants, insurance agents, employees, personal friends of employees and other similar sources. The Firm does not compensate referring parties for these referrals.

Referrals Out

The Henderson Group does not accept referral fees or any form of remuneration from other professionals when a prospect or client is referred to them.

Item 15: Custody

Account Statements

All assets are held at qualified custodians who provide account statements directly to you at your address of record at least quarterly.

Performance Reports

You are urged to compare the account statements received directly from your custodian to the performance report statements provided by The Henderson Group.

Net Worth Statements

You are frequently provided net worth statements and net worth graphs that are generated from our client relationship management system. Net worth statements may contain approximations of bank account balances provided by you, as well as the value of land and hard-to-price real estate. The net worth statements are used for long-term financial planning where the exact values of assets are not material to the financial planning tasks.

Standing Letters of Authorization

The Firm's clients may have standing letters of authorization on their accounts. The Firm has reviewed those relationships and determined that they meet the IAA no action letter seven conditions and do not trigger the surprise custody audit.



Item 16: Investment Discretion

Discretionary Authority for Trading

The Henderson Group accepts discretionary authority to manage securities accounts on your behalf. The Henderson Group has the authority to determine, without obtaining your specific consent, the securities to be bought or sold, and the amount of the securities to be bought or sold. However, The Henderson Group consults with you prior to each trade to obtain concurrence if a limited power of attorney trading authorization has not been given.

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

Discretionary trading authority facilitates placing trades in your accounts on your behalf so that we may promptly implement the investment policy that you have approved in writing.

Limited Power of Attorney

A limited power of attorney is a trading authorization for this purpose. You sign a limited power of attorney so that we may execute the trades that you have approved.

Non-Discretionary Authority

The Henderson Group primarily manages Client accounts on a non-discretionary basis.

Item 17: Voting Client Securities

Proxy Votes

The Henderson Group does not vote proxies on securities. You are expected to vote your own proxies.

When assistance on voting proxies is requested, The Henderson Group will provide recommendations to you. If a conflict of interest exists, it will be disclosed to you.



Item 18: Financial Information

Financial Condition

The Henderson Group does not have any financial impairment that will preclude the firm from meeting contractual commitments to you.

A balance sheet is not required to be provided because The Henderson Group does not serve as a custodian for client funds or securities, and does not require prepayment of fees of more than \$500 per client, and six months or more in advance.

Item 19: Requirements for State-Registered Advisers

Part A. Principal Executive Officer of the Firm

See Part 2b.

Part B. Business Activities Outside of Providing Investment Advice

See Part 2b, Item 4, and Item 10 regarding other business activities other than providing investment advice.

Part C. Performance Based Fees

See Item 6.

Part D. Material Event Disclosure

The Henderson Group and its management have not been involved in an arbitration claim or a civil, self-regulatory, or administrative proceeding in the last ten years.

Part E. Relationships or Arrangements with Securities Issuers

The Henderson Group and its management have no relationships or arrangements with securities issuers.

Privacy Notice

A copy of The Henderson Group's privacy policy notice and a written disclosure statement that meets the requirements of Rule 204-3 of the Investment Advisers Act of 1940, as amended ("Advisers Act"), shall be provided to each client prior to or contemporaneously with the execution of the Agreement and prior to changing its sharing practices.



(Part 2B of Form ADV)

Item 1

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CRD Number: 1010744

March 19, 2019

This brochure supplement provides information about David K. Henderson that supplements The Henderson Group brochure. You should have received a copy of that brochure. Please contact David K. Henderson, Chief Compliance Officer, at 540-887-8300 or www.TheHendersonGroup.com if you did not receive The Henderson Group's brochure or if you have any questions about the contents of this supplement.

Additional information about David K. Henderson also is available on the SEC's website at www.adviserinfo.sec.gov.



Education and Business Standards

The Henderson Group requires that professional staff providing advice directly to you not only have a bachelor's degree but also further coursework demonstrating knowledge of financial planning and tax planning. Examples of acceptable coursework include: an MBA, a CFP®, a CFA, a ChFC, JD, or CPA. Additionally, professional staff must have work experience that demonstrates their aptitude for financial planning and investment management.

Professional Certifications

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

In order to achieve and maintain certification, CFP® professionals must: 1) pass the comprehensive CFP® Certification Examination, 2) pass the CFP Board's Fitness Standards for Candidates and Registrants, 3) agree to abide by CFP Board's Code of Ethics and Professional Responsibility and Rules of Conduct which put clients' interests first, 4) comply with the Financial Planning Practice Standards which spell out what clients should be able to reasonably expect from the financial planning engagement, and 5) complete 30 hours of continuing education (including 2 hours of approved Ethics CE) every two years. - See more at: <http://www.cfp.net/become-a-cfp-professional/cfp-certification-requirements#sthash.qwXJz3yF.dpuf>.

David K. Henderson, CFP®, President of The Henderson Group

Item 2: Personal & Education

Date of birth: 1951

Educational Background:

- Mount Hermon School (Northfield, MA)
- Macalester College (St. Paul, MN)
- Virginia Commonwealth University (Richmond, VA) BGS degree with an emphasis in Finance.
- Certified Financial Planner designation from the College for Financial Planning (Denver, CO) in 1987.

Business Experience:

- He has been employed as a full-time financial planner since 1982.



- From 1984 through present he has been the principal of H.G. Advisers, Ltd, and the successor company, The Henderson Group, a family wealth management firm.

Volunteer Activities

- √ Past Chairman of the Board of Directors of the Richmond, (VA) International Association for Financial Planning chapter;
- √ Founding member and Director of the Central Virginia Society of Certified Financial Planners;
- √ Financial Planning Association Task Forces and committees;
 - National IAFP Practitioner Advisory Council;
 - National FPA Government Relations Committee;
 - National FPA White Paper and Regulation reform task forces;
 - National FPA Ethics Committee
- √ Former Chair of the Board of Trustees of the Wildlife Center of Virginia Foundation;
- √ Treasurer, Augusta Regional Free Clinic (VA);
- √ Former Board and Chair Finance Committee Augusta Health Hospice of the Shenandoah (VA);
- √ Adult Education instructor (personal financial planning) Henrico (VA) and Chesterfield (VA) county school systems;
- √ Lecturer on family farm succession planning to CPAs, attorneys and financial planners at regional and national conferences;

Item 3: Disciplinary Information: (if applicable): None

Item 4: Other Business Activities: None

Item 5: Additional Compensation: None

Item 6: Supervision

David K. Henderson, Chief Compliance Officer and President, is responsible for monitoring the activities of all supervised persons. Mr. Henderson's telephone number is 540-887-8300. Mr. Henderson reviews all written client performance materials and newsletters prior to use. On a daily basis, Mr. Henderson reviews market conditions. On at least a quarterly basis, Mr. Henderson reviews client's investment strategies. All employees receive the Firm's Investment Adviser



Supervisory Manual and Code of Ethics and are asked to annually certify to their understanding of the material.

Item 7: Requirements for State-Registered Advisers

Arbitration or Civil Claims: **None**

Self-Regulatory Organization or Administrative Proceeding: **None**

Bankruptcy Petition: **None**



(Part 2B of Form ADV)

Item 1

Jennifer Hanna Williams
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CRD Number: 2807882

March 19, 2019

This brochure supplement provides information about Jennifer H. Williams that supplements The Henderson Group brochure. You should have received a copy of that brochure. Please contact David K. Henderson, Chief Compliance Officer, at 540-887-8300 or www.TheHendersonGroup.com if you did not receive The Henderson Group's brochure or if you have any questions about the contents of this supplement.

Additional information about Jennifer H. Williams also is available on the SEC's website at www.adviserinfo.sec.gov.



Education and Business Standards

The Henderson Group requires that professional staff providing advice directly to you not only have a bachelor's degree but also further coursework demonstrating knowledge of financial planning and tax planning. Examples of acceptable coursework include: an MBA, a CFP®, a CFA, a ChFC, JD, or CPA. Additionally, professional staff must have work experience that demonstrates their aptitude for financial planning and investment management.

Professional Certifications

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

In order to achieve and maintain certification, CFP® professionals must: 1) pass the comprehensive CFP® Certification Examination, 2) pass the CFP Board's Fitness Standards for Candidates and Registrants, 3) agree to abide by CFP Board's Code of Ethics and Professional Responsibility and Rules of Conduct which put clients' interests first, 4) comply with the Financial Planning Practice Standards which spell out what clients should be able to reasonably expect from the financial planning engagement, and 5) complete 30 hours of continuing education (including 2 hours of approved Ethics CE) every two years. - See more at: <http://www.cfp.net/become-a-cfp-professional/cfp-certification-requirements#sthash.qwXJz3yF.dpuf>.

Jennifer H. Williams, CFP®, Associate Planner of The Henderson Group

Item 2: Personal & Education

Date of birth: 1971

Educational Background:

- College of William and Mary, BA English (Williamsburg, VA)
- Certified Financial Planner designation from the College for Financial Planning (Denver, CO) in 2003.

Business Experience:

- From 09/2015 to present she has been an Associate Planner with The Henderson Group, a family wealth management firm.
- From 07/2015 to 09/2015, Unemployed Staunton, VA
- From 05/2011 to 07/2015 she was a Financial Consultant with Stellerone Bank (Previously Union Bank) and a Registered Representative with various broker dealers.
- From 12/2010 to 05/2011, Unemployed, Staunton, VA



- From 09/2010 to 12/2010 she was a Financial Adviser with Edward Jones, St. Louis, MO

Item 3: Disciplinary Information: (if applicable): None

Item 4: Other Business Activities: None

Item 5: Additional Compensation: None

Item 6: Supervision

David K. Henderson, Chief Compliance Officer and President, is responsible for monitoring the activities of all supervised persons. Mr. Henderson's telephone number is 540-887-8300. Mr. Henderson reviews all written client performance materials and newsletters prior to use. On a daily basis, Mr. Henderson reviews market conditions. On at least a quarterly basis, Mr. Henderson reviews client's investment strategies. All employees receive the Firm's Investment Adviser Supervisory Manual and Code of Ethics and are asked to annually certify to their understanding of the material.

Item 7: Requirements for State-Registered Advisers

Arbitration or Civil Claims: **None**

Self-Regulatory Organization or Administrative Proceeding: **None**

Bankruptcy Petition: **None**

