CHANDLER
ASSET
MANAGEMENT

Chandler Asset Management

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REQUEST FOR PROPOSAL #565-11701
CEMETERY TRUST SERVICES

CITY OF FORT LAUDERDALE

March 2016

Trustee services provided by:

Landmark Bank

Landmark Bank

801 East Broadway
Columbia, Missouri 65201
(573) 441-2831

CHANDLER ASSET MANAGEMENT

March 25, 2016

City of Fort Lauderdale Procurement Services Division
100 N. Andrews Avenue, #619
Fort Lauderdale, Florida 33301

Re: Request for Proposal ~ Cemetery Trust Services, RFP # 565-11701

Dear Sir or Madam on behalf of the City of Fort Lauderdale,

On behalf of **Chandler Asset Management**, we are pleased to submit our firm's proposal and present our qualifications to provide investment advisory services for the City of Fort Lauderdale Cemetery Trust. As you read our proposal and become better acquainted with our firm, you will understand our dedication to serving public agencies, and that Chandler Asset Management is highly qualified to perform the comprehensive investment services in partnership with the Trust.

We are familiar with Cemetery Trust administration and management. We are proposing to partner with Landmark Bank to serve as Custodian and Trustee for the City's Cemetery Trust. Also, we have engaged the services of Infinity Management Services, a firm with deep experience in Cemetery and Funeral Trust services in Florida to provide independent oversight of both investment management and administration of the Trust's assets to ensure full compliance with the City's investment policy, Trust indenture and Florida Statutes. *Please note that under separate cover, the City will be receiving the original signed Forms and Certifications directly from Landmark Bank. Copies of these documents are included in the bound proposals and on the CDs, along with Chandler's original documents and copies.*

Our team is uniquely qualified to assist you with this exciting initiative. We pride ourselves on our commitment to providing personalized client service equal to our commitment to meeting investment objectives based on the following:

We understand your investment perspective. Chandler was founded on the same principles of investment management that guide public agencies. We believe that through effective risk management, we can enhance the potential income returns for the Cemetery Trust, while maintaining your primary objectives of safety of Trust Corpus and operating liquidity.

We are focused on serving the public sector. Based on our conservative investment philosophy, we have built a firm that follows a disciplined, risk-controlled investment approach, and manages over $11.7 billion in assets, including approximately $9.3 billion for public agencies as of December 31, 2015.

We are independent. Chandler is owned entirely by our employees, with no possible conflicts with affiliated brokers, insurance companies or banks. We do not answer to a parent company, so we do not compete for resources with other subsidiaries. We follow prudent investor standards, and put our clients' interests first, assisting them in fulfilling their fiduciary responsibilities.

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At Chandler, we see our job as being more than an investment adviser. We are a provider of custom solutions. Our role, as experienced professionals in the field of public sector investing, is to manage not only the portfolio, but also the overall investment program – just as if you had hired us as an internal employee.

As COO and Chief Compliance Officer, I am legally authorized to bind the firm. I certify that all the information provided in our proposal is accurate, firm and irrevocable, and shall be valid for a period of at least 120 days from March 29, 2016.

We encourage you to speak to our client references about why we are the best-qualified firm to provide investment management services for the City of Fort Lauderdale Cemetery Trust. We welcome the opportunity to speak with you in person about your goals and objectives.

If you have any questions, please contact Mel Hamilton, SVP, Relationship Manager, at 407-902-4695 or by email at mhamilton@chandlerasset.com.

Sincerely,

CHANDLER ASSET MANAGEMENT

Nicole Dragoo, IACCP
COO & Chief Compliance Officer

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Executive Summary

Each Offeror must submit an executive summary that identifies the business entity, its background, main office(s), and office location that will service this contract. Identify the officers, principals, supervisory staff and key individuals who will be directly involved with the work and their office locations. The executive summary should also summarize the key elements of the proposal.

Chandler Asset Management is highly qualified to perform the comprehensive investment services required by the Trust. Based on our conservative investment philosophy, we have built a firm that follows a disciplined, risk-controlled investment approach, and manages over $11.7 billion, including $9.3 billion for 116 public agencies as of December 31, 2015. We are honored to be stewards of the principal our clients entrust to us, and have, for over 27 years, performed our fiduciary duty with discipline and care.

We understand that having a steady income stream available to maintain cemetery grounds and provide long term stability is critical. We know it is important to work with companies that understand care and maintenance trusts to make long term sustainability possible. We are pleased to partner with Landmark Bank to provide administrative, consulting and trustee services to the City's Cemetery Trust Fund. Additionally, Landmark Bank has established a relationship with Infinity Management Advisors, LLC (IMA) which specializes in fiduciary consulting services to the funeral and cemetery industry. IMA will support Landmark Bank in its delivery of services to the City of Fort Lauderdale.

Investment Manager	Trustee Services	Administration & Compliance
Chandler Asset Management 1800 Pembrook Drive, Suite 300 Orlando, Florida 32810 Tel: (407) 660-6611 Contact: Mel Hamilton mhamilton@chandlerasset.com	**Landmark Bank** 801 East Broadway Columbia, MO 65201 Tel: (573) 441-2831 Contact: Chris Brown chris.brown@landmarkbank.com	**Infinity Management Advisors** 1614 Debut Lane Winter Garden, FL 34787 Tel: (407) 340-7920 Contact: James W. Atwood jim.atwood@trustima.com
Headquarters 6225 Lusk Boulevard San Diego, California 92121 Toll free: (800) 317-4747		

Comprehensive Portfolio Management. Chandler will provide discretionary investment management for the City of Fort Lauderdale Cemetery Trust. You will benefit from a highly disciplined and specialized approach to managing your portfolio. After establishing appropriate benchmarks in accordance with your income objectives and risk profile, we will implement an investment program designed to achieve your goals by:

- Developing Capital Market Assumptions on an annual basis using a proprietary process;
- Developing an Efficient Frontier based on historical returns and standard deviation for variety of asset classes;
- Recommending initial portfolio asset allocation based on required rate of return liquidity needs;
- Selecting investment vehicles that track the market return at low cost;
- Rebalancing portfolio quarterly to incorporate cash flows and maintain desired structure

- Reviewing investment vehicles for cost and "tracking error";
- Recasting Capital Market Assumptions every twelve months, anticipating minimal changes to recommended allocation; and
- Maintaining an ongoing dialogue with you through periodic investment meetings and frequent telephone contact with your staff.

We propose to utilize our Global Asset Allocation strategy to construct a balanced portfolio using internally developed capital market return expectations that will achieve the Trust's specified target return with the least expected risk. The recommended initial portfolio allocation will use investment vehicles that track the market return of each asset class at the low cost.

The preliminary asset allocation suggested in section 3.2 shows an expected long term return of 6.06% with fund expenses of 0.13%.

Chandler Asset Management is a SEC-registered investment advisor with a singular focus on the management of portfolios for the public sector. The firm was founded in 1988 by Kay Chandler based on her own experience serving as Investment Officer for the County of San Diego for eight years, and for the City of San Diego for another two years.

Our clients share the same objectives for their investments as the City of Fort Lauderdale – those of safety/preservation of capital, liquidity/cash flow and yield/earned income and capital appreciation. Chandler understands firsthand the issues that public agencies face in changing economic conditions, which is why our investment programs are designed to provide full transparency to our clients, while maintaining compliance with their investment guidelines and Florida State Statutes. Chandler is headquartered in San Diego, California and serves the Florida market through our office in Orlando:

Our goal is to provide best-in-class portfolio management and client service, supported by a scalable infrastructure and a commitment to strong governance, as the firm continues to serve public agencies and other risk-conscious clients across the country. Our mission statement affirms our dedication to *"earn the trust of every client, every day."*

We believe our forward-thinking, risk-controlled process results in client investment programs that protect principal, manage risk and enhance returns.

The City will work most closely with Mel Hamilton in our Orlando office. Mr. Hamilton will be responsible for the overall management of the engagement. Julie Hughes and Scott Prickett will work together in the day-to-day management of the Trust's investments. They will be supported by the following investment professionals in our San Diego offices.

Key Investment Professionals for the City's Cemetery Trust

Professional	Responsibility	Industry Experience	Firm Tenure
Portfolio Management and Research			
Marty Cassell, CFA CEO, Chief Investment Officer	Chief Investment Officer	1987	1991
Ted Piorkowski, CFA SVP, Portfolio Manager	Portfolio Management, Research, Credit Analysis and Trading	1987	1999

Jayson Schmitt, CFA EVP, Portfolio Manager	Portfolio Management, Research, Credit Analysis and Trading	1994	1995
William Dennehy II, CFA EVP, Portfolio Manager	Portfolio Management, Research, Credit Analysis and Trading	1992	2011
Scott Prickett, CTP EVP, Portfolio Strategist	Portfolio Management, Research, Credit Analysis and Trading	1987	2014
Jeff Probst, CFA VP, Portfolio Manager	Portfolio Management, Research, Credit Analysis and Trading	2010	2012
Genny Lynkiewicz, CFA VP, Portfolio Manager	Portfolio Management, Research, Credit Analysis and Trading	2007	2015
Julie Hughes SVP, Portfolio Strategist	Portfolio Management, Research, Credit Analysis and Trading	1993	2014
Shelly Henbest VP, Credit Analyst	Research and Credit Analysis	2000	2009
Webster Grouten III Portfolio Management Associate	Portfolio Management Support	2010	2012

Comprehensive Trustee Services for Cemetery Trust Funds: ***Landmark Bank***

As trustee, we have a duty of loyalty to the beneficiaries of the trust, acting in their best interest at all times. Our responsibilities would include: Complying with the instructions of the trust agreement, applying compliance standards to administer the trust in accordance with government regulations, and safeguarding the assets.

Landmark Bank has been in operation since 1865, starting under the name of Exchange National Bank. Currently, there are locations in Missouri, Texas and Oklahoma, with over 2 billion dollars in assets. Landmark Bank Wealth Management offers corporate trustee services to assist clients in reaching their goals. Our administrative staff has a combined 65 years of experience in Trust Administration. Because we manage trusts on a daily basis, we are understand many types of trusts, tax and estate planning strategies, and the legal responsibilities of a trustee.

Key Trust Professionals for the City's Cemetery Trust

Professional	Responsibility	Industry Experience	Firm Tenure

Chris Brown Compliance Officer and Operations Manager	Project Management and Operations	2006	2006
Kim Whorton, CTFA Relationship Manager	Trustee Services	1999	2006
Lorraine Richardson Business Support Specialist	Processing	2015	2015

Comprehensive Administrative Oversight: ***Infinity Management Advisors***
Infinity Management Advisors (IMA) is an independent fiduciary consulting firm with 25 years of industry related experience in providing administrative, fiduciary and consulting services to the cemetery industry. IMA has extensive knowledge of state and federal regulations that trustees need to understand in order to be compliant and meet the ever changing needs of their clients. That experience can also assist cemeteries in meeting regulatory requirements, streamline trust related processes and improve cash flow.

The key benefits of partnering with Chandler, Landmark Bank and Infinity Management Advisors include:

Fiduciary Responsibility: As an SEC registered investment adviser, Chandler has a fiduciary duty to put clients' interests first. Working with Chandler is one way to be confident that your best interests are being served. Our current *Form ADV, Parts 1 and 2* is included in the **Appendix.** As a Federally chartered bank trustee Landmark Bank provides the fiduciary duty of a Trustee independent of the investment advisor.

Professional Expertise: Chandler, IMA and Landmark Bank bring a combination of experience and industry knowledge, which makes for a strong foundation to manage cemetery trust funds. Several of Chandler's investment professionals have acquired industry certifications such as the Chartered Financial Analyst designation (CFA) and the Certified Treasury Professional designation (CTP) that demonstrates their knowledge of and commitment to the industry. Your primary account officer has many years of experience with cemetery trust asset management in his career. Landmark Bank staff bring strong trust backgrounds including a Certified Trust and Financial Advisor and experience in trust operations and compliance.

Jim Atwood of IMA has more than 25 years of experience with care and maintenance trusts. He was a founding member of State of Florida's Cemetery, Funeral and Consumer Services Board. Atwood is the CEO and primary consultant at Infinity Management Advisors, LLC (IMA) and specializes in trust investment management. Prior to forming IMA, Atwood served as the Group Vice President and Client Manager within Cemetery and Funeral Trust Services for SunTrust bank. In this role, he was responsible for providing administrative, fiduciary and consultative services to the cemetery and funeral industry

Best Practices and Industry Standards: One of Chandler's guiding principles is participation in the development of best practices in the management of public funds. Chandler participates in programs and seminars provided by the Government Finance Officers Association (GFOA), the Florida GFOA, and the CFA Institute. In addition, Marty Cassell sits on the GFOA's Committee on Treasury and Investment

Management. This committee tracks new developments in cash management and develops best practices for government officials at all levels.

Landmark Bank currently provides trust services for funeral homes and cemeteries nearing $20,000,000 in assets in 4 different states. For these clients, we work in partnership with other firms to provide investment management and recordkeeping services to provide a quality product for the beneficiaries.

Transparency and Effective Oversight: Chandler provides timely reporting of your portfolio in accordance with state guidelines, and in a manner that keeps your staff, elected officials and the general public informed.

Landmark Bank will provide statements of your assets as required. The content of the statements will include holdings and transaction details with principal and income information. Statements can be provided on demand.

We welcome the opportunity to meet with the City's staff in person about your goals and objectives for the Cemetery Trust Fund and how Chandler can assist you in developing an investment program that meets the City's income and return on Trust Corpus requirements.

Experience and Qualifications

Indicate the firm's number of years of experience in providing the professional services as it relates the work contemplated. Provide details of past projects for agencies of similar size and scope, including information on your firm's ability to meet time and budget requirements. Indicate the firm's initiatives towards its own sustainable business practices that demonstrate a commitment to conservation. Indicate business structure, IE: Corp., Partnership, LLC. Firm should be registered as a legal entity in the State of Florida; Minority or Woman owned Business (if applicable); Company address, phone number, fax number, E-Mail address, web site, contact person(s), etc. Relative size of the firm, including management, technical and support staff; licenses and any other pertinent information shall be submitted.

As a firm that has been managing assets for public agencies for over 27 years, Chandler has the depth and breadth of experience to meet and/or exceed all of your requirements. The combined experience of our investment team surpasses 170 years, and we pride ourselves on our commitment to providing personalized client service equal to our commitment to meeting your investment objectives.

Chandler Asset Management is a woman-owned LLC founded in 1988 by Kay Chandler in response to the pressing need she observed within the public sector. Kay recognized that public agencies with limited time and resources could benefit from external professional expertise and technological resources to help manage their investment programs. In 1991, Marty Cassell, Kay's successor on the investment staff of the City of San Diego, joined the firm. Marty now serves as the firm's CEO and Chief Investment Officer.

Their experience as investment officers within large public agencies shaped their perspectives in leading a firm whose sole purpose is to manage public funds, and assist in fulfilling their fiduciary duty. Kay and Marty have carefully assembled a team of professionals well versed in portfolio management, regulatory guidelines and reporting requirements to meet the specialized needs of public agencies. Our investment management team includes seven Chartered Financial Analysts (CFAs) and two Certified Treasury

Professionals. Our Chief Operating Officer and Compliance Officer holds a Juris Doctor and is an Investment Adviser Certified Compliance Professional (IACCP).

Experience serving public funds

Of our 116 current clients, 66 are cities, many of which are included in the representative list of institutional relationships shown below.

Cities		
Agoura Hills, CA	Indio, CA	Perris, CA
American Canyon, CA	La Habra, CA	San Clemente, CA
Arcata, CA	La Mirada, CA	San Jacinto, CA
Boulder, CO	Leesburg, FL	San Leandro, CA
Brea, CA	Long Beach, CA	San Marcos, CA
Buena Park, CA	Louisville, CO	Santa Clarita, CA
Breckenridge, CO	Menifee, CA	So. San Francisco, CA
Camarillo, CA	Moreno Valley, CA	Stanton, CA
Corona, CA	Napa, CA	Tracy, CA
Danville, CA	National City, CA	Truckee, CA
Deltona, FL	Newport Beach, CA	Westminster, CA
Counties and States		
Adams County, CO	City & County of Denver, CO	Routt County, CO
State of Delaware	Mendocino County, CA	Tulare County, CA

Government Entities	
Alameda Corridor Trans. Authority, CA	Moulton Niguel Water District, CA
Authority for CA Cities Excess Liability, CA	Rancho California Water District, CA
California Earthquake Authority	Redwood Empire Muni. Insurance Fund, CA
California Insurance Pool Authority, CA	San Bernardino Municipal Water District, CA
California Joint Powers RMA, CA	San Diego Pooled IPA, CA
CSAC Excess Insurance Authority, CA	South Metro Fire Rescue Authority, CO
Donala Water and Sanitation District, CO	Three Valleys Municipal Water District, CA
Eagle River Water & Sanitation District, CO	Walnut Valley Water District, CA
E-470 Public Highway Authority, CO	WestEd, CA
First 5 Alameda County, CA	Western Municipal Water District, CA
Fontana POA Retiree Benefit Trust, CA	Whittier Area Schools Ins. Authority, CA
Los Angeles Co. Metro. Trans. Authority, CA	Yolo County Public Agency RMIA, CA

** A sample listing of the firm's public agency clients shown in alphabetical order. This list includes only clients that have given permission to be listed. Includes discretionary and non-discretionary relationships. It is not known whether the listed clients approve or disapprove of Chandler Asset Management or the services provided.*

Our clients include four Trusts of comparable size that utilize our Global Asset Allocation strategy we propose for management of the Trust's assets:

- ✓ Rancho California Water District Retirement Medical Benefits Account
- ✓ Western Municipal Water District VEBA Account
- ✓ Fontana Police Officers' Association Retiree Medical Trust

- ✓ Redwood Empire Municipal Insurance Fund

Chandler Asset Management has been registered with the U.S. Securities and Exchange Commission (SEC) as an Investment Adviser since July 22, 1993, and is licensed in the State of Florida. Please see our Form ADV, Part 1, for more details.

Chandler Asset Management

CRD Number	SEC Number
107287	**801-44378**

In addition to our firm's registration, each member of our investment team is registered representative with the SEC and with State of Florida. Biographies for these individuals are provided in the Appendix.

Chandler Investment Adviser Representative	CRD Number
Melvin E. Hamilton	**1369673**
Julie K. Hughes	**5397196**
Scott D. Prickett	**1901448**
Jayson Schmitt	**4892847**
Martin D. Cassell	**4330905**
Kay Chandler	**2276868**
Ted J. Piorkowski	**1857510**
William Dennehy	**2397527**
Jeffrey J. Probst	**6164304**
Genevieve Lynkiewicz	**4462193**
Shelly L. Henbest	**4829437**

Chandler manages portfolios in a team environment ensuring that all investment team members are familiar with your portfolio. There will always be professionals available who are knowledgeable about your portfolio management needs, during and after market hours. The City of Fort Lauderdale Cemetery Trust will have direct face-to-face, phone and email interactions with the portfolio managers in addition to the rest of the Investment Management team.

One of the firm's guiding principles is participation in the development of best practices in the management of public funds. Chandler participates in programs and seminars provided by the Government Finance Officers Association (GFOA), the Florida GFOA, and the CFA Institute.

In addition, Marty Cassell sits on the GFOA's Committee on Treasury and Investment Management. This committee tracks new developments in cash management and develops best practices for government officials at all levels.

Throughout their careers, our team's Florida public fund clients have included authorities, cities, counties, healthcare organizations, higher education institutions, insurance companies, school districts and special districts. We are familiar with Federal & State statutes and Trust Indentures regarding the investment of operating reserves, and trusts for Cemetery & Funeral trusts, Municipal Insurance Trusts, Post-Employment Benefit Trusts, and Voluntary Employee Benefit Trusts.

From 1990 to 2012, Mel Hamilton was Managing Director for SunTrust Banks (1990-2008) and also a Senior Managing Consultant with PFM Asset Management (2008-2012). During his tenure at SunTrust he worked with the bank's Cemetery and Funeral Trust Services Group in Orlando providing investment management services to cemetery and funeral trust clients nationally.

As part of Chandler's recent growth, the firm has expanded its presence with two new offices in 2014, including our office in Orlando, Florida. We have also added 10 employees, four of which average over 11 years of experience serving Florida public entities. Mel Hamilton has worked with municipalities in Florida since 1990. Julie Hughes and Scott Prickett have managed funds for public bodies in Florida for eight and eleven years, respectively, and Stacey Alderson has provided client service, including accounting and reporting to public agencies in Florida since 2007.

Chandler counts two Florida cities among its clients, **City of Leesburg** and **City of Deltona,** with total assets including advice and reporting of over $155 million, and assets under direct management of $69 million.

Sustainability Practices

Chandler is conscious of the environment in all that we do. We are continually looking for ways to be stewards of the environment. We use recycled materials whenever possible, including post-consumer recycled content. We have an internal recycling program at our headquarters office in San Diego, which we encourage all of our employees to participate in, as well as timers for office lighting. In addition, Mel Hamilton who will serve as the City's primary contact for this project lives locally in the Orlando area. He will not require many resources to travel for meetings with the City, which will minimize the environmental impact. Chandler tries to be forward thinking in both the short and long term benefits of green initiatives within our organization, and would consider measures to further assess and/or reduce our energy consumption.

The *Chandler Client Portal*, a secure web portal, offers online access and the ability to download daily transactions and holdings, as well as historical monthly and quarterly statements and reports. Reports can be viewed on laptops, tablets and other mobile devices, thus potentially minimize the need for printed reports. Reports can be downloaded in Excel format that can be mapped to your internal reporting requirements.

Landmark Bank has been working with the funeral trust and cemetery industry for 3 years. We have been a chartered trust company since the 1960's. Our experience in the trust industry has allowed us to partner with other firms in this specialized area and provide the services of a trustee. In 3 years, we have grown to $20,000,000 which we are responsible for administering. We currently have 3 staff who will work in tandem with Chandler Asset Management and Infinity Management Services that would be responsible for the transition and implementation. Once the assets are transferred and established, there would be one primary contact responsible for the administration of the trust, and one responsible for the ongoing operations and compliance.

Approach to Scope of Work

Provide in concise narrative form, your understanding of the City's needs, goals and objectives as they relate to the project, and your overall approach to accomplishing the project. Give an overview on your proposed vision, ideas and methodology. Describe your proposed approach to the project. As

part of the project approach, the proposer shall propose a scheduling methodology (time line) for effectively managing and executing the work in the optimum time. Also provide information on your firm's current workload and how this project will fit into your workload. Describe available facilities, technological capabilities and other available resources you offer for the project.

As in investment advisor to public agencies for over 27 years, we understand your investment perspective and our fiduciary obligation. Chandler was founded on the same principles of investment management that guide the City's Cemetery Trust; Safety, Liquidity and Yield. We understand the necessity of preserving the Trust's corpus, as well as generating sufficient income from income and dividends to operate the cemeteries and growing Trust assets. We believe that through effective risk management, we can enhance the potential for higher returns for the Trust, while maintaining your primary objectives of safety and income.

We understand that these are Trust assets. We have engaged the services of a Bank Trustee with extensive experience in administering Cemetery Trust assets. The team we have assembled has many years of experience with Cemetery and Funeral Trust services and a deep understanding of the investment objectives and the statutory requirements of administering trust assets in Florida.

Our proposed investment strategy is to create a portfolio based on active asset allocation with emphasis on broad representation to each permitted asset class and cost effective investment vehicles. We will actively manage the portfolio based on both fundamental and dynamic market factors to meet the Trust's annual maintenance expenses, capital project expenditures and preserve the Fund Corpus.

Our preliminary portfolio allocation provides both domestic and international equities, real estate, and high yield using ETFs and iShares, based on your investment policy. We propose to manage the fixed income allocation internally in a separately managed portfolio in using our Core Bond strategy, which we have managed since 1993. We report portfolio characteristics and performance to you monthly by the third business day of each month and reconcile with the Trustee's monthly statement(s) of Trust holdings and activity.

Transition to Chandler as your Investment Manager

The transition of your investment program to Chandler's care is designed to be hassle free and seamless. At the beginning of our engagement, our professionals will meet with you to "kickoff" the relationship, asking you to confirm our understanding of your objectives, liquidity requirements and risk parameters. We formally review your investment policy and other governing documents. These meetings will set the groundwork for the development and implementation of your portfolio.

In addition to discussing the various aspects of your investment program, the kickoff meeting is an opportunity for new clients to discuss and understand how the relationship works in terms of establishing an ongoing dialogue with your staff and understanding our investment process in further detail. We encourage new clients to involve their staff, so that they will have a firm understanding of the services that we will provide and a chance to discuss any additional issues. We will document the information that we learn from you in a formal Management Directive Letter, and use it to develop your investment program.

The following outline describes the plan we propose to transition the City's investment program into Chandler's management. While this table details the tasks and milestones involved in establishing a

new relationship, we will work with you to accommodate any specific areas of concern to ensure a successful transition.

Typical Implementation Timeline

Action Item/Deliverable	Timetable/Deadline	Milestones
1. Execute agreement	Week 1	• Final version of investment management agreement
2. Account establishment documents	Week 1-2	• Kickoff meeting scheduled • Policy review notes with the City
3. Assign online access, designate signers	Week 1-2	• The City has access to Chandler Client Portal
4. Review and select custodian (if needed)	Week 1-2	• Selection process underway, or • Notification letter provided to the City
5. Investment policy review	Week 2	• Kickoff meeting held • Decisions about policy and portfolio made
6. Review cash flow projections	Week 2-3 Kick-off Meeting	• Written documentation of all decisions
7. Finalize investment strategy	Week 2-3 Kick-off Meeting	• Prioritized advisory topics and projects • Executed investment management agreement
8. Establish schedule for meetings	Week 2-3 Kick-off Meeting	• Chandler meets in-person on a quarterly basis (or on a more frequent schedule at first) to discuss portfolio, market and interest rate trends, proposed strategies, performance, etc.
9. Input investment constraints in CRD	Week 2-3	• Investment Management Team presents detailed investment plan to the City for investing of assets • Proposed portfolio characteristics • Securities already selected (but not yet purchased) for the portfolio
10. Monthly reports by 3rd business day	3rd Business Day of Each Month	• First report from Chandler's accounting and reporting system reconciled to bank custodian records
11. Quarterly reports	Typically by 20th Business Day	• The City has access to online Chandler Client Portal • Ongoing communication between the City and Chandler
12. Prepare and provide GASB 40 report	Annually	• Chandler assists in annual earnings forecast for the City's budget

Firm Workload

As of December 31, 2015, the firm's five portfolio managers and two portfolio strategists managed 134 institutional client relationships for an average of 19 relationships per investment professional.

In general, we believe that the concept of average number of accounts per investment professional is not representative of the distribution of work within our investment process. The successful implementation of the team's investment process is not dependent upon any one individual; in fact, the workload for each account is distributed across the entire team. In addition, all of our investment personnel have research, trading and analytic responsibilities, which benefit all of our client's accounts.

While we do not have a fixed maximum of accounts or assets under management per investment professional, we have a comprehensive plan in place to add staff members as we add assets under management. Our goal is to maintain the high level of performance and service that is one of the hallmarks of our firm.

Technology Resources

Chandler devotes considerable resources to enhancing our own in-house capabilities and evaluating research from outside sources, which we incorporate into our own proprietary processes.

Some of the primary research sources our team uses for diverse market perspectives and for raw data for our proprietary analytical systems include:

Instantaneous Information and Independent Insights			
Bloomberg	Real-time market and security data; Market analytics; News resource, Communication tool	GimmeCredit®	Credit analysis and research; Qualitative data
Tradeweb	Price discovery; Competitive bidding; Trade execution	BCA RESEARCH	Macroeconomic research; Market commentary; Sector analysis; Strategic data; Longer-term, macro analysis
MarketAxess®	Price discovery; Competitive bidding; Trade execution	CreditSights	Credit analysis and research; Ratings reports
Charles River	Portfolio/Trade compliance; Trade order management	SMRA ITR	Macroeconomic analysis; Market commentary; Sector analysis, Tactical, focused analysis

STATE STREET	Portfolio accounting and reporting	IDC Analyze the Future	Daily security pricing

1. Organization

1. **Describe the organization, date founded, and ownership of the firm and regulatory bodies this firm reports to. Has your firm experienced a significant change in organizational structure, ownership or management during the past three years? If so, please describe.**

   Chandler Asset Management was founded in 1988. Chandler is registered with the SEC and is a legal entity registered in the State of Florida. Kay Chandler, CFA, President and Founder, and Marty Cassell, CFA, CEO and Chief Investment Officer, are the principal owners of the firm, holding 68% and 25% respectively. Nicole Dragoo, COO and Chief Compliance Officer; Ted Piorkowski, CFA, Senior Vice President and Portfolio Manager; and Jayson Schmitt, CFA, Senior Vice President and Portfolio Manager, are also owners, each owning less than 5% of the shares in the firm. We believe that this ownership structure contributes to our ability to attract and retain the highest quality investment professionals.

   The firm's Executive Management Committee has added three new members in the past year:

   - Don Penner, Executive Vice President, Business Development
   - Scott Prickett, CTP, Executive Vice President, Portfolio Strategist
   - William Dennehy, CFA, Executive Vice President, Portfolio Manager.

   These individuals join Kay Chandler, Martin Cassell, Jayson Schmitt, and Nicole Dragoo, in overseeing the firm's administration and management.

   In addition, assets under management have grown in the past three years from $6.4 billion to $11.7 billion, resulting in the hiring of additional staff and an increased presence in the U.S. regions of Colorado, Washington, and Florida.

   Landmark Bank was founded in 1865 under the name of Exchange Bank. It currently operates as Landmark Bank with 2 billion dollars in assets. The trust charter dates back to the 1960's, and currently has 600 million dollars in assets under management. Landmark Bank is nationally chartered and is overseen by the Office of the Comptroller of the Currency.

2. **Describe any other business affiliations (e.g. subsidiaries, joint ventures, "soft dollar" arrangements with brokers).**

   Chandler is completely independent and has no other business affiliations in relation to its investment advisory business, including subsidiaries, joint ventures or soft dollar arrangements with brokers.

   Landmark Bank is also independent with no other business affiliations. We do have soft dollar arrangements with brokers, but this will not have any impact on this relationship as we will not be managing the assets.

3. **Identify the types of accounts primarily managed by your firm.**

Chandler's primary focus is to manage portfolios for risk-averse public agency clients, including cities, counties, healthcare, higher education, public authorities, school districts, insurance funds and special districts.

We provide complete discretionary or non-discretionary investment services for a public entity investment program, including:

- General Revenue Funds
- Insurance, Medical Trusts
- Capital Project Funds
- Trust Reserve Funds
- Reserve Funds
- Post-Employment Benefit Trusts

Landmark Bank provides trust administration, estate settlement and investment management services to individuals and businesses in Missouri, Texas and Oklahoma, including the following types of accounts:

- Funeral & Cemetery Trusts
- Retirement Accounts
- Personal Accounts
- Irrevocable Trust
- Estates
- Business Accounts

4. Does your firm have an office in the State of Florida? If so, please indicate the closest location to Fort Lauderdale.

Yes, the City of Fort Lauderdale would be served by Chandler's Orlando office, located at:

Pembrook Commons
1800 Pembrook Drive, Suite 300
Orlando, Florida 32810
Phone: (407) 660-6611
Website: www.chandlerasset.com

Landmark Bank does not have an office in Florida.

Infinity Management Advisors is located in Florida at:

Infinity Management Advisors, LLC
1614 Debut Lane
Winter Garden, Florida 34787
Website: www.trustima.com

5. Provide a brief history of your company's experience with custody, safekeeping clearing services, investment management and any special expertise or unique capabilities. Describe your strengths that differentiate your services from other providers.

Chandler does not take possession of any client assets, cash or securities. All transactions are delivery versus payment to a third party trustee for custody.

The firm maintains relationships with over twenty five custodians, with whom the firm's operations team performs daily and monthly reconciliations of cash balances and positions in all accounts. On a daily basis, the account's cash and security position in our accounting system is compared to the relative holdings maintained by the client's custodian bank. Any discrepancies in contributions/withdrawals of cash, posting of interest or maturities, and settlement dates of trades are disclosed.

On a monthly basis, all accounts are reconciled where the client's firm statement is compared to the custodian bank statements. All transactions and holdings are reconciled, and both electronic and manual processes are used.

Investment Management: Chandler's singular focus is the management of portfolios for the public sector. We are honored to be stewards of the principal our clients entrust to us, and have, for over 27 years, performed our fiduciary duty with discipline and care. Our clients share the same objectives for their investments as the City of Fort Lauderdale – those of safety, liquidity and yield.

A distinguishing characteristic of the firm is its flexibility of investment offerings and its commitment to customize portfolios to the exact needs of an entity. Chandler's investment strategies span most asset classes and the yield curve while offering transparency through access to client service and investment staff, comprehensive reporting, online access, and compliance with investment policies and state statutes. Benchmarks are chosen to reflect the objectives of each client and their risk tolerances; while Chandler's active management and asset allocation strives to exceed the returns of the chosen index.

Chandler provides an array of services that support the investment process, facilitates service

and communication.

Landmark Bank currently partners with FIS Wealth Outsourcing Solutions (formerly Reliance Trust Company) for custody and safekeeping. Our operational functions have been outsourced since 2006, and this has allowed us to provide a more stable platform for our clients through a national provider. Our experience in trust administration allows us to mitigate risk for our

clients due to our in-depth understanding of the duties of the trustee to the trust and its beneficiaries.

We have successfully partnered with several organizations to provide trust, investment and operational services, dependent on the needs of the relationship. We currently partner with Midwest Special Needs Trust where we provide investment and operational services to this organization that acts as trustee for individuals with special needs. This quasi-governmental organization has grown from $6 million in 2003 to nearly $40 million currently. We also currently work with Funeral Services Inc. and National Guardian Life to provide a life insurance trust option in 4 states.

6. **Summarize fidelity bond coverage, errors and omissions, employee dishonesty, fiduciary liability insurance, or other fiduciary coverage the firm carries.**

Chandler carries $15 million in EO/DO (professional liability) insurance through the Hartford Group and Scottsdale Insurance Company, effective from 8/2/2015 through 8/2/2016. In addition, Chandler carries a $5 million fidelity bond through the Hartford Group, also effective 8/2/2015 through 8/2/2016.

Landmark Bank is insured through StarNet Insurance Company effective 6/1/2014 through 6/1/2017. Landmark carries $5 million in Fiduciary Liability and $5 million in Trust Liability.

2. Professional Qualifications

1. **What is the number of full time employees in this firm?**

All of Chandler's 29 employees work full time in investment management, operations, compliance, or client service to serve our clients. Chandler's professional staff is comprised of the following departments:

Chandler Asset Management Professional Staff

Classification	# of Professionals
President	1
CEO, Chief Investment Officer	1
COO, Chief Compliance Officer	1
Portfolio Managers	5
Portfolio Management Associate	1
Portfolio Strategists	2
Credit Analyst	1
Client Service & Marketing	10
Operations	4
Compliance	1
Administration	2
Total	**29**

Landmark Bank Wealth Management Professional Staff

Classification	# of Professionals
Executive Vice President	1
SVP, Business Development Officer	1
SVP, Head of Relationship Management	1
VP, Chief Investment Officer	1
VP, Compliance Officer and Operations Manager	1
Relationship Manager	4
Portfolio Manager	1
Portfolio Analyst	1
Relationship Administrator	2
Operations	2
Total	**15**

2. **Submit biographical profiles on the individual(s) who will be assigned to this account including but not limited to, title, number of years at this firm, total number of years of experience, professional designations or licenses and SEC, NASD, or any other regulatory censures or actions or litigations, if any. Please indicate where these individual(s) are located. Indicate which individuals will attend quarterly review meetings with Cemetery Advisory Board of Trustees.**

As noted in the Executive Summary, the City will work most closely with the individuals located on our Florida team. Mel Hamilton will be responsible for the overall management of the engagement. Mel is located in Orlando and is available to the City as a local resource and for any in-person calls or visits.

Julie Hughes and Scott Prickett will work together in the day-to-day management of the City's investments. Scott and Julie will work closely with Jayson Schmitt and Bill Dennehy in the implementation of your investment program. Stacey Alderson will be another key contact. Stacey has many years of experience working with public agencies with particular focus on cash flow forecasting and reporting.

Please see Chandler's *Professional Biographies* included in the **Appendix**.

Neither Chandler nor any of its officers or employees have any past or pending regulatory censures, actions or litigations by the SEC, NASD or other regulatory agency.

Mel and Jim Atwood from Infinity Management Advisors will attend all meetings with the Cemetery Advisory Board of Trustees.

All of Chandler's portfolio management responsibilities are performed at the firm's headquarters in San Diego.

At Landmark Bank, Chris Brown will be responsible for managing the relationship within Landmark, including the sharing of information and data between organizations. Chris has been managing the operations of Landmark Bank's trust group since 2006, and has since taken on the responsibilities for compliance and project management. Chris has completed the Fiduciary and Investment Risk curriculum through the Cannon Trust School.

Kim Whorton's will be the administrator for the trust. Kim has over 20 years of experience in banking industry, 19 of which are in the trust field. Kim also graduated from the Cannon Trust School earning her Certified Trust and Financial Advisor (CTFA) designation.

3. Investment Philosophy/Hypothetical Analysis of Fund

1. **Briefly describe the firm's investment philosophy in developing portfolio construction to meet the client's investment policy objectives.**

We believe our forward-thinking risk-controlled process results in client investment programs that protect principal, manage risk, and enhance returns.

Chandler's Investment Philosophy for Trusts

- Our investment process is grounded in
  - A clear understanding of the Trust's objectives
  - Our proprietary investment process based on proven principles of Modern Portfolio Theory
  - An emphasis on risk management
- Our goal is to achieve above-market returns consistently through
  - Active asset allocation
    - Strategic allocation based on fundamental analysis
    - Tactical allocation based on market dynamics
- Continual monitoring and rebalancing of investment vehicles

The result is an investment approach grounded in the management of risk that is customizable for each of our client's specific objectives and constraints.

Determining the Portfolio's Asset Allocation

Chandler uses a proprietary multi factor process to develop Capital Market Assumptions.

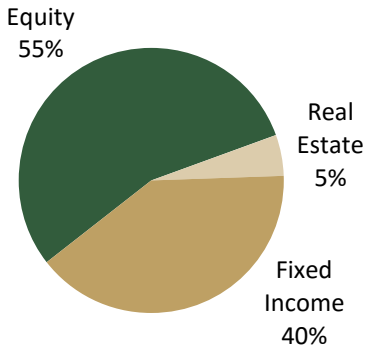
- An estimate of the future returns on a broad universe of investible asset classes
- Based on the "risk-free rate" – 10-year US Treasury Notes plus the asset class risk premium
- Relative valuation analysis:
  - Risk adjusted expected returns
  - Price earning multiples
  - Dividend yields
  - Option adjusted spread
  - Real Estate capitalization rates

Chandler's Global Asset Allocation strategy seeks to attain exposure to a variety of U.S and Non-U.S. equity, fixed income and other asset classes through investment in indexed or actively managed mutual funds and exchange-traded funds (ETFs), relative to a blended

benchmark representing 40% B of A Merrill Lynch US Corporate, Government and Mortgage Index, 35% Standard & Poor's 500 Index and 25% MSCI EAFE Index.

2. **Provide a sample analysis of the current Fund amount of $24,900,000. Allocate the assets to specific classes. Show the Fund Fact Sheet for any mutual fund and/or investment manager advisor to be used as well as all fees associated with the allocation. Provide the projected annual yield for each asset allocation.**

Based on our initial assessment of the City of Fort Lauderdale Cemetery Trust objectives, we may recommend the following allocation:



Breakdown by Asset Class			
Equity	55%	Fixed Income	40%
US Total Market	40%	US Core	30%
US Preferred	5%	US High Yield	10%
International	10%	International	0%
		Real Estate	5%
		Domestic (US)	5%
		International	0%

Estimated Long Term Portfolio Return	**6.53%**
Estimated Long Term Volatility	**14.61%**

The expected earnings are based on Capital Market Assumptions and involves the following steps: 1) an educated estimate of the future returns on various investment types; 2) based on the long term risk-free asset (10-year U.S. Treasury Note); 3) adjusted for each investment type by the historical added return over the risk-free rate; and 4) significant current factors. The estimates, projections, assumptions and illustrations used in preparing this material are based upon mathematical computations and information form sources believed to be reliable. They should not be considered a guarantee of the future performance of any particular asset or a guarantee of achieving overall financial objectives. Investment returns will fluctuate and market factors may adversely impact investments. Performance is presented gross of investment management fees and expenses. Asset Allocation derived from return assumption based on internal calculation methodology using data from sources believed to be reliable. Future investment may not reflect these allocations due to economic conditions, and there is no guarantee that the target return will be achieved. Past performance is not indicative of future success.

Security Description	% of Portfolio	Fund Expense	Dividend Yield % (1)
INTERNATIONAL EQUITY	**10%**		
Vanguard ETF Euro Pacific FD	10%	0.09%	2.95%
LARGE CAP US EQUITY	**40%**		
Vanguard Total Stock Market ETF	25%	0.05%	1.97%
Vanguard High Dividend Yield ETF	15%	0.09%	3.16%
US PREFERRED STOCK EQUITY	**5%**		
iShares US Preferred Stock ETF	5%	0.47%	5.79%
REAL ESTATE	**5%**		
Vanguard ETF REIT	5%	0.12%	4.32%
US CORE BONDS	**30%**		

Vanguard Total Bond Market ETF	15%	0.07%	2.53%
Vanguard Interm Corporate Bond ETF	15%	0.10%	3.27%
US HIGH YIELD BONDS	**10%**		
Barclays Capital High Yield ETF	10%	0.40%	6.56%
Total portfolio:	**100%**		

1) Dividend Yield from Product Overview as of 3/28/2016

** Asset allocations derived from return assumption based on internal calculation methodology using data from sources believed to be reliable. Future investment may not reflect these allocations due to economic conditions, and there is no guarantee that the target return will be achieved. Past performance is not indicative of future success.*

Weighted Average ETF Fund expenses for the suggested Fort Lauderdale allocation average 0.10%. These compare to the Trust's current fund expenses for the current portfolio allocation of 0.34%. (per RFP Attachment C).

The Weighted Average Yield for the suggested asset allocation is 3.29%. Estimated annual income based on a $24.9 million portfolio and current income and dividend yields is $819,972.

The expected long term portfolio total return of the suggested asset allocation is 6.53% gross of fees and expenses.

3. What are the primary strategies employed by your firm for adding value to the portfolio (e.g. market timing, research, etc.)?

Chandler's investment strategy seeks to add value through a disciplined quantitative and qualitative process. Our approach includes four key components:

- Uses internally developed capital market assumptions to develop an efficient frontier of portfolios that achieve the highest expected return at the least expected risk point
- Structures portfolios customized for each client by selecting the point on the efficient frontier that represents the client's specific risk/return profile
- Typically, invests in low-cost investment vehicles, such as Exchange-Traded Funds (ETFs) and mutual funds, that offer a broad representation of securities in each asset class
- Portfolio weighting between funds and market sectors will be determined by each client's individual needs and circumstances, and rebalanced on a quarterly basis

The overall investment process results in a disciplined, evidence based set of recommendations that we provide to our clients.

4. Investment Manager Selection

1. What is the procedure and criteria you follow in the selection of investment managers? Historically, how long does this process take from start to finish?

In selecting investment vehicles for the portfolio, our focus is on asset allocation. We emphasize broad representation within each asset class. This generally leads to use of low-cost investment vehicles such as Exchange-Traded Funds (ETF) and mutual funds that offer a broad representation of securities in each asset class.

Funds and ETFs are selected based on factors that include: Governance, Issuer/Provider, Fees, Benchmark Tracking and Liquidity.

2. **How many firms do you track for investment manager search purposes? How many investment managers do you typically recommend to the Board from the total search database?**

   None. Chandler does not track investment managers and invests through ETF's.

3. **What criteria are used to recommend termination of an investment manager?**

   If any of the above qualities are not in place, a fund may be a candidate for termination.

4. **Do you or a related company have relationships with investment managers that you recommend, consider for recommendation, or otherwise mention to the plan for consideration? If so, describe those relationships.**

   No. Chandler does not have any related companies or outside relationships or affiliations with any third party investment managers, and plans to manage all of the Trust assets internally.

5. **Do you or a related company receive any payments from investment managers you recommend, consider for recommendation, or otherwise mention to the plan for consideration? If so, what is the extent of these payments in relation to your other income (revenue)?**

   None – Chandler does not receive any payments from or is affiliated with any outside investment managers.

6. **Do you have any policies or procedures to address conflicts of interest or to prevent these payments or relationships from being considered when you provide advice to your clients. Explain your procedures.**

   Every Chandler employee is required to complete a *Conflicts of Interests Questionnaire* annually, or more frequently as needed. It is the responsibility of all employees to help identify any potential or actual conflict of which the employee becomes aware. The questionnaire covers issues such as the employee or spouse having close relationships with any trader or broker which Chandler uses to trade securities for client accounts, with a senior executive of a publicly-traded or privately-held company whose securities Chandler purchases or sells for its clients, with clients or prospective clients, custodians, vendors or consultants. It also asks about receipt/giving of gifts or other benefits from/to a client broker, custodian, vendor or other service provider associated with Chandler, litigation either past or pending, political contributions, bankruptcy, and convictions/probations. The firm's compliance officer is required to review all questionnaires and require additional disclosure, if necessary.

7. **Do you have any arrangements with broker-dealers under which you or a related company will benefit if investment managers place trades for their clients with such broker-dealers?**

   None – Chandler is completely independent and has no other business affiliations in relation to its investment management business, including subsidiaries, joint ventures or soft dollar arrangements with brokers.

5. Performance Evaluation

1. **Describe and illustrate any special indices constructed by your firm. Do you use peer review in evaluating an investment manager's performance?**

We do look at other peers when evaluating the performance of our investment vehicle, but since we primarily use index funds the factors we look at most are tracking error versus the benchmark, liquidity, governance and fees.

2. **Please explain size, composition, and source of the firm's performance measurement database. What indices are used for relative comparisons? Specifically describe the performance evaluation system and the philosophy behind it.**

We use PAM for Investments, a State Street Company, to calculate performance in accordance with GIPS. We primarily use the Bloomberg system to look at peer groups over history using the factors mentioned above.

We propose benchmarks that reflect our clients' objectives, risk tolerance and constraints. The selected benchmark will reflect the risk constraints of the portfolio; the benchmark serves, in a sense, as the "model portfolio" for the client. That is, the benchmark will have a duration, maximum maturity and sector allocation consistent with your specific risk/return parameters.

For the City of Fort Lauderdale, we can suggest several benchmarks to evaluate performance in terms of both book yield and total return. We believe measuring returns in terms of book yield and total return have their merits, and can offer different perspectives. Book yield will allow your staff to understand the actual income that the portfolio is realizing on a periodic basis to provide for your liquidity needs. At the same time, total return will provide an overall picture of performance that considers not only yield, but also the level of risk taken to achieve that return.

Benchmarks that some of our other public agency clients have selected, which may also be appropriate for the City include the BofA/ML Blended 0-3 Year US Treasury Index, the BofA/ML 1-3 Year US Treasury Index and the BofA/ML 1-5 Year US Treasury & Agency Index. While these are possible suggestions, our goal is to select the benchmark that is right for you: as such, we can discuss other possible benchmarks or even customize benchmarks for the City.

3. **Will you be able to meet the requirement of meeting bi-monthly with the Board? How soon, following the end of a reporting period, can you have copies of evaluation reports to us?**

Yes, we will attend each meeting with the Board of Trustees. Monthly reports are available by the third business day of each month and view able via the *Chandler Client Portal*.

4. **Provide samples of your standard reports. How much variation is available from your standard reports?**

The *Chandler Client Portal*, a secure web portal, offers online access and the ability to download daily transactions and holdings, as well as historical monthly and quarterly statements and reports. Reports can be downloaded in Excel format that can be mapped to your internal reporting requirements. Access to the *Chandler Client Portal* is available to individual contacts selected by the client.

Monthly Reports

We provide monthly portfolio accounting and performance reports as part of our regular services. Each monthly report begins with a one-page management summary of portfolio

characteristics that provides an excellent overview of the portfolio, including performance relative to the selected benchmark(s), followed by a statement of compliance. A detailed asset listing, including cost, book, and market values, a transaction ledger, an earned interest report, and a cash flow report follow the summary page.

Monthly reports are accessible on the *Chandler Client Portal*. Clients receive an email notification stating that the statement is available for download no later than the third business day following month-end.

Quarterly Reports

We also provide quarterly investment reports in a format designed to facilitate discussion between Chandler investment professionals and client's staff. The report presents portfolio characteristics, return, compliance and a summary of accounts under management using graphs, charts, and illustrations in a format that is effective for management, elected officials, and interested members of the public. We provide this report for our regular in-person meetings with client staff.

Sample Reports are included in the **Appendix**.

6. Experience

1. **Describe the firm's experience in managing portfolios of this type for trust accounts including any relevant experience in managing trust funds in Florida. Specifically list governmental or similar accounts.**

   Our clients include five Trusts of comparable size that utilize our Global Asset Allocation strategy we propose to utilize in management of the Trust's assets.

   - ✓ Rancho California Water District Retirement Medical Benefits Account
   - ✓ Western Municipal Water District VEBA Account
   - ✓ Fontana Police Officers' Association Retiree Medical Trust
   - ✓ Redwood Empire Municipal Insurance Fund

   Chandler does not currently have any clients in Florida that utilize our Global Asset Allocation strategy. The opportunity to work with the City of Fort Lauderdale's Cemetery Trust Fund will represent a very important and significant relationship to our firm.

   Both Mel Hamilton and Jim Atwood have extensive experience working with funeral and cemetery trusts in Florida. While employed at Sun Trust, Jim's clients included:

   - ✓ Carriage Funeral Services
   - ✓ Funeral Services, Inc.
   - ✓ Service Corp. International.

   Jim Atwood currently serves as a board member for Funeral Services, Inc.

   Landmark Bank currently provides administrative and trustee services to Funeral Services, Inc., for their Alabama trusts.

2. **Provide details on the scope of the firm's trustee services. Does the firm serve as a named Trustee? If so, how long has it served in this capacity?**

Chandler Asset Management does not provide Trustee services. Landmark Bank will serve as named Trustee for the Cemetery Trust fund.

Landmark Bank, through its back office service provider FIS Wealth Outsourcing, provides trust solutions competitive with large regional banks in the United States. From electronic funds transfer, digital statement and client account access capabilities; Landmark offers a complete suite of services to meet client needs. This allows Landmark to offer the competitive solutions clients require, while at the same time, giving the personal attention to clients larger institutions cannot provide. The cornerstone of our business is the personal attention to our clients. Our services include trust administration, custody and safekeeping of assets, principal and income accounting, income posting, trading, client reporting, and cash receipt and disbursement processing.

a. Define your process of fiduciary oversight. How would you assist the Cemetery Advisory Board in meeting its fiduciary responsibilities? If you are awarded this contract will you acknowledge in writing that you have a fiduciary obligation as the trustee?

As an SEC registered investment advisor, Chandler holds itself to the highest fiduciary standards, and shares your fiduciary duty. Chandler will act prudently and put clients' needs first in all matters and responsibilities related to the investment management services we provide. Further, we will monitor your portfolio to ensure compliance with your investment policy, state law, and any additional directives. Chandler excels at comprehensive reporting which includes a compliance report, trade tickets, and other statements, providing effective communication and transparency of your portfolio.

b. What is the distribution of your Trust Custodial clients?

Landmark Bank's current distribution of Trust Custodial clients is as follows:

By size in dollars:

Less than $50 million	100%
$50- $100 million	
$100- $500 million	
$500 million - $5 billion	
Over $5 billion	

7. Data Processing/Computer Systems

1. Please indicate the locations(s) of your administrative operations and computer facilities that support your custody operations.

Our administrative functions would be housed out of Columbia, Missouri. Operations are primarily housed in Atlanta, GA with FIS Outsourcing Solutions whose computer facilities are housed in Atlanta, GA with a disaster recovery backup in Dallas, TX.

2. Define the systems support available to your Trust Custodial services.

a. Backup and recovery capabilities

FIS maintains a backup facility in Dallas, TX. This facility can be functional within 24 hours.

b. Security and emergency arrangements

FIS has a comprehensive backup and recovery plan for trust operations. The plan addresses issues from Level 1 to Level III disasters that include natural disasters, computer malfunctions, pandemics and terror acts. The plan is intended to fulfill the following objectives:

i. Define how and under what circumstances to activate this plan
ii. Serve as a guide for the recovery teams.
iii. Provide procedures and resources needed to assist in recovery.
iv. Identify vendors and customers that must be notified in the event of a disaster.
v. Assist in avoiding confusion experienced during a crisis by documenting, testing and reviewing recovery procedures.
vi. Identify alternate sources for supplies, resources and locations.
vii. Document storage, safeguarding and retrieval procedures for vital records

c. Downtime experience

We have experienced very little downtime, with downtime limited to 10 minutes to 3 hours. The 3 hour occurrence happened only one time and was due to unusual circumstances.

3. Do you plan any major system conversions within the next two years? If so, please briefly explain the process.

We do not plan on any major system conversions in the next two years, we are, however, in the process of a due diligence review of our current vendor.

4. Please describe the independent audit review that is performed on the computer system.

Cherry Bekaert conducted an independent audit of several components of the computer system. This included Data Center Access, Logical Access, Processing and Scheduled Operations, and Network Security. These are a part of the SOC 1 report, which is included. Only one exception was noted related to terminated employees.

8. On-Line Communications

1. What reports and functions are available on-line? Please provide examples.

The *Chandler Client Portal,* a secure web portal, offers online access and the ability to download daily transactions and holdings, as well as historical monthly and quarterly statements and reports. Reports can be downloaded in Excel format that can be mapped to the City's internal reporting requirements. Access to the *Chandler Client Portal* is available to individual contacts selected by the client.

Landmark Bank currently delivers its online services through the trust accounting system's online program called Weblink. Users are able to access holdings, including market value and tax cost, transactions, and statements through this portal. The City of Ft. Lauderdale will also have access to the online system of Chandler Asset Management, which is described above. This will provide more detailed information related to the investments and portfolio.

2. How current are the transactions and valuations?

Chandler - Transactions and valuations are available through the previous end-of-business day.

Landmark Bank - The transactions are updated hourly. Valuations are as of the close of the previous business day.

3. Describe your system's customer availability timeframes.

Monthly reports are accessible on the *Chandler Client Portal* and are available for download no later than the third business day following month-end. Quarterly reports are available by the 15th business day of the month.

Landmark Bank's online system is available 7 day a week, 24 hours a day.

9. Accounting and Reporting

1. Describe your accounting and reporting system.

Chandler utilizes PAM for Investments, a product of Princeton Financial Systems that performs investment accounting and reporting. Using PAM as the investment book of record for our clients, we generate comprehensive monthly statements and performance reports, which clients receive no later than the third business day following month end. *Sample Reports* are included in the **Appendix**.

The firm marks securities to market in accordance with GASB 31. We provide a GASB 40 report to all governmental clients, which provides the information needed to prepare the required fiscal year-end portfolio risk assessment, and we will be able to assist the City in drafting the narratives for GASB notes.

Landmark Bank uses the AddVantage trust accounting system through FIS. AddVantage has been one of the premier trust accounting systems developed by Sungard, which allows flexibility in reporting. AddVantage provide principal and income accounting which allows us to separate the portfolios and provide an accurate statement of the income available. Statements can be generated monthly or quarterly, as desired by the City. Statement are typically mailed out within 5 business day, but could take up to 10 to ensure accurate and consistent pricing. A sample copy of the statement is attached.

2. Describe what format is used to report data (i.e., trade date, settlement date or cash basis).

Landmark Bank typically generate statement based on settlement date on a cash basis, however, a statement could be tailored to meet the needs of the City if trade date and/or accrual is necessary or desired. The city can also choose to see principal and income reported separately or together.

3. Describe procedures to ensure securities are properly priced.

Chandler has adopted the GIPS Valuation Principles to determine the fair value of all securities, and obtains daily, independent pricing from IDC.

Landmark Bank - FIS has a process for setting up securities per industry standards. The securities are priced by Interactive Data Corporation, daily or monthly dependent upon the type of security.

4. **What reports are provided as part of your standard Trust Custodial package? How frequently are they produced and how quickly are they distributed? Please list and describe each report separately, along with dates available to the client and provide examples of these reports.**

   Statement of holdings and transactions from Landmark Bank available within 10 days of the end of the statement period.

5. **What optional reports are available with/without an extra fee?**

   Landmark Bank - Other reports can be designed as necessary, and do not typically include a fee, unless there are design charges from our back office which would be presented before the report is created and billed as a pass through cost to the City.

6. **Does your system allow reports to be recreated as of an interim past date?**

   Landmark Bank - Our system does allow for reports to be created on an as needed basis for date ranges specified by the user.

10. Securities Processing/Procedures and Controls

1. **Which major depository and clearinghouse facilities are you a member of?**

   FIS hold securities with the Depository Trust Company and Bank of New York Mellon. National Securities Clearing Corporation is used for mutual fund trading.

2. **Please describe how you distribute and keep track of proxy information. Give examples of any reports you produce that are available to clients. What is the price of this service, if any?**

   This service is free for clients. Our proxy voting is done through Broadridge. As a fiduciary investment manager, we typically vote proxies for our customers, unless they specifically request the ability to do so themselves. If someone other than us is voting, the materials would be sent directly to that party to vote.

3. **Do you automatically file securities class action suits for your clients for securities held in the period under contract with your institution? How about claims for securities held by the client prior to the period under contract with your institution?**

   FIS automatically files these on behalf of our clients and posts and proceeds directly to the account. Claims from prior to our contract could be filed.

4. **What is your system of quality control to ensure reporting accuracy?**

   At Landmark Bank, transactions are entered by one individual and reviewed by a second to ensure the appropriate tax coding and portfolio are being used. Built into the accounting system is a statement balancing process that ensures beginning and ending balances are accurate.

5. **What controls are in place to ensure that account activity is within the policies set by the client?**

Disbursements from the trust will be approved and ratified as discretionary distributions by our trust administrative staff and committee to ensure compliance with the document. Operationally, disbursements require the action of at least two individuals to minimize the possibility of fraudulent activity.

11. Cash Management

1. Describe your policies concerning:

1) Collection and crediting of interest and dividend income

Dividends and income are posted through maps that capture the key information of the payment so the holders of the assets on the appropriate day will be credited with the payment.

2) Automatic investment of cash balances

Once the funds are posted to the account (within 24 hours), cash is swept by a money market account, until it can be invested in other securities in the portfolio.

2. Describe your investment vehicles used for short-term cash reserves.

Landmark Bank currently uses two money market funds for short-term cash reserves. First is Federated Government Obligations Fund, which provides a taxable alternative and late day processing. Second is the Northern Institutional Municipal Portfolio which provides a tax efficient option. Both provide monthly income based on the cash balance.

3. When does income become available for investment?

Income is available for investment on the day it is posted.

4. What is the procedure for requesting demand checks? What is the turn-around time? Is there a related cost for demand checks?

Landmark Bank will require written requests for checks from an individual authorized by the board to request funds. Checks are written daily and can be processed same day if the request is received prior to 10 am CST. There is not cost associated with this.

12. Transition to New Trustee

1. Include a conversion plan and an outline of the process.

Once Landmark Bank receives official notice of being named trustee, we will work with the City and Chandler Asset Management to review the current assets and determine the method for moving them, either in-kind or liquidation. Once that decision has been made, we will work with the current trustee and FIS to setup the transfer. Dependent on the type of transfer and current assets, this could take anywhere from one to six weeks. During this time, we will also work with the City to identify the reports needed, and begin the development of these reports.

2. Please specify if you have a dedicated "conversion team".

The conversion team will consist of Chris Brown, Jim Atwood, and a representative from Chandler Asset Management.

3. **What amount of lead time is necessary to proceed with the conversion? Describe the timeframe associated with the conversion process.**

   We would like to have two months prior to the transfer to develop and test the integration with Chandler Asset Management. The conversion process should take two months, once Landmark Bank is named trustee.

13. Disputes, Litigation and Defaults

Proposer shall disclose the results, including amount of settlement, if any, for all prior litigation, arbitration, mediation or other claims involving the Proposer related to custodial trustee services for a period of five (5) years prior to the submission of this proposal.

Chandler Asset Management
Neither Chandler nor its officers or employees have ever been subject to any regulatory censure or litigation by the SEC, NASD, or other regulatory agency in the past five years in relation to its investment advisory or management activities.

Landmark Bank
Landmark Bank has no claims for custodial trustee services in the past five (5) years.

References

Provide at least three references, preferably government agencies, for projects with similar scope as listed in this RFP, for the last three years.

References for Chandler Asset Management

Client	Contact Information	Scope of Services	Dates of Service
Rancho California Water District 42135 Winchester Road PO Box 9017 Temecula, California 92590	Mr. Rick Aragon Chief Financial Officer Ph: 951-296-6935 Email: aragonr@ranchowater.com	Operating funds, bond reserve funds, bond proceeds, OPEB, equity funds	1994-*present*
Western Municipal Water District 14205 Meridian Parkway Riverside, California 92518	Mr. Rod LeMond AGM/Chief Financial Officer Ph: 951-571-7100 Email: rlemond@wmwd.com	Operating and equity funds	2001-*present*
Meals on Wheels 2254 San Diego Avenue, Suite 200 San Diego, California 92110	Mr. Matt Topper Chief Financial Officer Ph: 619-260-6110 Email: mtopper@meals-on-wheels.org	Operating and equity funds	2009-*present*

References for Landmark Bank

Client	Contact Information	Scope of Services	Dates of Service
Midwest Special Needs Trust PO Box 7629 Columbia, MO 65205	**Lynn Carter** (573) 256-5055	Investment management and custodial services for special needs trusts	2003 to current
National Guardian Life 2 East Gilman Street	**Bob Baculik** (608) 443-5328	Trustee and custodial services	2014 to current

Madison, WI 53703		for funeral and cemetery trusts	
Funeral Services, Inc P.O. Box 13407 Tallahassee, FL 32317	**Bill Williams** (800) 749-1340	Trustee and custodial services for funeral and cemetery trusts	2014 to current

Minority/Women (M/WBE) Participation

If your firm is a certified minority business enterprise as defined by the Florida Small and Minority Business Assistance Act of 1985, provide copies of your certification(s). If your firm is not a certified M/WBE, describe your company's previous efforts, as well as planned efforts in meeting M/WBE procurement goals under Florida Statutes 287.09451.

Chandler Asset Management qualifies as a **Woman-Owned Business Enterprise** with the City of Philadelphia, the City of Los Angeles, the State of Illinois, and the State of Delaware. Attached are the certifications. Chandler has not yet applied for or been certified in Florida as defined by the Florida Small and Minority Business Assistance Act of 1985, but if chosen as the successful bidder, will be pleased to begin the process of certification.

We would be happy to discuss our status as a Woman-Owned Business Enterprise with you. For any questions or additional requests regarding this issue, please contact:

Mel Hamilton, Senior Vice President
Relationship Management
Chandler Asset Management
Office Phone: 407-902-4695 or Toll Free: 800-317-4747
mhamilton@chandlerasset.com

Subcontractors

Proposer must clearly identify any subcontractors that may be utilized during the term of this contract.

Chandler Asset Management will not use any subcontractors or third parties or business affiliations to provide its investment management services described in this proposal during the term of this contract.

Landmark Bank utilizes FIS Wealth Outsourcing and its subcontractors for its custodial services. These are identified in the SOC 1 report.

Required Forms

Please see all required forms following this proposal.

Chandler Asset Management

Required Forms and Addendums

a. **Proposal Certification**

b. **Cost Proposal**

c. **Non-Collusion Statement**

d. **Contract Payment Method – Addendum #1**

e. **Sample Insurance Certificate**

f. **Business License**

BID/PROPOSAL CERTIFICATION

Please Note: All fields below must be completed. If the field does not apply to you, please note N/A in that field.

If you are a foreign corporation, you may be required to obtain a certificate of authority from the department of state, in accordance with Florida Statute §607.1501 (visit http://www.dos.state.fl.us/).

Company: (Legal Registration) Chandler Asset Management

Address: 6225 Lusk Boulevard

City: San Diego State: California Zip: 92121

Telephone No. 800-317-4747 FAX No. 858-546-3741 Email: info@chandlerasset.com

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Delivery: Calendar days after receipt of Purchase Order **(section 1.02 of General Conditions)**: N/A

Payment Terms **(section 1.04 of General Conditions)**: N/A

Total Bid Discount **(section 1.05 of General Conditions)**: N/A

Does your firm qualify for MBE or WBE status **(section 1.09 of General Conditions)**: MBE N/A WBE YES

ADDENDUM ACKNOWLEDGEMENT - Proposer acknowledges that the following addenda have been received and are included in the proposal:

Addendum No.	Date Issued	Addendum No.	Date Issued
1	3/16/16		

VARIANCES: If you take exception or have variances to any term, condition, specification, scope of service, or requirement in this competitive solicitation you must specify such exception or variance in the space provided below or reference in the space provided below all variances contained on other pages within your response. Additional pages may be attached if necessary. No exceptions or variances will be deemed to be part of the response submitted unless such is listed and contained in the space provided below. The City does not, by virtue of submitting a variance, necessarily accept any variances. If no statement is contained in the below space, it is hereby implied that your response is in full compliance with this competitive solicitation. If you do not have variances, simply mark N/A. **If submitting your response electronically through BIDSYNC you must also click the "Take Exception" button.**

N/A

The below signatory hereby agrees to furnish the following article(s) or services at the price(s) and terms stated subject to all instructions, conditions, specifications addenda, legal advertisement, and conditions contained in the bid/proposal. I have read all attachments including the specifications and fully understand what is required. By submitting this signed proposal I will accept a contract if approved by the City and such acceptance covers all terms, conditions, and specifications of this bid/proposal. The below signatory also hereby agrees, by virtue of submitting or attempting to submit a response, that in no event shall the City's liability for respondent's direct, indirect, incidental, consequential, special or exemplary damages, expenses, or lost profits arising out of this competitive solicitation process, including but not limited to public advertisement, bid conferences, site visits, evaluations, oral presentations, or award proceedings exceed the amount of Five Hundred Dollars ($500.00). This limitation shall not apply to claims arising under any provision of indemnification or the City's protest ordinance contained in this competitive solicitation.

Submitted by:

Nicole Dragoo, IACCP
Name (printed)

Signature

March 25, 2016
Date:

COO and Chief Compliance Officer
Title

revised 04/10/15

SECTION 4 – COST PROPOSAL PAGE

Proposer Name: **Chandler Asset Management**

Cost to the City: Proposer must quote firm, fixed, annual rate for Investment Management Fee and any additional fees (if applicable) for services identified in this Request for Proposal. This is a fixed rate based on the value of the portfolio. The basis points as indicated on this cost proposal will be the same for the initial contract period of five years.

Basis Points 20 on the first $ 25,000,000

Basis Points 20 on the next $ 2,000,000

Basis Points 20 on the next $ 2,000,000

Basis Points 20 on the next $ 2,000,000

Basis Points 20 on the next $ 2,000.000

*We charge fees only on assets under our direct management. Since the firm calculates fees based on the average balance of assets under our direct management (market value including accrued interest), they will fluctuate based on portfolio value. We typically bill monthly in arrears.

Our proposed fee schedule is all-inclusive for the services that Chandler provides, including meetings, personal visits, and educational offerings for your staff, as well as investment management services described in the request for proposal. Our fee schedule does not include charges that the Trust would incur for third party custodial services, or for arbitrage rebate services, which we do not provide.

Cost of sample portfolio for five years (basis points to be in accordance with above response):

YEAR 1	$25,000,000 x 20	Basis Points =	$50,000.00
YEAR 2	$27,000,000 x 20	Basis Points =	$54,000.00
YEAR 3	$29,000,000 x 20	Basis Points =	$58,000.00
YEAR 4	$31,000,000 x 20	Basis Points =	$62,000.00
YEAR 5	$33,000,000 x 20	Basis Points =	$66,000.00

TOTAL SAMPLE COST FOR 5 YEARS **$290,000.00**

Please list any additional optional fees (if applicable). (Use additional sheet if required)

The above fees do not include Trustee fees from our co-proposer, Landmark Bank. Landmark Bank trustee fees are detailed on the attached Cost Proposal from Landmark Bank.

Submitted by:

Nicole Dragoo, IACCP
Name (printed)

Signature

March 25, 2016
Date

COO and Chief Compliance Officer
Title

NON-COLLUSION STATEMENT:

By signing this offer, the vendor/contractor certifies that this offer is made independently and *free* from collusion. Vendor shall disclose below any City of Fort Lauderdale, FL officer or employee, or any relative of any such officer or employee who is an officer or director of, or has a material interest in, the vendor's business, who is in a position to influence this procurement.

Any City of Fort Lauderdale, FL officer or employee who has any input into the writing of specifications or requirements, solicitation of offers, decision to award, evaluation of offers, or any other activity pertinent to this procurement is presumed, for purposes hereof, to be in a position to influence this procurement.

For purposes hereof, a person has a material interest if they directly or indirectly own more than 5 percent of the total assets or capital stock of any business entity, or if they otherwise stand to personally gain if the contract is awarded to this vendor.

In accordance with City of Fort Lauderdale, FL Policy and Standards Manual, 6.10.8.3,

> 3.3. City employees may not contract with the City through any corporation or business entity in which they or their immediate family members hold a controlling financial interest (e.g. ownership of five (5) percent or more).
>
> 3.4. Immediate family members (spouse, parents and children) are also prohibited from contracting with the City subject to the same general rules.

Failure of a vendor to disclose any relationship described herein shall be reason for debarment in accordance with the provisions of the City Procurement Code.

NAME	RELATIONSHIPS
Chandler Asset Management	NONE
Signature:	
Nicole Dragoo, IACCP Name:	
COO and Chief Compliance Officer Title	

In the event the vendor does not indicate any names, the City shall interpret this to mean that the vendor has indicated that no such relationships exist.

City of Fort Lauderdale • Procurement Services Division
100 N. Andrews Avenue, 619 • Fort Lauderdale, Florida 33301
954-828-5933 Fax 954-828-5576
purchase@fortlauderdale.gov

ADDENDUM NO. 1

RFP No. 565-11701
TITLE: Cemetery Trust Fund Services

ISSUED: March 16, 2016

This addendum is being issued to make the following changes:

1. The form titled "Contract Payment Method by P-Card" and the reference to this form in section 4.2.8.e has been removed.

All other terms, conditions, and specifications remain unchanged.

AnnDebra Diaz, CPPB
Senior Procurement Specialist

Company Name: Chandler Asset Management
(please print)

Bidder's Signature: _____

Date: March 25, 2016

State of Florida
Department of State

I certify from the records of this office that CHANDLER ASSET MANAGEMENT, INC. is a corporation organized under the laws of the State of Florida, filed on July 10, 2014, effective July 7, 2014.

The document number of this corporation is P14000058656.

I further certify that said corporation has paid all fees due this office through December 31, 2016, that its most recent annual report/uniform business report was filed on March 9, 2016, and that its status is active.

I further certify that said corporation has not filed Articles of Dissolution.

Given under my hand and the Great Seal of the State of Florida at Tallahassee, the Capital, this the Twenty-third day of March, 2016

Ken Detzner

Secretary of State

Tracking Number: CU2339371436

To authenticate this certificate,visit the following site,enter this number, and then follow the instructions displayed.

https://services.sunbiz.org/Filings/CertificateOfStatus/CertificateAuthentication

Client#: 62001 CHANDAST

ACORD™ CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY) 07/29/2015

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER
Starkweather & Shepley
Insurance Corp. of MA
PO Box 549
Providence, RI 02901-0549

CONTACT NAME: Andrew Fotopulos
PHONE (A/C, No, Ext): 781 320-9660 FAX (A/C, No): 781-320-9901
E-MAIL ADDRESS: afotopulos@starshep.com

INSURER(S) AFFORDING COVERAGE	NAIC #
INSURER A : Travelers Insurance Company	25674
INSURER B : Hartford Ins Group	19682
INSURER C : Hartford Group	
INSURER D : Hanover Insurance Co	22292
INSURER E : Scottsdale Insurance Company	41297
INSURER F : Argonaut Insurance Co.	

INSURED
Chandler Asset Management Inc
6225 Lusk Boulevard
San Diego, CA 92121

COVERAGES CERTIFICATE NUMBER: REVISION NUMBER:

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSR	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS	
A	GENERAL LIABILITY			6802C0796051542	09/01/2015	09/01/2016	EACH OCCURRENCE	$2,000,000
	X COMMERCIAL GENERAL LIABILITY						DAMAGE TO RENTED PREMISES (Ea occurrence)	$1,000,000
	CLAIMS-MADE X OCCUR						MED EXP (Any one person)	$5,000
							PERSONAL & ADV INJURY	$2,000,000
							GENERAL AGGREGATE	$4,000,000
	GEN'L AGGREGATE LIMIT APPLIES PER:						PRODUCTS - COMP/OP AGG	$4,000,000
	POLICY PRO-JECT LOC							$
A	AUTOMOBILE LIABILITY			BA2C081883SEL	09/01/2015	09/01/2016	COMBINED SINGLE LIMIT (Ea accident)	$1,000,000
	X ANY AUTO						BODILY INJURY (Per person)	$
	ALL OWNED AUTOS / SCHEDULED AUTOS						BODILY INJURY (Per accident)	$
	X HIRED AUTOS / X NON-OWNED AUTOS						PROPERTY DAMAGE (Per accident)	$
								$
A	X UMBRELLA LIAB X OCCUR			CUP2C085022	09/01/2015	09/01/2016	EACH OCCURRENCE	$5,000,000
	EXCESS LIAB CLAIMS-MADE						AGGREGATE	$5,000,000
	DED RETENTION $							$
B	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY			02WECCR2756	09/01/2015	09/01/2016	WC STATU-TORY LIMITS / OTH-ER	
	ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? Y / N: N (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below	N / A					E.L. EACH ACCIDENT	$1,000,000
							E.L. DISEASE - EA EMPLOYEE	$1,000,000
							E.L. DISEASE - POLICY LIMIT	$1,000,000
C	Prof Liab EO/DO			00DC021984515	08/02/2015	08/02/2016	$10,000,000 Limit	
C	Crime			00FA024546715	08/02/2015	08/02/2016	$5,000,000 Limit	
D	Inv Adv ERISA			BDE1037335	01/01/2015	01/01/2016	* See below	

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (Attach ACORD 101, Additional Remarks Schedule, if more space is required)

** Other Lines Information **

Insurer C Policy #08MB028799014 Eff Date: 12/21/2014 Exp Date: 12/21/2015 Cyber Liability Limit: $4,000,000
(See Attached Descriptions)

CERTIFICATE HOLDER

Chandler Asset Management, Inc
6225 Lusk Boulevard
San Diego, CA 92121

CANCELLATION

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.

AUTHORIZED REPRESENTATIVE

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DESCRIPTIONS (Continued from Page 1)

*** Investment Advisors ERISA * Each ERISA plan is insured to 10% of the Plans Asset Values, not to exceed $500,000 per insured plan.**

Insurer D Policy #EKS3148227 Eff Date: 2/1/2015 Exp Date: 2/1/2016 Employment Practices Liability Limit: $1,000,000

Insurer E Policy #MLX760115001 Eff Date: 8/2/2015 Exp Date: 8/2/2016 Excess Professional Liablity Limit: $5,000,000

Chandler Asset Management

Proposed Fund Fact Sheets

Firm Overview

- Founded in 1988
- Total Firm Assets: $11.7 Billion
- Taxable Bond Managers
- Independent, Employee-Owned

Strategy Profile

- Inception Date: 9/30/93
- Approx. 50-60 Security Holdings
- High Grade Bonds
- 15-25% Annual Turnover

Investment Management Team

- Led by CEO/CIO Marty Cassell, CFA
  - 10 Investment Professionals
  - Team Approach

Chandler Core Bond Strategy

Strategy Highlights

The strategy seeks to achieve above-benchmark returns consistently throughout market cycles with low volatility relative to its benchmark, the Bank of America Merrill Lynch US Corporate, Government and Mortgage Index. Driven by a proprietary model, the strategy focuses on active duration management, sector selection, and term structure positioning.

- Invests primarily in U.S. Treasuries, federal agencies and investment grade corporate bonds.
- Typically maintains at least 10% of the portfolio in U.S. Treasuries and maximum 50% in corporates.
- Duration closely tracks index duration.

Four Key Elements of Our Approach

- Constrain portfolio duration relative to the benchmark to maintain the desired exposure to market risk.
- Strategically allocate assets to market sectors, and rotating sectors as values change.
- Position securities along the yield curve to capture additional value as yield curves shift.
- Select individual securities that we believe offer the greatest potential to maximize yield.

Characteristics	Chandler Core Bond	BofA Merrill Lynch US Corporate, Government and Mortgage Index
Average Maturity*	10.18	7.83
Average Duration	5.44	5.83
Yield-to-Maturity	2.43%	2.51%
Average Quality†	AA	AA+
Average Coupon	3.18%	3.26%

*Average maturity calculation uses "average life" for mortgage-backed securities. †Composite quality based on S&P ratings; Index quality reflects S&P equivalent of composite/average of S&P, Moody's and Fitch ratings. Composite characteristics are supplemental information under GIPS and supplement the composite presentation herein.

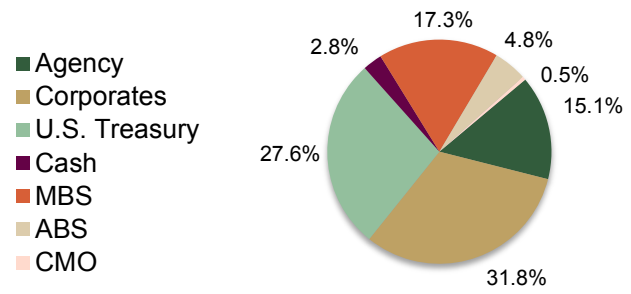
Composite Performance				*Annualized**			
	4th Quarter	*YTD*	*1 Year*	*3 Years*	*5 Years*	*10 Years*	*Since Inception[1]*
Chandler Core Bond (Gross)	(0.56%)	1.27%	1.27%	1.79%	3.62%	4.93%	5.64%
Chandler Core Bond (Net)†	(0.61%)	1.07%	1.07%	1.59%	3.42%	4.72%	5.43%
BofA Merrill Lynch US Corp, Gov't & Mortgage Index	(0.56%)	0.60%	0.60%	1.48%	3.32%	4.59%	5.50%

1. Inception date 9/30/93. Past performance is no guarantee of future results. Please see GIPS disclosures that appear at the end of this presentation. Valuations are computed and performance reported in US Dollars. Minimum investment for an institutional account is $2 million. Retail accounts available with a reduced minimum investment size through Separately Managed Account platforms. Minimum investment varies depending on the managed account sponsor. Please call Chandler to verify amount. Fixed income investments are subject to interest, credit, and market risk. Interest rate risk: the value of fixed income investments will decline as interest rates rise. Credit risk: the possibility that the borrower may not be able to repay interest and principal. Low rated bonds generally have to pay higher interest rates to attract investors willing to take on greater risk. Market risk: the bond market in general could decline due to economic conditions, especially during periods of rising interest rates. *Performance of one year or less has not been annualized. †*Model fees represent the highest fee charged to an account in the composite, but is not used for all accounts currently in the composite. Actual fees vary based on assets under management and are subject to negotiation.*

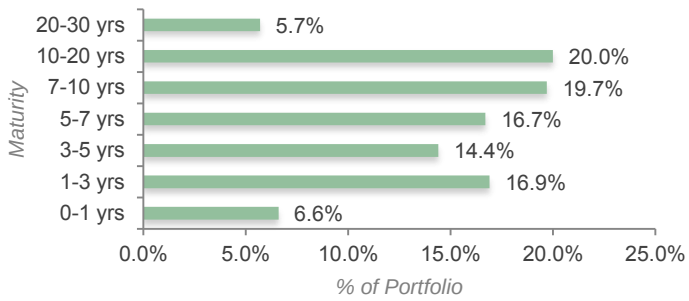
6225 Lusk Blvd | San Diego, CA 92121 | 858.546.3737 phone | 800.317.4747 toll-free | www.chandlerassets.com

Chandler Core Bond Strategy

Asset Allocation



Maturity Breakdown



Sample Issuers

Bank of New York
Eli Lilly & Co.
Federal Farm Credit Bank
Federal Home Loan Bank
Federal Home Loan Mortgage Corp.
Federal National Mortgage Association
General Electric Co.
Honda ABS
Tennessee Valley Authority
United States Treasury

Based on the ten largest issuers in the composite, listed alphabetically. Holdings subject to change and should not be considered as a recommendation to buy, sell or hold any security. Excludes cash and cash equivalents.

Credit Quality - Average Credit Quality AA

Credit Quality (S&P)	% Total
AAA	4.7
AA	68.0
A (A-1)	11.4
BBB	14.6
NOT RATED	1.3

The composite characteristics, sample issuers, asset allocation, maturity breakdown, and credit distribution that appear in this presentation are supplemental information under GIPS and supplement the composite presentation herein.

GIPS® Performance and Disclosures

Year End	Returns			3 Years Annualized Standard Deviation		Dispersion	Assets			
	Total Gross	Total Net	Index	Composite	Index	Asset Wtd Std. Dev.	Number of Portfolios	Composite Assets (MM)	% of Firm Assets	Firm (MM)
2006	4.27%	4.06%	4.32%	n/a	n/a	≤5	2	12	0.40%	3,003
2007	7.54%	7.33%	7.17%	n/a	n/a	≤5	2	14	0.40%	3,406
2008	8.28%	8.06%	6.20%	n/a	n/a	≤5	2	15	0.41%	3,655
2009	4.48%	4.28%	5.24%	n/a	n/a	≤5	2	15	0.30%	4,965
2010	6.77%	6.56%	6.43%	4.91%	4.37%	≤5	2	16	0.28%	5,755
2011	7.01%	6.79%	7.88%	2.91%	2.86%	≤5	2	18	0.30%	5,929
2012	5.84%	5.63%	4.42%	2.41%	2.46%	≤5	2	19	0.29%	6,431
2013	-1.98%	-2.17%	-2.34%	2.81%	2.84%	≤5	2	18	0.25%	7,165
2014	6.26%	6.05%	6.37%	2.71%	2.78%	≤5	2	19	0.21%	8,894
2015	1.27%	1.07%	0.60%	2.88%	3.05%	≤5	2	19	0.16%	11,747

Chandler Asset Management claims compliance with the Global Investment Performance Standards (GIPS®) and has prepared and presented this report in compliance with the GIPS standards. Chandler Asset Management has been independently verified by ACA Performance Services for the period of July 1, 1997 through December 31, 2015. The verification report is available upon request. Verification assesses whether (1) the firm has complied with all the composite construction requirements of the GIPS standards on a firm-wide basis and (2) the firm's policies and procedures are designed to calculate and present performance in compliance with the GIPS standards. Verification does not ensure the accuracy of any specific composite presentation. 1. Chandler Asset Management is an independent investment adviser registered as such with the Securities and Exchange Commission under the Investment Adviser's Act of 1940. Registration with the SEC does not imply a certain level of skill or training. Since 1988, Chandler Asset Management has provided fixed income investment management services to the public sector, as well as to foundations, endowments, individuals and corporations. A complete list and description of all of the firm's composites is available upon request. 2. The Core Bond Composite is a composite of individually managed accounts with an average modified duration approximately equal to the modified duration of the Bank of America Merrill Lynch US Corporate, Government and Mortgage Index. The name of the index was previously the Merrill Lynch Domestic Master index. The minimum account size required to be included in this composite is $2 million. This composite was created in September 1993. The name of this composite was changed from Core Fixed Income effective June 30, 2009. 3. The B of A Merrill Lynch US Corporate, Government and Mortgage Index tracks the performance of US dollar-denominated investment grade Government and Corporate public debt issued in the US Domestic bond market, including Mortgage Pass-Through securities but excluding Asset Backed securities. Qualifying bonds must have at least one year remaining to maturity and a fixed coupon schedule. Bonds must be rated investment grade based on a composite of Moody's, S&P and Fitch. "Yankee" bonds (debt of foreign issuers issued in the US domestic market) are included in the Index provided the issuer is a Supranational or is domiciled in a country having an investment grade foreign currency long-term debt rating (based on a composite of Moody's and S&P). Indexes are referred to for comparative purposes only and are not intended to parallel the risk or investment style of the portfolios in the Composite. Indexes do not utilize leverage. Index calculations do not reflect fees, brokerage commissions or other expenses of investing. Investors may not make direct investments into any index. Index data contained herein (and all trademarks related thereto) are owned by the indicated index provider, and may not be redistributed. The information herein has not been approved by the index provider. 4. Valuations are computed and performance reported in U.S. Dollars. Firm assets shown are those managed on a contractually discretionary basis only and therefore may differ from the Regulatory Assets Under Management reflected on our Form ADV. 5. Performance is calculated using a time-weighted total rate of return, which links performance monthly, and is reported gross of investment management fees and custodial fees, but after all trading expenses. Results reflect the reinvestment of income, dividends and other earnings, and include realized and unrealized gains and losses and interest accrued through the last day of each month. Results do not reflect the potential impact of taxes. Past performance is not indicative of future results. Fees charged by Chandler Asset Management will reduce performance. 6. Net-of-fees performance returns are calculated by reducing the monthly gross performance by one-twelfth (1/12) of the actual maximum applicable fee of 0.20%. Fees are negotiable and additional information regarding Chandler's fees is included in our Part 2A of Form ADV. These monthly returns are then geometrically linked to produce annual returns which are presented before custodial fees but after management fees and all trading expenses. 7. Dispersion is calculated using the asset weighted standard deviation for all accounts in the composite for the year. For those years when less than six portfolios were included in the composite for the full year, no dispersion measure is presented. The three-year annualized standard deviation measures the variability of the composite and the benchmark returns over the preceding 36-month period and is required by GIPS for periods beginning after Jan. 1, 2011. Policies for valuing portfolios, calculating performance, and preparing compliant presentations are available upon request.

HDV

iShares Core High Dividend ETF

Fact Sheet as of 12/31/2015

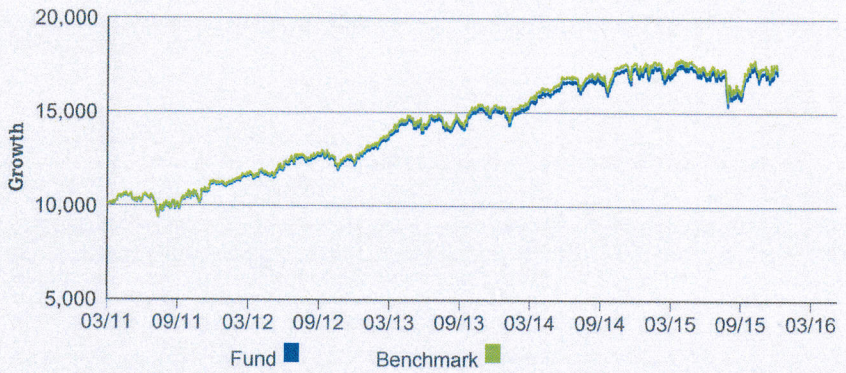
iShares by BLACKROCK

The iShares Core High Dividend ETF (HDV) seeks to track the investment results of an index composed of relatively high dividend paying U.S. equities.

WHY HDV?

1. Exposure to established, high-quality U.S. companies
2. Access to 75 dividend-paying domestic stocks that have been screened for financial health
3. Use at the core of your portfolio to seek income

GROWTH OF 10,000 USD SINCE INCEPTION



The Hypothetical Growth of $10,000 chart reflects a hypothetical $10,000 investment and assumes reinvestment of dividends and capital gains. Fund expenses, including management fees and other expenses were deducted.

PERFORMANCE

	1 Year	3 Year	5 Year	10 Year	Since Inception
NAV	-0.26%	11.53%	N/A	N/A	11.88%
Market Price	-0.29%	11.51%	N/A	N/A	11.88%
Benchmark	-0.16%	11.82%	N/A	N/A	12.27%

The performance quoted represents past performance and does not guarantee future results. Investment return and principal value of an investment will fluctuate so that an investor's shares, when sold or redeemed, may be worth more or less than the original cost. Current performance may be lower or higher than the performance quoted. Performance data current to the most recent month end may be obtained by visiting www.iShares.com or www.blackrock.com.

Market returns are based upon the midpoint of the bid/ask spread at 4:00 p.m. eastern time (when NAV is normally determined for most ETFs), and do not represent the returns you would receive if you traded shares at other times.

RISK PROFILE

Lower Risk/ Reward — Higher Risk/ Reward

Based on the 1 year standard deviation of the fund. Standard deviation measures how dispersed returns are around the average. A higher standard deviation indicates that returns are spread out over a larger range of values and thus, more volatile or risky. Each increment on the scale above represents a 5% range of standard deviation except for the last segment which is >20%.

KEY FACTS

Inception Date	03/29/2011
Expense Ratio	0.12%
Benchmark	Morningstar Dividend Yield Focus Index
30 Day SEC Yield	3.72%
Number of Holdings	75
Net Assets	$4,257,617,579
Ticker	HDV
CUSIP	46429B663
Exchange	NYSE Arca

TOP HOLDINGS (%)

EXXON MOBIL CORP	10.16
VERIZON COMMUNICATIONS INC	7.82
JOHNSON & JOHNSON	7.06
CHEVRON CORP	7.02
PROCTER & GAMBLE	6.35
PFIZER INC	5.99
PHILIP MORRIS INTERNATIONAL INC	5.55
COCA-COLA	4.57
MERCK & CO INC	4.42
ALTRIA GROUP INC	3.96
	62.90

Holdings are subject to change.

TOP SECTORS (%)

Consumer Staples	22.99%
Energy	20.79%
Health Care	17.47%
Utilities	9.93%
Information Technology	9.15%
Telecommunications	7.82%
Industrials	5.61%
Consumer Discretionary	3.65%
Financials	2.19%
Cash and/or Derivatives	0.28%

FUND CHARACTERISTICS

Beta vs. S&P 500	0.82
Standard Deviation (3yrs)	10.33%
Price to Earnings	16.46
Price to Book Ratio	2.74

FEES AND EXPENSES BREAKDOWN

Expense Ratio		**0.12%**
Management Fee	0.12%	
Acquired Fund Fees and Expenses	0.00%	
Foreign Taxes and Other Expenses	0.00%	
- Fee Waivers		0.00%
= Expense Ratio		**0.12%**

GLOSSARY

Beta is a measure of the tendency of securities to move with the market as a whole. A beta of 1 indicates that the security's price will move with the market. A beta less than 1 indicates the security tends to be less volatile than the market, while a beta greater than 1 indicates the security is more volatile than the market.

The price to earnings ratio (P/E) is a fundamental measure used to determine if an investment is valued appropriately. Each holding's P/E is the latest closing price divided by the latest fiscal year's earnings per share. Negative P/E ratios are excluded from this calculation.

The price to book (P/B) value ratio is a fundamental measure used to determine if an investment is valued appropriately. The book value of a company is a measure of how much a company's assets are worth assuming the company's debts are paid off. Each holding's P/B is the latest closing price divided by the latest fiscal year's book value per share. Negative book values are excluded from this calculation.

Want to learn more? www.iShares.com www.blackrockblog.com @iShares

Carefully consider the Fund's investment objectives, risk factors, and charges and expenses before investing. This and other information can be found in the Fund's prospectus, and if available, summary prospectus, which may be obtained by calling 1-800-iShares (1-800-474-2737) or by visiting www.iShares.com or www.blackrock.com. Read the prospectus carefully before investing.

Investing involves risk, including possible loss of principal.

There is no guarantee that dividends will be paid.

"Acquired Fund Fees and Expenses" reflect the Fund's pro rata share of the indirect fees and expenses incurred by investing in one or more acquired funds, such as mutual funds, business development companies, or other pooled investment vehicles. AFFE are reflected in the prices of the acquired funds and thus included in the total returns of the Fund.

Diversification may not protect against market risk or loss of principal. Shares of iShares Funds are bought and sold at market price (not NAV) and are not individually redeemed from the Fund. Brokerage commissions will reduce returns.

Index returns are for illustrative purposes only. Index performance returns do not reflect any management fees, transaction costs or expenses. Indexes are unmanaged and one cannot invest directly in an index. Past performance does not guarantee future results.

The iShares Funds are distributed by BlackRock Investments, LLC (together with its affiliates, "BlackRock").

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iS-17464-1116 iS-HDV-F1215

Not FDIC Insured - No Bank Guarantee - May Lose Value

BLACKROCK®

PFF

iShares U.S. Preferred Stock ETF

Fact Sheet as of 12/31/2015

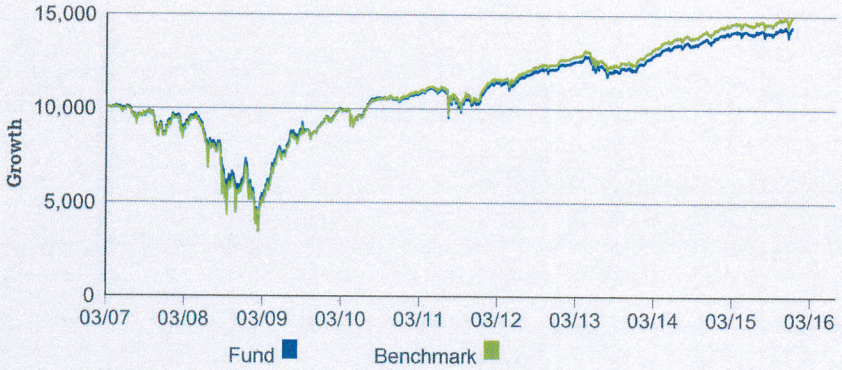
iShares by BLACKROCK

The iShares U.S. Preferred Stock ETF seeks to track the investment results of an index composed of U.S. preferred stocks.

WHY PFF?

1. Exposure to U.S. preferred stocks, which have charactertistics of bonds (pay a fixed dividend) and stocks (represent ownership in a company)
2. Access to the domestic preferred stock market in a single fund
3. Use to seek income

GROWTH OF 10,000 USD SINCE INCEPTION



The Hypothetical Growth of $10,000 chart reflects a hypothetical $10,000 investment and assumes reinvestment of dividends and capital gains. Fund expenses, including management fees and other expenses were deducted.

PERFORMANCE

	1 Year	3 Year	5 Year	10 Year	Since Inception
NAV	4.62%	5.66%	6.41%	N/A	4.24%
Market Price	4.30%	5.64%	6.42%	N/A	4.22%
Benchmark	5.47%	6.30%	7.09%	N/A	4.68%

The performance quoted represents past performance and does not guarantee future results. Investment return and principal value of an investment will fluctuate so that an investor's shares, when sold or redeemed, may be worth more or less than the original cost. Current performance may be lower or higher than the performance quoted. Performance data current to the most recent month end may be obtained by visiting www.iShares.com or www.blackrock.com.

Market returns are based upon the midpoint of the bid/ask spread at 4:00 p.m. eastern time (when NAV is normally determined for most ETFs), and do not represent the returns you would receive if you traded shares at other times.

RISK PROFILE

Lower Risk/ Reward — Higher Risk/ Reward

Based on the 1 year standard deviation of the fund. Standard deviation measures how dispersed returns are around the average. A higher standard deviation indicates that returns are spread out over a larger range of values and thus, more volatile or risky. Each increment on the scale above represents a 5% range of standard deviation except for the last segment which is >20%.

KEY FACTS

Inception Date	03/26/2007
Expense Ratio	0.47%
Benchmark	S&P U.S. Preferred Stock Index
30 Day SEC Yield	5.62%
Number of Holdings	286
Net Assets	$14,278,542,529
Ticker	PFF
CUSIP	464288687
Exchange	NYSE Arca

TOP HOLDINGS (%)

ALLERGAN PLC	3.13
HSBC HOLDINGS PLC	2.33
BARCLAYS BANK PLC	1.65
GMAC CAPITAL TRUST I	1.60
WELLS FARGO & COMPANY	1.46
CITIGROUP CAPITAL XIII	1.40
HSBC HOLDINGS PLC	1.38
DEUTSCHE BK CONTGNT CAP TR TR PFD	1.27
WELLS FARGO DEPOSITARY SHARES CO	1.13
CITIGROUP DEPOSITORY INC	1.07
	16.42

Holdings are subject to change.

TOP SECTORS (%)

Banks	41.67%
Diversified Financials	19.65%
Real Estate	13.73%
Insurance	8.88%
Telecommunications	3.72%
Utilities	3.57%
Pharma, Biotech & Life Sciences	3.13%
Food Bevg Tobacco	1.39%
Energy	1.00%
Materials	0.87%
Other/Undefined	2.39%

FUND CHARACTERISTICS

Beta vs. S&P 500	0.17
Standard Deviation (3yrs)	4.06%
Price to Earnings	-
Price to Book Ratio	-

FEES AND EXPENSES BREAKDOWN

Expense Ratio		**0.47%**
Management Fee	0.47%	
Acquired Fund Fees and Expenses	0.00%	
Foreign Taxes and Other Expenses	0.00%	
- Fee Waivers		0.00%
= Expense Ratio		**0.47%**

GLOSSARY

Beta is a measure of the tendency of securities to move with the market as a whole. A beta of 1 indicates that the security's price will move with the market. A beta less than 1 indicates the security tends to be less volatile than the market, while a beta greater than 1 indicates the security is more volatile than the market.

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Investing involves risk, including possible loss of principal.

Preferred stocks are not necessarily correlated with securities markets generally. Rising interest rates may cause the value of the Fund's investments to decline significantly. Removal of stocks from the index due to maturity, redemption, call features or conversion may cause a decrease in the yield of the index and the Fund.

"Acquired Fund Fees and Expenses" reflect the Fund's pro rata share of the indirect fees and expenses incurred by investing in one or more acquired funds, such as mutual funds, business development companies, or other pooled investment vehicles. AFFE are reflected in the prices of the acquired funds and thus included in the total returns of the Fund.

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Index returns are for illustrative purposes only. Index performance returns do not reflect any management fees, transaction costs or expenses. Indexes are unmanaged and one cannot invest directly in an index. Past performance does not guarantee future results.

The iShares Funds are distributed by BlackRock Investments, LLC (together with its affiliates, "BlackRock").

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iS-17464-1116 iS-PFF-F1215

Not FDIC Insured - No Bank Guarantee - May Lose Value

BLACKROCK®

SPDR® Barclays High Yield Bond ETF

JNK

Intraday NAV Ticker
JNKIV

Index Ticker
LHVLTRUU

Key Features
Low cost±
Low turnover
Liquidity
Tax-efficient*

Fund Inception Date
11/28/2007

Objective
The SPDR® Barclays High Yield Bond ETF seeks to provide investment results that, before fees and expenses, correspond generally to the price and yield performance of the Barclays High Yield Very Liquid Index.

Ordinary brokerage commissions may apply.

About This Benchmark
The Barclays High Yield Very Liquid Index is designed to measure the performance of publicly issued U.S. dollar denominated high yield corporate bonds with above-average liquidity. High yield securities are generally rated below investment grade and are commonly referred to as "junk bonds." The Index includes publicly issued U.S. dollar denominated, non-investment grade, fixed-rate, taxable corporate bonds that have a remaining maturity of at least one year, regardless of optionality, are rated high-yield (Ba1/BB+/BB+ or below) using the middle rating of Moody's Investors Service, Inc., Fitch Inc., or Standard & Poor's, Inc. Respectively, and have $500 million or more of outstanding face value.

Performance

	Fund Before Taxes (%)		Fund After Taxes (%)		
Total Return	**NAV**	**MARKET VALUE**	**Return after Taxes on Distributions**	**Return after Taxes on Distributions and Sale of Fund Shares**	**Index (%)**
QTD	-3.05	-2.87	-3.94	-1.71	-2.10
YTD	-7.21	-6.74	-9.59	-3.98	-5.26
Annualized					
1 Year	-7.21	-6.74	-9.59	-3.98	-5.26
3 Year	-0.20	-0.17	-2.73	-1.21	1.03
5 Year	3.53	3.49	0.90	1.71	4.76
Since Fund Inception	4.51	4.58	1.27	2.16	6.91

	(%)
Gross Expense Ratio	0.40

Performance quoted represents past performance, which is no guarantee of future results. Investment return and principal value will fluctuate, so you may have a gain or loss when shares are sold. Current performance may be higher or lower than that quoted. Visit spdrs.com for most recent month-end performance.

The market price used to calculate the Market Value return is the midpoint between the highest bid and the lowest offer on the exchange on which the shares of the Fund are listed for trading, as of the time that the Fund's NAV is calculated. If you trade your shares at another time, your return may differ.

Performance of an index is not illustrative of any particular investment. It is not possible to invest directly in an index.

After-tax returns are calculated based on NAV using the historical highest individual federal marginal income tax rates and do not reflect the impact of state and local taxes. Actual after-tax returns depend on the investor's tax situation and may differ from those shown. The after-tax returns shown are not relevant to investors who hold their fund shares through tax-deferred arrangements such as 401(k) plans or individual retirement accounts.

The gross expense ratio is the fund's total annual operating expense ratio. It is gross of any fee waivers or expense reimbursements. It can be found in the fund's most recent prospectus.

±Frequent trading of ETFs could significantly increase commissions and other costs such that they may offset any savings from low fees or costs.

*Passive management and the creation/redemption process can help minimize capital gains distributions.

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Distributor: State Street Global Markets, LLC, member FINRA, SIPC, a wholly owned subsidiary of State Street Corporation. References to State Street may include State Street Corporation and its affiliates. Certain State Street affiliates provide services and receive fees from the SPDR ETFs.

Characteristics	
30 Day SEC Yield	7.67%
Index Average Yield to Worst	8.55%
Modified Option-Adjusted Duration	4.39
Number of Holdings	780

Top Sectors	(%)
Corporate - Industrial	86.41
Corporate - Finance	8.85
Corporate - Utility	3.62
Cash	1.12

Key Facts	
Bloomberg	SPDR
Ticker Symbol	JNK
CUSIP	78464A417
Primary Benchmark	Barclays High Yield Very Liquid Index
Investment Manager	SSGA Funds Management, Inc.
Distributor	State Street Global Markets, LLC

Top Holdings	Coupon	Maturity Date	Fund Weight (%)
NUMERICABLE-SFR SAS	6	05/15/2022	0.73
FRONTIER COMMUNICATIONS	11	09/15/2025	0.66
SPRINT COMMUNICATIONS	9	11/15/2018	0.64
REYNOLDS GRP ISS/REYNOLD	5.75	10/15/2020	0.63
FIRST DATA CORPORATION	7	12/01/2023	0.53
SPRINT CORP	7.875	09/15/2023	0.53
VALEANT PHARMACEUTICALS	6.125	04/15/2025	0.51
HCA INC	6.5	02/15/2020	0.50
WIND ACQUISITION FIN SA	7.375	04/23/2021	0.50
VALEANT PHARMACEUTICALS	5.875	05/15/2023	0.49

Before investing, consider the funds' investment objectives, risks, charges and expenses. To obtain a prospectus or summary prospectus which contains this and other information, call 1-866-787-2257 or visit www.spdrs.com. Read it carefully.

Non-diversified funds that focus on a relatively small number of securities tend to be more volatile than diversified funds and the market as a whole.

Investing in high yield fixed income securities, otherwise known as "junk bonds", is considered speculative and involves greater risk of loss of principal and interest than investing in investment grade fixed income securities. These Lower-quality debt securities involve greater risk of default or price changes due to potential changes in the credit quality of the issuer.

Bonds generally present less short-term risk and volatility than stocks, but contain interest rate risk (as interest rates rise, bond prices usually fall); issuer default risk; issuer credit risk; liquidity risk; and inflation risk. These effects are usually pronounced for longer-term securities. Any fixed income security sold or redeemed prior to maturity may be subject to a substantial gain or loss.

Passively managed funds hold a range of securities that, in the aggregate, approximates the full Index in terms of key risk factors and other characteristics. This may cause the fund to experience tracking errors relative to performance of the index.

While the shares of ETFs are tradable on secondary markets, they may not readily trade in all market conditions and may trade at significant discounts in periods of market stress.

ETFs trade like stocks, are subject to investment risk, fluctuate in market value and may trade at prices above or below the ETFs net asset value. Brokerage commissions and ETF expenses will reduce returns.

Definitions:Pre-liquidation represents returns after taxes on distributions, assuming shares were not sold. **Post-liquidation** represents the return after taxes on distributions and the sale of fund shares. **Market Value** is determined by the midpoint between the bid/offer prices as of the closing time of the New York Stock Exchange (typically 4:00PM EST) on business days. **NAV** is the market value of a mutual fund's and ETFs total assets, minus liabilities, divided by the number of shares outstanding. An **Intraday NAV** is calculated and published throughout the trading day. It is based on the last trade price of each holding listed in the basket used for creation and redemption including estimated cash amounts. This value is used to provide an intraday relationship between the basket of securities representing the ETF and the market price of the ETF. **Index Average Yield to Worst (YTW):** A portfolio weighted average of the lowest Internal Rate of Return based on a calculation of yield to call for all possible call dates and the yield to maturity. **Modified Option-Adjusted Duration** - An option-adjusted measure of a portfolio's sensitivity to changes in interest rates. Calculated as the percentage change of a portfolio's value for a 100 basis point change in yield. **30 Day SEC Yield (Standardized Yield)** - An annualized yield that is calculated by dividing the investment income earned by the fund less expenses over the most recent 30-day period by the current maximum offering price.

Not FDIC Insured * No Bank Guarantee * May Lose Value

Date of First Use: January 2016

Expiration Date: 04/20/2016

ETF-JNK 20160114/11:08

FINANCIAL ADVISORS

Vanguard

Menu

Small-Cap ETF (VB)

Browse Our Products

Also available as a mutual fund.
Indexed to CRSP US Small Cap Index

Fact sheet (12/31/2015)

Overview | Performance | Portfolio | Price & Distributions

PRICE AND DISTRIBUTIONS

as of 03/24/2016

Market price	Change $/%	
$108.59	$0.23 ↑	0.21%

NAV	Change $/%	
$108.61	$0.27 ↑	0.25%

SEC yield
1.75% B

Dividend yield
1.89%

KEY FUND FACTS

Expense ratio
0.09% as of 04/28/2015

Lipper peer average expense ratio
1.25% as of 12/31/2015

Designation
Domestic Small Blend

Inception on
01/26/2004

Objective

Vanguard Small-Cap ETF seeks to track the performance of a benchmark index that measures the investment return of small-capitalization stocks.

Investment approach

- Seeks to track the performance of the CRSP US Small Cap Index.
- Small-cap equity diversified across growth and value styles.
- Passively managed, full-replication approach.
- Fund remains fully invested.
- Low expenses minimize net tracking error.

About the benchmark

- CRSP US Small Cap Index represents the universe of small-capitalization companies in the U.S. equity market.
- The index is designed to accurately represent the small-cap segment of the U.S. equity market and deliver low turnover.

Total returns

as ofÂ 12/31/2015

View as: ⦿ Quarter end ○ Month end

Earliest share class inception on

10/03/1960

Total net assets

$50.6 billionÂ as of 02/29/2016

Net assets for VB

$10.8 billion as of 02/29/2016

Holdings

1,493 as of 02/29/2016

Management style

Index

Benchmark

CRSP US Small Cap Index (CRSPSCT)

Turnover rate

10.70%(Fiscal year-end 12/31/2015)

CUSIP

922908751

TRADING

IOV:

VB.IV

Outstanding shares:

104,065,414 as of 02/29/2016

ETF exchange:

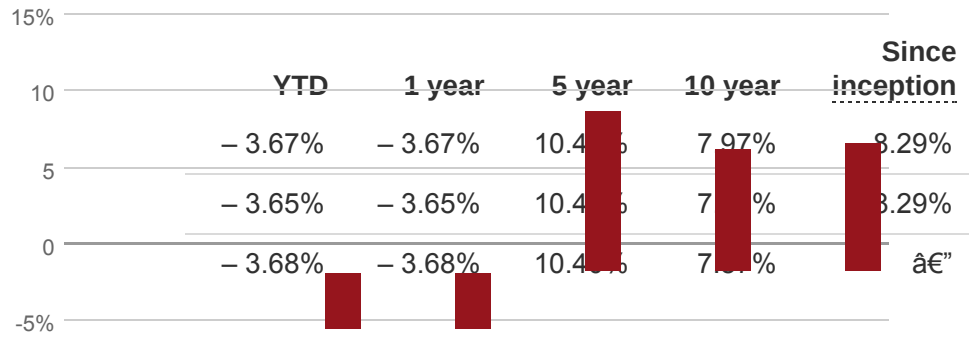
NYSE Arca

ETF Knowledge Center™

STYLEBOX

Stock

Index portfolio of small-capitalization stocks diversified across investment styles.



Â

Market price

NAV

Benchmark*

* Russell 2000 Index through May 16, 2003; MSCI US Small Cap 1750 Index through January 30, 2013; CRSP US Small Cap Index thereafter.

The performance data shown represent past performance, which is not a guarantee of future results. Investment returns and principal value will fluctuate, so investors' shares, when sold, may be worth more or less than their original cost. Current performance may be lower or higher than the performance data cited.

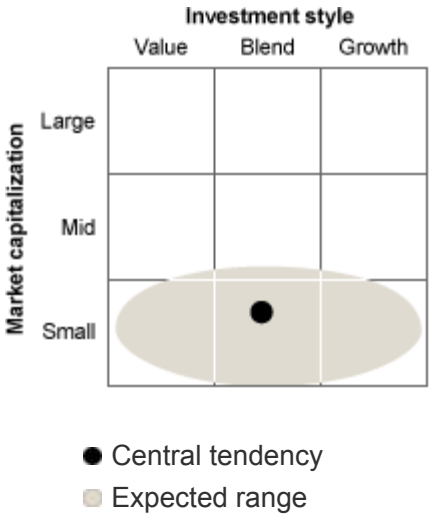
Total returns details

Quarterly commentary

Sector weightings

as ofÂ 02/29/2016

Sector	VB	Benchmark	+/- Weight
Financials	26.5%	26.5%	0.0%
Industrials	19.3%	19.3%	0.0%
Consumer Services	13.7%	13.7%	0.0%
Technology	11.5%	11.5%	0.0%
Health Care	9.8%	9.7%	0.1%



How to read our stylebox

Consumer Goods	7.8%	7.9%	– 0.1%
Utilities	4.9%	5.0%	– 0.1%
Oil & Gas	3.1%	3.0%	0.1%
Basic Materials	3.0%	3.0%	0.0%
Telecommunications	0.4%	0.4%	0.0%
Other	0.0%	0.0%	0.0%
Total	**100.0%**	**100.0%**	

Sector categories are based on the Industry Classification Benchmark system.

Sector weighting details

Top 10 holdings

as ofÂ 02/29/2016

Rank	Holding
1	AGL Resources Inc.
2	Waste Connections Inc.
3	Domino's Pizza Inc.
4	Ingredion Inc.
5	Duke Realty Corp.
6	Atmos Energy Corp.
7	Arthur J Gallagher & Co.
8	JetBlue Airways Corp.
9	Cablevision Systems Corp.
10	Mid-America Apartment Communities Inc.
Top 10 equalsÂ 3.0% of net assets	

Portfolio holdings may exclude any temporary cash investments and equity index

products.

Holdings policy for this fund

Holding details

Fundamentals

Stock – as of 02/29/2016	**VB**	**Benchmark**
Number of stocks	1,493	1,477
Median market cap	$2.9 billion	$2.9 billion
P/E ratio	27.2x	26.8x
P/B ratio	2.1x	2.1x
Turnover rate	10.7% Fiscal year end 12/2015	N/A

Fundamentals details

Risk and volatility
as of 02/29/2016

Â	**VB**	**Benchmark**
R-squared	N/A	1.00
Beta	N/A	1.00
Alpha	– 0.01	N/A
Standard deviation	13.20%	13.21%
Sharpe ratio	0.54	0.55

Risk and volatility are based on the share class with the earliest inception date.

Risk measures are calculated from trailing 36-month fund returns relative to the associated benchmarks.

An investment in the fund could lose money over short or even long periods. You should expect the fund's share price and total return to fluctuate within a wide range, like the fluctuations of the overall stock market. Although Small-Cap ETF is listed for trading on the NYSE Arca, it is possible that an active trading market may not be maintained. Trading of Small-Cap ETF on the NYSE Arca may be halted if NYSE Arca officials deem such action appropriate, if Small-Cap ETF is delisted from the NYSE Arca, or if the activation of marketwide "circuit breakers" halts stock trading generally. The fund's performance could be hurt by:

- **Stock market risk:** The chance that stock prices overall will decline. Stock markets tend to move in cycles, with periods of rising stock prices and periods of falling stock prices. The fund's target index may, at times, become focused in stocks of a particular sector, category, or group of companies. Because the fund seeks to track its target index, the fund may underperform the overall stock market.
- **Investment style risk:** The chance that returns from small-capitalization stocks will trail returns from the overall stock market. Historically, small-cap stocks have been more volatile in price than the large-cap stocks that dominate the overall market, and they often perform quite differently.

Risk and volatility details →

Vanguard ETF Shares can be bought and sold only through a broker (who may charge a commission) and cannot be redeemed with the issuing fund. The market price of Vanguard ETF Shares may be more or less than net asset value. Investments are subject to market risk. Go to the performance page to read more about risk and volatility.

LITERATURE

Fact sheet (12/31/2015)

Summary prospectus (08/04/2015)

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Feedback

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Vanguard FTSE Developed Markets ETF

VEA

As of December 31, 2015

Investment approach

- Seeks to track FTSE Developed All Cap ex US Transition Index
- International equity diversified across growth and value styles.
- Developed markets in Canada and the major markets of Europe and the Pacific region.
- Passively managed, using index sampling.
- Fund remains fully invested.
- Low expenses minimize net tracking error.

About the benchmark

- The FTSE Developed All Cap ex US Transition Index is an interim index that will gradually increase exposure to small-capitalization stocks and Canadian equities while proportionately reducing exposure to other stocks based on their weightings in the FTSE Developed All Cap ex US Index.
- The FTSE Developed All Cap ex US Index is a market-capitalization-weighted index that is made up of approximately 3,700 common stocks of large-, mid-, and small-cap companies located in Canada and the major markets of Europe and the Pacific region

Performance history

Total returns[2] for period ended in December 31, 2015

VEA (Inception 07/20/2007)	Quarter	Year to date	1 year	3 years	5 years	Since inception
Net asset value (NAV) return[3]	3.92%	-0.21%	-0.21%	4.74%	3.57%	-0.55%
Market price return[4]	3.67	-0.38	-0.38	4.50	3.47	-0.58
Spliced Developed ex US Index	4.90	-0.28	-0.28	5.20	3.72	-0.74

MSCI EAFE Index through May 28, 2013; FTSE Developed ex North America Index through December 20, 2015; FTSE Developed All Cap ex US Transition Index thereafter. Benchmark returns are adjusted for withholding taxes.

The performance data shown represent past performance, which is not a guarantee of future results. Investment returns and principal value will fluctuate, so investors' shares, when sold, may be worth more or less than their original cost. Current performance may be lower or higher than the performance data cited. For performance data current to the most recent month end, visit our website at vanguard.com/performance.

Investors cannot invest directly in an index.

Investment Products: Not FDIC Insured • No Bank Guarantee • May Lose Value

Quick facts

Benchmark	FTSE Developed All Cap ex US Transition Index
Expense ratio[1]	0.09%
Dividend schedule	Quarterly
ETF total net assets	$29,288 million
Fund total net assets	$53,595 million
Inception date	July 20, 2007

Trading information

Ticker symbol	VEA
CUSIP number	921943858
IIV (intra-day ticker)	VEA.IV
Index ticker (Bloomberg)	TACDXUSR
Exchange	NYSE Arca

ETF attributes

	FTSE Developed Markets ETF	FTSE Developed All Cap ex US Transition Index
Number of stocks	3,701	3,733
Median market cap	$29.6B	$30.6B
Price/earnings ratio	18.2x	18.0x
Price/book ratio	1.6x	1.6x
Return on equity	14.4%	14.4%
Earnings growth rate	10.6%	10.7%
Equity yield (dividend)	3.0%	3.0%
Turnover rate[5]	4.4%	—
Standard deviation[6]	12.3%	12.4%

[1] As reported in the most recent prospectus. A fund's current expense ratio may be lower or higher than the figure reported in the prospectus.

[2] Figures for periods of less than one year are cumulative returns. All other figures represent average annual returns. Fund performance figures assume the reinvestment of dividends and capital gains distributions; the figures are pre-tax and net of expenses. The above widely used comparative index represents unmanaged or average returns on various financial assets that can be compared with the fund's total returns for the purpose of measuring relative performance.

[3] As of 4 p.m., Eastern time, when the regular trading session of the New York Stock Exchange typically closes.

[4] Market price returns are calculated using the midpoint between the bid and offer prices at the time NAV is calculated, typically 4 p.m., Eastern time.

[5] For most recent fiscal year. Turnover rate excludes the value of portfolio securities received or delivered as a result of in-kind purchases or redemptions of the fund's capital shares, including Vanguard ETF Creation Units.

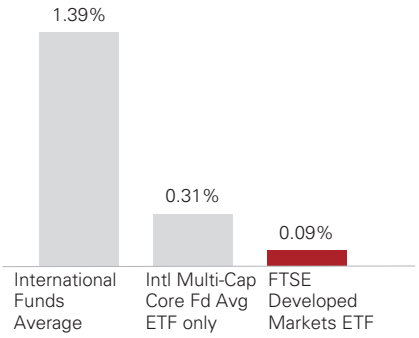
[6] A measure of the volatility of a fund—based on the fund's last three years of monthly returns—used to indicate the dispersion of past returns. A higher standard deviation means a greater potential for volatility. For funds with less than 36 months of performance history, standard deviation is not calculated.

Vanguard FTSE Developed Markets ETF

As of December 31, 2015

VEA

Expense ratio comparison[1]



Ten largest countries as % of common stock

Japan	23.3%
United Kingdom	18.5
Switzerland	8.5
France	8.4
Germany	8.3
Australia	6.4
Korea	4.0
Hong Kong	3.4
Spain	2.9
Netherlands	2.7

Ten largest holdings and % of total net assets[2]

Nestle SA	1.7%
Roche Holding AG	1.4
Novartis AG	1.3
Toyota Motor Corp.	1.2
HSBC Holdings plc	1.1
Royal Dutch Shell plc	1.0
Samsung Electronics Co. Ltd.	1.0
Unilever	0.9
Novo Nordisk A/S	0.8
Commonwealth Bank of Australia	0.8
Top ten as % of total net assets	11.2%

[1] Represents the expense ratio for the Vanguard ETF as reported in the most recent prospectus. There are material differences between mutual funds and ETFs. Unlike mutual funds, ETFs are priced continuously and bought and sold throughout the day in the secondary market (at a premium or discount to net asset value) with the assistance of a stockbroker, which entails paying commissions. Sources: Lipper, a Thomson Reuters Company, and Vanguard, December 31, 2014.

[2] The holdings listed exclude any temporary cash investments and equity index products.

Vanguard ETF Shares are not redeemable with the issuing Fund other than in very large aggregations worth millions of dollars. Instead, investors must buy or sell Vanguard ETF Shares in the secondary market and hold those shares in a brokerage account. In doing so, the investor may incur brokerage commissions and may pay more than net asset value when buying and receive less than net asset value when selling.

All ETF products are subject to risk, which may result in the loss of principal. Investments in securities issued by non-U.S. companies are subject to risks including country/regional risk and currency risk.

All rights in a FTSE index (the "Index") vest in FTSE International Limited ("FTSE"). "FTSE®" is a trademark of London Stock Exchange Group companies and is used by FTSE under licence. The Vanguard Fund(s) (the "Product") has been developed solely by Vanguard. The Index is calculated by FTSE or its agent. FTSE and its licensors are not connected to and do not sponsor, advise, recommend, endorse or promote the Product and do not accept any liability whatsoever to any person arising out of (a) the use of, reliance on or any error in the Index or (b) investment in or operation of the Product. FTSE makes no claim, prediction, warranty or representation either as to the results to be obtained from the Product or the suitability of the Index for the purpose to which it is being put by Vanguard.

For more information about Vanguard ETF Shares, visit vanguard.com, call 866-499-8473, or contact your broker to obtain a prospectus. Investment objectives, risks, charges, expenses, and other important information are contained in the prospectus; read and consider it carefully before investing.

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Vanguard Marketing Corporation, Distributor.

FTSE Developed Markets ETF (VEA)

Also available as a mutual fund.

BROWSE OUR PRODUCTS

Overview Performance Portfolio Price & Distributions

PRICE AND DISTRIBUTIONS

as of 03/21/2016

Market price	Change $/%	
$35.96	– $0.07 ↓	– 0.19%

NAV	Change $/%	
$35.88	– $0.10 ↓	– 0.28%

Dividend yield

3.33%

KEY FUND FACTS

Expense ratio

0.09% as of 04/29/2015

Lipper peer average expense ratio

1.37% as of 12/31/2015

Designation

International Large Blend

Inception on

07/20/2007

Earliest share class inception on

08/17/1999

Total net assets

$50.8 billion as of 02/29/2016

Net assets for VEA

$27.5 billion as of 02/29/2016

Holdings

3,714 as of 02/29/2016

Management style

Index

Benchmark

FTSE Developed ACap ex US Trans Idx (TACDXUSR)

Turnover rate

3.30%(Fiscal year-end 12/31/2015)

CUSIP

921943858

TRADING

IOV:

VEA.IV

Outstanding shares:

818,485,767 as of 02/29/2016

ETF exchange:

NYSE Arca

Objective

Vanguard FTSE Developed Markets ETF seeks to track the performance of a benchmark index that measures the investment return of stocks issued by companies located in Canada and the major markets of Europe and the Pacific region.

Investment approach

- Seeks to track FTSE Developed All Cap ex US Transition Index
- International equity diversified across growth and value styles.
- Developed markets in Canada and the major markets of Europe and the Pacific region.
- Passively managed, using index sampling.
- Fund remains fully invested.
- Low expenses minimize net tracking error.

About the benchmark

- The FTSE Developed All Cap ex US Transition Index is an interim index that will gradually increase exposure to small-capitalization stocks and Canadian equities while proportionately reducing exposure to other stocks based on their weightings in the FTSE Developed All Cap ex US Index.
- The FTSE Developed All Cap ex US Index is a market-capitalization-weighted index that is made up of approximately 3,700 common stocks of large-, mid-, and small-cap companies located in Canada and the major markets of Europe and the Pacific region

Total returns

View as: ◉ Quarter-end ○ Month-end as of 12/31/2015

	YTD	1 year	5 year	10 year	Since inception
Market price	– 0.38%	– 0.38%	3.47%	—	– 0.58%
NAV	– 0.21%	– 0.21%	3.57%	—	– 0.55%
Benchmark*	– 0.28%	– 0.28%	3.72%	—	—

* MSCI EAFE Index through May 28, 2013; FTSE Developed ex North America Index through December 20, 2015; FTSE Developed All Cap ex US Transition Index thereafter. Benchmark returns are adjusted for withholding taxes.

The performance data shown represent past performance, which is not a guarantee of future results. Investment returns and principal value will fluctuate, so investors' shares, when sold, may be worth more or less than their original cost. Current performance may be lower or higher than the performance data cited.

Total returns details Quarterly commentary

Regional exposure as of 02/29/2016

Region	VEA	Benchmark	+/- Weight

LITERATURE

Fact sheet (12/31/2015)

Summary prospectus (06/02/2015)

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RESEARCH

12/20/2015 | Article
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12/03/2015 | Article
Why China makes sense for long-term investors

11/01/2015 | Article
Emerging Markets Stock Index Fund moves to transition index

09/30/2015 | Article
European, Pacific ETFs move to all-cap indexes

03/02/2016 | Article
2 new international dividend-oriented funds are available

FTSE Emerging Markets ETF (VWO)

Also available as a mutual fund.

BROWSE OUR PRODUCTS

Overview Performance Portfolio Price & Distributions

PRICE AND DISTRIBUTIONS

as of 03/21/2016

Market price	Change $/%	
$34.56	$0.15 ↑	0.44%

NAV	Change $/%	
$34.43	$0.11 ↑	0.32%

Dividend yield

2.90%

KEY FUND FACTS

Expense ratio

0.15% as of 02/26/2016

Lipper peer average expense ratio

1.54% as of 12/31/2015

Designation

International Diversified Emerging Markets

Inception on

03/04/2005

Earliest share class inception on

05/04/1994

Total net assets

$45.1 billion as of 02/29/2016

Net assets for VWO

$30.9 billion as of 02/29/2016

Holdings

3,671 as of 02/29/2016

Management style

Index

Benchmark

FTSE EM All Cap CN A Trans Idx (TFQEACR)

Turnover rate

7.00%(Fiscal year-end 10/31/2015)

CUSIP

922042858

TRADING

IOV:

VWO.IV

Outstanding shares:

1,009,883,608 as of 02/29/2016

ETF exchange:

NYSE Arca

Objective

Vanguard FTSE Emerging Markets ETF seeks to track the performance of a benchmark index that measures the investment return of stocks issued by companies located in emerging market countries.

Investment approach

- Seeks to track the performance of the FTSE Emerging Markets All Cap China A Transition Index.
- Passively managed, using index sampling.
- The fund invests substantially all of its assets in the stocks included in the index.

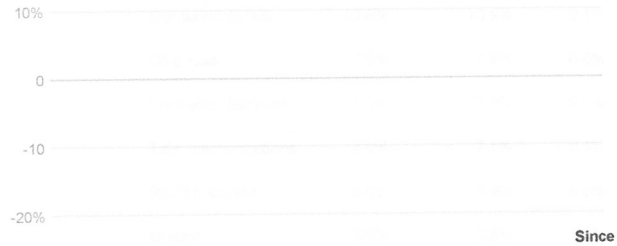
About the benchmark

- The FTSE Emerging Markets All Cap China A Transition Index is a market-capitalization-weighted index representing large-,mid-, and small-cap stocks of companies located in emerging markets around the world.
- The index will gradually increase exposure to small-capitalization stocks and China A-Shares while proportionately reducing exposure to other stocks based on their weightings in the new index.
- Brazil, Russia, India, Taiwan, China, and South Africa are among the markets included in the index.

Total returns

View as: ◉ Quarter-end ○ Month-end

as of 12/31/2015



	YTD	1 year	5 year	10 year	Since inception
Market price*	– 15.82%	– 15.82%	– 4.98%	3.22%	4.95%
NAV*	– 15.35%	– 15.35%	– 4.80%	3.39%	5.00%
Benchmark**	– 15.40%	– 15.40%	– 4.59%	3.55%	—

* As of November 2, 2015, the Vanguard FTSE Emerging Markets ETF seeks to track the FTSE Emerging Markets All Cap China A Transition Index. Prior to November 2, 2015, the ETF tracked the FTSE Emerging Index. Portfolio and benchmark holdings may differ as of October 31, 2015. These differences are not expected to significantly affect tracking error.

** Select Emerging Markets Index through August 23, 2006; MSCI Emerging Markets Index through January 9, 2013; FTSE Emerging Transition Index through June 27, 2013; FTSE Emerging Index through November 1, 2015; and FTSE Emerging Markets All Cap China A Transition Index thereafter. Benchmark returns are adjusted for withholding taxes.

The performance data shown represent past performance, which is not a guarantee of future results. Investment returns and principal value will fluctuate, so investors' shares, when sold, may be worth more or less than their original cost. Current performance may be lower or higher than the performance data cited.

Total returns details

Quarterly commentary

Regional exposure as of 02/29/2016

Region	VWO	Benchmark	+/- Weight

LITERATURE

Fact sheet (12/31/2015)

Summary prospectus (02/27/2014)

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RESEARCH

12/20/2015 | Article
Developed Markets Index Fund moves to transition index

12/03/2015 | Article
Why China makes sense for long-term investors

11/01/2015 | Article
Emerging Markets Stock Index Fund moves to transition index

09/30/2015 | Article
European, Pacific ETFs move to all-cap indexes

03/02/2016 | Article
2 new international dividend-oriented funds are available

REIT ETF (VNQ)

BROWSE OUR PRODUCTS

Reminder: 1099-DIV Forms for Vanguard REIT Index Fund are mailed in February.

Also available as a mutual fund.

Overview Performance Portfolio Price & Distributions

PRICE AND DISTRIBUTIONS

as of 03/21/2016

Market price	Change $/%	
$81.35	– $1.69 ↓	– 2.04%

NAV	Change $/%	
$81.32	– $1.67 ↓	– 2.01%

SEC yield

note

Dividend yield

4.23%

KEY FUND FACTS

Expense ratio

0.12% as of 05/28/2015

Lipper peer average expense ratio

1.30% as of 12/31/2015

Designation

Real Estate

Inception on

09/23/2004

Earliest share class inception on

05/13/1996

Total net assets

$51.2 billion as of 02/29/2016

Net assets for VNQ

$27.0 billion as of 02/29/2016

Holdings

153 as of 02/29/2016

Management style

Index

Benchmark

MSCI US REIT Index (RMS G)

Turnover rate

10.90%(Fiscal year-end 01/31/2016)

CUSIP

922908553

TRADING

IOV:

VNQ.IV

Outstanding shares:

Objective

Vanguard REIT ETF seeks to provide a high level of income and moderate long-term capital appreciation by tracking the performance of a benchmark index that measures the performance of publicly traded equity REITs.

Investment approach

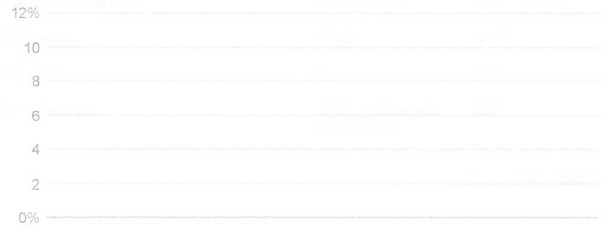
- Seeks to track the performance of the MSCI US REIT Index.
- Equity real estate investment trusts.
- Employs a passively managed, full-replication strategy.
- Benchmark index covers two-thirds of the REIT market.
- Low expenses minimize net tracking error.

About the benchmark

- The MSCI US REIT Index covers approximately two-thirds of the U.S. REIT market.
- REITs in the index must have a market capitalization of at least $100 million, with enough shares and trading volume to be considered liquid.
- Equity REITs own and manage real estate properties, such as retail, office, residential apartment, and industrial spaces.They generate income from rental and lease payments, and offer the potential for growth from property appreciation as well as occasional capital gains from the sale of property.
- Mortgage REITs and Hybrid REITs are not included in the index.

Total returns

View as: ◉ Quarter-end ○ Month-end as of 12/31/2015



	YTD	1 year	5 year	10 year	Since inception
Market price	2.40%	2.40%	11.80%	7.57%	9.28%
NAV	2.37%	2.37%	11.79%	7.56%	9.27%
Benchmark*	2.52%	2.52%	11.88%	7.53%	—

* MSCI US REIT Index adjusted to include a 2% cash position (Lipper Money Market Average) through April 30, 2009; MSCI US REIT Index thereafter.

The performance data shown represent past performance, which is not a guarantee of future results. Investment returns and principal value will fluctuate, so investors' shares, when sold, may be worth more or less than their original cost. Current performance may be lower or higher than the performance data cited.

Total returns details Quarterly commentary

Top subsectors as of 02/29/2016

Subindustry	VNQ	Benchmark	+/- Weight

LITERATURE

Fact sheet (12/31/2015)

Summary prospectus (10/29/2013)

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02/23/2016 | Article
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02/17/2016 | Article
Vanguard funds lead the 2016 "Money 50" list

02/04/2016 | Video
Market forecasts: Returns positive, but subdued

Small-Cap ETF (VB)

Also available as a mutual fund.

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Overview Performance Portfolio Price & Distributions

PRICE AND DISTRIBUTIONS

as of 03/24/2016

Market price	Change $/%	
$108.59	$0.23 ↑	0.21%

NAV	Change $/%	
$108.61	$0.27 ↑	0.25%

SEC yield

1.75% B

Dividend yield

1.89%

KEY FUND FACTS

Expense ratio

0.09% as of 04/28/2015

Lipper peer average expense ratio

1.25% as of 12/31/2015

Designation

Domestic Small Blend

Inception on

01/26/2004

Earliest share class inception on

10/03/1960

Total net assets

$50.6 billion as of 02/29/2016

Net assets for VB

$10.8 billion as of 02/29/2016

Holdings

1,493 as of 02/29/2016

Management style

Index

Benchmark

CRSP US Small Cap Index (CRSPSCT)

Turnover rate

10.70%(Fiscal year-end 12/31/2015)

CUSIP

922908751

TRADING

IOV:

VB.IV

Outstanding shares:

104,065,414 as of 02/29/2016

ETF exchange:

Objective

Vanguard Small-Cap ETF seeks to track the performance of a benchmark index that measures the investment return of small-capitalization stocks.

Investment approach

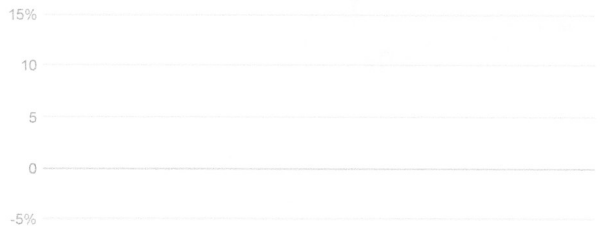
- Seeks to track the performance of the CRSP US Small Cap Index.
- Small-cap equity diversified across growth and value styles.
- Passively managed, full-replication approach.
- Fund remains fully invested.
- Low expenses minimize net tracking error.

About the benchmark

- CRSP US Small Cap Index represents the universe of small-capitalization companies in the U.S. equity market.
- The index is designed to accurately represent the small-cap segment of the U.S. equity market and deliver low turnover.

Total returns

View as: Quarter-end Month-end as of 12/31/2015



	YTD	1 year	5 year	10 year	Since inception
Market price	– 3.67%	– 3.67%	10.41%	7.97%	8.29%
NAV	– 3.65%	– 3.65%	10.43%	7.95%	8.29%
Benchmark*	– 3.68%	– 3.68%	10.40%	7.87%	—

* Russell 2000 Index through May 16, 2003; MSCI US Small Cap 1750 Index through January 30, 2013; CRSP US Small Cap Index thereafter.

The performance data shown represent past performance, which is not a guarantee of future results. Investment returns and principal value will fluctuate, so investors' shares, when sold, may be worth more or less than their original cost. Current performance may be lower or higher than the performance data cited.

Total returns details Quarterly commentary

Sector weightings as of 02/29/2016

Sector	VB	Benchmark	+/- Weight
Financials	26.5%	26.5%	0.0%
Industrials	19.3%	19.3%	0.0%
Consumer Services	13.7%	13.7%	0.0%
Technology	11.5%	11.5%	0.0%

LITERATURE

Fact sheet (12/31/2015)

Summary prospectus (08/04/2015)

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02/17/2016 | Article
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Morningstar honors 2 Vanguard fund managers

02/04/2016 | Video
Market forecasts: Returns positive, but subdued

Vanguard®

Vanguard FTSE Emerging Markets ETF

VWO

As of December 31, 2015

Investment approach

- Seeks to track the performance of the FTSE Emerging Markets All Cap China A Transition Index.
- Passively managed, using index sampling.
- The fund invests substantially all of its assets in the stocks included in the index.

About the benchmark

- The FTSE Emerging Markets All Cap China A Transition Index is a market-capitalization-weighted index representing large-,mid-, and small-cap stocks of companies located in emerging markets around the world.
- The index will gradually increase exposure to small-capitalization stocks and China A-Shares while proportionately reducing exposure to other stocks based on their weightings in the new index.
- Brazil, Russia, India, Taiwan, China, and South Africa are among the markets included in the index.

Performance history

Total returns[2] for period ended in December 31, 2015

VWO (Inception 03/04/2005)	Quarter	Year to date	1 year	3 years	5 years	10 years	Since inception
Net asset value (NAV) return[3]	-0.33%	-15.35%	-15.35%	-6.82%	-4.80%	3.39%	5.00%
Market price return[4]	-0.73	-15.82	-15.82	-7.20	-4.98	3.22	4.95
Spliced Emerging Markets Index	0.37	-15.40	-15.40	-6.41	-4.59	3.55	5.20

Select Emerging Markets Index through August 23, 2006; MSCI Emerging Markets Index through January 9, 2013; FTSE Emerging Transition Index through June 27, 2013; FTSE Emerging Index through November 1, 2015; and FTSE Emerging Markets All Cap China A Transition Index thereafter. Benchmark returns are adjusted for withholding taxes.

The performance data shown represent past performance, which is not a guarantee of future results. Investment returns and principal value will fluctuate, so investors' shares, when sold, may be worth more or less than their original cost. Current performance may be lower or higher than the performance data cited. For performance data current to the most recent month end, visit our website at vanguard.com/performance.

Investors cannot invest directly in an index.

Investment Products: Not FDIC Insured • No Bank Guarantee • May Lose Value

Quick facts

Benchmark	FTSE Emerging Markets All Cap China A Transition Index
Expense ratio[1]	0.15%
Dividend schedule	Quarterly
ETF total net assets	$34,452 million
Fund total net assets	$49,808 million
Inception date	March 4, 2005

Trading information

Ticker symbol	VWO
CUSIP number	922042858
IIV (intra-day ticker)	VWO.IV
Index ticker (Bloomberg)	TFQEACR
Exchange	NYSE Arca

ETF attributes

	FTSE Emerging Markets ETF	FTSE Emerging Markets All Cap China A Transition Index
Number of stocks	3,277	3,469
Median market cap	$13.4B	$13.5B
Price/earnings ratio	15.7x	16.4x
Price/book ratio	1.6x	1.6x
Return on equity	18.2%	18.3%
Earnings growth rate	13.1%	13.1%
Equity yield (dividend)	2.7%	2.8%
Turnover rate[5]	7.0%	—
Standard deviation[6]	14.6%	14.6%

[1] As reported in the most recent prospectus. A fund's current expense ratio may be lower or higher than the figure reported in the prospectus.

[2] Figures for periods of less than one year are cumulative returns. All other figures represent average annual returns. Fund performance figures assume the reinvestment of dividends and capital gains distributions; the figures are pre-tax and net of expenses. The above widely used comparative index represents unmanaged or average returns on various financial assets that can be compared with the fund's total returns for the purpose of measuring relative performance.

[3] As of 4 p.m., Eastern time, when the regular trading session of the New York Stock Exchange typically closes.

[4] Market price returns are calculated using the midpoint between the bid and offer prices at the time NAV is calculated, typically 4 p.m., Eastern time.

[5] For most recent fiscal year. Turnover rate excludes the value of portfolio securities received or delivered as a result of in-kind purchases or redemptions of the fund's capital shares, including Vanguard ETF Creation Units.

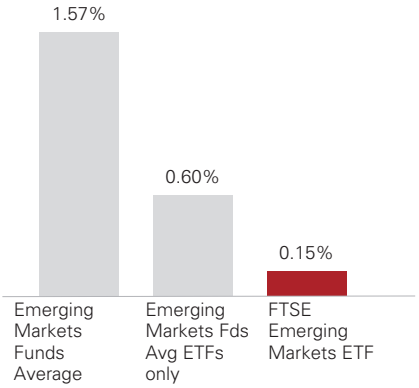
[6] A measure of the volatility of a fund—based on the fund's last three years of monthly returns—used to indicate the dispersion of past returns. A higher standard deviation means a greater potential for volatility. For funds with less than 36 months of performance history, standard deviation is not calculated.

Vanguard FTSE Emerging Markets ETF

As of December 31, 2015

VWO

Expense ratio comparison[1]



Ten largest countries as % of common stock

China	29.6%
Taiwan	14.7
India	13.2
South Africa	8.1
Brazil	6.5
Mexico	5.4
Malaysia	4.3
Russia	4.1
Indonesia	2.6
Thailand	2.6

Ten largest holdings and % of total net assets[2]

Taiwan Semiconductor Manufacturing Co. Ltd.	3.4%
Tencent Holdings Ltd.	3.4
China Construction Bank Corp.	2.0
China Mobile Ltd.	1.9
Naspers Ltd.	1.8
Industrial & Commercial Bank of China Ltd.	1.4
Hon Hai Precision Industry Co. Ltd.	1.1
Bank of China Ltd.	1.1
Infosys Ltd.	1.0
Housing Development Finance Corp. Ltd.	1.0
Top ten as % of total net assets	18.1%

[1] Represents the expense ratio for the Vanguard ETF as reported in the most recent prospectus. There are material differences between mutual funds and ETFs. Unlike mutual funds, ETFs are priced continuously and bought and sold throughout the day in the secondary market (at a premium or discount to net asset value) with the assistance of a stockbroker, which entails paying commissions. Sources: Lipper, a Thomson Reuters Company, and Vanguard, December 31, 2014.

[2] The holdings listed exclude any temporary cash investments and equity index products.

Vanguard ETF Shares are not redeemable with the issuing Fund other than in very large aggregations worth millions of dollars. Instead, investors must buy or sell Vanguard ETF Shares in the secondary market and hold those shares in a brokerage account. In doing so, the investor may incur brokerage commissions and may pay more than net asset value when buying and receive less than net asset value when selling.

All ETF products are subject to risk, which may result in the loss of principal. Investments in securities issued by non-U.S. companies are subject to risks including country/regional risk and currency risk. These risks are especially high in emerging markets.

All rights in a FTSE index (the "Index") vest in FTSE International Limited ("FTSE"). "FTSE®" is a trademark of London Stock Exchange Group companies and is used by FTSE under licence. The Vanguard Fund(s) (the "Product") has been developed solely by Vanguard. The Index is calculated by FTSE or its agent. FTSE and its licensors are not connected to and do not sponsor, advise, recommend, endorse or promote the Product and do not accept any liability whatsoever to any person arising out of (a) the use of, reliance on or any error in the Index or (b) investment in or operation of the Product. FTSE makes no claim, prediction, warranty or representation either as to the results to be obtained from the Product or the suitability of the Index for the purpose to which it is being put by Vanguard.

For more information about Vanguard ETF Shares, visit vanguard.com, call 866-499-8473, or contact your broker to obtain a prospectus. Investment objectives, risks, charges, expenses, and other important information are contained in the prospectus; read and consider it carefully before investing.

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Vanguard Marketing Corporation, Distributor.

Vanguard®

Vanguard REIT ETF

VNQ

As of December 31, 2015

Investment approach

- Seeks to track the performance of the MSCI US REIT Index.
- Equity real estate investment trusts.
- Employs a passively managed, full-replication strategy.
- Benchmark index covers two-thirds of the REIT market.
- Low expenses minimize net tracking error.

About the benchmark

- The MSCI US REIT Index covers approximately two-thirds of the U.S. REIT market.
- REITs in the index must have a market capitalization of at least $100 million, with enough shares and trading volume to be considered liquid.
- Equity REITs own and manage real estate properties, such as retail, office, residential apartment, and industrial spaces.They generate income from rental and lease payments, and offer the potential for growth from property appreciation as well as occasional capital gains from the sale of property.
- Mortgage REITs and Hybrid REITs are not included in the index.

Performance history

Total returns[2] for period ended in December 31, 2015

VNQ (Inception 09/23/2004)	Quarter	Year to date	1 year	3 years	5 years	10 years	Since inception
Net asset value (NAV) return[3]	7.02%	2.37%	2.37%	10.96%	11.79%	7.56%	9.27%
Market price return[4]	7.10	2.40	2.40	10.97	11.80	7.57	9.28
REIT Spliced Index	7.08	2.52	2.52	11.06	11.88	7.53	9.24

MSCI US REIT Index adjusted to include a 2% cash position (Lipper Money Market Average) through April 30, 2009; MSCI US REIT Index thereafter.

The performance data shown represent past performance, which is not a guarantee of future results. Investment returns and principal value will fluctuate, so investors' shares, when sold, may be worth more or less than their original cost. Current performance may be lower or higher than the performance data cited. For performance data current to the most recent month end, visit our website at vanguard.com/performance.

Investors cannot invest directly in an index.

Investment Products: Not FDIC Insured • No Bank Guarantee • May Lose Value

Quick facts

Benchmark	MSCI US REIT Index
Expense ratio[1]	0.12%
Dividend schedule	Quarterly
ETF total net assets	$27,546 million
Fund total net assets	$52,741 million
Inception date	September 23, 2004

Trading information

Ticker symbol	VNQ
CUSIP number	922908553
IIV (intra-day ticker)	VNQ.IV
Index ticker (Bloomberg)	RMSG
Exchange	NYSE Arca

ETF attributes

	REIT ETF	MSCI US REIT Index
Number of stocks	153	151
Median market cap	$11.1B	$11.1B
Price/earnings ratio	36.0x	36.1x
Price/book ratio	2.3x	2.3x
Return on equity	6.8%	6.8%
Earnings growth rate	18.8%	18.8%
Turnover rate[5]	7.9%	—
Standard deviation[6]	14.7%	14.7%

INDEXED TO MSCI®

[1] As reported in the most recent prospectus. A fund's current expense ratio may be lower or higher than the figure reported in the prospectus.

[2] Figures for periods of less than one year are cumulative returns. All other figures represent average annual returns. Fund performance figures assume the reinvestment of dividends and capital gains distributions; the figures are pre-tax and net of expenses. The above widely used comparative index represents unmanaged or average returns on various financial assets that can be compared with the fund's total returns for the purpose of measuring relative performance.

[3] As of 4 p.m., Eastern time, when the regular trading session of the New York Stock Exchange typically closes.

[4] Market price returns are calculated using the midpoint between the bid and offer prices at the time NAV is calculated, typically 4 p.m., Eastern time.

[5] For most recent fiscal year. Turnover rate excludes the value of portfolio securities received or delivered as a result of in-kind purchases or redemptions of the fund's capital shares, including Vanguard ETF Creation Units.

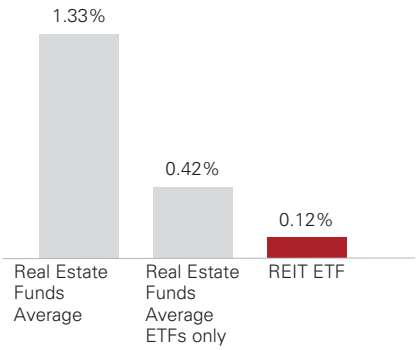
[6] A measure of the volatility of a fund—based on the fund's last three years of monthly returns—used to indicate the dispersion of past returns. A higher standard deviation means a greater potential for volatility. For funds with less than 36 months of performance history, standard deviation is not calculated.

Vanguard REIT ETF

As of December 31, 2015

VNQ

Expense ratio comparison[1]



Market capitalization breakdown

Large Cap	0.0%
Medium/Large Cap	20.6
Medium Cap	36.3
Medium/Small Cap	27.2
Small Cap	15.9

Ten largest holdings and % of total net assets[2]

Simon Property Group Inc.	8.2%
Public Storage	5.0
Equity Residential	4.1
AvalonBay Communities Inc.	3.3
Welltower Inc.	3.3
Prologis Inc.	3.1
Boston Properties Inc.	2.7
Ventas Inc.	2.6
Equinix Inc.	2.4
HCP Inc.	2.4
Top ten as % of total net assets	37.1%

Subindustry diversification as % of common stock[3]

Retail REITs	24.7%
Residential REITs	17.1
Specialized REITs	14.8
Office REITs	13.8
Health Care REITs	12.3
Diversified REITs	7.2
Hotel & Resort REITs	5.6
Industrial REITs	4.5

[1] Represents the expense ratio for the Vanguard ETF as reported in the most recent prospectus. There are material differences between mutual funds and ETFs. Unlike mutual funds, ETFs are priced continuously and bought and sold throughout the day in the secondary market (at a premium or discount to net asset value) with the assistance of a stockbroker, which entails paying commissions. Sources: Lipper, a Thomson Reuters Company, and Vanguard, December 31, 2014.

[2] The holdings listed exclude any temporary cash investments and equity index products.

[3] Sector categories are based on the Global Industry Classification Standard system.

Vanguard ETF Shares are not redeemable with the issuing Fund other than in very large aggregations worth millions of dollars. Instead, investors must buy or sell Vanguard ETF Shares in the secondary market and hold those shares in a brokerage account. In doing so, the investor may incur brokerage commissions and may pay more than net asset value when buying and receive less than net asset value when selling.

All ETF products are subject to risk, which may result in the loss of principal. Sector ETF products are subject to sector risks and non-diversification risks, which may result in performance fluctuations that are more extreme than fluctuations in the overall stock market.

The funds or securities referred to herein are not sponsored, endorsed, or promoted by MSCI, and MSCI bears no liability with respect to any such funds or securities. The prospectus or the *Statement of Additional Information* contains a more detailed description of the limited relationship MSCI has with Vanguard and any related funds.

For more information about Vanguard ETF Shares, visit vanguard.com, call 866-499-8473, or contact your broker to obtain a prospectus. Investment objectives, risks, charges, expenses, and other important information are contained in the prospectus; read and consider it carefully before investing.

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Vanguard Marketing Corporation, Distributor.

Vanguard®

Vanguard Small-Cap ETF

VB

As of December 31, 2015

Investment approach

- Seeks to track the performance of the CRSP US Small Cap Index.
- Small-cap equity diversified across growth and value styles.
- Passively managed, full-replication approach.
- Fund remains fully invested.
- Low expenses minimize net tracking error.

About the benchmark

- CRSP US Small Cap Index represents the universe of small-capitalization companies in the U.S. equity market.
- The index is designed to accurately represent the small-cap segment of the U.S. equity market and deliver low turnover.

Performance history

Total returns[2] for period ended in December 31, 2015

VB (Inception 01/26/2004)	Quarter	Year to date	1 year	3 years	5 years	10 years	Since inception
Net asset value (NAV) return[3]	3.10%	-3.65%	-3.65%	12.59%	10.43%	7.95%	8.29%
Market price return[4]	3.09	-3.67	-3.67	12.57	10.41	7.97	8.29
Spliced Small-Cap Index	3.10	-3.68	-3.68	12.58	10.40	7.87	8.23

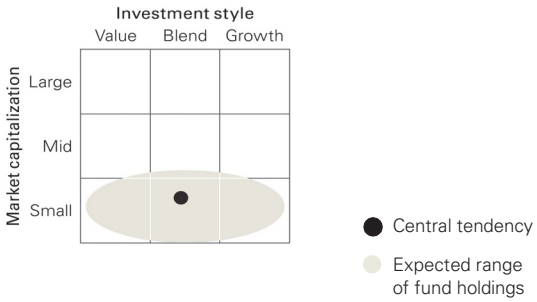
Russell 2000 Index through May 16, 2003; MSCI US Small Cap 1750 Index through January 30, 2013; CRSP US Small Cap Index thereafter.

The performance data shown represent past performance, which is not a guarantee of future results. Investment returns and principal value will fluctuate, so investors' shares, when sold, may be worth more or less than their original cost. Current performance may be lower or higher than the performance data cited. For performance data current to the most recent month end, visit our website at vanguard.com/performance.

Investors cannot invest directly in an index.

Investment Products: Not FDIC Insured • No Bank Guarantee • May Lose Value

Investment focus



Quick facts

Benchmark	CRSP US Small Cap Index
Expense ratio[1]	0.09%
Dividend schedule	Quarterly
ETF total net assets	$11,478 million
Fund total net assets	$53,937 million
Inception date	January 26, 2004

Trading information

Ticker symbol	VB
CUSIP number	922908751
IIV (intra-day ticker)	VB.IV
Index ticker (Bloomberg)	CRSPSCT
Exchange	NYSE Arca

[1] As reported in the most recent prospectus. A fund's current expense ratio may be lower or higher than the figure reported in the prospectus.

[2] Figures for periods of less than one year are cumulative returns. All other figures represent average annual returns. Fund performance figures assume the reinvestment of dividends and capital gains distributions; the figures are pre-tax and net of expenses. The above widely used comparative index represents unmanaged or average returns on various financial assets that can be compared with the fund's total returns for the purpose of measuring relative performance.

[3] As of 4 p.m., Eastern time, when the regular trading session of the New York Stock Exchange typically closes.

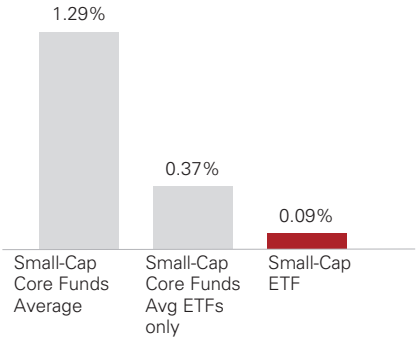
[4] Market price returns are calculated using the midpoint between the bid and offer prices at the time NAV is calculated, typically 4 p.m., Eastern time.

Vanguard Small-Cap ETF

As of December 31, 2015

VB

Expense ratio comparison[1]



ETF attributes

	Small-Cap ETF	CRSP US Small Cap Index
Number of stocks	1,509	1,489
Median market cap	$3.0B	$3.0B
Price/earnings ratio	28.8x	28.3x
Price/book ratio	2.2x	2.3x
Return on equity	11.5%	11.6%
Earnings growth rate	11.1%	11.1%
Foreign holdings	0.1%	0.0%
Turnover rate[2]	9.7%	—
Standard deviation[3]	12.7%	12.6%

Ten largest holdings and % of total net assets[4]

AGL Resources Inc.	0.3%
Ionis Pharmaceuticals Inc.	0.3
Signature Bank	0.3
Duke Realty Corp.	0.3
Arthur J Gallagher & Co.	0.3
JetBlue Airways Corp.	0.3
Spirit AeroSystems Holdings Inc.	0.3
Waste Connections Inc.	0.3
Ingredion Inc.	0.3
Mid-America Apartment Communities Inc.	0.3
Top ten as % of total net assets	3.0%

Top 10 sector diversification as % of common stock[5]

Financials	26.6%
Industrials	18.6
Consumer Services	13.0
Technology	12.1
Health Care	11.3
Consumer Goods	7.5
Utilities	4.4
Oil & Gas	3.4
Basic Materials	2.8
Telecommunications	0.3

[1] Represents the expense ratio for the Vanguard ETF as reported in the most recent prospectus. There are material differences between mutual funds and ETFs. Unlike mutual funds, ETFs are priced continuously and bought and sold throughout the day in the secondary market (at a premium or discount to net asset value) with the assistance of a stockbroker, which entails paying commissions. Sources: Lipper, a Thomson Reuters Company, and Vanguard, December 31, 2014.

[2] For most recent fiscal year. Turnover rate excludes the value of portfolio securities received or delivered as a result of in-kind purchases or redemptions of the fund's capital shares, including Vanguard ETF Creation Units.

[3] A measure of the volatility of a fund—based on the fund's last three years of monthly returns—used to indicate the dispersion of past returns. A higher standard deviation means a greater potential for volatility. For funds with less than 36 months of performance history, standard deviation is not calculated.

[4] The holdings listed exclude any temporary cash investments and equity index products.

[5] Sector categories are based on the Industry Classification Benchmark system.

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All ETF products are subject to risk, which may result in the loss of principal. Prices of small-cap ETF products often fluctuate more than those of large-cap ETF products.

For more information about Vanguard ETF Shares, visit vanguard.com, call 866-499-8473, or contact your broker to obtain a prospectus. Investment objectives, risks, charges, expenses, and other important information are contained in the prospectus; read and consider it carefully before investing.

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Vanguard Marketing Corporation, Distributor.

Landmark Bank

Required Forms and Addendums

a. **Proposal Certification**

b. **Cost Proposal**

c. **Non-Collusion Statement**

d. **Contract Payment Method – Addendum #1**

e. **Sample Insurance Certificate**

BID/PROPOSAL CERTIFICATION

Please Note: All fields below must be completed. If the field does not apply to you, please note N/A in that field.

If you are a foreign corporation, you may be required to obtain a certificate of authority from the department of state, in accordance with Florida Statute §607.1501 (visit http://www.dos.state.fl.us/).

Company: (Legal Registration) Landmark Bank, N.A.

Address: 801 East Broadway, PO Box 1867

City: Columbia State: MO Zip: 65205

Telephone No. (573) 441-2831 FAX No. (573) 443-8342 Email: chris.brown@landmarkbank.com

Delivery: Calendar days after receipt of Purchase Order **(section 1.02 of General Conditions)**: _____

Payment Terms **(section 1.04 of General Conditions)**: _____

Total Bid Discount **(section 1.05 of General Conditions)**: _____

Does your firm qualify for MBE or WBE status **(section 1.09 of General Conditions)**: MBE _____ WBE _____

ADDENDUM ACKNOWLEDGEMENT - Proposer acknowledges that the following addenda have been received and are included in the proposal:

Addendum No.	Date Issued	Addendum No.	Date Issued
1	March 16, 2016		

VARIANCES: If you take exception or have variances to any term, condition, specification, scope of service, or requirement in this competitive solicitation you must specify such exception or variance in the space provided below or reference in the space provided below all variances contained on other pages within your response. Additional pages may be attached if necessary. No exceptions or variances will be deemed to be part of the response submitted unless such is listed and contained in the space provided below. The City does not, by virtue of submitting a variance, necessarily accept any variances. If no statement is contained in the below space, it is hereby implied that your response is in full compliance with this competitive solicitation. If you do not have variances, simply mark N/A. **If submitting your response electronically through BIDSYNC you must also click the "Take Exception" button.**

The below signatory hereby agrees to furnish the following article(s) or services at the price(s) and terms stated subject to all instructions, conditions, specifications addenda, legal advertisement, and conditions contained in the bid/proposal. I have read all attachments including the specifications and fully understand what is required. By submitting this signed proposal I will accept a contract if approved by the City and such acceptance covers all terms, conditions, and specifications of this bid/proposal. The below signatory also hereby agrees, by virtue of submitting or attempting to submit a response, that in no event shall the City's liability for respondent's direct, indirect, incidental, consequential, special or exemplary damages, expenses, or lost profits arising out of this competitive solicitation process, including but not limited to public advertisement, bid conferences, site visits, evaluations, oral presentations, or award proceedings exceed the amount of Five Hundred Dollars ($500.00). This limitation shall not apply to claims arising under any provision of indemnification or the City's protest ordinance contained in this competitive solicitation.

Submitted by:

Douglas B Moore
Name (printed)

Douglas B Moore
Signature

March 28, 2016
Date:

Executive Vice President
Title

revised 04/10/15

SECTION 4 – COST PROPOSAL PAGE

Proposer Name: **Landmark Bank and Infinity Management Advisors**

Cost to the City: Proposer must quote firm, fixed, annual rate for Investment Management Fee and any additional fees (if applicable) for services identified in this Request for Proposal. This is a fixed rate based on the value of the portfolio. The basis points as indicated on this cost proposal will be the same for the initial contract period of five years.

Basis Points 40 on the first $ 25,000,000

Basis Points 40 on the next $ 2,000,000

Basis Points 40 on the next $ 2,000,000

Basis Points 40 on the next $ 2,000,000

Basis Points 40 on the next $ 2,000.000

Cost of sample portfolio for five years (basis points to be in accordance with above response):

YEAR 1	$25,000,000 x 40	Basis Points =	$100,000.00
YEAR 2	$27,000,000 x 40	Basis Points =	$108,000.00
YEAR 3	$29,000,000 x 40	Basis Points =	$116,000.00
YEAR 4	$31,000,000 x 40	Basis Points =	$124,000.00
YEAR 5	$33,000,000 x 40	Basis Points =	$132,000.00

TOTAL SAMPLE COST FOR 5 YEARS $580,000

Please list any additional optional fees (if applicable). (Use additional sheet if required)

The above fees do not include investment management fees from our co-proposer, Chandler Asset Management. This proposal does include fees for Landmark Bank and Infinity Management Advisors. Chandler Asset Management investment fees are detailed on the attached Cost Proposal.

Submitted by:

Douglas B Moore
Name (printed)

Douglas B Moore
Signature

March 28, 2016
Date

Executive Vice President
Title

NON-COLLUSION STATEMENT:

By signing this offer, the vendor/contractor certifies that this offer is made independently and *free* from collusion. Vendor shall disclose below any City of Fort Lauderdale, FL officer or employee, or any relative of any such officer or employee who is an officer or director of, or has a material interest in, the vendor's business, who is in a position to influence this procurement.

Any City of Fort Lauderdale, FL officer or employee who has any input into the writing of specifications or requirements, solicitation of offers, decision to award, evaluation of offers, or any other activity pertinent to this procurement is presumed, for purposes hereof, to be in a position to influence this procurement.

For purposes hereof, a person has a material interest if they directly or indirectly own more than 5 percent of the total assets or capital stock of any business entity, or if they otherwise stand to personally gain if the contract is awarded to this vendor.

In accordance with City of Fort Lauderdale, FL Policy and Standards Manual, 6.10.8.3,

> 3.3. City employees may not contract with the City through any corporation or business entity in which they or their immediate family members hold a controlling financial interest (e.g. ownership of five (5) percent or more).
>
> 3.4. Immediate family members (spouse, parents and children) are also prohibited from contracting with the City subject to the same general rules.

Failure of a vendor to disclose any relationship described herein shall be reason for debarment in accordance with the provisions of the City Procurement Code.

NAME	RELATIONSHIPS
NA	NA

In the event the vendor does not indicate any names, the City shall interpret this to mean that the vendor has indicated that no such relationships exist.

City of Fort Lauderdale • Procurement Services Division
100 N. Andrews Avenue, 619 • Fort Lauderdale, Florida 33301
954-828-5933 Fax 954-828-5576
purchase@fortlauderdale.gov

ADDENDUM NO. 1

RFP No. 565-11701
TITLE: Cemetery Trust Fund Services

ISSUED: March 16, 2016

This addendum is being issued to make the following changes:

1. The form titled "Contract Payment Method by P-Card" and the reference to this form in section 4.2.8.e has been removed.

All other terms, conditions, and specifications remain unchanged.

AnnDebra Diaz, CPPB
Senior Procurement Specialist

Company Name: Landmark Bank, N.A.
(please print)

Bidder's Signature: Douglas B Moore

Date: March 28, 2016

In the event of loss, send notice to:

Email Claim Department: claims@finsecure.net
Fax: (866) 915-7879
Phone: (866) 539-3995 (Option 3)
849 Fairmount Avenue, Suite 301
Towson, MD 21286

All other inquires, please contact:

FinSecure (A Berkley Company)
849 Fairmount Avenue, Suite 301
Towson, MD 21286
Phone: (866) 539-3995

Loss Notices:

The loss notice forms can be found on our website: www.finsecure.net/claims

POLICYHOLDER DISCLOSURE
NOTICE OF TERRORISM INSURANCE COVERAGE

Coverage for acts of terrorism, as defined in the Terrorism Risk Insurance Act, as amended, (the Act), is included in your policy. You are hereby notified that under the Act the definition of act of terrorism has changed. As defined in Section 102(1) of the Act: The term act of terrorism means any act that is certified by the Secretary of the Treasury in concurrence with the Secretary of State, and the Attorney General of the United States to be an act of terrorism; to be a violent act or an act that is dangerous to human life, property, or infrastructure; to have resulted in damage within the United States, or outside the United States in the case of certain air carriers or vessels or the premises of a United States mission; and to have been committed by an individual or individuals as part of an effort to coerce the civilian population of the United States or to influence the policy or affect the conduct of the United States Government by coercion. Under your coverage, any losses resulting from certified acts of terrorism may be partially reimbursed by the United States Government under a formula established by the Act. However, your policy may contain other exclusions which might affect your coverage, such as an exclusion for nuclear events. Under the formula, the United States Government generally reimburses 85% of covered terrorism losses exceeding the statutorily established deductible paid by the insurance company providing the coverage. The Act contains a $100 billion cap that limits U.S. Government reimbursement as well as insurers liability for losses resulting from certified acts of terrorism when the amount of such losses exceeds $100 billion in any one calendar year. If the aggregate insured losses for all insurers exceed $100 billion, your coverage may be reduced.

The portion of your annual premium that is attributable to coverage for acts of terrorism as defined in the Act, is included in the policy premium, and does not include any charges for the portion of losses covered by the United States government under the Act.

Name of Insurer: StarNet Insurance Company

Policy Number: MLP 6017220-10

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Missouri
POLICYHOLDER NOTICE

NOTICE OF RIGHT TO FILE A COMPLAINT
KEEP THIS NOTICE WITH YOUR INSURANCE PAPERS

PROBLEMS WITH YOUR INSURANCE? - If you are having problems with your insurance company or agent, do not hesitate to contact the insurance company or agent to resolve your problem.

c/o FinSecure, LLC
1122 Kenilworth Drive, Suite 107
Towson, MD 21204
410-337-9260 or toll free: 866-539-3995

© StarNet and Great Divide Insurance Companies

MISSOURI DISCLOSURE STATEMENT -
ADDENDUM TO DECLARATIONS PAGE AND APPLICATION FORMS

DEFENSE WITHIN LIMITS DISCLOSURE

The undersigned officer of the **parent company** understands and acknowledges that:

The limit(s) of liability contained in this policy shall be reduced and may be completely exhausted by **defense expenses** and, in such event, the Insurer shall not be liable for the costs of legal defense or for the amount of any judgment or settlement to the extent that such exceeds the limit(s) of liability of the policy.

Parent Company: The Landrum Company

_____
President, Chief Executive Officer, Chief Financial Officer, or equivalent (signature & title

Dated: _____

© StarNet and Great Divide Insurance Companies

StarNet Insurance Company
Domicile Office: Corporation Trust Center, 1209 Orange Street, Wilmington, DE 19801
Home Office: 475 Steamboat Road, Greenwich, CT 06830
Underwriting Office: FinSecure, LLC, 849 Fairmount Avenue, Suite 301, Towson, MD 21286; 410-337-9260

(The Insurance Company noted above is herein called Insurer)

Binder for a Management Liability Insurance Policy

Insurer agrees to provide coverage under a Management Liability Policy Form No. MLP 70 00 11 09 based on the coverages, limits and retentions as provided below. This binder is valid for 30 days after its issuance or until the Management Liability Policy is issued, whichever occurs earlier.

Policy Number: MLP 6017220 - 10

Company: The Landrum Company
Principal Address: 801 East Broadway
Columbia, MO 65201

Policy Period: from 12:01 a.m. on 06/01/2014 to 12:01 a.m. on 06/01/2017

Policy Annual Aggregate Limit of Liability: $28,000,000.

	Insuring Agreement	Policy Year Limit of Liability	Retention Per Loss
A.	Directors and Officers Liability	$5,000,000	$0
B.	Company Indemnification	$5,000,000	$100,000
C.	Company Professional and Depository Services Liability	$5,000,000	$100,000
D.	Company Securities Liability	$5,000,000	$100,000
E.	Company Lender Liability	$5,000,000	$100,000
F.	Fiduciary Liability	$5,000,000	$25,000
G.	IRA/Keogh/Health Savings Account Liability	$5,000,000	$5,000
H.	Employment Practices Liability	$3,000,000	$25,000
I.	Third Party Harassment Liability	$3,000,000	$50,000
J.	Electronic Banking Liability	$0	$0
K.	Electronic Publishing Liability	$0	$0
L.	Trust Liability	$5,000,000	$100,000
M.	Security Breach - Privacy Liability	$0	$0
N.	Security Breach Expenses	$0	$0
O.	Public Relations Expenses	$0	$0
P.	Rewards	$25,000	$0

Retroactive Date: None

Extended Reporting Period: 365 days for 100% of the annualized premium.

The liability of the Insurer will be subject to the terms of the following endorsements.
MLP 75 00 MO 01 09
MLP 75 11 09 09
MLP MNS 01 03 10
MLP MNS 11 02 11
MLP MNS 12 10 11
MLP MNS 14 04 11
MLP MNS 21 01 12
MLP MNS 38 11 12
MLP MNS 41 01 13
MLP MNS 46 04 13
MLP MNS 62 04 14

© StarNet Insurance Company

Schedule of **Service Providers**: Service Providers with whom the company has a written contract.

Total policy premium: $183,179

Coverage is bound subject to receipt of adequate responses to the following within 30 days:

- Correctives put in place due to the Morgan Stanley employee loss. Has insured improved their verification of appropriate authority when opening commercial accounts?
- Background information on senior management, including the date each officer was hired by the bank. A resume should be included for any senior officer who has been with the bank less than 5 years.
- List and affiliations of individuals on the Board of Directors.
- An adequately completed Supplemental & Computer Controls QuestionnairePlus.
- Confirmation that whenever a plan participant leaves the insured, the cash distribution that they receive for their shares is determined by an independent evaluation.
- Confirmation there has been no indication that any Landrum family member is displeased with the allotment of shares in the bank.
- Current loss runs from Chubb.

StarNet Insurance Company

By: Maria Cassel

Authorized Representative

Date Issued: 06/01/2014

© StarNet Insurance Company

Chandler Asset Management

Appendices

Appendix A

Form ADV, Parts 1 and 2

FORM ADV

UNIFORM APPLICATION FOR INVESTMENT ADVISER REGISTRATION AND REPORT BY EXEMPT REPORTING ADVISERS

Primary Business Name: CHANDLER ASSET MANAGEMENT INC **CRD Number: 107287**

Annual Amendment - All Sections **Rev. 10/2012**

3/15/2016 1:39:22 PM

WARNING: Complete this form truthfully. False statements or omissions may result in denial of your application, revocation of your registration, or criminal prosecution. You must keep this form updated by filing periodic amendments. See Form ADV General Instruction 4.

Item 1 Identifying Information

Responses to this Item tell us who you are, where you are doing business, and how we can contact you.

A. Your full legal name (if you are a sole proprietor, your last, first, and middle names):
CHANDLER ASSET MANAGEMENT INC

B. Name under which you primarily conduct your advisory business, if different from Item 1.A.:
CHANDLER ASSET MANAGEMENT INC

List on Section 1.B. of Schedule D any additional names under which you conduct your advisory business.

C. If this filing is reporting a change in your legal name (Item 1.A.) or primary business name (Item 1.B.), enter the new name and specify whether the name change is of
☐ your legal name or ☐ your primary business name:

D. (1) If you are registered with the SEC as an investment adviser, your SEC file number: **801-44378**
(2) If you report to the SEC as an *exempt reporting adviser*, your SEC file number:

E. If you have a number ("*CRD* Number") assigned by the *FINRA's CRD* system or by the IARD system, your *CRD* number: **107287**

If your firm does not have a CRD number, skip this Item 1.E. Do not provide the CRD number of one of your officers, employees, or affiliates.

F. *Principal Office and Place of Business*

(1) Address (do not use a P.O. Box):

Number and Street 1:		Number and Street 2:	
6225 LUSK BOULEVARD			
City:	State:	Country:	ZIP+4/Postal Code:
SAN DIEGO	California	United States	92121-2796

If this address is a private residence, check this box: ☐

List on Section 1.F. of Schedule D any office, other than your principal office and place of business, at which you conduct investment advisory business. If you are applying for registration, or are registered, with one or more state securities authorities, you must list all of your offices in the state or states to which you are applying for registration or with whom you are registered. If you are applying for SEC registration, if you are registered only with the SEC, or if you are reporting to the SEC as an exempt reporting adviser, list the largest five offices in terms of numbers of employees.

(2) Days of week that you normally conduct business at your *principal office and place of business:*
◉ Monday - Friday ○ Other:
Normal business hours at this location:
6:00 AM TO 5:00 PM

(3) Telephone number at this location:
858.546.3737

(4) Facsimile number at this location:
858.546.3741

G. Mailing address, if different from your *principal office and place of business* address:

Number and Street 1:		Number and Street 2:	
City:	State:	Country:	ZIP+4/Postal Code:

If this address is a private residence, check this box: ☐

H. If you are a sole proprietor, state your full residence address, if different from your *principal office and place of business* address in Item 1.F.:

Number and Street 1:		Number and Street 2:	
City:	State:	Country:	ZIP+4/Postal Code:

	Yes	No
I. Do you have one or more websites?	◉	○

If "yes," list all website addresses on Section 1.I. of Schedule D. If a website address serves as a portal through which to access other information you have published on the web, you may list the portal without listing addresses for all of the other information. Some advisers may need to list more than one portal address. Do not provide individual electronic mail (e-mail) addresses in response to this Item.

J. Provide the name and contact information of your Chief Compliance Officer: If you are an *exempt reporting adviser*, you must provide the contact information for your Chief Compliance Officer, if you have one. If not, you must complete Item 1.K. below.

Name:		Other titles, if any:	
NICOLE M. DRAGOO		CHIEF OPERATING OFFICER	
Telephone number:		Facsimile number:	
858.546.3737		858.546.3741	
Number and Street 1:		Number and Street 2:	
6225 LUSK BOULEVARD			
City:	State:	Country:	ZIP+4/Postal Code:
SAN DIEGO	California	United States	92121-2796

Electronic mail (e-mail) address, if Chief Compliance Officer has one:
NICOLE.DRAGOO@CHANDLERASSET.COM

K. Additional Regulatory Contact Person: If a person other than the Chief Compliance Officer is authorized to receive information and respond to questions about this Form ADV, you may provide that information here.

Name:		Titles:	
RHEA GUTIERREZ		COMPLIANCE OFFICER	
Telephone number:		Facsimile number:	
858.546.3737		858.546.3741	
Number and Street 1:		Number and Street 2:	
6225 LUSK BOULEVARD			
City:	State:	Country:	ZIP+4/Postal Code:
SAN DIEGO	California	United States	92121-2796

Electronic mail (e-mail) address, if contact person has one:
RGUTIERREZ@CHANDLERASSET.COM

	Yes	No
L. Do you maintain some or all of the books and records you are required to keep under Section 204 of the Advisers Act, or similar state law, somewhere other than your *principal office and place of business*?	◉	○

If "yes," complete Section 1.L. of Schedule D.

	Yes	No
M. Are you registered with a *foreign financial regulatory authority*?	○	◉

Answer "no" if you are not registered with a foreign financial regulatory authority, even if you have an affiliate that is registered with a foreign financial regulatory authority. If "yes," complete Section 1.M. of Schedule D.

	Yes	No
N. Are you a public reporting company under Sections 12 or 15(d) of the Securities Exchange Act of 1934?	○	◉

If "yes," provide your CIK number (Central Index Key number that the SEC assigns to each public reporting company):

	Yes	No
O. Did you have $1 billion or more in assets on the last day of your most recent fiscal year?	○	◉

P. Provide your *Legal Entity Identifier* if you have one:

A *legal entity identifier* is a unique number that companies use to identify each other in the financial marketplace. In the first half of 2011, the *legal entity identifier* standard was still in development. You may not have a *legal entity identifier*.

SECTION 1.B. Other Business Names

No Information Filed

SECTION 1.F. Other Offices

Complete the following information for each office, other than your *principal office and place of business*, at which you conduct investment advisory business. You must complete a separate Schedule D Section 1.F. for each location. If you are applying for SEC registration, if you are registered only with the SEC, or if you are an *exempt reporting adviser*, list only the largest five offices (in terms of numbers of *employees*).

Number and Street 1:		Number and Street 2:	
1875 LAWRENCE STREET		SUITE 920	
City:	State:	Country:	ZIP+4/Postal Code:
DENVER	Colorado	United States	80202

If this address is a private residence, check this box: ☐

Telephone Number:	Facsimile Number:
800.317.4747	303.295.0513

Complete the following information for each office, other than your *principal office and place of business*, at which you conduct investment advisory business. You must complete a separate Schedule D Section 1.F. for each location. If you are applying for SEC registration, if you are registered only with the SEC, or if you are an *exempt reporting adviser*, list only the largest five offices (in terms of numbers of *employees*).

Number and Street 1:		Number and Street 2:	
4900 HOPYARD ROAD		SUITE 100	
City:	State:	Country:	ZIP+4/Postal Code:
PLEASANTON	California	United States	94588

If this address is a private residence, check this box: ☐

Telephone Number:	Facsimile Number:
925-468-4131	925-463-4824

Complete the following information for each office, other than your *principal office and place of business*, at which you conduct investment advisory business. You must complete a separate Schedule D Section 1.F. for each location. If you are applying for SEC registration, if you are registered only with the SEC, or if you are an *exempt reporting adviser*, list only the largest five offices (in terms of numbers of *employees*).

Number and Street 1:		Number and Street 2:	
801 2ND AVENUE		SUITE 800	
City:	State:	Country:	ZIP+4/Postal Code:
SEATTLE	Washington	United States	98104

If this address is a private residence, check this box: ☐

Telephone Number:	Facsimile Number:
206-489-5610	206-489-5611

Complete the following information for each office, other than your *principal office and place of business*, at which you conduct investment advisory business. You must complete a separate Schedule D Section 1.F. for each location. If you are applying for SEC registration, if you are registered only with the SEC, or if you are an *exempt reporting adviser*, list only the largest five offices (in terms of numbers of *employees*).

Number and Street 1:		Number and Street 2:	
15790 ELODIE LN			
City:	State:	Country:	ZIP+4/Postal Code:
MINNETONKA	Minnesota	United States	55345

If this address is a private residence, check this box: ☑

Telephone Number:	Facsimile Number:
858-245-8506	858-546-3741

Complete the following information for each office, other than your *principal office and place of business*, at which you conduct investment advisory business. You must complete a separate Schedule D Section 1.F. for each location. If you are applying for SEC registration, if you are registered only with the SEC, or if you are an *exempt reporting adviser*, list only the largest five offices (in terms of numbers of *employees*).

Number and Street 1:		Number and Street 2:	
1800 PEMBROOK DR.		SUITE 300	
City:	State:	Country:	ZIP+4/Postal Code:
ORLANDO	Florida	United States	32810

If this address is a private residence, check this box: ☐

Telephone Number:	Facsimile Number:
407-739-8797	

SECTION 1.I. Website Addresses

List your website addresses. You must complete a separate Schedule D Section 1.I. for each website address.

Website Address: HTTP://WWW.CHANDLERASSET.COM

SECTION 1.L. Location of Books and Records

Complete the following information for each location at which you keep your books and records, other than your *principal office and place of business*. You must complete a separate Schedule D Section 1.L. for each location.

Name of entity where books and records are kept:
CORODATA

Number and Street 1:		Number and Street 2:	
12370 KERRAN STREET			
City:	State:	Country:	ZIP+4/Postal Code:
POWAY	California	United States	92064

If this address is a private residence, check this box: ☐

Telephone Number:	Facsimile number:
858.748.7202	858.748.9506

This is (check one):

- ○ one of your branch offices or affiliates.
- ◉ a third-party unaffiliated recordkeeper.
- ○ other.

Briefly describe the books and records kept at this location:
BROKERAGE CONFIRMS OLDER THAN 2 YEARS, CLIENT STATEMENTS, CLOSED ACCOUNT FILES, AND ARCHIVED ACCOUNTS PAYABLE RECORDS.

SECTION 1.M. Registration with Foreign Financial Regulatory Authorities

No Information Filed

Item 2 SEC Registration/Reporting

Responses to this Item help us (and you) determine whether you are eligible to register with the SEC. Complete this Item 2.A. only if you are applying for SEC registration or submitting an *annual updating amendment* to your SEC registration.

A. To register (or remain registered) with the SEC, you must check **at least one** of the Items 2.A.(1) through 2.A.(12), below. If you are submitting an *annual updating amendment* to your SEC registration and you are no longer eligible to register with the SEC, check Item 2.A.(13). Part 1A Instruction 2 provides information to help you determine whether you may affirmatively respond to each of these items.

You (the adviser):

☑ (1) are a **large advisory firm** that either:

(a) has regulatory assets under management of $100 million (in U.S. dollars) or more, or

(b) has regulatory assets under management of $90 million (in U.S. dollars) or more at the time of filing its most recent *annual updating amendment* and is registered with the SEC;

☐ (2) are a **mid-sized advisory firm** that has regulatory assets under management of $25 million (in U.S. dollars) or more but less than $100 million (in U.S. dollars) and you are either:

(a) not required to be registered as an adviser with the *state securities authority* of the state where you maintain your *principal office and place of business*, or

(b) not subject to examination by the *state securities authority* of the state where you maintain your *principal office and place of business*;

*Click **HERE** for a list of states in which an investment adviser, if registered, would not be subject to examination by the state securities authority.*

☐ (3) have your *principal office and place of business* **in Wyoming** (which does not regulate advisers);

☐ (4) have your *principal office and place of business* **outside the United States**;

☐ (5) are **an investment adviser (or sub-adviser) to an investment company** registered under the Investment Company Act of 1940;

☐ (6) are **an investment adviser to a company which has elected to be a business development company** pursuant to section 54 of the Investment Company Act of 1940 and has not withdrawn the election, and you have at least $25 million of regulatory assets under management;

☐ (7) are a **pension consultant** with respect to assets of plans having an aggregate value of at least $200,000,000 that qualifies for the exemption in rule 203A-2(a);

☐ (8) are a **related adviser** under rule 203A-2(b) that *controls*, is *controlled* by, or is under common *control* with, an investment adviser that is registered with the SEC, and your *principal office and place of business* is the same as the registered adviser;

If you check this box, complete Section 2.A.(8) of Schedule D.

☐ (9) are a **newly formed adviser** relying on rule 203A-2(c) because you expect to be eligible for SEC registration within 120 days;

If you check this box, complete Section 2.A.(9) of Schedule D.

☐ (10) are a **multi-state adviser** that is required to register in 15 or more states and is relying on rule 203A-2(d);

If you check this box, complete Section 2.A.(10) of Schedule D.

☐ (11) are an **Internet adviser** relying on rule 203A-2(e);

☐ (12) have **received an SEC order** exempting you from the prohibition against registration with the SEC;

If you check this box, complete Section 2.A.(12) of Schedule D.

☐ (13) are **no longer eligible** to remain registered with the SEC.

State Securities Authority Notice Filings* and State Reporting by *Exempt Reporting Advisers

C. Under state laws, SEC-registered advisers may be required to provide to *state securities authorities* a copy of the Form ADV and any amendments they file with the SEC. These are called *notice filings*. In addition, *exempt reporting advisers* may be required to provide *state securities authorities* with a copy of reports and any amendments they file with the SEC. If this is an initial application or report, check the box(es) next to the state(s) that you would like to receive notice of this and all subsequent filings or reports you submit to the SEC. If this is an amendment to direct your *notice filings* or reports to additional state(s), check the box(es) next to the state(s) that you would like to receive notice of this and all subsequent filings or reports you submit to the SEC. If this is an amendment to your registration to stop your *notice filings* or reports from going to state(s) that currently receive them, uncheck the box(es) next to those state(s).

Jurisdictions

☑ AL	☑ ID	☑ MO	☑ PA
☑ AK	☑ IL	☐ MT	☐ PR
☑ AZ	☑ IN	☑ NE	☑ RI
☑ AR	☐ IA	☑ NV	☑ SC
☑ CA	☑ KS	☑ NH	☐ SD
☑ CO	☐ KY	☑ NJ	☑ TN
☑ CT	☑ LA	☑ NM	☑ TX
☑ DE	☑ ME	☑ NY	☑ UT
☑ DC	☑ MD	☑ NC	☐ VT
☑ FL	☑ MA	☐ ND	☐ VI
☑ GA	☑ MI	☑ OH	☑ VA
☐ GU	☑ MN	☑ OK	☑ WA
☑ HI	☐ MS	☑ OR	☑ WV
			☑ WI

If you are amending your registration to stop your notice filings or reports from going to a state that currently receives them and you do not want to pay that state's notice filing or report filing fee for the coming year, your amendment must be filed before the end of the year (December 31).

SECTION 2.A.(8) Related Adviser

If you are relying on the exemption in rule 203A-2(b) from the prohibition on registration because you *control*, are *controlled* by, or are under common *control* with an investment adviser that is registered with the SEC and your *principal office and place of business* is the same as that of the registered adviser, provide the following information:

Name of Registered Investment Adviser

CRD Number of Registered Investment Adviser

SEC Number of Registered Investment Adviser
801 -

SECTION 2.A.(9) Newly Formed Adviser

If you are relying on rule 203A-2(c), the newly formed adviser exemption from the prohibition on registration, you are required to make certain representations about your eligibility for SEC registration. By checking the appropriate boxes, you will be deemed to have made the required representations. You must make both of these representations:

- ☐ I am not registered or required to be registered with the SEC or a *state securities authority* and I have a reasonable expectation that I will be eligible to register with the SEC within 120 days after the date my registration with the SEC becomes effective.
- ☐ I undertake to withdraw from SEC registration if, on the 120th day after my registration with the SEC becomes effective, I would be prohibited by Section 203A(a) of the Advisers Act from registering with the SEC.

SECTION 2.A.(10) Multi-State Adviser

If you are relying on rule 203A-2(d), the multi-state adviser exemption from the prohibition on registration, you are required to make certain representations about your eligibility for SEC registration. By checking the appropriate boxes, you will be deemed to have made the required representations.

If you are applying for registration as an investment adviser with the SEC, you must make both of these representations:

- ☐ I have reviewed the applicable state and federal laws and have concluded that I am required by the laws of 15 or more states to register as an investment adviser with the *state securities authorities* in those states.
- ☐ I undertake to withdraw from SEC registration if I file an amendment to this registration indicating that I would be required by the laws of fewer than 15 states to register as an investment adviser with the *state securities authorities* of those states.

If you are submitting your *annual updating amendment*, you must make this representation:

- ☐ Within 90 days prior to the date of filing this amendment, I have reviewed the applicable state and federal laws and have concluded that I am required by the laws of at least 15 states to register as an investment adviser with the *state securities authorities* in those states.

SECTION 2.A.(12) SEC Exemptive *Order*

If you are relying upon an SEC *order* exempting you from the prohibition on registration, provide the following information:

Application Number:
803-

Date of *order*:

Item 3 Form of Organization

A. How are you organized?

- (●) Corporation
- ( ) Sole Proprietorship
- ( ) Limited Liability Partnership (LLP)
- ( ) Partnership
- ( ) Limited Liability Company (LLC)
- ( ) Limited Partnership (LP)
- ( ) Other (specify):

If you are changing your response to this Item, see Part 1A Instruction 4.

B. In what month does your fiscal year end each year?
DECEMBER

C. Under the laws of what state or country are you organized?

State	Country
California	United States

If you are a partnership, provide the name of the state or country under whose laws your partnership was formed. If you are a sole proprietor, provide the name of the state or country where you reside.

If you are changing your response to this Item, see Part 1A Instruction 4.

Item 4 Successions

	Yes	No
A. Are you, at the time of this filing, succeeding to the business of a registered investment adviser?	○	◉

If "yes", complete Item 4.B. and Section 4 of Schedule D.

B. Date of Succession: (MM/DD/YYYY)

If you have already reported this succession on a previous Form ADV filing, do not report the succession again. Instead, check "No." See Part 1A Instruction 4.

SECTION 4 Successions

No Information Filed

Item 5 Information About Your Advisory Business - Employees, Clients, and Compensation

Responses to this Item help us understand your business, assist us in preparing for on-site examinations, and provide us with data we use when making regulatory policy. Part 1A Instruction 5.a. provides additional guidance to newly formed advisers for completing this Item 5.

Employees

If you are organized as a sole proprietorship, include yourself as an employee in your responses to Item 5.A. and Items 5.B.(1), (2), (3), (4), and (5). If an employee performs more than one function, you should count that employee in each of your responses to Items 5.B.(1), (2), (3), (4), and (5).

A. Approximately how many *employees* do you have? Include full- and part-time *employees* but do not include any clerical workers.
29

B. (1) Approximately how many of the *employees* reported in 5.A. perform investment advisory functions (including research)?
15

(2) Approximately how many of the *employees* reported in 5.A. are registered representatives of a broker-dealer?
0

(3) Approximately how many of the *employees* reported in 5.A. are registered with one or more *state securities authorities* as *investment adviser representatives*?
15

(4) Approximately how many of the *employees* reported in 5.A. are registered with one or more *state securities authorities* as *investment adviser representatives* for an investment adviser other than you?
0

(5) Approximately how many of the *employees* reported in 5.A. are licensed agents of an insurance company or agency?
0

(6) Approximately how many firms or other *persons* solicit advisory *clients* on your behalf?
0

In your response to Item 5.B.(6), do not count any of your employees and count a firm only once – do not count each of the firm's employees that solicit on your behalf.

Clients

In your responses to Items 5.C. and 5.D. do not include as "clients" the investors in a private fund you advise, unless you have a separate advisory relationship with those investors.

C. (1) To approximately how many *clients* did you provide investment advisory services during your most recently completed fiscal year?

○ 0 ○ 1-10 ○ 11-25
○ 26-100 ◉ More than 100
If more than 100, how many?
(round to the nearest 100)
700

(2) Approximately what percentage of your *clients* are non-*United States persons*?
0%

D. *For purposes of this Item 5.D., the category "individuals" includes trusts, estates, and 401(k) plans and IRAs of individuals and their family members, but does not include businesses organized as sole proprietorships. The category "business development companies" consists of companies that have made an election pursuant to section 54 of the Investment Company Act of 1940. Unless you provide advisory services pursuant to an investment advisory contract to an investment company registered under the Investment Company Act of 1940, check "None" in response to Item 5.D.(1)(d) and do not check any of the boxes in response to Item 5.D.(2)(d).*

(1) What types of *clients* do you have? Indicate the approximate percentage that each type of *client* comprises of your total number of *clients*. If a *client* fits into more than one category, check all that apply.

	None	Up to 10%	11-25%	26-50%	51-75%	76-99%	100%
(a) Individuals (other than *high net worth individuals*)	○	○	◉	○	○	○	○
(b) *High net worth individuals*	○	○	○	◉	○	○	○
(c) Banking or thrift institutions	○	◉	○	○	○	○	○
(d) Investment companies	◉	○	○	○	○	○	○
(e) Business development companies	◉	○	○	○	○	○	○
(f) Pooled investment vehicles (other than investment companies)	◉	○	○	○	○	○	○
(g) Pension and profit sharing plans (but not the plan participants)	○	◉	○	○	○	○	○
(h) Charitable organizations	○	◉	○	○	○	○	○
(i) Corporations or other businesses not listed above	○	◉	○	○	○	○	○
(j) State or municipal *government entities*	○	○	○	◉	○	○	○
(k) Other investment advisers	◉	○	○	○	○	○	○
(l) Insurance companies	◉	○	○	○	○	○	○
(m) Other: HOSPITALS	○	◉	○	○	○	○	○

(2) Indicate the approximate amount of your regulatory assets under management (reported in Item 5.F. below) attributable to each of the following type of *client*. If a *client* fits into more than one category, check all that apply.

	None	Up to 25%	Up to 50%	Up to 75%	>75%
(a) Individuals (other than *high net worth individuals*)	○	●	○	○	○
(b) *High net worth individuals*	○	●	○	○	○
(c) Banking or thrift institutions	○	●	○	○	○
(d) Investment companies	●	○	○	○	○
(e) Business development companies	●	○	○	○	○
(f) Pooled investment vehicles (other than investment companies)	●	○	○	○	○
(g) Pension and profit sharing plans (but not the plan participants)	○	●	○	○	○
(h) Charitable organizations	○	●	○	○	○
(i) Corporations or other businesses not listed above	○	●	○	○	○
(j) State or municipal *government entities*	○	○	○	○	●
(k) Other investment advisers	●	○	○	○	○
(l) Insurance companies	●	○	○	○	○
(m) Other: HOSPITALS	○	●	○	○	○

Compensation Arrangements

E. You are compensated for your investment advisory services by (check all that apply):

- ☑ (1) A percentage of assets under your management
- ☑ (2) Hourly charges
- ☐ (3) Subscription fees (for a newsletter or periodical)
- ☑ (4) Fixed fees (other than subscription fees)
- ☐ (5) Commissions
- ☐ (6) *Performance-based fees*
- ☐ (7) Other (specify):

Item 5 Information About Your Advisory Business - Regulatory Assets Under Management

Regulatory Assets Under Management

	Yes	No
F. (1) Do you provide continuous and regular supervisory or management services to securities portfolios?	●	○

(2) If yes, what is the amount of your regulatory assets under management and total number of accounts?

	U.S. Dollar Amount	Total Number of Accounts
Discretionary:	(a) $ 10,075,145,310	(d) 859
Non-Discretionary:	(b) $ 1,671,422,572	(e) 61
Total:	(c) $ 11,746,567,882	(f) 920

Part 1A Instruction 5.b. explains how to calculate your regulatory assets under management. You must follow these instructions carefully when completing this Item.

Item 5 Information About Your Advisory Business - Advisory Activities

Advisory Activities

G. What type(s) of advisory services do you provide? Check all that apply.

- ☐ (1) Financial planning services
- ☑ (2) Portfolio management for individuals and/or small businesses
- ☐ (3) Portfolio management for investment companies (as well as "business development companies" that have made an election pursuant to section 54 of the Investment Company Act of 1940)
- ☐ (4) Portfolio management for pooled investment vehicles (other than investment companies)
- ☑ (5) Portfolio management for businesses (other than small businesses) or institutional *clients* (other than registered investment companies and other pooled investment vehicles)
- ☐ (6) Pension consulting services
- ☐ (7) Selection of other advisers (including *private fund* managers)
- ☐ (8) Publication of periodicals or newsletters
- ☐ (9) Security ratings or pricing services
- ☐ (10) Market timing services
- ☐ (11) Educational seminars/workshops
- ☑ (12) Other(specify): CONSULTING

Do not check Item 5.G.(3) unless you provide advisory services pursuant to an investment advisory contract to an investment company registered under the Investment Company Act of 1940, including as a subadviser. If you check Item 5.G.(3), report the 811 or 814 number of the investment company or investment companies to which you provide advice in Section 5.G.(3) of Schedule D.

H. If you provide financial planning services, to how many *clients* did you provide these services during your last fiscal year?

- ○ 0
- ○ 1 - 10

- ○ 11 - 25
- ○ 26 - 50
- ○ 51 - 100
- ○ 101 - 250
- ○ 251 - 500
- ○ More than 500

If more than 500, how many?
(round to the nearest 500)

In your responses to this Item 5.H., do not include as "clients" the investors in a private fund you advise, unless you have a separate advisory relationship with those investors.

I. If you participate in a *wrap fee program*, do you (check all that apply):

- ☐ (1) *sponsor* the *wrap fee program*?
- ☑ (2) act as a portfolio manager for the *wrap fee program*?

If you are a portfolio manager for a wrap fee program, list the names of the programs and their sponsors in Section 5.I.(2) of Schedule D.

If your involvement in a wrap fee program is limited to recommending wrap fee programs to your clients, or you advise a mutual fund that is offered through a wrap fee program, do not check either Item 5.I.(1) or 5.I.(2).

	Yes	No
J. In response to Item 4.B. of Part 2A of Form ADV, do you indicate that you provide investment advice only with respect to limited types of investments?	◉	○

SECTION 5.G.(3) Advisers to Registered Investment Companies and Business Development Companies

No Information Filed

SECTION 5.I.(2) *Wrap Fee Programs*

If you are a portfolio manager for one or more *wrap fee programs*, list the name of each program and its *sponsor*. You must complete a separate Schedule D Section 5.I.(2) for each *wrap fee program* for which you are a portfolio manager.

Name of *Wrap Fee Program*
MANAGED ACCOUNTS SELECT

Name of *Sponsor*
CHARLES SCHWAB CORPORATION

Name of *Wrap Fee Program*
SEPARATELY MANAGED ACCOUNTS (SMA) PROGRAM

Name of *Sponsor*
ENVESTNET ASSET MANAGEMENT, INC.

Name of *Wrap Fee Program*
UNIFIED MANAGED ACCOUNTS ("UMA") PROGRAM

Name of *Sponsor*
ENVESTNET

Item 6 Other Business Activities

In this Item, we request information about your firm's other business activities.

A. You are actively engaged in business as a (check all that apply):

- ☐ (1) broker-dealer (registered or unregistered)
- ☐ (2) registered representative of a broker-dealer
- ☐ (3) commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
- ☐ (4) futures commission merchant
- ☐ (5) real estate broker, dealer, or agent
- ☐ (6) insurance broker or agent
- ☐ (7) bank (including a separately identifiable department or division of a bank)
- ☐ (8) trust company
- ☐ (9) registered municipal advisor
- ☐ (10) registered security-based swap dealer
- ☐ (11) major security-based swap participant
- ☐ (12) accountant or accounting firm
- ☐ (13) lawyer or law firm
- ☐ (14) other financial product salesperson (specify):

If you engage in other business using a name that is different from the names reported in Items 1.A. or 1.B, complete Section 6.A. of Schedule D.

		Yes	No
B. (1)	Are you actively engaged in any other business not listed in Item 6.A. (other than giving investment advice)?	○	●
(2)	If yes, is this other business your primary business?	○	○

If "yes," describe this other business on Section 6.B.(2) of Schedule D, and if you engage in this business under a different name, provide that name.

		Yes	No
(3)	Do you sell products or provide services other than investment advice to your advisory *clients*?	○	●

If "yes," describe this other business on Section 6.B.(3) of Schedule D, and if you engage in this business under a different name, provide that name.

SECTION 6.A. Names of Your Other Businesses

No Information Filed

SECTION 6.B.(2) Description of Primary Business

Describe your primary business (not your investment advisory business):

If you engage in that business under a different name, provide that name:

SECTION 6.B.(3) Description of Other Products and Services

Describe other products or services you sell to your *client*, You may omit products and services that you listed in Section 6.B.(2) above.

If you engage in that business under a different name, provide that name.

Item 7 Financial Industry Affiliations

In this Item, we request information about your financial industry affiliations and activities. This information identifies areas in which conflicts of interest may occur between you and your *clients*.

A. This part of Item 7 requires you to provide information about you and your *related persons*, including foreign affiliates. Your *related persons* are all of your *advisory affiliates* and any *person* that is under common *control* with you.

You have a *related person* that is a (check all that apply):

- ☐ (1) broker-dealer, municipal securities dealer, or government securities broker or dealer (registered or unregistered)
- ☐ (2) other investment adviser (including financial planners)
- ☐ (3) registered municipal advisor
- ☐ (4) registered security-based swap dealer
- ☐ (5) major security-based swap participant
- ☐ (6) commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
- ☐ (7) futures commission merchant
- ☐ (8) banking or thrift institution
- ☐ (9) trust company
- ☐ (10) accountant or accounting firm
- ☐ (11) lawyer or law firm
- ☐ (12) insurance company or agency
- ☐ (13) pension consultant
- ☐ (14) real estate broker or dealer
- ☐ (15) sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
- ☐ (16) sponsor, general partner, managing member (or equivalent) of pooled investment vehicles

For each related person, including foreign affiliates that may not be registered or required to be registered in the United States, complete Section 7.A. of Schedule D.

You do not need to complete Section 7.A. of Schedule D for any related person if: (1) you have no business dealings with the related person in connection with advisory services you provide to your clients; (2) you do not conduct shared operations with the related person; (3) you do not refer clients or business to the related person, and the related person does not refer prospective clients or business to you; (4) you do not share supervised persons or premises with the related person; and (5) you have no reason to believe that your relationship with the related person otherwise creates a conflict of interest with your clients.

You must complete Section 7.A. of Schedule D for each related person acting as qualified custodian in connection with advisory services you provide to your clients (other than any mutual fund transfer agent pursuant to rule 206(4)-2(b)(1)), regardless of whether you have determined the related person to be operationally independent under rule 206(4)-2 of the Advisers Act.

SECTION 7.A. Financial Industry Affiliations

No Information Filed

Item 7 *Private Fund* Reporting

	Yes	No
B. Are you an adviser to any *private fund*?	○	◉

If "yes," then for each private fund that you advise, you must complete a Section 7.B.(1) of Schedule D, except in certain circumstances described in the next sentence and in Instruction 6 of the Instructions to Part 1A. If another adviser reports this information with respect to any such private fund in Section 7.B.(1) of Schedule D of its Form ADV (e.g., if you are a subadviser), do not complete Section 7.B.(1) of Schedule D with respect to that private fund. You must, instead, complete Section 7.B.(2) of Schedule D.

In either case, if you seek to preserve the anonymity of a private fund client by maintaining its identity in your books and records in numerical or alphabetical code, or similar designation, pursuant to rule 204-2(d), you may identify the private fund in Section 7.B.(1) or 7.B.(2) of Schedule D using the same code or designation in place of the fund's name.

SECTION 7.B.(1) *Private Fund* Reporting

No Information Filed

SECTION 7.B.(2) *Private Fund* Reporting

No Information Filed

Item 8 Participation or Interest in *Client* Transactions

In this Item, we request information about your participation and interest in your *clients*' transactions. This information identifies additional areas in which conflicts of interest may occur between you and your *clients*.

Like Item 7, Item 8 requires you to provide information about you and your *related persons*, including foreign affiliates.

Proprietary Interest in *Client* Transactions

		Yes	No
A.	Do you or any *related person*:		
(1)	buy securities for yourself from advisory *clients*, or sell securities you own to advisory *clients* (principal transactions)?	○	●
(2)	buy or sell for yourself securities (other than shares of mutual funds) that you also recommend to advisory *clients*?	●	○
(3)	recommend securities (or other investment products) to advisory *clients* in which you or any *related person* has some other proprietary (ownership) interest (other than those mentioned in Items 8.A.(1) or (2))?	○	●

Sales Interest in *Client* Transactions

		Yes	No
B.	Do you or any *related person*:		
(1)	as a broker-dealer or registered representative of a broker-dealer, execute securities trades for brokerage customers in which advisory *client* securities are sold to or bought from the brokerage customer (agency cross transactions)?	○	●
(2)	recommend purchase of securities to advisory *clients* for which you or any *related person* serves as underwriter, general or managing partner, or purchaser representative?	○	●
(3)	recommend purchase or sale of securities to advisory *clients* for which you or any *related person* has any other sales interest (other than the receipt of sales commissions as a broker or registered representative of a broker-dealer)?	○	●

Investment or Brokerage Discretion

		Yes	No
C.	Do you or any *related person* have *discretionary authority* to determine the:		
(1)	securities to be bought or sold for a *client's* account?	●	○
(2)	amount of securities to be bought or sold for a *client's* account?	●	○
(3)	broker or dealer to be used for a purchase or sale of securities for a *client's* account?	●	○
(4)	commission rates to be paid to a broker or dealer for a *client's* securities transactions?	●	○
D.	If you answer "yes" to C.(3) above, are any of the brokers or dealers *related persons*?	○	●
E.	Do you or any *related person* recommend brokers or dealers to *clients*?	●	○
F.	If you answer "yes" to E above, are any of the brokers or dealers *related persons*?	○	●
G. (1)	Do you or any *related person* receive research or other products or services other than execution from a broker-dealer or a third party ("soft dollar benefits") in connection with *client* securities transactions?	○	●
(2)	If "yes" to G.(1) above, are all the "soft dollar benefits" you or any *related persons* receive eligible "research or brokerage services" under section 28(e) of the Securities Exchange Act of 1934?	○	○
H.	Do you or any *related person*, directly or indirectly, compensate any *person* for *client* referrals?	●	○
I.	Do you or any *related person*, directly or indirectly, receive compensation from any *person* for *client* referrals?	○	●

In responding to Items 8.H and 8.I., consider all cash and non-cash compensation that you or a related person gave to (in answering Item 8.H) or received from (in answering Item 8.I) any person in exchange for client referrals, including any bonus that is based, at least in part, on the number or amount of client referrals.

Item 9 Custody

In this Item, we ask you whether you or a *related person* has *custody* of *client* (other than *clients* that are investment companies registered under the Investment Company Act of 1940) assets and about your custodial practices.

A. (1) Do you have *custody* of any advisory *clients'*: **Yes No**

(a) cash or bank accounts? ○ ◉

(b) securities? ○ ◉

If you are registering or registered with the SEC, answer "No" to Item 9.A.(1)(a) and (b) if you have custody solely because (i) you deduct your advisory fees directly from your clients' accounts, or (ii) a related person has custody of client assets in connection with advisory services you provide to clients, but you have overcome the presumption that you are not operationally independent (pursuant to Advisers Act rule 206(4)-(2)(d)(5)) from the related person.

(2) If you checked "yes" to Item 9.A.(1)(a) or (b), what is the approximate amount of *client* funds and securities and total number of *clients* for which you have *custody*:

U.S. Dollar Amount	Total Number of *Clients*
(a) $	(b)

If you are registering or registered with the SEC and you have custody solely because you deduct your advisory fees directly from your clients' accounts, do not include the amount of those assets and the number of those clients in your response to Item 9.A.(2). If your related person has custody of client assets in connection with advisory services you provide to clients, do not include the amount of those assets and number of those clients in your response to 9.A.(2). Instead, include that information in your response to Item 9.B.(2).

B. (1) In connection with advisory services you provide to *clients*, do any of your *related persons* have *custody* of any of your advisory *clients'*: **Yes No**

(a) cash or bank accounts? ○ ◉

(b) securities? ○ ◉

You are required to answer this item regardless of how you answered Item 9.A.(1)(a) or (b).

(2) If you checked "yes" to Item 9.B.(1)(a) or (b), what is the approximate amount of *client* funds and securities and total number of *clients* for which your *related persons* have *custody*:

U.S. Dollar Amount	Total Number of *Clients*
(a) $	(b)

C. If you or your *related persons* have *custody* of *client* funds or securities in connection with advisory services you provide to *clients*, check all the following that apply:

(1) A qualified custodian(s) sends account statements at least quarterly to the investors in the pooled investment vehicle(s) you manage. ☐

(2) An *independent public accountant* audits annually the pooled investment vehicle(s) that you manage and the audited financial statements are distributed to the investors in the pools. ☐

(3) An *independent public accountant* conducts an annual surprise examination of *client* funds and securities. ☐

(4) An *independent public accountant* prepares an internal control report with respect to custodial services when you or your *related persons* are qualified custodians for *client* funds and securities. ☐

If you checked Item 9.C.(2), C.(3) or C.(4), list in Section 9.C. of Schedule D the accountants that are engaged to perform the audit or examination or prepare an internal control report. (If you checked Item 9.C.(2), you do not have to list auditor information in Section 9.C. of Schedule D if you already provided this information with respect to the private funds you advise in Section 7.B.(1) of Schedule D).

D. Do you or your *related person(s)* act as qualified custodians for your *clients* in connection with advisory services you provide to *clients*? **Yes No**

(1) you act as a qualified custodian ○ ◉

(2) your *related person(s)* act as qualified custodian(s) ○ ◉

If you checked "yes" to Item 9.D.(2), all related persons that act as qualified custodians (other than any mutual fund transfer agent pursuant to rule 206(4)-2(b)(1)) must be identified in Section 7.A. of Schedule D, regardless of whether you have determined the related person to be operationally independent under rule 206(4)-2 of the Advisers Act.

E. If you are filing your *annual updating amendment* and you were subject to a surprise examination by an *independent public accountant* during your last fiscal year, provide the date (MM/YYYY) the examination commenced:

F. If you or your *related persons* have *custody* of *client* funds or securities, how many persons, including, but not limited to, you and your *related persons,* act as qualified custodians for your *clients* in connection with advisory services you provide to *clients?*

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SECTION 9.C. *Independent Public Accountant*

No Information Filed

Item 10 Control Persons

In this Item, we ask you to identify every *person* that, directly or indirectly, *controls* you.

If you are submitting an initial application or report, you must complete Schedule A and Schedule B. Schedule A asks for information about your direct owners and executive officers. Schedule B asks for information about your indirect owners. If this is an amendment and you are updating information you reported on either Schedule A or Schedule B (or both) that you filed with your initial application or report, you must complete Schedule C.

	Yes	No
A. Does any *person* not named in Item 1.A. or Schedules A, B, or C, directly or indirectly, *control* your management or policies?	○	◉

If yes, complete Section 10.A. of Schedule D.

B. If any *person* named in Schedules A, B, or C or in Section 10.A. of Schedule D is a public reporting company under Sections 12 or 15(d) of the Securities Exchange Act of 1934, please complete Section 10.B. of Schedule D.

SECTION 10.A. *Control Persons*

No Information Filed

SECTION 10.B. Control Person Public Reporting Companies

No Information Filed

Item 11 Disclosure Information

In this Item, we ask for information about your disciplinary history and the disciplinary history of all your *advisory affiliates*. We use this information to determine whether to grant your application for registration, to decide whether to revoke your registration or to place limitations on your activities as an investment adviser, and to identify potential problem areas to focus on during our on-site examinations. One event may result in "yes" answers to more than one of the questions below.

Your *advisory affiliates* are: (1) all of your current *employees* (other than *employees* performing only clerical, administrative, support or similar functions); (2) all of your officers, partners, or directors (or any *person* performing similar functions); and (3) all *persons* directly or indirectly *controlling* you or *controlled* by you. If you are a "separately identifiable department or division" (SID) of a bank, see the Glossary of Terms to determine who your *advisory affiliates* are.

If you are registered or registering with the SEC or if you are an exempt reporting adviser, you may limit your disclosure of any event listed in Item 11 to ten years following the date of the event. If you are registered or registering with a state, you must respond to the questions as posed; you may, therefore, limit your disclosure to ten years following the date of an event only in responding to Items 11.A.(1), 11.A.(2), 11.B.(1), 11.B.(2), 11.D.(4), and 11.H.(1)(a). For purposes of calculating this ten-year period, the date of an event is the date the final order, judgment, or decree was entered, or the date any rights of appeal from preliminary orders, judgments, or decrees lapsed.

You must complete the appropriate Disclosure Reporting Page ("DRP") for "yes" answers to the questions in this Item 11.

	Yes	No
Do any of the events below involve you or any of your *supervised persons*?	○	◉

For "yes" answers to the following questions, complete a Criminal Action DRP:

	Yes	No
A. In the past ten years, have you or any *advisory affiliate*:		
(1) been convicted of or pled guilty or nolo contendere ("no contest") in a domestic, foreign, or military court to any *felony*?	○	◉
(2) been *charged* with any *felony*?	○	◉

If you are registered or registering with the SEC, or if you are reporting as an exempt reporting adviser, you may limit your response to Item 11.A.(2) to charges that are currently pending.

B. In the past ten years, have you or any *advisory affiliate*:		
(1) been convicted of or pled guilty or nolo contendere ("no contest") in a domestic, foreign, or military court to a *misdemeanor* involving: investments or an *investment-related* business, or any fraud, false statements, or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses?	○	◉
(2) been *charged* with a *misdemeanor* listed in Item 11.B.(1)?	○	◉

If you are registered or registering with the SEC, or if you are reporting as an exempt reporting adviser, you may limit your response to Item 11.B.(2) to charges that are currently pending.

For "yes" answers to the following questions, complete a Regulatory Action DRP:

	Yes	No
C. Has the SEC or the Commodity Futures Trading Commission (CFTC) ever:		
(1) *found* you or any *advisory affiliate* to have made a false statement or omission?	○	◉
(2) *found* you or any *advisory affiliate* to have been *involved* in a violation of SEC or CFTC regulations or statutes?	○	◉
(3) *found* you or any *advisory affiliate* to have been a cause of an *investment-related* business having its authorization to do business denied, suspended, revoked, or restricted?	○	◉
(4) entered an *order* against you or any *advisory affiliate* in connection with *investment-related* activity?	○	◉
(5) imposed a civil money penalty on you or any *advisory affiliate*, or *ordered* you or any *advisory affiliate* to cease and desist from any activity?	○	◉
D. Has any other federal regulatory agency, any state regulatory agency, or any *foreign financial regulatory authority*:		
(1) ever *found* you or any *advisory affiliate* to have made a false statement or omission, or been dishonest, unfair, or unethical?	○	◉
(2) ever *found* you or any *advisory affiliate* to have been *involved* in a violation of *investment-related* regulations or statutes?	○	◉
(3) ever *found* you or any *advisory affiliate* to have been a cause of an *investment-related* business having its authorization to do business denied, suspended, revoked, or restricted?	○	◉
(4) in the past ten years, entered an *order* against you or any *advisory affiliate* in connection with an *investment-related* activity?	○	◉
(5) ever denied, suspended, or revoked your or any *advisory affiliate's* registration or license, or otherwise prevented you or any *advisory affiliate*, by *order*, from associating with an *investment-related* business or restricted your or any *advisory affiliate's* activity?	○	◉
E. Has any *self-regulatory organization* or commodities exchange ever:		
(1) *found* you or any *advisory affiliate* to have made a false statement or omission?	○	◉
(2) *found* you or any *advisory affiliate* to have been *involved* in a violation of its rules (other than a violation designated as a "*minor rule violation*" under a plan approved by the SEC)?	○	◉
(3) *found* you or any *advisory affiliate* to have been the cause of an *investment-related* business having its authorization to do business denied, suspended, revoked, or restricted?	○	◉
(4) disciplined you or any *advisory affiliate* by expelling or suspending you or the *advisory affiliate* from membership, barring or suspending you or the *advisory affiliate* from association with other members, or otherwise restricting your or the *advisory affiliate's* activities?	○	◉
F. Has an authorization to act as an attorney, accountant, or federal contractor granted to you or any *advisory affiliate* ever been revoked or suspended?	○	◉
G. Are you or any *advisory affiliate* now the subject of any regulatory proceeding that could result in a "yes" answer to any part of Item 11.C., 11.D., or 11.E.?	○	◉

For "yes" answers to the following questions, complete a Civil Judicial Action DRP:

		Yes	No
H. (1)	Has any domestic or foreign court:		
(a)	in the past ten years, enjoined you or any *advisory affiliate* in connection with any *investment-related* activity?	○	◉
(b)	ever *found* that you or any *advisory affiliate* were *involved* in a violation of *investment-related* statutes or regulations?	○	◉
(c)	ever dismissed, pursuant to a settlement agreement, an *investment-related* civil action brought against you or any *advisory affiliate* by a state or *foreign financial regulatory authority*?	○	◉
(2)	Are you or any *advisory affiliate* now the subject of any civil proceeding that could result in a "yes" answer to any part of Item 11.H.(1)?	○	◉

Item 12 Small Businesses

The SEC is required by the Regulatory Flexibility Act to consider the effect of its regulations on small entities. In order to do this, we need to determine whether you meet the definition of "small business" or "small organization" under rule 0-7.

Answer this Item 12 only if you are registered or registering with the SEC **and** you indicated in response to Item 5.F.(2)(c) that you have regulatory assets under management of less than $25 million. You are not required to answer this Item 12 if you are filing for initial registration as a state adviser, amending a current state registration, or switching from SEC to state registration.

For purposes of this Item 12 only:

- Total Assets refers to the total assets of a firm, rather than the assets managed on behalf of *clients*. In determining your or another *person's* total assets, you may use the total assets shown on a current balance sheet (but use total assets reported on a consolidated balance sheet with subsidiaries included, if that amount is larger).
- *Control* means the power to direct or cause the direction of the management or policies of a *person*, whether through ownership of securities, by contract, or otherwise. Any *person* that directly or indirectly has the right to vote 25 percent or more of the voting securities, or is entitled to 25 percent or more of the profits, of another *person* is presumed to *control* the other *person*.

	Yes	No
A. Did you have total assets of $5 million or more on the last day of your most recent fiscal year?	○	○
If "yes," you do not need to answer Items 12.B. and 12.C.		
B. Do you:		
(1) *control* another investment adviser that had regulatory assets under management (calculated in response to Item 5.F.(2)(c) of Form ADV) of $25 million or more on the last day of its most recent fiscal year?	○	○
(2) *control* another *person* (other than a natural person) that had total assets of $5 million or more on the last day of its most recent fiscal year?	○	○
C. Are you:		
(1) *controlled* by or under common *control* with another investment adviser that had regulatory assets under management (calculated in response to Item 5.F.(2)(c) of Form ADV) of $25 million or more on the last day of its most recent fiscal year?	○	○
(2) *controlled* by or under common *control* with another *person* (other than a natural person) that had total assets of $5 million or more on the last day of its most recent fiscal year?	○	○

Schedule A

Direct Owners and Executive Officers

1. Complete Schedule A only if you are submitting an initial application or report. Schedule A asks for information about your direct owners and executive officers. Use Schedule C to amend this information.
2. Direct Owners and Executive Officers. List below the names of:
   (a) each Chief Executive Officer, Chief Financial Officer, Chief Operations Officer, Chief Legal Officer, Chief Compliance Officer(Chief Compliance Officer is required if you are registered or applying for registration and cannot be more than one individual), director, and any other individuals with similar status or functions;
   (b) if you are organized as a corporation, each shareholder that is a direct owner of 5% or more of a class of your voting securities, unless you are a public reporting company (a company subject to Section 12 or 15(d) of the Exchange Act);
   Direct owners include any *person* that owns, beneficially owns, has the right to vote, or has the power to sell or direct the sale of, 5% or more of a class of your voting securities. For purposes of this Schedule, a *person* beneficially owns any securities: (i) owned by his/her child, stepchild, grandchild, parent, stepparent, grandparent, spouse, sibling, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, or sister-in-law, sharing the same residence; or (ii) that he/she has the right to acquire, within 60 days, through the exercise of any option, warrant, or right to purchase the security.
   (c) if you are organized as a partnership, all general partners and those limited and special partners that have the right to receive upon dissolution, or have contributed, 5% or more of your capital;
   (d) in the case of a trust that directly owns 5% or more of a class of your voting securities, or that has the right to receive upon dissolution, or has contributed, 5% or more of your capital, the trust and each trustee; and
   (e) if you are organized as a limited liability company ("LLC"), (i) those members that have the right to receive upon dissolution, or have contributed, 5% or more of your capital, and (ii) if managed by elected managers, all elected managers.
3. Do you have any indirect owners to be reported on Schedule B? ○ Yes ◉ No
4. In the DE/FE/I column below, enter "DE" if the owner is a domestic entity, "FE" if the owner is an entity incorporated or domiciled in a foreign country, or "I" if the owner or executive officer is an individual.
5. Complete the Title or Status column by entering board/management titles; status as partner, trustee, sole proprietor, elected manager, shareholder, or member; and for shareholders or members, the class of securities owned (if more than one is issued).
6. Ownership codes are: NA - less than 5% B - 10% but less than 25% D - 50% but less than 75%
   A - 5% but less than 10% C - 25% but less than 50% E - 75% or more
7. (a) In the *Control Person* column, enter "Yes" if the *person* has *control* as defined in the Glossary of Terms to Form ADV, and enter "No" if the *person* does not have *control*. Note that under this definition, most executive officers and all 25% owners, general partners, elected managers, and trustees are *control persons*.
   (b) In the PR column, enter "PR" if the owner is a public reporting company under Sections 12 or 15(d) of the Exchange Act.
   (c) Complete each column.

FULL LEGAL NAME (Individuals: Last Name, First Name, Middle Name)	DE/FE/I	Status	Date Status Acquired MM/YYYY	Ownership Code	Control Person	PR	*CRD* No. If None: S.S. No. and Date of Birth, IRS Tax No. or Employer ID No.
CASSELL, MARTIN, DAYLE	I	CEO, CIO & SECRETARY	03/2003	C	Y	N	4330905
CHANDLER, MARY, CATHERINE	I	PRESIDENT	07/1993	D	Y	N	2276868
DRAGOO, NICOLE, MARIE	I	CHIEF COMPLIANCE OFFICER & CHIEF OPERATING OFFICER	01/2008	NA	Y	N	4263078
SCHMITT, JAYSON	I	VICE PRESIDENT, PORTFOLIO MANAGER	02/2004	NA	Y	N	4892847
PIORKOWSKI, TED, JAMES	I	SENIOR VICE PRESIDENT, SENIOR PORTFOLIO MANAGER	01/2007	NA	Y	N	1857510

Schedule B

Indirect Owners

1. Complete Schedule B only if you are submitting an initial application. Schedule B asks for information about your indirect owners; you must first complete Schedule A, which asks for information about your direct owners. Use Schedule C to amend this information.
2. Indirect Owners. With respect to each owner listed on Schedule A (except individual owners), list below:
   (a) in the case of an owner that is a corporation, each of its shareholders that beneficially owns, has the right to vote, or has the power to sell or direct the sale of, 25% or more of a class of a voting security of that corporation;

   For purposes of this Schedule, a *person* beneficially owns any securities: (i) owned by his/her child, stepchild, grandchild, parent, stepparent, grandparent, spouse, sibling, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, or sister-in-law, sharing the same residence; or (ii) that he/she has the right to acquire, within 60 days, through the exercise of any option, warrant, or right to purchase the security.

   (b) in the case of an owner that is a partnership, all general partners and those limited and special partners that have the right to receive upon dissolution, or have contributed, 25% or more of the partnership's capital;
   (c) in the case of an owner that is a trust, the trust and each trustee; and
   (d) in the case of an owner that is a limited liability company ("LLC"), (i) those members that have the right to receive upon dissolution, or have contributed, 25% or more of the LLC's capital, and (ii) if managed by elected managers, all elected managers.
3. Continue up the chain of ownership listing all 25% owners at each level. Once a public reporting company (a company subject to Sections 12 or 15(d) of the Exchange Act) is reached, no further ownership information need be given.
4. In the DE/FE/I column below, enter "DE" if the owner is a domestic entity, "FE" if the owner is an entity incorporated or domiciled in a foreign country, or "I" if the owner is an individual.
5. Complete the Status column by entering the owner's status as partner, trustee, elected manager, shareholder, or member; and for shareholders or members, the class of securities owned (if more than one is issued).
6. Ownership codes are: C - 25% but less than 50% E - 75% or more
   D - 50% but less than 75% F - Other (general partner, trustee, or elected manager)
7. (a) In the *Control Person* column, enter "Yes" if the *person* has *control* as defined in the Glossary of Terms to Form ADV, and enter "No" if the *person* does not have *control*. Note that under this definition, most executive officers and all 25% owners, general partners, elected managers, and trustees are *control persons*.
   (b) In the PR column, enter "PR" if the owner is a public reporting company under Sections 12 or 15(d) of the Exchange Act.
   (c) Complete each column.

No Information Filed

Schedule D - Miscellaneous
You may use the space below to explain a response to an Item or to provide any other information.

DRP Pages

CRIMINAL DISCLOSURE REPORTING PAGE (ADV)

No Information Filed

REGULATORY ACTION DISCLOSURE REPORTING PAGE (ADV)

No Information Filed

CIVIL JUDICIAL ACTION DISCLOSURE REPORTING PAGE (ADV)

No Information Filed

Part 2

Exemption from brochure delivery requirements for SEC-registered advisers

SEC rules exempt SEC-registered advisers from delivering a firm brochure to some kinds of clients. If these exemptions excuse you from delivering a brochure to *all* of your advisory clients, you do not have to prepare a brochure.

	Yes	No
Are you exempt from delivering a brochure to all of your clients under these rules?	○	◉

If no, complete the ADV Part 2 filing below.

Amend, retire or file new brochures:

Brochure ID	Brochure Name	Brochure Type(s)
82862	FIRM BROCHURE_ 15 MARCH 2016	Individuals, High net worth individuals, Pension plans/profit sharing plans, Foundations/charities, Government/municipal, Other institutional, Other

Execution Pages

DOMESTIC INVESTMENT ADVISER EXECUTION PAGE

You must complete the following Execution Page to Form ADV. This execution page must be signed and attached to your initial submission of Form ADV to the SEC and all amendments.

Appointment of Agent for Service of Process

By signing this Form ADV Execution Page, you, the undersigned adviser, irrevocably appoint the Secretary of State or other legally designated officer, of the state in which you maintain your *principal office and place of business* and any other state in which you are submitting a *notice filing*, as your agents to receive service, and agree that such *persons* may accept service on your behalf, of any notice, subpoena, summons, *order* instituting *proceedings*, demand for arbitration, or other process or papers, and you further agree that such service may be made by registered or certified mail, in any federal or state action, administrative *proceeding* or arbitration brought against you in any place subject to the jurisdiction of the United States, if the action, *proceeding*, or arbitration (a) arises out of any activity in connection with your investment advisory business that is subject to the jurisdiction of the United States, and (b) is *founded*, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these acts, or (ii) the laws of the state in which you maintain your *principal office and place of business* or of any state in which you are submitting a *notice filing*.

Signature

I, the undersigned, sign this Form ADV on behalf of, and with the authority of, the investment adviser. The investment adviser and I both certify, under penalty of perjury under the laws of the United States of America, that the information and statements made in this ADV, including exhibits and any other information submitted, are true and correct, and that I am signing this Form ADV Execution Page as a free and voluntary act.

I certify that the adviser's books and records will be preserved and available for inspection as required by law. Finally, I authorize any *person* having *custody* or possession of these books and records to make them available to federal and state regulatory representatives.

Signature: MARTIN D. CASSELL	Date: MM/DD/YYYY 03/15/2016
Printed Name: MARTIN D. CASSELL	Title: CEO AND CHIEF INVESTMENT OFFICER
Adviser *CRD* Number: 107287	

***NON-RESIDENT* INVESTMENT ADVISER EXECUTION PAGE**

You must complete the following Execution Page to Form ADV. This execution page must be signed and attached to your initial submission of Form ADV to the SEC and all amendments.

1. Appointment of Agent for Service of Process

By signing this Form ADV Execution Page, you, the undersigned adviser, irrevocably appoint each of the Secretary of the SEC, and the Secretary of State or other legally designated officer, of any other state in which you are submitting a *notice filing*, as your agents to receive service, and agree that such persons may accept service on your behalf, of any notice, subpoena, summons, *order* instituting *proceedings*, demand for arbitration, or other process or papers, and you further agree that such service may be made by registered or certified mail, in any federal or state action, administrative *proceeding* or arbitration brought against you in any place subject to the jurisdiction of the United States, if the action, *proceeding* or arbitration (a) arises out of any activity in connection with your investment advisory business that is subject to the jurisdiction of the United States, and (b) is *founded*, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these acts, or (ii) the laws of any state in which you are submitting a *notice filing*.

2. Appointment and Consent: Effect on Partnerships

If you are organized as a partnership, this irrevocable power of attorney and consent to service of process will continue in effect if any partner withdraws from or is admitted to the partnership, provided that the admission or withdrawal does not create a new partnership. If the partnership dissolves, this irrevocable power of attorney and consent shall be in effect for any action brought against you or any of your former partners.

3. *Non-Resident* Investment Adviser Undertaking Regarding Books and Records

By signing this Form ADV, you also agree to provide, at your own expense, to the U.S. Securities and Exchange Commission at its principal office in Washington D.C., at any Regional or District Office of the Commission, or at any one of its offices in the United States, as specified by the Commission, correct, current, and complete copies of any or all records that you are required to maintain under Rule 204-2 under the Investment Advisers Act of 1940. This undertaking shall be binding upon you, your heirs, successors and assigns, and any *person* subject to your written irrevocable consents or powers of attorney or any of your general partners and *managing agents*.

Signature

I, the undersigned, sign this Form ADV on behalf of, and with the authority of, the *non-resident* investment adviser. The investment adviser and I both certify, under penalty of perjury under the laws of the United States of America, that the information and statements made in this ADV, including exhibits and any other information submitted, are true and correct, and that I am signing this Form ADV Execution Page as a free and voluntary act.

I certify that the adviser's books and records will be preserved and available for inspection as required by law. Finally, I authorize any *person* having *custody* or possession of these books and records to make them available to federal and state regulatory representatives.

Signature:	Date: MM/DD/YYYY
Printed Name:	Title:

Adviser *CRD* Number:
107287

ITEM 1 COVER PAGE

Part 2A of Form ADV: Firm Brochure

Chandler Asset Management, Inc.

6225 Lusk Boulevard
San Diego, CA 92121

Telephone: 858-546-3737
Email: Compliance@chandlerasset.com
Web Address: www.chandlerasset.com

March 15, 2016

This disclosure brochure (the "Brochure") provides information about the qualifications and business practices of Chandler Asset Management, Inc. ("Chandler"). If you have any questions about the contents of this Brochure, please contact us at 858-546-3737 or Compliance@chandlerasset.com. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission ("SEC") or by any state securities authority. Registration with the Securities and Exchange Commission does not imply any level of skill or training.

Additional information about Chandler and its investment adviser representatives is also available on the SEC's website at www.adviserinfo.sec.gov. You can search this site by name or by a unique identifying number, known as a CRD number. Our firm's CRD number is 107287.

ITEM 2 MATERIAL CHANGES

This Firm Brochure, dated 03/15/2016, provides you with a summary of Chandler's advisory services and fees, professionals, certain business practices and policies, as well as actual or potential conflicts of interest, among other things. This item (Item 2) is used to provide our clients with a summary of new and/or updated information; we will inform you of the revision(s) based on the nature of the information as follows.

1. *Annual Update*: We are required to update certain information at least annually, within 90 days of our firm's fiscal year end (FYE) of December 31. We will provide you with either a summary of the revised information with an offer to deliver the full revised Brochure within 120 days of our FYE or we will provide you with our revised Brochure that will include a summary of those changes in this Item.

2. *Material Changes*: Should a material change in our operations occur, depending on its nature we will promptly communicate this change to clients (and it will be summarized in this Item). "Material changes" requiring prompt notification will include changes of ownership or control; location or disciplinary proceedings. We may also advise you of other changes based on the nature of the updated information.

The following summarizes new or revised disclosures based on information previously provided in our Firm Brochure dated 03/18/2015.

Client Referrals. Because Chandler has historically not actively engaged solicitors to introduce clients to our firm and because of the inherent conflicts, Chandler has changed its policy regarding client referrals and as a matter of policy will not enter into arrangements to pay referral fees to independent persons or firms ("Solicitors") for introducing clients to us.

Amount of Managed Assets. The amount of regulatory assets under management reported in Item 4E has been updated to reflect values as of 12/31/2015.

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ITEM 4 ADVISORY BUSINESS

ITEM 4A: FIRM OVERVIEW

Chandler Asset Management, Inc. ("Chandler") is an SEC-registered investment adviser and woman-owned business enterprise with its principal place of business located in San Diego, California. Since 1988, Chandler has provided fixed income investment management services to the public sector, as well as to hospitals, foundations, endowments, individuals and corporations.

Listed below are the firm's principal shareholders (i.e., those individuals and/or entities controlling 25% or more of this company).

- Mary Catherine (Kay) Chandler, President
- Martin Dayle Cassell, CEO/CIO

ITEM 4B: TYPES OF ADVISORY SERVICES

Chandler offers the following advisory services, where appropriate, to certain institutional clients such as public agencies, hospitals and healthcare institutions, corporations or other business entities, foundations and endowments, pension and profit sharing plans, higher education institutions, and non-institutional clients, such as individuals, high net worth individuals, trusts, estates and charitable organizations. The portfolio management services are offered to clients directly, and through wrap fee programs, sub-advisory relationships, and dual contract sponsored programs.

FIXED INCOME PORTFOLIO MANAGEMENT

Chandler specializes in fixed income portfolio management, utilizing a variety of investments, such as corporate debt securities (notes and bonds), municipal bonds, U.S. Government Treasury bonds, Government Sponsored Enterprise debt securities (agencies), mortgage backed securities, asset-backed securities and money market securities, i.e., commercial paper. Please refer to Item 8 for further information on our method of analysis and risks associated with this strategy.

GLOBAL ASSET ALLOCATION PORTFOLIO MANAGEMENT

Chandler also offers a Global Asset Allocation strategy to clients seeking to attain exposure to multiple asset classes. The Global Asset Allocation strategy provides exposure to a variety of global equity, fixed income and other asset classes through investment in indexed or actively managed mutual funds and exchange-traded funds (ETFs). Please refer to Item 8 for further information on our method of analysis and risks associated with this strategy.

CONSULTING SERVICES

Clients can also receive investment advice on a more focused basis. This may include advice on only an isolated area(s) of concern such as analysis of a client's existing portfolio, including delivery of a report or periodic reports of performance and recommended rebalancing of assets, review of investment policy, or any other specific topic. We also provide specific consultation and administrative services regarding investment and financial concerns of the client.

Consulting recommendations are not limited to any specific product or service offered by a broker-dealer. These recommendations are of a generic nature.

ITEM 4C: TAILORING ADVISORY SERVICES OFFERED DIRECTLY TO CLIENTS

For direct services, each client will enter into a written agreement directly with Chandler for the management of certain assets. At the beginning of the client relationship, we have discussions with clients to determine their overall investment goals in order to develop a specific investment policy for each client and confirm that the selected strategy meets their current needs. During our information gathering process, we review the client's

individual objectives, time horizons, risk tolerance, liquidity needs and any investment restrictions they may want to place on the assets in their account. As appropriate, we also review and discuss a client's prior investment history, and any other relevant issues. While Chandler gathers this information from clients at the beginning of the relationship, clients are responsible for informing us of any changes to their guidelines, individual needs and/or restrictions and should do so promptly upon such change. We do not assume any responsibility for the accuracy of the information provided by the client.

Generally, we manage clients' advisory accounts on a discretionary basis, but will manage a client's account on a non-discretionary basis, if requested by a client. Please refer to Item 16 for further information on our discretionary authority of client accounts.

In addition to the types of securities utilized by Chandler for its Fixed Income and Global Asset Allocation advisory services outlined above, we may also provide advice on or manage other investments for clients, particularly when a client already has securities in his/her portfolio at the time the client opens an account with Chandler. These may include, but not be limited to:

- Exchange-listed securities
- Securities traded over-the-counter
- Certificates of deposit

Some types of investments involve certain additional degrees of risk; therefore, they will only be implemented or recommended when consistent with the client's stated investment goals, tolerance for risk, liquidity and suitability requirements. Please refer to Item 8 for further information on the risks associated with investments made in clients' accounts.

Clients will retain individual ownership of all securities at all times through their selected custodian.

ITEM 4D: SERVICES OFFERED THROUGH WRAP FEE PROGRAMS, SUB-ADVISORY ARRANGEMENTS AND DUAL CONTRACT SPONSORED PROGRAMS

Chandler may participate as an investment manager in selected wrap fee programs ("Wrap Programs"). Generally, under these programs a client enters into an agreement with the wrap program sponsor to provide the following services to such clients ("Wrap Clients"): a) assisting the Wrap Client in determining which investment strategy and investment manager best meet their goals and objectives, b) on-going monitoring of account performance, c) custodial services, and d) execution of account transactions. These services and the services provided by the investment manager are generally provided for one all-inclusive fee ("Wrap Fee"). From the Wrap Fee, the wrap program sponsor pays the investment manager (for example Chandler) for their services.

Currently, Chandler participates as an investment manager in the following Wrap Programs:

- Managed Accounts Select Program sponsored by Charles Schwab Corporation ("Schwab")
- Separately Managed Accounts ("SMA") Program sponsored by Envestnet Asset Management, Inc. ("Envestnet")
- Unified Managed Accounts ("UMA") Program sponsored by Envestnet.

For more details on these specific programs, clients should review the respective sponsor's Wrap Fee Program Brochure prior to investing.

In each of these programs, a representative of the program sponsor or an independent financial advisor will work with the Wrap Client to complete an investment questionnaire or other investment objective documentation and determine the appropriate investment strategy and manager. While Chandler is not responsible for client suitability for the Wrap Program, we will perform a general review of the Wrap Client's investment objective documentation, if provided by the wrap sponsor, to help us ensure that our strategy selected by the Wrap Client appears suitable. Participation in these wrap programs is subject to account minimums specified in the respective Wrap Fee Program Brochure. Depending on the selected program, these minimums may range from $150,000 to $500,000.

Chandler may also enter into selected sub-advisory arrangements or participate as a manager in selected dual contract sponsored programs. In such instances, Chandler typically provides advisory services to a client under a sub-advisory arrangement with an unaffiliated registered investment adviser ("RIA"), or under an investment management agreement with an advisory client who also has an advisory agreement with an unaffiliated RIA or

financial consultant intermediary. Chandler may or may not have a service agreement with the sponsor of a dual-contract program. With the exception of certain pre-existing fixed income portfolio management clients, typically Chandler is granted full investment discretion (subject to limitations on the firm's discretion to select broker-dealers for portfolio transactions, as discussed below) and manages a client's portfolio based on the individual needs of that client, as communicated through the sponsor, the RIA or other designated intermediary. The relevant information is submitted to Chandler and a determination is made as to whether participation in this program is appropriate for the client. On an ongoing basis, the participating client's financial consultant is responsible for obtaining and communicating to us any changes in the client's financial circumstances and/or objectives, including modifications to any client-imposed restrictions, if applicable.

Currently Chandler provides investment management services as an investment manager in the following dual-contract or sub-advisory sponsored programs:

- Charles Schwab Corporation ("Schwab") Market Place
- Fidelity Investments ("Fidelity") Separate Account Network
- TD Ameritrade Institutional ("TDAI") Separate Account Exchange
- Merrill Lynch ("ML") Managed Account Services
- FDx Advisors Inc. ("FDxA") Folio Dynamix Advisory Services Program ("Folio Dynamix Program")

ITEM 4E: ASSETS UNDER MANAGEMENT

Assets Under Management
As of December 31, 2015

	Discretionary	Non-Discretionary	Total
Assets Managed	$10,075,145,310	$1,671,422,572	$11,746,567,882

ITEM 5 FEES AND COMPENSATION

ITEM 5A: FEE SCHEDULES

The annual fee for non-wrap fee client accounts is charged as a percentage of assets under management, according to the following schedules:

Fixed Income Portfolio Management for Institutional Accounts	
Assets Under Management	**Annual Asset Management Fee**
All Assets	0.15 of 1% (15 basis points)

A minimum of $10 million in assets under management is required for this service. This account size may be negotiable under certain circumstances. Chandler may group certain related client accounts for the purposes of achieving the minimum account size and determining the annualized fee.

Global Asset Allocation Portfolio Management for All Accounts	
Assets Under Management	**Annual Asset Management Fee**
All Assets	0.40 of 1% (40 basis points)

A minimum of $1 million in assets under management is required for this service. This account size may be negotiable under certain circumstances. Chandler may group certain related client accounts for the purposes of achieving the minimum account size and determining the annualized fee.

FIXED INCOME PORTFOLIO MANAGEMENT FOR NON-INSTITUTIONAL ACCOUNTS; DUAL CONTRACT SPONSORED PROGRAMS OR SUB-ADVISORY ARRANGEMENTS

Chandler's fees will vary with a maximum of 0.35 of 1% depending upon the program and strategy in which the client is participating. Chandler's fees for non-institutional clients will be paid quarterly in advance or arrears. Chandler's fees earned pursuant to dual contract programs or sub-advisory arrangements will be paid in accordance with the terms of each such program.

For non-institutional accounts (e.g., high net worth), a minimum of $1 million in assets under management is required for this service. For dual contract and sub-advisory relationships, account minimums may range from $150,000 to $500,000 depending on the program and the composition of the assets being managed. Account size may be negotiable under certain circumstances. Chandler may group certain related client accounts for the purposes of achieving the minimum account size and determining the annualized fee.

FIXED INCOME PORTFOLIO MANAGEMENT FOR WRAP FEE PROGRAMS

Chandler will be compensated through a portion of the total wrap fee charged by the program sponsor (with Chandler's fees ranging up to a maximum of 0.35 of 1%. The all-inclusive wrap fee collected by a wrap sponsor includes Chandler's advisory fee. Chandler does not control the fees or the billing arrangements in any Wrap Program.

Chandler is paid its fees for Schwab's Managed Accounts Select Program monthly, in arrears, while our fees for Envestnet's SMA and UMA Programs are paid quarterly, in arrears. Fees paid for ML's Managed Account Services Program are paid quarterly in advance. The wrap sponsor pays Chandler its advisory fee on behalf of the Wrap Client. For a complete description of the fee arrangement, including billing practices, minimum account requirements and account termination provisions, clients should review the respective sponsors' Wrap Fee Program Brochure. Clients participating in these programs should also review important disclosures about Chandler's brokerage practices described in Item 12 below.

CONSULTING SERVICES FEES

Chandler's Consulting Services fees will be determined based on the nature of the services being provided and the complexity of each client's circumstances. All fees are agreed upon prior to entering into a contract with any client.

Chandler's Consulting Services fees are calculated in one or both of two ways:

1. On a fixed fee basis, subject to the specific arrangement reached with the client; and/or
2. On an hourly basis, ranging up to $500.00 per hour. An estimate for the total hours is determined at the start of the advisory relationship.

The length of time it will take to complete Consulting Services will depend on the scope and terms of the engagement. Fees are due and payable upon completion of the Consulting Service or on an agreed upon payment schedule. A retainer may be requested upon completion of Chandler's fact-finding session with the client; however, advance payment will never exceed $1,200 for work that will not be completed within six months. There is no minimum fee for Chandler's Consulting Services.

GENERAL FEE INFORMATION PERTAINING TO NON-WRAP FEE CLIENT ACCOUNTS

***Grandfathering of Minimum Account Requirements**:* Pre-existing advisory clients are subject to Chandler's minimum account requirements and advisory fees in effect at the time the client entered into the advisory relationship. Therefore, our firm's minimum account requirements and advisory fees may differ among clients.

Advisory Fees in General: Clients should note that similar advisory services may or may not be available from other registered investment advisers for similar or lower fees. Chandler's clients are not required to pay any start-up or closing fees; there are no penalty fees.

Termination of the Advisory Relationship: A client agreement entered into between a client and Chandler may be canceled at any time, by either party, for any reason upon receipt of written notice. As disclosed in Item 5D below, certain fees are paid in advance of services provided. Upon termination of any account, any prepaid, unearned fees will be promptly refunded to the client. In calculating a client's reimbursement of fees, we will pro rate to the effective date of termination on the basis of actual days elapsed.

Fee Calculation: Chandler's annual advisory fee charged to non-wrap clients is billed monthly or in some instances quarterly, in arrears, and is calculated based on the average market value of a client's account for the billing period using, including accrued interest. We will value securities or investments in the portfolio in a manner determined in good faith by us to reflect fair market value. Chandler uses an independent third-party pricing source to value client securities.

Limited Negotiability of Advisory Fees: Although Chandler has established the aforementioned fee schedule(s), we retain the discretion to negotiate alternative fees on a case-by-case basis. Client facts, its circumstances and needs will be considered in determining the fee schedule. These include the complexity of the client, the assets to be placed under management, the anticipated future additional assets; the existence of any related accounts; portfolio style, account composition, reports, among other factors. The specific annual fee schedule will be identified in the written agreement between Chandler and each client.

We may group certain related client accounts for the purposes of achieving the minimum account size requirements and determining the annual advisory fee.

Chandler reserves the right to reduce or waive advisory fees for services provided to related persons of the firm and their immediate family members. Such rates are not available to all of Chandler's advisory clients.

GENERAL FEE INFORMATION PERTAINING TO WRAP FEE CLIENT ACCOUNTS

Fee Calculation: Chandler's annual advisory fees charged to wrap fee program clients are calculated and billed by the respective program sponsor. As Chandler does not control the billing arrangements in these programs, clients should review the applicable disclosure documents for a comprehensive understanding of the fees charged and the billing practices of the program.

What services are covered by the Wrap Program fees? Wrap Program fees typically pay for our firm's advisory services to participating clients, administrative expenses, custody charges for clients' assets custodied at the Wrap Program's designated custodian and brokerage services for participating client accounts to the extent trades are conducted through the Wrap Program's designated broker-dealer.

What services are not covered by the Wrap Program fees? Wrap Program fees do not cover brokerage to the extent trades are conducted through brokers or dealers other than the designated broker or dealer and custody charges if client assets are custodied anywhere other than the designated custodian. The program fees do not include expenses of mutual funds and electronically traded funds such as fund management fees charged to each fund's investors. Chandler's fixed income transactions are generally executed by the broker-dealer on a net basis, which means the execution costs (*e.g.,* commissions) are included in the purchase or sale price of the security.

Wrap Fee Programs Fees: Clients participating in wrap fee programs may be charged various program fees in addition to the advisory fee charged by our firm. Clients should carefully evaluate such an arrangement to determine if the wrap fee paid for the services provided may or may not exceed the aggregate cost of such services if they were to be provided separately.

ITEM 5B: FEE PAYMENT

Generally, each non-wrap client's custodian debits Chandler's advisory fees from the client's account and pays such fee directly to us upon receipt of an invoice, unless otherwise arranged by the client. Clients entering into written agreements with Chandler have discretion over whether or not Chandler may directly debit fees from the client's account. Clients who do not permit direct debiting will be invoiced directly with payment due upon receipt of the invoice.

Sub-advisory and dual contract client agreements require the client to authorize the custodian to pay Chandler its advisory fees directly from the client's account, which will be paid in arrears in accordance with the terms of each such program.

Fees for Schwab's Managed Accounts Select Program are paid monthly, in arrears, while our fees for Envestnet's SMA and UMA's Programs are paid quarterly, in arrears. ML's Managed Account Services Program are paid quarterly in advance. All of these programs require a client to authorize the sponsor to deduct the fees directly from the client's account to pay Chandler. For a complete description of the fee arrangement including billing practices and account termination provisions for wrap fee programs, clients should review the respective sponsors' Wrap Fee Program Brochure.

ITEM 5C: OTHER FEES AND EXPENSES

Mutual Fund Fees: All fees paid to Chandler for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds and/or ETFs to their shareholders. These fees and expenses are described in each fund's prospectus. These fees will generally include a management fee, other fund expenses, 12b-1 fees and possible distribution or redemption fees. If the fund also imposes sales charges, a client may pay an initial or deferred sales charge. A client could invest in a mutual fund directly, without our services. In that case, the client would not receive the services provided by our firm which are designed, among other things, to assist the client in determining which mutual fund or funds are most appropriate to each client's financial condition and objectives. Accordingly, the client should review both the fees charged by the funds and our fees to fully understand the total amount of fees to be paid by the client and to thereby evaluate the advisory services being provided. Chandler is not affiliated with any such mutual fund or ETF company, does not share in those fees, does not participate in the investment decisions regarding the portfolio of the mutual fund or ETF and is not liable with regard to such investments.

Short Term Idle Cash Investment: Chandler may move some or all of the non-invested cash in a client's account to a money market mutual fund that may generate an interest return. If the cash is invested through a mutual fund, there may be times when an affiliate of the client's custodian may be the manager of such fund and would receive separate management fees from the mutual fund. Chandler is not affiliated with any such custodian, does not share in that fee, does not participate in the investment decisions of the mutual fund portfolio and is not liable with regard to such investments.

Custodian and Broker Fees and Expenses: In addition to our advisory fees, clients are also responsible for the fees and expenses charged by custodians and imposed by broker-dealers, including, but not limited to, any transaction charges imposed by a broker-dealer that effects transactions for the client's account(s). Please refer to the "Brokerage Practices" section (Item 12) of this Brochure for additional information.

From time to time, Chandler may recommend a custodian to clients who do not have an existing custodial relationship established. Among others, Chandler may recommend Union Bank, Bank of New York/Mellon, US Bank, Wells Fargo, Bank of America or Charles Schwab & Co. Some of these custodians may offer special pricing for institutional clients of Chandler. Chandler does not receive any compensation from the custodians we may refer our clients to. The rates offered will depend on the size of the assets or type of account. Clients retain full discretionary authority over the selection of the custodian to be used.

ITEM 5D: PREPAID FEES

Limited Prepayment of Fees: Under no circumstances do we require or solicit payment of fees in excess of $1,200 more than six months in advance of services rendered.

Fees for ML's Manager Account Services Program are billed quarterly in advance. For a complete description of the fee arrangement, including billing practices and account termination provisions, clients should review the respective sponsors' Wrap Fee Program Brochure or other applicable disclosure document(s).

ITEM 5E: COMPENSATION FOR THE SALE OF SECURITIES OR INVESTMENT PRODUCTS

Chandler is not affiliated with any broker-dealers or mutual fund companies, and therefore we do not receive any compensation for the purchase or sale of securities or investment products used in client accounts.

ITEM 6 PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT

Chandler does not charge performance-based fees (*i.e.,* fees calculated based on a share of capital gains on or capital appreciation of the client's assets or any portion of the client's assets).

Consequently, we do not engage in side-by-side management of accounts that are charged a performance-based fee with accounts that are charged another type of fee (such as assets under management).

ITEM 7 TYPES OF CLIENTS

Chandler provides advisory services to the following types of clients:

- State, local or other municipal government entities
- Healthcare institutions
- Higher education institutions
- Charitable organizations
- Pension and profit sharing plans (other than plan participants)
- Individuals (other than high net worth individuals) only through Wrap and Dual Contract programs
- High net worth individuals
- Corporations or other business entities not listed above

As disclosed above in Item 5A of this Brochure, we have established certain initial minimum account asset requirements to maintain an account, based on the nature of the service(s) being provided. For a more detailed understanding of those requirements, please review the disclosures provided in each applicable service.

ITEM 8 METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

ITEM 8A: METHODS OF ANALYSIS & INVESTMENT STRATEGIES

METHODS OF ANALYSIS

We may use all or a combination of the following methods of analysis in formulating our investment advice and/or managing client assets:

- ***Fundamental Analysis.*** We attempt to measure the intrinsic value of a security or a market sector by looking at broad economic and financial factors (including the overall economy, industry conditions, and the market's valuation of the security or market sector) to identify securities or market sectors that we believe are fairly valued or undervalued.

  Fundamental analysis does not attempt to anticipate market movements. This presents a potential risk, as the price of a security can move up or down along with the overall market regardless of the economic and financial factors considered in evaluating the security.

- ***Technical Analysis.*** We analyze past market movements and may occasionally apply that analysis to choose the price at which we wish to purchase or sell a given security. While we may seek a specific price for a security, technical analysis is never the main determinant of our purchase or sell process.

  A risk in using technical analysis is that the methods or models we use may not result in the best price of a given day.

- ***Quantitative Analysis.*** We use quantitative analysis that may include mathematical analysis in an attempt to identify the impact of interest rate changes on individual securities and portfolios of securities. The results of our quantitative analysis are taken into consideration in the decision to buy or sell securities and in the management of portfolio characteristics.

  A risk in using quantitative analysis is that the methods or models used may be based on assumptions that prove to be incorrect.

- ***Qualitative Analysis***. We use qualitative analysis to evaluate individual securities, focusing on other non-quantifiable factors, such as quality of management, not readily subject to measurement, and incorporate that analysis into our security selection process.

  A risk in using qualitative analysis is that our subjective judgment may prove incorrect.

- ***Asset Allocation.*** We generally focus on identifying an appropriate allocation of securities, maturities, market sectors and yield curve positioning suitable for the client's investment goals and risk tolerance.

  A risk of asset allocation is that the client may not participate in sharp increases in a particular security, industry or market sector. Another risk is that the allocation will change over time due to market movements in the various sectors, which, if not corrected, may no longer be appropriate for the client's goals.

- ***Mutual Fund and/or ETF Analysis.*** In selecting mutual funds and ETFs for Global Asset Allocation portfolios, we look at the experience and track record of the manager of the mutual fund or ETF in an attempt to determine if that manager has demonstrated an ability to invest over a period of time and in different economic conditions. We also look at the underlying assets in a mutual fund or ETF in an attempt to determine if there is significant overlap in the underlying investments held in another fund(s) in the client's portfolio. We monitor the funds and ETFs in an attempt to determine if they continue to follow their stated investment strategy.

  A risk of mutual fund and/or ETF analysis is that, as in all securities investments, past performance does not guarantee future results. A manager who has been successful may not be able to replicate that success in the future. In addition, as we do not control the underlying investments in a fund or ETF, managers of different funds held by the client may purchase the same security, potentially increasing the risk to the client if that security were to fall in value. There is also a risk that a manager may deviate from the stated investment mandate or strategy of the fund or ETF, which could make the holding(s) less suitable for the client's portfolio.

Risks for all forms of analysis
Our securities analysis methods rely on the assumption that the companies whose securities we purchase and sell as well as other purchased or publicly-available sources of information about these securities are providing accurate and unbiased data. While we are alert to indications that data may be incorrect, there is always a risk that our analysis may be compromised by inaccurate or misleading information.

FIXED INCOME PORTFOLIO MANAGEMENT
INVESTMENT STRATEGIES

We believe that a conservative, risk-averse approach to fixed income management will provide both steady incremental outperformance, and low relative volatility.

The disciplined process we employ in an effort to realize this philosophy is generally grounded in four key decisions:

- Constraint of portfolio duration within a narrow range relative to the benchmark in order to limit exposure to market risk
- Strategic allocations to key sectors to add value relative to the benchmark
- Active management of term structure to add value in different yield curve environments
- Security selection based on rigorous credit and relative value analysis and broad diversification of non-government issuers.

Within our fixed income strategy, we use the following sub-strategies in managing client accounts, provided that such sub-strategies are appropriate to the needs of the client and consistent with the client's investment objectives, risk tolerance, and time horizons, among other considerations:

- ***Duration Constraints.*** We adhere to a discipline of generally maintaining duration within a narrow band around benchmark duration in order to limit exposure to market risk. Our portfolio management team rebalances client portfolios to their current duration targets on a periodic basis.

  The risk of constraining duration is that the client may not participate fully in a large rally in bond prices.

- ***Sector Allocation***. We allocate client assets to various sectors of the fixed income market, including US Treasury obligations, federal agency securities, corporate notes, mortgage-backed securities and others, based on our quantitative and qualitative analysis in order to manage client exposure to a given sector and to provide exposure to sectors we believe have good value.

  The risk of sector allocation is that clients may not participate fully in an increase in value in any specific sector.

- ***Security Selection.*** A proprietary credit evaluation process drives our security selection process. The system uses both internally and externally generated credit research to evaluate securities we are considering for purchase. Based on research we conduct internally, our Credit Committee selects securities for our Approved list. The ultimate decision to purchase or sell a security is based on the firm's evaluation of the current price for the security.

  The risk of security selection is that the methods of analysis employed will not provide accurate measurement of the risk association with each individual security.

- ***Long-term purchases.*** We purchase securities with the idea of holding them in the client's account for a year or longer. Typically, we employ this sub-strategy when:

  - we believe the securities to be well valued, and/or
  - we want exposure to a particular asset class over time, regardless of the current projection for this class.

  A risk in a long-term purchase strategy is that by holding the security for this length of time, we may not take advantage of short-term gains that could be profitable to a client. Moreover, if our analysis is incorrect, a security may decline sharply in value before we make the decision to sell.

GLOBAL ASSET ALLOCATION PORTFOLIO MANAGEMENT INVESTMENT STRATEGIES

We invest in Global Asset Allocation portfolios for clients with certain objectives and risk tolerances. This strategy begins with assumptions that the firm develops about the expected long term performance of various asset classes including domestic and foreign stocks and bonds, real estate, commodities, cash and others. Based on the expected returns and risk characteristics of these asset classes, we prepare an asset allocation suitable for the individual client's objectives and risk tolerances. The investment vehicles that we currently employ for this strategy are mutual funds or exchange-traded funds (ETFs) that are designed to track market returns and volatilities.

The mutual funds or ETFs will be selected on the basis of any or all of the following criteria: the fund's performance history; the industry sector in which the fund invests; the track record of the fund's manager; the fund's investment objectives; the fund's management style and philosophy; and the fund's management fee structure. Portfolio weighting between funds and market sectors will be determined by each client's individual needs and circumstances.

Once the client's portfolio is in place, we rebalance it each quarter to the client's target allocation. On an annual basis, at a minimum, we review the costs and performance of our selected investment vehicles to ensure the funds or ETFs are performing as we expect.

The risks of this strategy include (1) that our analysis of long term return expectations will not be correct; (2) that the portfolios will not be properly rebalanced; (3) that the investment vehicles we employ will not track market returns and volatility as we expect. Detailed information on the risks associated with the investments made by the mutual funds or ETFs, will be outlined in each fund's prospectus.

ITEM 8B: MATERIAL RISKS

Risk of Loss. Securities investments are not guaranteed and a client may lose money on their investments. We ask that each client work with us to help us understand their tolerance for risk. Investors should be aware that investment prices may fluctuate as the securities are affected by economic and other factors. As a result, the value of your investment may increase or decrease. Bonds held to maturity will return the full par or face value

amount to the bondholder at maturity (absent a default); however, those sold prior to maturity are subject to gain or loss depending on the market price at the time of sale.

For risks specific to a particular method of analysis or investment strategy, please see Item 8A above.

For risks specific to a particular type of security, please see Item 8C below.

ITEM 8C: RISKS ASSOCIATED WITH PARTICULAR TYPES OF SECURITIES USED

RISKS ASSOCIATED WITH FIXED INCOME SECURITIES

Chandler specializes in investment grade fixed income portfolio management. Despite the generally conservative nature of many fixed income investments, there are a variety of risks associated with fixed income investing.

Fixed income securities represent monies lent by investors to corporate and government institutions. Risks vary according to the type of fixed income investment purchased along with the general level of interest rates in the economy.

The risks most commonly associated with fixed income securities are:

- **Market Risk:** The price of the security may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances.
- **Interest Rate Risk**: The risk that the value of an interest-bearing investment will change due to changes in the general level of interest rates in the market. The market value of a bond fluctuates inversely to the change in interest rates; that is, as interest rates rise, bond prices fall and vice versa.

  Interest rate risk is commonly measured by a bond's duration; the greater a bond's duration, the greater the impact on price of a change in interest rates. Investors may incur a gain or loss from bonds sold prior to the final maturity date.
- **Credit Risk**: The risk that principal and/or interest on a fixed income investment will not be paid in a timely manner or in full due to changes in the financial condition of the issuer. Generally, the higher the perceived credit risk, the higher the rate of interest investors will receive on their investment.

  Many bonds are rated by a third party Nationally Recognized Statistical Rating Organization (NRSRO), for example, Moody's Investor Services or Standard & Poor's Inc. While ratings may assist investors to determine the creditworthiness of the issuer, they are not a guarantee of performance.
- **Reinvestment Risk**: The risk that interest and principal payments from a bond will be reinvested at a lower yield than that received on the original bond. During periods of declining interest rates, bond payments may be invested at lower rates; during periods of rising rates, bond payments may be invested at higher rates.
- **Call Risk**: The risk that a bond will be called by its issuer. A callable bond has a provision which allows the issuer to purchase the bond back from the bondholders at a predetermined price. Generally, issuers call bonds when prevailing rates are lower than the cost of the outstanding bond. Call provisions allow an issuer to retire high-rate bonds on a predefined call schedule.
- **Prepayment Risk**: Some types of bonds are subject to prepayment risk. Similar to call risk, prepayment risk is the risk that the issuer of a security will repay principal prior to the bond's maturity date, thereby changing the expected payment schedule of the bonds.

  Prepayment risk is particularly prevalent in the mortgage-backed bond market, where a drop in interest rates can trigger loan holders to pre-pay their mortgages. When investors in a bond comprised of the underlying pool of mortgages receives his or her principal back sooner than expected, they may be forced to reinvest at prevailing, lower rates.
- **Liquidity Risk**: The risk stemming from the lack of marketability of an investment that cannot be bought or sold quickly enough to prevent or minimize a loss. Liquidity risk is typically reflected in a wide bid-ask spread or large price movements.

- **Inflation Risk:** When any type of inflation is present, a dollar today will not buy as much as a dollar next year, because purchasing power is eroding at the rate of inflation.
- **Opportunity Cost Risk**: The risk that an investor may forego profits or returns from other investments.

RISKS ASSOCIATED WITH MUTUAL FUNDS AND ETFS

As discussed in further detail in Item 4B above, Chandler also offers a Global Asset Allocation strategy to clients seeking to attain balanced returns. This strategy provides exposure to various equity, fixed income and other asset classes through investments in indexed or actively managed mutual funds, and exchange traded funds ("ETFs").

Chandler is not affiliated with any such mutual fund or ETF company, does not share in any fees charged by the mutual fund or ETF and does not participate in any investment decisions relating to the management of the mutual fund or ETF portfolio.

Mutual Funds

A mutual fund is a company that pools money from many investors and invests the money in different securities or assets based on the investment strategy or goals of the particular fund. Each share of a mutual fund represents an investor's proportionate ownership of the fund's holdings and the income those holdings generate.

The risks most commonly associated with mutual funds are:

- **Market Volatility**: Investment returns will fluctuate and are subject to market volatility, so that a client's shares, when redeemed or sold, may be worth more or less than their original cost. Past performance is no guarantee of future results.
- **Tracking Error for Index Funds**: Index mutual funds seek to track the returns of a market benchmark such as the S&P 500 index, by holding the same securities or a representative sample. A risk of using index mutual funds is that the fund may not be able to track its benchmark closely creating the potential for lower returns than the benchmark.
- **Lack of Control/Transparency**: Clients typically are not given the exact make-up of a fund's portfolio at any given time, nor can they directly influence which securities the fund manager buys and sells or the timing of those trades.
- **Price Uncertainty**: With an individual stock, a client can obtain real-time pricing information with relative ease by either checking financial websites or by calling a broker. With a mutual fund, the price at which a client purchases or redeems shares will typically depend on the fund's NAV, which the fund might not calculate until many hours after a client has placed their order. Mutual funds generally calculate their NAV at least once per business day.
- **International Risk**: Chandler invests in Mutual Funds offered by US based fund companies that invest in non-US companies and markets, which entail additional risks. Non-US markets may be more volatile due to a variety of factors including, less liquidity, transparency and oversight of companies or assets. Values of non-US investments may fluctuate due to changes in currency exchange rates. Non-US companies are also subject to risks that come with political and economic stability that may affect their respective countries. These risks may be greater in emerging market countries.

Exchange-Traded Funds (ETFs)

ETFs are investment funds that trade on stock exchanges much like stocks and will fluctuate in market value. ETFs also may trade at prices above or below the ETFs net asset value. Brokerage commissions and ETF expenses will reduce returns. Additionally, frequent trading of ETFs could significantly increase commissions and other costs such that they may offset any savings from low fees or costs.

Equity based ETFs are subject to risks similar to those of stocks and fixed income ETFs are subject to risks similar to those of bonds.

The risks most commonly associated with ETF securities are:

- **Market Volatility**: Investment returns will fluctuate and are subject to market volatility, so that a client's shares, when redeemed or sold, may be worth more or less than their original cost. Past performance is no guarantee of future results.
- **Tracking Error for Index ETFs**: Index ETFs seek to track the returns of a market benchmark such as S&P 500 index, by holding the same securities or a representative sample. A risk of using index ETFs is that the fund may not be able to track its benchmark closely creating the potential for lower returns than the benchmark.
- **Lack of Control/Transparency**: Clients typically are not given the exact make-up of a fund's portfolio at any given time, nor can they directly influence which securities the fund manager buys and sells or the timing of those trades.
- **Liquidity Risk**: The risk stemming from the lack of marketability of an investment that cannot be bought or sold quickly enough to prevent or minimize a loss. Liquidity risk is typically reflected in a wide bid-ask spread or large price movements.
- **International Risk**: Chandler invests in ETFs offered by US based fund companies that invest in non-US companies and markets, which entail additional risks. Non-US markets may be more volatile due to a variety of factors including, less liquidity, transparency and oversight of companies and assets. Values of non-US investments may fluctuate due to changes in currency exchange rates. Non-US companies are also subject to risks that come with political and economic stability that may affect their respective countries. These risks may be greater in emerging market countries.

Chandler does not represent, guarantee or imply that the services or methods of analysis employed by us can or will predict future results, successfully identify market tops or bottoms, or insulate clients from losses due to market corrections or declines.

ITEM 9 DISCIPLINARY INFORMATION

We are required to disclose any legal or disciplinary events that are material to a client's or prospective client's evaluation of our advisory business or the integrity of our management. Neither our firm nor our Management Persons have any reportable disciplinary events to disclose.

ITEM 10 OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

Our firm and our related persons are not engaged in other financial industry activities and have no other industry affiliations.

ITEM 11 CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING

ITEM 11A: CODE OF ETHICS

Our firm has adopted a Code of Ethics which sets forth high ethical standards of business conduct that we require of our employees, including compliance with applicable federal securities laws.

Chandler and our personnel owe a duty of loyalty, fairness and good faith towards our clients, and have an obligation to adhere not only to the specific provisions of the Code of Ethics but to the general principles that guide the Code.

Our Code of Ethics includes policies and procedures for the review of quarterly securities transactions reports as well as initial and annual securities holdings reports that must be submitted by the firm's access persons. Among other things, our Code of Ethics also requires the prior approval of any acquisition of securities in a limited offering (e.g., private placement), an initial public offering and certain other securities. Our Code also provides for oversight, enforcement and recordkeeping provisions.

Chandler's Code of Ethics further includes the firm's policy prohibiting the use of material non-public information.

While we do not believe that we have any particular access to non-public information, all employees are periodically reminded that such information may not be used in a personal or professional capacity.

Our Code of Ethics is distributed to all supervised persons of Chandler whenever revisions are made or no less frequently than annually, at which time all employees are required to provide a written acknowledgement and attestation of their intent to abide by Chandler's Code provisions.

A copy of our Code of Ethics is available to our advisory clients and prospective clients. You may request a copy by email sent to Compliance@chandlerasset.com, or by calling us at 858-546-3737.

ITEM 11B: PRINCIPAL TRADING AND AGENCY CROSS TRADING

Chandler and individuals associated with our firm are prohibited from engaging in principal transactions. Chandler and individuals associated with our firm are prohibited from engaging in agency cross transactions.

ITEM 11C: PERSONAL TRADING

Chandler and/or individuals associated with our firm may buy or sell for their personal accounts securities identical to or different from those recommended to our clients. In addition, any related person(s) may have an interest or position in a security(ies) which may also be recommended to a client.

Our Code of Ethics is designed to assure that the personal securities transactions, activities and interests of our employees will not interfere with (i) making decisions in the best interest of advisory clients, and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts. It is also designed to help prevent employees from benefiting from transactions placed on behalf of advisory clients.

For additional information on how we address the conflicts of interest that arise in connection with personal trading, please see Item 11D below.

ITEM 11D: PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS

We may aggregate trades for our self or our employees with client transactions where possible and when compliant with our duty to seek best execution for our clients. In these instances, participating clients will receive an average share price and transaction costs will be shared equally and on a pro-rata basis. In the instances where there is a partial fill of a particular aggregated order, we will allocate all purchases pro-rata, with each account paying the average price. Our employee accounts will be excluded in such a pro-rata allocation.

Because the situations outlined above represent actual or potential conflicts of interest to our clients, we have established the following policies and procedures for implementing our firm's Code of Ethics, to ensure our firm complies with its regulatory obligations and provides our clients and potential clients with full and fair disclosure of such conflicts of interest:

1. No principal or employee of our firm may put his or her own interest above the interest of an advisory client.
2. No principal or employee of our firm may buy or sell securities for their personal portfolio(s) where their decision is a result of information received as a result of his or her employment unless the information is also available to the investing public.
3. No principal or employee may benefit from transactions placed on behalf of advisory accounts.
4. Our firm requires prior approval for any IPO, private placement investments and certain other securities by related persons of the firm.
5. We maintain a list of all reportable securities holdings for our firm and anyone associated with this advisory practice that has access to advisory recommendations ("access person"). These holdings are reviewed on a regular basis by our firm's Chief Compliance Officer or designee.
6. We have established procedures for the maintenance of all required books and records.
7. Clients may decline to implement any advice rendered, except in situations where our firm is granted discretionary authority.

8. All of our principals and employees must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices.
9. We require delivery and acknowledgement of the Code of Ethics by each supervised person (as defined by the Code) of our firm.
10. We have established policies requiring the reporting of Code of Ethics violations to our senior management.
11. Any individual who violates any of the above restrictions may be subject to sanctions, which may include termination of employment.

ITEM 12 BROKERAGE PRACTICES

ITEM 12A: BROKER-DEALER SELECTION, COMPENSATION & TRADE AGGREGATION

FIXED INCOME & GLOBAL ASSET ALLOCATION PORTFOLIO MANAGEMENT

Chandler requires discretionary clients to provide us with written authority to determine broker-dealer selection and commission costs that will be charged to these clients for transactions placed in their account(s).

Broker-dealers are selected by Chandler on the basis of best execution, a combination of most favorable price and the quality of execution. In selecting a broker to execute a transaction for a client, Chandler may consider a variety of other factors, including (but not limited to) the following:

- the broker-dealer's capital depth;
- the broker-dealer's market access;
- the nature of the security or instrument being traded;
- the size and type of transaction;
- the nature and character of the markets for the security or instrument to be purchased or sold;
- the desired timing of the transaction;
- the execution, clearance and settlement capabilities of the broker-dealer selected and others considered;
- the reputation and perceived soundness of the broker-dealer and others considered;
- Chandler's knowledge of any actual or apparent operational problems with the broker-dealer; and
- the reasonableness of the commission for specific transactions.

While Chandler generally seeks competitive commission rates and dealer spreads, it may not necessarily pay the lowest commission. Transactions may involve specialized services on the part of the broker-dealer and thereby justify higher commissions than would be the case with other transactions requiring more routine services.

In regard to commission rates paid, Chandler's fixed income transactions are generally executed by the broker-dealer on a net basis, which means the execution costs (*e.g.,* commissions) are included in the purchase or sale price of the security. Equity and ETF transactions will be charged commissions.

FIXED INCOME PORTFOLIO MANAGEMENT IN WRAP FEE OR SUB-ADVISORY PROGRAMS

Managed Accounts Select Program
Chandler participates in the Schwab Institutional ("SI") services program offered to independent investment advisers by Charles Schwab & Company, Inc. (Schwab), a FINRA registered broker-dealer unaffiliated with Chandler. Wrap fee clients participating in this program are required to utilize Schwab as the custodian for their assets managed within the program. As part of the SI program, Chandler receives benefits that it would not receive if it did not offer investment advice (See the disclosure under Item 12A.1 of this Brochure).

Chandler arranges for all securities transactions in wrap program accounts to be executed through the sponsoring party, subject to best execution considerations described above. If Chandler determines that best

execution considerations require trading with brokers other than the sponsoring party, clients may incur additional trading costs. These costs are a factor in Chandler's best execution analysis.

Chandler has established a prime brokerage account relationship with Schwab through which it may purchase fixed income products directly from third parties for clients and maintain custody at Schwab. In this situation, Chandler will select those brokers or dealers which will provide the best services at the lowest commission rates possible. The reasonableness of brokerage costs, commissions and mark-up/mark-downs is based on the broker-dealer's ability to provide professional services, competitive execution, and other services that will help Chandler in providing investment management services to clients. Thus, for fixed income transactions, Chandler may request that it be provided with written authority to determine the broker-dealer to use for client fixed income transactions and the costs that will be incurred by clients for these transactions. Any limitations on this discretionary authority shall be included in this written authority statement. Clients may change/amend these limitations as required. Such amendments shall be submitted in writing.

Client trades in fixed income securities may be aggregated with transactions for other advisory clients to achieve better pricing and commission costs. Fixed income trades will be allocated on a pro-rata basis in the best interest of the client as set forth in Chandler's policy and procedures manual.

Envestnet Separately Managed and Unified Managed Accounts Programs

Chandler participates as a separate account manager in Envestnet's Separately Managed Accounts (SMA) and Unified Managed Accounts (UMA) Programs offered to independent investment advisers by Envestnet Asset Management, Inc., an SEC registered investment adviser unaffiliated with Chandler. SMA and UMA Program clients are required to utilize Charles Schwab & Company, JP Morgan, Pershing Advisor Solutions, or Fidelity as the custodian for their assets managed within the program.

Chandler arranges for all securities transactions in SMA and UMA program accounts through the sponsoring party subject to best execution considerations described above. If Chandler determines that best execution considerations require trading with brokers other than the sponsoring party or client custodian, clients may incur additional trading costs. These costs are a factor in Chandler's best execution analysis.

Folio Dynamix Advisory Services Program

Chandler participates as a separate account manager in the Folio Dynamix Advisory Services Program ("Folio Dynamix Program") offered to independent advisers by FDx Advisors Inc. ("FDxA"), an SEC registered investment adviser unaffiliated with Chandler. Clients participating in this program typically will be required to custody their assets managed within the program with a designated custodian.

For example, clients participating in the Folio Dynamix Program through Cetera Investment Management LLC and/or certain other affiliated investment adviser entities under common control (individually referred to as a Cetera Adviser and collectively as Cetera Advisers) are required to custody their program assets with Cetera Investment Services LLC as clearing broker or with a third party clearing broker mutually acceptable to Cetera Adviser, FDxA and Chandler.

Generally, Chandler arranges for all securities transactions in Folio Dynamix Program accounts through the sponsoring party subject to best execution considerations described above. If Chandler determines that best execution considerations require trading with brokers other than the sponsoring party or client custodian, clients may incur additional trading costs. These costs are a factor in Chandler's best execution analysis.

ITEM 12A.1: RESEARCH AND OTHER SOFT DOLLAR BENEFITS

Chandler's soft dollar policy prohibits us from entering into third party soft dollar arrangements. The term Soft dollars generally refers to arrangements whereby a discretionary investment adviser is allowed to pay for and receive research, research-related or execution services from a broker-dealer or third-party provider, in addition to the execution of transactions, in exchange for the brokerage commissions from transactions for client accounts.

As disclosed in Item 4D of this Brochure, clients participating in the Schwab Managed Account Select wrap fee program are required to utilize Schwab as the custodian of their assets being managed within that program. Although participating clients are required to establish accounts at Schwab, it is the client's decision to custody assets with Schwab. Chandler is independently owned and operated and not affiliated with Schwab.

Schwab Institutional provides Chandler with access to its institutional trading and operations services, which are typically not available to Schwab retail investors. These services generally are available to independent investment advisors at no charge to them so long as a specified minimum, generally $10 million, of the advisor's clients' account assets are maintained at Schwab Institutional.

These services are not contingent upon our firm committing to Schwab any specific amount of business (assets in custody or trading commissions). Schwab's brokerage services include the execution of securities transactions, custody, research, and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment.

For our client accounts maintained in its custody, Schwab generally does not charge separately for custody services but is compensated by account holders through commissions and other transaction-related or asset-based fees for securities trades that are executed through Schwab or that settle into Schwab accounts.

Schwab Institutional also makes available to our firm other products and services that benefit Chandler but may not directly benefit our clients' accounts. Many of these products and services may be used to service all or some substantial number of our client accounts, including accounts not maintained at Schwab.

Schwab's products and services that assist us in managing and administering our clients' accounts include software and other technology that:

- provide access to client account data (such as trade confirmations and account statements);
- facilitate trade execution and allocate aggregated trade orders for multiple client accounts;
- provide research, pricing and other market data;
- facilitate payment of our fees from clients' accounts; and
- assist with back-office functions, recordkeeping and client reporting.

Schwab Institutional also offers other services intended to help us manage and further develop our business enterprise. These services may include:

- compliance, legal and business consulting;
- publications and conferences on practice management and business succession; and
- access to employee benefits providers, human capital consultants and insurance providers.

Schwab may make available, arrange and/or pay third-party vendors for the types of services rendered to Chandler. Schwab Institutional may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the fees of a third-party providing these services to our firm. Schwab Institutional may also provide other benefits such as educational events or occasional business entertainment of our personnel. In evaluating whether to recommend or require that clients custody their assets at Schwab, we may take into account the availability of some of the foregoing products and services and other arrangements as part of the total mix of factors we consider and not solely on the nature, cost or quality of custody and brokerage services provided by Schwab, which may create a potential conflict of interest. However, Chandler has a fiduciary responsibility to always place client interests before our own and will only recommend Schwab to clients where we believe it would beneficial to those clients.

ITEM 12A.2: BROKERAGE FOR CLIENT REFERRALS

Chandler does not direct brokerage in exchange for client referrals.

ITEM 12A.3: DIRECTED BROKERAGE

Chandler’s policy and practice is not to accept advisory clients’ instructions for directing client’s brokerage transactions.

ITEM 12B: AGGREGATING CLIENT TRADES

Order aggregation is the process of adding together or “blocking” orders to purchase and sell the same security as one large order. Chandler will aggregate or “block” trades where possible and when advantageous to clients. This blocking of trades permits the trading of aggregate blocks of securities composed of assets from multiple

client accounts, and in some cases, employees, so long as transaction costs are shared equally and on a pro-rata (or other fair and reasonable) basis between all accounts included in any such block.

Block trading may allow us to execute trades in a timelier, more equitable manner, at a better overall price.

Chandler may aggregate trades for itself or for its associated persons with client trades, providing that the following conditions are met:

1) Chandler's policies for the aggregation of transactions shall be fully disclosed in this Form ADV Part 2A and separately to Chandler's existing clients (if any) and the broker-dealer(s) through which such transactions will be placed;

2) We will not aggregate transactions unless aggregation is consistent with our duty to seek best execution and the terms of Chandler's investment advisory agreement with each client for which trades are being aggregated;

3) No participating account will be favored over any other account; each account that participates in an aggregated order will participate at the average price for all the aggregated order, with transaction costs shared pro-rata, when applicable, on each account's participation in the transaction;

4) Chandler will enter aggregated orders into Charles River, our Order Management System ("OMS"), specifying the participating accounts and how we intend to allocate the order among those accounts;

5) If the aggregated order is filled in its entirety, it will be allocated among participating accounts in accordance with the allocations entered into the OMS; if the order is partially filled, it will be allocated pro-rata based on the allocations entered into the OMS;

6) If the security is purchased from multiple dealers at different prices and is to be allocated among multiple accounts, it will be allocated using a weighted average method;

7) Allocations for an aggregated order should constitute no less than 0.50 of 1% (50 basis points) of a selected portfolio. If a proposed allocation would amount to less than 0.50 of 1% (50 basis points) of the selected portfolio, it may be allocated to a more appropriate account different from that specified in the OMS as long as all client accounts receive fair and equitable treatment and the reason for the different allocation is explained in a manner consistent with the procedures listed in number 8 herein;

8) Notwithstanding the foregoing, the order may be allocated on a basis different from that specified in the OMS if all client accounts receive fair and equitable treatment and the reason for the different allocation is explained in writing and is approved in writing by appropriate supervisory personnel no later than one hour after the opening of the markets on the trading day following the day the order was executed;

9) Chandler will receive no additional compensation of any kind as a result of the proposed aggregation;

10) Individual investment advice and treatment will be accorded to each advisory client.

11) Chandler's books and records will separately reflect, for each client account, the orders of which are aggregated, the securities held by, and bought and sold for that account.

12) Funds and securities for aggregated orders are clearly identified on Chandler's records and to the broker-dealers or other intermediaries handling the transactions, by the appropriate account numbers for each participating client.

There may also be times when Chandler does not aggregate trades when we have an opportunity to do so. Portfolio managers may choose not to aggregate trades in the following situations:

- **Non-discretionary clients**: An advisory client electing not to grant investment discretionary authority to Chandler is advised that trades done in his/her account may be executed subsequent to trades effected in discretionary accounts due to the additional time involved in obtaining the required client approval prior to executing any trade in such non-discretionary client accounts. Consequently, we may not be able to aggregate these trades with other discretionary trades which may result in a difference in the price per share/bond of a given security and the commission rates paid.

- **Client direction**: While rare, an advisory client may choose not to have their trades aggregated or may have cash flow needs that prevent Chandler from aggregating a trade with other pending orders.

Consequently, we may not be able to aggregate these client trades with other client trades which may result in a difference in the price per share/bond of a given security and the commission rates paid.

- **Portfolio Manager's discretion**: Portfolio managers may choose to trade certain strategies at the same time while waiting to trade others. The timing of the trades and determination of which strategy to trade is dependent on market conditions.

  Additionally, not all portfolio managers will trade their client accounts at the same time and there may be timing differences for trades executed by different portfolio managers. Accordingly, we may not be able to aggregate all trades executed independently by our different portfolio managers, which may result in a difference in the price per share/bond of a given security and the commission rates paid.

ITEM 13 ACCOUNT REVIEWS

ITEM 13A: PERIODIC ACCOUNT REVIEWS

FIXED INCOME & GLOBAL ASSET ALLOCATION PORTFOLIO MANAGEMENT

While the underlying securities within client accounts are continually monitored and reviewed at least monthly in the context of each client's stated investment objectives and guidelines. More frequent reviews may be triggered by material changes in variables such as the client's individual circumstances, liquidity requirements, credit analysis or the market, political or economic environment.

These accounts are reviewed by our Chief Investment Officer and Portfolio Managers.

WRAP FEE PROGRAMS

Program clients should refer to the selected Sponsor's Wrap Fee Program Brochure and, if applicable, the independent advisor's disclosure document for information regarding reviews performed by the sponsor or independent advisor and the frequency of reviews conducted on the client's Program account(s).

CONSULTING SERVICES

While reviews may occur at different stages depending on the nature and terms of the specific engagement, typically no formal reviews will be conducted for Consulting Services clients unless otherwise contracted for. Such reviews will be conducted by the client's account representative.

ITEM 13B: OTHER REVIEWS

Chandler reviews accounts on a periodic basis as described above in Item 13A of this brochure.

ITEM 13C: REPORTING

FIXED INCOME & GLOBAL ASSET ALLOCATION PORTFOLIO MANAGMENT

In addition to the monthly account statements that non-wrap clients receive from their custodian and confirmations of transactions that they receive from the executing broker-dealer, we provide written monthly reports summarizing account performance, balances and holdings, transactions, income earned and cash flow expected for the next 365 days.

WRAP FEE PROGRAMS

Program clients should refer to the selected Sponsor's Wrap Fee Program Brochure and, if applicable, the independent advisor's disclosure document for information regarding the content and frequency of reports provided by the sponsor or independent advisor to the client, if any. Chandler does not send any reports or account statements to wrap fee program clients.

CONSULTING SERVICES

These client accounts will receive written reports as contracted for at the inception of the advisory engagement.

ITEM 14 CLIENT REFERRALS AND OTHER COMPENSATION

ITEM 14A: OTHER COMPENSATION

As outlined in Item 12A of this Brochure, certain indirect economic benefits are received by Chandler for clients that custody their assets with Schwab. While Chandler and its employees endeavor at all times to put the interest of our clients first, clients participating in the Schwab wrap programs should be aware that receipt of this indirect additional compensation creates a potential conflict of interest. However, Chandler has a fiduciary responsibility to always place client interests before our own and will only recommend Schwab to clients where we believe it would be beneficial to those clients.

ITEM 14B: CLIENT REFERRALS

Chandler's policy and practice is not to enter into arrangements to pay referral fees to independent persons or firms ("Solicitors") for introducing clients to us. Compensation paid to certain related persons of Chandler may take into consideration an overall assessment of predetermined objectives in addition to other defined criteria. Notably, this firm practice does not impact the advisory fees paid to Chandler by any client.

ITEM 15 CUSTODY

Chandler does not take custody or possession of the funds or securities that a client has placed under our management. Each client shall appoint a Qualified Custodian ("custodian") to take and have possession of their assets. The fees expressed in the "Fees and Compensation" section (Item 5A) of this Brochure do not include fees a client will incur for custodial services.

From time to time, Chandler may recommend a custodian to clients who do not have an existing custodian relationship established. Among others, Chandler may recommend (in alphabetical order) Bank of America, Bank of New York/Mellon, Charles Schwab & Co., Union Bank, US Bank or Wells Fargo. Some of the above mentioned custodians may offer special pricing for institutional or municipal clients of Chandler. Chandler does not receive any compensation from the custodians we may refer our clients to. The rates offered by the custodian may be based on the size of the portfolio or type of account opened. Client retains full discretionary authority over the selection of the custodian to be used.

Direct Debiting of Fees

Although Chandler does not take custody or possession of the funds or securities that a client has placed under its management, Chandler is deemed by the SEC to have custody of those accounts where fees are debited directly from the client's custodian bank account. We previously disclosed in the "Fees and Compensation" section (Item 5) of this Brochure that our firm directly debits advisory fees from client accounts.

As part of this billing process, the client's custodian is advised of the amount of the fee to be deducted from that client's account. On at least a quarterly basis, the custodian is required to send to the client a statement showing all transactions and holdings within the account during the reporting period, in addition to any advisory fees paid.

Because the custodian does not calculate the amount of the fee to be deducted, it is important for clients to carefully review their custodial statements to verify the accuracy of the calculation, among other things. Clients should contact us directly if they believe that there may be an error in their statement.

In addition to the periodic statements that clients receive directly from their custodians, we also send account statements directly to our clients on a monthly basis. While Chandler makes every effort to provide accurate statements, we urge our clients to carefully compare the information provided on our statements to statements provided by their custodian in order to ensure that all account transactions, holdings and values are correct and current.

ITEM 16 INVESTMENT DISCRETION

Generally, clients hire us to provide discretionary asset management services. We may provide our services on a non-discretionary basis, if requested by a client.

Our discretionary authority includes the ability to do the following without first obtaining approval from the client:

- Determine the security to buy or sell;
- Determine the amount of the security to buy or sell; and
- Determine the price at which to buy or sell the security;

Clients give us discretionary authority when they sign a discretionary client agreement with our firm, and may limit this authority by giving us written instructions. Such limitations are typically outlined in a client's investment policy statement and may include restrictions on maturity or ratings, issuer or sector concentration limitations, among others. Clients may also change/amend such limitations by once again providing us with written instructions. Chandler reserves the right to decline acceptance of any client account.

ITEM 17 VOTING CLIENT SECURITIES

ITEM 17A: PROXY VOTING

We vote proxies for the securities held in all client accounts; however, all clients retain the right to vote their own proxies should they choose to do so. Clients can exercise this right by instructing us in writing to not vote proxies in their account and instructing their custodian to send proxies directly to their attention.

We will vote proxies in the best interests of our clients and in accordance with our established policies and procedures. Our firm will retain all proxy voting books and records for the requisite period of time, including a copy of each proxy statement received, a record of each vote cast, a copy of any document created by us that was material to making a decision how to vote proxies, and a copy of each written client request for information on how the adviser voted proxies. If our firm has a conflict of interest in voting a particular action, we will notify the client of the conflict and retain an independent third-party to cast a vote.

Clients may obtain a copy of our complete proxy voting policies and procedures by contacting Nicole Dragoo, our Chief Compliance Officer, by telephone, email, or in writing. Clients may request, in writing, information on how proxies for their shares were voted. If any client requests a copy of our complete proxy policies and procedures or how we voted proxies for their account(s), we will promptly provide such information to the client.

We will neither advise nor act on behalf of the client in legal proceedings involving companies whose securities are held in the client's account(s), including, but not limited to, the filing of "Proofs of Claim" in class action settlements. If desired, clients may direct us to transmit copies of class action notices to the client or a third party. Upon such direction, we will make commercially reasonable efforts to forward such notices in a timely manner.

With respect to ERISA accounts, we will vote proxies unless the plan documents specifically reserve the plan sponsor's right to vote proxies. To direct us to vote a proxy in a particular manner, clients should contact Nicole Dragoo by telephone, email, or in writing.

You can instruct us to vote proxies according to particular criteria (for example, to always vote with management, or to vote for or against a proposal to allow a so-called "poison pill" defense against a possible takeover). You can also instruct us on how to cast your vote in a particular proxy contest by contacting Nicole Dragoo by mail at 6225 Lusk Boulevard, San Diego, CA 92121 or by email at Compliance@chandlerasset.com. These requests must be made in writing.

ITEM 17B: WHERE CLIENT RETAINS RIGHT TO VOTE PROXIES

For accounts where we do not vote proxies, Chandler may provide investment advisory services relative to client investment assets. Clients maintain exclusive responsibility for:

1) Directing the manner in which proxies solicited by issuers of securities beneficially owned by the client shall be voted, and
2) Making all elections relative to any mergers, acquisitions, tender offers, bankruptcy proceedings or other type events pertaining to the client's investment assets; and
3) Instructing each custodian of the assets to forward to the client copies of all proxies and shareholder communications relating to the client's investment assets.

We may provide clients with consulting assistance regarding proxy issues if they contact us with questions at our principal place of business.

ITEM 18 FINANCIAL INFORMATION

ITEM 18A: FINANCIAL STATEMENT REQUIREMENT

Under no circumstances do we require or solicit payment of fees in excess of $1200 per client more than six months in advance of services rendered. Therefore, we are not required to include a financial statement.

ITEM 18B: FINANCIAL CONDITION

Chandler has no financial conditions to disclose that would impair its ability to meet contractual and fiduciary obligations to clients.

ITEM 18C: BANKRUPTCY DISCLOSURE

Chandler has never been the subject of a bankruptcy petition.

CHANDLER ASSET MANAGEMENT

Part 2B of Form ADV: *Brochure Supplement*

Effective Date: January 29, 2015

ITEM 1: COVER PAGE

Kay Chandler, CFA

President

Chandler Asset Management, Inc.
6225 Lusk Boulevard
San Diego, CA 92121
(800) 317-4747

This brochure supplement provides information about Kay Chandler that supplements the Chandler Asset Management (Chandler) brochure. You should have received a copy of that brochure. Please contact Nicole Dragoo if you did not receive Chandler's brochure or if you have any questions about the contents of this supplement.

Additional information about Kay Chandler is available on the SEC's website at www.adviserinfo.sec.gov.

ITEM 2: EDUCATIONAL BACKGROUND & BUSINESS EXPERIENCE

Full Legal Name:	Mary Catherine (Kay) Chandler
Year of Birth:	1948
Post High School Education:	Oberlin College; BA, Psychology; 1970
Business Background:	2008 to Present: President & Principal – Chandler Asset Management, Inc. 1988 to 2008: President, CEO & Principal – Chandler Asset Management, Inc.
Professional Designations:	Chartered Financial Analyst (CFA); CFA Institute; 1998 *For an explanation of the CFA designation, please see page 10*

ITEM 3: DISCIPLINARY INFORMATION

Chandler is required to disclose all material facts regarding any legal or disciplinary events that would materially impact a client's evaluation of Kay Chandler. No events have occurred that are applicable to this item.

ITEM 4: OTHER BUSINESS ACTIVITIES

Chandler is required to disclose any outside business activities or occupation for compensation that could potentially create a conflict of interest with clients.

A. Investment-Related Activities

- Kay Chandler is not engaged in any other investment-related activities.
- Kay Chandler does not receive commissions, bonuses or other compensation on the sale of securities or other investment products.

B. Non-Investment-Related Activities

- Kay Chandler is not engaged in any other business or occupation that provides substantial compensation or involves a substantial amount of her time.

ITEM 5: ADDITIONAL COMPENSATION

Kay Chandler does not receive any economic benefit from a non-advisory client for the provision of advisory services.

ITEM 6: SUPERVISION

Supervisor:	Board of Directors
Title:	
Phone Number:	(858) 546-3737

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CHANDLER ASSET MANAGEMENT

Part 2B of Form ADV: *Brochure Supplement*

Effective Date: January 29, 2015

ITEM 1: COVER PAGE

Martin Cassell, CFA

CEO & Chief Investment Officer

Chandler Asset Management, Inc.
6225 Lusk Boulevard
San Diego, CA 92121
(800) 317-4747

This brochure supplement provides information about Martin Cassell that supplements the Chandler Asset Management (Chandler) brochure. You should have received a copy of that brochure. Please contact Nicole Dragoo if you did not receive Chandler's brochure or if you have any questions about the contents of this supplement.

Additional information about Martin Cassell is available on the SEC's website at www.adviserinfo.sec.gov.

ITEM 2: EDUCATIONAL BACKGROUND & BUSINESS EXPERIENCE

Full Legal Name:	Martin Dayle Cassell
Year of Birth:	1959
Post High School Education:	California State University Hayward; BS, Finance; 1987
Business Background:	2008 to Present: CEO, Chief Investment Officer & Principal – Chandler Asset Management, Inc. 2003 to 2008: Chief Investment Officer & Principal – Chandler Asset Management, Inc. 1993 to 2003: VP, Portfolio Manager & Principal – Chandler Asset Management, Inc. 1991 to 1993: Portfolio Manager – Chandler Asset Management, Inc.
Professional Designations:	Chartered Financial Analyst (CFA); CFA Institute; 1998 *For an explanation of the CFA designation, please see page 10*

ITEM 3: DISCIPLINARY INFORMATION

Chandler is required to disclose all material facts regarding any legal or disciplinary events that would materially impact a client's evaluation of Martin Cassell. No events have occurred that are applicable to this item.

ITEM 4: OTHER BUSINESS ACTIVITIES

Chandler is required to disclose any outside business activities or occupation for compensation that could potentially create a conflict of interest with clients.

A. Investment-Related Activities

- Martin Cassell is not engaged in any other investment-related activities.
- Martin Cassell does not receive commissions, bonuses or other compensation on the sale of securities or other investment products.

B. Non-Investment-Related Activities

- Martin Cassell is not engaged in any other business or occupation that provides substantial compensation or involves a substantial amount of his time.

ITEM 5: ADDITIONAL COMPENSATION

Martin Cassell does not receive any economic benefit from a non-advisory client for the provision of advisory services.

ITEM 6: SUPERVISION

Supervisor:	Board of Directors
Title:	
Phone Number:	(858) 546-3737

CHANDLER ASSET MANAGEMENT

Part 2B of Form ADV: *Brochure Supplement*

Effective Date: January 29, 2015

ITEM 1: COVER PAGE

Ted Piorkowski, CFA

Senior Vice President and Portfolio Manager

Chandler Asset Management, Inc.
6225 Lusk Boulevard
San Diego, CA 92121
(800) 317-4747

This brochure supplement provides information about Ted Piorkowski that supplements the Chandler Asset Management (Chandler) brochure. You should have received a copy of that brochure. Please contact Nicole Dragoo if you did not receive Chandler's brochure or if you have any questions about the contents of this supplement.

Additional information about Ted Piorkowski is available on the SEC's website at www.adviserinfo.sec.gov.

ITEM 2: EDUCATIONAL BACKGROUND & BUSINESS EXPERIENCE

Full Legal Name:	Theodore James Piorkowski
Year of Birth:	1959
Post High School Education:	California State University San Diego; BS, Finance; 1982 California State University San Diego; MBA, Finance; 1985
Business Background:	2009 – Present: SVP, Portfolio Manager & Principal – Chandler Asset Management, Inc. 2004 to 2009: SVP, Portfolio Manager – Chandler Asset Management, Inc. 1999 to 2004: VP, Portfolio Manager – Chandler Asset Management, Inc. 1994 to 1999; VP, Fund Manager – Sefton Capital Management, Inc.
Professional Designations:	Chartered Financial Analyst (CFA); CFA Institute; 1991 *For an explanation of the CFA designation, please see page 10*

ITEM 3: DISCIPLINARY INFORMATION

Chandler is required to disclose all material facts regarding any legal or disciplinary events that would materially impact a client's evaluation of Ted Piorkowski. No events have occurred that are applicable to this item.

ITEM 4: OTHER BUSINESS ACTIVITIES

Chandler is required to disclose any outside business activities or occupation for compensation that could potentially create a conflict of interest with clients.

A. Investment-Related Activities

- Ted Piorkowski is not engaged in any other investment-related activities.
- Ted Piorkowski does not receive commissions, bonuses or other compensation on the sale of securities or other investment products.

B. Non-Investment-Related Activities

- Ted Piorkowski is not engaged in any other business or occupation that provides substantial compensation or involves a substantial amount of his time.

ITEM 5: ADDITIONAL COMPENSATION

Ted Piorkowski does not receive any economic benefit from a non-advisory client for the provision of advisory services.

ITEM 6: SUPERVISION

Supervisor:	Martin Cassell
Title:	CEO & Chief Investment Officer
Phone Number:	(858) 546-3737

CHANDLER ASSET MANAGEMENT

Part 2B of Form ADV: *Brochure Supplement*

Effective Date: January 29, 2015

ITEM 1: COVER PAGE

Jayson Schmitt, CFA

Executive Vice President & Portfolio Manager

Chandler Asset Management, Inc.
6225 Lusk Boulevard
San Diego, CA 92121
(800) 317-4747

This brochure supplement provides information about Jayson Schmitt that supplements the Chandler Asset Management (Chandler) brochure. You should have received a copy of that brochure. Please contact Nicole Dragoo if you did not receive Chandler's brochure or if you have any questions about the contents of this supplement.

Additional information about Jayson Schmitt is available on the SEC's website at www.adviserinfo.sec.gov.

ITEM 2: EDUCATIONAL BACKGROUND & BUSINESS EXPERIENCE

Full Legal Name:	Jayson Arnold Schmitt
Year of Birth:	1969
Post High School Education:	California State University San Diego; BA, Economics; 1995
Business Background:	2016 to Present: EVP, Portfolio Manager & Principal – Chandler Asset Management, Inc. 2010 to 2015: SVP, Portfolio Manager & Principal – Chandler Asset Management, Inc. 2009 to 2010: VP, Portfolio Manager & Principal – Chandler Asset Management, Inc. 2003 to 2009: VP, Portfolio Manager – Chandler Asset Management, Inc. 1995 to 2003: Operations Manager – Chandler Asset Management, Inc.
Professional Designations:	Chartered Financial Analyst (CFA); CFA Institute; 2003 *For an explanation of the CFA designation, please see page 10*

ITEM 3: DISCIPLINARY INFORMATION

Chandler is required to disclose all material facts regarding any legal or disciplinary events that would materially impact a client's evaluation of Jayson Schmitt. No events have occurred that are applicable to this item.

ITEM 4: OTHER BUSINESS ACTIVITIES

Chandler is required to disclose any outside business activities or occupation for compensation that could potentially create a conflict of interest with clients.

A. Investment-Related Activities

- Jayson Schmitt is not engaged in any other investment-related activities.
- Jayson Schmitt does not receive commissions, bonuses or other compensation on the sale of securities or other investment products.

B. Non-Investment-Related Activities

- Jayson Schmitt is not engaged in any other business or occupation that provides substantial compensation or involves a substantial amount of his time.

ITEM 5: ADDITIONAL COMPENSATION

Jayson Schmitt does not receive any economic benefit from a non-advisory client for the provision of advisory services.

ITEM 6: SUPERVISION

Supervisor:	Martin Cassell
Title:	CEO & Chief Investment Officer
Phone Number:	(858) 546-3737

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CHANDLER ASSET MANAGEMENT

Part 2B of Form ADV: *Brochure Supplement*

Effective Date: January 29, 2015

ITEM 1: COVER PAGE

William Dennehy II, CFA

Executive Vice President & Portfolio Manager

Chandler Asset Management, Inc.
6225 Lusk Boulevard
San Diego, CA 92121
(800) 317-4747

This brochure supplement provides information about William Dennehy II that supplements the Chandler Asset Management (Chandler) brochure. You should have received a copy of that brochure. Please contact Nicole Dragoo if you did not receive Chandler's brochure or if you have any questions about the contents of this supplement.

Additional information about William Dennehy II is available on the SEC's website at www.adviserinfo.sec.gov.

ITEM 2: EDUCATIONAL BACKGROUND & BUSINESS EXPERIENCE

Full Legal Name:	William Dennehy II
Year of Birth:	1970
Post High School Education:	California State University Chico; BS, Business/Finance; 1992
Business Background:	2016 to Present: EVP, Portfolio Manager – Chandler Asset Management, Inc. 2012 to 2015: SVP, Portfolio Manager – Chandler Asset Management, Inc. 2011 to 2012: VP, Portfolio Manager – Chandler Asset Management, Inc. 2001 to 3/2011: Senior Portfolio Manager – Northern Trust Global Investments
Professional Designations:	Chartered Financial Analyst (CFA); CFA Institute; 2000 *For an explanation of the CFA designation, please see page 10*

ITEM 3: DISCIPLINARY INFORMATION

Chandler is required to disclose all material facts regarding any legal or disciplinary events that would materially impact a client's evaluation of William Dennehy II. No events have occurred that are applicable to this item.

ITEM 4: OTHER BUSINESS ACTIVITIES

Chandler is required to disclose any outside business activities or occupation for compensation that could potentially create a conflict of interest with clients.

A. Investment-Related Activities

- William Dennehy II is not engaged in any other investment-related activities.
- William Dennehy II does not receive commissions, bonuses or other compensation on the sale of securities or other investment products.

B. Non-Investment-Related Activities

- William Dennehy II is not engaged in any other business or occupation that provides substantial compensation or involves a substantial amount of his time.

ITEM 5: ADDITIONAL COMPENSATION

William Dennehy II does not receive any economic benefit from a non-advisory client for the provision of advisory services.

ITEM 6: SUPERVISION

Supervisor:	Martin Cassell
Title:	CEO & Chief Investment Officer
Phone Number:	(858) 546-3737

CHANDLER 0595
Exhibit 5
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CHANDLER ASSET MANAGEMENT

Part 2B of Form ADV: *Brochure Supplement*

Effective Date: January 29, 2015

ITEM 1: COVER PAGE

Jeffrey Probst, CFA

Vice President & Portfolio Manager

Chandler Asset Management, Inc.
6225 Lusk Boulevard
San Diego, CA 92121
(800) 317-4747

This brochure supplement provides information about Jeffrey Probst that supplements the Chandler Asset Management (Chandler) brochure. You should have received a copy of that brochure. Please contact Nicole Dragoo if you did not receive Chandler's brochure or if you have any questions about the contents of this supplement.

Additional information about Jeffrey Probst is available on the SEC's website at www.adviserinfo.sec.gov.

ITEM 2: EDUCATIONAL BACKGROUND & BUSINESS EXPERIENCE

Full Legal Name:	Jeffrey John Probst
Year of Birth:	1984
Post High School Education:	University of California, Davis; BS, Managerial Economics; 2006 University of California, Davis; MS, Agriculture and Resource Economics; 2008
Business Background:	01/2014 to Present: VP, Portfolio Manager – Chandler Asset Management, Inc. 02/2012 to 12/2013: Assistant Portfolio Manager – Chandler Asset Management, Inc. 07/2010 to 02/2012: Senior Investment Analyst – BofI Federal Bank 02/2010 to 6/2010: Fund Treasury Admin – Western Asset Management
Professional Designations:	Chartered Financial Analyst (CFA); CFA Institute; 2013 *For an explanation of the CFA designation, please see page 10*

ITEM 3: DISCIPLINARY INFORMATION

Chandler is required to disclose all material facts regarding any legal or disciplinary events that would materially impact a client's evaluation of Jeffrey Probst. No events have occurred that are applicable to this item.

ITEM 4: OTHER BUSINESS ACTIVITIES

Chandler is required to disclose any outside business activities or occupation for compensation that could potentially create a conflict of interest with clients.

C. Investment-Related Activities

- Jeffrey Probst is not engaged in any other investment-related activities.
- Jeffrey Probst does not receive commissions, bonuses or other compensation on the sale of securities or other investment products.

D. Non-Investment-Related Activities

- Jeffrey Probst is not engaged in any other business or occupation that provides substantial compensation or involves a substantial amount of his time.

ITEM 5: ADDITIONAL COMPENSATION

Jeffrey Probst does not receive any economic benefit from a non-advisory client for the provision of advisory services.

ITEM 6: SUPERVISION

Supervisor:	Jayson Schmitt
Title:	Executive Vice President & Portfolio Manager
Phone Number:	(858) 546-3737

CHANDLER ASSET MANAGEMENT

Part 2B of Form ADV: *Brochure Supplement*

Effective Date: January 29, 2015

ITEM 1: COVER PAGE

Scott Prickett, CTP

Executive Vice President & Portfolio Strategist

Chandler Asset Management, Inc.
801 2nd Avenue, Suite 800
Seattle, WA 98104
(800) 317-4747

Chandler Asset Management, Inc.
1875 Lawrence Street, Suite 920
Denver, CO 80202
(800) 317-4747

This brochure supplement provides information about Scott Prickett that supplements the Chandler Asset Management (Chandler) brochure. You should have received a copy of that brochure. Please contact Nicole Dragoo if you did not receive Chandler's brochure or if you have any questions about the contents of this supplement.

Additional information about Scott Prickett is available on the SEC's website at www.adviserinfo.sec.gov.

ITEM 2: EDUCATIONAL BACKGROUND & BUSINESS EXPERIENCE

Full Legal Name:	Scott David Prickett
Year of Birth:	1963
Post High School Education:	University of Northern Colorado; BS, Business Finance; 1987
Business Background:	01/2016 to Present: EVP, Portfolio Strategist – Chandler Asset Management, Inc. 04/2014 to 12/2015: SVP, Portfolio Strategist – Chandler Asset Management, Inc. 05/2006 to 04/2014: SVP, Managing Director, Portfolio Manager – Davidson Fixed Income Mgmt. Inc. 05/2006 to 04/2014: SVP, Managing Director - D.A. Davidson& Co.
Professional Designations:	Certified Treasury Professional (CTP); Association of Financial Professionals; 2000 *For an explanation of the CTP designation, please see page 10*

ITEM 3: DISCIPLINARY INFORMATION

Chandler is required to disclose all material facts regarding any legal or disciplinary events that would materially impact a client's evaluation of Scott Prickett. No events have occurred that are applicable to this item.

ITEM 4: OTHER BUSINESS ACTIVITIES

Chandler is required to disclose any outside business activities or occupation for compensation that could potentially create a conflict of interest with clients.

E. Investment-Related Activities

- Scott Prickett is not engaged in any other investment-related activities.
- Scott Prickett does not receive commissions, bonuses or other compensation on the sale of securities or other investment products.

F. Non-Investment-Related Activities

- Scott Prickett is not engaged in any other business or occupation that provides substantial compensation or involves a substantial amount of his time.

ITEM 5: ADDITIONAL COMPENSATION

Scott Prickett does not receive any economic benefit from a non-advisory client for the provision of advisory services.

ITEM 6: SUPERVISION

Supervisor:	Martin Cassell
Title:	CEO & Chief Investment Officer
Phone Number:	(858) 546-3737

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Exhibit 5
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CHANDLER ASSET MANAGEMENT

Part 2B of Form ADV: *Brochure Supplement*

Effective Date: January 29, 2015

ITEM 1: COVER PAGE

Julie Hughes

Senior Vice President & Portfolio Strategist

Chandler Asset Management, Inc.
1875 Lawrence Street, Suite 920
Denver, CO 80202
(800) 317-4747

This brochure supplement provides information about Julie Hughes that supplements the Chandler Asset Management (Chandler) brochure. You should have received a copy of that brochure. Please contact Nicole Dragoo if you did not receive Chandler's brochure or if you have any questions about the contents of this supplement.

Additional information about Julie Hughes is available on the SEC's website at www.adviserinfo.sec.gov.

ITEM 2: EDUCATIONAL BACKGROUND & BUSINESS EXPERIENCE

Full Legal Name:	Julie Kirschner Hughes
Year of Birth:	1964
Post High School Education:	University of Texas at Austin; BBA, Marketing; 1986 The Wharton School of the University of Pennsylvania; MBA, Entrepreneurial Management; 1992
Business Background:	01/2016 to Present: SVP, Portfolio Strategist – Chandler Asset Management 04/2014 to 12/2015: VP, Portfolio Strategist – Chandler Asset Management 08/2007 to 04/2014: SVP, Portfolio Manager – Davidson Fixed Income Management 08/2007 to 04/2014: SVP, Structured Products – D.A. Davidson & Co.
Professional Designations:	None

ITEM 3: DISCIPLINARY INFORMATION

Chandler is required to disclose all material facts regarding any legal or disciplinary events that would materially impact a client's evaluation of Julie Hughes. No events have occurred that are applicable to this item.

ITEM 4: OTHER BUSINESS ACTIVITIES

Chandler is required to disclose any outside business activities or occupation for compensation that could potentially create a conflict of interest with clients.

G. Investment-Related Activities

- Julie Hughes is not engaged in any other investment-related activities.
- Julie Hughes does not receive commissions, bonuses or other compensation on the sale of securities or other investment products.

H. Non-Investment-Related Activities

- Julie Hughes is not engaged in any other business or occupation that provides substantial compensation or involves a substantial amount of her time.

ITEM 5: ADDITIONAL COMPENSATION

Julie Hughes does not receive any economic benefit from a non-advisory client for the provision of advisory services.

ITEM 6: SUPERVISION

Supervisor:	Scott Prickett
Title:	Executive Vice President, Portfolio Strategist
Phone Number:	(800) 317-4747

CHANDLER ASSET MANAGEMENT

Part 2B of Form ADV: *Brochure Supplement*

Effective Date: January 29, 2015

ITEM 1: COVER PAGE

Genny Lynkiewicz

Vice President & Portfolio Manager

Chandler Asset Management, Inc.
6225 Lusk Boulevard
San Diego, CA 92121
(800) 317-4747

This brochure supplement provides information about Genny Lynkiewicz that supplements the Chandler Asset Management (Chandler) brochure. You should have received a copy of that brochure. Please contact Nicole Dragoo if you did not receive Chandler's brochure or if you have any questions about the contents of this supplement.

Additional information about Genny Lynkiewicz is available on the SEC's website at www.adviserinfo.sec.gov.

ITEM 2: EDUCATIONAL BACKGROUND & BUSINESS EXPERIENCE

Full Legal Name:	Genevieve Cathryn Lynkiewicz
Year of Birth:	1974
Post High School Education:	University of Wisconsin, Madison; BBA, Finance, Investment & Banking; 1997
Business Background:	10/2015 to Present: VP, Portfolio Manager – Chandler Asset Management 08/2012 to 02/2015: VP, Fixed Income Portfolio Manager – BMO Asset Management Corp. 02/2012 to 08/2012: Fixed Income Portfolio Manager – M&I Investment Management Corp. 03/2007 to 01/2012: Fixed Income Trader – M&I Investment Management Corp.
Professional Designations:	Chartered Financial Analyst (CFA); CFA Institute; 2006 *For an explanation of the CFA designation, please see page 10*

ITEM 3: DISCIPLINARY INFORMATION

Chandler is required to disclose all material facts regarding any legal or disciplinary events that would materially impact a client's evaluation of Genny Lynkiewicz. No events have occurred that are applicable to this item.

ITEM 4: OTHER BUSINESS ACTIVITIES

Chandler is required to disclose any outside business activities or occupation for compensation that could potentially create a conflict of interest with clients.

I. Investment-Related Activities

- Genny Lynkiewicz is not engaged in any other investment-related activities.
- Genny Lynkiewicz does not receive commissions, bonuses or other compensation on the sale of securities or other investment products.

J. Non-Investment-Related Activities

- Genny Lynkiewicz is not engaged in any other business or occupation that provides substantial compensation or involves a substantial amount of her time.

ITEM 5: ADDITIONAL COMPENSATION

Genny Lynkiewicz does not receive any economic benefit from a non-advisory client for the provision of advisory services.

ITEM 6: SUPERVISION

Supervisor:	Jayson Schmitt
Title:	Executive Vice President & Portfolio Manager
Phone Number:	(858) 546-3737

Explanations of Professional Designations Held

CFA Charter

The Chartered Financial Analyst (CFA) charter is a globally respected, graduate-level investment credential established in 1962 and awarded by CFA Institute — the largest global association of investment professionals. There are currently more than 100,000 CFA charterholders working throughout the world. To earn the CFA charter, candidates must: 1) pass three sequential, six-hour examinations; 2) have at least four years of qualified professional investment experience; 3) join CFA Institute as members; and 4) commit to abide by, and annually reaffirm, their adherence to the CFA Institute Code of Ethics and Standards of Professional Conduct.

High Ethical Standards

The CFA Institute Code of Ethics and Standards of Professional Conduct, enforced through an active professional conduct program, require CFA charterholders to:

- Place their clients' interests ahead of their own
- Maintain independence and objectivity
- Act with integrity
- Maintain and improve their professional competence
- Disclose conflicts of interest and legal matters

Global Recognition

Passing the three CFA exams is a difficult feat that requires extensive study (successful candidates report spending an average of 300 hours of study per level). Earning the CFA charter demonstrates mastery of many of the advanced skills needed for investment analysis and decision making in today's quickly evolving global financial industry. As a result, employers and clients are increasingly seeking CFA charterholders—often making the charter a prerequisite for employment.

Additionally, regulatory bodies in 19 countries recognize the CFA charter as a proxy for meeting certain licensing requirements, and more than 125 colleges and universities around the world have incorporated a majority of the CFA Program curriculum into their own finance courses.

Comprehensive and Current Knowledge

The CFA Program curriculum provides a comprehensive framework of knowledge for investment decision making and is firmly grounded in the knowledge and skills used every day in the investment profession. The three levels of the CFA Program test a proficiency with a wide range of fundamental and advanced investment topics, including ethical and professional standards, fixed-income and equity analysis, alternative and derivative investments, economics, financial reporting standards, portfolio management, and wealth planning.

The CFA Program curriculum is updated every year by experts from around the world to ensure that candidates learn the most relevant and practical new tools, ideas, and investment and wealth management skills to reflect the dynamic and complex nature of the profession.

To learn more about the CFA charter, visit www.cfainstitute.org.

Certified Treasury Professional (CTP)

The Certified Treasury Professional ® (CTP) designation is evidence that an individual is certified in corporate treasury and cash management. The credential is awarded based upon experience and passing of a rigorous examination that provides an objective measure of an individual's broad-based knowledge and competency in treasury management. Ongoing professional development is required in order to maintain the credential. The CTP is administered by the Association for Financial Professionals, the leading association for treasury and financial management professionals, with more than 29,000 members worldwide.

Appendix B

Professional Biographies

Investment Management

Martin Cassell, CFA
CEO, Chief Investment Officer

Martin Cassell is the Chief Executive and Investment Officer at Chandler Asset Management and is a principal of the firm. He is responsible for defining, planning, and directing company programs. Martin heads implementation of the firm's investment strategies and portfolio risk management. He designed the proprietary quantitative models that drive our investment process, establishing duration, structure, and asset allocation throughout client portfolios.

Martin joined Chandler in 1991 from the City of San Diego where he managed a $1 billion fixed income portfolio. He began his investment career in 1987 managing portfolios at World Savings and Loan.

Martin received his B.S. in finance from California State University, Hayward. He is a member of the CFA Society of San Diego and holds the designation of Chartered Financial Analyst. Martin is also a member of the Government Finance Officers Association (GFOA) Treasury and Investment Committee (TIM) and the California Association of Joint Power Authorities (CAJPA) finance committee.

Ted Piorkowski, CFA
Senior Vice President, Portfolio Manager

Ted Piorkowski is a Senior Vice President and Portfolio Manager at Chandler Asset Management. In addition to his duties as a portfolio manager, he oversees daily trading and is responsible for implementing portfolio strategy. Ted leads the Economic and Market Analysis Committee, as well as the Sector Committee.

Prior to joining Chandler in 1999, Ted served as a Vice President and Fund Manager for Sefton Capital Management. He was responsible for the management of over $300 million in both mutual fund vehicles and individually managed institutional portfolios. From 1988 through 1994, Ted managed money market and enhanced money market funds for San Diego Trust and Savings Bank and its successor, San Diego Financial Capital Management.

Ted earned both his B.S. and M.B.A. in finance from San Diego State University. He is a member of the CFA Society of San Diego and holds the designation of Chartered Financial Analyst.

Jayson Schmitt, CFA
Executive Vice President, Portfolio Manager

Jayson Schmitt is an Executive Vice President and Portfolio Manager at Chandler Asset Management. He has been instrumental in the development and integration of quantitative analytic tools for the portfolio management process. He leads the Quantitative Analysis and Asset Allocation Committees.

Prior to joining Chandler in 1995, Jayson was employed as a Financial Analyst with USA Federal Credit Union in San Diego, managing a $100 million liquidity book. His responsibilities there also included asset/liability management.

Jayson earned his B.A. in economics from San Diego State University. He is a member of the CFA Society of San Diego and holds the designation of Chartered Financial Analyst.

William Dennehy II, CFA
Executive Vice President, Portfolio Manager

William Dennehy is an Executive Vice President and Portfolio Manager at Chandler Asset Management. He is responsible for implementing portfolio strategy and securities trading in client accounts and leads the Credit Committee.

Prior to joining Chandler in 2011, Bill worked at Northern Trust Global Investments in Chicago, most recently as senior portfolio manager and vice president, with a wide range of responsibilities in asset allocation, quantitative and qualitative analysis.

Bill earned his B.S. in business administration, option in finance, at California State University, Chico. He holds the designation of Chartered Financial Analyst.

Scott Prickett, CTP
Executive Vice President, Portfolio Strategist

Scott Prickett is an Executive Vice President and Portfolio Strategist at Chandler Asset Management. He is responsible for building and maintaining client relationships with a focus upon developing and enhancing client investment programs. Scott actively participates in the portfolio management process and meets with clients on a regular basis to review their accounts, portfolio activity, portfolio strategy and financial markets. Scott has over 27 years of investment industry experience focused largely on managing short-term fixed income strategies for governmental and institutional non-profit clients.

Prior to joining Chandler, Scott was Managing Director and Portfolio Manager at Davidson Fixed Income Management. Scott was directly responsible for managing over $750 million in client assets and had management responsibilities over multiple business units with combined total assets of over $5 billion. These included taxable and tax-exempt SMA programs, a Local Government Investment Pool (LGIP) and SeaCap Investment Advisors. At ALPS Mutual Fund Services, Scott played a key role in developing two SEC registered mutual funds. Scott also spent two years at Pacific Investment Management Company (PIMCO) as a fixed income Portfolio Specialist for over $1.4 billion in assets.

Scott is a graduate of the University of Northern Colorado with a degree in business administration with an emphasis in finance. Scott has earned the Association of Financial Professionals designation as a Certified Treasury Professional (CTP) and is a frequent speaker for various local and national organizations.

Jeff Probst, CFA
Vice President, Portfolio Manager

Jeff Probst joined Chandler Asset Management as an Assistant Portfolio Manager in 2012. Jeff works with the portfolio managers performing portfolio and fixed income research, and transacting securities.

Prior to joining Chandler, Jeff worked at BOFI Federal Bank in San Diego as an Investment Analyst where he analyzed mortgage backed securities and structured debt. He started his career at Western Asset Management as a mutual fund treasury administrator in their proprietary funds division.

Jeff earned his B.S. in managerial economics, as well as his M.S. in agricultural and resource economics, from the University of California, Davis. He holds the designation of Chartered Financial Analyst.

Genny Lynkiewicz, CFA
Vice President, Portfolio Manager

Genny Lynkiewicz is a Vice President and Portfolio Manager at Chandler Asset Management. She is responsible for implementing portfolio strategy and securities trading in client accounts. Prior to joining Chandler in 2015, Genny worked at BMO Asset Management in Chicago where she managed over $8 billion in taxable money market funds, securities lending portfolios and separately managed accounts.

Genny earned a B.B.A. in Finance, Investment & Banking and a Certificate in International Business from the University of Wisconsin, Madison. She holds the designation of Chartered Financial Analyst.

Julie Hughes
Senior Vice President, Portfolio Strategist

Julie Hughes is a Senior Vice President and Portfolio Strategist at Chandler Asset Management. She is responsible for building and maintaining client relationships with public agencies along with participating actively in the portfolio management process. Julie has over 25 years of finance, strategy, and client relationship management experience.

Prior to joining Chandler, Julie was a Portfolio Manager at Davidson Fixed Income Management, where she managed short-term fixed income portfolios for government and non-profit clients. She was responsible for managing over $400 million in assets and leading the municipal bond credit research and analysis for a $300 million tax-exempt bond fund. Julie also has deep expertise in the investment of tax-exempt bond proceeds and hedging interest rate risk for tax-exempt debt. Prior to 2004, she held positions in corporate strategy and management consulting.

Julie earned an MBA from the Wharton School of the University of Pennsylvania and a BBA in Marketing from the University of Texas of Austin.

Shelly Henbest
Vice President, Credit Analyst

Shelly Henbest joined Chandler Asset Management as a Credit Analyst in 2009. She is actively involved in analyzing and assessing the credit suitability of debt issuers and assisting portfolio managers in the portfolio management process. Shelly is a member of the firm's Credit Committee, the Economic and Market Analysis Committee, and is responsible for monitoring developments in the financial markets and providing fundamental economic and investment research.

Shelly has more than 12 years of experience in financial research and analysis. Previously, she was an Associate Analyst at Bear, Stearns & Co. Inc., focusing on the consumer/retail sector. Prior to joining Bear Stearns, Shelly was an Equity Research Associate at C.L. King & Associates. She began her career at Ford Equity Research in San Diego as a Quantitative Equity Analyst. Shelly was a three-year member of Institutional Investor magazine's "All-America Research Team." Shelly is a 2015 Level III Candidate in the CFA Program.

Shelly earned her B.A. in business economics from the University of California, Santa Barbara.

Webster Grouten III
Portfolio Management Associate

Webster Grouten is a Portfolio Management Associate at Chandler Asset Management. He is responsible for assisting the portfolio management team with analysis of individual securities, researching portfolios and transacting securities on behalf of the portfolio managers. Webster joined Chandler Asset Management in 2012 as an Investment Operations Specialist.

Prior to joining Chandler, Webster worked as an Investment Accountant in the Fund Services department at SS&C Technologies. He graduated from the University of Connecticut in 2009 with his B.S. in finance.

Relationship Management

Mel Hamilton
Senior Vice President, Relationship Manager

Mel Hamilton is a Senior Vice President and Relationship Manager at Chandler Asset Management. He is responsible for developing and servicing institutional client relationships in the Southeast, including public agencies, healthcare organizations, higher education, insurance funds, and special districts. Mel has over 30 years of investment industry experience that has focused on developing and enhancing investment programs encompassing fixed income and equity strategies for government and institutional clients.

Mel joined the firm in 2014. Prior to joining Chandler, Mel was a Senior Vice President at Davidson Fixed Income Management where he served as a Director of Client Services. He was also a Senior Managing Consultant at PFM Asset Management where he led the firm's efforts in the Southeast for public agencies, healthcare, higher education, and insurance funds. He also previously worked at Trusco Capital Management where he led not for profit institutional sales in Florida.

Mel is a graduate of the University of Virginia, McIntire School of Commerce, with his B.S. in Business Administration. He also currently holds FINRA Series 7, 63 and 66 licenses.

Don Penner
Executive Vice President, Business Development

Don Penner joined Chandler Asset Management in 2010. In his role as Executive Vice President, Business Development, he is in charge of developing the firm's sales, client service and marketing strategies, as well as leveraging our past successes to expand our client base into other institutional, public agency, sub-advisory and retail spaces.

Don brings 15 years of experience in the financial services industry. Prior to joining Chandler as vice president, national accounts manager, he was employed with Charles Schwab as a Director of National Accounts. Don has also held relationship management and national accounts positions with Managers Investment Group and Fremont Investment Advisors.

Don is a graduate of California State University, Chico, with his B.A. in communications and holds the FINRA Series 65 license.

Operations and Compliance

Nicole Dragoo, IAACP
COO, Chief Compliance Officer

Nicole Dragoo joined the firm in December 2001 and assumed the roles of Chief Operating and Compliance Officer at Chandler Asset Management in 2008. She is responsible for regulatory compliance and legal matters, and implements and oversees the firm's operational and administrative functions. Nicole also directly oversees the investment operations department, which is responsible for maintaining data integrity, trade settlement, performance calculation, client reporting and portfolio accounting.

Nicole joined Chandler as an Operations Associate in 2001 and held various roles working in and managing operations prior to accepting the responsibilities of COO and CCO. Before joining Chandler, Nicole served as a Trading Associate on the institutional fixed income sales desk at Merrill Lynch.

Nicole earned her B.A. from the University of San Diego in business economics and her J.D. from the University Of San Diego School Of Law. She is a member of the State Bar of California, the American Bar Association, the San Diego County Bar Association, and the Southern California Compliance Group. Additionally, Nicole holds the designation of Investment Adviser Certified Compliance Professional (IACCP).

Michael Ramos
Vice President, Operations

Michael Ramos is Vice President of Operations at Chandler Asset Management. He is responsible for leading the investment operations team and managing the firm's IT resources. Mike oversees trade processing, trade settlements, portfolio accounting, statement reconciliation, and client reporting. He joined Chandler Asset Management in 2004 as an Operation Associate. His previous experience includes financial accounting and reporting.

Mike earned his B.S. in business administration with a specialization in finance from California State University, San Marcos in 2003. In 2009, he received his M.B.A. in finance from National University.

Appendix C

Global Investment Performance Standards (GIPS®)
and
Verification Letter

ACA
COMPLIANCE GROUP
PERFORMANCE SERVICES

Verification Report

Chandler Asset Management, Inc.
6225 Lusk Boulevard
San Diego, CA 92121

We have verified whether Chandler Asset Management, Inc. (the Firm) (1) complied with all the composite construction requirements of the Global Investment Performance Standards (GIPS®) on a firm-wide basis for the periods from July 1, 1997 through December 31, 2015, and (2) designed its policies and procedures to calculate and present performance in compliance with the GIPS standards as of December 31, 2015. The Firm's management is responsible for compliance with the GIPS standards and the design of its policies and procedures. Our responsibility is to express an opinion based on our verification. We conducted this verification in accordance with the required verification procedures of the GIPS standards. We also conducted such other procedures as we considered necessary in the circumstances.

In our opinion, the Firm has, in all material respects:

- Complied with all the composite construction requirements of the GIPS standards on a firm-wide basis for the periods from July 1, 1997 through December 31, 2015; and
- Designed its policies and procedures to calculate and present performance in compliance with the GIPS standards as of December 31, 2015.

This report does not relate to or provide assurance on any composite compliant presentation of the Firm and does not ensure the accuracy of any specific composite compliant presentation.

ACA Performance Services, LLC

ACA Performance Services, LLC
February 19, 2016

GIPS® Disclosures – Global Asset Allocation

Annual Rates of Return 2009 through 2015										
	Returns			3 Year Annualized Standard Deviation		Dispersion		Assets		
Year End	Total Gross	Total Net	Index	Composite	Index	Asset Wtd Std. Dev.	Number of Portfolios	Composite (MM)	% of Firm Assets	Firm (MM)
2009*	2.02%	2.01%	0.35%	n/a	n/a	≤5	2	10	0.21%	4,965
2010	13.49%	13.27%	10.38%	n/a	n/a	≤5	4	14	0.24%	5,755
2011	-1.30%	-1.50%	0.95%	< 3 Years	< 3 Years	≤5	4	14	0.24%	5,929
2012	13.68%	13.46%	11.85%	11.08%	9.48%	≤5	4	17	0.27%	6,431
2013	13.78%	13.55%	15.26%	10.21%	7.87%	≤5	4	20	0.28%	7,165
2014	5.30%	5.10%	5.98%	7.69%	6.20%	≤5	4	22	0.25%	8,894
2015	-2.74%	-2.93%	0.79%	7.50%	6.68%	≤5	4	21	0.18%	11,747

Chandler Asset Management claims compliance with the Global Investment Performance Standards (GIPS®) and has prepared and presented this report in compliance with the GIPS standards.

Chandler Asset Management has been independently verified by ACA Performance Services for the period of July 1, 1997 through December 31, 2015. The verification report is available upon request. Verification assesses whether (1) the firm has complied with all the composite construction requirements of the GIPS standards on a firm-wide basis and (2) the firm's policies and procedures are designed to calculate and present performance in compliance with the GIPS standards. Verification does not ensure the accuracy of any specific composite presentation.

**Represents performance from December 1, 2009 to December 31, 2009.*

1. Chandler Asset Management is an independent investment adviser registered as such with the Securities and Exchange Commission under the Investment Adviser's Act of 1940. Registration with the SEC does not imply a certain level of skill or training. Since 1988, Chandler Asset Management has provided fixed income investment management services to the public sector, as well as to foundations, endowments, individuals and corporations. A complete list and description of all of the firm's composites is available upon request.
2. The Global Asset Allocation Composite is a composite of individually managed accounts that invest in a range of asset classes that provide exposure to domestic and international stocks (small, medium and large cap), fixed income securities, real estate and commodities. Although the strategy does not employ derivatives directly, some of the investment vehicles used may incorporate derivatives. The Global Asset Allocation Composite is benchmarked against a blended benchmark representing 40% B of A Merrill Lynch US Corporate, Government and Mortgage Index, 35% Standard & Poor's 500 Index and 25% MSCI EAFE Index. The minimum account size required to be included in this composite is $250,000. This composite was created in April 2011 and the inception date of the composite is November 2009. The name of this composite was changed from Multi-Asset Class effective December 31, 2012.
3. The benchmark used for the Global Asset Allocation Composite is a static blended benchmark consisting 40% B of A Merrill Lynch US Corporate, Government and Mortgage Index, 35% Standard & Poor's 500 Index and 25% MSCI EAFE Index. The B of A Merrill Lynch US Corporate, Government and Mortgage Index tracks the performance of US dollar-denominated investment grade Government and Corporate public debt issued in the US Domestic bond market, including Mortgage Pass-Through securities but excluding Asset Backed securities. Qualifying bonds must have at least one year remaining to maturity and a fixed coupon schedule. Bonds must be rated investment grade based on a composite of Moody's and S&P. "Yankee" bonds (debt of foreign issuers issued in the US domestic market) are included in the Index provided the issuer is a Supranational or is domiciled in a country having an investment grade foreign currency long-term debt rating (based on a composite of Moody's and S&P). Standard and Poor's 500 Index is a capitalization-weighted index of 500 stocks. The index is designed to measure performance of the broad domestic economy through changes in the aggregate market value of 500 stocks representing all major industries. The MSCI EAFE Index is a capitalization-weighted index stocks market index that is designed to measure the equity market performance of developed markets outside of the U.S. & Canada. Previously, the benchmark consisted of a blend of 50% B of A Merrill Lynch US Corp, Gov't and Mort Index and 50% S&P 500 Index. The benchmark was changed March 31, 2013 to more accurately reflect the investment style of this composite and has been updated for all periods since inception. Indexes are referred to for comparative purposes only and are not intended to parallel the risk or investment style of the portfolios in the Composite. Indexes do not utilize leverage. Index calculations do not reflect fees, brokerage commissions or other expenses of investing. Investors may not make direct investments into any index. Index data contained herein (and all trademarks related thereto) are owned by the indicated index provider, and may not be redistributed. The information herein has not been approved by the index providers.
4. Valuations are computed and performance reported in U.S. Dollars.
5. Performance is calculated using a time-weighted total rate of return, which links performance monthly, and is reported gross of investment management fees and custodial fees, but after all trading expenses. Results reflect the reinvestment of income, dividends and other earnings, and include realized and unrealized gains and losses and interest accrued through the last day of each month. Results do not reflect the potential impact of taxes. Past performance is not indicative of future results. Fees charged by Chandler Asset Management will reduce performance.
6. Net-of-fees performance returns are calculated by reducing the monthly gross performance by one-twelfth (1/12) of the actual maximum applicable fee of 0.20%. Fees are negotiable and additional information regarding Chandler's fees is included in our Part 2A of Form ADV. These monthly returns are then geometrically linked to produce annual returns which are presented before custodial fees and withholding taxes, but after management fees and all trading expenses.
7. Dispersion is calculated using the asset weighted standard deviation for all accounts in the composite for the year. For those years when less than six portfolios were included in the composite for the full year, no dispersion measure is presented. The three-year annualized standard deviation measures the variability of the composite and the benchmark returns over the preceding 36-month period and is required by GIPS for periods beginning after Jan. 1, 2011. Policies for valuing portfolios, calculating performance, and preparing compliant presentations are available upon request.

Chandler Asset Management | info@chandlerasset.com | chandlerasset.com | 800.317.4747

Appendix D

Sample Reports

CHANDLER ASSET MANAGEMENT

Monthly Account Statement

Sample Client

Chandler Team

For questions about your account,
please call (800) 317-4747 or
Email operations@chandlerasset.com

Custodian

Bank of New York Mellon Trust Company

Information contained herein is confidential. We urge you to compare this statement to the one you receive from your qualified custodian. Prices are provided by IDC, an independent pricing source.

6225 Lusk Boulevard | San Diego, CA 92121 | Phone 800.317.4747 | Fax 858.546.3741 | www.chandlerasset.com

Sample Client

Portfolio Summary

As of 12/31/2014

PORTFOLIO CHARACTERISTICS

Average Duration	2.39
Average Coupon	1.49 %
Average Purchase YTM	1.30 %
Average Market YTM	1.00 %
Average S&P/Moody Rating	AA+/Aa1
Average Final Maturity	2.49 yrs
Average Life	2.45 yrs

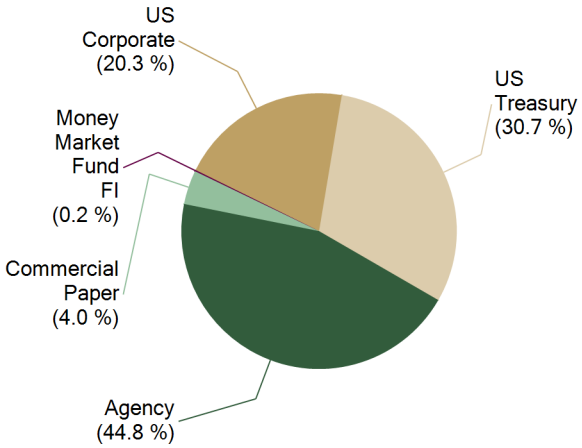
ACCOUNT SUMMARY

	Beg. Values as of 11/30/14	End Values as of 12/31/14
Market Value	99,084,040	98,890,998
Accrued Interest	335,684	320,740
Total Market Value	**99,419,724**	**99,211,737**
Income Earned	102,275	105,779
Cont/WD		0
Par	98,120,283	98,266,919
Book Value	98,422,965	98,543,780
Cost Value	98,864,798	99,001,511

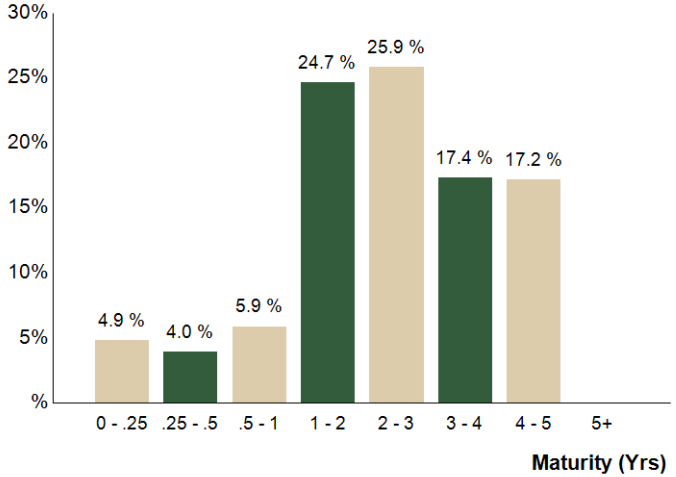
TOP ISSUERS

Issuer	% Portfolio
Government of United States	30.7 %
Federal National Mortgage Assoc	17.0 %
Federal Home Loan Bank	12.0 %
Federal Home Loan Mortgage Corp	11.9 %
Federal Farm Credit Bank	3.9 %
Bank of Tokyo-Mit UFJ	2.0 %
Procter & Gamble Company	2.0 %
Toyota Motor Corp	2.0 %
	81.5 %

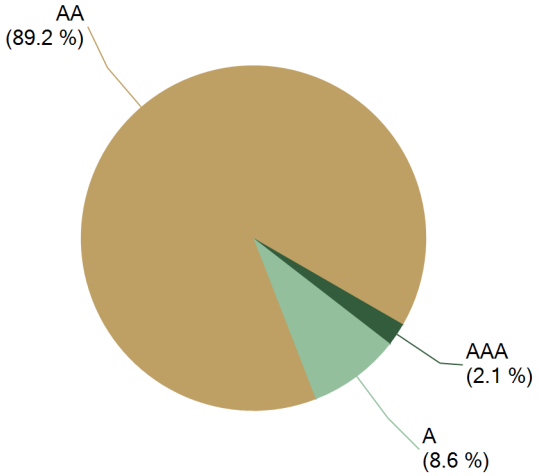
SECTOR ALLOCATION



MATURITY DISTRIBUTION



CREDIT QUALITY (S&P)



PERFORMANCE REVIEW

Total Rate of Return As of 12/31/2014	Current Month	Latest 3 Months	Year To Date	1 Yr	Annualized 3 Yrs	Annualized 5 Yrs	Annualized 10 Yrs	Annualized 8/31/1989	Since 8/31/1989
Sample Client	-0.21 %	0.48 %	1.26 %	1.26 %	0.94 %	1.89 %	3.35 %	5.24 %	264.78 %
1-3 yr Government*	-0.32 %	0.48 %	1.24 %	1.24 %	0.68 %	1.73 %	3.10 %	5.06 %	248.96 %
1-5 Year Govt/A Rated or better Corporate	-0.32 %	0.48 %	1.42 %	1.42 %	1.16 %	2.08 %	3.23 %	5.35 %	274.49 %

*1-3 Year Treasuries to 3/31/98; Then 1-5 Year Govt

This report is intended as a representative illustration of our monthly reporting capabilities only and is not intended as a representation of our performance. Performance shown is reported gross of fees.
Past performance is not indicative of future returns. Investment advisory fees are described in the firm's Form ADV Part 2A Brochure and will reduce returns.

COMPLIANCE WITH INVESTMENT POLICY

Assets managed by Chandler Asset Management are in full compliance with State law and the Client's investment policy.

Category	Standard	Comment
Treasury/Agency Issues	No Limit	Complies
Banker's Acceptances	A1/P1; AA L/T 40%;180 days	Complies
Commercial Paper	A1/P1, A L/T	Complies
Max. maturity< 270 days	25% maximum	Complies
Repurchase Agreements	≤90 days	Complies
Mortgage Pass Throughs & Asset-Backed Securities	10% ABS; 20% combined	Complies
Negotiable CDs	30%; A1/P1	Complies
Medium Term Notes	25% maximum; 15% A-rated by two NRSROs	Complies - 20.3% total; 10.2% A-rated
Money Market Mutual Funds	"AAA" rated by 2 NRSROs or SEC registered; 20% maximum; 10% per fund	Complies
LAIF	Prohibited for outside manager	Complies
Rev. Repo Agreements	Prohibited	Complies
Inverse Floaters, Range Notes	Prohibited	Complies
Interest Only Strips	Prohibited	Complies
Zero Interest Accruals	Prohibited	Complies
Maximum Maturity	5 years	Complies

Reconciliation Summary

As of 12/31/2014

BOOK VALUE RECONCILIATION		
Beginning Book Value		**$98,422,938.69**
Acquisition		
+ Security Purchases	$3,289,913.40	
+ Money Market Fund Purchases	$1,594,578.84	
+ Money Market Contributions	$0.00	
+ Security Contributions	$0.00	
+ Security Transfers	$0.00	
Total Acquisitions		$4,884,492.24
Dispositions		
- Security Sales	$3,149,942.57	
- Money Market Fund Sales	$1,597,942.86	
- MMF Withdrawals	$0.00	
- Security Withdrawals	$0.00	
- Security Transfers	$0.00	
- Other Dispositions	$0.00	
- Maturites	$0.00	
- Calls	$0.00	
- Principal Paydowns	$0.00	
Total Dispositions		$4,747,885.43
Amortization/Accretion		
+/- Net Accretion	($15,882.79)	
		($15,882.79)
Gain/Loss on Dispositions		
+/- Realized Gain/Loss	$117.54	
		$117.54
Ending Book Value		**$98,543,780.25**

CASH TRANSACTION SUMMARY		
BEGINNING BALANCE		**$160,282.67**
Acquisition		
Contributions	$0.00	
Security Sale Proceeds	$3,149,942.57	
Accrued Interest Received	$981.19	
Interest Received	$136,463.88	
Dividend Received	$2.40	
Principal on Maturities	$0.00	
Interest on Maturities	$0.00	
Calls/Redemption (Principal)	$0.00	
Interest from Calls/Redemption	$0.00	
Principal Paydown	$0.00	
Total Acquisitions	$3,287,390.04	
Disposition		
Withdrawals	$0.00	
Security Purchase	$3,289,913.40	
Accrued Interest Paid	$840.66	
Total Dispositions	$3,290,754.06	
Ending Book Value		**$156,918.65**

Holdings Report

As of 12/31/14

CUSIP	Security Description	Par Value/Units	Purchase Date Book Yield	Cost Value Book Value	Mkt Price Mkt YTM	Market Value Accrued Int.	% of Port. Gain/Loss	Moody/S&P Fitch	Maturity Duration
AGENCY									
3133EANJ3	FFCB Note 0.5% Due 5/1/2015	1,500,000.00	05/03/2012 0.53 %	1,498,530.00 1,499,838.46	100.07 0.29 %	1,501,042.50 1,250.00	1.51 % 1,204.04	Aaa / AA+ AAA	0.33 0.33
3133XWNB1	FHLB Note 2.875% Due 6/12/2015	2,400,000.00	06/06/2011 1.44 %	2,534,102.40 2,414,818.96	101.17 0.26 %	2,428,017.60 3,641.67	2.45 % 13,198.64	Aaa / AA+ AAA	0.45 0.45
31331J6C2	FFCB Note 2.35% Due 12/22/2015	1,065,000.00	03/28/2011 2.27 %	1,068,855.30 1,065,791.57	101.97 0.32 %	1,086,030.56 625.69	1.10 % 20,238.99	Aaa / AA+ AAA	0.98 0.97
3135G0BA0	FNMA Note 2.375% Due 4/11/2016	1,850,000.00	06/07/2011 1.78 %	1,900,754.75 1,863,370.10	102.47 0.44 %	1,895,602.50 9,763.89	1.92 % 32,232.40	Aaa / AA+ AAA	1.28 1.26
3137EACT4	FHLMC Note 2.5% Due 5/27/2016	3,050,000.00	Various 1.68 %	3,166,368.80 3,083,649.05	102.83 0.48 %	3,136,208.25 7,201.39	3.17 % 52,559.20	Aaa / AA+ AAA	1.41 1.38
313373SZ6	FHLB Note 2.125% Due 6/10/2016	2,100,000.00	09/14/2011 1.10 %	2,198,595.00 2,129,977.44	102.24 0.56 %	2,147,040.00 2,603.13	2.17 % 17,062.56	Aaa / AA+ AAA	1.44 1.42
3137EACW7	FHLMC Note 2% Due 8/25/2016	2,000,000.00	01/25/2012 1.10 %	2,080,066.00 2,028,810.36	102.39 0.54 %	2,047,754.00 14,000.00	2.08 % 18,943.64	Aaa / AA+ AAA	1.65 1.62
3135G0CM3	FNMA Note 1.25% Due 9/28/2016	1,900,000.00	09/29/2011 1.30 %	1,895,457.10 1,898,416.83	101.02 0.66 %	1,919,395.20 6,135.42	1.94 % 20,978.37	Aaa / AA+ AAA	1.75 1.72
3135G0ES8	FNMA Note 1.375% Due 11/15/2016	2,000,000.00	12/21/2011 1.21 %	2,015,820.00 2,006,045.18	101.35 0.65 %	2,026,958.00 3,513.89	2.05 % 20,912.82	Aaa / AA+ AAA	1.88 1.85
313371PV2	FHLB Note 1.625% Due 12/9/2016	1,525,000.00	10/17/2013 0.78 %	1,565,107.50 1,549,735.29	101.62 0.78 %	1,549,758.38 1,514.41	1.56 % 23.09	Aaa / AA+ AAA	1.94 1.91
3135G0GY3	FNMA Note 1.25% Due 1/30/2017	1,000,000.00	03/26/2012 1.25 %	999,907.00 999,960.07	100.90 0.82 %	1,008,965.00 5,243.06	1.02 % 9,004.93	Aaa / AA+ AAA	2.08 2.04
3135G0UY7	FNMA Callable Note 1X 2/27/15 1% Due 2/27/2017	1,500,000.00	04/23/2013 0.48 %	1,514,250.00 1,501,205.12	100.00 0.99 %	1,500,015.00 5,166.67	1.52 % (1,190.12)	Aaa / AA+ AAA	2.16 0.88
3137EADC0	FHLMC Note 1% Due 3/8/2017	2,000,000.00	03/19/2012 1.37 %	1,964,304.00 1,984,316.59	100.29 0.87 %	2,005,796.00 6,277.78	2.03 % 21,479.41	Aaa / AA+ AAA	2.19 2.15
313379FW4	FHLB Note 1% Due 6/9/2017	1,950,000.00	06/20/2012 1.02 %	1,947,640.50 1,948,842.36	99.91 1.04 %	1,948,207.95 1,191.67	1.96 % (634.41)	Aaa / AA+ AAA	2.44 2.40
3133EAY28	FFCB Note 0.83% Due 9/21/2017	1,300,000.00	09/18/2012 0.83 %	1,300,000.00 1,300,000.00	100.40 0.68 %	1,305,207.80 2,997.22	1.32 % 5,207.80	Aaa / AA+ NR	2.73 2.68
3135G0ZL0	FNMA Note 1% Due 9/27/2017	2,000,000.00	Various 1.12 %	1,993,003.50 1,993,794.62	99.80 1.07 %	1,995,972.00 5,222.22	2.02 % 2,177.38	Aaa / AA+ AAA	2.74 2.69
3137EADP1	FHLMC Note 0.875% Due 3/7/2018	2,775,000.00	Various 1.18 %	2,736,169.50 2,748,977.36	98.80 1.26 %	2,741,569.58 7,689.06	2.77 % (7,407.78)	Aaa / AA+ AAA	3.18 3.12
313378A43	FHLB Note 1.375% Due 3/9/2018	1,750,000.00	08/06/2013 1.48 %	1,741,617.50 1,744,179.79	100.24 1.30 %	1,754,261.25 7,486.11	1.78 % 10,081.46	Aaa / AA+ AAA	3.19 3.10
3135G0WJ8	FNMA Note 0.875% Due 5/21/2018	1,500,000.00	06/17/2013 1.24 %	1,473,915.00 1,482,068.38	98.34 1.38 %	1,475,058.00 1,458.33	1.49 % (7,010.38)	Aaa / AA+ AAA	3.39 3.32
313375K48	FHLB Note 2% Due 9/14/2018	2,000,000.00	02/07/2014 1.50 %	2,044,460.00 2,035,843.72	102.23 1.38 %	2,044,532.00 11,888.89	2.07 % 8,688.28	Aaa / AA+ AAA	3.71 3.54

Holdings Report

As of 12/31/14

CUSIP	Security Description	Par Value/Units	Purchase Date Book Yield	Cost Value Book Value	Mkt Price Mkt YTM	Market Value Accrued Int.	% of Port. Gain/Loss	Moody/S&P Fitch	Maturity Duration
AGENCY									
3135G0YT4	FNMA Note 1.625% Due 11/27/2018	2,750,000.00	Various 1.59 %	2,755,127.50 2,754,002.02	100.48 1.50 %	2,763,241.25 4,220.48	2.79 % 9,239.23	Aaa / AA+ AAA	3.91 3.77
3137EADG1	FHLMC Note 1.75% Due 5/30/2019	1,850,000.00	08/18/2014 1.64 %	1,859,546.00 1,858,807.48	100.55 1.62 %	1,860,256.40 2,787.85	1.88 % 1,448.92	Aaa / AA+ AAA	4.41 4.23
3135G0ZG1	FNMA Note 1.75% Due 9/12/2019	2,200,000.00	Various 1.81 %	2,194,156.00 2,194,526.64	100.25 1.69 %	2,205,451.60 11,656.94	2.23 % 10,924.96	Aaa / AA+ AAA	4.70 4.47
Total Agency		**43,965,000.00**	**1.31 %**	**44,447,753.35 44,086,977.39**	**0.91 %**	**44,346,340.82 123,535.77**	**44.82 % 259,363.43**	**Aaa / AA+ Aaa**	**2.39 2.28**
COMMERCIAL PAPER									
89233HN59	Toyota Motor Credit Discount CP 0.21% Due 1/5/2015	1,970,000.00	05/08/2014 0.21 %	1,967,219.02 1,967,219.02	99.86 0.21 %	1,967,219.02 2,735.01	1.99 % 0.00	P-1 / A-1+ F-1	0.01 0.01
06538CPL9	Bank of Tokyo Mitsubishi NY Discount CP 0.21% Due 2/20/2015	1,990,000.00	10/20/2014 0.21 %	1,988,583.78 1,988,583.78	99.93 0.21 %	1,988,583.78 835.80	2.01 % 0.00	P-1 / A-1 F-1	0.14 0.14
Total Commercial Paper		**3,960,000.00**	**0.21 %**	**3,955,802.80 3,955,802.80**	**0.21 %**	**3,955,802.80 3,570.81**	**3.99 % 0.00**	**P-1 / A-1 F-1**	**0.08 0.08**
MONEY MARKET FUND FI									
316175603	Fidelity Institutional Government MMKT Fund #657	156,918.65	Various 0.01 %	156,918.65 156,918.65	1.00 0.01 %	156,918.65 0.00	0.16 % 0.00	Aaa / AAA NR	0.00 0.00
Total Money Market Fund FI		**156,918.65**	**0.01 %**	**156,918.65 156,918.65**	**0.01 %**	**156,918.65 0.00**	**0.16 % 0.00**	**Aaa / AAA NR**	**0.00 0.00**
US CORPORATE									
084670AV0	Berkshire Hathaway Note 3.2% Due 2/11/2015	685,000.00	Various 2.22 %	713,303.40 685,720.84	100.29 0.62 %	686,959.80 8,524.45	0.70 % 1,238.96	Aa2 / AA A+	0.12 0.11
742718DS5	Procter & Gamble Co Note 1.8% Due 11/15/2015	1,950,000.00	04/13/2011 2.36 %	1,903,017.43 1,941,064.32	101.14 0.49 %	1,972,233.90 4,485.00	1.99 % 31,169.58	Aa3 / AA- NR	0.87 0.87
38259PAC6	Google Inc Note 2.125% Due 5/19/2016	950,000.00	10/13/2011 1.57 %	973,237.00 956,991.91	102.15 0.56 %	970,420.25 2,355.21	0.98 % 13,428.34	Aa2 / AA NR	1.38 1.36
46625HJA9	JP Morgan Chase Note 3.15% Due 7/5/2016	1,050,000.00	12/11/2012 1.39 %	1,114,081.50 1,077,181.61	102.79 1.28 %	1,079,333.85 16,170.00	1.10 % 2,152.24	A3 / A A+	1.51 1.46
084664BS9	Berkshire Hathaway Note 1.6% Due 5/15/2017	1,260,000.00	Various 1.57 %	1,261,999.80 1,260,947.33	100.85 1.23 %	1,270,771.74 2,576.00	1.28 % 9,824.41	Aa2 / AA A+	2.37 2.32
91159HHD5	US Bancorp Callable Note Cont 4/15/2017 1.65% Due 5/15/2017	1,100,000.00	01/31/2013 1.36 %	1,113,002.00 1,107,095.86	100.75 1.32 %	1,108,209.30 2,319.17	1.12 % 1,113.44	A1 / A+ AA-	2.37 2.24
68389XAN5	Oracle Corp Note 1.2% Due 10/15/2017	1,100,000.00	11/27/2012 1.17 %	1,101,562.00 1,100,893.32	99.64 1.33 %	1,096,085.10 2,786.67	1.11 % (4,808.22)	A1 / A+ A+	2.79 2.73

Holdings Report

As of 12/31/14

CUSIP	Security Description	Par Value/Units	Purchase Date Book Yield	Cost Value Book Value	Mkt Price Mkt YTM	Market Value Accrued Int.	% of Port. Gain/Loss	Moody/S&P Fitch	Maturity Duration
US CORPORATE									
166764AA8	Chevron Corp. Callable Note Cont 11/5/17 1.104% Due 12/5/2017	1,100,000.00	01/10/2013 1.03 %	1,103,806.00 1,102,279.34	99.38 1.32 %	1,093,199.80 877.07	1.10 % (9,079.54)	Aa1 / AA NR	2.93 2.79
369604BC6	General Electric Co Note 5.25% Due 12/6/2017	1,200,000.00	05/15/2014 1.37 %	1,360,320.00 1,332,362.96	110.93 1.43 %	1,331,174.40 4,375.00	1.35 % (1,188.56)	Aa3 / AA+ NR	2.93 2.74
458140AL4	Intel Corp Note 1.35% Due 12/15/2017	1,100,000.00	12/12/2012 1.29 %	1,103,285.25 1,101,943.41	99.85 1.40 %	1,098,389.60 660.00	1.11 % (3,553.81)	A1 / A+ A+	2.96 2.89
94974BFG0	Wells Fargo Corp Note 1.5% Due 1/16/2018	1,500,000.00	Various 1.46 %	1,502,799.10 1,501,615.27	99.45 1.69 %	1,491,792.00 10,312.50	1.51 % (9,823.27)	A2 / A+ AA-	3.05 2.94
037833AJ9	Apple Inc Note 1% Due 5/3/2018	1,500,000.00	Various 1.20 %	1,487,717.70 1,490,109.32	98.52 1.46 %	1,477,740.00 2,416.66	1.49 % (12,369.32)	Aa1 / AA+ NR	3.34 3.26
06406HCL1	Bank of New York Callable Note Cont 7/2/2018 2.1% Due 8/1/2018	1,140,000.00	02/05/2014 1.94 %	1,147,774.80 1,146,198.50	101.07 1.79 %	1,152,251.58 9,975.00	1.17 % 6,053.08	A1 / A+ AA-	3.59 3.41
17275RAR3	Cisco Systems Note 2.125% Due 3/1/2019	1,250,000.00	11/19/2014 2.07 %	1,252,925.00 1,252,853.66	100.47 2.01 %	1,255,881.25 8,854.17	1.27 % 3,027.59	A1 / AA- NR	4.17 3.94
24422ESK6	John Deere Capital Corp Note 1.95% Due 3/4/2019	1,500,000.00	05/28/2014 1.86 %	1,506,375.00 1,505,583.17	99.22 2.15 %	1,488,322.50 9,506.25	1.51 % (17,260.67)	A2 / A NR	4.18 3.96
532457BF4	Eli Lilly & Co Note 1.95% Due 3/15/2019	1,500,000.00	06/10/2014 2.05 %	1,493,415.00 1,494,181.23	100.54 1.82 %	1,508,058.00 8,612.50	1.53 % 13,876.77	A2 / AA- A	4.21 4.00
Total US Corporate		**19,885,000.00**	**1.64 %**	**20,138,620.98 20,057,022.05**	**1.39 %**	**20,080,823.07 94,805.65**	**20.34 % 23,801.02**	**A1 / AA- A+**	**2.75 2.64**
US TREASURY									
912828NP1	US Treasury Note 1.75% Due 7/31/2015	1,300,000.00	04/05/2011 1.96 %	1,288,832.48 1,298,505.80	100.92 0.18 %	1,311,934.00 9,520.38	1.33 % 13,428.20	Aaa / AA+ AAA	0.58 0.58
912828PJ3	US Treasury Note 1.375% Due 11/30/2015	1,500,000.00	05/31/2011 1.46 %	1,494,145.65 1,498,813.45	101.00 0.28 %	1,515,000.00 1,813.19	1.53 % 16,186.55	Aaa / AA+ AAA	0.92 0.91
912828UM0	US Treasury Note 0.375% Due 2/15/2016	1,500,000.00	06/06/2014 0.30 %	1,501,997.21 1,501,329.31	100.04 0.34 %	1,500,586.50 2,124.66	1.51 % (742.81)	Aaa / AA+ AAA	1.13 1.12
912828QX1	US Treasury Note 1.5% Due 7/31/2016	3,375,000.00	Various 1.24 %	3,417,296.47 3,388,384.51	101.53 0.53 %	3,426,678.00 21,185.46	3.48 % 38,293.49	Aaa / AA+ AAA	1.58 1.56
912828RF9	US Treasury Note 1% Due 8/31/2016	1,225,000.00	09/14/2011 0.86 %	1,233,282.42 1,227,779.09	100.75 0.55 %	1,234,187.50 4,162.29	1.25 % 6,408.41	Aaa / AA+ AAA	1.67 1.64
912828RU6	US Treasury Note 0.875% Due 11/30/2016	1,500,000.00	01/25/2012 0.86 %	1,500,825.34 1,500,325.94	100.44 0.64 %	1,506,562.50 1,153.85	1.52 % 6,236.56	Aaa / AA+ AAA	1.92 1.90
912828SS0	US Treasury Note 0.875% Due 4/30/2017	750,000.00	06/25/2012 0.71 %	755,920.48 752,844.78	100.12 0.82 %	750,879.00 1,123.96	0.76 % (1,965.78)	Aaa / AA+ AAA	2.33 2.30
912828WH9	US Treasury Note 0.875% Due 5/15/2017	2,000,000.00	05/15/2014 0.80 %	2,004,459.83 2,003,523.06	100.05 0.85 %	2,001,094.00 2,272.10	2.02 % (2,429.06)	Aaa / AA+ AAA	2.37 2.34

Sample Client

Holdings Report

As of 12/31/14

CUSIP	Security Description	Par Value/Units	Purchase Date Book Yield	Cost Value Book Value	Mkt Price Mkt YTM	Market Value Accrued Int.	% of Port. Gain/Loss	Moody/S&P Fitch	Maturity Duration
US TREASURY									
912828TM2	US Treasury Note 0.625% Due 8/31/2017	3,100,000.00	Various 0.68 %	3,091,975.23 3,095,572.25	99.05 0.99 %	3,070,453.90 6,583.22	3.10 % (25,118.35)	Aaa / AA+ AAA	2.67 2.63
912828UA6	US Treasury Note 0.625% Due 11/30/2017	1,500,000.00	12/27/2012 0.70 %	1,494,321.43 1,496,639.60	98.72 1.07 %	1,480,782.00 824.18	1.49 % (15,857.60)	Aaa / AA+ AAA	2.92 2.88
912828G79	US Treasury Note 1% Due 12/15/2017	1,600,000.00	12/11/2014 1.04 %	1,597,942.86 1,597,974.77	99.77 1.08 %	1,596,249.60 747.25	1.61 % (1,725.17)	Aaa / AA+ AAA	2.96 2.90
912828VQ0	US Treasury Note 1.375% Due 7/31/2018	1,000,000.00	07/30/2013 1.37 %	1,000,433.04 1,000,309.96	100.10 1.35 %	1,001,016.00 5,754.08	1.01 % 706.04	Aaa / AA+ AAA	3.58 3.47
912828RE2	US Treasury Note 1.5% Due 8/31/2018	1,250,000.00	09/13/2013 1.69 %	1,238,627.23 1,241,592.95	100.48 1.36 %	1,256,055.00 6,370.86	1.27 % 14,462.05	Aaa / AA+ AAA	3.67 3.54
912828B33	US Treasury Note 1.5% Due 1/31/2019	1,250,000.00	02/27/2014 1.47 %	1,251,908.48 1,251,582.62	100.04 1.49 %	1,250,488.75 7,846.47	1.27 % (1,093.87)	Aaa / AA+ AAA	4.09 3.92
912828C24	US Treasury Note 1.5% Due 2/28/2019	2,750,000.00	Various 1.60 %	2,737,020.93 2,738,909.10	100.07 1.48 %	2,751,933.25 14,015.89	2.79 % 13,024.15	Aaa / AA+ AAA	4.16 4.00
912828D23	US Treasury Note 1.625% Due 4/30/2019	2,000,000.00	Various 1.54 %	2,007,819.20 2,006,880.94	100.34 1.54 %	2,006,876.00 5,566.30	2.03 % (4.94)	Aaa / AA+ AAA	4.33 4.16
912828D80	US Treasury Note 1.625% Due 8/31/2019	1,000,000.00	09/09/2014 1.76 %	993,636.17 994,032.16	100.11 1.60 %	1,001,094.00 5,521.41	1.01 % 7,061.84	Aaa / AA+ AAA	4.67 4.45
912828G61	US Treasury Note 1.5% Due 11/30/2019	1,700,000.00	12/11/2014 1.60 %	1,691,970.54 1,692,059.07	99.37 1.63 %	1,689,242.40 2,241.76	1.70 % (2,816.67)	Aaa / AA+ AAA	4.92 4.71
Total US Treasury		**30,300,000.00**	**1.19 %**	**30,302,414.99 30,287,059.36**	**0.98 %**	**30,351,112.40 98,827.31**	**30.69 % 64,053.04**	**Aaa / AA+ Aaa**	**2.78 2.70**
TOTAL PORTFOLIO		**98,266,918.65**	**1.30 %**	**99,001,510.77 98,543,780.25**	**1.00 %**	**98,890,997.74 320,739.54**	**100.00 % 347,217.49**	**Aa1 / AA+ Aaa**	**2.49 2.39**
TOTAL MARKET VALUE PLUS ACCRUED						**99,211,737.28**			

Sample Client

Transaction Ledger

11/30/14 Thru 12/31/14

Transaction Type	Settlement Date	CUSIP	Quantity	Security Description	Price	Acq/Disp Yield	Amount	Interest Pur/Sold	Total Amount	Gain/Loss
ACQUISITIONS										
Purchase	12/02/2014	316175603	2.40	Fidelity Institutional Government MMKT Fund #657	1.000	0.01 %	2.40	0.00	2.40	0.00
Purchase	12/05/2014	316175603	6,072.00	Fidelity Institutional Government MMKT Fund #657	1.000	0.01 %	6,072.00	0.00	6,072.00	0.00
Purchase	12/06/2014	316175603	31,500.00	Fidelity Institutional Government MMKT Fund #657	1.000	0.01 %	31,500.00	0.00	31,500.00	0.00
Purchase	12/09/2014	316175603	22,140.63	Fidelity Institutional Government MMKT Fund #657	1.000	0.01 %	22,140.63	0.00	22,140.63	0.00
Purchase	12/10/2014	316175603	22,312.50	Fidelity Institutional Government MMKT Fund #657	1.000	0.01 %	22,312.50	0.00	22,312.50	0.00
Purchase	12/12/2014	316175603	1,458,112.56	Fidelity Institutional Government MMKT Fund #657	1.000	0.01 %	1,458,112.56	0.00	1,458,112.56	0.00
Purchase	12/12/2014	316175603	34,500.00	Fidelity Institutional Government MMKT Fund #657	1.000	0.01 %	34,500.00	0.00	34,500.00	0.00
Purchase	12/12/2014	912828G61	1,700,000.00	US Treasury Note 1.5% Due 11/30/2019	99.528	1.60 %	1,691,970.54	840.66	1,692,811.20	0.00
Purchase	12/15/2014	316175603	7,425.00	Fidelity Institutional Government MMKT Fund #657	1.000	0.01 %	7,425.00	0.00	7,425.00	0.00
Purchase	12/15/2014	912828G79	1,600,000.00	US Treasury Note 1% Due 12/15/2017	99.871	1.04 %	1,597,942.86	0.00	1,597,942.86	0.00
Purchase	12/22/2014	316175603	12,513.75	Fidelity Institutional Government MMKT Fund #657	1.000	0.01 %	12,513.75	0.00	12,513.75	0.00
	Subtotal		**4,894,578.84**				**4,884,492.24**	**840.66**	**4,885,332.90**	**0.00**
TOTAL ACQUISITIONS			**4,894,578.84**				**4,884,492.24**	**840.66**	**4,885,332.90**	**0.00**
DISPOSITIONS										
Sale	12/12/2014	912828C81	1,900,000.00	US Treasury Note 0.375% Due 4/30/2016	100.007	0.37 %	1,900,142.07	826.66	1,900,968.73	-683.52
Sale	12/12/2014	912828WM8	1,250,000.00	US Treasury Note 0.375% Due 5/31/2016	99.984	0.39 %	1,249,800.50	154.53	1,249,955.03	801.06
Sale	12/15/2014	316175603	1,597,942.86	Fidelity Institutional Government MMKT Fund #657	1.000	0.01 %	1,597,942.86	0.00	1,597,942.86	0.00
	Subtotal		**4,747,942.86**				**4,747,885.43**	**981.19**	**4,748,866.62**	**117.54**
TOTAL DISPOSITIONS			**4,747,942.86**				**4,747,885.43**	**981.19**	**4,748,866.62**	**117.54**

Transaction Ledger

11/30/14 Thru 12/31/14

Transaction Type	Settlement Date	CUSIP	Quantity	Security Description	Price	Acq/Disp Yield	Amount	Interest Pur/Sold	Total Amount	Gain/Loss
OTHER TRANSACTIONS										
Interest	12/05/2014	166764AA8	1,100,000.00	Chevron Corp. Callable Note Cont 11/5/17 1.104% Due 12/5/2017	0.000		6,072.00	0.00	6,072.00	0.00
Interest	12/06/2014	369604BC6	1,200,000.00	General Electric Co Note 5.25% Due 12/6/2017	0.000		31,500.00	0.00	31,500.00	0.00
Interest	12/09/2014	313371PV2	1,525,000.00	FHLB Note 1.625% Due 12/9/2016	0.000		12,390.63	0.00	12,390.63	0.00
Interest	12/09/2014	313379FW4	1,950,000.00	FHLB Note 1% Due 6/9/2017	0.000		9,750.00	0.00	9,750.00	0.00
Interest	12/10/2014	313373SZ6	2,100,000.00	FHLB Note 2.125% Due 6/10/2016	0.000		22,312.50	0.00	22,312.50	0.00
Interest	12/12/2014	3133XWNB1	2,400,000.00	FHLB Note 2.875% Due 6/12/2015	0.000		34,500.00	0.00	34,500.00	0.00
Interest	12/15/2014	458140AL4	1,100,000.00	Intel Corp Note 1.35% Due 12/15/2017	0.000		7,425.00	0.00	7,425.00	0.00
Interest	12/22/2014	31331J6C2	1,065,000.00	FFCB Note 2.35% Due 12/22/2015	0.000		12,513.75	0.00	12,513.75	0.00
	Subtotal		**12,440,000.00**				**136,463.88**	**0.00**	**136,463.88**	**0.00**
Dividend	12/02/2014	316175603	160,282.67	Fidelity Institutional Government MMKT Fund #657	0.000		2.40	0.00	2.40	0.00
	Subtotal		**160,282.67**				**2.40**	**0.00**	**2.40**	**0.00**
TOTAL OTHER TRANSACTIONS			**12,600,282.67**				**136,466.28**	**0.00**	**136,466.28**	**0.00**

Income Earned

11/30/14 Thru 12/31/14

CUSIP	Security Description	Trade Date Settle Date Units	Book Value: Begin Book Value: Acq Book Value: Disp Book Value: End	Prior Accrued Inc. Received Ending Accrued Total Interest	Accr. Of Discount Amort. Of Premium Net Accret/Amort Income Earned	Unreal G/L Total Income
Fixed Income						
037833AJ9	Apple Inc		1,489,857.59	1,166.66	251.73	
	Note	Various	0.00	0.00	0.00	
	1% Due 05/03/2018	Various	0.00	2,416.66	251.73	0.00
		1,500,000.00	1,490,109.32	1,250.00	1,501.73	1,501.73
06406HCL1	Bank of New York		1,146,348.85	7,980.00	0.00	
	Callable Note Cont 7/2/2018	02/05/2014	0.00	0.00	150.35	
	2.1% Due 08/01/2018	02/10/2014	0.00	9,975.00	(150.35)	0.00
		1,140,000.00	1,146,198.50	1,995.00	1,844.65	1,844.65
084664BS9	Berkshire Hathaway		1,260,981.28	896.00	3.40	
	Note	Various	0.00	0.00	37.35	
	1.6% Due 05/15/2017	05/15/2012	0.00	2,576.00	(33.95)	0.00
		1,260,000.00	1,260,947.33	1,680.00	1,646.05	1,646.05
084670AV0	Berkshire Hathaway		686,265.86	6,697.78	1.34	
	Note	Various	0.00	0.00	546.36	
	3.2% Due 02/11/2015	Various	0.00	8,524.45	(545.02)	0.00
		685,000.00	685,720.84	1,826.67	1,281.65	1,281.65
166764AA8	Chevron Corp.		1,102,345.43	5,937.07	0.00	
	Callable Note Cont 11/5/17	01/10/2013	0.00	6,072.00	66.09	
	1.104% Due 12/05/2017	01/15/2013	0.00	877.07	(66.09)	0.00
		1,100,000.00	1,102,279.34	1,012.00	945.91	945.91
17275RAR3	Cisco Systems		1,252,911.86	6,640.63	0.00	
	Note	11/19/2014	0.00	0.00	58.20	
	2.125% Due 03/01/2019	11/24/2014	0.00	8,854.17	(58.20)	0.00
		1,250,000.00	1,252,853.66	2,213.54	2,155.34	2,155.34
24422ESK6	John Deere Capital Corp		1,505,696.81	7,068.75	0.00	
	Note	05/28/2014	0.00	0.00	113.64	
	1.95% Due 03/04/2019	05/30/2014	0.00	9,506.25	(113.64)	0.00
		1,500,000.00	1,505,583.17	2,437.50	2,323.86	2,323.86
31331J6C2	FFCB		1,065,860.70	11,053.81	0.00	
	Note	03/28/2011	0.00	12,513.75	69.13	
	2.35% Due 12/22/2015	03/29/2011	0.00	625.69	(69.13)	0.00
		1,065,000.00	1,065,791.57	2,085.63	2,016.50	2,016.50
313371PV2	FHLB		1,550,818.33	11,839.93	0.00	
	Note	10/17/2013	0.00	12,390.63	1,083.04	
	1.625% Due 12/09/2016	10/18/2013	0.00	1,514.41	(1,083.04)	0.00
		1,525,000.00	1,549,735.29	2,065.11	982.07	982.07
313373SZ6	FHLB		2,131,744.17	21,196.88	0.00	
	Note	09/14/2011	0.00	22,312.50	1,766.73	
	2.125% Due 06/10/2016	09/15/2011	0.00	2,603.13	(1,766.73)	0.00
		2,100,000.00	2,129,977.44	3,718.75	1,952.02	1,952.02

Income Earned

11/30/14 Thru 12/31/14

CUSIP	Security Description	Trade Date Settle Date Units	Book Value: Begin Book Value: Acq Book Value: Disp Book Value: End	Prior Accrued Inc. Received Ending Accrued Total Interest	Accr. Of Discount Amort. Of Premium Net Accret/Amort Income Earned	Unreal G/L Total Income
313375K48	FHLB		2,036,665.58	8,555.56	0.00	
	Note	02/07/2014	0.00	0.00	821.86	
	2% Due 09/14/2018	02/10/2014	0.00	11,888.89	(821.86)	0.00
		2,000,000.00	2,035,843.72	3,333.33	2,511.47	2,511.47
313378A43	FHLB		1,744,024.65	5,480.90	155.14	
	Note	08/06/2013	0.00	0.00	0.00	
	1.375% Due 03/09/2018	08/07/2013	0.00	7,486.11	155.14	0.00
		1,750,000.00	1,744,179.79	2,005.21	2,160.35	2,160.35
313379FW4	FHLB		1,948,802.04	9,316.67	40.32	
	Note	06/20/2012	0.00	9,750.00	0.00	
	1% Due 06/09/2017	06/21/2012	0.00	1,191.67	40.32	0.00
		1,950,000.00	1,948,842.36	1,625.00	1,665.32	1,665.32
3133EANJ3	FFCB		1,499,796.73	625.00	41.73	
	Note	05/03/2012	0.00	0.00	0.00	
	0.5% Due 05/01/2015	05/04/2012	0.00	1,250.00	41.73	0.00
		1,500,000.00	1,499,838.46	625.00	666.73	666.73
3133EAY28	FFCB		1,300,000.00	2,098.06	0.00	
	Note	09/18/2012	0.00	0.00	0.00	
	0.83% Due 09/21/2017	09/21/2012	0.00	2,997.22	0.00	0.00
		1,300,000.00	1,300,000.00	899.16	899.16	899.16
3133XWNB1	FHLB		2,417,654.68	32,391.67	0.00	
	Note	06/06/2011	0.00	34,500.00	2,835.72	
	2.875% Due 06/12/2015	06/07/2011	0.00	3,641.67	(2,835.72)	0.00
		2,400,000.00	2,414,818.96	5,750.00	2,914.28	2,914.28
3135G0BA0	FNMA		1,864,259.53	6,102.43	0.00	
	Note	06/07/2011	0.00	0.00	889.43	
	2.375% Due 04/11/2016	06/08/2011	0.00	9,763.89	(889.43)	0.00
		1,850,000.00	1,863,370.10	3,661.46	2,772.03	2,772.03
3135G0CM3	FNMA		1,898,339.66	4,156.25	77.17	
	Note	09/29/2011	0.00	0.00	0.00	
	1.25% Due 09/28/2016	09/30/2011	0.00	6,135.42	77.17	0.00
		1,900,000.00	1,898,416.83	1,979.17	2,056.34	2,056.34
3135G0ES8	FNMA		2,006,319.16	1,222.22	0.00	
	Note	12/21/2011	0.00	0.00	273.98	
	1.375% Due 11/15/2016	12/22/2011	0.00	3,513.89	(273.98)	0.00
		2,000,000.00	2,006,045.18	2,291.67	2,017.69	2,017.69
3135G0GY3	FNMA		999,958.44	4,201.39	1.63	
	Note	03/26/2012	0.00	0.00	0.00	
	1.25% Due 01/30/2017	03/27/2012	0.00	5,243.06	1.63	0.00
		1,000,000.00	999,960.07	1,041.67	1,043.30	1,043.30
3135G0UY7	FNMA		1,501,860.53	3,916.67	0.00	
	Callable Note 1X 2/27/15	04/23/2013	0.00	0.00	655.41	
	1% Due 02/27/2017	04/24/2013	0.00	5,166.67	(655.41)	0.00
		1,500,000.00	1,501,205.12	1,250.00	594.59	594.59

Income Earned

11/30/14 Thru 12/31/14

CUSIP	Security Description	Trade Date Settle Date Units	Book Value: Begin Book Value: Acq Book Value: Disp Book Value: End	Prior Accrued Inc. Received Ending Accrued Total Interest	Accr. Of Discount Amort. Of Premium Net Accret/Amort Income Earned	Unreal G/L Total Income
3135G0WJ8	FNMA		1,481,618.63	364.58	449.75	
	Note	06/17/2013	0.00	0.00	0.00	
	0.875% Due 05/21/2018	06/18/2013	0.00	1,458.33	449.75	0.00
		1,500,000.00	1,482,068.38	1,093.75	1,543.50	1,543.50
3135G0YT4	FNMA		2,754,089.02	496.53	5.99	
	Note	Various	0.00	0.00	92.99	
	1.625% Due 11/27/2018	Various	0.00	4,220.48	(87.00)	0.00
		2,750,000.00	2,754,002.02	3,723.95	3,636.95	3,636.95
3135G0ZG1	FNMA		2,194,427.71	8,448.61	150.19	
	Note	Various	0.00	0.00	51.26	
	1.75% Due 09/12/2019	Various	0.00	11,656.94	98.93	0.00
		2,200,000.00	2,194,526.64	3,208.33	3,307.26	3,307.26
3135G0ZL0	FNMA		1,993,602.26	3,555.55	192.36	
	Note	Various	0.00	0.00	0.00	
	1% Due 09/27/2017	Various	0.00	5,222.22	192.36	0.00
		2,000,000.00	1,993,794.62	1,666.67	1,859.03	1,859.03
3137EACT4	FHLMC		3,085,686.39	847.22	0.00	
	Note	Various	0.00	0.00	2,037.34	
	2.5% Due 05/27/2016	Various	0.00	7,201.39	(2,037.34)	0.00
		3,050,000.00	3,083,649.05	6,354.17	4,316.83	4,316.83
3137EACW7	FHLMC		2,030,293.95	10,666.67	0.00	
	Note	01/25/2012	0.00	0.00	1,483.59	
	2% Due 08/25/2016	01/26/2012	0.00	14,000.00	(1,483.59)	0.00
		2,000,000.00	2,028,810.36	3,333.33	1,849.74	1,849.74
3137EADC0	FHLMC		1,983,706.57	4,611.11	610.02	
	Note	03/19/2012	0.00	0.00	0.00	
	1% Due 03/08/2017	03/20/2012	0.00	6,277.78	610.02	0.00
		2,000,000.00	1,984,316.59	1,666.67	2,276.69	2,276.69
3137EADG1	FHLMC		1,858,977.07	89.93	0.00	
	Note	08/18/2014	0.00	0.00	169.59	
	1.75% Due 05/30/2019	08/19/2014	0.00	2,787.85	(169.59)	0.00
		1,850,000.00	1,858,807.48	2,697.92	2,528.33	2,528.33
3137EADP1	FHLMC		2,748,282.53	5,665.63	694.83	
	Note	Various	0.00	0.00	0.00	
	0.875% Due 03/07/2018	Various	0.00	7,689.06	694.83	0.00
		2,775,000.00	2,748,977.36	2,023.43	2,718.26	2,718.26
369604BC6	General Electric Co		1,336,197.78	30,625.00	0.00	
	Note	05/15/2014	0.00	31,500.00	3,834.82	
	5.25% Due 12/06/2017	05/20/2014	0.00	4,375.00	(3,834.82)	0.00
		1,200,000.00	1,332,362.96	5,250.00	1,415.18	1,415.18
38259PAC6	Google Inc		957,421.97	672.92	0.00	
	Note	10/13/2011	0.00	0.00	430.06	
	2.125% Due 05/19/2016	10/18/2011	0.00	2,355.21	(430.06)	0.00
		950,000.00	956,991.91	1,682.29	1,252.23	1,252.23

Income Earned

11/30/14 Thru 12/31/14

CUSIP	Security Description	Trade Date Settle Date Units	Book Value: Begin Book Value: Acq Book Value: Disp Book Value: End	Prior Accrued Inc. Received Ending Accrued Total Interest	Accr. Of Discount Amort. Of Premium Net Accret/Amort Income Earned	Unreal G/L Total Income
458140AL4	Intel Corp		1,101,999.25	6,847.51	0.00	
	Note	12/12/2012	0.00	7,425.00	55.84	
	1.35% Due 12/15/2017	12/17/2012	0.00	660.00	(55.84)	0.00
		1,100,000.00	1,101,943.41	1,237.49	1,181.65	1,181.65
46625HJA9	JP Morgan Chase		1,078,710.88	13,413.75	0.00	
	Note	12/11/2012	0.00	0.00	1,529.27	
	3.15% Due 07/05/2016	12/14/2012	0.00	16,170.00	(1,529.27)	0.00
		1,050,000.00	1,077,181.61	2,756.25	1,226.98	1,226.98
532457BF4	Eli Lilly & Co		1,494,063.64	6,175.00	117.59	
	Note	06/10/2014	0.00	0.00	0.00	
	1.95% Due 03/15/2019	06/13/2014	0.00	8,612.50	117.59	0.00
		1,500,000.00	1,494,181.23	2,437.50	2,555.09	2,555.09
68389XAN5	Oracle Corp		1,100,920.53	1,686.67	0.00	
	Note	11/27/2012	0.00	0.00	27.21	
	1.2% Due 10/15/2017	11/30/2012	0.00	2,786.67	(27.21)	0.00
		1,100,000.00	1,100,893.32	1,100.00	1,072.79	1,072.79
742718DS5	Procter & Gamble Co		1,940,193.23	1,560.00	871.09	
	Note	04/13/2011	0.00	0.00	0.00	
	1.8% Due 11/15/2015	04/18/2011	0.00	4,485.00	871.09	0.00
		1,950,000.00	1,941,064.32	2,925.00	3,796.09	3,796.09
91159HHD5	US Bancorp		1,107,359.30	806.67	0.00	
	Callable Note Cont 4/15/2017	01/31/2013	0.00	0.00	263.44	
	1.65% Due 05/15/2017	02/05/2013	0.00	2,319.17	(263.44)	0.00
		1,100,000.00	1,107,095.86	1,512.50	1,249.06	1,249.06
912828B33	US Treasury		1,251,615.52	6,266.98	0.00	
	Note	02/27/2014	0.00	0.00	32.90	
	1.5% Due 01/31/2019	02/28/2014	0.00	7,846.47	(32.90)	0.00
		1,250,000.00	1,251,582.62	1,579.49	1,546.59	1,546.59
912828C24	US Treasury		2,738,682.75	10,483.42	226.35	
	Note	Various	0.00	0.00	0.00	
	1.5% Due 02/28/2019	Various	0.00	14,015.89	226.35	0.00
		2,750,000.00	2,738,909.10	3,532.47	3,758.82	3,758.82
912828C81	US Treasury		1,900,843.58	610.15	0.00	
	Note	Various	0.00	826.66	17.99	
	Due 04/30/2016	Various	1,900,825.59	0.00	(17.99)	0.00
		0.00	0.00	216.51	198.52	198.52
912828D23	US Treasury		2,007,015.95	2,783.14	0.00	
	Note	Various	0.00	0.00	135.01	
	1.625% Due 04/30/2019	Various	0.00	5,566.30	(135.01)	0.00
		2,000,000.00	2,006,880.94	2,783.16	2,648.15	2,648.15
912828D80	US Treasury		993,923.52	4,129.83	108.64	
	Note	09/09/2014	0.00	0.00	0.00	
	1.625% Due 08/31/2019	09/10/2014	0.00	5,521.41	108.64	0.00
		1,000,000.00	994,032.16	1,391.58	1,500.22	1,500.22

Income Earned

11/30/14 Thru 12/31/14

CUSIP	Security Description	Trade Date Settle Date Units	Book Value: Begin Book Value: Acq Book Value: Disp Book Value: End	Prior Accrued Inc. Received Ending Accrued Total Interest	Accr. Of Discount Amort. Of Premium Net Accret/Amort Income Earned	Unreal G/L Total Income
912828G61	US Treasury		0.00	0.00	88.53	
	Note	12/11/2014	1,691,970.54	(840.66)	0.00	
	1.5% Due 11/30/2019	12/12/2014	0.00	2,241.76	88.53	0.00
		1,700,000.00	1,692,059.07	1,401.10	1,489.63	1,489.63
912828G79	US Treasury		0.00	0.00	31.91	
	Note	12/11/2014	1,597,942.86	0.00	0.00	
	1% Due 12/15/2017	12/15/2014	0.00	747.25	31.91	0.00
		1,600,000.00	1,597,974.77	747.25	779.16	779.16
912828NP1	US Treasury		1,298,286.28	7,603.94	219.52	
	Note	04/05/2011	0.00	0.00	0.00	
	1.75% Due 07/31/2015	04/06/2011	0.00	9,520.38	219.52	0.00
		1,300,000.00	1,298,505.80	1,916.44	2,135.96	2,135.96
912828PJ3	US Treasury		1,498,702.99	56.66	110.46	
	Note	05/31/2011	0.00	0.00	0.00	
	1.375% Due 11/30/2015	06/01/2011	0.00	1,813.19	110.46	0.00
		1,500,000.00	1,498,813.45	1,756.53	1,866.99	1,866.99
912828QX1	US Treasury		3,389,103.61	16,920.85	0.00	
	Note	Various	0.00	0.00	719.10	
	1.5% Due 07/31/2016	Various	0.00	21,185.46	(719.10)	0.00
		3,375,000.00	3,388,384.51	4,264.61	3,545.51	3,545.51
912828RE2	US Treasury		1,241,398.16	4,765.19	194.79	
	Note	09/13/2013	0.00	0.00	0.00	
	1.5% Due 08/31/2018	09/16/2013	0.00	6,370.86	194.79	0.00
		1,250,000.00	1,241,592.95	1,605.67	1,800.46	1,800.46
912828RF9	US Treasury		1,227,920.79	3,113.26	0.00	
	Note	09/14/2011	0.00	0.00	141.70	
	1% Due 08/31/2016	09/15/2011	0.00	4,162.29	(141.70)	0.00
		1,225,000.00	1,227,779.09	1,049.03	907.33	907.33
912828RU6	US Treasury		1,500,340.39	36.06	0.00	
	Note	01/25/2012	0.00	0.00	14.45	
	0.875% Due 11/30/2016	01/26/2012	0.00	1,153.85	(14.45)	0.00
		1,500,000.00	1,500,325.94	1,117.79	1,103.34	1,103.34
912828SS0	US Treasury		752,948.53	561.98	0.00	
	Note	06/25/2012	0.00	0.00	103.75	
	0.875% Due 04/30/2017	06/26/2012	0.00	1,123.96	(103.75)	0.00
		750,000.00	752,844.78	561.98	458.23	458.23
912828TM2	US Treasury		3,095,431.19	4,924.04	141.06	
	Note	Various	0.00	0.00	0.00	
	0.625% Due 08/31/2017	Various	0.00	6,583.22	141.06	0.00
		3,100,000.00	3,095,572.25	1,659.18	1,800.24	1,800.24
912828UA6	US Treasury		1,496,541.69	25.76	97.91	
	Note	12/27/2012	0.00	0.00	0.00	
	0.625% Due 11/30/2017	12/28/2012	0.00	824.18	97.91	0.00
		1,500,000.00	1,496,639.60	798.42	896.33	896.33

Income Earned

11/30/14 Thru 12/31/14

CUSIP	Security Description	Trade Date Settle Date Units	Book Value: Begin Book Value: Acq Book Value: Disp Book Value: End	Prior Accrued Inc. Received Ending Accrued Total Interest	Accr. Of Discount Amort. Of Premium Net Accret/Amort Income Earned	Unreal G/L Total Income
912828UM0	US Treasury		1,501,429.82	1,650.82	0.00	
	Note	06/06/2014	0.00	0.00	100.51	
	0.375% Due 02/15/2016	06/09/2014	0.00	2,124.66	(100.51)	0.00
		1,500,000.00	1,501,329.31	473.84	373.33	373.33
912828VQ0	US Treasury		1,000,317.31	4,595.79	0.00	
	Note	07/30/2013	0.00	0.00	7.35	
	1.375% Due 07/31/2018	07/31/2013	0.00	5,754.08	(7.35)	0.00
		1,000,000.00	1,000,309.96	1,158.29	1,150.94	1,150.94
912828WH9	US Treasury		2,003,649.32	773.48	0.00	
	Note	05/15/2014	0.00	0.00	126.26	
	0.875% Due 05/15/2017	05/16/2014	0.00	2,272.10	(126.26)	0.00
		2,000,000.00	2,003,523.06	1,498.62	1,372.36	1,372.36
912828WM8	US Treasury		1,248,978.90	12.88	20.54	
	Note	06/26/2014	0.00	154.53	0.00	
	Due 05/31/2016	06/27/2014	1,248,999.44	0.00	20.54	0.00
		0.00	0.00	141.65	162.19	162.19
94974BFG0	Wells Fargo Corp		1,501,660.33	8,437.50	17.86	
	Note	Various	0.00	0.00	62.92	
	1.5% Due 01/16/2018	Various	0.00	10,312.50	(45.06)	0.00
		1,500,000.00	1,501,615.27	1,875.00	1,829.94	1,829.94
			94,306,853.22	**332,829.41**	**4,921.85**	
			3,289,913.40	**136,604.41**	**20,804.64**	
			3,149,825.03	**317,168.73**	**(15,882.79)**	**0.00**
TOTAL Fixed Income		**94,150,000.00**	**94,431,058.80**	**120,943.73**	**105,060.94**	**105,060.94**

Cash & Equivalent

06538CPL9	Bank of Tokyo Mitsubishi NY		1,988,583.78	475.94	0.00	
	Discount CP	10/20/2014	0.00	0.00	0.00	
	0.21% Due 02/20/2015	10/21/2014	0.00	835.80	0.00	0.00
		1,990,000.00	1,988,583.78	359.86	359.86	359.86
316175603	Fidelity Institutional		160,282.67	0.00	0.00	
	Government MMKT Fund #657	Various	1,594,578.84	2.40	0.00	
		12/12/2014	1,597,942.86	0.00	0.00	0.00
		156,918.65	156,918.65	2.40	2.40	2.40
89233HN59	Toyota Motor Credit		1,967,219.02	2,378.77	0.00	
	Discount CP	05/08/2014	0.00	0.00	0.00	
	0.21% Due 01/05/2015	05/08/2014	0.00	2,735.01	0.00	0.00
		1,970,000.00	1,967,219.02	356.24	356.24	356.24
			4,116,085.47	**2,854.71**	**0.00**	
			1,594,578.84	**2.40**	**0.00**	
			1,597,942.86	**3,570.81**	**0.00**	**0.00**
TOTAL Cash & Equivalent		**4,116,918.65**	**4,112,721.45**	**718.50**	**718.50**	**718.50**

		98,422,938.69	335,684.12	4,921.85	
		4,884,492.24	136,606.81	20,804.64	
		4,747,767.89	320,739.54	(15,882.79)	0.00
TOTAL PORTFOLIO	**98,266,918.65**	**98,543,780.25**	**121,662.23**	**105,779.44**	**105,779.44**

Cash Flow Report

From 12/31/2014

Payment Date	Transaction Type	CUSIP	Quantity	Security Description	Principal Amount	Income	Total Amount
01/05/2015	Interest	46625HJA9	1,050,000.00	JP Morgan Chase Note 3.15% Due 7/5/2016	0.00	16,537.50	16,537.50
01/05/2015	Maturity	89233HN59	1,970,000.00	Toyota Motor Credit Discount CP 0.21% Due 1/5/2015	1,967,219.02	2,780.98	1,970,000.00
01/16/2015	Interest	94974BFG0	1,500,000.00	Wells Fargo Corp Note 1.5% Due 1/16/2018	0.00	11,250.00	11,250.00
01/30/2015	Interest	3135G0GY3	1,000,000.00	FNMA Note 1.25% Due 1/30/2017	0.00	6,250.00	6,250.00
01/31/2015	Interest	912828B33	1,250,000.00	US Treasury Note 1.5% Due 1/31/2019	0.00	9,375.00	9,375.00
01/31/2015	Interest	912828NP1	1,300,000.00	US Treasury Note 1.75% Due 7/31/2015	0.00	11,375.00	11,375.00
01/31/2015	Interest	912828QX1	3,375,000.00	US Treasury Note 1.5% Due 7/31/2016	0.00	25,312.50	25,312.50
01/31/2015	Interest	912828VQ0	1,000,000.00	US Treasury Note 1.375% Due 7/31/2018	0.00	6,875.00	6,875.00
Jan 2015					**1,967,219.02**	**89,755.98**	**2,056,975.00**
02/01/2015	Interest	06406HCL1	1,140,000.00	Bank of New York Callable Note Cont 7/2/2018 2.1% Due 8/1/2018	0.00	11,970.00	11,970.00
02/11/2015	Maturity	084670AV0	685,000.00	Berkshire Hathaway Note 3.2% Due 2/11/2015	685,000.00	10,960.00	695,960.00
02/15/2015	Interest	912828UM0	1,500,000.00	US Treasury Note 0.375% Due 2/15/2016	0.00	2,812.50	2,812.50
02/20/2015	Maturity	06538CPL9	1,990,000.00	Bank of Tokyo Mitsubishi NY Discount CP 0.21% Due 2/20/2015	1,988,583.78	1,416.22	1,990,000.00
02/25/2015	Interest	3137EACW7	2,000,000.00	FHLMC Note 2% Due 8/25/2016	0.00	20,000.00	20,000.00
02/27/2015	Interest	3135G0UY7	1,500,000.00	FNMA Callable Note 1X 2/27/15 1% Due 2/27/2017	0.00	7,500.00	7,500.00
02/28/2015	Interest	912828RE2	1,250,000.00	US Treasury Note 1.5% Due 8/31/2018	0.00	9,375.00	9,375.00
02/28/2015	Interest	912828RF9	1,225,000.00	US Treasury Note 1% Due 8/31/2016	0.00	6,125.00	6,125.00
02/28/2015	Interest	912828C24	2,750,000.00	US Treasury Note 1.5% Due 2/28/2019	0.00	20,625.00	20,625.00
02/28/2015	Interest	912828D80	1,000,000.00	US Treasury Note 1.625% Due 8/31/2019	0.00	8,125.00	8,125.00
02/28/2015	Interest	912828TM2	3,100,000.00	US Treasury Note 0.625% Due 8/31/2017	0.00	9,687.50	9,687.50
Feb 2015					**2,673,583.78**	**108,596.22**	**2,782,180.00**

Cash Flow Report

From 12/31/2014

Payment Date	Transaction Type	CUSIP	Quantity	Security Description	Principal Amount	Income	Total Amount
03/01/2015	Interest	17275RAR3	1,250,000.00	Cisco Systems Note 2.125% Due 3/1/2019	0.00	13,281.25	13,281.25
03/04/2015	Interest	24422ESK6	1,500,000.00	John Deere Capital Corp Note 1.95% Due 3/4/2019	0.00	14,625.00	14,625.00
03/07/2015	Interest	3137EADP1	2,775,000.00	FHLMC Note 0.875% Due 3/7/2018	0.00	12,140.63	12,140.63
03/08/2015	Interest	3137EADC0	2,000,000.00	FHLMC Note 1% Due 3/8/2017	0.00	10,000.00	10,000.00
03/09/2015	Interest	313378A43	1,750,000.00	FHLB Note 1.375% Due 3/9/2018	0.00	12,031.25	12,031.25
03/12/2015	Interest	3135G0ZG1	2,200,000.00	FNMA Note 1.75% Due 9/12/2019	0.00	19,250.00	19,250.00
03/14/2015	Interest	313375K48	2,000,000.00	FHLB Note 2% Due 9/14/2018	0.00	20,000.00	20,000.00
03/15/2015	Interest	532457BF4	1,500,000.00	Eli Lilly & Co Note 1.95% Due 3/15/2019	0.00	14,625.00	14,625.00
03/21/2015	Interest	3133EAY28	1,300,000.00	FFCB Note 0.83% Due 9/21/2017	0.00	5,395.00	5,395.00
03/27/2015	Interest	3135G0ZL0	2,000,000.00	FNMA Note 1% Due 9/27/2017	0.00	10,000.00	10,000.00
03/28/2015	Interest	3135G0CM3	1,900,000.00	FNMA Note 1.25% Due 9/28/2016	0.00	11,875.00	11,875.00
Mar 2015					**0.00**	**143,223.13**	**143,223.13**
04/11/2015	Interest	3135G0BA0	1,850,000.00	FNMA Note 2.375% Due 4/11/2016	0.00	21,968.75	21,968.75
04/15/2015	Interest	68389XAN5	1,100,000.00	Oracle Corp Note 1.2% Due 10/15/2017	0.00	6,600.00	6,600.00
04/30/2015	Interest	912828SS0	750,000.00	US Treasury Note 0.875% Due 4/30/2017	0.00	3,281.25	3,281.25
04/30/2015	Interest	912828D23	2,000,000.00	US Treasury Note 1.625% Due 4/30/2019	0.00	16,250.00	16,250.00
Apr 2015					**0.00**	**48,100.00**	**48,100.00**
05/01/2015	Maturity	3133EANJ3	1,500,000.00	FFCB Note 0.5% Due 5/1/2015	1,500,000.00	3,750.00	1,503,750.00
05/03/2015	Interest	037833AJ9	1,500,000.00	Apple Inc Note 1% Due 5/3/2018	0.00	7,500.00	7,500.00
05/15/2015	Interest	3135G0ES8	2,000,000.00	FNMA Note 1.375% Due 11/15/2016	0.00	13,750.00	13,750.00
May 2015					**1,500,000.00**	**198,080.00**	**1,698,080.00**

Cash Flow Report

From 12/31/2014

Payment Date	Transaction Type	CUSIP	Quantity	Security Description	Principal Amount	Income	Total Amount
05/15/2015	Interest	084664BS9	1,260,000.00	Berkshire Hathaway Note 1.6% Due 5/15/2017	0.00	10,080.00	10,080.00
05/15/2015	Interest	742718DS5	1,950,000.00	Procter & Gamble Co Note 1.8% Due 11/15/2015	0.00	17,550.00	17,550.00
05/15/2015	Interest	91159HHD5	1,100,000.00	US Bancorp Callable Note Cont 4/15/2017 1.65% Due 5/15/2017	0.00	9,075.00	9,075.00
05/15/2015	Interest	912828WH9	2,000,000.00	US Treasury Note 0.875% Due 5/15/2017	0.00	8,750.00	8,750.00
05/19/2015	Interest	38259PAC6	950,000.00	Google Inc Note 2.125% Due 5/19/2016	0.00	10,093.75	10,093.75
05/21/2015	Interest	3135G0WJ8	1,500,000.00	FNMA Note 0.875% Due 5/21/2018	0.00	6,562.50	6,562.50
05/27/2015	Interest	3137EACT4	3,050,000.00	FHLMC Note 2.5% Due 5/27/2016	0.00	38,125.00	38,125.00
05/27/2015	Interest	3135G0YT4	2,750,000.00	FNMA Note 1.625% Due 11/27/2018	0.00	22,343.75	22,343.75
05/30/2015	Interest	3137EADG1	1,850,000.00	FHLMC Note 1.75% Due 5/30/2019	0.00	16,187.50	16,187.50
05/31/2015	Interest	912828UA6	1,500,000.00	US Treasury Note 0.625% Due 11/30/2017	0.00	4,687.50	4,687.50
05/31/2015	Interest	912828G61	1,700,000.00	US Treasury Note 1.5% Due 11/30/2019	0.00	12,750.00	12,750.00
05/31/2015	Interest	912828PJ3	1,500,000.00	US Treasury Note 1.375% Due 11/30/2015	0.00	10,312.50	10,312.50
05/31/2015	Interest	912828RU6	1,500,000.00	US Treasury Note 0.875% Due 11/30/2016	0.00	6,562.50	6,562.50
May 2015					**1,500,000.00**	**198,080.00**	**1,698,080.00**
06/05/2015	Interest	166764AA8	1,100,000.00	Chevron Corp. Callable Note Cont 11/5/17 1.104% Due 12/5/2017	0.00	6,072.00	6,072.00
06/06/2015	Interest	369604BC6	1,200,000.00	General Electric Co Note 5.25% Due 12/6/2017	0.00	31,500.00	31,500.00
06/09/2015	Interest	313379FW4	1,950,000.00	FHLB Note 1% Due 6/9/2017	0.00	9,750.00	9,750.00
06/09/2015	Interest	313371PV2	1,525,000.00	FHLB Note 1.625% Due 12/9/2016	0.00	12,390.63	12,390.63
06/10/2015	Interest	313373SZ6	2,100,000.00	FHLB Note 2.125% Due 6/10/2016	0.00	22,312.50	22,312.50
06/12/2015	Maturity	3133XWNB1	2,400,000.00	FHLB Note 2.875% Due 6/12/2015	2,400,000.00	34,500.00	2,434,500.00
Jun 2015					**2,400,000.00**	**144,463.88**	**2,544,463.88**

Cash Flow Report

From 12/31/2014

Payment Date	Transaction Type	CUSIP	Quantity	Security Description	Principal Amount	Income	Total Amount
06/15/2015	Interest	458140AL4	1,100,000.00	Intel Corp Note 1.35% Due 12/15/2017	0.00	7,425.00	7,425.00
06/15/2015	Interest	912828G79	1,600,000.00	US Treasury Note 1% Due 12/15/2017	0.00	8,000.00	8,000.00
06/22/2015	Interest	31331J6C2	1,065,000.00	FFCB Note 2.35% Due 12/22/2015	0.00	12,513.75	12,513.75
Jun 2015					**2,400,000.00**	**144,463.88**	**2,544,463.88**
07/05/2015	Interest	46625HJA9	1,050,000.00	JP Morgan Chase Note 3.15% Due 7/5/2016	0.00	16,537.50	16,537.50
07/16/2015	Interest	94974BFG0	1,500,000.00	Wells Fargo Corp Note 1.5% Due 1/16/2018	0.00	11,250.00	11,250.00
07/30/2015	Interest	3135G0GY3	1,000,000.00	FNMA Note 1.25% Due 1/30/2017	0.00	6,250.00	6,250.00
07/31/2015	Interest	912828B33	1,250,000.00	US Treasury Note 1.5% Due 1/31/2019	0.00	9,375.00	9,375.00
07/31/2015	Interest	912828VQ0	1,000,000.00	US Treasury Note 1.375% Due 7/31/2018	0.00	6,875.00	6,875.00
07/31/2015	Interest	912828QX1	3,375,000.00	US Treasury Note 1.5% Due 7/31/2016	0.00	25,312.50	25,312.50
07/31/2015	Maturity	912828NP1	1,300,000.00	US Treasury Note 1.75% Due 7/31/2015	1,300,000.00	11,375.00	1,311,375.00
Jul 2015					**1,300,000.00**	**86,975.00**	**1,386,975.00**
08/01/2015	Interest	06406HCL1	1,140,000.00	Bank of New York Callable Note Cont 7/2/2018 2.1% Due 8/1/2018	0.00	11,970.00	11,970.00
08/15/2015	Interest	912828UM0	1,500,000.00	US Treasury Note 0.375% Due 2/15/2016	0.00	2,812.50	2,812.50
08/25/2015	Interest	3137EACW7	2,000,000.00	FHLMC Note 2% Due 8/25/2016	0.00	20,000.00	20,000.00
08/27/2015	Interest	3135G0UY7	1,500,000.00	FNMA Callable Note 1X 2/27/15 1% Due 2/27/2017	0.00	7,500.00	7,500.00
08/31/2015	Interest	912828D80	1,000,000.00	US Treasury Note 1.625% Due 8/31/2019	0.00	8,125.00	8,125.00
08/31/2015	Interest	912828RE2	1,250,000.00	US Treasury Note 1.5% Due 8/31/2018	0.00	9,375.00	9,375.00
08/31/2015	Interest	912828C24	2,750,000.00	US Treasury Note 1.5% Due 2/28/2019	0.00	20,625.00	20,625.00
08/31/2015	Interest	912828RF9	1,225,000.00	US Treasury Note 1% Due 8/31/2016	0.00	6,125.00	6,125.00
Aug 2015					**0.00**	**96,220.00**	**96,220.00**

Cash Flow Report

From 12/31/2014

Payment Date	Transaction Type	CUSIP	Quantity	Security Description	Principal Amount	Income	Total Amount
08/31/2015	Interest	912828TM2	3,100,000.00	US Treasury Note 0.625% Due 8/31/2017	0.00	9,687.50	9,687.50
Aug 2015					**0.00**	**96,220.00**	**96,220.00**
09/01/2015	Interest	17275RAR3	1,250,000.00	Cisco Systems Note 2.125% Due 3/1/2019	0.00	13,281.25	13,281.25
09/04/2015	Interest	24422ESK6	1,500,000.00	John Deere Capital Corp Note 1.95% Due 3/4/2019	0.00	14,625.00	14,625.00
09/07/2015	Interest	3137EADP1	2,775,000.00	FHLMC Note 0.875% Due 3/7/2018	0.00	12,140.63	12,140.63
09/08/2015	Interest	3137EADC0	2,000,000.00	FHLMC Note 1% Due 3/8/2017	0.00	10,000.00	10,000.00
09/09/2015	Interest	313378A43	1,750,000.00	FHLB Note 1.375% Due 3/9/2018	0.00	12,031.25	12,031.25
09/12/2015	Interest	3135G0ZG1	2,200,000.00	FNMA Note 1.75% Due 9/12/2019	0.00	19,250.00	19,250.00
09/14/2015	Interest	313375K48	2,000,000.00	FHLB Note 2% Due 9/14/2018	0.00	20,000.00	20,000.00
09/15/2015	Interest	532457BF4	1,500,000.00	Eli Lilly & Co Note 1.95% Due 3/15/2019	0.00	14,625.00	14,625.00
09/21/2015	Interest	3133EAY28	1,300,000.00	FFCB Note 0.83% Due 9/21/2017	0.00	5,395.00	5,395.00
09/27/2015	Interest	3135G0ZL0	2,000,000.00	FNMA Note 1% Due 9/27/2017	0.00	10,000.00	10,000.00
09/28/2015	Interest	3135G0CM3	1,900,000.00	FNMA Note 1.25% Due 9/28/2016	0.00	11,875.00	11,875.00
Sep 2015					**0.00**	**143,223.13**	**143,223.13**
10/11/2015	Interest	3135G0BA0	1,850,000.00	FNMA Note 2.375% Due 4/11/2016	0.00	21,968.75	21,968.75
10/15/2015	Interest	68389XAN5	1,100,000.00	Oracle Corp Note 1.2% Due 10/15/2017	0.00	6,600.00	6,600.00
10/31/2015	Interest	912828SS0	750,000.00	US Treasury Note 0.875% Due 4/30/2017	0.00	3,281.25	3,281.25
10/31/2015	Interest	912828D23	2,000,000.00	US Treasury Note 1.625% Due 4/30/2019	0.00	16,250.00	16,250.00
Oct 2015					**0.00**	**48,100.00**	**48,100.00**
11/03/2015	Interest	037833AJ9	1,500,000.00	Apple Inc Note 1% Due 5/3/2018	0.00	7,500.00	7,500.00
11/15/2015	Interest	3135G0ES8	2,000,000.00	FNMA Note 1.375% Due 11/15/2016	0.00	13,750.00	13,750.00
Nov 2015					**3,450,000.00**	**194,330.00**	**3,644,330.00**

Cash Flow Report

From 12/31/2014

Payment Date	Transaction Type	CUSIP	Quantity	Security Description	Principal Amount	Income	Total Amount
11/15/2015	Interest	084664BS9	1,260,000.00	Berkshire Hathaway Note 1.6% Due 5/15/2017	0.00	10,080.00	10,080.00
11/15/2015	Interest	91159HHD5	1,100,000.00	US Bancorp Callable Note Cont 4/15/2017 1.65% Due 5/15/2017	0.00	9,075.00	9,075.00
11/15/2015	Interest	912828WH9	2,000,000.00	US Treasury Note 0.875% Due 5/15/2017	0.00	8,750.00	8,750.00
11/15/2015	Maturity	742718DS5	1,950,000.00	Procter & Gamble Co Note 1.8% Due 11/15/2015	1,950,000.00	17,550.00	1,967,550.00
11/19/2015	Interest	38259PAC6	950,000.00	Google Inc Note 2.125% Due 5/19/2016	0.00	10,093.75	10,093.75
11/21/2015	Interest	3135G0WJ8	1,500,000.00	FNMA Note 0.875% Due 5/21/2018	0.00	6,562.50	6,562.50
11/27/2015	Interest	3135G0YT4	2,750,000.00	FNMA Note 1.625% Due 11/27/2018	0.00	22,343.75	22,343.75
11/27/2015	Interest	3137EACT4	3,050,000.00	FHLMC Note 2.5% Due 5/27/2016	0.00	38,125.00	38,125.00
11/30/2015	Interest	3137EADG1	1,850,000.00	FHLMC Note 1.75% Due 5/30/2019	0.00	16,187.50	16,187.50
11/30/2015	Interest	912828UA6	1,500,000.00	US Treasury Note 0.625% Due 11/30/2017	0.00	4,687.50	4,687.50
11/30/2015	Interest	912828G61	1,700,000.00	US Treasury Note 1.5% Due 11/30/2019	0.00	12,750.00	12,750.00
11/30/2015	Interest	912828RU6	1,500,000.00	US Treasury Note 0.875% Due 11/30/2016	0.00	6,562.50	6,562.50
11/30/2015	Maturity	912828PJ3	1,500,000.00	US Treasury Note 1.375% Due 11/30/2015	1,500,000.00	10,312.50	1,510,312.50
Nov 2015					**3,450,000.00**	**194,330.00**	**3,644,330.00**
12/05/2015	Interest	166764AA8	1,100,000.00	Chevron Corp. Callable Note Cont 11/5/17 1.104% Due 12/5/2017	0.00	6,072.00	6,072.00
12/06/2015	Interest	369604BC6	1,200,000.00	General Electric Co Note 5.25% Due 12/6/2017	0.00	31,500.00	31,500.00
12/09/2015	Interest	313371PV2	1,525,000.00	FHLB Note 1.625% Due 12/9/2016	0.00	12,390.63	12,390.63
12/09/2015	Interest	313379FW4	1,950,000.00	FHLB Note 1% Due 6/9/2017	0.00	9,750.00	9,750.00
12/10/2015	Interest	313373SZ6	2,100,000.00	FHLB Note 2.125% Due 6/10/2016	0.00	22,312.50	22,312.50
12/15/2015	Interest	912828G79	1,600,000.00	US Treasury Note 1% Due 12/15/2017	0.00	8,000.00	8,000.00
Dec 2015					**1,065,000.00**	**109,963.88**	**1,174,963.88**

Cash Flow Report

From 12/31/2014

Payment Date	Transaction Type	CUSIP	Quantity	Security Description	Principal Amount	Income	Total Amount
12/15/2015	Interest	458140AL4	1,100,000.00	Intel Corp Note 1.35% Due 12/15/2017	0.00	7,425.00	7,425.00
12/22/2015	Maturity	31331J6C2	1,065,000.00	FFCB Note 2.35% Due 12/22/2015	1,065,000.00	12,513.75	1,077,513.75
Dec 2015					**1,065,000.00**	**109,963.88**	**1,174,963.88**
Total					**14,355,802.80**	**1,411,031.22**	**15,766,834.02**

Sample Client

Sector Time Distribution Report

As of 12/31/2014 12:00:00 AM

MIG	Market Value	0-1mo	1-6mo	6-12mo	1-2Yr	2-5Yr	5+Yr
Agency	$44,346,340.82	$0.00	$5,429,075.10	$1,086,030.56	$14,722,716.33	$23,108,518.83	$0.00
Commercial Paper	$3,955,802.80	$1,967,219.02	$1,988,583.78	$0.00	$0.00	$0.00	$0.00
Money Market Fund FI	$156,918.65	$156,918.65	$0.00	$0.00	$0.00	$0.00	$0.00
US Corporate	$20,080,823.07	$0.00	$686,959.80	$1,972,233.90	$2,049,754.10	$15,371,875.27	$0.00
US Treasury	$30,351,112.40	$0.00	$0.00	$2,826,934.00	$7,668,014.50	$19,856,163.90	$0.00
Sum	$98,890,997.74	$2,124,137.67	$8,104,618.68	$5,885,198.46	$24,440,484.93	$58,336,558.00	$0.00

Issuer Report

As of 12/31/2014

Issue Name	Par	Cost	Market Value	MVACC	% Portfolio
Government of United States	$30,300,000.00	$30,302,414.99	$30,351,112.40	$30,449,939.71	30.69 %
Federal National Mortgage Association	$16,700,000.00	$16,742,390.85	$16,790,658.55	$16,843,039.45	16.98 %
Federal Home Loan Bank	$11,725,000.00	$12,031,522.90	$11,871,817.18	$11,900,143.06	11.99 %
Federal Home Loan Mortgage Corp	$11,675,000.00	$11,806,454.30	$11,791,584.23	$11,829,540.31	11.92 %
Federal Farm Credit Bank	$3,865,000.00	$3,867,385.30	$3,892,280.86	$3,897,153.77	3.93 %
Bank of Tokyo-Mit UFJ	$1,990,000.00	$1,988,583.78	$1,988,583.78	$1,989,419.58	2.01 %
Procter & Gamble Company	$1,950,000.00	$1,903,017.43	$1,972,233.90	$1,976,718.90	1.99 %
Toyota Motor Corp	$1,970,000.00	$1,967,219.02	$1,967,219.02	$1,969,954.03	1.99 %
Berkshire Hathaway	$1,945,000.00	$1,975,303.20	$1,957,731.54	$1,968,831.99	1.98 %
Eli Lilly & Co	$1,500,000.00	$1,493,415.00	$1,508,058.00	$1,516,670.50	1.53 %
Wells Fargo Corp	$1,500,000.00	$1,502,799.10	$1,491,792.00	$1,502,104.50	1.51 %
Deere & Company	$1,500,000.00	$1,506,375.00	$1,488,322.50	$1,497,828.75	1.51 %
Apple Inc	$1,500,000.00	$1,487,717.70	$1,477,740.00	$1,480,156.66	1.49 %
General Electric Co	$1,200,000.00	$1,360,320.00	$1,331,174.40	$1,335,549.40	1.35 %
Cisco Systems	$1,250,000.00	$1,252,925.00	$1,255,881.25	$1,264,735.42	1.27 %
Bank of New York	$1,140,000.00	$1,147,774.80	$1,152,251.58	$1,162,226.58	1.17 %
US Bancorp	$1,100,000.00	$1,113,002.00	$1,108,209.30	$1,110,528.47	1.12 %
Intel Corp	$1,100,000.00	$1,103,285.25	$1,098,389.60	$1,099,049.60	1.11 %
Oracle Corp	$1,100,000.00	$1,101,562.00	$1,096,085.10	$1,098,871.77	1.11 %
JP Morgan Chase & Co	$1,050,000.00	$1,114,081.50	$1,079,333.85	$1,095,503.85	1.10 %
ChevronTexaco Corp	$1,100,000.00	$1,103,806.00	$1,093,199.80	$1,094,076.87	1.10 %
Google Inc	$950,000.00	$973,237.00	$970,420.25	$972,775.46	0.98 %
Fidelity Institutional Govt Money Market Fund	$156,918.65	$156,918.65	$156,918.65	$156,918.65	0.16 %
Total	**$98,266,918.65**	**$99,001,510.77**	**$98,890,997.74**	**$99,211,737.28**	**100.00 %**

DISCLOSURES

Please note: This sample client service report is being provided for illustrative purposes to demonstrate Chandler Asset Management's reporting capabilities. References to specific securities and their characteristics are examples of securities held in the portfolio and are not intended to be, and should not be interpreted as an offer, solicitation or recommendation to purchase or sell any financial instrument, an indication that the purchase of such securities was or will be profitable, or representative of the of the composition or performance of the portfolio. The information contained in this sample presentation was obtained from sources we believe to be reliable, but we do not guarantee its accuracy. This presentation contains the current opinions of the author, which are subject to change without notice. Any statements concerning financial market trends or future forecasts are based on current market conditions, which will fluctuate. Past performance is not indicative of future success.

CHANDLER ASSET MANAGEMENT

Investment Report

Sample Quarterly Report

6225 Lusk Boulevard | San Diego, CA 92121 | Phone 800.317.4747 | Fax 858.546.3741 | www.chandlerasset.com

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SECTION 1 — Economic Update

SECTION 2 — Account Profile

SECTION 3 — Portfolio Holdings

SECTION 1

Economic Update

Economic Update

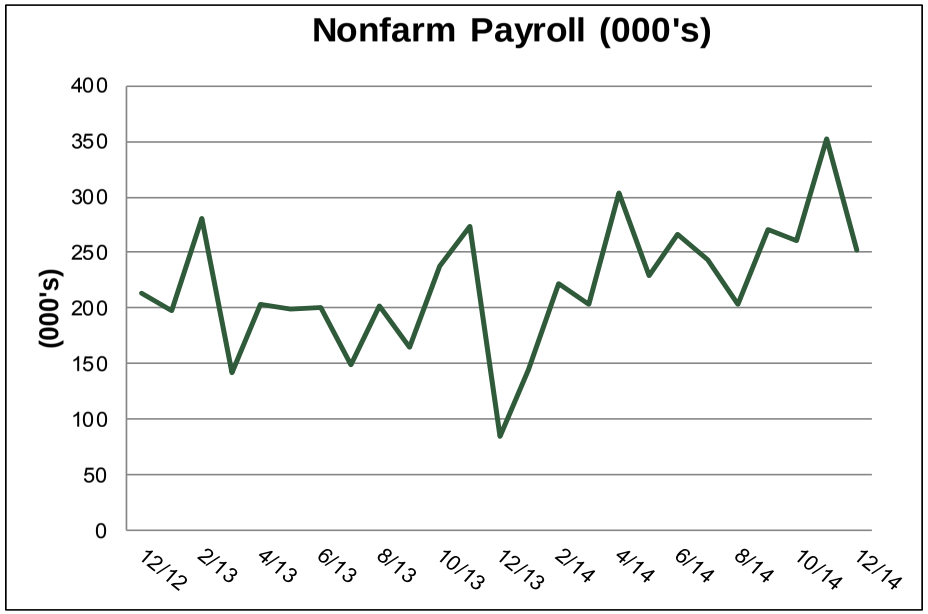
- The December employment report was somewhat mixed. Nonfarm payrolls rose by 252,000 in December, following strong gains of 353,000 and 261,000 in November and October, respectively. The unemployment rate also declined to 5.6% from 5.8%. However, wages declined 0.2% in December and the labor participation rate also fell to 62.7% from 62.9%. The manufacturing sector continues to show strength and consumer confidence was high heading into 2015. We believe low gas prices should provide an ongoing tailwind for consumer spending. Meanwhile, housing data remains volatile in spite of ongoing low mortgage rates. Overall, we believe the economy continues to grow at a modest pace and the labor market continues to expand. However, we believe weakness in wages and the labor participation rate in December leaves the door open for the Fed to be patient with policy rate changes.

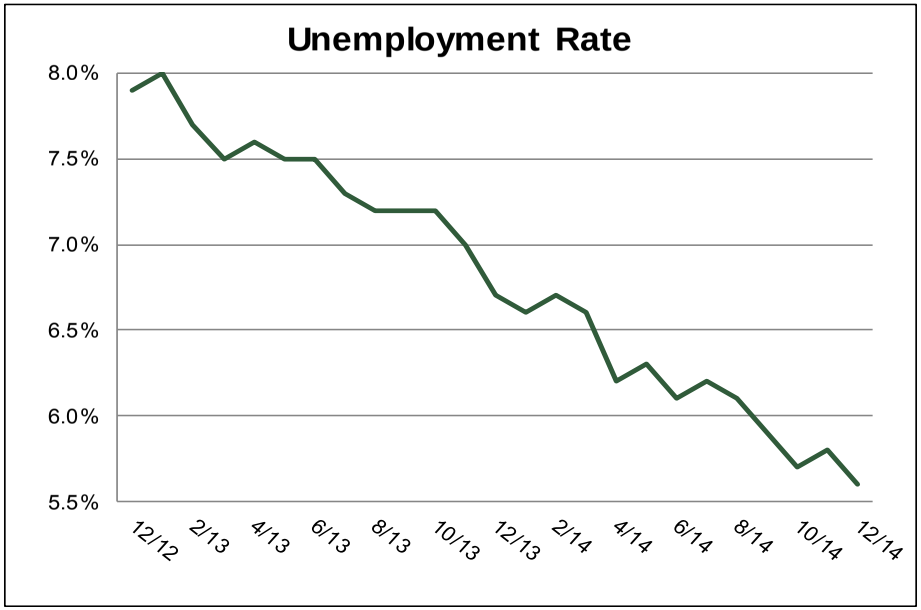
- The Federal Open Market Committee (FOMC) left policy rates unchanged at its final meeting of 2014. The FOMC indicated that it will take a “patient” approach toward normalizing monetary policy, and implied that the first rate hike is likely to be in (or around) mid-2015 based on the Fed’s economic forecasts. Overall, the FOMC’s guidance on policy action was consistent with its previous guidance, but the Committee is moving away from its “considerable time” language and emphasizing that policy changes will be data-dependent. During her post-meeting press conference, Fed Chair Yellen indicated that policy rates would likely remain unchanged for at least the next couple of FOMC meetings. This suggests that a rate hike is unlikely to happen any sooner than April, unless there is an unexpected change in economic data. The Committee also expects the fed funds rate to approach a more normalized level by the end of 2017, which suggests that any rate increases are likely to be gradual over the next few years. We expect FOMC members will continue to debate the appropriate timing of the first fed funds rate hike when they meet again on January 27-28, 2015.

- During the past three months, the yield curve flattened. Concerns about weak global economic growth kept downward pressure on longer US Treasury yields, even as the Fed signaled the possibility of a fed funds rate hike this year.

**Please see disclosures at the end of this presentation.*

Employment





Source: U.S. Department of Labor

Nonfarm payrolls rose by 252,000 in December, above the consensus forecast of 245,000. The unemployment rate declined to 5.6% from 5.8%. The net revisions in nonfarm payrolls for November and October were +50,000 (with very strong gains of 353,000 and 261,000 in November and October, respectively). Private payrolls rose by 240,000 in December, while government jobs rose by 12,000. Meanwhile, the labor participation rate declined to 62.7% from 62.9%. Wages also decreased 0.2%, versus expectations for a 0.2% increase.

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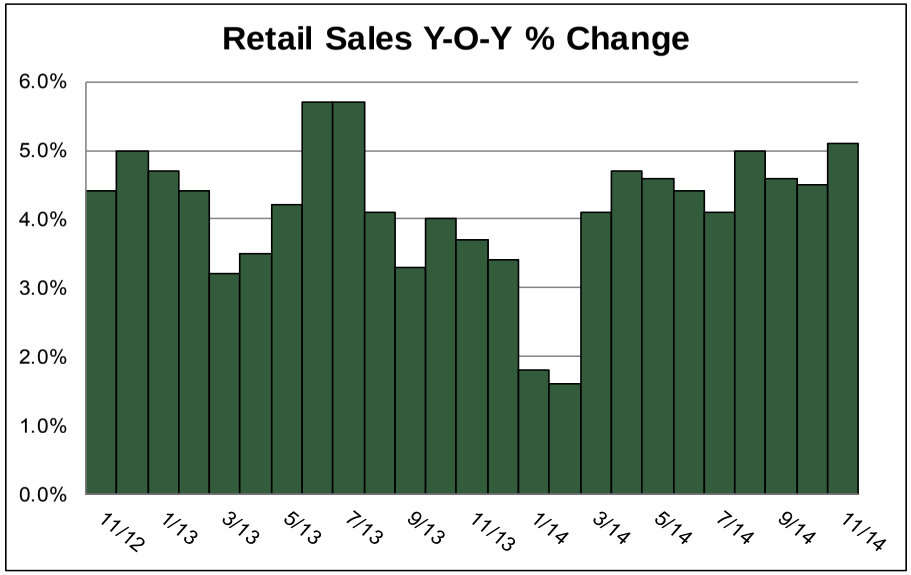
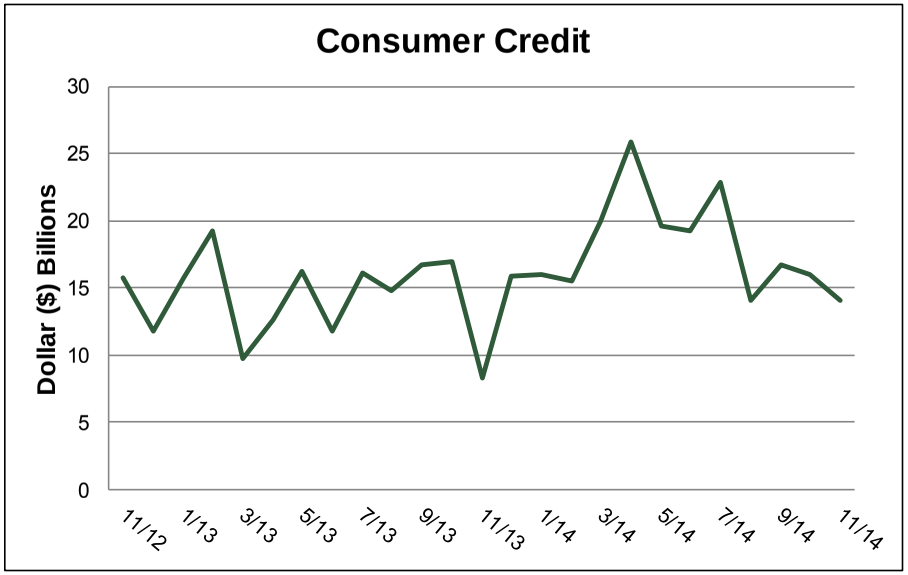
Consumer



Source: U.S. Department of Commerce

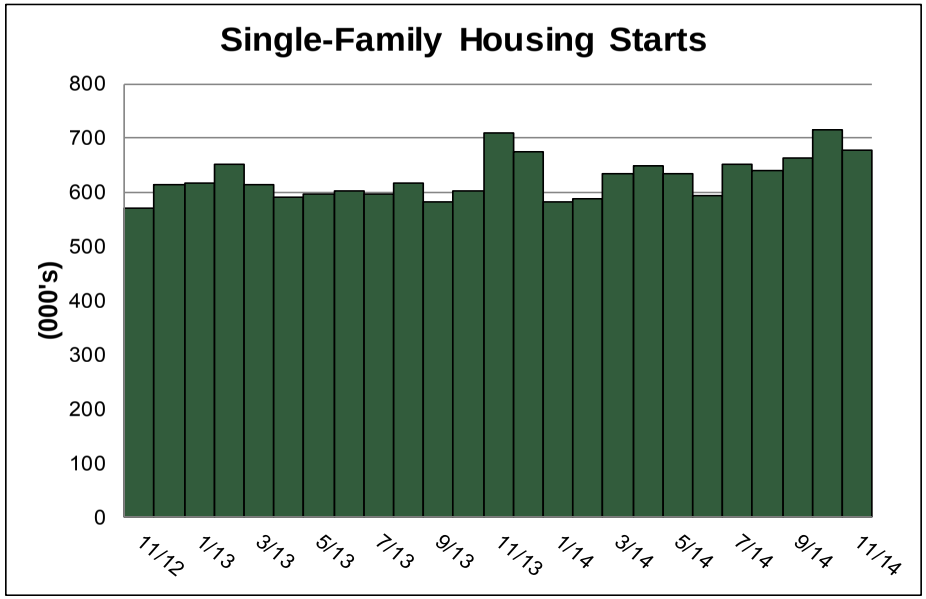


Source: Federal Reserve

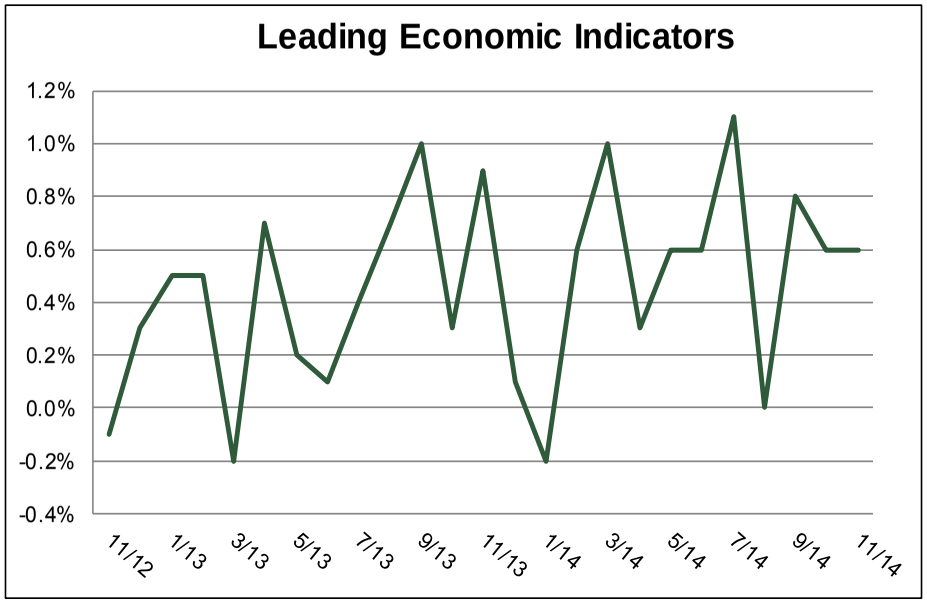
In November, retail sales rose 5.1% on a year-over-year basis versus a gain of 4.5% in October. On a month-over-month basis, retail sales rose 0.7% in November after increasing 0.5% in October, exceeding expectations. Gasoline sales were a drag on retail sales in both months due to lower prices. Overall, consumer spending is showing positive momentum. Consumer credit rose by $14.1 billion in November versus a gain of $16.0 billion in October. The gain was fueled by nonrevolving credit (student and auto loans) which rose $15.0 billion in November, while revolving credit (credit cards) fell by $0.9 billion.

**Please see disclosures at the end of this presentation.*

Broad Measures



Source: US Department of Commerce

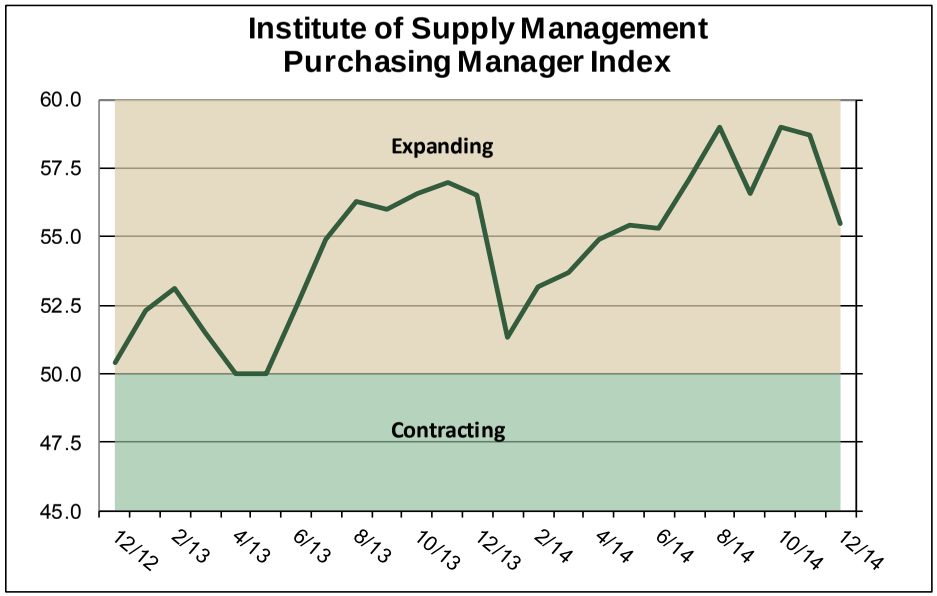


Source: The Conference Board

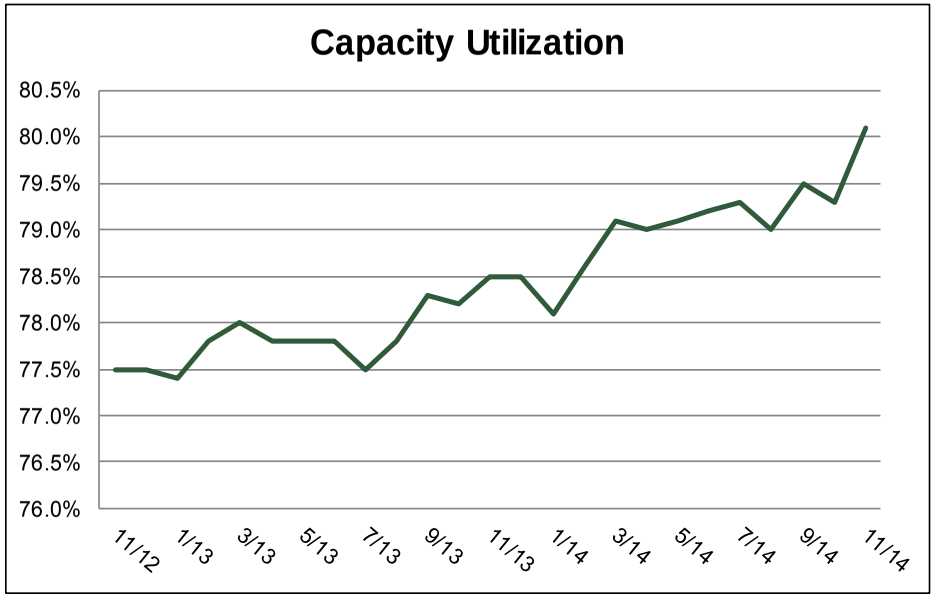
Housing data remains volatile. Single-family housing starts fell 5.4% in November after increasing 8.0% in October. The index of Leading Economic Indicators (LEI) rose 0.6% in November after a 0.6% gain in October. Overall, the LEI index continues to point to modest economic growth.

**Please see disclosures at the end of this presentation.*

Manufacturing



Source: Institute for Supply Management

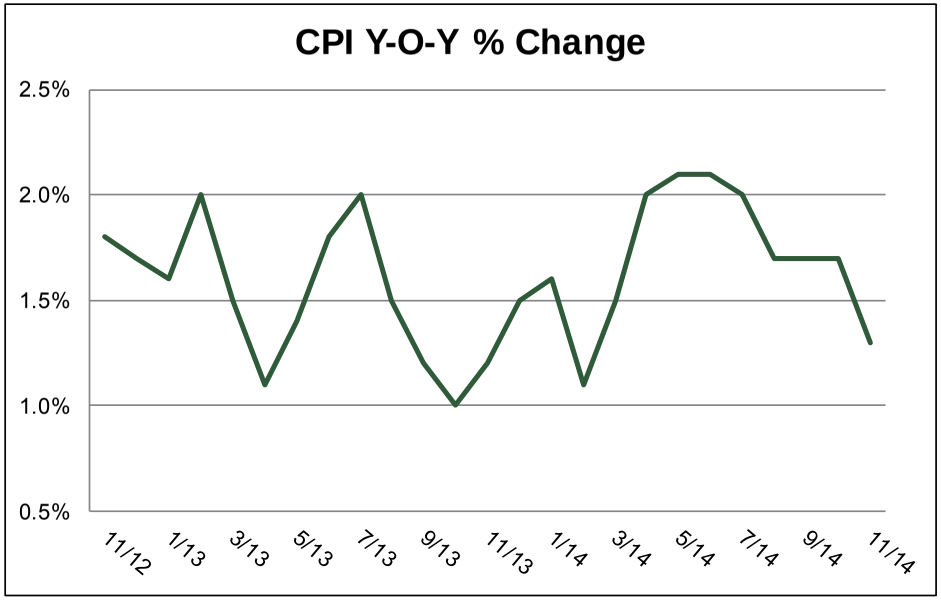


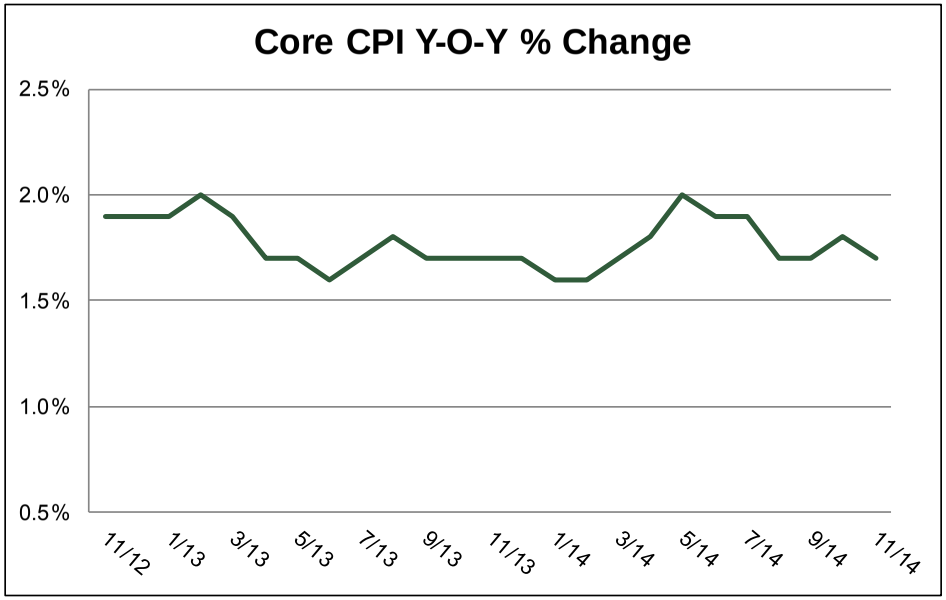
Source: Federal Reserve

During December, the ISM manufacturing index declined to 55.5 from 58.7 in November. Nevertheless, the December reading continued to signal ongoing growth in the manufacturing sector. A reading above 50.0 is viewed as expansionary in the manufacturing sector, while a reading below 50.0 suggests contraction. Capacity utilization, which is production divided by capacity, increased to 80.1% in November from 79.3% in October. The capacity utilization rate is now in line with the long-run average of 80.1% (1972-2013).

**Please see disclosures at the end of this presentation.*

Inflation



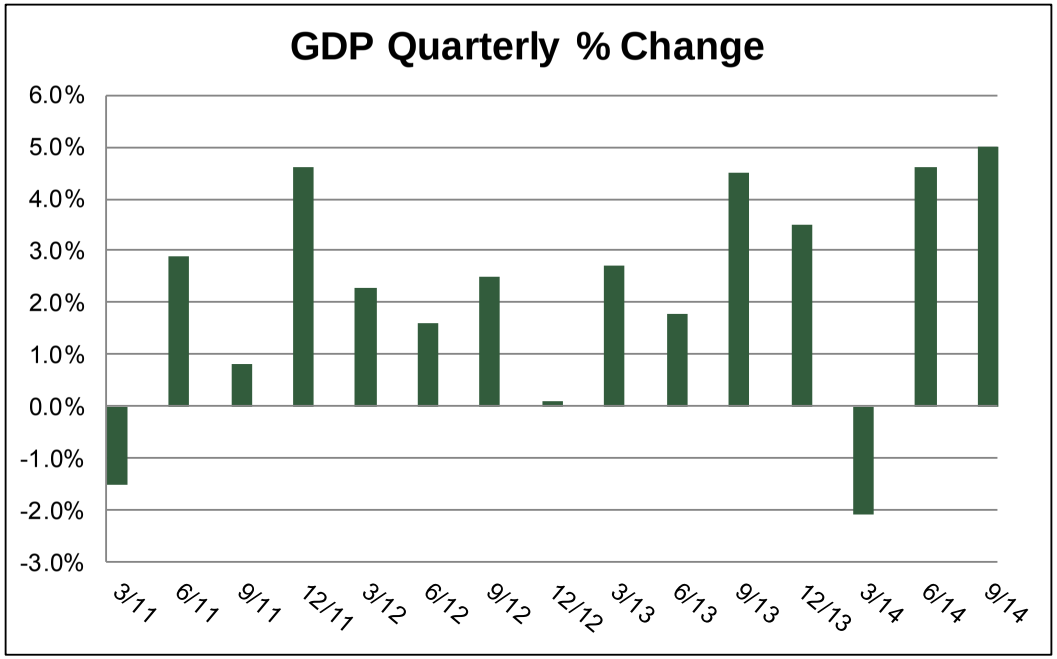


Source: US Department of Labor

In November, overall Consumer Price Index (CPI) inflation declined to 1.3% on a year-over-year basis from 1.7% in October. The year-over-year Core CPI (CPI less food and energy) also declined to 1.7% in November from 1.8% in October.

**Please see disclosures at the end of the presentation.*

Gross Domestic Product



Source: U.S. Department of Commerce

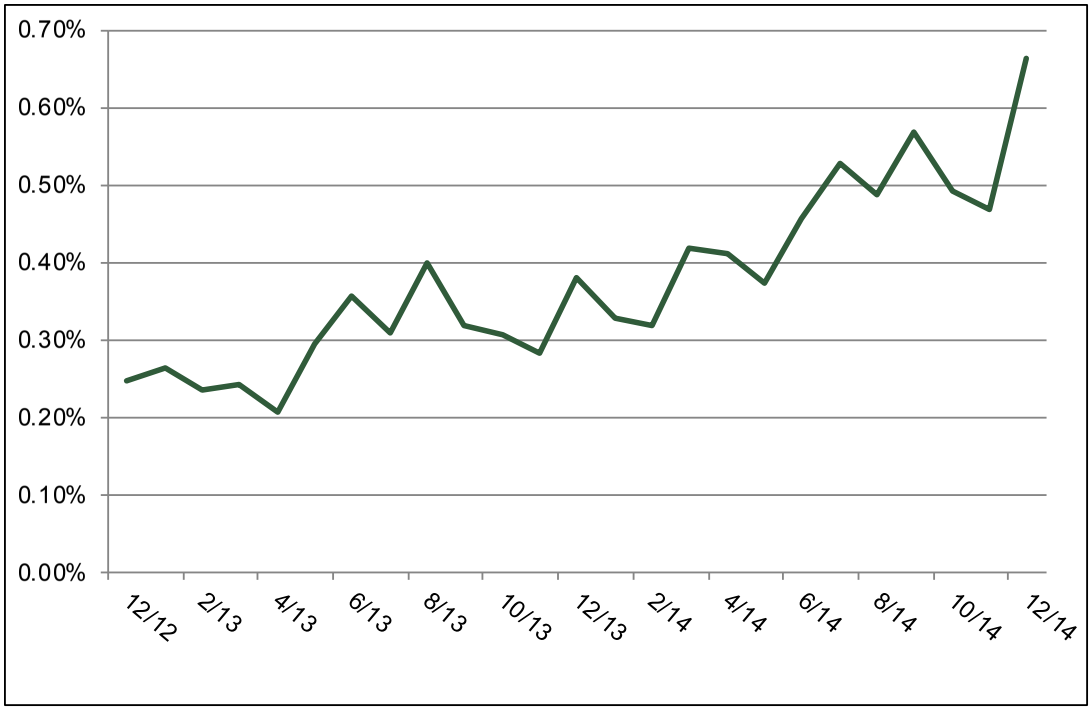
Real annualized GDP growth for the third quarter of 2014 was revised up to 5.0% from the second estimate of 3.9%. Personal consumption expenditures (particularly in the services sector) and nonresidential fixed investment increased more than previously estimated. The third quarter gain follows GDP growth of 4.6% in the second quarter, and a 2.1% decline in GDP during the first quarter.

**Please see disclosures at the end of the presentation.*

Interest Rates

Yield on the Two-Year Note

December 2012 through December 2014



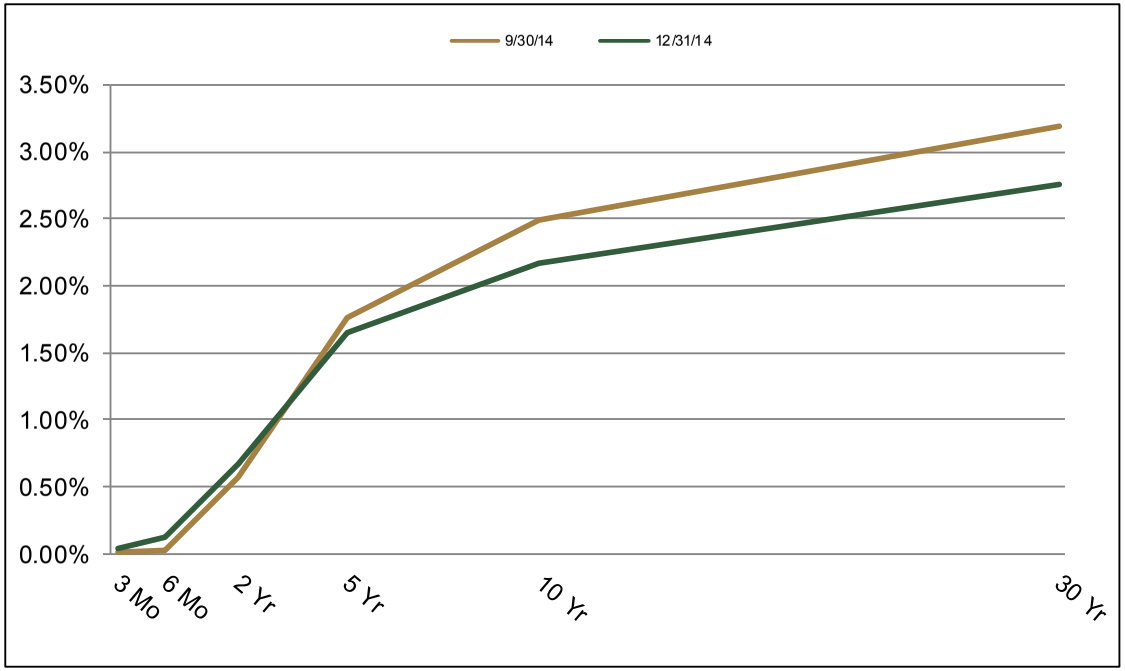
Source: Bloomberg

The yield on the two-year Treasury note increased in December, following two months of declines. Domestic economic data continued to be fairly solid in December, but concerns about weak global economic growth (particularly in Europe) remained elevated.

**Please see disclosures at the end of this presentation.*

Yield Curves

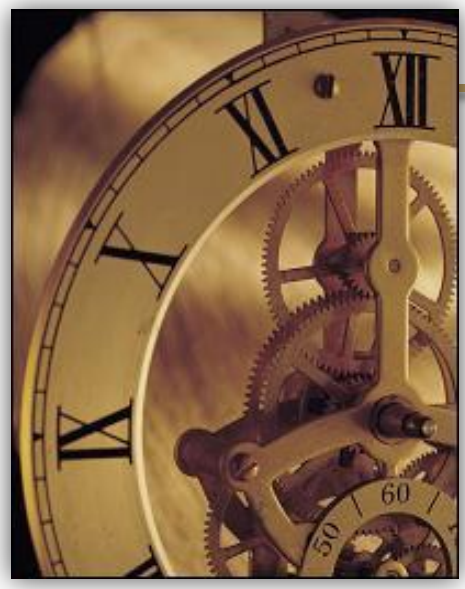
September 30, 2014 and December 31, 2014



Source: Bloomberg

During the past three months, the yield curve flattened. Concerns about weak global economic growth kept downward pressure on longer US Treasury yields, even as the Fed signaled the possibility of a fed funds rate hike this year.

**Please see disclosures at the end of this presentation.*



SECTION 2

Account Profile

Objectives

Investment Objectives

The investment objectives of the Client are first, to preserve principal in the overall portfolio; second, to provide liquidity; and third, to earn a market rate of return.

Chandler Asset Management Performance Objectives

The performance objective for the Client is to achieve an annual total return on its portfolio that exceeds the return on a market index of one-to-five year government securities.

Strategy

In order to achieve its objective, we invest the Client's funds in high-quality money market instruments, short term government securities, and AA or higher rated corporate medium term notes with a maximum maturity of five years.

Compliance

Sample Report

December 31, 2014

COMPLIANCE WITH INVESTMENT POLICY

Assets managed by Chandler Asset Management are in full compliance with State lawand the Client's investment policy.

Category	Standard	Comment
Treasury/Agency Issues	No Limit	Complies
Banker's Acceptances	A1/P1; AA L/T 40%;180 days	Complies
Commercial Paper	A1/P1, A L/T	Complies
Max. maturity< 270 days	25% maximum	Complies
Repurchase Agreements	≤90 days	Complies
Mortgage Pass Throughs & Asset-Backed Securities	10% ABS; 20% combined	Complies
Negotiable CDs	30%; A1/P1	Complies
Medium Term Notes	25% maximum; 15% A-rated by two NRSROs	Complies - 20.3% total; 10.2% A-rated
Money Market Mutual Funds	"AAA" rated by 2 NRSROs or SEC registered; 20% maximum; 10% per fund	Complies
LAIF	Prohibited for outside manager	Complies
Rev. Repo Agreements	Prohibited	Complies
Inverse Floaters, Range Notes	Prohibited	Complies
Interest Only Strips	Prohibited	Complies
Zero Interest Accruals	Prohibited	Complies
Maximum Maturity	5 years	Complies

Account Profile

Portfolio Characteristics

Sample Client

	12/31/2014		09/30/2014
	Benchmark*	**Portfolio**	**Portfolio**
Average Maturity (yrs)	2.70	2.49	2.57
Modified Duration	2.60	2.39	2.48
Average Purchase Yield	n/a	1.30 %	1.25 %
Average Market Yield	0.96 %	1.00 %	0.99 %
Average Quality**	AAA	AA+/Aa1	AA+/Aa1
Total Market Value		99,211,737	98,736,041

* 1-5 yr Government

** Benchmark is a blended rating of S&P, Moody's, and Fitch. Portfolio is S&P and Moody's respectively.

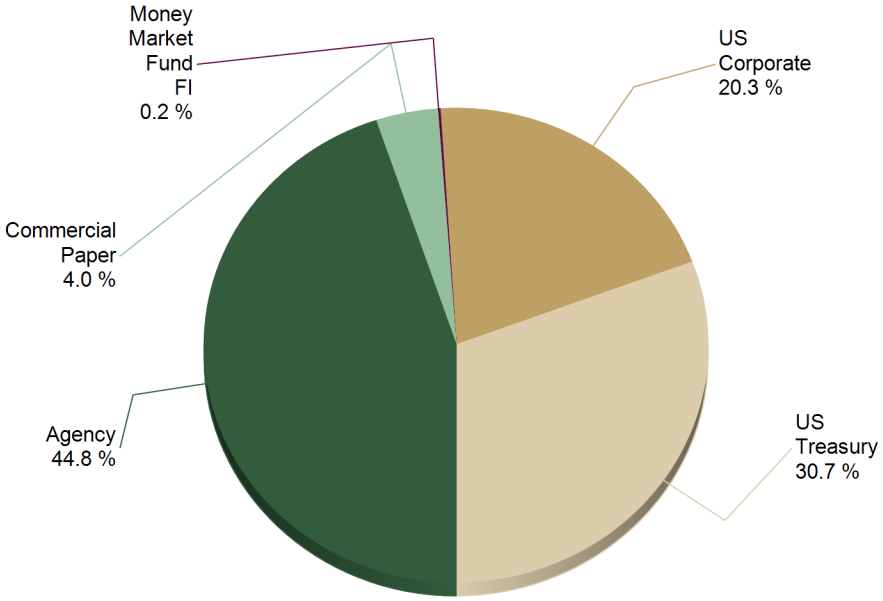
Multiple securities were purchased across the Treasury, Agency, Commercial Paper, and Corporate sectors of the market to keep the portfolio structure and duration in line with Chandler objectives. The purchased securities ranged in maturity from February 2015 to November 2019. Four securities were sold and one matured to facilitate the additions to the portfolio.

**Please see disclosures at the end of this presentation.*

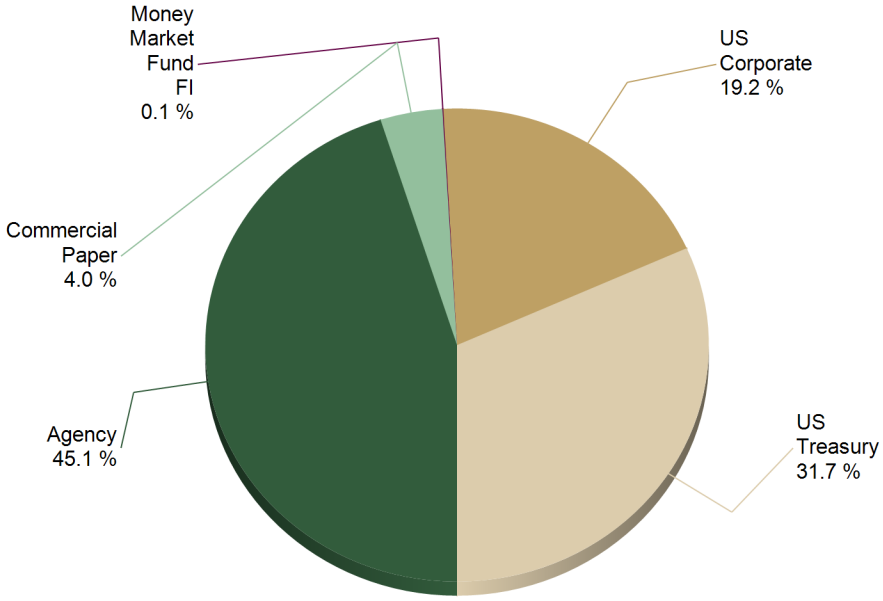
Sector Distribution

Sample Client

December 31, 2014



September 30, 2014



The changes to the sector allocation were minor during the quarter. The Corporate allocation increased by 1.1% to 20.3% of the portfolio offset by the 1.0% decline in the Treasury allocation to 30.7% of the portfolio.

**Please see disclosures at the end of this presentation.*

Issuers

Sample Client

Issuer Report
As of 12/31/2014

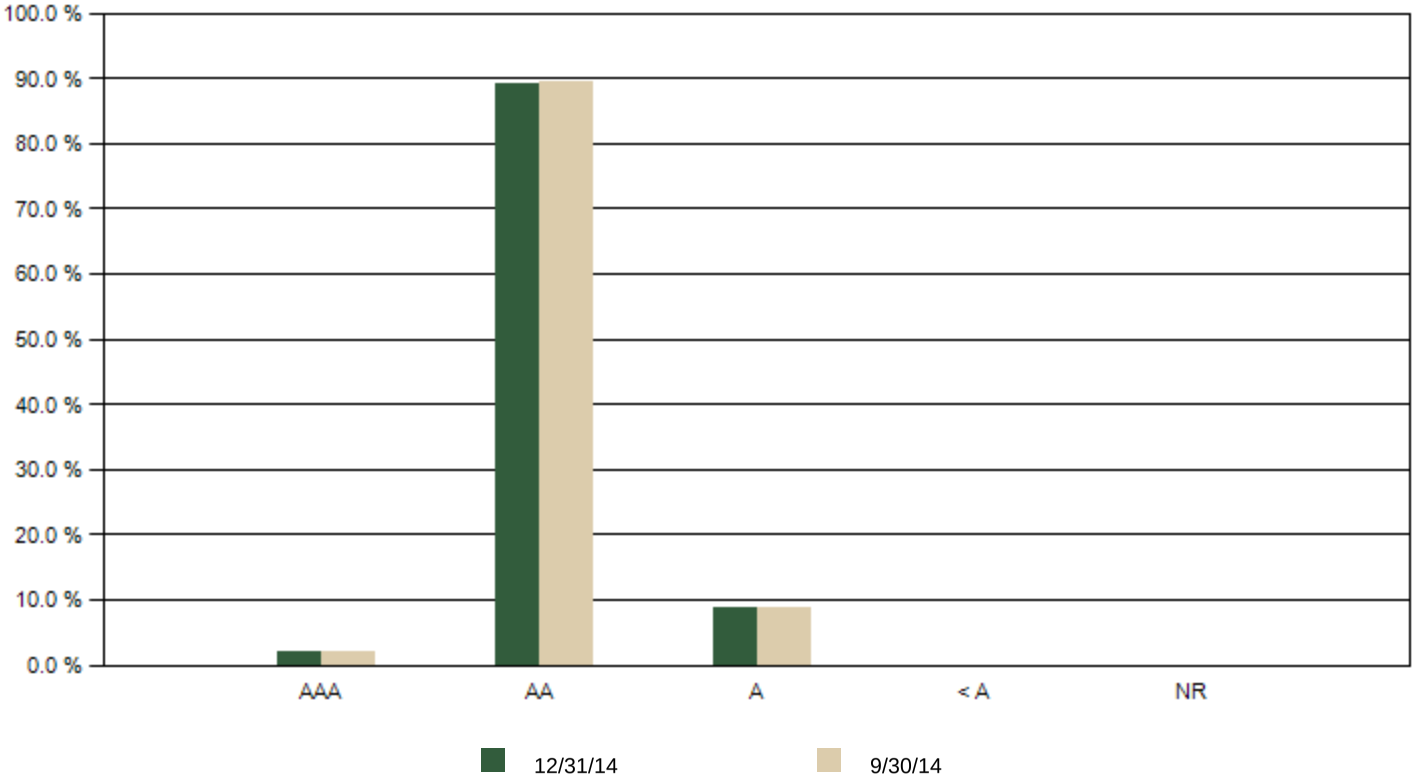
Issue Name	Investment Type	% Portfolio
Government of United States	US Treasury	30.69 %
Federal National Mortgage Association	Agency	16.98 %
Federal Home Loan Bank	Agency	11.99 %
Federal Home Loan Mortgage Corp	Agency	11.92 %
Federal Farm Credit Bank	Agency	3.93 %
Bank of Tokyo-Mit UFJ	Commercial Paper	2.01 %
Procter & Gamble Company	US Corporate	1.99 %
Toyota Motor Corp	Commercial Paper	1.99 %
Berkshire Hathaway	US Corporate	1.98 %
Eli Lilly & Co	US Corporate	1.53 %
Wells Fargo Corp	US Corporate	1.51 %
Deere & Company	US Corporate	1.51 %
Apple Inc	US Corporate	1.49 %
General Electric Co	US Corporate	1.35 %
Cisco Systems	US Corporate	1.27 %
Bank of New York	US Corporate	1.17 %
US Bancorp	US Corporate	1.12 %
Intel Corp	US Corporate	1.11 %
Oracle Corp	US Corporate	1.11 %
JP Morgan Chase & Co	US Corporate	1.10 %
ChevronTexaco Corp	US Corporate	1.10 %
Google Inc	US Corporate	0.98 %
Fidelity Institutional Govt Money Market Fund	Money Market Fund FI	0.16 %
Total		**100.00 %**

**Please see disclosures at the end of this presentation.*

Quality Distribution

Sample Client

December 31, 2014 vs. September 30, 2014



	AAA	AA	A	<A	NR
12/31/14	2.1 %	89.2 %	8.6 %	0.0 %	0.0 %
9/30/14	2.1 %	89.3 %	8.7 %	0.0 %	0.0 %

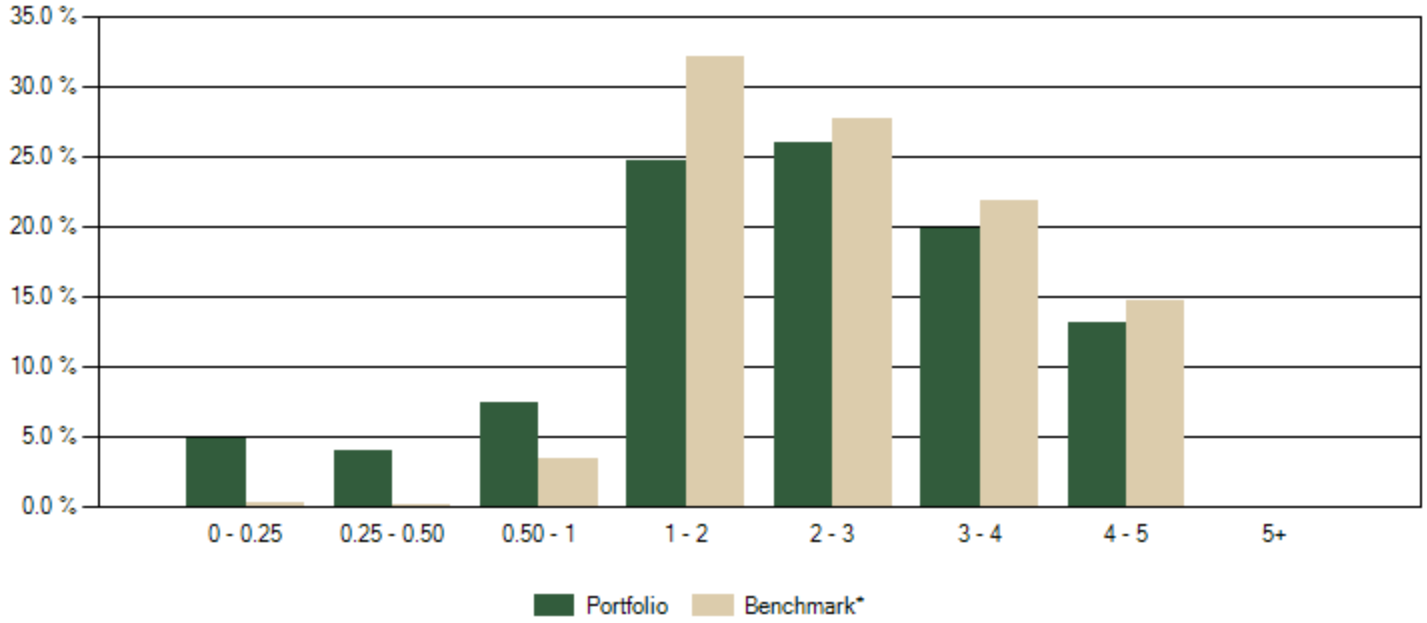
**Please see disclosures at the end of this presentation.*

Source: S&P Ratings

Duration Distribution

Sample Client

Portfolio Compared to the Benchmark as of December 31, 2014



	0 - 0.25	0.25 - 0.50	0.50 - 1	1 - 2	2 - 3	3 - 4	4 - 5	5+
Portfolio	4.9 %	4.0 %	7.5 %	24.7 %	25.9 %	19.9 %	13.2 %	0.0 %
Benchmark*	0.3 %	0.0 %	3.4 %	32.1 %	27.6 %	21.8 %	14.7 %	0.0 %

* 1-5 yr Government

The duration of the portfolio contracted moderately during the quarter, currently 2.39 versus 2.48 at the end of the prior quarter. Post the determination on carving out a 1-3 year strategy out of the portfolio, the Chandler team will look to move the duration back up towards the benchmark in the 1-5 year strategy.

**Please see disclosures at the end of this presentation.*

Investment Performance

Sample Client

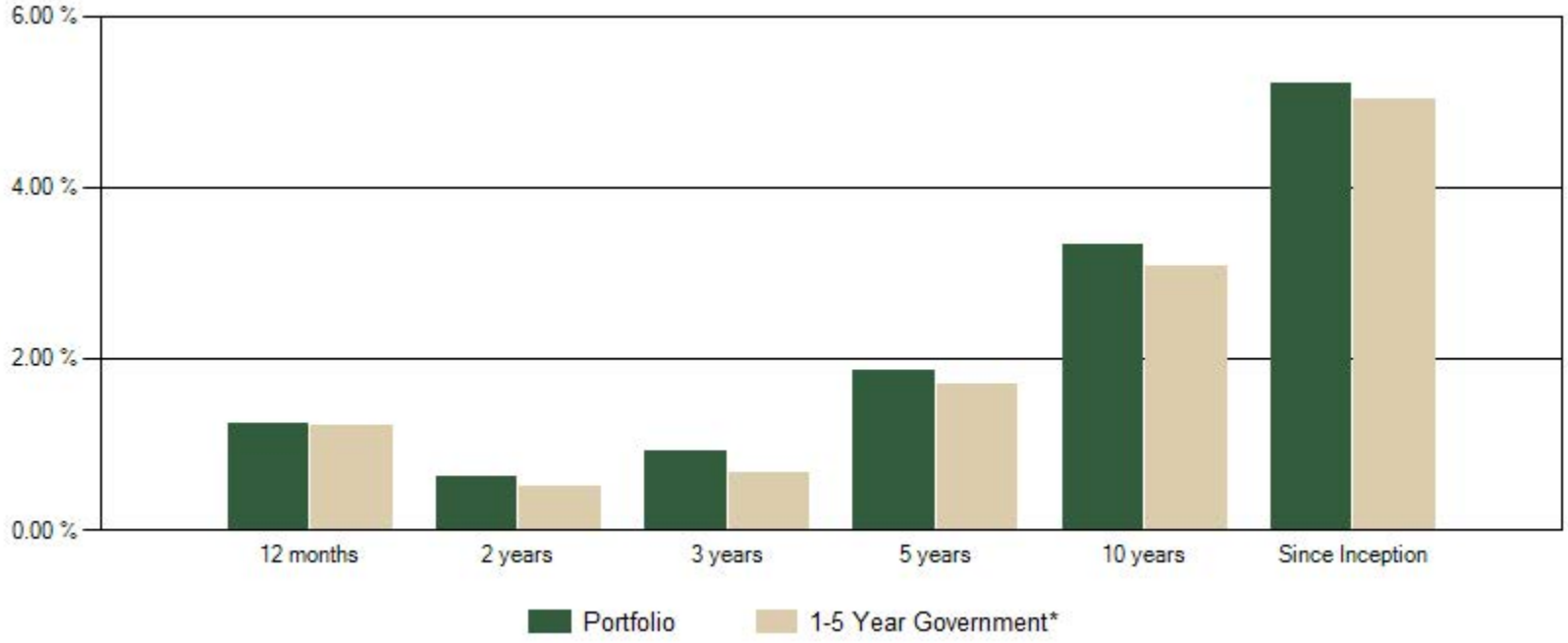
Period Ending

December 31, 2014

Total Rate of Return

Annualized Since Inception

August 31, 1989



			Annualized				
	3 months	**12 months**	**2 years**	**3 years**	**5 years**	**10 years**	**Since Inception**
Sample Client	0.48 %	1.26 %	0.65 %	0.94 %	1.89 %	3.35 %	5.24 %
1-5 yr Government*	0.48 %	1.24 %	0.54 %	0.68 %	1.73 %	3.10 %	5.06 %

**1-3 Year Treasuries to 3/31/98; Then 1-5 Year Govt*

Total rate of return: A measure of a portfolio's performance over time. It is the internal rate of return, which equates the beginning value of the portfolio with the ending value; it includes interest earnings, realized and unrealized gains and losses in the portfolio. Past performance is not indicative of future results.

This report is intended as a representative illustration of our reporting capabilities only and is not intended as a representation of our performance. Performance shown is reported gross of fees. Past performance is not indicative of future returns. Investment advisory fees are described in the firm's Form ADV Part 2A brochure and will reduce returns.

SECTION 3

Portfolio Holdings

Sample Client

Holdings Report

As of 12/31/14

CUSIP	Security Description	Par Value/Units	Purchase Date Book Yield	Cost Value Book Value	Mkt Price Mkt YTM	Market Value Accrued Int.	% of Port. Gain/Loss	Moody/S&P Fitch	Maturity Duration
AGENCY									
3133EANJ3	FFCB Note 0.5% Due 5/1/2015	1,500,000.00	05/03/2012 0.53 %	1,498,530.00 1,499,838.46	100.07 0.29 %	1,501,042.50 1,250.00	1.51 % 1,204.04	Aaa / AA+ AAA	0.33 0.33
3133XWNB1	FHLB Note 2.875% Due 6/12/2015	2,400,000.00	06/06/2011 1.44 %	2,534,102.40 2,414,818.96	101.17 0.26 %	2,428,017.60 3,641.67	2.45 % 13,198.64	Aaa / AA+ AAA	0.45 0.45
31331J6C2	FFCB Note 2.35% Due 12/22/2015	1,065,000.00	03/28/2011 2.27 %	1,068,855.30 1,065,791.57	101.97 0.32 %	1,086,030.56 625.69	1.10 % 20,238.99	Aaa / AA+ AAA	0.98 0.97
3135G0BA0	FNMA Note 2.375% Due 4/11/2016	1,850,000.00	06/07/2011 1.78 %	1,900,754.75 1,863,370.10	102.47 0.44 %	1,895,602.50 9,763.89	1.92 % 32,232.40	Aaa / AA+ AAA	1.28 1.26
3137EACT4	FHLMC Note 2.5% Due 5/27/2016	3,050,000.00	Various 1.68 %	3,166,368.80 3,083,649.05	102.83 0.48 %	3,136,208.25 7,201.39	3.17 % 52,559.20	Aaa / AA+ AAA	1.41 1.38
313373SZ6	FHLB Note 2.125% Due 6/10/2016	2,100,000.00	09/14/2011 1.10 %	2,198,595.00 2,129,977.44	102.24 0.56 %	2,147,040.00 2,603.13	2.17 % 17,062.56	Aaa / AA+ AAA	1.44 1.42
3137EACW7	FHLMC Note 2% Due 8/25/2016	2,000,000.00	01/25/2012 1.10 %	2,080,066.00 2,028,810.36	102.39 0.54 %	2,047,754.00 14,000.00	2.08 % 18,943.64	Aaa / AA+ AAA	1.65 1.62
3135G0CM3	FNMA Note 1.25% Due 9/28/2016	1,900,000.00	09/29/2011 1.30 %	1,895,457.10 1,898,416.83	101.02 0.66 %	1,919,395.20 6,135.42	1.94 % 20,978.37	Aaa / AA+ AAA	1.75 1.72
3135G0ES8	FNMA Note 1.375% Due 11/15/2016	2,000,000.00	12/21/2011 1.21 %	2,015,820.00 2,006,045.18	101.35 0.65 %	2,026,958.00 3,513.89	2.05 % 20,912.82	Aaa / AA+ AAA	1.88 1.85
313371PV2	FHLB Note 1.625% Due 12/9/2016	1,525,000.00	10/17/2013 0.78 %	1,565,107.50 1,549,735.29	101.62 0.78 %	1,549,758.38 1,514.41	1.56 % 23.09	Aaa / AA+ AAA	1.94 1.91
3135G0GY3	FNMA Note 1.25% Due 1/30/2017	1,000,000.00	03/26/2012 1.25 %	999,907.00 999,960.07	100.90 0.82 %	1,008,965.00 5,243.06	1.02 % 9,004.93	Aaa / AA+ AAA	2.08 2.04
3135G0UY7	FNMA Callable Note 1X 2/27/15 1% Due 2/27/2017	1,500,000.00	04/23/2013 0.48 %	1,514,250.00 1,501,205.12	100.00 0.99 %	1,500,015.00 5,166.67	1.52 % (1,190.12)	Aaa / AA+ AAA	2.16 0.88
3137EADC0	FHLMC Note 1% Due 3/8/2017	2,000,000.00	03/19/2012 1.37 %	1,964,304.00 1,984,316.59	100.29 0.87 %	2,005,796.00 6,277.78	2.03 % 21,479.41	Aaa / AA+ AAA	2.19 2.15
313379FW4	FHLB Note 1% Due 6/9/2017	1,950,000.00	06/20/2012 1.02 %	1,947,640.50 1,948,842.36	99.91 1.04 %	1,948,207.95 1,191.67	1.96 % (634.41)	Aaa / AA+ AAA	2.44 2.40
3133EAY28	FFCB Note 0.83% Due 9/21/2017	1,300,000.00	09/18/2012 0.83 %	1,300,000.00 1,300,000.00	100.40 0.68 %	1,305,207.80 2,997.22	1.32 % 5,207.80	Aaa / AA+ NR	2.73 2.68
3135G0ZL0	FNMA Note 1% Due 9/27/2017	2,000,000.00	Various 1.12 %	1,993,003.50 1,993,794.62	99.80 1.07 %	1,995,972.00 5,222.22	2.02 % 2,177.38	Aaa / AA+ AAA	2.74 2.69
3137EADP1	FHLMC Note 0.875% Due 3/7/2018	2,775,000.00	Various 1.18 %	2,736,169.50 2,748,977.36	98.80 1.26 %	2,741,569.58 7,689.06	2.77 % (7,407.78)	Aaa / AA+ AAA	3.18 3.12
313378A43	FHLB Note 1.375% Due 3/9/2018	1,750,000.00	08/06/2013 1.48 %	1,741,617.50 1,744,179.79	100.24 1.30 %	1,754,261.25 7,486.11	1.78 % 10,081.46	Aaa / AA+ AAA	3.19 3.10
3135G0WJ8	FNMA Note 0.875% Due 5/21/2018	1,500,000.00	06/17/2013 1.24 %	1,473,915.00 1,482,068.38	98.34 1.38 %	1,475,058.00 1,458.33	1.49 % (7,010.38)	Aaa / AA+ AAA	3.39 3.32
313375K48	FHLB Note 2% Due 9/14/2018	2,000,000.00	02/07/2014 1.50 %	2,044,460.00 2,035,843.72	102.23 1.38 %	2,044,532.00 11,888.89	2.07 % 8,688.28	Aaa / AA+ AAA	3.71 3.54

Sample Client

Holdings Report

As of 12/31/14

CUSIP	Security Description	Par Value/Units	Purchase Date Book Yield	Cost Value Book Value	Mkt Price Mkt YTM	Market Value Accrued Int.	% of Port. Gain/Loss	Moody/S&P Fitch	Maturity Duration
AGENCY									
3135G0YT4	FNMA Note 1.625% Due 11/27/2018	2,750,000.00	Various 1.59 %	2,755,127.50 2,754,002.02	100.48 1.50 %	2,763,241.25 4,220.48	2.79 % 9,239.23	Aaa / AA+ AAA	3.91 3.77
3137EADG1	FHLMC Note 1.75% Due 5/30/2019	1,850,000.00	08/18/2014 1.64 %	1,859,546.00 1,858,807.48	100.55 1.62 %	1,860,256.40 2,787.85	1.88 % 1,448.92	Aaa / AA+ AAA	4.41 4.23
3135G0ZG1	FNMA Note 1.75% Due 9/12/2019	2,200,000.00	Various 1.81 %	2,194,156.00 2,194,526.64	100.25 1.69 %	2,205,451.60 11,656.94	2.23 % 10,924.96	Aaa / AA+ AAA	4.70 4.47
Total Agency		**43,965,000.00**	**1.31 %**	**44,447,753.35 44,086,977.39**	**0.91 %**	**44,346,340.82 123,535.77**	**44.82 % 259,363.43**	**Aaa / AA+ Aaa**	**2.39 2.28**
COMMERCIAL PAPER									
89233HN59	Toyota Motor Credit Discount CP 0.21% Due 1/5/2015	1,970,000.00	05/08/2014 0.21 %	1,967,219.02 1,967,219.02	99.86 0.21 %	1,967,219.02 2,735.01	1.99 % 0.00	P-1 / A-1+ F-1	0.01 0.01
06538CPL9	Bank of Tokyo Mitsubishi NY Discount CP 0.21% Due 2/20/2015	1,990,000.00	10/20/2014 0.21 %	1,988,583.78 1,988,583.78	99.93 0.21 %	1,988,583.78 835.80	2.01 % 0.00	P-1 / A-1 F-1	0.14 0.14
Total Commercial Paper		**3,960,000.00**	**0.21 %**	**3,955,802.80 3,955,802.80**	**0.21 %**	**3,955,802.80 3,570.81**	**3.99 % 0.00**	**P-1 / A-1 F-1**	**0.08 0.08**
MONEY MARKET FUND FI									
316175603	Fidelity Institutional Government MMKT Fund #657	156,918.65	Various 0.01 %	156,918.65 156,918.65	1.00 0.01 %	156,918.65 0.00	0.16 % 0.00	Aaa / AAA NR	0.00 0.00
Total Money Market Fund FI		**156,918.65**	**0.01 %**	**156,918.65 156,918.65**	**0.01 %**	**156,918.65 0.00**	**0.16 % 0.00**	**Aaa / AAA NR**	**0.00 0.00**
US CORPORATE									
084670AV0	Berkshire Hathaway Note 3.2% Due 2/11/2015	685,000.00	Various 2.22 %	713,303.40 685,720.84	100.29 0.62 %	686,959.80 8,524.45	0.70 % 1,238.96	Aa2 / AA A+	0.12 0.11
742718DS5	Procter & Gamble Co Note 1.8% Due 11/15/2015	1,950,000.00	04/13/2011 2.36 %	1,903,017.43 1,941,064.32	101.14 0.49 %	1,972,233.90 4,485.00	1.99 % 31,169.58	Aa3 / AA- NR	0.87 0.87
38259PAC6	Google Inc Note 2.125% Due 5/19/2016	950,000.00	10/13/2011 1.57 %	973,237.00 956,991.91	102.15 0.56 %	970,420.25 2,355.21	0.98 % 13,428.34	Aa2 / AA NR	1.38 1.36
46625HJA9	JP Morgan Chase Note 3.15% Due 7/5/2016	1,050,000.00	12/11/2012 1.39 %	1,114,081.50 1,077,181.61	102.79 1.28 %	1,079,333.85 16,170.00	1.10 % 2,152.24	A3 / A A+	1.51 1.46
084664BS9	Berkshire Hathaway Note 1.6% Due 5/15/2017	1,260,000.00	Various 1.57 %	1,261,999.80 1,260,947.33	100.85 1.23 %	1,270,771.74 2,576.00	1.28 % 9,824.41	Aa2 / AA A+	2.37 2.32
91159HHD5	US Bancorp Callable Note Cont 4/15/2017 1.65% Due 5/15/2017	1,100,000.00	01/31/2013 1.36 %	1,113,002.00 1,107,095.86	100.75 1.32 %	1,108,209.30 2,319.17	1.12 % 1,113.44	A1 / A+ AA-	2.37 2.24
68389XAN5	Oracle Corp Note 1.2% Due 10/15/2017	1,100,000.00	11/27/2012 1.17 %	1,101,562.00 1,100,893.32	99.64 1.33 %	1,096,085.10 2,786.67	1.11 % (4,808.22)	A1 / A+ A+	2.79 2.73

Sample Client

Holdings Report

As of 12/31/14

CUSIP	Security Description	Par Value/Units	Purchase Date Book Yield	Cost Value Book Value	Mkt Price Mkt YTM	Market Value Accrued Int.	% of Port. Gain/Loss	Moody/S&P Fitch	Maturity Duration
US CORPORATE									
166764AA8	Chevron Corp. Callable Note Cont 11/5/17 1.104% Due 12/5/2017	1,100,000.00	01/10/2013 1.03 %	1,103,806.00 1,102,279.34	99.38 1.32 %	1,093,199.80 877.07	1.10 % (9,079.54)	Aa1 / AA NR	2.93 2.79
369604BC6	General Electric Co Note 5.25% Due 12/6/2017	1,200,000.00	05/15/2014 1.37 %	1,360,320.00 1,332,362.96	110.93 1.43 %	1,331,174.40 4,375.00	1.35 % (1,188.56)	Aa3 / AA+ NR	2.93 2.74
458140AL4	Intel Corp Note 1.35% Due 12/15/2017	1,100,000.00	12/12/2012 1.29 %	1,103,285.25 1,101,943.41	99.85 1.40 %	1,098,389.60 660.00	1.11 % (3,553.81)	A1 / A+ A+	2.96 2.89
94974BFG0	Wells Fargo Corp Note 1.5% Due 1/16/2018	1,500,000.00	Various 1.46 %	1,502,799.10 1,501,615.27	99.45 1.69 %	1,491,792.00 10,312.50	1.51 % (9,823.27)	A2 / A+ AA-	3.05 2.94
037833AJ9	Apple Inc Note 1% Due 5/3/2018	1,500,000.00	Various 1.20 %	1,487,717.70 1,490,109.32	98.52 1.46 %	1,477,740.00 2,416.66	1.49 % (12,369.32)	Aa1 / AA+ NR	3.34 3.26
06406HCL1	Bank of New York Callable Note Cont 7/2/2018 2.1% Due 8/1/2018	1,140,000.00	02/05/2014 1.94 %	1,147,774.80 1,146,198.50	101.07 1.79 %	1,152,251.58 9,975.00	1.17 % 6,053.08	A1 / A+ AA-	3.59 3.41
17275RAR3	Cisco Systems Note 2.125% Due 3/1/2019	1,250,000.00	11/19/2014 2.07 %	1,252,925.00 1,252,853.66	100.47 2.01 %	1,255,881.25 8,854.17	1.27 % 3,027.59	A1 / AA- NR	4.17 3.94
24422ESK6	John Deere Capital Corp Note 1.95% Due 3/4/2019	1,500,000.00	05/28/2014 1.86 %	1,506,375.00 1,505,583.17	99.22 2.15 %	1,488,322.50 9,506.25	1.51 % (17,260.67)	A2 / A NR	4.18 3.96
532457BF4	Eli Lilly & Co Note 1.95% Due 3/15/2019	1,500,000.00	06/10/2014 2.05 %	1,493,415.00 1,494,181.23	100.54 1.82 %	1,508,058.00 8,612.50	1.53 % 13,876.77	A2 / AA- A	4.21 4.00
Total US Corporate		**19,885,000.00**	**1.64 %**	**20,138,620.98 20,057,022.05**	**1.39 %**	**20,080,823.07 94,805.65**	**20.34 % 23,801.02**	**A1 / AA- A+**	**2.75 2.64**
US TREASURY									
912828NP1	US Treasury Note 1.75% Due 7/31/2015	1,300,000.00	04/05/2011 1.96 %	1,288,832.48 1,298,505.80	100.92 0.18 %	1,311,934.00 9,520.38	1.33 % 13,428.20	Aaa / AA+ AAA	0.58 0.58
912828PJ3	US Treasury Note 1.375% Due 11/30/2015	1,500,000.00	05/31/2011 1.46 %	1,494,145.65 1,498,813.45	101.00 0.28 %	1,515,000.00 1,813.19	1.53 % 16,186.55	Aaa / AA+ AAA	0.92 0.91
912828UM0	US Treasury Note 0.375% Due 2/15/2016	1,500,000.00	06/06/2014 0.30 %	1,501,997.21 1,501,329.31	100.04 0.34 %	1,500,586.50 2,124.66	1.51 % (742.81)	Aaa / AA+ AAA	1.13 1.12
912828QX1	US Treasury Note 1.5% Due 7/31/2016	3,375,000.00	Various 1.24 %	3,417,296.47 3,388,384.51	101.53 0.53 %	3,426,678.00 21,185.46	3.48 % 38,293.49	Aaa / AA+ AAA	1.58 1.56
912828RF9	US Treasury Note 1% Due 8/31/2016	1,225,000.00	09/14/2011 0.86 %	1,233,282.42 1,227,779.09	100.75 0.55 %	1,234,187.50 4,162.29	1.25 % 6,408.41	Aaa / AA+ AAA	1.67 1.64
912828RU6	US Treasury Note 0.875% Due 11/30/2016	1,500,000.00	01/25/2012 0.86 %	1,500,825.34 1,500,325.94	100.44 0.64 %	1,506,562.50 1,153.85	1.52 % 6,236.56	Aaa / AA+ AAA	1.92 1.90
912828SS0	US Treasury Note 0.875% Due 4/30/2017	750,000.00	06/25/2012 0.71 %	755,920.48 752,844.78	100.12 0.82 %	750,879.00 1,123.96	0.76 % (1,965.78)	Aaa / AA+ AAA	2.33 2.30
912828WH9	US Treasury Note 0.875% Due 5/15/2017	2,000,000.00	05/15/2014 0.80 %	2,004,459.83 2,003,523.06	100.05 0.85 %	2,001,094.00 2,272.10	2.02 % (2,429.06)	Aaa / AA+ AAA	2.37 2.34

Sample Client

Holdings Report

As of 12/31/14

CUSIP	Security Description	Par Value/Units	Purchase Date Book Yield	Cost Value Book Value	Mkt Price Mkt YTM	Market Value Accrued Int.	% of Port. Gain/Loss	Moody/S&P Fitch	Maturity Duration
US TREASURY									
912828TM2	US Treasury Note 0.625% Due 8/31/2017	3,100,000.00	Various 0.68 %	3,091,975.23 3,095,572.25	99.05 0.99 %	3,070,453.90 6,583.22	3.10 % (25,118.35)	Aaa / AA+ AAA	2.67 2.63
912828UA6	US Treasury Note 0.625% Due 11/30/2017	1,500,000.00	12/27/2012 0.70 %	1,494,321.43 1,496,639.60	98.72 1.07 %	1,480,782.00 824.18	1.49 % (15,857.60)	Aaa / AA+ AAA	2.92 2.88
912828G79	US Treasury Note 1% Due 12/15/2017	1,600,000.00	12/11/2014 1.04 %	1,597,942.86 1,597,974.77	99.77 1.08 %	1,596,249.60 747.25	1.61 % (1,725.17)	Aaa / AA+ AAA	2.96 2.90
912828VQ0	US Treasury Note 1.375% Due 7/31/2018	1,000,000.00	07/30/2013 1.37 %	1,000,433.04 1,000,309.96	100.10 1.35 %	1,001,016.00 5,754.08	1.01 % 706.04	Aaa / AA+ AAA	3.58 3.47
912828RE2	US Treasury Note 1.5% Due 8/31/2018	1,250,000.00	09/13/2013 1.69 %	1,238,627.23 1,241,592.95	100.48 1.36 %	1,256,055.00 6,370.86	1.27 % 14,462.05	Aaa / AA+ AAA	3.67 3.54
912828B33	US Treasury Note 1.5% Due 1/31/2019	1,250,000.00	02/27/2014 1.47 %	1,251,908.48 1,251,582.62	100.04 1.49 %	1,250,488.75 7,846.47	1.27 % (1,093.87)	Aaa / AA+ AAA	4.09 3.92
912828C24	US Treasury Note 1.5% Due 2/28/2019	2,750,000.00	Various 1.60 %	2,737,020.93 2,738,909.10	100.07 1.48 %	2,751,933.25 14,015.89	2.79 % 13,024.15	Aaa / AA+ AAA	4.16 4.00
912828D23	US Treasury Note 1.625% Due 4/30/2019	2,000,000.00	Various 1.54 %	2,007,819.20 2,006,880.94	100.34 1.54 %	2,006,876.00 5,566.30	2.03 % (4.94)	Aaa / AA+ AAA	4.33 4.16
912828D80	US Treasury Note 1.625% Due 8/31/2019	1,000,000.00	09/09/2014 1.76 %	993,636.17 994,032.16	100.11 1.60 %	1,001,094.00 5,521.41	1.01 % 7,061.84	Aaa / AA+ AAA	4.67 4.45
912828G61	US Treasury Note 1.5% Due 11/30/2019	1,700,000.00	12/11/2014 1.60 %	1,691,970.54 1,692,059.07	99.37 1.63 %	1,689,242.40 2,241.76	1.70 % (2,816.67)	Aaa / AA+ AAA	4.92 4.71
Total US Treasury		**30,300,000.00**	**1.19 %**	**30,302,414.99 30,287,059.36**	**0.98 %**	**30,351,112.40 98,827.31**	**30.69 % 64,053.04**	**Aaa / AA+ Aaa**	**2.78 2.70**
TOTAL PORTFOLIO		**98,266,918.65**	**1.30 %**	**99,001,510.77 98,543,780.25**	**1.00 %**	**98,890,997.74 320,739.54**	**100.00 % 347,217.49**	**Aa1 / AA+ Aaa**	**2.49 2.39**
TOTAL MARKET VALUE PLUS ACCRUED						**99,211,737.28**			

DISCLOSURES

Please note: This sample client service report is being provided for illustrative purposes to demonstrate Chandler Asset Management's reporting capabilities. References to specific securities and their characteristics are examples of securities held in the portfolio and are not intended to be, and should not be interpreted as an offer, solicitation or recommendation to purchase or sell any financial instrument, an indication that the purchase of such securities was or will be profitable, or representative of the of the composition or performance of the portfolio. The information contained in this sample presentation was obtained from sources we believe to be reliable, but we do not guarantee its accuracy. This presentation contains the current opinions of the author, which are subject to change without notice. Any statements concerning financial market trends or future forecasts are based on current market conditions, which will fluctuate. Past performance is not indicative of future success.

Fixed income investments are subject to interest, credit and market risk. Interest rate risk: the value of fixed income investments will decline as interest rates rise. Credit risk: the possibility that the borrower may not be able to repay interest and principal. Low rated bonds generally have to pay higher interest rates to attract investors willing to take on greater risk. Market risk: the bond market in general could decline due to economic conditions, especially during periods of rising interest rates.

Appendix E

Chandler Asset Management WBE Certifications

C I T Y O F P H I L A D E L P H I A

COMMERCE DEPARTMENT
1515 Arch Street, 12th Floor
Philadelphia, PA 19102
P: 215-683-2000
F: 215-683-2085

ANGELA DOWD-BURTON
Executive Director
Office of Economic Opportunity

May 5, 2014

Kay Chandler
CHANDLER ASSET MANAGEMENT
6225 LUSK BOULEVARD
SAN DIEGO, CA 92121

CERTIFICATION DATE: April 29, 2014
EXPIRATION DATE: April 18, 2017
CERTIFICATION STATUS: Women Business Enterprise (WBE)
REGISTRATION NUMBER: 111419

Dear Kay Chandler:

This letter is to inform you that **CHANDLER ASSET MANAGEMENT** has been placed in the City of Philadelphia Office of Economic Opportunity (OEO) Registry. The OEO Registry was established in accordance with Mayor Michael Nutter's "Inclusion Works" Economic Strategy. **CHANDLER ASSET MANAGEMENT** will remain on the City's Registry as long as you remain certified by one of the approved agencies listed on our website at https://phila.mwdsbe.com/ .

Your placement in the OEO Registry offers you the following competitive advantages:

1. Your firm's participation on City of Philadelphia contracts can be counted towards MBE and/or WBE participation ranges.
2. The OEO Registry is viewed by contractors and professionals seeking vibrant MBE and/or WBE as joint venture partners and sub-contractors.
3. Your company will automatically be contacted by the City's Procurement Department with an application to be placed on the Bidder's List (limited to competitive bids for service, equipment & supplies, and public works contracts).
4. City operating departments will use the OEO Registry as a sourcing tool for special projects.
5. The City of Philadelphia Commerce Department may contact your company to offer additional technical services to insure your success.

Please inform us if there are any material changes to your certification. These changes may include but are not limited to:

- Your company name
- Contact information
- Commodities/services that you are certified to provide
- Loss of certification

Your company will be located in our OEO Registry under the following Commodity Codes:

NAICS-523930: INVESTMENT ADVISORY SERVICES, CUSTOMIZED, FEES PAID BY CLIENT

For more information about what the Office of Economic Opportunity and the Commerce Department Office of Business Services can do for you, please visit our website at https://phila.mwdsbe.com/. If you have any questions, please feel free to give me a call at 215-683-2052.

Sincerely,

Alice Dungee-James
Assistant Director

C:
Caleb Gaines, Director of Federal Compliance & Certification - Transportation, Philadelphia International Airport
Kevin Dow, Chief Operating Officer and Deputy Director of Commerce, Commerce Dept.
Marla Hamilton, Vice President, Development, PIDC
Hugh Ortman, Procurement Commissioner, Procurement Dept.File

BOARD OF PUBLIC WORKS
MEMBERS

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CITY OF LOS ANGELES

CALIFORNIA

ANTONIO R. VILLARAIGOSA
MAYOR

JOHN L. REAMER, JR.
Inspector of Public Works
and
Director

BUREAU OF
CONTRACT ADMINISTRATION
Office of Contract Compliance
1149 S. BROADWAY, SUITE 300
LOS ANGELES, CA 90015
(213) 847-1922

http://bca.lacity.org

November 3, 2011

Ms. Kay Chandler
Chandler Asset Management, Inc.
6225 Lusk Blvd,
San Diego, CA 92121

RE: STATUS OF MINORITY/WOMEN BUSINESS ENTERPRISE (MBE/WBE) CERTIFICATION **File No. - 2388**

Dear Ms. Chandler:

The Bureau of Contract Administration, Office of Contract Compliance has implemented a change to the City of Los Angeles MBE/WBE Certification Rules and Regulations; certifications will remain valid beyond the period indicated in the issued certification approval letters. A firm shall remain certified unless and until its certification is removed for cause.

The City reserves the right to request additional information and/or conduct on-site visits at any time during the certification period to verify any documentation submitted with your application. If there are any changes in your firm's name, address, ownership, control, or work category, you are still required to notify this office of those changes in writing. Please include your file number on each page of correspondence relating to these matters.

Your certification status can be verified in the City of Los Angeles DBE/MBE/WBE database at http://bca.lacity.org or by calling our office at (213) 847-2684.

If you have any questions regarding this matter, please contact the Centralized Certification Administration at (213) 847-2684.

CMS

ILLINOIS Pat Quinn, Governor

DEPARTMENT OF CENTRAL MANAGEMENT SERVICES

November 26, 2014

Mary C. Chandler
Chandler Asset Management Inc
6225 Lusk Blvd
San Diego, CA 92121-2796

Certification Term Expires: November 25, 2015

Dear Business Owner:

Re: (FBE) Full Certification Approval

Congratulations! We are pleased to inform you that your firm has been granted certification as a Female Business Enterprise (FBE) under the Business Enterprise Program (BEP) for Minorities, Females, and Persons with Disabilities.

Although your full certification is valid for a five-year term until November 25, 2019, you are required to submit an annual Affadavit of No-Change form 60 days prior to the anniversary day of your certification; you will be notified by BEP to update your certification as a condition of continued certification. It is your responsibility to ensure that your firm's certification remains current. In addition, should any changes occur in ownership and/or control of the business or other changes affecting the firm's operations, you are required to notify this office within 14 business days of such changes. Failure to return the annual No-change Affidavit or notify our office of any changes will result in decertification of your firm.

Please be advised, while this certification does not guarantee you will receive a State contract, it does assure your firm the opportunity to participate in the State's procurement process. Your firm's participation on State contracts will be credited only toward Female Business Enterprise (FBE) goals in your area(s) of specialty. Your firm's name will appear in the State's Directory as a certified vendor with the Business Enterprise Program (BEP) in the specialty area(s) of:

SERVICES, FINANCIAL MANAGEMENT
SERVICES, INVESTMENT

Please visit our website at www.sell2.illinois.gov to obtain information about current and upcoming procurement opportunities, contracts, forms, and also to register to receive email alerts when the State is preparing to purchase a product or service you may provide.

Thank you for your participation in the Business Enterprise Program (BEP). We welcome your participation and wish you continued success.

Sincerely,

Carlos Gutierrez

Carlos Gutierrez
Certification Manager
Business Enterprise Program

(L13FBE)

Office of Supplier Diversity

Government Support Services

100 Enterprise Place, Suite 4
Dover, DE 19904

Telephone: 302-857-4554
Email: OSD@state.de.us

Chandler Asset Management

6225 Lusk Boulevard
San Diego, CA 921213039

OSD Certification Number: DE14042160

OSD Certification(s)

WBE

Michelle N. Morin

Michelle N. Morin, Executive Director

OSD Certification Date: 04/19/2014

OSD Expiration Date: 04/18/2017

State of Delaware
Office of Management and Budget

Landmark Bank

Appendices

Landmark Bank

Account Statement

Account Number:

March 01, 2016 To March 25, 2016

LANDMARK BANK NA
P O BOX 1867
COLUMBIA, MO 65205

LANDMARK BANK NA
PO BOX 1867
COLUMBIA, MO 65205-1867

Account Name:

Account Number:

Administrative Officer: KIM WHORTON
573-441-2876
KIM.WHORTON
@LANDMARKBANK.COM

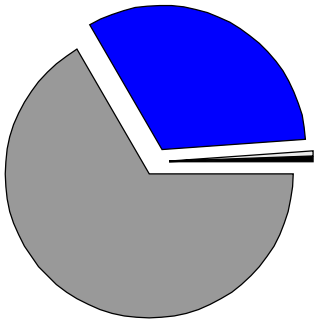
Account Activity Summary

	This Period	Year To Date
Beginning Market Value	**126,774.50**	**125,924.95**
Income	60.65	605.45
Distributions	995.77-	1,176.21-
Fees	100.44-	298.50-
Change In Market Value	639.49	1,322.74
Ending Market Value	**126,378.43**	**126,378.43**

Realized Capital Gains / Losses

	This Period	Year To Date
Total Gains / Losses	**0.00**	**0.00**

Investment Portfolio Summary



	Tax Cost	Market Value	Percent
CASH	550.00-	550.00-	0.4-%
CASH EQUIVALENTS	871.34	871.34	0.7%
BONDS	39,431.74	40,905.59	32.4%
STOCKS	24,392.75	85,151.50	67.3%
Total	64,145.83	126,378.43	100.0%

Portfolio Statement

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Estimated Annual Income	Current Yield
Cash						
CASH			550.00- 550.00-			
*** Total Cash**			550.00- 550.00-		0.00	0.00

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Estimated Annual Income	Current Yield
Cash Equivalents						
NORTHERN INSTITUTIONAL MUNI			871.34 871.34	1.00 1.00	1.00	0.11
*** Total Cash Equivalents**			871.34 871.34		1.00	0.11

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Estimated Annual Income	Current Yield
Bonds						
Fixed Income Funds						
ISHARES TIPS BOND (MKT)	TIP	50.000	5,656.00 5,082.00	113.12 101.64	18.45	0.33
**** Total Fixed Income Funds**		Sub-Total	5,656.00 5,082.00		18.45	0.33
Other Tax Exempt Bonds						
ISHARES NATIONAL AMT-FREE MUNI BOND (MKT)	MUB	125.000	13,883.75 13,094.24	111.07 104.75	339.63	2.45
VANGUARD INTERM-TERM TX-EX INV	VWITX	704.722	10,098.67 10,000.00	14.33 14.19	278.19	2.75
VANGUARD LTD-TERM TX-EX	VMLTX	1,020.577	11,267.17 11,255.50	11.04 11.03	170.12	1.51
**** Total Other Tax Exempt Bonds**		Sub-Total	35,249.59 34,349.74		787.94	2.24
*** Total Bonds**			40,905.59 39,431.74		806.39	1.97
Stocks						
ISHARES SELECT DIVIDEND (MKT)	DVY	200.000	16,066.00 9,109.99	80.33 45.55	524.40	3.26
*** Total Stocks**			85,151.50 24,392.75		524.40	0.62
Grand Total Assets			126,378.43 64,145.83		1,331.79	1.05

Account Number:

March 01, 2016 To March 25, 2016

Transaction Statement

Date	Description	Principal Cash	Income Cash	Cost	Gain / Loss
Beginning Balance		5.02-	445.77	64,740.64	
Net Cash Management					
	NET WITHDRAWAL	44.81		44.81-	
Total Net Cash Management		44.81	0.00	44.81-	0.00
Income					
03/01/16	DIVIDEND ON NORTHERN INSTITUTIONAL MUNI PAYABLE 02/29/2016 EFFECTIVE 02/29/2016		0.01		
03/02/16	DIVIDEND ON 704.722 SHS VANGUARD INTERM-TERM TX-EX INV AT .031459 PER SHARE PAYABLE 03/01/2016 EFFECTIVE 03/01/2016		22.17		
03/02/16	DIVIDEND ON 1,020.577 SHS VANGUARD LTD-TERM TX-EX AT .013012 PER SHARE PAYABLE 03/01/2016 EFFECTIVE 03/01/2016		13.28		
03/07/16	DIVIDEND ON 125 SHS ISHARES NATIONAL AMT-FREE MUNI BOND (MKT) AT .201481 PER SHARE PAYABLE 03/07/2016 EX DATE 03/01/2016		25.19		
Total Income		0.00	60.65	0.00	0.00
Distributions					
03/01/16	MONTHLY DISTRIBUTION		445.77-		
03/25/16	TAX PREPARATION FEES LANDMARK BANK NA 2015 FORM 1041		275.00-		
03/25/16	TAX PREPARATION FEES LANDMARK BANK NA 2015 FORM 1041	275.00-			
Total Distributions		275.00-	720.77-	0.00	0.00
Fees					
03/07/16	TRUST & INVEST MGMT FEE LANDMARK BANK NA FOR THE PERIOD 02/01/2016 TO 02/29/2016 BASED ON MARKET VALUE_____63,387.25	50.22-			
03/07/16	TRUST & INVEST MGMT FEE LANDMARK BANK NA FOR THE PERIOD 02/01/2016 TO 02/29/2016 BASED ON MARKET VALUE_____63,387.25		50.22-		
Total Fees		50.22-	50.22-	0.00	0.00
Ending Balance		285.43-	264.57-	64,695.83	0.00

RELIANCE TRUST COMPANY
AND
RELIANCE OPERATIONS SERVICES LLC

REPORT ON RELIANCE TRUST COMPANY'S AND RELIANCE OPERATION SERVICE'S DESCRIPTION OF THEIR INSTITUTIONAL TRUST SERVICES AND TRUST SUPPORT SERVICES SYSTEM AND THE SUITABILITY OF THE DESIGN AND OPERATING EFFECTIVENESS OF CONTROLS

For the Period January 1, 2014 to December 31, 2014

RELIANCE TRUST COMPANY AND RELIANCE OPERATIONS SERVICES LLC

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I. REPORT OF INDEPENDENT SERVICE AUDITOR

Cherry Bekaert LLP
CPAs & Advisors

Report of Independent Service Auditor

To Reliance Trust Company:

Scope

We have examined Reliance Trust Company's ("RTC") and Reliance Operations Services LLC's ("ROS") description of the Institutional Trust Services of RTC and Trust Support Services of ROS system for processing user entities' transactions throughout the period January 1, 2014 to December 31, 2014 and the suitability of the design and operating effectiveness of controls to achieve the related control objectives stated in the description. The description indicates that certain control objectives specified in the description can be achieved only if complementary user entity controls contemplated in the design of RTC's and ROS' controls are suitably designed and operating effectively, along with related controls at the service organization. We have not evaluated the suitability of the design or operating effectiveness of such complementary user entity controls.

As indicated in the description, RTC and ROS use various subservice organizations for monitoring of Intrusion Prevention/Detection Systems and firewalls and to obtain information for the pricing or analysis of securities and perform various functions related to the custody of securities. The description of the system in Section III of this report includes only the control objectives and related controls of RTC and ROS and excludes the control objectives and related controls at the subservice organizations. Our examination did not extend to controls at the subservice organizations, and we have not evaluated the suitability of the design or operating effectives of such subservice organization controls.

Service Organization's Responsibility

In Section II of this report, RTC and ROS have provided an assertion about the fair presentation of the description and the suitability of the design and operating effectiveness of the controls to achieve the related control objectives stated in the description. RTC and ROS are responsible for preparing the description and for the assertion, including the completeness, accuracy, and method of presentation of the description and the assertion, providing the services covered by the description, specifying the control objectives and stating them in the description, identifying the risks that threaten the achievement of the control objectives, selecting the criteria, and designing, implementing, and documenting controls to achieve the related control objectives stated in the description.

Service Auditor's Responsibilities

Our responsibility is to express an opinion on the fairness of the presentation of the description and the suitability of the design and operating effectiveness of the controls to achieve the related control objectives stated in the description, based on our examination. We conducted our examination in accordance with attestation standards established by the American Institute of Certified Public Accountants. Those standards require that we plan and perform our examination to obtain reasonable assurance about whether, in all material respects, the description is fairly presented and the controls were suitably designed and operating effectively to achieve the related control objectives stated in the description throughout the period January 1, 2014 to December 31, 2014.

An examination of a description of a service organization's system and the suitability of the design and operating effectiveness of the service organization's controls to achieve the related control objectives stated in the description involves performing procedures to obtain evidence about the fairness of the presentation of the description and the suitability of the design and operating effectiveness of those controls to achieve the related control objectives stated in the description. Our procedures included assessing the risks that the description is not fairly presented and that the controls were not suitably designed or operating effectively to achieve the related control objectives stated in the description. Our procedures also included testing the operating effectiveness of those controls that we consider necessary to provide reasonable assurance that the related control objectives stated in the description were achieved. An examination engagement of this type also includes evaluating the overall presentation of the description and the suitability of the control objectives stated therein, and the suitability of the criteria specified by the service organization and described in management's assertion in Section II of this report. We believe that the evidence we obtained is sufficient and appropriate to provide a reasonable basis for our opinion.

Inherent Limitations

Because of their nature, controls at a service organization may not prevent, or detect and correct, all errors or omissions in processing or reporting transactions. Also, the projection to the future of any evaluation of the fairness of the presentation of the description, or conclusions about the suitability of the design or operating effectiveness of the controls to achieve the related control objectives is subject to the risk that controls at a service organization may become inadequate or fail.

Opinion

In our opinion, in all material respects, based on the criteria described in RTC's and ROS' assertion in Section II of this report,

a. The description fairly presents the Institutional Trust Services of RTC and Trust Support Services of ROS system that was designed and implemented throughout the period January 1, 2014 to December 31, 2014.

b. The controls related to the control objectives stated in the description were suitably designed to provide reasonable assurance that the control objectives would be achieved if the controls operated effectively throughout the period January 1, 2014 to December 31, 2014 and user entities applied the complementary user entity controls contemplated in the design of RTC's and ROS' controls throughout the period January 1, 2014 to December 31, 2014.

c. The controls tested, which together with the complementary user entity controls referred to in the scope paragraph of this report, if operating effectively, were those necessary to provide reasonable assurance that the control objectives stated in the description were achieved, operated effectively throughout the period January 1, 2014 to December 31, 2014.

Description of Tests of Controls

The specific controls tested and the nature, timing, and results of those tests are listed in Section IV of this report.

Report Section V

The information included in Section V of this report is presented by RTC and ROS to provide additional information and is not a part of RTC's and ROS' description of the system made available to user entities during the period January 1, 2014 to December 31, 2014. The information in Section V has not been subjected to the procedures applied in the examination of the system description and of the suitability of the design and operating effectiveness of controls to achieve the related control objectives stated in the description and, accordingly, we express no opinion on it.

Restricted Use

This report, including the description of tests of controls and results thereof in Section IV of this report, is intended solely for the information and use of RTC and ROS, user entities of the Institutional Trust Services of RTC and Trust Support Services of ROS system during some or all of the period January 1, 2014 to December 31, 2014, and the independent auditors of such user entities who have a sufficient understanding to consider it, along with other information including information about controls implemented by user entities themselves, when assessing the risks of material misstatements of user entities' financial statements. This report is not intended to be and should not be used by anyone other than these specified parties.

Cherry Bekaert LLP

Raleigh, North Carolina
March 17, 2015

II. MANAGEMENT ASSERTION LETTER

March 17, 2015

Cherry Bekaert LLP
2626 Glenwood Avenue, Suite 200
Raleigh, North Carolina 27608

We have prepared the description of the Institutional Trust Services of RTC and Trust Support Services of ROS system for user entities of the system during some or all of the period January 1, 2014 to December 31, 2014, and their user auditors who have sufficient understanding to consider it, along with other information, including information about controls implemented by user entities of the system themselves, when assessing the risks of material misstatements of user entities' financial statements. We confirm, to the best of our knowledge and belief, that

1. The description fairly presents the institutional trust services and trust support services system made available to user entities of the system during some or all of the period January 1, 2014 to December 31, 2014 for processing their transactions. The criteria we used in making this assertion were that the description:

    a. Presents how the system made available to user entities of the system was designed and implemented to process relevant transactions, including:

        i. The types of services provided including, as appropriate, the classes of transactions processed.

        ii. The procedures, within both automated and manual systems, by which services are provided, including, as appropriate, procedures by which those transactions are initiated, authorized, recorded, processed, corrected as necessary, and transferred to reports and other information prepared for user entities of the system.

        iii. The related accounting records, supporting information, and specific accounts that are used to initiate, authorize, record, process, and report transactions; this includes the correction of incorrect information and how information is transferred to the reports and other information prepared for user entities of the system.

        iv. How the system captures and addresses significant events and conditions, other than transactions.

        v. The process used to prepare reports and other information for user entities.

        vi. The specified control objectives and controls designed to achieve those objectives, including as applicable, complementary user entity controls contemplated in the design of the service organization's controls.

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404 266 0663 | toll free 800 749 0752

vii. Other aspects of our control environment, risk assessment process, information and communication systems (including the related business process), control activities, and monitoring controls that are relevant to processing and reporting transactions of user entities of the system.

b. Does not omit or distort information relevant to the scope of the system, while acknowledging that the description is prepared to meet the common needs of a broad range of user entities of the system and the independent auditors of those user entities, and may not, therefore, include every aspect of the system that each individual user entity of the system and its auditor may consider important in its own particular environment.

c. Includes relevant details of the changes to the system during the period covered by the description.

2. The controls related to the control objectives stated in the description were suitably designed and operated effectively throughout the period January 1, 2014 to December 31, 2014 to achieve those control objectives. The criteria we used in making this assertion were that:

   a. The risks that threaten the achievement of the control objectives stated in the description have been identified by management;

   b. The controls identified in the description would, if operating as described, provide reasonable assurance that those risks would not prevent the control objectives stated in the description from being achieved; and

   c. The controls were consistently applied as designed, including whether manual controls were applied by individuals who have the appropriate competence and authority.

Sincerely,

Anthony A. Guthrie
Vice Chairman and CEO/RTC

III. MANAGEMENT'S SYSTEM DESCRIPTION

A. OVERVIEW OF THE COMPANIES AND SCOPE OF THIS REPORT

Previously an independent employee-owned trust company, Reliance Trust Company (RTC) was acquired by Fidelity National Information Services, Inc. (FIS™) on July 15, 2014.

About FIS
Fidelity National Information Services, Inc. is a leading global provider of banking and payments technology solutions, and a global leader in consulting and outsourcing solutions. With a long history deeply rooted in the financial services sector, FIS serves more than 14,000 institutions in over 110 countries. Headquartered in Jacksonville, Florida, FIS employs more than 39,000 people worldwide and holds leadership positions in payment processing and banking solutions. FIS provides software, services and outsourcing of the technology that drives financial institutions. First in financial technology, FIS tops the annual FinTech 100 list, is 426 on the Fortune 500 and is a member of Standard & Poor's 500® Index. For more information about FIS, visit www.fisglobal.com.

About RTC
Headquartered in Atlanta, Georgia, Reliance Trust Company was founded in the mid-1970's to provide trust, custody and investment management fiduciary services to corporations and individuals on a direct basis.

RTC provides Institutional Trust Services, within its Retirement Strategies Group, while Reliance Operations Services LLC (ROS) provides Trust Support Services. This report applies only to the administration and transaction processing of Institutional Trust Services and the operational, transaction processing, and IT support services of ROS, which may be relevant to the control structure of user organizations.

On April 3, 2006, Reliance Integrated Solutions LLC (RIS), an affiliate of Reliance Financial Corporation, acquired SunGard Wealth Management Services, LLC (SWMS) and assumed the responsibilities that had previously been performed by SWMS for its clients.

RTC, RIS, and ROS do not perform participant record keeping functions for employee benefit retirement plans. All such record keeping functions are performed by the client or another vendor selected by the client.

This report has been prepared to provide information on the administration and transaction processing controls of the Institutional Trust Services of RTC and the operational, transaction processing, and IT support controls of ROS, which may be relevant to the control structure of user organizations. This report does not address any other products, services, or systems of RTC, RIS, or ROS.

B. RELEVANT ASPECTS OF THE OVERALL CONTROL ENVIRONMENT

Control Environment

ORGANIZATION

RELIANCE TRUST COMPANY
Reliance Trust Company (RTC) is a subsidiary of Reliance Financial Corporation (RFC) and is organized along functional lines, with the directors of each area being responsible for the oversight of the operational activities (see below for the RFC corporate structure and organization chart). The Board of Directors oversees the administration and transaction processing activities of RTC. The Board of Directors has established the following committees to oversee RTC's administration and transaction processing fiduciary activities: Trust Management Committee, Investment Policy Committee, and Institutional Trust Administrative and Investment Review Committee (see also Information and Communication section below). Each committee is charged with monitoring the fiduciary activities under its oversight.

The responsibilities of the administration and transaction processing departments are allocated among personnel to provide a) separation of duties between input, processing, and reconcilement activities, b) division of duties to provide for the authorization, signing, and disbursement of cash, and c) segregation of duties between cash receipts and posting. Corporate Structure and Organizational Charts are included below on pages 6 and 7.

RELIANCE OPERATIONS SERVICES LLC

Reliance Operations Services LLC (ROS) provides back office support for internal clients of Reliance Financial Corporation (RFC). These trust support services include securities processing; mutual fund processing; trust accounting; fund accounting; statement delivery; tax reporting; and IT support. Currently, ROS provides these services for the Retirement Strategies Group, Investment Management, and Personal Trust departments of RTC as well as Reliance Integrated Solutions LLC (RIS).

RELIANCE INTEGRATED SOLUTIONS LLC

Reliance Integrated Solutions LLC's principal functional areas are as follows:

Business Line Management – Responsible for strategic and annual operational business plans, financial plans, and sales and marketing activities. Also, responsible for product management of back-office processing and technology services to trust companies, registered investment advisors, and other wealth management providers, obtained from ROS.

Client Services – Responsible for developing service delivery structures for each outsourcing client, evaluating and recommending additional services and/or modifications to existing services, overseeing all aspects of service delivery to clients and coordinating the efforts of other RFC units such as ROS. Client services are delivered through a dedicated team of experienced staff who interact with clients and internal processing areas on an ongoing basis.

Compliance – Responsible for coordinating business resumption planning and compliance activities within RIS and in conjunction with clients and other Reliance units.

Figure 1-Corporate Structure

December 2014

RELIANCE
FINANCIAL CORPORATION
An FIS Company

Reliance Financial Corporation & Subsidiaries

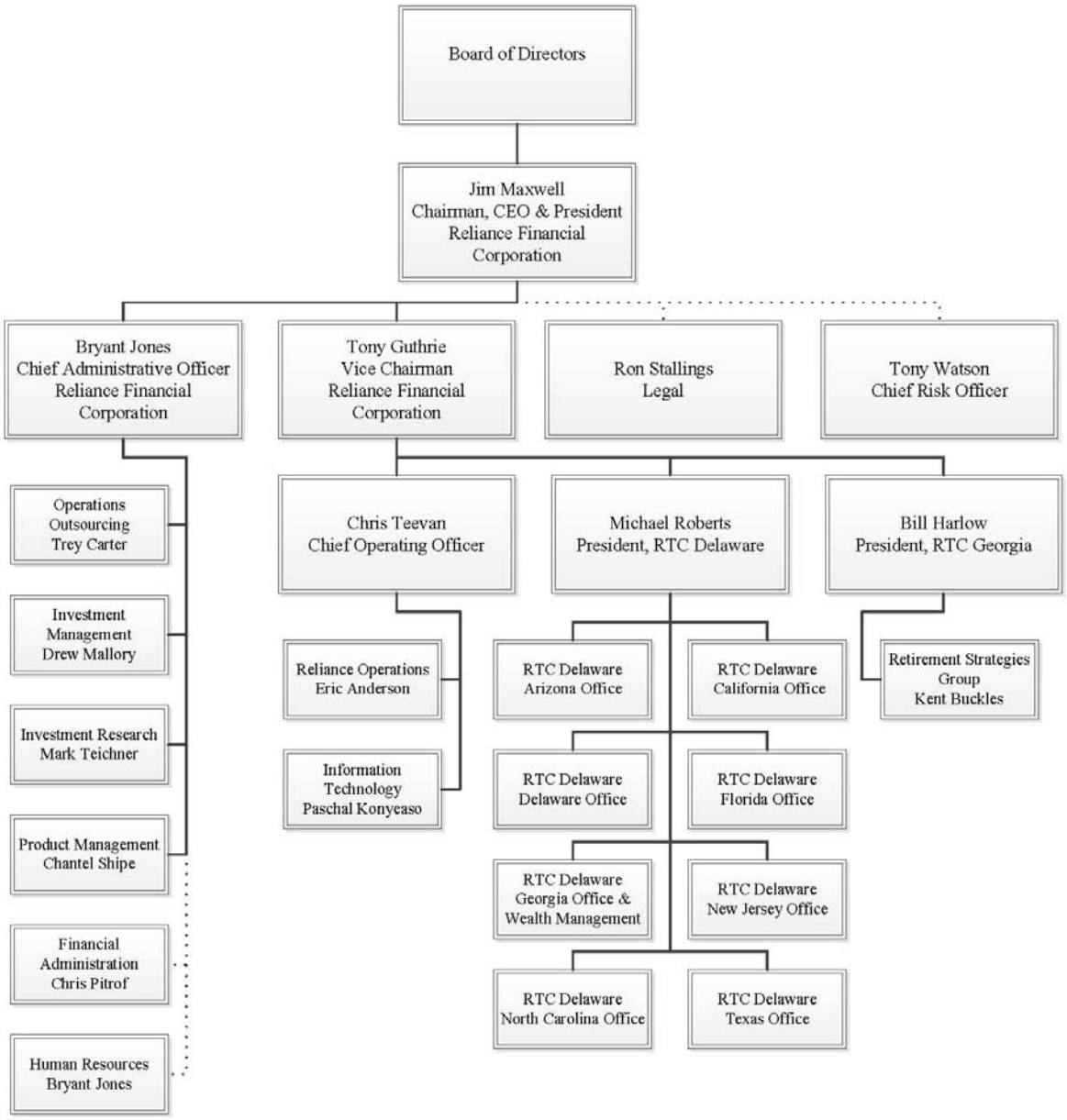

Figure 2- Organizational Chart

MANAGEMENT CONTROL

The Board of Directors ("Board") executes corporate oversight through corporate level committees and fiduciary oversight through the Trust Management Committee. The decentralized business unit structure provides the framework to plan, execute, and monitor both corporate and business unit objectives within the overall framework of financial reporting standards. This structure supports the assignment of authority and responsibility and provides the necessary horizontal and vertical flow of key information.

In addition, other RTC committees provide an oversight function for various types of risk within the overall corporate environment. These include the various Administrative and Investment Review Committees (AIRC) and the Investment Policy Committee.

The overall control environment and management style is established by the Board of Directors. The Board, together with its standing committees, including an Audit Committee consisting of independent directors, provides an active oversight role in emphasizing the importance of internal control, including controls over financial reporting. The Audit Committee provides oversight and recommendations on such matters as examinations by regulatory authorities, internal audit procedures, accounting controls, engagement of independent auditors, and matters having a material effect on financial operation.

A formal management information and reporting system exists to permit management to monitor key control and performance measurements.

Internal Audit is responsible for assessing the various functions and control systems within RTC, RIS and ROS and for advising management concerning their conditions. The fulfillment of this responsibility includes:

- Evaluating the sufficiency of and adherence to plans, policies and procedures, and compliance with governmental laws and regulations.
- Ascertaining the adequacy of controls for safeguarding assets, verifying the existence of assets, and appraising the effective and efficient use of assets.
- Performing special reviews requested by management or the Board of Directors, coordination of third party reviews and investigating cases of fraud, embezzlement, and misuse of assets when employees are involved.
- Utilization of audit software to perform various recalculations, analyses and confirmation work using copies of actual production data in an off-line mode.

Additionally, management is subject to periodic compliance control examinations performed by State Banking Regulators and for follow-up on any control issues identified as a result of these examinations.

Risk Assessment

Senior management and its directors are responsible for identifying, analyzing, and managing risks that could adversely affect RTC's and ROS' ability to provide its services to user organizations. Regular status meetings of senior management are held to discuss risk areas and factors.

The Internal Audit Department is also charged with evaluating risk and prepares an annual risk assessment to drive its audit plans and allocate resources. Internal Audit has full authority to examine all aspects of the company's operations. The General Auditor reports directly to the Audit Committee of the Board.

The commitment to controlling risk extends to its employee recruiting policies, which are the joint responsibility of the Human Resources department and business unit managers. Hiring decisions are based on various factors, including educational background, prior relevant experience, past accomplishments, professional licensing, where required, and evidence of integrity and ethical behavior. Background checks are performed prior to hiring.

Based on its assessment of certain risks, RFC and its subsidiaries maintain liability insurance including an aggregate $30 million Financial Institution bond ($15 million per occurrence); $5 million Directors' & Officers' Liability; $10 million Errors & Omissions; and $2 million Privacy and Network Liability. As a wholly-owned subsidiary of FIS, RFC and its subsidiaries are covered on an excess basis by FIS policies, including substantial blanket Crime and Cyber policies.

Monitoring

Monitoring and oversight activities are substantial and accomplished through a variety of methods. External oversight and monitoring occurs in the form of regulatory examinations and reports as well as tests and reports completed by RFC's independent auditors. Internal oversight and monitoring is accomplished by the Board of Directors and senior management through the Management Control Review Program (MCRP), the Key Indicator System, activities of the Internal Audit department, financial reporting and reviews, and through various committees.

Highlights of these RTC, RIS and ROS activities are described below:

- Regulatory Examinations and Reports. RFC and its subsidiaries are examined on a regular basis by the Georgia Department of Banking and Finance. Regulatory examination findings are reviewed with the Audit Committee and appropriate management to ensure prompt resolution of any findings.

- Independent Audit Review. RFC's financial statements are audited annually by their independent auditor. Board and senior management involvement and oversight activities are described above. The Audit Committee of the Board has direct access to the General Auditor and RFC's independent auditors. RTC's Collective Investment Trusts are also audited annually by separate independent auditors.

- The Internal Audit Department. It is the duty of the General Auditor and his department to make periodic examinations of administrative and operational activities of RTC, RIS and ROS and of the system of internal and accounting controls.

- The MCRP. Each department at RTC, RIS and ROS performs periodic control reviews of their areas. Random samples of transactions and accounts are selected for testing by every department manager. Any exceptions to policies and procedures are identified and corrected on an ongoing basis. Summaries of MCRP reviews are provided to the Internal Audit department for their review.

- Key Indicator System. Working together, the Internal Audit department and management determined the volumes, values, and ratios that, when analyzed, would indicate the current status of various operational functions. Changes in these volumes, values, and ratios that result in their being out of predetermined acceptable parameters serve as a trigger for further management and audit review. This system is intended to complement the Management Control and Review Program.

- Human Resources. RTC, RIS and ROS' commitment to the development of its staff includes an active performance monitoring process. The performance monitoring process is co-managed by each employee and his or her manager. The process entails the development of specific, quantifiable objectives for the coming period, periodic discussions of progress in meeting those objectives, and an annual formal review of the employee's overall performance in the current position as well as career development discussion to help prepare the individual for advancement.

In addition, RIS maintains an on-line report of all client issues with the current status and resolution available for client review. This report is reviewed by operations management and is discussed in a recurring meeting with RIS and ROS management every two weeks. Other selected statistical data including processing volumes, turn-around times, response times, and systems availability are produced by ROS management and reviewed with RIS.

PERSONNEL POLICIES AND PROCEDURES

The competence of employees is another key element of the control environment. RTC and ROS maintain a commitment to the development of its people. This commitment to competence is expressed in RTC's and ROS' personnel policies and related human resource programs. Specific indicators of the commitment to competence include recruiting and hiring, training and development, and performance monitoring.

Integrity and high ethical standards are qualities essential to the business of RTC and ROS and are viewed as fundamental standards of behavior for all employees. The standards of integrity and ethics are demonstrated daily by the personal conduct of senior management and various policies and procedures, including guidelines for handling confidential information and policies stipulating that employees comply with all laws, regulations, and corporate policies as a condition of continuing employment, as outlined in the Code of Conduct.

In addition, at RTC and ROS each employee is expected to report any violation or exception to personnel policies and procedures regarding another employee or an outsider. Recognizing the sensitive nature of these situations, employees have several options for bringing such incidents to management's attention. Employees may contact their manager, the General Auditor, or the Human Resources Officer. An open door policy is in place to facilitate communication with management.

Information and Communication

To help align business strategies and goals with operating performance, management is committed to maintaining effective channels of communication among all personnel. In addition to the monitoring reports discussed above, various channels exist to facilitate the flow of critical information. Examples of types of communication include the following:

- Orientation and training material for new employees,
- Notices to employees to relay significant events, including organizational changes,
- Periodic department, general staff and management meetings,
- E-mail communication containing general company information, and
- Regularly distributed client and employee newsletters.

RELIANCE TRUST COMPANY COMMITTEES

Communication of policy related to strategy and oversight is achieved primarily though RTC's system of Fiduciary Committees, which meet on at least a monthly basis. Some of the more significant RTC committees for the purposes of this report are outlined below.

Trust Management Committee - Some of the responsibilities of this committee include:

- Establishing and approving policies and procedures required for daily operations,
- Approving changes to standard fee schedules,
- Monitoring the status of any threatened or pending litigation,
- Appointing members and alternates of certain other committees,
- Reviewing and approving the minutes of all standing fiduciary committees,
- Monitoring fiduciary compliance/risk management efforts, and
- Overseeing the operation and administration of collective investment funds managed by RTC.

Investment Policy Committee - Some of the responsibilities of this committee include:

- Developing RTC's investment strategies and Investment Policy Statement,
- Performing periodic reviews of industries and marketable asset holdings for which RTC has discretionary authority,
- Reviewing and ratifying RTC's current approved lists of securities, and
- Voting proxies and specifically authorizing the non-voting of any proxies.

Administrative and Investment Review Committee - Retirement Strategies Group - Some of the responsibilities of this committee include:

- Assuring that fiduciary employee benefits trust accounts for which RTC has investment discretion comply with the RTC investment strategy,
- Approving and ratifying the purchase or disposition of non-marketable assets where responsibility has been specifically assigned to RTC,
- Performing initial and periodic reviews of fiduciary accounts where RTC has investment discretion,
- Determining that the composition and diversification of fiduciary trust account assets for which RTC has investment discretion is consistent with the requirements of the governing instrument, investment objective, RTC policy and statute/regulation,
- Reviewing prospective employee benefit accounts before acceptance,
- Review, administer current and prospective qualified trusts for acceptance to participate in collective investment funds managed by RTC,
- Assigning responsibility for custody of trust assets,
- Reviewing the status of threatened or pending litigation affecting covered accounts, and
- Reviewing the termination of fiduciary appointments.

Underwriting Committee – Some of the responsibilities of this committee include:

- Approving potential new business/programs where certain parameters are exceeded,
- Evaluating the inherent and residual risks associated with the new business/programs being presented for consideration,
- Approving the acceptance or refusal of selected new business/programs, and
- Ensuring appropriate consistency and uniformity in the risk assessment process.

IT Steering Committee – Some of the responsibilities of this committee include:

- Implementing standards for IT project and change management review, approval, security, development, quality assurance, implementation, and usage.
- Reviewing major changes made to the IT production environment, including change approvals, number of successful/unsuccessful changes, and any significant change problems.
- Monitoring progress and prioritization of on-going IT projects.
- Developing and maintain the IT strategic plan and ensuring alignment with business objectives.

ELECTRONIC COMMUNICATIONS

Regular communications and status updates are distributed to employees via e-mail. Another key channel used for communicating policies and procedures and other important internal information is the company's Intranet system. From the Intranet home page, personnel are supplied with links to informational areas including the RTC Policy Manual; department business plans; quality control information; operational statistics; the information security and privacy programs; guidance regarding the USA PATRIOT Act; personnel policies; company news; and individual pages with more department-specific information.

INFORMATION SYSTEMS OVERVIEW

Reliance Trust Company and Reliance Operations Services LLC

The primary hardware configuration used to support the business is Microsoft Windows Server operating systems deployed on Intel based hardware (primarily HP), located at the ROS Secure Data Center in Atlanta, Georgia. The operating system in use for the primary trust accounting system is Microsoft Windows Server 2003 Enterprise. ROS operates and supports the operating system and hardware and is responsible for control procedures over the system. ROS also maintains a communications network, which provides application access to ROS, RTC, and RIS personnel and customers. The organization's internal network is based on a Microsoft platform and utilizes multiple servers.

RTC and ROS use SunGard's AddVantage trust accounting system for securities processing functions, including income collection, trade order entry, securities movement and control, cash accounting, client report generation and trust accounting.

APPLICATION SOFTWARE

All mission critical Reliance Operations Services LLC (ROS) applications and system software are vendor-supplied and are not customized specifically for ROS. The only changes to ROS applications and system software are updates and patches created by the vendor.

Trust accounting software, used for asset accounting, is provided by SunGard Asset Management Systems (SunGard). The specific software, AddVantage, is maintained for regulatory and market demands by SunGard through contractual maintenance agreements. Periodic upgrades are provided by SunGard. SunGard's control and product enhancements are driven by the market and a very strong coalition of system clients called the Trust Users Group (TUG), of which ROS is a member. TUG hosts regional training conferences and an annual education conference for system users.

The functionality of each AddVantage sub-system is described briefly below:

- Securities Processing: The multi-bank processing feature on AddVantage enables the processing of securities trading, settlement, and reconciliation in centralized platform. Securities processing features include accounting of asset positions maintained at depositories, Trade Order Entry and SMAC processing separately for each institution without overlaps.

- AddVantage Accounting System: obtains prices of security holdings from outside sources; performs analytical testing of reasonableness of prices; and generates accounting statements.

Custom code is maintained in the AddVantage software for certain RIS clients. Custom changes are developed based on client requests, and reviewed by ROS and RIS management before programming specifications are written in consultation with SunGard business analysts. Once user specifications are approved by the client, ROS, and RIS, SunGard programmers develop and deliver the custom code to a test area for user acceptance testing. After testing is completed, the custom code is moved into the production environment.

C. LIST OF RELIANCE TRUST COMPANY AND RELIANCE OPERATIONS SERVICES LLC VENDORS AND SERVICE ORGANIZATIONS

RTC and ROS use various vendors and service organizations to (1) obtain information for the pricing or analysis of securities, (2) perform various functions related to the custody of securities, and (3) provide computerized application processing related to trust accounting, corporate actions (proxies, reorganization notices, etc.), mutual fund processing, and statement production and mailing. A summary of the vendors and service organizations is below.

Vendors and Service Organizations	Function
Xcitek	Corporate Reorganization Notices
Broadridge Financial Solutions	Proxy Processing
Interactive Data Corporation	Securities Pricing
The Depository Trust Company	Securities Depository
Output Solutions Inc. (OSI)	Statement Printing & Mailing
Informa Investment Solutions	Portfolio Reporting
National Securities Clearing Corporation (NSCC)	Mutual Fund Transactions
SunGard Wealth Management	AddVantage and STN
Pinnacle	Electronic Statement Delivery
SunGard EPI/IntelliMatch	Reconcilement Software
Spectrum	Statement Printing
Delta Data	Mutual Fund Trading
Bank of New York Mellon	Securities Depository
OneSource	1099 Production
Bottom Line Technologies	Check Printing Software
LexisNexis	OFAC/AML Services
SunGard Wall Street Concepts	Mutual Fund Factoring
Linedata	CIT Fund Accounting ("Mfact") and Plan Shareholder Recordkeeping ("Mshare") Systems
Solarwinds	System monitoring
Dell	Monitoring of firewall/IDS/IPS

This report includes only those controls and related control objectives of RTC and ROS, and does not include controls and related control objectives applicable to the pricing, custodial, and computer processing service organizations indicated above. The description of controls did not extend to controls at the pricing, custodial, and computer processing vendor and service organizations.

D. CONTROL CONSIDERATIONS FOR USER ORGANIZATIONS AND THEIR AUDITORS

RTC and ROS procedures were designed with the assumption that certain internal controls would be implemented by user organizations. The application of specified internal controls in the user organization is necessary to achieve the control objectives included in this report. This section describes the controls that should be in operation at user organizations to complement the controls at RTC and ROS. User auditors should consider whether the following controls have been placed in operation in the user organizations:

- Controls should be established to provide reasonable assurance that changes to processing options are appropriately authorized, implemented and reviewed. (Control Objectives #9 & 12)
- Controls should be established to provide reasonable assurance that user passwords are securely maintained. (Control Objective #11)
- Controls should be established to provide reasonable assurance that transactions are appropriately authorized, complete and accurate. (Control Objectives #1, 2, & 14)
- Controls should be established for periodic review of user access levels to ensure that transactions are properly authorized. (Control Objectives #1, 4, 5, 6, & 11)
- Controls should be established to provide reasonable assurance that erroneous data input is corrected and resubmitted. (Control Objectives #4, 5, & 14)
- Controls should be established to provide reasonable assurance that output reports are reviewed by appropriate users for completeness and accuracy. (Control Objective #2)
- Controls should be established to provide reasonable assurance that physical access to terminals is controlled. (Control Objective #10)
- Controls should be established to ensure that instructions and information provided to RTC and ROS from clients is in accordance with the provisions of the Trust agreement or other applicable governing agreements or documents between RTC, ROS, and the client. (Control Objective #1 & 14)
- Controls should be established to ensure that timely written notification of changes to a plan document, its objectives, participants, and investment managers is adequately communicated to RTC. (Control Objective #1)
- Controls should be established to ensure that timely written notification of changes to individuals authorized to instruct RTC or ROS on behalf of the Trust client is adequately communicated to RTC and ROS. (Control Objective #11)
- Controls should be established to ensure that timely notification of changes in related parties for purposes of identifying party–in–interest transactions is adequately communicated to RTC. (Control Objectives #4 & 11)
- Controls should be established to ensure that users review account statements for completeness and accuracy and that any errors are communicated to RTC or ROS (as appropriate) for resolution. (Control Objective #7)

The list of control considerations presented above does not represent a comprehensive set of all the controls that should be employed by user organizations. Other controls may be required in user organizations.

E. CHANGES TO CONTROL ACTIVITES AND CONTROL OBJECTIVES IN 2014

- Control Objective 2.19 – changed to the new account group from the revenue management group.
- Control Objective 3.03 – clarification of record retention compliance with state and federal regulation.
- Control Objective 10.03 – digital storage capacity changed from 600 gigabytes to 4 terabytes.
- Control Objective 12.05 – backup restore tests changed from monthly to quarterly.

IV. SERVICE AUDITOR'S DESCRIPTION OF TESTS OF CONTROLS AND RESULTS

A. OVERVIEW

The examination was performed in accordance with the Statement on Standards for Attestation Engagements, No. 16 (SSAE 16) "Reporting on Controls at a Service Organization", issued by the American Institute of Certified Public Accountants (AICPA), effective on or after June 15, 2012. SSAE 16 addresses examination engagements by a service auditor to report on controls at organizations that provide services to entities when those controls are likely to be relevant to user entities' internal controls over financial reporting. It is the responsibility of each user entity and independent auditor of each user entity to evaluate this information in relation to the internal controls in place at each user entity. If effective internal controls are not in place at the user organization as listed within this report under the section labeled "Control Considerations for User Organizations and Their Auditors," Reliance Trust Company (RTC) and Reliance Operations Services LLC (ROS) controls may not compensate for such weaknesses.

As part of the Cherry Bekaert LLP (Cherry Bekaert) review of controls of RTC and ROS, Cherry Bekaert performed a variety of tests for ultimately providing varying levels of audit assurance. The combined results of these tests provided the basis for the Cherry Bekaert understanding of the framework of control, whether the controls described by management were in place and operating effectively during the period from January 1, 2014 to December 31, 2014. This report is confidential and is intended solely for use by management of RTC and ROS, customers of RTC and ROS and the independent auditors of their customers.

1. DESCRIPTION OF TESTS PERFORMED

Test	Description
Inquiry	Inquired of the appropriate personnel. Inquiries seeking relevant information or representation from personnel were performed to obtain among other things: • Knowledge and additional information regarding the policy or procedure. • Corroborating evidence of the policy or procedure. Note: Because inquiries were conducted on all controls, the test was not listed individually for every control shown in the accompanying matrices.
Inspection and Review	Inspected documents and records indicating performance of the control policy or procedures. This includes among other things: • Examination of documents or records for evidence of performance, such as existence of initials or signatures. • Examination of source documents and authorizations to verify propriety of transactions processed. • Examination of reports pertaining to exceptions for assessing and determining that exceptions are properly monitored, controlled, and resolved on a timely basis. • Examination of output control procedures and related documents and reports relative to specific transactions to ensure accurate and timely updates of records are achieved. • Inspection and review of all other service provider organization documentation deemed vital and pertinent.
View and Observation	• Observation of application of specific control policies and procedures as performed by personnel as represented. • Review input and other related controls in place for ensuring accuracy, completeness, validity, and integrity of transaction processing.
Re-performance	• Re-performed the control, or processing application of the controls, to ensure the accuracy of its operation. This includes among other things the obtaining of evidence of the accuracy and correct processing of transactions by performing independent procedures within the service provider organization.

2. TESTS OF OPERATING EFFECTIVENESS

Cherry Bekaert tests of the effectiveness of controls included such tests as were considered necessary in the circumstances to evaluate whether those controls, and the extent of compliance with them, are sufficient to provide reasonable, but not absolute, assurance that the specified control objectives were achieved during the period from January 1, 2014 to December 31, 2014. In selecting particular tests of the operating effectiveness of controls, we considered (a) the nature of the items being tested, (b) the types and competence and available evidential matter, (c) the nature of the audit objectives to be achieved, (d) the assessed level of control risk, and (e) the expected efficiency and effectiveness of the test. The control environment was considered in planning the nature, timing, and extent of the tests of operating effectiveness of the controls. The remainder of this report provides a description of key controls for each control objective and a description of the tests of operating effectiveness performed by Cherry Bekaert. The Results of Testing column will indicate if any exceptions were found during testing. If no exceptions relevant to the user organizations resulted from our testing, then a caption "No exceptions noted." will be entered in this column.

B. DESCRIPTIONS OF CONTROLS OBJECTIVES AND CONTROL ACTIVITIES TESTED

Account Activity

Control Objective 1: Controls provide reasonable assurance that trust account activity is authorized and is properly administered in accordance with the governing instrument and internal guidelines.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
1.01	RTC policy requires adherence to the fiduciary standards, whether State or Federal e.g. ERISA and FFIEC. Policies and procedures are up to date and current.	Inspected the RTC Policy Manual noting State and Federal standards are stated and required. Also noted that the policies are reviewed and ratified by the RTC Board of Directors annually.	No exceptions noted.
1.02	Formal controls for account administration are maintained and include the following: Customer and Internal authorizations when required for account creation. Customer authorization for all disbursements made on behalf of the customer.	Inspected account files for a sample of account creation requests during the test period for evidence of customer and Internal authorizations. Observed the system automatically generating disbursement for request received from a client.	No exceptions noted.
1.03	There is a segregation of duties between the Operations and Administration functions. These functions are segregated through the delegation of duties amongst different departments. Operations functions are handled through the various departments that comprise ROS, while Account Administration is handled through the Administrative departments within RTC.	Inspected organizational charts, inspected descriptions of roles and responsibilities and inquired of management personnel in Operations and Administration to determine whether there is any inappropriate overlap of duties.	No exceptions noted.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
1.04	Access is restricted to authorized personnel for the fee billing function. Upon communication from the administrator/outsourced client, fee schedules are established and tested within the accounting system for use by accounts. Fee schedules are reviewed by management for proper authorization and accuracy during the quarterly MCRP (Management Control Review Process). Administrative fees are systematically posted to client accounts in AddVantage based on fee schedules pre-established by the client or based on instructions received from the administrator and/or outsourced client.	Inquired of AddVantage application owner and Internal Audit of the AddVantage privileges related to Fee billing to determine whether the user access is appropriate. Inspected a sample of fee schedules that were set up in AddVantage based on instructions from administrator/outsourced client. Verified that fee schedules are reviewed by management for proper authorization and accuracy during MCRP.	No exceptions noted.
1.05	RTC and ROS departmental management complete periodic self-assessments of the performance of key controls (e.g., reconcilements, authorizations for large disbursements, etc.). Executive management reviews the Key Indicator System and MCRP reports to monitor the performance of these controls.	Inspected a judgmental sample of monthly and quarterly MCRP reports to note evidence of review by appropriate management personnel to determine whether the sample addressed the validity of the information in the MCRPs and whether there were any issues identified in this regard.	No exceptions noted.
1.06	The validity of the MCRP information is audited by Internal Audit who checks the information in the MCRP to source documentation as part of every departmental audit that they perform.	Inspected the audit reports resulting from internal audit's review on MCRP source documentation for RTC and ROS.	No exceptions noted.
1.07	All suspense, general ledger and depository accounts utilized in the processing of securities and/or cash are balanced on a regular basis and the activity and the reconcilements are reviewed by supervisors and managers as appropriate. Aged reconciling items are reviewed by management.	Inspected a sample of ROS MCRP reports to determine whether they include a summary of suspense account, depository account, and general ledger reconciliation activities and positions. Verified that aged reconciling items are reviewed by management and escalated through the MCRP Process.	No exceptions noted.
1.08	ROS samples of corporate actions and call notices generated in the Securities Services Department are pulled monthly and reviewed for accuracy, timing and appropriate action.	Inspected a sample of MCRP reports for the Securities Initiation Department of ROS to determine whether they include a summary of supervisors' and unit managers' review of the accuracy, timeliness, and appropriateness of ROS response to corporate actions and call notices.	No exceptions noted.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
1.09	The administrative officer at RTC receives a file from the Plan Administrator containing the names, SSN's, etc. of the plan participants. The file is loaded into AddVantage. The administrative officer sends the information on AddVantage, via file, to the Plan Administrator asking for verification that all individuals are set up completely and accurately on the Pension Payment System. Differences are resolved prior to the plan activation.	Inspected a sample of new plans to verify communication was received from the plan administrator prior or participant activation.	No exceptions noted.
1.10	Required tax forms, such as the 1099R and 1099MISC, are mailed the following year prior to January 31, depending on instructions.	Inspected the confirmation file for a sample of instructions made by ROS to the third-party mailing service company used to determine whether the requests that 1099R and 1099MISC forms be sent to account holders were fulfilled.	No exceptions noted.

Transaction Recording

Control Objective 2: Controls provide reasonable assurance that investment income, corporate actions, asset pricing, receipts and disbursements, and settlement of purchases and sales are recorded and reconciled completely, accurately, and in the appropriate period.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
2.01	When the Trade Settlement area of ROS receives an executed trade order input to the Trade Order Entry system, the trade information is compared to a confirmation received via the custodian for ineligible securities Bank of New York Mellon (BNY Mellon) or the Depository Trust Company (DTC). Any trade discrepancies are communicated to the Administrator and/or outsourced client that initiated the trade for correction, in order to facilitate trade settlement in the proper period.	Inquired of the Trade Settlement Associate of ROS to determine the reconciliation process was performed on the confirmation received from BNY Mellon and DTC. Inspected a sample of Settlement Report dates from the period under review, to determine whether reconciliations were performed for these dates. Inspected a sample of position reconciliations.	No exceptions noted.
2.02	Personnel in the Trade Settlement area of ROS review trade control accounts daily for trades that failed to settle on contractual settlement date. Failed trades are listed in the reconciliation report for the Failed Trade internal account, which is prepared and signed-off by management.	Inspected a sample of the reconciliation of the Failed Trade internal account reconciliations to verify they were performed on the selected date. Additionally, selected a sample of failed trades and verified that they cleared with DTC by inspecting the DTC activity report. Inspected a sample of weekly failed trade reports to determine they were reviewed by management.	No exceptions noted.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
2.03	For executed trades, the written instructions are compared to the electronic confirmation received from DTC to ensure the trade settles with the broker and is posted accurately and timely to the client's account. Any variances between the written instructions and the electronic confirmation are resolved before the trade is affirmed.	Inspected a sample of trade activity reports, comparing the trade instructions to confirmation and trade posting in AddVantage to determine there was resolution before the trade was affirmed.	No exceptions noted.
2.04	For assets held at DTC, trade activity is reconciled daily and a net settlement is made with DTC through the settling bank. Positions are reconciled with DTC at least daily. Reconciliation procedures are monitored through the monthly and quarterly MCRP process. Outstanding exceptions are investigated further.	Inspected a sample of daily reconciliation process with DTC and determined whether the daily reconciliation procedures were performed for the selected dates. Inspected a sample of MCRP Reports from the Trust Accounting Department of ROS to determine if monitoring procedures performed on reconciliation with DTC were in place. Inspected a sample of weekly reports to management and verified that items over 30 days are reported until resolved.	No exceptions noted.
2.05	For assets held at BNY Mellon, trade activity is reconciled daily and a net settlement is made with BNY Mellon through the settling banks. Positions are reconciled with BNY Mellon at least daily. Reconciliation procedures are monitored through the monthly and quarterly MCRP process. Outstanding exceptions are investigated further.	Inspected a sample of daily reconciliation process with BNY Mellon and determined whether the daily reconciliation procedures were performed for the selected dates. Inspected a sample of MCRP Reports from the Trust Accounting Department of ROS to determine if monitoring procedures performed on reconciliation with BNY Mellon were in place. Inspected a sample of weekly reports to management and verified that items over 30 days are reported until resolved.	No exceptions noted.
2.06	Mutual Funds are reconciled daily to the National Securities Clearing Corporation (NSCC) through the Delta Data System. All variances outside of established tolerance levels are identified and researched. Any items over 30 days are reported to Management until resolved. Reconciliation procedures are monitored through the monthly and quarterly MCRP process.	Inspected the daily reconciliation procedures performed with the NSCC to determine whether daily reconciliations have been performed for the dates selected. Inspected weekly management reports and verified that Mutual Fund variances outside the established tolerance and over 30 days are escalated and reviewed by management on a weekly basis until resolved. Inspected the quarterly Mutual Funds MCRP reports to determine the monitoring procedures performed on reconciliations with the NSCC.	No exceptions noted.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
2.07	For assets not held at Reliance, Depository Trust Company, or BNY Mellon, a reconciliation of the positions is performed at least quarterly.	Inspected sample of quarterly ROS MCRP reports to determine the location procedures are performed for assets not held at RTC, DTC or BNY Mellon.	No exceptions noted.
2.08	The trust Demand Deposit Accounts (DDA) that contain client funds are reconciled to AddVantage on a daily basis.	Inspected a sample of daily Master Funding Account (MFA) review packets from throughout the period and ensured that daily reconciliations between the DDA and the AddVantage system were completed.	No exceptions noted.
2.09	A daily aging report is provided to supervisors, division managers, and department heads on all open exceptions. Outstanding exceptions are reported to senior management and highlighted in monthly management meetings.	Inspected exception and balancing reports contained within a judgmental sample of daily Master Funding Account (MFA) review packets from throughout the period to determine whether reconciling items were aged. Inspected the minutes from a sample of monthly Trust Management Committee meetings throughout the period to verify open exceptions are reviewed.	No exceptions noted.
2.10	Assets set up on the Trust Accounting system are validated periodically, through automated measures that are applied globally, to ensure that the assets are set up correctly. Pricing and income rate information for listed securities is received from Interactive Data Corporation (IDC) on a daily basis and unlisted securities and municipal bond information is received monthly. The information provided by IDC produces income maps that are used to post the income to the individual accounts. The income map is reconciled to the custodian's cash projection report before posting. Exceptions are researched and resolved.	Inspected a sample of global price variance reports and verified that significant variances are researched and resolved. Inspected a sample of quarterly MCRP reports and the supporting monthly MCRP reports to determine if the monitoring procedures on control accounts and aged income maps are performed. Inspected a sample of income maps and noted the maps agreed to DTC or variances were noted.	No exceptions noted

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
2.11	Mandatory corporate actions are identified and set up on the system automatically through transmissions from vendors and other authorized sources. The corporate action transaction is posted to the client's account on ex-date for stock splits and stock dividends. Exceptions are researched and resolved.	Inspected sample of entitlements and verified system generates from vendors and authorized sources. Verified that transactions posted to the client's account on ex-date for stock splits and stock dividends.	No exceptions noted.
2.12	Voluntary corporate actions are identified and set up on the system automatically through transmissions from vendors and other sources. The client is responsible for notifying ROS in writing and submitting a form to the accounting system to authorize the application of a voluntary corporate action. Exceptions are researched and resolved. Management reviews outstanding exceptions during quarterly MCRP procedures.	Inspected sample of entitlement maps and noted client instructions. Verified that transactions are posted to the client's account accurately and timely. Inspected sample of MCRP reports and noted evidence of review.	No exceptions noted.
2.13	For non-custodial clients, transactions are manually entered into AddVantage by ROS associates. Transactions posted to AddVantage are reconciled to custodian records on a monthly basis. Outstanding exceptions are identified and investigated further through the quarterly MCRP process.	Inspected a sample of monthly shadow posting reconciliations. Inspected a sample of MCRP Reports for the Fund Accounting Department of ROS to note escalation of exceptions that are not resolved on a timely basis.	No exceptions noted.
2.14	For certain Reliance clients, common fund valuation services are provided on a monthly basis. Management reviews a random sample of Common Fund Reports on a quarterly basis to ensure the fund was valued completely and accurately.	Inspected a sample of Common Fund Reports. Verified that funds are valued on a daily monthly basis as specified. Inspected a sample of MCRP Reports for the Fund Accounting Department of ROS to note that management reviews Common Fund Reports for completeness and accuracy.	No exceptions noted.
2.15	Individual securities are valued using an automated valuation system, IDC. An exception report based on a pre-determined price variance is produced and reviewed by a securities specialist. Any exceptions that appear on the report are researched to determine the validity of the price received from IDC.	Inspected a sample of price variance reports produced by the system which included evidence of specialist's review.	No exceptions noted.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
2.16	For manually priced securities, a request form is submitted to the pricing group and uploaded into AddVantage. The price variance report is used to detect any errors.	Inspected a sample of manually priced assets and verified the manual price request was uploaded to AddVantage. Additionally inspected a sample of days to verify that price variance reports were run, and verified that errors detected are reported to Trust Administration in accordance with Company policy.	No exceptions noted.
2.17	The revenue management group receives a file of fees through the NSCC via the CommServ data feed and the Straight-through process (STP) posts all items to the CommServ control account. Specialists then process all of the items in the control account to ensure that they reach their proper destination accounts.	Inspected a sample of daily CommServ files compared to the cash posted in AddVantage. Verified that all items were posted accurately and that no residual cash remained.	No exceptions noted.
2.18	The revenue management group sends invoices to fund companies based off of Revenue Client IDs. The invoices are then recorded in Insite and followed up on to ensure that they are paid.	Inspected a sample of invoices aged over 75 days and verified the item was escalated to ensure payment.	No exceptions noted.
2.19	The New Accounts group runs a custom report from Fundlinx to ensure that Employee Benefit (EB) accounts are linked properly to ensure proper invoicing.	Inspected a sample of monthly EB custom reports. Selected a sample of account linking errors and obtained documentation to verify that errors were resolved accurately and timely.	No exceptions noted.
2.20	Revenue Management Cash Reconciliation is reported on and reviewed weekly. In addition, it is sent to Senior management monthly.	Inspected a sample of weekly cash reports from the control account and verified the balance was correct. Additionally verified that any long-outstanding cash items are escalated through the weekly cash report and monthly MCRP.	No exceptions noted.

Regulatory Compliance

Control Objective 3: Controls provide reasonable assurance that administration, operational, and transaction processing activities of RTC and ROS are conducted in accordance with applicable laws and regulations.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
3.01	The specific rules governing the conduct of all plan fiduciaries as established by ERISA are incorporated in RTC policies and procedures. RTC Internal Audit reviews compliance with these requirements during internal audit testing.	Inspected the policies and internal audit program to determine compliance with ERISA. Inquired of Internal Audit and inspected a selected sample of audit work programs to determine whether review of compliance with relevant aspects of ERISA is a mandatory element of all audits performed.	No exceptions noted.
3.02	While not governed by Title 12 of the Code of Federal Regulation, Part 9 (12CFR9), which pertains to the fiduciary activities of national banks, RTC and ROS follow its guidance with respect to administration, operational and transaction processing. These regulations define the policies and procedures for administering fiduciary accounts, recordkeeping, auditing of fiduciary accounts, investments, custody of assets, deposits of securities with state authorities, compensation, surrendering or revocation of fiduciary powers, collective investment funds management, and transfer agent authority. Internal Audit reviews compliance with these requirements as part of each internal audit performed.	Inspected the Company Policy Manual and noted that the regulations are included in section: Compliance with Laws and Regulations. Inquired of Internal Audit and inspected a selected sample of audit work programs to determine whether review of compliance with relevant aspects of 12CFR9 is a mandatory element of all audits performed.	No exceptions noted.
3.03	RTC and ROS policy is to comply with the record retention requirements of the Georgia Code (OCGA), Delaware Code, and Title 12 of the Code of Federal Regulation (12CFR).	Inspected RTC and ROS Policies to confirm record retention in accordance with compliance requirements is included. Inquired of Internal Audit and noted that Reliance retains all significant customer records in accordance of the Georgia Code (OCGA), Delaware Code, and Title 12 of the Code of Federal Regulation (12CFR).	No exceptions noted.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
3.04	As required by SEC regulations, ROS's agreements with transfer agents for mutual funds require that customer trades received by Reliance after 4:00 P.M. ET will not be submitted by ROS until the following day. Other than in certain isolated or prearranged instances, ROS's mutual fund trades are placed through the NSCC via Delta Data system. Submission of all trades is scheduled by ROS to automatically occur at 4:00 p.m. each business day. For all trades, a record of the day and time that trades are requested is maintained.	Observed the system receiving a trade request after 4:00 automatically posting on the subsequent business day	No exceptions noted.
3.05	Reliance performs the customer identification procedures required by the USA PATRIOT Act, on all non-exempt Reliance customers, using the automated, non-documentary process from LexisNexis. Where included in the contract with an outsourcing client, Reliance also forwards to LexisNexis for verification, customer information that outsourcing clients obtain from their customers. Additionally, with respect to the USA PATRIOT Act, Reliance also compares all account and interested party names in the Reliance account database to the Office of Foreign Assets Control (OFAC) listing monthly. Any names returned as on the OFAC list are investigated or sent to the appropriate outsourcing client for their follow-up.	Inspected the RTC customer identification procedures performed on new customers/accounts, noting compliance with USA PATRIOT Act. Inspected a sample of accounts for RTC Institutional Trust non-qualified plans and determined whether customer identification has been verified for these accounts.	No exceptions noted.

File Maintenance

Control Objective 4: Controls provide reasonable assurance that AddVantage file maintenance transactions are authorized and are recorded completely, accurately, and timely.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
4.01	File access permissions within the AddVantage databases are assigned and controlled by the IT Department and are distributed to the following two groups based on job function: • Domain Administrators • AddVantage Administrators	Inspected the list of Domain and AddVantage Administrators and confirmed that the associated system administrator permissions are properly restricted to authorized personnel based on job function.	No exceptions noted.
4.02	Access to all file maintenance functions within AddVantage is restricted to authorized personnel.	Inspected the list of users with access to perform the Account Master Maintenance function within AddVantage and confirmed via inquiry with management that access was properly restricted to authorized personnel based on job function.	No exceptions noted.
4.03	Audit trails record the date of a file maintenance change, the identification of the person who made the change, and a description of the change made.	Inspected a sample audit trail log and confirmed that the log tracks the date, user, and description for all file maintenance changes.	No exceptions noted.
4.04	Changes to monetary amounts usually begin with identification of an error as a result of daily review of various balancing reports. Requests for changes to monetary amounts require a change request to be received from the Account Officer, Account Administrator, or authorized client representative. Only appropriate ROS personnel have access to apply monetary changes to amounts.	Inspected a sample of cash amendments and confirmed that the monetary change was identified as part of the daily review of various balancing reports, the change request was received from authorized personnel, and the change amount was applied by appropriate ROS personnel.	No exceptions noted.

Cash Reconciliation

Control Objective 5: Controls provide reasonable assurance that cash receipt and disbursement reconciling items are documented and cleared in a timely manner.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
5.01	Daily reconciliation procedures are in place for printed checks, wire transfers, and transfers using the Automated Clearing-House (ACH). Reconciliations are performed by an RTC associate who is independent of the check generation process.	Inspected the list of Reconciliation Specialists within the Trust Accounting role and confirmed that each RTC associate is independent of the check generation process. Inspected a random sample of daily reconciliations for printed checks, wire transfers, and transfers using ACH. Observed the performance of the daily reconciliation of printed checks, wire transfers, and transfers using the ACH.	No exceptions noted.
5.02	The Trust Accounting Department of RTC documents and investigates all reconciling items each day, and ensures they are addressed and cleared.	Inspected a random sample of daily reconciliations documented within the Master Funding Account (MFA) reports to determine that reconciling items were identified, communicated, and tracked through the point of resolution.	No exceptions noted.
5.03	An RTC Manager reviews daily reconciliations and approves the monthly reconciliations.	Inspected a sample of daily Master Funding Account (MFA) review packets from throughout the period and ensured that daily and monthly reconciliations were completed and reviewed.	No exceptions noted.
5.04	The Trust system is balanced each day by comparing the receipts of cash and checks posted to the system's cash balance. Balancing functions are performed by personnel who have no responsibility for cash posting or check production.	Inspected the performance of the daily reconciliation of printed checks, wire transfers, and transfers using the ACH, noting whether they are performed by an RTC associate who is independent of the check generation or cash posting process.	No exceptions noted.
5.05	Access to create trust system adjusting entries is appropriately restricted to authorized personnel.	Inspected the list of users within AddVantage who can create adjusting cash entries and confirmed that access is appropriately restricted to authorized personnel.	No exceptions noted.

Cash Transactions

Control Objective 6: Controls provide reasonable assurance that cash transactions, including check, wire, and ACH transactions, are authorized and recorded completely and accurately.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
6.01	With respect to RTC and ROS wire transfer disbursements, for amounts greater than $.01 but less than $1,000,000.01 an officer's approval is required. For amounts over $1,000,000.01, two officers' approvals are required. A third approval is required for wires over $15,000,000.01. For certain outsourcing clients, wire transfer disbursements are entered in AddVantage on QuickFlow forms that route to RTC for manual entry into the appropriate bank wire system. A second RTC employee verifies the wire instructions that were entered into the bank's wire system.	Inspected a sample out outgoing wires from selected dates to determine if proper supporting documentation and authorization were present. Inspected a sample of MCRP reports for the trust accounting department of RTC to determine the authorization policy and noted monthly review of procedures were performed on wire transfers for RTC and ROS.	No exceptions noted.
6.02	Access to initiate a disbursement by check, wire or ACH, is appropriately restricted to authorized account administrators or designated employees of outsourced clients	Inspected Trust Management Committee minutes to observe approval of check, wire and ACH approver listing. For a sample of wires selected, inspected supporting documentation to ensure appropriate initiator and approval.	No exceptions noted.
6.03	The same person is not able to perform both the input and release functions for the same batch of ACH disbursements.	Observed the ACH system on-line to determine that no single person may both submit and release ACH disbursements.	No exceptions noted.
6.04	Monitoring and review of the following is performed by RTC and RTC supervisors and unit management: • File maintenance • Asset and account set-up • Purchase and sale transactions • Free receipts and deliveries • Cash deposits • Wire transfer authorizations • Payment maps • Check registers	Inspected MCRP reports to determine whether they include a summary of supervisors' and unit managers' review.	No exceptions noted.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
6.05	Receipts and contributions are received via check, ACH or wire transfer. Contribution information is posted to the customer's account. A reconciliation of the amounts posted to the system and the amount received is performed by RTC.	Inspected a sample of daily Master Funding Account (MFA) review packets from throughout the period and ensured that daily reconciliations between the DDA and the AddVantage system were completed.	No exceptions noted.

Statement Processing

Control Objective 7: Controls provide reasonable assurance that account activity is reported to clients completely and accurately.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
7.01	Prior to statement distribution, the AddVantage System and Statement Processors perform the following control points: • Verifies current period statement beginning balances are equal to the prior statement ending balances. • Verifies that all assets due an accrual have been accrued. • Verifies that all assets are priced within the plan. • Verifies reconciliation of market value, cost and cash summary schedules. • Verifies prior market values on ERISA reports. If the System is unable to complete successfully the above mentioned control points, then AddVantage will generate an exception report which is reviewed by a statement specialist. A statement file will not be created until corrections are made by an ROS Trust System Analyst.	Observed the preparation of a Customer statement in the AddVantage system, noting that system controls are enforced before statements are made available for printing. Inspected relevant exceptions report to verify that exceptions are cleared prior to statement processing.	No exceptions noted.

Safeguarding of Assets

Control Objective 8: Controls provide reasonable assurance that physical access and accountability for trust assets are properly maintained and limited to authorized individuals.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
8.01	For assets held at DTC or BNY Mellon a reconciliation of the positions is performed on at least a daily basis. Mutual Funds are reconciled daily to the National Securities Clearing Corporation (NSCC) through the Delta Data System. All variances outside of established tolerance levels are identified and researched. Any items over 30 days are reported to Management until resolved. Reconciliation procedures are monitored through the monthly and quarterly MCRP process. For assets not held at DTC and BNY Mellon or through the NSCC, location audit and position reconcilement procedures are performed on a monthly basis as part of the MCRP.	Inspected a sample of the daily reconciliations with DTC and BNY Mellon to determine whether the daily reconciliation procedures were performed. The reconciliations showed evidence of review and management sign-off. Reconciliations contained a listing of exceptions and an aging schedule and were determined to be investigated and resolved in a timely manner. Inspected a sample of quarterly MCRP Reports for the Trust Accounting Department of ROS to determine if the selected reports for the monitoring procedures performed on reconciliations with DTC and BNY Mellon were in place. Inspected the daily Delta Data reconciliation procedures performed with the NSCC to determine whether daily reconciliations have been performed for selected dates. Inspected weekly management reports and verified that Mutual Fund variances outside the established tolerance and over 30 days are escalated and reviewed by management on a weekly basis until resolved. Inspected the quarterly MCRP reports to determine the monitoring procedures performed on reconciliations with the NSCC. Additionally, determined the location review procedures were performed on assets not held at RTC, DTC, BNY Mellon, or through the NSCC.	No exceptions noted.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
8.02	Custody of the majority of RTC and ROS assets are maintained through outside depositories such as DTC, BNY Mellon, and through the NSCC. Accountability for assets is maintained on AddVantage through the use of unique registration and location codes, each representing a distinct security location. These locations are reviewed on at least a monthly basis by ROS associates and the findings are reported to Management on a quarterly basis. ROS physically holds certain non-depository eligible securities under direct custody in the ROS vault. ROS associates monitor the movement of these securities by manually reconciling all securities being placed on or off the Trust system. All securities received on the system with incorrect location codes are corrected and missing physical securities are researched to determine their actual location. MCRP reports are submitted to supervisors and division managers detailing all outstanding exceptions.	Obtained and inspected MCRPs to ensure location review procedures are performed for all databases. MCRP reports were also inspected to ensure outstanding reconciliation exceptions are escalated.	No exceptions noted.
8.03	For non-depository eligible trust account holdings maintained in the ROS vault, access to the vault area is maintained by dual control and only authorized individuals are allowed access. Upon entrance into the vault, both custodians are required to sign the vault log and all visitors to the vault must be accompanied by an authorized individual and sign the vault log book.	Observed that individual personnel hold the combination lock and the key to the electronic key card on the vault door and noted that no one person holds both. Inspected the current Vault Access List and noted that the access list is approved by the Board of Directors. Inspected the vault log to determine whether there is evidence of regular use and for entry of dual signatures. Observed that all visitors to the vault must be accompanied by an authorized individual and noted that visitors are logged-in.	No exceptions noted.
8.04	The vault and vault areas are further secured with an alarm system and smoke detectors.	Observed the vault area to determine whether an alarm system and smoke detectors are in use.	No exceptions noted.
8.05	Management confirms the existence and safekeeping of vault securities.	Reviewed documentation on ROS - Internal Audit Report, to note the controls in operation for existence and safekeeping of vault securities.	No exceptions noted.

Program Change Control

Control Objective 9: Controls provide reasonable assurance that implementations and changes to new or existing systems, and system software are authorized, tested, approved, and documented.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
9.01	Implementation of new software applications developed by Reliance must go through the SDLC process.	Inspected evidence surrounding the annual AddVantage upgrades and confirmed that the changes went the SDLC process.	No exceptions noted.
9.02	Upgrades/patches to existing applications developed at Reliance must either go through SDLC or Change Control Process. Vendor supported software must go through the Change Control Process.	Inspected a sample of hardware, software, and infrastructure changes relevant to the AddVantage system and confirmed that the change went through either the SDLC or Change Control Process.	No exceptions noted.
9.03	Hardware upgrades/changes, operating systems updates, and network changes, must be approved by the CIO via the Change Control Process.	Performed inquiries with management and determined that no upgrades have occurred during the examination perioid necessitating CIO approval in the Change Control Process.	Confirmed with management that no significant upgrades occurred during the examination period necessitating CIO approval in the Change Control Process.
9.04	AddVantage updates must be approved by the AddVantage Manager or the Director of Information Technology.	Inspected a sample of hardware, software, and infrastructure changes relevant to the AddVantage system and confirmed that AddVantage updates were approved by the AddVantage Manager or the Director of Information Technology.	No exceptions noted.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
9.05	To minimize the potential effect to system users, ROS systems personnel schedule updates to occur on weekends or after hours whenever possible. For upgrades to AddVantage, ROS coordinates the installation date with SunGard Customer Support.	Inspected evidence surrounding the annual AddVantage upgrades and confirmed that the changes were scheduled to occur on weekends or after hours, and installation date was coordinated with SunGard Customer Support.	No exceptions noted.
9.06	ROS verifies a complete system backup prior to installing application or system software updates.	Inspected evidence surrounding the annual AddVantage upgrades and confirmed that backups were performed prior to installing updates provided by the vendor.	No exceptions noted.
9.07	Network firewall is monitored for configuration changes and device configurations are backed up regularly to a central repository for retention and archival.	Inspected a sample of email evidence and real-time monitoring screenshots related to the network firewall and confirmed that the firewall is monitored for configuration changes and device configurations are backed up to the central repository for retention and archival on a regular basis.	No exceptions noted.

Data Center Access

Control Objective 10: Controls provide reasonable assurance that physical access to computer equipment, storage media, and program documentation is limited to properly authorized individuals.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
10.01	Reliance production computer equipment is located in secure infrastructure and access is restricted to only authorized persons.	Inspected a sample of employees with access to the production computer equipment at Reliance and noted that access is properly restricted to authorized individuals based on job function. Inspected a sample of quarterly reviews conducted over users with access to the Data Center. Observed the physical security controls in place at the data center and noted that the production computer equipment is located in secure infrastructure.	No exceptions noted.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
10.02	Each entrance to the Reliance office space is equipped with a video surveillance system that records office access for each door 24 hours a day, 7 days a week.	Observed each entrance to the Reliance office space and noted that they are equipped with a video surveillance system that records access for each door 24 hours a day, 7 days a week.	No exceptions noted.
10.03	The security surveillance images are stored and maintained digitally. Digital storage capacity is 4 terabytes.	Inspected screenshots of security surveillance images from the examination period and noted that the images are stored and maintained digitally until the storage capacity of 4TB is reached and the oldest images are overwritten.	No exceptions noted.
10.04	All entrance doors to the office are equipped with a security card access system. Security cards are required at all entrances at all times.	Observed all entrance doors to the office and noted that they are equipped with a security card access system for which cards are required for access at all times.	No exceptions noted.
10.05	The office entrances are locked and visitors must report to the receptionist to obtain access. Visitor access cards do not enable access to the data center, computer room, or IT Department.	Observed that all office entrances are locked and noted that visitors must report to the receptionist in order to obtain access. Re-performed the control activity using assigned visitor access card and noted that unauthorized personnel were unable to gain access to the data center, computer room, or IT Department	No exceptions noted.
10.06	The data center which houses the servers, communications and networking equipment has only one entrance. Access to the data center is restricted to authorized individuals through the use of dual authentication security card access.	Observed that the data center, which houses servers, communications, and network equipment, only has one entrance and is restricted through use of dual authentication security measures. Inspected a listing of personnel with access to the data center, and reviewed in conjunction with organizational charts and inquiries with management to determine access is appropriate.	No exceptions noted.
10.07	After business hours, an independent security firm provides building security and the entire building is protected by motion detection sensors.	Observed the building throughout our procedures and noted that an independent security firm is there to provide building security and motion detection sensors are in place.	No exceptions noted.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
10.08	In part to ensure electronic security systems are operational, there is a UPS power backup unit within the data center as well as a 200kw natural gas generator. The intent of the UPS system is to bridge the gap between the power going out and the generator kicking on. In the event of a power failure, the UPS system will maintain the servers until the natural gas generator turns on. The generator will begin supplying power after approximately 11 seconds of power failure. The UPS system can supply up to one hour of power to the data center at maximum capacity.	Observed the environmental controls in place at the data center and noted that all described environmental controls were in place.	No exceptions noted.

Logical Access

Control Objective 11: Controls provide reasonable assurance that logical access to programs and data is limited to properly authorized individuals.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
11.01	New users to the AddVantage application must be properly authorized before access is granted. Evidence of access is retained.	Inspected a sample of all users to the AddVantage application during the examination period and noted that evidence of the employee's access was retained and properly authorized prior to being granted.	No exceptions noted.
11.02	All users have a unique log-in ID and password. New users are provided random temporary passwords that must be changed when they first log-in to the computer.	Inspected a list of all network users as well as a screenshot of the Reliance User Basic Account Properties and noted that all users have a unique log-in ID and password and new users are required to change their password when they first log-in.	No exceptions noted.
11.03	Passwords for the network are required to be a minimum of 8 characters and must be changed every 30 days. The newly changed password is required to be different than the previous 12 passwords used. Users identified that have not changed their password within a 90 day period are disabled.	Inspected a screenshot of the Domain Password Policies and noted that all passwords are required to be a minimum of 8 characters, must be changed every 30 days, must be different that the previous 12 passwords used. We obtained and inspected a copy of the scripts that is used to ensure that all users who haven't changed their password within a 90 day period are automatically disabled.	No exceptions noted.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
11.04	Network users are locked out after 3 unsuccessful login attempts. The user must reset their password through the Password Recovery Service or contact IT to have their password reset.	Inspected a screenshot of the Domain Password Policies and noted that all network users are locked out after 3 unsuccessful login attempts and must reset their password through either the Password Recovery Service or by contacting IT.	No exceptions noted.
11.05	Windows application disables the user's session after 15 minutes of inactivity.	Inspected a screenshot of the network server security options and noted that a user's session is suspended after 15 minutes of inactivity.	No exceptions noted.
11.06	Because the AddVantage software is menu driven, the corresponding menu item will be hidden from view unless a user has been granted access to a part of the application.	Inspected a screenshot of the menu items within AddVantage and noted that certain menu items are hidden from view according to each users access rights.	No exceptions noted.
11.07	When an employee leaves Reliance, Human Resources notifies IT to permanently disable the employee's access.	Inspected a sample of terminated users during the examination period and noted that the employee's access was disabled in a timely manner upon notification from Human Resources.	Exceptions noted: For 1 of 15 terminations selected, although the IT department disabled the user's account in a timely manner upon notification, the IT department was not notified of the employee's termination until approximately 4 weeks after the user's termination date. For 1 of 15 terminations selected, the ticketing system was not used to log a request to remove a terminated employee's access. Although we could verify the employee's access has been disabled, we cannot determine when.

Processing and Scheduled Operations

Control Objective 12: Controls provide reasonable assurance that processing is appropriately scheduled and that deviations from scheduled processing are identified and resolved.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
12.01	Only authorized personnel have the ability to change the automated job stream.	Inspected a list of all personnel who have the ability to change the automated job stream and noted the list is appropriately restricted to authorized personnel based on job function.	No exceptions noted.
12.02	Procedures are available online to guide the Operator through the system backup process and other scheduled jobs.	Inspected a screenshot of network drives and noted that procedures are available online to guide the Operator through the system backup proves and other scheduled jobs.	No exceptions noted.
12.03	The system produces production control logs and reports that are reviewed by IT Operations and the CIO as part of the quarterly MCRP process.	Inspected sample of quarterly MCRP reports to confirm that IT Operations and the CIO have reviewed production control logs and reports.	No exceptions noted.
12.04	Any hardware or software problems/errors are logged into the Help Desk. Tickets are assigned, worked and closed.	Inspected a list of all help desk tickets during the examination period and noted that the tickets were related to both hardware and software issues and all were properly assigned, worked, and closed.	No exceptions noted.
12.05	ROS utilizes an Enterprise backup solution for application data, file services and system configurations. Backups are performed on a scheduled based according to business requirements and verified through random restore tests performed quarterly.	Inspected a sample of emails, reports, and screenshots and noted that the Enterprise backup solution performs backups on a scheduled basis in accordance with business requirements and that backups are verified and randomly restored on a quarterly basis.	No exceptions noted.
12.06	Critical systems are monitored for system events, space and resource utilization, and security events. Automated monitoring systems notify management of exceptions which are validated during the quarterly MCRP process.	Inspected a sample of system monitoring and quarterly MCRP reports and noted that monitoring is in place for system events, space and resource utilization, and security events and all exceptions are reviewed and validated as part of the MCRP process.	No exceptions noted.

Network Security

Control Objective 13: Controls provide reasonable assurance that system infrastructure is properly configured and periodically monitored to prevent unauthorized access and changes.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
13.01	Each network user is bound by the End User Acceptable Use and Computing Policy and is required to validate acceptance annually.	Inspected a sample of new network users and noted that each individual selected had completed training courses in security awareness and the Company's employee handbook, which would cover Acceptable Use and Computing Policies.	No exceptions noted.
13.02	Network security policies have been documented and are available to all employees on the RTC Intranet.	Inspected a copy of the most recent Information Security Policy as well as a screenshot of the Reliance Intranet and noted that the documented policies are current and available to all employees.	No exceptions noted.
13.03	ROS has also contracted with an outside vendor to perform managed security services. The vendor monitors and reviews firewall logs and "system health" and performs intrusion detection services (IDS) and penetration testing. The IT Operations Manager and Information Security Officer review all security incidents to ensure all errors or exceptions are tracked and resolved in a timely manner.	Inspected a sample of reports, emails, and screenshots to verify that the outside vendor monitors and reviews firewall logs and system health and performs intrusion detection services and penetration testing and noted all errors or exceptions are investigated and resolved be Reliance in a timely manner.	No exceptions noted.
13.04	Microsoft network operating system software updates and security related patches are received and automatically downloaded from the Microsoft website, reviewed by network support, and installed on a test server. The patches for the operating system are managed and installed in a timely manner upon release. Approved patches are installed on weekends with the servers performing automatic reboots on a staggered basis.	Inspected a sample of patch management reports and patch deployment notification emails and noted that patches for the operating system are being appropriately managed and are installed in a timely manner upon release.	No exceptions noted.
13.05	When an AddVantage user from an external institution is terminated, an authorized employee from the external institution notifies Reliance via email. ROS disables the user's access upon receipt of the notification.	Inspected evidence to confirm that Addvantage access is disabled for external institutions upon request from an authorized individual in a timely matter.	No exceptions noted.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
13.06	Reliance production environments may be accessed by third party support providers, vendors, and application specialist to perform updates and resolve problems. Access is granted as requested and limited only to hosts required by vendors. User accounts are enabled for the duration of the work provided and disabled when completed.	Inspected evidence of vendor access at Reliance during the examination period and noted that access is granted as requested, limited only to required hosts, and disabled on a weekly basis upon completion.	No exceptions noted.
13.07	An Enterprise Security Awareness program is in place and provides regular announcements to end users and requires annual training and acknowledgement.	For a sample of new hires during 2014, we obtained evidence to confirm that security awareness training had been completed during the examination period.	No exceptions noted.
13.08	A Penetration and Vulnerability Assessment is performed by a third party on an annual basis to identify vulnerabilities that may exist on the network. Corrective action is taken to mitigate identified vulnerabilities as necessary.	Inspected a copy of the most recent annual Penetration and Vulnerability Assessment that was performed by a third party and noted that the report identified vulnerabilities that exist on the network and that corrective action was taken to mitigate the identified vulnerabilities as deemed necessary by management.	No exceptions noted.

Collective Investment Trust (CIT) Activity

Control Objective 14: Controls provide reasonable assurance that Collective Investment Trust (CIT) activity is recorded and reconciled completely and accurately.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
14.01	CIT trustee fee and service fee daily accruals are set up in Mfact, the CIT fund accounting system, by ROS based on the fees outlined in the CIT Offering Documents. A monthly trustee and quarterly service fee accrual proof report is provided to CIT Administration for approval. The fees are then transferred from the CIT cash account to Reliance's corporate account.	Inspected a sample of Trustee and Service Fee reports generated by the Unitized Accounting Department of ROS to determine if fees were approved by CIT Administrator prior to being paid.	No exceptions noted.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
14.02	Shareholder accounts for retirement plans investing in a CIT are established electronically in Mshare, the CIT Shareholder Recordkeeping system, by ROS via the NSCC B-50 process. The shareholder account remains inactive until all required documentation is received by CIT Administration. Upon receipt of required documentation, and approval by CIT Administration, the account is activated by ROS.	Inspected a sample of new plan accounts set up via the NSCC B-50 process and validated that no plan activity was processed by ROS until required documentation was received and approved by CIT Administration.	No exceptions noted.
14.03	Securities held by the CITs are set up on Mfact by the pricing department of ROS and Unitized Accounting management validates that the securities have been set up correctly.	Inspected a sample of securities set up in Mfact and validated that the set-up was reviewed by Unitized Accounting management.	No exceptions noted.
14.04	Corporate action announcements related to income and capital gain distributions of the underlying CIT investments are monitored by ROS and recorded in Mfact on ex-date.	Inspected a sample of income and capital gain distributions to ensure they were posted to the related CIT account on execution date.	No exceptions noted.
14.05	A CIT daily pricing exception report, which reflects price changes greater than 1% and any unchanged prices, is obtained from the Mfact system and reviewed by an ROS pricing analyst. A secondary pricing source is consulted for price validation and in instances of missing prices.	Inspected a sample of pricing exception reports for evidence of pricing analyst review. Validated that any price reflected as missing was obtained from a second source, such as Bloomberg or the mutual fund company.	No exceptions noted.
14.06	CIT cash accounts reflected on Mfact are reconciled to AddVantage daily by a member of the Unitized Accounting department of ROS and reviewed by management.	Inspected a sample of daily cash reconciliations and verified the reconciliation was performed and properly reviewed by management.	No exceptions noted.
14.07	CIT unit purchase and redemption activity is submitted to ROS by participating retirement plans via the NSCC and processed through Mshare, the CIT shareholder recordkeeping system. A daily net settlement amount reflecting all CIT activity is processed through the NSCC and the net settlement amounts are reconciled by ROS and any unresolved issues are escalated to ROS Senior Management.	Inspected a sample of daily Master Funding Account (MFA) review packets from throughout the period and ensured that daily reconciliations between the DDA and the AddVantage system were completed. Inspected a sample of Settlement Report dates from the period under review, to determine whether reconciliations were performed for these dates. Inspected the daily reconciliation procedures performed with the NSCC to determine whether daily reconciliations have been performed for the dates selected.	No exceptions noted.

No.	Controls Specified by RTC/ROS	Tests of Operating Effectiveness Performed By Cherry Bekaert	Results of Testing
14.08	Underlying CIT security positions reflected on the Mfact system are reconciled daily to AddVantage by a member of the Unitized Accounting department and reviewed by a Supervisor or Manager.	Inspected a sample of daily position reconciliations and verified the reconciliation was performed and properly reviewed by management.	No exceptions noted.
14.09	New users to the Mfact and Mshare application must be properly authorized by Unitized Accounting management before access is granted. Evidence of access is retained.	Inspected a sample of new users to the Mfact and Mshare application during the examination period and noted that evidence of the employee's access was retained and properly authorized prior to being granted.	No exceptions noted.
14.10	All Mfact and Mshare users have two levels of security to access Linedata, Mfact, and Mshare applications. Unique log-in ID and password to access Linedata's ASP environment is controlled by Linedata. A second unique log-in ID and password for Mfact and Mshare are assigned to the new user by Unitized Accounting management. New users are provided random temporary passwords. This password must be when you first log-in to Mfact. Users are required to change their Linedata password every 90 days and their Mfact and Mshare password every 30 days.	Inspected a list of all Linedata, Mfact, and Mshare users as well as screenshots of the application system security parameters and noted that all users have a unique log-in ID and password to access both Linedata's ASP environment and each respective application as assigned by properly authorized personnel, new users are required to change their password when they first log-in to Mfact, and password are set to expire every 90 days for Linedata and every 30 days for Mfact and Mshare.	No exceptions noted.
14.11	When an employee leaves Reliance, Unitized Accounting management notifies Linedata to permanently disable the employee's access to the Mfact and Mshare application. Evidence of access termination is retained.	Inspected a sample of terminated users during the examination period and noted that the employee's access was disabled in a timely manner upon notification from Human Resources.	No exceptions noted.

V. OTHER INFORMATION PROVIDED BY RELIANCE TRUST COMPANY AND RELIANCE OPERATIONS SERVICES LLC

A. CONTINGENCY PLANNING

Reliance Operations Services LLC (ROS) supports the Business Continuity Operations of Reliance Trust Company (RTC). Appropriate system and data set back-ups are maintained off-site and regular testing of components with sample population occurs quarterly. A disaster recovery plan is in place to ensure minimum disruption in operating functions in the event of a loss of capability at the primary data processing site. ROS maintains a production data center at the corporate office in Atlanta, and maintains a disaster recovery back-up facility in Dallas, TX.

The disaster recovery plan is prepared and reviewed by each business unit manager, forming a Disaster Recovery Team. The team functions in a coordinating role in all trust-related disaster recovery matters.

In the event of an actual disaster, the team will manage all disaster related activities within their respective team and monitor the continuation of business processing and services.

ROS also has battery backup for all servers and related computer room equipment, which is supplemented by a 200KW natural gas powered standby electrical generator for long-term electrical outages. The generator is cycled weekly and inspected quarterly.

B. MANAGEMENT'S RESPONSE TO NOTED EXCEPTIONS

Control Objective 11.07 – All future termination and access removal notices will be coordinated between FIS Human Resources and IT.

WebLink User Guide

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Welcome to WebLink

WebLink is an online module that allows you to view your daily account transactions as well as create reports and view your online statements.

Please ensure you are using one of the below browsers to log onto WebLink. The following browsers/versions and Operating Systems are currently supported for WebLink:

Internet Explorer 9.0.10	Windows XP
Internet Explorer 8.0.7601.17514	Windows XP
Firefox 18.01	Windows XP
Safari 5.1.7	Windows XP
Opera 12.13	Windows XP
Internet Explorer 9.0.10	Win 7
Internet Explorer 8.0.7601.17514	Win 7
Chrome 24.0.1312.57	Win 7
Firefox 18.01	Win 7
Opera 12.13	Win 7
Safari 5.1.7	Win 7
Internet Explorer 10.0.9200.16384	Win 8
Chrome 24.0.1312.57	Mac OS X Mountain Lion 10.8.2
Firefox 18.01	Mac OS X Mountain Lion 10.8.2
Safari 6.0.2	Mac OS X Mountain Lion 10.8.2
Opera 12.13	Mac OS X Mountain Lion 10.8.2

Please note that WebLink is not supported at this time by iPads, tablets, or other mobile devices.

WebLink's optimal viewing resolution is either 800x600 pixels or 1024x768 pixels with at least 32,768 colors. However, WebLink style sheets and fonts have been developed to minimize the impact of high resolutions and changes in browser or desktop fonts.

Data transmission security is implemented via SSL (Secure Socket Layer).

Please review your settings and change them accordingly to ensure your information displays correctly.

Internet Explorer Browser Settings

Open your browser and select the following settings: →

Tools → Internet Options → General Tab → Temporary Internet Files	Select Settings	Click *Every visit to the page*
Tools → Delete Browsing History	Select Temporary Internet Files and Cookies	Delete
Tools → Internet Options → General Tab → Temporary Internet Files	Select Settings	Set "Amount of disk space" to use to no less than 1000 MB
Tools → Internet Options → Content → Autocomplete	Place Check Mark	Check the *Forms* box
Tools → Internet Options → Advanced Tab	Browsing/Underline Links	Select the *Hover* radio button
Tools → Internet Options → Advanced Tab	Security	Check *Empty internet temporary files folder when browser is closed* check box
Tools → Internet Options → Advanced Tab	Printing	Check *Print background color and images*
Tools → Internet Options → Advanced Tab	Security	Uncheck *Do not save encrypted pages to disk*
Tools → Internet Options → Security Tab	Click on Trusted Sites	Add the WebLink URL as a "trusted site". To do this, click the Sites button. In the *Add this Web site to the zone:* box, type the address (the URL) of the WebLink site and click the Add button. You may need to temporarily de-select the *Require server verification (https:) for all sites in this zone* check box to enter the AddVantage URL.

File → Page Setup	Page Orientation	Landscape Right & Left margins should be set to .5. Top & Bottom margins should be set to 1. Clear Header and Footer information
Tools → Popup Blocker	Popup Blocker Settings If the Popup Blocker Settings option is not available, select Turn On Popup Blocker first and then select Tools → Popup Blocker Settings.	Add WebLink URL in the Trusted Site
If you are using IE10, please ensure the following adjustments are made	Tools → Compatibility view	Make sure to run in compatibility view.
If you are using Windows XP Service Pack 2 (SP2), please ensure that the following adjustments are made:		Change the Pop-up Blocker settings to allow all content from the WebLink site to be sent to your browser. To do this, open Internet Explorer and on the Tools menu point to Pop-up Blocker, and then click Pop-up Blocker Settings. In the *Address of Web site to allow* box, type the address (the URL) of the WebLink site and click OK.

WebLink Features

Below are a few of the key features WebLink offers:

- Immediate access to your Portfolio Information from any location via the Internet.
- Portfolio Information displayed on a Settled or Traded basis.
- Portfolio Information displayed on Current or As-of-Date Basis.
- Long and Short Term Gains/Losses displayed.
- User-selected options for customization of data displayed on reports.
- Ticker Symbol (if selected for display) hyperlinks to an Investment Information site on the Internet.
- Portfolio information displayed graphically.
- Cash Projection information for up to 99 days.
- All reports are viewable and printable.
- Drill Down capabilities for viewing individual asset or transaction detail, including individual tax lot information for each asset.
- Download of information into a spreadsheet format, such as EXCEL.
- Download of information into a personal financial management system, such as QUICKEN or MS Money.
- Reporting capabilities for viewing the status of your trades.
- Capability to view a statement on your Portfolio Management/Trust Account via the Internet.

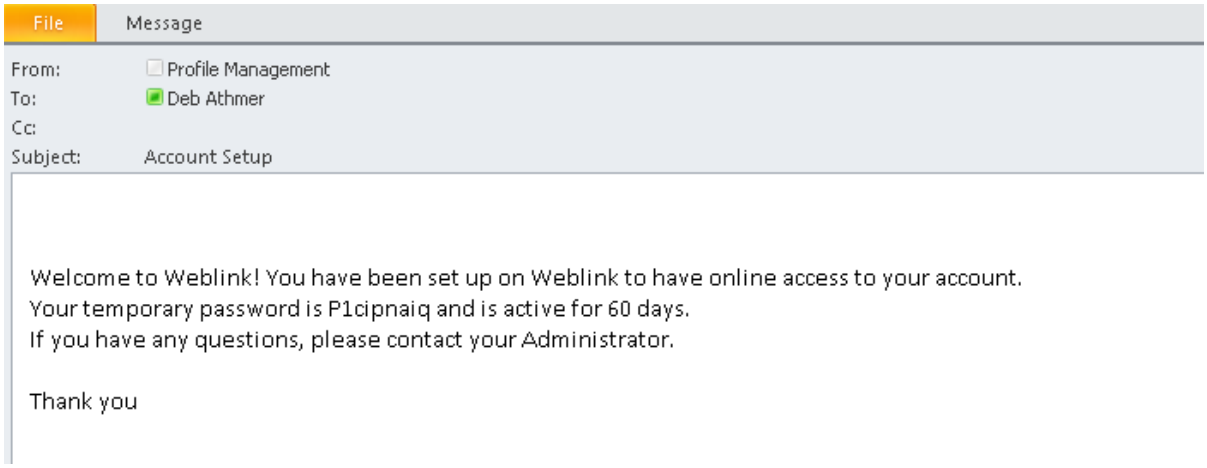
Accessing WebLink

Once your Internet settings have been verified, you can now access WebLink. Please go to www.WebLinkSite.com to log into WebLink. You may also access WebLink by going to www.clientsite.com and clicking on Client Access.

Registration Process

In order to access the WebLink application, you will be sent an email containing your temporary password. A sample of the email is below. Note that the email will come from profilemanagement@rt-wms.com. Please add that email address to your safe senders list so the email is delivered to your inbox and not to spam.

The URL and your User Name will be provided by your administrator for security purposes. Once you receive all three pieces of this information, you are ready to login.

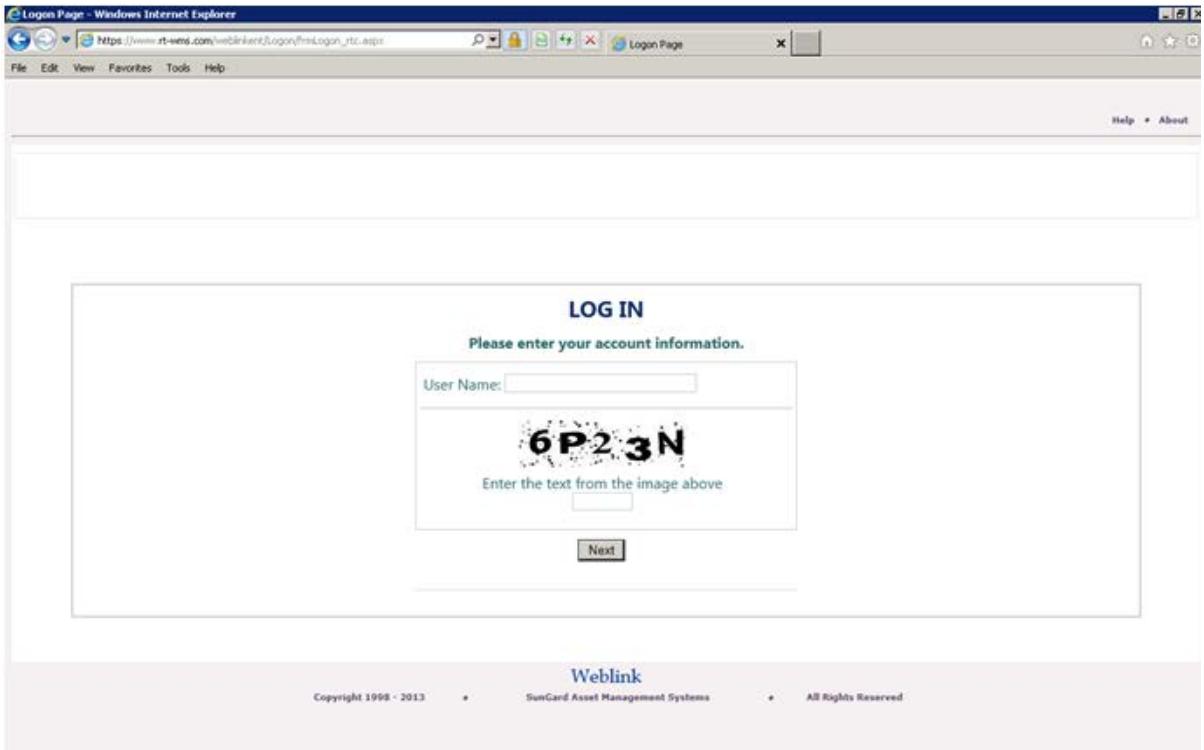


Step 1:

Once you have the URL, User Name and temporary password, go to the URL and enter your User Name at the screen pictured below.

You will be required to enter the text in the CAPTCHA phrase at each login. If the CAPTCHA phrase is entered incorrectly, it will refresh with a new phrase and you will be asked to enter the new phrase. If you cannot read the initial CAPTCHA phrase, please refresh your browser to create a new one.

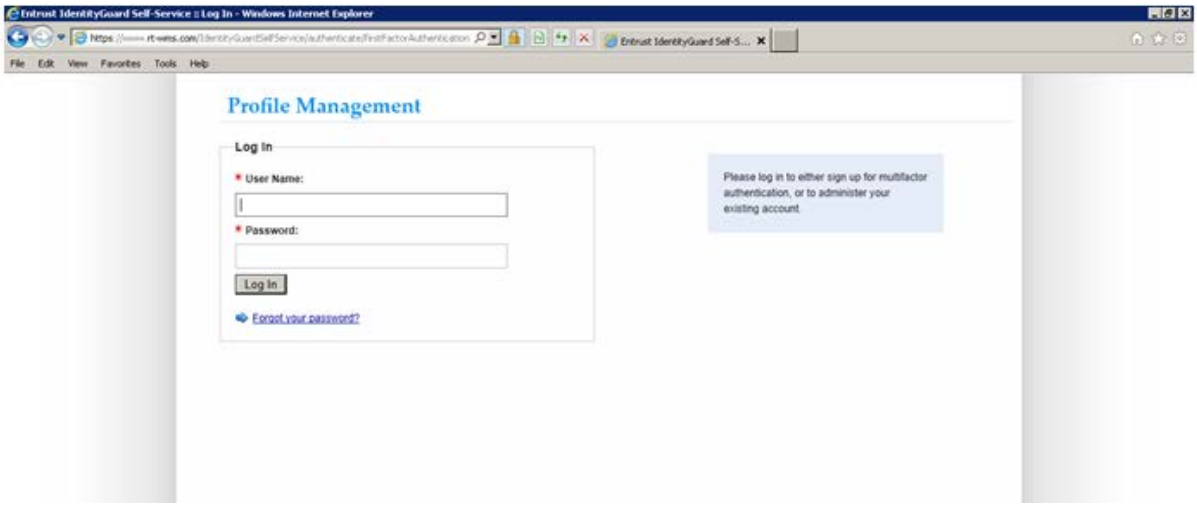
Once you enter the CAPTCHA phrase, click the Next button.



Step 2:

The next screen takes you to the Profile Management section of WebLink where you will need to set up a profile. To begin the process, you will be asked to enter your User Name and Password. The User Name is supplied by your administrator, and the password is the temporary password token that was supplied in the email sent to you from ProfileManagement@rt-wms.com.

Enter your User Name and Password and click the Log In button.

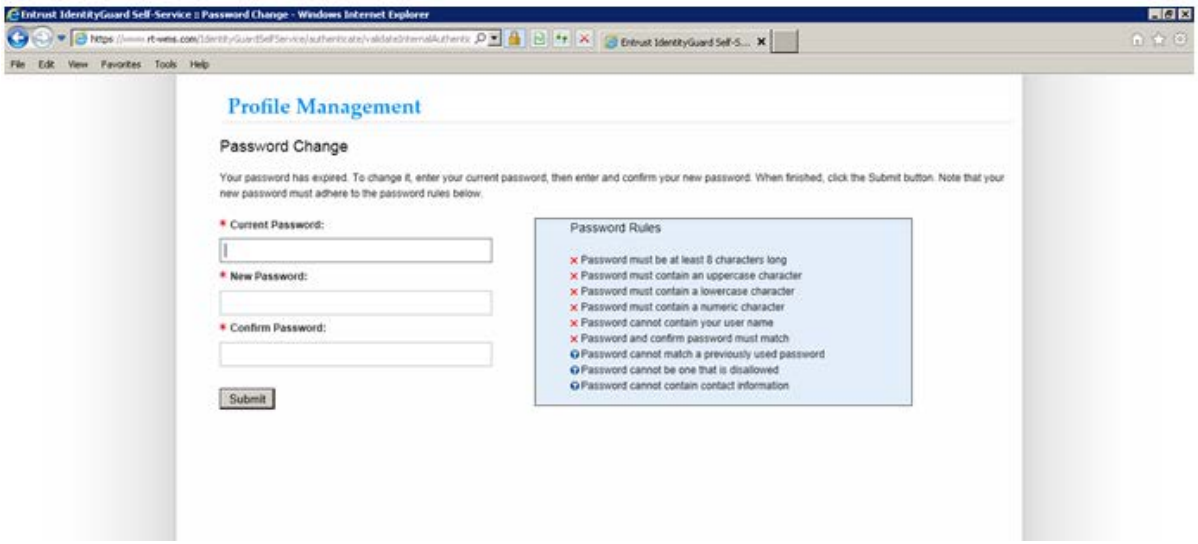


Step 3:

The next step in setting up your profile is to change your password. The Current Password is the temporary password sent to you via email. This is the same password you entered on the previous screen. You will need to choose a new password by following the Password Rules in the blue box on the right side of the screen.

You will notice that as you type your new password, the **red** × at the beginning of each line in the blue box turns to a **green** ✓. All the rules must have a green check mark for the system to accept your new password.

Click Submit when you have completed the current password field and both new password fields. Please note that your password will not expire.



Step 4:

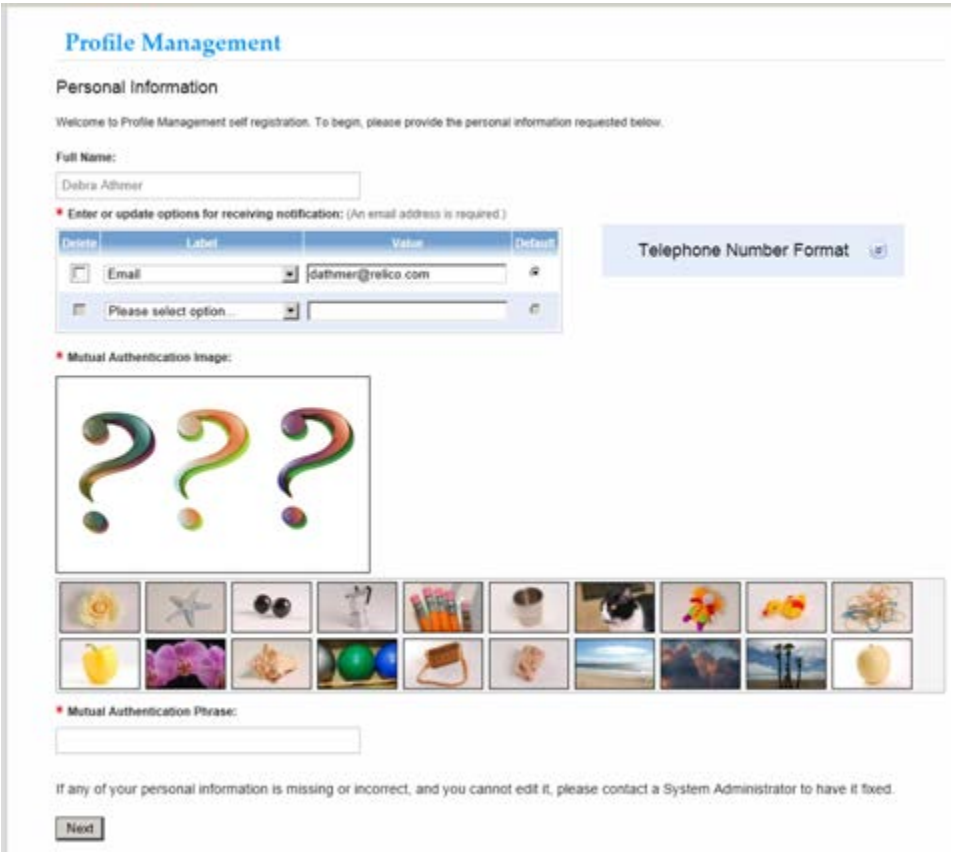
Next, you will need to validate all of your personal information, which includes your Full Name and Email address.

If you would like to enter a mobile phone number to receive notifications, please choose Mobile Text Alert in the drop down and enter your area code and phone number (e.g., 4049556347.) For assistance entering your mobile phone number, please use the Telephone Number Format option on the right hand side of the screen. If you enter your phone number in an invalid format, the system will not allow you to move forward with your profile set up.

If you do not wish to enter a Mobile Phone number, either do not choose a drop down option or click the box to the left of the drop down to Delete this option.

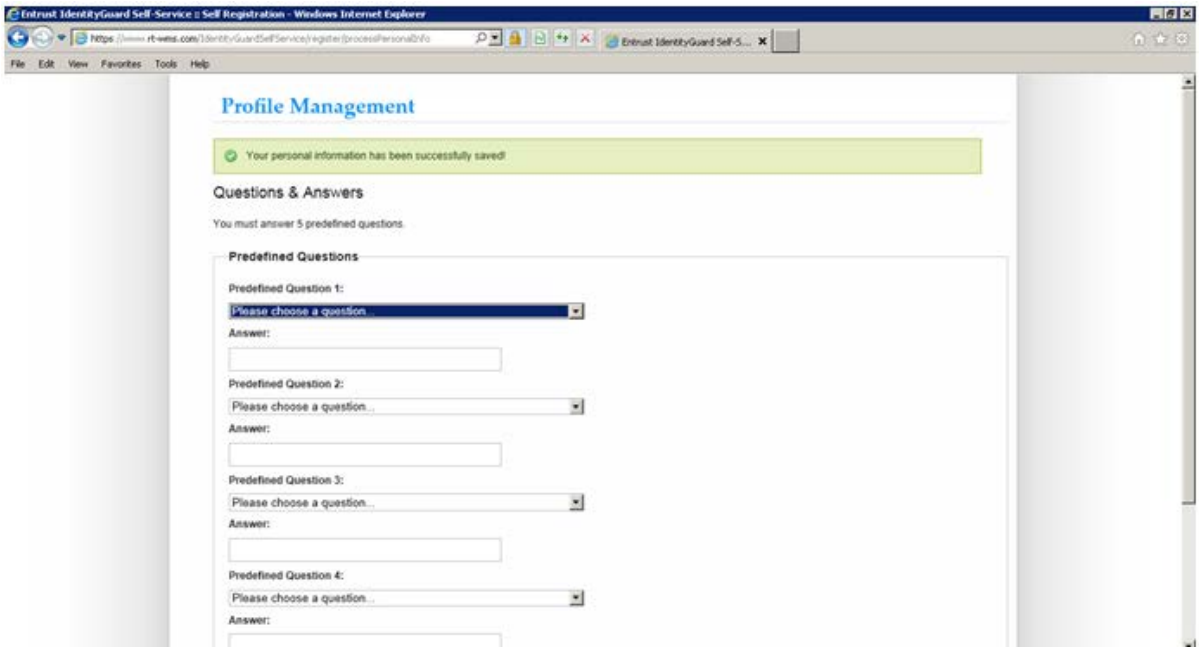
If you choose to utilize a mobile number and select it as your default, password reset requests will still be delivered via email. The mobile number will only be used to send you a one-time password if the system recognizes a login attempt outside of a reasonable location range of your recent login attempt. If you do not choose a mobile number and this situation arises, and email will be sent notifying you of the attempt and with a temporary password. For more information on this feature, please refer to the explanation of geolocation on page 30 of this document.

You will then need to choose an image for the dual authentication process. Once you have selected an image, enter a phrase to identify the authentication image and click Next.



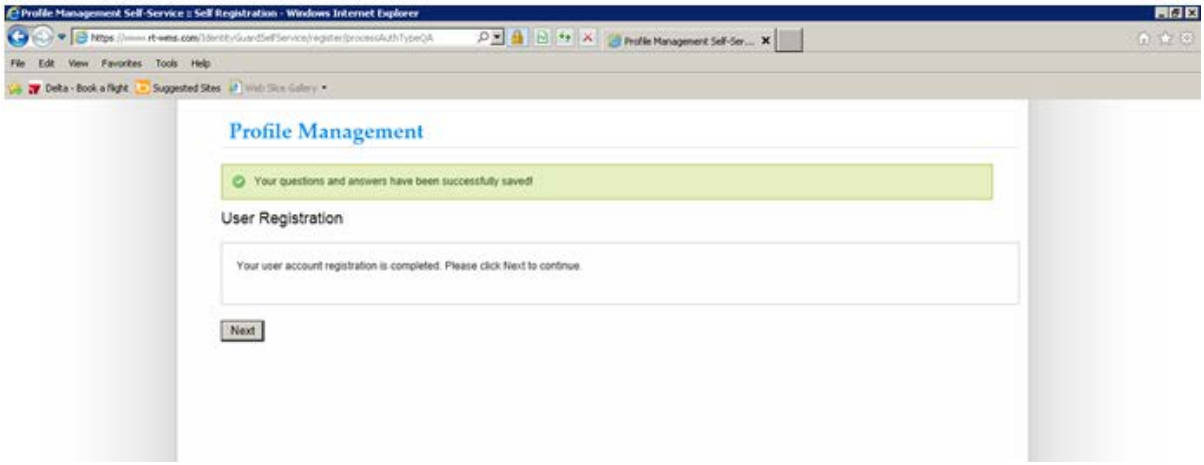
Step 5:

You will then be asked to choose and answer five security questions. Please note that these are not case sensitive. In the future, if you choose to change your profile, register a new computer, or forget your password, you will be required to answer three of these five security questions.



Step 6:

The final screen confirms that you have completed the registration process. Once you click ‘Next’ you will be taken back to the logon screen.



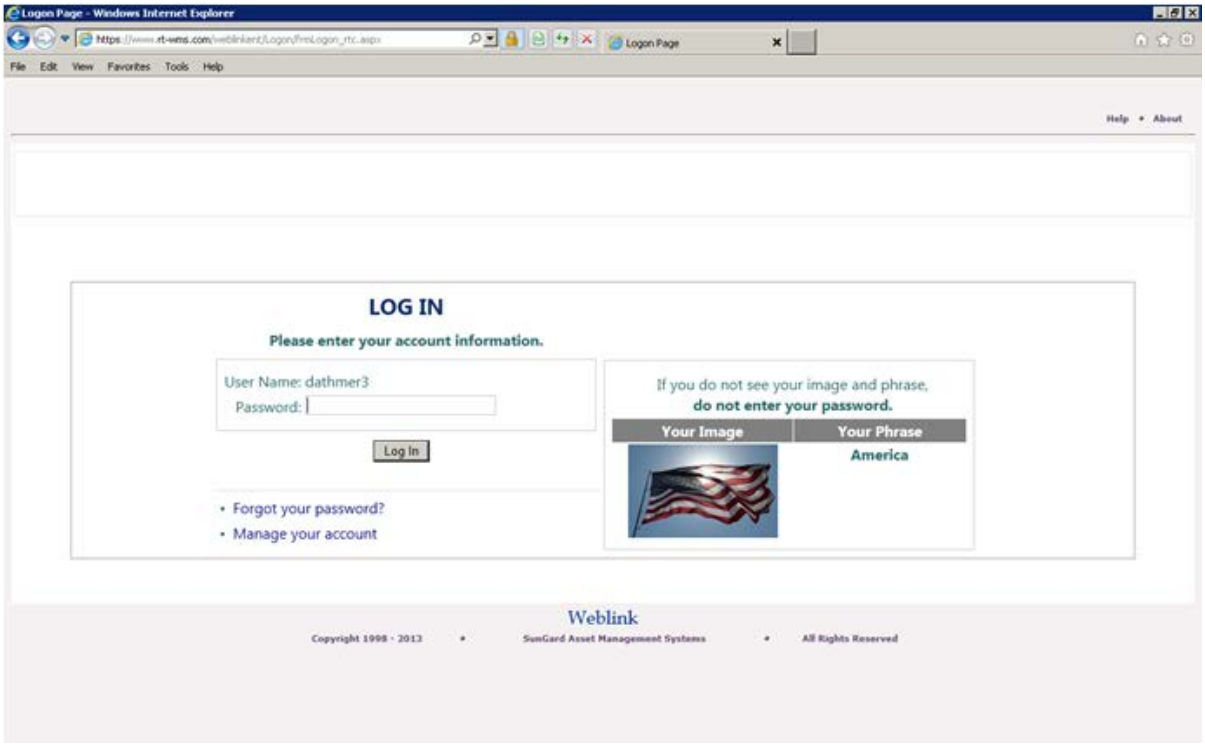
Step 7:

After setting up your profile, you will now need to log in with your new password. At the logon screen, please enter your User Name and the CAPTCHA phrase. Click the Next button.

Step 8:

<u>You will now enter the **NEW** password that you selected</u>. <u>You should also see your image and phrase that you selected</u>.

Click the Login button.

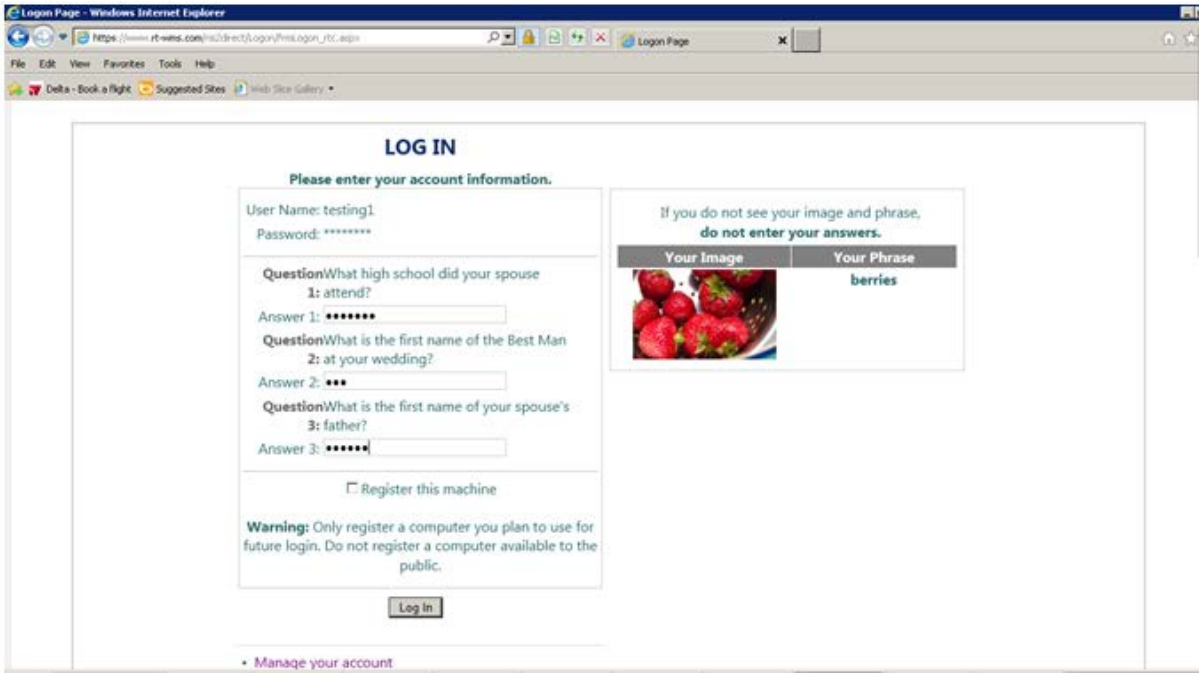


Step 9:

The first time you are logging in with your new credentials, you will be asked to answer three security questions. Once you successfully answer these questions and click the Register This Machine checkbox, your computer will be registered and future login attempts will not require you to answer the security questions. You are able to register up to five machines.

Please keep in mind that if you have a laptop and move locations you may be asked these three questions again for security reasons. The system recognizes that the computer has moved locations, and requests that you answer your questions as a security measure.

Once you click the Log In button on this screen, you will be in the main page of WebLink.

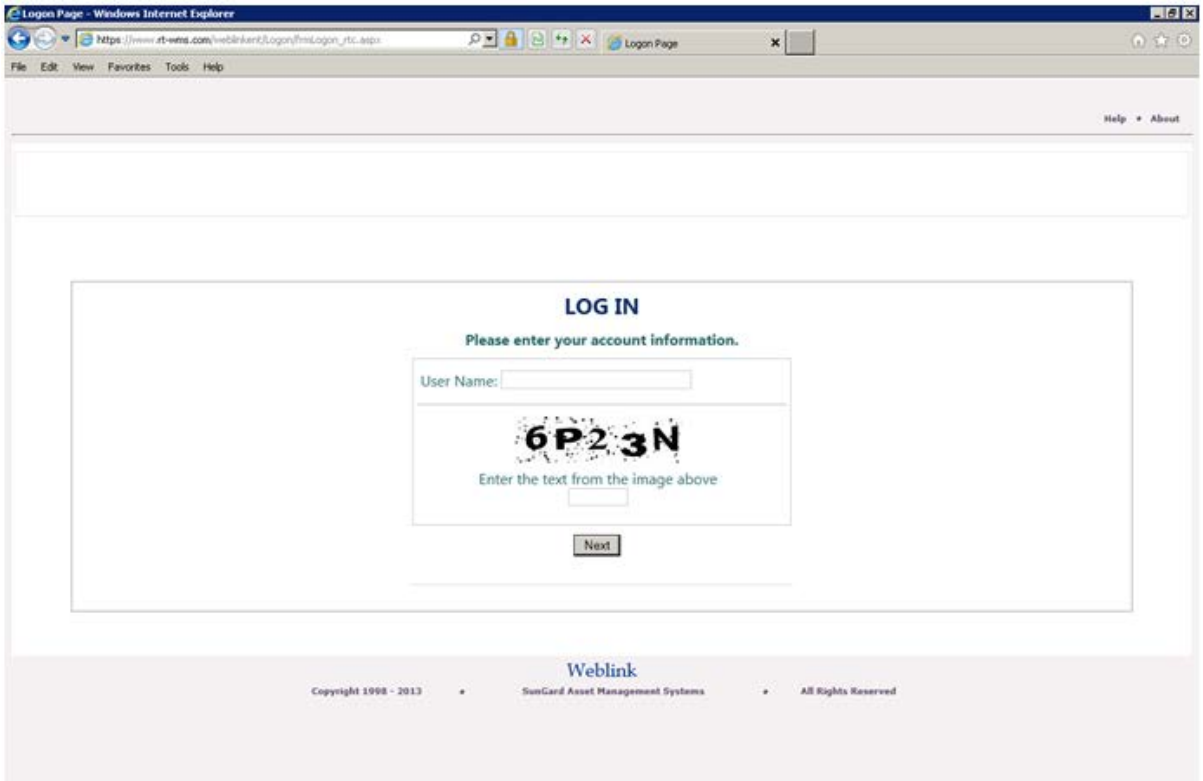


Log In Process After Registration

Once you have completed the registration process by setting up your profile, you are now ready to enter the system without going through the registration process.

Step 1:

At the Log In screen, enter your User ID and CAPTCHA phrase from the image and click Next.

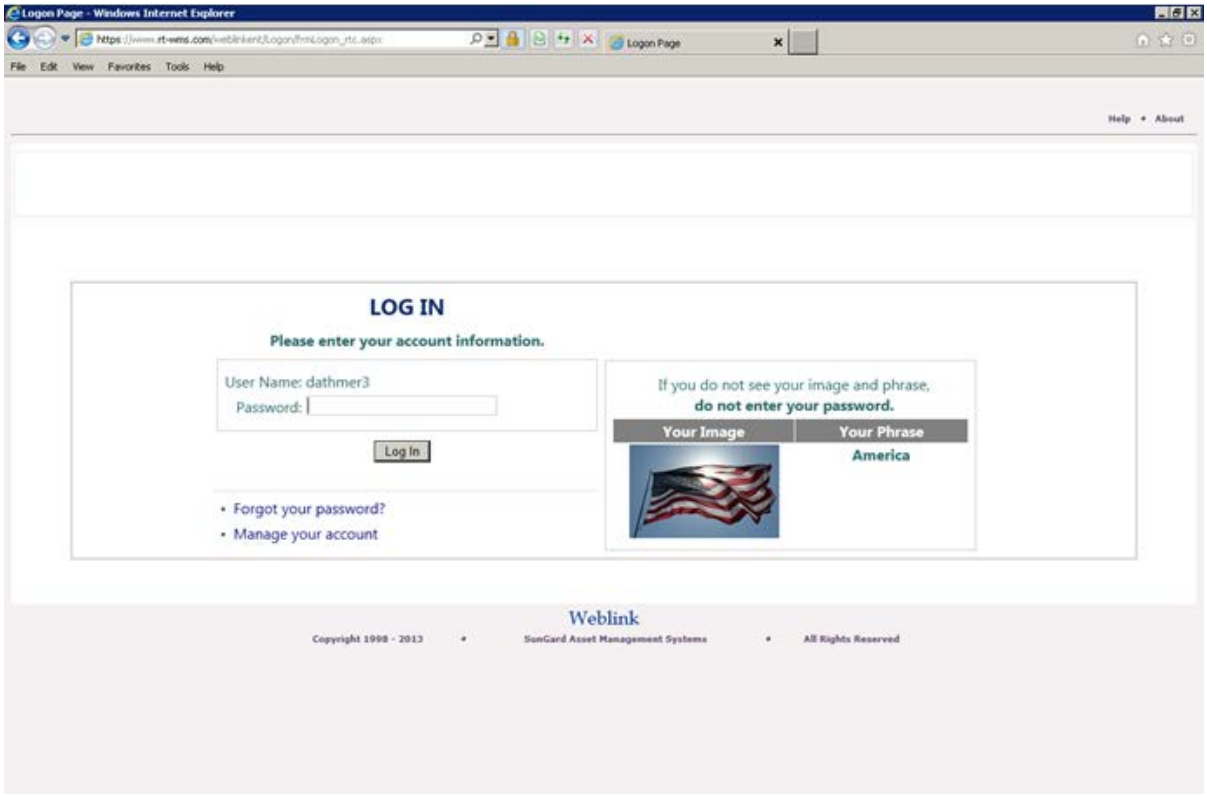


Step 2:

Validate that the image and authentication phrase are correct, enter your password and click Log In.

There are also two additional options on this screen:

- Forgot your password? (see page 19 of this guide for more details)
- Manage your account (see page 25 of this guide for more details)



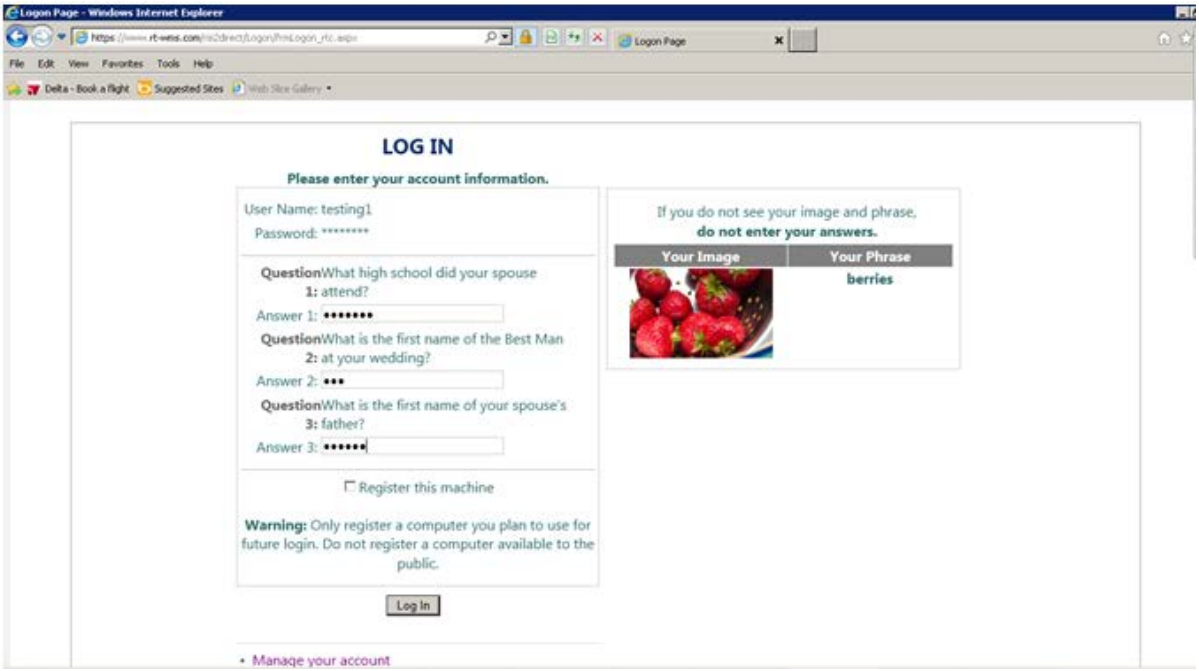
Step 3:

If you checked the Register this machine checkbox while registering, you will be presented with the front page of WebLink.

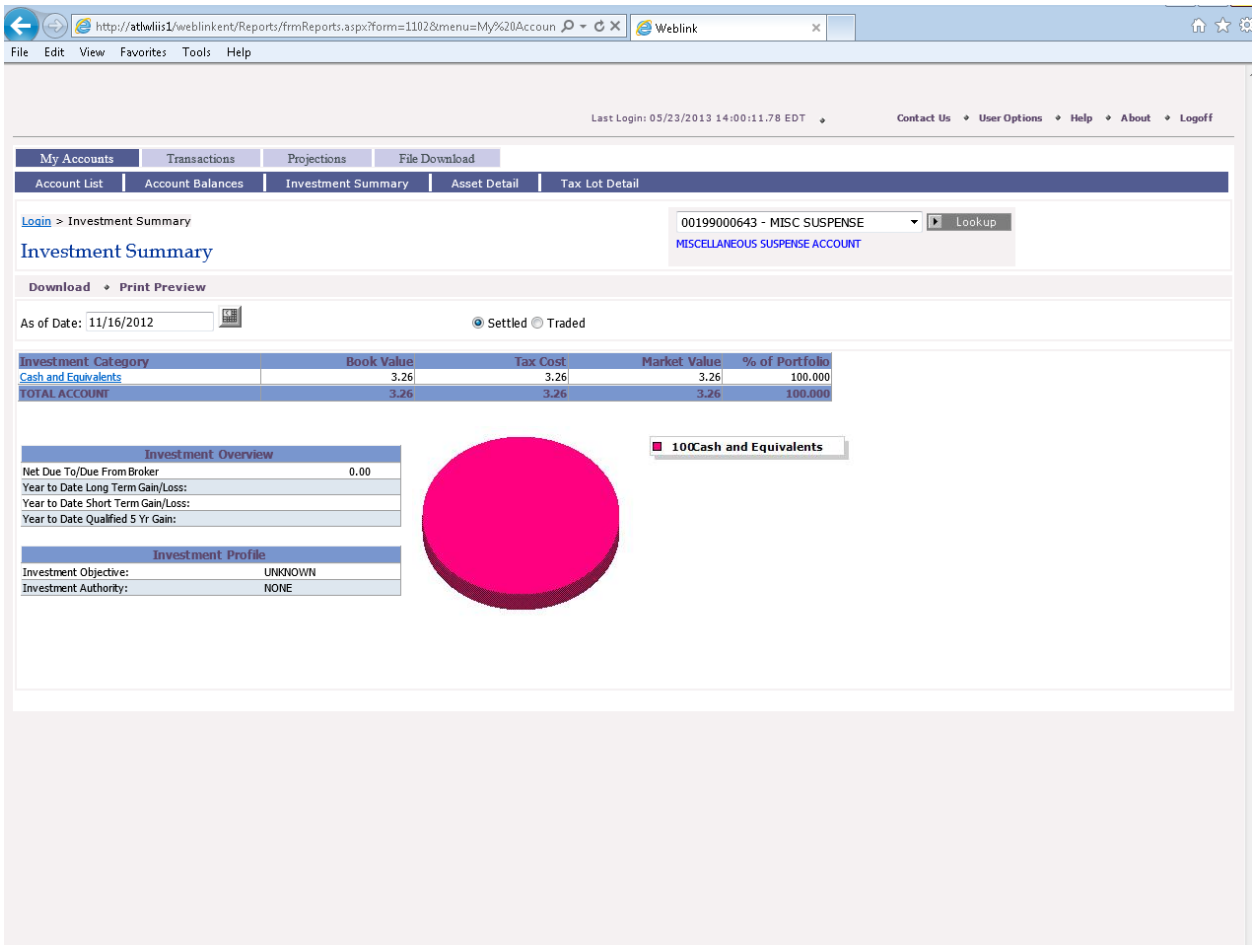
If you did not check the Register this machine checkbox while registering, or if you moved locations or changed your IP address or password, you will be prompted to answer three of your security questions. Please answer the questions and click Log In.

If you are logging in from a trusted computer and would like to use it in the future to access your account, check the Register this machine checkbox. If you do not check this box, you will be required to answer the security questions each time you log in to your account. You are able to register up to five computers.

Please note you have the Manage your account option on this page for your convenience.

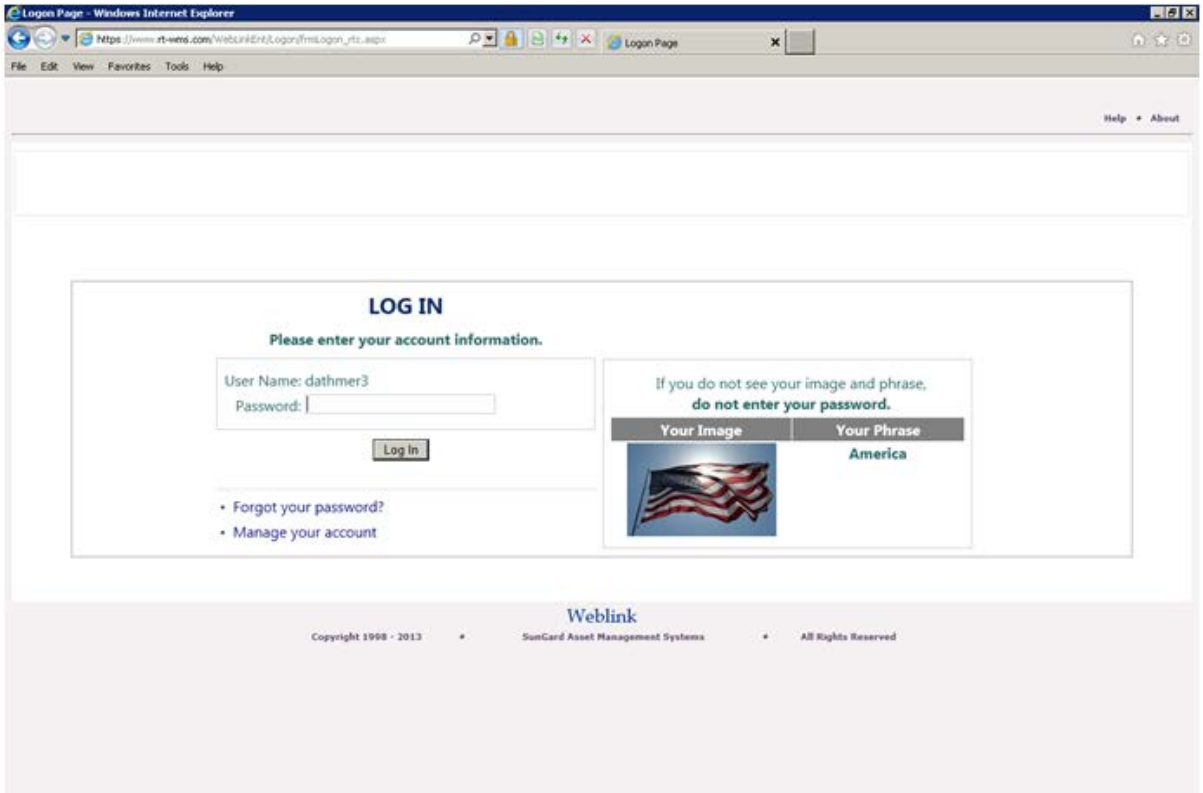


Voila! You are now successfully logged into WebLink. Below is an example of how your home screen should appear.



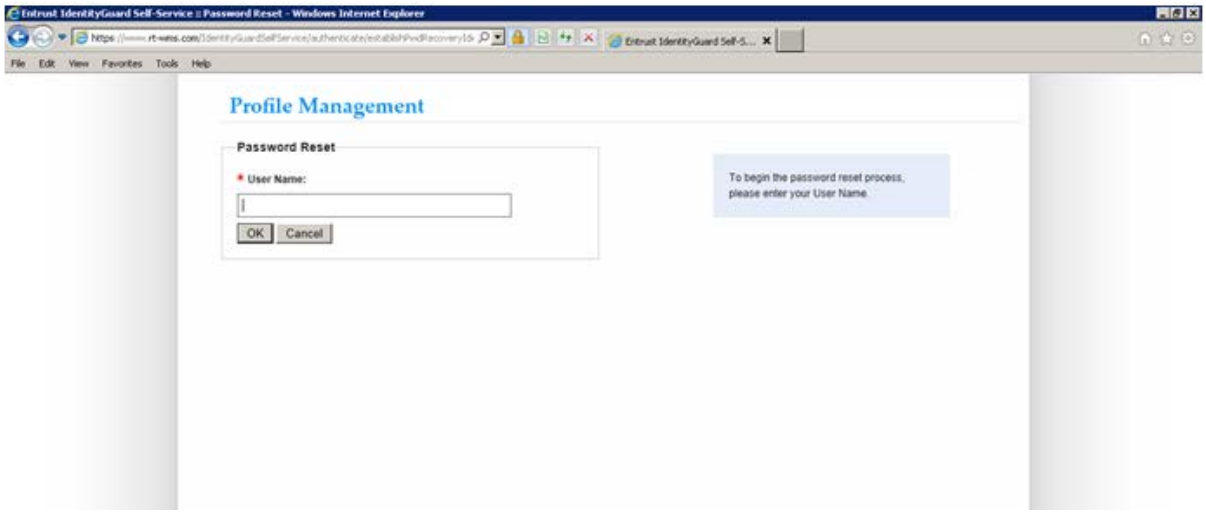
Forgot Your Password?

When you enter your User Name at the Log In screen, it takes you to the next screen where you enter your password. If you have forgotten your password, click the Forgot your password? link.



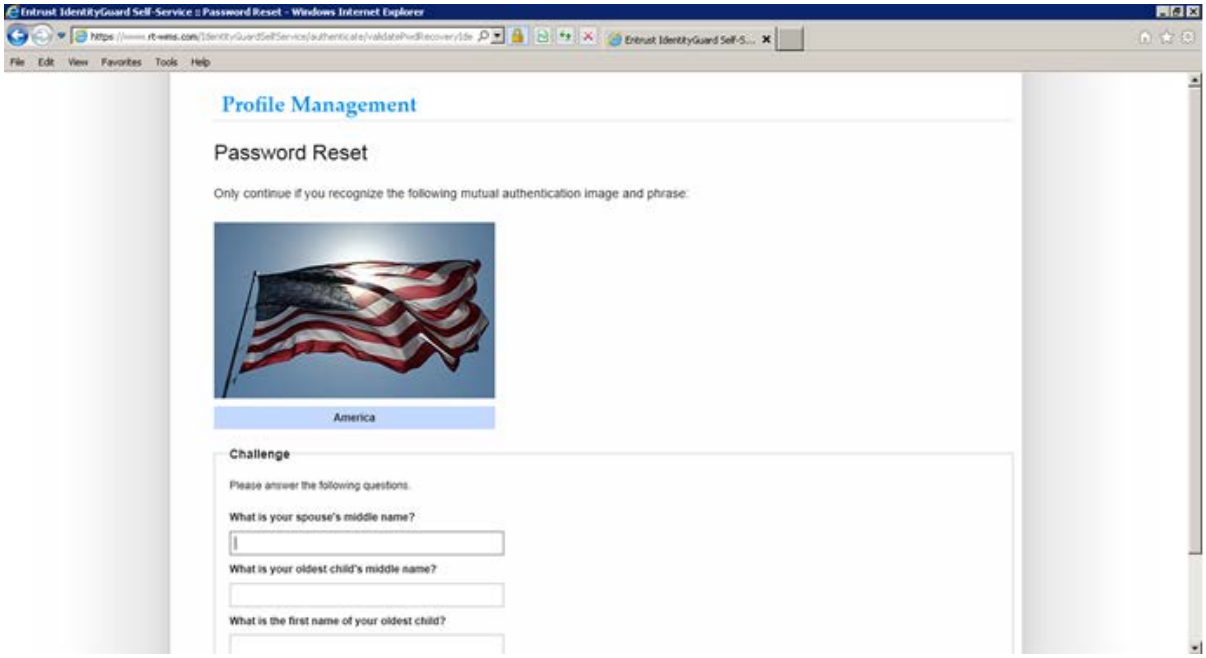
Step 1:

Once you click the Forgot your password link, it will take you to the Profile Management screen (below). Enter your User Name and click OK.



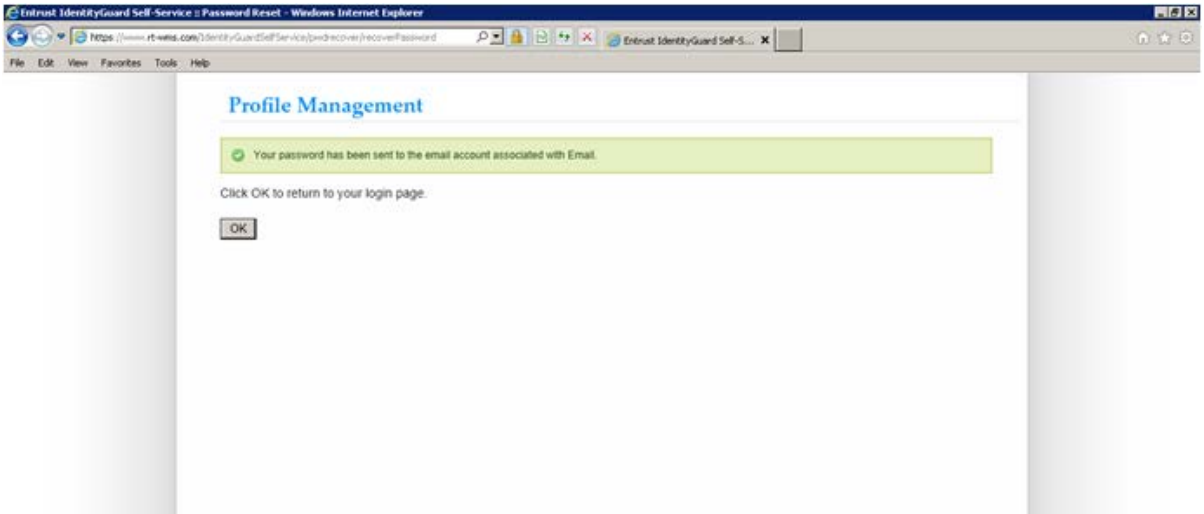
Step 2:

Once you have validated your authentication image and phrase, please answer the three security questions. Please remember these are not case sensitive.



Step 3:

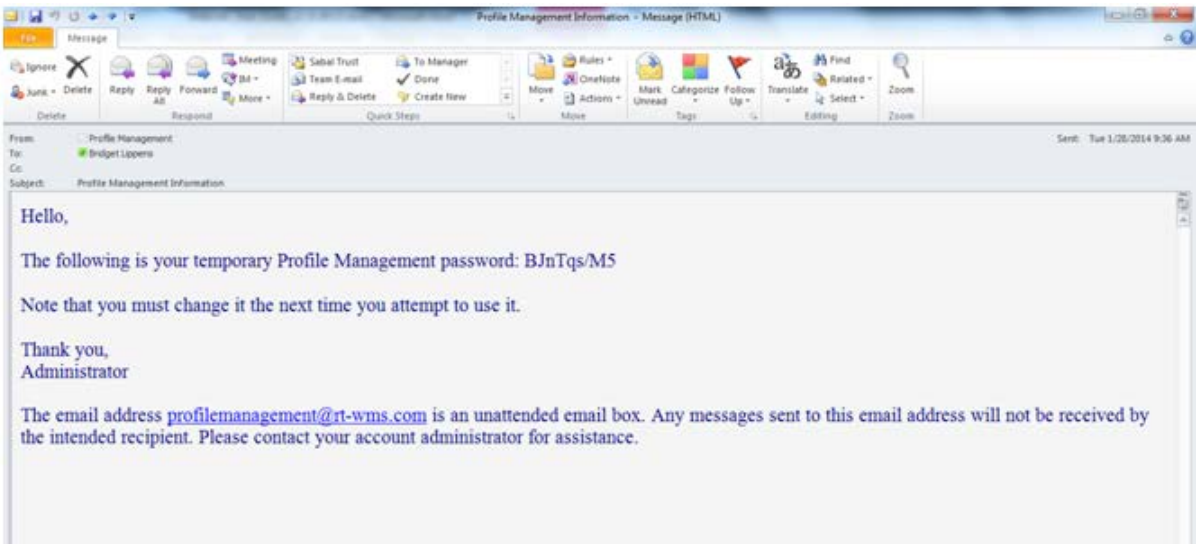
The system will then send you an email. The screen below verifies that an email has been sent to you. Click on OK button to return to the Log In screen.



Step 4:

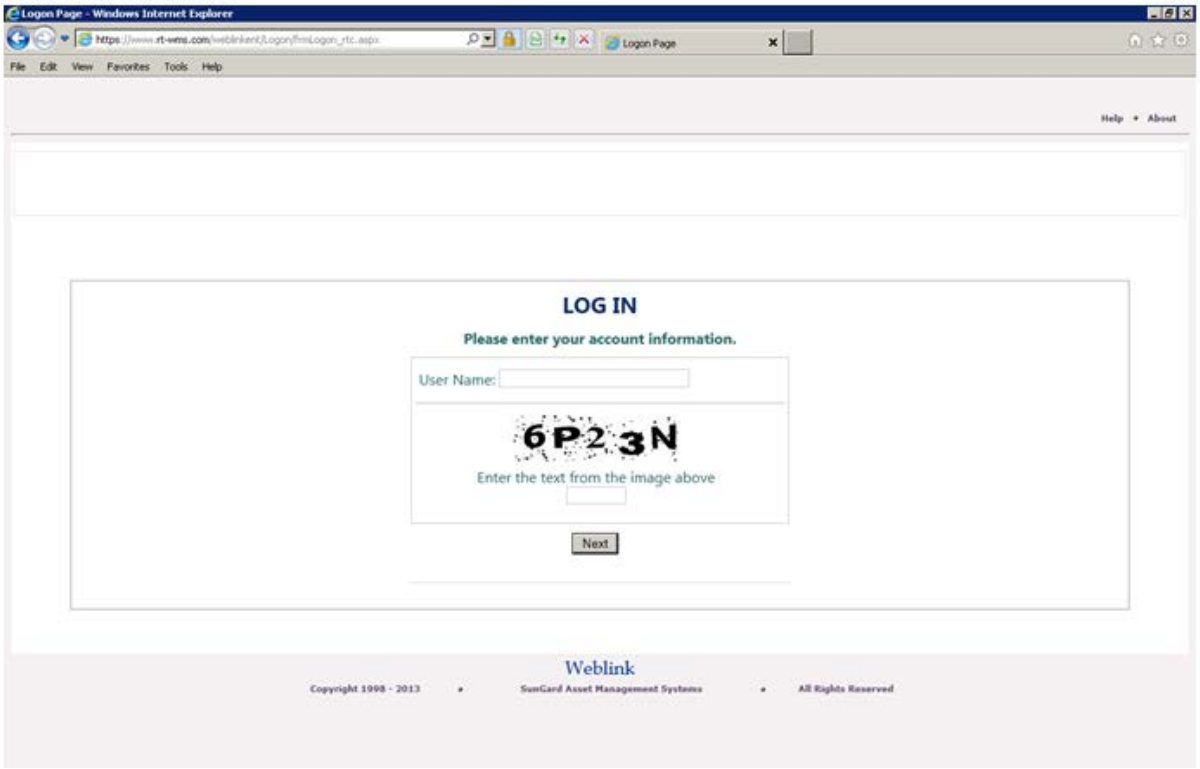
Retrieve your temporary password from your email account. The email will come from ProfileManagement@rt-wms.com.

An example of the email is below.



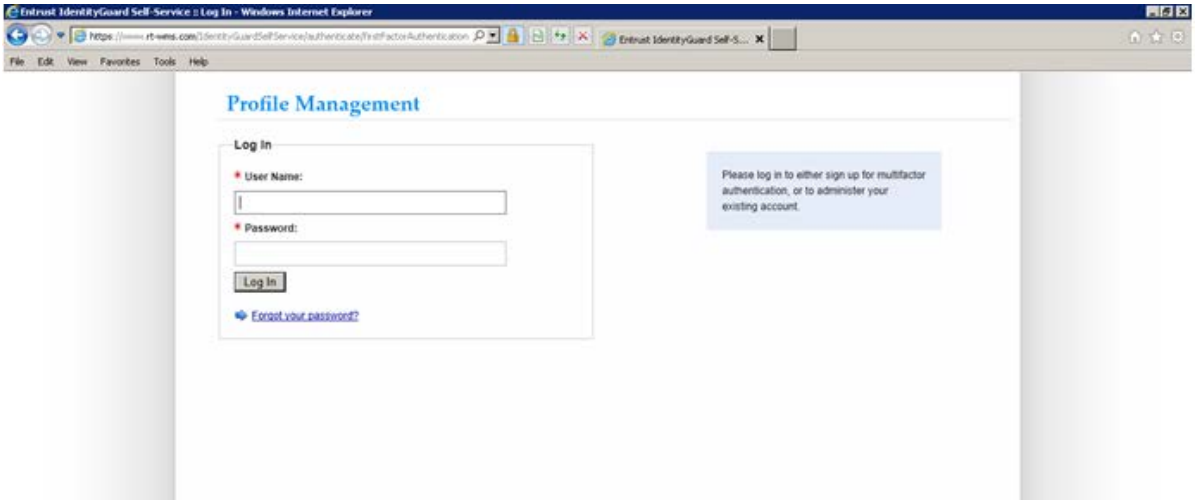
Step 5:

Enter your User Name and CAPTCHA phrase and click Next.



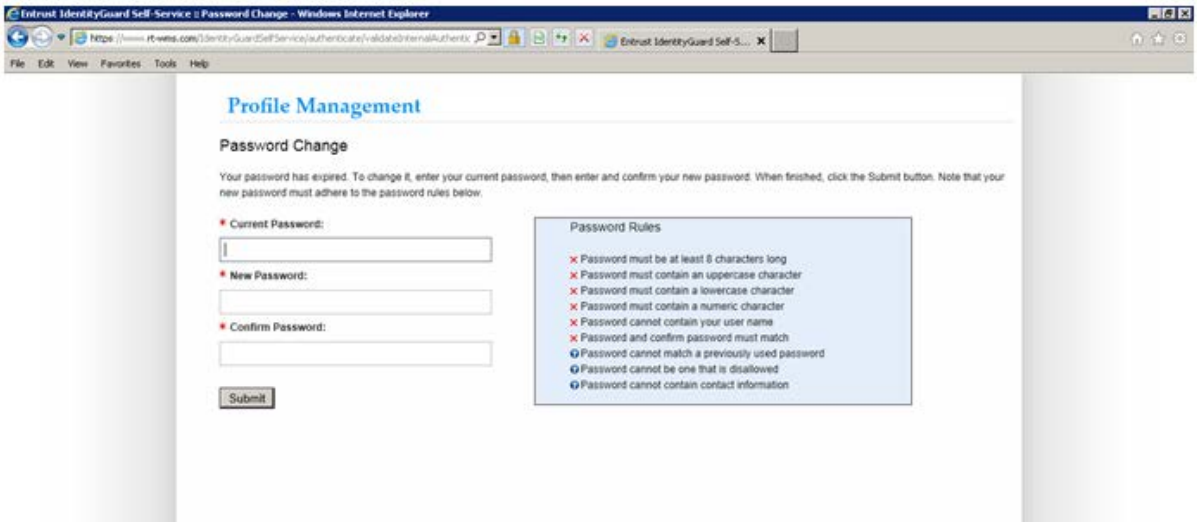
Step 6:

Enter your User Name and temporary Password received via email and click Log In.



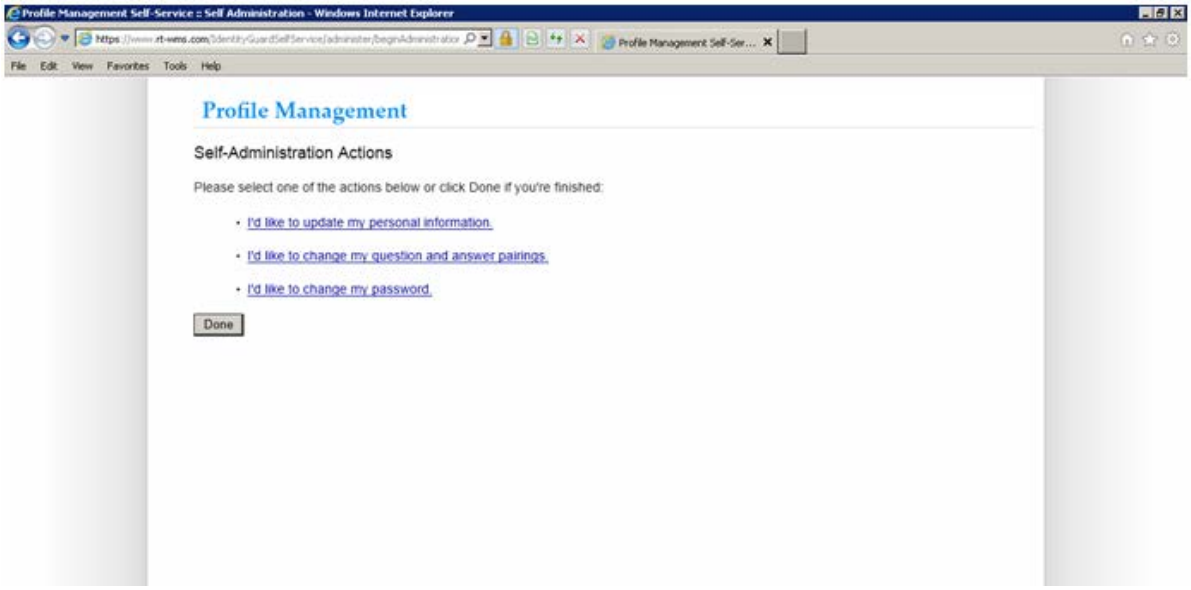
Step 7:

In the Current Password field enter the temporary Password sent to you via email. Complete the New Password and Confirm Password fields with your chosen permanent password. Note that your new Password must follow the password rules as detailed in the blue box. Click on Submit.

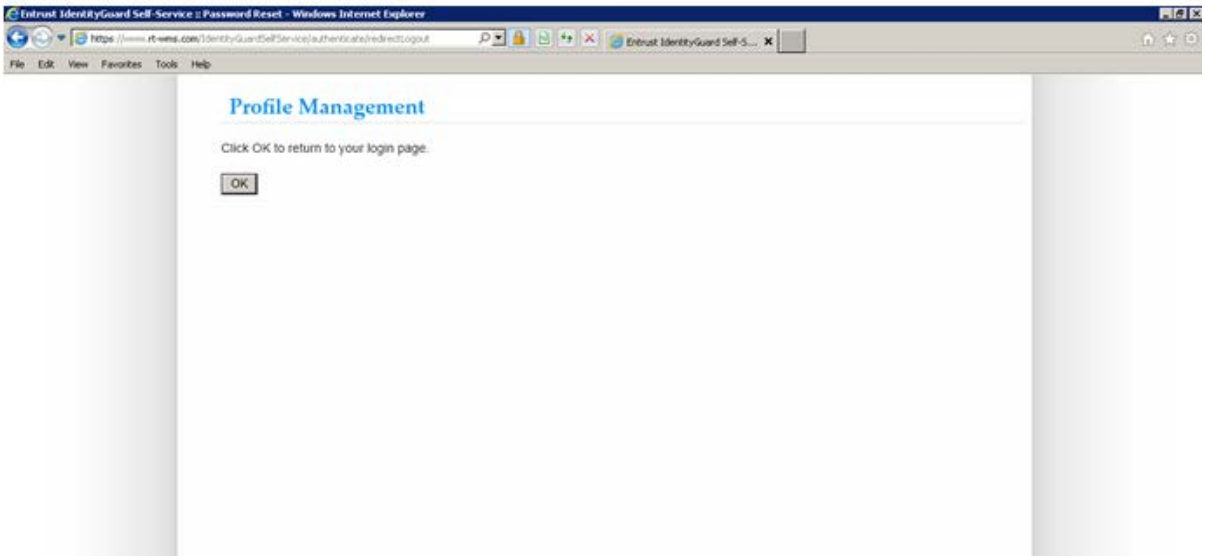


Step 8:

If the system accepts your new password, you will be presented with the screen below. Click Done or on one of the Self-Administration Actions to change additional information in your profile.

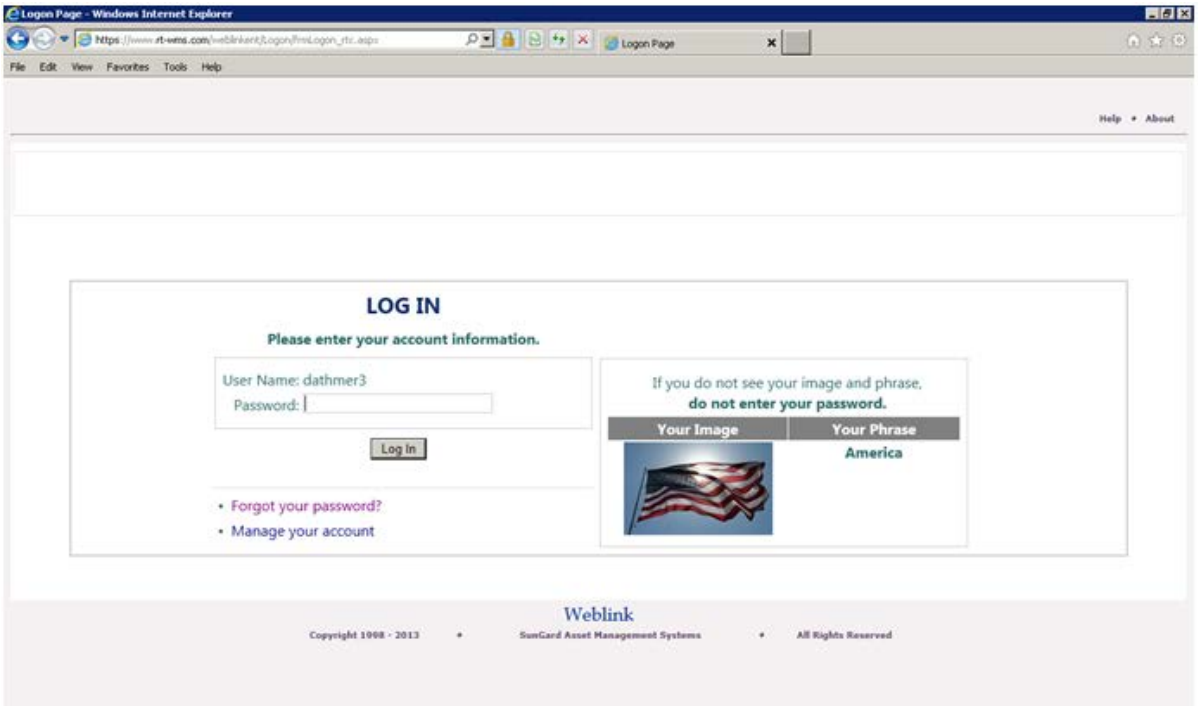


If you clicked Done on the previous screen you will be presented with the screen below. Click OK to return to the logon page where you can login with your new credentials.



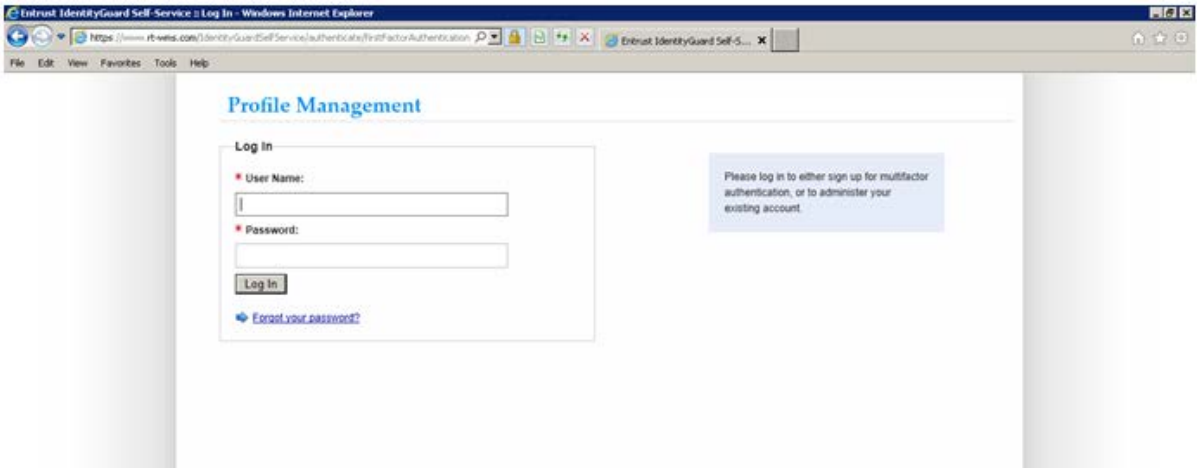
Manage your account

If you would like to make updates to your account profile, click the Manage your account link.



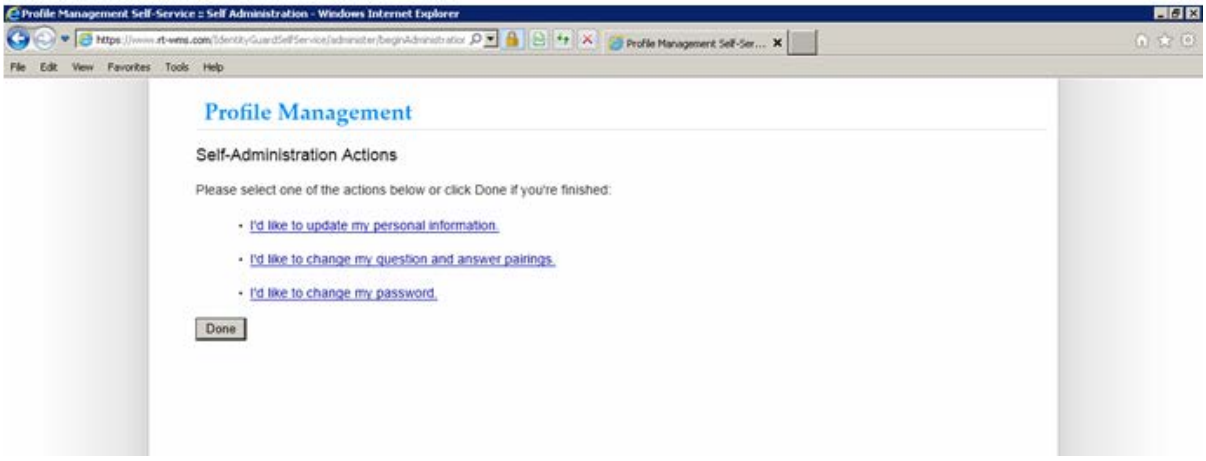
Step 1:

Enter your User ID and password and click Log In.



Step 2:

You will be presented with the Self-Administration Actions on the Profile Management screen.



I'd like to update my personal information

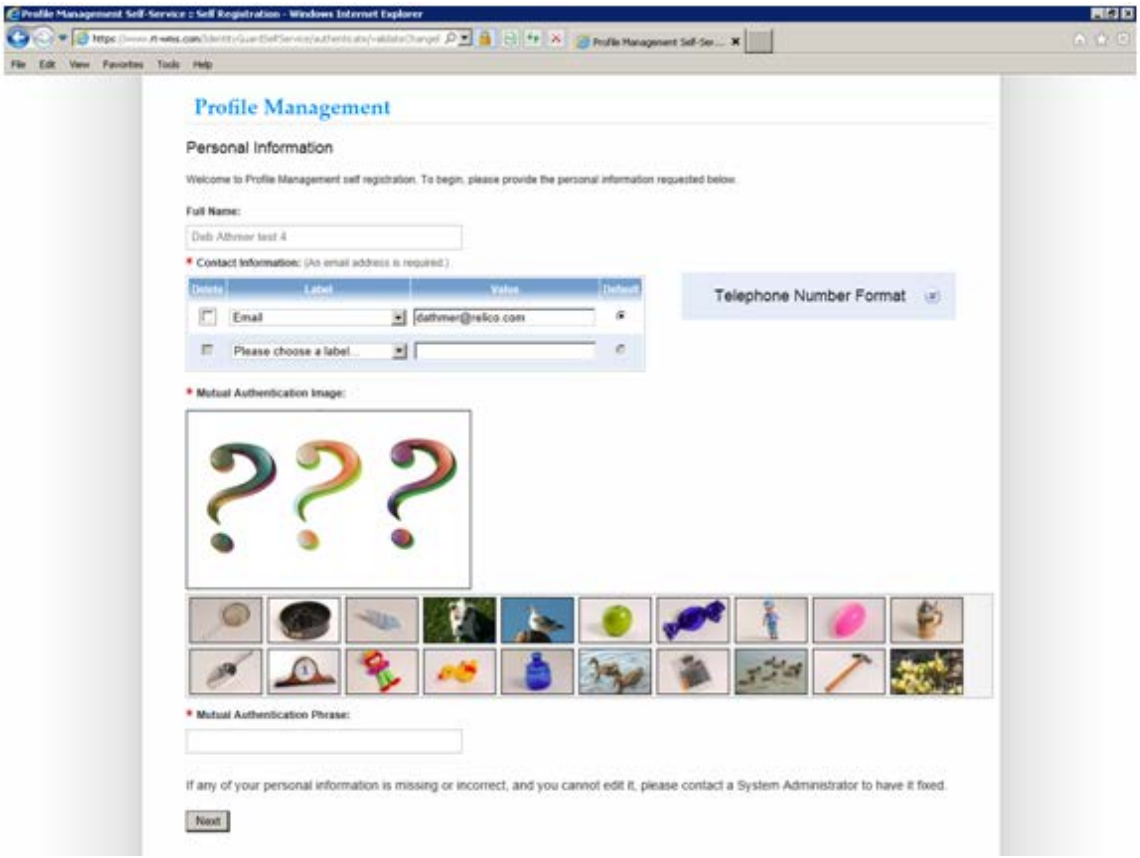
You can change your full name, email, cell phone number, authentication image or authentication phrase by clicking on I'd like to update my personal information. Once you have made the necessary updates click Next.

If you would like to enter a Mobile Phone Number to receive notifications, please choose Mobile Text Alert in the drop down and enter your phone number (e.g., 4045556347). For assistance entering your cell phone number, please use the Telephone Number Format option on the right hand side of the screen. If you enter your phone number in an invalid format, the system will not allow you to move forward.

If you do not wish to enter a Mobile Phone Number, either do not choose any drop down option or click the box to the left of the drop down to Delete this option.

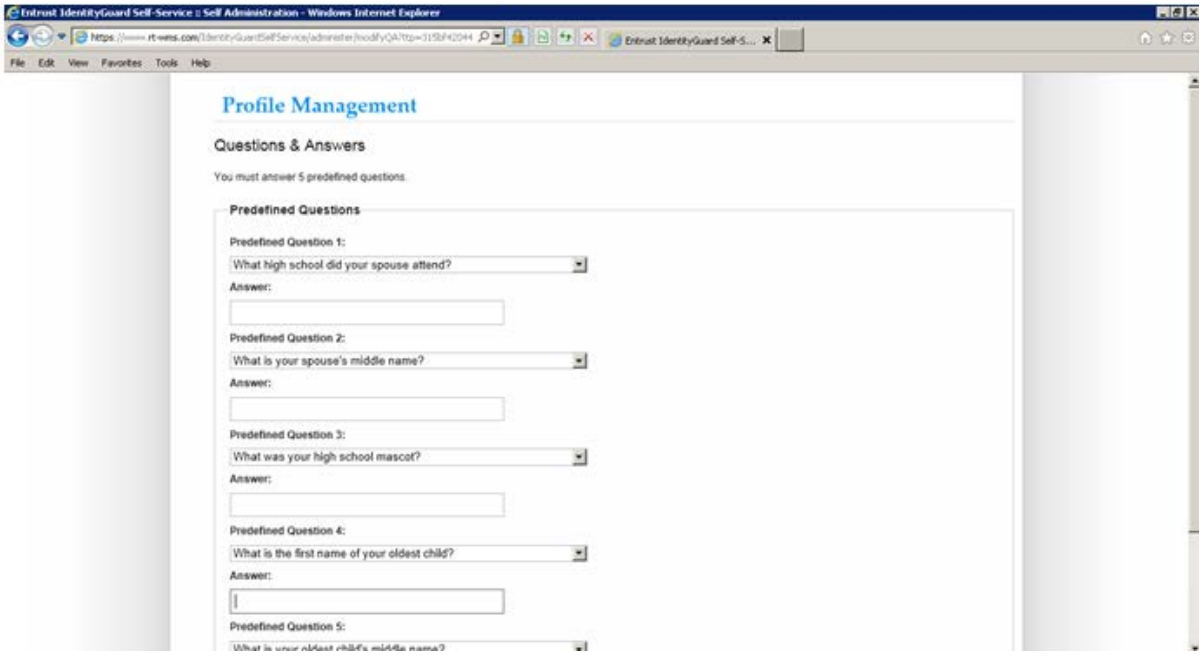
If you choose to utilize a mobile number and select it as your default, password reset requests will still be delivered via email. The mobile number will only be used to send you a one-time password if the system recognizes a login attempt outside of a reasonable location range of your recent login attempt. If you do not choose a mobile number and this situation arises, and email will be sent notifying you of the attempt with a temporary password. For more information on this feature, please refer to the explanation of geolocation on page 30 of this document.

You can also change your authentication image and phrase.



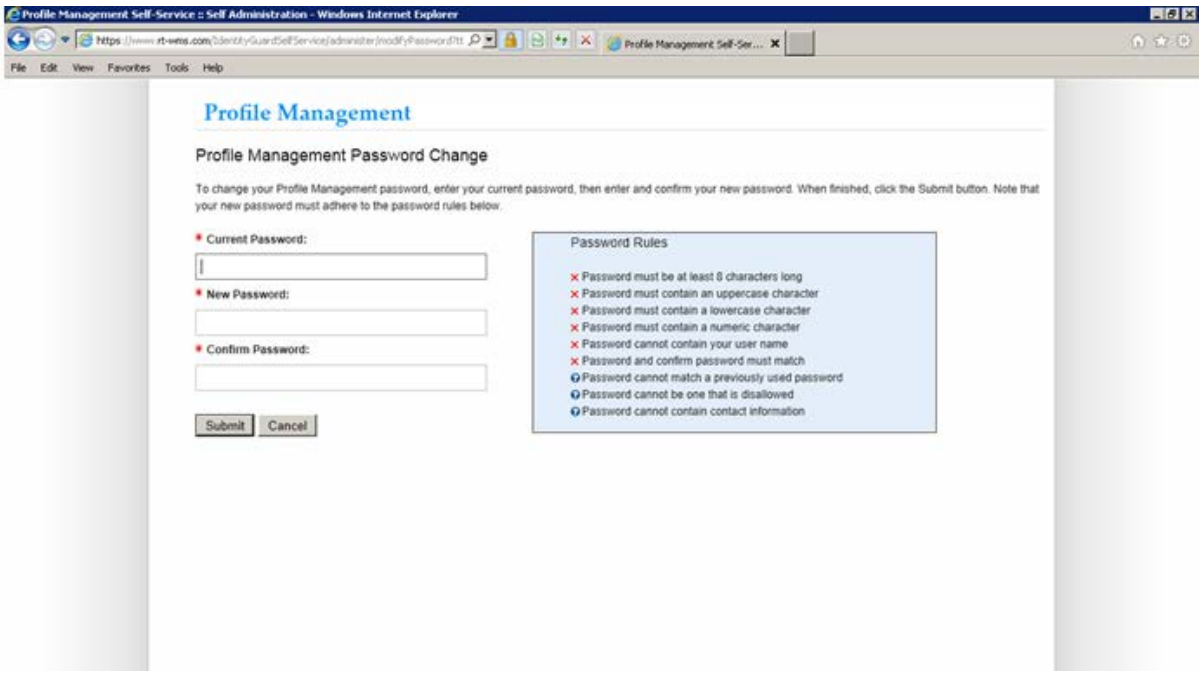
I’d like to change my question and answer pairings

You can change your security questions and answers by clicking on I’d like to change my question and answer pairings. Please note your answers are not case sensitive. Click OK when completed.



I’d like to change my password

You can change your password on the screen accessed by clicking I’d like to change my password, shown below. When complete, click Submit.

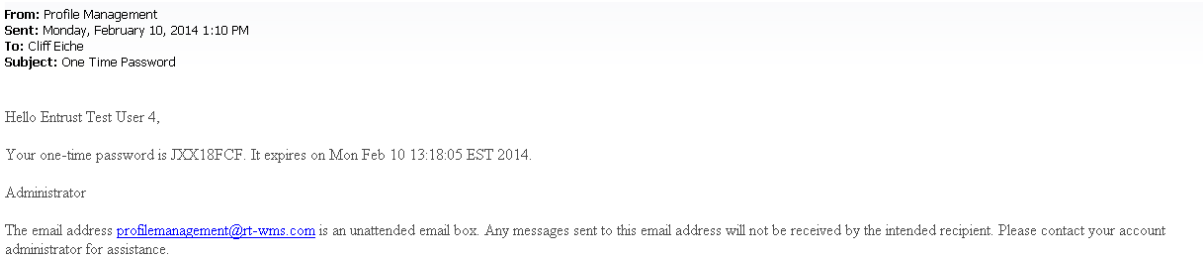


Geolocation Feature

When someone attempts to use your credentials to login from outside of a reasonable distance of your last login attempt, an extra level of security protects your credentials by producing a one-time password. For example, if you log on from Atlanta, Georgia and 20 minutes later someone attempts to log into the website in San Diego, California using your credentials, a feature called geolocation will activate. The system knows it is physically impossible for a user to be in both locations at one time and will not allow the user to log in without using a one-time Pass Code to your email. This Pass Code must be used in order to access WebLink, protecting your account.

If you chose Mobile Text Alert as your default method of communication as described in the Registration Process section of this document, the system will send you a text with a one-time token (Pass Code). This token will expire in 15 minutes as an added level of security. The text message will come from phone number (404) 520-2673 and will read “One-Time Token: (XXXXXXX) Token will expire in 15 minutes PLEASE DO NOT REPLY”.

If you chose email as your default communication method as described in the Registration Process section of this guide, the system will send you an email with the one-time Pass Code. A sample of the email is below:



From: Profile Management
Sent: Monday, February 10, 2014 1:10 PM
To: Cliff Eiche
Subject: One Time Password

Hello Entrust Test User 4,

Your one-time password is JXX18FCF. It expires on Mon Feb 10 13:18:05 EST 2014.

Administrator

The email address profilemanagement@rt-wms.com is an unattended email box. Any messages sent to this email address will not be received by the intended recipient. Please contact your account administrator for assistance.

The next time you attempt to login, the below screen will appear asking for the Pass Code once you pass the screen that requires a password. Enter the Pass Code you were provided to gain access to the system.

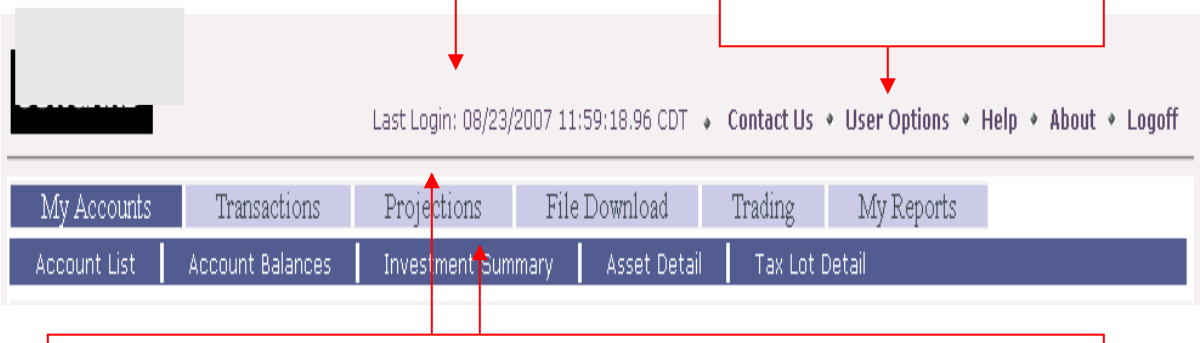
System Navigation

Main Screen Basics

A report/activity tab line is presented with every view. Each tab represents a different grouping of reports or specific actions that you may take. When accessing a specific report, you can click on any word or phrase that is underlined and "drill down" to a more detailed level of information. Refer to online help to learn more about each area.

Your last login is displayed at the top of the screen.

Your User Options (change start page, password, email, etc.) are available here.



The WebLink Reports and features are displayed across the top of your screen via a tab structure. The tabs in the top line categorize information into major categories; the tabs on the lower line represent information you can access within that major category.

Online Help

After your system login has been verified, you can select one of the 11 available portfolio views. For easy navigation, a toolbar is presented as part of each view.

When you access the Help area located on the top right of your screen on the main WebLink page, the following view is presented. When you click on any of the underlined topics (for example, Navigation Tips), the information regarding that topic (Navigation Tips) is displayed. The Help area includes complete instructions for using all areas. To exit the Help area, click on the X button in the upper right hand corner of the screen. Please take advantage of this user-friendly instruction format.

Online Help

Click on X in the upper right hand corner to return to the portfolio views.

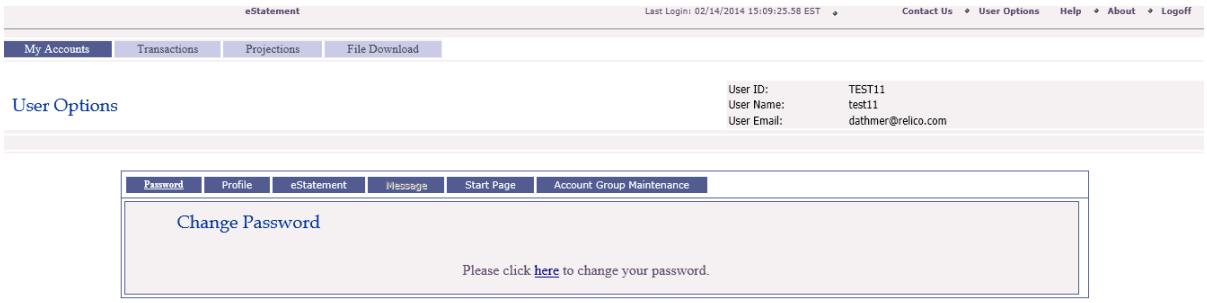
Introduction
Viewing Account Data
Viewing Portfolio Holdings
Viewing Transactions
Select Data Columns and Order
Select Sort Order
Select Time Period
Finding an Account
Printing Reports
Downloading Account Information
Navigation Tips
Emailing Reports
Changing Your Email Address
Changing Your Password
Changing Your Password Challenge
Viewing Options
Exiting
Glossary
Index

Click on any of the topics to go directly to that particular topic. Once in the topic, you can return to this menu by using the BACK button on the top of your screen.

Please review this information thoroughly prior to using Weblink so you may take full advantage of all the features offered.

User Options

In the upper right-hand corner of the main screen, you will see a User Options link. There are several tabs under User Options, including Password, Profile, eStatement, Message, Start Page and Group Maintenance. The features of each option are described below.



Password

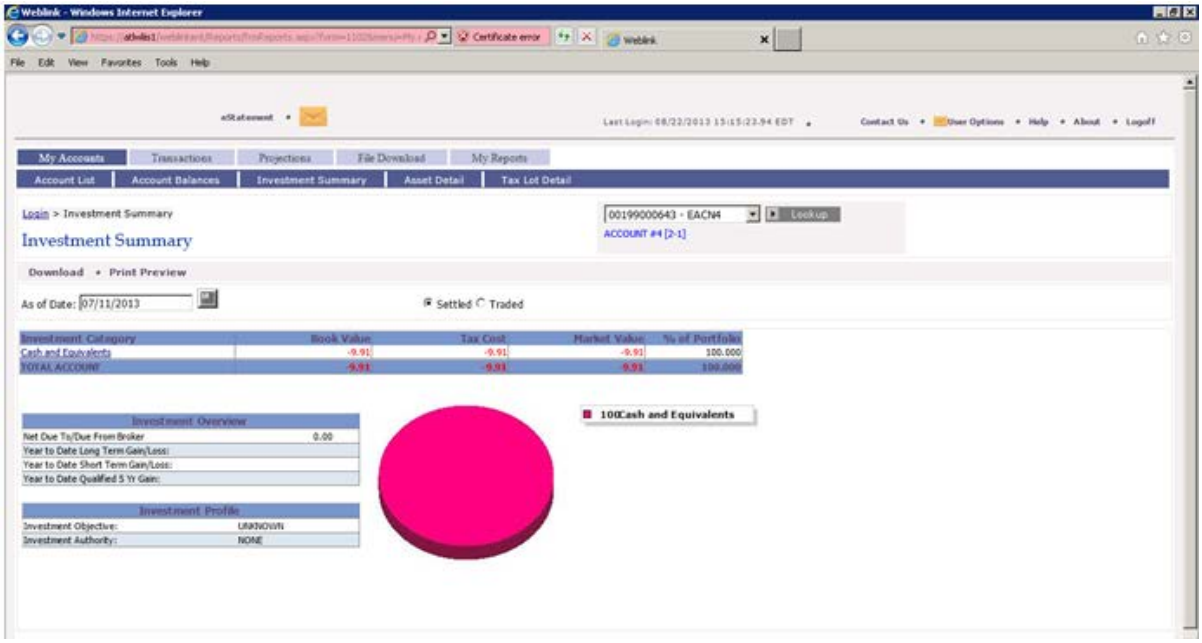
The Password tab allows you to reset your password. If you click the link (marked "here") under the password tab, it will take you to another screen and ask you for your User Name. Once you enter your User Name and click OK, an email will be sent to you with your new password.

Profile

The Profile tab allows you to manage your profile. If you click here under the Profile tab, it gives you the same options as described on page 27 of this user guide.

eStatement

With this new feature, you are able to notify your administrator if you would like to change the delivery method of your statement(s). You may elect to receive electronic statements or paper statements. To change your statement election, click the eStatement option on the top of the screen. You can also go to User Option and choose the eStatement tab.

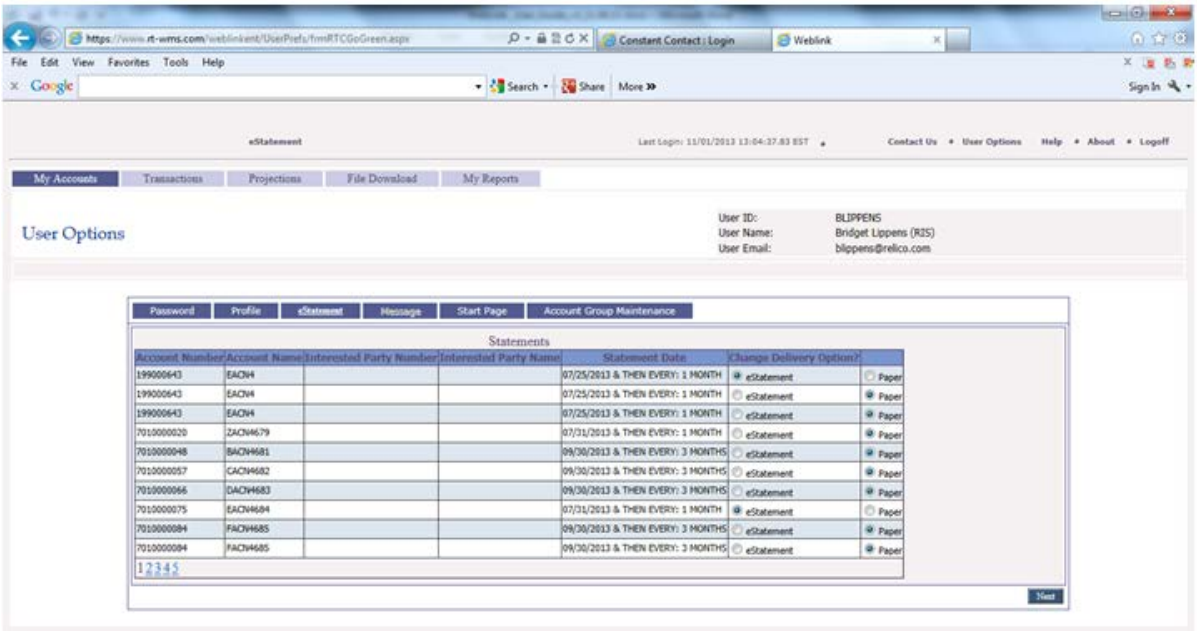


Under the eStatment tab, a list of the statement blocks currently setup for your account(s) will display. On the top right, Change Delivery Option? lists the available delivery options you may choose.

Your current delivery method will be coded with a blue radio button. For example, if your account is set up with a paper statement, the radio dial next to Paper will be blue. If you want to change to eStatements, you click on the radio button next to eStatement, click and read the Terms and Conditions, and then click Agree and Submit.

Once you submit this request an email confirmation will be sent to your email in your WebLink profile acknowledging this request. The email will be sent from ProfileManagement@tr-wms.com.

If a change in delivery method is chosen your account administrator may contact you for any additional information needed. You may not see this change for 1-2 cycles, depending on how frequently you receive statements.

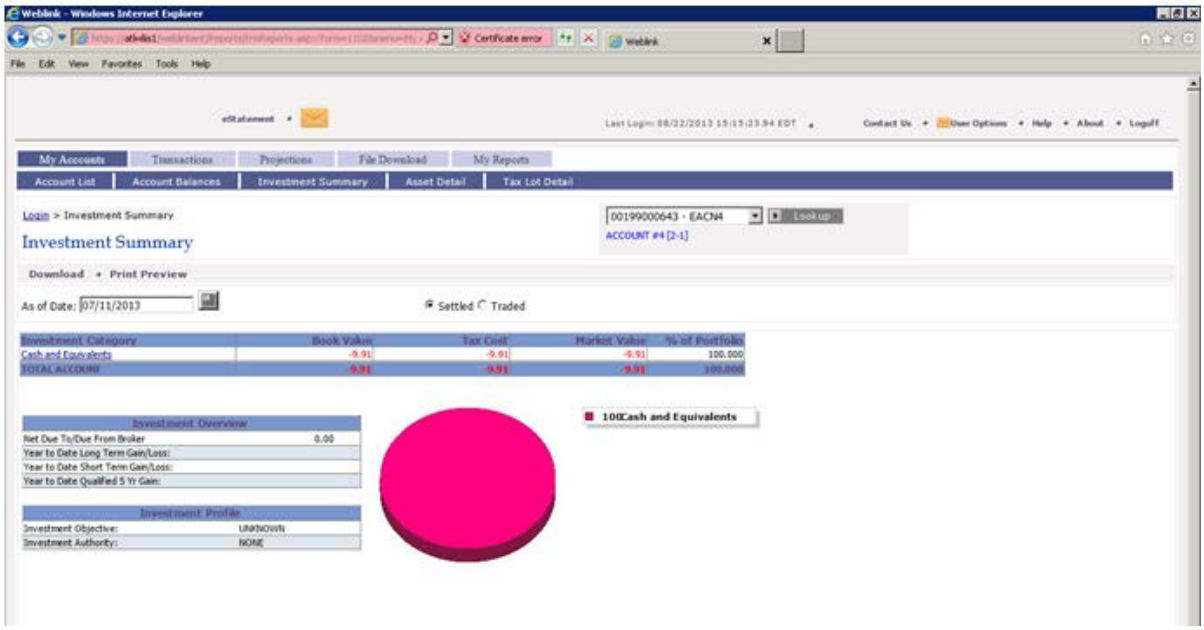


Messages

The Message feature allows your account administrator to broadcast custom messages to you via WebLink. If you log in to WebLink and see a gold envelope in the upper left-hand corner, you have a message waiting to be read. The gold envelope will also appear next to User Options in the upper right-hand corner. This is demonstrated in the screen below.

If there are no unread messages, a gold envelope will not appear on your screen.

Messages are “flash” messages and will disappear once they are read.

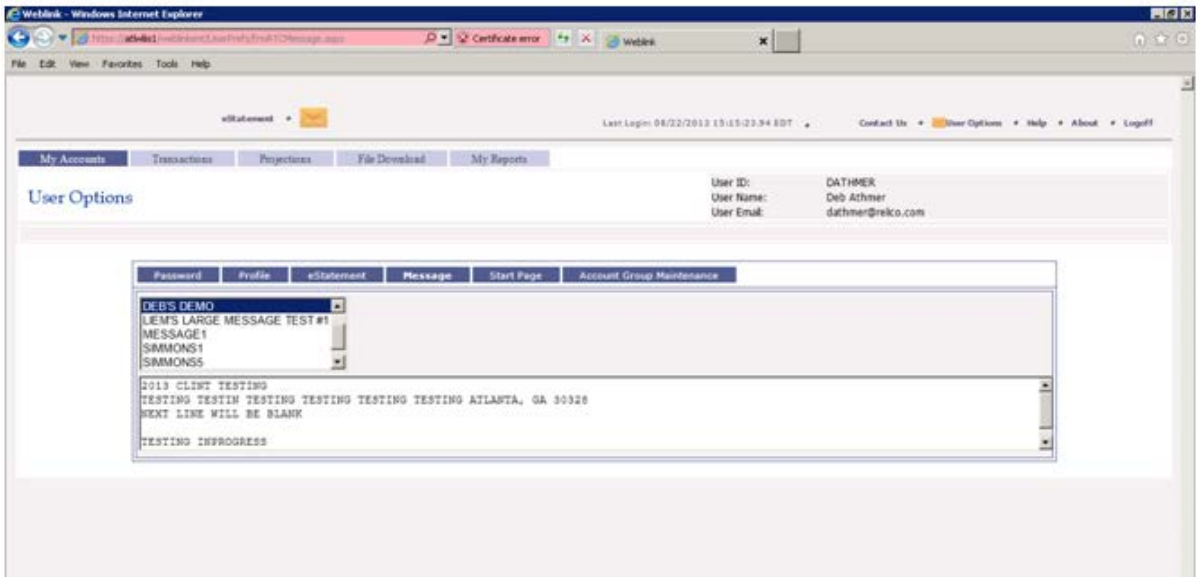


Below is an example of your Message tab. It lists several Message subjects in the small box, and, as you click on the subject, the Message will appear in the larger box.

If you do not have any Messages to read, the gold envelope will not appear and the Message tab will be greyed out, and you will be unable to click on it.

If the message contains a URL, you can click on it and it will open a new browser window with the website.

If the message contains an email address, you can click on it to open a new Outlook message to that individual.



Start Page

If you have access to multiple accounts, you can change the Start Page in WebLink to customize what information appears after logging in.

Click User Options, then Start Page, and then select either the Investment Summary or the Account List page. Changes made here take effect next time you log in.

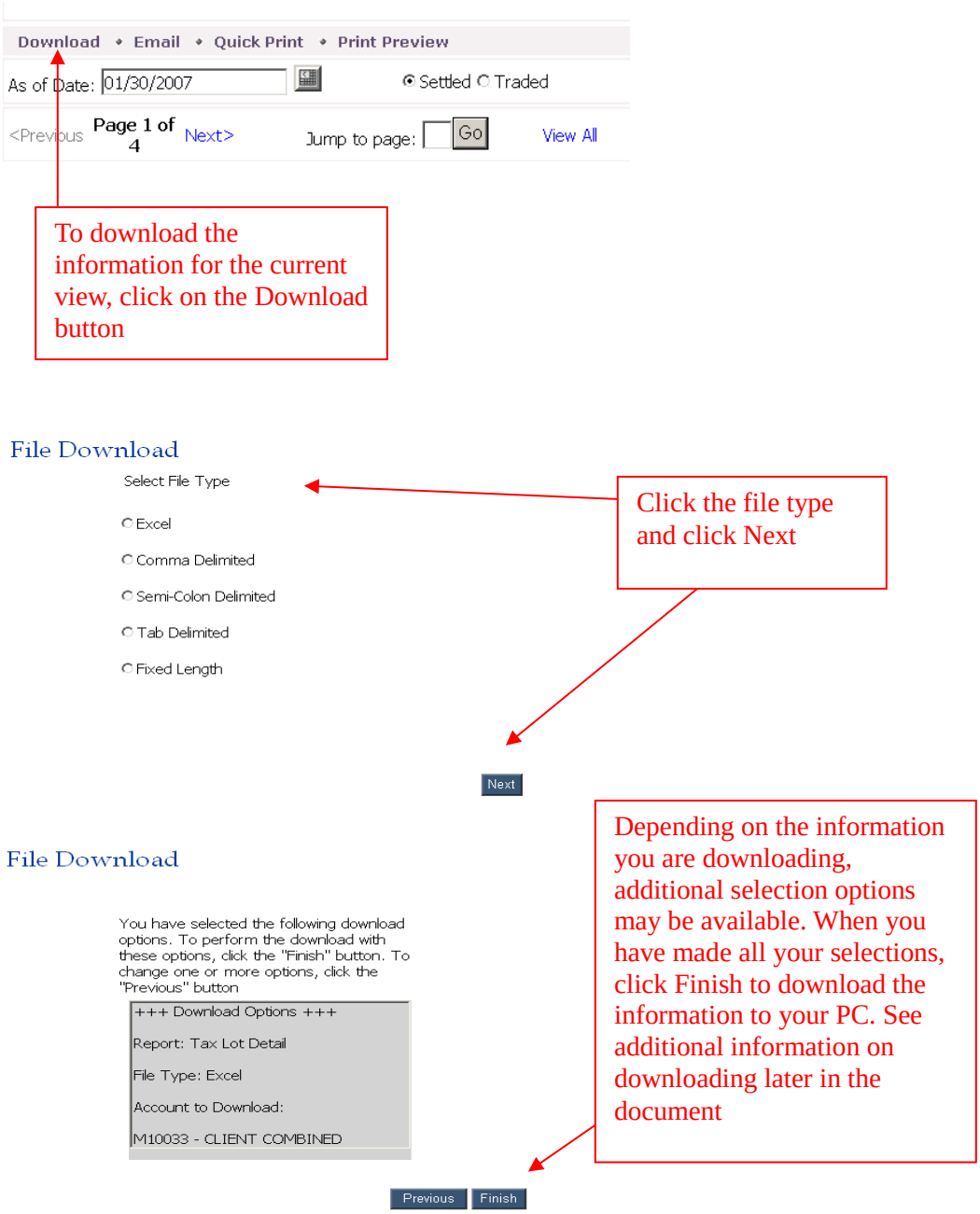
Account Group Maintenance

If you have access to multiple accounts, you have the ability to create group views. This enables you to view account information for specific sets of accounts.

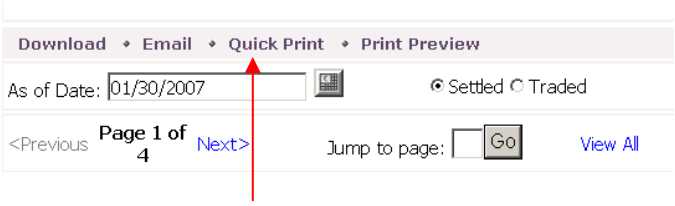
Downloading and Printing

The ability to print and download as well as view data as of a certain date and on a traded or settlement basis is available on each view. If a report is too large for display on one page, the data may be organized on multiple pages. You can move between pages by clicking Next, Previous or entering a specific page number. To see all pages of information on one continuous screen, click on View All. You will then need to use the scroll button to view all of the information.

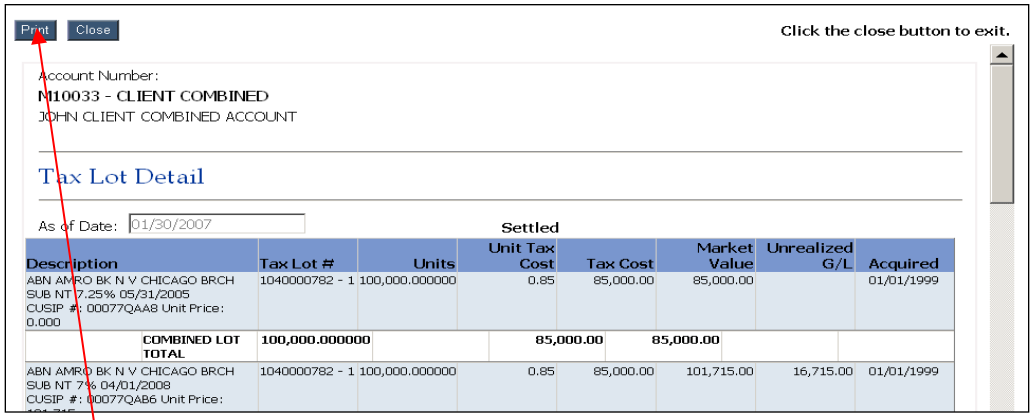
Downloading While Viewing a Report



Printing



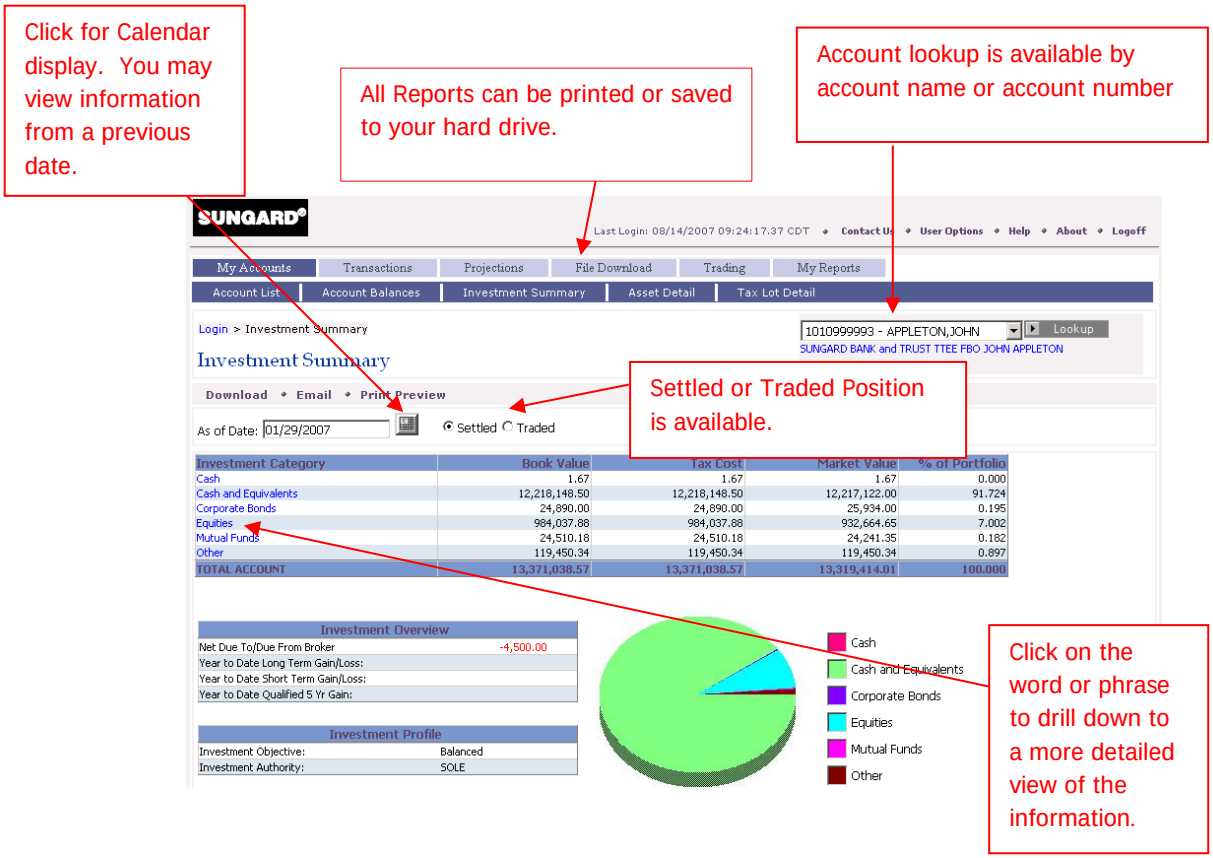
To print the view, click on the Print Preview or Quick Print button. Note that Quick Print is not available on all reports



A print formatted version of the view is presented. Click the Print button to print the report to your local printer.

WebLink Trust Reports

Once your User ID and Password have been verified, you are presented with an Investment Summary or Account Listing. If you have access to more than one account, a dropdown box provides a list of the accounts to which you have access. The 10 accounts you have used most recently are listed first. You may add accounts to this list via the Look Up button. To access additional accounts, click on the account you wish to view. The account information will be displayed.

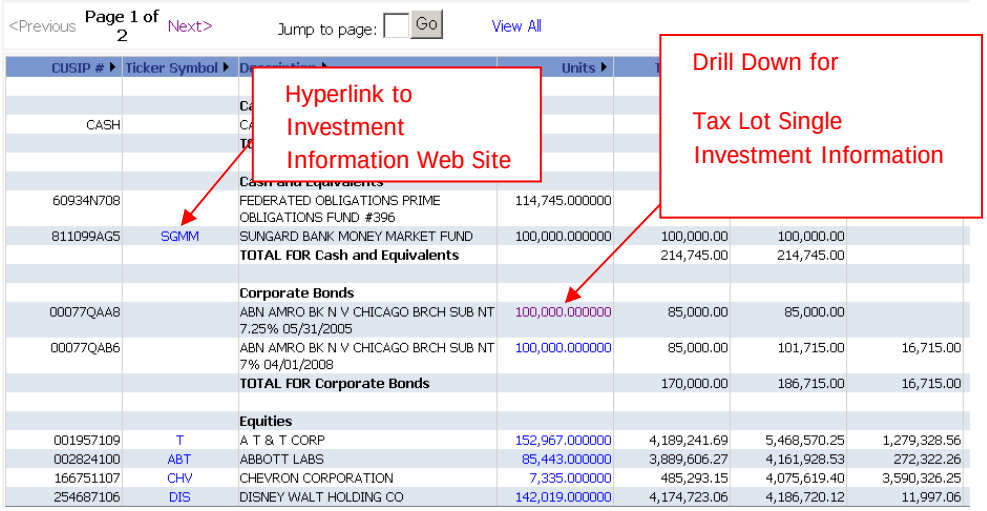


Other views are available by simply clicking on the desired report name tab or highlighted word or phrase.

Available Trust Reports

- My Accounts
  - Account List
  - Account Balance General (Including Cash Management Balances)
  - Investment Summary with Pie Chart
    - Investment Detail
    - Tax Lot for a Single Investment
  - Asset Detail
    - Tax Lot for a Single Investment
  - Tax Lot Detail
- Transactions
  - Posted Transaction Activity
    - Posted Transaction Detail
  - Pending Transaction Activity
    - Pending Transaction Detail
- Projections
  - Cash Projection Summary
  - Cash Projection Detail
- My Reports

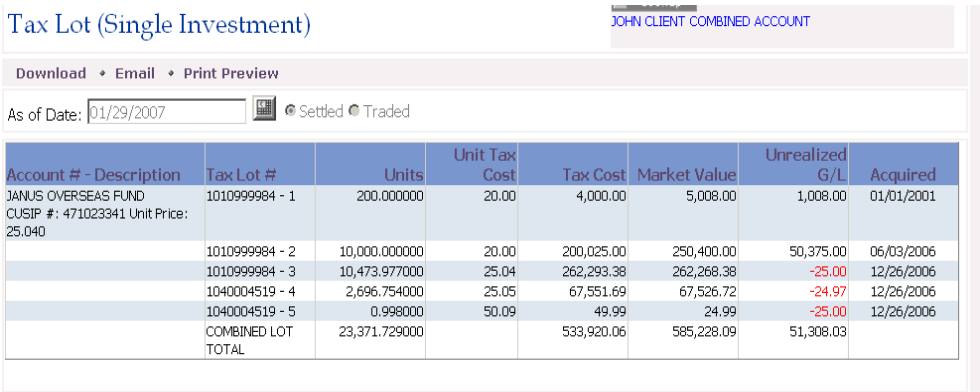
Asset Detail



<Previous Page 1 of 2 Next> Jump to page: Go View All

CUSIP #	Ticker Symbol	Description	Units			
CASH						
60934N708		FEDERATED OBLIGATIONS PRIME OBLIGATIONS FUND #396	114,745.000000			
811099AG5	SGMM	SUNGARD BANK MONEY MARKET FUND	100,000.000000	100,000.00	100,000.00	
		TOTAL FOR Cash and Equivalents		214,745.00	214,745.00	
		Corporate Bonds				
00077QAA8		ABN AMRO BK N V CHICAGO BRCH SUB NT 7.25% 05/31/2005	100,000.000000	85,000.00	85,000.00	
00077QAB6		ABN AMRO BK N V CHICAGO BRCH SUB NT 7% 04/01/2008	100,000.000000	85,000.00	101,715.00	16,715.00
		TOTAL FOR Corporate Bonds		170,000.00	186,715.00	16,715.00
		Equities				
001957109	T	A T & T CORP	152,967.000000	4,189,241.69	5,468,570.25	1,279,328.56
002824100	ABT	ABBOTT LABS	85,443.000000	3,889,606.27	4,161,928.53	272,322.26
166751107	CHV	CHEVRON CORPORATION	7,335.000000	485,293.15	4,075,619.40	3,590,326.25
254687106	DIS	DISNEY WALT HOLDING CO	142,019.000000	4,174,723.06	4,186,720.12	11,997.06

Tax Lot Single Investment



Tax Lot (Single Investment)

JOHN CLIENT COMBINED ACCOUNT

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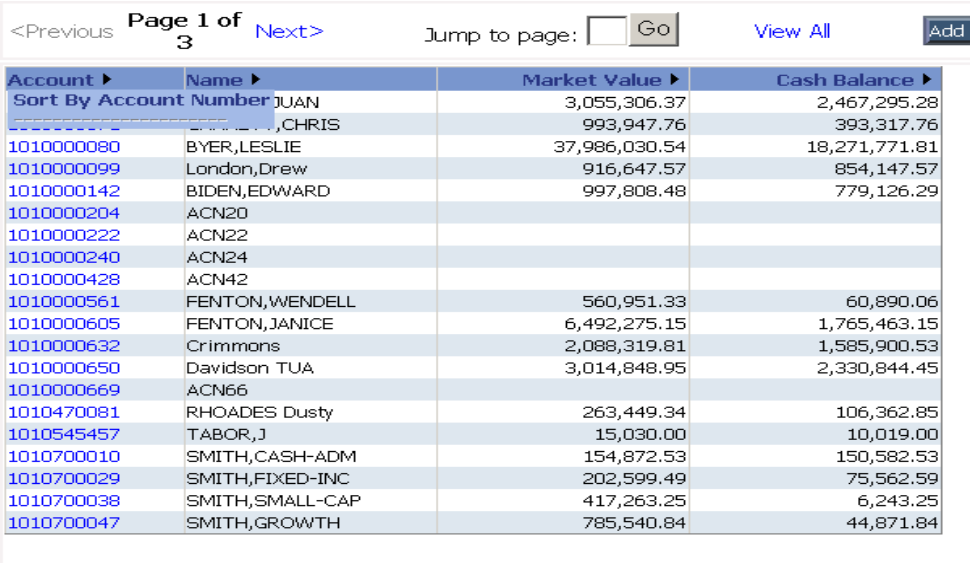
As of Date: 01/29/2007 Settled Traded

Account # - Description	Tax Lot #	Units	Unit Tax Cost	Tax Cost	Market Value	Unrealized G/L	Acquired
JANUS OVERSEAS FUND CUSIP #: 471023341 Unit Price: 25.040	1010999984 - 1	200.000000	20.00	4,000.00	5,008.00	1,008.00	01/01/2001
	1010999984 - 2	10,000.000000	20.00	200,025.00	250,400.00	50,375.00	06/03/2006
	1010999984 - 3	10,473.977000	25.04	262,293.38	262,268.38	-25.00	12/26/2006
	1040004519 - 4	2,696.754000	25.05	67,551.69	67,526.72	-24.97	12/26/2006
	1040004519 - 5	0.998000	50.09	49.99	24.99	-25.00	12/26/2006
	COMBINED LOT TOTAL	23,371.729000		533,920.06	585,228.09	51,308.03	

Account List*



<Previous Page 1 of 3 Next> Jump to page: Go View All Add

Account ▸	Name ▸	Market Value ▸	Cash Balance ▸
Sort By Account Number	JUAN	3,055,306.37	2,467,295.28
[illegible]	[illegible],CHRIS	993,947.76	393,317.76
1010000080	BYER,LESLIE	37,986,030.54	18,271,771.81
1010000099	London,Drew	916,647.57	854,147.57
1010000142	BIDEN,EDWARD	997,808.48	779,126.29
1010000204	ACN20		
1010000222	ACN22		
1010000240	ACN24		
1010000428	ACN42		
1010000561	FENTON,WENDELL	560,951.33	60,890.06
1010000605	FENTON,JANICE	6,492,275.15	1,765,463.15
1010000632	Crimmons	2,088,319.81	1,585,900.53
1010000650	Davidson TUA	3,014,848.95	2,330,844.45
1010000669	ACN66		
1010470081	RHOADES Dusty	263,449.34	106,362.85
1010545457	TABOR,J	15,030.00	10,019.00
1010700010	SMITH,CASH-ADM	154,872.53	150,582.53
1010700029	SMITH,FIXED-INC	202,599.49	75,562.59
1010700038	SMITH,SMALL-CAP	417,263.25	6,243.25
1010700047	SMITH,GROWTH	785,540.84	44,871.84

*This view is only available if you have access to multiple accounts

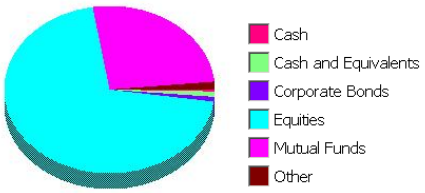
Investment Summary Pie Chart with Asset Breakdown

Investment Category	Book Value	Tax Cost	Market Value	% of Portfolio
Cash	66,385.47	66,385.47	66,385.47	0.259
Cash and Equivalents	214,745.00	214,745.00	214,745.00	0.839
Corporate Bonds	170,000.00	170,000.00	186,715.00	0.730
Equities	12,742,267.39	12,742,267.39	17,897,494.55	69.942
Mutual Funds	2,688,368.48	2,688,368.48	6,908,711.60	26.999
Other	300,000.00	300,000.00	315,000.00	1.231
TOTAL ACCOUNT	16,181,766.34	16,181,766.34	25,589,051.62	100.000

Investment Overview	
Net Due To/Due From Broker	0.00
Year to Date Long Term Gain/Loss:	
Year to Date Short Term Gain/Loss:	-4,638.85
Year to Date Qualified 5 Yr Gain:	

Investment Profile	
Investment Objective:	Balanced
Investment Authority:	NONE

This report consolidates account information for the following accounts:	
1010999975	CLIENT CASH
1010999984	CLIENT MUT FDS
1040000782	CLIENT FIXED
1040004519	CLIENT RESERVE



Account Balance

The report displays account liquidity, including cash and cash equivalents.

Account Balances

JOHN CLIENT CON

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As of Date: 01/29/2007 Settled Traded

Balance Detail		
Income Cash:	6,805.56	Income Overdraft Inception Date:
Principal Cash:	-492,999.84	Principal Overdraft Inception Date:
Liabilities:		

Cash Management Funds	Posted Income	Posted Principal
FEDERATED OBLIGATIONS PRIME OBLIGATIONS FUND #396		114,745.00
FEDERATED OBLIGATIONS U.S.GOVERNMENT 1-3 YEAR INSTITUTIONAL FUND		4,587,979.37
SUNGARD BANK MONEY MARKET FUND		100,000.00

Asset Detail

The report displays individual assets held in the account.

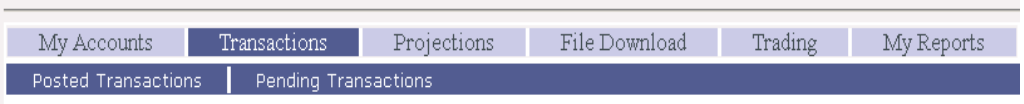
CUSIP #	Ticker Symbol	Description	Units	Tax Cost	Market Value	Unrealized G/L	Est
		Cash					
CASH		CASH		6,809.16	6,809.16		
		TOTAL FOR Cash		6,809.16	6,809.16		
		Equities					
001957109	T	A T & T CORP	152,967.000000	4,189,241.69	5,468,570.25	1,279,328.56	
002824100	ABT	ABBOTT LABS	85,443.000000	3,889,606.27	4,161,928.53	272,322.26	
166751107	CHV	CHEVRON CORPORATION	7,335.000000	485,293.15	4,075,619.40	3,590,326.25	
254687106	DIS	DISNEY WALT HOLDING CO	142,019.000000	4,174,723.06	4,186,720.12	11,997.06	
345370100	F	FORD MOTOR CO DEL COMMON STOCK	100.000000	3,403.22	4,656.25	1,253.03	
		TOTAL FOR Equities		12,742,267.39	17,897,494.55	5,155,227.16	
		Mutual Funds					
001413301	WEINX	AIM WEINGARTEN - CLASS A	500.000000	4,500.00	7,300.00	2,800.00	
60934N765	FSGVX	FEDERATED OBLIGATIONS U.S.GOVERNMENT 1-3 YEAR INSTITUTIONAL FUND	445,434.890000	445,459.89	4,587,979.37	4,142,519.48	
		TOTAL FOR Mutual Funds		449,959.89	4,595,279.37	4,145,319.48	
		TOTAL FOR ALL ASSETS		13,199,036.44	22,499,583.08	9,300,546.64	

Tax Lot Detail

<Previous Page 1 of 1 Next> Jump to page: Go View All

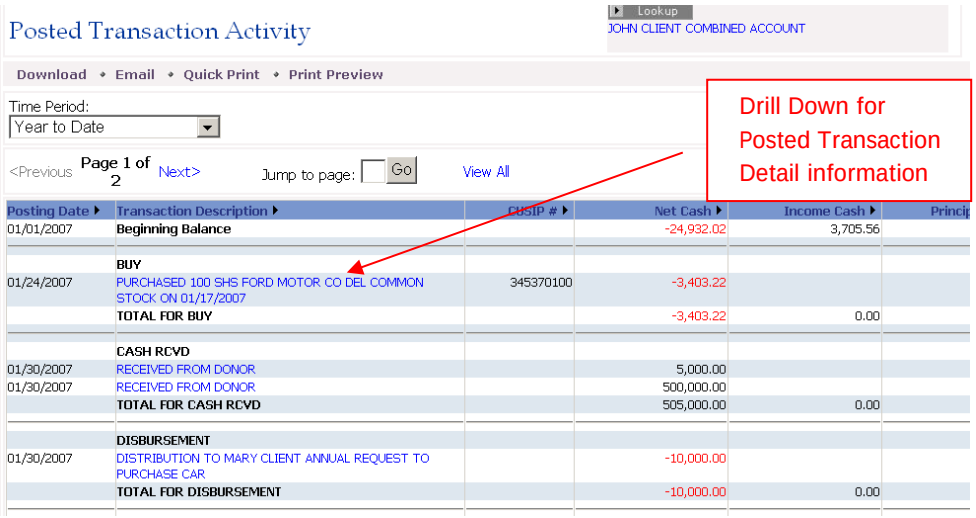
Description	Tax Lot #	Units	Unit Tax Cost	Tax Cost	Market Value	Unrealized G/L	A
ABN AMRO BK N V CHICAGO BRCH SUB NT 7.25% 05/31/2005 CUSIP #: 00077QAA8 Unit Price: 0.000	1040000782 - 1	100,000.000000	0.85	85,000.00	85,000.00		0
	COMBINED LOT TOTAL	**100,000.000000**		**85,000.00**	**85,000.00**		
ABN AMRO BK N V CHICAGO BRCH SUB NT 7% 04/01/2008 CUSIP #: 00077QAB6 Unit Price: 101.715	1040000782 - 1	100,000.000000	0.85	85,000.00	101,715.00	16,715.00	01/01/1999
	COMBINED LOT TOTAL	**100,000.000000**		**85,000.00**	**101,715.00**	**16,715.00**	
A T & T CORP CUSIP #: 001957109 Unit Price: 35.750	1040004528 - 1	101.000000	27.40	2,767.61	3,610.75	843.14	12/26/2006
	1040004528 - 2	152,866.000000	27.39	4,186,474.08	5,464,959.50	1,278,485.42	12/26/2006
	COMBINED LOT TOTAL	**152,967.000000**		**4,189,241.69**	**5,468,570.25**	**1,279,328.56**	
ABBOTT LABS CUSIP #: 002824100 Unit Price: 48.710	1040004528 - 1	250.000000	20.00	5,000.00	12,177.50	7,177.50	03/31/1995
	1040004528 - 2	4,000.000000	0.50	2,000.00	194,840.00	192,840.00	05/01/2001
	1040004528 - 3	48,972.000000	47.41	2,321,860.52	2,385,426.12	63,565.60	06/06/2006
	1040004528 - 4	500.000000	41.09	20,543.00	24,355.00	3,812.00	07/14/2006
	1040004528 - 5	51.000000	49.06	2,501.93	2,484.21	-17.72	12/26/2006
	1040004528 - 6	31,670.000000	48.55	1,537,700.82	1,542,645.70	4,944.88	12/29/2006
	COMBINED LOT TOTAL	**85,443.000000**		**3,889,606.27**	**4,161,928.53**	**272,322.26**	

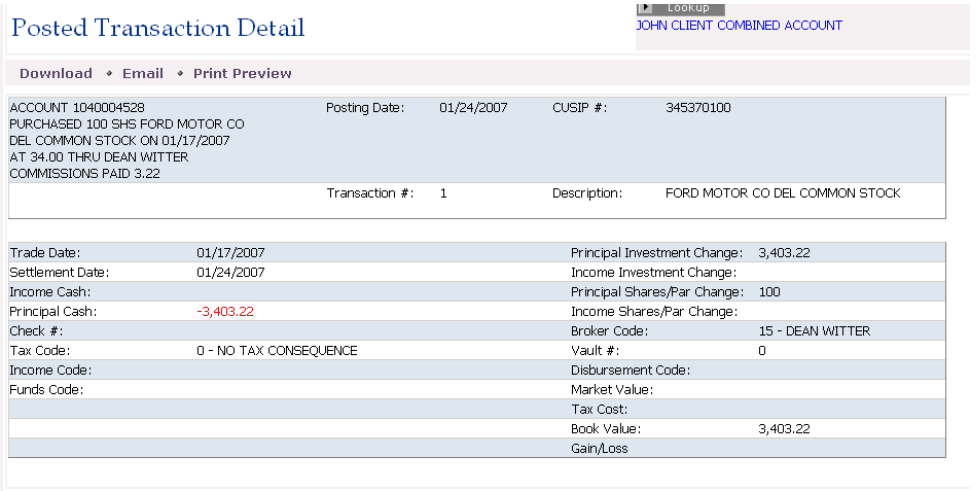
Transaction Activity



Posted Transaction Activity Summary and Detail

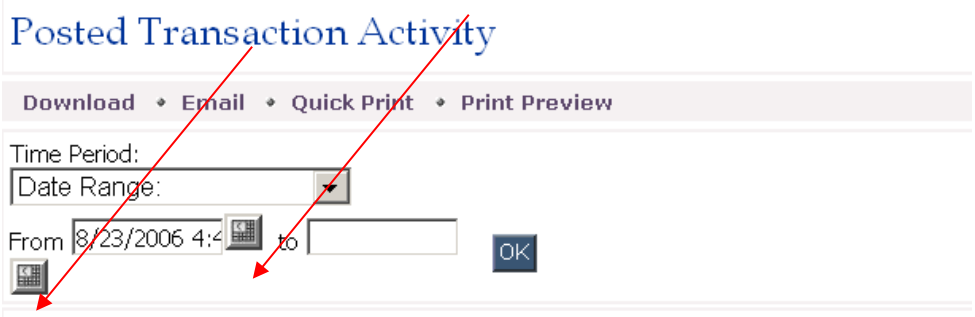
Click on an individual transaction to drill down and see the Transaction Detail.

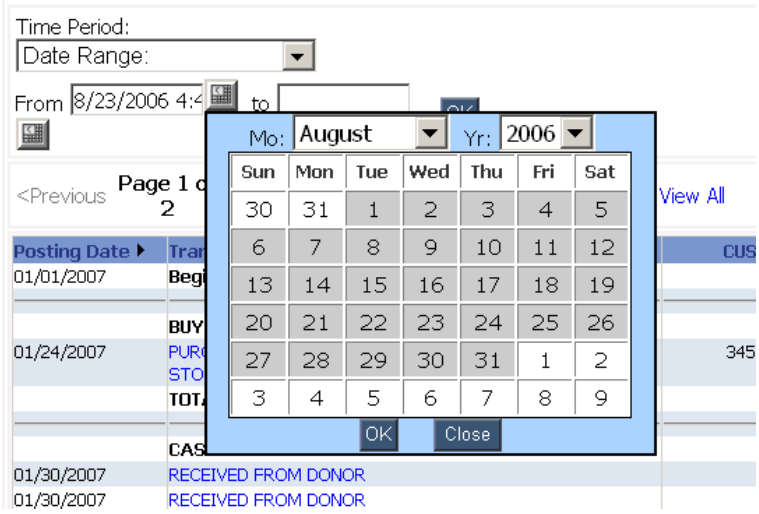




Posted Transaction Activity Summary Date Selection

You can choose any of the preprogrammed time frame selections or input a custom Date Range. When you choose Date Range From and to selection boxes are presented. You may choose the start (From) and end (to) dates via the calendar look up buttons.





Pending Transaction Activity

Information is displayed for trades that have been executed and are awaiting settlement.

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<Previous Page 1 of 1 Next> Jump to page: Go View All

Transaction Description	Net Cash	CUSIP #	Trade Date	Settle Date	Units	Gain/Loss
BUY 10/19/2006 1,000 SHS USX-U.S. STEEL GROUP COMMON	-4,000.00	90337T101	10/19/2006	10/31/2006	1,000.000000	

Total Due	
Due To Broker:	-4,000.00
Due From Broker:	
Due To/From Broker:	-4,000.00

Pending Transaction Detail

Email • Print Preview

BUY 10/19/2006 1,000 SHS USX-U.S. STEEL GROUP COMMON STOCK AT 4 REG. (50) SUNGARD BONY IN 10 BROKER (0) NO BROKER OR BROKER UNKNOWN	Transaction Code:	SMAC BUY	CUSIP #:	90337T101	
PUR. PRICE_____4,000.00 COMMISSIONS_____0.00 BOOK VALUE_____4,000.00	Transaction #:	1	Description:	USX-U.S. STEEL GROUP COMMON STOCK	

Trade Date:	10/19/2006	Principal Investment Change:	4,000.00
Pending Settlement Date:	10/31/2006	Income Investment Change:	
Income Cash Due To/From Broker:		Income Shares/Par Change:	
Principal Cash Due To/From Broker:	-4,000.00	Principal Shares/Par Change:	1000
Vault #:	9766	Trade Status:	Printed
Funds Code:		Broker Code:	0 - NO BROKER OR BROKER UNKNOWN
Market Value:			
Commissions:	0.00	Tax Cost:	4,000.00
Trade Service Fees:	0.00	Book Value:	4,000.00
Accrued Interest:	0.00	Gain/Loss:	
Bank Fees:		Agent Fees:	
Other Fees:		Fees and Post	

Cash Projection Reports

The Cash Projection Reports provide the capability to preview an account's projected cash transaction activity. The number of days to project can be from 1-99. The types of activity reported are:

- **Receipts**
  - SMAC sell – represents a completed trade
  - Completed sell and block sell orders
  - Miscellaneous asset sells – represents mutual fund trades
  - Maturities occurring within the date range
  - Dividends/ return of capital
  - Interest
  - Principal distributions
  - Mortgage backed security payments
  - Miscellaneous receipts – represents recurring receipts such as social security, pension payments, etc.
  - Interest from trade transactions
  - Receipts from account transfers generated
- **Disbursements**
  - Buys
  - Completed buys or block buy
  - Trade orders in a completed status
  - Miscellaneous asset buys – represents mutual fund trades
  - Fixed dollar remittances
  - Estimated federal tax payments

Cash Projection Summary

This report provides a projection window by which the client can view incoming and outgoing cash transactions.

My Accounts | Transactions | Projections | File Download | Trading | My Reports

Cash Projection Summary | Cash Projection Detail

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Number of Days to Project: 7 Go

Current Balances	Income Cash	Principal Cash	Total Cash
Current Cash	**10,128.61**	**-1,373,249.80**	**-1,363,121.19**
FEDERATED CALIFORNIA MUNICIPAL CASH TRUST FUND #800	0.00	1,000.00	1,000.00
FEDERATED OBLIGATIONS PRIME CASH INSTITUTIONAL CAP SHARES FUND # 857	679,274.00	0.00	679,274.00
FEDERATED U.S. TREASURY RESERVES FUND #125	0.00	15,000.00	15,000.00
SUNGARD BANK HERITAGE ACCT #110198642 FASHION TERRACE 1.01%	50,000.00	0.00	50,000.00
SUNGARD BANK MONEY MARKET FUND	530,345.00	0.00	530,345.00
Total Cash and Liquid Assets	**1,269,747.61**	**-1,357,249.80**	**-87,502.19**

Group	Income Cash	Principal Cash	Total Cash
DIVIDENDS/RET. OF CAP.	145.58	0.00	145.58
PURCHASES	0.00	-4,000.00	-4,000.00
OTHER DISBURSEMENTS	-400.00	0.00	-400.00
Projected Cash and Liquid Assets	**1,269,493.19**	**-1,361,249.80**	**-91,756.61**

Disclaimer Message:

Drill Down for Projected Transaction Detail information

Cash Projection Group Detail

TUA DTD 4/01/1971 4TH LINE OF LN DISPL
5TH LINE OF LN DISPLAY HERE

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Number of Days to Project: 7 Go

<Previous **Page 1 of 1** Next> Jump to page: Go View All

DIVIDENDS/RET. OF CAP.

Date	Transaction Description	Income Cash	Principal Cash	Total Cash
10/31/2006	DIVIDEND ON 1,219.512 SHS	58.54		58.54
	PHOENIX INTERMEDIATE TOTAL			
10/31/2006	DIVIDEND ON 5,272.1 SHS	15.55		15.55
	FEDERATED OBLIGATIONS			
10/31/2006	DIVIDEND ON 1,319.797 SHS	71.49		71.49
	VANGUARD TOTAL BOND MARKET INDEX			
10/31/2006	**Projected DIVIDENDS/RET. OF CAP. Total**	**145.58**	**0.00**	**145.58**

Disclaimer Message:

Cash Projection Detail

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Number of Days to Project: 7 Go

<Previous **Page 1 of 1** Next> Jump to page: Go View All

Date	Group	Transaction Description	Income Cash	Principal Cash	Total Cash
10/25/2006	**Current Cash and Liquid Asset Balance**		**1,269,747.61**	**-1,357,249.80**	**-87,502.19**
10/25/2006	OTHER DISBURSEMENTS	PAYMENT TO/FOR BENEFICIARY UNION	-400.00	0.00	-400.00
		BANK CHECKING ACCT			
Total	**Projected for 10/25/2006**		**-400.00**	**0.00**	**-400.00**
10/31/2006	DIVIDENDS/RET. OF CAP.	DIVIDEND ON 1,219.512 SHS	58.54		58.54
		PHOENIX INTERMEDIATE TOTAL			
10/31/2006	DIVIDENDS/RET. OF CAP.	DIVIDEND ON 5,272.1 SHS	15.55		15.55
		FEDERATED OBLIGATIONS			
10/31/2006	DIVIDENDS/RET. OF CAP.	DIVIDEND ON 1,319.797 SHS	71.49		71.49
		VANGUARD TOTAL BOND MARKET INDEX			
10/31/2006	PURCHASES	BUY 10/19/2006 1,000 SHS	0.00	-4,000.00	-4,000.00
		USX-U.S. STEEL GROUP COMMON			
10/31/2006	**Projected Ending Cash and Liquid Asset Balance**		**1,269,493.19**	**-1,361,249.80**	**-91,756.61**

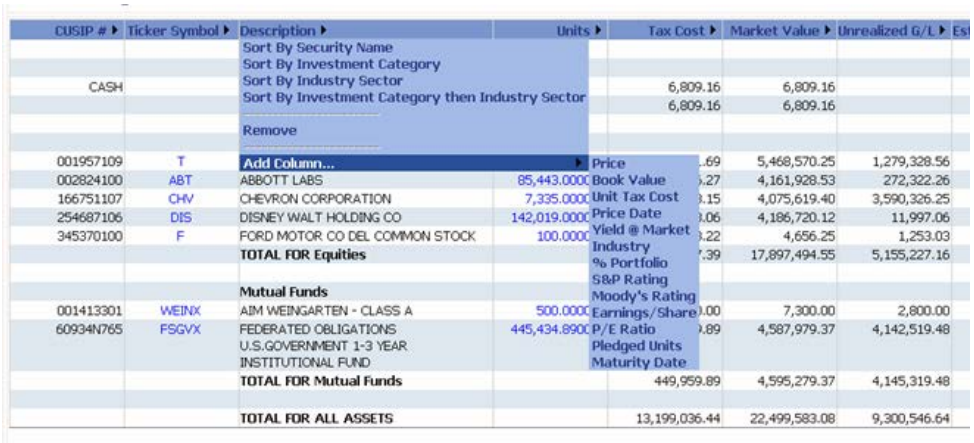
Disclaimer Message:

Report Options

You can change report viewing options for each column on reports. When you place your mouse over a column heading, a drop down menu displays the sort options and additional data elements available for the specific column.

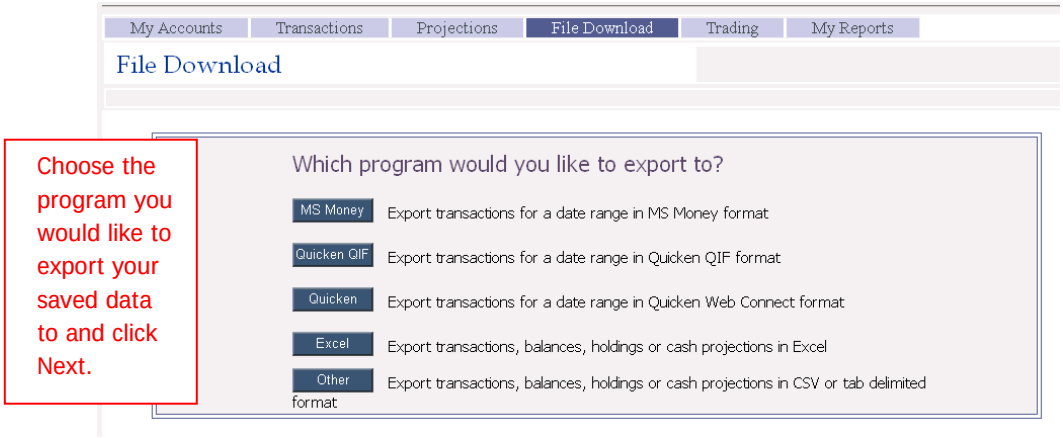
You can delete columns by placing your mouse over the column heading and clicking Remove on the drop down menu. You can add a column by placing your mouse over the desired column on the drop down menu and clicking. The column is added after the column you have currently highlighted.

Selections made here stay in effect until you change them.

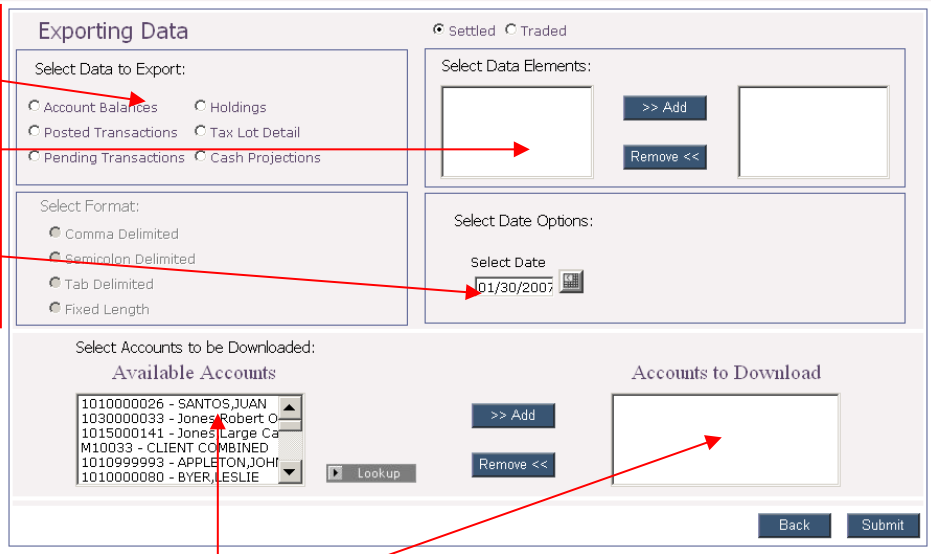


Download Capabilities

The File Download function provides the capability to download report information for further viewing, printing, and analysis. As an example, you can download a file, save it to disk, and import the file into Microsoft Excel.

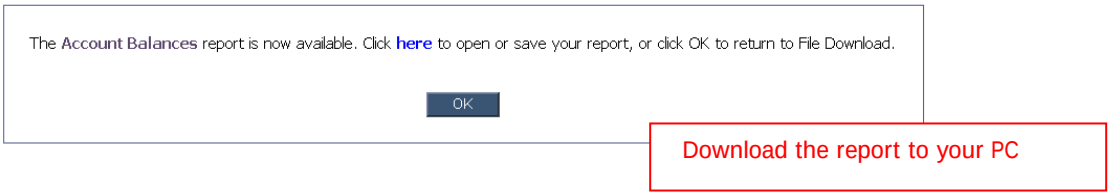


Choose the program you would like to export your saved data to and click Next.



Choose the data to export, the associated data elements and the desired date range, where applicable

Choose the accounts to include by clicking the desired account in the Available Account box and then clicking the >>Add button will move it into the Accounts to Download box.



Download the report to your PC

E-Statements

To view your e-Statements, you must have Adobe Acrobat Reader installed on your computer. Once you have logged onto WebLink, click on My Reports.

This is the view for your e-Statements. The e-Statements that have been generated for your account(s) are displayed by date range.

Click on the statement you wish to view. They system opens an Adobe Acrobat Reader window to display the statement.

Sungard Bank And Trust, North Br
1 Memorial Drive
Cambridge, Ma 02142

Sungard Asset Management Systems
1234 Great Oaks Way
Alpharetta, Ga 30221

Account Statement

October 01, 2006 To October 31, 2006

Account Name: SANTOS,JUAN
Account Number: 1010000026

Administrator: Client Relations Manager
303-999-9998
Relations.Manager@email.com

Investment Officer: Barbara Speak
867-888-6767
barbara.speak@email.com

For Your Information

Please Refer All Questions To Your Account Administrator.

Diversification Summary

	Tax Cost	Market Value	Percent
CASH & CASH EQUIVALENTS	891,008.39	891,008.39	30.9%
EQUITIES	145,723.49	202,443.13	7.0%
FIXED	47,521.50	50,163.20	1.7%
MUTUAL FUNDS	202,021.65	1,636,685.17	56.9%
REAL ESTATE / MINERALS	100,500.00	100,500.00	3.5%
SUNDRY	100,001.00	2.00	0.0%
Total Assets	1,486,776.03	2,880,801.89	100.0%
Accrued Income			
Fixed Income Securities	1,084.55	1,084.55	
Cash And Equivalents	2,529.84	2,529.84	
Other	495.72	495.72	
Total Accrued Income	4,110.11	4,110.11	
Total Assets & Accruals	1,490,886.14	2,884,912.00	

Beginning Market Value	2,884,639.72
Ending Market Value	2,884,912.00

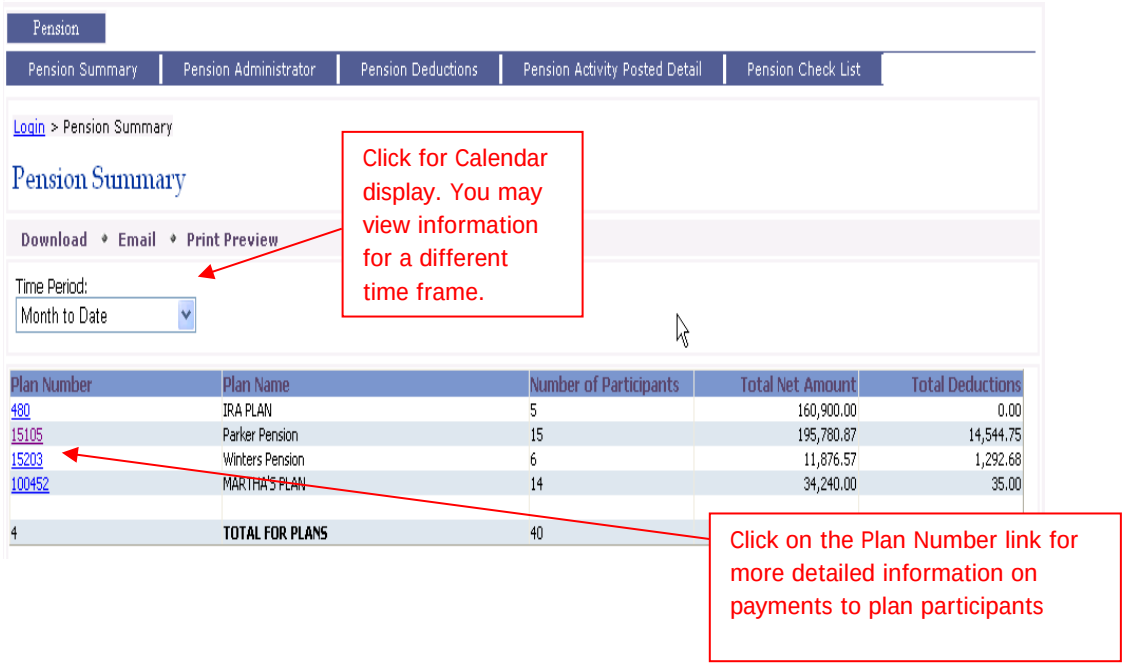
WebLink Pension Reports

Once your User Name and Password have been verified, and you have selected Pension access, you are presented with the Pension Summary view. If you have access to more than one plan, a dropdown box provides a list of the plans to which you have access. The 10 plans you have used most recently are listed first. You may add plans to this list via the Look Up button. To access additional plans, click on the account you wish to view and the account information is displayed.

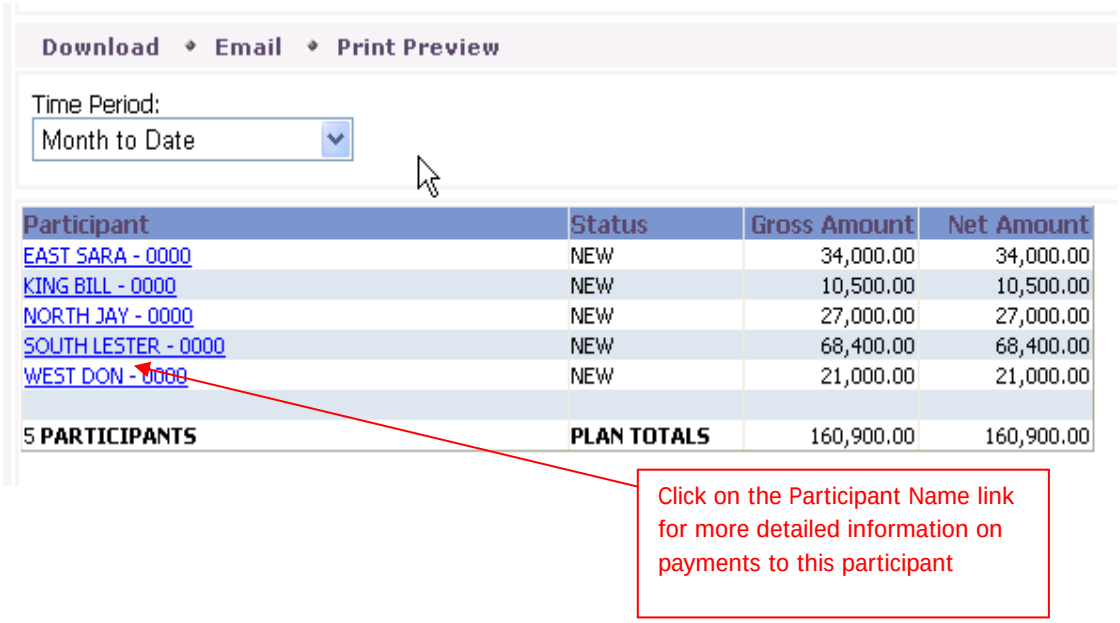
Available Pension Reports

- Pension Summary
- Pension Administrator
    - Pension Administrator Detail
- Pension Deductions
    - Pension Deductions Detail
- Pension Activity Posted Detail
    - Pension Payment Detail
- Pension Check List
    - Pension Payment Detail

Pension Summary



Pension Administrator



Pension Administrator Detail

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Time Period:
Month to Date

Payment ID	Participant	Posting Date	Payable Date	Gross Amount	Net Amount
65	EAST SARA - 0000	10/16/2006	10/16/2006	9,000.00	9,000.00
66	EAST SARA - 0000	10/16/2006	10/16/2006	8,000.00	8,000.00
67	EAST SARA - 0000	10/23/2006	10/23/2006	9,000.00	9,000.00
68	EAST SARA - 0000	10/23/2006	10/23/2006	8,000.00	8,000.00
4 **PAYMENTS**	**PARTICIPANT TOTALS**			34,000.00	34,000.00

Click on the Payment ID link for more withholding information on payments to this participant

Pension Deductions

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Time Period:
Month to Date

Deduction	Control Account	# of Deductions	Amount
1 - FEDERAL WTH	1999000226	58	11,834.75
2 - STATE WTH	1999000333	36	2,700.00
3 - INTEREST LOAN	1999888839	1	10.00
3 **DEDUCTION TYPES**	**PLAN DEDUCTION TOTALS**	95	14,544.75

Click on the Deduction Type link for more detailed information on payments to this participant

Pension Deductions Detail

Deduction	Participant	Posting Date	Payable Date	Deduction Amount
2 - STATE WTH	TAYLOR,MAYA - 1043	10/02/2006	10/02/2006	100.00
2 - STATE WTH	TAYLOR,MAYA - 1043	10/03/2006	10/03/2006	100.00
2 - STATE WTH	TAYLOR,MAYA - 1043	10/04/2006	10/04/2006	100.00
2 - STATE WTH	TAYLOR,MAYA - 1043	10/05/2006	10/05/2006	100.00
2 - STATE WTH	TAYLOR,MAYA - 1043	10/06/2006	10/06/2006	100.00
2 - STATE WTH	TAYLOR,MAYA - 1043	10/09/2006	10/09/2006	100.00
2 - STATE WTH	TAYLOR,MAYA - 1043	10/10/2006	10/10/2006	100.00
2 - STATE WTH	TAYLOR,MAYA - 1043	10/11/2006	10/11/2006	100.00

Pension Activity Posted Detail

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Time Period:
Month to Date

Payment ID	Participant	Posting Date	Payable Date	Check Number	Gross Amount	FEDERAL WTH	STATE WTH	INTEREST LOAN	Net Amount
162	BLACK SUSAN - 5555	10/12/2006	10/12/2006	470	2,875.00	225.61			2,649.39
	1 **MONTHLY BENEFIT PAYMENT**				2,875.00	225.61	0.00	0.00	2,649.39
	1 **TOTAL PAYMENTS**				2,875.00	225.61	0.00	0.00	2,649.39
132	BROWN - 2222	10/02/2006	10/02/2006	114	1,725.00	163.53			1,561.47
	1 **MONTHLY BENEFIT PAYMENT**				1,725.00	163.53	0.00	0.00	1,561.47
	1 **TOTAL PAYMENTS**				1,725.00	163.53	0.00	0.00	1,561.47

Click on the Payment ID link for more detailed information on payment to this participant

Pension Payment Detail

Pension Payment Detail

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PARTICIPANT	5555	PARTICIPANT NAME	SUSAN BLACK
PAYABLE DATE	10/12/2006	POSTING DATE	10/12/2006
TO WHOM PAID	Susan Black	STATUS	POSTED
PAYEE ADDRESS1	876 BOWDOIN STREET	PAYEE ADDRESS2	BOSTON
PAYEE ADDRESS3	876 BOWDEN STREET 02110	PAYEE ADDRESS4	
PAYEE ADDRESS5		TYPE	Check
CHECK NUMBER	470	GROSS AMOUNT	2,875.00
DEDUCTION1	1 - FEDERAL WTH	DEDUCTION1 AMOUNT	225.61
DEDUCTION2		DEDUCTION2 AMOUNT	
TAXING STATE	CA	FOREIGN ADDRESS TAX CODE	
DEDUCTION3		DEDUCTION3 AMOUNT	
DEDUCTION4		DEDUCTION4 AMOUNT	
DEDUCTION5		DEDUCTION5 AMOUNT	
DEDUCTION6		DEDUCTION6 AMOUNT	
		TOTAL DEDUCTION	225.61
		NET AMOUNT	2,649.39
DISBURSEMENT	535	DISBURSEMENT DESCRIPTION	MONTHLY BENEFIT PAYMENT
DISPOSITION		DISPOSITION DESCRIPTION	
TAX	927	TAX DESCRIPTION	PARTIAL DISTR - NORMAL DISTRIBUTIONS
FUND1 ACCOUNT	1050004885 PARKER G & I	FUND SOURCE1 AMOUNT	2,875.00
FUND2 ACCOUNT		FUND SOURCE2 AMOUNT	
FUND3 ACCOUNT		FUND SOURCE3 AMOUNT	
FUND4 ACCOUNT		FUND SOURCE4 AMOUNT	

Pension Check List

Payment ID	Check Number	Payable Date	Funding Account	Participant	Dispositior	Type	Status	Gross Amount	FEDERAL WTH	STATE WTI
679		10/26/2006		TAYLOR,MAYA - 1043		Check	READY TO PRINT	1,065.85		
680		10/26/2006		WALSH,LORI - 4353		Check	READY TO PRINT	1,035.35		
2	**TOTALS**							2,101.20	0.00	0.0
681		10/27/2006		TAYLOR,MAYA - 1043		Check	READY TO PRINT	1,065.85		
682		10/27/2006		WALSH,LORI - 4353		Check	READY TO PRINT	1,035.35		
2	**TOTALS**							2,101.20	0.00	0.0
684		10/30/2006		TAYLOR,MAYA - 1043		Check	READY TO PRINT	1,065.85		
685		10/30/2006		WALSH,LORI - 4353		Check	READY TO PRINT	1,035.35		
2	**TOTALS**							2,101.20	0.00	0.0

Click on the Payment ID link for more detailed information on payment to this participant

Pension Payment Detail

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PARTICIPANT	1043	PARTICIPANT NAME	MAYA TAYLOR
PAYABLE DATE	10/26/2006	POSTING DATE	10/26/2006
TO WHOM PAID	MAYA TAYLOR	STATUS	READY TO PRINT
PAYEE ADDRESS1	105 PROSPECT STREET	PAYEE ADDRESS2	CAMBRIDGE, MA 02142-1035
PAYEE ADDRESS3		PAYEE ADDRESS4	
PAYEE ADDRESS5		TYPE	Check
CHECK NUMBER		GROSS AMOUNT	1,065.85
DEDUCTION1		DEDUCTION1 AMOUNT	
DEDUCTION2		DEDUCTION2 AMOUNT	
TAXING STATE	MA	FOREIGN ADDRESS TAX CODE	
DEDUCTIO DESCRIPTION 1		DEDUCTION3 AMOUNT	
DEDUCTION4		DEDUCTION4 AMOUNT	
DEDUCTION5		DEDUCTION5 AMOUNT	
DEDUCTION6		DEDUCTION6 AMOUNT	
		TOTAL DEDUCTION	0
		NET AMOUNT	1,065.85
DISBURSEMENT	500	DISBURSEMENT DESCRIPTION	PARTIAL DISTR OF VESTED INTEREST TO
DISPOSITION		DISPOSITION DESCRIPTION	
TAX	927	TAX DESCRIPTION	PARTIAL DISTR - NORMAL DISTRIBUTIONS
FUND1 ACCOUNT		FUND SOURCE1 AMOUNT	
FUND2 ACCOUNT		FUND SOURCE2 AMOUNT	
FUND3 ACCOUNT		FUND SOURCE3 AMOUNT	
FUND4 ACCOUNT		FUND SOURCE4 AMOUNT	
REVERSAL INFORMATION		ORIGINAL TRANSACTION	
EMPLOYER	XX-XXX8254 PARKER		