

Part 2A of Form ADV: Firm Brochure

Cover Page

THIS BROCHURE PROVIDES INFORMATION ABOUT THE QUALIFICATIONS AND BUSINESS PRACTICES OF CRF FINANCIAL GROUP, INC. IF YOU HAVE ANY QUESTIONS REGARDING THE CONTENTS OF THIS BROCHURE, PLEASE CONTACT US AT 317-844-8077 AND / OR CURT@CRFGROUP.NET. THE INFORMATION IN THIS BROCHURE HAS NOT BEEN APPROVED OR VERIFIED BY THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION OR BY ANY STATE SECURITIES AUTHORITY.

ADDITIONAL INFORMATION REGARDING CRF FINANCIAL GROUP, INC IS ALSO AVAILABLE ON THE SEC'S WEBSITE AT WWW.ADVISORINFO.SEC.GOV. CRF FINANCIAL GROUP, INC IS A REGISTERED INVESTMENT ADVISOR BUT THE INVESTMENT ADVISOR REGISTRATION IS NOT MEANT TO IMPLY A CERTAIN LEVEL OF SKILL OR TRAINING.

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Material Changes

THIS SECTION ONLY APPLIES TO MATERIAL CHANGES MADE FROM THE LAST ANNUAL UPDATE THAT HAD MATERIAL CHANGES DATED 07/25/2005.

Due to SEC Investment Advisor requirements, any Advisor advising on assets totaling over \$30,000,000.00 must be Federally registered. CRF Financial Group, Inc. is advising on assets totaling over \$30,000,000.00 and therefore is required to file as a Federally Registered Advisor effective January 2011.

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ADVISORY BUSINESS

CRF Financial Group, Inc has been in business since July 2003. CRF Financial Group, Inc provides investment advisory services; portfolio management services to the HoosierFund, a Local Government Investment Pool, and prepares bid requests for the investment of bond proceeds. CRF Financial Group, Inc is limited to only these services.

CRF Financial Group, Inc. has been retained by the HoosierFund, a Local Government Investment Pool, to provide Program Administrative and Portfolio Management services. CRF Financial Group, Inc does not hold any securities and/or client assets. US Bancorp, the third party Custodian, holds all securities and/or client assets. The Treasurer of the HoosierFund directs all investments. The Treasurer has been elected by a majority vote of the Participants of the HoosierFund. Investments must conform to the State of Indiana Code 5-13. Investment advice is given only in accordance with State Code. The Treasurer of the HoosierFund directs and instructs CRF Financial Group, Inc to make all the investments on behalf of the HoosierFund. All assets managed by CRF Financial Group, Inc are on a non-discretionary basis. As of 12/31/10 the total amount of assets under management was \$85,563,534.06.

CRF Financial Group, Inc also provides services for the investing of bond proceeds to governmental, quasi-governmental and not-for-profit entities. CRF Financial Group, Inc submits a proposal for services to entities that issue debt that wish to invest the bond proceeds for their construction and/or debt service reserve funds. These services include but are not limited to: ladder certificate of deposits portfolio; ladder securities portfolio; repurchase agreements, and guaranteed investment contracts. The providers of these types of agreements are banks, primary securities dealers, credit corporations, finance companies, and insurance companies.

The sole owner of CRF Financial Group, Inc. is Curt Fritsch.

Fees and Compensation

HoosierFund Services:

The HoosierFund, a local government investment pool, has contracted with CRF Financial Group, Inc., through the Inter-local Agreement, to provide the services of the Program Administrator and the Portfolio Manager. All Participants are required to sign the Inter-local Agreement to become eligible to deposit funds in the HoosierFund. The fee structure is listed in the Inter-local Agreement as follows:

EXHIBIT F PROGRAM ADMINISTRATOR'S FEE

For the performance of its obligations under this Inter-local Agreement, the Program Administrator will charge up to a 50 basis points fee from the Investment Property Value (the "Daily Fee"). This Daily Fee will accrue on a daily basis and be paid monthly or semi-monthly.

The Daily Fee shall be calculated as follows:

The Investment Property Value is multiplied by (x) .0050 (50 Basis Points)
and divided by (÷) 365 days
and that equals (=) The Daily Fee Accrual

Fees may be waived or abated at any time, or from time to time, at the sole discretion of the Program Administrator. Should such fees be waived or abated, during the period of the waiver or abatement, the Program Administrator must pay the costs as provided in Section 6.1 hereof even if not covered by the waived or abated fees.

Bond Proceed Services:

CRF Financial Group, Inc. fees for the investment of bond proceeds are negotiable based on the parameters of the investment, i.e. amount invested, term and complexity of structure. Federal guidelines mandate the maximum fee that can be charged per investment agreement and the maximum total fee that can be charged on any one issue. The fees are paid to CRF Financial Group by the company that has won the bid, selected by the client.

All bond proceeds investments are done on a non-discretionary basis. CRF Financial Group, Inc. does not act as principal in any transaction and all monies and/or securities are transferred directly between the trustee and/or custodian, acting on behalf of the client (the entity) and the investment provider.

CRF Financial Group, Inc. does not receive a commission on any securities or money market funds it recommends.

Performance-Based Fees and Side-By-Side Management

N/A

Types of Clients

All clients of CRF Financial Group, Inc. are governmental or quasi-governmental entities.

Methods of Analysis, Investment Strategies and Risk of Loss

HoosierFund Investment advice:

The State of Indiana statutes restricts the investments of Local Government Investment Pools to investments that comply with Indiana Code 5-13. Therefore, the investment strategies of the HoosierFund must comply with this statute. Indiana Code 5-13 restricts investments to the following: Bank deposit accounts with banks approved by the State Board of Depositories, Government bonds, Agency bonds, Money Market Funds that invest only in Government and Agency bonds and Indiana municipal bonds. The maximum maturity of any investment according to the statute is 2 years. All investments involve some type of risk and all clients should be aware and prepared for the associated risk.

The investment strategy for the HoosierFund is first and foremost the safety and security of the clients' assets and secondarily to maintain a competitive yield while at all times complying with the State of Indiana statutes. The investment strategy for the HoosierFund is to create a bar-bell based portfolio. The bar-bell strategy is a portfolio strategy whereby investments are made on the short end of the investment parameters and on the long end of the parameters with fewer investments in the intermediate period. This strategy allows for the averaging of the long and short yields, thereby generating a greater rate of return.

Risks associated with a Bar-Bell Strategy:

- 1) The investments in the portfolio are subject to credit risk. Credit risk means the financial standing and stability of the entity issuing the debt to repay its' debt. The investments within the portfolio may increase or decrease in value due to markets' view of the strength or weakness of the credit itself. The government bonds within the portfolio are insulated from this due to the fact that they are backed by the full faith and credit of the federal government. Municipal do not have this type of guarantee. Each municipal bond is valued by the market place by its' own ability to repay its' debt obligation. There are three major firms that analyze the financial condition of the issuers of bonds, Moodys Investor Services, S&P Corporation and Fitch Ratings. These firm analyze the financial condition, stability and future outlook of each entity and apply the corresponding rating as to its' assessment of the entity's ability to repay its' debt obligation. At the present time the HoosierFund only invests in bonds that are rated A or higher. There is always a risk if the economic conditions of a municipality change, the rating could change and therefore the value of the bonds could change. If those bonds needed to be sold prior to maturity there is a potential of loss of principal and therefore a loss to each Participant of the HoosierFund.
- 2) The investments in the portfolio are subject to interest rate risk. Interest rate risk means the current interest rate environment. The yields on the investment are directly related to the current interest rates in the market place. Therefore, as interest rates rise and fall, so will the value of the securities. If those bonds needed to be sold prior to maturity there is a potential of loss of principal and therefore a loss to each Participant of the HoosierFund.
- 3) Participants have "Pool Termination" risk. Pool Termination means if for some reason

the HoosierFund is closed down the participants have two options; 1) sell all investments and incur any gains or losses on the investments in the pool determined by the market place, and 2) hold on to all the investments until maturity and receive their funds at that time.

With regards to municipal bonds, per Indiana Code 5-13, the HoosierFund is allowed to invest in only Indiana municipal bonds.

Disciplinary Information

There are no legal or disciplinary events

There are no criminal or civil actions.

There are no administrative proceeding by any authority.

Other Financial Industry Activities and Affiliations

CRF Financial Group, Inc does not have any pending registrations or applications.

Management has no pending registrations or applications.

CRF Financial Group, Inc has no related parties.

CRF Financial Group, Inc does not recommend or select other investment advisors.

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

Rule 204A-1 under the Investment Advisers Act of 1940 ("Advisers Act") requires all investment advisors registered with the Securities and Exchange Commission ("SEC") to adopt Codes of Ethics that set forth standards of conduct and require compliance with federal securities laws. CRF Financial Group, Inc. ("CRFFG") is an investment advisor registered with the SEC with respect to the following products and services: Program Administrator and Portfolio Management Services for the HoosierFund, a Local Government Investment Pool and providing Structured Investments for bond proceeds utilizing guaranteed investment contracts, repurchase agreements or forward purchase agreements.

This Code of Ethics ("Advisor Code") is intended to reflect fiduciary principles that govern the conduct of CRFFG and its supervised persons in those situations where CRFFG acts as an investment advisor as defined under the Advisers Act in providing investment advice to clients ("advisory clients"). It consists of an outline of policies regarding several key areas: standards of conduct and compliance with laws, rules and regulation, protection of material non-public information and personal securities trading.

This Code applies to all **"Supervised Persons"** of CRFFG who act as an investment advisor as defined by the Advisers Act in providing investment advice to advisory clients. The Advisers Act defines "Supervised Person" to mean any partner, officer, director (or other person occupying a similar status or performing similar functions), or employee of an investment advisor, or other person who provides investment advice on behalf of the investment advisor and is subject to the supervision and control of the investment advisor. As applied to the CRFFG Investment Advisor Compliance Program, the term consists of all registered representatives of CRFFG who, in the course of their business, act as an investment advisor as defined under the Advisers Act in providing investment advice to advisory clients and those non-client contact employees that make, participate in or obtain non-public information regarding the portfolio management decisions relating to investment advisory services.

Standard of Conduct and Compliance with Laws, Rules and Regulations

This Advisor Code hereby adopts and incorporates the CRF Financial Group, Inc. Code of Ethics ("Corporate Code") which sets forth the standard of business conduct that is required of all employees of CRF Financial Group, Inc. as the standard of business conduct required by this Advisor Code.

All Supervised Persons are responsible for, and has agreed as a requirement of their employment, to review this Advisor Code and the company policies, including the Corporate Code, which are a part of this Advisor Code, and for acting in compliance with these policies in daily activities. As noted in the Corporate Code, the foundation of CRFFG's ethical standards is compliance with the letter and spirit of the law. We must respect and obey all of the laws, rules and regulations applicable to our business, including among others, securities, banking and other federal, state and local laws. All Supervised Persons of CRFFG are required to be familiar and comply with the Compliance Manual and the CRFFG Investment Advisor Compliance Program. Likewise

each Supervised Person is responsible for being familiar with and complying with the procedures applicable to him or her. Although he or she is not expected to know the details of each law governing CRFFG's business, he or she is expected to be familiar with and comply with the company-wide policies and procedures as they apply to his or her business unit and, when in doubt, to seek advice from supervisors, managers or other appropriate personnel as outlined in the Corporate Code.

Protection of Material Non Public Information

Supervised Persons are reminded that they must review the **Confidentiality of Information** section of the Corporate Code and the following Supplement Policies incorporated by reference to this Advisor Code on the prevention of misuse of material nonpublic information. These supplemental policies are part of the CRF Financial Group Compliance Manual and "**The CRF Financial Group, Inc. Privacy Policy**".

Personal Securities Trading and Access Persons

All Supervised Persons must be familiar with and abide by all employee trading policies and procedures as outlined in the following Supplemental Policies incorporated by reference to this Advisor Code. These Supplemental Policies also are part of the CRF Financial Group Compliance Manual.

In addition, Rule 204A-1 of the Advisers Act requires all "**Access Persons**" of an investment advisor registered with the SEC to report, and the investment advisor to review, their personal securities transactions and holdings periodically. The Advisers Act defines "Access Person" to mean any supervised persons of an investment advisor who (1) has access to nonpublic information regarding any advisory clients' purchase or sale of securities, or nonpublic information regarding the portfolio holdings of any reportable fund or (2) is involved in making securities recommendations to advisory clients, or who has access to such recommendations that are nonpublic.

ACCESS PERSON REQUIREMENTS:

CRFFG Access Persons are prohibited from using nonpublic information regarding portfolio holdings, model changes, or client transaction for their personal benefit. Specifically, Access Persons are prohibited from using advance knowledge to trade ahead of or otherwise benefit from such knowledge.

Access Persons are persons who may have access and communicate with CRF Financial Group Inc. regarding the portfolio management of the HoosierFund

- A. Once identified, an Access Person holding an outside mutual fund account held directly with the issuer or outside approved brokerage account in which any ETF can be brought, sold, or held is required to provide the following reports to the Investment Advisor Chief

Compliance Officer or designee:

1. Holdings Reports: A report of the Level 1(a) Access Person's current securities and holdings ("Holdings Report") that contains, at a minimum:
 - the title and type of security, and as applicable the exchange ticker symbol or CUSIP number, number of shares, and principal amount of each mutual fund or ETF in which the Access Person has any direct or indirect **"beneficial ownership"**¹;
 - the name of any broker/dealer, mutual fund company, or bank with which the Access Person maintains an account in which any funds are held for the Access Person's direct or indirect benefit; and
 - the date the Access Person submits the report.
 2. The Holdings Report must be submitted to the Investment Advisor Chief Compliance Officer or designee:
 - no later than 10 days after the person becomes an Access Person, and the information must be current as of a date no more than 45 days prior to the date the person becomes an Access Person; and
 - Thereafter, at least once each 12 month period no later than the end of the first calendar quarter.
 3. Transaction Reports: Broker account statements for 1) each mutual fund account held directly with an issuer and incurred a transaction and 2) each outside brokerage account over which the Access Person has direct or indirect influence or control must be submitted to the Investment Advisor Chief Compliance Officer or designee no later than 45 days after the end of each calendar quarter. The Access Person must certify each quarter whether they 1) hold an account directly at a Mutual Fund issuer and incurred a transaction or 2) hold an outside brokerage account in which any ETFs could be held. The Broker account statements must contain, at a minimum:
 - the date of each transaction, the title, and as applicable the exchange ticker symbol or CUSIP number, interest rate and maturity rate, number of shares and principal amount of each security involved;
 - the nature of the transaction (i.e., purchase, sale or any other type of acquisition or disposition);
 - the price of the security at which the transaction was effected; and
 - the name of the broker, dealer, bank, or mutual fund company with or through which the transaction was effected.
 4. The Holdings and Transaction Reports of CRFFG Access Persons will be monitored against transactions and pending model changes in the HoosierFund Managed Portfolios.
- B. Personal Securities Trading Requirements - ETFs:
1. *Certain Money Market Mutual Funds are identified by CRFFG for use within the HoosierFund Managed Portfolios; this list is known as the Pre-Clearance List. Access Persons are prohibited from buying or selling these Funds on the Pre-Clearance List without pre-clearance from their supervisor or designee. This prohibition is in place for accounts maintained at CRF Financial Group, Inc., as*

well as outside brokerage accounts, where the Access Person has any direct or indirect beneficial ownership. This pre-clearance list, is maintained by CRFFG employees, distributed to all CRFFG Access Persons, and shared with the Firm's Compliance Department. CRFFG employees seeking exceptions to the prohibition must notify their supervisor or designee, who will contact CRFFG in accordance with the pre-clearance procedures.

C.

If pre-clearance approval is not requested and received, the CRFFG Access Person may be in violation of this Code.

Additional Monitoring:

As with all CRFFG employees, personal securities holdings and trading are monitored by CRFFG which reviews employee accounts. Employees are required to submit duplicate account statements and trade confirms of all outside brokerage accounts to the Firm. CRFFG monitors holdings and trades against the firm's Code of Ethics, Compliance Manual, and other applicable firm policies. Additionally, CRFFG employees must disclose all securities accounts they own or control after their hire date and review and confirm the accuracy of those accounts on an annual basis during their employment.

Consequences for Failure to Comply and Reporting Certain Conduct

A Supervised Person can be subject to discipline up to and including termination of employment if he or she violates this Advisor Code and its component parts, which includes the Corporate Code. If you know of, or reasonably believe there is, a violation of applicable laws or this Advisor Code, you must report that information immediately to the Compliance Department or the President of CRFFG. You should not conduct preliminary investigations, unless authorized to do so by the Compliance Department. Anyone who in good faith raises an issue regarding a possible violation of law, regulation or company policy or any suspected illegal or unethical behavior will be protected from retaliation.

Recordkeeping

Rule 204-2(a) (12) and (13) of the Advisers Act requires advisors to keep copies of all relevant material relating to the Advisor Code. In addition, the Compliance Department will provide each CRFFG supervised persons with a copy of this code of ethics and any amendments, and all supervised persons are required to provide Compliance with a written acknowledgment of their receipt of the code and any amendments.

1. “Beneficial Ownership” is interpreted in the same way as in determining whether a person has beneficial ownership of a security for purposes of Section 16 of the Securities Exchange Act of 1934, and includes ownership by any person who, directly or indirectly, through any contract, arrangement, understanding, relationship or otherwise, has or shares a direct or indirect pecuniary interest in a security. For example, a person should consider himself or herself the beneficial owner of securities held by his or her spouse, his or her minor children, a relative who shares his or her home, or other persons by reason of any contract, arrangement, understanding or relationship that provides him or her with sole or shared voting or investment power. If any Access Person has a question about whether he or she beneficially owns a security, he or she should consult the Investment Advisor Chief Compliance Officer.

Brokerage Practices

CRF Financial Group, Inc does not recommend broker-dealers for client transactions.

CRF Financial Group, Inc does not participate in any soft dollar arrangements

CRF Financial Group, Inc does not participate in paying for or using mark-ups or mark-downs to obtain research.

CRF Financial Group, Inc does not have any incentive to select or recommend a broker-dealer to clients.

CRF Financial Group, Inc did not direct any clients or client transaction to any broker-dealer.

Review of Accounts

CRF Financial Group, Inc. does not maintain individual accounts.

CRF Financial Group, Inc. is the Portfolio Manager and Program Administrator for the HoosierFund and all review all holdings on a daily basis.

Client Referrals and Other Compensation

CRF Financial Group, Inc does not provide compensation for client referrals.

Custody

CRF Financial Group, Inc does not maintain custody of any client's funds, securities, or any investments.

All funds and investments of the HoosierFund are held by the custodian, US Bank.

Investment Discretion

CRF Financial Group, Inc does not have discretionary authority to manage clients accounts.

Voting Client Securities

CRF Financial Group, Inc. does not accept authority to vote client securities.

Financial Information

CRF Financial Group, Inc. does not require or solicit prepayment of fees.

Requirements for State-Registered Advisers

N/A