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## **Form ADV Part 2A**

### **Brochure Cover Page**

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801-24747

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Colony Capital Management Inc. is registered with the SEC. However, this registration, while required by law, does not indicate any specific level of training or skill on our part.

12/31/2011

**This brochure provides information about the qualifications and business practices of Colony Capital Management, Inc.. If you have any questions about the contents of this brochure, please contact us [mslaton@colonycapital.com](mailto:mslaton@colonycapital.com). The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.**

**Additional information about Colony Capital Management, Inc. also is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).**

## **Form ADV - Material Changes for Part 2A**

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### **Colony Capital Management, Inc.**

#### **Death of William M. Robertson**

##### 2A Item 4 Advisory Business

William M. Robertson, majority shareholder of Colony Capital Management Inc., died on March 11, 2012.

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**Colony Capital Management, Inc. (SEC No. 801-24747)****Item 4 Advisory Business**

Colony Capital Management, Inc. (CCM) has been providing discretionary investment management services to individuals and institutions since 1971. The majority owner is William M. Robertson who is President and Chief Executive Officer. T. Marion Slaton is the minority owner who serves as Executive Vice President, Compliance Officer and Chief Financial Officer. Our services are designed to determine and address each client's objectives, time horizon expectations and risk tolerance. Based on information gathered from our clients, we determine the appropriate investment objective for each account relationship.

We do not provide legal, tax or accounting advice or services and you should not assume that we are providing you such services at any time. Also you should understand that, generally the securities and other investments we purchase on your behalf are not insured by the Federal Deposit Insurance Corporation, the Federal Reserve Board or any other governmental agency.

The portfolio management team is comprised of senior investment professionals who, together, average over 39 years of investment experience. CCM is located in Atlanta, Georgia. As of December 31, 2011 CCM managed \$48,610,381 on a discretionary basis. When CCM has full investment discretion, it is authorized to make all investment decisions and to direct the execution of all transactions for the client's account (subject to the investment objectives, guidelines and restrictions that a client may impose on an account) without consulting the client in connection with each transaction.

**Item 5 Fees and Compensation**

CCM charges an annual fee to all clients for investment advisory services based on the market value of the assets under supervision. The fee formulae are as follows:

**Growth Equity Portfolio**

1.000% on the first \$10,000,000

0.750% on the next \$20,000,000

0.500% on the next \$20,000,000

**Balanced Portfolio**

0.750% on the first \$10,000,000

0.500% on the next \$20,000,000

0.375% on the next \$20,000,000

**Fixed Income Portfolio**

0.500% on the first \$10,000,000

0.375% on the next \$20,000,000

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0.250% on the next \$20,000,000

In certain instances fees are less due to multiple account relationships with CCM.

CCM bills clients quarterly. Fees are calculated based upon the market value of the assets at the end of the proceeding quarter. Some clients are billed in advance of services provided and some in arrears. Account agreements may be terminated by either party upon 30 days written notice without penalty. The parties may terminate on shorter notice upon mutual agreement in writing. For those clients who are billed in advance, CCM will refund a pro-rata portion of the fee based on the date of termination. The parties may terminate on shorter notice upon mutual agreement.

The fees you pay us do not include brokerage commissions or other fees associated with securities transactions implemented with or through a brokerage firm, such as markups or markdowns in principal transactions, deferred sales charges, odd-lot differentials, stock exchange fees, wire transfer or related processing fees, transfer taxes or other charges mandated by law or regulation. All of these items may be charged in addition to our fee. We do not receive any portion of these brokerage imposed fees.

You should understand that mutual funds, including exchange traded funds, in which your assets are invested by us, impose separate investment management fees and other operating expenses, described in the fund's prospectus, for which you, the client, will be charged separately from the fee paid to us for our services.

### **Item 6 Performance-Based Fees and Side-By-Side Management**

Investment Advisers are required to disclose performance-based fees. CCM does not have account relationships with performance-based fees.

### **Item 7 Types of Clients**

CCM provides discretionary investment advisory services to individuals, trusts, pension and profit-sharing plans, multi-employer plans, charitable organizations and state/municipal government entities. As a condition of opening an account, the client must have an independent custodian to hold the clients' assets.

Generally, CCM does not accept individual or institutional clients with an initial value of less than \$1,000,000. However, CCM may set higher or lower standards on account minimums depending on historic relationships with CCM, relationships with its direct owners or on the expectation of future additions to the account.

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

The investment process is the responsibility of the firm's Investment Policy Committee (IPC), which is comprised of our senior investment professionals. The IPC sets the parameters for equity, balanced and fixed income accounts. Those decisions are then implemented for individual clients according to their investment objective and risk profile. The IPC reviews each client portfolio to assure consistent application of decisions for accounts with similar investment objectives.

CCM is a growth-oriented investment management firm that seeks to identify fundamentally strong companies, while remaining conscious of short-term financial momentum as well as the relative valuation of companies. This philosophy is grounded in the belief that individual stock prices are largely determined by a company's earnings growth and the prospect for accelerating future earnings. We strive to identify companies with increasing earnings momentum by tracking a company's earnings surprise, earnings estimate revision and earnings growth characteristics, including margin changes, inventory ratios and revenue growth. To support the evaluation process, the investment professionals use fundamental analysis, technical analysis, cyclical trends, charting and independent research.

CCM has 3 investment objectives: Growth Equity, Balanced and High Quality Fixed Income.

Growth Equity:

### Buy Discipline

Our Growth Equity Management Process is driven by the realization that earnings growth is the primary determinant of stock prices. With this thought foremost, we begin by utilizing a sophisticated, multi-factor model to screen over 4,500 stocks with adequate institutional liquidity. These factors include profitability (operating Return of Equity), earnings growth, earnings estimate revisions, earnings surprise and valuation. This screening assures all stocks are consistently analyzed on the same growth and valuation parameters and eliminates bias that may preclude objective consideration. Additionally, the screening allows us to consider a broad range of issues thereby providing insight into the relative attractiveness of various segments of the market. This screening and analysis enables us to construct portfolios that are not totally dependent on the performance of any particular market sector. Strategic diversification decreases the volatility of investment returns.

After the screening process reduces the universe of over 4,500 companies to a working list of approximately 300, a qualitative analysis is undertaken to select the best investments for our clients' portfolios. Our investment professionals conduct this analysis which is supplemented with research available in the marketplace. We are primarily concerned with understanding the competitive factors affecting an industry and the position of the candidate within that industry. We evaluate companies for operational and financial efficiency and consistency. Finally we assess management for their ability to provide effective leadership, vision and discipline. This combination of quantitative screening and qualitative investment judgment assures a consistent stock selection process.

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After the most attractive purchase candidates are identified by the Investment Policy Committee, the stocks are purchased for portfolios in a disciplined manner across all accounts.

### **Sell Discipline**

CCM adheres to a rigid sell discipline. The process tracks company fundamentals looking for weakness in earnings momentum, downward revisions in earnings estimates or excessive company valuation. Stocks will also be sold if more attractive opportunities are identified. When the fundamentals deteriorate to a predetermined level, the stock is sold without emotion. We never override our discipline to hold a stock. Upside selling typically occurs when a company's price has accelerated in excess of the expected acceleration of earnings. Positions are trimmed if fundamentals remain intact, but a position size has increased to 4 - 5% of the portfolio.

### **Material Risks:**

All investments have risk and no one investment is suitable for all investors. Each of CCM's investment strategies is intended for long-term investors. As a result, each client should have a long-term perspective and be able to tolerate potentially wide fluctuations in the value of the securities in the client's portfolio. Although CCM strives to achieve a client's investment objective, it cannot guarantee that a client will attain that objective or any particular result.

**Market Risk:** Each of Colony Capital Management's investment strategies is subject to market risk, risk that the securities markets will increase or decrease in value. Market risk applies to every security. Security prices may fluctuate widely over short or extended time periods in response to market or economic news and conditions. Securities markets also tend to move in cycles. If there is a general decline in the securities markets, it is possible a client's portfolio may lose value regardless of the individual results of the companies.

**Interest-rate Risk:** Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.

**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.

**Common Stock Risk:** Common stocks are subject to fluctuations in market value due to the company's performance, investor perception, stock market trends and general economic conditions. The rights of common stockholders are subordinate to all other claims on a company's assets, including debt holders and preferred stockholders; therefore, clients could lose money if a company becomes financially distressed.

### **Item 9 Disciplinary Information**

Investment advisers are required to disclose all material facts regarding any legal or disciplinary

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events that would be material to an evaluation of CCM or to the integrity of CCM's management. CCM has no information applicable to this item.

### **Item 10 Other Financial Industry Activities and Affiliations**

This section does not apply to CCM nor to any of its employees.

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

CCM has adopted a Code of Ethics pursuant to SEC rule 204A-1 for all supervised persons of the firm describing its high standard of business conduct and its fiduciary commitment to its clients. The goal is to protect our clients, employees and Colony Capital from the damage that could result from a violation of securities or other laws or from situations involving real or apparent conflicts of interest. While it is impossible to define all situations which might pose a risk, this Code of Ethics is designed to address those circumstances where such concerns are most likely to arise.

The Code of Ethics sets forth specific requirements and restrictions relating to personal securities trading, personal investments with other money managers and confidentiality. It also sets forth reporting and certification requirements for employees, including quarterly reporting of personal securities transactions.

Employees of CCM may buy or sell for their own accounts the same securities CCM buys and sells for client accounts. However, because such personal securities trading has the potential to disadvantage or appear to disadvantage CCM's clients, such transactions are subject to restrictions that are designated to reasonably ensure that CCM's clients are not disadvantaged. For example, an investment advisor may not buy or sell securities that are currently being discussed in the investment committee as buy or sell candidates for client portfolios. An adviser can buy or sell recommended securities one day following execution of the last directed order in the block transaction for client portfolios.

CCM will provide a copy of its Code of Ethics upon a client's or prospective client's request.

### **Item 12 Brokerage Practices**

Generally, CCM's clients give it full discretion to select brokers or dealers through whom transactions may be executed but some clients direct CCM to use a specified broker custodian. In selecting a broker to execute our clients' security transactions, CCM considers the full range and quality of the broker's services, including execution capability, commission rate, value of research provided, financial strength and responsiveness to the advisor. CCM is not obligated to merely get the lowest possible commission cost, but rather to determine whether the transaction represents the best qualitative execution for the managed account. CCM considers multiple factors in selecting brokerage firm for our clients' accounts. These factors include but are not limited to:



Commission charged by the brokerage firm;

Financial condition, creditworthiness and business reputation of the brokerage firm;

Research provided by the brokerage firm;

Promptness and accuracy of confirmation statements;

Ability and willingness to correct errors;

Reliability of the brokerage firm; and

Soft dollar program of the brokerage firm.

We periodically review our brokerage practices to seek best execution of client transactions.

### Soft Dollars

CCM may also take into account which brokers provide research and brokerage products and services that are deemed to qualify as eligible research or brokerage products or services under the safe harbor of Section 28(e) of the Securities Exchange Act of 1934, as amended (hereafter referred to as "eligible products or services"). Eligible products and services may relate to a particular transaction or account, but normally benefit a wide variety of CCM's clients. Such products and services may not directly benefit those accounts that generated the commissions to pay for them and may be available to Colony Capital on a cash basis. In the last year, CCM used soft dollars to pay for proprietary research, nonproprietary research and pricing services.

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

Accounts are assigned to Investment Advisers who are responsible for performing periodic reviews and consulting with the respective client. Ongoing reviews of markets, sectors and individual securities are conducted by the respective advisors in their capacity as portfolio managers. In addition, reports are produced each week for the Investment Policy Committee discussion. In this meeting, members consider factors that include, but are not limited to the following: client communications, relevant company news, investment objectives, targeted allocation, current allocation, suitability, performance, number of trades, monthly distributions, concentrated positions and diversification .

We offer to provide you written reports concerning your account(s) with us on a periodic basis. These reports will include details of the cost basis, market value and income for each security. We also provide periodic reports that detail investment performance. Clients receive from the account

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custodian, monthly statements that detail account positions, transactions and values. You should review carefully these statements and compare them to statements you receive from us. Any discrepancies should be brought to our attention.

### **Item 14 Client Referrals and Other Compensation**

Investment advisers are required to disclose compensation paid to third-party solicitors for client referrals. CCM does not pay for client referrals.

### **Item 15 Custody**

CCM does not maintain or hold custodial accounts for clients' securities or funds. Each client is responsible for retaining a qualified custodian (e.g., a broker-dealer, bank or other qualified custodian) that sends the client monthly statements. Clients should review those statements carefully. CCM statements may vary from custodial statements based on accounting procedures, reporting dates or valuation methodologies. You should remember that the statements you receive from your custodian are your official record of your accounts and assets for tax purposes.

### **Item 16 Investment Discretion**

CCM usually receives discretionary authority from the client at the outset of an advisory relationship. This agreement allows CCM to select the identity and amount of securities to be bought or sold. In all cases, such discretion is to be exercised in a manner consistent with the stated investment objectives for the particular client account. When selecting securities and determining amounts, CCM observes the investment policies, limitations and restrictions of the clients for which it advises.

### **Item 17 Voting Client Securities**

CCM generally accepts proxy voting authority from its clients when such authority is designated. In some instances, clients retain proxy voting authority and will receive proxies and other solicitation materials directly from their custodians or transfer agents. A client may contact their portfolio manager with questions about a particular proxy issue and direct CCM to vote for, against or abstain from voting in connection with a particular proxy proposal. CCM will honor the client request as long as the notification comes prior to CCM casting its vote.

When CCM has voting authority, it follows clients directives first and then defaults to its proxy voting policies and procedures.

Periodically CCM contacts clients' custodians to ensure receipt of all appropriate proxy ballots for those clients who assigned voting authority to CCM. Annually CCM reports to clients reports detailing how the client voted and why.

### **Item 18 Financial Information**

Investment advisers are required to provide certain financial information or disclosures about CCM's financial condition. CCM has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients, and has not been the subject of any bankruptcy proceeding.

**Colony Capital Management, Inc.**

**Form ADV Part 2B**  
**Brochure Supplement**

William M. Robertson

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Suite 1755  
Atlanta, GA 30326

Phone: (404) 365-5050

**This brochure supplement provides information about William M. Robertson that supplements the Colony Capital Management, Inc. brochure. You should have received a copy of that brochure. Please contact T. Marion Slaton if you did not receive Colony Capital Management, Inc.'s brochure or if you have any questions about the contents of this supplement.**

**Colony Capital Management, Inc.****Item 2 Educational Background and Business Experience**

Mr. Robertson graduated from Macalester College in 1960 with a Bachelor of Science Degree in Economics and Finance. Following service with the U.S. Army, he was associated with Paine, Webber, Jackson & Curtis in their institutional department. Mr. Robertson joined the firm in 1974. He is a principal, portfolio manager for equity and fixed income investments, and a member of the Investment Policy Committee. Mr. Robertson has 42 years of experience.

**Item 3 Disciplinary Information**

Mr. Robertson has had no disciplinary events or actions.

**Item 4 Other Business Activities**

Mr. Robertson is not engaged in any other business activities for compensation.

**Item 5 Additional Compensation**

Mr. Robertson has not received any compensation in addition to his salary.

**Item 6 Supervision**

Mr. Robertson is a principal of CCM. His investment activities are reviewed by the Investment Policy Committee.

**Colony Capital Management, Inc.**

**Form ADV Part 2B**  
**Brochure Supplement**

T. Marion Slaton

3340 Peachtree Road NE  
Suite 1755  
Atlanta, GA 30326

Phone: (404) 365-5050

**This brochure supplement provides information about T. Marion Slaton that supplements the Colony Capital Management, Inc. brochure. You should have received a copy of that brochure. Please contact T. Marion Slaton if you did not receive Colony Capital Management, Inc.'s brochure or if you have any questions about the contents of this supplement.**

**Colony Capital Management, Inc.****Item 2 Educational Background and Business Experience**

Mr. Slaton received his Bachelor of Science Degree from Clemson University with a concentration in Finance in 1970. After serving two years as a signal officer with the U. S. Army, including service in Vietnam, he became a registered representative with E. F. Hutton and later with Lehman Brothers. Prior to joining the firm in 1983, Mr. Slaton was an Assistant Vice President in the Investment Counseling Division of Citizens & Southern Nations Bank for six years. He is a member of the Atlanta Financial Analysts Society and the Southern Employee Benefits Conference. At Colony Capital Management, he is a principal, portfolio manager for equity and fixed income investments and a member of the Investment Policy Committee. Mr. Slaton has 39 years of experience.

**Item 3 Disciplinary Information**

Mr. Slaton has no disciplinary events or actions.

**Item 4 Other Business Activities**

Mr. Slaton has no other business activities for which he receives compensation.

**Item 5 Additional Compensation**

Mr. Slaton receives no compensation in addition to his salary.

**Item 6 Supervision**

Mr. Slaton is a principal of CCM. His investment activities are reviewed by the Investment Policy Committee.

**Colony Capital Management, Inc.**



**Colony Capital Management, Inc.**