

Item 1 – Cover Page

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This brochure provides information about the qualifications and business practices of Capital Consulting & Asset Management. If you have any questions about the contents of this Brochure, please contact us at (402) 477-2500 or toll free at 888-818-2226 and/or CSM@ccam.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 about Capital Consulting & Asset Management also is available on the SEC's website at www.adviserinfo.sec.gov. The searchable IARD/CRD number for Capital Consulting & Asset Management is 41438.

Any references to Capital Consulting & Asset Management as a registered investment adviser or its related persons as registered advisory representatives does not imply a certain level of skill or training.

Item 2 - MATERIAL CHANGES

First Update 03/31/2012: Updated Assets Under Management to \$104 million (Item 4, Section E).

Capital Consulting & Asset Management

Item 3

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Item 4 - ADVISORY BUSINESS

Capital Consulting & Asset Management (hereinafter referred to as “CCAM”) is an investment advisory firm offering a variety of advisory services customized to your individual needs.

- A. CCAM was established in May of 1996. CCAM is wholly owned by Robert E. Nixon.
- B. CCAM offers the following advisory services. Each of the services is more fully described below.
- Financial Planning and Consulting
 - Portfolio Manager Evaluation, Selection, Due Diligence and Monitoring
 - Privately Managed Portfolio Program
 - Qualified Plan Consulting Services & Fiduciary Services
- C. CCAM tailors the advisory services it offers to your individual needs. You may impose restrictions and/or limitations on the investing in certain securities or types of securities.

CCAM will ask you to complete a client profile form to assist CCAM with obtaining information about your financial situation and history. Additionally, CCAM will meet with you and conduct an interview and data gathering session to continue the due diligence process. You should expect two to five meetings before implementation of recommendations begins. The information gathered by CCAM will assist CCAM to provide you with the requested services and customize the services to your financial situation. Depending on the services you have requested, CCAM will gather various financial information and history from you including, but not limited to:

- Retirement and financial goals
 - Attitudes toward risk
 - Investment objectives
 - Investment horizon
 - Financial needs
 - Cash flow analysis
 - Cost of living needs
 - Education needs
 - Savings tendencies
 - Other applicable financial information required by CCAM in order to provide the investment advisory services requested.
- D. CCAM does not participate in a wrap fee program in which CCAM provides portfolio management services.
- E. As of December 31, 2011, we have approximately \$104 million of client assets under our discretionary management. We provide consulting on approximately \$100 million non-discretionary client assets.

Privately Managed Portfolio Program (“PMP”)

The PMP Program provides individual portfolio management for an all inclusive fee.

The Privately Managed Portfolio Program (“PMP”) offers individually managed investment accounts to clients, for clients with more than \$500,000 of assets under management, providing access to the investment advisory services of a select, prescreened group of investment advisers (investment managers).

CCAM, through the PMP Program, helps investors select an appropriate adviser to manage their portfolio, pays the manager's investment advisory fee on behalf of the investor, monitors and evaluates the manager's performance, executes the investor's portfolio transactions without commission charge, and provides custodial services for the investor's assets, or provides any combination of these or other services, all for a single fee all-inclusive fee (wrap fee) paid by the investor to CCAM. The program also provides for on-going consulting services, account monitoring and performance reporting.

Portfolio composition will be determined based on each client's needs and portfolio restrictions, if any, the client's financial goals, age and risk tolerances. CCAM has created various model portfolios: The portion of the portfolio under direct management by CCAM will be managed based on one of CCAM's model portfolios. Your managed account may be similarly managed and contain similar holdings as compared to other clients' managed accounts. Should CCAM make a change to its model portfolios, the change will be implemented across all clients' accounts participating in the model portfolio regardless of taxable gains or losses.

Typically when a client has under \$500,000 of assets under management, CCAM will itself manage the client's portfolio. In this instance, CCAM will design and continuously manage a portfolio consisting entirely of mutual funds (primarily, though not necessarily exclusively, of no-load mutual funds) with the goal of meeting each client's individual needs.

The PMP program offers advice regarding equity securities, warrants, corporate debt, commercial paper, bank certificates of deposit, municipal securities, investment company securities, U.S. government securities, options and futures contracts and partnerships, including real estate, equipment leasing and mortgage leasing. Some strategies, such as with option contracts, involve more risk and are only appropriate for certain investors.

In selecting independent money managers, CCAM will use an asset allocation strategy, recommending one or more managers in the following investment styles:

Large Cap Growth, Large Cap Value; Medium Cap Growth, Medium Cap Value;

Small Cap Growth, Small Cap Value; International Growth, International Value;
International Emerging Markets;

Taxable Fixed Income, and Tax Exempt Fixed Income.

Global Hard Assets/Commodity Equities and Mid & Small Cap Technology Equities

CCAM will assist the client in determining which portion of his or her assets should be allocated among these investment styles and will recommend appropriate managers within each style.

Selection of Money Manager for Clients

Based on CCAM's understanding of the client's investment needs and objectives, CCAM will recommend one or more investment managers from those participating in the program whose investment philosophy and objectives CCAM believes are most compatible with the client's investment philosophy and objectives.

Both CCAM and client-chosen investment managers have discretionary authority.

Clients are advised that an investment manager's past performance is not a guarantee of future results. Certain market and economic risks exist that may adversely affect a manager's performance which could result in capital losses in that client's account. The selection of risk parameters and comparative indices by CCAM with which to compare a client's account performance are for informational purposes only. No guarantee is expressed or implied that the client's account performance will compare favorably to such parameters or indices.

CCAM will continuously monitor the investments made for each client account being managed by one or more money managers. During this part of the process CCAM monitors the managers and investments selected by the client. In situations where CCAM believes that a recommended money manager is not meeting the client's goals, CCAM may recommend the use of another money manager. Additionally, CCAM will recommend a replacement of a manager if CCAM believes the manager is not adhering to stated management style or objectives, has a material change in the professional staff, unexplained poor performance, or inconsistencies among accounts managed by the same manager.

You are advised transactions in the account, account reallocations and rebalancing may trigger a taxable event, with the exception of IRA accounts, 403(b) accounts and other qualified retirement accounts.

Qualified Plan Consulting & Fiduciary Services

CCAM provides qualified plan committees with tools to assist them to:

- Retain qualified consultants as co-fiduciaries to design, implement, monitor and maintain the plan
- Establish appropriate guidelines for the investment of plan assets
- Select investments used to implement the strategies outlined in the guidelines
- Periodically monitor investment performance
- Perform ongoing due diligence of portfolio managers
- Educate and communicate with participants
- Maintain compliance with ERISA, including 404(c)

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In addition to the above Qualified Plan consulting services, CCAM will provide the following single source provider services through our strategic alliances with Fidelity Institutional, Charles Schwab, Paychex and other vendors:

- Custom designed or prototype plan documents available through our strategic alliances
- Find a custodian
- Provide access to a broad selection of quality investment options, including access to over 4,000 mutual funds, ETF's, and separate accounts
- Provide execution of all NTF mutual funds without any commissions, front end, or back end fees
- Provide execution of all individual securities transactions at institutional discounted rates
- Offer comprehensive recordkeeping and administration with daily or balance forward valuation methods
- Provide Albridge Solutions portfolio management system reports
- Provide consolidated monthly statements detailing all transactions and asset positions
- Provide consolidated yearly statements detailing all transactions and asset positions

Financial Planning and Consulting Services

CCAM provides specific consultation and administrative services regarding investment and financial concerns of the client. Clients can also receive investment advice on specific area(s) of concern such as education planning, estate planning, retirement planning, or any other specific topic.

Additionally, CCAM provides advice on non-securities matters. Generally, this is in connection with the rendering of estate planning, insurance, and/or annuity advice. This may include the recommendation of so called no-load life insurance products to clients for whom these may be appropriate investments. Financial plan recommendations are not limited to any specific product or service offered by a broker dealer or insurance company.

Clients obtaining financial planning services will be provided a written financial plan with recommendations and actions to assist the client to work toward their stated financial goals and objectives. In general, the financial plan will address one or more of the following areas of concern:

PERSONAL: Family records, budgeting, personal liability, estate information and financial goals.

TAX & CASH FLOW: Income tax and spending analysis and planning for past, current and future years.

We will illustrate the impact of various investments on your current income tax and future tax liability.

DEATH & DISABILITY: Cash needs at death, income needs of surviving dependents, estate planning and disability income analysis.

EDUCATION OF CHILDREN: Evaluation of assets needed to provide post secondary education.

RETIREMENT: Analysis of current strategies and investment plans to help the client achieve his or her goals.

ESTATE PLANNING: Analysis of current situation and strategies to help the client achieve his or her goals.

INVESTMENTS: Analysis of investment alternatives and their effect on a client's portfolio.

Planning and consulting services are based on your financial situation at the time and are based on financial information disclosed by you to CCAM. You are advised that certain assumptions may be made with respect to interest and inflation rates and use of past trends and performance of the market and economy. However, past performance is in no way an indication of future performance. CCAM cannot offer any guarantees or promises that your financial goals and objectives will be met. Further, you must continue to review the plan and update the plan based upon changes in your financial situation, goals, or objectives or changes in the economy. Should your financial situation or investment goals or objectives change, you must notify CCAM promptly of the changes. You are advised that the advice offered by CCAM may be limited and is not meant to be comprehensive. Therefore, you may need to seek the services of other professionals such as an insurance adviser, attorney and/or accountant.

You are not obligated to implement advice through CCAM or Advisory Representatives. Should you implement the plan with CCAM's Advisory Representatives commissions or other compensation may be received in addition to the advisory fee paid to CCAM.

General Information

You are advised the investment recommendations and advice offered by CCAM are not legal advice or accounting advice. You should coordinate and discuss the impact of financial advice with your attorney and/or accountant. You are advised that it is necessary to inform CCAM promptly with respect to any changes in your financial situation and investment goals and objectives. Failure to notify CCAM of any such changes could result in investment recommendations and advice not meeting your needs.

Item 5 - FEES AND COMPENSATION

Fees are negotiable. In certain circumstances, all fees and account minimums may be negotiable.

CCAM may change the fee schedules upon 30-days prior written notice to you.

Advisory fees will generally be collected directly from your account, provided you have given CCAM written authorization. You will be provided with an account statement reflecting the deduction of the advisory fee direct from the account custodian. If the Account does not contain sufficient funds to pay advisory fees, CCAM has limited authority to sell or redeem securities in sufficient amounts to pay advisory fees. You may reimburse the account for advisory fees paid to CCAM, except for ERISA and IRA accounts. Alternatively, for tax purposes, clients may write a check in the amount of the advisory fee, payable to CCAM.

In the event the client's account is opened after the first day of the calendar quarter, the fees for that quarter are prorated to the number of days left in the quarter and are calculated based on CCAM's appraisal of the market value of the portfolio on the effective date of the client's account. Subsequent

fees are determined for calendar quarter periods and will be equal to one fourth of the annualized fee. Additional prorated fee assessed on the value of cash or securities added to an account.

Privately Managed Portfolio Program ("PMP")

Clients may elect an all inclusive fee option or an unbundled fee option.

In evaluating an all-inclusive fee arrangement, a client should recognize that brokerage commissions for the execution of transactions in the client's account are not negotiated by the independent investment managers. Transactions are effected "net," i.e., without commission charge, although a portion of the all-inclusive fee is generally considered compensation in lieu of commissions. Trades are generally expected to be executed only with Fidelity Brokerage Services, Inc. and Charles Schwab & Co, both registered broker-dealers, although investment managers may, if appropriate, place trades with other broker-dealers as part of their fiduciary duty of best execution. Under such a circumstance, any transaction costs will be absorbed by CCAM. Accordingly, the client may wish to satisfy himself that Fidelity and Charles Schwab can provide adequate price and execution of most or all transactions. The client should also consider that, depending upon the level of the wrap fee charged by the broker dealer, the amount of portfolio activity in the client's account, the value of custodial and other services which are provided under the arrangement, the client's ability to locate and retain the desired investment managers, the client's ability to obtain reports of the type provided through PMP, and other factors, the wrap fee may or may not exceed the aggregate cost of such services if they were to be provided separately and if the managers were free to negotiate commissions and seek best price and execution of transactions for the client's account.

In general, a more actively traded account may cost less under an all-inclusive fee arrangement than if the services were unbundled, and an account which is traded infrequently may cost more under a wrap agreement. Some investment managers may not otherwise be available due to minimum account size requirements.

The all-inclusive fee, described for simplicity as an annual percentage of assets under management, is applied to the account asset value on a pro-rated basis and is billed quarterly in advance. CCAM's fee includes compensation for the advisory and consulting services provided by CCAM, custodial and execution services (including brokerage charges on agency trades effected by the investment managers through broker-dealers), and quarterly performance reports and other account-related services provided.

The PMP fee does not include, and the client will be responsible and charged for, interest on debit account balances, underwriting commissions or discounts relating to securities purchased through public offerings from an underwriter or dealer, exchange fees and odd-lot differentials, transfer taxes and other fees required by law, IRA and qualified retirement account fees, postage and handling fees, and other money market account fees unless prohibited by law. PMP fees are calculated as a percentage of the PMP account value. Fees are calculated quarterly based on CCAM's appraisal of the market value of the assets in the client's account as of the last business day of the preceding quarter. Fees are assessed on all assets under management including securities, cash and money market balances. Margin debit balances do not reduce the value of assets under management.

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Additionally, clients may pay your proportionate share of the fund's management and administrative fees and sales charges as well as the mutual fund adviser's fee of any mutual fund they purchase. Such advisory fees are not shared with CCAM and are compensation to the fund-manager.

Fees are billed quarterly in advance. Fees are calculated quarterly based on CCAM's appraisal of the market value of the assets in the client's account as of the last business day of the preceding quarter.

All Inclusive PMP Fees

Table 1: Fees for PMP Equity and Balanced Account

Account Size	Annual Fee	Quarterly Fee
\$100,000 to \$499,999	2.06	0.5150%
\$500,000 to 999,999	1.65%	0.4125%
Over \$1,000,000	1.50%	0.3750%

Manager's Portion of Advisory Fee: The manager's portion of the advisory fee will range from .20% to 1.0% of assets under management, to be negotiated with each investment manager, and is paid from the total fee that is paid to CCAM for advisory services.

When CCAM utilizes the services of Lockwood (described previously). Lockwood will pay the money manager's portion of the advisory fee on behalf of CCAM. The broker-dealer/custodian will retain from the client's custodial account that portion which is generally considered to be payment for its services in lieu of brokerage commissions. In circumstances where a manager places a trade with a broker other than Fidelity or Schwab, the commission costs associated with that trade will be absorbed by CCAM.

Unbundled Fees Including Unbundled PMP Fees

Under this fee arrangement, the advisory and monitoring services provided by CCAM are separate and distinct from any brokerage, custodial, or other charges, as well as the fees charged by money managers in the PMP Program. The annual fee charged for portfolio management services will be based on a percentage of assets under management:

Account Size	Annual Fee
Up to \$150,000	1.50%
\$150,000 to \$250,000	1.25%
\$250,000 to \$500,000	1.15%
\$500,000 to \$1,000,000	1.00%
Over \$1,000,000	0.90%

In addition to the advisory fees above, clients will pay transaction fees for securities transactions executed in your account in accordance with the custodian's transaction fee schedule. Additionally, clients may pay fees for custodial services, account maintenance fees, transaction fees, and other fees associated with maintaining the Account. Such fees are not charged by CCAM and are charged by the product, broker/dealer or account custodian. CCAM does not share in any portion of such fees.

All Inclusive Fee for Mutual Fund Portfolios Managed by CCAM

Under this fee arrangement, the fee charged by CCAM will also include all brokerage, transaction, and custodial fees charged by Fidelity Brokerage Services, Inc., and Charles Schwab & Co., unaffiliated broker dealers. CCAM can only offer this all inclusive fee to clients who use Fidelity or Charles Schwab as their custodian. The annual fees are based on a percentage of assets under management as follows:

Account Size	Annual Fee
Up to \$150,000	1.50%
\$150,000 to \$250,000	1.25%
\$250,000 to \$500,000	1.15%
\$500,000 to \$1,000,000	1.00%
Over \$1,000,000	0.90%

Clients will be invoiced in advance at the beginning of each calendar quarter based upon the average of the month end values (market value or fair market value in the absence of market value, plus any credit balance or minus any debit balance), of the client's account during the previous quarter.

Termination Provisions

You may terminate services obtained from CCAM, without penalty, upon written notice within five (5) business days after entering into the advisory agreement with CCAM. You will be responsible for any fees and charges incurred from third parties as a result of maintaining the Account such as transaction fees for any securities transactions executed and Account maintenance or custodial fees. Thereafter, you may terminate services upon CCAM's receipt of your written notice to terminate. Should you terminate investment advisory services during a calendar quarter, you will be issued a pro-rated refund of the advisory fee from the date of termination to the end of the calendar quarter.

Qualified Plan Consulting & Fiduciary Services

CCAM management, consulting and fiduciary services are provided on a fee basis, quoted upon request. This fee can be deducted quarterly from the performance of the selected investment choices.

Financial Planning and Consulting Services

You are advised that fees for planning services are strictly for planning services. Therefore, you may pay fees and/or commissions for additional services obtained such as asset management or products purchased such as securities or insurance.

Fees for these services will be billed at an hourly rate of \$100.00 to \$200.00 per hour, based on the consultant involved and the nature and complexity of the client's circumstances, and shall be due and payable as they are earned.

In certain circumstances, all fees and account minimums may be negotiable.

Termination Provisions

You may terminate advisory services obtained from CCAM, without penalty, upon written notice within five (5) business days after entering into the advisory agreement with CCAM. Thereafter, you may terminate services upon CCAM's receipt of your written notice to terminate. You will be responsible for any time spent by CCAM.

Item 6 - PERFORMANCE-BASED FEES AND SIDE BY SIDE MANAGEMENT

This section is not applicable to CCAM since CCAM does not charge performance based fees.

Item 7 - TYPES OF CLIENTS

CCAM's services are geared toward individuals both high net worth (i.e. clients with a net worth of \$1,500,000) and other than high net worth individuals, banking or thrift institutions, pension and profit sharing plans (other than plan participants), charitable organizations, corporations or other businesses and state or municipal government entities..

Item 8 - METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

Selection of Investment Managers Participating in PMP

Managers must be duly registered investment advisers and are screened for financial and organizational stability, historical performance, quality of management, research capabilities and other factors. Investment managers participating in the PMP are reviewed at least once a year and are evaluated and categorized according to their investment philosophy and approach, asset allocation, rate of return expectation and risk. Consideration is also given to methodology, standards and CCAM's verification of investment managers' reported historical composite returns.

CCAM utilizes the services of Lockwood Advisors, a firm that provides due diligence reviews of investment managers, monitors manager performance, and provide training and other support services. CCAM independently reviews the PMP pool of investment managers on at least an annual basis. The information CCAM obtains regarding investment managers participating in the PMP is believed to be reliable and accurate, however, CCAM does not guarantee accuracy nor independently verify reported results. CCAM may remove an investment manager from the program if, in the judgment of CCAM, the manager does not execute its functions in a manner consistent with its stated philosophy and approach or if the manager becomes otherwise unsuitable for continued participation. Such unsuitability may be augmented by material events that may impair the manager's ability to perform its functions.

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CCAM reviews performance data of all PMP investment managers and of the PMP accounts they manage on a quarterly, semi-annual and annual basis. Composite results reported by the managers are compared with results of a universe of managers with similar investment philosophies, objectives and approach and with standard market statistics. Composite results are also compared with results prepared by Lockwood in order to determine consistency. Results are reviewed for consistency in investment discipline and approach.

CCAM conducts fundamental and technical analysis. Fundamental analysis generally involves assessing a company's or security's value based on factors such as sales, assets, markets, management, products and services, earnings, and financial structure. Technical analysis generally involves studying trends and movements in a security's price, trading volume, and other market-related factors in an attempt to discern patterns.

You are advised investing in securities involves risk of loss, including the potential loss of principal. Therefore, your participation in any of the management programs offered by CCAM will require you to be prepared to bear the risk of loss and fluctuating performance.

CCAM does not represent, warrant or imply that the services or methods of analysis used by CCAM can or will predict future results, successfully identify market tops or bottoms, or insulate you from losses due to major market corrections or crashes. Past performance is no indication of future performance. No guarantees can be offered that your goals or objectives will be achieved. Further, no promises or assumptions can be made that the advisory services offered by CCAM will provide a better return than other investment strategies.

The risks with mutual funds include the costs and expenses within the fund that can impact performance, change of managers, and fund straying from its objective. Open ended mutual funds do not typically have a liquidity issue and the price does not fluctuate throughout the trading day. Mutual fund fees are described in the fund's prospectus, which the custodian mails directly to the client following any purchase of a mutual fund that is new to the client's account. In addition, a prospectus is available online at each mutual fund company's Web site. At the client's request at any time CCAM will direct the client to the appropriate Web page to access the prospectus.

ETFs trade on an auctionable market. Therefore, there is more price fluctuation with ETFs than with mutual funds since ETFs trade throughout the day, whereas mutual funds are priced once a day. Also, since most ETFs only mirror a market index, such as the S&P 500, they won't outperform the index. The risks with stocks and bonds are that their prices fluctuate throughout the day. Stocks can drop in value and become worthless. The risks with bonds are interest rate, inflation and credit risk. Credit risk is the risk that the bond issuer will be unable to make its payments on time or at all, effectively default on the bonds.

The risks with stocks and bonds are that their prices fluctuate throughout the day. Stocks can drop in value and become worthless. The risks with stocks are market risk and company specific risk. The price of a stock can decline due to company-specific reasons as well as the health of the overall stock market. Even dividends, which many beginning investors believe are guaranteed payments by the company, can decline or be totally eliminated.

Item 9 - DISCIPLINARY INFORMATION

There is no reportable disciplinary information required for CCAM or its management persons that is material to your evaluation of CCAM, its business or its management persons.

Item 10 - OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

As previously stated, Advisory Representatives are dually registered as an advisory representative of CCAM and as a registered representative of Gěneos. You are under no obligation to purchase or sell securities through your Advisory Representative. However, if you choose to implement the plan, commissions may be earned in addition to any fees paid for advisory services. Commissions may be higher or lower at Gěneos than at other broker/dealers. Advisory Representatives may have a conflict of interest in having you purchase securities and/or insurance related products through Gěneos in that the higher their production with Gěneos the greater potential for obtaining a higher pay-out on commissions earned.

Under the rules and regulations of the FINRA, Gěneos has an obligation to perform certain supervisory functions regarding certain activities engaged in by advisory representatives who are also registered representatives of Gěneos. For such supervisory functions, CCAM may pay Gěneos a portion of the advisory fees they receive. Gěneos and CCAM are not affiliated.

CCAM is not and does not have a related person who is a: futures commission merchant, commodity pool operator, commodity trading advisor, or an associated person of the foregoing entities. Further, CCAM is not and does not have a related person who is: broker/dealer or other similar type of broker or dealer; investment company or other pooled investment vehicle, other investment adviser or financial planner; futures commission merchant or commodity pool operator; banking or thrift institution; accountant or accounting firm; lawyer or law firm; insurance company or agency; pension consultant; real estate broker or dealer; or sponsor or syndicator of a limited partnership.

CCAM attempts to mitigate the conflicts of interest with the potential receipt of commissions if recommendations are implemented by providing you with these disclosures. Further, you are encouraged to consult other professionals and may implement recommendations through other financial professionals. Furthermore, as a registered representative with Gěneos, Advisory Representatives are subject to a supervisory structure at Gěneos for his securities business.

As stated under Item 4, *Advisory Business* above, CCAM recommends other investment advisers (i.e. third party managers). A portion of the fee you pay will be used by CCAM to pay the third party investment adviser or manager. As further described under Methods of Analysis, Investment Strategies and Risk of Loss, CCAM selects third party managers based on several criteria including cost, type of management, past history, ability to meet a need and provide a unique service. Since the fee charged to you is based on the value of your portfolio, all parties have an incentive to work toward performance goals and objectives. Consequently, if the third party manager does not adequately manage your account and the value of your portfolio goes down, so does the third party manager's and CCAM's compensation.

Item 11 - CODE OF ETHICS, PARTICIPATION OF INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING

Code Of Ethics

- A. CCAM has a fiduciary duty to you to act in your best interest and always place your interests first and foremost. CCAM takes seriously its compliance and regulatory obligations and requires all staff to comply with such rules and regulations as well as CCAM's policies and procedures. Further, CCAM strives to handle your non-public information in such a way to protect information from falling into hands that have no business reason to know such information and provides you with CCAM's Privacy Policy. As such, CCAM maintains a code of ethics for its Advisory Representatives, supervised persons and staff. The Code of Ethics contains provisions for standards of business conduct in order to comply with federal securities laws, personal securities reporting requirements, pre-approval procedures for certain transactions, code violations reporting requirements, and safeguarding of material non-public information about your transactions. Further, CCAM's Code of Ethics establishes CCAM's expectation for business conduct. A copy of our Code of Ethics will be provided to you upon request.
- B. Neither CCAM nor its associated persons recommends to clients or buys or sells for client accounts any securities in which we have a material financial interest.
- C. CCAM and its associated persons may buy or sell securities identical to those securities recommended to you. Therefore, CCAM and/or its associated persons may have an interest or position in certain securities that are also recommended and bought or sold to you. CCAM and its associated persons will not put their interests before your interest. CCAM and its associated persons may not trade ahead of you or trade in such a way to obtain a better price for themselves than for you or other clients.
- D. CCAM is required to maintain a list of all securities holdings for its associated persons and develop procedures to supervise the trading activities of associated persons who have knowledge of your transactions and their related family accounts at least quarterly. Further, associated persons are prohibited from trading on non-public information or sharing such information.

You have the right to decline any investment recommendation. CCAM and its associated persons are required to conduct their securities and investment advisory business in accordance with all applicable Federal and State securities regulations.

Prohibition on Use of Insider Information

CCAM has adopted policies and procedures to prevent the misuse of "insider" information (i.e. material n, non-public information). A copy of such policies and procedures is available to any person upon request.

Item 12 - BROKERAGE PRACTICES

As previously stated, Advisory Representatives are registered representatives of Gěneos. As a result they are subject to FINRA Conduct Rule 3040 which may restrict them from conducting securities transactions away from Gěneos unless Gěneos provides them with written authorization. Advisory Representatives have obtained approval to offer you the ability to maintain accounts through Fidelity Brokerage Services, Inc. ("Fidelity") and Schwab Institutional division of Charles Schwab & Co., Inc. ("Schwab"). Both are registered broker/dealers, members SIPC. CCAM is independently owned and operated and not affiliated with Fidelity or Schwab.

You are advised that not all investment advisers require you to maintain accounts at a specific broker/dealer. You are advised you may maintain accounts at another broker/dealer. However, the services provided by CCAM will be limited to only advice and will not include implementation.

In initially selecting Gěneos, Fidelity and Schwab, CCAM conducted due diligence. CCAM's evaluation and criteria includes:

- Ability to service you
- Staying power as a company
- Industry reputation
- Ability to report to you and to CCAM
- Availability of an efficient trading platform
- Products and services available
- Technology resources
- Educational resources
- Execution capability
- Financial responsibility and viability
- Confidentiality and security of your information
- Responsiveness
- Other factors that may bear on the overall evaluation of best price and execution

Additionally, periodically CCAM will review transaction costs in light of current market circumstances, available published statistical analysis as well as other relevant information.

Best execution does not simply mean the lowest transaction cost. Therefore, no single criteria will validate nor invalidate a custodian, but rather, all criteria taken together will be used in evaluating the currently utilized custodian.

You are advised there is an incentive for CCAM and the Advisory Representatives to recommend a broker/dealer over another based on the products and services that will be received rather than your best interest.

Schwab

Your Brokerage and Custody Costs

For our clients' accounts that Schwab maintains, Schwab generally does not charge you separately for custody services but is compensated by charging you commissions or other fees on trades that it

executes or that settle into your Schwab account. Schwab's commission rates applicable to our client accounts were negotiated based on the condition that our clients collectively maintain a total of at least \$10 million of their assets in accounts at Schwab. This commitment benefits you because the overall commission rates you pay are lower than they would be otherwise. In addition to commissions, Schwab charges you a flat dollar amount as a "prime broker" or "trade away" fee for each trade that we have executed by a different broker-dealer but where the securities bought or the funds from the securities sold are deposited (settled) into your Schwab account. These fees are in addition to the commissions or other compensation you pay the executing broker-dealer. Because of this, in order to minimize your trading costs, we have Schwab execute most trades for your account. We have determined that having Schwab execute most trades is consistent with our duty to seek "best execution" of your trades. Best execution means the most favorable terms for a transaction based on all relevant factors, including those listed above (see "*How We Select Brokers/Custodians*").

Products and Services Available to Us From Schwab

Schwab Advisor Services™ (formerly called Schwab Institutional®) is Schwab's business serving independent investment advisory firms like us. They provide us and our clients with access to its institutional brokerage—trading, custody, reporting, and related services—many of which are not typically available to Schwab retail customers. Schwab also makes available various support services. Some of those services help us manage or administer our clients' accounts, while others help us manage and grow our business. Schwab's support services generally are available on an unsolicited basis (we don't have to request them) and at no charge to us as long as our clients collectively maintain a total of at least \$10 million of their assets in accounts at Schwab. If our clients collectively have less than \$10 million in assets at Schwab, Schwab may charge us quarterly service fees of \$1,200. Following is a more detailed description of Schwab's support services:

Services That Benefit You.

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

Services That May Not Directly Benefit You.

Schwab also makes available to us other products and services that benefit us but may not directly benefit you or your account. These products and services assist us in managing and administering our clients' accounts. They include investment research, both Schwab's own and that of third parties. We may use this research to service all or a substantial number of our clients' accounts, including accounts not maintained at Schwab. In addition to investment research, Schwab also makes available software and other technology that:

- Provide access to client account data (such as duplicate trade confirmations and account statements)
- Facilitate trade execution and allocate aggregated trade orders for multiple client accounts
- Provide pricing and other market data
- Facilitate payment of our fees from our clients' accounts
- Assist with back-office functions, recordkeeping, and client reporting

Services That Generally Benefit Only Us.

Schwab also offers other services intended to help us manage and further develop our business enterprise. These services include:

- Educational conferences and events
- Consulting on technology, compliance, legal, and business needs
- Publications and conferences on practice management and business succession
- Access to employee benefits providers, human capital consultants, and insurance providers

Schwab may provide some of these services itself. In other cases, it will arrange for third-party vendors to provide the services to us. Schwab may also discount or waive its fees for some of these services or pay all or a part of a third party's fees. Schwab may also provide us with other benefits, such as occasional business entertainment of our personnel.

Our Interest in Schwab's Services

The availability of these services from Schwab benefits us because we do not have to produce or purchase them. We don't have to pay for Schwab's services so long as our clients collectively keep a total of at least \$10 million of their assets in accounts at Schwab. Beyond that, these services are not contingent upon us committing any specific amount of business to Schwab in trading commissions or assets in custody. The \$10 million minimum may give us an incentive to recommend that you maintain your account with Schwab, based on our interest in receiving Schwab's services that benefit our business rather than based on your interest in receiving the best value in custody services and the most favorable execution of your transactions. This is a potential conflict of interest. We believe, however, that our selection of Schwab as custodian and broker is in the best interests of our clients. Our selection is primarily supported by the scope, quality, and price of Schwab's services (see "*How We Select Brokers/Custodians*") and not Schwab's services that benefit only us. We have over \$10 million in client assets under management, and we do not believe that recommending our clients to collectively maintain at least \$10 million of those assets at Schwab in order to avoid paying Schwab quarterly service fees presents a material conflict of interest.

Fidelity

The institutional platform services include, among others, brokerage, custody, and other related services. Fidelity's institutional platform services that assist CCAM in managing and administering clients' accounts include software and other technology that (i) provide access to client account data (such as trade confirmations and account statements); (ii) facilitate trade execution and allocate aggregated trade orders for multiple client accounts; (iii) provide research, pricing and other market data; (iv) facilitate payment of fees from its clients' accounts; and (v) assist with back-office functions, recordkeeping and client reporting.

Fidelity also offers other services intended to help CCAM manage and further develop its advisory practice. Such services include, but are not limited to, performance reporting, financial planning, contact management systems, third party research, publications, access to educational conferences, roundtables and webinars, practice management resources, access to consultants and other third party service providers who provide a wide array of business related services and technology with whom CCAM may contract directly.

Fidelity generally does not charge its advisor clients 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 Fidelity or that settle into Fidelity accounts (i.e., transactions fees are charged for certain no-load mutual funds, commissions are charged for individual equity and debt securities transactions). Fidelity provides access to many no-load mutual funds without transaction charges and other no-load funds at nominal transaction charges.

Fidelity is providing CCAM with certain brokerage and research products and services that qualify as "brokerage or research services" under Section 28(e) of the Securities Exchange Act of 1934 ("Exchange Act").

Gěneos

Gěneos has a wide range of approved securities products for which Gěneos performs due diligence prior to selection. Gěneos' registered representatives are required to adhere to these products when implementing securities transactions through Gěneos. Commissions charged for these products may be higher or lower than commissions you may be able to obtain if transactions were implemented through another broker/dealer. Gěneos also provides Advisory Representatives, and therefore the CCAM, with back-office operational, technology, and other administrative support. Other services may include consulting, publications and conferences on practice management, information technology, business succession, regulatory compliance and marketing. Such services are intended to help Advisory Representatives and CCAM manage and further develop its business enterprise.

Gěneos and its clearing broker/dealer, Pershing, LLC also make available to CCAM other products and services that benefit CCAM but may not directly benefit you. Some of these other products and services assist CCAM with managing and administering your accounts. These include software and other technology that provide access to your account data (such as trade confirmation and account statements); facilitate trade execution; provide research, pricing information and other market data; facilitate payment of CCAM's fees from your accounts; and assist with back-office functions; recordkeeping and client reporting. Many of these services generally may be used to service all or a substantial number of CCAM 's accounts, including accounts not held through Gěneos.

B. CCAM does not aggregate the purchase or sale of securities for various client accounts.

Item 13 - REVIEW OF ACCOUNTS

Privately Managed Portfolio Program

Accounts are reviewed according to the client's stated guidelines or in response to requests. In the absence of guidelines, account reviews are conducted on a quarterly basis by CCAM's financial consultant. Investment advisory accounts are reviewed by Robert E. Nixon, principal executive officer of CCAM.

CCAM provides PMP clients with comprehensive reports, detailing performance, asset allocation breakdowns, and holdings. The report reflects the account's performance during the preceding quarter in terms of realized gains and losses, time weighted rate of return and compares the account's performance to selected market indices. CCAM selects the comparative indices based on the client's investment objectives and the investment manager's style. You should compare the report with statements received direct from the account custodian. Should there be any discrepancy

the account custodian's report will prevail. Additionally, CCAM clients will receive ongoing and periodic reports of activity in their accounts from the client's custodial broker/dealer. These reports include transaction confirmations, monthly statements itemizing account activity and all securities held in custody.

You are advised that you must notify your Advisory Representative promptly of any changes to your financial goals, objectives or financial situation as such changes may require him review the portfolio allocation and make recommendations for changes.

If you are participating in Financial Planning and Consulting Services you will not receive regular reviews. CCAM recommends you have at least an annual review and update to any plans. However, the time and frequency of the reviews is solely your decision. Other than the initial plan or analysis, there may be no other reports issued.

Item 14 - CLIENT REFERRALS AND OTHER COMPENSATION

- A. Product vendors recommended by CCAM may provide monetary and non-monetary assistance with client events, provide educational tools and resources. CCAM does not select products as a result of any monetary or non-monetary assistance. The selection of product is first and foremost. CCAM's due diligence of a product does not take into consideration any assistance it may receive. Therefore, this is not considered a conflict of interest but a benefit for you and CCAM.
- B. CCAM may enter into arrangements with individuals ("Solicitor") whereby the Solicitor will refer clients who may be a candidate for investment advisory services to CCAM. In return, CCAM will agree to compensate the Solicitor for the referral. Compensation to the Solicitor is dependent on the client entering into an advisory agreement with CCAM for advisory services. Compensation to solicitor will be an agreed upon percentage of CCAM's advisory fee. CCAM's referral program is in compliance with the federal regulations as set out in 17 CFR Section 275.206(4)-3. The solicitation/referral fee is paid pursuant to a written agreement retained by both the investment adviser and the solicitor. The Solicitor will be required to provide the client with a copy of CCAM's Disclosure Brochure and a Solicitor Disclosure brochure prior to or at the time of entering into any investment advisory contract with CCAM. Solicitor is not permitted to offer clients any investment advice on behalf of CCAM. Clients' advisory fee will not be increased as a result of compensation being shared with Solicitor.

Item 15 - CUSTODY

With the exception of deduction of CCAM's advisory fees from your accounts, CCAM does not take custody of your funds or securities.

Under government regulations, we are deemed to have custody of your assets if, for example, you authorize us to instruct your account custodian to deduct our advisory fees directly from your account or if you grant us authority to move your money to another person's account. Your account

custodian maintains actual custody of your assets. You will receive account statements directly from your account custodian at least quarterly. They will be sent to the email or postal mailing address you provided. You should carefully review those statements promptly when you receive them.

Item 16 - INVESTMENT DISCRETION

You may grant CCAM authorization to manage your account on a discretionary basis. Discretionary authority will give CCAM the authority to buy, sell, exchange, convert securities in your managed accounts. You will grant such authority to CCAM by execution of the advisory agreement. You may terminate discretionary authorization at any time upon receipt of written notice by CCAM.

Additionally, you are advised that:

- 1) You may set parameters with respect to when account should be rebalanced and set trading restrictions or limitations;
- 2) Your written consent is required to establish any mutual fund, variable annuity, or brokerage account;
- 3) CCAM requires the use of the broker/dealer with which your Advisory Representative is registered for sales in commissionable mutual funds or variable annuities, if you elect to implement recommendations through your Advisory Representative;
- 4) With the exception of deduction of CCAM's advisory fees from the account, if you have authorized automatic deductions, CCAM will not have the ability to withdraw your funds or securities from the account.

Item 17 - VOTING CLIENT SECURITIES

CCAM does not vote your securities. Unless you suppress proxies, securities proxies will be sent directly to you by the account custodian or transfer agent. You may contact CCAM about questions you may have an opinions on how to vote the proxies. However, the voting and how you vote the proxies is solely your decision.

Item 18 - FINANCIAL INFORMATION

- A. CCAM will not require you to prepay more than three months in advance of receiving the advisory service.
- B. As stated above, CCAM has discretionary authority over client accounts; however that authority does not extend to the withdrawal of any client assets, with the exception of deduction of CCAM's advisory fees from your accounts. We are financially stable. There is no financial condition that is likely to impair our ability to meet our contract actual commitment to you or any other client.
- C. Neither CCAM nor any of its Advisory Representatives has ever been the subject of a bankruptcy petition.

Item 19 - REQUIREMENTS FOR STATE REGISTERED ADVISERS

This section is not applicable to CCAM. CCAM is not state registered. CCAM is registered with the Securities and Exchange Commission.