

Firm Brochure

(Part 2A of Form ADV)

THE WILLIS GROUP
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This brochure provides information about the qualifications and business practices of THE WILLIS GROUP. If you have any questions about the contents of this brochure, please contact us at: PHONE, or by email at: EMAIL. 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.

(If your firm refers to itself as a "registered investment adviser," it must also include a disclaimer that registration does not imply a certain level of skill or training)

Additional information about THE WILLIS GROUP is available on the SEC's website at www.adviserinfo.sec.gov

March 31,2011

THE WILLIS GROUP

Material Changes

Annual Update

The Material Changes section of this brochure will be updated annually when material changes occur since the previous release of the Firm Brochure.

Material Changes since the Last Update

There are no material changes since the previous release of the Firm Brochure.

Full Brochure Available

Whenever you would like to receive a complete copy of our Firm Brochure, please contact us by telephone at: 719-884-7500 or by email at: michael.willis@thewillisgroup.net.

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Advisory Business

Firm Description

THE WILLIS GROUP was founded in 2004.

THE WILLIS GROUP provides personalized confidential financial planning and investment management to individuals, pension and profit sharing plans, trusts, estates, charitable organizations and small businesses. Advice is provided through consultation with the client and may include: determination of financial objectives, identification of financial problems, cash flow management, tax planning, insurance review, investment management, education funding, retirement planning, and estate planning.

THE WILLIS GROUP is strictly a fee-only financial planning and investment management firm. The firm does not receive commissions for purchasing or selling annuities, insurance, stocks, bonds, mutual funds, limited partnerships, or other commissioned products. The firm is not affiliated with entities that sell financial products or securities. No commissions in any form are accepted. No finder's fees are accepted.

Other professionals (e.g., lawyers, accountants, insurance agents, etc.) are engaged directly by the client on an as-needed basis. Conflicts of interest will be disclosed to the client in the unlikely event they should occur.

The initial meeting, which may be by telephone, is free of charge and is considered an exploratory interview to determine the extent to which financial planning and investment management may be beneficial to the client.

Principal Owners

Michael Willis is a 100% stockholder. THE WILLIS GROUP is not a publically held company.

Types of Advisory Services

THE WILLIS GROUP provides investment supervisory services, also known as asset management services; manages investment advisory accounts not involving investment supervisory services; furnishes investment advice through consultations; and issues, charts, graphs, formulas, or other devices which clients may use to evaluate their investments.

THE WILLIS GROUP is Investment Advisor to Giant 5 Funds, a Mutual Fund Company, and manages two mutual funds with approximately \$36 million in assets as of March 31, 2011. THE WILLIS GROUP also manages separate accounts with approximately 4 million in assets. Approximately \$40 million is managed on a discretionary basis, and \$0 is managed on a non-discretionary basis.

Tailored Relationships

THE WILLIS GROUP uses **Consumption-Based Fundamental Asset Allocation (CFAA)** for trading its portfolios. This methodology is based on consumption patterns and global spending habits, utilizing the fundamental attributes of the Investor, not the investment, as the primary determinant for all asset allocation decisions. Therefore, we primarily invest in what we believe are the top 5 consumption classes of most investors: Raw Materials, Energy, Real Estate, Capital Markets, and Bonds. Mutual Fund shareholders have a choice between 2 portfolios, **INDEX** and **FIVEX**. Only separate account clients may impose restrictions on investing in certain securities or types of securities.

Types of Agreements

The following agreements define the typical client relationships.

Investment Management Agreement

An *Investment Management Agreement* may be executed when financial planning is not provided as part of the relationship. The average annual fee for an *Investment Management Agreement* is .0067 of assets under management. Individual asset management fees are negotiated based on size and complexity.

Financial Planning Agreement

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

The financial plan may include, but is not limited to: a net worth statement; a cash flow statement; a review of investment accounts, including reviewing asset allocation and providing repositioning recommendations; strategic tax planning; a review of retirement accounts and plans including recommendations; a review of insurance policies and recommendations for changes, if necessary; one or more retirement scenarios; estate planning review and recommendations; and education planning with funding recommendations.

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

The fee for a financial plan is predicated upon the facts known at the start of the engagement. The minimum fee is \$2500. Since financial planning is a discovery process, situations occur wherein the client is unaware of certain financial exposures or predicaments.

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

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

After delivery of a financial plan, future face-to-face meetings may be scheduled as necessary. Follow-on implementation work is billed separately at the rate of \$150 per hour.

Hourly Planning Engagements

THE WILLIS GROUP provides hourly planning services for clients who need advice on a limited scope of work. The hourly rate for limited scope engagements is \$150.

Asset Management

Assets are invested primarily in no-load or low-load mutual funds and exchange-traded funds, usually through discount brokers or fund companies. Fund companies charge each fund shareholder an investment management fee that is disclosed in the fund prospectus. Discount brokerages may charge a transaction fee for the purchase of some funds.

Stocks and bonds may be purchased or sold through a brokerage account when appropriate. The brokerage firm charges a fee for stock and bond trades. THE WILLIS GROUP does not receive any compensation, in any form, from fund companies.

Investments may also include: equities (stocks), warrants, corporate debt securities, commercial paper, certificates of deposit, municipal securities, investment company securities (variable life insurance, variable annuities, and mutual funds shares), U. S. government securities, options contracts, futures contracts, and interests in partnerships.

Initial public offerings (IPOs) are not available through THE WILLIS GROUP.

Termination of Agreement

A Client may terminate any of the aforementioned agreements at any time by notifying THE WILLIS GROUP in writing and paying the rate for the time spent on the investment advisory engagement prior to notification of termination. If the client made an advance payment, THE WILLIS GROUP will refund any unearned portion of the advance payment.

THE WILLIS GROUP may terminate any of the aforementioned agreements at any time by notifying the client in writing. If the client made an advance payment, THE WILLIS GROUP will refund any unearned portion of the advance payment.

Fees and Compensation

Description

THE WILLIS GROUP bases its fees on a percentage of assets under management, hourly charges, and fixed fees.

Some *Retainer Agreements* may be priced based on the complexity of work, especially when asset management is not the most significant part of the relationship.

Financial plans are priced according to the degree of complexity associated with the client's situation.

Fee Billing

Investment management fees are billed monthly. Payment in full is expected upon invoice presentation. Fees are usually deducted from a designated client account to facilitate billing. The client must consent in advance to direct debiting of their investment account.

Fees for financial plans are billed 50% in advance, with the balance due upon delivery of the financial plan.

Other Fees

Custodians may charge transaction fees on purchases or sales of certain mutual funds and exchange-traded funds. These transaction charges are usually small and incidental to the purchase or sale of a security. The selection of the security is more important than the nominal fee that the custodian charges to buy or sell the security.

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

Expense Ratios

Mutual funds generally charge a management fee for their services as investment managers. The management fee is called an expense ratio. For example, an expense ratio of 0.50 means that the mutual fund company charges 0.5% for their services. These fees are in addition to the fees paid by you to THE WILLIS GROUP.

Performance figures quoted by mutual fund companies in various publications are after their fees have been deducted.

Past Due Accounts and Termination of Agreement

THE WILLIS GROUP reserves the right to stop work on any account that is more than 30 days overdue. In addition, THE WILLIS GROUP reserves the right to terminate any relationship where a client has willfully concealed or has refused to provide pertinent information about financial situations when necessary and appropriate, in THE WILLIS GROUP's judgment, to providing proper financial advice or investment management. Any unused portion of fees collected in advance will be refunded within 30 days.

Performance-Based Fees

Sharing of Capital Gains

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

THE WILLIS GROUP does not use a performance-based fee structure because of the potential conflict of interest. Performance-based compensation may create an incentive for the adviser to recommend an investment that may carry a higher degree of risk to the client.

Types of Clients

Description

THE WILLIS GROUP generally provides investment advice to individuals, banks or thrift institutions, investment companies, pension and profit sharing plans, trusts, estates, foundations or charitable organizations, corporations or business entities.

Client relationships vary in scope and length of service.

Account Minimums

The minimum account size for the Giant 5 Funds INDEX and FIVEX mutual funds is \$2500 of assets under management, which equates to an annual asset management fee to The Willis Group of \$16.75.

The minimum account size for a separate account managed by The Willis Group is \$1 million of assets under management, which equates to an annual asset management fee to The Willis Group of \$6,700.

When a separate account falls below \$1 million in value, the minimum annual fee of \$6,700 will be charged under most circumstances. Depending upon circumstances, THE WILLIS GROUP can sign an *Hourly Agreement* with the client if assets have diminished significantly below \$1 million.

THE WILLIS GROUP has the discretion to waive the account minimum. Accounts of less than \$1 million may be set up when the client and the

advisor anticipate the client will add additional funds to the accounts bringing the total to \$1 million within a reasonable time. Other exceptions will apply to employees of THE WILLIS GROUP and their relatives, or relatives of existing clients.

Clients receiving ongoing asset management services may be assessed a \$6,700 minimum annual fee. Clients with assets below the minimum account size may pay a higher percentage rate on their annual fees than the fees paid by clients with greater assets under management.

Methods of Analysis, Investment Strategies and Risk of Loss

Methods of Analysis

Security analysis methods may include charting, fundamental analysis, technical analysis, and cyclical analysis.

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

Other sources of information that THE WILLIS GROUP may use include Morningstar Principia mutual fund databases, Morningstar Principia ETF databases, proprietary software & data, and the World Wide Web.

Investment Strategies

Michael G. Willis is president and lead portfolio manager of THE WILLIS GROUP and GIANT 5 FUNDS. Mr. Willis is the author and creator of **Consumption-based Fundamental Asset Allocation. Consumption-based Fundamental Asset Allocation** introduces a new generation of asset management methodologies that focuses on the fundamental attributes of the Investor first, not the investment. Specifically, our investment strategy focuses on consumption patterns of people all over the world. We believe that consumption and GDP-based asset allocation methodologies create the most relevant portfolios for individuals, institutions, foundations, pensions and plan members.

Mr. Willis believes that people save money for one primary purpose—to gain the capability to meet their future spending needs and desired quality of life.

Therefore, with the intention of offering a comprehensive investment process for investors who desire to focus on consumption, our portfolios focus on the 5 core themes of Energy, Raw Materials, Capital Markets, Bonds, and Real Estate. We do this by using an independent Fund of Funds structure and utilizing a “best of” approach for both indexes and managers within these 5 asset classes.

The investment strategy for a specific client is based upon the objectives stated by the client during consultations. Each client must submit an Investment Policy Statement to THE WILLIS GROUP that documents their objectives and their desired investment strategy.

Risk of Loss

All investment programs have certain risks that are borne by the investor.

Investments are not deposits or obligations of, or guaranteed or endorsed by, any financial institution, are not insured by the FDIC or any other agency, and involve investment risk, including possible loss of some or all of the principal amount invested.

There are inherent risks involved in investing, and any potential investor should consider the following before investing:

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.

- **Market Risk:** The price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances. For example, political, economic and social conditions may trigger market events.
- **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.
- **Currency Risk:** Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.
- **Business Risk:** These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk of profitability than an electric company, which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.
- **Liquidity Risk:** Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.
- **Financial Risk:** Excessive borrowing to finance a business' operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of

financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

- Bonds - Investments in fixed income securities are subject to interest rate risks. The principal value of a bond falls when interest rates rise and rise when interest rates fall. During periods of rising interest rates, the value of a bond investment is at greater risk than during periods of stable or falling rates.
- Capital Markets - Equity securities are more volatile and carry more risk than other forms of investments, including investments in high-grade fixed income securities. The net asset value per share of this fund will fluctuate as the value of the securities in the portfolio changes.
- Energy & Raw Material Sectors - Investments concentrated in one economic sector experience greater volatility than more broadly based investments.
- Real Estate - An investment in real estate funds entails certain risks. Because these funds invest primarily in real estate investment trusts and/or real-estate related companies, they are subject to the risks of the real estate market. These risks include fluctuating real estate values, changes in interest rates and property taxes, as well as mortgage-related risks. Additionally, funds that concentrate their investments in fewer industries or securities may be more volatile than more broadly diversified funds.
- International Investing - Investments in foreign securities are subject to greater volatility due to such factors as changes in currency rates, foreign taxation, differences in auditing and other financial standards, etc.
- Underlying Fund Risks – Because the Underlying Funds may invest in certain asset classes and/or specific investment styles, such as growth stocks or value stocks, the risks associated with that asset class or investment style will affect the Underlying Fund and the Fund in proportion to the percentage of the Fund's assets invested in the Underlying Fund. Certain of the risks that may be associated with the Underlying Funds are described below.

If a Fund invests in Underlying Funds that use margin, leverage, short sales and other forms of financial derivatives, such as options and futures, an investment in the Fund may be more volatile than investments in other mutual funds. Although the Funds will not engage in short sales, the Underlying Funds may be permitted to do so. However, the Funds do not intend to invest in Funds that frequently engage in short sales. Short sales are speculative investments and will cause a Fund to lose money if the value of a security sold short by the

Underlying Fund, does not go down as the investment adviser expects.

By investing in shares of an Underlying Fund, each Fund indirectly pays a portion of management fees and other expenses of the Underlying Fund, including any applicable sales charges. Therefore, you may pay higher total operating expenses and other costs than you might pay by owning each of the Underlying Funds directly.

- **Index Funds** – Index Funds employ a passive management approach, which is expected to result in performance that is approximately the same as that of an index. While an Underlying Fund attempts to replicate the investment results of an index, the Underlying Fund's investment results generally will not be identical to those of the index because of the fees and expenses borne by the Underlying Fund and investor purchases and sales of Underlying Fund shares, which can occur daily.
- **Exchange Traded Funds** – ETFs are baskets of securities that are, like stocks, traded on exchanges such as the American Stock Exchange and the New York Stock Exchange. ETFs are priced continuously and trade throughout the day. ETFs may track a securities index, a particular market sector, or a particular segment of a securities index or market sector. ETFs and index funds can experience many of the same risks associated with individual securities. ETFs are subject to market risk where the market as a whole, or that specific sector, may decline. ETFs may trade at a discount to the aggregate value of the underlying securities. The underlying securities in an ETF may not follow the price movements of an entire industry or sector. Trading in an ETF may be halted if the trading in one or more of the ETFs underlying securities is halted. Although the expense ratio for ETFs are generally low, frequent trading of ETFs by a mutual fund can generate brokerage expense.
- **Asset Allocation Risk** – Each Fund's strategy to gain exposure to the themes in substantially equal 20% portions is intended to provide consistent, quality performance for the Fund, but there is no guarantee that such strategy will produce the desired results. It is possible that a Fund will invest on an Underlying Fund that performs poorly or a sub-class within a theme which under performs other sub-classes.
- **Non-Diversification Risk** – Focusing investments in a small number of issuers, industries or foreign currencies increases risks. Funds that are "non-diversified" may invest a greater percentage of their assets in the securities of a single issuer than Funds that are "diversified". Each Fund is non-diversified and an Underlying Fund may be non-diversified. Funds that invest in a relatively small number of issuers are more susceptible to risks associated with a single economic, political or

regulatory occurrence than a more diversified portfolio might be. Some of those issuers also may present substantial credit or other risks.

- **Management Risk** – The risk that the investment adviser of the Funds and Underlying Funds may make investment decisions that are detrimental to the performance of the Funds.

Disciplinary Information

Legal and Disciplinary

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

Other Financial Industry Activities and Affiliations

Financial Industry Activities

THE WILLIS GROUP is a Registered Investment Adviser (RIA) with the SEC.

Affiliations

THE WILLIS GROUP is investment advisor to Giant 5 Funds, a mutual fund company. GIANT 5 FUNDS is registered in all 50 states and has dealer agreements with Schwab, Vanguard, Ameritrade, and other broker-dealers and distribution platforms. THE WILLIS GROUP has a custody agreement with Ameritrade and UMB Bank. THE WILLIS GROUP has a trading agreement with Schwab, Ameritrade, and UMB Bank. GIANT 5 FUNDS and THE WILLIS GROUP have multiple service agreements with UMB Fund Services related to the operation of two publically traded mutual funds. GIANT 5 FUNDS and THE WILLIS GROUP is audited by Cohen Fund Audit Services in regards to the operation of two publically traded mutual funds.

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

Code of Ethics

The employees of THE WILLIS GROUP have committed to a Code of Ethics that is available for review by clients and prospective clients upon request. The firm will provide a copy of the Code of Ethics to any client or prospective client upon request.

Participation or Interest in Client Transactions

THE WILLIS GROUP and its employees may buy or sell securities that are also held by clients. Employees may not trade their own securities ahead of

client trades. In the Advisor's opinion, most conflict of interest issues are minimized or eliminated completely due to the fact that the Advisor only invests in 1940 Act open-end mutual funds, ETFs, & ETNs.

Personal Trading

The Chief Compliance Officer of THE WILLIS GROUP is LuAnn Hansen. She reviews all employee trades each quarter. Her trades are reviewed by Michael G. Willis. The personal trading reviews ensure that the personal trading of employees does not affect the markets, and that clients of the firm receive preferential treatment. Since most employee trades are small mutual fund trades or exchange-traded fund trades, the trades do not affect the securities markets.

Brokerage Practices

Selecting Brokerage Firms

THE WILLIS GROUP is an advisor with TD Ameritrade Institutional where separate accounts are managed, custodied, and traded by THE WILLIS GROUP. THE WILLIS GROUP also has custody and trading relationships with Schwab and UMB Bank.

THE WILLIS GROUP *DOES NOT* receive commissions from any of these arrangements.

Best Execution

THE WILLIS GROUP reviews the execution of trades at each custodian each quarter. The review is documented in the THE WILLIS GROUP *Compliance Manual*. Trading fees charged by the custodians is also reviewed on a quarterly basis. THE WILLIS GROUP does not receive any portion of the trading fees.

Soft Dollars

THE WILLIS GROUP receives no soft dollars.

Order Aggregation

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

Review of Accounts

Periodic Reviews

Account reviews are performed monthly by THE WILLIS GROUP. Account reviews are performed more frequently when market conditions dictate.

Review Triggers

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

Regular Reports

Separate Account Clients receive periodic communications on a semi-annual basis. GIANT 5 FUNDS shareholders receive periodic communications on a semi-annual basis. Separate Account Clients will receive quarterly reports when requested.

Client Referrals and Other Compensation

Incoming Referrals

THE WILLIS GROUP has been fortunate to receive many client referrals over the years. The referrals came from current clients, estate planning attorneys, accountants, employees, personal friends of employees and other similar sources. The firm does not compensate referring parties for these referrals.

Custody

SEC "Custody"

THE WILLIS GROUP does not custody client assets.

Account Statements

All assets are held at qualified custodians, which means the custodians provide account statements directly to clients at their address of record at least quarterly.

Performance Reports

Clients are urged to compare the account statements received directly from their custodians to any reports provided by THE WILLIS GROUP. Because THE WILLIS GROUP is not custodian for client accounts, the information contained in any report generated by THE WILLIS GROUP has been taken from custodians, trade and statistical services and other sources we deem reliable. The Willis Group primarily relies on data from these outside sources when preparing reports. Therefore, we do not represent that it is accurate or

complete and it should not be relied upon as such. Clients should use their account statements as their primary source of reporting.

Net Worth Statements

Separate Account Clients are sometimes provided net worth statements and net worth graphs that are generated by THE WILLIS GROUP. Clients are urged to compare the account statements received directly from their custodians to any reports provided by THE WILLIS GROUP. Because THE WILLIS GROUP is not custodian for client accounts, the information contained in any report generated by THE WILLIS GROUP has been taken from custodians, trade and statistical services and other sources we deem reliable. The Willis Group primarily relies on data from these outside sources when preparing reports. Therefore, we do not represent that it is accurate or complete and it should not be relied upon as such. Clients should use their account statements as their primary source of reporting.

Keep in mind that net worth statements contain approximations of bank account balances provided by the client or trustees, as well as the value of real estate, homes and other hard-to-price assets. The net worth statements are used for long-term financial planning where the exact values of assets are not material to the financial planning tasks covered.

Investment Discretion

Discretionary Authority for Trading

THE WILLIS GROUP accepts discretionary authority to manage securities accounts on behalf of clients. THE WILLIS GROUP has the authority to determine, without obtaining specific client consent, the securities to be bought or sold, and the amount of the securities to be bought or sold. However, THE WILLIS GROUP consults with the client prior to each trade to obtain concurrence if a blanket trading authorization has not been given.

The client approves the custodian to be used and the commission rates paid to the custodian. THE WILLIS GROUP does not receive any portion of the transaction fees or commissions paid by the client to the custodian on certain trades.

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

Limited Power of Attorney

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

Voting Client Securities

Proxy Votes

For separate accounts, THE WILLIS GROUP does not vote proxies on securities. Clients are expected to vote their own proxies.

For the mutual funds, THE WILLIS GROUP votes proxies for securities consistent with its proxy voting policy. A copy of THE WILLIS GROUP's proxy voting policy is available upon request.

Financial Information

Financial Condition

THE WILLIS GROUP does not have any financial impairment that will preclude the firm from meeting contractual commitments to clients.

A balance sheet is not required to be provided because THE WILLIS GROUP does not serve as a custodian for client funds or securities, and does not require prepayment of fees of more than \$1,200 per client, and six months or more in advance.

Business Continuity Plan

General

THE WILLIS GROUP has a Business Continuity Plan in place that provides detailed steps to mitigate and recover from the loss of office space, communications, services or key people.

Disasters

The Business Continuity Plan covers natural disasters such as snow storms, hurricanes, tornados, and flooding. The Plan covers man-made disasters such as loss of electrical power, loss of water pressure, fire, bomb threat, nuclear emergency, chemical event, biological event, T-1 communications line outage, Internet outage, railway accident and aircraft accident. Electronic files are backed up daily and archived offsite.

Alternate Offices

Alternate offices are identified to support ongoing operations in the event the main office is unavailable. It is our intention to contact all clients within five days of a disaster that dictates moving our office to an alternate location.

Loss of Key Personnel

THE WILLIS GROUP has a Business Continuation Plan to support THE WILLIS GROUP in the event of Michael Willis's serious disability or death.

Information Security Program

Information Security

THE WILLIS GROUP maintains an information security program to reduce the risk that your personal and confidential information may be breached.

Privacy Notice

THE WILLIS GROUP is committed to maintaining the confidentiality, integrity and security of the personal information that is entrusted to us.

The categories of nonpublic information that we collect from you may include information about your personal finances, information about your health to the extent that it is needed for the financial planning process, information about transactions between you and third parties, and information from consumer reporting agencies, e.g., credit reports. We use this information to help you meet your personal financial goals.

With your permission, we disclose limited information to attorneys, accountants, and mortgage lenders with whom you have established a relationship. You may opt out from our sharing information with these nonaffiliated third parties by notifying us at any time by telephone, mail, fax, email, or in person. With your permission, we share a limited amount of information about you with your brokerage firm in order to execute securities transactions on your behalf.

We maintain a secure office to ensure that your information is not placed at unreasonable risk. We employ a firewall barrier, secure data encryption techniques and authentication procedures in our computer environment.

We do not provide your personal information to mailing list vendors or solicitors. We require strict confidentiality in our agreements with unaffiliated third parties that require access to your personal information, including financial service companies, consultants, and auditors. Federal and state securities regulators may review our Company records and your personal records as permitted by law.

Personally identifiable information about you will be maintained while you are a client, and for the required period thereafter that records are required to be maintained by federal and state securities laws. After that time, information may be destroyed.

We will notify you in advance if our privacy policy is expected to change. We are required by law to deliver this *Privacy Notice* to you annually, in writing.

This brochure supplement (Part 2B of Form ADV) provides biographies about the people in this firm that supplements the THE WILLIS GROUP brochure. You should have received a copy of that brochure. Please contact 719-884-7500 if you did not receive THE WILLIS GROUP's brochure or if you have any questions about the contents of this supplement.

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Brochure Supplement (Part 2B of Form ADV) March 31, 2011

Education and Business Standards

THE WILLIS GROUP seeks to hire employees who demonstrate honesty and integrity in everything that they do. It is our desire to match their jobs with the skills they are best at and enjoy doing the most. Most of the time we look for people who have excelled in education and in business.

Michael G. Willis, President & Lead Portfolio Manager

Date of birth: 05/11/1966

Education: Masters of Business Administration (MBA), California Polytechnic State University, 1991

- First Vice President - Investments, Smith Barney 1994-1999
- Senior Vice President - Investments, Paine Webber 1999-2003
- Senior Vice President - Investments, UBS Financial Services, Inc. 2003-2004
- President, The Willis Group 2004-Current
- President, Giant 5 Funds 2005-Current
- Lead Portfolio Manager, The Willis Group 2004-Current
- Lead Portfolio Manager, Giant 5 Funds 2006-Current

Supervision: Michael G. Willis is supervised by LuAnn Hanson, Chief Compliance Officer. She reviews Michael G. Willis's work through frequent

office interactions as well as remote interactions. She also reviews Michael G. Willis's financial activities quarterly.

LuAnn Hanson contact information: 719-884-7500 LuAnn@Giant5.com

Disciplinary Information: None

Other Business Activities: None

Additional Compensation: None

Arbitration Claims: None

Self-Regulatory Organization or Administrative Proceeding: None

Bankruptcy Petition: None

LuAnn Hanson, Chief Compliance Officer

Date of birth: 11/13/1959

- Masters of Business Administration (MBA), Finance and Accounting, Regis University, 1996
- Vice President of Finance, Celis Semiconductor Corporation, 2005-2009
- Chief Financial Officer/Vice President of Finance, Ramtron International Corporation, 2000-2004
- Controller/Vice President of Finance, Ramtron International Corporation, 1995-1999
- Assistant Controller, Ramtron International Corporation, 1993-1995

Other Business Activities:

- Chief Financial Officer, Radiant Blue Technologies, Inc, 2009-Present

Supervision:

LuAnn Hanson is supervised by Michael Willis, President, and the Board of Trustees for Giant 5 Funds. He reviews LuAnn Hanson's work through frequent office interactions as well as remote interactions. He also reviews LuAnn Hanson's financial activities quarterly.

Michael Willis's contact information: 719-884-7500 Mike@Giant5.com

Disciplinary Information: None

Additional Compensation: None

Arbitration Claims: None

Self-Regulatory Organization or Administrative Proceeding: None

Bankruptcy Petition: None