

Form ADV, Part 2A
Item 1: Cover Sheet

Graver Capital Management, LLC
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This brochure provides information about the qualifications and business practices of Graver Capital Management, LLC. If you have any questions about the contents of this brochure, please contact us at the telephone number above. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or any state securities authority.

Graver Capital Management, LLC is a registered investment adviser. Registration of an investment adviser does not imply any level of skill or training. The verbal and written communications of an investment adviser provide you with information you need to determine whether to hire or retain the adviser.

Additional information about Graver Capital Management, LLC is also available on the SEC's website at www.adviserinfo.sec.gov.

Item 2: Material Changes

This Part 2 represents our initial filing of this disclosure brochure, thus there are no material changes to report at this time.

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Item 4: Advisory Business

Graver Capital Management, LLC (referred to as “we”, “our”, “us”, or Graver Capital Management) provides portfolio management and financial planning services on a discretionary and non-discretionary basis.

We tailor our services to each client based upon the client’s investment objectives, estate planning goals, tax situation and insurance protection requirements. Depending on the client’s needs and risk profile, Graver Capital Management may recommend investments in private funds, including hedge funds, private equity funds, bond funds, fund of funds, and real estates funds.

With respect to all clients, we do not make investments in private funds on a discretionary basis. Rather, Graver Capital Management provides recommendations regarding investment in private funds and will only make such investments with the express consent from the client, which does not require written approval, but does require verbal approval. A client is provided with the offering memorandum for each investment and is required per the offering memorandum ,to read every page. The client must provide acknowledgement of having read each page with their signature and date. Graver Capital Management advisors have and will continue to assist the client in the preparation of the offering memoranda because it is highly legal and technical by its nature and requires our assistance. Graver Capital Management invests in such funds on a non-discretionary basis for two clients.

As of December 31, 2010, we have \$60,000,000 in discretionary assets under management for 20 accounts.

As of December 31, 2010, we have \$20,000,000 in non-discretionary assets under management for 5 accounts.

Item 5: Fees and Compensation

In Illinois, unless a client has received the firm's disclosure brochure at least 48 hours prior to signing the investment advisory contract, the investment advisory contract may be terminated by a client within five (5) business days of signing the contract without incurring any advisory fees.

For portfolio management and financial planning services, Graver Capital Management charges an annual fee of 1% of funds under management for the first \$20 million and 0.5% of funds over \$20 million, with a minimum annual fee of \$10,000. For investment advice not involving portfolio management or financial planning, we may charge an hourly fee of \$500. Graver Capital Management may charge a flat fee for highly complex report preparation and intensive financial analysis. All fees are subject to negotiation.

A portion of our client's portfolio(s) invested in private funds, exchange traded funds, and mutual funds, are imposed fees in addition to those charged by Graver Capital Management. Therefore, our clients are subject to two levels of advisory fees for the management of their assets; directly by Graver Capital Management and indirectly through the management fees assessed by the private funds/mutual funds/Exchange Traded Commodities in the portfolio.

Fees are charged to clients quarterly in advance, except in the case of hourly fees and administrative fees, which are charged after the work is performed.

The Investment Advisory Agreement between Graver Capital Management and the client can be terminated by either the client or us, upon ten (10) days written notice of termination. Clients will receive a refund of a pro-rata portion of any fees paid in advance.

Graver Capital Management bears all of its ongoing operating costs. These costs include, among other things:

- brokerage commissions on portfolio transactions
- custodial fees
- bookkeeping, account audit and other professional fees and expenses
- legal fees

Item 6: Performance-Based Fees and Side-By-Side Management:

We do not receive performance-fees for managing accounts.

Item 7: Types of Clients

Graver Capital Management provides portfolio management and administration for an insurance fund. Other clients include individuals and trusts.

The minimum dollar amount of assets for investment advisory or financial planning services is \$1,000,000. Assets of family members may be aggregated for purposes of determining whether the minimum dollar amount has been met. The minimum does not apply to services subject to a flat fee.

Item 8: Methods of Analysis, Investment Strategies and Risk of Loss

Graver Capital Management method of analysis: GCM security analysis method is fundamental, gathering information primarily through financial newspapers, financial magazines, research materials prepared by others, annual reports, prospectuses, filings with the SEC, and company press releases.

Our investment strategies used to implement any investment advice given to our clients includes long term purchases (securities held at least a year), short term purchases (securities sold within a year), trading (securities sold within 30 days), and option writing, which includes covered options, uncovered options or spreading strategies.

All investments involve different degrees of risk. You should be aware of your risk tolerance level and financial situations at all times. We cannot guarantee the successful performance of an investment and we are expressly prohibited from guaranteeing accounts against losses arising from market conditions.

Item 9: Disciplinary Information

Registered investment advisors are required to disclose any material facts regarding any legal or disciplinary actions that would be material to your (the client's) evaluation of the investment advisor providing investment advice to you. We have no information of this type to report.

Item 10: Other Financial Industry Activities and Affiliations

We have no material financial affiliations or arrangement outside of Graver Capital Management.

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

The Code of Ethics requires all persons associated with Graver Capital Management to exercise their authority and responsibility for the benefit of clients and to refrain from activities that may conflict with the interests of our clients. The Code of Ethics contains policies and procedures that, among other things:

- prohibit employees from taking personal advantage of opportunities belonging to clients
- prohibit trading on the basis of material nonpublic information
- place limitations on personal trading by employees and impose reporting obligations with respect to such trading
- impose limitations of the giving or receiving of gifts and entertainment
- restrict employees outside business activities

Graver Capital Management will provide a copy of our Code of Ethics to any client or prospective client upon request and without charge.

Personal securities transactions by Graver Capital Management personnel are monitored by the Chief Compliance Office. The Chief Compliance Officer's personal securities transactions are monitored by the Compliance Officer.

If Graver Capital Management places a trade for a client in stocks, bonds, or other liquid securities, personnel of Graver Capital Management may not effect transactions in the same security for their own personal account during a period beginning two trading days before and ending two trading days after the client transaction has been effected. With respect to investments in private funds and other securities of limited availability, persons associated with Graver Capital Management are not permitted to participate in such investments unless all clients, for which such investments are appropriate, have first been given the opportunity to participate.

Item 12: Brokerage Practices

Graver Capital Management has authority in agreement with the investment advisory contract with each client, to determine without obtaining specific client consent, securities to be bought and sold for client accounts, the amount of such securities to be bought and sold for client accounts, the amount of such securities to be bought and sold, the broker or dealer to be used and the commission rates to be paid. Graver Capital Management obtains client consent for other investment options, including but not limited to private funds.

In selecting brokers and dealers to carry out fully transactions, we do not have an obligation to seek the lowest available commission cost. Graver Capital Management does consider a number of factors in selecting a broker. These factors include:

- the net price to the client, considering both transaction price and commission paid
- ability to execute trades in a timely fashion
- depth of services provided, including back office and processing capabilities
- financial stability and reputation
- responsiveness to Graver Capital Management
- the value of brokerage and research products and services

In light of the this listed factors, Graver Capital Management will make a good faith determination that the amount of commission is reasonable in relation to the value of the services, provided, viewed in terms of either the specific transaction or our overall responsibility to our clients. We periodically evaluate the placement of brokerage and the reasonableness of commission paid.

Item 13: Review of Accounts

Graver Capital Management provides integrative financial planning and investment management advice on an account by account basis. We conduct a detailed review of each client account annually to ensure that each account is managed within agree-upon goals of the client. Client portfolio reports are reviewed by Graver Capital Management for accounting accuracy on a monthly basis. Additional review may be triggered by changes in the economy, market events or changes in client circumstances.

Clients receive a monthly report from Graver Capital Management which includes valuation of the client's marketable securities, monthly purchase and sale activity, monthly realized gains/losses and performance calculations for the month and since inception. Additionally, our clients receive annually, a purchase/sale and realized gain/loss report for the previous calendar year.

Item 14: Client Referrals and Other Compensation

We do not directly or indirectly compensate anyone for client referrals.

Item 15: Custody

Graver Capital Management does not have custody of clients' cash or bank accounts or securities. Clients receive a monthly report from Graver Capital Management stating, "Graver Capital Management, LLC is your investment adviser and is not the custodian of your funds or securities. Your custodian will provide you a statement of your account at least, quarterly. We urge you to compare the custodian's statement with the balances reported by us for any differences"

Item 16: Investment Discretion

Graver Capital Management has authority in agreement with the investment advisory contract with each client, to determine without obtaining specific client consent, securities to be bought and sold for client accounts, the amount of such securities to be bought and sold for client accounts, the amount of such securities to be bought and sold, the broker or dealer to be used and the commission rates to be paid. Graver Capital Management obtains client consent for other investment options, including but not limited to private funds. (see Item 4, Item 12)

Item 17: Voting Client Securities

Graver Capital Management does not exercise discretionary authority to vote proxies for securities held in the clients' accounts. You (the client) retain the authority to vote proxies and are responsible for ensuring that proxy materials are sent directly to you.

Item 18: Financial Information

Registered investment advisors are required to provide information about their financial condition under certain conditions. We do not meet, and do not expect to ever meet any of the criteria that would require us to provide a statement of our financial condition.

Item 19: Requirements for State-Registered Advisers

A. Steven Francis Graver was born in 1951.

Education:

University of Maryland, Bachelor of Arts, Cum Laude – 1973

Northwestern, Kellogg Graduate School of Management, MBA – 1977

Employment:

Graver Capital Management, LLC, Owner, Member and Chief Compliance Officer,
7/2005 – present

Stein Roe Investment Counsel, Senior Vice President and Principal,
9/2002 – 6/2005

Frye Louis Capital Management, Family CFO,
7/2000 – 9/2002

Chauner, Graver & Associates, Co-Founder,
1981 – 2000

Northern Trust Company/Investment Management Division, Investment Officer,
1977 - 1981

Northern Trust Company/Trust/Tax Division,
1973 – 1975

- B. Mr. Graver is not involved in any other business activities.
- C. Mr. Graver does not receive any economic benefit from any non-client for providing advisory services.
- D. There is no information of this type to report.
- E. There is no information of this type to report.