

Item 1- Cover Page

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This brochure provides information about the qualifications and business practices of Quantelligent Solutions, llc. If you have any questions about the contents of this brochure, please contact us at (908) 237-0523 and/or janine@quantelligent.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 Quantelligent Solutions, llc. is also available on the SEC's website at www.adviserinfo.sec.gov. Quantelligent Solutions, llc is a Registered Investment Adviser. Registration with the United States Securities and Exchange Commission or any state securities authority does not imply a certain level of skill or training.

Item 2 – Material Changes

The last annual update of our brochure was **March 30, 2011.**

In the past we have offered or delivered information about our qualifications and business practices to clients on at least an annual basis. Pursuant to new SEC Rules, we will ensure that you receive a summary of any materials changes to this and subsequent Brochures **within 120 days of the close of our business' fiscal year.** We may further provide other ongoing disclosure information about material changes as necessary.

We will further provide you with a new Brochure as necessary based on changes or new information, at any time, without charge

Currently, our Brochure may be requested by contacting Janine Foreman, Chief Compliance Officer at (908) 237-0523 or janine@quantelligent.net.

Additional information about Quantelligent Solutions, llc. is also available via the SEC's web site www.adviserinfo.sec.gov. The SEC's web site also provides information about any persons affiliated with QSllc who are registered, or are required to be registered, as investment adviser representatives of QSllc.

Item 3- Table of Contents

Item 1- Cover Page	1
Item 2- Material Changes	2
Item 3- Table of Contents	3
Item 4- Advisory Business	4
Item 5- Fees and Compensation	6
Item 6- Performance based fees and side by side management	8
Item 7- Types of Clients	8
Item 8- Methods of Analysis, Investment Strategies and risk of loss	8
Item 9- Disciplinary Information	8
Item 10- other Financial Industry Activities and Affiliations	8
Item 11- Code of Ethics	9
Item 12- Brokerage Practices	10
Item 13- Review of Accounts	10
Item 14- Client Referrals and other compensation	10
Item 15- Custody	11
Item 16- Investment Discretion	11
Item 17- Voting Client Securities	11
Item 18- Financial Information	11

Item 4- Advisory Business

A.

Quantelligent Solutions, llc was founded in October 2006 by Janine M. Foreman to provide investment consulting services to jointly Trusteed, private corporation pension plans, endowment, foundation, not-for-profit, 401(k) and annuity plans. Ms. Foreman has provided a broad range of investment consulting services for over 20 years.

We are an independent investment consulting firm categorized as a limited liability corporation under the laws of New Jersey. Currently, Janine Foreman, CIMA, President and Managing Member owns the firm.

The firm is not an affiliate of, nor a subsidiary of another company. Quantelligent Solutions is completely independent and is not affiliated with any investment advisor or broker dealer

B.

Quantelligent Solutions provides a full complement of investment consulting services on an ongoing basis and special research or projects on an as-needed basis. The firm's services include but are not limited to those listed below.

Investment policy & guideline statement development & review: We will review the existing investment guidelines and suggest possible changes and or enhancements throughout the course of our relationship with clients. On a continuous basis, we will reevaluate the assumptions and conditions and will propose written alternatives to the formal plan including our rationale for such recommendations.

Generally, with new client relationships, Quantelligent Solutions needs to familiarize ourselves with existing policies and procedures. This requires a review of the Fund's Investment Policies and Procedures and, if necessary, making reasoned recommendations for amendments.

Quarterly performance reviews: Quantelligent Solutions customarily attends four (4) meetings per year to summarize individual money managers' performance and compare it to the Clients expectations.

Performance evaluation and reporting: On a quarterly basis, Quantelligent Solutions will provide the Client with a comprehensive investment performance report. The comprehensive report will contain performance analysis and total rates of return for the Fund and each manager by asset class. The quarterly report contains current quarter performance, as well as trailing periods (typically 2, 5, 10 years of historical performance).

Client reports are generated on a quarterly basis. Quantelligent Solutions receives the universe data with which to compare investment performance approximately three weeks

after each calendar quarter. The monthly custodian statements usually arrive within four weeks after each month end. It will take approximately six weeks after the end of each calendar quarter to prepare and deliver the performance evaluation report.

Asset allocation studies and analysis: The purpose of an asset allocation study is to develop an understanding of the interaction between risk and return. We will identify possible pitfalls and limitations to different allocation policies. The tradeoffs between different risk/return levels and the impact on client's plans. Upon receiving the most recent actuarial report, an asset allocation study usually requires about six weeks to complete.

Investment manager search assignments and evaluation: Quantelligent Solutions will conduct unlimited manager searches as directed by the Fund. We will make recommendations, direct manager interviews and presentations, and work closely with the client. Most manager search assignments are completed in a period of six to eight weeks.

C.

Quantelligent Solutions tailors our investment consulting services to the individual needs of our clients in every service that we provide. Some of the most basic factors that we consider when customizing are services from client to client are the client's funding status, investment needs, sophistication, liabilities and current structure. We use these variables to edit or create the investment policy and guidelines, to perform asset allocation studies, to conduct manager searches and all of our reports are customized to address the clients' needs and requests. We are very flexible when it comes to the ability to customize our reports because the analysis and preparation for all the services that we provide.

D.

Quantelligent Solutions does not participate in wrap fee programs.

E

Quantelligent Solutions does not manage client assets.

Item 5- Fees and Compensation

A.

Quantelligent Solutions work will be completed on a fee-for-service basis. We will not accept any compensation on the basis of a share of the capital gains upon, or capital appreciation of, the fund or any portion of the fund. We will not accept any commissions, broker's fees, finder's fees or "soft dollar" payments from any source. This enables us to analyze investment alternative with complete independence and objectivity.

Our fees are based on the following:

Develop Investment Policy and Guidelines based on long term objectives and short term liquidity needs of the Pension Fund. These objectives will be based on our experiences with funds of similar size for review with the Trustees.

Preparation of four quarterly investment performance reports, using the statements prepared by the investment managers and the custodian bank, and in accordance with the Investment Policy and Guidelines.

These reports will include an historical analysis of the investment program for which there is sufficient information. We expect to include five years of analysis.

Attendance at quarterly Trustee meetings to review our performance reports and the results of our analysis.

In addition to the above services, we would be able to provide the following assistance:

Analysis, as required, of alternative investment strategies and alternative asset structures which may achieve the long-term goals of the Fund. These alternative strategies would be discussed with the Trustees during the course of our relationship.

Investment manager search assignments if and when necessary as requested by the Trustees. Search assignments would include investment manager style analysis and overall diversification among existing managers.

Quantelligent Solutions utilizes the following standard fee schedule for clients:

First \$50 Million	at	7 basis points (0.07%)
Next \$50 Million	at	5 basis points (0.05%)
Next \$200 Million	at	2 basis points (0.02%)
Balance	at	1.5 basis points (0.015%)

All fees are subject to negotiation and fixed fees may be employed where required by the client.

B.

Quantelligent Solutions does not have discretion nor custody of client assets.

C.

Quantelligent Solutions' clients do not pay any other types of fees or expenses in connection with our investment consulting services.

D.

The specific manner in which fees are charged by Quantelligent Solutions is established in a client's written agreement with Quantelligent Solutions and fees are generally billed on a quarterly basis. Quantelligent Solutions will be compensated through direct cash payment (hard dollars) from the clients or their authorized designee. Compensation is

payable in advance or in arrears subject to negotiation. If payment is made in advance, the client may terminate the agreement with Quantelligent Solutions by written notice and receive a pro rata refund based on work in progress and/or work completed. Any unpaid fees will be due and payable.

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E.

Quantelligent Solutions does not sell securities or other investment products

Item 6- Performance Based Fees and Side-by-Side Management

Quantelligent Solutions does not charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of the client).

Item 7- Types of Clients

Quantelligent Solutions provides investment consulting services to jointly trustee, private corporation pension plans, endowment, foundation, not-for-profit, 401(k) and annuity plans.

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

Quantelligent Solutions does not provide recommendations on investing in individual securities, investing in securities involves risk of loss that clients should be prepared to bear. While the recommendations that Quantelligent Solutions provides to clients are based on sound, thorough analysis and experience, the actual results of such recommendations may be materially different than their intended results which exposes clients to a risk of loss that they should be prepared to bear.

In providing our investment consulting services, Quantelligent Solutions does not recommend the use of any particular type of security. Quantelligent Solutions recommends different asset classes and investment managers within the asset classes instead of individual securities or security types. The investment managers retained by the client decide which individual securities to buy, sell, or hold. When assisting clients in developing investment policies and guidelines, Quantelligent Solutions may recommend restricting the use of certain security types and/or asset classes. Additionally, the client may decide to restrict the use of certain security types and/or asset classes at their discretion.

Item 9- Disciplinary Actions

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of Quantelligent Solutions or the integrity of Quantelligent's management. Quantelligent Solutions has no information applicable to this Item.

Item 10 – Other Financial Industry Activities and Affiliations

Quantelligent Solutions does not participate in any other financial industry activities nor do we have any affiliations.

Item 11- Code of Ethics

Clients and prospective clients can obtain a copy of Quantelligent Solutions Code of Ethics by calling (908) 237-0523 to request a copy.

Protecting the Confidentiality of Client Information

In the course of investment advisory activities of Quantelligent Solutions, the firm may gain access to nonpublic information about its clients. Such information may include a person's status as a client, personal financial and account information, the allocation of assets in a client portfolio, the composition of investments in any client portfolio, information relating to services performed for or transactions entered into on behalf of clients, advice provided by Quantelligent Solutions to clients, and data or analyses derived from such non-public personal information (collectively referred to as "Confidential Client Information"). All Confidential Client Information, whether relating to Quantelligent Solutions current or former clients, is subject to the Code's policies and procedures. Any doubts about the confidentiality of information must be resolved in favor of confidentiality.

All access persons are prohibited, either during or after the termination of their employment with Quantelligent Solutions, from disclosing Confidential Client Information to any person or entity outside the firm, including family members, except under the circumstances described above. An access person is permitted to disclose Confidential Client Information only to such other access persons who need to have access to such information to deliver the Quantelligent Solutions services to the client.

Access persons are also prohibited from making unauthorized copies of any documents or files containing Confidential Client Information and, upon termination of their employment with Quantelligent Solutions, must return all such documents.

Any supervised person who violates the non-disclosure policy described above will be subject to disciplinary action, including possible termination, whether or not he or she benefited from the disclosed information.

Personal Securities Transactions/Compliance Procedures

Quantelligent Solutions has adopted the following principles governing personal investment activities by Quantelligent Solutions personnel:

- The interests of client accounts will at all times be placed first;
- All personal securities transactions will be conducted in such manner as to avoid any actual or potential conflict of interest or any abuse of an individual's position of trust and responsibility; and
- Access persons must not take inappropriate advantage of their positions.

Item 12- Brokerage Practices

Quantelligent Solutions is not a broker dealer.

Item 13- Review of Accounts

Quantelligent Solutions reviews client accounts on, at least, a monthly basis. Every client portfolio is reviewed for:

Performance; asset allocation, allocation of assets among investment managers, style drift, benchmark and peer group comparisons, risk characteristics, investment manager fees, equity turnover and commission costs for separate accounts, cash flow; and other pertinent accounting information.

Each client is sent a written investment performance report at least four times per year. Each report includes the information described above as well as other related information. Quantelligent Solutions, President review each account as described above. If a client holds a meeting at which the President, is not present, one of Quantelligent Solutions consultants or analysts will present the investment performance report to the client. In these situations, the President reviews the report prior to the client meeting.

Quantelligent Solutions may review all or a portion of a client's account more frequently than monthly based on factors including, but not limited to: Client meetings; asset allocation studies, rebalancing requirements, cash flow, changes in the market environment, client requests, transfers between investment managers, and news relating to a specific investment manager or asset class.

Item 14-Client Referrals and Other Compensation

Quantelligent Solutions does not receive any economic benefits from any party who is not a client for providing our investment management consulting services to clients. All of Quantelligent Solutions' revenue is paid to Quantelligent Solutions directly from clients. Quantelligent Solutions does not compensate any individual for client referrals

Item 15 – Custody

Quantelligent Solutions does not provide custody services nor do we hold any client's assets. Clients should receive at least quarterly statements from the bank or other qualified custodian that holds and maintains client's investment assets. Quantelligent Solutions urges you to carefully review such statements and compare such official custodial records to the account reports that we may provide to you. Our reports may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

Item 16 – Investment Discretion

Quantelligent Solutions does not have discretionary authority over any client accounts

Item 17 – Voting *Client* Securities

As a matter of firm policy and practice, Quantelligent Solutions does not have any authority to and does not vote proxies on behalf of advisory clients. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in client portfolios. Quantelligent Solutions may provide advice to clients regarding the clients' voting of proxies.

Item 18 – Financial Information

Registered investment advisers are required in this Item to provide you with certain financial information or disclosures about Quantelligent Solutions financial condition. Quantelligent Solutions has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients, and has not been the subject of a bankruptcy proceeding.