

Item 1 – COVER PAGE

**Form ADV 2A Disclosure Brochure
March 15, 2012**

**CAPITAL INSIGHT PARTNERS, LLC
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This brochure provides information about the qualifications and business practices of Capital Insight Partners' portfolio management, financial planning and consulting advisory services. If you have any questions about the contents of this brochure, please contact us at (480) 295-7070. 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 Insight Partners is also available on the SEC's website www.adviserinfo.sec.gov. Although a Registered Investment Advisor with the Securities and Exchange Commission, such registration does not imply a certain level of skill or training.

Item 2 – MATERIAL CHANGES SINCE LAST UPDATING AMENDMENT:

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Item 4 - ADVISORY BUSINESS

- A. Capital Insight Partners, LLC (“**Capital Insight**”), offers the following services where appropriate to individuals, families, pension and profit sharing plans, trusts, estates, charitable organizations, corporations, and other business entities. While providing these services, Capital Insight charges advisory fees which do not include the cost of transaction commissions. The firm also offers a “wrap” account management service program, described in a separate brochure, where the advisory fee covers our fee and certain transaction commissions. Capital Insight has been in business since August 15, 2008. Principal owners are Steven T. Nelson, CFA and Susan C. Anastasiadis. The firm is not affiliated with any other firm.

B. PORTFOLIO MANAGEMENT

Capital Insight provides discretionary and non-discretionary Portfolio Management services which involve giving continuous advice to a client and making investments for a client based on the individual needs of that client. Through personal discussions in which goals and objectives based on a client’s particular circumstances are established, Capital Insight develops a client’s personal investment policy and then creates and manages a portfolio based on that policy. Capital Insight manages advisory accounts on a discretionary or non-discretionary basis based upon the level of authority granted by the client. Account supervision is guided by the stated objectives of the client.

Capital Insight will create a portfolio consisting of the various following investments as appropriate for the client: individual stocks, bonds, annuities, mutual funds, exchange traded funds, alternative investments and other investment products, including private placement securities. Capital Insight will allocate the client’s assets among various investments taking into consideration the overall management style selected by the client and a client’s investment restrictions. The mutual funds and annuities will be selected on the basis of any or all of the following criteria: the fund/annuities performance history; the industry sector in which the fund/annuities invests; the track record of the fund/annuities’ manager; the fund/annuities’ investment objectives; the fund/annuities management style and philosophy; and the fund/annuities management fee structure. Portfolio weighting between funds/annuities and market sectors will be determined by each client’s individual needs and circumstances. Capital Insight may also hire and terminate third-party managers to manage all or a portion of a client’s account. Clients are free to contact their Capital Insight Partners advisor at any time.

When appropriate to the needs of the client, Capital Insight may recommend the use of trading (securities sold within 30 days), short sales, margin transactions or option trading. Because these investment strategies involve certain additional degrees of risk, they will only be recommended when consistent with the client’s stated tolerance for risk.

For clients who wish, financial planning and consulting services are also offered for an additional fee.

- C. The firm tailor’s advisory services to the individual needs of clients. For example, if a client has a concentrated position in one industry, that may limit our adding to that sector even though other clients own a particular stock. We never forget it is the client’s money and so clients may impose restrictions on investing in certain securities or types of securities. Clients may also direct us to retain concentrated or other risky positions even though it may not be prudent. Clients have the opportunity to place reasonable restrictions on the types of investments which will be made on the client’s behalf. Clients will retain individual ownership of all securities.

Financial Planning Service Description: For clients who wish and purchase this service for an additional fee, Capital Insight provides advice in the form of a financial plan. Clients purchasing this service will receive a written report, providing the client with a detailed financial plan designed to achieve his or her stated financial goals and objectives.

In general, the financial plan will address any or all 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. Capital Insight will illustrate the impact of various investments on a client's current income tax and future tax liability.
- **RETIREMENT:** Analysis of current strategies and investment plans to help the client achieve his or her retirement goals.
- **INVESTMENTS:** Analysis of investment alternatives and their effect on a client's portfolio.
- **EDUCATION:** Evaluation of education funding objectives, specific school costs and funding alternative.
- **INSURANCE:** Analysis of financial exposure due to catastrophic illness, lost wages, death and property loss.
- **ESTATE PLANNING:** Review and analysis of strategies to preserve an estate and distribute it according to client wishes.
- **BUSINESS PLANNING:** Review and analysis of a client's business, and how it fits within the client's financial goals.

Capital Insight also offers specific financial planning services focusing on the needs of corporate executives. These arrangements may include the financial planning aspects above and other specific needs of the particular executive. Capital Insight's financial planning corporate program includes the ability to engage Capital Insight to periodically review and update the executive financial plans.

Capital Insight gathers required information through in-depth personal interviews. Information gathered includes a client's current financial status, future goals and attitudes towards risk. Related documents supplied by the client are carefully reviewed, including a questionnaire completed by the client, and a written report is prepared.

Should a client choose to implement the recommendations contained in the plan, Capital Insight suggests the client work closely with his/her attorney, accountant, insurance agent, and/or stockbroker. Implementation of financial plan recommendations is entirely at the client's discretion.

Consulting Service Description: Clients can also receive planning or other "project" advice on a more limited consulting service basis. This may include advice on only an isolated area(s) of concern such as estate planning, retirement planning, reviewing a client's existing portfolio, or any other specific topic. Capital Insight also provides specific consultation and administrative services regarding investment and financial concerns of the client.

Additionally, Capital Insight provides advice on non-securities matters. Generally, this is in connection with the rendering of estate planning, insurance, and/or annuity advice.

- D. Capital Insight offers a wrap fee program which is described in our Form ADV, Part 2A Appendix 1 brochure. There is no difference in the management approach regarding wrap fee accounts versus those which do not participate in the wrap fee program. Capital Insight receives a portion of the wrap fee for our services.
- E. As of 03/15/2012, discretionary assets under management for Capital Insight were \$71.2 million. AUM for the company's non-discretionary business on that same date was \$19.1 million.

Item 5 – FEES AND COMPENSATION:

- A. The annual fee for Portfolio Management services is charged as a percentage of assets under management, paid quarterly in advance. Capital Insight's fee generally follows this schedule:

<u>Assets Under Management</u>	<u>Annual Percentage</u>	<u>Quarterly Percentage</u>
First \$1,000,000	2.00%	0.5000%
\$1,000,001 to \$10,000,000	1.75%	0.4375%
\$10,000,001 to \$20,000,000	1.50%	0.3750%
Over \$20,000,000	1.25%	0.3125%

All fees are negotiable, this may vary depending on the nature of the client's individual needs, account dollar size and the particular management services requested by the client. There is a minimum annual fee of \$20,000, with the pro-rata portion payable quarterly. Fees are based upon the quarter-end value of the client's account. The value of related accounts may, at the firm's discretion be combined for fee calculation purposes. The firm may amend its fee upon written notice to the client.

- B. Clients typically authorize Capital Insight to withdraw Capital Insight's advisory fees directly from their accounts as the fees become due. However, fees can be paid by invoice if requested.
- C. Clients may pay other custodial fees, transaction costs or mutual fund expenses in addition to the above listed fee schedule.
- D. Client's must pay fees quarterly in advance. If the relationship is terminated before quarter end, advisory fees will be rebated to the client on a per day pro-rata basis.
- E.
 1. Supervised persons receive compensation from securities transactions occurring at the broker dealer. This practice represents a conflict of interest and gives supervised persons incentive to recommend investment products because of the compensation received, rather than on a client's needs. Our procedure to deal with conflicts is to disclose them to clients as they arise. When recommending mutual funds, we explain to brokerage clients the difference between commissions paid when purchasing different share classes including "no-load" funds.
 1. Clients have the option to purchase investment products through other brokers or agents that are not affiliated with Capital Insight.
 2. Not applicable – we do not derive more than 50% of our revenue from advisory clients from commissions or the sale of investment products recommended to clients.
 3. We do not reduce our advisory fees to offset commissions or markups.

CHARLES SCHWAB INSTITUTIONAL PROGRAMS

Custodial Service Description: Capital Insight may recommend that clients establish brokerage accounts with the Schwab Institutional division of Charles Schwab & Co., Inc. (“Schwab”), a registered broker-dealer, member FINRA/SIPC, to maintain custody of clients’ assets and to effect trades for their accounts. Capital Insight is independently owned and operated and not affiliated with Schwab. Schwab provides Capital Insight with access to its institutional trading and custody services, which are typically not available to Schwab retail investors. These services generally are available to independent investment advisors on an unsolicited basis, at no charge to them so long as a total of at least \$10 million of the advisor’s clients’ assets are maintained in accounts at Schwab Institutional, it is not otherwise contingent upon Capital Insight committing to Schwab any specific amount of business (assets in custody or trading). Schwab’s services include brokerage, custody, research, and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment.

When transferring accounts to Schwab, Schwab may pay transfer costs imposed by other firms on customers making the transfers. These payments also create a conflict of interest when recommending the custodial services of Schwab.

Schwab also makes available to Capital Insight other products and services that benefit Capital Insight but may not benefit its clients’ accounts. Some of these other products and services assist Capital Insight in managing and administering clients’ accounts. These include software and other technology that provide access to client account data (such as trade confirmations and account statements); facilitate trade execution (and allocation of aggregated trade orders for multiple client accounts); provide research, pricing information and other market data; facilitate payment of Capital Insight fees from its clients’ 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 Capital Insight accounts, including accounts not maintained at Schwab Institutional. Schwab Institutional also makes available to Capital Insight other services intended to help Capital Insight manage and further develop its business enterprise. These services may include consulting, publications and conferences on practice management, information technology, business succession, regulatory compliance, and marketing. In addition, Schwab may make available, arrange and/or pay for these types of services provided to Capital Insight by independent third parties. Schwab Institutional may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the fees of a third-party providing these services to Capital Insight. While as a fiduciary, Capital Insight endeavors to act in its clients’ best interests, Capital Insight’s recommendation that clients maintain their assets in accounts at Schwab may be based in part on the benefit to Capital Insight of the availability of some of the foregoing products and services and not solely on the nature, cost or quality of custody and brokerage services provided by Schwab, which may create a potential conflict of interest.

Fee Schedule: For Capital Insight client accounts maintained in its custody, Schwab generally does not charge separately for custody but is compensated by account holders through commissions or other transaction-related fees for securities trades that are executed through Schwab or that settle into Schwab accounts.

FINANCIAL PLANNING AND CONSULTING

Fee Schedule:

Financial planning fees are negotiated and will be charged in one or more of the ways listed below:

(a) ***Flat Fee:*** Capital Insight may charge a flat fee of \$3,500 for financial plans involving assets of \$2,000,000 or less. Capital Insight charges a flat fee between \$7,500 and \$15,000 for financial plans involving assets over \$2,000,000, depending on the nature and complexity of each client’s circumstances. For retirement plan services only, Capital Insight may charge a flat fee ranging from \$1,500 to \$3,000, depending on the needs and circumstances of the client. For educational plan services only, Capital Insight will charge a flat fee of \$1,000. Up to 50% of the estimated fee maybe due upon signing the advisory agreement, with the balance due upon presentation of the plan to the client.

(b) **Hourly Fee:** Capital Insight may also charge on an hourly basis. Capital Insight's hourly rate is \$125 to \$400 per hour, depending on the scope of services requested, reports requested and the Capital Insight staff member providing services. Up to 50% of the estimated fee may be due upon signing the advisory agreement, with the balance (based on actual hours) due upon presentation of the plan to the client.

Typically the financial plan will be presented to the client within 90 days of the contract date, provided that all information needed to prepare the financial plan has been promptly provided by the client.

It is Capital Insight's policy not to hold client funds greater than \$500 for more than 6 months or more in advance of completion of the financial plan. Fees may be held longer if clients do not provide required information.

Consulting fees will be charged in one or more of the ways listed below:

(a) **Flat Fee:** Capital Insight charges a flat fee of \$2,500 for consulting services depending on the nature and complexity of each client's circumstances. Capital Insight charges a flat fee between \$7,500 and \$25,000 for consulting services involving assets over \$2,000,000, depending on the nature and complexity of each client's circumstances. Up to 50% of the estimated fee may be due upon signing the advisory agreement, with the balance due upon completion of the consulting service.

(b) **Hourly Fee:** Capital Insight may also charge on an hourly basis. Capital Insight's hourly rate is \$125 to \$400 per hour, depending on the Capital Insight staff member providing services. Up to 50% of the estimated fee may be due upon signing the advisory agreement, with the balance (based on actual hours) due upon completion of the consulting service.

Typically the consulting service will be completed within 180 days of the contract date, provided that all information needed to complete the consulting service has been promptly provided by the client.

It is Capital Insight's policy not to hold client funds greater than \$500 for more than 6 months or more in advance of completion of the consulting service.

On-Going Services Description: Often, clients, may want to continue the financial planning or consulting service arrangement by having on-going or continuous services provided to review the progress of the advice given to evaluate and make plans for the future.

Fee Schedule: On-going services will be billed at a negotiated fee as specified below.

(a) **Quarterly Retainer:** Capital Insight may charge a quarterly retainer for on-going consultation services. The quarter fee is negotiated based on the services requested by the client and the nature and complexity of the client's circumstances. The fee is due in advance within 30 days of each quarter end by invoice.

(b) **Flat Annual Fee:** Capital Insight may charge a flat annual fee for on-going consultation services. The flat annual fee is negotiated based on the services requested by the client and the nature and complexity of the client's circumstances. The fee is adjusted on a yearly basis with revised annual fees quoted in advance. The fee may be paid in installments in advance of services on a schedule agreed to at the time of entering into the contract.

GENERAL INFORMATION ON FEES AND SERVICES

Risk: Capital Insight does not guarantee the results of any service and losses can occur from receiving any of the firm's services.

Negotiability of Fees and Minimums: All fees and account minimum requirements are negotiable.

Termination of Advisory Relationship: A client agreement may be canceled at any time, by either party, for any reason upon receipt of prior written notice, in accordance with the advisory agreement. Upon termination of any account, any prepaid, unearned fees will be promptly refunded, and any earned, unpaid fees will be due and

payable by the client. The client has the right to terminate an agreement without penalty within five business days after entering into the advisory agreement.

Mutual Fund Risks: Before investing in mutual funds, clients should understand that mutual funds and annuities are not insured by the FDIC, or any other federal government agency and are not deposits or obligations of, guaranteed by, or insured by, the depository institution where offered or any of its affiliates. Mutual funds and annuities involve investment risk and may lose value.

Mutual Fund Internal Fees and Expenses: All fees paid to Capital Insight for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds to their shareholders. These fees and expenses are described in each fund's prospectus. These fees will generally include a management fee, other fund expenses, and a possible distribution fee. If the fund also imposes sales charges, a client may pay an initial or deferred sales charge. A client could invest in a mutual fund directly, without the services of Capital Insight. In that case, the client would not receive the services provided by Capital Insight which are designed, among other things, to assist the client in determining which mutual fund or funds are most appropriate to each client's financial condition and objectives. Accordingly, the client should review both the fees charged by the funds and the fees charged by Capital Insight to fully understand the total amount of fees to be paid by the client and to thereby evaluate the advisory services being provided. Capital Insight will credit any net commissions received by the firm, 12b-1 or other fees from the clients' quarterly billings.

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

The firm has the ability to, but in its history has not had any performance based fee arrangements. If we manage accounts with a performance based fee in the future, that would represent a conflict of interest with accounts paying fees under different arrangements e.g., hourly or flat fees and percentage of asset methods. Capital Insight will seek to be equitable in its work on behalf of clients, but our firm and supervised persons would have an incentive to favor accounts for which we receive performance based fees.

Item 7 - TYPES OF CLIENTS

Capital Insight offers advisory services, where appropriate, to individuals, pension and profit sharing plans, trusts, estates, charitable organizations, corporations, and other business entities. Capital Insight generally accepts discretionary relationships over \$2 million minimum.

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

- A. Investing in securities involves **RISK OF LOSS. CLIENTS** should be prepared to bear such loss.

Capital Insight uses both technical and fundamental analysis in managing assets. The company uses financial newspapers and magazines, inspections of corporate activities, third party research materials, corporate rating services, annual filings with the Securities and Exchange Commission as well as company press releases. Again, *clients* should understand that *investing involves risk* and the **client must bear that risk.**

Capital Insight uses a number of investment strategies. Where appropriate, they utilize long term purchasing (securities held at least a year). Short term purchasing (securities sold within a year) also is used but the short term tax issues are considered before sales. Trading is used where appropriate. Short sales, margin transactions, and option writing is used but only where suitable in a client by client basis.

Investment advice may be provided on investments such as limited partnerships, private placement partnerships, and hedge funds.

Investment advice may be offered on any investments held by a client at the start of the advisory relationship. Recommendations for new investments will typically be equity securities, warrants,

corporate debt securities, commercial paper, certificates of deposit, municipal securities, investment company securities, US Government securities, options contracts, futures contracts, and interests in partnerships involving real estate.

- B. The risk of loss is possible with every investment strategy we employ. For stocks we utilize a Growth At A Reasonable Price or GARP approach. This permits the firm to purchase both value and growth stocks on behalf of clients. With Bonds, we typically focus on investment grade (rated Baa or better by a rating agency) but can also use more risky non-investment grade (so called “junk or high-yield” bonds. Lower rated bonds are considered more risky than investment grade bonds but the risk of loss is present with either one. Certain strategies like options, private placements and other holdings may have additional risks like illiquidity, reliance on management, leverage, unfavorable tax consequences etc. Although the firm does not employ a frequent trading strategy, all trading costs, including commissions and markups cost the client money and can increase the risk of loss.
- C. As outlined above, the firm utilizes many assets classes. Each of which involve the risk of loss.

Item 9 - DISCIPLINARY INFORMATION

Neither the firm nor any management person has a disciplinary disclosure to report.

Item 10 - OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

- A. Steven T. Nelson and Susan C. Anastasiadis are both registered representatives with broker dealer Foothill Securities Inc. (“**Foothill**”). The same relationship with Foothill exists for other supervised persons in our firm.
- B. Steven T. Nelson holds a Series 31 license and recommends futures investments to clients through Foothill. Such investments may be made outside of Capital Insight Partners and compensation is received through Foothill. Other people in our firm may also hold a Series 31 license and have the same disclosure.
- C. Other potential conflicts of interest with our clients are as follows:

Mr. Nelson is an equity owner of Sunrise Bank. Clients of Capital Insight may also be equity owners of the Bank. Because of this common financial investment interest, a potential incentive exists for Capital Insight to favor such clients over others receiving services. However, it is Capital Insight’s goal to always treat all clients fairly.

Mr. Nelson serves on the Board of Directors of the Catholic Community Foundation. He therefore has an incentive to benefit his standing in that organization by referring clients to the Foundation. This conflict is disclosed and Mr. Nelson and our firm seek to act in the client’s best interest.

Clients should also be aware that an individual client of Capital Insight is a principal in a firm which controls the distribution of various “Walton” limited partnership interests. Because such interests are recommended for investment to other clients by Capital Insight, a conflict of interest exists since a client’s purchase of such interests could benefit that principal.

Capital Insight has relationships with many other entities and firms that we believe are helpful to serving our clients. Examples include broker-dealers including Foothill Securities but others as well, banks, accountants, attorneys, insurance companies, consultants on pensions and other matters, real estate brokers and dealers and the sponsors and syndicators of limited partnerships. These relationships can give rise to conflicts of interest where our firm or supervised persons would benefit in addition to the client’s benefit. We disclose this to the client and work to act in the client’s best interest.

- D. Capital Insight may also have relationships with other investment advisers who manage money or advise on our client's funds, or support our firm in other ways. This can create a direct or indirect material conflict of interest. We disclose this to the client and work to act in the client's best interest.

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

- A. Capital Insight has established a Code of Ethics applicable to all persons at the firm who have access to confidential client records or to recommendations being made for client accounts. It is designed to prevent conflicts of interest between the financial interests of clients and the interests of the firm's staff. The Code requires such "access persons" to obtain preapproval of certain securities transactions, to report transactions quarterly and to report all securities positions in which they have a beneficial interest at least annually. These reporting requirements allow supervisors at the firm to determine whether to allow or prohibit certain employee securities purchases and sales based on transactions made, or anticipated to be made, in the same securities for client accounts. The Code also establishes certain bookkeeping requirements relating to the new federal reporting rules. The Code is required to be reviewed annually and updated as necessary. A complete copy of the firm's Code is available upon request.

- B. Capital Insight may recommend securities that an employee or related party has a material financial interest. As conflicts like this arise, Capital Insight fully discloses to the client that conflict.

Capital Insight or individuals associated with Capital Insight may buy or sell securities identical to, or different from, those recommended to clients for their personal accounts. To eliminate the conflict of interest, employees may not trade within 24 hours of a client block trade unless included in that block. Additionally, all trading done by employees must be preapproved by the Chief Compliance Officer.

- C. Our staff or related parties may own the same securities as clients. To eliminate the conflict of interest, employees may not trade within 24 hours of a client block trade unless included in that block. Additionally, all trading done by employees must be preapproved by the Chief Compliance Officer.
- D. Our staff or related parties may trade securities with an exception to the 24 hour rule cited in Item 11 – C above. This exception is when our staff's accounts participate in a "block trade" along with other clients at the same time.

Item 12 - BROKERAGE PRACTICES

- A. Capital Insight does not have the discretionary authority to determine the broker-dealer to be used, thus clients must direct Capital Insight as to the broker-dealer to be used, except in those instances where a transaction is placed with a third-party brokerage firm and settled through the client's selected brokerage firm. In most cases, Capital Insight will recommend the services of Schwab when Capital Insight will provide management services. In directing the use of a particular broker-dealer, it should be understood that Capital Insight will not have authority to negotiate commissions or obtain volume discounts, and best execution may not be achieved. In addition, a disparity in commission charges may exist between the commissions charged to other clients.

Capital Insight Managers may "block" (combine) similar client orders in the same security to obtain an average price. The Capital Insight manager may include the manager's or other employee's own transaction in the block. When doing so, a conflict of interest exists because the manager, the originator of the block, or another employee, will also obtain an average price if the block trade is executed.

Some representatives of the firm are separately licensed as registered representatives of Foothill Securities, Inc., a FINRA registered broker-dealer. As such, they will be able to effect securities transactions for Capital Insight clients, in their capacity as registered representatives of Foothill. For doing so, they will be able to receive customary brokerage compensation, which is separate and distinct from Capital Insight's advisory fees.

Foothill is required to supervise the securities trading activities of its representatives. Clients may request that brokerage transactions be directed to a particular broker-dealer, other than Foothill or Schwab. However, if Foothill or Schwab believes that the use of that broker-dealer would hinder Foothill or Schwab in meeting its supervisory obligations, Capital Insight will not be able to accept the account. Also, the designation of a specific broker-dealer may limit Capital Insight's ability to receive research, negotiate commissions and to batch client orders with those of other clients to obtain an average price on investments purchased or sold. Thus, by designating a specific broker, these and other benefits may be lost.

For some clients, Capital Insight portfolio managers may open "omnibus" accounts at certain broker-dealers when they believe such firms can better facilitate certain transactions for the clients. The brokerage firms opening such accounts do not name the client on the account but instead use the account to facilitate purchase and sale transactions for Capital Insight and then send transaction information to the client's brokerage firm which does have custody of the client's account. Capital Insight portfolio managers review the confirmations after such transactions occur to be sure proper execution and delivery of securities and funds are made to the client's account custodian.

Financial Planning and Consulting: Clients receiving these services select their own broker-dealers, custodians, and/or insurance companies. Those giving advice are separately licensed as registered representatives of Foothill. As such, they will be able to effect securities transactions for Capital Insight clients, in their capacity as registered representatives of Foothill. For doing so, they will be able to receive customary brokerage compensation, which is separate and distinct from Capital Insight's advisory fees.

Capital Insight may recommend the use of one of several broker-dealers (including, but not limited to Foothill), provided that such recommendation is consistent with Capital Insight's fiduciary duty to the client. The factors considered by Capital Insight when making this recommendation are the broker's ability to provide professional services, including research, Capital Insight's experience with the broker, the broker's reputation, and the broker's quality of execution services and costs of such services, among other factors. Considering these and other factors, clients may pay more in commissions than if another firm not recommended by Capital Insight were selected. Clients are not under any obligation to affect trades through any recommended broker. Capital Insight has a custody relationship with Charles Schwab Institutional ("Schwab"), a FINRA broker dealer. Capital Insight recommends Schwab for custody and does not receive any direct or indirect compensation from Schwab.

1. **Research and Other Soft Dollar Benefits:** Capital Insight receives research, products and services like admission to conferences, calls with analysts or company management. These services are in addition to execution from broker-dealers and other third parties in connection with client securities transactions. This is referred to as "Soft Dollar Benefits". We believe this research, products and services allow us to be effective on our client's behalf.
 - a. When Capital Insight uses client brokerage commissions, including markups or markdowns) to obtain research or other products and services, the firm receives a benefit. This benefit derives from the fact that we do not have to produce or pay for the research, products or services.
 - b. Capital Insight may have an incentive to select or recommend a broker-dealer based on our interest in receiving the research, other products or services, rather than on our clients' interest in receiving the most favorable execution.

- c. In obtaining these soft dollar benefits, clients of Capital Insight may pay commissions or markups and markdowns higher than those charged by other broker-dealers.
 - d. We believe soft dollar benefits accrue to all clients of the firm as investment strategy and decisions which flow from the benefits are part of our work for all clients. We do not allocate soft dollar benefits to client accounts proportionately to the soft dollar credits the accounts generate.
 - e. All soft dollar benefits received in the last fiscal year were for research and conference calls. As such, they all aided investment decision-making or trade execution.
 - f. Our investment committee determines the value of the soft dollar benefits received in proportion to what they cost our clients. From that analysis, trades may be placed with one or another of several broker-dealers to obtain execution. Spot checks are also made to insure best execution practices by the broker-dealers.
2. Brokerage for Client Referrals – in selecting or recommending broker-dealers we do not consider whether we or a related person receives client referrals.
3. Directed Brokerage
- a. For clients in need of brokerage or custodial services, and depending on client circumstances and needs, Capital Insight may recommend the use of one of several broker-dealers (including, but not limited to Foothill and Schwab), provided that such recommendation is consistent with Capital Insight’s fiduciary duty to the client. The factors considered by Capital Insight when making this recommendation are the broker’s ability to provide professional services, including research, Capital Insight’s experience with the broker, the broker’s reputation, and the broker’s quality of execution services and costs of such services, among other factors. Considering these and other factors, clients may pay more in commissions than if another firm not recommended by Capital Insight were selected. Clients are not under any obligation to affect trades through any recommended broker.
 - b. Clients are permitted to direct brokerage. If they choose this option, Capital Insight may not be able to achieve the most favorable execution of client transactions. Directing brokerage may cost clients more money. For example, we may not be able to “block trade” or aggregate accounts resulting in higher brokerage commissions.
- B. Capital Insight Managers may “block” (combine) similar client orders in the same security to obtain an average price. The Capital Insight manager may include the manager’s or other employee’s own transaction in the block. When doing so, a conflict of interest exists because the manager, the originator of the block, or another employee, will also obtain an average price if the block trade is executed.

Item 13 - REVIEW OF ACCOUNTS

- A. **Portfolio Management:** While the underlying securities within Portfolio Management Service accounts are continuously monitored, these accounts are reviewed at least quarterly by a portfolio manager of Capital Insight. Accounts are reviewed in the context of each client’s stated investment objectives and guidelines.

Financial Planning and Consulting: Capital Insight will provide reviews as contracted for at the inception of the advisory relationship.

- B. More frequent reviews may be triggered by material changes in variables such as the client’s individual circumstances, or the market, political or economic environment.

- C. **Portfolio Management:** Clients may receive monthly and/or quarterly statements and confirmations of transactions from their respective broker-dealer and/or custodian. Clients should carefully review those reports. Capital Insight will not provide any additional regular reports.

Financial Planning and Consulting: Capital Insight will provide reports as contracted for at the inception of the advisory relationship.

Item 14 – CLIENT REFERRALS AND OTHER COMPENSATION

- A. Representatives of Capital Insight may be separately licensed as registered representatives of Foothill, a FINRA registered broker-dealer. As such, they will be able to effect securities transactions for Capital Insight clients, in their capacity as registered representatives of Foothill. For doing so, they will be able to receive customary brokerage compensation (including 12b-1 distribution fees) in connection with the placement of clients' funds into investment companies, which is separate and distinct from Capital Insight's advisory fees.

Capital Insight has entered into an agreement with West Valley National Bank. Under the terms of the agreement, Capital Insight has agreed to market Capital Insight's services to Bank customers and to provide investment advice to customers of the Bank. As Capital Insight does so, it will share with the Bank a portion of the advisory fees it receives from business derived from the Bank. This arrangement does not result in a higher fee being charged to the client's account.

Capital Insight and West Valley Bank are not affiliated. In addition, investments recommended by Capital Insight are not Bank deposits, are not insured by the Bank or FDIC, and are subject to risk of loss of the principal amount invested.

Support services provided by Schwab constitute a form of indirect compensation.

- B. Neither Capital Insight nor a related person directly or indirectly compensates any person who is not our supervised person for client referrals.

Item 15 – CUSTODY

Capital Insight does not have custody of client assets. The custodial firm will send quarterly or more frequent statements to the client.

The information in any ad hoc reports prepared by Capital Insight Partners should be carefully compared by the client to the official record which is the statement from the custodian.

Item 16 - INVESTMENT DISCRETION

Accounts may be managed on a nondiscretionary or discretionary basis. For discretionary clients, Capital Insight requests that it be provided with written authority to determine which securities and the amounts of securities that are bought or sold as well as, the time to buy and sell them. Any limitations on this discretionary authority shall be included in this written authority statement. Clients may change/amend these limitations as required. Such amendments shall be submitted in writing. Most accounts do not have limitations but examples we have had include excluding certain companies or industries or holding a certain percentage in cash.

Order Errors: Should an error occur in any Client's account as a result of Capital Insight's actions, the Client is made whole. Any losses or gains are assumed by Capital Insight.

Item 17 - VOTING CLIENT SECURITIES

- A. **Guiding Principles.** The Capital Insight's Policy and Procedures relating to voting proxies are designed to ensure that proxies are voted in the best interests of the clients. The Policies and Procedures do not apply to those situations where the client has retained voting discretion. In those situations, Capital Insight will cooperate with the client to ensure proxies are voted as directed by the client. In addition, Capital Insight will abide by specific voting guidelines on certain policy issues as requested by particular clients on a case-by-case basis.

Primary Objective. In general, proxies will be voted in a manner designed to maximize the value of client investments. In evaluating a particular proxy proposal, Capital Insight will take into consideration, among other things, the period of time over which the voting shares of the company are expected to be held, the size of the position, the costs involved in the proxy proposal and the existing governance documents of the affected company, as well as its management and operations. Proxy proposals that change the existing status of a company will be reviewed to evaluate the desirability of the change, and to determine the benefits to the company and its shareholders, but Capital Insight's primary objective is always to protect and enhance the economic interests of its clients.

Generally, it is Capital Insight's policy to vote in accordance with management's recommendations on most issues since the capability of management is one of the criteria used by Capital Insight in selecting stocks.

Exceptions. When Capital Insight believes management is acting on its own behalf, instead of on behalf of the well-being of the company and its shareholders, or when Capital Insight believes that management is acting in a manner that is adverse to the rights of the company's shareholders, Capital Insight will take steps to represent the interests of its clients and, as a result, may elect to vote against management's recommendations.

In situations where Capital Insight is extremely displeased with management's performance, it may withhold votes or vote against management's slate of directors and other management proposals as a means of communicating its dissatisfaction. This occasion most often develops when Capital Insight believes that management has displayed a consistent inability or lack of interest in moving the company toward achieving its potential and that a message needs to be sent that the company's shareholders are not satisfied with the status quo.

Other Factors Capital Insight Considers. Capital Insight recognizes that the activity or inactivity of a company with respect to matters of social, political or environmental concern may have an effect upon the economic success of the company and the value of its securities. However, Capital Insight does not consider it appropriate, or in the interests of its clients, to impose its own moral standards on others. Therefore, it normally supports management's position on matters of social, political or environmental concern, except where it believes that a different position would be in the economic interests of company shareholders.

Conflicts. In evaluating a proxy proposal, the Chief Compliance Officer is ultimately responsible for considering whether there are any circumstances that may give rise to a conflict of interest in connection with voting client proxies either because of a business relationship between Capital Insight and the company or otherwise.

Voting Procedures. All proxy proposals are voted on an individual basis. In general, when a conflict exists, the Chief Compliance Officer determines whether the proxy may be voted by Capital Insight or whether it should be referred to the client (or another fiduciary of the client) for voting purposes. Alternatively, Capital Insight may consult directly with a client to obtain the client's consent before voting the proxies. Capital Insight will not refrain from voting proxies just because a conflict exists because Capital Insight has a fiduciary duty to take action on all proxies.

How To Obtain More Information. For additional information regarding Capital Insight's proxy voting policies and procedures and history, clients should contact us by writing to 7328 East Deer Valley Road, Ste. 105, Scottsdale, Arizona 85255, or calling (480) 295-7020.

B. In cases where clients retain proxy voting authority for themselves, the custodian or transfer agent will provide them with the proxy material. Clients may contact us at (480) 295-7070 if they have questions about a proxy solicitation.

Item 18 – FINANCIAL INFORMATION

- A. Capital Insight does not require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance.
- B. Again, Capital Insight does not require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance.
- C. We have never been the subject of a bankruptcy petition.