

Boyd Investment Management, LLC

Firm Brochure

This brochure provides information about the qualifications and business practices of Boyd Investment Management, LLC. If you have any questions about the contents of this brochure, please contact us at (817) 753-4050 or by email at: bruce@newportpelican.com. 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 Boyd Investment Management, LLC is also available on the SEC's website at www.adviserinfo.sec.gov. Boyd Investment Management, LLC's CRD number is: 156846

Primary Office
512 Hoover Road
Burleson, Texas, 76028
(817) 753-4050
bruce@newportpelican.com
Secondary Office
107 Highland Street
Newport Beach, California, 92663

Registration does not imply a certain level of skill or training.

Version Date: 11/29/2012

Item 2: Material Changes

Boyd Investment Management, LLC has not yet filed an annual updating amendment using the ADV Form 2A. Therefore there are no material changes to report.

Item 3: Table of Contents

Table of Contents

| | |
|---|----|
| Item 2: Material Changes | i |
| Item 3: Table of Contents | ii |
| Item 4: Advisory Business | 1 |
| A. Description of the Advisory Firm | 1 |
| B. Types of Advisory Services | 1 |
| Investment Supervisory Services | 1 |
| Services Limited to Specific Types of Investments | 1 |
| C. Client Tailored Services and Client Imposed Restrictions | 2 |
| D. Wrap Fee Programs | 2 |
| E. Amounts Under Management | 2 |
| Item 5: Fees and Compensation | 3 |
| A. Fee Schedule | 3 |
| Investment Supervisory Services Fees | 3 |
| B. Payment of Fees | 3 |
| Payment of Investment Supervisory Fees | 3 |
| C. Clients Are Responsible For Third Party Fees | 3 |
| D. Prepayment of Fees | 3 |
| E. Outside Compensation For the Sale of Securities to Clients | 4 |
| Item 6: Performance-Based Fees and Side-By-Side Management | 4 |
| Item 7: Types of Clients | 4 |
| Minimum Account Size: | 4 |
| Item 8: Methods of Analysis, Investment Strategies, and Risk of Investment Loss | 4 |
| A. Methods of Analysis and Investment Strategies | 4 |
| Methods of Analysis | 4 |
| Charting analysis | 4 |
| Fundamental analysis | 4 |
| Technical analysis | 4 |
| Cyclical analysis | 4 |
| Investment Strategies | 5 |
| B. Material Risks Involved | 5 |
| Methods of Analysis | 5 |
| Fundamental analysis | 5 |
| Technical analysis | 5 |

| | |
|---|----|
| Cyclical analysis | 5 |
| Investment Strategies..... | 5 |
| C. Risks of Specific Securities Utilized | 6 |
| Item 9: Disciplinary Information | 6 |
| A. Criminal or Civil Actions | 6 |
| B. Administrative Proceedings | 6 |
| C. Self-regulatory Organization (SRO) Proceedings | 6 |
| Item 10: Other Financial Industry Activities and Affiliations..... | 6 |
| A. Registration as a Broker/Dealer or Broker/Dealer Representative | 6 |
| B. Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor..... | 6 |
| C. Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests | 6 |
| D. Selection of Other Advisors or Managers and How This Adviser is Compensated for Those Selections..... | 7 |
| Item 11: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading | 7 |
| A. Code of Ethics | 7 |
| B. Recommendations Involving Material Financial Interests | 7 |
| C. Investing Personal Money in the Same Securities as Clients..... | 7 |
| D. Trading Securities At/ Around the Same Time as Clients' Securities | 8 |
| Item 12: Brokerage Practices..... | 8 |
| A. Factors Used to Select Custodians and/or Broker/Dealers | 8 |
| 1. Research and Other Soft-Dollar Benefits | 8 |
| 2. Brokerage for Client Referrals..... | 8 |
| 3. Clients Directing Which Broker/Dealer/Custodian to Use..... | 8 |
| B. Aggregating (Block) Trading for Multiple Client Accounts | 8 |
| Item 13: Reviews of Accounts | 9 |
| A. Frequency and Nature of Periodic Reviews and Who Makes Those Reviews..... | 9 |
| B. Factors That Will Trigger a Non-Periodic Review of Client Accounts..... | 9 |
| C. Content and Frequency of Regular Reports Provided to Clients..... | 9 |
| Item 14: Client Referrals and Other Compensation | 9 |
| A. Economic Benefits Provided by Third Parties for Advice Rendered to Clients (Includes Sales Awards or Other Prizes) 9 | |
| B. Compensation to Non – Advisory Personnel for Client Referrals..... | 9 |
| Item 15: Custody | 9 |
| Item 16: Investment Discretion | 10 |
| Item 17: Voting Client Securities (Proxy Voting)..... | 10 |
| Item 18: Financial Information | 10 |
| A. Balance Sheet | 10 |

| | | |
|---|--|----|
| B. | Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients | 10 |
| C. | Bankruptcy Petitions in Previous Ten Years | 10 |
| Item 19: Requirements For State Registered Advisers | | 11 |
| A. | Principal Executive Officers and Management Persons; Their Formal Education and Business Background | 11 |
| B. | Other Businesses in Which This Advisory Firm or its Personnel are Engaged and Time Spent on Those (If Any) | 11 |
| C. | How Performance-based Fees are Calculated and Degree of Risk to Clients | 11 |
| D. | Material Disciplinary Disclosures for Management Persons of this Firm | 11 |
| E. | Material Relationships That Management Persons Have With Issuers of Securities (If Any) | 11 |

Item 4: Advisory Business

A. Description of the Advisory Firm

Boyd Investment Management, LLC is a Limited Liability Company organized in the state of Texas.

This firm has been in business since February 24, 2011, and the principal owners are Bruce Harold Boyd and Daniel Raymond Masters.

B. Types of Advisory Services

Boyd Investment Management, LLC (hereinafter "BIM") offers the following services to advisory clients:

Investment Supervisory Services

BIM offers ongoing portfolio management services based on the individual goals, objectives, time horizon, and risk tolerance of each client. BIM creates an Investment Policy Statement for each client, which outlines the client's current situation (income, tax levels, and risk tolerance levels) and then constructs a plan (the Investment Policy Statement) to aid in the selection of a portfolio that matches each client's specific situation. Investment Supervisory Services include, but are not limited to, the following:

- Investment strategy
- Asset allocation
- Risk tolerance
- Personal investment policy
- Asset selection
- Regular portfolio monitoring

BIM evaluates the current investments of each client with respect to their risk tolerance levels and time horizon. BIM will request discretionary authority from clients in order to select securities and execute transactions without permission from the client prior to each transaction. Risk tolerance levels are documented in the Investment Policy Statement, which is given to each client.

Services Limited to Specific Types of Investments

BIM limits its money management to mutual funds, equities, bonds, fixed income, debt securities, ETFs, managers, REITs, insurance products including annuities, and government securities. BIM may use other securities as well to help diversify a portfolio when applicable.

C. Client Tailored Services and Client Imposed Restrictions

BIM offers the same suite of services to all of its clients. However, specific client financial plans and their implementation are dependent upon the client Investment Policy Statement which outlines each client's current situation (income, tax levels, and risk tolerance levels) and is used to construct a client specific plan to aid in the selection of a portfolio that matches restrictions, needs, and targets.

Clients may impose restrictions in investing in certain securities or types of securities in accordance with their values or beliefs. However, if the restrictions prevent BIM from properly servicing the client account, or if the restrictions would require BIM to deviate from its standard suite of services, BIM reserves the right to end the relationship.

D. Wrap Fee Programs

BIM does not participate in any wrap fee programs.

E. Amounts Under Management

BIM is a newly formed investment advisory firm, as such; its current assets under management are not yet reported.

Item 5: Fees and Compensation

A. Fee Schedule

Investment Supervisory Services Fees

| Total Assets Under Management | Annual Fee |
|-------------------------------|------------|
| First \$3,000,000 | 1.25% |
| Next \$7,000,000 | 1.00% |
| Above \$10,000,000 | 0.75% |

These fees are negotiable and the final fee schedule is attached as Exhibit II of the Investment Advisory Contract. Fees are paid quarterly in arrears, and clients may terminate their contracts with fifteen days' written notice. Because fees are charged in arrears, no refund policy is necessary. Clients may terminate their accounts without penalty within 5 business days of signing the advisory contract. Advisory fees are withdrawn directly from the client's accounts with client written authorization.

In cases where Advisor fees are directly deducted, BIM is required to a.) Obtain client authorization, b.) Send a copy of the invoice to the client at the same time that the BIM directs invoice to the custodian for payment, c.) Disclose that the custodian will send quarterly invoices to the client wherein Advisor fees are itemized.

B. Payment of Fees

Payment of Investment Supervisory Fees

Advisory fees are withdrawn directly from the client's accounts with client written authorization. Fees are paid quarterly in arrears.

Advisory fees may also be invoiced and billed directly to the client quarterly in arrears. Clients may select the method in which they are billed.

C. Clients Are Responsible For Third Party Fees

Clients are responsible for the payment of all third party fees (i.e. custodian fees, mutual fund fees, transaction fees, etc.). Those fees are separate and distinct from the fees and expenses charged by BIM. Please see Item 12 of this brochure regarding broker/custodian.

D. Prepayment of Fees

BIM collects its fees in arrears. It does not collect fees in advance.

E. Outside Compensation For the Sale of Securities to Clients

Neither BIM nor its supervised persons accept any compensation for the sale of securities or other investment products, including asset-based sales charges or services fees from the sale of mutual funds.

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

BIM does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

Item 7: Types of Clients

BIM generally provides management supervisory services to High-Net-Worth Individuals.

Minimum Account Size:

There is no account minimum.

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

A. Methods of Analysis and Investment Strategies

Methods of Analysis

BIM's methods of analysis include charting analysis, fundamental analysis, technical analysis, and cyclical analysis.

Charting analysis involves the use of patterns in performance charts. BIM uses this technique to search for patterns used to help predict favorable conditions for buying and/or selling a security.

Fundamental analysis involves the analysis of financial statements, the general financial health of companies, and/or the analysis of management or competitive advantages.

Technical analysis involves the analysis of past market data; primarily price and volume.

Cyclical analysis involved the analysis of business cycles to find favorable conditions for buying and/or selling a security.

Investment Strategies

BIM uses long term trading, short term trading, short sales, and margin transactions strategies.

Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

B. Material Risks Involved

Methods of Analysis

Charting analysis strategy involves using and comparing various charts to predict long and short term performance or market trends. The risk involved in solely using this method is that only past performance data is considered without using other methods to crosscheck data. Using charting analysis without other methods of analysis would be making the assumption that past performance will be indicative of future performance. This may not be the case.

Fundamental analysis concentrates on factors that determine a company's value and expected future earnings. This strategy would normally encourage equity purchases in stocks that are undervalued or priced below their perceived value. The risk assumed is that the market will fail to reach expectations of perceived value.

Technical analysis attempts to predict a future stock price or direction based on market trends. The assumption is that the market follows discernible patterns and if these patterns can be identified then a prediction can be made. The risk is that markets do not always follow patterns and relying solely on this method may not work long term.

Cyclical analysis assumes that the markets react in cyclical patterns which, once identified, can be leveraged to provide performance. The risks with this strategy are two-fold: 1) the markets do not always repeat cyclical patterns and 2) if too many investors begin to implement this strategy, it changes the very cycles they are trying to take advantage of.

Investment Strategies

Long term trading is designed to capture market rates of both return and risk. Frequent trading, when done, can affect investment performance, particularly through increased brokerage and other transaction costs and taxes.

Short term trading, short sales, and margin transactions generally hold greater risk and clients should be aware that there is a material risk of loss using any of those strategies.

Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

C. Risks of Specific Securities Utilized

BIM generally seeks investment strategies that do not involve significant or unusual risk beyond that of the general domestic and/or international equity markets. However, it will utilize short sales and margin transactions. Short sales and margin transactions generally hold greater risk of capital loss and clients should be aware that there is a material risk of loss using any of those strategies.

Past performance is not a guarantee of future returns. Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

Item 9: Disciplinary Information

A. Criminal or Civil Actions

There are no criminal or civil actions to report.

B. Administrative Proceedings

There are no administrative proceedings to report.

C. Self-regulatory Organization (SRO) Proceedings

There are no self-regulatory organization proceedings to report.

Item 10: Other Financial Industry Activities and Affiliations

A. Registration as a Broker/Dealer or Broker/Dealer Representative

Neither BIM nor its representatives are registered as a broker/dealer or as representatives of a broker/dealer.

B. Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor

Neither BIM nor its representatives are registered as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor.

C. Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests

Bruce Harold Boyd is a licensed insurance agent and owner of the insurance agency, Heritage Planning Financial Group, Inc. From time to time, he will offer clients advice or products from those activities. Clients should be aware that these services pay a commission and involve a possible conflict of interest, as commissionable products can conflict with the fiduciary duties of a registered investment adviser. BIM always acts in

the best interest of the client; including the sale of commissionable products to advisory clients. Clients are in no way required to implement the plan through any representative of BIM in their capacity as an insurance agent.

Bruce Harold Boyd is also the owner of Newport Pelican Group, Inc a management consulting business, and owner of Pelican Properties BZE, Inc a restaurant and bar business. From time to time, he will offer clients advice or products from those activities. BIM always acts in the best interest of the client.

D. Selection of Other Advisors or Managers and How This Adviser is Compensated for Those Selections

BIM does not utilize nor select other advisors or third party managers. All assets are managed by BIM management.

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

A. Code of Ethics

We have a written Code of Ethics that covers the following areas: Prohibited Purchases and Sales, Insider Trading, Personal Securities Transactions, Exempted Transactions, Prohibited Activities, Conflicts of Interest, Gifts and Entertainment, Confidentiality, Service on a Board of Directors, Compliance Procedures, Compliance with Laws and Regulations, Procedures and Reporting, Certification of Compliance, Reporting Violations, Compliance Officer Duties, Training and Education, Recordkeeping, Annual Review, and Sanctions. Clients may request a copy of our Code of Ethics from management.

B. Recommendations Involving Material Financial Interests

BIM does not recommend that clients buy or sell any security in which a related person to BIM has a material financial interest.

C. Investing Personal Money in the Same Securities as Clients

From time to time, representatives of BIM may buy or sell securities for themselves that they also recommend to clients. This may provide an opportunity for representatives of BIM to buy or sell the same securities before or after recommending the same securities to clients resulting in representatives profiting off the recommendations they provide to clients. BIM will always document any transactions that could be construed as conflicts of interest and will always transact client business before their own when similar securities are being bought or sold.

D. Trading Securities At/Around the Same Time as Clients' Securities

From time to time, representatives of BIM may buy or sell securities for themselves at or around the same time as clients. This may provide an opportunity for representatives of BIM to buy or sell securities before or after recommending securities to clients resulting in representatives profiting off the recommendations they provide to clients. BIM will always transact clients business before its own when similar securities are being bought or sold.

Item 12: Brokerage Practices

A. Factors Used to Select Custodians and/or Broker/Dealers

The Custodian will be chosen based on their relatively low transaction fees and access to mutual funds and ETFs. BIM will never charge a premium or commission on transactions, beyond the actual cost imposed by Custodian.

1. Research and Other Soft-Dollar Benefits

BIM receives no research, product, or services other than execution from a broker-dealer or third-party in connection with client securities transactions ("soft dollar benefits").

2. Brokerage for Client Referrals

BIM receives no referrals from a broker-dealer or third party in exchange for using that broker-dealer or third party.

3. Clients Directing Which Broker/Dealer/Custodian to Use

BIM will not allow clients to direct BIM to use a specific broker-dealer to execute transactions. Clients must use BIM recommended custodian (broker-dealer). By requiring clients to use our specific custodian, BIM may be unable to achieve most favorable execution of client transactions and this may cost clients money over using a lower-cost custodian.

B. Aggregating (Block) Trading for Multiple Client Accounts

BIM maintains the ability to block trade purchases across accounts. While block trading may benefit clients by purchasing larger blocks in groups, we do not feel that the clients are at a disadvantage due to the best execution practices of our custodian.

Item 13: Reviews of Accounts

A. Frequency and Nature of Periodic Reviews and Who Makes Those Reviews

Client accounts are reviewed at least quarterly only by Bruce Harold Boyd, Managing Member. Bruce Harold Boyd is the chief advisor and is instructed to review clients' accounts with regards to their investment policies and risk tolerance levels. All accounts at BIM are assigned to this reviewer.

B. Factors That Will Trigger a Non-Periodic Review of Client Accounts

Reviews may be triggered by material market, economic or political events, or by changes in client's financial situations (such as retirement, termination of employment, physical move, or inheritance).

C. Content and Frequency of Regular Reports Provided to Clients

Each client will receive at least quarterly a written report that details the clients account which may come from the custodian.

Item 14: Client Referrals and Other Compensation

A. Economic Benefits Provided by Third Parties for Advice Rendered to Clients (Includes Sales Awards or Other Prizes)

BIM does not receive any economic benefit, directly or indirectly from any third party for advice rendered to BIM clients.

B. Compensation to Non - Advisory Personnel for Client Referrals

BIM does not directly or indirectly compensate any person who is not advisory personnel for client referrals.

Item 15: Custody

BIM, with Client's written authority, has limited custody of client's assets through direct fee deduction of BIM's Fees only. Constructive custody of all client's assets and holdings is maintained primarily at the Custodian. Clients will receive all required account statements and billing invoices that are required in each jurisdiction, and they should carefully review those statements for accuracy.

Item 16: Investment Discretion

For those clients' accounts where BIM provides ongoing supervision, the client has given BIM written discretionary authority over the client's accounts with respect to securities to be bought or sold and the amount of securities to be bought or sold. Details of this relationship are fully disclosed to the client before any advisory relationship has commenced. The client provides BIM discretionary authority via a limited power of attorney in the Investment Advisory Contract and in the contract between the client and the custodian.

Item 17: Voting Client Securities (Proxy Voting)

BIM will not ask for, nor accept voting authority for client securities. Clients will receive proxies directly from the issuer of the security or the custodian. Clients should direct all proxy questions to the issuer of the security.

Item 18: Financial Information

A. Balance Sheet

BIM does not require nor solicit prepayment of more than \$500 in fees per client, six months or more in advance and therefore does not need to include a balance sheet with this brochure.

B. Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients

Neither BIM nor its management have any financial conditions that are likely to reasonably impair our ability to meet contractual commitments to clients.

C. Bankruptcy Petitions in Previous Ten Years

BIM has not been the subject of a bankruptcy petition in the last ten years.

Item 19: Requirements For State Registered Advisers

A. Principal Executive Officers and Management Persons; Their Formal Education and Business Background

BIM currently has only one management person/executive officer; Bruce Harold Boyd. Bruce Harold Boyd's education and business background can be found on the Supplemental ADV Part 2B form.

B. Other Businesses in Which This Advisory Firm or its Personnel are Engaged and Time Spent on Those (If Any)

Bruce Harold Boyd's other business activities can be found on the Supplemental ADV Part 2B form.

C. How Performance-based Fees are Calculated and Degree of Risk to Clients

BIM does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

D. Material Disciplinary Disclosures for Management Persons of this Firm

No management person at BIM or BIM has been involved in an arbitration claim or been found liable in a civil, self-regulatory organization, or administrative proceeding that is material to the client's evaluation of the firm or its management.

E. Material Relationships That Management Persons Have With Issuers of Securities (If Any)

Neither BIM, nor its management persons, has any relationship or arrangement with issuers of securities.