



3 Sisters

Sustainable Management LLC

ADV Brochure May 2012

This brochure provides information about the qualifications and business practices of 3Sisters Sustainable Management, LLC. If you have any questions about the contents of this brochure, please contact us at 215-525-4857. 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 3Sisters Sustainable Management, LLC also is available on the SEC's website at www.adviserinfo.sec.gov.

3Sisters Sustainable Management, LLC

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ADVISORY BUSINESS

3Sisters Sustainable Management, LLC is a performance driven investment management company that synthesizes old school professional deep value management style with pragmatic hedging techniques and sustainable investments in all asset classes. 3Sisters Sustainable Management provides asset allocation and advisory services for sustainable investing across a variety of asset classes including US equities, international equities, fixed income, real assets and alternative investments including private equity and hedged equity. These services are offered to high net worth individuals, high net worth families, trusts, endowments, plan sponsors, family offices and other investment advisors.

3Sisters Sustainable Management, LLC has developed the building blocks for a “strategic ecosystem of sustainable investments” with the goal of applying sustainability standards to the practice of investing money. *Strategic* means that each investment strategy can be weighted deliberately by advisors to provide appropriate growth and financial security; *ecosystem* because of the diverse assortment of synergistic investments both traditional and alternative; and *sustainable* because the research process focuses on global and local initiatives with products and services that provide positive impact. The 3Sisters team is dedicated to addressing the serious environmental and social issues of our time through sustainable investing in capital markets. Our view of sustainability is comprehensive: environmental sustainable practices, social justice and freedom of expression are all part of a sustainable world. We strive to use the power of private capital to support and promote a just, sustainable world.

3Sisters invests in companies that demonstrate social and environmental responsibility. This falls into three general categories:

1. Companies that directly contribute to a sustainable society by offering products or services that have a high positive social or environmental impact.
2. Pioneers in corporate social responsibility. These organizations are purpose-driven and demonstrate their ability to balance profit generation, responsible environmental stewardship and positive social change.
3. Organizations that are making significant efforts to follow in the footsteps of pioneers with meaningful commitments to social responsibility that span their operations and have tangible results.

3Sisters Sustainable Management, LLC was established in September 2011. The principal owners are:

Bingham, G. Benjamin

Chief Executive Officer

Owner



Private separate accounts can be tailored to meet the values of the investor if they are within the broad definition of sustainable, as set forth above.

As of 03/31/2012, 3Sisters Sustainable Management, LLC is a newly established firm and manages the following amount of client assets:

\$ 34,097,080.00 in discretionary assets

\$ 0 in non-discretionary assets

\$34,097,080.00 in total assets

FEES AND COMPENSATION

3Sisters Sustainable Management, LLC is compensated for their services based on the following fee schedule:

INVESTMENT ADVISORY FEES:

3Sisters Sustainable Management, LLC is compensated for providing services in an advisory capacity, offering a financial check-up and portfolio review on a fee-for-service basis.

3Sister's fee schedule is:

Assets up to \$1 million - 1.00% (.01)

\$1 million to \$5 million - 0.75% (.0075)

\$5 million to \$10 million - 0.50% (.005)

\$10 million and up - 0.25% (.0025)

The advisory fees are billed quarterly based on the value of the assets at the end of each quarter regardless of performance. These fees are billed directly to the client after the completion of each quarter. These fees are not paid in advance by the client. Fees are negotiable.

No member of 3Sisters Sustainable Management, LLC accepts compensation for the sale of securities or other investment products.



INVESTMENT PORTFOLIO MANAGEMENT FEES:

Investment Portfolios:

The Global Large Cap Portfolio	1.0% of assets under management annually
The Hedged Equity Portfolio	1.0% of assets under management annually
The Global Community Impact Portfolio	1.5% of assets under management annually
The Enhanced-Cash Portfolio	0.5% of assets under management annually
The Green Real Asset Portfolio	1.0% of assets under management annually

The fees for investment management portfolio services are deducted from returns and all returns are posted net of investment management fees, custodian, accounting, legal, brokerage, administrative, social screening and research. These fees are billed directly to the portfolios on a monthly basis and they are not paid in advance by the portfolios. The Management Fee is calculated monthly in arrears as of the last day of each calendar month, and payable monthly in arrears as of the last day of each fiscal quarter. These fees are not billed to clients directly; however, they are indirectly incurred by clients by virtue of the pro rata reduction of such client's assets invested in the portfolios.

No member of 3 Sisters Sustainable Investments, LLC accepts compensation for the sale of securities or other investment products.

PERFORMANCE BASED FEES AND SIDE-BY-SIDE MANAGEMENT

3Sisters Sustainable Management, LLC does not accept performance based fees.

TYPES OF CLIENTS

3Sisters Sustainable Management, LLC provides investment advice to pooled investment vehicles and separate accounts used by high net worth families, trusts, endowments, plan sponsors and other investment advisors. The minimum investment requirement is \$1 million for pooled vehicles while the minimum for separate accounts is \$10 million.

3Sisters Sustainable Management, LLC provides investment advisory advice to a variety of clients including high net worth individuals, high net worth families, trusts, endowments, plan sponsors, family



offices and other investment advisors. The minimum investment requirement is \$1 million. It reserves the right to waive this minimum in certain circumstances at its discretion.

METHOD OF ANALYSIS, INVESTMENT STRATEGY AND RISK OF LOSS

INVESTMENT ADVISORY SERVICES

Starting with the premise that clients can integrate their values into their investments without sacrificing returns, 3Sisters Sustainable Management, LLC manages assets uniquely for each client providing:

- Competitive market returns,
- Positive social and environmental impact,
- Risk management,
- Lower cost

3Sisters Sustainable Management's investment management process optimizes risk, return and social impact by

- Understanding and customizing client's risk and return targets,
- Designing custom asset allocation and diversification,
- Constructing portfolios which integrate the investor's values,
- Reviewing and adjusting the asset allocation based on market conditions.

Asset allocation is the fundamental tool for building portfolios that meet the risk/return goals of each client. Asset allocation ordinarily enables achieving targeted returns with less risk. Because 90%+ of portfolio performance is attributable to asset allocation 3Sisters works diligently to construct client-specific and effective asset allocation.

3Sisters Sustainable Management, LLC relies heavily on customized asset allocation programs designed to meet the risk/reward profile of each client. Many asset managers use historical return, risk and correlation data from "backward looking" external vendors as the foundation for their asset allocation decisions. What is unique about 3Sisters is not only the use of their own "top-down" and "bottom-up" research and analysis but, more importantly, the fact that they use this information to derive proprietary forward looking return expectations. This proactive approach, based on detailed fundamental analysis, creates much different outcomes when markets are at extremes.



INVESTMENT PORTFOLIO MANAGEMENT RISKS

3Sisters invests in the securities of companies that demonstrate social and environmental responsibility. This falls into three general categories:

- Companies that directly contribute to a sustainable society by offering products or services that have a high positive social or environmental impact.
- Pioneers in corporate social responsibility. These organizations are purpose-driven and demonstrate their ability to balance profit generation, responsible environmental stewardship and positive social change.
- Organizations that are making significant efforts to follow in the footsteps of pioneers with meaningful commitments to social responsibility that span their operations and have tangible results.

3Sisters' research process applies a "positive" approach to screening, using four principles (outlined below) derived from the natural step framework (<http://www.naturalstep.org/the-system-conditions>) which forms the foundation of our research process:

- Rather than extracting substances from below the earth's crust, give preference to products and services that recycle and reuse materials;
- Rather than creating synthetic compounds with unknown long term issues, give preference to natural processes and compounds;
- Rather than degrading the environment, give preference to solutions for cleaning up and enhancing the biosphere and life on earth;
- Most importantly, always look first at what are the key human needs of our time and find ways to resolve them sustainably and with respect for local cultures.

Using the natural step framework as the foundation, we have constructed leading goals/themes for a broad range of industries. Additionally we may consider different ideals for equities, fixed income and cash management. As there are no standardized metrics or independent scoring systems which track this, decisions about what companies to include in the portfolios are based on 3Sisters' judgment on the meaningfulness of accomplishments, the severity of any company-related controversy and the quality of available information. This allows 3 Sisters Sustainable Investments to create, track and monitor best practices among the investees and to raise standards as more companies and institutions advance their commitments to sustainability and as the 3 Sisters Sustainable Investments team evolves its own internal understanding of the same.



DISCIPLINARY INFORMATION

3Sisters Sustainable Management, LLC has not been involved in any disciplinary or legal events, nor have any of the officers or principals in the firm been involved in any disciplinary or legal actions.

OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

3Sisters Sustainable Management, LLC does not engage in any additional financial industry activities or affiliations.

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

3Sisters Sustainable Management, LLC requires that all employees follow our code of ethics that was adopted pursuant to the Securities and Exchange Commission rule 204A-1. A copy of this code of ethics is available upon client or prospective client request.

Employees must at all times act in the sole and best interests of clients. Employees must (i) avoid Conflicts of Interest and (ii) promptly advise their supervisor and Compliance Officer of any potential Conflict of Interest. A Conflict of Interest includes, without limitation, any situation in which an employee has a personal interest in the purchase or sale of a security, contract or other investment by the company or a client thereof. The Chief Compliance Officer must be advised of any action that might be construed as an attempt to exercise improper influence in connection with any investment decision to be made on behalf of a client.

In the event of ambiguity of or conflict between or among one or more provisions of the Code, the Chief Compliance Officer with the concurrence of the legal counsel shall have authority to interpret such provision(s) and such interpretation shall be final and binding.



BROKERAGE PRACTICES

3Sisters Sustainable Management, LLC does not engage in directed brokerage, use soft dollars or consider client referrals when selecting brokers.

REVIEW OF ACCOUNTS

3Sisters Sustainable Management, LLC reviews all client accounts and asset allocation on a quarterly basis. If a client requests a review of their accounts between quarters, that review will be accommodated by the portfolio manager as needed.

Reviews are conducted by:

Jessy Nadar

G. Benjamin Bingham

Clients are presented with reports on a quarterly basis, within 4 weeks of the end of the quarter. These reports are provided as PDF files transmitted via email or mailed through the postal service, depending on client preference. These reports include individual portfolio performance, comparative benchmarks, and asset allocation targets v actual.

CLIENT REFERRALS AND OTHER COMPENSATION

3Sisters Sustainable Management, LLC does not have any arrangements to receive economic benefits for providing investment advice or other advisory services to our clients. 3Sisters Sustainable Management, LLC does not pay referral or finder's fees for new clients.

CUSTODY

3Sisters Sustainable Management, LLC does not hold direct custody of any of its managed portfolio funds. They are held at an outside financial institution. Client statements are provided by 3Sisters Sustainable Management on a quarterly basis unless there is a request for additional statements.



INVESTMENT DISCRETION

3Sisters Sustainable Management, LLC has discretionary authority to manage the securities within the investment portfolios of their clients. An investment advisory agreement is signed before this authority is assumed by 3Sisters Sustainable Management. While maintaining discretion, clients are contacted should there be changes in strategy. In addition clients may request consideration of potential changes and their views will be considered and we will use our best effort to inform clients of what is in their best interest. Inside pooled funds, 3Sisters has complete discretion once the subscription documents have been signed by the client. Separately managed accounts will be managed with discretion.

VOTING CLIENT SECURITIES

3Sisters Sustainable Investments has a proxy voting policy in which proxy votes will be submitted based on the principles followed in our research process including social, environmental and financial considerations. Clients cannot direct our vote. Clients may obtain a copy of our proxy voting policy upon request. Clients may also request a copy of historical voting.

FINANCIAL INFORMATION

3Sisters Sustainable Management does not require or solicit the prepayment of any client fees.



**Three Sisters
Balance Sheet
As of December 31, 2011**

	Dec 31, 11
ASSETS	
Current Assets	
Checking/Savings	
TD Bank	3,764.39
US Bank	688.55
Total Checking/Savings	4,452.94
Accounts Receivable	
Accounts Receivable	67,793.87
Total Accounts Receivable	67,793.87
Other Current Assets	
Due from I3 Advisors	4,891.27
Receivable from Priv equity fd	8,813.51
Total Other Current Assets	13,704.78
Total Current Assets	85,951.59
Fixed Assets	
Furniture and Equipment	35,446.79
Total Fixed Assets	35,446.79
Other Assets	
Amero Investment	1,406,000.00
CSR Hub Investment	200,000.00
E3 Risk Capital	450,000.00
I3 Advisors Shares	350,000.00
Meidlilinger Shares	529,990.00
Total Other Assets	2,935,990.00
TOTAL ASSETS	3,057,388.38
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
Accounts Payable	107,951.76
Total Accounts Payable	107,951.76
Credit Cards	
AMEX	1,236.32
Total Credit Cards	1,236.32
Other Current Liabilities	
Amero Payable	939,000.00
Total Other Current Liabilities	939,000.00
Total Current Liabilities	1,048,188.08
Long Term Liabilities	
General Fund Note	
Accrued Interest 7%	141,037.15
General Fund Note - Other	1,500,000.00
Total General Fund Note	1,641,037.15
SHIP PFI Note	
7% Accrued Interest	69,559.86
SHIP PFI Note - Other	878,004.94
Total SHIP PFI Note	947,564.80
Total Long Term Liabilities	2,588,601.95
Total Liabilities	3,636,790.03



	Dec 31, 11
Equity	
Retained Earnings	-185,817.98
Net Income	-393,583.67
Total Equity	-579,401.65
TOTAL LIABILITIES & EQUITY	3,057,388.38

INVESTMENT ADVISOR REPRESENTATIVES

G. Benjamin Bingham

Ben Bingham is the Chief Executive Officer and Founder of the company after developing a unique portfolio management strategy for socially conscious investors at Legg Mason and Citigroup/Smith Barney. He began by advising a network of social entrepreneurs and philanthropists who were dissatisfied with the lack of imagination and direct positive impact found in mutual funds or screened portfolios. Changing the emphasis to positive screening, Mr. Bingham has found it beneficial, financially, socially and environmentally to look for companies that, by their numbers seem to be undervalued by the market, not followed by Wall Street, and with positive stories that meet current problems with long term solutions.

Mr. Bingham is a Fellow of Economists for Peace and Security (EPS). He is a member of the Investor's Circle and the Social Venture Network, and, as a social entrepreneur/investor/money manager, draws on broad experience from hands on management experience at two technology start-ups, one in biological healthcare, and the other a global workflow solution provider.

Ben was born in 1950 and he is a Certified Financial Planner, with a background in philanthropy. In the seventies and early eighties he was a founder of a mixed use residential community with special needs students and apprentices, raising approximately \$1M to fund a start up furniture production and housing. His understanding for the ecology of how things work was also schooled by 10 years of work as a trained bio-dynamic farmer in the 70's and 36 years of marriage, with five grown children and four granddaughters. His training in Gestalt Psychology may also help in understanding the psychology of the market! He attended Groton School, Yale University and Emerson College in England. He is working on two books and writes regularly for New View magazine in the UK.

Ben does not have any legal or disciplinary events. He is not involved in any related business activities nor does he receive any additional compensation for providing advisory services.