

Item 1. Cover Page For Part 2A of Form ADV: Firm Brochure

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This brochure provides information about the qualifications and business practices of Pension Consulting Alliance, Inc. If you have any questions about the contents of this brochure, please contact Kay Ceserani, Chief Compliance Officer, at (503) 226-1050 or by email at kayceserani@pensionconsulting.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 Pension Consulting Alliance, Inc. is also available on the SEC's website at www.adviserinfo.sec.gov.

Please note that the use of the term "registered investment adviser" and description of Pension Consulting Alliance, Inc. and/or our associates as "registered" does not imply a certain level of skill or training. You are encouraged to review this Brochure and Brochure Supplements for our firm's associates who advise you for more information on the qualifications of our firm and our employees.

Item 2. Material Changes

There have not been material changes made to our firm brochure ("Brochure") since its last annual updating amendment to our ADV update on 3/12/2012.

Item 3. Table of Contents

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Item 4. Advisory Business

- A. Description of our advisory firm, including how long we have been in business and our principal owner(s).

We are an independent, full-service investment consulting firm that provides investment advisory services to institutional investors including large and mid-sized pension funds and sponsored 529 college savings plans. Our firm was incorporated in the State of Delaware.

Pension Consulting Alliance, Inc. ("PCA") was founded in 1988 and has been registered as an investment advisor since inception. PCA is 100% employee owned. Currently, Mr. Allan Emkin, Founder and Managing Director, is sole owner of PCA interests. In February 2010, Mr. Emkin formed a board of directors for the company, composed of himself and the four practice group leaders, Mr. Mike Moy, Mr. Neil Rue, Ms. Christy Fields and Ms. Judy Chambers. Members of the board of directors are responsible for overseeing the management of the company.

- B. Description of the types of advisory services we offer.

Our services are based on a client's specific needs and may vary from client to client. We advise on general, alternative and real estate investments, and provide asset allocation studies, investment policy review, performance attribution analysis, portfolio review and restructuring, manager monitoring and searches and performance reporting.

We may also perform services we believe require high levels of customization to meet specific client needs and objectives. These services may include: investment policy development, asset allocation studies, portfolio construction development, annual investment strategy creation, partnership selection, investment vehicle creation, performance monitoring and reporting across the full spectrum of asset classes, including General, Alternative Markets (Private Equity, Infrastructure, Hedge Funds) and Real Estate.

- C. Explanation of whether (and, if so, how) we tailor our advisory services to the individual needs of clients, whether clients may impose restrictions on investing in certain securities or types of securities.

- (i) Individual Tailoring of Advice to Clients:

We offer individualized investment advice to clients. We generally render advice relating to planning and strategy issues concerning the client and the selection/monitoring of investment managers. The client will generally have employed investment managers who may invest in many types of securities. We typically do not offer advice concerning the acquisition of specific securities per se. For example, we may offer advice regarding an equity manager but will not offer advice on the advisability of acquiring specific shares of stock.

We will, however, in the case of private equity limited partnerships and real estate joint ventures, render advice to clients regarding the acquisition of specific limited partnership and ownership interests.

(ii) Ability of Clients to Impose Restrictions on Investing in Certain Securities or Types of Securities:

We allow clients to impose general restrictions on certain types of investments which pertain to services we provide. These directives would be determined at the time of engagement and/or would be contained in the respective client's written investment policies.

D. Participation in wrap fee programs.

We do not offer wrap fee programs.

E. Client Asset Management

We do not manage client assets. PCA performs all services on a purely non-discretionary basis.

Item 5. Fees and Compensation

A. Description of how we are compensated for our advisory services.

All clients of PCA are qualified purchasers. As such advisory fees are properly outlined in the client agreement.

B. Description of whether we deduct fees from clients' assets or bill clients for fees incurred.

All clients are billed for fees incurred.

C. Description of any other types of fees or expenses clients may pay in connection with our advisory services, such as custodian fees or mutual fund expenses.

Clients may incur transaction charges for trades that we recommend and are executed in their accounts by qualified custodians. These transaction fees are separate from our fees and will be disclosed by the firm that the trades are executed through. Also, clients will pay the following separately incurred expenses, which we do not receive any part of: charges imposed directly by a mutual fund, index fund, or exchange traded fund which shall be disclosed in the fund's prospectus (i.e., fund management fees and other fund expenses), as well as management fees and performance-based fees involved in a private equity or hedge fund, all of which are disclosed in the respective fund's offering materials and governing legal documents.

D. Client's advisory fees are due quarterly in arrears.

We charge our advisory fees quarterly in arrears. If a client wishes to terminate our services, they need to contact us in writing and state that they wish to terminate their

agreement with us. Upon receipt of a client's letter of termination, we will charge the client a pro rata advisory fee for services rendered up to the point of termination.

E. Commissionable securities sales.

We do not sell securities or other investment products therefore there are no commissionable securities sales.

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

We do not charge performance-based fees to our clients.

Item 7. Types of Clients and Account Requirements

Our client base consists of entirely institutional investors including pension and profit sharing plans and State sponsored 529 College Savings Plans. We do not have requirements for opening and maintaining accounts or otherwise engaging us.

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

A. Description of the methods of analysis and investment strategies we use in formulating investment advice or managing assets.

Methods of Analysis: Our analysis methods include original research, reports generated by Wall Street firms, research prepared by others, interviews with investment managers and corporate inspections, financial newspapers and magazines, etc. In addition, we form alliances with certain research/consulting firms on a fee-for-service basis (hard dollar payments) to obtain access to their research and/or services. PCA also subscribes to various third-party databases (i.e. investment manager).

Investment Strategies: We do not implement investment strategies, and do not primarily recommend any particular type of security. We will offer advice to a client concerning the use of different strategies and the potential risks and rewards associated with each. PCA will also work with its clients in establishing appropriate benchmarks to measure the performance of those managers who employ these strategies.

Risk of Loss: Investing involves risk of loss that clients should be prepared to bear. It is important that you understand the risks associated with investing in the stock market, are appropriately diversified in your investments, and ask us any questions you may have.

Item 9. Disciplinary Information

There are no legal or disciplinary events that are material to a client's or prospective client's evaluation of our advisory business or the integrity of our management.

Item 10. Other Financial Industry Activities and Affiliations

We have no other financial industry activities and affiliations to disclose.

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

Brief description of our Code of Ethics adopted pursuant to SEC rule 204A-1 and offer to provide a copy of our Code of Ethics to any client or prospective client upon request.

As a fiduciary, we have an affirmative duty to render continuous, unbiased investment advice, and at all times act in our clients' best interest. We have adopted a Code of Ethics pursuant to SEC rule 204A-1 that establishes the fundamental principles of conduct and professionalism expected by all personnel in discharging their duties. Our Code of Ethics requires all personnel to adhere to high standards of honest and ethical conduct and, among other things, to comply with various reporting and approval requirements as to securities transactions. Upon employment or affiliation and at least annually thereafter, all personnel are required to sign an acknowledgement that they have read, understand, and agree to comply with our Code of Ethics.

Copies of our Code of Ethics are available to clients or prospective clients upon request.

Item 12. Brokerage Practices

Description of the factors that we consider in selecting or recommending broker-dealers for client transactions and determining the reasonableness of their compensation (e.g., commissions).

We do not recommend broker-dealers.

Item 13. Review of Accounts or Financial Plans

- A. Review of client accounts or financial plans, along with a description of the frequency and nature of our review, and the titles of our employees who conduct the review.

Clients receive reviews of their investment plans for the duration of our consulting relationship from our Managing Directors, Principals, Senior Vice Presidents or Vice Presidents. We also provide ongoing services to clients and meet with them upon their request to discuss updates to their plans, changes in their circumstances, etc.

- B. Review of client accounts on other than a periodic basis, along with a description of the factors that trigger a review.

We may review client accounts more frequently than described above. Among the factors which may trigger an off-cycle review are major market or economic events, requests by the client, etc.

- C. Description of the content and indication of the frequency of written or verbal regular reports we provide to clients regarding their accounts.

The content and frequency of written or verbal reports to clients is dependent on client request. Typically, clients receive quarterly and annual reports which reflect the performance of their portfolios as a whole and performance of each asset class within the portfolio. Clients also receive interim reports which contain specific analysis relating to components of the portfolio upon request.

Item 14. Client Referrals and Other Compensation

- A. If someone who is not a client provides an economic benefit to our firm for providing investment advice or other advisory services to our clients, we must generally describe the arrangement. For purposes of this Item, economic benefits include any sales awards or other prizes.

No such relationships exist.

- B. If our firm or a related person directly or indirectly compensates any person who is not our employee for client referrals, we are required to describe the arrangement and the compensation.

We do not pay referral fees to independent solicitors for the referral of their clients to our firm in accordance with Rule 206 (4)-3 of the Investment Advisers Act of 1940.

Item 15. Custody

If we have custody of client funds or securities and a qualified custodian as defined in SEC rule 206(4)-2 or similar state rules (for example, a broker-dealer or bank) does not send account statements with respect to those funds or securities directly to our clients, we must disclose that we have custody and explain the risks that you will face because of this.

We do not have custody of client funds or securities.

Item 16. Investment Discretion

If we accept discretionary authority to manage securities accounts on behalf of clients, we are required to disclose this fact and describe any limitations our clients may place on our authority.

We do not take or exercise investment discretion with respect to our clients.

Item 17. Voting Client Securities

If we have, or will accept, proxy authority to vote client securities, we must briefly describe our voting policies and procedures, including those adopted pursuant to SEC Rule 206(4)-6.

We do not and will not accept the proxy authority to vote client securities. Clients will receive proxies or other solicitations directly from their custodian or a transfer agent. In the event that proxies are sent to our firm, we will forward them on to the client and ask the

party who sent them to mail them directly to the client in the future. Clients may call, write or email us to discuss questions they may have about particular proxy votes or other solicitations.

Item 18. Financial Information

- A. If we require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance, we must include a balance sheet for our most recent fiscal year.

We do not require nor do we solicit prepayment of more than \$1,200 in fees per client, six months or more in advance. Therefore we have not included a balance sheet for our most recent fiscal year.

- B. If we are an SEC-registered adviser and have discretionary authority or custody of client funds or securities, or we require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance, we must disclose any financial condition that is reasonably likely to impair our ability to meet contractual commitments to clients.

We have nothing to disclose in this regard.

- C. If we have been the subject of a bankruptcy petition at any time during the past ten years, we must disclose this fact, the date the petition was first brought, and the current status.

We have nothing to disclose in this regard.