

Item 1 – Cover Page

**Norfolk Advisors, LLC**

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**This brochure provides information about the qualifications and business practices of Norfolk Advisors, LLC (“Norfolk”). If you have any questions about the contents of this brochure, please contact us at (. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission (“SEC”) or by any state securities authority.**

**Additional information about Norfolk Advisors is available on the SEC’s website at [www.adviserinfo](http://www.adviserinfo).**

**FORM ADV  
Part 2A**

Applicant:  
**Norfolk Advisors, LLC**

SEC File  
Number:

Date:  
**June 27, 2013**

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**Item 2: This brochure dated June 27, 2013 is the initial brochure for Norfolk Advisors, LLC.**

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**Item 4 – Advisory Business**

Norfolk Advisors, LLC (the “Adviser” or “Norfolk”) is an SEC registered Investment adviser established by Bernard Weis, CEO, and Paul Gregory Babij, President.

Norfolk provides customized investment advisory services to institutional investors, each referred to herein as a “Client”.

Norfolk provides advice and investment strategies in traditional Capital Markets and Alternative Investments. Norfolk uses fundamental and technical strategies focused on client’s specific investment objectives.

Norfolk provides performance attribution and evaluation services, portfolio construction optimizations, asset allocation recommendations and investment and risk management analysis and advisory services.

These services are provided pursuant to a written investment advisory agreement between Norfolk and the client to which Norfolk agrees to advise or manage the client’s funds in accordance with client-mandated investment objectives. Norfolk also acts as sub-advisor and provides portfolio analysis and strategies through Client’s principal investment manager.

For example, Norfolk may create a separately managed account for the Client’s investment which is subject to specific investment objectives and guidelines for that account specified by the Client. Norfolk may also allow the client to impose specific restrictions on investments, including types of investments within a separately managed account; or Norfolk may provide advice as sub-advisor to a portfolio managed directly by an independent investment advisor/manager. The principals of Norfolk Advisors, LLC are Bernard Weis, CEO; Paul Gregory Babij, President, and Thomas Juterbock, Managing Director.

The Adviser was formed in 2013 and is jointly owned as follows:

- 30% by Norfolk Management Group LLC;
- 30% by Specularen LLC;
- 29% duLac LLC;
- 10% by Thomas Juterbock, Managing Director; and,
- 1% Elene Weis

Messrs. Weis, Babij and Brett Hellerman (referred to below and in Item 10) are the principal beneficial owners of the direct owners of Norfolk Advisors, LLC that are not natural persons,

Mr. Weis, CEO, is the owner of duLac, LLC and Mr. Babj, President, is the owner of Specularen, LLC.

Brett D. Hellerman is the majority owner of Norfolk Management Group, LLC majority owner of Norfolk Markets, LLC and an interest in Advisors, LLC

Norfolk Advisors, LLC has affiliations with other entities engaged in the securities and investment management industries.

Norfolk does not participate or sponsor any wrap fee programs.

**Assets Under Management:**

Norfolk's Advisors, LLC does not, at present, have any assets under management.

**Item 5 – Fees and Compensation**

*Advisory Fees:*

Norfolk negotiates its fees with each Client. All fees are calculated and paid by the Account or their third party administrator in accordance with the investment advisory agreement. Any management fees may be paid on a quarterly basis, or in arrears. Because Norfolk's Clients are all institutional in nature, it typically contracts to receive a performance fee, pursuant to the provisions of Rule 205-3 under the Investment Advisers Act of 1940. If applicable to a given Client, performance fees are calculated and paid on an annual basis. Other terms of the advisory agreement, such as termination and notice requirements, are negotiated on a case-by-case basis.

Client accounts either advised or sub advised by Norfolk may enter into agreements with other service providers such as custodians or administrators, and such service providers may charge the clients additional fees. Clients may also be required to pay brokerage and transaction fees in connection with investment activity in their portfolios. Clients negotiate these arrangements separate and apart from Norfolk, which does not direct Clients to brokers, custodians or other service providers.

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

As discussed above, Norfolk may receive an incentive fee relating to the performance of accounts. The amount or percentage of the fee is negotiated on a case by case basis.

Although Norfolk Advisors does not employ a strict definition of the term "institutional investor" in order to allow for situations when a primary advisor to a client requests that Norfolk serve as a "sub-advisor," this generally refers to an entity (not an individual) which has an investment portfolio in excess of \$100 million.

## **Item 7 – Types of Clients**

Norfolk provides investment advisory services to institutional investors.

## **Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss**

### *Methods of Analysis:*

Norfolk Advisors, LLC focuses primarily on global fixed income, currency, commodity and listed futures markets.

Norfolk's trade identification is based upon fundamental research overlaid with statistical and technical analysis. Norfolk utilizes both comprehensive "top down" fundamental and traditional "bottom up" relative value techniques in defining investment opportunities. Norfolk's investment strategies incorporate market position profiling and technical analysis to identify optimal timing of entry and exit of chosen positions. Norfolk's trade selection and portfolio construction follows a defined process that utilizes directional and relative value strategies to exploit anomalous market conditions. Trade and portfolio construction focuses on the priced probability of outcomes within price regimes rather than modal views. Norfolk's strategies generate returns by realizing market volatility and capturing price movements related to the return of anomalous cross-asset and/or cross-market conditions to a more normal fundamentally valued relationship.

As noted above, some of the Adviser's trading strategies involve the creation of "directional" and "relative value" structures, i.e., non-directional trading that focuses on price differentials between markets or between related investments within a market.

Some of these trading methods include:

- "Directional Trading". Outright long or short positioning in various assets classes.
- "Calendar Spread Trading." The purchase or sale of a futures contract for delivery of a commodity in one month and the opposite sale or purchase of a futures contract for delivery of the same commodity in a different month.
- "Basis Trading." Long position in a (usually sovereign) bond, futures contract or OTC swap, and a corresponding short position in a similar financial instrument. Examples include cash vs. futures, BMA vs. LIBOR, OIS vs. LIBOR, among others.

- “Volatility Arbitrage.” The purchase and simultaneous sale of interest rate swaptions to take advantage of distortions on the volatility surface. Examples include the construction of synthetic forward volatility contracts as well as contingent yield curve arbitrage.
- “Inter-market and Intra-Market Spread Trading.” Long and short positions in different financial instruments where the Adviser has determined that a correlation exists between the two financial instruments.

Norfolk may engage in a broad range of securities, future price contracts, and other derivatives that may be traded long or short in both U.S. and non-U.S. markets. The Adviser is not limited as to the types of technical strategies they may pursue or the types of financial instruments they may purchase. The above discussion of the Advisers’ strategies is not intended to be exhaustive.

### *Risk Management*

Norfolk’s focus is to identify investment opportunities with superior risk/reward parameters. The trade strategies and portfolios are reviewed on an ongoing basis in an effort to maximize returns relative to their risks. The Advisor may also use models developed by third parties to enhance its analysis and to augment its risk analytic and performance attribution systems.

The overall objective is to determine the best possible estimate of the risk of market volatility and to act in accordance with the directives of an account’s defined guidelines and ability to withstand such volatility.

### *General Risks:*

Subject to the specific client mandates and restrictions, material risks include the following:

General Economic and Market Conditions. The success of Norfolk Market’s activities may be affected by overall economic and global financial market conditions such as interest rates, availability of credit, inflation rates, economic uncertainty, changes in laws and national and international political and economic circumstances. These factors may affect the level and volatility of securities prices and market liquidity of certain investments. Unexpected volatility or illiquidity could result in losses.

Swaps and Other Derivatives. Swap and similar derivative transactions are generally not currently traded on exchanges; rather, banks and dealers act as principals in these markets. Accordingly, they are subject to counterparty and market risk.

The Dodd-Frank Wall Street Reform and Consumer Protection Act, commonly referred to as “Dodd-Frank”, adopted in July 2010, includes provisions intended to comprehensively regulate the over-the-counter derivatives markets. (“OTC markets”). Accordingly, significant changes in how these instruments are traded, cleared, and settled are likely to result from Dodd-Frank. However, it is premature to know precisely how the changes will affect each OTC market

Futures Contract Trading. Futures contract prices are highly volatile, and price movements are influenced by a multitude of factors such as supply and demand relationships; government trade, fiscal, monetary and exchange control policies; political and economic events; and emotions in the marketplace. Futures contract trading is highly leveraged. The margin requirement for futures trading is generally very low, which greatly increases the volatility of a portfolio of futures contracts. Like other leveraged investments, futures trades may result in losses in excess of the amount invested. Furthermore, futures trading may be illiquid as a result of daily limits on price movements and adversely affected by speculative position limits. Although the US futures markets are overseen and regulated by the Commodity Futures Trading Commission as well as several self-regulatory organizations, there are many risks implicit in these markets in addition to the risks noted above.

Trading on Non-U.S. Futures Markets. Trading on futures contract markets outside the U.S. is not regulated by any U.S. government agency and may involve certain risks not applicable to trading on U.S. exchanges. In a number of non-U.S. markets, a substantial volume of trades are executed wholly off exchanges by means of privately negotiated and substantially unregulated transactions. U.S. client account access to certain trades may not be the same as those executed by participants in markets outside the U.S. Furthermore, since Norfolk values assets in U.S. Dollars, transactions are subject to the risk of fluctuations in the exchange rate between the local currency and U.S. Dollars, as well as the possibility of exchange controls, in connection with non-U.S. transactions.

Non-U.S. Securities; Non-U.S. Currencies. Investments in securities of non-U.S. issuers and in other financial instruments denominated in various currencies as well as in securities of issuers in any country, developed or undeveloped, entail risks in addition to those involved in investments in securities of domestic issuers. Investing in non-U.S. securities may represent a greater degree of risk than investing in U.S. securities due to exchange rate fluctuations, possible exchange controls, less publicly-available information, different accounting and auditing standards, more volatile markets, less securities regulation, less favorable tax provisions (including possible withholding taxes), political and social upheaval, war or expropriation. Non-U.S. securities also may be less liquid and more volatile than U.S. securities and may involve higher transaction and custodial costs. In addition, hedging foreign currency exchange rate risk entails additional risk since there may be an imperfect correlation between the portfolio holdings of



securities denominated in a particular currency and the portfolio holdings of currencies and foreign currency related products purchased by accounts to hedge any exchange rate risk. Such imperfect correlation may prevent hedge strategies to additional risk of foreign exchange rate loss or expose the client to additional risk of foreign exchange rate loss.

Short Sales. “Short Sales,” entail sales of a security an account does not own. This strategy is typically used in anticipation of a decline in the market value of the security. Losses from short sales are potentially unlimited. Brokers may also require an account to “cover” a short position at an inopportune time. In addition, there can be no assurance that securities necessary to cover a short position will be available for purchase.

Trading in Options. Trading in options is speculative and highly leveraged. Specific market movements of the investment instruments underlying an option cannot accurately be predicted. The purchaser of an option is subject to the risk of losing the entire purchase price of the option. The writer of an option is subject to the risk of loss resulting from the difference between the premium received for the option and the price of the investment instrument underlying the option that the writer must purchase or deliver upon exercise of the option.

Security Futures. The Adviser’s strategies may include trading security futures and options on security futures. Given the leverage inherent in security futures, a relatively small movement in the price of the underlying stock or narrow-based index will have a proportionately larger impact on the Funds’ value. Purchasers of security futures are not in the same position as owners of shares of the underlying stock. Buyers of security futures contracts have no ownership interests or voting rights with respect to the underlying stock. Buyers of security futures contracts also receive no dividends paid by the issuer of the underlying stock whether paid on a quarterly or other regular basis; however, security futures holders should receive the economic value of special dividends and rights distributions scheduled to be distributed before the expiration of the futures contract. An additional important difference between security futures and the underlying stock is that gains and losses on stock futures are realized daily. Moreover, futures contracts expire on a stated date during the contract month and any gains or losses not already realized will be realized at that time. Therefore, unlike shares of stock, an unprofitable security futures position cannot be held indefinitely in the hope of an eventual price recovery.

Highly Leveraged Trading; Volatile Markets. Trading strategies may be aggressive and involve leveraged investment instruments. In addition, the market prices of investment instruments are highly volatile and may be materially affected by unpredictable factors. While volatility creates profit potential, volatility also directly affects the risks associated with trading. The combination of leverage and volatility can subject the value of an account’s investment portfolio to sharp fluctuations, both positive and negative in direction. The

profitability of the Adviser's trade strategies depends to a significant degree on its ability to forecast price movements correctly. If Norfolk fails to correctly predict price movements, substantial losses could result.

Financing Arrangements. Some of the investment strategies utilized by the Adviser require the use of leverage from dealer financing. As a general matter, the banks and dealers that provide financing can apply essentially discretionary margin, "haircut", financing and collateral valuation policies. Changes by banks and dealers in any of the foregoing may result in margin calls, loss of financing, and/or forced liquidations of positions at disadvantageous prices. There can be no assurance that an account will be able to maintain or secure adequate financing, the absence of which could have a material adverse impact its profit potential direction.

*Risk of Loss:*

The risks described above are not a complete list of all risks associated with the described investment strategies. Investing in securities of any type is speculative and can involve a high degree of risk. Investing in securities involves the risk of loss, sometimes of an entire investment, that clients should be prepared to bear.

### **Item 9– Disciplinary Information**

Item 9 is not applicable – Norfolk Advisor, LLC does not have any legal or disciplinary events to disclose on behalf of itself or its employees which would be material to a client's or prospective client's evaluation of Adviser's business or the integrity of management.

### **Item 10 – Other Financial Industry Activities and Affiliations**

Norfolk Advisors, LLC is affiliated with several other entities which operate in the financial markets including, Norfolk Markets, LLC, ("Markets"); and, Wood Creek Capital Management, LLC, ("Wood Creek").

Markets is an SEC registered broker dealer that makes trade recommendations and offers trading strategies to institutional investors for execution, clearance, and settlement through other broker dealers and may provide private placement services for which it receives commissions/fees.

Wood Creek Capital Management, LLC is registered as an investment advisor with the Securities and Exchange Commission. Although principals (Brett

Hellerman and Thomas Juterbock), of Norfolk Advisors, both are also members of Wood Creek's Senior Management. The advisory businesses of the two companies is unrelated. Wood Creek offers advisory services in the areas of tangible and intangible assets such as agriculture, transportation, intellectual property rights, amongst others which is unrelated to the markets on which Norfolk provides advisory services and management

Markets, has placement agreements in place with certain investment managers including its affiliate, Wood Creek, Anthem Music and Media Company, LLC, Rosemount Capital Management, LLC and Techquity Capital Management, LLC) pursuant to which these managers pay Markets placement fees based on the amount of investment funds Markets raises for certain of the managers' funds or investment products. Certain of Wood Creek's clients' money is invested in these managers' investment products; however, no income/compensation in regard to any assets invested by Wood Creek, Wood Creek's client accounts or Wood Creek's funds fee income is paid to Wood Creek principals, Mr. Hellerman and Mr. Juterbock, or and is prohibited to be to paid to any Wood Creek employee dually registered with Norfolk Market, LLC.

Likewise some of the registered representatives of Markets are also employees of Norfolk Advisors, LLC . These individuals have duties and responsibilities to clients of both firms and may be advising clients of the Advisor on the same or similar securities which they are discussing with clients of Markets in connection with securities trading activities. There are no restrictions on the ability of dual employees to service their brokerage and advisory clients at the same time, which may implicate a possible conflict. To mitigate this and other related conflicts, employees of the Advisor are prohibited from personal trading in securities, recommendations and solicitations advisory clients without prior principal approval.

Finally, although not an "affiliate" of Advisors, AVM, L.P. ("AVM") is an independent SEC registered broker dealer located in Boca Raton, Florida. It has entered into an introducing broker agreement with Markets, whereby Markets may refer transactions to be placed by certain of its institutional customers to AVM. Markets receives a referring commission for such trades.

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

Norfolk has adopted a Code of Ethics (the “Code”) for all supervised persons of the firm describing its high standard of business conduct, and fiduciary duty to its clients. The Code of Ethics includes provisions relating to the confidentiality of client information, the prohibition of insider trading and restrictions, on the acceptance of significant gifts and the reporting of all gifts and business entertainment items, and personal trading procedures and provision of holding reports to the Chief Compliance Officer (“CCO for periodic review, among other things. All supervised persons of Norfolk are required to report suspected violations of the Code and acknowledge their receipt of the Code, its terms and their commitment to compliance with it annually, or as amended.

Subject to satisfying the Code of Ethics and its policies as well as all applicable laws, officers, directors and employees of Norfolk and its affiliates may transact in or hold for their own accounts, securities which are recommended to Norfolk’s clients. The Code of Ethics is designed to assure that personal securities transactions, activities and interests of the employees of Norfolk Advisors, LLC will not interfere with (i) making decisions in the best interest of advisory clients and implementing such decisions while at the same time, allowing employees to invest for their own accounts. Under the Code, certain securities have been designated as exempt transactions based on the determination that these would not materially interfere with the best interest of Norfolk’s clients. In addition, the Code requires pre-approval of non-exempt transactions and restricts trading in proximity client transactions and transaction recommendations by Norfolk employees.

Norfolk’s Code of Ethics is available to investors and potential investors upon request.

**Item 12 – Brokerage Practices**

Norfolk Advisors, LLC provides advisory services to only, and does not execute custody or clear transactions and also does not introduce or refer advisory clients to Norfolk Markets, or to any other broker dealer for the placement, execution, clearance or settlement of trades. Clients are responsible for trading decisions made and executed for their accounts.

*Research and Other Soft Dollar Benefits:*

Norfolk does not participate in any soft dollar programs.

**Item 13 – Review of Accounts**

Reviews are conducted daily of portfolio transactions to ensure compliance with client-mandated investment guidelines by the CEO and President. Reviews are also conducted periodically by the Managing Director and CCO, and all decisions regarding the business of the Advisor as well as periodic reviews of performance, accounts and strategies are conducted by the senior management pursuant to the Firm's written supervisory procedures manual.

**Item 14 – Client Referrals and Other Compensation**

The Adviser does not pay referral fees to entities or individual to introduce business to Norfolk Advisors.

**Item 15 – Custody**

Not Applicable. Norfolk does not have custody of client's securities or other assets.

**Item 16 – Investment Discretion**

Not applicable. Norfolk does not exercise investment discretion.

**Item 17 – Voting Client Securities**

Not applicable. Norfolk does not vote client securities.

**Item 18 – Financial Information**

Norfolk does not require or solicit prepayment of advisory fees.  
Norfolk does not believe that it has any financial condition that will impair its ability to meet its contractual commitments to its clients. Item 18 is not applicable.