

**Firm Brochure**  
(Part 2A of Form ADV)



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*This Brochure provides information about the qualifications and business practices of Gavion, LLC. If you have any questions about the contents of this Brochure, please contact the compliance department at 800.969.6891 and/or [compliance@gavionllc.com](mailto:compliance@gavionllc.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.*

*Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information about which you determine to hire or retain an Adviser.*

*Additional information about Gavion, LLC may be available at the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).*

## **Item 2 - Material Changes**

- There have been no material changes from the last annual update.

We will further provide you with a new Brochure as necessary based on changes or new information, at any time, without charge.

Currently, our Brochure may be requested by contacting our Compliance Department at 800.969.6891 or [compliance@gavionllc.com](mailto:compliance@gavionllc.com).

Additional information about Gavion, LLC may be available at the SEC's web site [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). The SEC's web site also provides information about any persons affiliated with Gavion, LLC who are registered, or are required to be registered, as investment adviser representatives of Gavion, LLC.

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## Item 4 - Advisory Business

Gavion, LLC (“Gavion”) offers a comprehensive range of investment advisory | consulting services to institutional clients and other client types. Gavion is a full service, independent, employee owned investment consulting firm formed by veteran industry professionals. The members of Gavion desired to create an organization, governed by its employees, which could better serve the needs of institutional investors and other client types through investment advice, free of conflicting interests related to investment money management and brokerage commissions.

Gavion provides investment consulting services for both traditional and alternative investment assets. Gavion offers investment consulting services primarily on a non-discretionary basis. Gavion may provide services on a limited discretionary basis according to a client’s election.

Gavion’s primary services include the following.

- *Investment Policy Review / Investment Strategy Design*
- *Investment Strategy Implementation*
- *Ongoing Investment Reporting / Evaluation*
- *Tactical Investment Recommendations / Action Plans*

Gavion also provides special project services, research services and performance measurement services.

Gavion provides customized investment advice tailored to meet client investment needs. Gavion offers strategic solutions coupled with extraordinary client service.

As of December 31, 2013, Gavion provides its consulting services to approximately \$19.8 billion on a non-discretionary basis and 41 million on a limited discretionary basis.

## **Item 5 - Fees and Compensation**

Gavion's fees are negotiated with each client depending upon the level of service needed, the size of the account and other service components as warranted. The specific manner in which fees are charged is clearly established in the client's written investment consulting agreement. Fees are generally quoted on a full retainer basis with no additional or add on charges. Fees are generally billed quarterly either in arrears or in advance depending upon the particular client. Gavion's fees are exclusive of other third party fees clients may incur related to investment money management, brokerage commission and/or asset custody charges.

Fees may be fixed dollar amounts or may be expressed as a percentage of assets. Gavion's fees generally range from a minimum of \$50,000 per annum and up, but in some cases may be lower as fees are negotiable.

**Item 6 – Performance Based Fees**

Gavion does not currently charge fees based on performance.

## **Item 7 - Types of Clients**

Gavion generally provides investment advice to pension and profit sharing plans, charitable organizations, corporations or business entities, state or municipal government entities, high net worth individuals and families.

Client relationships vary in scope and length of service.

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

Gavion emphasizes diversification as well as risk when evaluating investment manager strategies for inclusion in a client investment portfolio. Investment managers are evaluated upon relative performance such as peer group and market comparisons. Gavion compiles specific client information from bank custodian and brokerage statements, and utilizes this information as a component of client analysis to assist in the account review process with clients.

Gavion relies on internally and externally generated research when making investment recommendations. Internal research may be driven by Gavion's Research Advisory Board (RAB) process or by the client servicing team working in conjunction with the client. Not all of Gavion's recommendations related to client investments are driven by the RAB process as Gavion believes its clients should be able to tailor their investment portfolios to meet their needs.

Gavion focuses on strategic asset allocation and the selection of active investment managers. Portfolios are diversified to control the risk associated with traditional markets. Gavion utilizes both actively managed strategies and index-based investments in the implementation of client portfolio strategies. Gavion uses and recommends both traditional and alternative investments. In certain cases, the characteristics of these investments could be classified under multiple asset classes. In such cases, the client in consultation with Gavion will determine the most appropriate classification for performance reporting purposes. In addition, Gavion recommends a variety of vehicles to gain access to the desired investment manager or strategy (e.g. separate accounts, institutional no-load mutual funds, commingled trusts, limited partnerships, closed-end fund, other pooled investment vehicles, etc).

Investing directly in securities or investment managers that invest in securities involves risk of loss that clients should be prepared to bear. Clients should understand that certain asset classes, such as alternative investments, will inherently represent more risk to the investor. These investments may be illiquid and subject to lock-ups, may not have readily determinable market values, may not be transparent as to the underlying holdings and the ability to perform due diligence on these investments may be materially limited. Alternative investments are not subject to the same regulatory requirements as registered investment vehicles.



## **Item 9 - Disciplinary Information**

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of Gavion or the integrity of Gavion's management. There are no legal or disciplinary events that are material to a client's or prospective client's evaluation of or the integrity of Gavion.

**Item 10 - Other Financial Industry Activities and Affiliations**

Gavion is an independently owned firm.

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

Gavion has adopted a Code of Ethics for all employees 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, a prohibition on insider trading, a prohibition of rumor mongering, a restriction on the acceptance of significant gifts, reporting of certain gifts and business entertainment items, and personal securities trading procedures, among other things. All employees at Gavion must acknowledge the terms of the Code of Ethics annually, or as amended.

Gavion's employees and persons associated with Gavion are required to follow Gavion's Code of Ethics which serves to limit conflicts of interest. Subject to satisfying this policy and applicable laws, officers, directors and employees of Gavion may have invested and may continue to invest, for their own accounts in securities or money managers which are recommended to and/or purchased by Gavion clients. The Code of Ethics is designed to assure that the personal securities transactions, activities and interests of the employees of Gavion will not interfere with (i) making decisions in the best interest of advisory clients and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts. Under the Code of Ethics certain classes of securities have been designated as exempt transactions, based upon a determination that these would materially not interfere with the best interest of Gavion's clients. In addition, the Code of Ethics requires pre-clearance of many transactions, and restricts trading in close proximity to client trading activity.

Gavion's clients or prospective clients may request a copy of the firm's Code of Ethics by contacting the firm's Chief Compliance Officer at 800.969.6891 and/or [compliance@gavionllc.com](mailto:compliance@gavionllc.com).

## **Item 12 - Brokerage Practices**

Specific custodian/brokerage recommendations are made to clients based on their request for such services. Gavion recommends custodians based on the proven integrity and financial responsibility of the firm and the best execution of orders at reasonable commission rates. Clients are always free to choose their own custodian/broker.

Gavion does not receive fees or commissions from third parties.

### **Item 13 - Review of Accounts**

Client reviews are tailored to the desired frequency of the particular client and occur on either a monthly or quarterly basis by designated Gavion consultants as well as other designees. Account reviews are performed more frequently when market conditions or other factors dictate.

Gavion depends on its clients or the investment managers | custodians of its clients to provide the information necessary to properly evaluate the client's account. While each client's custodian sends detailed monthly or quarterly reports directly to clients, Gavion will prepare customized client reports according to the client agreement. Generally, these customized performance reports are created quarterly, but may be more frequent as dictated by the client relationship. Gavion does not audit or validate performance reports prepared for clients, but relies upon information collected from third party sources. Information is reviewed for reasonableness, but no assertion regarding the underlying validity is made by Gavion.

Generally, client reports entail a comparison of performance to market and peer group benchmarks as well as established goals and adherence to risk tolerance guidelines. Other factors subject to review may include investment manager allocation, securities overlap among investment managers, or investment style adherence.

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

Gavion has no arrangements where Gavion or its employees are compensated for or share compensation with external third parties for client referrals.

### **Item 15 - Custody**

Gavion does not take possession of or maintain custody of client funds or securities. Clients should receive at least quarterly statements from the broker dealer, bank or other qualified custodian that holds and maintains client's investment assets. Gavion urges clients to carefully review such statements and compare such official custodial records to the account statements provided by Gavion or investment money managers. Our statements may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain investments.

## **Item 16 - Investment Discretion**

Gavion can accept limited discretionary authority to manage investment manager accounts and/or securities on behalf of clients. In all cases, such discretion is to be exercised in a manner consistent with the stated investment objectives for the particular client account. Investment guidelines and restrictions are provided to Gavion in writing. Gavion does not perform trade execution, but may facilitate trade execution with the client's custodian or broker. Under limited discretionary arrangements, Gavion has the authority to determine, without obtaining specific client consent, the securities to be bought or sold in the client's account. Gavion is not authorized to move cash or securities away from a client's beneficial account and Gavion employees are not authorized to take custody of client funds. Custodial selection is approved by the client.



**Item 17 - Voting Client Securities**

As a matter of firm policy and practice, Gavion lacks any authority to and does not vote proxies on behalf of advisory clients. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in client portfolios. Gavion may provide advice to clients regarding the clients' voting of proxies upon request.

**Item 18 - Financial Information**

Gavion lacks any financial impairment that will preclude Gavion from meeting its contractual commitments to clients. Gavion has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients, and has not been the subject of a bankruptcy proceeding.

Gavion does not require prepayment of fees six months or more in advance.