



## **Part 2A of Form ADV: Firm Brochure**

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This brochure provides information about the qualifications and business practices of Stockman Asset Management. If you have any questions about the contents of this brochure, please contact Jennifer Hemphill at (406) 655-3960 or [jhemphill@stockmanbank.com](mailto:jhemphill@stockmanbank.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 with the SEC or with any state securities authority does not imply a certain level of skill or training.

Additional information about Stockman Asset Management is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). You can search this site by a unique identifying number, known as a CRD number. Our firm's CRD number is 122166.

## Item 2 Material Changes

Stockman Asset Management made the following material changes to this brochure document since our last published ADV Part 2A dated 5/1/2014:

**Pg5**

Changes reflect the addition of the dba/ AnnaCo Investment Management. Stockman Asset Management has recently acquired AnnaCo and therefore advisory services will also begin to be offered by Stockman Asset Management under the name of AnnaCo Investment Management out of the Helena office.

**Pg9**

Amount of managed assets were adjusted to reflect current values as reported on the January 2014 filing of our ADV Part1.

**Pg11**

A grandfathered fee schedule was added to reflect those fees being charged to those clients were original to AnnaCo Investment Management.

**Pg14**

A solicitor agreement disclosure was added to disclose the solicitor agreement inherited from the recent acquisition of AnnaCo Investment Management. It is disclosed that although the individual is no longer soliciting clients, the solicitor will continue to be compensated as the agreement states through 2015 and 2016.

**Pg25**

Proxy voting disclosure was added to disclose that proxies will continue to be voted for those clients who were originally clients of AnnaCo and who have elected AnnaCo to vote their proxies. However, it remains that generally Stockman Asset Management does not vote proxies.

SAM's ADV Part 2A is provided to you according to Rule 204-3(b) of the Investment Advisers Act of 1940. If you have questions regarding this document, please contact us using one the following methods:

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**Additional information about Stockman Asset Management also is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).**

### Item 3 Table of Contents

Item 1	Cover Page.....	1
Item 2	Material Changes .....	2
Item 3	Table of Contents.....	3
Item 4	Advisory Business .....	4
Item 5	Fees and Compensation .....	9
Item 6	Performance-Based Fees and Side-By-Side Management .....	14
Item 7	Types of Clients.....	14
Item 8	Methods of Analysis, Investment Strategies and Risk of Loss .....	15
Item 9	Disciplinary Information .....	16
Item 10	Other Financial Industry Activities and Affiliations .....	16
Item 11	Code of Ethics, Participation or Interest in Client Transactions and Personal Trading	18
Item 12	Brokerage Practices .....	20
Item 13	Review of Accounts.....	23
Item 14	Client Referrals and Other Compensation.....	24
Item 15	Custody.....	25
Item 16	Investment Discretion.....	25
Item 17	Voting Client Securities.....	26
Item 18	Financial Information .....	27
Item 19	Other Information .....	27

## Item 4    **Advisory Business**

Stockman Asset Management is an SEC-registered investment adviser with its principal place of business located in Montana. Stockman Asset Management began conducting business in 2002.

The firm's principal shareholder is Stockman Financial Corp., a privately held S-Corporation. Principal shareholders are those individuals and/or entities that control 25% or more of this company.

### ***INSTITUTIONAL/BANK PORTFOLIO MANAGEMENT***

Stockman Asset Management does business as INVESTMENT MANAGEMENT GROUP (IMG). The following advisory services are offered to financial institutions (often referred to as our bank clients). The focus of Investment Management Group is on the financial institution's assets under management.

Our firm provides continuous investment advice to financial institutions and to one municipality. This investment advice is based upon the individual needs of each client. We require each new client of Investment Management Group to provide the following items:

- A signed Investment Advisory Agreement
- A signed Authorization to Trade
- A copy of their portfolio
- Their correspondent bank and safekeeping information
- A written investment policy

The required items assist Investment Management Group in providing accurate and consistent portfolio management for the client.

Investment Management Group does not accept discretionary bank/municipality accounts. As a result, all accounts are non-discretionary. Amounts to be purchased are determined through discussions with the client. These discussions focus on the goals and objectives of the client at any given time. Through mutual agreement, Investment Management Group and the client determine the appropriate type of security and maturity. Unless otherwise directed by the client the executing broker/dealer and the timing of the execution are based on a best execution analysis. Investment Management Group will typically contact several broker/dealers, decided upon by the size of the trade and perceived difficulty in execution, and execute with the firm giving the best price.

Financial institution accounts (bank clients) are, and the municipality account is, reviewed at least weekly by Portfolio Managers. These reviews are performed in conjunction with a telephone call. These reviews and calls include discussions of liquidity needs, swap opportunities, tax considerations, and other unique circumstances. Each account maintains their own accounting system for their securities. The frequency of calls will vary depending on the client.

Investment Management Group does not receive any services that are part of a traditional soft dollar arrangement, nor does it anticipate doing so. All bonds are bought on a net basis.

Investment Management Group offers a sweep account product that is executed by Goldman Sachs. Investment Management Group participates in a fee-sharing arrangement with Goldman Sachs for the sale of this product.

Our investment recommendations are not limited to any specific product or services offered by a broker/dealer and generally include advice on the following types of securities:

- Corporate debt securities (other than commercial paper)
- Commercial paper
- Certificates of deposit
- Municipal securities
- United States governmental securities

Some types of investments involve additional degrees of risk and are only recommended and/or implemented when consistent with the client's investment objectives, tolerance for risk, liquidity, and suitability.

## ***INDIVIDUAL PORTFOLIO MANAGEMENT***

Stockman Asset Management offers the following advisory services to our clients under the STOCKMAN ASSET MANAGEMENT name and the AnnaCo Investment Management name.

Our firm provides continuous asset management of client funds based on the individual needs of the client. At minimum, we require the following documents from each new client of Stockman Asset Management (sometimes referred to as our "data-gathering process"):

- A signed Financial Services Agreement
- A completed Risk Assessment Questionnaire
- Completed Account Applications/documents with all legally required personal identification information

We use these items along with personal discussions to assist us in providing accurate and consistent portfolio management for the client. Goals and objectives are established based on the client's particular circumstances (using the Risk Assessment Questionnaire). We also use the aforementioned documents to develop the client's personal investment policy/objective. We create and manage a portfolio based on that policy. During our data-gathering process, we determine the client's individual objectives, time horizons, risk tolerance, and liquidity needs. As appropriate, we may also review and discuss a client's prior investment history, as well as family composition and background.

We manage these advisory accounts on a discretionary or non-discretionary basis. Account supervision is guided by the client's stated objectives (i.e., maximum capital appreciation, growth, income, or growth and income), as well as tax considerations.

Clients may impose reasonable restrictions on investing in certain securities, types of securities, or industry sectors.

Once the client's portfolio has been established, we review the portfolio bi-monthly, or more frequently as necessary due to “triggering factors”. Triggering factors include cash inflows and outflows, a client’s changing circumstances, and/or general market volatility. This review is done without a client call and involves analysis of portfolio holdings, portfolio mix, cash flow, and liquidity needs. The client’s individual objectives and goals are considered during this analysis.

Our investment recommendations are not limited to any specific product or service offered by a broker/dealer and generally includes advice on the following types of securities:

- Exchange-listed securities
- Securities traded over-the-counter
- Foreign issuers
- Corporate debt securities (other than commercial paper)
- Commercial paper
- Certificates of deposit
- Municipal securities
- Mutual fund shares
- United States governmental securities
- Exchange Traded Fund shares

Some types of investments involve additional degrees of risk and are only recommended and/or implemented when consistent with the client's investment objectives, tolerance for risk, liquidity, and suitability.

## ***FINANCIAL PLANNING***

We provide financial planning services. Financial planning is a comprehensive evaluation of a client’s current and future financial state, using currently known variables to predict future cash flows, asset values, and withdrawal plans. Through the financial planning process, the entire financial and life situation of the client is considered and analyzed. Clients purchasing this service receive a written report that provides a detailed financial plan designed to assist the client in achieving his or her financial goals and objectives.

In general, the financial plan can address any or all of the following areas:

- ***Personal:*** We review family records, budgeting, personal liability, estate information, and financial goals.
- ***Education:*** We review various options for funding a child's education including: education IRA's, financial aid, grants, and general assistance though development of an education plan.

- ***Tax & Cash Flow:*** We analyze the client's income tax and spending and planning for past, current, and future years. We can then illustrate the impact of various investments on the client's current income tax and future tax liability.
- ***Investments:*** We analyze investment alternatives and their effect on the client's portfolio.
- ***Insurance:*** We review existing policies to ensure proper coverage for life, health, disability, long-term care, liability, home, and automobile.
- ***Retirement:*** We analyze current strategies and investment plans to help the client achieve his or her retirement goals.
- ***Death & Disability:*** We review the client's cash needs at death, income needs of surviving dependents, estate planning, and disability income.
- ***Estate:*** We assist the client in assessing and developing long-term strategies, which may include: living trusts, wills, consideration of estate tax, the need for powers of attorney, asset protection plans, long-term assisted living plans, and Medicaid planning.

We gather required information through in-depth personal interviews. Information gathered may include: the client's current financial status, tax status, future goals, investment return objectives, and attitudes towards risk. We carefully review documents supplied by the client, including a questionnaire completed by the client. We then prepare a written report and present the analysis to the client. Should the client choose to implement the recommendations contained in the plan, we suggest the client work closely with his/her attorney, accountant, insurance agent, and/or Financial Adviser. Implementations of financial plan recommendations are entirely at the client's discretion.

We also provide general non-securities recommendations on topics such as tax or estate planning; and advice on topics such as budgetary or business planning.

Typically, the financial plan is presented to the client within three months of the contract date, provided that all information needed to prepare the financial plan has been promptly provided.

Financial Planning recommendations are not limited to any specific product or service offered by a broker/dealer or insurance company. All recommendations are of a generic nature. There are no soft-dollar relationships directing our recommendations or software choices. All fees will be clearly disclosed.

## ***PENSION CONSULTING SERVICES***

Stockman Asset Management acts as an Investment Adviser on a limited number of participant directed qualified retirement and 401(k) plans. Stockman Asset Management provides employee education, performance analysis, reviews the account, and meets with plan sponsors and plan participants. Stockman Asset Management receives a fee for these services from the plan sponsor or from plan assets, based on the market value of assets in the plan.

Stockman Asset Management accepts both discretionary and non-discretionary participant directed qualified retirement/401(k) plans accounts. Stockman Asset Management does not include the non-discretionary accounts in their assets under management.

We require each new participant directed qualified retirement and 401(k) plan to provide the following items:

- A signed Financial Services Agreement
- A written investment policy for the plan (we may assist in the preparation of this document - see below)
- Risk Assessment Questionnaires for each Trustee

These items assist Stockman Asset Management in providing accurate and consistent portfolio management for the plan and/or its plan participants.

***Investment Policy Statement Preparation (hereinafter referred to as "IPS"):*** We will meet with the client (in person or over the telephone) to determine an appropriate investment strategy that reflects the plan sponsor's stated investment objectives for the overall management of the plan. Our firm may assist the client in preparing a written IPS detailing those objectives, including a policy under which those goals are to be achieved. The IPS may also list the criteria for selection of investment vehicles. The IPS may also enumerate procedures for monitoring investment performance and the timing of that monitoring.

***Selection of Investment Vehicles:*** We assist plan sponsors in constructing an appropriate investment list to be made available to plan participants. We will review various mutual funds (both index and managed) to determine which investments are appropriate, within the client's IPS. The number of investments to be recommended will be determined by the client, based on the IPS.

***Monitoring of Investment Performance:*** We continually monitor the client's investments as directed by the IPS. We will supervise the client's portfolio and will make recommendations to the client as market factors and the client's needs change.

***Employee Communications:*** For pension, profit sharing, and 401(k) plan clients with individual plan participants exercising control over assets in their own account ("self-directed plans"), investment services will include, but will not be limited to: employee education, evaluation of plan investments, and consulting services related to plan sponsor's 401(k) plan. The nature of the topics to be covered will be mutually agreed upon by the client and Stockman Asset Management while adhering to the guidelines established in ERISA Section 404(c).

## ***"OTHER" SERVICES***

Stockman Asset Management provides Asset/Liability modeling utilizing a third party model. The model is provided to our bank clients for an additional fee. Our non-client banks may contract for this service for a fee.



Stockman Asset Management provides investment advice through consultation for an hourly fee. The various designations held by personnel allow us to provide various consultation services. We tailor our investment advice and recommendations to the individual financial needs and investment objectives of our clients.

### ***AMOUNT OF MANAGED ASSETS***

As of December 31, 2014 Stockman Asset Management actively manages \$231,815,239 on a discretionary basis plus \$2,460,366,237 on a non-discretionary basis.

Stockman Asset Management oversees \$69,152,831 in non-discretionary participant directed, qualified retirement, and 401(k) plan client assets. Non-discretionary plan funds are not added into our total assets under management reported on the filing of our ADV Part 1.

## **Item 5 Fees and Compensation**

### **INVESTMENT SUPERVISORY SERVICES**

#### ***INSTITUTIONAL/BANK PORTFOLIO MANAGEMENT FEES***

Our annual fees for Investment Supervisory Services are based the financial institution's (bank client's) footings as of December 31 on the preceding year. The fee is based on a sliding scale and general charges are:

- \$250 per million of bank footings for first \$25 million
- \$200 per million of bank footings for next \$25 million
- \$150 per million of bank footings for next \$25 million
- \$100 per million of bank footings for next \$75 million thereafter
- \* Minimum fee of \$3,000 per year

***Management of Sister Company's Portfolio:*** Investment Management Group manages a portfolio for our sister company, Stockman Bank of Montana. The management of this portfolio is similar in nature to the management of other financial institution's accounts. A negotiated fee is charged to Stockman Bank of Montana, for the management of this portfolio. The management of this portfolio is never placed above the management of our bank client's portfolios. However, this management does pose a potential conflict of interest. To mitigate this conflict, our firm puts the interest of our clients first, in compliance with our fiduciary duty as a registered investment adviser. In addition, our firm has adopted a Code of Ethics (discussed in further detail in Item 11 of this document) which sets forth high ethical standards of business conduct and compliance with applicable Federal Securities Laws, which all employees must follow.

***Goldman Sachs Sweep Accounts:*** Investment Management Group offers a sweep account product that is executed by Goldman Sachs. Investment Management Group participates in a fee-sharing arrangement with Goldman Sachs for the sale of this product. Investment Management Group receives 3 basis points (0.03%) on all contracts between the firm and Goldman Sachs in non-

institutional shares money market accounts. There is no direct affiliation between Goldman Sachs and Investment Management Group. However, Investment Management Group receives an economic benefit based on the balance in the non-institutional shares money market sweep account. As a fiduciary, Investment Management Group makes every effort to recommend this sweep product only to clients who will benefit from the account. Investment Management Group acknowledges that our recommendation of the product is based partly on the economic benefit to Investment Management Group, thus potentially creating a conflict of interest.

### ***INDIVIDUAL PORTFOLIO MANAGEMENT FEES***

Our annual fees for Portfolio Management Services are based upon a percentage of assets under management and generally range from 0.00% to 1.20%. The annualized fee for Portfolio Management Services will be charged as a percentage of assets under management, according to the following schedule:

#### **Standard Fee Schedule:**

The fee schedule for equity portions of a portfolio is as follows:

1.20% on first \$1,000,000  
1.00% on next \$2,000,000  
0.80% on next \$2,000,000  
0.60% if greater than \$5,000,000

The fee schedule for fixed income portions of a portfolio is as follows:

0.50% on the first \$1,000,000  
0.40% on the next \$2,000,000  
0.30% if greater than \$3,000,000

Balanced portfolios (blends of equity & fixed income) are charged the equity fee schedule on the equity portion of the account, and the fixed income fee schedule on the fixed income portion of the account.

A fee of 0.25% is charged on balances of mutual funds and exchange traded funds.

A fee of 0.00% is charged on all cash balances, regardless of asset allocation (with the exception of new accounts- see below).

Minimum fee of \$500 per year. Minimum fee can be waived or negotiated.

All fees are billed quarterly, and most accounts pay in advance. However, no account prepays more than 90 days in advance.

New accounts are billed in advance. Typically a bill will be generated as soon as assets have transferred into a newly opened account (typically within 5 days). The investment process often takes several months to reach the client's stated asset allocation; therefore, the fee on the initial invoice will be calculated based on the stated investment objective rather than actual assets.

Advisory fees are charged to and directly deducted from the client account at the custodian if the client has not requested to be billed directly.

A minimum of \$100,000 of assets under management is required for this service. This account size may be negotiable under certain circumstances. Stockman Asset Management may group certain related client accounts for the purposes of achieving the minimum account size and determining the annualized fee.

Stockman Asset Management does have a number of accounts that operate under a grandfathered fee schedule that is different from our standard fee schedule. The grandfathered fee schedule is currently being used for those accounts who were originally clients of AnnaCo Investment Management. The grandfathered fee schedule will not be used for any new accounts after December 31<sup>st</sup>, 2014.

### **Grandfathered Fee Schedule**

<b><u>Market Value of Assets Managed</u></b>	<b><u>Annual Fee</u></b>
\$100,000 to \$999,999	1.00%
\$1,000,000 to \$1,999,999	0.75%
\$2,000,000 to \$4,999,999	0.60%
\$5,000,000 or more	0.50%
Fixed Income only accounts	0.375%

Should an existing account fall below \$100,000 due to market fluctuation or withdrawal it will continue to be charged a 1.0% annual fee. A discussion with the client will occur to determine whether or not continuing an advisory relationship remains feasible.

Under the grandfathered fee schedule client still may authorize fees to be deducted from their accounts or can be billed directly. Fees are payable quarterly in advance based upon the market value of the portfolio at the end of the previous quarter.

***Management of Parent Company Portfolio:*** Stockman Asset Management manages a corporate portfolio with mixed assets (equity and fixed income) for our parent company, Stockman Financial Corp. A negotiated fee is paid to Stockman Asset Management for the management of these assets. The management of this portfolio is never placed above Stockman Asset Management's client's portfolios. However, the management does create a potential conflict of interest. To mitigate this conflict, our firm puts the interest of our clients first, in compliance with our fiduciary duty as a registered investment adviser. In addition, our firm has adopted a Code of Ethics (discussed in further detail in Item 11 of this document) which sets forth high ethical standards of business conduct and compliance with applicable Federal Securities Laws, which all employees must follow.

***Limited Negotiability of Advisory Fees:*** Although Stockman Asset Management has established the above fee schedule(s), we retain the right to negotiate alternative fees on a client-by-client basis. Client facts, circumstances, and needs may be considered in determining the fee schedule

and method of payment. Other factors which may be considered include, but are not limited to: the complexity of the client, assets to be placed under management, anticipated future additional assets, related accounts, portfolio style, account composition, and requisite reporting. The specific annual fee schedule will be identified in the contract between Stockman Asset management and each client. Discounts, not generally available to our advisory clients, are offered to family members and friends of associated persons of our firm.

### ***FINANCIAL PLANNING FEES***

Stockman Asset Management assesses a financial planning fee based on the nature of the services being provided and the complexity of each client's circumstances. All fees are agreed upon prior to entering into a contract with any client.

Our Financial Planning fees are calculated and charged on a fixed fee basis, typically up to \$3,500. However, Stockman Asset Management reserves the right to assess a greater fee for Financial Planning Services based on the complexity of the client's circumstances.

We may request a retainer once we have completed our initial fact-finding session with the client. Any advance payment will never exceed \$500. The balance is due in a timely manner.

***Financial Planning Fee Offset:*** Stockman Asset Management reserves the right to reduce or waive its Financial Planning fee if a client chooses to engage us for our portfolio management services.

### ***PENSION CONSULTING FEES***

Stockman Asset Management acts as an Investment Adviser on a limited number of participant directed qualified retirement plans and 401(k) plans. Stockman Asset Management provides client education, performance analysis, conducts account reviews, and meets with plan sponsors and plan participants. Stockman Asset Management receives a fee for these services from the plan sponsor or from plan assets, based on the market value of assets in the plan.

Fees are paid quarterly, in advance, and range between 20 basis points (0.20%) and 50 basis points (0.50%). Any unearned fee is refunded to the client on a prorated basis. Fees are invoiced to the client, and not directly debited from the client's account.

Stockman Asset Management accepts both discretionary and non-discretionary participant directed qualified retirement/401(k) plans accounts. Stockman Asset Management does not include the non-discretionary accounts in their assets under management.

### ***"OTHER" SERVICES FEES***

Stockman Asset Management provides asset/liability modeling utilizing a third party model. The model is provided to Investment Supervisory Service clients for an additional fee. This fee is approximately \$2,400 per year, but may vary depending on the specific circumstances of each client. Stockman Asset Management retains the right to negotiate fees on a client-by-client basis. Additionally, this service is offered to non-Investment Supervisory Service clients for a fee of \$3,000 per year.

Clients will receive a quarterly invoice for these services upon completion of the client's Asset Liability Report. These fees are not directly debited from the client's account.

For investment advice provided through consultation we charge \$100.00 per hour. We will execute an engagement letter defining the terms of the consulting services to be provided. Upon completion of the consulting services we will provide a written summary of recommendations and an invoice. No refunds will be made. The consulting services can be terminated at any time with any fees for consulting services provided due and payable as of the termination date (date of our receipt of written notice of termination).

### ***ADDITIONAL FEE INFORMATION***

***Termination of the Advisory Relationship:*** A client agreement may be canceled at any time, by either party, for any reason, without penalty upon receipt of written notice. As disclosed above, most fees are paid in advance of services provided. Upon termination of any account, any unearned fees will be promptly refunded. In calculating a client's reimbursement of fees, we will pro rate the fee charged according to the number of days remaining in the billing period.

***Mutual Fund Fees:*** All fees paid to Stockman Asset Management for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds and/or ETF's to their shareholders. These fees and expenses are described in each fund's prospectus. These fees will generally include a management fee, other fund expenses, and a possible distribution fee. A client may also pay an initial or deferred sales charge, as determined by the fund.

A client could invest in a mutual fund directly, without our services. In that case, the client would not receive the services provided by our firm which are designed, among other things, to assist the client in determining which mutual fund or funds are most appropriate for the client's financial objectives. Accordingly, the client should review both the fees charged by the funds and our fees to fully understand the total fees to be paid by the client; and to thereby evaluate the advisory services being provided.

***Additional Fees and Expenses:*** In addition to our advisory fees, clients are responsible for the fees and expenses charged by custodians with which Stockman Asset Management effects transactions in the client's account(s). Please refer to the "Brokerage Practices" section (Item 12) of this Form ADV 2A for additional information.

In order to execute trades through Charles Schwab & Co., stock trades in accounts that receive monthly hardcopy statements and trade confirmations are subject to a \$19.95 order charge regardless of the number of shares traded. Accounts that have electronic delivery of trade confirmations and statements would have an order charge of \$8.95 for the first 1,000 shares traded, and then over 1,000 shares traded there is a 1.5¢ per share charge. Fixed income security trades are charged a flat fee of \$25 per trade unless the security is purchased with Charles Schwab as the broker executing the trade in which case there is no fee. Even though there is no fee when fixed income securities are purchased through Charles Schwab, Schwab has the ability to mark-up fixed income securities. This mark-up is factored into the yield expected during best execution analysis.

Both equity and fixed income trading charges are paid directly to Charles Schwab & Co., and Stockman Asset Management does not receive any portion of such fee.

***Grandfathering of Minimum Account Requirements:*** Pre-existing advisory clients are subject to Stockman Asset Management's minimum account requirements and advisory fees that were in effect at the time the client entered into the advisory relationship. Therefore, our firm's minimum account requirements may differ among clients.

***ERISA Accounts:*** Stockman Asset Management has a fiduciary duty to advisory clients that are employee benefit plans or retirement accounts subject to the Employee Retirement Income and Securities Act (“ERISA”). As a fiduciary, our firm is subject to specific duties and obligations under ERISA and the Internal Revenue Code. These duties include, but are not limited to, restrictions concerning certain forms of compensation. To avoid engaging in prohibited transactions, Stockman Asset Management may only charge fees for investment advice about products for which our firm does not receive any commissions or 12b-1 fees. Conversely, our firm may charge fees for investment advice about products for which our firm receives commissions or 12b-1 fees only when such fees are used to offset Stockman Asset Management's advisory fees.

***Advisory Fees in General:*** Clients should note that similar advisory services may be available from other registered (or unregistered) investment advisers for similar or lower fees.

***Limited Prepayment of Fees:*** Under no circumstances do we require or solicit the payment of advisory fees, or other, more than ninety (90) days in advance of services rendered.

## **Item 6 Performance-Based Fees and Side-By-Side Management**

Stockman Asset Management does not charge performance-based fees.

## **Item 7 Types of Clients**

Stockman Asset Management provides advisory services to the following types of clients:

- Individuals (other than high net worth individuals)
- High net worth individuals
- Trusts
- Pension and profit sharing plans (other than plan participants)
- Charitable organizations
- Banks, Corporations or other businesses not listed above
- State or municipal government entities

As previously disclosed in Item 5, our firm has established certain initial minimum account requirements, based on the nature of the service(s) being provided. For a more detailed understanding of those requirements, please review the disclosures provided.

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

### ***METHODS OF ANALYSIS***

We use the following methods of analysis in formulating our investment advice and/or managing client assets:

***Fundamental Analysis:*** We attempt to measure the intrinsic value of a security by looking at economic and financial factors (including the overall economy, industry conditions, and the financial condition and management of the company itself) to determine if a security is underpriced (indicating it may be a good time to buy) or overpriced (indicating it may be time to sell).

Fundamental analysis does not attempt to anticipate market movements. This presents a potential risk, as the price of a security can move up or down with the market regardless of the economic and financial factors considered when evaluating the security.

***Qualitative Analysis:*** We subjectively evaluate non-quantifiable factors such as quality of management, labor relations, and strength of research and development. These factors are not readily subject to measurement, and we attempt to predict changes to share price based on that data.

A risk in using qualitative analysis is that our subjective judgment may prove incorrect.

***Risks for all forms of analysis:*** Our securities analysis methods rely on the assumption that the companies whose securities we purchase and sell, the rating agencies that review these securities, and other publicly-available sources of information about these securities, are providing accurate and unbiased data. While we are alert to indications that data may be incorrect, there is always a risk that our analysis may be compromised by inaccurate or misleading information.

### ***INVESTMENT STRATEGIES***

We use the following strategy(ies) in managing client accounts, provided that such strategy(ies) are appropriate to the needs of the client and consistent with the client's investment objectives, risk tolerance, time horizons, and suitability.

***Long-term purchases:*** We purchase securities with the idea of holding them in the client's account for a year or longer. Typically we employ this strategy when:

- We believe the securities are currently undervalued, and/or

- We want exposure to a particular asset class over time, regardless of the current projection for this class

One risk in the long-term purchase strategy is that by holding the security for this length of time, we may not take advantage of short-term gains that could be profitable to a client. Moreover, if our predictions are incorrect, a security may sharply decline in value before we make the decision to sell.

**Short-term purchases:** We purchase securities with the idea of selling them within a relatively short time (typically a year or less). We do this in an attempt to take advantage of conditions that we believe will soon result in a price swing in the securities we purchase.

**Risk of Loss:** Securities investments are not guaranteed. Clients can lose money on securities investments. Stockman Asset Management asks that our clients work with us and help us to understand their tolerance for risk. Risk of loss may include the principle invested as well as income earned. In addition, frequent trading of securities can affect investment performance, particularly through increased brokerage and other transaction costs. Frequent trading may also result in federal, state and local taxes incurred.

**It is important to understand investing in general involves risk of loss that you should be prepared to bear.**

## Item 9 Disciplinary Information

We are required to disclose any 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. Our firm and our management personnel have no reportable disciplinary events to disclose.

## Item 10 Other Financial Industry Activities and Affiliations

We are a registered investment adviser and a wholly owned subsidiary of **Stockman Financial Corporation**, a bank holding company headquartered in Miles City, Montana. Stockman Bank of Montana and Stockman Insurance are under the common control of Stockman Financial Corporation. However, these two related companies are completely separate and independent from Stockman Asset Management. Stockman Asset Management does not sell any bank products or insurance company products.

### *Related Companies*

**Stockman Insurance**, a licensed insurance agency offering comprehensive and competitive insurance products.

**Stockman Bank of Montana**, an FDIC insured bank offering a broad spectrum of banking products and financial services to consumers, small businesses and commercial clients.



When appropriate, Stockman Asset Management and our employees may recommend the various investment and investment-related services of the Related Companies to our advisory clients. Stockman Asset Management and its employees are not compensated by its related companies for these referrals or recommendations. No Stockman Asset Management client is obligated to use the services of any of the Related Companies.

The Related Companies and their employees may also recommend the advisory services of our firm to their clients. The services provided by the Related Companies are separate and distinct from our advisory services. Stockman Asset Management does not compensate employees of the related companies with referral incentive fees/rewards. No Stockman Bank of Montana or Stockman Insurance client is obligated to use the services of Stockman Asset Management.

As stated in Item 5 of this Brochure, Stockman Asset Management d/b/a Investment Management Group manages the bank portfolio for our sister company, Stockman Bank of Montana, and is paid a negotiated fee for those services. In addition, Stockman Asset Management manages a corporate portfolio for our parent company, Stockman Financial Corp., and is paid a negotiated fee for those services.

Stockman Asset Management makes every attempt to avoid all conflicts of interest with its related companies. As a registered investment adviser, owing a fiduciary duty to our clients, Stockman Asset Management continuously puts the interest of its clients first. In addition, Stockman Asset Management takes the following steps to address actual or perceived conflicts of interest:

- We disclose to clients that they are not obligated to purchase recommended products from our affiliated companies; and
- We collect, maintain, and document client information. This client information may include relevant client background information such as the client's financial goals, objectives, and risk tolerance; and
- Our firm's management conducts regular reviews of each client account to verify that all recommendations made to a client are suitable to the client's needs and circumstances; and
- We disclose to clients the existence of material conflicts of interest.

Stockman Asset Management has a Board of Directors. Two members of this board are licensed Certified Public Accountants (CPA's) but are both on an "inactive" status, and do not actively practice accounting or receive compensation as accountants. One of these CPA's is also a lawyer and is on full, active status. This board member does not receive wages as a result of his designations. In addition, Stockman Asset Management does not receive any form of compensation as result of these board member's designations.

Questions regarding Stockman Asset Management's affiliations and activities may be directed to Jennifer Hemphill CCO & Portfolio Manager via email at [jhemphill@stockmanbank.com](mailto:jhemphill@stockmanbank.com) or by calling (406) 655-3960.

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

Our firm has adopted a Code of Ethics which requires of each employee to act in accordance with the firm's high standard of business conduct. The Code of Ethics also requires all employees to comply with applicable Federal Securities laws.

As a registered investment adviser, Stockman Asset Management owes a fiduciary duty to our clients. This fiduciary duty includes a duty of loyalty, fairness, and good faith towards our clients. All employees of Stockman Asset Management have an obligation to adhere, not only to the specific provisions of the Code of Ethics, but to the general principles that guide the Code.

Our Code of Ethics includes policies and procedures for the review of quarterly securities transactions reports and initial and annual securities holdings reports that must be submitted by the firm's access persons. Our Code of Ethics also requires the prior approval of a designated officer before access persons acquire large amounts of most securities. This prior approval typically involves written approval from the CCO for limited offerings and initial public offerings. Our code also provides for oversight, enforcement, and record keeping provisions.

Stockman Asset Management's Code of Ethics includes the firm's policy prohibiting the use of material non-public information (insider information). We do not believe that we have any particular access to non-public information. However, all employees are reminded that such information may not be used in a personal or professional capacity and receipt of such information must be disclosed to the CCO.

A copy of our Code of Ethics is available to our advisory clients and prospective clients. You may request a copy by emailing Jennifer Hemphill, at [jhemphill@stockmanbank.com](mailto:jhemphill@stockmanbank.com), or by calling, (406) 655-3960.

Our Code of Ethics is designed to assure that the personal securities transactions, activities, and interests of our access persons will not interfere with (1) making decisions in the best interest of advisory clients; or (2) implementing such decisions. The Code of Ethics is designed to allow employees to invest in their own personal accounts; however, employees must consider their fiduciary duties owed to clients before doing so.

Our firm and/or individuals associated with our firm may buy or sell securities, in their personal accounts, identical to or different from those recommended made to our clients. In addition, our related company has interests or positions in certain securities which are also recommended to clients.

It is the expressed policy of our firm that no person employed by us may purchase or sell any security, directly or indirectly, on a day during which any client has a pending "buy" or "sell" order in that same security until that order is executed or withdrawn. We believe this prevents such employee(s) from benefiting from transactions placed on behalf of advisory accounts.

Occasionally, we may aggregate our employee trades with client transactions. In making the decision whether to aggregate those trades with client transactions the firm will remain compliant with our duty to seek best execution for our clients. In these instances, participating clients will receive an average share price, and if applicable, pay commission costs according to the schedule assigned to the account at Schwab. If there is a partial fill of a particular batched order, the allocation shall be made in the best interest of all the clients. In making that decision the firm will take into account all relevant factors, including, but not limited to, the size of each client's allocation, clients' liquidity needs, and previous allocations. Our employee accounts will be excluded in the pro-rata allocation.

As these situations represent actual or potential conflicts of interest to our clients, we have established the following policies and procedures for implementing our firm's Code of Ethics, to ensure our firm complies with its regulatory obligations and provides our clients and potential clients with full and fair disclosure of such conflicts of interest:

1. No principal or employee of our firm may put his or her own interest above the interest of an advisory client.
2. No principal or employee of our firm may buy or sell securities for their personal portfolio(s), where their decision is a result of information received as a result of his or her employment, unless the information is also available to the investing public.
3. It is the expressed policy of our firm that no employee of the firm may purchase or sell any security before a similar transaction is executed or withdrawn for an advisory account. This prevents employees from benefiting from transactions placed on behalf of advisory accounts.
4. Our firm requires prior approval for trades of large amounts of most securities, including any limited offerings and/or IPO's by related persons of the firm.
5. We maintain a list of all reportable securities holdings for our firm's employees and access person. These holdings are reviewed on a regular basis by our firm's Chief Compliance Officer or a designee.
6. We have established procedures for the maintenance of all required books and records.
7. Clients can decline to implement any advice rendered, regardless of whether our firm is granted discretionary or non-discretionary authority.
8. All of employees and access persons must act in accordance with all applicable Federal and State regulations governing registered investment advisory practices.
9. We require delivery and acknowledgment of the firm's Code of Ethics by each employee and access person of our firm.

10. We have established policies requiring the reporting of Code of Ethics violations to our Chief Compliance Officer.
11. Disciplinary actions resulting from the violation of the above restrictions by any employee or access person include but is not limited to termination.

Please refer to Item 10 for important conflict of interest disclosures.

## **Item 12 Brokerage Practices**

Stockman Asset Management requires discretionary account owners to provide us with written authority to determine which broker/dealer to use and the commission costs that will be charged to these clients for these transactions.

Stockman Asset Management will block trades where possible and when advantageous to clients. The blocking of trades permits the trading of aggregate blocks of securities composed of assets from multiple client accounts. Transaction costs/commission charges will be allocated according to the fee schedule applicable to the individual account.

Block trading may allow us to execute equity trades in a timelier, more equitable manner, at an average share price. Stockman Asset Management will typically aggregate trades among clients whose accounts can be traded at a given broker on any particular day. Stockman Asset Management's block trading policy and procedures are as follows:

1. Transactions for any client account may not be aggregated for execution if the practice is prohibited by or inconsistent with the client's advisory agreement or our firm's order allocation policy.
2. The trading desk and the Portfolio Manager must determine that the purchase or sale of the particular security involved is appropriate for the client and consistent with the client's investment objectives and with any investment guidelines or restrictions applicable to the client's account.
3. The Portfolio Manager must reasonably believe that the order aggregation will benefit each client. Further, they must reasonably believe that the aggregation will enable Stockman Asset Management to seek best execution for each client participating in the aggregated order. This requires a good faith judgment at the time the order is placed for the execution. It does not mean that the determination made in advance of the transaction must always prove to have been correct in the light of a "20-20 hindsight" perspective. Best execution includes the duty to seek the best quality of execution, as well as the best net price.
4. Prior to the entry of an aggregated order, a written order ticket must be completed which identifies each client account participating in the order and the proposed allocation of the order, upon completion, to that client.
5. If the order cannot be executed in full at the same price or time, the securities actually purchased or sold by the close of each business day must be allocated pro rata among the participating client accounts in accordance with the initial order ticket or other written

statement of allocation. However, adjustments to this pro rata allocation may be made to participating client accounts in accordance with the initial order ticket or other written statement of allocation. Furthermore, adjustments to this pro rata allocation may be made to avoid having odd amounts of shares held in any client account, or to avoid excessive ticket charges in smaller accounts.

6. Generally, each client that participates in the aggregated order must do so at the average price for all separate transactions made to fill the order, and transaction costs/commission charges will be allocated according to the fee schedule applicable to the individual account. Under the client's agreement with the custodian/broker, transaction costs are based on the number of shares traded for each client.
7. If the order will be allocated in a manner other than that stated in the initial statement of allocation, a written explanation of the change shall be provided to and approved by the Chief Compliance Officer or other designated officer following the execution of the aggregate trade.
8. Stockman Asset Management's client account records separately reflect, for each account in which the aggregated transaction occurred, the securities which are held by, and bought and sold for, that account.
9. Funds and securities for aggregated orders are clearly identified on Stockman Asset Management's records and to the broker-dealers or other intermediaries handling the transactions, by the appropriate account numbers for each participating client.
10. No client or account will be favored over another.

Clients are free to select any broker/dealer and/or custodian they wish and are so informed. Those wishing for SAM to recommend a broker/dealer and custodian will get a recommendation based on the broker/dealer and/or custodian's costs, skills, dependability, compatibility, and reputation. Generally, Stockman Asset Management recommends that clients establish brokerage accounts with the Schwab Institutional division of Charles Schwab & Co., Inc. ("Schwab"), a FINRA registered broker/dealer, member SIPC. This brokerage account allows Schwab to maintain custody of clients' assets and to effect trades for their accounts. Stockman Asset Management is independently owned and operated and not affiliated with Schwab.

Schwab provides ease in trading mutual funds, stocks, and bonds. They also provide timeliness, accuracy of reporting, and a competitive price structure. Schwab sends clients mutual fund prospectuses with trade confirmations and provides clients with monthly or quarterly statements. Commissions at Schwab have the potential to be higher than what is available at other discount brokerage firms. Annually, Stockman Asset Management performs a best execution analysis on Schwab to ensure they are the best fit for our clients. Although other factors are considered, Schwab's low cost execution and no-fee custody services are largely weighted in the best execution analysis.

Although we recommend that clients establish accounts at Schwab, it is the client's decision to custody assets with Schwab. Please refer to the Directed Brokerage section for more information and disclosures regarding accounts not held in custody with Schwab.

Schwab provides Stockman Asset Management with access to its institutional trading and custody services, which are typically not available to Schwab retail investors. These services are available

to independent investment advisers on an unsolicited basis, at no charge to them so long as a total of at least \$10 million of the adviser's clients' assets are maintained in accounts at Schwab Institutional. These services are not contingent upon our firm committing to Schwab any specific amount of business (assets in custody or trading commissions). Schwab's brokerage services include the execution of securities transactions, custody, research, and access to mutual funds and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment.

For our client accounts maintained in its custody, Schwab generally does not charge separately for custody services but is compensated by account holders through commissions and other transaction-related or asset-based fees.

Schwab Institutional makes available to our firm other products and services that benefit Stockman Asset Management but may not directly benefit our clients' accounts. Many of these products and services may be used to service all or some of our client accounts, including accounts not maintained at Schwab. Schwab's products and services that assist us in managing and administering our clients' accounts include software and other technology that:

- Provide access to client account data (such as trade confirmations and account statements);
- Facilitate trade execution and allocate aggregated trade orders for multiple client accounts;
- Provide research, pricing and other market data;
- Facilitate payment of our fees from clients' accounts; and
- Assist with back-office functions, record keeping and client reporting, including electronic co-ordination with our practice management software, Junxure.

Schwab Institutional offers other services intended to help us manage and further develop our business enterprise. These services may include:

- Compliance, legal and business consulting;
- Publications and conferences on practice management and business succession; and
- Access to employee benefits providers, human capital consultants and insurance providers.

Schwab makes available, arranges and/or pays third-party vendors for the types of services rendered to Stockman Asset Management. Schwab Institutional may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the fees of a third-party providing these services to our firm. Schwab Institutional also provides other benefits such as educational events or occasional business entertainment of our personnel. In evaluating whether to recommend or require that clients custody their assets at Schwab, we take into account the availability of some of the foregoing products and services and other arrangements as part of the total mix of factors we consider and not solely on the nature, cost, or quality of custody and brokerage services provided by Schwab, which may create a potential conflict of interest.

***Directed Brokerage:*** Clients may direct which broker/dealer they prefer SAM use and SAM will accept this written direction. Clients may have existing arrangements permitting them to offset certain administration, accounting, custody, consultant, or other fees in relation to the amount of brokerage transactions handled by a specific broker. Clients acknowledge responsibility for

negotiating the terms and arrangements with such broker/dealers. In following the client's direction to use a particular broker, clients must be aware that such a designation may result in higher costs or other disadvantages (higher commissions, less favorable net prices, etc.). SAM may not be able to negotiate commissions with the broker/dealer specified by the client.

This direction of brokerage, along with other client ordered restrictions, has the potential to adversely affect SAM's ability to obtain volume discounts on bunched orders and/or achieve best execution. The order for the client who directed brokerage will be placed through the broker/dealer specified by the client and the cost of the trade has the potential to be higher.

In the event that a client is referred to SAM through the broker/dealer that will be executing transactions for the client account, written disclosure of such a relationship will be made from the client to SAM before effecting such transactions. Such a relationship has the potential to raise possible conflicts of interest which could include a financial interest to SAM to maintain the relationship at the referring broker/dealer. Moreover, if as a result of the relationship, the client pays more for commission/transaction fees with the referring broker/dealers, the client will be required to acknowledge, in writing, their understanding of the higher commission structure with such specified broker/dealer.

## **Item 13    Review of Accounts**

### ***INSTITUTIONAL/BANK PORTFOLIO MANAGEMENT***

**Reviews:** While the underlying securities within our Financial Institution/Municipality client accounts are continually monitored, these accounts are reviewed at least weekly. Accounts are reviewed in the context of each client's stated investment objectives and guidelines. More frequent reviews may be triggered by other factors such as changes to the client's individual circumstances, or changes to the market, political, or economic environment.

These accounts are reviewed by our CEO, President, and Portfolio Managers.

**Reports:** Each Financial Institution/Municipality client maintains its own securities accounting system. Clients will receive trade confirmations on each security bought or sold from the broker/dealer with whom Investment Management Group executed the trade. Clients will also receive a trade packet from Investment Management Group with information pertaining to the security that was bought or sold. Information will include price, yield, maturity date, and call features.

### ***INDIVIDUAL PORTFOLIO MANAGEMENT SERVICES***

**Reviews:** While the underlying securities within Individual Portfolio Management Services accounts are continually monitored, these accounts are reviewed bi-monthly, or as needed by their assigned Portfolio Manager. Accounts are reviewed in the context of each client's stated investment objectives and guidelines. More frequent reviews may be triggered by other factors such as changes to the client's individual circumstances (cash inflows/outflows/needs), or changes

to the market, political, or economic environment. These accounts are reviewed by our CEO, President, and Portfolio Managers.

**Reports:** Clients receive monthly statements and trade confirmations of transactions from their broker/dealer. Stockman Asset Management also provides clients with quarterly reports summarizing account performance, portfolio holdings, gains/losses, and the account's income and expenses.

### ***FINANCIAL PLANNING SERVICES***

**Reviews:** No formal reviews will be conducted for Financial Planning clients unless otherwise contracted for. However, reviews may be conducted periodically, if required, throughout the duration of the initial Financial Planning process.

### ***PENSION CONSULTING SERVICES***

**Reviews:** Stockman Asset Management will review the client's Investment Policy Statement (IPS) whenever the client advises us of a change in circumstances regarding the needs of the plan. Stockman Asset Management will also review the investment options of the plan, when required by the IPS. Generally, those reviews are conducted on a quarterly basis. These accounts are reviewed by our CEO and Portfolio Managers.

**Reports:** Client accounts will receive reports as contracted for at the inception of the advisory relationship.

### ***CONSULTING SERVICES***

**Reports:** Due to the nature of the service (Asset/Liability modeling), Consulting Services clients will receive their quarterly Asset-Liability Report and not a quarterly account holdings report.

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

### ***CLIENT REFERRALS***

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

Our firm continues to honor a solicitor agreement inherited from the recent acquisition of AnnaCo Investment Management. This individual is no longer soliciting clients on behalf of Stockman Asset Management; however, in fulfillment of the amended solicitor agreement Stockman Asset Management will continue to compensate the solicitor as agreed upon for the calendar years of 2015 and 2016.

As a matter of firm practice the advisory fee paid to us by clients referred by solicitors are not increased as a result of any referral.

It is Stockman Asset Management's policy not to allow our related persons to accept any form of compensation, including cash, sales awards or other prizes, from a non-client in conjunction with the advisory services we provide to our clients.



No additional Solicitor arrangements exist for Stockman Asset Management.

### ***OTHER COMPENSATION***

As a matter of firm practice, Stockman Asset Management does not participate in any revenue or commission sharing generated during the Financial Planning process for products or services recommended or placed with other properly licensed agents.

## **Item 15 Custody**

Our firm does not have actual or constructive custody of client accounts.

As previously disclosed in the "Fees and Compensation" section (Item 5) of this Brochure, our firm directly debits advisory fees from client accounts.

As part of the billing process, the client's custodian is advised of the amount of the fee to be deducted from that client's account. As least quarterly, the custodian is required to send to the client a statement showing all transactions within the account during the reporting period.

Stockman Asset Management informs its clients to carefully review their custodial statements to verify the accuracy of the fee calculation, among other things. Clients should contact us directly if they believe that there may be an error in their statement.

#### Contact Information:

Jennifer Hemphill CCO & Portfolio Manager  
P.O. Box 2507  
Billings, MT 59103-2507  
jhemphill@stockmanbank.com  
phone (406) 655-3960 fax (406) 655-3969

Stockman Asset Management sends account statements directly to our clients on a quarterly basis. We urge our clients to carefully compare the information provided on these statements with those provided by the custodian, to ensure that all account transactions, holdings and values are correct and current.

## **Item 16 Investment Discretion**

Clients hire us to provide discretionary asset management services, in which case we place trades in a client's account without contacting the client prior to each trade. Our discretionary authority includes the ability to do the following without contacting the client:

- Determine the security to buy or sell; and/or
- Determine the amount of the security to buy or sell

Clients give us discretionary authority when they sign a discretionary Financial Services Agreement with our firm. Clients may limit this authority by giving us written instructions. Clients may also change/amend such limitations by providing us with written instructions.

## **Item 17 Voting Client Securities**

Generally, Stockman Asset Management does not offer to vote proxies for its clients; however, proxies continue to be voted for those clients who were originally clients of AnnaCo and who have elected AnnaCo to vote proxies. Stockman Asset Management can also vote proxies in the case of a sub-account advisory.

For accounts where we do not vote proxies, clients maintain exclusive responsibility for:

- Directing the manner in which proxies solicited by issuers of securities beneficially owned by the client shall be voted, and
- Making all elections relative to any mergers, acquisitions, tender offers, bankruptcy proceedings or other type events pertaining to the client's investment assets.
- Clients are responsible for instructing each custodian of the assets to forward to the client copies of all proxies and shareholder communications relating to the client's investment assets.

In the event of a sub-account advisory relationship where Stockman Asset Management is the Private Money Manager, the client may elect in writing to have the custodian forward all proxy and related materials to Stockman Asset Management. In that event, Stockman Asset Management will vote the proxies and the sub-account agrees to accept our vote's regarding such proxies on their behalf.

In situations where Stockman Asset Management accepts proxy voting responsibility, we will vote proxies in the best interests of our sub-account advisory clients and in accordance with our established policies and procedures. Our firm will retain all proxy voting books and records for the requisite period of time. Those records include: a copy of each proxy statement received, a record of each vote cast, a copy of any document created by us that was material to making a decision how to vote proxies, and a copy of each written client request for information on how the adviser voted proxies. If our firm has a conflict of interest in voting a particular action, we will notify the client of the conflict and retain an independent third-party to cast a vote.

Clients, at any time, may request a copy of our voting record and a copy of our Proxy Policy & Procedure by contacting Jennifer Hemphill by telephone, email, or in writing using the contact information below. If any client requests a copy of our proxy policies and procedures or how we voted proxies for his/her account(s), we will promptly provide such information to the client.

### Contact Information:

Jennifer Hemphill CCO & Portfolio Manager

P.O. Box 2507  
Billings, MT 59103-2507  
jhemphill@stockmanbank.com  
phone (406) 655-3960 fax (406) 655-3969

Clients may forward to us copies of “Proofs of Claim” in class action settlements. Upon receipt, we will make reasonable efforts to assist our clients in completing these notices and submitting them to the specified authority. However, we do not guarantee the completion of this service. We advise our clients to look for those notices from their custodian, Charles Schwab.

With respect to ERISA accounts, we do not vote proxies. The plan documents specifically reserves the plan sponsor’s right to vote proxies.

We do not offer any consulting assistance regarding proxy issues to clients.

## **Item 18 Financial Information**

Stockman Asset Management has no additional financial circumstances to report. Under no circumstances do we require or solicit the payment of fees from any client more than six months in advance of services rendered. Therefore, we are not required to include a financial statement. Stockman Asset Management has not been the subject of a bankruptcy petition at any time during the past ten years.

## **Item 19 Other Information**

### ***DISASTER RECOVERY AND CONTINGENCY PLANNING***

As a fiduciary to our clients and as a best business practice, Stockman Asset Management has developed and tested a disaster recovery and contingency plan. This plan would enable Stockman Asset Management to continue to provide our clients with investment management services in the unlikely event of a disaster. This policy and procedure is used in conjunction with Stockman Bank of Montana’s disaster recovery and contingency plans, due to our office’s location. The plans are designed to address the types of emergencies that our firm could face given its geographic location such as flooding, bombing, fire, or power failure. This policy and procedure is intended to satisfy the firm’s regulatory requirements and allow the firm to meet its fiduciary responsibilities to our clients.