



Consultiva Internacional, Inc.

Form ADV Part 2A

July 20, 2015

**Carr. 165, Km 1.2 #48
Suite 801, Tower 1
City View Plaza
Guaynabo, Puerto Rico 00968
(787) 763-5868
<http://www.consultiva.com/>**

This brochure provides information about the qualifications and business practices of Consultiva Internacional, Inc. ("Consultiva"). If you have any additional questions about the contents of this brochure, please contact us at (787) 763-5868. 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.

Currently, our brochure may be requested by contacting Consultiva at (787) 763-5868 or e-mailing your request to info@consultiva.com. Additional information about Consultiva is available on the SEC's website at www.adviserinfo.sec.gov. The SEC's web site also provides information about any of our affiliated persons who are registered, or are required to be registered, as investment adviser representatives of Consultiva.

Any reference to or use of the terms "registered investment adviser" or "registered," does not imply that Consultiva or any person associated with it has achieved a certain level of skill or training.

Item 2- Material Changes

This Form ADV Part 2A brochure dated July 17 2015 has been prepared according to the requirements and rules promulgated by the SEC. Pursuant to SEC Rules; we are required to deliver a summary of any material changes to our brochure within 120 days of the close of our fiscal year. The date of the last annual update of the brochure was March 31, 2015. We may also elect to include a summary of material changes to our brochure as part of other-than annual amendments filed by Consultiva. This Item discusses specific material changes that are made to the brochure and our business and provides a summary of such changes.

Material Changes:

The material changes discussed below are only those changes that have been made to this brochure since March 31, 2015, the last firm's annual update of the brochure.

- Consultiva has revised Item 5 to reflect a change in the advisory fee schedule for Asset Liability Management – For Credit Unions.

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Item 4- Advisory Business

Our Company & Principals

Consultiva is an independent investment advisory firm. Myrna Rivera, Founder, CEO and Chairperson, is the firm's majority shareholder. Consultiva is a federally registered investment adviser registered with the SEC under the Investment Advisers Act of 1940 (the "Advisers Act") and has been offering investment advisory services since October 1999.

Services We Offer

We offer the following investment advisory services to clients.

Consultiva provides investment advisory services for many types of clients (see Item 7 for more information about our clients). Our process begins with an assessment of the client's needs and current circumstances, after which we will work with the client to design a customized investment strategy and policy that will guide the investment process. Consultiva will then present those investment solutions best suited to implement a customized strategy, including Independent Investment Manager(s) ("IIMs"). Consultiva may also recommend fixed or variable insurance products, including life and long term care insurance, as well as annuities, as part of the proposed integrated construct of investments. Once the client has selected from these investment alternatives, we assist with the implementation of the chosen strategy.

Consultiva will provide ongoing evaluations of the client's portfolio performance and will also assist in identifying strategic market opportunities and in diversifying and rebalancing the client's portfolio. Consultiva may also provide investment related consultations as the client may require.

Customization of Accounts & Restrictions on Investments

Our services are customized and tailored to meet the client's specific individual or organizational needs, and/or stated objectives within client's governance and investment framework. After an in-depth assessment of the organizational or personal financial circumstances and goals, we will work with the client to clearly define objectives and determine the most appropriate investment strategies to meet those goals. Strategies should reflect not only the client's specific growth and risk parameters, but also the views regarding specific types of investments or strategies the client may wish to emphasize or avoid.

Access to Asset Wrap Management Programs

We may also recommend asset management through a wrap program of the client's choice based on the client's custodial preferences and relationships with broker-dealers, including Fairbridge Capital Markets ("FCM"), our affiliated introducing broker-dealer. Through FCM, our clients may participate in a wrap fee program sponsored by FCM correspondent broker-dealers.

Assets Under Management

As of December 31, 2014, Consultiva had \$3,246,872,057 in non-discretionary assets under management. Consultiva did not have discretionary assets under management as of such date.

Item 5- Fees and Compensation

Billing Practices

Consultiva's advisory fees are calculated based on assets we supervise for the client (i.e., the total value of securities, money market funds and cash) and are generally invoiced in advance on a quarterly basis as set out in the agreement between the client and Consultiva, unless otherwise agreed. The client may direct the selected custodian to allow the deduction of fees.

All fees may be negotiable, depending on the client's particular circumstances, such as the asset allocation, frequency of reporting, geographic location, or other services the client may require.

In addition to the advisory fees described above, clients are responsible for all additional fees at the custodian of their choice, related to the managing of their accounts; including FCM, Consultiva's affiliated broker-dealer. Refer to section **Other Fees and Expenses herein**.

Neither Consultiva nor its investment advisor representatives share in these custodial fees. Please refer to **Item 12** herein for more information on brokerage practices.

Compensation

The fees for our investment advisory services are detailed below. Our suggested minimum portfolio size is \$100,000.

Retail Clients & Small Institutions

| Retail Clients & Small Institutions | | | | Cumulative | | |
|-------------------------------------|--------------|-------|----------|--------------|-------|----------|
| | Assets | % Fee | \$ Fee | Amount | % Fee | \$\$ Fee |
| First | \$ 1,000,000 | 0.75% | \$ 7,500 | \$ 1,000,000 | 0.75% | \$ 7,500 |
| Next | 1,500,000 | 0.70% | 10,500 | 2,500,000 | 0.72% | 18,000 |
| Next | 2,500,000 | 0.60% | 15,000 | 5,000,000 | 0.66% | 33,000 |
| Next | 5,000,000 | 0.50% | 25,000 | 10,000,000 | 0.58% | 58,000 |
| Next | 10,000,000 | 0.34% | 34,000 | 20,000,000 | 0.46% | 92,000 |
| Next | 10,000,000 | 0.30% | 30,000 | 30,000,000 | 0.41% | 122,000 |
| Next | 10,000,000 | 0.24% | 24,000 | 40,000,000 | 0.37% | 146,000 |
| Next | 10,000,000 | 0.20% | 20,000 | 50,000,000 | 0.33% | 166,000 |

Institutional Clients

| Institutional Clients | | | | Cumulative | | |
|-----------------------|--------------|-------|----------|--------------|-------|-----------|
| | Assets | % Fee | \$ Fee | Amount | % Fee | \$ Fee |
| First | \$ 5,000,000 | 0.50% | \$25,000 | \$ 5,000,000 | 0.50% | \$ 25,000 |
| Next | 5,000,000 | 0.35% | 17,500 | 10,000,000 | 0.43% | 42,500 |
| Next | 10,000,000 | 0.25% | 25,000 | 20,000,000 | 0.34% | 67,500 |
| Next | 20,000,000 | 0.15% | 30,000 | 40,000,000 | 0.24% | 97,500 |
| Next | 20,000,000 | 0.10% | 20,000 | 60,000,000 | 0.20% | 117,500 |
| Next | 100,000,000 | 0.07% | 70,000 | 160,000,000 | 0.12% | 187,500 |
| Next | 100,000,000 | 0.05% | 50,000 | 260,000,000 | 0.09% | 237,500 |

Fee for amounts over \$260 million is 0.05%

Institutional Clients – Fixed Income Only

| Institutional Fixed Income Only | | | | Cumulative | | |
|---------------------------------|--------------|-------|----------|--------------|-------|-----------|
| | Assets | % Fee | \$\$ Fee | Amount | % Fee | \$ Fee |
| First | \$ 5,000,000 | 0.30% | \$15,000 | \$ 5,000,000 | 0.30% | \$ 15,000 |
| Next | 5,000,000 | 0.21% | 10,500 | 10,000,000 | 0.26% | 25,500 |
| Next | 10,000,000 | 0.15% | 15,000 | 20,000,000 | 0.20% | 40,500 |
| Next | 20,000,000 | 0.09% | 18,000 | 40,000,000 | 0.15% | 58,500 |
| Next | 20,000,000 | 0.06% | 12,000 | 60,000,000 | 0.12% | 70,500 |
| Next | 200,000,000 | 0.04% | 80,000 | 260,000,000 | 0.06% | 150,500 |
| Next | 200,000,000 | 0.03% | 60,000 | 460,000,000 | 0.05% | 210,500 |

Fee for amounts over \$460 million is 0.03%

Asset Liability Management – For Credit Unions

Asset Liability Management - For Local Credit Unions

| ALM- Credi Unions | | |
|-------------------|----------------------------|----------|
| | Asstes | \$ Fee |
| Up to | \$ 0 to \$ 25,000,000 | \$ 8,000 |
| From | 25,000,001 to 50,000,000 | 11,000 |
| From | 50,000,001 to 75,000,000 | 14,000 |
| From | 75,000,001 to 100,000,000 | 16,000 |
| From | 100,000,001 to 200,000,000 | 20,000 |
| From | 200,000,001 and over | 28,000 |

Defined Contribution

| Defined Contributions Plans Fee Schedule | | | | |
|--|------------|----------|--------------|----------------|
| | Assets | | | % Fee Range |
| | | Up to | \$ 1,000,000 | 1.30% to 0.80% |
| From | 1,000,001 | to | 3,000,000 | 0.79% to 0.65% |
| From | 3,000,001 | to | 5,000,000 | 0.64% to 0.50% |
| From | 5,000,001 | to | 10,000,000 | 0.49% to 0.35% |
| From | 10,000,001 | to | 20,000,000 | 0.34% to 0.20% |
| From | 20,000,001 | and over | | 0.19% to 0.05% |

Fixed Fees and Hourly Fees

Consultiva may also charge fixed or hourly fees that may be negotiated, depending upon the scope of a particular client's needs or mandate.

Fees and Expenses Charged by Other Investment Advisers

In addition to the investment advisory fees charged by Consultiva as described above, the client may be charged advisory fees by any IIMs the client selects.

Other Fees and Expenses

In addition to the investment advisory fees described above, the client's brokerage or custodial accounts may incur additional fees and expenses. These fees and expenses may include, but are not limited to the following, as applicable.

1. Fees paid to sub-advisors and other third party managers that manage the account;
2. Transaction costs and other related trading costs and expenses;
3. Custodial fees;
4. Mutual fund network fees;
5. Interest;
6. All applicable taxes;
7. Wire transfer and electronic fund fees;
8. Other fees and taxes related to brokerage accounts;
9. IRA and qualified retirement plan fees;
10. Internal management and operating fees and administrative expenses, which may include 12b-1 fees, for mutual funds and exchange traded funds, as disclosed in the fund prospectus;

11. All fees and expenses related to variable annuities and sub-accounts;
12. All fees related to alternative investments including management fees, performance fees, trading costs and other expenses related to such investment that are charged to investors;
13. Mutual fund redemption fees, if applicable; and
14. Other fees and expenses required by law.

If you invest through a wrap account, please see your sponsor's brochure for details about these other fees and expenses.

Termination of Advisory Relationship

If for any reason the client decides to terminate your relationship with Consultiva, we request 30 days advance written notice, although this requirement may be waived in certain cases. Upon receipt of the client's written termination notice, we will refund, on a pro rata basis, any unearned fees.

Other Compensation

A. Compensation through Affiliate

Pursuant the affiliate relationship between FCM and Consultiva, FCM and/or Consultiva may on occasion receive additional compensation in the form of marketing service fees for mutual funds (*i.e.*, 12b-1 fees) purchased in the client account or compensation from certain insurance contracts.

B. Expense-sharing with Affiliate

FCM pays Consultiva for expenses incurred by it that relate to the operation of FCM's business office in Puerto Rico, including but not limited to costs associated with: rent and utilities, parking, furniture and equipment, communications, and telephony. All such management and operational/administrative expenses, and allocation methodologies thereof, are governed by an expense allocation agreement between Consultiva and FCM.

These other payments may present a potential conflict of interest, given that FCM would have a liability to Consultiva and Consultiva would be providing services to FCM. This potential conflict of interest is reduced given the fact that clients are not required to select FCM as their broker-dealer. The clients have the option to direct the activity of their account through a broker-dealer that is not affiliated with Consultiva. Consultiva's policy is that all recommendations are made in accordance with the client specific investment objectives, risk tolerance, and goals; that the fees charged by FCM must be competitive and that all efforts are made by FCM to provide best execution. If the client has an IIM, then they, and not Consultiva, will monitor execution fees for best execution.

Consultiva's investment advisory fees may not be reduced in the event of FCM's or Consultiva's receipt of other compensation.

C. Compensation from Insurance Products

Consultiva acts as a duly licensed insurance agent under the laws of the Commonwealth of Puerto Rico and may recommend fixed insurance products when suitable to its clients and after preparing and presenting analysis of comparable solutions. Consultiva and its Investment Adviser Representatives will be compensated for the sale of such fixed insurance products on a commission basis. This presents a potential conflict, given that since Consultiva and its Investment Adviser Representatives might be incented to recommend such products, based on potential compensation rather than the client's needs. In order to address this potential conflict, it is Consultiva's policy that all recommendations are made in accordance with the client's investment objectives, risk tolerance, and goals. As with any part of a proposed investment strategy the client may choose to opt out of any insurance product. Additionally, Consultiva has policies and procedures in place to avoid this potential conflict of interest and to ensure all recommendations are suitable for the client. In addition, Consultiva does not include these assets for the calculation of the advisory fees.

For additional information, please see Items 12 "Brokerage Practices" and 14 "Client Referrals and Other Compensation".

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

Consultiva does not provide services for a performance based fee, nor fees based on a share of capital gains.

Item 7- Types of Clients

Consultiva provides investment advisory services for the following types of clients: individuals and families, banks, pension and profit sharing plans, 401k plans, endowments, foundations, credit unions, Taft-Hartley plans, insurance companies, trusts and estates, charitable organizations, state government entities and corporations and similar business entities (i.e., limited liability companies, partnerships and professional partnerships).

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

Consultiva begins the consulting process with each client by engaging in an analysis in the following areas:

- Evaluating the client's financial circumstances ("Needs, Objectives & Risk Assessment").
- Performing capital markets research.
- Reviewing/Developing Investment Policy, Guidelines and Objectives.
- Performing research and due diligence on independent investment managers, funds and other investment vehicles.
- Investment cost analysis.

- Ongoing performance monitoring.

Needs, Objectives & Risk Assessment

Consultiva employs a liability-based approach in assisting clients in defining and quantifying goals and objectives.

Capital Markets Research

Consultiva professionals gather and examine studies, reports, audit opinions, attend conferences and determine Consultiva's position on key issues, such as economic growth, expected returns, interest rates, current valuations and asset allocation. We continually receive and evaluate research of world economies and markets from third party sources, and develop conclusions to assess courses of action based upon your goals and objectives.

Consultiva continually researches and/or interviews investment management and fund firms that we believe can add value to your portfolio when we construct teams to implement the client's investment strategy. Our goal is to build an optimum investment management team for the client. Defining the most appropriate team of investment managers and funds will depend on the size of the client's total portfolio, the nominal investment objective required, the asset allocation required, and the investment policies and guidelines that are established as a result of the Needs Analysis. Once we determine the appropriate mix of assets, strategies and acceptable guidelines for the client's portfolio, we will evaluate the appropriate number and types of managers.

Investment Cost Analysis

Although inevitable, cost is certainly a manageable variable. We examine the various alternatives to accessing a manager, fund, investment vehicle or strategy, always mindful that the maximum benefit accrue to the client. We explore potential managers for their access through cost effective management platforms and through pooled funds. Cost effective custody and trading options often times stem from these examinations.

Use of Other Investment Advisers

Consultiva, through a sub-advisory agreement, has engaged Palladium LLC, an investment adviser registered with the SEC, to provide Consultiva with certain services, including ongoing asset allocation guidance, capital markets and investment management research, analysis, and advice regarding general economic conditions and trends, as well as long-range investment policy design (the "Palladium Services"). In connection with the Palladium Services, Consultiva pays a minimum annual fee. Consultiva may use these services in connection with the investment advisory services Consultiva provides to its clients. Consultiva may also separately recommend Palladium LLC as an IIM to certain of its clients.

Risk of Loss

Investments made by Independent Investment Managers may be speculative. The Investment Managers/Funds/Investment Vehicles that Consultiva may recommend, or that the client would otherwise wish to hire/purchase, may not be successful in meeting their performance objectives. Investors should not subscribe to Consultiva's Investment Management evaluation and selection process or invest in Investment Management Accounts/Funds/Investment Vehicles unless they can bear the risk of certain loss of their capital. There is no assurance that Investment Managers/Funds/Investment Vehicles will generate returns or that the returns will be commensurate with the risks inherent in their investment strategy. The past investment performance of Consultiva's recommended Investment Managers/Funds/Investment Vehicles cannot be taken to guarantee future results of the Investment Management Accounts/Funds/Investment Vehicles.

Item 9- Disciplinary Information

In July of 2012, Consultiva reached a settlement with the SEC regarding Consultiva's alleged violations of certain compliance program and code of ethics provisions of the Advisers Act and the rules thereunder. Without admitting or denying the SEC's findings, Consultiva agreed to a censure and to cease and desist from committing or causing any violations and any future violations of these provisions. Consultiva also agreed to, and paid, a \$35,000 civil penalty. Additionally, Consultiva agreed to retain an independent consultant to review its compliance operations annually for two years, provide a copy of the SEC's order to existing clients, and prominently post a summary of the order on its website for twelve (12) months. To review the final order issued as a result of the settlement, you may visit the SEC's website at the following address:

<http://www.sec.gov/litigation/admin/2012/ia-3441.pdf>

Item 10- Other Financial Industry Activities and Affiliations

Pending and Current Registrations with Broker-Dealers

Some of Consultiva's supervised persons are dually registered with Consultiva and FCM. Registered Employees are not permitted to register with any other outside firm. Edmundo J. Garza, President of Consultiva, acts as a Principal (Branch Manager) of FCM.

Material Relationships and Conflicts of Interest

A- Affiliations

Consultiva is affiliated with FCM, a FINRA registered Broker Dealer. FCM is a wholly owned FINRA registered broker-dealer of Fairbridge Capital Partners ("FCP"). Consultiva has a 5.42% minority stake in FCP as per the sale terms of Consultiva Securities Inc. to FCP, which took place during the 3rd quarter of 2013. In addition, FCM

and Consultiva are party to an expense allocation agreement whereby Consultiva provides certain services (administrative and non-advisory services) to FCM which are paid pursuant to the terms of such expense allocation agreement. Certain clients of Consultiva have FCM as their introducing broker-dealer. As described in Item 5 above, clients who select FCM as their introducing broker-dealer may be charged fees and transaction costs if the program they select is not inclusive of transaction fees. This arrangement potentially presents a conflict of interest because it theoretically creates an incentive for Consultiva to recommend transactions that will result in a benefit to our affiliate. Consultiva's policy, however, is to only make recommendations in accordance with our clients' investment objectives and goals. Additionally, the potential conflict of interest presented by the affiliation with FCM is further mitigated by the fact that Consultiva does not require its clients to select FCM; rather, it is left entirely to the client's discretion to select their own broker-dealer and custodian. A commission may only be charged if the program selected by the client is not inclusive of transaction fees or the client has agreed otherwise. FCM and/or Consultiva may on occasion, receive additional compensation in the form of marketing service fees for mutual funds (*i.e.*, 12b-1 fees) purchased in their account or compensation from certain insurance contracts. Consultiva makes full disclosure to clients with respect to the relationship between Consultiva and FCM, and of the potential benefits that Consultiva and FCM may receive.

B- Dual Employees

As indicated hereinabove, FCM is considered a financial industry affiliate of Consultiva due to the minority interest Consultiva has in FCP. In addition, FCM is considered an affiliate due to the dual registrations of Consultiva's employees with FCM.

The dual employees, as financial representatives of FCM, may recommend the purchase of investment securities and/or certain insurance contracts to Consultiva's investment advisory clients and receive a commission for the sale of such securities and insurance contracts. The compensation received from the sale of investment securities and certain insurance contracts potentially presents a conflict of interest because it theoretically creates an incentive for Consultiva's dual employees to recommend such securities and insurance contracts for additional compensation. Consultiva's policy, however, is to only make recommendations in accordance with our clients' investment objectives and goals, as determined during the assessment process. Consultiva has established compliance procedures to ascertain that a detailed analysis of clients' needs, objectives and current asset-liability position, as well as determination of the client's risk tolerance, is performed to determine the investment objectives, investment strategy-policy, and/or asset allocation to be recommended to the client. As with any part of a proposed investment strategy the client may choose to opt out of any insurance product or investment security recommended. In addition, Consultiva has established a compensation strategy that allows the dual employees to receive proper compensation for the investment advisory services they offer to Consultiva's clients.

In the case of investment securities, Consultiva has established as a policy that neither the dual employees nor Consultiva can receive commission for the sale of investments assets under advisory services.

In the case of the certain insurance contracts, dual employees and Consultiva receive commission but Consultiva's policy is that neither dual employees nor Consultiva can receive compensation for the advisory services and a commission for the sale of insurance products from the same assets of any given client. Consultiva does not include these assets for the calculation of the advisory fees.

C- Retirement Plans Clients

As part of the advisory services provided by Consultiva to retirement plans clients, Consultiva facilitates the identification and selection of the most appropriate service providers (Ex. Trustee services, administration services, TPA, etc.) according to the specific needs and goals of each retirement plan client. These service providers may occasionally refer clients to Consultiva. In addition, Consultiva may recommend its clients certain insurance products offered by these service providers.

The occasional referral of clients and the recommendation related to insurance products offered by these service providers, potentially present conflicts of interest because it theoretically creates an incentive for Consultiva to recommend these service providers to receive clients' referrals or for the additional compensation. However, Consultiva has procedures in place to ensure its services are strictly limited to only facilitate the identification and selection of the most appropriate service providers, according to the specific needs and goals of each retirement plan client. Consultiva has adopted internal controls which require that several proposals from different service providers are obtained as part of the identification process described above. Proposals are obtained taking into consideration several facts (Ex. plan alternatives, cost per participant, cost of mutual funds, etc.). The client makes the ultimate selection.

In addition, Consultiva is not associated with any particular service provider nor pays any compensation to service providers for any occasional client referral.

D- Other Relationships with Clients

Consultiva acts as the investment advisor of certain non-for profit clients committed to provide local impact investment opportunities. Consultiva has a commitment with local impact investment strategies and clients interested in this type of investment opportunities. Hence, Consultiva may recommend local impact investment securities issued by these clients to its other clients, when suitable to them and after preparing and presenting analysis of comparable solutions. Consultiva will not be compensated for the recommendation of such investment securities neither the assets raised by the clients will be part of the investment portfolio which Consultiva advises for such clients. However, if a client of Consultiva has selected to invest in the local impact investment securities,

those assets are part of the client's investment portfolio which Consultiva advises and receives compensation.

The occasional recommendation to our clients of the local impact investment securities issued by Consultiva's clients, potentially present conflicts of interest because it theoretically creates an incentive for Consultiva to recommend the local impact investment securities issued by its clients to receive additional advisory fees on the same assets. In order to address this potential conflict, it is Consultiva's policy that all recommendations are made in accordance with the client's investment objectives, risk tolerance, and goals. As with any part of a proposed investment strategy the client may choose to opt out of any investment security recommended. Additionally, Consultiva has policies and procedures in place to avoid this potential conflict of interest and to ensure all recommendations are suitable for the client. In addition, as stated hereinabove, Consultiva will not receive additional compensation from the same assets.

Recommendation and Selection of other Investment Advisers

Consultiva's primary business is to help clients assess the probability of achieving their investment objectives and to craft a team of independent investment managers/funds to manage their portfolio. During our initial investment manager or investment fund evaluation, we examine results that generally meet CFA Institute standards for how managers publish their performance records. We review the quality of each candidate's record and take great care to ensure that the manager's or fund's record is (1) a fair representation of their true performance and (2) achievable within your investment policy guidelines. The client make the final decision to select (or not select) an IIM or fund.

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

Compliance Plan

Consultiva has adopted its Investment Advisory Compliance Plan (the "Plan"), pursuant to Rule 206(4)-7 under the Advisers Act. Part of that plan includes the adoption of written policies and procedures, which are incorporated within Consultiva's Compliance Manual. Consultiva employees receive periodic training relating to the Compliance Plan, which is amended periodically to reflect additional policies.

Code of Ethics and Personal Trading

Consultiva has adopted a Code of Ethics ("Code") pursuant to Rules 204A-1 and 204-2 under the Advisers Act. The Code is updated periodically, as necessary, and distributed to all personnel. Periodic training on the Code is provided to existing employees and all new employees upon hire. All of our employees are required to accept in writing the terms of the Code of Ethics upon employment, on amendment of the Code and annually.

The Code sets out our standard of conduct of investment advisory personnel, including the fiduciary and confidential duty of personnel, trading and gift policies, reporting and recordkeeping obligations, and avoidance of conflicts of interest.

With respect to personal trading, the Code contains rules and restrictions on the purchase and sale of securities by employees. These rules and/or restrictions are designed to protect Consultiva's Clients. All officers and employees are required to put the interests of the Clients first in all dealings relating to the Client and their investments.

Generally, the Code of Ethics provides that:

- Officers, directors and employees maintain full compliance with applicable federal securities laws;
- Employees must pre-clear all personal trades for their own accounts or accounts over which they have a direct or indirect beneficial ownership ("employee-related accounts");
- Pre-clearance requests will not be granted for trades in securities that are under consideration for a client account or are the subject of an unexecuted order for a client account;
- Brokerage statements for all employee-related investment accounts must be sent to the firm;
- Employees must report personal securities transactions in all employee-related accounts quarterly;
- Limitations on Consultiva personnel's ability to participate in initial public offerings, limited offerings and private placements.

Employee personal trading reports are reviewed by Compliance personnel to verify the employees are complying with the Code. Consultiva may impose penalties and sanctions on employees who have violated provisions of the Code, including the personal trading policy.

In addition, the Code of Ethics contains policies and procedures concerning the misuse of material non-public information and concerning political activities and contributions.

The Code of Ethics also dictates activities that are strictly prohibited, which include:

- Having a personal interest or receiving a personal benefit in any Client transaction;
- Using knowledge of Client transactions for personal gain; and
- Allowing anything to influence or impact an independent, unbiased judgment with respect to Client communications.

Consultiva will provide a copy of the Code to current clients or any prospective client, upon request.

Participation or Interest in Client Transactions

Clients in need of brokerage or custody services may choose to use our affiliate, FCM. In such a capacity, FCM may act as agent for the buyer and/or seller when instructed to do so. FCM may participate in underwritings, and may be a market maker in some securities. FCM correspondent broker-dealers, First Clearing LLC an affiliate of Wells Fargo Advisors and Royal Bank of Canada, provide settlement and clearing of all trades on a fully disclosed basis. These facts may represent a potential for conflicts of interest. As described in Item 11 above, Consultiva has adopted a Code of Ethics, which includes restrictions on employees' personal trading. Each access person and registered representative of Consultiva is required to sign the Code of Ethics upon employment and annually attest to their adherence of the Code during their tenure. FCM as a securities broker/dealer registered with the SEC and a member of FINRA is also required to abide by market rules and regulations regarding ethics and personal trading.

Privacy Policy

Consultiva protects its clients' personal information. Clients may review a copy of Consultiva's Privacy Policy upon request.

Business Continuity

Consultiva has adopted a business continuity strategy to maintain critical functions in the event of circumstances, which impact our physical plants, applications, data centers or networks. Consultiva has engaged in planning and process development to reduce risk in this area.

Risk Management Review

Consultiva's Executive & Compliance Committee provides oversight of investment management, compliance program and operational policies and procedures, including a scheduled review designed to mitigate key risks.

Item 12- Brokerage Practices

Consultiva does not receive research, products or services in connection with client securities transactions. Consultiva also does not direct brokerage to any other broker-dealer or third party in exchange for referrals.

With the client's permission, Consultiva may direct business to FCM, based upon best execution principles. When FCM cannot provide best execution, Consultiva will suggest that trades be directed to other broker-dealers. If a client instructs Consultiva to execute trades through a certain broker-dealer, Consultiva will not monitor those execution costs unless we have agreed to do so, in writing, on the client's behalf. Consultiva does not currently provide consulting services in exchange for directed brokerage.

Consultiva does not aggregate trades; however an IIM may do so when it results in best execution.

Item 13- Review of Accounts

On a quarterly basis, unless otherwise agreed with the client, clients receive a written report that presents investments, portfolio performance and profits/losses of holdings. This performance is compared to benchmarks that best represent a client's stated investment objectives. Consultiva is available to meet with clients and discuss the quarterly report and address any questions or issues raised by the client.

Additionally, at least annually, accounts are randomly selected and reviewed by Consultiva's independent auditors. In addition, personnel from Consultiva's supervisory staff randomly select and review accounts based on exception reports (factors which note activity or performance that was unexpected). This process is performed on a continuous basis.

Item 14- Client Referrals and Other Compensation

On occasion, Consultiva may receive client referrals from independent solicitors that are not registered investment advisors. Solicitors will provide necessary disclosure forms, which require client acknowledgement and signature. Solicitors will be compensated by Consultiva and will receive a portion of our advisory fees.

Neither Consultiva nor its personnel receive any items of value, in the form of prizes, awards or items of economic benefit, from non-clients.

Item 15- Custody

Consultiva does not have direct custody of client assets. Clients' assets are held in custody by the clients' Qualified Custodian. However, Consultiva may be deemed to have access to certain of the client assets because in some cases it deducts its advisory fees directly from its client accounts, by directing the invoice to the corresponding custodian selected by the client as pre-approved by the client. Assets are maintained with the Qualified Custodian that is selected by each client. The Qualified Custodian will send clients quarterly, or more frequent, account statements. Clients should carefully review such statements. Additionally, Consultiva prepares quarterly performance reports of portfolio activity, unless a different time period has been negotiated with the client. Consultiva will compare a client's IIM statements to the clearing agent or custodian statements and attempt to reconcile any differences. We urge clients to compare account statements they receive from Consultiva with those received from IIMs and Qualified Custodians. If a client notes any differences, such differences should be reported immediately to Consultiva, the IIM and the custodian.

Item 16- Investment Discretion

Relationships with Consultiva are advisory and not discretionary. However, Consultiva assists in instructing for the purchase and sale of securities in a client's portfolio, exclusively for the initial portfolio structure and subsequent rebalancing. In all cases, Consultiva must obtain the client's written approval of the recommended investment strategy and/or instructions to buy or sell securities.

Item 17- Voting Client Securities

Consultiva does not vote proxies on behalf of clients. Clients or their IIMs will receive all proxies from the custodian, directly from the company or the transfer agent. Clients may receive proxies electronically as well.

Item 18- Financial information

Consultiva 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.