

Item 1 – Cover Page



**GUNN & COMPANY INVESTMENT MANAGEMENT, INC.**

**REGISTERED INVESTMENT ADVISOR**

4350 Pablo Professional Court  
Suite 210  
Jacksonville, Florida 32224

(904) 296-2025

July 21, 2015

This Brochure provides information about the qualifications and business practices of Gunn & Company Investment Management, Inc. If you have any questions about the contents of this Brochure, please contact Susan Kelly, Chief Compliance Officer at (904) 296-2025 or [skelly@gunnchamberlain.com](mailto:skelly@gunnchamberlain.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.

Gunn & Company Investment Management, Inc. is a registered investment advisor. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information about which you determine to hire or retain an Adviser.

Additional information about Gunn & Company Investment Management, Inc. also is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). The SEC's web site also provides information about any persons affiliated with Gunn & Company Investment Management, Inc. who are registered as investment adviser representatives of Gunn & Company Investment Management, Inc.

## Item 2 – Material Changes

Investment Advisers are required to prepare a disclosure document (“Brochure”) that describes the firm and its business practices. Pursuant to SEC rules, we are required to update our Brochure at least annually and provide you with a summary of any material changes since the previous annual amendment.

This item will discuss only specific material changes that are made to this Brochure and provide clients with a summary of changes. The date of our last annual update of our brochure was January 28, 2015. The material change made in this Brochure since January 28, 2015:

- Item 9 – Disciplinary Information – GCIM revised this section as follows:  
The GCIM advisory affiliate has resigned and therefore it has no remaining information applicable to this item.

With this summary, we hereby offer to deliver a complete copy of our Investment Adviser Brochure upon your request at any time during the year. You may request our Brochure at any time by contacting Susan Kelly, Chief Compliance Officer, at 904-296-2025 or [skelly@gunnchamberlain.com](mailto:skelly@gunnchamberlain.com).

Additional information about Gunn & Company Investment Management, Inc. is available at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). The SEC’s web site also provides information about any persons affiliated with GCIM who are registered as investment adviser representatives.

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#### Item 4 – Advisory Business

Gunn & Company Investment Management, Inc. (“GCIM”) began in 1996. GCIM provides investment advisory services for a variety of clients and our current discretionary assets under management as of December 31, 2014 are \$60,660,000. GCIM does not manage any non-discretionary accounts.

GCIM assists clients in identifying their financial goals and objectives and provides clients with advice specific to their particular circumstances, which may include investment strategy and asset allocation, tax considerations and/or estate planning. Investment selection and portfolio management are provided by an unaffiliated third-party money manager. GCIM entered into a sub-advisory agreement with CPS Investment Advisors (“CPS”). Clients and potential clients will receive the Form ADV Part 2 Disclosure Brochure for the money manager recommended to manage their account. Clients may request an updated Brochure at any time.

GCIM offers Investment supervisory services through CPS’s 401(k) Daily Valuation program. This is a service GCIM offers to companies. A third party administrator is hired to perform accounting and document preparation functions. GCIM and the money manager handle all of the investment decisions. GCIM does not provide reports to the Participants.

Clients complete an Investment Policy Statement and can provide any specific instructions or restrictions on the management of their portfolio. GCIM provides the money manager with the client’s Investment Policy Statement. The money manager manages the client’s portfolio based upon the client’s individual needs as exhibited in the client’s Investment Policy Statement.

When appropriate to the needs of the client, trading strategies or margin transactions may be recommended within the client’s Investment Policy Statement. Because these investment strategies involve a certain additional degree of risk, they will only be recommended when consistent with the client’s stated tolerance for risk.

#### Item 5 – Fees and Compensation

GCIM’s annual fee for investment advisory services will be charged as a percentage of assets under management, according to the schedule below. In limited circumstances and at GCIM’s sole discretion, fees may be negotiable.

Equity Portfolio			
<u>Assets Under Management</u>	<u>GCIM</u>	<u>CPS</u>	<u>Total Annual Fee</u>
The portion of assets between \$0 - \$3,000,000	0.750%	0.750%	1.500%
For portion of assets between \$3,000,001 - \$5,000,000	0.500%	0.500%	1.000%
For portion over \$5 million	0.375%	0.375%	0.750%

Fixed Income Portfolio

<u>Assets Under Management</u>	<u>GCIM</u>	<u>CPS</u>	<u>Total Annual Fee</u>
The portion of assets up to \$500,000	0.500%	0.500%	1.000%
The portion of assets between \$500,001 - \$3,000,000	0.375%	0.375%	0.750%
For portion over \$3 million	0.250%	0.250%	0.500%

GCIM offers 401(k) services as described above in Item 4. The annual fee for investment supervisory services will be charged as a percentage of assets under management, according to the fee schedule below. The fee includes GCIM's investment advisory fee as well as the investment advisory fee charged by the money manager.

<u>Assets Under Management</u>	<u>GCIM</u>	<u>CPS</u>	<u>Total Annual Fee</u>
The portion of assets up to \$1,000,000,000	0.500%	0.500%	1.000%

The specific manner in which fees are charged is established in the client's written portfolio management agreement. GCIM bills fees quarterly in advance based on the market value on the last day of the previous quarter. New accounts are billed a prorated fee for the initial quarter under GCIM's management. Portfolio management agreements may be terminated with 30 days written notice. Upon termination of an account, GCIM will promptly refund a pro-rata portion of any unearned fees. Any fee dues will be payable.

Clients may, but are not required to, grant GCIM the authority to debit advisory fees directly from the clients' accounts. If the client authorizes GCIM to debit fees, GCIM is deemed to have custody of the client's funds. Clients will receive a statement, usually monthly but no less than quarterly, directly from their account custodian. GCIM urges clients to review the information on the statement for accuracy and compare the information to any reports received directly from GCIM. Please refer to Item 15 of this document for additional disclosures relating to Custody.

Fees paid to GCIM are exclusive of brokerage commissions, transaction fees, and other direct or indirect costs and expenses incurred by the client. Clients may incur certain charges imposed by custodians, brokers and other third parties that may include custodial fees, transaction fees, short term redemption fees, mark-ups/mark-downs, dealer spreads, wire-transfer fees, electronic fund fees, taxes or other costs associated with the account. Mutual funds, exchange-traded funds (ETFs) and other investment company securities charge internal management fees, which are disclosed in a fund's prospectus. GCIM does not receive any portion of these commissions, fees or additional expenses paid by the client. Item 12 further discussed GCIM's brokerage practices, including the process for selecting and recommending broker/dealers and determining the reasonableness of the commissions and other fees charged to the client.

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

GCIM does not charge any clients a performance-based fee.

## **Item 7 – Types of Clients**

GCIM provides investment advisory services to individuals, trusts, estates, corporations and small business owners, pension plans, foundations and other charitable entities.

While GCIM does not require clients maintain a minimum account size, the money managers may impose their own minimums on the size of account they will accept.

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

GCIM uses the information gathered from the client in the Investment Policy Statement to recommend a specific asset allocation and investment strategy. Implementation of the investment strategy may include an individual stock or bond portfolio, a mutual fund/ETF portfolio, or some combination of those security types.

Our investment strategy is to identify companies with strong balance sheets, dependable earnings, history of increasing dividends, significant overseas exposure and a dominate player in their respective industry. These companies have competitive advantages over their competitors; this allows them to withstand the volatility the market can provide. We buy with a margin of safety and monitor until such time the company is overvalued, at which time it may be sold and the proceeds reinvested in another undervalued company. We understand the importance of diversification, therefore, properly diversifying all Client Accounts can likely lead to better performance over time. In areas where market research is limited, we may elect to incorporate mutual funds, index funds, or exchange traded funds to adequately diversify the Client Account.

Investing in securities involves risk of loss that clients should be prepared to bear. GCIM uses its best judgment and good faith efforts in providing advisory services to clients. GCIM cannot warrant or guarantee any particular level of account performance, or that an account will be profitable over time. Not every investment decision or recommendation made by GCIM will be profitable. Investments in securities are subject to various market, currency, inflation, economic, political and business risks. GCIM attempts to minimize these risks by recommending diversified portfolios constructed to meet the specific goals and objectives of each client.

## **Item 9 – Disciplinary Information**

The GCIM advisory affiliate has resigned and therefore it has no remaining information applicable to this item.

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

Susan R. Kelly is the Firm Administrator of GunnChamberlain, P.L., a CPA firm specializing in income tax, accounting, and business consulting. Employees of GCIM have duties both related to GCIM and to GunnChamberlain, P.L. GCIM refers clients in need of accounting services to GunnChamberlain, P.L. and, likewise, GunnChamberlain, P.L. refers clients needing investment advisory services to GCIM. Although clients may be referred between the related entities, there is no requirement that any client of one firm utilize the services of the other. The services of each entity are provided under separate written agreements and performed for separate and typical compensation.

## **Item 11 – Code of Ethics**

GCIM has adopted a Code of Ethics, which establishes rules of conduct for all its personnel. The Code is based upon the principle that we owe a fiduciary duty to our clients to conduct their affairs in such a manner as to avoid (1) serving our own personal interests ahead of clients, (2) taking inappropriate advantage of our position with the firm and (3) actual or potential conflicts of interests or any abuse of their position of trust and responsibility.

GCIM employees can utilize the same money manager that manages client accounts and follow a similar investment style used for client portfolios. Investment decisions are made solely by the money manager and not by the employee and, therefore, many transactions in employee accounts will be similar to those made in client accounts. Access persons may also initiate securities transactions for their personal accounts on their own and separate from the employee accounts managed by the money manager. In such situations, investment decisions are made without prior knowledge of client transactions initiated by a money manager.

Access persons are required to submit quarterly transaction reports and annual holdings reports for all personal investments pertaining to covered securities. The reports are reviewed in order to identify and address any conflicts of interest. Furthermore, all supervised persons have a duty to report any violations of the Code of Ethics to the Chief Compliance Officer.

GCIM will provide a copy of the Code of Ethics to clients or potential clients upon request.

## **Item 12 – Brokerage Practices**

In that GCIM provides investment supervisory services, GCIM has the discretionary authority to determine the securities and amounts to be bought and sold. However, GCIM does not initiate any trades on the client's behalf. All investment decisions and trading is done by the money manager. Any restriction on this authority must be provided to GCIM in writing and included in the Investment Policy Statement.

While GCIM does not initiate any trades for any clients, it still has a fiduciary duty to its clients to seek best execution of securities transactions. GCIM continually reviews the services of the custodians/brokers it recommends to clients to assess whether those services are reasonable in light of the amount of fees and commissions paid by the client. In addition, GCIM monitors the activities of its money managers to determine that other parties are upholding their fiduciary duty as well.

GCIM clients may maintain accounts at Fidelity, NATC or Aspire. The reason for preferring Fidelity is the discounted commission rates, availability of no-load mutual funds, electronic trading, daily transaction downloads, and dedicated service team. NATC and Aspire are preferred for selected clients due to their specialized reporting and maintenance for retirement accounts. Not all advisors require the use of a particular custodian or broker/dealer. GCIM receives no fees or compensation for recommending these brokers/custodians, but may receive other benefits as described in Item 14.

The money manager may, from time to time, aggregate client trades using Block Orders. If this strategy is used, all clients within the aggregate filled trade will receive the same price. Aggregate trades are used to move in and out of a particular investment quickly which could improve the execution of the trade.

GCIM does not have any formal or informal soft dollar arrangements. While GCIM may receive benefits such as research services, materials and marketing, direct billing and additional brokerage products and support as a result of the commission rates and trading costs as well as items described in this section and in Item 14, clients do not incur any additional costs as a result of these benefits.

Clients may direct GCIM to use the services of a specific broker/dealer. However, GCIM may decline to accept an account if the client's request is inconsistent with GCIM's investment approach. If GCIM accepts an account subject to client direction, GCIM may not be able to attain best execution of client transactions. Directed transactions could result in additional costs to the client.

## **Item 13 – Review of Accounts**

The money managers review client portfolios to ensure compliance with each client's goals and objectives. Portfolio reviews and any necessary rebalancing are conducted quarterly. Additional reviews may occur more frequently due to such factors as inflows to or outflows from an account, significant market movements, or other factors as deemed necessary.



Susan Kelly conducts quarterly reviews of each client portfolio to verify that client's asset allocation remain in line with their target allocation. GCIM recommends annual appointments to discuss any changes and updates to their financial situation and to ensure the asset allocation and investment strategy continues to be appropriate.

Portfolio management account reports are prepared and delivered on a quarterly basis. Clients also receive statements directly from their account custodian generally on a monthly basis, but no less frequently than quarterly. Additional reports may be available upon request. Clients are urged to compare information contained in the reports provided by GCIM with the account statements received directly from the account custodian.

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

GCIM has access to free or discounted research materials from broker-dealers and/or third-party providers in exchange for having client assets custodied at Fidelity. Fidelity may provide free industry information that does not qualify as research, such as newsletter or other publications pertaining to compliance, marketing, practice management, etc. In addition, events such as workshops or conferences may be available at reduced cost or no cost. These benefits are not provided on the basis of client transactions. Under no circumstances do any clients pay additional fees or commissions in order to obtain these products or services.

GCIM has arrangements with one or more unrelated third parties who act as solicitors for GCIM. GCIM agrees to compensate the solicitor/third parties a cash referral fee according to an ongoing fee-sharing agreement. Clients referred to GCIM in accordance with any solicitation arrangement do not pay a higher fee for advisory services as a result of the referral. The details of any such payments to any solicitor are described to clients as required, and acknowledged and accepted by those clients, in a signed Solicitors Disclosure Document which is provided with the initial client documentation.

#### **Item 15 – Custody**

GCIM is deemed to have custody of client funds to the extent that GCIM directly debits fees from client accounts. Debiting of fees is done pursuant to authorization provided by each client. GCIM sends each client a series of quarterly reports, including holdings and an advisory fee invoice. Usually monthly but no less frequently than quarterly, clients will receive account statements directly from their account custodian. Custodial statements include account holdings, market values and any activity that occurred during the period, including purchases and sales, additions and withdrawals, income, dividends and capital gains. GCIM urges clients to compare information contained in the reports provided by GCIM with the account statements received directly from the account custodian. Differences in portfolio value may occur due to various factors, including but not limited to: (1) unsettled trades; (2) accrued income; (3) pricing of securities; and (4) dividends earned but not received.

GCIM's affiliated CPA firm, GunnChamberlain, P.L., performs certain accounting functions for clients, such as bill-pay and payroll services. To the extent that clients of GCIM engage GunnChamberlain for these services, GCIM may be deemed to have custody of those clients' bank accounts. As such, and in accordance with the applicable rules and regulations, GCIM has engaged the services of an independent public accountant to perform a custody audit of those accounts.

#### **Item 16 – Investment Discretion**

Clients grant GCIM discretion over their account by providing authorization in the portfolio management agreement. This discretionary authority authorizes GCIM and its money managers to buy, sell or otherwise trade in any stocks, bonds or other securities. Investment discretion is limited only by specific instructions, guidelines and/or mandates provided by clients in writing and to which GCIM agrees.

#### **Item 17 – Voting Client Securities**

GCIM does not have any authority to and does not vote proxies on behalf of advisory clients. GCIM will have no obligation to render advice or take any action with respect to any securities subject to any legal proceedings, such as class action lawsuits or bankruptcy. Clients will receive all proxies and other solicitations directly from their account custodian.

#### **Item 18 – Financial Information**

Registered investment advisers are required to provide you with certain financial information or disclosures about GCIM's financial condition. GCIM has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients, and has not been the subject of any bankruptcy proceeding.

#### **Item 19 – Requirements for State-Registered Advisors**

- A. Susan R. Kelly is the only officer or management person actively advising in this business. Her formal education and business background are provided in the Brochure Supplement.

Renee L. Morrell has been an officer with GCIM since 2000. As the Client Relationship Officer, she provides back office services for clients. She is also an Accounting Assistant with GunnChamberlain, PL. She has been with the CPA Firm since 1988.

- B. GCIMs officers are actively involved in other businesses as described in Item 10 of this brochure and spends approximately 70% of time in these activities.
- C. GCIMs fees are described in Item 5 of this brochure.

GCIM is not compensated for performance-based fees.

- D. GCIM has not been involved in and disciplinary action.
- E. There are no additional relationships or arrangements with any issuer of securities not listed in Item 10.C of Part 2A.

**Part 2B of Form ADV: Brochure Supplement**

**Item 1 – Cover Page**



**GUNN & COMPANY INVESTMENT MANAGEMENT, INC.**

**REGISTERED INVESTMENT ADVISOR**

Gunn & Company Investment Management, Inc.

Supplement for Susan R. Kelly

4350 Pablo Professional Court, Suite 210

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July 21, 2015

**This Brochure Supplement provides information about Susan R. Kelly that supplements the Gunn & Company Investment Management, Inc. Brochure, which is attached to this document. You should have received a copy of that brochure. Please contact Susan Kelly, Chief Compliance Officer if you did not receive a copy or have any questions about the contents of this supplement.**

**Additional information about Susan R. Kelly is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).**

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**Item 2 - Educational Background and Business Experience**

Susan R. Kelly, born December 22, 1964

Susan passed the Series 65 in December, 1999.

Susan has been a shareholder of Gunn & Company Investment Management, Inc. since inception in 1997.

Susan was the Client Relationship Office for GCIM for 10 years and for the past 7 years has held the position of Chief Compliance Officer.

Susan also works with GunnChamberlain, PL since 1984 and is the Firm Administrator.

**Item 3 - Disciplinary Information**

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of GCIM or the integrity of GCIM's management. GCIM has no information applicable to this item.

**Item 4 - Other Business Activities**

Susan R. Kelly is employed by GunnChamberlain, P.L., a CPA firm that specializes in accounting, tax and business consulting.

**Item 5 - Additional Compensation**

Susan R. Kelly does not receive compensation or other economic benefit from any third party in connection with the advisory services offered to clients.

**Item 6 - Supervision**

Susan R. Kelly, Chief Compliance Officer, communicates regularly with all shareholders of GCIM in a supervisory role to monitor the Firm.

**Item 7 - Requirements for State-Registered Advisors**

Susan R. Kelly has no information applicable to this item.