

Black Diamond Financial, LLC

Firm Brochure



BLACK DIAMOND
FINANCIAL

This brochure provides information about the qualifications and business practices of Black Diamond Financial, LLC. If you have any questions about the contents of this brochure, please contact us at (804) 334-4059 or by email at: mgoette@blackdfinancial.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.

Additional information about Black Diamond Financial, LLC is also available on the SEC's website at www.adviserinfo.sec.gov. Black Diamond Financial, LLC's CRD number is: 145108

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Registration does not imply a certain level of skill or training.

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Item 2: Material Changes

The material changes in this brochure from the last annual updating amendment of Black Diamond Financial, LLC on February 26, 2014 are described below. This list summarizes changes to policies, practices or conflicts of interests only.

- Black Diamond Financial, LLC has transitioned to registration with the United States Securities and Exchange Commission from its prior registration at the state level
- Black Diamond Financial, LLC generally has a client minimum of \$250,000 (Item 7)

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Item 4: Advisory Business

A. Description of the Advisory Firm

This firm has been in business since August 9, 2007, and the principal owners are Matthew P. Goette and Dryden Capital Management Trust.

B. Types of Advisory Services

Black Diamond Financial, LLC (hereinafter “BDF”) offers the following services to advisory clients:

Investment Supervisory & Pension Consulting Services

BDF offers ongoing portfolio management and pension consulting services based on the individual goals, objectives, time horizon, and risk tolerance of each client. BDF creates an Investment Policy Statement for each client, which outlines the client’s current situation (income, tax levels, and risk tolerance levels) and then constructs a plan (the Investment Policy Statement) to aid in the selection of a portfolio that matches each client’s specific situation. Investment supervisory and pension consulting services include, but are not limited to, the following:

- | | |
|-----------------------|--------------------------------|
| • Investment strategy | • Personal investment policy |
| • Asset allocation | • Asset selection |
| • Risk tolerance | • Regular portfolio monitoring |

BDF evaluates the current investments of each client with respect to their risk tolerance levels and time horizon. BDF will request discretionary authority from clients in order to select securities and execute transactions without permission from the client prior to each transaction. Risk tolerance levels are documented in the Investment Policy Statement, which is given to each client. BDF also provides free financial planning to their client’s as part of the investment supervisory and pension consulting services.

Services Limited to Specific Types of Investments

BDF limits its money management to mutual funds, equities, bonds, fixed income, debt securities, ETFs, real estate, hedge funds, third party money managers, REITs, private placements, government securities. BDF may use other securities as well to help diversify a portfolio when applicable.

C. Client Tailored Services and Client Imposed Restrictions

BDF offers the same suite of services to all of its clients. However, specific client financial plans and their implementation are dependent upon the client Investment Policy Statement which outlines each client's current situation (income, tax levels, and risk tolerance levels) and is used to construct a client specific plan to aid in the selection of a portfolio that matches restrictions, needs, and targets.

Clients may impose restrictions in investing in certain securities or types of securities in accordance with their values or beliefs. However, if the restrictions prevent BDF from properly servicing the client account, or if the restrictions would require BDF to deviate from its standard suite of services, BDF reserves the right to end the relationship.

D. Wrap Fee Programs

BDF does not participate in any wrap fee programs.

E. Amounts Under Management

BDF has the following assets under management:

Discretionary Amounts:	Non-discretionary Amounts:	Date Calculated:
\$90,700,000.00	\$10,700,000.00	3/31/2015

Item 5: Fees and Compensation

A. Fee Schedule

Investment Supervisory & Pension Consulting Services Fees

Total Assets Under Management	Annual Fee
\$1 - \$1,000,000	0.75%
\$1,000,001 - \$5,000,000	0.5%
Above \$5,000,000	0.25%

These fees are negotiable and the final fee schedule is attached as Exhibit II of the Investment Advisory Contract. Fees are paid quarterly in advance, and clients may terminate their contracts with thirty days' written notice. Advisory fees are based upon the value of the client account as of the last business day of the previous quarter. Refunds are given on a prorated basis, based on the number of days remaining in a quarter at the point of termination. Clients may terminate their contracts without penalty, for full refund, within 5 business days of signing the advisory contract. Advisory fees are withdrawn directly from the client's accounts with client written authorization.

B. Payment of Fees

Payment of Investment Supervisory & Pension Consulting Services Fees

Advisory fees are withdrawn directly from the client's accounts with client written authorization. Fees are paid quarterly in advance.

Advisory fees may be invoiced and billed directly to the client with payments due by the tenth day of each quarter. Clients may select the method in which they are billed.

C. Clients Are Responsible For Third Party Fees

Clients are responsible for the payment of all third party fees (i.e. custodian fees, mutual fund fees, transaction fees, etc.). Those fees are separate and distinct from the fees and expenses charged by BDF. Please see Item 12 of this brochure regarding broker/custodian.

D. Prepayment of Fees

BDF collects fees in advance. Fees that are collected in advance will be refunded based on the prorated amount of work completed at the point of termination and the total days during the billing period. Fees will be returned within fourteen days to the client via check.

E. Outside Compensation For the Sale of Securities to Clients

Neither BDF nor its supervised persons accept any compensation for the sale of securities or other investment products, including asset-based sales charges or services fees from the sale of mutual funds.

Item 6: Performance-Based Fees and Side-By-Side Management

BDF does not accept performance-based fees or other fees based on a share of capital gains on or capital appreciation of the assets of a client.

Item 7: Types of Clients

BDF generally provides management supervisory services to the following Types of Clients:

- ❖ Individuals
- ❖ High-Net-Worth Individuals
- ❖ Trusts, Estates, or Charitable Organizations
- ❖ Corporations or Business Entities
- ❖ Pension and Profit Sharing Plans

Minimum Account Size

The minimum client size is generally \$250,000, although exceptions are occasionally made based on various factors.

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

A. Methods of Analysis and Investment Strategies

BDF's primary method of analysis is fundamental analysis.

Fundamental analysis involves the analysis of financial statements, the general financial health of companies, and/or the analysis of management or competitive advantages.

Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

B. Material Risks Involved

BDF uses Long Term Purchases, Short Term Purchases, Short Sales, Margin Transactions, Options Writing Strategies (including covered options, uncovered options, or spreading strategies).

BDF utilizes investment strategies that are designed to capture market rates of both return and risk. Frequent trading, when done, can affect investment performance, particularly through increased brokerage and other transaction costs and taxes. Short sales, margin transactions, and options writing generally hold greater risk and clients should be aware that there is a chance of material risk of loss using any of those strategies.

Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

C. Risks of Specific Securities Utilized

BDF primarily recommends low cost exchange traded index funds. Investments in exchange traded funds can often be volatile and have many risks including the following: (1) Stock market risk, which is the chance that stock prices overall will decline; (2) The risk that the sector a certain ETF follows may under-perform broader markets; (3) Interest rate risk; (4) Credit risk of an ETF's underlying bond exposure.

BDF generally seeks investment strategies that do not involve significant or unusual risk beyond that of the general domestic and/or international equity markets.

Past performance is not a guarantee of future returns. Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.

Item 9: Disciplinary Information

There are no legal or disciplinary events that are material to a client's or prospective client's evaluation of this advisory business or the integrity of our management.

Item 10: Other Financial Industry Activities and Affiliations

A. Registration as a Broker/Dealer or Broker/Dealer Representative

Neither BDF nor its representatives are registered as a broker/dealer or as representatives of a broker/dealer.

B. Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor

Neither BDF nor its representatives are registered as a FCM, CPO, or CTA.

C. Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests

Neither BDF nor its representatives have any material relationships to this advisory business that would present a possible conflict of interest.

D. Selection of Other Advisors or Managers and How This Adviser is Compensated for Those Selections

BDF does not utilize nor select other advisors or third party managers. All assets are managed by BDF management.

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

A. Code of Ethics

We have a written Code of Ethics that covers the following areas: Prohibited Purchases and Sales, Insider Trading, Personal Securities Transactions, Exempted Transactions, Prohibited Activities, Conflicts of Interest, Gifts and Entertainment, Confidentiality, Service on a Board of Directors, Compliance Procedures, Compliance with Laws and Regulations, Procedures and Reporting, Certification of Compliance, Reporting Violations, Compliance Officer Duties, Training and Education, Recordkeeping, Annual Review, and Sanctions. Clients may request a copy of our Code of Ethics from management.

B. Recommendations Involving Material Financial Interests

BDF does not recommend that clients buy or sell any security in which a related person to BDF has a material financial interest.

C. Investing Personal Money in the Same Securities as Clients

From time to time, representatives of BDF may buy or sell securities for themselves that they also recommend to clients. This may provide an opportunity for representatives of BDF to buy or sell the same securities before or after recommending the same securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest; however, BDF will always document any transactions that could be construed as conflicts of interest and will always transact client business before their own when similar securities are being bought or sold.

D. Trading Securities At/Around the Same Time as Clients' Securities

From time to time, representatives of BDF may buy or sell securities for themselves at or around the same time as clients. This may provide an opportunity for representatives of BDF to buy or sell securities before or after recommending securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest; however, BDF will trade client's non-mutual fund and non-ETF securities before they trade their own. BDF will always act in the best interest of the client.

Item 12: Brokerage Practices

A. Factors Used to Select Custodians and/or Broker/Dealers

The custodian, Schwab Institutional, a division of Charles Schwab & Co., Inc., was chosen based on its relatively low transaction fees and access to mutual funds and ETFs. BDF will never charge a premium or commission on transactions, beyond the actual cost imposed by the custodian.

1. *Research and Other Soft-Dollar Benefits*

BDF receives no research, product, or service other than execution from a broker-dealer or third-party in connection with client securities transactions ("soft dollar benefits").

2. *Brokerage for Client Referrals*

BDF receives no referrals from a broker-dealer or third party in exchange for using that broker-dealer or third party.

3. *Clients Directing Which Broker/Dealer/Custodian to Use*

BDF will advise clients to select their own custodians.

B. Aggregating (Block) Trading for Multiple Client Accounts

BDF maintains the ability to block trade purchases across accounts but will rarely do so. Block trading may benefit clients by purchasing larger blocks which may result in a lower fee/commission for the transaction; however, BDF does not feel that clients not engaging in block trading are at a disadvantage due to the best execution practices of our custodian.

Item 13: Reviews of Accounts

A. Frequency and Nature of Periodic Reviews and Who Makes Those Reviews

Client accounts are reviewed each quarter by Matthew P. Goette, President and may also be viewed by other employees of the firm.

B. Factors That Will Trigger a Non-Periodic Review of Client Accounts

Reviews may be triggered by material market, economic or political events, or by changes in client's financial situations (such as retirement, termination of employment, physical move, or inheritance).

C. Content and Frequency of Regular Reports Provided to Clients

Each client will receive at least quarterly from the custodian, a written report that details the client's account including assets held and asset value which will come from the custodian.

Item 14: Client Referrals and Other Compensation

A. Economic Benefits Provided by Third Parties for Advice Rendered to Clients (Includes Sales Awards or Other Prizes)

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

B. Compensation to Non -Advisory Personnel for Client Referrals

BDF does not directly or indirectly compensate any person who is not advisory personnel for client referrals.

Item 15: Custody

BDF, with client written authority, has limited custody of client's assets through direct fee deduction of BDF's Fees only. If the client chooses to be billed directly by Charles Schwab & Co., Inc., BDF would have constructive custody over that account and must have written authorization from the client to do so. Clients will receive all required account statements and billing invoices that are required in each jurisdiction, and they should carefully review those statements for accuracy.

Item 16: Investment Discretion

For those client accounts where BDF provides ongoing supervision, BDF maintains limited power of authority over client accounts with respect to securities to be bought and sold and amount of securities to be bought and sold. All buying and selling of securities is explained to clients in detail before an advisory relationship has commenced. Clients may place limitations on our discretionary authority by requesting that we have each transaction approved by the client before the transaction occurs.

Item 17: Voting Client Securities (Proxy Voting)

BDF will accept voting authority for client securities in certain cases. When BDF does accept voting authority for client securities, it will always seek to vote in the best interests of its clients. BDF does not maintain preapproved voting guidelines but relies on the investment committee to determine the appropriate course of action in voting client securities that is in the best interest of the client. Clients may direct BDF on how to vote client securities by communicating their wishes in writing or electronically to BDF. When voting client proxies the investment committee will always hold the interests of the clients above its own interests. Clients of BDF may obtain the voting record of BDF on client securities by contacting BDF at phone number or e-mail address listed on the cover page of this brochure. Clients may obtain a copy of BDF's proxy voting policies and procedures upon request.

Item 18: Financial Information

A. Balance Sheet

BDF does not require nor solicit prepayment of more than \$1,200 in fees per client, six months or more in advance and therefore does not need to include a balance sheet with this brochure.

B. Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients

Neither BDF nor its management have any financial conditions that are likely to reasonably impair our ability to meet contractual commitments to clients.

C. Bankruptcy Petitions in Previous Ten Years

BDF has not been the subject of a bankruptcy petition in the last ten years.