



ITEM 1:
FORM ADV PART 2 A & B
FIRM BROCHURE

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Effective March 30, 2012

THE
NEWPORT
GROUP

FORM ADV PART 2A

Firm Brochure

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ITEM 1: COVER PAGE

This brochure provides information about the qualifications and business practices of Newport Group Securities, Inc., (“Newport”) as a registered investment advisor. If you have any questions about the contents of this brochure, please contact Hope Newsome at 407.333.2905 and/or hnewsome@newportgroup.com. The information contained in this brochure has not been approved or verified by the United States Securities and Exchange Commission (“SEC”) or by any state securities authority.

Additional information about Newport Group Securities, Inc. is also available on the SEC’s website at www.adviserinfo.sec.gov.

As referenced in Item 4. A., Newport is registered with the SEC as a registered investment advisor (“RIA”) and broker–dealer, and is a member firm of the Financial Industry Regulatory Authority (“FINRA”).

As a RIA, Newport offers the following types of services: investment consulting services, discretionary investment management services, fiduciary consulting services and managed accounts for individuals through Destination Portfolio; (see *Item 4B*).

The vast majority of our clients are either broker–dealer or investment adviser clients. Generally, we do not act in a broker–dealer capacity to our investment consulting clients.

As an RIA, Newport’s goal is to provide “best in class” independent investment advice to institutional clients and retirement plan participants. Please note that registration as a “registered investment advisor” does not imply a certain level of skill or training. However, Newport requires standards of education and business experience of individuals involved in determining and rendering investment advice. A Newport Investment Adviser Representative (“IAR”) who is directly managing client portfolios on either a discretionary or non–discretionary basis generally has at a minimum:

- 5 years investment/financial experience;
- a college degree, preferably in finance, economics or related areas; and
- successful completion of the Series 66¹ examination or any other examination(s) required by the state in which the IAR is registered.

Newport encourages continuing education and achievement of recognized professional designations such as the Chartered Financial Analyst (“CFA”). All investment advice is provided under the direction of the investment committee; (see *Item 13*).

ITEM 2: MATERIAL CHANGES

There are no material changes since the last update of Newport’s Brochure in September 2011.

¹ The Series 66 is a combination of the Series 65 and 63 examinations and required by certain states in order for an investment professional to qualify for registration as an Investment Advisor Representative.

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ITEM 4: ADVISORY BUSINESS

Background

- A. Newport Group Securities, Inc. (“Newport”) is registered with the SEC as an RIA and broker–dealer, and is a member firm of FINRA. Newport, established on December 20, 1991², provides institutional investment and fiduciary consulting services primarily to retirement plans and their sponsors. Many of these plans provide for participant–directed investments.

Newport is affiliated with The Newport Group, Inc. and Newport Retirement Services, Inc. The Newport entities are owned by James M. Campisi, President, and Peter S. Cahall, Chief Executive Officer, as equal shareholders.

Some individuals may represent Newport in one or more capacities. Individuals who provide fee–for–service investment consulting and fiduciary consulting services are qualified as IARs. Individuals that sell securities are registered with FINRA as registered representatives (RRs). Individuals that sell insurance products also are required to obtain state licensing and appointments under Newport’s General Agent agreements.

- B. In its capacity as a RIA, Newport offers the following types of services:

1. Investment consulting services
2. Discretionary investment management services
3. Fiduciary consulting services
4. Managed accounts for individual retirement plan participants through Destination Portfolio
5. If desired, manage risk-based asset allocation model portfolios comprised of the underlying funds in the investment menu

I. Investment Consulting Services

Newport’s investment consulting services include direct, ongoing advice to institutional clients regarding the following:

- Comprehensive investment review, including an analysis of the existing menu, investment managers and asset allocation strategies
- Prepare and maintain an Investment Policy Statement (“IPS”) that is reviewed (*and updated as needed*) at least annually
- Review of investment menu and make recommendations regarding diversification by asset class and investment style
- Review, evaluate, and provide recommendations regarding asset allocation tools and qualified default investment alternative (“QDIA”) options for defined contribution plans

² Newport received approval as a member of FINRA on April 15, 1992 and received approval as a SEC registered investment advisor on July 20, 2001.

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- Design and manage asset allocation framework for defined benefit and supplemental executive retirement plans (“SERP”)

ITEM 4: ADVISORY BUSINESS (CONT.)

- Review, evaluate and select investment managers using criteria specified in the IPS
- Continually monitor and report on each manager using the same criteria
- Maintain a Watchlist and recommend removal/replacement of investment managers as warranted
- Provide full written documentation of the process, including comprehensive quarterly reporting, known as the Quarterly Investment Manager Review (“QIMR”)
- Provide advice and guidance on other investment-related issues as needed

Investment Review

Newport prepares an analysis of current investments, including an evaluation of the asset classes and investment styles included in the menu (*identifying potential gaps and overlap*) and the asset allocation strategy and/or tools utilized. Newport then reviews the existing managers, comparing them to an appropriate asset class/style-specific benchmark and peer group.

Investment Policy Statement

Newport develops an IPS for each client, which is intended to serve as a “road map” to assist in the ongoing management of the plan. The IPS defines the roles and responsibilities of the parties, outlines specific guidelines and restrictions, summarizes the basis for menu construction and asset allocation, and provides for the periodic review of the investments and policies. Furthermore, the IPS defines the specific process and criteria for the evaluation, selection and ongoing monitoring of managers, including Watchlist and replacement criteria.

Asset Allocation and Menu Construction

Asset allocation is an important investment decision, as it is the primary determinant of the return and risk characteristics of a portfolio. Newport's proprietary asset allocation framework incorporates forward-looking input assumptions and prudent risk control constraints. For sponsor-directed plans, Newport provides advice regarding appropriate asset allocation and rebalancing policies given the specific needs and objectives of the plan, such as goals and return objectives, plan liabilities, time horizon, risk tolerance, cash flow, and underlying participant demographics.

For participant-directed plans, Newport will design an investment menu that will include an array of asset classes, investment styles and risk-return characteristics, so that participants are provided the ability to construct their own diversified portfolios unique to their individual time horizons, return objectives, and tolerance for volatility.

Additionally, Newport believes asset allocation tools are an important component of a participant-directed plan, allowing participants to select among the plan's investment options in a manner that reflects their individual time horizons, return objectives, and tolerance for volatility. Newport will recommend what it believes is the most appropriate

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asset allocation tool(s) for retirement plan participants, whether it be risk-based model

ITEM 4: ADVISORY BUSINESS (CONT.)

portfolios made up of the underlying funds in the investment menu, a series of target date funds, and/or a participant advice service.

For qualified plans, Newport may recommend the default investment that it believes is the most appropriate Qualified Default Investment Alternative, or QDIA, under the requirements of the Pension Protection Act of 2006. This may include but is not limited to a target-retirement-date fund, a professionally managed account or a balanced fund.

Investment Manager Evaluation and Selection

Newport's investment manager evaluation and selection process incorporates several key quantitative and qualitative criteria that Newport believes are the best indicators of the consistency and repeatability of a manager's return and risk characteristics.

Newport's quantitative investment process isolates return, risk, risk-adjusted return, and style consistency variables for comparison with applicable benchmarks and peer groups, with an emphasis on the consistency and repeatability of these characteristics, as well as below-average expenses. Managers who satisfy our rigorous quantitative criteria then move through our qualitative assessment. Newport's senior investment research analysts examine each manager to verify the quality and consistency of the people, philosophy, and process. Analysts strive to identify the specific attributes that differentiate the manager from its peers and then determine the sustainability of the manager's investment approach. Clients should understand that there can be no assurance that past performance will be repeated and that investments in securities involve risks, including the possible loss of the principal amount invested.

Investment Manager Monitoring and Replacement

Newport continually monitors the managers based on the same quantitative and qualitative criteria. If a particular manager is underperforming based on the criteria, it will be placed on our Watchlist and allowed some period of time to correct the deficiencies. If the manager fails to improve, Newport will proactively recommend replacement of the manager.

Periodic Reporting and Review

Newport's detailed "QIMR" is the cornerstone of our continuous supervision process. A formal report is prepared and delivered to each client quarterly. The report connects the ongoing monitoring process back to the IPS, which documents the prudent process followed and required under ERISA.

The QIMR also communicates Newport's perspective on the capital markets, our comments on the investment managers and the performance of the overall investment menu/portfolio.

II. Discretionary Investment Management Services

In addition, Newport provides certain sponsors of qualified defined contribution and defined benefit plans with discretionary investment management services under its authority as an "investment manager" to the named fiduciaries of such plans (*as defined*

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in Section 3(38) of the Employee Retirement Income Security Act of 1974, as amended (“ERISA”).

ITEM 4: ADVISORY BUSINESS (CONT.)

For participant-directed defined contribution plans, Newport provides discretionary investment menu construction and, if desired, development of asset allocation model portfolios based on the specific needs of its clients. Newport monitors the performance of each investment option and the model portfolios and exercises its discretion as investment manager to substitute, add or remove investment options. Newport also makes corresponding changes to the model portfolios as a result of any such substitution, addition or removal of an investment option. Newport also selects and manages, in its discretion, the investment option or model portfolio that will serve as the “default” investment option for those participants that do not make an independent investment election.

Newport is not responsible for investment decisions made by plan participants. Newport also is not responsible for investment decisions involving employer securities, real property, commodities or other “alternative” investments or with respect to plan assets that have not been designated as subject to Newport’s authority as investment manager.

With respect to plans that are not participant-directed (*e.g., defined benefit plans and certain defined contribution plans such as money purchase and profit sharing plans*) and that utilize Newport’s discretionary investment management services, Newport exercises full discretion with respect to delegated assets as to the selection of fund managers and the allocation of plan assets among such managers. Newport is responsible for monitoring the performance of the managers. Generally, Newport does not allow clients to impose restrictions except for investment discretionary clients; (*see Item 16*).

III. Fiduciary Consulting Services

As an additional service, Newport provides direct, ongoing advice regarding non-investment related obligations that ERISA places on plan sponsors of participant-directed, qualified defined contribution plans. Newport presents written reports to the retirement plan committee on each of the following fiduciary consulting services:

- Fully customized Fiduciary Practices Statement (*reviewed annually*)
- Periodic fiduciary governance review and development/review of Fiduciary Governance Charter
- Comprehensive total plan expense analysis including review for reasonableness and competitiveness versus industry standards (*annual*)
- Comprehensive service provider review versus performance standards as outlined in the services agreement and versus competitive standards and industry best practices (*annual*)
- Assessment of employee education and communication programs, including development of a comprehensive education and communication plan and ongoing evaluation of the effectiveness of the program (*annual*)
- Assistance with 404(c) compliance by conducting an annual diagnostic

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ITEM 4: ADVISORY BUSINESS (CONT.)

- Assistance with DOL Reg. Section 2550.404a-5—participant fee disclosure—compliance by conducting an annual diagnostic
- Annual “recap” prepared for the board summarizing all pertinent information/activities of the retirement plan committee regarding oversight of the plan
- Fiduciary “onboarding” and education

Retirement Plan Consulting Projects

Newport conducts various projects for clients, including, but not limited to, retirement plan provider vendor searches, plan trustee searches, and comprehensive service provider reviews and total plan expense analyses. A retirement plan provider vendor search project would include comprehensive management of the entire search process, including custom creation of request for information (“RFI”) and request of proposal (“RFP”) documents, evaluation of RFI/RFP responses, finalist selection and interviews, on-site visits, and full conversion/implementation management.

IV. Managed Accounts for Individuals through Destination Portfolio

Newport’s Destination Portfolios are available exclusively as part of a recordkeeping relationship with our affiliate, Newport Retirement Services. With employees increasingly concerned about how to allocate their assets, there are new demands facing retirement plan sponsors. To assist, Newport offers the Destination Portfolio—a managed account solution for both retirement and executive benefit plans—to make it easier for plan participants to invest wisely and in accordance with their own personal situation, preferences, and objectives. This program helps plan participants invest according to their current age, time horizon based on their selected target retirement age, and personal tolerance for market risk. The personal tolerance for market risk is a critical factor often overlooked in other target date retirement programs.

The Destination Portfolio is designed as a personalized investment solution for retirement plan participants. By combining a target retirement age glide path methodology with risk-based model portfolios developed by our own in-house investment professionals, a participant’s Destination Portfolio is created. Destination Portfolios employ the managers included in the plan’s investment menu, and span the risk spectrum from conservative to aggressive. The program automatically makes model portfolio adjustments over time to transition to more conservative model portfolios as the participant moves toward and beyond retirement.

- C. All of Newport’s services are customized for each client. All guidelines are documented in the Investment Policy Statement.
- D. Not applicable to Newport.
- E. As of December 2011, Newport has \$12,570,967,169 of non-discretionary assets under advisement and \$251,945,474 of discretionary assets under advisement.

Comment [HN1]: Need to update

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ITEM 5: FEES AND COMPENSATION

A.-C. Full Disclosure Fee Transparency—Our compensation is exclusively fee based, fully disclosed and paid by our clients, either directly or from plan assets.

Newport's investment consulting services are offered and based upon either:

1. A percentage of assets under advisement or management; or
2. Fixed fees (*not including subscription fees*).

I. A Percentage of Assets Under Advisement or Management

Newport's annual fee for investment consulting services, as further described below, is based on the value of the assets under Newport's advisement or management. Such fees are subject to negotiation under certain circumstances and at the sole discretion of Newport. An exact fee will be agreed upon with each client and will be made a part of the investment consulting agreement. Typically, the fee is billed quarterly in advance of service based on the quarter-end value of the account. Accounts opened or closed during a period will have the consulting fee prorated for the period. The terms for termination of services are made part of Newport's investment consulting agreement as negotiated on a client-by-client basis.

Newport often recommends the use of professional money managers, typically in the form of mutual funds or commingled trusts. As an independent firm with no affiliations with investment management or mutual fund companies, Newport provides unbiased, direct advice, free from any potential conflicts of interest. For example, Newport rarely receives "indirect" compensation from mutual funds in the form of "revenue sharing" or other forms of fund-based compensation with respect to its investment consulting services for ERISA-covered plans. To the extent revenue sharing is received, such amounts are applied to pay outstanding invoices, with any excess returned to the plan as directed by the sponsor. All fees are disclosed on the client's quarterly invoice.

INVESTMENT CONSULTING SERVICES			
Assets Included in Service	Annual Fee (%)	Cumulative	
		%	\$
First \$25 million	0.20	0.20%	\$ 50,000
\$25 to \$50 million	0.10	0.15%	\$ 75,000
Over \$50 million	0.05	0.15% or less	\$ 75,000+
Minimum annual fee to Newport is \$20,000 (for plans utilizing LDI asset allocation framework, minimum annual fee to Newport is \$35,000)			
Fee applies to billable assets only (i.e., excludes company stock, self-directed accounts, etc.)			
Fee is "blended" as assets increase			
Please note: typically plans over \$50 million are quoted a fixed annual fee.			

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ITEM 5: FEES AND COMPENSATION (CONT.)

FIDUCIARY CONSULTING SERVICES	
	Annual Fee ³
In conjunction with investment consulting services	\$ 35,000
Standalone	\$ 55,000

FULLY DISCRETIONARY INVESTMENT MANAGEMENT FEE SCHEDULE	
Assets Under Management (AUM)	Annual Fee (%)
First \$50 million	0.20
\$50–\$100 million	0.125
Over \$100 million	0.0875
AUM excludes company stock, real estate, derivatives, other alternative investments and participant-directed brokerage accounts.	
Fee is “blended” as assets increase	

II. Fixed Fees

Newport also provides investment advice on a fixed fee basis. Such fees are subject to negotiation under certain circumstances based on the nature and complexity of the work to be done and at the sole discretion of Newport. Accounts opened or closed during a period will have the consulting fee prorated for the period. The terms for termination of services are made part of Newport’s investment consulting agreement as negotiated on a client-by-client basis.

- D.** A client may obtain a refund of a pre-paid fee if the consulting contract is terminated before the end of a billing period in writing to Newport. We will refund the pro-rata amount by check within 30 days of receipt of the notice to terminate.
- E. 1–4.** The majority of the mutual funds Newport recommends are institutional share and no-load funds as we attempt to minimize plan expenses. This is evidenced in our investment manager evaluation and selection criteria as referenced in Item 4.B.1., above. For a small number of clients, Newport may receive revenue sharing payments from mutual fund companies or custodians when Newport is acting as RIA. In such cases, Newport applies such revenue share to its outstanding invoices and credits any remaining revenue share back to the plan. In no event does Newport receive any additional net compensation through revenue sharing. This is done to mitigate against any potential conflicts of interest and to avoid the perception that Newport is receiving two sources of revenue.

Generally, when acting in the capacity of a RIA, Newport and its supervised persons do not accept commissions (*or markups/markdowns*) in its capacity as broker-dealer.

³ After the first year, the fee will escalate annually based on the increase in the Consumer Price Index (CPI-U).

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ITEM 5: FEES AND COMPENSATION (CONT.)

However, Newport may act as both broker–dealer and registered investment advisor to sponsors of non–ERISA plans. For these plans, the investment consulting practice provides investment advice to plan sponsors and make no recommendations to the sponsor as to the purchase of investments used to hedge plan liabilities. The financial services department separately advises the plan sponsor on strategies for hedging plan liabilities, which may include the purchase of insurance products or mutual funds. Newport may receive compensation for the purchase of these products.

Clients do have the option to purchase investment products that Newport recommends through other brokers or agents that are not affiliated with Newport.

ITEM 6: PERFORMANCE–BASED FEES AND SIDE–BY–SIDE MANAGEMENT

Newport does not engage in Performance–Based Fee and Side–by–Side Management of accounts. As described above, Newport provides consulting services for a fixed fee and/or based upon a percentage of assets under management.

ITEM 7: TYPES OF CLIENTS

Newport generally provides investment advice to the following types of clients:

- Pension and profit sharing plans
- Trusts, estates, or charitable organizations
- Insurance companies
- Corporations or business entities other than those listed above
- Individuals who are participants in a retirement plan administered (*recordkept*) by Newport Retirement Services, Inc. through the Destination Portfolio.

Newport may interact with plan sponsors, plan committee members, boards of directors, officers responsible for investments or investment management, trustees and named or functional fiduciaries (*individuals that have discretionary authority*).

ITEM 8: METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

- A.** Newport advises clients on asset allocation using the Modern Portfolio Theory⁴ and a mean–variance framework⁵. In general, the firm’s approach is to construct portfolios that have the highest expected return for the given level of risk a client is willing to assume.
- B.** Investing in securities involves risk of loss of principal. Newport’s risk management methodology does not protect against loss. Clients should evaluate their ability to withstand market losses prior to investing.

⁴ A theory on how risk averse investors can construct portfolios to optimize or maximize expected return based on a given level of market risk, emphasizing that risk is an inherent part of higher reward.

⁵ The selection of portfolios based on the means and variances of their returns. The choice of a higher expected return portfolio will have greater variance than a lower variance portfolio for a given expected return.

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C. As an institutional consultant we recommend investment managers within multiple assets classes so our clients are provided the ability to construct diversified portfolios. Certain risks are inherent to investing in money markets, stable value, fixed income, equity (*including domestic and international*) and alternative asset classes.

You may wish to carefully review the models and underlying funds' prospectuses prior to investing.

Based upon the funds selected, other investment risks may include the following:

Principal Equity Risks

Investing in mutual funds is not guaranteed by any agency or program of the U.S. government or by any other person or entity, and **you could lose money**. One should consider ones investment goals, time horizon and risk tolerance before investing. The principal risks associated with an investment could include the following:

- **Equity Securities and Market Risk.** The financial risk that the investment manager may select individual companies that do not perform as anticipated, the risk that the stocks and markets in which the fund invests may experience periods of turbulence and instability, and the general risk that domestic and global economies and stock markets may go through periods of decline and cyclical change.
- **Non-Diversification Risk.** Some mutual funds may be classified as a “non-diversified” portfolio which means it may hold fewer securities than a diversified fund because it may invest a greater percentage of its assets in a smaller number of securities. Holding fewer securities increases the risk that the value of a fund could go down because of the poor performance of a single investment.
- **Foreign Investment Risk.** Investments in foreign securities may be riskier than U.S. investments because of factors such as unstable international, political and economic conditions, currency fluctuations, foreign controls on investment and currency exchange, foreign governmental control of some issuers, potential confiscatory taxation or nationalization of companies by foreign governments, withholding taxes, a lack of adequate company information, less liquid and more volatile exchanges and/or markets, ineffective or detrimental government regulation, varying accounting standards, political or economic factors that may severely limit business activities, and legal systems or market practices that may permit inequitable treatment of minority and/or non-domestic investors. Investments in emerging markets may involve these and other significant risks such as less mature economic structures and less developed and more thinly-traded securities markets.
- **Currency Risk.** The performance of a fund may be materially affected positively or negatively by foreign currency strength or weakness relative to the U.S. dollar, particularly if a fund invests a significant percentage of its assets in foreign securities or other assets denominated in currencies other than the U.S. dollar.

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ITEM 8: METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS (CONT.)

Principal Fixed-Income Risks

It is possible to lose money on an investment in a fixed-income fund. The principal risks of investing in fixed-income funds, which could adversely affect its net asset value, yield and total return, include the following:

- **Fixed Income Securities and Market Trading Risk:** the risk that an active secondary trading market for a mutual fund does not continue once developed, that a fund may not continue to meet a listing exchange's trading or listing requirements, or that a fund shares trade at prices other than the fund's net asset value.
- **Interest Rate Risk:** the risk that fixed income securities will decline in value because of an increase in interest rates; a fund with a longer average portfolio duration will be more sensitive to changes in interest rates than a fund with a shorter average portfolio duration.
- **Credit Risk:** the risk that a fund could lose money if the issuer or guarantor of a fixed income security, or the counterparty to a derivative contract, is unable or unwilling to meet its financial obligations.
- **Market Risk:** the risk that the value of securities owned by a fund may go up or down, sometimes rapidly or unpredictably, due to factors affecting securities markets generally or particular sectors.
- **Issuer Risk:** the risk that the value of a security may decline for reasons directly related to the issuer, such as management performance, financial leverage and reduced demand for the issuer's goods or service.
- **Liquidity Risk:** the risk that a particular investment may be difficult to purchase or sell and that a fund may be unable to sell illiquid (*non-marketable*) securities at an advantageous time or price.
- **Mortgage-Related and Other Asset-Backed Risk:** the risks of investing in mortgage-related and other asset-backed securities, including interest rate risk, extension risk and prepayment risk.
- **Leveraging Risk:** the risk that certain transactions of a fund, such as reverse repurchase agreements, loans of portfolio securities, and the use of when-issued, delayed delivery or forward commitment transactions, or derivative instruments, may give rise to leverage, causing a fund to be more volatile than if it had not been leveraged.
- **Management Risk:** the risk that there is no guarantee that the investment techniques and risk analyses applied by an investment manager will produce the desired results, and that legislative, regulatory, or tax developments may affect the investment techniques available to a particular investment/portfolio manager in connection with managing a fund and may also adversely affect the ability of a fund to achieve its investment objective.

ITEM 9: DISCIPLINARY INFORMATION

- A.** Throughout its history as a registered entity, neither Newport nor any employees have been involved in a criminal or civil action in a domestic, foreign or military court.

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- B.** Throughout its history as a registered entity, neither Newport nor any employees have been investigated or sanctioned for any criminal or disciplinary action by the SEC, any federal regulatory agency, any state regulatory agency, or any foreign financial regulatory authority.
- C.** Throughout its history as a registered entity, neither Newport nor any employees have been involved in a self-regulatory organization (SRO) proceeding or found to be in violation of any SRO rules.

ITEM 10: OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

A.–C. Newport Group Securities, Inc. is dually registered as a broker-dealer and registered investment adviser. All securities transactions are provided through the broker-dealer, while all investment advisory (also referred to as consulting) services are provided through its registered investment adviser. Principal executive officers and other employees are qualified as RRs or IARs. Some individuals are both RRs and IARs. Additionally, certain individuals are or may be licensed as insurance agents or brokers for one or more insurance companies.

When acting as IARs, individuals associated with Newport operate under a strict fiduciary standard. Apart and aside from Newport's fee-for-service investment consulting business, when acting in both IAR and RR capacities, individuals associated with Newport are said to be acting in a "dual capacity."

Clients should be aware that the receipt of additional compensation itself creates a conflict of interest and may affect the judgment of these individuals when making recommendations as to an appropriate broker-dealer or upon implementation of investment recommendations. Newport has adopted certain procedures to mitigate the effect of these conflicts, including the proactive disclosure, on a client-specific basis, of the existence of any dual capacity situations.

- D.** Not applicable to Newport.

ITEM 11: CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING

Code of Ethics

- A.** Regulations require that advisory firms provide their clients with a general description of the consulting firm's Code of Ethics. Newport has adopted a Code of Ethical Conduct that sets forth its governing ethical standards and principles. It also describes Newport's policies regarding the following: the protection of confidential information, including the client's non-public information; the review of the personal securities accounts of certain Newport personnel for evidence of manipulative trading and insider trading; training of personnel; and recordkeeping. Newport does not recommend individual securities. You may obtain a copy of Newport's Code of Ethical Conduct by writing to Newport at the address listed in Item 1.
- B.** Newport acts as an investment consultant on the retirement plan for a mutual fund company. Independently, Newport evaluates the funds of this company for consulting clients. Newport manages this conflict of interest by separating Newport employees that provide service to the retirement plan from those that evaluate the funds. The individuals that provide service to

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the retirement plans do not receive compensation based on the revenue that the firm receives as an investment consultant.

Participation or Interest in Client Transactions

C. Not applicable to Newport.

D. Not applicable to Newport.

Personal Trading Policy

Newport does not provide investment advice on individual securities. However, should Newport engage in that activity, individuals associated or employed with Newport may not buy or sell securities identical to those recommended to customers for their personal or related accounts. Newport has adopted a uniform insider trading policy and personal securities reporting requirement to identify and mitigate conflicts of interest.

In general, this policy covers personal trading of all Newport employees and an individual associated with the firm and includes the following restrictions on personal trades:

- No associated person is permitted to place a securities transaction to his advantage over that of a client. Newport's consulting personnel who have access to non-public information regarding clients' securities transactions, are involved in making securities recommendations to consulting clients, and/or have access to securities recommendations that are not public are required to disclose to Newport all personal transactions in securities other than transactions in direct obligations of the U.S. Government, money market instruments, money market funds, mutual funds, and unit investment trusts (*including ETF's that are organized as UITs*). A Newport supervisor reviews all such transactions.
- A director, officer or employee of Newport shall not buy or sell securities for their own personal portfolios where their decision is substantially derived, in whole or in part, from information received by reason of their employment unless the information is also available to the investing public upon reasonable inquiry.

ITEM 12: BROKERAGE PRACTICES

A. 1. Not applicable to Newport.

A. 2. Not applicable to Newport.

A. 3. Not applicable to Newport.

ITEM 13: REVIEW OF ACCOUNTS

A. Reviews and Reviewers of Accounts

Formal investment portfolio reviews are conducted quarterly, and quarterly reports are provided to clients in electronic and/or hard copy format. Newport's senior investment research analysts continually monitor investment managers based on the same quantitative and qualitative criteria used to evaluate and select investment managers, as described in Item

4.B.I. If a particular manager is not performing to our expectations based on the criteria, it will be placed on our Watchlist and allowed a period of time to correct the deficiencies. If the

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manager fails to improve, we will proactively recommend replacement of the manager when warranted.

Our investment process was developed and is implemented by our investment team, not any one individual. The overall review of the investment consulting services of Newport lies with the investment committee members (*please see the list of investment committee members below*). However, the IAR will be the primary reviewer. Newport will monitor the number of accounts assigned to each IAR to ensure the level of professionalism established by Newport is maintained.

Investment Committee Members

The following individuals make up the investment committee and are either directly or indirectly responsible for delivering the review of client accounts:

Mendel A. Melzer, CFA, *Chief Investment Officer and President*

Dana R. Brown, *Vice President, Investment and Fiduciary Consulting*

Erik E. Gronvold, CFA, *Senior Investment Consultant*

John von Eschenbach, CFA, *Senior Investment Consultant*

Matthew E. Meyer, AIFA®, *Senior Investment Consultant*

Paul R. Moehle, CFA, *Senior Investment Consultant*

Bessie J. Seeley, *Investment Consultant*

Sidney H. Taylor, II, *Investment Consultant*

Phillip “Brad” Kidd, *Investment Consultant*

Jorge Friguls, *Investment Consultant*

Gina C. Rowland, *Senior Investment Research Analyst*

Julie M. Leinenbach, CFA, FSA, *Senior Investment Research Analyst*

Steve L. Williams, CFA, *Senior Investment Research Analyst*

Kevin C. Laake, CFA, *Senior Investment Research Analyst*

Robert “Ben” Baldridge, CFA, CAIA, *Senior Investment Research Analyst*

Edward E. Johnson, *Director, Investment Operations*

B. Newport reviews client accounts intra-quarter when a significant event (*e.g., investment manager or strategy change*) occurs.

C. Frequency of Reports

The QIMR is the cornerstone of Newport's ongoing supervision process; (*also see Item 4, above*). It is a formal report that is prepared and delivered on a quarterly basis, connecting the ongoing monitoring process back to the criteria and benchmarks set forth in the investment policy statement.

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ITEM 13: REVIEW OF ACCOUNTS (*CONT.*)

The QIMR serves as a basis for the review of the menu, managers and the asset allocation tools (*if applicable*).

The QIMR also communicates Newport's perspective on the capital markets and provides commentary on the managers and the various asset classes and investment styles represented in the menu. Of particular value to clients are the Executive Summary "scorecards." Each manager is "scored" along the key quantitative and qualitative criteria as identified in the Investment Policy Statement and utilized in the evaluation, selection, and monitoring process described in Item 4.B.I.

We have separate and distinct Executive Summaries for active managers, passive managers, the stable value/money market option, and the plan's asset allocation tools (target-date funds, risk-based models, and/or participant advice service for participant-directed plans.) Also of value in our defined benefit plan QIMR is the DB Plan Attribution Analysis Summary

Clients or custodians also receive confirmations of account activity directly from the applicable investment company, fund family, or insurance company.

ITEM 14: CLIENT REFERRALS AND OTHER COMPENSATION

- A. Newport receives no direct or indirect economic benefits from any outside sources for providing investment advice or other consulting services to our clients.
- B. Newport may maintain solicitor referral agreements with certain advisory or brokerage firms or individuals ("*Intermediary Partners*"). Currently, Newport has such arrangements with Merrill Lynch, Pierce, Fenner & Smith, Inc.; Raymond James Financial Services; National Financial Partners; Retirement Capital Group, Inc; RubinBrown; Gornstein & Co; UBS Financial Services, Inc.; Charles J. Abboud & Associates Inc.; Blue Chip Advisors LLC; Ogilvie Security Advisors Corp; Smith Barney; New England Securities, Corp; LPL Corp; Northwestern Mutual Investment Services, LLC; Independent Financial Partners; Financial Telesis, Inc.; and Fulcrum Partners, LLC.

In accordance with Rule 206(4)–3 under the Investment Advisers Act of 1940, a solicitor referral fee paid to an Intermediary Partner is fully disclosed in writing to the client at the time the Consulting Agreement is executed with Newport Group Securities, Inc.

The referral fee is paid in one of two ways:

1. A percent of Newport's annual consulting fee, payable to the Intermediary Partner quarterly, or
2. A one-time fee taken from Newport's consulting fee.

Importantly, the fee Newport pays the Intermediary Partner does not increase Newport's fee to the client for investment consulting services.

ITEM 15: CUSTODY

Not applicable to Newport.

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ITEM 16: INVESTMENT DISCRETION

Investment or Brokerage Discretion Portfolio Management Services

For investment discretionary clients, Newport will be provided with written authority to determine which securities and the amounts of securities that are to be bought or sold through a provision contained in the investment consulting agreement executed with each client. Any limitations on this discretionary authority shall be included in the investment consulting agreement or in the client's investment policy statement. Typical restrictions will limit Newport from purchasing types of industries or individual issuers. Newport retains the right to refuse to accept any client account that imposes restrictions that are unreasonable. Clients may change or amend these limitations upon providing thirty (30) days' advance written notification to Newport.

ITEM 17: VOTING CLIENT SECURITIES

- A.** Newport does not obtain or exercise any proxy voting authority over client securities. Consequently, Newport shall have no obligation or authority to take any action or render any advice with respect to the voting of proxies solicited by or with respect to issuers of securities held in a client's account.
- B.** Newport does not have authority to vote client securities. In most cases, clients receive their proxies and/or other solicitations directly from their custodian (*or transfer agent*). Newport does not volunteer advice concerning the voting of proxies and/or other solicitations; however, we will offer advice if contacted by our clients to do so. Clients may contact us for assistance with proxies and/or solicitations via phone, electronic mail or in writing. Importantly, Newport will not be deemed to have proxy voting authority solely as a result of providing advice or information about a particular proxy vote to a client. In addition, Newport typically does not advise or act for clients with respect to any legal matters, including bankruptcies and class actions, for the securities held in clients' accounts.

ITEM 18: FINANCIAL INFORMATION

A.–C. Not applicable to Newport.

Note: *Newport does not require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance and therefore is not required to provide, and has not provided, a balance sheet.*

Newport does not have any financial commitments that impair its ability to meet contractual and fiduciary obligations to clients, and has not been the subject of a bankruptcy proceeding.

ITEM 1: FORM ADV PART 2B

Supplement

This brochure supplement provides information about the investment committee that supplements the Newport Group Securities, Inc. brochure. You should have received a copy of that brochure. Please contact Hope Newsome if you did not receive Newport's brochure or if you have any questions about the contents of this supplement.

Additional information about the investment committee of Newport is available on the SEC's website at www.adviserinfo.sec.gov.

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ITEMS 2–6

In compliance with SEC regulations, Newport Group Securities, Inc. (“Newport”) delivers this Form ADV Part 2B Supplement regarding the Investment Committee that provides advisory services on behalf of Newport. Our investment process was developed and is implemented by our investment committee, not any one individual. The overall review of the investment consulting services of Newport lies with the investment committee members. The following individuals make up the investment committee and are either directly or indirectly responsible for delivering the review of client accounts:

NEWPORT GROUP SECURITIES, INC. INVESTMENT COMMITTEE

**Note: A description of the professional designations held is provided at the end of this document.*

Item 1: <i>Name/Year of Birth/Title</i>	Mendel A. Melzer, CFA (1960) <i>Chief Investment Officer and President, Newport Group Securities, Inc.</i>
Item 2: <i>Educational Background and Business Experience</i>	Mendel Melzer leads Newport’s investment consulting practice and serves as President of Newport Group Securities, Inc., Newport’s registered investment adviser and broker-dealer. His team provides investment and fiduciary consulting services to institutional retirement plan clients. A frequent and popular speaker at industry conferences on topics of interest to retirement plan sponsors, Mendel has over 25 years of investment management experience. He began his career at Prudential Financial, where he held several key leadership positions including chief investment officer of Prudential Investments. In this position, he oversaw the management of portfolios totaling over \$180 billion. Mendel subsequently served as chief investment officer of Weiss, Peck and Greer, an alternative asset management firm with over \$17 billion under management. Mendel earned his bachelor’s degree (<i>with honors</i>) from the University of Wisconsin and his master’s degree (<i>with distinction</i>) from New York University. He is a founding board member of the Defined Contribution Institutional Investment Association and an Adviser Member of the Institutional Retirement Income Council. In addition to the Chartered Financial Analyst designation, he holds Chartered Life Underwriter and Chartered Financial Consultant designations. He also holds FINRA Series 7, 24, 63 and 65 registrations.
Item 3: <i>Disciplinary Information</i>	None.
Item 4: <i>Other Business Activities</i>	Mr. Melzer is a registered representative with Newport, however, he does not receive any commissions, bonuses, or other compensation based on the sale of securities or investment products.
Item 5: <i>Additional Compensation</i>	None.
	Newport Group Securities, Inc has developed policies and procedures to guide the supervision of all supervised persons of the firm and the business of the firm. The person responsible for supervision of the firm is Mr. Mendel Melzer. Mr. Melzer’s contact information is 407–333–2905 or mmelzer@newportgroup.com.

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Item 1: <i>Name/Year of Birth/Title</i>	Dana R. Brown (1970) <i>Vice President, Investment and Fiduciary Consulting</i>
Item 2: <i>Educational Background and Business Experience</i>	Dana Brown has worked at Newport since 2003. He is responsible for providing investment consulting services to institutional retirement plan clients. He works proactively with plan sponsors on development investment policy, menu construction, asset allocation, manager selection, asset/liability management, and the delivery of comprehensive investment and fiduciary reviews. He has 20 years of experience in the investment consulting and financial services industry. Prior to joining Newport, Dana was an investment consultant and analyst at Morgan Stanley Investment Consulting Services from 1996 to 2003, where he managed the investment consulting process of an institutional consulting practice, advising a diversified group of clients. He was also an investment consulting analyst at the Smith Barney Consulting Group from 1994 to 1996 and a retirement plan services representative at SunTrust from 1992 to 1994. Dana earned a bachelor's degree in finance from Stetson University and a master's degree with a concentration in finance from the Crummer School at Rollins College. He has earned his Series 7 and 66 licenses. Dana is a Level II CFA candidate.
Item 3: <i>Disciplinary Information</i>	None.
Item 4: <i>Other Business Activities</i>	Mr. Brown is a registered representative with Newport, however, he does not receive any commissions, bonuses, or other compensation based on the sale of securities or investment products.
Item 5: <i>Additional Compensation</i>	None.
Item 6: <i>Supervision</i>	Newport Group Securities, Inc has developed policies and procedures to guide the supervision of all supervised persons of the firm and the business of the firm. The person responsible for supervision of the firm is Mr. Mendel Melzer. Mr. Melzer's contact information is 407-333-2905 or mmelzer@newportgroup.com.

Item 1: <i>Name/Year of Birth/Title:</i>	Erik E. Gronvold, CFA (1973) <i>Senior Investment Consultant</i>
Item 2: <i>Educational Background and Business Experience</i>	Erik Gronvold has worked for Newport since 2008. Erik is an institutional investment consultant responsible for providing investment and fiduciary consulting services to institutional clients. He works proactively with plan sponsors on development of investment policy, menu construction, asset allocation, manager selection, asset/liability management, and the delivery of comprehensive investment and fiduciary reviews. Erik began his career in the financial services industry in 1996. Prior to joining Newport, from 2004 to 2007, Erik was a vice president of investment consulting with Aon Consulting, where he led a specialized investment consulting unit for qualified and non-qualified plan sponsors. He was also a vice president at Ashland Management from 2003 to 2004. He worked for American Skandia from 1997 to 2003 and for Alliance Capital Management from 1996 to 1997. Erik earned his bachelor's degree in finance from the University of Vermont. He also holds the FINRA Series 6, 7, 63, and 65 licenses, as well as the designation of Chartered Financial Analyst (CFA).
Item 3: <i>Disciplinary Information</i>	None.

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Item 1: <i>Name/Year of Birth/Title:</i>	Erik E. Gronvold, CFA (1973) <i>Senior Investment Consultant</i>
Item 4: <i>Other Business Activities</i>	Mr. Gronvold is a registered representative with Newport, however, he does not receive any commissions, bonuses, or other compensation based on the sale of securities or investment products.
Item 5: <i>Additional Compensation</i>	None.
Item 6: <i>Supervision</i>	Newport Group Securities, Inc has developed policies and procedures to guide the supervision of all supervised persons of the firm and the business of the firm. The person responsible for supervision of the firm is Mr. Mendel Melzer. Mr. Melzer's contact information is 407-333-2905 or mmelzer@newportgroup.com.

Item 1: <i>Name/Year of Birth/Title</i>	John von Eschenbach, CFA (1967) <i>Senior Investment Consultant</i>
Item 2: <i>Educational Background and Business Experience</i>	John von Eschenbach has worked for Newport since 2009. John is an institutional investment consultant responsible for providing investment and fiduciary consulting services to institutional clients. He works proactively with plan sponsors on development of investment policy, menu construction, asset allocation, manager selection, asset/liability management, and the delivery of comprehensive investment and fiduciary reviews. Prior to joining Newport, John was vice president and senior portfolio manager for Huntington Bank Private Financial Group, where he was employed from 2005 to 2009. He also held a similar role as group vice president and senior portfolio manager with SouthTrust Bank from 1989 to 2005. John earned his bachelor's degree in business administration from Auburn University. He has the designation of Chartered Financial Analyst (CFA) and holds the Series 7 and 66 registrations with FINRA.
Item 3: <i>Disciplinary Information</i>	None.
Item 4: <i>Other Business Activities</i>	Mr. von Eschenbach is a registered representative with Newport, however, he does not receive any commissions, bonuses, or other compensation based on the sale of securities or investment products.
Item 5: <i>Additional Compensation</i>	None.
Item 6: <i>Supervision</i>	Newport Group Securities, Inc has developed policies and procedures to guide the supervision of all supervised persons of the firm and the business of the firm. The person responsible for supervision of the firm is Mr. Mendel Melzer. Mr. Melzer's contact information is 407-333-2905 or mmelzer@newportgroup.com.

Item 1: <i>Name/Year of Birth/Title</i>	Matthew E. Meyer, AIFA® (1975) <i>Senior Investment Consultant</i>
Item 2: <i>Educational Background and Business Experience</i>	Matthew Meyer has worked for Newport since 2008. Matthew is an institutional investment consultant responsible for providing investment and fiduciary consulting services to institutional clients. He works proactively with plan sponsors on

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Item 1: <i>Name/Year of Birth/Title</i>	Matthew E. Meyer, AIFA® (1975) <i>Senior Investment Consultant</i>
	development of investment policy, menu construction, asset allocation, manager selection, asset/liability management, and the delivery of comprehensive investment and fiduciary reviews. He began his career in the financial services industry in 1996. Prior to joining Newport, he was a senior institutional consultant analyst with Morgan Stanley. He has also worked as an investment and trading consultant with Charles Schwab. Matthew earned his bachelor's degree in finance and his Master of Business Administration from the University of Central Florida. He has also earned the designation of Accredited Investment Fiduciary Analyst (AIFA) and his Series 7, 9, 10, 63 and 65 securities registrations.
Item 3: <i>Disciplinary Information</i>	None.
Item 4: <i>Other Business Activities</i>	Mr. Meyer is a registered representative with Newport, however, he does not receive any commissions, bonuses, or other compensation based on the sale of securities or investment products.
Item 5: <i>Additional Compensation</i>	None.
Item 6: <i>Supervision</i>	Newport Group Securities, Inc has developed policies and procedures to guide the supervision of all supervised persons of the firm and the business of the firm. The person responsible for supervision of the firm is Mr. Mendel Melzer. Mr. Melzer's contact information is 407-333-2905 or mmelzer@newportgroup.com.

Item 1: <i>Name/Year of Birth/Title</i>	Paul R. Moehle, CFA (1959) <i>Senior Investment Consultant</i>
Item 2: <i>Educational Background and Business Experience</i>	Paul Moehle has worked for Newport since 2011. Paul is an institutional investment consultant responsible for providing investment and fiduciary consulting services to institutional clients. He works proactively with plan sponsors on development of investment policy, menu construction, asset allocation, manager selection, asset/liability management, and the delivery of comprehensive investment and fiduciary reviews. Paul has 25 years of investment experience, 20 of which were with Towers Perrin. While at Towers Perrin, he provided investment consulting services to Fortune 1000 companies, directed investment policy and allocation, conducted defined contribution plan investment structure studies, and was the architect of the firm's approach to liability-driven investment (LDI) strategies. Prior to starting his investment consulting career, Paul worked as a computer and electrical engineer at McDonnell Douglas Astronautics Company. Paul earned his bachelor's degrees in both electrical and computer engineering, as well as his master's degree in business administration, from the University of Missouri in Columbia. Paul also earned his Chartered Financial Analyst designation and is a member of the CFA Institute.
Item 3: <i>Disciplinary Information</i>	None.
Item 4: <i>Other Business Activities</i>	None.

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Item 5: <i>Additional Compensation</i>	None.
Item 6: <i>Supervision</i>	Newport Group Securities, Inc has developed policies and procedures to guide the supervision of all supervised persons of the firm and the business of the firm. The person responsible for supervision of the firm is Mr. Mendel Melzer. Mr. Melzer's contact information is 407-333-2905 or mmelzer@newportgroup.com.

Item 1: <i>Name/Year of Birth/Title</i>	Bessie J. Seeley (1980) <i>Investment Consultant</i>
Item 2: <i>Educational Background and Business Experience</i>	Bessie Seeley has worked for Newport since 2005. Bessie is an institutional investment consultant responsible for providing investment and fiduciary consulting services to institutional clients. She works proactively with plan sponsors on development of investment policy, menu construction, asset allocation, manager selection, asset/liability management, and the delivery of comprehensive investment and fiduciary reviews. Bessie is also responsible for the research and delivery of the firm's quarterly economic and market commentary. She earned a bachelor's degree in International Business from Rollins College and her Master of Business Administration in Finance from The Crummer Graduate School of Business at Rollins College. She has earned her Series 7 and Series 66 securities licenses.
Item 3: <i>Disciplinary Information</i>	None.
Item 4: <i>Other Business Activities</i>	Ms. Seeley is a registered representative with Newport, however, she does not receive any commissions, bonuses, or other compensation based on the sale of securities or investment products.
Item 5: <i>Additional Compensation</i>	None.
Item 6: <i>Supervision</i>	Newport Group Securities, Inc has developed policies and procedures to guide the supervision of all supervised persons of the firm and the business of the firm. The person responsible for supervision of the firm is Mr. Mendel Melzer. Mr. Melzer's contact information is 407-333-2905 or mmelzer@newportgroup.com.

Item 1: <i>Name/Year of Birth/Title</i>	Sidney H. Taylor, II (1977) <i>Investment Consultant</i>
Item 2: <i>Educational Background and Business Experience</i>	Sidney Taylor has worked for Newport since 2009. Sidney is an institutional investment consultant responsible for providing investment and fiduciary consulting services to institutional clients. He works proactively with plan sponsors on development of investment policy, menu construction, asset allocation, manager selection, asset/liability management, and the delivery of comprehensive investment and fiduciary reviews. Prior to joining Newport in 2009, from 2005 to 2008, Sidney was an institutional investment consultant and chief compliance officer with the investment consulting firm of Burgess Chambers and Associates. He worked as an institutional market strategist and portfolio specialist with Trusco Capital Management from 2004 to 2006. Sidney earned both his bachelor's degree in business administration and his Master of Business Administration from Stetson

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Item 1: <i>Name/Year of Birth/Title</i>	Sidney H. Taylor, II (1977) <i>Investment Consultant</i>
	University. He holds a Series 65 securities license.
Item 3: <i>Disciplinary Information</i>	None.
Item 4: <i>Other Business Activities</i>	None.
Item 5: <i>Additional Compensation</i>	None.
Item 6: <i>Supervision</i>	Newport Group Securities, Inc has developed policies and procedures to guide the supervision of all supervised persons of the firm and the business of the firm. The person responsible for supervision of the firm is Mr. Mendel Melzer. Mr. Melzer's contact information is 407-333-2905 or mmelzer@newportgroup.com.

Item 1: <i>Name/Year of Birth/Title</i>	Philip "Brad" Kidd (1974) <i>Investment Consultant</i>
Item 2: <i>Educational Background and Business Experience</i>	Brad Kid has worked for Newport since 2011. Brad is an institutional investment consultant responsible for providing investment and fiduciary consulting services to institutional clients. He works proactively with plan sponsors on development of investment policy, menu construction, asset allocation, manager selection, asset/liability management, and the delivery of comprehensive investment and fiduciary reviews. Prior to joining Newport, Brad was a senior investment analyst with Clark Consulting, where he was responsible for determining investment strategy, return expectations and risk factors of asset classes; analyzed data, prepared deliverables and communicated solutions to help clients effectively meet their investment objectives; and provided quantitative and qualitative reviews of investment options. Brad also served as an account manager with Clark and previously held financial positions with firms such as Superior Leasing, Raymond James, and Auto Classics. Brad earned his bachelor's degree in marketing from Texas Tech University. He holds FINRA Series 7 and 66 registrations.
Item 3: <i>Disciplinary Information</i>	None.
Item 4: <i>Other Business Activities</i>	Mr. Kidd is a registered representative with Newport, however, he does not receive any commissions, bonuses, or other compensation based on the sale of securities or investment products.
Item 5: <i>Additional Compensation</i>	None.
Item 6: <i>Supervision</i>	Newport Group Securities, Inc has developed policies and procedures to guide the supervision of all supervised persons of the firm and the business of the firm. The person responsible for supervision of the firm is Mr. Mendel Melzer. Mr. Melzer's contact information is 407-333-2905 or mmelzer@newportgroup.com.

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Item 1: <i>Name/Year of Birth/Title</i>	Jorge R. Friguls (1982) <i>Investment Consultant</i>
Item 2: <i>Educational Background and Business Experience</i>	Jorge Friguls is an investment consultant responsible for providing services to institutional clients. He works proactively with plan sponsors on menu construction, asset allocation, manager selection, and asset/liability management. His duties also include the creation of target return and risk-based portfolios utilizing Newport's asset allocation framework and the development of hedging strategies for the purposes of asset-liability management. Jorge began his career in the financial services industry in 2004 and joined Newport in 2007. Prior to joining Newport, Jorge was a Senior Mutual Fund Accountant with The Bank of New York Mellon. He earned a bachelor's degree in finance and Master of Business Administration from the University of Central Florida in Orlando. He holds a FINRA Series 7 securities license.
Item 3: <i>Disciplinary Information</i>	None.
Item 4: <i>Other Business Activities</i>	Mr. Friguls is a registered representative with Newport, however, he does not receive any commissions, bonuses, or other compensation based on the sale of securities or investment products.
Item 5: <i>Additional Compensation</i>	None.
Item 6: <i>Supervision</i>	Newport Group Securities, Inc has developed policies and procedures to guide the supervision of all supervised persons of the firm and the business of the firm. The person responsible for supervision of the firm is Mr. Mendel Melzer. Mr. Melzer's contact information is 407-333-2905 or mmelzer@newportgroup.com.

Item 1: <i>Name/Year of Birth/Title</i>	Gina C. Rowland (1972) <i>Senior Investment Research Analyst</i>
Item 2: <i>Educational Background and Business Experience</i>	Gina Rowland has worked for Newport since 2000 and is responsible for qualitative analysis in the manager selection and monitoring processes. Her reporting responsibilities include conducting in-depth due-diligence on investment managers and fund companies to evaluate organizational strengths, investment discipline and sustainability of performance. She began her career in the financial services industry in 1998. Prior to joining Newport, from 1998 to 2000, Gina held the position of Portfolio Assistant for Trade Street Investments Associates, Inc., subadvisor to the Nations Funds. Gina is a graduate of the State University of New York at Oswego with a bachelor of science degree. She also holds a Master of Business Administration in Finance from the University of North Carolina Charlotte and her FINRA Series 65 securities license.
Item 3: <i>Disciplinary Information</i>	None.

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Item 1: <i>Name/Year of Birth/Title</i>	Gina C. Rowland (1972) <i>Senior Investment Research Analyst</i>
Item 4: <i>Other Business Activities</i>	None.
Item 5: <i>Additional Compensation</i>	None.
Item 6: <i>Supervision</i>	Newport Group Securities, Inc has developed policies and procedures to guide the supervision of all supervised persons of the firm and the business of the firm. The person responsible for supervision of the firm is Mr. Mendel Melzer. Mr. Melzer's contact information is 407-333-2905 or mmelzer@newportgroup.com.

Item 1: <i>Name/Title/Year of Birth</i>	Julie M. Leinenbach, CFA, FSA (1967) <i>Senior Investment Research Analyst</i>
Item 2: <i>Educational Background and Business Experience</i>	Julie Leinenbach has worked for Newport since 2000 and is responsible for evaluating investment manager performance, developing and maintaining Newport's asset allocation framework, and risk-based model portfolio allocations as well as qualitative analysis of risk-based and target-date funds and participant advice services. Prior to joining Newport, Julie held positions as a valuation actuary at UnumProvident Corporation from 1997 to 2000, and as a product development actuary at American General Corporation from 1991 to 1997. Julie earned a bachelor's degree in applied mathematical science from Texas A&M University. She holds her Chartered Financial Analyst designation and is a Fellow in the Society of Actuaries. She also holds a FINRA Series 65 securities license.
Item 3: <i>Disciplinary Information</i>	None.
Item 4: <i>Other Business Activities</i>	None.
Item 5: <i>Additional Compensation</i>	None.
Item 6: <i>Supervision</i>	Newport Group Securities, Inc has developed policies and procedures to guide the supervision of all supervised persons of the firm and the business of the firm. The person responsible for supervision of the firm is Mr. Mendel Melzer. Mr. Melzer's contact information is 407-333-2905 or mmelzer@newportgroup.com.

Item 1: <i>Name/Year of Birth/Title</i>	Steve L. Williams, CFA (1980) <i>Senior Investment Research Analyst</i>
Item 2: <i>Educational Background and Business Experience</i>	Steve Williams has worked for Newport since 2002 and is responsible for qualitative analysis in the manager selection and monitoring processes. His reporting responsibilities include conducting in-depth due-diligence on investment managers and fund companies to evaluate organizational strengths, investment discipline and sustainability of performance. Steve earned a bachelor's degree in finance from the University of Central Florida. He holds the Chartered Financial Analyst designation and the FINRA Series 7 and 66 licenses. He is a member of the CFA Institute and

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Item 1: <i>Name/Year of Birth/Title</i>	Steve L. Williams, CFA (1980) <i>Senior Investment Research Analyst</i>
	CFA Society of Orlando.
Item 3: <i>Disciplinary Information</i>	None.
Item 4: <i>Other Business Activities</i>	Mr. Williams is a registered representative with Newport, however, he does not receive any commissions, bonuses, or other compensation based on the sale of securities or investment products.
Item 5: <i>Additional Compensation</i>	None.
Item 6: <i>Supervision</i>	Newport Group Securities, Inc has developed policies and procedures to guide the supervision of all supervised persons of the firm and the business of the firm. The person responsible for supervision of the firm is Mr. Mendel Melzer. Mr. Melzer's contact information is 407-333-2905 or mmelzer@newportgroup.com.

Item 1: <i>Name/Year of Birth/Title</i>	Kevin C. Laake, CFA (1977) <i>Senior Investment Research Analyst</i>
Item 2: <i>Educational Background and Business Experience</i>	Kevin Laake has worked for Newport since 2010 and is responsible for qualitative analysis in the manager selection and monitoring processes. His reporting responsibilities include conducting in-depth due-diligence on investment managers and fund companies to evaluate organizational strengths, investment discipline and sustainability of performance. Kevin has over 12 years of experience in the financial services industry. Prior to joining Newport, he was senior equity analyst for PNC Capital Advisors and co-managed the PNC Equity Growth Fund. Kevin earned his bachelor's degree in commerce from the University of Virginia and his master of business administration from the University of Maryland. He holds the designation of Chartered Financial Analyst (CFA) and is a member of the CFA Institute. He also holds the FINRA Series 65 license.
Item 3: <i>Disciplinary Information</i>	None.
Item 4: <i>Other Business Activities</i>	None.
Item 5: <i>Additional Compensation</i>	None.
Item 6: <i>Supervision</i>	Newport Group Securities, Inc has developed policies and procedures to guide the supervision of all supervised persons of the firm and the business of the firm. The person responsible for supervision of the firm is Mr. Mendel Melzer. Mr. Melzer's contact information is 407-333-2905 or mmelzer@newportgroup.com.

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Item 1: <i>Name/Year of Birth/Title</i>	Edward E. Johnson (1982) <i>Director, Investment Operations</i>
Item 2: <i>Educational Background and Business Experience</i>	Edward Johnson has worked for Newport since 2005 and is responsible for managing Newport's investment operations with regards to investment analytics, data management, and investment menu comparative analyses. Edward earned his bachelor's degree in business administration from Stetson University and was a Trustee of the university's Roland George Investment Program. He was also an analyst with KCM Asset Management, a hedge fund based in Deland, Florida from 2003 to 2005. Edward is a CFA Level II candidate and holds the FINRA Series 7 and 65 licenses.
Item 3: <i>Disciplinary Information</i>	None.
Item 4: <i>Other Business Activities</i>	Mr. Johnson is a registered representative with Newport, however, he does not receive any commissions, bonuses, or other compensation based on the sale of securities or investment products.
Item 5: <i>Additional Compensation</i>	None.
Item 6: <i>Supervision</i>	Newport Group Securities, Inc has developed policies and procedures to guide the supervision of all supervised persons of the firm and the business of the firm. The person responsible for supervision of the firm is Mr. Mendel Melzer. Mr. Melzer's contact information is 407-333-2905 or mmelzer@newportgroup.com.

Item 1: <i>Name/Year of Birth/Title</i>	Robert "Ben" Baldrige, CFA, CAIA (1983) <i>Senior Investment Research Analyst</i>
Item 2: <i>Educational Background and Business Experience</i>	Ben Baldrige has worked for Newport since 2010 and is responsible for qualitative analysis in the manager selection and monitoring processes. His reporting responsibilities include conducting in-depth due-diligence on investment managers and fund companies to evaluate organizational strengths, investment discipline and sustainability of performance. Prior to joining Newport, Ben was an investment analyst with Hewitt EnnisKnupp. He worked within the Chicago firm's global private equity and general investment consulting departments. Ben performed investment manager research on private equity funds, primarily those following distressed debt and private lending strategies. He was also a member of a specialty team that chose the investment managers that the firm advanced to its clients from the U.S. Treasury's public-private investment program. Ben earned his bachelor's degree in finance and marketing from Millikin University in Decatur, IL. He has also earned the designations of Chartered Financial Analyst (CFA) and Chartered Alternative Investment Analyst (CAIA) and is a member of the CFA Institute and CAIA Association. Ben holds FINRA Series 7 and 63 registrations.
Item 3: <i>Disciplinary Information</i>	None.
Item 4: <i>Other Business Activities</i>	Mr. Baldrige is a registered representative with Newport, however, he does not receive any commissions, bonuses, or other compensation based on the sale of securities or investment products.

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Item 1: <i>Name/Year of Birth/Title</i>	Robert “Ben” Baldrige, CFA, CAIA (1983) <i>Senior Investment Research Analyst</i>
Item 5: <i>Additional Compensation</i>	None.
Item 6: <i>Supervision</i>	Newport Group Securities, Inc has developed policies and procedures to guide the supervision of all supervised persons of the firm and the business of the firm. The person responsible for supervision of the firm is Mr. Mendel Melzer. Mr. Melzer’s contact information is 407-333-2905 or mmelzer@newportgroup.com.

Summary of Professional Designations

This Summary of Professional Designations is provided to assist you in evaluating the professional designations and minimum requirements of our investment committee members that hold these professional designations.

The Financial Industry and Regulatory Authority (“*FINRA*”) also provides helpful information, titled “Understanding Professional Designations” which may be found at the following website: <http://apps.finra.org/DataDirectory/1/prodesignations.aspx>.

CHARTERED FINANCIAL ANALYST

The Chartered Financial Analyst (*CFA*) charter is a globally respected, graduate-level investment credential established in 1962 and awarded by CFA Institute — the largest global association of investment professionals.

To earn the CFA charter, candidates must: 1) pass three sequential, six-hour examinations; 2) have at least four years of qualified professional investment experience; 3) join CFA Institute as members; and 4) commit to abide by, and annually reaffirm, their adherence to the CFA Institute Code of Ethics and Standards of Professional Conduct.

High Ethical Standards:

The CFA Institute Code of Ethics and Standards of Professional Conduct, enforced through an active professional conduct program, require CFA charterholders to:

- Place their clients’ interests ahead of their own
- Maintain independence and objectivity
- Act with integrity
- Maintain and improve their professional competence
- Disclose conflicts of interest and legal matters

Global Recognition:

Passing the three CFA exams is a difficult feat that requires extensive study (*successful candidates report spending an average of 300 hours of study per level*). Earning the CFA charter demonstrates mastery of many of the advanced skills needed for investment analysis and decision making in today’s quickly evolving global financial industry. As a result, employers and clients are increasingly seeking CFA charterholders—often making the charter a prerequisite for employment.

Additionally, regulatory bodies in 19 countries recognize the CFA charter as a proxy for meeting certain licensing requirements, and more than 125 colleges and universities around the world have incorporated a majority of the CFA Program curriculum into their own finance courses.

Comprehensive and Current Knowledge:

The CFA Program curriculum provides a comprehensive framework of knowledge for investment decision making and is firmly grounded in the knowledge and skills used every day in the investment profession. The three levels of the CFA Program test a proficiency with a wide range of fundamental and advanced investment topics, including ethical and professional standards, fixed-income and equity analysis, alternative and derivative investments, economics, financial reporting standards, portfolio management, and wealth planning.

Summary of Professional Designations

CHARTERED FINANCIAL ANALYST (CONT.)

The CFA Program curriculum is updated every year by experts from around the world to ensure that candidates learn the most relevant and practical new tools, ideas, and investment and wealth management skills to reflect the dynamic and complex nature of the profession.

To learn more about the CFA charter, visit www.cfainstitute.org.

CHARTERED FINANCIAL CONSULTANT® (ChFC®)

The ChFC® designation has been a mark of excellence for almost thirty years and currently requires nine college-level courses. Average study time to earn the ChFC® exceeds 450 hours. Required courses cover extensive education and application training in financial planning, income taxation, investments, and estate and retirement planning. Additional electives are chosen from such topics as macroeconomics, financial decisions for retirement, and executive compensation. ChFC® designees must meet experience requirements, complete at least 30 hours of continuing education every two years and maintain ethical standards. The credential is awarded by The American College, a non-profit educator with an 84-year heritage and a high level of academic accreditation.

CHARTERED LIFE UNDERWRITER® (CLU®)

For 84 years the CLU® has been the respected risk management credential for advisors. Designees have completed eight or more college-level courses representing an average study time of 400 hours. Topics for required courses include insurance and financial planning, life insurance law, estate planning, and planning for business owners and professionals. Elective courses include such advanced topics as income taxes, group benefits, retirement planning, and health insurance. CLU® designees must meet experience and continuing education requirements and must adhere to a high ethical standard. The mark is awarded by The American College, a non-profit educator with the top level of academic accreditation.

ACCREDITED INVESTMENT FIDUCIARY ANALYST® (AIFA®)

The AIFA designation certifies that the recipient has advanced knowledge of fiduciary standards of care, their application to the investment management process, and procedures for assessing conformance by third parties to fiduciary standards. To be eligible to receive the AIFA designation, individuals must have already completed the AIF training program and passed the AIF exam and meet a minimum prerequisite score based on the candidate's educational background and professional training and experience in investing, financial services and auditing. To receive the AIFA designation, individuals must complete a training program, successfully pass a comprehensive, closed-book final examination under the supervision of a proctor and agree to abide by the AIFA Code of Ethics. In order to maintain the AIFA designation, the individual must annually renew their affirmation of the AIFA Code of Ethics and complete ten hours of continuing education credits. The certification is administered by the Center for Fiduciary Studies, LLC (*a Fiduciary360 (fi360) company*).

Summary of Professional Designations

CHARTERED ALTERNATIVE INVESTMENT ANALYST (CAIA)

The CAIA designation, recognized globally, is administered by the Chartered Alternative Investment Analyst Association and requires a comprehensive understanding of core and advanced concepts regarding alternative investments, structures, and ethical obligations. To qualify for the CAIA designation, finance professionals must complete a self-directed, comprehensive course of study on risk–return attributes of institutional quality alternative assets; pass both the Level I and Level II CAIA examinations at proctored testing centers; attest annually to the terms of the Member Agreement; and hold a bachelor's degree (*or equivalent*) plus have at least one year of professional experience or have four years of professional experience. Professional experience includes full–time employment in a professional capacity within the regulatory, banking, financial, or related fields. Once a qualified candidate completes the CAIA program, he or she may apply for CAIA membership and the right to use the CAIA designation, providing an opportunity to access ongoing educational opportunities.

THE SOCIETY OF ACTUARIES

The Society of Actuaries is an education, research, and professional membership organization. Achieving Fellowship or Associateship status is based primarily on completing specified educational requirements, with no requirement related to a certain number of years of practical actuarial experience. The **FSA** and **ASA** designations and **CERA** credential signify completion of the following educational achievements:

- *Chartered Enterprise Risk Analyst*: A Chartered Enterprise Risk Analyst (CERA) of the Society of Actuaries has demonstrated knowledge in the identification, measurement and management of risk within risk–bearing enterprises. The CERA has also completed a professionalism course covering the professional code of conduct and the importance of adherence to recognized standards of practice. CERAs who have the Application for Admission as an Associate approved by the SOA Board of Directors will be granted membership as an Associate.
- *Associate*: An Associate of the Society of Actuaries has demonstrated knowledge of the fundamental concepts and techniques for modeling and managing risk. The Associate has also learned the basic methods of applying those concepts and techniques to common problems involving uncertain future events, especially those with financial implications. The Associate has also completed a professionalism course covering the professional code of conduct and the importance of adherence to recognized standards of practice. Associates who have been members of the SOA for five or more years may also vote in Society of Actuaries elections.
- *Fellow*: Has demonstrated a knowledge of the business environments within which financial decisions concerning pensions, life insurance, health insurance, and investments are made including the application of mathematical concepts and other techniques to the various areas of actuarial practice. The Fellow has further demonstrated an in–depth knowledge of the application of appropriate techniques to a specific area of actuarial practice. Fellows may vote in Society of Actuaries elections.