



Item 1 - Cover Page

CONFIANCE, LLC

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Cleveland, OH 44114

866-987-8781

www.confiance-llc.com

January 1, 2014

This Brochure provides information about the qualifications and business practices of CONFIANCE, LLC (“CLLC”). If you have any questions about the contents of this Brochure, please contact us at 866-987-8781 and/or clientservices@confiance-llc.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.

CONFIANCE, LLC is a registered investment adviser. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information about which you determine to hire or retain an Adviser.

Additional information about CONFIANCE, LLC also is available on the SEC’s website at www.adviserinfo.sec.gov.

Item 2 – Material Changes

On July 28, 2010, the United State Securities and Exchange Commission published “Amendments to Form ADV” which amends the disclosure document that we provide to clients as required by SEC Rules. This Brochure dated January 1, 2014 is a new document prepared according to the SEC’s new requirements and rules. As such, this Document is materially different in structure and requires certain new information that our previous brochure did not require.

In the future, this Item will discuss only specific material changes that are made to the Brochure and provide clients with a summary of such changes. We will also reference the date of our last annual update of our brochure.

In the past we have offered or delivered information about our qualifications and business practices to clients on at least an annual basis. Pursuant to new SEC Rules, we will ensure that you receive a summary of any materials changes to this and subsequent Brochures within 120 days of the close of our business’ fiscal year. We may further provide other ongoing disclosure information about material changes as necessary.

We will further provide you with a new Brochure as necessary based on changes or new information, at any time, without charge.

Currently, our Brochure may be requested by contacting Cynthia Lynn, Client Services Director at 866-987-8781 or clynn@confiance-llc.com.

Additional information about CONFIANCE, LLC is also available via the SEC’s web site www.adviserinfo.sec.gov. The SEC’s web site also provides information about any persons affiliated with “CLLC” who are registered, or are required to be registered, as investment adviser representatives of “CLLC”.

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Item 4 – Advisory Business

CONFIANCE, LLC (“CLLC”) is a limited liability company formed under the laws of the State of Ohio and a Registered Investment Advisor registered with the State of Ohio under Firm CRD #147697. This brochure provides clients with information regarding “CLLC” and the qualifications, business practices, and nature of advisory services that should be considered before becoming an advisory client of the Firm.

Pamela Sandy, CFP®, founded CONFIANCE, LLC in June 2008 after a 16 year tenure at a financial advisory firm she co-founded and managed. Pamela is a Certified Financial Planner™ Practitioner and has 20 years experience in the financial services profession. She completed her CFP® course work through the College for Financial Planning in Denver, Colorado and earned her certification in 1997. Her experience includes responsibility as a Registered Principal and Chief Compliance Officer.

Education and Business Background

Pamela Sandy, CFP®

Born January 27, 1957

CONFIANCE, LLC, CEO, and Founder

Education

DePaul University, Chicago, IL

Currently enrolled pursuing BA with Individualized Focus Area, Political Finance

College for Financial Planning, Denver Colorado

Accredited Domestic Partnership Advisor SM, 2013

Certified Financial Planner, CFP® Professional Designation, 1997

Certified Fund Specialist, CFS Exam, 1994

NASD (FINRA) Series 7 (General Securities Exam) 1995

NASD (FINRA) Series 24 (General Securities Principal Exam) 1995

NASD (FINRA) Series 63 (Uniform Securities Agent State Law Exam) 1994

NASD (FINRA) Series 6 (Investment Co/Variable Contracts Representative Exam) 1991

Life, Accident & Health License, 1990

The FINANCIAL STRATEGIES GROUP, Inc. 1992-2008

Founding Partner, Managing Principal, CCO

Linsco/Private Ledger Corp,

Registered Representative, Investment Advisor Representative 04/1995 – 11/2005

ADVISORY SERVICES & FEES

Asset Management Services

“CLLC” provides Asset Management Services, defined as giving continuous advice to a client or making investments for a client based on the individual needs of the client. “CLLC” will manage advisory accounts on a discretionary basis. Account supervision is guided by the stated objectives of the client (i.e., growth vs. income, aggressive, moderate or conservative).

GROWTH MODEL PORTFOLIOS Normal Target Allocations

GROWTH PORTFOLIOS

AGGRESSIVE GROWTH 80/20 A-GRW

Emphasis is placed on maximum capital appreciation. There is no focus on the generation of current income. Cash and fixed income positions are added simply to reduce overall portfolio volatility and risk. This portfolio is very aggressive by nature and should only be considered by those willing to take on substantial risk and potential long-term loss of principal.

MODERATE GROWTH 70/30 M-GRW

Emphasis is placed on growth and maximum capital appreciation. There is little focus on generation of current income. Cash and fixed income positions are included to primarily reduce volatility. This portfolio is moderately aggressive and investors should be willing to take on risk and potential long-term loss of principal.

CONSERVATIVE GROWTH 60/40 C-GRW

Emphasis is placed on modest capital growth with moderate focus on current income. Cash and fixed income investments are included to lower overall portfolio volatility and generate income through interest and dividend payments while providing less risk to loss of principal. While this portfolio may show more principal stability, investors should have an understanding of the volatile history of equity investments and be willing to tolerate periods of capital loss.

INCOME MODEL PORTFOLIOS

Normal Target Allocations

INCOME PORTFOLIOS

AGGRESSIVE INCOME 50/50 A-INC

Emphasis is placed on current income with growth of principal an important consideration. Cash and fixed income assets form the core of the portfolio, generating current income and lowering portfolio volatility. Equity assets provide the potential for long-term growth of principal. Investors in the portfolio should be willing to accept the possibility of loss of principal.

MODERATE INCOME 30/70 M-INC

Emphasis is placed on generation of current income and some growth of principal. Cash and fixed income are predominant in the portfolio with equities added for the potential of capital appreciation. This portfolio is very conservative by nature, but investors should be comfortable with the volatility that will occur within the modest equity position of the portfolio.

CONSERVATIVE INCOME 10/90 C-INC

Emphasis is placed on generation of current income and the prevention of capital loss. A small percentage of conservative equities may be added to enhance the portfolio's potential for return. Investors in this portfolio should be comfortable with giving up growth of principal to focus on current income.

FIXED INCOME F-INC

Emphasis is placed predominately on capital preservation, with generation of income as secondary. Investors in this portfolio are not comfortable with principal loss and should be willing to accept lower returns to preserve principal.

Asset allocation percentages for all portfolios will fluctuate with portfolio performance and will vary from the target percentages based on market conditions. Normal reallocation occurs when asset classes are 5-10% above or below their target. All models and reallocations take client income needs into account and may vary from the normal target allocation as needed.

Financial Planning Services

Depending on a client's circumstances, "CLLC" will generally recommend that clients utilize its financial planning services to establish client objectives. "CLLC" will provide ongoing financial planning services to Asset Management Clients at no additional expense.

The process typically begins with an initial complementary consultation. During or after the initial consultation, if the client decides to engage "CLLC" for financial planning services, pertinent information about the client's personal and financial circumstances and objectives is collected. Financial planning clients also complete an investment related questionnaire as part of the information gathering process. As required, "CLLC" will conduct follow up interviews for the purpose of reviewing and/or collecting financial data. Once such information has been studied and analyzed, a financial plan – designed to achieve the clients' expressed financial goals and objectives – will be produced and presented to the client or made available online per the client's preference.

Some clients may only require advice on a single aspect of the management of their financial resources. For these clients, "CLLC" offers financial plans in a modular format and/or general consulting services that address only those specific areas of interest or concern, depending on each client's unique circumstances.

Financial planning advice may be rendered in the areas of retirement planning, financial planning, tax preparation, personal tax and cash flow planning, estate planning, insurance planning, divorce planning, college planning, and compensation and benefits planning, among others.

A fee range is quoted at the time that the Financial Planning Agreement is agreed upon and signed. Fees for financial planning services are determined based upon the complexity of the case and the estimated time of involvement and the timing of the payment of those fees will be determined within the Financial Planning Agreement. Fees and fee-paying arrangements with existing clients may differ from client to client.

Item 5 – Fees and Compensation

FEE SCHEDULE

Asset Management Services

Fees for this service are calculated as a percent of the market value of the account as reported by the custodian at the close of business on the last market day of the month. Fees are charged monthly in advance, at the rate of one twelfth (1/12) of the annual fees shown below. Initial fees will be prorated to cover the period from the date the account is funded until the end of the next full month. If this Agreement is terminated prior to the last day of a month, a pro rata portion (based upon the days remaining in such month) of the monthly fee paid in advance will be refunded to the client. “CLLC”’s scheduled fees may be adjusted, no more frequently than annually, upon the provision of thirty (30) days’ written notice to you.

<u>Assets under Management</u>	<u>Annual Fee</u>
First \$250,000	1.50%
Next \$250,001 to \$500,000	1.25%
Next \$500,001 to \$1,000,000	1.00%
Next \$1,000,001 to \$2,000,000	0.90%
Next \$2,000,001 to \$3,000,000	0.80%
Over \$3,000,001	Negotiable

Fees may be negotiable or subject to modification under certain circumstances. “CLLC” requires a minimum annual fee of \$1,500 (\$125.00) per month for new Asset Management clients. Under certain circumstances, this minimum annual fee may be modified. “CLLC” will aggregate each of the client’s accounts for the purpose of calculating the advisory fee.

All fees are subject to negotiation.

“CLLC”’s fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which shall be incurred by the client. Clients may incur certain charges imposed by custodians, brokers, third party investment and other third parties such as fees charged by managers, custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Mutual funds and exchange traded funds also charge internal management fees, which are disclosed in a fund’s prospectus.

Such charges, fees and commissions are exclusive of and in addition to “CLLC”'s fee and “CLLC” shall not receive any portion of these commissions, fees, and costs.

Financial Planning Services

A fee range is quoted at the time that the Financial Planning Agreement is agreed upon and signed. Fees for financial planning services are determined based upon the complexity of the case and the estimated time of involvement and the timing of the payment of those fees will be determined within the Financial Planning Agreement. Fees and fee-paying arrangements with existing clients may differ from client to client.

Either party may terminate the financial planning or on-going service agreement within five days of the date of acceptance without penalty to the client. However, the client will incur a pro rata charge for advisory services rendered prior to such termination. After the five-day period, either party may terminate the agreement by providing written notice to the other party. In the event there are any prepaid unearned fees, the firm will promptly refund a pro rata share to the client.

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

“CLLC” does not charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client).

Item 7 – Types of Clients

“CLLC” offers personalized investment advisory services to individuals, trust, estates, charitable organizations, corporations and other business entities.

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

“CLLC” will create a portfolio consisting of any or all of the following: Individual equities, exchange traded funds, (ETFs), bonds, no-load and load-waived mutual funds, and other investment products. “CLLC” will allocate client assets among various investments taking into consideration the overall objectives of the client. Investments will be selected on the basis of any or all of the following criteria: performance history, industry sector, track record of fund manager, fund investment objectives, fund management style and philosophy, and fee or expense structure. Portfolio weightings between assets and market sectors will be determined by each client's circumstances and objectives. Clients will have the opportunity to place reasonable restrictions on the types of investments, which will be made on the client's behalf. Clients will retain individual ownership of all securities.

When appropriate to the needs of the client, “CLLC” may recommend the use of short sales or option writing. Because these investment strategies involve certain additional degrees of risk, they will only be recommended when consistent with the client’s stated tolerance for risk.

(Please refer to Item 4, Advisory Services & Fees for additional information).

“Investing in securities involves risk of loss that clients should be prepared to bear.”

Item 9 – Disciplinary Information

No disciplinary disclosures.

Item 10 – Other Financial Industry Activities and Affiliations

Representatives of “CLLC” may be licensed to sell insurance products and may earn a commission on products sold in execution of a financial plan. Clients are free to obtain products recommended within the financial planning process from any agent or broker of their choice.

Item 11 – Code of Ethics

“CLLC” has adopted a Code of Ethics for all supervised persons of the firm describing its high standard of business conduct, and fiduciary duty to its clients. The Code of Ethics includes provisions relating to the confidentiality of client information, a prohibition on insider trading, a prohibition of rumor mongering, restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures, among other things. All supervised persons at “CLLC” must acknowledge the terms of the Code of Ethics annually, or as amended.

“CLLC” anticipates that, in appropriate circumstances, consistent with clients’ investment objectives, it will cause accounts over which “CLLC” has management authority to effect, and will recommend to investment advisory clients or prospective clients, the purchase or sale of securities in which “CLLC” its affiliates and/or clients, directly or indirectly, have a position of interest. “CLLC”’s employees and persons associated with “CLLC” are required to follow “CLLC”’s Code of Ethics. Subject to satisfying this policy and applicable laws, officers, directors and employees of “CLLC” and its affiliates may trade for their own accounts in securities which are recommended to and/or purchased for “CLLC”’s clients. The Code of

Ethics is designed to assure that the personal securities transactions, activities and interests of the employees of “CLLC” will not interfere with (i) making decisions in the best interest of advisory clients and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts. Under the Code certain classes of securities have been designated as exempt transactions, based upon a determination that these would materially not interfere with the best interest of “CLLC”’s clients. In addition, the Code requires pre-clearance of many transactions, and restricts trading in close proximity to client trading activity. Nonetheless, because the Code of Ethics in some circumstances would permit employees to invest in the same securities as clients, there is a possibility that employees might benefit from market activity by a client in a security held by an employee. Employee trading is continually monitored under the Code of Ethics, and to reasonably prevent conflicts of interest between “CLLC” and its clients.

Certain affiliated accounts may trade in the same securities with client accounts on an aggregated basis when consistent with “CLLC”’s obligation of best execution. In such circumstances, the affiliated and client accounts will share commission costs equally and receive securities at a total average price. “CLLC” will retain records of the trade order (specifying each participating account) and its allocation, which will be completed prior to the entry of the aggregated order. Completed orders will be allocated as specified in the initial trade order. Partially filled orders will be allocated on a pro rata basis. Any exceptions will be explained on the order.

Code of Ethics

As these situations may represent a conflict of interest, “CLLC” has established the following restrictions in order to ensure its fiduciary responsibilities:

1. Associated persons or their immediate family members shall not buy or sell securities for their personal portfolio(s) where their decision is derived, in whole or in part, by reason of the associated person’s employment, unless the information is also available to the investing public on reasonable inquiry. No associated person of the firm shall prefer his or her own interest to that of the advisory client.
2. “CLLC” emphasizes the unrestricted right of the client to specify investment objectives, guidelines, and/or conditions on the overall management of their account.

3. “CLLC” and its associated persons generally may not purchase and/or sell securities being considered for, or held by client accounts without pre-clearance from the Firm’s Chief Compliance Officer or designee.

4. “CLLC” and its employees generally may not participate in private placements or initial public offerings (IPOs) without pre-clearance from the Firm’s Chief Compliance Officer or designee.

5. Records will be maintained of all securities or insurance products bought or sold by the firm and its associated persons. The Firm’s Chief Compliance Officer will review these records on a regular basis.

6. The Firm requires that all individuals must act in accordance with all applicable federal and state regulations governing registered investment advisory practices.

7. Any individual not in observance of the above may be subject to termination.

“CLLC”’s clients or prospective clients may request a copy of the firm’s Code of Ethics by contacting Chief Compliance Officer, Pamela Sandy, CFP® at 866-987-8781 or psandy@confiance-llc.com.

Item 12 – Brokerage Practices

In order to retain “CLLC” for asset management services clients grant “CLLC” discretionary authority over the selection and amount of securities to be bought and/or sold, the broker or dealer to be used, and the commission rates to be paid for their account without obtaining the client’s prior consent or approval. The trading authority will allow “CLLC” to take advantage of time-sensitive market conditions in securities, which are consistent with the client’s prior stated investment objectives. However, “CLLC”’s investment authority may be subject to specified investment objectives, guidelines, and/or conditions imposed by the client. For example, a client may specify that the investment in any particular stock or industry should not exceed specified percentages of the value of the portfolio and/or restrictions or prohibitions of transactions in the securities of a specific industry. Clients may amend these limitations as required. Such amendments must be submitted in writing.

For individually managed accounts, “CLLC” will recommend the custodial services of TD Ameritrade Institutional, a division of TD Ameritrade, Inc. Member FINRA/SIPC. (TDAI). It may be the case that the recommended broker(s) charges a higher fee for a particular type of service, such as commission rates, than can be obtained from another broker. Clients may

utilize the broker/dealer of their choice and have no obligation to purchase or sell securities through such broker as “CLLC” recommends. However, as disclosed above, “CLLC” reserves the right to decline the account where “CLLC” is granted discretionary authority over the custodian used to service the client account.

TD Ameritrade Institutional (TDAI) provides “CLLC” with access to its institutional trading and operations services, which are typically not available to the broker’s retail investors. TDAI services may include research, brokerage, custody, access to mutual funds and other investments that are otherwise available only to institutional investors. TDAI may make other products and services available to “CLLC” that benefit “CLLC” but may not benefit its clients’ accounts. These include software and other technology that provide access to client account data (such as trade confirmations and account statements), facilitate trade execution (and allocation of aggregated trade orders for multiple client accounts), provide research, pricing information and other market data, facilitate payment of “CLLC”’s fees from its clients’ accounts, and assist with back-office support, recordkeeping and client reporting. Many of these services generally may be used to service all or a substantial number of “CLLC”’s accounts. TDAI may also provide “CLLC” with other services intended to help “CLLC” manage and further develop its business enterprise. These services may include consulting, publications and presentations on practice management, information technology, business succession, regulatory compliance, and marketing. In addition, TDAI may make available, arrange and/or pay for these types of services to “CLLC” by independent third parties. TDAI may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the fees of third-party providing these services to “CLLC”. The availability to “CLLC” of the foregoing products and services is not contingent upon “CLLC” committing to TDAI any specific amount of business (assets in custody or trading).

In selecting brokers or dealers, “CLLC”’s primary objective is to obtain the highest overall quality execution for transactions. In evaluating whether a broker or dealer will be able to provide “best execution,” relevant factors may include: overall execution capabilities, clearance and settlement capabilities; the broker’s or dealer’s reliability, integrity, and financial stability; the size of the particular transaction; and the market of the security. Considering these factors, among others, may not result in the lowest possible commission on any particular transaction, but “CLLC” will attempt to obtain the best net price on all transactions.

Item 13 – Review of Accounts

While the underlying securities within the Asset Management Accounts are continuously monitored, these accounts are reviewed at least monthly. Accounts are reviewed in the context of each client’s stated objectives. More frequent reviews may be triggered by material changes in variables such as the client’s individual circumstances, or the market, political or economic environment.

In addition to the monthly statements and confirmations of transactions that Asset Management Clients receive from their custodian, “CLLC” will provide a report summarizing account performance, balances and holdings on at least an annual basis unless otherwise contracted for at the inception of the relationship.

Item 14 – Client Referrals and Other Compensation

“CLLC” does not currently compensate any individual or firm for client referrals

Item 15 – Custody

Clients should receive at least quarterly statements from the broker dealer, bank or other qualified custodian that holds and maintains client’s investment assets. “CLLC” urges you to carefully review such statements and compare such official custodial records to the account statements that we may provide to you. “CLLC” does not have custody of client assets.

Item 16 – Investment Discretion

“CLLC” usually receives discretionary authority from the client at the outset of an advisory relationship to select the identity and amount of securities to be bought or sold. In all cases, however, such discretion is to be exercised in a manner consistent with the stated investment objectives for the particular client.

When selecting securities and determining amounts, “CLLC” observes the investment policies, limitations and restrictions of the clients for which it advises. For registered investment companies, “CLLC”’s authority to trade securities may also be limited by certain federal securities and tax laws that require diversification of investments and favor the holding of investments once made.

Investment guidelines and restrictions must be provided to “CLLC” in writing.

Item 17 – Voting Client Securities

As a matter of firm policy and practice, “CLLC” does not have any authority to and does not vote proxies on behalf of advisory clients. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in client portfolios. “CLLC” may provide advice to clients regarding the clients’ voting of proxies.

Item 18 – Financial Information

Registered investment advisers are required in this Item to provide you with certain financial information or disclosures about “CLLC”’s financial condition. “CLLC” has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients, and has not been the subject of a bankruptcy proceeding. “CLLC” may from time to time carry a liability on its books as part of common accounting practices of a small business.

CONFIANCE, LLC has entered into a succession plan agreement with wealth management firm, RAV Financial Services, LLC, located at 2000 Auburn Drive, Suite 400, Beachwood, OH 44122. This continuity business plan is meant to assure ongoing client services under all contingencies.

Item 19 – Disclosures

Pamela Sandy, CFP®, CEO and Founder

Education and Business Background

Pamela Sandy, CFP®

Born January 27, 1957

CONFIANCE, LLC, CEO, and Founder

Education

DePaul University, Chicago, IL

Currently enrolled pursuing BA with Individualized Focus Area, Political Finance

College for Financial Planning, Denver Colorado

Accredited Domestic Partnership Advisor SM, 2013

Certified Financial Planner, CFP® Professional Designation, 1997

Certified Fund Specialist, CFS Exam, 1994

NASD (FINRA) Series 7 (General Securities Exam) 1995

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NASD (FINRA) Series 63 (Uniform Securities Agent State Law Exam) 1994
NASD (FINRA) Series 6 (Investment Co/Variable Contracts Representative Exam) 1991
Life, Accident & Health License, 1990

Disciplinary Information

None

Other Business Activities

Pamela Sandy, CFP® is a licensed insurance agent and offers insurance products to clients of “CLLC” on an occasional basis as recommended within a financial plan. Products offered in some cases may generate commissions from the offering companies. In such cases, commissions and related compensation are fully disclosed.

Additional Compensation

As disclosed above.

Supervision

Pamela Sandy, CFP® is an Investment Advisor Representative of CONFIANCE, LLC, a State of Ohio Registered Investment Advisor. Pamela Sandy serves as the firm’s Chief Compliance Officer and oversees all client related activities.

Disclosures

None