

**Adv Part II A
Item 1 Cover Page**



S. D. Clifford Advisors, LLC

4150 Belden Village St. NW, Suite # 601,
Canton, OH 44718

330-493-1814 800-456-1803

www.sharetheharvest.com

January 10, 2016

This brochure provides information about the qualifications and business practices of S. D. Clifford Advisors, LLC (“Advisor”). If you have any questions about the contents of this brochure, please contact us at 330-493-1814 or contact@sharetheharvest.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.

S. D. Clifford Advisors, 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 you may use to determine to hire or retain an Adviser.

Additional information about S. D. Clifford Advisors, LLC also is available on the SEC’s website at www.advisorinfo.sec.gov.

Item 2. Material Changes

On July 28, 2010, the United State Securities and Exchange Commission (SEC) published “Amendments to Form ADV” which amends the disclosure document that we provide to clients as required by SEC Rules.

This item will discuss only specific material changes that we make to the Brochure. We will 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 to deliver 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 material 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. Contact our office at 330-493-1814 or 800-456-1803 or Contact@sharetheharvest.com or view our brochure and other information on our website, www.sharetheharvest.com.

Additional information about Advisor 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 Advisor who are registered, or are required to be registered, as investment adviser representatives of Advisor.

These are the changes since the last update:

The business name of “Clifford & Yoho Advisors, LLC” used in the prior brochure is not active and not being used. It was never a legal entity.

Neither Daniel Yoho or Louana Feather are associated with our firm.

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Item 4. Advisory Business

- A. Description & ownership: S. D. Clifford Advisors, LLC provides investment supervisory services and manages investment advisory accounts on behalf of clients within the greater context of our clients' wealth management needs. S. D. Clifford Advisors, LLC and its affiliated firms have been in business since 1990. Steven D. Clifford is the sole owner.
- B. The advice and management provided includes recommendation of asset allocation among various classes of investment securities and the selection of securities for purchase and sale in client accounts. In addition to accounts invested in individual securities, S. D. Clifford Advisors, LLC also advises clients on the purchase and sale of various registered investment company securities (mutual funds) for added diversification.
- C. Advice, management and services are tailored to individual clients by meeting with clients, helping them to formulate investment goals, and assessing risk tolerance by considering factors such as age, net worth, and understanding of the risks and rewards of various types of investments. Clients may impose restrictions on investing in certain types of securities.
- D. S. D. Clifford Advisors, LLC does not participate in any wrap fee programs.
- E. As of January 10, 2016, Advisor managed approximately \$23,570,300.06 on a discretionary basis. Advisor does not manage any assets on a non discretionary basis.

Item 5. Fees and Compensation

- A. Advisor's fees are based on the market value of assets under management as of the last day of the preceding quarter. Management fees for new accounts and deposits will be prorated for the number of days remaining in the quarter, from the date of our receipt of funds. Fees are charged quarterly at one fourth the annual rate, in advance. The annual fee schedule for accounts invested in individual securities is 2% of the value of assets under management or as allowed by law or regulation.
- B. Fees are billed quarterly and generally deducted from client accounts. Special investment services including financial planning and other projects may be provided for a negotiated and mutually agreed upon fee in addition to the above schedule. Investment services may be terminated at any time by written notice for a prorated refund of any unearned fees for that quarter.
- C. Advisor's fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses charged by third parties which may 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 Advisors' fee. Advisor shall not receive any portion of these commissions, fees, and costs.
- D. Clients are not required to prepay for investment management services more than three months in advance. Either the client or Advisor may terminate the relationship with 30 days written notice. Upon termination of our services any prepaid, or unearned current quarter fees which have been paid will be refunded, based on a prorated computation of the portion of the quarter remaining.
- E. 1. Neither Advisors or any of our supervised persons accepts compensation for the sale of securities or other investment products, including asset-based sales charges or service fees from the sale of mutual funds. To do so would be a conflict of interest as it would give us an incentive to recommend investment products based on the compensation received. We deal with these potential conflicts of interest by avoiding them altogether. We do not invest in "front end load" mutual funds. However some of the funds in which we invest may have redemption fees to inhibit frequent trading. These fees are charged only upon redemption occurring within a stated period after purchase, typically the first ninety days.

2. Clients have the option to purchase investment products that we recommend through other brokers or agents that are not affiliated with us. We are not affiliated with any brokers or agents. All of our clients are discretionary, and all use TD Ameritrade as the custodian.
3. None of Advisor's revenue results from commissions or other compensation for the sale of investment products. Advisor's fees are not affected by any commissions or markups which our clients might pay for investment products. Item 12 further describes the factors that Advisors considers in selecting or recommending broker-dealers for client transactions and determining the reasonableness of their compensation (e.g., commissions).

Item 6. Performance-Based Fees and Side-By-Side Management conflicts

Advisors do 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

The Firm's services are offered to individuals, couples and tax-exempt organizations. The Firm does not require a minimum account size or client net worth for any service at this time.

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

- A. Advisors provides investment advice on equity securities listed on US exchanges, corporate debt securities, commercial paper, certificates of deposit, U. S. Government securities and registered investment company (mutual fund) shares. The main sources of information the Advisor uses to make investment decisions include financial newspapers and magazines, corporate rating services, annual reports and SEC filings, company press releases and online data bases. Analytical techniques employed include fundamental analysis, charting and technical analysis.
- B. Depending upon a client's goals and risk profile, we will recommend and follow one of four types of strategies: 1. Mostly fixed income and liquid reserve securities; 2. Mostly equity investments; 3. Balanced accounts which invest in fixed income, equity, and liquid reserve securities;
 1. For fixed income accounts the risk- return relationship is addressed by comparing yields to maturity to inflation projections and assessing the yield differential for maturity and duration extension, and by comparing quality spreads to historical relationships. Clients are informed of the increased price volatility associated with duration extension. These portfolios will provide steady cash flow but below average gains compared to the broader markets.
 2. For mostly equity accounts, we assess risks and rewards based on these: price earnings ratio, yield, market capitalization, price beta, projected growth rates, price momentum and trend analysis. We seek a diversified portfolio that will match or exceed the broad market. This can be achieved through a portfolio of individual stocks, or the purchase of one or several mutual funds or Exchange Traded Funds.
 3. Balanced portfolios are established by determining a target allocation between equities, fixed income and liquid reserves. The balance is determined by the need for current income, the client's tolerance for risk and need for growth. These portfolios will provide steady cash flow but below average gains.
- C. The Advisor does not invest in one particular type of security but believes that diversification is the most useful way to reduce risk of loss. Securities are usually purchased as long term with a 2-5 year horizon. Mutual funds are selected with longer horizons. They may be held for shorter periods in times of increased market volatility and unexpected events. We aim to make timely and gainful investments, aware of short, medium and long-term trends affecting markets and specific investments based on changing fundamental or technical factors. Investing in securities involves risk of loss with no guarantees. We seek to follow long-term positive trends avoiding fads and fear-based decisions.

Item 9. Disciplinary Information

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

Item 10. Other Financial Industry Activities and Affiliations

- A & B. Neither Advisor nor any supervised person is registered, or has an application pending to register, as a broker-dealer or a registered representative of a broker-dealer, a futures commission merchant, commodity pool operator, a commodity trading advisor, or an associated person of the foregoing entities.
- C. Neither Advisor nor any supervised person has any relationships or arrangements that are material to our advisory business or to our clients with any related person listed below:
1. broker-dealer, municipal securities dealer, or government securities dealer or broker
 2. investment company or other pooled investment vehicle (including a mutual fund, closed-end investment company, unit investment trust, private investment company or "hedge fund," and offshore fund)
 3. other investment adviser or financial planner
 4. futures commission merchant, commodity pool operator, or commodity trading advisor
 5. banking or thrift institution
 6. accountant or accounting firm
 7. lawyer or law firm
 8. insurance company or agency
 9. pension consultant
 10. real estate broker or dealer
 11. sponsor or syndicator of limited partnerships.

Advisor recommends that its clients use TD Ameritrade Institutional as custodian for their securities. Those clients customarily use TD Ameritrade Institutional as a broker. Advisors receives no monetary compensation from TD Ameritrade Institutional, but is allowed to download account activity data and prices and is allowed access to TD Ameritrade Institutional Research and software tools. The benefits of these activities are shared by all clients. See Item 12, Brokerage Practices.

- D. We do not recommend or select other investment advisers for our clients.

Item 11. Code of Ethics

- A. Advisors have adopted the Certified Financial Planner Board of Standards, Inc. Code of Ethics as its own. We will provide a copy of this code to any client or prospective client on request. It is also available on the Certified Financial Planner Board of Standards, Inc. website at <http://www.cfp.net/>
- B. By policy, neither Advisors or a related person recommends to clients, or buys or sells for client accounts, securities in which we or a related person has a material financial interest. This policy avoids possible conflicts of interest. We define "material financial interest" as owning at least 1% of the outstanding shares or units, if a limited partnership.
- C. Advisor's employees may from time to time invest in securities which are held, or are appropriate investments for client accounts. Clients have priority for all research recommendations, and client trades must take precedence over employee trades. In order to eliminate the potential for conflict of interest or front running of client trades, certain rules will be observed. We avoid holding any position greater than 1% of outstanding shares in any security for any employee, owner or client.
- D. Recommending the same securities
On occasion, the Firm, its owner and investment adviser representatives may buy or sell for their own accounts securities that are the same as, similar to, or different from those that they recommend to their Clients for purchase or sale. Differences can arise due to variations in personal goals, investment horizons, risk tolerance, and the timing of purchases and sales according to each person's portfolio policy. The Firm attempts to mitigate the conflict of interest to the best of its ability through the enactment of the Firm's code

of ethics, trading policies, and its fiduciary responsibilities. Nonetheless, the Firm generally attempts to place Client transactions ahead of its own, the owners and investment adviser representative's trades. When using the Firm's block account, the Firm may trade all accounts at the same time. The associates of the Firm are aware of their fiduciary duty to their Clients and the prohibitions against the use of any insider information. Records of all associates' proprietary trading activities will be kept by the Firm, available to regulators to review on the premises on request.

Item 12. Brokerage Practices

According to the terms of the contract between the client and the Firm, the Firm has the authority to determine the securities and amount to be bought and sold, and to select the brokerage firm to be used and negotiate the commission rate paid. All client transactions are currently placed through TD Ameritrade Institutional at a rate which Advisor believes to be competitive. No other compensation for brokerage is received by Advisor any related parties.

TD Ameritrade Institutional executes all Advisors client transactions at a rate which appears to be competitive, and execution is done on a timely basis.

Neither Advisors nor any related person receives cash or other economic benefit from a non-client in connection with giving advice to clients, nor directly or indirectly compensates any person for client referrals.

Advisor generally requires that clients establish brokerage accounts with the TD Ameritrade Institutional Division of TD Ameritrade, Inc., a registered broker-dealer, member SPIC, to maintain custody of clients' assets and to effect trades for their accounts. Advisor is independently owned and operated and not affiliated with TD Ameritrade. TD Ameritrade Institutional provides Advisor with access to its institutional trading and custody services, which are typically not available to TD Ameritrade retail investors. These services, generally, are available to independent investment advisors on an unsolicited basis, at no charge to them so long as a total of at least \$10 million of Advisor's client assets is maintained in accounts at TD Ameritrade Institutional and is not otherwise contingent upon Advisor committing to TD Ameritrade any specific amount of business (assets in custody or trading). TD Ameritrade's services include brokerage, custody, research and access to mutual funds with no loads and no transaction fees, and other investments that are otherwise generally available only to institutional investors or would require a significantly higher minimum initial investment.

For Advisor's client accounts maintained in its custody, TD Ameritrade does not charge separately for custody but is compensated by account holders through commissions or other transaction-related fees for securities trades that are executed through TD Ameritrade or that settle into TD Ameritrade accounts. TD Ameritrade also makes available to Advisor other products and services that benefit Advisor but may not benefit its clients' accounts. Some of these other products and services assist Advisor in managing and administering clients' accounts. These include software and other technology that provide access to client account data (such as trade confirmations and account statements); facilitate trade executions (and allocation of aggregated trade orders for multiple client accounts); provide research pricing information and other market data; and assist with back-office functions, record-keeping and client reporting. Many of these services generally may be used to service all or a substantial number of Advisor's accounts, including accounts not maintained at TD Ameritrade Institutional. TD Ameritrade Institutional also makes available to Advisor other services intended to help Advisor manage and further develop its business enterprise. These services may include consulting, publications and conferences on practice management, information technology, business succession, regulatory compliance and marketing. In addition, TD Ameritrade Institutional may make available, arrange and/or pay for these types of services provided to Advisor by independent third parties. TD Ameritrade Institutional may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the fees of a third party providing these services to Advisor. While as a fiduciary, Advisor endeavors to act in its clients best interests, and Advisor's requirement that clients maintain their assets in accounts as TD Ameritrade Institutional may be based in part on the benefit to Advisor of the availability of some of the foregoing products and services and not solely on the nature, cost or quality of custody and brokerage services provided by TD Ameritrade Institutional, which may create a conflict of interest.

- A. **Policy on Trading Errors:** From time to time S. D. Clifford Advisors, LLC may make an error in submitting a trade order on a clients behalf. When this occurs, S. D. Clifford Advisors, LLC may break or place a correcting trade with the broker-dealer which has custody of your account. If an investment gain results from the correcting trade, the gain will remain in your account unless the same error involved other clients' accounts as part of an unallocated block trade, or it is not permissible or administratively feasible for the gain to be assigned to your account, or we confer with you and you decide to forego the gain (e.g. for tax reasons). If a loss occurs greater than \$100 for an account, S. D. Clifford Advisors, LLC will pay for that loss. Generally, if related trade errors result in both gains and losses in your account, they may be netted. Trading errors due to block trades that result in losses or gains will be retained or assumed by S. D. Clifford Advisors, LLC as may be administratively feasible.

Item 13. Review of accounts

Review of clients' accounts is a continuous process. Our Investment Committee conducts ongoing and systematic reviews of the securities we use to construct our clients' portfolios. See Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss for information on the review process.

Investment counselors use the firm's evaluation of securities and apply their judgment as to the appropriate holdings for each client's portfolio. Portfolio reviews with clients take place in face-to-face meetings or phone calls, scheduled on either a regular basis or as-requested basis, during which the investment counselor assigned to the account may review the client's portfolio, performance, financial circumstances, investment objectives and general market conditions. Our clients' accounts are reconciled to their custodians' records monthly.

Item 14. Client Referrals and other Compensation

- A. No one provides an economic benefit, including any sales awards or other prizes, to Advisor or any related person for providing investment advice or other advisory services to our clients
- B. Neither Advisor or any related person directly or indirectly compensates any person who is not our supervised person for client referrals except as allowed by law.
- C. Our firm, in the future, may compensate related third parties or former employees for client referrals in accordance with Rule 206(4)-3 of the Investment Advisers Act of 1940.

Item 15. Custody

Advisor does not have custody of client funds or securities. The custodian sends monthly account statements directly to our clients, who are told that clients will receive account statements from qualified custodian and that they should carefully review those statements.

Item 16. Investment Discretion

Advisor 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 account.

When selecting securities and determining amounts, Advisor observes the investment policies, limitations and restrictions of the clients for which it advises. Investment guidelines and restrictions must be provided to Advisor in writing.

Item 17. Voting Client Securities policies

As a matter of firm policy and practice, Advisor 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. Advisor may provide advice to clients regarding such proxies.

Item 18. Financial Information

We do not require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance.

Item 19. Requirements for State-Registered Advisors

Investment Personnel

A. Steven D Clifford, born Nov. 13, 1953 has been continuously offering tax, financial planning, ministry and related services full-time since 1990. He founded S. D. Clifford Advisors, LLC to formally utilize his experience in investments. He is the sole executive officer and oversees all functions and activities.

Education:

The Defiance College - B.A. in Christian Ed. - 1976;
Ashland Theological Seminary - M. Div. - 1981;
Kaplan College - Financial Planning Certificate - 2003.

Professional designations, certifications and licenses:

Ordained Minister, United Church of Christ, 1981; 4 yr college degree, M DIV degree and UCC Board Approval
Enrolled Agent, 1995, Department of the Treasury; Self-study program, requiring 72 hours of continuing education each 3 year period.
Registered Investment Advisor, 2000, State of Ohio; Passing the Series 65 test and submitting annual reports.
Certified Financial Planner®, 2004, Certified Financial Planner Board of Standards. See Part II B, Item 2

Professional Associations:

National Association of Tax Professionals (NATP)
National Association of Enrolled Agents (NAEA)
Financial Planning Association (FPA)

B. Other Business interests:

Services offered through Clifford & Associates, LLC., owned by Steven D Clifford, include tax preparation, bookkeeping, payroll, for pastors, churches and individuals in more than 30 states. He also provides teaching, preaching and music ministry to churches in the role of as an ordained clergy on request.

C. No one is compensated with performance based fees or incentives.

D. Additional disclosures

Advisor has no disclosures regarding

1. Awards from being liable in an arbitration claim.
2. Awards from a civil, self-regulatory organization or administrative proceeding
3. Any relationships between Advisor or any supervised staff with an issuer of securities

**Adv Part II B
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Steven D Clifford

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Additional information about Steven D. Clifford is available on the SEC's website at www.advisorinfo.sec.gov.

Item 2- Educational Background and Business Experience

The Defiance College - B.A. in Christian Ed. - 1976
Ashland Theological Seminary - M. Div. - 1981
Kaplan College - Financial Planning Certificate - 2003

Professional Designations: Certified Financial Planner®

Ordained Minister, United Church of Christ, 1981; 4 yr college degree, M DIV degree and UCC Board Approval

Enrolled Agent, 1995, Department of the Treasury; Self-study program, requiring 72 hours of continuing education each 3 years period.

Registered Investment Advisor, 2000, State of Ohio; Passing the Series 65 test and submitting annual reports.

Certified Financial Planner®, 2004, Certified Financial Planner Board of Standards. See Part II B, Item 2

Prerequisites/experience required

2 years of experience in financial planning.

Successful completion of a study program covering 102 topics common to financial planning.

Satisfactory scores on a 10 hour exam covering six major aspects of financial planning.

16 hours of continuing education annually.

Professional Associations:

National Association of Tax Professionals (NATP)

National Association of Enrolled Agents (NAEA)

Item 3- Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of each supervised person providing investment advice. No information is applicable to this Item

Item 4- Other Business Activities

Services offered through Clifford & Associates, LLC., owned by Mr. Clifford, include tax preparation, bookkeeping, payroll, life insurance, health insurance and fixed annuities for pastors, churches and individuals in more than 30 states. He also engages in providing teaching, preaching and music ministry to churches on request.

Item 5- Additional Compensation

Steven Clifford does not receive any compensation or economic benefit from anyone who is not a client of S. D. Clifford Advisors, LLC for providing advisory services.

Item 6 - Supervision

Steven D Clifford, Chief Compliance Officer, 330-493-1814, receives and maintains a file of all personal brokerage accounts of Supervised Personnel to determine that no prohibited transactions occur. The Chief compliance Officer reviews each client account quarterly to determine that the Supervised Person has delivered investment advice in compliance with the guidelines of each client and with the investment policies of S. D. Clifford Advisors, LLC.

Item 7-

Requirements for State-Registered Advisers

A. Steven D Clifford has not been involved in any of the events listed below.,

1. An award or otherwise being found liable in an arbitration claim alleging damages in excess of \$2,500, involving any of the following:

- (a) an investment or an investment-related business or activity
- (b) fraud, false statement(s), or omissions
- (c) theft, embezzlement, or other wrongful taking of property
- (d) bribery, forgery, counterfeiting, or extortion
- (e) dishonest, unfair, or unethical practices

2. An award or otherwise being found liable in a civil, self-regulatory organization, or administrative proceeding involving any of the following:

- (a) an investment or an investment-related business or activity
- (b) fraud, false statement(s), or omissions
- (c) theft, embezzlement, or other wrongful taking of property
- (d) bribery, forgery, counterfeiting, or extortion
- (e) dishonest, unfair, or unethical practices

B. Steven D Clifford has not been the subject of a bankruptcy petition.