

Firm Brochure (Part 2A of Form ADV)

**DOMINION PORTFOLIO MANAGEMENT, INC.
9000 HIGHWAY 2147 WEST, SUITE 201
HORSESHOE BAY, TEXAS 78657**

**210-265-8050
210-764-5353 (FAX)**

This brochure provides information about the qualifications and business practices of Dominion Portfolio Management, Inc. If you have any questions about the contents of this brochure, please contact us at: 210-265-8050, or by email at: shirley.dpm@domiinvestors.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission, or by any state securities authority.

Additional information about Dominion Portfolio Management, Inc. is available on the SEC's website at www.adviserinfo.sec.gov

05-15-2014

Material Changes

Annual Update

The Material Changes section of this brochure will be updated annually when material changes occur since the previous release of the Firm Brochure.

Material Changes since the Last Update

The U.S. Securities and Exchange Commission issued a final rule in July 2010 requiring advisers to provide a Firm Brochure in narrative “plain English” format. The new final rule specifies mandatory sections and organization.

Full Brochure Available

Whenever you would like to receive a complete copy of our Firm Brochure, please contact us by telephone at: 210-265-8050 or by email at: shirley.dpm@domiinvestors.com

Table of Contents

Material Changes.....	i
Annual Update	i
Material Changes since the Last Update	i
Full Brochure Available	i
Advisory Business	1
Firm Description.....	1
Principal Owners.....	1
Types of Advisory Services.....	1
Tailored Relationships.....	2
Asset Management.....	2
Termination of Agreement	3
Fees and Compensation	3
Assets Under Management	4
Fee Billing.....	4
Other Fees.....	4
Expense Ratios.....	5
Past Due Accounts and Termination of Agreement	5
Performance-Based Fees	5
Sharing of Capital Gains	5
Types of Clients.....	5
Description	5
Account Minimums.....	5
Methods of Analysis, Investment Strategies and Risk of Loss.....	6
Methods of Analysis.....	6
Investment Strategies	6
Risk of Loss	6
Disciplinary Information	7
Legal and Disciplinary.....	7
Other Financial Industry Activities and Affiliations	7
Financial Industry Activities.....	7
Affiliations	8
Code of Ethics, Participation or Interest in Client Transactions and Personal Trading.....	8
Code of Ethics.....	8
Participation or Interest in Client Transactions.....	8
Personal Trading.....	8
Brokerage Practices.....	8
Selecting Brokerage Firms.....	8
Best Execution	9
Soft Dollars	9
Order Aggregation	9
Review of Accounts	10
Periodic Reviews	10
Review Triggers.....	10

Regular Reports.....	10
Client Referrals and Other Compensation	10
Incoming Referrals.....	10
Referrals Out	10
Other Compensation.....	11
Custody	11
Account Statements.....	11
Performance Reports.....	11
Net Worth Statements.....	11
Investment Discretion.....	11
Discretionary Authority for Trading.....	11
Limited Power of Attorney.....	11
Voting Client Securities	11
Proxy Votes	11
Financial Information	11
Financial Condition	12
Business Continuity Plan	12
General	12
Disasters.....	12
Alternate Offices	12
Loss of Key Personnel	12
Information Security Program.....	12
Information Security	12
Privacy Notice	13
Brochure Supplement (Part 2B of Form ADV)	1

Advisory Business

Firm Description

Dominion Portfolio Management, Inc. ("hereinafter called DPM") was founded in 1995. DPM engages in fee based portfolio asset management on behalf of its clients.

Principal Owners

DPM is a wholly owned subsidiary of Dominion Financial Services, Inc. ("hereinafter called DFS").

Type of Advisory Services

DPM provides portfolio management services predominately on a discretionary basis, either directly through a DPM Investment Advisor Representative (hereinafter called IAR's") or through DPM sponsored third party money managers.

Third party money managers currently available to its IAR's and customers

Morningstar Investment Services, Inc., a SEC registered firm, located at 22 West Washington Street, Chicago, Illinois 60602

Investment Management Associates, Inc., a state registered firm, located at 7979 East Tufts Avenue, Suite 820, Denver, Colorado 80237

SEI Investments Management Corporation, a SEC registered firm, located at 1 Freedom Valley Drive, Oaks, Pennsylvania

Third party money manager's fees are disclosed in their advisory agreement. Morningstar and Investment Associates, Inc. have clearing and custody arrangements through TD Ameritrade, a member of FINRA, SIPC and NFA. TD Ameritrade provides standard industry services to its brokerage customers. DPM has service agreements with these managers and TD Ameritrade. SEI Private Trust Company, an affiliate of SEI Investments Management Corporation, generally serves as custodian with the exception of the SEI Funds and some of SEI's other Pooled Investment Vehicles. DPM has a service agreement with this manager

DPM managed accounts

DPM recommends clients utilize DPM's related broker/dealer for accounts it manages. Client may request the use of a different broker/dealer to execute transactions and custody client funds. DPM will review such requests individually

and may elect not to accept such account when, at DPM's sole discretion, DPM believes the circumstances do not offer reasonable efficiencies.

Clients who elect DPM to provide full discretionary services will have security transactions placed on their behalf when deemed necessary and prudent or at specific client request.

To determine the individual needs of a client, each non-institutional client will be required to complete a confidential investor profile containing a variety of personal and financial information. Requested information includes investment goals, time horizons and risk tolerance. DPM may require the client to complete additional investor profiles should client experience significant change in their financial condition or familial obligations.

Through an analysis of this data, DPM develops a portfolio for each client. A DPM IAR will consult with the client on the overall investment strategy to be implemented. The client will have the opportunity to place reasonable restrictions on the management of their portfolio, such as limiting individual securities, asset allocation weightings, industries, etc. DPM will then implement, on behalf of each client, the chosen investment strategy through the purchase of a number of stocks, bonds, ETF's or mutual funds (no-load or load waived) that are deemed to be appropriate risk adjusted choices for the client. DPM will then monitor each client's portfolio and when deemed appropriate for the client will make changes in specific security selections. DPM may alter asset allocations as situations warrant based on market conditions or changes in the client's personal or family obligations.

An individual representing DPM is designated as an IAR. This IAR may be designated as a Portfolio Manager (hereinafter called PM) for a client account. An IAR of DPM may also be a securities licensed registered representative (hereinafter called RR) of Dominion.

At the inception of each client relationship, the client will be provided Part 2A and 2B of Form ADV which serves as DPM's required disclosure document for individual portfolio management services.

Tailored Relationships

The goals and objectives for each client are documented in the client account application. Clients may impose restrictions on investing in certain securities or types of securities. Agreements may not be assigned without client consent.

Asset Management

Assets are invested primarily in individual securities, exchanged traded funds (ETF's) or mutual funds (load-waived or no-load). Fund companies charge each

fund shareholder an investment management fee that is disclosed in the fund prospectus.

The brokerage firm charges a fee for stock and bond trades which is disclosed in the contract.

Investments may also include: equities (stocks), warrants, corporate debt securities, commercial paper, certificates of deposit, municipal securities, investment company securities, mutual funds shares, U. S. government securities, options contracts and interests in partnerships.

Termination of Agreement

DPM or the client may terminate an advisory contract with ten (10) days written notice to the other party. In cases where the account is terminated, all pre-paid and unearned advisory fees will be promptly refunded to the client.

Fees and Compensation

Market Value of Account	Annual Rate, Billed Quarterly
Under - 100,000	1.45%
\$ 100,001 - 250,000	1.25%
250,001 - 500,000	1.15%
500,001 - 1,000,000	1.10%
1,000,000 - AND OVER	1.05%

Fees are negotiable. Minimum quarterly fee is \$181.25 (\$725.00 annually)
DPM also provides an institutional level of portfolio management. The minimum account size is \$1,000,000. Fee schedule for institutional portfolio management services:

Account Size	Annual Rate, Billed Quarterly
\$ 1,000,000	1.00%
1,500,000	.90%
2,500,000	.75%
5,000,000	.55%
10,000,000	.35%

NOTE:

- (1) Contrary to what is typical of our industry, DPM fees are blended, not tiered.
- (2) Fees are negotiable for accounts larger than \$10,000,000.

- (3) If client(s) have more than one account under management, the value of all accounts combined will be used to determine the current fee to be paid.
- (4) The minimum fee is \$2,500 quarterly for institutional accounts.
- (5) Contrary to what is typical of our industry, DPM offers, where appropriate, separate individual tax free municipal bond portfolio management. Please inquire about that additional custom service and separate custom client billing. Fees for this service are negotiated and not subject to the fee schedule above.
- (6) Institutional defined: endowments and foundations, ERISA Plans (defined benefit and money purchase), corporate clients and high net worth individual clients that engage DPM's custom services as outlined in our Wealth Management Consultative Process. (Description and flow chart of the process provided separately).

Assets Under Management

DPM had \$35,111,010.00 under management as of 12-31-2013.

Fee Billing

Advisory fees will be billed quarterly in advance of the services provided. Amounts are based on the portfolio value on the last day of the previous quarter. For accounts that are opened or closed during a calendar quarter, the fee payable will be pro-rated for the period. DPM or the client may terminate an advisory contract with ten (10) days written notice to the other party. In cases where the account is terminated, all pre-paid and unearned advisory fees will be promptly refunded to the client.

Typically, DPM will receive its fees on a directly debited basis, that is, the client will authorize DPM to have the advisory fee directly debited from the account through our advisory contract, wherein the client advises their custodian to pay the fee. DPM will send a quarterly invoice to the client that shows the amount of assets that the fee was based on, the percentage fee, the calculation of the fee and amount due. Each client will receive a statement from their custodian showing all debits and credits to the account, including fees payable to DPM. If a client's account does not have sufficient cash or cash equivalents to pay fees due, an appropriate amount of assets will be liquidated to cover the fee.

Other Fees

Fully disclosed in the agreement.

FSC's trustee, Delaware Charter Guarantee and Trust, imposes an annual IRA fee which is currently \$35.00.

DPM, in its sole discretion, may waive its minimum fee and/or charge a lesser investment advisory fee based upon certain criteria (e.g., historical relationship,

type of assets, anticipated future earning capacity, anticipated future additional assets, dollar amounts of assets to be managed, related accounts, account composition, negotiations with clients, etc.).

Expense Ratios

Mutual funds generally charge a management fee for their services as investment managers. The management fee is called an expense ratio. For example, an expense ratio of 0.50 means that the mutual fund company charges 0.5% for their services. These fees are in addition to the fees paid by you to DPM.

Performance figures quoted by mutual fund companies in various publications are after their fees have been deducted.

Past Due Accounts and Termination of Agreement

DPM reserves the right to stop work on any account that is more than 30 days overdue. In addition, DPM reserves the right to terminate any financial planning engagement where a client has willfully concealed or has refused to provide pertinent information about financial situations when necessary and appropriate, in DPM's judgment, to providing proper financial advice. Any unused portion of fees collected in advance will be refunded within 5 days.

Performance-Based Fees

Sharing of Capital Gains

Fees are not based on a share of the capital gains or capital appreciation of managed securities.

DPM does not use a performance-based fee structure because of the potential conflict of interest. Performance-based compensation may create an incentive for the adviser to recommend an investment that may carry a higher degree of risk to the client.

Types of Clients

Description

DPM may provide investment advice to individuals, banks or thrift institutions, investment companies, pension and profit sharing plans, IRA's, trusts, estates, or charitable organizations, corporations or business entities. Client relationships vary in scope and length of service.

Account Minimums

DPM has a \$50,000 minimum account balance. Clients are advised that should their advisory account balance fall below \$50,000, they may no longer be receiving

a good value and may wish to consider transition of the account to a retail brokerage account.

Methods of Analysis, Investment Strategies and Risk of Loss

Methods of Analysis

Security analysis methods may include charting, fundamental analysis, technical analysis, and cyclical analysis.

The main sources of information include financial newspapers and magazines, inspections of corporate activities, research materials prepared by others, corporate rating services, annual reports, prospectuses, filings with the Securities and Exchange Commission, and company press releases and sources generally available on the internet.

DPM retains Contravest, Inc. and Kane Capital Management, LLC to provide security analysis.

Investment Strategies

DPM employs an investment strategy that is best described as contrarian value. This strategy primarily uses common stock, ETF's and closed end taxable funds. The resulting portfolios are not always diversified.

The investment strategy for a specific client is based upon the objectives stated by the client during consultations. The client may change these objectives at any time.

Other strategies may include long-term purchases, short-term purchases and trading, short sales.

When individual IAR's are selected by the client as their portfolio manager, the management styles are usually more client specific and may not necessarily be accurately described as contrarian value.

Risk of Loss

All investment programs have certain risks that are borne by the investor. Our investment approach constantly keeps the risk of loss in mind. Investors face the following investment risks:

- **Interest-rate Risk:** Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.

- **Market Risk:** The price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances. For example, political, economic and social conditions may trigger market events.
- **Inflation Risk:** When any type of inflation is present, a dollar today will not buy as much as a dollar next year, because purchasing power is eroding at the rate of inflation.
- **Currency Risk:** Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.
- **Reinvestment Risk:** This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.
- **Business Risk:** These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk of profitability than an electric company, which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.
- **Liquidity Risk:** Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.
- **Financial Risk:** Excessive borrowing to finance a business' operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

Disciplinary Information

Legal and Disciplinary

The firm and its employees have not been involved in legal or disciplinary events related to past or present investment clients.

Other Financial Industry Activities and Affiliations

Financial Industry Activities

Affiliations

DPM has arrangements that are material to its advisory or its clients with a related entity which is a broker/dealer. Please refer to the section “Brokerage Practices” for complete details.

DPM has affiliations with other investment advisers and planners, accounting firms and an insurance company. Some of DPM's IAR's own accounting firms and a insurance company.

Code of Ethics, Participation or Interest in Client Transactions and Personal

Trading

Code of Ethics

The employees and IAR's of DPM have committed to a Code of Ethics that will be made available upon request for review by clients and prospective clients upon request.

Participation or Interest in Client Transactions

DPM, its employees and IAR's, with knowledge of DPM's trading activity, may buy or sell securities that are also held by clients. Employees and IAR's may not trade their own securities within a time frame ahead of client trades that may effect client transactions. Employees and IAR's comply with the provisions of the DPM Compliance Manual.

Personal Trading

The Chief Compliance Officer of DPM is Shirley Crisler. She also reviews employee and IAR's trades each quarter that has already been reviewed by Rix Smith. The personal trading reviews ensure that the personal trading of employees and IAR's does not affect the markets, and that clients of the firm receive preferential treatment. Since most employee trades are small relative to the volume in the securities being traded, the trades have little or no effect on those securities. DPM does monitor transactions regardless.

Brokerage Practices

Selecting Brokerage Firms

DFS owns DPM's related broker/dealer, Dominion Investor Services, Inc. (“hereinafter called Dominion”).

DPM will generally discourage the use of broker/dealers other than Dominion (where DPM IAR's are also RR's) to execute client trades. Dominion is an

introducing broker/dealer who has established agreements with First Southwest Company ("hereinafter called FSC"), a member of FINRA and SIPC, to provide execution of orders and custody of client's cash and securities.

DPM believes the conflicts of interest in recommending Dominion/FSC as their preferred broker/dealer arrangement is mitigated by improvement in transaction costs to the client, along with transaction speed, reliability, internal audit capability and general efficiency.

Dominion routinely monitors the quality of client trade executions to ensure clients are receiving the best available execution price among the competing stock exchanges and market-makers. Transaction costs paid to FSC and Dominion are fixed flat-rate fees for advisory accounts. A copy of the transactions cost schedule is provided to the client as part of the advisory contract. Profits or losses associated with managed account transaction fees are paid to and borne by Dominion not DPM or its IAR's (this includes their separate capacity as RR's of Dominion).

DPM believes that the transaction, FSC custody and clearing costs available through the Dominion/FSC arrangement have been and remain competitive. FSC is among the few outlets that provide access to several DPM preferred products.

Best Execution

DPM's executed trades are reviewed daily by Dominion for quality of execution. Dominion's review is documented monthly in its Best Execution Log. DPM does not receive any portion of the trading fees.

Soft Dollars

DPM has no "soft dollar" arrangements with FSC or Dominion to provide additional goods or services (such as security research or portfolio software) in exchange for direction of the client's brokerage account. The services used by DPM are available without reservation to all users of the FSC trading platform. As part of its fiduciary obligation to its clients, DPM will monitor transaction related costs to its client's accounts for reasonableness with prevailing market costs.

Order Aggregation

All accounts are individually managed. Order aggregation benefits are minimal in these circumstances. Therefore, DPM rarely aggregates orders.

Review of Accounts

Periodic Reviews

Reviews with clients will be conducted formally at least annually, or as determined by the client, with securities held by clients reviewed on a continual basis. More frequent reviews may be conducted based on economic events, changes in markets or client circumstances. Clients which desire more frequent face-to-face meetings should contact their assigned IAR to arrange a customized meeting schedule.

Face-to-face account reviews are normally performed with the client's IAR. In addition, DPM management reviews the account holdings and activity on a monthly basis to ensure that the account continues to reflect the client's stated account objectives.

Reviews by DPM management are conducted by Rix C. Smith. Additional information about Mr. Smith can be found in Part 2B.

Review Triggers

Other conditions that may trigger a review are changes in the tax laws, new investment information, and changes in a client's personal situation.

Regular Reports

Account reviewers are members of the firm's Investment Committee. They are instructed to consider the client's current security positions and the likelihood that the performance of each security will contribute to the investment objectives of the client.

Clients receive periodic communications on at least an annual basis.

Client Referrals and Other Compensation

Incoming Referrals

DPM has been fortunate to receive many client referrals over the years. The referrals came from current clients, estate planning attorneys, accountants, employees, personal friends of employees and other similar sources. The firm does not compensate referring parties for these referrals.

Referrals Out

DPM does not accept referral fees or any form of remuneration from other professionals when a prospect or client is referred to them.

Other Compensation – None

Custody

Account Statements

All assets are held at FSC which provides account statements directly to clients at their address of record at least quarterly.

Performance Reports

Clients are urged to compare the account statements received directly from their custodians to the performance report statements provided by DPM.

Net Worth Statements – None

Investment Discretion

Discretionary Authority for Trading

For most portfolio management clients, DPM will be provided with full, discretionary authority to pick which securities and the amount of securities for the purchase and sale in the client's account, without obtaining specific client consent. The purchases and sales will be guided by the stated investment objectives of each client. A client may impose reasonable restrictions on the services provided for the account (for example, indication that no tobacco or defense stocks may be purchased). All such restrictions shall be documented to DPM in writing. They may be amended in writing and will be implemented when accepted by DPM. DPM reserves the right to refuse or terminate any client account (pursuant to the contract's termination clause) if the client imposes unreasonable restrictions as determined by DPM.

Limited Power of Attorney

A limited power of attorney is included in the contract for the purpose of account management.

Voting Client Securities

Proxy Votes

Each party to DPM's Investment Advisory Agreement acknowledges that client(s) will make decisions on the voting of proxies unless DPM is authorized to do so. If authorized, DPM will always vote in the best interest of the Client(s). The client(s) have to indicate on the contract if DPM is not authorized to vote proxies.

If subject to ERISA, all decisions are reserved to the trustee or a named fiduciary of Client(s) account.

Financial Information

Financial Condition

DPM does not have any financial impairment that will preclude the firm from meeting contractual commitments to clients.

A balance sheet is not required to be provided because DPM does not serve as a custodian for client funds or securities, and does not require prepayment of fees of more than \$1,200 per client, and six months or more in advance.

Business Continuity Plan

General

DPM has a Business Continuity Plan in place that provides detailed steps to mitigate and recover from the loss of office space, communications, services or key people.

Disasters

The Business Continuity Plan covers natural disasters such as snow storms, hurricanes, tornados, and flooding. The Plan covers man-made disasters such as loss of electrical power, loss of water pressure, fire, bomb threat, nuclear emergency, chemical event, biological event, T-1 communications line outage, Internet outage, railway accident and aircraft accident.

Alternate Offices

Alternate offices are identified to support ongoing operations in the event the main office is unavailable. It is our intention to contact all clients within five days of a disaster that dictates moving our office to an alternate location.

Loss of Key Personnel

DPM office personnel are able to implement strategies in the event of Rix Smith's serious disability or death. DPM is currently considering the expansion of staff to facilitate ongoing operations as needed.

Information Security Program

Information Security

DPM maintains an information security program to reduce the risk that your personal and confidential information may be breached.

Privacy Notice

DPM is committed to maintaining the confidentiality, integrity and security of the personal information that is entrusted to us.

The categories of nonpublic information that we collect from you may include information about your personal finances, information about transactions between you and third parties, and information from consumer reporting agencies, e.g., credit reports. We use this information to help you meet your personal financial goals.

With your written permission, DPM will disclose limited information to attorneys, accountants, and mortgage lenders with whom you have established a relationship. You may opt out from our sharing information with these nonaffiliated third parties by notifying us at any time by mail, fax, email, or in person. We share information about you with Dominion, and FSC in order to execute securities transactions on your behalf.

We maintain a secure office to ensure that your information is not placed at unreasonable risk. We restrict access to your information physically and electronically.

We do not provide your personal information to mailing list vendors or solicitors. We require strict confidentiality in our agreements with unaffiliated third parties that require access to your personal information, including financial service companies, consultants, and auditors. Federal and state securities regulators may review our company records and your personal records as permitted by law.

Personally identifiable information about you will be maintained while you are a client, and for the required period thereafter that records are required to be maintained by federal and state securities laws. After that time, information may be destroyed.

We will notify you in advance if our privacy policy is expected to change. We are required by law to deliver this Privacy Notice to you annually, in writing.

**Firm Brochure Supplement
(Part 2B of Form ADV)**

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9000 HIGHWAY 2147, WEST, SUITE 201
HORSESHOE BAY, TEXAS 78657**

**210-265-8050
210-764-5353 (FAX)**

Email: shirley.dpm@domiinvestors.com

This brochure supplement provides information about the Investment Advisor Representatives that supplements the Dominion Portfolio Management, Inc. brochure. You should have received a copy of that brochure. Please contact Shirley Crisler, Senior Vice President, if you did not receive Dominion Portfolio Management's brochure or if you have any questions about the contents of this supplement.

Additional information about Rix Smith and Mark Archambo is available on the SEC's website at www.adviserinfo.sec.gov.

05-15-2014

**Brochure Supplement
(Part 2B of Form ADV)
Dominion Portfolio Management, Inc.
9000 Highway 2147 West, Suite 201
Horseshoe Bay, Texas 78657
210-265-8050**

Following are the education and business backgrounds of DPM's Management and IAR's:

Rix C. Smith

9000 Highway 2147 West, Suite 201
Horseshoe Bay, Texas 78657
210-265-8050

Date of birth: 01-13-1956

Educational Background:

BS, Our Lady of the Lake University, San Antonio, Texas - 1979

Business Experience:

1991 to 1992 - Dominion Investor Services, Inc.
Executive Vice President, Registered Representative Series 7

1992 to Present - Dominion Investor Services, Inc.
President/Director, Series 24 Principal and Series 7 Registered Representative

1995 to Present - Dominion Financial Services, Inc.
President/Director

1995 to Present - Dominion Portfolio Management, Inc.
President/Director/Management/Investment Advisor Representative

Disciplinary Information: None

Other Business Activities: None

Additional Compensation: None

Supervisor: DPM's Board of Directors

Phone: 210-265-8050

Email: shirley.dpm@domiinvestors.com

Mark W. Archambo

310 South Osage
Bartlesville, Oklahoma 74003
918-336-2222

Date of birth: 01-20-1949

Educational Background:

Accounting, Southern Nazarene University, Bethany, Oklahoma - 1969
Accounting, University of Tulsa, Tulsa, Oklahoma - 1970

Business Experience:

1988 to Present - Archambo & Mueggenborg, PC
President and CPA

1991 to Present - Dominion Investor Services, Inc.
Series 24 Principal and Series 7 Registered Representative

1993 to Present - Dominion Investor Services, Inc.
Director

1994 to Present - Archambo Financial Advisors, Inc.
President

1995 to Present - Dominion Financial Services, Inc.
Director

1995 to Present - Dominion Portfolio Management, Inc.
Director and Investment Advisor Representative

Designations: Certified Public Accountant, Oklahoma Accountancy Board – 1974
Certified Financial Planner, Certified Financial Planners Board of
Standards - 1989

Disciplinary Information: None

Other Business Activities: None

Additional Compensation: None

Supervisor: Rix Smith

Phone: 210-265-8050

Email: shirley.dpm@domiinvestors.com

Kathy L. Colby

15851 South U.S. Highway 27
Building 80, Suite 82
Lansing, Michigan 48906
517-484-4884

Date of birth: May 24, 1962

Educational Background:

Associates Degree in Business Administration - 1991
Associates Degree in Applied Science of Business, Bay De Noc College,
Escanaba, Michigan – 1991
BS, Michigan State University, East Lansing, Michigan - 1993

Business Experience:

1995 to Present - Dominion Investor Services, Inc.
Series 24 Principal and Series 7 Registered Representative

1997 to Present - Financial Independents, Inc.
President/Investment Advisor Representative

2011 to Present - Dominion Portfolio Management, Inc.
Investment Advisor Representative

Disciplinary Information: None

Other Business Activities: Licensed as an insurance agent with various insurance providers. Provides college and retirement planning services. Sells retirement planning software. Works with a network of CPAs to provide federal, state and local tax preparation service.

Additional Compensation: All activities provide compensation and are disclosed in Financial Independents ADV Part 2A and 2B

Supervisor: Rix Smith
Phone: 210-265-8050
Email: shirley.dpm@domiinvestors.com

Frederick M. Hanish

909 Pecan Circle
Marble Falls, Texas 78654
512-541-7811

Date of birth: 06-12-1955

Educational Background:

BA, St. John's University, Collegeville, Minnesota – 1977

Business Experience:

- 1994 to 2007 - Russell Investments U.S. Private Client Group
Managing Director
- 2008 to 2012 - Dominion Investor Services, Inc.
Series 24 Principal and Series 7 Registered Representative
- 2007 to 2013 - Hanish Investment Partners, LLC
Principal
- 2011 to Present - Dominion Portfolio Management, Inc.
Investment Advisor Representative
- 2014 to Present - H.I.P. Wealth Advisors, LLC
President/Director/Management/Investment Advisor
Representative

Disciplinary Information: None

Other Business Activities: None

Additional Compensation: None

Supervisor: Rix Smith

Phone: 210-265-8050

Email: shirley.dpm@domiinvestors.com

Phil Bryant

2802 N. Highland Avenue, Suite B
Jackson, Tennessee 38305
731-664-5300

Date of birth: 11-22-1956

Educational Background:

Jackson State Community College, Jackson, Tennessee
Middle Tennessee State University, Murfreesboro, Tennessee

Business Experience:

1999 to Present - Dominion Investor Services, Inc.
Series 24 Principal and Series 7 Registered Representative

2004 to Present - Caldwell and Bryant Financial Advisors, Inc.
Partner

2011 to Present - Dominion Portfolio Management, Inc.
Investment Advisor Representative

Disciplinary Information: None

Other Business Activities: None

Additional Compensation: None

Supervisor: Rix Smith
Phone: 210-265-8050
Email: shirley.dpm@domiinvestors.com

Robert Caldwell

2802 N. Highland Avenue, Suite B
Jackson, Tennessee 38305
731-664-5300

Date of birth: 08-10-1950

Educational Background:

BS, Economics and Accounting, Lambuth University, Jackson, Tennessee – 1972
BS, Trust and Administration, National Graduate Trust School, Northwestern
University – 1979

Business Experience:

2000 to Present - Dominion Investor Services, Inc.
Series 26 Registered Principal and Series 6 Registered
Representative

2004 to Present - Caldwell and Bryant Financial Advisors, Inc.
Partner

2005 to Present - Dominion Portfolio Management, Inc.
Investment Advisor Representative

Disciplinary Information: None

Other Business Activities: Licensed CPA, is an enrolled agent, and a federal
licensed to represent taxpayers before the Internal
Revenue Service

Additional Compensation: CPA practice

Supervisor: Rix Smith

Phone: 210-265-8050

Email: shirley.dpm@domiinvestors.com

Charles Kleinbrook

2817 S. Milford Road, Suite 101
Highland, Michigan 48357
248-459-8960

Date of birth: 12-03-1960

Educational Background:

BA, Marquette University, Milwaukee, Wisconsin - 1983
Doctor of Laws, Thomas Cooley Law School, Lansing, Michigan - 1987

Business Experience:

1989 to Present - Charles Kleinbrook, PC
President, General Law Practice

1999 to Present - Dominion Investor Services, Inc.
Series 7 Registered Representative

1999 to Present - Kleinbrook Financial
President, Financial Services

2011 to Present - Dominion Portfolio Management, Inc.
Investment Advisor Representative

Disciplinary Information: None

Other Business Activities: None

Additional Compensation: None

Supervisor: Rix Smith

Phone: 210-265-8050

Email: shirley.dpm@domiinvestors.com

Mark Planey

15851 South U.S. Highway 27
Building 80, Suite 82
Lansing, Michigan 48906
517-484-4884

Date of birth: 11-16-1954

Educational Background:

BS, Florida State University, Tallahassee, Florida - 1977

Business Experience:

1996 to 2007 - Comerica Securities
Registered Representative Series 7
Investment Advisor Representative

2007 to Present - Dominion Investor Services, Inc.
Series 7 Registered Representative

2011 to Present - Dominion Portfolio Management, Inc.
Investment Advisor Representative

Disciplinary Information: None

Other Business Activities: None

Additional Compensation: None

Supervisor: Rix Smith

Phone: 210-265-8050

Email: shirley.dpm@domiinvestors.com

Tom Brister

32180 Inverness Drive
Evergreen, Colorado 80439
303-674-6602

Date of birth: 01-06-1940

Educational Background:

BBA, University of Mississippi, Oxford, Mississippi - 1962

Business Experience:

1968 to Present - Thomas S. Brister
Certified Financial Planner

1991 to Present - Dominion Investor Services, Inc.
Series 24 Principal and Series 7 Registered Representative

2006 to Present - Dominion Portfolio Management, Inc.
Investment Advisor Representative

Designations: Institute of Certified Financial Planners

Disciplinary Information: None

Other Business Activities: None

Additional Compensation: None

Supervisor: Rix Smith

Phone: 210-265-8050

Email: shirley.dpm@domiinvestors.com

Alex Brister

32180 Inverness Drive
Evergreen, Colorado 80439
303-674-6602

Date of birth: 03-14-1964

Educational Background:

BA, Colorado State University, Ft. Collins, Colorado - 1987

Business Experience:

1996 to Present - Dominion Investor Services, Inc.
Registered Representative Series 7

2011 to Present - Dominion Portfolio Management, Inc.
Investment Advisor Representative

Disciplinary Information: None

Other Business Activities: None

Additional Compensation: None

Supervisor: Rix Smith

Phone: 210-265-8050

Email: shirley.dpm@domiinvestors.com

Joyce Briskin

919 Arizona Ash
San Antonio, Texas 78232
210-495-3224

Date of birth: 04-17-1945

Educational Background:

B.Ph, Northwestern University, Evanston, Illinois

Business Experience:

1995 to Present - Dominion Investor Services, Inc.
Registered Representative Series 7

2006 to Present - Dominion Portfolio Management, Inc.
Investment Advisor Representative

Disciplinary Information: None

Other Business Activities: None

Additional Compensation: None

Supervisor: Rix Smith

Phone: 210-265-8050

Email: shirley.dpm@domiinvestors.com

Brian Mapes

6936 Angling Road
Portage, MI 49024
269-488-1707

Date of birth: 04-28-1954

Educational Background:

Western Michigan University, Kalamazoo, Michigan

Business Experience:

1998 to present - Self Employed
Health and Life Insurance

2004 to present - Dominion Investor Services, Inc.
Series 6 Registered Representative

2005 to present - Self Employed
Income Tax Preparer

2006 to present - Self Employed
AJ Accounting and Tax Service

2011 to Present - Dominion Portfolio Management, Inc.
Investment Advisor Representative

Disciplinary Information: None

Other Business Activities: None

Additional Compensation: None

Supervisor: Rix Smith

Phone: 210-265-8050

Email: shirley.dpm@domiinvestors.com

Pamela Booton

5955 Lomita Verde Circle
Austin, Texas 78749
512-473-6046

Date of birth: 12-01-1952

Educational Background:

BA in Mathematics, The University of Texas at Austin

Business Experience:

1986 to Present - Self Employed
Insurance and fixed annuities

2005 to Present - Dominion Investor Services, Inc.
Series 7 Registered Representative

2006 to Present - Dominion Portfolio Management, Inc.
Investment Advisor Representative

Disciplinary Information: None

Other Business Activities: None

Additional Compensation: None

Supervisor: Rix Smith

Phone: 210-265-8050

Email: shirley.dpm@domiinvestors.com

Randall W. Smith

9000 Highway 2147 West, Suite 201
Horseshoe Bay, Texas 78657
210-265-8050

Date of birth: 10-16-1957

Educational Background:

BA, North Texas State University, Denton, Texas – 1980
MBA, University of Texas, San Antonio, Texas - 1991

Business Experience:

1985 to Present - Self Employed
Ranching

1997 to Present - Dominion Investor Services, Inc.
Series 24 Principal, Series 7 Registered Representative

2011 to Present - Dominion Portfolio Management, Inc.
Investment Advisor Representative

Disciplinary Information: None

Other Business Activities: None

Additional Compensation: None

Supervisor: Rix Smith

Phone: 210-265-8050

Email: shirley.dpm@domiinvestors.com

Edward George
18207 Settlement Way
San Antonio, Texas 78258
210-493-0200

Date of birth: 12-06-1947

Educational Background:

BA, Waynesburg College, Waynesburg, Pennsylvania - 1971
MBA, University of St. Thomas, Houston, Texas – 1983
CIMA, Wharton School, University of Pennsylvania, Philadelphia, Pennsylvania - 1999

Business Experience:

2004 to Present - Dominion Investor Services, Inc.
Series 7 Registered Representative

2005 to Present - Dominion Portfolio Management, Inc.
Investment Advisor Representative

Disciplinary Information: None

Other Business Activities: None

Additional Compensation: None

Supervisor: Rix Smith

Phone: 210-265-8050

Email: shirley.dpm@domiinvestors.com

Ernest “Ernie” Boyd

615 SW 8th Avenue
Amarillo, Texas 79101
806-374-3662

Date of birth: 05-16-1962

Educational Background:

BBA Finance and Economics, Baylor University, Hankamer School of Business,
Waco, Texas – 1984

Business Experience:

1985 to Present - Boyd Financial Services, Inc.
The Boyd Agency
Group 1 Life and Health and Property and Casualty

1995 to Present - Dominion Investor Services, Inc.
Series 24 Principal, Series 7 Registered Representative

2011 to Present - Dominion Portfolio Management, Inc.
Investment Advisor Representative

Disciplinary Information: None

Other Business Activities: None

Additional Compensation: None

Supervisor: Rix Smith

Phone: 210-265-8050

Email: shirley.dpm@domiinvestors.com

Don Edward “Eddie” Boyd

615 SW 8th Avenue
Amarillo, Texas 79101
806-374-3662

Date of birth: 05-03-1960

Educational Background:

Amarillo College, Baylor University, American College, Life Underwriter Training Council

Business Experience:

1983 to Present - Boyd Financial Services, Inc.
The Boyd Agency, Inc.
Group 1 Life and Health and Property and Casualty

1994 to Present - Dominion Investor Services, Inc.
Series 7 Registered Representative

2011 to Present - Dominion Portfolio Management, Inc.
Investment Advisor Representative

Disciplinary Information: None

Other Business Activities: None

Additional Compensation: None

Supervisor: Rix Smith
Phone: 210-265-8050
Email: shirley.dpm@domiinvestors.com

Herbert “Herb” Troutz

34 Villa Verde
San Antonio, Texas 78230
210-340-1140

Date of birth: 10-02-1939

Educational Background:

St. Mary’s University, San Antonio, Texas
Certified Financial Planner, College of Financial Planning, Denver, Colorado
Chartered Life Underwriter, The American College, Bryn Mawr, Pennsylvania
Business Computing, Durham Business College, San Antonio, Texas

Business Experience:

1962 to 2000 - Prudential Financial, Specialized in Estate and Business Insurance Planning

2000 to 2012 - Financial Advisor Specializing in Retirement, Insurance and Investment Planning through Financial Network Investment, Resource Horizons Group and LPL, LLC

2012 to 2013 - Dominion Investor Services, Inc.
Registered Representative Series 7

2012 to Present - Dominion Portfolio Management, Inc.
Investment Advisor Representative

Disciplinary Information: None

Other Business Activities: None

Additional Compensation: None

Supervisor: Rix Smith
Phone: 210-265-8050
Email: shirley.dpm@domiinvestors.com

Mario Gonzalez

602 East Calton Road, Suite 4
Laredo, Texas 78041

Date of birth: 06-17-1939

Educational Background:

BS, University of Texas at Austin – 1962
Trust Major at Southwestern Graduate School of Banking at Southwestern
Methodist University

Business Experience:

1964 to 1966 - Assistant State Auditor for the State of Texas

1966 to Present - Certified Public Accountant

1966 to 1968 - Staff Accountant at Ernest L. LaChica, CPA

1968 to 1977 - Vice President and Senior Trust Officer at
The Laredo National Bank

1977 to Present - Senior Partner at Gonzalez, Villarreal and Lopez, PLLC

2012 to 2013 - Dominion Investor Services, Inc.
Series 6 Registered Representative

2012 to Present - Dominion Portfolio Management, Inc.
Investment Advisor Representative

Disciplinary Information: None

Other Business Activities: None

Additional Compensation: None

Supervisor: Rix Smith

Phone: 210-265-8050

Email: shirley.dpm@domiinvestors.com

Kimberly A. Melton

2802 N. Highland Avenue, Suite B
Jackson, TN 38305

Date of birth: 07-25-1975

Educational Background:

Bachelor of Arts, Economics – 1997
Murray State University
Murray, Kentucky

Business Experience:

2001 to 2006 - Morgan Keegan and Company

2006 to 2008 - Bear Stearns and Company

2008 to 2010 - Community South Bank

2010 to 2012 - First Bank Investment Partners/Invest Financial

2012 to Present - Dominion Investor Services, Inc.
Series 7 Registered Representative

2012 to Present - Dominion Portfolio Management, Inc.
Investment Advisor Representative

Disciplinary Information: None

Other Business Activities: Licensed as an insurance agents with various
insurance providers for Life, Health and Variable
Contracts

Additional Compensation: None

Supervisor: Rix Smith

Phone: 210-265-8050

Email: shirley.dpm@domiinvestors.com

Thomas Carey Kinder

300 East 4th
Tyler, TX 75701

Date of birth: 07-16-1944

Educational Background:

BBA, University of North Texas, Denton, Texas - 1972
Chartered Financial Consultant, The American College, Bryn Mawr, PA - 2004

Business Experience:

1978 to present - Independent Insurance Agent

2006 to present - Dominion Investor Services, Inc.
Series 6 Registered Representative

2013 to Present - Dominion Portfolio Management, Inc.
Investment Advisor Representative

Disciplinary Information: None

Other Business Activities: None

Additional Compensation: None

Supervisor: Rix C. Smith

Phone: 210-265-8050

Email: shirley.dpm@domiinvestors.com