

**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 Dominion Portfolio Management, Inc. Registration as a Registered Investment Advisor does not imply a certain level of skill or training. 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](mailto: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](http://www.adviserinfo.sec.gov)

**02-10-2015**

## **Material Changes**

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### **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.

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### **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.

In our March 28, 2014 annual update, Dominion Portfolio Management switched from SEC to state registration.

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### **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, 800-929-5667 or by email at: [shirley.dpm@domiinvestors.com](mailto:shirley.dpm@domiinvestors.com)

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## **Advisory Business**

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### **Firm Description**

Dominion Portfolio Management, Inc. ("hereinafter called DPM") is an investment adviser registered with the Texas State Department of Securities with its principal place of business located in Texas. DPM was founded in 1995. DPM engages in fee based portfolio asset management on behalf of its clients.

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### **Principal Owners**

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

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### **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 approved third party money managers.

### **Third party money managers**

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 5690 DTC Boulevard, Suite 140W, Greenwood Village, Colorado 80111

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

Third party money manager's fees are disclosed in their advisory agreement. Morningstar and Investment Management 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 clients. 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.

All accounts are managed on a discretionary basis and will have security transactions placed on their behalf when deemed necessary and prudent or by 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. If so, the PM will be designated in the advisory contract.

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.

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### **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 prior written consent.

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## **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 and options contracts. (See page 6 for specific risk disclosure)

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## **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.

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## **Fees and Compensation**

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

Fees are negotiable. Minimum quarterly fee is \$181.25 (\$725.00 annually)

### **NOTE:**

- (1) DPM fees are blended, not tiered.
- (2) Fees are negotiable for accounts larger than \$1,000,000.
- (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.

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## **Assets Under Management**

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

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## **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. The refund of a fee is determined as follows: the daily rate is calculated by dividing the quarterly fee by the number of days in the quarter. The refund is equal to the daily rate times the number of days remaining in the quarter including the day of notice from 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 reflects the period covered, 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, at least quarterly, 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.

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## **Other Fees**

Fully disclosed in the agreement.

The Trustee, Equity Institutional, of First Southwest Company ("hereinafter called FSC") IRA accounts, imposes an annual 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.).

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## **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.

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### **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**

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#### **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**

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#### **Description**

DPM may provide investment advice to individuals, high net worth individuals, and pension and profit sharing plans. Client relationships vary in scope and length of service.

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#### **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**

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#### **Methods of Analysis**

**All methods of analysis involve risk of loss of principal.** 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.

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## **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 and short sales.

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## **Risk of Loss**

All investment programs have certain risks that are borne by the investor. Investing in securities involves risk of loss. Clients should be prepared to bear. 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 clients 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**

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### **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**

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### **Affiliations**

DPM has arrangements that are material to its advisory business 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 under an agreement. DPM receives compensation from the third party investment advisers but does not otherwise receive any additional fees from the client. DPM has no other business relationship with third party investment advisers. The investment advisers that DPM currently has arrangements with are listed on page 1. DPM does not have a material conflict of interest with these investment advisers.

Some of DPM's IAR's own an accounting firm or an insurance company (see Part 2B for information). DPM does not control the accounting firm or insurance company. One IAR of DPM is a Director which is disclosed in Part 2B.

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

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### Code of Ethics

#### **Personal Securities Transactions and DPM's Code of Ethical Conduct:**

Federal and SRO regulations require that DPM monitor and supervise the personal securities trading of its registered personnel, employees and members of their immediate family for potential violations of insider trading rules, front-running, free-riding and withholding. In addition, DPM now also monitors for evidence of mutual fund arbitrage trading.

To facilitate review and supervision of its associated persons personal and familial securities accounts, DPM most strongly encourages each IAR and employee to maintain all non-employer sponsored securities accounts through Dominion. Individuals that prefer to hold personal or familial accounts at another institution or possess certificates will be held to strict adherence to the rules of ensuring copies of all statements and transactions are promptly forwarded to DPM/Dominion for review and inclusion in the IAR's file. It is the IAR'S responsibility to ensure copies of confirms and statements are delivered to DPM. IAR's holding accounts at other broker-dealers will be charged reasonable fees for supervision of outside accounts

Personnel who fail to ensure or are negligent in providing required documents as specified above will be compelled to hold their accounts at Dominion. The sanction for willful evasion of DPM's supervisory requirements is immediate termination.

DPM has adopted the following Code of Ethics relative to personal securities transactions and our insider trading policy:

DPM is committed to the principals of fair and ethical dealing with the investing public. All DPM IAR's and employees are required to ensure that their personal securities transactions are executed in a manner consistent with our fiduciary responsibility of fairness and full disclosure. As DPM IAR's and employees, we will ensure that securities transactions in our personal and familial accounts will avoid any potential for impropriety by not placing trades:

- based upon our belief that we possess material non-public information.
- in any security(ies) in our own account(s) ahead of those for our clients (front-running.)
- as principal to any transaction in any equity security from our own account.
- which sell securities from our own accounts that we are currently recommending to our clients for purchase.

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## **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 affect client transactions. Employees and IAR's comply with the provisions of the DPM Compliance Manual.

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## **Personal Trading**

The Chief Compliance Officer of DPM is Shirley Crisler. The CCO reviews employee and IAR's trades each quarter that were previously 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.

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## **Brokerage Practices**

### **Selecting Brokerage Firms**

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

Dominion is an introducing broker/dealer who has established agreements with 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.

Refer to the section "Other Fees" regarding IRA annual fee charges.

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## **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.

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## **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.

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## **Order Aggregation**

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

## **Review of Accounts**

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### **Periodic Reviews**

DPM managed accounts are reviewed by Rix C. Smith (additional information about Mr. Smith can be found in Part 2B). Mr. Smith reviews the account holdings no less than on a monthly basis to ensure that the account continues to reflect the client's stated account objectives.

Reviews will be held at least annually between the assigned IAR and the client to discuss an account that is managed by a third party manager. More frequent reviews, as determined by the IAR and client, may be conducted based on economic events, changes in markets or client circumstances.

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### **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.

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### **Performance Reports**

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

## **Client Referrals and Other Compensation**

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### **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.

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### **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. DPM does receive payment from third party money managers (See page 1).

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### **Other Compensation – None**

## **Custody**

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### **Account Statements**

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

## **Investment Discretion**

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### **Discretionary Authority for Trading**

For all 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 (identified in the client contract) 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.

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### **Limited Power of Attorney**

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

## **Voting Client Securities**

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### **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.

DPM reviews the following prior to voting to determine whether we believe they are in our clients' best interest:

1. Director nominee
2. Proposals that affect shareholder rights
3. Share par value adjustments, dilutive issuance, recapitalization plans, share repurchase plans, management incentive plans and any other items that may affect shareholder interest.

DPM votes yes only on items that we believe are positive or neutral relative to the investment in our clients' interests. We vote no when we determine the outcome is likely negative. We may withhold a vote no on an item when uncertain.

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

## **Financial Information**

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### **Financial Condition**

DPM does not have any financial impairment that will preclude the firm from meeting contractual commitments to clients. DPM has never filed for bankruptcy protection.

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 \$500 per client, six months or more in advance.

### **Requirements for State-Registered Advisers**

Rix Smith is the President of DPM. Please see Part 2B of Form ADV for detailed information on Mr. Smith.

Cameron Shropshire is a Vice President of DPM and serves as its Chief Financial Officer. He received a BBA in accounting from the University of Texas at Arlington and is a CPA. He has been involved in financial services since 1991.

Shirley Crisler is a Senior Vice President of DPM and serves as its Chief Compliance Officer. She has been in compliance at financial services firms since 1980.



## **Business Continuity Plan**

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### **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.

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### **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.

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### **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.

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### **Loss of Key Personnel**

DPM office personnel are able to implement strategies in the event of Rix Smith's serious disability or death.

## **Information Security Program**

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### **Information Security**

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

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### **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. DPM shares 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.

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9000 HIGHWAY 2147 WEST, SUITE 201  
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**210-265-8050  
210-764-5353 (FAX)**

**Email: [shirley.dpm@domiinvestors.com](mailto:shirley.dpm@domiinvestors.com)**

The attached brochure supplements provide information about the educational and business backgrounds, business addresses and telephone numbers of the Investment Advisor Representatives of Dominion Portfolio Management, Inc. 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 Dominion Portfolio Management, Inc. and its Investment Advisor Representatives is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

02-10-2015

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**Rix C. Smith, CRD #1061442**

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:**

<u>1991 to 1992</u>	Dominion Investor Services, Inc. Executive Vice President, Registered Representative Series 7
<u>1992 to Present</u>	Dominion Investor Services, Inc. President/Director, Series 24 Principal and Series 7 Registered Representative
<u>1995 to Present</u>	Dominion Financial Services, Inc. (holding company of Dominion Investor Services and Dominion Portfolio Management) President/Director
<u>1995 to Present</u>	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](mailto:shirley.dpm@domiinvestors.com)

Required for State-Registered Advisers

7A1: None

7A2: None

7B: None

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**Mark W. Archambo, CRD #1673061**

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:**

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

1993 to Present      Dominion Investor Services, Inc.  
Director

1995 to Present      Dominion Financial Services, Inc.  
Dominion Portfolio Management, Inc.  
Director

2004 to Present      Archambo Financial Advisors, Inc.  
President and owner

2005 to 2014      Archambo and Mueggenborg, P.C.  
President and CPA

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

2014 to Present      Stotts, Archambo, Mueggenborg and Barclay, P.C.  
Accountant

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

Disciplinary Information: None

Additional Compensation: None

Other Business Activities: None

Supervisor: Rix Smith  
Phone: 210-265-8050  
Email: [shirley.dpm@domiinvestors.com](mailto:shirley.dpm@domiinvestors.com)

Required for State-Registered Advisers

7A1: None; 7A2: None; 7B: None

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**Kathy L. Colby, CRD #1280917**

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

2009 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](mailto:shirley.dpm@domiinvestors.com)

Required for State-Registered Advisers

7A1: None

7A2: None

7B: None

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**Phil Bryant, CRD #1487327**

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: Chairman of the Madison County Tennessee Election Commission. Also writes life insurance, disability, fixed and fixed index annuities. Occasionally serves as a qualified intermediary for attorneys.

Additional Compensation: \$150 per month for Madison County and \$1,000 total fee as an intermediary for attorneys

Supervisor: Rix Smith  
Phone: 210-265-8050  
Email: [shirley.dpm@domiinvestors.com](mailto:shirley.dpm@domiinvestors.com)

Required for State-Registered Advisers

7A1: None

7A2: None

7B: None

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**Robert Caldwell, CRD #2730650**

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:**

1996 to Present     Robert A Caldwell, CPA

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](mailto:shirley.dpm@domiinvestors.com)

Required for State-Registered Advisers

7A1: None

7A2: None

7B: None



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**Charles Kleinbrook, CRD #2691951**

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:**

<u>1990 to Present</u>	Charles Kleinbrook, PC President, General Law Practice
<u>1999 to Present</u>	Dominion Investor Services, Inc. Series 7 Registered Representative
<u>1999 to Present</u>	Kleinbrook Financial President, Financial Services
<u>2011 to Present</u>	Dominion Portfolio Management, Inc. Investment Advisor Representative

Disciplinary Information: None

Other Business Activities: Sells life, health, fixed annuities and index annuities.

Additional Compensation: Commissions from insurance products

Supervisor: Rix Smith

Phone: 210-265-8050

Email: [shirley.dpm@domiinvestors.com](mailto:shirley.dpm@domiinvestors.com)

Required for State-Registered Advisers

7A1: None

7A2: None

7B: None

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**Mark Planey, CRD #1467545**

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:**

<u>1996 to 2007</u>	Comerica Securities Registered Representative Series 7 Investment Advisor Representative
<u>2007 to Present</u>	Dominion Investor Services, Inc. Series 7 Registered Representative
<u>2011 to Present</u>	Dominion Portfolio Management, Inc. Investment Advisor Representative

Disciplinary Information: None

Other Business Activities: Life and fixed annuity products

Additional Compensation: Commissions from insurance products

Supervisor: Rix Smith  
Phone: 210-265-8050  
Email: [shirley.dpm@domiinvestors.com](mailto:shirley.dpm@domiinvestors.com)

Required for State-Registered Advisers

7A1: None

7A2: None

7B: None

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**Tom Brister, CRD #30834**  
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:**

1989 to Present      Financial Advisory by 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: Life, health, disability and index annuities insurance.  
Provide clients with the source to purchase precious metals, coins and gems.

Additional Compensation: Commissions from insurance and precious metals,  
coins and gems.

Supervisor: Rix Smith  
Phone: 210-265-8050  
Email: [shirley.dpm@domiinvestors.com](mailto:shirley.dpm@domiinvestors.com)

Required for State-Registered Advisers

7A1: None

7A2: None

7B: None

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**Alex Brister, CRD #2772222**

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:**

1988 to Present     Financial Advisory by Thomas S. Brister  
Director of Operations

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](mailto:shirley.dpm@domiinvestors.com)

Required for State-Registered Advisers

7A1: None

7A2: None

7B: None

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**Joyce Briskin, CRD #708049**

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](mailto:shirley.dpm@domiinvestors.com)

Required for State-Registered Advisers

7A1: None

7A2: None

7B: None

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**Brian Mapes, CRD #2999763**

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

**Date of birth: 04-28-1954**

**Educational Background:** Western Michigan University, Kalamazoo, Michigan

**Business Experience:**

<u>1998 to Present</u>	Self Employed Health and Life Insurance
<u>2004 to Present</u>	Dominion Investor Services, Inc. Series 6 Registered Representative
<u>2009 to Present</u>	Protax Services Self Employed Income Tax Preparer
<u>2011 to Present</u>	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](mailto:shirley.dpm@domiinvestors.com)

Required for State-Registered Advisers

7A1: None

7A2: None

7B: None

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**Pamela Booton, CRD #871613**

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](mailto:shirley.dpm@domiinvestors.com)

Required for State-Registered Advisers

7A1: None

7A2: None

7B: None

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**Randall W. Smith, CRD #2947453**

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     Circle R Ranch  
Self Employed Ranching

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

2001 to Present     Dominion Insurance Services, Inc.  
Vice President and part owner

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](mailto:shirley.dpm@domiinvestors.com)

Required for State-Registered Advisers

7A1: None

7A2: None

7B: None



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**Ernest “Ernie” Boyd, CRD #2274165**

615 SW 8<sup>th</sup> 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:**

<u>1985 to Present</u>	Boyd Financial Services, Inc. The Boyd Agency Group 1 Life and Health and Property and Casualty
<u>1995 to Present</u>	Dominion Investor Services, Inc. Series 24 Principal, Series 7 Registered Representative
<u>2011 to Present</u>	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](mailto:shirley.dpm@domiinvestors.com)

Required for State-Registered Advisers

7A1: None

7A2: None

7B: None

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**Don Edward “Eddie” Boyd, CRD #1321182**

615 SW 8<sup>th</sup> 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](mailto:shirley.dpm@domiinvestors.com)

Required for State-Registered Advisers

7A1: None

7A2: None

7B: None

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**Kimberly A. Melton, CRD #4394894**

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:**

<u>2001 to 2006</u>	Morgan Keegan and Company
<u>2006 to 2007</u>	Bear Stearns and Company
<u>2008 to 2010</u>	Community South Bank
<u>2010 to 2012</u>	First Bank Investment Partners/Invest Financial
<u>2012 to Present</u>	Dominion Investor Services, Inc. Series 7 Registered Representative
<u>2012 to Present</u>	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: Commissions from insurance products

Supervisor: Rix Smith  
Phone: 210-265-8050  
Email: [shirley.dpm@domiinvestors.com](mailto:shirley.dpm@domiinvestors.com)

Required for State-Registered Advisers

7A1: None

7A2: None

7B: None

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**Thomas Carey Kinder, CRD #2339392**

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:**

<u>1978 to Present</u>	Kinder Financial Services Independent Insurance Agent
<u>2006 to Present</u>	Dominion Investor Services, Inc. Series 6 Registered Representative
<u>2013 to Present</u>	Dominion Portfolio Management, Inc. Investment Advisor Representative

**Designations:** Chartered Financial Consultant (ChFC)

Disciplinary Information: None

Other Business Activities: None

Additional Compensation: None

Supervisor: Rix C. Smith

Phone: 210-265-8050

Email: [shirley.dpm@domiinvestors.com](mailto:shirley.dpm@domiinvestors.com)

Required for State-Registered Advisers

7A1: None

7A2: None

7B: None