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**February 21, 2018**

#### **FORM ADV PART 2A BROCHURE**

**This brochure provides information about the qualifications and business practices of Kinsight, LLC. If you have any questions about the contents of this brochure, please contact us at 205-871-3334. 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 Kinsight, LLC is also available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). The searchable IARD/CRD number for Kinsight, LLC is 116047.**

**Kinsight, LLC is a Registered Investment Adviser. Registration with the United States Securities and Exchange Commission or any state securities authority does not imply a certain level of skill or training.**

#### **Material Changes**

**Since this brochure's last update on April 19, 2017, all client assets except for Haines All-Seasons Select Fund have been assigned to its affiliate, Warren Averett Asset Management, LLC. Also, the Kinsight website ([www.kinsight.com](http://www.kinsight.com)) is no longer active.**

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#### ***Item 4: Advisory Business***

Kinsight, LLC's registration was granted by the U.S. Securities and Exchange Commission on November 9, 2001. Charles Davis Haines, Jr. (CRD Number 1205641) is Chief Executive Officer, President and Member of the firm and is the owner of Charles D. Haines, Inc. (EIN Number 63-1034485), which is the majority owner of Kinsight. Mr. Haines also directly owns a minority interest in the equity of the firm. The other direct owners of Kinsight are Rex J. Lysinger and Thurber Investment Company, Ltd. The firm is not publicly owned or traded. Joshua Wyatt Lancaster (CRD Number 2424549) is Chief Compliance Officer of the firm. Kinsight is general partner in and discretionary investment advisor to Haines All-Seasons Select Fund (HASS), the firm's only client. As of December 31, 2017, HASS was valued at \$7,110,125.

#### **Kinsight Client Profile**

We do not accept new client assets.

#### ***Item 5: Fees and Compensation***

We collect no advisory fees, although Haines All-Seasons Select Fund (HASS) investors are responsible for any fees charged by the underlying holdings and custodian. Haines All-Seasons Select is a private equity investment fund whose investors are “Accredited Investors.” The SEC’s Dodd-Frank Act defines these investors as a natural person whose individual net worth, or joint net worth with his or her spouse, meets or exceeds \$1,000,000 (excluding the value of that person’s home). In certain circumstances, the minimum net worth requirement may be \$1,500,000 or higher.

***Item 6: Performance-Based Fees and Side-By-Side Management***

None. Kinsight complies with Section 205 of the Investment Advisers Act of 1940, and does not base its fee on “the basis of a share of capital gains upon or capital appreciation of the funds or any portion of the funds of the client.”

### ***Item 7: Types of Clients***

Haines All-Seasons Select Fund (HASS) is the only client of Kinsight. HASS is comprised of private-equity investments in the healthcare industry.

***Item 8: Methods of Analysis, Investment Strategies and Risk of Loss***

Haines All-Seasons Select Fund is comprised of private-equity investments in the healthcare industry. Please do not hesitate to contact us to discuss these risks and others in more detail.

***Investing in securities involves risk of loss that you should be prepared to bear.***

***Item 9: Disciplinary Information***

None.



***Item 10: Other Financial Industry Activities and Affiliations***

Charlie Haines is the majority owner and manager of Kinsight and is a Founder of National Advisors Trust Company, FSB. He also has a 1.25% minority ownership interest in National Advisors Holdings, Inc., the holding company for National Advisors Trust Company (NATC). NATC is the custodian for Haines All-Seasons Select Fund.

Kinsight is affiliated with Warren Averett Asset Management, LLC (WAAM), an SEC registered investment advisor. Charlie Haines is an employee of WAAM and may refer certain clients to WAAM for advisory services. Kinsight will not receive any referral fee from WAAM for any such recommendations. WAAM does not refer clients to Kinsight. Kinsight maintains common personnel and offices with WAAM.

## ***Item 11: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading***

### ***Kinsight's Code of Ethics:***

Kinsight has established a *Code of Ethics* that is based upon the principle that all of its "Access Persons" (which include all firm employees and officers) have a fiduciary duty to place the interest of advisory clients ahead of their own and to avoid activities, interests and relationships that might interfere with making decisions in the best interests of the firm's advisory clients. All Access Persons must sign an *Annual Certification of Compliance with Kinsight's Code of Ethics*, copies of which are kept in the firm's Compliance files.

**A copy of the firm's Code of Ethics is available upon request to any client or prospective client.**

A descriptive summary of the firm's Code of Ethics is as follows:

1. As fiduciaries, all Access Persons must at all times:
  - a. Place the interests of Advisory Clients first.
  - b. Avoid taking inappropriate advantage of their position.
  - c. Conduct all personal securities transactions in full compliance with this Code including both pre-clearance and reporting requirements.
2. Other duties of Access Persons include:
  - a. **Confidentiality** of advisory client information.
  - b. **Gifts.** The following provisions on gifts apply to Access Persons:
    - 1) **Accepting Gifts.** Acceptance of extraordinary or extravagant gifts is prohibited. Any such gifts must be declined and returned in order to protect the reputation and integrity of the firm. Gifts of nominal value, (i.e. a gift whose reasonable value, alone, or in the aggregate, is not more than \$100 in any twelve month period), customary business meals, entertainment (e.g. sporting events), and promotional items (i.e. pens, mugs, T-shirts) may be accepted.
    - 2) **Solicitation of Gifts.** Access Persons are prohibited from soliciting gifts of any size under any circumstances.
    - 3) **Giving Gifts.** Access Persons may not give any gift with a value in excess of \$100 (per year) to an advisory client or persons who do business with, regulate, advise, or otherwise render professional services to the firm. Also, all such gifts must be for the same amount. In no instance should an economic benefit be given for client referrals.
  - c. **Firm Opportunities.** Access Persons may not take personal advantage of any opportunity properly belonging to any advisory client or the firm.
  - d. **Undue Influence.** Access Persons shall not cause or attempt to cause any advisory client to purchase, sell or hold any security in a manner calculated to create any personal benefit to such Access Person. If an Access Person stands to materially benefit from an investment decision for an advisory client that the Access Person is recommending or participating in, the Access Person must disclose to those persons with authority to make investment decisions for the Advisory client the full nature of the beneficial interest that the Access Person has in that security, any derivative security of that security or the security issuer, where the decision could create a material benefit to the Access Person. The person to whom the Access Person reports the interest, in consultation with the firm's Chief Compliance Officer, must determine whether or not the Access Person will be restricted in making investment decisions in respect of the subject security.
  - e. **Reporting, Review and Recordkeeping.** All violations of the Code must be reported promptly to

the firm's Chief Compliance Officer, who is also responsible for making sure the firm adheres to the SEC's regulations concerning disclosure of the Code and the implementation and recordkeeping of all reviews and tests of the Code. In addition, all Access Persons must submit to the firm's Chief Compliance Officer an annual Holdings Report and quarterly Transaction Reports for each investment account owned by them, their spouse, minor children, other adults living in their household, and trusts for which they are a trustee or have a beneficial interest.

**Sanctions:** In the event that the Chief Compliance Officer determines that an Access Person has committed a violation of the Code, the firm may impose sanctions and take other actions as it deems appropriate, including a letter of caution or warning, suspension of personal trading privileges, suspension or termination of employment, fines, civil referral to the U.S. Securities and Exchange Commission, and in certain cases, criminal referral. The firm also may require the offending Access Person to reverse the trade(s) in question, forfeit any profit or absorb any loss derived therein and such forfeiture shall be disposed of in a manner which shall be determined by the firm in its sole discretion. Failure to abide by directions to reverse a trade or forfeit profits in a timely manner may result in the imposition of additional sanctions.

Kinsight also complies with The Insider Trading and Securities Fraud Enforcement Act of 1988. Specifically, it is the policy of Kinsight to forbid any officer, director or employee from trading, either personally or on behalf of others, (such as, mutual funds and private accounts managed by Kinsight) on material nonpublic information or communicating material nonpublic information to others in violation of the law. This conduct is frequently referred to as "insider trading." Kinsight's policy is a supplement to the firm's Code of Ethics and applies to every Access Person and extends to activities within and outside their duties at Kinsight.

Kinsight has adopted procedures for its Access Persons in avoiding insider trading, and to aid Kinsight in preventing, detecting and imposing sanctions against insider trading. These procedures include how to identify and restrict access to material non-public information and establish a firm-wide *Restricted List of Publicly-Traded Company Stocks* for which we have company executives or key personnel as clients (Kinsight representatives are prohibited from making trade recommendations on these stocks except in certain situations, and all Access Persons must get pre-clearance from the firm's Chief Compliance Officer before making a trade in their personal accounts in a stock on the restricted list). Every Access Person of Kinsight must follow these procedures or risk serious sanctions, including dismissal, substantial personal liability and criminal penalties.

### ***Item 12: Brokerage Practices***

Kinsight uses National Advisors Trust Company, FSB (NATC) to maintain custody of the Haines All-Seasons Select Fund (HASS).

NATC's services are geared for institutional relationships and are only available to its shareholder firms. (As disclosed at Item 10 on this brochure, Charlie Haines has a minority ownership interest in National Advisors Holdings, Inc., the holding company for NATC.)

NATC makes available to Kinsight products and services that assist Kinsight in managing and administering HASS. These include software and other technology that provide access to client account data and assist with back-office support, recordkeeping and client reporting. While as a fiduciary Kinsight endeavors to act in its clients' best interests, please note that our requirement that HASS maintain its assets at NATC may be based in part on the benefit to Kinsight of the availability of some of the foregoing products and services and not solely on the nature, cost or quality of custody and brokerage services provided by NATC, which may create a potential conflict of interest. The availability to Kinsight of the foregoing products and services is not contingent upon Kinsight committing to NATC any specific amount of business (assets in custody or trading).

***Item 13: Review of Accounts***

Investors in Haines All-Seasons Select Fund receive monthly statements from NATC. Kinsight monitors the underlying investments on an ongoing basis and is actively looking for opportunities to liquidate the Fund.

***Item 14: Client Referrals and Other Compensation***

Periodically, Kinsight will receive honoraria as compensation for speeches delivered by Charles Davis Haines, Jr. or other firm employees.

Employees of Kinsight may also attend conferences sponsored by hedge fund or mutual fund companies in which the sponsoring company may cover expenses for transportation, lodging, and meals. Kinsight employees will only use such trips to conduct due diligence or to listen to speakers and other industry leaders discuss current trends in the securities industry.

***Item 15: Custody***

The firm does have custody due to the activities described above at item 10.

***Item 16: Investment Discretion***

Kinsight makes discretionary investment decisions in the Haines All-Seasons Select Fund.



### *Item 17: Voting Client Securities*

#### **Voting of Proxies:**

As part of our management of client assets on a discretionary basis, Kinsight will vote proxy statements on behalf of our clients. **A copy of the firm's Proxy Voting Policies and Procedures is available upon request to any client or prospective client.** Clients will also annually receive a copy of the firm's Proxy Voting Policies and Procedures. Additionally, please note that in any account in which a client should request an exception from our proxy voting guidelines, we will not vote proxy statements in that account and the client will assume that responsibility in that limited circumstance.

***Item 18: Financial Information***

No financial reporting is required as the firm does not receive fees more than six months in advance.

***Item 19: Requirements for State-Registered Advisers***

Not applicable.

*Additional Information*

None.