

# iOmniVest LLC

## Firm Brochure - Form ADV Part 2A

*This brochure provides information about the qualifications and business practices of iOmniVest LLC. If you have any questions about the contents of this brochure, please contact us at (512) 345-2545 or by email at: [info@iOmniVest.com](mailto:info@iOmniVest.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 iOmniVest LLC is also available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). iOmniVest LLC's CRD number is: 290196.*

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*Registration does not imply a certain level of skill or training.*

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## **Item 2: Material Changes**

Since the date of our initial application filing on September 28, 2017, we have had the following material changes:

1. Item 4 has been amended to indicate that the Adviser does not allow restrictions on the management of client accounts, and;
2. Item 12 has been amended to indicated we do not allow for directed brokerage.

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## Item 4: Advisory Business

### A. Description of the Advisory Firm

iOmniVest LLC (hereinafter "iOmniVest") is a Limited Liability Company organized in the State of Texas. The firm was formed in August 2017, and the principal owner IS OmniVest Institutional LLC.

### B. Types of Advisory Services

#### **Digital Advisory Services**

iOmniVest provides technically driven solutions for managing client assets through an online interface. The technology offers the client a selection of automated investment algorithms. These algorithms employ the use of technical and quantitative analysis techniques. This entails the use of algorithm-based trading rather than in-person investment advice. These automated investment solutions are selected and allocated by each client based on their investment objectives.

#### **Services Limited to Specific Types of Investments**

iOmniVest generally limits its investment advice to Equities ETFs and Options. iOmniVest may use other securities as well to help diversify a portfolio when applicable.

### C. Client Tailored Services and Client Imposed Restrictions

iOmniVest provides online digital advisory services. This automated approach allows clients to select specific strategies each designed to achieve specific exposure based on the characteristics of the strategy. These strategies are designed to be utilized within iOmniVest across multiple clients.

The Adviser does not allow clients to impose restrictions on the management of the account.

### D. Wrap Fee Programs

A wrap fee program is an investment program where the investor pays one stated fee that includes management fees, transaction costs, fund expenses, and other administrative fees. iOmniVest does not participate in any wrap fee programs.

### E. Assets Under Management

iOmniVest has the following assets under management:

Discretionary Amounts:	Non-discretionary Amounts:	Date Calculated:
\$0	\$0	December 2017

## Item 5: Fees and Compensation

### A. Fee Schedule

#### **Digital Advisory Service Fees**

iOmniVest provides digital advisory services via an online interface.

Total Assets Under Management	Annual Fees
\$25,000 up to \$999,999	2.00%
\$1,000,000 and up	2.00% AUM and 20% on gains

iOmniVest uses an average of the daily balance in the client's account throughout the billing period, after taking into account deposits and withdrawals, for purposes of determining the market value of the assets upon which the advisory fee is based.

iOmniVest may discount or waive investment advisory fees for certain clients at its sole discretion.

iOmniVest in its sole discretion offers fees to some accounts that differ from the standard fee schedule.

Clients may terminate the agreement without penalty, for full refund of iOmniVest's fees, within five business days of signing the Investment Advisory Contract. Thereafter, clients may terminate the Investment Advisory Contract with thirty days' written notice.

### ***Performance-Based Fees for Digital Advisory Services***

Qualified clients as defined by the Investment Advisers Act of 1940 Section 205(a)(1) Rule 205-3, with assets under management of 1 million dollars or more will pay an annual fee of 2.00% of assets under management along with a 20.00% performance fee based on capital appreciation. If the client's portfolio rises in value, the client will pay 20.00% on that increase in value, but if the portfolio drops in value, the client will not incur a new performance fee until the portfolio reaches the last highest value, adjusted for withdrawals and deposits, which is generally known as a "high water mark."

The high water mark will be the highest value of the client's account on the last day of any previous quarter, after accounting for the client's deposits or withdrawals for each billing period.

The final fee schedule is attached as Exhibit II of the Investment Advisory Contract. This service may be canceled with 10 days' notice. Clients must pay the prorated performance-based fees for the billing period in which they terminate the Investment Advisory Contract up to and including the day of termination.

## **B. Payment of Fees**

### ***Payment of Digital Advisory Service Fees***

Digital Advisory Service fees are withdrawn directly from the client's accounts with client's written authorization. Fees are paid monthly.

### ***Payment of Performance-Based Digital Advisory Service Fees***

Performance-based digital advisory fees are withdrawn directly from the client's accounts with client's written authorization on a monthly basis. Fees are paid in arrears.

## **C. Client Responsibility For Third Party Fees**

Clients are responsible for the payment of all third party fees (i.e. custodian fees, brokerage fees, mutual fund fees, transaction fees, etc.). Those fees are separate and distinct from the fees and expenses charged by IOM. Please see Item 12 of this brochure regarding broker-dealer/custodian.

## **D. Prepayment of Fees**

iOmniVest collects its fees in arrears. It does not collect fees in advance.

## **E. Outside Compensation For the Sale of Securities to Clients**

Neither iOmniVest nor its supervised persons accept any compensation for the sale of investment products, including asset-based sales charges or service fees from the sale of mutual funds.

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

iOmniVest manages accounts that are billed on performance-based fees (a share of capital gains on or capital appreciation of the assets of a client) and may as well manage accounts that are not billed on performance-based fees. Managing both kinds of accounts at the same time presents a conflict of interest because and/or its supervised persons have an incentive to favor accounts for which iOmniVest receives a performance-based fee. iOmniVest addresses the conflicts by ensuring that clients are not systematically advantaged or disadvantaged due to the presence or absence of performance-based fees. iOmniVest seeks best execution and upholds its fiduciary duty for all clients. Clients paying a performance-based fee should be aware that investment advisers have an incentive to invest in riskier investments when paid a performance-based fee due to the higher risk/higher reward attributes.

## Item 7: Types of Clients

iOmniVest generally provides advisory services to the following types of clients:

- ❖ Individuals
- ❖ High-Net-Worth Individuals
- ❖ Corporations or Business Entities

There is an account minimum of \$25,000 which may be waived by iOmniVest in its discretion.

## Item 8: Methods of Analysis, Investment Strategies, & Risk of Loss

### A. Methods of Analysis and Investment Strategies

#### *Methods of Analysis*

iOmniVest uses a combination of technical analysis techniques and proprietary technology. iOmniVest uses multiple strategies and security groupings in an attempt to deliver consistent returns to clients while looking to mitigate losses. iOmniVest employs the following techniques in order to determine account holdings.

**iOmniVest Architecture:** iOmniVest is built on 4 conceptual layers – Systems, Strategies, Portfolios, and Super Strategies.

- **Systems:** iOmniVest uses Trading Systems that are 100% based on technical analysis concepts. Each system has a set of conditions that must be met in order to enter a position, and a set of conditions that must be met to exit a position. Holding times for a system ranges from one market day to months, with the typical holding time at about 3-4 days. The client can also add broker stops, which override the System exits.
- **Strategies:** Every position created in iOmniVest is generated from a pairing of a Trading System and one or more securities (stocks and/or ETFs), which is referred to as a Strategy. A Strategy can be composed of one System paired with one security, or it could be one System paired with a list of securities.

Strategies are evaluated at the end of each US market session to determine whether entry or exit conditions have been met. If an entry or exit is generated, the Strategy will execute the order at the determined time. Currently, all orders are executed as Market on Open orders. Additional order types, including Stop Market and Stop Limit will be added in the near future.

- **Portfolios:** iOmniVest combines Strategies into Portfolios of Strategies to achieve better results. Multiple Strategies allow for increased allocation in an account while at the same time increasing diversification, which typically results in higher profits without dramatically increasing risk.
- **Super Strategies:** iOmniVest combines Portfolios of Strategies to create a Super Strategy. A client is able to allocate a percentage of his/her account to one or more Super Strategies. Such selections are based on historical simulation results as well as current performance.

Current performance is the observed (theoretical) trading performance of the Super Strategy since it was made available to clients (the "inception" date.) To assist the user in selecting Super Strategies, iOmniVest reports separate statistics for the periods both before and after inception. Super Strategies with longer periods after inception are generally preferable to those with shorter periods.

**iOmniVest Tools:** Certain tools may be used in the construction of a Strategy or Portfolio. Tools used, and their purpose, are disclosed to the client at the Super Strategy level.

- **Dynamic Lists:** iOmniVest Strategies may employ a technique called Dynamic Lists, in which a new list is generated for a System every day by scanning the market for those securities with specific characteristics (e.g., trading near lows, low volatility, below moving average, etc)
- **Trade Filtering:** iOmniVest Strategies may employ a filtering process based on the characteristics of a specific symbol or a Strategy's simulated equity curve.

**MARKET CONDITION FILTERING:** Depending on the design of the Strategy, a Strategy may stop taking new trades based on the behavior of a broad market surrogate, such as the S&P 500 Index or the analysis of a symbol representing a Sector (such as OIH for the oil industry).

**EQUITY CURVE FILTERING:** iOmniVest is also able to filter new trades from being generated based on the simulated performance ("equity curve") of the Strategy. For example, a Strategy may apply a 100 period simple moving average to the simulated equity curve. In this example, if the equity curve drops below the moving average, the Strategy stops taking new trades.

- **Strategy Balancing:** iOmniVest Portfolios may employ a technique called Strategy Balancing, in which Strategies are dynamically activated or de-activated based on their recent (simulated) performance.

**Portfolio Balancing:** iOmniVest Super Strategies may employ a technique called Portfolio Balancing, in which Portfolios are dynamically activated or de-activated based on their recent (simulated) performance.

## **B. Material Risks Involved**

### ***Methods of Analysis***

Investing in securities involves inherent risk of loss. Clients should be aware of this risk and prepared for potential loss.

- **Market Risk**

Securities that are owned in an account will fluctuate in price depending on various factors. While iOmniVest is dedicated to providing the best investment solution for our clients, there will be times when market factors will result in a loss in clients' accounts.

- **Allocation Risk**

iOmniVest employs a selection process which includes the filtering of securities based on market characteristics. Depending on the recent performance of the securities in iOmniVest, there may be times when a client's account may not be fully invested. This protection measure would not create a larger loss, but it could result in reduced gains.

- **Stock Risk**

The stocks that are selected in iOmniVest may not perform as expected. There are various factors that could negatively affect a stock's performance, including poor earnings reports, management turnover, legal actions against the company, and a significant loss of customers.



- **Industry Group Risk**

Stocks and ETF's are classified into industry groups, which represent securities that are in a similar business. iOmniVest attempts to diversify between securities as much as possible, but there may be times when an account's holdings are over weighted in a particular industry group. This may result in a larger than expected loss if that particular industry group becomes weak due to various market factors. **Charting analysis** strategy involves using and comparing various charts to predict long and short term performance or market trends. The risk involved in using this method is that only past performance data is considered without using other methods to crosscheck data. Using charting analysis without other methods of analysis would be making the assumption that past performance will be indicative of future performance. This may not be the case.

**Cyclical analysis** assumes that the markets react in cyclical patterns which, once identified, can be leveraged to provide performance. The risks with this strategy are two-fold: 1) the markets do not always repeat cyclical patterns; and 2) if too many investors begin to implement this strategy, then it changes the very cycles these investors are trying to exploit.

**Quantitative analysis** Investment strategies using quantitative models may perform differently than expected as a result of, among other things, the factors used in the models, the weight placed on each factor, changes from the factors' historical trends, and technical issues in the construction and implementation of the models.

**Technical analysis** attempts to predict a future stock price or direction based on market trends. The assumption is that the market follows discernible patterns and if these patterns can be identified then a prediction can be made. The risk is that markets do not always follow patterns and relying solely on this method may not take into account new patterns that emerge over time.

#### ***Investment Strategies***

iOmniVest's use of short sales, margin transactions and options trading generally holds greater risk, and clients should be aware that there is a material risk of loss using any of those strategies.

**Margin transactions** use leverage that is borrowed from a brokerage firm as collateral. When losses occur, the value of the margin account may fall below the brokerage firm's threshold thereby triggering a margin call. This may force the account holder to either allocate more funds to the account or sell assets on a shorter time frame than desired.

**Options transactions** involve a contract to purchase a security at a given price, not necessarily at market value, depending on the market. This strategy includes the risk that an option may expire out of the money resulting in minimal or no value, as well as the possibility of leveraged loss of trading capital due to the leveraged nature of stock options.

**Short sales** entail the possibility of infinite loss. An increase in the applicable securities' prices will result in a loss and, over time, the market has historically trended upward.

**Short term trading** risks include liquidity, economic stability, and inflation, in addition to the long term trading risks listed above. Frequent trading can affect investment performance, particularly through increased brokerage and other transaction costs and taxes.

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

#### **C. Risks of Specific Securities Utilized**

iOmniVest's use of short sales, margin transactions and options trading generally holds greater risk of capital loss. Clients should be aware that there is a material risk of loss using any investment strategy. The investment types listed below are not guaranteed or insured by the FDIC or any other government agency.

**Equity** investment generally refers to buying shares of stocks in return for receiving a future payment of dividends and/or capital gains if the value of the stock increases. The value of equity securities may fluctuate in response to specific situations for each company, industry conditions and the general economic environments.

**Exchange Traded Funds (ETFs):** ETF's are traded on stock exchanges, similar to stocks.

Exchange Traded Funds (ETFs) are similar to mutual funds in that they are a security with multiple constituents. ETFs can contain stocks, bonds, mutual funds, other securities or any combination of these securities. ETF's are traded on stock exchanges, similar to stocks. Investing in ETFs carries the risk of capital loss (sometimes up to a 100% loss in the case of a stock holding bankruptcy). Areas of concern include the lack of transparency in products and increasing complexity, conflicts of interest and the possibility of inadequate regulatory compliance. Most ETF's contain stocks that are organized by industry group. ETF's are generally considered to provide diversification, yet the fact that some ETF's contain securities that are in the same industry group means that risk in those ETF's can be greater than others for reasons stated in Item 8, Section B.

- **Small and Medium Capitalization Stocks**

iOmniVest may take positions in small or midsize company stocks. These securities may provide an opportunity for larger gains compared to stocks for larger companies, but they can also be subject to higher volatility or larger losses. These stocks may also not be as liquid as larger company stocks. Due to this factor, an iOmniVest account may not be able to purchase or sell these stocks at the desired price. This is more likely to happen in periods of abnormally high market volatility.

**Options** are contracts to purchase a security at a given price, risking that an option may expire out of the money resulting in minimal or no value. An uncovered option is a type of options contract that is not backed by an offsetting position that would help mitigate risk. The risk for a "naked" or uncovered put is not unlimited, whereas the potential loss for an uncovered call option is limitless. Spread option positions entail buying and selling multiple options on the same underlying security, but with different strike prices or expiration dates, which helps limit the risk of other option trading strategies. Option transactions also involve risks including but not limited to economic risk, market risk, sector risk, idiosyncratic risk, political/regulatory risk, inflation (purchasing power) risk and interest rate risk.

**Past performance is not indicative of future results. Investing in securities involves a risk of loss that you, as a client, should be prepared to bear.**

#### **Item 9: Disciplinary Information**

##### **A. Criminal or Civil Actions**

There are no criminal or civil actions to report.

##### **B. Administrative Proceedings**

There are no administrative proceedings to report.

##### **C. Self-regulatory Organization (SRO) Proceedings**

There are no self-regulatory organization proceedings to report.

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

##### **A. Registration as a Broker/Dealer or Broker/Dealer Representative**

Neither iOmniVest nor its representatives are registered as, or have pending applications to become, a broker/dealer or a representative of a broker/dealer.

##### **B. Registration as a Futures Commission Merchant, Commodity Pool Operator, or a Commodity Trading Advisor**

Neither iOmniVest nor its representatives are registered as or have pending applications to become either a Futures Commission Merchant, Commodity Pool Operator, or Commodity Trading Advisor or an associated person of the foregoing entities.

**C. Registration Relationships Material to this Advisory Business and Possible Conflicts of Interests**

Neither iOmniVest nor its representatives have any material relationships to this advisory business that would present a possible conflict of interest.

**D. Selection of Other Advisers or Managers and How This Adviser is Compensated for Those Selections**

iOmniVest does not utilize nor select third-party investment advisers. All assets are managed by iOmniVest management.

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

**A. Code of Ethics**

iOmniVest has a written Code of Ethics that covers the following areas: Prohibited Purchases and Sales, Insider Trading, Personal Securities Transactions, Exempted Transactions, Prohibited Activities, Conflicts of Interest, Gifts and Entertainment, Confidentiality, Service on a Board of Directors, Compliance Procedures, Compliance with Laws and Regulations, Procedures and Reporting, Certification of Compliance, Reporting Violations, Compliance Officer Duties, Training and Education, Recordkeeping, Annual Review, and Sanctions. iOmniVest's Code of Ethics is available free upon request to any client or prospective client.

**B. Recommendations Involving Material Financial Interests**

iOmniVest does not recommend that clients buy or sell any security in which a related person to iOmniVest or IOM has a material financial interest.

**C. Investing Personal Money in the Same Securities as Clients**

From time to time, representatives of iOmniVest may buy or sell securities for themselves that they also recommend to clients. This may provide an opportunity for representatives of iOmniVest to buy or sell the same securities before or after recommending the same securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest. iOmniVest will always document any transactions that could be construed as conflicts of interest and will never engage in trading that operates to the client's disadvantage when similar securities are being bought or sold.

**D. Trading Securities At/Around the Same Time as Clients' Securities**

From time to time, representatives of iOmniVest may buy or sell securities for themselves at or around the same time as clients. This may provide an opportunity for representatives of iOmniVest to buy or sell securities before or after recommending securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest; however, iOmniVest will never engage in trading that operates to the client's disadvantage if representatives of iOmniVest buy or sell securities at or around the same time as clients.

**Item 12: Brokerage Practices**

**A. Factors Used to Select Custodians and/or Broker/Dealers**

iOmniVest will require clients to use the custodial broker dealer of their choosing. Factors that iOmniVest considers in recommending any broker-dealer to clients include their respective financial strength, reputation, execution capabilities, pricing, and service. The commissions and/or transaction fees charged by the custodian chosen by iOmniVest may be higher or lower than those charged by other Financial Institutions. Key to the success of the iOmniVest business model is its capability to render its online services to its clients. The capacity to support and integrate with those services is a key factor in deciding to recommend a broker-dealer to its clients.

**1. Research and Other Soft-Dollar Benefits**

iOmniVest does not receive any soft dollar benefits from any broker dealer in which it does business other than standard transactional services.

**2. Brokerage for Client Referrals**

iOmniVest receives no referrals from a broker-dealer or third party in exchange for using that broker-dealer or third party.

**3. Clients Directing Which Broker/Dealer/Custodian to Use**

OmniVest does not allow client directed brokerage.

**B. Aggregating (Block) Trading for Multiple Client Accounts**

iOmniVest does not presently have the ability to block trade purchases across accounts.

**Item 13: Review of Accounts**

**A. Frequency and Nature of Periodic Reviews and Who Makes Those Reviews**

Digital advisory accounts are not reviewed by iOmniVest, save for automated allocation revisions.

**B. Factors That Will Trigger a Non-Periodic Review of Client Accounts**

Robo-advisory portfolio management accounts do not undergo non-periodic review by iOmniVest, allocations will change in accordance with the portfolio management software utilized by iOmniVest and changes made by the client.

**C. Content and Frequency of Regular Reports Provided to Clients**

Digital advisory clients will receive at least quarterly a written report that details the client's account including assets held and asset value, which report will come from the custodian.

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

**A. Economic Benefits Provided by Third Parties for Advice Rendered to Clients (Includes Sales Awards or Other Prizes)**

iOmniVest does not receive any economic benefit, directly or indirectly from any third party for advice rendered to iOmniVest's clients.

**B. Compensation to Non – Advisory Personnel for Client Referrals**

iOmniVest does not directly or indirectly compensate any person who is not advisory personnel for client referrals.

**Item 15: Custody**

When advisory fees are deducted directly from client accounts at client's custodian, iOmniVest will be deemed to have limited custody of client's assets and must have written authorization from the client to do so. Clients will receive all account statements and billing invoices that are required in each jurisdiction, and they should carefully review those statements for accuracy.

#### **Item 16: Investment Discretion**

iOmniVest is given authority to exercise trading discretion on behalf of clients at the time of engagement. Discretion is exercised in a client's account when any transaction is effected without first seeking the client's consent. Each client gives iOmniVest authority to effect and/or direct transactions on their accounts through signed agreements between iOmniVest and the client. Clients may restrict trading within reasonable limits through the options provided in the iOmniVest interface.

#### **Item 17: Voting Client Securities (Proxy Voting)**

iOmniVest will not ask for, nor accept voting authority for client securities. Clients will receive proxies directly from the issuer of the security or the custodian. Clients should direct all proxy questions to the issuer of the security.

#### **Item 18: Financial Information**

##### **A. Balance Sheet**

iOmniVest neither requires nor solicits prepayment of more than \$1,200 in fees per client, six months or more in advance, and therefore is not required to include a balance sheet with this brochure.

##### **B. Financial Conditions Reasonably Likely to Impair Ability to Meet Contractual Commitments to Clients**

Neither iOmniVest nor its management has any financial condition that is likely to reasonably impair iOmniVest's ability to meet contractual commitments to clients.

##### **C. Bankruptcy Petitions in Previous Ten Years**

iOmniVest has not been the subject of a bankruptcy petition in the last ten years.