

ONE DAY IN JULY

One Day In July LLC Firm Brochure - Form ADV Part 2A

This brochure provides information about the qualifications and business practices of One Day In July LLC. If you have any questions about the contents of this brochure, please contact us at (802) 503-8280 or by email at: jayne@onedayinjury.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 One Day In July LLC, including information regarding the disciplinary history of One Day In July LLC or its representatives, is also available on the SEC's website at www.adviserinfo.sec.gov. One Day In July LLC's CRD number is: 284335.

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Item 2: Material Changes

One Day In July LLC (hereinafter, “ODIJ”) filed an other-than-annual amendment using the Form ADV Part 2A on March 28, 2024. The material change included in this filing is related to including Altruist Financial LLC (hereinafter, “Altruist”) as an additional option that ODIJ recommends to serve as the custodian and broker-dealer of clients’ investment Accounts. As mentioned in Item 4 of this brochure, accounts under management with ODIJ that are linked to ODIJ through the qualified custodian Altruist for purposes of executing trades in connection with ODIJ’s investment advisory services are considered “Custodian-Linked Accounts.” ODIJ is also adding disclosure to Item 14 regarding benefits ODIJ receives from Altruist derived from ODIJ’s brokerage recommendation and use of Altruist.

ODIJ filed an annual updating amendment using the Form ADV Part 2A on January 19, 2024. The following discusses the material changes included in that amendment since ODIJ’s prior annual updating amendment of Form ADV Part 2A filed on March 10, 2023.

ODIJ added a disclosure to Item 4 to clarify that ODIJ will not supervise client assets or provide any recommendations as to investments unless granted authority, in writing, to manage the particular assets. ODIJ also added a disclosure to Item 4 related to the limits of ODIJ’s role with respect to referring clients to unaffiliated third-party professionals for services outside of the scope of services provided by ODIJ.

Another material change set forth in the amendment was that ODIJ made inflationary adjustments to its fee structure for new and existing clients effective as of February 1, 2024. The changes included adjustments to the fee tranches and the minimum annual Advisory fee. ODIJ also made changes to the rounding methodology it will use to calculate future planned inflationary adjustments to the fee schedule. Another material change set forth in the amendment was an increase to our minimum Account size.

Please see Item 5.A. of this brochure for further information related to fee schedules.

The January 19, 2024 annual updating amendment followed an interim amendment to ODIJ’s ADV Part 2A that was filed on August 2, 2023 for the primary purpose of updating the fee schedule applicable to new clients of ODIJ and for certain clients whose assets we began managing after March 10, 2023.

Item 3: Table of Contents

Item 1: Cover Page	
Item 2: Material Changes	2
Item 3: Table of Contents	2
Item 4: Advisory Business	4
A. Description of the Advisory Firm.....	4
B. Types of Advisory Services.....	4
C. Client Tailored Services and Client Imposed Restrictions	8
D. Wrap Fee Programs	9
E. Assets under Management.....	9

Item 5: Fees and Compensation	9
A. Fee Schedule	10
B. Payment of Fees	13
C. Client Responsibility for Third-Party Fees	14
D. Prepayment of Fees.....	15
E. Outside Compensation for the Sale of Securities to Clients.....	15
Item 6: Performance-Based Fees and Side-By-Side Management.....	15
Item 7: Types of Clients	16
Item 8: Methods of Analysis, Investment Strategies, & Risk of Loss	16
A. Methods of Analysis and Investment Strategies	16
B. Material Risks Involved	17
C. Risks of Specific Securities Utilized.....	18
Item 9: Disciplinary Information	20
Item 10: Other Financial Industry Activities and Affiliations	20
Item 11: Code of Ethics, Participation or Interest in Client Transactions, and Personal Trading	21
A. Code of Ethics	21
B. Personal Trading Practices for Representatives of ODIJ	21
C. Rollover Disclosure	21
Item 12: Brokerage Practices.....	22
A. Factors Used to Select Custodians and/or Broker-Dealers	22
1. Research and Other Soft-Dollar Benefits	22
2. Brokerage for Client Referrals.....	23
3. Clients Directing Which Broker-Dealer and/or Custodian to Use.....	23
B. Aggregating (Block) Trading for Multiple Client Accounts	23
Item 13: Review of Accounts	23
Item 14: Client Referrals and Other Compensation.....	24
A. Economic Benefits Provided by Third Parties for Advice Rendered to Clients (Includes Sales Awards or Other Prizes)	24
B. Compensation to Non – Advisory Personnel for Client Referrals	24
Item 15: Custody	24
Item 16: Investment Discretion	25
Item 17: Voting Client Securities (Proxy Voting)	25
Item 18: Financial Information	25
Item 19: Requirements for State Registered Advisors	25

Item 4. Advisory Business

A. Description of the Advisory Firm

One Day In July LLC (hereinafter, “ODIJ”) is a limited liability company, an SEC-registered investment advisor. Registration does not imply a certain level of skill or monitoring. The firm was formed in May of 2016, and the principal owner is Daniel Cunningham. Jayne Bills serves as the firm’s Chief Compliance Officer.

B. Types of Advisory Services

Investment Advisory Services to Individuals, High Net Worth Individuals, Charitable Organizations, Corporations or Business Entities, Municipal Government Entities, and Pension Plans

ODIJ offers ongoing discretionary investment advisory services based on the individual goals, objectives, time horizon, and risk tolerance of each client. ODIJ obtains a completed Investment Suitability Questionnaire from each client which outlines the client’s current situation (income, risk tolerance, and investment knowledge). ODIJ also gathers information regarding the client’s current employment status, as it is important for assessing investment suitability. ODIJ then constructs a plan to aid in the selection of a portfolio that matches each client’s specific situation and goals. The initial plan ODIJ constructs for a client may change over time at ODIJ’s discretion. In general, though not always, significant changes to a portfolio will be discussed with the client prior to alteration.

Portfolio management services include, but are not limited to, the following:

- Investment strategy
- Personal investment policy
- Asset allocation
- Asset selection
- Risk tolerance
- Annual portfolio review
- Environmental investing

ODIJ evaluates the current investments of each client with respect to their risk tolerance levels, goals, and time horizon. ODIJ assists clients to meet personal financial goals such as saving for retirement and paying for higher education.

ODIJ also offers its clients an environmental investing service. This service focuses on environmental and low-carbon investments, which are made in business enterprises that have a low carbon footprint or do not traffic in the sale of products that involve carbon, such as oil or coal. Investments are generally, though not always, made in environmentally-focused exchange-traded funds (ETFs). To determine whether an investment is environmentally-focused, ODIJ uses metrics based upon carbon intensity and fossil fuel reserves. Using these metrics, ODIJ selects a core equity portfolio for the client. Clients may also elect to include one or several “impact portfolio” positions consisting of funds or ETFs that are primarily environmentally-focused but may cost more and experience more volatility than the client’s core equity portfolio. For further information regarding the metrics of environmental investing and the impact portfolio, please see Item 8.A. of this brochure under the heading, *Investment Strategies*. The terms of the Advisory Fee (as defined in Item 5.A. of this brochure) applicable to ODIJ’s

environmental investing service are identical to such terms for the firm's other investment advisory services.

At the outset of its engagement, ODIJ will request discretionary authority from clients in order to select securities and execute transactions without permission from the client prior to each transaction. Risk tolerance levels are documented in the Investment Suitability Questionnaire.

ODIJ seeks to ensure that investment decisions are made in accordance with the fiduciary duties owed to its clients and without consideration of ODIJ's economic, investment, or other financial interests. To meet its fiduciary obligations, ODIJ attempts to avoid, among other things, investment or trading practices that systematically advantage or disadvantage certain client portfolios, and accordingly, ODIJ's policy is to seek fair and equitable allocation of investment opportunities and transactions among its clients to avoid favoring one client over another over time. It is ODIJ's policy to allocate investment opportunities and transactions it identifies as being appropriate and prudent among its clients on a fair and equitable basis over time.

ODIJ does not provide trust administration services to its clients. Notwithstanding ODIJ accepts discretionary authority over Accounts titled in the name of an estate planning trust, ODIJ will not accept or exercise any authority over the administration of any trust, nor will ODIJ engage in the interpretation or construction of any trust instrument.

Financial Planning Services

ODIJ representatives provide certain limited financial planning advice to clients in the course of providing investment advisory services, to the extent that clients request such advice. In such cases, clients receive planning attention focused on their specific financial and savings goals within the context of their individual or family circumstances. Often, though not always, the objectives will include maximizing savings and providing cash flow to investments. Other areas of focus may include, without limitation, evaluating client resources, identifying financial time horizons and tolerance for risk, review and consideration of issues such as needed cash flow, major purchase decisions, college planning, retirement planning, business exit planning, estate planning considerations, longevity and elder care considerations, charitable gift planning, and the tax consequences of certain financial decisions. ODIJ provides implementation strategies to accomplish these objectives.

ODIJ does not charge an additional fee for providing financial planning services nor does ODIJ provide these services under a separate contract. If ODIJ provides any financial planning services, they are included within the scope of services provided under the investment advisory contract and the cost is included within the Advisory Fee. ODIJ recommends that its clients regularly consult with their tax, accounting, estate planning and insurance advisors prior to and throughout their engagement of ODIJ with respect to both financial planning strategies and investment of their assets.

From time to time, ODIJ refers complex financial planning cases to an unaffiliated third-party financial planner, tax planner or other unaffiliated third-party professionals ("Third-Party Professionals") to assist clients with recommendations, advice, financial planning strategies (including tax return preparation, household payment administration and bill payment), and other services not directly related to ODIJ's services. ODIJ does not receive any compensation for these referrals. Unless otherwise indicated by ODIJ in writing, ODIJ does not undertake to,

nor does it, perform specific due diligence regarding Third-Party Professionals and such referrals do not constitute endorsements by ODIJ of the Third-Party Professional or their services. Referrals to Third-Party Professionals are made as an accommodation. ODIJ is not acting in a fiduciary capacity when providing referrals to Third-Party Professionals. Services provided by Third-Party Professionals are distinct from those provided by ODIJ and typically involve additional terms of service. In instances where ODIJ maintains a business relationship with a Third-Party Professional, such relationship should not influence the referral or the service received by the Third-Party Professional.

Services Provided to Custodian-Linked and Held-Away Accounts

Clients have the option to engage ODIJ to provide investment advisory services to either Custodian-Linked or Held-Away Accounts, or both. A “Custodian-Linked Account” is an account under management with ODIJ (“Account”) that is linked to ODIJ through a qualified custodian, such as Charles Schwab or Altruist, for purposes of executing trades in connection with ODIJ’s investment advisory services. A “Held-Away Account” is an Account held by a custodian that is not linked to ODIJ through a qualified custodian for purposes of providing investment advisory services. Held-Away Accounts can include, without limitation, 403(b), 401(a), employer-sponsored and solo 401(k), 457, SIMPLE IRA, SEP-IRA, and 529 Accounts. It should be noted that 529 Accounts may be Custodian-Linked or Held-Away, depending upon whether the Accounts are held by a custodian linked to ODIJ. When clients engage ODIJ to manage Custodian-Linked Accounts, ODIJ will have automatic access to those Accounts for purposes of making trades within, and (except with respect to 529 Accounts) deducting the Advisory Fee from, those Accounts. When clients engage ODIJ to provide services to Held-Away Accounts, clients must grant authorization to ODIJ to access those Accounts through a platform maintained by a third-party service provider for the purpose of reviewing Accounts and allocating investments, making securities trades, and performing associated recordkeeping, from the Held-Away Accounts. ODIJ will not accept a client’s login credentials to access their Held-Away Accounts. Once a client grants ODIJ authorization to access Held-Away Accounts, ODIJ will not seek additional consents from the client to effect individual trades. Clients who grant access to ODIJ to Held-Away Accounts do not do so for purposes of deducting any portion of the Advisory Fee (defined herein) nor the Plan Fee (defined herein). Neither the Advisory Fee nor the Plan Fee (together, the “Fees”) are deducted from Held-Away Accounts or from 529 Accounts (regardless of whether they are Custodian-Linked or Held-Away Accounts). Please see Item 5.B. and Item 15 of this brochure for additional information regarding the payment of the Advisory Fee allocable to Held-Away Accounts and 529 Accounts, as well as Advisory Fee deduction from Custodian-Linked Accounts other than 529 Accounts.

No Investment Management Advice without Agreement

Unless otherwise specifically agreed to by ODIJ, financial planning is not designed to be specific to any particular investment account(s). When providing a consolidated financial summary of accounts to clients, data included may contain information provided by clients about third-party accounts that ODIJ does not manage or with respect to which ODIJ does not provide investment advice. As such, clients should understand that ODIJ does not serve as the investment advisor on all securities listed in these consolidated financial summaries. ODIJ will not supervise client assets or provide any recommendations as to investments unless granted authority, in writing,

to manage the particular assets. Investment advisory services provided to clients are governed by a written investment advisory agreement between ODIJ and each client.

Newsletters, Booklets, Lunch-and-Learns, Webinars, and Other Educational Events

ODIJ publishes informational newsletters at no additional cost to its clients. The newsletters are circulated electronically to clients via electronic mail approximately every few weeks. ODIJ also publishes a paper booklet at no additional cost to clients that is mailed quarterly via United States Postal Service. ODIJ periodically offers educational Zoom webinars and “Lunch-and-Learns” or other educational in-person events to both existing and prospective clients. Such webinars and in-person events are generally offered free of charge.

Benefit Plan Consulting

ODIJ provides nondiscretionary investment consulting services to employee benefit plans (the “Plans”) including:

- Pension or other employee benefit plans (including 401(k) plans) governed by ERISA; and
- 403(b) tax-sheltered annuity plans.

ODIJ provides such services to the Plans as a section 3(21) limited scope advisor and not a section 3(38) co-fiduciary under the Employee Retirement Income Security Act of 1974 (ERISA). Under this limited scope of service, ODIJ (a) does not accept liability in the event of a participant lawsuit and (b) does not exercise discretion over the selection of investment options. Third-party record-keepers and third-party administrators, and not ODIJ, provide recordkeeping and administration services to the Plans. ODIJ is not responsible for advising Plan participants with respect to any Required Minimum Distributions (RMDs) or for facilitating RMDs from any Plan Accounts. In addition, the Plan sponsor or its designee has final decision-making authority regarding all investment matters.

ODIJ will work with representatives of the Plan sponsor to provide the following investment consulting services to the Plan:

- Recommending a set of low-fee, diversified investment options for the Plan; determining the course of action to take on behalf of the Plan with respect to the Plan’s investments; and
- Providing limited education and enrollment assistance to Plan participants (specific and individualized investment advice is not provided to Plan participants unless they enter into a separate contract with ODIJ).

ODIJ may present Plan clients with mutual fund model asset allocation portfolios. Each model portfolio is designed to meet a particular investment goal, such as allocations tailored to the retirement of a hypothetical Plan participant by a specific date. Plan clients are not obligated to select from any model asset allocation portfolio offered by ODIJ.

Under the investment consulting agreement between the Plan and ODIJ, we do not have discretionary authority or control over the Plan assets nor discretionary authority or control over administration of the Plan. Advice is provided to the Plan in the form of recommendations to the trustees. Our role is to serve as a consultant to the Plan. The consulting services provided

are limited to those assets identified on the executed investment consulting agreement between the Plan and ODIJ.

ODIJ also provides discretionary investment advisory services to Plan participants that enter into a contract with ODIJ. Details regarding these services can be found above under the heading, *Portfolio Management Services to Individuals, High Net Worth Individuals, Charitable Organizations, Corporations or Business Entities, Municipal Government Entities, and Pension Plans.*

Types of Investments

ODIJ generally limits its investment advice to exchange-traded funds (ETFs), corporate bond or treasury bond ETFs, mutual funds, fixed income securities, equity securities, real estate funds (including REITs), individual treasury bonds and treasury inflation protected/inflation-linked bonds, corporate bonds, commodities, or non-U.S. securities. ODIJ primarily recommends a blend of index funds across asset classes to a majority of its clients but may use other securities as well to help diversify a portfolio when applicable. Due to the fact that some representatives of ODIJ operate independently, investment advice provided by representatives may vary from ODIJ's general investment principles.

Funds and investments are carefully selected based upon their costs, tracking error to benchmarks, tax implications, breadth of the securities within the fund, assets under management, and (where clients have selected ODIJ's environmental investing strategy) the carbon footprint of the business enterprise underlying the investment. For further information regarding the selection of environmental investments, please refer to Item 4.B. of this brochure under the heading *Types of Advisory Services*. While ODIJ generally recommends passively-managed, low-cost ETFs or mutual funds, during the period when a non-Plan client transitions his or her Account(s) to ODIJ, and potentially thereafter, his or her Account(s) may contain non-index fund holdings such as individual stocks, bonds, mutual funds not defined as an index fund, annuities, or other investments. This may be due to the client's preference, taxable gain avoidance, or other reasons such as (with respect to annuities) the inability to trade due to custodian-imposed restrictions. Investments are made subject to the objectives of the client. Within the context of a client's investment plan, his or her portfolio will be periodically rebalanced to asset class allocation targets, including any contributions and withdrawals. Due to variances in market conditions, asset allocation guidelines are not necessarily strictly followed. Between rebalance points, cash may accrue in a client's Account(s) as a result of dividends and interest paid or new asset contributions to the Account(s). Such cash may reside in cash until the next rebalance.

C. Client Tailored Services and Client Imposed Restrictions

ODIJ will tailor a program for each individual client. With respect to Plan clients, ODIJ will work with Plan trustees or other representatives of the Plan to recommend a set of low-fee, diversified investment options for the Plans. Ultimately, the Plan's trustees or other representatives will decide whether to accept or modify the set of investment options ODIJ recommends.

With respect to non-Plan clients, ODIJ will conduct an interview session to get to know the client's specific needs and requirements and develop an initial investment plan that will be executed by ODIJ on behalf of the client. Each customized investment plan will consider the client's personal restrictions, needs, and targets. ODIJ manages portfolios in the context of each

client's financial and other objectives, risk tolerances, and cash flow needs. Clients may impose restrictions on investing in certain securities or types of securities in accordance with their values or beliefs. Portfolios do not follow investment plans exactly. Rather, they are structured using the investment plans as benchmarks and may be modified as clients' needs or objectives change over time. Investment plans may also change over time as a result of discussions between ODIJ and the client without completion of an updated written investment plan or Investment Suitability Questionnaire.

In the course of providing services to clients who are at or nearing retirement age or clients with Inherited Individual Retirement Accounts (IRAs), ODIJ advises clients regarding required minimum distributions ("RMDs") from their tax-qualified retirement Accounts. Any advice that ODIJ provides with respect to RMDs is only applicable with respect to IRAs, 401(k), 403(b), 401(a), 457, or other qualified Accounts that are under management with ODIJ and only for the year or years that they are under management with ODIJ. ODIJ does not have access to information about accounts not under management, or to information about Accounts that are currently under management relating to years or periods before or after they were under management with ODIJ. Clients are urged to speak to their legal and tax advisors about RMDs from qualified accounts not under management with ODIJ and about RMDs required during any periods that any Accounts were not under management with ODIJ. Where ODIJ provides advice regarding RMDs from Account(s) that were under management for only a portion of a given year, ODIJ must rely upon the client to provide information regarding the Account(s) for the portion of the year that the Account(s) were not under management. ODIJ is not responsible for RMD calculations based upon inaccurate or insufficient information provided by the client.

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. ODIJ does not participate in any wrap fee programs.

E. Assets under Management

ODIJ has the following assets under management:

Discretionary Amounts:	Non-discretionary Amounts:	Calculated as of:
\$ 777,524,130	\$ 20,145,027	12/31/23

ODIJ's non-discretionary assets under management include assets of the Plans for which ODIJ serves solely as a consultant and does not have discretionary authority or the ability to execute trades or make any other changes directly within the Plan Accounts.

Item 5: Fees and Compensation

The specific Fee that ODIJ charges each client is established in a client's written agreement with ODIJ, subject to inflationary adjustments as further described in this Item 5. The Fees detailed below, including the minimum Advisory Fee, apply to new clients of ODIJ. Client agreements entered into prior to the date of this brochure may be governed by fee schedules different from those that are described in this Item 5.

A. Fee Schedule

Individuals, High Net Worth Individuals, Charitable Organizations, Corporations or Business Entities, Municipal Government Entities, and Pension Plans

The annual fee for individuals, high net worth individuals, charitable organizations, corporations or business entities, municipal government entities, and pension plans (the “Advisory Fee”) that is allocable to clients’ Custodian-Linked Accounts that are not 529 Accounts is based upon the “tranches,” or assets under management brackets, described as follows: for assets under management up to \$600,000, the Advisory Fee is 0.75%; for assets under management between \$600,001 and \$2,500,000, the annual advisory fee is 0.50%; for assets under management between \$2,500,001 and \$23,600,000, the Advisory Fee is 0.25%; for assets under management between \$23,600,001 and \$117,800,000, the Advisory Fee is 0.125%; for assets under management over \$117,800,000, the Advisory Fee is negotiable.

With respect to the Custodian-Linked Accounts (other than 529 Accounts), ODIJ charges a minimum annual Advisory Fee of \$1,200 which is billed in twelve equal monthly installments over the course of a year. The Advisory Fee that is allocable to clients’ Held-Away Accounts and 529 Accounts is charged at a flat rate of one-half of one percent (0.50%) of the asset value in those Accounts.

The Advisory Fee for assets under management between \$0.00 and \$23,600,000 is generally not negotiable, although ODIJ may on rare occasion offer a discount to a client with whom we maintain a relationship or may in rare instances agree to charge fees based upon the aggregate assets under management by ODIJ that are owned by members of a single household, or if a client is the grantor or trustee of a trust that is also a client, occasionally, ODIJ may calculate the Advisory Fee charged to the client and the trust as if the assets of each were included in the assets under management of the other. However, such discounts are highly unusual, and clients should not assume that members of an immediate family will receive it. Unless granted as a period of uncharged initial months of service, any such discount usually applies only to the portion of the Advisory Fee allocable to Custodian-Linked Accounts and not to any portion of the Advisory Fee allocable to Held-Away Accounts, unless ODIJ agrees otherwise.

In the event that a representative of ODIJ with whom a client maintains a relationship ceases providing investment advisory services on behalf of ODIJ, then ODIJ will discontinue any Advisory Fee discounts granted to such client by such representative.

In addition, as a marketing promotion, from time-to-time ODIJ, in its sole discretion, may offer a new client or an existing client a benefit for transferring additional assets to ODIJ for management. This promotional benefit may be in the form of a cash discount or rebate, gift cards, or in the form of a one-time travel or vacation reward paid by ODIJ. ODIJ also promotes its investment advisory business by conducting sweepstakes or raffle contests. As one example, ODIJ may, on its website, invite individuals to participate in a raffle for a weekend stay at a luxury resort by submitting their contact information to ODIJ. Individuals who submit an entry to, or win, an ODIJ contest are under no obligation to sign an investment advisory contract with ODIJ, even if they have submitted financial information to ODIJ for review.

The client or ODIJ may terminate the investment advisory contract, without penalty, upon written notice to the other.

In general, there is a combined Account minimum of \$60,000, which may be waived by ODIJ in its discretion. If the combined Account minimum is waived, then the minimum Advisory Fee may be reduced.

The tranche breakpoints set forth above shall be adjusted for inflation every three years based upon the U.S. Department of Labor Bureau of Labor Statistics Consumer Price Index ("Consumer Price Index"). Inflationary adjustments for tranche breakpoints under \$20,000,000 shall be rounded to the nearest \$100,000, while adjustments to tranche breakpoints between \$20,000,000 and \$100,000,000 shall be rounded to the nearest \$1,000,000 and adjustments to tranche breakpoints over \$100,000,000 shall be rounded to the nearest \$5,000,000. The minimum Advisory Fee of \$1,200 per year shall be adjusted for inflation every three years, and rounded to the nearest \$100 based upon the Consumer Price Index. ODIJ made the most recent adjustments to the tranche breakpoints and Advisory Fee minimums effective as of February 1, 2024 and will make the next adjustments in 2027. Such adjustments shall not become effective until after their disclosure on ODIJ's annual updating amendment to the Form ADV Part 2A filed during the first quarter of the year in which they will become effective. Certain legacy clients are provided services under a different fee schedule which may include a lower minimum Advisory Fee. Such legacy client fee schedules are generally also subject to the inflationary adjustments described above. Other than increases resulting from inflationary increases, clients shall be given thirty (30) days' prior written notice of any proposed increase in the Advisory Fee. Any increase in the Advisory Fee that is not related to an inflationary increase shall be accompanied by an amendment to the investment advisory contract (or execution of a new one) with signatures from both parties evidencing acceptance of the new fee.

Employee Benefit Plans (401(k) and 403(b) Plans)

The annual fee for the Plans (the "Plan Fee") is based upon tranche levels and described as follows: for assets under management up to \$600,000, the Plan Fee is 0.75%; for assets under management between \$600,001 and \$2,500,000, the annual Plan Fee is 0.50%; for assets under management between \$2,500,001 and \$23,600,000, the Plan Fee is 0.25%; for assets under management between \$23,600,001 and \$117,800,000, the Plan Fee is 0.125%; for assets under management over \$117,800,000, the Plan Fee is negotiable. The Plan Fee may be negotiable and ODIJ may offer a promotional discount to Plan clients who meet certain criteria. There is no Account minimum size or minimum Plan Fee.

The Plan or ODIJ may terminate the investment consulting agreement, without penalty, upon written notice to the other. In most cases, if the agreement is terminated prior to the end of a quarterly billing cycle, ODIJ will not refund a prorated portion of the Plan Fee to the Plan. Please see below under the heading *Advisory Fee and Plan Fee Calculation – In General* for additional information regarding the Plan Fee and Item 5.B. for further information regarding ODIJ's billing procedures.

The tranche breakpoints set forth above shall be adjusted for inflation every three years based upon the Consumer Price Index. Inflationary adjustments for tranche breakpoints under \$20,000,000 shall be rounded to the nearest \$100,000, while adjustments to tranche breakpoints between \$20,000,000 and \$100,000,000 shall be rounded to the nearest \$1,000,000 and adjustments to tranche breakpoints over \$100,000,000 shall be rounded to the nearest \$5,000,000. ODIJ made the most recent adjustments to the tranche breakpoints effective as of January 1, 2024 and will make the next adjustments in 2027. Such adjustments shall not become effective until

after their disclosure on ODIJ's annual updating amendment to the Form ADV Part 2A filed during the first quarter of the year in which they will become effective. Certain legacy Plan clients are subject to fee schedules that differ from the one described above and are not subject to inflationary adjustments. Other than increases resulting from inflationary increases, Plan clients shall be given thirty (30) days' prior written notice of any proposed increase in the Plan Fee. Any increase in the Plan Fee that is not related to an inflationary increase shall be accompanied by an amendment to the investment consulting agreement (or execution of a new one) with signatures from both parties evidencing acceptance of the new Plan Fee.

Advisory Fee and Plan Fee Calculation – In General

ODIJ calculates the Advisory Fee and Plan Fee against all assets in the Account(s) or Plan Account(s), unless specifically excluded. Therefore, Advisory Fee and Plan Fee calculations include cash balances, cash invested in money market funds, short-term investment funds, ETFs, mutual funds, the entire market value of margined assets and short positions (if any), and all other investment holdings including, without limitation, any annuities.

For the initial monthly fee deduction of the Advisory Fee allocable to Custodian-Linked Account(s) (other than 529 Accounts), the Advisory Fee will be charged for the full month during which the client's assets are transferred to such Accounts, regardless of the date of such transfer or the date the client and ODIJ enter into an investment advisory contract. For the initial quarterly deduction of the Advisory Fee allocable to Held-Away Account(s) and 529 Account(s), the Advisory Fee will be charged for the full calendar quarter during which the client's assets are transferred to such Accounts regardless of the date of such transfer or the date the client and ODIJ enter into an investment advisory contract.

In the event the client or ODIJ terminates the investment advisory contract prior to the end of the calendar month (with respect to the Advisory Fee allocable to Custodian-Linked Accounts other than 529 Accounts) or the end of the quarter (with respect to the Advisory Fee allocable to Held-Away and 529 Accounts) ODIJ does not bill the client for the partial month or quarter during which it provided investment advisory services to the client. In such cases, the Advisory Fee that is allocable to such periods is not billed to the client's Account(s), provided that either the client or a compliance officer of ODIJ notifies the other in writing of such termination. ODIJ will only consider a client's contract to be terminated if either the client or a compliance officer of ODIJ notifies the other in writing of such termination. Individual investment advisor representatives of ODIJ do not have authority to terminate an investment advisory contract between the client and ODIJ and a client's Account will continue to be billed notwithstanding any purported termination by such representative until the client notifies ODIJ in writing of its, her or his desire to terminate the contract.

In general, the Advisory Fee is calculated based upon the dollar amount of the assets in the Account as of the close of trading on the last day of the applicable billing period. On occasion, ODIJ may lose access to a Held-Away Account due to technical issues that are not resolved by the next quarterly billing date. In such cases, ODIJ will charge the client the same dollar amount with respect to the Held-Away Account as it had charged on the previous quarterly billing date for services provided during the quarter in which ODIJ lost access to the Held-Away Account. ODIJ will work with the client to restore access to the affected Held-Away Account. However, if access is not restored by the end of the following quarterly billing cycle, ODIJ will terminate its investment advisory services with respect to that Held-Away Account.

Please see Item 5.B. of this brochure under the heading *Advisory Fee* for information regarding the timing of payment and other billing terms applicable to the Advisory Fee.

In general, where permitted by the custodian, the Plan Fee is billed in advance, calculated based upon the value of assets in Plan Accounts after the close of trading on the last day of the quarter immediately preceding the date of billing, unless the Plan's custodian requires ODIJ to bill the Plan in arrears. In such cases, the Plan Fee is calculated based upon the value of the assets in Plan Accounts after the close of trading on the last day of the current quarter. Additionally, certain custodians do not calculate the Plan Fee based upon the value of the assets in Plan Accounts on the last day of the applicable quarter. Rather, such custodians base the Plan Fee upon the average daily balance of assets in Plan Accounts during the quarter. Plan clients should consult their custodian's terms of service to determine the methodology used by their custodian to calculate the Plan Fee.

In general, for the initial quarterly billing cycle, the Plan Fee is calculated using the value of the assets in Plan Accounts on the date the Plan assets are deposited into Custodian-Linked Accounts and pro-rated through the end of the quarter. Certain custodians of Plan Accounts do not prorate the Plan Fee for the initial quarterly billing cycle. In such cases, custodians will pay the Plan Fee for the full quarter to ODIJ. Plan clients should consult their custodian's terms of service to determine whether the custodian will prorate the Plan Fee for the initial quarterly billing cycle.

Please see Item 5.B. of this brochure under the heading *Plan Fee Charged to Employee Benefit Plans (401(k) and 403(b) Plans)* for information regarding the timing of payment and other billing terms applicable to the Plan Fee.

B. Payment of Fees

Advisory Fee Charged to Individuals, High Net Worth Individuals, Charitable Organizations, Corporations or Business Entities, Municipal Government Entities, and Pension Plans

Generally, ODIJ's Advisory Fee is paid monthly in arrears but ODIJ reserves the right to change the periodicity of payment from a monthly basis to a quarterly, semi-annual, or annual basis. Any portion of the Advisory Fee that is allocable to a "Held-Away Account" (defined under the heading *Services Provided to Custodian-Linked and Held-Away Accounts*) or a 529 Account is paid on a quarterly basis in arrears. ODIJ shall notify a client in writing of any change to the periodicity of billing of such client's Account(s) at least ten (10) days in advance of the date ODIJ's Advisory Fee is deducted. Notwithstanding the foregoing, the minimum Advisory Fee is always paid monthly in arrears.

In general, the Advisory Fee will be deducted directly from the Accounts on a pro rata basis, except with respect to any Held-Away Accounts or 529 Accounts or unless otherwise instructed by the client.

The portion of the Advisory Fee allocable to any Held-Away Account(s) or 529 Accounts will be deducted directly from a client's taxable brokerage account, if such an account is included among the Accounts. If a taxable brokerage account is not included among the Accounts, the portion of the Advisory Fee allocable to any Held-Away Account(s), with the exception of 529 Accounts, will be deducted from a client's IRA, Roth IRA, or SEP-IRA. For 529 Accounts, the

client must have a taxable brokerage Account under management with ODIJ for purposes of deducting the Advisory Fee.

Except with respect to Held-Away Accounts and 529 Accounts, the Advisory Fee generally will be deducted within fourteen (14) calendar days after the first day of the month immediately following the month that the client's assets are transferred into Custodian-Linked Accounts and again on or about the same day each month thereafter for as long as the contract remains in effect.

The Advisory Fee allocable to a client's Held-Away Account(s) and 529 Account(s) will be deducted from such Account(s) within thirty (30) calendar days after the first day of the quarter immediately following the quarter in which the client and ODIJ enter into an investment advisory contract and again on or about the same day each quarter thereafter for so long as the contract remains in effect.

Occasionally, ODIJ may deduct the Advisory Fee at a later date due to an internal error. Notwithstanding any delayed billing of a client's Account(s), the method used to calculate the Advisory Fee will remain the same and the amount deducted will not be higher or lower as a result of any such delay.

Plan Fee Charged to Employee Benefit Plans (401(k) and 403(b) Plans)

The Plan Fee is generally billed on a quarterly basis in advance but ODIJ reserves the right to change the periodicity of billing from a quarterly to a monthly, semi-annual, or annual basis. ODIJ shall notify the Plan client in writing of any change to the periodicity of billing at least ten (10) days in advance of the date ODIJ's fees are billed. For the initial billing period, the portion of the Plan Fee charged to the Plan will be billed within sixty (60) days after the date the Plan assets are deposited into Custodian-Linked Accounts.

Certain custodians do not permit billing in advance. In such cases, the Plan will be billed quarterly in arrears at the beginning of the quarter immediately following the quarter in which ODIJ provided investment consulting services to the Plan.

On the applicable billing date, ODIJ will debit the Plan Fee directly from the Plan Accounts for which ODIJ provides investment advisory services ("Plan Accounts") through an Automated Clearing House (ACH) billing system set up by a third-party record-keeper for the Plan.

Please see Item 5.D. of this brochure under the heading *Plan Fee Charged to Employee Benefit Plans (401(k) and 403(b) Plans)* for information regarding prepayment of fees applicable to the Plan Fee.

C. Client Responsibility for Third-Party Fees

Clients are responsible for the payment of all third-party fees (e.g., custodian fees, brokerage fees, mutual fund fees, transaction fees, recordkeeping fees, etc.). Those fees are separate and distinct from the Fees charged by ODIJ. Please see Item 12 of this brochure regarding broker-dealers and custodians.

Many Plan sponsors have contractual arrangements with third-party record-keepers. When ODIJ enters into an investment consulting agreement with a Plan, it may recommend to the trustees that the Plan sponsor engage a particular record-keeper as the Plan's record-keeper. Fees for such services vary and are outlined in the contract between the Plan sponsor and the

record-keeper. The Plan record-keeper provides system access for participants, the Plan sponsor and ODIJ, and is also responsible for recording daily transactions, producing participant statements, producing Plan sponsor reports, and processing loans and distributions. Third-party record-keepers may engage affiliates that also provide investment vehicles for 401(k), pension plans, and other retirement products. These affiliates may receive separate fees for their services or they may charge a bundled fee for third-party administration, as well as investment management services.

Due to recent changes in the law, the services ODIJ provides to clients residing or domiciled in certain states may be subject to sales tax. States interpretations of the applicability of sales tax to services such as those provided by ODIJ are still evolving and the amount of sales tax that may actually be imposed has not yet been determined. Any such costs are not included in the Fees described in Item 5.A. or B. but will be included as deductions on a client's Account statement if ODIJ's investment advisory services are subject to sales tax. Although state sales tax will be included among the deductions from a client's Account, the statement the client receives from the custodian will not separately identify the amount of the state sales tax.

D. Prepayment of Fees

Fees Charged to Individuals, High Net Worth Individuals, Charitable Organizations, Corporations or Business Entities, Municipal Government Entities, and Pension Plans

The Advisory Fee is paid in arrears. Therefore, clients such as individuals, high net worth individuals, charitable organizations, corporations or business entities, municipal government entities, and pension plans do not prepay the Advisory Fee and ODIJ does not issue any refunds of the Advisory Fee.

Plan Fee Charged to Employee Benefit Plans (401(k) and 403(b) Plans)

Where permitted by the Plans' custodian, Plan Fees are collected in advance on a quarterly basis. Upon termination of the investment consulting agreement, any portion of the Plan Fee paid in advance by the Plans will not be refunded. Because Plan clients are billed every ninety (90) days, the prorated amount of Plan Fees collected in advance and forfeited by individual Plan Accounts upon termination of the agreement will generally be negligible.

Where the custodian of the Plan Accounts does not permit billing in advance, ODIJ will collect the Plan Fees in arrears on a quarterly basis at the beginning of the quarter following the quarter in which ODIJ provided investment consulting services to the Plans. In such cases, Plan Fees are not prepaid and therefore ODIJ will not issue any refunds of Plan Fees.

E. Outside Compensation for the Sale of Securities to Clients

Neither ODIJ 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

ODIJ is compensated based upon a percentage of assets under management. Therefore, as the amount of assets in an Account increases, so does ODIJ's Advisory Fee or Plan Fee, as applicable. Other than being compensated based upon such increases, ODIJ does not accept

performance-based fees or other fees based on a share of capital gains or on capital appreciation of the assets of a client.

Item 7: Types of Clients

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

- ❖ Individuals
- ❖ High-Net-Worth Individuals
- ❖ Trusts
- ❖ Charitable Organizations
- ❖ Corporations or Business Entities
- ❖ Employee Benefit Plans such as 401(k) or 403(b) Plans (the “Plans”)
- ❖ Municipal Government Entities
- ❖ Pension Plans

Please see Item 5.A. of this brochure for information regarding the minimum Account size required to obtain ODIJ’s advisory services.

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

A. Methods of Analysis and Investment Strategies

Methods of Analysis

With respect to non-Plan clients, ODIJ manages all or a portion of the client portfolio using an asset allocation strategy. With respect to Plan clients, ODIJ likewise recommends investment options to Plans based upon an asset allocation strategy. Asset Allocation is a top-down investment strategy that focuses on general movements in the market rather than on performance of individual securities. Due to changes in market conditions, asset allocation guidelines are not necessarily strictly followed. Non-Plan clients’ portfolios will be rebalanced at least once per calendar year if deemed appropriate upon review.

Investment Strategies

Returns come from client willingness to withstand ups and downs in the market. Investments are made subject to the objectives of the client, balancing the possibility of return against the level of risk taken. ODIJ equity allocations generally contain large-cap and small-cap US, foreign developed and emerging market equities and US REITs, though allocations may vary depending upon a client’s individual financial circumstances. ODIJ fixed income allocations generally contain bonds of various maturities.

ODIJ uses a predominantly long-term investment strategy designed to capture market rates of both return and risk, but occasionally also uses short-term trading and margin transactions. ODIJ managed portfolios, and Plan investment options ODIJ recommends, consist primarily of passive mutual funds or exchange-traded funds (ETFs). The risks of these broad market indices correlate with the risks of the global equity and bond markets.

Funds are selected based upon their costs, tax implications, breadth of securities, assets under management, liquidity, and (where clients have selected ODIJ's environmental investing strategy) the carbon footprint of the business enterprise underlying the investment.

There are two primary metrics ODIJ uses to select environmentally-focused investments: carbon intensity and fossil fuel reserves. Carbon intensity is a way of measuring the amount (in tons) of carbon dioxide ("CO₂") emissions within the context of economic activity. With respect to countries, carbon intensity can be measured based upon gross domestic product ("GDP").

The fossil fuel reserve metric is based upon the amount of reserves held by a company or industry as compared to the global carbon budget. As ODIJ evaluates potential environmental investments, it supplements the firm's traditional criteria of cost, diversification and liquidity with an analysis of a fund's exposure to companies that are heavy carbon emitters or own fossil fuel reserves. ODIJ seeks to utilize funds that have limited exposure to these companies relative to the traditional index fund. When gathering information to establish the carbon intensity and fossil fuel reserve metrics, ODIJ relies upon data provided by third-party environmental organizations, including, but not limited to, Our World in Data, the United Nations Framework Convention on Climate Change, and publications like *Energy Research & Social Science* and *Nature*.

Clients investing in our environmentally-focused strategy may also choose to include one or more "impact portfolio" positions in their asset allocation plan consisting of ETFs or mutual funds that invest primarily in clean energy companies. The impact portfolio provides direct access to companies in clean energy and other environmentally-focused sectors, such as solar and wind, among others. However, the impact portfolio has significant and concentrated exposure to growth-stage businesses, which may result in higher prices and greater performance volatility as compared to the price and performance of the client's core equity portfolio.

While ODIJ generally recommends passively-managed, low-cost ETFs or mutual funds, during the period when a client transitions an Account(s) to ODIJ, and from time to time thereafter, the Account(s) may contain non-index fund holdings. These may be individual stocks, bonds, mutual funds not defined as an index fund, annuities, or other investments. This may be due to the client's preference, desire to maintain existing positions, avoidance of taxable gain recognition, or other reasons such as (with respect to annuities) the inability to trade due to custodian-imposed restrictions. Individual Account(s) within a client's aggregate household portfolio may have different risk characteristics and may perform differently from the portfolio as a whole.

In certain rare circumstances, with the approval from the client, ODIJ may short a security for a client. These trades generally are meant to offset market movements for a period of time.

Investing in securities involves a risk of loss that all clients should be prepared to bear.

B. Material Risks Involved

Asset allocation analysis entails the risk that the rise and fall of certain securities may not react according to predicted trends. Other factors such as risk tolerance, market timing, portfolio size, investment expenses, etc. may also affect the portfolio performance. In addition, ODIJ cannot always allocate among securities in an optimal manner because selling certain securities would

lead to adverse tax consequences.

Generally

ODIJ seeks or, with respect to the Plans, recommends investment strategies that do not involve significant or unusual risk beyond that of the general domestic and/or international equity markets, but risks of specific strategies are discussed below. Clients should be aware, however, that there is a material risk of loss using most investment strategies. ODIJ's strategies may have significant tax implications. ODIJ manages portfolios with an awareness of tax consequences, but long-term wealth compounding is our primary consideration. In all cases, ODIJ strongly recommends to its clients that they regularly consult with their tax advisors prior to and throughout their engagement of ODIJ. ODIJ is not responsible for any taxes incurred by sales of securities, annuities, or insurance products. The final redemption price and basis price for annuities and insurance products may vary from the amounts stated in the statement delivered by the insurance carrier.

As discussed elsewhere in this brochure, one of our strategies is discretionary rebalancing of Accounts. Unfavorable market conditions may by happenstance coincide with the timing of an Account rebalance, in which case rebalancing losses may compound. Using the other strategies discussed below, ODIJ seeks to recover any such losses and to achieve maximum Account value for our clients, although we cannot guarantee full recovery.

Long-term trading is designed to capture market rates of both return and risk. Due to its nature, the long-term investment strategy can expose clients to various types of risk that will typically surface at various intervals during the time the client owns the investments. These risks include but are not limited to inflation (purchasing power) risk, interest rate risk, economic risk, market risk, political, and regulatory risk.

Short-term trading risks include liquidity, economic stability, and inflation, in addition to the long-term trading risks listed above. Frequent short-term trading, when done, can affect investment performance, particularly through increased brokerage and other transaction costs and taxes. Short-term trading generally holds greater risk and clients should be aware that there is a material risk of loss using this strategy.

Margin transactions use leverage that is borrowed from a brokerage firm as collateral. The use of margin transactions generally holds greater risk of capital loss. 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 in a shorter time frame than desired. Thus, margin transactions can lead to short selling in the event of a margin call, and so the risks associated with short-term trading may also apply to margin transactions.

Investing in securities involves a risk of loss that all clients should be prepared to bear.

C. Risks of Specific Securities Utilized

Clients should be aware that there is a material risk of loss using any investment strategy. The investment types listed below (leaving aside treasury bonds and treasury inflation protected/inflation linked bonds) are not guaranteed or insured by the FDIC or any other government agency.

Mutual Funds are financial vehicles made up of a pool of money collected from many investors to invest in securities like stocks, bonds, money market instruments, and other assets. Mutual funds carry the risk of capital loss (“capital loss” means losing the money the client originally invested) and thus a client may lose money investing in mutual funds. All mutual funds have costs that lower investment returns. The funds can be of bond “fixed income” nature (lower risk) or stock “equity” nature.

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.

Fixed income investments generally pay a return on a fixed schedule, though the amount of the payments can vary. This type of investment can include corporate and government debt securities, leveraged loans, high yield, and investment grade debt and structured products, such as mortgage and other asset-backed securities, although individual bonds may be the best-known type of fixed income security. In general, the fixed income market is volatile and fixed income securities carry interest rate risk. (As interest rates rise, bond prices usually fall, and vice versa. This effect is usually more pronounced for longer-term securities.) Fixed income securities also carry inflation risk, liquidity risk (“liquidity risk” is the risk that an investment may not be able to be sold), call risk (“call risk” means that the issuer of a bond may demand redemption of that bond at an inopportune time), and credit and default risks (“credit and default risks” refer to the risks associated with an issuer not being able to repay part or all of its obligations) for both issuers and counterparties. The risk of default on treasury bonds and treasury inflation protected/inflation linked bonds is a corollary to the U.S. Treasury defaulting on its debt obligations; however, they carry a potential risk of losing share price value. Historically, United States Treasury bonds generally have moved inversely with equities, although there have been exceptions. There is no guarantee that Treasury bonds will move inversely with equities in the future. Risks of investing in foreign fixed income securities also include the general risk of non-U.S. investing described below.

Exchange-Traded Funds (ETFs): An ETF is an investment fund traded on stock exchanges, similar to stocks. Investing in ETFs carries the risk of capital loss (sometimes up to a one hundred percent (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 with respect to the fund. Precious metal ETFs (e.g., gold, silver, or palladium bullion backed “electronic shares” and not physical metal) specifically may be negatively impacted by several unique factors, among them (1) large sales by the official sector that owns a significant portion of aggregate world holdings in gold and other precious metals, (2) a significant increase in hedging activities by producers of gold or other precious metals, and (3) a significant change in the attitude of speculators and investors. Environmental ETFs may contain significant exposure to certain industries, and lack of exposure to others. In addition, environmental or “Impact” ETFs may have concentrated exposure to growth-stage businesses, which may result in higher prices and greater performance volatility as compared to other ETFs. ODIJ does not use inverse, leveraged, or inverse & leveraged ETFs as part of its portfolios.

ETFs have additional risks. Because they are easy to trade, trading risk could result. ODIJ tries not to trade ETFs frequently and hence minimizes trading risk. Liquidity and shutdown risk could occur if an ETF shrinks substantially as a fund, making it difficult if not impossible for ODIJ to sell a position or avoid incurring a tax liability for the investor in the case of shutdown risk. Authorized participants create liquidity so that ETF funds may function; if they fail in their duty to create liquidity, the ETF may be adversely affected. If the market price and the net asset value of the ETF diverge, there may be risk of loss when these values converge. ETF providers may have conflicts of interest, particularly if they create the index their own ETF tracks.

Index Funds refers to mutual funds and ETFs having a portfolio constructed to match or track the components of a financial market index, such the Standard & Poor's 500 Index, by tracking the composition of a standard market index both in terms of the types of stock which constitute the benchmark index and in the amount that is present in the index. An index fund may underperform its index because of fees and expenses, trading costs, and tracking error.

Real estate funds (including REITs) face several kinds of risk that are inherent in the real estate sector, which historically has experienced significant fluctuations and cycles in performance. Revenues and cash flows may be adversely affected by: changes in local real estate market conditions due to changes in national or local economic conditions or changes in local property market characteristics; competition from other properties offering the same or similar services; changes in interest rates and in the state of the debt and equity credit markets; the ongoing need for capital improvements; changes in real estate tax rates and other operating expenses; adverse changes in governmental rules and fiscal policies; adverse changes in zoning laws; and the impact of present or future environmental legislation and compliance with environmental laws. ODIJ generally invests in index funds that own publicly traded REITs. As such, the REITs make specific investments in a wide range of properties, and the index fund owns portions of many REITs at the same time.

Commodities are tangible assets used to manufacture and produce goods or services. Commodity prices are affected by different risk factors, such as disease, storage capacity, supply, demand, delivery constraints, and weather. Because of those risk factors, even a well-diversified investment in commodities can be uncertain.

Non-U.S. securities present certain risks such as currency fluctuation, political and economic change, social unrest, changes in government regulation, differences in accounting, and the lesser degree of accurate public information available.

Past performance is not indicative of future results. Investing in securities involves a risk of loss that all clients should be prepared to bear.

Item 9: Disciplinary Information

ODIJ has never been the subject of a criminal or civil action, administrative proceedings, self-regulatory organization proceedings, or any other disciplinary actions.

Item 10: Other Financial Industry Activities and Affiliations

Neither ODIJ nor its representatives are registered as, or have pending applications to become, a broker-dealer or a representative of a broker-dealer. Neither ODIJ 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. There are no relationships or arrangements that are material to ODIJ's advisory business or to ODIJ's clients that ODIJ or any of its management persons have with any related person. ODIJ does not utilize nor select third-party investment advisors. All assets are managed by ODIJ management and all advice is rendered by ODIJ advisors.

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

A. Code of Ethics

ODIJ 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. ODIJ's Code of Ethics is available free upon request to any client or prospective client.

B. Personal Trading Practices for Representatives of ODIJ

From time to time, representatives of ODIJ may buy or sell securities for themselves at or around the same time as they buy or sell securities for clients or buy or sell securities for themselves that they also recommend to clients. ODIJ may recommend that clients buy or sell securities in which a related person to ODIJ or ODIJ has a material financial interest. This may provide an opportunity for representatives of ODIJ to buy or sell the same securities before or after recommending the same securities to clients resulting in representatives profiting from the same recommendations they provide to clients. Although such transactions have the potential to create a conflict of interest, it is ODIJ's policy not to permit transactions that are motivated by, or result in, an actual conflict of interest. ODIJ personnel will not engage in "front running" client Accounts. ODIJ 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 or when representatives of ODIJ buy or sell securities at or around the same time as clients. ODIJ personnel understand that ODIJ has an affirmative duty of utmost good faith to act solely in the best interest of its clients.

C. Rollover Disclosure

When ODIJ provides investment advice to you regarding your retirement plan account or Individual Retirement Account (IRA), we are fiduciaries within the meaning of ERISA and/or the Internal Revenue Code, as applicable which laws governing retirement accounts. The way we make money creates some conflicts with your interests, so we operate under a special rule that requires us to act in your best interest and not put our interests ahead of yours. If ODIJ recommends that a client roll over his or her retirement plan account or IRA assets into an Account to be managed by ODIJ, such a recommendation may create a conflict of interest if ODIJ will earn an additional or increased advisory fee on the rolled over assets. No client is under any obligation to roll over retirement plan assets to an account managed by ODIJ. Clients and prospective clients considering a rollover from a workplace retirement plan account to an IRA, or from an IRA to another IRA, are encouraged to consider the advantages and

disadvantages of such a rollover, including, but not limited to, increased or decreased management expenses, transaction expenses and custodial expenses, and an increase or decrease to the number of available investment options.

Item 12: Brokerage Practices

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

Custodians and/or broker-dealers will be recommended based on their relatively low transaction fees and access to mutual funds and ETFs. Clients will not necessarily pay the lowest commission or commission equivalent. ODIJ may also consider the market expertise and research access provided by the broker-dealer and/or custodian, including but not limited to access to written research, oral communication with analysts, admission to research conferences, and other resources provided by the brokers that may aid in ODIJ's research efforts. ODIJ also considers the quality of service provided by the custodian and the quality of the custodian's digital tools used to help facilitate investment advisory services for the clients. ODIJ does not charge a premium or commission on transactions, beyond the actual cost imposed by the broker-dealer and/or custodian.

For each Plan client that expresses an interest in changing custodians, ODIJ will review several custodians and select the one that provides the highest level of service at the most optimal pricing for the Plan's Accounts.

Plan clients who wish to retain ODIJ's investment consulting services without changing the Plan's custodian may do so. In such cases, the Plan's custodian may or may not be a custodian ODIJ recommends.

ODIJ does not make custodian or broker-dealer recommendations to individual participants of a Plan that has not entered into an investment advisory agreement with ODIJ.

For clients other than Plan clients, ODIJ recommends Schwab Institutional, a division of Charles Schwab & Co., Inc. ("Schwab") or Altruist Financial LLC ("Altruist") to serve as the custodian and broker-dealer of clients' investment Accounts that are not 529 Accounts. ODIJ actively monitors the custodian options available and may recommend an alternative to Schwab or Altruist in the future. With respect to clients' 529 Accounts, ODIJ recommends my529 (formerly known as the Utah Educational Savings Plan) to serve as custodian and broker-dealer of those Accounts.

1. Research and Other Soft-Dollar Benefits

While ODIJ has no formal soft dollars program in which soft dollars are received or used to pay for third-party services, ODIJ may receive research materials published by Schwab or Altruist in connection with ODIJ's recommendation of Schwab or Altruist as custodians for its clients' Accounts. These research materials describe current market trends and updates. ODIJ does not rely on these research materials in making investment decisions on behalf of its clients and ODIJ does not have any incentive to recommend a broker-dealer based on receiving this research. ODIJ's receipt of this research will not result in higher commissions charged to the client. In addition, ODIJ receives certain economic benefits from Schwab Advisor Services, a division of Schwab ("Schwab Advisor Services"), and from Altruist, which are derived from ODIJ's

brokerage recommendation of Schwab. These benefits are described in further detail under Item 14.A. of this brochure.

ODIJ does not receive any research or soft dollar benefits from my529 in connection with its recommendation of my529 as a broker-dealer and custodian.

2. Brokerage for Client Referrals

ODIJ 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 and/or Custodian to Use

ODIJ will permit clients to direct it to execute transactions through a specified broker-dealer when the transactions are to occur within clients' Held-Away Accounts (as defined in Item 4.B. of this brochure). Unless a client's Account is a Held-Away Account, generally ODIJ will not permit a client to direct brokerage to a custodian other than Schwab or Altruist.

If a client directs brokerage, this may result in higher commissions, which may result in a disparity between free and directed accounts, and trades for the client and other-directed accounts may be executed after trades for free accounts, which may result in less favorable prices, particularly for illiquid securities or during volatile market conditions. Not all investment advisors allow their clients to direct brokerage.

B. Aggregating (Block) Trading for Multiple Client Accounts

ODIJ may, but does not always, aggregate or bunch the securities to be purchased or sold for multiple clients. When trades are not aggregated, this may result in less favorable prices, particularly for illiquid securities or during volatile market conditions. However, ODIJ primarily trades in highly liquid ETFs. It is ODIJ's policy to allocate investment opportunities and transactions it identifies as being appropriate and prudent among its clients on a fair and equitable basis over time.

Item 13: Review of Accounts

In addition to annual reviews performed by a client's ODIJ advisor, all client Accounts for which ODIJ's investment advisory services are provided on an ongoing basis are reviewed by ODIJ's Compliance department when the account is opened or transferred to ODIJ. Accounts are reviewed within the context of the client's investment objectives, risk tolerance levels, and suitability of investment options. More frequent reviews may be triggered by material market, economic or political events, or by changes in a client's financial situation (such as retirement, termination of employment, physical move, or inheritance). Each client for whom ODIJ's investment advisory services are provided on an ongoing basis will receive a report at least quarterly detailing the client's Account, including assets held, asset value, the calculation of certain fees, and (if the report relates to a Custodian-Linked Account (other than 529 Accounts), the amount of ODIJ's Fees). This written report will come from the custodian of the Custodian-Linked Account or Held-Away Account, as applicable.

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)

As a benefit for managing our clients' Accounts at Schwab Advisor Services and Altruist, ODIJ receives access to Schwab's and Altruist's institutional trading and custody services, including services related to executing securities transactions, custody, research and analyses, and access to certain funds.

Schwab and Altruist also make available to ODIJ other products and services that benefit ODIJ but may not benefit its clients' Accounts. These benefits may include educational events and access to courses for continuing education credits. Other of these products and services assist ODIJ in managing and administering clients' Accounts. These include software and other technology that provide access to client Account data, facilitate trade execution, provide research, pricing information and other market data, facilitate payment of ODIJ's Fees from its clients' Accounts, and assist with back-office training and support functions, recordkeeping, and client reporting. Schwab Advisor Services and Altruist also make available to ODIJ other services intended to help ODIJ manage and further develop its business enterprise, including professional compliance, legal and business consulting, publications and conferences on practice management, information technology, business succession, employee benefits providers, human capital consultants, insurance, and marketing. In addition, Schwab or Altruist may make available, arrange and/or pay vendors for these types of services rendered to ODIJ by independent third parties. ODIJ is independently owned and operated and not affiliated with Schwab or Altruist.

The benefits ODIJ receives from Schwab Advisor Services and Altruist are derived from ODIJ's brokerage recommendation and use of Schwab and Altruist. Neither Schwab nor Altruist charges ODIJ separately for these services. The benefits do not create a conflict of interest as they are comparable to the benefits ODIJ would receive from Schwab's and Altruist's competitors if ODIJ recommended any of those competitors to serve as the custodian of clients' Accounts.

B. Compensation to Non - Advisory Personnel for Client Referrals

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

Item 15: Custody

For the investment advisory services ODIJ offers, the custodian of the client's investment assets will be agreed to by the client in the Account agreement or other Account opening documentation. Although ODIJ does not serve as the qualified custodian of any client's Account(s), there is one circumstance under which ODIJ will be deemed to have custody of a client's assets under applicable securities' laws.

When ODIJ deducts the Advisory Fee or Plan Fee from a client's Custodian-Linked Accounts on a monthly or quarterly basis, ODIJ will be deemed to have limited custody of the client's assets. In all cases, ODIJ must have a general written authorization from the client to make the foregoing deductions. Once ODIJ has obtained such authorization from the client, ODIJ will not

seek additional consents each time it deducts Fees. Clients will receive all Account and Plan Account statements quarterly from the qualified custodian of the Account or Plan Account and they should carefully review those statements.

Item 16: Investment Discretion

ODIJ provides discretionary investment advisory services to all of its investment advisory clients except the Plans. The investment advisory contract established with each investment advisory client sets forth the discretionary authority for trading. Where investment discretion has been granted, ODIJ generally manages the client's Account(s) and makes investment decisions without consultation with the client as to when the securities are to be bought or sold for the Account(s), the total amount of the securities to be bought or sold, what securities to buy or sell, or the price per share. In some instances, ODIJ's discretionary authority in making these determinations may be limited by conditions imposed by a client (in investment guidelines or objectives, or client instructions otherwise provided to ODIJ). Notwithstanding the foregoing authority, ODIJ does not have authority to withdraw cash, securities, or funds from a client's Account without the client's permission and will never suggest or recommend doing so to a client. Any such withdrawals must be initiated, approved, and requested by the client.

ODIJ does not accept discretionary authority to manage Plan Accounts and does not have the ability to effect purchases and sales of securities within Plan Accounts under the investment consulting agreement with the Plan. See Item 4.B. under the heading, *Benefit Plan Consulting*, for further information about ODIJ's nondiscretionary investment consulting services to the Plans.

Item 17: Voting Client Securities (Proxy Voting)

ODIJ 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

ODIJ does not require prepayment of more than \$1,200 in Fees per client, six (6) months or more in advance. Therefore, a balance sheet for ODIJ's most recently completed fiscal year is not attached to this brochure. Neither ODIJ nor its management expects that current financial conditions will render ODIJ unable to meet contractual commitments to clients. ODIJ has never been the subject of a bankruptcy petition.

Item 19: Requirements for State Registered Advisors

This Item 19 does not apply to ODIJ.