



Form ADV Part 2A

# FIRMBROCHURE

## Item 1 – Cover Page

This Brochure provides information about the qualifications and business practices of Vestory, LLC (“Vestory”). If you have any questions about the contents of this Brochure, please contact us at 800.386.3004. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission (“SEC”) or by any state securities authority.

The oral and written communications of an Adviser provide you with information about which you determine to hire or retain an Adviser.

Additional information about Vestory, LLC also is available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). You can search this site by a unique identifying number, known as a CRD number. The CRD number for Vestory LLC is 151858.

Vestory Investment Advisory  
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Vestory, LLC is a Registered  
Investment Advisor.  
Registration does not imply any  
level of skill or training.

Version date: January 22, 2019

## Item 2 – Material Changes

Since our last annual update on March 22, 2018, there have been the following material changes to this brochure:

Vestory has a minimum account size of \$250,000.00.

Our online service VestoryOne, is now available under Vestarter with a minimum account size of \$5,000.00.

We will ensure that you receive a summary of material changes, if any, to this and subsequent disclosure brochures within 120 days after our fiscal year ends. Our fiscal year ends on December 31 so you will receive the summary of material changes, if any, no later than April 30 each year. At that time we will also offer a copy of the most current disclosure brochure. We may also provide other ongoing disclosure information about material changes as necessary.

We will further provide you with a new Brochure as necessary based on changes or new information, at any time, without charge.

Currently, our Brochure may be requested by contacting Chief Compliance Officer Thomas C. Cock at 800.386.3004 or [tom@vestory.com](mailto:tom@vestory.com).

Other amendments may have been made to this brochure, which are not discussed in our summary, and consequently, we encourage you to read the brochure in its entirety. Additional information about Vestory is also available via the SEC's web site [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). The SEC's web site also provides information about any persons affiliated with Vestory, LLC who are registered, or are required to be registered, as investment adviser representatives of Vestory, LLC.

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## Item 4 – Advisory Business

Vestory has been in business since October 2009 and is primarily owned by Principals Thomas C. Cock and Don McDonald. Other members of Vestory's staff are also minority owners.

As of December 31, 2018, Vestory managed \$381,239,375 client assets.

Vestory provides fee-only, discretionary portfolio management services to individual investors and retirement plans. These services are based, in part, on the principles and tenets of Modern Portfolio Theory (MPT) as a means for building investment portfolios within a client's long-term investment goals. These services are tailored to the individual's investing objectives, risk tolerance and time horizon.

Vestory constructs model portfolios used as a starting point to determine individual investor needs and which demonstrate the historical risk and return of multiple asset class allocations. Vestory's advisory services are designed to educate individual investors on the benefits of long-term investing through appropriate asset class allocations that match the individual's investing risk tolerance. That knowledge is applied in jointly developing an asset allocation that fits the individual's needs. It is then implemented and managed through a global investment portfolio, massively diversified across thousands of securities, with the strategy of providing a market-based return within each client's risk tolerance profile.

Vestory primarily recommends the use of no-load mutual funds and ETFs, like those offered by Dimensional Fund Advisors (DFA), Schwab, and Vanguard which follow a low-cost, non-predictive, evidence-based investment philosophy with low holdings turnover. DFA-sponsored funds in particular provide Vestory client access to institutional class passively-managed mutual funds not generally available to the investing public.

Vestory also may provide advice on corporate debt securities, certificates of deposit, variable investment company products and government bonds. Vestory provides limited advice on individual equity securities (stocks), which present non-diversified risks that are generally difficult to quantify, due to their concentrated exposure to industry and company specific factors.

Vestory may also provide, when desired by the client, specific fixed income services such as direct investment in laddered fixed income securities with date-certain maturities. Such services are only offered when the size of the client's fixed income allocation provides benefit in holding date-certain instruments to better manage interest rate risk, fund planned account withdrawals, lower investment costs and address other relevant factors versus the allocation to fixed income mutual funds.

Vestory may recommend selling positions for reasons that include, but are not limited to, harvesting capital gains or losses, rebalancing for over and underweighted asset classes in the portfolio, change in risk tolerance of client, or any risk deemed unacceptable for the client's risk tolerance.

Broad based asset allocation using passively-managed, low turnover investments is the primary way Vestory attempts to manage clients' investment risk while providing the returns that the investing markets provide. By way of an Investment Advisory Agreement, clients provide Vestory written authority to manage their account investments on a discretionary basis. Clients may impose restrictions on investing in certain securities or types of securities. Such restrictions shall be

included in the Investment Advisory Agreement. Clients may change or amend these restrictions at any time. All changes or amendments must be in writing.

In the course of providing discretionary investment advisory services, Vestory does not provide custodial or other such administrative services. AT NO TIME WILL VESTORY ACCEPT OR MAINTAIN CUSTODY OF CLIENT FUNDS OR SECURITIES. Custodial services are provided by an independent third party custodian. Vestory has standing authority for transferring funds on behalf of Firm clients (SLOA). These SLOAs have been put in place upon the client's written request and signature. However, the discretion to move money from a client's account to a third-party is outside the Firm's existing authority, if the request is not submitted by the client, in writing, affirmed by Vestory and presented to the custodian. For example, the amount or timing of a disbursement request may not be on the SLOA originally submitted to the custodian; however, at a future date, a client may contact Vestory requesting the adviser submit instructions to the custodian to remit a specific dollar amount from the account to the designated third-party. The process shall require additional consent as outlined by the parties. In addition, Vestory meets the seven conditions the SEC has set forth that are intended to protect client assets in such situations. See Item 15 of this brochure regarding Custody and Item 16 regarding Investment Discretion.

## Item 5 – Fees and Compensation

Pursuant to Vestory's Investment Advisory Agreement signed by each client, the client pays Vestory an annual advisory fee, which is collected quarterly in advance, based on the value of assets under management as of close of business on the last business day of the prior calendar quarter. The account balance on which Vestory calculates its fee may vary slightly from the account custodial statement due to rounding or timing differences in how accrued interest is reported, for example (see Item 15 of this brochure regarding Custody). Client provides written authorization to withdraw fee directly from client's account. Fee withdrawal occurs at the start of the new calendar quarter and is performed by Vestory's back office administrator. Vestory sends client an informational invoice showing the amount of the fee, the value of client's asset on which the fee is based, and computation of the fee, according to the following schedule attached as Exhibit A to

### Vestory Annual Advisory Fees

Assets Under Management	Annual Fee
Up to \$1,000,000	0.9%
\$1,000,000 to \$2,000,000	0.5%
Over \$2,000,000	0.3%

the signed Investment Advisory Agreement:

Investment accounts initiated or terminated during a calendar quarter will be charged a prorated Vestory advisory fee. Upon termination of any account, any prepaid, unearned fees will be promptly refunded to client, and any earned, unpaid fees will be due and payable to Vestory.

Advisory fees are negotiable and may be discounted. They are separate and distinct from expenses charged by mutual fund companies, which are described in each fund's prospectus and generally include an internal management fee and other fund expenses. A client may be able to invest in these products directly, without the services of Vestory. In that case, the client would not receive the services provided by Vestory which are designed, among other things, to assist the client in determining which products or services are most appropriate to each client's financial condition and investing objectives.

Additionally, Vestory also provides financial planning services, to clients, on an hourly basis and a special portfolio research document, "My Future Blueprint." Clients who choose to have "My Future Blueprint" created pay a flat fee of \$199 for the report. In some cases, this fee may be discounted or waived at Vestory's discretion. Vestory also teaches investment classes for which a small admission fee may be charged to help defray venue costs.

Clients are also responsible for any custodial fees and security transaction fees charged by the independent custodian and executing broker-dealer. These are also separate and distinct from Vestory's advisory fee. Vestory does not receive any portion of these third-party charges. Also, Vestory does not accept any commissions for the sale of securities or other investment products, including asset-based distribution fees from the sale of mutual funds.

The client is encouraged to review third-party fees, mutual fund fees and the fee charged by Vestory to fully understand total fees to be paid.

**Vestory offers a flat fee financial planning and/or asset management service to individuals and various entities. The \$1500 fee is for general planning or to address a particular area of interest or need, depending on the individual's unique circumstances.**

See Item 12 of this brochure for the factors Vestory considers in selecting or recommending custodians/broker-dealers and determining the reasonableness of their charges.

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

Vestory does not charge performance-based fees of any kind. In addition, Vestory does not participate in any wrap fee programs.

## Item 7 – Types of Clients

Vestory provides portfolio management services to individuals, high-net-worth individuals including trusts, as well as pension and profit sharing plans. Vestory has a minimum account size of \$250,000.00 or \$5,000.00 for Vestarter services.

## Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss

### Methods of Analysis and Investment Strategies

Vestory's services are based on long-term investment strategies incorporating the principles of Modern Portfolio Theory (MPT). Vestory's investment approach is firmly rooted in the belief that markets are "efficient" and that investor returns are determined principally by asset allocation decisions, rather than market timing or stock picking. Vestory recommends diversified portfolios, primarily through the use of non-predictive managed, asset class mutual funds. Nonetheless, Vestory portfolio recommendations principally hold broadly-traded open end mutual funds and in some cases

conservative date-certain fixed income securities to implement this investing strategy. Vestory may also periodically use Exchange Traded Funds (ETFs) to represent an asset class.

Although all investments involve risk, Vestory's investment recommendations seek to limit risk through broad diversification in global equity classes and as appropriate for each client, an allocation to conservative fixed income securities for the fixed income class. Vestory's investment philosophy is designed for investors who desire a buy and hold strategy, with five and even ten or more years of equity-investing time horizon. Vestory's approach also seeks to minimize the frequent trading of securities which typically decreases portfolio performance due to increased brokerage and other transaction and tax costs borne by clients. Investors who do not commit to a MPT philosophy may not achieve desired long-term results.

Clients may wish to hold or retain other types of assets as well, such as actively managed funds and individual stocks, for example. Vestory can offer advice regarding those various assets as part of its service. Advice regarding such assets may not generally involve asset management services, but may help to more generally assist the client with their particular needs. Vestory will emphasize the increased cost associated with trying to time the market through active management or in holding individual stocks where non-diversified risks are difficult to quantify due to concentrated exposure to specific industries and companies.

The investment strategies implemented by Vestory do not utilize securities classified as having significant or unusual risks, beyond that of the general domestic and international equity markets.

Nonetheless, past performance does not guarantee future returns. Investing in securities involves risk of loss that you, as the client, should be prepared to bear.

Vestory relies on research from multiple resources such as, commercially available investment services, financial newspapers, periodicals and prospectuses. Vestory also receives research from Dimensional Fund Advisors, Vanguard, and from other consultants, including economists affiliated with Dimensional Fund Advisors (DFA). DFA provides historical market analysis, risk/return analysis and continuing education to Vestory. Vestory in turn, seeks to pass this information on, in an ongoing effort to educate and inform clients and prospects on prudent investing strategies and practices to better understand objective risk/return tradeoffs.

## Analysis of a Client's Financial Situation

In developing investment plans for clients, including the recommendation of an appropriate asset allocation, Vestory relies on the client's financial objective, current and estimated future resources, and their stated tolerance for risk. And in some cases, Vestory may use Monte Carlo simulation analysis, a standard statistical approach for dealing with uncertainty.

As with any method used to make projections into the future, there are several risks associated with such projections, which may result in client's not achieving their financial goals. These include, but are not limited to:

- The risk that expected future cash flows do not match those used in the analysis
- The risk that future rates of return fall short of historical levels or projected estimates
- The risk that market volatility exceeds historical levels or projected estimates
- The risk that inflation is greater than historical levels or projected estimates
- That government tax rates are higher than projected, which adversely impacts both taxable account performance and after-tax proceeds from deferred account withdrawals

## Risk of Loss

Please read this section carefully

All investments present the risk of loss of principal – the risk that the value of securities (mutual funds, ETFs and individual bonds), when sold or otherwise disposed of, may be less than the price paid for the securities. Even when the value of the securities when sold is greater than the price paid, there is the risk that the appreciation will be less than inflation. In other words, the purchasing power of the proceeds may be less than the purchasing power of the original investment.

The mutual funds and ETFs utilized by Vestory may include funds invested in domestic and international equities, including real estate investment trusts (REITs), corporate and government fixed income securities and commodities. Equity securities may include large capitalization, medium capitalization and small capitalization stocks. Mutual funds and ETF shares invested in fixed income securities are subject to the same interest rate, inflation and credit risks associated with the underlying bond holdings.

Among the riskiest mutual funds used in Vestory's investment strategies are U.S. and International small capitalization and small capitalization value funds, emerging markets funds, and commodity futures funds. Conservative fixed income securities have lower risk of loss of principal, but most bonds (with the exception of Treasury Inflation Protected Securities or TIPS) present the risk of loss of purchasing power through lower expected return. This risk is greatest for longer-term bonds.

Certain funds utilized by Vestory may contain international securities. Investing outside the United States involves additional risks, such as currency fluctuations, periods of illiquidity and price volatility. These risks may be greater with investments in emerging countries.

More information about the risks of any particular market sector can be reviewed in representative mutual fund prospectuses managing assets within each applicable sector.

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

It is the very nature of this future loss uncertainty that produces higher rates of return over time. The key words are "over time." Meaning that in the course of pursuing a higher return, one has to be able to handle inevitable short-term volatility surprises. Such volatility translates to the risk of locked-in investment loss if money must be withdrawn in a down market, which is precisely what makes investing time horizon so critically important.

To make investing more comfortable, volatility must be reduced. One way is to accept much lower rates of return. But lower rates of return expose the investor to inflation risk.

A better way to reduce volatility is to invest consistent with the tenants of MPT and passivity. Invest passively in non-correlating assets classes across global markets moving in different directions over time.

Diversification works to eliminate non-compensated specific industry and company risk, leaving only inherent market risk with which to contend.

Therein lies the key to successful MPT investing:

- Consistent and methodical saving to fund investment
- Allow plenty of investing time horizon as a means to ignore inherent market volatility
- Build a massively diversified portfolio of worldwide holdings constructed to your personal volatility/risk tolerance

- Ignore the market's inherent volatility
- Accepting the market's inherent volatility is ultimately what earns you a higher rate of return over time

## Item 9 – Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of Vestory or the integrity of Vestory's management. Vestory has never been subject to regulatory, disciplinary or legal action and no one at Vestory has been the subject of regulatory or disciplinary action.

## Item 10 – Other Financial Industry Activities and Affiliations

Mr. Cock, Mr. McDonald and all other Vestory representatives providing advice to clients are not registered as a broker-dealer or as representatives of a broker-dealer. Mr. Cock, Mr. McDonald and all other Vestory representatives providing advice to clients are not registered as a Futures Commission Merchant, Commodity Pool Operator, or Commodity Trading Advisor.

From time to time, Vestory allows Firm Investment Advisers to associate with more than one investment advisor firm. Applicable Vestory clients may elect to transfer their investment adviser agreements to Harvard Avenue before January 2019. CCO, Tom Cock shall review and approve Client transition requests to Harvard Avenue in light of the Firm's policy and Code of Ethics.

## Item 11 – Code of Ethics

Vestory has adopted a Code of Ethics that sets forth the basic policies of ethical conduct for all managers, officers, and employees of the adviser. In addition, the Code of Ethics governs personal trading by each employee of Vestory deemed to be an Access Person and is intended to ensure that securities transactions effected by Access Persons of Vestory are conducted in a manner that avoids any actual or potential conflict of interest between such persons and clients of Vestory.

Vestory does not recommend that clients buy or sell any securities in which a related person to Vestory has a material interest.

When Vestory representatives buy or sell securities for themselves that they also recommend to clients, they will comply with Vestory's Code of Ethics and never put themselves in a position to benefit before clients.

When Vestory representatives are buying and selling securities for themselves at or around the same time as clients, and the securities are not open-end mutual funds or broadly-based Exchange Traded Fund indexes, Vestory representatives will trade client positions first, before they trade their own.

Clients and prospective clients may request a copy of Vestory's Code of Ethics by contacting Chief Compliance Officer Thomas C. Cock at 800.386.3004 or [tom@vestory.com](mailto:tom@vestory.com).

## Item 12 – Brokerage Practices

Vestory selects the custodians/broker-dealers it recommends to clients based on trading access to investment securities, reliable trade execution, competitive fees, quality of custodial services, customer service ease of access, and reputation in the industry.

Vestory does not receive research or other products or services (better known as “soft dollar benefits”) in exchange for clients paying higher fees and commissions than those charged by other custodians/broker-dealers. Vestory will never charge a premium or commission on transactions, beyond the actual cost imposed by custodian/broker-dealer.

Vestory will not receive a referral fee or client referrals from custodial in exchange for clients using a recommended custodian/broker-dealer.

Although Vestory allows clients to direct brokerage, Vestory may be unable to achieve most favorable execution of client transactions if client chooses to direct brokerage.

Additionally, client may pay higher brokerage commissions or received less favorable prices if client chooses to direct brokerage.

## Item 13 – Review of Accounts

Accounts are reviewed every six months and rebalanced when warranted. Reviews are conducted by a Vestory Investment Advisor Representative and in some cases by Mr. Cock.

Rebalancing or re-optimizing can also be triggered in connection with the following events:

- Account deposits and withdrawals
- Changes in client’s financial situation or risk tolerance (retirement, change or loss of employment, physical relocation, inheritance, unexpected financial burden or windfall, change in marital status, tax law changes impacting client, etc.)
- Material market shifts, major economic, or political events

Rebalancing is accomplished by reallocating assets to original allocation target percentages. Re-optimizing involves setting new asset allocation target percentages.

The client will receive written or electronic statements at least quarterly from their account custodian. Vestory also provides quarterly portfolio performance reports in written or electronic form.

In addition, the client will receive other supporting reports from Mutual Funds, Trust Companies or Custodians, Insurance Companies, Broker/Dealers and others who are involved with client accounts. See Item 16 of this brochure regarding Investment Discretion.

It is the client’s responsibility to notify their Vestory Investment Advisor Representative whenever there is a material change in their financial situation or risk tolerance to warrant a change in their investment plan and/or asset allocation.

## Item 14 – Client Referrals and Other Compensation

Vestory does not receive any economic benefit, directly or indirectly from any third party for advice rendered to Vestory clients. Vestory does not pay client referrals fees, directly or indirectly, to any third parties.

## Item 15 – Custody

Vestory does not take custody of a client account or accept or maintain custody of client funds or securities. Custodial services are provided by an independent third party Custodian. Vestory has standing authority for transferring funds on behalf of Firm clients (SLOA). These SLOAs have been put in place upon the client's written request and signature. Vestory's existing authority regarding client account disbursements is exclusive to the SLOA submitted to the Custodian.

Clients will receive statements at least quarterly from the custodian holding their investment assets. Vestory urges clients to carefully review such statements and compare these custodial records with the quarterly reports provided by Vestory. Vestory reports may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

## Item 16 – Investment Discretion

By way of the Investment Advisory Agreement, client grants Vestory written limited power of attorney to select the identity and amount of securities to be bought and sold in their account. In all cases, this discretion is exercised in a manner consistent with the investment objectives for the particular client account.

When selecting securities and determining amounts, Vestory observes any limitations imposed by client. Such limitations shall be included in the Investment Advisory Agreement. Client may change or amend these limitations at any time. All changes or amendments must be provided to Vestory in writing.

## Item 17 – Voting Client Securities (Proxy Voting)

Vestory does not accept the authority to and does not vote proxies on behalf of clients. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in client portfolios. Also, Vestory does not give any advice or take any action with respect to the voting of these proxies. Clients and Vestory agree to this in writing pursuant to the signed Investment Advisory Agreement.

Clients will receive applicable proxies directly from the issuer of securities held in clients' investment portfolios. Clients should direct all proxy questions to the issuer of the security.

Note that Vestory will neither advise nor act on behalf of clients in legal proceedings involving companies whose securities are held or previously were held in clients' account(s), including, but not limited to, the filing of "Proofs of Claim" in class action settlements.

## Item 18 – Financial Information

Registered investment advisers are required in this Item to provide you with certain financial information or disclosures about Vestory's financial condition.

Vestory has no financial commitment that impairs its current or future ability to meet contractual and fiduciary commitments to clients, and has not been the subject of a bankruptcy proceeding. However, one of the company principal's, Thomas C. Cock, filed for personal Chapter 13 bankruptcy protection on October 5, 2011. He subsequently withdrew the petition on November 8, 2011 and it was dismissed by the court.