



E V E R S P I R E

Client Brochure – Wrap Fee Program

(Form ADV Part 2A, Wrap)
March 13, 2020

This brochure provides information about Everspire's qualifications and business practices. If you have questions about the brochure, please contact us at hello@everspire.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. Registration does not imply a certain level of skill or training. Provision of this brochure does not relieve Everspire of any other disclosure obligations the firm may have under federal or state law. Additional information about Everspire is available by searching the SEC website at www.adviserinfo.sec.gov by firm name or CRD number (#222515).

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ITEM 2 – MATERIAL CHANGES

This item summarizes material changes to Everspire's Wrap Fee Program brochure since the previous update (08/07/2019). Clients receive a summary of changes within 120 days of year-end and whenever the firm's practices change materially. Everspire's most recent brochure may be requested at any time by contacting Roy Jones at 801-545-8706 or hello@everspire.com.

SEC Registration: In August 2019, Everspire transitioned from state registration to registration with the United States Securities and Exchange Commission. Immaterial changes have been made throughout the Brochure to reflect this change in regulatory oversight.

Wrap Brochure Changes: Everspire both participates in and sponsors this Wrap Fee Program, which means this Wrap Brochure is distributed together with Everspire's Firm Brochure. For this reason, changes have been made throughout to simplify the Wrap Program Brochure and reduce redundancy with Everspire's Firm Brochure.

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Wrap Fee Program

Everspire participates in and sponsors a Wrap Fee Program. This program allows Everspire to manage client accounts for a single fee that includes both advisory services and brokerage costs. Program participants elect to receive one or more of the four core services offered through the program. The services and associated fees are as follows:

Financial Planning

0.3%

Wealth Management / Dedicated Advisor (Financial Plan Implementation)

0.7%

Investment Management

0.25%

Unified Managed Accounts (UMA)

0.25%

Each service listed above is described in detail in Everspire's Firm Brochure. At minimum, clients must select Investment Management services in order to participate in the Wrap Program. Clients with more than one account or a complex set of accounts will be encouraged to select Unified Managed Account (UMA) services as well. Everspire recommends that clients also receive Financial Planning and Wealth Management/Dedicated Advisor services but they are not required to do so. Fees are not negotiable. Because Everspire is both participant in and sponsor of the Wrap Program, all fees from the program are paid to Everspire.

Institutional Intelligent Portfolios (IIP)

Everspire's Institutional Intelligent Portfolios (IIP) is also offered to clients through the Wrap Program. IIP is a simplified investment management service appropriate for clients with small accounts or simple investment objectives. Clients who do not wish to utilize Everspire's Wealth Management / Dedicated Advisor service will be required to use the IIP program. The program is offered through Charles Schwab's Institutional Intelligent Portfolios™ platform and is described in more detail in Everspire's Firm Brochure.

Wrap Program Fees

The Wrap Program may cost more or less than purchasing similar services separately from another firm. Relative cost would depend on the cost of each service if provided separately, the comparative volume of trading activity, and the cost of trading, among other factors. Everspire's non-wrap offerings are offered at the same fee rates as Wrap Program fee rates. As

a result, Clients pay less through the Wrap Program than they would by selecting Everspire's equivalent unbundled services because the service is identical but in the Wrap Fee Program the Client does not bear the cost of trading commissions.

Because Everspire bears transaction costs, the firm may have a financial incentive to trade less frequently in Wrap Fee Program accounts than in accounts where Client bears trading costs in order to reduce trading costs to the firm.

Clients still bear the cost of management fees and other expenses imposed directly by a mutual fund, index fund, or exchange traded fund; spreads paid to market makers; and any fees agreed to directly with the account Custodian such as custodial, account, or wire fees.

Everspire Advisors recommending the Wrap Fee Program do not receive more compensation than they would from a client selecting the same services outside the Wrap Fee Program.

ITEM 5 – ACCOUNT REQUIREMENTS AND TYPES OF CLIENTS

The Wrap Fee Program is currently only offered to clients who use Charles Schwab as their qualified custodian and broker/dealer. Clients must, at a minimum, engage Everspire for Investment Management services. If the client has complex accounts, Unified Managed Account (UMA) services will be recommended. Clients who do not wish to receive Wealth Management / Dedicated Advisor services must use Everspire's IIP Wrap Program service.

The Wrap Program generally serves individuals, high net worth individuals, businesses, families, charitable organizations, and retirement plans. Participation in the Intelligent Investor Program (IIP) requires a minimum account size of \$5,000 and organization accounts (corporations and partnerships, for example) are not eligible to participate.

ITEM 6 – PORTFOLIO MANAGER SELECTION AND EVALUATION

Everspire is both the Sponsor and Portfolio Manager for the Wrap Fee Program and will not select any outside manager for the program. Accordingly, no related person will be chosen as a portfolio manager for this Wrap Fee Program.

Everspire selects common industry benchmarks to assess investment strategy performance. Presentations containing performance information are reviewed by Everspire for accuracy and compliance with presentation standards and requirements.

Everspire offers portfolio management services to its Wrap Fee Program participants as described in Section 4 above as well as in Item 4 of Everspire's Firm Brochure.

Everspire offers ongoing portfolio management services based on the individual goals, objectives, time horizon, and risk tolerance of each client as described in Everspire's Firm Brochure, Item 4.

Everspire Clients participating in the Wrap Fee Program receive the same investment management services as Clients who do not participate. Because Everspire is both participant in and sponsor of the Wrap Program, all fees from the program are paid to Everspire.

As of December 31, 2019, Everspire managed \$112,976,945 in discretionary assets and \$0 in non-discretionary assets through its Wrap Fee Program.

Everspire does not accept performance-based fees.

Methods of Analysis and Investment Risks

Everspire relies on a variety of analytical methods detailed in Item 8 of the Firm Brochure. These include fundamental analysis; research into optimal diversification across asset classes and geographic regions and the efficient balancing of risk and return (Modern Portfolio Theory); market and macroeconomic analysis; and study of investment vehicle characteristics. Investing risks are likewise detailed in the Firm Brochure but include market, interest rate, inflation, and credit risk, as well as the risk that assumptions about future economic conditions are incorrect.

Everspire will not ask for nor accept voting authority for client securities (proxy voting).

ITEM 7 – CLIENT INFORMATION PROVIDED TO PORTFOLIO MANAGERS

Everspire is the portfolio manager for this wrap fee program and the firm will have immediate access to any Client information collected.

ITEM 8 – CLIENT CONTACT WITH PORTFOLIO MANAGERS

Everspire places no restrictions on client ability to contact portfolio managers, who can be reached during regular business hours using the contact information in this brochure.

ITEM 9 – ADDITIONAL INFORMATION

Disciplinary Action and Other Financial Industry Activities

No legal or disciplinary events material to a Client's evaluation of Everspire or the integrity of the management need to be disclosed.

Registration as a Broker/Dealer or Broker/Dealer Representative

M. H. LeBlang, Inc. (/dba "MHL") is a broker-dealer and a related person of Everspire. Joshua Jones and Roy Jones are owners of MHL and Joshua Jones, Roy Jones, Ryan Tucker, and Mark

Lott are Everspire associates and registered representatives of MHL. They may receive sales commissions from sponsors of alternative investment products through MHL, revenue distinct from Everspire's wrap and advisory fees. These relationships with MHL may create an incentive to recommend products based on the compensation received. More detail about these conflicts and measures to address them is provided in Item 5 of Everspire's Firm Brochure.

Selection and Compensation of Other Advisors and Managers; Client Referrals

Everspire does not recommend or select other investment advisors for clients and does not receive compensation directly or indirectly from other advisors.

Code of Ethics

Everspire has adopted a Code of Ethics in accordance with SEC rules under the Investment Advisers Act of 1940. This Code of Ethics is described in Item 11 of the Firm Brochure.

Investing Personal Money in the Same Securities as Clients

Everspire and its associated persons do not recommend to or buy or sell for clients any securities in which the firm or its associated persons have a material financial interest.

Everspire advisors and related persons often invest in securities that are the same or related to those held by clients. Procedures in place to mitigate potential conflicts of interest are outlined in Item 11 of Everspire's Firm Brochure.

Periodic Reviews

Wrap Fee Program Client accounts are reviewed regularly to ensure their investments correspond with their stated objectives and risk tolerance. Material changes in the market or in a client's financial situation may trigger additional reviews. Everspire makes a Complete Wealth Statement available to each client on a monthly basis. See Item 13 of Everspire's Firm Brochure for more detail on account reviews and statement delivery.

Compensation to Non-Advisory Personnel for Client Referrals; Financial Information

The firm does not directly or indirectly compensate or receive compensation from any person who is not a supervised person. Everspire does belong to professional trade groups which may provide a listing that includes Everspire. See Item 14 of Everspire's Firm Brochure.

Everspire does not accept prepayment of more than \$500 in fees per client, six months or more in advance, and therefore does not include a balance sheet with this brochure. Neither Everspire nor its management have any financial conditions likely to impair its ability to meet commitments to clients. Everspire has never been the subject of a bankruptcy petition.