

## VIRTERA PARTNERS LLC

### **Item 1. Introduction**

**We are registered as an investment adviser with the U.S. Securities and Exchange Commission; we provide advisory services rather than brokerage services. Brokerage and investment advisory services and fees differ and it is important for you, our client, to understand the differences.**

Free and simple tools are available to research firms and financial professionals at <https://www.investor.gov/CRS>, which also provides educational materials about broker-dealers, investment advisers, and investing.

### **Item 2. Relationship and Services**

*What investment services and advice can you provide me?*

Our firm primarily offers portfolio management advisory services to retail clients (we review your portfolio, investment strategy, and investments). If you open an investment account with our firm, as part of our standard service we will monitor your investments on an ongoing basis and will conduct account reviews at least annually. We will also provide you with a written report. Our firm offers non-discretionary services whereby the retail investor makes the ultimate decision regarding the purchase or sale of investments. We do not limit the types of investments that we recommend. You have an unrestricted right to decline to implement any advice provided by our firm on a non-discretionary basis. We also manage investment accounts on a discretionary basis whereby we will decide which investments to buy or sell for your account and have discretion to select, retain or replace third-party managers to manage your accounts. We offer advice on exchange traded funds ("ETFs"), mutual funds, stocks, and alternative investments including, but not limited to private placements, hedge funds, private equity, real estate, oil and gas, venture capital, and other business opportunities. Additionally, we may advise you on various types of other investments based on your stated goals and objectives. In general, we require a minimum of \$100,000,000 in assets under management to establish an investment advisory relationship. At our discretion, we may waive the minimum asset requirements at any time.

For additional information, please refer to our [ADV Part 2A brochure](#), especially [Item 4](#) (services) [Item 7](#) (clients and account minimums), [Item 13](#) (account monitoring) and [Item 16](#) (discretionary authority).

#### **Key questions to ask us**

*Given my financial situation, should I choose an investment advisory service? Why or Why Not?*

*How will you choose investments to recommend to me?*

*What is your relevant experience, including your licenses, education and other qualifications? What do these qualifications mean?*

### **Item 3. Fees, Costs, Conflicts, and Standard of Conduct**

*What fees will I pay?*

The following summarizes the fees and costs associated with engaging our firm for investment advisory services. For detailed information regarding our fees, refer to our [ADV Part 2A brochure](#). Please make sure you understand what fees and costs you are paying. Our fees are listed in our client agreements and described in greater detail under [Item 5](#) and [Item 6](#) of our Form ADV.

Our asset-based fees for portfolio management are based on a percentage of your assets we manage. Our annual portfolio management fee is billed and payable quarterly in arrears based on the value of your account on the last day of the calendar quarter. In limited circumstances and in our sole discretion, we negotiate other fee arrangements including blended tier structures and/or fixed fee arrangements. We require a minimum of \$100,000,000 in assets under management to establish an investment advisory relationship, unless such requirement is waived. This presents a conflict of interest as we are financially incentivized to encourage you to place more assets in your advisory account as you will pay more in advisory fees. Performance-based fees are based on a share of a capital gains or capital appreciation of a client's account. Virtera Partners charges performance-based fees for certain private funds we manage. We charge performance-based fees to "qualified clients." In addition to our advisory fee, you will also be responsible for third party manager and/or platform fees, custody fees, account administrative and maintenance fees, fees and

expenses related to mutual funds and exchange traded funds, applicable securities transaction fees, and other product-level fees associated with your investments. You will pay fees and costs whether you make or lose money on your investments. Fees and costs will reduce any amount of money you make on your investments over time.

**Additional questions to ask us:**

*How might your conflicts of interest affect me and how will you address them?*

*Help me understand how these fees and costs might affect my investments. If I give you \$10,000 to invest, how much will go to fees and costs, and how much will be invested for me?*

**What are your legal obligations to me when acting as my investment adviser? How else does your firm make money and what conflicts of interest do you have?**

When we act as your investment adviser, we must act in your best interest and not put our interest ahead of yours. At the same time, the way we make money creates some conflicts. You should understand and ask us about these conflicts because they can affect the investment advice we provide you. Because our revenue is derived from asset-based fees, we have an incentive to grow your account as much as possible. This could cause us to take overly aggressive positions in conflict with your interests in an attempt to grow your account or could incentivize us to inflate the valuations of illiquid investments held in your account. We serve as the investment manager or are affiliated with one or more private pooled investment vehicles in which we may be recommend that you invest. Our Company, certain members of its management, and other knowledgeable employees may acquire, directly or indirectly, investment interests in our fund or have other financial interests (e.g. General Partner, Officers, Board Members, etc.) in the funds. This presents a conflict of interest because we have investments in and/or are compensated by the private funds.

We are affiliated with the general partner of certain private pooled investment vehicles. Persons affiliated with our firm may have made an investment in the funds and may have an incentive to recommend the fund over other investments. For more detailed information, please see [Item 10 Financial Industry Activities and Affiliations](#), [Item 12 Brokerage Practices](#), and [Item 14 Client Referrals and Other Compensation](#) of our [ADV Part 2A brochure](#).

**How do your financial professionals make money?**

Our financial professionals are compensated by a salary and bonus. The owners also share in the profits. The bonus compensation paid to our financial professionals involves a conflict of interest because they have a financial incentive to refer clients to our firm.

**Please ask us:**

*How might your conflicts of interest affect me, and how will you address them?*

**Do you or your financial professionals have legal or disciplinary history?**

No, our firm and our financial professionals currently do not have any legal or disciplinary history to disclose. Visit [Investor.gov/CRS](http://Investor.gov/CRS) for a free and simple research tool.

**Please ask us:**

*As a financial professional, do you have any disciplinary history? For what type of conduct?*

You can find additional information about our investment advisory services by viewing our [ADV Part 2A brochure](#) or by requesting a copy of the relationship summary at 216-859-8800.

**Key questions to ask your financial professional:**

*Who is my primary contact person? Is he or she a representative of an investment adviser or a broker-dealer?  
Who can I talk to if I have concerns about how this person is treating me?*