Guideline Investments, LLC

Firm Brochure - Form ADV Part 2A

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This brochure provides information about the qualifications and business practices of Guideline Investments, LLC. If you have any questions about the contents of this brochure, please contact us at (888) 228-3491 or by email at: support@guideline.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.

Additional information about Guideline Investments, LLC is also available on the SEC's website at www.adviserinfo.sec.gov. Guideline Investments, LLC's CRD number is: 281515.

ITEM 2: MATERIAL CHANGES

This brochure is dated March 3, 2016. This brochure reflects the following material changes since the last brochure dated November 20, 2015:

1. Item 4 regarding advisory services is updated to reflect Guideline's IRA services.
2. Item 5 regarding fees is updated to reflect IRA fees.
3. Item 14 regarding Guideline's advisory business is updated to better describe Guideline's retirement planning services.
4. Item 13 regarding review of accounts is updated to reflect that investment portfolios will be reviewed on a quarterly basis.
5. Item 17 regarding voting client securities is amended to explain that voting will be handled by fund managers.
6. Guideline Investment, LLC has updated their office address and contact information. (Cover page)

ITEM 3: TABLE OF CONTENTS

ITEM 4: ADVISORY BUSINESS

A. Firm

Guideline Investments, LLC (hereinafter “Guideline”) is a Limited Liability Company organized in the State of California, formed in September 2015. Its principal owner is Guideline Technologies, Inc, a Delaware Corporation.

B. Services

Guideline is a full-service, automated retirement plan administrator, and offers 401(k) plan consulting, setup, fiduciary and trustee services, recordkeeping, compliance, reporting, participant communications, and investment management services.

As part of its retirement planning services, Guideline also offers IRA accounts to clients.

Guideline provides retirement planning advice and primarily recommends managed mutual funds and exchange traded funds to clients. Guideline may recommend other securities to help diversify a portfolio when appropriate.

Guideline’s investment decisions are made in accordance with the fiduciary duties owed to its accounts and without consideration of Guideline’s economic, investment or other financial interests.

C. Client-Tailored Services and Client Restrictions

Guideline offers the same retirement planning products to all clients. While Guideline recommends “model portfolios” with different investment strategies, asset allocations and/or levels of volatility for each client based on their financial profile and time horizon, clients have the ability to self-direct their investments if they wish.

Clients may not impose restrictions in investing in certain securities or types of securities in accordance with their values or beliefs.

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. Guideline does not participate in any wrap fee programs.

E. Client Assets

As of December 31, 2015, Guideline managed $120,692 in client assets on a discretionary basis, and no non-discretionary assets.

ITEM 5: FEES AND COMPENSATION

A. Fees

Guideline charges plan sponsors a one-time fee of $200-700 to set up a 401(k) plan, and $6-$25 per month per plan participant, with a two-participant minimum. A final fee schedule is provided in the plan sponsor service agreement. Plan sponsors may cancel services with 60 days' notice.

Third-party plan custodians may also charge an annual maintenance fee after the first year. While fees charged to plan sponsors by Guideline may be negotiable, fees charged by a third-party plan custodian are non-negotiable.

Guideline does not charge 401(k) plan participants fees for plan administration or AUM. Guideline charges fees for individual services, including but not limited to, distributions after termination, required minimum distributions, hardship withdrawals, other in-service withdrawals, QDRO, loans, and wire/transfers. A schedule of fees is provided to participants in a fee disclosure statement.

Guideline charges IRA accounts 0.10% to 0.15% of AUM per month.

B. Billing & Payment

Plan sponsors receive a monthly invoice following the end of the month in which services were provided. Fees are paid via electronic funds transfer.

Fees charged to participants are collected at the time of service (e.g. when a qualifying distribution or withdrawal is taken from the account).

C. Third Party Fees

Plan sponsors and participants are responsible for the payment of all third party fees (i.e. custodial fees, brokerage fees, mutual fund fees, transaction fees, etc.). Those fees are separate and distinct from the fees and expenses charged by Guideline. Please see Item 12 of this brochure for information regarding Guideline's custodian.

D. Prepayment of Fees

Guideline does not accept prepayment of fees.

E. Compensation For the Sale of Securities to Clients

Neither Guideline nor any supervised persons accept compensation for the sale of securities or other investment products.

ITEM 6: PERFORMANCE-BASED FEES

Neither Guideline nor its supervised persons accept performance-based fees on a share of capital gains on or capital appreciation of the assets of a client.

ITEM 7: TYPES OF CLIENTS

Guideline provides advisory services to 401(k) plan sponsors and participants.

There is no account minimum for any of Guideline's services.

ITEM 8: METHODS OF ANALYSIS, INVESTMENT STRATEGIES, AND RISK OF LOSS

A. Methods of Analysis and Investment Strategies

Guideline upholds *modern portfolio theory*, which is a theory of investment that attempts to maximize portfolio expected return for a given amount of portfolio risk, or equivalently minimize risk for a given level of expected return, each by carefully choosing the proportions of various assets. Guideline also uses a long term trading strategy.

Clients should be aware that investing in securities involves a risk of loss that the client should be prepared to bear.

B. Material Risks

Modern Portfolio Theory assumes that investors are risk averse, meaning that given two portfolios each offering the same expected return, investors will prefer the less risky one. Thus, an investor will take on increased risk only if compensated by higher expected returns. Conversely, an investor who wants higher expected returns must accept more risk. The exact trade-off will be the same for all investors, but different investors will evaluate the trade-off differently based on individual risk aversion characteristics. The implication is that a rational investor will not invest in a portfolio if a second portfolio exists with a more favorable risk-expected return profile – i.e., if for that level of risk an alternative portfolio exists which has better expected returns.

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, and political/regulatory risk.

Clients should be aware that investing in securities involves a risk of loss that the client should be prepared to bear.

C. Risks of Specific Securities

Clients should be aware that there is a material risk of loss using any investment strategy. The investment types listed below are not guaranteed or insured by the FDIC or any other government agency.

Mutual Funds: Investing in mutual funds carries the risk of capital loss and thus you 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.

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 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.

Clients should be aware that investing in securities involves a risk of loss that the client should be prepared to bear.

ITEM 9: DISCIPLINARY INFORMATION

A. Criminal or Civil Actions

Guideline has no criminal or civil actions to report.

B. Administrative Proceedings

Guideline has no administrative proceedings to report.

C. Self-regulatory Organization (SRO) Proceedings

Guideline has no self-regulatory organization proceedings to report.

ITEM 10: OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

A. Broker-Dealer or Broker-Dealer Representative Registration

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

B. Futures Commission Merchant, Commodity Pool Operator, or Commodity Trading Advisor Registration

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

C. Material Relationships and Possible Conflicts of Interests

Carol B. Ho is a lawyer and from time to time, may offer clients advice from those activities. Clients should be aware that these services may involve a conflict of interest. Guideline and its representatives are committed to acting in the best interest of the client and clients are in no way required to use the services of any representative of Guideline in connection with such individual's activities outside of Guideline.

Though Nicolle Willson is an independent licensed insurance agent, she will not offer clients advice or products from those activities. Clients should be aware that these services pay a commission or other compensation and involve a conflict of interest, as commissionable products conflict with the fiduciary duties of a registered investment advisor. Clients are in no way required to use the services of any representative of Guideline in connection with such individual's activities outside of Guideline.

D. Material Conflicts of Interest From Other Investment Advisers or Managers

Guideline does not recommend or select other investment advisors to clients for which it receives compensation nor maintains other business relationships with such advisors which would create a material conflict of interest.

ITEM 11: CODE OF ETHICS, PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS AND PERSONAL TRADING

A. Code of Ethics

Guideline has a written Code of Ethics pursuant to SEC rule 2014A-1 or similar state rules 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.

Guideline's Code of Ethics is available upon request to any client or prospective client, at no charge.

B. Recommendations Involving Material Financial Interests

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

C. Investing Personal Money in the Same Securities as Clients

From time to time, Guideline’s representatives may buy or sell securities for themselves that they also recommend to clients. This may provide an opportunity for Guideline representatives to buy or sell the same securities before or after recommending the same securities to clients, resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest. Representatives of Guideline adhere to fiduciary standards mandated by ERISA with regard to managing 401(k) accounts, meaning plans are managed for the exclusive benefit of plan participants. Guideline documents any transactions that could be construed as conflicts of interest and does not engage in trading that operates to the participant’s (or plan sponsor’s, where applicable) disadvantage when similar securities are being bought or sold.

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

From time to time, representatives of Guideline may buy or sell securities for themselves at or around the same time as clients. This may provide an opportunity for representatives of Guideline to buy or sell securities before or after recommending securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest; however, Guideline does not engage in trading that operates to the client’s disadvantage if representatives of Guideline buy or sell securities at or around the same time as clients and adheres strictly to its fiduciary duties pursuant to ERISA.

ITEM 12: BROKERAGE PRACTICES

A. Selection of Custodians and/or Broker/Dealers

Custodians/broker-dealers are selected based on Guideline’s duty to seek “best execution,” which is the obligation to seek execution of securities transactions for a client on the most favorable terms for the client under the circumstances. Though clients do not necessarily pay the lowest commission or commission equivalent, Guideline is committed to negotiating the most reasonable fees for the benefit of clients.

Guideline requires clients to use Benefit Trust Company as a custodian.

1. Research and Other Soft-Dollar Benefits

While Guideline has no formal soft dollar program in which soft dollars are used to pay for third party services, Guideline may receive research, products, or other services from custodians and broker-dealers in connection with client securities transactions ("soft dollar benefits"). Guideline may enter into soft-dollar arrangements consistent with (and not outside of) the safe harbor contained in Section 28(e) of the Securities Exchange Act of 1934, as amended. There can be no assurance that any particular client will benefit from soft dollar research, whether or not the client's transactions paid for it, and Guideline does not seek to allocate benefits to client accounts proportionate to any soft dollar credits generated by the accounts. Guideline benefits by not having to produce or pay for the research, products or services, and Guideline has an incentive to recommend a broker-dealer based on receiving research or services. Clients should be aware that Guideline's acceptance of soft dollar benefits may result in higher commissions charged to the client, though Guideline strives to ensure any such commissions are fair and reasonable.

2. Brokerage for Client Referrals

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

3. Directed Brokerage

Guideline does not require clients to execute transactions through a specified broker-dealer (not all advisors require their clients to direct brokerage).

B. Aggregating (Block) Trading for Multiple Client Accounts

Guideline does not trade clients' accounts and therefore does not have the ability to block trade purchases across accounts.

ITEM 13: REVIEW OF ACCOUNTS

A. Frequency of Reviews and Who Makes Those Reviews

Nicolle C. Willson, Senior Financial Advisor, reviews investment portfolios on a quarterly basis, at minimum, to ensure investment performance conforms with the defined goals of the portfolio.

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

Non-periodic reviews may be triggered by material market, economic or political events, or by changes in client's financial situations (such as retirement, termination of employment, or disability).

C. Content and Frequency of Regular Reports Provided to Clients Regarding their Accounts

Guideline provides clients a quarterly report detailing the client's account, including assets held, asset value, and calculation of fees. Clients may also view their account balance and transactions from their online dashboard, updated daily.

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)

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

B. Compensation to Non – Advisory Personnel for Client Referrals

Guideline may enter into written arrangements with third parties to act as solicitors for Guideline's services. Solicitor relationships will be fully disclosed to each client to the extent required by applicable law. Guideline will ensure that each solicitor is exempt, notice filed, or properly registered in all appropriate jurisdictions. All such referral activities will be conducted in accordance with Rule 206(4)-3 under the Advisers Act, where applicable.

ITEM 15: CUSTODY

Guideline does not take custody of client accounts at any time. Custody of client accounts is held by Benefit Trust Company. Guideline reviews client account information against custodial account statements to ensure accurate accounting of funds.

ITEM 16: INVESTMENT DISCRETION

Guideline exercises discretionary trading authority with regard to funds invested in Guideline's managed portfolios, which enables Guideline to buy, sell, and specify the amount of securities in a client's account without first obtaining the client's specific consent. This authority is limited to the transfer or exchange of client funds between asset classes within mutual fund families, ETFs, and/or other securities to achieve results consistent with the goals of the client's selected investment portfolio. This discretion does not extend to clients who have created a custom portfolio.

ITEM 17: VOTING CLIENT SECURITIES (PROXY VOTING)

Proxy voting is carried out by the mutual fund or ETF manager for each security the fund holds. For individual stocks, clients may receive proxies directly from the issuer of the security or the custodian. Clients should direct all proxy questions to the issuer of the security. Should a fund require proxy votes for its own management, Guideline will assume voting authority for participants.

ITEM 18: FINANCIAL INFORMATION

A. Balance Sheet

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

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

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

C. Bankruptcy Petitions

Guideline has not been the subject of a bankruptcy petition at any time during the last ten years.