

Institutional Venture Management XIV, LLC  
 Form 4  
 August 22, 2018

**FORM 4**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Institutional Venture Management XIV, LLC

(Last) (First) (Middle)

3000 SAND HILL ROAD, BUILDING 2, SUITE 250

(Street)

MENLO PARK, CA 94025

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 On Deck Capital, Inc. [ONDK]

3. Date of Earliest Transaction (Month/Day/Year)  
 08/20/2018

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
 \_\_\_ Officer (give title below) \_\_\_ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

\_\_\_ Form filed by One Reporting Person  
 \_\_\_X\_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock					4,054,250	I	By Institutional Venture Partners XIV, L.P. <sup>(1)</sup>
Common Stock	08/20/2018		J <sup>(2)</sup>		2,025,000	D	\$ 0
					2,029,251	I	By Institutional Venture Partners XIII, L.P. <sup>(3)</sup>
Common Stock	08/20/2018		J <sup>(4)</sup>		30,375	A	\$ 0
					30,375	I	By Institutional

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								Venture Management XIII, LLC <sup>(5)</sup>
Common Stock	08/20/2018		J <sup>(6)</sup>	30,375	D	\$ 0 0	I	By Institutional Venture Management XIII, LLC <sup>(5)</sup>
Common Stock	08/20/2018		J <sup>(6)</sup>	5,729	A	\$ 0 5,729	I	By Todd C. Chaffee
Common Stock	08/20/2018		J <sup>(6)</sup>	4,584	A	\$ 0 4,584	I	By Norman A. & Jill M. Fogelsong A Trust U/T/A Dated 3/22/84 <sup>(7)</sup>
Common Stock	08/20/2018		J <sup>(6)</sup>	1,145	A	\$ 0 1,145	I	By Fogelsong Children's Trust U/T/D 8/1/85 <sup>(8)</sup>
Common Stock	08/20/2018		J <sup>(6)</sup>	5,729	A	\$ 0 5,729	I	By The Harrick Min Family Trust U/D/T 11/30/05 <sup>(9)</sup>
Common Stock	08/20/2018		J <sup>(6)</sup>	5,729	A	\$ 0 5,729	I	By Dennis B. Phelps, Jr. Trust <sup>(10)</sup>
Common Stock	08/20/2018		J <sup>(6)</sup>	5,729	A	\$ 0 5,729	I	By Miller Venture Partners <sup>(11)</sup>
Common Stock	08/20/2018		J <sup>(6)</sup>	804	A	\$ 0 804	I	By Jules A. Maltz

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying	8. Price of Derivative Security	9. Nu Deriv Secur
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Securities (Instr. 3 and 4)	(Instr. 5)	Bene Own Follo Repo Trans (Instr			
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Institutional Venture Management XIV, LLC 3000 SAND HILL ROAD BUILDING 2, SUITE 250 MENLO PARK, CA 94025		X		
Institutional Venture Partners XIV, L.P. 3000 SAND HILL ROAD BUILDING 2, SUITE 250 MENLO PARK, CA 94025		X		
Institutional Venture Management XIII, LLC 3000 SAND HILL ROAD BUILDING 2, SUITE 250 MENLO PARK, CA 94025		X		
Institutional Venture Partners XIII, L.P. 3000 SAND HILL ROAD BUILDING 2, SUITE 250 MENLO PARK, CA 94025		X		
Chaffee Todd C 3000 SAND HILL ROAD BUILDING 2, SUITE 250 MENLO PARK, CA 94025		X		
FOGELSONG NORMAN A 3000 SAND HILL ROAD BUILDING 2, SUITE 250 MENLO PARK, CA 94025		X		
Harrick Stephen J 3000 SAND HILL ROAD BUILDING 2, SUITE 250 MENLO PARK, CA 94025		X		
		X		

Maltz Jules A.  
3000 SAND HILL ROAD  
BUILDING 2, SUITE 250  
MENLO PARK, CA 94025

Miller J Sanford  
3000 SAND HILL ROAD  
BUILDING 2, SUITE 250  
MENLO PARK, CA 94025

X

Phelps Dennis B  
3000 SAND HILL ROAD  
BUILDING 2, SUITE 250  
MENLO PARK, CA 94025

X

## Signatures

/s/ Tracy Hogan, Attorney-in-Fact for Institutional Venture Management XIV, LLC	08/22/2018
**Signature of Reporting Person	Date
/s/ Tracy Hogan, Attorney-in-Fact for Institutional Venture Partners XIV, L.P.	08/22/2018
**Signature of Reporting Person	Date
/s/ Tracy Hogan, Attorney-in-Fact for Institutional Venture Management XIII, LLC	08/22/2018
**Signature of Reporting Person	Date
/s/ Tracy Hogan, Attorney-in-Fact for Institutional Venture Partners XIII, L.P.	08/22/2018
**Signature of Reporting Person	Date
/s/ Tracy Hogan, Attorney-in-Fact for Todd C. Chaffee	08/22/2018
**Signature of Reporting Person	Date
/s/ Tracy Hogan, Attorney-in-Fact for Norman A. Fogelsong	08/22/2018
**Signature of Reporting Person	Date
/s/ Tracy Hogan, Attorney-in-Fact for Stephen J. Harrick	08/22/2018
**Signature of Reporting Person	Date
/s/ Tracy Hogan, Attorney-in-Fact for Jules A. Maltz	08/22/2018
**Signature of Reporting Person	Date
/s/ Tracy Hogan, Attorney-in-Fact for J. Sanford Miller	08/22/2018
**Signature of Reporting Person	Date
/s/ Tracy Hogan, Attorney-in-Fact for Dennis B. Phelps	08/22/2018
**Signature of Reporting Person	Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) These shares are owned directly by Institutional Venture Partners XIV, L.P. ("IVP XIV"), of which Institutional Venture Management XIV, LLC ("IVM XIV") is the sole general partner and exercises voting and investment power over these shares. The managing directors of IVM XIV are Todd C. Chaffee, Norman A. Fogelsong, Stephen J. Harrick, Dennis B. Phelps, Jr., J. Sanford Miller and Jules

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A. Maltz. The reporting persons disclaim beneficial ownership of these securities, except to the extent of their respective proportionate pecuniary interest therein and this report shall not be deemed an admission that any reporting person is the beneficial owner of such securities for Section 16 or any other purpose.

- (2) Represents a pro rata in kind distribution without consideration by Institutional Venture Partners XIII, L.P. ("IVP XIII") to their respective partners, including its general partner, Institutional Venture Management XIII, LLC ("IVM XIII").
- These shares are owned directly by IVP XIII, of which IVM XIII is the sole general partner and exercises voting and investment power over these shares. The managing directors of IVM XIII are Todd C. Chaffee, Norman A. Fogelsong, Stephen J. Harrick, Dennis B. Phelps, Jr. and J. Sanford Miller. The reporting persons disclaim beneficial ownership of these securities, except to the extent of their respective proportionate pecuniary interest therein and this report shall not be deemed an admission that any reporting person is the beneficial owner of such securities for Section 16 or any other purpose.
- (3) Phelps, Jr. and J. Sanford Miller. The reporting persons disclaim beneficial ownership of these securities, except to the extent of their respective proportionate pecuniary interest therein and this report shall not be deemed an admission that any reporting person is the beneficial owner of such securities for Section 16 or any other purpose.
- (4) Represents the receipt of shares in the pro rata in kind distribution of Common Stock of the Issuer by IVP XIII described in footnote (2).
- The managing directors of IVM XIII are Todd C. Chaffee, Norman A. Fogelsong, Stephen J. Harrick, Dennis B. Phelps, Jr. and J. Sanford Miller. The reporting persons disclaim beneficial ownership of these securities, except to the extent of their respective proportionate pecuniary interest therein and this report shall not be deemed an admission that any reporting person is the beneficial owner of such securities for Section 16 or any other purpose.
- (5) Represents a pro rata in kind distribution of Common Stock of the Issuer by IVM XIII without consideration to its members.
- The shares are held by the Norman A. & Jill M. Fogelsong A Trust U/T/A Dated 3/22/84 ("Fogelsong A Trust"). Norman A. Fogelsong is a trustee of the Fogelsong A Trust and disclaims beneficial ownership of these securities, except to the extent of his proportionate pecuniary interest therein.
- (6) Represents a pro rata in kind distribution of Common Stock of the Issuer by IVM XIII without consideration to its members.
- The shares are held by the Norman A. & Jill M. Fogelsong A Trust U/T/A Dated 3/22/84 ("Fogelsong A Trust"). Norman A. Fogelsong is a trustee of the Fogelsong A Trust and disclaims beneficial ownership of these securities, except to the extent of his proportionate pecuniary interest therein.
- (7) The shares are held by the Fogelsong Children's Trust U/T/D 8/1/85 ("Fogelsong Children's Trust"). Norman A. Fogelsong is a trustee of the Fogelsong Children's Trust and disclaims beneficial ownership of these securities, except to the extent of his proportionate pecuniary interest therein.
- (8) The shares are held by the Fogelsong Children's Trust U/T/D 8/1/85 ("Fogelsong Children's Trust"). Norman A. Fogelsong is a trustee of the Fogelsong Children's Trust and disclaims beneficial ownership of these securities, except to the extent of his proportionate pecuniary interest therein.
- (9) The shares are held by The Harrick Min Family Trust U/D/T 11/30/05 ("Harrick Min Trust"). Stephen J. Harrick is a trustee of the Harrick Min Trust and disclaims beneficial ownership of these securities, except to the extent of his proportionate pecuniary interest therein.
- (10) The shares are held by the Dennis B. Phelps, Jr. Trust ("Phelps Trust"). Dennis B. Phelps, Jr. is the trustee of the Phelps Trust and disclaims beneficial ownership of these securities, except to the extent of his proportionate pecuniary interest therein.
- (11) The shares are held by Miller Venture Partners ("Miller Partners"). J. Sanford Miller is the general partner of Miller Partners and disclaims beneficial ownership of these securities, except to the extent of his proportionate pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.