



## Denver Money Manager, LLC

1401 Wewatta St. #110, Denver, CO 80202

303-675-6767

[www.denvermoneymanager.com](http://www.denvermoneymanager.com)

January 15, 2015

This brochure provides information about the qualifications and business practices of Denver Money Manager, LLC ("Denver Money Manager"). If you have any questions about the contents of this brochure, please contact us at 303-675-6773 or [paula@denvermoneymanager.com](mailto:paula@denvermoneymanager.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. Denver Money Manager, LLC is a registered investment adviser. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provides you with information to assist in the determination to hire or retain an Adviser. Additional information about Denver Money Manager, LLC also is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

## **Item 2 – Material Changes**

This section addresses material changes since the date of our previous brochure filing, which was dated January 15, 2014.

In the past we have offered or delivered information about our qualifications and business practices to clients on at least an annual basis. Pursuant to new SEC Rules, we will ensure that you receive a summary of any materials changes to this and subsequent Brochures within 120 days of the close of our business' fiscal year. We may further provide other ongoing disclosure information about material changes as necessary.

Currently, our Brochure may be requested by contacting Paula Grey, Chief Compliance Officer at 303-675-6773 or [paula@denvermoneymanager.com](mailto:paula@denvermoneymanager.com). Our Brochure is also available on our web site [www.denvermoneymanager.com](http://www.denvermoneymanager.com), also free of charge.

Additional information about Denver Money Manager LLC 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 Denver Money Manager who are registered, or are required to be registered, as investment adviser representatives of Denver Money Manager.

### **Item 3 -Table of Contents**

Item 4 – Advisory Business .....	1
Item 5 – Fees and Compensation .....	2
Item 6 – Performance-Based Fees and Side-By-Side Management .....	3
Item 7 – Types of Clients .....	4
Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss.....	4
Item 9 – Disciplinary Information .....	5
Item 10 – Other Financial Industry Activities and Affiliations .....	5
Item 11 – Code of Ethics .....	5
Item 12 – Brokerage Practices .....	6
Item 13 – Review of Accounts.....	8
Item 14 – Client Referrals and Other Compensation .....	8
Item 15 – Custody .....	9
Item 16 – Investment Discretion .....	9
Item 17 – Voting Client Securities.....	9
Item 18 – Financial Information .....	9
Item 19 – Requirements for State-Registered Advisers .....	10



## **Item 4 – Advisory Business**

Denver Money Manager, LLC began as Robert Grey an SEC Registered Investment Advisor in 1987. In April 2010, Denver Money Manager, LLC was formed as a part of our succession plan to assure a continuity of advice over generations. The current owners are Robert Grey, Paula Johnston Grey, Aaron Grey and Joel Martin. Denver Money Manager LLC is an investment management and financial planning firm.

### **Investment Management Services**

Denver Money Manager, LLC provides comprehensive, continuous and regular supervision of the investments. Investment strategies are constructed based on your personal goals, objectives and risk tolerance. We also arrange and advise qualified retirement plans for privately-held businesses. Our client's assets are typically held at a third-party custodian, such as TD Ameritrade Institutional, or directly at the investment sponsor. (e.g. mutual fund company; insurance company). Our third-party custodians allow access to a broad universe of investments including mutual funds, ETFs, individual stocks & bonds, CDs and limited partnerships. We have no proprietary investments and do not accept compensation from any investment sponsor. Our independent advice is based on innovative financial research that has transformed the investment landscape over the past fifty years.

Your account may be set up as discretionary (we decide what and when to buy and sell) or non-discretionary (investments are bought and sold after you decide what investments you want to own). Under either scenario, you have the opportunity to restrict the use of certain securities or types of securities in your account(s).

### **Plan Advisory Services**

Plan Advisory Services consists of assisting employer plan sponsors establish, monitor and review their company's participant-directed retirement plan. As the needs of the plan sponsor dictate, areas of advising could include: investment options, plan structure, participant education.

We will establish your plan's needs and objectives through an initial meeting to collect data, review plan information, and assist you in developing or updating the plan's provisions. Ongoing services to you may include recommendations regarding the selection and review of unaffiliated mutual funds that, in our judgment, are suitable for plan assets to be invested in. We periodically review the investment options you select and make recommendations to keep or replace plan investment options as appropriate. We perform a comprehensive review of potential service providers or vendors and will assist you with converting from your incumbent service provider to a new service provider selected by you. You are under no obligation to follow the recommendations we make.

### **Financial Planning Services**

Denver Money Manager, LLC produces customized plans for individuals, families, retirement plans, trusts, and institutions. Financial advisory services provided by us may include the analysis of your situation and assistance in identifying and implementing appropriate financial planning and investment management techniques to help you meet your specific financial objectives. Such services may include a written financial analysis and specific or general investment and/or planning recommendations.

In preparing your financial plan, we may address any or all of the six areas of financial planning established by the National Endowment for Financial Education and endorsed by the Certified Financial Planner Board of Standards, depending on your specific needs. These include: financial position, protection planning, investment planning, income tax planning, retirement planning, and estate planning.

Our specific services in preparing your plan may include:

- Determining appropriate income planning strategies for both pre- and post-retirement timeframes;

- Reviewing existing and proposed investment asset mixes to help you meet your overall financial objectives. This would include reviewing risk/return issues and a suggested plan of action consistent with your risk tolerance and overall financial objectives.
- Calculating your pre-retirement savings and investing needs;
- Assessing your overall financial position including net worth, cash flow, and debt;
- Providing a comprehensive analysis of IRA-related issues including rollover, distribution, and inheritance planning options;
- Evaluating strategies designed to maximize the utilization and protection of your IRA assets;
- Estimating your federal estate taxes and suggesting a plan of action to help meet estate planning objectives.
- Reviewing and determining your life and disability insurance needs;
- Providing suggestions for minimizing your federal and state income tax obligations; and
- Developing investment strategies consistent with your business ownership succession and transition planning, if applicable.

### **Sub-Advisory Services**

Denver Money Manager, LLC may be engaged to provide sub-advisory services by third party unaffiliated investment advisers in order to assist with the management of their investment programs. Denver Money Manager, LLC as sub-adviser, is compensated directly by the third party unaffiliated investment advisers with a portion of their investment management fee, as per the duly executed sub-advisory services agreement. Third party unaffiliated investment advisers who engage Denver Money Manager, LLC as sub-adviser shall be responsible for billing their clients and collecting all fees.

### **Wrap Fee Programs**

We do not place Client assets into a wrap fee program.

#### **Assets**

As of December 31, 2014 our assets under management are:

Discretionary	\$ 80,971,383
Non-discretionary	\$ 71,685,007
Total Assets	\$ 152,656,390

## **Item 5 – Fees and Compensation**

Denver Money Manager LLC charges you an annual fee based on the assets under management. This is our only source of compensation. By design, we are not licensed to accept commissions, sales charges or service fees that many financial product providers pay to other financial professionals. This eliminates the inherent conflict of interest that exists when compensation is directly tied to whether or not you decide to buy something. Instead, our compensation remains consistent regardless of what investments we recommend.

Our investment advisory fees shall not exceed 1.0% The specific advisory fees are set forth in your Management Agreement. In certain circumstances, our fees and the timing of the fees may be negotiated. The fee is calculated quarterly in advance as a function of the number of days in the upcoming quarter and the total number of days in the year (i.e.  $1\% \times \text{number days in quarter} / \text{number days in the year}$ ). New accounts opened during a quarter will be charged a fee for the pro-rata number of days remaining in the quarter. Accounts closed during a quarter are entitled to a fee reimbursement of unearned fees for the pro-rata number of days remaining in the quarter. We ask that clients provide us with written notice upon termination of an account so that the reimbursement can be made before the assets transfer out of the account. However, adviser will provide a check to a client in the event a reimbursement was not made before the account closed.

Denver Money Manager has a minimum annual fee of \$1,500 for new clients, which, at its sole discretion, may be reduced or waived based upon certain criteria (i.e. anticipated future earning capacity, anticipated future additional assets, dollar amount of assets to be managed, related accounts, account composition, negotiations with client, etc.)

Our investment advisory fees shall not exceed 1.00%. At our discretion, we may allow accounts of members of the same household to be aggregated for purposes of determining the advisory fee. We may allow such aggregation, for example, where we service accounts on behalf of your minor children, individual and joint accounts for a spouse, and other types of related accounts. This consolidation practice is designed to allow you the benefit of an increased asset total, which could potentially cause your account(s) to be assessed a reduced advisory fee based on the breakpoints available in our fee schedule. We provide the option to have fees deducted directly from your account, deducted from a different account held in your name or paid by check.

You authorize us to debit your account monthly, in advance, for our fee. The independent qualified custodian holding your funds and securities will debit your account directly for the advisory fee and pay that fee to us. You will provide written authorization permitting the fees to be paid directly from your account held by the qualified custodian. We will not have access to your funds for payment of fees without your consent in writing. Further, the qualified custodian agrees to deliver an account statement at least quarterly directly to you indicating all the amounts disbursed from the account including the amount of advisory fees. You are encouraged to review your account statements for accuracy. We have access to client information from the custodian's platform.

#### **Plan Advisory Service Fees**

Denver Money Manager typically charges 0.5% of asset under management annually for this service. This fee is negotiable.

#### **Financial Planning Fees**

Denver Money Manager does not charge a separate fee for financial planning.

Denver Money Manager LLC's fees are exclusive of brokerage commissions, transaction fees, and other related expenses which may be incurred by the client. Clients may incur certain charges imposed by custodians, brokers, and other third parties such as fees charged by managers, custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Mutual funds and exchange traded funds also charge internal management fees, which are disclosed in a fund's prospectus. Such charges, fees and commissions are exclusive of and in addition to Denver Money Manager's fee, and Denver Money Manager LLC shall not receive any portion of these commissions, fees, and costs.

Denver Money Manager LLC charges a \$50 termination fee and TD Ameritrade Institutional charges a \$100 fee for a full account transfer to a new custodian.

#### **Administrative Services Provided by ORION Advisor Services, LLC**

We have contracted with ORION Advisor Services, LLC (referred to as "ORION") to utilize its technology platforms to support data reconciliation, performance reporting, fee calculation and billing, research, client database maintenance, quarterly performance evaluations, payable reports, web site administration, models, trading platforms, and other functions related to the administrative tasks of managing client accounts. Due to this arrangement, ORION will have access to client accounts, but ORION will not serve as an investment advisor to our clients. Denver Money Manager LLC and ORION are non-affiliated companies. ORION charges our firm an annual fee for each account administered by ORION. The annual fee is paid from the portion of the management fee retained by Denver Money Manager LLC.

Item 12 further describes the factors that Denver Money Manager LLC considers in selecting or recommending broker-dealers for client transactions and determining the reasonableness of their compensation (*e.g.*, transaction fees).

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

Denver Money Manager LLC does not charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client).

## **Item 7 – Types of Clients**

Denver Money Manager LLC provides portfolio management services to mid-to-high net worth individuals & families, corporate pension & profit-sharing plans (e.g. 401k plans), charitable institutions, foundations, endowments, corporations,, and other financial planning/investment advisory businesses.

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

Denver Money Manager LLC generally believes that equity investing should involve a long-term view and a systematic focus on the sources of expected returns, not on stock picking or market timing. In constructing an investment portfolio, we identify a broadly diversified universe of eligible securities with precisely-defined risk and return characteristics. We then place priority on efficiently managing portfolio turnover and keeping trading costs low.

Denver Money Manager LLC's investment model is based on the science of capital markets. We use decades of research to identify the risks that are worth taking and the risks that are not. Dimensional Fund Advisors provides us with Nobel prize-winning research on money management and asset allocation. We diversify each client's portfolio using stocks and bonds (US and international). When appropriate, some of your portfolio may be invested in a money market so cash is readily available. We occasionally suggest investments other than stocks, bonds or cash (e.g. Real Estate Investment Trusts).

For clients that require tactical management as a part of their investment discipline, Denver Money Manager LLC has four managed investment strategies:

“Core” – A tactical asset allocation strategy that varies the exposure to global stock funds based on measures of current stock market risk. The stock market exposure will vary between 30-70% of the portfolio. The balance of the portfolio can be invested in bond funds, real estate funds, utility funds, and/or money market funds.

“Strategic Income” – A fixed income strategy focused on shifting exposure within the global fixed income asset class during different stages of the credit cycle or interest-rate cycle.

“Tactical High Yield” –A fixed income strategy that cycles between High Yield Corporate Bonds and Short Term High Quality Bond/Money Market mutual funds based on the intermediate price trends of these asset classes.

“Worldwide” – A global stock market strategy invested in low-cost passively managed mutual funds or ETF's. Typical exposure to the global stock market is 80-90% of the portfolio and broadly diversified over 11,000+ stocks in 8-10 mutual funds/ETFs.



Tactical management of your portfolio can affect performance through increased transactions costs, taxes, and higher mutual fund expenses. We consider the costs versus the benefits of any tactical changes to allocations.

## **Risks**

Investing in securities involves risk of loss which you should be prepared to bear. Our past performance is not a guarantee of future results. Investing in securities (including stocks, bonds, mutual funds and ETFs) involves risk of loss. Further, different types of investments involve varying degrees of risk. Clients and prospective clients should prepare to bear investment loss including loss of original principal.

There are principal and material risks involved with investing which may adversely affect the account value and total return of your portfolio(s). There are other circumstances (including additional risks that are not described here) which could prevent your portfolios from achieving its investment objective. It is important to read all the disclosure information provided and to understand that you may lose money by investing in the any of our strategies.

Your account is subject to the following risks:

- **Interest-rate Risk:** Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.
- **Market Risk:** The price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances. For example, political, economic, and social conditions may trigger market events.
- **Inflation Risk:** When any type of inflation is present, a dollar today will not buy as much as a dollar next year, because purchasing power is eroding at the rate of inflation.
- **Currency Risk:** Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.
- **Reinvestment Risk:** This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.
- **Business Risk:** These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk of profitability than an electric company, which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.
- **Liquidity Risk:** Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.
- **Financial Risk:** Excessive borrowing to finance a business' operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

## **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 Denver Money Manager LLC or the integrity of Denver Money Manager LLC's management. Denver Money Manager LLC has no information applicable to this Item. No client complaints have ever been filed with any regulatory authority.

## **Item 10 – Other Financial Industry Activities and Affiliations**

Denver Money Manager LLC uses solicitors for new business development. The solicitors are paid a portion of the management fee. This is discussed further under Item 14.

## **Item 11 – Code of Ethics**

The owners and employees of Denver Money Manager LLC may buy or sell securities that we recommend to clients.

Denver Money Manager LLC has adopted a Code of Ethics for all supervised persons of the firm describing its high standard of business conduct and fiduciary duty to its clients. The Code of Ethics includes provisions relating to the confidentiality of client information, a prohibition on insider trading, a prohibition of rumor mongering, restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures, among other things. All supervised persons at Denver Money Manager LLC must acknowledge the terms of the Code of Ethics annually, or as amended.

Denver Money Manager LLC anticipates that, in appropriate circumstances consistent with clients' investment objectives, it will cause accounts over which Denver Money Manager LLC has management authority to effect, and will recommend to investment advisory clients or prospective clients, the purchase or sale of securities in which Denver Money Manager LLC, its affiliates and/or clients, directly or indirectly, have a position of interest. Denver Money Manager LLC's employees and persons associated with Denver Money Manager LLC are required to follow Denver Money Manager LLC's Code of Ethics. Subject to satisfying this policy and applicable laws, officers, directors and employees of Denver Money Manager LLC and its affiliates may trade for their own accounts in securities which are recommended to and/or purchased for Denver Money Manager LLC's clients. The Code of Ethics is designed to assure that the personal securities transactions, activities and interests of the employees of Denver Money Manager LLC will not interfere with (i) making decisions in the best interest of advisory clients and (ii) implementing such decisions while, at the same time, allowing employees to invest for their own accounts. Under the Code certain classes of securities have been designated as exempt transactions, based upon a determination that these would materially not interfere with the best interest of Denver Money Manager LLC's clients. In addition, the Code requires pre-clearance of many transactions, and restricts trading in close proximity to client trading activity. Nonetheless, because the Code of Ethics in some circumstances would permit employees to invest in the same securities as clients, there is a possibility that employees might benefit from market activity by a client in a security held by an employee. Employee trading is continually monitored under the Code of Ethics, and to reasonably prevent conflicts of interest between Denver Money Manager LLC and its clients.

Certain affiliated accounts may trade in the same securities with client accounts on an aggregated basis when consistent with Denver Money Manager LLC's obligation of best execution. In such circumstances, the affiliated and client accounts will share commission costs equally and receive securities at a total average price. Denver Money Manager LLC will retain records of the trade order (specifying each participating account) and its allocation, which will be completed prior to the entry of the aggregated order. Completed orders will be allocated as specified in the initial trade order. Partially filled orders will be allocated on a pro rata basis. Any exceptions will be explained on the Order.

Denver Money Manager LLC's clients or prospective clients may request a copy of the firm's Code of Ethics by contacting Paula Grey.

It is Denver Money Manager LLC's policy that the firm will not affect any principal or agency cross securities transactions for client accounts. Denver Money Manager LLC will also not cross trades between client accounts. Principal transactions are generally defined as transactions where an adviser, acting as principal for its own account or the account of an affiliated broker-dealer, buys from or sells any security to any advisory client. A principal transaction may also be deemed to have occurred if a security is crossed between an affiliated hedge fund and

another client account. An agency cross transaction is defined as a transaction where a person acts as an investment adviser in relation to a transaction in which the investment adviser, or any person controlled by or under common control with the investment adviser, acts as broker for both the advisory client and for another person on the other side of the transaction. Agency cross transactions may arise where an adviser is dually registered as a broker-dealer or has an affiliated broker-dealer.

## **Item 12 – Brokerage Practices**

TD Ameritrade is the broker-dealer Denver Money Manager LLC uses for most client accounts because it is a fully independent third-party custodian with competitive pricing and a high level of customer service.

We participate in the TD Ameritrade Institutional program. TD Ameritrade Institutional is a division of TD Ameritrade, Inc. (“TD Ameritrade”) member FINRA/SIPC/NFA. TD Ameritrade is an independent and unaffiliated SEC-registered broker-dealer. TD Ameritrade offers to independent investment Advisors services which include custody of securities, trade execution, clearance and settlement of transactions. We receive some benefits from TD Ameritrade through our participation in the program. (Please see the disclosure under Client Referrals and Other Compensation below.)

In the event you request us to recommend a broker/dealer custodian for execution and/or custodial services, we generally recommend your account to be maintained at TD Ameritrade. We may recommend that you establish accounts with TD Ameritrade to maintain custody of your assets and to effect trades for your accounts. You are under no obligation to act upon any recommendations, and if you elect to act upon any recommendations, you are under no obligation to place the transactions through any broker/dealer we recommend. Our recommendation is generally based on the broker’s cost and fees, skills, reputation, dependability and compatibility with the client. You may be able to obtain lower commissions and fees from other brokers and the value of products, research and services given to us is not a factor in determining the selection of broker/dealer or the reasonableness of their commissions.

We do not select or recommend broker/dealers based upon receiving client referrals from a broker/dealer or third party. We do not routinely recommend, request or require that you direct us to execute transaction through a specified broker dealer. Additionally, we typically do not permit you to direct brokerage.

We place trades for your account subject to our duty to seek best execution and other fiduciary duties. We may use broker-dealers other than your custodian to execute trades for your account, but this practice may result in additional costs to you so that we are more likely to place trades through your custodian rather than other broker-dealers. Your custodian's execution quality may be different than other broker-dealers.

### **Trade Aggregation**

We will aggregate (combine) trades for ourselves or our associated persons with your trades, providing that the following conditions are met:

1. Our policy for the aggregation of transactions shall be fully disclosed separately to our existing clients (if any) and the broker-dealer(s) through which such transactions will be placed;
2. We will not aggregate transactions unless it believes that aggregation is consistent with its duty to seek the best execution (which includes the duty to seek best price) for you and is consistent with the terms of our investment advisory agreement with you for which trades are being aggregated.
3. No advisory client will be favored over any other client; each client that participates in an aggregated order will participate at the average share price for all our transactions in a given security on a given business day, with transaction costs based on each client’s participation in the transaction;
4. We will prepare a procedure specifying the participating client accounts and how to allocate the order among those clients;

5. If the aggregated order is filled in its entirety, it will be allocated among clients in accordance with the allocation statement; if the order is partially filled, it will be allocated pro-rata based on the allocation statement;
6. Our books and records will separately reflect, for each client account, the orders of which aggregated, the securities held by, and bought for that account.
7. We will receive no additional compensation or remuneration of any kind as a result of the proposed aggregation; and
8. Individual advice and treatment will be accorded to each advisory client.

We do not receive any soft dollar benefits (referrals, commissions, research, etc.) from TD Ameritrade or any other broker-dealer.

## **Item 13 – Review of Accounts**

Managed investments advisory accounts are reviewed on an on-going basis to assure that the allocations remain inline with client investment objectives. We suggest jointly reviewing financial plans and investment policy statements with clients at least annually. However, we are available to meet personally or talk with each client as often as requested.

All reviews are performed personally by Denver Money Manager LLC advisors either in person or via phone.

### **Statements and Reports**

Through an agreement with ORION Advisor Services, Inc., Denver Money Manager will have the ability to provide clients with Performance/Position summary reports upon request. Reports may also be provided at every client meeting. Communication to a client will be done on an as needed basis with a minimum of 1 contact per calendar quarter.

The custodian for the individual client's account, TD Ameritrade, will also provide clients with an account statement at least quarterly.

**You are urged to compare the reports provided by Denver Money Manager against the account statements you receive directly from your account custodian.**

## **Item 14 – Client Referrals and Other Compensation**

Denver Money Manager LLC has an outside referral network of other advisors (CPAs, Attorneys, business brokers, etc.). When we refer a client to someone in our network we do not receive any compensation. When someone in our network refers their client to us, they do not receive any compensation from us for the referral. Our goal is to provide a service to our clients without any conflict of interest.

Denver Money Manager only compensates solicitors who are “supervised persons.”

The custodians we utilize make available to us other products and services that benefit us but may not benefit your accounts. Some of these other products and services assist us in managing and administering your accounts. These include software and technology that provide access to client account data (such as trade confirmations and account statements), facilitate trade execution (and allocation of aggregated trade orders for multiple client accounts), provide research, pricing information and other market data, facilitate payment of our fees from your account, and assist with back-office functions, recordkeeping and reporting.

Many of these services generally may be used to service all or a substantial number of our accounts. The custodians also make available to us other services intended to help us manage and further develop its business enterprise. These services may include consulting, publications and conferences on practice management, information technology, business succession, regulatory compliance, and marketing.

In addition, the custodians may make available, arrange and/or pay for these services rendered to us by third parties. The custodians may discount or waive fees it would otherwise charge for some of these services or pay all or a part of the fees of a third-party providing these services to us.

While as a fiduciary, we endeavor to act in your best interests, our recommendation that you maintain your assets in accounts at one of our recommended custodians may be based in part on the benefit to us or the availability of some of the foregoing products and services and not solely on the nature, cost or quality of custody and brokerage services provided by the custodian, which may create a potential conflict of interest.

### **Client Referrals**

We may, from time to time, make cash payment to introducing broker-dealers, investment advisory firms or qualified solicitor for client referrals, provided that each solicitor will provide all prospective clients with a copy of our Brochure, and a separate written disclosure document which fully informs you regarding the nature of the relationship between the solicitor and our firm and any fees to be paid. In exchange for each referral, we pass through to the solicitor a percentage of the management fee received by us from you, payable for time periods negotiated by and between us and the solicitor or until the account is closed by written authorization from you whichever first occurs. Such fees are paid on a quarterly basis after collection from you to us. We will only pay such fees to authorized Solicitors when you have submitted to us a signed copy of the Solicitor's Separate Written Disclosure, which must have been provided to you by the Solicitor prior to your execution of any agreement with us.

## **Item 15 – Custody**

Clients receive monthly statements from the broker dealer (i.e. TD Ameritrade) that holds and maintains client's investment assets or the investment sponsor (e.g. insurance company). Denver Money Manager LLC urges you to carefully review such statements and compare such official custodial records to the account statements that we provide to you quarterly. Our statements may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

## **Item 16 – Investment Discretion**

Denver Money Manager LLC usually receives discretionary authority from the client at the outset of an advisory relationship to select the identity and amount of securities to be bought or sold. In all cases, however, our discretion is exercised in a manner consistent with your stated investment objectives.

When selecting securities and determining amounts, Denver Money Manager LLC follows your investment policy, and observes any limitations and restrictions that you have set.

We require that any limitations and/or restrictions be provided to Denver Money Manager LLC in writing before we assume discretionary authority.

## **Item 17 – Voting Client Securities**

As a matter of firm policy and practice, Denver Money Manager LLC does not have any authority to and does not vote proxies on behalf of advisory clients. Clients retain the responsibility for receiving and voting proxies for any

and all securities maintained in client portfolios. Denver Money Manager LLC may provide advice to clients regarding the clients' voting of proxies.

## **Item 18 – Financial Information**

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

Denver Money Manager LLC has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients, and has not been the subject of a bankruptcy proceeding.

## **Item 19 – Requirements for State-Registered Advisers**

Denver Money Manager LLC is a federally-registered investment adviser not a state-registered advisor.