

Proper Money Management LLC

Form ADV Part 2A – Disclosure Brochure

Effective: February 28, 2025

This Form ADV Part 2A (“Disclosure Brochure”) provides information about the qualifications and business practices of Proper Money Management LLC (“PMM” or the “Advisor”). If you have any questions about the content of this Disclosure Brochure, please contact the Advisor at (720) 694-8660.

PMM is a registered investment advisor located in the State of Colorado. The information in this Disclosure Brochure has not been approved or verified by the U.S. Securities and Exchange Commission (“SEC”) or by any state securities authority. Registration of an investment advisor does not imply any specific level of skill or training. This Disclosure Brochure provides information about PMM to assist you in determining whether to retain the Advisor.

Additional information about PMM and its Advisory Persons is available on the SEC’s website at www.adviserinfo.sec.gov by searching with the Advisor’s firm name or CRD# 329724.

Proper Money Management LLC
Mailing Address: 5610 Ward Road, Suite 300, Arvada, CO 80002
Phone: (720) 694-8660

Item 2 – Material Changes

Form ADV 2 is divided into two parts: *Part 2A (the "Disclosure Brochure")* and *Part 2B (the "Brochure Supplement")*. The Disclosure Brochure provides information about a variety of topics relating to an Advisor's business practices and conflicts of interest. The Brochure Supplement provides information about the Advisory Persons of PMM. For convenience, the Advisor has combined these documents into a single disclosure document.

PMM believes that communication and transparency are the foundation of its relationship with clients and will continually strive to provide you with complete and accurate information at all times. PMM encourages all current and prospective clients to read this Disclosure Brochure and discuss any questions you may have with the Advisor.

Material Changes

The following material changes have been made to this Disclosure Brochure since the initial filing on February 14, 2024:

- The Advisor has started providing 3(21) and 3(38) retirement plan advisory services to its Clients. Please see Item – 4 and 5 for more information.

Future Changes

From time to time, the Advisor may amend this Disclosure Brochure to reflect changes in business practices, changes in regulations or routine annual updates as required by the securities regulators. This complete Disclosure Brochure or a Summary of Material Changes shall be provided to you annually and if a material change occurs.

At any time, you may view the current Disclosure Brochure on-line at the SEC's Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov by searching with the Advisor's firm name or CRD# 329724. You may also request a copy of this Disclosure Brochure at any time by contacting the Advisor at (720) 694-8660.

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Item 4 – Advisory Services

A. Firm Information

Proper Money Management LLC (“PMM” or the “Advisor”) is a registered investment advisor located in the State of Colorado. The Advisor was organized as a Limited Liability Company (“LLC”) under the laws of Colorado in January 2024. PMM is owned and operated by Patrio D. McKenzie (President and Chief Compliance Officer). This Disclosure Brochure provides information regarding the qualifications, business practices, and the advisory services provided by PMM.

B. Advisory Services Offered

PMM offers investment advisory services to individuals, high net worth individuals, and businesses (each referred to as a “Client”).

The Advisor serves as a fiduciary to Clients, as defined under the applicable laws and regulations. As a fiduciary, the Advisor upholds a duty of loyalty, fairness and good faith towards each Client and seeks to mitigate potential conflicts of interest. PMM's fiduciary commitment is further described in the Advisor's Code of Ethics. For more information regarding the Code of Ethics, please see Item 11 – Code of Ethics, Participation or Interest in Client Transactions and Personal Trading.

Investment Management Services

PMM provides customized investment advisory solutions for its Clients. This is achieved through continuous personal Client contact and interaction while providing discretionary investment management and related advisory services. PMM works closely with each Client to identify their investment goals and objectives as well as risk tolerance and financial situation in order to develop a portfolio strategy. PMM will then implement the Client's investment portfolio primarily utilizing low-cost, diversified mutual funds and exchange-traded funds (“ETFs”) to achieve the Client's investment goals. The Advisor may utilize Independent Managers (as described below) and/or other types of investments, as appropriate, to meet the needs of the Client. The Advisor may retain other types of investments from the Client's legacy portfolio due to fit with the overall portfolio strategy, tax-related reasons, or other reasons as identified between the Advisor and the Client.

PMM's investment strategies are primarily designed for long-term investment goals. In its discretion, the Advisor may buy, sell or re-allocate positions that have been held for less than one year to meet the objectives of the Client, due to market conditions, or over/under performance of various investments. PMM will construct, implement and monitor the portfolio to ensure it meets the goals, objectives, circumstances, and risk tolerance agreed to by the Client. Each Client will have the opportunity to place reasonable restrictions on the types of investments to be held in their respective portfolio, subject to acceptance by the Advisor.

PMM evaluates and selects investments for inclusion in Client portfolios only after applying its internal due diligence process. PMM may recommend, on occasion, redistributing investment allocations to diversify the portfolio. PMM may recommend specific positions to increase sector or asset class weightings. The Advisor may recommend employing cash positions as a possible hedge against market movement.

PMM may recommend selling positions for reasons that include, but are not limited to, harvesting capital gains or losses, business or sector risk exposure to a specific security or class of securities, overvaluation or overweighting of the position[s] in the portfolio, change in risk tolerance of the Client, generating cash to meet Client needs, or any risk deemed unacceptable for the Client's risk tolerance.

At no time will PMM accept or maintain custody of a Client's funds or securities, except for the limited authority as outlined in Item 15 – Custody. All Client assets will be managed within the designated account[s] at the Custodian, pursuant to the terms of the advisory agreement. Please see Item 12 – Brokerage Practices and Item 15 – Custody.

Use of Independent Managers – For certain Clients, PMM may recommend the use of one or more unaffiliated investment managers or investment platforms (collectively “Independent Managers”) for all or a portion of a Client's investment portfolio, based on the Client's needs and objectives. In certain instances, the Client may be required to

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authorize and enter into an investment management agreement with the Independent Manager[s] that defines the terms in which the Independent Manager[s] will provide its services. The Advisor will perform initial and ongoing oversight and due diligence over each Independent Manager to ensure the strategy remains aligned with Clients investment objectives and overall best interests. The Advisor will also assist the Client in the development of the initial policy recommendations and managing the ongoing Client relationship. The Client, prior to entering into an agreement with an Independent Manager, will be provided with the Independent Manager's Form ADV Part 2A - Disclosure Brochure (or a brochure that makes the appropriate disclosures).

Retirement Accounts – When the Advisor provides investment advice to Clients regarding ERISA retirement accounts or individual retirement accounts (“IRAs”), the Advisor is a fiduciary within the meaning of Title I of the Employee Retirement Income Security Act (“ERISA”) and/or the Internal Revenue Code (“IRC”), as applicable, which are laws governing retirement accounts. When deemed to be in the Client’s best interest, the Advisor will provide investment advice to a Client regarding a distribution from an ERISA retirement account or to roll over the assets to an IRA, or recommend a similar transaction including rollovers from one ERISA sponsored Plan to another, one IRA to another IRA, or from one type of account to another account (e.g. commission-based account to fee-based account). Such a recommendation creates a conflict of interest if the Advisor will earn a new (or increase its current) advisory fee as a result of the transaction. No client is under any obligation to roll over a retirement account to an account managed by the Advisor.

Financial Planning Services

PMM will typically provide a variety of financial planning and consulting services to Clients, pursuant to a written financial planning agreement. Services are offered in several areas of a Client’s financial situation, depending on their goals and objectives. Generally, such financial planning services involve preparing a formal financial plan or rendering a specific financial consultation based on the Client’s financial goals and objectives. This planning or consulting may encompass one or more areas of need, including but not limited to:

- *Asset Allocation* – strategically dividing the Client’s investment portfolio among different asset classes to optimize returns while managing risk according to the Client’s goals and risk tolerance.
- *Business Planning* – the analysis, strategizing, and forecasting of financial objectives, operations, and growth trajectories tailored to the unique needs and aspirations of the Client’s businesses.
- *Cash Flow Planning* – the assessment and management of incoming and outgoing finances to ensure optimal liquidity, financial stability, and alignment with short-term and long-term financial goals.
- *Education Planning* – designing personalized strategies to fund future educational expenses, considering factors such as tuition inflation, time horizon, and desired educational outcomes, to ensure adequate funding without compromising other financial goals.
- *Estate Planning* – the comprehensive arrangement and structuring of the Client’s assets, investments, and properties to facilitate the efficient transfer of wealth to intended beneficiaries, minimizing tax liabilities and ensuring the fulfillment of personal wishes and legacy objectives.
- *Investment Planning* – the strategic selection and allocation of various financial instruments and portfolios to optimize returns while mitigating risk according to the Client’s financial goals, time horizon, and risk tolerance.
- *Net Worth Analysis* – the assessment and evaluation of the Client’s assets and liabilities to determine their overall financial standing, providing insights into wealth accumulation, debt management, and future financial planning strategies.
- *Retirement Income Planning* – designing personalized strategies to optimize income streams during retirement years, considering factors such as asset allocation, Social Security benefits, pensions, and withdrawal rates, to ensure financial security and longevity throughout retirement.

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- *Risk Analysis* – the evaluation and quantification of potential financial risks, such as market volatility, inflation, longevity, and unexpected events, to develop mitigation strategies and ensure the resilience of the Client's financial plan.

A financial plan developed for, or financial consultation rendered to the Client will usually include general recommendations for a course of activity or specific actions to be taken by the Client. For example, recommendations may be made that the Client start or revise their investment programs, commence or alter retirement savings, establish education savings and/or charitable giving programs.

PMM may also refer Clients to an accountant, attorney or other specialists, as appropriate for their unique situation. For certain financial planning engagements, the Advisor will provide a written summary of the Client's financial situation, observations, and recommendations. For consulting or ad-hoc engagements, the Advisor may not provide a written summary. Plans or consultations are typically completed within six (6) months of contract date, assuming all information and documents requested are provided promptly.

Financial planning and consulting recommendations pose a conflict between the interests of the Advisor and the interests of the Client. For example, the Advisor has an incentive to recommend that Clients engage the Advisor for investment management services or to increase the level of investment assets with the Advisor, as it would increase the amount of advisory fees paid to the Advisor. Clients are not obligated to implement any recommendations made by the Advisor or maintain an ongoing relationship with the Advisor. If the Client elects to act on any of the recommendations made by the Advisor, the Client is under no obligation to implement the transaction through the Advisor.

Retirement Plan Advisory Services

PMM may provide the following retirement plan advisory services:

- Vendor Analysis
- Employee Enrollment and Education Tracking
- Investment Policy Statement ("IPS") Support
- Investment Management
- Performance Reports
- Ongoing Investment Recommendation and Assistance
- ERISA 404(c) Assistance
- Benchmarking Services

PMM may provide investment advisory services on behalf of the Plan and Plan Sponsor, which may be in either a 3(21) or 3(38) context depending on whether or not the Advisor is also providing discretionary investment management over the Plan assets. For 3(38) services, the Advisor shall have the discretion to select the investments for the Plan and/or make investment decisions on behalf of Plan Participants.

C. Client Account Management

Prior to engaging PMM to provide investment advisory services, each Client is required to enter into one or more agreements with the Advisor that define the terms, conditions, authority and responsibilities of the Advisor and the Client. These services may include:

- Establishing an Investment Strategy – PMM, in connection with the Client, will develop a strategy that seeks to achieve the Client's goals and objectives.
- Asset Allocation – PMM will develop a strategic asset allocation that is targeted to meet the investment objectives, time horizon, financial situation and tolerance for risk for each Client.
- Portfolio Construction – PMM will develop a portfolio for the Client that is intended to meet the stated goals and objectives of the Client.
- Investment Management and Supervision – PMM will provide investment management and ongoing oversight of the Client's investment portfolio.

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D. Wrap Fee Programs

PMM does not manage or place Client assets into a wrap fee program.

E. Assets Under Management

As of December 31, 2024 PMM manages approximately \$1,133,574 in Client assets, all of which are managed on a discretionary basis. Clients may request more current information at any time by contacting the Advisor.

Item 5 – Fees and Compensation

The following paragraphs detail the fee structure and compensation methodology for services provided by the Advisor. Each Client engaging the Advisor for services described herein shall be required to enter into one or more written agreements/a written agreement with the Advisor.

A. Fees for Advisory Services

Investment Management Services

Investment advisory fees are paid quarterly, advance of each calendar quarter, pursuant to the terms of the investment advisory agreement. Investment advisory fees are based on the market value of assets under management at the end of the prior calendar quarter. Investment advisory fees are based on the following flat-tier fee schedule:

Assets Under Management (\$)	Annual Rate (%)
Up to \$1,000,000	1.50%
\$1,000,001 to \$2,000,000	1.25%
\$2,000,001 to \$3,000,000	1.00%
\$3,000,001 and over	0.75%

The investment advisory fee in the first quarter of service is prorated from the inception date of the account[s] to the end of the first quarter. Fees may be negotiable at the sole discretion of the Advisor. The Client's fees will take into consideration the aggregate assets under management with the Advisor to determine the lowest fee per the schedule above. All securities held in accounts managed by PMM will be independently valued by the Custodian. The Advisor will conduct periodic reviews of the Custodian's valuation to ensure accurate billing.

The Advisor's fee is exclusive of, and in addition to any applicable securities transaction and custody fees, and other related costs and expenses described in Item 5.C below, which may be incurred by the Client. However, the Advisor shall not receive any portion of these commissions, fees, and costs.

Use of Independent Managers

As noted in Item 4, the Advisor will implement all or a portion of a Client's investment portfolio utilizing one or more Independent Managers. To eliminate any conflict of interest, the Advisor does not earn any compensation from an Independent Manager. The Advisor will only earn its investment advisory fee as described above. Independent Managers typically do not offer any fee discounts but may have a breakpoint schedule which will reduce the fee with an increased level of assets placed under management with an Independent Manager. The terms of such fee arrangements are included in the Independent Manager's disclosure brochure and applicable contract[s] with the Independent Manager. The total blended fee, including the Advisor's fee and the Independent Manager's fee, will not exceed 2.00% annually.

Financial Planning Services

PMM offers financial planning services either on an hourly basis or a fixed engagement fee. Hourly fees range from up to \$350. Fixed fees range up to \$10,000. Fees may be negotiable based on the nature and complexity of the services to be provided and the overall relationship with the Advisor. An estimate for total hours and/or total costs will be provided to the Client prior to engaging for these services.

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Retirement Plan Advisory Services Fees

Fees for retirement plan advisory services are charged an annual asset-based fee, billed advance, pursuant to the terms of the agreement. Retirement plan fees are based on the market value of assets under management at the end of the prior calendar quarter. Fees range are generally based on the following schedules:

3(38) Plans

Assets Under Management	Annual Rate
\$1,000,000 to \$10,000,000	0.65%
Over \$10,000,000	0.45%

3(21) Plans

Assets Under Management	Annual Rate
\$1,000,000 to \$10,000,000	0.50%
Over \$10,000,000	0.35%

B. Fee Billing

Investment Management Services

Investment advisory fees are calculated by the Advisor or its delegate and deducted from the Client's account[s] at the Custodian. The Advisor shall send an invoice to the Custodian indicating the amount of the fees to be deducted from the Client's account[s] at the beginning of the respective quarter. The amount due is calculated by applying the quarterly rate (annual rate divided by 4) to the total assets under management with PMM at the end of the prior quarter. Clients will be provided with a statement, at least quarterly, from the Custodian reflecting deduction of the investment advisory fee. In addition, the Advisor will provide the Client a report itemizing the fee, including the calculation period covered by the fee, the account value and the methodology used to calculate the fee. Clients are urged to also review and compare the statement provided by the Advisor to the brokerage statement from the Custodian, as the Custodian does not perform a verification of fees. Clients provide written authorization permitting advisory fees to be deducted by PMM to be paid directly from their account[s] held by the Custodian as part of the investment advisory agreement and separate account forms provided by the Custodian.

Use of Independent Managers

For Client accounts implemented through an Independent Manager, the Advisor and the Independent Manager will each assume the responsibility for calculating and deducting their respective fees from the Client's account[s].

Financial Planning Services

Financial planning fees may be invoiced up to fifty percent (50%) of the expected total fee upon execution of the financial planning agreement. The balance shall be invoiced upon completion of the agreed upon deliverable[s].

Retirement Plan Advisory Services Fees

PMM is compensated for its services at the beginning of the quarter before advisory services are rendered. Fees may be directly invoiced to the Plan Sponsor or deducted from the assets of the Plan, depending on the terms of the retirement plan advisory agreement.

C. Other Fees and Expenses

Clients may incur certain fees or charges imposed by third parties, other than PMM, in connection with investments made on behalf of the Client's account[s]. The Client is responsible for all custody and securities execution fees charged by the Custodian, as applicable. The fees charged by PMM are separate and distinct from these custody and execution fees.

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In addition, all fees paid to PMM for investment advisory services are separate and distinct from the expenses charged by mutual funds and ETFs to their shareholders, if applicable. These fees and expenses are described in each fund's prospectus. These fees and expenses will generally be used to pay management fees for the funds, other fund expenses, account administration (e.g., custody, brokerage and account reporting), and a possible distribution fee. A Client may be able to invest in these products directly, without the services of PMM, but would not receive the services provided by PMM which are designed, among other things, to assist the Client in determining which products or services are most appropriate for each Client's financial situation and objectives. Accordingly, the Client should review both the fees charged by the fund[s] and the fees charged by PMM to fully understand the total fees to be paid. Please refer to Item 12 – Brokerage Practices for additional information.

D. Advance Payment of Fees and Termination

Investment Management Services

PMM may be compensated for its investment management services in advance of the quarter in which services are rendered. Either party may terminate the investment advisory agreement, at any time, by providing advance written notice to the other party. The Client may also terminate the investment advisory agreement within five (5) business days of signing the Advisor's agreement without penalties or fees to the Client. After the five-day period, the Client will incur charges for bona fide advisory services rendered to the point of termination and such fees will be due and payable by the Client. Upon termination, the Advisor will refund any unearned, prepaid investment advisory fees from the effective date of termination to the end of the quarter. The Client's investment advisory agreement with the Advisor is non-transferable without the Client's prior written consent.

Use of Independent Managers

In the event that the Advisor has determined that an Independent Manager is no longer in the Client's best interest, the Advisor will have the discretion to terminate the relationship with the Independent Manager. The terms for termination are set forth in the respective agreements between the Advisor and the Independent Managers.

Financial Planning Services

PMM requires an advance deposit as described above. Either party may terminate the financial planning agreement, at any time, by providing advance written notice to the other party. The Client may also terminate the financial planning agreement within five (5) business days of signing the Advisor's agreement without penalties or fees to the Client. After the five-day period, the Client will incur charges for bona fide advisory services rendered to the point of termination and such fees will be due and payable by the Client. Based on the nature of the financial planning services provided, the Client will be invoiced for either the actual hours worked or the percentage of the engagement scope completed by the Advisor when determining refund calculations. The Client will receive a pro-rata refund of any unearned, prepaid planning fees. The Client's financial planning agreement with the Advisor is non-transferable without the Client's prior written consent.

Retirement Plan Advisory Services Fees

Either party may request to terminate their services with PMM in whole or in part, by providing advance written notice to the other party. The Advisor will refund any unearned, prepaid investment advisory fees from the effective date of termination to the end of the quarter. The Client's retirement plan services agreement with the Advisor is non-transferable without the Client's written approval.

E. Compensation for Sales of Securities

PMM does not buy or sell securities to earn commissions and does not receive any compensation for securities transactions in any Client account, other than the investment advisory fees noted above. However, Mr. McKenzie is also licensed as an independent insurance professional and offers services under the business name PM Financial Group LLC ("PM Financial Group"), an affiliated entity under common control and ownership as PMM. As an independent insurance professional, Mr. McKenzie may earn commission-based compensation for selling insurance products, including insurance products sold to Clients. Insurance commissions earned by Advisory Persons are separate and in addition to investment advisory fees. This practice presents a conflict of interest as Mr. McKenzie may have an incentive to recommend insurance products to the Client. Clients always have the right to determine whether or not to act upon any recommendations made by an Advisory Person for insurance products

and, if the Client does act upon the recommendation, the Client may use the insurance agent or company of their choosing. Please see Item 10 below.

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

PMM does not charge performance-based fees and therefore does not engage in side-by-side management.

Item 7 – Types of Clients

PMM offers investment advisory services to individuals, high net worth individuals, and businesses. PMM generally does not impose a minimum relationship size.

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

A. Methods of Analysis

PMM primarily employs fundamental and technical analysis methods in developing investment strategies for its Clients. Research and analysis from PMM are derived from numerous sources, including financial media companies, third-party research materials, Internet sources, and review of company activities, including annual reports, prospectuses, press releases and research prepared by others.

Fundamental analysis utilizes economic and business indicators as investment selection criteria. This criteria consists generally of ratios and trends that may indicate the overall strength and financial viability of the entity being analyzed. Assets are deemed suitable if they meet certain criteria to indicate that they are a strong investment with a value discounted by the market. While this type of analysis helps the Advisor in evaluating a potential investment, it does not guarantee that the investment will increase in value. Assets meeting the investment criteria utilized in the fundamental analysis may lose value and may have negative investment performance. The Advisor monitors these economic indicators to determine if adjustments to strategic allocations are appropriate. More details on the Advisor's review process are included below in Item 13 – Review of Accounts.

Technical analysis involves the analysis of past market data rather than specific company data in determining the recommendations made to clients. Technical analysis may involve the use of charts to identify market patterns and trends, which may be based on investor sentiment rather than the fundamentals of the company. The primary risk in using technical analysis is that spotting historical trends may not help to predict such trends in the future. Even if the trend will eventually reoccur, there is no guarantee that PMM will be able to accurately predict such a reoccurrence.

B. Strategies

As noted above, PMM typically creates diversified portfolios for its Clients which are designed for long-term investment goals. The Advisor does not seek to time the market. The Advisor works closely with each Client to develop their long-term investment strategy to align with the Client's financial goals. Portfolios are customized based on a Client's risk tolerance, investment goals, time horizon and existing investments. PMM will typically hold all or a portion of a security for more than a year, but may hold for shorter periods for the purpose of rebalancing a portfolio or meeting the cash needs of Clients. At times, PMM may also buy and sell positions that are more short-term in nature, depending on the goals of the Client and/or the fundamentals of the security, sector or asset class.

C. Risk of Loss

Investing in securities involves certain investment risks. Securities may fluctuate in value or lose value. Clients should be prepared to bear the potential risk of loss. PMM will assist Clients in determining an appropriate strategy based on their tolerance for risk and other factors noted above. However, there is no guarantee that a Client will meet their investment goals.

While the methods of analysis help the Advisor in evaluating a potential investment, it does not guarantee that the investment will increase in value. Assets meeting the investment criteria utilized in these methods of analysis may lose value and may have negative investment performance. The Advisor monitors these economic indicators to

determine if adjustments to strategic allocations are appropriate. More details on the Advisor's review process are included below in Item 13 – Review of Accounts.

Each Client engagement will entail a review of the Client's investment goals, financial situation, time horizon, tolerance for risk and other factors to develop an appropriate strategy for managing a Client's account. Client participation in this process, including full and accurate disclosure of requested information, is essential for the analysis of a Client's account[s]. The Advisor shall rely on the financial and other information provided by the Client or their designees without the duty or obligation to validate the accuracy and completeness of the provided information. It is the responsibility of the Client to inform the Advisor of any changes in financial condition, goals or other factors that may affect this analysis.

The risks associated with a particular strategy are provided to each Client in advance of investing Client accounts. The Advisor will work with each Client to determine their tolerance for risk as part of the portfolio construction process. Following are some of the risks associated with the Advisor's investment strategies:

Market Risks

The value of a Client's holdings may fluctuate in response to events specific to companies or markets, as well as economic, political, or social events in the U.S. and abroad. This risk is linked to the performance of the overall financial markets.

ETF Risks

The performance of ETFs is subject to market risk, including the possible loss of principal. The price of the ETFs will fluctuate with the price of the underlying securities that make up the funds. In addition, ETFs have a trading risk based on the loss of cost efficiency if the ETFs are traded actively and a liquidity risk if the ETFs has a large bid-ask spread and low trading volume. The price of an ETF fluctuates based upon the market movements and may dissociate from the index being tracked by the ETF or the price of the underlying investments. An ETF purchased or sold at one point in the day may have a different price than the same ETF purchased or sold a short time later.

Mutual Fund Risks

The performance of mutual funds is subject to market risk, including the possible loss of principal. The price of the mutual funds will fluctuate with the value of the underlying securities that make up the funds. The price of a mutual fund is typically set daily therefore a mutual fund purchased at one point in the day will typically have the same price as a mutual fund purchased later that same day.

Independent Manager Risks

The Independent Managers recommended by the Advisor follow their own investment process. The strategies and securities an Independent Manager may utilize may differ from the investments utilized by PMM. An Independent Manager's strategy[ies] may also have additional risks than those described in this Disclosure Brochure, for example, the use of options, margin, individual securities, and/or foreign securities. Clients can find more information about the strategies and related risks of an Independent Manager in Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss in a Manager's Form ADV - Disclosure Brochure. In addition, there is a risk that an Independent Manager will fail to execute the fund's stated investment strategy.

Past performance is not a guarantee of future returns. Investing in securities and other investments involve a risk of loss that each Client should understand and be willing to bear. Clients are reminded to discuss these risks with the Advisor.

Item 9 – Disciplinary Information

There are no legal, regulatory or disciplinary events involving PMM or its owner. PMM values the trust Clients place in the Advisor. The Advisor encourages Clients to perform the requisite due diligence on any advisor or service provider that the Client engages. The backgrounds of the Advisor or Advisory Persons are available on the Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov by searching with the Advisor's firm name or CRD# 329724.

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Item 10 – Other Financial Industry Activities and Affiliations

Insurance Agency Affiliations

As noted in Item 5.E, Mr. McKenzie is licensed as an independent insurance professional and offers services under the business name PM Financial Group. PM Financial Group is also owned by Mr. McKenzie. As an independent insurance professional, Mr. McKenzie may earn commission-based compensation for selling insurance products, including insurance products sold to Clients. Insurance commissions earned by Mr. McKenzie are separate and in addition to investment advisory fees earned by PMM. This practice presents a conflict of interest as Mr. McKenzie may have an incentive to recommend insurance products to the Client. Clients always have the right to determine whether or not to act upon any recommendations made by an Advisory Person for insurance products and, if the Client does act upon the recommendation, the Client may use the insurance agent or company of their choosing.

Use of Independent Managers

As noted in Item 4, the Advisor may implement all or a portion of a Client's investment portfolio with one or more Independent Managers. The Advisor does not receive any compensation nor does this present a material conflict of interest. The Advisor will only earn its investment advisory fee as described in Item 5.A.

Item 11 – Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

A. Code of Ethics

PMM has implemented a Code of Ethics (the "Code") that defines the Advisor's fiduciary commitment to each Client. This Code applies to all persons associated with PMM ("Supervised Persons"). The Code was developed to provide general ethical guidelines and specific instructions regarding the Advisor's duties to each Client. PMM and its Supervised Persons owe a duty of loyalty, fairness and good faith towards each Client. It is the obligation of PMM's Supervised Persons to adhere not only to the specific provisions of the Code, but also to the general principles that guide the Code. The Code covers a range of topics that address employee ethics and conflicts of interest. To request a copy of the Code, please contact the Advisor at (720) 694-8660.

B. Personal Trading with Material Interest

PMM allows Supervised Persons to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients. PMM does not act as principal in any transactions. In addition, the Advisor does not act as the general partner of a fund, or advise an investment company. PMM does not have a material interest in any securities traded in Client accounts.

C. Personal Trading in Same Securities as Clients

PMM allows Supervised Persons to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients. Owning the same securities that are recommended (purchase or sell) to Clients presents a conflict of interest that, as fiduciaries, must be disclosed to Clients and mitigated through policies and procedures. As noted above, the Advisor has adopted the Code to address insider trading (material non-public information controls); gifts and entertainment; outside business activities and personal securities reporting. When trading for personal accounts, Supervised Persons have a conflict of interest if trading in the same securities. The fiduciary duty to act in the best interest of its Clients can be violated if personal trades are made with more advantageous terms than Client trades, or by trading based on material non-public information. This risk is mitigated by conducting a coordinated review of personal accounts and the accounts of the Clients. The Advisor has also adopted written policies and procedures to detect the misuse of material, non-public information.

D. Personal Trading at Same Time as Client

While PMM allows Supervised Persons to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients, such trades are typically aggregated with Client orders or traded afterwards. **Associated Persons are prohibited from front running or otherwise prohibited in any trading practices that would other disadvantage any Client accounts.**

Item 12 – Brokerage Practices

A. Recommendation of Custodian[s]

PMM does not have discretionary authority to select the broker-dealer/custodian for custody and execution services. The Client will engage the broker-dealer/custodian (herein the "Custodian") to safeguard Client assets and authorize PMM to direct trades to the Custodian as agreed upon in the investment advisory agreement. Further, PMM does not have the discretionary authority to negotiate commissions on behalf of Clients on a trade-by-trade basis.

Where PMM does not exercise discretion over the selection of the Custodian, it may recommend the Custodian to Clients for custody and execution services. Clients are not obligated to use the recommended Custodian and will not incur any extra fee or cost from the Advisor associated with using a custodian not recommended by PMM. However, the Advisor may be limited in the services it can provide if the recommended Custodian is not engaged. PMM may recommend the Custodian based on criteria such as, but not limited to, reasonableness of commissions charged to the Client, services made available to the Client, and its reputation and/or the location of the Custodian's offices.

The Advisor will generally recommend that Clients establish their account[s] at Charles Schwab & Co., Inc. ("Schwab"), a FINRA-registered broker-dealer and member SIPC. Schwab will serve as the Client's "qualified custodian". The Advisor maintains an institutional relationship with Schwab, whereby the Advisor receives economic benefits. Please see Item 14 – Client Referrals and Other Compensation below.

Following are additional details regarding the brokerage practices of the Advisor:

1. Soft Dollars - Soft dollars are revenue programs offered by broker-dealers/custodians whereby an advisor enters into an agreement to place security trades with a broker-dealer/custodian in exchange for research and other services. **PMM does not participate in soft dollar programs sponsored or offered by any broker-dealer/custodian. However, the Advisor receives certain economic benefits from the Custodian. Please see Item 14 below.**

2. Brokerage Referrals - PMM does not receive any compensation from any third party in connection with the recommendation for establishing an account.

3. Directed Brokerage - All Clients are serviced on a "directed brokerage basis", where PMM will place trades within the established account[s] at the Custodian designated by the Client. Further, all Client accounts are traded within their respective account[s]. The Advisor will not engage in any principal transactions (i.e., trade of any security from or to the Advisor's own account) or cross transactions with other Client accounts (i.e., purchase of a security into one Client account from another Client's account[s]). PMM will not be obligated to select competitive bids on securities transactions and does not have an obligation to seek the lowest available transaction costs. These costs are determined by the Custodian.

B. Aggregating and Allocating Trades

The primary objective in placing orders for the purchase and sale of securities for Client accounts is to obtain the most favorable net results taking into account such factors as 1) price, 2) size of the order, 3) difficulty of execution, 4) confidentiality and 5) skill required of the Custodian. PMM will execute its transactions through the Custodian as authorized by the Client. PMM may aggregate orders in a block trade or trades when securities are purchased or sold through the Custodian for multiple (discretionary) accounts in the same trading day. If a block trade cannot be executed in full at the same price or time, the securities actually purchased or sold by the close of each business day must be allocated in a manner that is consistent with the initial pre-allocation or other written statement. This must be done in a way that does not consistently advantage or disadvantage any particular Clients' accounts.

Item 13 – Review of Accounts

A. Frequency of Reviews

Securities in Client accounts are monitored on a regular and continuous basis by Mr. McKenzie. The Advisor invites Clients to have a formal review of their accounts and overall needs at least annually or more frequently depending on the needs of the Client.

B. Causes for Reviews

In addition to the investment monitoring noted in Item 13.A., each Client account shall be reviewed at least annually. Reviews may be conducted more frequently at the Client's request. Accounts may be reviewed as a result of major changes in economic conditions, known changes in the Client's financial situation, and/or large deposits or withdrawals in the Client's account[s]. The Client is encouraged to notify PMM if changes occur in the Client's personal financial situation that might adversely affect the Client's investment plan. Additional reviews may be triggered by material market, economic or political events.

C. Review Reports

The Client will receive brokerage statements no less than quarterly from the Custodian. These brokerage statements are sent directly from the Custodian to the Client. The Client may also establish electronic access to the Custodian's website so that the Client may view these reports and their account activity. Client brokerage statements will include all positions, transactions and fees relating to the Client's account[s]. The Advisor may also provide Clients with periodic reports regarding their holdings, allocations, and performance.

Item 14 – Client Referrals and Other Compensation

A. Compensation Received by PMM

PMM may refer Clients to various unaffiliated, non-advisory professionals (e.g. attorneys, accountants, estate planners) to provide certain financial services necessary to meet the goals of its Clients. Likewise, PMM may receive non-compensated referrals of new Clients from various third-parties.

Participation in Institutional Advisor Platform

The Advisor has established an institutional relationship with Schwab through its "Schwab Advisor Services" unit, a division of Schwab dedicated to serving independent advisory firms like The Advisor. As a registered investment advisor participating on the Schwab Advisor Services platform, The Advisor receives access to software and related support without cost because the Advisor renders investment management services to Clients that maintain assets at Schwab. Services provided by Schwab Advisor Services benefit the Advisor and many, but not all services provided by Schwab will benefit Clients. In fulfilling its duties to its Clients, the Advisor endeavors at all times to put the interests of its Clients first. Clients should be aware, however, that the receipt of economic benefits from a custodian creates a conflict of interest since these benefits can influence the Advisor's recommendation of Schwab over a custodian that does not furnish similar software, systems support, or services.

B. Compensation for Client Referrals

The Advisor does not compensate, either directly or indirectly, any persons who are not supervised persons, for Client referrals.

Item 15 – Custody

PMM does not accept or maintain custody of Client accounts, except for the limited circumstances outlined below:

Deduction of Advisory Fees - To ensure compliance with regulatory requirements associated with the deduction of advisory fees, all Clients for whom PMM exercises discretionary authority must hold their assets with a "qualified custodian." Clients are responsible for engaging a "qualified custodian" to safeguard their funds and securities and must instruct PMM to utilize that Custodian for securities transactions on their behalf. Clients are encouraged to

review statements provided by the Custodian and compare to any reports provided by PMM to ensure accuracy, as the Custodian does not perform this review.

If the Client gives the Advisor authority to move money from one account to another account, the Advisor may have custody of those assets. In order to avoid additional regulatory requirements, the Custodian and the Advisor have adopted safeguards to ensure that the money movements are completed in accordance with the Client's instructions.

Item 16 – Investment Discretion

PMM has discretion over the selection and amount of securities to be bought or sold in Client accounts without obtaining prior consent or approval from the Client. However, these purchases or sales may be subject to specified investment objectives, guidelines, or limitations previously set forth by the Client and agreed to by PMM. Discretionary authority will only be authorized upon full disclosure to the Client. The granting of such authority will be evidenced by the Client's execution of an investment advisory agreement containing all applicable limitations to such authority. All discretionary trades made by PMM will be in accordance with each Client's investment objectives and goals.

Item 17 – Voting Client Securities

PMM does not accept proxy-voting responsibility for any Client. Clients will receive proxy statements directly from the Custodian. The Advisor will assist in answering questions relating to proxies, however, the Client retains the sole responsibility for proxy decisions and voting.

Item 18 – Financial Information

Neither PMM, nor its management, have any adverse financial situations that would reasonably impair the ability of PMM to meet all obligations to its Clients. Neither PMM, nor any of its Advisory Persons, have been subject to a bankruptcy or financial compromise. PMM is not required to deliver a balance sheet along with this Disclosure Brochure as the Advisor does not collect advance fees of \$500 or more for services to be performed six months or more in the future.

Item 19 – Requirements for State Registered Advisors

A. Educational Background and Business Experience of Principal Officer

The Principal Officer of PMM is Mr. Patrio McKenzie. Information regarding the formal education and background of Mr. McKenzie is included in his Form ADV 2B – Brochure Supplement below.

B. Other Business Activities of Principal Officer

Insurance Agency Affiliations

Mr. McKenzie is licensed as an independent insurance professional and offers services under the business name PM Financial Group. PM Financial Group is also owned by Mr. McKenzie. As an independent insurance professional, Mr. McKenzie may earn commission-based compensation for selling insurance products, including insurance products sold to Clients. Insurance commissions earned by Mr. McKenzie are separate and in addition to investment advisory fees earned by PMM. This practice presents a conflict of interest as Mr. McKenzie may have an incentive to recommend insurance products to the Client. Clients always have the right to determine whether or not to act upon any recommendations made by an Advisory Person for insurance products and, if the Client does act upon the recommendation, the Client may use the insurance agent or company of their choosing. Mr. McKenzie spends approximately 25% of his time per month in this capacity.

C. Performance Fee Calculations

PMM does not charge performance-based fees for its investment advisory services. The fees charged by PMM are as described in Item 5 – Fees and Compensation above and are not based upon the capital appreciation of the funds or securities held by any Client.

D. Disciplinary Information

There are no legal, civil or disciplinary events to disclose regarding PMM or Mr. McKenzie. Neither PMM nor Mr. McKenzie has ever been involved in any regulatory, civil or criminal action. There have been no client complaints, lawsuits, arbitration claims or administrative proceedings against PMM or Mr. McKenzie

Securities laws require an advisor to disclose any instances where the advisor or its advisory persons have been found liable in a legal, regulatory, civil or arbitration matter that alleges violation of securities and other statutes; fraud; false statements or omissions; theft, embezzlement or wrongful taking of property; bribery, forgery, counterfeiting, or extortion; and/or dishonest, unfair or unethical practices. As previously noted, there are no legal, civil or disciplinary events to disclose regarding PMM Mr. McKenzie.

E. Material Relationships with Issuers of Securities

Neither PMM nor Mr. McKenzie has any relationships or arrangements with issuers of securities.

Form ADV Part 2B – Brochure Supplement

for

Patrio D. McKenzie
President and Chief Compliance Officer

Effective: February 28, 2025

This Form ADV 2B ("Brochure Supplement") provides information about the background and qualifications of Patrio D. McKenzie (CRD# 6062949) in addition to the information contained in the Proper Money Management LLC ("PMM" or the "Advisor", CRD# 329724) Disclosure Brochure. If you have not received a copy of the Disclosure Brochure or if you have any questions about the contents of the PMM Disclosure Brochure or this Brochure Supplement, please contact us at 720-694-8660.

Additional information about Mr. McKenzie is available on the SEC's Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov by searching with his full name or his Individual CRD# 6062949.

Proper Money Management LLC

Mailing Address: 5610 Ward Road, Suite 300, Arvada, CO 80002

Phone: (720) 694-8660

Item 2 – Educational Background and Business Experience

Patrio D. McKenzie, born in 1981, is dedicated to advising Clients of PMM as the President and Chief Compliance Officer. Mr. McKenzie attended Metropolitan State University of Denver. Mr. McKenzie also served as an Aviation Machinist Mate in the United States Navy. Additional information regarding Mr. McKenzie's employment history is included below.

Employment History:

President and CCO, Proper Money Management LLC	03/2024 to Present
Owner, PM Financial Group LLC	10/2020 to Present
Investment Advisor Representative, Transamerica Financial Advisors Inc.	07/2023 to 01/2024
Registered Representative, Transamerica Financial Advisors Inc.	01/2021 to 01/2024
Finance Officer, The American Legion	06/2022 to 05/2023
Supervisor, Bankers Life Securities, Inc.	05/2015 to 10/2020
Supervisor, Bankers Life & Casualty	03/2006 to 10/2020

Item 3 – Disciplinary Information

There are no legal, civil or disciplinary events to disclose regarding Mr. McKenzie. Mr. McKenzie has never been involved in any regulatory, civil or criminal action. There have been no client complaints, lawsuits, arbitration claims or administrative proceedings against Mr. McKenzie.

Securities laws require an advisor to disclose any instances where the advisor or its advisory persons have been found liable in a legal, regulatory, civil or arbitration matter that alleges violation of securities and other statutes; fraud; false statements or omissions; theft, embezzlement or wrongful taking of property; bribery, forgery, counterfeiting, or extortion; and/or dishonest, unfair or unethical practices. ***As previously noted, there are no legal, civil or disciplinary events to disclose regarding Mr. McKenzie.***

However, we do encourage you to independently view the background of Mr. McKenzie on the Investment Adviser Public Disclosure website at www.adviserinfo.sec.gov by searching with his full name or his Individual CRD# 6062949.

Item 4 – Other Business Activities

Insurance Agency Affiliations

Mr. McKenzie is licensed as an independent insurance professional and offers services under the business name PM Financial Group. PM Financial Group is also owned by Mr. McKenzie. As an independent insurance professional, Mr. McKenzie may earn commission-based compensation for selling insurance products, including insurance products sold to Clients. Insurance commissions earned by Mr. McKenzie are separate and in addition to investment advisory fees earned by PMM. This practice presents a conflict of interest as Mr. McKenzie may have an incentive to recommend insurance products to the Client. Clients always have the right to determine whether or not to act upon any recommendations made by an Advisory Person for insurance products and, if the Client does act upon the recommendation, the Client may use the insurance agent or company of their choosing. Mr. McKenzie spends approximately 25% of his time per month in this capacity.

Item 5 – Additional Compensation

Mr. McKenzie has additional business activities where compensation is received that are detailed in Item 4 above.

Item 6 – Supervision

Mr. McKenzie serves as the President and Chief Compliance Officer of PMM. Mr. McKenzie can be reached at 720-694-8660.

PMM has implemented a Code of Ethics, an internal compliance document that guides PMM's fiduciary obligations to each Client. Further, PMM is subject to regulatory oversight by various agencies. These agencies require registration by PMM and its Advisory Person[s]. PMM and its Supervised Persons must abide by and adhere to industry regulations and the supervisory procedures of the Advisor,. Also, as a registered entity, PMM is subject to examinations by regulators, which may be announced or unannounced. PMM is required to periodically update the information provided to these agencies and to provide various reports regarding the business activities and assets of the Advisor.

Item 7 – Requirements for State Registered Advisors

A. Arbitrations and Regulatory Proceedings

State regulations require disclosure if any Supervised Person of the Advisor is subject to:

1. An award or otherwise being found liable in an arbitration claim alleging damages in excess of \$2,500, involving any of the following:
 - a. an investment or an investment-related business or activity;
 - b. fraud, false statement(s), or omissions;
 - c. theft, embezzlement, or other wrongful taking of property;
 - d. bribery, forgery, counterfeiting, or extortion; or
 - e. dishonest, unfair, or unethical practices.
2. An award or otherwise being found liable in a civil, self-regulatory organization, or administrative proceeding involving any of the following:
 - a. an investment or an investment-related business or activity;
 - b. fraud, false statement(s), or omissions;
 - c. theft, embezzlement, or other wrongful taking of property;
 - d. bribery, forgery, counterfeiting, or extortion; or
 - e. dishonest, unfair, or unethical practices.

Mr. McKenzie does not have any disclosures to make regarding this Item.

B. Bankruptcy

If a Supervised Person has been the subject of a bankruptcy petition, that fact and the details must be disclosed.

Mr. McKenzie does not have any disclosures to make regarding this Item.

Privacy Policy

Effective: February 28, 2025

Our Commitment to You

Proper Money Management LLC ("PMM" or the "Advisor") is committed to safeguarding the use of personal information of our Clients (also referred to as "you" and "your") that we obtain as your Investment Advisor, as described here in our Privacy Policy ("Policy").

Our relationship with you is our most important asset. We understand that you have entrusted us with your private information, and we do everything that we can to maintain that trust. PMM (also referred to as "we", "our" and "us") protects the security and confidentiality of the personal information we have and implements controls to ensure that such information is used for proper business purposes in connection with the management or servicing of our relationship with you.

PMM does not sell your non-public personal information to anyone. Nor do we provide such information to others except for discrete and reasonable business purposes in connection with the servicing and management of our relationship with you, as discussed below.

Details of our approach to privacy and how your personal non-public information is collected and used are set forth in this Policy.

Why you need to know?

Registered Investment Advisors ("RIAs") must share some of your personal information in the course of servicing your account. Federal and State laws give you the right to limit some of this sharing and require RIAs to disclose how we collect, share, and protect your personal information.

What information do we collect from you?

Driver's license number	Date of birth
Social security or taxpayer identification number	Assets and liabilities
Name, address and phone number[s]	Income and expenses
E-mail address[es]	Investment activity
Account information (including other institutions)	Investment experience and goals

What Information do we collect from other sources?

Custody, brokerage and advisory agreements	Account applications and forms
Other advisory agreements and legal documents	Investment questionnaires and suitability documents
Transactional information with us or others	Other information needed to service account

How do we protect your information?

To safeguard your personal information from unauthorized access and use we maintain physical, procedural and electronic security measures. These include such safeguards as secure passwords, encrypted file storage and a secure office environment. Our technology vendors provide security and access control over personal information and have policies over the transmission of data. Our associates are trained on their responsibilities to protect Client's personal information.

We require third parties that assist in providing our services to you to protect the personal information they receive from us.

Proper Money Management LLC

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Phone: (720) 694-8660

How do we share your information?

An RIA shares Client personal information to effectively implement its services. In the section below, we list some reasons we may share your personal information.

Basis For Sharing	Do we share?	Can you limit?
Servicing our Clients We may share non-public personal information with non-affiliated third parties (such as administrators, brokers, custodians, regulators, credit agencies, other financial institutions) as necessary for us to provide agreed upon services to you, consistent with applicable law, including but not limited to: processing transactions; general account maintenance; responding to regulators or legal investigations; and credit reporting.	Yes	No
Marketing Purposes PMM does not disclose, and does not intend to disclose, personal information with non-affiliated third parties to offer you services. Certain laws may give us the right to share your personal information with financial institutions where you are a customer and where PMM or the client has a formal agreement with the financial institution. We will only share information for purposes of servicing your accounts, not for marketing purposes.	No	Not Shared
Authorized Users Your non-public personal information may be disclosed to you and persons that we believe to be your authorized agent[s] or representative[s].	Yes	Yes
Information About Former Clients PMM does not disclose and does not intend to disclose, non-public personal information to non-affiliated third parties with respect to persons who are no longer our Clients.	No	Not Shared

Changes to our Privacy Policy

We will send you a copy of this Policy annually for as long as you maintain an ongoing relationship with us.

Periodically we may revise this Policy and will provide you with a revised Policy if the changes materially alter the previous Privacy Policy. We will not, however, revise our Privacy Policy to permit the sharing of non-public personal information other than as described in this notice unless we first notify you and provide you with an opportunity to prevent the information sharing.

Any Questions?

You may ask questions or voice any concerns, as well as obtain a copy of our current Privacy Policy by contacting us at (720) 694-8660.

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