



MONEY MANAGERS, INC.

FINANCIAL PLANNING, WEALTH MANAGEMENT AND INSURANCE SERVICES

Form ADV Part 2A – Disclosure Brochure

Effective: March 2025

This Disclosure Brochure provides information about the qualifications and business practices of Money Managers, Inc. (“MMI”). If you have any questions about the contents of this Disclosure Brochure, please contact us at (714) 887-8000 or by email at info@ocmoneymanagers.com.

MMI is a registered investment advisor located in the States of Nevada and California. 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 MMI to assist you in determining whether to retain the Advisor.

Additional information about MMI and its advisory persons are available on the SEC’s website at www.adviserinfo.sec.gov.

Money Managers, Inc.
CRD No: 151602

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Item 2 - Material Changes

Form ADV 2 is divided into two parts: *Part 2A* and *Part 2B*. *Part 2A* (the “Disclosure Brochure”) provides information about a variety of topics relating to an Advisor’s business practices and conflicts of interest. *Part 2B* (the “Brochure Supplement”) provides information about advisory personnel of MMI.

MMI believes that communication and transparency are the foundation of its relationship and continually strives to provide our Clients with complete and accurate information at all times. MMI encourages all current and prospective investors to read this Disclosure Brochure and discuss any questions you may have with us. And of course, we always welcome your feedback.

Material Changes

The following changes have been made to this Disclosure Brochure since the previous filing dated February 2024

- MMI is filing for to be a state-registered investment advisor with California and Nevada.

Future Changes

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

At any time, you may view the current Disclosure Brochure on-line at the SEC’s Investment Adviser Public Disclosure website at <http://adviserinfo.sec.gov>.

To review the firm information for MMI:

- Click **Investment Adviser Search** in the left navigation menu.
- Select the option for **Firm** and enter **151602** (our firm’s CRD number) in the field labeled “Firm Name or CRD# or SEC#” and click “Start Search”.
- This will provide access to Form ADV Part 1 and Part 2.
- Item 11 of the ADV Part 1 lists legal and disciplinary questions regarding the Advisor.
- In the left navigation menu, Form ADV Part 2 is located near the bottom.

You may also request a copy of this Disclosure Brochure at any time, by contacting us at (714) 887-8000 or by email at info@ocmoneymanagers.com.

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Item 4 - Advisory Services

A. Firm Information

Money Managers, Inc. (“MMI” or the “Advisor”) is a registered investment advisor located in the State of Nevada and organized as an S Corporation under the laws of California. MMI was founded in September 2009 and is owned and operated by CEO, Marc S. Aarons. This Disclosure Brochure provides information regarding the qualifications, business practices, and the advisory services provided by MMI.

B. Advisory Services Offered

MMI offers investment advisory services to individuals, small businesses and charities in Nevada, California and other states (each referred to as a “Client”).

Investment Management Services

MMI provides customized investment advisory solutions for its Clients. This is achieved through continuous personal Client contact and interaction while providing either discretionary or non-discretionary investment management and consulting services. MMI works with each Client to identify their investment goals and objectives as well as risk tolerance and financial situation in order to create a portfolio allocation. MMI will then construct a portfolio, consisting of mutual funds, exchange-traded funds (“ETFs”) to achieve the Client’s investment goals. The Advisor may also utilize individual stocks and bonds to meet the needs of its Clients as well as certificate of deposit, variable life insurance, variable annuities, and options as appropriate for each Client. The Advisor will not receive commissions on variable life insurance or variable annuity products. The Advisor will only receive its agreed-upon Investment Advisory Fee.

MMI’s investment strategy is primarily long-term focused, but the Advisor may buy, sell or re-allocate positions that have been held less than one year to meet the objectives of the Client or due to market conditions. MMI 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 the acceptance by the Advisor.

MMI evaluates and selects ETFs and mutual funds for inclusion in Client portfolios only after applying their internal due diligence process. MMI may recommend, on occasion, redistributing investment allocations to diversify the portfolio. MMI 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, which may adversely affect the portfolio. MMI 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 Client, generating cash to meet Client needs, or any risk deemed unacceptable for the Client’s risk tolerance. **Prior to rendering investment advisory services, MMI will ascertain, in conjunction with the Client, the Client’s financial situation, risk tolerance, and investment objective[s].**

MMI will provide investment advisory services and portfolio management services and will not provide securities custodial or other administrative services. At no time will MMI accept or maintain custody of a Client’s funds or securities, except for authorized deduction of the Advisor’s fees. All Client assets will be managed within their designated brokerage account or pension account, pursuant to the Client investment advisory agreement.

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Financial Planning and Consulting Services

MMI will typically provide a variety of financial planning services to individuals and families, pursuant to a written Financial Planning or Consulting Agreement. Services are offered in several areas of a Client's financial situation, depending on their goals, objectives and financial situation.

Generally, such financial planning services will involve preparing a financial plan or rendering a financial consultation for clients 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 investment planning, retirement planning, personal savings, education savings and other areas of a Client's financial situation. For example, a recommendation to engage the Advisor for investment management services or to increase the level of investment assets with the Advisor would pose a conflict, as it would increase the advisory fees paid to the Advisor.

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.

MMI may also refer Clients to an accountant, attorney or other specialist, as appropriate for their unique situation. For certain financial planning engagements, the Advisor will provide a written summary of 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 months of contract date, assuming all information and documents requested are provided promptly.

Financial planning and consulting recommendations may pose a potential conflict between the interests of the Advisor and the interests of the Client. 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 effect the transaction through the Advisor.

Retirement Plan Advisory Services

Provider Due Diligence Search, Presentation, and Finalist Review

- Request quotes from up to four providers
- Analysis of recordkeeping, administration, technology services, Plan compliance, employee communications, and investment management services offered by each Provider
- Analysis of hard and soft dollar administrative, investment management, asset and other fees charged by each Provider
- Total cost analysis and projection of all the providers surveyed (up to four)
- Mapping strategy and investment scorecard comparison for certain core providers
- Written analysis, prepared by Advisor
- RFP discussion presentation to Client

Facilitation of Conversion Process (If Applicable)

- Advisor Consultants and Relationship Managers to facilitate Plan conversion
- Provide sample letters and correspondence related to the Plan conversion
- Monitoring of the action items identified in the Advisor Conversion Checklist

Fiduciary Fitness Program

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- Fiduciary gap analysis and documentation using proprietary Report Card
- Provide a full program to systemize and document steps to meet fiduciary best practices and compliance for qualified Plans
- Annual Fiduciary Plan Review, includes an analysis of relevant design features, developments in the qualified Plan landscape.
- Develop educational modules
- Benchmarking Plan fees against industry averages and documentation processes for fiduciary responsibilities, administrative compliance checklist and reviews
- Compliance assistance and documentation

Investment Due Diligence Program

- Using proprietary evaluation methodology, reviews the investment options that your “Recordkeeper” makes available to your Plan.
- Monitor the Investment Options Menu, and add, remove and replace the investment option in the Plan from time to time.
- Select and monitor the “qualified default investment alternative (“QDIA”) for the Plan. If any participants fail to direct how to invest some or all of their account balances under the Plan, such amounts may be invested in the Plan’s QDIA, subject to the Plan’s terms.
- Quantitative and qualitative criteria including upside and downside capture, one or more style (attribution) analysis, Modern Portfolio Theory statistics (alpha, beta standard deviation, etc.), information ratio, tracking error, and other relevant quantitative and qualitative factors
- On-going written reports, including performance summary, review of investment options, changes/additions summary, and a watch list for those investment options in the Investment Options Menu, as applicable.
- On-site meeting in a frequency determined by the Client and the Advisor, to report on the selecting, monitoring, and any replacement of Plan investments.

Investment Policy Statement

- Create and implement an Investment Policy Statement
- Investment Policy Statement integrated with a written investment due diligence process

Employee Education and Communications

- On-site enrollment and investment education meetings conducted four days per year in a frequency determined by the Client and the Advisor. At these meetings, Advisor will provide individual Participant advice in private on matters relating to investing in the 401(k) as well as any personal financial matters Participants wish to discuss.
- Advisor will maintain ongoing availability by phone during normal business hours to answer Participant questions.

MMI may also provide 3(38) or 3(21) discretionary investment advisory services on behalf of the Plan and Plan Sponsor.

Tax Services and Tax Planning

MMI does provide tax preparation and other tax-related services to Clients.

C. Client Account Management

Prior to engaging MMI to provide investment advisory services, each Client is required to enter into an investment advisory agreement with the Advisor that defines the terms, conditions, authority and responsibilities of the Advisor and the Client. These services may include:

- Establishing an Investment Policy Statement – MMI, in connection with the Client, may develop a statement that summarizes the Client’s investment goals and objectives along with the broad strategy[ies] to be employed to meet the objectives.
- Asset Allocation – MMI 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 – MMI will develop a portfolio for the Client that is intended to meet the stated goals and objectives of the Client.
- Investment Management and Supervision – MMI will provide investment management and ongoing oversight of the Client’s portfolio and overall account. The Client shall approve all trading decisions for their account[s].

D. Wrap Fee Programs

MMI does not manage or place Client assets into a wrap fee program. Investment management services are provided directly by MMI.

E. Assets Under Management

As of December 31, 2023, MMI manages the following assets:

Discretionary Assets	\$ 53,165,916
Non-Discretionary Assets	\$0
Total	\$ 53,165,916

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 shall sign an investment advisory agreement that details the responsibilities of MMI and the Client.

A. Fees for Advisory Services

Investment Management Services

Investment advisory fees are paid quarterly in advance or arrears, or monthly in arrears, either at the beginning or at the end of each calendar quarter/month, 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 quarter/month. Investment advisory fees range from 2.50% to 0.50% annually depending on the type and complexity of the investment management strategy employed as well as the size of the account or overall Client relationship.

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Investment advisory fees in the first quarter/month of service are prorated to the inception date of the account to the end of the first quarter/month. Fees may be negotiable at the discretion of the Advisor. The Client's fees will take into account the aggregate assets under management with Advisor. All securities held in accounts managed by MMI will be independently valued by the Custodian. MMI will not have the authority or responsibility to value portfolio securities. Pursuant to CCR Section 260.238(j), MMI hereby discloses that Clients may receive the same or comparable services from other Financial Advisors at a lower fee.

Financial Planning and Consulting Services

Clients who engage the Advisor for financial planning services will be charged a fee ranging from \$200 to \$10,000, depending on the nature and complexity of the engagement. More complex services will generally require more hours for completion. These fees are either charged hourly at a non-negotiable rate of \$200 per hour or on a fixed fee basis as noted above. The minimum fee for financial planning services is \$200. An estimate for total hours will be determined prior to establishing the advisory relationship.

The Advisor's fee is exclusive of, and in addition to, brokerage commissions, transaction fees, and other related costs and expenses, which may be incurred by the Client. However, the Advisor shall not receive any portion of these commissions, fees, and costs.

Tax Services and Tax Planning

Clients who engage MMI for Tax related services will pay MMI directly for the services. MMI does employ tax professionals, but certain services may be performed by outside 3rd party tax professionals not employed by MMI. Clients will be informed prior to services if performed by non-MMI Employees.

Retirement Plan Advisory Services

Fees for retirement plan advisory services are charged an annual asset-based fee of up to 2.00%. Fees are billed monthly or quarterly depending on the policy of the plan record-keeper, in arrears of each calendar quarter. Fees in the first quarter of service are prorated to the inception date of the account to the end of the first quarter. Fees may be negotiable depending on the size and complexity of the Plan.

Fees may also be charged based on a fixed annual fee per year, payable quarterly or annually, in advance or arrears of each calendar quarter. For each additional education day exceeding four days per year the cost will be \$750, which will be billed to the Plan.

Certain Clients may be charged both the annual asset-based fee as well as the fixed annual fee.

B. Fee Billing

Investment Management Services

Investment advisory fees will be automatically deducted from the Client Account by the Custodian. The Advisor shall send an invoice to the Custodian indicating the amount of the fees to be deducted from the Client Account at the respective quarter end date. The amount due is calculated by applying the quarterly rate (annual rate divided by 4) to the total assets under management with MMI at the end of each 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. It is the responsibility of the Client to verify the accuracy of these fees as listed on the custodian's brokerage statement as the Custodian does not assume this responsibility. Clients provide written authorization permitting MMI to be paid directly from their accounts held by the Custodian as part of the investment advisory agreement and separate account forms provided by the Custodian.

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Financial Planning and Consulting Services

Financial Planning Clients are billed on a monthly basis and/or upon completion of work performed but may be required to provide an advance payment of up to 50% of the expected cost of the financial plan. Fixed fee-based Clients may be required to provide an advance payment of up to 50% of the negotiated cost of the financial plan.

Retirement Plan Advisory Services

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 MMI, in connection with investment made on behalf of the Client's account[s]. The Client is responsible for all custodial and securities execution fees charged by the custodian and executing broker-dealer. The Investment Advisory Fee charged by MMI is separate and distinct from these custodian and execution fees.

In addition, all fees paid to MMI for investment advisory services are separate and distinct from the expenses charged by mutual funds and exchange-traded funds 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 could invest in these products directly, without the services of MMI, but would not receive the services provided by MMI which are designed, among other things, to assist the Client in determining which products or services are most appropriate to each Client's financial condition and objectives. Accordingly, the Client should review both the fees charged by the fund[s] and the fees charged by MMI to fully understand the total fees to be paid.

D. Advance Payment of Fees and Termination

Investment Management Services

MMI is compensated for its services either at the beginning of the quarter in which investment advisory services are rendered or after the end of the quarter, depending on the terms of the investment advisory agreement. Clients may request to terminate their investment advisory agreement with MMI, in whole or in part, by providing advance written notice. The Client shall be responsible for investment advisory fees up to and including the effective date of termination. Since fees are billed in advance, Clients may receive a refund for pre-paid and unearned advisory fees. The firm will immediately refund the prorated refund amount upon account termination. The Client's investment advisory agreement with the Advisor is non-transferable without the Client's written approval.

Financial Planning and Consulting Services

As noted above, Clients may be required to provide advance payment of up to 50% of the expected cost of a financial planning engagement. In the event that a Client should wish to cancel the financial planning agreement under which any plan is being created, the Client shall be billed for actual hours logged on the planning project times the agreed-upon hourly rate. Any surplus in the Advisor's possession as the result of collecting a deposit at the time of signing the financial planning agreement will be returned to the Client within 5 business days of cancellation.

Either party may terminate a planning or consulting agreement at any time by providing written notice to the other party within five (5) days of signing the Advisor's financial planning or consulting agreement. 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. Refunds will be given on a pro-rata basis.

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Retirement Plan Advisory Services

MMI is compensated for its services at the end of the quarter after advisory services are rendered. Clients may request to terminate their retirement plan advisory agreement with MMI, in whole or in part, by providing sixty (60) day written notice. The Client shall be responsible for advisory fees up to and including the effective date of termination. The Client's retirement plan advisory agreement with the Advisor is non-transferable without the Client's written approval.

E. Compensation for Sales of Securities

MMI does not buy or sell securities and does not receive any compensation for securities transactions in any Client account, other than the investment advisory fees noted above.

Item 6 - Performance-Based Fees

MMI does not charge performance-based fees for its investment advisory services. The fees charged by MMI 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.

MMI does not manage any proprietary investment funds or limited partnerships (for example, a mutual fund or a hedge fund) and has no financial incentive to recommend any particular investment options to its Clients.

Item 7 - Types of Clients

MMI offers investment advisory services to individuals, small businesses and charities in Nevada, California and other states. The relative percentage of each type of Client is available on MMI's Form ADV Part 1. These percentages will change over time. MMI generally does not impose a minimum account size for establishing a relationship.

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

A. Methods of Analysis

MMI employs both fundamental and technical analysis methods in developing investment strategies for its Clients. Research and analysis from MMI is 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.

As noted above, MMI generally employs a long-term investment strategy for its Clients, as consistent with their financial goals. MMI 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, MMI 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.

B. 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. MMI 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.

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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. 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.

MMI primarily employs investment strategies that do not involve any significant or unusual risk other than domestic equity and international market risks. 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. MMI may employ options strategies to hedge or gain additional exposure to a particular asset class or sector. Following are some of the risks associated with Options transactions:

Options Contracts

Investments in options contracts have the risk of losing value in a relatively short period of time. Option contracts are leveraged instruments that allow the holder of a single contract to control many shares of an underlying stock. This leverage can compound gains or losses.

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 MMI or any of its employees. MMI and its advisory personnel value the trust you place in us. As we advise all Clients, we encourage you to perform the requisite due diligence on any advisor or service provider in which you partner. Our backgrounds are on the Investment Adviser Public Disclosure website at <http://adviserinfo.sec.gov>. To review the firm information contained in ADV Part 1, select the option for "Investment Adviser Search" then selecting "Firm" and enter **151602** in the field labeled "Firm Name or CRD# or SEC#". This will provide access to Form ADV Parts 1 and 2. Item 11 of the ADV Part 1 lists legal and disciplinary disclosure questions.

Item 10 - Other Financial Activities and Affiliations

Mr. Aarons is also a licensed insurance professional. Implementation of insurance recommendations are separate and apart from his role with the MMI. As an insurance agent, Mr. Aarons may receive customary commissions and other related revenues from the various insurance companies whose products he sells. Commissions generated by insurance sales do not offset regular advisory fees. This may cause a conflict of interest in recommending certain products of the insurance companies. Clients are under no obligation to implement any recommendations made by Mr. Aarons or the Advisor. Mr. Aarons will spend less than 10% of his business time on insurance services.

While MMI endeavors at all times to put the interests of its Clients first as part of their fiduciary duty, Clients should be aware that the receipt of additional compensation by Mr. Aarons itself could create a conflict of interest, and may affect the judgment of the individual making the recommendation.

Item 11 - Code of Ethics, Participation in Client Transactions and Personal Trading

A. Code of Ethics

MMI has implemented a Code of Ethics that defines our fiduciary commitment to each Client. This Code of Ethics applies to all persons associated with MMI. The Code of Ethics was developed to provide general ethical guidelines and specific instructions regarding our duties to you, our Client. MMI and its personnel owe a duty of loyalty, fairness and good faith towards each Client. It is the obligation of MMI associates to adhere not only to the specific provisions of the Code, but also to the general principles that guide the Code. The Code of Ethics covers a range of topics that address employee ethics and conflicts of interest. To request a copy of our Code of Ethics, please contact us at (714) 887-8000 or via email at info@ocmoneymanagers.com.

B. Personal Trading and Conflicts of Interest

MMI allows our employees to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients. Owning the same securities, we recommend (purchase or sell) to you presents a potential conflict of interest that, as fiduciaries, we must disclose to you and mitigate through policies and procedures. As noted above, we have adopted, consistent with Section 204A of the Investment Advisers Act of 1940, a Code of Ethics, which addresses insider trading (material non-public information controls) and personal securities reporting procedures. We have also adopted written policies and procedures to detect the misuse of material, non-public information. **At no time, will MMI or any associated person of MMI, transact in any security to the detriment of any Client.**

Notice for California residents. MMI represents that all material conflicts of interest that could affect the judgment or ability to provide unbiased advice by the Advisor or its IARs pursuant to CCR Section 260.238(k) have been disclosed.

Item 12 - Brokerage Practices

A. Recommendation of Custodian[s]

MMI does not have discretionary authority to select the broker-dealer/custodian for custodial and execution services or the administrator for defined contribution accounts. The Client will select the broker-dealer or custodian (herein the "custodian") to safeguard Client assets and authorize MMI to direct trades to this custodian as agreed in the investment advisory agreement. Further, MMI does not have the discretionary authority to negotiate commissions on behalf of our Clients on a trade-by-trade basis.

Where MMI does not exercise discretion over the selection of the custodian, it may recommend the custodian[s] to Clients for execution and/or custodial services. Clients are not obligated to use the recommended custodian and will not incur any extra fee or cost associated with using a broker not recommended by MMI. MMI may recommend a custodian based on criteria such as, but not limited to, reasonableness of commissions charged to the Client, services made available to the Client, and location of the custodian's offices. MMI does not receive research services, other products, or compensation as a result of recommending a particular broker that may result in the Client paying higher commissions than those obtainable through other brokers.

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

- 1. *Soft Dollars*** - Soft dollars are revenue programs offered by broker-dealers whereby an advisor enters into an agreement to place security trades with the broker in exchange for research and other services. **MMI does not participate in soft dollar programs sponsored or offered by any broker-dealer.**
- 2. *Brokerage Referrals*** - MMI does not receive any compensation from any third party in connection with the recommendation for establishing a brokerage account.

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3. **Directed Brokerage** - All Clients are serviced on a “directed brokerage basis”, where MMI will place trades within the established account[s] at the custodian designated by the Client. Further, all Client accounts are traded within their respective brokerage 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]). In selecting the custodian, MMI 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 designated 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 order, 3) difficulty of execution, 4) confidentiality and 5) skill required of the broker. MMI will execute its transactions through an unaffiliated broker-dealer selected by the Client. MMI may aggregate orders in a block trade or trades when securities are purchased or sold through the same broker-dealer for multiple (discretionary) accounts. 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 particular Client accounts.

Item 13 - Review of Accounts

A. Frequency of Reviews

Accounts are monitored on a regular and continuous basis by Mr. Aarons, CEO of the Advisor. Formal reviews are generally conducted at least annually or more or less 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 or less 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. The Client is encouraged to notify MMI if changes occur in his/her personal financial situation that might adversely affect his/her 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 trustee or 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 MMI

MMI does not receive securities commissions or other compensation from product sponsors, broker dealers or any un-related third party for securities transactions. Mr. Aarons may receive commissions for the implementation of insurance recommendations as detailed in Item 10. As noted in Item 10, Mr. Aarons will receive commissions of the implementation of insurance recommendations.

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B. Client Referrals from Solicitors

MMI may compensate persons or firms for Client referrals in compliance with the Adviser's Act and state securities rules and regulations. The fees paid to referral sources do not affect the fees Clients pay to MMI. In each instance, a written agreement will exist between the Advisor and the referral source. At the time of a referral, prospective advisory Clients will receive the Advisor's ADV Part II and a Solicitor's Disclosure Document. MMI has established policies and procedures to ensure that its solicitation activities are compliant with the requirements under Rule 206(4)-3 of the Adviser's Act.

Item 15 - Custody

MMI does not accept or maintain custody of any Client accounts, except for the authorized deduction of the Advisor's fees. All Clients must place their assets with a qualified custodian. Clients are required to select their own custodian to retain their funds and securities and direct MMI to utilize that custodian for the Client's security transactions. For more information about custodians and brokerage practices, see "Item 12 - Brokerage Practices."

Standing Letters of Authorization

Some clients may execute limited powers of attorney or other standing letters of authorization that permit the firm to transfer money from their account with the client's independent qualified Custodian to third-parties. This authorization to direct the Custodian may be deemed to cause our firm to exercise limited custody over your funds or securities and for regulatory reporting purposes, we are required to keep track of the number of clients and accounts for which we may have this ability. We do not have physical custody of any of your funds and/or securities. Your funds and securities will be held with a bank, broker-dealer, or other independent, qualified custodian. You will receive account statements from the independent, qualified custodian(s) holding your funds and securities at least quarterly. The account statements from your custodian(s) will indicate any transfers that may have taken place within your account(s) each billing period. You should carefully review account statements for accuracy.

Item 16 - Investment Discretion

MMI generally 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 MMI. 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 MMI will be in accordance with each Client's investment objectives and goals. For Client non-discretionary accounts, MMI will not have the authority to determine the selection, amount or timing of securities to be bought or sold in a Client's account[s] without obtaining prior consent or approval from the Client.

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Item 17 - Voting Client Securities

MMI 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

MMI has no condition that is reasonably likely to impair its ability to meet contractual obligations to its Clients. MMI is not required to deliver a balance sheet along with this Disclosure Brochure as the Advisor does not collect fees of \$500 for services to be performed six months or more in advance.

Item 19 - Requirements for State Registered Advisors

A. Identify each of your principal executive officers and management persons, and describe their formal education and business background.

Marc Aarons is the Principal Executive Officer of Money Managers, Inc. He is also the Chief Compliance Officer. His individual CRD number is 4459102.

For additional information about Marc Aarons, please see Form ADV Part 2B Item 2.

B. Describe any business in which you are actively engaged (other than giving investment advice) and the approximate amount of time spent on that business. If you have supplied this information elsewhere in your Form ADV, you do not need to repeat it in response to this Item.

For additional information about Marc Aarons, please see Form ADV Part 2B.

C. In addition to the description of your fees in response to Item 5 of Part 2A, if you or a supervised person are compensated for advisory services with performance-based fees, explain how these fees will be calculated. Disclose specifically that performance-based compensation may create an incentive for the adviser to recommend an investment that may carry a higher degree of risk to the client.

MMI does not charge performance-based fees.

D. If you or a management person has been involved in one of the events listed below, disclose all material facts regarding the event.

Marc Aarons has not been involved in any of the events listed below:

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

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(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.

E. In addition to any relationship or arrangement described in response to Item 10.C. of Part 2A, describe any relationship or arrangement that you or any of your management persons have with any issuer of securities that is not listed in Item 10.C. of Part 2A.

MMI and Marc Aarons do not have any relationship with any issuer of securities.

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Privacy Policy

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Privacy Policy

Our Commitment to You

Money Managers, Inc. ("MMI" 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. MMI (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.

MMI 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?

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.

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

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?
<p>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.</p>	Yes	No
<p>Marketing Purposes MMI 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 MMI 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.</p>	No	Not Shared
<p>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].</p>	Yes	Yes
<p>Information About Former Clients MMI 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.</p>	No	Not Shared

State-specific Regulations

California	In response to a California law, to be conservative, we assume accounts with California addresses do not want us to disclose personal information about you to non-affiliated third parties, except as permitted by California law. We also limit the sharing of personal information about you with our affiliates to ensure compliance with California privacy laws.
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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 (714) 887-8000 or via email us at info@ocmoneymanagers.com.