

Item 1 Cover Page

Registered as, Prosperion Planning, LLC.



Doing Business as, Prosperion Financial Advisors

Registered Investment Advisor | CRD No. 284348
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NOTICE TO PROSPECTIVE CLIENTS: READ THIS DISCLOSURE BROCHURE IN ITS ENTIRETY

This brochure provides information about the qualifications and business practices of Prosperion Financial Advisors. If you have any questions about the contents of this brochure, please contact us at (303) 793-3202. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority. Additional information about Prosperion Financial Advisors is also available on the SEC's website at www.adviserinfo.sec.gov. Registration does not imply a certain level of skill or training.

Financial planning is offered through Prosperion Financial Advisors, an investment advisor registered in Colorado. Investment advisor representatives offering financial planning through Prosperion Financial Advisors are also registered investment advisors of LPL Financial, an SEC register investment advisor, offering asset management services and financial planning as well as registered representatives of LPL Financial, a FINRA/SIPC member broker/dealer offering brokerage services.

Prosperion Financial Advisors and LPL Financial are separate legally unaffiliated entities that are not under common control or management.

Item 2 – Material Changes

This brochure is an initial filing so there are no changes to disclose.

Our Disclosure Brochure may be requested by contacting us at (303) 793-3202 or by email through our website at <http://prosperion.us/contact/>.

Additional information about Prosperion Financial Advisors is also available via the SEC's website at www.adviserinfo.sec.gov. The SEC's website also provides information about any persons affiliated with Prosperion Financial Advisors who are registered, or are required to be registered, as investment advisor representatives of Prosperion Financial Advisors.

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Item 4 – Advisory Business

The Firm

Prosperion Planning, LLC is a state registered investment advisor based in Colorado doing business as Prosperion Financial Advisors. The firm was founded and registered as an investment advisor in 2016 by Steve and John Booren in order to provide young families with financial planning services. Steve and John are both managing members of the firm and share an equal 50/50 ownership.

Steve Booren started his investment career in 1978 after earning his Bachelor of Arts degree from Fort Lewis College.

John Booren started his investment career in 2012 after graduating from Colorado State University with a bachelor's degree in Business Administration with a concentration in Financial Planning and Investment Analysis. In addition to being a managing member, John serves as the Chief Compliance Officer.

Description of Services Offered

We provide ongoing financial planning for clients to help them prioritize their needs and goals for their family. This starts with a comprehensive evaluation of the client's current financial state and discussion around the direction of their family's future and financial priorities. Clients who engage Prosperion Financial Advisors for financial planning services will receive an initial written Game Plan detailing our recommendations based on our conversations around their financial priorities for their family.

The Game Plan will address several or all of the following topics. Depending on the client, certain areas will be more or less applicable. The service areas may include, but are not limited to:

- **Cash Flow/ Budget Planning** – We will conduct a review of the Client's gross and take-home income and regular monthly expenses in order to determine the amount of excess cash flow available to achieve their goals and priorities. Recommendations may include, but are not limited to, increasing cash reserves, adjusting employer retirement plan contributions, debt reduction, and other investment savings.
- **Retirement** – Planning an accumulation strategy or distribution strategy (where applicable) with the objective of providing growing, tax-efficient passive income for life. Recommendations may include, but is not limited to, advice on contribution amounts based on the Client's stated goals for living a work-optional lifestyle.
- **College / Education Savings** – Planning an accumulation strategy to pay for future college / education expenses of a child or grandchild. Recommendations will include strategies for what types of accounts are most appropriate or estimated savings amounts depending on the Client's stated objectives.
- **Major Purchase** – Evaluation of the pros and cons of a major purchase and its effect on other financial priorities. Planning for a new home purchase or new car, for example.
- **Debt Reduction** – Create a strategy to reduce debts and avoid future accumulated debt. Advice may offer recommendations on which debts to pay off first, ways to consolidate higher interest

debts to lower payments, and other methods. The primary objective is to ultimately become debt free in accordance with the Client's

- **WealthVision Access** – As a part of the planning process, Clients receive access to the WealthVision aggregation tool to simplify and organize assets, liabilities, cash flow and insurance in one financial dashboard.
- **Windfall / Inheritance Planning** – Creating a strategy to allocate a significant increase in resources for future needs and objectives. Events that may create such increases include the sale of a business, severance package, appreciation of stock, sale of real property or an inheritance.
- **Insurance Needs** – Planning for the financial needs of survivors to satisfy such financial obligations as housing, dependent child care and spousal arrangements as well as education. Recommendations will include advice on the types of insurance needed to fulfill the Client's priorities should the worst scenarios occur. Advice may include adding, removing and adjusting types and amounts of insurance.
- **Estate Planning** – Planning that focuses on the most efficient and tax friendly option to pass on an estate to a spouse, other family members or a charity.

We always recommend that the Client consult with a qualified attorney to initiate, update or complete estate planning activities. Upon request, we may provide contact information for attorneys who offer services appropriate for the Client's needs.

Our Process

We want to be intentional, effective, and efficient. Our relationship begins with five definitive steps to get on the track toward prosperity.

- **Initiate** – We start with a clear conversation outlining your goals, objectives, and expectations. This complimentary first step allows us to establish an initial relationship and develop a connection.
- **Interview** – Our goal during this personal meeting is to deepen our relationship and develop a better understanding of you. We ask questions designed to inspire you to think about your past, present, and future. We work to understand the simplicities and complexities of your finances and outline how we can help.
- **Design** – In our Game Plan Presentation we offer our formal recommendations where we detail the steps necessary to put you on the path toward prosperity. We specialize in creating concise, intentional, and comprehensive plans specifically tailored to your individual needs.
- **Implement** – We help you act on recommendations from the Game Plan and keep you accountable. At least quarterly, we will touch base to insure progress is being made in alignment with your priorities and future.
- **Review** – Your life is always changing and your needs will vary. Thankfully, our plan for you is dynamic and will adapt to any variation in your life. We will continue to review your progress and ensure your goals are in sight as your life evolves.

Financial Planning Services

As part of our financial planning services, Prosperion Financial Advisors, LLC, through its investment advisor representatives, provides personal financial planning tailored to the individual needs of each client for their retirement and/or non-retirement account(s). The services take into account information collected from the client such as financial status, investment objectives and tax status, among other data. Fees for such services are negotiable and detailed in the client agreement. The financial plan may include generic recommendations as to general types of investment products or specific securities as appropriate for the client to purchase given his/her financial situation and objectives. The client has the right to act or not act upon the investment advisor's recommendation or purchase such investments and/or securities. If the client desires to purchase investments and/or securities in order to implement his/her financial plan, through an investment advisor representative of Prosperion Financial Advisors, a conflict of interests exists based on the commission payments received by the investment advisor representative. Such a conflict is mitigated by an investment advisor representative's fiduciary duty to act in the best interest of their client and acting accordingly.

Other Considerations

Advisory agreements may not be assigned or transferred in any manner by any party without the prior written consent of all parties receiving or rendering services hereunder. An advisory agreement may be terminated by any party effective upon receipt of prior written notice to the other parties. The client will be entitled to a prorated refund of any pre-paid fees, if any, not yet earned at the time of termination based on the number days remaining in a monthly period.

In the event of death or incapacity during the term of an advisory agreement, the authority of Prosperion Financial Advisors under an advisory agreement shall remain in full force and effect until such time as Prosperion Financial Advisors is notified otherwise in writing by the authorized representative of client or client's estate. Termination of an advisory agreement will not affect the liabilities or obligations of the parties from transactions initiated prior to termination.

Item 5 – Fees and Compensation

Financial Planning

Financial planning fees and payment schedules are negotiated but are generally \$50 to \$500 a month depending on the scope and complexity of the planning involved. In the event that a client terminates the services they will be entitled to a refund of any unearned fees by subtracting the earned fees from the amount already collected based on the number of days remaining in the month. Prosperion Financial Advisors does not require or solicit prepayment of more than \$500 in fees per client, six months or more in advance. The financial planning fees are paid monthly for on-going finance advice. The Client may elect to pay the monthly fee by check or through a qualified, unaffiliated third-party processor. The Client will receive an emailed receipt following each monthly payment. Any increase in fee will require the Client and Advisor sign a new agreement with added services selected.

Item 6 – Performance-Based Fees and Side-by-side Management

Prosperion Financial Advisors does not provide advisory services to such clients as a hedge fund or other pooled investment vehicles. Consequently, the firm is not structured to accept performance-based fees, fees based on a share of capital gains, or on the capital appreciation of assets.

Item 7 – Types of Clients

The types of clients are generally individuals and families with significant excess cash flow and the objective to create and accumulate wealth for their future. There is no minimum net-worth required.

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

The firm does not offer asset management services, investment strategies or an investment risk of loss analysis. Investing in securities involves risk of loss that clients should be prepared to bear.

Any securities recommendation or asset management services are offered in a different capacity:

- Registered representative of LPL Financial, a FINRA/SIPC member broker/dealer for securities recommendations.
- Investment advisor representative of LPL Financial an SEC registered investment advisor for asset management services.

Item 9 – Disciplinary Information

Any such disciplinary information for the firm and the company's investment advisor representatives would be provided herein and publicly accessible by selecting the Investment Advisor Search option at <http://www.adviserinfo.sec.gov>.

There are no legal or disciplinary events to disclose.

Item 10 – Other Financial Industry Activities and Affiliations

Investment advisor representatives of Prosperion Financial Advisors are also investment advisor representatives of LPL Financial, a separate and legally unaffiliated SEC registered investment advisor offering financial planning and asset management services. Financial planning services provided through LPL Financial are part of a comprehensive asset management agreement and are not billed separately.

In addition, investment advisor representatives of Prosperion Financial Advisors are registered representatives of LPL Financial, an unaffiliated FINRA/SIPC member broker/dealer.

- Clients have the right to engage, or not engage an investment advisor representative in their separate capacity as an LPL registered representative to buy or sell securities or other investment products in order to implement investment recommendations based on financial planning services.
- When acting in their separate capacity as a registered representative of LPL, investment advisor representatives of Prosperion Financial Advisors, receive compensation for the sale of securities or other investment products, which represents a conflict of interest.
- Such conflicts of interest are subject to review by the Chief Compliance Officer and are mitigated by the investment advisor representative's fiduciary duty to act in the client's best interest and to act accordingly.

Investment advisor representatives of Prosperion Financial Advisors are also insurance agents/brokers.

- They offer insurance products and receive commissions and trails as a result of insurance sales in this separate capacity.
- Clients have the right to purchase or not to purchase insurance products from investment advisor representatives of Prosperion Financial Advisors, in their separate capacity as insurance agents/brokers.
- Insurance products will only be offered in states where the representative offering insurance is properly licensed.
- A conflict of interest arises as these insurance sales create an incentive to recommend products based on compensation.
- Such conflicts of interest are subject to review by the Chief Compliance Officer and are mitigated by the investment advisor representative's fiduciary duty to act in the client's best interest and acting accordingly.

Neither Prosperion Financial Advisors nor any of the management persons are registered or has a registration pending to register as a futures commission merchant, commodity pool operator, a commodity trading advisor, or an associated person of the foregoing entities. Prosperion Financial Advisors does not recommend or select third party investment advisors.

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

The Firm and investment advisor representatives must abide by honest and ethical business practices including, but not be limited to:

- Making recommendations with reasonable grounds to believe that they are in a client's best interests based on the information furnished by the client,
- Not borrowing money or securities from, or lending money or securities to a client.

The Code of Ethics, which serves to establish a standard of business conduct for all employees that are based upon fundamental principles of openness, integrity, honesty and trust. The code of ethics includes guidelines regarding personal securities transactions of its employees and investment advisor representatives. The code of ethics permits employees and investment advisor representatives or related persons to invest for their own personal accounts in the same or different securities. Trading by an employee or investment advisor representative in a personal securities account in the same or different security held by a client presents a conflict of interest. Prosperion Financial Advisors addresses this conflict of interest by requiring in its code of ethics that employees and investment advisor representatives report certain personal securities transactions and holdings to the Chief Compliance Officer for review. Investment advisor representatives also have a fiduciary duty to act in the best interest of their clients and to act accordingly.

An investment advisor is considered a fiduciary. As a fiduciary, it is an investment advisor's responsibility to provide fair and full disclosure of all material facts and to act solely in the best interest of each of our clients at all times. Investment advisor representatives have a fiduciary duty to all clients. Our fiduciary duty is considered the core underlying principle for our Code of Ethics which also includes restrictions on Insider Trading and Personal Securities Transactions. We require all of our supervised persons to conduct business with the highest level of ethical standards and to comply with all federal and state securities laws

at all times. Upon employment or affiliation and at least annually thereafter, all supervised persons will sign an acknowledgement that they have read, understand, and agree to comply with our Code of Ethics. If a client or a potential client wishes to review our Code of Ethics in its entirety, a copy will be provided promptly upon request.

Item 12 – Brokerage Practices

Investment advisor representatives, in their capacities as a registered representative of LPL Financial use LPL Financial for its brokerage platform. Investment advisor representatives of Prosperion Financial Advisors do not have the discretion to select a broker/dealer other than LPL Financial but have elected to be registered representatives of LPL Financial based on their believe that LPL Financial is able to provide best execution. Clients have the right elect to execute securities transactions at a broker/dealer of their choice. Prosperion Financial Advisors does not offer asset management services so there is no need to evaluate best execution obligations.

Investment Advisor Representatives of Prosperion Financial Advisors receive soft dollar support services and/or products as a registered representative of LPL, many of which assist the investment advisor representative better monitor and service brokerage accounts maintained at LPL Financial. These support services and/or products may be received without cost, at a discount, and/or at a negotiated rate, and may include the following:

- investment-related research
- pricing information and market data
- software and other technology that provide access to client account data
- compliance and/or practice management-related publications
- consulting services
- attendance at conferences, meetings, and other educational and/or social events
- marketing support
- computer hardware and/or software
- other products and services used by Advisor in furtherance of its investment advisory business operations

These support services are provided to investment advisor representatives based on their overall registered representative capacity. Since Prosperion Financial Advisors does not offer asset management services, there are no conditions where the aggregation of client orders would apply.

Item 13 – Review of Accounts

Prosperion Financial Advisors does not manage or supervise client accounts or portfolios; however investment advisor representatives in their separate capacity as an investment advisor representative of LPL Financial, manage or supervise client account portfolios – please see item 10 for details regarding the inherent conflicts of interest.

Item 14 – Client Referrals and Other Compensation

Other Compensation

Prosperion Financial Advisors does not offer any products but employees may receive additional compensation from product sponsors based on their separate registration as an investment advisor representative of LPL Financial, a separate legally unaffiliated SEC registered investment advisor and/or

LPL Financial, a separate legally unaffiliated FINRA/SIPC member broker/dealer. Such compensation may not be tied to the sales of any products. Compensation may include such items as gifts valued at less than \$100 annually, an occasional dinner or ticket to a sporting event, or reimbursement in connection with educational meetings with investment advisor representative, client workshops or events, marketing events or advertising initiatives, including services for identifying prospective clients.

Such gifts in their different professional capacity represent a conflict of interest however investment advisor representatives of Prosperion Financial Advisors have a fiduciary duty to act in the client's best interest and to act accordingly.

Investment Advisor Representative of LPL Financial

Investment advisor representatives of Prosperion Financial Advisors earn asset management fees based on a percentage of assets under management when they are acting in their separate capacity as an investment advisor representative of LPL Financial, a separate and legally unaffiliated SEC registered investment advisor. Prosperion Financial Advisors does not offer asset management services.

Registered Representative of LPL Financial

Investment advisor representatives of Prosperion Financial Advisors earn commissions for the purchase and sale of securities and other investment products offered in their separate capacity as a registered representative of LPL Financial, a FINRA/SIPC member broker/dealer.

Insurance Agent/Broker

Investment advisor representatives of Prosperion Financial Advisors earn commissions for the purchase of insurance products offered in the separate capacity as an agent/broker of an insurance carrier

Please see item 10 for details regarding the inherent conflicts of interest of such additional compensation and the corresponding mitigation controls.

Client Referrals

Prosperion Financial Advisors does not have any agreements in place to pay solicitors a portion of advisory fees. Prosperion Financial Advisors does not directly or indirectly compensate any person who is not a supervised person for client referrals. Prosperion Financial Advisors does not receive compensation for providing referrals.

Item 15 – Custody

Prosperion Financial Advisors does not have actual or constructive custody of client funds. As a consequence of not offering asset management services, Prosperion Financial Advisors does not have a need for a custodial agreement of any sort.

Item 16 - Investment Discretion

Prosperion Financial Advisors does not offer asset management services, neither do they have any form of discretion.

Item 17 – Voting Client Securities

Prosperion Financial Advisors does not vote client proxies. Clients will otherwise receive their proxies or

other solicitations directly from their custodian.

Item 18 – Financial Information

Prosperion Financial Advisors does not require or solicit prepayment of more than \$500 in fees per client, six months or more in advance or otherwise have actual or constructive custody of client funds.

There are no financial conditions that are reasonably likely to impair the firm's ability to meet contractual commitments to clients. At no time has Prosperion Financial Advisors been the subject of a bankruptcy petition.

Item 19 – Requirements for State Registered Advisors

Investment advisor representatives of Prosperion Financial Advisors may receive compensation for the sale of securities or other investment products in their capacity as a registered representative of LPL Financial, a separate legally unaffiliated FINRA/SIPC member broker/dealer. Investment advisor representatives of Prosperion Financial Advisors may receive compensation for asset management services or financial planning offered in their capacity as a investment advisor representative of LPL Financial, a separate legally unaffiliated SEC registered investment advisor. Prosperion Financial Advisors currently has only two management persons, Steve Booren and John Booren. Education and business background can be found on the Form ADV Part 2B brochure supplement for such individual and in Item 4 above.

- Neither have been involved in arbitration or material events that require disclosure.
- Neither are compensated for advisory services with performance-based fees.
- Neither have a relationship or other arrangement with an issuer of securities.
- Any such financial industry activity and affiliation is disclosed in Item 10 above.