

# Purpose Capital LLC

**CRD#: 3412350**

## **Part 2A of Form ADV: Firm Brochure**

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This brochure provides information about the qualifications and business practices of Purpose Capital LLC. If you have any questions about the contents of this brochure, please contact us at jim.duby@gmail.com.

The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Registration of an investment adviser does not imply any specific level of skill or training.

**Additional information about Purpose Capital LLC also is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov)**

## Item 2: Material Changes

There are no material changes to report as this is the initial brochure for Purpose Capital LLC.

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## Item 4: Advisory Business

Purpose Capital LLC (“Firm”, “our”, “we” or “us”) is a Limited Liability Company formed in 2026 under the laws of the Commonwealth of Virginia, in the Office of the Clerk of the Commission. The firm is wholly owned and operated by James D. Duby. The purpose of this Brochure is to describe and disclose the services, fees, potential conflicts of interest, and other information clients should consider regarding the services offered by Purpose Capital LLC.

Purpose Capital LLC was initially registered as a Registered Investment Advisor in the state of Virginia on: April 2026.

The information contained herein is current as of the date of this Brochure and is subject to change at the discretion of Purpose Capital LLC.

### TYPES OF ADVISORY SERVICES

Purpose Capital LLC provides fee-based fiduciary financial guidance specifically designed for self-directed (DIY) investors. We partner with clients to provide a comprehensive vision and actionable plan for their financial needs through the following services:

- **Strategic Financial Planning:** Developing goal-oriented roadmaps to bridge the gap between a client’s current financial status and their long-term objectives.
- **Retirement Preparation:** Analyzing future cash flow needs and withdrawal strategies to ensure retirement readiness.
- **Debt Reduction and Cash Flow Management:** Providing structured plans to reduce liabilities and optimize general financial organization.
- **General Financial Consulting:** Offering advice on specific areas of interest or concern on an as-needed basis.
- **Financial Education:** Providing targeted training to support clients with decision-making and empower them to make informed financial decisions.

We tailor our advisory services to each client's individual needs. Before providing any guidance, we conduct in-depth interviews and review the client’s current financial situation, including assets, liabilities, and risk tolerance. Clients may impose restrictions on certain types of recommendations or focus the engagement on specific financial areas.

Purpose Capital LLC publishes an education newsletter titled “**Purpose & Pennies: Path to Financial Freedom,**” as part of its advisory activities. The newsletter provides general financial education and commentary and is not tailored to any specific individual’s financial situation or investment objectives. As such, it should not be considered personalized investment advice.

### Educational Seminars and Workshops

Purpose Capital LLC may offer educational seminars and workshops on various financial topics, including financial planning, investing fundamentals, and retirement planning.

These events are designed to provide general financial education and are not tailored to any individual participant's specific needs. As such, the information presented should not be considered personalized investment advice.

Seminars and workshops may be offered at no cost or for a fixed fee, which will be disclosed in advance. Attendance at these events does not create an advisory relationship with Purpose Capital LLC.

## SERVICE DELIVERABLES

Purpose Capital LLC structures its advisory services across three primary engagement types, as well as separate educational services. The specific scope and deliverables for each engagement are outlined below and will be further detailed in the Client Advisory Agreement.

### Advisory Engagements

#### *Onboarding Phase (Initial Planning Engagement)*

This one-time engagement is designed to establish a comprehensive financial foundation. Deliverables may include:

- Initial client consultation and discovery meeting
- Detailed review of financial information (assets, liabilities, cash flow, goals)
- Organization of the client's current financial position
- Development of a personalized financial plan
- Written summary of recommendations and action steps
- Follow-up meeting to review the plan and next steps

#### *Maintenance Phase (Ongoing Support / Subscription Service)*

This service provides continued guidance and periodic updates to the client's financial plan. Deliverables may include:

- Scheduled check-in meetings (monthly, quarterly, or annually)
- Ongoing review of financial progress toward goals
- Adjustments to financial strategies as needed
- Access to advisor for general financial questions
- Periodic updates or refinements to the financial plan

### *Special Projects (Hourly / As-Needed Services)*

This service is designed for clients seeking advice on specific financial topics. Deliverables may include:

- Defined-scope consultation based on client needs
- Verbal or written recommendations
- Analysis related to specific financial topics (e.g., debt reduction, retirement planning, college savings)
- Optional summary of advice provided

### **Educational Services (Non-Advisory)**

#### *Educational Seminars and Workshops*

Deliverables include:

- Group-based educational presentations
- General financial education materials
- Question-and-answer sessions

No individualized advice or written financial plans are provided as part of these events.

### **WRAP FEES**

Purpose Capital LLC does not participate in any wrap fee programs.

### **ASSETS UNDER MANAGEMENT**

As of March 2026, Purpose Capital LLC does not manage any client assets on a discretionary or non-discretionary basis. Our total Assets Under Management is \$0.

## Item 5: Fees and Compensation

Purpose Capital LLC employs a hybrid fee structure, utilizing fixed fees, subscription models, and hourly rates as applicable. Before engaging Purpose Capital LLC to provide advisory services, the client will be required to enter into a written Client Advisory Agreement setting forth the terms and conditions and the fees under which it will render its services. The following fee structure outlines the typical fees for Purpose Capital LLC services. The actual schedule of fees, as it applies to a particular client, will be clearly outlined in the Client Advisory Agreement.

The fees outlined below correspond to the scope of services and deliverables described in item 4. The specific services to be provided under each engagement will be detailed in the Client Advisory Agreement.

### HYBRID FEE STRUCTURE

Category	Description	Price*
<b>Onboarding Phase</b>	This <b>one-time</b> service Includes initial consultation, financial data review, development of a personalized financial plan, and delivery of written recommendations with a follow-up meeting.	\$2,000 - \$3,500
<b>Maintenance Phase</b>	This <b>subscription</b> service Includes ongoing check-ins (monthly, quarterly, or annually), progress reviews, and updates to the client's financial plan.	\$150 - \$300 per period (frequency and billing schedule defined in the Client Advisory Agreement)
<b>Special Projects</b>	This <b>hourly</b> service Includes defined-scope financial consulting, analysis, and verbal or written recommendations based on client needs.	\$250 per hour
<b>Educational Seminars and Workshops</b>	Seminars and workshops include group-based educational presentations and general financial education materials. No individualized advice is provided.	Workshops: \$0 - \$1,500 Seminars: \$1,500 - \$5,000

\*All fees and rates are negotiable.

## PAYMENT TERMS

All fees are billed directly to the client and are due no later than thirty days after service completion. A late fee of 1.5% per month may be assessed on the total outstanding balance for payments received more than 10 days after the due date.

Purpose Capital LLC does not require or collect advisory fees in advance. All fees are billed in arrears after services have been rendered.

## OTHER FEES AND EXPENSES

Purpose Capital LLC does not maintain custody of client assets or execute securities transactions on behalf of clients. Clients are responsible for implementing any recommendations made by the Firm through a broker-dealer, custodian, or other service provider of their choosing.

As a result, clients may incur certain charges imposed by third parties in connection with the implementation of the Firm's recommendations. These may include, but are not limited to:

- Brokerage commissions and transaction costs
- Custodial and account maintenance fees
- Fees and expenses charged by mutual funds and exchange-traded funds (ETFs)
- Other fees associated with securities transactions and account administration

Mutual funds and ETFs also charge internal management fees and other expenses, which are disclosed in each fund's prospectus. Such fees are separate and distinct from the fees charged by Purpose Capital LLC.

Although the Firm does not recommend specific broker-dealers or maintain custody of client assets, clients should be aware that brokerage and transaction costs may impact the overall cost of implementing financial recommendations. Please refer to **Item 12 – Brokerage Practices** for additional information.

## TERMINATION OF ADVISORY SERVICES

Either Purpose Capital LLC or the client may terminate the Client Advisory Agreement at any time upon written notice to the other party.

Upon termination, the client will be responsible for payment of any advisory services rendered prior to the effective date of termination.

As the Firm generally bills fees in arrears, clients typically will not have prepaid advisory fees. However, to the extent that any fees are paid in advance, any unearned portion of

such fees will be refunded to the client on a prorated basis, based on the number of services performed prior to termination.

## Item 6: Performance-Based Fees and Side-By-Side Management

Purpose Capital LLC does not charge performance-based fees (fees based on a share of capital gains or on capital appreciation of the assets of a client). Purpose Capital LLC does not participate in side-by-side management (the practice of managing accounts that are charged performance-based fees while at the same time managing accounts that are not charged performance -based fees).

## Item 7: Types of Clients

Purpose Capital LLC provides services to individuals, high-net-worth individuals, couples, and families. There are no minimum requirements for clients.

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

### METHOD OF ANALYSIS

Purpose Capital LLC's investment philosophy is centered on Modern Portfolio Theory (MPT) and the Efficient Market Hypothesis (EMH). MPT informs asset allocation and portfolio construction by seeking to optimize expected return for a given level of risk through diversification. EMH supports the view that asset prices generally reflect available public information, and that attempting to consistently outperform the market through market timing or security selection is unlikely.

These methods rely on historical data, statistical modeling, and assumptions about market behavior, which may not persist in future market conditions.

### INVESTMENT STRATEGIES

Purpose Capital LLC provides investment advice and education tailored to self-directed ("DIY") investors. Our strategies are designed to be cost-efficient, transparent, and aligned with long-term financial planning objectives. Key strategies include:

- **Strategic Asset Allocation:** Portfolios are constructed across multiple asset classes (e.g., equities, fixed income, real estate) to achieve diversification and align with a client's risk tolerance and investment objectives.
- **Passive Investment Approach:** The Firm generally recommends low-cost exchange-traded funds (ETFs) and mutual funds designed to track market indices, rather than attempting to outperform the market through active trading or security selection.
- **Long-Term Investment Focus:** The Firm emphasizes maintaining a disciplined, long-term approach and generally discourages frequent trading or attempts to time the market.

### RISK OF LOSS

Investing in securities involves a **risk of loss** that clients must understand and be prepared to bear. While we aim to manage risk through diversification, there is no guarantee that any investment objective will be met. The following are material risks associated with the Firm's methods of analysis and investment strategies:

- **Market Risk:** The value of investments will fluctuate based on overall market conditions, including economic, political, and regulatory developments.
- **Asset Allocation and Diversification Risk (MPT Risk):** While diversification is intended to reduce risk, it does not eliminate the risk of loss. During periods of market

stress, correlations between asset classes may increase, reducing the effectiveness of diversification.

- **Model and Assumption Risk (EMH/MPT):** The Firm's reliance on historical data and theoretical models may not accurately predict future market behavior. Market inefficiencies or structural changes may result in outcomes that differ from expectations.
- **Passive Investment Risk:** Because the Firm generally recommends a long-term, passive approach, client portfolios may remain invested during market downturns and may not respond quickly to short-term market changes.
- **ETF and Mutual Fund Risk:** These investments are subject to market risk and may include additional risks such as tracking error (for ETFs), management fees, and underlying asset risks.
- **Interest Rate Risk:** Fixed income investments are sensitive to changes in interest rates. Rising interest rates may cause bond prices to decline.
- **Inflation Risk:** Inflation may erode the purchasing power of investment returns over time, particularly for fixed income investments.
- **Implementation and Execution Risk (DIY Investor Risk):** As the Firm does not execute transactions or manage client accounts, clients are responsible for implementing investment recommendations. Failure to execute trades properly, rebalance portfolios, or follow recommendations may result in performance that differs significantly from the intended strategy.

## Item 9: Disciplinary Information

Purpose Capital LLC has no reportable legal or disciplinary events.

## Item 10: Other Financial Industry Activities and Affiliations

Purpose Capital LLC does not have any relationships or arrangements with other investment advisers, broker-dealers, investment companies, financial institutions, or other financial industry participants that would create a material conflict of interest.

The Firm does not receive compensation, directly or indirectly, from any third party in connection with providing advisory services to clients.

Additionally, the Firm does not recommend or select other investment advisers for clients and does not have any arrangements to share compensation with other financial professionals or firms.

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

Purpose Capital LLC has adopted a Code of Ethics, which sets forth high ethical standards of business conduct and requires compliance with applicable federal and state securities laws. The Code of Ethics is designed to ensure that the Firm and its supervised persons act in the best interests of clients and uphold the Firm's fiduciary duty.

The Code of Ethics addresses, among other things:

- The requirement to place client interests ahead of personal interests
- Standards of conduct for supervised persons
- The protection of material nonpublic information
- Personal securities transactions by supervised persons

Supervised persons of the Firm may buy or sell securities for their personal accounts that are also recommended to clients. This presents a potential conflict of interest. The Firm has adopted policies and procedures designed to ensure that personal securities transactions are conducted in a manner consistent with the Code of Ethics and the Firm's fiduciary duty to clients. These policies are intended to prevent conflicts of interest and ensure that client interests are placed ahead of personal interests.

Because the Firm does not execute client transactions, have discretionary authority over client accounts, or maintain custody of client assets, it does not engage in trade allocation or have access to client account activity. Nevertheless, supervised persons are expected to avoid any actions that could disadvantage clients.

Purpose Capital LLC does not engage in principal trading (buying from or selling securities to clients from the Firm's own account) or agency cross transactions between client accounts.

The Firm does not recommend securities in which it or any related person has a material financial interest. Additionally, the Firm does not receive compensation from issuers, broker-dealers, or other third parties in connection with securities recommendations. Accordingly, conflicts of interest related to such arrangements are not present in the Firm's business model.

Purpose Capital LLC employs no more than one investment adviser representative. Accordingly, the Firm is not required to maintain a written supervisory and procedures manual pursuant to Rule 21VAC5-80-170. As a result, the specific supervisory procedures described under that rule, including the review and approval of new client accounts, the examination of client accounts to detect irregularities, the review and approval of advisory transactions and related correspondence, and the review and handling of client complaints, are not applicable to the

Firm's operations. Notwithstanding the foregoing, the Firm remains responsible for maintaining compliance with applicable securities laws and fulfilling its fiduciary duty to clients.

A copy of the Firm's Code of Ethics is available to advisory clients and prospective clients. You may request a copy by contacting the Firm at [jim.duby@gmail.com](mailto:jim.duby@gmail.com).

## Item 12: Brokerage Practices

Purpose Capital LLC does not maintain custody of client funds or securities and does not execute securities transactions on behalf of clients. As such, the Firm does not select broker-dealers, open accounts for clients, or place trades in client accounts.

Clients are solely responsible for selecting their own broker-dealer or custodian and for executing transactions to implement any recommendations provided by the Firm. The Firm does not recommend specific broker-dealers and does not receive compensation, directly or indirectly, from any broker-dealer, custodian, or third party in connection with client transactions.

Because the Firm does not execute transactions or recommend broker-dealers, it does not engage in practices such as soft dollar arrangements, directed brokerage, or the aggregation (“block trading”) of client transactions.

The Firm does not have an obligation to seek best execution for client transactions, as it does not place trades. Clients are encouraged to consider factors such as cost, execution capability, and overall service when selecting a broker-dealer.

From time to time, the Firm may publish general market commentary, educational materials, or financial insights through its newsletter or other communications. Such content is provided for informational and educational purposes only and is not intended as specific investment advice or a recommendation of any broker-dealer or custodian.

## Item 13: Review of Accounts

Purpose Capital LLC provides account review services only when contracted to do so as part of its advisory engagements.

### FREQUENCY AND NATURE OF REVIEWS

Account reviews are conducted periodically as agreed upon with the client and documented in the Client Service Agreement. This review is typically annually or more frequently upon client request as part of a maintenance phase agreement. Additional reviews may be requested by clients in response to material changes in a client's financial circumstances, investment objectives, or upon significant market events.

Reviews are generally limited in scope to evaluating the client's portfolio in relation to their stated investment objectives, risk tolerance, time horizon, and overall financial situation. The Firm may assess asset allocation, diversification, and alignment with previously provided recommendations.

Because Purpose Capital LLC does not maintain custody of client assets or have direct access to client accounts, reviews are based on information provided by the client, such as account statements, holdings reports, or other financial data. The accuracy and completeness of the review depend on the information provided by the client.

### REVIEWING PERSONNEL

All account reviews are conducted by the Firm's Investment Adviser Representative. As a single-advisor firm, this individual is responsible for all advisory services provided to clients.

### CLIENT REPORTS

Purpose Capital LLC does not provide periodic written reports on a scheduled basis. Instead, findings and recommendations from account reviews are typically communicated directly to clients through meetings, consultations, or other direct communications.

If requested or deemed appropriate, the Firm may provide written summaries or recommendations; however, such reports are provided on an as-needed basis and not on a regular periodic schedule.

Clients will receive account statements and confirmations directly from their chosen broker-dealer or custodian.

## Item 14: Client Referrals and Other Compensation

Purpose Capital LLC does not receive economic benefits from third parties for client referrals or investments.

Purpose Capital LLC does not directly or indirectly compensate any person who is not a supervised person for client referrals.

## Item 15: Custody

Purpose Capital LLC does not maintain custody of client funds or securities.

## Item 16: Investment Discretion

Purpose Capital LLC does not accept discretionary authority.

## Item 17: Voting Client Securities

Purpose Capital LLC does not seek to obtain the authority to vote client proxies. Clients maintain full voting rights of the eligible proxies in their portfolio.

## Item 18: Financial Information

Purpose Capital LLC has not been the subject of a bankruptcy petition. Purpose Capital LLC does not require or solicit prepayment and currently does not have any financial condition that is reasonably likely to impair its ability to meet contractual commitments to clients, and therefore has no disclosure with respect to this item.

## Item 19: Requirements for State-Registered Advisers

### PRINCIPAL EXECUTIVE OFFICERS AND MANAGEMENT PERSONS

James D. Duby is the Founder and Chief Investment Adviser Representative of Purpose Capital LLC. Information regarding Mr. Duby's formal education and business background is included in the Brochure Supplement (Form ADV Part 2B).

### Performance-Based Fees

Purpose Capital LLC does not charge performance-based fees (fees based on a share of capital gains or capital appreciation of client assets).

### Material Disciplinary Events

Neither Purpose Capital LLC nor its management persons have been involved in any arbitration claims, civil proceedings, or administrative proceedings that would be material to a client's evaluation of the firm's advisory business.