

**1. Cover Page**

**Supervised Person:** **Joseph A. Kelley**

**Name of Investment Adviser:** **Acropolis Investment Management, L.L.C.**

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St. Louis, MO 63017

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**This brochure supplement provides information about Joseph A. Kelley that supplements the Acropolis brochure. You should have received a copy of that brochure. Please contact us at 888-882-0072 or e-mail [dw@acrinv.com](mailto:dw@acrinv.com) if you did not receive Acropolis' brochure or if you have any questions about the contents of this supplement.**

**Additional information about Joseph A. Kelley is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).**

The date of this supplement is March 1, 2013.

## 2. Educational Background and Business Experience

### Joseph A. Kelley

Year of Birth: 1950

Joseph A. Kelley is a Portfolio Manager responsible for assisting with the execution of investment strategies, client reporting and client contact.

Formal Education:

B.S. B.A Economics – University of Denver, 1972

Business Background:

- 05/08 – present: Acropolis Investment Management, LLC, Portfolio Manager
- 12/06-05/08: Concord Bank, President
- 02/04-11/06: Bank Midwest, Senior Vice President
- 09/02-02/04: First Bank, Senior Vice President
- 10/00-09/02: Everbank, Senior Vice President
- 02/82-10/00: Firststar / Mercantile / Mark Twain Bank, Senior Vice President

## 3. Disciplinary Information

There are no legal or disciplinary events that are material to a client's or prospective client's evaluation of Mr. Kelley.

## 4. Other Business Activities

Mr. Kelley is not engaged in any investment-related business or occupation or other business or occupation for compensation required to be disclosed in this supplement.

## 5. Additional Compensation

No person other than Acropolis provides any economic benefit to Mr. Kelley for providing advisory services.

**6. Supervision**

The four owners, who we refer to as "Partners", share duties with respect to the supervision of our Portfolio Managers and Partners, including Joseph A. Kelley. Our methods of monitoring the advice of our Portfolio Managers and Partners include the review of each Investment Policy Statement at the initiation of a client relationship, daily reviews of our trading records, and periodic staff and group meetings.

If you have any questions or concerns regarding the advisory services Joseph A. Kelley provides to you, you may contact Christopher B. Lissner at 888-882-0072 or e-mail [cl@acrinv.com](mailto:cl@acrinv.com).