

Item 1 – Cover Page

Money Matters, Inc.

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www.money-matters.us

March 2025

This brochure provides information about the qualifications and business practices of Money Matters, Inc. If you have any questions about the contents of this brochure, please contact us at (952) 935-0707, ext 2 or brendan@money-matters.us. The information in this brochure was not approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Money Matters, Inc. is a Registered Investment Adviser. Registration as an Investment Adviser, by itself, does not imply any level of skill or training.

Additional information about Money Matters, Inc. is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 – Material Changes

At the end of 2024, Money Matters, Inc. completed a succession plan that began 7 years ago. Brendan Roath, CFP, EA acquired from Rod and Sue Roath their stock shares of Money Matters, Inc. Brendan is now majority shareholder of Money Matters, Inc. Concurrently, Brendan was appointed President, Chairman and Director. In addition, Rod and Sue resigned their officer and director positions.

Both Brendan and Rod continue their employment with Money Matters, Inc. and are fully involved with serving clients in the areas of investment management, comprehensive financial planning, tax planning, and return preparation services. Money Matters, Inc. continues to provide its professional services as a fiduciary using the fee-only compensation model.

The brochure is updated annually, or as material changes or new information occurs. We will provide you with a new brochure as necessary based on changes or new information, at any time, without charge.

Our brochure may be requested by contacting Brendan Roath, CFP®, EA (email: brendan@money-matters.us) or by calling our office at (952) 935-0707, ext 2.

Our brochure is also available on our web site www.money-matters.us.

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Item 4 – Advisory Business

Money Matters, Inc. (“Money Matters” or “Firm” herein) principally serves high and middle net worth clients. Our investment management clients share two common preferences:

- They value a close professional relationship with an advisor who knows them well, and
- They favor an integrated approach to advice on financial goals, investments, tax planning and preparation, as well as retirement and estate planning.

Our clients are active and retired professionals, executives, small business owners, and their trusts. The Firm advises clients on a wide range of financial matters, with emphasis on integrating investment and tax planning. The importance of investment and tax planning integration is apparent to:

- Executives with employer stock and benefit plans,
- Individuals approaching retirement or working towards long-term financial goals, and
- Professionals and small business owners navigating issues impacting both their business and personal finances.

Clients come to us by referrals from existing clients and professional organization memberships. The Firm believes individuals and small businesses who become our clients recognize the benefits of:

- A central source for financial advice,
- An independent, objective perspective,
- Fee-Only compensation model,
- Investment decisions integrated with tax planning, financial goals, and cash flow needs,
- Responsive, one-on-one service from experienced professionals, and
- A small firm environment.

Our clients’ primary investment goals relate to retirement, education, living expenses and wealth accumulation or transfers. Most client investments are held in custody at Charles Schwab & Co, Inc. in taxable brokerage accounts, tax-qualified retirement and education savings accounts, company stock and benefit plans, and retirement plans. Of the total investments under management, 32% of investments are in mutual funds, 45% are in exchange-traded funds, 19% are in individual stocks, and 4% are in other investment types.

We obtain client approval of investment recommendations before initiating transactions. Investment recommendations include an explanation of our underlying reasoning, investment strategies, benefits, and risks. Further, the context for investment recommendations includes agreed-upon investment guidelines, investment policy statements and long-term goals.

Money Matters commenced business in June 1998. Throughout its 27-year history, it has been a family-owned and managed business. Brendan Roath, President and majority owner, has been associated with Money Matters for the past 12 years. He worked part-time for several years, became a full-time employee in 2018, was promoted to Vice President in 2020, and

became President, Chairman and majority-owner in 2024. Rod Roath founded the Firm and was its President and majority stockholder until Brendan succeeded him.

Brendan and Rod work as a team to provide professional services. Services are independent, fee-only basis and tailored to meet the individual needs of each client.

Item 5 – Fees and Compensation

The Firm uses the Fee-Only compensation model. Compensation is based solely on fees for service, calculated using various methods. No products are sold, and no sales or transaction fees are received; referral fees are neither paid nor received from third parties. For all investment advisory engagements, fees and other engagement provisions are included in written engagement letters sent to clients, signed, and returned to the Firm in advance of an engagement. Fees are billed in arrears, usually at the end of a project or calendar quarter. Typically, invoices are payable upon receipt. Beyond the boundaries of specific engagements, we routinely provide additional financial advice upon request to all clients on a wide range of subjects, usually at no cost.

Investment Management Fees:

Investment management services include on-going supervision of client investments, recommending changes as needed and periodic (usually quarterly) reports and analysis of investments managed. If a client elects to do so, investment management fee invoices are issued on a memo basis, and fees are deducted from the client's investment accounts. Investment management fees are included in investment management agreements signed in advance. In most cases, investment management fees are based on a percentage of total client assets under management, using market values as of the end of each calendar quarter. The current investment management fee guidelines as of March 2025 are shown below:

Assets Under Management	Annual Percentage Fee Layer	Total AUM	Total Annual Percentage Fee
First \$499,999	1.20%	\$499,999	1.20%
Next \$500,000	0.80%	\$999,999	1.00%
Next \$500,000	0.70%	\$1,499,999	0.90%
Next \$500,000	0.50%	\$1,999,999	0.80%
Next \$500,000	0.40%	\$2,499,999	0.72%
Next \$500,000	0.25%	\$2,500,000+	(Less than 0.72% based on total AUM)

In general, except for existing client family members, we require investments under management at a minimum of \$500,000 or a comparable amount of other fees. Minimum fees are charged in certain cases for existing clients whose investments have dropped below \$500,000. Investment management fees are exclusive of fees investment custodians might charge, such as brokerage transaction fees, and other isolated expenses incurred by the client.

In some client situations, alternative fee structures are used, such as:

- Bundling tax return preparation and financial planning services in with investment management fees, and
- Bundling *ad hoc* investment advisory services in with other services to small businesses and their owners.

Investment management fees are not prorated for each investment account contribution or withdrawal made during the applicable calendar quarter. Clients initiated or terminated during a calendar quarter are charged a prorated fee. We require 30-day notice before termination of investment management services and fee payment at termination.

Fees for Other Types of Services:

The Firm provides several other services in addition to on-going investment management. Some of the other services beyond on-going investment management are listed below:

- One-time review and analysis of investments,
- Comprehensive wealth planning projects principally in connection with retirement planning,
- Tax return preparation, tax planning and consulting, and small business services.

For these services, standard fees are usually based on a per-hour rate of \$200, payable at the end of the project. Fees may also be set at a fixed project fee.

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

The Firm does not use performance-based fees designed to share capital gains or appreciation of client investments.

Item 7 – Types of Clients

Money Matters principally serves high and middle net worth clients who value a close professional relationship with their advisor and integrated financial services.

Almost all financial decisions have tax consequences. Accordingly, we believe income taxes should be factored into each financial decision. Our in-depth tax planning experience and credentials permit tax-smart investment and financial advice.

The Firm's size and experience allows us to thoroughly understand each client's goals, mindset, and preferences. All clients experience a direct professional relationship with an experienced financial advisor.

High net worth individuals comprise 40% of our clients and account for 73% of managed investments. Other services – tax planning, tax return preparation and financial planning – are provided to 90% of our investment management clients. Current or retired small business owners and real estate investors comprise 45% of our clients. Half of our clients are retired individuals. The average size of clients' managed investments is approximately \$950,000.

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

The Firm's investment management focuses on the methods and strategies described below.

Diversification to manage investment risk:

Maintaining a portfolio of diverse investments is the most effective tool for managing investment risk. For stock and equity fund investments, diversification includes dispersion by company size (large-cap, mid-cap, small-cap), stock price vs earnings (growth, value, or blend), economic sectors (cyclical, sensitive, defensive), and strategy focus (momentum, dividends, quality, low volatility). For bond and fixed income investments, diversification includes dispersion by maturity (short, intermediate, or long term), duration (measure of interest sensitivity), credit risk (low, moderate, or high).

Optimizing maximum total return for a minimum volatility risk:

We use investment models based on past and expected future inter-connection of returns and volatility between investment categories. The model provides long-range estimates of an investment mix to produce a total return percentage that exhibits the least amount of volatility. We use the model results as investment allocation guidelines to achieve various levels of investment returns. Returns range from Capital Preservation at 20% equities to Most Aggressive at 90% equities.

Measuring each investment's performance relative to its peer group:

This methodology, which we branded as *QUARTILE.PRO™* is our unique, one-of-a-kind method for ranking performance. We compare a specific investment's total return at various periods against the performance of its entire investment category. It is an "apples-to-apples" comparison of like-kind investments. *QUARTILE.PRO™* ranks range of the performance for each investment category, from best to worst, and presents the rankings in four equal quartiles. Further, we aggregate the rankings of each investment to rate portfolio-wide performance.

Monitoring economic and securities market trends:

We use government and private sources to help us monitor current and expected economic data to help us predict future trends. We use private sources of technical stock and bond market analysis to help us predict future securities market trends.

Morningstar investment data, ratings, and analysis:

We believe Morningstar is the preeminent provider of historic investment data, and proprietary ratings and quantitative measures. Our subscription to Morningstar's Advisor Workstation provides us with a wealth of online data that we use in our investment analysis.

Client investment reports:

The goal of our investment reports is to inform and educate clients and validate our recommendations. We strive to communicate complex investment concepts in an understandable and logical manner. Our investment reports are unique to our firm. We avoid using off-the-shelf reporting software because it is usually superficial and boring.

Investment recommendations:

We recommend investment changes using performance, risk, client goals, diversification, and internal expenses as criteria. We prepare informative investment reports and review investment results with clients. When we make specific investment recommendations, clients are responsible for reviewing the recommendation, and communicate their approval, raise concerns, or ask questions. We do not initiate investment changes without client approval.

Investment risk:

Regardless of the Firm's efforts, investing in securities involves market forces that pose the risk of loss. We encourage clients to always have a long-term investment perspective and discourage making frequent portfolio changes in reaction to near-term market fluctuations.

Investment Risks Defined:

Managing investment risk is at least as important as investment returns. We broadly define investment risk as any uncertainty with respect to your investments that has the potential to negatively affect a client's financial welfare. All investments carry a degree of risk. Stocks, bonds, mutual funds, and exchange traded funds can lose value—even their entire value—if market conditions or a company's financial condition sours. Examples of investment risks defined by their underlying causes include:

- Market Risk is the decline in values due to market conditions.
- Business Risk is the decline in value caused by poor company management decisions.
- Political Risk is when governmental actions or rumors of such events cause a decline in investment value.
- Currency Risk is the decline in value caused by decreases in exchange rates when converting foreign currencies to US Dollars.
- Liquidity Risk is the loss of investment value due to time delays or time and quantity restrictions on investment sales.
- Interest Rate Risk is the decline in value of fixed income investments when current interest rates rise, and market values decline.
- Concentration Risk is the exposure to potential loss to a non-diversified investment portfolio caused by the drop in value of a single security or type of securities.

Item 9 – Disciplinary Information

Registered Investment Advisers are required to disclose all material facts regarding any legal or disciplinary events. Neither the Firm nor any employee thereof has received any form of disciplinary or administrative action or professional sanctions. Likewise, neither the Firm nor any member thereof has been convicted, pled guilty or pled *nolo contendere* to criminal or civil litigation related to investments or any other business activity. And no such litigation is pending or threatened.

Item 10 – Other Financial Industry Activities and Affiliations

In addition to investment management activities, the Firm provides other financial advisory services to clients. Both Brendan and Rod are licensed to represent clients before the Internal

Revenue Service and state revenue departments. The Firm prepares income tax returns for approximately 70 individuals, businesses, and trusts. The Firm prepares employers' payroll tax and other business tax. Tax preparation services by the Firm are optional. However, we believe it is an effective method to identify tax planning opportunities. To mitigate any potential conflict of interest that might exist, tax return preparation and other additional services are covered by separate written engagement letters signed by the client.

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

The Firm has adopted the Code of Ethics shown below. We believe adherence to the Code of Ethics represents a high standard of business conduct and fiduciary duty to its clients. The Code of Ethics requires annual review and documentation of compliance.

LAWS AND REGULATIONS: The Firm is committed to abide by all applicable laws and regulations, including the Securities and Exchange Commission's Investment Advisor Code of Ethics.

PERSONAL SECURITIES TRANSACTIONS: No employee of the Firm with access to client information shall (1) purchase securities in an initial public offering, limited securities offering or any other publicly traded securities transaction that is not available to all Firm clients, (2) participate in short-term securities trading activities, or (3) trade puts or calls. Detailed reports of all personal holdings and trades, including beneficial and joint ownership accounts, are to be maintained as required by Rule 204A-1 of the Investment Advisors Act of 1940.

FEE-ONLY BUSINESS MODEL: The Firm is committed to placing its clients' interests first and foremost. Accordingly, it uses the fee-only business model exclusively. Compensation is paid to the Firm based solely on fees calculated per-hour, per-project, or a percentage of assets under management. No products are sold; no referral fee is sought or obtained.

COMPREHENSIVE FINANCIAL PLANNING: The Firm recognizes the inter-relationship between the individual advisory components of financial goals, investments, taxes, spending, debt management, risk management/insurance, gifting/contributing to charity and retirement as well as estate planning. Accordingly, it strives to attain a comprehensive understanding of its clients' financial lives.

NAPFA and CFP® ETHICAL STANDARDS: The Firm and its employees agree to abide by the NAPFA Code of Ethics and Standards of Membership, the CFP® Code of Ethics and Professional Responsibility and Rules of Conduct, and applicable Ethics Rules of the American Institute of Certified Public Accountants.

CONTINUING PROFESSIONAL EDUCATION: The Firm and its financial professionals agree to obtain at least 30 hours of Continuing Professional Education annually as well as to be aware of new professional developments and practices.

NO SURPRISES: The Firm strives to avoid any client misunderstanding of services delivered and fees charged. It strives to achieve concurrence of project goals, services provided, and fees charged. Except for certain cases involving repetitive, small engagements with long-time clients, we document this concurrence in a written engagement letter signed by the client.

CLIENT PRIVACY AND CONFIDENTIALITY: The Firm strives to protect client privacy, confidentiality of client financial affairs, and to protect the physical and electronic security of client information and data in the Firm's possession.

EFFECTIVE COMMUNICATIONS: The Firm is committed to effective verbal and clear written communications between advisor and client.

NO TRANSACTIONS WITH CLIENTS: The Firm's financial professionals agree not to buy or sell investments from/to its clients or execute lending or borrowing transactions with its clients or participate in any non-publicly traded security investments with its clients.

HELPING OTHERS: The Firm recognizes its responsibility to help individuals during their times of financial crisis. In such cases, we provide services on a case-by-case basis at free or significantly reduced fees to help individuals resolve critical financial issues.

Item 12 – Brokerage Practices

Most client investments are held at institutional services division of Charles Schwab & Co, Inc. ("Custodian"). As custodian, Charles Schwab & Co, Inc. provides multiple services to clients, including investment trades, security safekeeping, 24/7 internet access to accounts, monthly statements, periodic account withdrawals, income tax reporting and investment research. The Custodial charges transaction fees according to their published fee schedule for trades in bonds, stocks as well as certain mutual funds and exchange-traded funds. The Custodian does not charge transaction fees on trades of thousands of mutual funds and exchange-traded funds. Whenever deemed preferable, the Firm recommends the purchase or sale of mutual funds and exchange-traded funds without transaction fees.

Most independent investment advisors tend to use a single custodian. Cost and other barriers inhibit investment advisors from using multiple custodians. The Firm has used the Custodian or its predecessor throughout the Firm's history, and is pleased with its level of client service, client fees and all other aspects of the services it provides. Based upon informal comparisons made annually and general observations, the Firm believes the Custodian (1) offers similar client services to other custodians, (2) investment transaction fees charged to the Firm's clients are low, and (3) such fees are comparable to fees charged by other custodians.

As a standard business practice, the Custodian provides practice aids and administrative tools to investment advisors, including the Firm, at no charge. Similar practice aids and administrative tools would not be available to the Firm or would be available for a fee if the Firm did not use the Custodian for client investment custodian services. Such practice aids and

administrative tools include investment research, internet access to client accounts, electronic duplicate account statements, placing securities trades via internet, no-transaction fee investment trades, access to client accounts and monthly statements, advisor fee withdrawals from client accounts, and discounts on advisor-related software and services. All practice aids and administrative tools provided to the Firm are for the benefit of all investment advisory clients whose accounts the Custodian holds. Other investment clients without accounts at the Custodian might benefit indirectly from some of the practice aids as well.

Item 13 – Review of Accounts

The Firm stays tuned to economic news and market developments daily. The Firm checks client's investment performance frequently. It connects and analyzes Investment performance data monthly. The Custodian sends transaction confirmations and monthly account statements directly to each client monthly. In general, the Firm analyzes client investments quarterly. In addition, it conducts special reviews and analysis at any time the client requests, when market conditions change significantly, or when a client's financial circumstances change significantly. Investment reports analyzing client investments are prepared by the Firm and sent to most clients each calendar quarter. The Firm conducts a comprehensive investment review for larger investment portfolios each quarter and no less than annually for others.

Item 14 – Client Referrals and Other Compensation

The Firm seeks or receives no remuneration for referring clients to other professionals. If requested or appropriate, we give clients referrals to other professionals, such as lawyers, insurance professionals, bankers, etc. Client referrals include individuals or firms with whom the Firm has had first-hand experience, or it reviews their qualifications in advance, or the Firm believes will exhibit professionalism.

The Firm frequently receives referrals to prospective clients from existing clients. The Firm pays no remuneration to clients, other individuals, or outside organizations in exchange for prospective client referrals to the Firm.

Item 15 – Custody

Clients receive monthly statements as well as purchase and sale transaction notices from the Custodian. In addition, clients receive statements (usually monthly or quarterly) from other institutions or qualified retirement plan custodians that hold and maintain client's investment assets. The Firm recommends that clients carefully review their statements and compare official custodial records to the account listings that the Firm provides in quarterly reports. The Firm's quarterly portfolio listings may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

As part of its investment management services, most clients prefer direct fee deduction from investment accounts. Due to the potential risk to clients, the State of Minnesota tightly regulates direct fee deduction from investment accounts. The Firm complies with all safeguards set in place by the Firm and the Custodian to protect client funds and prevent unauthorized

withdrawals. The Custodian requires advance authorization signed by the client before disbursing client funds to pay advisor fees. The Custodian requires detailed fee calculations in advance of disbursing client funds to pay fees. The Custodian seeks appropriate explanations from advisors before approving fee calculations outside of a normal range. The Firm sends each investment management client a quarterly invoice showing fee calculations as well as a list of investments and market values used in the fee calculation.

Item 16 – Investment Discretion

When selecting securities and determining amounts to invest, the Firm observes the limitation and restriction guidelines set in the client's Investment Policy Statements. The Firm manages client investments on a non-discretionary basis. This means that clients are responsible for accepting, modifying, or rejecting the Firm's investment recommendations. Clients are also responsible for communicating to us their investment preferences and restrictions.

Item 17 – Voting Client Securities

As a matter of Firm policy and practice, the Firm does not accept authority to, and does not, vote proxies on behalf of advisory clients. Clients retain the responsibility for receiving and voting proxies for all securities maintained in client portfolios.

Item 18 – Financial Information

Registered investment advisers are required in this Item to provide certain financial information or disclosures about the Firm's financial condition. The Firm has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients and has not been the subject of a bankruptcy proceeding. Therefore, no such financial disclosure is required.

Item 19 – Requirements for State-Registered Advisers

The Firm is a Registered Investment Advisor registered with the State of Minnesota. Investment recommendations, report findings and conclusions, tax returns and other professional services are reviewed by Brendan Roath, President or Rod Roath, Compliance Officer.

Brochure Supplement

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Brendan K. Roath, CFP[®], EA

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This brochure supplement provides information about Brendan Roath, CFP[®], EA that supplements the Money Matters brochure. You should have received a copy of the complete brochure. Our brochure may be requested by contacting Brendan Roath, CFP[®], EA (email: brendan@money-matters.us) or by calling Money Matters at (952) 935-0707, ext. 2. Our brochure is also available on our web site www.money-matters.us.

Additional information about Brendan Roath is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 – Education Background and Business Experience

Brendan K. Roath, CFP®, EA, is President of Money Matters, Inc. (“Firm”). Brendan is responsible for all day-to-day management and client relationships. He leads the Firm’s income tax planning, tax return preparation, and comprehensive wealth planning practices. Brendan Roath worked for Money Matters for the past 12 years. Initially, he worked part-time until 2018 when he became a full-time employee. In 2020, he became Vice President. In 2024, the Firm’s succession plan was completed, and Brendan became President, Chairman and majority-owner. Brendan was born in 1981.

Currently, Brendan and Rod Roath work together as a team serving clients with comprehensive financial planning, investment advice and management, income tax return preparation and planning, as well as connecting all clients’ finances into an integrated wealth plan.

Professional Designations and Recognition

Brendan is a Certified Financial Planner® professional (“CFP®”). The CFP® mark is a professional designation granted by the Certified Financial Planner Board of Standards, Inc. Brendan has held the CFP® certification since 2018. To achieve the professional designation, Brendan met education, experience, ethical and other professional qualifications and passed a stringent 6-hour examination. In addition, the CFP® mark has several on-going requirements, including adherence to a Code of Conduct and a minimum of 30 hours of approved continuing professional education bi-annually, including 2 hours of approved Ethics continuing education. For more information, go to www.cfp.net.

Brendan received the professional designation of Enrolled Agent (EA). Enrolled Agent (EA) designation holders have significant tax professional knowledge and technical qualifications. Individuals who attain the EA designation must pass three 3½-hour IRS examinations on individual taxes, business taxes and IRS rules, and meet experience requirements. An EA is the highest IRS credential. Enrolled Agents can represent clients, both businesses or individuals, before the IRS on issues of audits, appeals or tax collection. Individuals who obtain this elite status must adhere to ethical standards and complete 72 hours of continuing education courses every three years. For more information, go to www.irs.gov/tax-professionals/enrolled-agents/enrolled-agent-information.

Brendan is a member of the National Association of Personal Financial Advisors (NAPFA), the leading professional association of Fee-Only financial advisors. As a NAPFA Registered Financial Advisor, Brendan must comply with standards of professional conduct, adhere to the Fee-Only compensation model, conduct himself in a fiduciary manner, disclose all conflicts of interest, and maintain 60 hours bi-annually of approved continuing professional education in investments, income tax, retirement and estate planning, communications, employee benefits, insurance, ethics, and several other areas. For more information, go to www.napfa.org.

Brendan received recognition by Mpls-St Paul and Twin Cities Business magazines as a Five Star Best in Client Satisfaction Wealth Manager from 2020 to 2025. The publications explain their selection criteria as follows: “To receive the Five Star Wealth Manager award, a wealth manager must satisfy 10 objective eligibility and evaluation criteria that are associated with wealth managers who provide quality services to their clients.” Brendan is a member of Financial Planning Association (FPA), the largest U.S. financial planning professional organization. For more information, go to www.onefpa.org.

Brendan is a member of the National Association of Tax Professionals (NATP), a professional organization providing technical and other resources to its members.

Business Experience and Education

Brendan’s career in accounting and personal finance has led him to experience a variety of industries including merchandising, banking, debt collection, pharmaceutical and financial planning. For three years prior to joining Money Matters full-time, he served in a similar capacity for another Registered Investment Advisor firm in St. Louis Park, MN. Prior to that he held corporate accounting positions.

Brendan graduated from The University of Iowa with a Bachelor of Business Administration in both Accounting and Finance, as well as a Certificate in Entrepreneurship. Brendan received a Financial Planning Certificate through Minnesota State University.

Item 3 – Disciplinary Information

Brendan has received no form of disciplinary or administrative action or professional sanctions at any time in his career, nor was he convicted, pled guilty or nolo contendere to criminal or civil litigation related to investments or any other business activity. Further, no such litigation is pending.

Item 4 – Other Business Activities

In addition to investment management activities, the Firm engages in other financial advisory activities. Brendan assists clients in these service areas. In addition, he leads the Firm’s tax planning and tax return preparation, and wealth planning practices. Over ninety percent of the Firm’s investment clients have their tax returns prepared by the Firm as well. Altogether, the Firm prepares income tax returns for approximately seventy individuals, trusts and businesses as well as employers’ payroll tax and excise tax returns.

Item 5 – Additional Compensation

Brendan receives no third-party financial incentives, bonuses or other compensation that are based on sales volumes, sales of specific products or services, referrals, or new accounts.

Item 6 - Supervision

Brendan and Rod work closely together on providing advice to clients. Both Brendan and Rod perform supervisory and compliance duties for the Firm. Brendan and Rod review and approve

work originated by the other person. Brendan prepares and Rod reviews all individual tax returns.

Item 7 – Requirements for State-Registered Advisors

Brendan has not been found liable in any civil, self-regulatory organization, administrative proceeding, or arbitration claim alleging damages involving an investment or investment-related business or activity; fraud, false statement(s), or omissions; theft, embezzlement, or other wrongful taking of property; bribery, forgery, counterfeiting, or extortion; or dishonest, unfair, or unethical practices. Brendan also has not been the subject of a bankruptcy petition.

Brochure Supplement

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Rodney K. Roath, CPA, CFP®

Founder of Money Matters, Inc.

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This brochure supplement provides information about Rod Roath, CPA, CFP® that supplements the Money Matters brochure. You should have received a copy of the complete brochure. Our brochure may be requested by contacting Brendan Roath, CFP® (email: brendan@money-matters.us) or by calling Money Matters at (952) 935-0707, ext 2. Our brochure is also available on our web site www.money-matters.us.

Additional information about Rod Roath is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 – Education Background and Business Experience

Rodney K. Roath (“Rod”) founded Money Matters in June 1998 and has been its President until 2024.

As described elsewhere herein, the Firm completed its succession plan in 2024. As part of the plan, Brendan became majority owner of Money Matters, Inc., and its President and Chairman. Rod continues to be employed by Money Matters, Inc. and continues to serve clients in the areas of investment management, comprehensive financial planning, tax planning, and return preparation services.

Professional Designations and Recognition

Rod is a Certified Public Accountant (“CPA”). CPA is used both as a license and a professional designation. Rod has held a CPA license from the State of Minnesota Board of Accountancy since 1976. The CPA license has on-going requirements, including technical and ethical standards, and a minimum of 120 hours of approved continuing professional education tri-annually.

Rod is a Certified Financial Planner® professional (“CFP®”). CFP® is a professional designation granted by the Certified Financial Planner Board of Standards, Inc. Rod has held the CFP® certification since 2002. To achieve professional designation, Rod met education, experience, ethical and other professional qualifications and must pass a stringent 10-hour examination. In addition, the CFP® designation has on-going requirements, including adherence to a Code of Conduct and a minimum of 30 hours of approved continuing professional education bi-annually, including 2 hours of approved Ethics continuing education. For more information, go to www.cfp.net. Rod is also a member of Financial Planning Association (FPA), the largest U.S. financial planning professional organization at www.onefpa.org.

Rod is a member of the National Association of Professional Financial Advisors (“NAPFA”). As a NAPFA Registered Financial Advisor, Rod must comply with standards of professional conduct, adhere to the Fee-Only compensation model, conduct himself in a fiduciary manner, disclose all conflicts of interest, and maintain 60 hours bi-annually of approved continuing professional education in investments, income tax, retirement and estate planning, communications, employee benefits, insurance, ethics, and several other areas. For more information, go to www.napfa.org.

Rod is a member of the National Association of Tax Professionals (NATP), a professional organization providing technical and other resources to its members.

Rod is listed in and received VIP distinction from, the Cambridge Who’s Who Registry of Executives, Professionals and Entrepreneurs 2010-2011. The organization explains its selection criteria as follows: “The Cambridge Who’s Who® VIP distinction is reserved for members who have exhibited a high capacity for leadership in their fields and an overall commitment to excellence throughout their careers.”

Rod received recognition by Mpls-St Paul and TwinCities Business magazines as a Five Star Best in Client Satisfaction Wealth Manager for 9 years through 2025. The publications explain their selection criteria as follows: “To receive the Five Star Wealth Manager award, a wealth manager must satisfy 10 objective eligibility and evaluation criteria that are associated with wealth managers who provide quality services to their clients.”

Business Experience and Education

Rod has enjoyed a wide-ranging and diverse business career, focusing on financial planning, public accounting, banking, and small business consulting.

Rod graduated from Drexel University in Philadelphia with a Bachelor of Science in Business Administration. He completed requirements for attaining an MBA from Drexel, except authoring a thesis, before moving to Minnesota in 1974. Rod was born in 1944.

Item 3 – Disciplinary Information

Rod has received no form of disciplinary or administrative action or professional sanctions at any time in his career, nor was he convicted, pled guilty or *nolo contendere* to criminal or civil litigation related to investments or any other business activity. Further, no such litigation is pending.

Item 4 – Other Business Activities

In addition to investment management activities, the Firm engages in other financial advisory activities, including tax return preparation. Ninety percent of the Firm’s investment management clients have their tax returns prepared by the Firm as well. The Firm prepares income tax returns for approximately seventy individuals and businesses as well as employers’ payroll tax and trust tax returns. The Firm provides limited bookkeeping services for its business clients.

Item 5 – Additional Compensation

Rod receives no third-party financial incentives, bonuses or other compensation that are based on sales volumes, sales of specific products or services, referrals, or new accounts.

Item 6 - Supervision

Rod performs all compliance duties for the Firm and holds the title of Compliance Officer. His direct telephone number is 952-935-0707.

Item 7 – Requirements for State-Registered Advisors

Rod has not been found liable in any civil, self-regulatory organization, administrative proceeding, or arbitration claim alleging damages involving an investment or investment-related business or activity; fraud, false statement(s), or omissions; theft, embezzlement, or other wrongful taking of property; bribery, forgery, counterfeiting, or extortion; or dishonest, unfair, or unethical practices. Rod also has not been the subject of a bankruptcy petition.