

Item 1 – Cover Page

Money Matters, Inc.

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www.money-matters.us

March 2022

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 has not been 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. also is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 – Material Changes

No material changes occurred after publication of the March 2021 ADV-II brochure that would require mention in this section.

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 net worth clients who value a close professional relationship with their advisor. Our clients are current and retired professionals, executives and business owners, The Firm advises clients on a wide range of financial matters, with emphasis on integrating investment and tax planning and the interaction between personal and business interests.

Money Matters commenced business in June 1998. Throughout its 24-year history, the Firm has provided a wide range of financial planning and advisory services, including:

- Comprehensive financial planning,
- Investment advisory services, analysis, and management,
- Income tax planning and return preparation, and
- Small business consulting, bookkeeping and payroll tax administration.

All services are provided on an independent, fee-only basis and tailored to meet the individual needs of each client. Investment advisory services are provided to individuals and small businesses.

Clients come to us by referrals from existing clients and online listings for professional organizations of which we are a member. Generally, we believe 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.

Money Matters, Inc. is a family-owned business. All stockholders are directors, and all participate in various aspects of the business. Rod Roath, the Firm’s founder and President, is the Firm’s majority stockholder. Brendan Roath, Vice President, has worked part-time for several years before becoming a full-time employee in February 2018 and Vice President in 2020. Working as a team, Brendan and Rod provide tax, financial planning, and investment advisory services to clients.

Money Matters initiated a succession plan when Brendan Roath joined the firm in 2018. A verbal agreement exists for the eventual transfer of Rod Roath’s 80% ownership in Money Matters, Inc. to Brendan Roath. After the transfer, Rod Roath expects to continue serving clients. Details of the transfer will be developed over the next several months.

Item 5 – Fees and Compensation

The Firm uses the Fee-Only compensation model. Compensation is paid to the Firm based solely on fees for service, calculated using various methods. No products are sold, and no sales or transaction fees are received; no referral fees are sought or obtained. For small projects for existing clients, the Firm and client agree in advance to fee arrangements verbally. For all other 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.

Investment Management Fees:

Investment management services includes 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. Minimum fees are charged in certain cases for clients whose investments have dropped below \$250,000 due to withdrawals. Current fee rates range from 0.20% to 0.3125% of assets under management per quarter. Investment management fees are exclusive of fees that by 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. Generally, the overall impact of these other fee arrangements is to reduce the effective investment management fee. For example:

- 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 will be charged a prorated fee. Upon termination of any account, unpaid fees will be due and payable at termination.

Fees for Other Types of Services:

The Firm provides several types of services in addition to investment management. Three of the services involve providing investment advice:

- One-time review and analysis of investments,
- Comprehensive financial planning projects principally in connection with retirement planning,
- Tax return preparation and financial planning services.

For these services, standard fees are usually based on a per-hour rate of \$150 to \$175, 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 utilize performance-based fees, or any other compensation method designed to share capital gains or appreciation of client investments.

Item 7 – Types of Clients

Money Matters principally serves high net worth clients who value a close professional relationship with their advisor. Our clients are current and retired professionals, executives and business owners, The Firm advises clients on a wide range of financial matters, with emphasis on integrating investment and tax planning and the interaction between personal and business interests.

The benefit of a direct professional relationship between client and advisor is effective, individually specific advice on a broad range of financial decisions. The Firm's size and experience allows Money Matters thoroughly understand each client's goals, mindset, and preferences.

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

Over 82% of our clients engaged Money Matters to provide multiple types of services in 2021. About 20% of the Firm's 2021 clients are owners of small business and professional practice for whom we provide consulting, payroll, retirement plan consulting, bookkeeping or income tax preparation services. Another 16% are real estate investors who obtain tax and organizational consulting services from Money Matters. (Note: Data excludes family members we do not charge fees.)

At the end of 2021, 35 clients with approximately \$34 million of security investments received investments management and consulting services from Money Matters. Of the total investments under management, 72% are high-net-worth individuals with investment assets over \$1 million. Managed investment portfolios average \$964,000.

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.

Generally, we require new investment management service clients to own more than \$500,000 of investments to manage or \$3,000 of combined annual fees to the Firm.

Clients' primary investment goals relate to retirement, education, living expenses and wealth accumulation or transfers. Investments are held in taxable brokerage accounts, tax-qualified

retirement and education savings accounts, company retirement and profit-sharing plans, and non-qualified variable annuities. Investments include exchange-traded funds (ETFs), mutual funds, common and preferred stocks, bonds, variable annuity subaccounts, and liquid money market accounts.

When we recommend investment purchases or sales, we typically present multiple alternatives to the client for their consideration. Investment recommendations are usually presented together with explanation of our underlying reasoning, investment strategies, benefits, and risks. Further, investment recommendations are explained in the context of agreed-upon investment guidelines, investment policy statements and long-term goals. Clients are responsible for accepting, modifying, or rejecting the Firm's recommendations.

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

The Firm employs several analytical methods and investment strategies. Regardless of the Firm's efforts, investing in securities involves market forces that pose risk of loss. We encourage clients to have a long-term investment horizon when market downturns occur.

Throughout its existence, Money Matters, Inc. has employed a unique technique that we call **QUARTILEPRO™** to guide its investment clients. The technique involves a comparison of an investment's return to the range of returns for funds of the same investment category (e.g., large cap growth equities, intermediate-term bonds, etc.). **QUARTILEPRO™** methodology allows an "apples-to-apples" comparison of a fund to all similar funds.

Investment returns for a fund being analyzed is ranked into one of four quartiles, from the best to the worst, for each of several time intervals. The first quartile includes funds with the highest 25% of total returns of all funds in the investment category. The second quartile includes funds with the next highest 25% of total returns of all funds in the investment category, and so on for the third and fourth quartiles.

To illustrate **QUARTILEPRO™**, assume the total return of a large cap growth fund is 5% for a three-month period ended December 31, 2021. Question: Did the mutual fund perform well during the quarter? On the surface, 5% return in 3 months sounds very good. Therefore, one might believe the fund performed well during the quarter. However, we use **QUARTILEPRO™** to view the illustrated mutual fund's return in the context of the total returns of all 1,300 ETFs and mutual funds in the large cap growth category shown in the table below. With **QUARTILEPRO™**, a correct conclusion is that 5% return in the 4th quarter for a large cap growth fund is a sub-par return for the quarter. In fact, 5% places the fund's performance near the bottom quartile.

Large Cap Growth	
Total returns ranked from high to low	
Top quartile	10.2% to 22.3%
Second quartile	7.9% to 10.2%
Third quartile	4.9% to 7.9%
Bottom quartile	-21.3% to 4.9%

Analyzing investment returns using **QUARTILEPRO™** methodology provides a relevant comparison to other similar investments. We believe that analyzing investment returns relative to the entire category is an important consideration. Tracking investments using **QUARTILEPRO™** helps to isolate performance by a fund's management team from the other variables that impact an investment's total return.

In addition to **QUARTILEPRO™**, the Firm employs fundamental analysis techniques. Long-term investment strategies are developed with each client's investment goals in mind and documented in investment policy statements. Investment risks are managed using (1) diversification, (2) recognition that investment returns tend to revert to long-term averages, and (3) evaluation of macroeconomic factors and market trends. Investment policy statements are developed to define goals, risk levels, preferences, and accountabilities. Short-term or frequent trading is generally avoided whenever possible.

Quarterly investment reports are considered an important feature in the advisor-client communication process. Our custom quarterly reports were developed from investment client preferences. The report's objectives are to effectively communicate the following information:

- Actual investment performance,
- Performance relative to each investment's asset category (**QUARTILEPRO™** methodology),
- Risk levels,
- Diversification relative to investment mix guidelines,
- Compilation of analysts' ratings, and
- Dispersion among industrial sectors.

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. Rod Roath, the Firm's president, is a Certified Public Accountant licensed in Minnesota. Brendan Roath, Vice President, is an Enrolled Agent. The Firm prepares income tax returns for approximately 60 individuals, businesses, and estates. The Firm prepares employers' payroll tax and other business tax. Tax preparation services are optional, but strongly encourages as a 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. Compliance with the Code of Ethics is reviewed and documented annually.

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, the fee-only business model is used exclusively. Compensation is paid to the Firm based solely on fees calculated on a per-hour, per-project, or assets under management basis. 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 investments, taxes, budgeting, debt management, risk management/insurance and gifting/contributions. 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 to be delivered and fees to be charged. A mutual agreement is reached in advance for all projects or service performed. Except for certain cases involving repetitive, small engagements with long-time clients, project or service objectives, “deliverables” and fees of each engagement are documented 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 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, services are provided on a case-by-case basis at free or significantly reduced fees to help individuals resolve critical financial issues.

Item 12 – Brokerage Practices

TD Ameritrade Institutional Services, Inc. ("Custodian") is the Firm's investment custodian of choice. The Custodian 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 numerous 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.

In the fall of 2020, TD Ameritrade was acquired by Charles Schwab & Co. The institutional services divisions of Schwab and TD Ameritrade will eventually be combined under one common platform over the next 2 to 3 years. Money Matters does not expect any negative impact from the acquisition and eventual combination of Schwab and TD Ameritrade.

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 for several years 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 reasonably low, and (3) such fees are comparable to fees charged by other custodians.

As a standard business practice, the Custodian provides numerous practice aids and administrative tools to investment advisors, including the Firm, at no charge. Similar practice aids and administrative tools would likely 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 by the Custodian to the Firm are for the benefit of all investment advisory clients with accounts at the Custodian. Other investment clients without accounts at the Custodian benefit may indirectly benefit from some of the practice aids as well.

Item 13 – Review of Accounts

The Firm stays tuned to economic news and market developments daily. Market performance of client investments is checked frequently. Investment performance data is collected and analyzed monthly. The Custodian sends transactions confirmations and monthly account statements directly to each client monthly. In general, client investments are reviewed by the Firm quarterly. In addition, special reviews and analysis are conducted 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. A comprehensive investment review is conducted for larger investment portfolios each quarter and no less than annually for others.

Item 14 – Client Referrals and Other Compensation

No remuneration is sought or obtained for referring clients to other professionals. If requested or appropriate, clients are given referrals to other professionals, such as lawyers, insurance professionals, bankers, etc. Professionals to whom clients are referred include individuals with whom the Firm has had first-hand experience, or their qualifications are reviewed in advance, or the Firm believes will exhibit a high level of professionalism.

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

Item 15 – Custody

The Firm does not take custody of client funds or securities except that, if elected by the client, investment management fees are deducted from client accounts. Direct fee deduction from investment accounts is preferred by some clients for convenience and other benefits.

The practice of allowing payment of fees directly from client accounts is viewed by the State of Minnesota as constructive custody. The Firm complies with all safeguards set in place by the Firm and the Custodian to protect client funds and prevent unauthorized withdrawals. For example, advance authorization signed by the client is required by the Custodian to disburse client funds to pay advisor fees to the Firm. Further, 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 how fees are calculated as well as a list of investments and market values used in the fee calculation.

As part of its tax return services, the Firm executes pre-arranged electronic tax payments to governmental agencies for benefit of the client. Electronic tax payments are made via the U.S. Treasury's Electronic Federal Tax Payment System and state revenue departments' online tax payment systems.

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.

Item 16 – Investment Discretion

When selecting securities and determining amounts to invest, the Firm observes the limitation and restriction guidelines set in client's Investment Policy Statements. Clients are responsible for accepting, modifying, or rejecting the Firm's investment recommendations. Investments are not managed on a discretionary basis. Investment guidelines and restrictions must be provided to the Firm in writing.

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 Rod Roath, President.

Supplementary Information

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Rodney K. Roath, CPA, CFP®

President 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 throughout the Firm’s 24-year existence.

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 several on-going requirements, including technical and ethical standards, minimum of 120 hours of approved continuing professional education tri-annually. To achieve the professional designation, Rod met education, experience, ethical and other professional qualifications and passed a stringent 20-hour examination in financial reporting, taxes, accounting, auditing, and law. Among other things, CPAs can represent clients in Internal Revenue Service audits, disputes, and tax adjustments. For more information, go to www.aicpa.org.

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 the 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 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.

Rod is a member of the National Association of Professional Financial Advisors (“NAPFA”). To become a NAPFA member, Rod is required to adhere to a strict standard of professional conduct. As a NAPFA Registered Financial Advisor, Rod must 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 Financial Planning Association (FPA), the largest U.S. financial planning professional organization. For more information, go to www.onefpa.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 has passed other professional examinations, including Chartered Mutual Fund Counselor and Chartered Life Underwriter.

Rod was named to the Cambridge Who’s Who Registry of Executives, Professionals and Entrepreneurs 2010-2011 Edition. In 2010, the VIP distinction was added by this organization.

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.”

In an independent survey, Rod was recognized by Mpls-St Paul and TwinCities Business magazines as a Five Star Best in Client Satisfaction Wealth Manager in 2019, 2020, 2021 and 2022. Rod received the same recognition in two previous years as well. 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. He began his career in public accounting, eventually becoming a Partner in the Minneapolis office of Peat Marwick Mitchell & Co. He left that Firm to form a CPA Firm to serve community banks throughout the country. During the banking crisis of the late-1980s, Rod provided risk assessment services on banks and savings institutions to various syndicates at Lloyds of London. Subsequently, he joined Highland Bank, a community bank located in the Twin Cities area, where he was Executive Vice President-Chief Financial Officer, Board Secretary and Director.

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

Item 3 – Disciplinary Information

No form of disciplinary or administrative action or professional sanctions has been enacted against Rod at any time in his career. He has not been convicted or 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 advisor activities, including tax return preparation. Rod is a Certified Public Accountant licensed in Minnesota and prepares tax returns for clients on behalf of the Firm. Many investment clients of the Firm have their tax returns prepared by the Firm as well. The Firm prepares income tax returns for approximately 60 individuals and businesses as well as employers’ payroll tax and excise tax returns. The Firm provides limited bookkeeping services for some of 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. Rod and Brendan Roath, CFP®, EA, Vice President of the Firm, work closely together on providing advice to clients. Both Brendan and Rod performs supervisory duties for the Firm. Brendan and Rod review work originated by the other person. Brendan prepares and Rod reviews all individual tax returns. Rod represents clients before the Internal Revenue Service or state revenue departments.

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.

Supplementary Information

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Brendan K. Roath, CFP[®], EA

Vice President of Money Matters, Inc.

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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 Vice President of Money Matters, Inc. (“Firm”). As Vice President, Brendan assumes additional management and client responsibilities. He joined the Firm full-time in February 2018, after working on projects for the Firm on a part-time basis beginning in 2002. He has been a shareholder and member of Money Matters’ board of directors from its inception.

Brendan and Rod Roath work together as a team on client services including 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 has received the professional designation of Enrolled Agent (EA). The Enrolled Agent (EA) designation demonstrates its holders have significant professional knowledge and technical qualifications in tax matters. 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 credential the IRS awards. The federal government recognizes them as elite tax specialists. The EA credential, attorney license or CPA license allows unlimited practice rights to represent clients—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 National Association of Personal Financial Advisors (NAPFA), the leading professional association of Fee-Only financial advisors. To become a NAPFA member, Brendan is required to adhere to a strict standard of professional conduct. As a NAPFA Registered Financial Advisor, Brendan must 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.

In an independent survey, Brendan was recognized by Mpls-St Paul and Twin Cities Business magazines as a Five Star Best in Client Satisfaction Wealth Manager in 2020, 2021 and 2022. 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 Advisory 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. Most recently Brendan completed his Financial Planning Certificate through Minnesota State University.

Item 3 – Disciplinary Information

No form of disciplinary or administrative action or professional sanctions has been enacted against Brendan at any time in his career. He has not been convicted or 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 advisor activities. Brendan assists clients in these service areas. Many investment clients of the Firm have their tax returns prepared by the Firm as well. The Firm prepares income tax returns for approximately 60 individuals 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 performs 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. Rod represents clients before the Internal Revenue Service or state revenue departments.

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.