

Firm Brochure

(PART 2A of FORM ADV)

**MCD Advisors, LLC
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www.mcdadvisors.com**

This brochure provides information about the qualifications and business practices of MCD Advisors, LLC. If you have any questions about the contents of this brochure, please contact us at 914-432-5058 or you may email us at marie@mcdadvisors.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.

Additional information about MCD Advisors, LLC is also available on the SEC's website at www.adviserinfo.sec.gov.

December 1, 2014

2. Material Changes

This Item discusses only specific material changes that have been made to the Brochure since the last annual update and includes a summary of such changes. Since the last annual update of this Brochure on March 28, 2014, the assets managed by MCD Advisors, LLC has increased to over \$50,000,000 which has caused MCD Advisors, LLC to register with the Securities and Exchange Commission as a mid-sized investment adviser as MCD Advisors, LLC's principal office is located in New York and New York does not subject investment advisers to an examination.

As a result of becoming registered with the Securities and Exchange Commission, MCD Advisors, LLC has had to name a Chief Compliance Officer, and Paul DeCaprio will assume this role.

Further, the fee schedule for MCD Advisors, LLC has changed. The minimum Annual Review fee charged to clients who select the Comprehensive Financial Plan service has increased from \$500 to \$750. More information regarding fees can be found in Item 5, Fees and Compensation.

MCD Advisors, LLC has offered or delivered information about its qualifications and business practices to clients on at least an annual basis. MCD Advisors, LLC will ensure that its clients receive a summary of any materials changes to this and subsequent Brochures within 120 days of the close of the calendar year. MCD Advisors, LLC may further provide other ongoing disclosure information about material changes as necessary.

MCD Advisors, LLC will provide clients with a new Brochure as necessary based on changes or new information, at any time, without charge.

The MCD Advisors, LLC Brochure may be requested by contacting Marie DeCaprio, Managing Member, at 914-432-5058, or marie@mcdadvisors.com. The MCD Advisors, LLC Brochure is also available on its Web site www.mcdadvisors.com, free of charge.

Dated: December 1, 2014

3. Table of Contents

<i>Item Number</i>	<i>Item Page</i>
1. Cover Page	i
2. Material Changes	2
3. Table of Contents	3
4. Advisory Business, Services Offered.....	4
5. Fees and Compensation	4
6. Performance Based Fees and Side by Side Management	5
7. Types of Clients and Investments	5
8. Methods of Analysis, Investment Strategies and Risk of Loss	6
9. Disciplinary Information	8
10. Other Financial Industry Activities or Affiliations	8
11. Code of Ethics, Participation or Interest in Client Transactions and Personal Trading	8
12. Brokerage Practices	9
13. Review of Accounts	9
14. Client Referrals and other Compensation	9
15. Custody	9
16. Investment Discretion	9
17. Voting Client Securities	10
18. Financial Information	10
PART 2B. Brochure Supplement	11

4. Advisory Business, Services Offered

ADVISORY BUSINESS

MCD Advisors, LLC ("Advisor") has been providing investment advisory services since 2003. Advisor is owned and operated by Marie DeCaprio, CFA, CFP®.

SERVICES OFFERED

Advisor provides financial planning services including investment advice. Advisor tailors its advisory services to the needs of each individual client through comprehensive client consultations where each client is asked about their background, their investment history, and for what reason they are requesting a financial plan. Clients have ultimate control over their accounts and Advisor only recommends investments based on a client's particular need. Client has complete freedom to impose restrictions on investing in certain types of securities.

A client does not have to meet asset minimums. Advisor provides the same financial process for all clients regardless of wealth. Advisor offers four types of services to clients as outlined below:

Comprehensive Financial Plan—One -time financial advice to structure a financial plan. Includes one, two hour meeting and up to three months of consultation by phone or e-mail during the structuring and implementation of the financial plan. This advice typically covers establishing a household budget, structuring savings for significant life events such as college and retirement, review investments currently held and make recommendations regarding those investments. Advisor does not make recommendations on individual stocks as part of this service.

Investment Management—Includes the same service as One-Time Financial Advice but also includes unlimited phone and e-mail consultations and investment management. Quarterly portfolio reviews are part of this service. Investment Management is based on passive portfolio management employing the use of low-cost index mutual funds and ETFs with a minimal amount of trading.

Specific Projects—Perform services requested on specified topic that is limited in scope. This service is provided on an hourly fee only.

5. Fees and Compensation

Advisor's fees are not negotiable. Clients who select Comprehensive Financial Plan are billed after completion of the plan. Clients who select Ongoing Financial Consultation and Investment Management services are billed once every six months. Specific Projects are billed at the conclusion of the project. Fees for each of these services is charged and billed directly to the client. Fees for Customized Income Portfolios are billed at the end of each quarter, and fees are automatically deducted from client accounts by the account's custodian.

Advisors' fixed fees are listed below and are based on client's assets or annual income. Specific Projects are billed at a rate of \$250 per hour. After expiration of the three month consultation period for the Comprehensive Financial Plan service, Advisor will charge the client \$250 per hour. Annual Review fees are for clients who select the Comprehensive Financial Plan service and the charge is \$250 per hour with a minimum charge of \$750. An annual review is included in the fee for

the Investment Management service. Clients who select this service are not charged a separate fee for an annual review.

Assets or Annual Income	Comprehensive Financial Plan	Investment Management	Annual Review
<\$250,000	\$1,200	0.3 to 0.4% based on % of assets and range to be determined by adviser	\$250/hr with a minimum of \$750
\$250,001-\$500,000	\$1,600	0.3 to 0.4% based on % of assets and range to be determined by adviser	\$250/hr with a minimum of \$750
\$501,000-\$1,000,000	\$2,000	0.3 to 0.4% based on % of assets and range to be determined by adviser	\$250/hr with a minimum of \$750
\$1,000,001-\$2,000,000	\$2,500	0.3 to 0.4% based on % of assets and range to be determined by adviser	\$250/hr with a minimum of \$750
>\$2,000,000	0.3 to 0.4% based on % of assets and range to be determined by adviser	0.3 to 0.4% based on % of assets and range to be determined by adviser	\$250/hr with a minimum of \$750

6. Performance-Based Fees and Side by Side Management

Advisor does not charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client).

7. Types of Clients and Investments

Advisor's advisory services are structured for the individual investor. Advisor's clients do not have to meet any asset minimums to receive advisory services. Advisor manages client assets on both a discretionary and non-discretionary basis and does not participate in any "wrap fee" programs.

Advisor is completely independent from any broker-dealer or other investment advisor and does not receive commissions or referral fees of any kind. Advisor provides advice to clients on matters not involving individual stocks, but such advice may include a recommendation to invest in mutual funds. If Advisor's investment advice does include a mutual fund recommendation, Advisor recommends no-load mutual funds or exchange traded mutual funds.

Advisor works with any other advisor or representative a client may use, including other financial advisors and attorneys. If client does not have a broker-dealer with which to affect securities transactions client determines that it wants to make or transactions Advisor may recommend, Advisor will suggest using a nationally recognized self-directed broker-dealer or appropriate no-load mutual fund.

8. Methods of Analysis, Investment Strategies and Risk of Loss

Advisor uses Fundamental and Technical analysis methods to formulate investment advice or manage assets. The Fundamental Analysis method of evaluation entails attempting to measure intrinsic value of a security by examining related economic, financial and other qualitative and quantitative factors. Advisor will review various factors that can affect the value of a security, including macroeconomic factors (like the overall economy and industry conditions) and business sector-specific factors (like financial condition and management).

The Technical Analysis method of evaluation entails evaluating securities by analyzing the statistics generated by market activity, such as past prices and volume in an attempt to determine what direction, or trend, will continue in the future. Technical analysis does not measure a security's intrinsic value, but instead use charts and other tools to identify patterns that can suggest future activity. Technical analysis doesn't concern itself with the "value" of a company or a commodity. Technical analysis is only interested in the price movements in the market.

Regardless of the investment strategies or methods of analysis used, any investing involves a degree of risk, some more than others. Risk refers to the possibility that a client will lose money or fail to make money on an investment. Clients should be aware of this risk and should be prepared to bear the risk of a particular investment.

Advisor's recommendations may include the purchase of mutual funds. Mutual fund investing involves risk including risks particular to mutual funds. Certain mutual funds will seek a higher return for its investors and will involve more risk. While a fund with a higher risk has the potential for a higher return, it also has greater potential for losses and lower or negative returns.

Mutual fund risk is based on the investments contained in each fund. For example, a bond fund is subject to interest rate risk and income risk. Bond values are inversely related to interest rates. If interest rates go up, bond values will go down and vice versa. Bond income is also affected by the change in interest rates. Bond yields are directly related to interest rates falling as interest rates fall and rising as interest rises. Income risk is greater for a short-term bond fund than for a long-term bond fund.

Similarly, a sector stock fund (which invests in a single industry, such as telecommunications) is at risk that its price will decline due to developments in that industry. A stock fund that invests across many industries is more sheltered from this risk defined as industry risk.

The following are some of the risks a mutual fund investor may be exposed to:

- **Country Risk.** The possibility that political events (a war, national elections), financial problems (rising inflation, government default), or natural disasters (an earthquake, a poor harvest) will weaken a country's economy and cause investments in that country to decline.
- **Credit Risk.** The possibility that a bond issuer will fail to repay interest and principal in a timely manner. Also called default risk.
- **Currency Risk.** The possibility that returns could be reduced for Americans investing in foreign securities because of a rise in the value of the U.S. dollar against foreign currencies. Also called exchange-rate risk.
- **Income Risk.** The possibility that a fixed-income fund's dividends will decline as a result of falling overall interest rates.

- **Industry Risk.** The possibility that a group of stocks in a single industry will decline in price due to developments in that industry.
- **Inflation Risk.** The possibility that increases in the cost of living will reduce or eliminate a fund's real inflation-adjusted returns.
- **Interest Rate Risk.** The possibility that a bond fund will decline in value because of an increase in interest rates.
- **Manager Risk.** The possibility that an actively managed mutual fund's investment adviser will fail to execute the fund's investment strategy effectively resulting in the failure of stated objectives.
- **Market Risk.** The possibility that stock fund or bond fund prices overall will decline over short or even extended periods. Stock and bond markets tend to move in cycles, with periods when prices rise and other periods when prices fall.
- **Principal Risk.** The possibility that an investment will go down in value, or "lose money," from the original or invested amount.
- **Reinvestment Risk.** This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.

Risks of Investing in Stocks and Bonds

In addition to the risks noted above, an investor purchasing or selling stocks or bonds may be exposed to the following risks:

- **Business Risk.** These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk of profitability than an electric company, which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.
- **Liquidity Risk.** Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.
- **Financial Risk.** Excessive borrowing to finance a business' operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

Specific Risks Related to Exchange Traded Funds

Exchange Traded Funds are similar to mutual funds and have risks similar to mutual funds but also have some risks unique to ETFs. For instance, one risk investors face when investing in the ETF market is what may be called "label risk," which is that the ETF doesn't hold the stocks in a sector or segment that an investor may infer from its title.

For example, a fund may be labeled so that an investor assumes that it is investing in certain markets or economies in which the investor wants to have access but in fact may have a bulk of its investment in other markets or economies and just a small exposure to the market or economy the investor was looking to participate in.

Another potential risk is the risk the fund is not tracking the underlying index as well as it could. There may be different approaches to tracking an index. For example, one fund may track an index using full replication, meaning the fund buys every stock in the index in exactly the right weights. Another fund in the same sector may track an index using a process called optimization where

computer algorithms select a subset of the broader index it believes will track the index as a whole. As a result, the fund may hold only a small portion of the stocks held in the broader index. With the optimization process, a fund may be susceptible to volatility which may cause the fund to have trouble tracking its benchmark. In general, funds that optimize have greater risk of tracking error than funds that fully replicate their index.

Finally, there may be the potential for tax risk for some ETFs. Some commodity-based ETFs are not taxed like equities and long-term capital gains rates may not apply to these funds. For example, if the commodity in the fund is deemed a “collectible” by the IRS and it is sold at a profit the appreciation will be subject to a higher tax rate than the long-term capital gains rate. ETFs that have non-traditional asset classes may have more complex tax issues.

9. Disciplinary Information

Investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of Advisor or the integrity of Advisor’s management. Advisor has no information applicable to this Item.

10. Other Financial Industry Activity and Affiliations

Advisor does not engage in any other business or financial industry activities and has no other affiliations with any other entity that may offer investment or financial advice.

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

Advisor has adopted a Code of Ethics for all supervised persons describing its high standard of business conduct, and fiduciary duty to its clients. The Code of Ethics includes provisions relating to the confidentiality of client information, a prohibition on insider trading, restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures.

Advisor anticipates that, in certain circumstances, the managing member of Advisor may purchase shares of common stock, mutual funds or ETFs that are also recommended to clients. Advisor’s supervised persons are required to follow Advisor’s Code of Ethics which is modeled after the Financial Planning Association Code of Ethics which encompasses the principals of fairness, professionalism, objectivity, competence, confidentiality, and diligence. Advisor’s Code of Ethics is designed to assure that the personal securities transactions, activities and interests of the persons associated with Advisor will not interfere with (i) making decisions in the best interest of clients and (ii) implementing such decisions while, at the same time, allowing persons associated with Advisor to invest for their own accounts. Advisor’s clients or prospective clients may request a copy of its Code of Ethics by contacting Marie DeCaprio or accessing Advisor’s Code of Ethics on its Web site, www.mcdadvisors.com.

12. Brokerage Practices

Advisor does not have any authority to determine without obtaining specific client consent the broker-dealer for the client to use or the commission rates to be paid. Advisor does not typically recommend or suggest brokers to clients but may provide the names of nationally recognized broker-dealers that offer self-directed on-line brokerage services.

A. Research and Other Soft Dollar Benefits. Advisor will only receive execution services from a broker-dealer or a third party in connection with client securities transactions and will not receive research or other products or services ("soft dollar benefits").

B. Other Brokerage Practices. Advisor does not consider, in selecting its broker-dealers, whether Advisor or a related person received client referrals from the broker-dealer or a third party. Advisor does not recommend, request or require that a client direct Advisor to execute transactions through a specified broker-dealer, and does not permit a client to direct brokerage to another broker-dealer as such practice may result in unfavorable execution of client transactions and may increase client transaction costs.

If Advisor has the opportunity and it is advantageous to its clients, Advisor will aggregate bond purchases in order to obtain better execution.

13. Review of Accounts

Marie DeCaprio, the Managing Member of Advisor, performs an account review upon the client engaging Advisor. Advisor does not provide ongoing reviews. After the initial engagement and review, any other review must be initiated by the client. Clients who pay an annual retainer fee or a percentage of their managed portfolio assets have their investment portfolios reviewed automatically. Any such review is performed not more than quarterly.

14. Client Referrals and Other Compensation

Advisor receives no economic benefit from anyone who is not a client for providing investment advice or advisory services to its clients.

Further, Advisor does not directly or indirectly compensate anyone who is not a supervised person of Advisor for client referrals.

15. Custody

Advisor does not have custody of any client assets or funds. Clients should receive at least quarterly statements from the broker dealer, bank or other qualified custodian that holds and maintains client's investment assets. Advisor does not provide any account statements to clients.

16. Investment Discretion

Advisor accepts discretionary authority to manage securities accounts on behalf of those clients that have elected the Investment Management service. This means that the securities used in this service may be bought or sold before consulting with a client. Discretionary authority will be

requested at the time a client selects the Investment Management service by the execution of a limited power of attorney included in the service selection package.

With all other clients, Advisor recommends the identity and amount of securities for a client to buy and sell, but the client retains the authority to determine whether such securities should be bought or sold, and the amount of the securities to be bought or sold. The client determines the brokers or dealers through which transactions will be executed. Commissions are set by the broker-dealer where a client's assets are held.

17. Voting Client Securities

Advisor does not vote proxies on behalf of advisory clients. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in client portfolios. Advisor may provide advice to clients regarding a client's voting of proxies. Clients will receive their proxies or other solicitations directly from their custodian.

18. Financial Information

Investment advisers are required in this Item to provide clients with certain financial information or disclosures about Advisor's financial condition. Advisor 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.

Brochure Supplement (Part 2B of Form ADV)

Marie DeCaprio
78 Meadow Road
Briarcliff Manor, NY 10510

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December 1, 2014

This brochure supplement provides information about Marie DeCaprio that supplements the MCD Advisors, LLC brochure. You should have received a copy of that brochure. Please contact Marie DeCaprio at 914-432-5058 or by email at marie@mcdadvisors.com if you did not receive MCD Advisors LLC's brochure or if you have any questions about the contents of this supplement.

Educational Background and Business Experience

MARIE DeCAPRIO

Member

Marie DeCaprio, CFP®, CFA (born in 1966) is the sole member of MCD Advisors, LLC. Marie obtained her bachelor's degree in Economics from Rutgers University in 1988. In 1994, she earned an MBA in Finance from the Stern School of Business of New York University. Marie earned her CFA charter in 1994 and in 2004 became a Certified Financial Planner™. To become a Certified Financial Planner™, CFP® professionals must pass the comprehensive CFP® Certification Examination, pass CFP Board's Fitness Standards for Candidates and Registrants, agree to abide by CFP Board's Code of Ethics and Professional Responsibility and Rules of Conduct which put clients' interests first and comply with the Financial Planning Practice Standards which spell out what clients should be able to reasonably expect from the financial planning engagement.

CFA charterholders are required to pledge to adhere to the CFA Institute Code of Ethics and Standards of Professional Conduct, Complete the CFA program (three levels of examinations), have four years of qualified investment experience, become a regular member of CFA Institute, and apply for membership in a local CFA member society.

Marie began her career in 1988 at Prudential Financial in the Investments division where she was a fixed income mutual fund portfolio manager for nine years. She then moved to the Citibank Private Bank where she managed portfolios for high net worth clients for two years. Marie has operated MCD Advisors, LLC since 2003.

Disciplinary Information

Neither Advisor nor any of its supervised persons were or are involved in any arbitration, civil, self-regulatory organization, or administrative proceeding.

Other Business Activities

Marie is not actively engaged in any business other than giving investment advice.

Additional Compensation

Marie does not receive any economic benefit from anyone who is not a client of MCD Advisors, LLC.

Supervision

Marie is the sole member of MCD Advisors, LLC and is not directly supervised by anyone but she is required to comply with MCD Advisor, LLC's Compliance Policies and Procedures and Code of Ethics.