



FIRM BROCHURE
FORM ADV PART 2A
March 29, 2019

Family Office Brochure

This brochure provides information about the qualifications and business practices of The Mather Group Family Office. If you have any questions about the contents of this brochure, please contact us by telephone at (630) 537-1080 or by email at d.juhl@themathergroup.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.

Our current (updated) Form ADV, Part 2A will be available to our existing and prospective clients 24 hours a day through the Investment Adviser Public Disclosure website. Additionally, we will annually and within 120 days of the end of our fiscal year, provide you either: (i) a copy of our Form ADV, Part 2A that includes or is accompanied by a summary of material changes; or (ii) a summary of material changes that includes an offer to provide a copy of the current Form ADV, Part 2A and information on how the client can obtain the Form ADV, Part 2A. We urge you to carefully review all subsequent summaries of material changes, as they will contain important information about any significant changes to our advisory services, fee structure, business practices, conflicts of interest, and disciplinary history.

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

Please note, use of the term "registered investment adviser" and description of The Mather Group, LLC and/or our associates as "registered" does not imply a certain level of skill or training. You are encouraged to review this Firm Brochure and the Brochure Supplement, or contact our firms' associates who advise you for more information on the qualifications of our firm and employees.

CONTACT INFORMATION

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Firm Contact:
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Item 4 Advisory Business

TMGFO provides its investment advisory, financial planning, and family office services to high-net worth families, which consist of individuals, corporations, trusts, not for profit organizations, and other entities. The financial planning and family office services are bundled into the investment management advisory services of TMGFO and are not broken out separately as a service or for billing. Advisory services are provided through The Mather Group, LLC. Services include, but are not necessarily limited to, the following:

Investment Advisory Services:

- Asset allocation
- Investment policy
- Performance reporting
- Portfolio management for individuals and entities
- Selection and due diligence of advisers and managers
- Selection and due diligence of custodians
- Management of pooled investment vehicles

Financial Planning Services:

- Asset protection
- Cash flow planning
- Debt planning
- Employee benefit planning
- Estate planning
- Gifting strategies
- Income tax planning
- Insurance planning
- Negotiations and due diligence
- Philanthropic planning
- Risk mitigation
- Tax return compliance
- Titling of assets
- Wealth transfer strategies

Family Office Services:

- Account opening and closing paperwork

- Billpaying
- Bookkeeping
- Concierge services
- Family Governance
- Financial statement preparation
- Personal assistant services
- Supervision and oversight of family advisors, vendors, and employees

Advisory services are tailored to the individual needs of its clients. Prior to engaging TMGFO to provide investment advisory services, the client will be required to enter into one or more written agreements with the firm, which govern the terms and conditions under which TMGFO shall render its services (collectively the "Agreement"). In addition, the firm may only implement its investment advisory recommendations after the client has arranged for and furnished the firm with all information and authorization regarding accounts with appropriate financial institutions. Likewise, TMGFO will only implement its investment recommendations after the client consents to the recommendations. Clients may impose restrictions on investing in certain securities or types of securities. Most often, these restrictions relate to their role as an officer of a publicly traded company.

In performing its services, TMGFO shall not be required to verify any information received from the client or from the client's other professionals, and is expressly authorized to rely thereon. Moreover, each client is advised that it remains his/her/its responsibility to promptly notify us if there is ever any change in his/her/its financial situation or investment objectives for the purpose of reviewing/evaluating/revising our previous recommendations and/or services.

Tax Preparation Service can be provided at our discretion, to a select few eligible clients. Our firm may offer tax preparation and filing services. Prior to the commencement of this service, you will be required to enter into a Service Agreement with our firm for tax preparation services. These services are limited to the preparation and filing of your personal income tax returns. If we offer you this service, we will provide you with the Service Agreement that will list specific details regarding the scope of services, conditions, and termination provisions.

TMGFO does not participate in a wrap fee program.

Assets Under Management

As of March 21, 2019, our regulatory assets under management are \$4,145,238,546. Of this total amount, we manage \$2,931,483,053 on a discretionary basis and \$1,231,755,493 on a non-discretionary basis. The Mather Group LLC also had Assets Under Advisement totaling approximately \$3,566,921,421. These are client assets with respect to which The Mather Group

may provide consulting and/or financial planning services, but does not have any management, execution or trading authority. Some asset values may not be readily available at the most recent quarter end; therefore, the previous quarter's values were used for this calculation. The values may be higher or lower, depending on the current market conditions. The combined Regulatory Assets Under Management and Assets Under Advisement are \$7,712,159,967.

Item 5 Fees and Compensation

Types of Fees

TMGFO receives only two types of financial services fees from clients:

- a flat annual fee; and/or
- a fee based on the percentage of assets under management.

All fees are negotiable. TMGFO and its clients may agree to a billing structure based on one or more of the above types of fees.

For the **flat fee**, the annual fee shall be charged monthly, quarterly, or semi-annually, in advance. The flat fee per client varies. The variation in fee amount is due to the complexity of the clients' financial situation as well as the anticipated time necessary to devote to the client.

For the **percentage-based fee**, the annual fee shall be charged quarterly, in advance, based upon the market value of the assets on the last day of the previous quarter, to perform investment advisory, family office, and financial planning services. The annual fee shall vary between 0.25%-1% depending upon the market value of the assets under management, and any breakpoints. For those clients whose fees are calculated as a percentage of assets under management, to the extent that clients authorize the use of margin, and thus employ margin in their investment portfolios, Firm will bill on the gross market value of the portfolio, and not net of any margin debt. Generally, the percentage-based fee schedule is as follows:

Billing

TMGFO bills clients either monthly, quarterly, semi-annually, or annually depending on the client's preference. Nearly all of TMGFO's clients are billed directly, and clients remit payment via check or wire. For convenience purposes, a client may authorize TMGFO through the Custodian(s) to debit the client's account for the amount of TMGFO's fee and to directly remit that management fee to Firm in accordance with applicable custody rules.

The Custodian(s) recommended by TMGFO have agreed to send a statement to the client, at least quarterly, indicating all amounts disbursed from the account

including the amount of management of fees paid directly to Firm. TMGFO's clients are free to choose their preferred billing method and how often they are billed, and each client's fee arrangement is carefully and accurately described in the written advisory Agreement with Firm.

Miscellaneous Fees Not Paid to Firm

Financial institutions where clients custody assets shall include, but are not limited to, Fidelity, Schwab Institutional, Bank of America, JPMorgan Chase, BNY Mellon, Goldman Sachs, Vanguard, TD Ameritrade, Merrill Lynch, Citi Bank, and Wells Fargo Bank, and any other broker-dealer recommended by TMGFO, broker-dealer directed by the client, trust companies, banks etc. (collectively referred to herein as the "Custodian(s)"). The Custodian may charge brokerage commissions, transaction fees, custodial fees, charges imposed directly by a mutual fund or exchange traded fund in the account, which shall be disclosed in the fund's prospectus (e.g., fund management fees and other fund expenses), deferred sales charges, odd-lot differentials, transfer taxes, wire transfer fees and other related expenses which shall be incurred by the client. However, Firm shall not receive any portion of these commissions, fees, and costs. Fees charged by any of the broker-dealers or custodians are exclusive of and in addition to Firm's fee.

Refund of Fees Upon Termination

TMGFO generally charges its fees in advance. For the initial quarter of investment management services, the first quarter's fees shall be calculated on a pro rata basis. The Agreement between TMGFO and the client will continue in effect until terminated by either party pursuant to the terms of the Agreement. TMGFO's fee shall be prorated through the date of termination and any remaining balance shall be charged or refunded to the client, as appropriate, in a timely manner.

Additional Compensation

Neither TMGFO nor any of its supervised persons accept compensation for the sale of securities or other investment products. TMGFO wishes to avoid any situations, arrangements, or incentivized compensation structures that present inherent conflicts of interest, and strives to remain fully objective in any advice it renders. TMGFO also receives some non-financial services fees as further described in the section entitled, "Client Referrals and Other Compensation."

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

Neither TMGFO nor any of its supervised persons accept performance-based fees; therefore, this section is not applicable.

Item 7 Types of Clients & Account Requirements

TMGFO clients generally consist of high-net worth families and individuals (net worth of \$25,000,000 or more). In addition to holding assets in their individual name(s), these client families often have several entities through which their assets are held, such as charitable organizations, limited liability companies, partnerships, and corporations. TMGFO does not impose a minimum portfolio size, and may accept clients of any size or waive its fee, based upon certain criteria, including anticipated future earning capacity, anticipated future additional assets, dollar amounts of assets to be managed, related accounts, account composition, pre-existing client, account retention, and pro bono activities.

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

TMGFO security analysis methods include charting, fundamental, technical, and cyclical. The investment strategies used to implement any investment advice given to clients include long term purchases, short term purchases, trading, short sales, and margin transactions.

The above described methods of analysis and investment strategies all involve risk of loss and may not be appropriate for all clients, depending on their risk-tolerance level, investment knowledge, and specific situation. Regardless of the method of analysis or the investment strategy used, investing in securities involves risk of loss that clients should be prepared to bear.

All investment programs have certain risks that are borne by the investor. Our investment approach constantly keeps the risk of loss in mind. Investors face the following investment risks:

- **Interest-rate Risk:** Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.
- **Market Risk:** The price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances. For example, political, economic and social conditions may trigger market events.
- **Inflation Risk:** When any type of inflation is present, a dollar today will not buy as much as a dollar next year, because purchasing power is eroding at the rate of inflation.

- **Currency Risk:** Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.
- **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.
- **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.
- **Cybersecurity risk:** Intentional cybersecurity breaches include unauthorized access to systems, networks, or devices (such as through "*hacking*" activity); infection from computer viruses or other malicious software code; and attacks that shut down, disable, slow, or otherwise disrupt operations, business processes, or website access or functionality.
- **Technology Risk:** Technology systems may fail to operate properly or become disabled as a result of events or circumstances wholly or partly beyond the firm's or its service providers' control.

Item 9 Disciplinary Information

There are no legal or disciplinary events that are material to a client's or prospective client's evaluation of our advisory business or the integrity of our management.

Item 10 Other Financial Industry Activities and Affiliations

Christopher Yannella, President of The Mather Group Family Office, is the sole attorney for the Law Office of Christopher F. Yannella, LLC (hereinafter referred to as "*Law Office*") an outside business activity away from the firm. Some clients of TMGFO are also clients of the Law Office. Clients are required to enter into a separate agreement with the Law Office to receive legal services from Mr. Yannella. The relationship between Firm, the Law Office, and client does not create any conflicts of interest; both Firm and the Law Office are fiduciaries and proponents for clients, and serve only the clients' best interests in an objective manner.

Although TMGFO provides initial and ongoing due diligence on other investment advisors, and recommends and selects investment advisers for its clients, the firm does not receive compensation directly or indirectly from those advisers.

Item 11 Brokerage Practices

TMGFO does not have the authority to determine, without obtaining specific client consent, the broker or dealer to be used. Fees charged by any of the broker-dealers or custodians are exclusive of and in addition to the TMGFO fee. Factors which TMGFO considers in recommending broker-dealers to clients include their respective financial strength, reputation, execution, pricing, research, and service.

Soft Dollars

TMGFO may receive from various broker-dealers, without cost to Firm, computer software and related systems support, which allow TMGFO to better monitor client accounts maintained at that custodian. TMGFO may receive the software and related support without cost because Firm renders investment management services to clients that, in the aggregate, maintain a certain level of assets at the various broker-dealers. Specifically, TMGFO may receive the following benefits: referral networks, receipt of duplicate client confirmations and bundled duplicate statements, access to a trading desk that exclusively services its Registered Investment Advisor Group participants, access to block trading which provides the ability to aggregate securities transactions and then allocate the appropriate shares to client accounts, access to an electronic communication network for client order entry and account information and discounts for the purchase of software.

The commissions paid by TMGFO clients shall comply with the Firm duty to obtain "*best execution*." However, a client may pay a commission that is higher than another qualified broker-dealer might charge to affect the same transaction where TMGFO determines, in good faith, that the commission is reasonable in relation to the value of the brokerage and research services received. In seeking best execution, the determinative factor is not the lowest possible cost, but whether the

transaction represents the best qualitative execution, taking into consideration the full range of a broker-dealer services, including among others, the value of the research provided, execution capability, commission rates, and responsiveness. Consistent with the foregoing, while Firm will seek competitive rates, it may not necessarily obtain the lowest possible commission rates for client transactions.

Block Trading

Transactions for each client generally will be affected independently, unless Firm decides to purchase or sell the same securities for several clients at approximately the same time. Firm may (but is not obligated to) combine or "batch" such orders to obtain best execution, to negotiate more favorable commission rates, or to allocate equitably among Firm clients' differences in prices and commissions or other transaction costs that might have been obtained had such orders been placed independently. Under this procedure, transactions will generally be averaged as to price and allocated among Firm clients pro rata to the purchase and sale orders placed for each client on any given day. Commission cost may vary due to volume of assets or method of receipt of confirmations. In the event that Firm determines that a prorated allocation is not appropriate under the particular circumstances, the allocation will be made based upon other relevant factors, which may include: cash balances, investment objectives, or limitations in investment guidelines.

A more thorough recital of Firm's trading allocation procedures is contained within The Mather Group Disclosure Brochure. In addition, Firm corrects all trade errors through an Error Account at the various custodians. If there is a loss due to a trade error by Firm, Firm will make the client whole. If there is a gain in correcting the trade error, the gain will be retained by the respective custodian or retained in the respective trade error account.

Directed Brokerage and Brokerage for Client Referrals

Due to the fact that TMGFO implements its trades with the client's selected custodian, it is allowing its clients to direct their brokerage. Accordingly, by directing their brokerage, TMGFO may not be able to aggregate orders or reduce costs and a client may receive less favorable prices. In addition, TMGFO does not direct brokerage for client referrals.

Item 12 Review of Accounts

TMGFO monitors client portfolios as part of an ongoing process while regular account reviews are conducted on at least an annual basis. Such reviews are conducted by Mr. Yannella or his designee(s). TMGFO endeavors to meet with each client on a quarterly basis, at minimum, depending on the client's availability. All

investment advisory clients are encouraged to discuss their needs, goals and objectives with TMGFO and to keep TMGFO informed of any changes thereto. TMGFO shall contact ongoing investment advisory clients at least annually to review its previous services and/or recommendations and to discuss the impact resulting from any changes in the client's financial situation and/or investment objectives.

TMGFO may review a client account if there is a specific situation involving the client or a specific situation involving the markets, which causes a need for a review.

Clients are provided with transaction confirmation notices and regular summary account statements directly from the broker-dealer or custodian for the client accounts. TMGFO regularly provides reports to its clients, typically on a quarterly basis, but can be provided monthly at the client's request. These reports are customized for each client and therefore the contents may vary. Generally, these reports may include financial statements, relevant account and/or market-related information such as inventory of account holdings and asset values, asset allocations, and investment performance reports.

Item 13 Client Referrals and Other Compensation

TMGFO does not directly or indirectly compensate any person for client referrals.

TMGFO provides non-financial services in the form of personal assistant services to advisory clients at the client's direction. TMGFO is compensated for such services.

Item 14 Custody

Certain of its clients have requested that TMGFO provide bill pay services, or that TMGFO President Christopher Yannella, individually, serve in a role as Trustee or Manager of certain entities, such as Trusts, Limited Liability Companies, and Partnerships, or as Agent under a Limited Power of Attorney. In these roles either the firm or its owner, Mr. Yannella, has custody of client assets. In order to comply with the custody rule, the firm is required to undergo a surprise audit to verify customer accounts and assets, at least annually, and a Form ADV- E, along with the auditor's report is filed online.

TMGFO regularly and continuously monitors Custodians, and recommends Custodians to its clients. Due to various concerns, such as potential for fraud, theft, dishonesty, or FDIC issues, TMGFO generally endeavors to recommend larger, well-known broker-dealers, banks, and trust companies to act as Custodians to its clients, including, but not limited to, Fidelity, Schwab Institutional, Bank of America, US Trust, Merrill Lynch, JPMorgan Chase, Vanguard, and Goldman Sachs.

To TMGFO's knowledge, Custodians mail account statements directly to the clients, and clients should carefully review those statements for accuracy and compare them to any and all reports created by TMGFO.

Some clients have also invested in a small number of start-up ventures, which they have identified on their own. Due to their entrepreneurial nature, these ventures do not provide account statements per se; however, evidence of the client's ownership is provided via financials, written updates, partnership units, limited liability company interests, or K-1s. Such entrepreneurial investments represent less than 1% of the firm's Assets Under Management, and there are very few of them.

Item 15 Investment Discretion

We do not take or exercise discretion with respect to our clients without a written agreement executed by both the firm and the client. Our clients need to sign a Comprehensive Portfolio Management Agreement or an amendment to their existing advisory agreement with TMGFO which outlines the terms and conditions for the management of their account.

In some instances, certain TMGFO clients have requested TMGFO provide bill pay services, or that Mr. Yannella, individually, serve in a role as Trustee or Manager of certain entities, such as Trusts, Limited Liability Companies, and Partnerships, or as Agent under a Limited Power of Attorney. Due to TMGFO and Mr. Yannella agreeing to these requests, some of TMG's assets are required to be categorized as "discretionary". Neither TMGFO nor Mr. Yannella exercises any discretion over those client assets, and TMGFO will only implement its investment recommendations after the client consents to the specific recommendations.

Item 16 Voting Client Securities

We do not and will not accept the proxy authority to vote client securities. Clients will receive proxies or other solicitations directly from their custodian or a transfer agent. In the event that proxies are sent to our firm, we will forward them on to you and ask the party who sent them to mail them directly to you in the future.

Clients may call, write or email us to discuss questions they may have about particular proxy vote or other solicitation.

Clients maintain exclusive responsibility for:

1. Directing the manner in which proxies solicited by issuers of securities beneficially owned by the client shall be voted, and

2. making all elections relative to any mergers, acquisitions, tender offers, bankruptcy proceedings or other type events pertaining to the client's investment assets.

Therefore (except for proxies that may be voted by a third-party money manager), our firm and/or you shall instruct your qualified custodian to forward to you copies of all proxies and shareholder communications relating to your investment assets. Clients may contact TMGFO to discuss any proxies received.

Item 17 Financial Information

The Mather Group does not have any adverse financial conditions to disclose and we have never been the subject of a bankruptcy petition.

Item 18 Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

Code of Ethics

Firm has adopted a code of ethics that sets forth the standards of conduct expected of its associated persons and requires compliance with applicable securities laws ("*Code of Ethics*"). In accordance with Section 204A of the Advisers Act, the firm's Code of Ethics contains written policies reasonably designed to prevent the unlawful use of material non- public information by Firm or any of its associated persons. The Code of Ethics also requires that certain of TMGFO personnel (called "Access Persons") report their personal securities holdings and transactions and obtain pre-approval of certain investments such as initial public offerings and limited offerings. In addition, the Code of Ethics covers such issues as the confidentiality of client information and the delivery and receipt of gifts by the firm or its access persons. Clients and/or prospective clients may contact the firm to request a copy of its Code of Ethics.

Personal Trading

The firm and persons associated with Firm ("*Associated Persons*") are permitted to buy or sell securities that it also recommends to clients consistent with the firm's policies and procedures.

Client Transactions

Generally, TMGFO and its associated persons will trade simultaneously with clients in block trades. If trading occurs in a limited security, the clients' transactions will always go first. Neither Firm nor any associated persons shall receive preferential

treatment in trading or receive a better price than the clients if done simultaneously.

PRIVACY POLICY

PRIVACY NOTICE REGARDING CLIENT PRIVACY AS REQUIRED BY REGULATION S-P & REGULATION S-AM

Maintaining the trust and confidence of our clients is a high priority. That is why we want you to understand how we protect your privacy when we collect and use information about you, and the steps that we take to safeguard that information. This notice is provided to you on behalf of The Mather Group, LLC.

Information We Collect: In connection with providing investment products, financial advice, or other services, we obtain non-public personal information about you, including:

- Information we receive from you on account applications, such as your address, date of birth, Social Security Number, occupation, financial goals, assets and income;
- Information about your transactions with us, our affiliates, or others; and
- Information received from credit or service bureaus or other third parties, such as your credit history or employment status.

Categories of Information We Disclose: We may only disclose information that we collect in accordance with this policy. The Mather Group, LLC does not sell customer lists and will not sell your name to telemarketers.

Categories of Parties to Whom We Disclose: We will not disclose information regarding you or your account with us, except under the following circumstances:

- To entities that perform services for us or function on our behalf, including financial service providers, such as a clearing broker-dealer, investment company, or insurance company;
- To consumer reporting agencies as required by the Fair Credit Act;
- To third parties who perform services or marketing on our behalf as required by the Gramm-Leach-Bliley Act;
- To your attorney, trustee or anyone else who represents you in a fiduciary capacity;
- To our attorneys, accountants or auditors; and
- To government entities or other third parties in response to subpoenas or other legal process as required by law or to comply with regulatory inquiries.

How We Use Information: Information may be used among companies that perform support services for us, such as data processors, technical systems consultants and programmers, or companies that help us market products and services to you for a number of purposes, such as:

- **To protect your accounts** from unauthorized access or identity theft;

- **To process your requests** such as securities purchases and sales;
- **To establish or maintain an account with an unaffiliated third party**, such as a clearing broker-dealer providing services to you and/or The Mather Group, LLC;
- **To service your accounts**, such as by issuing checks and account statements;
- **To comply** with Federal, State, and Self-Regulatory Organization requirements;
- **To keep you informed** about financial services of interest to you.

Regulation S-AM: Under Regulation S-AM, a registered investment adviser is prohibited from using eligibility information that it receives from an affiliate to make a marketing solicitation unless: (1) the potential marketing use of that information has been clearly, conspicuously and concisely disclosed to the consumer; (2) the consumer has been provided a reasonable opportunity and a simple method to opt out of receiving the marketing solicitations; and (3) the consumer has not opted out. The Mather Group, LLC does not receive information regarding marketing eligibility from affiliates to make solicitations.

Regulation S-ID: Regulation S-ID requires our firm to have an Identity Theft Protection Program (ITPP) that controls reasonably foreseeable risks to customers or to the safety and soundness of our firm from identity theft. We have developed an ITPP to adequately identify and detect to prevent and mitigate identity theft.

Our Security Policy: We restrict access to nonpublic personal information about you to those individuals who need to know that information to provide products or services to you and perform their respective duties. We maintain physical, electronic, and procedural security measures to safeguard confidential client information.

Closed or Inactive Accounts: If you decide to close your account(s) or become an inactive customer, our Privacy Policy will continue to apply to you.

Complaint Notification: Please direct complaints to: Diana Juhl, at The Mather Group, LLC, 353 N. Clark Street, Suite 2775, Chicago, IL 60654, (630) 537-1078.

Changes to This Privacy Policy: If we make any substantial changes in the way we use or disseminate confidential information, we will notify you. If you have any questions concerning this Privacy Policy, please contact us at: The Mather Group, LLC, 353 N. Clark Street, Suite 2775, Chicago, IL 60654, (630) 537-1078