

Item 1 Cover Page

MCDONALD PARTNERS LLC



1301 East 9th Street, Suite 3700
Cleveland, Ohio 44114
866-899-2997
www.mcdonald-partners.com

FIRM BROCHURE

March 29, 2019

Part 2A of
Form ADV

This brochure provides information about the qualifications and business practices of McDonald Partners LLC. If you have questions about the contents of this brochure, please contact us at 866-899-2997 or you may email us at compliance@mcdonald-partners.com. The information in this brochure has not been approved or verified by the United States and Exchange Commission or by any state securities authority.

Additional information about McDonald Partners LLC is also available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 Material Changes

We discuss below only material changes which we believe are important in terms of disclosure since the Firm's last filing of our Form ADV Part 2A Brochure on August 30, 2018. The update was filed on the SEC's Investment Advisors Public Disclosure Website (IAPD), www.adviser.info.sec.gov.

This Form ADV has been updated to reflect the appointment of Jaqueline M. Hummel, Esq. as Chief Compliance Officer. She replaces Audrey Harris who previously held the position and has left the Firm.

Additional changes include:

- Disclosures related to private investment funds managed by affiliates of McDonald Partners (described in Item 4, Advisory Business)
- Disclosure of wrap programs offered by McDonald Partners LLC, including the firm's own wrap program, the Flex Account, and wrap programs offered through RBC CS, including the State Street Global Advisors ("SSGA") Strategic ETF Model Portfolio Program, RBC Advisor Program, RBC Unified Portfolio Program and Consulting Solutions (described in Item 4, Advisory Business).
- Disclosure of additional Financial Consultation Services provided by McDonald Partners LLC (discussed in Item 4, Advisory Business)
- New disclosures related to rollovers from employer-sponsored 401(k) plans to an IRA account managed by McDonald Partners (disclosed in Item 4, Advisory Business)
- Disclosure regarding how fees are determined for assets that are not publicly traded (Item 5, Fees and Compensation)
- Disclosure regarding the Firm's practice of crediting any 12b-1 fees received back to the Client's account (Item 5, Fees and Compensation)
- Disclosure of a revenue sharing arrangement between McDonald Partners and RBC CS with respect to client funds invested in a money market mutual fund and the RBC FDIC insured deposits accounts (Item 5, Fees and Compensation)
- Disclosure of additional compensation that may be earned by Financial Advisors of the Firm related to the sale of insurance products (Item 5, Fees and Compensation)
- Disclosure of the fact that an affiliate of McDonald Partners has the right to own Class B units in the Eden Rock Montenegro Fund and in the ERM Resort LLC Fund, if such shares are issued (Item 6, Performance-Based Fees and Side-by-Side Management)
- Enhanced disclosures in Item 8 regarding the Firm's Methods of Analysis and investment risks (Item 8, Methods of Analysis, Investment Strategies, and Risk of Loss)
- Disclosure of a settlement between FINRA and McDonald Partners. (Item 9, Disciplinary Information)

- Additional disclosures regarding the fact that certain of McDonald Partners' Supervised Persons are also licensed insurance agents and are allowed to sell insurance products to Firm clients (Item 10, Other Financial Industry Activities and Affiliations)
- New disclosure regarding the appointment of Jaqueline M. Hummel as Chief Compliance Officer for McDonald Partners investment advisory business (Item 10, Other Financial Industry Activities and Affiliations)
- Additional disclosures regarding the selection of RBC CS as the Firm's clearing broker-dealer and qualified custodian (Item 12, Brokerage Practices)
- New disclosure regarding the Firm's brokerage practices concerning Municipal Securities Trading (Item 12, Brokerage Practices)
- New disclosure regarding the Firm's practices for mutual fund share class selection (Item 12, Brokerage Practices)
- New disclosure regarding revenue sharing arrangements between McDonald Partners and RBC CS with respect to cash sweep vehicles (Item 14, Client Referrals and Other Compensation)
- Revised disclosure regarding 12b-1 fees, noting that if a client invests in a mutual fund share class with a 12b-1 fee, such fee will be rebated to the client's account (Item 14, Client Referrals and Other Compensation).

McDonald Partners will provide a complete brochure at your request at any time. Please call us at 866-899-2997, or you may send an email to compliance@mcdonald-partners.com.

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Item 4 Advisory Business

Founded by Thomas McDonald in 2005, McDonald Partners LLC (“McDonald Partners” or the “Firm”) is a dually-registered investment adviser and broker-dealer headquartered in Cleveland, Ohio with offices throughout Northern Ohio and Michigan. McDonald Partners provides a variety of investment management services through its Financial Advisors to individual and institutional clients, including banks, pension and profit sharing plans, trusts, estates, charitable organizations and business entities. These services are provided on a personalized basis with investment programs tailored to reflect each client’s specific circumstances. These tailored services may include restrictions of industry (i.e., gambling, tobacco, etc.), income needs, tax planning, to name a few. We work with you to design an investment portfolio and style that will meet your personal goals.

McDonald Partners has five wealth management groups, CapTrust Financial Advisors, the Lowrie Wealth Management Group, Mansour Wealth Management, the Park Edge Group, and Pareto Wealth Management. Although these groups are separate legal entities, the financial advisors in these groups are investment adviser representatives and registered representatives of McDonald Partners. Additionally, McDonald Partners Financial Advisors use Beach Benefits Group and Goodman Financial Group/Goodman Wealth Advisors as “doing business as” names when providing advisory services as investment adviser representatives and registered representatives of McDonald Partners.

Throughout this brochure, we refer to McDonald Partner’s investment adviser representatives as Financial Advisors.

In addition to the services described in this brochure, we also offer other fee-based account products through an agreement with RBC Correspondent Services (“RBC CS”), our clearing broker-dealer. These products may offer a higher or lower fees than other products offered through this brochure. A copy of the RBC CS brochure, describing its product lines, is available at your request.

McDonald Partners serves, through affiliated entities, as manager to seven private funds (the “Funds”), McDonald USAF LP, MP DPI LLC, MP127 LLC, MPCF II LLC, MPCF LLC, Eden Rock Montenegro LLC, and ERM Resort LLC. For McDonald USAF LP, McDonald USAF GP LLC, a wholly-owned subsidiary of McDonald Partners, is the general partner of McDonald USAF LP. McDonald Management LLC, a wholly-owned subsidiary of McDonald Partners, is the manager of the remaining six private funds. For the Funds, McDonald Management LLC and McDonald USAF GP LLC receive no compensation for their advisory services aside from reimbursement of its reasonable expenses.

This Brochure does not constitute an offer to sell or solicitation of an offer to buy any securities. Persons reviewing this Brochure should not construe this as an offer to sell or

solicitation of an offer to buy the securities of any of the Funds described herein. Any such offer or solicitation will be made only using a confidential private placement memorandum.

With respect to McDonald USAF LP, MP127 LLC, MPCF LLC, MPCF II LLC, MP DPI LLC, Eden Rock Montenegro LLC and ERM Resort LLC, McDonald Partners served as placement agent and received placement fees of ranging from 3% to 5% of the gross proceeds of the offerings, as more fully described in the private placement memorandum for each fund.

With respect to MP DPI LLC, McDonald Partners paid the Fund's organizational, legal and accounting costs and other expenses and fees related to the Underlying Investment and the Fund's operation out of the placement agent fees it received for acting as the placement agent for the Underlying Offering, including the proceeds of the Fund Offering. McDonald Partners received compensation in the form of warrants to purchase shares of Diasome's common stock as part of its placement fee.

With respect to Eden Rock Montenegro LLC, McDonald Management LLC may receive a carried interest as owner of Class B Units, if such units are issued. This interest will only be distributed after each Class A Member has been paid a preferred return and all of its capital contributions have been repaid.

With respect to ERM Resort LLC, McDonald Management LLC may receive a carried interest as owner of Class B Units, if such units are issued. This interest will only be distributed after each Class A Member has been paid a preferred return and all of its capital contributions have been repaid.

The advisory fee on Client assets invested in the Funds is waived until such time that the total dollar amount of advisory fees waived equals or exceeds the placement fee charged. The fees to be charged on these assets are based on the par value of the Funds and will not exceed the maximum advisory fees set forth in Item 5 Fees and Compensation.

Individual Portfolio Management

McDonald Partners provides investment advisory services to retail and high net worth clients which may include, corporate, pension plans, public funds, foundations, endowments and other tax-exempt entities. Such accounts are managed in accordance with investment objectives, guidelines, and restrictions established by each client. McDonald Partners executes purchases and sales of securities for these accounts through its affiliated broker-dealer.

McDonald Partners LLC broker-dealer uses its best efforts to obtain the best available price and most favorable execution through its clearing firm, RBC CS. Clients with a Flex Account do not pay any additional fees to the Broker-Dealer for these services.

Hegarty Asset Management

Hegarty Asset Management is a proprietary asset management program operating as a division of McDonald Partners. The division currently offers one product entitled “Core”. It is a large capitalization discipline investing in a blend of both growth and value companies. The portfolio typically owns between 40-50 companies diversified among the eleven major sectors of the Standard & Poor’s 500 Index. This index also represents the performance benchmark. Key “Core” portfolio characteristics include discounted valuation on a price-book, price-sales, and price- earnings basis. Companies in the portfolio have projected 3-5 year earnings, revenue and dividend growth well above that projected for the market. The risk and volatility profile are moderate with a beta below that of the S&P 500 Index.

“Core” is available to both McDonald Partners Financial Advisors and to other investment advisory firms. The fee to Hegarty Asset Management is competitive with other third-party managers. The minimum account size for Hegarty Asset Management is \$250,000, although exceptions may be granted in the discretion of Bill Hegarty, the portfolio manager.

Bill Hegarty, Chief Investment Officer of McDonald Partners, is the portfolio manager. He has over 35 years of investment research and portfolio management experience. Details regarding Mr. Hegarty experience are outlined in his Form ADV Part 2B Supplement.

Conflict of Interest: Because McDonald Partners earns compensation from Hegarty Asset Management for assets placed, this constitutes a conflict of interest. Individual representatives of the firm do not earn additional compensation, however, from a business aspect, the additional compensation presents a conflict of interest for which you may end up paying more or less for those same services. Please discuss all fee arrangements with your Financial Advisor representative or if you have any questions regarding this conflict of interest please contact our compliance department.

Wrap Fee Program Services

a. Flex Account:

We offer the McDonald Partners Flex Account. Our Flex accounts can be advisory (you work alongside your Financial Advisor) as well as discretionary (your Financial Advisor has your permission to manage your account without your consent as what/when/how much or what price to buy or sell securities in your account). The Flex account offers an advisory services along with transaction, clearing, and custodial services are provided for one fee based on the assets under management. This is different from non-wrap-fee management programs whereby services are provided for a fee, but transaction services are billed separately on a per-transaction basis. Based upon information from you during an initial interview, your Financial Advisor will construct a portfolio of securities based on your specific individual needs, risk

tolerance and investment objectives. Your portfolio may include some or all of the following investment vehicles: load or no-load mutual funds, exchange trade funds (ETFs), stocks, bond, cash, cash equivalents, closed-end funds, and other securities as appropriate for your individual needs. For a more detailed description of this program, please refer to the McDonald Partners Wrap-Fee brochure.

McDonald Partners also offers client accounts that charge separate brokerage and management fees for clients who do not wish to pay an all-inclusive fee (“wrap fee”).

b. SSGA Program

The State Street Global Advisors (“SSGA”) Strategic ETF Model Portfolio Program (“SSGA Program”) is a fee-based investment adviser program made available to McDonald Partners as an introducing broker to RBC CS. The SSGA Program is a model portfolio program delivered by State Street Global Advisors (“SSGA”) as the Model Provider. The SSGA Strategic ETF Model Portfolios (each a “Model Portfolio”), utilize SPDR ETFs as the underlying investments within the portfolios. The Model Portfolio construction process is performed and managed by SSGA. SSGA also manages the underlying ETFs within the model portfolios.

The SSGA Program seeks to provide investors a disciplined asset allocation program designed to align with a Client’s overall investment strategy using a risk-based Model Portfolio. The more conservative portfolios are designed to focus on delivering current income, with some consideration to growth of capital. The more aggressive portfolios are predominately focused on growth of capital. In all instances, the portfolios are constructed to achieve market exposure across both equity and fixed income markets. SSGA uses long-term asset class return, risk and correlation forecasts to identify an asset allocation that efficiently balances these objectives.

In the SSGA Program, an overlay manager manages the Account in accordance with the Model Portfolios provided by SSGA. McDonald Partners, RBC CS and SSGA do not provide discretionary management services to the Account in the SSGA Program. McDonald Partners Financial Advisor services relative to the SSGA Program include consulting with Client in assisting determination of the Client’s Investment Guidelines and in identifying and selecting a SSGA Model Portfolio whose investment allocation and objectives may be compatible with the Client’s Risk Profile.

For more information about the operation of the SSGA Program, please see the SSGA Program Agreement, Terms and Conditions and Disclosure Document Form ADV, Part 2A.

c. RBC Advisor

The RBC Advisor Program is a fee-based investment advisory Program sponsored by RBC CS and made available to McDonald Partners as an introducing-broker to RBC CS. RBC Advisor is a customized investment advisory program through which a Client may receive non-discretionary advice from a McDonald Partners Financial Advisor to invest in eligible securities in various

asset classes. This may be accomplished through no-load mutual funds, load-waived mutual funds, equities and fixed income securities and other eligible securities. In the RBC Advisor Program, a McDonald Partners Financial Advisor will provide a Client with Advisory Services in an investment account ("Advisor Account") based on the Client's Investment Guidelines as provided in the Client Profile.

The minimum initial account value of \$25,000 is required under this program. The program is available for both non-retirement and retirement accounts, including individual retirement accounts (IRAs). The program provides for non-discretionary management of your account, meaning you have sole discretion whether to accept or reject an investment strategy or any specific recommendation to purchase, sell, or redeem securities.

After you execute the Advisor Program Client Agreement and Advisor Program Terms and Conditions, your advisor will help you establish a brokerage account through McDonald Partners, LLC and RBC CS will act as the qualified custodian for your account. For brokerage execution and other services rendered under the Program, you pay McDonald Partners and RBC CS a single quarterly Program fee based on the value of your account (regardless of the number of trades completed by you).

McDonald Partners and RBC CS require you to provide information sufficient to determine a risk profile ("Risk Profile"), which is intended to measure your investment time horizons and risk parameters. Based on your Financial Advisor's understanding of your investment needs and objectives gained from the consultation process and the Risk Profile (and any additional investment guidelines), he or she will develop an appropriate investment strategy for the management of your account. You are responsible for promptly bringing to your advisor's attention any material changes in the information provided in the Risk Profile or your financial condition, as well as any additional written investment guidelines.

You may also establish written investment guidelines in addition to the Risk Profile, subject to acceptance by McDonald Partners. Eligible securities include mutual funds offered at their net asset value without any front-end or deferred sales charge and no-load funds. If the investment strategy will be implemented with mutual funds only, you select from the various eligible mutual funds and specify, in writing, the mutual funds in which the account assets are to be invested and the allocation among those funds. This written fund allocation may subsequently be modified by notifying your McDonald Partners Financial Advisor. McDonald Partners and RBC CS have no discretionary authority with respect to the Advisor Account and will execute only transactions directed by Client.

Client understands that the Advisor Account is not for day trading or other frequent trading activity, including frequent option trading, and the Firm or RBC CS may, without limiting any other rights or remedies, restrict or terminate the Advisor Account if it determines that Client is engaging in such activity. In addition, McDonald Partners or RBC CS may restrict or terminate the account if Client purchases for or transfers into the account ineligible securities without the prior consent of RBC CS. Client is solely responsible for the use of trading privileges in the

Advisor Account. Losses resulting from Client-initiated or Client-directed transactions, including, without limitation, losses resulting from the frequency of trading, are solely Client's responsibility.

In an Advisor Account, the Client pays an asset-based fee for both Advisory Services and transaction processing. McDonald Partners and RBC CS reserve the right, in their sole discretion, to adjust the annual IA Program fee for changes in security type, trading activity, or Account size at any time without notice.

Fees

A portion of the fee, up to 0.35%, is retained by RBC CS for execution and other account-related services based on the size of the account and overall fee. The remainder of the fee is retained by McDonald Partners for advisory services based on the size of the account and overall fee.

For more information about the operation of the RBC Advisor Program, please see the RBC Advisor Program Agreement, Terms and Conditions and RBC Correspondent Services Advisory Programs Disclosure Document.

d. RBC Unified Portfolio

RBC Unified Portfolio is a unified managed account "UMA" program through which your Account is professionally managed by RBC CM as Overlay Manager. The Overlay Manager manages the Account through investments in mutual funds, ETPs, and/or in accordance with one or more model portfolios provided by Model Providers or RBC CS, all in a single Account. Your McDonald Partners Financial Advisor may provide you with information on mutual funds, ETPs, and/or model portfolios representing different investment styles and strategies that may be compatible with your Risk Profile.

Fees

A portion of the fee, up to 0.20%, is retained by RBC CS for execution and other account-related services based on the size of the account and overall fee. The remainder of the fee is retained by McDonald Partners for advisory services based on the size of the account and overall fee.

For more information about the operation of the RBC Unified Portfolio Program, please see the RBC Unified Portfolio Program Agreement, Terms and Conditions and RBC Correspondent Services Advisory Programs Disclosure Document.

e. Consulting Solutions

Consulting Solutions is a fee-based investment advisory Program sponsored by RBC CS and made available to McDonald Partners as an introducing-broker to RBC CS through which your account is managed by one or more professional investment managers participating in the Program. Your Financial Advisor may provide you with information on investment managers whose investment philosophy and objectives may be compatible with your risk profile, and you

select the investment manager. RBC CS makes available Investment Managers who meet RBC CS' eligibility requirements for participation in the Program.

Pension Consulting Services

McDonald Partners may also provide services on a consulting-only basis to pension, profit sharing and 401(k) plans. Services may be charged as a percentage of the assets being consulted on or as a flat fee. These services may include one, all, or any of the following:

- Investment Policy Statement
- Asset Allocation
- Investment Manager Searches
- Fund Searches
- Manager/Fund Monitoring
- Performance Reporting
- On-going Consulting and Various Other Services
- Financial Planning Services, your financial plan may include any or all, of the following:
 - Educational Fund Planning
 - Retirement Planning
 - Risk Management
 - Estate Planning
 - Business Succession Planning
 - Business Planning
 - Corporate Retirement Planning
 - Insurance Planning

Rollovers to an IRA

The Firm may provide, as part of its investment advisory services, recommendations for client to withdraw the assets from an employer's retirement plan and roll the assets over to an individual retirement account ("IRA") that the Firm will manage on your behalf. If a client elects to roll the assets to an IRA that is subject to the Firm's management, the Firm will charge an asset-based fee as set forth in the agreement between the client and the Firm. This practice presents a conflict of interest because persons providing investment advice on the Firm's behalf have an incentive to recommend a rollover to a client for the purpose of generating fee-based compensation rather than solely based on the client's needs. Clients are under no obligation, contractually or otherwise, to complete the rollover. Moreover, if the client decides to complete the rollover, that client is under no obligation to have the assets in an IRA managed by the Firm.

Many employers permit former employees to keep their retirement assets in their company plan. Also, current employees can sometimes move assets out of their company plan before they retire or change jobs. In determining whether to complete the rollover to an IRA, and to the extent the following options are available, clients should consider the costs and benefits of each option:

An employee will typically have four options:

1. Leaving the funds in the employer's (former employer's) plan.
2. Moving the funds to a new employer's retirement plan.
3. Cashing out and taking a taxable distribution from the plan.
4. Rolling the funds into an IRA rollover account.

Each of these options has advantages and disadvantages and before making a change the Firm encourages clients to speak with their CPA and/or tax attorney.

Clients who are considering rolling over retirement funds to an IRA for the Firm to manage, here are a few points to consider beforehand:

1. Determine whether the investment options in the employer's retirement plan address your needs or whether you might want to consider other types of investments.
 - a. Employer retirement plans generally have a more limited investment menu than IRAs.
 - b. Employer retirement plans may have unique investment options not available to the public such as employer securities, or previously closed funds.
2. Your current plan may have lower fees than the Firm's fees.
 - a. If you are interested in investing only in mutual funds, you should understand the cost structure of the share classes available in your employer's retirement plan and how the costs of those share classes compare with those available in an IRA.
 - b. You should understand the various products and services you might take advantage of at an IRA provider and the potential costs of those products and services.
3. The Firm's strategy may have higher or lower risk than the option(s) provided to you in your plan.
4. Whether your current plan also offers financial advice.
5. If you keep your assets titled in a 401k or retirement account, you could potentially delay your required minimum distribution beyond age 70.5.
6. Your 401k may offer more liability protection than a rollover IRA; each state may vary. Generally, federal law protects assets in qualified plans from creditors. Since 2005, IRA assets have been generally protected from creditors in bankruptcies. However, there can be some exceptions to the general rules so you should consult with an attorney if you are concerned about protecting your retirement plan assets from creditors.
7. You may be able to take out a loan on your 401k, but not from an IRA.
8. IRA assets can be accessed any time; however, distributions are subject to ordinary income tax and may also be subject to a 10% early distribution penalty unless they qualify for an exception such as disability, higher education expenses or the purchase of a home.
9. If you own company stock in your plan, you may be able to liquidate those shares at a lower capital gains tax rate.

10. Your plan may allow you to hire us as the manager and keep the assets titled in the plan name.

It is important that you understand the differences between these types of accounts and to decide whether a rollover is best for you. Prior to proceeding, if you have questions contact your investment adviser representative, or call our main number as listed on the cover page of this brochure.

Clients and prospective clients are urged to seek advice from their CPA, tax adviser, the plan administrator and/or legal counsel prior to rolling over assets from the current Employer Retirement Plan to an advised IRA with McDonald Partners.

Private Funds

McDonald Partners also manages private investment funds through affiliated entities, McDonald Management LLC and McDonald USAF GP LLC, both which are wholly-owned and controlled by McDonald Partners. McDonald Management LLC manages the following private funds: MP DPI, LLC, MPCF LLC, MPCF II LLC, MP127 LLC, Eden Rock Montenegro LLC, and ERM Resort LLC. McDonald USAF GP LLC, a wholly-owned subsidiary of McDonald Partners, is the general partner of McDonald USAF LP. For the Funds, McDonald Management LLC and McDonald USAF GP LLC receives no compensation for its services aside from reimbursement of its reasonable expenses. As previously discussed, McDonald Partners, in its capacity as a broker-dealer, received placement fees from investors in these funds.

Financial Consultation Services

McDonald Partners also provides specialized, ongoing consultation services regarding investment matters, portfolio holdings and other business matters. Fees for these services are negotiable based on the complexity of the services being provided. The negotiated fee will be disclosed to you in advance. The terms of payment for financial consultation services are individually negotiated.

Other Services

As described above, McDonald Partners LLC and its affiliates are engaged in a wide range of securities services. McDonald Partners LLC may also give advice, and take action in the performance of their duties to clients which differ from advice given, or the timing and nature of action taken, with respect to the RBC CS Program advisors.

All accounts described above are managed either on a discretionary or non-discretionary basis. Assets under management as of December 31, 2018, are:

• Discretionary	\$ 522,298,990
• Non-Discretionary	\$ 591,760,009
• Total Assets Under Management	\$1,114,058.999

Item 5 Fees and Compensation

Listed below are the maximum fees charged for advisory accounts managed by McDonald Partners:

Fixed Income Only Accounts:

On the first \$500,000	1.75% annually
On the next \$550,000	1.25% annually
On the next \$1,000,000	1.00% annually
Asset above \$2,000,000	0.75% annually

Equity/Balanced Accounts:	On the first \$500,000	3.00% annually
	On the next \$500,000	2.50% annually
	On the next \$1,000,000	2.00% annually
	Assets above \$2,000,000	1.50% annually

Depending on specific circumstances, fees may be subject to negotiation. McDonald Partners will not change any fees without prior written notice and acceptance of the client. The Financial Advisor's Fee is included in the total investment management fee charged by the Firm and is paid by the Firm to the Financial Advisor.

In the event of account termination of our services, you will only be charged for the days your account was under management.. You may terminate this agreement with us at any time by written notice to us.

You may send your notice to McDonald Partners LLC, 1301 East 9th Street, Suite 3700, Cleveland, OH 44114 or email your Financial Advisor at his or her respective email address. The client may also terminate the Investment Management Agreement within five days of execution and receive a full refund of any fees charged under the Program. However, in such case, the client will be responsible for fees and/or commissions charged on trades executed prior to the receipt of such notice by McDonald Partners LLC.

Fees are computed and payable quarterly in arrears (unless you have negotiated a different payment arrangement) on the valuation of your assets under management on the last day of the quarter. The value on the final day of the quarter is multiplied by $\frac{1}{4}$ of your annual fee and divided by the number of days in that quarter. Fees will automatically be deducted from

your account on or about the 15th day following the end of each quarter unless you have arranged for an alternative method of payment. The fee does not include certain dealer markups or markdowns, odd lot differentials, transfer taxes, exchange fees (among which SEC fees may be included), and any other fees required by law. The valuation used to calculate the fee is provided by RBC CS for publicly-traded securities.

In determining fees for assets that are not publicly traded, such as private investment funds or other alternative investments, McDonald Partners relies on the fund administrator or the fund manager to provide valuations for these assets.

For the Funds, McDonald Partners' affiliates, McDonald Management LLC and USAF GP LLC, receive no compensation for their investment advisory services aside from reimbursement of their reasonable expenses. As previously discussed, McDonald Partners, in its capacity as a broker-dealer, received placement fees from investors in these Funds.

The advisory fee on client assets invested in the Funds is waived until such time that the total dollar amount of advisory fees waived equals or exceeds the placement fee charged. The fees to be charged on these assets are based on the par value of the Funds and will not exceed the maximum advisory fees set forth in the fee schedule above.

The Flex program requires a minimum initial investment amount of \$25,000, which may be subject to negotiation, as determined by McDonald Partners. Hegarty Asset Management requires a minimum initial investment amount of \$250,000, which may be subject to negotiation, as determined by Bill Hegarty, the portfolio manager.

The minimum initial account value of \$25,000 is required for participation in the RBC Advisors wrap program.

The Firm's investment management fees will be charged to most clients through the direct debit of fees from the qualified custodian, RBC CS. Each quarter, McDonald Partners will notify the client's qualified custodian of the amount of the fee due and payable to the Firm pursuant to the firm's fee schedule and the Client's Investment Management Agreement. RBC CS will not validate or check the Firm's fees, its corresponding calculation or the assets on which the fee is based unless the Client has retained their services to do so. With the Client's pre-approval, RBC CS will deduct the fee from the Client's account or, if the Client has more than one account, from the account the client has designated to pay McDonald Partners' fees. Each quarter, the client will receive a statement directly from the qualified custodian showing all transactions, positions and credits/debits into or from the client's account. Statements sent will also reflect the fees paid by the client to McDonald Partners.

Mutual fund managers charge certain fees for their services and products. Those fees are in addition to the investment management fees paid to the Firm, and are separate and distinct from the investment management fees charged by the Firm. These fees and expenses are

described in the prospectuses for each mutual fund. Some mutual funds charge front-end or back-end loads (also known as initial or deferred sales charges), investment management fees, other fund expenses and distribution fees ("12b-1 fees").

Mutual funds may provide for the payment of certain Rule 12b-1 and other similar asset-based charges ("12b-1" fee). Typically, all or a portion of the 12b-1 fee is paid by a mutual fund company to the Firm, as outlined in the applicable prospectus, potentially creating an incentive, and thus a conflict of interest, for the Firm or your Financial Advisor to recommend a mutual fund that will pay a 12b-1 fee as opposed to one that does not. We address this conflict of interest by (1) offering Advisor share class Mutual Fund positions for new purchases in Client accounts (when available), and (2) crediting any 12b-1 fees that we receive related to a mutual fund held in an advisory account back to the Client Account.

Many mutual fund companies offer advisory, institutional or other share classes that do not have a sales load or assess 12b-1 fees. Many mutual funds offer multiple classes of shares which are available based on various eligibility requirements as dictated by the fund company. RBC CS or the Firm will decide which share classes to offer in the Firm's Clients based on such eligibility requirements, the availability of share classes under the distribution agreements available to the Firm through RBC CS, and other considerations. In most cases, we recommend the lowest expense ratio share class offered by the fund company and available through RBC CS, but in some cases, may choose to recommend a higher-cost share class. It should be noted that, in certain instances, certain share classes may not be available to us through RBC CS and there may be a cheaper alternative available to you should you qualify for it and purchase it elsewhere.

Accordingly, the client should review both the fees charged by the funds and the applicable program fee charged by the Adviser to fully understand the total amount of fees to be paid by the client and to thereby evaluate the Advisory services being provided.

Cash balances in Client accounts may be invested in money market mutual funds including, as permitted by law, those with which we have agreements to provide administrative, distribution, and other services and for which we receive compensation for the services rendered. Clients who participate in a Program may pay more or less for the services described in this brochure and the RBC CS Brochure than if they purchased such services separately.

McDonald Partners has a revenue sharing agreement with RBC CS whereby McDonald Partners receives a rebate based on McDonald Partners' monthly average daily balance in RBC Insured Deposit Accounts. McDonald Partners also receives payments from RBC CS based on the Firm's monthly average balance in the U.S. Government Money Market Fund. If, however, the U.S. Government Money Market Fund waives 50 basis points or more of its fees, then McDonald Partners will not receive any payments. The U.S. Government Money Market Fund is available for balances that exceed the FDIC insurance coverage limit.

Fees for Consulting Services. With respect to assets that may be held in a Client's account or

held away at another custodian but are not being managed by McDonald Partners, or for which McDonald Partners provides periodic consulting services, the Firm may be paid a fee to hold the unmanaged assets on its platform and provide consolidated analytics and ongoing reporting for those assets. The fees charged for this service will be billed on a pro rata basis, quarterly, based on the value of the unmanaged assets within the clients' account(s) on the last day of the preceding quarter. The amount of such fees is negotiable and will be agreed-upon and documented in the written agreement between McDonald Partner and the client. Client understands that McDonald Partners' fees are in addition to fees charged by the custodian to hold the assets within the account(s).

Additional Information Regarding Investment Management Fees

McDonald Partners considers it appropriate and necessary for its Clients to use the brokerage and execution services of McDonald Partners and RBC CS. In directing the use of RBC CS, Clients should recognize that the Firm may not be able to obtain best execution for all transactions. In a prospective client's consideration of the investment management services described in this Brochure, prospective clients should be aware that the Flex Program may cost more or less than purchasing the actual services separately from other advisers or broker-dealers. The factors that should be considered by a prospective client include the size of a client's portfolio, the nature of the investments to be managed, commission costs, custodial expenses, if any, the anticipated level of trading activity and the amount of advisory fees only for managing the client portfolio.

As the advisory fees and commissions charged may be negotiable, those fees and charges may vary among Clients based upon a number of factors, including the anticipated level of account activity, the size of the Client's account, the types of investments, and the nature of related services provided, among other things.

When a Client transfers assets into an account managed by McDonald Partners that includes Class A shares or other share classes that pay a 12b-1 fee, the Firm will rebate any 12b-1 fees back to the Client's account. In cases where these non-advisory shares are subject to short term redemption fees or deferred sales charges, the share class conversion will not occur. Generally, the Firm does not charge a fee on these assets.

Without notice to you, the Firm may convert mutual funds in your investment management account to a lower cost share class offered by RBC CS in the event a lower expense share class is available at RBC CS.

A Financial Advisor who recommends an investment advisory program to a client receives compensation as a result of the client's participation in that program. The amount of this compensation may be more, or less than what the Financial Advisor would receive if the client participated in other programs of McDonald Partners LLC or paid separately for investment advice, securities brokerage, and other services. Accordingly, in many cases, the Financial Advisor may have a financial incentive to recommend one program over another program offered by McDonald Partners LLC.

Some, or all, of a client's assets, may be invested in shares of investment companies for which McDonald Partners LLC does not provide investment advisory services ("Non-Affiliated Funds") and other investment vehicles. As a result, the client will pay two levels of advisory fees with respect to such assets — the advisory fees paid by the Non-Affiliated Fund or investment vehicle to the investment advisor of such fund or investment vehicle, and the fee paid to McDonald Partners LLC on the assets of the Account, which would include the assets invested in the Non-Affiliated Fund or investment vehicle.

Other costs that may be assessed in addition to the inclusive fee are, among others, fees for securities transactions, if any, executed away from RBC CS, dealer mark-ups, mark-downs, electronic fund and wire transfers, spreads paid to market-makers and exchange fees. Clients who designate brokers other than RBC CS may be subject to certain additional fees charged by such brokers.

Other Fees

Some Financial Advisors are agents for various insurance companies. As such, these individuals are able to receive separate, yet customary commission compensation resulting from implementing product transactions on behalf of advisory clients. Clients, however, are not under any obligation to engage these individuals when considering implementation of advisory recommendations. The implementation of any or all recommendations is solely at the discretion of the client. Clients have the option to purchase investments and insurance products through other advisers.

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

McDonald Partners does not charge performance-based fees.

McDonald Management, LLC, an affiliate of McDonald Partners, LLC, has the right to own Class B units in the Eden Rock Montenegro Fund and in the ERM Resort LLC Fund, if such shares are issued. The Class B unitholders in both Funds are entitled to receive a 30% return (the "Carried Interest") only after each Class A Member has been paid its Preferred Return (as defined in the Operating Agreement) and has been repaid all of its Class A Capital Contributions.

Many of our Financial Advisors also manage commission-based accounts for brokerage clients as registered representatives of the Broker-Dealer. The financial backgrounds, risk tolerance, and investment objectives for brokerage clients may be vastly different than those of advisory clients. As such, Financial Advisors may execute trades for brokerage clients that are in direct conflict to trades recommended for your advisory account. Additionally, clients' brokerage accounts will receive execution prices that may be higher or lower than your execution prices.

Our Financial Advisors do not manage hedge funds, outside funds, or other products that may

cause conflicts of interest in relation to their fiduciary obligation to you as an Advisor.

Item 7 Types of Clients

McDonald Partners provides investment advisory services for a variety of clients including individuals, pension, and profit-sharing trusts, foundations, charitable organizations and other institutional clients. Upon request, we will furnish you a list of institutional clients who have authorized us to share their names. The minimum account size for the McDonald Partners Flex account is \$25,000. McDonald Partners will negotiate this minimum under certain circumstances.

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

Security analysis methods may include charting, fundamental analysis, technical analysis and cyclical analysis.

Fundamental Analysis: We attempt to measure the intrinsic value of a security by looking at economic and financial factors (including the overall economy, industry conditions, and the financial condition and management of the company itself) to determine if the company is underpriced (indicating it may be a good time to buy) or overpriced (indicating it may be time to sell).

Fundamental analysis does not attempt to anticipate market movements. This presents a potential risk, as the price of a security can move up or down along with the overall market regardless of the economic and financial factors considered in evaluating the stock.

Technical and Cyclical Analysis: We analyze past market movements and apply that analysis to the present in an attempt to recognize recurring patterns of investor behavior and potentially predict future price movement. In cyclical analysis, a type of technical analysis, we measure the movements of a particular stock against the overall market in an attempt to predict the price movement of the security.

Technical and cyclical analyses do not consider the underlying financial condition of a company or market. This presents a risk in that a poorly managed or financially unsound company may underperform regardless of market movement.

Mutual Fund and/or ETF Analysis: We look at the experience and track record of the manager of the mutual fund or ETF in an attempt to determine if that manager has demonstrated an ability to invest over a period of time and in different economic conditions. We also look at the underlying assets in a mutual fund or ETF in an attempt to determine if there is significant overlap in the underlying investments held in another fund(s) in the client's portfolio. We also monitor the funds or ETFs in an attempt to determine if they are continuing to follow their stated investment strategy.

A risk of mutual fund and/or ETF analysis is that, as in all securities investments, past

performance does not guarantee future results. A manager who has been successful may not be able to replicate that success in the future. In addition, as we do not control the underlying investments in a fund or ETF, managers of different funds held by the client may purchase the same security, increasing the risk to the client if that security were to fall in value. There is also a risk that a manager may deviate from the stated investment mandate or strategy of the fund or ETF, which could make the holding(s) less suitable for the client's portfolio.

Risks for all forms of analysis: Our securities analysis methods rely on the assumption that the companies whose securities we purchase and sell, the rating agencies that review these securities, and other publicly available sources of information about these securities, are providing accurate and unbiased data. While we are alert to indications that data may be incorrect, there is always a risk that our analysis may be compromised by inaccurate or misleading information.

The main sources of information include financial newspapers and magazines, inspections of corporate activities, research materials prepared by others, corporate rating services, timing services, annual reports, prospectuses, filings with the Securities and Exchange Commission, and company press releases.

Your personal investment strategy is based upon the risk and objectives you discuss with your Financial Advisor prior to investing and ongoing throughout the year. You may change your objectives at any time. Your investment strategy may consist of asset allocation analysis, long-term purchasing, short-term purchasing, trading, short sales, margin transactions, and option trading strategies. It is important to update your Advisor promptly when any of your personal and or financial situations change so that your goals and objectives can be updated accordingly.

Risks

There is no guarantee that investment strategy will meet the intended objectives and all investments carry the risk of loss. Our approach to your investment strategy is to monitor your portfolio with the risk of loss in mind. Depending on the types of securities you invest in, you may face the following risks:

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.

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.

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.

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.

Cyclical Risk: The risk of business cycles or other economic cycles adversely affecting the returns of an investment, an asset class or an individual company's profits. Cyclical risks exist because the broad economy has been shown to move in cycles – periods of peak performance followed by a downturn, then a trough of low activity. Between the peak and trough of a business or other economic cycle, investments may fall in value to reflect the uncertainty surrounding future returns as compared with the recent past.

Liquidity Risk: When consistent with a client's investment objectives, guidelines, restrictions and risk tolerances, Advisor may invest portions of Client portfolios in illiquid securities, subject to applicable investment standards. Investing in an illiquid (difficult to trade) security may restrict its ability to dispose of investments in a timely fashion or at an advantageous price, which may limit the ability to take full advantage of market opportunities. Limited Partnerships are relatively illiquid may require long waiting periods for investment return. Some may be subject to significantly less regulation than public investments.

Fixed Income Risks: Portfolios that investment in fixed income securities are subject to several general risks, including interest rate risk, credit risk, and market risk, which could reduce the yield that an investor receives from his or her portfolio. These risks may occur from fluctuations in interest rates, a change to an issuer's individual situation or industry, or events in financial markets.

Equity Risks: The prices of equity investments fluctuate on a daily basis and at any given time. An investor has no assurance that they will be able to recoup their investment. Equity securities are subject to market risk, that is, as perceptions of a company's business prospects

change, the actions of both buyers and sellers are affected. A dividend-paying stock may decrease or even cease to pay a dividend based on overall profitability. In the event of bankruptcy, common stockholders have a residual claim on company assets upon dissolution and therefore are the final class of investor to receive payment on their initial investment.

Foreign and Emerging Markets Risk: Investments in securities of foreign issuers may involve risks including adverse fluctuations in currency exchange rates, political instability, confiscations, taxes or restrictions on currency exchange, difficulty in selling foreign investments, and reduced legal protection. Public information may be limited with respect to foreign and emerging markets issuers; foreign and emerging markets issuers may not be subject to uniform accounting, auditing and financial standards and requirements comparable to those applicable to the U.S. companies. Brokerage commissions and other transaction costs on foreign and emerging markets securities exchanges are generally higher than in the U.S. Other foreign taxes could decrease the net return on foreign investments.

Small/Mid-Cap Risk: Stocks of small or small emerging companies may have less liquidity than those of larger, established companies and may be subject to greater price volatility and risk than the overall stock market.

Diversification Risk: Investments that are concentrated in one or few industries or sectors may involve more risk than more diversified investments, including the potential for greater volatility.

Options Risk: Options involve risks and are not suitable for everyone. Options trading can be speculative in nature and carry a substantial risk of loss, including the loss of principal.

High-Yield Risk: (sometimes called “Junk” Bonds) Investments in high-yielding, non-investment grade bonds involve higher risk than investment grade bonds. Adverse conditions may affect the issuer’s ability to make timely interest and principal payments on these securities.

Structured products Risk: These products often involve a significant amount of risk and should only be offered to Clients who have carefully read and considered the product’s offering documents, as they are often based on derivatives. Structured products are intended to be “buy and hold” investments and are not liquid instruments.

Sociopolitical Risk: This involves risk related to political and social events such as a terrorist attack, war, pandemic or elections that could impact financial markets. Such events, whether actual or anticipated, can affect investor attitudes and outlooks, resulting in system-wide fluctuations in stock prices.

Item 9 Disciplinary Information

On October 24, 2016, McDonald Partners paid a fine to the State of Arkansas for failure to register its Arkansas branch with the state and prevent unregistered sales agents from

selling securities without registration. This fine was ordered by the state and has been paid and completed. The information was reported on the firm's registration through CRD Form BD.

On February 23, 2018, McDonald Partners signed a Letter of Acceptance, Waiver and Consent ("AWC") with FINRA related to violations of the Securities and Exchange Act ("SEA") Rule 10b-9 and FINRA Rule 2010 in connection with two securities offerings. Additionally, there was a violation of SEA 15c2-4 and MSRB Rule G-14. The Firm was censured and paid of fine of \$50,000.

On February 26, 2019, McDonald Partners signed a Letter of Acceptance, Waiver and Consent ("AWC") with FINRA relating to violations of MSRB Rule G-14 (failure to report municipal securities transactions to the MSRB's Real-Time Transaction Reporting system), Rule 15c3-1 of the Securities Exchange Act and FINRA Rule 2010 (conducting a securities business while failing to maintain its required minimum net capital), Rule 17a-3(a)(11) of the Securities Exchange Act, and FINRA Rules 4511 and 2010 (preparation of an inaccurate general ledger, trial ledger and net capital computation). FINRA imposed a censure and fined the Firm \$22,500. The fine was paid in full on March 22, 2019 and all conditions have been satisfied.

For detailed information on the above, visit FINRA's Broker Check on FINRA.org web site.

Item 10 Other Financial Industry Activities and Affiliations

Broker-Dealer Registration and Registered Representatives

McDonald Partners is a registered broker-dealer, member of the Financial Industry Regulatory Authority (FINRA) and Securities Investor Protection Corporation (SIPC). McDonald Partners is also an investment adviser registered under the Investment Advisers Act of 1940, as amended, and is registered with the U.S. Securities and Exchange Commission.

Certain of the executive officers, Financial Advisors and other employees of McDonald Partners are separately licensed as registered representatives of McDonald Partners. These individuals, in their separate capacity, can effect securities transactions for which they or the broker-dealer may receive separate, yet customary compensation.

While McDonald Partners and these individuals endeavor at all times to put the interest of the clients first as part of our fiduciary duty, clients should be aware that the receipt of additional compensation itself creates a conflict of interest and may affect the judgment of these individuals when making recommendations.

McDonald Partners serves as General Partner to several private investment companies, either directly or through a wholly-owned affiliate. These private investment companies include McDonald USAF LP, MP DPI LLC, MPCF LLC, MPCF II LLC, MP127 LLC, Eden Rock Montenegro LLC and ERM Resort LLC (the "Funds"). As appropriate, our Clients may be solicited to invest in such Funds. Related persons of the Firm do not receive investment advisory compensation in

relation to these investments, but do have a conflict of interest in soliciting client investments. Investors in these partnerships may pay placement or other fees to the McDonald Partners. These fees are determined prior to investment and disclosed in the private placement memorandum. General partners or other related persons may also be compensated in other ways in connection with the partnerships. McDonald Partners and its affiliates do not receive investment management fees in connection with the private investment companies.

Because investment in these types of entities may involve certain additional degrees of risk, they will only be recommended to accredited investors when consistent with the client's stated investment objectives, tolerance for risk, liquidity and suitability.

Futures and Commodity Registration. McDonald Partners is not registered, nor does it have an application pending to register, as a futures commission merchant, commodity pool operator or a commodity trading advisor. No management person is registered, nor does any management person have an application pending to register, as an associated person of a futures commission merchant, commodity pool operator or a commodity trading advisor.

Licensed Insurance Producers. Certain of McDonald Partners Supervised Persons (including its Financial Advisors), in their individual capacities, are also licensed insurance agents with various insurance companies, and in such capacity, may recommend, on a fully-disclosed commission basis, the purchase of certain insurance products. While McDonald Partners does not sell such insurance products to its clients, McDonald Partners does permit its Supervised Persons, in their individual capacities as licensed insurance agents, to sell insurance products to their clients. A conflict of interest exists to the extent that McDonald Partners recommends the purchase of insurance products where McDonald Partners' Supervised Persons receive insurance commissions or other additional compensation.

Jaqueline M. Hummel: Jaqueline M. Hummel is the Chief Compliance Officer for McDonald Partners LLC for its investment advisory business. She is a securities attorney and is licensed to practice law in Ohio and Massachusetts. Ms. Hummel is a partner and managing director in Hardin Compliance Consulting LLC, a firm specializing in providing regulatory compliance consulting services to registered investment advisers, broker-dealers, investment companies and private funds.

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

The Code of Ethics is based on the principle that McDonald Partners, its Financial Advisors and its employees owe a fiduciary duty to its clients and a duty to comply with federal and state securities laws and all other applicable laws. These duties include the obligation of Access Persons to conduct their personal securities transactions in a manner that does not interfere with the transactions of any client or otherwise to take unfair advantage of their relationship

with clients. In certain circumstances, our employees are permitted to purchase and sell for themselves securities identical to those they may recommend to you. Your Financial Advisor may also trade in a security for his or her own account that is directly opposite of the advice recommended to you. There is an inherent conflict of interest between our fiduciary of best execution for our clients and the apparent self-interest of employees trading in the same securities contemporaneously. When trading for themselves, Financial Advisors must comply with all fiduciary provisions outlined in the McDonald Partners Code of Ethics.

Our Code of Ethics includes policies and procedures for the review of quarterly securities transactions reports as well as initial and annual securities holdings reports that must be submitted by the Firm's access persons. Among other things, our Code of Ethics requires the prior approval of any acquisition of securities in a limited offering (e.g., private placement) or an initial public offering. Our code also provides for oversight, enforcement and recordkeeping provisions.

McDonald Partners' Code of Ethics further includes the firm's policy prohibiting the use of material non-public information. While we do not believe that we have any particular access to non-public information, all employees are reminded that such information may not be used in a personal or professional capacity.

A copy of our Code of Ethics is available to our advisory clients and prospective clients. You may request a copy by email sent to compliance department at compliance@mcdonald-partners.com, or by calling us at 866-899-2997.

Item 12 Brokerage Practices

McDonald Partners is dually registered as a broker-dealer and executes trades on behalf of our Clients through our clearing firm, RBC CS, electronically and therefore we do not direct trades to other brokerages for compensation, research, etc. We will accommodate special client request on broker selection, although McDonald Partners reserves the right to reject or limit certain instructions.

McDonald Partners Financial Advisors may be also be registered representatives of McDonald Partners in its capacity as a broker-dealer, and are required to use the services of McDonald Partners and RBC CS, its approved clearing broker-dealer when buying or selling commission based securities products. All brokerage accounts established through McDonald Partners will be cleared and held at RBC CS, which acts as the qualified custodian.

You should understand that not all investment advisers require the use of a particular broker-dealer or the use of a broker-dealer that is affiliated with the investment adviser. Our decision to require the use of McDonald Partners is based on the Firm's decision that we can provide efficient and cost-effective services through our own broker-dealer. However, the use of McDonald Partners as broker-dealer for our advisory clients is an inherent conflict of interest between the Firm and our clients because requiring our clients to use McDonald Partners as the broker-dealer allows McDonald Partners, in its capacity as introducing broker-dealer, to retain

brokerage revenue that would otherwise be retained by an unaffiliated broker-dealer.

The requirement to use RBC CS (which is not affiliated with McDonald Partners) is based on the fact that McDonald Partners has established a clearing agreement with RBC CS, as its preferred clearing broker-dealer and qualified custodian. The decision to use RBC CS is based on a comparison of RBC CS against other broker-dealers (including past experiences we have had with other broker/dealers), and is aimed at minimizing brokerage expenses and other costs while taking into account the offerings or services RBC CS provides that McDonald Partners or clients may require or find valuable.

There are some investment advisers that permit the use of multiple broker-dealers and permit clients to select the broker-dealer. McDonald Partners considered the positive factors to this approach which include the ability to negotiate better brokerage costs such as transaction fees, the ability to better analyze the speed of execution, and the ability to compare and negotiate services. However, McDonald Partners has determined that the use of one brokerage platform (McDonald Partners and RBC CS) allows us to provide more streamlined operational and trading services. We consider the fact that allowing multiple brokerage arrangements would increase the need for additional internal staff and technology which may increase the overall fees we charge. By selecting one brokerage platform, McDonald Partners can avoid additional compliance, recordkeeping, staffing, and technological costs that may be associated with implementing procedures designed to work with multiple brokerage platforms. Based on McDonald Partners' structure and capacities, the Firm concluded that requiring one brokerage platform is a better policy than permitting multiple brokerage arrangements, including client-directed brokerage arrangements.

If McDonald Partners decides to permit other brokerage arrangements in the future, all clients will be made aware of the change in policy. Commission and fee structures of various broker-dealers, along with services, research, and tools are periodically reviewed by McDonald Partners to evaluate the overall execution services provided by McDonald Partners and RBC CS. Accordingly, McDonald Partners will consider competitive rates; it may not necessarily obtain the lowest possible commission and brokerage rates for your account transactions. Therefore, the overall services provided by McDonald Partners (in its capacity as an introducing broker) and RBC CS are evaluated to determine the level of best execution provided to our clients. However, considering McDonald Partners requires use of the brokerage services of McDonald Partners and RBC CS, we may not be able to achieve the most favorable execution of client transactions, and therefore our practice of requiring the use of McDonald Partners and RBC CS may cost you more money compared to advisory programs offered by other investment advisers.

While you may be able to attain brokerage services with lower costs and expenses, you should be aware of some of the qualitative factors we consider in selecting McDonald Partners and RBC CS. These factors include, but are not necessarily limited to, the following:

- We are able to rely on the internal staff of McDonald Partners to provide supervisory, operations, trading, and other services.
- The RBC CS back-office system generates exception reports designed to monitor all aspects of brokerage accounts, including trading, money movement, transfers, and client account data. Client paperwork is processed through a secure electronic workflow and storage system.
- RBC CS electronic trading platform provides a real-time order matching system, the ability to “block” client trades, and account balance and position information.
- Clients may access their account information over the internet, including balances, transactions, positions, statements, confirmations, and tax documents.
- Advisory fees can be calculated on aggregated account balances and are debited directly from client accounts.

Soft Dollar Arrangements: McDonald Partners does not engage in soft dollar benefits for any research products or services.

Brokerage for Client Referrals: The Firm does not recommend broker-dealers to clients based on our interest in receiving client referrals.

Directed Brokerage: The Firm does not permit clients to direct brokerage.

Municipal Securities Trading. The Firm may use its discretionary authority to purchase municipal securities for Client Accounts. In some situations, the Firm may select an unrelated broker-dealer to execute such trades. Selection of brokers-dealers for execution of fixed income transactions is typically done by obtaining live real-time competitive bids and offers from at least three primary dealers via the electronic trading platform TradeWeb, or another electronic trading platform, where we will award the trade to the broker-dealer offering best execution. For executing client transactions in securities that are not traded on TradeWeb, we will search for attractive offerings or bids on broker-dealer inventory screens or by phone in an effort to ensure competitive price executions, selecting such broker-dealers based on our knowledge of which broker-dealers most actively make a market in the type of issues we are looking to trade.

Cross Transactions. Generally, with the exceptions set forth below, it is McDonald Partners’ policy not to engage in buying or selling of securities from one managed account to another (typically referred to as a “cross trade”). The majority of trades made for McDonald Partners’ client accounts will be executed through the open market.

We may engage in cross trading under limited circumstances (for example, where a new account has specifically authorized McDonald Partners to engage in a cross trade). However, we will only do so when we can ensure that no client receives less favorable terms. Under such circumstances, we will receive no transaction-based compensation from the trade and we will only proceed when we reasonably believe that best execution can be achieved. We do not enter into cross transactions involving ERISA Accounts.

Trading aggregation practices are such that when McDonald Partners trade the same security in more than one client account, we generally attempt to batch or “bunch” trades to create a “block transaction.” Generally buying and selling in blocks helps create trading efficiencies, prompt attention, and desired price execution. Whenever possible, we will attempt to batch or aggregate trades for clients to create a “block transaction.” Your Financial Advisor may also aggregate his or her own trades in the same security with those of his or her clients, provided the Financial Advisor never receives preferential treatment in the trade execution.

Mutual Funds Share Class Selection: When recommending investments in mutual funds, it is the Firm’s policy to review and consider available share classes. The Firm’s policy is to select the most appropriate share classes based on various factors including but not limited to: minimum investment requirements, trading restrictions, internal expense structure, transaction charges, availability and other factors. When considering all the appropriate factors the Firm may select a share class other than the ‘lowest cost’ share class. In order to select the most appropriate share class, the Firm may select retail, institutional or other structured shares of the same mutual fund. Clients may be able to obtain lower cost share classes than those selected by the Firm. McDonald Partners periodically reviews the mutual funds held in client accounts to select the most appropriate share classes in light of its duty to obtain best execution.

Item 13 Review of Accounts

McDonald Partners monitors Client accounts as part of an ongoing process while regular account reviews with Clients are conducted on at least an annual basis. Client accounts are reviewed periodically for investment objective, financial plan adherence and overall asset allocation by the Financial Advisor associated with the account. All account trades are reviewed daily by compliance personnel for any red flags in conjunction with the above and if any discrepancies are noted they are discussed with the associated Financial Advisor on the account.

Performance reports may be sent out annually (at a minimum) to advisory clients that participate in Flex account or Hegarty Asset Management Accounts. These reports are sent directly from the home office or by the Financial Advisor either in person or by the US mail. Some clients will receive the reports electronically if they so indicate.

At least annually, we will request in writing that you update your Financial Advisor with any changes to your financial status, investment objectives, risk tolerance or other important information.

You will receive statements directly from your custodian monthly. These statements include details of your trades, account balances, dividends, contributions, and withdrawals. You should always check to ensure that the reports you receive from your custodian are consistent with

the reports you receive from McDonald Partners. You should contact the compliance department at compliance@mcdonald-partners.com or 866-899-2997 immediately if you notice major inconsistencies in your reports or if you do not receive your reports and statements.

Item 14 Client Referrals and Other Compensation

McDonald Partners and our Financial Advisors receive client referrals which may come from current clients, our attorneys, employees, accountants and personal relationships. Currently the Firm does not compensate for referrals.

McDonald Partners has a revenue sharing agreement with RBC CS whereby McDonald Partners receives a rebate based on McDonald Partners' monthly average daily balance in RBC Insured Deposit Accounts. McDonald Partners also receives payments from RBC CS based on the Firm's monthly average balance in the U.S. Government Money Market Fund. If, however, the U.S. Government Money Market Fund waives 50 basis points or more of its fees, then McDonald Partners will not receive any payments. The U.S. Government Money Market Fund is available for balances that exceed the FDIC insurance coverage limit.

Your Financial Advisor may receive a selling concession when purchasing new issue securities for your account. The selling concession is a separate payment made directly from the issuer of the security to the Financial Advisor as additional compensation. This payment is not added or related to the advisory fee you pay.

Many mutual funds pay registered representatives of broker-dealers 12b-1 fees, which are additional fees charged by mutual funds for promotion, distributions and/or marketing expenses of the fund's shares. Any 12b-1 fees received by McDonald Partners are rebated back to the client account.

Item 15 Custody

McDonald Partners does not maintain custody of client funds or securities except to the extent that pursuant to the Client may authorize the Firm to debit the Client's account for the amount of McDonald Partners' investment management fee and to directly remit that fee to McDonald Partners in accordance with applicable custody rules.

Unless you direct otherwise, all assets are held at RBC CS, an independent qualified custodian. RBC CS holds all client assets and provides account statements directly to clients at their address of record at least quarterly. In cases where you custody your assets at a custodian other than RBC CS, you will receive account statements directly from that custodian. McDonald Partners may utilize Equity Institutional and Millennium Trust as a qualified custodian for IRA assets which are alternative in nature. Equity Institutional and Millennium Trust provide

account statements directly to clients at their address of record at least quarterly.

McDonald Partners maintains custody of privately offered securities as defined in the Custody Rule as a pooled investment vehicle subject to a financial statement audit in accordance with the Custody Rule. Currently, McDonald Partners maintains custody of McDonald USAF L.P., MP DPI, LLC, MPCF LLC, MPCF II LLC, MP127 LLC, Eden Rock Montenegro LLC, and ERM Resort LLC. Financial Advisors do not engage as Trustee or have Power of Attorney for their client accounts.

Item 16 Investment Discretion

McDonald Partners may manage securities accounts on behalf of its clients when given proper authority. Authority is given to a registered adviser by means of a client contract or limited power of attorney. Client limitations are based on the specific goals and objectives of each individual client as referenced in “Advisory Business” section of this brochure.

Item 17 Voting Client Securities

Unless you designate otherwise, you will be responsible for voting your own proxies for securities held in your account. Under the McDonald Partners Flex program, you may appoint your Financial Advisor to vote proxies on your behalf. Proxies are voted in accordance with the Firm’s proxy voting policy which seeks to ensure that proxies are voted in the best long-term interests of the clients. Clients wishing additional information regarding our Proxy Voting Policy or additional information pertaining to specific votes cast on their behalf should submit a request in writing to Compliance Department at McDonald Partners LLC, 1301 East 9th Street, Suite 3700 Cleveland, OH 44114 or you may email your request to compliance@McDonald-Partners.com.

Item 18 Financial Information

McDonald Partners does not solicit prepayment of more than \$1200 in fees, per client, six months or more in advance.

McDonald Partners has not been the subject of a bankruptcy petition at any time during the past ten years.