

Item 1: Cover Page

**Quadrant Capital Group, LLC  
dba Constellation Wealth Advisors  
dba Quadrant Family Wealth Advisors**

**Part 2A of Form ADV**

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Updated: April 12, 2021

This brochure provides information about the qualifications and business practices of Quadrant Capital Group, LLC dba Constellation Wealth Advisors (“Constellation”) and Quadrant Family Wealth Advisors (“Quadrant”). If you have any questions about the contents of this brochure, please contact us at (513) 871-5500. 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.

Quadrant Capital Group, LLC is a registered investment adviser. Registration of an investment adviser does not imply any level of skill or training.

Additional information about Quadrant Capital Group, LLC is also available on the SEC’s website at: [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). You can search this site by a unique identifying number, known as a CRD number. Quadrant Capital Group’s CRD number is 147253.

## Item 2: Summary of Material Changes

This Brochure, dated April 12, 2021, was prepared in accordance with the SEC requirements, and contains the following material changes from the prior year's annual amendment (filed on February 7, 2020).

- Effective November 2020, Patrick D. Hayes began serving as Chief Compliance Officer (CCO).
- The firm updated Item 5: *Fees and Compensation* to add in language regarding account minimum fees.

You may obtain a copy of our Brochure by contacting us at 513-871-5500 or by email at [Info@constellation-wealth.com](mailto:Info@constellation-wealth.com).

Additional information about the firm is also available via the SEC's website [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

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## **Item 4: Advisory Business**

Quadrant Capital Group, LLC (“We”, “Us”, or “Our”) and doing business as names of Constellation Wealth Advisors (“Constellation”) and Quadrant Family Wealth Advisors (“Quadrant”) is a registered investment adviser. We primarily provide customized investment advisory services to high-net-worth individuals and associated trusts, estates, corporate plans, and other legal entities. We generally invest client assets in domestic and international stocks, bonds, mutual funds, and exchange traded funds (“ETFs”), separately managed accounts, and alternative investments. We are a fiduciary and are required to act in a client’s best interest at all times.

We work with each client to establish an appropriate investment profile based upon the client’s goals. Clients choose from growth, balanced, and conservative strategies, and can impose reasonable restrictions on our management of their accounts.

We were founded in 2009 and are owned by Patrick A. Lafley, John M. Williams, and T. Michael Veith. As of December 31, 2020, we managed \$1,058,138,537 on a discretionary basis and \$947,510,122 on a non-discretionary basis for total assets under management of \$2,005,648,659.

### **Private Investment Funds**

We also provide investment advisory services to private investment funds, the Quadrant Partners Real Estate Navigator Fund LP, Quadrant Private Capital Solutions LP, Blue Water Quadrant LLC, Tulco Quadrant LLC (“Funds”) as investment adviser. We are the single member of Quadrant GP LLC, which is the general partner for each of the Funds. The Fund assets are held at qualified custodians which provide quarterly statements to the Fund investors. Quadrant Private Capital Solutions LP, Blue Water Quadrant LLC, Tulco Quadrant LLC each have an annual audit performed by an independent public accountant while Quadrant Partners Real Estate Navigator Fund LP has a surprise custody audit completed by an independent public accountant.

The Funds offer securities to investors only through private placements of such securities. Please refer to the offering documents for the Quadrant Partners Real Estate Navigator Fund LP, Quadrant Private Capital Solutions LP, Blue Water Quadrant LLC, and Tulco Quadrant LLC for information related to the risks, suitability requirements, investment objectives, fee charges and expenses for the Fund.

### **Client Communications and Delivery of Documents**

From time to time, we may be required to deliver certain documents to the client. Client, to the extent that client has email capability and/or web access, hereby consents to the Adviser’s use of electronic means, such as email, to make delivery of required and other documents. This delivery may include notification of the availability of such documents on a website, and client agrees that such notification will constitute “delivery.” In conjunction with any relevant agreement, the client agrees to provide us with the client’s email address and to keep this information current at all times by promptly notifying us of any change in email address.

## **Item 5: Fees and Compensation**

We provide fee options to our clients which are both assets under management based (generally does not exceed 1.00% annually) and flat fee based (generally does not exceed \$500,000 annually). The firm has a minimum annual fee of \$20,000, which is payable quarterly. Constellation also offers financial planning services for a monthly fee of \$199 and an initial plan fee of \$1,199. The initial plan is completed in six months or less. Depending on circumstances, we may negotiate fees for clients and treat each client in a customized way depending upon their unique situation.

Clients with assets under management based wealth management agreements prior to July 1, 2020 will remain on the fee process of charging fees quarterly in advance calculated as a percentage of the market value of all managed assets in the account on the last trading day of each calendar quarter until they execute a new wealth management agreement. We charge fees quarterly in advance based on the daily average closing values. In any partial calendar quarter, the advisory fee will be pro-rated based upon the number of days that the Account was open during the quarter. The fee applicable to assets deposited to the Account shall be prorated from the date of deposit. Most clients authorize us to deduct fees automatically from their taxable brokerage accounts, but clients may request that we send invoices to be paid by credit card, check or ACH.

From time to time, the firm forms and offers partnership interests in closed-end private equity funds. For certain qualified investors that make a large commitment, the level of the asset-based management fee may be reduced. If carried interest applies, investors generally pay a percentage of profits after a return of contributed capital and a preferred return. The firm also manages and advises on legacy funds no longer open to new investors. These partnerships charge different fees and/or carried interest from those we would charge on newly formed partnerships. Additional information regarding fees can be found in each fund's private placement memorandum & Limited Partnership Agreement.

In addition to our investment management fees, clients bear trading costs and custodial fees. To the extent that clients' accounts are invested in mutual funds, these funds pay a separate layer of management, trading, and administrative expenses.

### **Other Compensation**

Certain of the firm's advisory representatives, in their individual capacities, are also independent licensed insurance agents, and in such capacity, may recommend, on a fully disclosed commission basis, the purchase of certain insurance products. A conflict of interest exists to the extent that an advisory representative recommends the purchase of insurance products where they also receive insurance commissions. Clients are under no obligation to purchase insurance products through any person affiliated with our firm.

## **Item 6: Performance-Based Fees and Side-By-Side Management**

In some cases with our private funds, the firm enters into performance fee arrangements with qualified clients at their election. We generally negotiate these fees with each client, and the fees are set forth in the applicable limited partnership agreement.

The receipt of performance-based fees creates conflicts of interest. Performance-based fee arrangements create an incentive for the firm to recommend investments which may be riskier or more speculative than those which would be recommended under a different fee arrangement. In order to reduce potential conflicts of interest, the firm does not show preferential treatment to accounts under a performance-based fee arrangement. We have procedures designed and implemented to treat all clients fairly over time, and to prevent this potential conflict from influencing our selection of investments for accounts with performance-based fee arrangement or the allocation of investment opportunities among clients.

## **Item 7: Types of Clients**

We primarily provide customized investment management and wealth advisory services to high-net-worth individuals and associated trusts, estates, and other legal entities. Quadrant's minimum client relationship size is generally \$10,000,000, Constellation's minimum client relationship is generally \$1,000,000, but these amounts are negotiable.

## **Item 8: Methods of Analysis, Investment Strategies and Risk of Loss**

Money managers considered for our clients will be subjected to a rigorous due diligence process. Factors considered will include, but not be limited to: reputation, performance record, assets under management, philosophy, continuity of management, service to clients, awareness of after-tax performance objectives, minimum dollar investment requirements and fees. Information with respect to money managers (e.g., performance figures, investment style, etc.) will be obtained from tracking organizations, business publications, business contacts, other money managers, personal interviews and other sources which we believe are reliable. We may also consider other criteria, including, but not limited to, the administration, recordkeeping and reporting services provided by a manager. From time to time, we may retain outside consultants to assist in preparing money manager search lists. In the event that we retain an outside consultant, we will make the final determination regarding which money managers we will make available to our clients.

Our Investment Committee generally meets weekly to discuss existing and prospective investments. Investments are evaluated independently, as well as in the context of clients' existing holdings and sector exposures.

We retain the services of Fund Evaluation Group ("FEG") to assist in identifying qualified money manager candidates. However, we make the final determination regarding which money managers are made available to our clients and why. We have contracted with FEG to provide research and due diligence. Through our engagement with FEG, we utilize FEG's services, including a comprehensive investment platform with particular expertise in alternative investments.

We also retain a third-party vendor that provides client portfolio reporting, data aggregation, billing services, and a contact relationship management system. All investing involves a risk of loss.

### **Recommending Securities**

We, in certain situations may recommend investments in selected private placements or hedge funds. These types of investments may present unique risks due to the use of leverage and potential lack of liquidity. In addition, such recommendations may be limited only to those clients that are termed as “Accredited Investors” as defined in Rule 205-3 of the Investment Advisors

Act of 1940. These types of investments also have varied and unique fee structures of their own. In the event we receive a portion of the fee charged from a third-party manager, the value of a client’s assets invested with that manager will be removed from the asset based upon which our fees are calculated and billed. Due to the unique and complex nature of these investments, clients will receive a separate disclosure prior to any investments being made.

### **Item 9: Disciplinary Information**

We or our employees have not been involved in any legal or disciplinary events that would be material to a client’s evaluation of the company or its personnel.

### **Item 10: Other Financial Industry Activities and Affiliations**

As discussed in Item 5 certain persons providing investment advice on behalf of our firm may also be licensed as independent insurance agents. In this capacity, these persons may recommend the purchase of certain insurance products. A conflict of interest exists to the extent that an advisory representative recommends the purchase of insurance products where they also receive insurance commissions. Clients are under no obligation to purchase insurance products through any person affiliated with our firm.

We are the single member of Quadrant GP LLC, which is the general partner for the Quadrant Partners Real Estate Navigator Fund LP, Quadrant Private Capital Solutions LP, Blue Water Quadrant LLC, and Tulco Quadrant LLC. Please refer to Item 4 for more information related to this activity.

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

Our employees may, on a limited basis, purchase for their personal accounts the same securities that may be recommended to clients. To support our desire for complete transparency and to avoid any potential conflicts of interest including personal trades, we have adopted a Code of Ethics (the “Code”) which includes formal personal securities transaction and insider trading policies and procedures. Our Code requires, among other things, that employees:

- Act with integrity, competence, diligence, respect, and in an ethical manner with the public, clients, prospective clients, employers, employees, colleagues in the investment profession, and other participants in the global capital markets;
- Place the integrity of the investment profession, the interests of clients, and our interests above one's own personal interests;
- Adhere to the fundamental standard that you should not take inappropriate advantage of your position;
- Avoid any actual or potential conflict of interest;
- Conduct all personal securities transactions in a manner consistent with this policy;
- Use reasonable care and exercise independent professional judgment when conducting investment analysis, making investment recommendations, taking investment actions, and engaging in other professional activities;
- Practice and encourage others to practice in a professional and ethical manner that will reflect credit on yourself and the profession;
- Promote the integrity of, and uphold the rules governing, capital markets;
- Maintain and improve your professional competence and strive to maintain and improve the competence of other investment professionals;
- Comply with applicable provisions of the federal and state securities laws.

Our Code also requires employees to: 1) pre-clear certain personal securities transactions, 2) report personal securities transactions on at least a quarterly basis, and 3) provide a detailed summary of certain holdings (both initially upon commencement of employment and annually thereafter) over which such employees have a direct or indirect beneficial interest.

## **Item 12: Brokerage Practices**

We do not maintain physical custody of client assets. We have limited trading authority over client account(s). We may determine both the amount and the type of securities to be bought or sold. The client signs a limited power of attorney to allow us this trading authority (See Item 4). We have no preferences with respect to where clients' custody assets or the brokers that are selected for trading purposes.

We utilize the services provided by FEG, including, but not limited to, investment manager search and selection, performance monitoring and reporting.

We will make recommendations based on the needs of the client and the services provided by the various broker/dealers. Except as provided for in any applicable wrap fee program, the brokerage commissions and/or transaction fees charged by the Custodians or any other designated broker-dealer are exclusive of and in addition to our fee. Factors which we consider in recommending the Custodians or any other broker-dealer, to its clients include their respective financial strength, reputation, execution, pricing, research, and service. The Custodians enable us to obtain many mutual funds without transaction charges and other securities at nominal transaction charges. The commissions and/or transaction fees charged by the Custodians may be higher or lower than those charged by other broker-dealers. The commissions paid by our clients

shall comply with our duty to obtain “best execution.” However, a client may pay a commission that is higher than another qualified broker-dealer might charge to effect the same transaction where we determine, 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's services, including among others, the value of research provided, execution capability, commission rates, and responsiveness. Consistent with the foregoing, while we will seek competitive rates, it may not necessarily obtain the lowest possible commission rates for client transactions.

If the client requests us to arrange for the execution of securities brokerage transactions for the client's account, we shall direct such transactions through broker-dealers that we reasonably believe will provide best execution. We shall periodically and systematically review our policies and procedures regarding recommending broker-dealers to our client in light of our duty to obtain best execution.

The client may direct us in writing to use a particular broker-dealer to execute some or all transactions for the client. In that case, the client will negotiate terms and arrangements for the account with that broker-dealer, and we will not seek better execution services or prices from other broker-dealer or be able to "aggregate" client transactions for execution through other broker-dealers with orders for other accounts managed by us (as described below). As a result, the client may pay higher commissions or other transaction costs or greater spreads, or receive less favorable net prices, on transactions for the account than would otherwise be the case. Subject to its duty of best execution, we may decline a client's request to direct brokerage if, in our sole discretion, such directed brokerage arrangements would result in additional operational difficulties.

Consistent with obtaining best execution, brokerage transactions may be directed to certain broker-dealers in return for investment research products and/or services which assist us in our investment decision-making process. Such research generally will be used to service all of our clients, but brokerage commissions paid by one client may be used to pay for research that is not used in managing that client's portfolio. The receipt of investment research products and/or services as well as the allocation of the benefit of such investment research products and/or services poses a conflict of interest.

We may receive from the Custodians or any other broker-dealer, without cost to us, computer software and related systems support, which allows us to better monitor client accounts maintained at the Custodians. We may receive the software and related support without cost because we render investment management services to clients that maintain assets at the Custodians. The software and related systems support may benefit us, but not our clients directly. In fulfilling duties to clients, we endeavor at all times to put the interests of clients first. Clients should be aware, however, that our receipt of economic benefits from a broker-dealer creates a conflict of interest since these benefits may influence our choice of one broker-dealer over another broker-dealer that does not furnish similar software, systems support, or services.

Additionally, we may receive the following benefits from the Custodians, or any other broker-dealer: receipt of duplicate client confirmations and bundled duplicate statements; access to a trading desk that exclusively services its Registered Investment Adviser participants; access to block trading which provides the ability to aggregate securities transactions and then allocate the appropriate share to client accounts; and access to an electronic communication network for client order entry and account information.

In the event of trading errors caused by our employees, it is our policy to make clients whole, communicate errors to clients, and to document errors in the trade error file. Gains arising out of errors will be donated to a charity of the custodian's choice while losses will be reimbursed by us to the client. Losses to non-qualified accounts are reimbursed immediately upon discovery via a transfer from our account to the client, while losses to qualified accounts are reimbursed through an offset of management fees at the next due date for payment of such fees.

On occasions when we deem the purchase and sale of a security to be in the best interest of more than one of our clients, we may aggregate multiple contemporaneous client purchases or sell orders into a block order for execution. Executed orders are allocated among participating accounts according to each account's pre-determined participation in the transaction. Clients' accounts for which orders are aggregated receive the averaged price of such transaction, which could be higher or lower than the price that would otherwise be paid by a client absent the aggregation. Any transaction costs incurred in the transaction will be shared pro rata based on each client's level of participation in the transaction.

We do not regularly purchase initial public offerings for our clients and do not intend to change that practice.

### **Item 13: Review of Accounts**

Accounts under our management are monitored on an ongoing basis by the Advisor assigned to that Client. The Advisor reviews each account in detail on at least a quarterly basis, as well as in connection with each client meeting. In addition, on at least a quarterly basis the Investment Committee members and the Chief Compliance Officer review a number of reports that are designed to identify accounts that are outside the expected ranges for returns, and exposure to asset classes. Reviews of client accounts will also be triggered if a client changes his or her investment objectives, or if the market, political, or economic environment changes materially.

Clients receive account statements directly from their chosen custodian on at least a quarterly basis, but typically monthly. We may supplement these custodial statements with reports provided during periodic client meetings or as requested. Electronic mail is an acceptable form of delivering these materials (see Item 4 above). Please compare this account statement with the custodian statement(s) for the same period. Nominal differences may occur in the total dollar amount due to the recording of dividend or interest payments after custodian statement deadlines.

## **Item 14: Client Referrals and Other Compensation**

We currently pay no portion of our advisory fees to any other investment adviser in exchange for referrals of clients to us. We do not receive any other economic benefits from non-clients in connection with the provision of investment advice to clients except as described in Item 12.

## **Item 15: Custody**

All clients' accounts are held in custody by unaffiliated broker/dealers or banks, however we can access certain clients' accounts through our ability to debit advisory fees. We are considered to have custody of client assets due to the relationship with the Private Funds. Account custodians send statements directly to the account owners on at least a quarterly basis. Each Private Fund has an annual audit performed by an independent public accountant. Clients should routinely review these statements and should compare these statements to any account information or reports provided by us. Clients may have standing letters of authorization on their accounts. We have reviewed those relationships and determined that they meet the IAA no action letter seven conditions and do not trigger the surprise custody audit.

## **Item 16: Investment Discretion**

We have discretionary and non-discretionary relationships with clients. Clients grant us trading discretion through the execution of a limited power of attorney included in our advisory contract.

Clients can place reasonable restrictions on our investment discretion. For example, some clients have asked us not to buy securities issued by companies in certain industries, or not to sell certain securities where the client has a particularly low tax basis.

## **Item 17: Voting Client Securities**

Typically, we will not vote proxies on behalf of client accounts. Although we may, on rare occasions and only at the client's request, offer clients advice regarding corporate actions and the exercise of proxy voting rights.

### **Class Action Lawsuits**

From time to time, securities held in the accounts of clients will be the subject of class action lawsuits. We have no obligation to determine if securities held by the client are subject to a pending or resolved class action lawsuit. We also have no duty to evaluate a client's eligibility or to submit a claim to participate in the proceeds of a securities class action settlement or verdict. Furthermore, we have no obligation or responsibility to initiate litigation to recover damages on behalf of clients who may have been injured as a result of actions, misconduct or negligence by corporate management of issuers whose securities are held by clients.

When we receive written or electronic notice of a class action lawsuit, settlement or verdict affecting securities owned by a client, we will forward all notices, proof of claim forms and other materials, to the client. Electronic mail is acceptable where appropriate, and the client has authorized contact in this manner.

## **Item 18: Financial Information**

We do not have any adverse financial condition that is expected to affect our ability to manage client accounts. We do not require or solicit prepayment of more than \$1,200 in fees per client, six months or more in advance.