

Mindful Wealth LLC

Item 1
Cover Page of Form ADV
Part 2A
Firm Brochure

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This brochure provides information about the qualifications and business practices of **MINDFUL WEALTH LLC**. If you have any questions about this brochure, please contact us at the telephone number or email address above. The information in this brochure has not been approved or verified by the Securities and Exchange Commission (SEC), the state of Illinois or any other state securities authority.

Additional information about our firm is available on the SEC's website at **www.adviserinfo.sec.gov**. Our firm is a Registered Investment Advisor. We are required to inform you that registration itself does not imply a certain level of skill or training.

Item 2 – Material Changes

Effective 12/31/22 Mindful Wealth LLC withdrew its State registration and submitted its application for registration with the U.S. Securities and Exchange Commission (“SEC”). Investment advisory firms with regulatory assets under management in excess of \$100 million must register with the SEC. With this transition, Form CRS, ADV Part 3, has been created and filed with the regulators. New clients of Mindful Wealth LLC will receive a copy of this Form ADV Parts 2A and 2B, its Privacy Notice, and Form CRS.

Effective 2023 Mindful Wealth LLC will utilize Millennium Trust Company, Oak Brook, IL, to custody assets that cannot be held at Charles Schwab, such as alternative investments on a non-discretionary basis.

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Item 4 – Advisory Business

Mindful Wealth LLC was formed in Illinois in 2018 by David M. Dickman, who is the Founder and Managing Partner. As a registered investment adviser, Mindful Wealth LLC provides comprehensive investment advice, and for existing investment clients, it provides consulting and personalized financial services, such as retirement planning, charitable giving strategies, insurance analysis, estate planning and other related strategies for accumulating and preserving wealth. Mindful Wealth LLC has been providing these services since its inception. These services are provided to high-net-worth individuals/families, businesses owners, certain ERISA plans and private foundations.

David M. Dickman hired independent consultant, Susan E. Mitchell, to handle regulatory compliance items for Mindful Wealth LLC. She has over 35 years of experience in the financial industry and has served as chief compliance officer to firms in the Midwest.

Form ADV will be amended promptly after the occurrence of a material change to the business structure or operations of Mindful Wealth LLC. New clients of Mindful Wealth LLC will receive a copy of the most current Part 2A and 2B of Form ADV, in addition to its Privacy Notice and Form CRS. Material changes will be communicated annually to each client of Mindful Wealth LLC.

All clients will receive investment advisory services; financial planning will be offered to all existing clients of Mindful Wealth LLC.

Investment Advisory Services:

Investment advisory services are delivered primarily through the development of an investment plan. The creation of a sound investment plan starts with consultation to discuss your objectives and understand your personal circumstances. The next step is to accumulate current information, such as your investment account statements, to determine where you are today; then establish clear goals and objectives. This is an imperative step in the investment planning process. It sets the blueprint for the development of your personalized investment plan.

Our investment advisory services are delivered primarily through providing advice and investment recommendations in the selection of appropriate portfolio strategies and the selection of specific solutions to achieve the goals established by our clients. With a clear understanding of where you are today and where you want to go, we will create a personalized investment plan with specific recommendations on how you can responsibly achieve your stated goals.

The investment vehicles primarily consist of mutual funds, exchange listed securities, and alternative solutions. In addition, we may select other investment vehicles not mentioned above if we believe those investments will meet the investment objectives of our clients. In order to properly advise our clients, and as part of the planning and goal developing services, it is sometimes necessary to review non-marketable investments. Such investments may include high level advice on real estate, both personal residences and investment real estate, traditional savings accounts, credit cards and banking, alternative financing methods/vehicles, and other non-traditional investments. Clients may impose

restrictions on investing in certain types of securities. We are occasionally asked to opine on securities which clients currently own and have no desire or intention to sell.

Upon acceptance of the investment recommendations, Mindful Wealth LLC will manage the implementation of your investment plan through Charles Schwab. Recommendations may include repositioning of your existing investment portfolio, hiring separate account money managers and establishing a dollar-cost-averaging program to build wealth for longer-term goals. All accounts managed by Mindful Wealth LLC will be at Charles Schwab as custodian and are managed on a discretionary basis.

Clients of Mindful Wealth LLC will receive statements from Charles Schwab at least quarterly. Charles Schwab will also provide quarterly performance reports, which will be reviewed by David M. Dickman and the Client during regularly scheduled meetings. Through technology offered by Charles Schwab, we analyze and deliver clients with reports regarding performance of a client's portfolio. We also assist clients in monitoring the managers' performance and providing periodic information and recommendations.

It is David M. Dickman's intent to meet with clients quarterly for ongoing monitoring during the first year and at least semi-annually thereafter. Life events such as marriage, divorce, births and deaths may prompt the need to meet more frequently or to meet as soon as possible. Mindful Wealth LLC relies on the client to provide updated information on personal situations that may have an impact on investment planning.

Although not the most important factor for investment decisions, Mindful Wealth LLC manages portfolios with thoughtful attention to the tax implication of transactions. Mindful Wealth LLC strives to be tax responsible, tax aware and tax efficient. David M. Dickman, however, is not an accountant and therefore, recommends coordination of strategy with your tax adviser.

As a fiduciary, Mindful Wealth LLC has a duty of utmost good faith to act solely in the best interests of its investment advisory clients and to make full and fair disclosure of all material facts, particularly when the advisor's interests may conflict with the client's. Mindful Wealth LLC will at all times act in its clients' best interests and will conduct its practices at a higher standard.

Relationships with clients and business owners may lead to opportunities to advise on ERISA-covered plans. ERISA covered-plans require special handling and are regulated by the Department of Labor.

Elements of Financial Planning:

Financial planning will be offered to all investment advisory clients of Mindful Wealth LLC at no additional charge. Not all clients will choose to engage in the full scope of services offered. The specifics of services rendered and the cost for these services will be detailed in a written proposal at which time Mindful Wealth LLC's Form ADV Part 2A and 2B, its Privacy Notice, Form CRS, and Advisory Agreement will be delivered to all future clients of Mindful Wealth LLC. In addition to this information, the proposal will include an estimate of the time commitment required to complete each of the services.

Retirement Planning - with fewer companies offering full pension plans and the uncertainty of Social Security, it has become more important than ever to save and plan for your own retirement. Unfortunately, many people feel that they simply do not have enough money left over each month to save. Retirement savings needs to become a priority instead of an afterthought. Through a disciplined approach, Mindful Wealth LLC helps its clients establish savings plans that are realistic and affordable.

Estate Planning - one of the most overlooked and difficult elements of a financial plan is estate planning. Estate planning can, and should, be used to eliminate uncertainty over the administration of one's assets and maximize the benefits to your designated heirs. Mindful Wealth LLC helps its clients plan for the unknown and works with and/or recommends attorneys. Implementing a responsible estate plan may include updating or creating your Will and possibly establishing trusts as well as addressing philanthropic intent.

Insurance Analysis - Mindful Wealth LLC helps its clients sort through the many types and purposes of insurance. Insurance coverage is important because you have worked hard to build a solid financial foundation for you and your family, so it needs to be protected. Mindful Wealth LLC can provide a review and analysis of clients' current insurance coverage and will work with clients' insurance agent to coordinate coverage efforts. If a client does not have an insurance agent or company to work with, Mindful Wealth LLC can provide referrals.

Business Owners – Many entrepreneurial individuals start businesses, such as family limited partnerships, limited liability companies, etc. On occasion, business owners may seek advice on how to transition ownership to family members, existing employees and/or unaffiliated interested buyers. An exit strategy is an integral part of business planning but not one that needs to be addressed right away. Often times overlooked by business owners, Mindful Wealth LLC can provide consulting services and make introductions to other professionals who can assist with proper business planning.

Once the client requests financial planning services, the process to develop a plan begins. Depending on the level of services and complexity of the requests, it generally takes 30-120 days to complete the plan for the client. Clients are encouraged to review the plan with their other professional advisers, such as their attorney and accountant. After an appropriate amount of time, a follow-up meeting is scheduled to discuss the specifics of the plan.

Personal finance covers a wide variety of money topics; understanding how each of these topics works together and affect each other is important for laying the groundwork for a solid financial foundation for you and your family. Additionally, the appropriate referrals to tax, legal and/or insurance professionals will be properly introduced. Although Mindful Wealth LLC has professional relationships with other service providers and may from time to time offer referrals, it is always in the clients' best interest to perform their own due diligence on all referred advisors.

Item 5 – Fees and Compensation

Mindful Wealth LLC is a fee-only firm and only receives a transparent fee for advice from its clients. We are not paid by third parties such as banks, custodians, money managers or vendors. We do not have any “soft dollar” arrangements.

An initial meeting is scheduled with a prospective client at no cost or obligation. The purpose of the meeting is to inform the prospective client of the types of service Mindful Wealth LLC provides and to discuss what the client desires from a financial planning relationship.

Fees for all services provided by Mindful Wealth LLC are based on a percentage of assets under management and are billed quarterly in arrears. On occasion, Mindful Wealth LLC may provide project work services and charge a one-time fee based on the time commitment and level of complexity of the project. All fees will be agreed-upon in a separate statement, which will become part of the Advisory Agreement. Under limited circumstances, fees are negotiable, and clients understand that other clients of Mindful Wealth LLC may have different fee rates and payment plans for similar services.

There are no additional fees for the financial plan or its preparation. All fees collected from clients are for investment services, or special services, through their accounts at Charles Schwab and managed by Mindful Wealth LLC.

The compensation to Mindful Wealth LLC for its services rendered to the Client will be billed quarterly in arrears at this schedule:

Based on AUM with Mindful Wealth LLC:

1. \$0 - \$5mm = 95 bps
2. \$5 mm - 15mm = 85 bps
3. \$15 mm - \$25mm = 75 bps
4. \$25 mm - \$50mm = 65 bps
5. Above \$50mm = negotiable

Our goal at Mindful Wealth LLC is to work with high-net-worth individuals/families, businesses owners, certain ERISA plans and private foundations.

When we charge a client their fee for advice or for a special project arrangement, the fees will be deducted directly from the client’s account(s) at Charles Schwab. Upon special request from the client, we may invoice the client directly.

Since we bill quarterly in arrears, if a client terminates our services, Mindful Wealth LLC is entitled to collect fees earned from the first day of the quarterly billing cycle through the date of termination.

In addition to our fees, our investment advisory clients may pay asset-based fees to mutual funds or separate account money managers for investment management. Charles Schwab may also charge commissions and/or transaction fees. Mindful Wealth LLC does not receive any portion of those fees.

Mindful Wealth LLC nor its founder, David M. Dickman, accepts compensation for the sale of securities or other solutions. We have a bias towards “no-load” funds with no upfront, deferred, or annual sales charges but may make exceptions based on our belief of the more suitable investment for our clients. We believe these solutions are generally advantageous to our clients compared to funds with sales charges.

Services from attorneys, accountants, insurance, and other professionals are paid directly by the client.

Unless a client has received the Mindful Wealth LLC’s disclosure brochure (ADV Part 2A and 2B) at least 48 hours prior to signing the investment advisory contract, the investment advisory contract may be terminated by the client within five (5) business days of signing the contract without incurring any advisory fees.

Item 6 – Performance-Based Fees and Side-by-Side Management

Mindful Wealth LLC does not accept performance fees based upon a percentage of the capital appreciation of assets. We may also invest personal money in the same investments as our clients if the investment objectives, risk tolerance and other investment criteria are similar to those of the client. In such cases, Mindful Wealth LLC personnel invests with the same pricing our clients receive. Mindful Wealth LLC personnel must report all required trades to the firm’s compliance consultant on a quarterly basis. In addition, any new employee must provide a list of all positions held to the compliance consultant upon commencement of employment.

Item 7 – Types of Clients

These financial planning and investment services are provided to high-net-worth individuals/families who want to accumulate and preserve wealth. Mindful Wealth LLC also assists businesses, certain ERISA plans and private foundations. We do not have a minimum account size, nor does the custodian we recommend. New account applications and an Advisory Agreement is required for all new client relationships.

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

Mindful Wealth LLC generally recommends traditional investment strategies for its clients. We first start by helping clients determine an asset allocation, risk tolerance and investment strategy with which they are comfortable. Our investment advisory services are delivered primarily through providing advice and consultation in the selection of appropriate portfolio strategies and managers to achieve the goals established by our clients.

We tend to recommend strategies that we believe clients understand and tend to avoid more exotic strategies, such as commodities or futures. On occasion, clients may inquire about non-traditional investment opportunities; although not its stated area of expertise, Mindful Wealth LLC may provide opinions or guidance, however, other professional advisors should be consulted prior to engaging in any transactions.

Mindful Wealth LLC monitors its clients' portfolios on a regular basis, and no less frequently than quarterly, although market and other conditions may lead to more frequent reviews. We believe in quarterly reviews because we don't want to change strategy or positions based on challenging markets, especially since such actions could produce adverse tax and financial consequences long term.

Risk may include, but not be limited to, market risk, rising inflation, interest rate fluctuation, underlying business risk, liquidity, and financial risk.

As with any investment strategy, a risk of loss exists and clients must bear that risk. We attempt to analyze the extent of the risk in a client's portfolio and assist the client in determining if that degree of risk is appropriate to the client's investment objectives and risk tolerance.

Item 9 – Disciplinary Information

Mindful Wealth LLC nor its founder, David M. Dickman, has ever been subject to any legal or disciplinary actions or controversies.

Item 10 – Other Financial Industry Activities and Affiliations

Mindful Wealth LLC nor its founder, has outside personal/professional relationships and affiliations that would create a material conflict of interest with our clients. We are only paid by our clients. However, we may make referrals to other professionals such as attorneys, accountants, mortgage bankers and insurance agents that we believe would provide good service to our clients. Our relationships with these professionals are always based on what we believe is best for the client. Mindful Wealth LLC nor its founder receives any form of compensation for its referrals. Although Mindful Wealth LLC has professional relationships with other service providers and may from time to time offer referrals, it is always in the clients' best interest to perform their own due diligence on all referred advisors.

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

Mindful Wealth LLC has a Code of Ethics that we will provide to any client or prospective client upon request. The basic principal is that we are fiduciaries for our clients and are required to put their interests ahead of our own in advising them. We do not recommend or purchase for client accounts securities in which we have a financial interest.

We sometimes invest in the same securities that we select for our clients. This only occurs when the investment objectives, risk tolerance and other investment criteria of the founder of Mindful Wealth LLC are similar to those of the client. We invest on the same terms and we are subject to the same pricing as our clients. In the event that purchases or sales are made for clients and for us on the same day, purchases and sales are made first for client accounts.

Mindful Wealth LLC will recommend Charles Schwab to its clients for the implementation of their investment strategies. Mindful Wealth LLC nor its founder, David M. Dickman, has any affiliation with Charles Schwab, or any other custodian. Nor does it share in any fees or commissions.

Mindful Wealth LLC will recommend a variety of investment vehicles to its clients. Mindful Wealth LLC nor its founder, has any affiliation with the underlying investment managers or recommended solutions providers. Nor does it share in any fees or commissions. We have no financial relationships with issuers of securities.

For the purpose of establishing and implementing its clients' financial plan, Mindful Wealth LLC will recommend and work with other financial professionals, accountants, insurance agents and attorneys. Mindful Wealth LLC nor its founder, has any affiliation with accountants, insurance companies, its agents, or any attorneys or law firms. Nor does it share in any fees.

Item 12 – Brokerage Practices

For cost efficiency and effectiveness in implementing and monitoring its clients' portfolios, Mindful Wealth LLC requires clients to open their investment accounts with Charles Schwab. Charles Schwab will charge certain fees for transactions and some investment solutions may require the payment of commissions. Mindful Wealth LLC nor its founder, David M. Dickman, share in any of those fees or commissions but may have access to Charles Schwab's research. Mindful Wealth LLC does not engage in soft dollar practices, nor is there an incentive for Mindful Wealth LLC and its founder for referring business to Charles Schwab.

From time-to-time there may be an error in submitting a trade order on your behalf. When this occurs, we may place a correcting trade with Charles Schwab. If an investment gain results from the correcting trade, Mindful Wealth LLC will confer with you to decide to forego the gain (due to tax reasons). If the gain does not remain in your account, Charles Schwab will donate the amount of any gain \$100 and over to charity. If a loss occurs greater than \$100, Mindful Wealth LLC will pay for the loss. Generally, if related errors result in both gains and losses in your account, they may be netted.

Item 13 – Review of Accounts

All financial plans and portfolios are reviewed by David M. Dickman on a periodic basis depending on numerous factors including changes in your personal circumstances, such as marriage, the birth or adoption of a child, divorce, significant financial changes, death, market conditions, investment strategy changes, and a variety of other life events.

As a practical matter, client financial plans and portfolios may be reviewed on an informal basis much more frequently depending on changes – expected and unexpected - to your personal situation and/or market conditions.

Clients of Mindful Wealth LLC will receive performance reports and account statements, at least quarterly, directly from the custodian, either by mail or electronically. Many clients have chosen to have direct access online to their accounts through the custodian's web portal. Charles Schwab provides state-of-the-art technology to its clients.

We also attempt to have meetings with clients on a regular basis to discuss their portfolio and overall status of their financial plan.

Item 14 – Client Referrals and Other Compensation

We do not receive any monetary compensation from non-clients. We do not compensate any outside party for client referrals. We do not have any "soft dollar" arrangements. Mindful Wealth LLC is a client-driven fee-only registered investment advisory firm with the State of Illinois.

Item 15 - Custody

Mindful Wealth LLC does not hold client assets but has discretionary authority of the investment activity in its clients' accounts. We believe this is a best practice in terms of client protection. Clients receive account statements directly from the custodian at least quarterly to assure that the client is satisfied with our investment selections. Clients should carefully review their statements. Client assets are under the care of Charles Schwab, a reputable third-party custodian. Clients of Mindful Wealth LLC receive statements either electronically or by US mail directly from custodian; they do not flow-through the Advisor.

Item 16 – Investment Discretion

As a general rule Mindful Wealth LLC has discretionary authority to manage investments of clients. Clients of Mindful Wealth LLC provide approval for financial plan and investment strategy, and by signing the Advisory Agreement, Mindful Wealth LLC will implement its recommendations through Charles Schwab. Clients will, however, sign all new account applications; Mindful Wealth LLC will not execute documents on behalf of its clients. The Advisory Agreement outlines the specific restrictions for discretionary authority. Mindful Wealth LLC will not manage a client's portfolio without a signed Advisory Agreement. If requested by the Client, Mindful Wealth LLC may impose certain restrictions on account management. For example: socially responsible investing. Currently Mindful Wealth LLC does not have any clients with specific restrictions.

Item 17 – Voting Client Securities

Mindful Wealth LLC does not vote client securities. Clients will receive proxies and other solicitations directly from the transfer agent or custodian. We will, however, provide guidance if requested.

Item 18 – Financial Information

Mindful Wealth LLC nor its founder, David M. Dickman, has any material negative financial information to report. Mindful Wealth LLC has discretionary authority however, it does not require the prepayment of fees of more than \$500 per client six months or more in advance.

Item 19 – Requirement for Registered Investment Advisers

The background of Mindful Wealth LLC's founder and managing partner, David M. Dickman, is contained in Part 2B of this Form ADV.

Mindful Wealth LLC is located in Illinois and is registered with the SEC as an investment advisor and is subject to its jurisdiction. Its founder and managing partner, David M. Dickman, is registered with the Illinois and Michigan Departments as an investment advisor representative and is subject to their jurisdiction. Mindful Wealth LLC nor its founder, David M. Dickman, has any affiliation with its custodian, third-party vendor or recommended security.

Neither Mindful Wealth LLC nor its founder, David M. Dickman, has been found liable in any arbitration claim, or civil, self-regulatory, or administrative proceeding.

Form ADV Part 2B – Brochure Supplement

**Item 1
Cover Page
February 2023**

David M. Dickman

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This brochure supplement provides information about David M. Dickman that supplements the Mindful Wealth LLC brochure. You should have received a copy of that brochure. Please contact Sue Mitchell, compliance consultant, at sem19@att.net if you did not receive Mindful Wealth LLC's brochure or if you have any questions about the contents of this supplement. Additional information about our firm is available on the SEC's website at www.adviserinfo.sec.gov.

Item 2 – Education Background and Business Experience

David M. Dickman (“David”) was born in 1967 and founded Mindful Wealth LLC in June, 2018. He brings over 25 years of experience in the financial services industry through positions in private banking, investments and markets.

David earned a Bachelor of Arts degree in Economics from the University of Illinois and a Masters in Business Administration in Finance from DePaul University’s Kellstadt Graduate School of Business.

Prior to forming Mindful Wealth, David was a Partner at Vivaldi Capital Management, LLC and Managing Director and Head of Investments for the Midwest Region at J.P. Morgan Private Bank. He began his career at the Chicago Board of Trade and previously served as Midwest Sales Manager for the Lehman Brothers’ Wealth Management business.

Item 3 – Disciplinary Information

There have not been any civil or criminal actions brought against David, nor has there been any administrative proceedings before the state, SEC or other regulatory authority.

Item 4 – Other Business Activities

David is not actively engaged in any outside business activities or occupation.

Item 5 – Additional Compensation

David has no sources of compensation related to investment advisory services other than the compensation received by client fees. He does not participate in revenue sharing or soft dollar arrangements with any third-party.

Item 6 – Supervision

David is the sole member of Mindful Wealth LLC and is responsible for the operations of the LLC including monitoring its clients’ accounts. Mindful Wealth LLC’s independent compliance consultant, Susan E Mitchell oversees its compliance program and regulatory compliance requirements. Although David does not “report” to Susan, she will review certain practices within the LLC, such as personal transaction reports, regulatory compliance policies and random review of client account activities. David can be reached at the contact information listed on his Cover Page of this Supplement. Susan E. Mitchell can be reached at sem19@att.net or 317-409-0453.

Item 7 – Requirements for State Registered Advisers

David is registered with the state of Illinois and Michigan and has passed all the necessary exams to operate as a registered investment advisor representative. Through the assistance of his compliance consultant, David will comply with the state’s requirements.