



**ITEM 1 – COVER PAGE
FORM ADV PART 2A
August 18, 2021**

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This Brochure provides information about the qualifications and business practices of Sendero Wealth Management, LLC (“Sendero”). If you have any questions about the contents of this Brochure, please contact us at support@sendero.com. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission (“SEC”) or by any state securities authority.

Sendero is a registered investment adviser. Registration of an investment adviser does not imply any level of skill or training.

Additional information about Sendero is also available on the SEC’s website at www.adviserinfo.sec.gov. The SEC’s website also provides information about any persons affiliated with Sendero who are registered, or are required to be registered, as investment adviser representatives of Sendero.

ITEM 2 - MATERIAL CHANGES

There have been no material changes made since we filed our last annual amendment in March 2020.

Our brochure can be requested by contacting Lisa G. Kahn-Smith, Chief Compliance Officer at 210.805.1180 or emailing her at lkahn-smith@sendero.com. Our brochure is also available on our website, www.sendero.com.

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ITEM 4 – ADVISORY BUSINESS

Sendero Wealth Management (“Sendero”) is a private wealth advisory firm in San Antonio serving clients with investable assets of \$1 million and above. As an established partner-led firm, Sendero provides services to highly valued relationships to include multigenerational families, entrepreneurs, business professionals, select institutions, and charitable organizations. As a fiduciary, our commitment begins with a disciplined approach to asset allocation, portfolio management and advisory services. We offer wealth management services through an independent and transparent approach designed to achieve a positive client experience.

Founded in 2008, Sendero is a privately-owned, partner-led firm headquartered in San Antonio, Texas. The ownership of Sendero Wealth Management is allocated between Sendero Partners (89%) and a passive, client investor (11%) of the firm. Sendero Partners is the parent company of Sendero Wealth Management, LLC and Sendero Securities, LLC, (“Sendero Securities”), a FINRA member broker-dealer.

Sendero manages client portfolios on both a discretionary and non-discretionary basis as selected by the client in the Sendero Advisory Agreement.

Sendero Guidance Process

At Sendero, we identify the clients’ financial values and associated goals through a dynamic and collaborative process. The Sendero Guidance Process (“SGP”) is designed to discover what is important to our clients that includes in-depth conversations around goals and values, financial planning, and a comprehensive reporting of a client’s financial picture.

The SGP assists our clients in the review, evaluation, and formulation of investment objectives and policies and helps them develop asset allocation strategies. These strategies are developed based on the information provided to Sendero in the Client Profile, in discussions with our client, and in the client’s Investment Policy Statement (“IPS”), as applicable.

We assist our clients in the selection of a combination of investment strategies to manage all, or a portion of, their assets in a manner consistent with the client’s financial circumstances, investment objectives, risk tolerance, and any restrictions they wish to impose on the management of the assets. Sendero will only identify Investment Managers that are included in our advisory program pursuant to an agreement between Sendero and the Investment Manager (the “Sub-Adviser Agreement”), or strategies that are approved by Sendero’s Investment Committee. Investment Managers or strategies not included in our advisory program will be evaluated on a case-by-case basis.

Clients can impose reasonable restrictions on the management of their accounts, such as restrictions on investing in certain securities or types of securities. Each client should note, however, that restrictions imposed by a client can adversely affect the composition and performance of the client’s investment portfolio. Each client should also note that each investment portfolio is treated individually by giving consideration to each purchase or sale for the client’s account. For these and other reasons, performance of client investment portfolios within the same investment objectives, goals, and/or risk tolerance will differ, and clients should not expect that the composition or performance of their investment portfolios would necessarily be consistent with those of other clients of Sendero.

We provide continuous, regular, and ongoing monitoring and due diligence of strategies approved by the Investment Committee with which the assets have been invested, as well as ongoing and

continuous recommendations regarding the retention or termination of such strategies, according to our client's investment objectives.

We provide ongoing performance reporting with respect to the assets, as well as other such reporting when mutually agreed upon by you and Sendero.

Discretionary Management

In its discretionary accounts, Sendero has investment discretion with respect to the agreed upon investment allocation, client investment objectives and approved IPS ranges. Sendero has discretion to rebalance client portfolios based on the approved IPS ranges, to debit accounts for advisory and Third-Party Investment Manager fees, (as agreed upon by the client), and to hire and terminate Third-Party Investment Managers. Sendero has the discretion to substitute Third-Party Investment Managers within the client approved asset class. This discretion will be used in this manner exclusively and will not be utilized for any other purposes, (such as changing client investment objectives). Should this discretion be utilized, Sendero will provide client with the rationale behind, and a description of any such change, upon request. Sendero will only have investment discretion on assets included in the Sub-Adviser Agreement or strategies that are approved by Sendero's Investment Committee. The client must authorize the use of any strategy other than mutual funds, ETFs, or strategy(ies) where Sendero has a Sub-Adviser Agreement. Sendero cannot retain, on the client's behalf, any Third-Party Investment Manager(s) with whom Sendero does not have a Sub-Adviser Agreement. Sendero does not have discretion to move funds without the client's written consent other than to same name accounts within the same Custodian.

If a client chooses to use a Third-Party Investment Manager, or strategies that are not an approved Sendero Third-Party Investment Manager, that client will not receive the full range of advisory services described in this brochure with respect to that Third-Party Investment Manager or strategies. Sendero is not responsible for reviewing Third-Party Investment Managers or strategies that are not approved by its Investment Committee or for communicating any information regarding those Third-Party Investment Managers or strategies to any client. Clients, unless otherwise noted in the client agreement, will pay the full Advisory Fee to Sendero with respect to assets invested with Third-Party Investment Managers not approved by the Sendero Investment Committee, even though a client does not receive from Sendero the full range of services and due diligence that the client would receive with respect to Sendero approved Third-Party Investment Managers or strategies.

Non-Discretionary Management

In its non-discretionary accounts, Sendero does not have investment discretion with respect to any of the assets. It is understood that the client is relying on Sendero for general investment advice and client is under no obligation to act on any investment advice provided by Sendero. Sendero is given the ability to debit client accounts for advisory and Third-Party Investment Managers fees. Sendero does not have discretion to move funds without the client's written consent, other than to same name accounts within the same Custodian. For these clients, Sendero can only act on behalf of clients upon their express instructions. In such case, we cannot act on the clients' behalf in the event of a volatile market with price swings that affect, negatively or positively, the values of the clients' holding. Any action taken must first be approved by the clients.

Assets Under Management or Advisement (AUM)

As of December 31, 2020, Sendero Wealth Management had \$4.70 billion in assets under advisement breakdown as follows; \$4.22 billion in non-discretionary assets under advisement and \$487 million in discretionary assets under management.

Our Services

Sendero offers customized investment strategies to help our clients preserve, protect, and grow their wealth. We offer traditional asset allocation, manager selection, and sophisticated investment oversight to our clients. Sendero focuses on clients with \$1MM or more in investable assets.

Advisory Services

We develop and implement investment strategies based on a client's entire financial situation, not just their managed assets. Our open architecture strategy selection process provides a selection of both traditional and alternative investment strategies. We are a privately-owned, independent firm with deep family values and a passion for personalized service.

Organization of Wealth

Sendero provides the expertise to sort through the complexities of investing large pools of assets. We consider a client's assets in the aggregate and present a clear, easy to understand analysis of total wealth.

Strategic Asset Allocation

Sendero uses a holistic view of wealth combined with an investment policy directive from the client to gain important insight into the most appropriate asset allocation. Portfolios usually include traditional equity and fixed income securities combined with non-correlated asset classes such as alternative investments, real estate, and private equity.

Open Architecture Investment Manager Selection

Sendero uses an open architecture platform. The strategies and investment vehicles used for client portfolios exercise discretion (buy and sell within our client's account) within the mandate for which they have been hired.

Expert Oversight

We leverage sophisticated analysis and investment techniques to delicately balance a long-term, tax sensitive discipline with the immediate cash flow needs of each relationship.

Sub-Advisory Arrangement

Sendero uses sub-advisors to assist and provide advisory services in the capacity of sub-advisor, for certain clients. This relationship does not affect the fees agreed to between Sendero and clients.

Ongoing Manager Due Diligence

In a non-pandemic environment, while conference calls and visits from our portfolio managers to the Sendero offices occur throughout the year, our due diligence team visits our approved managers at their respective offices, at least annually. Prior to the pandemic, our due diligence team visited our approved managers at their respective offices, at least annually. We conduct approximately 200-240 manager visits/conference calls each year. Starting in 2020, due to Covid-19, the due diligence team has adopted a hybrid on-site and virtual rotation for annual reviews, based on AUM and complexity of the strategy. While not all managers are visited in-person on an annual basis, annual due diligence questionnaires and documents are requested and reviewed as part of the review process. The due diligence team researches the investment process, current trades in the portfolio, themes the managers are implementing in the portfolios, review of analysts' reports, as well as risk metrics and personnel. The relationships with our managers are very important and we allocate significant capital to the due diligence process. In all the situations discussed, if the team identifies an issue with any

investment, the due diligence team will bring it to the Investment Advisor or Investment Committee's attention for potential action.

Custodians and Broker-Dealers used by Sendero

Sendero uses various non-affiliated custodians in connection with its advisory activities where client's direct brokerage to these firms.

Most advisory accounts serviced by Sendero use Pershing Advisor Solutions ("PAS"), who utilizes their affiliated broker-dealer to execute trades, Pershing LLC. Clients' transactions in some alternative investments are executed through Sendero Securities, LLC, the firm's affiliated broker-dealer. The use of other alternative investments, not offered through Sendero, in client portfolios will use various other custodians.

Third Party Service Providers

Sendero works with various third-party service providers to help support the operational needs of managing and servicing discretionary Advisory Accounts. These providers perform operational functions such as portfolio reporting, account rebalancing, and trade execution. Third-party service providers may also place transactions with broker-dealers at the direction of Sendero and facilitate operational requests on behalf of Clients based on instructions provided by Sendero. When providing these services, the third-party service provider is acting as an agent of Sendero and may charge fees based on a percentage of assets in the accounts they service.

Investment Advocates

We seek to provide intelligent advice for investment situations, recommending prudent and responsibly priced services for each client. When appropriate, we facilitate access to specialists for services beyond our scope of expertise, such as tax or legal advice, for which we receive no referral fees. We consider it our duty to help identify the most appropriate solution for any investment decision impacting our clients.

Sendero's advisory services include:

- Goal Assessment and Prioritization
- Comprehensive Aggregate Reporting
- Spending Policy Development
- Asset Allocation and Diversification
- Public and Private Security Expertise
- New Investment Opportunities
- Market Commentary
- Comprehensive Wealth Management Recommendations

Investable vs. Accommodation Assets

Sendero defines "Investable Assets" as those assets that are utilized in implementing the client investment strategy. For example, assets transferred into Sendero without restriction as to their holding period or sale would be considered Investable Assets. Typical Investable Assets include listed stocks, bonds, ETFs, and mutual funds and are not included in Sendero's due diligence process. However, Sendero reviews these such assets on behalf of the client to ensure any decisions affecting the Investable Assets fall in line with the client's goals. Sendero will not be responsible for valuing any Investable Asset.

Sendero defines “Accommodation Assets” as those which are held in client accounts and reviewed in connection with client specific portfolio allocation but are not included in Sendero’s due diligence process. Sendero does not conduct any due diligence on Accommodation Assets. However, Sendero reviews these assets on behalf of the client to ensure any decisions affecting the Accommodation Assets fall in line with the client’s goals. Typical Accommodation Assets include real estate, collectibles, non-traded investments. Sendero will not be responsible for valuing any Accommodation Asset.

ITEM 5 – FEES AND COMPENSATION

Sendero prefers to bill clients quarterly in advance based on the account market value, (which, for some clients, include cash and/or accrued interest) of all deployed and committed capital within the clients’ aggregated household portfolio, as of the last day of the preceding calendar quarter. As described below, some clients, however, have arrangements where they are billed other than quarterly in advance. All household assets are not automatically aggregated, the Advisory Agreement sets forth which household(s) and which asset(s) in such households will be aggregated for fee billing purposes.

This fee is cumulative and in limited circumstances is negotiable. We base the management fee on the market value of your portfolio as determined by the custodian (or outside pricing service) at the end of the last trading day of the previous calendar quarter.

The annual fee for Advisory Services is based on the market value of the assets under management or advisement. The Firm uses a tiered schedule with a maximum fee of 1.10%, on the first \$1,000,000, with lower rates on higher tiers.

Unless modified by Sendero, clients have a minimum annual fee, as set forth within their individual fee schedule.

Sendero believes its fees are reasonable in relation to the fees charged by other investment advisers. The amount and method by which fees are charged is established in each client’s written agreement with Sendero. In some instances, for Accommodation Assets, a fixed fee will be negotiated, not based on assets under management.

Because we have a history of serving our clients’ needs individually, earlier clients have different fee schedules or different fee structures. Some earlier clients are not on a “tiered” schedule, and pay the same percentage on all assets, regardless of the size of their account. Some earlier fee schedules had different breakpoints for tiers. Some earlier clients are billed in arrears, in which case the fee is not adjusted for flows in or out of their accounts. Some earlier clients are not charged on cash, hold assets not included in the fee calculation, and some have particular asset classes charged at a lower rate than other asset classes. This means some clients pay more than other clients with the same amount or same type of assets under our management. All new clients are charged as noted above except in extenuating circumstances, such as having an especially large and complex portfolio, or holding a majority of assets in fixed income or cash.

If the Account is closed during the quarter, fees will be pro-rated based upon the number of days the Account was opened during the quarter. Any fees billed in advance, but unearned, will be promptly returned to the client.

Fee adjustments will be made, on a quarterly basis, for any withdrawals and deposits on the same day whose values would result in a change of \$30 or more in Advisory Fees. No fee adjustment will be made

for appreciation or depreciation in the Account's asset value during the quarter. Sendero uses its third-party reporting system to generate invoices for fee billing. Total account values for billing at times will differ slightly from custodial statement values for various reasons, such as when Sendero's internal calculations take place within the cycle that the fees are calculated; however, the values in the custodian's statement are the official record of the account.

"Accommodation Assets" will be excluded from the account market value for billing purposes and will be subject to a separate Advisory Fee, as specifically noted in the client's Fee Schedule.

Where client accounts are managed by third-party managers, Third-Party Investment Manager fees, are in addition to Sendero Advisory Fees and are billed at different times based upon the managers' schedule of invoicing and calculated using a different methodology than is used by Sendero, (beginning or end of period, average assets, market values, etc.), Sendero will debit client accounts with PAS and forward to other custodians the invoice provided by the Third-Party Investment Manager for managed accounts not held at PAS. These debited fees are then forward to the respective managers. Sendero reviews Third-Party Investment Manager's fees to confirm the calculations are correct prior to fees being debited from client accounts. Sendero does not receive a portion of third-party manager fees.

For Advisory Fee purposes, alternative investments values are billed using the most recent estimated statement value received from the fund administrator. Sendero's advisory fees for alternative investments held away from Sendero will be debited from your Sendero account on a quarterly basis. Clients understand that Sendero does not conduct an independent valuation of the alternative investments held in client accounts, but instead relies on the estimated valuations provided by the fund administrators. Assets held with Pershing or other custodians are priced using our third-party software, which receives its pricing feeds from the custodians.

All Sendero clients incur additional charges that are imposed by the respective custodian, including, but not limited to, transaction fees and costs, margin or debit interest, costs associated with exchanging foreign currencies, SEC fees, transfer fees, exchange fees, foreign clearing, settlement and custodial fees, and other fees or taxes required by law. Such charges, fees and commissions are exclusive of and in addition to Sendero's fees. Additional fees for work outside our normal services are charged separately. (e.g., divorce, estates, family office, account reconciliations and foreign transfers).

Excluding certain legacy clients, (as dictated by their individual Advisory Agreement), the rate used each quarter for all fee schedules for Sendero clients will be one-fourth of the annual rate. Accounts are subject to a minimum fee specified in the Client Agreement. The initial fee ("Initial Fee") will be calculated once the Client Agreement is accepted by Sendero, and as of the date the account is funded (the "Commencement Date"). The Initial Fee will cover the period from the Commencement Date until the last day of the initial calendar quarter. The Initial Fee will be calculated proportionately with respect to the number of days in the initial billing period, divided by the number of days in the quarter? and will be based on the market value, (including cash and/or accrued interest if any), of the client's assets on the Commencement Date. Thereafter, the quarterly fee will be calculated based on the market value (including cash and/or accrued interest, if any) of the client's assets as of the last day of the preceding calendar quarter. The quarterly fee for a new account will be charged in arrears and become due on the first business day of the following calendar quarter and will be deducted from the account shortly thereafter. At this first billing, the Initial Fee and subsequent quarter advance fee will be charged.

Clients can make additional contributions into an account at any time, subject to the termination provisions of the client agreement. Additional contributions can be in cash or marketable securities,

provided that Sendero and the applicable Third-Party Investment Manager reserve the sole right to decline to accept securities into an account. Clients are able to withdraw most assets within three (3) business days after providing written notice to Sendero. Alternative investments have varying liquidation terms based in their agreements and withdrawal is delayed per the terms of the investment. For new contributions, a pro-rated fee will be charged on contributions from the date of deposit until the last calendar day of the calendar quarter. Similarly, a pro-rated fee reduction will be made on withdrawals from an account to reflect the period of time the assets were held in the account during the relevant period. All contribution and withdrawal flows will be captured in the subsequent quarter billing period. In the event of the termination of a Client Agreement, a prorated fee from previous quarter-end until termination date will be charged on the assets.

FinLife Partners Service Offering

In an effort to enhance the quality and breadth of services that Sendero provides to its clients, and as part of the SGP, Sendero utilizes a suite of digitally powered technology solutions offered by FinLife Partners, a division of United Capital Financial Advisers, LLC, d/b/a Goldman Sachs Personal Financial Management (“FinLife Partners”). FinLife Partners provides to Sendero planning software through the use of certain technology platforms, training relating to use of such technology platforms, and, if elected by Sendero, certain clerical document and data compilation services. FinLife Partners is not in any way involved in, or responsible for, the individual investment management or guidance provided to Sendero’s clients. Except for some legacy clients, Sendero does not receive an additional fee for this service.

ITEM 6 – PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT

With the exception of Alternative Investment Placement Fees received by Sendero Securities, LLC (as noted below), Sendero does not receive any performance-based fees (fees based on a share of capital gains or on capital appreciation of the assets of a client).

ITEM 7 – TYPES OF CLIENTS

Sendero provides investment advisory services to select high net worth individuals, families, endowments, and charitable organizations.

ITEM 8 – METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS ADVISORY SERVICES

Designing the Right Mix

Before making any recommendations, Sendero becomes familiar with the client’s entire scope of assets as disclosed by the clients, as well as their investment goals, risk tolerance and distribution requirements through a questionnaire and multiple discussions. Sendero addresses the unique challenges of wealth in the investment policy statement (IPS) provided to clients as well. Sendero discusses the goals and needs of the portfolio in the near-term (current cash flow), intermediate-term, and long-term legacy. A client’s personal and financial goals are vital to the investment process and we talk about them at each meeting. There can be no guarantee that a client’s investment objectives will be met, or that the client will not lose money on the investments recommended.

Our disciplined investment process leads to thoughtful portfolio construction based on asset allocation that aligns with your investment objectives, risk tolerance, time horizon and cash flow needs. The following key principles are the foundation upon which we construct portfolios:

- Asset allocation is the primary portfolio decision
- Diversification on a key priority
- Active and passive investing are complementary techniques
- Alternative investments require an expertise and greater diligence
- Long-term success is dependent on being disciplined

Understanding a client's comprehensive goals and challenges also helps us to provide clients with educational pieces that are important and relevant to them. This comprehensive view allows us to customize a blend of investment strategies to diversify exposure. This blending of asset classes serves to potentially smooth the return variance.

Stability Assets – Intended to reduce the volatility or risk profile of a portfolio and includes asset classes such as cash and bonds, multi-strategy, and market neutral hedge funds.

Growth Assets – Intended to grow the assets of a portfolio and will have higher volatility or risk profile. This category includes asset classes such as domestic stocks, international stocks, and REITs.

Diversifier Assets – Intended to improve portfolio characteristics and provide independent risks and return drivers than the Stability and Growth assets. This category includes asset classes such as multi-strategy, and market neutral hedge funds, long/short and hedged equity strategies, real estate, managed futures, and other illiquid investments.

The investment team focuses on creating a long-term strategic asset allocation to serve clients over the long-term. Tactical tilts are made to the allocation based on where we are in market cycles and economic drivers in different markets. We express our investment views through active and passive strategies, using active where it can make a meaningful difference through research and judgement, and passive where inexpensive, tax-efficient market exposure is the best solution.

Strategy Selection

Sendero tends to focus on small to mid-tier managers with significant portions of owner/employee wealth invested in their firm. We also employ the use of index funds and ETFs. Our search process begins with historical quantitative data and portfolio characteristics. We then evaluate numerous qualitative factors to gain a better understanding of the organization, key decision makers and viability of the strategy. Managers are selected based on their track record as well as their clear vision of how they expect to add value in the future. We believe our due diligence process results in the recommendation of managers with proven investment strategies and reasonable fees, Sendero strives to negotiate the fee down from the public fee schedule.

Sendero team members have over 20 years of experience in researching, selecting, and monitoring alternative strategies. With two partners having run global hedge funds, we believe we have a competitive advantage in researching and selecting these managers. The experience, knowledge, and qualitative insight they bring cannot be replicated or quantified from information in a database. The alternative industry is relatively small, and truly qualified individuals are known by their talent, reputation, and the experience of their teams.

Always Perfecting the Strategy

We are an advocate for each client, focused on the investment environment and how it might impact the overall investment strategy. Our recommendations are designed with the goal to help protect our clients' wealth and grow it responsibly over time through varying market conditions. There is no guarantee that this goal will be met, however.

The portfolio construction process results in a diversified portfolio made up of active and passive strategies. We strive to keep cost low but will pay for active managers who have a history of generating meaningful excess returns.

Risk of Loss

A risk of investing with a Third-Party Investment Manager who has been successful in the past is that they will not be able to replicate that success in the future. In addition, as we do not control the underlying investments in a Third-Party Investment Manager's portfolio, there is also a risk that a manager deviates from the stated investment mandate of the strategy of the portfolio, making it a less suitable investment for our clients. Moreover, as we do not control the manager's daily business and compliance operations, it is possible for us to miss the absence of internal controls necessary to prevent business, regulatory or reputational deficiencies.

Investing in securities involves risk of loss that clients should be prepared to bear.

ITEM 9 – DISCIPLINARY INFORMATION

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of Sendero or the integrity of Sendero's management.

Sendero has no activity or information applicable to this Item.

ITEM 10 – OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

Scott R. McMillian is the Chairman, and Edward A. Hart is the President of Sendero Wealth Management, LLC. However, they are also registered representatives of Sendero Securities, LLC., Sendero's affiliated broker-dealer, which is registered with FINRA. Likewise, Brenda D. Allen, Amaury de Barros Conti, Franklin C. Davis, IV, Lisa G. Kahn-Smith, Tara D. Maxwell, Fred W. Middleton, Ariel Palomo and George H. Watson, III are all registered representatives of Sendero Securities, LLC.

Sendero Securities' activities are limited to providing services as a placement agent related to alternative investments of Sendero's advisory clients.

ADDITIONAL COMPENSATION

Mutual Fund Charges

To the extent mutual funds are selected by Sendero to fill components of a client's overall investment strategy, Sendero endeavors to purchase such mutual fund shares at net asset value or on a "no-load" basis. To the extent Sendero is successful in doing so, its clients will not be subject to any initial distribution cost (front-end sales charge) or redemption fee (back-end sales charge), if any, that might be incurred upon the purchase or sale of shares of mutual fund shares. On limited occasions, Sendero purchases mutual funds that pay Pershing a marketing or distribution fee (commonly known as a "12b-1 fee"), which are retained by Pershing. If Pershing receives these fees, it creates an indirect benefit, to Sendero, and a potential conflict of interest since Pershing receives additional compensation in connection with its relationship with Sendero. Clients do incur the indirect costs of mutual fund managers' fees in addition to the Advisory Fee paid to Sendero.

Support Services Agreement

Sendero entered into a Support Services Agreement in 2016, wherein Sendero will receive certain approved support services to be paid for by Pershing Advisor Solutions, LLC. The support services agreement consists of services that qualify as brokerage or research services under Section 28(e) of the Securities Exchange Act of 1934 (also known as “soft dollars”), as well as services that do not fit within the safe harbor provided in Section 28(e). This arrangement requires Sendero to present invoices for services provided for approval to PAS. These invoices include expenses related to systems, software, research and other technology-based products and services, as well as other approved marketing expenses. This arrangement also presents a potential conflict of interest in that the agreement allows Pershing to unilaterally reduce the payment of this fee to Sendero if Sendero directs 15% or more of its assets under management to another custodian. As such, the Firm has a financial incentive to maintain its advisory assets with Pershing.

Alternative Investment Placement Fees

Sendero, from time to time, recommends to client’s alternative investments, where Sendero has established a placement fee relationship through Sendero Securities. Such relationships will result in Sendero Securities receiving a placement fee, and a portion of the ongoing manager fees based on the account value and performance. It is important to note that the fees payable to Sendero Securities in connection with such relationships are included in the overall fees charged by the alternative investment and do not increase the fees paid, directly or indirectly, by the client. Such fees present a conflict of interest because Sendero is incentivized to recommend alternative investments with whom it has a placement agreement.

Clients should be aware that the receipt of additional compensation by Sendero, Sendero Securities, its management, or employees creates a conflict of interest. The receipt of additional compensation could impair the objectivity of Sendero and these individuals when making advisory recommendations.

Sendero places the interests of its clients first as part of its fiduciary duty as a registered investment adviser; we take the following steps to address this conflict:

- Sendero discloses to clients the existence of all material conflicts of interest, including the potential for Sendero and our employees to earn compensation from advisory clients in addition to Advisory Fees;
- Sendero discloses to non-discretionary clients that they are not obligated to purchase recommended investment products from employees or the investment managers or investment funds;
- Sendero collects, maintains, and documents accurate, complete, and relevant client background information, including the client’s financial goals, objectives, and risk tolerance;
- Sendero management conducts regular reviews of each client account to verify that all recommendations made to a client are suitable to the client’s needs and circumstances;
- Sendero requires that its employees seek prior approval of any outside employment activity so that we ensure that any conflicts of interests in such activities are properly addressed;
- Sendero periodically monitors these outside employment activities to verify that any conflicts of interest continue to be properly addressed by Sendero; and
- Sendero educates our employees regarding the responsibilities of a fiduciary, including the need for having a reasonable and independent basis for the investment advice provided to clients.

A potential conflict arises when the Sendero investment team recommends Harris Associates, L.P.'s large cap equity strategy. A minority owner of our holding company, Sendero Partners, is married to a senior manager at Harris. Therefore, a recommendation of Harris strategies creates a conflict of interest and directly or indirectly benefits the individual Sendero Partner. Sendero's use of Harris predates the conflict and all clients are informed of the conflict prior to investing in the strategy. Sendero mitigates this conflict by requiring the minority owner to be recused from any voting or involvement in decisions related to Harris Associates, L.P.

ITEM 11 – CODE OF ETHICS

Sendero has adopted a Code of Ethics for its employees, describing its high standard of business conduct, and fiduciary duty to its clients. Sendero and its employees and affiliates agree to abide by Sendero's Code of Ethics. The Code of Ethics requires that Sendero avoid conflicts of interest where possible and will disclose actual and potential conflicts of interest to the client. The Code sets forth the principle that employees and affiliates owe a fiduciary duty to the client while conducting their own personal affairs, including avoiding serving their own personal interests ahead of clients, avoiding the taking of inappropriate advantage of their position with Sendero, and avoiding any actual or potential conflicts of interest, or any abuse of their position of trust.

The Code of Ethics includes provisions relating to the confidentiality of client information, a prohibition against insider trading, restrictions on the acceptance of significant gifts and the reporting of certain gifts and business entertainment items, and personal securities trading procedures, among other things. All employees and affiliates must acknowledge, in writing, that they have read, understand, and will comply with the terms of the Code of Ethics.

A copy of Sendero's Code of Ethics is available to any client or prospective client upon request.

ITEM 12 – BROKERAGE PRACTICES

Pershing makes available to the Firm other products and services that benefit the Firm but may not directly benefit our clients' accounts. Many of these products and services may be used to service all or a substantial number of the Firm's accounts. Pershing products and services that assist the Firm in managing and administering accounts include software and other technology that (i) provide access to client account data (trade confirmations and account statements); (ii) facilitate trade execution and allocate aggregated trade orders for multiple client accounts; (iii) provide research, pricing and other market data; (iv) facilitate payment of our fees from our clients' accounts; and (v) assist with back-office functions, recordkeeping and client reporting.

Pershing also offers other services intended to help us manage and further develop our business enterprise. These services may include: (i) compliance, legal and business consulting; (ii) publications and conferences on practice management and business succession; and (iii) access to employee benefits providers, human capital consultants and insurance providers. Pershing may also provide other benefits such as educational events or occasional business entertainment of the Firm's personnel. We may take into account the availability of some of the foregoing products and services and other arrangements as part of the total mix of factors we consider and not solely the nature, cost or quality of custody and brokerage services provided by Pershing, which may create a potential conflict of interest.

Best Execution

We seek to use a custodian/broker who will hold your assets and execute transactions on terms that are, overall, most advantageous when compared to the other available providers and their services. If the client directs that trades be executed through another broker-dealer, the client is responsible for negotiating the terms and conditions (including, but not limited to, commission rates) relating to all services to be provided by that broker-dealer. We assume no responsibility for obtaining the “best execution” of such trades.

Sendero is not required to select the broker that charges the lowest transaction cost, even if that broker provides execution quality comparable to other brokers, and Sendero may at times pay more than the lowest transaction cost available in order to obtain for itself and/or its clients services and products other than securities transactions execution. Sendero evaluates best execution on a relationship rather than a transactional basis.

Principal and Agency Cross Transactions

In its capacity as an investment advisor, Sendero’s policy is that the firm will not participate in principal or agency cross transactions.

Principal transactions are generally defined as transactions where an adviser, acting as principal for its own account or the account of an affiliated broker-dealer, buys from or sells any security to any advisory client. A principal transaction is also be deemed to have occurred if a security is crossed between an affiliated hedge fund and another client account.

An agency cross transaction is defined as a transaction where a person acts as an investment adviser in relation to a transaction in which the investment adviser, or any person controlled by or under common control with the investment adviser, acts as broker for both the advisory client and for another person on the other side of the transaction. Agency cross transactions occur where an adviser is dually registered as a broker-dealer or has an affiliated broker-dealer, such as Sendero.

ITEM 13 – REVIEW OF ACCOUNTS

Assets for which Sendero is providing investment advisory services, unless otherwise specified by the client, are monitored on a systematic basis, and are reviewed at least annually by a principal or other firm designated person to ensure that the investment advice is consistent with the client’s stated investment objectives. Notwithstanding the above, Sendero’s supervision processes cause us to review more active accounts and larger accounts on a more frequent basis.

Clients can access reports via the Sendero web portal. The reports are intended to demonstrate the performance of account assets, as well as provide an asset holding summary with daily market values, transactions, and contribution/withdrawals for the relevant period. Clients will also receive brokerage transaction confirmations and monthly and/or quarterly account statements from the custodians of their assets. The information in these reports will vary from the statements provided by the custodian. Where there is a discrepancy between the two, the custodian’s report controls.

ITEM 14 – CLIENT REFERRALS AND OTHER COMPENSATION

At this time there are no solicitor fees (“Referral Fee”) paid, even though Sendero has entered into such an arrangement with WealthRamp, Inc., an SEC registered investment advisor. If a solicitor introduces a client to Sendero, Sendero will pay the solicitor a referral fee in accordance with the requirements of

Rule 206(4)-3 of the Advisers Act and the rules set forth by the respective state jurisdictions. Any such referral fee shall be paid solely from the fees earned by Sendero hereunder and shall not result in any additional charge to the client. If the client is introduced to Sendero by a third-party solicitor, the solicitor shall provide the client with a copy of this Form ADV Part 2A and a copy of the solicitor disclosure statement containing the information set forth in Rule 206(4)-3(b) of the Advisers Act.

The Referral Fee is equal to 25% of gross fees received in the first year from the referred client, 15% in the second year, and 10% thereafter for as long as the solicited client is retained by the advisory firm pursuant to the terms of Sendero's agreements with each solicited client. Referral fees will cease once the solicited client relationship with Sendero is terminated.

ITEM 15 - CUSTODY

Custody is defined as an investment advisory firm, its related entities, and/or its personnel having direct access to your funds or securities. We protect your assets by requiring that you use a "qualified custodian" that sends your account statements directly to you at least quarterly.

We have custody of your assets to the extent that we have the authority to instruct the custodian to deduct our fee directly from your account. This fee deduction is reported to you quarterly in the statements you receive from your custodian, and you should contact us if you have any question about the accuracy of the fee calculation.

Several of our clients have established instructions to their custodian which allow clients to direct us to send funds from their account with standing instructions. Sendero is considered to have custody over some of these accounts since the amount and/or timing of these transfers are not pre-defined. However, this authority does not necessitate that an outside public accountant conduct surprise examinations of these accounts.

Clients will receive at least quarterly statements from the qualified custodian that holds and maintains client's investment assets. Sendero urges the client to carefully review such statements and compare such official custodial records to the reports that we provide to the client. Sendero's reports vary from custodial statements for various reasons, including accounting procedures, such as settlement date, cash basis versus trade date, reporting dates, or valuation methodologies of certain securities.

ITEM 16 - INVESTMENT DISCRETION

Sendero manages some of its client portfolios on a discretionary basis, discretion is determined by the client at the time of signing the Sendero Advisory Agreement. All grants of discretionary authority must be in writing. If a client wishes to impose reasonable limitations on Sendero's discretionary authority, such limitations must be included in the client agreement or fee schedule, otherwise submitted to us in writing. The client can change or amend these limitations, as desired, by written instruction to Sendero. Clients should be aware that under the terms of each program and any separate agreement between the client and a third-party portfolio manager, the third-party manager is not obligated to accept limitations on its authority.

Where Sendero receives discretionary authority from the client, this authority allows Sendero to determine the securities bought or sold, the amount of securities bought or sold, and which brokers to transact through without having to get the client's consent for each transaction.

ITEM 17 – VOTING CLIENT SECURITIES

Third-Party Managed Accounts

Sendero will not vote proxies on those accounts managed by a Third-Party Investment Manager. The manner in which a specific Third-Party Investment Manager addresses conflicts related to proxy voting is set forth in the Third-Party Investment Manager's individual proxy voting procedures, which will be provided upon request to clients who select the Third-Party Investment Manager. The client's respective custodian will forward to the client, or any person designed by the client, any proxy materials that they receive pertaining to securities held in the account(s). Clients may contact Sendero in the event they wish to know how their proxies were voted by the applicable Third-Party Investment Manager on their behalf.

Sendero Managed Accounts:

Sendero utilizes the services and voting methodology of Egan Jones (www.ejproxy.com) to vote client proxies on all non-third-party managed accounts. Egan Jones has agreed to use their "Standard" methodology when voting on behalf of client. This methodology generally focuses on three guiding principles; 1) directors should be accountable to shareholders, and management should be accountable to directors; 2) information on the Company supplied to shareholders should be transparent; and 3) shareholders should be treated fairly and equitably according to the principle of one share, one vote.

A complete description of this voting methodology is available from Sendero upon request.

Clients may "opt out" of this voting service by notifying Sendero in writing.

Unless the client specifically "opts out", Sendero will vote proxy on all non-Third-Party managed accounts. Sendero will utilize the services and voting methodology of Egan Jones standard proxy method. For additional information on this voting methodology, please see www.ejproxy.com.

Unless the client specifically "opts out", Chicago Clearing Corporation ("CCC") has been engaged to provide class action litigation monitoring and securities claim filing services on their behalf. CCC handles the filings from start to finish and charges a contingency fee of 15%, which is subtracted at the time of payment from the client's portion of the litigation payout.

ITEM 18 - FINANCIAL INFORMATION

Registered investment advisers are required in this Item to provide you with certain financial information or disclosures about Sendero's financial condition.

Sendero has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients and has not been the subject of any bankruptcy proceedings.