

# Prospectus

April 28, 2017

<b>GLOBAL OPPORTUNITIES FUND</b>	
Retail Class	FLFGX
Adviser Class	GBPAX
Institutional Class	GBPIX
<b>AGGRESSIVE GROWTH FUND</b>	
Retail Class	FLAGX
Adviser Class	AGHAX
Institutional Class	AGHIX
<b>DIVIDEND OPPORTUNITIES FUND</b>	
Retail Class	FLDOX
Adviser Class	DVOAX
Institutional Class	DVOIX
<b>DYNAMIC GROWTH FUND</b>	
Retail Class	FLDGX
Adviser Class	DYGAX
Institutional Class	DYGIX
<b>QUANTEX FUND</b>	
Retail Class	FLCGX
Adviser Class	QNTAX
Institutional Class	QNTIX
<b>BALANCED FUND</b>	
Retail Class	FLDFX
Adviser Class	BLNAX
Institutional Class	BLNIX
<b>MUIRFIELD FUND</b>	
Retail Class	FLMFx
Adviser Class	FLMAX
Institutional Class	FLMIX
<b>SPECTRUM FUND</b>	
Retail Class	FLSPX
Adviser Class	SRUAX
Institutional Class	SRUIX
<b>INFRASTRUCTURE FUND</b>	
(formerly known as Miller/Howard Infrastructure Fund)	
Retail Class	FLRUX
Adviser Class	IFAAX
Institutional Class	IFAIX
<b>TOTAL RETURN BOND FUND</b>	
Retail Class	FLBDX
Adviser Class	BNDAX
Institutional Class	BNDIX
<b>PRIME MONEY MARKET FUND</b>	
Retail Class	FFMXX

The Securities and Exchange Commission has not approved or disapproved these securities or passed upon the adequacy of this Prospectus. Any representation to the contrary is a criminal offense.

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# GLOBAL OPPORTUNITIES FUND

## INVESTMENT OBJECTIVE

The investment objective of the Fund is to provide long-term capital appreciation.

## FEES AND EXPENSES OF THE FUND

This table describes the fees and expenses that you may pay if you buy and hold shares of the Fund.

### Annual Fund Operating Expenses

(expenses that you pay each year as a percentage of the value of your investment)

	RETAIL CLASS	ADVISER CLASS	INSTITUTIONAL CLASS
Management Fees	0.75%	0.75%	0.75%
Distribution/Service (12b-1) Fees	0.21%	None	None
Other Expenses	0.58%	0.62%	0.46%
Acquired Fund Fees and Expenses <sup>1</sup>	0.10%	0.10%	0.10%
Total Annual Fund Operating Expenses	1.64%	1.47%	1.31%

<sup>1</sup> Acquired fund fees and expenses are not reflected in the Financial Highlights or audited financial statements.

### Example

This example is intended to help you compare the cost of investing in the Fund with the cost of investing in other mutual funds. The example assumes that you invest \$10,000 in the Fund for the time periods indicated and then redeem all of your shares at the end of those periods. The example also assumes that your investment has a 5% return each year and that the Fund's operating expenses remain the same. Although your actual costs may be higher or lower, based on these assumptions, your cost of investing in the Fund would be:

	1 Year	3 Years	5 Years	10 Years
Retail	\$167	\$517	\$892	\$1,944
Adviser	\$150	\$465	\$803	\$1,757
Institutional	\$133	\$415	\$718	\$1,579

## PORTFOLIO TURNOVER

The Fund pays transaction costs, such as commissions, when it buys and sells securities (or "turns over" its portfolio). A higher portfolio turnover rate may indicate higher transaction costs and may result in higher taxes when Fund shares are held in a taxable account. These costs, which are not reflected in annual fund operating expenses or in the example, affect the Fund's performance. During the most recent fiscal year, the Fund's portfolio turnover rate was 169% of the average value of its portfolio.

## PRINCIPAL INVESTMENT STRATEGIES

The Fund pursues its investment objective by investing primarily in common and preferred stocks. The Fund also invests in equity investment companies ("underlying funds"), which include domestic and foreign mutual funds, as well as in exchange traded funds ("ETFs"), closed-end funds, and unit investment trusts. The Fund may also invest in index funds and index-based investments. Additionally, the Fund may invest directly in derivatives, such as options and futures contracts, or in underlying funds investing in futures contracts and options on futures contracts. These investments may be used, for example, in an effort to earn extra income, to provide adequate liquidity, to adjust exposure to individual securities or markets, to protect all or a portion of the Fund's portfolio from a decline in value, or to maintain a fully-invested position in equity securities.

Other than as provided for below, the Fund is fully invested in the equity market at all times and holds a fixed allocation across six distinct investment categories. The mix of investments selected to represent each investment category is variable and actively managed by utilizing the Adviser's quantitative models and by employing a strategic investment selection process. Under normal circumstances, the Fund will invest at least 40% of its net assets in holdings outside the United States, representing at least three different countries. The current target allocation is as follows: 40-55% international holdings, 20-25% domestic large cap holdings, 10-15% domestic mid cap holdings, 5-10% domestic small cap holdings, 5-10% real estate holdings, and 5-10% commodities holdings. Because these are target investment allocations, the actual allocations of the Fund's assets may deviate from the target percentages.

When selecting investments for the Fund, the Adviser continually evaluates style, market capitalization, sector rotation, and international positions, by utilizing a series of quantitative models to perform fundamental and technical analysis, in order to identify opportunities that have the best attributes for outperformance. Fundamental analysis, as performed by the Adviser, primarily involves using quantitative models to assess a company and its business environment, management, balance sheet, income statement, anticipated earnings and dividends, and other related measures of value.

Technical analysis, as performed by the Adviser, primarily involves using quantitative models to analyze the absolute and relative movement of a company's stock in an effort to ascertain the probabilities for future price change, based on market factors.

As a defensive tactic, the Fund may invest up to 20% of its assets in investment grade fixed income securities of any maturity.

Other than as set forth in the Statement of Additional Information ("SAI"), the investment policies and limitations of the Fund are not fundamental and may be changed by the Board without shareholder approval.

## PRINCIPAL RISKS

All investments carry a certain amount of risk and the Fund cannot guarantee that it will achieve its investment objective. An investment in the Fund is not a deposit or obligation of any bank, is not endorsed or guaranteed by any bank, and is not insured by the Federal Deposit Insurance Corporation (FDIC) or any other government agency. Loss of money is a risk of investing in a mutual fund.

*Closed-end Fund Risk.* The value of the shares of a closed-end fund may be higher or lower than the value of the portfolio securities held by the closed-end fund. Closed-end investment funds may trade infrequently and with small volume, which may make it difficult for the Fund to buy and sell shares. Also, the market price of closed-end investment companies tends to rise more in response to buying demand and fall more in response to selling pressure than is the case with larger capitalization companies.

*Commodities Risk.* The Fund may invest in commodities or in underlying funds that invest in commodities. Indirectly investing in the commodities markets may subject the Fund to greater volatility than investments in traditional securities. Commodity prices are influenced by unfavorable weather, animal and plant disease, geologic and environmental factors, as well as international economic, political and regulatory developments such as tariffs, embargoes or burdensome production rules and restrictions.

*Cybersecurity Risk.* Cybersecurity breaches may allow an unauthorized party to gain access to Fund assets, customer data, or proprietary information, or cause the Fund and/or its service providers to suffer data corruption or lose operational functionality.

*Derivatives Risk.* The Fund buys equity index futures in connection with its investment strategies to equitize cash positions in the portfolio. Although the futures transactions are intended to provide exposure to a broad based underlying index, there are additional risks associated with these

contracts that may be greater than investments in the underlying assets, including liquidity risk, leverage risk, and counterparty risk. Changes in the value of a derivative may not correlate perfectly with the underlying index the adviser seeks to track and there may be times when there is no liquid secondary market for these instruments. All transactions in futures involve the possible risk of loss and the fund could lose more than the initial amount invested.

*Exchange Traded Fund and Index Fund Risk.* The ETFs and index funds will not be able to replicate exactly the performance of the indices they track because the total return generated by the securities will be reduced by transaction costs incurred in adjusting the actual balance of the securities. In addition, the ETFs and index funds will incur expenses not incurred by their applicable indices. Certain securities comprising the indices tracked by the ETFs may, from time to time, temporarily be unavailable, which may further impede the ability of the ETFs and index funds to track their applicable indices. The Fund also will incur brokerage costs when it purchases ETFs. An ETF may trade at a discount to its net asset value.

*Foreign Investment Risk.* Investments in foreign countries present additional components of risk; including economic, political, legal and regulatory differences compared to domestic investments. Additionally, foreign currency fluctuations may affect the value of foreign investments.

*Investment Company Risk.* Because the Fund may invest in underlying funds, the value of your investment also will fluctuate in response to the performance of the underlying funds. In addition, you will indirectly bear fees and expenses charged by the underlying investment companies in which the Fund invests in addition to the Fund's direct fees and expenses. You also may receive taxable capital gains distributions to a greater extent than would be the case if you invested directly in the underlying funds.

*Liquidity Risk.* Reduced liquidity affecting an individual security or an entire market may have an adverse impact on market price and the Fund's ability to sell particular securities when necessary to meet the Fund's liquidity needs or in response to a specific economic event.

*Market Capitalization Risk.* A portion of the Fund's assets will be allocated to mid and small capitalization investments, which presents additional risk. Investments in these capitalization ranges may be more sensitive to events and conditions that affect the stock market or other individual issuers.

*Model and Data Risk.* Given the complexity of the investments and strategies of the Fund, the Adviser relies on quantitative models and information and data supplied by third parties ("Models and Data"). These Models and Data are used to

construct sets of transactions and investments, to provide risk management insights, and to assist in hedging the Fund's investment risks.

When Models and Data prove to be incorrect or incomplete, any decisions made in reliance thereon expose the Fund to potential risks. Similarly, any hedging based on faulty Models and Data may prove to be unsuccessful. Many of the models used by the Adviser for the Fund are predictive in nature. The use of predictive models has inherent risks. Because predictive models are usually constructed based on historical data supplied by third parties, the success of relying on such models may depend heavily on the accuracy and reliability of the supplied historical data. The Fund bears the risk that the quantitative models used by the Adviser will not be successful in selecting companies for investment or in determining the weighting of investment positions that will enable the Fund to achieve its investment objective.

Momentum Style Risk. Investing in or having exposure to securities with positive momentum entails investing in securities that have had positive recent relative performance. These securities may be more volatile than a broad cross-section of securities. In addition, there may be periods during which the investment performance of the Fund while using a momentum strategy may suffer.

Real Estate Risk. The Fund may invest in real estate investment trusts ("REITs") or in underlying funds that invest in real estate, including REITs. REIT share prices may decline because of adverse developments affecting the real estate industry and real property values. In general, real estate values can be affected by a variety of factors, including supply and demand for properties, the economic health of the country or of different regions, and the strength of specific industries that rent properties. Qualification as a REIT under the Internal Revenue Code of 1986, as amended (the "Code"), in any particular year is a complex analysis that depends on a number of factors. There can be no assurance that the entities in which the Fund invests with the expectation that they will be taxed as a REIT will qualify as a REIT. An entity that fails to qualify as a REIT would be subject to a corporate level tax, would not be entitled to a deduction for dividends paid to its shareholders and would not pass through to its shareholders the character of income earned by the entity.

Sector Risk. The underlying investments in the Funds may invest in specific sectors of the stock market. Investing in specific market sectors presents additional components of risk. The performance of sector specific investments is largely dependent on the industry's performance which may be different than the overall stock market. As a result, if a Fund is heavily concentrated in a specific sector, then that particular sector could significantly impact the return of the Fund.

Stock Market Risk. Because the Fund holds equity investments, it will fluctuate in value due to changes in general economic conditions and/or changes in the conditions of individual issuers.

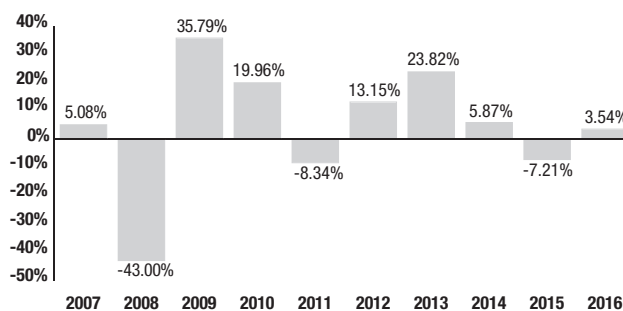
Turnover Risk. The Fund may actively trade portfolio securities to achieve its principal investment strategies, and can be driven by changes in our quantitative investment models. A high rate of portfolio turnover involves correspondingly high transaction costs, which may adversely affect the Fund's performance over time and may generate more taxable short-term gains for shareholders.

Value Style Risk. Investing in or having exposure to "value" stocks presents the risk that the stocks may never reach what the Adviser believes are their full market values, either because the market fails to recognize what the Adviser considers to be the companies' true business values or because the Adviser misjudged those values. In addition, there may be periods during which the investment performance of the Fund while using a value strategy may suffer.

## PERFORMANCE

The following bar chart and table illustrate how the Fund's performance for its Retail Class shares has varied from year to year. The bar chart shows the variability of the Fund's annual total returns over time, and shows that Fund performance can change from year to year. The table shows the Fund's average annual total returns for certain time periods compared to the returns of a broad-based securities index. The bar chart and table provide some indication of the risks of investing in the Fund. Of course, the Fund's past performance is not necessarily an indication of its future performance. Updated performance information is available by visiting [www.meederfunds.com](http://www.meederfunds.com).

### Annual Total Returns as of 12/31/16



**Best Quarter:** 2nd Qtr. 2009 20.22%  
**Worst Quarter:** 4th Qtr. 2008 -26.91%

## Average Annual Total Returns as of 12/31/16

After-tax returns are calculated using the highest historical individual federal marginal income tax rates and do not reflect the impact of state and local taxes. Actual after-tax returns depend on a shareholder's particular tax situation and may differ from those shown. After-tax returns are not relevant for shareholders who hold Fund shares through tax-deferred arrangements, such as 401(k) plans or individual retirement accounts, or to shares held by non-taxable entities.

	Inception Date	1 Year	5 Years	10 Years
<b>Global Opportunities Fund Return Before Taxes – Retail Class</b>	<b>01/31/06</b>	<b>3.54%</b>	<b>7.34%</b>	<b>2.45%</b>
<b>Global Opportunities Fund Return After Taxes on Distributions – Retail Class</b>		<b>3.07%</b>	<b>5.62%</b>	<b>1.44%</b>
<b>Global Opportunities Fund Return After Taxes on Distributions and Sale of Fund Shares – Retail Class</b>		<b>2.13%</b>	<b>5.45%</b>	<b>1.66%</b>
MSCI ACWI (Reflects No Deduction for Fees, Expenses or Taxes) <sup>2</sup>		7.86%	9.36%	3.56%
Blended Index (Reflects No Deduction for Fees, Expenses or Taxes) <sup>3</sup>		9.58%	8.42%	3.68%

<sup>2</sup> The MSCI ACWI Index is the broad-based securities market index for the Fund. The MSCI ACWI Index represents and captures large and mid-cap representation across 23 Developed Markets and 23 Emerging Markets countries.

<sup>3</sup> The Blended Index is comprised of 34% MSCI EAFE Index, 22% S&P 500 Index, 12% S&P MidCap 400 Index, 11% MSCI Emerging Markets Index, 7% Russell 2000 Index, 7% Dow Jones US Select REIT Index, and 7% S&P GSCI Total Return Index.

## PORTFOLIO MANAGEMENT

### Investment Adviser

Meeder Asset Management, Inc.

### Investment Team

Robert S. Meeder, Jr., Portfolio Manager since 1/2006

Dale W. Smith, Portfolio Manager since 1/2006

Clinton Brewer, Portfolio Manager since 6/2008

Jonathan Tremmel, Assistant Portfolio Manager since 12/2014

David Turner, Assistant Portfolio Manager since 1/2017

For additional information about the purchase and sale of Fund shares, tax information and financial intermediary compensation, please turn to **Important Information Regarding Fund Shares** on page 47 of this Prospectus.

# AGGRESSIVE GROWTH FUND

## INVESTMENT OBJECTIVE

The investment objective of the Fund is to provide long-term capital appreciation.

## FEES AND EXPENSES OF THE FUND

This table describes the fees and expenses that you may pay if you buy and hold shares of the Fund.

### Annual Fund Operating Expenses

(expenses that you pay each year as a percentage of the value of your investment)

	RETAIL CLASS	ADVISER CLASS	INSTITUTIONAL CLASS
Management Fees	0.75%	0.75%	0.75%
Distribution/Service (12b-1) Fees	0.25%	None	None
Other Expenses	0.63%	0.69%	0.53%
Acquired Fund Fees and Expenses <sup>1</sup>	0.02%	0.02%	0.02%
Total Annual Fund Operating Expenses	1.65%	1.46%	1.30%

<sup>1</sup> Acquired fund fees and expenses are not reflected in the Financial Highlights or audited financial statements.

### Example

This example is intended to help you compare the cost of investing in the Fund with the cost of investing in other mutual funds. The example assumes that you invest \$10,000 in the Fund for the time periods indicated and then redeem all of your shares at the end of those periods. The example also assumes that your investment has a 5% return each year and that the Fund's operating expenses remain the same. Although your actual costs may be higher or lower, based on these assumptions, your cost of investing in the Fund would be:

	1 Year	3 Years	5 Years	10 Years
Retail	\$168	\$520	\$897	\$1,955
Adviser	\$149	\$462	\$797	\$1,746
Institutional	\$132	\$412	\$713	\$1,568

## PORTFOLIO TURNOVER

The Fund pays transaction costs, such as commissions, when it buys and sells securities (or "turns over" its portfolio). A higher portfolio turnover rate may indicate higher transaction costs and may result in higher taxes when Fund shares are held in a taxable account. These costs, which are not reflected in annual fund operating expenses or in the example, affect the Fund's performance. During the most recent fiscal year, the Fund's portfolio turnover rate was 361% of the average value of its portfolio.

## PRINCIPAL INVESTMENT STRATEGIES

Under normal circumstances, the Fund pursues its investment objective by investing primarily in common stocks of small and mid-cap companies, which generally have market capitalizations within the range of companies comprising the Russell 2500 Index. The Fund also invests in equity investment companies ("underlying funds"), which include domestic and foreign mutual funds, as well as in exchange traded funds ("ETFs"), closed-end funds, and unit investment trusts. Guided by the Adviser's quantitative models, the Adviser uses an aggressive growth strategy in choosing the Fund's investments, which include smaller or newer companies that are more likely to grow, but also more likely to suffer more significant losses compared to larger or more established companies. The Fund also invests in fixed income securities. In addition, the Fund may invest directly in derivatives, such as options and futures contracts, or in underlying funds investing in futures contracts and options on futures contracts. These investments may be used, for example, in an effort to earn extra income, to provide adequate liquidity, to adjust exposure to individual securities or markets, to protect all or a portion of the Fund's portfolio from a decline in value, or to maintain a fully-invested position in equity securities. The Fund may also invest in index funds and index-based investments.

Under normal circumstances, the Fund will have a minimum of 80% and a maximum of 95% of its assets invested in equity securities or underlying funds investing in equity securities. For the equity portion of the portfolio, the Fund may select investments without limitation to market capitalization range or sectors. Under normal circumstances, the fund will invest 10% to 40% of its assets in international equity securities or underlying funds primarily investing in international equities, including companies that conduct their principal business activities in emerging markets.

When selecting investments for the Fund, the Adviser continually evaluates style, market capitalization, sector rotation, and international positions, by utilizing a series of quantitative models to perform fundamental and technical analysis, in order to identify opportunities that have the best attributes for outperformance. Fundamental analysis, as performed by the Adviser, primarily involves using quantitative

models to assess a company and its business environment, management, balance sheet, income statement, anticipated earnings and dividends, and other related measures of value. Technical analysis, as performed by the Adviser, primarily involves using quantitative models to analyze the absolute and relative movement of a company's stock in an effort to ascertain the probabilities for future price change, based on market factors.

Under normal circumstances, the Fund will also have a minimum of 5% and a maximum of 20% of its assets in fixed-income securities of any maturity and of any credit rating (including unrated and high yield fixed income securities) and cash equivalent securities. The Fund may also invest in underlying fixed income funds that invest in domestic and foreign fixed-income securities, ETFs, closed-end funds, and unit investment trusts.

The Fund addresses asset allocation decisions by adjusting the mix of stocks, bonds, and cash in the Fund within the parameters described above. When the Adviser's quantitative models and evaluation indicate that the risks of the stock market may be greater than the potential rewards, the Fund may reduce its position in underlying equity securities and underlying equity funds in order to attempt to reduce the risk of loss of capital.

The following table shows the Fund's asset allocation ranges:

<b>EQUITY</b>	Total	80 - 95%
	U.S.	55 - 85%
	International	10 - 40%
<b>FIXED INCOME</b>	Total	5 - 20%
	Bond	5 - 20%
	Cash and Cash Equivalents	0 - 15%

Other than as set forth in the SAI, the investment policies and limitations of the Fund are not fundamental and may be changed by the Board without shareholder approval.

## PRINCIPAL RISKS

All investments carry a certain amount of risk and the Fund cannot guarantee that it will achieve its investment objective. An investment in the Fund is not a deposit or obligation of any bank, is not endorsed or guaranteed by any bank, and is not insured by the Federal Deposit Insurance Corporation (FDIC) or any other government agency. Loss of money is a risk of investing in a mutual fund.

Aggressive Growth Stock Risk. Investments in smaller or newer growth companies can be both more volatile and more speculative. The prices of growth stocks are based largely on projections of the issuer's future earnings and revenues. If a company's earnings or revenues fall short of expectations, its stock price may fall dramatically.

Closed-end Fund Risk. The value of the shares of a closed-end fund may be higher or lower than the value of the portfolio securities held by the closed-end fund. Closed-end investment funds may trade infrequently and with small volume, which may make it difficult for the Fund to buy and sell shares. Also, the market price of closed-end investment companies tends to rise more in response to buying demand and fall more in response to selling pressure than is the case with larger capitalization companies.

Credit Risk. Investments in bonds and other fixed income securities involve certain risks. An issuer of a fixed income security may not be able to make interest and principal payments when due. Such default could result in losses to the Fund. In addition, the credit quality of securities held by the Fund may be lowered if an issuer's financial condition changes.

Cybersecurity Risk. Cybersecurity breaches may allow an unauthorized party to gain access to Fund assets, customer data, or proprietary information, or cause the Fund and/or its service providers to suffer data corruption or lose operational functionality.

Derivatives Risk. The Fund buys equity index futures in connection with its investment strategies to equitize cash positions in the portfolio. Although the futures transactions are intended to provide exposure to a broad based underlying index, there are additional risks associated with these contracts that may be greater than investments in the underlying assets, including liquidity risk, leverage risk, and counterparty risk. Changes in the value of a derivative may not correlate perfectly with the underlying index the adviser seeks to track and there may be times when there is no liquid secondary market for these instruments. All transactions in futures involve the possible risk of loss and the fund could lose more than the initial amount invested.

Exchange Traded Fund and Index Fund Risk. The ETFs and index funds will not be able to replicate exactly the performance of the indices they track because the total return generated by the securities will be reduced by transaction costs incurred in adjusting the actual balance of the securities. In addition, the ETFs and index funds will incur expenses not incurred by their applicable indices. Certain securities comprising the indices tracked by the ETFs may, from time to time, temporarily be unavailable, which may further impede the ability of the ETFs and index funds to track their applicable indices. The Fund also will incur brokerage costs when it purchases ETFs. An ETF may trade at a discount to its net asset value.



Fixed Income Risk. The Fund may invest in fixed income securities. These securities will increase or decrease in value based on changes in interest rates. If rates increase, the value of the Fund's fixed income investments generally decline. On the other hand, if rates fall, the value of the fixed income investments generally increases. Your investment will decline in value if the value of the Fund's investments decreases. The market value of debt securities (including U.S. Government securities) with longer maturities are likely to respond to a greater degree to changes in interest rates than the market value of debt securities with shorter maturities.

Foreign Investment Risk. Investments in foreign countries present additional components of risk; including economic, political, legal and regulatory differences compared to domestic investments. Additionally, foreign currency fluctuations may affect the value of foreign investments.

High Yield Risk. The Fund may purchase fixed income securities rated below the investment grade category (non-investment grade bond, speculative grade or junk bond). Securities in this rating category are speculative. Changes in economic conditions or other circumstances may have a greater effect on the ability of issuers of these securities to make principal and interest payments than they do on issuers of higher grade securities.

Investment Company Risk. Because the Fund may invest in underlying funds, the value of your investment also will fluctuate in response to the performance of the underlying funds. In addition, you will indirectly bear fees and expenses charged by the underlying investment companies in which the Fund invests in addition to the Fund's direct fees and expenses. You also may receive taxable capital gains distributions to a greater extent than would be the case if you invested directly in the underlying funds.

Liquidity Risk. Reduced liquidity affecting an individual security or an entire market may have an adverse impact on market price and the Fund's ability to sell particular securities when necessary to meet the Fund's liquidity needs or in response to a specific economic event.

Market Capitalization Risk. The Fund may hold mid- and small-capitalization investments, which presents additional risk. Investments in these capitalization ranges may be more sensitive to events and conditions that affect the stock market or that affect individual issuers.

Model and Data Risk. Given the complexity of the investments and strategies of the Fund, the Adviser relies on quantitative models and information and data supplied by third parties ("Models and Data"). These Models and Data are used to construct sets of transactions and investments, to provide risk management insights, and to assist in hedging the Fund's investment risks.

When Models and Data prove to be incorrect or incomplete, any decisions made in reliance thereon expose the Fund to potential risks. Similarly, any hedging based on faulty Models and Data may prove to be unsuccessful. Many of the models used by the Adviser for the Fund are predictive in nature. The use of predictive models has inherent risks. Because predictive models are usually constructed based on historical data supplied by third parties, the success of relying on such models may depend heavily on the accuracy and reliability of the supplied historical data. The Fund bears the risk that the quantitative models used by the Adviser will not be successful in selecting companies for investment or in determining the weighting of investment positions that will enable the Fund to achieve its investment objective.

Momentum Style Risk. Investing in or having exposure to securities with positive momentum entails investing in securities that have had positive recent relative performance. These securities may be more volatile than a broad cross-section of securities. In addition, there may be periods during which the investment performance of the Fund while using a momentum strategy may suffer.

Stock Market Risk. Because the Fund holds equity investments, it will fluctuate in value due to changes in general economic conditions and/or changes in the conditions of individual issuers.

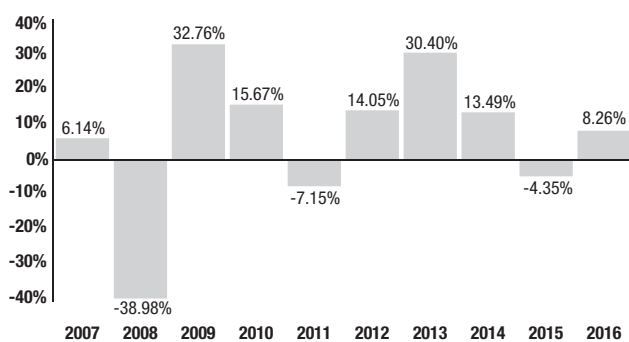
Turnover Risk. The Fund may actively trade portfolio securities to achieve its principal investment strategies, and can be driven by changes in our quantitative investment models. A high rate of portfolio turnover involves correspondingly high transaction costs, which may adversely affect the Fund's performance over time and may generate more taxable short-term gains for shareholders.

Value Style Risk. Investing in or having exposure to "value" stocks presents the risk that the stocks may never reach what the Adviser believes are their full market values, either because the market fails to recognize what the Adviser considers to be the companies' true business values or because the Adviser misjudged those values. In addition, there may be periods during which the investment performance of the Fund while using a value strategy may suffer.

## PERFORMANCE

The following bar chart and table illustrate how the Fund's performance for its Retail Class shares has varied from year to year. The bar chart shows the variability of the Fund's annual total returns over time, and shows that Fund performance can change from year to year. The table shows the Fund's average annual total returns for certain time periods compared to the returns of a broad-based securities index. The bar chart and table provide some indication of the risks of investing in the Fund. Of course, the Fund's past performance is not necessarily an indication of its future performance. Updated performance information is available by visiting [www.meederfunds.com](http://www.meederfunds.com).

### Annual Total Returns as of 12/31/16



**Best Quarter: 2nd Qtr. 2009 18.70%**

**Worst Quarter: 4th Qtr. 2008 -21.42%**

### Average Annual Total Returns as of 12/31/16

After-tax returns are calculated using the highest historical individual federal marginal income tax rates and do not reflect the impact of state and local taxes. Actual after-tax returns depend on a shareholder's particular tax situation and may differ from those shown. After-tax returns are not relevant for shareholders who hold Fund shares through tax-deferred arrangements, such as 401(k) plans or individual retirement accounts, or to shares held by non-taxable entities.

	Inception Date	1 Year	5 Years	10 Years
<b>Aggressive Growth Fund Return Before Taxes – Retail Class</b>	<b>02/29/00</b>	<b>8.26%</b>	<b>11.82%</b>	<b>4.90%</b>
<b>Aggressive Growth Fund Return After Taxes on Distributions – Retail Class</b>		<b>7.86%</b>	<b>10.34%</b>	<b>4.15%</b>
<b>Aggressive Growth Fund Return After Taxes on Distributions and Sale of Fund Shares – Retail Class</b>		<b>4.97%</b>	<b>9.24%</b>	<b>3.76%</b>
Russell 2500 Index (Reflects No Deduction For Fees, Expenses or Taxes) <sup>2</sup>		17.59%	14.54%	7.69%
The S&P 500 Index (Reflects No Deduction For Fees, Expenses or Taxes) <sup>3</sup>		11.96%	14.66%	6.95%
Blended Index (Reflects No Deduction For Fees, Expenses or Taxes) <sup>4</sup>		14.44%	12.67%	6.62%

<sup>2</sup> Since September 6, 2016, the Russell 2500 Index is the broad-based securities market index for the Fund. The Russell 2500 Index provides a better representation of the average composition of that Fund since that date.

<sup>3</sup> From the inception date of the Fund until September 5, 2016, the S&P 500 Index was used as the broad-based securities market index for the Fund.

<sup>4</sup> The Blended Index is comprised of 70% Russell 2500 Index, 25% MSCI ACWI ex USA Index, and 5% Bloomberg Barclays US Aggregate Bond Index.

## **PORTFOLIO MANAGEMENT**

### **Investment Adviser**

Meeder Asset Management, Inc.

### **Investment Team**

Robert S. Meeder, Jr., Portfolio Manager since 2/2000

Dale W. Smith, Portfolio Manager since 8/2005

Clinton Brewer, Portfolio Manager since 6/2008

Jonathan Tremmel, Assistant Portfolio Manager since 12/2014

David Turner, Assistant Portfolio Manager since 1/2017

For additional information about the purchase and sale of Fund shares, tax information and financial intermediary compensation, please turn to **Important Information Regarding Fund Shares** on page 47 of this Prospectus.

# DIVIDEND OPPORTUNITIES FUND

## INVESTMENT OBJECTIVE

The investment objective of the Fund is to provide total return, including capital appreciation, and current income.

## FEES AND EXPENSES OF THE FUND

This table describes the fees and expenses that you may pay if you buy and hold shares of the Fund.

### Annual Fund Operating Expenses

(expenses that you pay each year as a percentage of the value of your investment)

	RETAIL CLASS	ADVISER CLASS	INSITUTIONAL CLASS
Management Fees	0.75%	0.75%	0.75%
Distribution (12b-1) Fees	0.25%	None	None
Other Expenses	0.77%	0.63%	0.49%
Acquired Fund Fees and Expenses <sup>1</sup>	0.02%	0.02%	0.02%
Total Annual Fund Operating Expenses	1.79%	1.40%	1.26%

<sup>1</sup> Acquired fund fees and expenses are not reflected in the Financial Highlights or audited financial statements.

### Example

This example is intended to help you compare the cost of investing in the Fund with the cost of investing in other mutual funds. The example assumes that you invest \$10,000 in the Fund for the time periods indicated and then redeem all of your shares at the end of those periods. The expenses would be the same if you chose not to sell your shares at the end of the time period. The example also assumes that your investment has a 5% return each year and that the Fund's operating expenses remain the same. Although your actual costs may be higher or lower, based on these assumptions, your cost of investing in the Fund would be:

	1 Year	3 Years	5 Years	10 Years
Retail	\$182	\$563	\$970	\$2,105
Adviser	\$143	\$443	\$766	\$1,680
Institutional	\$128	\$400	\$692	\$1,523

## PORTFOLIO TURNOVER

The Fund pays transaction costs, such as commissions, when it buys and sells securities (or "turns over" its portfolio). A higher portfolio turnover rate may indicate higher transaction costs and may result in higher taxes when Fund shares are held in a taxable account. These costs, which are not reflected in annual fund operating expenses or in the example, affect the Fund's performance. During the most recent period ending December 31, 2015, the Fund's portfolio turnover rate was 250% of the average value of its portfolio.

## PRINCIPAL INVESTMENT STRATEGIES

The Fund intends to pursue its investment objective by investing primarily in common and preferred stocks. The Fund may also invest in equity investment companies ("underlying funds"), which include foreign and domestic mutual funds, as well as in exchange traded funds ("ETFs"), closed-end funds, unit investment trusts, Master Limited Partnerships ("MLPs"), and Real Estate Investment Trusts ("REITs"). An MLP is a limited partnership that is publicly traded on an exchange. It combines the tax benefits of a limited partnership with the liquidity of publicly traded securities. Under normal market conditions, the Fund intends to invest at least 80% of its net assets (plus borrowing for investment purposes, if any) in dividend-paying equity securities. With respect to the 80% investment in dividend-paying equity securities, the Fund will look through to the investments made by the underlying funds. Additionally, the Fund may invest up to 20% of its net assets in debt securities of any maturity and of any credit rating, including securities that, at the time of purchase, are rated below investment grade or are unrated but determined to be of comparable quality (commonly referred to as "high yield securities" or "junk bonds"). The Fund may also invest in index funds and index-based investments.

The Fund may invest directly in derivatives, such as options and futures contracts, or in underlying funds investing in futures contracts and options on futures contracts. These investments may be used, for example, in an effort to earn extra income, to provide adequate liquidity, to adjust exposure to individual securities or markets, to protect all or a portion of the Fund's portfolio from a decline in value, or to maintain a fully-invested position in equity securities.

When selecting investments for the Fund, Meeder Asset Management, Inc. (“Adviser”) primarily utilizes a series of quantitative models to perform fundamental and technical analysis, in order to identify opportunities that have the best attributes for outperformance. Fundamental analysis, as performed by the Adviser, primarily involves using quantitative models to assess a company and its business environment, management, balance sheet, income statement, anticipated earnings and dividends, and other related measures of value. Technical analysis, as performed by the Adviser, primarily involves using quantitative models to analyze the absolute and relative movement of a company’s stock in an effort to ascertain the probabilities for future price change, based on market factors.

Relying primarily on the Adviser’s quantitative models, the Fund may invest in value- or growth-oriented investments (including specific sectors) and may focus on stocks or underlying funds investing in stocks that are newer and/or smaller capitalization companies. There are no investment limitations on market capitalization range or geographic regions in which the Fund may invest.

The investment strategies described above are not fundamental and may be changed by the Board of Trustees (“Board”) without shareholder approval upon 60 days’ written notice to shareholders.

## PRINCIPAL RISKS

All investments carry a certain amount of risk and the Fund cannot guarantee that it will achieve its investment objective. An investment in the Fund is not a deposit or obligation of any bank, is not endorsed or guaranteed by any bank, and is not insured by the Federal Deposit Insurance Corporation (FDIC) or any other government agency. Loss of money is a risk of investing in a mutual fund. The following provides a summary of the Principal Risks of investing in the Fund:

*Closed-end Fund Risk.* The value of the shares of a closed-end fund may be higher or lower than the value of the portfolio securities held by the closed-end fund. Closed-end investment funds may trade infrequently and with small volume, which may make it difficult for the Fund to buy and sell shares. Also, the market price of closed-end investment companies tends to rise more in response to buying demand and fall more in response to selling pressure than is the case with larger capitalization companies.

*Credit Risk.* An issuer of a fixed income security may not be able to make interest and principal payments when due. Such default could result in losses to the Fund. In addition, the credit quality of securities held by the Fund may be lowered if an issuer’s financial condition changes, likely resulting in a decline in value of the securities.

*Cybersecurity Risk.* Cybersecurity breaches may allow an unauthorized party to gain access to Fund assets, customer data, or proprietary information, or cause the Fund and/or its service providers to suffer data corruption or lose operational functionality.

*Derivatives Risk.* The Fund buys equity index futures in connection with its investment strategies to equitize cash positions in the portfolio. Although the futures transactions are intended to provide exposure to a broad based underlying index, there are additional risks associated with these contracts that may be greater than investments in the underlying assets, including liquidity risk, leverage risk, and counterparty risk. Changes in the value of a derivative may not correlate perfectly with the underlying index the adviser seeks to track and there may be times when there is no liquid secondary market for these instruments. All transactions in futures involve the possible risk of loss and the fund could lose more than the initial amount invested.

*Fixed Income Risk.* Fixed income securities will increase or decrease in value based on changes in interest rates. For example, if interest rates increase, the value of the Fund’s fixed income investments generally declines. The market value of debt securities (including U.S. Government securities) with longer maturities is likely to decline in value to a greater degree based on increases in interest rates, as compared to the market value of debt securities with shorter maturities.

*Foreign Investment Risk.* Investments in foreign countries present additional components of risk, including economic, political, legal and regulatory differences compared to domestic investments. In addition, foreign investing involves less publicly available information, and more volatile or less liquid securities markets. Foreign accounting may be less transparent than U.S. accounting practices and foreign regulation may be inadequate or irregular. Owning foreign securities could cause the Fund’s performance to fluctuate more than if it held only U.S. securities.

*High Yield Risk.* The Fund may purchase fixed income securities rated below the investment grade category (non-investment grade bond speculative grade or junk bond). Securities in this rating category are speculative. Changes in economic conditions or other circumstances may have a greater effect on the ability of issuers of these securities to make principal and interest payments than they do on issuers of higher grade securities.

*Investment Company Risk.* Because the Fund may invest in underlying funds, the value of your investment also will fluctuate in response to the performance of the underlying funds. In addition, you will indirectly bear fees and expenses charged by the underlying investment companies in which the Fund invests in addition to the Fund’s direct fees and expenses.

You also may receive taxable capital gains distributions to a greater extent than would be the case if you invested directly in the underlying funds.

*Liquidity Risk.* Reduced liquidity affecting an individual security or an entire market may have an adverse impact on market price and the Fund's ability to sell particular securities when necessary to meet the Fund's liquidity needs or in response to a specific economic event.

*Market Capitalization Risk.* The Fund may hold mid and small capitalization investments, which present additional risk. Investments in these capitalization ranges may be more sensitive to events and conditions that affect the stock market or that affect the individual issuers.

*Master Limited Partnership.* The Fund may invest in master limited partnerships ("MLPs"). An investment in MLP units involves certain risks which differ from an investment in the securities of a corporation. Holders of MLP units have limited control and voting rights on matters affecting the partnership. There are certain tax risks associated with an investment in MLP units and conflicts of interest exist between common unit holders and the general partner, including those arising from incentive distribution payments. MLPs are subject to risks that are specific to the industry they serve. As a partnership, an MLP has no tax liability at the entity level. If, as a result of a change in current law or a change in an MLP's business, an MLP were treated as a corporation for federal income tax purposes, such MLP would be obligated to pay federal income tax on its income at the corporate tax rate. If an MLP were classified as a corporation for federal income tax purposes, the amount of cash available for distribution by the MLP would be reduced and distributions received by investors would be taxed under federal income tax laws applicable to corporate dividends (as dividend income, return of capital, or capital gain). Therefore, treatment of an MLP as a corporation for federal income tax purposes would result in a reduction in the after-tax return to investors, likely causing a reduction in the value of Fund shares.

*Model and Data Risk.* Given the complexity of the investments and strategies of the Fund, the Adviser relies on quantitative models and information and data supplied by third parties ("Models and Data"). These Models and Data are used to construct sets of transactions and investments, to provide risk management insights, and to assist in hedging the Fund's investment risks.

When Models and Data prove to be incorrect or incomplete, any decisions made in reliance thereon expose the Fund to potential risks. Similarly, any hedging based on faulty Models and Data may prove to be unsuccessful. Many of the models used by the Adviser for the Fund are predictive in nature. The use of predictive models has inherent risks. Because predictive models are usually constructed based on historical

data supplied by third parties, the success of relying on such models may depend heavily on the accuracy and reliability of the supplied historical data. The Fund bears the risk that the quantitative models used by the Adviser will not be successful in selecting companies for investment or in determining the weighting of investment positions that will enable the Fund to achieve its investment objective.

*Real Estate Risk.* The Fund may invest in real estate investment trusts ("REITs") or in underlying funds that invest in real estate, including REITs. REIT share prices may decline because of adverse developments affecting the real estate industry and real property values. In general, real estate values can be affected by a variety of factors, including supply and demand for properties, the economic health of the country or of different regions, and the strength of specific industries that rent properties. Qualification as a REIT under the Internal Revenue Code of 1986, as amended (the "Code"), in any particular year is a complex analysis that depends on a number of factors. There can be no assurance that the entities in which the Fund invests with the expectation that they will be taxed as a REIT will qualify as a REIT. An entity that fails to qualify as a REIT would be subject to a corporate level tax, would not be entitled to a deduction for dividends paid to its shareholders and would not pass through to its shareholders the character of income earned by the entity.

*Sector Risk.* The Fund may invest in specific sectors of the stock market. Investing in specific market sectors presents additional components of risk. The performance of sector specific investments is largely dependent on the industry's performance, which may be different than the overall stock market. As a result, if the Fund is heavily concentrated in a specific sector, then that particular sector could significantly impact the return of the Fund.

*Stock Market Risk.* Because the Fund holds equity investments, it will fluctuate in value due to changes in general economic conditions and/or changes in the conditions of the individual issuers.

*Unit Investment Trust.* An investment in a unit investment trust is subject to market risk, which is the possibility that the market values of securities owned by the trust will decline and the value of trust units may be less than what was paid for them. Unit Investment Trusts are unmanaged and each trust's portfolio is not intended to change during the life of the trust, except in limited circumstances.

*Value Style Risk.* Investing in or having exposure to "value" stocks presents the risk that the stocks may never reach what the Adviser believes are their full market values, either because the market fails to recognize what the Adviser considers to be the companies' true business values or because the Adviser

misjudged those values. In addition, there may be periods during which the investment performance of the Fund while using a value strategy may suffer.

## PERFORMANCE

The following bar chart and table illustrate how the Fund's performance for its Retail Class shares has varied from year to year. The bar chart shows the variability of the Fund's annual total returns over time, and shows that Fund performance can change from year to year. The table shows the Fund's average annual total returns for certain time periods compared to the returns of a broad-based securities index. The bar chart and table provide some indication of the risks of investing in the Fund. Of course, the Fund's past performance is not necessarily an indication of its future performance. Updated performance information is available by visiting [www.meederfunds.com](http://www.meederfunds.com).

### Annual Total Returns as of 12/31/16



**Best Quarter: 3rd Qtr. 2016 4.37%**  
**Worst Quarter: 3rd Qtr. 2015 -7.60%**

### Average Annual Total Returns as of 12/31/16

After-tax returns are calculated using the highest historical individual federal marginal income tax rates and do not reflect the impact of state and local taxes. Actual after-tax returns depend on a shareholder's particular tax situation and may differ from those shown. After-tax returns are not relevant for shareholders who hold Fund shares through tax-deferred arrangements, such as 401(k) plans or individual retirement accounts, or to shares held by non-taxable entities.

	Inception Date	1 Year	5 Years	Since Inception
<b>Dividend Opportunities Fund Return Before Taxes – Retail Class</b>	<b>06/30/15</b>	<b>12.06%</b>	<b>N/A</b>	<b>4.86%</b>
<b>Dividend Opportunities Fund Return After Taxes on Distributions – Retail Class</b>		<b>11.28%</b>	<b>N/A</b>	<b>4.13%</b>
<b>Dividend Opportunities Fund Return After Taxes on Distributions and Sale of Fund Shares – Retail Class</b>		<b>7.25%</b>	<b>N/A</b>	<b>3.51%</b>
The S&P 500 Index (Reflects No Deduction For Fees, Expenses or Taxes)		11.96%	N/A	7.90%
Russell 1000 Value Index (Reflects No Deduction For Fees, Expenses or Taxes)		17.34%	N/A	8.84%

## **PORTFOLIO MANAGEMENT**

### **Investment Adviser**

Meeder Asset Management, Inc.

### **Investment Team**

Robert S. Meeder, Jr., Portfolio Manager since 6/2015

Dale W. Smith, Portfolio Manager since 6/2015

Clinton Brewer, Portfolio Manager since 6/2015

Jonathan Tremmel, Assistant Portfolio Manager since 6/2015

David Turner, Assistant Portfolio Manager since 1/2017

For additional information about the purchase and sale of Fund shares, tax information and financial intermediary compensation, please turn to **Important Information Regarding Fund Shares** on page 47 of this Prospectus.



# DYNAMIC GROWTH FUND

## INVESTMENT OBJECTIVE

The investment objective of the Fund is to provide long-term capital appreciation.

## FEES AND EXPENSES OF THE FUND

This table describes the fees and expenses that you may pay if you buy and hold shares of the Fund.

### Annual Fund Operating Expenses

(expenses that you pay each year as a percentage of the value of your investment)

	RETAIL CLASS	ADVISER CLASS	INSITUTIONAL CLASS
Management Fees	0.75%	0.75%	0.75%
Distribution/Service (12b-1) Fees	0.25%	None	None
Other Expenses	0.56%	0.57%	0.39%
Acquired Fund Fees and Expenses <sup>1</sup>	0.02%	0.02%	0.02%
Total Annual Fund Operating Expenses	1.58%	1.34%	1.16%
Net Fee Waiver <sup>2</sup>	(0.10)%	(0.10)%	(0.10)%
Total Annual Fund Operating Expenses After Fee Waiver	1.48%	1.24%	1.06%

<sup>1</sup> Acquired fund fees and expenses are not reflected in the Financial Highlights or audited financial statements.

<sup>2</sup> The Adviser has contractually agreed to reduce its management fee by 0.10% on the first \$200,000,000 in average daily net assets. The agreement may be terminated by the Adviser after April 30, 2018, unless the contract is renewed. The contractual fee waiver may not be changed or terminated during the time period set forth above.

### Example

This example is intended to help you compare the cost of investing in the Fund with the cost of investing in other mutual funds. The example assumes that you invest \$10,000 in the Fund for the time periods indicated and then redeem all of your shares at the end of those periods. The example also assumes that your investment has a 5% return each year and

that the Fund's operating expenses remain the same. Although your actual costs may be higher or lower, based on these assumptions, your cost of investing in the Fund would be:

	1 Year	3 Years	5 Years	10 Years
Retail	\$151	\$489	\$851	\$1,870
Adviser	\$126	\$415	\$725	\$1,604
Institutional	\$108	\$359	\$629	\$1,400

## PORTFOLIO TURNOVER

The Fund pays transaction costs, such as commissions, when it buys and sells securities (or "turns over" its portfolio). A higher portfolio turnover rate may indicate higher transaction costs and may result in higher taxes when Fund shares are held in a taxable account. These costs, which are not reflected in annual fund operating expenses or in the example, affect the Fund's performance. During the most recent fiscal year, the Fund's portfolio turnover rate was 369% of the average value of its portfolio.

## PRINCIPAL INVESTMENT STRATEGIES

The Fund pursues its investment objective by investing primarily in common and preferred stocks, as well as fixed income securities. The Fund also invests in equity investment companies ("underlying funds"), which include foreign and domestic mutual funds, as well as in exchange traded funds ("ETFs"), closed-end funds, and unit investment trusts. The Fund may invest directly in derivatives, such as options and futures contracts, or in underlying funds investing in futures contracts and options on futures contracts. These investments may be used, for example, in an effort to earn extra income, to provide adequate liquidity, to adjust exposure to individual securities or markets, to protect all or a portion of the Fund's portfolio from a decline in value, or to maintain a fully-invested position in equity securities. The Fund may also invest in index funds and index-based investments.

Under normal circumstances, the Fund will have a minimum of 80% and a maximum of 95% of its assets invested in equity securities or underlying funds investing in equity securities. For the equity portion of the portfolio, the Fund may select investments without limitation to market capitalization range or sectors. Under normal circumstances, the Fund will invest 10% to 40% of its assets in international equity securities or underlying funds primarily investing in international equities, including companies that conduct their principal business activities in emerging markets.

When selecting investments for the Fund, the Adviser continually evaluates style, market capitalization, sector rotation, and international positions, by utilizing a series of quantitative models to perform fundamental and technical analysis, in order to identify opportunities that have the best attributes for outperformance. Fundamental analysis, as performed by the Adviser, primarily involves using quantitative models to assess a company and its business environment, management, balance sheet, income statement, anticipated earnings and dividends, and other related measures of value. Technical analysis, as performed by the Adviser, primarily involves using quantitative models to analyze the absolute and relative movement of a company's stock in an effort to ascertain the probabilities for future price change, based on market factors.

Under normal circumstances, the Fund will also have a minimum of 5% and a maximum of 20% of its assets in fixed-income securities of any maturity and of any credit rating (including unrated and high yield fixed-income securities) and cash equivalent securities. The Fund may also invest in underlying fixed-income funds that invest in domestic and foreign fixed-income securities, ETFs, closed-end funds, and unit investment trusts.

The Fund addresses asset allocation decisions by adjusting the mix of stocks, bonds and cash in the Fund within the parameters described above. When the Adviser's quantitative models and evaluation indicate that the risks of the stock market may be greater than the potential rewards, the Fund may reduce its position in underlying equity securities and underlying equity funds in order to attempt to reduce the risk of loss of capital.

The following table shows the Fund's asset allocation ranges:

<b>EQUITY</b>	Total	80 - 95%
	U.S.	55 - 85%
	International	10 - 40%
<b>FIXED INCOME</b>	Total	5 - 20%
	Bond	5 - 20%
	Cash and Cash Equivalents	0 - 15%

Other than as set forth in the SAI, the investment policies and limitations of the Fund are not fundamental and may be changed by the Board without shareholder approval.

## PRINCIPAL RISKS

All investments carry a certain amount of risk and the Fund cannot guarantee that it will achieve its investment objective. An investment in the Fund is not a deposit or obligation of any

bank, is not endorsed or guaranteed by any bank, and is not insured by the Federal Deposit Insurance Corporation (FDIC) or any other government agency. Loss of money is a risk of investing in a mutual fund.

*Closed-end Fund Risk.* The value of the shares of a closed-end fund may be higher or lower than the value of the portfolio securities held by the closed-end fund. Closed-end investment funds may trade infrequently and with small volume, which may make it difficult for the Fund to buy and sell shares. Also, the market price of closed-end investment companies tends to rise more in response to buying demand and fall more in response to selling pressure than is the case with larger capitalization companies.

*Credit Risk.* Investments in bonds and other fixed income securities involve certain risks. An issuer of a fixed income security may not be able to make interest and principal payments when due. Such default could result in losses to the Fund. In addition, the credit quality of securities held by the Fund may be lowered if an issuer's financial condition changes.

*Cybersecurity Risk.* Cybersecurity breaches may allow an unauthorized party to gain access to Fund assets, customer data, or proprietary information, or cause the Fund and/or its service providers to suffer data corruption or lose operational functionality.

*Derivatives Risk.* The Fund buys equity index futures in connection with its investment strategies to equitize cash positions in the portfolio. Although the futures transactions are intended to provide exposure to a broad based underlying index, there are additional risks associated with these contracts that may be greater than investments in the underlying assets, including liquidity risk, leverage risk, and counterparty risk. Changes in the value of a derivative may not correlate perfectly with the underlying index the adviser seeks to track and there may be times when there is no liquid secondary market for these instruments. All transactions in futures involve the possible risk of loss and the fund could lose more than the initial amount invested.

*Exchange Traded Fund and Index Fund Risk.* The ETFs and index funds will not be able to replicate exactly the performance of the indices they track because the total return generated by the securities will be reduced by transaction costs incurred in adjusting the actual balance of the securities. In addition, the ETFs and index funds will incur expenses not incurred by their applicable indices. Certain securities comprising the indices tracked by the ETFs may, from time to time, temporarily be unavailable, which may further impede the ability of the ETFs and index funds to track their applicable indices. The Fund also will incur brokerage costs when it purchases ETFs. An ETF may trade at a discount to its net asset value.

Fixed Income Risk. The Fund may invest in fixed income securities. These securities will increase or decrease in value based on changes in interest rates. If rates increase, the value of the Fund's fixed income investments generally declines. On the other hand, if rates fall, the value of the fixed income investments generally increases. Your investment will decline in value if the value of the Fund's investments decreases. The market value of debt securities (including U.S. Government securities) with longer maturities are likely to respond to a greater degree to changes in interest rates than the market value of debt securities with shorter maturities.

Foreign Investment Risk. Investments in foreign countries present additional components of risk; including economic, political, legal and regulatory differences compared to domestic investments. Additionally, foreign currency fluctuations may affect the value of foreign investments.

High Yield Risk. The Fund may purchase fixed income securities rated below the investment grade category (non-investment grade bond, speculative grade or junk bond). Securities in this rating category are speculative. Changes in economic conditions or other circumstances may have a greater effect on the ability of issuers of these securities to make principal and interest payments than they do on issuers of higher grade securities.

Investment Company Risk. Because the Fund may invest in underlying funds, the value of your investment also will fluctuate in response to the performance of the underlying funds. In addition, you will indirectly bear fees and expenses charged by the underlying investment companies in which the Fund invests in addition to the Fund's direct fees and expenses. You also may receive taxable capital gains distributions to a greater extent than would be the case if you invested directly in the underlying funds.

Liquidity Risk. Reduced liquidity affecting an individual security or an entire market may have an adverse impact on market price and the Fund's ability to sell particular securities when necessary to meet the Fund's liquidity needs or in response to a specific economic event.

Market Capitalization Risk. The Fund may hold mid- and small-capitalization investments, which presents additional risk. Investments in these capitalization ranges may be more sensitive to events and conditions that affect the stock market or that affect individual issuers.

Model and Data Risk. Given the complexity of the investments and strategies of the Fund, the Adviser relies on quantitative models and information and data supplied by third parties ("Models and Data"). These Models and Data are used to construct sets of transactions and investments, to provide risk management insights, and to assist in hedging the Fund's investment risks.

When Models and Data prove to be incorrect or incomplete, any decisions made in reliance thereon expose the Fund to potential risks. Similarly, any hedging based on faulty Models and Data may prove to be unsuccessful. Many of the models used by the Adviser for the Fund are predictive in nature. The use of predictive models has inherent risks. Because predictive models are usually constructed based on historical data supplied by third parties, the success of relying on such models may depend heavily on the accuracy and reliability of the supplied historical data. The Fund bears the risk that the quantitative models used by the Adviser will not be successful in selecting companies for investment or in determining the weighting of investment positions that will enable the Fund to achieve its investment objective.

Momentum Style Risk. Investing in or having exposure to securities with positive momentum entails investing in securities that have had positive recent relative performance. These securities may be more volatile than a broad cross-section of securities. In addition, there may be periods during which the investment performance of the Fund while using a momentum strategy may suffer.

Stock Market Risk. Because the Fund holds equity investments, it will fluctuate in value due to changes in general economic conditions and/or changes in the conditions of individual issuers.

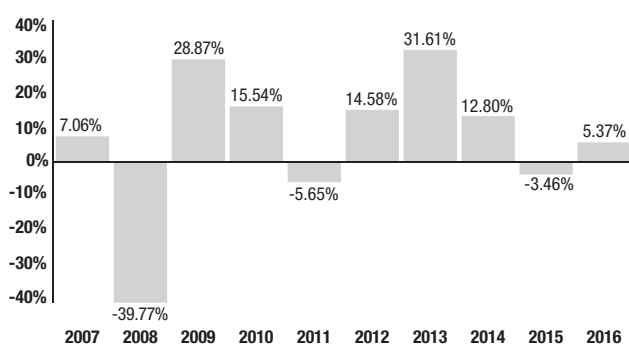
Turnover Risk. The Fund may actively trade portfolio securities to achieve its principal investment strategies, and can be driven by changes in our quantitative investment models. A high rate of portfolio turnover involves correspondingly high transaction costs, which may adversely affect the Fund's performance over time and may generate more taxable short-term gains for shareholders.

Value Style Risk. Investing in or having exposure to "value" stocks presents the risk that the stocks may never reach what the Adviser believes are their full market values, either because the market fails to recognize what the Adviser considers to be the companies' true business values or because the Adviser misjudged those values. In addition, there may be periods during which the investment performance of the Fund while using a value strategy may suffer.

## PERFORMANCE

The following bar chart and table illustrate how the Fund's performance for its Retail Class shares has varied from year to year. The bar chart shows the variability of the Fund's annual total returns over time, and shows that Fund performance can change from year to year. The table shows the Fund's average annual total returns for certain time periods compared to the returns of a broad-based securities index. The bar chart and table provide some indication of the risks of investing in the Fund. Of course, the Fund's past performance is not necessarily an indication of its future performance. Updated performance information is available by visiting [www.meederfunds.com](http://www.meederfunds.com).

### Annual Total Returns as of 12/31/16



**Best Quarter: 2nd Qtr. 2009 17.80%**

**Worst Quarter: 4th Qtr. 2008 -22.27%**

### Average Annual Total Returns as of 12/31/16

After-tax returns are calculated using the highest historical individual federal marginal income tax rates and do not reflect the impact of state and local taxes. Actual after-tax returns depend on a shareholder's particular tax situation and may differ from those shown. After-tax returns are not relevant for shareholders who hold Fund shares through tax-deferred arrangements, such as 401(k) plans or individual retirement accounts, or to shares held by non-taxable entities.

	Inception Date	1 Year	5 Years	10 Years
<b>Dynamic Growth Fund Return Before Taxes – Retail Class</b>	<b>2/29/00</b>	<b>5.37%</b>	<b>11.59%</b>	<b>4.60%</b>
<b>Dynamic Growth Fund Return After Taxes on Distributions – Retail Class</b>		<b>4.92%</b>	<b>9.41%</b>	<b>3.23%</b>
<b>Dynamic Growth Fund Return After Taxes on Distributions and Sales of Fund Shares – Retail Class</b>		<b>3.37%</b>	<b>8.68%</b>	<b>3.20%</b>
The S&P 500 Index (Reflects No Deduction for Fees, Expenses or Taxes)		11.96%	14.66%	6.95%
Blended Index (Reflects No Deduction for Fees, Expenses or Taxes) <sup>3</sup>		10.49%	12.71%	6.05%

<sup>3</sup> The Blended Index is comprised of 70% S&P 500 Index, 25% MSCI ACWI ex USA Index, and 5% Bloomberg Barclays US Aggregate Bond Index.

## **PORTFOLIO MANAGEMENT**

### **Investment Adviser**

Meeder Asset Management, Inc.

### **Investment Team**

Robert S. Meeder, Jr., Portfolio Manager since 2/2000

Dale W. Smith, Portfolio Manager since 8/2005

Clinton Brewer, Portfolio Manager since 6/2008

Jonathan Tremmel, Assistant Portfolio Manager since 12/2014

David Turner, Assistant Portfolio Manager since 1/2017

For additional information about the purchase and sale of Fund shares, tax information and financial intermediary compensation, please turn to **Important Information Regarding Fund Shares** on page 47 of this Prospectus.

# QUANTEX FUND

## INVESTMENT OBJECTIVE

The investment objective of the Fund is to provide long-term capital appreciation.

## FEES AND EXPENSES OF THE FUND

This table describes the fees and expenses that you may pay if you buy and hold shares of the Fund.

### Annual Fund Operating Expenses

(expenses that you pay each year as a percentage of the value of your investment)

	RETAIL CLASS	ADVISER CLASS	INSITUTIONAL CLASS
Management Fees	1.00%	1.00%	1.00%
Distribution/Service (12b-1) Fees	0.20%	None	None
Other Expenses	0.57%	0.60%	0.43%
Acquired Fund Fees and Expenses <sup>1</sup>	0.02%	0.02%	0.02%
Total Annual Fund Operating Expenses	1.79%	1.62%	1.45%
Net Fee Waiver <sup>2</sup>	(0.25)%	(0.25)%	(0.25)%
Total Annual Fund Operating Expenses After Fee Waiver	1.54%	1.37%	1.20%

<sup>1</sup> Acquired fund fees and expenses are not reflected in the Financial Highlights or audited financial statements.

<sup>2</sup> The Adviser has contractually agreed to reduce its management fee by 0.25% on the first \$50,000,000 in average daily net assets. The agreement may be terminated by the Adviser after April 30, 2018, unless the contract is renewed. The contractual fee waiver may not be changed or terminated during the time period set forth above.

### Example

This example is intended to help you compare the cost of investing in the Fund with the cost of investing in other mutual funds. The example assumes that you invest \$10,000 in the Fund for the time periods indicated and then redeem all of your shares at the end of those periods. The example also assumes that your investment has a 5% return each year and

that the Fund's operating expenses remain the same. Although your actual costs may be higher or lower, based on these assumptions, your cost of investing in the Fund would be:

	1 Year	3 Years	5 Years	10 Years
Retail	\$157	\$539	\$946	\$2,085
Adviser	\$139	\$487	\$858	\$1,901
Institutional	\$122	\$434	\$768	\$1,714

## PORTFOLIO TURNOVER

The Fund pays transaction costs, such as commissions, when it buys and sells securities (or "turns over" its portfolio). A higher portfolio turnover rate may indicate higher transaction costs and may result in higher taxes when Fund shares are held in a taxable account. These costs, which are not reflected in annual fund operating expenses or in the example, affect the Fund's performance. During the most recent fiscal year, the Fund's portfolio turnover rate was 91% of the average value of its portfolio.

## PRINCIPAL INVESTMENT STRATEGIES

Normally, at least 80% of the Fund's net assets will be invested in the common stock equity securities of mid-capitalization companies. Mid-capitalization companies are defined as those whose market capitalizations are similar to the market capitalization of companies in the Russell Midcap Index or a similar index. Typically, the Fund will be diversified throughout all major industry sectors. However, more emphasis is given to capitalization levels and there are occasions when all sectors are not represented in the Fund's portfolio.

The Fund employs a quantitative investment approach that utilizes an investment model to determine which securities are to be added or removed from the Fund's portfolio on an annual basis. Stocks in the portfolio whose value has risen above or fallen below the predetermined market capitalization ranges are sold, while new undervalued stocks that have moved into the predetermined capitalization ranges are added to the Fund's portfolio. The Fund's holdings are then restructured to create an equally-weighted portfolio of equity securities.

The Fund may invest directly in derivatives, such as options and futures contracts, or in underlying funds investing in futures contracts and options on futures contracts. These investments may be used, for example, in an effort to earn extra income, to provide adequate liquidity, to adjust exposure to individual securities or markets, to protect all or a portion of the Fund's portfolio from a decline in value, or to maintain a fully-invested position in equity securities. The Fund also may invest in index funds, index-based investments, open-end investment companies, and exchange traded funds.

As a defensive tactic, the Fund may invest up to 20% of its assets in investment grade fixed income securities of any maturity.

Other than as set forth in the SAI, the investment policies and limitations of the Fund are not fundamental and may be changed by the Board without shareholder approval.

## PRINCIPAL RISKS

All investments carry a certain amount of risk and the Fund cannot guarantee that it will achieve its investment objective. An investment in the Fund is not a deposit or obligation of any bank, is not endorsed or guaranteed by any bank, and is not insured by the Federal Deposit Insurance Corporation (FDIC) or any other government agency. Loss of money is a risk of investing in a mutual fund.

*Cybersecurity Risk.* Cybersecurity breaches may allow an unauthorized party to gain access to Fund assets, customer data, or proprietary information, or cause the Fund and/or its service providers to suffer data corruption or lose operational functionality.

*Derivatives Risk.* The Fund buys equity index futures in connection with its investment strategies to equitize cash positions in the portfolio. Although the futures transactions are intended to provide exposure to a broad based underlying index, there are additional risks associated with these contracts that may be greater than investments in the underlying assets, including liquidity risk, leverage risk, and counterparty risk. Changes in the value of a derivative may not correlate perfectly with the underlying index the adviser seeks to track and there may be times when there is no liquid secondary market for these instruments. All transactions in futures involve the possible risk of loss and the fund could lose more than the initial amount invested.

*Exchange Traded Fund Risk.* The ETFs will not be able to replicate exactly the performance of the indices they track because the total return generated by the securities will be reduced by transaction costs incurred in adjusting the actual balance of the securities. In addition, the ETFs will incur expenses not incurred by their applicable indices. Certain securities comprising the indices tracked by the ETFs may, from time to time, temporarily be unavailable, which may further impede the ability of the ETFs to track their applicable indices. The Fund also will incur brokerage costs when it purchases ETFs. An ETF may trade at a discount to its net asset value.

*Liquidity Risk.* Reduced liquidity affecting an individual security or an entire market may have an adverse impact on market price and the Fund's ability to sell particular securities when necessary to meet the Fund's liquidity needs or in response to a specific economic event.

*Market Capitalization Risk.* The Fund will hold mid- and small-capitalization investments, which presents additional risk. Investments in these capitalization ranges may be more sensitive to events and conditions that affect the stock market or that affect individual issuers.

*Model and Data Risk.* Given the complexity of the investments and strategies of the Fund, the Adviser relies on quantitative models and information and data supplied by third parties ("Models and Data"). These Models and Data are used to construct sets of transactions and investments, to provide risk management insights, and to assist in hedging the Fund's investment risks.

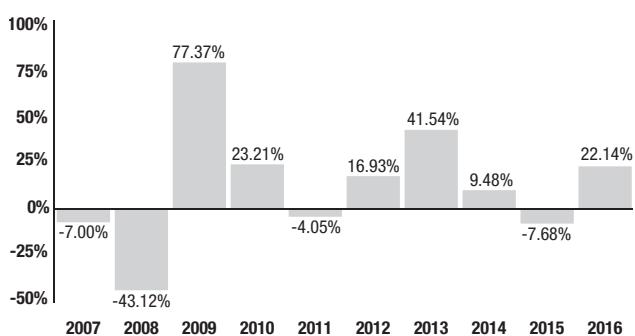
When Models and Data prove to be incorrect or incomplete, any decisions made in reliance thereon expose the Fund to potential risks. Similarly, any hedging based on faulty Models and Data may prove to be unsuccessful. Many of the models used by the Adviser for the Fund are predictive in nature. The use of predictive models has inherent risks. Because predictive models are usually constructed based on historical data supplied by third parties, the success of relying on such models may depend heavily on the accuracy and reliability of the supplied historical data. The Fund bears the risk that the quantitative models used by the Adviser will not be successful in selecting companies for investment or in determining the weighting of investment positions that will enable the Fund to achieve its investment objective.

*Stock Market Risk.* Because the Fund holds equity investments, it will fluctuate in value due to changes in general economic conditions and/or changes in the conditions of individual issuers.

## PERFORMANCE

The following bar chart and table illustrate how the Fund's performance for its Retail Class shares has varied from year to year. The bar chart shows the variability of the Fund's annual total returns over time, and shows that Fund performance can change from year to year. The table shows the Fund's average annual total returns for certain time periods compared to the returns of a broad-based securities index. The bar chart and table provide some indication of the risks of investing in the Fund. Of course, the Fund's past performance is not necessarily an indication of its future performance. Updated performance information is available by visiting [www.meederfunds.com](http://www.meederfunds.com).

### Annual Total Returns as of 12/31/16



**Best Quarter: 2nd Qtr. 2009 34.86%**

**Worst Quarter: 4th Qtr. 2008 -30.63%**

### Average Annual Total Returns as of 12/31/16

After-tax returns are calculated using the highest historical individual federal marginal income tax rates and do not reflect the impact of state and local taxes. Actual after-tax returns depend on a shareholder's particular tax situation and may differ from those shown. After-tax returns are not relevant for shareholders who hold Fund shares through tax-deferred arrangements, such as 401(k) plans or individual retirement accounts, or to shares held by non-taxable entities.

	Inception Date	1 Year	5 Years	10 Years
<b>Quantex Fund Return Before Taxes – Retail Class</b>	<b>03/20/85</b>	<b>22.14%</b>	<b>15.36%</b>	<b>8.53%</b>
<b>Quantex Fund Return After Taxes on Distributions – Retail Class</b>		<b>21.82%</b>	<b>14.12%</b>	<b>7.88%</b>
<b>Quantex Fund Return After Taxes on Distributions and Sale of Fund Shares – Retail Class</b>		<b>13.77%</b>	<b>12.68%</b>	<b>7.09%</b>
The S&P MidCap 400 Index (Reflects No Deduction for Fees, Expenses or Taxes)		20.74%	15.33%	9.16%
The Russell 2000 Index (Reflects No Deduction For Fees, Expenses or Taxes)		21.31%	14.46%	7.07%
Blended Index (Reflects No Deduction For Fees, Expenses or Taxes) <sup>3</sup>		21.07%	14.93%	8.15%

<sup>3</sup> The Blended Index consists of 50% of the Russell 2000 Index and 50% of the S&P MidCap 400 Index.



## **PORTFOLIO MANAGEMENT**

### **Investment Adviser**

Meeder Asset Management, Inc.

### **Investment Team**

Robert S. Meeder, Jr., Portfolio Manager since 8/1988

Dale W. Smith, Portfolio Manager since 8/2005

Clinton Brewer, Portfolio Manager since 6/2008

Jonathan Tremmel, Assistant Portfolio Manager since 12/2014

David Turner, Assistant Portfolio Manager since 1/2017

For additional information about the purchase and sale of Fund shares, tax information and financial intermediary compensation, please turn to **Important Information Regarding Fund Shares** on page 47 of this Prospectus.

# BALANCED FUND

## INVESTMENT OBJECTIVE

The investment objective of the Fund is to provide income and long-term capital appreciation.

## FEES AND EXPENSES OF THE FUND

This table describes the fees and expenses that you may pay if you buy and hold shares of the Fund.

### Annual Fund Operating Expenses

(expenses that you pay each year as a percentage of the value of your investment)

	RETAIL CLASS	ADVISER CLASS	INSTITUTIONAL CLASS
Management Fees	0.71%	0.71%	0.71%
Distribution/Service (12b-1) Fees	0.25%	None	None
Other Expenses	0.50%	0.55%	0.39%
Acquired Fund Fees and Expenses <sup>1</sup>	0.21%	0.21%	0.21%
Total Annual Fund Operating Expenses	1.67%	1.47%	1.31%

<sup>1</sup> Acquired fund fees and expenses are not reflected in the Financial Highlights or audited financial statements.

### Example

This example is intended to help you compare the cost of investing in the Fund with the cost of investing in other mutual funds. The example assumes that you invest \$10,000 in the Fund for the time periods indicated and then redeem all of your shares at the end of those periods. The example also assumes that your investment has a 5% return each year and that the Fund's operating expenses remain the same. Although your actual costs may be higher or lower, based on these assumptions, your cost of investing in the Fund would be:

	1 Year	3 Years	5 Years	10 Years
Retail	\$170	\$526	\$907	\$1,976
Adviser	\$150	\$465	\$803	\$1,757
Institutional	\$133	\$415	\$718	\$1,579

## PORTFOLIO TURNOVER

The Fund pays transaction costs, such as commissions, when it buys and sells securities (or "turns over" its portfolio). A higher portfolio turnover rate may indicate higher transaction costs and may result in higher taxes when Fund shares are held in a taxable account. These costs, which are not reflected in annual fund operating expenses or in the example, affect the Fund's performance. During the most recent fiscal year, the Fund's portfolio turnover rate was 322% of the average value of its portfolio.

## PRINCIPAL INVESTMENT STRATEGIES

The Fund invests primarily in common and preferred stocks, as well as fixed income securities. The Fund may also invest in investment companies ("underlying funds"), which include domestic and foreign mutual funds, as well as in exchange traded funds ("ETFs"), closed-end funds and unit investment trusts. The Fund may invest in index funds and index-based investments. The Fund may also invest directly in derivatives, such as options and futures contracts, or in underlying funds investing in futures contracts and options on futures contracts. These investments may be used, for example, in an effort to earn extra income, to provide adequate liquidity, to adjust exposure to individual securities or markets, to protect all or a portion of the Fund's portfolio from a decline in value, or to maintain a fully-invested position in equity securities.

Under normal circumstances, the Fund will have a minimum of 30% and a maximum of 70%, of its assets invested in equity securities or underlying funds investing in equity securities. For the equity portion of the portfolio, the Fund may select growth- or value-oriented investments (including specific sectors), without limitation to market capitalization range or geographic region. The Fund will also have a minimum of 30% and a maximum of 70% of its assets invested in fixed-income securities. For the fixed-income portion of the portfolio, the Fund may invest in securities of governments throughout the world (including the United States), their agencies and instrumentalities, cash equivalents, income-producing securities including domestic and foreign investment grade and below investment grade bonds, structured instruments (debt securities issued by agencies of the U.S. Government (such as Ginnie Mae, Fannie Mae, and Freddie Mac), corporations and other business entities whose interest and/or principal payments are indexed to certain specific foreign currency exchange rates, interest rates, or one or more other reference indices or obligations), asset-backed securities, inflation-linked securities, commercial paper, certificates of deposit, banker's acceptances and other bank obligations, money market funds, repurchase agreements, and derivatives, such as futures contracts, options and swaps. The Fund may invest in fixed income securities of any maturity, and of any credit rating (including unrated securities). In addition, for the fixed-income portion of the portfolio, the Fund may invest without limit in

higher risk, below-investment grade debt securities, commonly referred to as “high yield securities” or “junk bonds.” The Fund may also invest in fixed income underlying funds that invest in foreign and domestic fixed-income, ETFs, closed-end funds and unit investment trusts.

When selecting investments for the Fund, the Adviser continually evaluates style, market capitalization, sector rotation, and international positions, by utilizing a series of quantitative models to perform fundamental and technical analysis, in order to identify opportunities that have the best attributes for outperformance. Fundamental analysis, as performed by the Adviser, primarily involves using quantitative models to assess a company and its business environment, management, balance sheet, income statement, anticipated earnings and dividends, and other related measures of value. Technical analysis, as performed by the Adviser, primarily involves using quantitative models to analyze the absolute and relative movement of a company’s stock in an effort to ascertain the probabilities for future price change, based on market factors.

The Fund addresses asset allocation decisions by adjusting the mix of stocks, bonds and cash in the Fund, within the parameters described above. When the Adviser’s quantitative models and evaluation indicate that the risks of the stock market may be greater than the potential rewards, the Fund will reduce its position in underlying equity securities and underlying equity funds in order to attempt to minimize the risk of loss of capital. The Fund may also reduce its equity exposure by selling short stock index futures contracts. The Fund’s goal is to minimize losses during high-risk market environments and to provide attractive returns during low-risk markets.

Other than as set forth in the SAI, the investment policies and limitations of the Fund are not fundamental and may be changed by the Board without shareholder approval.

## PRINCIPAL RISKS

All investments carry a certain amount of risk and the Fund cannot guarantee that it will achieve its investment objective. An investment in the Fund is not a deposit or obligation of any bank, is not endorsed or guaranteed by any bank, and is not insured by the Federal Deposit Insurance Corporation (FDIC) or any other government agency. Loss of money is a risk of investing in a mutual fund.

*Closed-end Fund Risk.* The value of the shares of a closed-end fund may be higher or lower than the value of the portfolio securities held by the closed-end fund. Closed-end investment funds may trade infrequently and with small volume, which may make it difficult for the Fund to buy and sell shares. Also, the market price of closed-end investment companies tends

to rise more in response to buying demand and fall more in response to selling pressure than is the case with larger capitalization companies.

*Credit Risk.* The Fund may invest in investment grade and below investment grade (junk) corporate debt obligations, exchange traded funds, index-based investments and unit investment trusts that invest in investment grade or below investment grade corporate debt obligations. Investments in corporate bonds and other fixed income securities involve certain risks. An issuer of a fixed income security may not be able to make interest and principal payments when due. Such default could result in losses to the Fund. In addition, the credit quality of securities held by the Fund may be lowered if an issuer’s financial condition changes. Below investment grade (junk) corporate debt obligations may be regarded as speculative. There is a greater risk that issuers of lower rated securities will default than issuers of higher rated securities.

*Cybersecurity Risk.* Cybersecurity breaches may allow an unauthorized party to gain access to Fund assets, customer data, or proprietary information, or cause the Fund and/or its service providers to suffer data corruption or lose operational functionality.

*Derivatives Risk.* The Fund buys and sells equity index futures in connection with its investment strategies to equitize cash positions in the portfolio or as a defensive tactic to reduce its equity exposure. Although the futures transactions are intended to provide exposure to a broad based underlying index, there are additional risks associated with these contracts that may be greater than investments in the underlying assets, including liquidity risk, leverage risk, and counterparty risk. Changes in the value of a derivative may not correlate perfectly with the underlying index the adviser seeks to track and there may be times when there is no liquid secondary market for these instruments. All transactions in futures involve the possible risk of loss and the fund could lose more than the initial amount invested and in the case of short sales of equity index futures the potential loss is theoretically unlimited.

*Exchange Traded Fund and Index Fund Risk.* The ETFs and index funds will not be able to replicate exactly the performance of the indices they track because the total return generated by the securities will be reduced by transaction costs incurred in adjusting the actual balance of the securities. In addition, the ETFs and index funds will incur expenses not incurred by their applicable indices. Certain securities comprising the indices tracked by the ETFs may, from time to time, temporarily be unavailable, which may further impede the ability of the ETFs and index funds to track their applicable indices. The Fund also will incur brokerage costs when it purchases ETFs. An ETF may trade at a discount to its net asset value.

*Fixed Income Risk.* The Fund invests in fixed income securities and underlying funds that invest in fixed income securities. These securities will increase or decrease in value based on changes in interest rates. If rates increase, the value of the Fund's fixed income investments generally declines. On the other hand, if rates fall, the value of the fixed income investments generally increases. Your investment will decline in value if the value of the Fund's investments decreases. The market value of debt securities (including U.S. Government securities) with longer maturities are more volatile and are likely to respond to a greater degree to changes in interest rates than the market value of debt securities with shorter maturities.

*Foreign Investment Risk.* Investments in foreign countries present additional components of risk; including economic, political, legal and regulatory differences compared to domestic investments. Additionally, foreign currency fluctuations may affect the value of foreign investments.

*High Yield Risk.* The Fund may purchase fixed income securities rated below the investment grade category (non-investment grade bond, speculative grade or junk bond). Securities in this rating category are speculative. Changes in economic conditions or other circumstances may have a greater effect on the ability of issuers of these securities to make principal and interest payments than they do on issuers of higher grade securities.

*Investment Company Risk.* Because the Fund may invest in underlying funds, the value of your investment also will fluctuate in response to the performance of the underlying funds. In addition, you will indirectly bear fees and expenses charged by the underlying investment companies in which the Fund invests in addition to the Fund's direct fees and expenses. You also may receive taxable capital gains distributions to a greater extent than would be the case if you invested directly in the underlying funds.

*Liquidity Risk.* Reduced liquidity affecting an individual security or an entire market may have an adverse impact on market price and the Fund's ability to sell particular securities when necessary to meet the Fund's liquidity needs or in response to a specific economic event.

*Market Capitalization Risk.* The Fund may hold mid- and small-capitalization investments, which presents additional risk. Investments in these capitalization ranges may be more sensitive to events and conditions that affect the stock market or that affect individual issuers.

*Model and Data Risk.* Given the complexity of the investments and strategies of the Fund, the Adviser relies on quantitative models and information and data supplied by third parties ("Models and Data"). These Models and Data are used to construct sets of transactions and investments, to provide risk management insights, and to assist in hedging the Fund's investment risks.

When Models and Data prove to be incorrect or incomplete, any decisions made in reliance thereon expose the Fund to potential risks. Similarly, any hedging based on faulty Models and Data may prove to be unsuccessful. Many of the models used by the Adviser for the Fund are predictive in nature. The use of predictive models has inherent risks. Because predictive models are usually constructed based on historical data supplied by third parties, the success of relying on such models may depend heavily on the accuracy and reliability of the supplied historical data. The Fund bears the risk that the quantitative models used by the Adviser will not be successful in selecting companies for investment or in determining the weighting of investment positions that will enable the Fund to achieve its investment objective.

*Momentum Style Risk.* Investing in or having exposure to securities with positive momentum entails investing in securities that have had positive recent relative performance. These securities may be more volatile than a broad cross-section of securities. In addition, there may be periods during which the investment performance of the Fund while using a momentum strategy may suffer.

*Stock Market Risk.* Because the Fund holds equity investments, it will fluctuate in value due to changes in general economic conditions and/or changes in the conditions of individual issuers.

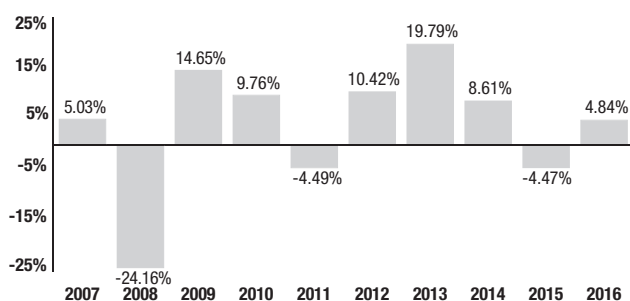
*Turnover Risk.* The Fund may actively trade portfolio securities to achieve its principal investment strategies, and can be driven by changes in our quantitative investment models. A high rate of portfolio turnover involves correspondingly high transaction costs, which may adversely affect the Fund's performance over time and may generate more taxable short-term gains for shareholders.

*Value Style Risk.* Investing in or having exposure to "value" stocks presents the risk that the stocks may never reach what the Adviser believes are their full market values, either because the market fails to recognize what the Adviser considers to be the companies' true business values or because the Adviser misjudged those values. In addition, there may be periods during which the investment performance of the Fund while using a value strategy may suffer.

## PERFORMANCE

The following bar chart and table illustrate how the Fund's performance for its Retail Class shares has varied from year to year. The bar chart shows the variability of the Fund's annual total returns over time, and shows that Fund performance can change from year to year. The table shows the Fund's average annual total returns for certain time periods compared to the returns of a broad-based securities index. The bar chart and table provide some indication of the risks of investing in the Fund. Of course, the Fund's past performance is not necessarily an indication of its future performance. Updated performance information is available by visiting [www.meederfunds.com](http://www.meederfunds.com).

## Annual Total Returns as of 12/31/16



**Best Quarter: 3rd Qtr. 2009 8.96%**

**Worst Quarter: 3rd Qtr. 2011 -11.55%**

## Average Annual Total Returns as of 12/31/16

After-tax returns are calculated using the highest historical individual federal marginal income tax rates and do not reflect the impact of state and local taxes. Actual after-tax returns depend on a shareholder's particular tax situation and may differ from those shown. After-tax returns are not relevant for shareholders who hold Fund shares through tax-deferred arrangements, such as 401(k) plans or individual retirement accounts, or to shares held by non-taxable entities.

	Inception Date	1 Year	5 Years	Since Inception
<b>Balanced Fund Return Before Taxes – Retail Class</b>	<b>01/31/06</b>	<b>4.84%</b>	<b>7.55%</b>	<b>3.25%</b>
<b>Balanced Fund Return After Taxes on Distributions – Retail Class</b>		<b>4.37%</b>	<b>6.07%</b>	<b>2.24%</b>
<b>Balanced Fund Return After Taxes on Distributions and Sale of Fund Shares – Retail Class</b>		2.92%	5.54%	2.20%
The S&P 500 Index (Reflects No Deduction for Fees, Expenses or Taxes)		11.96%	14.66%	6.95%
Blended Index (Reflects No Deduction for Fees, Expenses or Taxes) <sup>2</sup>		5.94%	6.82%	4.69%

<sup>2</sup> The Blended Index is comprised 42% of the S&P 500 Index, 28% of the average 90-day T-bills, and 30% of the Bloomberg Barclays US Aggregate Bond Index.

## PORTFOLIO MANAGEMENT

### Investment Adviser

Meeder Asset Management, Inc.

### Investment Team

Robert S. Meeder, Jr., Portfolio Manager since 1/2006

Dale W. Smith, Portfolio Manager since 1/2006

Robert G. Techentin, Portfolio Manager since 8/2006

Clinton Brewer, Portfolio Manager since 6/2008

Jason Headings, Portfolio Manager since 9/2011

Amisha Kaus, Portfolio Manager since 11/2015

Jonathan Tremmel, Assistant Portfolio Manager since 12/2014

David Turner, Assistant Portfolio Manager since 1/2017

For additional information about the purchase and sale of Fund shares, tax information and financial intermediary compensation, please turn to **Important Information Regarding Fund Shares** on page 47 of this Prospectus.

# MUIRFIELD FUND

## INVESTMENT OBJECTIVE

The investment objective of the Fund is to provide long-term capital appreciation.

## FEES AND EXPENSES OF THE FUND

This table describes the fees and expenses that you may pay if you buy and hold shares of the Fund.

### Annual Fund Operating Expenses

(expenses that you pay each year as a percentage of the value of your investment)

	RETAIL CLASS	ADVISER CLASS	INSTITUTIONAL CLASS
Management Fees	0.67%	0.67%	0.67%
Distribution/Service (12b-1) Fees	0.20%	None	None
Other Expenses	0.48%	0.52%	0.34%
Acquired Fund Fees and Expenses <sup>1</sup>	0.06%	0.06%	0.06%
Total Annual Fund Operating Expenses	1.41%	1.25%	1.07%

<sup>1</sup> Acquired fund fees and expenses are not reflected in the Financial Highlights or audited financial statements.

### Example

This example is intended to help you compare the cost of investing in the Fund with the cost of investing in other mutual funds. The example assumes that you invest \$10,000 in the Fund for the time periods indicated and then redeem all of your shares at the end of those periods. The example also assumes that your investment has a 5% return each year and that the Fund's operating expenses remain the same. Although your actual costs may be higher or lower, based on these assumptions, your cost of investing in the Fund would be:

	1 Year	3 Years	5 Years	10 Years
Retail	\$144	\$446	\$771	\$1,691
Adviser	\$127	\$397	\$686	\$1,511
Institutional	\$109	\$340	\$590	\$1,306

## PORTFOLIO TURNOVER

The Fund pays transaction costs, such as commissions, when it buys and sells securities (or "turns over" its portfolio). A higher portfolio turnover rate may indicate higher transaction costs and may result in higher taxes when Fund shares are held in a taxable account. These costs, which are not reflected in annual fund operating expenses or in the example, affect the Fund's performance. During the most recent fiscal year, the Fund's portfolio turnover rate was 414% of the average value of its portfolio.

## PRINCIPAL INVESTMENT STRATEGIES

The Fund pursues its investment objective by investing primarily in common and preferred stocks. The Fund may also invest in equity investment companies ("underlying funds"), which include domestic and foreign mutual funds, as well as in exchange traded funds ("ETFs"), closed-end funds, and unit investment trusts. The Fund may invest in index funds and index-based investments. The Fund may also invest directly in derivatives, such as options and futures contracts, or in underlying funds investing in futures contracts and options on futures contracts. These investments may be used, for example, in an effort to earn extra income, to provide adequate liquidity, to adjust exposure to individual securities or markets, to protect all or a portion of the Fund's portfolio from a decline in value, or to maintain a fully-invested position in equity securities.

When selecting investments for the Fund, the Adviser continually evaluates style, market capitalization, sector rotation, and international positions, by utilizing a series of quantitative models to perform fundamental and technical analysis, in order to identify opportunities that have the best attributes for outperformance. Fundamental analysis, as performed by the Adviser, primarily involves using quantitative models to assess a company and its business environment, management, balance sheet, income statement, anticipated earnings and dividends, and other related measures of value. Technical analysis, as performed by the Adviser, primarily involves using quantitative models to analyze the absolute and relative movement of a company's stock in an effort to ascertain the probabilities for future price change, based on market factors.

In addition, the quantitative models assist the Adviser in selecting growth- or value-oriented investments (including specific sectors) for the Fund, and there are no investment limitations on market capitalization range or geographic region. The Adviser's models also help guide the selection of the Fund's investments in common stocks or underlying fund types, as the Adviser selects securities that the Adviser believes represent above average market potential relative to market risk. The Adviser may focus on stocks or underlying funds investing in stocks that are newer and/or smaller capitalization companies.

As a defensive tactic, the Fund will reduce or eliminate its position in common stocks and underlying equity funds in order to attempt to reduce the risk of loss when the Adviser's

quantitative models and evaluation indicate that the risks of the stock market may be greater than the potential rewards. As a result, by utilizing an unconstrained tactical strategy, the Fund may invest up to 100% of its assets in fixed income securities of any of any maturity and of any credit rating (including unrated and high yield fixed income securities) and cash equivalent securities. The Fund may also invest in underlying fixed income funds that invest in domestic and foreign fixed-income securities, ETFs, closed-end funds, and unit investment trusts. The Fund may also reduce its equity exposure by selling short stock index futures contracts.

Other than as set forth in the SAI, the investment policies and limitations of the Fund are not fundamental and may be changed by the Board without shareholder approval.

## PRINCIPAL RISKS

All investments carry a certain amount of risk and the Fund cannot guarantee that it will achieve its investment objective. An investment in the Fund is not a deposit or obligation of any bank, is not endorsed or guaranteed by any bank, and is not insured by the Federal Deposit Insurance Corporation (FDIC) or any other government agency. Loss of money is a risk of investing in a mutual fund.

*Closed-end Fund Risk.* The value of the shares of a closed-end fund may be higher or lower than the value of the portfolio securities held by the closed-end fund. Closed-end investment funds may trade infrequently and with small volume, which may make it difficult for the Fund to buy and sell shares. Also, the market price of closed-end investment companies tends to rise more in response to buying demand and fall more in response to selling pressure than is the case with larger capitalization companies.

*Credit Risk.* The Fund may invest in investment grade and below investment grade (junk) corporate debt obligations, exchange traded funds, index-based investments and unit investment trusts that invest in investment grade or below investment grade corporate debt obligations. Investments in corporate bonds and other fixed income securities involve certain risks. An issuer of a fixed income security may not be able to make interest and principal payments when due. Such default could result in losses to the Fund. In addition, the credit quality of securities held by the Fund may be lowered if an issuer's financial condition changes. Below investment grade (junk) corporate debt obligations may be regarded as speculative. There is a greater risk that issuers of lower rated securities will default than issuers of higher rated securities.

*Cybersecurity Risk.* Cybersecurity breaches may allow an unauthorized party to gain access to Fund assets, customer data, or proprietary information, or cause the Fund and/or its service providers to suffer data corruption or lose operational functionality.

*Derivatives Risk.* The Fund buys and sells equity index futures in connection with its investment strategies to equitize cash positions in the portfolio or as a defensive tactic to reduce its equity exposure. Although the futures transactions are intended to provide exposure to a broad based underlying index, there are additional risks associated with these contracts that may be greater than investments in the underlying assets, including liquidity risk, leverage risk, and counterparty risk. Changes in the value of a derivative may not correlate perfectly with the underlying index the adviser seeks to track and there may be times when there is no liquid secondary market for these instruments. All transactions in futures involve the possible risk of loss and the fund could lose more than the initial amount invested and in the case of short sales of equity index futures the potential loss is theoretically unlimited.

*Exchange Traded Fund and Index Fund Risk.* The ETFs and index funds will not be able to replicate exactly the performance of the indices they track because the total return generated by the securities will be reduced by transaction costs incurred in adjusting the actual balance of the securities. In addition, the ETFs and index funds will incur expenses not incurred by their applicable indices. Certain securities comprising the indices tracked by the ETFs may, from time to time, temporarily be unavailable, which may further impede the ability of the ETFs and index funds to track their applicable indices. The Fund also will incur brokerage costs when it purchases ETFs. An ETF may trade at a discount to its net asset value.

*Fixed Income Risk.* The Fund invests in fixed income securities. These securities will increase or decrease in value based on changes in interest rates. If rates increase, the value of the Fund's fixed income investments generally declines. On the other hand, if rates fall, the value of the fixed income investments generally increases. Your investment will decline in value if the value of the Fund's investments decreases. The market value of debt securities (including U.S. Government securities) with longer maturities are likely to respond to a greater degree to changes in interest rates than the market value of debt securities with shorter maturities.

*Foreign Investment Risk.* Investments in foreign countries present additional components of risk; including economic, political, legal and regulatory differences compared to domestic investments. Additionally, foreign currency fluctuations may affect the value of foreign investments.

*High Yield Risk.* The Fund may purchase fixed income securities rated below the investment grade category (non-investment grade bond, speculative grade or junk bond). Securities in this rating category are speculative. Changes in economic conditions or other circumstances may have a greater effect on the ability of issuers of these securities to make principal and interest payments than they do on issuers of higher grade securities.

Investment Company Risk. Because the Fund may invest in underlying funds, the value of your investment also will fluctuate in response to the performance of the underlying funds. In addition, you will indirectly bear fees and expenses charged by the underlying investment companies in which the Fund invests in addition to the Fund's direct fees and expenses. You also may receive taxable capital gains distributions to a greater extent than would be the case if you invested directly in the underlying funds.

Liquidity Risk. Reduced liquidity affecting an individual security or an entire market may have an adverse impact on market price and the Fund's ability to sell particular securities when necessary to meet the Fund's liquidity needs or in response to a specific economic event.

Market Capitalization Risk. The Fund may hold mid- and small-capitalization investments, which presents additional risk. Investments in these capitalization ranges may be more sensitive to events and conditions that affect the stock market or that affect individual issuers.

Model and Data Risk. Given the complexity of the investments and strategies of the Fund, the Adviser relies on quantitative models and information and data supplied by third parties ("Models and Data"). These Models and Data are used to construct sets of transactions and investments, to provide risk management insights, and to assist in hedging the Fund's investment risks.

When Models and Data prove to be incorrect or incomplete, any decisions made in reliance thereon expose the Fund to potential risks. Similarly, any hedging based on faulty Models and Data may prove to be unsuccessful. Many of the models used by the Adviser for the Fund are predictive in nature. The use of predictive models has inherent risks. Because predictive models are usually constructed based on historical data supplied by third parties, the success of relying on such models may depend heavily on the accuracy and reliability of the supplied historical data. The Fund bears the risk that the quantitative models used by the Adviser will not be successful in selecting companies for investment or in determining the weighting of investment positions that will enable the Fund to achieve its investment objective.

Momentum Style Risk. Investing in or having exposure to securities with positive momentum entails investing in securities that have had positive recent relative performance. These securities may be more volatile than a broad cross-section of securities. In addition, there may be periods during which the investment performance of the Fund while using a momentum strategy may suffer.

Stock Market Risk. Because the Fund holds equity investments, it will fluctuate in value due to changes in general economic conditions and/or changes in the conditions of individual issuers.

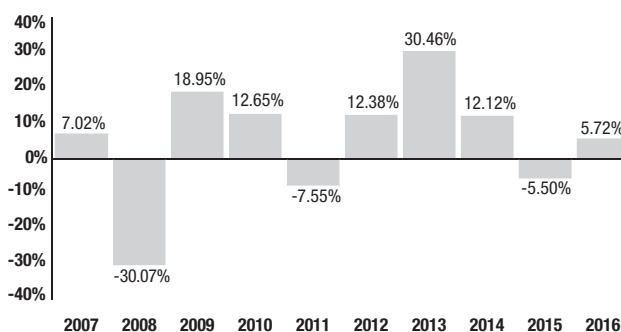
Turnover Risk. The Fund may actively trade portfolio securities to achieve its principal investment strategies, and can be driven by changes in our quantitative investment models. A high rate of portfolio turnover involves correspondingly high transaction costs, which may adversely affect the Fund's performance over time and may generate more taxable short-term gains for shareholders.

Value Style Risk. Investing in or having exposure to "value" stocks presents the risk that the stocks may never reach what the Adviser believes are their full market values, either because the market fails to recognize what the Adviser considers to be the companies' true business values or because the Adviser misjudged those values. In addition, there may be periods during which the investment performance of the Fund while using a value strategy may suffer.

## PERFORMANCE

The following bar chart and table illustrate how the Fund's performance for its Retail Class shares has varied from year to year. The bar chart shows the variability of the Fund's annual total returns over time, and shows that Fund performance can change from year to year. The table shows the Fund's average annual total returns for certain time periods compared to the returns of a broad-based securities index. The bar chart and table provide some indication of the risks of investing in the Fund. Of course, the Fund's past performance is not necessarily an indication of its future performance. Updated performance information is available by visiting [www.meederfunds.com](http://www.meederfunds.com).

### Annual Total Returns as of 12/31/16



**Best Quarter: 3rd Qtr. 2009 11.86%**  
**Worst Quarter: 3rd Qtr. 2011 -16.17%**



## Average Annual Total Returns as of 12/31/16

After-tax returns are calculated using the highest historical individual federal marginal income tax rates and do not reflect the impact of state and local taxes. Actual after-tax returns depend on a shareholder's particular tax situation and may differ from those shown. After-tax returns are not relevant for shareholders who hold Fund shares through tax-deferred arrangements, such as 401(k) plans or individual retirement accounts, or to shares held by non-taxable entities.

	Inception Date	1 Year	5 Years	10 Years
<b>Muirfield Fund Return Before Taxes – Retail Class</b>	<b>08/10/88</b>	<b>5.72%</b>	<b>10.43%</b>	<b>4.30%</b>
<b>Muirfield Fund Return After Taxes on Distributions – Retail Class</b>		<b>5.42%</b>	<b>9.05%</b>	<b>3.48%</b>
<b>Muirfield Fund Return After Taxes on Distributions and Sale of Fund Shares – Retail Class</b>		<b>3.45%</b>	<b>8.11%</b>	<b>3.21%</b>
The S&P 500 Index (Reflects No Deduction for Fees, Expenses or Taxes)		11.96%	14.66%	6.95%
Blended Index (Reflects No Deduction for Fees, Expenses or Taxes) <sup>2</sup>		7.29%	8.76%	4.71%

<sup>2</sup> The Blended Index is comprised 60% of the S&P 500 Index and 40% of 90-day T-bills.

## PORTFOLIO MANAGEMENT

### Investment Adviser

Meeder Asset Management, Inc.

### Investment Team

Robert S. Meeder, Jr., Portfolio Manager since 8/1988

Dale W. Smith, Portfolio Manager since 8/2005

Clinton Brewer, Portfolio Manager since 6/2008

Jonathan Tremmel, Assistant Portfolio Manager since 12/2014

David Turner, Assistant Portfolio Manager since 1/2017

For additional information about the purchase and sale of Fund shares, tax information and financial intermediary compensation, please turn to **Important Information Regarding Fund Shares** on page 47 of this Prospectus.

# SPECTRUM FUND

## INVESTMENT OBJECTIVE

The investment objective of the Fund is to provide long-term capital appreciation.

## FEES AND EXPENSES OF THE FUND

This table describes the fees and expenses that you may pay if you buy and hold shares of the Fund.

### Annual Fund Operating Expenses

(expenses that you pay each year as a percentage of the value of your investment)

	RETAIL CLASS	ADVISER CLASS	INSTITUTIONAL CLASS
Management Fees	0.75%	0.75%	0.75%
Distribution/Service (12b-1) Fees	0.25%	None	None
Other Expenses	0.56%	0.56%	0.39%
Expenses on Short Sales	0.43%	0.43%	0.43%
Acquired Fund Fees and Expenses <sup>1</sup>	0.04%	0.04%	0.04%
Total Annual Fund Operating Expenses	2.03%	1.78%	1.61%

<sup>1</sup> Acquired fund fees and expenses are not reflected in the Financial Highlights or audited financial statements.

### Example

This example is intended to help you compare the cost of investing in the Fund with the cost of investing in other mutual funds. The example assumes that you invest \$10,000 in the Fund for the time periods indicated and then redeem all of your shares at the end of those periods. The example also assumes that your investment has a 5% return each year and that the Fund's operating expenses remain the same. Although your actual costs may be higher or lower, based on these assumptions, your cost of investing in the Fund would be:

	1 Year	3 Years	5 Years	10 Years
Retail	\$206	\$637	\$1,093	\$2,358
Adviser	\$181	\$560	\$964	\$2,095
Institutional	\$164	\$508	\$876	\$1,911

## PORTFOLIO TURNOVER

The Fund pays transaction costs, such as commissions, when it buys and sells securities (or "turns over" its portfolio). A higher portfolio turnover rate may indicate higher transaction costs and may result in higher taxes when Fund shares are held in a taxable account. These costs, which are not reflected in annual fund operating expenses or in the example, affect the Fund's performance. During the most recent fiscal year, the Fund's portfolio turnover rate was 235% of the average value of its portfolio.

## PRINCIPAL INVESTMENT STRATEGIES

The Fund seeks to achieve its investment objective primarily by taking long and short positions in the global securities markets. The Fund primarily invests long in common and preferred stocks and in investment companies ("underlying funds"), which include domestic and foreign mutual funds, as well as in exchange traded funds ("ETFs"), closed-end funds, and unit investment trusts. Short positions involve selling a security the Fund does not own in anticipation that the security's price will decline. The Fund's typical long equity investment exposure will range from 0% to 150%, while the Fund's typical short equity investment exposure will range from 0% to 50%. The Fund may use leverage (e.g., by borrowing or through derivatives). As a result, the sum of the Fund's investment exposures may at times exceed the amount of assets invested in the Fund, although these exposures may vary over time.

The Fund may select growth- or value-oriented investments (including specific sectors), without limitation to market capitalization range or geographic region. The Fund may focus on stocks or underlying funds investing in stocks that are newer and/or smaller capitalization companies. The Fund may also establish long or short positions in index funds and index-based investments. The Fund may invest directly in derivatives, such as options and futures contracts, or in underlying funds investing in futures contracts and options on futures contracts. These investments may be used, for example, in an effort to earn extra income, to provide adequate liquidity, to adjust exposure to individual securities or markets, to protect all or a portion of the Fund's portfolio from a decline in value, or to maintain a fully-invested position in equity securities.

When selecting investments for the Fund, the Adviser continually evaluates style, market capitalization, sector rotation, and international positions, by utilizing a series of quantitative models to perform fundamental and technical analysis, in order to identify opportunities that have the best attributes for outperformance. Fundamental analysis, as performed by the Adviser, primarily involves using quantitative models to assess a company and its business environment, management, balance sheet, income statement, anticipated earnings and dividends, and other related measures of value. Technical analysis, as performed by the Adviser, primarily involves using quantitative models to analyze the absolute

and relative movement of a company's stock in an effort to ascertain the probabilities for future price change, based on market factors.

The Adviser's quantitative models assist the Adviser in selecting growth- or value-oriented investments (including specific sectors) for the Fund, and there are no investment limitations on market capitalization range or geographic region. The Adviser's models also help guide the selection of the Fund's investments in common stocks or underlying fund types, as the Adviser selects securities that the Adviser believes represent above average market potential relative to market risk.

As a defensive tactic, the Fund will reduce or eliminate its net position in common stocks and underlying equity funds in an attempt to preserve capital when the Adviser's evaluation indicates that the risks of the stock market may be greater than the potential rewards. As a result, the Fund may invest up to 100% of its assets in fixed income securities of any maturity and of any credit rating (including unrated and high yield fixed income securities) and cash equivalent securities. The Fund may also invest in fixed income underlying funds that invest in foreign and domestic fixed-income, ETFs, closed-end funds and unit investment trusts. The Fund may also reduce its equity exposure by selling short stock index futures contracts.

Other than as set forth in the SAI, the investment policies and limitations of the Fund are not fundamental and may be changed by the Board without shareholder approval.

## PRINCIPAL RISKS

All investments carry a certain amount of risk and the Fund cannot guarantee that it will achieve its investment objective. An investment in the Fund is not a deposit or obligation of any bank, is not endorsed or guaranteed by any bank, and is not insured by the Federal Deposit Insurance Corporation (FDIC) or any other government agency. Loss of money is a risk of investing in a mutual fund.

*Closed-end Fund Risk.* The value of the shares of a closed-end fund may be higher or lower than the value of the portfolio securities held by the closed-end fund. Closed-end investment funds may trade infrequently and with small volume, which may make it difficult for the Fund to buy and sell shares. Also, the market price of closed-end investment companies tends to rise more in response to buying demand and fall more in response to selling pressure than is the case with larger capitalization companies.

*Credit Risk.* The Fund invests in fixed income securities of any credit quality. Investments in bonds and other fixed income securities involve certain risks. An issuer of a fixed income security may not be able to make interest and principal

payments when due. Such default could result in losses to the Fund. In addition, the credit quality of securities held by the Fund may be lowered if an issuer's financial condition changes.

*Cybersecurity Risk.* Cybersecurity breaches may allow an unauthorized party to gain access to Fund assets, customer data, or proprietary information, or cause the Fund and/or its service providers to suffer data corruption or lose operational functionality.

*Derivatives Risk.* The Fund buys and sells equity index futures to equitize cash positions in the portfolio, as a defensive tactic to reduce its equity exposure, and as an element of its principal investment strategy of taking leveraged long or short positions in equity markets. Although the futures transactions are intended to provide exposure to a broad based underlying index, there are additional risks associated with these contracts that may be greater than investments in the underlying assets, including liquidity risk, leverage risk, and counterparty risk. Changes in the value of a derivative may not correlate perfectly with the underlying index the adviser seeks to track and there may be times when there is no liquid secondary market for these instruments. When used to create leverage or take short positions, these transactions are considered speculative and carry a theoretically unlimited risk of loss to the Fund.

*Exchange Traded Fund and Index Fund Risk.* The ETFs and index funds will not be able to replicate exactly the performance of the indices they track because the total return generated by the securities will be reduced by transaction costs incurred in adjusting the actual balance of the securities. In addition, the ETFs and index funds will incur expenses not incurred by their applicable indices. Certain securities comprising the indices tracked by the ETFs may, from time to time, temporarily be unavailable, which may further impede the ability of the ETFs and index funds to track their applicable indices. The Fund also will incur brokerage costs when it purchases ETFs. An ETF may trade at a discount to its net asset value.

*Fixed Income Risk.* The Fund invests in fixed income securities of any maturity. These securities will increase or decrease in value based on changes in interest rates. If rates increase, the value of the Fund's fixed income investments generally declines. On the other hand, if rates fall, the value of the fixed income investments generally increases. Your investment will decline in value if the value of the Fund's investments decreases. The market value of debt securities (including U.S. Government securities) with longer maturities are likely to respond to a greater degree to changes in interest rates than the market value of debt securities with shorter maturities.

Foreign Investment Risk. Investments in foreign countries present additional components of risk; including economic, political, legal and regulatory differences compared to domestic investments. Additionally, foreign currency fluctuations may affect the value of foreign investments.

High Yield Risk. The Fund may purchase fixed income securities rated below the investment grade category (non-investment grade bond, speculative grade or junk bond). Securities in this rating category are speculative. Changes in economic conditions or other circumstances may have a greater effect on the ability of issuers of these securities to make principal and interest payments than they do on issuers of higher grade securities.

Investment Company Risk. Because the Fund may invest in underlying funds, the value of your investment also will fluctuate in response to the performance of the underlying funds. In addition, you will indirectly bear fees and expenses charged by the underlying investment companies in which the Fund invests in addition to the Fund's direct fees and expenses. You also may receive taxable capital gains distributions to a greater extent than would be the case if you invested directly in the underlying funds.

Leverage Risk. The use of leverage by the Fund, such as borrowing money to purchase securities or the use of derivatives, will cause the Fund to incur additional expenses and magnify the Fund's gains or losses.

Liquidity Risk. Reduced liquidity affecting an individual security or an entire market may have an adverse impact on market price and the Fund's ability to sell particular securities when necessary to meet the Fund's liquidity needs or in response to a specific economic event.

Market Capitalization Risk. The Fund may hold mid- and small-capitalization investments, which presents additional risk. Investments in these capitalization ranges may be more sensitive to events and conditions that affect the stock market or that affect individual issuers.

Model and Data Risk. Given the complexity of the investments and strategies of the Fund, the Adviser relies on quantitative models and information and data supplied by third parties ("Models and Data"). These Models and Data are used to construct sets of transactions and investments, to provide risk management insights, and to assist in hedging the Fund's investment risks.

When Models and Data prove to be incorrect or incomplete, any decisions made in reliance thereon expose the Fund to potential risks. Similarly, any hedging based on faulty Models and Data may prove to be unsuccessful. Many of the models used by the Adviser for the Fund are predictive in nature. The use of predictive models has inherent risks. Because

predictive models are usually constructed based on historical data supplied by third parties, the success of relying on such models may depend heavily on the accuracy and reliability of the supplied historical data. The Fund bears the risk that the quantitative models used by the Adviser will not be successful in selecting companies for investment or in determining the weighting of investment positions that will enable the Fund to achieve its investment objective.

Momentum Style Risk. Investing in or having exposure to securities with positive momentum entails investing in securities that have had positive recent relative performance. These securities may be more volatile than a broad cross-section of securities. In addition, there may be periods during which the investment performance of the Fund while using a momentum strategy may suffer.

Short Sale Risk. The fund will incur a loss as a result of a short sale if the price of the security sold short increases in value between the date of the short sale and the date on which the fund purchases the security to replace the borrowed security. In addition, a lender may request, or market conditions may dictate, that securities sold short be returned to the lender on short notice, and the fund may have to buy the securities sold short at an unfavorable price. If this occurs, any anticipated gain to the fund may be reduced or eliminated or the short sale may result in a loss. The fund's losses are potentially unlimited in a short sale transaction. Short sales are speculative transactions and involve special risks, including greater reliance on the Adviser's ability to accurately anticipate the future value of a security.

Stock Market Risk. Because the Fund holds equity investments, it will fluctuate in value due to changes in general economic conditions and/or changes in the conditions of individual issuers.

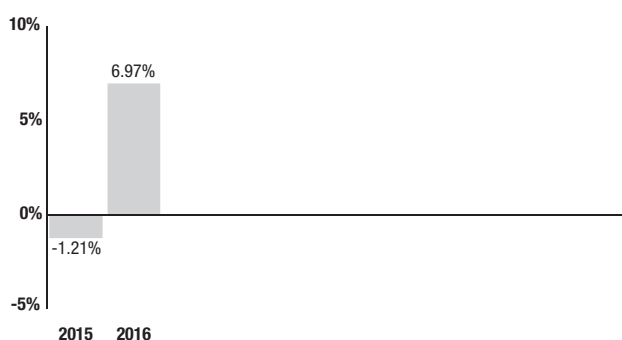
Turnover Risk. The Fund may actively trade portfolio securities to achieve its principal investment strategies, and can be driven by changes in our various quantitative investment models discussed above. A high rate of portfolio turnover involves correspondingly high transaction costs, which may adversely affect the Fund's performance over time and may generate more taxable short-term gains for shareholders.

Value Style Risk. Investing in or having exposure to "value" stocks presents the risk that the stocks may never reach what the Adviser believes are their full market values, either because the market fails to recognize what the Adviser considers to be the companies' true business values or because the Adviser misjudged those values. In addition, there may be periods during which the investment performance of the Fund while using a value strategy may suffer.

## PERFORMANCE

The following bar chart and table illustrate how the Fund's performance for its Retail Class shares has varied from year to year. The bar chart shows the variability of the Fund's annual total returns over time, and shows that Fund performance can change from year to year. The table shows the Fund's average annual total returns for certain time periods compared to the returns of a broad-based securities index. The bar chart and table provide some indication of the risks of investing in the Fund. Of course, the Fund's past performance is not necessarily an indication of its future performance. Updated performance information is available by visiting [www.meederfunds.com](http://www.meederfunds.com).

### Annual Total Returns as of 12/31/16



**Best Quarter:** 3rd Qtr. 2016 3.70%

**Worst Quarter:** 3rd Qtr. 2015 -4.46%

### Average Annual Total Returns as of 12/31/16

After-tax returns are calculated using the highest historical individual federal marginal income tax rates and do not reflect the impact of state and local taxes. Actual after-tax returns depend on a shareholder's particular tax situation and may differ from those shown. After-tax returns are not relevant for shareholders who hold Fund shares through tax-deferred arrangements, such as 401(k) plans or individual retirement accounts, or to shares held by non-taxable entities.

	Inception Date	1 Year	Since Inception
<b>Spectrum Fund Return Before Taxes – Retail Class</b>	<b>01/01/15</b>	<b>6.97%</b>	<b>2.80%</b>
<b>Spectrum Fund Return After Taxes on Distributions – Retail Class</b>		<b>6.67%</b>	<b>2.38%</b>
<b>Spectrum Fund Return After Taxes on Distributions and Sale of Fund Shares – Retail Class</b>		<b>4.43%</b>	<b>2.11%</b>
The S&P 500 Index (Reflects No Deduction for Fees, Expenses or Taxes)		11.96%	6.57%
Blended Index (Reflects No Deduction for Fees, Expenses or Taxes) <sup>2</sup>		7.29%	4.14%

<sup>2</sup> The Blended Index is comprised 60% of the S&P 500 Index and 40% of 90-day T-bills.

## PORTFOLIO MANAGEMENT

### Investment Adviser

Meeder Asset Management, Inc.

### Investment Team

Robert S. Meeder, Jr., Portfolio Manager since 12/2014

Dale W. Smith, Portfolio Manager since 12/2014

Clinton Brewer, Portfolio Manager since 12/2014

Jonathan Tremmel, Assistant Portfolio Manager since 12/2014

David Turner, Assistant Portfolio Manager since 1/2017

For additional information about the purchase and sale of Fund shares, tax information and financial intermediary compensation, please turn to **Important Information Regarding Fund Shares** on page 47 of this Prospectus.

# INFRASTRUCTURE FUND

(formerly known as Miller/Howard Infrastructure Fund)

## INVESTMENT OBJECTIVE

The investment objective of the Fund is to provide total return, including capital appreciation and income.

## FEES AND EXPENSES OF THE FUND

This table describes the fees and expenses that you may pay if you buy and hold shares of the Fund.

### Annual Fund Operating Expenses

(expenses that you pay each year as a percentage of the value of your investment)

	RETAIL CLASS	ADVISER CLASS	INSTITUTIONAL CLASS
Management Fees	1.00%	1.00%	1.00%
Distribution/Service (12b-1) Fees	0.24%	None	None
Other Expenses	1.04%	1.11%	0.97%
Acquired Fund Fees and Expenses <sup>1</sup>	0.02%	0.02%	0.02%
Total Annual Fund Operating Expenses	2.30%	2.13%	1.99%
Net Fee Waiver <sup>2</sup>	(0.25)%	(0.25)%	(0.25)%
Total Annual Fund Operating Expenses After Fee Waiver	2.05%	1.88%	1.74%

<sup>1</sup> Acquired fund fees and expenses are not reflected in the Financial Highlights or audited financial statements.

<sup>2</sup> The Adviser has contractually agreed to reduce its management fee by 0.25% on the first \$50,000,000 in average daily net assets. The agreement may be terminated by the Adviser after April 30, 2018, unless the contract is renewed. The contractual fee waiver may not be changed or terminated during the time period set forth above.

### Example

This example is intended to help you compare the cost of investing in the Fund with the cost of investing in other mutual funds. The example assumes that you invest \$10,000 in the Fund for the time periods indicated and then redeem all of your shares at the end of those periods. The example also assumes that your investment has a 5% return each year and

that the Fund's operating expenses remain the same. Although your actual costs may be higher or lower, based on these assumptions, your cost of investing in the Fund would be:

	1 Year	3 Years	5 Years	10 Years
Retail	\$208	\$694	\$1,208	\$2,616
Adviser	\$191	\$643	\$1,121	\$2,442
Institutional	\$177	\$600	\$1,050	\$2,297

## PORTFOLIO TURNOVER

The Fund pays transaction costs, such as commissions, when it buys and sells securities (or "turns over" its portfolio). A higher portfolio turnover rate may indicate higher transaction costs and may result in higher taxes when Fund shares are held in a taxable account. These costs, which are not reflected in annual fund operating expenses or in the example, affect the Fund's performance. During the most recent fiscal year, the Fund's portfolio turnover rate was 44% of the average value of its portfolio.

## PRINCIPAL INVESTMENT STRATEGIES

The Fund generally invests at least 80% of the value of its net assets, plus any borrowing for investment purposes, in the equity securities, both common and preferred, of domestic or foreign (global exposure is provided through exchange-traded ADRs (American Depository Receipts)) infrastructure companies, their suppliers and subcontractors including water, gas, electric utilities, waste, communication and telecom, internet, energy midstream, roads and bridges, healthcare and technology facilities, transportation and logistics and renewable energy. The Fund will generally seek to invest in the securities of issuers that Adviser considers to be financially strong with reliable earnings, but may invest in securities having other attributes in its discretion. The Fund may also invest directly in derivatives, such as options and futures contracts, or in underlying funds investing in futures contracts and options on futures contracts. These investments may be used, for example, in an effort to earn extra income, to provide adequate liquidity, to adjust exposure to individual securities or markets, to protect all or a portion of the Fund's portfolio from a decline in value, or to maintain a fully-invested position in equity securities.

The Fund will invest 25% or more of its total assets at the time of purchase in securities of public utility companies. Utility companies are defined as those that provide electricity, natural gas, water, telecommunications, video distribution or sanitary services (collectively, "utility services") to the public and industry. Suppliers of services and equipment to those companies may include, for example, transportation and distribution services between utilities and producers of energy,

independent producers of energy, construction companies, related tool and machinery manufacturer, meter and measuring device companies, and manufacturers of control software and enabling technology of any kind. Suppliers may also include telephone, broadband and routing equipment manufacturers, and alternate energy equipment manufacturers.

The Fund may invest up to 25% of its total assets at the time of purchase in securities of master limited partnerships (“MLPs”) generally in the energy sector. An MLP is a limited partnership that is publicly traded on an exchange. It combines the tax benefits of a limited partnership with the liquidity of publicly traded securities. In addition, the Fund may invest in preferred equity, convertible securities, rights, warrants and depository receipts of companies that are organized as corporations and energy REITs. The Fund may also invest in a broad mix of assets including, but not limited to, registered investment companies, royalty trusts, exchange traded notes, exchange traded funds, index funds and index-based investments, and defensive instruments such as cash and cash equivalents. The Fund may invest without regard to capitalization. For purposes of the Fund’s 80% test, any investments in derivatives will be valued at market value.

The Adviser uses fundamental analysis to identify those securities that it believes provide potential for capital appreciation, current income, or growth of income. Fundamental analysis involves assessing a company and its business environment, management, balance sheet, income statement, anticipated earnings and dividends, and other related measures of value. In addition, the Adviser may from time to time use technical analysis in attempting to determine optimal buy and sell points for individual securities. Technical analysis views the absolute and relative movement of a company’s stock in an effort to ascertain the probabilities for future price change, based on market factors.

Other than as set forth in the SAI, the investment policies and limitations of the Fund are not fundamental and may be changed by the Board without shareholder approval.

## PRINCIPAL RISKS

All investments carry a certain amount of risk and the Fund cannot guarantee that it will achieve its investment objective. An investment in the Fund is not a deposit or obligation of any bank, is not endorsed or guaranteed by any bank, and is not insured by the Federal Deposit Insurance Corporation (FDIC) or any other government agency. Loss of money is a risk of investing in a mutual fund.

*Concentration Risk.* Because the Fund is concentrated in the infrastructure and utilities industries, its performance is largely dependent on those industries’ performance, which may differ from that of the overall stock market. Governmental regulation of some companies can limit their

ability to expand their businesses or to pass cost increases on to customers. Companies providing power or energy-related services may also be affected by fuel shortages or cost increases, environmental protection or energy conservation regulations, and fluctuating demand for their services. The telecommunications segment has historically been more volatile due to the rapid pace of product change and development within the segment. The stock prices of companies operating within this sector may be subject to abrupt or erratic movements.

*Cybersecurity Risk.* Cybersecurity breaches may allow an unauthorized party to gain access to Fund assets, customer data, or proprietary information, or cause the Fund and/or its service providers to suffer data corruption or lose operational functionality.

*Derivatives Risk.* The Fund may use derivatives in connection with its investment strategies. Derivatives may be riskier than other types of investments because they may be more sensitive to changes in economic or market conditions than other types of investment and could result in losses that significantly exceed the Fund’s original investment. Derivatives also are subject to the risk that changes in the value of a derivative may not correlate perfectly with the underlying asset, rate or index. The use of derivatives for hedging or risk management purposes may not be successful, resulting in losses to the Fund, and the cost of such strategies may reduce the Fund’s returns. The value of futures and options held by the Fund may fluctuate based on a variety of market and economic factors. In some cases, the fluctuations may offset (or be offset by) changes in the value of securities held in the Fund’s portfolio. All transactions in futures and options involve the possible risk of loss to the Fund of all or a significant part of its investment. In some cases, the risk of loss may exceed the amount of the Fund’s investment. When the Fund sells a futures contract or writes a call option without holding the underlying securities, currencies or futures contracts, its potential loss is unlimited. The Fund will, however, be required to set aside with its custodian bank liquid assets in amounts sufficient at all times to satisfy the Fund’s obligations under futures and options contracts. The successful use of futures and exchange-traded options depends on the availability of a liquid secondary market to enable the Fund to close its positions on a timely basis. There can be no assurance that such a market will exist at any particular time.

*Energy Sector Risk.* Because the Fund may invest up to 25% of its Total Assets in MLPs, generally in the energy sector, and may otherwise invest in the energy sector, the Fund is subject to energy sector risks. At times, the performance of securities of companies in the energy sector may lag the performance of other sectors or the broader market as a whole, and a downturn in the energy sector could have an adverse effect on the Fund’s performance. To the extent a significant portion of the Fund is invested in the energy sector, the Fund may

present more risks than if it were more broadly diversified over numerous industries and sectors of the economy. At times, the performance of securities of companies in the energy sector may lag the performance of other sectors or the broader market as a whole.

**Foreign Investment Risk.** Investments in foreign countries present additional components of risk; including economic, political, legal and regulatory differences compared to domestic investments. Additionally, foreign currency fluctuations may affect the value of foreign investments.

**Infrastructure Companies Risk.** A fund that invests significantly in infrastructure related securities has exposure to adverse economic, regulatory, political, legal and other changes affecting the issuers of such securities. Infrastructure companies may be subject to a variety of factors that may adversely affect their business or operations, including high interest costs in connection with capital construction and improvement programs, high leverage, costs associated with environmental and other regulations, the effects of economic slowdown, surplus capacity, increased competition from other providers of services, uncertainties concerning the availability of fuel at reasonable prices, the effects of energy conservation policies and other factors. Infrastructure companies may also be affected by or subject to:

- difficulty in raising capital in adequate amounts on reasonable terms in periods of high inflation and unsettled capital markets;
- inexperience with and potential losses resulting from regulatory decisions;
- costs associated with compliance with and changes in environmental and other regulations;
- regulation by various government authorities; government regulation of rates charged to customers;
- service interruption due to environmental, operational or other mishaps;
- the imposition of special tariffs and changes in tax laws, regulatory policies and accounting standards; technological innovations that may render existing plants, equipment or products obsolete; and general changes in market sentiment towards infrastructure assets.

**Market Capitalization Risk.** The Fund may hold mid and small capitalization investments, which presents additional risk. Investments in these capitalization ranges may be more sensitive to events and conditions that affect the stock market.

**Risks of Master Limited Partnerships ("MLPs").** An investment in MLP units involves risks that differ from a similar investment in equity securities, such as common stock, of a corporation.

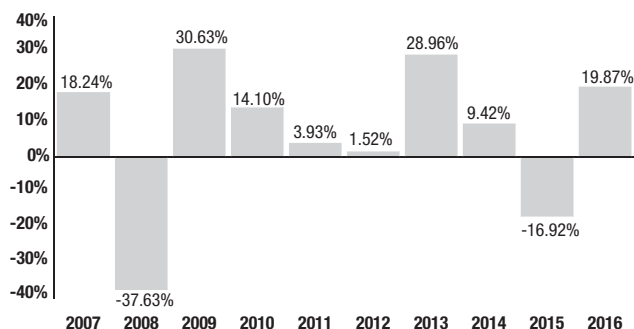
Under normal market conditions, the Fund may invest up to 25% of its Total Assets in MLP units. As compared to common shareholders of a corporation, holders of MLP units have more limited control and limited rights to vote on matters affecting the partnership. There are certain tax risks associated with an investment in MLP units (described further below). Additionally, conflicts of interest may exist among common unit holders, subordinated unit holders and the general partner or managing member of an MLP; for example a conflict may arise as a result of incentive distribution payments.

**Stock Market Risk.** Because the Fund holds equity investments, it will fluctuate in value due to changes in general economic conditions.

## PERFORMANCE

The following bar chart and table illustrate how the Fund's performance has varied from year to year. The bar chart shows the variability of the Fund's annual total returns over time, and shows that Fund performance can change from year to year. The table shows the Fund's average annual total returns for certain time periods compared to the returns of a broad-based securities index. The bar chart and table provide some indication of the risks of investing in the Fund. Of course, the Fund's past performance is not necessarily an indication of its future performance. Updated performance information is available by visiting [www.meederfunds.com](http://www.meederfunds.com).

### Annual Total Returns as of 12/31/16



**Best Quarter: 2nd Qtr. 2009 16.21%**

**Worst Quarter: 4th Qtr. 2008 -20.10%**

### Average Annual Total Returns as of 12/31/16

After-tax returns are calculated using the highest historical individual federal marginal income tax rates and do not reflect the impact of state and local taxes. Actual after-tax returns depend on a shareholder's particular tax situation and may differ from those shown. After-tax returns are not relevant for shareholders who hold Fund shares through tax-deferred arrangements, such as 401(k) plans or individual retirement accounts, or to shares held by non-taxable entities.



	Inception Date	1 Year	5 Years	10 Years
<b>Infrastructure Fund Return Before Taxes – Retail Class</b>	<b>06/21/95</b>	<b>19.87%</b>	<b>7.37%</b>	<b>5.01%</b>
<b>Infrastructure Fund Return After Taxes on Distributions – Retail Class</b>		<b>19.21%</b>	<b>5.87%</b>	<b>4.00%</b>
<b>Infrastructure Fund Return After Taxes on Distributions and Sale of Fund Shares – Retail Class</b>		<b>12.28%</b>	<b>6.09%</b>	<b>4.00%</b>
Morningstar Global Equity Infrastructure Index (Reflects No Deduction for Fees, Expenses or Taxes)		11.48%	8.01%	4.32%

## PORTFOLIO MANAGEMENT

### Investment Adviser

Meeder Asset Management, Inc.

### Investment Team

Robert S. Meeder, Jr., Portfolio Manager since 9/2016

Dale Smith, Portfolio Manager since 9/2016

Clinton Brewer, Portfolio Manager since 9/2016

Jonathan Tremmel, Assistant Portfolio Manager since 9/2016

David Turner, Assistant Portfolio Manager since 1/2017

For additional information about the purchase and sale of Fund shares, tax information and financial intermediary compensation, please turn to **Important Information Regarding Fund Shares** on page 47 of this Prospectus.

# TOTAL RETURN BOND FUND

## INVESTMENT OBJECTIVE

The investment objective is total return, consisting of income and capital growth, consistent with minimizing the risk of loss of capital.

## FEES AND EXPENSES OF THE FUND

This table describes the fees and expenses that you may pay if you buy and hold shares of the Fund.

### Annual Fund Operating Expenses

(expenses that you pay each year as a percentage of the value of your investment)

	RETAIL CLASS	ADVISER CLASS	INSTITUTIONAL CLASS
Management Fees	0.29%	0.29%	0.29%
Distribution/Service (12b-1) Fees	0.25%	None	None
Other Expenses	0.46%	0.44%	0.27%
Acquired Fund Fees and Expenses <sup>1</sup>	0.60%	0.60%	0.60%
Total Annual Fund Operating Expenses	1.60%	1.33%	1.16%

<sup>1</sup> Acquired fund fees and expenses are not reflected in the Financial Highlights or audited financial statements.

### Example

This example is intended to help you compare the cost of investing in the Fund with the cost of investing in other mutual funds. The example assumes that you invest \$10,000 in the Fund for the time periods indicated and then redeem all of your shares at the end of those periods. The example also assumes that your investment has a 5% return each year and that the Fund's operating expenses remain the same. Although your actual costs may be higher or lower, based on these assumptions, your cost of investing in the Fund would be:

	1 Year	3 Years	5 Years	10 Years
Retail	\$163	\$505	\$871	\$1,900
Adviser	\$135	\$421	\$729	\$1,601
Institutional	\$118	\$368	\$638	\$1,409

## PORTFOLIO TURNOVER

The Fund pays transaction costs, such as commissions, when it buys and sells securities (or "turns over" its portfolio). A higher portfolio turnover rate may indicate higher transaction costs and may result in higher taxes when Fund shares are held in a taxable account. These costs, which are not reflected in annual fund operating expenses or in the example, affect the Fund's performance. During the current year, the Fund's portfolio turnover rate was 217% of the average value of its portfolio.

## PRINCIPAL INVESTMENT STRATEGIES

The Fund, under normal market conditions, invests at least 80% of its assets in bonds which include fixed income securities and/or investments that provide exposure to fixed income securities. The Fund pursues its investment objective by investing primarily in fixed income investment companies ("underlying funds"), which include mutual funds with investments in domestic and foreign fixed-income securities, exchange traded funds ("ETFs"), closed-end funds, and unit investments trusts. Investments in fixed income securities may also include, but are not limited to, securities of governments throughout the world (including the United States), their agencies and instrumentalities, cash equivalents, income-producing securities including U.S. and foreign investment grade and below investment grade corporate bonds, convertible corporate bonds, structure instruments (debt securities issued by agencies of the U.S. Government (such as Ginnie Mae, Fannie Mae, and Freddie Mac), corporations and other business entities whose interest and/or principal payments are indexed to certain specific foreign currency exchange rates, interest rates, or one or more other reference indices or obligations), asset-backed securities, inflation-linked securities, commercial paper, certificates of deposit, banker's acceptances and other bank obligations, money market funds, repurchase agreements, and derivatives, such as futures contracts, options and swaps. The Fund may invest in securities of any maturity, as well as in common and preferred stocks, Real Estate Investment Trusts ("REITs"), or Master Limited Partnerships ("MLPs"). The Fund may invest in securities of any credit rating (including unrated securities) and may invest without limit in higher risk, below-investment grade debt securities, commonly referred to as "high yield securities" or "junk bonds".

The Fund's Adviser uses a combination of quantitative models that seek to measure the relative risks and opportunities of each market segment based upon economic, market, political, currency and technical data, and the Adviser's own assessment of economic and market conditions, to create an optimal risk/return allocation of the Fund's assets among various segments of the fixed-income market. After sector allocations are made, the Fund's Adviser uses traditional credit analysis to identify investments for the Fund's portfolio. In addition, the Adviser utilizes quantitative models to assist in managing the duration of the Fund's investment portfolio. As a defensive measure, the Adviser is permitted to shift the Fund's investments between fixed income investments across the credit quality spectrum, ranging from U.S. Government Securities to high yield securities.

Other than as set forth in the SAI, the investment policies and limitations of the Fund are not fundamental and may be changed by the Board without shareholder approval.

## PRINCIPAL RISKS

All investments carry a certain amount of risk and the Fund cannot guarantee that it will achieve its investment objective. An investment in the Fund is not a deposit or obligation of any bank, is not endorsed or guaranteed by any bank, and is not insured by the Federal Deposit Insurance Corporation (FDIC) or any other government agency. Loss of money is a risk of investing in a mutual fund.

*Credit Risk.* The Fund may invest in investment grade and below investment grade (junk) corporate debt obligations, exchange traded funds, index-based investments and unit investment trusts that invest in investment grade or below investment grade corporate debt obligations. Investments in corporate bonds and other fixed income securities involve certain risks. An issuer of a fixed income security may not be able to make interest and principal payments when due. Such default could result in losses to the Fund. In addition, the credit quality of securities held by the Fund may be lowered if an issuer's financial condition changes. Below investment grade (junk) corporate debt obligations may be regarded as speculative. There is a greater risk that issuers of lower rated securities will default than issuers of higher rated securities.

*Cybersecurity Risk.* Cybersecurity breaches may allow an unauthorized party to gain access to Fund assets, customer data, or proprietary information, or cause the Fund and/or its service providers to suffer data corruption or lose operational functionality.

*Derivatives Risk.* The Fund may buy equity index futures in connection with its investment strategies to equitize cash positions in the portfolio. Although the futures transactions are intended to provide exposure to a broad based underlying index, there are additional risks associated with these

contracts that may be greater than investments in the underlying assets, including liquidity risk, leverage risk, and counterparty risk. Changes in the value of a derivative may not correlate perfectly with the underlying index the adviser seeks to track and there may be times when there is no liquid secondary market for these instruments. All transactions in futures involve the possible risk of loss and the fund could lose more than the initial amount invested.

*Exchange Traded Fund and Index Fund Risk.* The ETFs and index funds may not be able to replicate exactly the performance of the indices they track because the total return generated by the securities will be reduced by transaction costs incurred in adjusting the actual balance of the securities. In addition, the ETFs and index funds will incur expenses not incurred by their applicable indices. Certain securities comprising the indices tracked by the ETFs may, from time to time, temporarily be unavailable, which may further impede the ability of the ETFs and index funds to track their applicable indices. The Fund also will incur brokerage costs when it purchases ETFs. An ETF may trade at a discount to its net asset value.

*Fixed Income Risk.* The Fund invests in fixed income securities. These securities will increase or decrease in value based on changes in interest rates. If rates increase, the value of the Fund's fixed income investments generally declines. On the other hand, if rates fall, the value of the fixed income investments generally increases. Your investment will decline in value if the value of the Fund's investments decreases. The market value of debt securities (including U.S. Government securities) with longer maturities are likely to respond to a greater degree to changes in interest rates than the market value of debt securities with shorter maturities.

*Foreign Investment Risk.* Investments in foreign countries present additional components of risk; including economic, political, legal and regulatory differences compared to domestic investments. Additionally, foreign currency fluctuations may affect the value of foreign investments.

*Government Securities Risk.* The Fund may invest in securities issued or guaranteed by the U.S. government or its agencies and instrumentalities. These securities may be backed by the credit of the government as a whole or only by the issuing agency. No assurance can be given that the U.S. government would provide financial support to its agencies and instrumentalities if not required to do so by law. Neither the U.S. government nor its agencies guarantee the market value of their securities, and interest rate changes, prepayments and other factors may affect the value of government securities.

*High Yield Risk.* The Fund may purchase fixed income securities rated below the investment grade category (non-investment grade bond, speculative grade or junk bond). Securities in this rating category are speculative. Changes in economic conditions or other circumstances may have a greater effect

on the ability of issuers of these securities to make principal and interest payments than they do on issuers of higher grade securities.

*Investment Company Risk.* Because the Fund invests primarily in underlying funds, the value of your investment also will fluctuate in response to the performance of the underlying funds. In addition, you will indirectly bear fees and expenses charged by the underlying investment companies in which the Fund invests in addition to the Fund's direct fees and expenses. You also may receive taxable capital gains distributions to a greater extent than would be the case if you invested directly in the underlying funds.

*Liquidity Risk.* Reduced liquidity affecting an individual security or an entire market may have an adverse impact on market price and the Fund's ability to sell particular securities when necessary to meet the Fund's liquidity needs or in response to a specific economic event.

*Model and Data Risk:* Given the complexity of the investments and strategies of the Fund, the Adviser relies on quantitative models and information and data supplied by third parties ("Models and Data"). These Models and Data are used to construct sets of transactions and investments, to provide risk management insights, and to assist in hedging the Fund's investment risks.

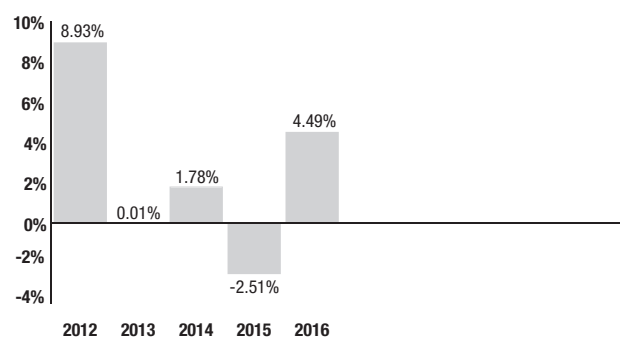
When Models and Data prove to be incorrect or incomplete, any decisions made in reliance thereon expose the Fund to potential risks. Similarly, any hedging based on faulty Models and Data may prove to be unsuccessful. Many of the models used by the Adviser for the Fund are predictive in nature. The use of predictive models has inherent risks. Because predictive models are usually constructed based on historical data supplied by third parties, the success of relying on such models may depend heavily on the accuracy and reliability of the supplied historical data. The Fund bears the risk that the quantitative models used by the Adviser will not be successful in selecting companies for investment or in determining the weighting of investment positions that will enable the Fund to achieve its investment objective.

*Turnover Risk.* The Fund may actively trade portfolio securities to achieve its principal investment strategies, and can be driven by changes in our quantitative investment models. A high rate of portfolio turnover involves correspondingly high transaction costs, which may adversely affect the Fund's performance over time and may generate more taxable short-term gains for shareholders.

## PERFORMANCE

The following bar chart and table illustrate how the Fund's performance for its Retail Class shares has varied from year to year. The bar chart shows the variability of the Fund's annual total returns over time, and shows that Fund performance can change from year to year. The table shows the Fund's average annual total returns for certain time periods compared to the returns of a broad-based securities index. The bar chart and table provide some indication of the risks of investing in the Fund. Of course, the Fund's past performance is not necessarily an indication of its future performance. Updated performance information is available by visiting [www.meederfunds.com](http://www.meederfunds.com).

### Annual Total Returns as of 12/31/16



**Best Quarter:** 3rd Qtr. 2012 3.84%

**Worst Quarter:** 2nd Qtr. 2013 -3.09%

## Average Annual Total Returns as of 12/31/16

After-tax returns are calculated using the highest historical individual federal marginal income tax rates and do not reflect the impact of state and local taxes. Actual after-tax returns depend on a shareholder's particular tax situation and may differ from those shown. After-tax returns are not relevant for shareholders who hold Fund shares through tax-deferred arrangements, such as 401(k) plans or individual retirement accounts, or to shares held by non-taxable entities.

	Inception Date	1 Year	5 Years	Since Inception
<b>Total Return Bond Fund Return Before Taxes – Retail Class</b>	<b>06/30/2011</b>	<b>4.49%</b>	<b>2.47%</b>	<b>2.13%</b>
<b>Total Return Bond Fund Return After Taxes on Distributions – Retail Class</b>		<b>3.31%</b>	<b>1.10%</b>	<b>0.74%</b>
<b>Total Return Bond Fund Return After Taxes on Distributions and Sale of Fund Shares – Retail Class</b>		<b>2.71%</b>	<b>1.30%</b>	<b>1.01%</b>
Bloomberg Barclays US Aggregate Bond Index (Reflects No Deduction for Fees, Expenses or Taxes)		2.65%	2.23%	2.93%

The Bloomberg Barclays US Aggregate Bond Index is a benchmark index composed of U.S. securities in Treasury, government-related, corporate, and securitized sectors. It includes securities that are of investment grade quality or better, have at least one year to maturity, and have an outstanding par value of at least \$250 million.

## PORTFOLIO MANAGEMENT

### Investment Adviser

Meeder Asset Management, Inc.

### Investment Team

Robert S. Meeder, Jr., Portfolio Manager since 6/2011

Dale W. Smith, Portfolio Manager since 8/2005

Robert G. Techentin, Portfolio Manager since 8/2006

Jason Headings, Portfolio Manager since 9/2011

Amisha Kaus, Portfolio Manager since 11/2015

Clinton Brewer, Portfolio Manager since 6/2008

For additional information about the purchase and sale of Fund shares, tax information and financial intermediary compensation, please turn to **Important Information Regarding Fund Shares** on page 47 of this Prospectus.

# PRIME MONEY MARKET FUND

## INVESTMENT OBJECTIVE

The investment objective of the Fund is to provide current income while maintaining a stable share price of \$1.00.

## FEES AND EXPENSES OF THE FUND

This table describes the fees and expenses that you may pay if you buy and hold shares of the Fund.

### Annual Fund Operating Expenses

(expenses that you pay each year as a percentage of the value of your investment)

Management Fees	0.33%
Distribution/Service (12b-1) Fees	0.01%
Other Expenses	0.35%
Acquired Fund Fees and Expenses <sup>1</sup>	0.04%
<b>Total Annual Fund Operating Expenses</b>	<b>0.73%</b>

<sup>1</sup> Acquired fund fees and expenses are not reflected in the Financial Highlights or audited financial statements.

### Example

This example is intended to help you compare the cost of investing in the Fund with the cost of investing in other mutual funds. The example assumes that you invest \$10,000 in the Fund for the time periods indicated and then redeem all of your shares at the end of those periods. The example also assumes that your investment has a 5% return each year and that the Fund's operating expenses remain the same. Although your actual costs may be higher or lower, based on these assumptions, your cost of investing in the Fund would be:

1 Year	3 Years	5 Years	10 Years
\$75	\$233	\$406	\$906

## PRINCIPAL INVESTMENT STRATEGIES

The Fund invests primarily in high-quality, short-term money market instruments, such as securities backed by the full faith and credit of the U.S. Government, securities issued by U.S. Government agencies, obligations issued by corporations and financial institutions, and money market mutual funds that invest in such securities.

The Fund is a money market fund managed to meet the requirements of Rule 2a-7 under the Investment Company Act of 1940, including those related to liquidity, quality, maturity, and diversification. Consistent with these requirements, the Fund:

- Seeks to maintain a net asset value of \$1.00 per share.
- Only acquires securities the Fund's investment adviser determines present minimal credit risks and that are "Eligible Securities" under applicable regulation.
- Only acquires securities with remaining maturities of 397 calendar days or less as determined under

Rule 2a-7.

- Maintains a dollar-weighted average portfolio maturity of 60 calendar days or less.
- Will not invest more than 5% of its total assets in the securities of a single issuer, other than in U.S. Government securities or as permitted under Rule 2a-7.
- Will not acquire any illiquid security if, immediately after the acquisition, the Fund would have invested more than 5% of its total assets in illiquid securities.
- Maintains a maximum dollar-weighted average life maturity of 120 calendar days or less.
- Will not acquire any security other than a "daily liquid asset" (as defined in Rule 2a-7) if, immediately after the acquisition, the Fund would have invested less than 10% of its total assets in "daily liquid assets."
- Will not acquire any security other than a "weekly liquid asset" (as defined in Rule 2a-7) if, immediately after the acquisition, the Fund would have invested less than 30% of its total assets in "weekly liquid assets."

The Fund will limit its purchases to U.S. Government securities and securities of its agencies and instrumentalities, bank obligations and instruments secured thereby, high quality commercial paper, high-grade corporate obligations, funding agreements, repurchase agreements, and money market mutual funds that invest in such securities. The Fund generally will attempt to purchase securities with longer maturities

when it believes interest rates are falling and will attempt to purchase securities with shorter maturities when it believes interest rates are rising.

The Fund may engage in repurchase agreement transactions that are collateralized by cash or government securities. In addition, it may engage in repurchase agreement transactions that are collateralized by non-government securities such as fixed income securities that are rated investment grade and below investment grade by nationally recognized statistical rating organizations or unrated securities of comparable quality. The term of a fixed income security used as collateral may be longer than permissible for the Fund to invest directly.

The Fund intends to qualify as a “Retail Money Market Fund,” as defined by Rule 2a-7 under the Investment Company Act of 1940. Retail Money Market Funds may be beneficially owned only by natural persons, as determined in the “How to Buy Shares” section of this Prospectus.

Other than as set forth in the SAI, the investment policies and limitations of the Fund are not fundamental and may be changed by the Board without shareholder approval.

## PRINCIPAL RISKS

All investments carry a certain amount of risk and the Fund cannot guarantee that it will achieve its investment objective. You could lose money by investing in the Fund. Although the Fund seeks to preserve the value of your investment at \$1.00 per share, it cannot guarantee it will do so. The Fund may impose a fee upon sale of your shares or may temporarily suspend your ability to sell shares if the Fund’s liquidity falls below required minimums because of market conditions or other factors. An investment in the Fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. The Fund’s sponsor has no legal obligation to provide financial support to the Fund, and you should not expect that the sponsor will provide financial support to the Fund at any time.

*Credit Risk.* Investments in fixed income securities involve certain risks. An issuer of a fixed income security may not be able to make interest and principal payments when due. Such default could result in losses to the Fund.

*Cybersecurity Risk.* Cybersecurity breaches may allow an unauthorized party to gain access to Fund assets, customer data, or proprietary information, or cause the Fund and/or its service providers to suffer data corruption or lose operational functionality.

*Fixed Income Risk.* The Fund invests in fixed income securities. These securities will increase or decrease in value based on changes in interest rates. If rates increase, the value of the Fund’s fixed income investments generally declines. On

the other hand, if rates fall, the value of the fixed income investments generally increases. Your investment will decline in value if the value of the Fund’s investments decreases. The market value of debt securities (including U.S. Government securities) with longer maturities are likely to respond to a greater degree to changes in interest rates than the market value of debt securities with shorter maturities.

*Government Securities Risk.* The Fund invests in securities issued or guaranteed by the U.S. government or its agencies and instrumentalities. These securities may be backed by the credit of the government as a whole or only by the issuing agency. No assurance can be given that the U.S. government would provide financial support to its agencies and instrumentalities if not required to do so by law. Neither the U.S. government nor its agencies guarantee the market value of their securities, and interest rate changes, prepayments and other factors may affect the value of government securities.

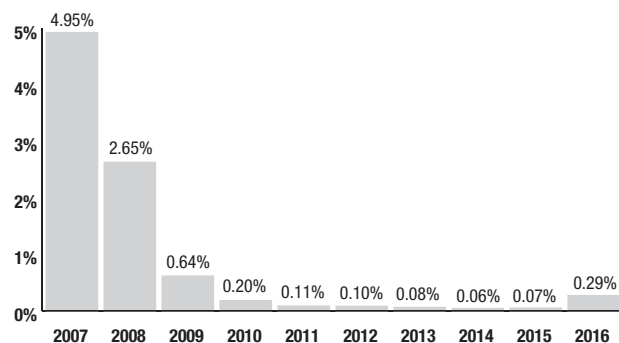
*Investment Company Risk.* To the extent the Fund invests in money market mutual funds (“the underlying funds”), you will indirectly bear fees and expenses charged by the underlying investment companies in which the Fund invests in addition to the Fund’s direct fees and expenses.

*Repurchase Agreement Risk.* The Fund is subject to the risk that the counterparty may default on its obligation to repurchase the underlying instruments collateralizing the repurchase agreement, which may cause the Fund to lose money. These risks are magnified to the extent that a repurchase agreement is secured by securities other than cash or U.S. Government securities.

## PERFORMANCE

The following bar chart and table illustrate how the Fund’s performance has varied from year to year. The bar chart shows variability of the Fund’s annual total returns over time. The table shows the Fund’s average annual total returns for annual time periods ended December 31. The bar chart and table provide some indication of the risks of investing in the Fund. Of course, the Fund’s past performance is not necessarily an indication of its future performance. Updated performance information is available by visiting [www.meederfunds.com](http://www.meederfunds.com).

## Annual Total Returns as of 12/31/16



**Best Quarter:** 3rd Qtr. 2007 1.24%

**Worst Quarter:** 1st Qtr. 2015 0.01%

## Average Annual Total Returns as of 12/31/16

	Inception Date	1 Year	5 Years	10 Years	Since Inception
<b>Prime Money Market Fund</b>	3/27/85	0.29%	0.12%	0.90%	3.71%
The Lipper Average General Purpose Money Market Fund		0.13%	0.04%	0.75%	3.46%

The Fund's average annual total returns are compared to the Lipper Average General Purpose Money Market Fund which are groupings of retail and institutional money market funds that take into account the deduction of expenses associated with a money market fund, such as investment management and accounting fees.

## Yield as of 12/31/16

	7-Day Simple Yield	7-Day Compound Yield
Prime Money Market Fund	0.42%	0.42%

Updated performance information is available by visiting [www.meederfunds.com](http://www.meederfunds.com).

## PORTFOLIO MANAGEMENT

### Investment Adviser

Meeder Asset Management, Inc.

### Investment Team

Robert S. Meeder, Jr., Portfolio Manager since 6/2011

Dale W. Smith, Portfolio Manager since 8/2005

Clinton Brewer, Portfolio Manager since 6/2008

Jason Headings, Portfolio Manager since 9/2011

Robert G. Techentin, Portfolio Manager since 8/2006

Amisha Kaus, Portfolio Manager since 11/2015

For additional information about the purchase and sale of Fund shares, tax information and financial intermediary compensation, please turn to **Important Information Regarding Fund Shares** on page 47 of this Prospectus.



# IMPORTANT INFORMATION REGARDING FUND SHARES

## BUYING AND SELLING FUND SHARES

The minimum and subsequent investment requirements for the Funds are as follows:

Minimum Investment Requirement	Retail Class Shares	Adviser Class Shares	Institutional Class Shares
Initial Investment	\$2,500	\$2,500	\$1,000,000
Initial Investment - IRA Account	\$500	\$500	\$1,000,000
Subsequent Investment	\$100	\$100	\$100

**To Place Orders, Write to:** Meeder Funds  
P.O. Box 7177  
Dublin, OH 43017  
1-800-325-3539

### Transaction Policies

In general, you can buy or sell shares of the Funds on any business day through your broker or financial intermediary, through ADS, the Funds' affiliated principal underwriter, or directly from the Meeder Funds by mail or telephone. You can generally pay for shares by check, wire or electronic funds transfer (ACH). When selling shares, you will receive a check, unless you request a wire or ACH. You also may buy and sell shares through a financial professional.

### Tax Information

The Fund's distributions are taxable as ordinary income or capital gains, except when your investment is in an IRA, 401(k) or other tax-advantaged investment plan. Such tax deferred arrangements may be taxed later upon withdrawal of monies from these arrangements.

### Payments to Broker-Dealers and Other Financial Intermediaries

If you purchase shares of a Fund through a broker-dealer or other financial intermediary (such as a bank), the Meeder Funds and its related companies may pay the intermediary for the sale of Fund shares and related services. These payments may create a conflict of interest by influencing the broker-dealer or other intermediary and your financial adviser to recommend the Fund over another investment. Ask your salesperson or visit your financial professional's web site for more information.

# MORE ABOUT PRINCIPAL INVESTMENT STRATEGIES AND RELATED RISKS

## INVESTMENT STRATEGIES

### Prime Money Market Fund

The Fund seeks to achieve its objective by investing in high-quality money market instruments which mature in 397 days or less. Money market instruments include securities backed by the full faith and credit of the U.S. Government, securities issued by U.S. Government agencies, repurchase agreements, certificates of deposit, banker's acceptances, commercial paper and other money market funds. To be considered high-quality, a security generally must be an "Eligible Security" under applicable regulation.

The Fund may change its average portfolio maturity or the quality of holdings to protect its net asset value when it is perceived that changes in the liquidity may adversely affect the money markets. The Fund intends to qualify as a "Retail Money Market Fund," as defined by Rule 2a-7 under the Investment Company Act of 1940. Retail Money Market Funds may be beneficially owned only by natural persons, as determined in the "How to Buy Shares" section of this Prospectus.

### Total Return Bond Fund

The Fund may invest in debt securities of any maturity and does not have a target average duration. The Fund may invest in securities of any quality, and may invest without limit in below investment grade securities or unrated securities considered by the Fund's investment team to be of comparable quality, sometimes referred to as "high yield" or "junk" bonds. An investment will be considered to be below investment grade if it is rated Ba1 by Moody's Investors Service, Inc. and BB+ by Standard & Poor's Ratings Group, or lower or, if unrated, is considered by the Fund's investment team to be of comparable quality.

The Fund may invest in derivative instruments, such as options, futures contracts or swap agreements, or in mortgage- or asset-backed securities, subject to applicable law and any other restrictions described in the Fund's Prospectus or SAI. The Fund may purchase or sell securities on a when-issued, delayed delivery or forward commitment basis. The Fund may also purchase preferred stocks.

The Fund may invest in mortgage-related and other asset-backed securities, loan participations, inflation-protected securities, structured securities, variable and floating rate instruments, and may use other investment techniques.

The Fund may invest in emerging market debt. There is no limit on the amount of the Fund's assets that may be invested in obligations of issuers in any country or group of countries.

The Fund may also invest in underlying funds that invest primarily in fixed income securities, including funds holding foreign securities. The Adviser will vary the proportion of each type of underlying fund based on the mix of such underlying funds that may, in the Adviser's view, be most likely to achieve the Fund's investment objectives.

The Fund may invest available cash balances in the Meeder Funds Institutional Prime Money Market Fund.

### **Balanced Fund**

The Fund will seek to achieve its investment objective through asset allocation and our tactical selection of common and preferred stocks (collectively "stocks"), mutual funds, and ETFs. The Fund may also invest in underlying funds holding foreign securities. The Fund's Adviser is guided by quantitative models in addressing asset allocation decisions by making shifts in the mix of stocks, bonds and cash equivalents in the Fund. A minimum of 30% and a maximum of 70% of the Fund will be invested in stocks, mutual funds, and ETFs that invest primarily in common stock that seek long-term growth or appreciation. Current income typically is of secondary importance. The Fund will also have a minimum of 30% and a maximum of 70% of its assets invested in fixed income securities, and/or underlying funds that invest in fixed income securities.

The Fund may invest in securities of any quality, and for the fixed income portion of the portfolio may invest without limit in below investment grade securities or unrated securities considered by the Fund's Adviser to be of comparable quality, sometimes referred to as "high yield" or "junk" bonds. An investment will be considered to be below investment grade if it is rated Ba1 by Moody's Investors Service, Inc. and BB+ by Standard & Poor's Ratings Group, or lower or, if unrated, is considered by the Fund's Adviser to be of comparable quality.

The Fund may invest in foreign debt securities. Subject to the 70% limit on fixed income security holdings, there is no limit on the amount of the Fund's assets that may be invested in obligations of issuers in any country or group of countries.

The Fund may invest available cash balances in the Meeder Funds Institutional Prime Money Market Fund.

### **Muirfield Fund**

Utilizing a series of quantitative models, the Fund seeks to achieve its investment objective of long-term growth or appreciation through asset allocation and the Adviser's tactical selection of common and preferred stocks (collectively "stocks") and underlying funds that invest primarily in common stock. The Fund may also invest in underlying funds holding

foreign securities. The Fund invests in stocks, as well as underlying funds that invest primarily in common stock, all of which generally seek long-term growth or appreciation. Current income typically is of secondary importance. The Fund may also invest in ETFs and closed-end funds.

For defensive purposes, the Fund may invest without limit in fixed income securities – that is, the Adviser may invest up to 100% of the Fund's assets in a wide range of fixed income securities. These instruments consist of commercial paper; certificates of deposit; banker's acceptances and other bank obligations; obligations issued or guaranteed by the U.S. Government, its agencies or instrumentalities, high-grade corporate obligations, higher risk, below-investment grade debt securities, commonly referred to as "high yield securities" or "junk bonds," money market funds and repurchase agreements.

The Fund may invest available cash balances in the Meeder Funds Institutional Prime Money Market Fund.

### **Spectrum Fund**

The Fund seeks to achieve its investment objective through asset allocation and by establishing long and short positions in the global securities markets. Guided by quantitative models of the Adviser, the Fund invests in common and preferred stocks, as well as underlying funds that invest primarily in common stock, all of which generally seek long-term growth or appreciation. The Fund may also invest in underlying funds holding foreign securities. Current income typically is of secondary importance. The Fund will also invest in ETFs and closed-end funds.

The Fund may invest available cash balances in the Meeder Funds Institutional Prime Money Market Fund.

### **Infrastructure Fund**

The Fund seeks to achieve its objective by investing in equity securities of domestic and foreign infrastructure companies and their suppliers and subcontractors and in public utility companies. Utility companies are defined as those that provide electricity, natural gas, water, telecommunications, video distribution or sanitary services. The Fund will not invest more than 20% of its total assets in equity securities of issuers whose debt securities are rated below investment grade, that is, rated below one of the four highest rating categories by Standard & Poor's Corporation ("S&P") or Moody's Investors Service, Inc. ("Moody's") or deemed to be of equivalent quality in the judgment of the Adviser. Debt securities rated below investment grade are rated below Baa or BBB-.

The Adviser emphasizes quality in selecting investments for the Fund. In addition to looking for high credit ratings, the Adviser ordinarily looks for several of the following characteristics: above average earnings growth; above average growth of

book value; an above average balance sheet; high earnings to debt service coverage; low ratio of dividends to earnings; high return on equity; low debt to equity ratio; an above average rating with respect to government regulation; growing rate base and strong management.

The Fund may invest available cash balances in the Meeder Funds Institutional Prime Money Market Fund.

### **Dynamic Growth Fund**

The Fund invests primarily in common and preferred stocks (collectively “stocks”), as well as underlying funds that invest primarily in common stock, which seek capital growth or appreciation, without regard to current income. The Fund may also invest in underlying funds holding foreign equity securities. The Fund also invests in fixed income securities of any maturity and of any credit rating. In addition, the Fund may invest in index funds and index-based investments, such as Standard & Poor’s Depository Receipts. The Fund may also invest in underlying funds holding foreign fixed income securities. The Fund may also invest up to 95% of its assets directly in, or in underlying funds investing in, futures contracts and options on futures contracts. When selecting underlying securities for investment, the Adviser, guided by their quantitative models, will vary the proportion of each type of underlying security based on the mix of such underlying securities that may, in their view, be most likely to achieve the Fund’s investment objectives.

The Fund may invest available cash balances in the Meeder Funds Institutional Prime Money Market Fund.

### **Aggressive Growth Fund**

The Fund invests primarily in common stocks of small- and mid-cap companies. The Fund may also invest in preferred stocks, equity investment companies, which include domestic and foreign mutual funds, as well as in exchange traded funds, closed-end funds, and unit investment trusts. The Fund may also invest in large-cap companies, as well as select value or growth-oriented investments (including specific sectors) without limitation to market capitalization range or geographic region. The Fund also invests in fixed income securities of any maturity and of any credit rating. In addition, the Fund may invest in index funds and index-based investments, such as Standard & Poor’s Depository Receipts. The Fund may also invest up to 95% of its assets directly in, or in underlying funds investing in, futures contracts and options on futures contracts. The Fund may also invest in underlying funds holding foreign fixed income securities.

The Funds may invest available cash balances in the Meeder Funds Institutional Prime Money Market Fund.

### **Global Opportunities Fund**

Primarily relying on the Adviser’s quantitative models, the Fund invests in common and preferred stocks (collectively “stocks”), as well as underlying funds that invest primarily in common stock, all of which seek capital growth or appreciation, without regard to current income. The Fund may also invest in underlying funds holding foreign securities.

While the Fund holds a target allocation across six distinct investment categories, the mix of securities selected to represent each investment category is variable and actively managed by utilizing our tactical selection of stocks and mutual funds. Since the Fund will normally invest at least 40% of its holdings outside the United States and will also have concentrated positions in specific market sectors, such as real estate and commodities, the Fund may be subject to increased volatility.

The Fund may invest available cash balances in the Meeder Funds Institutional Prime Money Market Fund.

### **Dividend Opportunities Fund**

The Fund will seek to achieve its investment objective of providing total return, including capital appreciation and current income, by investing primarily in common and preferred stocks. The Fund may also invest in equity underlying funds, which include foreign and domestic mutual funds, as well as in ETFs, closed-end funds, unit investment trusts, MLPs and REITs. Under normal market conditions, the Fund intends to invest at least 80% of its net assets (plus borrowing for investment purposes, if any) in dividend-paying equity securities. Additionally, in order to derive additional income, or for other investment purposes, the Fund may invest up to 20% of its net assets in debt securities of any maturity and of any credit rating, including high yield securities or junk bonds. The Fund may also enter into derivatives transactions, such as options, futures contracts, forwards, swaps, and index funds and index-based investments, such as Standard & Poor’s Depository Receipts, in an effort to earn extra income, to adjust exposure to individual securities or markets, or to protect all or a portion of the Fund’s portfolio from a decline in value.

As a defensive tactic, when the Adviser’s quantitative models and evaluation indicate that the risks of the stock market may be greater than the potential rewards, the Fund may invest up to 20% of its assets in securities of any maturity and any credit rating (including unrated securities) and may invest in higher risk, below-investment grade debt securities, commonly referred to as “high yield securities” or “junk bonds”.

The Fund may invest available cash balances in the Meeder Funds Institutional Prime Money Market Fund.

## Quantex Fund

Through the use of the Fund's quantitative investment strategy, stocks are screened for inclusion or removal from the Fund's portfolio. On an annual basis, the Fund's portfolio is adjusted, based in part on the Adviser's determination of the market capitalization range for the year ("Annual Cap Range"). Stocks in the Fund's portfolio whose value has risen above or fallen below the Annual Cap Range are sold, while new stocks that fall into the Fund's Annual Cap Range are eligible to be purchased. Based on the Fund's quantitative investment strategy and other market factors, the Adviser then determines which stocks within the Fund's Annual Cap Range should be included in the Fund's portfolio. During the course of the year, the Adviser may adjust the Fund's portfolio, based on the application of these quantitative and market factors.

The Fund may invest available cash balances in the Meeder Funds Institutional Prime Money Market Fund.

## Temporary Defensive Position

For temporary defensive purposes, under adverse market conditions, each Fund other than the Prime Money Market Fund, may hold all or a substantial portion of its assets in high quality money market instruments, repurchase agreements collateralized by such securities, money market funds or other cash equivalents. Those Funds may also invest a substantial portion of their assets in such instruments at any time to maintain liquidity or pending selection of investments in accordance with its policies. When and to the extent a Fund assumes such a temporary defensive position, it may not pursue or achieve its investment objective.

## Diversification

All of the Funds are diversified, which means each Fund may not, with respect to at least 75% of its assets (100% of its assets in the case of the Prime Money Market Fund), invest more than 5% of its assets in the securities of a single issuer (subject to certain exceptions for the Prime Money Market Fund).

## INVESTMENT RISKS

A Fund's risk profile is largely defined by the Fund's principal securities and investment practices. The main risks associated with investing in the Funds are described in the Fund Summaries at the front of this Prospectus. The information below provides more detailed explanations of some of these risks as well as additional potential risks of the Funds.

*American Depositary Receipts (ADRs), European Depositary Receipts (EDRs) and Global Depositary Receipts (GDRs) Risks.* The Infrastructure Fund may purchase sponsored or unsponsored ADRs or U.S. dollar denominated securities of foreign issuers. ADRs are receipts issued by U.S. banks or trust companies in

respect of securities of foreign issuers held on deposit for use in the U.S. securities markets. The risks of investing in ADRs generally correspond to the risks of investing in the non-U.S. securities underlying the ADRs. In addition, the underlying issuers of certain depositary receipts, particularly unsponsored or unregistered depositary receipts, are under no obligation to distribute shareholder communications to the holders of such receipts, or to pass through to them any voting rights with respect to the deposited securities. The Fund may also purchase similar instruments, such as GDRs and EDRs, which have similar attributes and risks.

*Closed-end Fund Risk.* Shares of closed-end funds are typically offered to the public in a one-time initial public offering.

Thereafter, the value of shares of a closed-end fund are set by the transactions on the secondary market and may be higher or lower than the value of the portfolio securities that make up the closed-end investment company. The Funds may invest in shares of closed-end funds that are trading at a discount to net asset value or at a premium to net asset value. There can be no assurance that the market discount on shares of any closed-end fund that a Fund purchases will ever decrease. Closed-end investment companies may trade infrequently, with small volume, which may make it difficult for the Funds to buy and sell shares. Also, the market price of closed-end investment companies tends to rise more in response to buying demand and fall more in response to selling pressure than is the case with larger capitalization companies.

Closed-end investment companies may issue senior securities (including preferred stock and debt obligations) for the purpose of leveraging the closed-end fund's common shares in an attempt to enhance the current return to such closed-end fund's common shareholders. A Fund's investment in the common shares of closed-end funds that are financially leveraged may create an opportunity for greater total return on its investment, but at the same time may be expected to exhibit more volatility in market price and net asset value than an investment in shares of investment companies without a leveraged capital structure.

Closed-end funds in which the Funds invest may issue auction preferred shares ("APS"). The dividend rate for the APS normally is set through an auction process. In the auction, holders of APS may indicate the dividend rate at which they would be willing to hold or sell their APS or purchase additional APS. The auction also provides liquidity for the sale of APS. A Fund may not be able to sell its APS at an auction if the auction fails. An auction fails if there are more APS offered for sale than there are buyers. A closed-end fund may not be obligated to purchase APS in an auction or otherwise, nor may the closed-end fund be required to redeem APS in the event of a failed auction. As a result, a Fund's investment in APS may be illiquid. In addition, if the Fund buys APS or elects to retain APS without

specifying a dividend rate below which it would not wish to buy or continue to hold those APS, the Fund could receive a lower rate of return on its APS than the market rate.

*Commodities Risk.* Indirectly investing in the commodities markets may subject a Fund to greater volatility than investments in traditional securities. Commodity prices are influenced by unfavorable weather, animal and plant disease, geologic and environmental factors, as well as international economic, political and regulatory developments such as tariffs, embargoes or burdensome production rules and restrictions.

*Concentration Risk.* Because the Infrastructure Fund is concentrated in the infrastructure and utilities industries, its performance is largely dependent on those industry's performance, which may differ from that of the overall stock market. Governmental regulation of some companies can limit their ability to expand their businesses or to pass cost increases on to customers. Companies providing power or energy-related services may also be affected by fuel shortages or cost increases, environmental protection or energy conservation regulations, and fluctuating demand for their services. The telecommunications segment has historically been more volatile due to the rapid pace of product change and development within the segment. The stock prices of companies operating within this sector may be subject to abrupt or erratic movements.

*Credit Risk.* Investments in bonds and other fixed income securities involve certain risks. An issuer of a fixed income security may not be able to make interest and principal payments when due. Such default could result in losses to the Fund. In addition, the credit quality of securities held by a Fund may be lowered if an issuer's financial condition changes. Lower credit quality may lead to greater volatility in the price of a security and in shares of the Fund. Lower credit quality also may affect liquidity and make it difficult for a Fund to sell the security. A Fund may invest in an underlying fund that invests in securities that are rated in the lowest investment grade category. Issuers of these securities are more vulnerable to changes in economic conditions than issuers of higher grade securities. The Total Return Bond Fund may invest in investment grade and below investment grade corporate debt obligations. Below investment grade corporate debt obligations may be regarded as speculative. There is a greater risk that issuers of lower rated securities will default than issuers of higher rated securities.

*Derivatives Risk.* Derivatives may be riskier than other types of investments because they may be more sensitive to changes in economic or market conditions than other types of investment. Derivatives also are subject to the risk that changes in the value of a derivative may not correlate perfectly with the underlying asset, rate or index. The use of derivatives for

hedging or risk management purposes may not be successful, resulting in losses to a Fund, and the cost of such strategies may reduce a Fund's returns.

*Exchange Traded Fund and Index Fund Risk.* Exchange traded funds and index funds will not be able to replicate exactly the performance of the indices they track because the total return generated by the securities will be reduced by transaction costs incurred in adjusting the actual balance of the securities. Certain securities comprising the indices tracked by the ETFs may, from time to time, temporarily be unavailable, which may further impede the ability of the ETFs and index funds to track their applicable indices. The prices of ETFs and index funds are derived from and based upon the securities held by each fund. Accordingly, the level of risk involved in the purchase or sale of an ETF or index fund is similar to the risk involved in the purchase or sale of traditional common stock. Index funds are also subject to trading halts due to market conditions.

*Fixed Income Risk.* The Funds may invest in fixed income securities and underlying investments that hold fixed income securities. These securities will increase or decrease in value based on changes in interest rates. If rates increase, the value of the Fund's fixed income investments generally declines. On the other hand, if rates fall, the value of the fixed income investments generally increases. Your investment will decline in value if the value of the Fund's investments decreases. The market value of debt securities (including U.S. Government securities) with longer maturities are more volatile and are likely to respond to a greater degree to changes in interest rates than the market value of debt securities with shorter maturities.

*Foreign Investment Risk.* Investments in foreign countries present additional components of risk; including economic, political, legal and regulatory differences compared to domestic investments. Foreign currency fluctuations may also affect the value of foreign investments. In addition, foreign investing involves less publicly available information, and more volatile or less liquid securities markets. Foreign accounting may be less transparent than U.S. accounting practices and foreign regulation may be inadequate or irregular. Owning foreign securities could cause a Fund's performance to fluctuate more than if it held only U.S. securities.

*General Risks.* All mutual funds carry a certain amount of risk. The Funds are subject to management risk because they are actively managed funds. The Funds may not achieve their objective if the Adviser's expectations regarding particular securities or markets are not met. The investment objective of each Fund may be changed without the affirmative vote of a majority of the outstanding shares of the Fund. Any such change may result in a Fund having an investment objective different from the objective that the shareholders considered

appropriate at the time of investment in the Fund. As with all mutual fund investments, you may lose money on your investment in the Funds.

*Government Securities Risk.* Securities issued or guaranteed by the U.S. government or its agencies and instrumentalities may be backed by the credit of the government as a whole or only by the issuing agency. U.S. Treasury bonds, notes, and bills and some agency securities, such as those issued by the Federal Housing Administration and Ginnie Mae, are backed by the full faith and credit of the U.S. government as to payment of principal and interest and are the highest quality government securities. Other securities issued by U.S. government agencies or instrumentalities, such as securities issued by the Federal Home Loan Banks and Freddie Mac, are supported only by the credit of the agency that issued them, and not by the U.S. government. Securities issued by the Federal Farm Credit System, the Federal Land Banks, and Fannie Mae are supported by the agency's right to borrow money from the U.S. Treasury under certain circumstances, but are not backed by the full faith and credit of the U.S. government. No assurance can be given that the U.S. government would provide financial support to its agencies and instrumentalities if not required to do so by law. However, on September 7, 2008, the U.S. Treasury Department and the Federal Housing Finance Authority (the "FHFA") announced that Fannie Mae and Freddie Mac had been placed into conservatorship, a statutory process designed to stabilize a troubled institution with the objective of returning the entity to normal business operations. The U.S. Treasury Department and the FHFA at the same time established a secured lending facility and a Secured Stock Purchase Agreement with both Fannie Mae and Freddie Mac to ensure that each entity had the ability to fulfill its financial obligations. The FHFA announced that it does not anticipate any disruption in pattern of payments or ongoing business operations of Fannie Mae or Freddie Mac. Neither the U.S. government nor its agencies guarantee the market value of their securities, and interest rate changes, prepayments and other factors may affect the value of government securities.

*Growth Stock Risk.* Certain Funds may invest in growth stocks, which may be more expensive relative to their earnings or assets compared to value or other stocks. The prices of growth stocks are based largely on projections of the issuer's future earnings and revenues. If a company's earnings or revenues fall short of expectations, its stock price may fall dramatically and the Funds' relative performance may suffer.

*Inflation Risk.* Because inflation reduces the purchasing power of income produced by existing fixed income securities, the prices at which fixed income securities trade will be reduced to compensate for the fact that the income they produce is worth less. This potential decrease in market value would be the measure of the inflation risk incurred by the Funds.

*Investment Company Risk.* Because a Fund may invest in underlying funds, the value of your investment also will fluctuate in response to the performance of the underlying funds. In addition, you will indirectly bear fees and expenses charged by the underlying investment companies in which the Fund invests in addition to the Fund's direct fees and expenses. You also may receive taxable capital gains distributions to a greater extent than would be the case if you invested directly in the underlying funds.

*Junk Bond Risk.* Funds may purchase fixed income securities rated below the investment grade category, which are often referred to as junk bonds. Securities in this rating category are speculative. Changes in economic conditions or other circumstances may have a greater effect on the ability of issuers of these securities to make principal and interest payments than they do on issuers of higher grade securities.

*Liquidity Risk.* Reduced liquidity affecting an individual security or an entire market may have an adverse impact on market price and the Fund's ability to sell particular securities when necessary to meet the Fund's liquidity needs or in response to a specific economic event.

*Management Risk.* The Adviser's quantitative models and judgments about the attractiveness, value and potential appreciation of a particular asset class or asset classes or an individual security in which the Funds invest may prove to be incorrect and there is no guarantee that individual companies will perform as anticipated.

*Market Capitalization Risk.* The Funds may hold mid- and small-capitalization investments, which presents additional risks. Historically, smaller company securities have been more volatile in price than larger company securities, especially over the short term. Investments in these capitalization ranges may be more sensitive to events and conditions that affect the stock market. Among the reasons for the greater price volatility are the less-than-certain growth prospects of small- and medium-capitalization companies, the lower degree of liquidity in the markets for such securities, and the greater sensitivity of smaller companies to changing economic conditions. Further, smaller companies may lack depth of management, may be unable to generate funds necessary for growth or development, or may be developing or marketing new products or services for which markets are not yet established and may never become established.

*Money Market Fund Risk.* All investments carry a certain amount of risk and the Prime Money Market Fund cannot guarantee that it will achieve its investment objective. You could lose money by investing in the Prime Money Market Fund. Although the Prime Money Market Fund seeks to preserve the value of your investment at \$1.00 per share, it cannot guarantee it will do so. The Prime Money Market Fund may impose a fee upon sale of your shares or may temporarily suspend your

ability to sell shares if the Prime Money Market Fund's liquidity falls below required minimums because of market conditions or other factors. An investment in the Prime Money Market Fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. The Prime Money Market Fund's sponsor has no legal obligation to provide financial support to the Prime Money Market Fund, and you should not expect that the sponsor will provide financial support to the Prime Money Market Fund at any time.

Option Strategies Risk. A Fund may write a put or call option in return for a premium, which is retained by the Fund whether or not the option is exercised. The Fund may write covered options or uncovered options. A call option written by the Fund is "covered" if the Fund owns the underlying security, has an absolute and immediate right to acquire that security upon conversion or exchange of another security it holds, or holds a call option on the underlying security with an exercise price equal to or less than the call option it has written. A put option written by the Fund is covered if the Fund holds a put option on the underlying securities with an exercise price equal to or greater than the put option it has written. Uncovered options or "naked options" are riskier than covered options. For example, if the Fund wrote a naked call option and the price of the underlying security increased, the Fund would have to purchase the underlying security for delivery to the call buyer and sustain a loss, which could be substantial, equal to the difference between the option price and the market price of the security. When investing in uncovered options, the Fund will be required to set aside with its custodian bank liquid assets in amounts sufficient at all times to satisfy the Fund's obligations under the options contracts. The potential risk of loss is unlimited with investments in options.

Portfolio Turnover Risk. A Fund pays transaction costs, such as commissions, when it buys and sells securities (or "turns over" its portfolio). A higher portfolio turnover rate may indicate higher transaction costs and may result in higher taxes when Fund shares are held in a taxable account. These costs, which are not reflected in annual fund operating expenses, affect the Fund's performance.

Real Estate Risk. A Fund may invest in real estate investment trusts ("REITs") or in underlying funds that invest in real estate, including REITs. REIT share prices may decline because of adverse developments affecting the real estate industry and real property values. In general, real estate values can be affected by a variety of factors, including supply and demand for properties, the economic health of the country or of different regions, and the strength of specific industries that rent properties. Qualification as a REIT under the Internal Revenue Code of 1986, as amended (the "Code"), in any particular year is a complex analysis that depends on a number of factors. There can be no assurance that the entities in which the Fund invests with the expectation that they will be taxed as a REIT will qualify as a REIT. An entity that fails to qualify as

a REIT would be subject to a corporate level tax, would not be entitled to a deduction for dividends paid to its shareholders and would not pass through to its shareholders the character of income earned by the entity.

Sector/Concentration Risk. Based on the Adviser's quantitative models and evaluation of other factors, the Funds may invest in specific sectors of the stock market such as the utilities sector, real estate sector or technology sector. Investing in specific market sectors presents additional components of risk. The performance of sector specific investments is largely dependent on the industry's performance which may be different than the overall stock market. As a result, if a Fund is heavily concentrated in a specific sector, then that particular sector could significantly impact the return of the Fund.

Small Cap Company Risks. Investments in small cap companies may be riskier than investments in larger, more established companies. The securities of smaller companies may trade less frequently and in smaller volumes than securities of larger companies. In addition, smaller companies may be more vulnerable to economic, market and industry changes. As a result, share price changes may be more sudden or erratic than the prices of other equity securities, especially over the short term. Because smaller companies may have limited product lines, markets or financial resources or may depend on a few key employees, they may be more susceptible to particular economic events or competitive factors than large-capitalization companies.

Stock Market Risk. Investments in the stock market are a principal risk of most of the Funds. Funds that investment in equities will fluctuate in value due to changes in general economic and political conditions that may affect the stock market. Daily stock prices can move unpredictably up and down and may be subject to higher risk than other investments such as fixed income securities.

Structured Instrument Risk. Structured instruments may be less liquid than other debt securities, and the price of structured instruments may be more volatile. Although structured instruments may be sold in the form of a corporate debt obligation, they may not have some of the protection against counterparty default that may be available with respect to publicly traded debt securities (i.e., the existence of a trust indenture).

Value Stock Risk. The Funds may invest in value stocks, which attempt to buy stocks that are undervalued relative to their earnings compared to other stocks. Undervalued stocks have a risk of never attaining their potential value. This may cause the Funds' relative performance to suffer.

The chart below shows the risks discussed above and in the Fund Summaries with each Fund.

INVESTMENT RISK	GLOBAL OPPORTUNITIES FUND	AGGRESSIVE GROWTH FUND
General	•	•
Stock Market	•	•
Market Capitalization	•	•
Sector/Concentration		
Leverage		
Foreign Investment	•	•
ETF and Index Fund	•	•
Closed-end Fund	•	•
Derivatives	•	•
Fixed Income	•	•
Government Securities	•	•
Credit	•	•
Investment Company	•	•
Liquidity	•	•
Commodities	•	•
Real Estate	•	
Growth Stock	•	•
Inflation	•	•
Management	•	•
Portfolio Turnover	•	•
Small Cap Company	•	•
Value Stock	•	•
Structured Instrument		
Junk Bonds		•
Option Strategies	•	•

INVESTMENT RISK	DIVIDEND OPPORTUNITIES FUND	DYNAMIC GROWTH FUND	QUANTEX FUND
General	•	•	•
Stock Market	•	•	•
Market Capitalization	•	•	•
Sector/Concentration			
Leverage			

INVESTMENT RISK	DIVIDEND OPPORTUNITIES FUND	DYNAMIC GROWTH FUND	QUANTEX FUND
Foreign Investment	•	•	
ETF and Index Fund	•	•	•
Closed-end Fund	•	•	
Derivatives	•	•	•
Fixed Income	•	•	•
Government Securities	•	•	•
Credit	•	•	•
Investment Company	•	•	
Liquidity	•	•	•
Commodities	•	•	
Real Estate	•		
Growth Stock	•	•	•
Inflation	•	•	•
Management	•	•	•
Portfolio Turnover	•	•	•
Small Cap Company	•	•	•
Value Stock	•	•	•
Structured Instrument	•		
Junk Bond	•	•	
Option Strategies	•	•	•

INVESTMENT RISK	BALANCED FUND	MUIRFIELD FUND	SPECTRUM FUND
General	•	•	•
Stock Market	•	•	•
Market Capitalization	•	•	•
Sector/Concentration			
Leverage			•
Foreign Investment	•	•	•
ETF and Index Fund	•	•	•
Closed-end Fund	•	•	•
Derivatives	•	•	•
Fixed Income	•	•	•
Government Securities	•	•	•



INVESTMENT RISK	BALANCED FUND	MUIRFIELD FUND	SPECTRUM FUND
Credit	•	•	•
Investment Company	•	•	•
Liquidity	•	•	•
Commodities	•	•	•
Real Estate			
Growth Stock	•	•	•
Junk Bonds	•	•	•
Inflation	•	•	•
Management	•	•	•
Portfolio Turnover	•	•	•
Small Cap Company	•	•	•
Value Stock	•	•	•
Structured Instrument	•		
Option Strategies	•	•	•
ADRs, EDRs and GDRs			

INVESTMENT RISK	INFRASTRUCTURE FUND	TOTAL RETURN BOND FUND	MONEY MARKET FUND
Growth Stock	•	•	
Junk Bonds		•	
Inflation	•	•	•
Management	•	•	•
Portfolio Turnover	•	•	•
Small Cap Company	•		
Value Stock	•		
Structured Instrument		•	
Option Strategies	•	•	
ADRs, EDRs and GDRs	•		

INVESTMENT RISK	INFRASTRUCTURE FUND	TOTAL RETURN BOND FUND	MONEY MARKET FUND
General	•	•	•
Stock Market	•		
Market Capitalization	•		
Sector/Concentration	•		
Leverage			
Foreign Investment	•	•	
ETF and Index Fund	•	•	
Closed-end Fund	•	•	
Derivatives	•	•	
Fixed Income		•	•
Government Securities		•	•
Credit		•	•
Investment Company	•	•	•
Liquidity		•	•
Commodities	•		
Real Estate			

## PORTFOLIO HOLDINGS

The complete portfolio holdings of the Meeder Funds as of the end of each calendar quarter ordinarily are posted on [www.meederfunds.com](http://www.meederfunds.com) by the fifth day after the end of such quarter, or the first business day thereafter. The Prime Money Market Fund discloses its complete schedule of holdings as of the last business day or subsequent day of each calendar month. Ordinarily this schedule is posted on [www.meederfunds.com](http://www.meederfunds.com) by the fifth business day of the following calendar month. A description of the Meeder Funds' policies and procedures with respect to the disclosure of the Funds' portfolio holdings is available in the SAI.

## MANAGEMENT OF THE FUNDS

### WHO MANAGES THE FUNDS?

#### Investment Adviser

Meeder Asset Management, Inc. serves as investment adviser to the Funds. The Adviser has been an investment adviser to individuals, pension and profit sharing plans, trusts, charitable organizations, corporations, financial intermediaries, and

other institutions since 1974. As of December 31, 2016, the Adviser and its affiliates managed, advised, and administered approximately \$11.5 billion in assets. The Adviser has its principal offices at 6125 Memorial Drive, Dublin, OH 43017.

Pursuant to an investment advisory contract between the Adviser and the Meeder Funds, the Adviser manages both the investment operations of the Funds and the composition of their portfolios, including the purchase, retention, disposition and loan of securities. This investment advisory contract is subject to the supervision of the Funds' Board and is executed in conformity with the stated objective and policies of the Funds. Under the contract, the Adviser is obligated to keep certain books and records of the Funds. The Adviser also administers the corporate affairs of the Funds, furnishes office facilities and provides ordinary clerical and bookkeeping services that are not being furnished by Huntington National Bank, the Funds' custodian, or Mutual Funds Service Co., the Funds' transfer and disbursing agent, fund accounting agent and administrator. Mutual Funds Service Co. is an affiliate of the Adviser.

### Management Fees

During the calendar year ended December 31, 2016, the Funds paid the Adviser management fees as follows:

FUND	MANAGEMENT FEES (WAIVED), (REIMBURSED) AND/OR NET MANAGEMENT FEE PAID TO ADVISER AS PERCENTAGE OF AVERAGE DAILY NET ASSETS		
	CONTRACTUAL MANAGEMENT FEE AS PERCENTAGE OF AVERAGE DAILY NET ASSETS	AND/OR RECOUPED BY ADVISER AS PERCENTAGE OF AVERAGE DAILY NET ASSETS	NET MANAGEMENT FEE PAID TO ADVISER AS PERCENTAGE OF AVERAGE DAILY NET ASSETS
Global Opportunities Fund	0.75%	(0.13%)	0.62%
Aggressive Growth Fund	0.75%	(0.03%)	0.72%
Dividend Opportunities Fund	0.75%	(0.18%)	0.57%
Dynamic Growth Fund	0.75%	(0.14%)	0.61%
Quantex Fund	1.00%	(0.25%)	0.75%
Balanced Fund	0.71%	0.01%	0.72%
Muirfield Fund	0.67%	0.01%	0.68%
Spectrum Fund	0.75%	0.00%	0.75%
Infrastructure Fund	1.00%	(0.07%)	0.93%

FUND	MANAGEMENT FEES (WAIVED), (REIMBURSED) AND/OR NET MANAGEMENT FEE PAID TO ADVISER AS PERCENTAGE OF AVERAGE DAILY NET ASSETS		
	CONTRACTUAL MANAGEMENT FEE AS PERCENTAGE OF AVERAGE DAILY NET ASSETS	AND/OR RECOUPED BY ADVISER AS PERCENTAGE OF AVERAGE DAILY NET ASSETS	NET MANAGEMENT FEE PAID TO ADVISER AS PERCENTAGE OF AVERAGE DAILY NET ASSETS
Total Return Bond Fund	0.29%	0.00%	0.29%
Prime Money Market Fund	0.33%	(0.37%)	(0.04%)

A discussion regarding the basis for the Funds' Board approval of the investment advisory contract for the Funds is available in the Funds' annual report to shareholders for the fiscal year ended December 31, 2016. For more information about management fees, see "Investment Adviser" in the SAI.

### Voluntary/Contractual Fee Waivers, Reimbursements and Other Expense Reductions

For fiscal year 2016, the Adviser agreed to reduce its fees and/or reimburse expenses, either voluntarily or by contract, for each of the Funds, to the extent necessary to limit the total operating expenses of each Fund, excluding brokerage fees and commissions, taxes, interest, and extraordinary or non-recurring expenses. A more detailed description of the extent of waivers and/or reimbursements for each Fund is provided in the Funds' SAI. In addition, certain Funds recaptured a portion of their brokerage commissions and certain Funds received income from securities lending arrangements. In the table below, each Fund's Net Annual Fund Operating Expenses is shown for the Retail Class of shares, after taking into account waivers, reimbursements and other expense reductions, and excluding the fees and expenses of underlying funds (or acquired funds).

FUND	GROSS TOTAL ANNUAL FUND OPERATING EXPENSES LESS FEE WAIVERS AND/OR REIMBURSEMENTS AND/OR (RE-COUPMENTS) AND LESS COMMISSIONS AND SECURITIES LENDING INCOME		
	GROSS TOTAL ANNUAL FUND OPERATING EXPENSES	LESS FEE WAIVERS AND/OR REIMBURSEMENTS AND/OR (RE-COUPMENTS)	LESS COMMISSIONS AND SECURITIES LENDING INCOME
Global Opportunities Fund	1.64%	0.13%	0.25%
Aggressive Growth Fund	1.65%	0.03%	0.44%
Dividend Opportunities Fund	1.79%	0.16%*	0.35%

FUND	GROSS TOTAL ANNUAL FUND OPERATING EXPENSES	LESS FEE	LESS COMMISSIONS
		WAIVERS AND/OR REIMBURSEMENTS AND/OR (RE-COUPMENTS)	RECAPTURED AND SECURITIES LENDING INCOME
Dynamic Growth Fund	1.58%	0.14%	0.37%
Quantex Fund	1.79%	0.25%	0.34%
Balanced Fund	1.67%	(0.01%)	0.25%
Muirfield Fund	1.41%	(0.01%)	0.31%
Spectrum Fund	2.03%	0.00%	0.50%
Infrastructure Fund	2.30%	0.11%*	0.02%
Total Return Bond Fund	1.60%	0.02%	0.10%
Prime Money Market Fund	0.73%	0.37%	0.00%

FUND	LESS ACQUIRED FUND FEES AND EXPENSES	NET ANNUAL FUND OPERATING EXPENSES**
	Global Opportunities Fund	0.10%
Aggressive Growth Fund	0.02%	1.16%
Dividend Opportunities Fund	0.02%	1.26%
Dynamic Growth Fund	0.02%	1.05%
Quantex Fund	0.02%	1.18%
Balanced Fund	0.21%	1.22%
Muirfield Fund	0.06%	1.05%
Spectrum Fund	0.04%	1.49%
Infrastructure Fund	0.02%	2.15%
Total Return Bond Fund	0.60%	0.88%
Prime Money Market Fund	0.04%	0.32%

\* This amount has been adjusted from fiscal year 2016 to reflect contractual changes entered into in fiscal year 2017.

\*\* Net Annual Fund Operating Expenses are reflected in the Financial Highlights and audited financial statements. The ratio is based on average daily net assets for the period ended December 31, 2016. This ratio may increase or decrease depending on fluctuations in fund net assets due to, as applicable: rebates of selected brokerage commissions resulting from trading of certain securities; income from securities lending activities; voluntary advisory fee waivers or reimbursements; and/or lower actual operating expenses.

## PORTFOLIO MANAGERS

A team of individuals employed by the Adviser is jointly and primarily responsible for the day-to-day management of *the Prime Money Market Fund, Total Return Bond Fund, Balanced Fund, Muirfield Fund, Spectrum Fund, Infrastructure Fund, Dynamic Growth Fund, Global Opportunities Fund, Aggressive Growth Fund, Dividend Opportunities Fund, and Quantex Fund*. The investment management team consists of the following individuals:

**Robert S. Meeder, Jr.** Mr. Meeder brings over 33 years of investment industry experience to the Adviser. Mr. Meeder has been President of Adviser since 1991 and has been a member of the team managing the Funds since August 1988. In addition to his executive duties, Mr. Meeder is involved in the development of investment policy and client relationships for the Adviser.

**Dale W. Smith, CFA.** Mr. Smith is the Co-Chief Investment Officer and has been associated with the Adviser since March 2005. Mr. Smith brings 35 years of financial services experience to the Adviser, with previous positions as Senior Vice President, Financial Services at BISYS Fund Services from 1999 to 2004 and Senior Vice President, Fund Accounting at BISYS Fund Services from 1996 to 1999. Mr. Smith has been a member of the team managing the Funds since March 2005.

**Clinton Brewer, CFA, CMT.** Mr. Brewer is the Co-Chief Investment Officer and has been associated with the Adviser since June 2008. Mr. Brewer brings over 13 years of investment industry experience to the Adviser, with previous positions as a market research analyst with FTN Midwest Research Securities Corp. from 2004 to 2006, a research associate at McDonald Investments from 2006 to 2007 and as a research associate with FTN Midwest Securities Corp. from 2007 to 2008. Mr. Brewer has been a member of the team managing the Funds since June 2008.

**Jason Headings, CMT.** Mr. Headings is Director of Fixed Income and has been associated with the Adviser since February 2006. Mr. Headings brings 13 years of financial service experience to the Adviser, with previous experience as a financial adviser with Primerica from 2004 to 2006. Mr. Headings has been a member of the team managing the Funds since September 2011.

**Robert G. Techentin.** Mr. Techentin is a Portfolio Manager and has been associated with the Adviser since August 2006. Mr. Techentin brings 24 years of investment industry experience to the Adviser, with his previous positions as Portfolio Manager at H&R Block from 1993 to 2001, Financial Representative at Northwestern Mutual Life Insurance Company from 2002 to 2005 and as a Financial Consultant at Charles Schwab & Co. from 2005 to 2006. Mr. Techentin has been a member of the team managing the Funds since August 2006.

**David Turner, CFA.** Mr. Turner is an Assistant Portfolio Manager and has been associated with the Adviser since April 2016. Mr. Turner brings over five years of investment industry experience to the Adviser, with previous experience as a research analyst at Harbor Capital Advisors and a quality assurance coordinator at The University of Chicago Center for Research in Security Prices. Mr. Turner has been a member of the team managing the Funds since January 2017.

**Amisha Kaus.** Ms. Kaus is a Portfolio Manager and has been associated with the Adviser since November, 2015. Ms. Kaus brings 10 years of investment industry experience to the Adviser, with previous experience as an investment analyst with Allegheny Financial Group from 2007 to 2015. Ms. Kaus has been a member of the team managing the Funds since November 2015.

**Jonathan Tremmel, CAIA, PRM.** Mr. Tremmel is an Assistant Portfolio Manager at and has been associated with the Adviser since March 2012. Mr. Tremmel has been a member of the team managing the Funds since December 2014.

The SAI provides additional information about each portfolio manager's compensation, other accounts managed by the portfolio manager, and the portfolio manager's ownership of securities in the Fund.

## INVESTING WITH THE MEEDER FUNDS

When you buy and sell shares of a Fund, the price of the shares is based on the Fund's net asset value per share (NAV) next determined after the order is received.

*Calculating a Fund's NAV.* A Fund's NAV for each class of shares is calculated, on a per class basis, by adding the total value of the Fund's investments and other assets, subtracting the liabilities and then dividing that figure by the number of outstanding shares of the Fund as follows:

$$\text{NAV} = \frac{\text{(Total Assets - Liabilities)}}{\text{Number of Shares Outstanding}}$$

The NAV for each Fund, except the Prime Money Market Fund, is calculated after the close of trading (normally 4:00 p.m., Eastern time ("ET")) on each day the New York Stock Exchange is open for business. On occasion, the NYSE will close before 4:00 p.m. ET. When this occurs, purchase requests received by the Fund or an authorized agent of the Fund after the NYSE closes will be effective the following business day. The NAV for

the Prime Money Market Fund is determined each business day that the Federal Reserve System is open and is calculated at 12:00 noon, ET. Generally, the NYSE is closed and the share price of each Fund is not calculated on Saturdays, Sundays and the following holidays: New Year's Day, Martin Luther King, Jr. Day, Presidents' Day, Good Friday, Memorial Day, Independence Day, Labor Day, Thanksgiving Day and Christmas Day. In addition to the aforementioned holidays, the share price of the Prime Money Market Fund is not calculated on days that the Federal Reserve System is closed. The NAV of the Funds may change every day.

*Valuing the Fund's Assets.* The assets of each Fund, except the Prime Money Market Fund, are generally valued on the basis of market quotations. The Prime Money Market Fund seeks to maintain a stable NAV per share of \$1.00 and uses the amortized cost method to value its assets. This method provides more stability in valuations, but may also result in periods during which the stated value of a security is different than the price the Prime Money Market Fund would receive if it sold the investment. Short-term money market instruments held by other Funds also are valued using the amortized cost method.

If market quotations are not readily available or if available market quotations are determined not to be reliable or if a security's value has been materially affected by events occurring after the close of trading on the exchange or market on which the security is principally traded (for example, a natural disaster affecting an entire country or region, or an event that affects an individual company), but before the time as of which the Funds' NAV is calculated, that security may be valued at its fair value in accordance with policies and procedures adopted by the Meeder Funds' Board. Without a fair value price, short term traders could take advantage of the arbitrage opportunity and dilute the NAV of long term investors. In addition, securities trading on overseas markets present time zone arbitrage opportunities when events affecting portfolio security values occur after the close of the overseas market, but prior to the close of the U.S. market. Fair valuation of the Fund's portfolio securities can serve to reduce arbitrage opportunities available to short term traders, but there is no assurance that fair value pricing policies will prevent dilution of the Fund's NAV by short term traders. Fair valuation involves subjective judgments and it is possible that the fair value determined for a security may differ materially from the value that could be realized upon the sale of the security.

The Prospectuses for the underlying mutual funds explain the circumstances under which the underlying funds will use fair value pricing and the effects of using fair value pricing.

## HOW TO BUY SHARES

Each Fund, other than the Prime Money Market Fund, offers three classes of shares: Retail Class, Adviser Class, and Institutional Class. The Prime Money Market Fund offers Retail Class shares only. Each class of shares of a Fund represents an interest in the same portfolio of investments within the Fund. Shares and share classes are offered continuously and sold without an upfront load or sales charge. The share classes differ with respect to the distribution fees, service fees, and other expenses allocated to each class as set forth in the Annual Fund Operating Expenses Table and the Distribution and Shareholder Services Fee section. Eligibility to purchase Adviser and Institutional Class Shares is generally limited to customers of financial intermediaries who enter into special arrangements with the Funds or its agents as detailed below.

Retail Class Shares. Retail Class shares of each Fund other than the Prime Money Market Fund are available for purchase by the general public and through financial intermediaries, such as brokerage firms, financial advisers, investment advisers, financial planners, banks, insurance companies, and retirement or employee benefit plan administrators that have entered into agreements with the Funds or their agents. Retail Class shares of the Prime Money Market Fund are available for purchase, and may only be retained by, natural persons. The Prime Money Market Fund has implemented policies and procedures reasonably designed to limit all beneficial owners of the Fund to natural persons, and investments in the Fund are limited to accounts beneficially owned by natural persons. Natural persons may invest in the Fund through certain tax-advantaged savings accounts, trusts and other retirement and investment accounts, which may include, among others: participant-directed defined contribution plans; individual retirement accounts; simplified employee pension arrangements; simple retirement accounts; custodial accounts; deferred compensation plans for government or tax-exempt organization employees; Archer medical savings accounts; college savings plans; health savings account plans; ordinary trusts and estates of natural persons; or certain other retirement and investment accounts with ultimate investment authority held by the natural person beneficial owner, notwithstanding having an institutional decision maker making day-to-day decisions (e.g., a plan sponsor in certain retirement arrangements or an investment adviser managing discretionary investment accounts). The Prime Money Market Fund may involuntarily redeem any shareholder who does not qualify as a natural person.

Adviser Class Shares. Adviser Class Shares are offered exclusively through financial intermediaries, such as brokerage firms, financial advisers, investment advisers, financial planners, banks, insurance companies and retirement or employee benefit plan administrators that have entered into agreements with the Funds or their agents. Financial intermediaries may impose eligibility requirements for

customers interested in investing in the Funds, including investment minimum requirements, and may charge their customers transaction, investment advisory, or other fees. Adviser Class Shares do not bear 12b-1 Shareholder Distribution Fees, but are subject to a Shareholder Services Fee.

Institutional Class Shares. Institutional Class Shares are available for purchase by institutional investors and individuals who meet the minimum initial investment amount. Institutional Class Shares do not bear 12b-1 Shareholder Distribution Fees, but may be subject to a Shareholder Services Fee. The minimum investment requirement may also be waived for the following shareholders:

- Employee benefit plans, retirement plans and non-qualified deferred compensation plans that have entered into agreements with the Funds or their agents.
- Financial intermediaries that purchase shares through omnibus accounts and have entered into agreements with the Funds or their agents to undertake certain shareholder services within the terms of the applicable Shareholder Services Plan.
- Separately managed accounts and portfolios managed by the Funds' investment adviser or its affiliates.
- Investment advisory clients of the Funds' investment adviser or its affiliates.
- Individuals and their immediate family members who are employees, directors or officers of the Adviser or its affiliates, or who serve upon or are affiliated with the Board of Trustees.

Investment Minimums. Minimum and subsequent investment amounts for each of the Funds are as follows:

	INITIAL INVESTMENT	INITIAL INVESTMENT IRA ACCOUNT	SUBSEQUENT INVESTMENT
Retail Class	\$2,500	\$500	\$100
Adviser Class	\$2,500	\$500	\$100
Institutional Class	\$1,000,000	\$1,000,000	\$100

Fund minimums may also be waived under other circumstances set forth in the SAI.

Important Information About Opening an Account. To help the government fight the funding of terrorism and money laundering activities, the Uniting and Strengthening America by Providing Appropriate Tools Required to Intercept and Obstruct Terrorism Act of 2001 (USA PATRIOT ACT), requires all financial

institutions to obtain, verify, and record information that identifies each person or entity that opens an account. When you open an account, we will ask for your name, residential address, date of birth, government identification number and other information that will allow us to identify you. We also may ask to see your driver's license or other identifying documents. For investors other than individuals, when you open an account, you will be asked for the name of the entity, its principal place of business, and taxpayer identification, and may be requested to provide information on persons with authority or control over the account such as their name, address, date of birth, and social security number. Documents such as articles of incorporation, trust documents or partnership agreements may be requested by Meeder Funds. If we do not receive these required pieces of information, there may be a delay in processing your investment request, which could subject your investment to market risk. If we are unable to immediately verify your identity, the Funds may restrict further investment until your identity is verified. If we are unable to verify your identity, the Funds reserve the right to close your account without notice and return your investment to you at the NAV determined on the day in which your account is closed. If we close your account because we are unable to verify your identity, your investment will be subject to market fluctuation, which could result in a loss of a portion of your principal investment. If your account is closed at the request of governmental or law enforcement authorities, the Funds may be required by the authorities to withhold the proceeds.

Purchases Through Financial Intermediaries. You may make initial and subsequent purchases of shares of the Funds through a financial intermediary, such as an investment adviser or broker-dealer, bank or other financial institution that purchases shares for its customers. For the Prime Money Market Fund, financial intermediaries may only submit purchase orders for the Fund if they have implemented policies and procedures reasonably designed to limit all investors on behalf of whom they submit orders to accounts beneficially owned by natural persons. Financial intermediaries may be required to provide a written statement or other representation that they have in place, and operate in compliance with, such policies and procedures prior to submitting purchase orders. Such policies and procedures may include provisions for the financial intermediary to promptly report to the Prime Money Market Fund or the transfer agent the identification of any shareholder of the Fund that does not qualify as a natural person of whom they are aware and promptly take steps to redeem any such shareholder's shares of the Fund upon request by the Fund or the transfer agent, in such manner as it may reasonably request.

Before investing in the Funds through a financial intermediary, you should carefully read any materials provided by the intermediary together with this Prospectus.

When shares are purchased this way, the financial intermediary may:

- charge a fee for its services;
- act as the shareholder of record of the shares;
- set different minimum initial and additional investment requirements;
- impose other charges and restrictions;
- designate intermediaries to accept purchase and sale orders on a Fund's behalf; or
- impose an earlier cut-off time for purchase and redemption requests.

The Funds consider a purchase or sale order as received when a financial intermediary serving as an agent for the Funds receives the order in proper form before 4:00 p.m. Eastern Time (12:00 Noon Eastern Time for the Prime Money Market Fund). These orders will be priced based on a Fund's NAV next calculated after such order is received by the financial intermediary. It is the responsibility of the financial intermediary to transmit properly completed purchase orders to the Funds in a timely manner. Any change in price due to the failure of a Fund to timely receive an order must be settled between the investor and the financial intermediary placing the order.

Orders submitted through a financial intermediary that does not serve as an agent for the Fund are priced at the Fund's NAV next calculated after the Fund receives the order in proper form from the intermediary and accepts it, which may not occur on the day the order is submitted to the intermediary.

Shares held through an intermediary may be transferred into your name following procedures established by your intermediary and the Fund. Certain intermediaries may receive compensation from the Fund, the Adviser or their affiliates, which may result in a conflict of interest for the intermediary.

Fund Direct Purchases. You also may invest directly with the Funds. Carefully read and complete the New Account Application. You can obtain a copy of the New Account Application by calling the Meeder Funds at 1-800-325-3539 or 614-760-2159 on days the Funds are open for business or by visiting [www.meederfunds.com](http://www.meederfunds.com).

Initial Purchases for New Accounts. The Meeder Funds must receive a completed New Account Application in good order before it can process an initial investment. You may pay for your initial investment in the following ways:

By Check:

- Make your check payable to the Fund in which you are investing. A check must accompany the New Account Application, unless you are paying by bank wire.

- All purchases must be made in U.S. dollars and checks must be drawn on U.S. banks. The Funds do not accept third party checks, cash, travelers checks or money orders, credit card checks, and checks drawn on non-U.S. financial institutions for purchases.

- Mail the New Account Application and check to:

Meeder Funds  
P.O. Box 7177  
Dublin, Ohio 43017

OR

- For overnight or UPS/FedEx delivery:

Meeder Funds  
6125 Memorial Drive  
Dublin, Ohio 43017

- All investments by check will be subject to a 10 business day hold and redemptions may be rejected prior to the 10 business day hold period (or release of the hold). For more information on check deposits, see “When Purchases are Effective.”

By Bank Wire or Electronic Funds Transfer:

- A completed application must be received and processed by the Meeder Funds before your wire transaction is processed. The Meeder Funds will not permit a purchase of Fund shares until the New Account Application is received in good order.
- If the order is for a new account, or to open an account in a different Fund, you must telephone Client Services at 1-800-325-3539, or (614) 760-2159 prior to making your initial investment. Advise Client Services of the amount you intend to invest and obtain an account number and transmittal instructions. Wires sent without notifying the Fund will result in a delay of the effective date of your purchase.
- Any delays that may occur in transmitting money, including delays that may occur in processing by the banks, will delay your investment and are not the responsibility of the Meeder Funds or the transfer agent.
- The Funds do not charge a fee for the receipt of wired federal funds or electronic funds transfer, but reserve the right to charge shareholders for these services upon 30 days written notice.
- Your bank may impose a charge for sending a wire or electronic funds transfer.
- The Funds reserve the right to charge \$15 for outgoing wires.

When making your initial investment in a Fund, you may choose to participate in the Automatic Account Builder Program. For more information about Automatic Account Builder, see **Other Client Services – Automatic Account Builder Program**.

Subsequent Investments. Once an account has been opened, you may purchase additional shares at any time by mail or telephone. If paying for your subsequent investment by wire, please follow the instructions listed above. When making additional investments by mail, send your check made payable to the Fund you are investing in at:

Meeder Funds  
L-2569  
Columbus, OH 43260-2569

**Please Note:** All subsequent investments by check are subject to a 10 business day hold on the check and redemptions may be rejected prior to the 10 business day hold (or hold being released).

After your account is opened, you also may make subsequent investments by ACH from a bank or other financial institution which is a member of ACH.

- To purchase shares of a Fund by ACH, call the Meeder Funds at 1-800-325-3539, or (614) 760-2159 for instructions.
- The transfer agent will electronically debit your account at the financial institution identified on the account application for the amount of your purchase.
- Any delays that may occur in receiving money, including delays that may occur in processing by the bank, are not the responsibility of the Fund or the transfer agent. Investments or redemptions via ACH may take up to three business days to settle.
- The Funds do not charge a fee for the receipt of ACH funds.
- Your bank may impose an ACH charge.

Each additional purchase request must contain the name on the account and the correct account number and Fund name to permit proper crediting to the account. If a check, wire transaction or ACH is received and there is no Fund identified and you own only one Fund, the investment will be credited to that Fund. If you own multiple Funds and no Fund is identified, you must confirm the Fund to be credited prior to the transaction being processed or the investment will be returned within 48 hours. Any subsequent investment received not in good order may result in a delay in processing the transaction. All additional purchases are made at NAV next determined after receipt of a purchase order by the Fund or authorized financial intermediaries.

When Purchases are Effective. The trade date for any purchase request received in good order will depend on the day and time Meeder Funds receives your request, the manner in which you are paying, and the type of fund you are purchasing. Your order to purchase shares is priced at the next NAV calculated after your order is received in good order by the Fund; the Fund's transfer agent, Mutual Funds Service Co.; or a financial intermediary. Only purchase orders received by the Fund or a financial intermediary in good order before 4:00 p.m. Eastern Time will be effective at that day's NAV.

For purchases by check, if the purchase request is received by Meeder Funds on a business day before the Fund closes regular trading on the NYSE (generally 4:00 p.m. Noon Eastern Time), the trade date for the purchase will be the next business day. If the purchase request is received on a business day after the close of regular trading on the NYSE, the trade date for the purchase will be the second business day after Meeder Funds receives the purchase request.

On occasion, the NYSE will close before 4:00 p.m. ET. When that happens, purchase requests received by the Fund or an authorized agent of the Fund after the NYSE closes will be effective the following business day.

Generally, investments received by mail must be in "good order", which means that the application is complete and accompanied by payment. However, payment for purchases made by telephone will receive the NAV next calculated after receipt provided "federal funds" are received by the close of the Federal Reserve wire transfer system (normally, 6:00 p.m. ET) within three business days after the purchase order is placed for the Quantex Fund™, Muirfield, Spectrum, Infrastructure, Aggressive Growth, Balanced, Global Opportunities, Dividend Opportunities and Dynamic Growth Funds. Shares of the Total Return Bond Fund are purchased at net asset value per share next determined after receipt of both a purchase order and payment.

Trade requests in the Prime Money Market Fund received by the Fund or a financial intermediary prior to 12:00 Noon ET will begin earning dividends on the day received, provided the Fund receives federal funds by the close of the Federal Reserve wire transfer system that day. Purchase orders received after 12:00 Noon ET, or for which wire payment is not received the same day, are effective the following day. Investments in the Prime Money Market Fund made by check generally are credited to shareholder accounts, and begin to earn dividends on the next business day following receipt.

In the event that an order is placed by the cut-off time specified above but the related wire payment is not received by the Fund by the close of the Federal Reserve wire transfer system that same day, then either your order may not be effective until the next business day on which federal funds are timely received by a Fund, or the Fund reserves the right

to cancel your purchase order and you will be liable for any resulting losses or fees incurred by the Fund or the Fund's transfer agent.

Other Purchase Information. The Funds may limit the amount of purchases or refuse to sell shares to any person and for any reason. The Funds do not accept cash. Checks must be made payable to the Meeder Funds in U.S. dollars and drawn on a U.S. bank. If a shareholder's check or wire is dishonored, the purchase and any dividends paid thereon will be reversed and the Fund will charge you a fee of \$31.00 for each check or wire that is dishonored, in addition to any losses or fees incurred by the Fund or the Fund's transfer agent. We reserve the right to change this fee at any time. The Funds have the right to stop offering shares or offer shares only on a limited basis, for a period of time or permanently for sale at any time. If shares are purchased with federal funds, they may be redeemed at any time thereafter as explained below.

Under applicable anti-money laundering regulations and other federal regulations, purchase orders may be suspended, restricted, or cancelled and the monies may be withheld.

Please note that your account may be transferred to the appropriate state if no activity occurs in the account within the time period specified by state law.

## HOW TO REDEEM SHARES

You may redeem all or part of your investment in a Fund on any day that the Funds are open for business, subject to certain restrictions described below. You may request a redemption by mail, telephone or fax. IRA accounts are not redeemable by telephone; an IRA distribution form must be completed and sent to the Meeder Funds. Contact your financial intermediary or call 1-800-325-3539, or (614) 760-2159 to request an IRA distribution form. You may also download a form on our website at [www.meederfunds.com](http://www.meederfunds.com).

### By Mail:

You may redeem any part of your account by sending a written request to your financial intermediary, if applicable, or to the Funds.

- The redemption requests sent to the Funds must be initiated by an authorized trader on the account and contain the following information:
- the Fund name;
- your account number;
- your address;
- the dollar amount or number of shares you wish to redeem;



- the signature(s) of all registered account owners (refer to account application for signature requirements); and
- the Federal tax withholding election (for retirement accounts).
- The redemption request should be sent to:  
  
Meeder Funds  
P.O. Box 7177  
Dublin, Ohio 43017
- In certain circumstances, a Medallion Signature Guarantee may be required. For more details, please see **Medallion Signature Guarantee** below.
- Amounts withdrawn will be mailed to your address of record at the Meeder Funds, sent electronically via ACH, or wired to your bank of record. Shareholders requesting Priority Mail or overnight delivery will be charged for this service.
- Redemption proceeds may be delayed until money from prior purchases sufficient to cover your redemption has been received and collected.

By Telephone:

You may redeem shares by telephone by calling 1-800-325-3539, or (614) 760-2159.

- If you wish to use the telephone redemption procedure, you must select this feature on the New Account Application.
- Proceeds from telephone transactions will be mailed only to the names(s) and address of record and will only be executed if telephone redemptions are authorized on the account. Shareholders requesting Priority Mail or overnight delivery will be charged for this service.
- For your protection, telephone requests may be recorded in order to verify their accuracy. In addition, the transfer agent will employ reasonable measures to verify the identity of the caller, such as asking for name, account number, Social Security or other taxpayer ID number and other relevant information. If appropriate security measures are taken, the transfer agent is not responsible for any loss, damage, cost or expenses in acting on such telephone instructions.
- The Fund may terminate the telephone procedures at any time.
- During periods of extreme market activity it is possible that you may encounter some difficulty in reaching us by telephone. If you are unable to reach us by telephone, you may request a redemption by mail or leave a

message and a client services representative will return your call promptly. Please do not leave trade instructions on voicemail as these requests will not be honored.

When making your initial investment in a Fund, you may choose to participate in the Systematic Withdrawal Program. This program allows you to automatically sell your shares and receive regular distributions from your account. For more information about the Systematic Withdrawal Program, see **Other Client Services – Systematic Withdrawal Program**.

Medallion Signature Guarantee. Some circumstances require that your request to redeem shares be made in writing accompanied by an original Medallion Signature Guarantee. A Medallion Signature Guarantee helps protect you against fraud. You can obtain a Medallion Signature Guarantee from most banks or securities dealers, but not from a notary public. You should verify with the institution that it is an eligible guarantor prior to signing. The three recognized medallion programs are Securities Transfer Agent Medallion Program (STAMP), Stock Exchanges Medallion Program (SEMP) and New York Stock Exchange, Inc. Medallion Signature Program (MSP). Your redemption request must be made in writing and include a Medallion Signature Guarantee if any of the following situations apply:

- Your account registration or account address has changed within the last 30 days;
- The check is being mailed to a different address than the one on your account (address of record);
- The check is being made payable to someone other than the account owner;
- The redemption proceeds are being transferred to a Fund account with a different registration;
- The redemption proceeds are being wired to, or you provide ACH transfer instructions for, a bank account other than a bank account of record;
- Any redemption request from a deceased shareholder's account.

You will be notified within two business days of any rejection.

When Redemptions Are Effective. Redemption requests received by a Fund or an authorized financial intermediary before 4:00 p.m. ET (or before the NYSE closes if it closes before 4:00 p.m. ET.) will be effective that day. Redemption requests received by a Fund or an authorized financial intermediary after the close of trading on the NYSE are processed at the NAV determined on the following business day. The price you will receive when you redeem your shares will be the NAV next determined after the Fund receives your properly completed redemption request.

The proceeds may be more or less than the purchase price of your shares, depending on the market value of the Fund's securities at the time your redemption request is received. A financial intermediary or fund may charge a transaction fee to redeem shares.

*When Redemptions Are Made.* You may receive redemption proceeds by check, ACH, or direct deposit into your bank account. In the event that ACH is impossible or impractical, the redemption proceeds will be sent by mail to the designated account. Amounts withdrawn by mail normally are sent by U.S. mail within one business day after the request is received, and are mailed no later than seven days after receipt of the redemption request. Amounts withdrawn by telephone normally are mailed or wired on the next bank business day following the date of the redemption request. You may change the bank account designated to receive redemptions. This may be done at any time upon written request to the Fund. In this case, your signature must be Medallion Signature guaranteed. Proceeds from the redemption of shares of the Money Market Fund normally will be wired the same day, if a request for a wire redemption is received prior to 12:00 Noon ET on any business day.

*ACH Requests.* You may request funds to be sent via ACH. Meeder Funds does not charge for this service. The Fund may hold proceeds for shares purchased by ACH up to three days and for shares purchased by check may be as long as ten business days until the purchase amount has been collected. In addition, if shares are purchased by check and there has been a recent address change on the account, the Fund's transfer agent will not pay a redemption until reasonably satisfied the check used to purchase shares has been collected, which may take up to ten business days. To eliminate this delay, you may purchase shares of a Fund by certified check or wire.

As a special service, you may arrange to have amounts in excess of \$3,000 wired in federal funds to a designated commercial bank account. To use this procedure, please designate on the New Account Application a bank and bank account number to receive the wired proceeds. The Fund reserves the right to charge \$15 a wire at any time. The shareholder may also be charged a similar fee from the receiving bank.

Additional documentation may be required for redemptions by corporations, executors, administrators, trustees, guardians, or other fiduciaries.

If you hold shares in a Meeder Funds mutual fund account and your redemption check remains uncashed for more than one year, the check may be invested in additional shares of the Fund at the NAV next calculated on the day of the investment.

## **Prime Money Market Fund - Liquidity Fees and Redemption Gates**

For the Prime Money Market Fund, if, at any time, the Fund's weekly liquid assets fall below 30% of its total assets, the Board, in its discretion, may impose liquidity fees of up to 2% of the value of the shares redeemed and/or suspend the right of redemption temporarily (redemption gates). In addition, if the Fund's weekly liquid assets fall below 10% of its total assets at the end of any business day, the Fund must impose a 1% liquidity fee on shareholder redemptions, effective as of the beginning of the next business day, unless the Board, including a majority of the trustees who are not "interested persons" as defined in the 1940 Act ("Independent Trustees"), determines that not doing so is in the best interests of the Fund. "Weekly liquid assets" include (i) cash; (ii) direct obligations of the U.S. Government; (iii) Government securities issued by a person controlled or supervised by and acting as an instrumentality of the Government of the United States pursuant to authority granted by the Congress of the United States, that are issued at a discount to the principal amount to be repaid at maturity without the provision for the payment of interest and have a remaining maturity of 60 days or less; (iv) securities that will mature or are subject to a demand feature that is exercisable and payable within five business days; and (v) amounts receivable and due unconditionally within five business days on pending sales of portfolio securities.

Liquidity fees and redemption gates are most likely to be imposed, if at all, during times of extraordinary market stress. The Board generally expects that a redemption gate would be imposed prior to notification to shareholders and financial intermediaries that a gate would be imposed. Additionally, the Board generally expects that a liquidity fee would be implemented, if at all, after the Fund has notified financial intermediaries and shareholders that a liquidity fee will be imposed (generally, applied to all redemption requests processed at the first NAV calculation on the next business day following the announcement that the Fund will impose a liquidity fee), although the Board, in its discretion, may elect otherwise.

The imposition and termination of a liquidity fee or redemption gate will be reported by the Fund to the SEC on Form N-CR. Such information will also be available on the Fund's website at [www.meederfunds.com](http://www.meederfunds.com). In addition, the Fund will communicate such action through a supplement to its registration statement and may further communicate such action through a press release or by other means. If a liquidity fee is applied by the Board, it will be charged on all redemption orders submitted after the effective time of the imposition of the fee by the Board. Liquidity fees would reduce the amount you receive upon redemption of your shares. In the event the Fund imposes a redemption gate, the Fund or any financial

intermediary on its behalf will not accept redemption requests until the Fund provides notice that the redemption gate has been terminated.

Redemption requests submitted while a redemption gate is imposed will be cancelled without further notice. If shareholders still wish to redeem their shares after a redemption gate has been lifted, they will need to submit a new redemption request.

Redemption requests that are verifiably submitted prior to imposition of a fee or gate to the financial intermediary or the Fund, as applicable, in the Fund's sole determination, will be honored free of the fee or gate.

Liquidity fees and redemption gates will generally be used to assist the Fund to help preserve its market-based NAV per share. The liquidity fee may help the Fund to moderate redemption requests by allocating liquidity costs to those shareholders who impose such costs on the Fund through their redemptions. It is possible that a liquidity fee will be returned to shareholders in the form of a distribution. The Board may, in its discretion, terminate a liquidity fee or redemption gate at any time if it believes such action to be in the best interest of the Fund. Also, liquidity fees and redemption gates will automatically terminate at the beginning of the next business day once a Fund's weekly liquid assets reach at least 30% of its total assets. Redemption gates may only last up to 10 business days in any 90-day period. When a fee or a gate is in place, the Fund may elect not to permit the purchase of shares or to subject the purchase of shares to certain conditions, which may include affirmation of the purchaser's knowledge that a fee or a gate is in effect. When a fee or a gate is in place, shareholders will not be permitted to exchange into or out of the Fund.

There is some degree of uncertainty with respect to the tax treatment of liquidity fees received by the Fund, and such tax treatment may be the subject of future Internal Revenue Service (IRS) guidance. If the Fund receives liquidity fees, it will consider the appropriate tax treatment of such fees to the Fund at such time.

Financial intermediaries are required to promptly take the steps requested by the Fund or their designees to impose or help to implement a liquidity fee or redemption gate as requested from time to time, including the rejection of orders due to the imposition of a fee or gate or the prompt re-confirmation of orders following a notification regarding the implementation of a fee or gate. If a liquidity fee is imposed, these steps are expected to include the submission of separate, rather than combined, purchase and redemption orders from the time of the effectiveness of the liquidity fee or redemption gate and the submission of such order information to the Fund or its designee prior to the next calculation of the Fund's NAV. Unless otherwise agreed to between the Fund

and financial intermediary, the Fund will withhold liquidity fees on behalf of financial intermediaries. With regard to such orders, a redemption request that the Fund determines in its sole discretion has been received in good order by the Fund or its designated agent prior to the imposition of a liquidity fee or redemption gate may be paid by the Fund despite the imposition of a redemption gate or without the deduction of a liquidity fee. If a liquidity fee is imposed during the day, an intermediary who receives both purchase and redemption orders from a single account holder is not required to net the purchase and redemption orders. However, the intermediary is permitted to apply the liquidity fee to the net amount of redemptions (even if the purchase order was received prior to the time the liquidity fee was imposed).

Where, pursuant to authorization from the Fund, a financial intermediary accepts trade orders on the Fund's behalf, upon the Fund's reasonable request, the financial intermediary is expected to promptly provide the Fund or the shareholder servicing agent with information regarding the timing of its acceptance of such trade orders for purposes of, among other things, validating which NAV calculation applied to such trades and determining whether the orders preceded or followed the effective implementation time of a liquidity fee or redemption gate, or a modification thereto. Where a financial intermediary serves as the Fund's agent for the purpose of receiving orders, trades that are not transmitted to the Fund by the financial intermediary before the time required by the Fund or the transfer agent may, in the Fund's discretion, be processed on an as-of basis, and any cost or loss to the Fund or transfer agent or their affiliates, from such transactions shall be borne exclusively by the financial intermediary.

*Emergency Circumstances.* Meeder Funds can suspend or postpone payment of redemption proceeds up to seven calendar days. Meeder Funds may postpone or suspend payment of redemption proceeds after the seven calendar days when the NYSE is closed (or when trading is restricted) for any reason other than its customary weekend or holiday closing, such as emergency circumstances, as determined by the Securities and Exchange Commission. In the unlikely event that (a) the Prime Money Market Fund, at the end of a business day, has invested less than 10% of its total assets in weekly liquid assets or (b) the Prime Money Market Fund's price per share as computed for the purpose of distribution, redemption and repurchase, rounded to the nearest 1%, has deviated from the stable price established by the Prime Money Market Fund's Board of Trustees or (c) the Prime Money Market Fund's Board of Trustees, including a majority of the Independent Trustees, determines that such a deviation is likely to occur, and the Board of Trustees, including a majority of Independent Trustees, irrevocably has approved the liquidation of the Prime Money Market Fund, the Prime Money Market Fund's Board of Trustees has the authority to suspend redemptions of Prime Money Market Fund shares.

Check-Writing Redemption Procedure (Prime Money Market Fund Only): The Prime Money Market Fund will provide a supply of checks to any shareholder when requested. These checks are mailed to your address of record normally within two to three weeks following the date of the initial account investment. These checks may be used to draw against your Prime Money Market Fund account. Checks may be written in any amount greater than \$100. To use this privilege, you must complete the check-writing redemption feature on the New Account Application form and complete the signature card, or notify the Fund after making an initial investment. The Fund reserves the right to charge for Prime Money Market Fund checkbook orders.

A commercial check package consisting of 300 checks is available for a nominal charge. If you are interested in a commercial check package, you should contact the Fund for additional information at 1-800-325-3539 or (614) 760-2159.

Checkbooks for new Prime Money Market Fund account applications will not be ordered until the account application is in good order.

Checks are considered drafts. You may not be able to use them to get cash immediately from a bank and may not be able to use them to set up electronic banking or bill paying services. Do not make a check payable to cash.

When a check is presented to the bank for payment, the bank (as your agent) will cause the Fund to redeem sufficient shares to cover the amount of the check. Shares continue earning dividends until the day on which the check is presented to the bank for payment. Due to the delay caused by the requirement that redemptions be priced at the next computed net asset value, the bank will only accept checks for payment which are presented through normal bank clearing channels. If shares are purchased by check, the Fund's transfer agent will return checks drawn on those shares, or any portion thereof, until the check(s) used to purchase the shares has cleared (subject to the ten business day hold). If you anticipate check redemptions soon after you purchase shares, you are advised to wire payment to avoid the return of any check(s). If the amount of the check is greater than the value of the shares held in your account, the check will be returned and your account will be charged a fee of \$31. We reserve the right to change this fee at any time. To avoid the possibility that a check may not be accepted due to insufficient share balances, you should not attempt to withdraw the full amount of an account or to close your account by writing a check. If the signature on the check does not match the signature card completed prior to receiving a book of checks, the check will be rejected. The Prime Money Market Fund, the transfer agent, and the bank will not be liable for any loss or expenses associated with returned checks. Use of this procedure will be subject to the bank's rules and regulations governing checking accounts.

You may request a stop payment on any check and the transfer agent will attempt to carry out your request. The transfer agent cannot guarantee that such efforts will be successful. Because the bank charges the Fund for this service, your account will be charged a \$31 fee for any stop payment request that becomes effective. No fee, other than those specified above, will be charged to you for participation in the check-writing redemption procedure or for the clearance of any checks. We reserve the right to change this fee at any time. The stop payment shall be effective for six months. The stop payment may be renewed for an additional six months if requested in writing.

A check-writing redemption request which is verifiably submitted to the Fund or the Fund's agent before a liquidity fee or redemption gate is imposed will be considered a valid redemption and will be processed normally.

Accounts With Low Balances. The Funds incur certain fixed costs in maintaining shareholder accounts. Therefore, if your account value is less than \$2,500 (or \$400 for an IRA account), the account will be subject to an annual low balance fee of \$25.00. You will receive notification 60 days prior to the date the fee is deducted. If the year-to-date average daily balance is above the relevant minimum, no charge will be assessed to the account. The low balance fee also will not be charged for: (a) Automatic Account Builder Program participants, (b) group retirement accounts that are making continuing purchases, or (c) certain accounts held by broker-dealers through the National Securities Clearing Corporation.

The Funds also reserve the right to redeem your shares and close your account if redemption activity brings the value of your account below \$2,500 (or \$400 for an IRA account) or you have opened your account for less than the minimum purchase amount and do not purchase additional shares to meet the minimum balance requirement. In such cases, you will be notified and given at least 30 days to purchase additional shares before the account is closed. An involuntary redemption constitutes a sale. You should consult your tax adviser concerning the tax consequences of involuntary redemptions. You may purchase additional shares to increase the value of your account to the minimum amount within the 30-day period.

Redemptions Initiated by the Funds. The Funds reserve the right to redeem your shares if the Fund determines that you do not meet the eligibility requirements described in this Prospectus to maintain your account(s) with the Fund, whether as a result of changes in applicable law or otherwise. In addition, the Prime Money Market Fund reserves the right to redeem shares in any account that the Fund cannot confirm to its satisfaction are beneficially owned by natural persons. The Fund will provide advance written notice of its intent to make any such involuntary redemptions.

Neither the Funds nor the Adviser will be responsible for any loss in an investor's account or tax liability resulting from an involuntary redemption.

Incidental Costs. The only costs associated with the Fund are described in the Fund Expenses section and certain incidental fees associated with specific services on accounts. These fees include an annual maintenance fee of \$10 assessed by the custodian for IRA and Coverdell ESA accounts and a \$20 fee per account will be assessed to close out an IRA or Coverdell ESA balance at the time of redemption. We reserve the right to change any of the above fees after notice to you.

Meeder Funds may charge a fee for certain services, such as providing historical account documents and copies of checks.

Additional Information About Redemptions. Generally, all redemptions will be for cash. However, if you redeem shares worth \$250,000 or more, each Fund reserves the right to pay part or all of your redemption proceeds in readily marketable securities instead of cash. The Funds reserve the right to request a Medallion Signature Guarantee request in writing for share redemptions valued \$250,000 or more. If payment is made in securities, a Fund will value the securities selected in the same manner in which it computes its NAV. This process minimizes the effect of large redemptions on the Fund and its remaining shareholders. In the event a Fund makes an in-kind distribution, you could incur brokerage and transaction charges when converting the securities to cash.

Identity and Fraud Protection. On every shareholder request received, the transfer agent will employ reasonable measures to verify the identity of the initiator, such as requesting verification of account name, account number, SSN and other relevant information. If appropriate security measures are taken, the transfer agent is not responsible for any loss, damage, cost or expenses in acting on such instructions.

Please take precautions to protect yourself from fraud. It is important to keep your account information private, and immediately review any account statements or other information that are provided to you from Meeder Funds. Please contact Meeder Funds immediately about any transactions or changes to your account that you believe are unauthorized.

## EXCHANGE PRIVILEGE

You may exchange shares of a Fund for shares of the same share class of any other Fund within the Meeder Funds that is available for sale in your state at their respective NAVs. Exchanges are subject to applicable minimum initial and subsequent investment requirements, as well as shareholder eligibility requirements. Before exchanging into a Fund read its Prospectus. There may be additional requirements if:

- You wish to register a new account in a different name;

- You wish to add telephone redemption or exchange privileges to an account; or
- You wish to have check-writing redemption privileges in a Prime Money Market Fund account (A new account application is not required but will need a Medallion Signature Guarantee request by all registered account owners).

Please call Meeder Funds Client Services at 1-800-325-3539 for more information.

Exchange requests may be directed to the Fund by mail, fax or telephone.

### By Mail or Fax:

- Mail your exchange request to:  
  
Meeder Funds  
P.O. Box 7177  
Dublin, Ohio 43017
- The exchange request must be signed exactly as your name appears on the Fund's account records.
- Requests must be signed by all registered account owners and include account specific information like account number and tax identification.

Any requests received via mail or fax may be verified by telephone with registered owners. For faxed requests, please fax to 614-766-6669.

### By Telephone:

- You may make exchanges by telephone only if you selected the telephone redemption feature on your New Account Application
- Exchange requests may be made by telephone by calling 1-800-325-3539, or (614) 760-2159.
- Exchanges must be made within the same account number.
- To transfer shares from one account to another account, the registration of accounts must be identical or be subject to Medallion Signature Guarantee rules.

Exchange requests in good order received by a Fund or an authorized financial intermediary before 4:00 p.m. ET (or before the NYSE closes if it closes before 4:00 p.m. ET.) will be effective that day. The price you will receive will be the NAV next determined after the Fund receives your exchange request. Requests to exchange shares of the Prime Money Market Fund for shares of another Fund must be received prior to 12:00 Noon ET and will be effective the same day as receipt. Exchange requests received by the Fund or an

authorized financial intermediary after the times listed above are processed at the NAV determined on the following business day.

The exchange of shares of one Fund for shares of another Fund is treated for federal income tax purposes as a sale of the shares redeemed. You may realize a taxable gain or loss on an exchange, and you should consult your tax adviser for further information concerning the tax consequences of an exchange. An exchange between classes of shares of the same Fund is not taxable for federal income tax purposes.

An exchange may be delayed briefly if redemption proceeds are not immediately available for purchase of the newly acquired shares. The exchange privilege may be modified or terminated at any time. In addition, each Fund may reject any exchange request and limit your use of the exchange privilege.

## **OTHER CLIENT SERVICES**

### **Automatic Account Builder**

When making your initial investment in a Fund, you may choose to participate in the Funds' Automatic Account Builder Program by completing the appropriate section of the New Account Application. Under the program, monthly or bi-monthly the Funds' transfer agent will electronically debit your checking or savings account at the financial institution identified on the account application for the amount of your purchase. Your bank must be a member of ACH. There is no charge by the Meeder Funds for this service. Your financial institution, however, may charge for debiting your account. It may take one to three business days to receive funds. You can change the amount or discontinue your participation in the program by phone or by written notice to the Fund at least seven business days prior to the next automatic investment date.

### **Direct Deposit**

Investments of \$100 or more may be directly deposited into your account. If you wish to have a financial institution electronically transfer funds into your account, you should contact the Fund for information on this service by calling 1-800-325-3539 or (614) 760-2159. There is no charge for this service, although the financial institution debiting your account may charge a fee for this service.

### **Systematic Withdrawal Program**

This program allows you to automatically sell your shares and receive regular distributions of \$100 or more from your account. You must either own or purchase shares having a value of at least \$10,000 and advise the Fund in writing of the amount to be distributed and the desired frequency, i.e., monthly, quarterly or annually. This option may be selected by completing the appropriate section of the New Account Application. If withdrawals exceed income

dividends, the invested principal may be depleted. If the systematic withdrawal amount exceeds the account balance, the withdrawal will be processed for the remaining account balance and the account will be closed. You may make additional investments to the account and may change or stop the systematic withdrawal program at any time. There is no charge for this program.

### **Sub-accounting for Institutional Investors**

A Fund's optional sub-accounting system offers a separate shareholder account for each participant and a master account record for the institution. Share activity is thus recorded and statements prepared for both individual sub-accounts and for the master account. For more complete information concerning this program contact the Fund.

## **SHORT-TERM TRADING POLICY**

Each Fund (except for the Prime Money Market Fund) discourages short-term or excessive trading and will seek to restrict or reject such trading or take other action as the Adviser or the transfer agent determines to be appropriate, in accordance with policies adopted by the Funds' Board. Depending on various factors, including the size of a Fund, the amount of assets the portfolio manager typically maintains in cash equivalents, and the dollar amount and frequency of trades, short-term or excessive trading may interfere with the efficient management of a Fund's portfolio, increase a Fund's transaction costs, administrative costs and taxes, and/or impact Fund performance. Short-term traders seeking to take advantage of possible delays between the change in the value of a Fund's portfolio holdings and the reflection of the change in the Fund's NAV, sometimes referred to as "arbitrage market timing," may, under certain circumstances, dilute the value of Fund shares if redeeming shareholders receive proceeds (and buying shareholders receive shares) based upon net asset values which do not reflect appropriate fair value prices.

The Funds will seek to reduce the risk of short-term trading by selectively reviewing on a continuous basis recent trading activity in order to identify trading activity that may be contrary to this short-term trading policy. If the Funds believe, in their sole discretion, that an investor is engaged in excessive short-term trading or is otherwise engaged in market timing activity, the Funds may, with or without prior notice to the investor, reject further purchase orders from that investor, and disclaim responsibility for any consequent losses that the investor may incur. Alternatively, the Funds may limit the amount, number or frequency of any future purchases and/or the method by which an investor may request future purchases and redemptions, including purchases and/or redemptions by an exchange or transfer between the Funds and any other mutual fund. The Funds' response to any particular market timing activity will depend

on the facts and circumstances of each case, such as the extent and duration of the market timing activity and the investor's trading history in the Funds. Although this method of reducing the risk of short-term trading involves judgments that are inherently subjective and involve some selectivity in their application, the Funds seek to make judgments and applications that are consistent with the interests of the Funds' shareholders. While the Funds cannot guarantee the prevention of all excessive trading and market timing, by making these judgments the Funds believe they are acting in a manner that is in the best interests of shareholders. The Funds' excessive trading policies generally do not apply to systematic purchases and redemptions.

As an investor, you are subject to this policy whether you are a direct shareholder of the Funds or investing indirectly in the Funds through a financial intermediary such as a broker-dealer, a bank, an insurance company separate account, an investment adviser, an administrator or trustee of an IRS recognized tax-deferred savings plan, such as a 401(k) retirement plan, that maintains an omnibus account with the Funds for trading on behalf of its customers. The Funds have entered into information sharing agreements with such financial intermediaries under which the financial intermediaries are obligated to: (a) enforce during the term of the agreement, a market-timing policy, the terms of which are acceptable to the Funds; (b) furnish the Funds, upon request, with information regarding customer trading activities in shares of the Funds; and (c) enforce the Funds' market-timing policy with respect to customers identified by the Funds as having engaged in market timing. The Funds apply these policies and procedures to all shareholders believed to be engaged in market timing or excessive trading. The Funds have no arrangements to permit any investor to trade frequently in shares of the Funds, nor will they enter into any such arrangements in the future.

Financial intermediaries maintaining omnibus accounts with the Funds may impose market timing policies that are more restrictive than the market timing policy adopted by the Funds' Board. For instance, these financial intermediaries may impose limits on the number of purchase and sale transactions that an investor may make over a set period of time and impose penalties for transactions in excess of those limits. Financial intermediaries also may exempt certain types of transactions from these limitations. If you purchased your shares through a financial intermediary, you should read carefully any materials provided by the financial intermediary together with this Prospectus to fully understand the market timing policies applicable to you.

## DISTRIBUTION AND SHAREHOLDER SERVICE FEES

*Distribution Plan.* The Board of Trustees of the Funds has adopted, on behalf of the Retail Class Shares of the Fund, a shareholder distribution plan pursuant to Rule 12b-1 under the 1940 Act (the "Distribution Plan"). The Distribution Plan allows the Fund to use part of its assets to pay for the sale and distribution of those Shares, including advertising, marketing and other promotional activities as well as shareholder servicing. For these services, the Fund has authorized its agents or distributors to pay a distribution fee (the "Distribution Fee") at the rates set forth below to financial intermediaries or other parties who have entered into selling or shareholder distribution agreements with the Funds, its agents, or Distributor. The Funds may also pay a portion of the Distribution Fee to the Distributor for costs incurred in connection with the distribution, sale, or promotion of the Retail Share Class. Under the Distribution Plan, the Funds may pay a Distribution Fee up to the following annualized rate for each of the following Retail share classes:

SHARE CLASS	PERCENTAGE OF AVERAGE DAILY NET ASSETS
Global Opportunities Fund	0.25%
Aggressive Growth Fund	0.25%
Dividend Opportunities Fund	0.25%
Dynamic Growth Fund	0.25%
Quantex Fund	0.20%
Balanced Fund	0.25%
Muirfield Fund	0.20%
Spectrum Fund	0.25%
Infrastructure Fund	0.25%
Total Return Bond Fund	0.25%
Prime Money Market Fund	0.20%

Because the Distribution Fees are paid out of the Funds' assets on an on-going basis, the fees under the Distribution Plan will, over time, increase the cost of investing in the Fund and cost investors more than other types of sales charges.

*Shareholder Services Plan.* The Board of Trustees of the Funds has also adopted, on behalf of Funds, a shareholder services plan (the "Shareholder Services Plan"). Under the Shareholder Services Plan, the various share classes of the Funds (except the Prime Money Market Fund) bear a service fee (the "Shareholder Services Fee") at the rates set forth below on an annualized basis.

The Shareholder Services Fee is paid in exchange for support services provided to shareholders including, but not limited to, responding to customer inquiries, processing payments, providing statements, and maintaining shareholder accounts and records. The Shareholder Services Fee may be paid by the Funds' agent or Distributor to financial intermediaries that have entered into shareholder services or similar agreements with the Funds or its agents. Payments under the Shareholder Services Plan are an operating expense of the Funds. The Shareholder Services Fee varies according to the agreement and services provided and are committed to the discretion of the Funds' agent or Distributor up to the following amounts of the Funds' daily net assets attributable to each class of shares on an annualized basis:

SHARE CLASS	SHAREHOLDER SERVICES FEE
Retail Class	0.20%
Adviser Class	0.25%
Institutional Class	0.10%

*Additional Compensation.* On occasion, the Distributor, the Adviser or its affiliates may make payments out of their own resources, without reimbursement from the Fund, to financial intermediaries and other persons as incentives to market the Funds, to cooperate with the Adviser's promotional efforts, to support distribution of shares of the fund or provide services to Fund shareholders. These payments are often referred to as "additional cash compensation" and are in addition to the Distribution Fees and the Shareholder Services Fees. These payments include fixed charges for establishing access to a Fund's shares on particular trading systems as well as basis point payments on gross or net sales for the range of services that may otherwise be covered by the Distribution Plan or the Shareholder Services Plan.

*Payments to Financial Intermediaries.* If you purchase shares of the Fund through a financial intermediary, the broker, representative or financial intermediary through whom you made the purchase may have received a portion of the Distribution Fee or Additional Compensation described above. These payments may create a conflict of interest by influencing the broker, representative or financial intermediary to recommend the Fund over another investment. Ask your salesperson or visit your financial intermediary's web site for more information.

## DIVIDENDS AND DISTRIBUTIONS

*Investment Income and Capital Gains.* Each Fund may earn dividends and interest (i.e., investment income) on its investments. In addition, when a Fund sells a security for a price that is higher than it paid, it records a gain. When a Fund

sells a security for a price that is lower than it paid, it records a loss. If a Fund has held the security for more than one year, the gain or loss will be a long-term capital gain or loss. If a Fund has held the security for one year or less, the gain or loss will be a short-term capital gain or loss. The Fund's gains and losses are netted together to produce net capital gains or net capital losses. As a shareholder, you will receive your share of a Fund's investment income and net capital gains.

*Distributions.* Each Fund's net investment income and short-term capital gains are paid to you as ordinary dividends. Each Fund's long-term capital gains are paid to you as capital gain distributions. If the Fund pays you an amount in excess of its income and gains, this excess will generally be treated as a non-taxable return of capital. These amounts, taken together, are what we call the Fund's "distributions." The Total Return Bond Fund, Dividend Opportunities Fund, and Prime Money Market Fund distribute substantially all of their net investment income as dividends to shareholders on a monthly basis. The Muirfield Fund, Spectrum Fund, Infrastructure Fund, Quantex Fund, Aggressive Growth Fund, Dynamic Growth Fund, Balanced Fund, and Global Opportunities Fund distribute substantially all of their net investment income as dividends to shareholders on a quarterly basis. All Funds distribute capital gains, if any, annually. A Fund may distribute income dividends and capital gains more frequently, if necessary, in order to reduce or eliminate federal excise or income taxes on the Fund. The amount of any distribution varies and there is no guarantee the Fund will pay either income dividends or capital gain distributions.

*Dividend Reinvestment.* Most investors have their dividends reinvested in additional shares of the same Fund or another owned fund meeting the fund minimum requirements. If you choose this option, or if you do not indicate any choice, your dividends will be reinvested in additional shares of the same Fund at the applicable NAV on the dividend payable date. Alternatively, you can choose to have a check for your dividends mailed to you. However, if the check is not deliverable or the check is not cashed within six months of the date of the check, your check may be invested in additional shares of the same Fund at the NAV next calculated on the day of the investment. Dividend distributions of less than \$10 are automatically reinvested in the Fund and cannot be paid in cash. The \$10 dividend distribution threshold applies to all account types including IRAs. You may elect to have distributions \$10 and over on shares held in IRAs paid in cash only if you are 59 1/2 years old or permanently and totally disabled or if you otherwise qualify under the applicable plan.

## TAXES

The following information is provided to help you understand the federal income taxes you may have to pay on income dividends and capital gains distributions from the Fund, as well as on gains realized from your redemption of Fund shares.



**This discussion is not intended or written to be used as tax advice. Because everyone's tax situation is unique, you should consult your tax professional about federal, state, local or foreign tax consequences before making an investment in the Fund.**

The Funds intend to qualify each year as a "regulated investment company" under Subchapter M of the Internal Revenue Code of 1986, as amended. By so qualifying, the Funds will not be subject to federal income taxes to the extent that they distribute substantially all of their net investment income and any realized capital gains. Foreign governments may impose taxes on the income and gains from a Fund's investments in foreign securities. These taxes will reduce the amount of the Fund's distributions to you.

*Taxation of Distributions.* Distributions from the Funds (both taxable income dividends and capital gains) are normally taxable to you as ordinary income or long-term capital gains, regardless of whether you reinvest these distributions or receive them in cash (unless you hold shares in a qualified tax-deferred plan or account or are otherwise not subject to federal income tax). Due to the nature of the investment strategies used, distributions by the Muirfield Fund, Spectrum Fund, Infrastructure Fund, Quantex Fund, Aggressive Growth Fund, Dynamic Growth Fund, Dividend Opportunities Fund, Balanced Fund, and Global Opportunities Fund generally are expected to consist primarily of net capital gains and distributions by the Prime Money Market Fund are expected to consist primarily of ordinary income; however, the nature of a Fund's distributions could vary in any given year.

At the end of the calendar year, the Funds will send to you an Internal Revenue Service Form 1099 setting forth the amount of ordinary dividends, capital gain distributions and non-taxable distributions you received from the Fund in the prior year. This statement will include distributions declared in December and paid to you in January of the current year, but which are taxable as if paid on December 31 of the prior year. The IRS requires you to report these amounts on your income tax return for the prior year.

For federal income tax purposes, distributions of net investment income are taxable generally as ordinary income. Dividends of net investment income paid to a non-corporate U.S. shareholder during a taxable year beginning before January 1, 2011 that are properly designated as qualified dividend income will generally be taxable to such shareholder at a maximum rate of 20%. The amount of dividend income that may be so designated by the Fund generally will be limited to the aggregate of the eligible dividends received by the Fund. In addition, the Fund must meet certain holding period and other requirements with respect to the shares on which the Fund received the eligible dividends, and the non-corporate U.S. shareholder must meet certain holding period and other

requirements with respect to Fund Shares. Dividends of net investment income that are not designated as qualified dividend income will be taxable as ordinary income.

Distributions of net capital gain (that is, the excess of the net gains from the sale of investments that the Fund owned for more than one year over the net losses from investments that the Fund owned for one year or less) that are properly designated by the Fund as capital gain dividends will be taxable as long-term capital gain regardless of how long you have held your shares in the Fund. Capital gain dividends of a non-corporate U.S. shareholder recognized during a taxable year beginning before January 1, 2011 generally will be taxed at a maximum rate of 20%. Distributions of net short-term capital gain (that is, the excess of any net short-term capital gain over net long-term capital loss), if any, will be taxable to shareholders as ordinary income. Capital gain of a corporate shareholder is taxed at the same rate as ordinary income.

For taxable years beginning after December 31, 2012, an additional 3.8% Medicare tax generally will be imposed on certain net investment income of non-corporate taxpayers, including dividends and capital gain distributions received from the Fund and gains from the sale of shares, including redemptions.

A Fund may incur net capital losses, which can be carried forward to subsequent tax years. These loss carry forwards may be applied against subsequent capital gains within the Funds, thus reducing or eliminating capital gains distributions to shareholders of those Funds. Information regarding capital loss carry forwards, if any, including the amount available and the expiration date, can be found in the Meeder Funds Annual Report.

*U.S. Government Interest.* Many states grant tax-free status to dividends paid from interest earned on direct obligations of the U.S. Government, subject to certain restrictions. The Funds will provide you with information at the end of each calendar year on the amount of any such dividends that may qualify for exemption from reporting on your individual income tax returns.

*State Taxes.* Ordinary dividends and capital gain distributions that you receive from a Fund and gains arising from redemptions or exchanges of your Fund's shares will generally be subject to state and local income tax. The holding of a Fund's shares may also be subject to state and local intangibles taxes. You may wish to contact your tax adviser to determine the state and local tax consequences of your investment in the Funds.

*Distributions to Retirement Plans.* Fund distributions received by your qualified retirement plan, such as a 401(k) plan or IRA, are generally tax-deferred; this means that you are not required to report Fund distributions on your income tax return when paid

to the plan, but you will be required to report Fund distributions on your income tax return when your qualified plan makes payments directly to you. In general, these plans or accounts are governed by complex tax rules. In addition, special rules apply to payouts from Roth IRAs. You should ask your tax adviser or plan administrator for more information about your tax situation, including possible state or local taxes.

*Dividends-Received Deduction.* Corporate investors may be entitled to a dividends-received deduction on a portion of the ordinary dividends they receive from a Fund.

*Buying a Dividend.* If you are a taxable investor and invest in a Fund shortly before it makes a capital gain distribution, some of your investment may be returned to you in the form of a taxable distribution. Fund distributions will reduce a Fund's NAV per share. Therefore, if you buy shares after a Fund has experienced capital appreciation but before the record date of a distribution of those gains, you may pay the full price for the shares and then effectively receive a portion of the purchase price back as a taxable distribution. This is commonly known as "buying a dividend."

*Selling Shares.* Selling your shares may result in a realized capital gain or loss, which is subject to federal income tax. For individuals, any long-term capital gains you realize from selling Fund shares currently are taxed at a maximum rate of 20%. Short-term capital gains are taxed at ordinary income tax rates. You or your tax adviser should track your purchases, tax basis, sales and any resulting gain or loss. If you redeem Fund shares for a loss, you may be able to use this capital loss to offset any other capital gains you have.

*Backup Withholding.* By law, you may be subject to backup withholding on a portion of your taxable distributions and redemption proceeds unless you provide your correct Social Security or taxpayer identification number and certify that (1) this number is correct, (2) you are not subject to backup withholding, and (3) you are a U.S. person (including a U.S. resident alien). You also may be subject to withholding if the Internal Revenue Service instructs us to withhold a portion of your distributions or proceeds. When withholding is required, the amount is 28% of any distributions or proceeds paid. You should be aware that a Fund may be fined \$50 annually by the Internal Revenue Service for each account for which a certified taxpayer identification number is not provided. In the event that such a fine is imposed with respect to a specific account in any year, the applicable Fund may make a corresponding charge against the account.

## SHAREHOLDER REPORTS AND OTHER INFORMATION

*Statements, Reports and Prospectuses.* The Funds or your financial intermediary will send you quarterly account statements and other Fund materials and reports. If you have an account directly with the Meeder Funds, you may elect to receive electronic copies of account statements, Prospectuses, shareholder reports and other Fund information. To select this option, visit [www.meederfunds.com](http://www.meederfunds.com) and enroll in the Meeder Funds electronic delivery program. After enrolling and activating your account, you will receive e-mail notifications when Fund documents are available to be viewed and downloaded. You also may view your accounts online, as well as obtain account transactions and balance information at [www.meederfunds.com](http://www.meederfunds.com).

In addition, the Funds or your financial intermediary will send you an immediate transaction confirmation statement after every non-systematic transaction, except transactions for the Prime Money Market Fund. The Funds or your financial intermediary will send you a monthly confirmation statement for all transactions for the Prime Money Market Fund unless the only transactions are dividends. Your confirmation statement will be mailed or available within five business days following month/quarter end.

*Householding.* To avoid sending duplicate copies of materials to households, the Funds will mail only one copy of each Prospectus, annual and semi-annual report and annual notice of the Funds' privacy policy to shareholders having the same last name and address. The consolidation of these mailings, called "householding", benefits the Funds by reducing mailing expense. If you want to receive multiple copies of these materials, you may write to Mutual Funds Service Co. at 6125 Memorial Drive, Dublin, OH 43017 or call 1-800-325-3539. Individual copies of Prospectuses, reports and privacy notices will be sent to you commencing within 30 days after Mutual Funds Service Co. receives your request to stop householding.

## FINANCIAL HIGHLIGHTS

The financial highlights tables are intended to help you understand the Funds' financial performance for the past 5 years (or, if shorter, the period of the Funds' operations). Certain information reflects financial results for a single Fund share. The total returns in the table represent the rate that an investor would have earned (or lost) on an investment in the Funds (assuming reinvestment of all dividends and distributions). The financial highlights have been audited by Cohen & Company, Ltd., Independent Registered Public Accounting Firm, whose report, along with the Funds' financial statements, are included in the annual report, which is available upon request.

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## Financial Highlights

### For the Periods Ended December 31,

	Income from Investment Operations				Less Distributions			
	Net Asset Value, Beginning of Period	Net Investment Income (Loss) (3)	Net gains (losses) on securities, futures, and options (both realized and unrealized)	Total from Investment Operations	From Net Investment Income	From Net Capital Gains	From Return of Capital	Total Distributions
<b>Muirfield Fund - Retail Class (1)(2)</b>								
2016 .....	\$ 6.47	0.05	0.32	0.37	(0.05)	0.00	0.00	(0.05)
2015 .....	\$ 7.03	0.02	(0.41)	(0.39)	(0.02)	(0.15)	0.00	(0.17)
2014 .....	\$ 6.95	0.01	0.81	0.82	(0.18)	(0.56)	0.00	(0.74)
2013 .....	\$ 5.81	0.01	1.75	1.76	(0.01)	(0.61)	0.00	(0.62)
2012 .....	\$ 5.17	(0.01)	0.65	0.64	0.00	0.00	0.00	0.00
<b>Muirfield Fund - Adviser Class (1)(2)(4)</b>								
2016 (5) .....	\$ 6.51	0.01	0.29	0.30	(0.01)	0.00	0.00	(0.01)
<b>Muirfield Fund - Institutional Class (1)(2)(4)</b>								
2016 (5) .....	\$ 6.51	0.02	0.29	0.31	(0.02)	0.00	0.00	(0.02)
<b>Dynamic Growth Fund - Retail Class (1)(2)</b>								
2016 .....	\$ 9.36	0.10	0.40	0.50	(0.09)	(0.05)	0.00	(0.14)
2015 .....	\$ 10.02	0.05	(0.40)	(0.35)	(0.05)	(0.26)	0.00	(0.31)
2014 .....	\$ 10.35	0.04	1.25	1.29	(0.30)	(1.32)	0.00	(1.62)
2013 .....	\$ 8.80	0.02	2.74	2.76	(0.02)	(1.19)	0.00	(1.21)
2012 .....	\$ 7.68	0.00	1.12	1.12	0.00	0.00	0.00	0.00
<b>Dynamic Growth Fund - Adviser Class (1)(2)(4)</b>								
2016 (5) .....	\$ 9.34	0.02	0.44	0.46	(0.02)	(0.05)	0.00	(0.07)
<b>Dynamic Growth Fund - Institutional Class (1)(2)(4)</b>								
2016 (5) .....	\$ 9.34	0.02	0.43	0.45	(0.02)	(0.05)	0.00	(0.07)
<b>Aggressive Growth Fund - Retail Class (1)(2)</b>								
2016 .....	\$ 9.64	0.07	0.72	0.79	(0.09)	0.00	0.00	(0.09)
2015 .....	\$ 10.47	0.03	(0.48)	(0.45)	(0.03)	(0.35)	0.00	(0.38)
2014 .....	\$ 10.91	0.00	1.43	1.43	(0.08)	(1.79)	0.00	(1.87)
2013 .....	\$ 8.44	(0.00)*	2.56	2.56	0.00	(0.09)	0.00	(0.09)
2012 .....	\$ 7.40	(0.03)	1.07	1.04	0.00	0.00	0.00	0.00
<b>Aggressive Growth Fund - Adviser Class (1)(2)(4)</b>								
2016 (5) .....	\$ 9.53	0.01	0.82	0.83	(0.01)	0.00	0.00	(0.01)
<b>Aggressive Growth Fund - Institutional Class (1)(2)(4)</b>								
2016 (5) .....	\$ 9.53	0.01	0.82	0.83	(0.01)	0.00	0.00	(0.01)
<b>Balanced Fund - Retail Class (1)(2)</b>								
2016 .....	\$ 10.36	0.11	0.39	0.50	(0.12)	0.00	0.00	(0.12)
2015 .....	\$ 10.98	0.09	(0.58)	(0.49)	(0.08)	(0.05)	0.00	(0.13)
2014 .....	\$ 11.10	0.10	0.84	0.94	(0.27)	(0.79)	0.00	(1.06)
2013 .....	\$ 10.06	0.09	1.89	1.98	(0.09)	(0.85)	0.00	(0.94)
2012 .....	\$ 9.18	0.07	0.89	0.96	(0.08)	0.00	0.00	(0.08)
<b>Balanced Fund - Adviser Class (1)(2)(4)</b>								
2016 (5) .....	\$ 10.49	0.04	0.25	0.29	(0.04)	0.00	0.00	(0.04)
<b>Balanced Fund - Institutional Class (1)(2)(4)</b>								
2016 (5) .....	\$ 10.49	0.04	0.26	0.30	(0.04)	0.00	0.00	(0.04)

1 Ratio of net expenses to average net assets, ratio of net investment income (loss) to average net assets, ratio of expenses to average net assets after reductions, excluding commissions recaptured and fees received from custodian, and ratio of expenses to average net assets before reductions do not include impact of expenses of the underlying investment companies as represented in the schedule of investments.

2 Recognition of net investment income by the Fund is affected by the timing of the declaration of dividends by the underlying investment companies in which the Fund invests.

3 Except for the Money Market Fund, net investment income per share is based on average shares outstanding during the period.

Ratios/Supplemental Data							
Net Asset Value, End of Period	Total Return (Assumes Reinvestment of Distributions)	Net Assets, End of Period (\$'000)	Ratio of Net Investment Income (Loss) to Average Net Assets	Ratio of Net Expenses to Average Net Assets	Ratio of Expenses to Average Net Assets after Reductions and Recoupment of Fees, Excluding Commissions Recaptured and Fees Received from Custodian	Ratio of Expenses to Average Net Assets Before Reductions or Recoupment of Fees	Portfolio Turnover Rate
\$ 6.79	5.72%	\$ 390,817	0.73%	1.05%	1.36%	1.35%	414%
\$ 6.47	(5.50%)	\$ 390,945	0.33%	1.03%	1.35%	1.37%	277%
\$ 7.03	12.12%	\$ 297,861	0.22%	1.22%	1.44%	1.44%	238%
\$ 6.95	30.46%	\$ 161,823	0.14%	1.22%	1.42%	1.54%	260%
\$ 5.81	12.38%	\$ 114,171	(0.12%)	1.39%	1.42%	1.58%	154%
\$ 6.80	4.68%	\$ 154	1.32%	0.73%	0.99%	0.99%	414%
\$ 6.80	4.72%	\$ 845	1.33%	0.72%	0.98%	0.98%	414%
\$ 9.72	5.37%	\$ 118,293	1.04%	1.05%	1.42%	1.56%	369%
\$ 9.36	(3.46%)	\$ 116,559	0.47%	1.19%	1.48%	1.54%	245%
\$ 10.02	12.80%	\$ 141,638	0.40%	1.22%	1.45%	1.54%	230%
\$ 10.35	31.61%	\$ 102,926	0.20%	1.22%	1.39%	1.58%	276%
\$ 8.80	14.58%	\$ 91,977	(0.04%)	1.39%	1.42%	1.57%	154%
\$ 9.73	4.89%	\$ 48	1.33%	0.81%	1.12%	1.12%	369%
\$ 9.72	4.80%	\$ 592	1.33%	0.80%	1.11%	1.11%	369%
\$ 10.34	8.26%	\$ 45,718	0.77%	1.16%	1.60%	1.63%	361%
\$ 9.64	(4.35%)	\$ 78,211	0.24%	1.18%	1.56%	1.58%	283%
\$ 10.47	13.49%	\$ 84,847	0.00%	1.33%	1.59%	1.60%	239%
\$ 10.91	30.40%	\$ 64,608	(0.03%)	1.35%	1.57%	1.65%	272%
\$ 8.44	14.05%	\$ 38,939	(0.44%)	1.59%	1.62%	1.74%	167%
\$ 10.35	8.75%	\$ 19	0.85%	0.91%	1.24%	1.24%	361%
\$ 10.35	8.73%	\$ 345	0.83%	0.93%	1.25%	1.25%	361%
\$ 10.74	4.84%	\$ 229,738	1.02%	1.22%	1.46%	1.46%	322%
\$ 10.36	(4.47%)	\$ 288,803	0.81%	1.22%	1.47%	1.48%	246%
\$ 10.98	8.61%	\$ 175,534	0.94%	1.33%	1.50%	1.54%	180%
\$ 11.10	19.79%	\$ 105,642	0.85%	1.33%	1.47%	1.57%	217%
\$ 10.06	10.42%	\$ 86,628	0.76%	1.49%	1.51%	1.58%	168%
\$ 10.74	2.77%	\$ 89	2.42%	0.85%	1.06%	1.06%	322%
\$ 10.75	2.83%	\$ 219	2.42%	0.85%	1.07%	1.07%	322%

\* Actual amounts were less than one-half of a cent per share.

4 Ratio of net expenses to average net assets, ratio of investment income (loss) to average net assets, ratio of expenses to average net assets after reductions and recoupment of fees, excluding commissions recaptured and fees received from custodian, and ratio of expenses to average net assets before reductions or recoupment of fees are annualized for periods of less than one full year. Total return is not annualized.

5 Commenced operations on October 31, 2016.

## Financial Highlights

### For the Periods Ended December 31,

	Income from Investment Operations				Less Distributions			
	Net Asset Value, Beginning of Period	Net Investment Income (Loss) (3)	Net gains (losses) on securities, futures, and options (both realized and unrealized)	Total from Investment Operations	From Net Investment Income	From Net Capital Gains	From Return of Capital	Total Distributions
<b>Global Opportunities Fund - Retail Class (1)(2)</b>								
2016 .....	\$ 9.34	0.09	0.24	0.33	(0.11)	0.00	0.00	(0.11)
2015 .....	\$ 10.38	0.04	(0.79)	(0.75)	(0.04)	(0.25)	0.00	(0.29)
2014 .....	\$ 11.36	0.06	0.58	0.64	(0.16)	(1.46)	0.00	(1.62)
2013 .....	\$ 10.07	0.04	2.34	2.38	(0.05)	(1.04)	0.00	(1.09)
2012 .....	\$ 8.90	0.00	1.17	1.17	0.00	0.00	0.00	0.00
<b>Global Opportunities Fund - Adviser Class (1)(2)(4)</b>								
2016 (5) .....	\$ 9.41	0.06	0.16	0.22	(0.06)	0.00	0.00	(0.06)
<b>Global Opportunities Fund - Institutional Class (1)(2)(4)</b>								
2016 (5) .....	\$ 9.41	0.06	0.16	0.22	(0.05)	0.00	0.00	(0.05)
<b>Spectrum Fund - Retail Class (1)(2)</b>								
2016 .....	\$ 9.73	0.02	0.66	0.68	(0.02)	(0.11)	0.00	(0.13)
2015 (6) .....	\$ 10.00	(0.04)	(0.08)	(0.12)	0.00	(0.13)	(0.02)	(0.15)
<b>Spectrum Fund - Adviser Class (1)(2)(4)</b>								
2016 (5) .....	\$ 9.97	0.02	0.43	0.45	(0.02)	(0.11)	0.00	(0.13)
<b>Spectrum Fund - Institutional Class (1)(2)(4)</b>								
2016 (5) .....	\$ 9.97	0.02	0.43	0.45	(0.02)	(0.11)	0.00	(0.13)
<b>Quantex Fund - Retail Class (1)(2)</b>								
2016 .....	\$ 27.84	0.14	6.02	6.16	(0.16)	(0.48)	0.00	(0.64)
2015 .....	\$ 35.20	0.17	(2.78)	(2.61)	(0.17)	(4.58)	0.00	(4.75)
2014 .....	\$ 35.04	0.13	3.11	3.24	(0.40)	(2.68)	0.00	(3.08)
2013 .....	\$ 25.46	0.09	10.45	10.54	(0.08)	(0.88)	0.00	(0.96)
2012 .....	\$ 21.84	0.07	3.63	3.70	(0.08)	0.00	0.00	(0.08)
<b>Quantex Fund - Adviser Class (1)(2)(4)</b>								
2016 (5) .....	\$ 30.67	0.04	3.18	3.22	(0.04)	(0.48)	0.00	(0.52)
<b>Quantex - Institutional Class (1)(2)(4)</b>								
2016 (5) .....	\$ 30.67	0.04	3.18	3.22	(0.04)	(0.48)	0.00	(0.52)
<b>Infrastructure Fund - Retail Class (1)(2)</b>								
2016 .....	\$ 18.17	0.11	3.48	3.59	0.00	(0.20)	(0.24)	(0.44)
2015 .....	\$ 30.45	0.17	(5.40)	(5.23)	(0.25)	(6.80)	0.00	(7.05)
2014 .....	\$ 30.98	0.19	2.64	2.83	(0.83)	(2.53)	0.00	(3.36)
2013 .....	\$ 24.17	0.17	6.81	6.98	(0.17)	0.00	0.00	(0.17)
2012 .....	\$ 24.06	0.15	0.21	0.36	(0.15)	(0.10)	0.00	(0.25)
<b>Infrastructure Fund - Adviser Class (1)(2)(4)</b>								
2016 (5) .....	\$ 21.02	0.00*	0.55	0.55	0.00	(0.20)	(0.03)	(0.23)
<b>Infrastructure - Institutional Class (1)(2)(4)</b>								
2016 (5) .....	\$ 21.02	0.00*	0.55	0.55	0.00	(0.20)	(0.03)	(0.23)

1 Ratio of net expenses to average net assets, ratio of net investment income (loss) to average net assets, ratio of expenses to average net assets after reductions, excluding commissions recaptured and fees received from custodian, and ratio of expenses to average net assets before reductions do not include impact of expenses of the underlying investment companies as represented in the schedule of investments.

2 Recognition of net investment income by the Fund is affected by the timing of the declaration of dividends by the underlying investment companies in which the Fund invests.

3 Except for the Money Market Fund, net investment income per share is based on average shares outstanding during the period.

Ratios/Supplemental Data							
Net Asset Value, End of Period	Total Return (Assumes Reinvestment of Distributions)	Net Assets, End of Period (\$'000)	Ratio of Net Investment Income (Loss) to Average Net Assets	Ratio of Net Expenses to Average Net Assets	Ratio of Expenses to Average Net Assets after Reductions and Recoupment of Fees, Excluding Commissions Recaptured and Fees Received from Custodian	Ratio of Expenses to Average Net Assets Before Reductions or Recoupment of Fees	Portfolio Turnover Rate
\$ 9.56	3.54%	\$ 75,657	1.00%	1.16%	1.41%	1.54%	169%
\$ 9.34	(7.21%)	\$ 106,422	0.42%	1.19%	1.42%	1.50%	170%
\$ 10.38	5.87%	\$ 109,845	0.54%	1.23%	1.37%	1.51%	143%
\$ 11.36	23.82%	\$ 91,769	0.36%	1.23%	1.40%	1.58%	231%
\$ 10.07	13.15%	\$ 79,446	(0.05%)	1.39%	1.42%	1.58%	86%
\$ 9.57	2.34%	\$ 30	3.79%	1.01%	1.17%	1.17%	169%
\$ 9.58	2.34%	\$ 330	3.76%	1.02%	1.18%	1.18%	169%
\$ 10.28	6.97%	\$ 124,009	0.16%	1.49%	1.99%	1.99%	235%
\$ 9.73	(1.21%)	\$ 125,597	(0.36%)	1.49%	2.12%	2.19%	161%
\$ 10.29	4.49%	\$ 48	1.07%	1.38%	1.88%	1.88%	235%
\$ 10.29	4.52%	\$ 461	1.07%	1.38%	1.87%	1.87%	235%
\$ 33.36	22.14%	\$ 85,235	0.47%	1.18%	1.52%	1.77%	91%
\$ 27.84	(7.68%)	\$ 58,883	0.46%	1.09%	1.26%	1.75%	87%
\$ 35.20	9.48%	\$ 61,834	0.36%	1.44%	1.52%	1.78%	29%
\$ 35.04	41.54%	\$ 44,476	0.27%	1.52%	1.58%	1.94%	25%
\$ 25.46	16.93%	\$ 23,306	0.29%	1.60%	1.61%	2.06%	31%
\$ 33.37	10.48%	\$ 31	0.75%	1.10%	1.15%	1.40%	91%
\$ 33.37	10.48%	\$ 951	0.75%	1.09%	1.15%	1.40%	91%
\$ 21.32	19.87%	\$ 20,450	0.55%	2.15%	2.17%	2.55%	44%
\$ 18.17	(16.92%)	\$ 20,034	0.56%	1.98%	1.98%	2.01%	54%
\$ 30.45	9.42%	\$ 46,746	0.63%	1.88%	1.88%	1.89%	34%
\$ 30.98	28.96%	\$ 37,988	0.62%	1.87%	1.87%	1.99%	19%
\$ 24.17	1.52%	\$ 30,452	0.63%	1.89%	1.89%	2.02%	29%
\$ 21.34	2.64%	\$ 7	0.11%	1.87%	1.93%	2.18%	44%
\$ 21.34	2.62%	\$ 305	0.08%	1.90%	1.96%	2.21%	44%

\* Actual amounts were less than one-half of a cent per share.

4 Ratio of net expenses to average net assets, ratio of investment income (loss) to average net assets, ratio of expenses to average net assets after reductions and recoupment of fees, excluding commissions recaptured and fees received from custodian, and ratio of expenses to average net assets before reductions or recoupment of fees are annualized for periods of less than one full year. Total return is not annualized.

5 Commenced operations on October 31, 2016.

6 Commenced operations on January 1, 2015.

## Financial Highlights

### For the Periods Ended December 31,

	Income from Investment Operations				Less Distributions			
	Net Asset Value, Beginning of Period	Net Investment Income (Loss) (3)	Net gains (losses) on securities, futures, and options (both realized and unrealized)	Total from Investment Operations	From Net Investment Income	From Net Capital Gains	From Return of Capital	Total Distributions
<b>Dividend Opportunities Fund - Retail Class (1)(2)</b>								
2016 .....	\$ 9.50	0.16	0.97	1.13	(0.17)	0.00	0.00	(0.17)
2015 (4)(6) .....	\$ 10.00	0.18	(0.59)	(0.41)	(0.09)	0.00	0.00	(0.09)
<b>Dividend Opportunities Fund - Adviser Class (1)(2)(4)</b>								
2016 (5) .....	\$ 9.87	0.03	0.59	0.62	(0.03)	0.00	0.00	(0.03)
<b>Dividend Opportunities Fund - Institutional Class (1)(2)(4)</b>								
2016 (5) .....	\$ 9.87	0.03	0.59	0.62	(0.02)	0.00	0.00	(0.02)
<b>Total Return Bond Fund - Retail Class (1)(2)</b>								
2016 .....	\$ 9.14	0.27	0.14	0.41	(0.27)	0.00	0.00	(0.27)
2015 .....	\$ 9.63	0.27	(0.51)	(0.24)	(0.25)	0.00	0.00	(0.25)
2014 .....	\$ 9.77	0.33	(0.15)	0.18	(0.32)	0.00	0.00	(0.32)
2013 .....	\$ 10.15	0.38	(0.38)	(0.00)	(0.38)	0.00	0.00	(0.38)
2012 .....	\$ 9.73	0.44	0.41	0.85	(0.43)	0.00	0.00	(0.43)
<b>Total Return Bond Fund - Adviser Class (1)(2)(4)</b>								
2016 (5) .....	\$ 9.46	0.09	(0.19)	(0.10)	(0.08)	0.00	0.00	(0.08)
<b>Total Return Bond Fund - Institutional Class (1)(2)(4)</b>								
2016 (5) .....	\$ 9.46	0.08	(0.18)	(0.10)	(0.08)	0.00	0.00	(0.08)
<b>Prime Money Market Fund (1)(2)</b>								
2016 .....	\$ 1.00	0.003	N/A	0.003	(0.003)	0.000	0.000	(0.003)
2015 .....	\$ 1.00	0.001	N/A	0.001	(0.001)	0.000	0.000	(0.001)
2014 .....	\$ 1.00	0.001	N/A	0.001	(0.001)	0.000	0.000	(0.001)
2013 .....	\$ 1.00	0.001	N/A	0.001	(0.001)	0.000	0.000	(0.001)
2012 .....	\$ 1.00	0.001	N/A	0.001	(0.001)	0.000	0.000	(0.001)

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\* Actual amounts were less than one-half of a cent per share.



Ratios/Supplemental Data							
Net Asset Value, End of Period	Total Return (Assumes Reinvestment of Distributions)	Net Assets, End of Period (\$000)	Ratio of Net Investment Income (Loss) to Average Net Assets	Ratio of Net Expenses to Average Net Assets	Ratio of Expenses to Average Net Assets after Reductions and Recoupment of Fees, Excluding Commissions Recaptured and Fees Received from Custodian	Ratio of Expenses to Average Net Assets Before Reductions or Recoupment of Fees	Portfolio Turnover Rate
\$ 10.46	12.06%	\$ 56,744	1.62%	1.26%	1.61%	1.80%	250%
\$ 9.50	(4.15%)	\$ 42,099	1.80%	1.26%	1.66%	1.85%	70%
\$ 10.46	6.32%	\$ 22	1.92%	0.97%	1.21%	1.21%	250%
\$ 10.47	6.31%	\$ 229	1.92%	1.00%	1.24%	1.24%	250%
\$ 9.28	4.49%	\$ 214,755	2.87%	0.88%	0.98%	1.00%	217%
\$ 9.14	(2.51%)	\$ 214,618	2.71%	0.88%	1.01%	1.03%	295%
\$ 9.63	1.78%	\$ 143,046	3.39%	0.99%	1.02%	1.13%	82%
\$ 9.77	0.01%	\$ 90,080	3.87%	0.99%	1.01%	1.19%	79%
\$ 10.15	8.93%	\$ 76,001	4.45%	0.99%	1.00%	1.23%	157%
\$ 9.28	(1.05%)	\$ 84	5.49%	0.52%	0.53%	0.53%	217%
\$ 9.28	(1.08%)	\$ 70	5.35%	0.51%	0.53%	0.53%	217%
\$ 1.00	0.29%	\$ 36,666	0.28%	0.32%	0.32%	0.69%	N/A
\$ 1.00	0.07%	\$ 56,530	0.07%	0.18%	0.18%	0.58%	N/A
\$ 1.00	0.06%	\$ 54,927	0.06%	0.16%	0.16%	0.67%	N/A
\$ 1.00	0.08%	\$ 61,288	0.08%	0.22%	0.22%	0.90%	N/A
\$ 1.00	0.10%	\$ 73,546	0.10%	0.30%	0.30%	0.82%	N/A

4 Ratio of net expenses to average net assets, ratio of investment income (loss) to average net assets, ratio of expenses to average net assets after reductions and recoupment of fees, excluding commissions recaptured and fees received from custodian, and ratio of expenses to average net assets before reductions or recoupment of fees are annualized for periods of less than one full year. Total return is not annualized.

5 Commenced operations on October 31, 2016.

6 Commenced operations on June 30, 2015.

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6125 Memorial Drive Dublin, Ohio 43017

## STATEMENT OF ADDITIONAL INFORMATION (SAI)

The SAI provides more detailed information about the Funds. The SAI has been filed with the Securities and Exchange Commission and is incorporated by reference in this Prospectus (is legally a part of this Prospectus).

## ANNUAL AND SEMIANNUAL REPORTS

These reports include portfolio holdings, financial statements, performance information, the auditor's report (in the case of the annual report), and a discussion of the market conditions and investment strategies that significantly affected the Funds' performance during their last fiscal year.

The Funds make available their SAIs, annual reports and semi-annual reports, free of charge on the Funds' website at [www.meederfunds.com](http://www.meederfunds.com). If you buy your shares through a financial intermediary, you should contact the financial intermediary directly for more information.

To request a free copy of the current annual report, semi-annual report or SAI, or to request other information about the Funds, or make shareholder inquiries, please write, call or e-mail us at:

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Information about the Funds (including the SAI) can be reviewed and copied at the Commission's Public Reference Room in Washington, D.C., and information on the operation of the Public Reference Room may be obtained by calling the Commission at 1-202-551-8090. Reports and other information about the Funds are available on the EDGAR Database on the Commission's Internet site at <http://www.sec.gov>, and copies of this information may be obtained, after paying a duplicating fee, by electronic request at the following E-mail address: [publicinfo@sec.gov](mailto:publicinfo@sec.gov), or by writing the Commission's Public Reference Section, Washington, D.C. 20549-1590.



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