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Northstar Financial Advisors Inc
Firm Brochure

January 31, 2024

This brochure provides information about the qualifications and business practices of Northstar Financial Advisors (herein Northstar). If you have any questions about the contents of this brochure, please contact us at: 973 896-6666 or E-Mail us at: northstar@nfai.com.

The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Additional information about Northstar Financial Advisors Inc also is available on the SEC's website at www.adviserinfo.sec.gov.

Northstar is a registered investment advisor. However, registration with the SEC is not an endorsement by the SEC and does not imply a certain level of skill, ability, or training.

Item 2: Material Changes

Since our last annual amendment to this brochure on January 21, 2023 we had no material changes.

We will continue to ensure that you receive a summary of our material changes, if any, to this and subsequent disclosure brochures within 120 days after our fiscal year ends. Our fiscal year ends on December 31, so you will receive the summary of material changes, if any, no later than April 30 each year. At that time, we will also offer a copy of the most current disclosure brochure. We may also provide other ongoing disclosure information about material changes as necessary.

Item 3: Table of Contents

Item 1: Cover Page
Item 2: Material Changes
Item 3: Table of Contents
Item 4: Advisory Business
Item 5: Fees and Compensation
Item 6: Performance-Based Fees and Side-By-Side Management
Item 7: Types of Clients
Item 8: Methods of Analysis, Investment Strategies and Risk of Loss
Item 9: Disciplinary Information
Item 10: Other Financial Industry Activities and Affiliations
Item 11: Code of Ethics, Participation or Interest in Client Transactions and
Item 12: Brokerage Practices
Item 13: Review of Accounts
Item 14: Client Referrals and Other Compensation
Item 15: Custody
Item 16: Investment Discretion
Item 17: Voting Client Securities
Item 18: Financial Information

Item 4: Advisory Business

Northstar has been in business since 1993 and is a fee-based registered investment advisory and financial planning firm serving individuals, trusts and retirement plans. Northstar's principal owner is Richard E Berse. Mr. Berse is a Lehigh University accounting graduate (BS degree), Certified Public Accountant and holds a Certificate of Educational Achievement in Personal Financial Planning from the American Institute of Certified Public Accountants.

Northstar combines investment advisory and limited financial planning services depending on the needs of the client. We take a diversified approach to investing when using mutual funds. Portfolios of individual securities are not diversified and are concentrated. In addition, the portfolios of individual securities sector weighing may differ materially from the S&P 500 and thus carry a greater degree of risk. This risk is mitigated by the long term holding period employed by Northstar. Services are tailored to the individual needs of clients taking into consideration risk, age, time horizon and other relevant factors. Clients may impose restrictions on investing in certain securities as long as Northstar believes the restriction will not have a material effect on client's overall performance. Assets are managed on a discretionary basis.

When a client engages the Northstar to perform "3(38) Fiduciary Services", the Adviser acts as an "investment manager" (as defined in Section 3(38) of ERISA) with respect to the performance of discretionary fiduciary investment services. Under this arrangement Northstar is appointed by the Plan Sponsor or trustee and accepts discretion over plan assets and assumes full responsibility and liability for fiduciary functions concerning decisions related to the plan assets.

Northstar will review the investment options available to the Plan through documents provided by the Plan Sponsor and notifies the Plan's record-keeper and/or the Plan Sponsor of Northstar's instructions to add, remove and/or replace these specific investment options offered to Plan participants and/or used for administrative purposes under the Plan, according to the criteria set forth in guidelines selected by the Plan Sponsor. The Plan Sponsor retains all authority, responsibility and decision-making for investment options not available on the Plan record-keeper's platform (i.e., "non-core" investment options, such as employer stock, plan loans, self-directed brokerage accounts, frozen guaranteed investment contracts, and life insurance).

Northstar will retain final decision-making authority with respect to removing and/or replacing investments in the core lineup. The Plan Sponsor will not have responsibility to communicate instructions to any third-party, custodian and/or third-party administrator.

The data used to determine the investment options is based on estimated, forward-looking performance of various asset classes and subclasses to create our forward-looking capital markets assumptions (e.g., expected return, expected standard deviation, correlation, etc.). Past performance and the return estimates of the asset classes and the indexes that correspond to these asset classes may not be representative of actual future performance. Actual results could differ, based on

various factors including the expenses associated with the management of the portfolio, the portfolio's securities versus the securities comprising the various indexes and general market conditions. Before a specific investment is selected, other factors such as economic trends, which may influence the choice of investments and risk tolerance, should be considered. Northstar has the responsibility and authority to determine the investment line up including evaluating investment managers and mutual fund companies, individual mutual funds, and money market funds which may be retained or replaced.

Northstar will also monitor the current managed investment line up including the investment's performance compared to an applicable benchmark. If Northstar determines that a fund no longer meets the criteria, they will select alternatives and replace them.

As of December 31, 2023, Northstar had approximately \$139,794,016 of discretionary assets under management. We have no non-discretionary assets under management.

Northstar does not participate in wrap fee programs.

Item 5: Fees and Compensation

Northstar charges an annual investment advisory fee of one percent (1%) of the market value of the assets being managed. This fee is negotiable at the discretion of the adviser, and we may charge a lower fee for accounts that primarily contain bonds. ***The annual investment advisory fee is pro-rated and paid quarterly, in arrears,*** based on the market value of the assets on the last day of the previous quarter. Generally, the required account minimum is \$500,000, however Northstar, at its own discretion or through ***negotiation*** may charge a lesser advisory fee or accept lesser account sizes based upon certain criteria (i.e. pre-existing financial planning client, anticipated future earning capacity, anticipated future additional assets, dollar amount to be managed, related accounts etc.). Advisory fees are generally deducted from clients' assets. Upon request and at Northstar's discretion fees may be billed directly to clients. Clients' may also incur brokerage fees, however Raymond James does not charge a commission on equity trades. These fees are exclusive of, and in addition to, Northstar's investment advisory fee. In addition to Northstar's investment advisory fee, the client may incur charges imposed at the mutual fund level (i.e. management fees and other fund expenses).

Northstar charges a fee (fixed fee and/or hourly) for limited financial planning services. These financial planning fees are negotiable, and either fixed or billed at an hourly rate of \$375. Prior to engaging Northstar to provide financial planning services, the client may be required to enter into a financial planning agreement with Northstar setting forth the terms and conditions of the engagement and describing the scope of the services to be provided. The client is free at all times to accept or reject any financial planning or investment recommendations from Northstar. Client is free to obtain legal, accounting and/or brokerage services to implement any of the recommendations of Northstar. If required by the client, Northstar may recommend

the services of other professionals for implementation purposes. However, the client is not obligated to engage the services of any recommended professional. Client retains absolute discretion over all such implementation decisions. Clients are encouraged to review Northstar's limited financial planning services on an annual basis for the purpose of reviewing/updating Northstar's previous recommendations and/or services.

Client's do not pay fixed fees in advance for financial planning.

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

Northstar does not charge performance-based fees or use side-by-side management.

Item 7: Types of Clients

Northstar services individuals, trusts and retirement plans. Generally, the required account minimum is \$500,000, however Northstar, at its own discretion or through negotiation may charge a lesser advisory fee or accept lesser account sizes based upon certain criteria (i.e. pre-existing financial planning client, anticipated future earning capacity, anticipated future additional assets, dollar amount to be managed, related accounts etc.).

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

Northstar primarily uses fundamental value-oriented analysis (value investing) in formulating mainly long-term investment decisions. ***Fundamental analysis is a methodology of valuing stocks utilizing financial statements and other available public information to arrive at an independent appraisal of a company. That value is then compared to the market price to determine whether the company is an attractive investment.*** Technical, charting and other methods are seldom used but sometimes are implemented after an investment has passed the fundamental test. Within this context Northstar sometimes uses asset allocation strategies for portfolio management in an effort to keep portfolios balanced, however, based on risk tolerance portfolio's may be concentrated and sector weighing may differ materially from the S&P 500 and carry a greater degree of risk. This risk is mitigated by the long term holding period employed by Northstar. The main sources of information are financial newspapers including the Wall Street Journal and New York Times business section, independent investment advisory services (i.e. Morningstar, Annual Reports, Company Press Releases, Financial Web Sites, Research Reports, SEC filings etc.

Value investing, like other methods of investing, involves the risk of loss that clients should be prepared to bear. Some of those risks include the occurrence of uncontrollable undesirable outcomes including unknown and unexpected possibilities; The risk associated with inflation and the preservation of the purchasing power of invested capital; Debt securities that are subject to interest rate and credit risk; High yield securities that are corporate debt securities rated below investment grade & are subject to possible default; Tax consequences for short-term holdings periods wherein capital gains are taxed as ordinary income. Faulty analysis of the

underlying value of the securities purchased; Overpaying for a security; Rating agency downgrades; The inherent conflict of interest between management and stockholders; Underperformance of market indices et al.

By its nature, financial planning looks to the long-term. After the client's short-term cash needs and emergency fund is evaluated, investment strategies are designed to help the client achieve their financial goals.

While there is risk in all investments, some carry a greater degree of risk or higher costs. There is no guarantee that the investment strategy selected for the client will result in the client's goals being met, nor is there any guarantee of profit or protection from loss. For those investments sold by prospectus, clients should read the prospectus in full.

Item 9: Disciplinary Information

Neither Northstar nor Richard E. Berse have any disciplinary information to disclose.

Item 10: Other Financial Industry Activities and Affiliations

Richard E Berse as a Certified Public Accountant and 100% owner of Northstar and a related party renders accounting advice/tax preparation services to some of its clients to the extent a client requires accounting advice and/or tax preparation. Northstar if requested will refer services to Richard E Berse CPA PA a Certified Public Accountant or another Certified Public Accounting Firm, all of which services shall be rendered independent of Northstar pursuant to a separate agreement between the client and the Certified Public Accountant. Specifically, the accounting firms including Richard E Berse CPA PA will provide accounting and/or tax preparation services to any such clients of Northstar in their own capacities as Certified Public Accountants.

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

Northstar maintains a Code of Ethics. The Code of Ethics sets forth standards of conduct expected of advisory personnel; requires compliance with federal securities laws; and, addresses conflicts that arise from personal trading by advisory personnel. ***Northstar will provide a copy of the Code of Ethics to any Client or prospective Client upon request.***

The code of ethics is intended to reflect fiduciary principals that govern the conduct of Northstar and its supervised persons in those situations where Northstar acts as an investment advisor as defined under the Advisor Act in providing investment advice to clients. The code of ethics consists of an outline of policies regarding several key areas: standards of conduct and compliance with laws, rules and regulation, protection of material non-public information and personal securities trading. It also consists of specific information and guidance that is provided in Northstar policies and procedures. The Code applies to all "Supervised Persons" of Northstar who act as an investment advisor as defined by the Advisers Act in providing investment

advice to advisory clients, unless otherwise noted. The Advisers Act defines “Supervised Person” to mean any partner, officer, director (or other person occupying a similar status or performing similar functions), or employee of an investment advisor, or other person who provides investment advice on behalf of the investment advisor and is subject to the supervision and control of the investment advisor.

Firm procedures: In order to implement Northstar’s Investment Policy, the following procedures have been put into place with respect to Northstar and its’ Covered Persons:

If Northstar is purchasing or considering for purchase any security on behalf of Northstar’s client, no Covered Persons may transact in that security until the client purchase has been completed (or if purchased simultaneously in a block trade) by Northstar, or until a decision has been made not to purchase the security on behalf of the client; and if Northstar is selling or considering the sale of any security on behalf of Northstar’s client, no Covered Persons may transact in that security until the sale on behalf of the client has been completed by Northstar, or until a decision has been made not to sell the security on behalf of the client.

Exceptions:

The investment policy has been established recognizing that many securities being considered for purchase and sale on behalf of Northstar’s Clients trade in sufficiently broad markets to permit transactions by Northstar’s Clients or Covered Persons to be completed without any appreciable impact on the markets of the securities. Under these circumstances exception will be permitted to the policies stated above. Records of these trades will be maintained with Northstar’s records.

Mutual funds are purchased or redeemed at a fixed net asset value price per share specific to the date of purchase or redemption. As such, transactions in mutual funds by Covered Persons are not likely to have an impact on the prices of the fund shares in which client invest and are therefore not prohibited by Northstar’s investment Policy and Procedures. In accordance with Section 204A of the Investment Advisors Act of 1940, Northstar also maintains and enforces written policies reasonably designed to prevent the misuse of material non-public information by Northstar or any person associated with Northstar.

Item 12: Brokerage Practices

Northstar currently maintains investment management accounts at Raymond James Financial Services, Inc. – (herein “Raymond James”). Factors which Northstar considers in recommending Raymond James to clients include their respective financial strength, reputation, reporting, pricing and research. Raymond James enables Northstar to obtain many no-load mutual funds without transaction charges and other no-load mutual funds at nominal transaction charges. Raymond James charges commission rates for individual debt but not equity security transactions, which are generally considered discounted from retail commission rates. Retail is, for the most part, commission free. Neither Northstar nor its Principal or Associated

Persons will receive any portion of the commission and/or transaction fees charged by Raymond James to the client. In return for effecting securities transactions through Raymond James, or other designated broker-dealer/custodian, Northstar may receive certain investment research products and/or services which assist Northstar in its investment decision-making process of its clients, all of which transactions shall be in compliance with Section 28 I of the Securities Exchange Act of 1934.

In seeking best execution, the determinative factor is not the lowest possible cost, but whether the transaction represents the best execution, taking into consideration the full range of broker-dealer services, including the value of research provided, execution capability, commission rates and responsiveness. Northstar will not be able to negotiate a better rate if you elect not to use our preferred custodian.

Although investment research products and/or services that may be obtained by Northstar will generally be used to services all of Northstars clients, a brokerage commission paid by a specific client may be used to pay for research that is not used in managing that specific client's account. The fees charged by Raymond James are exclusive of, and in addition to, Northstar's investment management fee. In addition, Northstar's investment management fee, the client may also incur charges at the mutual fund level (i.e. management fees and other fund expenses). When Northstar uses client brokerage commission to obtain research or other products or services, Northstar receives a benefit as Northstar does not have to produce or pay for the research, products and/or services. Such research is mainly in the form of reports issued by Standard & Poors, Reuters, et al. Services and products include Webinars & other educational events. Northstar may have an incentive to select or recommend a broker-dealer based on Northstar's interest in receiving the research or other products and/or services, rather than the clients interest in receiving the most favorable execution.

Northstar currently requires that client's use Raymond James to execute transactions. Not all advisers have such a requirement. This practice may cost clients more money.

Northstar, whenever possible will aggregate the purchase or sale of securities for various client accounts. Aggregation is the preferred method but there are instances where aggregation is not possible such as availability of client funds, appropriateness of the transaction to the overall client portfolio, client risk tolerance et al.

As it relates to ERISA Plan business, the Adviser's model does not involve transactional business and, consequently, the Adviser does not currently engage brokers in any transactional capacity.

Item 13: Review of Accounts

For those clients whom Northstar provides investment management services, accounts are reviewed on a quarterly basis by Northstar's Principal Richard E Berse. Additional reviews will be conducted as needed. All investment management and financial planning clients are encouraged to discuss with Northstar their investment objectives, needs and goals and to keep Northstar informed of any changes regarding

the same. All clients are encouraged to either discuss or meet with Northstar to review financial planning issues, investment objectives and account performance. In addition, clients are encouraged to communicate to Northstar any material changes during the year to Northstar can make any appropriate adjustments with regard to the client's investment supervisory services and financial planning services. Northstar will also review accounts on an as needed basis upon client requests.

Northstar provides quarterly performance reporting and billing statements on a secure website accessible by the client with a username and password. Advisory letters are emailed to clients. Raymond James provides monthly brokerage statements. Northstar also provides performance, billing, portfolio value and other requested reports upon client's request.

The financial plan is a snapshot in time and no ongoing reviews are conducted. We recommend clients engage us on an as needed basis to update the financial plan.

Item 14: Client Referrals and Other Compensation

Northstar does not receive compensation nor pay compensation for referrals.

Item 15: Custody

Clients receive monthly statements from their qualified custodian Raymond James. Clients should carefully review those statements. In addition, clients are able to access a quarterly statement from Northstar. Clients should carefully review the custodian statements and compare them to the Northstar statements and notify us of any discrepancies.

Item 16: Investment Discretion

Northstar effects discretionary authority to manage securities accounts on behalf of clients under a limited power of attorney. Northstar will not have authority to withdraw funds or to take custody of client funds or securities, other than under the terms of the Fee Payment Authorization clause in the Agreement with the client. Clients are free to discuss and may override transactions effected by Northstar's discretionary authority. This may include client requests that certain securities be excluded from client's account and other requests. If client changes are material to the overall account Northstar may decide to terminate the client relationship. Northstar's decision is based on whether the client's account has been materially altered as to not represent the client's own investment objectives. Client's sign a power of attorney to authorize Northstar to act on their behalf with regard to effecting client transactions in Raymond James accounts.

In performing discretionary management services, the Adviser is acting as an "investment manager" (as that term is defined in Section 3(38) of ERISA) and as a fiduciary to the Plan and shall act with the care, skill, prudence and diligence under the circumstances then prevailing that a prudent man acting in a capacity and familiar with such matters would use in the conduct of an enterprise of like character and with like aims.

Item 17: Voting Client Securities

Northstar does not vote proxies. It is the client's responsibility to vote proxies. Clients will receive proxy materials directly from the custodian. Questions about proxies may be made via the contact information on the cover page.

Item 18: Financial Information

We are required to provide you with certain financial information or disclosures about our financial condition. We have no financial commitment that would impair our ability to meet any contractual and fiduciary commitments to you, our client. We have not been the subject of any bankruptcy proceedings. In no event shall we charge advisory fees that are both in excess of twelve hundred dollars and more than six months in advance of advisory services rendered.