

**Firm Brochure**  
(Part 2A of Form ADV)

**Cover Page (Item 1)**



**WE LIVE TO PLAN. YOU PLAN TO LIVE.**

**169 South River Road, Suite 17**

**Bedford, NH 03110**

**(603) 625-9900**

**(603) 625-9908**

**[www.BartleyFinancial.com](http://www.BartleyFinancial.com)**

**[robertb@BartleyFinancial.com](mailto:robertb@BartleyFinancial.com)**

This brochure provides information about the qualifications and business practices of BARTLEY FINANCIAL ADVISORS, LLC (BFA). If you have any questions about the contents of this brochure, please contact us at the (603) 625-9900 or [robertb@BartleyFinancial.com](mailto:robertb@BartleyFinancial.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 BFA is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov)

**March 2024**

Bartley Financial Advisors, LLC

## **Material Changes (Item 2)**

---

### **Annual Update**

The Material Changes section of this brochure will be updated annually when material changes occur since the previous release of the Firm Brochure.

Pursuant to current SEC Rules, BFA will ensure that clients receive a summary of any materials changes to this and subsequent disclosure brochures within 120 days of the close of the firm's fiscal year which occurs at the end of the calendar year. BFA may further provide other ongoing disclosure information about material changes as necessary. BFA will also provide clients with a new disclosure brochure as necessary based on changes or new information, at any time, without charge.

---

### **Material Changes since the Last Update**

We removed reference to TD Ameritrade, Inc. due to the transition of moving our clients' managed accounts away from TD Ameritrade, Inc. to Charles Schwab & Company Inc. In November 2019, the two firms announced they had entered into a definitive agreement for Charles Schwab & Company, Inc. to acquire TD Ameritrade in all-stock transaction. As a result of that acquisition, accounts previously held at TD Ameritrade are now Charles Schwab & Company, Inc. accounts.

Subsequently, we updated Item 12 of this brochure to remove reference to TD Ameritrade.

---

### **Brochure Available**

Whenever you would like to receive a copy of our Firm Brochure, please contact us at the phone number or email address noted above.

## Table of Contents (Item 3)

<b>Cover Page (Item 1)</b> .....	<b>i</b>
<b>Material Changes (Item 2)</b> .....	<b>i</b>
Annual Update .....	i
Material Changes since the Last Update .....	i
Brochure Available .....	i
<b>Advisory Business (Item 4)</b> .....	<b>1</b>
Firm Description.....	1
Principal Owners.....	1
Types of Advisory Services.....	1
Asset Management Services .....	2
Tailored Relationships .....	2
Types of Agreements.....	2
Advisory Agreement.....	2
Hourly Planning Engagements .....	3
Termination of Agreement or Engagements .....	4
<b>Fees and Compensation (Item 5)</b> .....	<b>4</b>
Description .....	4
Minimum Fees .....	4
Fee Billing .....	4
Other Fees .....	4
Expense Ratios.....	5
Past Due Accounts and Termination of Agreement .....	5
<b>Performance-Based Fees (Item 6)</b> .....	<b>5</b>
Sharing of Capital Gains .....	5
<b>Types of Clients (Item 7)</b> .....	<b>6</b>
Description .....	6
<b>Methods of Analysis, Investment Strategies and Risk of Loss (Item 8)</b> .....	<b>6</b>
Methods of Analysis.....	6
Investment Strategies .....	7
Risk of Loss .....	8

<b>Disciplinary Information (Item 9)</b>	<b>12</b>
Legal and Disciplinary	12
<b>Other Financial Industry Activities and Affiliations (Item 10)</b>	<b>12</b>
Affiliations	12
Other Business Activities	12
<b>Code of Ethics, Participation or Interest in Client Transactions and Personal Trading (Item 11)</b>	<b>12</b>
Code of Ethics	12
Participation or Interest in Client Transactions	12
Personal Trading	12
<b>Brokerage Practices (Item 12)</b>	<b>12</b>
Selecting Brokerage Firms	12
Best Execution	13
Soft Dollars	13
Order Aggregation	13
<b>Review of Accounts (Item 13)</b>	<b>13</b>
Periodic Reviews	13
Review Triggers	13
Regular Reports	13
<b>Client Referrals and Other Compensation (Item 14)</b>	<b>14</b>
Incoming Referrals	14
Referrals Out	14
Solicitors	14
<b>Custody (Item 15)</b>	<b>15</b>
Account Statements	15
Performance Reports	15
Net Worth Statements	15
<b>Investment Discretion (Item 16)</b>	<b>15</b>
Discretionary Authority for Trading	15
Limited Power of Attorney	16
<b>Voting Client Securities (Item 17)</b>	<b>16</b>
Proxy Votes	16

<b>Financial Information (Item 18)</b> .....	<b>16</b>
Financial Condition .....	16
<b>Succession Agreement</b> .....	<b>16</b>
<b>Privacy Notice</b> .....	<b>16</b>
Privacy Statement.....	16

## **Advisory Business (Item 4)**

---

### **Firm Description**

BARTLEY FINANCIAL ADVISORS, LLC (BFA), ("FIRM NAME") was founded in September of 2000.

BFA provides personalized confidential financial planning and investment management to individuals, pension and profit sharing plans, trusts, estates, charitable organizations and small businesses. Advice is provided through consultation with the client and can include: determination of financial objectives, identification of financial problems, cash flow management, tax planning, insurance review, investment management, education funding, retirement planning, and estate planning.

BFA is strictly a fee-only financial planning and investment management firm. The firm does not sell annuities, insurance, stocks, bonds, mutual funds, limited partnerships, or other commissioned products. The firm is not affiliated with entities that sell financial products or securities. No commissions in any form are accepted. No finder's fees are accepted.

Investment and security selection advice is provided and discussed with the client. BFA does not act as a custodian of client assets. The client always maintains asset control. BFA places trades for clients under a limited power of attorney.

A written evaluation of each client's initial situation is provided to the client, often in the form of a net worth statement. Periodic reviews are also communicated to provide reminders of the specific courses of action that need to be taken. More frequent reviews occur but are not necessarily communicated to the client unless immediate changes are recommended.

Other professionals (e.g., lawyers, accountants, insurance agents, etc.) are engaged directly by the client on an as-needed basis. Conflicts of interest will be disclosed to the client in the unlikely event they should occur.

The initial meeting, which may be by telephone, is free of charge and is considered an exploratory interview to determine the extent to which financial planning and investment management may be beneficial to the client.

---

### **Principal Owners**

Robert C. Bartley Trust is the primary owner. Robert C. Bartley is the trustee of the Robert C. Bartley Trust.

---

### **Types of Advisory Services**

BFA provides investment supervisory services, also known as asset management services and furnishes investment advice through consultations.

On more than an occasional basis, BFA furnishes advice to clients on matters not involving securities, such as financial planning matters, taxation issues, and trust services that often include estate planning.

As of December 31, 2023 BFA manages approximately \$105,694,217 of client assets on a discretionary basis, and \$22,793,729 on a non-discretionary basis.

---

#### Asset Management Services

Assets are invested primarily in no-load or low-load mutual funds, exchange-traded funds, stocks and bonds through a discount brokerage firm. Mutual funds and exchange-traded funds charge each fund shareholder an investment management fee that is disclosed in the fund's prospectus. Discount brokerage firms charge a transaction fee for the purchase of mutual funds.

Exchange-traded funds, stocks and bonds are purchased or sold through a brokerage account. The brokerage firm charges a fee for these trades. BFA does not receive any compensation, in any form, from fund companies or brokerage firms.

Investments can also include; warrants, corporate debt securities, commercial paper, certificates of deposit, municipal securities, investment company securities (variable life insurance, variable annuities, and mutual funds shares), U. S. government securities, options contracts, futures contracts, and interests in partnerships.

Initial public offerings (IPOs) are not available through BFA.

---

#### Tailored Relationships

The specific goals and objectives for each client are discussed and documented. Clients may impose restrictions on investing in certain securities or types of securities.

---

#### Types of Agreements

The following agreements define the typical client relationships. Agreements may not be assigned without client consent.

---

#### Advisory Agreement

Most clients choose to have BFA manage their assets in order to obtain ongoing in-depth advice and planning. All aspects of the client's financial affairs are reviewed. Realistic and measurable goals are set and objectives to reach those goals are defined. As goals and objectives change over time, suggestions are made and implemented on an ongoing basis.

The scope of work and fee for an Advisory Agreement is provided to the client in writing prior to the start of the relationship. An Advisory Agreement

includes: cash flow management; insurance review; investment management (including performance reporting); education funding planning; retirement planning; estate planning; and tax planning , as well as the implementation of recommendations within each area.

The annual Advisory Agreement fee includes both financial planning and investment management fees. The total financial planning and investment management fee is based on the amount of planning work required and the complexity of the issues involved. It is based on a client's income and net worth. The total fee is broken down to one simple fee based on a percentage of the investable assets according to the following schedule:

First \$1,000,000	1.00% per year
\$1,000,000 but less than \$2,000,000	.90% per year
\$2,000,000 but less than \$3,000,000	.80% per year
\$3,000,000 but less than \$4,000,000	.70% per year
\$4,000,000 but less than \$5,000,000	.60% per year
More than \$5,000,000	Quote

The minimum annual fee is based on the complexity of a client's situation and is included in the Advisory Agreement. The minimum fee is negotiable. The minimum annual fee, when applicable, is increased annually, in January, based on the Cost-of-Living adjustment issued by the U.S. Government for the year. In the event of deflation, fees will remain the same.

Current client relationships exist where the fees are higher or lower than the fee schedule above. In addition, due to the size or complexity of a new client's situation, the investment management fees charged can be higher than the schedule noted above. The fees charged would not exceed 2% per year.

The Advisory Service Agreement is an ongoing agreement. The length of service to the client is at the client's discretion. The client or BFA can terminate an Agreement at any time by written notice to the other party. At termination, fees will be billed on a pro rata basis for the portion of the quarter completed. The portfolio value at the completion of the prior full billing quarter plus a quarter of the annual financial planning fee (or minimum quarterly fee) is used as the basis for the fee computation, adjusted for the number of days during the billing quarter prior to termination.

---

#### Hourly Planning Engagements

BFA provides hourly planning services for clients who need advice on a limited scope of work. The hourly rate for limited scope engagements is \$450 for Robert Bartley and from \$125 - \$275 for other team members, which is disclosed in an engagement letter.



---

#### Termination of Agreement or Engagements

A Client can terminate any of the aforementioned agreements or engagements at any time by notifying BFA in writing and paying the unpaid fees prior to notification of termination. If the client made an advance payment, BFA will refund any unearned portion of the advance payment.

BFA can terminate any of the aforementioned agreements at any time by notifying the client in writing. If the client made an advance payment, BFA will refund any unearned portion of the advance payment.

### **Fees and Compensation (Item 5)**

---

#### Description

BFA bases its fees on a percentage of assets under management, hourly charges and fixed fees (not including subscription fees),.

Some Advisory Agreements are priced based on the complexity of work, especially when asset management is not the most significant part of the relationship.

Details on the fees charged are described in the *Advisory Agreement* and *Hourly Planning Engagements* sections above.

Fees are negotiable.

BFA's goal is to be a value to our clients.

---

#### Minimum Fees

The minimum annual Advisory Agreement fee is \$5,000.

BFA has the discretion to waive the minimum fee. A minimum annual fee of less than \$5,000 may be set up when the client and the advisor anticipate the client will add additional funds to their accounts or agree upon an increase in the annual fee to bring the total fee to \$5,000 within a reasonable time. Other exceptions will apply to employees of BFA and their relatives, relatives of existing clients and friends.

---

#### Fee Billing

Investment management fees are billed quarterly, in advance, meaning that we invoice a client before the three-month billing period has ended. Payment in full is expected upon invoice presentation. Fees are usually deducted from a designated client account to facilitate billing. The client must consent in advance to direct debiting of their investment account.

---

#### Other Fees

Custodians charge transaction fees on purchases or sales of certain mutual funds, exchange-traded funds, stocks and bonds. These transaction charges

are usually small and incidental to the purchase or sale of a security. The selection of the security is more important than the nominal fee that the custodian charges to buy or sell the security.

BFA in its sole discretion, can waive its minimum fee and/or charge a lesser investment advisory fee based upon certain criteria (e.g., historical relationship, type of assets, anticipated future earning capacity, anticipated future additional assets, dollar amounts of assets to be managed, related accounts, account composition, negotiations with clients, etc.).

New Advisory Service Agreement fees are calculated on a formula basis and adjusted for complexity of individual situations. The formula is based on income, net worth and other financial considerations.

---

#### Expense Ratios

Mutual funds generally charge a management fee for their services as investment managers. The management fee is called an expense ratio. For example, an expense ratio of 0.25 means that the mutual fund company charges 0.25% for their services. These fees are in addition to the fees paid by a client to BFA.

Performance figures quoted by mutual fund companies in various publications are after their fees have been deducted.

---

#### Past Due Accounts and Termination of Agreement

BFA reserves the right to stop work on any account that is more than 60 days overdue. In addition, BFA reserves the right to terminate any financial planning agreement or engagement where a client has willfully concealed or has refused to provide pertinent information about financial situations when necessary and appropriate, in BFA's judgment, to providing proper financial advice. Any unused portion of fees collected in advance will be refunded within 30 days.

## **Performance-Based Fees (Item 6)**

---

#### Sharing of Capital Gains

Fees are not based on a share of the capital gains or capital appreciation of managed securities.

BFA does not use a performance-based fee structure because of the conflict of interest. Performance-based compensation creates an incentive for the adviser to recommend an investment that carries a higher degree of risk to the client.

## **Types of Clients (Item 7)**

---

### **Description**

BFA generally provides investment advice to individuals, pension and profit sharing plans, trusts, estates or charitable organizations and corporations or business entities.

Client relationships vary in scope and length of service.

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

---

### **Methods of Analysis**

Security analysis methods may include fundamental analysis, technical analysis, cyclical analysis and use of technical trading models.

**Fundamental Analysis** – Fundamental analysis is to ascertain if securities have been mispriced in the short run. Profits can be made by purchasing the mispriced security and then waiting for the market to recognize its "mistake" and reprice the security.

**Technical Analysis** -Technical analysis involves the examination of past market data rather than specific company data in determining which securities to buy/sell. Technical analysis may involve the use of various quantitative-based calculations, variation metrics and charts to identify market patterns and trends which may be based on investor sentiment rather than the fundamentals of a company. These trends may include put/call ratios, pricing trends, moving averages, volume, changes in volume, among many others. These trends, both short and long-term, are used for determining specific trade entry and exit points and broad economic analysis.

**Cyclical Analysis** - Cyclical analysis is similar to technical analysis in that it involves the assessment of market conditions at a macro (e.g., the entire market/economy) or micro (e.g., company specific) level, rather than the overall fundamental analysis of the health of a particular company. Cyclical analysis involves the historical patterns and trends of securities, markets or economies as a whole in an effort to determine future behaviors, the estimation of price movement and an evaluation of a transaction before entry into the market in terms of risk and profit potential.

**Technical Trading Models** - Technical trading models are mathematically driven based upon historical data and trends of domestic and foreign market trading activity, including various industry and sector trading statistics within such markets. Technical trading models attempt to identify when markets are likely to increase or decrease and identify appropriate entry and exit points.

The main sources of information include financial newspapers and magazines, inspections of corporate activities, research materials prepared by others, corporate rating services, timing services, annual reports, prospectuses, filings with the Securities and Exchange Commission, and company press releases.

Other sources of information that BFA may use include; Morningstar Principia and online subscriptions, various investment advisors and economists subscriptions and information obtained via the World Wide Web.

---

## Investment Strategies

The primary investment strategies used on client accounts is strategic or tactical asset allocation based on value and/or momentum. We can use passively-managed index and exchange-traded funds as the core investments as well as actively-managed funds and individual stocks, bonds, real estate investment trust (REIT), etc. where there are greater opportunities to make a difference. Portfolios are diversified to control the risk.

The investment strategy for a specific client is based upon the objectives stated by the client during consultations. The client may change these objectives at any time.

The strategies may include long-term purchases, short-term purchases, short sales, margin transactions, and option writing (including covered options, uncovered options or spreading strategies).

BFA's tactical strategies are designed with these key guiding principles:

- Protect and respect client's capital
- Recognize value or lack of
- Recognize major market trends
- Adjust to changing market conditions.

BFA's tactical strategy models range from conservative to aggressive and take an active approach to investing in a number of different asset classes. BFA's tactical strategy models can be grouped into the following categories:

**Tactical Value Method:** This is a passive buy and hold type approach but increases and decreased the allocation to an asset class (stock, bonds, commodities, real estate, cash, etc.) based on value. A portfolio can be over or under allocated to an asset class if the asset class is over or under valued. E.g. As stocks move through a bull market the portfolio allocation to stocks would move from an overallocation to stocks when stocks are cheap to an under allocation to stocks when the stocks are expensive.

**Tactical Momentum Method:** This is an active approach that utilizes multiple asset classes (stock, bonds, commodities, real estate, cash, etc.). This strategy will move in and out of the multiple asset classes based on momentum. The strategy utilizes multiple momentum analysis tools with the goal of staying in harmony with the market trends. Momentum strategies are designed to deliver strong returns during strong sustained bull markets and to move to defensive positions during strong sustained bear markets. There is no restriction to a minimum percentage allocation to stocks, bonds, or cash. This approach is most appropriate in overvalued markets where the risk of loss is heightened.

**Value:** Utilizes deep value analysis to buy undervalued asset classes.

**Specialized Strategies:** Specialized strategies are used for situations that need more focused exposure or less correlation to standard investments.

BFA may hire third-party managers to manage these investment strategies.

---

#### Risk of Loss

All investment programs have certain risks that are borne by the investor. Our investment approach constantly keeps the risk of loss in mind. Some of the risks investors face are:

**Interest-rate Risk -** Fluctuations in interest rates may cause investment prices to fluctuate. For example, when interest rates rise, yields on existing bonds become less attractive, causing their market values to decline.

**Market Risk -** The price of a security, bond, or mutual fund may drop in reaction to tangible and intangible events and conditions. This type of risk is caused by external factors independent of a security's particular underlying circumstances. For example, political, economic and social conditions may trigger market events.

**Inflation Risk -** When any type of inflation is present, a dollar today will not buy as much as a dollar next year, because purchasing power is eroding at the rate of inflation.

**Currency Risk -** Overseas investments are subject to fluctuations in the value of the dollar against the currency of the investment's originating country. This is also referred to as exchange rate risk.

**Reinvestment Risk -** This is the risk that future proceeds from investments may have to be reinvested at a potentially lower rate of return (i.e. interest rate). This primarily relates to fixed income securities.

**Business Risk -** These risks are associated with a particular industry or a particular company within an industry. For example, oil-drilling companies depend on finding oil and then refining it, a lengthy process, before they can generate a profit. They carry a higher risk of profitability than an electric

company, which generates its income from a steady stream of customers who buy electricity no matter what the economic environment is like.

**Liquidity Risk** - Liquidity is the ability to readily convert an investment into cash. Generally, assets are more liquid if many traders are interested in a standardized product. For example, Treasury Bills are highly liquid, while real estate properties are not.

**Financial Risk** - Excessive borrowing to finance a business' operations increases the risk of profitability, because the company must meet the terms of its obligations in good times and bad. During periods of financial stress, the inability to meet loan obligations may result in bankruptcy and/or a declining market value.

In addition investing in different types of securities involves a risk of loss that a client, should be prepared to bear. Some examples are:

**Equity Securities** - The major risks associated with investing in equity securities relate to the company's capitalization, quality of the company's management, quality and cost of the company's services, the company's ability to manage costs, efficiencies in the manufacturing or service delivery process, management of litigation risk and the company's ability to create shareholder value (e.g., increase the value of the company's stock price).

**Exchange Traded Funds** – Exchange traded funds (ETFs) do not sell individual shares directly to investors and only issue their shares in large blocks that are known as "Creation Units." ETFs are subject to risks similar to those of stocks. Investment returns will fluctuate and are subject to market volatility, so that when shares, are sold they may be worth more or less than their original cost. ETF shares are bought and sold at market price (not Net Asset Value) and are not individually redeemed from the fund.

**Equity Mutual Funds** - The major risks associated with investing in equity mutual funds is similar to the risks associated with investing in equity securities. Other risks include the quality and experience of the portfolio management team and its ability to create fund value by investing in securities that have positive growth, the amount of individual company diversification, the type and amount of industry diversification and the type and amount of sector diversification within specific industries. In addition, mutual funds tend to be tax inefficient and therefore investors may pay capital gains taxes on fund investments while not having yet sold their shares in the fund.

**Fixed-Income Mutual Funds** - In addition to the risks associated with investing in equity mutual funds, fixed-income mutual funds also carry the following risks:

- Credit Risk – the risk that a company or bond issuer may fail to pay principal and interest payments in a timely manner.
- Interest Rate Risk – the risk that the market value of the bonds will go down when interest rates rise.
- Prepayment Risk – the risk that a bond will be paid off early.

Indexed Funds - Indexed Funds have can be affected by “tracking error risk” which means a deviation from a stated benchmark index. Since the core of a portfolio may attempt to closely replicate a benchmark, the source of the tracking error (deviation) may come from a “sample index” that may not closely align the benchmark. In addition, while many index mutual funds are known for their potential tax efficiency and higher “qualified dividend income” (QDI) percentages, there are assets classes within these funds or holding periods that may not benefit. Shorter holding periods, as well as commodities and currencies that may be part of a fund’s portfolio, may be considered “non-qualified” under certain tax code provisions.

Options -There are numerous risks associated with transactions in options on securities or securities indexes. A decision as to whether, when and how to use options involves the exercise of skill and judgment, and even a well-conceived transaction may be unsuccessful to some degree because of market behavior or unexpected events. In the case of index options, the client incurs basis risk between the performance of the underlying portfolio and the performance of the underlying index. For example, the underlying portfolio may decline in value while the underlying index may increase in value, resulting in a loss on the call option while the underlying portfolio declines as well.

Alternative Investments - The performance of alternative investments (e.g., commodities, futures, hedge funds; funds of hedge funds, private equity or other types of limited partnerships) can be volatile. Alternative investments generally involve various risk factors and liquidity constraints, a complete discussion of which is set forth in the offering documents of each specific alternative investment. Due to the speculative nature of alternative investments a client must satisfy certain income or net worth standards prior to investing.

Concentrated Portfolios - Concentrated portfolios are an aggressive and highly volatile approach to trading and investing. Concentrated portfolios hold fewer different stocks than a diversified portfolio and are much more likely to experience sudden dramatic prices swings. In addition, the rise or drop in price of any given holding is likely to have a larger impact on portfolio performance, than a more broadly diversified portfolio.

Additional Risks - (i) Frequent Trading and Investment Performance: BFA's tactical strategies are actively managed in a daily basis and frequent trading may occur. Strategies involving frequent trading of securities can affect investment performance through increased brokerage and other transaction costs and taxes. (ii) Use of Leverage: Some of the strategies can utilize levered index products. Leveraged ETFs are considered risky. The use of leverage strategies by a fund increases the risk to the fund and magnifies gains or losses on the investment. A client could incur significant losses even if the long-term performance of the underlying index showed a gain. Most leveraged ETFs "reset" daily. Due to the effect of compounding, their performance over longer periods of time can differ significantly from the performance of their underlying index or benchmark during the same period of time.

Risks Associated with Methods of Analysis - BFA's securities analysis methods rely on the assumption that the companies whose securities the firm purchases and sells, the rating agencies that review these securities, and other publicly-available sources of information about these securities, are providing accurate and unbiased data. While the firm is alert to indications that data may be incorrect, there is always the risk that BFA's analysis may be compromised by inaccurate or misleading information.

Technical Analysis - The primary risk in using technical analysis is that spotting historical trends may not help predict such trends in the future. Even if the trend will eventually recur, there is no guarantee that BFA will be able to accurately predict such a reoccurrence.

Cyclical Analysis - The primary risk of cyclical analysis is that economic/business cycles may not be predictable and may have many fluctuations between long-term expansions and contractions. The lengths of economic cycles may be difficult to predict with accuracy and therefore, there is an attendant difficulty in predicting economic trends and consequently, the changing value of securities that would be affected by these changing trends.

Technical Trading Models - The primary risk of technical trading models is that historical trends and past performance cannot predict future trends and there is no assurance that the mathematical algorithms employed are designed properly, are updated with new data, or can accurately predict future market, industry and sector performance.

Note that there may be other circumstances not described here that could adversely affect a client's investment and prevent their portfolio from reaching its objective. Past performance is no indication of future results. Investing in securities involves a risk of loss that a client, should be prepared to bear.



## **Disciplinary Information (Item 9)**

---

### **Legal and Disciplinary**

The firm and its employees have not been involved in legal or disciplinary events related to past or present investment clients.

## **Other Financial Industry Activities and Affiliations (Item 10)**

---

### **Affiliations**

None

### **Other Business Activities**

None

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

---

### **Code of Ethics**

The employees of BFA have committed to a Code of Ethics that is available for review by clients and prospective clients upon request. The firm will provide a copy of the Code of Ethics to any client or prospective client upon request.

### **Participation or Interest in Client Transactions**

BFA and its employees can buy or sell securities that are also held by clients. Employees may not trade their own securities ahead of client trades. Employees comply with the provisions of the *BFA Compliance Manual*.

### **Personal Trading**

The Chief Compliance Officer of BFA is Robert Bartley. He reviews all employee trades each quarter. The personal trading reviews ensure that the personal trading of employees does not affect the markets, and that clients of the firm receive preferential treatment. Since most employee trades are small mutual fund trades or exchange-traded fund trades, the trades do not affect the securities markets.

## **Brokerage Practices (Item 12)**

---

### **Selecting Brokerage Firms**

BFA does not have any affiliation with product sales firms. Specific custodian recommendations are made to clients based on their need for such services.

BFA recommends custodians based on the proven integrity and financial responsibility of the firm and the best execution of orders at reasonable commission rates.

BFA recommends discount brokerage firms and trust companies (qualified custodians), such as Fidelity Investments, Charles Schwab & Company, Inc. and Vanguard.

BFA does not receive fees or commissions from any discount brokerage firm.

---

#### Best Execution

BFA regularly reviews the execution of trades when placing trades. On an annual basis, a trade execution review is documented in the BFA *Compliance Manual*. Trading fees charged by the custodians are also reviewed on a regular basis. BFA does not receive any portion of the trading fees.

---

#### Soft Dollars

BFA does not have any soft dollar arrangements.

---

#### Order Aggregation

BFA aggregates trades when possible. Closed-end mutual funds, exchange-traded funds, stock and bond trades are aggregated so clients receive the same execution price.

## **Review of Accounts (Item 13)**

---

#### Periodic Reviews

Account reviews are performed quarterly by Robert Bartley, President. Account reviews are performed more frequently when market conditions dictate or when requested by a client.

---

#### Review Triggers

Other conditions that trigger a review are; changes in the tax laws, new investment information, and changes in a client's situation.

---

#### Regular Reports

Account reviewers are members of the firm's Investment Committee. They are instructed to consider the client's current security positions and the likelihood that the performance of each security will contribute to the investment objectives of the client.

For discretionary investment management clients BFA can provide a web portal that is generally updated and reconciled on a daily basis. This site reports the holdings, balances, activity, fees and performance of client accounts. At times these updates will be delayed because of technical

difficulties that are common with portfolio accounting and data reconciliation. We urge you to compare the reports you receive from us with the reports you receive from your custodian to ensure accuracy. BFA's reporting is only available electronically on this website.

We bundle the reporting of all accounts located at the same client address. If a client does not want accounts bundled please let us know.

The web portal is available at <http://bartleyfinancial.com/> in the Client Center section.

## **Client Referrals and Other Compensation (Item 14)**

---

### **Incoming Referrals**

BFA has been fortunate to receive many client referrals over the years. The referrals came from current clients, estate planning attorneys, accountants, other professionals, employees, personal friends of employees and other similar sources. The firm does not compensate referring parties for these referrals.

---

### **Referrals Out**

BFA does not accept referral fees or any form of remuneration from other professionals when a prospect or client is referred to them.

---

### **Solicitors**

BFA can have solicitor agreements with unaffiliated investment advisers who offer advisory products and services, and in some instances BFA recommends clients to such advisers. In such cases, BFA acts as a solicitor and receives a portion of the fee paid to the unaffiliated adviser. This does not raise the fee paid by the client and client receive all required disclosure forms disclosing the terms of the solicitor relationship at the time the solicitation is made.

BFA can have solicitors to refer clients to BFA. If a client is introduced to BFA by a solicitor and BFA pays that solicitor a referral fee, the payment will be made in accordance with all requirements of the Investment Advisers Act, and any corresponding state securities law requirements. Any such referral fee shall be paid solely from BFA's management fee and shall not result in any additional charge to the client. If the client is introduced to BFA by a solicitor, the solicitor, at the time of the solicitation, shall disclose the nature of their solicitor relationship with BFA, and shall provide each prospective client with a copy of this ADV Part 2A Brochure together with a copy of the written disclosure statement disclosing the terms of the solicitation arrangement between BFA and the solicitor, including the compensation to be received by the solicitor for the referral.

## **Custody (Item 15)**

---

### **Account Statements**

All assets are held at qualified custodians, which means the custodians provide account statements directly to clients at their address of record at least quarterly.

---

### **Performance Reports**

Clients are urged to compare the account statements received directly from their custodians to the performance report statements provided by BFA.

---

### **Net Worth Statements**

Clients are provided net worth statements. Net worth statements contain approximations of bank account balances provided by the client, as well as the value of land and hard-to-price real estate. The net worth statements are used for long-term financial planning where the exact values of assets are not material to the financial planning tasks.

## **Investment Discretion (Item 16)**

---

### **Discretionary Authority for Trading**

BFA accepts discretionary authority to manage securities accounts on behalf of clients. BFA has the authority to determine, without obtaining specific client consent, the securities to be bought or sold, and the amount of the securities to be bought or sold based on the guidelines agreed upon between the client and BFA.

The client approves the custodian to be used and the commission rates paid to the custodian. BFA does not receive any portion of the transaction fees or commissions paid by the client to the custodian on certain trades.

Discretionary trading authority facilitates placing trades in a client's accounts on their behalf so that BFA may promptly implement the investment guidelines previously agreed upon.

**Class Action Settlements** - Although BFA has discretion over client accounts, it will not be responsible for handling client claims in class action lawsuits or similar settlements involving securities owned by the client. Clients will receive the paperwork for such claims directly from their account custodians. Each client should verify with their custodian or other account administrator whether such claims are being made on the client's behalf by the custodian or if the client is expected to file such claims directly.

---

#### Limited Power of Attorney

A limited power of attorney is a trading authorization to allow discretionary trading authority. Each client provides a limited power of attorney to BFA via their agreement with their custodian. This allows BFA to execute trades on their behalf.

### **Voting Client Securities (Item 17)**

---

#### Proxy Votes

BFA does not vote proxies on securities.

When assistance on voting proxies is requested, BFA will provide recommendations to the Client. If a conflict of interest exists, it will be disclosed to the Client.

### **Financial Information (Item 18)**

---

#### Financial Condition

BFA does not have any financial impairment that will preclude the firm from meeting contractual commitments to clients.

A balance sheet is not required to be provided because BFA does not serve as a custodian for client funds or securities, and does not require prepayment of fees of more than \$600 per client, and six months or more in advance.

### **Succession Agreement**

---

As a fiduciary, BFA has certain legal obligations, including the obligation to act in clients' best interest. BFA maintains a Business Continuity and Succession Plan and seeks to avoid a disruption of service to clients in the event of an unforeseen loss of key personnel, due to disability or death. To that end, BFA has entered into a succession agreement with another firm. BFA can provide additional information to any current or prospective client upon request to Robert Bartley, Principal at (603) 625-9900 or robertb@bartleyfinancial.com.

### **Privacy Notice**

---

#### Privacy Statement

At BFA trust and confidentiality are at the core of each of our client relationships. We are obligated to honor that relationship with great care, beginning with the information that clients have chosen to share with us. We

believe that our client's privacy should not be compromised. At the same time, we want to offer our clients the services they need to accomplish their financial goals. We believe we can do both through the privacy policy outlined below which applies to current as well as former clients.

#### Types of Nonpublic Personal Information We Collect

BFA collects nonpublic personal information that is provided to us by our clients or obtained by us with their authorization.

#### Protecting the Confidentiality, Security, and Integrity of Information

BFA employee's access to nonpublic personal information is limited to those with a business reason to know such information. Employees are educated on the importance of maintaining the confidentiality of client's nonpublic personal information. A confidentiality section is included as part of our employment agreement, which must be signed and adhered to as a condition of employment.

We retain records relating to professional services that we provide so that we are better able to assist our clients with their professional needs and, in some cases, to comply with professional guidelines. In order to guard client's nonpublic personal information, we maintain physical, electronic, and procedural safeguards that comply with our professional standards and privacy laws. Our employees understand that all client information is considered private and privileged and is to be used solely for the purpose of providing our clients with the finest service available. We continually strive to maintain complete and accurate information about our clients.

#### Disclosure of Information

BFA does not disclose any nonpublic personal information about our clients without their express consent, except as required or permitted by law. Permitted disclosures include, for instance, providing information to our employees, and in limited situations, to unrelated third parties who need to know that information to assist us in providing services to our clients. In all such situations, we stress the confidential nature of information being shared.