

# **Bluesphere Advisors LLC**

## **Form ADV Part 2A – Disclosure Brochure**

**Effective: November 21, 2023**

This Form ADV 2A (“Disclosure Brochure”) provides information about the qualifications and business practices of Bluesphere Advisors LLC (“Bluesphere” or the “Advisor”). If you have any questions about the content of this Disclosure Brochure, please contact the Advisor at (610) 277-1515 or by email at [info@bluesphereadvisors.com](mailto:info@bluesphereadvisors.com).

Bluesphere is a registered investment advisor with the U.S. Securities and Exchange Commission (“SEC”). The information in this Disclosure Brochure has not been approved or verified by the SEC or by any state securities authority. Registration of an investment advisor does not imply any specific level of skill or training. This Disclosure Brochure provides information to assist you in determining whether to retain the Advisor.

Additional information about Bluesphere and its Advisory Persons is available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching with the Advisor’s firm name or CRD# 283972.

**Bluesphere Advisors LLC**  
2108 Dekalb Pike, East Norriton, PA 19401  
Phone: (610) 277-1515 | <http://www.bluesphereadvisors.com>

## **Item 2 – Material Changes**

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Bluesphere believes that communication and transparency are the foundation of its relationship with clients and will continually strive to provide you with complete and accurate information at all times. Bluesphere encourages all current and prospective clients to read this Disclosure Brochure and discuss any questions you may have with the Advisor.

### Material Changes

The following material changes have been made to this Disclosure Brochure since the last filing and distribution to Clients:

- As a result of the TD Ameritrade and Charles Schwab merger, the Advisor now recommends the Client custody their assets at Charles Schwab & Co., Inc. Please see Item 12 and Item 14 for additional details.
- The Advisor has amended its fees for Investment Management and Financial Planning Services. See Item 5 for details.

### Future Changes

From time to time, the Advisor may amend this Disclosure Brochure to reflect changes in business practices, changes in regulations or routine annual updates as required by the securities regulators. This complete Disclosure Brochure or a Summary of Material Changes shall be provided to you annually and if a material change occurs in the business practices of Bluesphere.

You may view the current Disclosure Brochure on-line at the SEC's Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching with the Advisor's firm name or CRD# 283972. You may also request a copy of this Disclosure Brochure at any time, by contacting the Advisor at (610) 277-1515 or by email at [info@bluesphereadvisors.com](mailto:info@bluesphereadvisors.com).

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## **Item 4 – Advisory Services**

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### **A. Firm Information**

Bluesphere Advisors LLC (“Bluesphere” or the “Advisor”) is a registered investment advisor with the U.S. Securities and Exchange Commission (“SEC”). The Advisor is organized as a Limited Liability Company (“LLC”) under the laws of the Commonwealth of Pennsylvania. Bluesphere was founded in May 2016 and is owned and operated by Sanjay K. Pawar (President and Chief Executive Officer). This Disclosure Brochure provides information regarding the qualifications, business practices, and the advisory services provided by Bluesphere.

### **B. Advisory Services Offered**

Bluesphere offers investment advisory services to individuals, high net worth individuals, institutions, trusts, and estates (each referred to as a “Client”).

The Advisor serves as a fiduciary to Clients, as defined under the applicable laws and regulations. As such, each recommendation made as part of the advisory services is based on the belief that the recommendation is in the Client's best interest. Bluesphere's fiduciary commitment to each Client is further described in the Advisor's Code of Ethics. For more information regarding the Code of Ethics, please see Item 11 – Code of Ethics, Participation or Interest in Client Transactions and Personal Trading.

#### Investment Management Services

Bluesphere provides customized investment advisory solutions for its Clients. This is achieved through continuous personal Client contact and interaction while providing discretionary and non-discretionary investment management and related advisory services. Bluesphere works with each Client to identify their investment goals and objectives as well as risk tolerance and financial situation in order to create a customized investment strategy. Bluesphere will then construct an investment portfolio, consisting primarily of institutional mutual funds and/or exchange-traded funds (“ETFs”) to achieve the Client's investment goals. The Advisor may also utilize individual stocks, individual bonds, and/or options, as appropriate, to meet the needs of its Clients. The Advisor may retain certain legacy investments based on portfolio fit and/or tax considerations.

Bluesphere's investment approach is primarily long-term focused, but the Advisor may buy, sell or re-allocate positions that have been held for less than one year to meet the objectives of the Client or due to market conditions. Bluesphere will construct, implement and monitor the portfolio to ensure it meets the goals, objectives, circumstances, and risk tolerance agreed to by the Client. Each Client will have the opportunity to place reasonable restrictions on the types of investments to be held in their respective portfolio, subject to acceptance by the Advisor.

Bluesphere evaluates and selects investments for inclusion in Client portfolios only after applying its internal due diligence process. Bluesphere may recommend, on occasion, redistributing investment allocations to diversify the portfolio. Bluesphere may recommend specific positions to increase sector or asset class weightings. The Advisor may recommend employing cash positions as a possible hedge against market movement. Bluesphere may recommend selling positions for reasons that include, but are not limited to, harvesting capital gains or losses, business or sector risk exposure to a specific security or class of securities, overvaluation or overweighting of the position[s] in the portfolio, change in risk tolerance of the Client, generating cash to meet Client needs, or any risk deemed unacceptable for the Client's risk tolerance.

At no time will Bluesphere accept or maintain custody of a Client's funds or securities, except for limited authority as outlined in Item 15 – Custody. All Client assets will be managed within their designated account[s] at the Custodian, pursuant to the investment advisory agreement. For additional information, please see Item 12 – Brokerage Practices.

*Retirement Plan Rollover Recommendations* – When deemed to be in the Client's best interest, the Advisor will recommend that a Client roll over its retirement plan account into an account managed by the Advisor. In such instances, the Advisor will serve as an investment fiduciary as that term is defined under The Employee Retirement Income Security Act of 1974 (“ERISA”). Such a recommendation creates a conflict of interest as the Advisor will earn a new (or increase its current) advisory fee as a result of the rollover. No client is under any obligation to roll over retirement plan assets to an account managed by the Advisor.

### Financial Planning Services

Bluesphere will typically provide a variety of financial planning services to individuals and families, pursuant to a written financial planning agreement. Financial planning and consulting services, including business transition services may also be included as a component of a Client's investment management services in order to provide a holistic service to certain Clients. Services are offered in several areas of a Client's financial situation, depending on their goals and objectives.

Generally, such financial planning services will involve preparing a financial plan or rendering a financial consultation based on the Client's financial goals and objectives. Planning engagements may encompass one or more areas of need, including, but not limited to investment planning, retirement planning, personal savings, education savings, insurance needs and other areas of a Client's financial situation. Financial consultation may also encompass business transition services, such as business valuation, deal structure, transition support, coordination of legal and accounting service providers. The Advisor also integrates a Client's business transition plan with a personal financial plan.

Bluesphere may also refer Clients to an accountant, attorney or another specialist, as appropriate for their unique situation. For certain financial planning engagements, the Advisor will provide a written summary of Client's financial situation, observations, and recommendations. For consulting or ad-hoc engagements, the Advisor may not provide a written summary. Plans or consultations are typically completed within six months of contract date, assuming all information and documents requested are provided promptly.

Financial planning recommendations pose a conflict between the interests of the Advisor and the interests of the Client. For example, the Advisor has an incentive to recommend that Clients engage the Advisor for investment management services or to increase the level of investment assets with the Advisor, as it would increase the amount of advisory fees paid to the Advisor. Clients are not obligated to implement any recommendations made by the Advisor or maintain an ongoing relationship with the Advisor. If the Client elects to act on any of the recommendations made by the Advisor, the Client is under no obligation to implement the transaction through the Advisor.

### **C. Client Account Management**

Prior to engaging Bluesphere to provide investment advisory services, each Client is required to enter into one or more agreements with the Advisor that defines the terms, conditions, authority and responsibilities of the Advisor and the Client. These services may include:

- Establishing an Investment Strategy – Bluesphere, in connection with the Client, will develop a strategy that seeks to achieve the Client's investment goals and objectives.
- Asset Allocation – Bluesphere will develop a strategic asset allocation that is targeted to meet the investment objectives, time horizon, financial situation and tolerance for risk for each Client.
- Portfolio Construction – Bluesphere will develop a portfolio for the Client that is intended to meet the stated goals and objectives of the Client.
- Investment Management and Supervision – Bluesphere will provide investment management and ongoing oversight of the Client's investment portfolio.

### **D. Wrap Fee Programs**

Bluesphere does not manage or place Client assets into a wrap fee program. Investment management services are provided directly by Bluesphere.

### **E. Assets Under Management**

As of December 31, 2022 Bluesphere manages approximately \$304,356,571 in Client assets all of which are managed on a discretionary basis. Clients may request more current information at any time by contacting the Advisor.

## Item 5 – Fees and Compensation

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The following paragraphs detail the fee structure and compensation methodology for services provided by the Advisor. Each Client shall sign one or more agreements that details the responsibilities of Bluesphere and the Client.

### A. Fees for Advisory Services

#### Investment Management Services

Investment advisory fees are paid either monthly or quarterly in arrears (the “billing period”), pursuant to the terms of the investment advisory agreement. Investment advisory fees range from 0.50 % to 1.75% annually, depending on the size and complexity of the Client relationship. Relationships with multiple objectives, specific reporting requirements, portfolio restrictions and other complexities may be charged a higher fee.

The investment advisory fee in the first billing period of service is prorated from the inception date of the account[s] to the end of the first billing period. Fees may be negotiable at the sole discretion of the Advisor. The Client’s fees will take into consideration the aggregate assets under management with the Advisor. All securities held in accounts managed by Bluesphere will be independently valued by the Custodian. The Advisor will conduct periodic reviews of the Custodian’s valuations.

The Advisor’s fee is exclusive of, and in addition to any applicable securities transaction and custody fees, and other related costs and expenses described in Item 5.C below, which may be incurred by the Client. However, the Advisor shall not receive any portion of these commissions, fees, and costs.

#### Financial Planning Services

Bluesphere offers financial planning services either on an hourly basis, or for either a one time or ongoing annual fixed fee. Hourly fees can range up to \$300 per hour. Fixed fees range from \$500 to \$40,000. Fees may be negotiable depending on the nature and complexity of each Client’s circumstances. An estimate for total hours and costs will be provided to the Client prior to engaging Bluesphere for these services.

### B. Fee Billing

#### Investment Management Services

Investment advisory fees will be calculated by the Advisor or its delegate and deducted from the Client’s account[s] at the Custodian. The Advisor or its delegate shall send an invoice to the Custodian indicating the amount of the fees to be deducted from the Client’s account[s] for the billing period. The amount due is calculated by applying the monthly or quarterly rate to the total assets under management with Bluesphere at the end of the billing period. The Client acknowledges and agrees that if there is a shortfall in liquid cash or equivalents in your Account[s], the Advisor will instruct the Custodian to liquidate the necessary positions in such Account[s] to cover the amount of the fees under this agreement.

Clients will be provided with a statement, at least quarterly, from the Custodian reflecting deduction of the investment advisory fee. It is the responsibility of the Client to verify the accuracy of these fees as listed on the Custodian’s brokerage statement as the Custodian does not assume this responsibility. Clients provide written authorization permitting advisory fees to be deducted by Bluesphere to be paid directly from their accounts held by the Custodian as part of the investment advisory agreement and separate account forms provided by the Custodian.

#### Financial Planning Services

One-time Financial planning and consulting fees are invoiced by the Advisor upon completion of the agreed upon deliverable[s]. Ongoing engagements are billed annually in arrears.

### C. Other Fees and Expenses

Clients may incur certain fees or charges imposed by third parties, other than Bluesphere, in connection with investments made on behalf of the Client’s account[s]. The Client is responsible for all securities execution and custody fees charged by the Custodian, if applicable. The Advisor’s recommended custodian does not charge

securities transaction fees for ETF and equity trades provided that the Client's accounts meet the terms and conditions of the Custodian's brokerage requirements. However, the Custodian typically charges for mutual funds and other types of investments. The fees charged by Bluesphere are separate and distinct from these custody and execution fees.

In addition, all fees paid to Bluesphere for investment advisory services are separate and distinct from the expenses charged by mutual funds and ETFs to their shareholders, if applicable. These fees and expenses are described in each fund's prospectus. These fees and expenses will generally be used to pay management fees for the funds, other fund expenses, account administration (e.g., custody, brokerage and account reporting), and a possible distribution fee. A Client may be able to invest in these products directly, without the services of Bluesphere which are designed, among other things, to assist the Client in determining which products or services are most appropriate for each Client's financial situation and objectives. The Client may also incur other costs assessed by the Custodian or other parties for account related activity fees, such as wire transfer fees and other fees. The Advisor does not control nor share in these fees. The Client should review both the fees charged by the fund[s] and the fees charged by Bluesphere to fully understand the total fees to be paid.

#### **D. Advance Payment of Fees and Termination**

##### Investment Management Services

Bluesphere is compensated for its investment advisory services at the end of the billing period, after rendering its services for the period. Either party may terminate the investment advisory agreement with Bluesphere, at any time, by providing advance written notice to the other party. In addition, if the Client did not receive the Disclosure Brochure at least 48 hours prior to entering into an agreement, the Client may also terminate the agreement within five (5) business days of signing the Advisor's investment advisory agreement at no cost to the Client. After the five-day period, the Client will incur charges for bona fide advisory services rendered to the point of termination. The Client shall be responsible for investment advisory fees up to and including the effective date of termination. The investment advisory agreement is not transferrable without the Client's prior consent.

##### Financial Planning Services

Bluesphere may be partially compensated for its financial planning services in advance. Either party may terminate the planning agreement, at any time, by providing written notice to the other party. In addition, the Client may terminate the agreement within five (5) business days of signing the Advisor's financial planning agreement at no cost to the Client. After the five-day period, the Client will incur charges for bona fide advisory services rendered to the point of termination and such fees will be due and payable by the Client. Upon termination, the Client shall be billed for actual hours logged on the planning project times the agreed upon hourly rate or the percentage completed for a fixed fee engagement. Refunds will be given on a pro rata basis. The financial planning agreement is not transferrable without the Client's prior consent.

#### **E. Compensation for Sales of Securities**

Bluesphere does not buy or sell securities and does not receive any compensation for securities transactions in any Client account, other than the investment advisory fees noted above.

James Harrington is also licensed as independent insurance professional. Mr. Harrington holds his insurance license as it is necessary for his role as Professor of Risk Management and Insurance at Temple University. Mr. Harrington does not make any engage in any sales of insurance products.

Adam Wang is also a registered representative of Ainvest Financial, Inc. ("Ainvest Financial"). Ainvest Financial is a registered broker-dealer (CRD# 120242), member FINRA, SIPC. In Mr. Wang's separate capacity as a registered representative, Mr. Wang will implement securities transactions under Ainvest Financial and not through Bluesphere. In such instances, Mr. Wang will receive commission-based compensation in connection with the purchase and sale of securities, including 12b-1 fees for the sale of investment company products. Compensation earned by Mr. Wang in his capacity as a registered representative is separate and in addition to the Advisor's fees. This practice presents a conflict of interest because Mr. Wang who is a registered representative has an incentive to effect securities transactions for the purpose of generating commissions rather than solely based on the Client. Clients are not obligated to implement any recommendation provided by the Advisor nor Mr. Wang. Neither the Advisor nor Mr. Wang will earn ongoing investment advisory fees in



connection with any products or services implemented in Mr. Wang's separate capacity as a registered representative. Please see Item 10 – Other Financial Industry Activities and Affiliations.

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## **Item 6 – Performance-Based Fees and Side-By-Side Management**

Bluesphere does not charge performance-based fees for its investment advisory services. The fees charged by Bluesphere are as described in Item 5 above and are not based upon the capital appreciation of the funds or securities held by any Client.

Bluesphere does not manage any proprietary investment funds or limited partnerships (for example, a mutual fund or a hedge fund) and has no financial incentive to recommend any particular investment options to its Clients.

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## **Item 7 – Types of Clients**

Bluesphere offers investment advisory services to individuals, high net worth individuals, institutions, trusts, and estates. The amount of each type of client is available on Bluesphere's Form ADV Part 1A. Bluesphere generally does not impose a minimum size for establishing a relationship.

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

### **A. Methods of Analysis**

Bluesphere primarily employs fundamental and technical analysis methods in developing investment strategies for its Clients. Research and analysis from Bluesphere are derived from numerous sources, including financial media companies, third-party research materials, Internet sources, and review of company activities, including annual reports, prospectuses, press releases and research prepared by others.

Fundamental analysis utilizes economic and business indicators as investment selection criteria. These criteria are generally ratios and trends that may indicate the overall strength and financial viability of the entity being analyzed. Assets are deemed suitable if they meet certain criteria to indicate that they are a strong investment with a value discounted by the market. While this type of analysis helps the Advisor in evaluating a potential investment, it does not guarantee that the investment will increase in value. Assets meeting the investment criteria utilized in the fundamental analysis may lose value and may have negative investment performance. The Advisor monitors these economic indicators to determine if adjustments to strategic allocations are appropriate. More details on the Advisor's review process are included below in Item 13 – Review of Accounts.

As noted above, Bluesphere generally employs a long-term investment strategy for its Clients, as consistent with their financial goals. Bluesphere will typically hold all or a portion of a security for more than a year, but may hold for shorter periods for the purpose of rebalancing a portfolio or meeting the cash needs of Clients. At times, Bluesphere may also buy and sell positions that are more short-term in nature, depending on the goals of the Client and/or the fundamentals of the security, sector or asset class.

### **B. Risk of Loss**

Investing in securities involves certain investment risks. Securities may fluctuate in value or lose value. Clients should be prepared to bear the potential risk of loss. Bluesphere will assist Clients in determining an appropriate strategy based on their tolerance for risk and other factors noted above. However, there is no guarantee that a Client will meet their investment goals.

Each Client engagement will entail a review of the Client's investment goals, financial situation, time horizon, tolerance for risk and other factors to develop an appropriate strategy for managing a Client's account. Client participation in this process, including full and accurate disclosure of requested information, is essential for the analysis of a Client's account[s]. The Advisor shall rely on financial and other information provided by the Client or their designees without the duty or obligation to validate the accuracy and completeness of the provided information. It is the responsibility of the Client to inform the Advisor of any changes in financial condition, goals or other factors that may affect this analysis.



The risks associated with a particular strategy are provided to each Client in advance of investing Client accounts. The Advisor will work with each Client to determine their tolerance for risk as part of the portfolio construction process. Bluesphere may use margin with Client accounts to manage the timing of purchases and sales, as appropriate. Bluesphere may also employ options strategies to hedge or gain additional exposure.

Following are some of the risks associated with the Advisor's investment approach:

#### Market Risks

The value of a Client's holdings may fluctuate in response to events specific to companies or markets, as well as economic, political, or social events in the U.S. and abroad. This risk is linked to the performance of the overall financial markets.

#### ETF Risks

The performance of ETFs is subject to market risk, including the possible loss of principal. The value of the ETFs will fluctuate with the value of the underlying securities that make up the funds. In addition, ETFs have a trading risk based on the loss of cost efficiency if the ETFs are traded actively and a liquidity risk if the ETFs has a large bid-ask spread and low volume. Authorized participants in an ETF may change at any time; this may result in change to the liquidity and the ability to redeem the ETF as the authorized participants control the number of shares of the ETF. The value of an ETF fluctuates based upon the market movements and may disassociate from the index being tracked or from the value of the underlying investments. An ETF purchased or sold at one point in the day may have a different value than the same ETF purchased or sold a short time later.

#### Mutual Fund Risks

The performance of mutual funds is subject to market risk, including the possible loss of principal. The value of the mutual funds will fluctuate with the value of the underlying securities that make up the funds. The value of a mutual fund is typically set daily therefore a mutual fund purchased at one point in the day will typically have the same value as a mutual fund purchased later that same day.

**Past performance is not a guarantee of future returns. Investing in securities and other investments involve a risk of loss that each Client should understand and be willing to bear. Clients are reminded to discuss these risks with the Advisor.**

### **Item 9 – Disciplinary Information**

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**There are no legal, regulatory or disciplinary events involving Bluesphere or its owner.** Bluesphere values the trust Clients place in the Advisor. The Advisor encourages Clients to perform the requisite due diligence on any advisor or service provider that the Client engages. The backgrounds of the Advisor and Advisory Persons are available on the Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching with the Advisor's firm name or CRD# 283972.

### **Item 10 – Other Financial Industry Activities and Affiliations**

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#### Insurance Agency Affiliations

As noted in Item 5, Mr. Harrington is also a licensed insurance professional. Mr. Harrington holds his insurance license as it is necessary for his role as Professor of Risk Management and Insurance at Temple University. Mr. Harrington does not engage in any sales of insurance products.

#### Broker-Dealer Affiliations

As noted in Item 5 Mr. Wang is also a registered representative of Ainvest Financial, Inc. ("Ainvest Financial"). Ainvest Financial is a registered broker-dealer (CRD No. 120242), member FINRA, SIPC. In his separate capacity as a registered representative, Mr. Wang will receive commissions for the implementation of recommendations for commissionable transactions. Clients are not obligated to implement any recommendation provided by Mr. Wang. Neither the Advisor nor Mr. Wang will earn ongoing investment advisory fees in connection with any services implemented in Mr. Wang's separate capacity as a registered representative.

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

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### A. Code of Ethics

Bluesphere has implemented a Code of Ethics (the “Code”) that defines the Advisor’s fiduciary commitment to each Client. This Code applies to all persons associated with Bluesphere (“Supervised Persons”). The Code was developed to provide general ethical guidelines and specific instructions regarding the Advisor’s duties to the Client. Bluesphere and its Supervised Persons owe a duty of loyalty, fairness and good faith towards each Client. It is the obligation of Bluesphere associates to adhere not only to the specific provisions of the Code, but also to the general principles that guide the Code. The Code covers a range of topics that address ethics and conflicts of interest. To request a copy of the Code of Ethics, please contact the Advisor at (610) 277-1515 or by email at [info@bluesphereadvisors.com](mailto:info@bluesphereadvisors.com).

### B. Personal Trading with Material Interest

Bluesphere allows Supervised Persons to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients. Bluesphere does not act as principal in any transactions. In addition, the Advisor does not act as the general partner of a fund, or advise an investment company. Bluesphere does not have a material interest in any securities traded in Client accounts.

### C. Personal Trading in Same Securities as Clients

Bluesphere allows Supervised Persons to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients. Owning the same securities that are recommended (purchase or sell) to Clients presents a conflict of interest that, as fiduciaries, must be disclosed to Clients and mitigated through policies and procedures. As noted above, the Advisor has adopted a Code, which addresses insider trading (material non-public information controls) and personal securities reporting procedures. When trading for personal accounts, Supervised Persons have a conflict of interest if trading in the same securities. The fiduciary duty to act in the best interest of its Clients can be violated if personal trades are made with more advantageous terms than Client trades, or by trading based on material non-public information. This risk is mitigated by Bluesphere requiring reporting of personal securities trades by its Supervised Persons for review by the Chief Compliance Officer (“CCO”). The Advisor has also adopted written policies and procedures to detect the misuse of material, non-public information.

### D. Personal Trading at Same Time as Client

While Bluesphere allows Supervised Persons to purchase or sell the same securities that may be recommended to and purchased on behalf of Clients, such trades are typically aggregated with Client orders or traded afterward. **At no time will Bluesphere, or any Supervised Person of Bluesphere, transact in any security to the detriment of any Client.**

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## Item 12 – Brokerage Practices

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### A. Recommendation of Custodian[s]

Bluesphere does not have discretionary authority to select the broker-dealer/custodian for custody and execution services. The Client will engage the broker-dealer/custodian (herein the “Custodian”) to safeguard Client assets and authorize Bluesphere to direct trades to the Custodian as agreed upon in the investment advisory agreement. Further, Bluesphere does not have the discretionary authority to negotiate commissions on behalf of Clients on a trade-by-trade basis.

Where Bluesphere does not exercise discretion over the selection of the Custodian, the Advisor will typically recommend the Custodian to Clients for custody and execution services. Clients are not obligated to use the Custodian recommended by the Advisor and will not incur any extra fee or cost associated with using a custodian not recommended by Bluesphere. However, the Advisor may be limited in the services it can provide if the recommended Custodian is not utilized. Bluesphere may recommend the Custodian based on criteria such as, but not limited to, reasonableness of commissions charged to the Client, services made available to the Client, its reputation, and/or the location of the Custodian’s offices.

Bluesphere will generally recommend that Clients establish their account[s] at Charles Schwab & Co., Inc. ("Schwab"), a FINRA-registered broker-dealer and member SIPC. Schwab will serve as the Client's "qualified custodian". Bluesphere maintains an institutional relationship with Schwab, whereby the Advisor receives economic benefits from Schwab (Please see Item 14 below.)

Following are additional details regarding the brokerage practices of the Advisor:

**1. Soft Dollars** - Soft dollars are revenue programs offered by broker-dealers/custodians whereby an advisor enters into an agreement to place security trades with the broker-dealer/custodian in exchange for research and other services. Bluesphere does not participate in soft dollar programs sponsored or offered by any broker-dealer/custodian. However, Bluesphere does receive certain economic benefits from its relationship with Schwab. Please see Item 14 below.

**2. Brokerage Referrals** - Bluesphere does not receive any compensation from any third party in connection with the recommendation for establishing an account.

**3. Directed Brokerage** - All Clients are serviced on a "directed brokerage basis", where Bluesphere will place trades within the established account[s] at the Custodian designated by the Client. Further, all Client accounts are traded within their respective account[s]. The Advisor will not engage in any principal transactions (i.e., trade of any security from or to the Advisor's own account) or cross transactions with other Client accounts (i.e., purchase of a security into one Client account from another Client's account[s]). Bluesphere will not be obligated to select competitive bids on securities transactions and does not have an obligation to seek the lowest available transaction costs. These costs are determined by the Custodian.

## **B. Aggregating and Allocating Trades**

The primary objective in placing orders for the purchase and sale of securities for Client accounts is to obtain the most favorable net results taking into account such factors as 1) price, 2) size of the order, 3) difficulty of execution, 4) confidentiality and 5) skill required of the Custodian. Bluesphere will execute its transactions through the Custodian as directed by the Client.

Bluesphere may aggregate orders in a block trade or trades when securities are purchased or sold through the Custodian for multiple (discretionary) accounts. If a block trade cannot be executed in full at the same price or time, the securities actually purchased or sold by the close of each business day must be allocated in a manner that is consistent with the initial pre-allocation or other written statement. This must be done in a way that does not consistently advantage or disadvantage particular Clients' accounts.

## **Item 13 – Review of Accounts**

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### **A. Frequency of Reviews**

Securities in Client accounts are monitored on a regular and continuous basis by the Advisory Person designated to the Client's account[s] as well as Mr. Pawar, the CCO of Bluesphere. Formal reviews are generally conducted at least annually or more frequently depending on the needs of the Client.

### **B. Causes for Reviews**

In addition to the investment monitoring noted in Item 13.A. above, each Client account shall be reviewed at least annually. Reviews may be conducted more frequently at the Client's request. Accounts may be reviewed as a result of major changes in economic conditions, known changes in the Client's financial situation, and/or large deposits or withdrawals in the Client's account[s]. The Client is encouraged to notify Bluesphere if changes occur in the Client's personal financial situation that might adversely affect the Client's investment plan. Additional reviews may be triggered by material market, economic or political events.

### **C. Review Reports**

The Client will receive brokerage statements no less than quarterly from the Custodian. These brokerage statements are sent directly from the Custodian to the Client. The Client may also establish electronic access to

the Custodian's website so that the Client may view these reports and their account activity. Client brokerage statements will include all positions, transactions and fees relating to the Client's account[s]. The Advisor may also provide Clients with periodic reports regarding their holdings, allocations, and performance.

## **Item 14 – Client Referrals and Other Compensation**

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### **A. Compensation Received by Bluesphere**

#### Participation in Institutional Advisor Platform

Bluesphere has established an institutional relationship with Schwab through its "Schwab Advisor Services" unit, a division of Schwab dedicated to serving independent advisory firms like Bluesphere. As a registered investment advisor participating on the Schwab Advisor Services platform, Bluesphere receives access to software and related support without cost because the Advisor renders investment management services to Clients that maintain assets at Schwab. Services provided by Schwab Advisor Services benefit the Advisor and many, but not all services provided by Schwab will benefit Clients. In fulfilling its duties to its Clients, the Advisor endeavors at all times to put the interests of its Clients first. Clients should be aware, however, that the receipt of economic benefits from a custodian creates a conflict of interest since these benefits may influence the Advisor's recommendation of this custodian over one that does not furnish similar software, systems support, or services.

*Services that Benefit the Client* – Schwab's institutional brokerage services include access to a broad range of investment products, execution of securities transactions, and custody of Client's funds and securities. Through Schwab, the Advisor may be able to access certain investments and asset classes that the Client would not be able to obtain directly or through other sources. Further, the Advisor may be able to invest in certain mutual funds and other investments without having to adhere to investment minimums that might be required if the Client were to directly access the investments.

*Services that May Indirectly Benefit the Client* – Schwab provides participating advisors with access to technology, research, discounts and other services. In addition, the Advisor receives duplicate statements for Client accounts, the ability to deduct advisory fees, trading tools, and back office support services as part of its relationship with Schwab. These services are intended to assist the Advisor in effectively managing accounts for its Clients, but may not directly benefit all Clients.

*Services that May Only Benefit the Advisor* – Schwab also offers other services to Bluesphere that may not benefit the Client, including: educational conferences and events, consulting services and discounts for various service providers. Access to these services creates a financial incentive for the Advisor to recommend Schwab, which results in a conflict of interest. Bluesphere believes, however, that the selection of Schwab as Custodian is in the best interests of its Clients.

### **B. Client Referrals from Promoters**

Bluesphere does not engage paid promoters for Client referrals.

## **Item 15 – Custody**

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Bluesphere does not accept or maintain custody of any Client accounts, except for the authorized deduction of the Advisor's fees and certain money movement authority described below. All Clients must place their assets with a "qualified custodian". Clients are required to execute agreements with the Custodian to retain their funds and securities and direct Bluesphere to utilize the Custodian for the Client's security transactions. Bluesphere encourages Clients to review statements provided by the Custodian. For more information about custodians and brokerage practices, see Item 12 – Brokerage Practices.

If the Client gives the Advisor authority to move money from one account to another account, the Advisor may have custody of those assets. In order to avoid additional regulatory requirements, the Custodian and the Advisor have adopted safeguards to ensure that the money movements are completed in accordance with the Client's instructions.

## **Item 16 – Investment Discretion**

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Bluesphere generally has discretionary over the selection and amount of securities to be bought or sold in Client accounts without obtaining prior consent or approval from the Client. However, these purchases or sales may be subject to specified investment objectives, guidelines, or limitations previously set forth by the Client and agreed to by Bluesphere. Discretionary authority will only be authorized upon full disclosure to the Client. The granting of such authority will be evidenced by the Client's execution of an investment advisory agreement containing all applicable limitations to such authority. All discretionary trades made by Bluesphere will be in accordance with each Client's investment objectives and goals.

### **Item 17 – Voting Client Securities**

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Bluesphere does not accept proxy-voting responsibility for any Client. Clients will receive proxy statements directly from the Custodian. The Advisor will assist in answering questions relating to proxies, however, the Client retains the sole responsibility for proxy decisions and voting.

### **Item 18 – Financial Information**

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Neither Bluesphere, nor its management, have any adverse financial situations that would reasonably impair the ability of Bluesphere to meet all obligations to its Clients. Neither Bluesphere, nor any of its Advisory Persons, have been subject to a bankruptcy or financial compromise. Bluesphere is not required to deliver a balance sheet along with this Disclosure Brochure as the Advisor does not collect fees of \$1,200 or more for services to be performed six months or more in advance.

## **Form ADV Part 2B – Brochure Supplement**

**for**

**Sanjay K. Pawar, CFP<sup>®</sup>, CFA<sup>®</sup>  
President, Chief Executive Officer, and Chief Compliance Officer**

**Effective: November 21, 2023**

This Form ADV 2B (“Brochure Supplement”) provides information about the background and qualifications of Sanjay K. Pawar (CRD# 4747958) in addition to the information contained in the Bluesphere Advisors LLC (“Bluesphere” or the “Advisor”) Disclosure Brochure. If you have not received a copy of the Disclosure Brochure or if you have any questions about the contents of the Bluesphere Disclosure Brochure or this Brochure Supplement, please contact the Advisor at (610) 277-1515 or by email at [info@bluesphereadvisors.com](mailto:info@bluesphereadvisors.com).

Additional information about Mr. Pawar is available on the SEC’s Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching with his full name or his Individual CRD# 4747958.

## Item 2 – Educational Background and Business Experience

Sanjay K. Pawar, born in 1973, is dedicated to advising Clients of Bluesphere in his role as the President, Chief Executive Officer, and Chief Compliance Officer. Mr. Pawar attended the Institute of Cost Accountants of India and graduated in 1996. Mr. Pawar also attended Institute of Chartered Accountants of India and graduated in 2003. Mr. Pawar earned his MBA in Finance from St. Joseph's University in 2005. Additional information regarding Mr. Pawar's employment history is included below.

### Employment History:

|   |                    |
|---|--------------------|
| President, Chief Executive Officer, and Chief Compliance Officer, Bluesphere Advisors LLC | 06/2016 to Present |
| President, Pawar Consulting LLC   | 09/2015 to 01/2016 |
| Financial Advisor, Ameriprise Financial Services, Inc.                                    | 08/2005 to 06/2016 |
| Adjunct Professor, Saint Joseph's University  | 08/2005 to 05/2008 |

### Certified Financial Planner ("CFP®")

The CERTIFIED FINANCIAL PLANNER™, CFP® and federally registered CFP® marks (collectively, the "CFP® marks") are professional certification marks granted in the United States by Certified Financial Planner Board of Standards, Inc. ("CFP Board").

The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. Currently, more than 62,000 individuals have obtained CFP® certification in the United States.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

- **Education** – Complete an advanced college-level course of study addressing the financial planning subject areas that CFP® Board's studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor's Degree from a regionally accredited United States college or university (or its equivalent from a foreign university). CFP® Board's financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;
- **Examination** – Pass the comprehensive CFP® Certification Examination. The examination, administered in 10 hours over a two-day period, includes case studies and client scenarios designed to test one's ability to correctly diagnose financial planning issues and apply one's knowledge of financial planning to real world circumstances;
- **Experience** – Complete at least three years of full-time financial planning-related experience (or the equivalent, measured as 2,000 hours per year); and
- **Ethics** – Agree to be bound by CFP® Board's *Standards of Professional Conduct*, a set of documents outlining the ethical and practice standards for CFP® professionals.

Individuals who become certified must complete the following ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks:

- **Continuing Education** – Complete 30 hours of continuing education hours every two years, including two hours on the *Code of Ethics* and other parts of the *Standards of Professional Conduct*, to maintain competence and keep up with developments in the financial planning field; and
- **Ethics** – Renew an agreement to be bound by the *Standards of Professional Conduct*. The *Standards* prominently require that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interests of their clients.



CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP® Board's enforcement process, which could result in suspension or permanent revocation of their CFP® certification.

#### Chartered Financial Analyst® ("CFA®")

The Chartered Financial Analyst ("CFA") charter is a professional designation established in 1962 and awarded by CFA Institute. To earn the CFA charter, candidates must pass three sequential, six-hour examinations over two to four years. The three levels of the CFA Program test a wide range of investment topics, including ethical and professional standards, fixed-income analysis, alternative and derivative investments, and portfolio management and wealth planning. In addition, CFA charter holders must have at least four years of acceptable professional experience in the investment decision-making process and must commit to abide by, and annually reaffirm, their adherence to the CFA Institute Code of Ethics and Standards of Professional Conduct. Chartered Financial Analyst and CFA are trademarks owned by CFA Institute.

### **Item 3 – Disciplinary Information**

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***There are no legal, civil or disciplinary events to disclose regarding Mr. Pawar.*** Mr. Pawar has never been involved in any regulatory, civil or criminal action. There have been no client complaints, lawsuits, arbitration claims or administrative proceedings against Mr. Pawar.

Securities laws require an advisor to disclose any instances where the advisor or its advisory persons have been found liable in a legal, regulatory, civil or arbitration matter that alleges violation of securities and other statutes; fraud; false statements or omissions; theft, embezzlement or wrongful taking of property; bribery, forgery, counterfeiting, or extortion; and/or dishonest, unfair or unethical practices. ***As previously noted, there are no legal, civil or disciplinary events to disclose regarding Mr. Pawar.***

However, we do encourage you to independently view the background of Mr. Pawar on the Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching with his full name or his Individual CRD# 4747958.

### **Item 4 – Other Business Activities**

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Mr. Pawar is dedicated to the investment advisory activities of Bluesphere Clients. Mr. Pawar does not participate in any other business activities.

### **Item 5 – Additional Compensation**

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Mr. Pawar is dedicated to the investment advisory activities of Bluesphere Clients. Mr. Pawar does not receive any additional forms of compensation.

### **Item 6 – Supervision**

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Mr. Pawar serves as the President and Chief Executive Officer as well as the Chief Compliance Officer of Bluesphere. Mr. Pawar can be reached at (610) 277-1515.

Bluesphere has implemented a Code of Ethics, an internal compliance document that guides each Supervised Person in meeting their fiduciary obligations to Clients of Bluesphere. Further, Bluesphere is subject to regulatory oversight by various agencies. These agencies require registration by Bluesphere and its Supervised Persons. As a registered entity, Bluesphere is subject to examinations by regulators, which may be announced or unannounced. Bluesphere is required to periodically update the information provided to these agencies and to provide various reports regarding the business activities and assets of the Advisor.

## **Form ADV Part 2B – Brochure Supplement**

**for**

**David R. Ritrovato, CFP®  
Financial Advisor**

**Effective: November 21, 2023**

This Form ADV 2B (“Brochure Supplement”) provides information about the background and qualifications of David R. Ritrovato (CRD# 2017743) in addition to the information contained in the Bluesphere Advisors LLC (“Bluesphere” or the “Advisor”) Disclosure Brochure. If you have not received a copy of the Disclosure Brochure or if you have any questions about the contents of the Bluesphere Disclosure Brochure or this Brochure Supplement, please contact the Advisor at (610) 277-1515 or by email at [info@bluesphereadvisors.com](mailto:info@bluesphereadvisors.com).

Additional information about Mr. Ritrovato is available on the SEC’s Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching with his full name or his Individual CRD# 2017743.

## Item 2 – Educational Background and Business Experience

David R. Ritrovato, born in 1957, is dedicated to advising Clients of Bluesphere as a Financial Advisor. Mr. Ritrovato earned his B.S. from Philadelphia University in 1979. Mr. Ritrovato then went on to earn his MBA from Philadelphia University in 1985. Additional information regarding Mr. Ritrovato's employment history is included below.

### Employment History:

|  |                    |
|--|--------------------|
| Financial Advisor, Bluesphere Advisors LLC   | 06/2016 to Present |
| Financial Advisor, Ameriprise Financial Services, Inc.   | 08/2005 to 06/2016 |
| Investment Advisor Representative, American Express Financial Advisors (Company bought by Ameriprise Financial Services, Inc.) | 01/1995 to 08/2005 |
| Investment Advisor Representative, IDS Life Insurance Company (Company bought by American Express Financial Advisors)          | 08/1991 to 01/1995 |
| Investment Advisor Representative, ARA Services, Inc.  | 02/1986 to 01/1991 |

### Certified Financial Planner ("CFP®")

The CERTIFIED FINANCIAL PLANNER™, CFP® and federally registered CFP® marks (collectively, the "CFP® marks") are professional certification marks granted in the United States by Certified Financial Planner Board of Standards, Inc. ("CFP Board").

The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. Currently, more than 62,000 individuals have obtained CFP® certification in the United States.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

- **Education** – Complete an advanced college-level course of study addressing the financial planning subject areas that CFP® Board's studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor's Degree from a regionally accredited United States college or university (or its equivalent from a foreign university). CFP® Board's financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;
- **Examination** – Pass the comprehensive CFP® Certification Examination. The examination, administered in 10 hours over a two-day period, includes case studies and client scenarios designed to test one's ability to correctly diagnose financial planning issues and apply one's knowledge of financial planning to real world circumstances;
- **Experience** – Complete at least three years of full-time financial planning-related experience (or the equivalent, measured as 2,000 hours per year); and
- **Ethics** – Agree to be bound by CFP® Board's *Standards of Professional Conduct*, a set of documents outlining the ethical and practice standards for CFP® professionals.

Individuals who become certified must complete the following ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks:

- **Continuing Education** – Complete 30 hours of continuing education hours every two years, including two hours on the *Code of Ethics* and other parts of the *Standards of Professional Conduct*, to maintain competence and keep up with developments in the financial planning field; and
- **Ethics** – Renew an agreement to be bound by the *Standards of Professional Conduct*. The *Standards* prominently require that CFP® professionals provide financial planning services at a fiduciary standard of care. This means CFP® professionals must provide financial planning services in the best interests of their clients.

CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP® Board's enforcement process, which could result in suspension or permanent revocation of their CFP® certification.

### **Item 3 – Disciplinary Information**

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***There are no legal, civil or disciplinary events to disclose regarding Mr. Ritrovato.*** Mr. Ritrovato has never been involved in any regulatory, civil or criminal action. There have been no client complaints, lawsuits, arbitration claims or administrative proceedings against Mr. Ritrovato.

Securities laws require an advisor to disclose any instances where the advisor or its advisory persons have been found liable in a legal, regulatory, civil or arbitration matter that alleges violation of securities and other statutes; fraud; false statements or omissions; theft, embezzlement or wrongful taking of property; bribery, forgery, counterfeiting, or extortion; and/or dishonest, unfair or unethical practices. ***As previously noted, there are no legal, civil or disciplinary events to disclose regarding Mr. Ritrovato.***

However, we do encourage you to independently view the background of Mr. Ritrovato on the Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching with his full name or his Individual CRD# 2017743.

### **Item 4 – Other Business Activities**

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Mr. Ritrovato is dedicated to the investment advisory activities of Bluesphere's Clients. Mr. Ritrovato does not have any other business activities.

### **Item 5 – Additional Compensation**

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Mr. Ritrovato is dedicated to the investment advisory activities of Bluesphere's Clients. Mr. Ritrovato does not receive any additional forms of compensation.

### **Item 6 – Supervision**

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Mr. Ritrovato serves as a Financial Advisor with Bluesphere and is supervised by Sanjay Pawar, the Chief Compliance Officer. Mr. Pawar can be reached at (610) 277-1515.

Bluesphere has implemented a Code of Ethics, an internal compliance document that guides each Supervised Person in meeting their fiduciary obligations to Clients of Bluesphere. Further, Bluesphere is subject to regulatory oversight by various agencies. These agencies require registration by Bluesphere and its Supervised Persons. As a registered entity, Bluesphere is subject to examinations by regulators, which may be announced or unannounced. Bluesphere is required to periodically update the information provided to these agencies and to provide various reports regarding the business activities and assets of the Advisor.

## **Form ADV Part 2B – Brochure Supplement**

**for**

**James D. Harrington, CFA  
Financial Advisor**

**Effective: November 21, 2023**

This Form ADV 2B (“Brochure Supplement”) provides information about the background and qualifications of James D. Harrington (CRD# 4461935) in addition to the information contained in the Bluesphere Advisors LLC (“Bluesphere” or the “Advisor”) Disclosure Brochure. If you have not received a copy of the Disclosure Brochure or if you have any questions about the contents of the Bluesphere Disclosure Brochure or this Brochure Supplement, please contact the Advisor at (610) 277-1515 or by email at [info@bluesphereadvisors.com](mailto:info@bluesphereadvisors.com).

Additional information about Mr. Harrington is available on the SEC’s Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching with his full name or his Individual CRD# 4461935.

## Item 2 – Educational Background and Business Experience

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James D. Harrington, born in 1953, is dedicated to advising Clients of Bluesphere as a Financial Advisor. Mr. Harrington earned an MBA from the University of Georgia in 1982. Mr. Harrington also earned a BBA from Pennsylvania State University in 1980. Additional information regarding Mr. Harrington's employment history is included below.

### Employment History:

|   |                    |
|---|--------------------|
| Financial Advisor, Bluesphere Advisors LLC                          | 07/2018 to Present |
| Senior Advisor, StoneToro Wealth Management LLC                     | 01/2015 to 07/2018 |
| Advisory Representative, Bluestone Capital Management, LLC          | 01/2010 to 12/2014 |
| Registered Representative, Dautrich Seiler Financial Services, Inc. | 02/2010 to 05/2012 |
| Investment Advisor Representative, Retirement Advisors, Inc.        | 05/2010 to 07/2010 |
| Principal, West Chester Capital Advisors, Inc.                      | 01/2009 to 03/2010 |
| Senior Vice President, W.P. Stewart Asset Management Inc.           | 09/2007 to 10/2009 |
| Chief Investment Officer, Brinker Capital Inc.                      | 11/2000 to 08/2007 |

### Chartered Financial Analyst ("CFA®")

The Chartered Financial Analyst ("CFA®") charter is a professional designation established in 1962 and awarded by CFA® Institute. To earn the CFA® charter, candidates must pass three sequential, six-hour examinations over two to four years. The three levels of the CFA® Program test a wide range of investment topics, including ethical and professional standards, fixed-income analysis, alternative and derivative investments, and portfolio management and wealth planning. In addition, CFA® charterholders must have at least four years of acceptable professional experience in the investment decision-making process and must commit to abide by, and annually reaffirm, their adherence to the CFA® Institute Code of Ethics and Standards of Professional Conduct. CFA® is a trademark owned by CFA® Institute.

## Item 3 – Disciplinary Information

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***There are no legal, civil or disciplinary events to disclose regarding Mr. Harrington.*** Mr. Harrington has never been involved in any regulatory, civil or criminal action. There have been no client complaints, lawsuits, arbitration claims or administrative proceedings against Mr. Harrington.

Securities laws require an advisor to disclose any instances where the advisor or its advisory persons have been found liable in a legal, regulatory, civil or arbitration matter that alleges violation of securities and other statutes; fraud; false statements or omissions; theft, embezzlement or wrongful taking of property; bribery, forgery, counterfeiting, or extortion; and/or dishonest, unfair or unethical practices. ***As previously noted, there are no legal, civil or disciplinary events to disclose regarding Mr. Harrington.***

However, we do encourage you to independently view the background of Mr. Harrington on the Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching with his full name or his Individual CRD# 4461935.

## Item 4 – Other Business Activities

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Mr. Harrington is also a licensed insurance professional. Mr. Harrington holds his insurance license as it is necessary for his role as Professor of Risk Management and Insurance at Temple University. Mr. Harrington does not engage in any sales of insurance products.

## Item 5 – Additional Compensation

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Mr. Harrington has an additional business activity where compensation is received. This business activity is detailed Item 4 above.

## **Item 6 – Supervision**

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Mr. Harrington serves as a Financial Advisor of Bluesphere and is supervised by Sanjay Pawar, the Chief Compliance Officer. Sanjay Pawar can be reached at (610) 277-1515.

Bluesphere has implemented a Code of Ethics, an internal compliance document that guides each Supervised Person in meeting their fiduciary obligations to Clients of Bluesphere. Further, Bluesphere is subject to regulatory oversight by various agencies. These agencies require registration by Bluesphere and its Supervised Persons. As a registered entity, Bluesphere is subject to examinations by regulators, which may be announced or unannounced. Bluesphere is required to periodically update the information provided to these agencies and to provide various reports regarding the business activities and assets of the Advisor.



## **Form ADV Part 2B – Brochure Supplement**

**for**

**Xing (Adam) N. Wang  
Financial Advisor**

**Effective: November 21, 2023**

This Form ADV 2B (“Brochure Supplement”) provides information about the background and qualifications of Adam N. Wang (CRD# 5326713) in addition to the information contained in the Bluesphere Advisors LLC (“Bluesphere” or the “Advisor”, CRD# 283972) Disclosure Brochure. If you have not received a copy of the Disclosure Brochure or if you have any questions about the contents of the Bluesphere Disclosure Brochure or this Brochure Supplement, please contact the Advisor at (610) 277-1515 or by email at [info@bluesphereadvisors.com](mailto:info@bluesphereadvisors.com).

Additional information about Mr. Wang is available on the SEC’s Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching with his full name or his Individual CRD# 5326713.

## Item 2 – Educational Background and Business Experience

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Adam N. Wang, born in 1980, is dedicated to advising Clients of Bluesphere as a Financial Advisor. Mr. Wang earned an MBA in Finance from Saint Joseph's University in 2005. Mr. Wang also earned a BS - Mathematic and Computer Science from Salem State University in 2003. Mr. Wang also earned a BS from Boston College. Additional information regarding Mr. Wang's employment history is included below.

### Employment History:

|  |                    |
|--|--------------------|
| Financial Advisor, Bluesphere Advisors LLC | 09/2020 to Present |
| Managing Director, Ainvest Financial, Inc. | 08/2021 to Present |
| President / CEO, Score Priority Corp       | 12/2015 to 08/2021 |
| CEO, WhoTrades FX LLC                      | 07/2011 to 12/2015 |
| Asian Desk Manager, FOREX Direct Dealer    | 01/2009 to 07/2011 |

## Item 3 – Disciplinary Information

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***There are no legal, civil or disciplinary events to disclose regarding Mr. Wang.*** Mr. Wang has never been involved in any regulatory, civil or criminal action. There have been no client complaints, lawsuits, arbitration claims or administrative proceedings against Mr. Wang.

Securities laws require an advisor to disclose any instances where the advisor or its advisory persons have been found liable in a legal, regulatory, civil or arbitration matter that alleges violation of securities and other statutes; fraud; false statements or omissions; theft, embezzlement or wrongful taking of property; bribery, forgery, counterfeiting, or extortion; and/or dishonest, unfair or unethical practices. ***As previously noted, there are no legal, civil or disciplinary events to disclose regarding Mr. Wang.***

However, we do encourage you to independently view the background of Mr. Wang on the Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching with his full name or his Individual CRD# 5326713.

## Item 4 – Other Business Activities

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### Broker-Dealer Affiliation

Mr. Wang is also a registered representative of Ainvest Financial, Inc. ("Ainvest Financial"). Ainvest Financial is a registered broker-dealer (CRD# 120242), member FINRA, SIPC. In Mr. Wang's separate capacity as a registered representative, Mr. Wang will receive commissions for the implementation of recommendations for commissionable transactions. Clients are not obligated to implement any recommendation provided by Mr. Wang. Neither the Advisor nor Mr. Wang will earn ongoing investment advisory fees in connection with any products or services implemented in Mr. Wang's separate capacity as a registered representative. Mr. Wang spends approximately 10% of his time per month in his role as a registered representative of Ainvest Financial.

## Item 5 – Additional Compensation

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Mr. Wang has additional business activities where compensation is received that are detailed in Item 4 above.

## Item 6 – Supervision

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Mr. Wang serves as a Financial Advisor of Bluesphere and is supervised by Sanjay Pawar, the Chief Compliance Officer. Mr. Pawar can be reached at (610) 277-1515.

Bluesphere has implemented a Code of Ethics, an internal compliance document that guides each Supervised Person in meeting their fiduciary obligations to Clients of Bluesphere. Further, Bluesphere is subject to regulatory oversight by various agencies. These agencies require registration by Bluesphere and its Supervised Persons. As a registered entity, Bluesphere is subject to examinations by regulators, which may be announced or unannounced. Bluesphere is required to periodically update the information provided to these agencies and to provide various reports regarding the business activities and assets of the Advisor.



## **Form ADV Part 2B – Brochure Supplement**

**for**

**Joan L. Parker, EA, CFP®  
Financial Advisor**

**Effective: November 21, 2023**

This Form ADV 2B (“Brochure Supplement”) provides information about the background and qualifications of Joan L. Parker (CRD# 1418876) in addition to the information contained in the Bluesphere Advisors LLC (“Bluesphere” or the “Advisor”, CRD# 283972) Disclosure Brochure. If you have not received a copy of the Disclosure Brochure or if you have any questions about the contents of the Bluesphere Disclosure Brochure or this Brochure Supplement, please contact the Advisor at (610) 277-1515 or by email at [info@bluesphereadvisors.com](mailto:info@bluesphereadvisors.com).

Additional information about Ms. Parker is available on the SEC’s Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching with her full name or her Individual CRD# 1418876.

## Item 2 – Educational Background and Business Experience

Joan L. Parker, born in 1959, is dedicated to advising Clients of Bluesphere as a Financial Advisor. Ms. Parker earned an M.S. in Financial Planning from Golden Gate University in 1985. Ms. Parker also earned a B.A. in Molecular Biology from University of California - Berkeley in 1981. Additional information regarding Ms. Parker's employment history is included below.

### Employment History:

|  |                    |
|--|--------------------|
| Financial Advisor, Bluesphere Advisors LLC                           | 12/2020 to Present |
| President, Empowering Financial Solutions, Inc                       | 07/2007 to 12/2020 |
| Director of Financial Planning Services, R.E. Wacker Associates, Inc | 09/1995 to 06/2007 |
| Associate Financial Planner, J.P. King & Associates                  | 09/1990 to 09/1995 |
| Financial Planning Specialist, New England Financial Advisors        | 07/1986 to 09/1990 |

### Enrolled Agent (EA)

The Enrolled Agent (EA) program prepares you to represent taxpayers before the Internal Revenue Service (IRS). Enrolled Agent status is the highest credential awarded by the IRS, and you must either have experience as an IRA employee or pass the three parts of the IRS Special Enrollment Examination (SEE) in two years, pass a tax compliance check to ensure that you have filed all necessary tax returns and there are no outstanding tax liabilities, and obtain and maintain a Preparer tax identification number (PTIN). The EA requires 72 hours of continuing education every three years, of which 16 hours of general and 2 hours of ethics must occur each calendar year.

### CERTIFIED FINANCIAL PLANNER™ (“CFP®”)

The CERTIFIED FINANCIAL PLANNER™, CFP® and federally registered CFP® (with flame design) marks (collectively, the “CFP® marks”) are professional certification marks granted in the United States by Certified Financial Planner Board of Standards, Inc. (“CFP® Board”).

The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and standards of practice; and (3) ethical requirements that govern professional engagements with clients. Currently, more than 71,000 individuals have obtained CFP® certification in the United States.

To attain the right to use the CFP® marks, an individual must satisfactorily fulfill the following requirements:

- **Education** – Complete an advanced college-level course of study addressing the financial planning subject areas that CFP® Board's studies have determined as necessary for the competent and professional delivery of financial planning services, and attain a Bachelor's Degree from a regionally accredited United States college or university (or its equivalent from a foreign university). CFP® Board's financial planning subject areas include insurance planning and risk management, employee benefits planning, investment planning, income tax planning, retirement planning, and estate planning;
- **Examination** – Pass the comprehensive CFP® Certification Examination. The examination includes case studies and client scenarios designed to test one's ability to correctly diagnose financial planning issues and apply one's knowledge of financial planning to real world circumstances;
- **Experience** – Complete at least three years of full-time financial planning-related experience (or the equivalent, measured as 2,000 hours per year); and
- **Ethics** – Agree to be bound by CFP® Board's *Standards of Professional Conduct*, a set of documents outlining the ethical and practice standards for CFP® professionals.

Individuals who become certified must complete the following ongoing education and ethics requirements in order to maintain the right to continue to use the CFP® marks:

- **Continuing Education** – Complete 30 hours of continuing education hours every two years, including two hours on the *Code of Ethics* and other parts of the *Standards of Professional Conduct*, to maintain competence and keep up with developments in the financial planning field; and
- **Ethics** – Renew an agreement to be bound by the *Standards of Professional Conduct*. The *Standards* prominently require that CFP® professionals provide financial planning services at a fiduciary standard of

care. This means CFP® professionals must provide financial planning services in the best interests of their clients.

CFP® professionals who fail to comply with the above standards and requirements may be subject to CFP® Board's enforcement process, which could result in suspension or permanent revocation of their CFP® certification.

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### Item 3 – Disciplinary Information

***There are no legal, civil or disciplinary events to disclose regarding Ms. Parker.*** Ms. Parker has never been involved in any regulatory, civil or criminal action. There have been no client complaints, lawsuits, arbitration claims or administrative proceedings against Ms. Parker.

Securities laws require an advisor to disclose any instances where the advisor or its advisory persons have been found liable in a legal, regulatory, civil or arbitration matter that alleges violation of securities and other statutes; fraud; false statements or omissions; theft, embezzlement or wrongful taking of property; bribery, forgery, counterfeiting, or extortion; and/or dishonest, unfair or unethical practices. ***As previously noted, there are no legal, civil or disciplinary events to disclose regarding Ms. Parker.***

However, we do encourage you to independently view the background of Ms. Parker on the Investment Adviser Public Disclosure website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) by searching with her full name or her Individual CRD# 1418876.

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### Item 4 – Other Business Activities

#### Insurance Agency Affiliations

Ms. Parker is also a licensed insurance professional and meets the continuing education requirements to maintain this license. Ms. Parker does not engage in nor receive any commissions from the sale of insurance products.

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### Item 5 – Additional Compensation

Ms. Parker has no additional business activities where compensation is received.

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### Item 6 – Supervision

Ms. Parker serves as a Financial Advisor of Bluesphere and is supervised by Sanjay Pawar, the Chief Compliance Officer. Mr. Pawar can be reached at (610) 277-1515.

Bluesphere has implemented a Code of Ethics, an internal compliance document that guides each Supervised Person in meeting their fiduciary obligations to Clients of Bluesphere. Further, Bluesphere is subject to regulatory oversight by various agencies. These agencies require registration by Bluesphere and its Supervised Persons. As a registered entity, Bluesphere is subject to examinations by regulators, which may be announced or unannounced. Bluesphere is required to periodically update the information provided to these agencies and to provide various reports regarding the business activities and assets of the Advisor.

## Privacy Policy

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Effective: November 21, 2023

### Our Commitment to You

Bluesphere Advisors LLC ("Bluesphere" or the "Advisor") is committed to safeguarding the use of personal information of our Client's (also referred to as "you" and "your") that we obtain as your Investment Advisor, as described here in our Privacy Policy ("Policy").

Our relationship with you is our most important asset. We understand that you have entrusted us with your private information, and we do everything that we can to maintain that trust. Bluesphere (also referred to as "we", "our" and "us") protects the security and confidentiality of the personal information we have and implements controls to ensure that such information is used for proper business purposes in connection with the management or servicing of our relationship with you.

Bluesphere does not sell your non-public personal information to anyone. Nor do we provide such information to others except for discrete and reasonable business purposes in connection with the servicing and management of our relationship with you, as discussed below.

Details of our approach to privacy and how your personal non-public information is collected and used are set forth in this Policy.

### Why you need to know?

Registered Investment Advisors ("RIAs") must share some of your personal information in the course of servicing your account. Federal and State laws give you the right to limit some of this sharing and require RIAs to disclose how we collect, share, and protect your personal information.

### What information do we collect from you?

|  |                                 |
|--|---------------------------------|
| Social security or taxpayer identification number  | Assets and liabilities          |
| Name, address and phone number[s]                  | Income and expenses             |
| E-mail address[es]                                 | Investment activity             |
| Account information (including other institutions) | Investment experience and goals |

### What Information do we collect from other sources?

|   |   |
|---|---|
| Custody, brokerage and advisory agreements    | Account applications and forms                      |
| Other advisory agreements and legal documents | Investment questionnaires and suitability documents |
| Transactional information with us or others   | Other information needed to service account         |

### How do we protect your information?

To safeguard your personal information from unauthorized access and use we maintain physical, procedural and electronic security measures. These include such safeguards as secure passwords, encrypted file storage and a secure office environment. Our technology vendors provide security and access control over personal information and have policies over the transmission of data. Our associates are trained on their responsibilities to protect Client's personal information.

We require third parties that assist in providing our services to you to protect the personal information they receive from us.



### How do we share your information?

An RIA shares Client personal information to effectively implement its services. In the section below, we list some reasons we may share your personal information.

| Basis For Sharing   | Do we share? | Can you limit? |
|---|--------------|----------------|
| <b>Servicing our Clients</b><br>We may share non-public personal information with non-affiliated third parties (such as administrators, brokers, custodians, regulators, credit agencies, other financial institutions) as necessary for us to provide agreed upon services to you, consistent with applicable law, including but not limited to: processing transactions; general account maintenance; responding to regulators or legal investigations; and credit reporting.                           | Yes          | No             |
| <b>Marketing Purposes</b><br>Bluesphere does not disclose, and does not intend to disclose, personal information with non-affiliated third parties to offer you services. Certain laws may give us the right to share your personal information with financial institutions where you are a customer and where Bluesphere or the client has a formal agreement with the financial institution. <b>We will only share information for purposes of servicing your accounts, not for marketing purposes.</b> | No           | Not Shared     |
| <b>Authorized Users</b><br>Your non-public personal information may be disclosed to you and persons that we believe to be your authorized agent[s] or representative[s].  | Yes          | Yes            |
| <b>Information About Former Clients</b><br>Bluesphere does not disclose and does not intend to disclose, non-public personal information to non-affiliated third parties with respect to persons who are no longer our Clients.   | No           | Not Shared     |

### Changes to our Privacy Policy

We will send you a copy of this Policy annually for as long as you maintain an ongoing relationship with us.

Periodically we may revise this Policy, and will provide you with a revised Policy if the changes materially alter the previous Privacy Policy. We will not, however, revise our Privacy Policy to permit the sharing of non-public personal information other than as described in this notice unless we first notify you and provide you with an opportunity to prevent the information sharing.

### Any Questions?

You may ask questions or voice any concerns, as well as obtain a copy of the Advisor's current Privacy Policy by contacting the Advisor at (610) 277-1515.