Item 1. Cover Page

Investment Adviser Brochure
Form ADV Part 2A
Disclosure Statement

Flatiron Financial Planning

A State of Colorado Registered Investment Adviser

3080 5th Street
Boulder, Colorado 80304

www.flatironfinancialplanning.com

February 13, 2023

This brochure provides information about the qualifications and business practices of Flatiron Financial Planning. If you have any questions about the contents of this brochure, please contact us at 720.531.3967. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission (SEC) or by any state securities authority. While the firm and its personnel are registered with the State of Colorado, registration does not imply a certain level of skill or training on the part of the firm or its personnel.

Additional information about Flatiron Financial Planning is available on the SEC's website at www.adviserinfo.sec.gov. Click on the "Investment Adviser Search" link and then search for "Investment Adviser Firm" using the firm's CRD number, which is 294041.

Item 2. Material Changes

We discuss in this item only material changes since the last update of our brochure. There have been no material changes since the last annual filing dated February 16, 2022.

We encourage any client or prospective client to review this document in its entirety.

Item 3. Table of Contents

Table of Contents

Important Information: Throughout this brochure, Flatiron Financial Planning shall be referred to by the following terms: the “firm”, “we”, “us”, or “our.” The client(s) or prospective client(s) shall be referred to as: “you”, “your”, etc.

Item 4 – Advisory Business

Information about Our Firm

Andrea K. Berry is the founder and sole proprietor operating the Colorado registered investment advisor doing business as Flatiron Financial Planning. The firm first became registered in Colorado in July 2018. The firm may also register or meet certain exemptions to registration in other states in which we conduct business. Our firm is not a subsidiary of, nor do we control, another entity.

Ms. Berry also serves as the firm's supervisory principal and additional information about her background can be found in Item 19 of this brochure. This Disclosure brochure provides information regarding the qualifications, business practices, and the advisory services provided by Flatiron Financial Planning.

As a registered investment adviser, we hold ourselves to a *fiduciary standard*, which means our firm and its associates will act in the utmost good faith and perform in a manner believed to be in the best interest of our clients. As fiduciaries, we are obligated to act in your best interest.

We provide Fee-Only, hourly, as-needed financial planning and investment advice services to individuals from all walks of life. These services may be general in nature or focused on a particular area of interest or need, depending on the individual's unique circumstances.

An estimated 50% of Flatiron Financial Planning's advisory business focuses on financial planning services, which may include advice on cash flow and budgeting, education funding, retirement planning, risk management, and estate planning. Another 50% of the firm's advisory business centers on providing investment advice, which may include advice on asset allocation and investment selection.

Getting The Process Started

To begin, a complimentary interview is conducted to determine the scope of services to be provided. During or prior to this meeting, we will provide this document, our current Form ADV Part 2 brochure, that incorporates our Privacy Policy. The firm will also ensure any material conflicts of interest are disclosed regarding our firm and its associates that could be reasonably expected to impair the rendering of unbiased and objective advice.

Should you wish to engage our firm, we must first enter into a written agreement; thereafter, discussion and analysis will be conducted to determine your financial needs, goals, holdings, etc. Depending on the scope of the engagement, we may require current copies of necessary personal and financial documents early in the process. It is important that the information and financial statements you provide is current and accurate. We may, but are not obligated to, verify the information you have provided, which will then be used in the financial planning or investment advisory process.

Financial Planning Services

During the Financial Planning process, we provide advice to you on such subjects as cash flow analysis, education funding, risk management, estate planning, or other specific needs as you may request. The following are general examples and may change based on your current situation and needs.

Cash Flow Analysis – A review of your income and expenses to determine the current surplus or deficit along with advice on prioritizing how any surplus should be used or how to reduce expenses if they exceed your income. Advice may be provided on which debts to pay off first based on factors such as the interest rate of the debt and any income tax ramifications. Advice is also provided on the appropriate cash reserve that should be considered for emergencies and other financial goals, a review of accounts (such as money market funds) for such reserves, plus strategies to save the desired amounts.

Education Funding – Our education funding review includes projecting the amount that will be needed to achieve college or other post-secondary education funding goals, along with advice on ways for you to save the desired amount. Advice might also include the "pros and-cons" of various college savings vehicles, such as Section 529 college savings plans and any advantages to you (i.e., reduction of income taxes) of using a particular state's Section 529 plan or prepaid savings plan or another plan, such as a Coverdell Education Savings Account.

Risk Management Analysis – Our services include an analysis of your exposure to major risks that could have a significant adverse impact on your financial picture, such as premature death, disability or the need for long-term care. Advice is provided on ways to minimize such risks and about weighing the costs and benefits and, likewise, the potential costs of not purchasing insurance (self-insuring). We may consult with your insurance agent, other insurance agents or brokers and/or other insurance experts to assist you in making prudent risk management decisions and to help you select any appropriate insurance policies if needed.

Estate Planning – This includes an analysis of your exposure to estate taxes or a review of your current estate plan, including wills, powers of attorney, trusts and other related documents. Our advice typically includes ways for your financial assets and personal items to transfer smoothly and as you desire, as well as methods to minimize or avoid future estate taxes by implementing appropriate estate planning strategies such as the use of applicable trusts.

We always recommend that you consult with a qualified attorney when you initiate, update, or complete estate planning activities. We will assist in providing you with contact information for attorneys who specialize in estate planning if you wish to hire an attorney for such purposes. From time to time, we will participate in meetings or phone calls between you and your attorney with your approval or request.

Real-Time Planning Sessions

Our real-time planning sessions are limited-scope engagements designed to assist you in determining how best to invest your time with a financial planning professional. These sessions are typically 90 to 120 minutes in length and generally focus on more pressing issues you may have. Therefore, all issues, urgent or not, may not be addressed in this brief time frame.

A summary report is provided at the conclusion of the meeting or shortly following the resolution of open issues to address key points that had been discussed during the planning session. You may also choose to re-engage your financial planner for additional real-time planning sessions at a later date, however, no portfolio or plan monitoring will be conducted after the conclusion of these real time planning sessions.

Investment Consultation

Our investment consultation engagements involve providing information on the types of investment vehicles available, employee stock options, investment analysis, asset selection, or assisting you in establishing your own investment account at the broker/dealer or custodian of your choosing.

We will offer projections of the likelihood of achieving your financial goals. For situations in which projections show less than the desired results, we make recommendations that include showing you the impact on those projections by making changes in certain variables (i.e., working longer, saving more, spending less, taking more risk with investments to potentially get a better return). If you are near retirement or already retired, advice will be given on appropriate distribution strategies to minimize the likelihood of running out of money or having to significantly reduce spending during your retirement years.

Portfolio Monitoring

Our ***Portfolio Monitoring Services*** allow you to engage us to provide periodic review of your assets held at your selected broker/dealer or custodian. This engagement does not involve our providing daily account supervision or account trading; however, we generally provide quarterly account monitoring and offer recommendations as necessary to meet your investment objectives. You will then need to execute the necessary transactions to meet the suggested allocation.

Where appropriate, we will assist you in preparing an investment policy statement, or similar document, reflecting your investment objectives, time horizon, tolerance and appetite for risk, as well as any account constraints you may have for the portfolio. Your investment policy statement will be designed to be specific enough to provide future guidance while allowing flexibility to work with changing market conditions. Since the investment policy statement, to a large extent, will be a product of information and data you have provided, you will be responsible for reviewing and providing final approval of the document/plan.

Assets Under Management

Flatiron Financial Planning is an Investment Advisor registered under the laws of the State of Colorado since 2018. Because Flatiron Financial Planning does not provide investment management services, it has no Assets Under Management to report.

Item 5 – Fees and Compensation

Flatiron Financial Planning charges fees on a Fee-Only, hourly basis. Fees for financial planning and investment advice services are $250 per hour, billed in six-minute increments. We also charge fixed fees that are based on our hourly rate multiplied by the approximate number of hours that are anticipated to provide the requested service.

Fixed Fee (Project/Event)

We also offer our financial planning, investment consultation, and real-time planning services on a fixed-fee basis. Project fees take into consideration factors such as the estimated amount of time dedicated to the engagement as well as the complexity of your project and your financial profile. Note that not all billable hours are specifically tracked for fixed fee engagements.

Payment of Fees

Hourly and Fixed Fees

Fees may be paid by check, bank draft, or PayPal. We do not accept cash, money orders, or similar forms of payment for our engagements.

Fees are generally due upon your receipt of our invoice. Non-continuous service engagements that are greater than three months in duration may be billed monthly or quarterly, in arrears.

Additional Client Fees

Any transactional or custodial fees assessed by your selected service providers, individual retirement account fees or qualified retirement plan account termination fees will be borne by you and are as provided in the current, separate fee schedule of the selected service provider.

Fees paid to our firm by our clients for our advisory services are separate from any transactional charges you may pay, as well as those for mutual funds, exchange-traded funds (ETFs), exchange-traded notes (ETNs), or other investments of this type.

Further information about our fees in relationship to our business practices are noted in Item 12 of this brochure.

External Compensation for the Sale of Securities to Clients

Our firm and its associates are engaged for fee-only services, and we attempt to recommend "no load" investments whenever appropriate. We do not charge or receive a commission or mark-up on your securities transactions, nor will the firm and our associates be paid a commission on your purchase of an insurance contract or securities investment that we recommend.

We do not receive "trailer" or SEC Rule 12b-1 fees from an investment company offering that we recommend. Fees charged by issuers are detailed in prospectuses or product descriptions and you are encouraged to read these documents before investing. Our firm and its associates receive none of these described or similar fees or charges.

Prepayment of Fees

We may require an initial deposit for hourly and fixed fee project engagements in the amount of $1500 or one-half of the estimated fee, whichever is less, and this deposit will be defined in your engagement agreement. In no case will more than $500 be collected more than 6 months in advance of the services to be delivered. Real-time planning session fees are typically due when our service is provided or completed, usually at the end of the real-time planning session.

Termination of Services

Either you or we are permitted to terminate the agreement at any time, in writing. Should you verbally notify our firm of the termination and, if in two business days following this notification, we have not received your notice in writing, we will make a written notice of the termination in our records and send you our own termination notice as a substitute.

You may terminate the engagement without penalty within five business days after entering into the agreement. Upon termination, you will be assessed fees on a prorated basis for services we have provided based on the proportion of work completed up until the date of termination. In the case of most of our prepaid fees, we will promptly return the unearned amount upon receipt of written termination notice.

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

Our fees will *not* be based upon a share of capital gains or capital appreciation (growth) of any portion of managed funds, also known as "performance-based fees." Performance-based compensation creates an incentive for a firm or their representatives to recommend an investment that may carry a higher degree of risk to a client and Flatiron Financial Planning avoids such potential conflicts of interest.

We do not manage portfolios; therefore, we do not charge performance-based fees or engage in side-by-side management.

Item 7 – Types of Clients

We provide our services to individuals and their families from all walks of life, trusts and estates, pension and profit-sharing plans, businesses of various scale, as well as foundations and charitable organizations to assist them in their meeting financial objectives in what we believe to be a cost-effective way.

We do not require minimums as to income, assets, net worth, length of engagement, revenues generated or other conditions for engaging our services.

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

Method of Analysis

If our firm is engaged to provide investment advice, we will first gather and consider information regarding several factors, including your:

- current financial situation,
- current and long-term needs,
- investment goals and objectives,
- level of investment knowledge,
- tolerance and appetite for risk,
- social concerns involving your investments, and
- restrictions, if any, on the management of your portfolio.

We will employ what we believe to be an appropriate blend of fundamental, technical, and cyclical analyses. For example, fundamental analysis involves evaluating economic factors including interest rates, the current state of the economy, or the future growth of an industry sector. Technical and cyclical analysis involves studying the historical patterns and trends of securities, markets, or economies as a whole in an effort to determine potential 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.

In addition to our own research, the firm's recommendations may also be drawn from research sources that include financial publications, investment analysis and reporting software, materials from outside sources, annual reports, prospectuses and other regulatory filings, and company press releases.

We make asset allocation and investment policy decisions based on these and other factors. We will discuss with you how, in our best judgment, to meet your objectives while at the same time seeking a prudent level of risk exposure.

Investment Strategies

Generally, our investment advice is based on a globally diversified strategy involving a long term, disciplined approach that manages risk through appropriate asset allocation. We recognize that each client's needs and goals are different; subsequently portfolio strategies and underlying investment vehicles may vary. The following are common strategies found within our client's portfolios, in alphabetical order.

Active Asset Management – A portfolio manager engaging in an active asset management strategy believes it is possible to create a profit from identifying or leveraging mispriced securities, or producing similar returns with less risk, or producing returns greater than a stated benchmark, such as a well- known index. For example, a "large cap stock" fund manager might attempt to outperform the Standard & Poor's 500 Index by purchasing underpriced stocks or derivative instruments representing these positions.

Core + Satellite – This strategy blends passive (or index) and active investing, where passive investments are used as the basis or "core" of a portfolio and actively-managed investments are added as "satellite" positions. With this strategy, the portfolio core holdings are indexed to potentially more efficient asset classes, while outlying selections are generally limited to active managers that are attempting to outperform a particular category, or a selection of particular positions to increase core diversification, or to improve portfolio performance.

For example, the core of a portfolio may be built with low-cost index funds or ETFs/ETNs; satellite holdings would include active investment managers with unique strategies that are believed capable of adding value beyond a stated benchmark over a full market cycle. The core may represent the majority of the total portfolio, using primarily index funds or index based ETFs/ETNs. The remainder of the portfolio may then employ mutual funds or ETFs/ETNs that take a shorter duration to assist in the over-or-under allocation to specific sectors, regions, assets classes, etc.

Modern Portfolio Theory – This award-winning theory is based on the belief that proper diversification and risk management will provide an investor client with a more stable and consistent return over time. The practice of Modern Portfolio Theory does not employ market timing or stock selection methods of investing but rather a long term buy-and-hold strategy with periodic rebalancing of the account to maintain desired risk levels.

We will strive to create portfolios that are diversified, tax-efficient, and utilize low-cost investments whenever practical. Although it is common to find a broad range of index mutual funds, ETFs and ETNs within a portfolio, certain accounts may necessitate holding actively managed mutual funds, individual equity and fixed income holdings, certain listed real estate investment trusts (REITs), managed futures, among others, to create as broad a diversification as necessary to meet demands of the portfolio.

Potential Risks involving Our Strategy and Method of Analysis

Investment Strategy Risks

We believe our strategies and investment recommendations are designed to produce the appropriate potential return for the given level of risk; however, we cannot guarantee that an investment objective or planning goal will be achieved. As an investor, you must be able to bear the risk of loss that is associated with your account, which may include the loss of some or all of your principal.

In general, risks regarding markets include interest rates, company and management risk, among others. Examples include:

Market Risk – When an industry or the stock market as a whole fall, it can cause the prices of individual stocks to fall indiscriminately. This is also called systematic risk.

Company Risk – When investing in securities, there is always a certain level of company or industry-specific risk that is inherent in each company or issuer. This is also referred to as unsystematic risk and can be reduced through appropriate diversification. There is the risk that the company will perform poorly or have its value reduced based on factors specific to the company or its industry.

Management Risk – An investment with a firm varies with the success and failure of its investment strategies, research, analysis and determination of its portfolio. If an investment strategy were not to produce expected returns, the value of the investment would decrease.

Firm Research – When the firm's research and analyses are based on commercially available software, rating services, general market and financial information, or due diligence reviews, the firm is relying on the accuracy and validity of the information or capabilities provided by selected vendors, rating services, market data, and the issuers themselves. The firm makes every effort to determine the accuracy of the information received but it cannot predict the outcome of events or actions taken or not taken, or the validity of all information it has researched or provided, which may or may not affect the advice on or investment management of an account.

Active Management Strategies – A portfolio that employs active management strategies may, at times, outperform or underperform various benchmarks or other strategies. In an effort to meet or surpass these benchmarks, active portfolio management may require more frequent trading or "turnover." This can result in shorter holding periods, higher transactional costs and/or taxable events generally borne by the client, thereby potentially reducing or negating certain benefits of active management.

Core + Satellite Strategies – Strategies involving Core + Satellite investing has the potential to be affected by "active risk" or "tracking error risk," which might be defined as a deviation from the stated benchmark. Since the core portfolio attempts to closely replicate a stated benchmark, the source of the tracking error or deviation may come from a satellite portfolio or position, or from a "sample" or "optimized" index fund or ETF/ETN that may not as closely align the stated benchmark. In these instances, the firm may choose to reduce the weighting of a satellite holding, utilize very active satellites, or use a "replicate index" position as part of its core holdings to minimize the effects of the tracking error in relation to the overall portfolio.

Passive Markets Theory – A portfolio that employs a passive, efficient markets approach (representative of Modern Portfolio Theory) has the potential risk that at times the broader allocation may generate lower-than-expected returns than those from a specific, more narrowly focused asset, and that the return on each type of asset is a deviation from the average return for the asset class. We believe this variance from the "expected return" is generally low under normal market conditions when a portfolio is made up of diverse, low or non-correlated assets.

Socially Conscious Investing – If you require your portfolio to be invested according to socially conscious principles, you should note that returns on investments of this type may be limited and because of this limitation you may not be able to be as well diversified among various asset classes. The number of publicly traded companies that meet socially conscious investment parameters is also limited, and due to this limitation, there is a probability of similarity or overlap of holdings, especially among socially conscious mutual funds or ETFs/ETNs. Therefore, there could be a more pronounced positive or negative impact on a socially conscious portfolio, which could be more volatile than a fully diversified portfolio.

<u>Security-Specific Risks:</u>

Equity (Stock) Market Risk – Common stocks are susceptible to general stock market fluctuations and to volatile increases or decreases in value as market confidence in and perceptions of the company who issued the stock. If an investor held common stock, or common stock equivalents, of any given company, they would generally be exposed to greater risk than if they held preferred stock and/or debt obligations of the company.

ETF and Mutual Fund Risk – ETFs/ETNs or mutual funds may carry additional expenses based on their share of operating expenses and certain brokerage fees, which may result in the potential duplication of certain fees. The risk of owning an ETF/ETN or mutual fund also generally reflects the risks of their underlying securities.

ETF Risk*:* Like traditional mutual funds, ETFs charge asset-based fees, but they generally do not charge initial sales charges or redemption fees and investors typically pay only customary brokerage fees to buy and sell ETF shares. The fees and costs charged by ETFs held in client accounts will not be deducted from the compensation the client pays the firm. ETF prices can fluctuate, and a client account could lose money investing in an ETF if the prices of the securities owned by the ETF go down. ETF are subject to these additional risks:

- ETF shares may trade above or below their net asset value;
- The value of an ETF may be more volatile than the underlying portfolio of securities the ETF is designed to track;

- The cost of owning shares of the ETF may exceed those a client would incur by directly investing in the underlying securities; and
- Trading of an ETF's shares may be halted if the listing exchange's officials deem it appropriate, the shares are delisted from the exchange, or the activation of market-wide "circuit breakers" (which can be tied to large decreases in stock prices) halts stock trading generally.

Fixed Income Risks – Various forms of fixed income instruments, such as bonds, money market funds, and certificates of deposit, may be affected by various forms of risk, including:

- *Interest Rate Risk* - The risk that the value of the fixed income holding will decrease because of an increase in interest rates.
- *Liquidity Risk* - The inability to readily buy or sell an investment for a price close to the true underlying value of the asset due to a lack of buyers or sellers. While certain types of fixed income are generally liquid (i.e., bonds), there are risks which may occur such as when an issue trading on any given period does not readily support buys and sells at an efficient price. Conversely, when trading volume is high, there is also a risk of not being able to purchase a particular issue at the desired price.
- *Credit Risk* - The potential risk that an issuer would be unable to pay scheduled interest or repay principal at maturity, sometimes referred to as "default risk." Credit risk may also occur when an issuer's ability to make payments of principal and interest when due is interrupted. This may result in a negative impact on all forms of debt instruments, as well as funds or ETF/ETN share values that hold these issues. Bondholders are creditors of an issuer and have priority to assets before equity holders (i.e., stockholders) when receiving a payout from liquidation or restructuring. When defaults occur due to bankruptcy, the type of bond held will determine seniority of payment.
- *Reinvestment Risk* – With declining interest rates, investors may have to reinvest interest income or principal at a lower rate.
- *Duration Risk* - Duration is a measure of a bond's volatility, expressed in years to be repaid by its internal cash flow (interest payments). Bonds with longer durations carry more risk and have higher price volatility than bonds with shorter durations.

Index Investing – ETFs/ETNs and indexed funds have the potential to be affected by "tracking error risk," as earlier described in the passage involving Core + Satellite strategies. In these instances, we may choose to reduce the weighting of a holding or use a "replicate index" position as part of the core holding to minimize the effects of the tracking error in relation to the overall portfolio.

QDI Ratios – While many ETFs/ETNs and index mutual funds are known for their potential tax-efficiency and higher "qualified dividend income" (QDI) percentages, there are asset classes within these investment vehicles or holding periods within that may not benefit. Shorter holding periods, as well as commodities and currencies (that may be part of an ETF/ETN or mutual fund portfolio), may be considered "non-qualified" under certain tax code provisions. We consider a holding's QDI when tax-efficiency is an important aspect of the client's portfolio.

Item 9 – Disciplinary Information

Neither Flatiron Financial Planning nor any of its personnel have been involved or are involved in any legal or disciplinary events.

Item 10 – Other Financial Industry Activities and Affiliations

Neither Flatiron Financial Planning nor any of its personnel are affiliated with or maintain a material relationship with another financial industry entity. The firm does not receive, directly or indirectly, compensation from investment recommendations or selections made for its clients. Our policies require that we conduct business activities in a manner that avoids conflicts of interest between the firm, personnel and the client, or that may otherwise be contrary to law. We will provide disclosure to the client, prior to and throughout the term of an engagement, of any conflicts of interest which will or may reasonably compromise our impartiality or independence.

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

Flatiron Financial Planning has adopted the CFP® Board Code of Ethics that sets forth the basic policies of ethical conduct for all personnel of the firm. We accept the obligation not only to comply with the mandates and requirements of all applicable laws and regulation, but also to take responsibility to act in an ethical and professionally responsible manner in all services and activities. We will be happy to provide a copy of our code of ethics to any client or prospective client, upon request.

Neither Flatiron Financial Planning nor any of its personnel are authorized to recommend or execute a transaction for a client involving any security in which the firm or a related party has a material financial interest, such as in the capacity as an underwriter, advisor to the issuer, etc. Additionally, we are entirely prohibited from borrowing from or lending to a client.

At times personnel and related parties hold positions in mutual funds that are also recommended to the client. We make recommendations or take actions with respect to investments that differ in the nature or timing from recommendations made to, or actions taken for, other clients or personnel. However, at no time will the personnel or any related party receive preferential treatment over the client.

Our firm is able to provide a broad range of services to its clients, including financial planning and investment consultation services, among others; we may be paid a fee for all of these services. Due to our firm's ability to offer two or more of these services and possibly receive a fee for each engagement, a potential conflict of interest may exist. Therefore, we note that you are under no obligation to act on our recommendations and, if you elect to do so, you are under no obligation to complete all of them through our firm or our recommended service providers.

Associates of our firm agree to adhere to the CFP® Board of Standards, Inc.'s Code of Ethics. These principles include:

Principle 1 – Integrity

An advisor will provide professional services with integrity. Integrity demands honesty and candor which must not be subordinated to personal gain and advantage. Advisors are placed by clients in positions of trust by clients, and the ultimate source of that trust is the advisor's personal integrity. Allowance can be made for innocent error and legitimate differences of opinion; but integrity cannot co-exist with deceit or subordination of one's principles.

Principle 2 – Objectivity

An advisor will provide professional services objectively. Objectivity requires intellectual honesty and impartiality. Regardless of the particular service rendered or the capacity in which an advisor functions, an advisor should protect the integrity of their work, maintain objectivity and avoid subordination of their judgment.

Principle 3 – Competence

Advisors will maintain the necessary knowledge and skill to provide professional services competently. Competence means attaining and maintaining an adequate level of knowledge and skill, and applies that knowledge effectively in providing services to clients. Competence also includes the wisdom to recognize the limitations of that knowledge and when consultation with other professionals is appropriate or referral to other professionals is necessary. Advisors make a continuing commitment to learning and professional improvement.

Principle 4 – Fairness

Advisors will be fair and reasonable in all professional relationships. Fairness requires impartiality, intellectual honesty and disclosure of material conflict(s) of interest. It involves a subordination of one's own feelings, prejudices and desires so as to achieve a proper balance of conflicting interests. Fairness is treating others in the same fashion that you would want to be treated and is an essential trait of any professional.

Principle 5 – Confidentiality

Advisors will protect the confidentiality of all client information. Confidentiality means ensuring that information is accessible only to those authorized to have access. A relationship of trust and confidence with the client can only be built upon the understanding that the client's information will remain confidential.

Principle 6 – Professionalism

Advisors will act in a manner that demonstrates exemplary professional conduct. Professionalism requires behaving with dignity and courtesy to all who use their services, fellow professionals, and those in related professions. Advisors cooperate with fellow advisors to enhance and maintain the profession's public image and improve the quality of services.

Principle 7 – Diligence

Advisors will provide professional services diligently. Diligence is the provision of services in a reasonably prompt and thorough manner, including the proper planning for, and supervision of, the rendering of professional services.

Privacy Policy

We respect the privacy of all our clients and prospective clients, both past and present. We recognize that you have entrusted us with non-public personal information, and it is important to us that all employees and clients of our firm know our policy concerning what we do with that information.

We collect personal information about our clients from the following sources:

- Information our clients provide to us to complete their financial plan or investment recommendation.
- Information our clients provide to us in agreements, account applications, and other documents completed in connection with the opening and maintenance of their accounts.
- Information our clients provide to us verbally; and
- Information we receive from service providers, such as custodians, about client transactions.

We do not disclose non-public personal information about our clients to anyone, except in the following circumstances:

- When required to provide services our clients have requested.
- When our clients have specifically authorized us to do so;
- When required during the course of a firm assessment (i.e., independent audit); or
- When permitted or required by law (i.e., periodic regulatory examination).

Within our firm, we restrict access to client information to staff that need to know that information. All personnel and our service providers understand that everything handled in our offices are confidential and they are instructed to not discuss client information with someone else that may request information about an account unless they are specifically authorized in writing by the client to do so. This includes, for example, providing information about a spouse's IRA account, or to adult children about parents' accounts, etc.

To ensure security and confidentiality, we maintain physical, electronic, and procedural safeguards to protect the privacy of client information.

We will provide you with our privacy policy on an annual basis per federal law and at any time, in advance, if our policy is expected to change.

Investment Advice Relating to Retirement Accounts

When we provide investment advice to you regarding your retirement plan account or individual retirement account, we are fiduciaries within the meaning of Title I of the Employee Retirement Income Security Act and/or the Internal Revenue Code, as applicable, which are laws governing retirement accounts. The way we make money creates some conflicts with your interests, so we operate under a special rule that requires us to act in your best interest and not put our interest ahead of yours. Under this special rule's provisions, we must:

- Meet a professional standard of care when making investment recommendations (give prudent advice);
- Never put our financial interests ahead of yours when making recommendations (give loyal advice);
- Avoid misleading statements about conflicts of interest, fees, and investments;
- Follow policies and procedures designed to ensure that we give advice that is in your best interest;
- Charge no more than is reasonable for our services; and
- Give you basic information about conflicts of interest.

In addition, and as required by this rule, we provide information regarding the services that we provide to you, and any material conflicts of interest, in this brochure and in your client agreement.

Item 12 – Brokerage Practices

Flatiron Financial Planning is not affiliated with any bank, custodian or brokerage firm. Our firm does not maintain custody of any of your assets (see Item 15). We recommend your assets be maintained in an account at a "qualified custodian," generally a broker/dealer or bank (termed "service providers") that is frequently assessed for its capabilities to serve as custodian.

Note, to implement our recommendations on portfolio constructions, there may be fees and expenses assessed by your custodian. Further, mutual funds & ETFs have operating expenses that are incurred by all owners of their funds.

Item 13 – Review of Accounts

Financial Planning and Investment Consultation Services

You should contact our firm for additional reviews when making decisions about changes in your financial situation (i.e., the loss of a job, retirement, receipt of a significant bonus, an inheritance, the birth of a new child, or other circumstances).

Periodic financial check-ups or reviews are recommended if you are receiving our financial planning and investment consultation services, and we recommend that they occur at least on an annual basis whenever practical.

Reviews will be conducted by your selected financial planner and normally involve analysis and possible revision of your previous financial plan or investment allocation.

Additional or periodic reviews are generally conducted under a new service agreement and will be assessed at our current hourly rate.

Portfolio Monitoring Services

Periodic reviews will be conducted as scheduled during the span of your engagement agreement. These reviews will be performed by your selected investment advisor representative.

Additional reviews may be triggered by news or research related to a specific holding, a change in our view of the investment merits of a holding, or news related to the macroeconomic climate affecting a sector or holding within that sector.

Accounts will be reviewed for an additional holding or when an increase in a current position is under consideration.

Account cash levels above or below what we deem appropriate for the investment environment, given the client's stated tolerance for risk and investment objectives, may also trigger a review.

Reports and Frequency

If you have opened and maintained an investment account on your own or with our assistance, you will receive account statements sent directly from mutual fund companies, transfer agents, custodians, or brokerage companies where your investments are held. We urge you to carefully review these statements for accuracy and clarity, and to ask questions when something is not clear.

We provide portfolio reports if we are engaged to provide periodic asset allocation or investment advice; however, we do not provide ongoing performance reporting under our financial planning, investment consultation or portfolio monitoring services engagements.

All firm performance reports will be in prepared in accordance with appropriate jurisdictional guidance. Clients are urged to carefully review and compare account statements that they have received directly from their service provider with any report received from our firm.

Item 14 – Client Referrals and Other Compensation

Flatiron Financial Planning does not receive, nor does it pay, any fees for client referrals.

Item 15 – Custody

We do not custody client funds. Your funds and securities should be maintained by an unaffiliated, qualified custodian, such as a bank, broker/dealer, mutual fund companies, or transfer agent. Your assets are not held by our firm or any of our associates. In keeping with our policy of not having custody of our client funds or securities, we:

- Restrict our firm and associates from acting as trustee of a non-family member account or having full power of attorney over a client account.
- Do not accept or forward client securities (i.e., stock certificates) erroneously delivered to our firm.
- Will not authorize any associate to have knowledge of a client’s account access information. (i.e., online 401(k), brokerage or bank accounts), even for the convenience or accommodation of the client or their legal agent.

We will not create a statement for you nor be the sole recipient of account statements.

Item 16 – Investment Discretion

Flatiron Financial Planning does not manage client portfolios and therefore, never takes discretionary authority over client accounts. All trades will be executed by you, with your selected service provider.

Item 17 – Voting Client Securities

Proxy Voting

Our firm does not vote proxies on your behalf nor do we offer guidance on how to vote proxies. You will maintain exclusive responsibility for directing the manner in which proxies solicited by issuers of securities that are beneficially owned by you shall be voted, as well as making all other elections relative to mergers, acquisitions, tender offers or other events pertaining to your holdings.

Other Corporate Actions

We will have no power, authority, responsibility, or obligation to take any action with regard to any claim or potential claim in any bankruptcy proceeding, class action securities litigation or other litigation or proceeding relating to securities held at any time in a client account, including, without limitation, to file proofs of claim or other documents related to such proceeding, or to investigate, initiate, supervise or monitor class action or other litigation involving client assets.

Receipt of Materials

You will receive proxies or other similar solicitations sent directly from your selected custodian or transfer agent. Should we receive a duplicate copy, note that we do not generally forward these or any correspondence relating to the voting of your securities, class action litigation, or other corporate actions.

Item 18 – Financial Information

Balance Sheet

Due to the nature of our firm's services and operational practices, an audited balance sheet is not required nor included in this brochure.

Financial Conditions Reasonably Likely to Impair Advisory Firm's Ability to Meet Commitments to Clients

The firm and its management do not have a financial condition likely to impair our ability to meet our commitment to our clients.

Bankruptcy Petitions during the Past 10 Years

The firm and its management have not been the subject of a bankruptcy petition at any time during the past 10 years.

Item 19 – Requirements for State-Registered Advisers

Ms. Andrea K. Berry, CFP® is the firm's sole proprietor. Ms. Berry has 13 years of experience in the financial services industry. Andrea earned a Bachelor of Science (Industrial Engineering and Operations Research) from University of California, Berkeley in 1985. Her course work for her CFP® was completed in 2007 at the College for Financial Planning and Metro State University. She was awarded her CFP® designation in 2010.

Neither Ms. Berry nor her firm has a relationship with the issuer of a security. She is not registered, nor does she have an application to register, as a registered representative of a broker/dealer or associated person of a futures commission merchant, commodity pool operator, or commodity trading advisor. Ms. Berry does not receive commissions, bonuses, or other compensation based on the sale of securities, including that as a registered representative of a broker/dealer or the distribution or service ("trail") fees from the sale of mutual funds.

Neither Flatiron Financial Planning nor any of its personnel have ever been accused or found liable in any arbitration claim alleging damages in any civil, self-regulatory organization, or administrative proceeding.

Neither Flatiron Financial Planning nor any of its personnel are affiliated with or maintain a material relationship with another financial industry entity, including any issuer of securities. The firm does not receive, directly or indirectly, compensation from investment recommendations or selections made for its clients. Our policies require that we conduct business activities in a manner that avoids conflicts of interest between the firm, personnel, and the client, or that may otherwise be contrary to law. We will provide disclosure to the client, prior to and throughout the term of an engagement, of any conflicts of interest which will or may reasonably compromise our impartiality or independence.

CERTIFIED FINANCIAL PLANNER™ professional

I am certified for financial planning services in the United States by Certified Financial Planner Board of Standards, Inc. ("CFP Board"). Therefore, I may refer to myself as a CERTIFIED FINANCIAL PLANNER™ professional or a CFP® professional, and I may use these and CFP Board's other certification marks (the "CFP Board Certification Marks"). The CFP® certification is voluntary. No federal or state law or regulation requires financial planners to hold the CFP® certification. You may find more information about the CFP® certification at www.cfp.net.

CFP® professionals have met CFP Board's high standards for education, examination, experience, and ethics. To become a CFP® professional, an individual must fulfill the following requirements:

- **Education** – Earn a bachelor's degree or higher from an accredited college or university and complete CFP Board-approved coursework at a college or university through a CFP Board Registered Program. The coursework covers the financial planning subject areas CFP Board has determined are necessary for the competent and professional delivery of financial planning services, as well as a comprehensive financial plan development capstone course. A candidate may satisfy some of the coursework requirement through other qualifying credentials.
- **Examination** – Pass the comprehensive CFP® Certification Examination. The examination is designed to assess an individual's ability to integrate and apply a broad base of financial planning knowledge in the context of real-life financial planning situations.
- **Experience** – Complete 6,000 hours of professional experience related to the personal financial planning process, or 4,000 hours of apprenticeship experience that meets additional requirements.
- **Ethics** – Satisfy the *Fitness Standards for Candidates for CFP® Certification and Former CFP® Professionals Seeking Reinstatement* and agree to be bound by CFP Board's *Code of Ethics and Standards of Conduct ("Code and Standards")*, which sets forth the ethical and practice standards for CFP® professionals.

Individuals who become certified must complete the following ongoing education and ethics requirements to remain certified and maintain the right to continue to use the CFP Board Certification Marks:

- **Ethics** – Commit to complying with CFP Board's *Code and Standards*. This includes a commitment to CFP Board, as part of the certification, to act as a fiduciary, and therefore, act in the best interests of the client, at all times when providing financial advice and financial planning. CFP Board may sanction a CFP® professional who does not abide by this commitment, but CFP Board does not guarantee a CFP® professional's services. A client who seeks a similar commitment should obtain a written engagement that includes a fiduciary obligation to the client.

- **Continuing Education** – Complete 30 hours of continuing education every two years to maintain competence, demonstrate specified levels of knowledge, skills, and abilities, and keep up with developments in financial planning. Two of the hours must address the *Code and Standards*.

Form ADV Part 2B (Brochure Supplement)

February 13, 2023

ITEM 1. COVER PAGE

Andrea K. Berry, CFP®
Principal / Chief Compliance Officer

Flatiron Financial Planning
Boulder, Co

www.FlatironFinancialPlanning.com

This brochure supplement provides information about Andrea K. Berry that supplements the Flatiron Financial Planning brochure. You should have received a copy of that brochure. Please contact Andrea K. Berry at 720.531.3967 if you did not receive Flatiron Financial Planning's brochure or if you have any questions about the contents of this supplement. Additional information about Andrea K. Berry is available on the SEC's website at www.adviserinfo.sec.gov.

ITEM 2. EDUCATIONAL BACKGROUND AND BUSINESS EXPERIENCE

Year of Birth: 1963

Education Background:

- Bachelor of Science in Industrial Engineering and Operations Research, University of California, Berkeley, 1985 – Berkeley, CA
- Financial Planning Certificate Coursework
- Metro State College & College for Financial Planning, 2007 --Denver, CO CFP® designation awarded in 2010.

Business Background:

- Seagate Technology: (1990-2004) *Executive Director, Engineering Management*
- First Western Trust: Boulder, CO (2007-2017) *Senior Portfolio Manager, Senior Vice President*
- Flatiron Financial Planning; Boulder, CO (2018-Present) *Principal, CCO*

ITEM 3. DISCIPLINARY INFORMATION

Registered investment advisers are required to disclose certain material facts regarding any legal or disciplinary events that could be material to your evaluation of each officer or a supervised person providing investment advice. No reportable information is applicable to this section for Ms. Berry.

ITEM 4. OTHER BUSINESS ACTIVITIES

Ms. Berry is not involved in any other business activities. Neither Ms. Berry nor her firm has a material relationship with the issuer of a security. She is not registered, not does she have an application to register, as a representative of a broker/dealer or associated person of a futures commission merchant, commodity pool operator, or commodity trading advisor. She does not receive commissions, bonuses, or other compensation based on the sale of securities, including that as a registered representative of a broker/dealer or the distribution service ("trail") fees from the sale of mutual funds.

ITEM 5. ADDITIONAL COMPENSATION

Neither Ms. Berry nor her advisory firm are compensated for advisory services involving performance-based fees. Firm policy does not allow associated persons to accept additional economic benefit, such as sales awards or other prizes, for providing advisory services to firm clients.

ITEM 6. SUPERVISION

Ms. Berry serves as the firm's Chief Compliance Officer. Because supervising one's self poses a conflict of interest, the firm has adopted policies and procedures to mitigate this conflict. Ms. Berry will adhere to these policies and procedures and may also use the services of unaffiliated professionals to ensure the firm's oversight obligations are met. Questions relative to the firm, its services, or this Form ADV Part 2 brochure and its supplement may be made to the attention of Ms. Berry at 720.531.3967.

Additional information about the firm, other advisory firms, and associated investment advisor representatives is available on the internet at www.adviserinfo.sec.gov. A search of this site for firms may be accomplished by firm name or a unique identifier, known as a CRD number. The CRD number for Flatiron Financial Planning is 294041.

ITEM 7. REQUIREMENTS FOR STATE-REGISTERED ADVISERS

There have been neither awards nor sanctions or other matter where Ms. Berry or her firm has been found liable in a self-regulatory or administrative proceeding. Neither Ms. Berry nor her firm has been the subject of a bankruptcy petition.