

## Item 1: Cover Page



Brava Financial, LLC

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

Dated February 9, 2024

This Brochure provides information about the qualifications and business practices of Brava Financial, LLC. If you have any questions about the contents of this Brochure, please contact us at (619)929-0056 and/or [kelly@bravafinancialplans.com](mailto:kelly@bravafinancialplans.com). The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Additional information about Brava Financial, LLC also is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov), which can be found using the firm's identification number, 322054.

Brava Financial, LLC is a Registered Investment Adviser. Registration does not imply any level of skill or training.

## Item 2: Material Changes

Since the last update of this ADV, on January 3, 2023, Brava Financial, LLC has joined The Institute for the Fiduciary Standard. Joining the Institute includes adding the following language to this brochure:

Brava Financial, LLC has voluntarily subscribed to the “Real Fiduciary™ Practices” published by the Institute for the Fiduciary Standard. Real Fiduciary™ Practices offer a simple code of conduct and outline a commitment to clients of subscribing financial advisors. They seek to clearly articulate what a client can expect to receive from a subscribing financial advisor. These Real Fiduciary™ Practices do not replace our regulatory compliance obligations or duties to clients under relevant laws, rules, or regulations. The Institute for the Fiduciary Standard’s role is limited to publishing the practices as well as maintaining a corresponding register of subscribing financial advisors. You can verify our affirmation of Real Fiduciary™ Practices on our website or at the Institute for the Fiduciary Standard website at [www.thefiduciaryinstitute.org](http://www.thefiduciaryinstitute.org). The practices can be found at <https://thefiduciaryinstitute.org/wp-content/uploads/2019/03/Real-Fiduciary-Practices-2019-02-22.pdf>

Additionally, in October 2023, Emily “Kelly” Nilsson formed a Public Benefit Corporation under Delaware law. **Advice Only Planners, PBC**, is a firm built to support other advice only financial planners, with a stated mission to direct a percentage of corporate profits toward financial education and empowerment of historically marginalized communities. The company is still in its infancy, and is not fully operational as of the date of this document.

In the future, additional material changes made during the year will be reported here.

From time to time, we may amend this Brochure to reflect changes in our business practices, changes in regulations, and routine annual updates as required by securities regulators. Either this complete Brochure or a Summary of Material Changes shall be provided to each Client annually and if a material change occurs in the business practices of Brava Financial, LLC.

## Item 3: Table of Contents

### Contents

<b>Item 1: Cover Page</b>	<b>1</b>
<b>Item 2: Material Changes</b>	<b>2</b>
<b>Item 3: Table of Contents</b>	<b>3</b>
<b>Item 4: Advisory Business</b>	<b>4</b>
<b>Item 5: Fees and Compensation</b>	<b>8</b>
<b>Item 6: Performance-Based Fees and Side-By-Side Management</b>	<b>10</b>
<b>Item 7: Types of Clients</b>	<b>10</b>
<b>Item 8: Methods of Analysis, Investment Strategies, and Risk of Loss</b>	<b>10</b>
<b>Item 9: Disciplinary Information</b>	<b>14</b>
<b>Item 10: Other Financial Industry Activities and Affiliations</b>	<b>14</b>
<b>Item 11: Code of Ethics, Participation or Interest in Client Transactions and Personal Trading</b>	<b>15</b>
<b>Item 12: Brokerage Practices</b>	<b>16</b>
<b>Item 13: Review of Accounts</b>	<b>16</b>
<b>Item 14: Client Referrals and Other Compensation</b>	<b>16</b>
<b>Item 15: Custody</b>	<b>17</b>
<b>Item 16: Investment Discretion</b>	<b>17</b>
<b>Item 17: Voting Client Securities</b>	<b>17</b>
<b>Item 18: Financial Information</b>	<b>17</b>
<b>Item 19: Requirements for State-Registered Advisers</b>	<b>17</b>
<b>Form ADV Part 2B – Brochure Supplement</b>	<b>19</b>

## Item 4: Advisory Business

### **Description of Advisory Firm**

Brava Financial, LLC is a Registered Investment Adviser principally located in the state of California. We are a limited liability company founded in May 2022. Brava Financial, LLC became registered in 2022. Emily "Kelly" Nilsson is the principal owner.

As used in this brochure, the words "BF", "we", "our firm", "Advisor" and "us" refer to Brava Financial, LLC and the words "you", "your" and "Client" refer to you as either a client or prospective client of our firm.

### **Types of Advisory Services**

BF is an advice-only firm, meaning the only compensation we receive is from our Clients for our services, which excludes asset management and any product sales. From time to time, BF recommends third-party professionals such as attorneys, accountants, tax advisors, insurance agents, or other financial professionals. Clients are never obligated to utilize any third-party professional we recommend. BF is not affiliated with nor does BF receive any compensation from third-party professionals we may recommend.

### **Financial Planning Services**

Financial planning involves an evaluation of a Client's current and future financial state by using currently known variables to predict future cash flows, asset values, and withdrawal plans. The key defining aspect of financial planning is that through the financial planning process, all questions, information, and analysis will be considered as they affect and are affected by the entire financial and life situation of the Client. Clients purchasing this service will receive a written report, providing the Client with a detailed financial plan designed to achieve their stated financial goals and objectives.

In general, the financial plan will address some or all of the following areas of concern. The Client and BF will work together to select specific areas to cover. These areas may include, but are not limited to, the following:

- **Business Planning:** We provide consulting services for Clients who currently operate their own business, are considering starting a business, or are planning for an exit from their current business. Under this type of engagement, we work with you to assess your current situation, identify your objectives, and develop a plan aimed at achieving your goals.
- **Cash Flow and Debt Management:** We will conduct a review of your income and expenses to determine your 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 also 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. We may also recommend what we believe to be an appropriate cash reserve that should be considered for emergencies and other financial goals, along with a review of accounts (such as money market funds) for such reserves, plus strategies to save desired amounts.
- **College Savings:** 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.

Recommendations as to savings strategies are included, and, if needed, we will review your financial picture as it relates to eligibility for financial aid or the best way to contribute to grandchildren or other relatives / loved ones (if appropriate).

- **Employee Benefits Optimization:** We will provide review and analysis as to whether you, as an employee, are taking the maximum advantage possible of your employee benefits. If you are a business owner, we will consider and/or recommend the various benefit programs that can be structured to meet both business and personal retirement goals.
- **Estate Planning:** This usually includes an analysis of your exposure to estate taxes and your current estate plan, which may include whether you have a will, powers of attorney, trusts, and other related documents. Our advice also typically includes ways for you to distribute your estate to your desired beneficiaries and 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 may provide you with contact information for attorneys who specialize in estate planning when 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.
- **Financial Goals:** We will help Clients identify financial goals and develop a plan to reach them. We will identify what you plan to accomplish, what resources you will need to make it happen, how much time you will need to reach the goal, and how much you should budget for your goal.
- **Insurance:** We will review existing policies to ensure proper coverage for life, health, disability, long-term care, liability, home and automobile. For business clients, this also includes general liability or other business policies.
- **Investment Analysis:** This may involve developing an asset allocation strategy to meet Clients' financial goals and risk tolerance, providing information on investment vehicles and strategies, reviewing employee stock options, as well as assisting you in establishing your own investment account at a selected broker/dealer or custodian. The strategies and types of investments we may recommend are further discussed in Item 8 of this brochure.
- **Retirement Planning:** Our retirement planning services typically include projections of your likelihood of achieving your financial goals, typically focusing on financial independence as the primary objective. For situations where projections show less than the desired results, we may make recommendations, including those that may impact the original projections by adjusting certain variables (e.g., working longer, saving more, spending less, taking more risk with investments).

If you are near retirement or already retired, advice may be given on appropriate distribution strategies to minimize the likelihood of running out of money or having to adversely alter spending during your retirement years.

- **Risk Management:** A risk management review includes an analysis of your exposure to major risks that could have a significant adverse impact on your financial picture, such as premature death, disability, property and casualty losses, or the need for long-term care planning. Advice may be provided on ways to minimize such risks and about weighing the costs of purchasing insurance versus the benefits of doing

so and, likewise, the potential cost of not purchasing insurance (“self-insuring”).

- **Tax Planning Strategies:** Advice may include ways to minimize current and future income taxes as a part of your overall financial planning picture. For example, we may make recommendations on which type of account(s) or specific investments should be owned based in part on their “tax efficiency,” with the consideration that there is always a possibility of future changes to federal, state or local tax laws and rates that may impact your situation.

We recommend that you consult with a qualified tax professional before initiating any tax planning strategy, and we may provide you with contact information for accountants or attorneys who specialize in this area if you wish to hire someone for such purposes. We will participate in meetings or phone calls between you and your tax professional with your approval.

Financial Planning Services are offered via an Ongoing, Project-Based and/or Hourly engagement.

***Ongoing Financial Planning.*** This service involves working one-on-one with a financial planner (“planner”) over an extended period of time. Through this ongoing arrangement, Clients are expected to collaborate with the planner to develop and assist in the implementation of their financial plan (the “plan”). The planner will monitor the plan, recommend any appropriate changes and ensure the plan is up-to-date as the Client’s situation, goals, and objectives evolve.

Upon engaging the firm for financial planning, BF is responsible for obtaining and analyzing all necessary qualitative and quantitative information from the Client that is essential to understanding the Client’s personal and financial circumstances; helping the Client identify, select, and prioritize certain financial goals while understanding the effect that pursuing one goal may have on other potential goals; assessing the Client’s current course of action and alternative courses of action to identify required changes that provide the best opportunity for the client to meet their financial goals; developing and presenting financial planning recommendations based on the aforementioned actions while including all information that was required to be considered in preparing the recommendations; and ongoing monitoring of the Client’s progress toward the goals and objectives that the recommendations are based around. These components all require in-depth communication with the Client in order for the planner to establish a financial plan and implementation strategy that provides the Client with the most appropriate options in pursuing their established goals and objectives.

***Project-Based Financial Planning.*** We provide project-based financial planning services on a limited scope one-time engagement. Project-Based Financial Planning is available for Clients looking to address specific questions or issues. The Client may choose from one or more of the above topics to cover or other areas as requested and agreed to by BF. For Project-Based Financial Planning, the Client will be ultimately responsible for the implementation of the financial plan.

***Hourly Planning.*** We provide hourly, on demand planning for clients who prefer to engage on an hourly basis. The firm’s rate, as of March 1, 2024, is \$350/hour. Hourly planning is billed in arrears, at the end of each month.

### **CCR Section 260.235.2 Disclosure**

For Clients who receive our Financial Planning services, we must state when a conflict exists between the interests of our firm and the interests of our Client. The Client is under no obligation to act upon our recommendation.

### **Financial Coaching**

For Clients who desire educational material, monthly events and community-based forums, BF may provide a membership program for a monthly fee. The membership includes webinars on financial planning topics and monthly Q&A sessions. The purpose of this membership program is to provide general financial coaching for those Clients who wish to learn more about financial topics but do not want or need a personalized financial plan, or prefer to take a more DIY approach.

### **Educational Seminars / Speaking Engagements**

We may provide seminars for groups seeking general advice on investments and other areas of personal finance. These seminars are purely educational in nature and do not involve the sale of any investment products. Information presented will not be based on any individual's need, nor does BF provide individualized investment advice to attendees during these seminars.

### **Client Tailored Services and Client Imposed Restrictions**

We tailor the delivery of our services to meet the individual needs of our Clients. We consult with Clients initially and on an ongoing basis, through the duration of their engagement with us, to determine risk tolerance, time horizon and other factors that may impact the Clients' investment and/or planning needs.

We do not trade Client accounts, and therefore are unable to honor restrictions on investing in certain securities or types of securities.

### **Retirement Account Advice**

When BF provides investment advice to Clients regarding Client's 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 no conflict of interest.

### **Wrap Fee Programs**

We do not participate in wrap fee programs.

### **Assets Under Management**

As of December 31, 2023, BF has \$0 in discretionary and \$0 in non-discretionary assets under management.

## Item 5: Fees and Compensation

Please note, unless a Client has received this brochure at least 48 hours prior to signing an Advisory Contract, the Advisory Contract may be terminated by the Client within five (5) business days of signing the Advisory Contract without penalty.

How we are paid depends on the type of advisory services we perform. Below is a brief description of our fees, however, you should review your executed Advisory Contract for more detailed information regarding the exact fees you will be paying. No increase to the agreed-upon advisory fees outlined in the Advisory Contract shall occur without prior Client consent. Please note, lower fees for comparable services may be available from other sources.

### **Ongoing Financial Planning**

We charge a recurring fixed fee for Ongoing Financial Planning. Fees are paid quarterly in arrears, ranging from \$500 to \$3,000. The fee range is dependent upon variables including the specific needs of the Client, complexity, estimated time, research, and resources required to provide services to you, among other factors we deem relevant. Fees are negotiable and the final agreed upon fee will be outlined in your Advisory Contract.

BF collects an initial fee, no greater than \$10,000. The initial fee covers the initial construction of the comprehensive financial plan. This work will commence immediately after the fee is paid, and the length of time required to complete and deliver the plan is dependent on several factors including the needs of the Client, the Client's ability to provide any necessary information and documentation, as well as the complexity of their financial situation. Advisor may reduce or waive the initial fee at the Advisor's discretion. At no time do we require prepayment of \$500 or more six months or more in advance of rendering the services.

### **Project-Based Financial Planning**

BF charges either a fixed or hourly fee for Project-Based Financial Planning. Fixed fee rates range between \$3,000 to \$15,000. Effective March 1, 2024, our hourly rate is \$350.

The fee range is dependent upon variables including the specific needs of the Client, complexity, estimated time, research, and resources required to provide services to you, among other factors we deem relevant. Fees are negotiable and the final agreed upon fee will be outlined in your Advisory Contract. BF requires half of the fee to be collected in advance with the remainder due upon delivery of the project. BF will not bill an amount above \$500 more than 6 months or more in advance of rendering the services.

### **Financial Coaching**

We charge a recurring fixed fee for Financial Coaching. Fees are paid monthly in advance, ranging from \$100 to \$250. Fees are negotiable and the final agreed upon fee will be outlined in your Advisory Contract.

### **Educational Seminars / Speaking Engagements**

Seminars and speaking engagements are offered to organizations and the public on a variety of financial topics. Fees range from \$500 to \$5,000 per seminar. The fee range is based on the content, amount of research conducted,



the number of hours of preparation needed, and the number of attendees. BF requires half of the fee to be collected in advance with the remainder due at the conclusion of the event. Advisor offers its services in a virtual or in-person setting. Should the event require travel arrangements, both parties must agree to the terms of travel (i.e. cost, distance, hotel arrangements) at the start of the engagement.

### **Fee Deduction**

For Financial Planning, Financial Coaching services, and Educational Seminars / Speaking Engagements, fees are paid by electronic funds transfer (EFT), check or credit card.

### **Other Types of Fees and Expenses**

When implementing an investment recommendation, the Client may incur additional fees such as brokerage commissions, transaction fees, and other related costs and expenses. Clients may incur certain charges imposed by broker-dealers, and other third parties such as custodial fees, deferred sales charges, odd-lot differentials, transfer taxes, wire transfer, and electronic fund fees, and other fees and taxes on brokerage accounts and securities transactions. Mutual fund and exchange-traded funds also charge internal management fees, which are disclosed in a fund's prospectus. Such charges, fees, and commissions are exclusive of and in addition to our fee, and we shall not receive any portion of these commissions, fees, and costs.

Clients may incur fees from third-party professionals such as accountants and attorneys that BF may recommend, upon Client request. Such fees are separate and distinct from BF's advisory fees.

### **Terminations and Refunds**

For Ongoing Financial Planning services, the Advisory Contract may be terminated with written notice at least 30 calendar days in advance. In the event of early termination prior to the initial plan being delivered, fees will be prorated and any unearned fees will be refunded to the Client. Since fees are paid in arrears, no refund will be needed upon termination of the Advisory Contract. Clients will be responsible for payment of fees up to the date of termination.

For Project-Based Financial Planning services, this service is not an ongoing engagement, thus upon receipt of the final fees, the Advisory Contract will automatically be terminated. Clients may terminate at any time provided written notice. In the event of early termination prior to the project being delivered, fees will be prorated and any unearned fees will be refunded to the Client.

For Financial Coaching services, the Advisory Contract may be terminated with written notice at least 30 calendar days in advance. Upon termination of the Advisory Contract, a prorated refund will be provided to the Client.

For Educational Seminars and Speaking Engagements, Clients may cancel the event with 30 days' advance written notice. Should the Client cancel the event within 30 days of the event (with the exception of weather or similar unforeseen causes), the Client will be responsible for reimbursement of any non-refundable travel expenses already incurred and a prorated fee for any work conducted in preparation of the event, based on the percentage of work done and the flat fee agreed upon by both parties. Should any fees collected in advance exceed the amount of work conducted, Advisor will provide a prorated refund within 30 days from the notice of termination.

## **CCR Section 260.238(j) Disclosure**

Lower fees for comparable services may be available from other sources.

### **Sale of Securities or Other Investment Products**

Advisor and its supervised persons do not accept compensation for the sale of securities or other investment products including asset-based sales charges or service fees from the sale of mutual funds.

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

We do not offer performance-based fees and do not engage in side-by-side management.

## **Item 7: Types of Clients**

We provide financial planning services to individuals, high net-worth individuals, charitable organizations, and corporations or other businesses.

We do not have a minimum account size requirement.

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

Below is a brief description of our methods of analysis and primary investment strategies.

### **Methods of Analysis**

**Fundamental analysis** involves analyzing individual companies and their industry groups, such as a company's financial statements, details regarding the company's product line, the experience, and expertise of the company's management, and the outlook for the company's industry. The resulting data is used to measure the true value of the company's stock compared to the current market value. The risk of fundamental analysis is that the information obtained may be incorrect and the analysis may not provide an accurate estimate of earnings, which may be the basis for a stock's value. If securities prices adjust rapidly to new information, utilizing fundamental analysis may not result in favorable performance.

**Technical analysis** involves using chart patterns, momentum, volume, and relative strength in an effort to pick sectors that may outperform market indices. However, there is no assurance of accurate forecasts or that trends will develop in the markets we follow. In the past, there have been periods without discernible trends and similar periods will presumably occur in the future. Even where major trends develop, outside factors like government intervention could potentially shorten them.

Furthermore, one limitation of technical analysis is that it requires price movement data, which can translate into price trends sufficient to dictate a market entry or exit decision. In a trendless or erratic market, a technical method may fail to identify trends requiring action. In addition, technical methods may overreact to minor price movements, establishing positions contrary to overall price trends, which may result in losses. Finally, a technical trading method may underperform other trading methods when fundamental factors dominate price moves within a given market.

## **Modern Portfolio Theory (MPT)**

The underlying principles of MPT are:

- Investors are risk averse. The only acceptable risk is that which is adequately compensated by an expected return. Risk and investment return are related and an increase in risk requires an increased expected return.
- Markets are efficient. The same market information is available to all investors at the same time. The market prices every security fairly based upon this equal availability of information.
- The design of the portfolio as a whole is more important than the selection of any particular security. The appropriate allocation of capital among asset classes will have far more influence on long-term portfolio performance than the selection of individual securities.
- Investing for the long-term (preferably longer than ten years) becomes critical to investment success because it allows the long-term characteristics of the asset classes to surface.
- Increasing diversification of the portfolio with lower correlated asset class positions can decrease portfolio risk. Correlation is the statistical term for the extent to which two asset classes move in tandem or opposition to one another.

**Mutual Fund and/or ETF Analysis:** We look at the experience and track record of the manager of the mutual fund or ETF in an attempt to determine if that manager has demonstrated an ability to invest over a period of time and in different economic conditions. We also look at the underlying assets in a mutual fund or ETF in an attempt to determine if there is significant overlap in the underlying investments held in other funds in the Client's portfolio. In addition, we monitor the funds or ETFs in an attempt to determine if they are continuing to follow their stated investment strategy.

A risk of mutual fund and/or ETF analysis is that, as in all securities investments, past performance does not guarantee future results. A manager who has been successful may not be able to replicate that success in the future. In addition, as we do not control the underlying investments in a fund or ETF, managers of different funds held by the client may purchase the same security, increasing the risk to the client if that security were to fall in value. There is also a risk that a manager may deviate from the stated investment mandate or strategy of the fund or ETF, which could make the fund or ETF less suitable for the Client's portfolio.

## **Investment Strategies**

### **Asset Allocation**

In recommending an investment strategy, we begin by attempting to identify an appropriate ratio of equities, fixed income, and cash (i.e. "asset allocation") suitable to the Client's investment goals and risk tolerance.

A risk of asset allocation is that the Client may not participate in sharp increases in a particular security, industry or market sector. Another risk is that the ratio of equities, fixed income, and cash will change over time due to stock and market movements and, if not corrected, will no longer be appropriate for the Client's goals. We attempt to closely monitor our asset allocation models and make changes periodically to keep in line with the target risk tolerance model.

### **Passive and Active Investment Management**

We may recommend investment vehicles that are considered passive, active, or a combination of both styles.

Passive investing involves building portfolios that are composed of various distinct asset classes. The asset classes

are weighted in a manner to achieve a desired relationship between correlation, risk and return. Funds that passively capture the returns of the desired asset classes are placed in the portfolio.

Active investing involves a single manager or managers who employ some method, strategy or technique to construct a portfolio that is intended to generate returns that are greater than the broader market or a designated benchmark. Actively managed funds are also designed to reduce volatility and risk.

We may engage in both passive and active recommendations in the Client's portfolio. However, we strive to recommend portfolios of funds and individual securities that we believe will have the greatest probability for achieving our Clients' personal financial goals with the least amount of volatility and risk rather than attempt to outperform an arbitrary index or benchmark.

Specific investment recommendations are based on a number of factors that we evaluate in order to select, what we believe to be, the highest quality funds or individual securities for our Clients. These factors include but are not limited to underlying holdings of funds, percentage weighting of holdings within funds, liquidity, tax efficiency, bid/ask spreads, and other smart/strategic beta factors. These factors may or may not result in the lowest cost ETFs and mutual funds available when utilizing funds in a Client's portfolio, but we strive to keep internal fund expenses as low as possible.

#### **Long-term/Short-term purchases**

We may recommend purchasing securities and generally hold them in the Client's account for a year or longer. Short-term purchases may be employed as appropriate when:

- We believe the securities to be currently undervalued, and/or
- We want exposure to a particular asset class over time, regardless of the current projection for this class.

A risk in a long-term purchase strategy is that by holding the security for this length of time, we may not take advantage of short-term gains that could be profitable to a client. Moreover, if our predictions are incorrect, a security may decline sharply in value before we make the decision to sell.

#### **Material Risks Involved**

BF does not provide investment management, however investment recommendations may be made as part of the financial planning services. **All investing strategies we offer involve risk and may result in a loss of your original investment which you should be prepared to bear.** Many of these risks apply equally to stocks, bonds, commodities, and any other investment or security. Material risks associated with our investment strategies are listed below.

**Market Risk:** Market risk involves the possibility that an investment's current market value will fall because of a general market decline, reducing the value of the investment regardless of the operational success of the issuer's operations or its financial condition.

**Strategy Risk:** The Adviser's investment strategies and/or investment techniques may not work as intended.

**Small and Medium Cap Company Risk:** Securities of companies with small and medium market capitalizations are often more volatile and less liquid than investments in larger companies. Small and medium cap companies may face a greater risk of business failure, which could increase the volatility of the Client's portfolio.

**Limited markets:** Certain securities may be less liquid (harder to sell or buy) and their prices may at times be more volatile than at other times. Under certain market conditions, we may be unable to sell or liquidate investments at prices we consider reasonable or favorable or find buyers at any price.

**Interest Rate Risk:** Bond (fixed income) prices generally fall when interest rates rise, and the value may fall below par value or the principal investment. The opposite is also generally true: bond prices generally rise when interest rates fall. In general, fixed income securities with longer maturities are more sensitive to these price changes. Most other investments are also sensitive to the level and direction of interest rates.

**Legal or Legislative Risk:** Legislative changes or Court rulings may impact the value of investments, or the securities' claim on the issuer's assets and finances.

**Inflation:** Inflation may erode the buying power of your investment portfolio, even if the dollar value of your investments remains the same.

### **Risks Associated with Securities**

Apart from the general risks outlined above which apply to all types of investments, specific securities may have other risks.

**Common stocks** may go up and down in price quite dramatically, and in the event of an issuer's bankruptcy or restructuring could lose all value. A slower-growth or recessionary economic environment could have an adverse effect on the price of all stocks.

**Corporate Bonds** are debt securities to borrow money. Generally, issuers pay investors periodic interest and repay the amount borrowed either periodically during the life of the security and/or at maturity. Alternatively, investors can purchase other debt securities, such as zero coupon bonds, which do not pay current interest, but rather are priced at a discount from their face values and their values accrete over time to face value at maturity. The market prices of debt securities fluctuate depending on factors such as interest rates, credit quality, and maturity. In general, market prices of debt securities decline when interest rates rise and increase when interest rates fall. The longer the time to a bond's maturity, the greater its interest rate risk.

**Municipal Bonds** are debt obligations generally issued to obtain funds for various public purposes, including the construction of public facilities. Municipal bonds pay a lower rate of return than most other types of bonds. However, because of a municipal bond's tax-favored status, investors should compare the relative after-tax return to the after-tax return of other bonds, depending on the investor's tax bracket. Investing in municipal bonds carries the same general risks as investing in bonds in general. Those risks include interest rate risk, reinvestment risk, inflation risk, market risk, call or redemption risk, credit risk, and liquidity and valuation risk.

**Exchange Traded Funds** prices may vary significantly from the Net Asset Value due to market conditions. Certain Exchange Traded Funds may not track underlying benchmarks as expected. ETFs are also subject to the following risks: (i) an ETF's shares may trade at a market price that is above or below their net asset value; (ii) trading of an ETF's shares may be halted if the listing exchange's officials deem such action appropriate, the shares are delisted from the exchange, or the activation of market-wide "circuit breakers" (which are tied to large decreases in stock prices) halts stock trading generally. The Adviser has no control over the risks taken by the underlying funds in which the Clients invest.

**Mutual Funds** When a Client invests in open-end mutual funds or ETFs, the Client indirectly bears its proportionate share of any fees and expenses payable directly by those funds. Therefore, the Client will incur higher expenses, many of which may be duplicative. In addition, the Client's overall portfolio may be affected by losses of an underlying fund and the level of risk arising from the investment practices of an underlying fund (such as the use of derivatives).

## Item 9: Disciplinary Information

### **Criminal or Civil Actions**

BF and its management persons have not been involved in any criminal or civil action.

### **Administrative Enforcement Proceedings**

BF and its management persons have not been involved in administrative enforcement proceedings.

### **Self-Regulatory Organization Enforcement Proceedings**

BF and its management persons have not been involved in legal or disciplinary events that are material to a Client's or prospective Client's evaluation of BF or the integrity of its management.

## Item 10: Other Financial Industry Activities and Affiliations

### **Broker-Dealer Affiliation**

Neither BF or its management persons is registered, or have an application pending to register, as a broker-dealer or a registered representative of a broker-dealer.

### **Other Affiliations**

Neither BF or its management persons is registered, or have an application pending to register, as a futures commission merchant, commodity pool operator or a commodity trading advisor.

### **Related Persons**

Neither BF or its management persons have any relationship or arrangement with any related parties.

### **Recommendations or Selections of Other Investment Advisers**

BF does not recommend or select other investment advisers for our clients.

### **Advice Only Planners, PBC**

In October 2023, Emily "Kelly" Nilsson formed a Public Benefit Corporation under Delaware law. Advice Only Planners, PBC, is a firm built to support other advice only financial planners, with a stated mission to direct a percentage of corporate profits toward financial education and empowerment of historically marginalized communities. The company is still in its infancy, and is not fully operational as of the date of this document.

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

As a fiduciary, our firm has a duty of utmost good faith to act solely in the best interests of each Client. Our Clients entrust us with their personal information, which in turn places a high standard on our conduct and integrity. Our fiduciary duty is a core aspect of our Code of Ethics and represents the expected basis of all of our dealings. The firm also adheres to the Code of Ethics and Professional Responsibility adopted by the CFP® Board of Standards Inc., and accepts the obligation not only to comply with the mandates and requirements of all applicable laws and regulations but also to take responsibility to act in an ethical and professionally responsible manner in all professional services and activities.

### **Code of Ethics Description**

This Code of Ethics does not attempt to identify all possible conflicts of interest, and compliance with each of its specific provisions will not shield our firm or its access persons from liability for misconduct that violates a fiduciary duty to our Clients. A summary of the Code of Ethics' Principles is outlined below.

- Integrity - Access persons shall offer and provide professional services with integrity.
- Objectivity - Access persons shall be objective in providing professional services to Clients.
- Competence - Access persons shall provide services to Clients competently and maintain the necessary knowledge and skill to continue to do so in those areas in which they are engaged.
- Fairness - Access persons shall perform professional services in a manner that is fair and reasonable to Clients, principals, partners, and employers, and shall disclose conflict(s) of interest in providing such services.
- Confidentiality - Access persons shall not disclose confidential Client information without the specific consent of the Client unless in response to proper legal process, or as required by law.
- Professionalism - Access persons conduct in all matters shall reflect the credit of the profession.
- Diligence - Access persons shall act diligently in providing professional services.

We periodically review and amend our Code of Ethics to ensure that it remains current, and we require all firm access persons to attest to their understanding of and adherence to the Code of Ethics at least annually. Our firm will provide a copy of its Code of Ethics to any Client or prospective Client upon request.

### **Investment Recommendations Involving a Material Financial Interest and Conflicts of Interest**

Neither our firm, its access persons, or any related person is authorized to recommend to a Client or effect a transaction for a Client, involving any security in which our firm or a related person has a material financial interest, such as in the capacity as an underwriter, adviser to the issuer, principal transaction, among others.

### **Advisory Firm Purchase of Same Securities Recommended to Clients and Conflicts of Interest**

Our firm and its “related persons” do not invest in the same securities, or related securities, e.g., warrants, options or futures, which we recommend to Clients.

### **Trading Securities At/Around the Same Time as Client’s Securities**

Because our firm and its “related persons” do not invest in the same securities, or related securities, e.g., warrants, options or futures, which we recommend to Clients, we do not trade in securities at or around the same time as Clients.

## Item 12: Brokerage Practices

### **Factors Used to Select Custodians and/or Broker-Dealers**

As a fee-only financial planner who does not offer Investment Management Services, we do not have a concern over which broker-dealers a Client may choose in order to implement our investment recommendations.

### **Research and Other Soft-Dollar Benefits**

As a fee-only financial planner who does not offer Investment Management Services, we do not have any soft-dollar arrangements with broker-dealers.

### **Brokerage for Client Referrals**

We receive no referrals from a broker-dealer or third party in exchange for using that broker-dealer or third party.

### **Clients Directing Which Broker/Dealer/Custodian to Use**

As a fee-only financial planner who does not offer Investment Management Services, we do not have a concern over which broker-dealers a Client may choose in order to implement our investment recommendations.

### **Aggregating (Block) Trading for Multiple Client Accounts**

Some Registered Investment Advisers execute Client accounts on an aggregated basis as a way to lower expenses. As a fee-only financial planner who does not offer Investment Management Services, we do not execute trades on behalf of Clients. As a result, it is up to the Client to negotiate their own trading costs with their broker-dealer.

## Item 13: Review of Accounts

### **Periodic Reviews**

Emily "Kelly" Nilsson , Founder and CCO of BF, will work with Clients to obtain current information regarding their assets and investment holdings and will review this information as part of our financial planning services. BF does not provide specific reports to Clients, other than financial plans.

### **Triggers of Reviews**

Events that may trigger a special review would be unusual performance, addition or deletions of Client-imposed restrictions, excessive draw-down, volatility in performance, or buy and sell decisions from the firm or per Client's needs.

### **Review Reports**

Clients will receive trade confirmations from the broker(s) for each transaction in their accounts as well as monthly or quarterly statements and annual tax reporting statements from their custodian showing all activity in the accounts, such as receipt of dividends and interest.

## Item 14: Client Referrals and Other Compensation

### **Compensation Received by Brava Financial, LLC**

BF is an advice-only firm that is compensated solely by its Clients. BF does not receive commissions or other sales-related compensation.



### **Client Referrals from Solicitors**

BF does not, directly or indirectly, compensate any person who is not advisory personnel for Client referrals.

### Item 15: Custody

BF does not accept custody of Client funds.

### Item 16: Investment Discretion

We do not provide Investment Management Services, and therefore do not exercise discretion.

### Item 17: Voting Client Securities

BF does not provide Investment Management Services, and therefore does not vote Client proxies. You will receive proxy materials directly from the account custodian. If you would like our opinion on a particular proxy vote, you may contact us at the number listed on the cover of this brochure.

### Item 18: Financial Information

We have no financial commitment that impairs our ability to meet contractual and fiduciary commitments to our Clients, nor have we been the subject of any bankruptcy proceeding. We do not have custody of Client funds or securities, except as disclosed in Item 15 above, or require or solicit prepayment of more than \$500 in fees six months or more in advance.

### Item 19: Requirements for State-Registered Advisers

#### **Principal Officers**

Emily "Kelly" Nilsson serves as BF's sole principal. Information about Emily "Kelly" Nilsson's education, business background, and outside business activities can be found on her ADV Part 2B, Brochure Supplement attached to this Brochure.

#### **Outside Business**

All outside business information, if applicable, of BF is disclosed in Item 10 of this Brochure.

#### **Performance-Based Fees**

Neither BF nor Emily "Kelly" Nilsson is compensated by performance-based fees.

#### **Material Disciplinary Disclosures**

No management person at BF has ever been involved in an arbitration claim of any kind or been found liable in a civil, self-regulatory organization, or administrative proceeding.

#### **Material Relationships That Management Persons Have With Issuers of Securities**

Neither BF nor Emily "Kelly" Nilsson have any relationship or arrangement with issuers of securities.

**Business Continuity Plan**

BF maintains a written Business Continuity Plan that identifies procedures related to an emergency or significant business disruptions, including the death of the investment adviser or any of its representatives.

**Disclosure of Material Conflicts**

All material conflicts of interest under CCR Section 260.238(k) are disclosed regarding BF, its representatives or any of its employees, which could be reasonably expected to impair the rendering of unbiased and objective advice.



Brava Financial, LLC

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

Dated February 9, 2024

## **Emily "Kelly" Nilsson**

### **Founder and Chief Compliance Officer**

This brochure supplement provides information about Emily "Kelly" Nilsson that supplements the Brava Financial, LLC ("BF") brochure. A copy of that brochure precedes this supplement. Please contact Emily "Kelly" Nilsson if the BF brochure is not included with this supplement or if you have any questions about the contents of this supplement.

Additional information about Emily "Kelly" Nilsson is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov) which can be found using the identification number 2328116.

## **Item 2: Educational Background and Business Experience**

### **Emily "Kelly" Nilsson**

Born: 1966

#### **Educational Background**

- 1988 – Bachelor of Arts in International Relations, Mount Holyoke College
- 2018 – Juris Doctor, St. Francis School of Law

#### **Business Experience**

- 05/2022 – Present, Brava Financial, LLC, Founder and CCO
- 03/2021 – 06/2022, Facet Wealth, Investment Adviser Representative
- 06/2015 – 03/2021, Calton & Associates, Inc., Registered Advisor

#### **Professional Designation(s)**

##### **CFP® (Certified Financial Planner):**

Emily "Kelly" Nilsson is certified for financial planning services in the United States by Certified Financial Planner Board of Standards, Inc. ("CFP Board"). Therefore, Emily "Kelly" Nilsson may refer to herself as a CERTIFIED FINANCIAL PLANNER™ professional or a CFP® professional, and Emily "Kelly" Nilsson 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](http://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 requirements 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.

### Item 3: Disciplinary Information

Emily "Kelly" Nilsson has never been involved in an arbitration claim of any kind or been found liable in a civil, self-regulatory organization, or administrative proceeding.

### Item 4: Other Business Activities

Emily "Kelly" Nilsson is the founder, in 2023, of a Public Benefit Corporation under Delaware law. Advice Only Planners, PBC, is a firm built to support other advice only financial planners, with a stated mission to direct a percentage of corporate profits toward financial education and empowerment of historically marginalized communities. The company is still in its infancy, and is not fully operational as of the date of this document.

### Item 5: Additional Compensation

Emily "Kelly" Nilsson does not receive any economic benefit from any person, company, or organization, in exchange for providing Clients advisory services through BF.

### Item 6: Supervision

Emily "Kelly" Nilsson as Chief Compliance Officer of BF, supervises the advisory activities of our firm. Emily "Kelly" Nilsson is bound by the firm’s policies and procedures and Code of Ethics. Clients may contact Emily "Kelly" Nilsson at the phone number on this brochure supplement.

### Item 7: Requirements for State Registered Advisers

Emily "Kelly" Nilsson has NOT been involved in an arbitration, civil proceeding, self-regulatory proceeding, administrative proceeding, or a bankruptcy petition.