

Item 1: Cover Page



NextGen Financial Advice LLC

Form ADV Part 2A – Firm Brochure

26842 Meadow Ridge Dr
Elko New Market, MN 55020
952-373-1362

Dated: April 14th, 2023

This Brochure provides information about the qualifications and business practices of NextGen Financial Advice LLC, “NGFA”. If you have any questions about the contents of this Brochure, please contact me at 952-373-1362. 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.

NextGen Financial Advice LLC is registered as an Investment Adviser with the State of Minnesota. Registration of an Investment Adviser does not imply any level of skill or training.

Additional information about NGFA is available on the SEC’s website at www.adviserinfo.sec.gov which can be found using the firm’s identification number 292468

Item 2: Material Changes

Item 5: Fees and Compensation has been updated with a new section called Discretionary Management of Held-Away Accounts. This new service is offered through a third party platform to provide ongoing investment management to accounts such as 401(k)'s, 403(b)'s, etc. The platform doesn't provide NextGen Financial Advice with access to client log-in credentials for Held-Away Account and doesn't provide the ability to deduct advisory fees from these accounts. Therefore, NextGen Financial Advice doesn't have custody of these Held-Away accounts.

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Item 4: Advisory Business

Description of Advisory Firm

NextGen Financial Advice LLC is registered as an Investment Adviser with the State of Minnesota since March 2018. Brian Jones is the principal owner of NGFA. As of December 31st, 2022, NGFA had \$8,816,841.38 in total assets under management, of which \$1,488,419.17 are non-discretionary and \$7,328,422.21 are discretionary.

Types of Advisory Services

Investment Management Services

I am in the business of managing individually tailored investment portfolios. My firm provides continuous advice to clients regarding the investment of client funds based on their individual needs. Through personal discussions in which goals and objectives based on a client's particular circumstances are established, I develop a client's personal investment policy or an investment plan with an asset allocation target and create and manage a portfolio based on that policy and allocation targets. I may also review and discuss a client's prior investment history, as well as family composition and background.

Account supervision is guided by the stated objectives of the client (e.g., capital preservation, income, growth, and tax efficiency). Clients may impose reasonable restrictions on investing in certain securities, types of securities, or industry sectors. Fees pertaining to this service are outlined in Item 5 of this brochure.

Financial Planning Services

Financial planning is a comprehensive 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 or an electronic report, providing the client with a detailed financial plan designed to achieve his or her stated financial goals and objectives.

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

- **Business Services:** I 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, I can work with you to assess your current situation, identify your objectives, and develop a plan aimed at achieving your goals.

I also offer 401(k) plans for small businesses while acting as a 3 (21) Investment Advisor to the plan sponsor and provide participant education, basic financial planning service, and investment advice to participants. I do not have discretion or custody of participant accounts and use third-parties to administer the plans. More information is available on the 408(b)(2) disclosure. In addition, I help small businesses assess their options for offering benefits to their employees and give other general advice on operating their company.

- **Cash Flow and Debt Management:** I 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. I may also recommend what I 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, I will review your financial picture as it relates to eligibility for financial aid or the best way to contribute to grandchildren (if appropriate).
- **Employee Benefits Optimization:** I 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, I will consider and/or recommend the various benefit programs that can be structured to meet both business and personal retirement goals.
- **Estate Planning:** This may include an analysis of your exposure to estate taxes and your current estate plan. This may involve whether you have a will, powers of attorney, trusts and other related documents. My advice also typically includes ways for you to minimize or avoid future

estate taxes by implementing appropriate estate planning strategies such as the use of applicable trusts.

I am not an attorney and can't provide legal advice. I recommend that you consult with a qualified attorney when you initiate, update, or complete estate planning activities. I 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, I will participate in meetings or phone calls between you and your attorney with your approval or request.

- **Financial Goals:** I will help clients identify financial goals and develop a plan to reach them. I 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:** Review of existing policies to ensure proper coverage for life, health, disability, long-term care, liability, home and automobile.
- **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:** Services typically include projections of your likelihood of achieving your financial goals, while focusing on financial independence as the primary objective. For situations where projections show less than the desired results, I 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, I may make recommendations on which type of account(s) or specific investments should be owned based in part on their “tax efficiency,” with consideration that there is always a possibility of future changes to federal, state or local tax laws and rates that may impact your situation.

I 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. I will participate in meetings or phone calls between you and your tax professional with your approval.

- **Special Needs Planning:** I help clients with understanding the needs for long term planning for special needs children as they become adults. Many families need help understanding the general disability system and how to get resources for their disabled child(ren). More specifically, I help families in Minnesota understand their options for community based services and how to navigate a complex government system. I specifically focus on families with children with autism spectrum disorder (ASD), but can provide guidance to other families if possible. I recommend consulting an attorney for legal advice, especially for estate planning with special needs considerations.

Financial Planning may be an initial service at the start of an ongoing investment advisory relationship, a one time fixed fee service, hourly, or a subscription service that is paid monthly and in arrears. The cost of the services are based on the complexity and needs of the client. The clients will work with a planner to develop and implement their plan. The planner will monitor the plan, recommend any changes, and ensure the plan is up to date if using the subscription financial planning service.

Upon desiring a comprehensive plan, a client will be taken through establishing their goals and values around money. They will be required to provide information to help complete the following areas of analysis: net worth, cash flow, insurance, credit scores/reports, employee benefit, retirement planning, insurance, investments, college planning and estate planning. Once the client’s information is reviewed, their plan will be built and analyzed, and then the findings, analysis and potential changes to their current situation will be reviewed with the client. Clients using this service will receive a written or an electronic report, providing the client with a detailed financial plan designed to achieve his or her stated financial goals and objectives. If a follow up meeting is required, we will meet at the client's convenience.

Client Tailored Services and Client Imposed Restrictions

I offer the same suite of services to all of my clients. However, specific client financial plans and their implementation are dependent upon the client Investment Policy Statement which outlines each client’s current situation and is used to construct a client specific plan to aid in the selection of a portfolio that matches restrictions, needs, and targets.

Wrap Fee Programs

I provide a wrap fee program, which is outlined in detail within the Form ADV Part 2A Appendix 1.

Item 5: Fees and Compensation

Please note, unless a client has received the firm's disclosure brochure at least 48 hours prior to signing the investment advisory contract, the investment advisory contract may be terminated by the client within five (5) business days of signing the contract without incurring any advisory fees. How I am paid depends on the type of advisory service I am performing. Please review the fee and compensation information below.

Investment Management Services (NGFA Manages)

NGFA has offered non-discretionary investment management services since inception. I will no longer offer the non-discretionary service to new clients as of November 17th, 2021. New investment management clients will have a discretionary service. Existing clients may change to the new discretionary service with the execution of a new investment advisory agreement. The standard advisory fee schedules are based on the market value of the assets under management and is calculated as follows:

Discretionary Fee Schedule

Household Value Under Management	Discretionary Advisory Fee
\$0 - \$499,999	1.20%
\$500,000 - \$999,999	1.10%
\$1,000,000 - \$1,999,999	0.95%
\$2,000,000- \$5,000,000	0.85%
\$5,000,000+	0.75%

Held-Away Account Fee Schedule

Account Value	Held-Away Advisory Fee
\$0 - \$499,999	0.50%
\$500,000 - \$999,999	0.45%
\$1,000,000 - \$1,999,999	0.40%
\$2,000,000- \$5,000,000	0.35%
\$5,000,000+	0.30%

The Discretionary Advisory Fee is negotiable (in limited situations), are pro-rated, and paid in arrears on a monthly basis. The Discretionary Advisory Fee is a drop through or (sometimes called a banded fee) schedule and is calculated by assessing the percentage rates using the predefined levels of assets as shown in the above chart, and applying the fee to the account value as of the last day of the month. The Discretionary Advisory Fee is calculated by taking the annual rate and dividing it equally by 12 for monthly assessments. The fee uses an average daily balance from the prior month to factor in contributions, withdrawals, and transfers in/out. **With a drop through schedule, if the household value goes into the next fee level (from \$499,999 to \$500,000) the entire amount is billed at the lower rate (1.20% → 1.10%).** No increase in the annual fee shall be effective without agreement from the client by signing a new agreement or amendment to their current advisory agreement.

The Discretionary Advisory Fee is for accounts held under management by NextGen Financial Advice at TD Ameritrade Institutional (Charles Schwab after merger) or another custodian (if applicable). NextGen Financial Advice will look at the entire value of the accounts at TD Ameritrade Institutional (or other) within a household and group them together for performance and billing purposes. Annuities held through Nationwide Advisory, whom NextGen Financial Advice is an adviser, will be billed at the Discretionary Advisory Fee rate.

Discretionary Management Of Held-Away Accounts:

NextGen Financial Advice offers ongoing discretionary investment management services to some held-away accounts such as 401(k)'s, 403(b)'s, etc. This service utilizes a third party platform to facilitate trades, performance reporting, and billing. The availability of a particular account for this service is determined by the third party and not NextGen Financial Advice. The platform allows NextGen Financial Advice to avoid having custody of client funds by not allowing us to have direct access to client log-in credentials to affect trades. NextGen Financial Advice is not affiliated with the platform in any way and receives no compensation from them for using their platform.

Once a client account(s) is connected to the platform, the Adviser will review the current allocations. When deemed necessary, the Adviser will rebalance the account considering the client's investment goals and risk tolerance. The Adviser will consider current economic and market conditions when making investment or allocation decisions. The account(s) will be reviewed at least quarterly and allocation changes will be made when necessary.

The Discretionary Advisory Fee in the table above applies for these held-away accounts but will be charged quarterly in arrears based on the account(s) ending balance from the prior quarter. When completing billing for these held away-accounts, NextGen Financial Advice will review the billable value of the accounts and the billable value of the other accounts under management to determine the appropriate fee level according to the chart above.

As an example, if a household had \$300,000 under management at TD Ameritrade Institutional/Charles Schwab and \$250,000 in their 401(k) account, the billable balance for determining the fee level would

be \$550,000. The entire household value would be billed at the 1.1% Discretionary Advisory Fee annual rate. The Accounts at TD Ameritrade/Charles Schwab would be billed monthly using the average daily balance of the prior month. The held-away account(s), which is being provided ongoing discretionary management, will be billed at the same annualized rate but on a quarterly basis using the ending balance from the prior quarter.

Fees can't be deducted directly from held-away accounts. The fee can be charged to a brokerage account or paid directly from the client through AdvicePay. If a client wants to end this service, they will be charged a prorated amount based on the amount of time the service was provided throughout the quarter. Because billing is done in arrears, there is not a need to refund the advisory fee.

my529:

529 college savings accounts are offered through my529.org, a non profit 529 program. NextGen Financial Advice will not charge investment advisory fees on these accounts. Therefore, I will not include the assets of those accounts when determining the fee schedule for the accounts under management being billed the Discretionary Advisory Fee.

Advisory Fee Calculation Examples:

A household at \$490,000 would be charged an annual advisory fee of \$5,880. The fee is determined and billed monthly in arrears and using the following calculation: **$\$490,000 \times 1.20\% = \text{Discretionary Advisory Fee of } \$5,880 \text{ or } \$490 \text{ per month}$** . When the household value goes to \$500,000, the Discretionary Fee would be **$\$5,500 \text{ or } 1.10\% \text{ or } \458.33 per month** .

A household valued at \$2,000,000 would be charged an annual fee rate of \$17,000. The monthly fee is determined by the following calculation: **$\$2,000,000 \times 0.85\% = \text{Discretionary Advisory Fee of } \$17,000 / 12 = \text{Monthly fee of } \$1,416$** .

Advisory fees are directly debited from client accounts, or the client may choose to pay by check. Accounts initiated or terminated during a calendar month will be charged a prorated fee based on the amount of time remaining in the billing period. An account may be terminated at any time, with written notice. Since fees are paid in arrears, no rebate will be needed upon termination of the account. The client may pay an initial financial planning fee which would be determined by the scope of the relationship with NextGen Financial Advice LLC.

Held-Away Accounts:

These are investment accounts such as 401(k)s, 403(b)s, 529's, brokerage accounts, etc. Under this service, you would be billed at the rate under the "Held-Away Accounts" for the amount of money you are seeking advice on. "Held-Away Account" advice is a one time and limited advice service. As an example, if a client wanted investment advice on their 401(k), they would pay the fee for that advice. If they would like advice on that account at a later date, they would then pay again for the advice based

upon the amount of money in that account at that time. Fees for advice on “Held-Away Accounts” can be paid by electronic fund transfer through AdvicePay, check, or through a brokerage account.

Held-Away Account Fee Example:

If a client wanted investment advice on a held-away account (such as their 401(k)) with a value of **\$100,000 would be charged \$500 or 0.50%** one time for that specific advice.

Financial planning services are available for an additional cost based upon the complexity of the work. These services may be at the initial onset of the relationship, one time fixed fee, hourly, or subscription. For the fixed fee, hourly, and subscription service, NextGen Financial Advice will discount the financial planning fees by 50% when the Total Advisory Fees are expected to exceed \$2500 per year. I will discount the financial planning fees by 100% when the Total Advisory Fees are expected to exceed \$4500 per year. The Total Advisory Fee is defined as the Discretionary Advisory Fee plus Held-Away Account Fee. At the time a financial planning service (fixed fee, hourly, or subscription) is requested, I will look at the expected Total Advisory Fee over the next 12 months to determine the discount.

Clients who use ongoing investment management services of NextGen Financial Advice will be offered to have a Financial Statement created at no additional cost. This service will involve completing an online financial questionnaire. I will create a Financial Statement which will include the clients assets, liabilities, net worth, and emergency fund goal. This service will not provide advice on debt payoff strategies or assets not under advisement and is limited in nature as described above. The accuracy of the Financial Statement is also limited to the extent of the information provided by the client. NextGen Financial Advice will notify clients at least annually (in person, phone, email, or by newsletter) of the service and the opportunity to update their Financial Statement. The offer of service is optional and can be used or declined by the client.

Clients From Before NextGen Financial Advice: Clients who previously engaged in an advisory relationship with Brian Jones may receive investment management services and/or financial planning services at a discounted rate. I have documented these clients as “Legacy Clients” in my system.

Financial Planning Services

Financial Planning may be: **1) an initial** service at the start of an ongoing investment advisory relationship, **2.) one time fixed fee** service, **3.) hourly**, or **4.) subscription** financial planning service that is paid monthly and in arrears. The cost of the services are based on the complexity and needs of the client. The fee may be negotiable in certain cases.

When clients have Total Advisory Fees from investment management expected to be over \$2500 per year, the financial planning fees are reduced by 50%. Once the Total Advisory Fees is expected to

exceed \$4500 per year, the financial planning fees are reduced to \$0. These discounts do not apply to the initial financial planning fee (if applicable) at the onset of an investment advisory relationship. The Total Advisory Fee is defined as the Advisory Fee plus Held-Away Account Fee.

The scope of the financial planning services and fees will be agreed upon before the start of any work. The initial and fixed fee can range between \$100-\$5,000 based on complexity and scope of the engagement. NextGen Financial Advice will itemize a summary of costs using an invoice from AdvicePay and create a list of all work to be completed. Monthly subscription services will not exceed more than \$5,000 in a 12 month period.

If an **initial fee** is being charged, the entire fee must be paid before work will begin and the work will be completed within 30 days unless complexity requires more time. The goal is to have the services completed as soon as possible.

If a **fixed fee** program is chosen, half of the fee is due at the beginning of the process and the remainder is due at completion of work, however, the Planner will not bill an amount above \$500.00 more than 6 months in advance. Fees for financial planning services may be paid by electronic funds transfer through AdvicePay, check, or from a brokerage account. In the event of early termination of a fixed fee planning service, any prepaid but unearned fees will be refunded to the client, and no further fees will be charged.

If an **hourly fee** is appropriate, the rate is \$200 per hour, billed in 15 minute increments, and with a minimum fee of \$100 for the first 30 minutes of the engagement. The hourly fee will be paid at the conclusion of the engagement. This option may be used if a client requires a service beyond the typical scope of investment management services and an hourly fee would be more appropriate than a fixed fee financial planning service. An example could be a financial planning engagement where it isn't clear how complex the work could ultimately be and due to complexity, the timing of the completion of this engagement is more difficult to estimate. I also reserve the right to charge the hourly fee for financial planning consultations and related work when NextGen Financial Advice engages with the client's attorney, accountant, or other unaffiliated third party professional. The hourly financial planning service will require a financial planning agreement to be signed by the client. An invoice will be provided to the client detailing the time spent on the engagement and how the final bill is calculated.

Subscription financial planning services are paid monthly and in arrears. This is an ongoing service where clients pay a monthly fee and have access to many financial planning services. The agreement continues until amended or terminated either by the Client or NextGen Financial Advice. Over time, the planner and clients will work on different areas of financial planning as outlined below. Depending on complexity some situations may require an additional planning fee or changing the monthly planning fee. Any additional or increased fee rate would require another signed financial planning agreement. If a client qualifies for a 50% or 100% discount on planning services, a new agreement will be signed to reflect the discount.

These agreements are ongoing and are paid monthly to help with client cash flow. If clients want to cancel they won't be required to pay for future months, but will have to pay for their last month of service, which may be pro-rated depending on the timing of cancellation.

NextGen Financial Advice will have a general calendar of topics to discuss with subscription financial planning clients so that a variety of different planning areas are covered over time. If a client needs services outside of the scheduled calendar, they can have access to those services. The service calendar may be changed over time and is not a contract for specific services to be completed by specific dates. It will be an ongoing guideline for administering the program.

Subscription clients agree to have an appointment at least quarterly to work on the financial objectives most important to them. In the event that we aren't able to meet within a given quarter, the planner and client will do their best to organize a meeting as soon as possible. If a client is paying the monthly fee and isn't completing quarterly appointments, I will review the agreement to decide if it should be amended or terminated. The monthly fee payments will be stopped and agreement will be terminated before 6 months of no communication and \$500 has been paid to NextGen Financial Advice. A full or partial refund may be offered to the client at NextGen Financial Advice's discretion. I will be flexible with tailoring the agreement to the needs of the client if necessary but don't want to charge clients if they are not actually using the service.

If clients want to meet less frequently due to their unique circumstances, this will be outlined in the "Special considerations" area of their financial planning agreement.

Subscription Services May Include But Are Not Limited To:

-retirement planning, education planning, estate planning, insurance planning, tax planning, risk management, cash flow/budgeting, debt management, employee benefits, financial goal setting, net worth tracking, financial statement, emergency funds, and special needs planning.

Other Types of Fees and Expenses

NGFA fees are exclusive of brokerage commissions, transaction fees, and other related costs and expenses which may be incurred by the client. Clients may incur certain charges imposed by custodians, brokers, 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.

Item 12 further describes the factors that we consider in selecting or recommending broker-dealers for client's transactions and determining the reasonableness of their compensation (e.g., commissions).

I 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

I do not offer performance-based fees.

Item 7: Types of Clients

I provide financial planning and portfolio management services to individuals, high net-worth individuals, small businesses, and non-profit organizations.

I do not have a minimum account size requirement.

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

My primary method of investment analysis involves the use of Modern Portfolio Theory.

Modern Portfolio Theory 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.

Passive Investment Management I may practice passive investment management. 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. The funds that are used to build passive portfolios are typically index mutual funds or exchange traded funds.

Passive investment management is characterized by low portfolio expenses (i.e. the funds inside the portfolio have low internal costs), minimal trading costs (due to infrequent trading activity), and relative tax efficiency (because the funds inside the portfolio are tax efficient and turnover inside the portfolio is minimal).

In contrast, active management 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. Academic research indicates most active managers underperform the market.

Active Investment Management is a process of identifying investment managers that I believe can outperform a given market benchmark. Academic research has illustrated that the majority of managers cannot outperform their benchmark. However, academic research in this area also provides evidence that managers with a combination of lower fees, less overlap with the benchmark, and longer investment holding periods may be attractive places to look for active investment managers. I also consider the depth of the firm's research teams, track record, management tenure, and existence through a full market cycle when considering active investment managers.

Material Risks Involved

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.

Turnover Risk: At times, the strategy may have a portfolio turnover rate that is higher than other strategies. A high portfolio turnover would result in correspondingly greater brokerage commission expenses and may result in the distribution of additional capital gains for tax purposes. These factors may negatively affect the account's performance.

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 I may be unable to sell or liquidate investments at prices we consider reasonable or favorable, or find buyers at any price.

Concentration Risk: Certain investment strategies focus on particular asset-classes, industries, sectors or types of investment. From time to time these strategies may be subject to greater risks of adverse developments in such areas of focus than a strategy that is more broadly diversified across a wider variety of investments.

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.

Commercial Paper is, in most cases, an unsecured promissory note that is issued with a maturity of 270 days or less. Being unsecured the risk to the investor is that the issuer may default.

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 such factors 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.

Bank Obligations including bonds and certificates of deposit may be vulnerable to setbacks or panics in the banking industry. Banks and other financial institutions are greatly affected by interest rates and may be adversely affected by downturns in the U.S. and foreign economies or changes in banking regulations.

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 de-listed 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 client's invest.

Investment Companies Risk. 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

In July 2018, Brian Jones partially had a temporary restraining order issued against him related to (and limited to) an alleged violation of his employment agreement with his former employer. The alleged violation was not product-related and did not involve any client complaints, and the matter was settled.

Administrative Enforcement Proceedings

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

Self-Regulatory Organization Enforcement Proceedings

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

Item 10: Other Financial Industry Activities and Affiliations

No NGFA employee is registered, or has an application pending to register, as a broker-dealer or a registered representative of a broker-dealer.

No NGFA employee is registered, or has an application pending to register, as a futures commission merchant, commodity pool operator or a commodity trading advisor.

NGFA does not have any related parties. As a result, we do not have a relationship with any related parties.

NGFA only receives compensation directly from clients. We do not receive compensation from any outside source. We do not have any conflicts of interest with any outside party.

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

As a fiduciary, my firm and its associates have a duty of utmost good faith to act solely in the best interests of each client. My clients entrust me with their funds and personal information, which in turn places a high standard on our conduct and integrity. My fiduciary duty is a core aspect of my Code of Ethics and represents the expected basis of all of my dealings. The firm also 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 does not attempt to identify all possible conflicts of interest, and literal compliance with each of its specific provisions will not shield associated persons from liability for personal trading or other conduct that violates a fiduciary duty to advisory clients. A summary of the Code of Ethics' Principles is outlined below.

- Integrity - Associated persons shall offer and provide professional services with integrity.
- Objectivity - Associated persons shall be objective in providing professional services to clients.
- Competence - Associated 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 - Associated 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 - Associated 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 - Associated persons' conduct in all matters shall reflect credit of the profession.

- Diligence - Associated persons shall act diligently in providing professional services.

I periodically review and amend the Code of Ethics to ensure that it remains current, and I require all firm access persons to attest to their understanding of and adherence to the Code of Ethics at least annually. My 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 associates 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, etc.

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

My firm and any “related persons” may buy or sell securities similar to, or different from, those I recommend to clients for their accounts. In an effort to reduce or eliminate certain conflicts of interest involving the firm or personal trading, my policy may require that I restrict or prohibit associates’ transactions in specific reportable securities transactions. Any exceptions or trading pre-clearance must be approved by the firm principal in advance of the transaction in an account, and I maintain the required personal securities transaction records per regulation.

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

From time to time, my firm or its “related persons” may buy or sell securities for themselves at or around the same time as clients. I will not trade non-mutual fund ETF securities on the same trading day as the same security for clients.

The Institute For The Fiduciary Standard Code Of Conduct

The Registrant has [or “the following associated persons of the Registrant have”] 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. The practices can be found at <https://thefiduciaryinstitute.org/wpcontent/uploads/2019/03/Real-Fiduciary-Practices-2019-02-22.pdf>. Full membership requires a CFP® designation. Brian Jones meets the requirements to be a member of the Institute For the Fiduciary Standard, except for the CFP®. He is considered an “associate member” until he earns the CFP®.

Item 12: Brokerage Practices

Factors Used to Select Custodians and/or Broker-Dealers

NextGen Financial Advice LLC does not have any affiliation with Broker-Dealers. Specific custodian recommendations are made to clients based on their need for such services. We recommend custodians based on the reputation and services provided by the firm.

1. Research and Other Soft-Dollar Benefits

We currently do not receive soft dollar benefits.

2. 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.

3. Clients Directing Which Broker/Dealer/Custodian to Use

I do recommend a specific custodian for clients to use, however, clients may custody their assets at a custodian of their choice. Clients may also direct me to use a specific broker-dealer to execute transactions. By allowing clients to choose a specific custodian, I may be unable to achieve most favorable execution of client transactions and this may cost clients money over using a lower-cost custodian.

The Custodian and Brokers I Use (TD Ameritrade Institutional/Charles Schwab)

NFFA participates in the TD Ameritrade Institutional program. TD Ameritrade Institutional is a division of TD Ameritrade, Inc. ("TD Ameritrade"), member FINRA/SIPC. TD Ameritrade is an independent [and unaffiliated] SEC-registered broker-dealer. TD Ameritrade offers services to independent investment advisors which include custody of securities, trade execution, clearance and settlement of transactions. NGFA receives some benefits from TD Ameritrade through its participation in the program. (Please see the disclosure under Item 14 below.) Charles Schwab has purchased TD Ameritrade, Inc and will merge the companies together in the future.

Aggregating (Block) Trading for Multiple Client Accounts

Generally, I combine multiple orders for shares of the same securities purchased for advisory accounts we manage (this practice is commonly referred to as "block trading"). I will then distribute a portion of the shares to participating accounts in a fair and equitable manner. The distribution of the shares purchased is typically proportionate to the size of the account, but it is not based on account performance or the amount or structure of management fees. Subject to my discretion, regarding particular circumstances and market conditions, when I combine orders, each participating account pays an average price per share for all transactions. Accounts owned by the firm or persons associated with

the firm may participate in block trading with your accounts; however, they will not be given preferential treatment.

Item 13: Review of Accounts

Client accounts with the Investment Management Service will be reviewed regularly on a quarterly basis by Brian Jones, Financial Planner and CCO. The account is reviewed with regards to the client's investment policies and risk tolerance levels. 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.

Clients will receive trade confirmation 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.

NGFA will provide written reports to Investment Management clients on at least an annual basis. We urge clients to compare these reports against the account statements they receive from their custodian.

Item 14: Client Referrals and Other Compensation

I do not receive any economic benefit, directly or indirectly from any third party for advice rendered to our clients. Nor do I directly or indirectly compensate any person who is not advisory personnel for client referrals.

As disclosed under Item 12, above, the Advisor participates in TD Ameritrade's institutional customer program and the Advisor may recommend TD Ameritrade to Clients for custody and brokerage services. There is no direct link between the Advisor's participation in the program and the investment advice it gives to its Clients, although Advisor receives economic benefits through its participation in the program that are typically not available to TD Ameritrade retail investors. These benefits include the following products and services (provided without cost or at a discount): receipt of duplicate Client statements and confirmations; research related products and tools; consulting services; access to a trading desk serving the Advisor's participants; access to block trading (which provides the ability to aggregate securities transactions for execution and then allocate the appropriate shares to Client accounts); the ability to have advisory fees deducted directly from Client accounts; access to an electronic communications network for Client order entry and account information; access to mutual funds with no transaction fees and to certain institutional money managers; and discounts on compliance, marketing, research, technology, and practice management products or services provided to Advisor by third party vendors. TD Ameritrade may also have paid for business consulting and professional services received by Advisor's related persons. Some of the products and services made available by TD Ameritrade through the

program may benefit Advisor but may not benefit its Client accounts. These products or services may assist Advisor in managing and administering Client accounts, including accounts not maintained at TD Ameritrade. Other services made available by TD Ameritrade are intended to help the Advisor manage and further develop its business enterprise. The benefits received by Advisor or its personnel through participation in the program do not depend on the amount of brokerage transactions directed to TD Ameritrade. As part of its fiduciary duties to clients, the Advisor endeavors at all times to put the interests of its clients first. Clients should be aware, however, that the receipt of economic benefits by the Advisor or its related persons in and of itself creates a potential conflict of interest and may indirectly influence the Advisor's choice of TD Ameritrade for custody and brokerage services.

Item 15: Custody

NGFA does not accept custody of client funds except in the instance of withdrawing client fees.

For client accounts in which NGFA directly debits their advisory fee:

- i. NGFA will send a copy of its invoice to the custodian at the same time that it sends the client a copy.
- ii. The custodian will send at least quarterly statements to the client showing all disbursements for the account, including the amount of the advisory fee.
- iii. The client will provide written authorization to NGFA, permitting them to be paid directly for their accounts held by the custodian.

Clients should receive at least quarterly statements from the broker dealer, bank or other qualified custodian that holds and maintains the client's investment assets. I urge you to carefully review such statements and compare such official custodial records to the account statements or reports that I may provide to you. Statements or reports may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

Item 16: Investment Discretion

I require the client's authorization prior to making any changes in accounts I don't have discretion over. This is with respect to securities to be bought and sold and the amount of securities to be bought and sold.

Discretionary authority permits me to place trades on behalf of the client in their account(s) without getting their authorization for each transaction. Clients authorize discretionary trading authority during the execution of their investment management agreement. I will not offer a non-discretionary service to new clients after November 17th, 2021, and existing clients may change to a discretionary relationship over time.

Investment advisory agreements and investment policy statements will specify if I have discretion or not over their investment accounts under my management.

Item 17: Voting Client Securities

I do not vote Client proxies. Therefore, Clients maintain exclusive responsibility for: (1) voting proxies, and (2) acting on corporate actions pertaining to the Client's investment assets. The Client shall instruct the Client's qualified custodian to forward to the Client copies of all proxies and shareholder communications relating to the Client's investment assets. If the client would like my opinion on a particular proxy vote, they may contact me at the number listed on the cover of this brochure.

In most cases, you will receive proxy materials directly from the account custodian. However, in the event I were to receive any written or electronic proxy materials, I would forward them directly to you by mail, unless you have authorized our firm to contact you by electronic mail, in which case, we would forward you any electronic solicitation to vote proxies.

Item 18: Financial Information

Registered Investment Advisers are required in this Item to provide you with certain financial information or disclosures about our financial condition. I have no financial commitment that impairs my ability to meet contractual and fiduciary commitments to clients, and I have not been the subject of a bankruptcy proceeding.

I do not have custody of client funds or securities or require or solicit prepayment of more than \$500 in fees per client six months in advance.

Item 19: Requirements for State-Registered Advisers

Brian Jones

Born: 1988

Educational Background

- 2010 – Pharmaceutical Science Bachelor's Program, University of Toledo

Business Experience

- 02/2018 – Present, NextGen Financial Advice LLC, Financial Planner and CCO

- 09/2019 – 03/2022 , Financial Industry Regulatory Authority (FINRA), Arbitrator
- 10/2012 – 02/2018, Edward Jones, Financial Advisor
- 07/2011 – 08/2012, University of Iowa, Graduate Student/Teaching Assistant
- 11/2010 – 05/2011, Heartland Healthcare Services, IV Compounding Pharmacy Technician
- 05/2010 – 05/2011, University of Toledo, Pharmaceutical Research Associate
- 08/2007 – 12/2010, University of Toledo, Pharmaceutical Science Bachelor's Program

Professional Designations, Licensing & Exams

CRPC® or Chartered Retirement Planning Counselor

Individuals who hold the CRPC® designation have completed a course of study encompassing pre-and post-retirement needs, asset management, estate planning and the entire retirement planning process using models and techniques from real client situations. The program is designed for approximately 120-150 hours of self-study. The program is self-paced and must be completed within one year from enrollment.

Other Business Activities

Brian Jones does not have any outside business activities.

Performance Based Fees

NGFA is not compensated by performance-based fees.

Material Disciplinary Disclosures

In July 2018, Brian Jones partially had a temporary restraining order issued against him related to (and limited to) an alleged violation of his employment agreement with his former employer. The alleged violation was not product-related and did not involve any client complaints, and the matter was settled.

No management person at NextGen Financial Advice LLC 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 NextGen Financial Advice LLC, nor Brian Jones, have any relationship or arrangement with issuers of securities.

Additional Compensation

Brian Jones does not receive any economic benefit from any person, company, or organization, in exchange for providing clients advisory services through NGFA.

Supervision

Brian Jones, as Financial Planner and Chief Compliance Officer of NGFA, is responsible for supervision. He may be contacted at the phone number on this brochure supplement.

Requirements for State Registered Advisers

In July 2018, Brian Jones partially had a temporary restraining order issued against him related to (and limited to) an alleged violation of his employment agreement with his former employer. The alleged violation was not product-related and did not involve any client complaints, and the matter was settled.

Brian Jones has NOT been involved in an arbitration, self-regulatory proceeding, administrative proceeding, or a bankruptcy petition.

Item 1: Cover Page

NextGen Financial Advice LLC

26842 Meadow Ridge Dr
Elko New Market, MN 55020
952-373-1362

Dated: April 14th, 2023

Form ADV Part 2B – Brochure Supplement

For

Brian Jones - Individual CRD# 6126399

Financial Planner, and Chief Compliance Officer

This brochure supplement provides information about Brian Jones that supplements the NextGen Financial Advice LLC (“NGFA”) brochure. A copy of that brochure precedes this supplement. Please contact Brian Jones if the NGFA brochure is not included with this supplement or if you have any questions about the contents of this supplement.

Additional information about Brian Jones is available on the SEC’s website at www.adviserinfo.sec.gov which can be found using the identification number 6126399.

Item 2: Educational Background and Business Experience

Brian Jones

Born: 1988

Educational Background

- 2010 – Pharmaceutical Science Bachelor’s Program, University of Toledo

Business Experience

- 02/2018 – Present, NextGen Financial Advice LLC, Financial Planner and CCO
- 09/2019 – 3/2022, Financial Industry Regulatory Authority (FINRA), Arbitrator
- 10/2012 – 02/2018, Edward Jones, Financial Advisor
- 07/2011 – 08/2012, University of Iowa, Graduate Student/Teaching Assistant
- 11/2010 – 05/2011, Heartland Healthcare Services, IV Compounding Pharmacy Technician
- 05/2010 – 05/2011, University of Toledo, Pharmaceutical Research Associate
- 08/2007 – 12/2010, University of Toledo, Pharmaceutical Science Bachelor’s Program

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Item 3: Disciplinary Information

In July 2018, Brian Jones partially had a temporary restraining order issued against him related to (and limited to) an alleged violation of his employment agreement with his former employer. The alleged violation was not product-related and did not involve any client complaints, and the matter was settled.

No management person at NextGen Financial Advice LLC has ever 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

Brian Jones does not have any outside business activities.

Item 5: Additional Compensation

Brian Jones does not receive any economic benefit from any person, company, or organization, in exchange for providing clients advisory services through NGFA.

Item 6: Supervision

Brian Jones, as Financial Planner and Chief Compliance Officer of NGFA, is responsible for supervision. He may be contacted at the phone number on this brochure supplement.

Item 7: Requirements for State Registered Advisers

In July 2018, Brian Jones partially had a temporary restraining order issued against him related to (and limited to) an alleged violation of his employment agreement with his former employer. The alleged violation was not product-related and did not involve any client complaints, and the matter was settled.

Brian Jones has NOT been involved in an arbitration, self-regulatory proceeding, administrative proceeding, or a bankruptcy petition.