

Item 1: Cover Page

Rockford Financial Planning LLC

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Form ADV Part 2A Appendix 1 – Wrap Fee Program Brochure

Dated: February 23, 2023

This Wrap Fee Program Brochure provides information about the qualifications and business practices of Rockford Financial Planning LLC. If you have any questions about the contents of this Brochure, please contact us at (302) 438-7600. 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.

Rockford Financial Planning LLC registered as an Investment Advisor. Registration of an Investment Advisor does not imply any level of skill or training. Note, when a copy of this Brochure along with Form ADV Part 2A and 2B are not provided to the Client at least 48 hours prior to signing a Client Agreement, Client has five business days in which to cancel the Client Agreement, without penalty.

Additional information about Rockford Financial Planning LLC is available on the SEC's website at www.adviserinfo.sec.gov, which can be found using the firm's identification number, 312048.

Item 2: Material Changes

Since our last annual ADV update dated 03/30/2022, we have the following material changes:

- We have changed our suite number.

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Item 4: Services, Fees and Compensation

Our Services

Rockford Financial Planning LLC (hereinafter referred to as “RFP”, “Advisor”, or “firm”) became registered as an Investment Adviser with the State of Delaware in 2021. We are a limited liability company founded in November of 2020. Kevin O'Hanlon is the principal owner of RFP.

Our firm provides continuous advice to a client regarding the investment of client funds based on the individual needs of the client. Through personal discussions in which goals and objectives based on a client's particular circumstances are established, we 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. We 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., maximum capital appreciation, growth, income, or growth, and income), as well as tax considerations.

We manage client accounts on a discretionary basis, meaning RFP has discretionary authority and limited power of attorney to determine the securities and the amount of securities to be bought or sold for a client's account without having to obtain prior Client approval for each transaction. At the start of the advisory relationship, the Client will execute a Limited Power of Attorney, which will grant our firm discretion over the account(s). Additionally, the discretionary relationship will be outlined in the advisory contract and signed by the Client. Clients may limit our discretion by requesting certain restrictions on investments. However, approval of such requests are at the firm's sole discretion.

For accounts with assets under management of \$100,000 or greater, RFP provides ongoing comprehensive financial planning services at no additional cost. A Client will be taken through establishing their goals and values around money. The Client and Advisor will go over the Client's financial background that may include determining the Client's net worth, cash flow, insurance coverage, credit scores/reports, employee benefit, and current investments. Once the Client's information is reviewed, their financial 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 will receive a detailed financial plan designed to achieve their stated financial goals and objectives. The financial plan and the Client's financial situation and goals will be monitored throughout the year. On an annual basis, there will be a full review of this plan to ensure its accuracy and ongoing appropriateness.

Wrap Fee Program Fee Schedule

Please note, lower fees for comparable services may be available from other sources. Our standard advisory fee is based on the market value of the assets under management and is calculated as follows:

Account Value	Annual Advisory Fee
\$100,001 - \$1,000,000	1.10%
\$1,000,001 - \$2,000,000	0.95%
\$2,000,001 - \$3,000,000	0.85%
\$3,000,001 - \$4,000,000	0.75%
\$4,000,001 - \$5,000,000	0.65%
Above \$5,000,000	0.50%

The annual fees are paid quarterly in arrears. Fees are negotiable. The advisory fee is a tiered fee 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 previous quarter. For example, an account value of \$2,000,000 would pay an annual fee of \$19,000, based on the annual advisory fee of 0.95%.

Account value is determined by the amount of securities held in the Client's total portfolio. RFP does not charge on cash balances held in the Client's account(s) and does not charge on securities RFP does not manage but hold for the Clients ease of administration. For example, if Client has a legacy individual company stock that Client plans to hold indefinitely and was not recommended to purchase by RFP, RFP will not charge on that asset. The fee schedule includes fees for investment management services as well the costs of all brokerage commissions and fees, custodial charges (except those related to custody of alternative investments), spreads, mark-ups and mark-downs, incurred in your account held at the Custodian.

Accounts initiated or terminated during a calendar quarter will be charged a prorated fee based on the amount of time remaining in the billing period. No increase in the annual fee schedule shall be effective without agreement from the Client by signing a new agreement or amendment to their current advisory agreement.

Advisory fees are directly debited from Client account(s) held at a qualified custodian or the Client may choose to pay by check. For Client accounts in which RFP directly debits their advisory fee,

- i. The Client will provide written authorization to RFP, permitting them to be paid directly for their accounts held by the custodian;
- ii. Each time a fee is directly deducted from a client account, RFP will:
 - a. sends the qualified custodian an invoice or statement of the amount of the fee to be deducted from the client's account;

- b. sends the client an invoice or statement itemizing the fee. Itemization includes the formula used to calculate the fee, the amount of assets under management the fee is based on, and the time period covered by the fee; and
- iii. The custodian will send at least quarterly statements to the Client showing all disbursements for the account, including the amount of the advisory fee. We urge you to carefully review such statements and compare such official custodial records to the invoices we provide you.

A Client Agreement may be terminated with written notice at least 30 calendar days in advance. Since fees are paid in arrears, no refund will be needed upon termination.

Although clients may request that we execute transactions for their account through any broker-dealer of their choosing, we generally recommend that clients engage the custodial and brokerage services of Charles Schwab & Co., Inc. (“Schwab”), an unaffiliated broker-dealer, member FINRA/SIPC. The Client will ultimately make the final decision of the Custodian to be used to hold the Client’s investments by signing the selected broker-dealer’s account opening documentation.

In recommending broker-dealers, we have an obligation to seek the “best execution” of transactions in Client accounts. The determinative factor in the analysis of best execution is not the lowest possible commission cost, but whether the transaction represents the best qualitative execution, taking into consideration the full range of the broker-dealer’s services. The factors we consider when evaluating a broker-dealer for best execution include, without limitation, the broker-dealer’s:

- Execution capability;
- Commission rate;
- Financial responsibility;
- Responsiveness and customer service;
- Custodian capabilities;
- Research services/ancillary brokerage services provided; and
- Any other factors that we consider relevant.

Clients may also direct us to use a specific broker-dealer to execute transactions. By allowing Clients to choose a specific custodian, we may be unable to achieve the most favorable execution of Client transactions and this may cost Clients money over using a lower-cost custodian.

For a full description of our brokerage practices, please see Item 12 in our firm brochure

Certain Conflicts of Interest Related to Wrap Fees

The costs of our investment advice, together with the costs of all brokerage commissions and fees, custodial charges (except those related to custody of alternative investments), spreads, mark-ups and mark-downs, incurred in your account held at the Custodian will be absorbed by and are included within the Wrap Fee. RFP will retain the remaining amount of the Wrap Fee you pay for our advisory services after our payment of all brokerage commissions incurred in your account. This may create a conflict of interest as we may have an incentive to trade your account less frequently, and/or to invest your account in assets that may be subject to waived or reduced brokerage commissions (if available), resulting in RFP retaining a greater portion of the Wrap Fee paid by the Client. To address the foregoing conflicts, we

manage your account in strict accordance with your investment objectives and our ongoing fiduciary duty to you.

By participating in a wrap fee program, you may end up paying more or less than you would through a non-wrap fee program where a lower advisory fee is charged, but trade execution costs are passed directly through to you by the executing broker. RFP does not manage non-wrap accounts. While we believe our Wrap Fees to be reasonable for the services provided, lower fees for comparable services may be available from other sources.

Additional Costs and Expenses

You may pay custodial fees (charges imposed directly by a mutual fund, index fund, or exchange-traded fund) which shall be disclosed in the fund's prospectus (e.g., fund management fees and other fund expenses), mark-ups and mark-downs, spreads paid to market makers, wire transfer fees, and other fees and taxes on brokerage accounts, securities transactions or fees for trades executed away from custodian. These fees are not included within the wrap fee you are charged by our firm.

We may invest clients in No Transaction Fee (NTF) funds when available. The NTF funds do not pay the custodian a ticket charge, unlike a regular fund; however, it does incur a higher expense ratio than normal funds. Because we offer our advisory services under a wrap program where we pay all ticket charges incurred, we have a financial interest to minimize these charges.

Compensation

Our investment advisory representatives receive a portion of the advisory fee that you pay us, either directly as a percentage of your overall fee or as their salary from our firm. RFP does not manage non-wrap accounts. We do not pay any referral fees or additional compensation of any kind with respect to referrals of clients to our firm for portfolio management services offered under our Wrap Fee program.

Item 5: Account Requirements and Types of Clients

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

Our Wrap Fee program does not impose any requirements to open or maintain an account under our management.

Item 6: Portfolio Manager Selection and Evaluation

Selection and Review of Portfolio Managers

Investment management services are typically managed, directed, and performed exclusively by RFP's in-house portfolio managers. Our portfolio managers are registered as investment advisor representatives of our firm and are retained based on their demonstrated skill and experience in managing client portfolios.

Conflicts of Interest Related to Use of In-House Portfolio Managers

You should be aware that because our in-house portfolio managers will manage your account, we have an incentive to evaluate their performance more favorably than we might otherwise if they were not affiliated with our firm. Likewise, because your portfolio manager is affiliated with our firm, we have a disincentive to terminate their services to your account or to take other negative action as a result of their failure to perform to our expectations.

Additional Disclosures Related to our Advisory Business; Performance-Based Fees and Side-by-Side Management; Methods of Analysis, Investment Strategies and Risk of Loss; and Voting of Client Securities

See Item 4 of this Wrap Fee Program Brochure for information about our advisory business. We offer individualized investment advice to clients that matches their objectives and risk tolerance.

Clients are able to specify, within reason, any restrictions they would like to place as it pertains to individual securities and/or sectors that will be traded in their account. All such requests must be provided to RFP in writing. RFP will notify Clients if they are unable to accommodate any requests.

We do not charge any performance-based fees for our services or engage in side-by-side management of accounts.

A brief description of our methods of analysis and primary investment strategies are listed below.

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.

Cyclical analysis is a type of technical analysis that involves evaluating recurring price patterns and trends based upon business cycles. Economic/business cycles may not be predictable and may have many

fluctuations between long-term expansions and contractions. The lengths of economic cycles may be difficult to predict with accuracy. Therefore, the risk of cyclical analysis is the changing value of securities that would be affected by these changing trends.

Passive Investment Management. We primarily practice passive investment management. Passive investing involves building portfolios that are comprised of various distinct asset classes. The asset classes are weighted in a manner to achieve the 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.

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.

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.

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

Exchange-Traded Funds have prices which 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) the ETF may employ an investment strategy that utilizes high leverage ratios; or (iii) 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 marketwide "circuit breakers" (which are tied to large decreases in stock prices) halts stock trading generally. The Advisor has no control over the risks taken by the underlying funds in which 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).

Voting Client Securities

We do not vote client proxies. Therefore, the client maintains 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 our opinion on a particular proxy vote, they may contact us 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 we were to receive any written or electronic proxy materials, we 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 7: Client Information Provided to Portfolio Manager

All accounts are managed by representatives of RFP. RFP does not use third-party portfolio managers.

Item 8: Client Contact with Portfolio Manager

We encourage clients to contact us regularly and promptly to discuss any such changes by calling the number on this Brochure.

Item 9: Additional Information

Disciplinary Information & Other Financial Industry Activities and Affiliations

RFP and its management have no disciplinary information to disclose.

Kevin O'Hanlon is currently a licensed insurance agent, however, he no longer sells any insurance products, and is not affiliated with any insurance companies. Kevin O'Hanlon will not sell any insurance products to clients or prospective clients of RFP. Besides the aforementioned, neither RFP or its management personnel have other financial industry activities and/or affiliations to disclose.

RFP does not recommend Clients to other investment advisers to manage their accounts.

Code of Ethics, Participation or Interest in Client Transactions and Personal Trading, Review of Accounts, Client Referrals and Other Compensation, Financial Information

Code of Ethics

As a fiduciary, our firm and its associates have a duty of utmost good faith to act solely in the best interests of each client. Our clients entrust us with their funds and 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 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 matter shall reflect credit of the profession.
- Diligence - Associated 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 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

Our firm and its "related persons" may buy or sell securities similar to, or different from, those we recommend to Clients for their accounts. In an effort to reduce or eliminate certain conflicts of interest involving the firm or personal trading, our policy may require that we 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 we maintain the required personal securities transaction records per regulation.

Trading Securities at/Around the Same Time as Client's Securities

From time to time, our firm or its "related persons" may buy or sell securities for themselves at or around the same time as clients. This may provide an opportunity for representatives of RFP to buy or sell securities before or after recommending securities to clients resulting in representatives profiting off the recommendations they provide to clients. Such transactions may create a conflict of interest; however, RFP will never engage in trading that operates to the client's disadvantage if representatives of RFP buy or sell securities at or around the same time as clients.

Review of Accounts

Kevin O'Hanlon, Owner and CCO of RFP, 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. RFP does not provide specific reports to financial planning Clients, other than financial plans. Client accounts with the Investment Advisory Service will be reviewed regularly on a quarterly basis by Kevin O'Hanlon, Owner 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 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. RFP does not provide account statements to investment management clients in addition to what Clients already receive from their custodian.

Client Referrals and Other Compensation

We do not receive any economic benefit, directly or indirectly, from any third party for advice rendered to our Clients. Nor do we, directly or indirectly, compensate any person who is not advisory personnel for Client referrals.

Financial Information

Registered Investment Advisers are required in this Item to provide you with certain financial information or disclosures about our financial condition.

RFP does not require or solicit prepayment of more than \$500 in fees per Client six months in advance. We have no financial commitment that impairs our ability to meet contractual and fiduciary commitments to Clients, and we have not been the subject of a bankruptcy proceeding.

Item 10 Requirements for State-Registered Advisors

Rockford Financial Planning LLC, nor any management person including Kevin O'Hanlon, have any relationship or arrangement with issuers of securities.