

## ***Summary of Material Changes***

**Material Changes** since last filing:

- 1) Increased financial coaching hourly fee.
- 2) Increased financial planning fee schedule.

# Brighton Financial Planning

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## FORM ADV PART 2A BROCHURE

This brochure provides information about the qualifications and business practices of Brighton Financial Planning. If you have any questions about the contents of this brochure, please contact us at 908-730-7000 or [info@brightonfinancial.com](mailto:info@brightonfinancial.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 Brighton Financial Planning is also available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov). The searchable IARD/CRD number for Brighton Financial Planning is 153112.

Middleton Financial Management, LLC d/b/a Brighton Financial Planning is a Registered Investment Adviser. Registration with the United States Securities and Exchange Commission or any state securities authority does not imply a certain level of skill or training.

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## **Advisory Business**

Form ADV Part 2A, Item 4

### **FIRM NAME AND OWNERSHIP INFORMATION**

Middleton Financial Management, LLC d/b/a Brighton Financial Planning (BFP) is a Limited Liability Company/Corporation organized in the State of New Jersey. BFP provides discretionary investment management, asset monitoring and financial and estate planning services. The firm is 100% owned by John P. Middleton, CFP®, CFA, CAIA, AIF®. The firm, including its predecessor, Brighton Financial Planning, Inc., has been in business since 1984. John Middleton, via Middleton Financial Management, LLC, acquired Brighton Financial Planning, Inc. in February 2010 effective January 1, 2010.

### **SERVICES PROVIDED**

#### **DISCRETIONARY INVESTMENT MANAGEMENT**

Brighton Financial Planning provides discretionary investment management for clients primarily using exchange traded, closed-end and open-end mutual funds. Prior to investing assets on behalf of a client, we meet with each client, review risk tolerance, write an Investment Policy Statement (IPS) for every client, create an asset allocation for that client and invest the assets entrusted to us according to the IPS. BFP has authority to actively manage client assets by making changes to the asset allocation and to underlying investments when necessary in accordance with the client approved IPS. As part of our investment services, we attempt to meet with clients on a semi-annual basis and to update the IPS on a bi-annual basis, or, in both cases, as needed resulting from changes in client circumstances. This service is billed on a percentage of assets under discretionary management, per our fee schedule on page 3.

#### **ASSET MONITORING PROGRAM**

BFP monitoring investment advisory services include providing analyses and recommendations regarding investment portfolios. We evaluate these portfolios in context of client provided information regarding goals, objectives, time horizon, perceived risk tolerance and other specified criteria and suggest portfolio changes as necessary. Clients are responsible for implementing changes if they choose to accept our recommendations. This service is billed on percentage of assets under advisory basis, quarterly, in arrears per our fee schedule on page 3. BFP may provide advisory services, such as retirement plan advice, to existing discretionary management clients at no additional fee.

BFP also provides financial and estate planning services. Financial planning services include cash flow sufficiency analysis which is focused on helping clients determine if they have sufficient cash flow to meet specified needs and full financial planning that is focused on addressing client concerns regarding a variety of goals such as college funding and retirement income planning. Estate planning services incorporate advice regarding how a client's remaining assets can continue to provide for the financial needs of beneficiaries. These services are billed on an hourly basis per our fee schedule on page 3.

#### **NON-DISCRETIONARY DEFINED CONTRIBUTION ADVISORY SERVICES**

Our non-discretionary defined contribution advisory services involve establishing, monitoring and providing ongoing support for defined contribution plans for small to mid-size businesses. We use an unaffiliated third-party administrator to provide administration, reporting and online access for participants to manage their accounts. BFP assists plan sponsors with establishment of the plan, determination of the initial investment options and educational support to participants. On an ongoing basis, we advise clients regarding investment options, suggesting changes when necessary and administer ongoing educational services to participants regarding

investment options and market and economic performance. This service is billed on a percentage of assets under advisement basis, quarterly, in arrears, and is collected and paid to BFP by the third-party administrator.

**Please Also Note:** It remains the client's responsibility to promptly notify BFP if there is ever any change in his/her/its financial situation or investment objectives for the purpose of reviewing/evaluating/revising BFP's previous recommendations and/or services.

### **FINANCIAL PLANNING SERVICES**

To the extent requested by a Client, BFP may be engaged to provide a Client with a onetime financial plan without ongoing investment management services on a stand-alone separate fee basis. BFP's planning and consulting fees are negotiable based on our fee schedule provided below. Prior to engaging BFP to provide planning or consulting services on a stand-alone basis, Clients are generally required to enter into a Financial Planning and Consulting Agreement with BFP setting forth the terms and conditions of the engagement (including termination), describing the scope of the services to be provided, and the portion of the fee that is due from the Client prior to BFP commencing services. If requested by the Client, BFP may recommend the services of other professionals for implementation purposes. The Client is under no obligation to engage the services of any such recommended professional. The Client retains absolute discretion over all such implementation decisions and is free to accept or reject any recommendation from BFP. Please Note: If the Client engages any such recommended professional, and a dispute arises thereafter relative to such engagement, the Client agrees to seek recourse exclusively from and against the engaged professional.

**Please Also Note:** It remains the Client's responsibility to promptly notify BFP if there is ever any change in their financial situation or investment objectives for the purpose of reviewing/evaluating/revising BFP's previous recommendations and/or services.

### **FINANCIAL COACHING SERVICES**

BFP provides Financial Coaching services for an hourly fee. These services include, but are not limited to:

- Educating clients on financial fundamentals such as budgeting and using services such as Quicken and Mint to organize their personal finances.
- Assist clients in the process of overcoming their financial indebtedness through evaluation of debt, consolidation options, alternate payment schedules, etc.
- Help clients identify and modify ineffective money management behaviors such as excessive spending, poor prioritization of debt management, etc.
- Guide clients in developing successful strategies for achieving their financial goals such as developing, funding and maintaining cash reserves, proper use of retirement plans, etc.
- Support clients as they work through their financial challenges and opportunities.
- Help clients address large financial decisions such as new cars, home, re-location, etc.

### **Limitations of Financial Planning and Non-Investment Consulting/Implementation**

**Services.** As indicated above, to the extent requested by a client, BFP may provide financial planning and related consulting services regarding non-investment related matters, such as estate planning, tax planning, insurance, etc. BFP does not serve as an attorney, accountant or insurance agent, and no portion of its services should be construed as legal or accounting services. Accordingly, BFP does not prepare estate planning documents or tax returns or sell insurance products. To the extent requested by a client, BFP may recommend the services of other professionals for certain non-investment implementation purpose (i.e. attorneys, accountants, insurance agents, etc. The client is under no obligation to engage the services of any such recommended professional. The client retains absolute discretion over all such implementation decisions and is free to accept or reject any recommendation from BFP or its representatives.

### **CUSTOMIZATION OF SERVICES**

Our clients are primarily individual investors. As a result, we may tailor our services to meet individual criteria. This may include adjusting asset allocations to incorporate cash flow needs, risk tolerance, time horizon and other specific criteria. We do not accept restrictions regarding investing in certain securities or types of securities however, we do accept client restrictions regarding investments they may transfer into their accounts. This typically includes employer stock or securities a client does not want sold for personal reasons. We treat these securities as non-managed assets.

### **WRAP FEE PROGRAMS**

We do not participate in wrap fee programs.

### **ASSETS UNDER MANAGEMENT**

As of December 31, 2020, Brighton Financial Planning had \$ 74,371,768 in discretionary assets and \$ 9,977,833 in non-discretionary assets. As of December 31, 2020, Brighton Financial Planning had total assets \$ 84,349,601.

## ***Fees and Compensation***

Form ADV Part 2A, Item 5

### **DISCRETIONARY FEE SCHEDULE (Accounts over \$50,000)**

\$50,000 to \$1,000,000 –	1.25% on average daily balances
NEXT \$1,000,001–\$2,500,000	0.75% on average daily balances
NEXT \$2,500,000+	0.25% on average daily balances

Accounts opened after January 1, 2014 and under \$50,000 and all held away accounts (regardless of assets) opened after January 1, 2014 are billed a flat .20% annually, paid quarterly in arrears. Fees are calculated quarterly, in arrears, using average daily balance for the completed quarter. Each client receives a quarterly billing statement with his/her quarterly account statement. Fees are deducted directly, with client consent, from the client account seven (7) days after the quarterly billing statement is mailed to clients. Related client account assets are aggregated for fee purposes. Fees are billed on a pro-rated basis (from the first of the quarter to the date of termination) upon client account termination for any reason. BFP reserves the right to negotiate fees and accept accounts below \$50,000.

Discretionary fee includes aggregating family accounts (parent/child or siblings, etc.) for purposes of calculating fees.

### **ASSET MONITORING FEE SCHEDULES**

Asset Monitoring/Investment Advisory:

\$300 per hour (4 hour annual minimum) charged when services are rendered. BFP reserves the right to negotiate fees.

### **FINANCIAL PLANNING AND FINANCIAL COACHING SCHEDULES:**

Financial and Estate Planning

We will quote our services in advance of an engagement. The quote will represent the maximum a client will pay for our financial planning services. If we spend less time providing our services than intended, we will adjust the final invoice accordingly. Our fees are based on the following hourly schedule:

Data Collection = \$250 per hour  
Data Analysis/Plan Preparation = \$300 per hour  
Meetings with the Financial Planning team = \$350 per hour

The fee encompasses data collection and analysis, plan creation, recommendations, 2-3 meetings and an additional follow up meetings as needed for the next 12 months post plan presentation. Clients pay an initial fee of \$500 at the time the financial planning agreement is signed. This fee is credited toward the final invoice. Payment for the final invoice is due upon receipt.

Any client for whom we manage \$280,000 or more in discretionary managed assets receive services on a complimentary basis as needed/requested. Clients with discretionary assets under \$280,000 receive services on a pro-rated basis.

Financial Coaching = \$300 per hour

Financial coaching services are quoted in advance of engagement and represent the maximum the client will pay for the services rendered. BFP reserves the right to negotiate all financial planning and coaching fees.

#### **NON-DISCRETIONARY DEFINED CONTRIBUTION ADVISORY SERVICES**

Our fee for this service is 0.5% of assets under advisory annualized and is calculated, debited from plan assets and paid to BFP by the third party administrator on a quarterly basis. Prior written consent of clients is provided to the third-party administrator. BFP reserves the right to negotiate fees.

#### **ADDITIONAL FEES**

Clients for whom Brighton Financial Planning manages assets pay additional fees charged by the custodian. Clients also pay transaction fees charged by the custodian for securities transactions initiated for clients by BFP. Please see Section on Brokerage Practices for more information.

Financial and estate planning clients pay an initial set up fee of \$500. If the agreement is cancelled within 5 days, this fee will be refunded to clients. All other fees are paid in arrears. For clients closing investment management accounts during a calendar quarter, all fees are pro-rated to the date of termination. The pro-rated fee is deducted from the account prior to liquidation or transfer out of the custodian. This applies whether termination was initiated by the client or by BFP.

### ***Performance-Based Fees and Side-By-Side Management***

Form ADV Part 2A, Item 6

Brighton Financial Planning does not charge performance-based fees and does not participate in side-by-side management. Side-by-side management refers to the practice of managing accounts that are charged performance-based fees while at the same time managing accounts that are not charged performance-based fees. Performance-based fees are fees that are based on a share of capital gains or capital appreciation of a client's account.

## ***Types of Clients***

Form ADV Part 2A, Item 7

Brighton Financial Planning provides investment management, financial and estate planning and non-discretionary defined contribution investment advisory services to individual investors, trusts and small to mid-size companies. Our minimum account size for discretionary investment management is \$50,000. BFP does reserve discretion to accept accounts under \$50,000. BFP does not have a minimum for non-discretionary defined contribution investment advisory services, non-discretionary investment advisory services or for financial and estate planning services.

## ***Methods of Analysis, Investment Strategies and Risk of Loss***

Form ADV Part 2A, Item 8

### INVESTMENT ANALYSIS

BFP conducts ongoing investment analysis using software which provides extensive data on open-end mutual funds, closed-end mutual funds, stocks, hedge funds, exchange-traded funds and insurance products. We use extensively investment and performance software such as Orion Advisor, YCharts, Portfolio Visualizer and RiskAlyze. We also use resources available via the Internet, such as mutual fund websites, financial websites such as Financial Times, Yahoo Finance and BlackRock Advisor Dashboard, academic sites providing financial academic research such as SSRN, financial blogs and government websites, such as the St. Louis Federal Reserve FRED, providing financial data.

We favor Exchange-traded funds for most client portfolios but can, and do, build portfolios using individual positions if requested by a client. For equity allocations, if using actively managed open-end funds, we favor value-oriented strategies with a track record of more than 3 years, with fees generally below the median for the respective sub-asset class (such as small cap value) and standard deviation below the peer group median. For fixed income allocations, for active strategies, we favor strategies with a track record of more than 5 years, with fees generally below the peer group median and with standard deviations below the peer group median. We use "no-load" funds which also do not pay 12b-1 fees. We do reserve the discretion to deviate from these criteria if and when we believe it is in the best interests of clients to do so.

### INVESTMENT STRATEGIES

We construct portfolios with an objective of meeting client long-term objectives while minimizing volatility necessary to achieve these objectives. We emphasize a global approach for our core holdings, equity and fixed income, which typically represents at least 50% of portfolio assets and will consider more specific strategies for the satellite holdings. We also attempt to minimize the standard deviation of portfolios through asset diversification.

Our investment strategy is intended to produce minimum necessary volatility portfolios with the potential to meet client long-term objectives. Our strategy employs investing in stock and bond open-end, closed-end and/or exchange-traded mutual funds, most of which invest on a "long-only" basis. As a result, these funds can be subject to the real risk of losing money if financial markets decline in value. Additionally, these investments are subject to changes in prices as market prices change. This "volatility" can lead to significant changes in portfolio values.

We trade on an infrequent basis for clients. Typically, we will rebalance on a semi-annual basis and make periodic position trades as needed. The semi-annual re-balance and individual position trades are done when necessary rather than on a set calendar-based schedule. All trading involves transaction costs which are charged by the custodian for buying and/or selling a security. Selling a position to "capture" a profit will also generate a realized

gain which may be taxable to a client. These are real costs to the portfolio and are reflected in the “net” performance return calculation.

We invest principally in open-end, closed-end and exchange-traded mutual funds. We believe these funds offer better diversification, lower overall fees and provide better liquidity than other securities. Any investment, including mutual funds, bears risks which each client must understand. These risks include volatility, illiquidity and the real risk of loss.

**RISK OF LOSS**

Investing involves risks which include the risk of losing money. Additional risks to consider include: Interest Rate Risk, Liquidity Risk, Market Risk, Inflation Risk, Currency Risk, Reinvestment Risk, and Business Risk. These risks cannot be fully eliminated from an invested portfolio. As such, clients wishing to invest in equities and/or fixed income securities must be willing to bear these risks, including risk of losing money.

***Disciplinary Information***

Form ADV Part 2A, Item 9

There have been no complaints, other disciplinary actions or proceedings required to be reported since the firm's inception.

***Other Financial Industry Activities and Affiliations***

Firm ADV Part 2A, Item 10

Selection of Other Advisers

## ***Code of Ethics, Participation or Interest in Client Transactions and Personal Trading***

Form ADV Part 2A, Item 11

### **CODE OF ETHICS**

As a fiduciary, BFP has a duty of utmost good faith to act solely in the best interests of each of our clients. Our clients entrust us with their funds, which in turn places a high standard on our conduct and integrity. Our fiduciary duty compels all employees to act with the utmost integrity in all of our dealings. Accordingly, BFP has adopted standards of professional conduct that all employees are required to adhere to without exception.

Employees are required to act in the best interest of each of our clients. The interests of clients will be placed ahead of the firm's or any of its employee's own interests.

Any employee that engages in an unlawful act indirectly that would otherwise be prohibited by law if done directly shall constitute an immediate event of termination. Employees will not take inappropriate advantage of their position with the firm to profit from any knowledge they may gain as an employee of BFP. Employees are also required to comply with federal securities laws.

**A copy of our Code of Ethics is available to any client or prospective client upon request.**

### **PERSONAL TRADING**

Employees are required to conduct their personal securities transactions in accordance with the Personal Trading Policy and will strive to avoid any actual or perceived conflict of interest with the client. This includes all accounts that are not professionally managed by the Firm, in accordance with an investment strategy no different than the services BFP provides to all its clients.

All BFP employees are required to adhere to internal controls and procedures when engaging in personal trading activity in non-exempt securities on behalf of any account over which they exercise a beneficial interest. Beneficial Interest includes any account in which you have a direct or indirect pecuniary interest which is the opportunity to profit directly or indirectly from a transaction in securities. This includes all family members in your immediate household, or any account over which you directly or indirectly exercise control or have influence in selecting investments.

Personal securities transactions for all access persons' accounts, including accounts over which access persons have a beneficial interest, must be pre-cleared when transacting in non-exempt securities. This includes, accounts for family members living within the employee's household and accounts over which the employee has authority even though the account owner does not live within the same household as the employee.

The CCO will approve a request for pre-clearance in any non-exempt security that is being traded or contemplated being traded for any discretionary client account on the same day as a discretionary clients' account as long as the trade is either after all client account purchases or sales or is traded along side client accounts in a block trade. Access persons will not get preferential trade executions versus client accounts. In addition, pre-clearance will not be required if BFP is recommending or considering recommending on the same day the purchase or sale of a non-exempt security in a Held Away client account.

All employees obtain pre-approval from the CCO before investing in an initial public offering ("IPO"), defined as an equity security pursuant to FINRA Rule 5130; or a private placement, defined as an equity position within a non-public company. It is not the practice of BFP to invest client money into IPOs.

BFP employees do not open new brokerage accounts without notifying the CCO in advance. The advance notification gives the CCO sufficient amount of time to send out a 407 letter requesting duplicate confirms be sent to BFP before the account is officially open and before the employee can begin trading in the new brokerage account.

Access persons' short-term trading activities for a profit are limited to 60 days. Therefore, buying and selling the same non-exempt security within a 60 period is permissible only if such trading does not result in a gain.

All employees are required to report securities transactions and holdings for all accounts in which the employee has a direct or indirect beneficial ownership interest. This includes personal securities information of any family member living within the same household as the employee.

Each employee submits to the CCO a quarterly report of personal securities transactions in which the employee had a direct or indirect beneficial ownership interest, as discussed above.

All employees have a responsibility to report promptly any violation of this Policy to the CCO (including the discovery of any violation committed by another employee). Examples of items that should be reported include but are not limited to: noncompliance with federal securities laws, conduct that is harmful to clients and purchasing securities contrary to the Personal Trading Policy. All violations are reported to the CCO immediately.

When an employee reports a violation to the CCO, such report(s) is not viewed negatively by Firm management, even if the reportable event, upon further review, is determined to not be a violation and the CCO determines the employee reported such apparent violation in good faith.

#### **PARTICIPATION OR INTEREST IN CLIENT TRANSACTIONS**

BFP employees may, at times, buy or sell securities also held by clients. To avoid a conflict of interest between BFP employees and its clients' investment program all employees' personal securities transaction must be pre-cleared by the CCO, other than transactions in those securities that are deemed to be exempt from pre-clearance.

BFP does not buy from or sell to clients any securities. BFP employees do not act as investment advisors to investment companies and do not serve as general partners in investment related entities of which securities are offered to clients.

#### **RETIREMENT PLAN ROLLOVERS-NO OBLIGATION/CONFLICT OF INTEREST**

A client leaving an employer typically has four options regarding an existing retirement plan (and may engage in a combination of these options): (i) leave the money in his/her former employer's plan, if permitted, (ii) roll over the assets to his/her new employer's plan, if one is available and rollovers are permitted, (iii) roll over to an Individual Retirement Account ("IRA"), or (iv) cash out the account value (which could, depending upon the client's age, result in adverse tax consequences). BFP may recommend an investor roll over plan assets to an IRA managed by BFP. As a result, BFP and its representatives may earn an asset-based fee. In contrast, a recommendation that a client or prospective client leave his or her plan assets with his/her former employer or roll the assets to a plan sponsored by a new employer will generally result in no compensation to BFP (unless clients engage BFP to monitor and/or manage the account while maintained at his/her employer). BFP has an economic incentive to encourage a client to roll plan assets into an IRA that BFP will manage **or** to engage BFP to monitor and/or manage the account while maintained at the client's employer. There are various factors that BFP may consider before recommending a rollover, including but not limited to: (i) the investment options available in the plan versus the investment options available in an IRA, (ii) fees and expenses in the plan versus the fees and expenses in an IRA, (iii) the services and responsiveness of the plan's investment professionals versus BFP's, (iv) protection of assets from creditors and legal judgments, (v)

required minimum distributions and age considerations, and (vi) employer stock tax consequences, if any. No client is under any obligation to roll over plan assets to an IRA managed by BFP or to engage BFP to monitor and/or manage the account while maintained at the client's employer.

**BFP's Chief Compliance Officer, John P. Middleton, remains available to address any questions that a client or prospective client may have regarding its prospective engagement and the corresponding conflict of interest presented by such engagement.**

## ***Brokerage Practices***

Form ADV Part 2A, Item 12

### **RESEARCH AND SOFT DOLLAR BENEFITS**

BFP does not make use of soft dollars to pay for lawful research or brokerage services. Any research BFP obtains to manage its clients' assets are paid by BFP without the use of soft dollars generated from the commissions used to execute transactions on behalf of its clients' accounts. Therefore, there are no corresponding procedures to ensure BFP enters into soft dollar arrangement that qualify for safe harbor treatment, such as a soft dollar approval form. However, to reasonably ensure BFP does not inadvertently obtain soft dollar services, as described herein, and as a control measure any research or brokerage service used or contemplated for use by BFP is subject to the supervisory oversight of and approved by the CCO. The CCO will not approve any soft dollar service prior to the development of corresponding procedures.

### **DIRECTED BROKERAGE**

BFP accepts directed brokerage by clients. In cases where we accept directed brokerage BFP will not be responsible for Best Execution. For accounts we trade through the client custodian we will use appropriate methods, when available, to minimize transaction costs. In placing orders to purchase and sell securities on behalf of our clients' accounts, BFP utilizes the various Brokers that our clients have selected to open an account with, who can provide bundled execution and custody services for the one-time cost of executing clients' transactions. The technical features of each order entry systems provided by these Brokers are instrumental to how BFP implements client strategies.

BFP generally places single or limited number of orders separately for each client at the Brokers where the client account is maintained for execution purposes. However, when rebalancing clients' portfolios, adding or changing a global position on behalf of all clients, all orders (both mutual fund and general securities) are entered at the same time to ensure equality in execution. When placing orders in general securities, such as ETFs, ETNs and exchange traded closed-end funds, these orders are directed to a general securities trading desk through an average pricing account where all participating clients receive an average price and pay their pro-rata share of commissions charged by the Broker.

BFP does not step out orders to other brokers for execution because of the type of securities (primarily open-end mutual funds) BFP selects to implement client strategies and due to the "all-in" one price charged for implementation of client strategies.

BFP seeks to aggregate orders placed with Brokers for the purchase and sale of securities on behalf of its clients' accounts to the extent possible given the nature of its business model. The aggregating or bunching of clients' orders as one order is consistent with the principle of obtaining best price and execution and BFP does bunch clients' orders whenever possible.

In accordance with this Policy, all client accounts will be treated fairly and equitably and no one client account will receive preferential treatment over another. In all cases, each client will receive individual investment advice and treatment. The Policy is intended to produce fairness over time but may not produce mathematical precision

in the allocation of individual purchases and sales of securities because of the transaction costs that may be incurred to do so.

The Policy prohibits any BFP employee, either directly or indirectly, from allocating or re-allocating securities to enhance the performance of one account over another account, or to favor any affiliated account or any other account in which an employee has any interest therein. To the extent possible and if compatible with this objective, allocation of bunched orders is accomplished through a pro-rata distribution (based on factors outlined below) of purchases and sales available at the desired level. As described more fully below, all trade tickets reflect the terms of any allocation. Allocation of investment opportunities executed in any manner other than as set forth herein is documented.

### ***Review of Accounts***

Form ADV Part 2A, Item 13

BFP reviews performance of all discretionary investment management accounts daily and compares weighted average performance to several benchmarks. Performance outliers are periodically identified and reviewed to gain a better understanding of what is causing the deviation from the weighted average and/or median return. Outlier portfolios are adjusted if the Investment Manager believes adjustments are warranted.

BFP also selects portfolios randomly on a weekly basis for performance and holdings review. These portfolios are reviewed for consistency relative to the assigned model and for performance in both absolute and relative terms. Portfolio adjustments are made as necessary.

On a monthly basis, BFP reviews cash balances to determine causes for cash balances outside of a range of 1% to 8% of portfolio assets. Adjustments to raise or lower cash are made as necessary.

BFP also reviews portfolios prior to client visits as part of the client meeting preparation process.

Custodial account statements are provided to clients on a monthly basis by the appropriate custodian. BFP provides clients with a print newsletter and an account and billing statement on a quarterly basis. BFP also attempts to meet with all clients semi-annually and provides clients with a copy of the client review presentation and a follow up letter after each review.

BFP also provides clients with a monthly e-mail newsletter.

During times of unusual market activity or after a firm-wide rebalance, BFP may provide clients with an e-mail communication regarding the activity and rationale for the rebalance.

All investment supervisory clients are advised that it remains their responsibility to advise BFP of any changes in their investment objectives and/or financial situation. All clients (in person or via telephone) are encouraged to review financial planning issues (to the extent applicable), investment objectives and account performance with BFP on an annual basis.

### ***Client Referrals and Other Compensation***

Form ADV Part 2A, Item 14

BFP may, via written arrangement, retain third parties to act as solicitors for BFP's investment management services. All compensation with respect to the foregoing will be fully disclosed to each client to the extent required by applicable law. BFP will ensure each solicitor is properly registered in all appropriate jurisdictions.

### ***Custody***

Form ADV Part 2A, Item 15

Per the definition of "custody" for the state of Florida, BFP does have custody of client assets, as it relates to the direct debiting of fees, only from accounts of our clients who are legal residents of Florida. BFP does provide a quarterly account statement to clients. Clients will also receive a monthly statement from their custodian (Pershing or TD Ameritrade). To address any potential conflicts with this practice, BFP recommends that clients compare the statement sent by BFP to the statement provided by the custodian.

### ***Investment Discretion***

Form ADV Part 2A, Item 16

BFP does have discretionary authority for client investment management accounts. All clients will sign an Investment Management Agreement which provides BFP with limited authority to trade on behalf of clients. Clients will also sign agreements with their respective custodian authorizing BFP to access and trade on their behalf. Prior to initiating any trading, BFP will execute an Investment Policy Statement with all clients and will review the initial asset allocation and expected portfolio holdings.

**Please Note: Non-Discretionary Service Limitations.** Clients that determine to engage BFP on a non-discretionary investment advisory basis **must be willing to accept** that BFP cannot affect any account transactions without obtaining prior consent to any such transaction(s) from the client. Thus, in the event of a market correction during which the client is unavailable, BFP will be unable to affect any account transactions (as it would for its discretionary clients) without first obtaining the client's consent.

### ***Voting Client Securities***

Form ADV Part 2A, Item 17

BFP does not vote proxies on behalf of clients. Any proxy materials received on behalf of a client account are sent directly to our client or a designated representative of the client, who is responsible for voting the proxy. BFP personnel will answer client questions regarding the proxy materials as a client servicing function. However, BFP will not provide any analysis or recommendations or suggestions on how to vote a particular proposal as this may create a conflict of interest due to the fact that BFP affiliated accounts may be voting on behalf of the same proposal with respect to the same issuer that may be held in a BFP professionally managed account. If BFP responds to any proxy question represented by a client, our process is to memorialize the client question and our response. This demonstrates that the advice given does not rise to the level of proxy voting decisions that fall within the purview of Rule 206(4)-6 under the Advisers Act.

### ***Financial Information***

Form ADV Part 2A, Item 18

BFP is not required to provide its financial statements and does not have a financial condition that would impair its ability to discharge its fiduciary duties to clients.

### ***Requirements for State Registered Advisors***

#### **Management Background**

See response to Form ADV Part 2B - Investment Adviser Brochure Supplement.

#### **Other Business**

See response to Item 10 – Other Financial Industry Activities and Affiliations.

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

Neither BFP nor any Supervised Persons is compensated by performance-based fees.

#### **Disciplinary Disclosures**

Neither BFP nor any Management Persons have been involved in any activities resulting in a disciplinary disclosure.

#### **Issuer of Securities**

Neither BFP nor any Management Persons have any relationships or arrangements with any issuer of securities.

***John P. Middleton, CFA, CAIA, AIF®, CFP Emeritus®***  
***Investment Advisor Representative***

**Brighton Financial Planning**

70 Church Street, 107, Flemington NJ 08822  
908-730-7000

**FORM ADV PART 2B  
BROCHURE SUPPLEMENT**

**This brochure supplement provides information about John P. Middleton that supplements the Brighton Financial Planning brochure. You should have received a copy of that brochure. Please contact John P. Middleton at 908-730-7000 if you did not receive Brighton Financial Planning's brochure or if you have any questions about the contents of this supplement.**

**Additional information about John P. Middleton is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).**

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## ***Educational Background and Business Experience***

Form ADV Part 2B, Item 2

### **JOHN P. MIDDLETON, CFA, CAIA, AIF®, CFP Emeritus®**

*Year of Birth:* 1966

*Formal Education after High School:*

- Florida State University, Certificate in Financial Planning, 2011
- University of Tampa, MBA, Finance, 1993
- Rutgers University, BA, Political Science, 1989

*Business Background for the Previous Five Years:*

- Middleton Financial Management, LLC d/b/a Brighton Financial Planning, Owner, 01/2010-Present

*Certifications:*

- **Chartered Financial Analyst,(CFA):** This designation is issued by the CFA Institute and is granted to individuals who meet one of the following prerequisites: possess an undergraduate degree and four years of professional experience investment decision making; or four years qualified work experience (full time, but not necessarily investment related). The candidate is required to follow a self-study program involving 250 hours of study for each of the following three disciplines: Level One: Ethics & Professional Standards; Level Two: Investment Tools & Asset Classes; and Level Three: Portfolio Management & Wealth Planning. Once the designation is issued, no further Continuing Education is required.
- **Chartered Alternative Investment Analyst (CAIA):** This designation is issued by the CAIA Association and is granted to individuals who meet one the following prerequisites: possess an undergraduate degree and more than one year of experience in the financial industry; or four years of experience in the financial industry. The candidate is also required to successfully pass two exams.
- **Accredited Investment Fiduciary (AIF®):** The AIF Designation certifies that the recipient has specialized knowledge of fiduciary standards of care and their application to the investment management process. To receive the AIF Designation, the individual must meet prerequisite criteria based on a combination of education, industry experience, and/or ongoing professional development, complete a training program, successfully pass a comprehensive, closed-book final examination under the supervision of a proctor and agree to abide by the Code of Ethics. In order to maintain the AIF Designation, the individual must annually renew their affirmation of the Code of Ethics and complete six hours of continuing education. The Designation is administered by the Center for Fiduciary Studies, the standards-setting body of fi360.
- **CFP® - Certified Financial Planner:** The CERTIFIED FINANCIAL PLANNER™, CFP® and federally registered CFP (with flame design) marks (collectively, the “CFP® marks”) are professional certification marks granted in the United States by Certified Financial Planner Board of Standards, Inc. (“CFP Board”).

The CFP® certification is a voluntary certification; no federal or state law or regulation requires financial planners to hold CFP® certification. It is recognized in the United States and a number of other countries for its (1) high standard of professional education; (2) stringent code of conduct and

standards of practice; and (3) ethical requirements that govern professional engagements with clients. Currently, more than 62,000 individuals have obtained CFP® certification in the United States.

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

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

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

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

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

### ***Disciplinary Information***

Form ADV Part 2B, Item 3

John P. Middleton has not had any criminal and/or civil actions initiated against him by a domestic, military or foreign court, any administrative proceedings initiated by the SEC, any other federal regulatory agency, state regulatory agency, or any foreign financial regulatory authority or any proceedings initiated by a self-regulatory organization.

### ***Other Business Activities***

Form ADV Part 2B, Item 4

John P. Middleton is not engaged in any other investment related business or occupation.

### ***Additional Compensation***

Form ADV Part 2B, Item 5

John P. Middleton does not receive any economic benefit for providing advisory services to anyone who is not a client of Brighton Financial Planning.

### ***Supervision***

Form ADV Part 2B, Item 6

John P. Middleton is the owner of Brighton Financial Planning and is the Chief Compliance Officer. As such he is responsible for supervising all employees including himself. He reviews on a regular basis, but no less frequently than on an annual basis, compliance and supervisory issues of the firm. He also reviews the results of an annual review of the firm's compliance program. John P. Middleton is designated as the firm's Chief Compliance Officer ("CCO") and is responsible for day-to-day compliance matters of the firm.

All client communications are approved by John prior to dissemination to clients. This includes marketing materials as well as client presentation and discussion materials. John Middleton, owner, can be reach at 908-730-7000.

### ***Requirements for State-Registered Advisers***

Form ADV Part 2B, Item 7

John P. Middleton has not been involved in any arbitration or in any civil, self-regulatory or administrative proceedings. John P. Middleton has not been the subject of a bankruptcy petition.

**James J. Chesterton, CFP®**  
*Investment Advisor Representative*

**Brighton Financial Planning**

70 Church Street, 107, Flemington NJ 08822  
908-730-7000

**FORM ADV PART 2B  
BROCHURE SUPPLEMENT**

**This brochure supplement provides information about James J. Chesterton that supplements the Brighton Financial Planning brochure. You should have received a copy of that brochure. Please contact John P. Middleton at 908-730-7000 if you did not receive Brighton Financial Planning's brochure or if you have any questions about the contents of this supplement.**

**Additional information about James J. Chesterton is available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).**

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### ***Educational Background and Business Experience***

Form ADV Part 2B, Item 2

#### **JAMES J. CHESTERTON, CFP®**

*Year of Birth:* 1941

*Formal Education after High School:* N/A

*Business Background for the Previous Five Years:*

- Middleton Financial Management, LLC d/b/a Brighton Financial Planning, Investment Advisor, 01/2010 – Present

*Certifications:*

- **Certified Financial Planner (CFP):** Accredited by the National Commission for Certifying Agencies (NCCA), this designation is issued by the Certified Financial Planner Board of Standards, Inc. (CFPBS) and is granted to individuals who complete a CFP Certification Examination and as well as to meet the following prerequisites: bachelor's degree from an accredited college of university and three years of full time personal financial planning experience. In order to qualify, the candidate must complete a CFP-board registered program or hold one of the following titles: CPA, ChFC, Chartered Life Underwriter (CLU), CFA, PhD in business economics, Doctor of Business Administration or Attorney's License. Once issued, the candidate is required to complete 30 hours of continuing education every two years and must continuously meet the standards administered by CFPBS.

### ***Disciplinary Information***

Form ADV Part 2B, Item 3

James J. Chesterton has not had any criminal and/or civil actions initiated against him by a domestic, military or foreign court, any administrative proceedings initiated by the SEC, any other federal regulatory agency, state regulatory agency, or any foreign financial regulatory authority or any proceedings initiated by a self-regulatory organization.

### ***Other Business Activities***

Form ADV Part 2B, Item 4

James J. Chesterton is not engaged in any other investment related business or occupation.

### ***Additional Compensation***

Form ADV Part 2B, Item 5

James J. Chesterton does not receive any economic benefit for providing advisory services to anyone who is not a client of Brighton Financial Planning.

### ***Supervision***

Form ADV Part 2B, Item 6

John P. Middleton is responsible for general supervision of the firm and employees. He reviews on a regular basis, but no less frequently than on an annual basis, compliance and supervisory issues of the firm. He also reviews the results of an annual review of the firm's compliance program. John P. Middleton is designated as the firm's Chief Compliance Officer ("CCO") and is responsible for day-to-day compliance matters of the firm. All client communications, including those created by James Chesterton, are reviewed by John prior to dissemination to clients. John also reviews all client presentation materials and documentation prior to client meetings or dissemination to clients. John can be reached at 908-730-7000.

### ***Requirements for State-Registered Advisers***

Form ADV Part 2B, Item 7

James J. Chesterton has not been involved in any arbitration or in any civil, self-regulatory or administrative proceedings. James J. Chesterton has not been the subject of a bankruptcy petition.

***This brochure supplement provides information about Lorraine Ann Eugenio that supplements the Middleton Financial Management, LLC d/b/a Brighton Financial Planning brochure. You should have received a copy of that brochure. Please contact Lorraine Ann Eugenio if you did not receive Middleton Financial Management, LLC d/b/a Brighton Financial Planning's brochure or if you have any questions about the contents of this supplement.***

***Additional information about Lorraine Ann Eugenio is also available on the SEC's website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).***

## **Middleton Financial Management, LLC d/b/a Brighton Financial Planning**

**Form ADV Part 2B – Individual Disclosure Brochure**

*for*

***Lorraine Ann Eugenio, CFP®***  
Personal CRD Number: 7013049  
Investment Adviser Representative

Middleton Financial Management, LLC d/b/a Brighton Financial Planning  
70 Church Street, 107,  
Flemington NJ 08822  
(908) 730-7000  
[Lorraine@brightonfinancial.com](mailto:Lorraine@brightonfinancial.com)

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

**Name:** Lorraine Ann Eugenio, CFP® **Born:** 1966

### **Educational Background and Professional Designations:**

#### **Education:**

Bachelor of Science Business, Montclair State University - 1988

#### **Designations:**

#### **CFP® - Certified Financial Planner**

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

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

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

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

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

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

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

**Business Background:**

01/2019 - Present	Investment Adviser Representative Middleton Financial Management, LLC d/b/a Brighton Financial Planning
10/2009 - Present	Client Relationship Brighton Financial Planning
06/2008 - 10/2009	Contract Consultant Target Human Resources

**Item 3: Disciplinary Information**

There are no legal or disciplinary events that are material to a client's or prospective client's evaluation of this advisory business.

**Item 4: Other Business Activities**

Lorraine Ann Eugenio is not engaged in any investment-related business or occupation (other than this advisory firm).

**Item 5: Additional Compensation**

Lorraine Ann Eugenio does not receive any economic benefit from any person, company, or organization, other than Middleton Financial Management, LLC d/b/a Brighton Financial Planning in exchange for providing clients advisory services through Middleton Financial Management, LLC d/b/a Brighton Financial Planning.

**Item 6: Supervision**

As a representative of Middleton Financial Management, LLC d/b/a Brighton Financial Planning, Lorraine Ann Eugenio is supervised by John P Middleton, the firm's Chief Compliance Officer. John P Middleton is responsible for ensuring that Lorraine Ann Eugenio adheres to all required regulations regarding the activities of an Investment Adviser Representative, as well as all policies and procedures outlined in the firm's Code of Ethics and compliance manual. The phone number for John P Middleton is (908) 730-7000.

**Item 7: Requirements For State Registered Advisers**

*This disclosure is required by state securities authorities and is provided for your use in evaluating this investment advisor representative's suitability.*

- A. Lorraine Ann Eugenio has NOT been involved in any of the events listed below.
1. An award or otherwise being found liable in an arbitration claim alleging damages in excess of \$2,500, involving any of the following:
    - a) an investment or an investment-related business or activity;
    - b) fraud, false statement(s), or omissions;
    - c) theft, embezzlement, or other wrongful taking of property;
    - d) bribery, forgery, counterfeiting, or extortion; or
    - e) dishonest, unfair, or unethical practices.
  2. An award or otherwise being found liable in a civil, self-regulatory organization, or administrative proceeding involving any of the following:
    - a) an investment or an investment-related business or activity;
    - b) fraud, false statement(s), or omissions;
    - c) theft, embezzlement, or other wrongful taking of property;
    - d) bribery, forgery, counterfeiting, or extortion; or
    - e) dishonest, unfair, or unethical practices.
- B. Lorraine Ann Eugenio has NOT been the subject of a bankruptcy.