

Item 1. Introduction

Finley Financial, LLC (“Finley Financial” “we” “us” and “Advisor”) is a Nevada limited liability company registered as an investment advisor under the laws of the Securities and Exchange Commission. Brokerage and investment advisory services and fees differ and it is important for you to understand the differences. Free and simple tools are available to research firms and financial professionals at [Investor.gov/CRS](https://www.investor.gov/CRS), which also provides educational materials about broker-dealers, investment advisers, and investing.

Item 2. Relationships and Services

What investment services and advice can you provide me?

We provide diversified portfolios customized to each Client’s needs. We focus on asset allocation, providing structured portfolio management primarily using exchange trade funds (ETF’s) and mutual funds. Based on a written evaluation of each Client, often in the form of a financial plan, Investment Policy Statement, asset allocation analysis, we construct portfolios to match our Client’s unique risk tolerance, financial objectives, and individual requirements. We believe that our use of low-fee, tax-efficient funds better enables our Clients to meet their financial goals. Once an individual Client’s investment parameters are established, we are disciplined about rebalancing the investments.

We will discuss your investment goals, design with you a strategy to achieve your investment goals and regularly monitor your account. We will contact you (in person, by phone or e-mail) at least twice per year to discuss your portfolio.

Our firm has discretionary authority over client funds. Discretionary authority means we have the authority to determine, without obtaining specific client consent, the securities bought or sold and the amount of securities bought or sold. The only restrictions on the above discretionary authority are those set by the client on a case by case basis.

We generally set a minimum account requirement of \$1,000,000 as a condition for managing a Client’s

account. However, under certain limited circumstances we may waive this requirement.

Conversation Starters: We encourage you to ask our financial professionals these key questions about our investment services and accounts:

- (i) *Given my financial situation, should I choose an investment advisory service? Why or why not?*
- (ii) *How will you choose investments to recommend to me?*
- (iii) *What is your relevant experience, including your licenses, education, and other qualifications? What do these qualifications mean?*

Item 3. Fees, Costs, Conflicts, and Standard of Conduct

What fees will I pay?

We provide investment advisory services for a fee based on a percentage of assets under management. We are compensated solely by our clients and do not receive compensation or commissions from any other parties. We believe this method of compensation minimizes the conflicts-of-interest that are prevalent in the investment management industry. Our fee is agreed to by signature in your Investment Advisory Agreement, and we charge up to 1.50% annually for the assets we manage. Advisory fees are negotiable on a per-client basis due to factors such as the complexity of the client financial circumstances and needs, relationships with other clients or employees of our firm, our expectation of future assets under management, and other factors we deem relevant. The fee is calculated monthly, in advance, and will be equal to the respective percentage per annum based on the market value of your account(s) on the last trading day of the previous month.

The more assets you have in the advisory account, including cash, the more you will pay us. We therefore have an incentive to increase the assets in your account in order to increase our fees. You pay our fee monthly regardless of whether we buy or sell securities within that month. In addition to our fee, Clients may be required to pay brokerage commissions, stock transfer fees, mutual fund and/or ETF fee and charges, and other similar charges incurred in connection with transactions for their account.

You will pay fees and costs whether you make or lose money on your investments. Fees and costs will reduce any amount of money you make on your investments over time. Please make sure you understand what fees and costs you are paying.

Conversation Starter: We encourage you to ask us any questions you may have regarding our fees or how cost from third parties such as custodians or mutual funds affect your account. For example, start a conversation by asking, “*Help me understand how these fees and costs might affect my investments. If I give you \$1,000,000 to invest, how much will go to fees and costs, and how much will be invested for me?*”

What are your legal obligations to me when acting as my investment adviser? How else does your firm make money and what conflicts of interest do you have?

When we act as your investment adviser, we have to act in your best interest and not put our interest ahead of yours. At the same time, the way we make money creates some conflicts with your interests. You should understand and ask us about these conflicts because they can affect the investment advice we provide you. Here are some examples to help you understand what this means:

Example 1: Your account value goes up, and while the management fee percentage may stay the same, the total compensation you pay us goes up proportionately. Example 2: Your account value goes down, but you still must pay a management fee proportional to your assets under management.

Conversation Starter: If you have any questions regarding conflicts of interests, please feel free to ask us. You can begin a conversation by asking, “*How might your conflicts of interest affect me, and how will you address them?*”

How do your financial professionals make money?

Finley Financial is a fee-only registered investment advisor, which means our only form of compensation is from investment management fees paid directly from our clients. We do not earn any commissions or any other payments from anyone else.

Our financial professionals are compensated based upon the amount of clients they serve, the assets under management, and revenue derived from clients.

More detailed information, including fee schedules and conflicts and disclosures are available in our ADV Part 2A Firm Brochure, which is available at: <https://adviserinfo.sec.gov/firm/summary/131442>.

Item 4. Disciplinary History

Do you or your financial professionals have legal or disciplinary history?

Yes. We encourage you to visit [Investor.gov/CRS](https://investor.gov/CRS) for a free and simple search tool to research any of our financial professionals. ***Conversation Starter:*** In addition, feel free to ask: “*As a financial professional, do you have any disciplinary history? For what type of conduct?*”

Item 5. Additional Information

You can find additional information regarding Finley Financial, LLC and receive a copy of this Client Relationship Summary by visiting our website at www.finleyfinancial.com or by contacting (503) 474-3535.

We are always available to answer any of your questions. ***Conversation Starter:*** If you do have any concerns, please let us know by asking the following questions: “*Who is my primary contact person? Is he or she a representative of an investment adviser or a broker-dealer? Who can I talk to if I have concerns about how this person is treating me?*”

Summary of Material Changes

This Customer Relationship Summary has been amended as follows since the prior version dated February 21, 2024:

Item 1: Our LLC was converted from Oregon to Nevada.