

Item 1: Cover Page

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Form ADV Part 2A – Firm Brochure

(484) 380-5622

Dated February 23, 2026

This Brochure provides information about the qualifications and business practices of Pacesetter Planning LLC (“Pacesetter Planning”). If you have any questions about the contents of this Brochure, please contact us at (484) 380-5622. 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.

Pacesetter Planning is registered as an Investment Adviser with the States of Virginia, Massachusetts, and California. Registration of an Investment Adviser does not imply any level of skill or training.

Additional information about Pacesetter Planning is available on the SEC’s website at www.adviserinfo.sec.gov which can be found using the firm’s identification number 285168.

Item 2: Material Changes

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

At any time, you may view the current Disclosure Brochure on-line at the SEC's Investment Adviser Public Disclosure website at <http://www.adviserinfo.sec.gov> by searching for our firm name or by our CRD number 285168. You may also request a copy of this Disclosure Brochure at any time, by contacting us at (484) 380-5622.

Material Changes

The last update of this brochure was filed May 26, 2025. There have been no material changes since the last update

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Item 4: Advisory Business

Description of Advisory Firm

Pacesetter Planning is registered as an Investment Adviser with the States of Virginia, Massachusetts, and California. We were founded in August 2016. William Nelson Jr. is the principal owner of Pacesetter Planning. As of December 31, 2025, Pacesetter Planning currently reports \$ 9,466,811 discretionary Assets Under Management.

Types of Advisory Services

Investment Advisory Services – Investment Management

We are in the business of managing individually tailored investment portfolios. 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 target. During our data-gathering process, we determine the client's individual objectives, time horizons, risk tolerance, and liquidity needs. 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 (i.e., maximum capital appreciation, growth, income, or growth and income), as well as tax considerations. Clients may impose reasonable restrictions on investing in certain securities, types of securities, or industry sectors. Fees pertaining to this service are outlined in Item 5 of this brochure.

Comprehensive Financial Planning

We provide financial planning services on topics such as retirement planning, risk management, college savings, cash flow, debt management, work benefits, and estate and incapacity planning.

Financial planning is a comprehensive evaluation of a client's current and future financial state by using currently known variables to predict future cash flows, asset values and withdrawal plans. The key defining aspect of financial planning is that through our **Financial Planning Process**, all questions, information and analysis will be considered as they impact and are impacted by the entire financial and life situation of the client. Clients enrolled in this service will receive a written or an electronic report, providing the client with a detailed financial plan designed to achieve his or her stated financial goals and objectives. Clients also get continuous access to a planner who will work with them to implement,

monitor, and update their plan. The planner will monitor the plan, recommend any changes and ensure the plan is up to date.

Comprehensive Financial Planning typically starts with four meetings in the first six months of working together to build and implement the initial financial plan. This schedule can be customized based on complexity or the needs of the client.

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

- **Business Planning:** We provide consulting services for clients who currently operate their own business, are considering starting a business, or are planning for an exit from their current business. Under this type of engagement, we work with you to assess your current situation, identify your objectives, and develop a plan aimed at achieving your goals.
- **Cash Flow and Debt Management:** We will conduct a review of your income and expenses to determine your current surplus or deficit along with advice on prioritizing how any surplus should be used or how to reduce expenses if they exceed your income. Advice may also be provided on which debts to pay off first based on factors such as the interest rate of the debt and any income tax ramifications. We may also recommend what we believe to be an appropriate cash reserve that should be considered for emergencies and other financial goals, along with a review of accounts (such as money market funds) for such reserves, plus strategies to save desired amounts.
- **College Savings:** Includes projecting the amount that will be needed to achieve college or other post-secondary education funding goals, along with advice on ways for you to save the desired amount. Recommendations as to savings strategies are included, and, if needed, we will review your financial picture as it relates to eligibility for financial aid or the best way to contribute to grandchildren (if appropriate).
- **Employee Benefits Optimization:** We will provide review and analysis as to whether you, as an employee, are taking the maximum advantage possible of your employee benefits. If you are a business owner, we will consider and/or recommend the various benefit programs that can be structured to meet both business and personal retirement goals.

- **Estate Planning:** This usually includes an analysis of your exposure to estate taxes and your current estate plan, which may include whether you have a will, powers of attorney, trusts and other related documents. Our advice also typically includes ways for you to minimize or avoid future estate taxes by implementing appropriate estate planning strategies such as the use of applicable trusts.

We always recommend that you consult with a qualified attorney when you initiate, update, or complete estate planning activities. We may provide you with contact information for attorneys who specialize in estate planning when you wish to hire an attorney for such purposes. From time-to-time, we will participate in meetings or phone calls between you and your attorney with your approval or request.

- **Financial Goals:** We will help clients identify financial goals and develop a plan to reach them. We will identify what you plan to accomplish, what resources you will need to make it happen, how much time you will need to reach the goal, and how much you should budget for your goal.
- **Insurance:** Review of existing policies to ensure proper coverage for life, health, disability, long-term care, liability, home and automobile.
- **Investment Analysis:** This may involve developing an asset allocation strategy to meet clients' financial goals and risk tolerance, providing information on investment vehicles and strategies, reviewing employee stock options, as well as assisting you in establishing your own investment account at a selected broker/dealer or custodian. The strategies and types of investments we may recommend are further discussed in Item 8 of this brochure.
- **Retirement Planning:** Our retirement planning services typically include projections of your likelihood of achieving your financial goals, typically focusing on financial independence as the primary objective. For situations where projections show less than the desired results, we may make recommendations, including those that may impact the original projections by adjusting certain variables (i.e., working longer, saving more, spending less, taking more risk with investments).

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

- **Risk Management:** A risk management review includes an analysis of your exposure to major risks that could have a significant adverse impact on your financial picture, such as premature death, disability, property and casualty losses, or the need for long-term care planning. Advice may be provided on ways to minimize such risks and about weighing the costs of purchasing insurance versus the benefits of doing so and, likewise, the potential cost of not purchasing insurance (“self-insuring”).
- **Tax Planning Strategies:** Advice may include ways to minimize current and future income taxes as a part of your overall financial planning picture. For example, we may make recommendations on which type of account(s) or specific investments should be owned based in part on their “tax efficiency,” with consideration that there is always a possibility of future changes to federal, state or local tax laws and rates that may impact your situation.

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

After the initial development of the plan, you will typically receive at least two 60-minute plan strategy and review meetings annually and ongoing access to the financial planner. This schedule can be customized based on the needs of the client. There will be a full review of this plan on an annual basis (or as needed) to ensure its accuracy and ongoing appropriateness. Any needed updates will be implemented at that time.

Clients will be required to provide updated information to help keep the financial plan current. Information needed includes, but is not limited to, data around net worth, cash flow, insurance, credit scores/reports, employee benefits, retirement planning, insurance, investments, college planning, and estate planning. Once the client’s information is reviewed, their plan will be analyzed, updated to address the changes to their current situation, and reviewed with the client.

Comprehensive financial planning services are offered on a fixed fee subscription (billed monthly). This fee may be waived in lieu of an investment management fee for clients with over \$750,000 in assets managed by Pacesetter Planning. This fee is negotiable in certain instances.

Project-Based Financial Planning Fixed Fee

Project-Based Financial Planning arrangements are offered on a fixed fee basis. This fee is negotiable in certain instances.

This service is meant for couples who need intensive support around one or more pressing financial concerns over a limited timeframe. Project-Based Financial Planning arrangements typically last between two to four months, and never last longer than six months.

Project-Based Financial Planning arrangements are highly customizable based on the specific needs of the client. A statement detailing the scope of work, number of meetings with the financial planner, the start and end dates of the project, and the fixed fee will be included in the client agreement. This fee is negotiable in certain instances.

Hourly Financial Planning

Individuals and couples who aren't looking for a comprehensive financial plan, but still desire financial advice around one or two pressing financial concerns, may work with Pacesetter Planning on an hourly basis. The hourly rate is negotiable in certain instances.

Group Coaching Program

This service, specifically geared toward engaged and newlywed couples who aren't ready or can't afford to work one-on-one with a financial planner, involves working in a group setting with a planner over an extended period of time. This is a financial coaching program rather than true comprehensive financial planning; while the program will cover many financial topics included in our Ongoing Financial Planning service offering, investment recommendations are not included in the program.

This program does not involve the sale or recommendation of any investment products. Individualized investment advice will not be provided to members of the coaching program. Accordingly, couples who enroll in the Group Coaching Program are not investment advisory or financial planning clients of Pacesetter Planning and thus will not be required to sign a client agreement from Pacesetter Planning (unless they decide to separately engage Pacesetter Planning in a financial planning or investment advisory relationship as described above).

Couples who enroll in the program will participate in group coaching calls with a planner twice a month where the group will work through a financial curriculum together, set financial goals, and hold each other accountable to these goals. The planner will provide educational resources and facilitate discussion around these topics and goal setting. The curriculum for group coaching is designed to help couples define and work toward their financial goals at their desired pace. Members of the program will also have access to all of Pacesetter Planning's online courses and other proprietary tools and templates for as long as they are a part of the program.

Group Coaching is offered on a fixed-fee basis. This fee is negotiable in certain instances.

Online Courses

Pacesetter Planning may offer online courses designed for individuals and couples who are looking to make improvements to their finances but aren't ready or can't afford to work with a financial planner. These courses, generally, are around cash flow management and behavioral finance, are purely educational in nature, and do not involve the sale or recommendation of any investment products. Information presented in these courses will not be based on any individual person's needs, nor does Pacesetter Planning provide individualized investment advice to people who register for these courses. Consumers who purchase online courses from Pacesetter Planning will thus not be considered clients of Pacesetter Planning and thus will not be required to sign a client agreement from Pacesetter Planning (unless they decide to separately engage Pacesetter Planning in a financial planning or investment advisory relationship as described above).

Educational Seminars, and Speaking Engagements

We may provide seminars on an "as announced" basis for groups seeking general advice on investments and other areas of personal finance. The content of these seminars will vary depending upon the needs of the attendees. These seminars are purely educational in nature and do not involve the sale of any investment products. Information presented will not be based on any individual person's need, nor does Pacesetter Planning provide individualized investment advice to attendees during these seminars.

Client Tailored Services and Client Imposed Restrictions

We offer the same suite of services to all of our clients. However, specific client financial plans and their implementation are dependent upon the client Investment Plan which outlines each client's current situation (income, tax levels, and risk tolerance levels) and is used to construct a client specific plan to aid in the selection of a portfolio that matches restrictions, needs, and targets.

Wrap Fee Programs

We do not participate in wrap fee programs.

CCR Section 260.235.2 Disclosure

For clients who receive our Financial Planning services, we must state when a conflict exists between the interests of our firm and the interests of our client. The client is under no obligation to act upon our recommendations. If the client elects to act on any of the recommendations, the client is under no obligation to effect the transaction through our firm.

Pacesetter Planning has reasonably disclosed all material conflicts of interest prior to engaging in a new client relationship, and will continue to disclose any and all material conflicts of interest that arise over the course of a client engagement.

Item 5: Fees and Compensation

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

Investment Advisory Services

Account Value	Annual Advisory Fee
\$0 - \$1,000,000	1.00%
\$1,000,001 - \$3,000,000	0.75%
\$3,000,001 +	0.50%

The annual fees are negotiable and are pro-rated and paid in arrears on a quarterly basis. The advisory fee is a blended fee and is calculated by assessing the percentage rates using the predefined levels of assets as shown in the above chart, resulting in a combined weighted fee. For example, an account valued at \$2,000,000 would pay an effective fee of 0.875% with an annual fee of \$17,500. The quarterly fee (for a quarter containing 92 days) is determined by the following calculation: $[(\$1,000,000 \times 1.00\%) + (\$1,000,000 \times 0.75\%)] \times (92)/365 = \$4,410.96$. No increase in the annual fee shall be effective without agreement from the client by signing a new agreement or amendment to their current advisory agreement. For this service, the Custodian will debit the advisory fee upon receiving instructions and calculations from the Advisor.

Accounts initiated or terminated during a calendar month will be charged a pro-rated fee based on the amount of time remaining in the billing period. An account may be terminated with written notice at least 30 calendar days in advance. Since fees are paid in arrears, no rebate will be needed upon termination of the account.

Financial Planning

Comprehensive Financial Planning

Comprehensive financial planning will generally be offered on an annual fixed fee (billed monthly) basis.

This annual fee (billed monthly) can range between \$4,000 and \$20,000 (billed in monthly amounts ranging between \$333.33 and \$1,666.66) based on complexity; the fixed fee will be established and agreed to by both planner and client prior to beginning the engagement. This fee is negotiable and is billed in advance. Fees for this service are to be paid by electronic funds transfers and set up to be paid on the first of every month. This agreement may be terminated, without penalty, upon at least 30 days written notice by either party. (While the total fee is calculated based on an estimated annual scope of work and billed monthly for convenience, the client is not required to sign an annual contract, and may cancel at any time with 30 days written notice.) In the event of early termination, the client will be billed for the hours worked at a rate of \$325 per hour. If the initial deposit is greater than the amount billed, then the client will be refunded the difference. If the initial deposit is less, the client will be billed the difference.

Ongoing Financial Planning and Investment Management

Pacesetter Planning recognizes that many clients may desire help with both ongoing financial planning and investment advisory services at the same time. While this is never required (if a client works with Pacesetter Planning on financial planning, the client is not required to move assets under Pacesetter Planning's advisement), Pacesetter Planning does offer the ability to bundle the two services as a way to streamline the cost.

For financial planning clients with under \$750,000 in assets managed by Pacesetter Planning, the annual fixed fee (billed monthly) arrangement described above will apply and will include the investment management service.

For financial planning clients with over \$750,000 in assets managed by Pacesetter Planning, the ongoing annual fixed fee (billed monthly) for financial planning services will be waived. The client will only be billed for the investment advisory services described above.

Assets Under Management	Ongoing Financial Planning Fee	Investment Management Fee
\$0 - \$750,000	\$333.33 - \$1,666.67 per month, based on complexity	Waived
\$750,001 +	Waived	\$0 - \$1,000,000: 1% \$1,000,000 - \$3,000,000: 0.75% \$3,000,000+ : 0.5%

This arrangement may be negotiable in certain cases.

For clients paying from monthly cashflow, this fee is billed in advance. Fees for this service are to be paid by electronic funds transfers and set up to be paid on the first of every month. This agreement may be terminated, without penalty, upon at least 30 days written notice by either party. In the event of early termination, the client will be billed for the hours worked at a rate of \$325 per hour. If the initial deposit is greater than the amount billed, then the client will be refunded the difference. If the initial deposit is less, the client will be billed the difference.

For clients paying from their investment accounts, the Custodian will debit the advisory fee upon receiving instructions and calculations from the Advisor. The fees are negotiable and are pro-rated and paid in arrears on a quarterly basis. Pacesetter Planning will not bill an amount above \$500.00 more than 6 months in advance. An account may be terminated with written notice at least 30 calendar days in advance. Since fees are paid in arrears, no rebate will be needed upon termination of the account.

During the quarter in which a client's aggregated investment accounts surpass the \$750,000 threshold, the monthly fees paid during the quarter will be credited against the quarterly investment management invoice so that the client will not "double pay". Aggregate account balances will be measured as of the last day of the quarter.

For example: for a client starting in April 2022 paying \$7,500 per year for financial planning and investment management having assets under management of \$725,000:

- Quarter ending June 30, 2022:
 - Ending account balance: \$725,000
 - Fees charged: \$625 per month for financial planning and investment management for the months of April, May, and June 2022.
- Quarter ending September 30, 2022
 - Ending account balance: \$775,000
 - Fees charged:
 - \$625 per month in July, August, and September = \$1,875 total for the quarter

- Investment management invoice for the quarter ending September 30, 2022 = \$1,953.42 ($\$775,000 \times 1\%$, prorated for 92 days).
 - Since \$1,875 was paid via monthly cashflow, the investment invoiced would be reduced by \$1,875, and the investment account would be billed the remaining \$78.42.
- Quarter ending December 31, 2022
 - Ending account balance: \$785,000
 - Fees Charged:
 - No \$625 monthly fee since the aggregated assets under management exceeds \$750,000.
 - Investment management invoice for the quarter ending December 31, 2022 as described above.

Project-Based Financial Planning Fixed Fee

Project-Based Financial Planning arrangements are offered on a fixed fee basis. The fixed fee will be agreed upon before the start of any work.

This service is meant for couples who need intensive support around one or more pressing financial concerns over a limited timeframe. Project-Based Financial Planning arrangements typically last between two to four months, and never last longer than six months.

The fixed fee can range between \$1,000 and \$30,000, depending on the complexity and the needs of the client. The fixed fee will be established and agreed to by both planner and client prior to beginning the engagement. The fee is negotiable in certain circumstances.

Fees for this service are to be paid by electronic funds transfers and the fixed fee may be paid up front all at once or in a series of three equal monthly installments. This agreement may be terminated, without penalty, upon at least 30 days written notice by either party. In the event of early termination, the client will be billed for the hours worked at a rate of \$325 per hour. If the initial deposit is greater than the amount billed, then the client will be refunded the difference. If the initial deposit is less, the client will be billed the difference.

Hourly Financial Planning

Hourly financial planning is also offered to clients looking for financial advice but don't need a full comprehensive financial plan. Hourly financial planning is offered at a rate of \$325 per hour. This fee is negotiable.

This type of fee may be billed in two ways:

- The hourly fee may be billed on a monthly basis in arrears.
- Alternatively, for clients looking for hourly financial planning covering a limited scope, clients may pay for an estimated number of hours in advance (as a way to help the client control the cost of hourly financial planning). Upon completion of the number of hours paid for, Pacesetter Planning will pause work, provide the client an updated budget for the scope of work, and allow the client to decide whether or not to continue the engagement. Pacesetter Planning will not bill an amount above \$500.00 more than 6 months in advance. In the event of early termination, the client will be billed for the hours worked at a rate of \$325 per hour. If the initial deposit is greater than the amount billed, then the client will be refunded the difference. If the initial deposit is less, the client will be billed the difference. Clients will pay for this service via electronic funds transfer.

The billing schedule will be agreed to by both the planner and client prior to the start of the ongoing financial planning engagement. In the event this agreement is terminated in the middle of a billing period, any fees for the hours already worked will be due. Any completed work in which the advisor has already been paid for will be provided to the client on termination.

Payment is due within 14 days of receiving an invoice. Clients will pay for this service by electronic funds transfer.

Group Coaching Program

The Group Coaching Program will be offered at a rate of \$97/month, paid in advance. The fee may be negotiable in certain cases, and promotional pricing may be offered on occasion. This service may be terminated at any time by emailing a cancellation request to bill@pacesetterplanning.com. Upon receiving a cancellation request, the customer will retain full access to all program resources and materials until the end of their current billing cycle, at which time membership in the program will be terminated. Customers will pay for this service via electronic funds transfer.

Pacesetter Planning does not provide individualized investment advice in this program. Consumers who enroll in the program will thus not be considered clients of Pacesetter Planning and thus will not be required to sign a client agreement from Pacesetter Planning (unless they decide to separately engage Pacesetter Planning in a financial planning or investment advisory relationship).

Online Courses

Online courses created by Pacesetter Planning will be offered at a fixed cost ranging from \$50 - \$997. Each course will be priced separately. The courses may be paid for as a lump sum or, for courses over \$300, in a series of 3 monthly installments. The fee is not negotiable.

Information presented in these courses will not be based on any individual person's needs, nor does Pacesetter Planning provide individualized investment advice to people who register for these courses. Consumers who purchase online courses from Pacesetter Planning will thus not be considered clients of Pacesetter Planning and thus will not be required to sign a client agreement from Pacesetter Planning (unless they decide to separately engage Pacesetter Planning in a financial planning or investment advisory relationship).

Other Types of Fees and Expenses

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

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

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

CCR Section 260.238(j) Disclosure

Please note that lower fees for comparable services may be available from other sources.

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

We do not offer performance-based fees.

Item 7: Types of Clients

We provide financial planning and portfolio management services to individuals and high net-worth individuals.

We do not have a minimum account size requirement.

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

When clients have us complete an Investment Analysis (described in Item 4 of this brochure) as part of their financial plan, our primary methods of investment analysis are fundamental, technical, cyclical and charting analysis.

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

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

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

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 and therefore the risk of cyclical analysis is the difficulty in predicting economic trends and consequently the changing value of securities that would be affected by these changing trends.

Charting analysis involves the gathering and processing of price and volume information for a particular security. This price and volume information is analyzed using mathematical equations. The resulting data is then applied to graphing charts, which is used to predict future price movements based on price patterns and trends. Charts may not accurately predict future price movements. Current prices of securities may not reflect all information about the security and day-to-day changes in market prices of securities may follow random patterns and may not be predictable with any reliable degree of accuracy.

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 a desired relationship between correlation, risk and return. Funds that passively capture the returns of the desired asset classes are placed in the portfolio. The funds that are used to build passive portfolios are typically index mutual funds or exchange traded funds.

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

In contrast, active management involves a single manager or managers who employ some method, strategy or technique to construct a portfolio that is intended to generate returns that are greater than the broader market or a designated benchmark. Academic research indicates most active managers underperform the market.

Material Risks Involved

All investing strategies we offer involve risk and may result in a loss of your original investment which you should be prepared to bear. Many of these risks apply equally to stocks, bonds, commodities and any other investment or security. Material risks associated with our investment strategies are listed below.

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

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

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

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

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

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

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

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

Risks Associated with Securities

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

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

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

Corporate Bonds are debt securities to borrow money. Generally, issuers pay investors periodic interest and repay the amount borrowed either periodically during the life of the security and/or at

maturity. Alternatively, investors can purchase other debt securities, such as zero coupon bonds, which do not pay current interest, but rather are priced at a discount from their face values and their values accrete over time to face value at maturity. The market prices of debt securities fluctuate depending on such factors as interest rates, credit quality, and maturity. In general, market prices of debt securities decline when interest rates rise and increase when interest rates fall. The longer the time to a bond's maturity, the greater its interest rate risk.

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

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

Options and other derivatives carry many unique risks, including time-sensitivity, and can result in the complete loss of principal. While covered call writing does provide a partial hedge to the stock against which the call is written, the hedge is limited to the amount of cash flow received when writing the option. When selling covered calls, there is a risk the underlying position may be called away at a price lower than the current market price.

Exchange Traded Funds prices may vary significantly from the Net Asset Value due to market conditions. Certain Exchange Traded Funds may not track underlying benchmarks as expected.

Investment Companies Risk. When a client invests in open end mutual funds or ETFs, the client indirectly bears its proportionate share of any fees and expenses payable directly by those funds. Therefore, the client will incur higher expenses, many of which may be duplicative. In addition, the client's overall portfolio may be affected by losses of an underlying fund and the level of risk arising from the investment practices of an underlying fund (such as the use of derivatives). 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 de-listed from the exchange, or the activation of market-wide "circuit breakers" (which are tied to large decreases in stock prices) halts stock trading generally. The Adviser has no control over the risks taken by the underlying funds in which client's invest.

Item 9: Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of Pacesetter Planning or the integrity of our management. We have no information applicable to this Item.

Neither Pacesetter Planning nor its employees have ever been involved in a) a criminal or civil action in a domestic, foreign, or military court of competent jurisdiction, or b) an administrative proceeding before the SEC, any other federal regulatory agency, any state regulatory agency, any foreign financial regulatory authority, and/or a self-regulatory organization (SRO) proceeding.

A full disciplinary history for Pacesetter Planning and its employees may be obtained at any time from the Securities Division of the Commonwealth of Massachusetts (617-727-3548).

Item 10: Other Financial Industry Activities and Affiliations

No Pacesetter Planning employee is registered, or have an application pending to register, as a broker-dealer or a registered representative of a broker-dealer.

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

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

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

Recommendations or Selections of Other Investment Advisers

Pacesetter Planning does not refer clients to manage their accounts. Clients utilizing Investment Advisory services will have their accounts managed by Pacesetter Planning.

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

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.

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 will, upon request, promptly provide a complete code of ethics.

Our firm and its "related persons" (associates, their immediate family members, etc.) may buy or sell securities the same as, similar to, or different from, those we recommend to clients for their accounts.

A recommendation made to one client may be different in nature or in timing from a recommendation made to a different client. Clients often have different objectives and risk tolerances. At no time, however, will our firm or any related party receive preferential treatment over our clients.

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 securities

transactions. Any exceptions or trading pre-clearance must be approved by our Chief Compliance Officer in advance of the transaction in an account, and we maintain the required personal securities transaction records per regulation.

Item 12: Brokerage Practices

Factors Used to Select Custodians and/or Broker-Dealers

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

1. Research and Other Soft-Dollar Benefits

We currently do not receive soft dollar benefits.

2. Brokerage for Client Referrals

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

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

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

Pacesetter Planning recommends one custodian for clients to use:

- Charles Schwab

As a client of Pacesetter Planning, you are not required to utilize this custodian. Not all independent investment advisors recommend their clients utilize specific custodians, and the most favorable execution for client transactions may be available elsewhere.

Aggregating (Block) Trading for Multiple Client Accounts

Generally, we do not combine multiple orders for shares of the same securities purchased for advisory accounts we manage (this practice is commonly referred to as “block trading”). Pacesetter Planning sets individually-tailored rebalancing criteria and thresholds for each client based on their investment

goals and risk tolerance. As a result, investing decisions are made on a client-by-client basis and not in bulk across all client accounts.

Rebalancing investment accounts on a client-by-client basis, rather than aggregating investment orders across all client accounts, means that you may pay different prices and/or pay higher transaction costs than other clients for the same securities.

Rebalancing for non-discretionary clients will only be completed after receiving client approval.

Item 13: Review of Accounts

Client accounts with the Investment Management Service will be reviewed regularly on a quarterly basis by William Nelson Jr., Founder 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.

Pacesetter Planning will not provide written reports to Investment Management clients.

Item 14: 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.

Item 15: Custody

Pacesetter Planning does not accept custody of client funds. Although, Pacesetter Planning is deemed to have limited custody solely because advisory fees are directly deducted from client's account by the custodian on behalf of Pacesetter Planning. Clients should receive at least quarterly statements from the broker dealer, bank or other qualified custodian that holds and maintains client's investment assets. We urge you to carefully review such statements and compare such official custodial records to

the account statements or reports that we may provide to you. Our statements or reports may vary from custodial statements based on accounting procedures, reporting dates, or valuation methodologies of certain securities.

For client accounts in which Pacesetter Planning directly debits their advisory fee:

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

Item 16: Investment Discretion

For those Client accounts where we provide Investment Management Services, Pacesetter Planning 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. Investment discretion is explained to Clients in detail when an advisory relationship has commenced. 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.

If you enter into non-discretionary arrangements with our firm, we will obtain your approval prior to the execution of any transactions for your account(s). You have an unrestricted right to decline to implement any advice provided by our firm on a non-discretionary basis.

Item 17: Voting Client Securities

We do not vote Client proxies. Therefore, Clients maintain exclusive responsibility for: (1) voting proxies, and (2) acting on corporate actions pertaining to the Client's investment assets. The Client shall instruct the Client's qualified custodian to forward to the Client copies of all proxies and shareholder communications relating to the Client's investment assets. If the client would like 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 18: Financial Information

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

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

Item 19: Requirements for State-Registered Advisers

William Joseph Nelson, Jr.

Born: 1989

Educational Background

- 2011 – Bachelor of Arts, Georgetown University

Business Experience

- 08/2016 – Present, Pacesetter Planning LLC, Founder and CCO
- 08/2016 – 12/2018, Kaplan, GRE and SAT Instructor
- 07/2015 – 08/2016, Edward Jones, Financial Advisor
- 08/2011 – 06/2015, PwC LLP, Senior Associate

Professional Designations, Licensing & Exams

- **Certified Financial Planner™ (CFP®)**
- **Certified Financial Therapist™ (CFT™)**
- **FINRA Series 65 - Uniform Investment Adviser Law Examination**

Other Business Activities

None

Performance Based Fees

Pacesetter Planning is not compensated by performance-based fees.

Material Disciplinary Disclosures

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

Material Relationships That Management Persons Have With Issuers of Securities

Pacesetter Planning, nor William Nelson Jr., have any relationship or arrangement with issuers of securities.

Pacesetter Planning LLC

927 N Edgewood St
Arlington, VA 22201

<http://www.pacesetterplanning.com>

(484) 380-5622

Dated February 23, 2026

Form ADV Part 2B – Brochure Supplement

For

William Nelson Jr.

Founder, and Chief Compliance Officer

This brochure supplement provides information about William Nelson Jr. that supplements the Pacesetter Planning LLC (“Pacesetter Planning”) brochure. A copy of that brochure precedes this supplement. Please contact William Nelson Jr. if the Pacesetter Planning brochure is not included with this supplement or if you have any questions about the contents of this supplement.

Additional information about William Nelson Jr. is available on the SEC’s website at www.adviserinfo.sec.gov which can be found using the identification number 6518842.

Item 2: Educational Background and Business Experience

William Joseph Nelson, Jr.

Born: 1989

Educational Background

- 2011 – Bachelor of Arts, Georgetown University

Business Experience

- 08/2016 – Present, Pacesetter Planning LLC, Founder and CCO
- 08/2016 – 12/2018, Kaplan, GRE and SAT Instructor
- 07/2015 – 08/2016, Edward Jones, Financial Advisor
- 08/2011 – 06/2015, PwC LLP, Senior Associate

Professional Designations, Licensing & Exams

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 71,000 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:

- 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 document 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:

- 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 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.

Certified Financial Therapist™ (CFT™) – The CFT™ designation is a certification for both financial and mental health professionals, developed and administered by the Financial Therapy Association.

To earn the CFT™ designation, individuals must meet specific educational and experience requirements across the areas of:

- 1) Financial therapy
- 2) Financial planning and financial counseling, and
- 3) Therapeutic competencies

CFT™ Practitioners must adhere to the FTA Standards of Practice and a Code of Ethics, including a fiduciary standard and acceptable forms of compensation, a requirement to avoid financial product sales, and various other standards of care to prevent potential abuse of relationships.

Requirements to hold the CFT™ designation include:

- Education: Applicants are required to have a bachelor’s degree or higher in a finance-related field or mental health-related field, or a Bachelor’s degree in any other field plus hold the CFP® or AFC designation. Applicants must also acquire the necessary competency in the financial therapy competency areas via the FTA’s education video series, as well as additional self-study.

- Examination: Applicants must successfully pass a comprehensive CFT™ certification exam after completing all necessary competency training. The CFT™ exam will consist of 100 multiple choice questions and must be completed within a two hour time limit.
- Experience: The CFT™ experience requirement consists of a total of 500 hours, 250 of which must be direct client service hours. Applicants must also have a letter of reference from a supervisor, peer, or client submitted on their behalf attesting to their fulfillment of the experience requirement, as well as their skills and character.
- Continuing Education: 20 hours of continuing education each bi-annual period after initial certification, including the following minimums: 8 hours in Financial Therapy (minimum of 2 hours in FTA Ethics), 6 hours in Finance, 6 hours in Mental Health).

FINRA Series 65 - Uniform Investment Adviser Law Examination

Item 3: Disciplinary Information

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

Item 4: Other Business Activities

William Nelson Jr. is not engaged in any other business activities.

Item 5: Additional Compensation

William Nelson Jr. does not receive any economic benefit from any person, company, or organization, in exchange for providing clients advisory services through Pacesetter Planning.

Item 6: Supervision

William Nelson Jr., as Founder and Chief Compliance Officer of PACESETTER PLANNING, is responsible for supervision. He may be contacted at the phone number on this brochure supplement.

Item 7: Requirements for State Registered Advisers

William Nelson Jr. has NOT been involved in an arbitration, civil proceeding, self-regulatory proceeding, administrative proceeding, or a bankruptcy petition.