



Firm Brochure

(Form ADV Part 2A)

Sanctuary Financial Planning, LLC

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Item 1: Cover Page

This Brochure provides information about the qualifications and business practices of Sanctuary Financial Planning, LLC. If you have any questions about the contents of this Brochure, please contact us at (704)705-8773. 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.

Sanctuary Financial Planning, LLC is a registered investment adviser. Registration does not imply a certain level of skill or training.

Additional information about Sanctuary Financial Planning, LLC also is available on the SEC's website at www.adviserinfo.sec.gov, which can be found using the firm's identification number, 325857.

Item 2: Material Changes

We initially provide you with a copy of our Disclosure Brochure when we enter into an agreement with you. On an annual basis, we will provide you with a Summary of Material Changes within 120 days of our fiscal year end. In the alternative, we may choose to provide you with a complete copy of our Disclosure Brochure.

We will promptly update this Disclosure Brochure when material changes occur. Material changes are summarized in this section. In the future, any material changes made during the year will be reported here.

Since our last annual amendment dated February 26, 2024, we have made the following material changes:

- **Item 4: Advisory Business.**
 - We have added three fixed-fee financial planning packages (Basic, Core, and Premier), designed to fit different levels of client needs. Clients also have the option to include Implementation Assistance and Ongoing Support for an additional fee. See Item 4 for a description of these financial planning packages. The former Investment Oversight Service is now part of the Ongoing Support, and it is no longer listed as a separate service offering.
 - We applied for registration in the State of California in June 2024 (registration pending).
- **Item 5: Fees and Compensation:**
 - See Item 5 for information regarding the fees for the Basic, Core, and Premier financial planning packages.

Note that we may have made other changes that are editorial in nature, to correct grammatical or typographical errors, to provide additional information or clarifications, or to correct formatting issues. We do not consider these changes to be material.

You may request a current copy of our Disclosure Brochure at any time without charge by contacting us at (704)705-8773. You may also obtain a copy of our current Disclosure Brochure from the SEC's website at www.adviserinfo.sec.gov, which can be found using the firm's identification number, 325857.

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Item 4: Advisory Business

Description of Advisory Firm

Sanctuary Financial Planning, LLC is an Investment Adviser principally located in the state of North Carolina. We are a limited liability company founded in March 2023. Sanctuary Financial Planning, LLC became registered as a registered investment adviser in the State of North Carolina in 2023. We are also authorized to provide advisory services in the State of Texas on a conditional restricted basis (limited to five clients). We applied for registration in the State of California in June 2024 (registration pending).

James ("Jim") Charles and Sarah Charles are the principal owners and Jim Charles is the Chief Compliance Officer ("CCO"). As used in this brochure, the words "SFP", "we", "our firm", and "us" refer to Sanctuary Financial Planning, LLC and the words "you", "your" and "Client" refer to you as either a client or prospective client of our firm.

SFP is an advice-only, fee-only, financial advisory firm, meaning the only compensation we receive is from our Clients for our services. From time to time, SFP recommends third-party professionals such as attorneys, accountants, tax advisors, insurance agents, or other financial professionals. Clients are never obligated to utilize any third-party professional we recommend. SFP is not affiliated with nor does SFP receive any compensation from third-party professionals we may recommend.

We hold ourselves to a fiduciary standard, which means our firm and its associates will act in the utmost good faith and perform in a manner believed to be in the best interest of our clients. As investment advisers we are required to put you -- the client -- first.

Types of Advisory Services

Financial Planning Services

SFP focuses on providing financial planning services primarily through individual consultations virtually or in person. The individual advisory services provided are based on the needs of each client and therefore vary with each client. Advisory services may involve advice on income, cash flow management, retirement, financial independence, college funding, estate planning, investments, tax saving strategies, and risk management. Investment advisory consultations can be general in nature or focus on particular areas of interest, depending on the client's needs.

We do not sell securities, insurance products, or other products or services that we may recommend in a financial plan. If we recommend an investment, a product (such as a life insurance policy), or a service (such as an estate plan), you are under no obligation to act upon our recommendation. If you elect to act on any recommendation, you are free to do so with any professional you choose. Because we do not offer discretionary investment management of client accounts, we are unable to execute transactions in your account. You will need to initiate any transactions necessary to carry out any recommendations you choose to implement; however, we can provide guidance and assistance as described in *Implementation Assistance* below.

SFP offers three fixed-fee financial planning packages, and also offers financial planning on an hourly basis. Clients who engage SFP for one of our financial planning packages or hourly financial planning and consulting services also have the option to engage us for Implementation Assistance and Ongoing Support. These options are more fully described below.

Financial Planning Packages

Basic. The Basic financial planning package is designed for those starting out on their wealth-building journey, or those with low-complexity, basic planning needs. Through the financial planning processes,

we will assist the Client in determining their preferences, perspectives, and values. The Basic package considers cash flow, goals and savings analysis; review of tax allocation and basic tax planning opportunities; beneficiary and title review; and insurance analysis and recommendations. Up to three meetings are included in the package; additional meetings requested by the Client will be billed at our standard hourly rate. Delivery of the initial financial plan typically occurs within 4-6 weeks of the initial engagement, depending on the timeliness and responsiveness of the Client in providing SFP with requested information. The financial plan will be delivered to the Client in PDF format through the financial planning portal. SFP will also provide a list of recommended tasks to implement the financial plan. SFP is available to answer any questions regarding the financial plan for a period of 30 days from delivery of the financial plan through the portal. After 30 days, SFP will answer additional questions and provide guidance at our standard hourly rate. (See Hourly Financial Planning and Consulting below.)

Core. The Core financial planning package is designed for those with moderately complex financial planning needs, or those who need additional help navigating multiple financial decisions. The Core package includes the items outlined in the Basic package above, and also considers long term care insurance analysis; education analysis; guidance regarding home purchase and relocation; and charitable giving strategies. Up to five meetings are included in the package; additional meetings requested by the Client will be billed at our standard hourly rate. Delivery of the initial financial plan typically occurs within 3-4 months of the initial engagement, depending on the timeliness and responsiveness of the Client in providing SFP with requested information. The financial plan will be delivered to the Client in PDF format through the financial planning portal. SFP will also provide a list of recommended tasks to implement the financial plan. SFP is available to answer any questions regarding the financial plan for a period of 30 days from delivery of the financial plan through the portal. After 30 days, SFP will answer additional questions and provide guidance at our standard hourly rate. (See Hourly Financial Planning and Consulting below.)

Premier. The Premier financial planning package is designed for those with more complex financial planning needs, including business owners and those approaching retirement. The Premier package includes the items outlined in the Basic and Core packages above, and also considers equity compensation and business owner planning; Roth conversion strategies; and retirement income distribution strategies. This is a one-year engagement during which SFP will create and update the Client's financial plan in the portal. Unlimited meetings, Implementation Assistance and Ongoing Support are included for one year from the initial engagement date. After the conclusion of the one-year engagement, the Client may elect to receive Ongoing Support for an additional fee.

Implementation Assistance. After the conclusion of the Basic or Core financial planning engagement, the Client may elect to engage SFP to provide assistance with implementation of the financial planning recommendations. (Implementation Assistance is included with the Premier one-year financial planning engagement.) Depending on each Client's financial planning recommendations, Implementation Assistance may include review of paperwork for rollovers, transfers, or new accounts; assistance with placing calls to other service providers; guidance with initiating transactions needed to implement recommendations; proactive follow-up; answering questions and general client correspondence; and assistance with navigating any unexpected obstacles. Implementation Assistance will only be provided for tasks and topics identified and/or recommended in the initial financial plan. Implementation Assistance will typically take 30-45 days after initial financial plan completion; however, the process may take longer if there are extenuating circumstances. If the scope of Implementation Assistance changes significantly, SFP may charge for additional time to complete at our standard hourly rate.

Ongoing Support. After the conclusion of the Implementation Assistance, or after the conclusion of the initial Premier financial planning engagement, the Client may elect to engage SFP to provide Ongoing Support to maintain the Client's financial plan. Ongoing Support includes periodic plan updates (as needed); financial well-being check-ins; periodic investment oversight (usually 1-2 times per year); assistance with benefits review during open enrollment periods; annual tax planning report;

ReDiscovery meeting (every other year), and answering questions and general client correspondence. Ongoing Support is meant to cover the majority of needs that the Client will have after completion of the financial planning process. However, if unexpected events occur that require additional assistance, SFP reserves the right to charge for special projects at our standard hourly rate. (See Hourly Financial Planning and Consulting below.)

Hourly Financial Planning and Consulting

For Clients who want more flexibility than the services offered in the packages, we also offer hourly financial planning and consulting. Clients may engage SFP to provide financial planning on an hourly basis to answer specific questions or to provide guidance on specific topics. The number of hours required to provide each service depends completely on the complexity of each client's situation. Things impacting complexity include (but aren't limited to) number of accounts, number of family members, stock options/grants/RSUs, life events such as death or divorce, and ownership in a privately-held business, among others. Our advice, particularly on investments, is not ongoing and therefore terminates upon delivery of the plan/advice. The advice given may include the recommendation of annual reviews/updates and it would be the Client's responsibility to initiate additional services as may be needed.

SFP will provide you with an analysis and written summary of our significant observations, assumptions and recommendations relating to each area you have engaged our firm to provide. Upon completion of this presentation, you will have 30 days to contact our firm with any follow-up questions pertaining to the engagement, and after that time the engagement is concluded. Clients have the option to engage SFP for Implementation Assistance or Ongoing Services if they need additional assistance following termination.

Speaking Engagements

Sarah Charles and Jim Charles, Investment Adviser Representatives of SFP, are public speakers and educators. They may be engaged by various organizations or entities to provide presentations on financial topics including women's financial confidence, the value of advice, personal finance, financial considerations in divorce, and general investment principles. Presentations may be offered to attendees free of charge or on a paid basis, at the discretion of the organizer of the event. Presentations are solely educational and informational in nature and should not be considered individualized investment advice.

Divorce Consulting Services

Jim Charles, an Investment Adviser Representative of SFP, is a Certified Divorce Financial Analyst (CDFA). He may be engaged by family law attorneys or law firms to act as a financial neutral or positional divorce financial consultant in divorce cases. A financial neutral acts as a mediator to help couples understand their financial circumstances and facilitates a process of educating, envisioning, and creating a plan for settlement. A positional divorce financial consultant assists an individual and their legal counsel in determining the value of marital assets to reach a fair settlement.

Client Tailored Services and Client Imposed Restrictions

We tailor the delivery of our services to meet the individual needs of our Clients. We consult with Clients initially and on an ongoing basis, through the duration of their engagement with us, to determine risk tolerance, time horizon and other factors that may impact the Clients' investment and/or planning needs.

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

Wrap Fee Programs

We do not participate in wrap fee programs.

Assets Under Management

SFP does not manage Client's assets.

Item 5: Fees and Compensation

Please note, unless a Client has received this brochure at least 48 hours prior to signing a Client Agreement, the Client Agreement may be terminated by the Client within five (5) business days of signing the Client Agreement without penalty.

Below is a brief description of our fees, however, you should review your executed Client Agreement for more detailed information regarding the exact fees you will be paying. No increase to the agreed-upon advisory fees outlined in the Client Agreement shall occur without prior Client consent. Please note, lower fees for comparable services may be available from other sources.

We do not receive compensation based on capital gains or capital appreciation (performance fees).

Our services are provided on either a fixed-fee or hourly basis, as described below. Fixed fees are generally not negotiable. For hourly services, the Client can negotiate the scope of work and increase or decrease the complexity; however, once services and scope of work have been agreed upon, fees are not negotiable, and the final cost is based on actual time involved. SFP reserves the right to offer fee waivers or discounts, and may offer pro bono services, at our sole discretion.

Fixed Fees

Financial Planning Packages

Basic. The fee for the Basic financial planning package is a fixed fee of \$2,500, with an initial fee of \$1,250 due upon signing the engagement agreement, and the balance due upon delivery of the final financial plan to the Client. This service will automatically terminate 30 days following final delivery of the financial plan. Clients have the option to engage SFP for Implementation Assistance or Ongoing Services if they need additional assistance with their financial plan following termination of the financial planning package.

Core. The fee for the Core financial planning package is a fixed fee of \$5,500, with an initial fee of \$1,600 due upon signing the engagement agreement. The balance is paid in three monthly installments of \$1,300, with the first payment due on the first day of the month occurring at least 30 days after the initial payment. This service will automatically terminate 30 days following final delivery of the financial plan. Clients have the option to engage SFP for Implementation Assistance or Ongoing Services if they need additional assistance with their financial plan following termination of the financial planning package.

Premier. The fee for the Premier financial planning package is a fixed fee of \$8,500, with an initial fee of \$2,000 due upon signing the engagement agreement. The balance is paid in five monthly installments of \$1,300, with the first payment due on the first day of the month occurring at least 30 days after the initial payment. This service will automatically terminate one year from the date that the initial client service agreement is signed. The Premier financial planning package includes Implementation Assistance during the one-year term. Clients have the option to engage SFP for Ongoing Services if they need additional assistance with their financial plan following termination of the financial planning package.

Additional Financial Planning Services

Implementation Assistance. Implementation Assistance is provided for no additional fee with the Premier financial planning package. For all other services, the fee for Implementation Assistance is a flat fee of \$1,000 due upon signing the engagement agreement. This service will automatically terminate when all tasks and recommendations identified in the initial financial plan have been completed. Implementation Assistance will typically take 30-45 days after initial financial plan completion; however, the process may take longer if there are extenuating circumstances.

Ongoing Support. Ongoing support is provided for a fixed monthly fee. Currently, our monthly fee is \$229 per month. Payments are due monthly in advance, with the first payment due on the first day of the month occurring at least 30 days after the completion of the financial planning engagement or Implementation Assistance, whichever occurs last. This service may be terminated with at least 30 days advance notice, and services will terminate on the last day of the month which occurs 30 days following notice of termination. Because services terminate at the end of the month, no refund of fees paid in advance will be given. Fees for ongoing support services will be reviewed and adjusted as necessary on January 1 of each year. Any adjustments to fees will be agreed upon in writing signed by the Client.

Hourly Fees

Financial Planning, and Investment Consultation

We provide financial planning and investment consultation under an hourly engagement. Prior to entering into this agreement, you will receive a fee estimate. Our fee will be based on the estimated number of hours to complete the project, determined by an assessment of your needs, complexity, among other factors, and at our current rate of \$450 per hour. In some cases, we may outsource some financial planning tasks to a qualified contractor, whose services are billed at a lesser rate, typically \$75-\$150 per hour. You are billed for the actual time spent by our firm or contractors; assessed in six-minute increments, and a partial increment will be treated as a whole.

SFP has a four-hour minimum for client engagements. We reserve the right to waive this minimum at our discretion. By signing this agreement, you agree to pay a deposit equal to four hours at the Managing Principal's rate upon engagement of services. You also agree to pay the actual fees for services provided (less the deposit), which will be invoiced and due, payable to SFP on a monthly basis until completion of the engagement, which is the presentation of the plan or advice to you or your legal agent. Services to be provided and the anticipated fee are detailed in the written service agreement.

Speaking Engagements

Fees for speaking engagements are negotiated on an individual basis with the organization or entity sponsoring the event and vary based on factors such as topics to be covered, number of attendees, and preparation and travel time. Speaking engagements may be provided on a pro bono basis at our sole discretion.

Divorce Consulting Services

Divorce consulting services are provided on an hourly basis, typically at our current rate of \$450 per hour. This fee is negotiable, and we reserve the right to offer fee discounts at our discretion. Fees are typically paid by either the attorney or law firm that engages our services, or directly by the client. Fees are paid monthly in arrears.

Fee Payment

Fees are paid by check, or by electronic funds transfer (EFT). EFT payments are made through an application (Zelle, Venmo, or other third-party payment processor) in which the Client can securely

input their banking information and pay their fee. We do not have access to the Client's banking information at any time. The Client will be provided with their own secure portal in order to make payments.

Other Types of Fees and Expenses

When implementing an investment recommendation, the Client may incur additional fees such as brokerage commissions, transaction fees, and other related costs and expenses. Clients may incur certain charges imposed by broker-dealers, and other third parties such as custodial fees, 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.

Clients may incur fees from third-party professionals such as accountants and attorneys that SFP may recommend, upon Client request. Such fees are separate and distinct from SFP's advisory fees.

Terminations and Refunds

This service is not an ongoing engagement, thus upon receipt of the final fees, the Client Agreement will automatically be terminated. Clients may terminate at any time by providing written notice. If fees are paid in advance, a prorated refund will be given, if applicable, upon termination of the Client Agreement for any unearned fee. For fees paid in arrears, Client shall be charged a pro-rata fee based upon the percentage of the work done up to the date of termination.

Sale of Securities or Other Investment Products

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

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

We do not offer performance-based fees and do not engage in side-by-side management.

Item 7: Types of Clients

We provide financial planning services to individuals, high net-worth individuals, charitable organizations, trusts and estates. Divorce consulting services are provided to family law attorneys or law firms. Clients are not required to have a minimum income or minimum net worth to receive services.

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

Below is a brief description of our methods of analysis and primary strategies when we provide securities recommendations in the context of a financial plan.

Methods of Analysis

Modern Portfolio Theory (MPT)

The underlying principles of MPT are:

- Investors are risk averse. The only acceptable risk is that which is adequately compensated by an expected return. Risk and investment return are related and an increase in risk requires an increased expected return.

- Markets are efficient. The same market information is available to all investors at the same time. The market prices every security fairly based upon this equal availability of information.
- The design of the portfolio as a whole is more important than the selection of any particular security. The appropriate allocation of capital among asset classes will have far more influence on long-term portfolio performance than the selection of individual securities.
- Investing for the long-term (preferably longer than ten years) becomes critical to investment success because it allows the long-term characteristics of the asset classes to surface.
- Increasing diversification of the portfolio with lower correlated asset class positions can decrease portfolio risk. Correlation is the statistical term for the extent to which two asset classes move in tandem or opposition to one another.

Mutual Fund and/or ETF Analysis: In conducting investment analysis, SFP may draw from sources that include financial publications; investment analysis and reporting software; corporate rating services; annual reports, prospectuses and other regulatory filings; company press releases, and research produced by economists affiliated with Dimensional Fund Advisors (DFA).

Investment Strategies

Our firm believes that a long-term, buy-and-hold investment strategy is preferred over traditional active investment management. Asset allocation and investment policy decisions are made, in our best judgment, to help you achieve your overall financial objectives while minimizing risk exposure. We believe asset allocation is a key component of investment portfolio design, and that the appropriate allocation of assets across diverse investment categories (stock vs. bond, foreign vs. domestic, large cap vs. small cap, etc.) is the primary determinant of portfolio returns and critical in the long-term success of an investor's financial objectives. Therefore, we use low-cost, passive investments such as index mutual funds and ETFs whenever it is possible and reasonable to do so.

Material Risks Involved

SFP does not provide investment management, however investment recommendations may be made as part of the financial planning services. **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: Actively managed mutual funds tend to have a higher turnover rate than passive funds. A high portfolio turnover would result in higher transaction costs and in higher taxes when shares are held in a taxable account. These factors may negatively affect the account's performance.

Limited markets: Certain securities may be less liquid (harder to sell or buy) and their prices may at times be more volatile than at other times. Under certain market conditions, we may be unable to sell or liquidate investments at prices we consider reasonable or favorable or find buyers at any price.

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.

Exchange Traded Funds prices may vary significantly from the Net Asset Value due to market conditions. Certain Exchange Traded Funds may not track underlying benchmarks as expected. ETFs are also subject to the following risks: (i) an ETF's shares may trade at a market price that is above (premium) or below (discount) their net asset value and an ETF purchased at a premium may ultimately be sold at a discount; (ii) trading of an ETF's shares may be halted if the listing exchange's officials deem such action appropriate, the shares are delisted from the exchange, or the activation of 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 the Clients invest.

Mutual Funds When a Client invests in open-end mutual funds or ETFs, the Client indirectly bears its proportionate share of any fees and expenses payable directly by those funds. Therefore, the Client will incur higher expenses, many of which may be duplicative. In addition, the Client's overall portfolio may be affected by losses of an underlying fund and the level of risk arising from the investment practices of an underlying fund (such as the use of derivatives).

Item 9: Disciplinary Information

Criminal or Civil Actions

SFP and its management persons have not been involved in any criminal or civil action.

Administrative Enforcement Proceedings

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

Self-Regulatory Organization Enforcement Proceedings

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

Item 10: Other Financial Industry Activities and Affiliations

Disclosure of Conflicts of Interest

We are required to disclose all material conflicts of interest regarding our firm, its representatives or any of its employees, which could reasonably be expected to impair the rendering of unbiased and objective advice to our clients. All material conflicts of interest are disclosed in this Brochure. Our financial industry activities and affiliations, if they exist, are disclosed in this Item 10. We do not receive any compensation connected with advisory services other than the fees described in Item 5. Participation by our firm and its associated persons in client transactions is disclosed in Item 11.

Broker-Dealer Affiliation

Neither SFP nor its management persons are registered, or have an application pending to register, as a broker-dealer or a registered representative of a broker-dealer.

Other Affiliations

Neither SFP nor its management persons are registered, or have an application pending to register, as a futures commission merchant, commodity pool operator, commodity trading advisor, or an associated person of the foregoing entities.

Related Persons

Neither SFP nor its management persons have any relationship or arrangement with any related parties.

Recommendations or Selections of Other Investment Advisers

SFP does not recommend or select other investment advisers for our clients.

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

As a fiduciary, our firm has 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. Some of our investment adviser representatives have obtained the CFP® certification from the Certified Financial Planning Board of Standards, Inc. ("CFP Board"). Therefore, the firm also adheres to the Code of Ethics and Professional Responsibility adopted by the CFP® Board, and accepts the obligation not only to comply with the mandates and requirements of all applicable laws and regulations but also to take responsibility to act in an ethical and professionally responsible manner in all professional services and activities. Additionally, SFP requires adherence to its Insider Trading Policy, and the CFA Institute's Asset Manager Code of Professional Conduct and Code of Ethics and Standards of Professional Conduct.

Code of Ethics Description

This Code of Ethics does not attempt to identify all possible conflicts of interest, and compliance with each of its specific provisions will not shield our firm or its access persons from liability for misconduct that violates a fiduciary duty to our Clients. A summary of the Code of Ethics' Principles is outlined below.

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

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

We periodically review and amend our Code of Ethics to ensure that it remains current, and we require all firm access persons to attest to their understanding of and adherence to the Code of Ethics at least annually. Our firm will provide a copy of its Code of Ethics to any Client or prospective Client upon request.

Investment Recommendations Involving a Material Financial Interest and Conflicts of Interest

Neither our firm, its access persons, or any related person is authorized to recommend to a Client or effect a transaction for a Client, involving any security in which our firm or a related person has a material financial interest, such as in the capacity as an underwriter, adviser to the issuer, principal transaction, among others.

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

From time to time, our firm and/or related persons may invest in the same securities that we recommend to Clients. However, we do not place trades on behalf of our clients. Thus, we have no control over which securities clients buy or sell as it's the Client's ultimate responsibility. Investment advice to Clients is always made in light of the Client's objectives. SFP and its personnel are prohibited from making recommendations that are for personal gain or not in the best interests of Clients.

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

Neither our firm or its related persons buys or sells securities for client accounts at or about the same time that we or a related person buys or sells the same securities for our own accounts.

Item 12: Brokerage Practices

Factors Used to Select Custodians

Because we are a fee-only financial planner and because we do not offer Investment Management Services, Clients may choose to hold their investment accounts with any custodian.

Research and Other Soft-Dollar Benefits

We do not have any soft-dollar arrangements.

Brokerage for Client Referrals

We receive no referrals from a custodian, broker-dealer or third parties.

Clients Directing Which Broker/Dealer/Custodian to Use

Because we are a fee-only financial planner and because we do not offer Investment Management Services, Clients may choose to hold their investment accounts with any custodian.

Aggregating (Block) Trading for Multiple Client Accounts

Some investment advisers execute Client accounts on an aggregated basis as a way to lower expenses. As a fee-only financial planner who does not offer Investment Management Services, we do not execute trades on behalf of Clients. As a result, it is up to the Client to negotiate their own trading costs with their custodian.

Item 13: Review of Accounts

Periodic Reviews

Jim Charles, Founder, Managing Principal and CCO of SFP, and Sarah Charles, Founder & Managing Principal of SFP, will work with Clients to obtain current information regarding their assets and investment holdings and will review this information as part of our financial planning services. SFP does not provide specific reports to Clients, other than financial plans.

Triggers of Reviews

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 recommendations from the firm or per Client's needs.

Review Reports

Clients will receive trade confirmations from the custodian(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. SFP does not provide periodic reports to clients.

Item 14: Client Referrals and Other Compensation

Compensation Received by Sanctuary Financial Planning, LLC

SFP is a fee-only firm that is compensated solely by its Clients. SFP does not receive commissions or other sales-related compensation.

Client Referrals from Solicitors

SFP does not, directly or indirectly, compensate any person who is not advisory personnel for Client referrals.

Item 15: Custody

SFP does not accept custody of Client funds.

Item 16: Investment Discretion

We do not provide Investment Management Services, and therefore do not exercise discretion.

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

We have no financial commitment that impairs our ability to meet contractual and fiduciary commitments to our Clients, nor have we been the subject of any bankruptcy proceeding. We do not have custody of Client funds or securities or require or solicit prepayment of more than \$500 in fees six months or more in advance.

Item 19: Requirements for State-Registered Advisers

Principal Officers

Jim Charles serves as a Principal and CCO of SFP. Information about Jim Charles's education, business background, and outside business activities can be found on his ADV Part 2B, Brochure Supplement attached to this Brochure.

Sarah Charles serves as a Founder and Managing Principal of SFP. Information about Sarah Charles's education, business background, and outside business activities can be found on her ADV Part 2B, Brochure Supplement attached to this Brochure.

Outside Business

As disclosed in Item 10 of this brochure, SFP has no outside business activities.

Performance-Based Fees

Neither SFP, nor Jim or Sarah Charles are compensated by performance-based fees.

Material Disciplinary Disclosures

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

Material Relationships That Management Persons Have With Issuers of Securities

Neither SFP, nor Jim or Sarah Charles have any relationship or arrangement with issuers of securities.

Business Continuity Plan Summary

We have developed a Business Continuity Plan that outlines how we will respond to events that significantly disrupt our business. Since the timing and impact of disasters and disruptions is unpredictable, we will have to be flexible in responding to actual events as they occur. With that in mind, we are providing you with this information.

Contacting Us. If after a significant business disruption, you cannot contact us as you usually do, you may attempt to contact us using one of the methods shown below to receive further instructions. If you cannot access us through these alternate means, you may contact the custodian who holds your account for assistance with your account. Contact information for your custodian may be found on your account statement.

Our Plan. We plan to quickly recover and resume business operations after a significant business disruption and respond by safeguarding our employees and property, protecting the firm's books and records, and allowing our clients to transact business. In short, our Plan is designed to permit our firm to resume operations as quickly as possible, given the scope and severity of the significant business disruption.

Our Plan addresses: data backup and recovery; mission critical systems; alternative communications with clients, employees, regulators, and critical business constituents; alternate physical location of

employees; and assuring our clients prompt access to their funds and securities if we are unable to continue our business.

Varying Disruptions. Significant business disruptions can vary in their scope, such as only our firm, the city where we are located, or the whole geographic region. The severity of the disruption can also vary from minimal to severe. Our Plan is flexible enough to address a variety of disruptions. We are able to work virtually from any location with Internet access, and we anticipate being able to resume business operations promptly in most scenarios. We will provide you with further instructions through the phone number or website listed below. If the significant business disruption is so severe that it prevents us from remaining in business, you still have access to your funds and securities directly through your account custodian.

For More Information. If you have questions about our Plan, you can contact us at (704)705-8773.



Brochure Supplement

for James (“Jim”) Charles

(Form ADV Part 2B)

Sanctuary Financial Planning, LLC

601 South Kings Drive
Suite F-155
Charlotte, NC 28204
(704) 705-8773

www.sanctuaryfp.com

July 15, 2024

Item 1: Cover Page

This brochure supplement provides information about Jim Charles that supplements the Sanctuary Financial Planning, LLC (“SFP”) brochure. A copy of that brochure precedes this supplement. Please contact Jim Charles if the SFP brochure is not included with this supplement or if you have any questions about the contents of this supplement.

Additional information about Jim Charles is available on the SEC’s website at www.adviserinfo.sec.gov which can be found using the identification number 1785950.

Item 2: Educational Background and Business Experience

Jim Charles

Founder, Managing Principal, and Chief Compliance Officer

Born: 1956

Educational Background

- Master of Science, Personal Financial Planning - Georgia State University - 1986
- Bachelor of Science, Business Marketing - Ohio State University - 1978
- CFA - Chartered Financial Analyst charter holder - 2001
- CFP - Certified Financial Planner certificate - 1987
- CDFA – Certified Divorce Financial Analyst - 2023

Business Experience

- 03/2023 - Present, Sanctuary Financial Planning, LLC, Founder, Managing Principal and CCO
- 08/2021 - 03/2023, Retired
- 08/2008 - 08/2021, Dimensional Fund Advisors LP, VP & Regional Director, co-Head, Institutional
- 11/1999 - 07/2008, American Century Investments, VP, Client Portfolio Manager

Professional Designation(s)

CFP® (Certified Financial Planner):

Jim Charles is certified for financial planning services in the United States by Certified Financial Planner Board of Standards, Inc. ("CFP Board"). Therefore, Jim Charles may refer to himself as a CERTIFIED FINANCIAL PLANNER™ professional or a CFP® professional, and Jim Charles may use these and CFP Board's other certification marks (the "CFP Board Certification Marks"). The CFP® certification is voluntary. No federal or state law or regulation requires financial planners to hold the CFP® certification. You may find more information about the CFP® certification at www.cfp.net.

CFP® professionals have met CFP Board's high standards for education, examination, experience, and ethics. To become a CFP® professional, an individual must fulfill the following requirements:

- Education – Earn a bachelor's degree or higher from an accredited college or university and complete CFP Board-approved coursework at a college or university through a CFP Board Registered Program. The coursework covers the financial planning subject areas CFP Board has determined are necessary for the competent and professional delivery of financial planning services, as well as a comprehensive financial plan development capstone course. A candidate may satisfy some of the coursework requirements through other qualifying credentials.
- Examination – Pass the comprehensive CFP® Certification Examination. The examination is designed to assess an individual's ability to integrate and apply a broad base of financial planning knowledge in the context of real-life financial planning situations.
- Experience – Complete 6,000 hours of professional experience related to the personal financial planning process, or 4,000 hours of apprenticeship experience that meets additional requirements.

- Ethics – Satisfy the Fitness Standards for Candidates for CFP® Certification and Former CFP® Professionals Seeking Reinstatement and agree to be bound by CFP Board’s Code of Ethics and Standards of Conduct (“Code and Standards”), which sets forth the ethical and practice standards for CFP® professionals.

Individuals who become certified must complete the following ongoing education and ethics requirements to remain certified and maintain the right to continue to use the CFP Board Certification Marks:

- Ethics – Commit to complying with CFP Board’s Code and Standards. This includes a commitment to CFP Board, as part of the certification, to act as a fiduciary, and therefore, act in the best interests of the client, at all times when providing financial advice and financial planning. CFP Board may sanction a CFP® professional who does not abide by this commitment, but CFP Board does not guarantee a CFP® professional's services. A client who seeks a similar commitment should obtain a written engagement that includes a fiduciary obligation to the client.
- Continuing Education – Complete 30 hours of continuing education every two years to maintain competence, demonstrate specified levels of knowledge, skills, and abilities, and keep up with developments in financial planning. Two of the hours must address the Code and Standards.

Chartered Financial Analyst (CFA®):

The CFA charter is a graduate-level professional designation established in 1962 and awarded by CFA Institute. To earn the CFA charter, candidates must pass three sequential, six-hour examinations over two to four years. The three levels of the CFA Program test a wide range of investment topics, including ethical and professional standards, fixed-income analysis, alternative, and derivative investments, and portfolio management and wealth planning. In addition, CFA charter holders must have at least four years of acceptable professional experience in the investment decision-making process and must commit to abide by, and annually reaffirm, their adherence to the CFA Institute Code of Ethics and Standards of Professional Conduct.

Certified Divorce Financial Analyst® CDFA®:

The Certified Divorce Financial Analyst® (CDFA®) designation is issued by The Institute for Divorce Financial Analysts (IDFATM), which is a national organization dedicated to the certification, education, and promotion of the use of financial professionals in the divorce arena. Founded in 1993, IDFATM provides specialized training to accounting, financial, and legal professionals in the field of pre-divorce financial planning. Over the years, IDFATM has certified more than 5,000 professionals in the U.S. and Canada as Certified Divorce Financial Analysts® (CDFAs®).

The CDFA® designation is available to individuals who have a minimum of three years experience as a financial professional, accountant, or matrimonial lawyer. To acquire the designation, a candidate must successfully pass all exams and be in good standing with their broker dealer (if applicable) and the FINRA/SEC or other licensing or regulatory agency. To earn the designation, the participant must complete a series of self-study course modules and pass an examination for each module.

The American module topics are:

- Financial and legal issues of divorce
- Advanced financial issues of divorce
- Tax issues of divorce
- Working as a CDFA: case studies

Continuing Education (CE) To retain the Certified Divorce Financial Analyst® designation, a CDFA® must obtain fifteen divorce-related hours of Continuing Education (CE) every two years, remain in good standing with the IDFATM, and keep his/her dues current.

To learn more about the CDFA® designation, visit <http://www.institutedfa.com>.

Item 3: Disciplinary Information

Jim Charles has never 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

Jim Charles is not involved with outside business activities.

Item 5: Additional Compensation

Jim Charles does not receive any economic benefit from any person, company, or organization, in exchange for providing Clients advisory services through SFP.

Item 6: Supervision

Jim Charles, as Chief Compliance Officer of SFP, supervises the advisory activities of our firm. Jim Charles is bound by and will adhere to the firm's policies and procedures and Code of Ethics. Clients may contact Jim Charles at the phone number on this brochure supplement.

Item 7: Requirements for State Registered Advisers

Jim Charles has NOT been involved in an arbitration, civil proceeding, self-regulatory proceeding, administrative proceeding, or a bankruptcy petition.



Brochure Supplement

for Sarah Charles
(Form ADV Part 2B)

Sanctuary Financial Planning, LLC

601 South Kings Drive
Suite F-155
Charlotte, NC 28204
(704) 705-8773

www.sanctuaryfp.com

July 15, 2024

Item 1: Cover Page

This brochure supplement provides information about Sarah Charles that supplements the Sanctuary Financial Planning, LLC ("SFP") brochure. A copy of that brochure precedes this supplement. Please contact Jim Charles if the SFP brochure is not included with this supplement or if you have any questions about the contents of this supplement.

Additional information about Sarah Charles is available on the SEC's website at www.adviserinfo.sec.gov which can be found using the identification number 5461219.

Item 2: Educational Background and Business Experience

Sarah Charles

Founder and Managing Principal

Born: 1975

Educational Background

- BA Economics, cum laude, 08/1993 - 05/1997, Duke University, Durham, NC
- AIF®, Accredited Investment Fiduciary, fi360 – 2011
- CSRIC™, Chartered SRI Counselor, College for Financial Planning - 2019

Business Experience

- 06/2023 - Present, Sanctuary Financial Planning, LLC, Founder and Managing Principal
- 06/2023 - 06/2023, FORVIS Wealth Advisors LLC, Managing Director, Regional Leader - Mid-Atlantic
- 06/2022 - 06/2023, FORVIS Wealth Advisors LLC, Director, Regional Leader Mid-Atlantic
- 06/2020 - 06/2022, DHG Wealth Advisors, VP, Director of Business Strategy, Leader Charlotte Wealth Management Practice
- 11/2011 - 06/2020, DHG Wealth Advisors, Senior Advisor, Leader Charlotte Wealth Management Practice
- 06/2008 - 05/2022, Dixon Hughes Wealth Advisors LLC, Director of Marketing

Professional Designation(s)

Chartered Socially Responsible Investment Counselor™ (CSRIC™):

The CSRIC™ designation is recognized as the industry-benchmark for socially responsible investment (SRI)-focused credentials. This program provides experienced financial advisors and investment professionals with a foundation knowledge of the history, definitions, trends, portfolio construction principles, fiduciary responsibilities, and best practices for sustainable, responsible, and impact SRI investments. The CSRIC™ program was developed in collaboration with industry-group leader US SIF: The Forum for Sustainable and Responsible Investment. The CSRIC™ Professional Education Program is a 3-semester credit graduate level course conferred by the College for Financial Planning. Authorization for continued use of the credential must be renewed every two years, by meeting the four renewal requirements:

- Complete 16 continuing education credits every two years with any CE provider.
- Comply with standards of professional conduct.
- Acknowledge terms and conditions statements for the rights to use the College's marks.
- Pay renewal fees.

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, individuals must complete a training program, successfully pass a comprehensive, closed-book final examination under the supervision of a proctor and agree to abide by the AIF® Code of Ethics. In order

to maintain the AIF® designation, the individual must annually renew their affirmation of the AIF Code of Ethics and complete six hours of continuing education credits. The certification is administered by the Center for Fiduciary Studies, LLC (a Fiduciary360 (fi360) company).

Item 3: Disciplinary Information

Sarah Charles has never 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

Sarah Charles is not involved with outside business activities.

Item 5: Additional Compensation

Sarah Charles does not receive any economic benefit from any person, company, or organization, in exchange for providing Clients advisory services through SFP.

Item 6: Supervision

Jim Charles, as Chief Compliance Officer of SFP, supervises the advisory activities of Sarah Charles. Clients may contact Jim Charles at the phone number on this brochure supplement.

Item 7: Requirements for State Registered Advisers

Sarah Charles has NOT been involved in an arbitration, civil proceeding, self-regulatory proceeding, administrative proceeding, or a bankruptcy petition.