Form ADV Part 2A
Disclosure Brochure

Item 1 – Cover Page

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Date of Brochure: March 2026

This brochure provides information about the qualifications and business practices of Summit Creek Advisors, LLC. If you have any questions about the contents of this brochure, please contact us at 612-746-8990 or at info@sumcreek.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Additional information about Summit Creek Advisors, LLC is also available on the Internet at www.adviserinfo.sec.gov. You can view Summit Creek Advisors' information on this website by searching for Summit Creek Advisors. You may search for information by using Summit Creek Advisors' name or by using Summit Creek Advisors' CRD number. The CRD number for Summit Creek Advisors is 135496.

Registration as an investment adviser does not imply a certain level of skill or training.

Item 2 – Material Changes

Summit Creek Advisors has made no material changes to its Form ADV Part 2A since the last annual amendment, dated March 2025.

Item 3 – Table of Contents

Item 1 – Cover Page 1
Item 2 – Material Changes 2
Item 3 – Table of Contents 3
Item 4 – Advisory Business 4
Our Principal Owners and Management 4
Client Assets Managed by Summit Creek Advisors 4
Advisory Services Offered 4
  Summit Creek Portfolio Management Services 4
  Summit Creek Model Portfolio Strategist Services 5
  Investment Guidelines 6
Non-Participation in Wrap Fee Programs 7
Specialization 7
Limits Advice to Certain Types of Investments. 7
Advisory Services Tailored to Individual Needs of Clients 7
Item 5 – Fees and Compensation 8
Standard Fees 8
General Information on Fees 8
Item 6 – Performance-Based Fees and Side-By-Side Management 9
Item 7 – Types of Clients 9
Minimum Investment Amounts Required 9
Item 8 – Methods of Analysis, Investment Strategies and Risk of Loss 9
Methods of Analysis 9
Investment Strategies 10
Risk of Loss 11
Item 9 – Disciplinary Information 11
Item 10 – Other Financial Industry Activities and Affiliations 11
Item 11 – Code of Ethics, Participation in Client Transactions and Personal Trading 11
Fiduciary Status and Conflicts of Interest 11
Confidentiality 12
Administration and Enforcement of the Code 12
Item 12 – Brokerage Practices 13
Selection of Broker Dealers 13
Aggregating Orders 13
Client Directed Brokerage 15
Soft Dollar Policy 15
Item 13 – Review of Accounts 16
Account Reports 16
Item 14 – Client Referrals and Other Compensation 17
Other Compensation 17
Client Referrals 17
Item 15 – Custody 17
Item 16 – Investment Discretion 18
Item 17 – Voting Client Securities 18
Item 18 – Financial Information 19

Item 4 – Advisory Business

Summit Creek Advisors, LLC (referred to as "SCA", or "we" throughout this document) is an investment adviser registered with the United States Securities and Exchange Commission. SCA is a limited liability company formed under the laws of the state of Minnesota. SCA offers investment advisory services by providing management of equity accounts for clients through its Small Cap Growth and SMid Cap Growth portfolio programs (collectively, "Portfolio Management Services") and by providing trading recommendations to certain institutional clients. SCA has been registered as an investment adviser since August 11, 2009.

Our Principal Owners and Management

SCA is owned by Joseph John Docter and Adam Nathan Benson. John Crowther, Co-Portfolio Manager of the SMid Cap Growth strategy of the firm, is also a shareholder of the firm, owning a small amount of non-voting shares representing 8.4% of the total shares outstanding. The major decisions of a strategic and administrative nature for the firm are made jointly by Mr. Docter and Mr. Benson, Principal Owners and Portfolio Managers. The Chief Compliance Officer, Andrew Rank, is also involved in strategic and administrative decisions that have an impact on the firm's compliance program.

Client Assets Managed by Summit Creek Advisors

As of December 31, 2025, SCA maintained 23 client relationships totaling 34 individual accounts. These individual accounts are comprised of corporations, pooled investment vehicles, pension and profit-sharing plans, charitable organizations, banking institutions, state or municipal government entities, a collective investment trust ("CIT"), high net worth individuals, and other individuals. The amount of client assets managed by SCA totaled $650,882,573 as of December 31, 2025. All of these assets are managed on a discretionary basis.

In addition to the client assets managed by SCA, SCA provides recommendations and updates to certain institutional/corporate client assets. Since for these certain assets, the institutional/corporate clients who receive recommendations and updates from SCA are responsible for evaluating the investment recommendations provided by SCA, for accepting or rejecting the investment recommendations, and for implementing trades for these institutional/corporate clients' own account or using the trade recommendations provided by SCA as a tool to provide investment management services for their own clients, the assets receiving this service from SCA are not considered regulatory assets under management. Additionally, these assets are not considered to be managed on a discretionary basis. However, such assets are considered to be part of the total assets receiving advisory services from SCA. The total amount of assets receiving advisory services from SCA as of December 31, 2025 is approximately $958,086,705, with $650,882,573 of those assets considered to be regulatory assets under management and $307,204,132 not considered regulatory assets under management but are assets that receive ongoing investment recommendations from SCA.

Advisory Services Offered

Summit Creek Portfolio Management Services

SCA manages equity accounts for client accounts consisting of corporations, pooled investment vehicles, pension and profit-sharing plans, charitable organizations, banking institutions, state or municipal government entities, a CIT and high net worth individuals utilizing its Portfolio Management Services. Each portfolio is managed within the investment parameters established by the client. Each client is responsible for evaluating the risk relating to the investment parameters. All clients are required to furnish a written statement of investment guidelines to SCA prior to inception of account management. SCA has established Standard Investment Guidelines that are typically used for each of the Portfolio Management Services.

After a determination by the client that SCA's approach is appropriate for them, the client's account will be managed based on the portfolio's goal (i.e, the goal of the Small Cap Growth or SMid Cap Growth

portfolio) rather than on each client's individual needs. However, each client will have the opportunity to place reasonable restrictions on the types of investments to be held in the client's account. If a client has contracted for our management services, SCA handles all trading and investing for the client.

Summit Creek Model Portfolio Strategist Services

SCA offers Model Portfolio Strategist Services ("Strategist Services") to certain institutional/corporate clients. When providing Strategist Services, SCA provides securities recommendations and updates to institutional/corporate clients with respect to model portfolios maintained by SCA for the Small Cap Growth and SMid Cap Growth strategies. Such recommendations and updates are made available to those clients on a daily basis. Securities recommendations and updates provided to clients utilizing the Strategist Services reflect the model portfolio positions as of the previous business day's market close. Institutional/corporate clients which receive recommendations and updates from SCA are responsible for evaluating the investment recommendations provided by SCA and for accepting or rejecting the investment recommendations. Institutional/corporate clients are responsible for implementing trades for their own accounts. If they are using the trade recommendations provided by SCA as a tool to provide investment management services for their own clients, then those clients are responsible for implementing trades for their investment management clients. For clients who have contracted for Strategist Services, SCA is not responsible for implementing any trade recommendations. For more information on the Strategist Services, please see Item 12.

SCA does not manage the investment assets for the institutional/corporate clients who contract for Strategist Services. Except for being apprised of the total assets under management utilizing the Strategist Services for billing purposes, SCA does not collect any information regarding, or have any responsibility with respect to, the institutional/corporate clients' investment management of their own clients. Each institutional/corporate client is responsible for evaluating the risk relating to its investment parameters and, as noted above, for making its own management decisions and doing the trade implementation for any clients or accounts for which it is responsible for providing investment management services.

For the Strategist Services, SCA uses the standard investment guidelines described below for each client account unless there is a written agreement between SCA and the client specifying that the individual client's account guidelines make an exception to these standard investment guidelines.

Retirement Plan Services

SCA offers its Portfolio Management Services to clients that are retirement plan sponsors. SCA acknowledges that in performing the Portfolio Management Services described above that SCA is acting as a "fiduciary" as such term is defined under Section 3(21)(A)(ii) of Employee Retirement Income Security Act of 1974 ("ERISA"). SCA will act in a manner consistent with the requirements of a fiduciary under ERISA when providing such services to any client that is a retirement plan sponsor.

If SCA is providing Portfolio Management Services to a client that is a retirement plan sponsor, SCA acknowledges that in addition to acting as a "fiduciary" as such term is defined under Section 3(21)(A)(ii) of ERISA, SCA is also acting as a fiduciary with "investment manager" fiduciary responsibilities as defined under Section 3(38) of ERISA to the extent SCA has agreed to provide discretionary management of designated assets of that client that are held in an ERISA qualified plan. Per the agreement with the client, SCA has no responsibility and will not (a) exercise any authority or control respecting disposition of assets of the client's retirement plan except as authorized to provide discretionary management of assets of the client's retirement plan, or (b) have any discretionary authority or discretionary responsibility in the administration of the client's retirement plan or the interpretation of the client's retirement plan documents.

SCA does not serve as administrator or trustee for any retirement plan. SCA does not act as custodian for any client account or have access to client funds or securities.

SCA will disclose, to the extent required by ERISA Regulation Section 2550.408b-2(c), to the client any change to the information that we are required to disclose under ERISA Regulation Section 2550.408b2(c)(1)(iv) as soon as practicable, but no later than sixty (60) days from the date on which we are informed of the change (unless such disclosure is precluded due to extraordinary circumstances beyond our control, in which case the information will be disclose as soon as practicable).

In accordance with ERISA Regulation Section 2550.408b-2(c)(vi)(A), we will disclose within thirty (30) days following receipt of a written request from the responsible plan fiduciary or plan administrator (unless such disclose is precluded due to extraordinary circumstances beyond our control, in which case the information will be disclosed as soon as practicable) all information related to the Qualified Retirement Plan Agreement and any compensation or fees received in connection with the agreement that is required for the plan to comply with the reporting and disclosure requirements of Title 1 of ERISA and the regulations, forms and schedules issued thereunder.

If SCA makes an unintentional error or omission in disclosing the information required under ERISA Regulation Section 2550.408b-2(c)(1)(iv) or (vi), SCA will disclose to the client the correct information as soon as practicable, but no later than thirty (30) days from the date on which SCA learns of such error or omission.

Employee Accounts

SCA manages three accounts which were established by the Principal Owners and founders of the firm to create performance track records for the managed strategies ("Founder Accounts"). Other employees have also established accounts that are managed by SCA (together, with the Founder Accounts, "Employee Accounts"). Trading within these accounts mimics the investment decisions made for the Small Cap Growth and SMid Cap Growth Strategy clients, as well as the recommendations provided to clients utilizing Strategist Services. Each Employee Account adheres to the Standard Investment Guidelines, as described below.

Investment Guidelines

As stated above, for both the Summit Creek Portfolio Management Services and the Summit Creek Strategist Services, SCA uses the Standard Investment Guidelines described below for each client account unless there is a written agreement between SCA and the client specifying that the individual client's account guidelines make an exception to these Standard Investment Guidelines.

<u>Standard Investment Guidelines (for Small Cap Growth Portfolio Management & Small Cap Growth Portfolio Strategist Services)</u>

1. 5% maximum cash.

2. 45-55 holdings.

3. 5% maximum exposure per holding at market price.

4. Less than 10% at market price in securities domiciled outside of the U.S.

5. Holdings domiciled outside of U.S. must actively trade on NYSE or NASDAQ.

6. Less than two times Russell 2000 Growth sector weight, with 40% maximum exposure to any sector.

7. Less than 20% of portfolio in stocks larger than the largest company in the Russell 2000 Growth.

SMid Cap Growth Investment Guidelines

SCA uses the SMid Cap Growth Investment Guidelines described below for each client account that has elected to participate in the SMid Cap Growth portfolio program unless there is a written agreement between SCA and the client specifying that the individual client's account guidelines make an exception to these SMid Cap Growth Investment Guidelines.

1. 5% maximum cash.

2. 45-65 holdings.

3. 5% maximum exposure per holding at market price.

4. Less than 15% at market price in securities domiciled outside of the U.S.

5. Holdings domiciled outside of U.S. must actively trade on NYSE or NASDAQ.

6. Less than two times Russell 2500 Growth sector weight, with 40% maximum exposure to any sector.

7. Less than 20% of portfolio in stocks larger than the largest company in the Russell 2500 Growth.

Non-Participation in Wrap Fee Programs

SCA does not sponsor any wrap fee programs. Wrap fee programs charge clients one bundled fee which includes advisory, brokerage, administrative and other services. SCA's traditional (non-wrap) fee model charges an advisory fee, while brokerage and trading fees are paid separately from the client's account, directly to the broker-dealer, on a per-transaction basis. SCA has no affiliated broker-dealers and does not receive any portion of the transaction fees.

Specialization

SCA specializes in managing equity accounts for clients with assets of $1 million or more through the use of a model portfolio for the Small Cap Growth and SMid Cap Growth strategies.

Limits Advice to Certain Types of Investments.

SCA limits its investment advice to the following types of investments:

- Exchange-listed securities
- Securities traded over-the-counter
- Foreign issues traded on domestic exchanges

Advisory Services Tailored to Individual Needs of Clients

For the Summit Creek Portfolio Management Services, SCA will use discretion to supervise and direct the investments of the client's assets in accordance with the written investment objectives, policies, and reasonable restrictions that the client has furnished to SCA and according to any revisions thereto provided by the client. If stated within the Investment Management Agreement, SCA provides each client with an annual Compliance Certification verifying that SCA has structured the client's portfolio in a manner that is in compliance with the client's specified investment guidelines on file with SCA.

For the Summit Creek Strategist Services, SCA will provide investment recommendations and updates in accordance with the written investment objectives developed by SCA, as well as any reasonable restrictions that the institutional/corporate client has furnished to SCA and according to any revisions thereto provided by the client. If

stated within the Investment Management Agreement, SCA provides each institutional/corporate client with an annual Compliance Certification verifying that SCA has provided recommendations and updates for the client that are in compliance with the client's specified investment guidelines with SCA.

Item 5 – Fees and Compensation

Standard Fees

Advisory fees are paid quarterly in arrears and are calculated on the basis of a percentage of the assets under management for assets receiving Portfolio Management Services. For assets receiving Strategist Services, the advisory fees are paid quarterly in arrears and are calculated based upon a percentage of assets using a calculation formula agreed upon between SCA and the client.

SCA's basic fee for non sub-advisory accounts investing in the Small Cap Growth product is a 1% annual fee based on the value of the assets under management. For assets above $50 million, SCA offers fee breaks as outlined in the below table. Sub-advisory accounts investing in the Small Cap Growth product are typically charged an annual fee of less than 1% of the value of the sub-advised assets under management. In sub-advisory relationships, SCA may negotiate the fees set forth above based on factors such as the amount of assets under management.

Small Cap Growth Strategy Annual Fee Schedule
1% on the first $50 million in assets
0.95% on assets above $50 million up to $100 million
0.75% on assets over $100 million

The basic fee for SCA's SMid Cap Growth product is currently a 0.9% annual fee based on the value of assets under management. Sub-advisory accounts investing in the SMid Cap Growth product are typically charged an annual fee of less than 0.9% of the value of the sub-advised assets under management. In sub-advisory relationships, SCA may negotiate the fees based on factors such as the amount of assets under management.

SCA's basic fee for assets receiving Strategist Services will not exceed a 1% annual fee based on the value of the assets receiving the Strategist Services. For Strategist Services, SCA will negotiate the actual fee utilizing factors including the amount of assets invested by the client based on the investment recommendations and updates provided by SCA. The exact fee for services will be agreed upon and disclosed in the management agreement prior to services being provided.

If a client terminates their Portfolio Management Services or Strategist Services agreement with SCA during a quarter, the client will pay a prorated fee based on the actual number of days of the quarter for which services were rendered.

Fees for Services to Retirement Plan Sponsor Clients

For services to clients that are retirement plan sponsors, SCA typically will charge fees according to the Standard Fees information as described above. The fee is negotiable based upon the complexity of the plan, the size of the plan assets and the actual services requested.

SCA does not reasonably expect to receive any other compensation, direct or indirect, for its services provided to clients that are retirement plan sponsors. If we receive any other compensation for such services, we will (i) offset that compensation against our stated fees, and (ii) will disclose the amount of such compensation, the services rendered for such compensation and the payer of such compensation.

General Information on Fees

Brokerage commissions and/or transaction ticket fees charged by the custodian will be billed directly to the client. SCA will not receive any portion of such commissions or fees from the custodian or client. In addition, clients may

incur certain charges imposed by third parties other than SCA in connection with investments made through the account, including but not limited to IRA and qualified retirement plan fees.

Employee Accounts managed by SCA are not subject to any investment management fees. Fee waivers or discounts may also be offered to SCA employees' family members, which are not available to other clients.

Clients should note that similar advisory services may be available from other registered investment advisors for similar or lower fees.

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

Item 6 is not applicable to SCA. We do not currently charge or accept performance-based fees. Performance-based fees are fees based on a share of capital gains on, or capital appreciation of, the assets held within a client's account.

Item 7 – Types of Clients

SCA generally provides investment advice to the following types of clients.

- Individuals (other than high net worth individuals)
- High Net Worth Individuals
- Pooled Investment Vehicles
- Pension and profit-sharing plans (ERISA and Non-ERISA)
- Trusts, estates, or charitable organizations (including foundations, endowments)
- State/Municipal Government Entities
- Corporations or business entities other than those listed above
- Banking Institutions
- Collective Investment Trusts

All clients must enter into a written investment advisory agreement before the commencement of any investment advisory relationship with SCA.

Minimum Investment Amounts Required

SCA generally requires that clients have assets of $5 million or more. However, smaller accounts may be solicited or accepted at the discretion of SCA. There are no minimum fees.

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

Methods of Analysis

SCA uses a fundamental method of analysis in formulating investment advice. This is a method of evaluating a security by attempting to measure its intrinsic value by examining related economic, financial and other qualitative and quantitative factors. Fundamental analysts attempt to study everything that can affect the security's value, including macroeconomic factors (like the overall economy and industry conditions) and individually specific factors (like the financial condition and management of companies). The end goal of performing fundamental analysis is to produce a value that an investor can compare with the security's current price in hopes of figuring out what sort of position to take with that security (underpriced = buy, overpriced = sell). This method of security analysis is quite different from technical analysis. Fundamental analysis is about using real data to evaluate a security's value. Although most analysts use fundamental analysis to value stocks, this method of valuation can be used for most types of securities.

Investment Strategies

SCA's investment universe for the Small Cap Growth portfolio products generally consists of stocks with market capitalizations between $250 million and $7.4 billion based on the annual rebalance of the Russell 2000 Growth Index. From time to time, SCA may hold or purchase stocks that lie above this stated market capitalization range. We further refine this universe through a selection process that screens for consistent historical sales and earnings growth, projected double-digit growth, high return on equity, low debt-to-capital and high inside ownership. Ideal candidates meet most or all of these criteria with a particular emphasis on sustainability of growth for a multiyear period. Purchase candidates are generated through screening, investment conferences, company visits and meetings with industry analysts. In general, approximately 100 stocks are monitored that meet our investment criteria. As a team, we utilize the judgment developed over our many years of experience to identify the 45 to 55 most suitable companies to be included in the Small Cap Growth portfolio.

The investment universe for the SMid Cap Growth portfolio product generally consists of stocks with market capitalizations between $250 million and $18.6 billion based on the annual rebalance of the Russell 2500 Growth Index. From time to time, SCA may hold or purchase stocks that lie above this stated market capitalization range. Similar to the process applied to the Small Cap Growth portfolio product, the SMid Cap Growth investment universe is refined through a selection process that screens for consistent historical sales and earnings growth, projected double-digit growth, high return on equity, low debt-to-capital and high inside ownership. Ideal candidates meet most or all of these criteria with a particular emphasis on sustainability of growth for a multiyear period. Purchase candidates are generated through screening, investment conferences, company visits and meetings with industry analysts. In general, approximately 100 stocks are monitored that meet our investment criteria. As a team, we utilize the judgment developed over our many years of experience to identify the 45 to 65 most suitable companies to be included in the SMid Cap Growth portfolio.

If a stock passes our quantitative screen for each portfolio product, an in-depth analysis is conducted to determine whether the historical growth is sustainable. This phase of the process includes detailed discussions with company management and sell-side analysts. Throughout the analytical process, questions arise as to the strength of a particular business. Each security is sponsored by an individual Analyst or Portfolio Manager who is responsible for fundamental analysis, modeling and any follow-up. We place particular emphasis on research of bearish analysts to better understand the risks and whether they are manageable. The ideal SCA investment has a large addressable market with clear secular growth drivers, a high degree of revenue visibility, sustainable competitive advantages and a management team that tends to under promise and over deliver. Recognizing that these traits can result in a highly valued stock, we do our best to identify good growth companies while they are still under-followed by Wall Street.

The final step in the process is buying a stock at the proper valuation. Generally, a stock must have a projected 12-month return of at least 20% to qualify for purchase. Typically, securities are purchased at price to earnings ratios below company growth rates. The initial position in a security is typically 1.0-1.5% of the portfolio. As we gain confidence with a holding, the position may be increased.

Once a stock is in a portfolio, we continue to perform rigorous research. Discussions with company management and key analysts are of critical importance. In addition, an earnings model is constructed on each company to enhance our understanding of the business and sensitivity of earnings to changing growth or margin assumptions. The constant dialog with management and analysts helps determine, via our research mosaic, whether our estimates may be too conservative or aggressive. Also, we continue to consider any bear case, seeking to assure position weight reflects the current risk profile. A Valuation Model is used to augment portfolio returns by actively changing position size. Taking advantage of short-term market emotions, we sell into periods of stock price excess and buy during price weakness to attempt to moderate risk and enhance returns. Day to day research updates with management teams and analysts along with continuous review of our valuation model drives portfolio construction. All accounts within a portfolio product are managed identically allowing full focus on the investment process.

The construction process occurs from the bottom up. Position size reflects our best assessment of the risk profile of a company. In the earlier stage, higher growth and more unproven business models are generally 1.0 to 1.5% positions while companies in which we have a higher level of confidence and have very stable business models tend

to be larger positions (up to a maximum of 5% in both the Small Cap Growth and SMid Cap Growth strategies). We do not manage to sector/industry weights although we are aware of benchmark sector weights. We do not exclude sectors although our focus on consistent and sustainable growth typically results in most names falling into the traditional growth sectors of consumer, healthcare and technology. We do not sell a stock just because it reaches a certain market cap as long as the fundamentals and valuation remain intact. In addition, sector weights are not allowed to exceed two times the weights of the applicable index. For the Small Cap Growth strategy, the weighted portfolio P/E is generally close to that of the Russell 2000 Growth Index though revenue and earnings growth, return on equity and management stock ownership far exceed index metrics. The weighted portfolio P/E for the SMid Cap Growth strategy is generally close to that of the Russell 2500 Growth Index.

Risk of Loss

Past performance is not necessarily indicative of future results. Therefore, no current or prospective client should assume that future performance of any specific investment or investment strategy will be profitable. Investing in securities involves risk of loss. Further, depending on the different types of investments there may be varying degrees of risk. Clients and prospective clients should be prepared to bear investment loss including loss of original principal.

SCA manages a portfolio of 45-55 small cap stocks for the Small Cap Growth strategy, while the SMid Cap Growth strategy portfolio consists of 45-65 securities. Market and liquidity risks are involved in this type of investment. Market risk is the risk that the value of an individual stock will go down, resulting in a decrease in the value of the investment portfolio. Liquidity risk is the risk that an individual stock cannot be traded quickly enough to prevent a loss or to preserve a profit.

Item 9 – Disciplinary Information

SCA has determined there are no legal or disciplinary events that are material to a client's or prospective client's evaluation of our advisory business, or the integrity of our management.

Item 10 – Other Financial Industry Activities and Affiliations

SCA and its principal executive officers are not actively engaged in any business other than giving investment advice.

SCA is **not** and does **not** have a related company that is a (1) municipal securities dealer, government securities dealer or broker, (2) investment company or other pooled investment vehicle (including a mutual fund, closed-end investment company, unit investment trust, private investment company or "hedge fund," and offshore fund), (3) other investment adviser or financial planner, (4) futures commission merchant, commodity pool operator, or commodity trading advisor, (5) banking or thrift institution, (6) accountant or accounting firm, (7) lawyer or law firm, (8) pension consultant, (9) real estate broker or dealer, or (10) sponsor or syndicator of limited partnerships.

Item 11 – Code of Ethics, Participation in Client Transactions and Personal Trading

SCA has established, maintains and enforces a Code of Ethics ("the Code") that sets forth the standards of conduct expected of employees, requires compliance with the federal securities laws, and upholds SCA's fiduciary duties. SCA's reputation and success require adherence to high ethical standards. SCA's goal is to create an environment in which ethical behavior is actively thought about and practiced.

Fiduciary Status and Conflicts of Interest

The Code requires that SCA conduct its business consistent with its status as a fiduciary to its clients and has affirmative duties of care, loyalty, honesty and good faith in connection with all of its activities. This includes putting client interests first at all times.

The Code requires that employees avoid conflicts of interests in their personal and business activities. A conflict of interest exists when an employee has a personal interest in a matter that may be inconsistent or incompatible with the employee's obligation to exercise his or her best judgment in pursuit of the interest of SCA and its clients or where an outside activity encroaches on the time an employee should devote to the affairs of SCA.

With respect to all employees, the Code specifically addresses and either prohibits or sets forth certain reporting and pre-approval requirements concerning (1) the receipt of gifts and entertainment; (2) the provision of gifts and entertainment; and (3) outside activities of employees. With respect to employees involved in making and executing securities recommendations for client accounts or who have access to such information ("Access Persons"), the Code contains a number of policies and procedures to address conflicts of interest based on the fundamental principle that Access Persons owe their chief duty and loyalty to SCA's Clients. SCA considers all employees to be Access Persons. Under the policies and procedures, Access Persons, among other things, are:

- Required to provide the firm with information concerning personal securities transactions (including any mutual funds for which SCA serves as investment adviser or subadviser) such as initial and annual holdings reports, quarterly transaction reports and copies of brokerage statements and transaction confirmations;
- Prohibited from investing in initial public offerings, short-term trading (including market timing of mutual funds), and excessive personal trading;
- Required to obtain approval before engaging in personal securities transactions for Reportable Securities as defined by the Code; and
- Restricted from transacting in any security which is held in one of SCA's strategies, unless the transaction is made in an account managed by SCA.

SCA has established a relationship where Model Portfolio Strategist services are provided to a client who is also a broker-dealer through whom security transactions for discretionary client accounts are executed. When selecting a broker-dealer to execute discretionary client account transactions, SCA takes into consideration the quality and quantity of research and research materials provided to the firm by the broker-dealer, as well as their execution capability and trading expertise. SCA evaluates the overall reasonableness of the brokerage commissions or other transaction costs on client transactions on the basis of our trading experience, taking into account such factors as current market conditions, size and timing of the order, depth of the market, per share price, difficulty of execution and financial responsibility. Oversight of commission totals and soft dollar considerations is provided by the Trade Management Oversight Committee no less than quarterly.

Confidentiality

SCA and all employees have a duty to ensure the confidentiality of client information, including client holdings, transactions and securities recommendations. To guide and monitor this duty, SCA has adopted the Code and certain related policies and procedures. Access Persons are specifically prohibited from divulging any client holdings, any recommendations made to a client, or any contemplated or completed securities transactions or trading strategies, except as required in the performance of his or her duties and only to the extent such other person has a need to know such information to perform his or her duties.

Employees are also required to keep any material non-public information (as defined in the Code) secure. To the extent employees become aware of material non-public information concerning the securities of an issuer, the Code prohibits trading on such information or disclosing such information to others except the Chief Compliance Officer. Upon a determination that SCA possesses material non-public information, no clients or employees are allowed to trade in the securities of the issuer until this information becomes public knowledge.

Administration and Enforcement of the Code

With respect to administration and enforcement, the Code requires that:

- All employees receive a copy of the Code (and amendments to it) and certify initially and annually thereafter that they have received, read and understand the Code, recognize that they are subject to it and will comply with it;
- Any employee who discovers a violation or suspected violation of the Code (including his or her own) must promptly report the matter to the Chief Compliance Officer, that such reports will be treated confidentially to the extent permitted by law and will be investigated promptly and appropriately, and that retaliation against individuals who report violations or suspected violations of the Code in good faith is prohibited;
- The Chief Compliance Officer has primary responsibility for determining whether violations of the Code have occurred and if so, for recommending any sanctions with respect to violations, but that ultimate responsibility for determining sanctions rests with the SCA's Principal Owners; and
- Violators may be terminated, suspended, reduced in salary or position or sanctioned in any other manner in the discretion of the person or persons enforcing the Code and that, in addition to sanctions, violations may result in referral to civil or criminal authorities where appropriate.

The Code also sets forth the Chief Compliance Officer's responsibilities, which include reviewing information relating to personal securities transactions, investigating potential Code violations, distributing and updating the Code as necessary, recordkeeping, and an annual review of the Code's operation to determine its adequacy and the effectiveness of its operation.

The results of such review are reported to the SCA Principal Owners.

Clients or prospective clients may obtain a copy of the Code of Ethics by contacting SCA.

Item 12 – Brokerage Practices

Selection of Broker Dealers

In determining the broker-dealers through whom to execute securities transactions for client accounts, and commission rates and other transaction costs to be paid, SCA seeks to obtain the best price and execution quality for its transactions. Consequently, SCA selects broker-dealers primarily on the basis of their execution capability and trading expertise. SCA also determines the overall reasonableness of the brokerage commissions or other transaction costs on client transactions on the basis of trading experience, taking into account such factors as current market conditions, size and timing of the order, depth of the market, per share price, difficulty of execution and financial responsibility. While SCA will generally seek reasonably competitive commission rates in connection with a brokerage transaction on behalf of its clients, clients will not necessarily pay the lowest commission or markup.

Transactions executed for clients in the NASDAQ market may be executed either on an agency or a principal basis. Client transactions effected on an agency basis are made with broker-dealers who act as intermediary between the client and the buyer or seller and who charge a commission for the service. Client transactions effected on a principal basis are made with a broker-dealer who buys securities from or sells securities to clients from their own account on a net basis after deducting the broker-dealer's premium on the transaction. Because SCA believes that agency trading of NASDAQ securities is favorable to clients under most circumstances, SCA will generally effect transactions with broker-dealers who execute NASDAQ trades on an agency basis. However, if situations arise in which a principal execution would result in better execution, SCA will seek broker-dealers to effect the transaction on a principal basis.

SCA periodically reviews its best execution policies in light of current market circumstances and published statistical studies and other available information.

Aggregating Orders

SCA will frequently aggregate multiple contemporaneous client purchase or sell orders into a block order for execution. Calculation of such an aggregated order is done via trading software. The trading software keeps track

of the allocation of the order among various accounts participating in the trade, and the executed order is then allocated according to the original calculated allocation. If the aggregated order is not filled in its entirety, the partially filled order is allocated pro rata. By aggregating orders of separate clients, SCA can ordinarily negotiate commissions that are lower than what commissions would be if orders were not aggregated. Clients' accounts for which orders are aggregated receive the average share price of such transaction, which could be higher or lower than the actual price that would otherwise be paid by such client absent the aggregation of orders. Any transaction costs incurred in the aggregated transaction will be shared pro rata based on each client's participation in the transaction. Separate documentation relating to the transaction is generated and maintained for each client participating in an aggregated trade.

If, subsequent to the placing of the order, the allocation must be changed for certain reasons (for example, a client withdraws cash from an account scheduled to participate in the order), such change in allocation will be provided to a Principal Owner for review.

As described above, SCA maintains client relationships that utilize SCA's Strategist Services. Securities suggestions and updates provided to clients utilizing the Strategist Services reflect the model portfolio positions as of the previous business day's market close. As buy or sell orders initiated for discretionary clients may take multiple days to complete, the recommendations for the Strategist Services that SCA provides to a client may reflect recommendations being made by SCA simultaneously to, or investment advisory decisions made simultaneously for, SCA's similarly managed discretionary clients. As a result, SCA may have begun trading before or at/near the same time the Strategist Services client has received or had the opportunity to evaluate or act on SCA's recommendations. In this circumstance, trades ultimately placed by the Strategist Services client may be subject to price movements, particularly with large orders or where the securities are thinly traded, that may result in the Strategist Services client receiving prices that are more or less favorable than the prices obtained by SCA for its discretionary accounts. Similarly, the Strategist Services client may initiate trading based on SCA's recommendations at/or near the same time as trading for SCA discretionary client accounts. Particularly with large orders where the securities are thinly traded and cannot be completed within the trading day, this could result in SCA's discretionary clients receiving prices that are more or less favorable than prices that might otherwise have been obtained absent the Strategist Services client's activity. Because SCA does not control the Strategist Services client's execution of transactions, SCA cannot control the market impact of such transactions to the same extent that it would for its discretionary client accounts.

Schwab Platform

SCA has established an account with Schwab Advisor Services, a division of Charles Schwab & Co., Inc, a FINRA-registered broker-dealer, to maintain custody of assets and to effect trades for those clients wishing to subscribe to this platform (the "Schwab Platform" or "Platform"). Transactions in client accounts on the Schwab Platform are aggregated with other Platform client accounts, when possible, but those orders will generally not be effected until after the aggregated order for other clients has been completed or otherwise paused in order to "catch-up" such Platform accounts. As a result, the prices on subsequent Platform trades may be less favorable than if the client was not on the Platform. When SCA implements trades on an aggregated basis through its recommended broker-dealer, it is not possible to include Schwab Platform trades with the aggregated trades. If subscribed to the Platform, a client will not receive the potential benefit of SCA's good faith selection of a broker-dealer to provide best price and execution on a particular trade, as all Platform trades will be executed by Charles Schwab. As a result, the client may receive less favorable prices and execution than would otherwise be the case if the client was not on the Platform.

Schwab Advisor Services may make available to SCA certain products and services that benefit SCA but may not directly benefit clients' accounts. These may include software and other technology to facilitate trade aggregation and execution, recordkeeping, client reporting, and receipt of client fees. Some of these products and services may be used to service all or a substantial number of SCA's accounts, including accounts not on the Schwab Platform.

Schwab Advisor Services may also provide other benefits such as educational events or occasional business entertainment of SCA personnel. While as a fiduciary, SCA endeavors to act in its clients' best interests, SCA's

offering of the Schwab Platform to its clients may take into account availability of some of the foregoing products and services and other arrangements not solely on the nature of cost or quality of custody and brokerage services provided by Schwab, which may create a conflict of interest.

Client Directed Brokerage

A client for whom SCA provides discretionary investment management services may request or instruct SCA to direct all or a portion of the securities transactions for its account to a specified broker-dealer. SCA will treat the client's direction as a decision by the client to retain, to the extent of the direction, the discretion that SCA would otherwise have in selecting broker-dealers to effect transactions and in negotiating transaction costs generally for the client's account. Although SCA will attempt to effect such transactions in a manner consistent with its policy of seeking best execution and price on each transaction, there may be occasions where it is unable to do so, in which case SCA will continue to comply with the client's instructions on a foregoing basis. In connection with the direction, the client should also consider whether, under its direction, transaction costs, execution, clearance and settlement capabilities, and fees for custodial or other services provided to the client by the broker-dealer (if applicable) will be comparable to those otherwise obtainable. A client considering a directed brokerage arrangement should also understand that it may lose the possible advantage that other clients derive from the aggregation of orders for several clients in a single transaction for the purchase or sale of a particular security.

Clients choosing to direct all or a portion of securities transactions to a specified broker-dealer should be aware that, pursuant to SCA's directed brokerage policy, unless the broker-dealer effecting the aggregated order is willing to step out client directed commissions, directed trades will customarily be effected after the aggregated order for other clients, including Schwab Platform clients. In SCA's experience, the price for the subsequent directed trade may be less favorable to the client.

In the event that a client directs SCA to direct a stated percentage of brokerage for a client's account to a specified broker-dealer, SCA will use its discretion in selecting the transactions it selects to implement the client's direction. Under certain circumstances, SCA may not be able to meet client's directed brokerage targets. In the case of a large aggregated order for all accounts, SCA prefers not to separate an account out for client direction to a different broker-dealer if SCA is concerned about a rapid price movement.

SCA Employee Accounts

As previously explained, SCA manages Employee Accounts, some of which were created to establish a track record of performance of investment strategies for marketing purposes. The Employee Accounts are subscribed to the Schwab Platform, and as such their transactions are generally aggregated with other Platform client accounts, but those orders will not customarily be effected until after the aggregated order for other clients has been completed or otherwise paused in order to "catch-up" such Platform accounts. This could result in the Employee Accounts receiving prices that are more or less favorable than the prices that were obtained in other client accounts; however, the Employee Accounts will customarily receive the same average price as all accounts on the aggregated Platform orders.

Soft Dollar Policy

SCA's soft dollar policy is prefaced on the principle that brokerage is the property of the client. With this in mind, SCA seeks to obtain best execution, minimize transaction costs and use brokerage to benefit clients when effecting transactions.

Soft dollar arrangements, as defined in the CFA Institute Soft Dollar Standards, refer to an arrangement where an investment advisor directs transactions to a broker/dealer in exchange for brokerage and research services. These arrangements can include both proprietary and third-party research arrangements but do not include client directed brokerage arrangements. The commission rates paid by the investment adviser in these arrangements is typically higher than the lowest commission rate available.

The SEC has also provided guidance for the use of soft dollars under Section 28(e) of the Securities Exchange Act of 1934 (the "Act"). Section 28(e) provides certain "safe harbor" provisions that provides that an investment advisor with investment discretion over a client account is not in violation of its fiduciary duties when paying more than the lowest commission rate available. To rely on these safe harbor provisions, the investment manager must determine in good faith that the commission rate paid is reflective of the value of brokerage and research services provided by the broker-dealer. SCA considers research received from approved broker-dealers to be consistent with the definitions provided under Section 28(e) of the Act.

SCA may cause an account to pay a broker-dealer a commission higher than that which another broker-dealer might have charged for effecting the same transaction in recognition of the value of brokerage and research provided by the broker-dealer; provided that it has determined in good faith, that the amount of such commission is reasonable in relation to the value of the brokerage and research provided by such broker-dealer, viewed in terms of either that particular transaction or the overall responsibilities of SCA in managing its accounts. SCA believes that it is able to negotiate costs on client transactions which are competitive and consistent with achieving best execution. In situations where SCA believes that executing trades through a broker-dealer would not result in achieving best execution, the broker-dealer may be compensated for research provided to SCA through the use of Commission Sharing Arrangements ("CSA"). This CSA is established through SCA's soft dollar broker-dealers.

Research services furnished by brokers through whom SCA effects securities transactions are used by SCA in carrying out its investment management responsibilities with respect to all the client accounts over which it exercises investment discretion. SCA believes that most research services obtained generally benefit most or all of the accounts which it manages, although not all such services may be used by SCA in connection with the accounts which paid commissions to the broker providing such services. In addition, SCA may engage in soft dollar arrangements prior to fulfilling client requests for client-directed brokerage arrangements.

SCA may acquire research in soft dollar arrangements which is also used by SCA for purposes other than providing assistance to its investment decision-making process (a "mixed-use" product or service). In such circumstances, SCA will make a good faith allocation of the cost of the product or service between soft dollars and hard dollars.

SCA does not enter into contractual agreements or understandings with any broker regarding the placement of securities transactions because of research services they provide. SCA is not affiliated with any broker-dealer. SCA selects brokers primarily on the basis of their execution capabilities and trading expertise; however, the direction of transactions to such brokers may also be based on the quality and amount of the research and research-related services they provide to SCA and directly to our clients. SCA has determined that only trades executed on an agency basis will be utilized for soft dollar arrangements.

Item 13 – Review of Accounts

SCA encourages frequent account reviews with clients, particularly early in the relationship. Generally, formal performance reviews are held no less than annually, and may be conducted more frequently upon request or based on client needs. Frequent communication is required where, for example, client circumstances change or when discussion or shifts in SCA's investments posture is appropriate.

Account Reports

For clients who have contracted for the Summit Creek Portfolio Management Services, the clients or their custodial banks are regularly furnished with (i) portfolio appraisal reports, (ii) transaction reports, (iii) performance reviews, and in some instances, (iv) confirmations of each trade. Clients who have contracted for the Summit Creek Strategist Services will generally not receive reports or performance reviews from SCA. All reports, other than confirmations and account statements that are issued directly from the account custodian, are sent by SCA to clients on a monthly, quarterly or semi-annual basis, based upon the client's requests. Clients should compare all reports received directly from SCA against the statements received from the account custodian and any discrepancies should be immediately reported to SCA and/or the account custodian.

Portfolio appraisal reports contain the number of shares of each security in a client's account, each securities' industry classification, cost price and cost value, market price and market value, the respective percentage of the portfolio, estimated annual income, if any, current yield and total market value.

Transaction summaries show the activity in any one account and include the security, the number of shares of each security purchased, sold or otherwise acquired or disposed of and proceeds or disbursements.

Performance reviews contain information as to the market value of the total portfolio, contributions and withdrawals, rate of return and comparisons to various published indices. These reviews reflect this information by month, by quarter and by year and rate of return since the inception of the account. SCA will work with clients individually to meet their reporting needs.

Confirmations contain the name of the executing broker-dealer, the account name, the name of the security, as well as transaction charges such as commissions, taxes, SEC fees, and the market where the order was executed as well as trade and settlement dates. Confirmations are sent by the executing broker-dealer or, in some cases, through the automated system of the Depository Trust Clearing Corporation to a client or its custodian bank after each execution of a transaction in the account.

In addition, for clients who have contracted for our Summit Creek Portfolio Management Services, SCA will provide commission statements which set forth the commissions paid by the account on all transactions since the beginning of the calendar year in terms of total dollars upon client request. This statement also reflects the names of the executing broker-dealers and whether such broker-dealers were selected by SCA or at the direction of the client. Special reports, which are tailored to meet specific client requirements, may also be provided to clients upon request.

Item 14 – Client Referrals and Other Compensation

Other Compensation

For additional discussion on other compensation received by SCA, please refer to Item 12 – Brokerage Practices. Other than as described in Item 12, SCA doesn't receive any economic benefits related to its provision of advisory services.

Client Referrals

SCA does not directly or indirectly compensate any person for client referrals.

Item 15 – Custody

Custody has been defined as having access or control over client funds and/or securities, but does **not** include the ability to execute transactions in client accounts. Custody is not limited to physically holding client funds and securities. If an investment advisor has the ability to access or control client funds or securities, the investment advisor is deemed to have custody for purposes of the Investment Advisers Act of 1940 and must ensure proper procedures are implemented.

SCA is deemed to have custody of client assets for those accounts where the client has authorized SCA to deduct advisory fees directly from their custodial accounts. However, this is the only form of custody SCA will ever maintain.
With the exception of clients on the Schwab Platform, SCA allows clients to select their own qualified custodians. Clients or an independent representative of the client will direct, in writing, the establishment of all accounts with the qualified custodian and therefore are aware of the custodian's name, address and the manner in which the funds or securities are maintained. Account statements are delivered directly from the qualified custodian to each client, or the client's independent representative, at least quarterly. Clients should carefully review those statements.

When clients have questions about their account statements, they should contact SCA or the qualified custodian preparing the statement.

When fees are deducted from an account, SCA is responsible for calculating the fee and delivering instructions to the custodian. At the same time SCA instructs the custodian to deduct fees from your account, SCA will send you an invoice itemizing the fee. Itemization will include the formula used to calculate the fee, the amount of assets under management the fee is based on, and the time period covered by the fee.

Item 16 – Investment Discretion

For clients who have contracted for the Summit Creek Portfolio Management Services, upon receiving written authorization from the client, SCA will provide discretionary investment advisory services for client accounts. Any such written authorization from the client must be granted in the contract for services.

The Summit Creek Portfolio Management Services are discretionary investment management services for which SCA generally manages the client's portfolio and makes investment decisions without consultation with the client. This involves determinations regarding which securities are bought and sold for the account, the total amount of the securities to be bought and sold, the broker-dealers with whom orders for the purchase or sale of securities are placed for execution, the price per share and the commission rates at which securities transactions are effected.

In some instances, SCA's discretionary authority in making these determinations may be limited by conditions imposed by clients in their investment guidelines, objectives or in instructions otherwise provided to SCA. SCA's discretionary authority may also be limited by directions from a client to have transactions effected through specified broker-dealers that provide portfolio evaluation or other consulting services to the client deemed to be of value to the client.

Item 17 – Voting Client Securities

Pursuant to Rule 206(4)-6 under the Investment Advisers Act of 1940, SCA has adopted a Proxy Voting Policy pursuant to which, if SCA has agreed to vote proxies on a client's behalf, SCA will vote such proxies or other beneficial interest in an equity security prudently and solely in the best long term economic interest of its advisory clients and their beneficiaries, considering all relevant factors and without undue influence from individuals or groups who may have an economic interest in the outcome of a proxy vote.

SCA has contracted the services of a third party vendor to facilitate the voting of proxies for its clients. For all proxy votes, the Portfolio Managers are provided with a summary of the third party vendor's voting recommendations. The Portfolio Managers review this summary and determine if the recommendations are in the best long-term economic interest of the clients and their beneficiaries. If the Portfolio Manager determines that a recommendation is not in the best interests of the clients, the revised voting instructions are provided to the third party vendor for implementation.

Clients of SCA may obtain a record of the proxy votes free of charge by calling us at (612) 746-8980 or by submitting a written request to Summit Creek Advisors, LLC, 120 South Sixth Street, Suite 2200, Minneapolis, MN 55402.

Class Action Lawsuits

Clients retain the right under applicable securities laws to initiate individually a lawsuit or join a class-action lawsuit against the issuer of a security that was held, purchased or sold by or for the Client by SCA. SCA does not generally initiate such a legal proceeding on behalf of its clients and does not provide legal advice to clients regarding potential causes of action against such a security issuer and whether any client should join a class-action lawsuit. SCA recommends that clients seek legal counsel prior to making a decision regarding whether to participate in such a class-action lawsuit. Moreover, SCA's services do not include informing clients of any potential or actual class-action lawsuits against the issuers of the securities that were held, purchased or sold by or for client.

Item 18 – Financial Information

This item is not applicable to SCA's brochure. SCA does not require or solicit prepayment of more than $1,200 in fees per client, six months or more in advance. Therefore, SCA is not required to include a balance sheet for its most recent fiscal year. SCA is not subject to a financial condition that is reasonably likely to impair its ability to meet contractual commitments to clients. Finally, SCA has not been the subject of a bankruptcy petition at any time.