

Season Investments

Client Relationship Summary – March 20, 2024 Update

Summary of material changes:

- Since previous filing dated March 30, 2023, the CRS has been updated to reflect that Season Investments Alternative Credit & Equity Fund, LP reimburses Season for certain administrative costs incurred on its behalf.



CLIENT RELATIONSHIP SUMMARY

March 20, 2024

Season Investments, LLC ("Season") is registered with the Securities and Exchange Commission ("SEC") as a Registered Investment Adviser. There can be material differences between "brokerage" services and fees offered by firms registered as broker dealers and "advisory" services and fees offered by firms registered as investment advisers such as ours. It's important for investors to know the difference between the two. Free and simple tools are available to research firms and financial professionals at [Investor.gov/CRS](https://investor.gov/CRS), which also provides educational materials about broker-dealers, investment advisers and investing.

What investment services and advice can you provide me?

Season provides three types of investment advisory services to retail investors:

Portfolio Management

We provide portfolio management services pursuant to the objectives and constraints of each client. Investment strategy is determined and implemented on a client by client basis, and each portfolio is governed by an Investment Policy Statement. Accounts are generally managed on a discretionary basis, although discretionary authority may be limited by a client's Investment Policy Statement in certain circumstances. Our investment recommendations are not limited to any specific product or service and may include advice regarding a wide variety of investment types. Season requires a minimum portfolio size of \$500,000 for new portfolio management clients. All new clients are subject to a minimum quarterly fee of \$2,500.

Financial Planning

We offer financial planning services in order to help our clients define their financial objectives and develop strategies for reaching those objectives. These services may include identifying and rectifying financial problems, cash flow and budget management, balance sheet optimization, asset management, retirement planning, tax planning, risk analysis, insurance planning, education funding and planned charitable giving. Financial planning may not be offered to or desired by all of our clients, and services will be customized to each client's specific needs and desires.

Investment & Wealth Consulting

We provide investment and wealth consulting to select individuals and/or institutions that wish to engage us for services other than financial planning and portfolio management. Such services may include assisting with investment policy development, asset allocation strategy, manager selection and oversight, risk management, performance reporting, ongoing oversight of alternative, illiquid or complex investments or overall wealth management strategies.

Season Investments Alternative Credit & Equity Fund, LP

Season serves as investment adviser to the Season Investments Alternative Credit & Equity Fund, LP, a Delaware limited partnership (the "Fund"). The primary investment objective of the Fund is to preserve and grow capital by investing in a mix of non-cyclical, recession resilient investments with the objective of earning superior risk adjusted returns over full economic cycles. The Fund's returns are expected to exhibit low correlation to public markets (both bonds and equities) and the overall economy. Returns are expected to come from a combination of capital appreciation and current income sourced through opportunities in alternative equity and credit investments. An investment in the Fund is generally limited to "accredited investors" as defined in Rule 501(a) of Regulation D and "qualified clients" as defined in Rule 205-3 of the Investment Advisers Act of 1940, and Season may recommend its clients invest in the Fund.

More detail regarding our services can be found in our ADV Part 2A [here](#).

What fees will I pay?

Our standard management fee schedule is as follows:

1.00% per annum	on the first \$2,000,000
0.50% per annum	on all assets thereafter

This fee schedule is subject to negotiation in certain instances, and from time to time we may offer a customized fee structure for clients with unique needs or circumstances. Clients are billed in advance at the beginning of each calendar quarter based upon the previous quarter's ending portfolio value, or per the client's customized fee schedule. Our standard management fee schedule creates a conflict of interest in that we are incentivized to encourage you to increase the assets under our management in order to earn higher fees.

Conversation Starters

Given my financial situation, should I choose to hire an investment advisory firm?

How will you choose investments to recommend to me?

What is your relevant experience, including your licenses, education and other qualifications?

The Season Investments Alternative Credit & Equity Fund, LP (the "Fund") reimburses Season for certain administrative costs incurred on its behalf. The Fund's general partner (an affiliate of Season) is entitled to a 10% performance allocation on all net profits, subject to a high-water mark. Season may recommend its clients invest in the Fund. If such investment is made, all Fund-level fees will be waived for such client for as long as the advisory relationship remains active, and the investment in the Fund will be counted as an asset in their managed portfolio for billing purposes.

Conversation Starters

Help me understand how these fees and costs might affect my investments.

If I give you \$10,000 to invest, how much will be paid in fees and expenses?

One of our professionals is a licensed life insurance agent, and as such may be in a position to earn additional compensation from writing life insurance policies. This presents a conflict of interest to the extent that we may recommend pursuing insurance coverage which results in a commission for one of our team members. Such recommendations do not occur frequently and are generally limited to standard term life insurance.

All fees paid to Season are separate and distinct from the fees and operating expenses charged by mutual funds, ETFs or any other separately-managed fund product. Clients are also responsible for the fees and expenses charged by custodians, including transaction fees and account maintenance fees. You will pay fees and costs whether you make or lose money on your investments. Fees and costs will reduce any amount of money you make on your investments over time. Please make sure you understand what fees and costs you are paying. More detail can be found in our ADV Part 2A [here](#).

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

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

As identified by the SEC, four common examples of conflicts of interest for investment advisers are: 1) selling/recommending proprietary products, 2) accepting third-party payments from product sponsors, 3) revenue sharing with referral sources and 4) principal trading.

The most common form of a conflict of interest that we experience is relational in nature. Rather than being explicitly monetary, there might be relational benefits to making certain investment recommendations. As an example, we once recommended an investment in an apartment development sponsored by a firm where we had personal and business relationship with a retired principal. A potential conflict existed in that we might gain some "relational capital" with that individual by recommending an investment with his prior firm. We also recommend clients invest in the Season Investments Alternative Credit & Equity Fund, LP. Although we do not earn additional fees when clients invest, we may benefit indirectly from the Fund accumulating a larger amount of assets. For instance, as assets grow, the Fund may gain in credibility and become more marketable to investors (other than our clients), which would result in a greater opportunity for fees to be earned by our firm and its affiliates. We try to be as transparent and up front as we can with our clients when these potential conflicts exist. A more detailed discussion related to conflicts of interest can be found in our ADV Part 2A [here](#).

Conversation Starters

How might your conflicts of interest affect me, and how will you address them?

How do your financial professionals make money?

All of our financial professionals earn a preset salary or hourly wage. Compensation is not tied to the amount of client assets directly overseen or the specific investment recommendations made. Other than for life insurance, none of our financial professionals earn any sort of commission, trail or kick-back and therefore do not have any financial conflict of interest in making any specific investment recommendation. David Houle and Elliott Orsillo, as the firm's owners, have an ongoing interest in the profits of the firm beyond their base compensation.

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

Yes. In 2017 Season discovered that a local real estate company with which some Season clients had made hard-money loans was engaged in criminal activity and defrauding Season and its investors as well as numerous other investors across the country. Season promptly reported their

findings to the authorities, subsequently cooperating in the resulting investigations. The fraud's perpetrator ultimately pled guilty to criminal charges and was sentenced to time in prison. Despite alerting the authorities to the fraudulent conduct, the staff of the Colorado Division of Securities conducted an examination of Season resulting in allegations that Season, Mr. Houle and Mr. Orsillo had breached their collective fiduciary duties to clients by failing to obtain ownership and encumbrance reports or title insurance from a reliable third party, failing to disclose this fact, and failing to verify that its clients had a first position lien on the loans. In 2018, without admitting or denying the Staff's

Conversation Starters

As a financial professional, do you have any disciplinary history?

For what type of conduct?

allegations, Season, Mr. Houle, and Mr. Orsillo entered into an agreed Stipulation for Consent Order, which did not include a monetary fine but only required them to take certain remedial actions. Subsequently, a panel of their peers at the CFA Institute also examined the above claims and determined that no breach of the Institute's standards of loyalty, prudence and care had occurred. Investors can access the SEC's tool for researching financial advisors and firms here: [Investor.gov/CRS](https://www.investor.gov/crs).

Investors can find more information about our services on our [website](#) or in our ADV Part 2A [here](#). A copy of this CRS can be requested at any time by calling our office at (719) 528-8400 or emailing us at info@seasoninvestments.com.