

Form CRS - Stonebridge Capital Advisors, LLC

June 22, 2020

Introduction:

Stonebridge is an independent SEC-registered investment advisor and, as such, we provide advisory services rather than brokerage services. Brokerage and investment advisory services and fees differ. It is important you understand the differences. Free and simple tools are available to research firms and financial professionals at the SEC's investor education website: [Investor.gov/CRS](https://www.investor.gov/CRS)

Relationships and Services

What investment services and advice can you provide me?

We offer customized investment advisory and private wealth management services. As a part of these services, we strive to fully understand your unique needs and objectives and establish individualized strategies to help us meet them.

Relationships are strengthened by regular communication and portfolio reviews. We develop and document in your investment management agreement personalized investment strategy guidelines including; time horizon, risk tolerance and liquidity needs.

Monitoring –Initially we review your portfolio weekly for appropriate investment strategy, documented restrictions (if applicable) and to ensure transferred assets transition properly. We provide continuous asset management oversight based on individual needs, stated objectives and tax considerations. As the client, you direct the frequency of portfolio reviews (no less than annually). Our investment review committee meets bi-weekly to ensure accounts remain invested according to stated guidelines outside of the client review process.

Investment Authority – We manage advisory accounts on a discretionary basis. Our discretionary authority includes the ability to do the following without contacting you:

- Establish asset allocation based on your stated needs and objectives.
- Select sectors, and allocation to sectors.
- Determine which securities to buy and sell, and in what amount.
- Negotiate commissions, and in some cases determine the broker-dealer to be used.

You are allowed to limit this authority by giving us written instructions. You may impose reasonable restrictions on investing in certain securities, types of securities and industry sectors. If an account is held on a non-discretionary basis, you would make the ultimate decision regarding the purchase and sale of securities.

Investment Offerings – Our investment recommendations are not limited to any specific product offered by a broker-dealer, but because certain types of investments involve an additional degree of risk, they will only be recommended and implemented when they are consistent with your goals and objectives. Independent credit analysis and equity reviews are done on securities held within your account that were purchased at our discretion.

Stonebridge serves as the "advisor" investment manager of an SEC registered mutual fund, The Covered Bridge Fund.

Requirements – We have preferred, not required, minimums for account opening. There is however, a minimum account balance necessary before it makes sense to own individual stocks and bonds in a portfolio.

Additional key questions to ask your investment advisor:

Given my financial situation, should I choose an investment advisory service? Why or why not?

How will you choose investments to recommend to me?

What is your relevant experience, including you licenses, education and other qualifications? What do these qualifications mean?

Fees, Costs, Conflicts, and Standard of Conduct

What fees will I pay?

Fees for investment services are asset based and do not vary based on the type of investments we select on your behalf or the number of transactions in your account. However, assets invested in the Covered Bridge Fund are not subject to Stonebridge management fees.

Fees are annualized and charged quarterly in advance based on a percentage of the market value of assets under management at the previous quarter end. You are also responsible for fees and expenses charged by your custodian and imposed by broker-dealers including, but not limited to transaction charges. You will pay fees and costs whether you make or lose money on your investments. Fees and costs will reduce the amount of money you make on your investments over time. Please make sure you understand what fees and costs you will be paying.

Additional key questions to ask your investment advisor:

Help me understand how these fees and costs might affect my investments. If I give you \$10,000 to invest, how much will go to fees and costs? How much will be invested for me?

What are your legal obligations to me when acting as my investment adviser?

How else does your firm make money, and what conflicts of interest do you have?

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

Proprietary Products – Stonebridge serves as the “advisor” investment manager of an SEC registered mutual fund, The Covered Bridge Fund. We are compensated for our advisory services through the expense ratio fees of the fund. We do not charge our advisory fees on assets you invest in The Covered Bridge Fund.

Stonebridge serves as a sub-advisor to other registered investment advisors and broker-dealers. In specialized circumstances we will also employ sub-advisors to serve the needs of our clients. All relationships are fully disclosed prior to the initiation of any relationship. As a matter of firm practice, for clients referred by solicitors, the advisory fees paid to Stonebridge are not increased as a result of any such referral.

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

As a fiduciary, Stonebridge owes our clients a duty of care and a duty of loyalty and we focus on making sure we are always serving your best interest.

How Our Financial Professionals Make Money

Our investment advisors are compensated through salary and discretionary bonuses.

Disciplinary History of the Firm and its Associated Persons

Neither Stonebridge Capital Advisors, LLC or its personnel have been involved in any material legal or disciplinary events.

Where to Find Additional Information

For additional information on our advisory firm or services, see our ADV Part 2A Brochure and Brochure Supplement provided or available on our website at stonebridgecap.com. You can also call our toll-free number (800)-317-1127

Additional key questions to ask your investment advisor:

Who is my primary contact person?

Who can I talk to if I have concerns about how this person is treating me?

If you have a question regarding your investments, please contact your investment advisor.

You can also contact our Chief Compliance Officer, Robert Kincade, in writing at:

Stonebridge Capital Advisors, LLC
2550 University Ave. W.
Suite 455S
Saint Paul, MN 55114

To report a problem to the SEC, visit Investor.gov or call the SEC’s toll-free investor assistance line at (800) 732-0330.