**Vienna Capital Partners, LLC**

**Business Continuity Plan**

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# SECTION 1. FIRM POLICY

**References:**

**FINRA Rule 4370**

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The Firm will maintain this written business continuity plan identifying procedures relating to an emergency or significant business disruption. The procedures will be reasonably designed to enable the Firm to meet its existing obligations to customers. In addition, the procedures will address the Firm's existing relationships with other broker-dealers and counter-parties. The business continuity plan will be made available promptly upon request to FINRA staff.

The Firm will update its plan in the event of any material change to the Firm's operations, structure, business or location. The Firm will also conduct an annual review of its business continuity plan to determine whether any modifications are necessary in light of changes to the Firm's operations, structure, business, or location.

The elements that comprise the business continuity plan include, data back-up and recovery (hard copy and electronic), all mission critical systems, financial and operational assessments, alternate communications between customers and the Firm, alternate communications between the Firm and its employees, alternate physical location of employees, critical business constituent, bank, and counter-party impact, regulatory reporting, communications with regulators and how the Firm will assure customers' prompt access to their funds and securities in the event the Firm determines that it is unable to continue its business.

The Firm will designate Vincent Defillipo a member of senior management to approve the plan and who will also be responsible for conducting the required annual review. Moreover, he has the authority to execute this BCP.

The Firm will disclose to its customers how its business continuity plan addresses the possibility of a future significant business disruption and how the Firm plans to respond to events of varying scope. At a minimum, the disclosure will be made in writing to customers at account opening, posted on the Firm's Web site and mailed to customers upon request.

The Firm will promptly update its emergency contact information, via electronic or other means as FINRA may specify, in the event of any material change. With respect to the designated emergency contact persons, the Firm will identify, review, and, if necessary, update such designations in the manner prescribed by NASD Rule 1160.

The Firm’s policy is to respond to a Significant Business Disruption (SBD) by safeguarding employees’ lives and Firm property, making financial and operational assessments, quickly recovering and resuming operations, protecting all of the Firm’s books and records, and allowing customers to transact business. In the event the Firm determines it is unable to continue conducting business, the Firm will notify clients, banks and regulators of the Firm’s inability to continue operations.

## **1.1** **Significant Business Disruptions (SBDs)**

The plan anticipates two kinds of SBDs, internal and external. Internal SBDs only affect the Firm’s ability to communicate and conduct business. An example of such an event would be a fire in the Firm’s office building. External SBDs prevent the operation of the securities markets or a number of firms, such as a terrorist attack, a city flood, or a wide-scale, regional disruption. The response to an external SBD relies more heavily on other organizations and systems.

# SECTION 2. EMERGENCY CONTACT PERSONS

# References:

**FINRA Rule 4370, NASD Rule 1160**

**NTM 07-42**

The Firm’s emergency contact person is: Vincent DeFilippo, Tel:, 347-284-0110, email: [vdefilippo8@hotmail.com](mailto:vdefilippo8@hotmail.com). The second backup is Mr. McCabe, [ed@finopsolutions.com](mailto:ed@finopsolutions.com).

This information will be updated in the event of a material change pursuant to NASD Rule 1160 and NTM 07-42, and the Firm’s Executive Representative will verify this information on an annual basis and will comply promptly with any request for such information.

# SECTION 3. BUSINESS DESCRIPTION

The Firm is an introducing Firm and does not perform any type of clearing function for itself or others. Furthermore, the Firm does not hold customer funds or securities. The firm will conduct, underwriting, private placements, trading securities for own account and merger and acquisition advisory services.

# SECTION 4. OSJ AND BRANCH OFFICE LOCATIONS

# Name of City

This Main office is located at 163 W. 76th Street, New York, NY 10023**.** Its main telephone number is 347-284-0110. Employees travel to the office by means of foot, car, train, and bus. The Firm engages in order taking and entry at this location.

# SECTION 5. ALTERNATIVE PHYSICAL LOCATION(S) OF EMPLOYEES

**References:**

**FINRA Rule 4370**

In the event of an SBD, the Firm will move the staff from affected offices to the closest unaffected office location. If anther office location is unavailable to receive those staff or the Firm does not maintain an alternate location, they will be instructed to work from home until an alternative site is determined.

# SECTION 6. CUSTOMERS’ ACCESS TO FUNDS AND SECURITIES

**References:**

**FINRA Rule 4370**

**Securities Exchange Act Rule 15c3-1;15 U.S.C. 78eee (2003)**

The Firm does not maintain custody of customers’ funds or securities. In the event of an internal or external SBD, if telephone service is available, registered persons will take customer orders or instructions and if the Firm web site is available, the Firm will post on the site that customers may access their funds and securities by contacting the home office.

If SIPC determines that the Firm is unable to meet the obligations to its customers or if the liabilities exceed the assets in violation of Securities Exchange Act Rule 15c3-1, SIPC may seek to appoint a trustee to disburse the assets to customers. The Firm will assist SIPC and the trustee by providing the books and records identifying customer accounts subject to SIPC regulation.

# SECTION 7. DATA BACK-UP AND RECOVERY (HARD COPY AND ELECTRONIC)

**References:**

**FINRA Rule 4370**

The Firm maintains its primary hard copy books and records and its electronic records at the home office.

All electronic records will be stored within a designated folder on the Firm’s electronic retention service.

In the event of an internal or external SBD that causes the loss of any paper records, the Firm can physically recover them from the electronic retention service. If the primary site is inoperable, the Firm will continue operations from the back-up site or an alternate location. For the loss of electronic records, the Firm will either physically recover the storage media or electronically recover data from the back-up site, or, if the primary site is inoperable, continue operations from the back-up site or an alternate location.

# SECTION 8. FINANCIAL AND OPERATIONAL ASSESSMENTS

**References:**

**FINRA Rule 4370**

## **8.1 Operational Risk**

In the event of an SBD, the Firm will immediately identify the manner in which the Firm can communicate with customers, employees, critical business constituents, critical banks, critical counter-parties, and regulators. Although the effects of an SBD will determine the means of alternative communications, the communications options the Firm will employ will include the Firm web site, telephone voice mail, and secure e-mail.

## **8.2 Financial and Credit Risk**

In the event of an SBD, the Firm will determine the value and liquidity of investments and other assets to evaluate the ability to continue to fund the operations and remain in compliance with all capital requirements. The Firm will contact critical banks, and investors to apprise them of the financial status. If the Firm determines that the Firm may be unable to meet the obligations to those counter-parties or otherwise continue to fund operations, the Firm will request additional financing from banks or other credit sources to fulfill the obligations to customers and clients. If the Firm cannot remedy any capital deficiency, the Firm will file appropriate notices with the regulators and immediately take appropriate steps.

# SECTION 9. MISSION CRITICAL SYSTEMS

## **RESERVED**

## **9.2 The Firm’s Mission Critical Systems**

**References:**

**FINRA Rule 4370**

## The Firm’s Mission Critical Systems are Global Relay which provides email and electronic communications storage.

### Order Taking

Currently, the Firm is limited in scope to Private Placements and accepts Subscription Agreements in person or through the Firm’s email system. During an SBD, either internal or external, the Firm will continue to take orders through any of these methods that are available and reliable, and in addition, as communications permit, the Firm will inform customers when communications become available and inform them of the available alternatives regarding sending their orders to the Firm. Customers will be informed of alternatives by telephone, e-mail and/or via the Firm website.

### RESERVED

### Order Execution

The Firm currently does not execute orders for its customers.

# SECTION 10. ALTERNATE COMMUNICATIONS BETWEEN THE FIRM AND CUSTOMERS, EMPLOYEES, AND REGULATORS

**References:**

**FINRA Rule 4370**

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**10.1 Customers**

The Firm now communicates with customers via the telephone, e-mail, The Firm email, U.S. mail, and in person visits at the Firm or at any other location. In the event of an SBD, the Firm will assess which means of communication are still available, and use the means closest in speed and form (written or oral) that the Firm has used in the past to communicate with the other party. For example, if the Firm has communicated with a party by e-mail but the Internet is unavailable, the Firm will call that party on the telephone and follow up where a record is needed with paper copy in the U.S. mail.

**10.2 Employees**

The Firm now communicates with employees using the telephone, e-mail, and in person. In the event of an SBD, the Firm will assess which means of communication are still available and use the means closest in speed and form (written or oral) that the Firm has used in the past to communicate with the other party. The Firm will also employ a call tree so that senior management can reach all employees quickly during an SBD. The call tree includes all staff home and office phone numbers.

**10.3 Regulators**

The Firm communicates with regulators using the telephone, e-mail, fax, U.S. mail, and in person. In the event of an SBD, the Firm will assess which means of communication are still available and use the means closest in speed and form (written or oral) that the Firm has used in the past to communicate with the other party.

# SECTION 11. CRITICAL BUSINESS CONSTITUENTS, BANKS, AND COUNTER-PARTIES

**References:**

**FINRA Rule 4370**

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## **11.1 Business constituents**

The Firm has contacted the critical business constituents (businesses with which the Firm have an ongoing commercial relationship in support of the operating activities, such as vendors providing critical services), and determined the extent to which the Firm can continue the business relationship with them in light of the internal or external SBD. The Firm will quickly establish alternative arrangements if a business constituent can no longer provide the needed goods or services when the Firm needs them because of a SBD to them or the Firm.

## **11.2 Banks**

The Firm has contacted banks and lenders to determine if they can continue to provide access to funds that the Firm will need in light of the internal or external SBD. If the banks and other lenders are unable to provide the access, the Firm will immediately seek alternatives.

## **11.3 Counter-Parties**

The Firm has contacted critical counter-parties, such as other broker-dealers or institutional customers, to determine if the Firm will be able to carry out the transactions with them in light of the internal or external SBD.

# SECTION 12. REGULATORY REPORTING

**References:**

**FINRA Rule 4370**

The Firm will file reports with the regulators using paper copies in the U.S. mail, and electronically using fax, e-mail, and the Internet. In the event of an SBD, the Firm will check with the SEC, FINRA, and other regulators to determine which means of filing are still available and use the means closest in speed and form (written or oral) to effectuate any necessary filings. In the event that the Firm cannot contact any regulators, the Firm will continue to file required reports using the communication means available.

# SECTION 13. PANDEMIC POLICIES

**References:**

**Regulatory Notice 20-08**

A pandemic occurs when there is a widespread disease outbreak. While a pandemic may vary in severity and duration, it may present significant financial or operational risks for the firm for its duration and beyond. The firm will conduct its own analysis to determine whether a pandemic or any other event constitutes an emergency or significant business disruption for the firm and, thereby, causes the firm to activate its BCP.

The firm will contact their assigned FINRA Risk Monitoring Analyst to discuss the activation and implementation of this BCP, as well as to discuss any issues they may be facing, including the disruption of business operations, and whether disruptions are solved or ongoing.

**Remote Offices or Telework Arrangements**

In an effort to mitigate the impacts of a pandemic, the firm may consider employing methods such as social distancing, travel restrictions, revised sick leave policies, special pandemic leave time, or specialized seating plans for densely populated floors or buildings.  These methods may also involve remote offices or telework arrangements (*e.g.*, working from home or a backup or recovery location) for a broad range of employees.

If such measures are taken the firm will establish and maintain a supervisory system that is reasonably designed to supervise the activities of each associated person while working from an alternative or remote location during the pandemic. With respect to oversight obligations, the firm’s scheduled on-site inspections of branch offices may need to be temporarily postponed during the pandemic, with FINRA understanding that the ability to complete this annual regulatory obligation may need to be re-evaluated depending on the duration and severity of the pandemic.

In addition, the firm may test broad use of remote offices or telework arrangements by associated persons **prior** to activating its BCP, including regarding the ability to connect to critical firm systems, the adequacy of remote connectivity via residential internet access networks and any potential need to secure premium or dedicated service for connectivity.

**Cybersecurity**

The firm will consider the increased risk of cyber events as part of pandemic-related preparedness. The risk of cyber events may be increased due to use of remote offices or telework arrangements, heightened anxiety among associated persons and confusion about the virus or other pandemic. While the firm is understandably focused on business resiliency and health and safety of individuals, the firm remains vigilant in its surveillance against cyber threats and will take steps to reduce the risk of cyber events. These steps will include:

(1) ensuring that virtual private networks (VPN) and other remote access systems are properly patched with available security updates;

(2) checking that system entitlements are current;

(3) employing the use of multi-factor authentication for associated persons who access systems remotely; and

(4) reminding associated persons of cyber risks through education and other exercises that promote heightened vigilance.

**Emergency Office Relocations**

If the firm relocates personnel to a temporary location that is not currently registered as a branch office or identified as a regular non-branch location, the firm will use its best efforts to provide written notification to its FINRA Risk Monitoring Analyst as soon as possible after establishing a new temporary office or space-sharing arrangement, to include at a minimum the office address, the names of each member firm involved, the names of registered personnel, a contact telephone number and, if possible, the expected duration. The notification will also indicate whether the member firm’s personnel will be sharing space with another entity, and if so, the type of business in which it is engaged. The firm take into account the risks associated with sharing office space with another entity and take steps to mitigate the risks during the emergency relocation.

In addition, in instances where a non-branch location or branch office has been relocated, or customer calls are being rerouted to another office, the firm exercise diligence in validating the identity of the customer as well as provide heightened supervision of the affected customer accounts.

**Communicating With Customers**

If registered representatives are unavailable to service their customers, the firm will promptly place a notice on their websites indicating to affected customers who they may contact concerning the execution of trades, their accounts, and access to funds or securities. Supervisory control policies and procedures will be promulgated that will mitigate risks that may arise due to the reduced ability to communicate with customers, inability to rely on mail or other disruption to the existing controls over communications with customers.

**Regulatory Filings and Responses to FINRA Inquiries, Matters and Investigations**

In the event of a pandemic, member firms may have difficulty making timely regulatory filings and responding to regulatory inquiries or investigations. If the firm requires extra time to respond to open inquiries, investigations or upcoming filings the firm will contact their Risk Monitoring Analysts or the relevant FINRA department to seek extensions.

# SECTION 14. SENIOR MANAGER APPROVAL

**References:**

**FINRA Rule 4370**

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I have approved this Business Continuity Plan as reasonably designed to enable the Firm to meet its obligations to customers in the event of an SBD.

Signed: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Title: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

**BCP DISCLOSURE STATEMENT**

The Firm has created a Business Continuity Plan (BCP) that provides for the Firm to continue client service within a reasonable amount of time, given the scope and severity of a significant business disruption (SBD).

The BCP anticipates responding to both internal and external SBDs. An internal SBD, such as the loss of the telephone system, affects only the Firm. The Firm will respond to internal SBDs by re-routing calls to secondary numbers, and/or relocating its primary office to a secondary location, and/or, recovering data from a back-up storage media and/or a back-up site. The Firm expects to recover from an internal SBDwithin one hour.

An external SBD, such as a power outage or flood, affects multiple businesses and can be local, regional, national, or global. The Firm’s response to an external SBD relies more heavily on other organizations, such as product sponsors. The Firm expects to recover from an external SBD withinsix hours.

In the event a SBD prevents customers from contacting the Firm by using the Firm’s primary phone number, fax number, or email address, customers may contact the Firm by using the following secondary contact information:

While no contingency plan can eliminate all risk of service interruption or temporarily impeded account access, the Firm continually assesses and updates its BCP to mitigate all reasonable risk.

This disclosure is subject to modification. You may request a copy of the Firm’s full plan by contacting the Firm.