

# Northwinds Advisors LLC (“Northwinds”) Business Continuity Plan (“BCP”)

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## Emergency Contact Persons

Our firm’s two emergency contact persons are:

Phil Kampf, President/CCO, 312 401-6151 (cell), 312 284-1903(office);  
[pkampf@junoinvestments.com](mailto:pkampf@junoinvestments.com) (work email)

Karen Steighner, FinOp 303-795-0400 (work) 303 919-4264 (cell)  
[karen@complianceadviserws.com](mailto:karen@complianceadviserws.com) (work email)

These names will be updated in the event of a material change, and our Executive Representative will review them within 17 business days of the end of each quarter.

## 14.1 Firm Policy

Our firm’s policy is to respond to a Significant Business Disruption (SBD) by safeguarding employees’ lives and firm property, making a financial and operational assessment, quickly recovering and resuming operations and protecting all of the firm’s books and records.

## 14.2 Significant Business Disruptions (SBDs)

Our plan anticipates two kinds of SBDs, internal and external. Internal SBDs affect only our firm’s ability to communicate and do business, such as a fire in our 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. Our response to an external SBD relies more heavily on other organizations and systems.

- a. Approval and Execution Authority
- b. Phil Kampf, CCO, is responsible for approving the plan and for conducting the required annual review. Mr. Kampf has the authority to execute this BCP.
- c. Plan Location and Access
- d. Our firm will maintain copies of its BCP plan and the annual reviews, and the changes that have been made to it for inspection. We have given the FINRA’s Denver office a copy of our plan and deposited a copy with Compliance Advisers, Inc. An electronic copy of our plan is located on computers at both our Chicago, IL headquarters and on a computer at Compliance Advisers at Littleton, CO.

### **14.3 Business Description**

Our firm deals primarily in private offerings of limited partnerships, including hedge funds, private equity funds, and other similarly structured instruments.

In no instance do we hold the funds or securities of any investors.

### **14.4 Office Locations**

Our Firm has its headquarters located in Chicago, IL.

#### *Headquarters*

Our headquarters office is located at 205 North Michigan Avenue, Suite 4310 in Chicago, IL 60601. Its main telephone number is 312 284-1903. Our other employees may travel to this office by means of car or by train and then taxi. We engage in all aspects of our business as described in Section III above at this location.

#### *Branch Office*

The firm currently has one branch offices in New York.

#### *Alternative Physical Location(s) of Employees*

In the event of an SBD, we will move our staff from affected offices to any of several available temporary business offices in the area that cater to small businesses like ours. Given the nature of our business, our primary requirement in the case of a SBD is telephone and internet access.

### **14.5 Customers' Access to Funds and Securities**

Our firm does not maintain custody of customers' or investors' funds or securities.. In the event of an internal or external SBD, if telephone service or email service is available, our registered persons will contact current clients to notify them of our situation and new contact information.

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

### **14.6 Data Back-Up and Recovery (Hard Copy and Electronic)**

Our firm maintains its primary hard copy books and records and its electronic records at 205 North Michigan Avenue, Suite 4310 in Chicago, IL 60601. Phil Kampf, CCO 312 284-1903 is responsible for the maintenance of these books and records. Our firm maintains the documents required pursuant to SEC Rule 17a-3 and 17a-4. All of our records are backed up electronically by EVault.

In the event of an internal or external SBD that causes the loss of our paper records, we will

physically recover them from our back-up site. If our primary site is inoperable, we will continue operations from our branch office or an alternate location. For the loss of electronic records, we will physically recover the storage media from our back-up site, or, if our primary site is inoperable, continue operations from our branch office or an alternate location.

## **14.7 Financial and Operational Assessments**

### *14.7.1 Operational Risk*

In the event of an SBD, we will immediately identify what means will permit us to communicate with our customers, employees, critical business constituents, critical banks, critical counter-parties, and regulators. Although the effects of an SBD will determine the means of alternative communication, the communications options we will employ will include telephone, email and our Web site. In addition, we will retrieve our key activity records as described in the section above, Data Back-Up and Recovery (Hard Copy and Electronic) from EVault.

### *14.7.2 Financial and Credit Risk*

In the event of an SBD, we will determine the value and liquidity of our investments and other assets to evaluate our ability to continue to fund our operations and remain in capital compliance. We will contact our critical banks and investors to apprise them of our financial status. If we determine that we may be unable to meet our obligations to those counter-parties or otherwise continue to fund our operations, we will request additional financing from our bank or other credit sources to fulfill our obligations to our clients. If we cannot remedy a capital deficiency, we will file appropriate notices with our regulators and immediately take appropriate steps, including the capital calls to the firm's members and/or the sale of the firm's investments, if any.

## **14.8 Mission Critical Systems**

Our firm does not have any "mission critical systems" as it is not engaged in order taking, entry, execution, comparison, allocation, clearance or settlement of securities transactions, the maintenance of customer accounts, access to customer accounts, or the delivery of funds and securities.

We have primary responsibility for establishing and maintaining our business relationships with our clients, which can be conducted with any telephone or email system.

### *Alternate Communications Between the Firm and Clients, Employees, and Regulators*

#### **A. Clients**

We now communicate with our clients using telephone, e-mail, our Web site, fax, U.S. mail, and in person visits at our firm or at the other's location. In the event of an SBD, we will assess which means of communication are still available to us, and use the means closest in speed and

form (written or oral) to the means that we have used in the past to communicate with the other party. For example, if we have communicated with a party by e-mail but the Internet is unavailable, we will call them on the telephone and follow up where a record is needed with paper copy in the U.S. mail.

#### **B. Employees**

We now communicate with our registered persons using the telephone, e-mail, our Web site, fax, U.S. mail and in person. In the event of an SBD, we will assess which means of communication are still available to us, and use the means closest in speed and form (written or oral) to the means that we have used in the past to communicate with the other party. As we are currently a two-person firm, a call-tree is not necessary and either employee may initiate communication with the other.

#### **C. Regulators**

We are currently members of the following SROs: FINRA. We communicate with our regulators using the telephone, e-mail, fax, U.S. mail, and in person. In the event of an SBD, we will assess which means of communication are still available to us, and use the means closest in speed and form (written or oral) to the means that we have used in the past to communicate with the other party.

### **14.9 Critical Business Constituents, Banks, and Counter-Parties**

#### *Business constituents*

*We have a critical business constituent with Compliance Advisers, Inc., and have determined the extent to which we can continue our business relationship with them in light of the internal or external SBD. We will quickly establish alternative arrangements if Compliance Advisers can no longer provide the needed goods or services when we need them because of a SBD to them or our firm. Compliance Advisers assists us in our regulatory filings and provides general compliance advice. Our contact is Karen Steighner, President, 26 West Dry Creek Circle, Suite 120, Littleton, CO 80120, 303-795-0400.*

#### *Banks*

*Our business may require financing to support its business operations initially. If we require financing to support operations or general working capital needs, we may use our excess Net Capital, call for additional capital contributions from the parent company. We do not currently have lenders or any debt other than normal accounts payables and credit card debt. The bank maintaining our operating accounts is: US Bank in Denver, CO. We do not maintain a line of credit with this bank. We do not maintain a Proprietary Account of Introducing Brokers/Dealers (PAIB account) of any kind.*

#### *Counter-Parties*

None.

#### **14.10 Regulatory Reporting**

Our firm is subject to regulation by the Securities & Exchange Commission ("SEC"), the National Association of Securities Dealers, Inc. ("FINRA") and state securities regulators. We now file reports with our regulators using paper copies in the U.S. mail, and electronically using fax, e-mail, and the Internet. Most of our filings with regulators are done through a contract with Compliance Advisers of Littleton, CO. In the event of an SBD, we will check with the SEC, FINRA, and other regulators to determine which means of filing are still available to us, and use the means closest in speed and form (written or oral) to our previous filing method. In the event that we and Compliance Advisers cannot contact our regulators, we will continue to file required reports using the communication means available to us.

#### **14.11 Disclosure of Business Continuity Plan**

We are an introducing or clearing firm and we may receive although we do not hold funds or securities. Nevertheless, we will provide a copy of our written disclosure statement (copy attached) to each customer with which we conduct business. The Disclosure Statement will be provided to all persons for which we open and account or with whom we discuss opening an account at the time the account is opened/to be opened as well as annually thereafter. The AML CCO will maintain a log of all recipients of the Disclosure Statement including the name of the person and the date provided.

##### *Updates and Annual Review*

Our firm will update this plan whenever we have a material change to our operations, structure, business or location or to those of our clearing firm. In addition, our firm will review this BCP annually, by December 31st, to modify it for any changes in our operations, structure, business, or location or those of our clearing firm.

#### **14.12 Senior Manager Approval**

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

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

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

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

## Attachment A

### Disclosure Statement

Northwinds Advisors LLC ("Northwinds") has created and maintains a business continuity plan which identifies our procedures relating to an emergency or significant business disruption that are reasonably designed to enable us to meet our existing obligations to our customers.

Our business continuity plan addresses how we will continue to operate our business in the event of a future significant business disruption and how we plan to respond to events of varying scope. We will conduct an annual review of our plan to determine if any updates to the plan are needed in light of any changes to our member's operations, structure, business or location.

The firm's plan addresses the following key areas:

- (1) Data back-up and recovery (hard copy and electronic);
- (2) All mission critical systems;
- (3) Financial and operational assessments;
- (4) Alternate communications between the member and its customers;
- (5) Alternate communications between the member and its employees;
- (6) Alternate physical location of employees;
- (7) Critical business constituent, bank, and counter-party impact;
- (8) Regulatory reporting; and,
- (9) Communications with regulators.

A copy of the Firm's Business Continuity Plan Disclosure Statement is available to customers upon request or at the time an account is opened.

The emergency contact information for Northwinds includes designation of two emergency contact persons including:

Phil Kampf, President/CCO, 312 401-6151 (cell), 312 284-1903(office);  
[pkampf@junoinvestments.com](mailto:pkampf@junoinvestments.com) (work email)

Karen Steighner, FinOp 303-795-0400 (work) 303 919-4264 (cell)  
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