
Bailey & Co. Securities, LLC
Business Continuity Plan

July 2024

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Bailey & Co. Securities, LLC (“BSC” or “Firm”) is committed to complying with the Financial Industry Regulatory Authority, Inc. (“FINRA”) and the U.S. Securities and Exchange Commission (“SEC”) rules and regulations in order to provide procedures for business continuity.

I. Emergency Contact Persons

Our Firm’s two emergency contact persons are

Name: Jack Bailey
Title: Managing Director
Phone Number: (615) 800-6202
Cell Number: 615-948-5500
Email: jack.bailey@bnco.com

Name: Jeff Bailey
Title: Managing Director
Phone Number: 615-800-6206
Cell Number: 651-415-7149
Email: jeff.bailey@nbco.com

The Firm will provide FINRA with the contact information for the two emergency contact persons: (1) name; (2) title; (3) mailing address; (4) email address; (5) telephone number; and (6) facsimile number through the FINRA Contact System (FCS). The CCO will promptly notify FINRA of any change in this information through FCS (but no later than 30 days following the change) and will review, and if necessary, update, this information within 17 business days after the end of each calendar year.

Rule: FINRA Rule 4370(f); FINRA Rule 4517.

II. 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, protecting all of the Firm’s books and records, and allowing our clients to transact business. In the event that we determine we are unable to continue our business, we will assure customers prompt access to their funds and securities.

Purpose

The purpose of this BCP/DR Plan is to provide a reasonably comprehensive guide of actions to be taken before, during and after a disaster or disruption. It is not intended to be a “procedures” manual of how to perform all functions.

Mission Statement

The aim of the BCP is to prepare BSC employees for any major disaster or significant disruption to business operations that could render the premises inoperable and therefore impossible to be used to carry out vital business operations.

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.

Distribution

To ensure availability of this BCP/DR Plan in the event of a disaster, business disruption or other emergency, it will be distributed as follows: A copy of the BCP/DR Plan will be stored on the Firm's server. The current BCP/DR plan will be distributed electronically to each employee and be made available on My Compliance Office ("MCO"), the Firm's electronic compliance system.

Loss of Key Personnel

In the event of the incapacitation or loss of Key Personnel, the remaining members of the Senior Management will evaluate the nature and extent of the incapacitation or loss to determine if the Firm is able to continue operations.

If it is determined that the Firm is able to continue operations, the remaining members(s) of Senior Management will work with the Managing Director, COO and CCO to determine the next course of action, including the implementation of mechanisms already in place regarding ownership transfers, reorganization of responsibilities, and the timely and proper notification of clients and investors of key personnel changes when applicable.

If it is determined that the Firm is unable to continue operations the remaining members of Senior Management will work with the Managing Director, COO and CCO to develop a strategic plan for an orderly liquidation.

Epidemics and Pandemics

In response to FINRA's Notice Member 09-59, the Firm may take the necessary precautions to ensure the health and safety of its employees. In the event of an epidemic or pandemic, the Firm will notify its employees to stay at home while they are ill, and until the time they are fully recovered and able to, work remotely from home. The Firm may also encourage the use of precautionary measures if someone should become ill while at work.

Business continuity means ensuring that essential business functions can survive a natural disaster, technological failure, human error, or other disruption. Many existing business continuity plans anticipate disruptions such as fires, earthquakes, and floods; these events are restricted to certain geographic areas, and the time frames are fairly well defined and limited. Pandemic flu, however, demands a different set of continuity assumptions since it will be widely dispersed geographically and potentially arrives in waves that could last several months at a time.

In a worse-case scenario, “business as usual” may cease.

The size and type of business will be the deciding factors for the type of plan that a business needs to develop. All business continuity plans for a pandemic should include the following components at a minimum:

- Provide each associated person the resources to work remotely, if necessary
- Prevent/minimize the spread of illness in the workplace
- Monitor worker absentee rates
- Create a system to notify/share the information with workers during pandemic
- Develop a plan to address essential resources to maintain operations

BSC has approved and adopted this procedure to respond to a threat of influenza, coronavirus, or other pandemic that causes serious widespread illness. The purpose of BSC’s Pandemic Preparedness is to:

- Assign staff to key functions in case of a pandemic.
- Set up staff training and education regarding the plan, key roles, and hygiene to prevent the spread of disease.
- Set guideline for critical supplies for personal protective equipment, hygiene, and environmental cleaning.
- Establish contingency systems to maintain delivery of services during times of significant and sustained associated person absenteeism.
- Where possible, establish mechanisms to allow associated persons to provide services from home.

Pandemic Response Team

Firm’s Management Team will act as a Pandemic Response Team. The team will be kept current on all emergency procedures.

A. It is the duty of the Team to:

- Monitor issues and information related to pandemics to keep our plan up to date.
- Recommend any changes to the plan as circumstances warrant.
- Coordinate associated person training.
- Communicate with public health agencies, emergency responders and others regarding our plan, and understand their capabilities should an outbreak occur.
- Identify and communicate which associated persons, vendors, suppliers and systems are essential to maintaining operations at their locations.
- Identify and communicate the name of possible ancillary associated persons who could perform certain job duties in the case of a pandemic (e.g., consultants, temporary work services, retired associated persons).
- Develop and communicate an emergency communications plan for their departments/locations, including identification of key personnel, vendors, and customers.
- Develop and submit a plan to continue operations at their locations with the least possible number of staff or closing locations to restrict exposure and maintain distance between staff and customers.

- Ensure that all associated persons in their departments are adequately trained on emergency procedures in the case of a pandemic and in the prevention of illness.

The Firm will update this plan whenever it has a material change to its operations, structure, business or location. In addition, the Firm will review the Pandemic Preparedness Plan annually to modify it for any changes in our operations, structure, business, or location.

B. Should a pandemic occur, the team will, after consultation with knowledgeable health officials, implement the following steps, as deemed necessary:

- Associated persons with job duties that can be accomplished by telecommuting will be encouraged to work from home unless they have been cross trained to work in place of an associated person who is ill.
- Team members will contact their key vendors to determine the impact of the outbreak of their operations and its effects on the ability to perform daily functions. The team will ensure that the Firm obtain extra quantities of any necessary supplies that may be threatened due to the outbreak.
- The team will monitor staffing levels and assist supervisors in finding ways to maintain critical operations in light of any staffing shortage. Should an office be closed, notices will be posted immediately and prominently at the location and on relevant web sources informing customers of the situation and telling them where and how they can transact business. Telephone and other lines of communication must be routed to a location where they will be staffed by associated persons so the public's attempts to reach us do not go unanswered.
- The team will implement the associated person contact plan to ensure that all associated persons are kept informed.

A. Approval and Execution Authority

Mr. Stephen Scott, Partner & Managing Director, is responsible for approving the Firm's Business Continuity Plan ("BCP") and for conducting the required annual review. Mr. Scott has the authority to execute this BCP.

B. Plan Location and Access

Our Firm will maintain copies of its BCP and the annual reviews, and the changes that have been made to it for inspection. An electronic copy of our plan is located on our server.

C. Testing & Evaluation

The BCP plan will be tested and evaluated for effectiveness on an annual basis. BSC will document when the test is conducted, what tests are performed and the results of the testing. Any necessary corrective action will be reported and monitored for satisfactory resolution.

Rule: FINRA Rule 4370(b), (d) and (e).

III. BUSINESS DESCRIPTION

The Firm is a Limited Liability Company ("LLC") formed in Tennessee. The Firm is a registered broker-dealer with the SEC and was admitted to membership with FINRA on November 6, 2019.

The Firm's membership agreement with FINRA permits the Firm to conduct the following businesses:

- Investment Banking;
- Mergers and Acquisition Advisory Services; and
- Private Placement of Securities.

BSC does not execute trades or engage in proprietary trading or market making. The Firm does not open customer accounts and does not hold customer securities or funds.

IV. OFFICE LOCATIONS

Most of our Firm operates from a single office and has designated this location as its office of supervisory jurisdiction ("OSJ") Branch Office:

**5511 Virginia Way
Suite 200
Brentwood, TN 37027**

The Firm also has an additional branch office that a single employee works from:

**101 S. Tryon St.
Suite 2700
Charlotte, NC 28280**

V. ALTERNATIVE PHYSICAL LOCATIONS OF EMPLOYEES

In the event of an SBD, all staff will work remotely.

Rule: FINRA Rule 4370(c)(6).

VI. CUSTOMERS' ACCESS TO FUNDS/SECURITIES

The Firm does not carry customer accounts or maintain custody of customer funds or securities.

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.

Rules: FINRA Rule 4370(a); Securities Exchange Act Rule 15c3-1; see also 15 U.S.C. § 78eee.

VII. DATA BACK UP/RECOVERY

Our Firm maintains its primary hard copy books and records and its electronic records at the OSJ Branch location is responsible for the maintenance of these books and records. Global Relay Communications Inc. ("Global Relay") will maintain BSC' emails using

electronic storage media, as defined in, and in compliance with, Rule 17a-4(f) under the Securities Exchange Act of 1934 (the "Exchange Act") and will serve as third party downloader/accessor in accordance with Rule 17a-4(f)(3)(vii) under the Exchange Act.

Accounting documents will be maintained digitally using QuickBooks cloud-based platform.

The Firm backs up its electronic records using Citrix Sharefile.

Rule: FINRA Rule 4370(c)(1).

VIII. FINANCIAL AND OPERATIONAL ASSESSMENTS

A. 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 counterparties 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 post. In addition, we will retrieve our key activity records as described in the section above, Data Back-Up and Recovery (Hard Copy and Electronic).

Rules: FINRA Rules 4370(c)(3),(c)(4), (c)(5), (c)(7), (c)(9 & (g)(2)).

B. Financial and Credit Risk

In the event of an SBD, if we determine that we may be unable to meet 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. We will request additional financing from our bank or other credit sources to fulfill our obligations. If we cannot remedy a capital deficiency, we will file appropriate notices with our regulators and immediately take appropriate steps.

Rules: FINRA Rules 4370(c)(3), (c)(8) & (g)(2).

IX. MISSION CRITICAL SYSTEMS

At the present time, BSC does not have any "mission critical" systems.

X. ALTERNATE COMMUNICATIONS BETWEEN FIRM AND INVESTORS, EMPLOYEES AND REGULATORS

A. Clients

We now communicate with our customers using the telephone, email, U.S. mail and in person visits. 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 email 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.

Rule: FINRA Rule 4370(c)(4).

B. Employees

We now communicate with our employees using telephone, email, 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. We 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 cell phone numbers. We have identified persons, noted below, who live near each other and may reach each other in person:

Mr. Scott will invoke the call tree as and when necessary. The call tree is included as Exhibit B.

Rule: FINRA Rule 4370(c)(5).

C. Regulators

We are currently regulated by: FINRA, the SEC, and the State of Tennessee. We communicate with our regulators using telephone, email, 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.

Rule: FINRA Rule 4370(c)(9).

XI. Critical Business Constituents, Banks, and Counterparties

A. Business Constituents

We have contacted our critical business constituents (businesses with which we have an ongoing commercial relationship in support of our operating activities, such as vendors providing us critical services), and 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 a business constituent can no longer provide the needed goods or services when we need them because of an SBD to them or our Firm. Our major suppliers are:

Supplier Name	Address / Phone Number	Service Provided
Stringfellow Technology Group	214 Centerview Drive, Suite 340, Brentwood, TN 37027 615-386-4920	Technology Services
Citrix	800-424-8749 851 West Cypress Creek Road Fort Lauderdale, FL 33309	ShareFile - Cloud Services
Global Relay	support@globalrelay.net 866-484-6630 Global Relay 212 W Wacker, 33 rd Floor, Chicago, IL 60601	Email Storage

Rules: FINRA Rule 4370(c)(7).

Rules: FINRA Rule 4370(c)(7).

B. Counterparties

We have contacted our critical counterparties to determine if we will be able to carry out our transactions with them in light of the internal or external SBD. Where the transactions cannot be completed, we will contact those counterparties directly to make alternative arrangements to complete those transactions as soon as possible.

Rules: FINRA Rule 4370(c)(7).

XII. Regulatory Reporting

Our Firm is subject to regulation by: FINRA, the SEC, and the State of Tennessee. We now file reports with our regulators using paper copies in the U.S. mail, and electronically using email and the Internet. 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 cannot contact our regulators, we will continue to file required reports using the communication means available to us.

**FINRA Headquarters
1735 K Street
Washington, D.C. 20006**

**SEC Regional Office
950 East Paces Ferry Rd NE
Atlanta, GA 30326
(404) 842-7600**

**Tennessee Department of Commerce and Insurance
Securities Division
500 James Robertson Pkwy
Nashville, TN 37243
(615) 741-2241**

Rule: FINRA Rule 4370(c)(8).

XIII. Disclosure of Business Continuity Plan

Attached is our written BCP disclosure statement we provide customers at the time an investment is made. We also provide the disclosure statement to customers upon request.

Rule: FINRA Rule 4370(e).

XIV. Updates and Annual Review

Our Firm will update this BCP whenever we have a material change to our operations, structure, business or location. In addition, our Firm will review this BCP annually to modify it for any changes in our operations, structure, business or location.

Rule: FINRA Rule 4370(b).

XV. 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.

Rule: FINRA Rule 4370(d).

Signed: _____

Title: *Managing Director*

Date: _____

Exhibit A

Bailey & Co. Securities, LLC Business Continuity Plan

Bailey & Co. Securities, LLC ("BSC" or "Firm") has developed a Business Continuity Plan on how we will respond to events that significantly disrupt our business. Since the timing and impact of disasters and disruptions is unpredictable, we will have to be flexible in responding to actual events as they occur. With that in mind, we are providing you with this information about our Business Continuity Plan.

Contacting Us – If after a significant business disruption ("SBD") you cannot contact us as you usually do, you should call our alternative number or 615.800.6233 or contact the Firm's COO Tim Scallen, at 615-716-9272. If all traditional means of communication are unavailable, the Firm will post (if at all possible) emergency contact information and instructions on its *affiliate* web site: www.bnco.com regarding access to the Firm's representatives.

Our Business Continuity Plan – We plan to quickly recover and resume business operations after an SBD and respond by safeguarding our employees and property, making a financial and operational assessment, protecting the Firm's books and records, and allowing our customers to transact business. In short, our business continuity plan is designed to permit our Firm to resume operations as quickly as possible, given the scope and severity of the SBD.

Our Business Continuity Plan addresses: data backup and recovery; financial and operational assessments; alternative communications with customers, employees, and regulators; epidemics and pandemics; alternate physical location of employees; critical supplier, contractor, bank and counterparty impact; regulatory reporting; and assuring our customers prompt access to their funds and securities if we are unable to continue our business.

Varying Disruptions – SBDs can vary in their scope, such as only our Firm, a single building housing our Firm, the business district where our Firm is located, the city where we are located, or the whole region. Within each of these areas, the severity of the disruption can also vary from minimal to severe. In a disruption to only our Firm or a building housing our Firm, we will transfer our operations to a local site when needed and expect to recover and resume business within 48 hours. In a disruption affecting our business district, city, or region, we will transfer our operations to a site outside of the affected area and recover and resume business within 48 hours. In either situation, we plan to continue in business and notify you through the nearest means available on how to contact us.

For more information – If you have questions about our Business Continuity Plan, you may contact Mr. Shannon Carter, Chief Financial Officer, @ scarter@bnco.com or 843-452-2963.