

NEAR EARTH LLC

Business Continuity Plan (BCP)

I. Emergency Contact Persons

Our firm's two emergency contact persons are:

Hoyt Davidson, Managing Member, 203-972-9062, hoyt@nearearthllc.com

John Stone, Partner, 917-301-9506, john@nearearthllc.com

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

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 and protecting all of the firm's books and records. As we do not maintain customer accounts, handle customer funds or securities, or accept or enter customer orders to be executed by a clearing firm, there is no need to plan for business continuity for such customers.

A. 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.

B. Approval and Execution Authority

Hoyt Davidson, a registered principal, is responsible for approving the plan and for conducting the required annual review. Hoyt Davidson has the authority to execute this BCP.

C. Plan Location and Access

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 deposited a copy in the BCP

Repository Service offered by FINRA. An electronic copy of our plan is located on computers at both our New Canaan, CT headquarters and our Stamford, CT branch office. An electronic copy has also been sent to our Financial Operative, Kathy Efrem at Integrated Management in New York, NY. Our BCP is also available through a link at the bottom of our website's home page at www.nearearthllc.com.

III. Business Description

Our firm provides financial and strategic advisory services to companies and is engaged in private placements. We are an introducing firm and do not receive or hold customer funds or securities. In our private placement business, our firm deals only with corporate, institutional and accredited individual investors. In no instance do we hold the funds or securities of any of these private placement investors.

IV. Office Locations

Our Firm has offices located in New Canaan, CT and Stamford, CT.

A. Headquarters

Our headquarters office is located at 945 West Road, New Canaan, CT, 06840. Its main telephone number is 203-972-9062. This is a residential office for Hoyt Davidson therefore no commuting or travel is required. Our other employees may travel to this office by means of car or by train. We engage in all aspects of our business as described in Section III above at this location.

B. Branch Office

Near Earth also has an office at 243 Tresser Blvd., 17th Floor, Stamford, CT 06901. Its main telephone number is 203-355-3627. This is an executive office suite managed by Stark Business Solutions. Commuting and travel is required by all Near Earth employees to reach this office. Our employees may travel to that office by means of car, taxi, subway, train, bus, foot, bicycle or combinations of the above. We engage in all aspects of our business as described in Section III above at this location. This branch office is also an Office of Supervisory Jurisdiction (OSJ).

V. Alternative Physical Location(s) of Employees

In the event of an SBD, we will move our staff from affected offices to the closest of our unaffected office locations. If none of our other office locations is available to receive those staff, we will move them 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.

VI. 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.

VII. Data Back-Up and Recovery (Hard Copy and Electronic)

Our firm maintains its primary hard copy books and records and its electronic records at 945 West Road, New Canaan, CT 06840. Hoyt Davidson, Managing Member, 203-972-9062 is responsible for the maintenance of these books and records. Our firm maintains the following document types and forms: (i) written and electronic correspondence (email) with clients and regulators, (ii) electronic (Quickbooks) copies of our monthly, quarterly and annual financial records, (iii) paper copies of our FOCUS reports and audited financial statements, (iv) paper copies of corporate documents and records including insurance policies, fidelity bonds and our written supervisory procedures, (v) paper copies of advertisements and paper or electronic copies of other communications with the public, (vi) paper copies of engagement letters, non-disclosure agreements and other contractual arrangements, (vii) paper copies of invoices and records of payments, (viii) paper copies of bank statements, credit card statements and phone statements, (x) paper copies of registered representatives' files, (xi) paper copies of client complaints, and (xii) paper copies of due diligence lists, distribution control reports, sales control reports and subscription agreements.

Email. For email retention and primary back-up, our firm uses Smarsh for SEC/FINRA compliant email hosting and retention. Smarsh provides us with online access from its own redundant offsite servers of all our emails plus sends us CD's every three months for our onsite hard copy back-up.

Financial Records. For our financial records we utilize several back up methods: (1) we pay Quickbooks to do automatic daily back-ups to their servers; (2) Hoyt Davidson maintains back-up copies on his disk drive in the Headquarters Office; (3) approximately weekly Hoyt Davidson synchronizes all of his Near Earth files between his New Canaan office desk top computer and the lap top he uses in the Stamford office, and (4) approximately monthly, Hoyt Davidson emails a Quickbooks copy to Kathy Efreem at Integrated Management.

Other Important Records. Our firm maintains copies of certain important hard copy books and records in a safe deposit box at Bank of America, Elm Street, New Canaan, CT 06840. These records are paper copies, CDs or DVDs. Hoyt Davidson, Managing Member, 203-972-9062 is responsible for the maintenance of these back-up books and records. We back up our records every quarter, as necessary.

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.

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 clients, 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).

B. 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.

IX. 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.

X. Alternate Communications Between the Firm and Clients, Employees, and Regulators

A. Clients

We now communicate with our clients using telephone (wired, cellular and voice over IP), e-mail (both fixed and mobile), 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 employees using the telephone (wired, cellular and Voice over IP), e-mail (fixed and wireless), 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 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 (wired, cellular and voice over IP), e-mail (fixed and wireless), 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.

XI. Critical Business Constituents, Banks, and Counter-Parties

A. Business constituents

We have only one critical business constituent, Integrated Management Solutions USA LLC (“Integrated Management”), 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 Integrated Management can no longer provide the needed goods or services when we need them because of a SBD to them or our firm. Integrated Management assists us in our regulatory filings and provides general compliance advice. Our contact is Kathy Efrem, 39 Broadway, Suite 1601, New York, NY 10006 212-897-1689 (direct), 212-509-7800 (main).

B. Banks

Our business does not require financing to support securities transactions. If we require financing to support operations or general working capital needs, we can use our excess Net Capital, call for additional capital contributions from the members or utilize our Visa and/or American Express corporate accounts. We do not currently have lenders or any debt other than normal accounts payables and credit card debt. The bank maintaining our operating accounts (Checking and Money Market accounts) is: Bank of America, Elm Street, New Canaan, CT 06840. 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.

C. Counter-Parties

None.

XII. Regulatory Reporting

Our firm is subject to regulation by the Securities and Exchange Commission, FINRA and the State of Connecticut Department of Banking. 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 Integrated Management. 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 Integrated Management, cannot contact our regulators, we will continue to file required reports using the communication means available to us.

XIII. Disclosure of Business Continuity Plan


We are an introducing firm although we do not hold funds or securities. Nevertheless, we will provide a copy of our written disclosure statement (copy attached) to each client with which we conduct business.

XIV. 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 January 17th, to modify it for any changes in our operations, structure, business, or location or those of our clearing firm.

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.

Signed: 

Title: Managing Member and Chief Compliance Officer

Date: January 15, 2015

Disclosure Statement

Near Earth 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 summary of the Firm's Business Continuity Plan Disclosure Statement is available upon request, or as required to be made available by FINRA regulation.

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

Hoyt Davidson, Managing Member, 203-972-9062, hoyt@nearearthllc.com

John Stone, Partner, 917-301-9506, john@nearearthllc.com

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 calendar year.

Received:

Customer Name(s)

Customer Signature(s)

Date