



Aquila Distributors LLC Business Continuity Plan

Executive Summary

**June 2013
(revised March 2016)**

This executive summary is intended to provide an overview of the Aquila Distributors LLC (“ADL”) Business Continuity Plan (“BCP”). The BCP was written to comply with the requirements FINRA Rule 4370. A copy of the BCP has been submitted to the FINRA New York office located at:

1 Liberty Plaza
New York, NY 10006

ADL’s Office of Supervisory Jurisdiction (“OSJ”) is located at:

120 West 45th Street, Suite 3600
New York NY, 10036
(212) 697-6666/(800) 437-1020

ADL maintains no other branch locations.

ADL is a limited purpose broker dealer and serves as principal underwriter and distributor of the Aquila Group of Funds (“AGOF”). ADL conducts limited securities business in open-end domestic equity and fixed income mutual fund registered securities and does not offer any other brokerage services. ADL provides educational and wholesaling services primarily to other broker dealers and, on occasion, provides educational services regarding the Funds and certain shareholder servicing functions to the retail customers of other broker dealers while in the presence of other broker dealer representatives. ADL does not open or maintain customer accounts. ADL does not take custody of customer funds or securities. ADL is a mutual fund product wholesaler and marketing firm, and the firm does not perform any type of shareholder transaction processing or clearing function for itself or others. ADL does not engage in any private placements or underwriting of securities other than shares of the AGOF.

ADL's emergency contact persons are:

Paul O'Brien, Co-President of Aquila Distributors LLC

Phone (W): **(800) 811-9758**
Phone (C): **(704) 322-5007**
E-mail (W): pobrien@aquilafunds.com
E-mail (H): pob1128@carolina.rr.com

Marie Aro, Co-President of Aquila Distributors LLC

Phone (W): **(800) 762-5933**
Phone (C): **(303) 638-9035**
E-mail (W): maro@aquilafunds.com
E-mail (H): mariearo@gmail.com

Randall Fillmore, Senior Vice President & Chief Compliance Officer ("CCO")

Phone (W): **(212) 697-6666 x 7350**
Phone (H): **(917) 209-5080**
E-mail (W): rfillmore@aquilafunds.com
E-mail (H): randy.fillmore@gmail.com

These emergency contact names, and respective contact information, have been submitted to FINRA and will be updated in the event of a material change. ADL's Co-Presidents will review the BCP annually in conjunction with the annual certification of ADL's written supervisory procedures pursuant to FINRA Rule 3130. In the event of an unexpected departure or sudden unavailability of an emergency contact, the Co-Presidents of ADL would provide backup coverage for one another and be supported by the CCO. If the CCO were unavailable, the Co-Presidents would temporarily provide compliance coverage. In the event of an emergency, Regional Sales Managers can provide backup coverage for one another when instructed to do so by one of the Co-Presidents.

ADL's policy is to respond to a Significant Business Disruption ("SBD") by safeguarding the lives of its staff and firm property, making a financial and operational assessment, quickly recovering and resuming operations, protecting firm's books and records, and allowing AGOF customers to transact business. In the event that ADL determines that the firm is unable to continue its business, ADL will provide customers' prompt access to their funds and securities through direct communication with the AGOF Transfer and Shareholder Servicing Agent. Our plan anticipates two kinds of SBDs, internal and external. Internal SBDs affect only the firm's ability to communicate and do business, such as a fire in the building. External SBDs prevent the operation of the securities markets and affect a number of firms, such as a terrorist attack, a city flood, or a wide-scale regional disruption. ADL's response to an external SBD relies more heavily on other organizations and systems, especially on the capabilities of the transfer and shareholder servicing agent of the AGOF.

BNY Mellon serves as the AGOF Transfer and Shareholder Servicing Agent and is responsible for account opening and maintenance and routine transaction processing of all orders. BNY Mellon is a global company with multiple sites which service the AGOF. The (800) number for

account information/shareholder services for the AGOF at BNY Mellon is listed below. Our primary and alternate BNY Mellon contacts are also below.

BNY Mellon Account Information/Client Services for the AGOF
(800) 437-1000

Johnnie Lawson, Vice President, Transfer Agent Client Services
(Primary Contact at BNY Mellon)
BNY Mellon Investment Servicing
760 Moore Road AIM19K – 1A18
King of Prussia, PA 19406 - 1212
Phone: (610) 382-8226
E-mail: johnnie.lawson@bnymellon.com

Brian McDonald, Vice President, Transfer Agent Client Services (Alternative Contact at BNY Mellon)
BNY Mellon Investment Servicing
760 Moore Road AIM19K – 1A18
King of Prussia, PA 19406 - 1212
Phone: (610) 382-7945
E-mail: brian.mcdonald@bnymellon.com

BNY Mellon is primarily responsible for receiving and accepting customer orders. If BNY Mellon has received insufficient information to process a customer order, ADL registered representatives may contact other broker dealers to help facilitate BNY Mellon's receipt of accurate and complete information with which to accept an order or in limited circumstances may contact the underlying retail customer to facilitate BNY Mellon's receipt of information. AGOF Shareholders (or other broker dealers) are instructed to place orders directly with BNY Mellon, as Transfer and Shareholder Servicing Agent. BNY Mellon executes Customer orders, compares, allocates, clears and settles them. BNY Mellon also maintains AGOF customer accounts, grants customer access to accounts and delivers funds and securities. Customer access to funds and securities is generally accomplished by Customer (or other broker dealer) contact directly with BNY Mellon.

In the event of an SBD occurrence at ADL's OSJ location, ADL's New York based registered representatives may work remotely or their calls may be forwarded to a regional registered representative located in a home office qualifying under the exclusions from the definition of a branch office.

ADL's hard copy data, books and records backup is managed by the home office. For long term hard copy storage, ADL uses The Time Record Storage Company, LLC located at:

225 Long Avenue
Hillside, NJ 07205
718-855-1777

ADL backs up its electronic records on a continual basis. Together with Aquila Investment Management LLC, the Investment Adviser and/or Administrator of the AGOF, ADL has in place a redundant back-up file server, terminal server and exchange server (that handles the firm's e-mail). The offsite location is:

Co-Location
12100 Sunrise Valley Drive
Reston, VA 20191

The back-up servers are synchronized with ADL's main servers located at ADL's OSJ.

ADL's "mission critical systems" are those that facilitate prompt and accurate processing of securities transactions, including order taking, entry, execution, comparison, allocation, clearance and settlement of securities transactions, the maintenance of customer accounts, access to customer accounts, and the delivery of funds and securities. Each of these mission critical functions have been outsourced to BNY Mellon pursuant to a written contract with each Fund comprising the AGOF and subject to oversight by ADL.

BNY Mellon represents that it backs up our records, with respect to each of the funds, at one of two remote sites using Tivoli Storage Management ("TSM"). TSM performs backups over the network. Local failover recovery or disaster recovery is achieved using data replication and does not rely on TSM backup. BNY Mellon also confirms that they test all of their disaster recovery plans multiple times throughout the year with the primary data center simultaneously recovering to both back up data centers. BNY Mellon also has a documented Pandemic plan.

ADL currently communicates with customers using the telephone, e-mail, the Aquila Group of Funds' website, fax, United States ("U.S.") mail, and in-person visits at the offices of other broker dealers. In the event of an SBD, ADL will assess whichever means of communication are available, and intends to use the means closest in speed and form, written or oral, to the means that have been used in the past to communicate with the other party. For example, if ADL typically communicates with a party by e-mail but if the internet is unavailable, ADL registered representatives will call the customer (or other broker dealer) on the telephone and follow up with a written record, if required, via U.S. mail.

ADL uses an emergency notification system consisting of a toll-free number, located in El Paso, TX, that is used as an emergency voice communication system to communicate with personnel in case of communications emergencies. If at any time communication is lost with the OSJ (voice, email, fax, etc.), ADL will activate this system. Information/instructions are determined by senior management as to the nature of the problem, likely duration of the problem and instructions as to how best to deal with the current issue. The remote phone number is: **(800) 872-6734 / (915) 881-1070.**

ADL intends to employ an Emergency Calling Tree so that staff can be reached quickly during an SBD. The Calling Tree includes all staff home and office phone numbers, as well as cell phone numbers for all personnel of ADL and Aquila Investment Management LLC, as well as all Trustees and critical vendors associated with the AGOF.

Effective March 1, 2016, through an internal reorganization, Aquila Distributors, Inc. (ADI) merged into Aquila Distributors LLC (ADL), a newly-formed subsidiary of Aquila Management Corporation. ADL assumed all assets/liabilities of ADI and is the successor to the broker-dealer registration/business. There is no change in control, operations or management of the broker-dealer as a result of the merger. ADI ceased broker-dealer activity and no longer exists by operation of law upon effectiveness of the merger.

I, as Executive Representative, have approved this (BCP) Executive Summary as reasonably designed to inform our shareholders, our broker / dealers, our contracted partners, our trustees and staff with a summary of our Business Continuity Plan.

Signed: _____

Name: _____

Title: _____

Date: _____