

Election Notice

District Elections

Upcoming Election to Fill FINRA District Committee Vacancies

Nomination Deadline: Monday, October 9, 2017

Executive Summary

This *Notice* advises member firms of the upcoming nomination and election process to fill vacancies on FINRA District Committees.

Eligible candidates will be included on the appropriate ballot if they submit a candidate nomination and profile form to the FINRA Corporate Secretary by **Monday, October 9, 2017**. The candidate nomination and profile form is available online at www.finra.org/Notices/DistrictElection/090817 and as an attachment to this *Notice*.

The seats open for election are included in Attachment A. A list of the current District Committee members is available at www.finra.org/districtcommittees.

Note: This *Notice* was distributed electronically to the executive representative of each FINRA member firm and is posted on FINRA's website. Executive representatives should circulate this *Notice* to their firm's branch managers.

Questions concerning this *Election Notice* may be directed to:

- ▶ Jennifer Piorko Mitchell, Vice President and Deputy Corporate Secretary, at (202) 728-8949 or via email to jennifer.mitchell@finra.org; or
- ▶ Chip Jones, Senior Vice President, Member Relations and Education, at (240) 386-4797 or via email to chip.jones@finra.org.

September 8, 2017

Suggested Routing

- ▶ Executive Representatives
- ▶ Senior Management

Background

The FINRA District Committee members serve an important role in the self-regulatory process by, among other things:

- ▶ serving on disciplinary panels in accordance with FINRA rules;
- ▶ alerting FINRA to industry trends that could present regulatory concerns; and
- ▶ consulting with FINRA on proposed policies and rule changes.

Committee members must have the experience, ability and commitment to fulfill these responsibilities, including:

- ▶ understanding the issues facing the securities industry and possessing the ability to apply knowledge and expertise to these issues to develop solutions;
- ▶ educating firms in their district on the responsibilities of FINRA;
- ▶ attending regularly and participating in a collegial manner in District Committee meetings; and
- ▶ remaining objective and unbiased, regardless of the interest of their firm, in the performance of District Committee matters.

Committee members also must adhere to the following prohibitions and restrictions:

- ▶ being sensitive to conflicts, such as those that can arise from firm-related work and service on industry committees, or as an expert witness, hearing panelist or arbitrator, and refraining from participating in a particular matter when a conflict exists;
- ▶ refraining from using membership on the District Committee for commercial purposes, for qualifying as an expert or suggesting special access to FINRA; and
- ▶ keeping sensitive, non-public or proprietary information confidential.

In addition, committee members derive benefits from serving on District Committees, including:

- ▶ registration fee waivers for FINRA conferences;
- ▶ opportunities to network with other firms in their district and region;
- ▶ being an important part of informing FINRA's regulatory programs; and
- ▶ opportunities to interact with senior FINRA regional and main office staff.

Composition of District Committees

District Committees from districts 1, 2, 3, 4, 5, 6, 7, 8, 9 and 11 comprise three small, one mid-size and three large firm representatives who are elected by firms of the same size. The District 10 Committee comprises six small, two mid-size and six large firm representatives who are elected by member firms of the same size.

Firm size categories are defined as follows:

- ▶ **Small firm** a firm that employs at least one and no more than 150 registered persons.¹
- ▶ **Mid-size firm** a firm that employs between 151 and 499 registered persons;² and
- ▶ **Large firm** a firm that employs 500 or more registered persons.³

Terms & Vacancies

The full term for a District Committee member is three years. There is no limit on the number of terms that a member of a District Committee may serve, except that a District Committee member may not serve two full terms consecutively. Terms of District Committee members will terminate if they do not remain eligible for the seat for which they were elected.

Terms of all of the individuals elected during this election will begin on January 1, 2018. FINRA is in the process of evaluating the structure and operations of its District Committees. Therefore, depending on the outcome of the review, the terms of current committee members and those elected during this election may be cut short.

Full-term Vacancies

In this election, the District Committees for Districts 1, 2, 3, 4, 5, 6, 7, 8, 9 and 11 each have three full-term vacancies to fill: one representing a small firm seat, one representing a mid-size firm seat and one representing a large firm seat. District 10 has five full-term vacancies to fill: two representing small firm seats, one representing a mid-size firm seat and two representing large firm seats.

The individuals elected to fill the above vacancies will be elected to three-year terms expiring December 31, 2020.

Partial-term Vacancies

In addition to the full-term vacancies listed above, there are three partial-term vacancies to replace individuals who resigned prior to the conclusion of his or her term: one small firm representative for District 1, one large firm representative for District 2 and one large firm representative for District 10. The individuals elected to fill these partial-term vacancies will serve until December 31, 2018.

Nomination Process and Eligibility

Individuals interested in seeking a seat on a District Committee must complete a candidate nomination and profile form and submit it to FINRA via email to CorporateSecretary@finra.org by **October 9, 2017**. The candidate nomination and profile form is available online at www.finra.org/Notices/DistrictElection and as an attachment to this *Notice*.

Any individual who submits a profile form and meets the qualifications set forth in Article VIII, Section 8.2 of the FINRA Regulation By-Laws will be included on the relevant ballot. Article VIII, Section 8.2 of the FINRA Regulation By-Laws requires for eligibility that District Committee members:

1. be associated with a FINRA member firm eligible to vote in the district for District Committee elections and registered in the capacity of a branch manager or principal or denoted as a corporate officer of the FINRA member;
2. work primarily from such FINRA member firm's principal office or a branch office that is located within the district where the member would serve on a District Committee; and
3. represent and be directly elected by the applicable classification of FINRA members based on the size of the firm with which he or she is associated: small, mid-size or large.

The names of all qualified individuals will be included on the ballot for the appropriate seat. Ballots will be mailed on or around October 20, 2017.

FINRA encourages current and former committee members to assist FINRA by soliciting candidates for committee service.

Firm Contact Information

Firms are reminded to accurately maintain their executive representative's name and email address, as well as their firm's main postal address in the FINRA Contact System. This will ensure that important mailings, such as election information, are properly directed. A firm's failure to keep this information accurate may jeopardize the firm's ability to participate in elections.⁴

To update an executive representative name, mailing address and email address, firms may access the FINRA Contact System, via the Firm Gateway, at <https://firms.finra.org/fcs>. For assistance updating FCS, contact FINRA's Call Center at (301) 590-6500.

Endnotes

1. See Article I (jj) of the FINRA Regulation By-Laws.
2. See Article I (aa) of the FINRA Regulation By-Laws.
3. See Article I (y) of the FINRA Regulation By-Laws.
4. Pursuant to FINRA Rule 4517, firms must update their contact information promptly, but in any event not later than 30 days following any change in such information, as well as review and, if necessary, update the information within 17 business days after the end of each calendar year. Additionally, firms must comply with any FINRA request for such information promptly, but in any event not later than 15 days following the request, or such longer period that may be agreed to by FINRA staff. See FINRA Rule 4517 and FINRA *Regulatory Notice 07-42* (September 2007).

Attachment A

District Committee Positions to Be Elected

District 1

Northern California (the counties of Monterey, San Benito, Fresno and Inyo, and the remainder of the state north or west of such counties), northern Nevada (the counties of Esmeralda and Nye), and the remainder of the state north or west of such counties) and Hawaii

District Committee for District 1

- Committee members to be elected to terms expiring December 31, 2020: One small firm representative, one mid-size firm representative and one large firm representative.
- Committee member to be elected to a partial term expiring December 31, 2018: One small firm representative.

District 2

Southern California (that part of the state south or east of the counties of Monterey, San Benito, Fresno and Inyo), southern Nevada (that part of the state south or east of the counties of Esmeralda and Nye) and the former U.S. Trust Territories

District Committee for District 2

- Committee members to be elected to terms expiring December 31, 2020: One small firm representative, one mid-size firm representative and one large firm representative.
- Committee member to be elected to a partial term expiring December 31, 2018: One large firm representative.

District 3

Alaska, Arizona, Colorado, Idaho, Montana, New Mexico, Oregon, Utah, Washington and Wyoming

District Committee for District 3

- Committee members to be elected to terms expiring December 31, 2020: One small firm representative, one mid-size firm representative and one large firm representative.

District 4

Iowa, Kansas, Minnesota, Missouri, Nebraska, North Dakota and South Dakota

District Committee for District 4

- Committee members to be elected to terms expiring December 31, 2020: One small firm representative, one mid-size firm representative and one large firm representative.

District 5

Alabama, Arkansas, Louisiana, Mississippi, Oklahoma and Tennessee

District Committee for District 5

- Committee members to be elected to terms expiring December 31, 2020: One small firm representative, one mid-size firm representative and one large firm representative.

District 6

Texas

District Committee for District 6

- Committee members to be elected to terms expiring December 31, 2020: One small firm representative, one mid-size firm representative and one large firm representative.

District 7

Florida, Georgia, North Carolina, Puerto Rico, Panama, South Carolina and the Virgin Islands

District Committee for District 7

- Committee members to be elected to terms expiring December 31, 2020: One small firm representative, one mid-size firm representative and one large firm representative.

District 8

Illinois, Indiana, Kentucky, Michigan, Ohio and Wisconsin

District Committee for District 8

- Committee members to be elected to terms expiring December 31, 2020: One small firm representative, one mid-size firm representative and one large firm representative.

District 9

Delaware, the District of Columbia, Maryland, New Jersey and New York (except for the counties of Nassau and Suffolk, and the five boroughs of New York City), Pennsylvania, Virginia and West Virginia

District Committee for District 9

- Committee members to be elected to terms expiring December 31, 2020: One small firm representative, one mid-size firm representative and one large firm representative.

District 10

New York (Nassau and Suffolk Counties, Bronx, Brooklyn, New York County, Queens and Staten Island)

District Committee for District 10

- Committee members to be elected to terms expiring December 31, 2020: Two small firm representatives, one mid-size firm representative and two large firm representatives.
- Committee member to be elected to a partial term expiring December 31, 2018: One large firm representative.

District 11

Connecticut, Maine, Massachusetts, New Hampshire, Rhode Island and Vermont

District Committee for District 11

- Committee members to be elected to terms expiring December 31, 2020: One small firm representative, one mid-size firm representative and one large firm representative.

ATTACHMENT B

Candidate Profile Form—District Committee Election

Please complete all sections on both pages and email this document to CorporateSecretary@finra.org. Please note the second page will be made available publicly on our website. An electronic version of this form is also available at www.finra.org/notices/DistrictElection/090817.

Name: _____ Date: _____

(As you would like it to appear on official correspondence)

Current Registration

Title/Primary Responsibility: _____

Firm Name: _____

Firm CRD#: _____ Individual CRD#: _____

FINRA District No.: _____ Number of Registered Reps. at Firm: _____

Address

Street Address: _____ Suite/Floor: _____

City: _____ State: _____

Email: _____

Phone: _____

District Committee Seat Sought

- Small Firm (150 or fewer registered representatives)
- Mid-Size Firm (151 to 499 registered representatives)
- Large Firm (500 or more registered representatives)

Eligibility (Check all that apply)

- Associated with FINRA member firm eligible to vote in the district for District Committee elections
- Work primarily from FINRA member firm's principal or branch office in the district of the District Committee sought
- Position

Registered as

- branch manager
- principal
- Denoted as a corporate officer of the FINRA member firm

INSTRUCTIONS FOR PAGE 2

The information on the following page will be displayed on FINRA's District Committee election web page as submitted. Please carefully review the information before submission.

Provide a brief biography or summary of your qualifications to serve on the District Committee. You may want to consider including your employment experience, service on other industry-related boards and committees, etc. Provide a statement of why you are running for a seat on the District Committee and why firms should vote for you. (No more than 500 words.)

Candidate Profile Form—District Committee Election

Candidate Name:

Title:

Firm:

Candidate Biography and Personal Statement

Optional Links:

Link to personal website, resume or CV:

Link to YouTube video:
