

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 2016049353501**

TO: Department of Enforcement
Financial Industry Regulatory Authority ("FINRA")

RE: Geraldine Gordon, Respondent
Registered Representative
CRD No. 2499098

Pursuant to FINRA Rule 9216 of FINRA's Code of Procedure, I submit this Letter of Acceptance, Waiver and Consent ("AWC") for the purpose of proposing a settlement of the alleged rule violations described below. This AWC is submitted on the condition that, if accepted, FINRA will not bring any future actions against me alleging violations based on the same factual findings described herein.

I.

ACCEPTANCE AND CONSENT

- A. I hereby accept and consent, without admitting or denying the findings, and solely for the purposes of this proceeding and any other proceeding brought by or on behalf of FINRA, or to which FINRA is a party, prior to a hearing and without an adjudication of any issue of law or fact, to the entry of the following findings by FINRA:

BACKGROUND

Respondent Gordon has been registered with FINRA since May 1994. She has been registered as a General Securities Representative with Ameriprise Financial Services, Inc. ("Ameriprise" or the "firm") from May 1994 to the present.

Respondent does not have a formal disciplinary history.

OVERVIEW

In June 2013, Gordon recommended that her customer, WF, invest half of her liquid net worth, approximately \$334,000, in a single Master Limited Partnership focused on the energy sector. The recommendation was unsuitable because the investment represented an excessive concentration of the customer's net worth. By making an unsuitable recommendation, Gordon violated FINRA Rules 2111 and 2010.

FACTS AND VIOLATIVE CONDUCT

In June 2013, Gordon recommended to WF that she liquidate a number of diversified investments in her Ameriprise brokerage and IRA accounts, which comprised approximately half of her liquid net worth. Gordon recommended that WF use those assets to purchase a Master Limited Partnership (“MLP”) focused on the energy-sector. The MLP’s prospectus described the investment as speculative.

Following Gordon’s recommendation, WF invested a total of \$334,000.00 in the MLP through her Ameriprise brokerage and IRA accounts. WF’s investment in the MLP comprised 49.9% of her liquid net worth at the time.

FINRA Rule 2111 provides that when recommending the purchase, sale, or exchange of any security to a customer, a registered representative “must have a reasonable basis to believe that a recommended transaction ... is suitable for the customer, based on the information obtained through the reasonable diligence of the member or associated person to ascertain the customer’s investment profile.” Gordon’s recommendation that WF invest half of her liquid net worth in this single sector-focused MLP was not suitable for WF in light of her financial condition and the excessively concentrated nature of the investment.

Accordingly, Gordon violated FINRA Rule 2111 and, by virtue of that violation, also violated FINRA Rule 2010.

B. I also consent to the imposition of the following sanctions:

A ten business-day suspension from association with any FINRA member in any capacity; and

A fine of \$7,500.

I understand that if I am barred or suspended from associating with any FINRA member, I become subject to a statutory disqualification as that term is defined in Article III, Section 4 of FINRA’s By-Laws, incorporating Section 3(a)(39) of the Securities Exchange Act of 1934. Accordingly, I may not be associated with any FINRA member in any capacity, including clerical or ministerial functions, during the period of the bar or suspension (see FINRA Rules 8310 and 8311).

I agree to pay the monetary sanction upon notice that this AWC has been accepted and that such payment is due and payable. I have submitted an Election of Payment form showing the method by which I propose to pay the fine imposed.

I specifically and voluntarily waive any right to claim that I am unable to pay, now or at any time hereafter, the monetary sanction(s) imposed in this matter.

The sanctions imposed herein shall be effective on a date set by FINRA staff.

II.

WAIVER OF PROCEDURAL RIGHTS

I specifically and voluntarily waive the following rights granted under FINRA's Code of Procedure:

- A. To have a Complaint issued specifying the allegations against me;
- B. To be notified of the Complaint and have the opportunity to answer the allegations in writing;
- C. To defend against the allegations in a disciplinary hearing before a hearing panel, to have a written record of the hearing made and to have a written decision issued; and
- D. To appeal any such decision to the National Adjudicatory Council ("NAC") and then to the U.S. Securities and Exchange Commission and a U.S. Court of Appeals.

Further, I specifically and voluntarily waive any right to claim bias or prejudgment of the Chief Legal Officer, the NAC, or any member of the NAC, in connection with such person's or body's participation in discussions regarding the terms and conditions of this AWC, or other consideration of this AWC, including acceptance or rejection of this AWC.

I further specifically and voluntarily waive any right to claim that a person violated the ex parte prohibitions of FINRA Rule 9143 or the separation of functions prohibitions of FINRA Rule 9144, in connection with such person's or body's participation in discussions regarding the terms and conditions of this AWC, or other consideration of this AWC, including its acceptance or rejection.

III.

OTHER MATTERS

I understand that:

- A. Submission of this AWC is voluntary and will not resolve this matter unless and until it has been reviewed and accepted by the NAC, a Review Subcommittee of the NAC, or the Office of Disciplinary Affairs ("ODA"), pursuant to FINRA Rule 9216;
- B. If this AWC is not accepted, its submission will not be used as evidence to prove any of the allegations against me; and

C. If accepted:

1. this AWC will become part of my permanent disciplinary record and may be considered in any future actions brought by FINRA or any other regulator against me;
2. this AWC will be made available through FINRA's public disclosure program in accordance with FINRA Rule 8313;
3. FINRA may make a public announcement concerning this agreement and the subject matter thereof in accordance with FINRA Rule 8313; and
4. I may not take any action or make or permit to be made any public statement, including in regulatory filings or otherwise, denying, directly or indirectly, any finding in this AWC or create the impression that the AWC is without factual basis. I may not take any position in any proceeding brought by or on behalf of FINRA, or to which FINRA is a party, that is inconsistent with any part of this AWC. Nothing in this provision affects my: (i) testimonial obligations; or (ii) right to take legal or factual positions in litigation or other legal proceedings in which FINRA is not a party.

D. I may attach a Corrective Action Statement to this AWC that is a statement of demonstrable corrective steps taken to prevent future misconduct. I understand that I may not deny the charges or make any statement that is inconsistent with the AWC in this Statement. This Statement does not constitute factual or legal findings by FINRA, nor does it reflect the views of FINRA or its staff.

I certify that I have read and understand all of the provisions of this AWC and have been given a full opportunity to ask questions about it; that I have agreed to its provisions voluntarily; and that no offer, threat, inducement, or promise of any kind, other than the terms set forth herein and the prospect of avoiding the issuance of a Complaint, has been made to induce me to submit it.

5-10-2017
Date (mm/dd/yyyy)

Geraldine Gordon
Geraldine Gordon

Reviewed by:

Michelle M Arbitrio

Michelle M. Arbitrio
Counsel for Respondent
150 East 42nd Street
New York, NY 10017
(914) 872-7788

Accepted by FINRA:

6/9/17
Date

Signed on behalf of the
Director of ODA, by delegated authority



Nicholas A. Jablonski
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