

**FINANCIAL INDUSTRY REGULATORY AUTHORITY  
LETTER OF ACCEPTANCE, WAIVER AND CONSENT  
NO. 2018058354101**

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

RE: John Douglas Wade, Respondent  
Former Registered Representative  
CRD No. 4486552

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**

John Douglas Wade ("Wade") entered the securities industry when he became associated with a FINRA member firm in November 2001, and he became registered through that firm with FINRA as a General Securities Representative in February 2002. Wade became registered through U.S. Bancorp Investments, Inc. ("USBI" or the "Firm") as a General Securities Representative in May 2011.

In a Uniform Termination Notice for Securities Industry Registration (Form U5) filed February 14, 2018, USBI reported that it had discharged Wade for "Unsatisfactory job performance." The Firm filed an amended Form U5 on May 7, 2018, reporting that it is conducting an internal review because Wade "allegedly misappropriated client funds..."

Wade is not currently associated with any FINRA member, but remains subject to FINRA's jurisdiction pursuant to Article V, Section 4 of FINRA's By-Laws.

**RELEVANT DISCIPLINARY HISTORY**

Wade has no prior disciplinary history.

## OVERVIEW

From February 2013 through July 2017, Wade converted more than \$105,000 from two elderly USBI customers. As a result, Wade violated FINRA Rules 2150(a) and 2010.

## FACTS AND VIOLATIVE CONDUCT

FINRA Rule 2150(a) provides that “no person associated with a member [firm] shall make improper use of a customer’s securities or funds.” Conversion is an intentional and unauthorized taking of and/or exercise of ownership over property by one who neither owns the property nor is entitled to possess it. Conversion of customer funds is a violation of FINRA Rules 2150(a) and 2010.

From February 2013 through July 2017, Wade converted customer funds. Wade electronically transferred without authorization \$47,570.47 from customer BF’s checking account (at a bank affiliated with the Firm) to Wade’s own mortgage account.

Wade similarly used funds from customer LS to pay his own mortgage. Wade had LS withdraw funds from his Firm account via third-party checks – in amounts totaling \$51,141.71 – and write a check in the amount of \$7,000 from his checking account (at a bank affiliated with the Firm), ostensibly to invest in REITs. Wade did not use those funds for their intended purpose, to invest in REITs for LS. Rather, Wade used those checks to pay his own mortgage.

By using the funds of his elderly customers BF and LS without authorization to pay his own mortgage, Wade converted and improperly used customer funds totaling \$105,712.18. By virtue of the foregoing, Wade violated FINRA Rules 2150(a) and 2010.

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

- A bar from association with any FINRA member in any capacity.

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).

A bar or expulsion shall become effective upon approval or acceptance of this AWC.

## 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 prejudice 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.

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 understand and acknowledge that FINRA does not represent or advise me and I cannot rely on FINRA or FINRA staff members for legal advice; 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.

5/12/2018  
Date (mm/dd/yyyy)

  
Respondent John Douglas Wade

Accepted by FINRA:

6/4/2018  
Date

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

  
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