

Election Notice

District Elections

Upcoming District Committee and District Nominating Committee Elections

Executive Summary

The purpose of this *Election Notice* is to notify firms of the nomination and election process to fill forthcoming vacancies on FINRA District Committees and District Nominating Committees.

The current District Committee and District Nominating Committee members are included in Attachment A. Information on District Election procedures is included in Attachment B. A candidate profile form is included as Attachment C.

Note: This *Notice* was distributed electronically only to the Executive Representative of each FINRA firm and it is posted on FINRA's Web site at www.finra.org/Notices/Election/010208 Executive Representatives should circulate this *Notice* to their firm's branch managers.

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

- The appropriate District Director;
- Marcia Asquith, Senior Vice President and Corporate Secretary, FINRA, at (202) 728-8949; or
- CorporateSecretary@finra.org.

Background

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

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

January 2, 2009

Suggested Routing

- Branch Managers
- Executive Representatives
- Senior Management

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 professionally, effectively and in a collegial manner in District Committee meetings; and
- remaining objective and unbiased in the performance of District Committee matters.

Committee members must also adhere to certain prohibitions and restrictions. These include:

- refraining from serving as an expert witness in FINRA disciplinary hearings or arbitrations;
- being sensitive to conflicts, and refraining from participating in a particular matter when a conflict exists;
- refraining from using membership on the District Committee for commercial purposes, or otherwise suggesting special access to FINRA; and
- keeping sensitive, non-public or proprietary information confidential.

Vacancies and Terms

In this election, the District Committees for Districts 1, 2, 4, 5, 6, 8, 9 and 11 each have three positions to fill; the District Committees for Districts 3 and 7 each have four positions to fill; and the District Committee for District 10 has five positions to fill.¹ The term of office for District Committee members is three years unless selected to complete an existing term. Additionally, each District Nominating Committee will have five vacancies to fill for one-year terms.

Due to the consolidation of NASD and the member regulation functions of the New York Stock Exchange during 2007, the District Committee and District Nominating Committee election calendar was delayed by six months. Beginning in 2008, the three-year terms for District Committee members and one-year terms for District Nominating Committee members began to rotate on a June 1 to May 31 annual cycle. Terms of the individuals elected during this election will begin on June 1, 2009.

Nomination Process

Individuals from firms of all sizes and segments of the industry are encouraged to submit names for consideration for membership on the 11 District Committees and District Nominating Committees.

Individuals who are interested in serving on the District Committee or the District Nominating Committee within their district must complete a candidate profile form (Attachment C) and submit it by hand delivery, courier service, mail or facsimile to the appropriate District Director. Completed candidate profile forms must be received by the District Director on or before **January 16, 2009**. Candidate profile forms received after this date will not be considered. FINRA encourages current and former committee members to assist FINRA by soliciting candidates for both committees.

Article VIII, Sections 8.2 and 8.9 of the By-Laws of FINRA Regulation establish formal eligibility requirements for members of the District Committees and District Nominating Committees respectively. They provide that such members:

- be registered with a FINRA member firm eligible to vote in the district for District Committee elections; and
- work primarily from such FINRA member firm's principal office or a branch office that is located within the district where the member serves on a District Committee or District Nominating Committee.

Completed candidate profile forms that are received by January 16, 2009, will be provided to all appropriate District Nominating Committee members for review. FINRA anticipates that on or before February 13, 2009, each District Director, acting on behalf of the District Nominating Committee, will notify FINRA's Corporate Secretary of each candidate nominated by the District Nominating Committee and the committee to which the candidate is nominated.

Firm Contact Information

Firms are reminded of the importance of accurately maintaining their Executive Representative's name and email address information, and their firm's main postal address, in FINRA's records. This will ensure that mailings, such as election information, will be properly directed. Failure to keep this information accurate may jeopardize the member firm's ability to participate in District elections as well as other votes.

Pursuant to NASD Rule 1160, 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.²

To update an Executive Representative's name and contact information, firms should access the FINRA Contact System (FCS), located on FINRA's Web site at www.finra.org/fcs. For assistance updating FCS, you may contact our Call Center at (301) 590-6500.

Endnotes

- 1 In some cases, a District Committee may have positions to fill if a member of the District Committee has resigned since the last election, as indicated in Attachment A.
- 2 See NASD Rule 1160 and FINRA *Regulatory Notice 07-42* (September 2007).

Attachment A—District Committee and District Nominating Committee Lists

Expiring and vacant positions are highlighted.

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

Christian A. Zrull, District Director

One Montgomery Street, Suite 2100, San Francisco, CA 94104 (415) 217-1100
(415) 956-1931 fax

District Committee for District 1—Chair: Christopher D. Charles

- Committee members to be elected to terms expiring May 31, 2012: 3

Committee Members to Serve Until May 31, 2009

Christopher D. Charles	Wulff, Hansen & Co.	San Francisco, CA
Kevin T. Kitchin	Wachovia Securities, LLC	San Francisco, CA
Edward M. Stephens	FSC Securities Corporation	Santa Rosa, CA

Committee Members to Serve Until May 31, 2010

Robert Angle	White Pacific Securities, Inc.	San Francisco, CA
Leonard Berry	Backstrom McCarley Berry & Co. LLC	San Francisco, CA
James H. Williams	Financial Telesis	San Rafael, CA

Committee Members to Serve Until May 31, 2011

Christopher Aguilar	Merriman Curhan Ford & Co.	San Francisco, CA
Stephen Chipman	Foothill Securities, Inc.	Mountain View, CA
Philip J. Economopoulos	Howe Barnes Hoefer & Arnett, Inc.	San Francisco, CA

District Nominating Committee for District 1—Chair: William A. Evans, III

- Committee members to be elected to terms expiring May 31, 2010: 5

Committee Members to Serve Until May 31, 2009

Howard A. Bernstein	Pacific Growth Equities, LLC	San Francisco, CA
William A. Evans, III	Stone & Youngberg, LLC	San Francisco, CA
Warren E. Gordon	Charles Schwab & Co.	San Francisco, CA
Bruce W. Nollenberger	Nollenberger Capital Partners, Inc.	San Francisco, CA
Daniel W. Roberts	Roberts & Ryan Investments Inc.	San Francisco, CA

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

David A. Greene, District Director

300 South Grand Avenue, Suite 1600, Los Angeles, CA 90071-3126 (213) 229-2300
(213) 617-3299 fax

District Committee for District 2—Chair: Steven K. Klein

- ▶ Committee members to be elected to terms expiring May 31, 2012: 3

Committee Members to Serve Until May 31, 2009

Steven K. Klein	Farmers Financial Solutions, LLC	Agoura Hills, CA
Gary A. Martino	brokersXpress, LLC	Thousand Oaks, CA
Mitchell W. Howard	First Wilshire Securities Management, Inc.	Pasadena, CA

Committee Members to Serve Until May 31, 2010

Craig M. Biddick	Mission Securities Corporation	San Diego, CA
Mark S. Stewart	Mark Stewart Securities, Inc.	Irvine, CA
Craig R. Watanabe	NRP Financial, Inc.	Pasadena, CA

Committee Members to Serve Until May 31, 2011

Donna B. Lawson	First Allied Securities, Inc.	San Diego, CA
Kerry E. Cunningham	Financial Network Investment Corporation	El Segundo, CA
Westley H. King	Centarus Financial, Inc.	Anaheim, CA

District Nominating Committee for District 2—Chair: Valorie A. Seyfert

- ▶ Committee members to be elected to terms expiring May 31, 2010: 5

Committee Members to Serve Until May 31, 2009

Stephen B. Benton	Financial Network Investment Corporation	El Segundo, CA
James M. Dillahunty	Advisors Asset Management	San Diego, CA
Kenneth R. Hyman	Partnervest Securities, Inc.	Santa Barbara, CA
Valorie A. Seyfert	CUSO Financial Services, LP	San Diego, CA
Bryan R. Plank	Merrill Lynch, Pierce, Fenner & Smith Incorporated	San Diego, CA

District 3

Arizona, Colorado, New Mexico, Utah and Wyoming

Joseph M. McCarthy, Vice President and Regional Director (West Region)

4600 S. Syracuse Street, Suite 1400, Denver, CO 80237 (303) 446-3100
(303) 620-9450 fax

Alaska, Idaho, Montana, Oregon and Washington

Michael E. Lewis, District Director

601 Union Street, Suite 1616, Seattle, WA 98101-2327 (206) 624-0790
(206) 623-2518 fax

District Committee for District 3—Chair: Chester J. Hebert

- ▶ Committee members to be elected to terms expiring May 31, 2012: 3
- ▶ Committee members to be elected to terms expiring May 31, 2010: 1

Committee Members to Serve Until May 31, 2009

David J. Director	McAdams Wright Ragen, Inc.	Seattle, WA
Daniel J. Lind	Wells Fargo Investments	Tucson, AZ
Steven S. Iversen	NEXT Financial Group, Inc.	Albuquerque, NM

Committee Members to Serve Until May 31, 2010

Chester J. Hebert	Colorado Financial Service Corp	Centennial, CO
Douglas W. Schriener	Harrison Douglas, Inc.	Aurora, CO
[VACANT]*		

Committee Members to Serve Until May 31, 2011

James R. Cannon	United Planners Financial Service	Scottsdale, AZ
Adam M. Carmel	Larimer Capital Corporation	Denver, CO
Paige W. Pierce	RW Smith & Associates, Inc.	Sandy, UT

District Nominating Committee for District 3—Chair: Gregory R. Anderson

- ▶ Committee members to be elected to terms expiring May 31, 2010: 5

Committee Members to Serve Until May 31, 2009

Gregory R. Anderson	MCL Financial Group, Inc.	Denver, CO
Curtis J. Hammond	Morgan Stanley & Co., Incorporated	Bellevue, WA
Craig A. Jackson	Financial Network Investment Corporation	Roseburg, OR
Harry L. Striplin	Strand, Atkinson, Williams & York, Inc.	Portland, OR
Arlene M. Wilson	D.A. Davidson & Co.	Great Falls, MT

* Russell R. Diachok of Geneos Wealth Management, Inc. in Centennial, CO, was appointed to replace a resigning Committee member and is currently serving in this position until elections are held.

District 4

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

Thomas D. Clough, Associate Vice President and District Director

120 W. 12th Street, Suite 800, Kansas City, MO 64105

(816) 421-5700

(816) 421-5029 fax

District Committee for District 4—Chair: Andrew C. Small

- ▶ Committee members to be elected to terms expiring May 31, 2012: 3

Committee Members to Serve Until May 31, 2009

Steven F. McWhorter	Securities America, Inc.	Omaha, NE
Andrew C. Small	Scottrade, Inc.	St. Louis, MO
Jennifer R. Relien	Thrivent Investment Management, Inc.	Minneapolis, MN

Committee Members to Serve Until May 31, 2010

Robert E. Hillard	Arlington Securities	St. Louis, MO
Richard D. Link	Edward Jones	St. Louis, MO
Daniel J. May	Financial Network Investment Corporation	Minneapolis, MN

Committee Members to Serve Until May 31, 2011

Christopher A. Cokinis	ING Financial Partners, Inc.	Des Moines, IA
Cheryl L. Heilman	Ameritas Investment Corp.	Lincoln, NE
James E. Nelson	Minnesota Valley Investments	Redwood Falls, MN

District Nominating Committee for District 4—Chair: Joseph D. Fleming

- ▶ Committee members to be elected to terms expiring May 31, 2010: 5

Committee Members to Serve Until May 31, 2009

Kenneth M. Cherrier	Woodbury Financial Services, Inc.	Woodbury, MN
Joseph D. Fleming	RBC Dain Rauscher Inc.	Minneapolis, MN
Mark T. Lasswell	Wells Fargo Brokerage Services, LLC	Minneapolis, MN
Allen J. Moore	SMITH HAYES Financial Services Corporation	Lincoln, NE
Minoo Spellerberg	Princor Financial Services Corporation	Des Moines, IA

District 5

Alabama, Arkansas, Louisiana, Mississippi, Oklahoma and Tennessee

Keith E. Hinrichs, District Director

1100 Poydras Street, Energy Centre, Suite 850 (504) 522-6527
 New Orleans, LA 70163-0802 (504) 522-4077 fax

District Committee for District 5—Chair: Jefferson G. Parker

► Committee members to be elected to terms expiring May 31, 2012: 3

Committee Members to Serve Until May 31, 2009

Curtis F. Bradbury, Jr.	Stephens Inc.	Little Rock, AR
William A. Geary	Morgan Keegan & Company, Inc.	Jackson, MS
Jefferson G. Parker	Howard Weil Incorporated	New Orleans, LA

Committee Members to Serve Until May 31, 2010

Robert Keenan, Jr.	St. Bernard Financial Services, Inc.	Russellville, AR
Michael J. Mungenast	ProEquities, Inc.	Birmingham, AL
Gary K. Wunderlich, Jr.	Wunderlich Securities, Inc.	Memphis, TN

Committee Members to Serve Until May 31, 2011

Rush F. Harding, III	Crews & Associates, Inc.	Little Rock, AR
Phillip H. Palmer	First Independent Financial Services, Inc.	Tulsa, OK
Sarah J. Sherck	Avondale Partners, LLC	Nashville, TN

District Nominating Committee for District 5—Chair: Henry M. Fyfe, III

► Committee members to be elected to terms expiring May 31, 2010: 5

Committee Members to Serve Until May 31, 2009

Henry M. “Trey” Fyfe, III	Duncan-Williams, Inc.	Memphis, TN
James S. Jones	Crews & Associates, Inc.	Little Rock, AR
Michaela D. Myers	NAFA CapitalMarkets, LLC	Oklahoma City, OK
R. Patrick Shepherd	Avondale Partners, LLC	Nashville, TN
F. Eugene Woodham	Sterne, Agee & Leach, Inc.	Birmingham, AL

District 6

Texas

Virginia F. M. Jans, Senior Vice President and Regional Director, South Region

12801 N. Central Expressway, Suite 1050, Dallas, TX 75243 (972) 701-8554
(972) 716-7646 fax

District Committee for District 6—Chair: John Christopher Melton

► Committee members to be elected to terms expiring May 31, 2012: 3

Committee Members to Serve Until May 31, 2009

Alan K. Goldfarb	Oakbrook Financial Group, LLC	Dallas, TX
John Christopher Melton	Coastal Securities, L.P.	Houston, TX
[VACANT]		

Committee Members to Serve Until May 31, 2010

Caroline B. Austin	Evolve Securities, Inc.	Dallas, TX
Kennard (Ken) R. George	VSR Financial Services, Inc.	Dripping Springs, TX
Fenner R. Weller, Jr.	Weller Anderson & Co., Ltd.	Houston, TX

Committee Members to Serve Until May 31, 2011

Darla Bartkowiak	Amherst Securities Group, LP	Austin, TX
Frederick T. Greene	Raymond James Financial Services, Inc.	The Woodlands, TX
Wilson Williams	WFG Investments, Inc.	Dallas, TX

District Nominating Committee for District 6—Chair: Cynthia E. Besek

► Committee members to be elected to terms expiring May 31, 2010: 5

Committee Members to Serve Until May 31, 2009

Cynthia E. Besek	Maplewood Investment Advisors, Inc.	Dallas, TX
Bryan T. Emerson	Starlight Investments, LLC	Houston, TX
Brent T. Johnson	Multi-Financial Securities Corporation	Houston, TX
William H. Lowell	Lowell & Company, Inc.	Lubbock, TX
Michael A. Pagano	1st Global Capital Corp.	Dallas, TX

District 7

Georgia, North Carolina and South Carolina

Daniel J. Stefek, Associate Vice President and District Director

One Securities Centre (404) 239-6100
 Suite 500, 3490 Piedmont Road, NE, Atlanta, GA 30305 (404) 237-9290 fax

Florida, Puerto Rico, the Canal Zone and the Virgin Islands

Mitchell C. Atkins, Vice President and District Director

Crystal Corporate Center (561) 443-8000
 2500 N. Military Trail, Suite 302, Boca Raton, FL 33431 (561) 443-7995 fax

District Committee for District 7—Chair: Ronald J. Kovack

- ▶ Committee members to be elected to terms expiring May 31, 2012: 3
- ▶ Committee members to be elected to terms expiring May 31, 2010: 1

Committee Members to Serve Until May 31, 2009

Marc A. Ellis	GunnAllen Financial, Inc.	Tampa, FL
Ronald J. Kovack	Kovack Securities, Inc.	Ft. Lauderdale, FL
Ruth A. Burgess	INVEST Financial Corp.	Tampa, FL

Committee Members to Serve Until May 31, 2010

Jed E. Bandes	Mutual Trust Co. of America Securities	Clearwater, FL
Karen Z. Fischer	Hunter Scott Financial, LLC	Delray Beach, FL
[VACANT]		

Committee Members to Serve Until May 31, 2011

Richard K Bryant	Capital Investment Group, Inc.	Raleigh, NC
Matthew A. Guerrise	FMSBonds, Inc.	Boca Raton, FL
Raymond H. Smith, Jr.	Smith, Brown & Groover, Inc.	Macon, GA

District Nominating Committee for District 7—Chair: Kenneth W. McGrath

- ▶ Committee members to be elected to terms expiring May 31, 2010: 5

Committee Members to Serve Until May 31, 2009

Richard G. Averitt	Raymond James Financial Services, Inc.	St. Petersburg, FL
William G. McMaster	Scott & Stringfellow, Inc.	Columbia, NC
Charles F. O’Kelley	Atlantic Coast Securities Corporation	Tampa, FL
Kenneth W. McGrath	Popular Securities, Inc.	San Juan, PR
Alan L. Maxwell, Jr.	Wachovia Capital Markets, LLC	Charlotte, NC

District 8

Illinois, Indiana, Kentucky, Michigan, Ohio and Wisconsin

Carla A. Romano, Senior Vice President and Regional Director, Midwest Region

55 West Monroe Street, Suite 2700, Chicago, IL 60603-5052 (312) 899-4400
(312) 899-4399 fax

District Committee for District 8—Chair: Stephen F. Anderson

- ▶ Committee members to be elected to terms expiring May 31, 2012: 3

Committee Members to Serve Until May 31, 2009

Stephen F. Anderson	Waterstone Financial Group, Inc.	Itasca, IL
Eric A. Bederman	Bernardi Securities, Inc.	Chicago, IL
Barbara A. Turner	The O.N. Equity Sales Company	Cincinnati, OH

Committee Members to Serve Until May 31, 2010

Joel R. Blumenschein	Freedom Investors Corp.	Brookfield, WI
Thomas A. Bono	David A. Noyes & Company	Oak Park, IL
Steven J. Greenwald	Telemus Investment Brokers, LLC	Southfield, MI

Committee Members to Serve Until May 31, 2011

Jeffry F. Freiburger	Robert W. Baird & Co.	Milwaukee, WI
Edward A. Horwitz	Horwitz & Associates, Inc.	Riverwoods, IL
James P. Miller	SII Investments, Inc.	Appleton, WI

District Nominating Committee for District 8—Chair: Mari Buechner

- ▶ Committee members to be elected to terms expiring May 31, 2010: 5

Committee Members to Serve Until May 31, 2009

Richard M. Arceci	ValMark Securities, Inc.	Akron, OH
Michael E. Bosway	City Securities Corporation	Indianapolis, IN
Mari Buechner	Coordinated Capital Securities, Inc.	Madison, WI
Ronald J. Dieckman	J.J.B. Hilliard, W.L. Lyons, Inc.	Louisville, KY
Thomas M. McDonald	Thomas McDonald Partners, LLC	Cleveland, OH

District 9

New Jersey and New York (except for the counties of Nassau and Suffolk, and the five boroughs of New York City)

Gary K. Liebowitz, Senior Vice President and Regional Director, North Region

581 Main Street, 7th Floor, Woodbridge, NJ 07095 (732) 596-2025
(732) 596-2001 fax

Delaware, the District of Columbia, Maryland, Pennsylvania, Virginia and West Virginia

Robert B. Kaplan, District Director

1835 Market Street, Suite 1900, Philadelphia, PA 19103 (215) 963-1992
(215) 963-7442 fax

District Committee for District 9—Chair: Timothy L. Smith

- ▶ Committee members to be elected to terms expiring May 31, 2012: 3

Committee Members to Serve Until May 31, 2009

John M. Ivan	Janney Montgomery Scott LLC	Philadelphia, PA
Kenneth I. Schindler	Prudential Investment Management Svcs.	Newark, NJ
Thomas T. Wallace	Johnston, Lemon & Co. Incorporated	Washington, DC

Committee Members to Serve Until May 31, 2010

Wayne F. Holly	Sage Ruddy & Co.	Rochester, NY
Richard Seelaus	R. Seelaus & Co., Inc.	Summit, NJ
Timothy L. Smith	Comprehensive Asset Management and Servicing, Inc.	Parsippany, NJ

Committee Members to Serve Until May 31, 2011

Nancy L. H. Boyd	Lincoln Investment Planning, Inc.	Wyncote, PA
Celeste Leonard	First Montauk Securities Corp.	Red Bank, NJ
Sarah McCafferty	T. Rowe Price Investment Services, Inc.	Baltimore, MD

District Nominating Committee for District 9—Chair: A. Louis Denton

- ▶ Committee members to be elected to terms expiring May 31, 2010: 5

Committee Members to Serve Until May 31, 2009

Michael T. Corrao	Knight Equity Markets, LP	Jersey City, NJ
A. Louis Denton	Petersen Investments, Inc.	Blue Bell, PA
Richard Grobman	Oppenheimer & Co. Inc.	Philadelphia, PA
John P. Meegan	Hefren-Tillotson, Inc.	Pittsburgh, PA
Stephen M. Youhn	Lincoln Financial Advisors Corporation	Philadelphia, PA

District 10

New York (the counties of Nassau and Suffolk, and the five boroughs of New York City)

Hans L. Reich, Senior Vice President and Regional Director, New York Region

One Liberty Plaza, 49th Floor, 165 Broadway, New York, NY 10006 (212) 858-4000
(212) 858-4078 fax

District Committee for District 10—Chair: Allen Meyer

- Committee members to be elected to terms expiring May 31, 2012: 4
- Committee member to be elected to term expiring May 31, 2011: 1

Committee Members to Serve Until May 31, 2009

Barry M. Cash	Citigroup Global Markets Inc.	New York, NY
Robyn Jeffrey	Oppenheimer & Co. Inc.	New York, NY
Allen Meyer	Credit Suisse First Boston LLC	New York, NY
[VACANT]		

Committee Members to Serve Until May 31, 2010

James A. Brodie	Jesup & Lamont Securities Corp.	New York, NY
Kathryn G. Casparian	CIBC World Markets Corp.	New York, NY
Paul S. Ehrenstein	Zenith American Securities Corp.	New York, NY
James D. Lamke	Bear, Stearns & Co. Inc.	New York, NY

Committee Members to Serve Until May 31, 2011

Eric L. Kriftcher	Banc of America Securities LLC	New York, NY
Thomas J. Santucci	Royal Alliance Associates, Inc.	Garden City, NY
David M. Sobel	Abel/Noser Corp.	New York, NY
[VACANT]*		

District Nominating Committee for District 10—Chair: Vacant

- Committee members to be elected to terms expiring May 31, 2010: 5

Committee Members to Serve Until May 31, 2009

Lon T. Dolber	American Portfolios Financial Services	Holbrook, NY
Clifford H. Goldman	Marco Polo Securities Inc.	New York, NY
Judith R. MacDonald	Rothschild Inc.	New York, NY
Howard R. Plotkin	Lehman Brothers Inc.	New York, NY
Howard Spindel	Integrated Management Solutions USA LLC	New York, NY

*Vlad Uchenik of Jesup & Lamont Securities in New York, NY, was appointed to replace a resigning Committee member and is currently serving in this position until elections are held.

District 11

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

Robert M. Sulik, Associate District Director

99 High Street, Suite 900, Boston MA 02110

(617) 532-3418

(617) 451-3524 fax

District Committee for District 11—Chair: Michael E. Callaghan

► Committee members to be elected to terms expiring May 31, 2012: 3

Committee Members to Serve Until May 31, 2009

Martin W. Courage	Bank of America Investment Services	Boston, MA
Robert J. Reilly	Barclays Capital	Boston, MA
Edward J. Wiles, Jr.	Genworth Financial Securities Corp.	Stamford, CT

Committee Members to Serve Until May 31, 2010

Michael E. Callaghan	Harvest Capital LLC	Wethersfield, CT
Tina Blakely Maloney	Winslow, Evans & Crocker	Boston, MA
David J. Freniere	LPL Financial Corporation	Boston, MA

Committee Members to Serve Until May 31, 2011

Vincent M. Manzi	State Street Global Markets, LLC	Boston, MA
Victoria L. Olson	Prudential Annuities Distributors	Shelton, CT
Stephen L. Schardin	Charles River Brokerage, LLC	Burlington, MA

District Nominating Committee for District 11—Chair: Thomas J. Horack

► Committee members to be elected to terms expiring May 31, 2010: 5

Committee Members to Serve Until May 31, 2010

David K. Booth	Lincoln Financial Securities Corporation	Concord, NH
John I. Fitzgerald	Leerink Swann, LLC	Boston, MA
Joseph Gritzer	USI Securities, Inc.	Glastonbury, CT
Thomas Horack	Signator Investors, Inc.	Boston, MA
Curtis L. Snyder	American Technology Research, Inc.	Greenwich, CT

Attachment B—Procedures for Electing District Committee and District Nominating Committee Members

1. Each FINRA District shall maintain a District Committee and District Nominating Committee in the manner specified in Article VIII of FINRA Regulation's By-Laws.
2. FINRA's Corporate Secretary has sent a letter to each District Nominating Committee member and each District Director identifying the members of the District Committee and the District Nominating Committee whose terms expire on May 31, 2009. The letter described the election procedures to be followed in filling these positions.
3. FINRA will email a reminder to all member firms of their responsibility, and obligation, to keep current and accurate the information on their Executive Representative. The email will contain a reference to the FINRA Contact System, located on FINRA's Web site at <http://www.finra.org/fcs>, for changing a firm's Executive Representative name, email and postal address. This email will note that failure to keep this information accurate may jeopardize the firm's ability to participate in the district elections, as well as in other votes.
4. FINRA will send an *Election Notice* announcing the forthcoming elections to all member firms and the Executive Representative of all FINRA member firms eligible to vote in each district. The Election Notice will describe the election procedures and identify the number of positions to be filled in each district and the incumbent members of each District Committee. Individuals who are interested in serving on the District Committee or the District Nominating Committee within their district must complete a candidate profile form and submit it by hand delivery, courier service, mail or facsimile to the District Director. Completed candidate profile forms must be received by the District Director on or before **January 16, 2009**. Candidate profile forms received after this date will not be considered.
5. Completed candidate profile forms received by the District Director on or before **January 16, 2009**, will be provided to all members of the appropriate District Nominating Committee for review. FINRA also will provide the District Nominating Committee members with information considered to be relevant to the nomination process and analytical data pertaining to the district's membership. Soon after receiving the candidate profile forms and district membership information, the District Nominating Committee will identify and solicit candidates to nominate for election to the District Committee and the District Nominating Committee.

6. In determining its slate of candidates for the election, the District Nominating Committee will review the background and qualifications of the proposed candidates, and endeavor to secure appropriate and fair representation on the District Committee and on the District Nominating Committee of the various sections of the district and various classes and types of FINRA members engaged in the investment banking or securities business within the district. The slate must include the same number of nominees as there are positions to be filled on the District Committee and the District Nominating Committee.

A District Nominating Committee may not nominate more than two incumbent members of the District Nominating Committee to succeed themselves. Each District Nominating Committee member shall: (1) be registered with a FINRA member firm eligible to vote in the district for District Committee elections, and (2) work primarily from such FINRA member firm's principal office or a branch office that is located within the district where the member firm serves on a District Nominating Committee, but shall not be a member of the District Committee. A majority of the members of the District Nominating Committee must include persons who previously have served on a District Committee, as a current or former Director of the FINRA Regulation Board, or as a current or former Governor of the FINRA Board, or its predecessors.

A District Nominating Committee shall not nominate an incumbent member of the District Committee to succeed himself or herself on the District Committee unless the incumbent member of the District Committee was appointed to fill a vacancy on the District Committee resulting from (1) death, resignation, removal, or other cause of a regularly elected member's office prior to the expiration of the full term or (2) a newly created membership on a District Committee by virtue of an increase in the authorized number of members on the District Committee. Each District Committee member shall: (1) be registered with a FINRA member firm eligible to vote in the district for District Committee elections, and (2) work primarily from such FINRA member firm's principal office or a branch office that is located within the district where the member serves on a District Committee. District Committee members may not serve more than two consecutive terms.

The District Nominating Committee may also nominate one alternate candidate for the District Committee and one alternate candidate for the District Nominating Committee. In the event of an uncontested election pursuant to Article VIII, Section 8.19 of FINRA Regulation's By-Laws, the alternate candidate would replace any member of the nominated slate of candidates who withdrew or was determined to be ineligible.

7. On or before **February 13, 2009**, the District Director, acting on behalf of the District Nominating Committee, will notify FINRA's Corporate Secretary of each candidate nominated by the District Nominating Committee and the committee and, if applicable, class to which the candidate is nominated.

8. On or before **February 23, 2009**, FINRA will send a second *Election Notice* to the District Committees and the Executive Representatives of FINRA member firms eligible to vote in each district, identifying the nominees for the District Committees and the District Nominating Committees.

If the District Nominating Committee nominates the same number of nominees as there are positions to be filled on the District Committee and the District Nominating Committee and no additional candidate comes forward by delivering written notice to the appropriate District Director within 14 calendar days after the date of the second *Election Notice* identifying the district nominees, the candidates nominated by the District Nominating Committee are considered duly elected.
9. If a person who is otherwise eligible to serve on the District Committee or the District Nominating Committee was not nominated by the District Nominating Committee and wants to be considered for election as an additional candidate, he or she must notify the District Director in writing within 14 calendar days after the date of the second *Election Notice* referenced in item 8 above. The District Director must make a written record of the time and date of the receipt of such notification. Such person will be designated as an “additional candidate.”
10. Promptly following receipt of the additional candidate’s timely notice by the District Director, FINRA’s Corporate Secretary will provide to the additional candidate a list of all FINRA member firms eligible to vote in the district, their mailing addresses and their Executive Representatives.
11. An additional candidate is considered nominated if a petition signed by the Executive Representative of at least 10 percent of the FINRA member firms eligible to vote in the district is filed with the District Nominating Committee within 30 calendar days after the mailing date of the list to the additional candidate referenced in item 10 above.
12. If an additional candidate secures the required petition within the 30-day designated timeframe, the election is considered a contested election. The Corporate Secretary of FINRA will send a third *Election Notice* to the Executive Representatives of the FINRA member firms eligible to vote in the district announcing the names of all candidates and describing the contested election procedures.

Additional information pertaining to the District Committee and District Nominating Committee Election Procedures may be found in Article VIII of FINRA Regulation’s By-Laws.

Attachment C—District Election Candidate Profile Form

Indicate the position for which you wish to be considered:

District Committee OR District Nominating Committee

For which District: _____

Current Registration

Name: _____ CRD#: _____

Firm Name: _____ Firm#: _____

Title/Primary Responsibility: _____

Address: _____

City: _____ State: _____ Zip: _____

Phone: _____ Fax: _____

Email: _____

Prior Registration (*List the most recent first. Feel free to include extra pages if necessary.*)

Firm: _____

Title/Primary Responsibility: _____

Firm: _____

Title/Primary Responsibility: _____

General Areas of Expertise (please check all that apply)

- | | |
|--|--|
| <input type="checkbox"/> Compliance/Legal | <input type="checkbox"/> Retail Sales |
| <input type="checkbox"/> Corporate Finance | <input type="checkbox"/> Trading/
Market Making |
| <input type="checkbox"/> Financial/Operational | <input type="checkbox"/> Other |
| <input type="checkbox"/> Institutional Sales | |
| <input type="checkbox"/> Investment Advisory | |

Product Expertise (please check all that apply)

- | | |
|--|--|
| <input type="checkbox"/> Corporate Bonds | <input type="checkbox"/> Investment Company |
| <input type="checkbox"/> Direct Participation Programs | <input type="checkbox"/> Options |
| <input type="checkbox"/> Equity Securities | <input type="checkbox"/> Variable Contracts Securities |
| <input type="checkbox"/> Municipal/
Government Securities | <input type="checkbox"/> Other |

Memberships/Positions in Trade or Business Organizations

Past NASD or FINRA Experience and Dates of Service (please check all that apply)

- | | |
|---|----------------------|
| <input type="checkbox"/> Committee Member
(<i>identify committee</i>): | Approx. Dates: _____ |
| <input type="checkbox"/> Arbitrator | Approx. Dates: _____ |
| <input type="checkbox"/> Mediator | Approx. Dates: _____ |
| <input type="checkbox"/> Expert Witness (<i>arbitrations; disciplinary proceedings</i>) | Approx. Dates: _____ |
| <input type="checkbox"/> Other: | Approx. Dates: _____ |

Educational Background

School: _____ Degree: _____

School: _____ Degree: _____

Return completed candidate profile forms to the appropriate District Director on or before January 16, 2009.