

Disciplinary and Other FINRA Actions

Reported for
March 2026

FINRA has taken disciplinary actions against the following firms and individuals for violations of FINRA rules; federal securities laws, rules and regulations; and the rules of the Municipal Securities Rulemaking Board (MSRB).

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Firm Sanctioned, Individual Sanctioned

Independence Capital Co., Inc. ([CRD #24723](#), Parma, Ohio) and Dennis Clarence Twarogowski ([CRD #1033169](#), Medina, Ohio)

January 27, 2026 – A Letter of Acceptance, Waiver and Consent (AWC) was issued in which the firm was censured, is ordered to pay \$168,680, plus interest, in partial restitution to customers, and required to comply with the undertaking enumerated in this AWC. Twarogowski was fined \$5,000, suspended from association with any FINRA member in any principal capacity for three months, and required to comply with the undertaking enumerated in this AWC. FINRA imposed partial restitution and no fine against the firm in this case after it considered, among other things, the firm's revenues, financial resources, and its agreement to pay restitution. In addition, the firm has already returned one customer's principal amount, and thus the customer will not receive restitution in connection with this matter. Without admitting or denying the findings, the firm and Twarogowski consented to the sanctions and to the entry of findings that they failed to reasonably supervise firm registered representatives' recommendations of bonds that were speculative, involved a high degree of risk, were illiquid, and were only suitable for persons with substantial financial resources and with no need for liquidity. The findings stated that the firm and Twarogowski failed to reasonably supervise the representatives who together recommended that nine retail customers, four of whom were seniors, make a total of \$443,000 of investments in the speculative bonds. Twarogowski was each representative's direct supervisor during this period and approved each sale of the bonds after reviewing the application documents. In approving each of the sales to the customers, the firm and Twarogowski failed to perform a reasonable assessment of whether the recommendations were consistent with the customers' investment profiles, particularly in light of the concentration levels. In addition, the firm failed to establish and maintain written policies and procedures reasonably designed to achieve compliance with Rule 15l-1(a)(1) under the Securities Exchange Act of 1934 (Reg BI). The firm did not have a reasonable process for assessing whether the representatives were

developing and making recommendations to retail customers in compliance with Reg BI's Care Obligation. Moreover, the firm did not have a reasonable process to discover and assess recommendations that appeared inconsistent with customers' investment profiles. As a result of its conduct, the firm willfully violated Reg BI.

The suspension is in effect from February 17, 2026, through May 16, 2026. ([FINRA Case #2022074289902](#))

Firms Fined

BNY Mellon Capital Markets, LLC ([CRD #17454](#), New York, New York)

January 8, 2026 – An AWC was issued in which the firm was censured and fined \$60,000. Without admitting or denying the findings, the firm consented to the sanctions and to the entry of findings that it reported transactions to the Municipal Securities Rulemaking Board's (MSRB's) Real-time Transaction Reporting System (RTRS) without the required special condition indicator for transactions in new issue municipal securities. The findings stated that the firm failed to include the required M020 special condition indicator for all of the firm's List Offering Price/Takedown Transactions reported to RTRS. The findings also stated that the firm failed to establish and maintain a supervisory system, including written procedures, reasonably designed to ensure compliance with the firm's reporting obligation under MSRB Rule G-14(b). The firm's written procedures did not explain how the firm should review its municipal new issue trading books to verify that trades had the M020 indicator attached. In practice, the firm did not review whether the M020 indicator was accurately appended to transactions reported to the RTRS. The firm subsequently updated its written procedures and implemented new processes to enhance its review and supervision of its RTRS reporting. ([FINRA Case #2024080120101](#))

Wells Fargo Clearing Services, LLC ([CRD #19616](#), St. Louis, Missouri)

January 8, 2026 – An AWC was issued in which the firm was censured and fined \$1,250,000. Without admitting or denying the findings, the firm consented to the sanctions and to the entry of findings that it failed to comply with the close-out requirements of MSRB Rule G-12(h) by failing to cancel or close out inter-dealer transactions after failing to receive municipal securities totaling approximately \$6.5 million for over 20 calendar days after settlement date (inclusive of extensions). The findings stated that approximately half of those fails-to-receive were aged over 50 days. Although MSRB Rule G-12(h) provides three options through which firms can close out fails, the firm relied primarily on repeated buy-in attempts until a position was covered even when the firm knew that these attempts were not successful within the 20-calendar day limit. In addition, the firm failed to deliver municipal securities totaling approximately \$3.8 million within 20 calendar days after settlement date (inclusive of extensions). The findings also stated that the firm failed to take prompt steps to obtain possession or control of customer securities in failed inter-dealer municipal securities transactions. The firm engaged in repeated buy-in attempts to resolve and obtain possession or control of municipal securities it failed to receive, even when the firm knew that its buy in attempts were not successful. The findings also included that the firm failed to establish and maintain a supervisory system, including written supervisory procedures (WSPs), reasonably designed to achieve compliance with MSRB Rule G-12(h) and Rule 15c3-3(d)(2) of the Securities Exchange Act of 1934 (Exchange Act). The firm's WSPs did not provide reasonable guidance about available close-out

options. The firm's supervisory system did not reasonably track whether failed inter-dealer municipal securities transactions were timely closed out. In addition, the firm's supervisory system, including its WSPs, failed to provide reasonable guidance about how the firm should obtain possession or control of municipal securities that it failed to receive. The firm later updated its system and processes for addressing municipal fails-to-receive and revised its WSPs to memorialize the changes. ([FINRA Case #2022073287901](#))

BNP Paribas Securities Corp. ([CRD #15794](#), New York, New York)

January 12, 2026 – An AWC was issued in which the firm was censured and fined \$125,000. Without admitting or denying the findings, the firm consented to the sanctions and to the entry of findings that it failed to report over-the-counter (OTC) options positions to the Large Options Positions Reporting (LOPR) system as a result of separate issues arising out of transactions where the firm acted as an intermediary between its foreign affiliates and U.S.-based customers. The findings stated that in October 2019, the firm migrated to a new LOPR reporting system, but the new system was not set up to receive updates on salesperson location information, and, over time, that data became outdated and inaccurate. As a result, the firm failed to identify certain intermediated transactions, and to assess whether such transactions required reporting to the LOPR, because its systems erroneously concluded that no U.S. salesperson was involved. The firm discovered this reporting issue and later implemented a fix to ensure the salesperson location database was up to date. However, due to an oversight, the firm did not report to the LOPR the open intermediated OTC options positions until March 2021. In addition, after the migration, one of the firm's trading systems began erroneously excluding salesperson information when passing trade information to the LOPR reporting system. The firm identified and remediated the issue. Further, as part of the migration, the firm inadvertently excluded all transactions involving non-U.S.-based funds from consideration for LOPR reporting. However, the firm intermediated some of these transactions involving non-U.S.-based funds, and they were therefore eligible to be reported if other LOPR requirements are met. The firm remediated this issue. Moreover, a U.S. salesperson erroneously selected the wrong trader identifier when entering transactions. As a result, the firm failed to report certain intermediated transactions effected by the U.S. salesperson because the firm's systems associated the transactions with the former foreign trader, whose initials were used as the identifier. The firm identified, self-reported, and remediated the issue. Furthermore, one of the firm's trading systems placed the salesperson location information in the wrong data field, and, therefore, the LOPR reporting system failed to recognize certain intermediated transactions involving large options positions. The firm remediated the formatting issue. The findings also stated that the firm failed to establish and maintain a supervisory system, including WSPs, reasonably designed to achieve compliance with FINRA Rule 2360(b)(5). The firm's random review of selected options transactions was not reasonably designed in that they did not ensure that a sufficient number of intermediated transactions would be reviewed for compliance with the LOPR reporting requirement. The firm remediated this issue by implementing new supervisory procedures, including WSPs, that recalculated on a daily basis the LOPR eligibility of each of the firm's OTC options positions to confirm each position was reported properly. ([FINRA Case #2021069219701](#))

ABN AMRO Capital Markets (USA) LLC ([CRD #325235](#), New York, New York)

January 16, 2026 – An AWC was issued in which the firm was censured and fined \$50,000. Without admitting or denying the findings, the firm consented to the sanctions and to the entry of findings that it conducted a securities business on 84 days during while it failed to maintain its required

minimum net capital. The findings stated that the firm entered into a reverse repurchase transaction with its parent bank involving U.S. Treasury securities held as collateral in a segregated account owned by, and in the name of, the parent bank. However, because the collateral was neither in the firm's possession or control, nor outside the parent bank's control, the firm improperly classified the reverse repurchase agreement as an allowable asset when it should have treated the entire contract value as a non-allowable asset in its net capital calculations. The firm's net capital deficiencies ranged from approximately \$1,900 to approximately \$8.3 million, with an average deficiency of approximately \$665,000. The findings also stated that the firm maintained inaccurate books and records and filed inaccurate Financial and Operational Combined Uniform Single (FOCUS) reports due to the firm's misclassification of the reverse repurchase agreement contract value and the resultant inaccurate net capital calculations. The firm filed FOCUS reports that overstated its net capital by amounts ranging from approximately \$23 million to approximately \$25 million. These errors hindered regulators' ability to effectively monitor the firm's financial condition. The findings also included that the firm filed untimely notices regarding its net capital deficiencies. Consequently, FINRA and the Securities and Exchange Commission (SEC) were unaware of, and could neither consider nor act upon, the deficiency until it was discovered by FINRA's examination team. ([FINRA Case #2024080523501](#))

Cetera Advisors LLC ([CRD #10299](#), Greenwood Village, Colorado), Cetera Investment Services LLC ([CRD #15340](#), St. Cloud, Minnesota), and Cetera Wealth Services, LLC fka Cetera Advisor Networks LLC, ([CRD #13572](#), El Segundo, California)

January 16, 2026 – An AWC was issued in which the firms were censured, fined \$1,100,000, jointly and severally, and required to comply with the undertaking enumerated in this AWC. Without admitting or denying the findings, the firms consented to the sanctions and to the entry of findings that their supervisory systems, including their WSPs, were not reasonably designed to achieve compliance with Section 5 of the Securities Act of 1933. The findings stated that the firms required representatives to complete a questionnaire that asked about registration status for deposits of low-priced securities in physical certificate form. Before April 2021, however, the firms did not require representatives to complete questionnaires for electronic deposits of low-priced securities, unless trading activity was flagged, notwithstanding that most of the low-priced securities the firms received were deposited electronically. As a result, the firms allowed customers to deposit and sell millions of shares of low-priced securities, and wire out the proceeds, without detecting or reasonably investigating red flags. The findings also stated that the firm's anti-money laundering (AML) compliance program was not reasonably designed to detect and cause the reporting of suspicious transactions. The firms' written policies and procedures required monthly reviews of low-priced securities deposits and transactions, but not for suspicious activity. Nor did the firms' policies and procedures provide any guidance regarding how to identify suspicious transactions in low-priced securities. The firms' policies and procedures did not list, nor have any mechanism for monitoring, red flags of suspicious activity in low-priced securities. The findings also included that the Cetera Advisors failed to reasonably supervise the creation and dissemination of consolidated reports and failed to preserve such reports, in violation of Section 17(a) of the Exchange Act and Exchange Act Rule 17a-4(b)(4). The firm's written procedures required representatives to verify any manually entered data on consolidated reports, but the firm did not require supervisors to confirm whether representatives were complying with this responsibility or verify the accuracy of information that representatives manually entered into consolidated reports. The firm's procedures also failed to address consolidated reports that representatives shared with customers via the firm's

proprietary system or via third-party vendor platforms. The procedures prescribed no system for supervisory review of consolidated reports sent via such methods and failed to address the retention of those reports in the firm's books and records. As a result, the firm failed to reasonably supervise and retain tens of thousands consolidated reports sent to firm customers. In addition to the proprietary system, the firm permitted its representatives to use two third-party vendors to generate consolidated reports but did not supervise the activity conducted through the web-based portals. Finally, the firm allowed representatives to issue "custom" consolidated reports using templates created through word processing or spreadsheet software. After the firm approved the use of a template submitted by a representative, that representative could use the template to manually create consolidated reports to send to customers. While the firm could identify the number of custom templates it approved, it did not track and was unable to determine how many consolidated reports were generated or provided to customers using the approved templates. Cetera Advisors has now updated its supervisory system, including its WSPs, to address the issues concerning its consolidated reports. ([FINRA Case #2018057331002](#))

Virtu Americas LLC ([CRD #149823](#), New York, New York)

January 21, 2026 – An AWC was issued in which the firm was censured and fined a total of \$200,000, of which \$6,930 is payable to FINRA. Without admitting or denying the findings, the firm consented to the sanctions and to the entry of findings that it failed to take reasonable steps to establish that intermarket sweep orders (ISOs) routed by the firm to certain market centers met the requirements for ISOs. The findings stated that the firm used an automated program to send limit orders marked as ISOs to execute against any equal- or better-priced quotations displayed at other trading centers. The logic in the firm's automated program, however, was not appropriately configured to send limit orders marked as ISOs for DAY ISOs transmitted to the exchanges. Instead, in certain instances, the firm routed limit orders not marked as ISOs instead of limit orders marked as ISOs. Due to the firm's failure to route certain limit orders as ISOs, as it was obligated to do, the firm potentially failed to execute against protected quotations during the review period. ([FINRA Case #2020066700205](#))

Stirlingshire Investments ([CRD #310576](#), New York City, New York)

January 22, 2026 – An AWC was issued in which the firm was censured, fined \$40,000, and required to comply with the undertaking enumerated in this AWC. Without admitting or denying the findings, the firm consented to the sanctions and to the entry of findings that it violated Reg BI by failing to establish, maintain, and enforce a reasonable supervisory system, including WSPs, concerning recommendations of inverse or leveraged exchange traded funds (NT-ETFs). The findings stated that three firm registered representatives recommended that more than 25 retail customers purchase NT-ETFs, yet the firm failed to establish, maintain, and enforce written policies or procedures reasonably designed to achieve compliance with Reg BI's Care Obligation with respect to its recommendations of NT-ETFs, and to supervise such recommendations. The firm's WSPs prohibited purchases of NT-ETFs in customer accounts and instructed supervisors to cancel all NT-ETF purchases in customer accounts, however the firm did not enforce that prohibition, nor did it put in place any alerts, exception reports, or other supervisory tools or procedures to identify and review NT-ETF recommendations. The findings also stated that the firm failed to file with FINRA offering materials for two private placement offerings issued by the firm's parent company that a registered representative of the firm sold to 21 investors. Two years after the last sale, the firm filed the offering materials at issue with FINRA. ([FINRA Case #2023077093401](#))

TPEG Securities, LLC ([CRD #146726](#), Southlake, Texas)

January 26, 2026 – An AWC was issued in which the firm was censured and fined \$175,000. Without admitting or denying the findings, the firm consented to the sanctions and to the entry of findings that it violated FINRA’s standards for communications with the public by using aggregated metrics and performance projections. The findings stated that the firm sent numerous communications that included aggregated Internal Rates of Return (IRR) and Cash Multiple Values relating to the sponsor’s prior closed deals. The inclusion of aggregated sponsor performance metrics violated FINRA Rule 2210(d)(1)(B) because such metrics mask the performance of the individual closed deals and were not representative of any specific investment return. The findings also stated that the firm failed to report customer complaints and failed to reasonably supervise to achieve compliance with its complaint reporting obligations. The firm failed to report statistical and summary information regarding written customer complaints to FINRA because the firm misunderstood the nature of the grievances and its obligations under Rule 4530(d). In addition, the firm failed to report customer complaints against its registered representatives in required Uniform Application for Securities Industry Registration or Transfer (Form U4) filings when it applied a narrow interpretation of what constitutes a complaint that required disclosure on a Form U4. Finally, the firm failed to establish and maintain a supervisory system, including WSPs, reasonably designed to achieve compliance with its customer complaint reporting obligations. Although the firm’s WSPs discussed customer complaints generally, the procedures did not provide reasonable guidance to registered representatives on how to identify customer complaints, how to discern whether a customer complaint concerned the non-regulated issuer or the broker-dealer, or the reportability criteria for complaints necessitating a statistical filing under FINRA Rule 4530(d) and disclosure via the Form U4. The firm has updated its WSPs related to customer complaints. ([FINRA Case #2021069391001](#))

The GMS Group, LLC ([CRD #8000](#), East Hanover, New Jersey)

January 27, 2026 – An AWC was issued in which the firm was censured and fined \$35,000. Without admitting or denying the findings, the firm consented to the sanctions and to the entry of findings that it failed to establish, maintain, and enforce written policies and procedures reasonably designed to achieve compliance with Reg BI. The findings stated that the firm’s policies and procedures failed to describe procedures for achieving compliance with the Care Obligation of Reg BI. The procedures did not describe the steps representatives should take to make recommendations in customers’ best interests, nor did they describe any methods for supervisors to review recommendations for Care Obligation compliance, such as procedures for evaluating whether representatives had considered costs and reasonably available alternatives. Similarly, the firm’s policies and procedures did not address Reg BI’s Conflict of Interest Obligation, providing no framework for identifying, disclosing, or mitigating, where appropriate, conflicts of interest associated with recommendations to retail customers. In addition, the firm failed to provide a framework for preventing, detecting, and promptly correcting Reg BI violations or for otherwise achieving compliance with Reg BI. Ultimately, the firm revised its WSPs to include procedures for complying with Reg BI. The findings also stated that the firm failed to establish and maintain WSPs reasonably designed to achieve compliance with Exchange Act Rule 17a-14 obligations regarding Form CRS. The firm’s WSPs did not include any procedures for preparing, filing, or updating the Form CRS; delivering the Form CRS to prospective and new retail customers; creating and maintaining records related to the Form CRS; or designating a supervisor with responsibility to achieve compliance with the firm’s Form CRS obligations. The firm ultimately addressed these

deficiencies when it revised its WSPs to include procedures for Form CRS compliance. ([FINRA Case #2020065143601](#))

Aegis Capital Corp. ([CRD #15007](#), New York, New York)

January 29, 2026 – An AWC was issued in which the firm was censured and fined \$375,000. Without admitting or denying the findings, the firm consented to the sanctions and to the entry of findings that it failed to establish, maintain, and enforce a supervisory system, including WSPs, reasonably designed to achieve compliance with Securities Act rules regarding general solicitations of private placements and sold private placements in contravention of Section 5 of the Securities Act. The findings stated that the firm's WSPs did not inform representatives and supervisors what constituted general solicitation or general advertising, or how a representative could avoid engaging in these prohibited activities. The firm also did not have a system or procedures to verify whether offerees who received private placement solicitations had pre-existing, substantive relationships with the firm, and the firm did not designate supervisors responsible for ensuring that representatives had the requisite relationships prior to soliciting offerees. In addition, the firm participated in the sale and marketing of private placement offerings, each claiming exemption from registration under Rule 506(b) of Regulation D. With respect to some of these offerings, the firm sent mass emails marketing the offerings to hundreds of recipients. The firm also sold securities in the offerings, totaling approximately \$48 million, to customers with whom it could not demonstrate that it had a substantive relationship prior to its participation in the offerings and could not otherwise demonstrate the absence of a general solicitation. The firm revised its supervisory systems and written procedures with respect to soliciting private placements. The findings also stated that the firm sent retail communications relating to private placements to prospective investors that failed to meet FINRA's content standards. The communications omitted key risks of the offering, thereby failing to provide a fair and balanced presentation, or making exaggerated and unwarranted claims. The findings also included that the firm failed to provide prompt written notice to customers that it had terminated research coverage of an issuer. In August 2017, the firm research analyst covering the issuing company left the firm, and the firm did not issue research coverage of the company for two and a half years, without providing notice of termination of coverage and either issuing a final research report or disclosing the reason for terminating coverage. The firm relaunched coverage of the company by publishing a research report in January 2020, and then published additional reports between January 2020 and October 2020, all of which also contained a "buy" rating. The firm stopped publishing research reports concerning the company in October 2020. However, the firm did not notify customers that it had terminated coverage until over four and a half years after its last report-and only after FINRA had raised the stop in coverage with the firm. The notification was not accompanied by a final research report with a final recommendation or rating. The company's share price declined between the firm's publication of its last research report and its notice of termination of coverage. ([FINRA Case #2020066825601](#))

Benjamin F. Edwards & Company, Inc. ([CRD #146936](#), St. Louis, Missouri)

January 30, 2026 – An AWC was issued in which the firm was censured and fined \$750,000. Without admitting or denying the findings, the firm consented to the sanctions and to the entry of findings that it failed to reasonably supervise its employees' business-related text messages. The findings stated that the firm's supervisory system, including its written procedures, was not reasonably designed because the firm had no process or procedures, written or otherwise, for monitoring for compliance with its text messaging policies. The policies generally prohibited the business use of

text messaging except those sent or received through a firm-approved software that would capture and preserve the text messages. Notwithstanding this prohibition, registered representatives of the firm, including at least one senior executive, used text messaging for business-related communications through unapproved means. In addition, discovery sanctions were imposed against the firm in October 2019, but the firm failed to take reasonable steps to comply with its obligations to reasonably supervise, preserve, and review business-related communications despite this red flag. Subsequently, the firm retained a consultant to review the firm's supervision of text messaging. Based on recommendations from the consultant, the firm ultimately had, among other things, strengthened its WSPs concerning text messaging, required regular certifications concerning its text messaging policies, increased communications and training concerning its text messaging policies, and strengthened its electronic communication monitoring systems. The findings also stated that the firm failed to obtain or preserve all business-related text messages at the time they were exchanged. At least five registered representatives, including one senior executive, sent and received at least 3,560 text messages to communicate about firm business through unapproved text messaging applications on their personal devices. These text messages involved, among other things, receiving investment directives and sensitive personal information from customers and giving investment advice to customers. The firm was able to recover certain of these text messages during FINRA's investigation. The findings also included that the firm failed to comply with its discovery obligations in a FINRA arbitration. In September 2017, another FINRA member firm filed an arbitration against the firm and certain of its registered representatives related to its recruiting of four of its registered representatives. The firm received discovery requests in December 2017 for electronic communications relevant to the dispute dating back to before September 2016. The arbitration panel issued orders in October 2018 compelling the firm to produce the requested communications by November 2018, which included business-related text messages. The firm failed to timely and fully comply with the arbitration panel's orders, and the arbitration panel issued an order in May 2019 imposing sanctions. In July 2019, the arbitration panel paused the proceeding and ordered depositions of registered representatives of the firm related to, among other things, potentially discoverable text messages. The depositions revealed the existence of responsive text messages that had not been produced in discovery. Subsequently, the firm was belatedly able to obtain and produce some, but not all, of the responsive text messages. In October 2019, the arbitration panel issued a second order imposing additional sanctions because the firm did not cure the discovery deficiency. ([FINRA Case #2022073836301](#))

Individuals Barred

Jeffrey Kenneth Galvani ([CRD #3048728](#), Hoboken, New Jersey) and **Stuart A. Jeffery** ([CRD #5241790](#), Rockville Centre, New York)

January 12, 2026 – An Office of Hearing Officers (OHO) decision became final in which Galvani and Jeffery were barred from association with any FINRA member in all capacities. The sanctions were based on the findings that Galvani and Jeffery failed to provide on-the-record record testimony requested by FINRA in connection with its investigation their roles with outside entities that provided services to customers who traded low-priced securities, often known as penny stocks, and their disclosures to their member firm about those activities. ([FINRA Case #2020068865301](#))

Nana Kwame Kwakye-Bissah ([CRD #7044974](#), Alexandria, Virginia)

January 13, 2026 – An OHO decision became final in which Kwakye-Bissah was barred from association with any FINRA member in all capacities. The sanction was based on the findings that Kwakye-Bissah failed to respond to FINRA requests for documents and information as part of its investigation into his member firm's Uniform Termination Notice for Securities Industry Registration (Form U5) disclosures. The findings stated that the Form U5 disclosed that the firm had discharged Kwakye-Bissah because he opened a credit union account using a customer's personal information without the customer's knowledge or approval. The Form U5 also stated that Kwakye-Bissah submitted an electronic distribution request containing a non-genuine signature, in violation of firm policy. The Form U5 also stated that Kwakye-Bissah facilitated electronic an distribution without customer approval, in violation of firm policy. ([FINRA Case #2024083571501](#))

Jay Deron Zornes ([CRD #4124536](#), Ironton, Ohio)

January 13, 2026 – An AWC was issued in which Zornes was barred from association with any FINRA member in all capacities. Without admitting or denying the findings, Zornes consented to the sanction and to the entry of findings that he refused to provide information and documents or appear for on-the-record testimony requested by FINRA in connection with its investigation into whether he used unapproved channels to communicate with customers of his member firm. The findings stated that the investigation originated from FINRA's review of a Form U5 filed by Zornes' firm that stated that he was permitted to resign while under investigation for using unapproved email addresses and an unapproved text messaging number to communicate with clients. ([FINRA Case #2025086101601](#))

James Thaddeus Walesa ([CRD #1061209](#), Park Ridge, Illinois)

January 20, 2026 – An Order Accepting Offer of Settlement was issued in which Walesa was barred from association with any FINRA member in all capacities. Without admitting or denying the allegations, Walesa consented to the sanction and to the entry of findings that he failed to respond to two FINRA requests to provide information and documents, and two requests to appear for on-the-record testimony. The findings stated that FINRA began examining the circumstances surrounding a Statement of Claim, including whether Walesa committed sales practice violations and participated in undisclosed private securities transactions while he was registered with his member firm. The information and documents requested were material and necessary to FINRA's investigation into the circumstances surrounding the Statement of Claim. Walesa's failure to provide the requested information and documents impeded FINRA's investigation into his conduct. Further, Walesa's failure to provide on-the-record testimony impeded FINRA's investigation into his conduct because FINRA was unable to obtain Walesa's testimony regarding among other things, his activities with two companies, a company that sold senior care products among other things and a healthcare and wellness company; his activities with respect to other investments; and his recommendations, if any, to an elderly customer, her daughter, and other customers. To date, Walesa has not produced any documents or information or appear for testimony in response to the requests. ([FINRA Case #2023080442901](#))

Hugo Hernandez ([CRD #6446187](#), El Paso, Texas)

January 23, 2026 – An AWC was issued in which Hernandez was barred from association with any FINRA member in all capacities. Without admitting or denying the findings, Hernandez consented to the sanction and to the entry of findings that he refused to appear for on-the-record testimony

requested by FINRA in connection with its investigation into whether he failed to return investment funds, engaged in undisclosed private securities transactions and outside business activities (OBAs), or borrowed money from customers in violation of FINRA rules. ([FINRA Case #2024082783901](#))

Lyhen Fiallo ([CRD #4579582](#), Miramar, Florida)

January 26, 2026 – An AWC was issued in which Fiallo was barred from association with any FINRA member in all capacities. Without admitting or denying the findings, Fiallo consented to the sanction and to the entry of findings that she refused to provide documents and information requested by FINRA as part of its investigation into her potential involvement with borrowing from a securities customer. ([FINRA Case #2025088525001](#))

Individuals Suspended

William Joseph Kielczewski ([CRD #4034356](#), Ottawa Hills, Ohio)

January 8, 2026 – Kielczewski appealed an SEC decision to the U.S. Court of Appeals for the District of Columbia Circuit wherein the SEC sustained the findings and sanctions imposed by the National Adjudicatory Counsel (NAC). Kielczewski was fined \$50,000, suspended from association with any FINRA member in all capacities for 18 months, and required to requalify by examination as a registered representative before reassociating with a member firm. The sanctions were based on findings that Kielczewski participated in undisclosed private securities transactions, made false statements to his employer firm, and willfully caused his employer firm to file a misleading initial Form U4 and four misleading Form U4 amendments. The findings stated that Kielczewski did not provide prior written notice to his member firm about his participation in the private securities transactions. The findings also stated that Kielczewski made false and misleading statements on firm compliance questionnaires in response to questions concerning private securities transactions. Kielczewski represented that he had not engaged in any private securities transactions while employed with the firm, despite participating in transactions totaling over \$6 million. In addition, Kielczewski stated that he was a silent minority partner and only had a passive role in a hedge fund that he created, when in fact he was actively involved with the fund and solicited several of his customers to invest in it and otherwise participated in more than \$10 million in fund investments. The findings also included that Kielczewski willfully caused the firm to file inaccurate Forms U4 regarding his involvement in the hedge fund.

The sanctions are not in effect pending review. ([FINRA Case #2017054405401](#))

Andrew Stephen Mogol ([CRD #3126881](#), Baltimore, Maryland)

January 8, 2026 – An AWC was issued in which Mogol was assessed a deferred fine of \$5,000 and suspended from association with any FINRA member in all capacities for six months. Without admitting or denying the findings, Mogol consented to the sanctions and to the entry of findings that he initiated through his member firm brokerage account electronic transfers totaling approximately \$85,000 to transfer money from his personal bank account to his firm brokerage account knowing that his bank account lacked sufficient funds to cover the transfers. The findings stated that Mogol used the funds credited to his brokerage account before the transfers were reversed due to insufficient funds. When the transfers were reversed, Mogol deposited sufficient funds to cover the outstanding balances so neither the bank nor his firm incurred any losses.

The suspension is in effect from January 20, 2026, through July 19, 2026. ([FINRA Case #2024082614901](#))

Eduardo Leon Jr. ([CRD #2232647](#), Houston, Texas)

January 9, 2026 – An AWC was issued in which Leon was fined \$5,000 and suspended from association with any FINRA member in all capacities for two months. Without admitting or denying the findings, Leon consented to the sanctions and to the entry of findings that he borrowed \$750,000 from one of his securities customers without notifying or obtaining approval from his member firm. The findings stated that in August 2017, after Leon's home was damaged during Hurricane Harvey, he borrowed \$250,000 from one of his customers, a wealthy person who had been his friend for 25 years. In September 2022, Leon later borrowed \$500,000 more from the same customer. Neither loan was documented, and Leon has not repaid any portion of either loan. In April 2025, Leon's firm discovered the loans and disciplined Leon by suspending him for one month and requiring him to forfeit two months' commissions.

The suspension is in effect from February 2, 2026, through April 1, 2026. ([FINRA Case #2025085776501](#))

Jonathon Mark Webster ([CRD #1286778](#), Indio, California)

January 22, 2026 – An AWC was issued in which Webster was suspended from association with any FINRA member in all capacities for seven months. Webster was granted a discharge in bankruptcy under Section 727 to Title 11 of the United States Code. Accordingly, no monetary sanctions were imposed in this matter. Without admitting or denying the findings, Webster consented to the sanction and to the entry of findings that he willfully violated the Care Obligation of Reg BI by making recommendations to 19 retail customers, at least 13 of whom were seniors, which were not in their best interests. The findings stated that Webster recommended that the customers implement a short-term strategy that involved buying stocks in commission-based brokerage accounts rather than in the customers' existing fee-based advisory accounts at a lower comparative cost. Collectively, Webster's trades in the customers' brokerage accounts required the customers to pay \$121,725.58 in unnecessary commissions that the customers would not have had to pay had Webster purchased the stocks in their advisory accounts. Webster's member firm ultimately identified his misconduct, refunded all commissions to customers, and rebilled the trades to their advisory accounts. As a result, the customers did not pay any unnecessary charges, and Webster did not retain any commissions for the trades at issue.

The suspension is in effect from February 2, 2026, through September 1, 2026. ([FINRA Case #2024081346101](#))

Robert Wylie Goff ([CRD #4388671](#), Davison, Michigan)

January 27, 2026 – An AWC was issued in which Goff was assessed a deferred fine of \$5,000 and suspended from association with any FINRA member in all capacities for one month. Without admitting or denying the findings, Goff consented to the sanctions and to the entry of findings that he exercised discretion in customer accounts without written authorization from the customers, and without his member firm accepting the accounts as discretionary. The findings stated that Goff effected 46 trades in 12 customer accounts without first speaking with the customers prior to execution on the date of the transactions. The customers understood that Goff was exercising

discretion in their accounts. Goff's exercise of discretion extended beyond time and price discretion, and included exercising discretion with regard to which securities to purchase and sell and in what amounts. In addition, Goff inaccurately stated in an annual compliance questionnaire submitted to his firm that he had not exercised discretion in customer accounts.

The suspension was in effect from February 2, 2026, through March 1, 2026. ([FINRA Case #2024082784301](#))

Mark Elliot Paverman ([CRD #1046105](#), Boca Raton, Florida)

January 28, 2026 – An Order Accepting Offer of Settlement was issued in which Paverman was fined \$20,000, suspended from association with any FINRA member in any principal capacity for 12 months, and required to requalify by examination as a General Securities Principal before again acting in that capacity. Without admitting or denying the allegations, Paverman consented to the sanctions and to the entry of findings that he caused his member firm to fail to maintain books and records. The findings stated that the firm, acting through Paverman, failed to preserve electronic communications of three of its registered representatives; failed to preserve instant messages of any of its registered representatives; and failed to preserve electronic communications of affiliated personnel at the firm's corporate parent who performed brokerage functions. The findings also stated that Paverman made a false certification to FINRA stating that his firm directly contracted with a vendor for record retention and that the firm had independent access to the records maintained by the vendor. In fact, the contract was between the vendor and the firm's corporate parent. The firm also did not have independent access, so Paverman was unable to provide FINRA with requested information.

The suspension is in effect from February 17, 2026, through February 16, 2027. ([FINRA Case #2023080111701](#))

Christian Gonzalez ([CRD #5550494](#), Fairfield, New Jersey)

January 29, 2026 – An AWC was issued in which Gonzalez was assessed a deferred fine of \$5,000 and suspended from association with any FINRA member in all capacities for 12 months. Without admitting or denying the findings, Gonzalez consented to the sanctions and to the entry of findings that he failed to observe high standards of commercial honor and just and equitable principles of trade by making cash deposits. The findings stated that Gonzalez received Bank Secrecy Act training provided to him by his member firm that financial institutions are required to report cash transactions over \$10,000 and that structuring was prohibited under the BSA. Nevertheless, Gonzalez made cash deposits in a firm account totaling \$58,970. Each individual deposit was in an amount below \$10,000, which evaded federal reporting requirements that would have caused the firm to file Currency Transaction Reports (CTRs).

The suspension is in effect from February 2, 2026, through February 1, 2027. ([FINRA Case #2024082947801](#))

Complaints Filed

FINRA issued the following complaints. Issuance of a disciplinary complaint represents FINRA's initiation of a formal proceeding in which findings as to the allegations in the complaint have not been made, and does not represent a decision as to any of the allegations contained in the complaint. Because these complaints are unadjudicated, you may wish to contact the respondents before drawing any conclusions regarding these allegations in the complaint.

Boustead Securities, LLC ([CRD #141391](#), Irvine, California), Sutter Securities Incorporated ([CRD #30770](#), Irvine, California), and Keith Charles Moore ([CRD #5191450](#), Newport, California)

January 15, 2026 – Boustead Securities, LLC (Boustead), Sutter Securities Incorporated (Sutter), and Moore were named respondents in a FINRA complaint alleging that they failed to develop and implement a reasonably designed AML program. The complaint alleges that Moore was the chief executive officer (CEO) at both firms responsible for supervising the business activities of the firms, and he was also the AML Compliance Officer (AMLCO) for both firms. Despite being aware of red flags relating to the firms' underwriting and syndication activities involving customers and issuers in foreign jurisdictions, Moore failed to implement a reasonable AML program at either firm to monitor for, detect, and report suspicious transactions to achieve compliance with the BSA and its implementing regulations. In addition, Boustead and Sutter, under Moore's direction failed to establish or implement AML policies and procedures, including risk based procedures to conduct ongoing monitoring and due diligence, to: (i) understand the nature and purpose of customer relationships for the purpose of developing a customer risk profile; and (ii) to identify and report suspicious transactions, which resulted in the firms failing to reasonably detect and investigate red flags that the individuals and entities the issuers referred to the firms may be acting as nominees and/or engaging in manipulative activity. The complaint also alleges that the firms failed to establish or maintain a supervisory system reasonably designed to detect and investigate red flags of fraud and manipulative activity and to supervise the firms' underwriting and syndication activities. Boustead failed to routinely review either trade blotters or order blotters for suspicious activity, and Sutter relied on a cursory manual review of its trade blotters by a representative who was not properly trained for the task. Neither firm conducted order-level surveillance of trading activity to monitor for potential market manipulation. In addition, both firms failed to establish supervisory systems, including WSPs, that were reasonably designed to achieve compliance with Regulation M, promulgated by the Exchange Act. Both firms' WSPs merely described the regulation and what it prohibits without setting forth reasonable processes, systems, or practices to detect and prevent violations of Regulation M. Furthermore, Boustead repeatedly misidentified the commencement date of the applicable restricted period so that the "restricted period" identified by the firm excluded dates that fell within the applicable restricted period mandated by Regulation M. These deficiencies prevented the firms' supervisory systems from properly monitoring for, identifying, or preventing solicitation and inducement activity that violated Regulation M. The complaint further alleges that Boustead willfully violated Exchange Act Section 17(a) and Exchange Act Rule 17a-4 by failing to retain books and records. Moore was aware that several of the firm's representatives (including himself) were using WhatsApp and WeChat to communicate about firm-related business. However, Boustead, in contravention of SEC and FINRA rules, failed to verify or ensure that its representatives' WhatsApp and WeChat business communications were captured and retained by the firm. In addition, the complaint alleges that Boustead failed to establish, maintain, and enforce a

supervisory system reasonably designed to review and retain business-related electronic communications of its registered representatives. Multiple Boustead representatives routinely used unapproved WhatsApp and WeChat applications to send and receive communications relating to the firm's securities and investment banking businesses. Moreover, after the firm approved WeChat as an authorized method of communication (provided that the firm's employees installed and implemented a third-party application required to retain and preserve WeChat communications), Boustead failed to ensure that its employees had implemented the required third-party application and that all WeChat business-related communications were preserved and reviewed. Moreover, the complaint alleges that Boustead failed to disclose to FINRA or investors approximately \$1.25 million in underwriting compensation received in connection with an Initial Public Offering (IPO) that took place in May 2021. Furthermore, the complaint alleges that Sutter repeatedly sold new issue securities to accounts in which restricted persons, i.e., immediate family members of Sutter representatives, held a beneficial interest. The complaint alleges that Sutter failed to establish and maintain a reasonable supervisory system to achieve compliance with FINRA Rule 5130, prohibiting sales of new issue to restricted persons. The firm's WSPs failed to define what a restricted person was for purposes of complying with FINRA Rule 5130, and the firm did not reasonably train its employees concerning which customers qualified as restricted persons. In addition, although the firm purportedly reviewed its daily blotters for prohibitive sales activity, the blotters were not a reasonable tool to monitor for violations of FINRA Rule 5130 because they did not identify or flag accounts beneficially owned by restricted persons. Moreover, the firm principal who was responsible for monitoring compliance with the rule allowed the firm's representatives to determine for themselves whether a customer was a restricted person in connection with a particular new issue. ([FINRA Case #2022075185901](#))

Tory A. Duggins (CRD #4556340, Bronx, New York)

January 21, 2026 – Duggins was named a respondent in a FINRA complaint alleging that he failed to provide on-the-record testimony requested by FINRA as a part of its investigation into whether Duggins churned and excessively traded customer accounts. The complaint alleges that Duggins initially cooperated with the investigation, producing documents including financial statements in response to a request from FINRA. However, Duggins did not appear for testimony in three instances, nor did he contact FINRA to reschedule his testimony. The testimony requested of Duggins was material to FINRA's investigation and his refusal to appear for testimony impeded its investigation into his potential misconduct. ([FINRA Case #2025084815701](#))

Firms Expelled for Failure to Provide Information or Keep Information Current Pursuant to FINRA Rule 9552

Dealer Solutions North America LLC (CRD #286268)

New York, New York
(January 22, 2026)

Flair Portal, LLC (Funding Portal Org ID #299140)

Vancouver, Canada
(January 27, 2026)
FINRA Case #2024080858001

Firm Suspended for Failure to Provide Information or Keep Information Current Pursuant to FINRA Rule 9552 (The date the suspension began is listed after the entry. If the suspension has been lifted, the date follows the suspension date.)

Fundit, Inc. (Funding Portal Org ID #304126)

Fairfield, New Jersey
(January 16, 2026)
FINRA Case #2025083795301

Individuals Barred for Failure to Provide Information or Keep Information Current Pursuant to FINRA Rule 9552(h) (If the bar has been vacated, the date follows the bar date.)

Edwin Barkhordarian (CRD #6726779)

New York, New York
(January 27, 2026)
FINRA Case #2025087139301

Matthew Vernon Brosh (CRD #7756662)

Roseville, California
(January 20, 2026)
FINRA Case #2025086669501

Michael Robert Greenfield (CRD #5406611)

Boynton Beach, Florida
(January 26, 2026)
FINRA Case #2021073364201

Joseph Gordon Nelson (CRD #2180626)

Ocala, Florida

(January 20, 2026)

FINRA Case #2024083280901

Andy O. Okala (CRD #7227533)

Atlanta, Georgia

(January 26, 2026)

FINRA Case #2024083437801

Steven A. Pusterla (CRD #6818846)

Hoboken, New Jersey

(January 5, 2026)

FINRA Case #2024082908501

Michael Joseph Whitaker (CRD #6316100)

Oxford, Florida

(January 26, 2026)

FINRA Case #2020068009601

Individuals Suspended for Failure to Provide Information or Keep Information Current Pursuant to FINRA Rule 9552(d) (The date the suspension began is listed after the entry. If the suspension has been lifted, the date follows the suspension date.)

Joshua Aaron Dean (CRD #5825492)

Garland, Texas

(January 20, 2026)

FINRA Case #2025085186601

Patrick Michael Roraff (CRD #7977466)

Highland, California

(January 26, 2026)

FINRA Case #2025087262701

Individuals Suspended for Failure to Comply with an Arbitration Award or Related Settlement or an Order of Restitution or Settlement Providing for Restitution Pursuant to FINRA Rule Series 9554 (The date the suspension began is listed after the entry. If the suspension has been lifted, the date follows the suspension date.)

Phillip Curtis Anderson (CRD #814936)

Roseville, California

(January 15, 2026)

FINRA Arbitration Case #23-02039

Philip Leo Gazzo (CRD #1237203)

Orange Beach, Alabama

(January 6, 2026)

FINRA Arbitration Case #24-00329

Luke Lannister (CRD #6317373)

Odenton, Maryland

(January 29, 2026)

FINRA Arbitration Case #24-01157/24-01080