

**FINANCIAL INDUSTRY REGULATORY AUTHORITY  
OFFICE OF HEARING OFFICERS**

DEPARTMENT OF ENFORCEMENT,

Complainant,

v.

SEBASTIAN G. BONGIOVANNI  
(CRD No. 4398600),

Respondent.

Disciplinary Proceeding  
No. 2022077443302

Hearing Officer–MJD

**HEARING PANEL DECISION**

May 7, 2026

**Respondent is barred from associating with any FINRA member firm in any capacity for failing to respond to requests for information and documents in connection with a FINRA investigation, in violation of FINRA Rules 8210 and 2010.**

*Appearances*

For the Complainant: Christen Sproule, Esq., and John R. Baraniak, Jr., Esq., Department of Enforcement, Financial Industry Regulatory Authority

For the Respondent: Pro Se

**DECISION**

**I. Introduction**

FINRA’s Department of Enforcement filed a one-cause Complaint alleging that Respondent Sebastian G. Bongiovanni, while associated with a FINRA member firm, failed to provide information and documents that FINRA requested pursuant to FINRA Rule 8210. At the time of the requests, FINRA staff was investigating whether Bongiovanni had made misrepresentations on a mortgage application and had structured cash transactions in personal bank accounts. Structuring is the unlawful practice of breaking up cash transactions of \$10,000 or more into smaller amounts to evade bank reporting requirements.

Bongiovanni filed an Answer denying the allegations and stating that he had provided all the documents requested that he had in his possession. He said that while the Rule 8210 requests were pending, his son’s health deteriorated and then, tragically, he passed away. Bongiovanni also asserted that this disciplinary proceeding was barred by the legal doctrines of res judicata

and collateral estoppel because, before filing the Complaint in this action, Enforcement had voluntarily dismissed an expedited proceeding it had brought against Bongiovanni under FINRA Rule 9552 for failing to produce the requested information.

After careful consideration of the evidence presented at the hearing and the parties' arguments, the Hearing Panel finds that Bongiovanni violated FINRA Rules 8210 and 2010 by failing to provide the information and documents requested and bars him from associating with any FINRA member firm in any capacity.<sup>1</sup>

## **II. Findings of Fact**

### **A. Bongiovanni's Background**

Bongiovanni first became associated with a FINRA member firm in 2001.<sup>2</sup> In December 2019, he became registered as a general securities representative through his association with member firm Spartan Capital Securities, LLC ("Spartan Capital").<sup>3</sup> FINRA barred Bongiovanni on August 5, 2024, as a result of an expedited proceeding Enforcement had initiated pursuant to FINRA Rule 9552 in May 2024, for his failure to respond to the Rule 8210 requests at issue in this proceeding.<sup>4</sup> FINRA later vacated the bar, but Bongiovanni nonetheless has not been associated with a FINRA member firm since August 5, 2024.<sup>5</sup>

### **B. FINRA's Continuing Jurisdiction over Bongiovanni**

FINRA retains jurisdiction over Bongiovanni pursuant to Article V, Section 4 of FINRA's By-Laws because (1) Enforcement filed the Complaint on June 5, 2025, which is within two years after the August 5, 2024, effective date of termination of Bongiovanni's FINRA registration (resulting from the bar that was later vacated); and (2) the Complaint charges Bongiovanni with failing to respond to requests for information while he was associated with a FINRA member firm.

### **C. Origin of the Investigation**

In December 2022, FINRA Member Supervision began an investigation into Bongiovanni for possible misrepresentations of his debts on a mortgage application and

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<sup>1</sup> The Hearing Panel conducted a one-day hearing on February 18, 2026, during which an investigator from FINRA Member Supervision, an Enforcement attorney, and Bongiovanni testified.

<sup>2</sup> Hearing Transcript ("Tr.") 219; Complainant's Exhibit ("CX-") 1, at 7, 14.

<sup>3</sup> CX-1, at 3, 9.

<sup>4</sup> CX-1, at 3; CX-2, at 1-2. FINRA Rule 9552 provides an expedited process for FINRA to enforce compliance with Rule 8210. *See* NASD Notice to Members 04-36 (May 2004), <https://www.finra.org/sites/default/files/NoticeDocument/p003101.pdf> (describing new FINRA Rules for expedited proceedings).

<sup>5</sup> CX-1, at 3; CX-2, at 8; CX-20.

structuring cash transactions in his personal bank accounts.<sup>6</sup> In connection with the investigation, FINRA staff sent Bongiovanni, through his counsel, its first three requests for information pursuant to Rule 8210 on May 25 (the “May 2023 Request”), August 10 (the “August 2023 Request”), and September 18, 2023 (the “September 2023 Request”).<sup>7</sup> Bongiovanni partially or entirely failed to respond to the three requests, according to the Complaint.<sup>8</sup> FINRA staff then sent him two follow-up requests pursuant to Rule 8210 seeking the missing or incomplete information on December 12, 2023 (the “December 2023 Request”), and, after he did not respond, again on January 2, 2024 (the “January 2024 Request”).<sup>9</sup> Bongiovanni’s failure to comply with the last two requests led to the filing of the Complaint in this disciplinary proceeding.

**D. Bongiovanni Did Not Comply with the December 2023 and January 2024 Requests for Information and Documents**

**1. FINRA Staff Initiates Investigation and Sends First Three Rule 8210 Requests in May, August, and September 2023**

After the investigation got underway in December 2022, FINRA’s investigator sent Bongiovanni the May 2023 Request.<sup>10</sup> Because the main points of the investigation were potential mortgage fraud and structuring, the staff asked Bongiovanni for records relating to the purchase of real property, a mortgage loan application, monthly bank and securities account statements, an outside business activity called MCPZ Consulting Group Corp. (“MCPZ”), and his income and compensation covering the one-year period from January 1 to December 31, 2022.<sup>11</sup> Member Supervision’s investigator testified that, based on the limited bank statements that Bongiovanni had provided, FINRA staff spotted money moving between his personal bank accounts and MCPZ’s bank account.<sup>12</sup> FINRA staff also asked Bongiovanni about his possible

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<sup>6</sup> Complaint (“Compl.”) ¶ 5; Tr. 43-44, 55.

<sup>7</sup> Compl. ¶ 6; CX-3, at 1.

<sup>8</sup> Compl. ¶ 6. *See also* Tr. 63-64; CX-3, at 1.

<sup>9</sup> Compl. ¶¶ 6-7, 10-11; CX-3; CX-4, at 1.

<sup>10</sup> Neither party offered into evidence copies of the May, August, and September 2023 Rule 8210 Requests that FINRA’s investigator had sent Bongiovanni.

<sup>11</sup> Tr. 55-56; CX-3, at 1. Bongiovanni disclosed MCPZ as an outside business activity on his Uniform Application for Securities Industry Registration or Transfer (Form U4), which also states that he is the president of MCPZ, the business is “tax related,” and it has operated since 2014. CX-1, at 10. Bongiovanni testified that MCPZ “was a company that [he] had used as a way of cashing checks.” Tr. 285. Bongiovanni and his former wife own MCPZ. Tr. 286. Bongiovanni and his former wife were married to and divorced from each other twice; he was last married to her eight years ago, or in 2018. Tr. 290.

<sup>12</sup> Tr. 144.

connection to two other businesses and the circumstances surrounding a civil action he had brought against two financial institutions.<sup>13</sup>

On June 23, 2023, Bongiovanni's counsel provided a written response to the May 2023 Request.<sup>14</sup> According to FINRA's investigator, Bongiovanni produced some information and documents, including a 1099 tax form and some monthly statements for a personal bank account.<sup>15</sup> But Bongiovanni did not provide statements for any joint accounts with his former wife, and he did not provide a complete set of his personal bank statements.<sup>16</sup> He also did not produce copies of account statements for MCPZ.<sup>17</sup> Because Bongiovanni did not provide everything that FINRA requested, FINRA staff sent him the August 2023 Request, which did not ask for additional information but rather repeated the requests set forth in the May 2023 Request.<sup>18</sup>

On September 7, 2023, through counsel, Bongiovanni supplemented some responses provided to FINRA in his June 2023 response letter.<sup>19</sup> He did not produce all the documents sought but stated that he had asked his bank for account records for MCPZ, the mortgage company for loan records, and his accountant for records showing his 2022 compensation.<sup>20</sup>

After Bongiovanni failed to produce everything requested in the May 2023 and August 2023 Requests, FINRA's investigator sent a third request—the September 2023 Request—which asked for information that had not been requested in the two prior requests.<sup>21</sup> In this request, FINRA staff asked for the sources of income related to selected bank deposits and copies of certain checks,<sup>22</sup> among other items. FINRA staff also asked for copies of Bongiovanni's 2021 and 2022 individual or joint income tax returns.<sup>23</sup> FINRA did not receive everything requested but acknowledged that, through counsel, Bongiovanni had provided some additional written explanations in October and December 2023.<sup>24</sup>

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<sup>13</sup> Respondent's Exhibit ("RX-\_" ) 2, at 2-3.

<sup>14</sup> RX-2.

<sup>15</sup> Tr. 57, 59.

<sup>16</sup> Tr. 60, 120, 140-41.

<sup>17</sup> Tr. 60.

<sup>18</sup> Tr. 57.

<sup>19</sup> RX-3.

<sup>20</sup> RX-3.

<sup>21</sup> Tr. 62.

<sup>22</sup> Tr. 62-63; CX-3, at 2-3.

<sup>23</sup> Tr. 62-63.

<sup>24</sup> Tr. 63; CX-3, at 1-3.

## 2. FINRA Staff Sends Bongiovanni the December 2023 and January 2024 Rule 8210 Requests

Because Bongiovanni did not provide complete responses to the May, August, and September 2023 Requests, FINRA’s investigator sent Bongiovanni the December 2023 Request, through his counsel, pursuant to Rule 8210.<sup>25</sup> This request did not ask for new information but was a follow-up that identified the specific items from the three prior requests to which Bongiovanni had not yet fully responded.<sup>26</sup>

In the December 2023 Request, the investigator listed five categories of documents or information that Bongiovanni had been asked to produce—but had not produced. These were two outstanding items from the May 2023 Request and three from the September 2023 Request.

- Monthly bank account statements for 2022 for MCPZ, Bongiovanni’s disclosed outside business activity, including any correspondence that evidenced his efforts to obtain the statements from the bank.<sup>27</sup> Monthly personal bank and brokerage account statements for 2022 and the identity of any accounts that Bongiovanni had not yet disclosed.<sup>28</sup>
- Mortgage records, including the mortgage loan application and Bongiovanni’s representations of his debts, which were sought in the May 2023 Request.<sup>29</sup>

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<sup>25</sup> FINRA staff sent the December 2023 Request to Bongiovanni’s counsel via email using Request Manager and via certified and first-class mail to counsel’s business address. CX-3, at 1. The U.S. Postal Service delivered the certified mailing of the December 2023 Request on December 14, 2023. CX-3, at 8. The first-class mailing was not returned to FINRA, and the email was not returned as undeliverable. Tr. 65-66.

According to a description on FINRA’s website, “Request Manager facilitates the electronic exchange of information between firms/individuals and FINRA. With Request Manager, which is available via the FINRA Gateway and its designated portal, firms and individuals are able to securely submit, manage and track FINRA information requests.” The website also states, “FINRA requests information by sending an email notification to your firm’s designated individuals as well as makes these requests available on FINRA Gateway under [] ‘Requests & Filings.’” See FINRA, *Request Manager*, <https://www.finra.org/filing-reporting/request-manager> (last visited May 4, 2026).

<sup>26</sup> CX-3, at 1-3.

<sup>27</sup> CX-3, at 1. The May 2023 Request asked Bongiovanni to “[p]roduce a complete copy of all bank and brokerage statements issued for every account held by [him] and/or [his] wife, or any entity that [he] and/or [his] wife exercised control over or otherwise maintained an affiliation with, either individually or jointly . . . from January 1, 2022 to December 31, 2022.” CX-3, at 1. In a September 7, 2023, written response his counsel sent, Bongiovanni told Enforcement that he had submitted a written request to the bank for copies of account records for MCPZ. RX-3, at 1.

<sup>28</sup> CX-3, at 1. Previously, on December 1, 2023, through counsel, Bongiovanni told Enforcement that he first had to get his former wife’s consent before he could produce the information. CX-3, at 1-2.

<sup>29</sup> CX-3, at 2. According to the December 2023 Request, the May 2023 Request asked Bongiovanni to “[i]dentify any loans, extensions of credit, or any other forms of financing obtained by [him] and/or [his] wife [during 2022], or any entity that [he] and/or [his] wife exercised control over or otherwise maintained an affiliation with, either

- This request did not ask Bongiovanni to produce documents but instead asked him: (1) why he was using funds from MCPZ to fund a restaurant his former wife owned; (2) what was the origin and source of MCPZ’s funds; and (3) to explain the purpose of nine cash deposits made into his personal bank account in June 2022, ranging in amounts from \$200 to \$2,000, and identify the source of the funds.<sup>30</sup> The September 2023 Request had asked Bongiovanni to identify the source of funds and the purpose of 22 deposits he made into a personal bank account and to provide copies of documents evidencing the deposits.<sup>31</sup>
- Copies of six checks drawn on Bongiovanni’s personal bank account, together with an explanation of the purpose of each payment and copies of supporting documentation such as an invoice, receipt, or note.<sup>32</sup> Bongiovanni was asked for this information in the September 2023 Request.<sup>33</sup>
- 2021 and 2022 tax returns that Bongiovanni filed separately or jointly with his former wife.<sup>34</sup>

Because Bongiovanni had asserted he needed to get his former wife’s permission before he would produce documents, the December 2023 Request specifically warned Bongiovanni that pursuant to Rule 8210 he was still obligated to produce records in the possession of a third party if he controlled the records or had a right to demand them.<sup>35</sup> The December 2023 Request also included a two-page addendum reminding Bongiovanni of his obligations and warning him of the possible consequences of not responding. The addendum stated, “Under Rule 8210, you are

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individually or jointly,” and to provide copies of relevant documents. CX-3, at 2. In a September 7, 2023, written response sent by his attorney, Bongiovanni informed Enforcement that the mortgage concerned a property that he and his former wife had owned together and that he had provided documents that he was able to obtain, but he had also submitted a written request for additional documents to the mortgage company. RX-3, at 2.

<sup>30</sup> CX-3, at 3.

<sup>31</sup> CX-3, at 2-3. FINRA staff acknowledged that in October 2023 Bongiovanni identified the source of some funds and the purpose of some deposits, but not all. CX-3, at 2-3.

<sup>32</sup> CX-3, at 3.

<sup>33</sup> CX-3, at 3. In an October 10, 2023, email, Bongiovanni told Enforcement that he was “still working on this response.” CX-3, at 3.

<sup>34</sup> CX-3, at 3. In the October 10 email, Bongiovanni told Enforcement that he had asked his former wife’s attorney for copies of joint tax returns. CX-3, at 3.

<sup>35</sup> CX-3, at 2-4. The December 2023 Request stated:

You are reminded that . . . FINRA Rule 8210(a)(2) states that FINRA staff shall have the right to “inspect and copy the books, records, and accounts of such member or person with respect to any matter involved in the investigation, complaint, examination, or proceeding that is in such member’s or person’s possession, custody or control.” This applies to records an associated person controls, even if the person does not own or physically possess the record. *See* Regulatory Notice 13-06. This extends to records in the possession of a third party but the associated person controls or has a right to demand them.

obligated to respond to this request fully, promptly, and without qualification. . . . Any failure . . . to satisfy these obligations could expose you to sanctions, including a permanent bar from the securities industry.”<sup>36</sup>

After Bongiovanni failed to respond to the December 2023 Request by the December 27, 2023, deadline, FINRA’s investigator sent him the January 2024 Request, which included a copy of the December 2023 Request attached to a transmittal letter addressed to Bongiovanni’s counsel.<sup>37</sup> The deadline to respond to the January 2024 Request was January 16, 2024.<sup>38</sup> The January 2024 Request informed Bongiovanni that his failure to timely respond to the December 2023 Request may have violated Rule 8210. It warned him that if he did not respond to the January 2024 Request he “may be subject to the institution of an expedited or formal disciplinary proceeding leading to sanctions, including a bar from associating with any FINRA member firm.”<sup>39</sup> Neither Bongiovanni nor his counsel responded to the January 2024 Request or asked for an extension of time to respond.<sup>40</sup>

After Bongiovanni failed to respond to the December 2023 and January 2024 Requests, Member Supervision referred its investigation to Enforcement for further action.<sup>41</sup> On March 13, 2024, Enforcement asked Bongiovanni’s counsel by email if he would accept service of a notice of suspension in connection with the initiation of an expedited proceeding under FINRA Rule 9552.<sup>42</sup> Bongiovanni responded to Enforcement’s inquiry in a letter he emailed on March 14, in which he informed Enforcement that he was no longer represented by counsel.<sup>43</sup> He also stated that his son had passed away two months earlier, in January 2024, after suffering from “mental and internal [h]ealth related issues.”<sup>44</sup> Bongiovanni wrote, “[M]entally, I was not myself; and

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<sup>36</sup> CX-3, at 5. The addendum also instructed Bongiovanni that “[i]f any of the requested documents or items does not exist, or you are not able to produce them, please provide a signed and dated statement explaining why you are unable to produce them.” CX-3, at 6.

<sup>37</sup> CX-4. The January 2024 Request differed from the December 2023 Request only in that it included a transmittal letter. Otherwise, it was identical to the December 2023 Request. *See* CX-3; CX-4. FINRA’s investigator sent the January 2024 Request to Bongiovanni’s counsel via email using Request Manager and via certified and first-class mail to counsel’s business address. CX-4, at 1. The U.S. Postal Service delivered the certified mailing of the January 2024 Request to Bongiovanni’s counsel on January 5, 2024. CX-4, at 9. The first-class mailing to counsel was not returned and the email to counsel was not returned as undeliverable. Tr. 80.

<sup>38</sup> CX-4, at 1.

<sup>39</sup> CX-4, at 1. The January 2024 Request also stated that the examination into Bongiovanni’s activities “should not be construed as an indication that FINRA or its staff has determined that any violations of federal securities laws or FINRA, MSRB, [or] RSA Exchange rules have occurred.” CX-4, at 1.

<sup>40</sup> Tr. 82-83.

<sup>41</sup> Tr. 85.

<sup>42</sup> *See* CX-6, at 2.

<sup>43</sup> CX-6, at 2.

<sup>44</sup> CX-6, at 2.

this experience has caused tremendous mental anguish that is very difficult to put into words.”<sup>45</sup> He claimed, “Over the last 18 months FINRA has placed me under investigation without [c]ause” and that he had turned over documents belonging to him and his former wife that were in his possession.<sup>46</sup> Because his “mental wellbeing ha[d] been compromised,” Bongiovanni said he had taken a “leave of absence” from Spartan Capital.<sup>47</sup> Bongiovanni asked Enforcement to “suspend” its investigation and “reengage discussions in 60 days at which time” he would be in “[a] much better position to comply with any documents request[ed] by FINRA.”<sup>48</sup>

A month later, on April 18, 2024, Enforcement denied Bongiovanni’s request for a 60-day extension in a letter sent by email, which attached a copy of the December 2023 Request detailing the outstanding requests. The letter told him, however, that because of the family tragedy, Enforcement would, “[a]s a courtesy . . . defer further action” until April 30, 2024, in order “to afford [him] an additional opportunity to comply.”<sup>49</sup> Enforcement’s letter noted that, because it had sent the first request for information in May 2023, Bongiovanni had “had sufficient time and opportunity to comply but ha[d] failed to do so.”<sup>50</sup> Lastly, the letter informed Bongiovanni that failing to respond to the outstanding requests by April 30, 2024, could result in Enforcement initiating an expedited proceeding under FINRA Rule 9552.<sup>51</sup>

#### **E. Enforcement Initiates Expedited Proceeding Under FINRA Rule 9552**

When Bongiovanni did not respond to Enforcement’s April 18, 2024, letter or ask for additional time beyond April 30 to produce the outstanding information, Enforcement initiated a FINRA Rule 9552 expedited proceeding. On May 1, 2024, Enforcement sent Bongiovanni a notice stating that he would be suspended (the “Pre-Suspension Notice”) effective May 28, 2024, unless, before that date, he either provided the outstanding information and documents sought in the December 2023 and January 2024 Requests or asked for a hearing with FINRA’s Office of Hearing Officers (“OHO”).<sup>52</sup> The Pre-Suspension Notice told Bongiovanni that even if he produced the missing information, he might still be subject to a disciplinary action for failing to

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<sup>45</sup> CX-6, at 2.

<sup>46</sup> CX-6, at 2.

<sup>47</sup> CX-6, at 2.

<sup>48</sup> CX-6, at 2.

<sup>49</sup> CX-7, at 1. Enforcement sent Bongiovanni the April 18, 2024, letter via FedEx and email. CX-7, at 1. The extension to April 30, 2024, effectively provided Bongiovanni with more than six weeks to respond after his March 14, 2024, request for a 60-day pause.

<sup>50</sup> CX-7, at 1.

<sup>51</sup> CX-7, at 1.

<sup>52</sup> CX-8, at 1-2. Enforcement sent the May 1, 2024, Pre-Suspension Notice to Bongiovanni via certified mail, return receipt requested, first-class mail, and email. CX-8, at 1. Enforcement attached copies of the December 2023 and January 2024 Requests to the Pre-Suspension Notice. CX-8, at 4-10.

timely respond to the requests.<sup>53</sup> Lastly, it informed Bongiovanni that on August 5, 2024, he would be automatically barred from associating with any FINRA member in any capacity if he failed to request termination of his suspension.<sup>54</sup>

After Bongiovanni failed to provide the missing information or request a hearing with OHO, on May 28, 2024, Enforcement sent him a letter (the “Suspension Notice”) informing him that, as set forth in the Pre-Suspension Notice, he was immediately suspended from associating with any FINRA member.<sup>55</sup> The Suspension Notice said that Bongiovanni could still request termination of the suspension if he fully complied with the Rule 8210 requests, but if he did not do so the suspension would automatically convert into a bar on August 5, 2024.<sup>56</sup>

A few hours after receiving the Suspension Notice that FINRA sent via email on May 28, 2024, Bongiovanni sent OHO an email (copying his former counsel and his supervisor at Spartan Capital) requesting a hearing.<sup>57</sup> He wrote that Spartan Capital had assured him that an attorney would timely request a hearing on his behalf and he therefore had assumed that the hearing request had already been sent to OHO.<sup>58</sup> Bongiovanni reiterated that his son had passed away recently after a period of ill health and that consequently, during the prior 18 months, his “mental health [had] suffered and [b]usiness matters were placed secondarily.”<sup>59</sup> He represented that he had already turned over “ALL documents to FINRA which [he] had in [his] custody, control and possession to the best of [his] ability.”<sup>60</sup>

An hour after Bongiovanni emailed OHO on May 28, 2024, his former counsel emailed OHO, Enforcement, and Spartan Capital, stating that Bongiovanni’s email to OHO was the first notice he had received that Bongiovanni intended for him to resume legal representation.<sup>61</sup> Counsel stated that his representation of Bongiovanni had ended more than two months earlier,

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<sup>53</sup> CX-8, at 1.

<sup>54</sup> CX-8, at 2.

<sup>55</sup> Answer ¶ 8; CX-9, at 1. Enforcement sent Bongiovanni the Suspension Notice via certified mail, return receipt requested, first-class mail, and email. CX-9, at 1.

<sup>56</sup> CX-9, at 1.

<sup>57</sup> Tr. 267; CX-10. In his Answer, Bongiovanni said he received the Suspension Notice at approximately 5:00 p.m. on May 28, 2024. Answer ¶ 8. He filed the hearing request with OHO two hours later. CX-10, at 1.

<sup>58</sup> CX-10. In his Answer, Bongiovanni wrote that on May 20, 2024, Spartan Capital had told him that its in-house attorney would be filing a timely hearing request with OHO. Answer ¶ 7.

<sup>59</sup> CX-10.

<sup>60</sup> CX-10 (emphasis in original).

<sup>61</sup> CX-11, at 1-2; CX-14, at 3.

on March 12.<sup>62</sup> He asked that he be provided copies of correspondence exchanged between Enforcement and Bongiovanni during the interim.<sup>63</sup>

The next morning, May 29, OHO responded to Bongiovanni’s counsel explaining in an email that the hearing request was untimely. OHO told counsel that he should contact Enforcement for more information.<sup>64</sup>

Later that day, Bongiovanni’s counsel emailed Enforcement that Bongiovanni “was not in the proper state of mind to be able to tend to the FINRA requests set forth” in the December 2023 and January 2024 Requests due to the January 16, 2024, death of his son, stating, “Even now he has not fully recovered from his loss.”<sup>65</sup> Counsel stated that it was “unseemly” for FINRA to proceed with the suspension in the wake of the tragedy and asked that it be rescinded so that Bongiovanni could submit responses to the outstanding requests.<sup>66</sup> On May 30, 2024, Enforcement denied Bongiovanni’s request that FINRA rescind the suspension. Enforcement told Bongiovanni’s counsel in an email that he could request termination of the suspension by complying with the outstanding Rule 8210 requests, copies of which were attached to the email.<sup>67</sup>

Because Bongiovanni did not comply with the requests for information and documents, FINRA took formal steps to bar him. On August 5, 2024, Enforcement sent Bongiovanni a letter informing him that pursuant to the May 1, 2024, Pre-Suspension Notice and the May 28, 2024, Suspension Notice, he was barred effective that day.<sup>68</sup> The letter informed Bongiovanni that he could appeal the action to the Securities and Exchange Commission (“SEC”) and provided him with instructions on how to do so.<sup>69</sup>

## **F. Bongiovanni Appeals the Bar to the Securities and Exchange Commission**

On September 4, 2024, one month after the bar went into effect, Bongiovanni filed an appeal with the SEC.<sup>70</sup> In his appeal request, Bongiovanni repeated his earlier claim that he had taken a “leave of absence” after his son passed away in January 2024 and that he had already

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<sup>62</sup> CX-11, at 2; CX-14, at 3.

<sup>63</sup> CX-11, at 2; CX-14, at 3.

<sup>64</sup> CX-11, at 1; CX-14, at 2.

<sup>65</sup> CX-14, at 1.

<sup>66</sup> CX-14, at 1-2.

<sup>67</sup> CX-13, at 1. Enforcement attached to its email to counsel copies of the December 2023 and January 2024 Requests; Enforcement’s April 18, 2024, letter to Bongiovanni; the May 1, 2024, Pre-Suspension Notice; and the May 28, 2024, Suspension Notice. CX-13, at 2-20.

<sup>68</sup> CX-17, at 1.

<sup>69</sup> CX-17, at 1-2.

<sup>70</sup> CX-19, at 2.

sent Enforcement the documents it had sought.<sup>71</sup> He further claimed that a principal at Spartan Capital had assured him that the firm would timely file a request for a hearing with OHO on his behalf but had failed to do so.<sup>72</sup> He added that he had come to believe that Spartan Capital intentionally did not file the hearing request on his behalf.<sup>73</sup>

Two months later, on November 1, 2024, Enforcement informed Bongiovanni that FINRA had voluntarily vacated the bar and had withdrawn, without prejudice, the Pre-Suspension Notice and Suspension Notice.<sup>74</sup> The letter cautioned Bongiovanni that he remained obligated to comply with the Rule 8210 requests.<sup>75</sup> The letter continued, “Because you have not responded to FINRA’s Rule 8210 requests, FINRA may pursue another action against you, including but not limited to, initiating an expedited or disciplinary proceeding for your failure to comply with FINRA Rule 8210.”<sup>76</sup>

On November 5, FINRA moved to dismiss Bongiovanni’s appeal with the SEC based on mootness and lack of jurisdiction because it had vacated the bar, which had served as the basis for Bongiovanni’s appeal.<sup>77</sup> On December 10, after Bongiovanni failed to respond to FINRA’s motion to dismiss, the SEC dismissed Bongiovanni’s appeal.<sup>78</sup>

On December 13, 2024, Enforcement sent Bongiovanni a Wells notice that provided him with a chance to explain why disciplinary action should not be brought against him for his failure to respond to the Rule 8210 requests.<sup>79</sup> Bongiovanni did not respond to the Wells notice.<sup>80</sup>

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<sup>71</sup> CX-19, at 2.

<sup>72</sup> CX-19, at 2.

<sup>73</sup> CX-19, at 5. Bongiovanni told the SEC that after the time to request a hearing had passed, he “immediately [d]emanded that FINRA allow him a fair opportunity to be heard; FINRA refused.” CX-19, at 5.

<sup>74</sup> CX-20, at 1. Central Registration Depository records reflect that Bongiovanni’s bar was vacated effective November 1, 2024. CX-1, at 23-26. On November 5, 2024, Spartan Capital filed an amended Uniform Termination Notice for Securities Industry Registration (Form U5) disclosing that the bar had been vacated. CX-2, at 2, 4, 8.

<sup>75</sup> CX-20, at 1.

<sup>76</sup> CX-20, at 1.

<sup>77</sup> CX-22.

<sup>78</sup> CX-22.

<sup>79</sup> CX-21. “A Wells notice is a communication from a regulator or self-regulatory organization, such as FINRA, stating that it intends to recommend bringing an enforcement or disciplinary action against the recipient.” *Dep’t of Enforcement v. Springsteen-Abbott*, No. 2011025675501r, 2017 FINRA Discip. LEXIS 23, at \*9 n.4 (NAC July 20, 2017) (citing FINRA Regulatory Notice 09-17 (Mar. 2009), <https://www.finra.org/rule-guidance/notices/09-17> at 5, n.2 (explaining FINRA’s Wells process)), *modified*, Exchange Act Release No. 88156, 2020 SEC LEXIS 2684 (Feb. 7, 2020), *petition for review dismissed in part and denied in part*, 989 F.3d 4 (D.C. Cir. 2021).

<sup>80</sup> Tr. 254.

### III. Conclusions of Law

#### A. Bongiovanni Violated FINRA Rules 8210 and 2010

The Complaint's sole cause of action alleges that Bongiovanni violated FINRA Rules 8210 and 2010 by failing to comply with FINRA staff's December 2023 and January 2024 Requests to produce information and documents.<sup>81</sup> The requests asked him to produce bank records, tax returns, and mortgage application documents, and to provide narrative answers to questions about his financial activities.<sup>82</sup> Although Bongiovanni provided partial responses to three prior Rule 8210 requests, the Complaint alleges that Bongiovanni never provided the information FINRA requested in the December 2023 and January 2024 Requests, which specifically sought information that he had not produced in responses to the three prior requests.<sup>83</sup> The Complaint further alleges that the information and documents requested were "material and necessary to FINRA staff's examination" into whether Bongiovanni had made misrepresentations on a mortgage application and had engaged in structuring.<sup>84</sup>

Rule 8210 requires persons subject to FINRA's jurisdiction to provide information to FINRA upon request. Rule 8210(a)(1) obligates persons subject to its jurisdiction "to provide information orally, in writing, or electronically . . . with respect to any matter involved in the investigation, complaint, examination, or proceeding." Rule 8210(a)(2) authorizes FINRA to "inspect and copy the books, records, and accounts" of persons subject to its jurisdiction "with respect to any matter involved in the investigation, complaint, examination or proceeding that is in such . . . person's possession, custody or control." Rule 8210(c) provides that "[n]o member or person shall fail to provide information or testimony or to permit an inspection and copying of books, records, or accounts pursuant to this Rule."

FINRA Rule 8210 "is at the heart of the self-regulatory system for the securities industry" and "provides a means, in the absence of subpoena power, for [FINRA] to obtain from

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<sup>81</sup> Compl. ¶¶ 20, 26-28. The Complaint does not allege that Bongiovanni violated FINRA Rules 8210 and 2010 by failing to comply with the May, August, and September 2023 Requests.

<sup>82</sup> CX-3, at 1-4; CX-4, at 2-5.

<sup>83</sup> Compl. ¶¶ 20, 26.

<sup>84</sup> Compl. ¶ 27. "Structuring" involves making cash deposits and withdrawals to avoid causing a financial institution to file a Currency Transaction Report ("CTR") for cash transactions greater than \$10,000. The purpose of a CTR is to provide law enforcement with information to enable it to detect unlawful conduct such as money laundering and tax evasion. See <https://www.fincen.gov/sites/default/files/shared/CTRPamphlet.pdf> (outlining the purpose of a CTR and providing examples of structured transactions). Structuring is a crime. It involves three elements: (1) breaking up large amounts of cash into smaller amounts of \$10,000 or less; (2) knowledge of a financial institution's reporting requirement; and (3) intent to evade the reporting requirement. *United States v. MacPherson*, 424 F.3d 183, 188-89 (2d Cir. 2005).

its members information necessary to conduct investigations.”<sup>85</sup> A failure to respond to Rule 8210 requests is a serious violation because it “frustrates [FINRA’s] ability to detect misconduct, and such inability in turn threatens investors and markets.”<sup>86</sup> “FINRA Rule 8210 is unequivocal and grants FINRA broad authority to obtain information concerning an associated person’s securities-related business ventures.”<sup>87</sup> Associated persons must provide “full and prompt cooperation” in responding to a request for information.<sup>88</sup> It is therefore a violation of Rule 8210 for a person to fail to provide information sought by FINRA.<sup>89</sup>

Bongiovanni does not dispute that he received the December 2023 and January 2024 Requests through his counsel. There also is no dispute that Bongiovanni did not respond to the two requests after receiving them. Instead, he stated that he was unable to respond at all<sup>90</sup> and that in any event he had already provided what he had in his possession. The Hearing Panel finds that these asserted defenses are not credible and do not excuse his failure to comply with the requests.

Bongiovanni’s claim that he had previously provided the information FINRA staff requested in the December 2023 and January 2024 Requests is not supported by the record. When asked directly if he had produced the requested information, Bongiovanni testified, “[I]t is my understanding that [at the time] we responded to everything” and “it is my recollection that we did respond to those letters.”<sup>91</sup> When specifically asked if he ultimately had produced copies of MCPZ’s bank account statements, for example, Bongiovanni answered, “I think we did but I

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<sup>85</sup> *Howard Brett Berger*, Exchange Act Release No. 58950, 2008 SEC LEXIS 3141, at \*13 (Nov. 14, 2008) (explaining that “[n]o member or person shall fail to provide information or testimony or to permit an inspection and copying of books, records, or accounts” pursuant to Rule 8210), *aff’d*, 347 F. App’x 692 (2d Cir. 2009).

<sup>86</sup> *Dep’t of Enforcement v. N. Woodward Fin. Corp.*, No. 2010021303301, 2014 FINRA Discip. LEXIS 32, at \*20 (NAC July 21, 2014) (citing *PAZ Sec., Inc.*, Exchange Act Release No. 57656, 2008 SEC LEXIS 8210, at \*13 (Apr. 11, 2008)), *aff’d*, Exchange Act Release No. 74913, 2015 SEC LEXIS 1867 (May 8, 2015), *petition for review denied sub nom., Troszak v. SEC*, No. 15-3729, 2016 U.S. App. LEXIS 24259 (6th Cir. June 29, 2016).

<sup>87</sup> *Dep’t of Enforcement v. Gallagher*, No. 2008011701203, 2012 FINRA Discip. LEXIS 61, at \*12 (NAC Dec. 12, 2012). Rule 8210 is not limited to securities transactions but expressly provides that information requests can be issued with respect to any matter involved in an investigation. *Dep’t of Enforcement v. Eplboim*, No. 2011025674101, 2014 FINRA Discip. LEXIS 8, at \*24 (NAC May 14, 2014) (information relating to an associated person’s outside business activities is within the scope of Rule 8210).

<sup>88</sup> *CMG Inst’l Trading, LLC*, Exchange Act Release No. 59325, 2009 SEC LEXIS 215, at \*15 (Jan. 30, 2009). *See also Dep’t of Enforcement v. Vedovino*, No. 2015048362402, 2019 FINRA Discip. LEXIS 20, at \*20 (NAC May 15, 2019) (“Rule 8210 requires associated persons to comply fully with FINRA’s requests for information, testimony, and documents with respect to any matter involved in a FINRA investigation, complaint, examination, or proceeding.”).

<sup>89</sup> *Wilfredo Felix*, Exchange Act Release No. 101733, 2024 SEC LEXIS 3309, at \*7-8 (Nov. 25, 2024) (respondent violated FINRA Rule 8210 by failing to produce his Internal Revenue Service wage and income transcript), *petition for review denied*, No. 24-1308, 2025 U.S. App. LEXIS 24321 (D.C. Cir. Sept. 18, 2025).

<sup>90</sup> Tr. 238, 245, 270-71, 300-01, 303; CX-6, at 2.

<sup>91</sup> Tr. 246, 254.

don't remember."<sup>92</sup> Aside from his former counsel's two letters to FINRA staff in June 2023 and September 2023,<sup>93</sup> Bongiovanni presented no documentary support for his assertions that he complied with the requests.

Member Supervision's investigator directly contradicted Bongiovanni's testimony. She testified persuasively that Bongiovanni did not respond at all to the December 2023 and January 2024 Requests.<sup>94</sup> The Hearing Panel finds that, although she could not recall certain details of her interactions with Bongiovanni or his counsel,<sup>95</sup> she fully explained the requests FINRA sent and the responses she received and credibly explained that Bongiovanni did not respond to the December 2023 and January 2024 Requests.

## **B. Bongiovanni Did Not Establish a Valid Defense for His Failure to Comply**

### **1. Bongiovanni's Family Tragedy Does Not Justify His Failure to Respond**

Bongiovanni asserted that the loss of his son in January 2024 incapacitated him so much that it justifies his continued failure to comply with the Rule 8210 requests. The Hearing Panel recognizes that such a painful family tragedy can affect a person deeply but finds that it is an insufficient reason for his non-compliance over an extended period. Bongiovanni has failed to show how the emotional stress has prevented him over the past two years from collecting the information and submitting it to FINRA staff.

First, the December 2023 and January 2024 Requests both pre-date Bongiovanni's son's death. Importantly, the information and documents sought in the requests were repeated from unanswered portions of FINRA's earlier May, August, and September 2023 Requests, all of which also pre-date his son's death. That his son passed away, tragic as it is, does not explain or excuse Bongiovanni's failure to timely respond to the December 2023 Request by the December 27, 2023, due date, nor his failure to fully respond to three earlier requests.

Furthermore, the December 2023 and January 2024 Requests were not unduly burdensome and in fact requested information and documents FINRA staff had previously identified and requested. The Hearing Panel finds that the requested information and documents could have been easily obtained and producing that material required only a minimum amount of effort, which Bongiovanni failed to apply.

Bongiovanni also failed to provide any evidence supporting his claim that he could not produce the information because of the family tragedy.<sup>96</sup> The burden is on Bongiovanni to

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<sup>92</sup> Tr. 232.

<sup>93</sup> RX-2; RX-3.

<sup>94</sup> Tr. 77, 83.

<sup>95</sup> *See, e.g.*, Tr. 106, 139.

<sup>96</sup> *See Lee Gura*, Exchange Act Release No. 50570, 2004 SEC LEXIS 2406, at \*8 (Oct. 20, 2004) (unsubstantiated personal and medical problems do not excuse a failure to comply with Rule 8210).

demonstrate that he was emotionally unable to gather the requested information. The Hearing Panel notes that Bongiovanni was actively engaged with FINRA staff before and during the pendency of the expedited proceeding. He wrote letters and emails explaining his situation and why he should not be suspended.<sup>97</sup> There also is no evidence that Bongiovanni was unable to perform normal and routine daily activities, which suggests to the Hearing Panel that he could have produced the information sought but he voluntarily chose not to do so. The Hearing Panel finds that it is not credible that he was incapacitated for such an extended period that he was unable to comply with the requests (and allegedly still cannot comply). The Hearing Panel thus determines that Bongiovanni has not established that his family tragedy prevented him from complying with the requests.<sup>98</sup>

## **2. Bongiovanni Failed to Show That He Could Not Obtain the Information and Documents Requested**

Bongiovanni claimed that he had to obtain his former wife's consent before he produced copies of his tax returns, MCPZ bank account statements, and mortgage records. He has never claimed that these documents were not within his possession or control. With respect to the tax returns, for example, Bongiovanni told Enforcement he had talked to his wife's lawyer to get copies of their joint returns.<sup>99</sup> The Hearing Panel does not find this explanation credible. Bongiovanni testified that he had not been married to his former wife for eight years before the hearing, which means that he would have had to file separate individual returns in 2021 and 2022, not joint returns. But even if he had filed joint returns, FINRA has determined that an associated person must produce joint tax returns.<sup>100</sup>

MCPZ is a disclosed outside business activity. The SEC has determined that FINRA has the right to investigate an associated person's outside business activities.<sup>101</sup> Accordingly, Bongiovanni was obligated to produce the company's bank account statements, regardless of his wife's activities with respect to the business or the bank account. Bongiovanni owns the

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<sup>97</sup> See CX-6; CX-10; CX-18; CX-19.

<sup>98</sup> See *Jeffrey A. King*, Exchange Act Release No. 52571, 2005 SEC LEXIS 2516, at \*9 (Oct. 7, 2005) (respondent failed to substantiate claim that stresses he suffered because of divorce proceedings prevented him from responding to requests for information); *Dep't of Enforcement v. Kanarek*, No. FPI220008, 2023 FINRA Discip. LEXIS 9, at \*10 (NAC Apr. 19, 2023) (respondent failed to show that anxiety, depression, and insomnia prevented her from complying with Rule 8210 requests); *Vedovino*, 2019 FINRA Discip. LEXIS 20, at \*26 n.23, \*29-30 (respondent failed to show how complying with Rule 8210 requests would interfere with his opioid recovery treatments); *Dep't of Enforcement v. Jarkas*, No. 2009017899801, 2015 FINRA Discip. LEXIS 50, at \*16, \*40-41 (NAC Oct. 5, 2015) (respondent demonstrated that he had severe medical problems but failed to show how they prevented him from providing investigative testimony), *aff'd*, Exchange Act Release No. 77503, 2016 SEC LEXIS 1285 (Apr. 1, 2016).

<sup>99</sup> Tr. 273.

<sup>100</sup> *Dep't of Enforcement v. Sturm*, 2002 NASD Discip. LEXIS 2, at \*6 (NAC Mar. 21, 2002) (finding that NASD, FINRA's predecessor, had jurisdiction to request production of respondent's joint tax return).

<sup>101</sup> *CMG Inst'l Trading*, 2009 SEC LEXIS 215, at \*25 (affirming FINRA's authority to request that an associated person produce documents of a non-member third party that he owned and controlled).

company with his former wife, serves as its president, and, as he testified, used a bank account in MCPZ's name to deposit his employment checks.<sup>102</sup> Bongiovanni has offered no evidence as to why he could not produce MCPZ account statements and other records.

Bongiovanni stated that the mortgage information and documents FINRA sought concerned a home equity loan secured by property that he had owned with his former wife.<sup>103</sup> He told FINRA staff in September 2023 that he had asked for copies of the documents in writing.<sup>104</sup> Bongiovanni suggested that had FINRA staff informed him during the investigation that Enforcement was looking into potential mortgage fraud, he would have provided the documents it asked for because neither he nor his wife had engaged in fraud.<sup>105</sup> An associated person, however, does not have the right to set preconditions on compliance with Rule 8210 or demand that FINRA explain the purpose of the requested information.<sup>106</sup>

### 3. The Doctrines of Res Judicata and Collateral Estoppel Do Not Apply

Bongiovanni asserted in his Answer that the related doctrines of res judicata and collateral estoppel should result in the dismissal of this action because “the SEC has already dismissed this subject matter.”<sup>107</sup> He also claims in his Answer that because FINRA vacated the bar, thus “reinstating” him, “FINRA is prejudiced from bring[ing] that same action and those same allegations against Respondent a second time.”<sup>108</sup> Before the hearing, Bongiovanni filed a motion seeking dismissal on res judicata and collateral estoppel grounds.<sup>109</sup> The Hearing Officer denied the motion to dismiss.<sup>110</sup> During the hearing, Bongiovanni essentially repeated the defense that the Complaint should be dismissed because the doctrines apply.<sup>111</sup>

As discussed above, in September 2024, Bongiovanni appealed to the SEC the bar imposed under FINRA Rule 9552. FINRA thereafter voluntarily vacated the bar, and on December 10, 2024, the SEC granted FINRA's motion to dismiss Bongiovanni's appeal of the

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<sup>102</sup> Tr. 286, 289; CX-1, at 10.

<sup>103</sup> RX-3, at 2.

<sup>104</sup> RX-3, at 2.

<sup>105</sup> Tr. 32-33, 128-29, 292, 328.

<sup>106</sup> *Dep't of Enforcement v. Felix*, No. 2018058286901, 2021 FINRA Discip. LEXIS 7, at \*14 (NAC May 26, 2021), *aff'd*, 2024 SEC LEXIS 3309 (finding that FINRA is not required to establish the relevance of the information requested to obtain compliance with a Rule 8210 request), *petition for review denied*, No. 24-1308, 2025 U.S. App. LEXIS 24321 (D.C. Cir. Sept. 18, 2025).

<sup>107</sup> Answer at 1; *see also* Answer ¶ 10.

<sup>108</sup> Answer ¶ 10.

<sup>109</sup> Respondent's [Updated] Notice of Motion 1-2 (dated October 29, 2025, but filed on October 30, 2025).

<sup>110</sup> Order Denying Respondent's Omnibus Motion to Dismiss and for Other Relief 2-3 (November 11, 2025).

<sup>111</sup> Tr. 256-59, 328-29.

Rule 9552 proceeding as moot.<sup>112</sup> Bongiovanni argued during the hearing that the SEC’s dismissal was with prejudice.<sup>113</sup> Consequently, according to Bongiovanni, FINRA was obligated “to issue a brand new [Rule] 8210 request,”<sup>114</sup> and “restart” a new suspension proceeding.<sup>115</sup>

Res judicata does not apply in this case. It generally applies when there is a final judgment on the merits in a prior proceeding and the litigating parties and the cause of action are the same in the prior and later actions.<sup>116</sup> Res judicata “forecloses parties from re-litigating the same dispute if they have already had a full and fair opportunity to litigate it and an adjudicator . . . has resolved it.”<sup>117</sup> The SEC has explained that res judicata “relieve[s] parties of the cost and vexation of multiple lawsuits, conserve[s] judicial resources, and, by preventing inconsistent decisions, encourage[s] reliance on adjudication.”<sup>118</sup> The SEC never ruled on the merits of Bongiovanni’s appeal. The first required element for res judicata to apply—a final judgment on the merits—is therefore missing. Enforcement voluntarily dismissed the Rule 9552 expedited proceeding after FINRA vacated the bar imposed pursuant to Rule 9552. The SEC did not adjudicate Bongiovanni’s appeal. Accordingly, the Hearing Panel rejects Bongiovanni’s res judicata argument.

Collateral estoppel also does not apply here. Collateral estoppel is intended to protect a litigant from the burden of re-litigating an issue with the same party where the issue has already been decided against that party. Certain conditions are generally required for collateral estoppel to apply: (1) the same party or someone in privity must have been involved in the earlier litigation; (2) the identical issue must be at stake in both proceedings; (3) that issue must have been actually litigated and necessary to the outcome in the earlier litigation; and (4) the party that lost on the issue must have had a full and fair opportunity in the earlier litigation to litigate it.<sup>119</sup> Because no issue was litigated in the Rule 9552 proceeding before the SEC, the doctrine of collateral estoppel does not apply here. The Hearing Panel therefore also rejects Bongiovanni’s collateral estoppel argument. FINRA’s actions of voluntarily vacating a bar and withdrawing suspension notices, thereby terminating an expedited proceeding, do not prevent it from initiating a disciplinary proceeding against an associated person.

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<sup>112</sup> CX-22.

<sup>113</sup> Tr. 257.

<sup>114</sup> Tr. 262.

<sup>115</sup> Tr. 261.

<sup>116</sup> *Gordon Brent Pierce*, Exchange Act Release No. 71664, 2014 SEC LEXIS 839, at \*22 (Mar. 7, 2014).

<sup>117</sup> OHO Order 17-02 (2014042291901) (Feb. 7, 2017), at 7, [https://www.finra.org/sites/default/files/OHO\\_Order\\_17-02\\_2014042291901.pdf](https://www.finra.org/sites/default/files/OHO_Order_17-02_2014042291901.pdf).

<sup>118</sup> *Pierce*, 2014 SEC LEXIS 839, at \*21 (quoting *Allen v. McCurry*, 449 U.S. 90, 94 (1980) (citation omitted)).

<sup>119</sup> *Wolfe v. Perry*, 412 F.3d 707, 716 (6th Cir. 2005) (citing *Santana-Albarran v. Ashcroft*, 393 F.3d 699, 704 (6th Cir. 2005)).

Bongiovanni did not produce any of the information and documents sought in the December 2023 and January 2024 Requests.<sup>120</sup> He also completely failed to demonstrate any defense for his failure to comply. While the Hearing Panel sympathizes with Bongiovanni because of his loss, which certainly was difficult for him, he provided no evidence supporting a medical or other condition that prevented him from producing easily obtainable documents and answering a handful of questions. Instead of producing the information and documents, Bongiovanni gave inconsistent and conflicting justifications for not doing so, including that he already had provided it, his poor mental state after the loss of his son, and needing his wife’s prior consent. The Hearing Panel finds that Bongiovanni’s various explanations are insufficient to justify his failure to comply with the requests. The Hearing Panel therefore concludes that Bongiovanni violated FINRA Rules 8210 and 2010.<sup>121</sup>

#### **IV. Sanctions**

FINRA’s Sanction Guidelines (“Guidelines”) recommend that, if an individual did not respond in any manner, a bar in all capacities should be standard.<sup>122</sup> Here, as the Complaint acknowledges,<sup>123</sup> Bongiovanni partially cooperated with the investigation by submitting some information and documents during 2023 even though he did not respond at all to the December 2023 and January 2024 Requests. Accordingly, sanctions should be analyzed under the guideline for partial but incomplete responses.<sup>124</sup> It states that a bar is “standard” in cases of a partial but incomplete response, “unless the person can demonstrate that the information provided substantially complied with all aspects of the request.”<sup>125</sup>

The Guidelines also list three principal considerations relevant to the determination of appropriate sanctions in cases of a partial response: (1) the importance of the information requested that was not provided, as viewed from FINRA’s perspective, and whether the information provided was relevant and responsive to the request; (2) the number of requests made and the time it took for the respondent to respond, including the degree of regulatory

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<sup>120</sup> Tr. 183-84.

<sup>121</sup> *Blair C. Mielke*, Exchange Act Release No. 75981, 2015 SEC LEXIS 3927, at \*41 n.49 (Sept. 24, 2015) (a violation of FINRA Rule 8210 also violates FINRA Rule 2010).

<sup>122</sup> FINRA Sanction Guidelines at 93 (2024), <http://www.finra.org/sanctionguidelines>. The sole principal consideration in cases involving a complete failure to respond is the importance of the information requested as viewed from FINRA’s perspective. Guidelines at 93.

<sup>123</sup> Compl. ¶ 6.

<sup>124</sup> Guidelines at 93.

<sup>125</sup> Guidelines at 93. The guideline also provides that where mitigation exists adjudicators may suspend a respondent for up to two years and impose a fine between \$5,000 and \$20,000 for a partial response.

pressure required to obtain a response; and (3) the justifications offered by the respondent for the partial but incomplete response.<sup>126</sup>

These considerations strongly favor imposing a bar. Based on a review of the December 2023 and January 2024 Requests,<sup>127</sup> together with the investigator’s testimony that the information sought from Bongiovanni was material to the investigation,<sup>128</sup> the Hearing Panel finds that the missing information was necessary to assist FINRA with investigating serious misconduct. Member Supervision was investigating Bongiovanni’s possible misrepresentations on a mortgage application and possible structuring of cash transactions. Bongiovanni failed to produce bank statements, including checks and documents evidencing deposits, tax returns, mortgage records, and narrative explanations of the purpose of certain bank transactions.<sup>129</sup> This missing information was important to FINRA’s investigation. As the investigator testified, “understanding money movement was key to this investigation.”<sup>130</sup> Accordingly, the Hearing Panel finds that Bongiovanni’s failure to provide the missing information prevented FINRA from fulfilling its regulatory mission.

The Hearing Panel also considered that Enforcement provided Bongiovanni with ample opportunities to produce the information. After Bongiovanni requested an extension, Enforcement told him that it would defer any action until April 30, 2024—three and a half months after the original deadline of January 16—to afford him another chance to comply.<sup>131</sup> The May 1, 2024, Pre-Suspension Notice that initiated the Rule 9552 expedited proceeding gave Bongiovanni even more time—until May 27, 2024—to produce the information before he would be suspended the next day.<sup>132</sup> Although he was suspended on May 28, the Suspension Notice gave Bongiovanni another three months, until August 5, 2024, to produce the information before he would be automatically barred.<sup>133</sup> Even after Bongiovanni appealed his bar to the SEC and FINRA voluntarily dismissed the expedited proceeding, he failed to produce the information, which resulted in the filing of the Complaint about six months later, in June 2025. The Hearing Panel notes that Bongiovanni continued his delaying tactics at the hearing. He asked that Enforcement “start over” and “[t]urn the clock back on.”<sup>134</sup> He further stated, “Send the case

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<sup>126</sup> Guidelines at 93.

<sup>127</sup> See CX-3; CX-4.

<sup>128</sup> Compl. ¶ 27; Tr. 70-75, 83.

<sup>129</sup> CX-3, at 1-3; CX-4, at 2-4.

<sup>130</sup> Tr. 144.

<sup>131</sup> CX-7, at 1.

<sup>132</sup> CX-8, at 1.

<sup>133</sup> CX-9, at 1.

<sup>134</sup> Tr. 331.

back, send me a list of what the [missing] documents are and start over. . . . [S]end me a letter tomorrow and I guarantee you within 30 days we will address everything as best we can.”<sup>135</sup>

The Hearing Panel also considered that Enforcement had to apply considerable regulatory pressure to compel Bongiovanni to comply, but to no avail. Enforcement had to initiate an expedited proceeding in May 2024, about which Bongiovanni had been warned, to attempt to compel production. After many months during which Bongiovanni produced no information, Enforcement ultimately was compelled to file the Complaint in this disciplinary proceeding in June 2025, a year and a half after the December 2023 Request.

The Hearing Panel carefully considered Bongiovanni’s principal and repeated justification for his failure to produce the information—that the tragic loss of his son affected him so deeply that he was not in a condition to produce the information requested. The two requests sought five discrete categories of information which the Hearing Panel finds were not burdensome. Bongiovanni’s son’s death may have been mitigating had Bongiovanni ever completely responded to the requests but done so in an untimely manner. But his complete failure to produce the information despite being given repeated opportunities over many months—from December 2023 to at least August 2024, when he was barred, and continuing until this Complaint was filed in June 2025—to avoid disciplinary action persuades the Hearing Panel that a bar is the only appropriate sanction.<sup>136</sup> As the SEC has said, “Refusals to cooperate with FINRA investigations are serious.”<sup>137</sup>

The evidence reveals no credible justification for Bongiovanni’s failure to respond to FINRA’s requests. The Hearing Panel finds that there are no mitigating factors present in this case. The Hearing Panel therefore concludes that the appropriate sanction is a bar in all capacities. The bar is remedial because it will protect the investing public from a person who refuses to cooperate with a FINRA investigation, thereby encouraging the cooperation essential to the investigation of potential industry misconduct.

## V. Order

By failing to fully and completely comply with FINRA staff’s December 2023 and January 2024 Requests for information and documents, Respondent Sebastian G. Bongiovanni violated FINRA Rules 8210 and 2010, as alleged in the sole cause of action. For this misconduct, the Hearing Panel bars Bongiovanni from associating with any FINRA member firm in any

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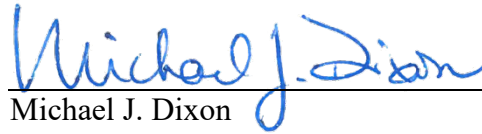
<sup>135</sup> Tr. 331-32.

<sup>136</sup> See *Felix*, 2024 SEC LEXIS 3309, at \*13-14 (affirming FINRA’s bar for respondent’s partial compliance with Rule 8210 request for withholding production of tax-related information); *Dep’t of Enforcement v. Reifler*, No. 2016050924601r, 2023 FINRA Discip. LEXIS 1 (NAC Jan. 17, 2023) (respondent barred for providing partial, but incomplete, responses to questions during on-the-record testimony).

<sup>137</sup> *Felix*, 2024 SEC LEXIS 3309, at \*13.

capacity. If this decision becomes FINRA's final disciplinary action, the bar shall become effective immediately.

Bongiovanni is also ordered to pay the hearing costs of \$3,334.93, consisting of a \$750 administrative fee and \$2,584.93 for the cost of the transcript. The costs shall be due on a date set by FINRA but not sooner than 30 days after this decision becomes FINRA's final action.<sup>138</sup>

  
Michael J. Dixon  
Hearing Officer  
For the Hearing Panel

Copies to:

Sebastian G. Bongiovanni, Respondent (via email, overnight courier, and first-class mail)  
Christen Sproule, Esq., FINRA Enforcement (via email)  
John R. Baraniak, Jr., Esq., FINRA Enforcement (via email)

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<sup>138</sup> The Hearing Panel considered and rejected without discussion all other arguments by the parties.