

Election Notice

Notice of Annual Meeting of FINRA Firms and Election Proxy

June 8, 2026

Suggested Routing

- ▶ Executive Representatives
- ▶ Senior Management

Summary

FINRA will conduct its Annual Meeting of firms on Monday, July 13, 2026, at 9:00 a.m. Eastern Time at FINRA's Washington, D.C., office (1700 K Street, NW, Washington, D.C.) for the purpose of electing one Large Firm Governor and one Small Firm Governor to the [FINRA Board of Governors](#) (FINRA Board or Board).¹

As a self-regulatory organization, FINRA is committed to deep engagement with its member firms and it is important that all eligible firms are represented by proxy or in person at the Annual Meeting. Firms are urged to submit a proxy using one of the methods described below. For a proxy to be considered valid, it must be signed by the executive representative of the firm eligible to vote in the election.

Small and large firms that were members of FINRA as of the close of business on Friday, June 5, 2026 (the record date), are eligible to vote.

Questions regarding this *Notice* may be directed to:

- ▶ Marcia Asquith, Executive Vice President and Corporate Secretary; or
- ▶ Jennifer Piorko Mitchell, Senior Vice President and Deputy Corporate Secretary, via [email](#) or by calling (202) 728-8949.

Election of Governors

[Election Notice 4/6/2026](#) announced the two upcoming vacancies on the FINRA Board, FINRA's nominee for the Large Firm Governor seat, and the process by which interested individuals could seek petitions in support of their nomination to be included on the proxy.²

Below is the list of candidates who were either nominated by the Nominating & Governance Committee (Nominating Committee) or submitted the requisite number of petitions and were certified by the Corporate Secretary as eligible candidates.

Large Firm Governor Candidate (One seat open)

FINRA Nominating Committee Nominee

- ▶ Scott Curtis, *Chief Operating Officer, Raymond James Financial*

Nominees by Petition

- ▶ None

Small Firm Governor Candidates (One seat open)

FINRA Nominating Committee Nominee

- ▶ None

Nominees by Petition

- ▶ Carlos Barrientos, *Chief Compliance Officer, Invex, LLC*
- ▶ Jay Gettenberg, *CEO and FinOp, ACI Capital Markets, LLC*

Attachment A contains the profile of the Large Firm Governor candidate and Attachment B contains the profiles of the Small Firm Governor candidates.

Term of Office

Governors are appointed or elected to serve three-year terms and may not serve more than two consecutive full terms.³ The elected candidates' terms will begin immediately following the Annual Meeting.

For the Board to maintain compliance with the compositional requirements of the FINRA By-Laws, elected Board members have a continuing obligation to satisfy the firm-size classification throughout the entire term for which the governor is elected. The By-Laws expressly provide that a governor's term on the Board shall terminate immediately upon a determination by a majority vote of the remaining governors, that the governor no longer satisfies the classification for which he or she was elected and the governor's continued service would violate the mandated compositional requirements of the Board.

Voting Eligibility

FINRA member firms are eligible to vote for the candidates in the same size category as their own firm. Therefore, small and large member firms registered with FINRA as of the close of business on Friday, June 5, 2026, will receive a proxy card listing the candidates running for the seat that is the same size category as their own firm. The proxy will be sent with a mailing that also includes this *Notice*.

Voting Methods

The executive representative⁴ of each eligible member firm may submit a proxy by any lawful means, including using any of the following methods:

- ▶ Internet
- ▶ Telephone
- ▶ U.S. mail

Alternatively, member firms may attend the Annual Meeting and vote in person. The proxy mailed to each eligible member firm contains detailed instructions on the proxy submission procedures. Executive representatives will also receive emails from FINRA's election agent with voting instructions.

For purposes of the election, for each open governor seat, a quorum must be met in each size category.⁵ Therefore, as mentioned above, it is important that all firms be represented at the Annual Meeting. Executive representatives may receive telephone or email reminders during the election period to ensure that FINRA receives sufficient proxies to satisfy the Annual Meeting quorum requirements, as well as broad participation in the election by all firms that are eligible to vote.

Revocation of Proxies

If you have given a revocable proxy pursuant to a proxy card distributed by FINRA, you may nonetheless revoke your proxy by attending the Annual Meeting and voting in person. In addition, you may revoke any such proxy you give at any time before the Annual Meeting by delivering to FINRA's Corporate Secretary a written statement revoking it or by delivering another proxy at a later time. Your attendance at the Annual Meeting will not constitute a revocation of your proxy.

Voting Instructions

The named proxies shall vote as instructed by the FINRA member firm. In the absence of a direction with respect to the election, any duly delivered proxy will not be counted in determining the outcome of the election, but will be counted in determining the presence of a quorum at the Annual Meeting. In their discretion, the named proxies will be authorized to vote upon all such other matters as may properly come before the Annual Meeting or any adjournment or postponement thereof.

Endnotes

1. To be eligible to serve, Small Firm Governors must be registered with a small firm and Large Firm Governors must be registered with a large firm. See FINRA By-Laws, Article I (xx) and (z). Pursuant to Article I of FINRA's By-Laws, a small firm employs between one and 150 registered persons and a large firm employs at least 500 registered persons.
2. A person who was not nominated by the Nominating Committee is eligible for inclusion on the ballot for the election if he or she timely presented the requisite number of petitions in support of his or her nomination. See FINRA By-Laws, Article VII, Section 10.
3. If a Governor is elected or appointed to fill a vacancy for a term of less than one year, the Governor may serve up to two consecutive full terms following the expiration of the Governor's initial term. See FINRA By-Laws, Article VII, Section 5.
4. Pursuant to FINRA Rule 4517, firms must update their contact information promptly, but in any event not later than 30 days following any change in such information, as well as review and, if necessary, update the information within 17 business days after the end of each calendar year. To update an executive representative's name, mailing address and email address, firms may access the FINRA Contact System, via the [FINRA Gateway](#). Additionally, firms must comply with any FINRA request for such information promptly, but in any event not later than 15 days following the request, or such longer period that may be agreed to by FINRA staff.
5. See Restated Certificate of Incorporation of Financial Industry Regulatory Authority, Inc. Per Ninth section (Meetings and Offices): "... At all meetings of members of the Corporation the presence in person or by proxy of one-third of the members entitled to vote at the meeting shall be necessary and sufficient to constitute a quorum..."

Attachment A: Profile of Large Firm Governor Candidate

Scott Curtis

*Chief Operating Officer
Raymond James Financial*

As Chief Operating Officer, Mr. Curtis leads the firm's institutional investment management and advisory solutions segments, global corporate real estate, corporate marketing, office services, and strategic initiatives supporting the firm's growth and continued success.

Prior to his promotion to COO, from 2018-2024, Mr. Curtis served as president of Raymond James' Private Client Group, where he led the firm's domestic wealth management businesses comprising close to 8,000 financial advisors and \$1.3 trillion in client assets under administration, while generating over 70% of the firm's annual revenues. During the prior six years, he was president of Raymond James Financial Services where he directed the firm's business supporting independent financial advisors. He was promoted to president of RJFS following six years as senior vice president of Raymond James & Associates Private Client Group where he directed numerous initiatives focused on revenue growth, efficiency enhancements, product development, risk mitigation, and service improvement.

Mr. Curtis joined Raymond James in February 2003 as president of Raymond James Insurance Group, after thirteen years with GE Financial Assurance in a variety of senior leadership roles—including as national sales director for investment products and as president of the firm's retail broker/dealer.

Mr. Curtis earned an MBA degree from the Ross School of Business at the University of Michigan and received a BA in economics and English from Denison University.

Mr. Curtis is a member of the firm's Executive Committee, serves on the Board of Raymond James Bank, and on FINRA's Board of Governors, where he has served as Chair since 2025. Mr. Curtis is also a Board member of the Chi Chi Rodriguez Youth Foundation and the United Way Suncoast Board of Directors.

Attachment B: Profiles of Small Firm Governor Candidates

Carlos Barrientos

*Chief Compliance Officer
Invex, LLC*

Carlos Barrientos, CRCP® has over 30 years of experience in commercial banking and the securities industry. He is Chief Compliance Officer of Invex, LLC, a FINRA small firm introducing broker-dealer, and its affiliated SEC registered investment advisory firms, Invex Advisors, LLC and Invex Next, LLC.

Prior to these roles, he was a trader on the Emerging Markets Fixed Income trading desk, executing trades for fixed income corporate and sovereign debt, equities, derivatives, structured products, and futures. He has worked at Invex for almost 25 years and manages SEC, NFA, and FINRA exams.

He has experience with Anti-Money Laundering regulations in connection with US and foreign investors and operations. He holds Series 7, 14, 24, 55, 63, and 99 registrations and earned the Certified Regulatory and Compliance Professional (CRCP)® designation in 2006.

Barrientos led the international Operations department of the third largest bank in Mexico and received the Quality Recognition Award from Chase Bank NY, the only Latin American bank to receive the award.

He serves on the FINRA South Region Committee (2026). He served on the FINRA Small Firm Advisory Committee (SFAC) from 2021 to 2024 and was Chair for two consecutive years (2023, 2024). He coordinated collaboration with FINRA staff and firms regarding the impact of rules and regulations on small firms.

He has been a speaker at the FINRA Small Firm Conference, FINRA webinars, and the National Society of Compliance Professionals (NSCP) annual conference. In February 2026, he moderated an NSCP Regulatory Interchange webinar on FINRA's Exam Program and Considerations for 2026.

Jay Gettenberg

CEO and FinOp

ACI Capital Markets, LLC

Jay Gettenberg is Managing Partner and CEO of ACI, a provider of FinOp licensing and regulatory financial reporting for broker-dealers. He serves as CEO and FinOp of ACI Capital Markets LLC, ACI's affiliated FINRA-member broker-dealer.

Founded in 1984, ACI is a family-operated business. Gettenberg's early involvement at the firm provided him with experience in net capital rules, regulatory compliance, and broker-dealer operations. ACI currently serves more than 200 FINRA member broker-dealers, representing over 7% of all FINRA member small firms.

He supervises a team of 38 full-time professionals, including 22+ licensed FinOps. ACI provides regulatory accounting and reporting solutions, including FOCUS reports, SSOI filings, Form Custody, SIPC reporting, PCAOB audit coordination, and FINRA/SEC exam support. Services include FinOp registration, regulatory financial reporting, regulatory bookkeeping, customer reserve computations, ICOC implementation, and FINRA New Member Application support. Over the past four years, ACI has processed more than 100 FINRA membership applications.

Gettenberg has been registered at more than 60 broker-dealers and has served as FinOp for firms in private wealth management, institutional execution, market making, proprietary trading, repo and reverse repo, investment banking, private placements, mergers and acquisitions, third-party marketing, omnibus clearing, and correspondent clearing. He has served on FINRA's District 10 Committee, FINRA's Small Firm Advisory Committee, and the NYSSCPA Stock Brokerage Committee. He attends FINRA conferences and speaks on industry panels.

He led a two-year dialogue with SIPC that resulted in adoption of SIPC's first materiality threshold for Agreed-Upon Procedure reports. He engaged with FINRA staff regarding Series 99 registration ambiguities, contributing to a 2025 FAQ update that clarified registration requirements for outsourced back-office personnel. He has advocated to Congress for removal of PCAOB oversight of broker-dealer audits.

