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June 8, 2016

Via Electronic Mail

Mr. Brent J. Fields
Secretary
U.S. Securities and Exchange Commission
100 F Street, NE
Washington, D.C. 20549-1090

Re: In the Matter of the Continued Association of James D. Goodland (CRD # 2385266) with Spire Securities, LLC (CRD # 144131)

Dear Mr. Fields:

Effective June 8, 2016, and pursuant to Rule 19h-1(a)(3)(iv)(A)&(B) of the Securities Exchange Act of 1934 (“SEA” or “Exchange Act”), the Financial Industry Regulatory Authority (“FINRA”) hereby gives notification to the United States Securities and Exchange Commission (“the SEC” or “the Commission”) of the continued association of James D. Goodland (“Goodland”) as a General Securities Representative with Spire Securities, LLC (“Spire Securities” or “the Firm”). The Firm filed a Membership Continuance Application (“MC-400” or “Application”) with FINRA on October 28, 2015.¹

Goodland’s Disqualifying Event

Goodland is subject to a statutory disqualification as a result of an SEC Order Instituting Administrative Proceedings Making Findings, and Imposing Remedial Sanctions and a Cease-and-Desist Order (“Order”), dated September 30, 2015.² The Commission found that from January 2010 through July 2013, Securus, an investment adviser registered with

¹ See MC-400 Application (and related attachments) filed by Spire Securities, LLC on October 28, 2015 (attached as Exhibit 1).

² See In the Matter of James Goodland and Securus Wealth Management, LLC, Administrative Proceeding File No. 3-16878 (September 30, 2015) (attached as Exhibit 2).

the SEC, and Goodland, its President and Chief Compliance Officer, failed to adopt and implement an adequate system of internal controls with a view toward preventing and detecting violations of the Advisers Act.³ More specifically, Goodland failed to reasonably supervise HR, an investment advisory representative Goodland directly supervised, who engaged in a manipulative scheme to support the price of a certain stock. Goodland failed to complete required email reviews or adequately monitor HR's trading in the stock at issue and failed to adequately respond to red flags concerning HR's conflicts of interest, unusual trading in client accounts, and numerous emails with company insiders.⁴ As a result of his misconduct, Goodland was ordered to cease-and-desist from committing or causing any violations and any future violations of Section 206(4) and Rule 206(4)-7 of the Advisers Act. Goodland was also barred from association in a supervisory capacity or compliance capacity with any broker, dealer, investment adviser, municipal securities dealer, municipal advisor, transfer agent or nationally recognized statistical rating organization and fined \$30,000.⁵

Background Information of James D. Goodland

Prior SEC Rule 19h-1 and 19d-1 Notices

No prior Rule 19h-1 Notices or Notifications have been filed on behalf of Goodland.

Proposed Association, Responsibilities and Compensation

Spire Securities proposes to continue to employ Goodland as a registered representative. The Firm has represented that "he will maintain his current client base/book of business which will include solicitation of securities products."⁶ The Firm further represents that Goodland will have no supervisory responsibilities.⁷ Goodland will work from a branch office located at 3340-B Annapolis Lane in Plymouth, Minnesota and will receive 91 percent of any commissions generated from securities products, sold by him.⁸

In addition, the Firm has agreed to grant Goodland a forgivable loan, details of which are

³ *Id.* at p. 2.

⁴ *Id.*

⁵ *Id.* at p. 8. Securus was censured and ordered to cease-and-desist from committing or causing any violations and any future violations of Section 206(4) and Rule 206(4)-7 of the Advisers Act.

⁶ *See* Exhibit 1, MC-400 Application, at Bates p. 256.

⁷ *Id.*

⁸ *See* email from Sue McKeown, Chief Compliance Officer ("McKeown"), Spire Investment Partners, LLC to Lorraine Lee-Stepney of FINRA ("Lee-Stepney"), dated December 16, 2015 (attached as Exhibit 3).

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provided in the exhibits that are referenced.⁹

Employment and Registration History

Employment History

Goodland has been associated with the following firms during the following periods:¹⁰

<u>Employer</u>	<u>Period of Employment</u>
Spire Securities, LLC	June 2015 to present
NFP Advisor Services, LLC	January 2014 – June 2015
Cambridge Investment Research, Inc.	November 2000 – December 2013
Washington Square Securities, Inc.	October 1996 – November 2000
Berthel, Fisher & Co. Financial Services, Inc.	January 1996 – October 1996
Commonwealth Equity Services, Inc.	August 1995 – December 1995
Pruco Securities Corporation	August 1993 – September 1994

Registration History

Goodland has been registered as a General Securities Representative (Series 7) since January 1997. He also passed the Investment Company and Variable Contracts Products Representative Examination (Series 6) in August 1993, the Uniform Securities Agent State Law Examination (Series 63) in August 1993, the NASAA Investment Advisor Law Examination (Series 65) in September 1997, the General Securities Principal Examination (Series 24) in December 2001, and the Future Managed Funds Examination in December 2005.¹¹

⁹ See email from McKeown to Lee-Stepney dated January 14, 2016 (attached as Exhibit 4).

¹⁰ See CRD Snapshot and Legacy Employment History for James D. Goodland (attached as Exhibit 5).

¹¹ *Id.*

Regulatory History

Customer Complaint

Goodland has been the subject of one arbitration claim, which was filed in 2013. The claimant sought \$453,988.56 in compensatory damages, alleging unsuitability, misrepresentation and failure to supervise by Goodland, while employed by Cambridge Investment Research, Inc. The claim was settled for \$250,000, with Goodland contributing \$7,500.¹²

Other than the SEC Order that gave rise to Goodland's statutory disqualification and the above-mentioned customer arbitration, Member Regulation is unaware of any other disciplinary or regulatory actions brought against Goodland.

Outside Business Activities

Goodland lists his outside business activities ("OBA") as follows:¹³

- Independent insurance agent for various independent insurance companies;
- Since July 2007, President, Owner and Operator of GHLR, LLC, which houses the main office of Securus Wealth Management, LLC in its two office condominiums; and
- IAR of Spire Wealth Management, engaged in investment advisory activities and financial planning.¹⁴

Background Information of Spire Securities

Spire Securities is based in Reston, Virginia, and has been a FINRA member since October 3, 2007. The Firm has 15 branch offices and one Office of Supervisory Jurisdiction ("OSJ"). The Firm employs approximately 74 registered representatives, 8 registered principals and 12 employees.¹⁵

¹² See CRD Legacy Disclosure Occurrence Details – Occurrence # 1684560 (attached as Exhibit 6).

¹³ See statement of Goodland's OBA listed in his CRD (attached as Exhibit 7).

¹⁴ See email from McKeown to Lee-Stepney dated January 14, 2016 (attached as Exhibit 8).

¹⁵ See Exhibit 1 at p. 258.

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Proposed Primary Supervisor – Steven C. Donald (CRD# 869143)

The Firm proposes that Goodland will be supervised remotely by Steven C. Donald (“Donald”), a General Principal.¹⁶ Donald is a Relationship Manager at Spire Securities, and in that role he supervises 14 producing registered representatives.¹⁷ Donald has been employed with Spire Securities since August 2007; he works in the Firm’s home office in Reston, Virginia.

Donald passed the General Securities Representative Examination (Series 7) in July 1979. He also passed the Registered Options Principal Examination (Series 4) in July 1979, the General Securities Principal (Series 24) in May 1986, the Uniform Securities Agent State Law Exam (Series 63) in October 1986, the Municipal Securities Principal Examination (Series 53) in August 1988, the Uniform Investor Adviser Law Examination (Series 65) in November 1996 and the National Commodities Futures Examination (Series 3) in July 2008.¹⁸

Donald has been associated with the following firms during the following periods:

<u>Employer</u>	<u>Period of Employment</u>
Spire Securities	August 2007 – Present
Aegis Capital	May 2007 – August 2007
Linsco/Private Ledger Corp.	November 2003 – May 2005
Riggs Securities, Inc.	March 2002 – November 2003
Voss & Co.	February 1996 – March 2002
First Union Brokerage Services, Inc.	January 1996 – February 1996
First Fidelity Brokers, Inc.	November 1994 – January 1996
Baltimore Bancorp Investment Services, Inc.	December 1985 – December 1994
Johnston, Lemon & Co., Inc.	March 1981 – May 1984
Laidlaw, Martin & Moysey, Inc.	July 1979 – March 1981

Member Regulation is unaware of any regulatory actions brought against Donald.

¹⁶ See CRD Snapshot for Steven C. Donald (attached as Exhibit 9).

¹⁷ See email from McKeown to Lee-Stepney dated April 25, 2016 (attached as Exhibit 10).

¹⁸ He requalified for the Series 3 in September 2015.

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Proposed Alternate Supervisor – Neetul Sharma (CRD # 5858452)

In the event that Donald is out of the office, Goodland will be supervised by Neetul Sharma (“Sharma”). Sharma also works from the home office in Reston, Virginia. He has been registered as a General Securities Principal (Series 24) since April 2014.¹⁹

In addition, Sharma passed the General Securities Representative Examination (Series 7) in December 2010²⁰, the National Commodities Futures Examination (Series 3) in July 2011²¹, the Uniform Combined State Law Examination (Series 66) in February 2011, the Retail Off-Exchange Forex Examination (Series 34) in July 2011, the Uniform Securities Agent State Law Exam (Series 63) in April 2014, the Municipal Securities Representative Examination (Series 52) in September 2015.

Sharma has been associated with the following firms, during the following periods:

<u>Employer</u>	<u>Period of Employment</u>
Spire Securities	July 2015 – Present
J.P. Morgan Institutional Investments, Inc.	March 2014 – March 2015
AXA Advisors	October 2010 – February 2011

Member Regulation is unaware of any regulatory actions brought against Sharma.

Basis for FINRA’s Filing of the 19h-1 Notification

SEA Rule 19h-1(a)(3)(iv)(A)&(B) reads, in part:

A notice need not be filed with the Commission pursuant to this rule if . . .

(iv) The disqualification previously – (A) was a basis for the institution of an administrative proceeding pursuant to a provision of the federal securities laws, and (B) was considered by the Commission in determining a sanction against such person in the proceeding; and the Commission concluded in such proceeding that it would not restrict or limit the future securities activities of such person in the capacity now proposed or, if it imposed any such restrictions or limitations for a specified time period, such time period has elapsed[.]

¹⁹ See CRD Snapshot for Neetul K. Sharma (attached as Exhibit 11).

²⁰ He requalified for the Series 7 in April 2014.

²¹ He requalified for the Series 3 in June 2015.

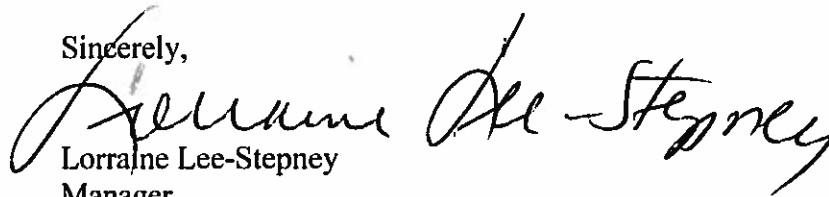
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It is appropriate for FINRA to file this notification pursuant to SEA Rule 19h-1(a)(3)(iv)(A)&(B), because this Application meets all applicable conditions of this rule. Goodland's disqualification was previously the basis for the institution of an administrative proceeding, and this proceeding did not restrict or limit his future securities activities as a General Securities Representative; rather, it limited his ability to act in a supervisory or compliance capacity with any broker, dealer, investment adviser, municipal securities dealer, municipal advisor, transfer agent or nationally recognized statistical rating organization.²²

Spire represents that Goodland will not be working in a prohibited capacity, and FINRA knows of no other conduct or other circumstances that would cause Goodland's association with Spire as a General Securities Representative to be inconsistent with the public interest or the protection of investors. FINRA therefore believes that this form of notification, to the Commission, is appropriate.

Spire Securities is not a member of any other self-regulatory organization.

Sincerely,



Lorraine Lee-Stepney
Manager
Statutory Disqualification Program

Enclosures

cc: Sue McKeown (Via Electronic Mail)
Chief Compliance Officer
Spire Investment Partners, LLC

Robert C. Cushmac (Via Electronic Mail)
Special Counsel
Division of Trading and Markets
U.S. Securities and Exchange Commission

Daniel M. Sibears (Via Electronic Mail)
Executive Vice President
Regulatory Operations, Shared Services
FINRA

²² See Exhibit 2.

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Ann-Marie Mason
Vice President & Counsel
Regulatory Operations, Shared Services
FINRA

(Via Electronic Mail)

Dana Pisanelli
Counsel
Regulatory Operations, Shared Services
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(Via Electronic Mail)

Andrew Love
Counsel
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(Via Electronic Mail & w/out
Exhibits)

AnnMarie McGarrigle
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(Via Electronic Mail & w/out
Exhibits)

Matthew Kifolo
Principal Regulatory Coordinator
Philadelphia District Office
FINRA

(Via Electronic Mail & w/out
Exhibits)

Cathy Williams
Regulatory Analyst
Registration and Disclosure
FINRA

(Via Electronic Mail & w/out
Exhibits)

Exhibits

1. MC-400 Application (and related attachments) filed by Spire Securities, LLC on October 28, 2015.
2. In the Matter of James Goodland and Securus Wealth Management, LLC, (September 30, 2015).
3. Email from Sue McKeown, Chief Compliance Officer, Spire Investment Partners, LLC to Lorraine Lee-Stepney of FINRA, dated December 16, 2015
4. Email from Sue McKeown, of Spire Investment Partners, LLC, to Lorraine Lee-Stepney of FINRA, dated January 14, 2016.
5. CRD Snapshot and Legacy Employment History for James D. Goodland.
6. CRD Legacy Disclosure Occurrence Details – Occurrence # 1684560.
7. Goodland's OBA from the records of CRD.
8. Email from Sue McKeown, of Spire Investment Partners, LLC to Lorraine Lee of FINRA, dated January 14, 2016.
9. CRD Snapshot for Steven C. Donald.
10. Email from McKeown to Lee-Stepney dated April 25, 2016.
11. CRD Snapshot for Neetul K. Sharma.