



VIA ELECTRONIC MAIL

July 9, 2009

Marcia E. Asquith
Office of the Corporate Secretary
Financial Industry Regulatory Authority
1735 K Street, NW
Washington, DC 20006-1506

Re: Comment Letter - Regulatory Notice 09-29, Proposed FINRA Rule Addressing the Circulation of Rumors

Dear Ms. Asquith:

National Planning Holdings, Inc. ("NPH") offers this comment letter on behalf of its subsidiary, Financial Industry Regulatory Authority (FINRA) member firms:

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| ▪ INVEST Financial Corporation (IFC) | CRD – 12984 |
| ▪ Investment Centers of America, Inc. (ICA) | CRD – 16443 |
| ▪ National Planning Corporation (NPC) | CRD – 29604 |
| ▪ SII Investments, Inc. (SII) | CRD – 2225 |

The four NPH Broker-Dealers have over 3,300 Registered Representatives offering investment services to clients in all domestic jurisdictions. We appreciate the opportunity to submit comments on the issues raised in Regulatory Notice 09-29 regarding the amended proposal to create Rule 2030 addressing the circulation of rumors

We appreciate the amendments FINRA is proposing in relation to its previous version of Rule 2030, which was outlined in regulatory notice 08-68. It is clear FINRA has an understanding for the majority of concerns raised by the member firm community during the initial comment period. However, we offer the following comments related to FINRA's latest proposal in relation to proposed Rule 2030.

Rule 2030 Supplementary Material .04 - Written Policies and Procedures

Supplementary Material .04 of proposed Rule 2030, related to written policies and procedures states the following:

Members must maintain adequate written policies and supervisory procedures reasonably designed to identify and address the circulation of rumors. Members must also develop and document appropriate training policies and programs reasonably designed to ensure that associated persons of the member comply with their responsibilities and obligations surrounding the origination and circulation of rumors. Members must clearly identify who is responsible for issuing guidance when responding to rumors, including pertinent escalation procedures, and reporting obligations.

Comments:

For a number of years, FINRA (and its predecessor NASD) emphasized a “risk-based” approach to development of compliance policies and procedures. We feel that the proposed rule should allow for a risk-based approach in addressing the circulation of rumors by member firms, based upon the overall relevance of this issue in regard to the firm’s business model and structure.

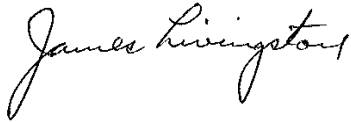
Many firms conduct the vast majority of their business in packaged products, being mutual funds, annuities, UITs, and similar products that are not publicly traded. The rule would require these firms to emphasize procedures on circulation of rumors, which has little impact upon the firms.

For similar reasons, we do not feel a mandatory requirement related to training is warranted. The requirement to fulfill a formal training program in relation to the circulation of rumors would be costly related to time and resources, and more importantly has the potential to dilute other existing training programs that serve a much greater role in most member firms training platforms.

We specifically request that the rule be amended to take a risk-based approach, allowing firms to assess the need for specific training, and that FINRA specifically recognize that the policies and procedures adopted by firms will be based upon their risk assessment relative to this issue.

In summary, the NPH Broker-Dealers reiterate their support of FINRA’s Rulebook consolidation process. We have great appreciation for the time and effort involved in such an enormous undertaking and believe that member input into the process is critically important. However, we respectfully request that FINRA consider the issues we have outlined related to proposed Rule 2030, which may have unintended consequences to the member firm community.

Sincerely,

A handwritten signature in cursive script that reads "James Livingston".

James Livingston
President/Chief Executive Officer
National Planning Holdings, Inc.