

Election Notice

Notice of SFAB Election and Ballots

Executive Summary

The purpose of this *Notice* is to distribute to eligible FINRA small firm members¹ the ballots to elect two regional members of the Small Firm Advisory Board (SFAB). Two seats on the SFAB are up for election, the North and the West Region seats.

FINRA small firms in the North and West Regions as of the close of business on October 22, 2009, are eligible to vote in this election. Eligible FINRA small firms can vote for one candidate running for the SFAB seat representing the region to which they are assigned in the Central Registration Depository. Firms are urged to vote in the election of SFAB members.

Ballots are due on Friday, November 20, 2009, and the newly elected SFAB members will take office in January 2010. Attachment A lists the candidates certified by the Corporate Secretary of FINRA as satisfying requirements for each regional SFAB seat. Information about each candidate is available at www.finra.org/sfab/candidateprofiles.

Questions regarding this *Election Notice* may be directed to:

- Marcia E. Asquith, Senior Vice President and Corporate Secretary, at (202) 728-8949;
- T. Grant Callery, Executive Vice President and General Counsel, at (202) 728-8285; or
- Chip Jones, Senior Vice President, Member Relations, at (240) 386-4797.

SFAB Election

The SFAB comprises ten members consisting of:

- five regional members elected by small firms in the five regions (one from each region); and
- five at-large members appointed by FINRA.

October 23, 2009

Suggested Routing

- Executive Representatives
- Senior Management

Additionally, the Small Firm Governors² of the FINRA Board serve as ex-officio members of the SFAB.

The five regional members represent the following geographic areas:

- Midwest Region:** Illinois, Indiana, Iowa, Kansas, Kentucky, Michigan, Minnesota, Missouri, Nebraska, North Dakota, Ohio, South Dakota and Wisconsin (Districts 4 and 8)
- New York Region:** New York (the counties of Nassau and Suffolk, and the five boroughs of New York City) (District 10)
- North Region:** Connecticut, Delaware, the District of Columbia, Maine, Maryland, Massachusetts, New Hampshire, New Jersey, New York (except for the counties of Nassau and Suffolk, and the five boroughs of New York City), Pennsylvania, Rhode Island, Vermont, Virginia and West Virginia (Districts 9 and 11)
- South Region:** Alabama, Arkansas, Florida, Georgia, Louisiana, Mississippi, North Carolina, Oklahoma, South Carolina, Tennessee, Texas, the Canal Zone, Puerto Rico and the Virgin Islands (Districts 5, 6 and 7)
- West Region:** Alaska, Arizona, California, Colorado, Hawaii, Idaho, Montana, Nevada, New Mexico, Oregon, Utah, Washington, Wyoming and the former U.S. Trust Territories (Districts 1, 2 and 3)

As mentioned above, the North and West Region seats are currently up for election.

Candidate Eligibility

Any senior member of a small firm whose primary place of business and whose firm has its main office (as indicated in FINRA records) in the North or West region was eligible to have his or her name placed on the SFAB ballot for that region. Senior members of firms include owners, FINOPs, chief executive officers, presidents, chief compliance officers, chief operating officers or individuals of comparable status.

SFAB members must also continue to meet their qualifications for election at all times during their terms of office.

Attachment A lists the candidates certified by the Corporate Secretary of FINRA as satisfying requirements for each regional SFAB seat. Information about each candidate is available at www.finra.org/sfab/candidateprofiles.

Terms of SFAB Members

The successful candidate will be the individual who receives the most votes in his or her region. Each successful candidate will be elected to serve a three-year term.

The term of an SFAB member shall terminate immediately upon a determination by the SFAB, by a majority vote of the remaining members, that the member no longer satisfies the eligibility criteria. Additionally, the FINRA Board may remove from the SFAB a member who is unable or fails to discharge the member's duties or violates SFAB policies.

Once an individual has completed a full three-year elected term on the SFAB, he or she is ineligible to run for reelection to the SFAB for another three years.³

Voting Eligibility

As mentioned above, eligible FINRA small firms can vote for a candidate running for the SFAB seat representing the region to which they are assigned in the Central Registration Depository.

Ballots have been mailed, along with a copy of this *Notice*, to the executive representatives of small firm members in the North and West Regions to elect the two regional members of the SFAB. Firms may vote for only one candidate listed on the ballot.

Voting Methods

Firms will be able to vote by telephone, the Internet or by U.S. mail. The ballot sent to eligible small firms contains detailed instructions on the submission procedures.

It is important that all eligible member firms vote. Ballots are due on Friday, November 20, 2009.

Endnotes

- 1 A small firm is defined as a member firm that employs at least one and no more than 150 registered persons. *See* Article I (vv) of the FINRA By-Laws.
- 2 A Small Firm Governor is defined as a member of the FINRA Board elected by small firm members. In order to be eligible to serve, a Small Firm Governor must be registered with a member firm that is a small firm and must be an Industry Governor. *See* Article I (xx) of the FINRA By-Laws.
- 3 The composition of the SFAB was revised in 2008 and, in order to maintain continuity on the SFAB, FINRA phased in three-year terms. The individuals currently seated as the North Region and West Region SFAB Representatives were elected to two-year terms in 2008 and, therefore, were eligible for re-election.

Attachment A: SFAB Candidates for North and West Region Seats

North Region Candidates

Michael C. Braun	Moors & Cabot, Inc. Chief Operating Officer-Chief Financial Officer
W. Dean Karrash	Burke, Lawton, Brewer & Burke, LLC Sr. Executive V. P., Chief Financial Officer & Chief Compliance Officer
John D. Lane	Lane Capital Markets CEO, Founder, President
Tina Blakeley Maloney	Winslow, Evans & Crocker, Inc. Chairman/Financial Operations and Compliance
Tommasina Anne Olson	LifeVest Financial, Inc. President/Chief Compliance Officer

West Region Candidates

Cynthia Aragon	FAT Securities, LLC Chief Compliance Officer
Gerard P. Gloisten	GBS Financial Corp. President
Daniel W. Roberts	Roberts & Ryan Investments Inc. President and CEO
Doug Schrinier	Harrison Douglas, Inc. President