

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER, AND CONSENT
NO. 2021069377402**

TO: Department of Enforcement
Financial Industry Regulatory Authority (FINRA)

RE: Investments for You, Inc. (Respondent)
Member Firm
CRD No. 29257

Pursuant to FINRA Rule 9216, Respondent Investments for You, Inc. submits this Letter of Acceptance, Waiver, and Consent (AWC) for the purpose of proposing a settlement of the alleged rule violations described below. This AWC is submitted on the condition that, if accepted, FINRA will not bring any future actions against Respondent alleging violations based on the same factual findings described in this AWC.

I.

ACCEPTANCE AND CONSENT

- A. Respondent accepts and consents to the following findings by FINRA without admitting or denying them:

BACKGROUND

Investments for You has been a FINRA member since 1992. The firm, which is located in Marysville, Ohio, has seven registered representatives. Investments for You is a limited broker-dealer, selling products on an application-way basis to retail investors.¹

OVERVIEW

From June 30, 2020, to September 11, 2024, Investments for You failed to establish and maintain written policies and procedures, and a supervisory system, reasonably designed to achieve compliance with Securities Exchange Act of 1934 Rule 15c-1 (Regulation Best Interest or Reg BI). As a result, the firm willfully violated Exchange Act Rule 15c-1(a)(1) and violated FINRA Rules 3110 and 2010.

From June 30, 2020, to September 11, 2024, Investments for You also failed to establish and maintain a supervisory system, including written supervisory procedures (WSPs), reasonably designed to achieve compliance with its Exchange Act Rule 17a-14 obligations to file, deliver, and update its customer relationship summary (Form CRS). Investments for You therefore violated FINRA Rules 3110 and 2010.

¹ For more information about the firm, including prior regulatory events, visit BrokerCheck® at www.finra.org/brokercheck.

Additionally, from August 27, 2020, to July 6, 2022, Investments for You falsely responded “No” to the Form CRS question concerning legal or disciplinary history. The firm was required to respond “Yes,” because both the firm and its Chief Executive Officer had prior disciplinary history. As a result, Investments for You willfully violated Section 17(a)(1) of the Exchange Act and Exchange Act Rule 17a-14, and violated FINRA Rule 2010.

Finally, from May 22, 2024, to September 12, 2024, Investments for You failed to timely respond to two requests for documents and information made pursuant to FINRA Rule 8210. The firm did not respond to either request until after FINRA suspended its membership pursuant to FINRA Rule 9552, based on the firm’s failure to provide the documents and information sought in the two requests. As a result, Investments for You violated FINRA Rules 8210 and 2010.

FACTS AND VIOLATIVE CONDUCT

This matter originated from a FINRA firm examination of Investments for You.

A. Investments for You failed to establish and maintain written policies and procedures, and a supervisory system, reasonably designed to comply with Regulation Best Interest.

As of June 30, 2020, broker-dealers and their associated persons are required to comply with Regulation BI under the Securities Exchange Act of 1934. Rule 15c-1(a)(1) of Reg BI requires a broker, dealer, or a natural person associated with a broker or dealer, when making a recommendation of any securities transaction or investment strategy involving securities (including account recommendations) to a retail customer, to act in the best interest of that retail customer at the time the recommendation is made, without placing the financial or other interest of the broker, dealer, or associated person ahead of the interest of the retail customer. Reg BI’s Compliance Obligation, set forth at Exchange Act Rule 15c-1(a)(2)(iv), requires a broker-dealer to establish, maintain, and enforce written policies and procedures reasonably designed to achieve compliance with Reg BI. Reg BI’s Adopting Release provides that broker-dealers should consider the nature of that firm’s operations and how to design such policies and procedures to prevent violations from occurring, detect violations that have occurred, and to correct promptly any violations that have occurred.

FINRA Rule 3110 requires member firms to establish, maintain, and enforce a supervisory system, including written procedures, to supervise the activities of each associated person that is reasonably designed to achieve compliance with applicable securities laws, regulations, and FINRA rules.

Violations of Reg BI or FINRA Rule 3110 are also violations of FINRA Rule 2010, which requires member firms to observe high standards of commercial honor and just and equitable principles of trade in the conduct of their business.

Since June 30, 2020, Investments for You has recommended securities to retail investors. Nonetheless, from June 30, 2020, through September 11, 2024, Investments for You failed, despite receiving notices from FINRA, to establish and maintain written policies and procedures reasonably designed to achieve compliance with Reg BI. In connection with FINRA's firm examinations of Investments for You, FINRA advised the firm in April 2021, and then again in May 2022, that the firm was required to implement written policies and procedures relating to Reg BI. Nonetheless, the firm failed to establish and maintain any such policies or procedures until September 12, 2024.

During the same period, the firm also failed—despite the notices from FINRA—to establish, maintain, and enforce a supervisory system, including WSPs, reasonably designed to achieve compliance with Reg BI. Until September 12, 2024, the firm had no system, including WSPs, to supervise for compliance with Reg BI.

Therefore, Investments for You willfully violated Exchange Act Rule 15c-1(a)(1) and violated FINRA Rules 3110 and 2010.

B. Investments for You failed to establish a supervisory system, including WSPs, reasonably designed to comply with its Form CRS obligations.

On June 5, 2019, the Securities and Exchange Commission (SEC) adopted Form CRS and rules creating new requirements—which include requirements to file, deliver, and update the Form CRS—for SEC-registered broker-dealers offering services to a retail investor. The compliance date for Form CRS was June 30, 2020.

Form CRS provides customers with information about the types of services the firm offers; the fees, costs, conflicts of interest, and required standard of conduct associated with those services; whether the firm and its investment professionals have reportable legal or disciplinary history; and how to get more information about the firm.

Form CRS also includes required “conversation starters” to help begin a discussion with a broker-dealer about the relationship, including their services, fees, costs, conflicts, and disciplinary information.

Section 17(a)(1) of the Securities Exchange Act of 1934 requires registered broker-dealers to make and keep for prescribed periods such records, furnish such copies thereof, and make and disseminate such reports as the Commission deems “necessary or appropriate in the public interest, for the protection of investors or otherwise in furtherance of the purposes of” the Exchange Act. Exchange Act Rule 17a-14—titled “Form CRS, for preparation, filing and delivery of Form CRS”—requires broker-dealers offering services to a retail investor to prepare a Form CRS in accordance with the instructions in Form CRS, and to comply with requirements related to filing, amending, delivering, and posting the Form CRS to the firm's public website.

A violation of Exchange Act § 17(a)(1) and Exchange Act Rule 17a-14 also is a violation of FINRA Rule 2010.

From June 30, 2020, through September 11, 2024, Investments for You failed to establish and maintain a supervisory system, including WSPs, reasonably designed to achieve compliance with its Form CRS obligations. FINRA advised the firm in April 2021 and May 2022 that it was required to implement a supervisory system, including WSPs, relating to Form CRS. Nonetheless, the firm failed until September 12, 2024, to establish and maintain any such system or WSPs.

Accordingly, Investments for You violated FINRA Rules 3110 and 2010.

C. Investments for You falsely responded to the Form CRS question concerning legal or disciplinary history.

Form CRS contains the heading, “Do you or your financial professionals have legal or disciplinary history?” The instructions to Form CRS state that a firm must respond “Yes” if it or any of its financial professionals discloses, or is required to disclose, legal or disciplinary history on specified regulatory disclosure forms, such as Forms BD, U4, U5, and U6.² Legal or disciplinary history that is required to be disclosed on those forms includes criminal history, regulatory actions, civil judicial actions, and specified financial events (*e.g.*, bankruptcies, judgments, and liens).

Investments for You falsely responded “No” to the question concerning legal or disciplinary history on the Form CRS that it filed on August 27, 2020, even though the firm and its Chief Executive Officer in fact had prior disciplinary history. Before filing its Form CRS, Investments for You had disclosed on its Form BD a 1999 disciplinary action for conducting a securities business while the firm was not maintaining its minimum net capital, and for violating certain continuing education requirements. In addition, Forms U4 and U6 filings for the firm’s Chief Executive Officer disclosed the same 1999 disciplinary action, in which he also was a respondent. All of those filings, and the disclosures contained in the filings, were reflected in FINRA’s Central Registration Depository (CRD) and in BrokerCheck®, and were made by or were available to the firm. Despite having disclosed a disciplinary action on its Form BD—and despite its knowledge of its Chief Executive Officer’s disciplinary history—Investments for You failed to respond “Yes” to the Form CRS question concerning legal or disciplinary history.

Investments for You did not update its Form CRS to accurately respond “Yes” to the question concerning legal or disciplinary history until July 7, 2022. The firm failed to

² These forms are submitted to the Central Registration Depository by member firms or regulators. Broker-dealers file Form BD (Uniform Application for Broker-Dealer Regulation) to become registered with the U.S. Securities and Exchange Commission, FINRA, other self-regulatory organizations, and jurisdictions (*e.g.*, U.S. states and territories); Form U4 (Uniform Application for Securities Industry Registration or Transfer) is used to elicit employment history, disciplinary, and other information about individuals, to register them with FINRA, other self-regulatory organizations, or jurisdictions; Form U5 (Uniform Termination Notice for Securities Industry Registration) is used to terminate individuals’ registrations with FINRA, other self-regulatory organizations, or jurisdictions, and to elicit details regarding the reasons for termination; and Form U6 (Uniform Disciplinary Action Reporting Form) is used by regulators to report disclosure events and disciplinary actions against individuals and organizations, and to report final FINRA arbitration awards against broker-dealers and associated persons.

update its Form CRS even though FINRA had advised it in April 2021 that its response to the question concerning legal or disciplinary history was inaccurate.

Therefore, Investments for You willfully violated Exchange Act § 17(a)(1) and Exchange Act Rule 17a-14, and violated FINRA Rule 2010.

D. Investments for You failed to timely respond to two FINRA Rule 8210 requests for documents and information.

FINRA Rule 8210(a) states, in relevant part, that FINRA may require a member “to provide information orally, in writing, or electronically” and that FINRA may “inspect and copy the books, records, and accounts of such member . . . with respect to any matter involved in [a FINRA] investigation [or] examination.” FINRA Rule 8210(c) further states that “[n]o member . . . shall fail to provide information . . . or to permit an inspection and copying of books, records, or accounts pursuant to this Rule.” Failing to timely provide information and documents in response to a FINRA Rule 8210 request violates FINRA Rules 8210 and 2010.

For nearly four months—from May 22, 2024, to September 12, 2024—Investments for You failed to provide any information or documents responsive to two request letters that FINRA issued pursuant to FINRA Rule 8210. FINRA issued the first request letter on May 15, 2024. That request letter sought documents and information related to the firm’s adoption of procedures addressing Regulation Best Interest and Form CRS, and required a response by May 22, 2024. When Investments for You did not respond to the first request letter, FINRA issued a second request letter on May 23, 2024. The second request letter required a response by May 30, 2024, and sought the same documents and information requested in the first request letter. Investments for You failed to respond to the second request letter by May 30, 2024.

Due to these failures to respond, on July 2, 2024, FINRA issued to the firm a Notice of Suspension pursuant to FINRA Rule 9552, advising that FINRA would suspend the firm’s membership on July 26, 2024, unless the firm complied with the outstanding FINRA Rule 8210 request letters or requested a hearing before the suspension date. Because Investments for You neither responded to the outstanding request letters nor requested a hearing, on July 26, 2024, FINRA suspended the firm’s membership and advised that the firm would be expelled from membership on October 7, 2024, if it failed to request termination of the suspension. Investments for You provided the requested documents and information on September 13, 2024—nearly two months after FINRA suspended the firm, and nearly four months after FINRA first requested the documents and information pursuant to FINRA Rule 8210.³

Therefore, Investments for You violated FINRA Rules 8210 and 2010.

³ FINRA terminated the firm’s suspension on September 30, 2024.

B. Respondent also consents to the imposition of the following sanctions:

- a censure and
- a \$25,000 fine.⁴

Respondent agrees to pay the monetary sanction upon notice that this AWC has been accepted and that such payment is due and payable. Respondent has submitted an Election of Payment form showing the method by which it proposes to pay the fine imposed.

Respondent specifically and voluntarily waives any right to claim an inability to pay, now or at any time after the execution of this AWC, the monetary sanction imposed in this matter.

Respondent understands that this settlement includes a finding that it willfully violated Section 17(a)(1) of the Securities Exchange Act of 1934, and Exchange Act Rules 15c-1(a)(1) and 17a-14, and that under Article III, Section 4 of FINRA's By-Laws, this makes Respondent subject to a statutory disqualification with respect to membership.

The sanctions imposed in this AWC shall be effective on a date set by FINRA.

II.

WAIVER OF PROCEDURAL RIGHTS

Respondent specifically and voluntarily waives the following rights granted under FINRA's Code of Procedure:

- A. To have a complaint issued specifying the allegations against it;
- B. To be notified of the complaint and have the opportunity to answer the allegations in writing;
- C. To defend against the allegations in a disciplinary hearing before a hearing panel, to have a written record of the hearing made, and to have a written decision issued; and
- D. To appeal any such decision to the National Adjudicatory Council (NAC) and then to the U.S. Securities and Exchange Commission and a U.S. Court of Appeals.

Further, Respondent specifically and voluntarily waives any right to claim bias or prejudgment of the Chief Legal Officer, the NAC, or any member of the NAC, in connection with such

⁴ Pursuant to the General Principles Applicable to all Sanction Determinations contained in FINRA's *Sanction Guidelines*, FINRA imposed a lower fine in this case after it considered, among other things, Respondent's revenues and financial resources.

person's or body's participation in discussions regarding the terms and conditions of this AWC, or other consideration of this AWC, including its acceptance or rejection.

Respondent further specifically and voluntarily waives any right to claim that a person violated the ex parte prohibitions of FINRA Rule 9143 or the separation of functions prohibitions of FINRA Rule 9144, in connection with such person's or body's participation in discussions regarding the terms and conditions of this AWC, or other consideration of this AWC, including its acceptance or rejection.

III.

OTHER MATTERS

Respondent understands that:

- A. Submission of this AWC is voluntary and will not resolve this matter unless and until it has been reviewed and accepted by the NAC, a Review Subcommittee of the NAC, or the Office of Disciplinary Affairs (ODA), pursuant to FINRA Rule 9216;
- B. If this AWC is not accepted, its submission will not be used as evidence to prove any of the allegations against Respondent; and
- C. If accepted:
 - 1. this AWC will become part of Respondent's permanent disciplinary record and may be considered in any future action brought by FINRA or any other regulator against Respondent;
 - 2. this AWC will be made available through FINRA's public disclosure program in accordance with FINRA Rule 8313;
 - 3. FINRA may make a public announcement concerning this agreement and its subject matter in accordance with FINRA Rule 8313; and
 - 4. Respondent may not take any action or make or permit to be made any public statement, including in regulatory filings or otherwise, denying, directly or indirectly, any finding in this AWC or create the impression that the AWC is without factual basis. Respondent may not take any position in any proceeding brought by or on behalf of FINRA, or to which FINRA is a party, that is inconsistent with any part of this AWC. Nothing in this provision affects Respondent's right to take legal or factual positions in litigation or other legal proceedings in which FINRA is not a party. Nothing in this provision affects Respondent's testimonial obligations in any litigation or other legal proceedings.

- D. Respondent may attach a corrective action statement to this AWC that is a statement of demonstrable corrective steps taken to prevent future misconduct. Respondent understands that it may not deny the charges or make any statement that is inconsistent with the AWC in this statement. This statement does not constitute factual or legal findings by FINRA, nor does it reflect the views of FINRA.

The undersigned, on behalf of Respondent, certifies that a person duly authorized to act on Respondent's behalf has read and understands all of the provisions of this AWC and has been given a full opportunity to ask questions about it; that Respondent has agreed to the AWC's provisions voluntarily; and that no offer, threat, inducement, or promise of any kind, other than the terms set forth in this AWC and the prospect of avoiding the issuance of a complaint, has been made to induce Respondent to submit this AWC.

12-10-2024
Date

Max C. Bingman
Investments for You, Inc.
Respondent

Print Name: Max C Bingman
Title: President

Accepted by FINRA:

January 8, 2025
Date

Signed on behalf of the
Director of ODA, by delegated authority

Rebecca Segrest
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Senior Counsel
FINRA
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