

**COMMONWEALTH OF MASSACHUSETTS  
OFFICE OF THE SECRETARY OF THE COMMONWEALTH  
SECURITIES DIVISION  
ONE ASHBURTON PLACE, ROOM 1701  
BOSTON, MASSACHUSETTS 02108**

	)	
IN THE MATTER OF:	)	
	)	
ALAN P. SIEGEL and	)	
G.A. REPPLE & COMPANY,	)	
	)	
RESPONDENTS.	)	Docket No. E-2018-0003
	)	

**ADMINISTRATIVE COMPLAINT**

**I. PRELIMINARY STATEMENT**

The Enforcement Section of the Massachusetts Securities Division of the Office of the Secretary of the Commonwealth (the “Enforcement Section” and the “Division,” respectively) files this Administrative Complaint (the “Complaint”) to commence an adjudicatory proceeding against Respondents Alan P. Siegel and G.A. Repple & Company (together, “Respondents,” otherwise, “Siegel” and “G.A. Repple”) for violations of MASS. GEN. LAWS ch. 110A, the Massachusetts Uniform Securities Act (the “Act”), and the regulations promulgated thereunder at 950 MASS. CODE REGS. 10.00 – 14.413 (the “Regulations”). The Enforcement Section alleges that Respondents engaged in acts and practices in violation of Section 204 of the Act and Regulations.

The Enforcement Section seeks an order: 1) finding as fact the allegations set forth below; 2) finding that all the sanctions and remedies detailed herein are in the public interest and necessary for the protection of Massachusetts investors; 3) requiring Respondents to permanently cease and desist from further conduct in violation of the Act and the Regulations in the Commonwealth; 4) censuring Respondents; 5) imposing an

administrative fine on Respondents in such amount and upon such terms and conditions as the Director or Presiding Officer may determine; and 6) taking any such further action which may be necessary or appropriate in the public interest for the protection of Massachusetts investors.

## **II. SUMMARY**

In Massachusetts, broker-dealers and their agents are required to observe high standards of commercial honor and just and equitable principles in the conduct of their business. G.A. Repple and Siegel failed to live up to these standards when the firm permitted Siegel to post and display false statements to Siegel's website, siegelfinancial.com (the "Website"), for a period of almost seven years.

Siegel, of North Easton, Massachusetts is a dually registered investment adviser representative and broker-dealer agent of G.A. Repple. Siegel has been registered in the securities industry since 1992 and offers investment management and financial planning services through Alan Siegel Financial Services. G.A. Repple serves as the broker-dealer and investment adviser for Alan Siegel Financial Services and is responsible for supervising Siegel and his investment related activities.

The Website, which Siegel maintains in connection with Alan Siegel Financial Services, is publicly accessible. The Website targets both prospective and existing customers, many of whom are retirees or soon to-be retirees. The homepage of the Website states, "[t]here are several links under ABOUT US that will help you to get to know us, what we do, and what makes us different." These links contain information tailored towards prospective customers who are seeking to learn more about Siegel and Alan Siegel Financial Services. The Website's homepage also states that "[t]here are

several links that will allow you to contact us, request information, [and] access your personal investment account information . . . .” These links target existing customers by providing them with the ability to contact Siegel and access their advisory accounts. Existing customers can easily access their accounts by entering their username and password information on a webpage titled “Portfolio Login.”

From 2011 to 2018, Siegel displayed false information on a section of the Website titled, “Reliability Report.” Despite the title of the webpage, the content displayed was anything but reliable. Siegel selected the title of the webpage and wrote the text featured on the webpage. Siegel created the “Reliability Report” webpage to ensure prospective and existing customers that he never received a complaint while working in the securities industry. Indeed, the “Reliability Report” webpage stated that “Alan has NEVER had a complaint made against him with any of the many companies he represents, any State or Federal Regulatory Agency or any organization or association he is a member of or affiliated with.” Siegel intentionally drew the reader’s attention to the word “never” by writing it in all capital letters and underlining it.

The information displayed on the “Reliability Report” webpage became false in 2011 and remained false until 2018. During this time, Siegel received several customer complaints. Nevertheless, Siegel failed to edit or remove the false content displayed on the “Reliability Report” webpage. The Website’s false content is particularly egregious in light of Siegel’s own knowledge of the customer complaints. Indeed, Siegel personally contributed nearly \$25,000 towards the resolution of two customer complaints. While, anyone viewing the website could have concluded that the content displayed was both

accurate and up-to-date, it was not. Siegel himself even admitted that the statements posted on the “Reliability Report” webpage were misleading.

Siegel’s disclosure history was material information that likely misled prospective and current customers. Prospective customers regularly rely on such information when deciding whether or not to trust an individual to manage their hard-earned money. The false information displayed on the “Reliability Report” webpage could have easily caused such individuals to mistakenly conclude that Siegel had never received a complaint since he entered the securities industry in 1992. Such an assumption could have persuaded prospective customers to invest with Siegel.

Additionally, as an investment adviser representative in the Commonwealth, Siegel owes a fiduciary duty to his existing customers. Siegel failed to live up to the fiduciary standard when he published false statements to the Website. At no time did Siegel attempt to provide his existing customers with accurate and complete information. As a result, Siegel failed to act in the best interest of his existing clients.

G.A. Repple had a duty to reasonably supervise Siegel but its policies and procedures were inadequate to effectively do so. These policies and procedures only require G.A. Repple to review and approve all new and revised content prior to its publication. The policies and procedures do not require G.A. Repple to regularly review such content after its publication. G.A. Repple could have easily taken steps to prevent Siegel from posting false information to the Website. Instead, G.A. Repple simply rubber stamped the “Reliability Report” webpage. There was no indication that G.A. Repple objected to the webpage name “Reliability Report.”

G.A. Repple's failure to meaningfully review the "Reliability Report" webpage during a seven year period is particularly troubling. A minimal amount of effort by G.A. Repple would have revealed that the "Reliability Report" webpage contained inaccurate information. G.A. Repple reviews each representative's website as part of the branch audit process. During the branch audit process, G.A. Repple also identifies whether or not a representative has received any written or verbal complaints. Therefore, to prevent Siegel from posting false information to the "Reliability Report" webpage, G.A. Repple simply needed to ensure that all content posted on the Website was not false as part of its regular review. G.A. Repple failed to take this simple measure, thereby failing to reasonably maintain and enforce its written supervisory policies and procedures.

G.A. Repple was on notice of each customer complaint lodged against Siegel, as evidenced by the disclosure of such complaints on FINRA's Central Registration Depository and BrokerCheck. G.A. Repple knew that in 2011, 2012, and 2015, Siegel received several customer complaints alleging breach of fiduciary duty, unsuitability, and material omissions. In fact, G.A. Repple contributed approximately \$35,000 towards the resolution of these complaints. Despite its knowledge of Siegel's complaint history and its review of his Website, no one at G.A. Repple flagged the "Reliability Report" webpage during G.A. Repple's branch audits in 2011, 2012, 2013, or 2015. Although G.A. Repple indicated that Siegel had received customer complaints on its Branch Office On-Site Inspection Worksheet, G.A. Repple failed to direct Siegel to remove the false statements from his Website. It was not until the Enforcement Section brought the "Reliability Report" webpage to G.A. Repple's attention in 2018 that G.A. Repple flagged the content.

G.A. Repple's supervisory failures permitted Siegel to disseminate false information to prospective and existing customers from 2011 to 2018. By inadequately enforcing its own policies and procedures, G.A. Repple engaged in acts and practices in violation of Massachusetts securities laws. The Enforcement Section takes this action to prevent the further publication of false information to Massachusetts investors.

### **III. JURISDICTION AND AUTHORITY**

1. The Massachusetts Securities Division is a Division of the Office of the Secretary of the Commonwealth with jurisdiction over matters relating to securities as provided for by the Act and Regulations promulgated thereunder. The Act authorizes the Division to regulate: (a) the offers and/or sales of securities; (b) those individuals offering and/or selling securities within the Commonwealth; and (c) those individuals transacting business as broker-dealer agents within the Commonwealth.
2. The Enforcement Section brings this action pursuant to the authority conferred upon the Division by Section 407A of the Act, wherein the Division has the authority to conduct an adjudicatory proceeding to enforce the provisions of the Act.
3. This proceeding is brought in accordance with Section 204 of the Act.
4. The Enforcement Section reserves the right to amend this Complaint and/or bring additional administrative complaints to reflect information developed during the current and ongoing investigation.

#### IV. RELEVANT TIME PERIOD

5. Except as otherwise expressly stated, the conduct described herein occurred during the period of January 1, 2008 to the present (the “Relevant Time Period”).

#### V. RESPONDENTS

6. Alan P. Siegel (“Siegel”) is a natural person with a last known address in North Easton, Massachusetts. Siegel has a Financial Industry Regulatory Authority (“FINRA”) Central Registration Depository (“CRD”) number of 2216936. Siegel has been registered in the securities industry in Massachusetts since 1992. Siegel has been registered as a broker dealer-agent of G.A. Repple & Company since January 9, 2002 and as an investment adviser representative of G.A. Repple & Company since April 20, 2004. According to the FINRA CRD, Siegel has offered financial planning and investment advice through his financial planning firm, Alan Siegel Financial Services, since 1992.
7. G.A. Repple & Company (“G.A. Repple”) is a Florida corporation with a principal place of business located at 101 Normandy Road, Casselberry, Florida 32707. According to the Florida Division of Corporations, G.A. Repple filed its Articles of Incorporation in 1985. G.A. Repple has a FINRA CRD number of 17486. G.A. Repple has been registered in Massachusetts as a broker-dealer since 1987 and has been notice filed as an investment adviser since 2004.

## **VI. STATEMENT OF FACTS**

### **A. Alan P. Siegel**

8. Siegel is a registered broker-dealer agent and investment adviser representative in the Commonwealth of Massachusetts. Siegel has been registered in the securities industry since 1992.
9. Siegel is also a certified financial planner and a licensed insurance agent in the Commonwealth of Massachusetts. Siegel became a certified financial planner in 2002 and has been a licensed insurance agent since 1991.
10. As a licensed insurance agent, Siegel is authorized to sell variable life and variable annuity products in addition to several other types of insurance.

### **B. Alan Siegel Financial Services**

11. Siegel provides financial planning and investment management services through Alan Siegel Financial Services.
12. Alan Siegel Financial Services is an unregistered entity located in North Easton, Massachusetts.
13. The majority of Siegel's customers at Alan Siegel Financial Services consist of individuals who are either approaching retirement or have recently retired. These individuals typically are in their 40s, 50s and 60s.
14. G.A. Repple serves as the broker-dealer for Alan Siegel Financial Services and all securities offered by the firm are provided through G.A. Repple.
15. G.A. Repple is responsible for supervising Siegel and his activities at Alan Siegel Financial Services.



**C. Siegel Created the Website to Advertise Alan Siegel Financial Services to Prospective and Existing Customers**

16. Siegel maintains a publicly accessible website at [www.siegelfinancial.com](http://www.siegelfinancial.com) (the “Website”) in connection with Alan Siegel Financial Services. Both prospective and existing customers can view the website.
17. Siegel purchased the Website through a third-party marketing firm called Emerald Connect. Emerald Connect specializes in providing marketing and technology tools to financial services professionals.
18. The Emerald Connect website states that it can help financial services professionals create a website that allows them to, “Easily Brand [their] practice and impress clients and prospects.”
19. The Emerald Connect website further states that it can help financial services professionals create a website that allows them to, “[a]ttract referrals and build credibility.”
20. The Website provides prospective and existing customers with information regarding the nature of the advisory services offered by Alan Siegel Financial Services and the compensation received by Siegel in connection with those services.
21. The Website consists of five drop-down menus. The drop-down menus are labeled “About Us,” “Resources,” “Market Watch,” “Request A Quote,” and “Contact Us.”
22. The Website’s homepage informs prospective customers that “[t]here are several links under ABOUT US that will help you get to know us, what we do, and what makes us different.”

23. The Website's homepage also informs existing customers that [t]here are several links that will allow you to contact us, request information, [and] access your personal investment account information . . . ."
24. The "About Us" drop-down menu features a list comprised of the following webpages: "Who We Are," "Our Location," "What We Do," "How We Do It," "What Makes Us Different," "Purpose and Vision," "Guiding Principles," "About Alan Siegel," "Reliability Report," "Featured Links," and "Tell A Friend."
25. The "What We Do" webpage provides prospective customers with a description of the types of advisory services offered by Siegel and a description of the fees and commission that Siegel receives in exchange for these services.
26. The "What We Do" webpage specifically states "Alan works with life, health, disability and long term care insurance. In the area of investments, he works with wealth accumulation, retirement plans, investment management, 401k plans, lump sum rollovers, etc."
27. The "What We Do" webpage further explains that Alan receives compensation through fees and commissions.
28. The "Market Watch" drop-down menu features a list comprised of the following webpages: "Detailed Quotes," "Symbol Lookup," "Multi Quote," "Markets at a Glance," "Charting," and "Portfolios."
29. The "Portfolio Login" webpage allows an existing customer to access her account by entering in her username and password.

**D. Siegel Managed and Created the Content Displayed on the Website**

30. During the Relevant Time Period, Emerald Connect created general content and performed routine maintenance for the Website at the direction of Siegel.
31. Siegel received notifications regarding all new content prior to Emerald Connect posting it to the Website.
32. During the Relevant Time Period, Siegel was responsible for creating personal content for the Website. This personal content included most of the information featured on the Website webpages.
33. Siegel created the personal content for the “Who We Are,” “Our Location,” “What We Do,” “How We Do It,” “What Makes Us Different,” “Purpose and Vision,” “Guiding Principles,” “About Alan Siegel,” “Reliability Report,” “Featured Links,” and “Tell A Friend” webpages.
34. All changes to the publicly available content on the Website are recorded on an Emerald Connect log. The log includes changes made by Siegel, Emerald Connect, and G.A. Repple compliance.

**E. Siegel Engaged in Dishonest Conduct When he Included False Information on the Website**

35. The “Reliability Report” webpage was created on or around January 2008.
36. Siegel personally drafted the content featured on the “Reliability Report” webpage.
37. The purpose of the “Reliability Report” webpage was to describe the qualifications of Siegel by stating that Siegel had never received a complaint during his time in the securities industry.

38. The “Reliability Report” webpage specifically stated:

Alan has NEVER had a complaint made against him with any of the many companies he represents, any State or Federal Regulatory Agency or any organization or association he is a member of or affiliated with.

(Emphasis in original)

**1. Siegel Received Multiple Complaints During the Relevant Time Period**

39. The content featured on the “Reliability Report” webpage was publicly available from January 2008 to April 2018.

40. At least three customers filed complaints against Siegel during the Relevant Time Period.

41. Each of these complaints was posted to FINRA’s Central Registration Depository and BrokerCheck.

42. On December 19, 2011, a Massachusetts resident submitted a complaint to G.A. Repple in connection with Cornerstone Ministries Investments, Inc. corporate bonds. The customer alleged breach of fiduciary duty, unsuitability, and overconcentration in connection with the bonds. The customer also alleged Siegel failed to disclose material information about the bonds. The customer alleged \$50,000 in damages and G.A. Repple ultimately settled the matter for \$20,000.

43. On August 3, 2012, two Massachusetts residents and retirees submitted a written complaint to G.A. Repple. The complaint was in connection with California Baptist Foundation bonds, Church Capital Fund bonds, Orlando Central Community bonds, and Diversified Business Services and Investments, Inc. securities. The customers alleged unsuitability and overconcentration. They also

accused Siegel of material omissions. The customers alleged \$279,000 in damages and G.A. Repple ultimately settled the matter for \$42,500. Siegel personally contributed \$21,250.00 towards the settlement.

44. On September 17, 2015, a Massachusetts resident and retiree submitted a written complaint to G.A. Repple in connection with an Orlando Central Community bond. The customer alleged unsuitability. The customer alleged \$13,863.00 in damages and G.A. Repple ultimately settled the matter for \$6,327.97. Siegel personally contributed \$3,163.99 towards the settlement.

**2. Siegel Failed to Update the Content on the “Reliability Report” Web Page**

45. Siegel knew about each of the complaints made against him during the Relevant Time Period.
46. As mentioned above, Siegel contributed to several of the settlement awards.
47. From January 2008 to April 2018, Siegel failed to delete or otherwise update the content on the “Reliability Report” webpage to reflect the complaints he received.
48. The information posted by Siegel to the “Reliability Report” webpage was false.
49. On April 12, 2018, Siegel testified before the Enforcement Section in connection with this matter.
50. On April 13, 2018, the false content on the “Reliability Report” webpage was removed.

**F. G.A. Repple's Supervisory Failures Permitted Siegel to Post False Information to the Website that Was Accessible to Massachusetts Investors**

51. During the Relevant Time Period, G.A. Repple failed to adhere to its own policies and procedures, which require the firm to review all new and revised Website content prior to its publishing.
52. Although a G.A. Repple registered principal typically reviews and approves web content, anyone at G.A. Repple may review and approve the web content.
53. The exact review and approval process depends on whether a representative uses a third-party marketing firm to maintain his website.
54. If a representative uses a third-party marketing firm, then a G.A. Repple registered principal reviews and approves all new and revised content through a designated compliance portal maintained by the third-party firm. The registered principal can approve, deny, or suggest changes through the portal.
55. If a representative does not use a third-party marketing firm and develops his own content for the site, then a G.A. Repple registered principal can directly review and approve all new and revised content. The registered principal may communicate any suggestions to the representative via email or phone. All submitted content and a record of registered principal approval is saved to a log.
56. Siegel used the third-party marketing firm Emerald Connect.
57. G.A. Repple reviewed and approved all new and revised content for the Website through the Emerald Connect portal.
58. G.A. Repple approved the content displayed on the Siegel website.
59. G.A. Repple did not suggest any changes to the "Reliability Report" webpage prior to its approval

60. G.A. Repple Failed to Flag the false statements on the “Reliability Report” Webpage.
61. In addition to the normal review and approval process, G.A. Repple usually reviews a representative’s website as part of the branch audit process.
62. During the Relevant Time Period, G.A. Repple conducted branch audits of Alan Siegel Financial Services in 2011, 2012, 2013, and 2015.
63. G.A. Repple’s Branch Office On-Site Inspection Worksheet has changed throughout the years. In 2011, the Branch Office On-Site Inspection Worksheet included an Advertising Review section. The Advertising Review section required the auditor to list all publicly available internet websites belonging to the representative. In 2015, the Branch Office On-Site Inspection Worksheet included a Website Approval Section. One of the questions asked in this section is, “Have ongoing changes to the website been approved by GAR as they were made?” The section also asks “Does the rep accurately convey his/her skill areas, experience and abilities?”
64. During the Relevant Time Period, the Branch Office On-Site Inspection Worksheet also included a Customer Complaint Review section. This section required the auditor to list the names of all customers from whom the representative has received complaints.
65. A former G.A. Repple OSJ principal conducted the on-site inspection of Siegel Financial Services on November 18, 2011. The Advertising Review Section lists the Website as one of Siegel’s publicly available websites. The Customer

Complaint Review section states that no complaints were received since the previous audit. The audit file does not contain any comments or suggestions regarding the content of the “Reliability Report” webpage. A copy of the “Reliability Report” webpage is also included in the audit file. The webpage included text that stated, “Issued January 2011.”

66. A former G.A. Repple OSJ principal conducted the on-site inspection of Siegel Financial Services on June 4, 2012.
67. A former G.A. Repple supervising OSJ Manager conducted the on-site inspection of Siegel Financial Services on April 28, 2015. The Website Approval Section lists the Website as Siegel’s main website. It lists Emerald Connect as the domain host for the website. The manager indicated “yes” to the question “Have ongoing changes to the website been approved by GAR as they were made?” Additionally, he indicated “yes” to the question “Does the rep accurately convey his/her skill areas, experience and abilities?” He also wrote, “[Siegel] has lengthy credentials” in response to this question.
68. The April 28, 2015 audit file included a list of two disclosures. These disclosures were dated December 19, 2011 and September 5, 2012.
69. Under the Action Items/Corrections Needed portion of the Website Approval Section, the manager indicated that there were problems with the “How We Do It” and “What Makes Us Different” webpages. No action items or corrections were listed in connection with the “Reliability Report” webpage. A copy of the “Reliability Report” webpage is also included in the audit file. The webpage included text that stated, “Issued January 2015.”



70. Despite several branch audits of Alan Siegel Financial Services, G.A. Repple never flagged the “Reliability Report” webpage during or in preparation of a branch audit.
71. As a result of G.A. Repple’s supervisory failures, Siegel disseminated false information to Massachusetts investors for a period of at least seven years.

## **VII. VIOLATIONS OF LAW**

### **Count I – Violation of MASS. GEN. LAWS ch. 110A, § 204(a)(2)(G)**

72. Section 204(a)(2)(G) of the Act provides:

The secretary may by order impose an administrative fine or censure or deny, suspend, or revoke any registration or take any other appropriate action if he finds (1) that the order is in the public interest and (2) that the applicant or registrant or, in the case of a broker-dealer or investment adviser, any partner, officer, or director, any person occupying a similar status or performing similar functions, or any person directly or indirectly controlling the broker-dealer or investment adviser:-

(G) has engaged in any unethical or dishonest conduct or practices in the securities, commodities or insurance business [.]

MASS. GEN. LAWS ch. 110A, § 204(a)(2)(G).

73. Section 12.204(1)(a)(18)(a) of the Regulations provides in pertinent part:

(a) Each broker-dealer shall observe high standards of commercial honor and just and equitable principles of trade in the conduct of its business. Acts and practices, including, but not limited to the following, are considered contrary to such standards and constitute dishonest or unethical practices which are grounds for imposition of an administrative fine, censure, denial, suspension or revocation of a registration, or such other appropriate action [...]:

18. Making any advertising or sales presentation, either in written or oral form, in such a fashion as to be deceptive or misleading, including, but not limited to, the following:

a. Distributing any nonfactual data, material or presentation based on conjecture, unfounded or unrealistic claims or assertions in any brochure, flyer, or display by words, pictures, graphs or otherwise designed to supplement, detract from, supersede or defeat the purpose or effect of any prospectus or disclosure.

950 MASS. CODE REGS. 12.204 (1)(a)(18)(a).

74. The Enforcement Section herein re-alleges and re-states the allegations of fact set forth in Section VI above.
75. The conduct of Respondent G.A. Repple, as described above, constitutes violations of MASS. GEN. LAWS ch. 110A, § 204(a)(2)(G) and 950 MASS. CODE REGS. Section 12.204(1)(a)(18)(a).

**Count II – Violation of MASS. GEN. LAWS ch. 110A, § 204(a)(2)(G)**

76. Section 204(a)(2)(G) of the Act provides:

The secretary may by order impose an administrative fine or censure or deny, suspend, or revoke any registration or take any other appropriate action if he finds (1) that the order is in the public interest and (2) that the applicant or registrant or, in the case of a broker-dealer or investment adviser, any partner, officer, or director, any person occupying a similar status or performing similar functions, or any person directly or indirectly controlling the broker-dealer or investment adviser:-

(G) has engaged in any unethical or dishonest conduct or practices in the securities, commodities or insurance business [.]

MASS. GEN. LAWS ch. 110A, § 204(a)(2)(G).

77. Section 12.204(1)(b)(8) of the Regulations provides in pertinent part:

(b) Each agent shall observe high standards of commercial honor and just and equitable principles of trade in the conduct of his or her business. Acts and practices, including, but not limited to, the following, are considered contrary to such standards and constitute dishonest or unethical practices in the securities industry and are thereby grounds for imposition of an administrative fine, censure, denial, suspension or revocation of a registration or such other action as is appropriate [...]:

8. Engaging in conduct specified in 950 CMR 12.204(1)(a) . . . 18 . . . .

950 MASS. CODE REGS. 12.204(1)(b)(8).

78. The Enforcement Section herein re-alleges and re-states the allegations of fact set forth in Section VI above.
79. The conduct of Respondent Siegel, as described above, constitutes violations of MASS. GEN. LAWS ch. 110A, § 204(a)(2)(G) and 950 MASS. CODE REGS. Section 12.204(1)(b)(8).

**Count III – Violation of MASS. GEN. LAWS ch. 110A, § 204(a)(2)(G)**

80. Section 204(a)(2)(G) of the Act provides:

The secretary may by order impose an administrative fine or censure or deny, suspend, or revoke any registration or take any other appropriate action if he finds (1) that the order is in the public interest and (2) that the applicant or registrant or, in the case of a broker-dealer or investment adviser, any partner, officer, or director, any person occupying a similar status or performing similar functions, or any person directly or indirectly controlling the broker-dealer or investment adviser:-

(G) has engaged in any unethical or dishonest conduct or practices in the securities, commodities or insurance business [.]

MASS. GEN. LAWS ch. 110A, § 204(a)(2)(G).

81. Section 12.205(9)(c)(8) of the Regulations provides in pertinent part:

(c) The following practices are a non-exclusive list of practices by an adviser which shall be deemed "dishonest or unethical conduct or practices in the securities business" for purposes of M.G.L. c. 110A, § 204(a)(2)(G)...:

8. Misrepresenting to any advisory client, or prospective advisory client, the qualifications of the adviser, its representatives or any employees, or misrepresenting the nature of the advisory services being offered or fees to be charged for such services, or omitting to state a material fact necessary to make the statements made regarding qualifications, services or fees, in light of the circumstances under which they are made, not misleading.

950 MASS. CODE REGS. 12.205(9)(c)(8).

82. The Enforcement Section herein re-alleges and re-states the allegations of fact set forth in Section VI above.

83. The conduct of Respondent Siegel, as described above, constitutes violations of MASS. GEN. LAWS ch. 110A, § 204(a)(2)(G) and 950 MASS. CODE REGS. 12.205(9)(c)(8).

**Count IV – Violation of MASS. GEN. LAWS ch. 110A, § 204(a)(2)(J)**

84. Section 204(a)(2)(J) of the Act provides:

The secretary may by order deny, suspend, or revoke any registration if he finds (1) that the order is in the public interest and (2) that the applicant or registrant

(J) has failed reasonably to supervise agents, investment adviser representatives or other employees to assure compliance with this chapter [.]

MASS. GEN. LAWS ch. 110A, § 204(a)(2)(J).

85. The Enforcement Section herein re-alleges and re-states the allegations of fact set forth in Section VI above.
86. The conduct of Respondent G.A. Repple, as described above, constitutes violations of MASS. GEN. LAWS ch. 110A, § 204(a)(2)(J).

**VIII. STATUTORY BASIS FOR RELIEF**

Section 407A of the Act provides, in pertinent part:

(a) If the secretary determines, after notice and opportunity for hearing, that any person has engaged in or is about to engage in any act or practice constituting a violation of any provision of this chapter or any rule or order issued thereunder, he may order such person to cease and desist from such unlawful act or practice and may take such affirmative action, including the imposition of an administrative fine, the issuance of an order for an accounting, disgorgement or rescission or any other such relief as in his judgment may be necessary to carry out the purposes of [the Act].

MASS. GEN. LAWS ch. 110A, § 407A.

**IX. PUBLIC INTEREST**

For any and all of the reasons set forth above, it is in the public interest and will protect Massachusetts investors for the Director to enter an order finding that such “action is necessary or appropriate in the public interest or for the protection of investors and consistent with the purposes fairly intended by the policy and provisions of this chapter [MASS. GEN. LAWS ch. 110A].”

**X. RELIEF REQUESTED**

The Enforcement Section of the Division requests that an order be entered:

- A. Finding as fact all allegations set forth in Section VI of the Complaint;
- B. Finding that all the sanctions and remedies detailed herein are in the public interest and necessary for the protection of Massachusetts investors;
- C. Requiring Respondents to permanently cease and desist from further conduct in violation of the Act and the Regulations in the Commonwealth;
- D. Censuring Respondents;
- E. Imposing an administrative fine on Respondents in such amount and upon such terms and conditions as the Director or Presiding Officer may determine; and

F. Taking any such further action which may be necessary or appropriate in the public interest for the protection of Massachusetts investors.

**MASSACHUSETTS SECURITIES DIVISION  
ENFORCEMENT SECTION**

By and through its attorneys,



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Dated: July 24, 2018