

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 2012032011102**

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

RE: Edward D. Jones & Co., L.P., Respondent
CRD No. 250

Pursuant to FINRA Rule 9216 of FINRA's Code of Procedure, Edward D. Jones & Co., L.P. (the "Firm") 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 the Firm alleging violations based on the same factual findings described herein.

I.

ACCEPTANCE AND CONSENT

- A. The Firm hereby accepts and consents, without admitting or denying the findings, and solely for the purposes of this proceeding and any other proceeding brought by or on behalf of FINRA, or to which FINRA is a party, prior to a hearing and without an adjudication of any issue of law or fact, to the entry of the following findings by FINRA:

BACKGROUND

The Firm is a full-service broker-dealer and has been a FINRA member since 1939. The Firm's principal offices are located in St. Louis, Missouri. The Firm has 11,355 branches throughout the United States and employs 16,420 registered representatives.

RELEVANT DISCIPLINARY HISTORY

The Firm has no relevant disciplinary history.

OVERVIEW

This matter involves the Firm's failure to adequately supervise the certification of customer signatures on certain documents that required Firm employees to attest that the customers had signed the documents in their presence. Specifically, from 2002 to July 2013, the Firm failed to establish, maintain, and enforce an adequate supervisory system and written procedures concerning the certification of customer signatures on such documents in violation of NASD Rules 3010 (a) and (b), NASD Rule 2110 (for the period before December 15, 2008) and FINRA Rule 2010 (for the period on or after December 15, 2008). As a result of these supervisory deficiencies, Firm employees falsely certified customer signatures on certain documents over an 11-year period.

FACTS AND VIOLATIVE CONDUCT

1. Signature Certification and Signature Guarantees for TD and TC Forms

The Firm provided signature guarantee services for its clients, which required the Firm to affix its "medallion stamp" to documents. In addition to a signature guarantee, some forms also required that the signature be certified by a Firm employee. The Firm processed two types of forms that required both signature certification and a signature guarantee: forms used in connection with transactions involving United States government bonds through TD, which included bond redemption forms and other forms used for the redemption, replacement, and reissuance of bonds ("TD Forms") and TC's Account Redemption and Transfer Request Forms for Non-Retirement Accounts ("TC Forms"). Both the TD and TC Forms contained a signature certification clause, which required the certifying officer to attest that the identity of the signatory of the form was known or proven to the certifying officer and that the signatory of the form personally appeared before the certifying officer. The certifying officer was an employee of the Firm who witnessed the customer sign the document.

2. False Certification of Signatures on TC and TD Forms

All documents had to be signature guaranteed at the Firm's home office in St. Louis. The branch offices, therefore, had to forward to the St. Louis office all forms that required signature guarantees. The Firm's Imaging Department was responsible for signature guaranteeing documents.

During the period 2002 to July 2013, it was the practice within the Imaging Department to complete the signature certification clauses of TC and TD Forms, although the signatory had not appeared before them. This resulted in false signature certifications because the customers did not sign the forms in the presence of the Imaging Department associates who completed the signature certification clauses.

3. Failure to Supervise Signature Certifications

The Firm did not have a supervisory system and written policies and procedures reasonably designed to ensure the proper completion of the signature certification clause on documents that had to be signature guaranteed, such as the TD and TC Forms. The Firm did not have written policies concerning signature certification until July 15, 2013, and did not provide training addressing the completion of signature certification clauses until January 2014. As a result, between 2002 and July 2013, Imaging Department associates falsely completed signature certification clauses. The Firm also failed to detect or prevent the false signature certifications for approximately eleven years – from 2002 to July 2013.

By failing to (i) establish, maintain and enforce a supervisory system and written policies

and procedures reasonably designed to ensure the proper completion of the signature certification clause on documents that had to be signature guaranteed, and (ii) prevent and detect the falsification of signature certification clauses, the Firm violated NASD Rules 3010 (a) and (b), NASD Rule 2110 (for the period before December 15, 2008) and FINRA Rule 2010 (for the period on or after December 15, 2008).

B. The Firm consents to the imposition of the following sanctions:

- A censure; and
- A \$60,000 fine.

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

The Firm specifically and voluntarily waives any right to claim that it is unable to pay, now or at any time hereafter, the monetary sanction imposed in this matter.

The sanctions imposed herein shall be effective on a date set by FINRA staff.

II.

WAIVER OF PROCEDURAL RIGHTS

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

The Firm 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

The Firm 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 the Firm; and
- C. If accepted:
 - 1. this AWC will become part of the Firm's permanent disciplinary record and may be considered in any future actions brought by FINRA or any other regulator against the Firm;
 - 2. this AWC will be made available through FINRA's public disclosure program in response to public inquiries about my disciplinary record;
 - 3. FINRA may make a public announcement concerning this agreement and the subject matter thereof in accordance with FINRA Rule 8313; and
 - 4. The Firm 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. The Firm 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 the Firm's: (i) testimonial obligations; or (ii) right to take legal or factual positions in litigation or other legal proceedings in which FINRA is not a party.

- D. The Firm may attach a Corrective Action Statement to this AWC that is a statement of demonstrable corrective steps taken to prevent future misconduct. The Firm 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 or its staff.

The undersigned, on behalf of the Firm, certifies that a person duly authorized to act on its 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 the Firm has agreed to its provisions voluntarily; and that no offer, threat, inducement, or promise of any kind, other than the terms set forth herein and the prospect of avoiding the issuance of a Complaint, has been made to induce the Firm to submit it.

Edward D. Jones & Co., L.P., Respondent

December 8, 2014
Date

David M. Bartolomeu
By: DAVID BARTHOLOMEU

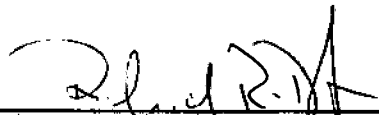
Reviewed by:

Andrew W. Sidman
Andrew W. Sidman, Esq.
Bressler, Amery & Ross, P.C.
17 State Street, 34th Floor
New York, New York 10004
Phone: 212-425-9300

Accepted by FINRA:

1.15.15
Date

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



Richard R. Best, Chief Counsel
FINRA Department of Enforcement
One World Financial Center
200 Liberty Street, 11th Floor
New York, New York 10281
Phone: 645-315-7308
Fax: 202- 689-3424