

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 2013038272902**

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

RE: Wendy L. Goodine, Respondent
Former Registered Person
CRD No. 4248572

Pursuant to FINRA Rule 9216 of FINRA's Code of Procedure, I submit 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 me alleging violations based on the same factual findings described herein.

I.

ACCEPTANCE AND CONSENT

- A. I hereby accept and consent, 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

Goodine was born in [REDACTED]. In August 2000, Goodine became employed with Fidelity Brokerage Services. In November 2000, she obtained her General Securities Registration ("Series 7") and Rhode Island state securities registration ("Series 63"). Goodine remained employed with Fidelity Brokerage Services until November 2003. After periods of unemployment or non-securities related employment, in April 2006, she became dually employed with NYLife Securities LLC ("NYLife" or the "Firm"), a FINRA regulated firm, and New York Life Insurance Company ("NYLife Insurance"), a non-FINRA firm. Goodine's Series 7 registration had lapsed; however, NYLife did not sponsor her to reactivate that license. In June 2006, Goodine obtained her insurance agent's license and FINRA approved her registration as an Investment Company Products/Variable Contracts Representative ("Series 6"). Goodine remained at the Firm until August 2013, when she voluntarily resigned during the Firm's internal

investigation of the allegations related to this matter. On September 19, 2013, the Firm filed a Form U5 with FINRA.

In August 2013, Goodine became employed as a Series 6 registered representative with MetLife Securities Inc., in a Warwick, Rhode Island branch office. The Firm reported to MetLife Securities that on September 6, 2013, the Rhode Island Department of Business Regulation had suspended Goodine's insurance producer license and securities broker license pending a revocation hearing stemming from allegations that she had misappropriated an insurance customer's premium check. On October 21, 2013, MetLife Securities filed with FINRA a partial Form U5, reporting that Goodine's employment had been suspended. On November 12, 2013, The Rhode Island Department of Business Regulation revoked Goodine's securities and insurance agent's license.

On September 19, 2013, MetLife Securities terminated Goodine's Series 6 registration and suspended but did not fully terminate her employment. As a result, Goodine is still associated with MetLife Securities and employed in the securities industry.

RELEVANT DISCIPLINARY HISTORY

Goodine has no previous disciplinary history.

OVERVIEW

In 2012, Goodine, at the time a Series 6 securities registered person and a licensed insurance agent dually employed with the Firm and NYLife Insurance, received a \$3,081 check from a married couple, who wanted to purchase a long-term care insurance policy. Goodine submitted the premium check to NYLife Insurance, which, in mid-March 2013, rejected the insurance policy and returned the premium check to Goodine. On April 2, 2013, rather than forwarding the check to the married couple, and without permission or authority, Goodine forged one of the customer's signature on the check, deposited the check into her personal checking account, and used the funds for her personal benefit. As a result, Goodine's forgery and her misappropriation of the funds violated FINRA Rule 2010.

FACTS AND VIOLATIVE CONDUCT

Forgery and Misappropriation of Insurance Customer Funds

FINRA Rule 2010 states that: "[a] member, in the conduct of his business, shall observe high standards of commercial honor and just and equitable principles of trade." Forgery and misappropriation of customer funds is unethical conduct that is inconsistent with just and equitable principles of trade and thus a violation of FINRA Rule 2010.

In 2012, Goodine was dually employed with the Firm and NYLife Insurance as a Series 6 registered person and a licensed insurance agent. At that time, she received an insurance premium payment check for \$3,081 from a married couple, who wanted to purchase a long-term care insurance policy. The customers contacted Goodine several times in 2012 after they did not receive a policy package. Goodine assured the customers that the policy information was a "formality" and she would forward it in the immediate future. Thereafter, in 2013, one of the customers contacted Goodine when he did not receive a premium notice. Goodine then visited the customers at their home with an invoice on company letterhead containing the policy number and premium amount due. The customers provided a \$3,081 check to Goodine, who submitted the check to NYLife Insurance. In mid-March 2013, NYLife Insurance rejected the insurance policy and returned the premium check to Goodine.

On April 2, 2013, rather than forwarding the check to the customers, and without permission or authority, Goodine forged the signature of one of the customers on the check. Thereafter, Goodine deposited the \$3,081 check into her personal checking account at a local Rhode Island credit union branch office. Throughout April 2013, Goodine used the customers' funds to write checks for her rent, groceries, utility bills, automobile note and other assorted personal items.

Based on the foregoing, Goodine violated FINRA Rule 2010 by (i) forging an insurance company customer's name on a \$3,081 premium check; and (ii) depositing the check into a personal credit union checking account, thereafter misappropriating the funds for personal benefit

B. I also consent to the imposition of the following sanctions:

A bar from association with any member of FINRA in any capacity.

The sanctions imposed herein shall be effective on a date set by FINRA staff. Pursuant to FINRA Rule 8313(c), a bar or expulsion shall become effective upon approval or acceptance of this AWC.

I understand that if I am barred or suspended from associating with any FINRA member, I become subject to a statutory disqualification as that term is defined in Section 3(a)(39) of the Securities Exchange Act of 1934, as amended. Accordingly, I may not be associated with any FINRA member in any capacity, including clerical or ministerial functions, during the period of the bar or suspension (see FINRA Rules 8310 and 8311).

II.

WAIVER OF PROCEDURAL RIGHTS

I specifically and voluntarily waive the following rights granted under FINRA's Code of

Procedure:

- A. To have a Complaint issued specifying the allegations against me;
- 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, I specifically and voluntarily waive any right to claim bias or prejudgment of the General Counsel, 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.

I further specifically and voluntarily waive 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

I understand 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 me; and
- C. If accepted:
 - 1. this AWC will become part of my permanent disciplinary record and may be considered in any future actions brought by FINRA or any other regulator against me;

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. I 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. I 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 my: (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.

I certify that I have read and understand all of the provisions of this AWC and have been given a full opportunity to ask questions about it; that I have 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 me to submit it.

11/17/13
November 17, 2013

Wendy L. Goodline
Wendy L. Goodline
Pro se

Accepted by FINRA:

12/2/13
Date

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

Susan Light
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