

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 20140403972 02**

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

RE: Donna Kay Beers, Respondent
General Securities Representative ("GSR")
CRD No. 1172038

Pursuant to FINRA Rule 9216 of FINRA's Code of Procedure, I, Respondent Donna Kay Beers, 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

Respondent first became registered with FINRA as a GSR in September 1983 through an association with a FINRA regulated broker-dealer. She remained registered with FINRA as a GSR through that association, and six other consecutive associations with five other FINRA regulated broker-dealers, until March 2009. In April 2009, she became registered with FINRA as a GSR through an association with FINRA regulated firm JTA Securities Management, Inc. d/b/a/ Titan Securities ("Titan"). Beers worked in Scottsdale and Fountain Hills, Arizona while associated with Titan. Titan terminated her FINRA registration in March 2013. Since her termination from Titan, Respondent has not been registered with a FINRA regulated firm.

On April 30, 2014, Titan filed an amended Uniform Termination Notice for Securities Industry Registration ("Form U5") disclosing that Beers was named as a respondent in a Statement of Claim filed with FINRA. The Form U5 amendment states that Beers "recommended an investment into an LLC memorialized by a promissory note. . . The Rep did not make good on terms of promissory note. This occurred without any knowledge or approval from B/D. Claimant is not, nor ever was, a client of the B/D." Therefore, Beers remains subject to FINRA's jurisdiction pursuant to Article V, Section 4 of the FINRA By-Laws.

RELEVANT DISCIPLINARY HISTORY

In July 2013, the Arizona Corporation Commission, Securities Division ("Arizona Commission") found that Beers failed to disclose material facts related to her involvement with and her relationship to the private placements and direct participation programs she recommended to investors. Among other things, the Arizona Commission noted that Beers engaged in dishonest and unethical conduct by recommending unsuitable securities. The Arizona Commission also found that Beers engaged in fraudulent practices "by offering and selling to [investors] interests in private placements that were illiquid risky securities designed for investors who could withstand the total loss of their investment despite Beers telling [the investors] that she would invest their funds in safe and conservative investments." In July 2013, the Arizona Commission revoked Beers's Arizona securities salesman registration and ordered that Beers permanently cease and desist from violating the Arizona Securities Act and Investment Management Act. The Arizona Commission also ordered Beers and her spouse, JB, to pay, jointly and severally, restitution in the principal amount of \$86,815 and an administrative penalty of \$15,000.

OVERVIEW

In September 2015, Beers violated FINRA Rules 8210 and 2010 when she failed to provide on-the record testimony ("OTR") requested by FINRA staff pursuant to FINRA Rule 8210 in a letter dated September 21, 2015.

FACTS AND VIOLATIVE CONDUCT

During an investigation into allegations that Beers engaged in an undisclosed business activity and misused funds, FINRA sent Beers a letter dated September 21, 2015 requesting her appearance for testimony pursuant to FINRA Rule 8210. The letter requested her appearance on October 7, 2015.

On September 21, 2015, Beers contacted FINRA via telephone and email and stated that she would not provide information related to the investigation.

By her telephone conversation with FINRA staff on September 21, 2015, subsequent email on September 21, 2015, and by this agreement, Beers acknowledges receipt of FINRA's request and has informed staff that she will not cooperate with FINRA's investigation.

By refusing to appear for testimony, Beers has violated FINRA Rule 8210 and 2010.

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

A bar from associating with any FINRA member firm in any capacity.

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 Article III, Section 4 of FINRA's By-Laws, incorporating Section 3(a)(39) of the Securities Exchange Act of 1934. 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).

A bar or expulsion shall become effective upon approval or acceptance of this AWC.

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 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.

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 accordance with FINRA Rule 8313;
 - 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, Respondent Donna Kay Beers, certify that I have read and understood 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.

10/29/2015
Date (mm/dd/yyyy)

Donna Kay Beers
Donna Beers, Respondent

Accepted by FINRA:

10/29/15
Date

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

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