

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 20140406992**

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

RE: Nancy Sue Hogan, Respondent
Investment Company Products/Variable Contracts Representative
CRD No. 3170359

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

Nancy Sue Hogan ("Hogan") first became registered with FINRA in November 1998 as an Investment Company Products and Variable Contracts Representative with Banc One Securities Corp. From July 2005 through February 2014, Hogan was registered as an Investment Company Products and Variable Contracts Representative with J.P. Morgan Securities LLC (the "Firm") and was dually employed by Chase Bank.

On March 27, 2014, J.P. Morgan Securities LLC (the "Firm") filed a Uniform Termination Notice for Securities Industry Registration indicating that Hogan had voluntarily resigned her employment. Although Hogan is not currently registered or associated with any FINRA member firm, FINRA retains jurisdiction over Respondent, pursuant to Article V, Section 4 of the FINRA By-laws.

RELEVANT DISCIPLINARY HISTORY

Hogan has no relevant disciplinary history.

OVERVIEW

During the course of an ongoing FINRA investigation, Hogan failed to provide information as required pursuant to FINRA Rule 8210. By virtue of the conduct set forth herein, Hogan violated FINRA Rule 8210 and FINRA Rule 2010.

FACTS AND VIOLATIVE CONDUCT

FINRA Rule 8210(a)(1) states, in relevant part, that FINRA has the right to “require a member, person associated with a member, or any other person subject to FINRA’s jurisdiction to provide information orally, in writing, or electronically . . . with respect to any matter involved in the investigation . . .”

FINRA Rule 8210(c) states that “[n]o member or person shall fail to provide information or testimony or to permit an inspection and copying of books, records, or accounts pursuant to this Rule.” Moreover, FINRA Rule 2010 states that “[a] member, in the conduct of its business, shall observe high standards of commercial honor and just and equitable principles of trade.” A violation of FINRA Rule 8210 constitutes a violation of FINRA Rule 2010.

On April 7, 2014, during the course of a FINRA investigation into allegations that she misappropriated funds from several Firm and Chase Bank customers, FINRA sent a letter to Hogan requesting, pursuant to FINRA Rule 8210 (the “First Request Letter”), that she provide certain information to FINRA. The letter was sent via first class and certified mail to Hogan’s residential address recorded in the Central Registration Depository (“CRD Address”). The letter requested that Hogan provide the information no later than April 21, 2014. The first class mailing was not returned. Hogan has failed to respond.

On April 24, 2014, FINRA sent a second letter to Hogan requesting, pursuant to FINRA Rule 8210 (the “Second Request Letter”), that she provide the same information as in the First Request Letter. The letter was sent via first class and certified mail to Hogan’s CRD Address. The letter requested that Hogan provide the information no later than May 1, 2014. The first class mailing was not returned. Hogan has failed to respond.

By failing to respond and provide information as required, Hogan violated FINRA Rules 8210 and 2010.

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

- A bar from association with any FINRA member 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).

The sanctions imposed herein shall be effective on a date set by FINRA staff. Pursuant to FINRA Rule 8313(e), 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 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.

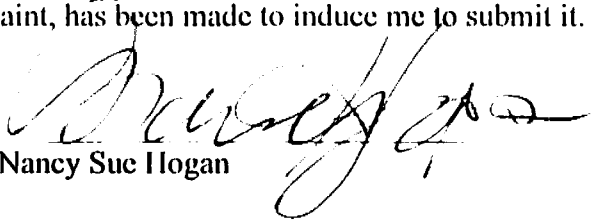
OTHER MATTERS

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.

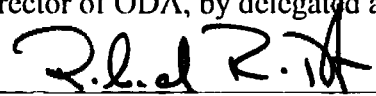
7-7-14
Date


Nancy Sue Hogan

Accepted by FINRA:

8-5-14
Date

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


Richard Best
Chief Counsel
FINRA Department of Enforcement
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