

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 2015046660801**

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

RE: Dustin Cain Walsh, Respondent
Registered Representative
CRD No. 5774295

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

Walsh entered the securities industry in April 2010 when he became associated with Scottrade, Inc. ("Scottrade" or the "Firm") and remained with the Firm until July 30, 2015. During 2010, Walsh obtained the following securities licenses: Series 7 (General Securities Representative) and Series 63 (Uniform Securities Agent).

Scottrade filed a Uniform Termination Notice of Securities Industry Registration (Form U5) terminating his association with the Firm as of July 30, 2015 and reporting that Walsh "was discharged after the Firm determined he continued to engage in an unapproved outside business activity."

Walsh is not currently associated with a FINRA-member firm, but he remains subject to FINRA's jurisdiction pursuant to Article V, Section 4 of FINRA's By-Laws.

RELEVANT DISCIPLINARY HISTORY

Walsh does not have any disciplinary history with the Securities and Exchange Commission, FINRA, any other self-regulatory organization or any state securities regulator.

OVERVIEW

Between August 2014 and July 2015, Dustin Cain Walsh ("Walsh"), while registered with FINRA through an association with Scottrade, engaged in undisclosed outside business activities as a real estate agent after the Firm on multiple occasions expressly prohibited his participation in such activities, in violation of FINRA Rules 3270 and 2010.

FACTS AND VIOLATIVE CONDUCT

FINRA Rule 3270 provides, in relevant part, that, "[n]o registered person may be an employee, independent contractor, sole proprietor, officer, director or partner of another person, or be compensated, or have the reasonable expectation of compensation, from any other person as a result of any business activity outside the scope of the relationship with his or her member firm, unless he or she has provided prior written notice to the member, in such form as specified by the member."

FINRA Rule 2010 requires the observance of high standards of commercial honor and just and equitable principles of trade. A violation of FINRA Rule 3270 is also a violation of FINRA Rule 2010.

a. Walsh's Outside Business Activities with REP

In September 2013, Walsh disclosed to and received approval from Scottrade to engage in an outside business activity as a real estate agent for REP, a realty company.

In April 2014, Walsh again disclosed to Scottrade his outside business activities as a real estate agent for REP. However, due to changes in the Firm's business, Scottrade informed Walsh that his outside business activities posed a potential conflict of interest, that his real estate activities were no longer approved and that his association with REP must cease. The Firm gave Walsh three months to wind-down his real estate activities.

On April 25, 2014, Walsh amended his Form U4 to remove his outside business activities as a real estate agent.

However, Walsh continued to engage in his outside business activities as a real estate agent after the three-month period elapsed. On June 26, 2015, the Firm discovered that Walsh was still listed as a real estate agent on REP's website. From approximately June 2014 until June 2015, Walsh engaged in real estate activities and received compensation for his services on numerous occasions. During 2015, Walsh obtained approximately \$20,000 from his unapproved real estate activities.

On July 1, 2015, the Firm reminded Walsh that his outside business activities were not approved and instructed him to cease his participation immediately. However, on July 7, 2015, the Firm discovered that Walsh's name appeared on three real estate websites as a real estate agent.

On July 14, 2015, the Firm directed Walsh to remove his name from the websites, reminded him that his outside business activities had not been approved and instructed him to cease his real estate activities immediately.

Yet, on July 29, 2015, Walsh attended a real estate closing in connection with a property sale that he had facilitated.

On July 30, 2015, the Firm terminated Walsh's employment.

By virtue of the foregoing, Walsh violated FINRA Rules 3270 and 2010.

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

- a. A 45 calendar-day suspension from associating with any FINRA-regulated broker-dealer in any capacity; and
- b. A fine of \$5,000.

The fine shall be due and payable either immediately upon re-association with a member firm or prior to any application or request for relief from any statutory disqualification resulting from this or any other event or proceeding, whichever is earlier.

I specifically and voluntarily waive any right to claim that I am unable to pay, now or at any time hereafter, the monetary sanction imposed in this matter.

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.

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

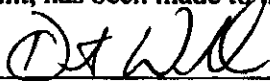
I understand that:

- 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.
- D.** I may attach a Corrective Action Statement to this AWC that is a statement of demonstrable corrective steps taken to prevent future misconduct. I understand that I 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.

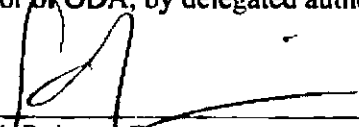
I certify that I have read and understand all of the provisions of this AWC and have been given a full opportunity to ask questions about it; that I have agreed to its provisions voluntarily; and that no offer, threat, inducement, or promise of any kind, other than the terms set forth herein and the prospect of avoiding the issuance of a Complaint, has been made to induce me to submit it.

06/28/2016
Date (mm/dd/yyyy)


Dustin C. Walsh, Respondent

Accepted by FINRA:
7/18/16
Date

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


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