

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 2015048122701**

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

RE: David A. Tufts ("Tufts"), Respondent
General Securities Representative
General Securities Principal
CRD No. 450232

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

Tufts entered the securities industry in March 1972 when he became associated with a FINRA-regulated broker-dealer. He received his General Securities Representative ("GSR") license in September 1972. He received his General Securities Principal ("GSP") license in 1978. In June 1981, Tufts became associated with Oppenheimer & Co. (the "Firm"), a FINRA-regulated broker-dealer, as a GSR and a GSP. During his association with the Firm, Tufts served as a GSP for an Oppenheimer branch office location. On November 17, 2015, Oppenheimer filed a Uniform Termination Notice for Securities Industry Registration ("Form U5") reporting that Tufts association with the Firm was voluntarily terminated on November 6, 2015. On November 23, 2015, the Firm filed an amended Form U5 disclosing that Tufts was the subject of an internal review.

Tufts is not currently associated with a FINRA-regulated broker dealer. However, pursuant to Article V, Section 4 of FINRA's By-Laws, Tufts remains subject to FINRA's jurisdiction.

OVERVIEW

After initiating an investigation into Tufts' supervision over former Firm GSR GT from July 2010 through December 2014 (the "Relevant Period"), on January 24, 2017, FINRA requested pursuant to FINRA Rule 8210 that Tufts appear and provide on-the-record testimony. Tufts failed to appear and provide testimony, as requested, in violation of FINRA Rules 8210 and 2010.

FACTS AND VIOLATIVE CONDUCT

FINRA Rule 8210(a)(1) states, in relevant part, that FINRA staff have the right to requires "a member, person associated with a member, or person subject to FINRA's jurisdiction to provide information orally, in writing, or electronically . . . with respect to any matter involved in the investigation, complaint, examination, or proceeding." FINRA Rule 2010 requires that members and associated persons "observe high standards of commercial honor and just and equitable principles of trade." Failure to comply with Rule 8210 is a violation of FINRA Rule 2010.

In a letter sent to Tufts' counsel dated January 24, 2017, FINRA requested, pursuant to FINRA Rule 8210, that Tufts appear and provide on-the-record testimony regarding, among other things, Tufts' supervision over GT, a former GSR with the Firm. The letter advised Tufts that his failure to appear and provide testimony could expose him to sanctions, including a bar from the industry. Tufts' testimony was scheduled for March 14, 2017.

In an email on March 8, 2017, Tufts, through his counsel, acknowledged the receipt of the FINRA request and stated that he was no longer employed in the industry and would not appear for his testimony on March 14, 2017 or cooperate further with FINRA's investigation and, instead, would consent to a settlement for a bar from the industry. To date, Tufts has failed to appear and provide the requested testimony.

By failing to appear for on-the-record testimony as requested pursuant to FINRA Rule 8210, Tufts violated FINRA Rules 8210 and 2010.

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

A bar from associating 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. 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 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.

3/27/2017
Date (mm/dd/yyyy)


David A. Tufts, Respondent

By: _____

Reviewed by:



Daniel Reynolds, Esq.
Counsel for Respondent
Lankler Siffert & Wohl LLP
500 Fifth Avenue
New York, NY 10110
dreynolds@lswlaw.com

Accepted by FINRA:

4/6/17
Date

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



Richard Chin, Chief Counsel
FINRA Department of Enforcement
One World Financial Center
200 Liberty Street
New York, NY 10281-1003
Telephone: 646-315-7322
Facsimile: 202-689-3415