

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER AND CONSENT
NO. 2016049496401**

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

RE: Christopher William Wingader, Respondent
General Securities Representative
CRD No. 6178344

Pursuant to FINRA Rule 9216 of FINRA's Code of Procedure, I, Christopher William Wingader ("Wingader" or "Respondent"), 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

Wingader entered the securities industry in March 2013 when he became associated with a FINRA-regulated member-firm. Wingader holds the following securities licenses: Series 7 (November 2013) and Series 66 (March 2014).

In August 2013, Wingader became associated with Merrill Lynch, Pierce, Fenner & Smith (the "Firm"), a FINRA-regulated broker-dealer. In a Uniform Termination Notice for Securities Industry Registration ("Form U5") dated April 4, 2016, the Firm reported that Wingader's employment and registrations had been terminated for "[c]onduct involving personal use of a corporate credit card" unrelated to clients of the Firm.

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

RELEVANT DISCIPLINARY HISTORY

Wingader has no prior relevant disciplinary history in the securities industry.

OVERVIEW

In November 2015, Wingader charged approximately \$1,538 in personal expenses to his corporate-issued Bank of America credit card, including a \$1,134.10 first-class airline ticket (the "Charges"). In December 2015, Wingader claimed that all of the Charges were fraudulent, and later submitted a false expense report with the Firm seeking reimbursement for a portion of the Charges. By misappropriating \$403.78, and by attempting to misappropriate an additional \$1,134.10, in funds belonging to his member-firm employer, Wingader violated FINRA Rule 2010.

When he filed a false expense report with the Firm, Wingader violated FINRA Rules 4511 and 2010 by causing the Firm to maintain inaccurate books and records in violation of Section 17(a) of the Exchange Act and Rule 17a-3.

In November 2016, Wingader also violated FINRA Rules 8210 and 2010 by providing false testimony to Enforcement during his on-the-record interview ("OTR").

FACTS AND VIOLATIVE CONDUCT

A. Wingader Misappropriated Firm Funds and Provided False and Misleading Information to the Firm

FINRA Rule 2010 requires all associated persons to observe high standards of commercial honor and just and equitable principles of trade. A registered representative who misappropriates funds belonging to his or her member-firm employer violates FINRA Rule 2010.

During the period of November 2015 to March 2016 (the "Relevant Period"), the Firm's written policies and procedures ("WSPs") provided that the Firm would reimburse employees only for ordinary and necessary expenses incurred on business-related trips or on behalf of the Firm. The Firm's WSPs further prohibited its registered representatives from the theft, embezzlement or misappropriation of Firm or client assets, and from providing false or misleading information to the Firm.

On November 24, 2015, Wingader used his Corporate Card to pay for eleven personal expenses totaling approximately \$1,538, including a first-class airline ticket in the amount of \$1,134.10. At the time that he incurred the Charges, Wingader knew that personal expenses were not reimbursable under Firm policy.

On or about December 15, 2015, Wingader falsely reported that his Corporate Card had been fraudulently used by an individual other than himself to make the Charges. Shortly thereafter, Wingader submitted a statement to the Firm falsely claiming that each of the eleven Charges was fraudulent.

On December 22, 2015, Wingader was informed by Bank of America that he would receive a credit in the amount of \$330.03 for eight of the Charges, but not for the remaining three Charges, including the \$1,134.10 airline ticket. On December 30, 2015, Wingader submitted a false expense report to the Firm in which he sought and obtained reimbursement for \$403.78 of the Charges (\$73.75 for business-related expenses and \$330.03 as credits for fraudulent charges). Wingader ultimately paid the Firm for the airline ticket on January 29, 2016, and paid the Firm for the remaining charges on March 8, 2016.

By (i) misappropriating \$403.78 from the Firm; (ii) attempting to misappropriate \$1,134.10 from the Firm; and (iii) providing false and misleading information to the Firm regarding the nature of the Charges, Wingader violated FINRA Rule 2010.

B. Wingader Caused the Firm to Maintain Inaccurate Books and Records

FINRA Rule 4511 requires member firms to make and preserve books and records in conformity with Rules 17a-3 and 17a-4 of the Exchange Act as well as FINRA rules. Rule 17a-3(a)(3) requires member firms to make and keep, among other records relating to their business, current ledger accounts "reflecting all assets and liabilities, income and expense and capital accounts." Falsification of a firm's required books and records violates FINRA Rule 4511 as well as FINRA Rule 2010.

As described above, Wingader submitted an expense report to the Firm on December 30, 2015, that falsely represented that eight charges totaling \$330.03 were fraudulently made on his Corporate Card and that two other charges totaling \$73.75 were business-related and reimbursable by the Firm.

By knowingly submitting a false expense report to the Firm in December 2015, Wingader caused the Firm to maintain inaccurate books and records concerning its liabilities and expense accounts and violated FINRA Rules 4511 and 2010.

C. Wingader Provided False Testimony to FINRA

FINRA Rule 8210 requires a registered person to respond fully, completely and truthfully to a request for information from FINRA. Providing false testimony to FINRA violates Rules 8210 and 2010.

On November 4, 2016, Wingader appeared at FINRA's offices and provided sworn testimony pursuant to FINRA Rule 8210.

During his OTR, Wingader testified that he was forced to purchase the first-class airline ticket because his Firm supervisor kept him late at the office that day, causing him to miss an earlier, ticketed flight. However, there is no record of Wingader ever having been in his Firm office on November 24, 2015. Accordingly, his testimony was false.

By providing false and misleading testimony to Enforcement, Wingader 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 the 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.

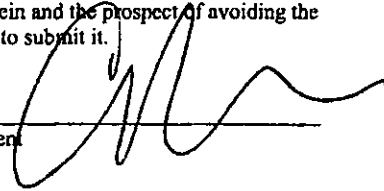
**III.
OTHER MATTERS**

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 understand and acknowledge that FINRA does not represent or advise me and I cannot rely on FINRA or FINRA staff members for legal advice; 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.

04/10/2017
Date (mm/dd/yyyy)


Respondent

Accepted by FINRA:

Date 4/11/17

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



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