

**FINANCIAL INDUSTRY REGULATORY AUTHORITY
LETTER OF ACCEPTANCE, WAIVER, AND CONSENT
NO. 2023078132201**

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

RE: Sharon Green (Respondent)
General Securities Representative
CRD No. 1269522

Pursuant to FINRA Rule 9216, Respondent Sharon Green submits 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 Respondent alleging violations based on the same factual findings described in this AWC.

I.

ACCEPTANCE AND CONSENT

- A. Respondent accepts and consents to the following findings by FINRA without admitting or denying them:

BACKGROUND

Green first registered with FINRA as a General Securities Representative (GS) in January 1989, through an association with a FINRA member. Between January 12, 2018 and August 7, 2020, Green was registered with FINRA as a GS through an association with Woodbury Financial Services, Inc. (CRD No. 421). From September 15, 2020 to the present, Green has been registered as a GS and a Government Securities Representative through an association with another FINRA member.¹

OVERVIEW

Between January 12, 2018 and May 16, 2019, while associated with Woodbury Financial, Green engaged in an outside business activity without providing prior written notice to the firm. Therefore, Green violated FINRA Rules 3270 and 2010.

FACTS AND VIOLATIVE CONDUCT

This matter originated from an examination by FINRA's National Cause and Financial Crimes Detection Program.

¹For more information about the respondent, visit BrokerCheck® at www.finra.org/brokercheck.

FINRA Rule 3270 provides, in relevant part:

“No 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.”

A violation of FINRA Rule 3270 also violates FINRA Rule 2010, which requires registered representatives to observe high standards of commercial honor and just and equitable principles of trade in the conduct of their business.

While Green was associated with Woodbury Financial, the firm’s procedures required registered persons, associated persons, and employees to disclose to the firm the details of any proposed outside business activity, and receive approval from the firm, prior to engaging in the activity.

From January 12, 2018 to May 16, 2019, Green engaged in an outside business activity by providing consulting services to individuals, including three Woodbury Financial customers, all of whom were seniors, related to estate planning, medical care, family mediation, and budgeting and debt management. Green received approximately \$35,000 in compensation for these services. Green did not provide prior written notice to Woodbury Financial before engaging in the outside business activity.

Therefore, Green violated FINRA Rules 3270 and 2010.

B. Respondent also consents to the imposition of the following sanctions:

- a one-month suspension from associating with any FINRA member in all capacities and
- a \$5,000 fine.

Respondent agrees to pay the monetary sanction upon notice that this AWC has been accepted and that such payment is due and payable. Respondent has submitted an Election of Payment form showing the method by which she proposes to pay the fine imposed.

Respondent specifically and voluntarily waives any right to claim an inability to pay, now or at any time after the execution of this AWC, the monetary sanction imposed in this matter.

Respondent understands that if she is barred or suspended from associating with any FINRA member, she becomes 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, she 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 in this AWC shall be effective on a date set by FINRA.

II.

WAIVER OF PROCEDURAL RIGHTS

Respondent specifically and voluntarily waives the following rights granted under FINRA's Code of Procedure:

- A. To have a complaint issued specifying the allegations against her;
- 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, Respondent specifically and voluntarily waives any right to claim bias or prejudice 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 its acceptance or rejection.

Respondent further specifically and voluntarily waives 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

Respondent understands 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 Respondent; and
- C. If accepted:
1. this AWC will become part of Respondent's permanent disciplinary record and may be considered in any future action brought by FINRA or any other regulator against Respondent;
 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 its subject matter in accordance with FINRA Rule 8313; and
 4. Respondent 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. Respondent 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 Respondent's right to take legal or factual positions in litigation or other legal proceedings in which FINRA is not a party. Nothing in this provision affects Respondent's testimonial obligations in any litigation or other legal proceedings.
- D. Respondent may attach a corrective action statement to this AWC that is a statement of demonstrable corrective steps taken to prevent future misconduct. Respondent understands that she 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.

Respondent certifies that she has read and understands all of the provisions of this AWC and has been given a full opportunity to ask questions about it; Respondent has agreed to the AWC's provisions voluntarily; and no offer, threat, inducement, or promise of any kind, other than the terms set forth in this AWC and the prospect of avoiding the issuance of a complaint, has been made to induce her to submit this AWC.

Dec 4, 2024
Date


Sharon Green
Respondent


Reviewed by:


Jon-Jorge Aras
Counsel for Respondent
Aras Law, LLC
610 Bainbridge Street, 3F
Philadelphia, PA 19147

Accepted by FINRA:

December 9, 2024
Date

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


Nicholas A. Jablonski
Principal Counsel
FINRA
Department of Enforcement
55 W. Monroe Street, Suite 2700
Chicago, IL 60603