

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 89113 / June 22, 2020

ADMINISTRATIVE PROCEEDING
File No. 3-18648

In the Matter of

BKS ADVISORS LLC

Respondent.

ORDER DIRECTING
DISBURSEMENT OF FAIR FUND

ADMINISTRATIVE PROCEEDING
File No. 3-18649

In the Matter of

ROGER T. DENHA

Respondent.

On May 31, 2019, the Secretary, pursuant to delegated authority, published a Notice of Proposed Plan of Distribution and Opportunity for Comment (“Notice”),¹ pursuant to Rule 1103 of the Commission’s Rules on Fair Fund and Disgorgement Plans (“Commission’s Rules”).² The Notice advised interested persons that they could obtain a copy of the Proposed Plan of Distribution (“Proposed Plan”) from the Commission’s public website or by submitting a written

¹ Exchange Act Rel. No. 85997 (May 31, 2019).

² 17 C.F.R. § 201.1103.

request to Nancy Chase Burton, United States Securities and Exchange Commission, 100 F Street, NE, Washington, DC 20549-5876. The Notice also advised that all persons desiring to comment on the Proposed Plan could submit their comments, in writing, within 30 days of the Notice. The Commission received no comments on the Proposed Plan during the comment period. On July 25, 2019, the Secretary, pursuant to delegated authority, issued an order approving the Proposed Plan,³ and posted the approved Plan of Distribution (the “Plan”).

Pursuant to their administrative orders, BKS and Denha paid the full \$691,618.00 as ordered, which comprises the Fair Fund. The Plan provides for the distribution of the Net Fair Fund to one hundred eighty-nine (189) investors who were harmed by the “cherry-picking” scheme described in the Orders⁴ and whose Net Harm exceeds the *de minimis* amount of \$10.00 as defined in the Plan. In accordance with the Plan, the Fund Administrator has determined after establishing a reserve for future taxes and administration fees and expenses, a total of \$686,134.95 is available for distribution. Since the total Harm Amount incurred by the Eligible Investors (\$699,783.64) exceeds the amount currently in the Net Fair Fund the distribution from the available funds will be made on a *pro-rata* basis.

Pursuant to the Plan, the Fund Administrator has compiled the payee information and prepared the payment file in a Commission-approved format. The Commission staff has reviewed the payment file and requests that, pursuant to Rule 1101(b)(6) of the Commission’s Rules on Fair Fund and Disgorgement Plans,⁵ the Commission direct the payment of \$686,134.95 from the Fair Fund to the escrow account established at Alerus Financial, N.A. for distribution to the Eligible Investors in accordance with the Plan.

³ See Order Approving Plan of Distribution, Exchange Act Rel. No. 86472 (July 25, 2019).

⁴ All capitalized terms used herein but not defined shall have the same meanings ascribed to them in the Plan.

⁵ 17 C.F.R. § 201.1101(b)(6).

Accordingly, it is hereby ORDERED that Commission staff shall direct the payment of \$686,134.95 from the Fair Fund to the escrow account at Alerus Financial, N.A. for distribution to Eligible Investors in accordance with the Plan.

By the Commission.

Vanessa A. Countryman
Secretary