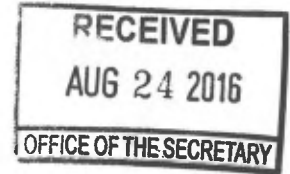


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BEFORE THE
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C.



In the Matter of the Application of

Keith D. Geary

For Review of

FINRA Disciplinary Action

File No. 3-17406

**BRIEF OF THE FINANCIAL INDUSTRY REGULATORY AUTHORITY IN
OPPOSITION TO MOTION TO STAY**

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August 24, 2016

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Keith D. Geary has moved the Securities and Exchange Commission (“Commission”) to stay certain sanctions—a 30-business-day suspension, \$20,000 fine, and order to pay hearing costs—imposed in FINRA’s July 20, 2016 decision. Because these sanctions are already stayed pursuant to FINRA Rule 9370, FINRA opposes the motion to stay as moot. Accordingly, the Commission should deny Geary’s motion.

In its July 20, 2016 decision, FINRA found that Geary twice permitted his member firm to operate a securities business while it lacked the required net capital, in violation of FINRA Rule 2010. FINRA found that Geary, as president and chief executive officer of his member firm, was directly responsible for the events that triggered both of the firm’s net capital deficiencies. FINRA determined Geary’s misconduct was egregious and fined him \$20,000, imposed a 30-business-day suspension in all capacities, barred him from acting in any principal or supervisory capacity with any FINRA member firm, and ordered him to pay hearing costs. In the transmittal letter enclosing the decision, FINRA noted, “[t]he filing with the [Commission] of

an application for review shall stay the effectiveness of any sanction except a bar or expulsion. Thus, the 30 day suspension imposed by the NAC in the enclosed decision will be stayed pending appeal to the [Commission]. The bar in any principal or supervisory capacity imposed by the NAC in the enclosed decision will not be stayed pending appeal to the [Commission], unless the [Commission] orders a stay.”

In his motion to stay, Geary requests and argues only that the suspension, fine, and order to pay hearing costs should be stayed during the pendency of the appeal. But FINRA Rule 9370 uncontrovertibly provides that all sanctions, other than a bar, imposed in a final FINRA disciplinary action pursuant to the FINRA Rule 9300 Series are stayed upon the filing with the Commission of an application for review. *See* FINRA RULE 9370. Because Geary already possesses the specific relief he seeks, the motion is moot and should be denied.¹

For the foregoing reasons, FINRA requests that the Commission deny Geary’s motion to stay.

¹ Geary states that he is filing the motion to stay as a “precaution,” allegedly because of uncertainty under FINRA and Commission rules whether the suspension and monetary sanctions will be stayed pending his appeal. Geary is mistaken. FINRA Rule 9370 clearly provides Geary with the specific relief that is the subject of his motion.

Further, none of the arguments in Geary’s motion to stay addresses or requests to stay Geary’s bar in all principal and supervisory capacities with any FINRA member firm imposed in the July 20, 2016 decision. Should Geary make a new argument seeking to stay the principal and supervisory bar, FINRA reserves the right to respond to such a motion.

Respectfully submitted,



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Dated: August 24, 2016