

**UNITED STATES OF AMERICA**  
**Before the**  
**SECURITIES AND EXCHANGE COMMISSION**

**SECURITIES EXCHANGE ACT OF 1934**  
**Release No. 78020 / June 8, 2016**

**INVESTMENT ADVISERS ACT OF 1940**  
**Release No. 4414 / June 8, 2016**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-17279**

**In the Matter of**

**Galen J. Marsh,**

**Respondent.**

**ORDER INSTITUTING  
ADMINISTRATIVE PROCEEDINGS  
PURSUANT TO SECTION 15(b) OF THE  
SECURITIES EXCHANGE ACT OF 1934  
AND SECTION 203(f) OF THE  
INVESTMENT ADVISERS ACT OF 1940,  
MAKING FINDINGS, AND IMPOSING  
REMEDIAL SANCTIONS**

**I.**

The Securities and Exchange Commission (the “Commission”) deems it appropriate and in the public interest that public administrative proceedings be, and hereby are, instituted pursuant to Sections 15(b) of the Securities Exchange Act of 1934 (the “Exchange Act”) and Section 203(f) of the Investment Advisers Act of 1940 (the “Advisers Act”) against Galen J. Marsh (“Marsh” or “Respondent”).

**II.**

In anticipation of the institution of these proceedings, Respondent has submitted an Offer of Settlement (the “Offer”) which the Commission has determined to accept. Solely for the purpose of these proceedings and any other proceedings brought by or on behalf of the Commission, or to which the Commission is a party, Respondent admits the Commission’s jurisdiction over him and the subject matter of these proceedings, and the findings contained in Paragraph III.2 below, and consents to the entry of this Order Instituting Administrative Proceedings Pursuant to Section 15(b) of the Securities Exchange Act of 1934 and Section 203(f) of the Investment Advisers Act of 1940, Making Findings, and Imposing Remedial Sanctions (“Order”), as set forth below.

### III.

On the basis of this Order and Respondent's Offer, the Commission finds that:

1. Between 2011 and December 2014, Marsh was first a Client Service Associate and then a Financial Advisor at Morgan Stanley Smith Barney LLC ("MSSB"), a broker-dealer and investment adviser registered with the Commission, where he provided brokerage and investment advisory services to several hundred MSSB customers, primarily high net worth individuals. During this time, Marsh was a registered investment adviser representative and a registered representative associated with MSSB. Marsh, 32 years old, is a resident of Hoboken, New Jersey.

2. On September 21, 2015, Marsh pled guilty to a criminal information in United States v. Galen Marsh, No. 15 Cr. 641 (KTD) (S.D.N.Y.) that charged him with one count of exceeding his authorized access to a computer and thereby obtaining information contained in a financial record of a financial institution, in violation of 18 U.S.C. § 1030(a)(2)(A). On December 22, 2015, a judgment in the criminal case was entered against Marsh. The court sentenced Marsh to 36 months' probation and ordered him to pay restitution in the amount of \$600,000.

3. In connection with his plea, Respondent admitted that:

- (a) beginning in approximately June 2011, he intentionally accessed MSSB's computer system, exceeding his authorized access, and thereby obtained confidential customer information; and
- (b) this confidential customer information had a value of more than \$5,000.

### IV.

In view of the foregoing, the Commission deems it appropriate and in the public interest to impose the sanctions agreed to in Respondent's Offer.

Accordingly, it is hereby ORDERED:

- A. Pursuant to Section 15(b)(6) of the Exchange Act and Section 203(f) of the Advisers Act, that Respondent Marsh be, and hereby is barred from association with any broker, dealer, investment adviser, municipal securities dealer, municipal advisor, transfer agent, or nationally recognized statistical rating organization; and
- B. Pursuant to Section 15(b)(6) of the Exchange Act, that Respondent Marsh be, and hereby is barred from participating in any offering of a penny stock, including: acting as a promoter, finder, consultant, agent or other person who engages in activities with a broker, dealer or issuer for purposes of the issuance or trading in any penny stock, or inducing or attempting to induce the purchase or sale of any penny stock;

with the right to apply for reentry after five years to the appropriate self-regulatory organization, or

if there is none, to the Commission.

Any reapplication for association by the Respondent will be subject to the applicable laws and regulations governing the reentry process, and reentry may be conditioned upon a number of factors, including, but not limited to, the satisfaction of any or all of the following: (a) any disgorgement ordered against the Respondent, whether or not the Commission has fully or partially waived payment of such disgorgement; (b) any arbitration award related to the conduct that served as the basis for the Commission order; (c) any self-regulatory organization arbitration award to a customer, whether or not related to the conduct that served as the basis for the Commission order; and (d) any restitution order by a self-regulatory organization, whether or not related to the conduct that served as the basis for the Commission order.

By the Commission.

Brent J. Fields  
Secretary