STATE OF OREGON
DEPARTMENT OF CONSUMER AND BUSINESS SERVICES
DIVISION OF FINANCIAL REGULATION

In the Matter of:	Case No. S-16-0367
FINLEY FINANCIAL LLC AND JASON D. FINLEY, Respondent.	FINAL ORDER TO CEASE AND DESIST, FINAL ORDER ASSESSING CIVIL PENALTY, AND CONSENT TO ENTRY OF ORDER

The Director of the Department of Consumer and Business Services for the State of Oregon ("Director"), acting in accordance with Oregon Revised Statutes ("ORS") 59.005 to 59.451, 59.991 and 59.995, and Oregon Administrative Rules ("OAR") chapter 441, and the amendments thereto ("Oregon Securities Law"), has completed a routine examination of Finley Financial LLC and Jason D. Finley (collectively "Respondent").

Respondent has cooperated with the Director's examination and wishes to resolve this matter with the Director;

Now, therefore, as evidenced by the signature subscribed herein, Respondent hereby CONSENTS to the entry of this Order.

Division of Financial Regulation
Labor and Industries Building
350 Winter Street NE, Suite 410
Salem, OR 97301-3881
Telephone: (503) 378-4387

FINDINGS OF FACT

The Director FINDS that:

1. Finley Financial LLC is licensed to conduct business in Oregon. The Central Registration Depository ("CRD") number for Finley Financial LLC is #131442.

2. Jason D. Finley is licensed in Oregon as an investment advisor. The Central Registration Depository ("CRD") number for Jason D. Finley is #2686780.

3. On September 20, 2016, the Director conducted a routine examination, which included an in-person interview, at Respondent's office in McMinnville, Oregon.

The Director requested multiple files and documents, including Investment Advisory Agreements ("Agreements") for multiple clients.

4. Respondent voluntarily admitted that he had reviewed the firm's records prior to the interview and could not find Agreements for multiple clients.

5. The examination revealed that there were five clients without completed Agreements at the time of the exam.

6. Respondent collected $28,024.21 in advisory fees from these five clients prior to having completed Agreements.

7. As of November 30, 2016, Respondent corrected the issue by obtaining signed Agreements with all current clients.

CONCLUSIONS OF LAW

The Director CONCLUDES that:

8. Pursuant to OAR 441-195-0040(1)(j), every investment adviser shall make and keep true, accurate, and current all written agreements entered into by the investment adviser with any client.

9. An investment adviser is a fiduciary and has a duty to act primarily for the benefit of the adviser's clients. Under OAR 441-205-0145(1)(n), it is considered unethical business practice to enter into, extend or renew any investment advisory contract unless such contract is in writing and discloses the services to be provided, the term of the contract, the advisory fee, the formula for computing the fee and whether the contract grants discretionary power to the advisor.

10. According to ORS 59.995, any person who violates the Oregon Securities Law shall be subject to a civil penalty in an amount not to exceed $20,000 per violation. Every violation is a separate offense.

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ORDERS

The Director issues the following ORDERS:

11. In accordance with ORS 59.245, Respondent is hereby ORDERED to CEASE AND DESIST from violating any provision of Oregon Securities Law.

12. In accordance with ORS 59.995(1), the Director hereby ORDERS Respondent to pay a CIVIL PENALTY in the total amount of $5,000 ($1,000 per violation) for violating OAR 441-195-0040(1)(j) and 441-205-145(1)(n).

13. The Director agrees to SUSPEND the collection of $2,500 of the $5,000 CIVIL PENALTY assessed herein upon the following conditions: 1) Respondent complies with all terms and conditions of this Order and all requirements of the Oregon Securities Law and 2) Respondent passes all Oregon examinations completed within the next three years with a minimum standard of "Satisfactory."

14. If Respondent complies with all of the terms and conditions set out in this Order and commit no violations of the Oregon Securities Law during the three (3) year period from the date of issuance of this Order, the Director hereby agrees to WAIVE the $2,500 suspended CIVIL PENALTY.

15. The Director reserves the right to immediately assess and collect the $2,500 suspended CIVIL PENALTY upon a determination that Respondent has violated any term of this Order.

16. The remaining portion of the CIVIL PENALTY assessed against Respondent in the amount of $2,500 is due at the time this Order is returned to the Division. The civil penalty of $2,500 is allocated as follows: $1,500 is payable to the Department of Consumer and Business Services and $1,000 payment is payable to the Consumer Financial Education Account.

17. This Order is a "Final Order" under ORS 183.310(6)(b). Subject to that provision, the entry of this Order does not limit other remedies that are available to the

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Director under Oregon law.

SO ORDERED this 14th day of March, 2017.

PATRICK M. ALLEN, Director
Department of Consumer and Business Services

/s/ David Tatman
David C. Tatman, Chief of Enforcement
Division of Financial Regulation

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CONSENT TO ENTRY OF ORDER

I, Jason D. Finley, state that I am a member of Finley Financial LLC and I am authorized to act on its behalf. I have read the foregoing Order and that I know and fully understand the contents hereof; that the factual allegations stated herein are true and correct; that I have been advised of our right to a hearing, and that I have been advised of our right to be represented by counsel in this matter. Finley Financial LLC voluntarily consents to the entry of this Order without any force or duress, expressly waiving any right to a hearing in this matter, as well as any rights to administrative or judicial review of this order. Finley Financial LLC understands that the Director reserves the right to take further actions to enforce this Order or to take appropriate action upon discovery of other violations of Oregon Securities Law. Finley Financial LLC will fully comply with the terms and conditions stated herein.

Finley Financial LLC understands that this Order is a public document.

/s/ Jason D. Finley
Signature

Member
Office Held

ENTITY ACKNOWLEDGMENT

State of Oregon)
)
County of Clackamas)

There appeared before me this 20th day of February, 2017, Jason D. Finley, who was first duly sworn on oath, and stated that he was and is a member of Finley Financial LLC and that he is authorized and empowered to sign this Consent to Entry of Order on behalf of Finley Financial LLC and to bind Finley Financial LLC to the terms hereof.

/s/ Charlotte Foss
Notary Public

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CONSENT TO ENTRY OF ORDER

I, Jason D. Finley, state that I have read the foregoing Order and that I know and fully understand the contents hereof; that the factual allegations stated herein are true and correct; that I have been advised of my right to a hearing, and that I have been advised of my right to be represented by counsel in this matter; that I voluntarily consent to the entry of this Order without any force or duress, expressly waiving any right to a hearing in this matter, as well as any rights to administrative or judicial review of this Order; that I understand that the Director reserves the right to take further actions against me to enforce this Order or to take appropriate action upon discovery of other violations of the Oregon Securities Law by me; and that I will fully comply with the terms and conditions stated herein.

I understand that this Order is a public document.

/s/ Jason D. Finley

Signature

State of Oregon

County of Clackamas

Signed or attested before me on this 20th day of February, 2017 by Jason D. Finley.

/s/ Charlotte Foss

Notary Public

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