



STATE OF MISSOURI
OFFICE OF SECRETARY OF STATE

IN THE MATTER OF:)
)
Matthew J. Brock, CRD No. 4517427)
) Case No. AP-16-19
Respondent.)

CONSENT ORDER

SUMMARY OF ENFORCEMENT SECTION’S ALLEGATIONS

1. The Enforcement Section of the Missouri Securities Division of the Office of Secretary of State (“Enforcement Section”), through Enforcement Counsel Christina Peters, alleged that Matthew J. Brock (“Respondent” or “Brock”), engaged in dishonest and unethical practices by borrowing client funds while registered as an broker-dealer agent in violation of Section 409.4-412(d)(13), RSMo. (Cum. Supp. 2013)¹ and Missouri Rule 15 CSR 30-51.170(V), and that this constitutes grounds to discipline pursuant to Section 409.4-412.
2. Respondent and the Enforcement Section desire to settle the allegations and the matters raised by the Enforcement Section relating to the Respondent’s alleged violations of Section 409.4-412.

CONSENT TO JURISDICTION

3. Respondent and the Enforcement Section stipulate and agree that the Missouri Commissioner of Securities (“Commissioner”) has jurisdiction over the Respondent and these matters pursuant to the Missouri Securities Act of 2003, Chapter 409, *et seq.*
4. Respondent and the Enforcement Section stipulate and agree that the Commissioner has authority to enter this Order pursuant to Section 409.6-604(h), which provides:

“The commissioner is authorized to issue administrative consent orders in the settlement of any proceeding in the public interest under this act.”

WAIVER AND EXCEPTION

¹ Unless otherwise noted, all statutory references are to the 2013 cumulative supplement to the Revised Statutes of Missouri.

5. Respondent waives Respondent's right to a hearing with respect to this matter.
6. Respondent waives any right that Respondent may have to seek judicial review or otherwise challenge or contest the terms and conditions of this Order. Respondent specifically forever releases and holds harmless the Missouri Office of Secretary of State, Secretary of State, Commissioner, and their respective representatives and agents from any and all liability and claims arising out of, pertaining to, or relating to this matter.
7. Respondent stipulates and agrees with the Enforcement Section that, should the facts contained herein prove to be false or incomplete in a material way, the Enforcement Section reserves the right to pursue any and all legal or administrative remedies at its disposal.

CONSENT TO COMMISSIONER'S ORDER

8. Respondent and the Enforcement Section stipulate and agree to the issuance of this Consent Order without further proceedings in this matter, agreeing to be fully bound by the terms and conditions specified herein.
9. Respondent agrees not to take any action or to make or permit to be made any public statement creating the impression that this Order is without factual basis. Nothing in this paragraph affects Respondent's (a) testimonial obligations; (b) right to take legal or factual positions in connection with litigation, arbitration, or other legal proceeding in which the Commissioner is not a party; or (c) right to make public statements that are factual.
10. Respondent agrees that Respondent is not the prevailing party in this action since the parties have reached a good faith settlement.
11. Respondent neither admits nor denies the allegations made by the Enforcement Section, but consents to the Commissioner's Findings of Fact, Conclusions of Law, and Order as set forth below solely for the purposes of resolving this proceeding and any proceeding that may be brought to enforce the terms of this Consent Order.

COMMISSIONER'S FINDINGS OF FACT, CONCLUSIONS OF LAW, AND ORDER

I. FINDINGS OF FACT

12. Brock, CRD number 4517427, is a resident of Missouri and maintains an address at 2701 SE Trail, Saint Joseph, Missouri 64506. A check of the Central Registration Depository ("CRD") indicates that Brock was registered in Missouri as an agent from May 28, 2002 to June 18, 2015. Furthermore, CRD indicates that Brock is not currently registered with

any firm, as Brock has left the industry.

13. In or around 2010, Brock began to experience financial difficulties that compelled him to take out loans to continue financially supporting his family.
14. In or around May 2014, Brock took a loan from a related client, NCR, for ten thousand dollars (\$10,000).
15. In or around November, 2014 Brock drafted a promissory note to take a loan for fifty thousand dollars (\$50,000) from MR1 and MR2, clients unrelated to Brock. The promissory note was executed, and Brock received the fifty thousand dollar (\$50,000) loan from MR1 and MR2.
16. Brock repaid approximately seventeen thousand dollars (\$17,000) to MR1 and MR2 as of July 2015.
17. On or around July 21, 2015, the firm Brock was affiliated with paid approximately thirty-three thousand dollars (\$33,000) to make MR1 and MR2 whole.
18. As of April 17th 2016, NCR's ten thousand dollars (\$10,000) loan to Brock was paid back in full.

II. CONCLUSIONS OF LAW

19. The Commissioner finds Respondent borrowed funds from clients while registered as an broker-dealer agent in violation of Section 409.4-412(d)(13), and that this constitutes grounds to discipline Respondent under Section 409.4-412.
20. The Commissioner, after consideration of the stipulations set forth above and on the consent of Respondent and the Enforcement Section, finds and concludes that the Commissioner has jurisdiction over Respondent and this matter and that the following Order is in the public interest, necessary for the protection of public investors, and consistent with the purposes intended by Chapter 409.

III. ORDER

NOW, THEREFORE, it is hereby Ordered that:

1. Respondent, his agents, employees and servants, and all other persons participating in the above-described violations with knowledge of this order are permanently enjoined and restrained from engaging in dishonest or unethical conduct in violation of 409.4-412(d)(13).

2. Respondent, henceforth, shall not apply for registration as an investment adviser, investment adviser representative, broker-dealer, broker-dealer agent, or issuer agent in the state of Missouri.
3. Respondent shall pay to the Missouri Secretary of State's Investor Education and Protection Fund the sum of one thousand dollars (\$1,000). The payment shall be sent within ninety (90) days of the effective date of this Consent Order to the Securities Division at 600 W. Main Street, Jefferson City, Missouri 65101, and shall be payable to the Missouri Secretary of State's Investor Education and Protection Fund. The Division will send the money to the Missouri Secretary of State's Investor Education and Protection Fund.
4. Respondent shall pay his own costs and attorneys' fees with respect to this matter.

SO ORDERED:

WITNESS MY HAND AND OFFICIAL SEAL OF MY OFFICE AT JEFFERSON CITY,
MISSOURI THIS 6th DAY OF June, 2016.



JASON KANDER
SECRETARY OF STATE

Andrew M. Hartnett

ANDREW M. HARTNETT
COMMISSIONER OF SECURITIES

Consented to by:

THE ENFORCEMENT SECTION OF THE
MISSOURI SECURITIES DIVISION

Christina A. Peters

Christina A. Peters
Enforcement Counsel

RESPONDENT

Matthew J. Brock

Matthew J. Brock