Re Odorico

IN THE MATTER OF:

The Rules of the Investment Industry Regulatory Organization of Canada

and

Mark Odorico

2022 IIROC 21

Investment Industry Regulatory Organization of Canada
Hearing Panel (Ontario District)

Heard: July 15, 2022 in Toronto, Ontario via videoconference
Decision: July 15, 2022
Reasons for Decision: August 15 2022

Hearing Panel:
Frederick H. Webber, Chair and Emily Jelich
Appearances:
Kathryn Andrews, Senior Enforcement Counsel
Mark Odorico (present)

PENALTY DECISION

A. DECISION ON THE MERITS

¶ 1 This Panel made its decision on the merits in this case on April 7, 2022, available at *Re Odorico* 2022 IIROC 06 (the "Merits Decision"). The Panel's decision was that the Respondent had engaged in the following misconduct:

1. Between March 2014 and October 2018, the Respondent misappropriated funds from clients RM and JR/MR, contrary to Dealer Member Rule 29.1 (prior to September 1, 2016) and Consolidated Rule 1400 (after September 1, 2016);
2. Between January 2016 and February 2019, the Respondent effected unauthorized trades in client RM's account, contrary to Dealer Member Rule 29.1 (prior to September 1, 2016) and Consolidated Rule 1400 (after September 1, 2016); and
3. In May 2020, the Respondent failed to cooperate with Enforcement Staff who were conducting an investigation, contrary to Section 8104 of the Consolidated Rules.

B. ADJOURNMENT REQUESTS

¶ 2 The penalty phase of the hearing was originally scheduled to be heard by videoconference on June 17, 2022. The Respondent requested that the penalty hearing be adjourned for 30 days so that the Respondent could receive medical treatment and engage legal representation. This request was supported by a letter from his doctor, referring to some medical concerns, but not giving a specific diagnosis, course of treatment, recovery prognosis or required accommodation. However, it suggested that the Respondent "would benefit

from deferment or flexibility of any financial or legal meetings, deliberations or obligations" for 4 weeks. This request followed the pattern of numerous adjournment requests prior to the Panel's Merits Decision. This adjournment request was not opposed by IIROC counsel. Given the Respondent's pattern of adjournment requests, the Panel was reluctant to grant this request, but, since the request was not opposed by IIROC counsel, the adjournment was granted by the Panel. A new hearing date of July 15, 2022 was set and was made peremptory. The peremptory nature of the new hearing date, and the reasons that it was made peremptory, were explained to the Respondent prior to granting the adjournment and he agreed that it would be peremptory.

¶ 3 By email dated July 13, 2022, two days before the scheduled date for the peremptory penalty phase of the hearing, the Respondent sent IIROC another adjournment request, supported by another doctor's letter vaguely referencing the Respondent's "anxiety". At the beginning of the hearing on July 15, 2022, the Respondent's adjournment request was dealt with *in camera* at his request. This request was opposed by IIROC counsel. After hearing submissions from both IIROC counsel and the Respondent, the Panel decided not to grant the Respondent's adjournment request. The reasons for refusing this request were the Respondent's ongoing pattern of adjournment requests, the absence of any substantial reason for needing the adjournment, the peremptory nature of this hearing date and the Respondent's agreement thereto, firm opposition by IIROC counsel, and the overriding consideration of the public interest and the Respondent's clients in having disciplinary matters dealt with in an expeditious manner as stated in this Panel's Merits Decision.

¶ 4 The Panel then heard submissions on penalty from both IIROC counsel and the Respondent. IIROC counsel had provided the Panel and the Respondent with written submissions on penalty prior to June 17, 2022, the date originally scheduled for the penalty phases of the hearing. The Respondent did not provide written submissions.

C. THE PANEL'S AUTHORITY

¶ 5 The Panel has authority to decide the appropriate sanctions under Rule 20.33 (for conduct prior to September 1, 2016 and Rule 8210 (for conduct after September 1, 2016). Contraventions 1 and 2 misconduct regarding client RM occurred both before and after September 1, 2016; contravention 1 misconduct regarding clients JR/MR and contravention 3 misconduct (failure to cooperate) occurred after September 1, 2016.

¶ 6 The Panel has authority to assess and order the Respondent to pay costs under Rules 20.49 and 8214.

¶ 7 This penalty phase of the hearing proceeded with only two panel members, the third, Mr. Paul Bates being unable to attend due to illness. As noted in our Merits Decision, under Rule 8408(10), the hearing can proceed with only 2 members if both parties agree, and both parties agreed that the hearing could proceed on that basis.

D. SANCTIONS REQUESTED

¶ 8 IIROC stated that the following sanctions were warranted in this case:

a) a permanent ban from registration with IIROC;

b) a fine of $50,000 for contravention 1;

c) disgorgement of the amounts misappropriated;

d) a fine of $25,000 for contravention 2; and

e) a fine of $50,000 for contravention 3.

¶ 9 IIROC also sought costs of $25,000 being a small portion of its actual investigation and prosecution costs.

E. GOALS OF SECURITIES REGULATION

¶ 10 The primary objective of sanctions in securities regulation cases is prevention and protection rather than punishment. Therefore, in determining the appropriate sanctions, the Panel should consider whether the sanction will:

a) achieve specific deterrence of the Respondent committing similar misconduct in the future;

b) achieve general deterrence of other industry participants from committing similar misconduct; and

c) encourage public confidence in the investment industry and IIROC's regulation of capital markets.

¶ 11 The principle stated in paragraph 10 is well established, set forth in the IIROC Sanction Guidelines (the "Guidelines"), supported by the case law such as *Re Cartaway Resources Corp.,* [2004] 1 SCR 672 and has been followed by the Panel in this case. As was stated by the panel in *Re Wong* 2010 IIROC 50:

> To achieve both general and specific deterrence, the penalties imposed must be appropriately unpleasant to the respondent taking into account the respondent's specific misconduct and must also be in line with industry expectations. As stated in *Re Mills,* [2001] IDACD No. 7 at p.3:
>
> > Industry expectations and understandings are particularly relevant to general deterrence. If a penalty is less than industry expectations would lead its members to expect for the conduct under consideration, it may undermine the goals of the Association's disciplinary process; similarly, excessive penalties may reduce respect for the process and concomitantly diminish its deterrent effect. Thus, the responsibility of the [hearing panel] in a penalty hearing is to determine a penalty appropriate to the conduct and the respondent before it, reflecting that its primary purpose is preventative, rather than punishment.

¶ 12 Moreover, in *Re Pariak-Lukic*, 2015 LNONOSC 357, the Ontario Securities Commission noted that general deterrence must be addressed, even where the impact and consequences on the respondent will be significant.

F. THE SANCTION GUIDELINES

¶ 13 The Guidelines provide a suggested framework and key factors that a panel should consider when determining appropriate sanctions. The following are the applicable key factors in this case:

Nature of the Respondent's Misconduct

¶ 14 This factor involves an examination of:

- The number, size and character of the transactions;
- Whether the transactions were numerous and/or a pattern of misconduct; and
- Whether the misconduct took place over an extended period of time.

¶ 15 The misappropriation by the Respondent in this case involved three clients (JR/MR and RM), large sums were involved, and the misappropriation took place over a lengthy period of time. The Statement of Allegations and the Merits Decision both referred to misappropriation from clients RM of $449,000, but the witness stated the correct amount was $429,000. That amount plus the $150,000 misappropriated from clients JR/MR results in a total misappropriation of $579,000. The number of clients, the amount involved and the period of time over which the misappropriation took place are all aggravating factors.

¶ 16 The unauthorized trading only involved one client (RM), but there were numerous unauthorized trades occurring over a long period of time. The Statement of Allegations and the Merits Decision referred to 43

trades, but the IIROC witness, Ms. Lloyd and the account records show 86 trades. Either way, there was a substantial number of trades.

¶ 17 The misappropriation and unauthorized trading show a pattern of misconduct, an aggravating factor.

¶ 18 The failure to cooperate was a one-time event, but it is a serious contravention as has been recognized by previous panels. For example, the panel in *Re Nelson* 2019 IIROC 22, at paragraphs 36 and 38, stated:

> 36. …there is a general principle that the requirement to cooperate in any investigation is fundamental to maintaining an efficient, competitive market environment, and also to maintain the integrity of the securities system and protect the public interest.
>
> 38. IIROC's power to regulate its members is dependent on the latter's willingness to be subject to it, and this regulatory power is valid only if violation of these rules can be sanctioned. To exercise its regulatory and disciplinary powers fully, IIROC must conduct investigations and prove the facts that are essential to the decisions of the hearing panels called upon to sanction the violations. IIROC's legitimacy as a self-regulatory organization is dependent on its capacity to fully exercise its investigative powers. The respect for this power to investigate is crucial to its ability to impose compliance with the rules.

¶ 19 The misconduct of the Respondent regarding all three contraventions was serious, not trivial misconduct.

Whether the misconduct was intentional, willfully blind or reckless, and serious

¶ 20 It is clear on the evidence before this Panel that the Respondent's misconduct was intentional with respect to all three contraventions. His actions were not inadvertent or accidental. The Respondent was an experienced registrant (he was a registrant since 1990) and cannot claim that his actions were the result of inexperience.

Deceitful nature of the misconduct

¶ 21 The misappropriation and unauthorized trading were deceitful actions regarding the Respondent's clients. The clients were inexperienced investors who trusted the Respondent; he took advantage of that inexperience and trust to the clients' detriment. The public interest demands that registrants act with the utmost honesty. As stated in *Re Little*, 2007 IDACD No. 24 at paragraph 42:

> …transgressions must be looked in the light of the reputation which the investment industry must maintain in the eyes of the public and the effect which the transgressions could have on that reputation. The public interest demands that Members of the industry, and their employees, be held to a very high standard of financial probity. They must be trusted because they handle other people's money. They must be seen to be trustworthy. If conduct could even appear to cast doubt on that probity, then it could be detrimental to the public interest and constitute conduct unbecoming.

¶ 22 The deceitful nature of the Respondent's misconduct regarding his clients is an aggravating factor.

Harm to clients, other market participants, market integrity or reputation

¶ 23 The clients suffered significant harm as they did not receive the return of any of the funds provided to the Respondent. The Merits Decision misstated that $9,000 was repaid. Clients JR and MR suffered a loss of $150,000 and client RM suffered a loss of $429,000. In addition, the Respondent's misconduct was harmful to market integrity and the reputation of the marketplace.

Respondent's financial benefit

¶ 24 The Respondent benefited financially from his misconduct, in that the money he received from his clients, in the total amount of $579,000, was not returned to them. This Panel agrees with the Guidelines

which state that:

> Sanctions should ensure that a respondent does not financially benefit as a result of the misconduct.
>
> > It is a fundamental tenet that wrongdoers should not benefit from their wrongdoing. Accordingly, […] where the respondent benefitted financially from the misconduct, the sanction, where possible, should include a disgorgement of the amount of any such financial benefit [which] would include any profits, commissions, fees or any other compensations or other benefit received by the respondent, directly or indirectly, as result of the misconduct.

¶ 25 That statement has been confirmed in numerous cases, including those cited to this Panel, such as *Re Mark Allen Dennis,* 2012 ONSEC 24 and *Re Rojas Diaz*, 2021 ONSEC 21.

¶ 26 This Panel agrees with IIROC that disgorgement of the monies received by the Respondent in the amount of $579,000, is an appropriate sanction, in addition to any fine which the Panel may decide is appropriate.

Prior disciplinary history

¶ 27 The Respondent was an IIROC registrant from 1990 to April 2019 and has no prior disciplinary history. This Panel agrees with IIROC's submissions that:

> While the existence of a disciplinary history should be treated as an aggravating factor, the absence of one should not be treated as a mitigating factor as registrants are and should be expected to conduct themselves in accordance with IIROC Rules.

¶ 28 In addition to the foregoing factors, the Guidelines provide that a permanent ban should be considered where, among other things;

- The misconduct has an element of quasi criminal or criminal activity;
- There is reason to believe that the respondent cannot be trusted to act in an honest and fair manner; or
- The contraventions involve significant harm to the investing public, the integrity of the market or the securities industry.

¶ 29 In this case, the Respondent's conduct was deceitful and caused harm to his clients and to the integrity of the industry. In addition, this Panel has concluded that the Respondent cannot be trusted to act in an honest and fair manner with clients in the securities industry in the future. This conclusion is supported by the evidence of his denial of, and refusal to accept any responsibility for his misconduct (as detailed in the Merits Decision), and upon his refusal or inability to deal forthrightly with these proceedings as demonstrated by his ongoing pattern of adjournment requests.

¶ 30 This Panel has decided that a permanent ban is appropriate in this case.

G. PREVIOUS CASES

¶ 31 IIROC cited a number of prior cases in support of the sanctions requested, summarized in a chart, attached hereto as Schedule A. The Panel has reviewed the cases and agrees with IIROC counsel that they support the fines, disgorgement and a permanent ban as requested by IIROC.

H. COSTS

¶ 32 IIROC requested that the Respondent be ordered to pay costs of $25,000, being a small portion of its actual costs of investigation and prosecution of this matter. This request was supported by an affidavit of Ricki Ann Newmarch, of IIROC Staff.

¶ 33 This Panel has concluded that these proceedings were lengthy and costly, in significant part, due to the

actions of the Respondent. Accordingly, the Panel agrees with IIROC that the Respondent should be ordered to pay costs of $25,000 as requested.

I. ORDER

¶ 34 It is this Panel's decision that the following sanction be imposed on the Respondent:

a) a permanent ban from registration with IIROC;

b) a fine of $50,000 for contravention 1;

c) disgorgement of $579,000, the amount misappropriated;

d) a fine of $25,000 for contravention 2;

e) a fine of $50,000 for contravention 3; and

that the Respondent be ordered to pay costs of $25,000.

DATED at Toronto, Ontario this 15 day of August 2022.

Frederick H. Webber

Emily Jelich

SCHEDULE A

Misappropriation of Funds			
Decision	**Contraventions**	**Relevant Facts**	**Penalty**
Re Dass, 2009 IIROC 22	1. Engaged in personal financial dealings with clients without Firm's knowledge or consent (By-law 29.1) 2. Misappropriated monies from clients without knowledge or consent of those clients (By-law 29.1) 3. Attempted to frustrate and/or obstruct the Association's investigation by asking former client to make misrepresentation to Association (By-law 29.1/19.5)	- Borrowed approximately $200, 000 from client without firm's knowledge and consent; loan was unsecured and repaid but respondent again borrowed $211,000 from another pair of clients without the knowledge or consent of the firm (loan was this time secured by mortgage on property Respondent and wife owned); loan was repaid - Respondent solicited participation of client in private placement in Micromem Technologies Inc. after firm declined to participate and approve of Respondent becoming director of Micromem; clients then sent $132, 000 cheque to be used to purchase securities in Micromem private placement but per Respondent's instructions directed cheque to CND Investments Inc., the Respondent's personal company (cheque was not used to purchase securities) - Further solicited a friend of a client to do the same and thus a cheque of $132,945 was made payable to CND Investments in trust; the firm was unaware of both transactions - Respondent wired funds to client in the amounts of NSF cheques issued prior - Respondent advised clients that firm was not involved with transactions to save on commissions and brokerage fees - Respondent sent Draft Letter to client to be addressed to Association Enforcement staff claiming that clients were satisfied with services and that Respondent had not conducted himself in unprofessional manner and denying participating in private placement; client refused to sign and later respondent called client to try to convince him to advise Association Enforcement Staff that monies advanced were a personal loan in the form of a mortgage and not for private placement	- $20,000 fine for undisclosed personal business with client, $100, 000 fine for misappropriation, $100,000 fine for obstruction of IIROC investigation - Permanent ban from registration - $83,184 in costs

Wong (Re), 2010 IIROC 50	1. Engaged in conduct unbecoming in misappropriating funds from member firm employer (Dealer Member Rule 29.1)	- Executed transactions in US treasury bills which had net effect of generating profits in two of Respondent's personal accounts at the expense of the inventory account of member firm employer - Respondent had shown no appreciation for the egregious nature of his misconduct; had not shown remorse for any of his conduct - Respondent's dishonest conduct repeated during period in question - Repaid firm $210,000 that was misappropriated; disgorgement order not necessary in the circumstances	- $100,000 fine - Permanent bar - $25,000 in costs
Dettelbach (Re), 2011 IIROC 6	1. Engaged in conduct unbecoming by misappropriating funds (Dealer Member Rule 29.1) 2. Failed to co-operate with IIROC by failing to attend at IIROC interview (Dealer Member Rule 19.5)	- Improperly transacted approximately 50 cancel and correct orders, without instructions, resulting in a benefit to two clients, and a detriment to approximately 15 other clients at member firm (losses totalled $164,842.90); processed at least 53 improper trade tickets - the Respondent did not appear for the scheduled interview nor did anyone attend on her behalf, and the Respondent not contact the investigator with respect to these matters, despite multiple requests to do so	- $25,000 fine for misappropriation and $50,000 fine for failure to cooperate - Permanent ban - $40,000 in costs
Ahn (Re), 2011 IIROC 31	1. Misappropriation and creation of false documents 2. Non-cooperation with IIROC	- Misappropriated more than $778,000 through series of cheques over two-month period; client was led to believe that moneys were for investment in Manulife - Client signed cheques but respondent completed them and made them payable to another client; client raised the money for new investments by selling various investments and collapsing tax deferred funds on the advice of the respondent (money misappropriated represented more than half of her liquid and invested assets) - Client was elderly (80) and not sophisticated in investment and financial matters; respondent did not reimburse client or employer firm for money paid in restitution - Respondent did not attend interview, file a Response or attend hearing	- $1,000,000 fine for first charge; $50,000 for second charge - Permanent ban - $7,000 in costs

Mark Allen Dennis, 2012 ONSEC 24	1. Misappropriated funds from client (Dealer Member Rule 29.1) 2. Refused and/or failed to attend and give information in respect of an investigation being conducted by IIROC (Dealer Member Rule 19.5)	- Misappropriated $1,400,000 from client and failed to co-operate with IIROC investigation; IIROC sought review of decision on grounds that Hearing Panel erred in principle by interpreting Dealer member Rule 20.33 as a penal rule requiring strict interpretation; erred in law by misinterpreting the word "profit" in Dealer Member Rule 20.33; and interpreted Dealer Member Rule 20.33 in manner inconsistent with public interest - Hearing panel decision: $1,000,000 fine for first contravention; $25,000 fine for second contravention; permanent bar; plus $7,500 in costs - OSC found that Hearing Panel inappropriately considered existence of criminal and civil proceedings as justification for refusal to order full disgorgement of misappropriated funds through imposition of fine - The words "profit made or loss avoided" in Rule 20.33 are meant to encompass any benefit obtained by a person who violates the Dealer Member Rules; the error committed by the Hearing panel in misinterpreting Rule 20.33 warranted intervention by OSC - Confidence in securities markets will be seriously eroded if Respondent was allowed to keep a significant portion of ill-gotten gains - A fine should include the amount of any financial benefit to a respondent as indicated in the sanctioning guideline relating to misappropriation of funds contrary to Rule 29.1	- $1,450,000 fine for first contravention; $25,000 fine for second contravention - Permanent ban - $7,500 in costs

MFDA (Rojas Diaz) (Re), 2021 ONSEC 21	1. Misappropriated funds from client (MFDA Rule 2.1.1)	- Original decision from MFDA panel ordered a permanent prohibition from conducting securities related business while in the employ or affiliated with a Member of the MFDA, and costs of $2,500 - MFDA Staff sought to vary the order by imposing a fine of $52,270 - Respondent continued to encourage client to open line of credit then subsequently changed client's contact details on their profile without client's knowledge or authorization; the Respondent then opened a new bank account in the name of the client to pay the minimum interest on the line of credit from the new account, without the client's knowledge or consent; the Respondent falsified the client's signature on a letter of direction to facilitate these changes - Without the client's knowledge or authorization, within an approximately 10 month period, the Respondent processed approximately 30 increases to the credit limit on the line of credit, 30 withdrawals from client's line of credit, and 15 deposits to pay monthly interest charges so line of credit would not go into default (misappropriated approximately $39,270 from line of credit and used monies for personal benefit) - MFDA panel erred in law, proceeded on an incorrect principle, and adopted and applied a perception of the public interest that is inconsistent with that of the Commission by deciding not to order disgorgement or any financial penalty against Respondent - MFDA panel erred in law and proceeded on incorrect principle by treating Bank's reimbursement to the client and the fact that the Bank, not the client, ultimately suffered the loss, as mitigating factors; proceeded also on the incorrect principle by treating Respondent's motivation (financial difficulties not lavish lifestyle) for misappropriating money taken from a client's account as a mitigating factor that diminished seriousness of misconduct - MFDA panel overemphasized Respondent's inability to pay a financial penalty given the seriousness of his misconduct and erred in concluding that an order requiring disgorgement of the misappropriated funds would be punitive	- Order varied to include $52,270 fine ($20,000 administrative penalty, disgorgement amount less $7, 000 that Respondent repaid to Bank as part of Proposal)

Unauthorized Trading			
Decision	**Contraventions**	**Relevant Facts**	**Penalty**
Harding (Re), 2011 IIROC 65	1. Unsuitable recommendations (IDA Regulation 1300.1(q)) 2. Unauthorized transactions, conduct unbecoming (IDA By-law 29.1)	- Client was unsophisticated - Margin account had over 350 transactions in four-year period, 27 shorttransactions in under four years, shorting of government bond, and excessive investments in highly speculative penny stocks, all of which resulted in trading loss of over $150,000 during time of rising market - Client received trade confirmations, which she hardly understood butwas never consulted or advised about trades; she did not question Respondent about them because she trusted him completely	- $125,000 fine - Suspension of approval for five years - Disgorgement of commissions in amount of $17, 861 - $25,000 in costs
Armstrong (Re), 2015 IIROC 34	1. Regularly entering trades in client's account without first obtaining client's consent (unauthorized trades) 2. Refused and failed to attend and give information in respect of an investigation beingconducted by Staff (Dealer Member Rule 19.5)	- Respondent was never given authority to enter trades on a discretionaryor unauthorized basis and accounts had not been designated nor approved as discretionary accounts; between December 2009 and February 2013, respondent made at least 18 trades in client's account that were not authorized by client - Respondent intentionally "created" notes to support position that heconsulted client about trade on December 27, 2012 - Respondent earned commissions on unauthorized transactions totalling $3,900 and client incurred deferred sales charge fee on the sale of unitsof mutual funds in some instances (client was not advised of this possibility) - Respondent failed to reply to a request for the continuation of his interview (which was halted on April 29, 2014 after respondent indicatedhe wanted to consult counsel who was not in attendance that day)	- $50,000 fine - Permanent bar on approval with IIROC - Disgorgement of commissions in amount of $3,979.89 - $50,000 in costs

Unauthorized Trading			
Decision	**Contraventions**	**Relevant Facts**	**Penalty**
Li (Re), 2016 IIROC 7	1. Unauthorized trades (Dealer Member Rule 29.1) 2. discretionary tradesin client accounts (Dealer Member Rule 1300.4) 3. Made misrepresentations tons to firm (Dealer Member Rule 29.1) 4. Refused to provide information required for IIRO investigation into conduct (Dealer Member Rule 19.5)	- Respondent had made four purchases for a total of approximately $40,000 without client's authorization; client discovered them after the fact. Later, Respondent did not specify what changes he was going to make to client's accounts or when he planned to make the changes; made three transactions, purchasing shares totalling approximately $33,000 and soldshares for approximately $9,000 - Client later told Respondent not to do any transactions on account without permission after two purchases totalling approximately $30,000was made again; - client sustained overall loss of $15, 000 over few months; $6,000 was due to Respondent's trading - Respondent made large number of apparently discretionary sales inaccounts of 37 other clients that were not managed accounts; - Marked trade tickets for sell orders in client accounts as unsolicitedwhen Respondent used discretion to make transactions without knowledge of his clients - After failing to attend second interview, number was no longer in service and NRD-listed phone number elicited busy signal; Compel letter was notpicked up and was sent back to IIROC; process server made 9 unsuccessful attempts to contact - Once ultimately contacted, the Respondent denied recollection of an investigation and terminated the phone call after being asked his addressso that a Notice of Hearing could be sent; the number then became unreachable - Package comprising of letter, Notice of Hearing and copy of proceduralrules was sent to Vancouver Condo (also through attempted but failed personal service), email address supplied by proposed new employer, Yahoo email, and on IIROC website; at all times, the Respondent's address and phone number listed in the NRD was not changed	- $250,000 fine - Permanent bar from approval byIIROC - $15,000 in costs

Failure to Co-operate-and see above cases Dass, Dettelbach, Ahn, Dennis, Li and Armstrong			
Decision	**Contraventions**	**Relevant Facts**	**Penalty**
Re Nelson, 2019 IIROC 22	1. Failed to co-operatein an IIROC investigation (Section 1804 of Consolidated Rules)	- Investigation opened regarding allegation of transfers to and from thirdparties without satisfactory explanation - Respondent failed to attend two meetings at IIROC's offices - Later explained that she was unaware of the scope of the accusations and so was afraid to show up; she had been told in letters the purpose of the meeting and the possibility of disciplinary proceedings/measuresif she did not attend (and that these measures could have consequences for her future should she wish to return to the industry)	- $15,000 fine - Permanent ban from registration with IIROC - $5, 000 in costs