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8 BEFORE THE DEPARTMENT OF BUSINESS OVERSIGHT
9 OF THE STATE OF CALIFORNIA

10 In the Matter of:)
11 THE COMMISSIONER OF BUSINESS)
OVERSIGHT,)
12) CONSENT ORDER
Complainant,)
13 v.)
14 PATRICK GERALD GLEESON,)
15 Respondent.)
_____)

17 This Consent Order is entered into between the Commissioner of the Department of Business
18 Oversight (“Commissioner” or “Department”) and Patrick Gerald Gleeson (“Gleeson”) (hereinafter
19 collectively referred to as “the Parties”). Gleeson hereby consents to the issuance of this order by
20 the Commissioner and to the facts and conclusions as follows.

21 **RECITALS**

22 A. The Department has jurisdiction over the registration and regulation of those engaged in
23 the business of providing investment advisor services for compensation in California pursuant to the
24 Corporate Securities Law of 1968 (“CSL”) (Corp. Code, § 25000 et seq.)¹, and therefore has
25 jurisdiction over this matter.

26 B. On or about October 30, 2014, Gleeson filed an application with the Department on the
27 Form ADV for an investment adviser certificate. On or about November 21, 2014, Gleeson

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¹ All future references are to the California Corporations Code unless otherwise noted.

1 submitted additional information to the Department revealing that he had been providing investment
2 adviser services since 2002 to at least six (6) California clients and collecting related fees while
3 unregistered with the Department.

4 C. The conduct of investment advisory activities in California without being registered by the
5 Department is a violation of section 25230, subdivision (a), which provides in relevant part:

6 “(a) It is unlawful for any investment adviser to conduct business as
7 an investment adviser in this state unless the investment adviser has
8 first applied for and secured from the commissioner a certificate,
then in effect, authorizing the investment adviser to do so or unless
the investment adviser is exempted...”

9 D. The conduct of investment advisory services by Gleeson in California without being
10 registered by the Department violates section 25230, subdivision (a) and serves as grounds to impose
11 administrative penalties pursuant section 25252 and to seek ancillary relief, including but not limited
12 to restitution, disgorgement and/or damages pursuant to section 25254, in addition to other action.

13 NOW, THEREFORE, in consideration of the foregoing, the Parties agree to resolve the
14 matters cited herein as follows:

15 **TERMS AND CONDITIONS**

16 **Order to Desist and Refrain**

17 1. For failure to obtain proper registration by the Department, pursuant to section 25532,
18 Patrick Gerald Gleeson is hereby ordered to desist and refrain from advising others, either directly or
19 through writings, as to the value of securities or as to the advisability of investing in purchasing or
20 selling securities for compensation unless and until he has applied for and secured from the
21 Commissioner a certificate, then in effect, authorizing him to act in that capacity, or unless exempt.

22 **Order to Pay Back Renewal Fees**

23 2. For failure to obtain proper registration by the Department, pursuant to section 25608,
24 subdivision (q)(1), Patrick Gerald Gleeson is hereby ordered to pay registration renewal fees in the
25 amount of \$1,625.00 for the years 2002 to 2014 by cashier’s check made payable to the Department
26 of Business Oversight no later than May 20, 2015, submitted to the following:

27 Department of Business Oversight
28 Attn: Lindsay B. Herrick, Counsel
1515 K Street, Suite 200
Sacramento, CA 95814

1 **Additional Terms and Conditions**

2 3. This Consent Order is entered into for the purpose of judicial economy and expediency
3 and to avoid the expense of a hearing and possible further litigation.

4 4. Gleeson waives all rights to a hearing, and to any reconsideration, appeal, or other
5 rights that may be afforded pursuant to the CSL and the California Administrative Procedure Act
6 (Gov. Code, §11340 et seq.), the California Code of Civil Procedure, or any other provision of law in
7 connection with this matter. No provision of the Consent Order is subject to review in any court or
8 tribunal outside the Department.

9 5. Nothing in the Consent Order shall preclude the Commissioner from pursuing any
10 examination, enforcement action or additional agreement with Gleeson relating to other violations of
11 state or federal laws, regulations, including the CSL, or violations of this order. The Commissioner
12 reserves all rights to take any enforcement action necessary should the Department determine
13 Gleeson violated the terms of this Consent Order. Any enforcement action taken for violations of
14 the Consent Order may contain the facts and conclusions included in this order.

15 6. Nothing in this Consent Order shall operate to limit the Department’s ability to assist any
16 other agency, (county, state or federal) with any prosecution, administrative, civil or criminal,
17 brought by any such agency against Gleeson based upon any of the matters set forth herein or
18 otherwise.

19 7. Gleeson hereby agrees to comply with the Consent Order and any amendment thereto.
20 The Parties agree that this order is binding on the Department and Gleeson, as well as their
21 successors and assigns that are within the supervision of the Department, but it specifically does not
22 bind any federal or other state agencies or any other law enforcement agencies.

23 8. The waiver of any provision of the Consent Order shall not operate to waive any other
24 provision set forth herein, and any waiver, amendment or change to the terms of the Consent Order
25 must be in writing and signed by the Parties.

26 9. Gleeson acknowledges that he enters into this Consent Order voluntarily and without
27 coercion, and that no promise, threat or assurance has been made by the Department, or any officer
28 or agent thereof, about this order.

1 10. This Consent Order is the complete and exclusive statement of all the agreements,
2 conditions, promises, representations, and covenants between the Parties with respect to the subject
3 matter hereof, and supercedes all prior or contemporaneous agreements, negotiations,
4 representations, understandings, and discussions between and among the Parties, their respective
5 representatives, and any other person or entity with respect to the subject matter covered hereby.

6 11. This Consent order may be executed in one or more counterparts, each of which shall be
7 an original but all of which, together, shall be deemed to constitute a single document. A signature
8 received by facsimile shall be deemed the same as an original signature.

9 12. All signatories hereto represent and warrant that each possesses the necessary capacity
10 and authority to execute this Consent Order and bind the respective party of each.

11 13. This Consent Order is effective from the date executed by the Commissioner or her
12 designee, will thereby be deemed a final order, and will remain in effect and enforceable unless
13 stayed, modified, terminated or suspended by the Department.

14 Dated: 4/28/15 JAN LYNN OWEN
15 Commissioner of Business Oversight

16 By _____
17 MARY ANN SMITH
18 Deputy Commissioner

19 Dated: 4/20/15 By _____
20 PATRICK GERALD GLEESON

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