

STATE OF VERMONT
DEPARTMENT OF FINANCIAL REGULATION

IN RE: Alicia Marie Goodman a/k/a Lisa
Goodman; David Charles Goodman
DOCKET NO. 13-030-I

STIPULATION AND CONSENT ORDER

This Stipulation and Consent Order is entered this 4th day of August, 2014 by and among Alicia Marie (Lisa) Goodman and David Charles Goodman ("Respondents"), and the State of Vermont Department of Financial Regulation ("Department").

WHEREAS, the Commissioner of the Department ("Commissioner") is responsible for administering and enforcing the insurance laws of the State of Vermont, pursuant to which the Department has conducted an investigation of Respondents during the years 2013 through 2014; and

WHEREAS, as a result of the Department's investigation, the Department has concluded that Respondent Mr. Goodman violated the insurance laws of the State of Vermont for the reasons set forth in the March 7, 2014 Order Suspending Resident Producer Licenses #787057 and #787058 ("Suspension Order") (Exhibit A); and

WHEREAS, the Department has accordingly sought, and Respondents, by and through counsel, without the necessity of further formal proceedings, have agreed to take corrective and remedial measures as more specifically described herein; and

WHEREAS, Respondents, by and through counsel, elect to permanently waive any right to a hearing and appeal under the Vermont Administrative Procedure Act, Title 3, Chapter 25 of the Vermont Statutes Annotated; the rules, regulations, and orders of the Commissioner; and any right they may have to judicial review by any court with respect to this Consent Order.

NOW THEREFORE, the parties so stipulate, and the Commissioner makes findings and conclusions as follows:

FINDINGS OF FACT

Respondents admit and subject themselves to the jurisdiction of the Commissioner and the Department and consent to the entry of this Order by the Commissioner.

- 1. Respondents are Vermont residents. Respondent Mrs. Goodman was issued resident producer license #787057, and Respondent Mr. Goodman was issued resident producer license #787058.

2. On September 27, 2013, the Commissioner of the Vermont Department of Financial Regulation ("Department") issued an Ex Parte Order to Cease and Desist ("Cease and Desist Order") ordering Respondents to cease and desist from transacting business in Vermont as unregistered investment advisers in violation of 9 V.S.A. § 5403.

3. Also on September 27, 2013, the Department notified Respondents of their right to request a hearing on the Cease and Desist Order within thirty days of the mailing of the notice. Respondents did not request such a hearing.

4. On March 7, 2014, the Commissioner issued the Suspension Order pursuant to Section 13 of Department Regulation 82-1 (Revised), which authorizes the Commissioner to issue an order suspending a license without written or oral notice if the Commissioner finds that the public health, safety or welfare imperatively requires emergency action before a hearing can be held upon proper notice.

5. An interim hearing on the Suspension Order was held on May 23, 2014. The Department was required to prove the following two elements by a preponderance of the evidence:

- a. "First, the Department had to prove that at the time of the *ex parte* suspension of Respondents' producer licenses on March 7, 2014, it had reasonable grounds to believe that each of the Respondents had violated the Commissioner's September 27, 2014 Cease and Desist Order by continuing to act as unlicensed investment advisers in violation of 9 V.S.A. § 5403(a)." Findings of Fact, Conclusions of Law and Proposal for Decision ("Decision") at 2.
- b. "Second, the Department had to prove that on March 7, 2014 the facts and circumstances of Respondents' violations, which were known to the Department, were such that the Department had reasonable grounds to believe that 'emergency action' (i.e. *ex parte* of Respondents' producer licenses) was 'imperatively required' in order to protect the public welfare." Decision at 2.

6. The Decision concluded that the Department met its burden with respect to Respondent Mr. Goodman, but did not meet its burden with respect to Respondent Mrs. Goodman. As a result, Mr. Goodman's producer license remains under suspension and Mrs. Goodman's producer license has been reinstated.

#### CONCLUSIONS OF LAW

1. Pursuant to the provisions of 8 V.S.A. § 4804(a)(3), the Commissioner may revoke a resident producer license issued under Chapter 131 of Title 8 if the Commissioner finds that the licensee has violated any order of the Commissioner.

2. Respondent Mr. Goodman agrees that the Department had evidence sufficient to prove that by engaging in the conduct set forth in the Suspension Order, he violated 8 V.S.A. § 4804(a)(3).

3. Pursuant to 8 V.S.A. § 4804(a)(3) the Commissioner issues the following Consent Order.

### CONSENT ORDER

NOW, THEREFORE, based on Respondents' stipulation, and on the basis of the Findings of Fact and Conclusions of Law, the Commissioner issues the following Order, to be fully complied with following receipt by the Commissioner of the duly executed Consent to Entry of Administrative Order:

1. Respondent Mr. Goodman consents to the revocation of his resident producer license #787058 for the reasons set forth in the foregoing conclusions of law.

2. The Department agrees that on the effective date of this Consent Order it shall immediately provide Respondent Mrs. Goodman, and any authorized individual or agency, with its standard Letter of Certification confirming that she is an agent licensed (resident producer license #787057) in good standing with the Department, with a list of the lines for which she is licensed.

3. In the interest of Respondent Mrs. Goodman's desire to fully and finally resolve this matter, she has determined that she shall enter into this Stipulation and Consent Order. Respondent Mrs. Goodman enters no admission here, but in order to resolve this matter without further time, expense, and uncertainty, she agrees that this resolution is acceptable and in the best interests of the parties. Respondent Mrs. Goodman accordingly agrees to voluntarily surrender her resident producer license #787057 within 30 days of the effective date of this Consent Order.

4. Respondent Mrs. Goodman further agrees that this Stipulation and Consent Order shall be grounds for denial should she reapply for an insurance producer license of any kind in the State of Vermont.

5. Based on Respondents' circumstances, the Department concludes that it is appropriate to waive any financial penalties.

6. If Respondents fail or neglect to comply with any of the terms, conditions or undertakings set forth in this Stipulation and Consent Order, the Department may, upon written notice to Respondents, institute any legal or administrative proceedings it deems appropriate to enforce the same and to seek such other appropriate sanctions.

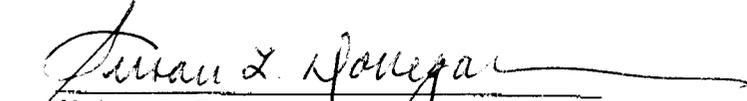
7. Upon surrender of Respondent Mrs. Goodman's resident producer license in accordance with the terms of this Consent Order, this Stipulation and Consent Order will be deemed to have documented the resolution of all matters arising from the Department's above-referenced investigation and will not be a basis for action against Respondents by the

Department arising out of these same events in regards to the business of insurance except in determining any action or penalty that may be imposed by the Department for any future violations of law by Respondents.

This ORDER shall become effective immediately upon the date set forth below.

BY ORDER OF THE COMMISSIONER

Entered at Montpelier, Vermont, this 4<sup>th</sup> day of August, 2014.

  
\_\_\_\_\_  
SUSAN L. DONEGAN, Commissioner  
Vermont Department of Financial Regulation

**CONSENT BY ALICIA MARIE GOODMAN A/K/A LISA GOODMAN AND DAVID CHARLES GOODMAN TO THE ENTRY OF AN ORDER BY THE COMMISSIONER IMPOSING TERMS, CONDITIONS AND UNDERTAKINGS UNDER THE INSURANCE LAWS OF THE STATE OF VERMONT AND RELEASE OF CLAIMS**

1. Alicia Marie Goodman a/k/a Lisa Goodman and David Charles Goodman ("Respondents"), hereby admit the jurisdiction of the Commissioner over the subject matter of this proceeding, and solely, with respect to this matter, knowingly and voluntarily waive any and all rights to a hearing before the Commissioner or her designee and all other procedures otherwise available under Title 8, Chapter 131 of the Vermont Statutes Annotated, and any successor act, or the rules, regulations, and orders of the Commissioner. Respondents also waive compliance with the provisions of 3 V.S.A., Chapter 25 regarding contested cases. Respondents acknowledge that this Consent Order constitutes a valid order duly rendered by the Commissioner.

2. Respondents voluntarily and knowingly waive any rights they may have to judicial review by any court by way of suit, appeal, or extraordinary remedy resulting from the issuance of the Consent Order.

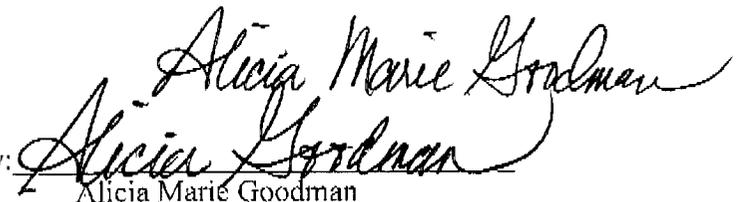
3. Respondents acknowledge and agree that the Consent Order is entered into freely and voluntarily and that no promise was made, nor was any coercion used, to induce the Respondents to enter into the Consent Order.

4. Respondents acknowledge their understanding of all terms, conditions, and obligations contained in the Consent Order and further acknowledge that should they fail to comply with any and all provisions of the Consent Order, the Commissioner may impose additional sanctions and seek other appropriate relief subject to the Respondents' rights to a hearing pursuant to Vermont's insurance laws.

5. Respondents, on behalf of themselves, successors, or assignees, agree to fully release any and all claims, demands, costs, actions and causes of action of whatever kind or nature against the Department of Financial Regulation and/or its employees and agents arising from the investigation, suspension, litigation, or any other aspect of this matter.

6. This Consent Order may be executed in separate counterparts, each of which is deemed to be an original and all of which taken together constitute one and the same agreement.

Dated this 4 day of August, 2014.

By:   
Alicia Marie Goodman

BEFORE ME this 4 day of August, 2014, personally appeared Alicia Marie Goodman who acknowledged that she, as being authorized so to do, executed the

foregoing for the purposes therein contained, and that such act of execution is her free act and deed on behalf of herself.

Pamela A Todt  
Notary Public

My Commission Expires: 2/10/2015



By: David Charles Goodman  
David Charles Goodman

BEFORE ME this 4 day of August, 2014, personally appeared David Charles Goodman who acknowledged that he, as being authorized so to do, executed the foregoing for the purposes therein contained, and that such act of execution is his free act and deed on behalf of himself.

Pamela A Todt  
Notary Public

My Commission Expires: 2/10/2015

