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**STATE OF WASHINGTON  
DEPARTMENT OF FINANCIAL INSTITUTIONS  
SECURITIES DIVISION**

IN THE MATTER OF DETERMINING  
whether there has been a violation of the  
Securities Act of Washington by:

OSAGE PACIFIC ADVISORS, INC. (CRD  
No. 284257),

Respondent.

Order Number: S-21-3156-22-SC01

STATEMENT OF CHARGES AND NOTICE  
OF INTENT TO ENTER AN ORDER TO  
CEASE AND DESIST, TO IMPOSE A FINE,  
AND TO CHARGE COSTS

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THE STATE OF WASHINGTON TO: OSAGE PACIFIC ADVISORS, INC. (CRD No.  
284257)

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**STATEMENT OF CHARGES**

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Please take notice that the Securities Administrator of the state of Washington has reason to believe that Respondent, Osage Pacific Advisors, Inc., violated the Securities Act of Washington. The Securities Administrator believes these violations justify the entry of an order against Respondent to cease and desist from such violations, to impose a fine, and to charge costs pursuant to RCW 21.20.390 and RCW 21.20.395. The Securities Administrator finds as follows:

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**TENTATIVE FINDINGS OF FACT**

*Respondent*

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1. Osage Pacific Advisors, Inc. is an investment adviser with its principal office in Laguna Hills, California. Respondent has been registered in California as an investment adviser since September

1 19, 2016. At no time has Respondent been registered in Washington as an investment adviser.  
2 Respondent's Central Registration Depository (CRD) number is 284257.

3 *Nature of the Conduct*

4 2. Jennifer McWethy (CRD No. 1765041) was employed as an investment adviser  
5 representative of Respondent from December 21, 2016 to January 25, 2022. During this time she worked  
6 from a non-registered office in Kirkland, Washington, which was also her residence.

7 3. Ms. McWethy was registered in California as an investment adviser representative of  
8 Respondent from December 23, 2016 to January 25, 2022. At no time was Ms. McWethy registered in  
9 Washington as an investment adviser representative of Respondent.

10 4. From at least April 28, 2021 to the present, Respondent has held out Ms. McWethy as a  
11 "401k Investment Advisor" located in "Kirkland, WA" in its profile on the website alignable.com, at  
12 <https://www.alignable.com/kirkland-wa/retirement-plan-expert-at-osage-pacific-advisors>.

13 5. Between December 23, 2016 and January 25, 2022, Ms. McWethy conducted investment  
14 advisory business by providing portfolio management services on behalf of Respondent in Washington.  
15 Respondent compensated Ms. McWethy for her investment advisory activities.

16 6. Between December 23, 2016 and January 25, 2022, Respondent permitted Ms. McWethy to  
17 conduct investment advisory business on its behalf in Washington.

18 7. Respondent failed to update its Form ADV after Ms. McWethy's hiring to report the  
19 additional employee. Specifically, Respondent failed to include Ms. McWethy in the reported number of  
20 employees in five annual amendments to its Form ADV that it filed on March 31, 2017; March 29, 2018;  
21 March 26, 2019; March 31, 2020; and March 31, 2021.

22 Based upon the above Tentative Findings of Fact, the following Conclusions of Law are made:

1 **CONCLUSIONS OF LAW**

2 1. Respondent employed Ms. McWethy as an investment adviser representative and permitted  
3 Ms. McWethy to act as an investment adviser representative of Respondent in Washington from on or about  
4 December 23, 2016, to January 25, 2022, without being registered as an investment adviser representative in  
5 Washington, in violation of RCW 21.20.040(5)(a). Such a violation is a basis to enter an order to cease and  
6 desist pursuant to RCW 21.20.390(1), to impose a fine pursuant to RCW 21.20.395(1), and to charge costs  
7 pursuant to RCW 21.20.390(5).

8 2. Respondent transacted investment advisory business in Washington between December 23,  
9 2016 and January 25, 2022 without being registered as an investment adviser in Washington in violation of  
10 RCW 21.20.040(3). Such a violation is a basis to enter an order to cease and desist pursuant to RCW  
11 21.20.390(1), to impose a fine pursuant to RCW 21.20.395(1), and to charge costs pursuant to RCW  
12 21.20.390(5).

13 3. Respondent held out its representative as an investment adviser located in Washington state.  
14 By doing so, while the representative was not registered as an investment adviser or an investment adviser  
15 representative in Washington, or exempt from such registration, Respondent violated RCW 21.20.040(4).  
16 Such a violation is a basis to enter an order to cease and desist pursuant to RCW 21.20.390(1), to impose a  
17 fine pursuant to RCW 21.20.395(1), and to charge costs pursuant to RCW 21.20.390(5).

18 **NOTICE OF INTENT TO ORDER THE RESPONDENT TO CEASE AND DESIST**

19 Pursuant to RCW 21.20.390(1), and based upon the Tentative Findings of Fact and Conclusions of  
20 Law, the Securities Administrator intends to order Respondent Osage Pacific Advisors, Inc., their agents  
21 and employees, to permanently cease and desist from violations of RCW 21.20.040.

1 **NOTICE OF INTENT TO IMPOSE A FINE**

2 Pursuant to RCW 21.20.395(1), and based upon the Tentative Findings of Fact and Conclusions of  
3 Law, the Securities Administrator intends to order that Respondent Osage Pacific Advisors, Inc. shall be  
4 liable for and shall pay a fine of \$15,000.

5 **NOTICE OF INTENT TO CHARGE COSTS**

6 Pursuant to RCW 21.20.390(5), and based upon the Tentative Findings of Fact and Conclusions of  
7 Law, the Securities Administrator intends to order that Respondent Osage Pacific Advisors, Inc. shall be  
8 liable for and shall pay the costs, fees, and other expenses incurred in the administrative investigation and  
9 hearing of this matter, in an amount not less than \$1,000.

10 **AUTHORITY AND PROCEDURE**

11 This Statement of Charges is entered pursuant to the provisions of Chapter 21.20 RCW and is subject  
12 to the provisions of RCW 21.20.120 and Chapter 34.05 RCW. Respondent Osage Pacific Advisors, Inc. may  
13 make a written request for a hearing as set forth in the Notice of Opportunity for Hearing accompanying this  
14 Order. If a respondent does not make a hearing request in the time allowed, the Securities Administrator  
15 intends to adopt the above Tentative Findings of Fact and Conclusions of Law as final to that respondent  
16 and, as described above, enter a permanent order to cease and desist and to impose any fines and costs sought  
17 against the respondent.

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19 SIGNED and ENTERED this 4th day of February, 2022.

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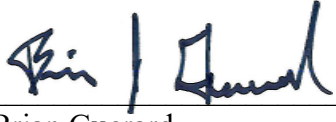
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William M. Beatty  
Securities Administrator

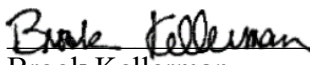
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Approved by:



Brian Guerard  
Chief of Enforcement

Presented by:



Brook Kellerman  
Compliance Legal Examiner