The American University Business Law Review ("BLR") has compiled a survey containing the statutes and regulations that a federal government regulator or other agency could rely on to impose financial or other penalties on Chief Compliance Officers ("CCOs"). This chart indicates: (1) a citation to the provision, (2) which regulator or regulators are responsible for the enforcement of the provision, (3) the statutory text (edited for brevity where necessary), and (4) an explanation of the potential impact on a CCO.

While we have attempted to include a variety of industries to which such laws apply, this survey does not purport to be a complete examination of every possible law, regulation, rule, guideline, or edict imposed through enforcement applicable to all industries. In addition, this survey is not intended to provide legal advice and should not be relied upon by any recipient for that purpose.

CCOs may want to pay particular attention to the potential impact of the regulators' power to assess civil money penalties and to remove officers, as well as the limitations imposed by the FDIC on payment of legal defense costs.

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STATUTES			
Banking			
12 U.S.C. § 1818(a)	FDIC	(A) If the Board of Directors determines that— (i) an insured depository institution or the directors or trustees of an insured depository institution have engaged or are engaging in unsafe or unsound practices in conducting the business of the depository institution; (ii) an insured depository institution is in an unsafe or unsound condition to continue operations as an insured institution; or (iii) an insured depository institution or the directors or trustees of the insured institution have violated any applicable law, regulation, order, condition imposed in writing by the Corporation in connection with the approval of any application or other request by the insured depository institution, or written agreement entered into between the insured depository institution and the Corporation, the Board of Directors shall notify the appropriate Federal banking agency with respect to such institution (if other than the Corporation) or the State banking supervisor of such institution (if the Corporation is the appropriate Federal banking agency) of the Board's determination and the facts and circumstances on which such determination is based for the purpose of securing the correction of such practice, condition, or violation. Such notice shall be given to the appropriate Federal banking agency not less than 30 days before the notice required by subparagraph (B), except that this period for notice to the appropriate Federal	<u>Hearing</u> If, on the basis of the evidence presented at a hearing before the Board of Directors (or any person designated by the Board for such purpose), in which all issues shall be determined on the record pursuant to section 554 of Title 5 and the written findings of the Board of Directors (or such person) with respect to such evidence (which shall be conclusive), the Board of Directors finds that any unsafe or unsound practice or condition or any violation specified in the notice to an insured depository institution under paragraph (2)(B) or subsection (w) of this section has been established, the Board of Directors may issue an order terminating the insured status of such depository institution effective as of a date subsequent to such finding. <u>Appearance; consent to termination</u> Unless the depository institution shall appear at the hearing by a duly authorized representative, it shall be deemed to have consented to the

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		banking agency may be reduced or eliminated with the agreement of such agency. (B) Notice of intention to terminate insurance If, after giving the notice required under subparagraph (A) with respect to an insured depository institution, the Board of Directors determines that any unsafe or unsound practice or condition or any violation specified in such notice requires the termination of the insured status of the insured depository institution, the Board shall— (i) serve written notice to the insured depository institution of the Board's intention to terminate the insured status of the institution; (ii) provide the insured depository institution with a statement of the charges on the basis of which the determination to terminate such institution's insured status was made (or a copy of the notice under subparagraph (A)); and (iii) notify the insured depository institution of the date (not less than 30 days after notice under this subparagraph) and place for a hearing before the Board of Directors (or any person designated by the Board) with respect to the termination of the institution's insured status.	termination of its status as an insured depository institution and termination of such status thereupon may be ordered. Judicial review Any insured depository institution whose insured status has been terminated by order of the Board of Directors under this subsection shall have the right of judicial review of such order only to the same extent as provided for the review of orders under subsection (h) of this section.
12 U.S.C. § 1818(b)	FDIC, OCC, Federal Reserve, and NCUA	Cease-and- desist order: If, in the opinion of the appropriate Federal banking agency, any IAP is, has, or is about to engage in an unsafe or unsound practice in conducting the business of such depository institution, or is, has, or is about to violate, a law, rule, or regulation, or any condition imposed in writing by a Federal banking agency in connection	Any violation of law, including a finding that a CCO has or is engaged in an unsafe or unsound practice in the opinion of a regulator, may result in a cease-and-desist order.

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		with any action on any application, notice, or other request by the depository institution or institution- affiliated party, or any written agreement entered into with the agency, the appropriate Federal banking agency for the depository institution may issue and serve upon the depository institution or such party a notice of charges in respect thereof. The notice shall contain a statement of the facts constituting the alleged violation or violations or the unsafe or unsound practice or practices, and shall fix a time and place at which a hearing will be held to determine whether an order to cease and desist therefrom should issue against the depository institution or the institution-affiliated party. In the event the agency finds that any violation or unsafe or unsound practice specified in the notice of charges has been established, the agency may issue and serve upon the depository institution or an IAP from any such violation or practice. Such order may, by provisions which may be mandatory or otherwise, require the depository institution or its IAPs to cease and desist from the same, and, further, to take affirmative action to correct the conditions resulting from any such violation or practice.	Additional Comments: 1. The authority under § 1818(b) to issue a cease-and- desist order also carries the authority to require affirmative action to correct or remedy any conditions resulting from any violation or practice or limit activities and functions. §§ 1818(b)(6)-(7). The cease and desist power has been used on occasion to restrict the activities of bank officials. 2. Among the potential provisions in an order, though rare, could be a requirement that monetary restitution be paid by a CCO to the financial institution.
12 U.S.C. § 1818(e)	FDIC, OCC, Federal Reserve, and NCUA	Removal: Whenever the appropriate Federal banking agency determines that: A. any IAP has, directly or indirectly… i. violated—— I. any law or regulation; II. any cease-and-desist order which has become final; III. any condition imposed in writing by a Federal banking	A CCO may be removed from office if a regulator determines that the CCO violated any law, regulation, or condition imposed by a regulator, or any written agreement between the financial institution and the regulator involving unsafe or unsound practices or breach of

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		agency in connection with any action on any application, notice, or request by such depository institution or institution-affiliated party; **or** IV. any written agreement between such depository institution and such agency; ii. engaged or participated in any unsafe or unsound practice in connection with any insured depository institution or business institution; or iii. committed or engaged in any act, omission, or practice which constitutes a breach of such party's fiduciary duty; **and** B. By reason of the violation, practice, or breach described in any clause of subparagraph (A)— i. such insured depository institution or business institution has suffered or will probably suffer financial loss or other damage; [**or**] ii. the interests of the insured depository institution's depositors have been or could be prejudiced; **or** iii. such party has received financial gain or other benefit by reason of such violation, practice, or breach; **and** C. Such violation, practice, or breach—— (i) involves personal dishonesty on the part of such party; **or** (ii) demonstrates willful or continuing disregard by such party for the safety or soundness of such insured	fiduciary duty IF **all** of the following conditions are met: First, the CCO violated: 1) any law or regulation; 2) any final cease-and-desist order; 3) any condition imposed by a Federal banking agency; or 4) any written agreement between the bank and regulator involving unsafe or unsound practices or involving an act or practice which constitutes a breach of fiduciary duty. Second, either: 1) the violation or practice caused the financial institution a financial loss or other damage; 2) the interest of depositors was or could have been prejudiced; or 3) the CCO benefited from the violation. Third, the violation 1) involves personal dishonesty by the CCO; or 2) demonstrates willful or continuing disregard by the CCO for the safety and soundness of the depository institution. The CCO is entitled to an Administrative Procedures Act ("APA") hearing if no settlement is reached between the

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		depository institution or business institution. the appropriate Federal banking agency for the depository institution may serve upon such party a written notice of the agency's intention to remove such party from office or to prohibit any further participation by such party, in any manner, in the conduct of the affairs of any insured depository institution.	parties. Additional Comments: 1. Knowing violation of a removal order subjects the individual to criminal penalties composed of a fine of up to $1,000,000, up to 5 years in prison, or both. § 1818(j).
12 U.S.C. § 1818(g)	FDIC, OCC, Federal Reserve, and NCUA	Suspension: Whenever any institution-affiliated party is the subject of any information, indictment, or complaint, involving the commission of or participation in— (i) a crime involving dishonesty or breach of trust which is punishable by imprisonment for a term exceeding one year under State or Federal law, or (ii) a criminal violation of section 1956, 1957, or 1960 of Title 18 or section 5322 or 5324 of Title 31, the appropriate Federal banking agency may, if continued service or participation by such party posed, poses, or may pose a threat to the interests of the depositors of, or threatened, threatens, or may threaten to impair public confidence in, any relevant depository institution, by written notice served upon such party, suspend such party from office or prohibit such party from further participation in any manner in the conduct of the affairs of any depository institution.	A CCO may be suspended for the time during which he or she is the subject of a formal investigation involving a felony crime of dishonesty or breach of trust or a criminal violation of the Bank Secrecy Act. Additional Comments: 1. A suspension or prohibition under § 1818(g) shall remain in effect until the information, indictment, or complaint referred to in such subparagraph is finally disposed of or until terminated by the agency. 2. In 1976, a federal court held that due process requires that the individual be given an immediate post-suspension hearing. *Feinberg v. Fed. Deposit Ins. Corp.*, 420 F. Supp. 109 (D.D.C. 1976).

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12 U.S.C. § 1818(i)	FDIC, OCC, Federal Reserve, and NCUA	Civil Money Penalty: Applicable to any institution or any IAP. 3 tiers: First Tier: **Strict liability** for violation of any law or regulation, final or temporary order, or any written condition or agreement with a Federal banking agency. CMP is up to **$7,500** per day during which such violation continues. Second Tier: any institution-affiliated party who (i)(I) commits any violation described [in the first tier]; (II) recklessly engages in an unsafe or unsound practice in conducting the affairs of such insured depository institution; **or** (III) breaches any fiduciary duty; (ii) which violation, practice, or breach— (I) is part of a pattern of misconduct; (II) causes or is likely to cause more than a minimal loss to such depository institution; **or** (III) results in pecuniary gain or other benefit to such party, shall pay a CMP of up to **$37,500** per day during which such violation, practice, or breach continues. Third Tier: any IAP who— (i) **knowingly—** (I) commits any violation described in any clause [in the first tier];	A CCO may be subject to monetary penalties (which cannot be reimbursed by the financial institution) for violating **any** law, regulation, or order related to a Federal banking agency. The amount of potential penalty increases based upon the CCO's mental state or intention in bringing about or failing to prevent a violation. The first tier penalty is available for any violation, regardless of the CCO's intent or lack thereof. An Administrative Procedures Act ("APA") hearing is required if no settlement is reached between the parties, regardless of which tier of violation is implicated. Additional Comments: 1. In 1998, all of the Federal financial regulators adopted a revised interagency statement of policy regarding when they assess the civil money penalties. In determining whether to assess a penalty and, if so, the amount, the agencies are to evaluate statutory factors including: the size of the financial resources, good faith, gravity of violation, history of

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		(II) engages in any unsafe or unsound practice in conducting the affairs of such depository institution; or (III) breaches any fiduciary duty; **and** (ii) **knowingly or recklessly** causes a substantial loss to such depository institution or a substantial pecuniary gain or other benefit to such party by reason of such violation, practice, or breach… is liable for a CMP of up to **$1,425,000** per day during which such violation, practice, or breach continues.	violations and other matters that justice requires. Those 13 criteria are: a. Evidence that the violation or practice or breach of fiduciary duty was intentional or was committed with a disregard of the law or with a disregard of the consequences to the institution; b. The duration and frequency of the violations, practices, or breaches of fiduciary duty; c. The continuation of the violations, practices, or breach of fiduciary duty after the respondent was notified or, alternatively, its immediate cessation and correction; d. The failure to cooperate with the agency in effecting early resolution of the problem; e. Evidence of concealment of the violation, practice, or breach of fiduciary duty or, alternatively, voluntary disclosure of the violation, practice or breach of fiduciary duty; f. Any threat of loss, actual loss, or other harm to the institution, including harm to the public

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			confidence in the institution, and the degree of such harm; g. Evidence that a participant or his or her associates received financial gain or other benefit as a result of the violation, practice, or breach of fiduciary duty; h. Evidence of any restitution paid by a participant of losses resulting from the violation, practice, or breach of fiduciary duty; i. History of prior violation, practice, or breach of fiduciary duty, particularly where they are similar to the actions under consideration; j. Previous criticism of the institution or individual for similar actions; k. Presence or absence of a compliance program and its effectiveness; l. Tendency to engage in violations of law, unsafe or unsound banking practices, or breaches of fiduciary duty; and m. The existence of agreements, commitments orders, or

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			conditions imposed in writing intended to prevent the violation, practice, or breach of fiduciary duty. 2. New Matrices: On Feb. 26, 2016 the OCC released new matrices with new factors and weight, one for institutions and the other for individuals. The release can be accessed at http://www.occ.gov/news-issuances/bulletins/2016/bulletin-2016-5a.pdf. 3. Hearing: The person against whom any penalty is assessed shall be afforded the right to have the matter litigated in an APA hearing before an independent Administrative Law Judge ("ALJ"). The ALJ's recommendations are provided to the agency head for a final decision. That decision can be appealed to the U.S. Court of Appeals.
12 U.S.C. § 1818(w)	FDIC	After receipt of written notification from the Attorney General by the FDIC of a conviction of violations related to money laundering, BSA/AML recordkeeping and reporting violations, or structuring, the FDIC shall issue to the insured depository institution a notice of its intention to terminate the insured status	In determining whether to terminate insurance the FDIC shall take into account the following factors: 1. The extent to which directors or senior executive officers of the

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		of the insured depository institution and schedule a hearing on the matter, which shall be conducted in all respects as a termination hearing.	depository institution knew of, or were involved in, the commission of the money laundering offense of which the institution was found guilty. 2. The extent to which the offense occurred despite the existence of policies and procedures within the depository institution which were designed to prevent the occurrence of any such offense. 3. The extent to which the depository institution has fully cooperated with law enforcement authorities with respect to the investigation of the money laundering offense of which the institution was found guilty. 4. The extent to which the depository institution has implemented additional internal controls (since the commission of the offense of which the depository institution was found guilty) to prevent the occurrence of any other money laundering offense. 5. The extent to which the interest

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			of the local community in having adequate deposit and credit services available would be threatened by the termination of insurance. 12 U.S.C. § 1818(w)(2).
12 U.S.C. § 1829(a)	FDIC, OCC, Federal Reserve, and NCUA	Prohibition: Except with the prior written consent of the Corporation— (A) any person who has been convicted of any criminal offense involving dishonesty or a breach of trust or money laundering, or has agreed to enter into a pretrial diversion or similar program in connection with a prosecution for such offense, may not— (i) become, or continue as, an institution-affiliated party with respect to any insured depository institution; (ii) own or control, directly or indirectly, any insured depository institution; or (iii) otherwise participate, directly or indirectly, in the conduct of the affairs of any insured depository institution; and (B) any insured depository institution may not permit any person referred to in subparagraph (A) to engage in any conduct or continue any relationship prohibited under such subparagraph. Whoever knowingly violates the above shall be fined not more than $1,000,000 for each day such prohibition is violated or imprisoned for not more than 5 years, or both.	A CCO who is convicted of a criminal offense involving 1) dishonesty, 2) a breach of trust, or 3) money laundering will be summarily dismissed and prohibited from owning or participating in the affairs of an insured financial institution. This requires the prosecution of the CCO in a court but, once convicted, the agencies may impose the prohibition without further hearings.
12 U.S.C. § 1831o(f)(2)(F)(ii)	FDIC, OCC, Federal	The appropriate Federal banking agency shall carry out this section by taking one or more of the following actions:	"Executive officer" means any person who "participates or has authority to

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	Reserve	(F)(ii) Requiring the institution to **dismiss from office any** director or **senior executive officer** who had held office for more than 180 days immediately before the institution became undercapitalized. Dismissal under this clause shall not be construed to be a removal under § 1818e.	participate (other than as a director) in major policymaking functions of the company or bank." 12 U.S.C. § 375b. Thus, an undercapitalized institution may be required to dismiss the CCO. No hearing is required for the dismissal of the CCO to proceed; however it may be possible for the institution to argue the determination of being undercapitalized as arbitrary and capricious.
12 U.S.C. § 1833a	FDIC, OCC, Federal Reserve	(a) In general Whoever violates any provision of the 14 criminal statutes shall be subject to a civil penalty brought by the Attorney General in an amount assessed by the court in a civil action under this section. (b) Maximum amount of penalty (1) Generally The amount of the civil penalty shall not exceed $1,000,000. (2) Special rule for continuing violations In the case of a continuing violation, the amount of the civil penalty may exceed the amount described in paragraph (1) but may not exceed the lesser of $1,000,000 per day or $5,000,000. (3) Special rule for violations creating gain or loss	A CCO may be subject to monetary penalties (which cannot be reimbursed by the financial institution) far in excess of those noted above if they are found to have violated 14 specific criminal offenses. The 14 predicate offenses are: 1. 18 U.S.C. § 215 (receipt of commissions or gifts for procuring loans); 2. 18 U.S.C. § 656 (theft, embezzlement, or misapplication by bank officer or employee); 3. 18 U.S.C. § 657 (embezzling, abstracting,

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		(A) If any person derives pecuniary gain from the violation, or if the violation results in pecuniary loss to a person other than the violator, the amount of the civil penalty may exceed the amounts described in paragraphs (1) and (2) but may not exceed the amount of such gain or loss.	purloining, or willfully misapplying property of lending, credit, and insurance institutions) ; 4. 18 U.S.C. § 1005 (false bank entries, reports, and transactions) ; 5. 18 U.S.C. § 1006 (federal credit institution entries, reports, and transactions) ; 6. 18 U.S.C. § 1007 (Federal Deposit Insurance Corporation transactions) ; 7. 18 U.S.C. § 1014 (loan and credit applications generally; renewals and discounts; crop insurance), 8. 18 U.S.C. § 1344 (bank fraud); 9. 18 U.S.C. § 287 (false claims) ; 10. 18 U.S.C. § 1001 (false statements), 11. 18 U.S.C. § 1032 (concealment of assets from conservator, receiver, or liquidating agent) ; 12. 18 U.S.C. § 1341 (mail fraud) ; 13. 18 U.S.C. § 1343 (wire fraud); 15 U.S.C. § 645(a) (fraud in connection with Small Business Administration transactions).

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			However, because this is a **civil action** to recover a civil penalty under those criminal offenses, the Attorney General must only establish the right to recovery **by a preponderance of the evidence**, and need not prove guilt using the criminal standard (beyond a reasonable doubt). 12 U.S.C. § 1833a(f). No further hearing is required as this is a civil action in a U.S. district court. <u>Additional Comments:</u> 1. For nine of the predicate offenses, which deal specifically with banks or other financial institutions in one way or another (such as bank fraud, 18 U.S.C. § 1344), the government does not have to prove any additional element beyond violation of the predicate offense itself. For the five others, which are the more general offenses such as false claims on the U.S. government (18 U.S.C. § 287), false statements within federal jurisdiction (18 U.S.C. § 1001), fraud on federal receivers and conservators (18 U.S.C. § 1032), and mail and wire fraud (18 U.S.C. §§ 1341, 1343), the

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			government must additionally prove that the violation of the underlying criminal statute was one "affecting a federally insured financial institution" (such as an FDIC-insured bank). 2. In *United States v. Menendez*, No. 11 Civ. 06313 (C.D. Cal.), the court set forth the following eight factors for determining the civil penalty amount under FIRREA: 1. The good or bad faith of the defendant and the degree of his/her scienter; 2. The injury to the public, and whether the defendant's conduct created substantial loss or the risk of substantial loss to other persons; 3. The egregiousness of the violation; 4. The isolated or repeated nature of the violation; 5. The defendant's financial condition and ability to pay; 6. The criminal fine that could be levied for this conduct; 7. The amount the defendant sought to profit through his fraud; and 8. The penalty range available under FIRREA.

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12 U.S.C. § 1955	Secretary of the Treasury	(a) For **each willful or grossly negligent** violation of any regulation under the general recordkeeping requirement for US financial institutions, the Secretary may assess upon any **person** to which the regulation applies, or any person willfully causing a violation of the regulation, and, if such person is a partnership, corporation, or other entity, upon any **partner, director, officer, or employee thereof** who **willfully or through gross negligence participates in the violation**, a civil penalty not exceeding $10,000 per violation. (b) In the event of the failure of any person to pay any penalty assessed under this section, a civil action for the recovery thereof may, in the discretion of the Secretary, be brought in the name of the United States.	A CCO may be subject to monetary penalties (which cannot be reimbursed by the financial institution) for any willful or grossly negligent violation of any regulation under the general recordkeeping requirement for US financial institutions. The CMP may be up to $10,000 per violation.
12 U.S.C. § 1956	DOJ	**Whoever willfully violates** any regulation under the general recordkeeping requirement for U.S. financial institutions **shall be fined not more than $1,000, imprisoned not more than one year, or both.**	A CCO may be subject to criminal penalties for any willful violation of any regulation under the general recordkeeping requirement for US financial institutions. The CCO may be fined up to $1,000, imprisoned for up to a year, or both.
12 U.S.C. § 1957	DOJ	**Whoever willfully violates, or willfully causes a violation** of any regulation under the general recordkeeping requirement for US financial institutions, **where the violation is committed in furtherance of the commission of any violation of Federal law punishable by imprisonment for more than one year**, **shall be fined not more than $10,000 or imprisoned not more than five years, or both**.	Where the violation is committed in furtherance of the commission of any Federal felony, the potential fine increases to $10,000 and the potential time of imprisonment increases to 5 years.

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12 U.S.C. § 3108(b)(6)	Comptroller of Currency, Board of Governors of the Federal Reserve System, and FDIC	Any person who willfully fails or refuses to attend and testify or to answer any lawful inquiry or to produce books, papers, correspondence, memoranda, contracts, agreements, or other records in accordance with any subpoena under this subsection shall be fined under Title 18, imprisoned not more than 1 year, or both. Each day during which any such failure or refusal continues shall be treated as a separate offense.	Any person who willfully refuses or fails to answer a lawful inquiry or subpoena shall be fined under Title 18, imprisoned up to a year, or both. Each day during the refusal or failure to answer shall be treated as a separate offense.
12 U.S.C. § 3110(a)(1), (a)(5), (c)	Comptroller of Currency, Board of Governors of the Federal Reserve System, and FDIC	**(a) Civil money penalty** **(1) In general** Any foreign bank, and any office or subsidiary of a foreign bank, that violates, and any individual who participates in a violation of, any provision of this chapter, or any regulation prescribed or order issued under this chapter, shall forfeit and pay a civil penalty of not more than $25,000 for each day during which such violation continues. **(5) "Violate" defined** For purposes of this section, the term "violate" includes taking any action (alone or with others) for or toward causing, bringing about, participating in, counseling, or aiding or abetting a violation. **(c) Penalty for failure to make reports** **(1) First tier** Any foreign bank, or any office or subsidiary of a foreign bank, that-- **(A)** maintains procedures reasonably adapted to avoid any inadvertent error and, unintentionally and as a result of such error--	Any bank, or person, who participates in the violation of this statute may be fined up to $25,000 for each day during which such violation continues. Violation is defined very broadly to include aiding or abetting a violation. The Statute provides three tiers of violations and penalties for violations for any foreign bank found in violation of the statute.

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		(i) fails to make, submit, or publish such reports or information as may be required under this chapter or under regulations prescribed by the Board or the Comptroller of the Currency under this chapter, within the period of time specified by the agency; or **(ii)** submits or publishes any false or misleading report or information; or **(B)** inadvertently transmits or publishes any report that is minimally late, shall be subject to a penalty of not more than $2,000 for each day during which such failure continues or such false or misleading information is not corrected. The foreign bank, or the office or subsidiary of a foreign bank, shall have the burden of proving that an error was inadvertent and that a report was inadvertently transmitted or published late. **(2) Second tier** Any foreign bank, or any office or subsidiary of a foreign bank, that-- **(A)** fails to make, submit, or publish such reports or information as may be required under this chapter or under regulations prescribed by the Board or the Comptroller of the Currency pursuant to this chapter, within the time period specified by such agency; or **(B)** submits or publishes any false or misleading report or information, in a manner not described in paragraph (1) shall be subject to a penalty of not more than $20,000 for each day during which such failure continues or such false or misleading information is not	

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		corrected. **(3) Third tier** Notwithstanding paragraph (2), if any company knowingly or with reckless disregard for the accuracy of any information or report described in paragraph (2) submits or publishes any false or misleading report or information, the Board or the Comptroller of the Currency may, in the Board's or Comptroller's discretion, assess a penalty of not more than $1,000,000 or 1 percent of total assets of such foreign bank, or such office or subsidiary of a foreign bank, whichever is less, per day for each day during which such failure continues or such false or misleading information is not corrected. **(4) Assessment of penalties** Any penalty imposed under paragraph (1), (2), or (3) shall be assessed and collected by the Board or the Comptroller of the Currency in the manner provided in subsection (a)(2) of this section (for penalties imposed under such subsection) and any such assessment (including the determination of the amount of the penalty) shall be subject to the provisions of such subsection. **(5) Hearing procedure** Section 1818(h) of this title shall apply to any proceeding under this subsection.	
12 U.S.C. § 3111	Comptroller of Currency, Board of Governors of the Federal Reserve	Whoever, with the intent to deceive, to gain financially, or to cause financial gain or loss to any person, knowingly violates any provision of this chapter or any regulation or order issued by the appropriate Federal banking agency under this chapter shall be imprisoned not more than 5 years or fined not more than $1,000,000 for each day during which a violation continues, or both.	Any person who knowingly violates any provision in this chapter or any regulation issued by the appropriate Federal banking agency shall be imprisoned not more that 5 years or fined not more that $1,000,000 for each day during which a violation continues,

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	System, and FDIC		or both.
12 U.S.C. § 5536(a)(3)	CFPB	**a) In general** It shall be unlawful for-- **(3)** any person to knowingly or recklessly provide substantial assistance to a covered person or service provider in violation of the provisions of section 5531 of this title, or any rule or order issued thereunder, and notwithstanding any provision of this title, the provider of such substantial assistance shall be deemed to be in violation of that section to the same extent as the person to whom such assistance is provided.	It is unlawful for any person to knowingly or recklessly provide assistance to anyone in violation to section 5531 of this title.
12 U.S.C. § 5565(c)	CFPB	**(c) Civil money penalty in court and administrative actions** **(1) In general** Any person that violates, through any act or omission, any provision of Federal consumer financial law shall forfeit and pay a civil penalty pursuant to this subsection. **(2) Penalty amounts** **(A) First tier** For any violation of a law, rule, or final order or condition imposed in writing by the Bureau, a civil penalty may not exceed $5,000 for each day during which such violation or failure to pay continues. **(B) Second tier** Notwithstanding paragraph (A), for any person that recklessly engages in a violation of a Federal consumer financial law, a civil penalty may not exceed $25,000 for each day during which such violation continues. **(C) Third tier**	The statute provides civil penalty amounts in three tiers for any person in violation, through any act or omission, of any provision of Federal consumer financial law. Further, the statute provides mitigating factors: **A)** the size of financial resources and good faith of the person charged; **(B)** the gravity of the violation or failure to pay; **(C)** the severity of the risks to or losses of the consumer, which may take into account the number of products or services sold or provided; **(D)** the history of previous violations;

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		Notwithstanding subparagraphs (A) and (B), for any person that knowingly violates a Federal consumer financial law, a civil penalty may not exceed $1,000,000 for each day during which such violation continues. **(3) Mitigating factors** In determining the amount of any penalty assessed under paragraph (2), the Bureau or the court shall take into account the appropriateness of the penalty with respect to-- **(A)** the size of financial resources and good faith of the person charged; **(B)** the gravity of the violation or failure to pay; **(C)** the severity of the risks to or losses of the consumer, which may take into account the number of products or services sold or provided; **(D)** the history of previous violations; and **(E)** such other matters as justice may require. **(4) Authority to modify or remit penalty** The Bureau may compromise, modify, or remit any penalty which may be assessed or had already been assessed under paragraph (2). The amount of such penalty, when finally determined, shall be exclusive of any sums owed by the person to the United States in connection with the costs of the proceeding, and may be deducted from any sums owing by the United States to the person charged. **(5) Notice and hearing** No civil penalty may be assessed under this subsection with respect to a violation of any Federal consumer financial law, unless-- **(A)** the Bureau gives notice and an opportunity for a hearing to	and **(E)** such other matters as justice may require.

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		the person accused of the violation; or **(B)** the appropriate court has ordered such assessment and entered judgment in favor of the Bureau.	
12 U.S.C. § 5566	CFPB	If the Bureau obtains evidence that any person, domestic or foreign, has engaged in conduct that may constitute a violation of Federal criminal law, the Bureau shall transmit such evidence to the Attorney General of the United States, who may institute criminal proceedings under appropriate law. Nothing in this section affects any other authority of the Bureau to disclose information.	The CFPB must give any evidence of a violation to the Attorney General of the United States.
Commerce & Trade			
15 U.S.C. § 2	DOJ	Every person who shall monopolize, or attempt to monopolize, or combine or conspire with any other person or persons, to monopolize any part of the trade or commerce among the several States, or with foreign nations, shall be deemed guilty of a felony, and, on conviction thereof, shall be punished by fine not exceeding $100,000,000 if a corporation, or, if any other person, $1,000,000, or by imprisonment not exceeding 10 years, or by both said punishments, in the discretion of the court.	A CCO may be held personally liable if the company he or she works for violates this statute. *See Tillamook Cheese & Dairy Ass'n v. Tillamook County Creamery Ass'n*, 358 F.2d 115, 118 (stating that "individuals whom a corporation acts and who shape its intentions can be held liable on a charge of attempted monopolization").
15 U.S.C. § 24	DOJ	Whenever a corporation shall violate any of the penal provisions of the antitrust laws, **such violation shall be deemed to be also that of the individual directors, officers, or agents of such corporation who shall have authorized, ordered, or done any of the acts constituting in whole or in part such violation**, and such violation shall be deemed a misdemeanor, and upon conviction therefor of any such director, officer, or agent he shall be punished by a fine of not exceeding $5,000 or by imprisonment for not exceeding one year, or by both, in the	If a corporation has violated any antitrust laws and the CCO has authorized, ordered, or done any acts that constitute part of that violation, the CCO will be found guilty of a misdemeanor. *See United States v. North American Van Lines, Inc.*, 202 F. Supp. 639, 644 (D.C. Cir. 1962) ("The accepted rule is that officers, directors and agents of a

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		discretion of the court.	corporation may be held criminally liable for their acts although performed in their official capacity but where they have neither actively participated in nor directed nor authorized a violation of law by their corporation they are not liable.”).
15 U.S.C. § 50	FTC	Any person who shall neglect or refuse to attend and testify, or to answer any lawful inquiry or to produce any documentary evidence, if in his power to do so, in obedience to an order of a district court of the United States directing compliance with the subpoena or lawful requirement of the Commission, shall be guilty of an offense and upon conviction thereof by a court of competent jurisdiction shall be punished by a fine of not less than $1,000 nor more than $5,000, or by imprisonment for not more than one year, or by both such fine and imprisonment. Any person who shall willfully make, or cause to be made, any false entry or statement of fact in any report required to be made under this subchapter, or who shall willfully make, or cause to be made, any false entry in any account, record, or memorandum kept by any person, partnership, or corporation subject to this subchapter, or who shall willfully neglect or fail to make, or to cause to be made, full, true, and correct entries in such accounts, records, or memoranda of all facts and transactions appertaining to the business of such person, partnership, or corporation, or who shall willfully remove out of the jurisdiction of the United States, or willfully mutilate, alter, or by any other means falsify any documentary evidence of such person, partnership, or	A CCO may be held liable for (1) refusing to attend and testify to any lawful inquiry or to produce any documentary evidence in his or her power, (2) wilfully making any false entry or statement of fact in any account, record, or memorandum kept by the corporation, and/or (3) making public any information obtained by the FTC without its authority.

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		corporation, or who shall willfully refuse to submit to the Commission or to any of its authorized agents, for the purpose of inspection and taking copies, any documentary evidence of such person, partnership, or corporation in his possession or within his control, shall be deemed guilty of an offense against the United States, and shall be subject, upon conviction in any court of the United States of competent jurisdiction, to a fine of not less than $1,000 nor more than $5,000, or to imprisonment for a term of not more than three years, or to both such fine and imprisonment. If any persons, partnership, or corporation required by this subchapter to file any annual or special report shall fail so to do within the time fixed by the Commission for filing the same, and such failure shall continue for thirty days after notice of such default, the corporation shall forfeit to the United States the sum of $100 for each and every day of the continuance of such failure, which forfeiture shall be payable into the Treasury of the United States, and shall be recoverable in a civil suit in the name of the United States brought in the case of a corporation or partnership in the district where the corporation or partnership has its principal office or in any district in which it shall do business, and in the case of any person in the district where such person resides or has his principal place of business. It shall be the duty of the various United States attorneys, under the direction of the Attorney General of the United States, to prosecute for the recovery of the forfeitures. The costs and expenses of such prosecution shall be paid out of the appropriation for the expenses of the courts of the United States.	

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		Any officer or employee of the Commission who shall make public any information obtained by the Commission without its authority, unless directed by a court, shall be deemed guilty of a misdemeanor, and, upon conviction thereof, shall be punished by a fine not exceeding $5,000, or by imprisonment not exceeding one year, or by fine and imprisonment, in the discretion of the court.	
15 U.S.C. § 77x	SEC, DOJ	Any person who willfully violates any of the provisions of this subchapter, or the rules and regulations promulgated by the Commission under authority thereof, or any person who willfully, in a registration statement filed under this subchapter, makes any untrue statement of a material fact or omits to state any material fact required to be stated therein or necessary to make the statements therein not misleading, shall upon conviction be fined not more than $10,000 or imprisoned not more than five years, or both.	A CCO who willfully violates any securities law or regulation may be held criminally liable. *See United States v. Szur*, No. S5 97 CR 108 (JGK), 1998 WL 132942 (S.D.N.Y. Mar. 20, 1998) (explaining that a compliance officer was charged in a twenty-eight count indictment under 15 U.S.C § 77x and other securities laws for conspiring to commit securities fraud).
15 U.S.C. § 77d-1(c)	SEC	**(c) Liability for material misstatements and omissions** **(1) Actions authorized** **(A) In general** Subject to paragraph (2), a person who purchases a security in a transaction exempted by the provisions of section 77d(6) of this title may bring an action against an issuer described in paragraph (2), either at law or in equity in any court of competent jurisdiction, to recover the consideration paid for such security with interest thereon, less the amount of any income received thereon, upon the tender of such security, or for damages if such person no longer owns the security.	Any person who purchases a security may bring an action against an issuer. The term issuer includes any person who is a director and principal executive officer or officer. Thus, a person could potentially bring an action against a CCO because of the CCO's role as an officer.

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		(B) Liability An action brought under this paragraph shall be subject to the provisions of section 77*l* (b) of this title and section 77m of this title, as if the liability were created under section 77*l* (a)(2) of this title. **(2) Applicability** An issuer shall be liable in an action under paragraph (1), if the issuer-- **(A)** by the use of any means or instruments of transportation or communication in interstate commerce or of the mails, by any means of any written or oral communication, in the offering or sale of a security in a transaction exempted by the provisions of section 77d(6) of this title, makes an untrue statement of a material fact or omits to state a material fact required to be stated or necessary in order to make the statements, in the light of the circumstances under which they were made, not misleading, provided that the purchaser did not know of such untruth or omission; and **(B)** does not sustain the burden of proof that such issuer did not know, and in the exercise of reasonable care could not have known, of such untruth or omission. **(3) Definition** As used in this subsection, the term "issuer" includes any person who is a director or partner of the issuer, and the principal executive officer or officers, principal financial officer, and controller or principal accounting officer of the issuer (and any person occupying a similar status or performing a similar function) that offers or sells a security in a transaction exempted by the provisions of section 77d(6) of this title and any person	

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		who offers or sells the security in such offering.	
15 U.S.C. § 77h-1(a)	SEC	Authority of the Commission. If the Commission finds, after notice and opportunity for hearing, that any person is violating, has violated, or is about to violate any provision of this title [15 USCS §§ 77a et seq.], or any rule or regulation thereunder, the Commission may publish its findings and enter an order requiring such person, and any other person that is, was, or would be a cause of the violation, due to an act or omission the person knew or should have known would contribute to such violation, to cease and desist from committing or causing such violation and any future violation of the same provision, rule, or regulation. Such order may, in addition to requiring a person to cease and desist from committing or causing a violation, require such person to comply, or to take steps to effect compliance, with such provision, rule, or regulation, upon such terms and conditions and within such time as the Commission may specify in such order. Any such order may, as the Commission deems appropriate, require future compliance or steps to effect future compliance, either permanently or for such period of time as the Commission may specify, with such provision, rule, or regulation with respect to any security, any issuer, or any other person.	The SEC may enter a cease and desist order against a CCO if it finds that the CCO has violated or is violating and securities rule or regulation.
15 U.S.C. § 77k(a)	SEC	Persons possessing cause of action; persons liable. In case any part of the registration statement, when such part became effective, contained an untrue statement of a material fact or omitted to state a material fact required to be stated therein or necessary to make the statements therein not misleading, any person acquiring such security (unless it is proved that at the time of such acquisition he knew of such untruth or omission) may, either at law or in equity, in any court of competent jurisdiction,	Every person who acquires a security burdened by an untrue statement or omission of material fact may sue every director and officer of the offeror. This statute applies to misleading statements made by one "whose profession gives authority to statements made by him." *In re Am. Cont'l Corp./Lincoln Sav. &*

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		sue— (1) every person who signed the registration statement; (2) every person who was a director of (or person performing similar functions) or partner in, the issuer at the time of the filing of the part of the registration statement with respect to which his liability is asserted; (3) every person who, with his consent, is named in the registration statement as being or about to become a director, person performing similar functions, or partner; (4) every accountant, engineer, or appraiser, or any person whose profession gives authority to a statement made by him, who has with his consent been named as having prepared or certified any part of the registration statement, or as having prepared or certified any report or valuation which is used in connection with the registration statement, with respect to the statement, in such registration statement, report, or valuation, which purports to have been prepared or certified by him; (5) every underwriter with respect to such security. If such person acquired the security after the issuer has made generally available to its security holders an earning statement covering a period of at least twelve months beginning after the effective date of the registration statement, then the right of recovery under this subsection shall be conditioned on proof that such person acquired the security relying upon such untrue statement in the registration statement or relying upon the registration statement and not knowing of such omission, but such reliance may be established without proof of the reading of the registration statement by such person.	*Loan Sec. Litig.*, 794 F. Supp. 1424, 1453 (D. Ariz. 1992). An attorney who provides a legal opinion used in connection with an SEC registration statement is an expert within this statute and therefore can be held liable. *Id*. Thus, a CCO may be held liable for any untrue statements or any omissions of material facts in connection with a registration statement.

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15 U.S.C. § 77o(a)	SEC	Controlling persons. Every person who, by or through stock ownership, agency, or otherwise, or who, pursuant to or in connection with an agreement or understanding with one or more other persons by or through stock ownership, agency, or otherwise, controls any person liable under section 11 or 12 [15 USCS § 77k or 77l], shall also be liable jointly and severally with and to the same extent as such controlled person to any person to whom such controlled person is liable, unless the controlling person had no knowledge of or reasonable ground to believe in the existence of the facts by reason of which the liability of the controlled person is alleged to exist.	A CCO may be held liable if the CCO is a "controlling person" in that he or she has "actual power or influence" over a controlled person. *Durham v. Kelly*, 810 F.2d 1500, 1503-04 (9th Cir. 1987); *see also Wiley v. Hughes Capital Corp.*, 746 F. Supp. 1264, 1281-82 (D.N.J. 1990) (holding a controlling person has "direct or indirect power over management or policies of a person and is a "culpable participant" in the fraud perpetrated by the controlled person); *Babst v. Morgan Keegan & Co.*, 687 F. Supp. 255, 262 (E.D. La. 1988) ("[O]ne who has the power to direct the management and policies of a person held liable under the securities laws may also be held liable as a controlling person.").
15 U.S.C. § 77t(b)	SEC	Action for injunction or criminal prosecution in district court. Whenever it shall appear to the Commission that any person is engaged or about to engage in any acts or practices which constitute or will constitute a violation of the provisions of this title [15 USCS §§ 77a et seq.], or of any rule or regulation prescribed under authority thereof, the Commission may, in its discretion, bring an action in any district court of the United States, or United States court of any Territory, to enjoin such acts or practices, and upon a proper showing, a permanent or temporary injunction or restraining order shall be granted without bond. The Commission may transmit such evidence as may be	The SEC may bring a case against a CCO if it finds that the CCO is engaged in or about to engage in acts that violate securities laws or regulations.

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		available concerning such acts or practices to the Attorney General who may, in his discretion, institute the necessary criminal proceedings under this title [15 USCS §§ 77a et seq.]. Any such criminal proceeding may be brought either in the district wherein the transmittal of the prospectus or security complained of begins, or in the district wherein such prospectus or security is received.	
15 U.S.C. § 77x	SEC	Any person who wilfully violates any of the provisions of this title [15 USCS §§ 77a et seq.], or the rules and regulations promulgated by the Commission under authority thereof, or any person who wilfully, in a registration statement filed under this title [15 USCS §§ 77a et seq.], makes any untrue statement of a material fact or omits to state any material fact required to be stated therein or necessary to make the statements therein not misleading, shall upon conviction be fined not more than $ 10,000 or imprisoned not more than five years, or both.	A CCO who wilfully violates any securities law or regulation may face criminal liability.
15 U.S.C. § 78c-3(j)	SEC	Designation of chief compliance officer. (1) In general. Each registered clearing agency shall designate an individual to serve as a chief compliance officer. (2) Duties. The chief compliance officer shall— (A) report directly to the board or to the senior officer of the clearing agency; (B) in consultation with its board, a body performing a function similar thereto, or the senior officer of the registered clearing agency, resolve any conflicts of interest that may arise; (C) be responsible for administering each policy and procedure that is required to be established pursuant to this	A CCO may be held liable for failing to supervise.

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		section; (D) ensure compliance with this title [15 USCS §§ 78a et seq.] (including regulations issued under this title [15 USCS §§ 78a et seq.]) relating to agreements, contracts, or transactions, including each rule prescribed by the Commission under this section; (E) establish procedures for the remediation of noncompliance issues identified by the compliance officer through any— (i) compliance office review; (ii) look-back; (iii) internal or external audit finding; (iv) self-reported error; or (v) validated complaint; and (F) establish and follow appropriate procedures for the handling, management response, remediation, retesting, and closing of noncompliance issues.	
15 U.S.C. § 78j	SEC	It shall be unlawful for any person, directly or indirectly, by the use of any means or instrumentality of interstate commerce or of the mails, or of any facility of any national securities exchange-- **(a)(1)** To effect a short sale, or to use or employ any stop-loss order in connection with the purchase or sale, of any security other than a government security, in contravention of such rules and regulations as the Commission may prescribe as necessary or appropriate in the public interest or for the protection of investors. **(2)** Paragraph (1) of this subsection shall not apply to security futures products. **(b)** To use or employ, in connection with the purchase or sale of	Any person, including a CCO, who employs a manipulative device or makes a material misstatement , or omission, on which a purchaser or seller of securities relies may be liable for securities fraud as a primary violator. *In re Charter Communications, Inc.*, 443 F.3d 987 (8th Cir. 2006); *see also SEC v. Bauer*, 723 F.3d 758 (charging a CCO under 10b-5).

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		any security registered on a national securities exchange or any security not so registered, or any securities-based swap agreement any manipulative or deceptive device or contrivance in contravention of such rules and regulations as the Commission may prescribe as necessary or appropriate in the public interest or for the protection of investors. **(c)(1)** To effect, accept, or facilitate a transaction involving the loan or borrowing of securities in contravention of such rules and regulations as the Commission may prescribe as necessary or appropriate in the public interest or for the protection of investors. **(2)** Nothing in paragraph (1) may be construed to limit the authority of the appropriate Federal banking agency (as defined in section 1813(q) of Title 12), the National Credit Union Administration, or any other Federal department or agency having a responsibility under Federal law to prescribe rules or regulations restricting transactions involving the loan or borrowing of securities in order to protect the safety and soundness of a financial institution or to protect the financial system from systemic risk. Rules promulgated under subsection (b) of this section that prohibit fraud, manipulation, or insider trading (but not rules imposing or specifying reporting or recordkeeping requirements, procedures, or standards as prophylactic measures against fraud, manipulation, or insider trading), and judicial precedents decided under subsection (b) of this section and rules promulgated thereunder that prohibit fraud, manipulation, or insider trading, shall apply to security-based swap agreements to the same extent	

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		as they apply to securities. Judicial precedents decided under section 77q(a) of this title and sections 78i, 78*o*, 78p, 78t, and 78u-1of this title, and judicial precedents decided under applicable rules promulgated under such sections, shall apply to security-based swap agreements to the same extent as they apply to securities.	
15 U.S.C. §§ 78t(a)-(c), and (e)	SEC	**(a) Joint and several liability; good faith defense** Every person who, directly or indirectly, controls any person liable under any provision of this chapter or of any rule or regulation thereunder shall also be liable jointly and severally with and to the same extent as such controlled person to any person to whom such controlled person is liable (including to the Commission in any action brought under paragraph (1) or (3) of section 78u(d) of this title), unless the controlling person acted in good faith and did not directly or indirectly induce the act or acts constituting the violation or cause of action. **(b) Unlawful activity through or by means of any other person** It shall be unlawful for any person, directly or indirectly, to do any act or thing which it would be unlawful for such person to do under the provisions of this chapter or any rule or regulation thereunder through or by means of any other person. **(c) Hindering, delaying, or obstructing the making or filing of any document, report, or information** It shall be unlawful for any director or officer of, or any owner of any securities issued by, any issuer required to file any document, report, or information under this chapter or any rule or regulation thereunder without just cause to hinder, delay, or obstruct the making or filing of any such document, report, or information….	A CCO may be held liable as a controlling person if any person under his or her control violates a securities law or regulation. "Controlling" means "possession, direct or indirect, of the power to direct or cause the direction of the management and policies of a person." *Poptech, L.P. v. Stewardship Credit Arbitrage Fund, LLC*, 792 F. Supp. 2d 328 (D. Conn. 2011). However, officers are not liable under this statute absent an underlying securities violation. *In re Dura Pharmaceuticals, Inc.*, 452 F. Supp. 2d 1005 (S.D. Cal. 2006).

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		(e) Prosecution of persons who aid and abet violations For purposes of any action brought by the Commission under paragraph (1) or (3) of section 78u(d) of this title, any person that knowingly or recklessly provides substantial assistance to another person in violation of a provision of this chapter, or of any rule or regulation issued under this chapter, shall be deemed to be in violation of such provision to the same extent as the person to whom such assistance is provided. **(f) Limitation on Commission authority** The authority of the Commission under this section with respect to security-based swap agreements shall be subject to the restrictions and limitations of section 78c-1(b) of this title.	
15 U.S.C. § 78u(d)(2)-(3)	SEC	**(2) Authority of court to prohibit persons from serving as officers and directors** In any proceeding under paragraph (1) of this subsection, the court may prohibit, conditionally or unconditionally, and permanently or for such period of time as it shall determine, any person who violated section 78j(b) of this title or the rules or regulations thereunder from acting as an officer or director of any issuer that has a class of securities registered pursuant to section 78*l* of this title or that is required to file reports pursuant to section 78*o*(d) of this title if the person's conduct demonstrates unfitness to serve as an officer or director of any such issuer. **(3) Money penalties in civil actions** **(A) Authority of Commission** Whenever it shall appear to the Commission that any person has	If the SEC finds that a CCO violates the antifraud provisions of the securities laws, it can impose a fine on the CCO *and/or* enjoin, temporarily or permanently, that CCO from serving as an officer or director of any public company. *See SEC v. Patel*, 61 F.3d 137, 141 (2d Cir. 1995) (determining that a lifetime injunction enjoining a vice president of a pharmaceutical company from serving as an officer or director of any public company was not warranted after considering the following six factors: "(1) the 'egregiousness' of the underlying securities law violation; (2) the defendant's 'repeat offender' status; (3) the defendant's 'role' or position

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		violated any provision of this chapter, the rules or regulations thereunder, or a cease-and-desist order entered by the Commission pursuant to section 78u-3 of this title, other than by committing a violation subject to a penalty pursuant to section 78u-1 of this title, the Commission may bring an action in a United States district court to seek, and the court shall have jurisdiction to impose, upon a proper showing, a civil penalty to be paid by the person who committed such violation. **(B) Amount of penalty** **(i) First tier** The amount of the penalty shall be determined by the court in light of the facts and circumstances. For each violation, the amount of the penalty shall not exceed the greater of (I) $5,000 for a natural person or $50,000 for any other person, or (II) the gross amount of pecuniary gain to such defendant as a result of the violation. **(ii) Second tier** Notwithstanding clause (i), the amount of penalty for each such violation shall not exceed the greater of (I) $50,000 for a natural person or $250,000 for any other person, or (II) the gross amount of pecuniary gain to such defendant as a result of the violation, if the violation described in subparagraph (A) involved fraud, deceit, manipulation, or deliberate or reckless disregard of a regulatory requirement. **(iii) Third tier** Notwithstanding clauses (i) and (ii), the amount of penalty for each such violation shall not exceed the greater of (I) $100,000 for a natural person or $500,000 for any other person, or (II) the gross amount of pecuniary gain to such defendant as a result of	when he engaged in the fraud; (4) the defendant's degree of scienter; (5) the defendant's economic stake in the violation; and (6) the likelihood that misconduct will recur").

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		the violation, if-- **(aa)** the violation described in subparagraph (A) involved fraud, deceit, manipulation, or deliberate or reckless disregard of a regulatory requirement; and **(bb)** such violation directly or indirectly resulted in substantial losses or created a significant risk of substantial losses to other persons.	
15 U.S.C. §§ 78u-1(a)(3)-(b)	SEC	**(a)(3) Amount of penalty for controlling person** The amount of the penalty which may be imposed on any person who, at the time of the violation, directly or indirectly controlled the person who committed such violation, shall be determined by the court in light of the facts and circumstances, but shall not exceed the greater of $1,000,000, or three times the amount of the profit gained or loss avoided as a result of such controlled person's violation. If such controlled person's violation was a violation by communication, the profit gained or loss avoided as a result of the violation shall, for purposes of this paragraph only, be deemed to be limited to the profit gained or loss avoided by the person or persons to whom the controlled person directed such communication. **(b) Limitations on liability** **(1) Liability of controlling persons** No controlling person shall be subject to a penalty under subsection (a)(1)(B) of this section unless the Commission establishes that-- **(A)** such controlling person knew or recklessly disregarded the fact that such controlled person was likely to engage in the act or acts constituting the violation and failed to take appropriate steps	A CCO may be liable for the actions of those he or she controls if (1) the CCO recklessly disregarded the fact that the controlled person was likely to engage in the acts and failed to take appropriate steps to prevent the act or (2) if the CCO knowingly or recklessly failed to establish, maintain, or enforce any policy or procedure required under 78o(f). *See* 15 U.S.C. § 78o(f) (establishing that the SEC may require any member of a national securities exchange or any person associated with any such member to comply with the securities laws and regulations).

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		to prevent such act or acts before they occurred; or **(B)** such controlling person knowingly or recklessly failed to establish, maintain, or enforce any policy or procedure required under section 78*o*(f) of this title or section 80b-4a of this title and such failure substantially contributed to or permitted the occurrence of the act or acts constituting the violation.	
15 U.S.C. § 78u-2	SEC	**(a) Commission authority to assess money penalties.** (1) In general. In any proceeding instituted pursuant to sections 15(b)(4), 15(b)(6), 15D, 15B, 15C, 15E, or 17A of this title [15 USCS § 78o(b)(4), (6), 78o-6, 78o-4, 78o-5, 78o-7, or 78q-1] against any person, the Commission or the appropriate regulatory agency may impose a civil penalty if it finds, on the record after notice and opportunity for hearing, that such penalty is in the public interest and that such person— (A) has willfully violated any provision of the Securities Act of 1933 [15 USCS §§ 77a et seq.], the Investment Company Act of 1940 [15 USCS §§ 80a-1 et seq.], the Investment Advisers Act of 1940 [15 USCS §§ 80b-1 et seq.], or this title [15 USCS §§ 78a et seq.], or the rules or regulations thereunder, or the rules of the Municipal Securities Rulemaking Board; (B) has willfully aided, abetted, counseled, commanded, induced, or procured such a violation by any other person; (C) has willfully made or caused to be made in any application for registration or report required to be filed with the Commission or with any other appropriate regulatory agency under this title [15 USCS §§ 78a et seq.], or in any proceeding before the Commission with respect to	A CCO may be liable under this statute if he or she wilfully aided, abetted, or counseled any other person in violating the securities laws. Additionally, a CCO may be liable if he or she fails to reasonably supervise another person who violates any securities statute, rule, and regulation, if that other person was subject to the CCO's supervision. A CCO will be found to have reasonably supervised another person if: (i) there have been established procedures, and a system for applying such procedures, which would reasonably be expected to prevent and detect, insofar as practicable, any such violation by such other person, and (ii) such person has reasonably discharged the duties and obligations incumbent upon him by reason of such procedures and system without

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		registration, any statement which was, at the time and in the light of the circumstances under which it was made, false or misleading with respect to any material fact, or has omitted to state in any such application or report any material fact which is required to be stated therein; or (D) has failed reasonably to supervise, within the meaning of section 15(b)(4)(E) of this title [15 USCS § 78o(b)(4)(E)], with a view to preventing violations of the provisions of such statutes, rules and regulations, another person who commits such a violation, if such other person is subject to his supervision;[.] (2) Cease-and-desist proceedings. In any proceeding instituted under section 21C [15 USCS § 78u-3] against any person, the Commission may impose a civil penalty, if the Commission finds, on the record after notice and opportunity for hearing, that such person— (A) is violating or has violated any provision of this title [15 USCS §§ 78a et seq.], or any rule or regulation issued under this title [15 USCS §§ 78a et seq.]; or (B) is or was a cause of the violation of any provision of this title [15 USCS §§ 78a et seq.], or any rule or regulation issued under this title [15 USCS §§ 78a et seq.]. (b) Maximum amount of penalty. (1) First tier. The maximum amount of penalty for each act or omission described in subsection (a) shall be $ 5,000 for a natural person or $ 50,000 for any other person. (2) Second tier. Notwithstanding paragraph (1), the maximum amount of penalty for each such act or omission shall be $	reasonable cause to believe that such procedures and system were not being complied with. 15 U.S.C. § 78o(b)(4)(E).

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		50,000 for a natural person or $ 250,000 for any other person if the act or omission described in subsection (a) involved fraud, deceit, manipulation, or deliberate or reckless disregard of a regulatory requirement. (3) Third tier. Notwithstanding paragraphs (1) and (2), the maximum amount of penalty for each such act or omission shall be $ 100,000 for a natural person or $ 500,000 for any other person if— (A) the act or omission described in subsection (a) involved fraud, deceit, manipulation, or deliberate or reckless disregard of a regulatory requirement; and (B) such act or omission directly or indirectly resulted in substantial losses or created a significant risk of substantial losses to other persons or resulted in substantial pecuniary gain to the person who committed the act or omission. (c) Determination of public interest. In considering under this section whether a penalty is in the public interest, the Commission or the appropriate regulatory agency may consider— (1) whether the act or omission for which such penalty is assessed involved fraud, deceit, manipulation, or deliberate or reckless disregard of a regulatory requirement; (2) the harm to other persons resulting either directly or indirectly from such act or omission; (3) the extent to which any person was unjustly enriched, taking into account any restitution made to persons injured by such behavior; (4) whether such person previously has been found by the Commission, another appropriate regulatory agency, or a	

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		self-regulatory organization to have violated the Federal securities laws, State securities laws, or the rules of a self-regulatory organization, has been enjoined by a court of competent jurisdiction from violations of such laws or rules, or has been convicted by a court of competent jurisdiction of violations of such laws or of any felony or misdemeanor described in section 15(b)(4)(B) of this title [15 USCS § 78o(b)(4)(B)]; (5) the need to deter such person and other persons from committing such acts or omissions; and (6) such other matters as justice may require. (d) Evidence concerning ability to pay. In any proceeding in which the Commission or the appropriate regulatory agency may impose a penalty under this section, a respondent may present evidence of the respondent's ability to pay such penalty. The Commission or the appropriate regulatory agency may, in its discretion, consider such evidence in determining whether such penalty is in the public interest. Such evidence may relate to the extent of such person's ability to continue in business and the collectability of a penalty, taking into account any other claims of the United States or third parties upon such person's assets and the amount of such person's assets. (e) Authority to enter an order requiring an accounting and disgorgement. In any proceeding in which the Commission or the appropriate regulatory agency may impose a penalty under this section, the Commission or the appropriate regulatory agency may enter an order requiring accounting and disgorgement, including reasonable interest. The Commission is authorized to adopt rules, regulations, and orders concerning payments to	

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		investors, rates of interest, periods of accrual, and such other matters as it deems appropriate to implement this subsection.	
15 U.S.C. § 78u-3(a)	SEC	If the Commission finds, after notice and opportunity for hearing, that any person is violating, has violated, or is about to violate any provision of this title [15 USCS §§ 78a et seq.], or any rule or regulation thereunder, the Commission may publish its findings and enter an order requiring such person, and any other person that is, was, or would be a cause of the violation, due to an act or omission the person knew or should have known would contribute to such violation, to cease and desist from committing or causing such violation and any future violation of the same provision, rule, or regulation. Such order may, in addition to requiring a person to cease and desist from committing or causing a violation, require such person to comply, or to take steps to effect compliance, with such provision, rule, or regulation, upon such terms and conditions and within such time as the Commission may specify in such order. Any such order may, as the Commission deems appropriate, require future compliance or steps to effect future compliance, either permanently or for such period of time as the Commission may specify, with such provision, rule, or regulation with respect to any security, any issuer, or any other person.	If the SEC finds a CCO is violating, has violated, or is about to violate any securities law, rule, or regulation, it may enter an order requiring the CCO to cease and desist from committing or causing such violation and any future violation.
15 U.S.C. § 78u-6(h)(1)(A)	SEC	**(h) Protection of whistleblowers** **(1) Prohibition against retaliation** **(A) In general** No employer may discharge, demote, suspend, threaten, harass, directly or indirectly, or in any other manner discriminate against, a whistleblower in the terms and conditions of employment because of any lawful act done by the whistleblower--	If a CCO blows the whistle on corporate misconduct, this statute provides protection for that CCO. It reduces the consequences of reporting to the SEC in that it prohibits employers from discharging, demoting, suspending, threatening, or discriminating in any way

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		(i) in providing information to the Commission in accordance with this section; **(ii)** in initiating, testifying in, or assisting in any investigation or judicial or administrative action of the Commission based upon or related to such information; or **(iii)** in making disclosures that are required or protected under the Sarbanes-Oxley Act of 2002 (15 U.S.C. 7201 et seq.), this chapter, including section 78j-1(m) of this title, section 1513(e) of Title 18, and any other law, rule, or regulation subject to the jurisdiction of the Commission.	against any whistleblower.
15 U.S.C. § 78ff	SEC	(a) Willful violations; false and misleading statements. Any person who willfully violates any provision of this title [15 USCS §§ 78a et seq.] (other than section 30A [15 USCS § 78dd-1]), or any rule or regulation thereunder the violation of which is made unlawful or the observance of which is required under the terms of this title [15 USCS §§ 78a et seq.], or any person who willfully and knowingly makes, or causes to be made, any statement in any application, report, or document required to be filed under this title [15 USCS §§ 78a et seq.] or any rule or regulation thereunder or any undertaking contained in a registration statement as provided in subsection (d) of section 15 of this title [15 USCS § 78o(d)], or by any self-regulatory organization in connection with an application for membership or participation therein or to become associated with a member thereof, which statement was false or misleading with respect to any material fact, shall upon conviction be fined not more than $ 5,000,000, or imprisoned not more than 20 years, or both, except that when such person is a person other than a natural person, a fine not exceeding $ 25,000,000 may be imposed; but no person shall be	A CCO may be held liable if he or she (1) willfully violates any provision in the chapter or (2) willfully and knowingly makes, or causes to be made, any false or misleading statement of material fact in any document required to be filed. The CCO may be subject to a maximum civil penalty of $10,000. 15 U.S.C. § 78ff(c)(2)(A).

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		subject to imprisonment under this section for the violation of any rule or regulation if he proves that he had no knowledge of such rule or regulation. (b) Failure to file information, documents, or reports. Any issuer which fails to file information, documents, or reports required to be filed under subsection (d) of section 15 of this title [15 USCS § 78o(d)] or any rule or regulation thereunder shall forfeit to the United States the sum of $ 100 for each and every day such failure to file shall continue. Such forfeiture, which shall be in lieu of any criminal penalty for such failure to file which might be deemed to arise under subsection (a) of this section, shall be payable to the Treasury of the United States and shall be recoverable in a civil suit in the name of the United States. (c) Violations by issuers, officers, directors, stockholders, employees, or agents of issuers. (1) (A) Any issuer that violates subsection (a) or (g) of section 30A [15 USCS § 78dd-1] shall be fined not more than $ 2,000,000. (B) Any issuer that violates subsection (a) or (g) of section 30A [15 USCS § 78dd-1] shall be subject to a civil penalty of not more than $ 10,000 imposed in an action brought by the Commission. (2) (A) Any officer, director, employee, or agent of an issuer, or stockholder acting on behalf of such issuer, who willfully violates subsection (a) or (g) of section 30A of this title [15 USCS § 78dd-1] shall be fined not more than $ 100,000, or imprisoned not more than 5 years, or both. (B) Any officer, director, employee, or agent of an issuer, or stockholder acting on behalf of such issuer, who violates subsection (a) or (g) of section 30A of this title [15 USCS § 78dd-1] shall be subject to a civil penalty of not more than $ 10,000 imposed in an action brought	

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		by the Commission. (3) Whenever a fine is imposed under paragraph (2) upon any officer, director, employee, agent, or stockholder of an issuer, such fine may not be paid, directly or indirectly, by such issuer.	
15 U.S.C. § 80a-35(a)	SEC	**(a) Civil actions by Commission; jurisdiction; allegations; injunctive or other relief** The Commission is authorized to bring an action in the proper district court of the United States, or in the United States court of any territory or other place subject to the jurisdiction of the United States, alleging that a person who is, or at the time of the alleged misconduct was, serving or acting in one or more of the following capacities has engaged within five years of the commencement of the action or is about to engage in any act or practice constituting a breach of fiduciary duty involving personal misconduct in respect of any registered investment company for which such person so serves or acts, or at the time of the alleged misconduct, so served or acted-- **(1)** as officer, director, member of any advisory board, investment adviser, or depositor; or **(2)** as principal underwriter, if such registered company is an open-end company, unit investment trust, or face-amount certificate company. If such allegations are established, the court may enjoin such persons from acting in any or all such capacities either permanently or temporarily and award such injunctive or other relief against such person as may be reasonable and appropriate in the circumstances, having due regard to the protection of investors and to the effectuation of the policies declared	The SEC may bring an action against a CCO if the CCO has engaged within five years of the commencement of the action or is about to engage in any act or practice constituting a breach of fiduciary duty involving personal misconduct in respect of any registered investment company.

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		in section 80a-1(b)of this title.	
15 U.S.C. § 80a-47	SEC	**(a) Procurement** It shall be unlawful for any person, directly or indirectly, to cause to be done any act or thing through or by means of any other person which it would be unlawful for such person to do under the provisions of this subchapter or any rule, regulation, or order thereunder. **(b) Substantially assisting a violation** For purposes of any action brought by the Commission under subsection (d) or (e) of section 80a-41 of this title, any person that knowingly or recklessly provides substantial assistance to another person in violation of a provision of this subchapter, or of any rule or regulation issued under this subchapter, shall be deemed to be in violation of such provision to the same extent as the person to whom such assistance is provided. **(c) Obstructing compliance** It shall be unlawful for any person without just cause to hinder, delay, or obstruct the making, filing, or keeping of any information, document, report, record, or account required to be made, filed, or kept under any provision of this subchapter or any rule, regulation, or order thereunder.	A CCO may be held liable if he or she knowingly or recklessly provides substantial assistance to another person in violation of the securities laws or regulations.
15 U.S.C. § 80a-48	SEC	Any person who willfully violates any provision of this subchapter or of any rule, regulation, or order hereunder, or any person who willfully in any registration statement, application, report, account, record, or other document filed or transmitted pursuant to this subchapter or the keeping of which is required pursuant to section 80a-30(a) of this title makes any untrue statement of a material fact or omits to state any material fact	A CCO may be held liable if he or she wilfully violates any securities law, rule, or regulation or wilfully in any registration statement, application, report, account record, or other document filed or transmitted to the SEC makes an untrue statement of a material

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		necessary in order to prevent the statements made therein from being materially misleading in the light of the circumstances under which they were made, shall upon conviction be fined not more than $10,000 or imprisoned not more than five years, or both; but no person shall be convicted under this section for the violation of any rule, regulation, or order if he proves that he had no actual knowledge of such rule, regulation, or order.	fact or omits any material fact.
15 U.S.C. § 80b-3(f)	SEC	Bar or Suspension The SEC, by order, **shall censure or place limitations on the activities of any person** associated, seeking to become associated, or, at the time of the alleged misconduct, associated or seeking to become associated with an investment adviser, or suspend for a period not exceeding 12 months or bar any such person from being associated with an investment adviser, broker, dealer, municipal securities dealer, municipal advisor, transfer agent, or nationally recognized statistical rating organization. To do this the SEC must find, on the record after notice and opportunity for hearing, that such censure, placing of limitations, suspension, or bar is in the public interest and that such person has committed or omitted any of the following acts or omissions: 1. **willfully** made a false or misleading statement in an application for registration or report; 2. has **willfully** violated any provision of the Securities Act of 1933, the Securities Exchange Act of 1934, the Investment Company Act of 1940, the Investment Advisers Act of 1940, the Commodity Exchange Act, or the rules or regulations under any such statutes or any rule of the Municipal Securities Rulemaking Board;	A CCO may be barred or suspended from associating with an investment adviser, broker, dealer, municipal securities dealer, municipal advisor, transfer agent, or nationally recognized statistical rating organization if the CCO willfully made a false or misleading statement in an application for registration or report, or violated any of the major securities acts or the rules or regulations thereunder, or willfully assisted or caused another person to do the same.

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		3. has **willfully** aided, abetted, counseled, commanded, induced, or procured the violation by any other person of any of the above provisions or has failed reasonably to supervise, with a view to preventing violations of the provisions of such statutes, rules, and regulations, another person who commits such a violation; 4. been found by a foreign financial regulatory authority to have committed any of the violations list above or violated any foreign statute or regulation regarding securities or commodities transactions; 5. is subject to a final order of a State securities, banking, or insurance regulator that bars such person from association with a regulated entity or is based on a violation of any law or regulation prohibiting fraudulent, manipulative or deceptive conduct. **Or**, within ten years of the commencement of the proceedings, has been **convicted of any crime punishable by 1 or more years in prison or any crime**: 1. involving the purchase or sale of a security, taking a false oath, or making a false report, bribery, perjury, burglary, or any substantially similar activity; 2. arising out of the conduct of the business of a broker, dealer, investment adviser, bank, insurance company, or other financial professional; 3. involving the larceny, theft, robbery, extortion, forgery, counterfeiting, fraudulent concealment, embezzlement, fraudulent conversion, or misappropriation of funds or securities; 4. involving fraud, use of a fictitious name, counterfeiting,	

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		forgery, or false statements. **Or**, is enjoined by order from acting as an investment adviser, underwriter, broker, dealer, or other financial professional. It is unlawful for any person as to whom such an order suspending or barring him from being associated with an investment adviser is in effect **willfully to become, or to be, associated with an investment adviser without the consent of the SEC**. Also, it is unlawful for any investment adviser **to permit** such a person to become, or remain, a person associated with him without the consent of the SEC, if such investment adviser knew, or in the exercise of reasonable care, should have known, of such order.	
15 U.S.C. § 80b-3(i)	SEC	Civil Monetary Penalty - Maximum amount (A) First tier The maximum amount of penalty for each act or omission described to the left shall be $7,500 for a natural person or $80,000 for any other person. (B) Second tier Notwithstanding [the first tier], the maximum amount of penalty for each such act or omission shall be $80,000 for a natural person or $400,000 for any other person if the act or omission described in paragraph (1) involved fraud, deceit, manipulation, or deliberate or reckless disregard of a regulatory requirement. (C) Third tier Notwithstanding[the first or second tiers], the maximum amount	A CCO may be subject to monetary penalties (which cannot be reimbursed by the financial institution) for willfully violating any provision of the 33, 34 and Investment Company Acts or the rules and regulations thereunder, or directing or helping another to violate those laws, or willfully making a false statement in an application for registration, or failing to reasonably supervise. Additional Comments 1. The SEC does not have a mechanical formula for assessing CMPs aside from the statute. The D.C. Circuit has jurisdiction to hear petitions to review

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		of penalty for each such act or omission shall be $160,000 for a natural person or $775,000 for any other person if— (i) the act or omission described to the left involved fraud, deceit, manipulation, or deliberate or reckless disregard of a regulatory requirement; and (ii) such act or omission directly or indirectly resulted in substantial losses or created a significant risk of substantial losses to other persons or resulted in substantial pecuniary gain to the person who committed the act or omission.	SEC disciplinary actions and in 2012 criticized the SEC for "not provid[ing] a consistent interpretation of the Rule nor justified the apparent inconsistency of its application." *Rapoport v. S.E.C.*, 682 F.3d 98, 106 (D.C. Cir. 2012). 2. In 2010, as part of an SEC enforcement action against the general counsel for a brokerage and investment bank, an ALJ found that the general counsel was a supervisor for purposes of § 80b-3. The case against the general counsel was dismissed because the ALJ found that the general counsel did not fail to exercise that supervision reasonably. Arguably, this case opened the door to compliance officers and general counsel being labeled as "supervisors." *See* Admin. Proc. File No. 3-13655, Initial Decision Rel. No. 402 (Sept. 8, 2010), *available at* http://www.sec.gov/litigation/aljdec/2010/id402bpm.pdf. 3. In 2015, the SEC charged the CCO of BlackRock Advisors LLC, an investment adviser, with causing the firms compliance-related violations for failing to implement compliance policies and procedures reasonably designed to

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			prevent violations of the Advisers Act and its rules concerning the outside activities of BlackRock's employees, including how they should be assessed and monitored for conflicts purposes, and when conflicts of interest should be disclosed to BlackRock fund's boards and advisory clients. The CCO agreed to pay a $60,000 penalty. *See In re: BlackRock Advisors LLC, et al.*, SEC Rel. No. IA-4065 (Apr. 20, 2015) *available at* https://www.sec.gov/litigation/admin/2015/ia-4065.pdf. 4. Also in 2015, the SEC charged the CCO of SFX Financial Advisory Management Enterprises Inc., an investment adviser, with failing to implement compliance policies and procedures that should have detected an alleged misappropriation of client assets by an executive at the firm and with responsibility for material misstatements in certain firm filings. The CCO agreed to pay a $25,000 penalty. *See In re: SFX Financial Advisory Management, et. al,* SEC Rel. No IA-4166 (June 15, 2015) *available at* https://www.sec.gov/litigation/admin/20

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			15/ia-4116.pdf.
15 U.S.C. § 80b-3(k)	SEC	Cease and Desist If the SEC finds, after notice and opportunity for a hearing with the SEC, that any person is, has, or is about to violate any provision of the Investment Advisers Act of 1940, or any rule or regulation thereunder, the SEC may publish its findings and enter an order requiring such person to **cease and desist** from committing or causing such violation and any future violation of the same provision, rule, or regulation. Such order may also require such person to comply, or to take steps to effect compliance, with such provision, rule, or regulation, upon the terms and conditions as the SEC may specify. Any such order may, as the SEC deems appropriate, require future compliance or steps to effect future compliance, either permanently or for such period of time as the SEC may specify, with such provision, rule, or regulation with respect to any security, any issuer, or any other person	**Any** violation of the Investment Advisors Act (or regulations thereunder), may result in a cease-and-desist order.
Criminal			
18 U.S.C. § 2	DOJ	**(a)** Whoever commits an offense against the United States or aids, abets, counsels, commands, induces or procures its commission, is punishable as a principal. **(b)** Whoever willfully causes an act to be done which if directly performed by him or another would be an offense against the	If a CCO aids, abets, counsels, commands, induces, or procures the commission of an act is as responsible for the act as if he committed it directly. *Nye & Nissen v. United States*, 336 U.S.

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		United States, is punishable as a principal.	613, 618 (1949).This statute does not establish a separate crime, but rather merely permits one who aids and abets the commission of a crime to be punished as a principal. *United States v. Walser*, 3 F.3d 380, 388 (11th Cir. 1993). The standard test for determining guilt by aiding and abetting is to determine (1) whether a substantive offense was committed, (2) whether the principal contributed to and furthered the offense, and (3) whether the principal intended to aid in the crime's commission. *United States v. Jones*, 913 F.2d 1152, 1558 (11th Cir. 1990).
18 U.S.C. § 3	DOJ	Whoever, knowing that an offense against the United States has been committed, receives, relieves, comforts or assists the offender in order to hinder or prevent his apprehension, trial or punishment, is an accessory after the fact. Except as otherwise expressly provided by any Act of Congress, an accessory after the fact shall be imprisoned not more than one-half the maximum term of imprisonment or (notwithstanding section 3571) fined not more than one-half the maximum fine prescribed for the punishment of the principal, or both; or if the principal is punishable by life imprisonment or death, the accessory shall be imprisoned not more than 15 years.	A CCO may be charged as an accessory after the fact if he or she knows that an offense has been committed and "receives, relieves, comforts or assists the offender in order to hinder or prevent his apprehension." 18 U.S.C. § 3. Actual knowledge that the CCO knew that an offense occurred may be shown entirely through circumstantial evidence. *United States v. Burnette*, 698 F.2d 1038, 1051 (9th Cir. 1983).
18 U.S.C. § 371	DOJ	If two or more persons conspire either to commit any offense against the United States, or to defraud the United States, or any agency thereof in any manner or for any purpose, and one or	If a CCO is a part of a conspiracy to defraud the United States or any U.S. agency, and any party of the conspiracy

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		more of such persons do any act to effect the object of the conspiracy, each shall be fined under this title or imprisoned not more than five years, or both. If, however, the offense, the commission of which is the object of the conspiracy, is a misdemeanor only, the punishment for such conspiracy shall not exceed the maximum punishment provided for such misdemeanor.	does any act to effect the object of the conspiracy, the CCO may be liable. A conspiracy exists where there is an agreement between two or more people to violate a law, one conspirator commits an overt act in furtherance of the agreement, and the conspirators knew of the conspiracy and voluntarily participated in it. United States v. Faulkner, 17 F.3d 745, 768 (5th Cir. 1994). An "overt act" is defined as an "outward act done in pursuance of crime and a manifestation of an intent or design, looking toward accomplishment of crime." *Chavez v. United States*, 275 F.2d 813, 817 (9th Cir. 1960).
18 U.S.C. § 551	DOJ	Whoever willfully conceals or destroys any invoice, book, or paper relating to any merchandise imported into the United States, after an inspection thereof has been demanded by the collector of any collection district; or Whoever conceals or destroys at any time any such invoice, book, or paper for the purpose of suppressing any evidence of fraud therein contained-- Shall be fined under this title or imprisoned not more than two years, or both.	This statute imposes liability for any willful concealment or destruction of any invoice, book, or paper relating to merchandise imported into the United States after an inspection has been demanded by the collector of any collection district.
18 U.S.C. § 657	DOJ & FDIC	Whoever, being an officer, agent or employee of or connected in any capacity with the Federal Deposit Insurance Corporation,	This statute makes it illegal for officers of any lending, credit, and insurance

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		National Credit Union Administration, any Federal home loan bank, the Federal Housing Finance Agency, Farm Credit Administration, Department of Housing and Urban Development, Federal Crop Insurance Corporation, the Secretary of Agriculture acting through the Farmers Home Administration or successor agency, the Rural Development Administration or successor agency or the Farm Credit System Insurance Corporation, a Farm Credit Bank, a bank for cooperatives or any lending, mortgage, insurance, credit or savings and loan corporation or association authorized or acting under the laws of the United States or any institution, other than an insured bank (as defined in section 656), the accounts of which are insured by the Federal Deposit Insurance Corporation or by the National Credit Union Administration Board or any small business investment company, or any community development financial institution receiving financial assistance under the Riegle Community Development and Regulatory Improvement Act of 1994, and whoever, being a receiver of any such institution, or agent or employee of the receiver, embezzles, abstracts, purloins or willfully misapplies any moneys, funds, credits, securities or other things of value belonging to such institution, or pledged or otherwise intrusted to its care, shall be fined not more than $ 1,000,000 or imprisoned not more than 30 years, or both; but if the amount or value embezzled, abstracted, purloined or misapplied does not exceed $ 1,000, he shall be fined under this title or imprisoned not more than one year, or both.	institution to embezzle or wilfully misapply money or other things of value from such an institution.
18 U.S.C. § 1349	DOJ	Any person who attempts or conspires to commit any offense under this chapter shall be subject to the same penalties as those prescribed for the offense, the commission of which was the	A CCO who attempts or conspires to commit fraud shall be held criminally liable.

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		object of the attempt or conspiracy.	
18 U.S.C. § 1623	DOJ	(a) Whoever under oath (or in any declaration, certificate, verification, or statement under penalty of perjury as permitted under section 1746 of title 28, United States Code) in any proceeding before or ancillary to any court or grand jury of the United States knowingly makes any false material declaration or makes or uses any other information, including any book, paper, document, record, recording, or other material, knowing the same to contain any false material declaration, shall be fined under this title or imprisoned not more than five years, or both. (b) This section is applicable whether the conduct occurred within or without the United States. (c) An indictment or information for violation of this section alleging that, in any proceedings before or ancillary to any court or grand jury of the United States, the defendant under oath has knowingly made two or more declarations, which are inconsistent to the degree that one of them is necessarily false, need not specify which declaration is false if— (1) each declaration was material to the point in question, and (2) each declaration was made within the period of the statute of limitations for the offense charged under this section. In any prosecution under this section, the falsity of a declaration set forth in the indictment or information shall be established sufficient for conviction by proof that the defendant while under oath made irreconcilably contradictory declarations material to the point in question in any proceeding before or ancillary to any court or grand jury. It shall be a defense to an indictment or information made pursuant to the first sentence of this subsection that the defendant at the time he made each	A CCO may be held criminally liable if he or she knowingly makes any false material declaration in any proceeding before or ancillary to any court or grand jury while under oath.

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		declaration believed the declaration was true. (d) Where, in the same continuous court or grand jury proceeding in which a declaration is made, the person making the declaration admits such declaration to be false, such admission shall bar prosecution under this section if, at the time the admission is made, the declaration has not substantially affected the proceeding, or it has not become manifest that such falsity has been or will be exposed. (e) Proof beyond a reasonable doubt under this section is sufficient for conviction. It shall not be necessary that such proof be made by any particular number of witnesses or by documentary or other type of evidence.	
18 U.S.C. § 1956	DOJ	**Whoever**, **knowing** that the property involved in a financial transaction represents the proceeds of some form of unlawful activity, conducts or attempts to conduct such a financial transaction which in fact involves the proceeds of specified unlawful activity, or who transports, transmits, or transfers –or attempts to–a monetary instrument or funds — (A) (i) with the intent to promote the carrying on of specified unlawful activity; or (ii) with intent to engage in tax fraud; or (B) knowing that the transaction is designed in whole or in part— (i) to conceal or disguise the nature, the location, the source, the ownership, or the control of the proceeds of specified unlawful activity; or (ii) to avoid a transaction reporting requirement under State or Federal law,	A CCO who knowingly engages in money laundering may be fined up to $500,000 or twice the value of the property involved in the transaction, (whichever is greater), or imprisoned for up to 20 years, or both.

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		shall be sentenced to a fine of not more than $500,000 or twice the value of the property involved in the transaction, whichever is greater, or imprisonment for not more than twenty years, or both. Additionally, anyone who conducts or attempts to conduct a financial transaction involving property represented to be the proceeds of specified unlawful activity with the intent: (A) to promote the carrying on of specified unlawful activity; (B) to conceal or disguise the nature, location, source, ownership, or control of property believed to be the proceeds of specified unlawful activity; or (C) to avoid a transaction reporting requirement under State or Federal law, shall be fined the greater of $10,000 or the value of the property or funds involved, or imprisoned for not more than 20 years, or both.	
Money & Finance			
31 U.S.C. § 5318(g)	Secretary of Treasury	**(g) Reporting of suspicious transactions.--** **(1) In general.**--The Secretary may require any financial institution, and any director, officer, employee, or agent of any financial institution, to report any suspicious transaction relevant to a possible violation of law or regulation. **(2) Notification prohibited.--** **(A) In general.**--If a financial institution or any director, officer, employee, or agent of any financial institution, voluntarily or pursuant to this section or any other authority, reports a suspicious transaction to a government agency--	This statute provides protection to CCOs who report suspicious transactions relevant to a possible violation of law or regulation.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		(i) neither the financial institution, director, officer, employee, or agent of such institution (whether or not any such person is still employed by the institution), nor any other current or former director, officer, or employee of, or contractor for, the financial institution or other reporting person, may notify any person involved in the transaction that the transaction has been reported; and **(ii)** no current or former officer or employee of or contractor for the Federal Government or of or for any State, local, tribal, or territorial government within the United States, who has any knowledge that such report was made may disclose to any person involved in the transaction that the transaction has been reported, other than as necessary to fulfill the official duties of such officer or employee. **(B) Disclosures in certain employment references.--** **(i) Rule of construction.**--Notwithstanding the application of subparagraph (A) in any other context, subparagraph (A) shall not be construed as prohibiting any financial institution, or any director, officer, employee, or agent of such institution, from including information that was included in a report to which subparagraph (A) applies-- **(I)** in a written employment reference that is provided in accordance with section 18(w) of the Federal Deposit Insurance Act in response to a request from another financial institution; or **(II)** in a written termination notice or employment reference that is provided in accordance with the rules of a self-regulatory organization registered with the Securities and Exchange Commission or the Commodity Futures Trading Commission,	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		except that such written reference or notice may not disclose that such information was also included in any such report, or that such report was made. **(ii) Information not required.**--Clause (i) shall not be construed, by itself, to create any affirmative duty to include any information described in clause (i) in any employment reference or termination notice referred to in clause (i). **(3) Liability for disclosures.--** **(A) In general.**--Any financial institution that makes a voluntary disclosure of any possible violation of law or regulation to a government agency or makes a disclosure pursuant to this subsection or any other authority, and any director, officer, employee, or agent of such institution who makes, or requires another to make any such disclosure, shall not be liable to any person under any law or regulation of the United States, any constitution, law, or regulation of any State or political subdivision of any State, or under any contract or other legally enforceable agreement (including any arbitration agreement), for such disclosure or for any failure to provide notice of such disclosure to the person who is the subject of such disclosure or any other person identified in the disclosure. **(B) Rule of construction.**--Subparagraph (A) shall not be construed as creating-- **(i)** any inference that the term "person", as used in such subparagraph, may be construed more broadly than its ordinary usage so as to include any government or agency of government; or **(ii)** any immunity against, or otherwise affecting, any civil or criminal action brought by any government or agency of	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		government to enforce any constitution, law, or regulation of such government or agency.	
31 U.S.C. § 5321	FinCEN and DOJ	A domestic financial institution or nonfinancial trade or business, **and a partner, director, officer, or employee** of a domestic financial institution or nonfinancial trade or business, **willfully** violating: a. the reporting and recordkeeping requirements for currency transaction in the Bank Secrecy Act (except provisions related to foreign transactions (see below)); b. the retention of records provisions in the Federal Deposit Insurance Act; c. the recordkeeping procedures provision for non-insured businesses in the Bank Secrecy Act. is liable to the United States Government for a civil penalty of not more than the greater of the amount (not to exceed $100,000) involved in the transaction (if any) or $25,000 per violation or per day. In addition, this provision provides the following penalties for violations of specific law: Structured transaction violation–The amount of any civil money penalty for structuring transactions to evade Bank Secrecy Act reporting shall not exceed the amount of the coins and currency (or such other monetary instruments as the Secretary may prescribe) involved in the transaction with respect to which such penalty is imposed. 31 U.S.C. § 5321(a)(4).	A CCO may be subject to monetary penalties (which cannot be reimbursed by the financial institution) for willfully violating the reporting and recordkeeping requirements for currency transaction in the Bank Secrecy Act and Federal Deposit Insurance Act. The CMP may be up to $25,000 per violation or per day the violation continues or for the amount involved in the transaction up to $100,000. Additional Comments: 1. FinCEN used this provision to impose a $1 million CMP against the CCO of MoneyGram in 2014. *See In the Matter of Thomas E. Haider*, Number 2014-08 (Dec. 18, 2014) *available at* https://www.fincen.gov/news_room/ea/files/Haider_Assessment.pdf. FinCEN found that "Haider failed to ensure that MoneyGram implemented and maintained an effective AML program." 2. Unlike other agencies who have used

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		Foreign financial agency transaction violation–greater of $100,000 or 50% of the amount of the transaction or balance of an unreported account; must be willful.	publicly-available matrices to determine whether and how much to assess as a fine, FinCEN has made no such public disclosure. Similarly, a person is not entitled to an APA hearing on the matter. *See* Robert B. Serino, It's Anyone's Guess How Fincen Determines Fines, American Banker, March 9, 2016 *available at* http://www.americanbanker.com/bankthink/its-anyones-guess-how-fincen-determines-fines-1079793-1.html.
31 U.S.C. § 5322	FinCEN	(a) A person **willfully violating** the recordkeeping requirements of the Bank Secrecy Act or a regulation prescribed or order issued thereunder (except for reporting requirements on foreign currency transactions or the prohibition on structuring), or **willfully violating** 1) a record-retention requirement for insured depository institutions, or 2) any regulation prescribed by the Secretary of the Treasury related to recordkeeping for non-insured institutions, shall be **fined not more than $250,000, or imprisoned for not more than five years, or both.** (b) A person **willfully violating** the recordkeeping requirements of the Bank Secrecy Act or a regulation prescribed or order issued thereunder (except for reporting requirements on foreign currency transactions or the prohibition on structuring), or **willfully violating** 1) a record-retention requirement for insured depository institutions, or 2) any regulation prescribed by the	A CCO who willfully violates recordkeeping requirements of the Bank Secrecy Act may be fined up to $250,000 or imprisoned for up to 5 years, or both. If the violation is in connection with violating any other law or is part of a pattern of illegal activity involving more than $100,000 in a year, the potential fine and jail term double.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		Secretary of the Treasury related to recordkeeping for non-insured institutions **while violating another law of the United States or as part of a pattern of any illegal activity involving more than $100,000 in a 12-month period, shall be fined not more than $500,000, imprisoned for not more than 10 years, or both.** (c) For a violation of the requirement that a financial institution or non-financial business maintain appropriate procedures to ensure compliance with the recordkeeping requirements, **a separate violation occurs for each day the violation continues and at each office, branch, or place of business at which a violation occurs or continues.** (d) A financial institution or agency that violates 1) any requirement to establish appropriate due diligence procedures and controls with respect to the detection and reporting of money laundering on bank accounts involving foreign persons, or 2) the prohibition on maintaining correspondent accounts with foreign shell banks, or any special measures imposed with respect to types of accounts of primary money laundering concern, shall be fined in **an amount equal to not less than 2 times the amount of the transaction, but not more than $1,000,000.**	
31 U.S.C. § 5328	FinCEN	**(a) Prohibition against discrimination.**--No financial institution or nonfinancial trade or business may discharge or otherwise discriminate against any employee with respect to compensation, terms, conditions, or privileges of employment because the employee (or any person acting pursuant to the request of the employee) provided information to the Secretary of the Treasury, the Attorney General, or any Federal supervisory agency regarding a possible violation of any provision of this subchapter	This statute provides protection to CCOs who blow the whistle on financial institutions.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		or section 1956, 1957, or 1960 of title 18, or any regulation under any such provision, by the financial institution or nonfinancial trade or business or any director, officer, or employee of the financial institution or nonfinancial trade or business. **(b) Enforcement.**--Any employee or former employee who believes that such employee has been discharged or discriminated against in violation of subsection (a) may file a civil action in the appropriate United States district court before the end of the 2-year period beginning on the date of such discharge or discrimination. **(c) Remedies.**--If the district court determines that a violation has occurred, the court may order the financial institution or nonfinancial trade or business which committed the violation to-- **(1)** reinstate the employee to the employee's former position; **(2)** pay compensatory damages; or **(3)** take other appropriate actions to remedy any past discrimination. **(d) Limitation.**--The protections of this section shall not apply to any employee who-- **(1)** deliberately causes or participates in the alleged violation of law or regulation; or **(2)** knowingly or recklessly provides substantially false information to the Secretary, the Attorney General, or any Federal supervisory agency. **(e) Coordination with other provisions of law.**--This section shall not apply with respect to any financial institution or nonfinancial trade or business which is subject to section 33 of the Federal Deposit Insurance Act, section 213 of the Federal Credit Union Act, or section 21A(q) of the Home Owners' Loan	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		Act (as added by section 251(c) of the Federal Deposit Insurance Corporation Improvement Act of 1991).	
REGULATIONS			
Energy			
10 C.F.R. § 13.3	NRC	(a) Claims. (1) Any person who makes a claim that the person knows or has reason to know— (i) Is false, fictitious, or fraudulent; (ii) Includes or is supported by any written statement which asserts a material fact which is false, fictitious, or fraudulent; (iii) Includes or is supported by any written statement that— (A) Omits a material fact; (B) Is false, fictitious, or fraudulent as a result of such omission; and (C) Is a statement in which the person making such statement has a duty to include such material fact; or (iv) Is for payment for the provision of property or services which the person has not provided as claimed, shall be subject, in addition to any other remedy that may be prescribed by law, to a civil penalty of not more than $10,781 for each such claim. (2) Each voucher, invoice, claim form, or other individual request or demand for property, services, or money constitutes a separate claim. (3) A claim shall be considered made to the authority, recipient, or party when such claim is actually made to an agent, fiscal intermediary or other entity, including any State or political subdivision thereof, acting for or on behalf of the authority, recipient, or party. (4) Each claim for property, services, or money is subject to a	The CCO could incur civil penalties for false statements or false information given.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		civil penalty regardless of whether such property, services, or money is actually delivered or paid. (5) If the Government has made any payment (including transferred property or provided services) on a claim, a person subject to a civil penalty under paragraph (a)(1) of this section shall also be subject to an assessment of not more than twice the amount of such claim or that portion thereof that is determined to be in violation of paragraph (a)(1) of this section. Such assessment shall be in lieu of damages sustained by the Government because of such claim. (b) Statements. (1) Any person who makes a written statement that— (i) The person knows or has reason to know— (A) Asserts a material fact which is false, fictitious, or fraudulent; or (B) Is false, fictitious, or fraudulent because it omits a material fact that the person making the statement has a duty to include in such statement; and (ii) Contains or is accompanied by an express certification or affirmation of the truthfulness and accuracy of the contents of the statement, shall be subject, in addition to any other remedy that may be prescribed by law, to a civil penalty of not more than $10,781 for each such statement. (2) Each written representation, certification, or affirmation constitutes a separate statement. (3) A statement shall be considered made to the authority when such statement is actually made to an agent, fiscal intermediary, or other entity, including any State or political subdivision thereof, acting for or on behalf of the authority.	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		(c) No proof of specific intent to defraud is required to establish liability under this section. (d) In any case in which it is determined that more than one person is liable for making a claim or statement under this section, each such person may be held liable for a civil penalty under this section. (e) In any case in which it is determined that more than one person is liable for making a claim under this section on which the Government has made payment (including transferred property or provided services), an assessment may be imposed against any such person or jointly and severally against any combination of such persons.	
10 C.F.R. § 21.1	NRC	The regulations in this part establish procedures and requirements for implementation of section 206 of the Energy Reorganization Act of 1974. That section requires any individual director or responsible officer of a firm constructing, owning, operating or supplying the components of any facility or activity which is licensed or otherwise regulated pursuant to the Atomic Energy Act of 1954, as amended, or the Energy Reorganization Act of 1974, who obtains information reasonably indicating: (a) That the facility, activity or basic component supplied to such facility or activity fails to comply with the Atomic Energy Act of 1954, as amended, or any applicable rule, regulation, order, or license of the Commission relating to substantial safety hazards or (b) that the facility, activity, or basic component supplied to such facility or activity contains defects, which could create a substantial safety hazard, to immediately notify the Commission of such failure to comply or such defect, unless he has actual knowledge that the Commission has been adequately informed of such defect	A CCO must immediately notify the NRC if the facility, activity, or basic component supplied to such facility or activity contains defects, which could create a substantial safety hazard unless they have actual knowledge that the NRC has been adequately informed.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		or failure to comply.	
10 C.F.R. § 21.21	NRC	(a) Each individual, corporation, partnership, dedicating entity, or other entity subject to the regulations in this part shall adopt appropriate procedures to— (1) Evaluate deviations and failures to comply to identify defects and failures to comply associated with substantial safety hazards as soon as practicable, and, except as provided in paragraph (a)(2) of this section, in all cases within 60 days of discovery, in order to identify a reportable defect or failure to comply that could create a substantial safety hazard, were it to remain uncorrected, and (2) Ensure that if an evaluation of an identified deviation or failure to comply potentially associated with a substantial safety hazard cannot be completed within 60 days from discovery of the deviation or failure to comply, an interim report is prepared and submitted to the Commission through a director or responsible officer or designated person as discussed in § 21.21(d)(5). The interim report should describe the deviation or failure to comply that is being evaluated and should also state when the evaluation will be completed. This interim report must be submitted in writing within 60 days of discovery of the deviation or failure to comply. (3) Ensure that a director or responsible officer subject to the regulations of this part is informed as soon as practicable, and, in all cases, within the 5 working days after completion of the evaluation described in paragraphs (a)(1) or (a)(2) of this section if the manufacture, construction, or operation of a facility or activity, a basic component supplied for such facility or activity,	A CCO must develop appropriate procedures to evaluate compliance and ensure safety and regularly notify the NRC of hazardous conditions.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		or the design certification or design approval under part 52 of this chapter— (i) Fails to comply with the Atomic Energy Act of 1954, as amended, or any applicable rule, regulation, order, or license of the Commission or standard design approval under part 52 of this chapter, relating to a substantial safety hazard, or (ii) Contains a defect. (b) If the deviation or failure to comply is discovered by a supplier of basic components, or services associated with basic components, and the supplier determines that it does not have the capability to perform the evaluation to determine if a defect exists, then the supplier must inform the purchasers or affected licensees within five working days of this determination so that the purchasers or affected licensees may evaluate the deviation or failure to comply, pursuant to § 21.21(a). (c) A dedicating entity is responsible for— (1) Identifying and evaluating deviations and reporting defects and failures to comply associated with substantial safety hazards for dedicated items; and (2) Maintaining auditable records for the dedication process. (d)(1) A director or responsible officer subject to the regulations of this part or a person designated under § 21.21(d)(5) must notify the Commission when he or she obtains information reasonably indicating a failure to comply or a defect affecting— (i) The manufacture, construction or operation of a facility or an activity within the United States that is subject to the licensing requirements under parts 30, 40, 50, 52, 60, 61, 63, 70, 71, or 72 of this chapter and that is within his or her organization's responsibility; or	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		(ii) A basic component that is within his or her organization's responsibility and is supplied for a facility or an activity within the United States that is subject to the licensing, design certification, or approval requirements under parts 30, 40, 50, 52, 60, 61, 63, 70, 71, or 72 of this chapter. (2) The notification to NRC of a failure to comply or of a defect under paragraph (d)(1) of this section and the evaluation of a failure to comply or a defect under paragraphs (a)(1) and (a)(2) of this section, are not required if the director or responsible officer has actual knowledge that the Commission has been notified in writing of the defect or the failure to comply. (3) Notification required by paragraph (d)(1) of this section must be made as follows— (i) Initial notification by facsimile, which is the preferred method of notification, to the NRC Operations Center at (301)816–5151 or by telephone at (301)816–5100 within two days following receipt of information by the director or responsible corporate officer under paragraph (a)(1) of this section, on the identification of a defect or a failure to comply. Verification that the facsimile has been received should be made by calling the NRC Operations Center. This paragraph does not apply to interim reports described in § 21.21(a)(2). (ii) Written notification to the NRC at the address specified in § 21.5 within 30 days following receipt of information by the director or responsible corporate officer under paragraph (a)(3) of this section, on the identification of a defect or a failure to comply. (4) The written report required by this paragraph shall include, but need not be limited to, the following information, to the	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		extent known: (i) Name and address of the individual or individuals informing the Commission. (ii) Identification of the facility, the activity, or the basic component supplied for such facility or such activity within the United States which fails to comply or contains a defect. (iii) Identification of the firm constructing the facility or supplying the basic component which fails to comply or contains a defect. (iv) Nature of the defect or failure to comply and the safety hazard which is created or could be created by such defect or failure to comply. (v) The date on which the information of such defect or failure to comply was obtained. (vi) In the case of a basic component which contains a defect or fails to comply, the number and location of these components in use at, supplied for, being supplied for, or may be supplied for, manufactured, or being manufactured for one or more facilities or activities subject to the regulations in this part. (vii) The corrective action which has been, is being, or will be taken; the name of the individual or organization responsible for the action; and the length of time that has been or will be taken to complete the action. (viii) Any advice related to the defect or failure to comply about the facility, activity, or basic component that has been, is being, or will be given to purchasers or licensees. (ix) In the case of an early site permit, the entities to whom an early site permit was transferred. (5) The director or responsible officer may authorize an	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		individual to provide the notification required by this paragraph, provided that, this shall not relieve the director or responsible officer of his or her responsibility under this paragraph. (e) Individuals subject to this part may be required by the Commission to supply additional information related to a defect or failure to comply. Commission action to obtain additional information may be based on reports of defects from other reporting entities.	
10 C.F.R. § 21.61(a)	NRC	Any director or responsible officer of an entity (including dedicating entity) that is not otherwise subject to the deliberate misconduct provisions of this chapter but is subject to the regulations in this part who knowingly and consciously fails to provide the notice required as by § 21.21 shall be subject to a civil penalty equal to the amount provided by section 234 of the Atomic Energy Act of 1954, as amended.	A CCO who knowingly or consciously fails to provide notice to the NRC is subject to a civil penalty equal to the amount provided in the Act.
10 C.F.R. § 21.62(a)	NRC	Section 223 of the Atomic Energy Act of 1954, as amended, provides for criminal sanctions for willful violation of, attempted violation of, or conspiracy to violate, any regulation issued under sections 161b, 161i, or 161***o*** of the Act. For purposes of section 223, all the regulations in part 21 are issued under one or more of sections 161b, 161i, or 161***o***, except for the sections listed in paragraph (b) of this section.	A CCO may be held criminally liable for willful violation, attempted violation, or conspiracy violation of the Act.
10 C.F.R. § 26.825(a)	NRC	Section 223 of the Atomic Energy Act of 1954, as amended, provides for criminal sanctions for willful violation of, attempted violation of, or conspiracy to violate, any regulation issued under sections 161b, 161i, or 161*o* of the Act. For the purposes of section 223, all of the regulations in Part 26 are issued under one or more of sections 161b, 161i, or 161***o***, except for the sections listed in paragraph (b) of this section.	A CCO may be held criminally liable for willful violation, attempted violation, or conspiracy violation of the Act.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
10 C.F.R. § 820.20(a)-(b)	DOE	(a) Purpose. This subpart establishes the procedures for investigating the nature and extent of violations of the DOE Nuclear Safety Requirements, for determining, whether a violation has occurred, for imposing an appropriate remedy, and for adjudicating the assessment of a civil penalty. (b) Basis for civil penalties. DOE may assess civil penalties against any person subject to the provisions of this part who has entered into an agreement of indemnification under 42 U.S.C. 2210(d) (or any subcontractor or supplier thereto), unless exempted from civil penalties as provided in paragraph (c) of this section, on the basis of a violation of: (1) Any DOE Nuclear Safety Requirement set forth in the Code of Federal Regulations; (2) Any Compliance Order issued pursuant to subpart C of this part; or (3) Any program, plan or other provision required to implement any requirement or order identified in paragraphs (b)(1) or (b)(2) of this section.	
10 C.F.R. § 820.71	DOE	If a person subject to the Act or the DOE Nuclear Safety Requirements has, by act or omission, knowingly and willfully violated, caused to be violated, attempted to violate, or conspired to violate any section of the Act or any applicable DOE Nuclear Safety Requirement, the person shall be subject to criminal sanctions under the Act.	A CCO shall be subject to criminal sanctions if they knowingly and willfully violate, cause to be violated, attempt to violate, or conspire to violate any section of the Act.
10 C.F.R. § 820.72	DOE	If there is reason to believe a criminal violation of the Act or the DOE Nuclear Safety Requirements has occurred, DOE may refer the matter to the Attorney General of the United States for investigation or prosecution.	The DOE may refer the matter to the Attorney General for investigation or prosecution.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
10 C.F.R. § 820.81	DOE	Any person subject to a penalty under 42 U.S.C. 2282a shall be subject to a civil penalty in an amount not to exceed $197,869 for each such violation. If any violation under 42 U.S.C. 2282a is a continuing one, each day of such violation shall constitute a separate violation for the purpose of computing the applicable civil penalty.	A person subject to penalty may have civil penalty up to $197,869 for each such violation.
10 C.F.R. § 1013.3	DOE	(a) Claims. (1) Except as provided in paragraph (c) of this section, any person who makes a claim that the person knows or has reason to know— (i) Is false, fictitious, or fraudulent; (ii) Includes or is supported by any written statement which asserts a material fact which is false, fictitious, or fraudulent; (iii) Includes or is supported by any written statement that— (A) Omits a material fact; (B) Is false, fictitious, or fraudulent as a result of such omission; and (C) Is a statement in which the person making such statement has a duty to include such material fact; or (iv) Is for payment for the provision of property or services which the person has not provided as claimed, shall be subject, in addition to any other remedy that may be prescribed by law, to a civil penalty of not more than $10,781 for each such claim. (2) Each voucher, invoice, claim form, or other individual request or demand for property, services, or money constitutes a separate claim. (3) A claim shall be considered made to the authority, recipient, or party when such claim is actually made to an agent, fiscal	The CCO could incur civil penalties for false statements or false information given.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		intermediary, or other entity, including any State or political subdivision thereof, acting for or on behalf of such authority, recipient, or party. (4) Each claim for property, services, or money is subject to a civil penalty regardless of whether such property, services, or money is actually delivered or paid. (5) If the Government has made any payment (including transferred property or provided services) on a claim, a person subject to a civil penalty under paragraph (a)(1) of this section shall also be subject to an assessment of not more than twice the amount of such claim or that portion thereof that is determined to be in violation of paragraph (a)(1) of this section. Such assessment shall be in lieu of damages sustained by the Government because of such claim. (b) Statements. (1) Except as provided in paragraph (c) of this section, any person who makes a written statement that— (i) The person knows or has reason to know— (A) Asserts a material fact which is false, fictitious, or fraudulent; or (B) Is false, fictitious, or fraudulent because it omits a material fact that the person making the statement has a duty to include in such statement, and (ii) Contains or is accompanied by an express certification or affirmation of the truthfulness and accuracy of the contents of the statement, shall be subject, in addition to any other remedy that may be prescribed by law, to a civil penalty of not more than $10,781 for each such statement. (2) Each written representation, certification, or affirmation	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		constitutes a separate statement. (3) A statement shall be considered made to the authority when such statement is actually made to an agent, fiscal intermediary, or other entity, including any State or political subdivision thereof, acting for or on behalf of such authority. (c) Application for certain benefits. (1) In the case of any claim or statement made by any individual relating to any of the benefits listed in paragraph (c)(2) of this section received by such individual, such individual may be held liable for penalties and assessments under this section only if such claim or statement is made by such individual in making application for such benefits with respect to such individual's eligibility to receive such benefits. (2) For purposes of paragraph (c) of this section, the term "benefits" means benefits under part A of the Energy Conservation in Existing Buildings Act of 1976, which are intended for the personal use of the individual who receives the benefits or for a member of the individual's family. (d) No proof of specific intent to defraud is required to establish liability under this section. (e) In any case in which it is determined that more than one person is liable for making a claim or statement under this section, each such person may be held liable for a civil penalty under this section. (f) In any case in which it is determined that more than one person is liable for making a claim under this section on which the Government has made payment (including transferred property or provided services), an assessment may be imposed against any such person or jointly and severally against any	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		combination of such persons.	
Banks & Banking			
12 C.F.R. § 21.21(c)-(d)	Comptroller of Currency	(c) Establishment of a BSA compliance program— (1) Program requirement. Each national bank and each savings association shall develop and provide for the continued administration of a program reasonably designed to assure and monitor compliance with the recordkeeping and reporting requirements set forth in subchapter II of chapter 53 of title 31, United States Code and the implementing regulations issued by the Department of the Treasury at 31 CFR Chapter X. The compliance program must be written, approved by the national bank's or savings association's board of directors, and reflected in the minutes of the national bank or savings association. (2) Customer identification program. Each national bank and each savings association is subject to the requirements of 31 U.S.C. 5318(l) and the implementing regulations jointly promulgated by the OCC and the Department of the Treasury at 31 CFR 1020.220, which require a customer identification program to be implemented as part of the BSA compliance program required under this section. (d) Contents of compliance program. The compliance program shall, at a minimum: (1) Provide for a system of internal controls to assure ongoing compliance; (2) Provide for independent testing for compliance to be conducted by national bank or savings association personnel or by an outside party; (3) Designate an individual or individuals responsible for coordinating and monitoring day-to-day compliance; and	A CCO shall establish a compliance program. The compliance program shall, at a minimum: (1) Provide for a system of internal controls to assure ongoing compliance; (2) Provide for independent testing for compliance to be conducted by national bank or savings association personnel or by an outside party; (3) Designate an individual or individuals responsible for coordinating and monitoring day-to-day compliance; and (4) Provide training for appropriate personnel.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		(4) Provide training for appropriate personnel.	
12 C.F.R. § 30.6(b)	OCC	Failure to comply with order. Pursuant to [the first tier of the CMP provision of § 1818(i) discussed above] the OCC may assess a civil money penalty against any national bank or Federal savings association that violates or otherwise fails to comply with any final safety and soundness order and against any institution-affiliated party who participates in such violation or noncompliance.	The OCC may access a CMP against a CCO who participates in the failure to comply with a safety and soundness order. The amount of the CMP may be up to **$7,500** per day. The CCO is entitled to an APA hearing to determine the penalty.
12 C.F.R. § 308.116	FDIC	(a) In general. The civil money penalty shall be assessed upon the service of a Notice of Assessment which shall become final and unappealable unless the respondent requests a hearing pursuant to § 308.19(c)(2). (b) Amount. (1) Any person who violates any provision of the Change in Bank Control Act or any rule, regulation, or order issued by the FDIC pursuant thereto, shall forfeit and pay a civil money penalty of not more than $5,000 for each day the violation continues. (2) Any person who violates any provision of the Change in Bank Control Act or any rule, regulation, or order issued by the FDIC pursuant thereto; or recklessly engages in any unsafe or unsound practice in conducting the affairs of a depository institution; or breaches any fiduciary duty; which violation, practice or breach is part of a pattern of misconduct; or causes or is likely to cause more than a minimal loss to such institution; or results in pecuniary gain or other benefit to such person, shall forfeit and pay a civil money penalty of not more than $25,000 for each day such violation, practice or breach continues. (3) Any person who knowingly violates any provision of the	The civil money penalty for a violation of the Change in Bank Control Act or any rule, regulation, or order issued by the FDIC is as follows: Any Violation: A person shall forfeit and pay a civil money penalty of not more than $5,000 for each day the violation continues. After August 1, 2016: $9,468. Reckless Violation: A person shall forfeit and pay a civil money penalty of not more than $25,000 for each day such violation, practice or breach continues. After August 1, 2016: $47,340. Knowing Violation:

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		Change in Bank Control Act or any rule, regulation, or order issued by the FDIC pursuant thereto; or engages in any unsafe or unsound practice in conducting the affairs of a depository institution; or breaches any fiduciary duty; and knowingly or recklessly causes a substantial loss to such institution or a substantial pecuniary gain or other benefit to such institution or a substantial pecuniary gain or other benefit to such person by reason of such violation, practice or breach, shall forfeit and pay a civil money penalty not to exceed: (i) In the case of a person other than a depository institution—$1,000,000 per day for each day the violation, practice or breach continues; or (ii) In the case of a depository institution—an amount not to exceed the lesser of $1,000,000 or one percent of the total assets of such institution for each day the violation, practice or breach continues. (4) Adjustment of civil money penalties by the rate of inflation pursuant to the Federal Civil Penalties Inflation Adjustment Act Improvements Act of 2015. On or after August 1, 2016: (i) Any person who has engaged in a violation as set forth in paragraph (b)(1) of this section shall forfeit and pay a civil money penalty of not more than $9,468 for each day the violation continued. (ii) Any person who has engaged in a violation, unsafe or unsound practice or breach of fiduciary duty, as set forth in paragraph (b)(2) of this section, shall forfeit and pay a civil money penalty of not more than $47,340 for each day such violation, practice or breach continued. (iii) Any person who has knowingly engaged in a violation,	(i) In the case of a person other than a depository institution—$1,000,000 per day for each day the violation, practice or breach continues; After August 1, 2016: $1,893,610. or (ii) In the case of a depository institution—an amount not to exceed the lesser of $1,000,000 or one percent of the total assets of such institution for each day the violation, practice or breach continues. After August 1, 2016: $1,893,610.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		unsafe or unsound practice or breach of fiduciary duty, as set forth in paragraph (b)(3) of this section, shall forfeit and pay a civil money penalty not to exceed: (A) In the case of a person other than a depository institution—$1,893,610 per day for each day the violation, practice or breach continued; or (B) In the case of a depository institution—an amount not to exceed the lesser of $1,893,610 or one percent of the total assets of such institution for each day the violation, practice or breach continued. (c) Mitigating factors. In assessing the amount of the penalty, the Board of Directors or its designee shall consider the gravity of the violation, the history of previous violations, respondent's financial resources, good faith, and any other matters as justice may require. (d) Failure to answer. Failure of a respondent to file an answer required by this section within the time provided constitutes a waiver of his or her right to appear and contest the allegations in the notice of disapproval. If no timely answer is filed, Enforcement Counsel may file a motion for entry of an order of default. Upon a finding that no good cause has been shown for the failure to file a timely answer, the administrative law judge shall file a recommended decision containing the findings and relief sought in the notice. A final order issued by the Board of Directors based upon a respondent's failure to answer is deemed to be an order issued upon consent.	
12 C.F.R. § 308.502	FDIC	(a) Claims. (1) A person who makes a false, fictitious, or fraudulent claim to the FDIC is subject to a civil penalty of up to $5,000 per claim. A	The CCO could incur civil penalties for false statements or false information given.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		claim is false, fictitious, or fraudulent if the person making the claim knows, or has reason to know, that: (i) The claim is false, fictitious, or fraudulent; or (ii) The claim includes, or is supported by, a written statement that asserts a material fact which is false, fictitious or fraudulent; or (iii) The claim includes, or is supported by, a written statement that: (A) Omits a material fact; and (B) Is false, fictitious, or fraudulent as a result of that omission; and (C) Is a statement in which the person making the statement has a duty to include the material fact; or (iv) The claim seeks payment for providing property or services that the person has not provided as claimed. (2) Each voucher, invoice, claim form, or other individual request or demand for property, services, or money constitutes a separate claim. (3) A claim will be considered made to the FDIC, recipient, or party when the claim is actually made to an agent, fiscal intermediary, or other entity, including any state or political subdivision thereof, acting for or on behalf of the FDIC, recipient, or party. (4) Each claim for property, services, or money that constitutes any one of the elements in paragraph (a)(1) of this section is subject to a civil penalty regardless of whether the property, services, or money is actually delivered or paid. (5) If the FDIC has made any payment (including transferred property or provided services) on a claim, a person subject to a	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		civil penalty under paragraph (a)(1) of this section will also be subject to an assessment of not more than twice the amount of such claim (or portion of the claim) that is determined to constitute a false, fictitious, or fraudulent claim under paragraph (a)(1) of this section. The assessment will be in lieu of damages sustained by the FDIC because of the claims. (6) The amount of any penalty assessed under paragraph (a)(1) of this section will be adjusted for inflation in accordance with§ 308.132(d)(17) of this part. (7) The penalty specified in paragraph (a)(1) of this section is in addition to any other remedy allowable by law. (b) Statements. (1) A person who submits to the FDIC a false, fictitious or fraudulent statement is subject to a civil penalty of up to $5,000 per statement. A statement is false, fictitious or fraudulent if the person submitting the statement to the FDIC knows, or has reason to know, that: (i) The statement asserts a material fact which is false, fictitious, or fraudulent; or (ii) The statement omits a material fact that the person making the statement has a duty to include in the statement; and (iii) The statement contains or is accompanied by an express certification or affirmation of the truthfulness and accuracy of the contents of the statement. (2) Each written representation, certification, or affirmation constitutes a separate statement. (3) A statement will be considered made to the FDIC when the statement is actually made to an agent, fiscal intermediary, or other entity, including any state or political subdivision thereof,	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		acting for or on behalf of the FDIC. (4) The amount of any penalty assessed under paragraph (a)(1) of this section will be adjusted for inflation in accordance with§ 308.132(d)(17) of this part. (5) The penalty specified in paragraph (a)(1) of this section is in addition to any other remedy allowable by law. (c) Failure to file declaration/certification. Where, as a prerequisite to conducting business with the FDIC, a person is required by law to file one or more declarations and/or certifications, and the person intentionally fails to file such declaration/certification, the person will be subject to the civil penalties as prescribed by this subpart. (d) Civil money penalties that are assessed under this subpart are subject to annual adjustments to account for inflation as required by the Federal Civil Penalties Inflation Adjustment Act Improvements Act of 2015 (Pub.L. 114–74, sec. 701, 129 Stat. 584) (see also 12 CFR 308.132(d)(17)). (e) Liability. (1) In any case in which it is determined that more than one person is liable for making a claim or statement under this section, each such person may be held jointly and severally liable for a civil penalty under this section. (2) In any case in which it is determined that more than one person is liable for making a claim under this section on which the FDIC has made payment (including transferred property or provided services), an assessment may be imposed against any such person or jointly and severally against any combination of such persons.	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
12 C.F.R. § 570.3	Dept. of Treasury	(a) Schedule for filing compliance plan— (1) In general. A savings association shall file a written safety and soundness compliance plan with the OTS within 30 days of receiving a request for a compliance plan pursuant to § 570.2(b), unless the OTS notifies the savings association in writing that the plan is to be filed within a different period. (2) Other plans. If a savings association is obligated to file, or is currently operating under, a capital restoration plan submitted pursuant to section 38 of the FDI Act (12 U.S.C. 1831*o*), a cease-and-desist order entered into pursuant to section 8 of the FDI Act, a formal or informal agreement, or a response to a report of examination, it may, with the permission of the OTS, submit a compliance plan under this section as part of that plan, order, agreement, or response, subject to the deadline provided in paragraph (a)(1) of this section. (b) Contents of plan. The compliance plan shall include a description of the steps the savings association will take to correct the deficiency and the time within which those steps will be taken. (c) Review of safety and soundness compliance plans. Within 30 days after receiving a safety and soundness compliance plan under this subpart, the OTS shall provide written notice to the savings association of whether the plan has been approved or seek additional information from the savings association regarding the plan. The OTS may extend the time within which notice regarding approval of a plan will be provided. (d) Failure to submit or implement a compliance plan. If a savings association fails to submit an acceptable plan within the	If a savings association fails to submit an acceptable plan within the time specified by the OTS or fails in any material respect to implement a compliance plan, then the OTS shall, by order, require the savings association to correct the deficiency and may take further actions provided in the FDI Act.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		time specified by the OTS or fails in any material respect to implement a compliance plan, then the OTS shall, by order, require the savings association to correct the deficiency and may take further actions provided in section 39(e)(2)(B) of the FDI Act. Pursuant to section 39(e)(3), the OTS may be required to take certain actions if the savings association commenced operations or experienced a change in control within the previous 24–month period, or the savings association experienced extraordinary growth during the previous 18–month period. (e) Amendment of compliance plan. A savings association that has filed an approved compliance plan may, after prior written notice to and approval by the OTS, amend the plan to reflect a change in circumstance. Until such time as a proposed amendment has been approved, the savings association shall implement the compliance plan as previously approved.	
12 C.F.R. § 1007.104	CFPB	A covered financial institution that employs one or more mortgage loan originators must adopt and follow written policies and procedures designed to assure compliance with this part. These policies and procedures must be appropriate to the nature, size, complexity, and scope of the mortgage lending activities of the covered financial institution, and apply only to those employees acting within the scope of their employment at the covered financial institution. At a minimum, these policies and procedures must: (a) Establish a process for identifying which employees of the covered financial institution are required to be registered mortgage loan originators; (b) Require that all employees of the covered financial institution who are mortgage loan originators be informed of the registration	A CCO must develop policies and procedures to assure compliance. The policies must be appropriate with the financial institution.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		requirements of the S.A.F.E. Act and this part and be instructed on how to comply with such requirements and procedures; (c) Establish procedures to comply with the unique identifier requirements in § 1007.105; (d) Establish reasonable procedures for confirming the adequacy and accuracy of employee registrations, including updates and renewals, by comparisons with its own records; (e) Establish reasonable procedures and tracking systems for monitoring compliance with registration and renewal requirements and procedures; (f) Provide for independent testing for compliance with this part to be conducted at least annually by covered financial institution personnel or by an outside party; (g) Provide for appropriate action in the case of any employee who fails to comply with the registration requirements of the S.A.F.E. Act, this part, or the covered financial institution's related policies and procedures, including prohibiting such employees from acting as mortgage loan originators or other appropriate disciplinary actions; (h) Establish a process for reviewing employee criminal history background reports received pursuant to this part, taking appropriate action consistent with applicable Federal law, including section 19 of the Federal Deposit Insurance Act (12 U.S.C. 1829), section 206 of the Federal Credit Union Act (12 U.S.C. 1786(i)), and section 5.65(d) of the Farm Credit Act of 1971, as amended (12 U.S.C. 2277a–14(d)), and implementing regulations with respect to these reports, and maintaining records of these reports and actions taken with respect to applicable employees; and	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		(i) Establish procedures designed to ensure that any third party with which the covered financial institution has arrangements related to mortgage loan origination has policies and procedures to comply with the S.A.F.E. Act, including appropriate licensing and/or registration of individuals acting as mortgage loan originators.	
Commodities & Securities Exchanges			
17 C.F.R. § 1.2	CFTC	The act, omission, or failure of any official, agent, or other person acting for any individual, association, partnership, corporation, or trust, within the scope of his employment or office, shall be deemed the act, omission, or failure of such individual, association, partnership, corporation, or trust as well as of such official, agent, or other person.	A CCO could be liable for failing to act within his or her duties of his office or place of employment or acting outside the scope of hi or her office or place of employment
17 C.F.R. § 3.3	CFTC	(a) Designation. Each futures commission merchant, swap dealer, and major swap participant shall designate an individual to serve as its chief compliance officer, and provide the chief compliance officer with the responsibility and authority to develop, in consultation with the board of directors or the senior officer, appropriate policies and procedures to fulfill the duties set forth in the Act and Commission regulations relating to the swap dealer's or major swap participant's swaps activities, or to the futures commission merchant's business as a futures commission merchant and to ensure compliance with the Act and Commission regulations relating to the swap dealer's or major swap participant's swaps activities, or to the futures commission merchant's business as a futures commission merchant. (1) The chief compliance officer shall report to the board of directors or the senior officer of the futures commission merchant, swap dealer, or major swap participant. The board of	The CCO could be liable for failing to develop appropriate policies and procedures to fulfill the duties in the Act and Commission regulations in relation to the swap dealer's or swap participant's activities, or to the futures commission merchant's business. (1) The CCO could be liable for failure to report to the board of directors. (2) The CCO could be liable for failing to meet the qualifications to become a CCO. (3) The CCO could be liable for failing to meet its duties

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		directors or the senior officer shall appoint the chief compliance officer, shall approve the compensation of the chief compliance officer, and shall meet with the chief compliance officer at least once a year and at the election of the chief compliance officer. (2) Only the board of directors or the senior officer of the futures commission merchant, swap dealer, or major swap participant may remove the chief compliance officer. (b) Qualifications. The individual designated to serve as chief compliance officer shall have the background and skills appropriate for fulfilling the responsibilities of the position. No individual disqualified, or subject to disqualification, from registration under section 8a(2) or 8a(3) of the Act may serve as a chief compliance officer. (c) Submission with registration. Each application for registration as a futures commission merchant under § 3.10, a swap dealer under § 23.21, or a major swap participant under § 23.21, must include a designation of a chief compliance officer by submitting a Form 8–R for the chief compliance officer as a principal of the applicant pursuant to § 3.10(a)(2). (d) Chief compliance officer duties. The chief compliance officer's duties shall include, but are not limited to: (1) Administering the registrant's policies and procedures reasonably designed to ensure compliance with the Act and Commission regulations; (2) In consultation with the board of directors or the senior officer, resolving any conflicts of interest that may arise; (3) Taking reasonable steps to ensure compliance with the Act and Commission regulations relating to the swap dealer's or major swap participant's swaps activities, or to the futures	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		commission merchant's business as a futures commission merchant; (4) Establishing procedures, in consultation with the board of directors or the senior officer, for the remediation of noncompliance issues identified by the chief compliance officer through a compliance office review, look-back, internal or external audit finding, self-reported error, or validated complaint; (5) Establishing procedures, in consultation with the board of directors or the senior officer, for the handling, management response, remediation, retesting, and closing of noncompliance issues; and (6) Preparing and signing the annual report required under paragraphs (e) and (f) of this section. (e) Annual report. The chief compliance officer annually shall prepare a written report that covers the most recently completed fiscal year of the futures commission merchant, swap dealer, or major swap participant, and provide the annual report to the board of directors or the senior officer. The annual report shall, at a minimum: (1) Contain a description of the written policies and procedures, including the code of ethics and conflicts of interest policies, of the futures commission merchant, swap dealer, or major swap participant; (2) Review each applicable requirement under the Act and Commission regulations, and with respect to each: (i) Identify the policies and procedures that are reasonably designed to ensure compliance with the requirement under the Act and Commission regulations; (ii) Provide an assessment as to the effectiveness of these policies	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		and procedures; and (iii) Discuss areas for improvement, and recommend potential or prospective changes or improvements to its compliance program and resources devoted to compliance; (3) List any material changes to compliance policies and procedures during the coverage period for the report; (4) Describe the financial, managerial, operational, and staffing resources set aside for compliance with respect to the Act and Commission regulations, including any material deficiencies in such resources; and (5) Describe any material non-compliance issues identified, and the corresponding action taken. (f) Furnishing the annual report to the Commission. (1) Prior to furnishing the annual report to the Commission, the chief compliance officer shall provide the annual report to the board of directors or the senior officer of the futures commission merchant, swap dealer, or major swap participant for its review. Furnishing the annual report to the board of directors or the senior officer shall be recorded in the board minutes or otherwise, as evidence of compliance with this requirement. (2) The annual report shall be furnished electronically to the Commission not more than 60 days after the end of the fiscal year of the futures commission merchant, swap dealer, or major swap participant, simultaneously with the submission of Form 1–FR–FCM, as required under § 1.10(b)(2)(ii) of this chapter, simultaneously with the Financial and Operational Combined Uniform Single Report, as required under § 1.10(h) of this chapter, or simultaneously with the financial condition report, as required under section 4s(f) of the Act, as applicable.	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		(3) The report shall include a certification by the chief compliance officer or chief executive officer of the registrant that, to the best of his or her knowledge and reasonable belief, and under penalty of law, the information contained in the annual report is accurate and complete. (4) The futures commission merchant, swap dealer, or major swap participant shall promptly furnish an amended annual report if material errors or omissions in the report are identified. An amendment must contain the certification required under paragraph (f)(3) of this section. (5) A futures commission merchant, swap dealer, or major swap participant may request from the Commission an extension of time to furnish its annual report, provided the registrant's failure to timely furnish the report could not be eliminated by the registrant without unreasonable effort or expense. Extensions of the deadline will be granted at the discretion of the Commission. (6) A futures commission merchant, swap dealer, or major swap participant may incorporate by reference sections of an annual report that has been furnished within the current or immediately preceding reporting period to the Commission. If the futures commission merchant, swap dealer, or major swap participant is registered in more than one capacity with the Commission, and must submit more than one annual report, an annual report submitted as one registrant may incorporate by reference sections in the annual report furnished within the current or immediately preceding reporting period as the other registrant. (g) Recordkeeping. (1) The futures commission merchant, swap dealer, or major swap participant shall maintain:	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		(i) A copy of the registrant's policies and procedures reasonably designed to ensure compliance with the Act and Commission regulations; (ii) Copies of materials, including written reports provided to the board of directors or the senior officer in connection with the review of the annual report under paragraph (e) of this section; and (iii) Any records relevant to the annual report, including, but not limited to, work papers and other documents that form the basis of the report, and memoranda, correspondence, other documents, and records that are created, sent or received in connection with the annual report and contain conclusions, opinions, analyses, or financial data related to the annual report. (2) All records or reports that a futures commission merchant, swap dealer, or major swap participant are required to maintain pursuant to this section shall be maintained in accordance with § 1.31 and shall be made available promptly upon request to representatives of the Commission and to representatives of the applicable prudential regulator, as defined in 1a(39) of the Act.	
17 C.F.R. § 11.6	CFTC	(a) Oath. At the discretion of the member of the Commission or staff member conducting the investigation, testimony of a witness may be taken under oath. (b) Penalties for false statements and other false information. Any person making false statements under oath during the course of a Commission investigation is subject to the criminal penalties for perjury in 18 U.S.C. 1621. Any person who knowingly and willfully makes false or fraudulent statements, whether under oath or otherwise, or who falsifies, conceals or covers up a material fact, or submits any false writing or document, knowing	The CCO could incur criminal penalties for false statements or false information given.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		it to contain false, fictitious or fraudulent information, is subject to the criminal penalties set forth in 18 U.S.C. 1001.	
17 C.F.R. § 33.10	CFTC	It shall be unlawful for any person directly or indirectly: (a) To cheat or defraud or attempt to cheat or defraud any other person; (b) To make or cause to be made to any other person any false report or statement thereof or cause to be entered for any person any false record thereof; (c) To deceive or attempt to deceive any other person by any means whatsoever in or in connection with an offer to enter into, the entry into, the confirmation of the execution of, or the maintenance of, any commodity option transaction.	The CCO could be liable for cheating, defrauding, making or causing another to make false reports or statements or to deceive another by any means done directly or indirectly.
17 C.F.R. § 37.200	CFTC	A swap execution facility shall: (a) Establish and enforce compliance with any rule of the swap execution facility, including the terms and conditions of the swaps traded or processed on or through the swap execution facility and any limitation on access to the swap execution facility; (b) Establish and enforce trading, trade processing, and participation rules that will deter abuses and have the capacity to detect, investigate, and enforce those rules, including means to provide market participants with impartial access to the market and to capture information that may be used in establishing whether rule violations have occurred; (c) Establish rules governing the operation of the facility, including rules specifying trading procedures to be used in entering and executing orders traded or posted on the facility, including block trades; and	The CCO could be liable for failing to establish and enforce compliance with the swap execution facility; failing to establish and enforce trading, trade processing and deterring abuses;failing to establish rules that govern the swap facility; or failing to provide the rules when a swap dealer or swap participant enters into or facilitates a swap.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		(d) Provide by its rules that when a swap dealer or major swap participant enters into or facilitates a swap that is subject to the mandatory clearing requirement of section 2(h) of the Act, the swap dealer or major swap participant shall be responsible for compliance with the mandatory trading requirement under section 2(h)(8) of the Act.	
17 C.F.R. § 37.203	CFTC	A swap execution facility shall establish and enforce trading, trade processing, and participation rules that will deter abuses and it shall have the capacity to detect, investigate, and enforce those rules. (a) Abusive trading practices prohibited. A swap execution facility shall prohibit abusive trading practices on its markets by members and market participants. Swap execution facilities that permit intermediation shall prohibit customer-related abuses including, but not limited to, trading ahead of customer orders, trading against customer orders, accommodation trading, and improper cross trading. Specific trading practices that shall be prohibited include front-running, wash trading, pre-arranged trading (except for block trades permitted by part 43 of this chapter or other types of transactions certified to or approved by the Commission pursuant to the procedures under part 40 of this chapter), fraudulent trading, money passes, and any other trading practices that a swap execution facility deems to be abusive. A swap execution facility shall also prohibit any other manipulative or disruptive trading practices prohibited by the Act or by the Commission pursuant to Commission regulation. (b) Capacity to detect and investigate rule violations. A swap execution facility shall have arrangements and resources for effective enforcement of its rules. Such arrangements shall	A CCO could be liable if it fails to establish and enforce trading, trade processing and rules that deter abuses or if it fails to investigate and enforce said rules. (a) A CCO could be liable if he or she engages in abusive trading practices. (b) A CCO could be liable if he or she fails to detect and investigate potential rule violations. (c) failure to comply. (d) failure to complete trade surveillance (e) failure to keep real time marketing analysis (f) failure to comply or complete investigations or investigative reports

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		include the authority to collect information and documents on both a routine and non-routine basis, including the authority to examine books and records kept by the swap execution facility's members and by persons under investigation. A swap execution facility's arrangements and resources shall also facilitate the direct supervision of the market and the analysis of data collected to determine whether a rule violation has occurred. (c) Compliance staff and resources. A swap execution facility shall establish and maintain sufficient compliance staff and resources to ensure that it can conduct effective audit trail reviews, trade practice surveillance, market surveillance, and real-time market monitoring. The swap execution facility's compliance staff shall also be sufficient to address unusual market or trading events as they arise, and to conduct and complete investigations in a timely manner, as set forth in § 37.203(f). (d) Automated trade surveillance system. A swap execution facility shall maintain an automated trade surveillance system capable of detecting potential trade practice violations. The automated trade surveillance system shall load and process daily orders and trades no later than 24 hours after the completion of the trading day. The automated trade surveillance system shall have the capability to detect and flag specific trade execution patterns and trade anomalies; compute, retain, and compare trading statistics; compute trade gains, losses, and swap-equivalent positions; reconstruct the sequence of market activity; perform market analyses; and support system users to perform in-depth analyses and ad hoc queries of trade-related data. (e) Real-time market monitoring. A swap execution facility shall	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		conduct real-time market monitoring of all trading activity on its system(s) or platform(s) to identify disorderly trading and any market or system anomalies. A swap execution facility shall have the authority to adjust trade prices or cancel trades when necessary to mitigate market disrupting events caused by malfunctions in its system(s) or platform(s) or errors in orders submitted by members and market participants. Any trade price adjustments or trade cancellations shall be transparent to the market and subject to standards that are clear, fair, and publicly available. (f) Investigations and investigation reports— (1) Procedures. A swap execution facility shall establish and maintain procedures that require its compliance staff to conduct investigations of possible rule violations. An investigation shall be commenced upon the receipt of a request from Commission staff or upon the discovery or receipt of information by the swap execution facility that indicates a reasonable basis for finding that a violation may have occurred or will occur. (2) Timeliness. Each compliance staff investigation shall be completed in a timely manner. Absent mitigating factors, a timely manner is no later than 12 months after the date that an investigation is opened. Mitigating factors that may reasonably justify an investigation taking longer than 12 months to complete include the complexity of the investigation, the number of firms or individuals involved as potential wrongdoers, the number of potential violations to be investigated, and the volume of documents and data to be examined and analyzed by compliance staff. (3) Investigation reports when a reasonable basis exists for	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		finding a violation. Compliance staff shall submit a written investigation report for disciplinary action in every instance in which compliance staff determines from surveillance or from an investigation that a reasonable basis exists for finding a rule violation. The investigation report shall include the reason the investigation was initiated; a summary of the complaint, if any; the relevant facts; compliance staff's analysis and conclusions; and a recommendation as to whether disciplinary action should be pursued. (4) Investigation reports when no reasonable basis exists for finding a violation. If after conducting an investigation, compliance staff determines that no reasonable basis exists for finding a rule violation, it shall prepare a written report including the reason the investigation was initiated; a summary of the complaint, if any; the relevant facts; and compliance staff's analysis and conclusions. (5) Warning letters. No more than one warning letter may be issued to the same person or entity found to have committed the same rule violation within a rolling twelve month period. (g) Additional sources for compliance. A swap execution facility may refer to the guidance and/or acceptable practices in Appendix B of this part to demonstrate to the Commission compliance with the requirements of § 37.203.	
17 C.F.R. § 37.400	CFTC	The swap execution facility shall: (a) Establish and enforce rules or terms and conditions defining, or specifications detailing: (1) Trading procedures to be used in entering and executing orders traded on or through the facilities of the swap execution facility; and	A CCO could be liable for failing to establish and enforce rules and conditions of a swap execution facility in regards to trading procedures and processing; monitoring trading in swaps.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		(2) Procedures for trade processing of swaps on or through the facilities of the swap execution facility; and (b) Monitor trading in swaps to prevent manipulation, price distortion, and disruptions of the delivery or cash settlement process through surveillance, compliance, and disciplinary practices and procedures, including methods for conducting real-time monitoring of trading and comprehensive and accurate trade reconstructions.	
17 C.F.R. § 37.1500	CFTC	(a) In general. Each swap execution facility shall designate an individual to serve as a chief compliance officer. (b) Duties. The chief compliance officer shall: (1) Report directly to the board or to the senior officer of the facility; (2) Review compliance with the core principles in this subsection; (3) In consultation with the board of the facility, a body performing a function similar to that of a board, or the senior officer of the facility, resolve any conflicts of interest that may arise; (4) Be responsible for establishing and administering the policies and procedures required to be established pursuant to this section; (5) Ensure compliance with the Act and the rules and regulations issued under the Act, including rules prescribed by the Commission pursuant to section 5h of the Act; and (6) Establish procedures for the remediation of noncompliance issues found during compliance office reviews, look backs, internal or external audit findings, self-reported errors, or through validated complaints. (c) Requirements for procedures. In establishing procedures	A CCO could be liable for failing to comply with its duties in relation to the swap execution facility. These include: reporting to the board or senior officer, reviewing compliance; resolving conflicts, establish and administer policies and procedures, complying with the Act and establishing procedures for remediation of noncompliance issues. The CCO could be liable if he or she fails to annually prepare and sign a report detailing the financials of the swap facility.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		under paragraph (b)(6) of this section, the chief compliance officer shall design the procedures to establish the handling, management response, remediation, retesting, and closing of noncompliance issues. (d) Annual reports— (1) In general. In accordance with rules prescribed by the Commission, the chief compliance officer shall annually prepare and sign a report that contains a description of: (i) The compliance of the swap execution facility with the Act; and (ii) The policies and procedures, including the code of ethics and conflict of interest policies, of the swap execution facility. (2) Requirements. The chief compliance officer shall: (i) Submit each report described in paragraph (d)(1) of this section with the appropriate financial report of the swap execution facility that is required to be submitted to the Commission pursuant to section 5h of the Act; and (ii) Include in the report a certification that, under penalty of law, the report is accurate and complete.	
17 C.F.R. § 37.1501	CFTC	(a) Definition of board of directors. For purposes of this part, the term "board of directors" means the board of directors of a swap execution facility, or for those swap execution facilities whose organizational structure does not include a board of directors, a body performing a function similar to a board of directors. (b) Designation and qualifications of chief compliance officer— (1) Chief compliance officer required. Each swap execution facility shall establish the position of chief compliance officer and designate an individual to serve in that capacity. (i) The position of chief compliance officer shall carry with it the	Liability for failure to designate a CCO. (1) A CCO could be liable for failure to carry out the duties of a CCO in the Act and Commission regulations (2) Liability if the CCO does not meet the designated qualifications.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		authority and resources to develop and enforce policies and procedures necessary to fulfill the duties set forth for chief compliance officers in the Act and Commission regulations. (ii) The chief compliance officer shall have supervisory authority over all staff acting at the direction of the chief compliance officer. (2) Qualifications of chief compliance officer. The individual designated to serve as chief compliance officer shall have the background and skills appropriate for fulfilling the responsibilities of the position. No individual disqualified from registration pursuant to sections 8a(2) or 8a(3) of the Act may serve as a chief compliance officer. (c) Appointment, supervision, and removal of chief compliance office— (1) Appointment and compensation of chief compliance officer. (i) A swap execution facility's chief compliance officer shall be appointed by its board of directors or senior officer. A swap execution facility shall notify the Commission within two business days of appointing any new chief compliance officer, whether interim or permanent. (ii) The board of directors or the senior officer shall approve the compensation of the chief compliance officer. (iii) The chief compliance officer shall meet with the board of directors at least annually and the regulatory oversight committee at least quarterly. (iv) The chief compliance officer shall provide any information regarding the swap execution facility's self-regulatory program that is requested by the board of directors or the regulatory oversight committee.	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		(2) Supervision of chief compliance officer. A swap execution facility's chief compliance officer shall report directly to the board of directors or to the senior officer of the swap execution facility, at the swap execution facility's discretion. (3) Removal of chief compliance officer. (i) Removal of a swap execution facility's chief compliance officer shall require the approval of a majority of the swap execution facility's board of directors. If the swap execution facility does not have a board of directors, then the chief compliance officer may be removed by the senior officer of the swap execution facility. (ii) The swap execution facility shall notify the Commission of such removal within two business days. (d) Duties of chief compliance officer. The chief compliance officer's duties shall include, but are not limited to, the following: (1) Overseeing and reviewing the swap execution facility's compliance with section 5h of the Act and any related rules adopted by the Commission; (2) In consultation with the board of directors, a body performing a function similar to the board of directors, or the senior officer of the swap execution facility, resolving any conflicts of interest that may arise, including: (i) Conflicts between business considerations and compliance requirements; (ii) Conflicts between business considerations and the requirement that the swap execution facility provide fair, open, and impartial access as set forth in § 37.202; and; (iii) Conflicts between a swap execution facility's management and members of the board of directors;	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		(3) Establishing and administering written policies and procedures reasonably designed to prevent violations of the Act and the rules of the Commission; (4) Taking reasonable steps to ensure compliance with the Act and the rules of the Commission; (5) Establishing procedures for the remediation of noncompliance issues identified by the chief compliance officer through a compliance office review, look-back, internal or external audit finding, self-reported error, or validated complaint; (6) Establishing and following appropriate procedures for the handling, management response, remediation, retesting, and closing of noncompliance issues; (7) Establishing and administering a compliance manual designed to promote compliance with the applicable laws, rules, and regulations and a written code of ethics designed to prevent ethical violations and to promote honesty and ethical conduct; (8) Supervising the swap execution facility's self-regulatory program with respect to trade practice surveillance; market surveillance; real-time market monitoring; compliance with audit trail requirements; enforcement and disciplinary proceedings; audits, examinations, and other regulatory responsibilities with respect to members and market participants (including ensuring compliance with, if applicable, financial integrity, financial reporting, sales practice, recordkeeping, and other requirements); and (9) Supervising the effectiveness and sufficiency of any regulatory services provided to the swap execution facility by a regulatory service provider in accordance with § 37.204. (e) Preparation of annual compliance report. The chief	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		compliance officer shall, not less than annually, prepare and sign an annual compliance report that, at a minimum, contains the following information covering the time period since the date on which the swap execution facility became registered with the Commission or since the end of the period covered by a previously filed annual compliance report, as applicable: (1) A description of the swap execution facility's written policies and procedures, including the code of ethics and conflict of interest policies; (2) A review of applicable Commission regulations and each subsection and core principle of section 5h of the Act, that, with respect to each: (i) Identifies the policies and procedures that are designed to ensure compliance with each subsection and core principle, including each duty specified in section 5h(f)(15)(B) of the Act; (ii) Provides a self-assessment as to the effectiveness of these policies and procedures; and (iii) Discusses areas for improvement and recommends potential or prospective changes or improvements to its compliance program and resources; (3) A list of any material changes to compliance policies and procedures since the last annual compliance report; (4) A description of the financial, managerial, and operational resources set aside for compliance with respect to the Act and Commission regulations, including a description of the swap execution facility's self-regulatory program's staffing and structure, a catalogue of investigations and disciplinary actions taken since the last annual compliance report, and a review of the performance of disciplinary committees and panels;	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		(5) A description of any material compliance matters, including noncompliance issues identified through a compliance office review, look-back, internal or external audit finding, self-reported error, or validated complaint, and an explanation of how they were resolved; and (6) A certification by the chief compliance officer that, to the best of his or her knowledge and reasonable belief, and under penalty of law, the annual compliance report is accurate and complete. (f) Submission of annual compliance report. (1) Prior to submission to the Commission, the chief compliance officer shall provide the annual compliance report to the board of directors of the swap execution facility for its review. If the swap execution facility does not have a board of directors, then the annual compliance report shall be provided to the senior officer for his or her review. Members of the board of directors and the senior officer shall not require the chief compliance officer to make any changes to the report. Submission of the report to the board of directors or the senior officer, and any subsequent discussion of the report, shall be recorded in board minutes or a similar written record, as evidence of compliance with this requirement. (2) The annual compliance report shall be submitted electronically to the Commission not later than 60 calendar days after the end of the swap execution facility's fiscal year, concurrently with the filing of the fourth fiscal quarter financial report pursuant to§ 37.1306. (3) Promptly upon discovery of any material error or omission made in a previously filed annual compliance report, the chief compliance officer shall file an amendment with the Commission	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		to correct the material error or omission. An amendment shall contain the certification required under paragraph (e)(6) of this section. (4) A swap execution facility may request from the Commission an extension of time to file its annual compliance report based on substantial, undue hardship. Extensions of the filing deadline may be granted at the discretion of the Commission. (g) Recordkeeping. (1) The swap execution facility shall maintain: (i) A copy of the written policies and procedures, including the code of ethics and conflicts of interest policies adopted in furtherance of compliance with the Act and Commission regulations; (ii) Copies of all materials created in furtherance of the chief compliance officer's duties listed in paragraphs (d)(8) and (d)(9) of this section, including records of any investigations or disciplinary actions taken by the swap execution facility; (iii) Copies of all materials, including written reports provided to the board of directors or senior officer in connection with the review of the annual compliance report under paragraph (f)(1) of this section and the board minutes or a similar written record that documents the review of the annual compliance report by the board of directors or senior officer; and (iv) Any records relevant to the swap execution facility's annual compliance report, including, but not limited to, work papers and other documents that form the basis of the report, and memoranda, correspondence, other documents, and records that are (A) Created, sent, or received in connection with the annual	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		compliance report and (B) Contain conclusions, opinions, analyses, or financial data related to the annual compliance report. (2) The swap execution facility shall maintain records in accordance with § 1.31 and part 45 of this chapter. (h) Delegation of authority. The Commission hereby delegates, until it orders otherwise, to the Director of the Division of Market Oversight or such other employee or employees as the Director may designate from time to time, authority to grant or deny a swap execution facility's request for an extension of time to file its annual compliance report under paragraph (f)(4) of this section. SOURCE: 78 FR 33582, June 4, 2013, unless otherwise noted.	
17 C.F.R. § 38.158	CFTC	(a) Procedures. A designated contract market must establish and maintain procedures that require its compliance staff to conduct investigations of possible rule violations. An investigation must be commenced upon the receipt of a request from Commission staff or upon the discovery or receipt of information by the designated contract market that indicates a reasonable basis for finding that a violation may have occurred or will occur. (b) Timeliness. Each compliance staff investigation must be completed in a timely manner. Absent mitigating factors, a timely manner is no later than 12 months after the date that an investigation is opened. Mitigating factors that may reasonably justify an investigation taking longer than 12 months to complete include the complexity of the investigation, the number of firms or individuals involved as potential wrongdoers, the number of potential violations to be investigated, and the volume of documents and data to be examined and analyzed by compliance	(a) A CCO could be liable for failure to start an investigation upon the receipt of a request from Commission staff or discovery or receipt of information by the designated contract market. (b) liability for failure to complete the investigation in a timely manner (c) liability for not submitting a written investigation report when reasonable basis for a violation exists (d) liability for not submitting a written report when a reasonable basis does not exist (e) liability for issuing more than one warning for the same violation.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		staff. (c) Investigation reports when a reasonable basis exists for finding a violation. Compliance staff must submit a written investigation report for disciplinary action in every instance in which compliance staff determines from surveillance or from an investigation that a reasonable basis exists for finding a rule violation. The investigation report must include the reason the investigation was initiated; a summary of the complaint, if any; the relevant facts; compliance staff's analysis and conclusions; and a recommendation as to whether disciplinary action should be pursued. (d) Investigation reports when no reasonable basis exists for finding a violation. If after conducting an investigation, compliance staff determines that no reasonable basis exists for finding a violation, it must prepare a written report including the reason(s) the investigation was initiated; a summary of the complaint, if any; the relevant facts; and compliance staff's analysis and conclusions. (e) Warning letters. No more than one warning letter may be issued to the same person or entity found to have committed the same rule violation within a rolling twelve month period.	
17 C.F.R. § 39.10(c)	CFTC	(c) Chief compliance officer— (1) Designation. Each derivatives clearing organization shall establish the position of chief compliance officer, designate an individual to serve as the chief compliance officer, and provide the chief compliance officer with the full responsibility and authority to develop and enforce, in consultation with the board of directors or the senior officer, appropriate compliance policies and procedures, to fulfill the duties set forth in the Act and	The CCO could be liable if they fail to fulfill their responsibilities.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		Commission regulations. (i) The individual designated to serve as chief compliance officer shall have the background and skills appropriate for fulfilling the responsibilities of the position. No individual who would be disqualified from registration under sections 8a(2) or 8a(3) of the Act may serve as a chief compliance officer. (ii) The chief compliance officer shall report to the board of directors or the senior officer of the derivatives clearing organization. The board of directors or the senior officer shall approve the compensation of the chief compliance officer. (iii) The chief compliance officer shall meet with the board of directors or the senior officer at least once a year. (iv) A change in the designation of the individual serving as the chief compliance officer of the derivatives clearing organization shall be reported to the Commission in accordance with the requirements of § 39.19(c)(4)(ix) of this part. (2) Chief compliance officer duties. The chief compliance officer's duties shall include, but are not limited to: (i) Reviewing the derivatives clearing organization's compliance with the core principles set forth in section 5b of the Act, and the Commission's regulations thereunder; (ii) In consultation with the board of directors or the senior officer, resolving any conflicts of interest that may arise; (iii) Establishing and administering written policies and procedures reasonably designed to prevent violation of the Act; (iv) Taking reasonable steps to ensure compliance with the Act and Commission regulations relating to agreements, contracts, or transactions, and with Commission regulations prescribed under section 5b of the Act;	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		(v) Establishing procedures for the remediation of noncompliance issues identified by the chief compliance officer through any compliance office review, look-back, internal or external audit finding, self-reported error, or validated complaint; and (vi) Establishing and following appropriate procedures for the handling, management response, remediation, retesting, and closing of noncompliance issues. (3) Annual report. The chief compliance officer shall, not less than annually, prepare and sign a written report that covers the most recently completed fiscal year of the derivatives clearing organization, and provide the annual report to the board of directors or the senior officer. The annual report shall, at a minimum: (i) Contain a description of the derivatives clearing organization's written policies and procedures, including the code of ethics and conflict of interest policies; (ii) Review each core principle and applicable Commission regulation, and with respect to each: (A) Identify the compliance policies and procedures that are designed to ensure compliance with the core principle; (B) Provide an assessment as to the effectiveness of these policies and procedures; (C) Discuss areas for improvement, and recommend potential or prospective changes or improvements to the derivatives clearing organization's compliance program and resources allocated to compliance; (iii) List any material changes to compliance policies and procedures since the last annual report; (iv) Describe the financial, managerial, and operational resources	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		set aside for compliance with the Act and Commission regulations; and (v) Describe any material compliance matters, including incidents of noncompliance, since the date of the last annual report and describe the corresponding action taken. (4) Submission of annual report to the Commission. (i) Prior to submitting the annual report to the Commission, the chief compliance officer shall provide the annual report to the board of directors or the senior officer of the derivatives clearing organization for review. Submission of the report to the board of directors or the senior officer shall be recorded in the board minutes or otherwise, as evidence of compliance with this requirement. (ii) The annual report shall be submitted electronically to the Secretary of the Commission in the format and manner specified by the Commission not more than 90 days after the end of the derivatives clearing organization's fiscal year, concurrently with submission of the fiscal year-end audited financial statement that is required to be furnished to the Commission pursuant to § 39.19(c)(3)(ii) of this part. The report shall include a certification by the chief compliance officer that, to the best of his or her knowledge and reasonable belief, and under penalty of law, the annual report is accurate and complete. (iii) The derivatives clearing organization shall promptly submit an amended annual report if material errors or omissions in the report are identified after submission. An amendment must contain the certification required under paragraph (c)(4)(ii) of this section. (iv) A derivatives clearing organization may request from the	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		Commission an extension of time to submit its annual report in accordance with § 39.19(c)(3) of this part. (5) Recordkeeping. (i) The derivatives clearing organization shall maintain: (A) A copy of all compliance policies and procedures and all other policies and procedures adopted in furtherance of compliance with the Act and Commission regulations; (B) Copies of materials, including written reports provided to the board of directors or the senior officer in connection with the review of the annual report under paragraph (c)(4)(i) of this section; and (C) Any records relevant to the annual report, including, but not limited to, work papers and other documents that form the basis of the report, and memoranda, correspondence, other documents, and records that are created, sent, or received in connection with the annual report and contain conclusions, opinions, analyses, or financial data related to the annual report. (ii) The derivatives clearing organization shall maintain records in accordance with § 1.31 of this chapter and § 39.20 of this part.	
17 C.F.R. § 49.22	CFTC	(a) Definition of Board of Directors. For purposes of this part 49, the term "board of directors" means the board of directors of a registered swap data repository, or for those swap data repositories whose organizational structure does not include a board of directors, a body performing a function similar to that of a board of directors. (b) Designation and qualifications of chief compliance officer. (1) Chief Compliance Officer required. Each registered swap data repository shall establish the position of chief compliance officer, and designate an individual to serve in that capacity.	The Board of Directors could be liable if they do not designate a CCO or if they are designate an unqualified candidate. The CCO could be liable for failure to carry out his or her duties.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		(i) The position of chief compliance officer shall carry with it the authority and resources to develop and enforce policies and procedures necessary to fulfill the duties set forth for chief compliance officers in the Act and Commission regulations. (ii) The chief compliance officer shall have supervisory authority over all staff acting at the direction of the chief compliance officer. (2) Qualifications of chief compliance officer. The individual designated to serve as chief compliance officer shall have the background and skills appropriate for fulfilling the responsibilities of the position and shall be subject to the following requirements: (i) No individual disqualified from registration pursuant to Sections 8a(2) or 8a(3) of the Act may serve as a chief compliance officer. (ii) The chief compliance officer may not be a member of the swap data repository's legal department or serve as its general counsel. (c) Appointment, Supervision, and Removal of Chief Compliance Officer. (1) Appointment and Compensation of Chief Compliance Officer Determined by Board of Directors. A registered swap data repository's chief compliance officer shall be appointed by its board of directors. The board of directors shall also approve the compensation of the chief compliance officer and shall meet with the chief compliance officer at least annually. The appointment of the chief compliance officer and approval of the chief compliance officer's compensation shall require the approval of the board of directors. The senior officer of the swap data	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		repository may fulfill these responsibilities. A swap data repository shall notify the Commission of the appointment of a new chief compliance officer within two business days of such appointment. (2) Supervision of Chief Compliance Officer. A registered swap data repository's chief compliance officer shall report directly to the board of directors or to the senior officer of the swap data repository, at the swap data repository's discretion. (3) Removal of Chief Compliance Officer by Board of Directors. (i) Removal of a registered swap data repository's chief compliance officer shall require the approval of the swap data repository's board of directors. If the swap data repository does not have a board of directors, then the chief compliance officer may be removed by the senior officer of the swap data repository; (ii) The swap data repository shall notify the Commission of such removal within two business days; and (iii) The swap data repository shall notify the Commission within two business days of appointing any new chief compliance officer, whether interim or permanent. (d) Duties of chief compliance officer. The chief compliance officer's duties shall include, but are not limited to, the following: (1) Overseeing and reviewing the swap data repository's compliance with Section 21 of the Act and any related rules adopted by the Commission; (2) In consultation with the board of directors, a body performing a function similar to the board, or the senior officer of the swap data repository, resolving any conflicts of interest that may arise including: (i) Conflicts between business considerations and compliance	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		requirements; (ii) Conflicts between business considerations and the requirement that the registered swap data repository provide fair and open access as set forth in § 49.27 of this part; and (iii) Conflicts between a registered swap data repository's management and members of the board of directors; (3) Establishing and administering written policies and procedures reasonably designed to prevent violation of the Act and any rules adopted by the Commission; (4) Taking reasonable steps to ensure compliance with the Act and Commission regulations relating to agreements, contracts, or transactions, and with Commission regulations under Section 21 of the Act, including confidentiality and indemnification agreements entered into with foreign or domestic regulators pursuant to Section 21(d) of the Act; (5) Establishing procedures for the remediation of noncompliance issues identified by the chief compliance officer through a compliance office review, look-back, internal or external audit finding, self-reported error, or validated complaint; (6) Establishing and following appropriate procedures for the handling, management response, remediation, retesting, and closing of noncompliance issues; and (7) Establishing and administering a written code of ethics designed to prevent ethical violations and to promote honesty and ethical conduct. (e) Annual compliance report prepared by chief compliance officer. The chief compliance officer shall, not less than annually, prepare and sign an annual compliance report, that at a minimum, contains the following information covering the time period since	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		the date on which the swap data repository became registered with the Commission or since the end of the period covered by a previously filed annual compliance report, as applicable: (1) A description of the registered swap data repository's written policies and procedures, including the code of ethics and conflict of interest policies; (2) A review of applicable Commission regulations and each subsection and core principle of Section 21 of the Act, that, with respect to each: (i) Identifies the policies and procedures that are designed to ensure compliance with each subsection and core principle, including each duty specified in Section 21(c); (ii) Provides a self-assessment as to the effectiveness of these policies and procedures; and (iii) Discusses areas for improvement, and recommends potential or prospective changes or improvements to its compliance program and resources; (3) A list of any material changes to compliance policies and procedures since the last annual compliance report; (4) A description of the financial, managerial, and operational resources set aside for compliance with respect to the Act and Commission regulations; (5) A description of any material compliance matters, including noncompliance issues identified through a compliance office review, look-back, internal or external audit finding, self-reported error, or validated complaint, and explains how they were resolved; and (6) A certification by the chief compliance officer that, to the best of his or her knowledge and reasonable belief, and under penalty	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		of law, the annual compliance report is accurate and complete. (f) Submission of Annual Compliance Report by Chief Compliance Officer to the Commission. (1) Prior to submission of the annual compliance report to the Commission, the chief compliance officer shall provide the annual compliance report to the board of the registered swap data repository for its review. If the swap data repository does not have a board, then the annual compliance report shall be provided to the senior officer for their review. Members of the board and the senior officer may not require the chief compliance officer to make any changes to the report. Submission of the report to the board or senior officer, and any subsequent discussion of the report, shall be recorded in board minutes or similar written record, as evidence of compliance with this requirement. (2) The annual compliance report shall be provided electronically to the Commission not more than 60 days after the end of the registered swap data repository's fiscal year, concurrently with the filing of the annual amendment to Form SDR that must be submitted to the Commission pursuant to § 49.3(a)(5) of this part. (3) Promptly upon discovery of any material error or omission made in a previously filed compliance report, the chief compliance officer shall file an amendment with the Commission to correct any material error or omission. An amendment shall contain the oath or certification required under paragraph (e)(67) of this section. (4) A registered swap data repository may request the Commission for an extension of time to file its compliance report based on substantial, undue hardship. Extensions for the filing deadline may be granted at the discretion of the Commission.	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		(g) Recordkeeping. (1) The registered swap data repository shall maintain: (i) A copy of the written policies and procedures, including the code of ethics and conflicts of interest policies adopted in furtherance of compliance with the Act and Commission regulations; (ii) Copies of all materials, including written reports provided to the board of directors or senior officer in connection with the review of the annual compliance report under paragraph (f)(1) of this section and the board minutes or similar written record of such review, that record the submission of the annual compliance report to the board of directors or senior officer; and (iii) Any records relevant to the registered swap data repository's annual compliance report, including, but not limited to, work papers and other documents that form the basis of the report, and memoranda, correspondence, other documents, and records that are: (A) Created, sent or received in connection with the annual compliance report and (B) Contain conclusions, opinions, analyses, or financial data related to the annual compliance report. (2) The registered swap data repository shall maintain records in accordance with § 1.31 of this chapter.	
17 C.F.R. § 75.20(a)-(d)	CFTC	(a) Program requirement. Each banking entity shall develop and provide for the continued administration of a compliance program reasonably designed to ensure and monitor compliance with the prohibitions and restrictions on proprietary trading and covered fund activities and investments set forth in section 13 of the BHC Act and this part. The terms, scope and detail of the	There could be liability if there is not a compliance program of trading and investments instituted in each banking entity.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		compliance program shall be appropriate for the types, size, scope and complexity of activities and business structure of the banking entity. (b) Contents of compliance program. Except as provided in paragraph (f) of this section, the compliance program required by paragraph (a) of this section, at a minimum, shall include: (1) Written policies and procedures reasonably designed to document, describe, monitor and limit trading activities subject to subpart B of this part (including those permitted under §§ 75.3 to 75.6), including setting, monitoring and managing required limits set out in §§ 75.4 and 75.5, and activities and investments with respect to a covered fund subject to subpart C of this part (including those permitted under §§ 75.11 through 75.14) conducted by the banking entity to ensure that all activities and investments conducted by the banking entity that are subject to section 13 of the BHC Act and this part comply with section 13 of the BHC Act and this part; (2) A system of internal controls reasonably designed to monitor compliance with section 13 of the BHC Act and this part and to prevent the occurrence of activities or investments that are prohibited by section 13 of the BHC Act and this part; (3) A management framework that clearly delineates responsibility and accountability for compliance with section 13 of the BHC Act and this part and includes appropriate management review of trading limits, strategies, hedging activities, investments, incentive compensation and other matters identified in this part or by management as requiring attention; (4) Independent testing and audit of the effectiveness of the compliance program conducted periodically by qualified	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		personnel of the banking entity or by a qualified outside party; (5) Training for trading personnel and managers, as well as other appropriate personnel, to effectively implement and enforce the compliance program; and (6) Records sufficient to demonstrate compliance with section 13 of the BHC Act and this part, which a banking entity must promptly provide to the Commission upon request and retain for a period of no less than 5 years or such longer period as required by the Commission. (c) Additional standards. In addition to the requirements in paragraph (b) of this section, the compliance program of a banking entity must satisfy the requirements and other standards contained in Appendix B of this part, if: (1) The banking entity engages in proprietary trading permitted under subpart B of this part and is required to comply with the reporting requirements of paragraph (d) of this section; (2) The banking entity has reported total consolidated assets as of the previous calendar year end of $50 billion or more or, in the case of a foreign banking entity, has total U.S. assets as of the previous calendar year end of $50 billion or more (including all subsidiaries, affiliates, branches and agencies of the foreign banking entity operating, located or organized in the United States); or (3) The Commission notifies the banking entity in writing that it must satisfy the requirements and other standards contained in Appendix B of this part. (d) Reporting requirements under Appendix A of this Part. (1) A banking entity engaged in proprietary trading activity permitted under subpart B of this part shall comply with the	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		reporting requirements described in Appendix A of this part, if: (i) The banking entity (other than a foreign banking entity as provided in paragraph (d)(1)(ii) of this section) has, together with its affiliates and subsidiaries, trading assets and liabilities (excluding trading assets and liabilities involving obligations of or guaranteed by the United States or any agency of the United States) the average gross sum of which (on a worldwide consolidated basis) over the previous consecutive four quarters, as measured as of the last day of each of the four prior calendar quarters, equals or exceeds the threshold established in paragraph (d)(2) of this section; (ii) In the case of a foreign banking entity, the average gross sum of the trading assets and liabilities of the combined U.S. operations of the foreign banking entity (including all subsidiaries, affiliates, branches and agencies of the foreign banking entity operating, located or organized in the United States and excluding trading assets and liabilities involving obligations of or guaranteed by the United States or any agency of the United States) over the previous consecutive four quarters, as measured as of the last day of each of the four prior calendar quarters, equals or exceeds the threshold established in paragraph (d)(2) of this section; or (iii) The Commission notifies the banking entity in writing that it must satisfy the reporting requirements contained in Appendix A of this part. (2) The threshold for reporting under paragraph (d)(1) of this section shall be $50 billion beginning on June 30, 2014; $25 billion beginning on April 30, 2016; and $10 billion beginning on December 31, 2016.	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		(3) Frequency of reporting. Unless the Commission notifies the banking entity in writing that it must report on a different basis, a banking entity with $50 billion or more in trading assets and liabilities (as calculated in accordance with paragraph (d)(1) of this section) shall report the information required by Appendix A of this part for each calendar month within 30 days of the end of the relevant calendar month; beginning with information for the month of January 2015, such information shall be reported within 10 days of the end of each calendar month. Any other banking entity subject to Appendix A of this part shall report the information required by Appendix A of this part for each calendar quarter within 30 days of the end of that calendar quarter unless the Commission notifies the banking entity in writing that it must report on a different basis.	
17 C.F.R. § 165.16	CFTC	The Commodity Whistleblower Incentives and Protections provisions set forth in Section 23(h) of Commodity Exchange Act and this part 165 do not provide individuals who provide information to the Commission with immunity from prosecution. The fact that an individual may become a whistleblower and assist in Commission investigations and enforcement actions does not preclude the Commission from bringing an action against the whistleblower based upon the whistleblower's own conduct in connection with violations of the Commodity Exchange Act and the Commission's regulations. If such an action is determined to be appropriate, however, the Commission's Division of Enforcement will take the	The CCO could be liable in spite of being a whistleblower based on the whistleblower's own conduct in connection with violations of the Commodity Exchange Act and the Commission's regulations. The cooperation may be taken into consideration when determining a sanction for the whistleblower.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		whistleblower's cooperation into consideration in accordance with its sanction recommendations to the Commission.	
17 C.F.R. § 200.311	SEC	Penalties. Title 18 U.S.C. 1001 makes it a criminal offense, subject to a maximum fine of $10,000, or imprisonment for not more than 5 years or both, to knowingly and willingly make or cause to be made any false or fraudulent statements or representations in any matter within the jurisdiction of any agency of the United States. 5 U.S.C. 552a(i) makes it a misdemeanor punishable by a fine of not more than $5,000 for any person knowingly and willfully to request or obtain any record concerning an individual from the Commission under false pretenses. 5 U.S.C. 552a(i) (1) and (2) provide criminal penalties for certain violations of the Privacy Act by officers and employees of the Commission.	The CCO could receive criminal charges subject to a fine or imprisonment if they knowingly or willingly make any false or fraudulent statements or representations within the jurisdiction of any agency in the U.S. There also could be criminal penalties for certain violations of the Privacy Act.
17 C.F.R. § 240.13n-11	SEC	(a) In general. Each security-based swap data repository shall identify on Form SDR (17 CFR 249.1500) a person who has been designated by the board to serve as a chief compliance officer of the security-based swap data repository. The compensation, appointment, and removal of the chief compliance officer shall require the approval of a majority of the security-based swap data repository's board. (b) Definitions. For purposes of this section— (1) Board means the board of directors of the security-based swap data repository or a body performing a function similar to the board of directors of the security-based swap data repository. (2) Director means any member of the board. (3) EDGAR Filer Manual has the same meaning as set forth in Rule 11 of Regulation S–T (17 CFR 232.11). (4) Interactive Data Financial Report has the same meaning as set	Liability for failure of CCO to comply with their duties.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		forth in Rule 11 of Regulation S–T (17 CFR 232.11). (5) Material change means a change that a chief compliance officer would reasonably need to know in order to oversee compliance of the security-based swap data repository. (6) Material compliance matter means any compliance matter that the board would reasonably need to know to oversee the compliance of the security-based swap data repository and that involves, without limitation: (i) A violation of the federal securities laws by the security-based swap data repository, its officers, directors, employees, or agents; (ii) A violation of the policies and procedures of the security-based swap data repository by the security-based swap data repository, its officers, directors, employees, or agents; or (iii) A weakness in the design or implementation of the policies and procedures of the security-based swap data repository. (7) Official filing has the same meaning as set forth in Rule 11 of Regulation S–T (17 CFR 232.11). (8) Senior officer means the chief executive officer or other equivalent officer. (9) Tag (including the term tagged) has the same meaning as set forth in Rule 11 of Regulation S–T (17 CFR 232.11). (c) Duties. Each chief compliance officer of a security-based swap data repository shall: (1) Report directly to the board or to the senior officer of the security-based swap data repository; (2) Review the compliance of the security-based swap data repository with respect to the requirements and core principles described in section 13(n) of the Act (15 U.S.C. 78m(n)) and the rules and regulations thereunder;	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		(3) In consultation with the board or the senior officer of the security-based swap data repository, take reasonable steps to resolve any material conflicts of interest that may arise; (4) Be responsible for administering each policy and procedure that is required to be established pursuant to section 13 of the Act (15 U.S.C. 78m) and the rules and regulations thereunder; (5) Take reasonable steps to ensure compliance with the Act and the rules and regulations thereunder relating to security-based swaps, including each rule prescribed by the Commission under section 13 of the Act (15 U.S.C. 78m); (6) Establish procedures for the remediation of noncompliance issues identified by the chief compliance officer through any— (i) Compliance office review; (ii) Look-back; (iii) Internal or external audit finding; (iv) Self-reported error; or (v) Validated complaint; and (7) Establish and follow appropriate procedures for the handling, management response, remediation, retesting, and closing of noncompliance issues. (d) Compliance reports— (1) In general. The chief compliance officer shall annually prepare and sign a report that contains a description of the compliance of the security-based swap data repository with respect to the Act and the rules and regulations thereunder and each policy and procedure of the security-based swap data repository (including the code of ethics and conflicts of interest policies of the security-based swap data repository). Each compliance report shall also contain, at a minimum, a description	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		of: (i) The security-based swap data repository's enforcement of its policies and procedures; (ii) Any material changes to the policies and procedures since the date of the preceding compliance report; (iii) Any recommendation for material changes to the policies and procedures as a result of the annual review, the rationale for such recommendation, and whether such policies and procedures were or will be modified by the security-based swap data repository to incorporate such recommendation; and (iv) Any material compliance matters identified since the date of the preceding compliance report. (2) Requirements. A financial report of the security-based swap data repository shall be filed with the Commission as described in paragraph (g) of this section and shall accompany a compliance report as described in paragraph (d)(1) of this section. The compliance report shall include a certification by the chief compliance officer that, to the best of his or her knowledge and reasonable belief, and under penalty of law, the compliance report is accurate and complete. The compliance report shall also be filed in a tagged data format in accordance with the instructions contained in the EDGAR Filer Manual, as described in Rule 301 of Regulation S–T (17 CFR 232.301). (e) The chief compliance officer shall submit the annual compliance report to the board for its review prior to the filing of the report with the Commission. (f) Financial reports. Each financial report filed with a compliance report shall: (1) Be a complete set of financial statements of the security-	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		based swap data repository that are prepared in accordance with U.S. generally accepted accounting principles for the most recent two fiscal years of the security-based swap data repository; (2) Be audited in accordance with the standards of the Public Company Accounting Oversight Board by a registered public accounting firm that is qualified and independent in accordance with Rule 2–01 of Regulation S–X (17 CFR 210.2–01); (3) Include a report of the registered public accounting firm that complies with paragraphs (a) through (d) of Rule 2–02 of Regulation S–X (17 CFR 210.2–02); (4) If the security-based swap data repository's financial statements contain consolidated information of a subsidiary of the security-based swap data repository, provide condensed financial information, in a financial statement footnote, as to the financial position, changes in financial position and results of operations of the security-based swap data repository, as of the same dates and for the same periods for which audited consolidated financial statements are required. Such financial information need not be presented in greater detail than is required for condensed statements by Rules 10–01(a)(2), (3), and (4) of Regulation S–X (17 CFR 210.10–01). Detailed footnote disclosure that would normally be included with complete financial statements may be omitted with the exception of disclosures regarding material contingencies, long-term obligations, and guarantees. Descriptions of significant provisions of the security-based swap data repository's long-term obligations, mandatory dividend or redemption requirements of redeemable stocks, and guarantees of the security-based swap data repository shall be provided along with a five-year schedule	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		of maturities of debt. If the material contingencies, long-term obligations, redeemable stock requirements, and guarantees of the security-based swap data repository have been separately disclosed in the consolidated statements, then they need not be repeated in this schedule; and (5) Be provided as an official filing in accordance with the EDGAR Filer Manual and include, as part of the official filing, an Interactive Data Financial Report filed in accordance with Rule 407 of Regulation S–T (17 CFR 232.407). (g) Reports filed pursuant to paragraphs (d) and (f) of this section shall be filed within 60 days after the end of the fiscal year covered by such reports. (h) No officer, director, or employee of a security-based swap data repository may directly or indirectly take any action to coerce, manipulate, mislead, or fraudulently influence the security-based swap data repository's chief compliance officer in the performance of his or her duties under this section.	
17 C.F.R. § 240.15Fk-1	SEC	(a) In general. A security-based swap dealer and major security-based swap participant shall designate an individual to serve as a chief compliance officer on its registration form. (b) Duties. The chief compliance officer shall: (1) Report directly to the board of directors or to the senior officer of the security-based swap dealer or major security-based swap participant; and (2) Take reasonable steps to ensure that the registrant establishes, maintains and reviews written policies and procedures reasonably designed to achieve compliance with the Act and the rules and regulations thereunder relating to its business as a security-based	A CCO could be liable for failure to complete his or her duties.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		swap dealer or major security-based swap participant by: (i) Reviewing the compliance of the security-based swap dealer or major security-based swap participant with respect to the security-based swap dealer and major security-based swap participant requirements described in section 15F of the Act, and the rules and regulations thereunder, where the review shall involve preparing the registrant's annual assessment of its written policies and procedures reasonably designed to achieve compliance with section 15F of the Act, and the rules and regulations thereunder, by the security-based swap dealer or major security-based swap participant; (ii) Taking reasonable steps to ensure that the registrant establishes, maintains and reviews policies and procedures reasonably designed to remediate non-compliance issues identified by the chief compliance officer through any means, including any: (A) Compliance office review; (B) Look-back; (C) Internal or external audit finding; (D) Self-reporting to the Commission and other appropriate authorities; or (E) Complaint that can be validated; and (iii) Taking reasonable steps to ensure that the registrant establishes and follows procedures reasonably designed for the handling, management response, remediation, retesting, and resolution of non-compliance issues; (3) In consultation with the board of directors or the senior officer of the security-based swap dealer or major security-based swap participant, take reasonable steps to resolve any material	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		conflicts of interest that may arise; and (4) Administer each policy and procedure that is required to be established pursuant to section 15F of the Act and the rules and regulations thereunder. (c) Annual reports— (1) In general. The chief compliance officer shall annually prepare and sign a compliance report that contains a description of the written policies and procedures of the security-based swap dealer or major security-based swap participant described in paragraph (b) of this section (including the code of ethics and conflict of interest policies). (2) Requirements. (i) Each compliance report shall also contain, at a minimum, a description of: (A) The security-based swap dealer or major security-based swap participant's assessment of the effectiveness of its policies and procedures relating to its business as a security-based swap dealer or major security-based participant; (B) Any material changes to the registrant's policies and procedures since the date of the preceding compliance report; (C) Any areas for improvement, and recommended potential or prospective changes or improvements to its compliance program and resources devoted to compliance; (D) Any material non-compliance matters identified; and (E) The financial, managerial, operational, and staffing resources set aside for compliance with the Act and the rules and regulations thereunder relating to its business as a security-based swap dealer or major security-based swap participant, including any material deficiencies in such resources.	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		(ii) A compliance report under paragraph (c)(1) of this section also shall: (A) Be submitted to the Commission within 30 days following the deadline for filing the security-based swap dealer's or major security-based swap participant's annual financial report with the Commission pursuant to section 15F of the Act and rules and regulations thereunder; (B) Be submitted to the board of directors and audit committee (or equivalent bodies) and the senior officer of the security-based swap dealer or major security-based swap participant prior to submission to the Commission; (C) Be discussed in one or more meetings conducted by the senior officer with the chief compliance officer(s) in the preceding 12 months, the subject of which addresses the obligations in this section; and (D) Include a certification by the chief compliance officer or senior officer that, to the best of his or her knowledge and reasonable belief and under penalty of law, the information contained in the compliance report is accurate and complete in all material respects. (iii) Extensions of time. A security-based swap dealer or major security-based swap participant may request from the Commission an extension of time to submit its compliance report, provided the registrant's failure to timely submit the report could not be eliminated by the registrant without unreasonable effort or expense. Extensions of the deadline will be granted at the discretion of the Commission. (iv) Incorporation by reference. A security-based swap dealer or major security-based swap participant may incorporate by	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		reference sections of a compliance report that have been submitted within the current or immediately preceding reporting period to the Commission. (v) Amendments. A security-based swap dealer or major security-based swap participant shall promptly submit an amended compliance report if material errors or omissions in the report are identified. An amendment must contain the certification required under paragraph (c)(2)(ii)(D) of this section. (d) Compensation and removal. The compensation and removal of the chief compliance officer shall require the approval of a majority of the board of directors of the security-based swap dealer or major security-based swap participant. (e) Definitions. For purposes of this section, references to: (1) The board or board of directors shall include a body performing a function similar to the board of directors. (2) The senior officer shall include the chief executive officer or other equivalent officer. (3) Complaint that can be validated shall include any written complaint by a counterparty involving the security-based swap dealer or major security-based swap participant or associated person of a security-based swap dealer or major security-based swap participant that can be supported upon reasonable investigation. (4) A material non-compliance matter means any non-compliance matter about which the board of directors of the security-based swap dealer or major security-based swap participant would reasonably need to know to oversee the compliance of the security-based swap dealer or major security-based swap	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		participant, and that involves, without limitation: (i) A violation of the federal securities laws relating to its business as a security-based swap dealer or major security-based swap participant by the firm or its officers, directors, employees or agents; (ii) A violation of the policies and procedures relating to its business as a security-based swap dealer or major security-based swap participant by the firm or its officers, directors, employees or agents; or (iii) A weakness in the design or implementation of the policies and procedures relating to its business as a security-based swap dealer or major security-based swap participant.	
17 C.F.R. § 240.21F-2	SEC	(a) Definition of a whistleblower. (1) You are a whistleblower if, alone or jointly with others, you provide the Commission with information pursuant to the procedures set forth in § 240.21F–9(a) of this chapter, and the information relates to a possible violation of the Federal securities laws (including any rules or regulations thereunder) that has occurred, is ongoing, or is about to occur. A whistleblower must be an individual. A company or another entity is not eligible to be a whistleblower. (2) To be eligible for an award, you must submit original information to the Commission in accordance with the procedures and conditions described in §§ 240.21F–4, 240.21F–8, and 240.21F–9 of this chapter. (b) Prohibition against retaliation. (1) For purposes of the anti-retaliation protections afforded by Section 21F(h)(1) of the Exchange Act (15 U.S.C. 78u–6(h)(1)), you are a whistleblower if:	This regulation could help eliminate liability for a CCO if he or she submits the correct information to the SEC.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		(i) You possess a reasonable belief that the information you are providing relates to a possible securities law violation (or, where applicable, to a possible violation of the provisions set forth in 18 U.S.C. 1514A(a)) that has occurred, is ongoing, or is about to occur, and; (ii) You provide that information in a manner described in Section 21F(h)(1)(A) of the Exchange Act (15 U.S.C. 78u–6(h)(1)(A)). (iii) The anti-retaliation protections apply whether or not you satisfy the requirements, procedures and conditions to qualify for an award. (2) Section 21F(h)(1) of the Exchange Act (15 U.S.C. 78u–6(h)(1)), including any rules promulgated thereunder, shall be enforceable in an action or proceeding brought by the Commission.	
17 C.F.R. § 255.20	SEC	(a) Program requirement. Each banking entity shall develop and provide for the continued administration of a compliance program reasonably designed to ensure and monitor compliance with the prohibitions and restrictions on proprietary trading and covered fund activities and investments set forth in section 13 of the BHC Act and this part. The terms, scope and detail of the compliance program shall be appropriate for the types, size, scope and complexity of activities and business structure of the banking entity. (b) Contents of compliance program. Except as provided in paragraph (f) of this section, the compliance program required by paragraph (a) of this section, at a minimum, shall include: (1) Written policies and procedures reasonably designed to document, describe, monitor and limit trading activities subject to	A CCO could be liable for failure to develop, administer, and monitor a compliance program at each banking entity.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		subpart B (including those permitted under §§ 255.3 to 255.6 of subpart B), including setting, monitoring and managing required limits set out in § 2554 and § 2555, and activities and investments with respect to a covered fund subject to subpart C (including those permitted under §§ 255.11 through 255.14 of subpart C) conducted by the banking entity to ensure that all activities and investments conducted by the banking entity that are subject to section 13 of the BHC Act and this part comply with section 13 of the BHC Act and this part; (2) A system of internal controls reasonably designed to monitor compliance with section 13 of the BHC Act and this part and to prevent the occurrence of activities or investments that are prohibited by section 13 of the BHC Act and this part; (3) A management framework that clearly delineates responsibility and accountability for compliance with section 13 of the BHC Act and this part and includes appropriate management review of trading limits, strategies, hedging activities, investments, incentive compensation and other matters identified in this part or by management as requiring attention; (4) Independent testing and audit of the effectiveness of the compliance program conducted periodically by qualified personnel of the banking entity or by a qualified outside party; (5) Training for trading personnel and managers, as well as other appropriate personnel, to effectively implement and enforce the compliance program; and (6) Records sufficient to demonstrate compliance with section 13 of the BHC Act and this part, which a banking entity must promptly provide to the SEC upon request and retain for a period of no less than 5 years or such longer period as required by the	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		SEC. (c) Additional standards. In addition to the requirements in paragraph (b) of this section, the compliance program of a banking entity must satisfy the requirements and other standards contained in Appendix B, if: (1) The banking entity engages in proprietary trading permitted under subpart B and is required to comply with the reporting requirements of paragraph (d) of this section; (2) The banking entity has reported total consolidated assets as of the previous calendar year end of $50 billion or more or, in the case of a foreign banking entity, has total U.S. assets as of the previous calendar year end of $50 billion or more (including all subsidiaries, affiliates, branches and agencies of the foreign banking entity operating, located or organized in the United States); or (3) The SEC notifies the banking entity in writing that it must satisfy the requirements and other standards contained in Appendix B to this part. (d) Reporting requirements under Appendix A to this part. (1) A banking entity engaged in proprietary trading activity permitted under subpart B shall comply with the reporting requirements described in Appendix A, if: (i) The banking entity (other than a foreign banking entity as provided in paragraph (d)(1)(ii) of this section) has, together with its affiliates and subsidiaries, trading assets and liabilities (excluding trading assets and liabilities involving obligations of or guaranteed by the United States or any agency of the United States) the average gross sum of which (on a worldwide consolidated basis) over the previous consecutive four quarters,	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		as measured as of the last day of each of the four prior calendar quarters, equals or exceeds the threshold established in paragraph (d)(2) of this section; (ii) In the case of a foreign banking entity, the average gross sum of the trading assets and liabilities of the combined U.S. operations of the foreign banking entity (including all subsidiaries, affiliates, branches and agencies of the foreign banking entity operating, located or organized in the United States and excluding trading assets and liabilities involving obligations of or guaranteed by the United States or any agency of the United States) over the previous consecutive four quarters, as measured as of the last day of each of the four prior calendar quarters, equals or exceeds the threshold established in paragraph (d)(2) of this section; or (iii) The SEC notifies the banking entity in writing that it must satisfy the reporting requirements contained in Appendix A. (2) The threshold for reporting under paragraph (d)(1) of this section shall be $50 billion beginning on June 30, 2014; $25 billion beginning on April 30, 2016; and $10 billion beginning on December 31, 2016. (3) Frequency of reporting: Unless the SEC notifies the banking entity in writing that it must report on a different basis, a banking entity with $50 billion or more in trading assets and liabilities (as calculated in accordance with paragraph (d)(1) of this section) shall report the information required by Appendix A for each calendar month within 30 days of the end of the relevant calendar month; beginning with information for the month of January 2015, such information shall be reported within 10 days of the end of each calendar month. Any other banking entity subject to	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		Appendix A shall report the information required by Appendix A for each calendar quarter within 30 days of the end of that calendar quarter unless the SEC notifies the banking entity in writing that it must report on a different basis. (e) Additional documentation for covered funds. Any banking entity that has more than $10 billion in total consolidated assets as reported on December 31 of the previous two calendar years shall maintain records that include: (1) Documentation of the exclusions or exemptions other than sections 3(c)(1) and 3(c)(7) of the Investment Company Act of 1940 relied on by each fund sponsored by the banking entity (including all subsidiaries and affiliates) in determining that such fund is not a covered fund; (2) For each fund sponsored by the banking entity (including all subsidiaries and affiliates) for which the banking entity relies on one or more of the exclusions from the definition of covered fund provided by §§ 255.10(c)(1),255.10(c)(5), 255.10(c)(8),255.10(c)(9), or 255.10(c)(10) of subpart C, documentation supporting the banking entity's determination that the fund is not a covered fund pursuant to one or more of those exclusions; (3) For each seeding vehicle described in § 255.10(c)(12)(i) or (iii) of subpart C that will become a registered investment company or SEC–regulated business development company, a written plan documenting the banking entity's determination that the seeding vehicle will become a registered investment company or SEC–regulated business development company; the period of time during which the vehicle will operate as a seeding vehicle; and the banking entity's plan to market the vehicle to third-party	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		investors and convert it into a registered investment company or SEC–regulated business development company within the time period specified in § 255.12(a)(2)(i)(B) of subpart C; (4) For any banking entity that is, or is controlled directly or indirectly by a banking entity that is, located in or organized under the laws of the United States or of any State, if the aggregate amount of ownership interests in foreign public funds that are described in § 255.10(c)(1) of subpart C owned by such banking entity (including ownership interests owned by any affiliate that is controlled directly or indirectly by a banking entity that is located in or organized under the laws of the United States or of any State) exceeds $50 million at the end of two or more consecutive calendar quarters, beginning with the next succeeding calendar quarter, documentation of the value of the ownership interests owned by the banking entity (and such affiliates) in each foreign public fund and each jurisdiction in which any such foreign public fund is organized, calculated as of the end of each calendar quarter, which documentation must continue until the banking entity's aggregate amount of ownership interests in foreign public funds is below $50 million for two consecutive calendar quarters; and (5) For purposes of paragraph (e)(4) of this section, a U.S. branch, agency, or subsidiary of a foreign banking entity is located in the United States; however, the foreign bank that operates or controls that branch, agency, or subsidiary is not considered to be located in the United States solely by virtue of operating or controlling the U.S. branch, agency, or subsidiary. (f) Simplified programs for less active banking entities— (1) Banking entities with no covered activities. A banking entity	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		that does not engage in activities or investments pursuant to subpart B or subpart C (other than trading activities permitted pursuant to § 255.6(a) of subpart B) may satisfy the requirements of this section by establishing the required compliance program prior to becoming engaged in such activities or making such investments (other than trading activities permitted pursuant to § 255.6(a) of subpart B). (2) Banking entities with modest activities. A banking entity with total consolidated assets of $10 billion or less as reported on December 31 of the previous two calendar years that engages in activities or investments pursuant to subpart B or subpart C (other than trading activities permitted under § 255.6(a) of subpart B) may satisfy the requirements of this section by including in its existing compliance policies and procedures appropriate references to the requirements of section 13 of the BHC Act and this part and adjustments as appropriate given the activities, size, scope and complexity of the banking entity.	
17 C.F.R. § 270.38a-1	SEC	(a) Each registered investment company and business development company ("fund") must: (1) Policies and procedures. Adopt and implement written policies and procedures reasonably designed to prevent violation of the Federal Securities Laws by the fund, including policies and procedures that provide for the oversight of compliance by each investment adviser, principal underwriter, administrator, and transfer agent of the fund; (2) Board approval. Obtain the approval of the fund's board of	A CCO could be liable for failing to comply with policies and procedures of an investment or business development company.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		directors, including a majority of directors who are not interested persons of the fund, of the fund's policies and procedures and those of each investment adviser, principal underwriter, administrator, and transfer agent of the fund, which approval must be based on a finding by the board that the policies and procedures are reasonably designed to prevent violation of the Federal Securities Laws by the fund, and by each investment adviser, principal underwriter, administrator, and transfer agent of the fund; (3) Annual review. Review, no less frequently than annually, the adequacy of the policies and procedures of the fund and of each investment adviser, principal underwriter, administrator, and transfer agent and the effectiveness of their implementation; (4) Chief compliance officer. Designate one individual responsible for administering the fund's policies and procedures adopted under paragraph (a)(1) of this section: (i) Whose designation and compensation must be approved by the fund's board of directors, including a majority of the directors who are not interested persons of the fund; (ii) Who may be removed from his or her responsibilities by action of (and only with the approval of) the fund's board of directors, including a majority of the directors who are not interested persons of the fund; (iii) Who must, no less frequently than annually, provide a written report to the board that, at a minimum, addresses: (A) The operation of the policies and procedures of the fund and each investment adviser, principal underwriter, administrator, and transfer agent of the fund, any material changes made to those policies and procedures since the date of the last report, and any	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		material changes to the policies and procedures recommended as a result of the annual review conducted pursuant to paragraph (a)(3) of this section; and (B) Each Material Compliance Matter that occurred since the date of the last report; and (iv) Who must, no less frequently than annually, meet separately with the fund's independent directors. (b) Unit investment trusts. If the fund is a unit investment trust, the fund's principal underwriter or depositor must approve the fund's policies and procedures and chief compliance officer, must receive all annual reports, and must approve the removal of the chief compliance officer from his or her responsibilities. (c) Undue influence prohibited. No officer, director, or employee of the fund, its investment adviser, or principal underwriter, or any person acting under such person's direction may directly or indirectly take any action to coerce, manipulate, mislead, or fraudulently influence the fund's chief compliance officer in the performance of his or her duties under this section. (d) Recordkeeping. The fund must maintain: (1) A copy of the policies and procedures adopted by the fund under paragraph (a)(1) that are in effect, or at any time within the past five years were in effect, in an easily accessible place; and (2) Copies of materials provided to the board of directors in connection with their approval under paragraph (a)(2) of this section, and written reports provided to the board of directors pursuant to paragraph (a)(4)(iii) of this section (or, if the fund is a unit investment trust, to the fund's principal underwriter or depositor, pursuant to paragraph (b) of this section) for at least five years after the end of the fiscal year in which the documents	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		were provided, the first two years in an easily accessible place; and (3) Any records documenting the fund's annual review pursuant to paragraph (a)(3) of this section for at least five years after the end of the fiscal year in which the annual review was conducted, the first two years in an easily accessible place. (e) Definitions. For purposes of this section: (1) Federal Securities Laws means the Securities Act of 1933 (15 U.S.C. 77a-aa), the Securities Exchange Act of 1934 (15 U.S.C. 78a-mm), the Sarbanes–Oxley Act of 2002 (Pub.L. 107–204, 116 Stat. 745 (2002)), the Investment Company Act of 1940 (15 U.S.C. 80a), the Investment Advisers Act of 1940 (15 U.S.C. 80b), Title V of the Gramm–Leach–Bliley Act (Pub.L. No. 106–102, 113 Stat. 1338 (1999), any rules adopted by the Commission under any of these statutes, the Bank Secrecy Act (31 U.S.C. 5311–5314; 5316–5332) as it applies to funds, and any rules adopted thereunder by the Commission or the Department of the Treasury. (2) A Material Compliance Matter means any compliance matter about which the fund's board of directors would reasonably need to know to oversee fund compliance, and that involves, without limitation: (i) A violation of the Federal securities laws by the fund, its investment adviser, principal underwriter, administrator or transfer agent (or officers, directors, employees or agents thereof), (ii) A violation of the policies and procedures of the fund, its investment adviser, principal underwriter, administrator or transfer agent, or	

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		(iii) A weakness in the design or implementation of the policies and procedures of the fund, its investment adviser, principal underwriter, administrator or transfer agent.	
17 C.F.R. § 275.206(4)-7	SEC	If you are an investment adviser registered or required to be registered under section 203 of the Investment Advisers Act of 1940 (15 U.S.C. 80b–3), it shall be unlawful within the meaning of section 206 of the Act (15 U.S.C. 80b–6) for you to provide investment advice to clients unless you: (a) Policies and procedures. Adopt and implement written policies and procedures reasonably designed to prevent violation, by you and your supervised persons, of the Act and the rules that the Commission has adopted under the Act; (b) Annual review. Review, no less frequently than annually, the adequacy of the policies and procedures established pursuant to this section and the effectiveness of their implementation; and (c) Chief compliance officer. Designate an individual (who is a supervised person) responsible for administering the policies and procedures that you adopt under paragraph (a) of this section.	A CCO could be liable for providing investment advice to clients unless they adopt designated policies and procedures
Money & Finance			
31 C.F.R. § 10.36(a)-(b)		**(a)** Any individual subject to the provisions of this part who has (or individuals who have or share) principal authority and responsibility for overseeing a firm's practice governed by this part, including the provision of advice concerning Federal tax matters and preparation of tax returns, claims for refund, or other documents for submission to the Internal Revenue Service, must take reasonable steps to ensure that the firm has adequate procedures in effect for all members, associates, and employees	A CCO may be liable if he or she willfully, recklessly, or through gross incompetence (1) does not take reasonable steps to ensure that the firm has adequate procedures governing Federal tax matters or (2) does not take reasonable steps to ensure that those procedures are properly followed.

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		for purposes of complying with subparts A, B, and C of this part, as applicable. In the absence of a person or persons identified by the firm as having the principal authority and responsibility described in this paragraph, the Internal Revenue Service may identify one or more individuals subject to the provisions of this part responsible for compliance with the requirements of this section. **(b)** Any such individual who has (or such individuals who have or share) principal authority as described in paragraph (a) of this section will be subject to discipline for failing to comply with the requirements of this section if— **(1)** The individual through willfulness, recklessness, or gross incompetence does not take reasonable steps to ensure that the firm has adequate procedures to comply with this part, as applicable, and one or more individuals who are members of, associated with, or employed by, the firm are, or have, engaged in a pattern or practice, in connection with their practice with the firm, of failing to comply with this part, as applicable; **(2)** The individual through willfulness, recklessness, or gross incompetence does not take reasonable steps to ensure that firm procedures in effect are properly followed, and one or more individuals who are members of, associated with, or employed by, the firm are, or have, engaged in a pattern or practice, in connection with their practice with the firm, of failing to comply with this part, as applicable; or **(3)** The individual knows or should know that one or more individuals who are members of, associated with, or employed by, the firm are, or have, engaged in a pattern or practice, in connection with their practice with the firm, that does not comply	Additionally, a CCO may be held liable if he or she knows or should know that an employee does not comply and the CCO willfully, recklessly, or through gross incompetence fails to take prompt action to correct the noncompliance.

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		with this part, as applicable, and the individual, through willfulness, recklessness, or gross incompetence fails to take prompt action to correct the noncompliance.	
31 C.F.R. § 501.701	OFAC and DOJ	(1) Persons who **willfully** violate any provision of TWEA or any license, rule, or regulation issued thereunder, and persons who willfully violate, neglect, or refuse to comply with any order of the President issued in compliance with the provisions of TWEA shall, upon conviction, be fined not more than $1,000,000 or, if an individual, be fined not more than $100,000 or imprisoned for not more than 10 years, or both; and **an officer, director, or agent of any corporation who knowingly participates** in such violation shall, upon conviction, be fined not more than $100,000 or imprisoned for not more than 10 years, or both. … (3) The Secretary of the Treasury may impose a civil penalty of not more than $65,000 per violation on any person who violates any license, order, or regulation issued under TWEA.	A CCO who knowingly participates in the violation of the TWEA or associated rules and regulations, and any CCO who willfully violates, neglects, or refuses to comply with any order thereunder may be fined up to $100,000 or imprisoned for up to 10 years or both. Additional Comments 1. OFAC adopted enforcement guidelines in 2009. 74 Fed. Reg. 57593 (Nov. 9, 2009) *available at* https://www.gpo.gov/fdsys/pkg/FR-2009-11-09/pdf/E9-26754.pdf. The factors that will be considered are: 1. Willful or reckless violation; 2. Concealment; 3. Pattern of conduct; 4. Prior notice that the practice was illegal; 5. Management involvement; 6. Person's level of awareness of the conduct (actual knowledge or reason to know); 7. Harm to sanctions program

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			objectives; 8. Commercial sophistication; 9. Size of operations and financial conditions; 10. Volume of transactions; 11. Sanctions history; 12. Adequacy of compliance program; 13. Remedial response; 14. Cooperation with OFAC, including voluntary self-disclosure and agreement to tolling agreement; 15. Future compliance/deterrence effect; 16. Other relevant factors on a case-by-case basis. A person who has received a prepenalty notice has the right to respond in writing within 30 days. A person also has the right to an agency hearing to present defenses.
31 C.F.R. § 1010.820	FinCEN	(c) For any **willful** violation of any recordkeeping requirement for financial institutions—except for violating the requirement that each person having financial interest in a foreign account keep specific records—the Secretary may assess upon any domestic financial institution, **and upon any partner, director, officer, or employee** thereof who willfully participates in the violation, a civil penalty not to exceed $1,000 per violation.	A CCO who willfully violates any recordkeeping requirement may be assessed a CMP of up to $1000. A CCO who willfully violates the prohibition on steering may be assessed a CMP of up to the amount of money

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		(e) For any **willful** violation of the prohibition on structuring transactions to avoid currency reporting requirements, the Secretary may assess upon any person a civil penalty not to exceed the amount of coins and currency involved in the transaction with respect to which such penalty is imposed. The amount of any civil penalty assessed under this paragraph shall be reduced by the amount of any forfeiture to the United States in connection with the transaction for which the penalty was imposed. (f) For any **willful** violation of any reporting requirement for financial institutions under this chapter, **except** 1) reports on foreign financial accounts, 2) reports on transactions with foreign financial agencies, and 3) for violating the requirement that each person having financial interest in a foreign account keep specific records, the Secretary may assess upon any domestic financial institution, **and upon any partner, director, officer, or employee thereof who willfully participates** in the violation, a civil penalty not to exceed the greater of the amount (not to exceed $100,000) involved in the transaction or $25,000. (g) For any willful violation of any requirement of 1) reports on foreign financial accounts, 2) reports on transactions with foreign financial agencies, and or 3) for violating the requirement that each person having financial interest in a foreign account keep specific records, the Secretary may assess upon any person, a civil penalty: (1) In the case of a violation involving reports of	involved in the transaction. A CCO who willfully participates in the violation of any reporting requirements for foreign accounts or transactions may be assessed a CMP of the greater of $25,000 or the amount involved in the transaction up to $100,000.

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		transactions with foreign financial agencies, a civil penalty not to exceed the greater of the amount (not to exceed $100,000) of the transaction, or $25,000; and (2) In the case of a violation involving reports of foreign financial accounts or involving a failure to report the existence of an account or any identifying information required to be provided with respect to such account, a civil penalty not to exceed the greater of the amount (not to exceed $100,000) equal to the balance in the account at the time of the violation, or $25,000. (h)For each negligent violation of any requirement of this chapter, committed after October 27, 1986, the Secretary may assess upon any financial institution a civil penalty not to exceed $500 per violation.	
31 C.F.R. § 1010.840	FinCEN and DOJ	(a) Any **person** who **willfully violates** any provision of the Bank Secrecy Act or related regulations may, upon conviction thereof, **be fined not more than $1,000 or be imprisoned not more than 1 year, or both**. Such person may, in addition, if the violation is of the recordkeeping requirements of the Bank Secrecy Act, and if the violation is committed in furtherance of the commission of any violation of Federal law punishable **by imprisonment for more than 1 year, be fined not more than $10,000 or be imprisoned not more than 5 years, or both.** (b) Any **person** who **willfully violates** any provision of the Currency and Foreign Transactions Reporting provisions of the Bank Secrecy Act may, upon conviction thereof, **be fined not more than $250,000 or be imprisoned not more than 5 years, or both.**	A CCO who willfully violates any provision of the Bank Secrecy Act or related regulations shall be fined between $10,000 and $500,000 and imprisoned for up to 10 years, or both, depending on the specific provision violated and any connection to other criminal activity. Additional Comments 1. FinCEN has authority to investigate financial institutions and their partners, directors, officers, and employees for violations of the BSA pursuant to 31 C.F.R. § 1010.810, which grants

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		(c) Any **person** who **willfully violates** any provision of the Currency and Foreign Transactions Reporting provisions of the Bank Secrecy Act, where the violation is either (1) Committed while violating another law of the United States, or (2) Committed as part of a pattern of any illegal activity involving more than $100,000 in any 12–month period, may, upon conviction thereof, **be fined not more than $500,000 or be imprisoned not more than 10 years, or both**. (d) Any **person** who **knowingly** makes any false, fictitious or fraudulent statement or representation in any report required by this chapter may, upon conviction thereof, **be fined not more than $10,000 or be imprisoned not more than 5 years, or both.**	FinCEN "[o]verall authority for enforcement and compliance, including coordination and direction of procedures and activities of all other agencies exercising delegated authority under this chapter." This includes compliance with the requirements for the filing of Suspicious Activity Reports ("SARs") as required by 31 U.S.C. § 5318(g).
MODEL RULES OF PROFESSIONAL CONDUCT			
Rule 1.6	State Bar	(a) A lawyer shall not reveal information relating to the representation of a client unless the client gives informed consent, the disclosure is impliedly authorized in order to carry out the representation or the disclosure is permitted by paragraph (b). (b) A lawyer may reveal information relating to the representation of a client to the extent the lawyer reasonably believes necessary: (1) to prevent reasonably certain death or substantial bodily harm; (2) to prevent the client from committing a crime or fraud that is	This rule places an obligation on lawyers to maintain client confidences. In doing so, it encourages the client to trust the lawyer, which is the "hallmark of the client-lawyer relationship." Ann. Model Rules of Prof'l Conduct r. 1.6 cmt. 2 (Am. Bar Ass'n 2015). This rule not only applies to matters communicated in confidence by the client, but also to all information relating to the representation, no matter the source. Id. at cmt. 3. Thus, this rule may impose

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		reasonably certain to result in substantial injury to the financial interests or property of another and in furtherance of which the client has used or is using the lawyer's services; (3) to prevent, mitigate or rectify substantial injury to the financial interests or property of another that is reasonably certain to result or has resulted from the client's commission of a crime or fraud in furtherance of which the client has used the lawyer's services; (4) to secure legal advice about the lawyer's compliance with these Rules; (5) to establish a claim or defense on behalf of the lawyer in a controversy between the lawyer and the client, to establish a defense to a criminal charge or civil claim against the lawyer based upon conduct in which the client was involved, or to respond to allegations in any proceeding concerning the lawyer's representation of the client; (6) to comply with other law or a court order; or (7) to detect and resolve conflicts of interest arising from the lawyer's change of employment or from changes in the composition or ownership of a firm, but only if the revealed information would not compromise the attorney-client privilege or otherwise prejudice the client. (c) A lawyer shall make reasonable efforts to prevent the inadvertent or unauthorized disclosure of, or unauthorized access to, information relating to the representation of a client.	liability on CCOs who are lawyers if those CCOs disclose confidential information to a regulator in the course of reporting corporate misconduct. However, this rule does not necessarily preclude a lawyer, or a CCO who is a lawyer, from disclosing otherwise confidential information. A lawyer may disclose otherwise confidential information in any of the following circumstances: 1. "To prevent the client from committing a crime or fraud that is reasonably certain to result in substantial injury to the financial interests or property of another and in furtherance of which the client has used or is using the lawyer's services"; 2. "To prevent, mitigate or rectify injury to the financial interest or property of another that is reasonably certain to result or has resulted from the client's commission of a crime or fraud in furtherance of which the client has used the lawyer's services."

Citation	Regulator	Statutory Text	Potential Impact on CCOs
			Rule 1.6(b)(2)-(3).
Rule 1.13	State Bar	(a) A lawyer employed or retained by an organization represents the organization acting through its duly authorized constituents. (b) If a lawyer for an organization knows that an officer, employee or other person associated with the organization is engaged in action, intends to act or refuses to act in a matter related to the representation that is a violation of a legal obligation to the organization, or a violation of law that reasonably might be imputed to the organization, and that is likely to result in substantial injury to the organization, then the lawyer shall proceed as is reasonably necessary in the best interest of the organization. Unless the lawyer reasonably believes that it is not necessary in the best interest of the organization to do so, the lawyer shall refer the matter to higher authority in the organization, including, if warranted by the circumstances, to the highest authority that can act on behalf of the organization as determined by applicable law. (c) Except as provided in paragraph (d), if (1) despite the lawyer's efforts in accordance with paragraph (b) the highest authority that can act on behalf of the organization insists upon or fails to address in a timely and appropriate manner an action or a refusal to act, that is clearly a violation of law; and (2) the lawyer reasonably believes that the violation is reasonably certain to result in substantial injury to the organization, then the lawyer may reveal information relating to the representation whether or not Rule 1.6 permits such disclosure, but only if and to the extent the lawyer reasonably believes	A CCO, who is a lawyer, is employed or retained by an organization, he or she represents the organization itself and not the individuals who act for it. Thus, if a CCO: [K]nows that an officer, employee or other person associated with the organization is engaged in action, intends to act or refuses to act in a matter related to the representation that is a violation of a legal obligation to the organization, or a violation of law that reasonably might be imputed to the organization, and that is likely to result in substantial injury to the organization, then the lawyer shall proceed as is reasonably necessary in the best interest of the organization. Rule 1.13(b). The lawyer may report such harm if after they have referred the matter to a higher authority the higher authority fails to address the issue in a timely manner and the lawyer reasonably believes that the violation is reasonably certain to result in substantial harm to

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		necessary to prevent substantial injury to the organization. (d) Paragraph (c) shall not apply with respect to information relating to a lawyer's representation of an organization to investigate an alleged violation of law, or to defend the organization or an officer, employee or other constituent associated with the organization against a claim arising out of an alleged violation of law. (e) A lawyer who reasonably believes that he or she has been discharged because of the lawyer's actions taken pursuant to paragraphs (b) or (c), or who withdraws under circumstances that require or permit the lawyer to take action under either of those paragraphs, shall proceed as the lawyer reasonably believes necessary to assure that the organization's highest authority is informed of the lawyer's discharge or withdrawal. (f) In dealing with an organization's directors, officers, employees, members, shareholders or other constituents, a lawyer shall explain the identity of the client when the lawyer knows or reasonably should know that the organization's interests are adverse to those of the constituents with whom the lawyer is dealing. (g) A lawyer representing an organization may also represent any of its directors, officers, employees, members, shareholders or other constituents, subject to the provisions of Rule 1.7. If the organization's consent to the dual representation is required by Rule 1.7, the consent shall be given by an appropriate official of the organization other than the individual who is to be represented, or by the shareholders.	the corporation. Id. In considering whether to disclose information under this rule, a lawyer should consider the following non-exhaustive list of factors: (1) the seriousness of the violation, (2) the consequences of the violation; (3) the responsibility in the organization and the motivation of the person involved; and (4) the policies of the organization. Rule 1.13 cmt. 4.
Rule 4.1	State Bar	In the course of representing a client a lawyer shall not	A CCO who is a lawyer may face

Citation	Regulator	Statutory Text	Potential Impact on CCOs
		knowingly: (a) make a false statement of material fact or law to a third person; or (b) fail to disclose a material fact when disclosure is necessary to avoid assisting a criminal or fraudulent act by a client, unless disclosure is prohibited by Rule 1.6.	liability for making false statements or failing to disclose a material fact when disclosure is necessary to avoid assisting in a criminal or fraudulent act by the client.