



Wells Fargo Advisors

Regulatory Policy
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Member FINRA/SIPC

November 5, 2018

Via e-mail: pubcom@finra.org

Via Online Submission at: <http://www.msrb.org/CommentForm.aspx>

Ms. Marcia E. Asquith
Office of the Corporate Secretary
FINRA
1735 K Street, NW
Washington, DC 20006-1506

Mr. Ronald W. Smith
Corporate Secretary
Municipal Securities Rulemaking Board
1300 Street, NW, Suite 1000
Washington, DC 20005

Re: MSRB Notice 2018-21: CE Council Requests Comment on Continuing Education Program Considerations; FINRA Notice 18-26: Continuing Education Program

Dear Ms. Asquith & Mr. Smith:

Wells Fargo Advisors (“WFA”) appreciates the opportunity to comment on the above-referenced notices from the Municipal Securities Rulemaking Board (“MSRB” or the “Board”) and the Financial Industry Regulatory Authority (“FINRA”) (together, the “Proposal”)¹ requesting feedback on the Securities Industry/Regulatory Council on Continuing Education (“Council”) proposed enhancements to the Continuing Education Program (“Program”). We are

¹ FINRA Notice 18-26: Continuing Education Program (September 6, 2018); available at: <https://www.finra.org/sites/default/files/Regulatory-Notice-18-26.pdf>. MSRB Regulatory Notice 2018-21: CE Council Requests Comment on Continuing Education Program Considerations (September 6, 2018); available at: <http://www.msrb.org/~media/Files/Regulatory-Notices/RFCs/2018-21.ashx?n=1>.

supportive of efforts to enhance the Program and hope our comments will assist the Council in further developing the Program.

WFA's position as one of this nation's largest brokerage firms with over 28,000 registered persons places us in a unique position to provide insight into how modernization of the Program affects the registered population in furtherance of the Council's goals. WFA is a dually registered broker-dealer and investment adviser that administers approximately \$1.6 trillion in client assets. As such, we work closely with individuals and families of varying means – from those just beginning their investing journey to those living in retirement – to understand their financial needs and help them develop plans to realize their financial goals.² We believe many of the Program enhancements under consideration will lead to more informed and educated securities professionals, which is the foundation to better advising the investing public.

I. WFA SUPPORTS THE COUNCIL'S GOALS

WFA applauds the Council for exploring options to enhance the Program and supports the goal of utilizing advances in technology and learning theory to ensure registered persons receive timely and relevant education regarding the securities business. We believe those advances provide the Council an opportunity to update the Program in a manner that would result in a better learning experience for registered persons. Moreover, the Council can materially improve the Program by focusing enhancement planning on the following principles:

- Holistic view of continuing education that incorporates the various training and credentialing programs available to registered persons into the Program; and
- Expansion of the pool of educated securities professionals.

The seven enhancement goals³ and many of the recommended Program enhancements detailed in the Proposal are consistent with the above principles. We set forth below our specific comments and recommendations concerning the Program.

II. DISCUSSION AND RECOMMENDATIONS

A. Background

Among the Council's stated goals in issuing the Proposal is to gather information on current training requirements imposed on registered persons, the overlap of such training requirements and understanding whether opportunities exist for reciprocity with other securities or related educational programs.

² Wells Fargo Advisors" is the trade name for Wells Fargo Clearing Services, LLC ("WFCS"), a dually-registered broker-dealer and investment adviser, member FINRA/SIPC, and a separate non-bank affiliate of Wells Fargo & Co. "First Clearing" is the trade name for WFCS's clearing business, providing services to unaffiliated introducing broker-dealers. WFCS is affiliated with Wells Fargo Advisor Financial Network ("FiNet"), a broker-dealer also providing advisory and brokerage services. For the ease of this discussion, this letter will use WFA to refer to all of these brokerage operations.

³ CE Council Enhancement Goals; available at: <http://cecouncil.com/media/266531/ce-program-enhancements-final-pdf>.

It is our view that registered persons at many firms face a host of mandated training requirements that when viewed individually serve an important educational purpose, yet when viewed collectively, include overlapping and duplicative topical information. Therefore, we believe there is significant opportunity for the Council to adopt a more holistic view of training and education for securities professionals. In support of this view, we have set forth below an overview of the current training requirements at WFA followed by our recommendations to enhance the Firm and Regulatory Elements of the Program.

B. The Training and Educational Requirements at WFA

The annual Firm Element program at WFA consists of at least two, 45-minute training courses. One course typically focuses on sales practices topics while the other focuses on securities products and services offered by the firm. We design different versions of these training modules for supervisory and non-supervisory registered persons. In certain years, additional priorities and firm needs will lead WFA to require registered persons to complete a third course typically targeted to a particular topic. Furthermore, we supplement this training with targeted modules for specialty positions such as research analysts, operational professionals and those registered with the National Futures Association.

The training at WFA is web-based and contains interactive features and knowledge checks to reinforce the educational material. A participant cannot complete a course without demonstrating their knowledge of all topics. We also typically seek Certified Financial Planning Board credit for all training developed and offered to our registered advisor population. On occasion, the training also qualifies for Investment Management Consultants Association credit.

We not only require all registered persons to complete required training but also require non-registered persons to take an Annual Compliance Meeting (“ACM”) training that covers key topics from our Firm Element courses. WFA takes this approach to ensure that all associated persons maintain a requisite level of skill and knowledge. We view it to be critical that all parties involved have a solid level of securities industry knowledge.

WFA’s approach to delivery of the ACM is similar to the delivery of the Firm Element described above. The ACM is delivered in a module format, assigned to the same audience, and tracked in the same manner as the WFA Firm Element modules. A number of other training requirements also apply to WFA’s registered population to satisfy a myriad of federal and state regulations and laws. In a typical year, a registered person at WFA will have at least 15 training modules to complete in addition to the Firm Element and the ACM. For example, the AML training required by FINRA Rule 3310(e) may apply to other areas of a registered team member’s work. Additional examples include training required by other financial regulators, such as state mandated insurance training to offer insurance products, or ethics training required for licensed attorneys. Because many of the same regulatory concerns (*e.g.*, sales practices, confidentiality, financial products, and cybersecurity) exist across the financial services industry, this training can be duplicative of the current Firm Element training. Finally, many of our

registered persons also earn and maintain professional designations that requires regular continuing education that may overlap with Firm Element training.

C. Our Recommended Changes to Firm Element Requirements

We recommend the Council allow training for other programs – such as the ACM, AML training, and other credentialing programs – to count toward satisfying the Firm Element requirement. By granting formal reciprocity for credentialing program-training requirements, where appropriate, the Council would allow registered persons to avoid potentially unnecessary and duplicative requirements that result in registered persons receiving training multiple times on the same topic.⁴ This course of action would have the added benefit of permitting each registered person to tailor his or her training path for professional development purposes.

We believe a logical extension of the more integrated approach set forth above is for the Council to consider combining Firm Element and Regulatory Element training and only have one annual learning requirement. A single annual learning requirement would further enhance the overall learning experience while reducing inefficiencies, lessen duplication, and enable firms and registered persons to design holistic educational plans without compromising training requirements.

We also recommend the Council publish Regulatory Element topics and learning objectives for the upcoming plan year at the beginning of the 4th quarter of the current plan year. Currently, many firms begin planning and development of Firm Element and ACM training prior to publication of the Regulatory Element topics from FINRA. Utilizing this proposed timeframe would allow firms more time to effectively plan and manage learning and development strategies and reduce duplicative training between the current Regulatory Element, Firm Element and ACM requirements.

Finally, WFA is also supportive of the Council's ideas to create a centralized content catalog that would serve as a helpful and valuable resource to the industry. While, as noted above, WFA primarily develops its own content internally, such a resource could serve as an important supplement for the securities industry. WFA would further recommend the Council form working groups that could share ideas and industry best practices. Furthermore, we also support increased transparency around who serves on the Council and how members are selected.

⁴ WFA recommends that FINRA consider the continuing education undergone by registered persons to maintain the following designations for formal reciprocity with the Firm Element: Accredited Asset Management Specialist (AAMS), Certified Financial Planner (CFP), Chartered Financial Consultant (CHFC), Chartered Financial Analyst (CFA), Chartered Life Underwriter (CLU), Chartered Retirement Planning Counselor (CRPC), Chartered Retirement Planning Specialist (CRPS), Accredited Domestic Partnership Advisor (ADPA), and Certified Investment Management Analyst (CIMA).

D. Our Recommended Changes to Regulatory Element Requirements

Currently, Regulatory Element training is required on the second anniversary of a registered person's initial registration date and every three years thereafter. The Council seeks feedback regarding potentially transitioning the Regulatory Element to an annual requirement consisting of approximately one-third of the amount of content contained in the current program (and refocusing the content on rule changes) and charging a fee of approximately one-third of the current fee.

We believe the Regulatory Element's current, scenario-based format and content provides a high quality learning experience. We are concerned that focusing the Regulatory Element on rule changes will degrade the learning experience. We believe the registered person may feel the content is less connected to their day-to-day activities than the current program and may view an annual Regulatory Element requirement as merely adding training, even though the actual amount overall will not increase. In addition, for firms, especially for large firms like WFA that manage training needs for thousands of registered persons, the work and expense involved in moving the Regulatory Element to an annual training requirement would significantly increase. Consequently, we recommend maintaining the current timing and format of the Regulatory Element for persons currently registered in the securities industry.

We do, however, believe that moving to an annual requirement for the Regulatory Element would be appropriate and beneficial for those registered persons who are currently outside of the securities industry. Allowing individuals to maintain their registrations through participation in an annual program while outside the securities industry would be an effective approach to keep individuals informed and trained on important industry developments. Furthermore, it would be consistent with the approach taken by individuals providing professional services in other industries, such as the legal profession, where individuals are permitted to maintain their professional licenses by participating in continuing education programs during periods of time when they are not acting in a professional capacity.⁵

We believe that implementing a continuing education program for such individuals, subject to minimum eligibility requirements and readily available programs designed to keep individuals informed on current compliance, regulatory, and sales practice standards, would render the two-year (2) termination rule unnecessary for individuals satisfying the program's eligibility requirements.

For registered persons that are not currently working in the industry and thus not continually encountering regulatory situations or managing client or regulator interactions, the relevance and depth of content becomes an essential component of the training. Therefore, we recommend having a robust training platform for that segment of registered persons, designed to

⁵ Professional licensing requirements are regulated at the state level. The requirements, including continuing education, for maintaining a professional license, such as for CPAs, real estate agents, professional engineers and land surveyors, licensed marriage and family therapists, licensed mental health counselors, licensed social workers, vary by state.

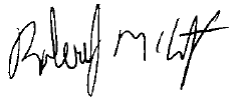
be comparable to Firm Element training required for registered persons associated with a firm. Such a program could be managed by utilizing FinPro. In the future, FinPro accounts could be initially set up using the Form U-4 and the required training to maintain qualification status post termination could be subsequently managed through their Form U-5 filing.

Lastly, the current structure of the Regulatory Element Program assigns each registered person to one of four programs based on the individual's active registrations. Such a structure provides little flexibility for a registered person to customize the program per their specific job function, which essentially limits the ability to select training based on the specific registrations they hold or the roles they have within an organization. We believe technological advances in FINRA's systems offers the Council the opportunity to provide additional flexibility for firms to customize the Regulatory Element training to better align with the various roles and responsibilities of their registered persons.

III. CONCLUSION

WFA appreciates the opportunity to provide feedback to FINRA and the MSRB in regards to the Proposal. If you would like to discuss this matter further, please feel free to contact me directly at (314) 242-3193 or robert.j.mccarthy@wellsfargoadvisors.com.

Sincerely,



Robert J. McCarthy
Director of Regulatory Policy