

To: Investment Adviser Firms Filing Reports or Registering with the SEC
From: FINRA Registration and Disclosure Department
Re: The IARD/PFRD Entitlement Process

FINRA welcomes you to the Investment Adviser Registration Depository (IARD) and/or the Private Fund Reporting Depository (PFRD). This memorandum contains general information about the IARD system, the related PFRD system and the Super Account Administrator (SAA) Entitlement Form for investment advisers seeking SEC-registration or required to file reports with the SEC as an exempt reporting adviser or to file private fund information via Form PF. Your firm is requesting access to IARD/PFRD/Web CRD® through the FINRA Entitlement Program.

FINRA Entitlement Program

Each organization must designate one (1) SAA who will be entitled as an administrator to all applications participating in the FINRA Entitlement Program that are available to the organization. The SAA will be able to create, maintain, and delete Account Administrators (AAs) and user accounts as well as manage their own access to FINRA Systems. A firm designates its SAA by sending a completed New Organization SAA Entitlement Form to FINRA. Specific requirements and instructions on the form must be followed in order for the form to be processed.

Considerations for Designating a Super Account Administrator:

- Each firm must designate one (1) SAA.
- For firms with affiliates, the same SAA or a different SAA may be designated; however, each affiliate (with its Org ID/CRD#) must provide a signed SAA Entitlement Form.
- Must be formally delegated the authority by the organization and as authorized in the New Organization SAA Form to perform the SAA responsibilities on its behalf. In order for FINRA to create an SAA's account, the designation must be executed on a New Organization SAA form, as instructed, by an Authorized Signatory, as defined by FINRA.
 - Can be an SAA for multiple organizations (affiliated or non-affiliated). NOTE: a separate user name and password is required for each organization.
 - The individual does not need to have an existing FINRA Entitlement Account.

SAA Responsibilities:

- Creates accounts for AAs and users and sets appropriate access based on job functions
- Ensures the timely deletion of accounts
- Periodically reviews entitlement of all accounts to ensure proper authorized access
- Certifies IARD/PFRD access periodically for all users within their organization

Designate an SAA for Your New Organization

[New Organization SAA Entitlement Form & Instructions](#)- Use this form to designate an SAA when your organization is new and requires access to the FINRA Entitlement Program. Once FINRA processes the New Organization SAA Form and creates the SAA account, a confirmation email will be sent to the Authorized Signatory who signed the form and to the SAA. The new SAA will receive two emails: one with his/her user ID and one with the temporary password. Both emails will have a link to the FINRA Entitlement web page.

Update/Replace Your SAA

If your firm needs to replace the SAA or update the name or email address of the current SAA, an Authorized Signatory from your firm must contact the Gateway Call Center to request an Update/Replace SAA Form. FINRA will only process the request from an Authorized Signatory. The form will be sent to the Authorized Signatory contact information on file at FINRA. For IA-Firms, the Authorized Signatory is the Chief Compliance Officer (CCO) or Additional Regulatory Contact (ARC) who is listed on the Form ADV.

Note that if your firm already has access to the FINRA Entitlement Program and needs to replace your SAA and have not yet filed your initial Form ADV, use the New Organization SAA Form to replace or update your SAA.

FINRA confirms that a request was made by an Authorized Signatory before providing the firm with an Update/Replace SAA Form. Each form is coded with a unique identifier which is required for processing.

Authorized Signatory needs to contact the Gateway Call Center to request the Update/Replace SAA Form.

Investment adviser firms: (240) 386-4848

Requirements of SAA Forms

The New Organization SAA Form and the Update/Replace SAA Form have specific instructions and signature requirements which must be met for processing. The forms must be signed by an Authorized Signatory as defined on the forms and all required fields must be completed.

For IA-firms, the Authorized Signatory is the Chief Compliance Officer (CCO) or Additional Regulatory Contact (ARC) who will be listed on the firm's initial Form ADV or who is listed on the current Form ADV **and** the signer and the designated SAA are not the same person.

FINRA confirms the Authorized Signatory with information on the Form ADV. In addition, the email address provided by a firm's Authorized Signatory must match the email address that will be or is currently filed in IARD. FINRA will suspend all accounts if information does not match or is not verifiable.

Background Information

IARD is a web-based system for the registration of investment advisers and reporting by exempt reporting advisers. The United States Securities and Exchange Commission (SEC or Commission) and the North American Securities Administrators Association (NASAA) created IARD. FINRA is the developer and operator of the system. IARD allows SEC-registered advisers and exempt reporting advisers to file Form ADV and ADV amendments with the Commission and satisfy their "Notice Filing" obligations with the states at the same time. IARD provides regulators with the ability to monitor and process investment adviser information via a single, centralized system.

When you file through IARD, you can complete your electronic Form ADV over a period of time and save the filing as a draft or "pending" filing. It is important to know that no one, other than people entitled by your firm as users can view "pending" filing information. Only after you submit the filing to IARD does it become available for viewing by regulators.

The CRD system was developed jointly by the National Association of Securities Dealers (NASD/FINRA) and NASAA. The CRD system was first launched in 1981 to centralize the registration process for the securities industry (i.e., BD & agent). The CRD system enabled "one-stop filing" (i.e., the ability to submit one application seeking registration in all jurisdictions and self-regulatory organizations). The CRD system streamlined the registration process by maintaining the qualification, employment, disclosure histories, fingerprint process, registration fees and renewal fees. Over the past three (3) decades, it has been expanded and modified extensively to meet the evolving needs of FINRA's constituencies. All states that register investment advisers and their representatives, or require the filing of reports by exempt reporting advisers, participate in Web CRD and accept filings submitted via the Web CRD System.

Investment adviser representative registration was implemented through the Web CRD system on March 18, 2002. Investment Adviser Representative (RA) registration requests and terminations are submitted on Form U4 and Form U5 filings via Web CRD.

Once PFRD access is granted you may complete and file Form PF if: You are registered or required to register with the SEC as an investment adviser, **or** you are registered or required to register with the Commodity Futures Trading Commission (CFTC) as a commodity pool operator or commodity trading advisor and you are also registered or required to register with the SEC as an investment adviser; **and** You manage one or more private funds; **and** You and your related persons, collectively, had at least \$150 million in private fund assets under management as of the last day of your most recently completed fiscal year.

Role of FINRA

In its role as the operator of the IARD/PFRD systems, FINRA is responsible for designing and operating the system according to the requirements specified by the SEC and NASAA. FINRA also oversees entitlement to the IARD/PFRD systems, system maintenance and availability. FINRA staff is available to answer your questions regarding the Entitlement process, system navigation and system usage. FINRA has no regulatory authority over investment advisers. The review of adviser filings is done entirely by the SEC and/or states with whom you file. FINRA staff **cannot** advise you on the legal status of filings once they are submitted to the IARD/PFRD systems.

Super Account Administrator (SAA) Confirmation Packet

This Super Account Administrator (SAA) Confirmation Packet contains seven (7) attachments with detailed information to assist you and your organization as a FINRA Entitlement Program participant.

I. Minimum Browser Requirements for each Application - This attachment lists the minimum browser requirements necessary to access and operate any current participating web-based applications.

II. Account Management Tool General Overview - This attachment provides information on features of login screens for Super Account Administrators and Users.

III. Super Account Administrator's Roles & Responsibilities - This attachment provides the roles and responsibilities of an SAA using the Account Management Tool and provides Entitlement Tips.

IV. Password Change Instructions - This attachment provides the steps for changing your password and accessing the participating applications.

V. Password Change Instructions for Users (Account Administrators & Users) - This attachment provides the users with the steps necessary to access the participating applications. The attachment also includes important reminders regarding password security. You may distribute this attachment to your users as a reference aid.

VI. Entitlement – Firm Download Report – This attachment provides the benefits and instructions for using the Firm Download Report which enables an SAA and other account administrators to review their users and to validate what access they have.

VII. FINRA Entitlement Program Support Information – This attachment provides a reference of support information available for the FINRA Entitlement Program.

Joint Firms that already have Web CRD access, as a broker-dealer will use their existing Web CRD entitlement User ID and Password on IARD/PFRD. Joint Firms **will not** receive a new User ID or Password. In addition, Joint Firms will use their existing financial account for all Web CRD and IARD/PFRD transactions.

Your Firm's FINRA Flex-Funding Account:

When you receive your User ID and Password, you will be able to access IARD/PFRD and begin completing the Forms ADV or PF online. **However, you will not be able to submit an electronic filing until funds are deposited into your FINRA Flex-Funding Account, either by E-Bill, wire transfer or check.** Your Firm's Organization number from FINRA should always be written on checks deposited into your Flex-Funding Account. Details on how to submit funds by E-Bill, wire transfer or check and other important accounting information can be found at <http://www.iard.com/fees.asp>.

*****Special Note*****

Please DO NOT send payment along with your Entitlement Form. Funds should be deposited **after** you have received your Firm's Organization number in the FINRA email that notifies you of your account setup.

Support for IARD and User Assistance Tools:

FINRA has established a dedicated telephone number, **240.386.4848**, for IARD or PFRD questions related to the Entitlement process, system navigation, and system usage. We request that all questions and/or problems you may have using the system be directed to this number. If the Call Center staff is unable to answer your question, they will route your inquiry to a subject-matter expert who will promptly return your call.

Any questions related to policy, interpretation, or regulatory requirements should be directed to the SEC's IARD Hotline @ 202.551.6999, or to the SEC's e-mail box, IARDLIVE@sec.gov. Inquiries concerning state issues should be directed to the NASAA IARD Hotline, 202.737.0900. Inquiries regarding the status of filings should be directed to the SEC at 202.551.7250 or appropriate state (refer to the Regulator's Directory available on www.iard.com).

To assist filers, FINRA has created a series of functional Quick Reference Guides on how to use the system. The Guides, a support tool to keep handy by your PC, are available on the IARD website at www.iard.com.

We anticipate your experience with electronic filing on the IARD/PFRD system will be a smooth one. Please remember to use the support tools that have been put in place to assist you when you have questions. FINRA looks forward to working with you as you use IARD/PFRD.

Please refer to the IARD website at www.iard.com, for additional information and guidance on setting up your firm's IARD User Accounts or contact the IARD Hotline at 240.386.4848.

For additional information on Web CRD and Investment Adviser Representative (RA) registration and termination requests on the Forms U4 and U5, please refer to the FINRA – Central Registration Depository (CRD) website at www.finra.org/crd.