

**BEFORE THE SECURITIES COMMISSIONER  
OF THE STATE OF KANSAS**



In the Matter of:

Carol D. Sloan (CRD #4832867),

Docket No. 24 E 021

KSC No. 2022-6817

Respondent.

\_\_\_\_\_  
Pursuant to K.S.A. 17-12a412

**CONSENT ORDER**

1. The Staff of the Office of the Kansas Securities Commissioner (“KSC Staff”) allege that the Respondent, Carol D. Sloan (“Sloan”) (CRD #4832867), violated the Kansas Uniform Securities Act, K.S.A. 17-12a101 *et seq.* (“the KUSA”) and is subject to disciplinary penalties under K.S.A. 17-12a412.

2. Sloan and KSC Staff desire to settle the matters raised by KSC Staff relating to Sloan’s alleged violations.

**CONSENTS AND WAIVERS**

3. Sloan and KSC Staff stipulate and agree that, under the KUSA, the Securities Commissioner of Kansas (“the Commissioner”) has jurisdiction over Sloan and this matter.

4. Sloan and KSC Staff stipulate and agree that the Commissioner has authority to enter this Order under K.S.A. 17-12a412.

5. Sloan waives her right to a hearing with respect to these matters.

6. Sloan waives any rights that she may have to seek judicial review or otherwise challenge or contest the terms and conditions of this Order.

7. Sloan and KSC Staff agree to the issuance of this Order without further proceedings and agree to be fully bound by the terms and conditions specified herein.

8. Sloan acknowledges and understands that she may consult with an attorney of her own choosing regarding this Order and its contents and acknowledges that her decision to agree to the issuance of this Order is knowing and voluntary.

10. Without admitting or denying the allegations made by the KSC Staff as reflected in the Findings of Fact and Conclusions of Law set forth below, Sloan agrees to the issuance of this Order based on such Findings of Fact and Conclusions of Law solely for the purposes of this proceeding and any proceeding that may be brought to enforce the terms of this specific Order.

#### FINDINGS OF FACT

11. Sloan served as Chief Compliance Officer with FAS Wealth Partners, Inc. ("FAS Wealth") (CRD #109796) from 2004 to 2022.

12. FAS Wealth, formerly known as Financial Advisory Service, Inc., is a Kansas corporation and a federal covered investment adviser as that term is defined in K.S.A. 17-12a102(6). Since February 8, 1983, FAS Wealth has filed annual notices to conduct business in Kansas as a federal covered investment adviser as required by K.S.A. 17-12a405 and K.A.R. 81-14-7. At the times relevant hereto, FAS Wealth maintained its place of business in Leawood, Kansas.

13. As Chief Compliance Officer of FAS Wealth, Sloan was responsible for ensuring that FAS Wealth adhered to all statutory and regulatory requirements. At all times relevant hereto, Sloan maintained her place of business in Kansas.

14. From 2002 to 2022, Michael Leonard (“Leonard”) (CRD #3126509) was employed by or associated with FAS Wealth to solicit investment advisory clients, including clients residing in Kansas, on behalf of the company. During this period, Leonard maintained a place business in Kansas from which he conducted business on behalf of FAS Wealth.

15. The business Leonard conducted on behalf of FAS Wealth constituted transacting business in Kansas as an investment adviser representative as that term is defined in K.S.A 17a-12a102(16). However, Leonard was not registered as an investment adviser representative under the KUSA at any time from 2002 to January 5, 2022, and was not exempt from registration.

16. Sloan was Leonard’s direct supervisor from May 1, 2011, to May 19, 2021. During this time, Sloan was responsible for ensuring that persons employed by or associated with the firm were registered with the appropriate regulatory authorities. As Leonard’s direct supervisor, Sloan controlled Leonard within the meaning of K.S.A. 17-12a412(h).

17. Sloan knew, or in the exercise of reasonable care could have known, that Leonard was transacting business in Kansas as an investment adviser representative employed by or associated with FAS Wealth while he was neither registered under the KUSA nor exempt from registration.

18. On January 6, 2022, Leonard registered under the KUSA as an investment adviser representative employed by or associated with FAS Wealth.

CONCLUSIONS OF LAW

19. The Commissioner has jurisdiction over Sloan and this matter.

20. FAS Wealth is a federal covered investment adviser as that term is defined in K.S.A. 17-12a102(6).

21. From 2002 to 2022, Leonard transacted business in Kansas as an investment adviser representative, as that term is defined in K.S.A. 17-12a102(16) and was employed by or associated with FAS Wealth.

22. From 2002 to 2022, Leonard violated K.S.A. 17-12a404(a) by transacting business in Kansas as an investment adviser representative when Leonard was neither registered under the KUSA nor exempt from registration.

23. From May 1, 2011, to May 19, 2021, Sloan controlled Leonard within the meaning of K.S.A. 17-12a412(h).

24. Under K.S.A. 17-12a412(h), Sloan may be disciplined by an order of the Commissioner under K.S.A. 17-12a412 to the same extent as Leonard.

ORDER

**IT IS THEREFORE ORDERED** that Sloan shall pay a civil penalty in the amount of \$2,000. Payment shall be in the form of a cashier's check made payable to "Office of the Kansas Securities Commissioner," and delivered to Jack Clayton Johnson, Assistant General Counsel, at 1300 SW Arrowhead Road, Topeka, KS 66604. Such payment shall be made within 30 days of the issuance of this Order. Upon receipt, such payment shall be deposited into the Investor Education and Protection Fund.

**IT IS SO ORDERED BY THE COMMISSIONER.**

Entered at Topeka, Kansas, this 30<sup>th</sup> day of AUGUST, 2023.



Daniel J. Klucas  
*Kansas Securities Commissioner*



CONSENTED TO BY:



Ben Miller-Coleman  
Kansas Bar No. 24626  
*Senior Attorney*  
OFFICE OF THE KANSAS SECURITIES  
COMMISSIONER  
*Attorney for KSC Staff*



Carol Sloan  
FAS Wealth Partners, Inc.  
*Respondent*



Braden Perry  
Kansas Bar No. 21022  
KENNYHERTZ PERRY LLC  
*Attorney for Respondent*

## NOTICE

- (1) A party to this action may petition the Commissioner for reconsideration within 15 days after service of a final order, following the procedures in K.S.A. 77-529. Under K.S.A. 77-528, a party may petition for a stay of effectiveness of this order until the time at which a petition for judicial review would no longer be timely.
- (2) This order may be subject to judicial review. The agency officer to receive service of a petition for judicial review on behalf of the Office of the Securities Commissioner is Jack Clayton Johnson, Assistant General Counsel, at 1300 SW Arrowhead Road, Topeka, Kansas 66604.