

**STATE OF MICHIGAN
DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU**

In the matter of:

Complaint No. 343736

MARK SESKI
CRD# 1439870

Respondent.

Issued and entered
this 29th day of March 2022

STIPULATION AND CONSENT ORDER
RESOLVING NOTICE OF INTENT TO REVOKE, SUSPEND, CONDITION
OR LIMIT INVESTMENT ADVISER REPRESENTATIVE REGISTRATION
AND APPROVING CONDITIONAL REGISTRATION

A. Relevant information and statutory provisions, under the Michigan Uniform Securities Act (2002) (the "Act"), 2008 PA 551, MCL 451.2101 *et seq.*:

1. On November 17, 2021, the State of Michigan, Department of Licensing and Regulatory Affairs, Corporations, Securities & Commercial Licensing Bureau (the "Bureau") and the Director of the Bureau, who serves as Administrator of the Act (the "Administrator"), issued a Notice of Intent to Revoke, Suspend, Condition, or Limit Investment Adviser Representative Registration (the "NOI") to Mark Seski ("Respondent").
2. Respondent is presently registered in Michigan as an investment adviser representative of Harvest Portfolio Management, LLC (IARD# 299005, "Harvest"), a Michigan-registered investment adviser firm with a principal place of business in the state of South Carolina.
3. Respondent timely requested a compliance conference in response to the NOI, and the Bureau and Respondent (collectively, "the Parties") engaged in settlement negotiations through this Stipulation and Consent Order Resolving Notice of Intent to Revoke, Suspend, Condition, or Limit Investment Adviser Representative Registration and Approving Conditional Registration ("Conditional Registration Order").

4. Respondent consulted with or had an opportunity to consult with legal counsel of his choosing before executing the following Stipulation.
5. Respondent will be working at the following address:

Address: 30 28th Avenue
Isle of Palms, SC 29451

Telephone: (843) 885-6445 or (917) 821-2150

E-mail: MarkSeski@HarvestPortfolioManagement.com

6. The Bureau and Respondent (collectively, "the Parties") have determined that: (a) protection of the investing public does not require additional disciplinary action if Respondent and Harvest agrees to registration subject to the terms and conditions specified in this Conditional Registration Order; and (b) the conditional registration of Respondent pursuant to this Conditional Registration Order is authorized by law and otherwise reasonable, appropriate, and in the public interest.

B. STIPULATION

The Parties agree to this Stipulation enabling the Administrator to conditionally register Respondent as an investment adviser representative of Harvest subject to his compliance with the following conditions:

1. Following the effective date of this Conditional Registration Order, the Bureau will file a Form U6 reflecting the Parties' resolution of the NOI under this Order and update the Central Registration Depository (the "CRD") to reflect Respondent's registration as an investment adviser representative as "APPROVED-RES [RESTRICTED]."
2. This Conditional Registration Order is a public record required to be published and made available to the public, under section 11 of the Michigan Freedom of Information Act, MCL 15.241. The Bureau publishes copies of orders issued under the Act to its website and includes a summary of order content in monthly disciplinary action reports separately published there.

Compliance Review and Reporting

3. Respondent and Harvest engaged an Independent Compliance Consultant acceptable to the Bureau to perform semiannual reviews of Respondent's and Harvest's compliance with the Act, associated rules, and orders issued under

the Act. The scope of the Independent Compliance Consultant's required review is outlined in this Conditional Registration Order.

4. Respondent and Harvest are responsible for enforcing the terms of the engagement with the Independent Compliance Consultant.
5. Respondent and Harvest are responsible for all costs and expenses incurred in complying with the terms of this Conditional Registration Order and must comply within the timeframes specified. The Administrator retains the right to pursue any action or proceeding permitted by law to enforce its provisions.
6. Respondent and Harvest will cooperate with the Independent Compliance Consultant in all respects, including by providing staff support if necessary. Respondent will place no restrictions on the Independent Compliance Consultant's communications with any Bureau staff and, upon request, will make available to Bureau staff all communications between and among the Independent Compliance Consultant and Respondent, and all documents reviewed by the Independent Compliance Consultant in connection with his or her engagement. Once retained, Respondent may not terminate the relationship with the Independent Compliance Consultant without the Bureau's written approval. Respondent is not in and does not have an attorney-client relationship with the Independent Compliance Consultant and agrees that he may not invoke the attorney-client privilege or other doctrine or privilege to prevent the Independent Compliance Consultant from transmitting any information, reports, or documents to the Bureau.
7. Respondent's investment adviser representative registration will remain conditional and subject to this Conditional Registration Order, and Respondent agrees to maintain a relationship with an Independent Compliance Consultant acceptable to the Bureau consistent with this Conditional Registration Order, for a minimum period of one (1) year after Respondent provides documentary evidence acceptable to the Bureau that his assets exceed his liabilities or that his current assets exceed his current liabilities, as reflected in the Personal Balance Sheet and supporting documentation reviewed by the Independent Compliance Consultant ("Evidence of Solvency"), unless extended as described in this Conditional Registration Order (the "Conditional Registration Term"). Respondent must mail proof of solvency to the Bureau at the address in paragraph B.9 at least one year before requesting that the Administrator consider lifting the conditions imposed by this Conditional Registration Order. One year after Respondent provides the Evidence of Solvency to the Bureau, Respondent may submit a written request to the Bureau, at the address in Paragraph

B.9, that the conditions be lifted from Respondent's registration and providing a reasonable basis for the request. Respondent's written request to lift the conditional registration must include: (a) All semiannual compliance reports required by this Order; (b) Respondent's current Personal Balance Sheet; and (c) any additional information specifically required by this Order. Respondent's registration will remain conditional until the Administrator issues an order removing the conditions imposed by this Conditional Registration Order after consideration of Respondent's written request contemplated by this paragraph.

8. Respondent and Harvest agree to prepare and submit semiannual compliance reports to the Independent Compliance Consultant in the form attached as Exhibit A, which the Independent Compliance Consultant will then review, certify, and maintain together with all additional information required by this Conditional Registration Order. "Semiannual" for purposes of this Order means six (6) months from the effective date of this order, and every (six) 6 months thereafter until a minimum period of one (1) year after Respondent provides Evidence of Solvency to the Bureau and the conditions imposed by this Conditional Registration Order are lifted by the Administrator.
9. Any changes to the relationship between the Independent Compliance Consultant and Respondent must be reported in writing to the Bureau within five (5) days to the following address:

Corporations, Securities & Commercial Licensing Bureau
Securities & Audit Division – Final Order Monitoring
P.O. Box 30018
Lansing, MI 48909

Or electronically to: LARA-CSCL-Securities-Audit@michigan.gov

10. Respondent must separately report to the Bureau any: (a) customer complaints (written or verbal); (b) disciplinary actions; and (c) other changes to Respondent's answers to the Disclosure Questions on the Form U4 (a "Reportable Event") that arise during the Conditional Registration Term, regardless of whether Respondent is required to report this information on the Form U4, within twenty-one (21) days after receipt of the information. Reporting this information on the CRD/IARD system alone will not satisfy this requirement. Respondent must also supply the Bureau a copy of his revised Form(s) U4 upon its filing through the CRD/IARD. These items must be reported to the Bureau in writing directly at the address indicated in

Paragraph B.9 and must include the following information regarding each customer complaint or Reportable Event:

- a. A summary of the Reportable Event including supporting documentation.
 - b. If related to a customer complaint, include:
 - i. Client name, address, telephone number and e-mail address, if any.
 - ii. A copy of any written complaint.
 - iii. A written summary of any verbal complaint or other Reportable Event.
 - iv. Current status of the complaint or other Reportable Event, including the resolution, if any.
11. Respondent and Harvest acknowledge that a new complaint or Reportable Event may extend the Conditional Registration Term.
12. Respondent must hold a semiannual review meeting with the Independent Compliance Consultant regarding his activities and the status of any current disciplinary actions. At the semiannual review meeting, Respondent and the Independent Compliance Consultant must review Respondent's financial situation, including reviewing Respondent's current credit report and personal balance sheet and documentation (e.g., bank statements, credit card statements, real property valuations, or other documentary proof as appropriate in relation to the asset or the liability) evidencing each entry on his Personal Balance Sheet to prove its contents.
13. Within fourteen (14) calendar days after the final day of each semiannual period, Respondent agrees to prepare and submit to the Independent Compliance Consultant a semiannual compliance report in the form attached as Exhibit A. Within fourteen (14) calendar days after receiving Respondent's semiannual compliance report, Respondent must ensure that the Independent Compliance Consultant certifies in writing, after diligent review, including following all the steps outlined in this Conditional Registration Order, that it is not aware of any violations of this Order or the Act. .

14. Respondent and Harvest are not required to submit Respondent's semiannual compliance reports to the Bureau on a periodic basis. However, Respondent and Harvest must maintain all semiannual compliance reports and certifications and provide them to the Bureau: (a) to support a request to lift Respondent's conditional registration as provided in Paragraph B.7 of this Conditional Registration Order, and (b) upon request by the Bureau within ten (10) calendar days of the request.
15. If any semiannual compliance report reveals that Respondent is not in compliance with this Conditional Registration Order or the Act, then Respondent and Harvest must immediately report the non-compliance to the Bureau in writing at the address indicated in Paragraph B.9.
16. Respondent and Harvest agree to review Respondent's Form U4, and Harvest's Form ADV, Parts 1, 2A, and 2B with the Independent Compliance Consultant at the beginning of the engagement, and at each semiannual meeting to ensure the accuracy of all representations made in Respondent's and Harvest's registration application documents.
17. Respondent and Harvest will not transfer the registration of Respondent to another investment adviser without prior approval of the Bureau while this Conditional Registration Order is in effect.

Additional Provisions

18. Respondent and Harvest will fully cooperate with the Bureau in any investigation, audit, or examination relating to Respondent's activities, including facilitating communication with the Independent Compliance Consultant if necessary.
19. Respondent and Harvest acknowledge and agree that upon Respondent's failure to comply with any requirements imposed by this Conditional Registration Order, the Administrator is entitled to and may immediately: (a) suspend all registrations held by Respondent under the Act; (b) deny any renewal registrations submitted by him; and (c) deny any future applications for registration submitted by him. A summary suspension under this paragraph is effective upon written notice to Respondent given by the Administrator or her designee in accordance with section 412(6) of the Act, MCL 451.2412(6). Respondent and Harvest further acknowledge and agree that the Administrator retains the right to pursue any action or proceeding permitted by law to enforce the provisions of this Conditional Registration Order. Respondent may voluntarily surrender or withdraw a registration

under the Act; however, such surrender or withdrawal will not negate the previously mentioned actions against the relevant registration or additional disciplinary proceedings if a violation of this Order or the Act occurred.

20. Respondent waives any right to a hearing or appeal of this Conditional Registration Order and the NOI under the Act, the rules promulgated under the Act, the Administrative Procedures Act of 1969, 1969 PA 306, MCL 24.201 *et seq.*, or other applicable law.
21. This Conditional Registration Order is fully effective and binding on its issued and entered date. The Administrator may accept or reject the Stipulation. If the Administrator rejects it, the Bureau will submit a Hearing Request for adjudication through a formal administrative proceeding.
22. This Conditional Registration Order contains the entire understanding of the Parties and supersedes and forever terminates all prior and contemporaneous representations, promises, agreements, understandings, and negotiations, whether oral or written, with respect to its subject matter.
23. This Conditional Registration Order resolves only Respondent's activities, conduct, and statutory violations alleged in the NOI, but it does not address or resolve any other conduct or potential statutory violations engaged in by Respondent not expressly contained in the NOI or occurring after the effective date of this Conditional Registration Order. Further, this Order does not preclude any other individual or entity, including but not limited to other authorized state or federal agencies or officials, from initiating or pursuing civil or criminal action against Respondent, and does not preclude Bureau staff from referring this matter to any law enforcement agency. This Order does not preclude the Bureau or its staff from fully cooperating with any state or federal agency or official that may investigate or pursue its own civil or criminal enforcement action against Respondent.
24. This Conditional Registration Order may only be modified in writing signed by each Party and approved by the Administrator's subsequent Order.
25. The Parties agree that facsimile or electronically-transmitted signatures may be submitted in connection with this Conditional Registration Order and shall be binding on that Party to the same extent as an original signature.

Through their signatures, the Parties and Harvest Portfolio Management, LLC agree to the above terms and conditions.

Dated: 3/12/2022

Signed: 

Mark Seski, Respondent

Dated: 3-18-2022

Signed: 

Harvest Portfolio Management, LLC

By: Mark J. Seski

Its: President

Acknowledged and Reviewed by:

Dated: 3-18-2022

Signed: 

John A. Hubbard (P39624)

Attorney for Respondent

Approved by:

Dated: 3/22/22

Signed: /s/ Lindsay DeRosia

Lindsay B. DeRosia

Securities & Audit Division Director

Corporations, Securities, and Commercial

Licensing Bureau

Reviewed by:

Dated: 3/21/2022

Signed: 

Michael Hill (P73084)

Aaron Levin (P81310)

Assistant Attorneys General

Attorneys for the Bureau

C. ORDER

The Administrator now therefore orders:

**THE TERMS AND CONDITIONS IN THE ABOVE FULLY EXECUTED
STIPULATION ARE INCORPORATED IN THIS CONSENT ORDER.**

/s/ Linda Clegg

Linda Clegg
Administrator and Director
Corporations, Securities, and Commercial Licensing Bureau

STATE OF MICHIGAN
DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU

In the matter of:

Agency No. 343736

MARK SESKI
CRD# 1439870

Respondent.
_____ /

Issued and entered

This 17th day of November, 2021

**NOTICE OF INTENT TO REVOKE, SUSPEND, CONDITION, OR LIMIT
INVESTMENT ADVISER REPRESENTATIVE REGISTRATION**

I. RELEVANT FACTS AND APPLICABLE LAW.

Relevant information and statutory provisions, under the Michigan Uniform Securities Act (2002), 2008 PA 551, as amended, MCL 451.2101 *et seq* ("Securities Act"):

1. Mark Seski (CRD#1439870, "Respondent") is registered as an investment adviser representative associated with Harvest Portfolio Management, LLC (IARD#299005, "HPM"), a Florida-organized limited liability company that is registered as an investment adviser firm in Michigan and doing business out of South Carolina.
2. The Corporations, Securities, and Commercial Licensing Bureau ("the Bureau") within the Michigan Department of Licensing and Regulatory Affairs requested information from Respondent related to his assets and liabilities to assess solvency.
3. Evidence collected by Bureau staff shows that Respondent's liabilities exceed his assets such that he is insolvent.
4. The Bureau Director ("Administrator") has reviewed materials regarding Respondent's financial condition as it relates to his registration as an investment adviser representative under the Securities Act. The Administrator has determined that it is authorized, appropriate, and in the public interest to revoke, suspend, condition, or limit Respondent's registration.
5. Section 412(2) of the Securities Act, MCL 451.2412(2), states in relevant part:

If the administrator finds that the order is in the public interest and subsection (4) authorizes the action, an order under this act may revoke, suspend, condition, or

limit the registration of a registrant and if the registrant is a broker-dealer or investment adviser, of a partner, officer, director, or a person having a similar status or performing similar functions, or a person directly or indirectly in control of the broker-dealer or investment adviser...

6. Section 412(4) of the Securities Act, MCL 451.2412(4) states in relevant part:

(4) A person may be disciplined under subsections (1) to (3) if any of the following apply to the person:

(g) The person is insolvent, either because the person's liabilities exceed the person's assets or because the person cannot meet the person's obligations as they mature. The administrator shall not enter an order against an applicant or registrant under this subdivision without a finding of insolvency as to the applicant or registrant...

7. Section 412(7) of the Securities Act, MCL 451.2412(7) states:

Except under subsection (6), an order shall not be issued under this section unless all of the following have occurred:

- (a) Appropriate notice has been given to the applicant or registrant.
- (b) Opportunity for hearing has been given to the applicant or registrant.
- (c) Findings of fact and conclusions of law have been made on the record pursuant to the administrative procedures act of 1969, 1969 PA 306, MCL 24.201 to 24.328.

8. The Administrator may revoke, suspend, condition, or limit Respondent Mark Seski's investment adviser representative registration under section 412(2) of the Securities Act, MCL 451.2412(2), because it is in the public interest and because Respondent's liabilities exceed his assets, causing the applicability of section 412(4)(g), MCL 451.2412(4)(g).

II. ORDER.

The Administrator finds that this ORDER is authorized, appropriate, and in the public interest based on the above-cited facts and law.

IT IS ORDERED as follows:

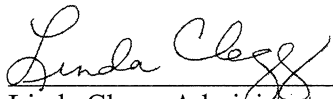
1. The Administrator intends to revoke, suspend, condition, or limit Respondent Mark Seski's investment adviser representative registration under MCL 451.2412(2) because Respondent is insolvent, causing the applicability of MCL 451.2412(4)(g) and authorizing the revocation, suspension, conditioning, or limitation of Respondent's investment adviser representative

registration under the Michigan Uniform Securities Act (2002), 2008 PA 551, MCL 451.2101 *et seq.*

2. In accordance with MCL 451.2412(2) and MCL 451.2412(7): This is notice that the Administrator intends to commence administrative proceedings to revoke Respondent's investment adviser representative registration, and that Respondent has thirty (30) days after the date that this Order is served on Respondent to respond in writing to the enclosed Notice of Opportunity to Show Compliance. If the Administrator timely receives a written request, depending upon the election, the Administrator shall either promptly schedule a compliance conference, or schedule a hearing within fifteen (15) days after receipt of the written request. If you fail to respond to this Notice and Order within the time frame specified, the Administrator shall schedule a hearing. If a hearing is requested or ordered, the Administrator, after notice of and an opportunity for hearing to Respondent, may modify or vacate this Order or extend the Order until final determination.

If Respondent requests a hearing, the request must be in writing and filed with the Department of Licensing and Regulatory Affairs, Corporations, Securities & Commercial Licensing Bureau, Regulatory Compliance Division, P.O. Box 30018, Lansing, MI 48909, or by email to CSCL-FOIA@michigan.gov.

DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
CORPORATIONS, SECURITIES, AND COMMERCIAL LICENSING BUREAU



Linda Clegg, Administrator and Director
Corporations, Securities & Commercial Licensing Bureau

11/17/2021

Date