

Election Notice

Election Notice

Notice of Annual Meeting of FINRA Firms and Proxy

Executive Summary

FINRA will conduct its annual meeting of firms on Thursday, July 30, 2015, at 2 p.m. Eastern Time at 1735 K Street, NW, in Washington, D.C. The purpose of the meeting is to elect individuals to fill one small firm seat, one mid-size firm seat and one large firm seat on the FINRA Board of Governors (FINRA Board).

It is important that all firms be represented by proxy or in person at the annual meeting. Firms are urged to vote using one of the methods described below. In order for a mailed proxy to be considered valid, the executive representative of the firm eligible to vote in the election for that category of governorship must sign it.

Firms that are members of FINRA as of the close of business on Monday, June 29, 2015 (the annual meeting record date), will be eligible to vote.

Note: This Notice was mailed and sent electronically to the executive representative of each FINRA member firm. It is also posted on FINRA's website at www.finra.org/notices/election/063015.

Questions regarding this Notice may be directed to:

- ▶ Marcia E. Asquith, Senior Vice President and Corporate Secretary, at (202) 728-8949; or
- ▶ Jennifer Piorko Mitchell, Deputy Corporate Secretary, at (202) 728-8949.

June 30, 2015

Suggested Routing

- ▶ Executive Representatives
- ▶ Senior Management

Large Firm Governor Candidates

FINRA Nominating Committee Nominee

- ▶ John Thiel, Head of Merrill Lynch Wealth Management

Nominees by Petition

- ▶ None

Mid-size Firm Governor Candidates

FINRA Nominating Committee Nominee

- ▶ John Muschalek, Vice Chairman, First Southwest Company

Nominee by Petition

- ▶ Brian Kovack, Esq., President & Co-Founder, Kovack Securities, Inc.

Small Firm Governor Candidates

FINRA Nominating Committee Nominee⁴

- ▶ None

Nominees by Petition

- ▶ Stephen Kohn, President/CEO, Stephen A. Kohn & Associates, Ltd.
- ▶ Joe Romano, President, Romano Wealth Management

Attachment A includes the profiles of the Small Firm Governor candidates; Attachment B, the Mid-size Firm Governor candidates and Attachment C, the Large Firm Governor candidate.

Voting Eligibility

Firms registered with FINRA as of the close of business on Monday, June 29, 2015, are eligible to vote for the nominees running for seats that are in the same size category as their own firm and will receive a proxy card listing only the relevant candidates running for the seats reserved for their firm size.

A proxy was mailed to the executive representative of each eligible small and large firm containing the candidates for its voting class along with a copy of this *Notice*.

June 30, 2015

Attachment B: Profiles of Mid-size Firm Governor Candidates

- ▶ Brian Kovack, Esq., President & Co-Founder, Kovack Securities, Inc.
- ▶ John Muschalek, Vice Chairman, First Southwest Company

BRIAN KOVACK

Brian Kovack is the Co-Founder and President of Kovack Securities, a national full-service independent broker-dealer based in Fort Lauderdale, Florida. In this role, Mr. Kovack oversees the firm's day-to-day operations and serves as a strategic partner to its 400 affiliated independent financial advisors across the country.

Having spent his entire career in the independent financial services industry, Mr. Kovack maintains strong connections with other mid-sized firm executives through his longstanding involvement with the Financial Services Institute (FSI) as well as through his service on several FINRA and NASD committees.

In 2006, Mr. Kovack was elected to serve as the Industry Representative on the NASD Board of Governors and the FINRA Interim Board of Governors. In addition, he recently completed a three-year term on the FINRA District 7 Committee, and served a one-year term on the FINRA Regulatory Advisory Committee in 2013.

From January 2008 until December 2010, Mr. Kovack served as a Board Director for the National Association of Broker Dealers (NABD), a national non-profit organization dedicated to advocating on behalf of the broker-dealer community.

Mr. Kovack received a Bachelor of Science in Finance from the University of Florida, where he played varsity football for Coach Steve Spurrier, earning two Letters and SEC Academic Honor Roll awards. He earned a Master of Accounting and Juris Doctorate (JD) degrees from Nova Southeastern University and has been a member of the Florida Bar and American Bar Association since 2000.

In 2004, Mr. Kovack graduated from the FINRA Institute at Wharton Program at the University of Pennsylvania, where he earned the Certified Regulatory and Compliance Professional (CRCP) designation. He has served as a FINRA Dispute Resolution arbitrator since 2003 and has been a Hearing Officer for FINRA disciplinary hearings. Mr. Kovack maintains the Series 7, 24, 27, 53, 63 and 65 licenses.

Outside of work, he volunteers his time as a Federal Aviation Administration (FAA) licensed commercial helicopter pilot for charitable and disaster relief including prior missions for the Hurricane Katrina disaster relief in New Orleans.