



STATE OF NEW YORK
OFFICE OF THE ATTORNEY GENERAL

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DIVISION OF ECONOMIC JUSTICE
INVESTOR PROTECTION BUREAU

**UPDATED NOTICE OF CORONAVIRUS CONDITIONAL RELIEF AND LIMITED SERVICE CONTINUITY PLAN BY THE INVESTOR PROTECTION BUREAU
END RELIEF DATE AUTOMATICALLY EXTENDED IN ACCORDANCE WITH EXECUTIVE ORDER 202.**

January 13, 2021

The New York State Department of Law publishes this memorandum as a guidance document pursuant to State Administrative Procedure Act § 102(14).

Due to the ongoing disruptions arising from the Coronavirus Disease 2019 (“COVID-19”) outbreak, all registration filers, including those submitting filings through the CRD/IARD system, should expect significant delays in correspondence from the Investor Protection Bureau (“IPB”) of the Department of Law. While most staff in IPB are working remotely and operations will continue, the Department of Law recognizes that the COVID-19 outbreak has also disrupted the operations of market participants and registrants.

As a result, the Department of Law will grant limited, temporary relief from certain filing requirements under the Martin Act, General Business Law (“GBL”) Article 23-A and the Franchise Sales Act, GBL Article 33. In addition, the Department of Law will implement new, electronic filing procedures to allow for the continuity of operations during this disruption. The applicable email addresses are noted below. Notably, this relief does not apply to violations that occurred or began prior to March 1, 2020. Nor does this relief have any impact on the other anti-fraud provisions of the Martin Act, the Franchise Sales Act or IPB’s ongoing enforcement activity. The Department of Law and IPB will continue to consider other steps that can be taken to facilitate electronic filing and payment.

Therefore, IPB hereby grants conditional relief to any and all filing deadlines related to filings submitted or due after March 1, 2020 under sections GBL § 359-e or GBL § 359-eee, GBL §680 *et seq.*, 13 NYCRR 10, 13 NYCRR11, or 13 NYCRR 200 related to registration including CRD and IARD rules, other than real estate related filings.

The relief is as follows:

I. FILING DEADLINE EXTENSION

Any registration renewal, amendment, financial statement or NY-IAQ filing that would have been due between **March 1, 2020 and the Relief End Date (the “Relief Period”)**, is extended for 90 days from the end of the Relief Period. The availability of this relief may be revoked by the Department of Law by posting such revocation to its website. Any party eligible to rely on this relief will be given 90 days from the date of such revocation to make the required filing. This relief does not apply to initial applications to act as a broker, dealer, salesperson, commodity broker-dealer, commodity investment advisor, sommodity salesperson or investment adviser in New York. This relief does not apply to initial investment adviser registration pursuant to 13 NYCRR 11 on or after February 1, 2021. NY-IASW filings are not covered by this relief and must be file electronically by email on or before August 31, 2021. The Department has and will make accommodations so that all filings due may be submitted electronically. Payments not associated with CRD/IARD, EFD or Blue Express systems, are required in paper form until further notice. Virtual notarization will be accepted in lieu of traditional notarization as long as it is permitted by New York Executive Order 202. The Department intends to announce availability of an electronic payment system in the near future.

Unless otherwise stated by the Department of Law through written guidance, the “Relief End Date” shall be commensurate with the end date of the “Continuing Temporary Suspension and Modification of Laws Relating to the Disaster Emergency,” issued by Governor Cuomo and reflected in Executive Order 202. The Relief End Date shall automatically extend to the end date of any further amendment of Executive Order 202.

II. BROKER, DEALER, INVESTMENT ADVISER, FRANCHISE REGISTRATION AND THEATRICAL FILING LIMITED SERVICE CONTINUITY PLAN

A. COPIES OF PAPER FILINGS TO BE SUBMITTED BY EMAIL TO IPB EFFECTIVE MARCH 23, 2020

All filings required to be submitted directly to IPB or the Department of Law: (i) under GBL § 359-e or GBL § 359-eee, 13 NYCRR 10 or 13 NYCRR 11 related to registration, other than real estate related filings, and (ii) under GBL §680 et seq. or 13 NYCRR 200, shall be submitted by email in addition to the required paper and/or CD filings.

Electronic copies may be redacted to include only the last four digits of any person's social security number, or other sensitive personal identification number, if any such number is required in the filing.

These procedures do not apply to FINRA member broker-dealer or investment adviser representative filings submitted through the CRD system, Form ADV submitted through IARD, or filings submitted through Blue Express or EFD. Email procedures related to Form NY- IASW for investment adviser registration applicants (effective 2/1/21) are below.

Each email submission requiring any payment, **shall** also contain:

1. A copy of the front and back of the check to be mailed to the Department of Law, and
2. A signed statement from the applicant (electronic or by hand) stating, in substance, that “I will cause this filing and payment to be mailed to the Department of Law forthwith.”

Each paper filing should also include a print out of the cover email to Department of Law.

B. SPECIFIC PROCEDURES FOR ELECTRONIC COPIES OF CERTAIN FILINGS

1. Brokers, Dealers, Issuers, Salespersons, Commodities

- a. **IPBBD@AG.NY.GOV** – **Form D, Form 99 (IPB), M-1, M-2, M-3, M-4, M-11, CBD, CM-2, CM-3, CM-4, CI-1, CM-ADV, paper form NF and form BD’s** for non- FINRA members. OAG expects to continue to accept electronic form NF filings through Blue Express. All FINRA member filings and payments shall continue to be made through CRD. Form D filings should be filed on www.efdnasaa.com after that date. No “New Filing” Form 99s will be accepted by IPB after February 1, 2021.
- b. **IPBEXNA@AG.NY.GOV** - **Exemption and No Action requests**
NOTE: The Notice of Appearance form must be scanned in a separate PDF from the rest of the application.

2. Investment Adviser, NY-IAQ and Financial Statements, and NY-IASW (eff. 2/1/21)

- a. **IPBIA@AG.NY.GOV** – **New NY-IAQs for each investment adviser representative and financial statements accompanying any new form ADV.** (All form ADVs will continue to be submitted through IARD). All fees due shall continue to be accepted through IARD.
- b. **IPBIALIT@AG.NY.GOV** - **Investment adviser literature** (no paper filing is required for Investment Adviser literature)
- c. **IPBREG@AG.NY.GOV** – **Investment adviser financial statements for currently registered Investment Advisers** pursuant to 13 NYCRR 11.14. Where financial statements are unaudited by an independent public accountant, a certification by management is required attesting to the accuracy of such statements.

- d. IASW@AG.NY.GOV – **Investment adviser special waiver request form pursuant to new rule 13 NYCRR 11.7(b)** Completed forms should be sent to IASW@AG.NY.GOV after submission of Form U4 requesting RA registration in New York on CRD. Virtual notarization will be accepted in lieu of traditional notarization as long as it is permitted by New York Executive Order 202. CRD functionality will be available by February 1, 2021. Now paper filing is required.

3. *Franchise Filings*

- a. IPBFRANCHISE@AG.NY.GOV – **All Franchise registration and exemption filings.**

A franchisor that is registered or has been granted an exemption, but whose registration or exemption is due to expire is granted an extension of that registration or exemption during the Relief Period.

A franchisor that is filing an initial franchise registration application may not offer or sell franchises until the Department of Law reviews the application and notifies the franchisor in writing that its Franchise Disclosure Document has been accepted. A franchisor that files its franchise registration renewal or amendment during the Relief Period may continue to offer and sell franchises so long it complies with 13 NYCRR 203(i)(3). A franchisor that does not file its franchise registration renewal or an amendment during the Relief Period may continue to offer franchises during the Relief Period, but not sell, until the IPB reviews the application and notifies the franchisor in writing that its Franchise Disclosure Document has been accepted.

This Limited Service Continuity Plan does not affect any private right of action a franchisee or prospective franchisee may have.

4. *Theatrical Filings*

- a. IPBTHEATRICALS@AG.NY.GOV – **All theatrical filings.**

Issuers of Theatrical filings that also qualify a Federal Regulation D Covered Securities may file via EFD but will have to pay the full registration fee and fees for use of that system.

NOTE: PROCESSING OF PAPER FILINGS NOT ALSO SUBMITTED VIA EMAIL PER THESE PROCEDURES MAY NOT BE PROCESSED UNTIL NORMAL WORKING CONDITIONS RESUME.