



## IAPD Report

# JOHN FRANCIS RUTLEDGE JR

CRD# 2395715

<b><u>Section Title</u></b>	<b><u>Page(s)</u></b>
Report Summary	1
Qualifications	2 - 3
Registration and Employment History	4
Disclosure Information	5



When communicating online or investing with any professional, make sure you know who you're dealing with. [Imposters](#) might link to sites like BrokerCheck from [phishing](#) or similar scam websites, or through [social media](#), trying to steal your personal information or your money.

Please contact FINRA with any concerns.



## IAPD Information About Representatives

IAPD offers information on all current-and many former representatives. Investors are strongly encouraged to use IAPD to check the background of representatives before deciding to conduct, or continue to conduct, business with them.

### What is included in a IAPD report?

IAPD reports for individual representatives include information such as employment history, professional qualifications, disciplinary actions, criminal convictions, civil judgments and arbitration awards.

It is important to note that the information contained in an IAPD report may include pending actions or allegations that may be contested, unresolved or unproven. In the end, these actions or allegations may be resolved in favor of the representative, or concluded through a negotiated settlement with no admission or finding of wrongdoing.

### Where did this information come from?

The information contained in IAPD comes from the Investment Adviser Registration Depository (IARD) and FINRA's Central Registration Depository, or CRD, (see more on CRD below) and is a combination of:

- information the states require representatives and firms to submit as part of the registration and licensing process, and
- information that state regulators report regarding disciplinary actions or allegations against representatives.

### How current is this information?

Generally, representatives are required to update their professional and disciplinary information in IARD within 30 days.

### Need help interpreting this report?

For help understanding how to read this report, please consult NASAA's IAPD Tips page <http://www.nasaa.org/IAPD/IARReports.cfm>

### What if I want to check the background of an Individual Broker or Brokerage Firm?

To check the background of an Individual Broker or Brokerage firm, you can search for the firm or individual in IAPD. If your search is successful, click on the link provided to view the available licensing and registration information in FINRA's BrokerCheck website.

### Are there other resources I can use to check the background of investment professionals?

It is recommended that you learn as much as possible about an individual representative or Investment Adviser firm before deciding to work with them. Your state securities regulator can help you research individuals and certain firms doing business in your state. The contact information for state securities regulators can be found on the website of the North American Securities Administrators Association <http://www.nasaa.org>



## Report Summary

### JOHN FRANCIS RUTLEDGE JR (CRD# 2395715)

The report summary provides an overview of the representative's professional background and conduct. The information contained in this report has been provided by the representative, investment adviser and/or securities firms, and/or securities regulators as part of the states' investment adviser registration and licensing process. The information contained in this report was last updated by the representative, a previous employing firm, or a securities regulator on **06/07/2023**.

### CURRENT EMPLOYERS

	Firm	CRD#	Registered Since
<b>IA</b>	PHOUNDATIONAL LLC	CRD# 324552	05/04/2023

### QUALIFICATIONS

This representative is currently registered in **0** SRO(s) and **1** jurisdiction(s).

Is this representative currently Inactive or Suspended with any regulator? **No**

**Note:** Not all jurisdictions require IAR registration or may have an exemption from registration. Additional information including this individual's qualification examinations and professional designations is available in the Detailed Report.

### REGISTRATION HISTORY

This representative was previously registered with the following firm(s):

	FIRM	CRD#	LOCATION	REGISTRATION DATES
<b>IA</b>	CLEARBRIDGE ADVISORS, LLC	137028	NEW YORK, NY	12/15/2005 - 07/03/2007
<b>B</b>	LEGG MASON INVESTOR SERVICES, LLC	109064	SAN FRANCISCO, CA	12/01/2005 - 07/03/2007
<b>IA</b>	CITIGROUP GLOBAL MARKETS INC.	7059	SAN FRANCISCO, CA	01/17/2001 - 12/21/2005

For additional registration and employment history details as reported by the individual, refer to the Registration and Employment History section of the Detailed Report.

### DISCLOSURE INFORMATION

Disclosure events include certain criminal charges and convictions, formal investigations and disciplinary actions initiated by regulators, customer disputes and arbitrations, and financial disclosures such as bankruptcies and unpaid judgments or liens.

Are there events disclosed about this representative? **Yes**

The following types of events are disclosed about this representative:

Type	Count
Regulatory Event	1



## Qualifications

### REGISTRATIONS

This section provides the SRO, states and U.S. territories in which the representative is currently registered and licensed, the category of each registration, and the date on which the registration becomes effective. This section also provides, for each firm with which the representative is currently employed, the address of each location where the representative works. This individual is currently registered with **1** jurisdiction(s) and **0** SRO(s) through his or her employer(s).

#### Employment 1 of 1

Firm Name: **PHOUNDATIONAL LLC**  
Main Address: NICASIO, CA  
Firm ID#: 324552

Regulator	Registration	Status	Date
<b>IA</b> California	Investment Adviser Representative	Approved	05/04/2023

#### Branch Office Locations

**PHOUNDATIONAL LLC**  
NICASIO, CA



## Qualifications

### PASSED INDUSTRY EXAMS

This section includes all industry exams that the representative has passed. Under limited circumstances, a representative may attain registration after receiving an exam waiver based on a combination of exams the representative has passed and qualifying work experience. Likewise a new exam requirement may be grandfathered based on a representative's specific qualifying work experience. Exam waivers and grandfathering are not included below.

**This individual has passed 0 principal/supervisory exams, 2 general industry/product exams, and 2 state securities law exams.**

#### Principal/Supervisory Exams

Exam	Category	Date
------	----------	------

No information reported.

#### General Industry/Product Exams

Exam	Category	Date
------	----------	------

<b>B</b> General Securities Representative Examination (S7)	Series 7	09/03/1997
<b>B</b> Investment Company Products/Variable Contracts Representative Examination (S6)	Series 6	11/08/1993

#### State Securities Law Exams

Exam	Category	Date
------	----------	------

<b>IA</b> Uniform Investment Adviser Law Examination (S65)	Series 65	11/29/2000
<b>B</b> Uniform Securities Agent State Law Examination (S63)	Series 63	10/01/1993

### PROFESSIONAL DESIGNATIONS

This section details that the representative has reported **2** professional designation(s).

Certified Financial Planner

Chartered Financial Analyst

This representative holds or did hold **2** professional designation(s) that may have been used to qualify as an Investment Advisor representative. Please check with the appropriate designation authority for verification that the designation is still in effect. The contact information for these professional designation authorities can be found on the website for the North American Securities Administrators Association at <http://www.nasaa.org>



## Registration & Employment History

### PREVIOUSLY REGISTERED WITH THE FOLLOWING FIRMS

This representative held registrations with the following firms:

	Registration Dates	Firm Name	ID#	Branch Location
IA	12/15/2005 - 07/03/2007	CLEARBRIDGE ADVISORS, LLC	CRD# 137028	NEW YORK, NY
B	12/01/2005 - 07/03/2007	LEGG MASON INVESTOR SERVICES, LLC	CRD# 109064	SAN FRANCISCO, CA
IA	01/17/2001 - 12/21/2005	CITIGROUP GLOBAL MARKETS INC.	CRD# 7059	SAN FRANCISCO, CA
B	09/01/1998 - 12/01/2005	CITIGROUP GLOBAL MARKETS INC.	CRD# 7059	NEW YORK, NY
B	10/23/1996 - 09/01/1998	SALOMON BROTHERS INC.	CRD# 740	NEW YORK, NY
B	11/09/1993 - 08/08/1996	SCUDDER INVESTOR SERVICES, INC.	CRD# 754	NEW YORK, NY

### EMPLOYMENT HISTORY

Below is the representative's employment history for up to the last 10 years.

Employment Dates	Employer Name	Position	Investment Related	Employer Location
07/2019 - Present	Phoundational LLC	Founder	Y	Nicasio, CA, United States
04/2018 - 06/2019	Unemployed	Supervisor	N	Nicasio, CA, United States
08/2007 - 03/2018	Fairview Capital Investment Management	Partner, Portfolio Manager	Y	Greenbrae, CA, United States

### OTHER BUSINESS ACTIVITIES

This section includes information, if any, as provided by the representative regarding other business activities the representative is currently engaged in either as a proprietor, partner, officer, director, employee, trustee, agent, or otherwise. This section does not include non-investment related activity that is exclusively charitable, civic, religious, or fraternal and is recognized as tax exempt.

No information reported.



## Disclosure Summary

### Disclosure Information

#### What you should know about reported disclosure events:

##### (1) Certain thresholds must be met before an event is reported to IARD, for example:

- A law enforcement agency must file formal charges before an Investment Adviser Representative is required to report a particular criminal event.;
- A customer dispute must involve allegations that an Investment Adviser Representative engaged in activity that violates certain rules or conduct governing the industry and that the activity resulted in damages of at least \$5,000.

##### (2) Disclosure events in IAPD reports come from different sources:

As mentioned in the "About IAPD" section on page 1 of this report, information contained in IAPD comes from Investment Adviser Representatives, firms and regulators. When more than one of these sources reports information for the same disclosure event, all versions of the event will appear in the IAPD report. The different versions will be separated by a solid line with the reporting source labeled.

##### (3) There are different statuses and dispositions for disclosure events:

- A disclosure event may have a status of *pending*, *on appeal*, or *final*.
  - A "pending" disclosure event involves allegations that have not been proven or formally adjudicated.
  - A disclosure event that is "on appeal" involves allegations that have been adjudicated but are currently being appealed.
  - A "final" disclosure event has been concluded and its resolution is not subject to change.
- A final disclosure event generally has a disposition of *adjudicated*, *settled* or *otherwise resolved*.
  - An "adjudicated" matter includes a disposition by (1) a court of law in a criminal or civil matter, or (2) an administrative panel in an action brought by a regulator that is contested by the party charged with some alleged wrongdoing.
  - A "settled" matter generally represents a disposition wherein the parties involved in a dispute reach an agreement to resolve the matter. Please note that Investment Adviser Representatives and firms may choose to settle customer disputes or regulatory matters for business or other reasons.
  - A "resolved" matter usually includes a disposition wherein no payment is made to the customer or there is no finding of wrongdoing on the part of the Investment Adviser Representative. Such matters generally involve customer disputes.

##### (4) You may wish to contact the Investment Adviser Representatives to obtain further information regarding any of the disclosure events contained in this IAPD report.



## DISCLOSURE EVENT DETAILS

When evaluating this information, please keep in mind that some items may involve pending actions or allegations that may be contested and have not been resolved or proven. The event may, in the end, be withdrawn, dismissed, resolved in favor of the Investment Adviser Representative, or concluded through a negotiated settlement with no admission or finding of wrongdoing.

This report provides the information exactly as it was reported to the Investment Adviser Registration Depository. Some of the specific data fields contained in the report may be blank if the information was not provided.

The following types of events are disclosed about this representative:

Type	Count
Regulatory Event	1

### Regulatory Event

This disclosure event may include a final, formal proceeding initiated by a regulatory authority (e.g., a state securities agency, a federal regulator such as the Securities and Exchange Commission or the Commodities Futures Trading Commission, or a foreign financial regulatory body) for a violation of investment-related rules or regulations. This disclosure event may also include a revocation or suspension of an Investment Adviser Representative's authority to act as an attorney, accountant or federal contractor.

#### Disclosure 1 of 1

<b>Reporting Source:</b>	Regulator
<b>Regulatory Action Initiated By:</b>	California
<b>Sanction(s) Sought:</b>	Other: DESIST AND REFRAIN ORDER
<b>Date Initiated:</b>	04/20/2023
<b>Docket/Case Number:</b>	N/A
<b>URL for Regulatory Action:</b>	<a href="https://dfpi.ca.gov/enf-p/phoundational-llc/">https://dfpi.ca.gov/enf-p/phoundational-llc/</a>
<b>Employing firm when activity occurred which led to the regulatory action:</b>	PHOUNDATIONAL LLC
<b>Product Type:</b>	No Product
<b>Allegations:</b>	PHOUNDATIONAL LLC AND JOHN FRANCIS RUTLEDGE, JR., VIOLATED SECTION 25230 OF THE CORPORATIONS CODE BY ENGAGING IN THE INVESTMENT ADVISORY BUSINESS WITHOUT BEING LICENSED OR EXEMPT UNDER THE CSL BETWEEN 2020 TO 2023.
<b>Current Status:</b>	Final
<b>Resolution:</b>	Consent
<b>Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct?</b>	No
<b>Resolution Date:</b>	05/02/2023



**Sanctions Ordered:** Monetary Penalty other than Fines

**Monetary Sanction 1 of 1**

**Monetary Related Sanction:** Monetary Penalty other than Fines

**Total Amount:** \$15,374.00

**Portion Levied against individual:** \$15,374.00

**Payment Plan:** DUE WITHIN SIX MONTHS OF THE EFFECTIVE DATE OF THE CONSENT ORDER

**Is Payment Plan Current:** Yes

**Date Paid by individual:**

**Was any portion of penalty waived?** No

**Amount Waived:**

**Regulator Statement** PHOUNDATIONAL AND RUTLEDGE ENTERED INTO CONSENT ORDER, AGREEING TO DESIST AND REFRAIN FROM FURTHER ENGAGING IN THE INVESTMENT ADVISORY BUSINESS WITHOUT BEING LICENSED. PHOUNDATIONAL AND RUTLEDGE ARE ORDERED TO PAY \$14,999 IN PENALTIES AND \$375 IN PAST DUE LICENSING FEES TO THE COMMISSIONER WITHIN SIX MONTHS OF THE EFFECTIVE DATE OF THE CONSENT ORDER.

---

**Reporting Source:** Individual

**Regulatory Action Initiated By:** California Department of Financial Protection and Innovation (DFPI)

**Sanction(s) Sought:** Civil and Administrative Penalty(ies)/Fine(s)  
Other: Consent Order

**Date Initiated:** 01/24/2023

**Docket/Case Number:** 0

**Employing firm when activity occurred which led to the regulatory action:** Phoundational LLC

**Product Type:** No Product

**Allegations:** Rutledge, as sole principal of Phoundational, provided investment advisory services in the form of financial planning services from February 2020 to January 2023. During this time, neither Rutledge nor Phoundational held a valid investment adviser license. Phoundational and Rutledge self-reported this matter. Rutledge's Chartered Financial Analyst® designation exempts him from passing a Series 65 or a combination of Series 7 and Series 66 examinations, in accordance with California Code Of Regulation, Title 10, Section 260.236.

**Current Status:** Final

**Resolution:** Consent



<b>Does the order constitute a final order based on violations of any laws or regulations that prohibit fraudulent, manipulative, or deceptive conduct?</b>	No
<b>Resolution Date:</b>	05/02/2023
<b>Sanctions Ordered:</b>	Civil and Administrative Penalty(ies)/Fine(s) Other: * Payment of past due licensing fees (\$375). * Cease and refrain from further unlicensed activity.
<b>Monetary Sanction 1 of 1</b>	
<b>Monetary Related Sanction:</b>	Civil and Administrative Penalty(ies)/Fine(s)
<b>Total Amount:</b>	\$14,999.00
<b>Portion Levied against individual:</b>	\$0.00
<b>Payment Plan:</b>	Payment is due within six months of the Consent Order dated May 2, 2023.
<b>Is Payment Plan Current:</b>	Yes
<b>Date Paid by individual:</b>	
<b>Was any portion of penalty waived?</b>	No
<b>Amount Waived:</b>	
<b>Broker Statement</b>	Phoundational had believed that registration was unnecessary due to Rutledge's Chartered Financial Analyst® designation that exempts holders from registration examinations. Upon discovery of this error, Phoundational reported this matter voluntarily. Phoundational fully cooperated with the California DFPI during this situation. Resolution was settled as described previously.



## End of Report

This page is intentionally left blank.