



**BEFORE THE COMMISSIONER OF COMMERCE AND INSURANCE
FOR THE STATE OF TENNESSEE**

TENNESSEE SECURITIES DIVISION,

Petitioner,

v.

**LATTICE WEALTH ADVISORS, LLC
and KEVIN LAMAN**

Respondents.

Matter No.: 24-01055

CONSENT ORDER

The Securities Division of the Tennessee Department of Commerce and Insurance ("Division") and Lattice Wealth Advisors, LLC ("Lattice Wealth") and Kevin Laman ("Laman") and together "Respondents" agree to the entry and execution of this Consent Order in accordance with Tennessee Code Annotated ("Tenn. Code Ann.") § 48-1-116 of the Tennessee Securities Act of 1980 ("Act") as amended and Tenn. Code Ann. § 48-1-101 to 48-1-201, subject to the approval of the Commissioner of the Tennessee Department of Commerce and Insurance ("Commissioner").

PARTIES

1. Lattice Wealth Advisors is an investment adviser firm registered with the Division since 2019 and is assigned Central Registration Depository ("CRD") number 301132 with the Financial Industry Regulatory Authority ("FINRA").

2. Laman is the owner and chief compliance officer of Lattice Wealth Advisors, LLC and is assigned CRD number 5170111 with FINRA.

3. The Division is the lawful agent through which the Commissioner discharges the administration of the Act pursuant to Tenn. Code Ann. § 48-1-115.

GENERAL STIPULATIONS

4. It is expressly understood that this Consent Order is subject to the Commissioner's acceptance and has no force and effect until such acceptance is evidenced by the entry and execution of the Commissioner.

5. It is expressly understood that this Consent Order is in the public interest, necessary for the protection of investors, and consistent with the purposes fairly intended by the policy and provisions of the Act.

6. This Consent Order is executed by the Commissioner, the Division, and the Respondents to avoid further administrative action with respect to this cause. Should this Consent Order not be accepted by the Commissioner, it is agreed that presentation to and consideration of this Consent Order by the Commissioner shall not unfairly or illegally prejudice the Commissioner from further participation or resolution of these proceedings.

7. The Respondents fully understand that this Consent Order will in no way preclude additional proceedings by the Commissioner against the Respondents for acts and/or omissions not specifically addressed in this Consent Order nor for facts and/or omissions that do not arise from the facts or transactions herein.

8. The Respondents fully understand that this Consent Order will in no way preclude proceedings by state government representatives, other than the Commissioner, for acts or omissions addressed specifically in this Consent Order, violations of law under statutes, rules, or

regulations of the State of Tennessee that arise out of the facts, acts, or omissions contained in this Consent Order, or acts or omissions addressed specifically herein that result from the execution of this Consent Order.

9. The Respondents waive all further procedural steps and waive all rights to seek judicial review of, or otherwise challenge the validity of this Consent Order, the stipulations and imposition of discipline contained herein, or the consideration and entry and execution of this Consent Order by the Commissioner.

10. This Consent Order is submitted on the condition that, if accepted, the Commissioner will not bring any future actions against the Respondents alleging violations based on the same factual findings described herein.

FINDINGS OF FACT

11. On or about May 3, 2023, the Division opened an examination into Lattice Wealth.

12. The examination revealed that Lattice Wealth had previously been examined in 2020, during which violations were noted and resolved as part of a Consent Order entered into on October 23, 2021.

13. During the examination, the Division discovered that Lattice Wealth failed to timely amend its Form ADV disclosures to reflect its 2021 Consent Order.

14. Lattice Wealth did not maintain annual delivery documentation of its brochure to five (5) clients in 2021.

15. Lattice Wealth cooperated fully with the Division during the examination.

16. Respondents subsequently took action to cure these violations and provided documentation to the Division indicating such.

CONCLUSIONS OF LAW

17. Pursuant to Tenn. Code Ann. § 48-1-115(a), the responsibility for the administration of the Act is vested in the Commissioner. The Division is the lawful agent through which the Commissioner discharges this responsibility pursuant to Tenn. Code Ann. § 48-1-115(b).

18. Tenn. Code Ann. § 48-1-116 provides that the Commissioner may make, promulgate, amend, and rescind such orders as are necessary to carry out the provisions of the Act upon a finding that such order is in the public interest, necessary for the protection of investors, and consistent with the purposes fairly intended by the policy and provisions of the Act.

19. Tenn. Comp. R. & Regs. 0780-04-03-.02(4)(d) provides, in part, that: except as otherwise provided in the Act, all material changes in the information included in an investment adviser's most recent application for registration shall be set forth in an amendment to Form ADV, pursuant to the updating instructions on Form ADV, and filed promptly through the IARD or directly with the Division, whichever is appropriate.

20. Tenn. Comp. R. & Regs. 0780-04-03-.08(1)(b) provides, in part, that: a legal or disciplinary event that is material to an evaluation of the adviser's integrity or ability to meet contractual commitments to clients.

21. Tenn. Comp. R. & Regs. 0780-04-03-.08(3) provides, in part, that: The information required to be disclosed by paragraph (1) of this Rule shall be disclosed to clients promptly, and to prospective clients not less than forty-eight (48) hours prior to entering into any written or oral investment advisory contract, or no later than the time of entering into such contract if the client has the right to terminate the contract without penalty within five (5) business days after entering into the contract.

22. Tenn. Comp. R. & Regs. 0780-04-03-.02(6)(c)20 provides, in part, that: failing to establish, maintain, and enforce written policies and procedures reasonably designed, taking into consideration the nature of such investment adviser's business, to prevent the misuse in violation of the Investment Advisers Act or the 1934 Act, or the rules or regulations promulgated thereunder, of material, non-public information by such investment adviser or any person associated with such investment adviser.

23. Tenn. Comp. R. & Regs. 0780-04-03-.10(3)(a) provides, in part, that: An investment adviser, except as provided in subparagraph (3)(b) of this Rule, annually shall, without charge, deliver or offer in writing to deliver upon written request to each of its advisory clients the statement required by this Rule.

24. The Findings of Fact detailed above demonstrate that Respondents failed to file an amended FORM ADV regarding material changes in a timely manner pursuant to Tenn. Comp. R. & Regs. 0780-04-03-.02(4)(d), Tenn. Comp. R. & Regs. 0780-04-03-.08(1)(b), Tenn. Comp. R. & Regs. 0780-04-03-.08(3), and Tenn. Comp. R. & Regs. 0780-04-03-.02(6)(c)20 by not filing an amendment to the Form ADV disclosures to disclose the Respondents' 2021 Agreed Order with the Division and new phone numbers.

25. The Respondents' violations constitute grounds for the assessment of civil penalties pursuant Tenn. Code Ann. § 48-1-112.

26. The Commissioner finds the following relief appropriate, in the public interest, and necessary for the protection of investors.

ORDER

NOW, THEREFORE, based on the foregoing, including the Respondents' waiver of the right to a hearing and appeal under the Act and the Tennessee Uniform Administrative Procedures

Act, Tenn. Code Ann. §§ 4-5-101 *et seq.*, and the Respondents' admission to the jurisdiction of the Commissioner, the Commissioner finds that the Respondents agree to the entry and execution of this Consent Order to settle this matter as evidenced by the Respondents' signature.

IT IS ORDERED, pursuant to Tenn. Code Ann. § 48-1-116(a), of the Law, that:

1. The Respondents shall **COMPLY** with the Act, as amended, and all rules promulgated thereunder; and

2. The Respondents **PAY A CIVIL PENALTY** to the State of Tennessee, three thousand five hundred dollars (\$3,500), each of which shall be held jointly and severally liable for such, pursuant to the following payment terms:

The payment of such civil penalty shall be made by check payable to the Tennessee Department of Commerce and Insurance within thirty (30) days of the execution of this Consent Order by the Commissioner. Page one (1) of this Consent Order must accompany the payment for reference. Payment shall be mailed to the attention of:

State of Tennessee
Department of Commerce and Insurance
Attn: Catherine Tabor
500 James Robertson Parkway
Davy Crockett Tower
Nashville, Tennessee 37243

3. **GRACE PERIOD** – Payment shall be made in a timely manner if postmarked within five (5) business days of the date payment is due.

4. **ACCELERATION** – Respondents hereby agree that failure to remit any payment more than sixty (60) calendar days following the due date of said payment as indicated in the above-scheduled payments shall constitute default. Upon default, the entire outstanding civil penalty shall be due and payable immediately.

5. **DELINQUENCY** – Respondents hereby agree that failure to make any payment according to this Consent Order shall result in the immediate suspension of Respondents' registrations with the Division.

6. Respondent Laman shall **COMPLETE** twelve (12) hours of investment adviser continuing education within ninety (90) days of the execution and entry of this consent order. Such hours shall be in addition to the annual requirement of twelve (12) hours of continuing education as set forth in Tenn. Comp. R. & Regs. 0780-04-03-.17. The additional twelve (12) hours of investment adviser continuing education must be from providers approved by the North American Securities Administrators Association ("NASAA"). The additional twelve (12) hours of investment adviser continuing education must be in the following areas:

Ethics/Fiduciary Duty/Best Interest	Three (3) hours
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Books and Records/ Products and Practices	Nine (9) hours
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Proof of completion shall be submitted to the Division's Director of Registration, April Odom, by sending such via email to April.X.Odom@tn.gov no later than ninety (90) days following entry and execution of this Consent Order by the Commissioner.

7. **MODIFICATION** – The Division and Respondent hereby agree that modifications to this Consent Order regarding any term may only be made in writing and signed.

8. The Respondents' failure to comply with the terms of this Order, including the manner and method of payment of the civil penalty described above, shall result in further administrative disciplinary actions, which may include the assessment of additional civil penalties.

9. This Consent Order represents the complete and final resolution of and discharge of all administrative and civil claims, demands, actions, and causes of action by the Commissioner against the Respondents for violations of the Act with respect to the transactions involved in above-

referenced facts. However, excluded from and not covered by this paragraph, are any claims by the Division arising from or relating to the enforcement of the Consent Order provisions contained herein.

10. This Consent Order is in the public interest and the best interests of the Parties. It represents a settlement of the controversy between the Parties and is for settlement purposes only. By the signatures affixed below, or in two (2) or more counterparts, the Respondents affirmatively state the following: the Respondents freely agree to the entry and execution of the Consent Order; the Respondents waive the right to a hearing on, or a review of, the matters, the Findings of Fact, and the Conclusions of Law underlying this Consent Order or the enforcement of this Consent Order; and the Respondents encountered no threats or promises of any kind by the Commissioner, the Division, or any agent or representative thereof.

11. By signing this Consent Order, the Commissioner, the Division, and the Respondents affirmatively state their agreement to be bound by the terms of this Consent Order and aver that no promises or offers relating to the circumstances described herein, other than the terms of settlement as set forth in this Consent Order, are binding upon them.

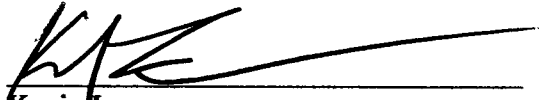
12. This Consent Order may be executed in two or more counterparts, each of which shall be deemed an original but all of which together shall constitute one and the same document. The facsimile, email, or other electronically delivered signatures of the parties shall be deemed to constitute original signatures, and facsimile or other electronic copies shall be deemed to constitute duplicate originals.


ENTERED AND EXECUTED August 22, 2025.

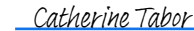

Carter Lawrence (Aug 22, 2025 15:24:28 CDT)

Carter Lawrence, Commissioner
Department of Commerce and Insurance

APPROVED FOR ENTRY AND EXECUTION:


Kevin Laman
Individually and on behalf of:
Lattice Wealth Advisors, LLC.


Elizabeth Bowling
Assistant Commissioner for Securities
Department of Commerce and Insurance


Catherine Tabor, BPR #038467
Associate General Counsel
Department of Commerce and Insurance