OFFICE OF THE MISSISSIPPI SECRETARY OF STATE
CHARITIES DIVISION

IN THE MATTER OF :	)	
	)	
NDF National Defense Foundation, Inc.	)	**Administrative Proceeding**
Post Office Box 427	)	**Number: LC-16-1763**
Alexandria, Virginia 22313	)	
	)	
Respondent	)	

CEASE AND DESIST ORDER AND
NOTICE OF INTENT TO REVOKE REGISTRATION

The SECRETARY OF STATE OF MISSISSIPPI, by and through the undersigned designated representative, hereby issues this Cease and Desist Order and Notice of Intent to Revoke Registration against NDF National Defense Foundation, Inc. In support hereof, he states the following:

I. JURISDICTION

The Secretary of State is vested with the regulation of charitable organizations that solicit donations in the State of Mississippi pursuant to Miss. Code Ann. § 79-11-501, *et seq*. NDF National Defense Foundation, Inc. (hereinafter "Charity" or "NDF") is a charitable organization as defined by Miss. Code Ann. § 79-11-501(a)(i) ("Act"), to-wit:

> (B) Any person actually or purporting to be established for any voluntary health and welfare, benevolent, philanthropic, patriotic, educational, humane, scientific, public health, environmental conservation, civic, or other eleemosynary purpose or for the benefit of law enforcement personnel, fire fighters, or other public safety organizations, or any person employing in any manner a charitable appeal as the basis of any solicitation or an appeal that suggests that there is a charitable purpose to any solicitation and includes each local, county or area division within this state of such charitable organization, provided such local, county or area division has authority and discretion to disburse funds or property otherwise than by transfer to any parent organization.

NDF is a charitable organization as defined by the Act and is subject to the Secretary of State's regulatory authority. Therefore, the Secretary of State finds that he has jurisdiction over the subject matter and the parties herein.

II. FINDINGS OF FACT

1. On September 24, 2014, the Charities Division of the Secretary of State's Office ("Division") sent the Charity a renewal registration notice informing it of the requirement to submit the annual renewal registration on or before November 30, 2014, its renewal date. The renewal notice was sent to the Charity via electronic mail.

2. Since the Charity failed to submit its renewal registration by November 30, 2014, its registration expired. As a courtesy thereafter, the Division sent the Charity a "termination letter" on December 30, 2014. The termination letter indicated that NDF had failed to renew its registration and that a renewal registration was required if the Charity wanted to continue to solicit contributions in Mississippi; the termination letter further stated that if the Charity wanted to cease solicitations in Mississippi, a Final Report would be required to terminate the registration. NDF failed to respond to the termination letter, submit a renewal registration, or file a Final Report. The Division sent additional termination letters via electronic mail on March 2, 2015 and October 26, 2015, giving the Charity ample opportunity to comply with state law.

3. When the Charity failed to respond to the termination letters, the Division sent expiration letters on January 29, 2015; March 2, 2015; and April 2, 2015. The expiration letters stated that NDF had failed to renew its registration or file a Final Report as required and that solicitations made without a proper registration were in violation of the Act and subject to an administrative penalty up to a maximum of Twenty-five Thousand Dollars ($25,000.00) per violation.

4. To date, the Division has not received the Charity's renewal registration or Final Report.

III. APPLICABLE LAW

5. Pursuant to Miss. Code Ann. § 79-11-503(1), every charitable organization which solicits or intends to solicit contributions shall be registered with the Secretary of State prior to any solicitation.

6. Miss. Code Ann. § 79-11-503(6) further states that in no event shall a registered charitable organization continue to solicit contributions in or from this state after the date such organization should have filed, but failed to file, a renewal and the financial report in accordance with the requirements of §§ 79-11-501 through 79-11-529.

7. Miss. Code Ann. § 79-11-503(8) also states that any registered charitable organization which for any reason opts not to renew its registration must, upon the expiration of its registration, provide to the Secretary of State a final report.

8. Miss. Code Ann. § 79-11-509(1)(e) states that the Secretary of State shall deny, suspend, or revoke a registration or exemption if the applicant or registrant has violated or failed to comply with any provisions of the chapter or any rule or order thereunder.

9. Miss. Code Ann. § 79-11-509(2) also states that the Secretary of State shall notify the applicant or licensee of his intent to deny, suspend, or revoke a license and shall inform the Charity of the right to request an administrative hearing within thirty (30) days of receipt of the notification.

10. Miss. Code Ann. § 79-11-509(4) provides that whenever it appears to the Secretary of State that any person has engaged in or is about to engage in any act or practice constituting a violation of any provision of the Act or any rule or order thereunder, he may, in his

discretion, seek one or more of the following remedies in addition to other remedies authorized by law:

(a) Issue a cease and desist order, with or without a prior hearing against the person or persons engaged in the prohibited activities, directing them to cease and desist from further illegal activity;

(b) Administratively dissolve the charitable organization; or

(c) Issue an order imposing an administrative penalty up to a maximum of Twenty-five Thousand Dollars ($25,000.00) for each offense, each violation to be considered as a separate offense in a single proceeding or a series of related proceedings;

IV. CONCLUSIONS OF LAW

11. According to Miss. Code Ann. § 79-11-503(1) and (6), every charitable organization which solicits or intends to solicit contributions shall file with the Secretary of State a registration statement and pay a filing fee of Fifty Dollars ($50.00). In no event shall a registered charitable organization continue to solicit contributions in or from this state after the date such organization should have filed, but failed to file, a renewal and the financial report in accordance with the requirements of §§ 79-11-501 through 79-11-529. NDF failed to file a renewal registration and the financial report with the Division after its registration expired and is, therefore, in violation of these provisions.

12. NDF had only two options: either renew its registration in Mississippi or terminate it. Pursuant to Miss. Code Ann. § 79-11-503(8), if a registered charitable organization, for any reason, opts not to renew its registration, it must, upon the expiration of its registration, provide to the Secretary of State a final report. The Charity failed to file a final report with the Division after its registration expired and is, therefore, in violation of this provision.

V. CEASE AND DESIST

As provided in Miss. Code Ann. § 79-11-509(4), the Secretary of State hereby orders NDF National Defense Foundation, Inc. to immediately **CEASE AND DESIST** soliciting charitable contributions in and from the State of Mississippi as defined by Miss. Code Ann. § 79-11-501. This order shall remain in effect until further order of the Secretary of State.

VI. NOTICE OF INTENT TO REVOKE REGISTRATION

Pursuant to Miss. Code Ann. § 79-11-509(1)(e), the Secretary of State shall deny, suspend, or revoke a registration of a registrant that has violated or failed to comply with any provision of the chapter or rule thereunder. The Secretary of State hereby revokes the registration of NDF.

VII. RIGHT TO ADMINISTRATIVE HEARING

An administrative hearing may be requested in this matter. Any such request shall be made, in writing, to Jessica Leigh Long, Senior Attorney, Charities Division, Post Office Box 136, Jackson, Mississippi 39205, within thirty (30) days from the date of receipt of this Order. If an administrative hearing is requested, written notice of the date, time, and place will be given to all parties by certified mail, return receipt requested. Said notice will also designate a Hearing Officer. In the event a written request for a hearing is not received within the thirty (30) day period of time, the revocation shall become effective.

VIII. PUBLIC INTEREST

The actions taken and proposed to be taken herein by the Secretary of State are in the public interest and are consistent with the purposes set out in Miss. Code. Ann. § 79-11-501, *et seq.*

IX. RIGHT TO AMEND

The Secretary of State hereby reserves the right to amend this Cease and Desist Order and Notice of Intent to Revoke Registration.

SO ISSUED, this the 8th day of April 2016.

C. DELBERT HOSEMANN, Jr.
Secretary of State
State of Mississippi

BY: _____
JESSICA LEIGH LONG
Senior Attorney
Charities Division

CERTIFICATE OF SERVICE

I, Jessica Leigh Long, do hereby certify that I have this day, mailed a true and correct copy, via certified mail, return receipt requested, of the Cease and Desist Order and Notice of Intent to Revoke Registration to the following:

NDF National Defense Foundation, Inc.
P.O. Box 427
Alexandria, VA 22313

NDF National Defense Foundation, Inc.
Attention: Mr. Richard C. Schneider
2014 Stateroom Drive
Stafford, VA 22554

NDF National Defense Foundation, Inc.
Attention: Mr. Matthew Dailey
5009 Eastchester Circle
Alexandria, VA 22310

NDF National Defense Foundation, Inc.
Attention: Mr. Tom Ryan
4422 15th Street
Washington, DC 20011

This the 8th day of April 2016.

JESSICA LEIGH LONG
Senior Attorney
Charities Division
Mississippi Secretary of State's Office

Jessica Leigh Long, MSB# 103316
Mississippi Secretary of State's Office
Post Office Box 136
Jackson, Mississippi 39205
(601) 359-6366