

ORDER SUMMARY – Case Number: C-18-2500

Name(s): Millennium Financial Group, First Millennium Bank, LLC,
Brandon Salle

Order Number: C-18-2500-19-CO01

Effective Date: 5/3/19

License Number: Millennium Financial Group: NMLS No. 1538764
Brandon Salle: NMLS No. 1538783

Or NMLS Identifier [U/L]

License Effect: Prohibition ban

Not Apply Until: Permanent

Not Eligible Until:

Prohibition/Ban Until: Permanent

Investigation Costs	\$1370.40	Stayed until 5/3/2021	Paid <input type="checkbox"/> Y <input checked="" type="checkbox"/> N	Date
Fine	\$1000.00	Stayed until 5/3/2021	Paid <input type="checkbox"/> Y <input checked="" type="checkbox"/> N	Date
Assessment(s)	\$	Due	Paid <input type="checkbox"/> Y <input type="checkbox"/> N	Date
Restitution	\$	Due	Paid <input type="checkbox"/> Y <input type="checkbox"/> N	Date
Financial Literacy and Education	\$	Due	Paid <input type="checkbox"/> Y <input type="checkbox"/> N	Date
Cost of Prosecution	\$	Due	Paid <input type="checkbox"/> Y <input type="checkbox"/> N	Date
	No. of Victims:			

Comments:

1 the issues raised in the above-captioned matter may be economically and efficiently settled by entry
2 of this Consent Order. The parties intend this Consent Order to fully resolve the Statement of
3 Charges.

4 Based upon the foregoing:

5 A. **Jurisdiction.** It is AGREED that the Department has jurisdiction over the subject matter
6 of the activities discussed herein.

7 B. **Waiver of Hearing.** It is AGREED that Respondents have been informed of the right to a
8 hearing before an administrative law judge, and hereby waive their right to a hearing and any and all
9 administrative and judicial review of the issues raised in this matter, or of the resolution reached
10 herein.

11 C. **Prohibition from Industry.** It is AGREED that Respondents are prohibited from
12 participating, in any capacity, in the conduct of the affairs of any mortgage broker or consumer loan
13 company licensed by the Department or subject to licensure or regulation by the Department.
14 Notwithstanding the forgoing, nothing in this Consent Order prohibits Respondent Brandon Salle
15 from gaining employment from any federal or state chartered financial institution, including, but not
16 limited to, any bank or credit union. Employment at such federal or state chartered financial
17 institution shall be subject to paragraph D below.

18 D. **Application for License.** It is AGREED that Respondents shall not apply to the
19 Department for any license under any name.

20 E. **Investigation Fee (Stayed).** It is AGREED that Respondents shall pay to the Department
21 an investigation fee of \$1,370.40, with the entire \$1,370.40 investigation fee stayed for two years
22 contingent upon Respondents' compliance with the Acts and this Consent Order.

23 F. **Fine (Stayed).** It is AGREED that Respondents shall pay a fine to the Department in the

1 amount of \$1,000, with the entire \$1,000 fine stayed for two years contingent upon Respondents'
2 compliance with the Acts and this Consent Order.

3 **G. Expiration of Stayed Investigation Fee and Stayed Fine.** It is AGREED that, absent an
4 action by the Department to lift the stays pursuant to Paragraph H, the stayed investigation fee and
5 stayed fine identified in Paragraphs E and F shall expire and be null and void two years from the date
6 of entry of this Consent Order without further action or notice by the Department.

7 **H. Lifting of Stays and Imposition of Stayed Investigation Fee and Stayed Fine.** It is
8 AGREED that:

- 9 1. If, during the two-year stays, the Department determines that any Respondent has not
10 complied with the Act or this Consent Order, and the Department seeks to lift the stays
11 and impose the stayed investigation fee and stayed fine identified in Paragraphs E and
12 F, the Department will first serve Respondent Salle with a written notice of alleged
13 noncompliance.
- 14 2. The notice will include:
 - 15 i. A description of the alleged noncompliance;
 - 16 ii. A statement that the Department seeks to lift the stays and impose the stayed
17 investigation fee and stayed fine;
 - 18 iii. Notice that Respondents can contest the notice of alleged noncompliance by
19 either requesting an adjudicative hearing before an OAH Administrative Law
20 Judge, or by submitting a written response to the Department contesting the
21 alleged noncompliance; and
 - 22 iv. Notice that the notification and adjudicative hearing process provided in this
23 subsection applies only to this Consent Order and solely in the event a

1 Respondent chooses to contest the Department's determination of
2 noncompliance.

- 3 3. Any Respondent who wishes to contest the Department's determination of
4 noncompliance will have twenty days from the date of receipt of the Department's
5 notice to submit a written request to the Department for an adjudicative hearing.
- 6 4. In lieu of requesting an adjudicative hearing, within twenty days from the date of
7 service of the notice of alleged noncompliance, any Respondent may submit a written
8 response contesting the alleged noncompliance for consideration by the Department.
9 The response must include that Respondent's waiver of the right to an adjudicative
10 hearing, may address the alleged noncompliance, and may seek an alternative
11 resolution to lifting the stays and imposing the stayed investigation fee and stayed
12 fine.
- 13 5. The scope and issues of the adjudicative hearing are limited solely to whether or not
14 any Respondent is in violation of the terms of the Acts or this Consent Order.
- 15 6. At the conclusion of the hearing, the ALJ will issue an initial decision. A party may
16 file a Petition for Review of that initial decision with the Director of the Department.
- 17 7. DEFAULT: If any Respondent either does not timely request an adjudicative hearing,
18 or does not timely submit a written response contesting the alleged noncompliance, the
19 Department will impose the stayed investigation fee and stayed fine and pursue
20 whatever other enforcement action it deems necessary to enforce the Acts and Consent
21 Order.

1 I. **Authority to Execute Order.** It is AGREED that the undersigned have represented and
2 warranted that they have the full power and right to execute this Consent Order on behalf of the
3 parties represented.

4 J. **Non-Compliance with Order.** It is AGREED that Respondents understand that failure to
5 abide by the terms and conditions of this Consent Order may result in further legal action by the
6 Director. In the event of such legal action, Respondents may be responsible to reimburse the Director
7 for the cost incurred in pursuing such action, including but not limited to, attorney fees.

8 K. **Voluntarily Entered.** It is AGREED that Respondents have voluntarily entered into this
9 Consent Order, which is effective when signed by the Director's designee.

10 L. **Completely Read, Understood, and Agreed.** It is AGREED that Respondents have read
11 this Consent Order in its entirety and fully understand and agree to all of the same.

12 **RESPONDENTS:**

13 **Millennium Financial Group, By:**

14
15 /s/ _____
16 Brandon Salle, Owner and CFO

3-5-2019 _____
Date

17 **First Millennium Bank, LLC, By:**

18 /s/ _____
19 Brandon Salle, Owner and Operator

3-5-2019 _____
Date

20 **Brandon Salle, By:**

21 /s/ _____
22 Brandon Salle, Individually and as
23 Sole Proprietor of Entities Identified
in the Statement of Charges

3-5-2019 _____
Date

1 **Approved for Entry, By:**

2 _____
3 /s/ Shelley Ripley, WSBA No. 28901
4 Attorney at Law
5 Witherspoon Kelley Davenport & Toole PS
6 Attorney for Respondents

_____ 5-1-2019
Date

7 **DO NOT WRITE BELOW THIS LINE**

8 THIS ORDER ENTERED THIS 3rd DAY OF May, 2019.

9 _____
10 /s/ CHARLES E. CLARK
11 Director
12 Department of Financial Institutions

13 Presented by:

14 _____
15 /s/ DREW STILLMAN
16 Financial Legal Examiner

17 Approved by:

18 _____
19 /s/ STEVEN C. SHERMAN
20 Enforcement Chief

1 **STATE OF WASHINGTON**
2 **DEPARTMENT OF FINANCIAL INSTITUTIONS**
3 **DIVISION OF CONSUMER SERVICES**

4 IN THE MATTER OF DETERMINING
5 Whether there has been a violation of the
6 Mortgage Broker Practices Act of Washington
7 and the Consumer Loan Act of Washington by:

8 MILLENNIUM FINANCIAL GROUP, NMLS
9 No. 1538764;

10 FIRST MILLENNIUM BANK, LLC; and

11 BRANDON SALLE, NMLS No. 1538783;

12 Respondents.

No. C-18-2500-18-SC01

STATEMENT OF CHARGES and
NOTICE OF INTENT TO ENTER AN
ORDER TO CEASE AND DESIST,
PROHIBIT FROM INDUSTRY, COLLECT
INVESTIGATION FEE, and RECOVER
COSTS AND EXPENSES

13 **INTRODUCTION**

14 Pursuant to RCW 19.146.220 and RCW 19.146.223, the Director of the Department of
15 Financial Institutions of the State of Washington (Director) is responsible for the administration of
16 chapter 19.146 RCW, the Mortgage Broker Practices Act (MBPA), and chapter 31.04 RCW, the
17 Consumer Loan Act (CLA).¹ After having conducted an investigation pursuant to RCW 19.146.235
18 and RCW 31.04.145, and based upon the facts available as of the date of this Statement of Charges,
19 the Director, through her designee, Division of Consumer Services Director Charles E. Clark,
20 institutes this proceeding and finds as follows:

21 **I. FACTUAL ALLEGATIONS**

22 **1.1 Respondents.**

23 A. **Millennium Financial Group (Respondent MFG)**, UBI No. 603494467, was formed
24 or registered as a nonprofit corporation with the Washington Secretary of State on or about April 4,
2016. Respondent MFG was administratively dissolved on or about September 13, 2016. On or about

¹ The CLA was amended effective June 7, 2018. All citations to the CLA herein are to the version effective prior to that date, unless expressly noted otherwise by a parenthetical reference to the effective date.

1 September 12, 2016, Respondent MFG submitted an application to NMLS for “Washington Exempt
2 Mortgage Broker Registration,” but later abandoned that application. Respondent MFG has never
3 been licensed by the Department of Financial Institutions of the State of Washington (Department) in
4 any capacity.

5 **B. First Millennium Bank, LLC (Respondent FMB),** UBI No. 602786628, opened an
6 account as a limited liability company with the Washington Department of Revenue on or about
7 January 1, 2015, and that account appears to be open as of the date of this Statement of Charges.
8 Respondent FMB does not appear to have been formed or registered with the Washington Secretary
9 of State. Respondent FMB has never been licensed by the Department in any capacity, and it does not
10 appear that Respondent FMB has ever obtained a federal or state bank charter.

11 **C. Brandon Salle (Respondent Salle)** is owner and CFO of Respondent MFG, appears
12 to own and operate Respondent FMB, and is a sole proprietor who does or has done business as
13 Millennium Financial Group, American Freedom Group, Millennium Processing, and Pierce
14 Mortgage, Inc. Respondent Salle was once licensed by the Department as a loan originator, but has
15 not been licensed with the Department in any capacity after 2008.

16 **1.2 Unlicensed Activity.** It appears that Respondents were acting in concert by and through
17 Respondent Salle, who used registered and fictitious business names interchangeably. Between at
18 least January 25, 2017, and June 7, 2018, Respondents were acting or holding themselves out as a
19 mortgage loan originator, a mortgage broker, or both in Washington.

20 **1.3 Misrepresentations.** At least once, on or about January 8, 2018, Respondents falsely
21 represented that they were exempt from mortgage loan originator and mortgage broker licensing
22 requirements because their businesses were purportedly structured as a nonprofit, a bank, or both.²

23 _____
24 ² This Statement of Charges does not address whether any Respondent violated RCW 30A.04.020.

1 **1.4 On-Going Investigation.** The Department’s investigation into the alleged violations of the
2 Act by Respondents continues to date.

3 **II. GROUNDS FOR ENTRY OF ORDER**

4 **2.1 Definition of Mortgage Broker.** Pursuant to RCW 19.146.010(14) and RCW 31.04.015(17),
5 “Mortgage broker” means any person who for direct or indirect compensation or gain, or in the
6 expectation of direct or indirect compensation or gain (a) assists a person in obtaining or applying to
7 obtain a residential mortgage loan or performs residential mortgage loan modification services or (b)
8 holds himself or herself out as being able to assist a person in obtaining or applying to obtain a
9 residential mortgage loan or provide residential mortgage loan modification services.

10 **2.2 Definition of Loan Originator.** Pursuant to RCW 19.146.010(11), RCW 19.146.010(15),
11 and RCW 31.04.015(18), “Mortgage Loan Originator” means a natural person who for direct or
12 indirect compensation or gain, or in the expectation of direct or indirect compensation or gain: takes a
13 residential mortgage loan application; offers or negotiates terms of a mortgage loan; performs
14 residential mortgage loan modification services; or holds themselves out to the public as able to
15 perform any of these activities.

16 **2.3 Requirement to Obtain and Maintain Mortgage Broker License.** Based on the Factual
17 Allegations set forth in Section I above, Respondents are in apparent violation of RCW 19.146.200(1)
18 for engaging in the business of a mortgage broker without first obtaining and maintaining a license
19 under the MBPA.

20 **2.4 Requirement to Obtain and Maintain Loan Originator License.** Based on the Factual
21 Allegations set forth in Section I above, Respondent Salle is in apparent violation of RCW
22 19.146.200(1) and RCW 31.04.221 for engaging in the business of a mortgage loan originator
23 without first obtaining and maintaining a license under the MBPA or CLA.

1 **2.5 Prohibited Acts.** Based on the Factual Allegations set forth in Section I above, Respondents
2 are in apparent violation of RCW 19.146.0201(2) and RCW 31.04.027(2) for engaging in an unfair or
3 deceptive practice toward any person.

4 **III. AUTHORITY TO IMPOSE SANCTIONS**

5 **3.1 Authority to Issue an Order to Cease and Desist/Affirmative Action.** Pursuant to RCW
6 19.146.220(3) and RCW 31.04.093(5), the Director may issue orders directing any person subject to
7 the MBPA or CLA to cease and desist from conducting business or take such other affirmative action
8 as is necessary to comply with the MBPA or CLA.

9 **3.2 Authority to Impose Fine.** Pursuant to RCW 19.146.220(2) and RCW 31.04.093(4), the
10 Director may impose fines against a licensee, employees, independent contractors, agents of
11 licensees, or other persons subject to the MBPA or CLA for: failure to comply with any directive,
12 order, or subpoena of the Director; or any violation of the MBPA or CLA.

13 **3.3 Authority to Prohibit from Industry.** Pursuant to RCW 19.146.220(4), the Director may
14 issue orders removing from office or prohibiting from participation in the conduct of the affairs of a
15 licensee, or both, any officer, principal, employee, or mortgage loan originator, or any person subject
16 to licensing under the MBPA for: any violation of the MBPA or failure to comply with any directive
17 or order of the Director. Pursuant to RCW 31.04.093(6), the Director may issue orders removing
18 from office or prohibiting from participation in the conduct of the affairs of a licensee, or both, any
19 officer, principal, employee, or mortgage loan originator, or any person subject to licensing under the
20 CLA for: any violation of the CLA or a conviction of a gross misdemeanor involving dishonesty or
21 financial misconduct or a felony.

22 **3.4 Authority to Collect Investigation Fee.** Pursuant to RCW 19.146.228(2), WAC 208-660-
23 520(9) & (11), and WAC 208-660-550(4)(a), the Department will charge forty-eight dollars per hour
24 for an examiner's time devoted to an investigation.

1 **3.5 Authority to Recover Costs and Expenses.** Pursuant to RCW 19.146.221(2) and RCW
2 31.04.205(2), the Director may recover the state’s costs and expenses for prosecuting violations of
3 the MBPA and CLA.

4 **IV. NOTICE OF INTENT TO ENTER ORDER**

5 Respondents’ violations of the provisions of chapter 19.146 RCW, chapter 208-660 WAC,
6 chapter 31.04 RCW, and chapter 208-620 WAC, as set forth in the above Factual Allegations,
7 Grounds for Entry of Order, and Authority to Impose Sanctions, constitute a basis for the entry of an
8 Order under RCW 19.146.220, RCW 19.146.221, RCW 19.146.223, RCW 31.04.093, RCW
9 31.04.165, RCW 31.04.202, and RCW 31.04.205. Therefore, it is the Director’s intent to ORDER
10 that:

- 11 **4.1** Respondents Millennium Financial Group, First Millennium Bank, LLC, and Brandon
12 Salle cease and desist all conduct in violation of the MBPA and CLA, including but
not limited to all activity that requires licensure.
- 13 **4.2** Respondents Millennium Financial Group, First Millennium Bank, LLC, and Brandon
14 Salle jointly and severally pay a fine. As of the date of this Statement of Charges, the
fine totals \$1,000.
- 15 **4.3** Respondents Millennium Financial Group, First Millennium Bank, LLC, and Brandon
16 Salle be prohibited from participation in the conduct of the affairs of any person,
17 business, or other organization subject to licensure by the Director under the MBPA or
CLA, in any manner, for a period of five years.
- 18 **4.4** Respondents Millennium Financial Group, First Millennium Bank, LLC, and Brandon
19 Salle jointly and severally pay an investigation fee. As of the date of this Statement of
Charges, the investigation fee totals \$1,370.40.
- 20 **4.5** Respondents Millennium Financial Group, First Millennium Bank, LLC, and Brandon
21 Salle pay the Department’s costs and expenses for prosecuting violations of the
MBPA and CLA in an amount to be determined at hearing or by declaration with
supporting documentation in event of default by any Respondent.

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24 //

1 **V. AUTHORITY AND PROCEDURE**

2 This Statement of Charges is entered pursuant to the provisions of RCW 19.146.220, RCW
3 19.146.221, RCW 19.146.223, RCW 19.146.230, RCW 31.04.093, RCW 31.04.165, RCW
4 31.04.202, and RCW 31.04.205, and is subject to the provisions of chapter 34.05 RCW (the
5 Administrative Procedure Act). Respondents may make a written request for a hearing as set forth in
6 the NOTICE OF OPPORTUNITY FOR ADJUDICATIVE HEARING AND TO DEFEND
7 accompanying this Statement of Charges.

8
9 Dated this 6th day of November, 2018.

10
11 /s/
12 CHARLES E. CLARK
13 Director
14 Division of Consumer Services
15 Department of Financial Institutions

16 Presented by:

17 /s/
18 DREW STILLMAN
19 Financial Legal Examiner

20 Approved by:

21 /s/
22 STEVEN C. SHERMAN
23 Enforcement Chief