

191—50.1(502) Definitions. For the purposes of this chapter, the definitions in Iowa Code chapter 502 and the following definitions shall apply unless the context otherwise requires:

“*Act*” means Iowa Code chapter 502, the Iowa Uniform Securities Act (Blue Sky Law).

“*Administrator*” means the commissioner of insurance or the deputy administrator appointed under Iowa Code section 502.601.

“*CCH NASAA Reports*” means the official statements of policy of the North American Securities Administrators Association, Inc., printed by Commerce Clearing House, the official reporter for NASAA.

“*CRD*” means the Central Registration Depository.

“*CSRU*” means the Iowa child support recovery unit.

“*FDIC*” means the Federal Deposit Insurance Corporation.

“*FINRA*” means the Financial Industry Regulatory Authority.

“*Form ADV*” means Uniform Application for Investment Adviser Registration.

“*Form ADV-E*” means the Certificate of Accounting of Client Securities and Funds in the Possession or Custody of an Investment Adviser.

“*Form ADV-H*” means Notice of Hardship Application for Investment Adviser Registration.

“*Form ADV-W*” means Notice of Withdrawal from Registration as Investment Adviser.

“*Form BD*” means Uniform Application for Broker-Dealer Registration.

“*Form BDW*” means Uniform Request for Broker-Dealer Withdrawal.

“*Form ICP*” means Agricultural Cooperative Notice of Sales of Notes or Evidences of Indebtedness.

“*Form F-7*” means Registration Statement Under the Securities Act of 1933, for registration of securities of certain Canadian issuers offered for cash upon the exercise of rights granted to existing security holders.

“*Form F-8*” means Registration Statement Under the Securities Act of 1933, for registration of securities of certain Canadian issuers to be issued in exchange offers or a business combination.

“*Form F-9*” means Registration Statement Under the Securities Act of 1933, for registration of certain investment grade debt or investment grade preferred securities of certain Canadian issuers.

“*Form F-10*” means Registration Statement Under the Securities Act of 1933, for registration of securities of certain Canadian issuers.

“*Form NF*” means Uniform Investment Company Notice Filing.

“*Form S-1*” means Registration Statement Under the Securities Act of 1933, for registration of securities for which no other form is authorized or prescribed.

“*Form SB-2*” means Registration Statement Under the Securities Act of 1933, for registration of securities to be sold to the public by small business issuers.

“*Form U-1*” means Uniform Application to Register Securities.

“*Form U-2*” means Uniform Consent to Service of Process.

“*Form U-2A*” means Uniform Corporate Resolution.

“*Form U-4*” means Uniform Application for Securities Industry Registration or Transfer.

“*Form U-5*” means Uniform Termination Notice for Securities Industry Registration.

“*Form U-6*” means Uniform Disciplinary Action Reporting Form.

“*Form U-7*” means Small Corporate Offering Registration Form.

“*Form USR-1*” means Investment Company Report of Sales.

“*Gift*” means a rendering of anything of value in return for which legal consideration of equal or greater value is not given and received.

“*IARD*” means the Investment Advisory Registration Depository.

“*Immediate family*” includes parent, mother-in-law, father-in-law, spouse, former spouse, brother, sister, brother-in-law, sister-in-law, son-in-law, daughter-in-law, child and stepchild. In addition, “*immediate family*” includes any other person who is supported, directly or indirectly, to a material extent by an agent.

“*Investment contract*” as used in Iowa Code section 502.102(28) includes:

1. Any investment in a common enterprise with the expectation of profit to be derived through the essential managerial efforts of someone other than the investor.

(1) “Common enterprise” in this definition means an enterprise in which the fortunes of the investor are tied to the efficacy of the efforts and successes of those seeking the investment or of a third party.

(2) “Profit” in this definition includes income or a return on the investment, including a fixed rate of return, dividends, other periodic payments, or the increased value of the investment; or

2. Any investment by which an offeree furnishes initial value to an offerer, and a portion of this initial value is subjected to the risks of the enterprise, and the furnishing of the initial value is induced by the offerer’s promises or representations which give rise to a reasonable understanding that a valuable benefit of some kind over and above the initial value will accrue to the offeree as a result of the operation of the enterprise, and the offeree does not exercise practical and actual control over the managerial decisions of the enterprise.

“*Loan*” means an agreement to advance property, including but not limited to money, in return for the promise that payment will be made for use of the property.

“*NASAA*” means the North American Securities Administrators Association, Inc.

“*NASDAQ*” means the NASDAQ Stock Market.

“*NCUA*” means the National Credit Union Association.

“*NSMIA*” means the National Securities Markets Improvement Act of 1996, Public Law 104-290.

“*NYSE*” means the New York Stock Exchange.

“*OTC*” means over the counter.

“*PCAOB*” means the Public Company Accounting Oversight Board.

“*SAI*” means Statement of Additional Information.

“*SEC*” means the United States Securities and Exchange Commission as established pursuant to 15 U.S.C. Section 78(d).

“*SOIF*” means Solicitation of Interest Form.

This rule is intended to implement Iowa Code section 502.605(1).

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