
 *
IN THE MATTER OF: *
 *
HEARTLAND PAYMENT SYSTEMS, LLC *
d/b/a HPS (“HPS”) *
 *
HEARTLAND PAYROLL SOLUTIONS, *
INC. (“Heartland Payroll”) *
NMLS # 1799654 *
 *
 (collectively, “Heartland”) *
 *

CONSENT ORDER

WHEREAS, the Banking Commissioner (“Commissioner”) is charged with the administration of Part V of Chapter 668, Sections 36a-595 to 36a-612, inclusive, of the Connecticut General Statutes, known as the “Money Transmission Act”;

WHEREAS, HPS is a Delaware limited liability company with its main office located at 3550 Lenox Rd, NE, Suite 3000, Atlanta, Georgia;

WHEREAS, Heartland Payroll is a Delaware corporation with its main office located at 3550 Lenox Rd, NE, Suite 3000, Atlanta, Georgia;

WHEREAS, on March 22, 2019, Heartland Payroll filed an application with the Commissioner on the Nationwide Multistate Licensing System and Registry (“NMLS”) to obtain a license to engage in the business of money transmission in Connecticut;

WHEREAS, in or around July 18, 2017, the Commissioner, through the Consumer Credit Division of the Department of Banking, commenced an investigation pursuant to Sections 36a-17 and 36a-600 of the Connecticut General Statutes into the activities of Heartland to determine if it had violated, was

violating or was about to violate the provisions of the Connecticut General Statutes within the jurisdiction of the Commissioner;

WHEREAS, as a result of such investigation, the Commissioner alleges that Heartland engaged in the business of money transmission in this state without the required license, in violation of Section 36a-597(a) of the Connecticut General Statutes;

WHEREAS, the Commissioner believes that such allegation would support the initiation of enforcement proceedings against Heartland, including, without limitation, proceedings to issue a cease and desist order pursuant to Sections 36a-608(c) and 36a-52(a) of the Connecticut General Statutes, to issue an order to make restitution pursuant to Sections 36a-608(c) and 36a-50(c) of the Connecticut General Statutes, and to impose a civil penalty of up to One Hundred Thousand Dollars (\$100,000) per violation pursuant to Sections 36a-608(c) and 36a-50(a) of the Connecticut General Statutes;

WHEREAS, initiation of such enforcement proceedings would constitute a “contested case” within the meaning of Section 4-166(4) of the Connecticut General Statutes;

WHEREAS, Section 4-177(c) of the Connecticut General Statutes and Section 36a-1-55(a) of the Regulations of Connecticut State Agencies provide that a contested case may be resolved by consent order, unless precluded by law;

WHEREAS, both the Commissioner and Heartland acknowledge the possible consequences of formal administrative proceedings, and Heartland voluntarily agrees to consent to the entry of the sanctions imposed below without admitting or denying the allegation set forth herein, and solely for the purpose of obviating the need for formal administrative proceedings concerning the allegation set forth herein;

WHEREAS, the Commissioner and Heartland now desire to resolve the matters set forth herein;

WHEREAS, Heartland specifically assures the Commissioner that the violation alleged herein shall not occur in the future;

WHEREAS, Heartland acknowledges that this Consent Order is a public record and is a reportable event for purposes of the regulatory disclosure questions on NMLS, as applicable;

AND WHEREAS, Heartland, through its execution of this Consent Order, voluntarily agrees to waive its procedural rights, including a right to a notice and an opportunity for a hearing as it pertains to the allegation set forth herein, and voluntarily waives its right to seek judicial review or otherwise challenge or contest the validity of this Consent Order.

CONSENT TO ENTRY OF SANCTIONS

WHEREAS, Heartland, through its execution of this Consent Order, consents to the Commissioner's entry of a Consent Order imposing the following sanctions:

1. Heartland shall not engage in the business of money transmission in this state without the required license, in violation of Section 36a-597(a) of the Connecticut General Statutes;
2. No later than the date this Consent Order is executed by Heartland, it shall remit to the Department of Banking by wire transfer, cashier's check, certified check or money order, made payable to "Treasurer, State of Connecticut", the sum of Ten Thousand Dollars (\$10,000) as a civil penalty; and
3. No later than the date this Consent Order is executed by Heartland, it shall remit to the Department of Banking by wire transfer, cashier's check, certified check or money order made payable to "Treasurer, State of Connecticut", the sum of Two Thousand Four Hundred Fifty Dollars (\$2,450) as payment for back licensing fees.

CONSENT ORDER

NOW THEREFORE, the Commissioner enters the following:

1. The sanctions set forth above be and are hereby entered;
2. Upon issuance of this Consent Order by the Commissioner, this matter will be resolved and the Commissioner will not take any future enforcement action against Heartland based upon the allegation set forth herein; provided that issuance of this Consent Order is without prejudice to the right of the Commissioner to take enforcement action against Heartland based upon a violation of this Consent Order or the matters underlying its entry, if the Commissioner determines that compliance with the terms herein is not being observed or if any representation made by Heartland and reflected herein is subsequently discovered to be untrue;
3. Heartland shall not take any action or make any public statement denying, directly or indirectly, the propriety of this Consent Order or expressing the view that this Consent Order is without factual basis. Nothing in this paragraph affects Heartland's (i) testimonial obligations; or

(ii) right to take legal or factual positions in defense of litigation or other legal or administrative proceedings to which the Commissioner and/or the Department are not parties. This Consent Order is not intended for use by any third party in any other proceeding and is not intended, and should not be construed, as an admission of liability by Heartland;

4. Upon issuance of this Consent Order by the Commissioner, and so long as this Consent Order is promptly disclosed by Heartland and their control persons on NMLS, as applicable, nothing in the issuance of this Consent Order shall adversely affect the ability of Heartland to apply for or obtain an initial license or renewal license under Part V of Chapter 668, Sections 36a-595 *et seq.*, of the Connecticut General Statutes, provided that all applicable legal requirements for such licenses are satisfied and the terms of this Consent order are followed;
5. This Consent Order shall be binding on Heartland and its successors and assigns; and
6. This Consent Order shall become final when issued.

Issued at Hartford, Connecticut
This 13th day of September 2019.

/s/

Jorge L. Perez
Banking Commissioner

I, David L. Green, state on behalf of Heartland Payroll Solutions, Inc., that I have read the foregoing Consent Order; that I know and fully understand its contents; that I am authorized to execute this Consent Order on behalf of Heartland Payroll Solutions, Inc.; that Heartland Payroll Solutions, Inc. agrees freely and without threat or coercion of any kind to comply with the sanctions entered and terms and conditions ordered herein; and that Heartland Payroll Solutions, Inc. voluntarily agrees to enter into this Consent Order, expressly waiving the procedural rights set forth herein as to the matters described herein.

By: /s/
Name: David L. Green
Title: Authorized Signatory
Heartland Payroll Solutions, Inc.

State of: Georgia

County of: Cobb

On August 29, 2019, before me, Elizabeth L. Butler, the undersigned officer, personally appeared David L. Green, who acknowledged himself/herself to be the Authorized Signatory of Heartland Payroll Solutions, Inc., a corporation, and that he/she as such Authorized Signatory, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself/herself as Authorized Signatory.

In witness whereof I hereunto set my hand.

/s/
Notary Public
Date Commission Expires: 07/27/2023