

UNITED STATES OF AMERICA
before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 100267 / June 4, 2024

Admin. Proc. File No. 3-21001

In the Matter of
MATTHEW J. SKINNER

ORDER DISCHARGING ORDER TO SHOW CAUSE AND SCHEDULING BRIEFS

On August 25, 2022, the Securities and Exchange Commission issued an order instituting administrative proceedings (“OIP”) against Matthew J. Skinner, pursuant to Section 15(b) of the Securities Exchange Act of 1934.¹ On August 29, 2023, Skinner, who is pro se and incarcerated, filed a document requesting a stay and challenging some of the factual allegations that have been raised in this proceeding. On October 5, 2023, the Commission denied Skinner’s motion to postpone the proceeding but extended the deadline for Skinner to file an answer to the OIP to November 20, 2023.² On February 9, 2024, the Commission issued an order that construed Skinner’s August 29, 2023, letter to be his answer to the OIP and directed the parties to conduct a prehearing conference, or to file a statement advising the Commission that a prehearing conference was not held and of efforts to meet and confer, by March 8, 2024.³

On March 7, 2024, the Division of Enforcement filed a statement indicating that Skinner refused to participate in a prehearing conference. The Division requested that the Commission find Skinner to be in default or, in the alternative, to set a prehearing schedule, including a schedule for motions for summary disposition. On April 1, 2024, the Commission, issued an order that Skinner show cause why he should not be deemed to be in default and why this

¹ *Matthew J. Skinner*, Exchange Act Release No. 95608, 2022 WL 3703828 (Aug. 25, 2022).

² *Matthew J. Skinner*, Exchange Act Release No. 98685, 2023 WL 6517529 (Oct. 5, 2023). This order also discharged a preexisting order to show cause. *Id.*

³ *Matthew J. Skinner*, Exchange Act Release No. 99506, 2024 WL 517503 (Feb. 9, 2024). The order also denied Skinner’s motion to appoint counsel and his motion for a jury trial, and deemed Skinner’s November 28, 2023 letter to be certification of his inability to file or serve documents electronically. *Id.*

proceeding should not be determined against him due to his failure to participate in the prehearing conference, as well as his failure to timely file a statement regarding efforts to meet and confer.⁴ The order noted that, as of that date, Skinner had not filed a response to the Division's filing regarding the prehearing conference or a statement regarding his efforts to meet and confer.⁵

Shortly thereafter, on April 4, 2024, the Office of the Secretary received a filing from Skinner dated March 19, 2024, which responded to the Division's filing. Skinner stated that he had declined to participate in the prehearing conference with the Division because he did not have an attorney, and he once again requested appointment of an attorney. Skinner also alleged that he had previously sent letters providing his reason for not participating in the prehearing conference to the Division's attorney and the Office of the Secretary. The Division did not reply to Skinner's filing.

We again deny Skinner's request for the appointment of an attorney in this administrative proceeding, for the same reasons we provided in our previous order denying this request.⁶ We also note that Skinner points to no authority suggesting that a lack of counsel is a valid reason for declining to participate in a prehearing conference. Nonetheless, considering all the circumstances of this case, we find it appropriate to discharge the order to show cause and set a schedule for the Division's motion for summary disposition.⁷

Accordingly, IT IS ORDERED that the order to show cause be discharged, and that Skinner will not be deemed in default at this time. It is further ORDERED that the Division's motion for summary disposition against Respondent shall be filed by July 5, 2024; Skinner's opposition brief shall be filed by August 19, 2024;⁸ and the Division's reply brief shall be filed

⁴ *Matthew J. Skinner*, Exchange Act Release No. 99869, 2024 WL 1416311 (Apr. 1, 2024).

⁵ *Id.* at *1.

⁶ *Skinner*, 2024 WL 517503, at *1 & nn.4-5.

⁷ We decline to set other prehearing schedule deadlines at this time. We also deny Skinner's request that we impose sanctions on the Division and its counsel because they failed to inform the Commission of Skinner's reason for declining to participate in the prehearing conference. Among other things, Skinner has produced no evidence that the Division or its counsel received his alleged letter providing this reason.

⁸ Because Skinner is proceeding pro se and is incarcerated, documents that he sends to the Office of the Secretary for filing in this proceeding are considered "filed" when delivered to prison authorities for mailing. *See Skinner*, 2023 WL 6517529, at *2 & n.10. As referenced below, he must also mail those documents to the Division.

by September 18, 2024.⁹ The Division’s motion for summary disposition should address each statutory element of the relevant provisions of Section 15(b) of the Exchange Act.¹⁰ The motion should discuss relevant authority relating to the legal basis for, and the appropriateness of, the requested sanctions and include evidentiary support sufficient to make an individualized assessment of whether those sanctions are in the public interest.¹¹

An opposition to a motion for summary disposition should precisely specify the basis for that opposition, identify with particularity the material factual issues in dispute, and address relevant legal precedent from a court or the Commission.¹² The opposition cannot rely on bare

⁹ Attention is called to Rules of Practice 150-153, 17 C.F.R. §§ 201.150-153, with respect to form and service, and Rule of Practice 250(e) and (f), 17 C.F.R. § 201.250(e) and (f), with respect to length limitations. *See also Pending Admin. Proceedings*, Exchange Act Release No. 88415, 2020 WL 1322001 (Mar. 18, 2020) (stating that “pending further order of the Commission, all reasonable requests for extensions of time will not be disfavored as stated in Rule 161” (citing 17 C.F.R. § 201.161(b)(1))).

¹⁰ *See, e.g., Shawn K. Dicken*, Exchange Act Release No. 89526, 2020 WL 4678066, at *2 (Aug. 12, 2020) (requesting additional information from the Division “regarding the factual predicate for Dicken’s convictions” and “why these facts establish” the need for remedial sanctions); *see also Shawn K. Dicken*, Exchange Act Release No. 90215, 2020 WL 6117716, at *1 (Oct. 16, 2020) (clarifying the additional information needed from the Division).

¹¹ *See generally Rapoport v. SEC*, 682 F.3d 98, 108 (D.C. Cir. 2012) (requiring “meaningful explanation for imposing sanctions”); *McCarthy v. SEC*, 406 F.3d 179, 190 (2d Cir. 2005) (stating that “each case must be considered on its own facts”); *Gary L. McDuff*, Exchange Act Release No. 74803, 2015 WL 1873119, at *1, *3 (Apr. 23, 2015); *Ross Mandell*, Exchange Act Release No. 71668, 2014 WL 907416, at *2 (Mar. 7, 2014), *vacated in part on other grounds*, Exchange Act Release No. 77935, 2016 WL 3030883 (May 26, 2016); *Don Warner Reinhard*, Exchange Act Release No. 61506, 2010 WL 421305, at *3-4 (Feb. 4, 2010), *appeal after remand*, Exchange Act Release No. 63720, 2011 WL 121451, at *5-8 (Jan. 14, 2011).

¹² *See, e.g., Peter Siris*, Exchange Act Release No. 71068, 2013 WL 6528874, at *11 & n.68 (Dec. 12, 2013) (discussing appropriateness of summary disposition in follow-on proceedings and providing citations), *pet. denied*, 773 F.3d 89 (D.C. Cir. 2014); *Conrad P. Seghers*, Advisers Act Release No. 2656, 2007 WL 2790633, at *4-6 (Sept. 26, 2007) (discussing unsuccessful attempt to oppose summary disposition), *pet. denied*, 548 F.3d 129 (D.C. Cir. 2008).

allegations or denials; it must instead point to evidence that shows there is a genuine and material factual dispute that can be resolved only by conducting an in-person hearing.¹³

A party's failure to file a brief or comply with this order may result in the entry of default, the dismissal of one or more claims, the determination of a particular claim or claims at issue against that party, or the prohibition of the introduction of evidence or the exclusion of testimony concerning an issue.¹⁴ When a party defaults, the allegations in the OIP will be deemed to be true and the Commission may determine the proceeding against that party upon consideration of the record without holding a public hearing.¹⁵

We remind the parties that any document filed with the Commission must also be served upon all participants in the proceeding and be accompanied by a certificate of service.¹⁶

For the Commission, by the Office of the General Counsel, pursuant to delegated authority.

Vanessa A. Countryman
Secretary

¹³ *Healthway Shopping Network*, Exchange Act Release No. 89374, 2020 WL 4207666, at *2 (July 22, 2020); *James S. Tagliaferri*, Exchange Act Release No. 10308, 2017 WL 632134, at *7 (Feb. 15, 2017) (explaining that the party opposing summary disposition cannot merely provide a list of factual issues that are asserted to be material or provide a list of potential witnesses without any "explanation of their expected testimony").

¹⁴ Rule of Practice 180(c), 17 C.F.R. § 201.180(c).

¹⁵ See Rules of Practice 155, 180, 17 C.F.R. §§ 201.155, .180.

¹⁶ See Rule of Practice 150, 17 C.F.R. § 201.150 (generally requiring parties to serve each other with their filings); Rule of Practice 151(d), 17 C.F.R. § 201.151(d) ("Papers filed with the Commission . . . shall be accompanied by a certificate stating the name of the person or persons served, the date of service, the method of service, and the mailing address or email address to which service was made, if not made in person."). Skinner is reminded that the Division of Enforcement is represented by Lynn M. Dean, 444 South Flower Street, Suite 900; Los Angeles, California 90071, and the address for filing paper documents is Office of the Secretary; U.S. Securities and Exchange Commission; 100 F Street, NE; Washington, DC 20549. Skinner therefore should mail a copy of each filing he makes to each address. And, with each filing, Skinner should include a certificate of service stating that the filing has also been mailed to the Division attorney.