Federal Housing Finance Agency
Constitution Center
400 7th Street, S.W.
Washington, D.C. 20219
Telephone: (202) 649-3800
Facsimile: (202) 649-1071
www.FHFA.gov

FINAL SUSPENSION ORDER

The Federal Housing Finance Agency ("FHFA"), as safety and soundness regulator of the Federal National Mortgage Association ("Fannie Mae"), Federal Home Loan Mortgage Corporation ("Freddie Mac"), and the eleven Federal Home Loan Banks (collectively, the "regulated entities"), is issuing this final suspension order (the "Final Order") pursuant to the following legal authorities:

1. Section 1313 of the Federal Housing Enterprises Financial Safety and Soundness Act of 1992, as amended by the Housing and Economic Recovery Act of 2008, Pub. L. No. 110-289, 122 Stat. 2654 (codified as 12 U.S.C. § 4511 et seq.), ("Safety and Soundness Act"), authorizes FHFA to exercise such incidental powers as may be necessary in the supervision and regulation of the regulated entities. *See* 12 U.S.C. § 4513(a)(2).

2. Section 1313B of the Safety and Soundness Act authorizes FHFA to establish standards for the regulated entities regarding prudential management of risks. FHFA is authorized to issue orders requiring the regulated entities to take any action that will best carry out the purposes of that section. *See* 12 U.S.C. § 4513b(b)(2)(B)(iii).

3. Section 1319G of the Safety and Soundness Act authorizes FHFA to issue any orders necessary to ensure that the purposes of the Safety and Soundness Act are accomplished. *See* 12 U.S.C. § 4526(a).

4. 12 CFR § 1227.6, FHFA's regulation governing the issuance of a final suspension order.

Consistent with these authorities, FHFA has determined that Gifford "Chip" Cummings, Jr. ("Cummings") engaged in covered misconduct as defined at 12 CFR § 1227.2, of a type that would be likely to cause significant financial or reputational harm to a regulated entity or otherwise threaten the safe and sound operation of a regulated entity.

This determination is based on the following findings:

1. During the relevant period described below, Cummings was the Chief Executive Officer ("CEO") of Red Oak Capital ("Red Oak"), a Michigan-based investment firm.

2. Red Oak consists of various related companies, whose businesses include, but are not limited to the acquisition and management of commercial real estate loans and securities and other real estate-related debt instruments.

3. In its Indictment, the prosecution alleged that from November 2019 through July 2020, Cummings invested $5 million under the control of Red Oak into an account with Woodstock Capital, without the knowledge or consent of his partners at Red Oak. After

learning of the investment, the Red Oak partners demanded that Cummings redeem the investment. Instead of doing so, Cummings created a falsified redemption letter and falsified account statements, which he provided to his partners.

4. On December 5, 2024, based on this misconduct and pursuant to a guilty plea on Count 6 of the Indictment charging Cummings with wire fraud, judgement was entered against Cummings. Cummings was convicted by the U.S. District Court for the Western District of Michigan of wire fraud in violation of 18 U.S.C. § 1343. Cummings was sentenced to sixty-six (66) months of imprisonment, followed by two (2) years of supervised release. Restitution was ordered in the amount of $5,755,477.10.

5. The above-referenced conviction constitutes "covered misconduct" as that term is defined at 12 CFR § 1227.2 and is of a type that would be likely to cause significant financial or reputational harm to a regulated entity or otherwise threaten the safe and sound operation of a regulated entity.

With this Final Order, FHFA directs each regulated entity to indefinitely cease or refrain from engaging in any covered transaction with Gifford "Chip" Cummings, Jr., beginning on November 16, 2026.

The Final Order shall have no effect on any transaction involving a residential mortgage loan if the loan is secured by Gifford "Chip" Cummings, Jr.'s personal or household residence.

This Final Order shall not limit the authority of FHFA to pursue any other regulatory or supervisory action with respect to any regulated entity or any other person and any affiliates thereof, whether instead of or in addition to this action. Likewise, this Final Order shall not limit the authority of any regulated entity to take any action it determines appropriate to address risks from any person and any affiliates thereof with which it engages in covered transactions.

This Final Order is a final action of the Federal Housing Finance Agency.

CLINTON JONES

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Clinton Jones,
Suspending Official