

STATE OF NEVADA
OFFICE OF THE SECRETARY OF STATE
SECURITIES DIVISION

2250 LAS VEGAS BOULEVARD NORTH, SUITE 400
NORTH LAS VEGAS, NEVADA 89030

In the Matter of:

BODHI TREE CAPITAL MANAGEMENT, LLC (CRD #166017); CHRISTOPHER JOSEPH DELELLIS, an individual (CRD #6146042); and ROGER ALAN WITTENBERG, an individual (CRD #6150285),

Respondents.

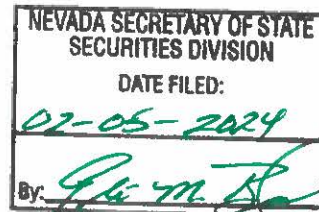
ADMINISTRATIVE CONSENT ORDER

File No. CIC23-146

**TO: Bodhi Tree Capital Management, LLC
563 Knotty Pine Drive
Incline Village, NV 89451**

**Christopher Joseph Delellis
563 Knotty Pine Drive
Incline Village, NV 89451**

**Roger Alan Wittenberg
563 Knotty Pine Drive
Incline Village, NV 89451**



WHEREAS, BODHI TREE CAPITAL MANAGEMENT, LLC, CRD No. 166017, is a Nevada-based investment advisory firm located at 563 Knotty Pine Drive, Incline Village, NV 89451;

WHEREAS, CHRISTOPHER JOSEPH DELELLIS, CRD No. 6146042, (Respondent Delellis), is a Nevada-based investor adviser representative for Bodhi Tree Capital Management, LLC;

WHEREAS, Roger Alan Wittenberg, CRD No. 6150285, (Respondent Wittenberg), is a Nevada-based investor adviser representative for Bodhi Tree Capital Management, LLC;

WHEREAS, on August 1, 2023, the Nevada Securities Division (Division), pursuant to the Administrator's authority under NRS § 90.410, commenced an inspection of Respondents to

1 determine their compliance with the Nevada Uniform Securities Act, the Investment Advisers Act of
2 1940, and the various rules and regulations promulgated thereunder;

3 **WHEREAS**, Respondents failed to adopt and maintain policies and/or training protocols that
4 are specifically designed to protect older persons or vulnerable persons from exploitation;

5 **WHEREAS**, it is a violation of NRS § 90.614 to fail to provide training concerning the
6 identification and reporting of suspected exploitation of an older or vulnerable person;

7 **WHEREAS**, it is a violation of 303 Nev. Reg. Admin. Regs. Sec. 34 as amended by LCB
8 File No. R018-21 (May 25, 2023) to fail to file notice in this State of a private fund offering;

9 **WHEREAS**, it is a violation of NRS § 90.460 to offer or sell a security in this State that was
10 neither registered with the Division nor otherwise exempt for registration;

11 **WHEREAS**, Respondents have advised the Division of their desire to resolve the above
12 failures to comply with the requirements of Nevada's Uniform Securities Act, on the terms specified
13 within this Administrative Consent Order;

14 **WHEREAS**, Respondents elect to permanently and expressly waive any right to a hearing
15 and appeal under the Act and/or to seek judicial review under the Nevada Administrative Procedure
16 Act, NRS Chapter 233B, with respect to this Order.

17 **NOW THEREFORE**, the Administrator, pursuant to the Act, hereby enters the following:

18 **ORDER**

19 Finding the following appropriate and in the public's interest, and on the basis of the
20 foregoing, Respondents consent to the entry of this Order,

21 **IT IS HEREBY ORDERED:**

- 22 1. Respondents will cease from violating the Act and will comply with said Act.
- 23 2. Respondents shall submit the appropriate notice and fee to the Nevada Secretary of State for
24 years in which they failed to file their offering.
- 25 3. Respondents will pay the Nevada Secretary of State a civil penalty in the cumulative amount
26 of \$1,500.00 due upon signing of the Respondents' consent to entry of this Administrative
27 Order.

- 1 4. Respondents shall submit a check made payable to the Secretary of State in the amount of
2 \$348.78 for its fee for the inspection of Respondents' records performed under NRS §
3 90.410.
- 4 5. All amounts submitted under this section shall be remitted to:
5 **Nevada Secretary of State**
6 **c/o Stacey Roter**
7 **2250 Las Vegas Boulevard North, Suite 400**
8 **North Las Vegas, NV 89030**
- 9 6. In consideration, the Division will take no further enforcement action based upon the
10 circumstances covered by this investigation and Order and close its administrative
11 investigation of the Respondents in connection with the aforementioned activities.
- 12 7. Nothing in this Order shall be construed as a waiver of the Division's right to investigate
13 and pursue any violations by Respondents in connection with other activity not set forth
14 herein.
- 15 8. Nothing in this Order is intended to limit or create for third parties any private remedies
16 against Respondents.
- 17 9. This Order shall be effective as of the date on which it is signed by the Administrator as set
18 forth below.

19 IT IS SO ORDERED.

20 DATED this 28th day of February, 2024.

21 **BY ORDER OF THE ADMINISTRATOR**
22 Office of the Secretary of State, Securities Division

23 

24 ERIN M. HOUSTON
25 Deputy Secretary for Securities
26 Securities Administrator
27
28

CONSENT TO ENTRY OF ADMINISTRATIVE ORDER

Respondents Bodhi Tree Capital Management, LLC, Christopher Joseph Delellis, and Roger Alan Wittenberg hereby acknowledge being served with a copy of this Order, have read the foregoing Order, are aware of their rights to a hearing and appeal in this matter, and have waived the same.

Respondents specifically acknowledge that a violation of this Order may constitute a felony pursuant to NRS 90.650.

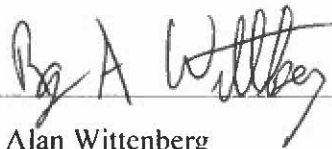
Respondents admit the jurisdiction of the Securities Division of the Nevada Office of the Secretary of State and consent to entry of this Order by the Administrator of the Division as settlement of the issues contained within this Order.

Respondents state that no promise of any kind or nature, other than the consideration set forth in the Order, was made to them to induce them to enter into this Order and that they have entered into this Order voluntarily.

Dated this 26th day of January, 2024.



Bodhi Tree Capital Management, LLC
Christopher Joseph Delellis
(Individually and as a representative of Bodhi Tree Capital Management, LLC)



Roger Alan Wittenberg