

## MEMORANDUM

October 28, 2010

**TO:** File No. 4-606

**FROM:** Holly Hunter-Ceci  
Division of Investment Management

**RE:** Section 913 of the Dodd-Frank Wall Street Reform Act of 2010 (the “Act”)

On October 27, 2010, Jennifer McHugh of the Chairman’s Office; Dan Fisher, Emily Russell, and Lelia Bham of the Division of Trading and Markets; Sarah ten Siethoff, Doug Scheidt, David Grim, Sara Crovitz and Holly Hunter-Ceci of the Division of Investment Management; Matthew Kozora from the Division of Risk, Strategy and Financial Innovation; Bob Bagnall and Sarah Buescher from the Office of General Counsel; Harvey Persaud of the Office of Compliance Inspections and Examinations; and Rich Ferlauto from the Office of Investor Education and Advocacy met with Bill Daley and Rick Roberts of the Bond Dealers of America (“BDA”) to discuss the SEC study of the obligations and standards of care of broker-dealers and investment advisers providing personalized investment advice about securities to retail investors required by the Act. At the meeting, BDA discussed the issues listed on the attached agenda that they provided in advance of the meeting.

**Date:** October 21, 2010

**From:** Richard Y. Roberts  
RR&G, LLC

**To:** Division of Trading and Markets  
U.S. Securities and Exchange Commission (SEC)

**Subject:** Proposed SEC Meeting Agenda with the Bond Dealers of America on October 28, 2010

- I. Introduction of the Bond Dealers of America (BDA) -- The BDA is the Washington, DC-based organization that represents national, middle-market dealers active in the U.S. domestic fixed income markets. In addition to federal advocacy, the BDA hosts several meetings and conferences for dealers active in the U.S. fixed income markets. The BDA also publishes an annual compensation survey and semi-annual economic survey. More information about the BDA is available on their website at [www.bdamerica.com](http://www.bdamerica.com).
- II. Introduction of the representatives for the BDA in attendance at the meeting -- Michael Nicholas, CEO, BDA, Bill Daly, Senior Vice-President, Government Relations, BDA, Richard Y. Roberts, BDA Outside Consultant, RR&G, LLC.
- III. Discussion of the study that the Commission is undertaking regarding the obligations of brokers, dealers, and investment advisers as required by Section 913 of the Dodd-Frank Reform Act -- The BDA filed a comment letter with the SEC with respect to this study on or about August 30, 2010, and the BDA is expected to mention some, if not all, of the points contained in this comment letter in the meeting. In addition, the BDA will provide its member perspectives on the effectiveness of the existing legal and regulatory standards of care for brokers, dealers and investment advisers when providing personalized investment advice and recommendations to retail investors, and on whether there are gaps, shortcomings or overlaps in the current protections afforded to the retail customer. The BDA is of the view that any changes in the current regulatory regime fall primarily in the areas of increased disclosure to investors: (i) about the functions that an investment adviser or broker-dealer is performing, and (ii) about any potential conflicts of interest.