

MEMORANDUM

To: File No. 4-606

From: Jennifer B. McHugh

Re: Section 913 of the Dodd-Frank Wall Street Reform Act of 2010

On September 29, 2011, Senior Advisor to the Chairman Jennifer McHugh had a telephone discussion with Barbara Roper of the Consumer Federation of America. The telephone discussion focused on cost-benefits analysis of standards of conduct and various reforms regarding the regulation of financial professionals providing investment advice to retail investors.

Agenda for 9/23/10 Meeting with Chairman Schapiro

Barbara Roper, Consumer Federation of America, and Mercer Bullard, Fund Democracy

I. IA/BD Study

- A. The need to correct past agency misinterpretations of IA/BD issues in order to lay the foundation for sound policy in this area
- B. The need for a comprehensive, principles-based analysis of fiduciary duty
- C. Our initial assessment of comments received to date
- D. New survey research showing support for a fiduciary standard

II. Implications for Rulemaking

- A. The mandate for moving forward with rules
- B. The importance of maintaining the Advisers Act's principles-based approach to fiduciary duty
- C. Inadequacy of disclosure-and-consent approach to fiduciary duty
- D. Implications/interpretations of the legislative provisions regarding fiduciary duty
- E. Interplay between fiduciary duty and other Dodd-Frank provisions