



CITY OF TROUTDALE

"Gateway to the Columbia River Gorge"

May 8, 2017

Mr. Michael S. Piwowar, Acting Chairman
U.S. Securities and Exchange Commission 100 F Street, NE
Washington, D.C. 20549

FINANCE DEPARTMENT

Fax: (503) 667-0524

Finance & Accounting

Human Resources

Information Technology

Risk Management

Finance Director

Erich Mueller

Re: Proposed Amendments to Rule 15c2-12

Dear Mr. Piwowar:


This letter is in response to the request of the U.S. Securities and Exchange Commission (the "*Commission*") for comments to the proposed amendments (the "*Proposed Amendments*") to Rule 15c2-12 (the "*Rule*") of the Commission set forth in Securities Exchange Act Release No. 34-80130, File No. S7-01-17, adopted March 1, 2017, and published in the Federal Register on March 15, 2017 (the "*Proposing Release*").

We recognize that reporting information about bank loans and other non-publicly offered private placements by municipal issuers or other obligated persons (collectively herein, "Issuers") may provide investors with more complete information concerning the ongoing obligations of an Issuer to repay borrowed moneys. However, we believe the scope of the Proposed Rule is overly broad, contains too ambiguous standards for compliance and will impose substantial cost on Issuers like ourselves which may not be justified by the benefits. Moreover, we see this Proposed Amendments as a completely unwarranted and unprecedented departure from the initial rationale of Rule 15c2-12 event reporting into a corporate-style continuous reporting universe, for which we and most other municipal Issuers are not prepared.

Overly Broad Definition of Financial Obligation. The definition of "financial obligation" in the Proposed Rule is overly broad, and notice of many of these financial matters is already addressed through the reporting of financial obligations and liabilities in annual financial statements of Issuers. The Proposing Release makes clear that "financial obligation" is to be broadly interpreted, indicating for example that it captures both short-term and long-term debt obligations, and operating as well as capital leases

The administrative burden of having to create a centralized mechanism to monitor the creation, modification or events of default under a wide variety of financial instruments including routine leases and other kinds of contracts would be extremely burdensome and government or other obligated person using the public debt markets, and would mark a profound change in the nature of federal regulation of the municipal market.

Visit us on the Web:
www.troutdaleoregon.gov

 Printed on Recycled Paper

219 E. Historic Columbia River Hwy. • Troutdale, Oregon 97060-2078
(503) 665-5175 • Fax (503) 667-6403 • TDD/TEX Telephone Only (503) 666-7470

May 8, 2017

Page 2

As small Issuer The City of Troutdale urges the Commission to withdraw the proposed amendments and re-convene the Bank Loan Disclosure Task Force, a working group of municipal finance industry professionals, to assist the Commission in a review and revision of the Proposed Amendments to establish a meaningful and effective process for disclosure of bank loans and other privately placed financial obligations of Issuers. ***One size does not fit all!***

Respectfully submitted,

A handwritten signature in black ink, appearing to read "E. Mueller", with a long horizontal flourish extending to the right.

Erich Mueller
Finance Director