

MEMORANDUM

TO: File No. S7-02-10
File No. S7-27-09
File No. S7-21-09
File for Public Comments on SEC Regulatory Initiatives Under the Dodd-Frank
Wall Street Reform and Consumer Protection Act (the “Dodd Frank Act”)

FROM: Alicia F. Goldin
Office of Commissioner Elisse B. Walter

DATE: December 21, 2010

On December 8, 2010, Commissioner Elisse B. Walter and Alicia F. Goldin, Counsel to the Commissioner (joining by telephone), met with the following representatives of GETCO, LLC (“Getco”):

Stephen Schuler, Co-Founder and Chief Executive, Getco
John A. McCarthy, General Counsel, Getco
Eric Stockland, Associate, Getco
Peter Rich, Principal of the Rich Feuer Group
Mitchell Feuer, Principal of the Rich Feuer Group

The discussion included, among other things, the Commission’s Concept Release on Equity Market Structure, the Commission’s Proposal regarding Regulation of Non-Public Trading Interest, the Commission’s Proposal to Eliminate the Flash Order Exception from Rule 602 of Regulation NMS, and the provisions of the Dodd-Frank Act regarding Mandatory Exchange Trading and Swap Execution Facilities.

Alicia Goldin and Brian P. Murphy, Counsel to Commissioner Walter, held a follow-up phone conversation with the same Getco representatives on December 17, 2010, to further discuss the views of the representatives relating to the provisions of the Dodd-Frank Act regarding Mandatory Exchange Trading and Swap Execution Facilities.