

MEMORANDUM

TO: Incentive-Based Compensation Arrangements
(Release No. 34-77776; IA-4383; File No. S7-07-16)
Proposal Files

FROM: Emily Rowland
Attorney-Adviser, Division of Investment Management

RE: Meeting with Representatives of the Center on Executive Compensation, Charles Schwab, US Bank and American Express

DATE: July 19, 2016

On July 19, 2016, staff from the Office of the Comptroller of the Currency (OCC), the Board of Governors of the Federal Reserve System (FRB), the Federal Deposit Insurance Corporation (FDIC), the Federal Housing Finance Agency (FHFA), the Securities and Exchange Commission (SEC), and the National Credit Union Administration (NCUA) met with representatives from the Center on Executive Compensation (CEC), Charles Schwab, US Bank and American Express. The representatives shared a number of views on the proposed Incentive-Based Compensation Arrangements Rule. The representatives indicated that they would submit written comments outlining their concerns, which primarily focused on the scope of the rule, the recordkeeping provisions, the length and structure of deferral periods, the definitions of “incentive-based compensation,” “covered person,” and “significant risk-taker,” and the composition of deferred incentive-based compensation under the proposed rule.

Participants

OCC	Patrick Tierney
	Stuart Feldstein
	Melissa Lisenbee
	Alison MacDonald
FDIC	Rae-Ann Miller
	Catherine Topping
FHFA	Mary Pat Fox

	Lindsay Simmons
SEC	Natasha Greiner
	Alpa Patel
	Kevin Schopp
	Emily Rowland
NCUA	Elizabeth Wirick
	Jeffrey Marshall
FRB	Michael Solomon
	Teresa Scott
	Joe Maldonado
	Gillian Burgess
	Flora Ahn
	Steve Bowne
CEC	Henry Eickelberg
Charles Schwab	Edwin Linares
	Scott Eckel
US Bank	Kevin Willen
	Justin Windschitl
American Express	Anil Agarwal