

MEMORANDUM

TO: File No. S7-07-16
FROM: Kevin Schopp
Special Counsel
Division of Trading and Markets
U.S. Securities and Exchange Commission
DATE: October 18, 2016
RE: Meeting with Representatives of McGuireWoods

On October 18, 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), and the Securities and Exchange Commission (SEC) met with representatives from McGuireWoods. The McGuireWoods representatives shared their views on the proposed Incentive-Based Compensation Arrangements rule. Specifically, they discussed the definitions of “senior executive officer” and “significant risk-taker” and provisions related to governance, deferral, downward adjustment, and forfeiture.

Participants

FDIC	Rae-Ann Miller
	Nefretete Smith
	Catherine Topping

FHFA	Carol Connelly
	Mary Pat Fox
	Rick Oettinger
	Lindsay Simmons

FRB	Gillian Burgess
	Alyssa O’Connor
	Joe Maldonado
	Teresa Scott

OCC

Melissa Lisenbee
Alison MacDonald
Marta Stewart-Bates

SEC

Natasha Greiner
Sirimal Mukerjee
Alpa Patel
Emily Rowland
Kevin Schopp
Jonathan Shapiro

McGuireWoods

Rosemary Becchi
Taylor French
Lai Lam