



## MEMORANDUM

**To:** File  
**From:** Bonnie Gauch  
**Date:** November 14, 2007  
**RE:** Meeting with representatives of Federated Investors, Inc. relating to rule amendments proposed in Securities Exchange Act Release No. 55431 (File No. S7-08-07), titled "Amendments to Financial Responsibility Rules for Broker-Dealers"

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On November 13, 2007, Commission staff met with individuals representing Federated Investors, Inc. ("Federated") regarding proposed amendments to certain rules to allow broker-dealers to use money market mutual funds for various additional regulatory purposes. Among other things, the Commission proposed in Securities Exchange Act Release No. 55431 to amend Rules 15c3-1 and 15c3-3 to allow broker-dealers to use money market mutual funds for various additional regulatory purposes.

The staff members attending the meeting from the Commission's Division of Trading and Markets<sup>1</sup> were Erik Sirri, Director; Bob Colby, Deputy Director; Michael Macchiaroli, Associate Director; Thomas McGowan, Assistant Director; Randall Roy, Branch Chief; and Bonnie Gauch, Special Counsel. Commissioner Annette Nazareth and her Counsel, David Hsu, also attended the meeting. Attending from Federated were Eugene F. Maloney, Esq. and Deborah Cunningham. Stuart Kaswell and David Harris of Dechert, Price & Rhodes also attended as representatives of Federated. Tony Puricelli of Deutsche Bank participated via telephone for a portion of the meeting.

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<sup>1</sup> Previously known as the "Division of Market Regulation."