

July 14, 2011

Ms. Elizabeth M. Murphy
Secretary
U.S. Securities and Exchange Commission
100 F Street NE
Washington, DC 20549-1090

RE: File No. SR-FINRA-2011-028 - Notice of Filing of Proposed Rule Change to Adopt Rules Regarding Supervision in the Consolidated FINRA Rulebook

Dear Ms. Murphy:

The Financial Services Institute (FSI) is submitting this letter in response to the *Notice of Filing of a Proposed Rule Change to Adopt Rules Regarding Supervision in the Consolidated FINRA Rulebook*, issued by the Securities and Exchange Commission (SEC) on June 23, 2011.

The proposed notice solicits comment on rule changes regarding NASD Rule 3010 (the supervision rule), NASD Rule 3012 (the supervisory controls rule), as well as proposing two new rules, in connection with the Financial Industry Regulatory Authority's (FINRA) rulebook consolidation process. In accordance with customary practice, the SEC published the Proposed Rule Changes with a 21-day comment period, requiring comments to be submitted by July 20, 2011. Given the potential impact and importance of the proposed rule changes to both member firms and investors, FSI believes that an extension of the time period for providing comments should be provided.

FSI is aware of the statutorily-mandated requirements regarding time periods to review and act on proposed rulemaking. While it is often possible to review a proposed rulemaking and assess the potential impact within the prescribed time period, in this case, there are a number of factors regarding the proposed rule changes that necessitate additional time for reviewing and commenting on the proposal.

- **Importance of the Rulemaking** - The Supervision proposal is among the most important that FINRA will work through in connection with the rulebook consolidation process. The final form of these rules should be subject to a thorough and thoughtful analysis from all interested parties. Such a process can only be accomplished with additional time. Allowing for the requested additional time will have the effect of ensuring a rule that is better crafted to benefit investors and member firms alike

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- **Length and Complexity of the Proposal** - At well over 100 pages, including FINRA's discussion and analysis of the proposed rules and proposed rule changes, response to comments, and other materials, additional time is necessary in order to sort through the substantial amount of information contained in the proposal. Furthermore, the proposed rules and proposed rule changes implicate numerous existing rules and procedures that relate to complex issues surrounding the supervisory system of member firms that affect virtually all aspects of member operations. Additional time is needed to fully understand all of the potential consequences that the proposal will have on these systems and operations.
- **Pace of Regulatory Change in Recent Years** - Second, the proposed rules were initially proposed in May of 2008, more than three years ago. Member firms and other interested parties will need additional time to consider the changes that have occurred in those three years and revise their analysis as needed in light of these changes.
- **Shortage of Business Days to Review and Comment** - Finally, due to the timing of the proposed rule and intervening holidays and weekends, the 21-day comment period actually provides just 14 business days for interested parties to review and assess the proposed rule makings. Fourteen business days is simply not sufficient to review and assess a rule change proposal of this magnitude and length.

With this in mind, FSI respectfully requests that the SEC provide for a two-week extension, at a minimum, for comments on the proposed rule changes. FSI appreciates the SEC's consideration of this request for an extension of the deadline for comments regarding the proposed rule changes. Should you have any questions, please feel free to contact me at 770 980-8488 or david.bellaire@financialservices.org.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'D. Belloire'.

David T. Belloire, Esq.
General Counsel & Director of Government Affairs