

MEMORANDUM

TO: File No. 4-610

FROM: Alicia F. Goldin
Division of Trading and Markets

DATE: June 21, 2011

RE: Conference Call with Representatives of the National Federation of Municipal Analysts (NFMA) Regarding Municipal Securities

On May 11, 2011, the following representatives of the NFMA:

- Greg Clark, Chair;
- Greg Aikman, Vice-Chair and future Chair;
- Jeff Burger, Secretary;
- Mark Stockwell, Chair of Industry Practices Committee and Immediate Past Chair;
and
- Lisa Good, Executive Director

participated in a conference call with Commissioner Elisse B. Walter; Cyndi Rodriguez from the Office of Commissioner Walter; Martha Haines, Mary Simpkins, John McWilliams, David Sanchez and Alicia Goldin from the Division of Trading and Markets; Amy Starr and William Hines from the Division of Corporation Finance; and Mark Zehner and John Wilcox from the Division of Enforcement, to discuss issues related to the municipal securities market. The participants discussed, among other things, the topics listed in the attached agenda items, provided by the NFMA in advance of the call.

Agenda Items Provided by NFMA in Advance of May 11, 2011 Conference Call with
Commissioner Walter and SEC Staff

- 1) Expected date of next Interpretive Release and/or Staff Report. To the extent you can discuss, indications of what areas of interest the SEC might address in these documents.
- 2) Whether the SEC could increase its enforcement of 15c2-12 in cases where terms of an existing Continuing Disclosure Agreement have not been met, e.g. by preventing broker-dealers from selling new bonds.
- 3) Safe harbor provisions - Whether the SEC could make a definitive statement, in its next Interpretive Release or otherwise, stating that issuers will be protected from allegations of insider trading and/or securities fraud if they 1) release interim information, including unaudited financial reports; or 2) hold discussions with analysts who contact an issuer for information, as long as the information is public and would be released to anyone else who contacts the issuer.
- 4) How to improve timeliness of annual audits.
- 5) What the SEC has in mind in terms of developing "basic disclosure standards".
- 6) Market-related observations.