MEMORANDUM

TO: Files on Title VI of the Dodd-Frank Wall Street Reform and Consumer Protection

Act (Dodd-Frank Act)

FROM: Division of Trading and Markets, Office of Trading Practices

DATE: October 22, 2010

RE: Meeting with Representatives from the Association of Institutional Investors

On October 22, 2010, staff from the Division of Trading and Markets and the Division of Risk, Strategy and Financial Innovation, met with representatives from the Association of Institutional Investors and generally discussed the implementation of Section 621 of the Dodd-Frank Act. A meeting agenda is attached to this memorandum.

Institutional Investors October 22nd, 2010

Key topics with regard to Section 621 of the Dodd-Frank Act

Conflicts of Interest Regarding Securitizations

Market making

Disclosure

Materiality

Scope of contemplated rules