MEMORANDUM

| TO: | File |
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| FROM: | James P. Sinnott |
| RE: | Business Conduct Consultation with the American Public Gas Association |
| DATE: | November 23, 2010 |

On August 11, 2010, Lourdes Gonzalez, Joanne Rutkowski, Christine Sibille, Caite McGuire, and Cindy Oh of the Securities and Exchange Commission ("SEC") and Phyllis Cela, Katherine Driscoll, Ted Kneller, Barry McCarty, Stephanie Horne, Peter Sanchez, Vivek Jain, and Brian Conlon of the Commodity Futures Trading Commission ("CFTC") consulted with Nate Hill (American Public Gas Association), Dave Schryver (American Public Gas Association), Jeff Billings (Municipal Gas Authority of Georgia), Joe Holmes (Colorado Springs Utilities), and Paul Architzel (Alston& Bird).

The participants discussed the business conduct provisions of the Dodd-Frank Act. The participants also discussed: (1) their usage of swaps, (2) the market environment in which they transact, and (3) the documentation of their swaps transactions.

[No agenda available for this meeting.]