

MEMORANDUM

TO: File No. S7-39-10
FROM: Richard Grant
RE: Meeting with Representatives from Electric Utilities
DATE: April 13, 2011

On April 13, 2011, representatives from the Securities and Exchange Commission (“SEC”) and the Commodity Futures Trading Commission (“CFTC”) participated in a meeting with representatives from electric utilities. The SEC representative at the meeting was Richard Grant, who participated telephonically. The CFTC representatives at the meeting were Eric Juzenas, Megan Sperling, George Wilder, Christopher Iacovella, Jason Gizzarelli, Dan Berkovitz, Mark Fajfar, Rose Troia, Steve Kane, Mark Higgins, Christopher Cummings, and Greg Kuserk. The electric utility representatives present at the meeting were John Crespo (American Electric Power), David Kulha (American Electric Power), Gary Germeroth (Calpine), Sarah Novosel (Calpine), Lael Campbell (Constellation Energy), Andrew Stevens (DC Energy), Joelle Ogg (DC Energy), Lopa Parikh (Edison Electric Institute), Aaron Trent (Edison Electric Institute), Amy Pressler (Edison International), Chris Bernard (Edison International), Heather Harrison (Edison International), Dan Dolan (Electric Power Supply Association), Noel Trask (Exelon), Robert Gaudette (GenOn Energy), Debra Raggio (GenOn Energy), Jon Haygood (Southern Company), KC Hairston (Southern Company), David Perlman (Bracewell & Giuliani LLP), George Fatula (Bracewell & Giuliani LLP), and Catherine Krupka (Sutherland Asbill & Brennan LLP), with Paul Pantano (Cadwalader, Wickersham & Taft LLP) participating telephonically. At the meeting, the electric utility representatives provided their views and observations on the proposed rules to further define the terms “swap dealer,” “security-based swap dealer,” “major swap participant,” “major security-based swap participant,” and “eligible contract participant” (File No. S7-39-10) and related issues.

ELECTRIC UTILITY REPRESENTATIVES
meeting at the
COMMODITY FUTURES TRADING COMMISSION
April 13, 2011

Agenda:

- Assuming some financially-settled instruments related to electricity are swaps, are swap dealers active in this market? If so, what are the identifying characteristics of the swap dealers?
- Assuming there are swap dealers in this market, how should a “de minimis” level of swap dealing be defined?
- How are other applicable state or federal regulatory regimes relevant in identifying swap dealers?