

SUMMARY OF CQ/CTA/UTP GENERAL SESSION OF NOVEMBER 19, 2020*
(HELD VIA WEBEX)

Operating Committee Participants: Cboe BYX Exchange, Inc., Cboe BZX Exchange, Inc., Cboe EDGA Exchange, Inc., Cboe EDGX Exchange, Inc., Cboe Exchange, Inc., Financial Industry Regulatory Authority, Inc., Investors Exchange LLC, Long-Term Stock Exchange, Inc., MEMX LLC, MIAX PEARL, LLC, Nasdaq BX, Inc., Nasdaq ISE, LLC, Nasdaq PHLX, Inc., The Nasdaq Stock Market LLC, New York Stock Exchange LLC, NYSE American LLC, NYSE Arca, Inc., NYSE Chicago, Inc., and NYSE National, Inc.

Advisory Committee Members: Retail Representative (Chris Nielsen, Charles Schwab); Investor Representative (Thomas Jordan, Jordan & Jordan); Vendor Representative (Kerry Baker Relf, Refinitiv); Institutional Representative (Bill Conti, Goldman Sachs); Participant Representatives (Ed Flynn (TD Ameritrade), Wesley Todd Watkins (E*Trade), Patti Sachs (Citigroup), Paul O'Donnell (Morgan Stanley), Melissa Hinmon (Glenmede), Hubert De Jesus (Blackrock)).

Securities Information Processors (SIPs): Brian Faughnan, Mike Collazo, Joe Gostomski (SIAC); Rob Vilardo, George Friend, Emma Gallup, Claudia Castedo, Mike O'Rourke, Joel Kazis, Ani Sathe (UTP).

Securities and Exchange Commission (SEC): Michael Coe, Mark Donohue, Richard Holley, Meg Olsen, Mia Zur, Nick Shwayri, Peggy Sullivan

Murphy & McGonigle, P.C.: James Dombach, Howard Kramer, Macauley Venora

Forefront: Rafi Reguer and Mark Dowd

1. **Introduction.** Bob Books (Cboe, Chair of the Operating Committee) welcomed Hope Jarkowski as the new NYSE representative.
2. **Approval of Minutes.** The minutes for the CQ/CTA/UTP general session meeting of September 10, 2020 were approved.
3. **Network Administrator Reports.** The network administrators reviewed changes in professional devices, nonprofessional subscriber populations and cable television households, and the number of per-query inquiries provided during the past quarter. These trends are available in the quarterly metrics reports, which are publicly available on the UTP Plan and CTA Plan websites.
4. **ATS Advisor.** Mr. Books and Mr. Dombach provided a summary of the selection process for the vacancy on the Advisory Committee for the Alternative Trading System (ATS) Advisor. Mr. Dombach stated that Stephen Miele was selected by the Participants but was unable to attend the quarterly meeting because he had not yet completed the paperwork to comply with the Conflicts of Interest and Confidentiality Policies.
5. **SEC Responses to Questions Regarding Confidentiality and Conflicts of Interest Policies.** The Participants previously prepared a summary of a call the Participants and Advisory Committee had with SEC Staff to resolve interpretive questions that the Participants had with respect to the modifications the SEC made in its approval orders of Plan-proposed amendments to adopt Confidentiality and Conflicts of Interest Policies. Mr. Kramer noted

that, between the last quarterly meeting and the current quarterly meeting, Plan counsel had additional discussions with SEC Staff in an attempt to resolve outstanding questions. The Participants prepared a revised version of the summary to reflect the additional discussions between Plan counsel and SEC Staff, and Mr. Kramer requested a status update on the revised version. Mr. Holley stated that the SEC was still considering the revised document.

6. SEC Staff Concerns with the Administrator & Processor Confidential Information Policies. Mr. Holley discussed the Administrators' and Processors' confidential information policies that were approved at the last quarterly meeting. Mr. Holley stated that SEC Staff had some concerns with respect to the policies, such as the definition of proprietary data products. Mr. Holley stated that SEC Staff would follow up with the Participants regarding the SEC Staff's concerns.
7. Update on Trading Halt Amendments. The Participants previously submitted amendments to their trading halt provisions to the SEC; however, the SEC Staff had comments on the amendments. Mr. Dombach stated that the Participants have incorporated new language into the amendments to address the SEC Staff comments and a transmittal letter for the trading halt amendment was being prepared. The SEC Staff had requested that the previously filed trading halt amendment be withdrawn, and a new amendment be submitted in its place. Mr. Dombach stated that the previously filed amendment had been withdrawn and the transmittal letter for the new filing will be revised to account for this request.
8. SEC Request on Old Outstanding Amendments. Mr. Dombach stated that SEC Staff requested that, due to the SEC's adoption of a new rule regarding its process for reviewing NMS Plan Amendments, the Participants withdraw three old outstanding amendments currently pending with the SEC: the CTC Plan Amendment, Amendment No. 21 to the UTP Plan, and the Trading Halt Amendments (discussed above). Mr. Dombach stated that the CTC Plan Amendment and Trading Halt Amendments were withdrawn but that the Participants were waiting for confirmation from SEC Staff about how to handle Amendment No. 21, as it had been noticed for comment by the SEC in 2010 but not acted upon since by the SEC. The Participants and SEC Staff agreed to schedule a call to further discuss Amendment No. 21.
9. Transaction Tax. Mr. Faughnan raised for discussion inquiries that the Processor has received related to the potential implementation of a securities transaction tax and whether the Processor would move to a new location if such a tax were enacted. The Processors requested confirmation on how to respond to these inquiries. The Participants agreed that the Processor should continue to respond that any decision to move the location of the Processor would be made by the Operating Committee. The Participants also discussed issues related to moving the Processor to a new location.
10. Multicast Protocols. Mr. Books raised for discussion the use of multicast (transmission of one message to multiple recipients simultaneously), noting that the Participants previously requested that the Processors conduct a cost analysis but that such a move to multicast may be part of a broader discussion related to a Distributed SIP. The Participants decided to

discuss multicast next year as part of the Distributed SIP subcommittee, where subcommittee members would discuss the current state of the Distributed SIP proposal.

11. UTP Audit Update. The Participants discussed concerns raised by the Advisory Committee at the prior meeting related to the UTP auditing process. Jeannie Merritt (UTP Administrator) presented several alternatives for conducting a review of the UTP audit process, which would include the use of a third-party auditor. Some members of the Advisory Committee expressed concerns that any such audit be of the entire UTP audit process and be conducted by a third party under the direction of the Operating Committee. The Participants and the Advisory Committee also discussed how the CTA and UTP audit processes could be harmonized.
12. Invalid Print Prevention. The meeting participants discussed Saturday testing that occurred on August 1, 2020, during which a Participant was conducting testing by sending prints that were not tied to normalized pricing and which caused a reset of Limit Up/Limit Down (LULD) price bands. The testing activity caused disruption to testing being conducted by new SRO Participants. The Participants decided to form a task force to look into the possibility of this activity occurring in a production environment and how to resolve the situation if it were to occur. The Participants also discussed whether the task force should work under the auspices of the LULD Plan rather than the CQ/CTA/UTP Plans given the overlap with LULD functionality.
13. LULD/MWCB Study. Karen Lorentz (NYSE) provided an update on a request received from the SEC Staff related to design of Market-Wide Circuit Breakers (MWCB) and operation of LULD for the period of market volatility in Spring 2020.
14. Subcommittee and Task Force Updates
 - Distributed SIP Subcommittee: The Participants decided to gather the materials previously reviewed in the Distributed SIP Subcommittee and conduct a status review beginning next January of the Distributed SIP and multicast proposals. Zoran Perkovic (LTSE) was appointed chair of the Distributed SIP Subcommittee.
 - Legal Subcommittee: The subcommittee chair noted that the subcommittee spent a large amount of time since the last quarterly session framing the questions that were discussed with the SEC regarding the modified Confidentiality and Conflicts of Interest Policies.
 - Communications Subcommittee: Forefront discussed initiatives that occurred since the last quarterly session, including the selection of the new Advisory Committee member.
 - CTA Processor Agreement Review Subcommittee: Brendan Loonam (FINRA) was appointed chair of the CTA Processor Agreement Review Subcommittee and stated he would be reaching out to Participants to schedule a meeting.

- Technical Subcommittee: Mr. Vilardo and Mr. Faughnan stated that there was nothing new to report.
15. SIP Reports. The SIPs reported on their performance and activities since the September 2020 meeting. They addressed capacity, peak usage, system availability and latency statistics, operational activities, production issues, SIP performance activities, and recent development activities. Metrics on SIP performance are publicly available in a quarterly report on the UTP Plan and CTA Plan websites.
 16. Upcoming Meeting Dates and Locations. The meeting participants discussed the upcoming meeting schedule.
 17. Agenda Items for Executive Session. The meeting participants determined that an executive session was not necessary for this quarterly meeting.

* This summary is intended as an informal summary of discussions that occurred at the general session and is subject to revision and to the approval of the Participants.