Meeting Between Staffs of the Federal Reserve Board, the OCC, the FDIC, the FHFA, the SEC, and the NCUA, and the Securities Industry and Financial Markets Association (SIFMA)
June 29, 2016

Participants: Michael Solomon, Meg Donovan, Joe Maldonado, and Gillian Burgess (Federal Reserve Board); Debra Peery, Patrick Tierney, Melissa Lisenbee, and Alison MacDonald (Office of the Comptroller of the Currency); Catherine Topping, Nefretete Smith, and Rosalind Bennett (Federal Deposit Insurance Corporation); Mary Pat Fox and Christopher Curtis (Federal Housing Finance Agency); Alpa Patel, Kevin Schopp, and Natasha Greiner (Securities and Exchange Commission), and Elizabeth Wirick (National Credit Union Administration)

Andy Blocker, Carter McDowell, and Peter Matheson (SIFMA); Elizabeth Varley (Ameriprise); Bret Hester (Barclays); Judith Verhave and Bennett Josselsohn (BNY Mellon); Arthur Kohn and Mary Alcock (Cleary Gottlieb); Kyoko Lin Takahashi, Jean McLoughlin, and Margaret Tahyar (Davis Polk & Wardwell LLP); Esta Stecher and Michael Paese (Goldman Sachs); Joe Timmins (Janney Montgomery); Sarah Gill (LPL); Patricia Gould (Morgan Stanley); Mark Schuermann (Nomura); David Lambert (TD Ameritrade); and Kevin Willen (U.S. Bank)

Summary: Staffs of the Federal Reserve Board, the OCC, the FDIC, the FHFA, the SEC, and the NCUA met with representatives from SIFMA to discuss the NPR on Incentive-Based Compensation Arrangements (Dodd-Frank Act Section 956) (Docket No. R-1536). The representatives shared a number of concerns with the NPR, particularly around the effect the proposed rule would have on ability of financial institutions to recruit and retain talent. The representatives indicated that they would submit written comments outlining their concerns, which primarily focused on the scope of the rule, the length of clawback periods, the definition of "incentive-based compensation," consolidation, the standard for determining control of a covered institution, the role of the board of directors, and the composition of deferred incentive-based compensation under the proposed rule.