

MEMORANDUM

TO: Executive Secretary
Notice of Proposed Rulemaking:
Incentive-Based Compensation Arrangements (RIN 3064-AD86)

FROM: Catherine Topping, Counsel, FDIC Legal Division

DATE: July 22, 2016

SUBJECT: Meeting with Representatives from the Center on Executive Compensation

On July 19, 2016, staff from the FDIC, OCC, Federal Reserve Board, NCUA, FHFA, and SEC met with representatives from the Center on Executive Compensation and representatives from American Express, Charles Schwab, and US Bank to discuss the second joint Notice of Proposed Rulemaking (NPR) to implement section 956 of the Dodd-Frank Wall Street Reform and Consumer Protection Act. This NPR was published in the Federal Register on June 10, 2016 (81 FR 37670). The primary topics for this meeting, as requested by the Center on Executive Compensation, were the scope of coverage of the proposed rule and the impact of proposed definitions, recordkeeping requirements, and deferral requirements in the proposed rule applicable to incentive-based compensation arrangements at financial institutions.

A list of attendees appears below.

Participants:

Henry Eickelberg (Center on Executive Compensation)

Anil Agarwal (American Express)

Edwin Linares (Charles Schwab)

Scott Eckel (Charles Schwab)

Kevin Willen (US Bank)

Justin Windschitl (US Bank)

Gillian Burgess (FRB)

Michael Solomon (FRB)

Joe Maldonado (FRB)

Lindsay Simmons (FHFA)

Mary Pat Fox (FHFA)

Melissa Lisenbee (OCC)

Alison MacDonald (OCC)

Catherine Topping (FDIC)

Rae-Ann Miller (FDIC)

Via Phone

Natasha Greiner (SEC)

Alpa Patel (SEC)

Kevin Schopp (SEC)

Emily Rowland (SEC)

Steve Bown (FRB)

Flora Ahn (FRB)

Teresa Scott (FRB)

Patrick Tierney (OCC)

Stuart Feldstein (OCC)

Elizabeth Wirick (NCUA)

Jeffrey Marshall (NCUA)