

MEMORANDUM

TO: Public File – Notice of Proposed Rulemaking: Prohibitions and Restrictions on Proprietary Trading and Certain Interests in, and Relationships with, Hedge Funds and Private Equity Funds (RIN 3064-AD85)

FROM: Benjamin Klein, Honors Attorney, FDIC Legal Division

DATE: March 21, 2012

SUBJECT: Meeting with Chesapeake Energy Corporation and Gavilon, LLC

On March 21, 2012, staff from the FDIC's Division of Risk Management Supervision/Capital Markets (Bob Bean, Associate Director; and Karl Reitz, Senior Policy Analyst), Division of Insurance and Research, Special Studies Section (Jack Reidhill, Chief), and the Legal Division (Michael Phillips, Counsel; and Benjamin Klein, Honors Attorney) met with the following: Jim Newsome, Delta Strategy Group; Elliot Chambers, Vice President, Chesapeake Energy Corporation; and Lance Kotschwar, Senior Compliance Attorney, Gavilon, LLC.

The agenda for the meeting involved certain provisions of the interagency notice of proposed rulemaking ("NPR") implementing section 619 of the Dodd-Frank Wall Street Reform and Consumer Protection Act ("Act"). The NPR was published in the *Federal Register* of November 7, 2011 (76 FR 68846). The primary topics of discussion included: (1) the scope of the underwriting and market-making exemptions to the NPR's ban on proprietary trading, and (2) how such provisions of the NPR would affect the ability of end users to obtain funding and manage risk.