

DTCC Data Repository

55 WATER STREET

NEW YORK, NY 10041-0099

August 13, 2014

By Electronic Mail

Ms. Melissa Jurgens

Secretary

Commodity Futures Trading Commission

1155 21st Street, N.W.

Washington, D.C. 20581

DDR Rule Filing: 2014-05

Re: Amendments to DTCC Data Repository (U.S.) LLC Policies and Procedures Pursuant to Order Granting Provisional Registration as a Swap Data Repository and Amendments to DTCC Data Repository (U.S.) LLC Rulebook and Operating Procedures Pursuant to Section 5c(c) (1) of the Commodity Exchange Act and Commission Regulation § 40.6

Dear Ms. Jurgens:

Pursuant to Section 5c(c)(1) of the Commodity Exchange Act, as amended, Commodity Futures Trading Commission (the “CFTC” or the “Commission”) Regulation § 40.6 and the Order granting DTCC Data Repository (U.S.) LLC (“DDR”) provisional registration, DDR submits, by written certification, the amendments to the policies, procedures and the DTCC Data Repository (U.S.), LLC Rulebook (“DDR Rulebook”) and DDR Disclosure Document (collectively, the “DDR Policies & Procedures”) specified below.

DDR recently submitted applications with the Ontario Securities Commission, Autorité des Marchés Financiers and The Manitoba Securities Commission (collectively, the “Canadian Regulators”) for designation or recognition as a trade repository in the their respective jurisdictions pursuant to OSC Rule 91-507 Trade Repositories and Derivatives Data Reporting, AMF Rule 91-507 Trade Repositories and Derivatives Data Reporting and MSC Rule 91-507 Trade Repositories and Derivatives Data Reporting (collectively, the “Canadian Regulations”). In connection with such applications DDR has amended the DDR Polices & Procedures as noted below and as more fully described in Annex I: Summary of Changes, attached herein:

- I. DDR Code of Ethics;
- II. DDR Conflict of Interest Resolution Policy;

FOIA Confidential Treatment Requested by DDR

- III. DDR Rulebook including the DDR User Agreement, Supplement to the User Agreement, DDR Operating Procedures and the Swap Data Repository Appendix to the Operating Procedures;
- IV. DDR Financial Resources Procedure;
- V. DDR Disclosure Document;
- VI. DDR Systems Development and Monitoring Procedures;
- VII. DDR Compliance Manual;
- VIII. DDR Compliance Department Procedures;
- IX. DDR Access and On-Boarding Procedures; and
- X. DDR Privacy & Confidentiality Policy and Procedures.

DDR certifies that these amendments comply with the Commodity Exchange Act and the rules and regulations promulgated by the Commission thereunder. Because all of the DDR Policies & Procedures, except for the DDR Rulebook and Disclosure Document, are internal documents that are not provided to DDR Users or the public, DDR is seeking confidential treatment for the other DDR Policies & Procedures submitted herein pursuant to CFTC Regulation § 40.8, and consequently, DDR will only post a copy of the DDR Rulebook and Disclosure Document on its website. No substantive opposing views have been expressed by Users or others with respect to the amendments.

As noted above, enclosed with this letter is a marked version of the DDR Policies & Procedures. If you have any questions or need further information, please contact me at 212.855.3206 or Paul Gottlieb at 212.855.3273.

Sincerely,



Lisa Siebold
Chief Compliance Officer

Enclosures

ANNEX I: SUMMARY OF DOCUMENT CHANGES

Details about the material changes that have been made to DDR's Policies & Procedures are enumerated below.

- I. DDR has amended the *DDR Code of Ethics* to: (1) add the Canadian Regulators to the list of DDR's supervising regulators and "Legal/Regulatory Framework"; and (2) add the concept of "Applicable Law" which includes the laws promulgated by all of the regulatory agencies with supervisory authority over DDR.
- II. DDR has amended the *DDR Conflict of Interest Resolution Policy* to: (1) add the Canadian Regulators to the list of DDR's supervising regulators; (2) add Canadian Regulations to the "Legal/Regulatory Framework"; (3) add the concept of "Applicable Law" which includes the laws promulgated by all of the regulatory agencies with supervisory authority over DDR; and (4) remove the obligation of the DDR Audit Committee to review conflicts of interest between DDR and New York Portfolio Clearing LLC ("NYPC"), as the DDR Chief Compliance Officer no longer serves as the Chief Compliance Officer of NYPC.
- III. DDR has amended the *DDR Rulebook* including, the *DDR User Agreement, Supplement to the User Agreement*, the *DDR Operating Procedures* and the *Swap Data Repository Appendix to the Operating Procedures* to:
 - a. The *DDR Rulebook* has been amended to:
 - i. change "swap data repository" to "trade repository";
 - ii. move defined term "Market Participants" to Section 12: Terms & Terminology;
 - iii. add the Canadian Regulators to the list of DDR's supervising regulators;
 - iv. add the Canadian Regulators along with the CFTC and SEC to create the term "Designated Regulators";
 - v. add the concept of "Applicable Law" which includes the laws promulgated by all of the regulatory agencies with supervisory authority over DDR;
 - vi. add completion of the "DDR Canada – Local Counterparty" tab of in Annex I to the User Agreement as a requirement to submit Canadian swap data;
 - vii. add the concept of a unique transaction identifier ("UTI") for submissions in Canadian Jurisdictions;
 - viii. add the requirement to develop and enforce policies and procedures necessary to satisfy the applicable regulations in any of the jurisdictions in which DDR provides trade repository services;

- ix. add a requirement to notify the DDR Board for issues of various types of non-compliance;
 - x. expand the definition of “message types” to include any other derivatives data required to be reported to a trade repository as specified by any of the Designated Regulators;
 - xi. expand Section 3.3.2.2 to provide further guidance on what constitutes a “Trusted Source” and to describe DDR’s qualification for determining which entities will be considered for “Trusted Source” designations;
 - xii. add the concept of transaction level data as defined by regulations in the Canadian Jurisdictions;
 - xiii. add the concept of “Aggregate Data Available to the Public” which will be provided for swap data submitted to DDR pursuant to regulations in the Canadian Jurisdictions;
 - xiv. add potential denial of User application based on sanctions administered by the Canadian Government’s Office of the Superintendent of Financial Institutions (“OSFI”); and
 - xv. add defined terms to incorporate regulations promulgated by the Canadian Regulators.
- b. The DDR User Agreement has been amended to refer to the completion of the “DDR Canada – Local Counterparty” tab in Annex I to the User Agreement in the body of the User Agreement; and
 - c. DDR has amended the DDR Supplement to the DTCC Non-U.S. User Agreement to include a reference to the “DDR Canada – Local Counterparty” tab in Annex I to the DDR User Agreement to allow firms to utilize DDR for Canadian swap data submissions.
 - d. DDR has added the Canadian Repository Appendix to the DTCC Data Repository (U.S.) LLC Operating Procedures to describe the Canadian swap data reporting service.
- IV. DDR has amended the *DDR Financial Resources Procedure* to: (1) add the Canadian Regulators to the list of DDR’s supervising regulators; (2) add the Canadian Regulations to “Legal/Regulatory Framework”; (3) add the concept of “Applicable Law” which includes the laws promulgated by all of the regulatory agencies with supervisory authority over DDR; (4) add the Canadian Regulators along with the CFTC and SEC to create the term “Designated Regulators”; (5) change the DTCC Finance Director to the DTCC Vice President of Finance; and (6) incorporate financial resources obligations and reporting requirements and the Canadian Jurisdictions.
- V. DDR has amended the *DDR Disclosure Document* to: (1) add the Canadian Regulators to the list of DDR’s supervising regulators; (2) add the Canadian Regulations to “Legal/Regulatory

Framework”; (3) add the defined term “Market Participants; (4) add the concept of “Applicable Law” which includes the laws promulgated by all of the regulatory agencies with supervisory authority over DDR; (5) add language to allow the Canadian Regulators to access data submitted pursuant to Canadian Regulation; (6) add the Canadian Regulators along with the CFTC and SEC to create the term “Designated Regulators”; (7) revise the description of DDR’s Services to include the provision of services in the Canadian Jurisdictions and to remove the provision of services pursuant to SEC regulation; (8) add discretion of the Board to determine fees; and (9) update Section 9 – Governance Arrangements, to include the concept of “Independent Perspective” under CFTC regulation and to outline the role of the DDR Audit Committee.

- VI. DDR has amended Exhibit FF-6, the *DDR Systems Development and Monitoring Procedures* to: (1) add the Canadian Regulators to the list of DDR’s supervising regulators; (2) add the Canadian Regulations to “Legal/Regulatory Framework”; (3) add the concept of “Applicable Law” which includes the laws promulgated by all of the regulatory agencies with supervisory authority over DDR; (4) add the Canadian Regulators along with the CFTC and SEC to create the term “Designated Regulators”; (5) allow for access to DDR Data by Canadian Regulators; and (6) incorporate reporting requirements to the Canadian Regulators.
- VII. DDR has amended Exhibit FF-7, the *DDR Compliance Manual* to: (1) add the Canadian Regulators to the list of DDR’s supervising regulators; (2) add the Canadian Regulations to “Legal/Regulatory Framework”; (3) add the concept of “Applicable Law” which includes the laws promulgated by all of the regulatory agencies with supervisory authority over DDR; (4) add the Canadian Regulators along with the CFTC and SEC to create the term “Designated Regulators”; (5) create the defined term of “Market Participants”; (6) add a qualification to prevent members of the DDR Board from having a statutory disqualification or other disciplinary offense in jurisdictions where DDR is registered, designated or recognized; (7) update to reflect changes to the structure of the DDR Board; (8) add the position of DDR Business Manager to the list of DDR officers; (9) add the concept of a unique transaction identifier (“UTI”) for submissions in the Canadian Jurisdictions; (10) add the Protection and Electronic Documents Act and the Quebec Private Sector Act to the list of privacy laws DDR is subject to; (11) add the Deputy Privacy Officer as a contact for the DTCC Privacy Department; (12) change the classification of the DDR Systems from “DDR Restricted” to “DTCC Confidential” to align with DTCC policy; (13) update regulatory reporting requirements to include the Canadian Jurisdictions; (14) add a requirement to screen against the Government of Canada’s OSFI sanctions screening list; and (15) add defined terms to incorporate the Canadian Regulators and regulations promulgated by the Canadian Regulators.
- VIII. DDR has amended Exhibit FF-8, the *DDR Compliance Department Procedures* to: (1) add the Canadian Regulators to the list of DDR’s supervising regulators; (2) add the Canadian Regulations to “Legal/Regulatory Framework”; (3) add the concept of “Applicable Law” which includes the laws promulgated by all of the regulatory agencies with supervisory authority over DDR; (4) add the Canadian Regulators along with the CFTC and SEC to create the term “Designated Regulators”; and (5) incorporate financial resources obligations and reporting requirements and the Canadian Jurisdictions.

- IX. DDR has amended Exhibit FF-9, the *DDR Access and On-Boarding Procedures* to: (1) add the Canadian Regulators to the list of DDR's supervising regulators; (2) add the Canadian Regulations to "Legal/Regulatory Framework"; (3) add the concept of "Applicable Law" which includes the laws promulgated by all of the regulatory agencies with supervisory authority over DDR; (4) add the Canadian Regulators along with the CFTC and SEC to create the term "Designated Regulators"; (5) create the defined term of "Market Participants"; (6) add a requirement to screen against the Government of OSFI sanctions screening list; and (6) remove the requirement to conduct an adverse information check on on-boarded entities.
- X. DDR has amended Exhibit GG-1, the *DDR Privacy & Confidentiality Policy and Procedures* to: (1) add the Canadian Regulators to the list of DDR's supervising regulators; (2) add the Canadian Regulations to "Legal/Regulatory Framework"; (3) add the concept of "Applicable Law" which includes the laws promulgated by all of the regulatory agencies with supervisory authority over DDR; (4) add the Canadian Regulators along with the CFTC and SEC to create the term "Designated Regulators"; (5) change the classification of the DDR Systems from "DDR Restricted" to "DTCC Confidential" to align with DTCC policy; and (6) add the Deputy Privacy Officer as a contact for the DTCC Privacy Department.