

T+2 Steering Committee

Agenda

November 23, 2016 at 10:30 AM ET – 7:30 AM PT

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| 1. Approval of the October 26 th Minutes | Keith Evans |
| 2. UST2 - Status of T+2 | John Abel |
| 3. CCMA Update | Keith Evans |
| a. Comment letter Submissions | |
| b. IIAC comment letter on the CSA Consultation Paper | |
| c. IIROC mandates testing | |
| 4. Industry Readiness | Keith Evans |
| a. Revised proposed document (at the end of this package) | |
| 5. T2SC Working Group Status | |
| a. OWG | Michael Holmes |
| | Dom Sgambelluri |
| b. LRWG | Jamie Anderson |
| c. CEWG | Barb Amsden |
| d. MFWG | Kyle Bedeau |
| 6. Issues completed by working groups for approval | Jason O’Born |
| a. OWG – 024 - Accrued Interest | |
| b. LRWG – 004 – Mutual Funds 81-102, 007 – Insurance Products,
014 – Commodity Pools, 045 Omgeo | |
| c. CEWG | |
| 7. Other Business | |
| 8. Next Meeting | Wednesday January 18, 2017 at 10:30 AM ET 7:30 AM PT |

Conference Details

Conference ID: 7312646#

Local Dial-in 416-933-8665

Toll-free Dial-in: 1-888-402-9166

Minutes of October 26, 2016

Keith Evans of CCMA welcomed and thanked all members for attending the T2SC meeting.

1. Approval of the September 22, 2016 meeting minutes **Keith Evans**

Keith Evans reported that the minutes had been distributed prior to the meeting and that no comments had been received. No additional comments were made at the meeting and the minutes of September 22, 2016 were unanimously approved.

2. UST2 - Status of T+2 **John Abel**

John Abel was unable to attend the meeting.

Keith Evans reported that the UST2 committee had issued their final version of the US Asset List in late September. It is posted on both the UST2 and CCMA websites.

Keith reported that the SEC had issued the Final Rules for comment. He also reported that DTCC would be hosting a T+2 Forum on October 28th, and that Keith would be attending. A summary of the forum would be provided to the committee members (the forum is not being provided by dial-in and likely not recorded).

3. CCMA Update **Keith Evans**

Keith Evans reported that the CCMA had spent the recent past drafting regulatory comment letters, and that all three (SEC, CSA, IIROC) would be reviewed under a separate agenda item later in the meeting. He also reported that the CEWG had drafted a new newsletter summarizing the regulatory comment letters, and that this newsletter would be released the first week of November.

4. Industry Readiness **Members**

Keith Evans reported that he had had a number of discussions with both industry members, as well as regulators, since the last meeting. He reported that while the U.S. is no longer looking for any form of certification, good project governance was still leading to Canada providing some form of sign-off. However, the original draft document was causing some firms concern, due to possible legal implications of the wording. Keith said that, if the general concept of project readiness sign-off was approved, he would work with interested committee members to come up with proposed wording that would be acceptable to the CCMA from a project management perspective and to entities that would have to sign off, that is, without putting any legal obligations on individual members (infrastructure, service bureaus, etc.). **Note:** These entities (and not the CCMA) would individually determine what, if anything, they might require of their participants/members/clients. IIROC and CDS have requested that CCMA share the final form of wording for the project acknowledgement. The project acknowledgement wording will be brought to the steering committee in early 2017. Once approved, the timeline for firms to complete the project acknowledgement is expected to be June or July 2017. CDS is likely to use a similar project acknowledgement process.

Members of the Steering Committee unanimously approved the project acknowledgement process.

5. T2SC Working Group Status/Approvals

a. OWG

Dom Sgambelluri

Michael Holmes reported that the OWG had met the previous day and reviewed the latest on the industry test plans. The major new item was that CDS and DTC would now be testing cross border trade reporting. He also reported that the UST2 had issued their final asset list and it is available on the UST2 and CCMA websites. He indicated that there has been no progress on the TELUS issue, other than the fact that TELUS had rejected the one ISIN option under discussion. Other options are now being considered. Michael then reported that

the Holiday Processing issue (OWG-023) was recommended to be closed - as much work as possible has been completed by CDS and the exchanges.

b. LRWG

Jamie Anderson

Jamie reported that the LRWG had not met since the last T2SC meeting, but was scheduled to meet tomorrow. He mentioned that the LRWG had sent 8 open LRWG issues to the UST2 for confirmation that rule amendments may or may not be required (5 appearing not to require rule amendments). These logs pertain to entities that operate in Canada but have their primary regulator in the U.S. An update will be provided at the next meeting. He also mentioned that the LRWG was seeking clarification from the UST2 on Tender Offers. Under s. 13e-4(f)(5) of the U.S. Securities Exchange Act, Tender Offers must be paid for 'promptly' upon take-up. The inquiry is whether through industry practice "promptly" generally follows the same timeline as securities settlement (currently three days). In Canada, s. 2.30(1)(c) of NI 62-104 *Takeover Bids and Issuer Bids* provides that tenders can be withdrawn if payment not received within 3 days. If the US determines that tenders should align with the securities settlement timeline (i.e. moving to T+2), the question is whether Canada should follow suit and amend s. 2.30(1)(c) to likewise reflect 2 days.

c. CEWG

Barb Amsden

Barb Amsden reported that the fifth issue of T+2 – What's New will be issued the first week of November to coincide with the submission of the regulatory comment letters. She said that the CEWG was currently working on a fourth batch of FAQs to be added to the CCMA website, that a new industry survey was likely late this year or early 2017, and that we had recently had an article posted in the fall edition of the ACPM newsletter.

Barb reviewed all of the current CEWG Issues (#1-5) recommending that all of them are complete and should be closed.

d. MFWG

Kyle Bedeau

Kyle Bedeau from Fundserv reported that Fundserv had recently issued a communication to all Fundserv members outlining the T+2 project, linking to key documents, and encouraging members to ensure that their organizations are up to date.

He also reported that the MFWG was making good process on the test plan for mutual funds.

Fundserv has some upcoming regulatory changes that may impact its UAT testing date of March 1, 2017.

Keith Evans reported that during a recent meeting with regulators, it was mentioned that if IFIC needs to make changes to NI 81-102, there may not be enough time to complete the process. Jamie said that this issue would be raised at the LRWG meeting the next day.

6. Issues completed by working groups for approval Jason O’Born

- a) OWG Issues; Michael Holmes reported that OWG – 023, which deals with Holiday Processing is being recommended for closing.
- b) CEWG Issues; Barb recommended that all five CEWG issues be closed. They deal with communications, speaking opportunities, and managing content of the CCMA website.
- c) T2SC: Keith reported on all three regulatory comment letters, and said that the OWG had reviewed the details and were recommending that all three be accepted as written and submitted to the regulators on behalf of the CCMA T2SC.

Jason O’Born asked for any questions or comments. After a brief discussion all issues were accepted for closure, and the comment letters were approved for submission.

7. Other Business

There was no new business brought forward at this time.

8. Next Meeting**November 23, 2016 at 10:30 AM ET 7:30 AM PT****List of Attendees**

CCMA	Keith Evans (Co-Chair)
RBC – CM	Jason O’Born (Co-Chair)
Bank of America	Doug Butters
Bank of Canada	Christian Belisle
BMO	Art Valdes
	Chris Bender
Broadridge	Theresa Blonde
Canaccord	Brenda McIntyre
CCMA	Jamie Anderson
	Barb Amsden
CEFTA	Pat Dunwoody
CGI	Margaret Stephens
	Davis Locke
CIBC Mellon	Louis Lesnika
	Carol Revoredo
	Dina Zivanovic
CIBC World Markets	Greg Holmes
	Paul Tamburo
	Andrew Jen
Compass36-	Merici Young
Connor Clark	Mark Austin
Credit Suisse	Sam Farrell
DTCC	Ana Lotharius
Edward Jones	Allan Knight
Fidelity Clearing	Jordan Diltz
Fundserv	Kyle Bedeau
IBM	Amy Li
IIROC	Marsha Gerhart



IFDS	Millicent Asiamah
National Bank	Natalie Roberge
	Nelson Dugre Sasserville
Northern Trust	Domenic Sgambelluri
PMAC	Kevin Leblanc
Questrade	Lulu Feng
Raymond James	Michael Holmes
Scotiabank	Corey Cunningham
Statestreet	Denny Mendoca
TD	Rob Candido
	Michael Kenny
	Dave O'Mara

SAMPLE PROJECT ACKNOWLEGDMENT BELOW

SAMPLE T+2 Project Acknowledgement

Dated the _____ day of _____, 2016

Name of Entity: _____

has taken commercially reasonable steps and we acknowledge that the entity:

- and its senior management have not been made aware of any material issues regarding functional and systems testing (including those outsourced) for T+2 settlement to the extent required for the entity’s operational activities;
- has enacted or intends to implement or file all rule, procedure, contractual, regulatory and other similar amendments required to implement T+2 settlement it deems necessary;
- has undertaken or intends to undertake a communications plan to advise its impacted clients and members of the entity’s T+2 settlement changes;
- has completed or is on schedule to implement all systems changes required for T+2 settlement it deems necessary; and
- in its sole discretion and after exercising commercially reasonable due diligence, anticipates no other material issues which would prevent its T+2 settlement development from going live on the 5th of September, 2017.

Name:	Name:
Title: e.g. Chief Executive Officer	Title: e.g. President
Signature: _____	Signature: _____

Please email the completed Project Acknowledgement to info@ccma-acmc.ca no later than close of business on **Friday 30th of June, 2017.**