

system of records in order to comply with the OMB guidance.

On August 19, 1996 the Railroad Retirement Board filed a new system report for this system with the Speaker of the House of Representatives, the President of the Senate, and the Office of Management and Budget. This was done to comply with section 3 of the Privacy Act of 1974 and OMB Circular No. A-130, Appendix I.

By authority of the Board.
Beatrice Ezerski,
Secretary to the Board.

RRB—49

SYSTEM NAME:

Telephone Call Detail Records.

SYSTEM LOCATION:

U.S. Railroad Retirement Board, 844 North Rush Street, Chicago, Illinois 60611-2092.

CATEGORIES OF INDIVIDUALS COVERED BY THE SYSTEM:

Individuals (generally agency employees and contractor personnel) who make or receive telephone calls from agency owned telephones at the agency's 844 North Rush Street headquarters building.

CATEGORIES OF RECORDS IN THE SYSTEM:

Name of employee, telephone number, location of telephone, date and time phone call made or received, duration of call, telephone number called from agency telephone, city and state of telephone number called, cost of call made on agency phone.

AUTHORITY FOR MAINTENANCE OF THE SYSTEM:

31 U.S.C. 1348(b)

ROUTINE USES OF RECORDS MAINTAINED IN THE SYSTEM, INCLUDING CATEGORIES OF USERS AND THE PURPOSES OF SUCH USES:

- a. Records may be released to agency employees on a need to know basis.
- b. Relevant records may be released to a telecommunications company providing support to permit servicing the account.
- c. Relevant records relating to an individual may be disclosed to a Congressional office in response to an inquiry from the Congressional office made at the request of that individual.
- d. Relevant information may be disclosed to the Office of the President for responding to an individual pursuant to an inquiry from that individual or from a third party on his/her behalf.

3. Relevant records may be disclosed to representatives of the General Services Administration or the National Archives and Records Administration

who are conducting records management inspections under the authority of 44 U.S.C. 2904 and 2906.

f. Records may be disclosed in response to a request for discovery or for the appearance of a witness, to the extent that what is disclosed is relevant to the subject matter involved in a pending judicial or administrative proceeding.

g. Records may be disclosed in a proceeding before a court or adjudicative body to the extent that they are relevant and necessary to the proceeding.

h. In the event that material in this system indicates a violation of law, whether civil, criminal, or regulatory in nature, and whether arising by general statute, or by regulation, rule, or order issued pursuant thereto, the relevant records may be disclosed to the appropriate agency, whether Federal, State, local or foreign, charged with the responsibility of investigating or prosecuting such violation or charged with enforcing or implementing the statute, rule, regulation, or order, issued pursuant thereto.

i. Relevant records may be disclosed to respond to a Federal agency's request made in connection with the hiring or retention of an employee, the letting of a contract or issuance of a grant, license or other benefit by the requesting agency, but only to the extent that the information disclosed is relevant and necessary to the requesting agency's decision on the matter.

POLICIES AND PRACTICES FOR STORING, RETRIEVING, ACCESSING, RETAINING, AND DISPOSING OF RECORDS IN THE SYSTEM:

STORAGE:

Paper and computer hard disk, cartridge, and tape.

RETRIEVABILITY:

Name, telephone extension, number dialed.

SAFEGUARDS:

Only designated personnel in the Bureau of Supply and Service have access to the computerized records. Access to the PC database containing call detail information is password protected. An additional password is required for access to the personal computer on which the database is housed.

RETENTION AND DISPOSAL:

Computerized records are retained for approximately 180 days and then are written over by more current call detail information. Paper reports, when issued, are disposed of as provided in National Archives and Records

Administration General Records Schedule 12.

SYSTEM MANAGER(S) AND ADDRESS:

Director of Supply and Service, U.S. Railroad Retirement Board, 844 North Rush Street, Chicago, Illinois 60611-2092.

NOTIFICATION PROCEDURE:

Requests for information regarding an individual's record should be in writing addressed to the Systems Manager identified above, including the full name and social security number of the individual. Before information about any record will be released, the System Manager may require the individual to provide proof of identity or require the requester to furnish an authorization from the individual to permit release of information.

RECORD ACCESS PROCEDURES:

See Notification section above.

CONTESTING RECORD PROCEDURES:

See Notification section above.

RECORD SOURCE CATEGORIES:

Telephone assignment records; computer software that captures telephone call information and permits query and reports generation.

SYSTEMS EXEMPTED FROM CERTAIN PROVISIONS OF THE ACT:

None.

[FR Doc. 96-22111 Filed 8-28-96; 8:45 am]

BILLING CODE 7905-01-M

SECURITIES AND EXCHANGE COMMISSION

[Investment Company Act Release No. 22167; 812-9866]

BT Investment Portfolios and Bankers Trust Company; Notice of Application

August 22, 1996.

AGENCY: Securities and Exchange Commission ("SEC").

ACTION: Notice of Application for Exemption under the Investment Company Act of 1940 (the "Act").

APPLICANTS: BT Investment Portfolios (the "Portfolio Trust") and Bankers Trust Company ("BT").

RELEVANT ACT SECTIONS: Order requested under section 17(d) of the Act and rule 17d-1 thereunder.

SUMMARY OF APPLICATION: Applicants request an order to permit a series of the Portfolio Trust, Liquid Assets Portfolio (the "Portfolio"), and BT, the Portfolio's investment adviser, to jointly enter into repurchase agreements and time

deposits with non-affiliated financial institutions.

FILING DATES: The application was filed on November 22, 1995 and amended on July 17, 1996. Applicants have agreed to file an amendment, the substance of which is incorporated herein, during the notice period.

HEARING OR NOTIFICATION OF HEARING: An order granting the application will be issued unless the SEC orders a hearing. Interested persons may request a hearing by writing to the SEC's Secretary and serving applicants with a copy of the request, personally or by mail. Hearing requests should be received by the SEC by 5:30 p.m. on September 16, 1996 and should be accompanied by proof of service on applicants, in the form of an affidavit, or, for lawyers, a certificate of service. Hearing requests should state the nature of the writer's interest, the reason for the request, and the issues contested. Persons may request notification of a hearing by writing to the SEC's Secretary.

ADDRESSES: Secretary, SEC, 450 Fifth Street, N.W., Washington, D.C. 20549. Applicants, c/o Kirkpatrick & Lockhart LLP, 1251 Avenue of the Americas, 45th Floor, New York, NY 10020.

FOR FURTHER INFORMATION CONTACT: David W. Grim, Staff Attorney, at (202) 942-0571, or Robert A. Robertson, Branch Chief, at (202) 942-0564 (Division of Investment Management, Office of Investment Company Regulation).

SUMMARY INFORMATION: The following is a summary of the application. The complete application is available for a fee from the SEC's Public Reference Branch.

Applicant's Representations

1. The Portfolio Trust is a registered investment company that currently has eleven series, one of which is the Portfolio. BT serves as the Portfolio's custodian, transfer agent, administrator, and investment adviser. The Portfolio is a money market fund and serves as the master fund for Institutional Liquid Assets Fund (the "Fund"), a feeder fund holding itself out as a money market fund. The Fund is a series of BT Institutional Funds (the "Trust"). BT serves as the Fund's custodian, transfer agent, administrator, and as one of its shareholder servicing agents. The Trust seeks to achieve the investment objective of the Fund by investing all of the Fund's assets not earmarked for expenses or shareholder distributions in the Portfolio. The Portfolio, in turn, invests its assets in securities in accordance with its investment

objective and investment policies and limitations. Through the master/feeder structure, the Fund acquires an indirect interest in the securities held by the Portfolio. BT and the Portfolio will jointly enter into repurchase agreements and purchase time deposits from non-affiliated financial institutions pursuant to the procedures described below.

2. Applicants request that the relief requested herein extend to any other series of the Portfolio Trust now existing or established in the future, and any other registered open-end-investment company or series thereof (i) which holds itself out as a money market fund (whether in a stand-alone or master-feeder structure); and (ii) for which BT or any person directly or indirectly controlling, controlled by, or under common control with BT, serves as investment adviser, or administrator for any BT feeder money market fund that invests its assets into a master money market fund advised by BT. Applicants understand that the requested relief does not apply to joint repurchase agreement or time deposit arrangement among two or more money market funds.¹

3. A portion of the shares of the Fund will be purchased by customers of BT and those of its affiliates through automatic investment orders placed by BT, acting as agent for its customers and those of its affiliates, where such customers have signed an application or an agreement or have otherwise given directions expressly authorizing BT, as their agent, to automatically invest cash balances in excess of any required minimum balance in shares of the Fund. These standing "sweep" orders will be effected automatically by computer each business day on or before the time the Fund's net asset value is calculated ("Pricing Time"), currently 4:00 p.m. Eastern Time for the Fund. The computer program governing BT's customer accounts also provides for automatic redemption of Fund shares held in the account as of the Pricing Time if the cash balance in the account is less than zero or the minimum balance specified for the customer. The daily computer processing required to tabulate the day's transaction activity in BT's customer accounts is completed later in the day and recorded prior to the opening of business on the following business day ("Completion Time"). Based on BT's orders for Fund share, the Fund will, in turn, invest all cash

expected to be received through the "Sweep" program in the Portfolio.

4. BT, acting as agent for its customers and those of its affiliates, prior to Pricing Time on each business day, will place an order for Fund shares in the amount of excess cash expected to be available to be swept in the customer accounts on that business day. The amount expected to be available to be swept in the customer accounts is the amount of excess cash in the customer accounts at or before Pricing Time on each business day, plus the amount of cash that BT estimates will be wired into the customer accounts prior to the close of the FedWire on that business day.² To the extent one or more customer accounts have not yet received money anticipated to be wired and necessary to pay for the customer accounts' orders in full, BT, on behalf of the applicable customer, will advance such amount to fill such orders. Because of its past experience and close relationship with its customers, BT anticipates that it will be able to forecast on a daily basis the amounts that will be wired into the customer accounts between 4 p.m. and the close of the FedWire so that it can also forecast the total amount that will be swept directly into the Fund, and indirectly into the Portfolio.

5. The actual amount of money swept into the Fund, and then invested in the Portfolio by the Fund, may vary above or below the forecast. The forecast variance at the customer account level results from many factors, such as counterparty difficulties, delivery failures, and unanticipated purchases and sales of securities. BT, on behalf of applicable customers, will forward an amount to the Fund to cover such forecast variance.

6. BT and the Portfolio propose to enter into repurchase agreements and/or purchase time deposits in an amount to cover situations in which the actual amount of money swept into the Fund, and then invested in the Portfolio by the Fund, varies above or below the forecasted amount of sweep money. For example, assume that, based on BT's past experience, the actual amount of money available in the customer

¹ Cf. *The Benchmark Funds and Northern Trust Company*, Investment Company Act Release Nos. 21808 (Mar. 5, 1996) (notice) and 21867 (Apr. 2, 1996) (order).

² The FedWire is open until 6:00 p.m. each business day. From time to time, at the direction of the Federal Reserve Board, its hours are extended until as late as 7:30 p.m. As a condition of eligibility to participate in the sweep program, each customer has agreed to notify BT by 2:00 p.m. on each business day of any large amounts of funds it expects its account to receive or send out that business day through the FedWire. These notifications will assist BT in estimating the amount that will be wired into the accounts between 4 p.m. and the close of the FedWire, the period during which the system is settling.

accounts participating in the "sweep" program has a variance of \pm \$25 million. To ensure that the Fund is fully invested, BT, on behalf of the applicable customers, would forward \$25 million to the Fund, which would invest such assets in the Portfolio. BT, as the Portfolio's investment adviser, would cause the Portfolio to invest on that day a total of \$50 million (the \$25 million forwarded from BT plus \$25 million in investable assets received from other investors) in "sweep" repurchase agreements and/or "sweep" time deposits to account for the most extreme tails of the "sweep" program's variance of \pm \$25 million.

7. To the extent that the Portfolio's "sweep" repurchase transactions or "sweep" time deposits were sufficient to make the Portfolio fully invested, the Portfolio's records will reflect the specific amount it had in fact invested in such investments (including in the case of "sweep" repurchase transactions, its ownership of eligible securities purchased in the transaction). If the Portfolio's "sweep" repurchase transactions or "sweep" time deposits were not sufficient to make the Portfolio fully invested, the Portfolio's records will continue to reflect its investment in the entire amount of "sweep" repurchase agreements and "sweep" time deposits and an uninvested cash position. (This is an unlikely occurrence, as BT expects to approximate the likely aggregate amount of "sweep" funds such that the "sweep" investment transaction(s) will be greater than the likely forecast variance.) If any amount of "sweep" repurchase transactions or "sweep" time deposits exceeds amounts available to the Portfolio for investment, BT will be deemed to have purchased such excess securities or investments for its own account.

8. In connection with the "sweep" program, the Portfolio intends to purchase time deposits issued by U.S. or foreign banks, or foreign branches and subsidiaries of U.S. and foreign banks. With respect to "sweep" repurchase transactions, the Portfolio Trust will use a master repurchase agreement ("Master Agreement"). The Master Agreement will require the other party to the transaction ("Seller") on a given day to sell to the Portfolio, and, on the same day, transfer to the Portfolio's designated custodian or sub-custodian the particular eligible securities which are subject to the repurchase transaction against crediting to an account of the Seller (in immediately available funds) the purchase price therefor. At the time of the Seller's transfer of securities to the Portfolio, the Seller will be required

to take the action necessary to perfect a security interest in favor of the Portfolio in all of the transferred securities. Prior to the reconciliation of the "sweep" activity, the Portfolio will have a perfected security interest in all of the transferred securities. The Portfolio will comply with the SEC's position concerning repurchase agreements set forth in Investment Company Act Release No. 13005 (February 2, 1983) and with other existing and future positions taken by the SEC or its staff by rule, interpretive release, no-action letter, any release adopting any new rule, or any release adopting any amendments to any existing rule. Each "sweep" repurchase transaction will be "collateralized fully" as that term is defined in Rule 2a-7 under the 1940 Act.

9. With respect to both "sweep" repurchase transactions and "sweep" time deposits, BT, as the Portfolio's adviser, will receive prompt confirmation of the total amount invested on behalf of the Portfolio and other relevant terms of the transaction on the business day of the transaction. The confirmation most likely will not agree with the final allocation of the repurchase transactions or time deposits between BT and the Portfolio on the business day immediately following the transaction. To create a written record of the dollar amounts actually allocated to the Portfolio and the specific securities actually purchased and time deposits actually invested in by the Portfolio, BT will issue to the Seller an adjusted trade ticket on the business day immediately following the transaction, after the final allocation between BT and the Portfolio is known. Some Sellers may choose to subsequently send corrected confirmations to the Portfolio showing the final allocation of the "sweep" repurchase transaction or the "sweep" time deposit between BT and the Portfolio. Also, prior to the opening of business on the business day immediately following the transaction, BT, as agent for its customers, will provide the Fund's transfer agent and shareholder servicing agent(s) with records relating to the automatic investment transactions.

10. In the event that any "sweep" repurchase agreement involves two or more issues of securities differing as to quality, maturity or rate, each security will be apportioned between the Portfolio and BT pro-rata to the extent possible. To the extent that sweep time deposits have been purchased from more than one institution, each "sweep" time deposit will be apportioned between the Portfolio and BT pro-rata to the extent possible. Where such pro-rata

apportionment is not possible, securities and time deposits will be apportioned in a manner that BT, as the Portfolio's adviser, believes will leave each party in a comparable position.

Applicants' Legal Analysis

1. Section 17(d) of the Act makes it unlawful for an affiliated person of a registered investment company, acting as principal, to effect any transaction in which the registered investment company is a joint or a joint and several participant with such person in contravention of rules and regulations the SEC may prescribe. Rule 17d-1(a) provides that an affiliated person of a registered investment company, acting as principal, shall not participate in, or effect any transaction in connection with, any joint enterprise or other joint arrangement in which the registered investment company is a participant unless the SEC has issued an order approving the arrangement.

2. The Portfolio Trust and BT, as its adviser, wish to adopt the proposed investment procedures in the interests of the Fund and all of its shareholders in response to the demands placed on portfolio management by automatic purchase and redemption transactions by Fund shareholders. The effect of the proposed procedures will be to permit BT, as agent for its customers, to purchase shares of the Fund even though the exact number of shares acquired by BT as agent is not determined until prior to the opening of business the following day. The proposed procedures also will permit BT and the Portfolio Trust, on behalf of the Portfolio, to jointly enter into repurchase agreements and time deposits prior to Pricing Time, based upon amounts estimated to be received by the Fund on that day through the operation of the "sweep" program, with determination of the exact allocation of the principal amount of each repurchase agreement and time deposit for the Fund occurring prior to the opening of business the following day. These special arrangements for the investment of "sweep" assets by the Portfolio allow such assets to be invested on the same day that dividends become payable on shares of the Fund purchased with such assets.

3. To the extent that assets of BT are used with those of the Portfolio to enter into "sweep" repurchase transactions or purchase "sweep" time deposits, BT may be deemed to be participating in, as principal, a transaction in connection with a joint enterprise in which the Portfolio is a participant in violation of section 17(d) and rule 17d-1. Applicants believe that the relief

requested on behalf of the Portfolio is appropriate and in the public interest because it will permit the investment of cash immediately when it is available and will thereby reduce any dilution in daily dividends declared by the Fund.

4. With respect to "sweep" repurchase transactions, the Portfolio's rights *vis-a-vis* Sellers under "sweep" repurchase agreement transactions will be protected under the "sweep" repurchase agreement, which is a standard industry agreement. Pending reconciliation of the day's transaction activity, BT, as the Portfolio's custodian, will segregate and hold for the exclusive benefit of the Portfolio all securities transferred to BT in connection with "sweep" repurchase transactions entered into for the Portfolio. The Portfolio also will have a perfected security interest in all such securities. With respect to "sweep" time deposits, pending reconciliation of the day's transaction activity, BT, as the Portfolio's custodian, will hold for the exclusive benefit of the Portfolio the entire time deposit investment.

5. Applicants believe that the interest of BT in negotiating the maximum interest rate available on any "sweep" repurchase agreement or "sweep" time deposit for the Portfolio will be the same as that of the Portfolio. To the extent that BT, as the Portfolio's investment adviser, is deemed to have any participation in the proposed investment procedure within the meaning of section 17(d) and rule 17d-1, the Portfolio's participation is consistent with the provisions, policies, and purposes of the Act and not on a basis different from or less advantageous than that of BT. Thus, applicants believe that the requested relief meets the standards of rule 17d-1.

For the Commission, by the Division of Investment Management, under delegated authority.

Margaret H. McFarland,
Deputy Secretary.

[FR Doc. 96-22006 Filed 8-28-96; 8:45 am]

BILLING CODE 8010-01-M

[Rel. No. IC-22163; File No. 811-8534]

Pruco Life Individual Variable Annuity Account

August 22, 1996.

AGENCY: The Securities and Exchange Commission (the "Commission").

ACTION: Notice of Application for an Order under the Investment Company Act of 1940 ("1940 Act").

APPLICANTS: Pruco Life Individual Variable Annuity Account ("Applicant").

RELEVANT 1940 ACT SECTIONS: Order requested under Section 8(f) of the 1940 Act.

SUMMARY OF THE APPLICATION:

Applicants seek an order declaring that it has ceased to be an investment company, as defined by the 1940 Act.

FILING DATES: The application was filed on August 2, 1996.

HEARING OR NOTIFICATION OF HEARING: An order granting the application will be issued unless the Commission orders a hearing. Interested persons may request a hearing by writing to the Secretary of the SEC and serving Applicant with a copy of the request, personally or by mail. Hearing requests should be received by the SEC by 5:30 p.m. on September 16, 1996, and should be accompanied by proof of service on Applicant in the form of an affidavit or, for lawyers, a certificate of service. Hearing requests should state the nature of the requestor's interest, the reason for the request, and the issues contested. Persons may request notification of a hearing by writing to the Secretary of the Commission.

ADDRESSES: Secretary, Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549. Applicant, Pruco Life Insurance Company, 213 Washington Street, Newark, NJ 08102-2922.

FOR FURTHER INFORMATION CONTACT: Veena K. Jain, Attorney, or Patrice M. Pitts, Special Counsel, Office of Insurance Products (Division of Investment Management), at (202) 942-0670.

SUPPLEMENTARY INFORMATION: Following is a summary of the application; the complete application is available for a fee from the Public Reference Branch of the SEC.

Applicant's Representations

1. Applicant is a unit investment trust established by Pruco Life Insurance Company ("Pruco Life") as a separate account under the laws of the State of Arizona on May 9, 1994.

2. Applicant filed a notification of registration under Section 8(a) of the 1940 Act, and a registration statement on Form N-4 pursuant to Section 8(b) of the 1940 Act and the Securities Act of 1933 on May 31, 1994, in connection with the offering by Pruco Life of certain flexible payment individual variable annuity contracts ("Contracts"). Such Form N-4 registration statement did not become effective, and no public offering commenced.

3. For business reasons, Pruco Life determined not to go forward with the offering of the Contracts, and there have been no sales made by Applicant of securities of which it is the issuer.

4. At the time of the application, Applicant had no security holders, assets or liabilities, and Applicant is not a party to any litigation or administrative proceeding.

5. There have been no distributions to security holders of Applicant in connection with the winding-up of Applicant's affairs pursuant to any dissolution, liquidation or merger.

6. Within the last 18 months, Applicant has not transferred its assets to a separate trust, the beneficiaries of which were or are the security holders of Applicant.

7. Applicant is not engaged in, nor does it propose to engage in, any business activities other than those necessary for the winding up of its affairs.

For the Commission, by the Division of Investment Management, under delegated authority.

Margaret H. McFarland,
Deputy Secretary.

[FR Doc. 96-22007 Filed 8-28-96; 8:45 am]

BILLING CODE 8010-01-M

[Release No. 34-37586; File No. SR-CSE-96-04]

Self-Regulatory Organizations; Notice of Filing and Immediate Effectiveness of Proposed Rule Change by the Cincinnati Stock Exchange Relating to Transaction Fees

August 20, 1996.

Pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 ("Act"), 15 U.S.C. § 78s(b)(1), notice is hereby given that on August 14, 1996, the Cincinnati Stock Exchange ("CSE" or "Exchange") filed with the Securities and Exchange Commission ("Commission") the proposed rule change as described in Items I, II, and III below, which Items have been prepared by the self-regulatory organization. The Commission is publishing this notice to solicit comments on the proposed rule change from interested persons.

I. Self-Regulatory Organization's Statement of the Terms of Substance of the Proposed Rule Change

The CSE hereby proposes to amend its trading fee rules to codify its long-standing practice concerning the collection and payment of an annual transaction fee required under Section 31 of the Act to be paid to the