

**RAILROAD RETIREMENT BOARD****Sunshine Act Meeting**

Notice is hereby given that the Railroad Retirement Board will hold a meeting on October 22, 1997, 9:00 a.m., at the Board's meeting room on the 8th floor of its headquarters building, 844 North Rush Street, Chicago, Illinois, 60611. The agenda for this meeting follows:

*Portion Open to the Public*

- (1) Letter from General Services Administration Regarding the Board's Obligation for Rent Payments
- (2) Coverage Determination—Little Kanawha River Rail, Inc.
- (3) Field Service Personnel Practices
- (4) Buyout Surveys
- (5) Cost Associated with the Railroad Retirement Board's Data Center
- (6) Fiscal Year 1998 Performance Appraisal Plans
- (7) Year 2000 Issues
- (8) Labor Member Truth in Budgeting Status Report

*Portion Closed to the Public*

(A) 1997 Performance Appraisals for Director of Administration, Director of Programs, and General Counsel

## (B) Pending Board Appeals

1. John C. Patman
2. Milford Durwood Smith
3. Vincent B. Ruck
4. Ray L. White
5. Donna R. Kepner
6. Janelle V. Henson
7. Arlin R. Slack
8. Arthur Roche

The person to contact for more information is Beatrice Ezerski, Secretary of the Board, Phone No. 312-751-4920.

Dated October 10, 1997.

**Beatrice Ezerski,**

*Secretary to the Board.*

[FR Doc. 97-27567 Filed 10-14-97; 10:23 am]

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**SECURITIES AND EXCHANGE COMMISSION****Proposed Collection; Comment Request**

Upon Written Request, Copies Available From: Securities and Exchange Commission, Office of Filings and Information Services, Washington, DC 20549

*Extension:*

Rule 15c3-3, SEC File No. 270-87, OMB Control No. 3235-0078

Notice is hereby given that pursuant to the Paperwork Reduction Act of 1995 (44 U.S.C. 3501 et seq.), the Securities and Exchange Commission ("Commission") is soliciting comments on the collection of information summarized below. The Commission plans to submit this existing collection of information to the Office of Management and Budget for extension and approval.

- Rule 15c3-3 Customer Protection—Reserves and Custody of Securities

Rule 15c3-3 ("Rule") requires registered broker-dealers to maintain certain records in connection with their compliance with the Rule's requirements that broker-dealers maintain possession and control of the segregate customer funds and securities. Commission staff estimates that the average number of hours necessary for each broker-dealer to make the required computations pursuant to the Rule is 2.5 hours per response. In order to demonstrate compliance with the Rule, approximately 326 broker-dealers choose to make a weekly computation and 197 broker-dealers choose to make a monthly computation. Accordingly, the total is 48,290 hours annually for all broker-dealers, based upon past submissions. The average cost per hour is approximately \$60. Consequently, Commission staff estimates that the annual total cost of compliance with the Rule for all broker-dealers is \$2,897,400.

Written comments are invited on: (a) Whether the proposed collection of information is necessary for the proper performance of the functions of the agency, including whether the information shall have practical utility; (b) the accuracy of the agency's estimate of the burden of the proposed collection of information; (c) ways to enhance the quality, utility and clarity of the information to be collected; and (d) ways to minimize the burden of the collection of information on respondents, including through the use of automated collection techniques or other forms of information technology. Consideration will be given to comments and suggestions submitted in writing within 60 days of this publication.

Please direct your written comments to Michael E. Bartell, Associate Executive Director, Office of Information Technology, Securities and Exchange Commission, 450 5th Street, NW., Washington, DC 20549.

Dated: October 8, 1997.

**Margaret H. McFarland,**

*Deputy Secretary.*

[FR Doc. 97-27319 Filed 10-15-97; 8:45 am]

BILLING CODE 8010-01-M

**SECURITIES AND EXCHANGE COMMISSION****Submission for OMB Review; Comment Request**

Upon Written Request, Copies Available From: Securities and Exchange Commission, Office of Filings and Information Services, Washington, DC 20549

*Extension:*

Rule 17Ad-11, SEC File No. 270-261, OMB Control No. 3235-0274

Rule 17Ad-13, SEC File No. 270-263, OMB Control No. 3235-0275

Notice is hereby given that, pursuant to the Paperwork Reduction Act of 1995 (44 U.S.C. 3501 et seq.), the Securities and Exchange Commission ("Commission") has submitted to the Office of Management and Budget requests for extension of the previously approved collections of information discussed below.

Rule 17Ad-11 requires transfer agents to report to issuers and the appropriate regulatory agency in the event that aged record differences exceed certain dollar value thresholds. An aged record difference occurs when an issuer's records do not agree with those of securityowners as indicated, for instance, on certificates presented to the transfer agent for purchase, redemption or transfer. In addition, the rule requires transfer agents to report to the appropriate regulatory agency in the event of a failure to post certificate detail to the master securityholder file within 5 business days of the time required by Rule 17Ad-10. Also, transfer agents must maintain a copy of each report prepared under Rule 17Ad-11 for a period of three years following the date of the report. These recordkeeping requirements assist the Commission and other regulatory agencies with monitoring transfer agents and ensuring compliance with the rule.

Because the information required by Rule 17Ad-11 is already available to transfer agents, any collection burden for small transfer agents is minimal. The staff estimates 150 registered transfer agents take approximately one hour annually to comply with Rule 17Ad-11. Therefore, the total burden is 150 hours annually for transfer agents, based upon past submissions. The average cost per hour is approximately \$30. Therefore,

the total cost of compliance for transfer agents is \$4,500.

Rule 17Ad-13 requires approximately 200 registered transfer agents to obtain an annual report on the adequacy of internal accounting controls. In addition, transfer agents must maintain copies of any reports prepared pursuant to Rule 17Ad-13 plus any documents prepared to notify the Commission and appropriate regulatory agencies in the event that the transfer agent is required to take any corrective action. These recordkeeping requirements assist the Commission and other regulatory agencies with monitoring transfer agents and ensuring compliance with the rule. Small transfer agents are exempt from Rule 17Ad-13.

The staff estimates 200 registered transfer agents take approximately 175 hours annually to comply with Rule 17Ad-13. Therefore, the total annual burden is 35,000 hours for transfer agents, based upon past submissions. The average cost per hour is approximately \$60. Therefore, the total cost of compliance for transfer agents is \$1,300,000.

An agency may not conduct or sponsor, and a person is not required to respond to, a collection of information unless it displays a currently valid control number.

Written comments regarding the above information should be directed to the following persons: (i) Desk Officer for the Securities and Exchange Commission, Office of Information and Regulatory Affairs, Office of Management and Budget, Room 3208, New Executive Office Building, Washington, DC 20503; and (ii) Michael E. Bartell, Associate Executive Director, Office of Information Technology, Securities and Exchange Commission, 450 Fifth Street, NW., Washington, DC 20549. Comments must be submitted to OMB on or before November 17, 1997.

Dated: October 8, 1997.

**Margaret H. McFarland,**

*Deputy Secretary.*

[FR Doc. 97-27435 Filed 10-15-97; 8:45 am]

BILLING CODE 8010-01-M

## SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-39222; File No. SR-DTC-97-16]

### Self-Regulatory Organization; The Depository Trust Company; Notice of Filing of a Proposed Rule Change Relating to a Decision by the Philadelphia Stock Exchange, Incorporated To Withdraw From the Clearance and Settlement and Securities Depository Businesses

October 8, 1997.

Pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 ("Act"),<sup>1</sup> notice is hereby given that on August 5, 1997, The Depository Trust Company ("DTC") filed with the Securities and Exchange Commission ("Commission") the proposed rule change (File No. SR-DTC-97-16) as described in Items I, II, and III below, which items have been prepared primarily by DTC. 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 proposed rule change involves proposed arrangements relating to a decision by the Philadelphia Stock Exchange, Incorporated ("PHLX") to withdraw from the clearance and settlement and securities depository businesses. Parties to the proposed arrangements are DTC, PHLX, Philadelphia Depository Trust Company ("PHILADEP"), Stock Clearing Corporation of Philadelphia ("SCCP"), and the National Securities Clearing Corporation ("NSCC").<sup>2</sup> The proposed arrangements as they relate to DTC will provide for the following:

- (1) DTC will offer sole PHILADEP participants an opportunity to become DTC participants if they meet DTC's qualifications;
- (2) DTC will make certain payments to PHLX, PHILADEP, and SCCP; and
- (3) In general, for a period of five years PHLX, PHILADEP, and SCCP will not engage in the clearance and settlement and securities depository businesses. However, this prohibition will not apply to PHLX's equity ownership interest in The Options Clearing Corporation. In addition, SCCP may provide limited clearing and margin services to PHLX equity specialists for their specialist and

alternate specialist transactions and for their propriety transactions in securities for which they are not appointed as specialists or alternate specialists and to certain PHLX members that are not PHLX equity specialists for their propriety transactions in securities.<sup>3</sup>

#### II. Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change

In its filing with the Commission, DTC included statements concerning the purpose of and basis for the proposed rule change and discussed any comments that it received on the proposed rule change. The text of these statements may be examined at the places specified in Item IV below. DTC has prepared summaries, set forth in sections (A), (B), and (C) below, of the most significant aspects of such statements.<sup>4</sup>

##### (A) Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change

PHLX has announced that it is withdrawing from the clearance and settlement and securities depository businesses in order to focus its resources on the operations of the exchange. The proposed arrangements have been designed to permit PHLX to achieve this objective while affording qualified sole PHILADEP participants an opportunity to become DTC participants and to transfer their securities to DTC. DTC believes that the proposed arrangements will result in substantial risk reduction and in increased savings for DTC participants and the securities industry as a whole.

Where there are interfaces among the securities depositories, same-day funds settlements<sup>5</sup> exposes each depository to certain risks, such as the failure of another depository to settle its net payment obligation because of a failure by one of the participants of such other depository to settle with it or because such other depository is experiencing a major systems problem. These risks cannot be entirely avoided with existing and available risk management controls. PHLX's withdrawal from the securities depository business will eliminate the exposure of DTC and its participants to

<sup>3</sup> A more detailed description of these proposed arrangements is contained in Exhibit 2 to the filing. A copy of the filing and all exhibits are available for copying and inspection in the Commission's Public Reference Room.

<sup>4</sup> The Commission has modified the text of the summaries prepared by DTC.

<sup>5</sup> The term "same-day funds" refers to payment in funds that are immediately available and generally are transferred by electronic means.

<sup>1</sup> 15 U.S.C. 78s(b)(1).

<sup>2</sup> These parties have entered into an agreement dated as of June 18, 1997.