

**REGULATORY  
INFORMATION  
BULLETIN**

**RBE 14-03  
November 20, 2014**

From: Legal Department  
Subject: 2015 NYSE Arca Equities Board Representative and  
NYSE Arca Equities Nominating Committee  
Re: 2015 Nominee and Nominating Committee Selection

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***2015 ETP Representatives***

The 2014 NYSE Arca Equities Nominating Committee has named Thomas Anderson, ABN AMRO Clearing Chicago LLC, and Joseph Kinahan, TD Ameritrade, Inc., as the ETP Representatives to the NYSE Arca Equities, Inc. Board for the 2015 term and Joseph Kinahan as the ETP Representative to the NYSE Arca, Inc. Board for the 2015 term. Biographies for Messrs. Anderson and Kinahan are attached. The 2014 NYSE Arca Equities Nominating Committee acted pursuant to NYSE Arca Equities Rule 3.2(b)(2)(C)(i) and consisted of the following individuals:

Terry Brookshire	Public Member
Michael Felty	Citadel Securities
John Hinkamp	ABN AMRO Clearing Chicago
Andrew McLeod	Morgan Stanley
Erickson Smith Jr.	MB Trading
Andrew Stevens	IMC Financial Markets

ETP Holders in good standing may submit additional nominees by petition pursuant to NYSE Arca Equities Rule 3.2(b)(2)(C)(i). If any ETP Holder wishes to submit an additional nominee, the petition must be submitted by December 4, 2014, to Martha Redding, Assistant Secretary, NYSE Arca Equities, Inc., 212-656-2938, martha.redding@theice.com. If no additional nominees are submitted, Messrs. Anderson and Kinahan will be appointed to serve as the 2015 ETP Representatives to the NYSE Arca Equities and NYSE Arca, Inc. Board of Directors.

***2015 NYSE Arca Equities Nominating Committee***

Pursuant to NYSE Arca Equities Rule 3.2(b)(2)(B), the 2014 NYSE Arca Equities Nominating Committee will include the following individuals:

Terry Brookshire	Public Member
Michael Felty	Citadel Securities
John Hinkamp	ABN AMRO Clearing Chicago
Andrew McLeod	Morgan Stanley
Erickson Smith Jr.	MB Trading
Andrew Stevens	IMC Financial Markets

If you have any questions about this Notice or the relevant rules, please contact Martha Redding, Assistant Secretary, NYSE Arca Equities, Inc., 212-656-2938, martha.redding@theice.com.

**2015 ETP NOMINEE BIOGRAPHIES**

**Thomas Anderson**

**Director, NYSE Arca Equities, Inc.**

Thomas Anderson presently serves as Chief Commercial Officer of ABN AMRO Clearing Chicago LLC, where he is responsible for all clearing revenue generated in the Americas. He is also a member of the firm's Management Team. Mr. Anderson has 30 years of experience in derivatives brokerage, sales management and marketing. Previous positions include head of North American sales at ABN AMRO, and sales manager, Daiwa Securities America.

**Joseph ("JJ") Kinahan**

**Director, NYSE Arca Equities, Inc. and NYSE Arca, Inc.**

JJ, Chief Strategist for TD Ameritrade, began his career as a Chicago Board Options Exchange (CBOE) market maker in 1985, trading primarily in the S&P 100 (OEX) and S&P 500 (SPX) pits. While spending his time there primarily as an independent market maker, he also worked for ING Bank, and was Managing Director for Van Der Moolen, USA. In 2006, Kinahan joined the thinkorswim Group, which was eventually acquired by TD Ameritrade. After leading the Educational Events Team, serving to implement the instructional path for thousands of investors throughout the United States, in 2009 he became the Managing Director of Active Trader Services. Kinahan, a 30-year trading veteran, is a Forbes contributor, CNBC Regular and is frequently quoted in the Wall Street Journal and Financial Times, along with many other respected media outlets.

**NYSE ARCA EQUITIES**  
**RULE 3.2 Equity Committees**

(2) *Nominating Committee.*

(A) (2) *Nominating Committee.*

(A) *Composition.* The Nominating Committee shall have six members consisting of six ETP Holders or Allied Persons or Associated Persons of an ETP Holder.

(B) *Appointment.* The Board of Directors of NYSE Arca Equities, Inc. shall appoint members of the Nominating Committee.

(C) *Representatives to the Board of Directors of the Corporation and the Board of Directors of the NYSE Arca, Inc.*

(i) *Nomination.* The Nominating Committee shall publish the names of two (2) ETP Holders, or persons affiliated with such Holders (in any combination) as its nominees for the Board of Directors of the Corporation and one ETP Holder, or Allied Person or Associated Person of an ETP Holder, as nominee for the Board of Directors of the NYSE Arca, Inc. The nominee for the Board of Directors of the NYSE Arca, Inc. may be a person nominated to the Board of Directors of the Corporation. The names of the nominees shall be published on a date in each year (the "Announcement Date") sufficient to accommodate the process described in this Rule 3.2(b)(2)(C). ETP Holders in good standing may submit a petition to the Corporation in writing to nominate additional eligible candidates to fill ETP positions during the next term. If a written petition of at least 10 percent of ETP Holders in good standing is submitted to the Nominating Committee within two weeks of the Announcement Date, such person(s) shall also be nominated by the Nominating Committee; *provided, however*, that no ETP Holder, either alone or together with other ETP Holders who are deemed its affiliates, may account for more than 50% of the signatories to a petition endorsing a particular petition nominee for the ETP Holders' position on the Board of Directors of the Corporation or the Board of Directors of the NYSE Arca, Inc. Each petition for a petition candidate must include a completed questionnaire used to gather information concerning director candidates (the Exchange shall provide the form of questionnaire upon the request of any ETP Holder). Notwithstanding anything to the contrary, the Nominating Committee shall determine whether any petition candidate is eligible to serve on the Board of Directors of the Corporation or the Board of Directors of the NYSE Arca, Inc. (including whether such person is free of any statutory disqualification (as defined in section 3(a)(39) of the Exchange Act)), and such determination shall be final and conclusive.

(ii) *Selection of Nominees.* In the event that the number of nominees exceeds the number of available seats, the Nominating Committee shall submit the contested nomination(s) to the ETP Holders for selection. ETP Holders shall be afforded a confidential voting procedure and shall be given no less than 20 calendar days to submit their votes. Each ETP Holder in good standing may select two nominees for contested seats on the Board of Directors of the Corporation and one nominee for contested seats on the Board of Directors of the NYSE Arca, Inc.; *provided, however* that no ETP Holder, either alone or together with other ETP Holders who are deemed its affiliates, may account for more than 20% of the votes cast for a particular nominee for the ETP Holders' position on the Board of Directors of the Corporation or the Board of Directors of the NYSE Arca, Inc. With respect to contested positions, the two nominees for the Board of Directors of the Corporation and the nominee for the Board of Directors of the NYSE Arca, Inc. receiving the most votes of ETP Holders shall be submitted by the Nominating Committee to the Board of Directors of the Corporation or the Board of Directors of the NYSE Arca, Inc., as the case may be. Similarly, the Nominating Committee shall submit uncontested nominees to the Board of Directors of the Corporation or the Board of Governors of the NYSE Arca, Inc., as the case may be. Tie votes shall be decided by the respective Board of Directors at its first meeting following the election.