



NYSE 16-11

August 19, 2016

TO: ALL NYSE AND NYSE MKT MEMBERS AND MEMBER ORGANIZATIONS
FROM: NYSE REGULATION
SUBJECT: POLICIES GOVERNING CONDUCT ON PREMISES UNDER NYSE CONTROL, INCLUDING THE TRADING FLOOR

This Information Memo reminds all members, member organizations, and their employees of the policies governing conduct on New York Stock Exchange LLC ("NYSE") premises, including the NYSE and NYSE MKT Equities trading Floor (the "Floor"). These policies include the following:

- Floor Conduct and Safety Guidelines;
- Gambling Policy;
- Prohibition Against Firearms, Illegal Weapons, and Fireworks; and
- Non-Harassment Policy.

Member organizations should provide a copy of this memorandum to all Floor employees.

Where any act described below constitutes a serious violation of the Floor Conduct and Safety requirements, where there are repeated violations, and/or where behavior may constitute harassment pursuant to the Intercontinental Exchange, Inc. ("ICE") Non-Harassment Policy (see Section IV, below), Floor Officials, after consultation with NYSE Regulation staff (or, if the incident involves NYSE or ICE employees, Human Resources), should not proceed under the Guidelines but rather refer the matter to NYSE Regulation or Human Resources, as appropriate, for further review.

This Information Memo supersedes and replaces Information Memo 16-08 (June 1, 2016).

I. Floor Conduct and Safety Guidelines

The conduct of individuals on the Floor and other premises under NYSE control can significantly affect the public's image of the quality, fairness and professionalism of the NYSE marketplace. In addition, the conduct of individuals can impact the safety and welfare of others and the efficient conduct of business. For these reasons, all persons, while on the Floor and other premises under NYSE control, shall not:

- Engage in any act or practice that may be detrimental to the interest or welfare of the Exchange; or
- Engage in any act or practice that may serve to disrupt or hinder the ordinary and efficient conduct of business; or
- Engage in any act or practice that may serve to jeopardize the safety or welfare of any other individual.

All members, member organizations and their Floor employees should familiarize themselves with the following requirements and the penalties that may be imposed by Floor Officials where violations of these requirements have occurred.

Conduct on the Floor and Other Premises under NYSE Control

All member organizations, Floor employees, non-members as well as members, are subject to monetary fines for the following activities. Denial of Floor access may also be appropriate in a given circumstance. Floor Officials may weigh all relevant facts and circumstances, including the severity of the conduct and any extenuating circumstances, in determining the appropriate penalty.

Two Floor Officials

Two Floor Officials, at least one of whom is an NYSE Staff Governor, Executive Floor Governor, Floor Governor, Executive Floor Official, or Senior Floor Official may impose a penalty against any member or Floor employee of a member organization for engaging in the following conduct:

♦ **Roughhousing**

Roughhousing, i.e., consensual rough play or kidding around which involves physical contact without intent to harm, is unprofessional. Fines for roughhousing are:

- **first offense: \$500**
- **second offense: \$1,000**

Nonconsensual physical altercations (e.g., fighting) are not roughhousing and are not covered by these Guidelines. Such conduct may be subject to informal or formal discipline action.

♦ **Damage or Abuse of Floor Facilities or Equipment**

Floor facilities and equipment includes but is not limited to the Display Book, the Broker Booth Support System, Broker Handhelds, NYSE computers and screens, and telephones located at posts and booth locations. Individuals damaging Floor facilities and equipment are subject to the following fines:

- **first offense: \$500**
- **second offense: \$1,000**

Individuals are also liable for repair or replacement costs plus losses resulting from equipment unavailability during repair or replacement.

Where individual responsibility for damage cannot be determined, the member organization will be subject to the following fines:

- **first offense: \$1,000**
- **second offense: \$2,000**

Firms are also liable for repair or replacement costs plus losses resulting from equipment unavailability during repair or replacement.

♦ **Use of Artificial Noisemakers, Air Horns or Electronic Amplifiers**

Use of artificial noisemakers, air horns or electronic amplifiers is disruptive and unprofessional. Possession or use of such items will result in the following fines:

- **first offense: \$500**
- **second offense: \$1,000**

♦ **Failure to Cooperate with NYSE Security Personnel**

The NYSE Security Department is responsible for the safety of all persons on premises under NYSE control. Cooperation with NYSE Security is essential. Failure to cooperate with NYSE Security will result in the following fines:

- **first offense: \$500**
- **second offense: \$1,000**

♦ **Orderly Evacuation of Trading Floor**

Actions jeopardizing the safety or welfare of others during a Floor evacuation, including refusal to immediately depart the Floor, use an assigned emergency exit, immediately depart the building, and/or go to an assigned staging area, is impermissible and will result in the following fines:

- **first offense: \$500**
- **second offense: \$1,000**

One Floor Official

One Floor Official may impose a penalty for engaging in the following conduct:

♦ **Practical Jokes**

Practical jokes are unprofessional and strictly prohibited on the Floor. Engaging in practical jokes will result in the following fines:

- **first offense: \$250**
- **second offense: \$500**

Where the practical joke is harassing, the conduct should be addressed pursuant to the Non-Harassment Policy. See Section IV, below.

♦ **Abusive or Indecorous Language and/or Behavior**

Abusive or indecorous language and/or behavior is unprofessional and unacceptable on premises under NYSE control. Such speech or actions will result in the following fines:

- **first offense: \$500**
- **second offense \$1000**

Where the language or behavior is harassing, the conduct should be addressed pursuant to the Non-Harassment Policy. See Section IV, below.

♦ **Display/Circulation of Inappropriate Written or Graphic Material**

The display or circulation of written material or graphic images, including among other things, pictures or cartoons, which are harassing, inappropriate, offensive, and/or lewd, is strictly prohibited. This prohibition extends to electronically displayed material such as screen savers and other electronically displayed images in e-mails or instant message applications. Sending inappropriate e-mails or other electronic messages are also prohibited. Display or circulation of inappropriate written or graphic material will result in the following fines:

- **first offense: \$500**
- **second offense: \$1000**

Where the displayed or circulated material is harassing, the conduct should be addressed pursuant to the Non-Harassment Policy. See Section IV, below.

♦ **Registration and Identification**

○ **Display of Proper Identification When Entering and While on the Floor**

Members and Floor employees of member organizations are required to show their NYSE-issued photo identification card when entering the building. The identification card must also be prominently displayed, with the photo visible, while on NYSE premises including the Floor. Use of a Floor badge belonging to another member or Floor employee to enter or exit the Floor is also strictly prohibited. Failure to comply with these requirements will result in following fines:

- **first offense: \$250**
- **second offense: \$500**

○ **Employment of Clerical Personnel**

Visitor's badges are not acceptable identification cards for Floor employees. All Floor employees of member organizations must be properly registered with the NYSE and approved prior to admittance to the Floor. Floor employees of member organizations are required to file electronically with Web CRD©. Temporary Floor employees (including temporary trading assistants) are subject to the same registration and other requirements as all other Floor employees. (A package containing all required forms and instructions may be obtained from FINRA's Qualifications and Registrations Department.). Failure to comply with these requirements will result in the following fines:

- **first offense: \$1,000**
- **second offense: \$2,000**

○ **Surrender of Exchange-Issued Identification Card**

Pursuant to Rule 35.80, members and member organizations must notify the NYSE Security Office immediately but not longer than 24 hours after a member's or Floor employee's termination, cancellation of an Exchange-issued identification card prior to expiration, or re-assignment to non-Floor functions. Members and member organizations must also surrender the NYSE-issued

identification card within 24 hours of the termination, cancellation or re-assignment. Failure to comply with these requirements will result in the following fines:

- **first offense: \$1,000**
- **second offense: \$2,000**

♦ **Visitors**

Members and member organizations assume full responsibility for visitors to the Floor and must take reasonable steps to ensure compliance with the policies outlined herein, including the dress code policy. Members or properly designated member firm Floor employees (such as Listed Company Relations or Customer Relations staff) must escort and accompany visitors throughout their entire visit, taking particular care to avoid highly active areas (including active crowds and fringe areas of activity).

A member organization's failure to comply with these requirements will result in the following fines:

- **first offense: \$500**
- **second offense: \$1,000**

An individual's failure to comply with these requirements will result in the following fines:

- **first offense: \$250**
- **second offense: \$500**

o **Issuance and Surrender of Visitor's Pass**

Members or member organizations sponsoring a visitor to the Floor must obtain approval from the office of External Relations and Security. Requests must be sent to NYSE-TradingFloorVists@theICE.com.

Member firms should seek approval from NYSE Corporate Affairs (CorporateAffaris@nyse.com) before scheduling Government officials, non-US Government officials, and any high profile public guests.

Note: Visitors to the Trading Floor must be at least 14 years old.

o **Visitor Dress Requirements**

All visitors to the Floor must comply with the applicable Code of Personal Appearance and Dress Code (see below).

Photography, Video and/or Audio Recording, Personal Cell Phone Usage and Texting

Photography and video recording is allowed by visitors to the Exchange floor, however, cell phone usage, texting or uploading audio or video material to the internet is not permitted from the floor. Live streaming of video from the Exchange floor is not allowed without express permission from the Exchange. Failure to abide by this prohibition or tolerating a member-sponsored visitor engaging in prohibited activity will result in the following fines:

- **first offense: \$250**
- **second offense: \$500**

♦ **Representation on the Floor**

All members or member organizations having a telephone space on the Floor must designate a representative on the Floor between 30 minutes prior to the open and 30 minutes after the close, or such other period as may from time to time be prescribed by the NYSE, or until all reports due the member organization have been received, whichever is later. DMM representatives should have access to the unit's books and records. All representatives must have the authority to resolve and close out open or questioned items. Failure to adhere to these provisions by a member organization will result in the following fines:

- **first offense: \$1,000**
- **second offense: \$2,000**

♦ **Unauthorized Solicitation or Sale of Goods or Services**

Sale or solicitation of products or services on the Floor must be authorized by an NYSE Staff Governor, Executive Floor Governor, Floor Governor, Executive Floor Official, or Senior Floor Official. Failure to adhere to this guideline will result in the following fines:

- **first offense: \$250**
- **second offense: \$500**

♦ **Smoking**

Smoking, including the use of e-cigarettes, and chewing tobacco are strictly prohibited on all NYSE premises, including the Floor. Failure to abide by this prohibition will result in the following fines:

- **first offense: \$250**
- **second offense: \$500**

♦ **Running**

Running is prohibited at all times on the Floor. Failure to abide by this prohibition will result in the following fines:

- **first offense: \$250**
- **second offense: \$500**

♦ **Possession/Consumption of Alcoholic Beverages**

Possession and/or consumption of any alcoholic beverage on the Floor during business hours as defined in Rule 51 is strictly prohibited. Failure to abide by this prohibition will result in the following fines:

- **first offense: \$250**
- **second offense: \$500**

♦ **Food and Drink**

Food and drink, while allowed on the Floor, should be consumed at the booth or post. Food and drink may not be brought into the crowd or consumed while walking across the Floor. Failure to comply with these limitations will result in the following fines:

- **first offense: \$250**
- **second offense: \$500**

Code of Personal Appearance and Dress Code¹

Members and Floor employees of member organizations are required to dress professionally and adhere to the following dress code, as the Exchange may from time to time modify. All garments must be reasonably pressed and not wrinkled.

Male Personnel

All male personnel are expected to wear suitable attire as follows:

A dress shirt, buttoned at the collar, with a dress tie knotted at the customary place, i.e., snug to the collar; full length dress trousers or slacks; jeans or other sport slacks are not permitted; a jacket with long sleeves (An acceptable jacket shall include a suit, sport coat, blazer or solid color office jacket). Vests without a jacket are not permitted.

Male Guests

Dress code for visitors is business casual. Suit, Sport Coat or Jacket should be worn, but a tie is not required. A dress, collared golf/polo shirt or turtleneck is acceptable. T-Shirts, tank tops or other casual shirts, jeans and shorts are not acceptable.

Female Personnel and Guests

All female personnel and guests are expected to wear suitable business attire as follows: Skirts and dresses should be worn at appropriate business lengths.

Blouses, shirts, sweaters and tops should be of appropriate style and shall exclude informal wear. Pants and slacks should be full length dress slacks. Jeans and shorts are not acceptable.

Male and Female Requirements

Footwear should be confined to those that are comfortably heeled and considered safe. Shoes should also be appropriate styles for a businesslike environment. (Black sneakers are acceptable). Flip flops, causal beach or boat shoes, and other extreme styles are not permitted. Shoes must be worn at all times on the Floor, including in the booth or behind the post.

Men must wear socks. Women should use their judgment depending on the style of clothing worn.

Summer Attire

The standards of dress outlined above will apply throughout the year, however on Fridays during the

¹ The section is based on the revised Code of Personal Appearance contained in the Floor Conduct and Safety Guidelines filed with the SEC in 2000. See Release No. 34-43596; File No. SR-NYSE-00-43.

summer months (from Memorial Day through Labor Day) the Exchange has loosened the dress code requirements. A sport coat, vest or jacket may be worn, but a tie is not required. A dress, collared golf/polo shirt is also acceptable.

Grooming

Beards, Mustaches, and Sideburns should be neatly trimmed. Hair should be neatly maintained. Failure to comply with these requirements will result in the following fines:

- **first offense: \$250**
- **second offense: \$500**

Procedures for Handling Violations

When a Floor Official, Senior Floor Official, Executive Floor Official, Floor Governor, NYSE Staff Governor or Executive Floor Governor observes or receives information of a possible violation of the Floor Conduct and Safety Policy requirements, and determines, after appropriate inquiry, that a violation has occurred, the following steps should be taken:

- The Floor Official, Senior Floor Official, Executive Floor Official, Floor Governor, NYSE Staff Governor or Executive Floor Governor shall determine if there have been any prior offenses.
- The Floor Official, Senior Floor Official, Executive Floor Official, Floor Governor, NYSE Staff Governor or Executive Floor Governor shall inform the individual or firm involved (and NYSE Regulation) of the penalty.
- In cases involving denial of Floor access, the Floor Official, Senior Floor Official, Executive Floor Official, Floor Governor, NYSE Staff Governor or Executive Floor Governor shall inform NYSE Security. NYSE Security should deactivate the Exchange-issued identification card at the close of trading on the day on which the individual is notified of the suspension.
- Fines are payable to the New York Stock Exchange and should be delivered to NYSE Floor Operations staff at the Executive Ramp at 11 Wall Street within three business days. Failure to pay fines in a timely manner may result in revocation of Floor access.

If an individual seeks to contest a determination, an NYSE Staff Governor or Executive Floor Governor not involved in the original determination (or, if all NYSE Staff Governors and Executive Floor Governors are absent, a Floor Governor, Executive Floor Official, or Senior Floor Official not involved in the original determination) should arrange for a panel of three Floor Governors, Executive Floor Officials, or Senior Floor Officials not involved in the original determination to review the action. Both the individual and the Floor Official, Senior Floor Official, Executive Floor Official, Floor Governor, NYSE Staff Governor or Executive Floor Governor involved in the original determination must appear before the three person panel. If the panel concurs that a violation occurred and the individual disagrees, the next level of appeal would be the NYSE Board of Directors Committee for Review. NYSE Regulation should be informed of all appeal review requests and results.

II. Prohibition on Gambling

Promoting or participating in certain gambling activities on the Floor or other premises under NYSE control is strictly prohibited by the Floor Conduct and Safety Guidelines and NYSE and NYSE MKT Rules ("NYSE and NYSE MKT Rules and Policies").

Gambling is a criminal offense in New York and also a violation of NYSE and NYSE MKT Rules and Policies. It may be unlawful for a person, in a capacity other than as a participant or “player,” to operate, promote or advance a gambling enterprise or activity with the agreement or understanding that he or she will receive money, property or otherwise share in the proceeds of the gambling activity pursuant to the Agreement or understanding.

Any remuneration or payment, including tips or gratuities to the individual advancing or promoting the gambling activity made pursuant to any custom or practice, can constitute an agreement or understanding to participate in the proceeds of gambling activity. For example, a sporting event pool where the participants purchase participation in the pool and each of the persons who win pay the person who organizes and promotes the pool an amount of money equal to a percentage of their winnings would be criminal and violate NYSE and NYSE MKT Rules and Policies. Other examples of prohibited gambling activity include schemes such as bookmaking, numbers games, or other organized for-profit betting activity relating to sporting activities, other outside events or games of chance.

Telephones, computers, or other communications devices or business equipment located on the Trading Floor or other premises under NYSE control may not be used for any prohibited gambling activities. Further, the display or visible possession of gambling devices such as pool boxes, betting slips, etc. used in any gambling activity is also strictly prohibited on the Floor or other premises under NYSE control.

Members and member organizations are reminded that the Floor Conduct and Safety Guidelines require that all persons, while on the Floor or on other premises under NYSE control, refrain from engaging in any act or practice that may be detrimental to the interest or welfare of the NYSE.

If you have any questions about whether a particular activity is prohibited, you should consult with your firm’s compliance officer, senior manager, and/or legal counsel.

III. Policy Prohibiting the Possession of Firearms, Illegal Weapons and Fireworks

The NYSE is committed to maintaining a safe and secure working environment. Accordingly, possession of any firearm, ammunition, or weapon prohibited by the New York State Penal Law, New York City Administrative Code, or any other applicable federal, state or local law, or the possession of any other item considered dangerous by NYSE Security, including fireworks, is strictly prohibited on NYSE premises, including the Floor. Possession of a valid firearms permit does not waive or modify this policy. Violations of this policy can result in arrest, detention, expulsion from NYSE premises or facilities, and/or disciplinary action.

IV. Non-Harassment Policy

In accordance with applicable law, ICE prohibits harassment on the basis of race, color, religion, sex, national origin, age, disability, genetic information or any other characteristic protected by law. ICE believes in an open and inclusive workplace where employees can work productively without concern for harassment or bullying at any time. Regardless of whether conduct is strictly illegal under applicable law, harassment and bullying in any form will not be tolerated. All such harassment will not be tolerated.

Sexual Harassment Defined

With respect to sexual harassment, ICE prohibits the following:

- A. Unwelcome sexual advances, requests for sexual favors, or visual, verbal, or physical conduct of a sexual nature, especially where (1) submission to the conduct is explicitly or implicitly made a term or condition of employment; (2) submission to or rejection of the conduct is used as basis for employment decisions affecting the individual; or (3) the conduct has the purpose or effect of unreasonably interfering with the employee's work performance or creating an intimidating, hostile, or offensive working environment.
- B. Offensive comments, jokes, innuendos, and other sexually oriented statements.

Examples of the types of conduct expressly prohibited by this policy include, but are not limited to, the following:

- Unwanted sexual advances;
- Offering employment benefits in exchange for sexual favors;
- Making or threatening reprisals after a negative response to sexual advances;
- Visual conduct such as leering, making sexual gestures, or displaying sexually suggestive objects, pictures, cartoons, or posters;
- Verbal conduct such as making or using derogatory comments, epithets, slurs, sexually explicit jokes, or comments about any employee's body or dress;
- Verbal sexual advances or propositions;
- Verbal abuse of a sexual nature, graphic verbal commentary about an individual's body, sexually degrading words to describe an individual, or suggestive or obscene letters, notes, or invitations;
- Physical conduct such as touching, assault, or impeding or blocking movements;
- Retaliation for reporting harassment or threatening to report harassment;
- Sending inappropriate or hostile e-mails or other electronic messages; and
- Any other behavior deemed inappropriate by ICE.

Individuals Covered

This policy prohibits harassment on the job whether it involves coworker harassment, harassment by a manager, or harassment by persons doing business with or for the Company.

In addition to applying to all NYSE employees, the Exchange's policy prohibits discrimination, including harassment, and retaliation by other persons on Exchange premises, including, but not limited to, members; employees of member organizations who work on the Trading Floor; persons whose services are temporarily utilized by the NYSE or a member organization; and persons not directly related to the NYSE who may visit the trading Floor, including, for example, a vendor, consultant, customer, or guest. The recipient, as well as the initiator, of allegedly harassing behavior may belong to any of these groups.

Members, employees of member organizations, and other persons subject to the jurisdiction of the NYSE who are found to have engaged in harassment or any other conduct that violates this policy will be subject to appropriate disciplinary action in accordance with NYSE and NYSE MKT Rules.

Complaint Procedure

Each member of management is responsible for creating an atmosphere free of discrimination and harassment, sexual or otherwise. Further, employees are responsible for respecting the rights of their coworkers. If you believe you have experienced any job-related discrimination or harassment based on your race, color, religion, sex, national origin, age, disability, genetic information or any other characteristic protected by law, or if you are aware of the discrimination or harassment of others,

promptly report the incident to your manager, to any other manager, or to the Human Resources Department.

This policy applies to all incidents of alleged discrimination or harassment, including those which occur off- premises, or off-hours, where the alleged offender is a supervisor, coworker, or even a nonemployee with whom the employee is involved, directly or indirectly, in a business or potential business relationship. If you do not receive a satisfactory resolution after reporting any incident of what you perceive to be discrimination or harassment, please contact the Human Resources Department or the Chief Executive Officer. Your complaint should be as detailed as possible; including the names of individuals involved, the names of any witnesses, direct quotations when language is relevant, and any relevant documents.

Please understand that ICE takes complaints of discrimination and harassment seriously. Thus, there is no need to follow any formal chain of command when filing a complaint and you may bypass anyone in your direct chain of command and file your complaint or discuss or express any issue of concern with any manager or anyone in the Human Resources Department. Any complaint of unlawful discrimination or harassment will be subjected to an immediate, thorough, and objective investigation. To the extent practical, the Company will attempt to preserve the confidentiality of all interested parties in the investigation. Following a prompt, effective and reasonable investigation, the Company will take all appropriate remedial action. Such actions may include discipline, up to and including termination of employment, for any person the Company reasonably believes engaged in unlawful discrimination or harassment.

All employees have a duty to report any conduct which they believe violates this policy. In addition, every employee has a duty to cooperate with any investigation conducted or authorized by the Company. ICE will not retaliate against any employee for using this complaint procedure or for filing, testifying, assisting, or participating in any manner in a Company investigation or any investigation, proceeding, or hearing conducted by a governmental enforcement agency.

Additionally, the Company will not tolerate any retaliation against any employee who complains of prohibited discrimination or harassment or who participates in an investigation.

If either the complainant or the person against whom the allegation or complaint of harassment, discrimination, or retaliation on NYSE premises is made is a member, employee of a member organization, or other person subject to the jurisdiction of the NYSE, it should promptly be brought to the attention of any Floor Official and/or NYSE Regulation. If either the complainant or the person against whom the allegation or complaint of harassment, discrimination, or retaliation on Exchange premises is made is an employee of NYSE or NYSE Regulation, it should promptly be reported to Human Resources.

Policy Implementation

To assist the NYSE in maintaining a workplace throughout its premises, including the Trading Floor, that is free of discrimination, harassment, and retaliation, members and member organizations must educate their personnel, including their partners, employees, and agents on the trading Floor, about this policy, and periodically review it with them. NYSE will vigorously enforce this policy.

Finally, this policy may not be used as a basis for excluding or separating individuals from participating in business or work-related social activities or discussions in order to avoid allegations of harassment.

V. Staff Contacts

General questions about the foregoing policies should be directed to:

Sean T. Gilmartin, Director, NYSE Regulation, 212.656.3814; or Nicholas

Brigandi, Director, NYSE Floor Operations, 212.656.4533; or

Rudolfo Mass, Director, NYSE Floor Operations, 212.656.4625.

Where specific contacts are noted within the body of a policy, the individual named should be contacted.