

*Frank*  
*Revised Manager's* 004

**AMENDMENT TO THE COMMITTEE PRINT OF**

**OCTOBER 29, 2009**

**OFFERED BY MR. FRANK OF MASSACHUSETTS**

Page 4, strike line 6 and all that follows through line 17 (and redesignate subsequent clauses accordingly).

Page 6, line 9, strike "and".

Page 6, beginning on line 10, strike "registered with the Securities and Exchange Commission under" and insert "(as defined in section 3(a)(23) of".

Page 6, line 13, strike the period at the end and insert a semicolon

Page 6, after line 13, insert the following new clauses:

- 1 (vi) any exchange registered as a na-
- 2 tional securities exchange with the Securi-
- 3 ties and Exchange Commission under the
- 4 Securities Exchange Act of 1934 (15
- 5 U.S.C. 78a et seq.);
- 6 (vii) any credit rating agency reg-
- 7 istered with the Securities and Exchange

1 Commission under the Securities Exchange  
2 Act of 1934 (15 U.S.C. 78a et seq.);  
3 (viii) any securities information proc-  
4 essor registered with the Securities and  
5 Exchange Commission under the Securities  
6 Exchange Act of 1934 (15 U.S.C. 78a et  
7 seq.); and  
8 (ix) any transfer agent registered with  
9 the Securities and Exchange Commission  
10 under the Securities Exchange Act of 1934  
11 (15 U.S.C. 78a et seq.).

Page 6, strike line 24 and insert "activities; and".

Page 6, after line 24, insert the following new  
clause:

12 (ii) any derivatives clearing organiza-  
13 tion (as defined in the Commodity Ex-  
14 change Act).

Page 14, line 7, strike "or regulatory".

Page 17, line 24, strike "stall" and insert "staff".

Page 21, line 4, strike "**PRIMARY REGULATORS**"  
and insert "**FEDERAL FINANCIAL REGULATORY**  
**AGENCIES**".

Page 27, line 1, insert “of 1956” after “Company Act”.

Page 27, line 4, strike “as amended,”.

Page 27, line 5, strike “as amended,”.

Page 27, line 17, insert “of 1956” after “Company Act”.

Page 27, line 19, insert “of 1956” after “Company Act”.

Page 27, line 23, insert “of 1956” after “Company Act”.

Page 27, beginning on line 20, strike “shall be the ‘identified financial holding company’ for purposes of this subtitle” and insert “be treated as a bank holding company that has elected to be a financial holding company for purposes of the Bank Holding Company Act of 1956, the Federal Deposit Insurance Act, and all other Federal laws and regulations governing bank holding companies and financial holding companies, and such section 6 holding company shall be a financial holding company subject to stricter standards for purposes of this title”.

Page 27, line 23, insert “of 1956” after “Company Act”.

Page 29, line 7, strike “REQUIRED STANDARDS” and insert “REQUIRED STANDARDS.—”.

Page 30, beginning on line 12, strike “An identified” and all that follows through line 16 and insert “A financial holding company subject to stricter standards shall at all times after it is subject to such standards be well capitalized and well managed as defined by the Board.”.

Page 55, line 20, strike “section” and insert “subsection”.

Page 56, line 3, strike “counterparties” and insert “counterparts”.

Page 59, beginning on line 3, strike “ON RECEIVER OR QUALIFIED RECEIVER”.

Page 59, strike line 18 and all that follows through line 25 and insert “Section 303 of title 11, United States Code, is amended by adding at the end the following new subsection:”.

Page 60, strike line 10 and all that follows through line 13, and insert the following new section heading:

1 **SEC. 1106. SUBJECTING ACTIVITIES OR PRACTICES TO**  
2 **STRICTER PRUDENTIAL STANDARDS FOR FI-**  
3 **NANCIAL STABILITY PURPOSES.**

Page 60, line 16 strike “and safeguards under section 1107” and insert “under this subtitle”.

Page 61, beginning on line 10, strike “an identified financial activity” and insert “a financial activity subjected to heightened prudential standards”.

Page 61 strike lines 17 and 18 and insert the following new subsection heading:

4 (c) **PROCEDURE FOR SUBJECTING OR CEASING TO**  
5 **SUBJECT AN ACTIVITY OR PRACTICE TO STRICTER PRU-**  
6 **DENTIAL STANDARDS.—**

Page 61, beginning on line 21, strike “identify or cease to identify an activity under” and insert “subject or cease to subject an activity to heightened prudential standards in accordance with”.

Page 62, beginning on line 4, strike “identify an activity or practice for” and insert “subject an activity or practice to”.

Page 63, strike line 3 and all that follows through line 8.

Page 66, line 16, strike “or the Board”.

Page 66, beginning on line 17, strike “no longer is identified for” and insert “or practice no longer is subject to”.

Page 69, line 1, insert “, or incidental to such activities,” after “nature”.

Page 73, line 6, insert “—” after “is amended”.

Page 73, strike line 7 and insert the following:

- 1 (1) by striking paragraph (1) and inserting the
- 2 following new paragraph:

Page 73, line 10, strike the 2nd period and insert “; and”

Page 73, after line 10, insert the following new paragraph:

- 3 (2) by striking paragraph (3) and inserting the
- 4 following new paragraph:
- 5 “(3) [repealed]”.

Page 75, line 25 strike “11466a” and insert “1466a”.

Page 76, strike line 4 and all that follows through line 9 (and redesignate subsequent paragraphs accordingly).

Page 76, strike lines 10 and 11 and insert the following:

1           (2) SECTION 3.—The heading for section 3 of  
2       the Home

Page 76, strike line 16 and all that follows through line 19.

Page 77, line 17, insert “other than those authorities with respect to savings and loan holding companies and any affiliate of any such company (other than a savings association) as were vested in the Director of the Office of Thrift Supervision on such date” before the period

Page 77, line 20, insert “ and may not intervene in any matter or proceeding before the Comptroller of the Currency (including agency enforcement actions) unless otherwise specifically provided by law” after “of the Currency”.

Page 80, line 12, insert “other than those powers, authorities, rights, and duties with respect to savings and loan holding companies and any affiliate of any such company (other than a savings association) as were vested in the Director of the Office of Thrift Supervision on such date” before the period.

Page 86, after line 9, insert the following new subsection:

1       (c) CONTINUATION OF EXISTING OTS ENFORCE-  
2       MENT ACTIONS.—Any formal or informal enforcement ac-  
3       tion taken by the Director of the Office of Thrift Super-  
4       vision with respect to a savings and loan holding company,  
5       a subsidiary of a savings and loan holding company (other  
6       than a savings association) or an institution-affiliated  
7       party of a savings and loan holding company or such a  
8       subsidiary, that is in effect on the day before the date of  
9       the enactment of this Act shall continue to be effective  
10      and enforceable against such company, subsidiary, or in-  
11      stitution-affiliated party after such date as if—

12           (1) such savings and loan holding company, or  
13      the savings and loan holding company related to  
14      such subsidiary or institution-affiliated party, had  
15      been a bank holding company on the effective date  
16      of the final enforcement action; and

17           (2) the action had been taken by the Board, un-  
18      less otherwise terminated or modified by the Board.

Page 107, after line 7, insert the following new section (and redesignate subsequent sections accordingly):



1 **SEC. 1216. CONTRACTING AND LEASING AUTHORITY.**

2 In addition to any powers transferred to the Comp-  
3 troller of the Currency by this subtitle, the Comptroller  
4 of the Currency may—

5 (1) enter into and perform contracts, execute  
6 instruments, and acquire in any lawful manner such  
7 goods and services, or real or personal property, or  
8 interest in property, as the Comptroller of the Cur-  
9 rency determines to be necessary or convenient to  
10 carry out the duties and responsibilities of the  
11 Comptroller of the Currency; and

12 (2) hold, maintain, sell, lease, or otherwise dis-  
13 pose of any real or personal property or interest in  
14 property without regard to title 40, United States  
15 Code, title III of the Federal Properties and Admin-  
16 istrative Services Act of 1949 (41 U.S.C. 251 et  
17 seq.), and other Federal laws of a similar type gov-  
18 erning the procurement of goods and services or the  
19 acquisition or disposition of any property or interest  
20 in property by Federal agencies.

Page 109, after line 2, insert the following new sub-  
paragraph (and redesignate subsequent subparagraphs  
accordingly):

21 (F) in paragraph (5)(E), by striking “ac-  
22 tivities described in subsection (c)(2) or

1 (c)(9)(A)(ii)” and inserting “activities otherwise  
2 permissible for the company pursuant to, and in  
3 accordance with, section 4 of the Bank Holding  
4 Company Act of 1956”.

Page 109, line 9, strike the opening bracket.

Page 109, line 12, strike the closing bracket.

Page 110, line 16, insert “or” after the semicolon.

Page 110, strike lines 21 and 22 and insert “divi-  
dend and the Board does not object.”.

Page 113, line 19, insert “Federal” after “or any”.

Page 113, line 20, strike “or savings and loan hold-  
ing company”.

Page 123, line 24, strike the opening bracket.

Page 124, line 2, strike the closing bracket.

Page 126, lines 7 and 8, strike the opening and clos-  
ing brackets.

Page 126, lines 17 and 18, strike the opening and  
closing brackets.

Page 142, line 15, insert “**SAVINGS ASSOCIA-  
TIONS,**” after “**COMPANIES,**”.

Page 142, after line 19, insert the following new paragraph (and redesignate subsequent paragraphs accordingly):

1 (1) by striking subsection (a)(1) and inserting  
2 the following:

3 “(a) BANK HOLDING COMPANY.—

4 “(1) IN GENERAL.—Except as provided in para-  
5 graph. (5), the term ‘bank holding company’  
6 means—

7 “(A) any company, other than a company  
8 described in section 4(p), which has control over  
9 any bank or over any company that is or be-  
10 comes a bank holding company by virtue of this  
11 Act; and

12 “(B) any section 6 holding company estab-  
13 lished by a company described in section  
14 6(a)(1)(C).”.

Page 143, line 15, strike “and” after the semicolon.

Page 143, after line 15, insert the following new paragraph (and redesignate the subsequent paragraph accordingly):

15 (4) by striking subsection (j) and inserting the  
16 following new subsection:

17 “(j) [REPEALED].—”.

Page 144, line 23, strike “subsection” and insert “subsections”.

Page 145, strike line 1 and all that follows through page 147, line 12, and insert the following new paragraph:

1           “(1) IN GENERAL.—Except as provided in para-  
2           graphs (6) and (7), any company which—

3                   “(A) was—

4                           “(i) a unitary savings and loan hold-  
5                           ing company on May 4, 1999, or became  
6                           a unitary savings and loan holding com-  
7                           pany pursuant to an application pending  
8                           before the Director of the Office of Thrift  
9                           Supervision on or before that date, and  
10                          that—

11                           “(I) on June 30, 2009, continued  
12                           to control not fewer than 1 savings  
13                           association that it controlled on May  
14                           4, 1999, or that such company ac-  
15                           quired pursuant to an application  
16                           pending before the Director of the Of-  
17                           fice of Thrift Supervision on or before  
18                           such date, which became a bank for  
19                           purposes of the Bank Holding Com-

1                   pany Act as a result of the enactment  
2                   of section 1301(a)(2)(A); and  
3                   “(II) on June 30, 2009, and the  
4                   date of enactment of the Financial  
5                   Stability Improvement Act of 2009,  
6                   such savings association subsidiary  
7                   was and remains a qualified thrift  
8                   lender (as determined by section 10 of  
9                   the Home Owners’ Loan Act); or  
10                  “(ii) on June 30, 2009, a company  
11                  that controlled—  
12                  “(I) an institution which became  
13                  a bank as a result of the enactment of  
14                  section 1301(a)(3)(B) of the Financial  
15                  Stability Improvement Act of 2009; or  
16                  “(II) an institution which became  
17                  a bank as a result of the enactment of  
18                  the Competitive Equality Banking Act  
19                  of 1987, pursuant to subsection (f),  
20                  that the company has continuously  
21                  controlled since March 5, 1987, and  
22                  that resulted in such company becom-  
23                  ing a bank holding company pursuant  
24                  to the amendments made by section

1                   1301 of the Financial Stability Im-  
2                   provement Act of 2009;  
3                   “(B) was not on June 30, 2009—  
4                   “(i) a bank holding company; or  
5                   “(ii) subject to the Bank Holding  
6                   Company Act of 1956 by reason of section  
7                   8(a) of the International Banking Act of  
8                   1978 (12 U.S.C. 3106(a)); and  
9                   “(C) on June 30, 2009, directly or indi-  
10                  rectly controlled shares or engaged in activities  
11                  that did not, on the day before the date of en-  
12                  actment of the Financial Stability Act of 2009,  
13                  comply with the activity or investment restric-  
14                  tions on financial holding companies in section  
15                  4 in accordance with regulations prescribed by  
16                  the Board,  
17                  shall not be treated as a bank holding company for  
18                  purposes of this Act solely by virtue of such com-  
19                  pany’s control of such institution and control of a  
20                  section 6 holding company established pursuant to  
21                  section 6.”.

Page 154, line 15, strike the closing quotation marks and the 2nd period.

Page 154, after line 15, insert the following new subsection:

1           “(q) PRESERVATION OF CERTAIN SAVINGS AND  
2 LOAN HOLDING COMPANY AUTHORITIES.—Notwith-  
3 standing subsection (a), a company that was a savings and  
4 loan holding company on June 30, 2009, that became a  
5 bank holding company by operation of section 1301 of the  
6 Financial Stability Improvement Act of 2009 may con-  
7 tinue to engage in the following activities in which such  
8 company was continuously engaged on June 30, 2009  
9 through the day of enactment of the Financial Stability  
10 Improvement Act of 2009:

11           “(1) Furnishing or performing management  
12 services for a savings association subsidiary of such  
13 company.

14           “(2) Conducting an insurance agency or escrow  
15 business.

16           “(3) Holding, managing, or liquidating assets  
17 owned or acquired from a savings association sub-  
18 sidiary of such company.

19           “(4) Holding or managing properties used or  
20 occupied by a savings association subsidiary of such  
21 company.

22           “(5) Acting as trustee under deed of trust.

23           “(6) Any other activity in which multiple sav-  
24 ings and loan holding companies were authorized (by  
25 regulation) to directly engage on March 5, 1987.”.

Page 158, beginning on line 17, strike “identified financial holding company” and insert “financial holding company subject to stricter standards”.

Page 187, line 1, strike “banks” and insert “bank”.

Page 189, line 17, insert “other than a broker or dealer registered under section 15(b)(11) of the Securities Exchange Act of 1934 (15 U.S.C. 78o(b)(11))” before the semicolon.

Page 189, line 22, strike “and”.

Page 190, line 2, strike the period and insert “; and”.

Page 190, after line 2, insert the following new clause:

1                   (iv) any transfer agent (as defined in  
2                   section 3 of the Securities Exchange Act of  
3                   1934 (15 U.S.C. 78a), other than a finan-  
4                   cial institution that has an appropriate fi-  
5                   nancial regulator under subparagraph (A),  
6                   (B), (C), (D), or (E) of this paragraph.

Page 190, line 5, insert “other than a futures commission merchant registered pursuant to section 4f(a)(2) of the Commodity Exchange Act (7 U.S.C. 6f(a)(1))” after “merchants”.



Page 192, strike line 5 and all that follows through line 9 and insert the following:

1           (J) any company engaged in activities that  
2           are financial in nature or incidental to a finan-  
3           cial activity, as described in section 4 of the  
4           Bank Holding Company Act of 1956 (12  
5           U.S.C. 1843(k)).

6           The term "financial institution" does not include  
7           any person that is registered as a national securities  
8           exchange or is registered as an alternative trading  
9           system under the Securities Exchange Act of 1934  
10          or is a person that is a securities information proc-  
11          essor (as defined in section 3 of the Securities Ex-  
12          change Act of 1934 (15 U.S.C. 78a)).

Page 192, strike lines 21 and 22 and insert the fol-  
lowing:

13           (8) IDENTIFIED FINANCIAL MARKET UTILITY.—  
14           (A) IN GENERAL.—The term "identified fi-  
15           nancial market utility" means

Page 192, after line 24, insert the following new  
subparagraph:

16           (B) EXCLUSIONS.—The term "financial  
17           market utility" does not include any national  
18           securities exchange or registered securities asso-

1           ciation solely because such exchange or associa-  
2           tion is providing facilities for the comparison of  
3           data respecting the terms of settlement of secu-  
4           rities transactions effected on such exchange or  
5           by means of any electronic system operated or  
6           controlled by such association.

Page 195, beginning on line 3 strike “registered” and all that follows through line 4, and insert “(as defined in section 3(a)(23) of the Securities Exchange Act of 1934)”.

Page 203, strike line 17 and all that follows through line 24 and insert the following new paragraph:

7           (2) INTERACTION WITH EXISTING STAND-  
8           ARDS.—

9           (A) IN GENERAL.—The standards pre-  
10          scribed under this section may—

11                   (i) be different than existing stand-  
12                   ards that address the same or similar sub-  
13                   ject areas; and

14                   (ii) may address subject areas that  
15                   are not covered by existing regulations.

16           (B) LIMITATION.—The standards pre-  
17          scribed under this subsection may not, without  
18          the concurrence of the supervisory agency,

1 lower the requirements to which a financial  
2 market utility or financial institution is subject.

Page 211, line 2, insert “subject to such regulations as the Board may prescribe,” after “Board,”.

Page 216, strike line 16 and all that follows through page 221, line 20.

Page 262, line 3, strike “The” and insert “Except as provided in clause (iii), the”.

Page 294, line 13, strike “All” and insert “Subject to the priorities established under paragraphs (2) and (3), all”.

