

maintain its ownership interest at a level that avoids an issue under the Act. Applicant submits that this can result in serious restraints on the development of certain foreign telecommunications ventures, a Propel seeks to structure transactions around the requirements of the Act. Applicant states that, at times, when the Covered Entity's interest would fall below the level of presumptive control set forth in section 2(a)(9) of the Act, the Covered Entity may have to deny the foreign telecommunications venture permission to undertake a transaction that would have been in the best interests of the Covered Entity and that venture.

6. Applicant states that a Covered Entity's ability to structure its participation in a foreign telecommunications venture as an unincorporated joint venture or partnership interest is not adequate to permit Propel to conduct its business free of the constraints of the Act. Propel states that whether an arrangement is a joint venture is sometimes difficult to determine.

7. Section 6(c) provides that the SEC may exempt any person, security or transaction from any provision of the Act or any rule or regulation under the Act, if and to the extent that the exemption is necessary or appropriate in the public interest and consistent with the protection of investors and the purposes fairly intended by the policy and provisions of the Act. Applicant requests an order under section 6(c) to permit applicant and the other Covered Entities to engage, directly or through subsidiaries, in foreign telecommunications ventures without being subject to the Act.

8. Applicant represents that the requested exemption is necessary and appropriate in the public interest. Applicant asserts that its interests in the foreign telecommunications ventures, unlike the assets of investment companies, will not be liquid, mobile or otherwise readily negotiable. Applicant also states that neither it nor any other Covered Entity will be a "special situation" investment company that takes a controlling position in other issuers primarily for the purpose of making a profit in the sale of the controlled company's securities. Applicant states that the Covered Entities will provide active developmental assistance for the purpose of participating in the profits from the foreign telecommunications ventures' operations. Applicant maintains that active developmental assistance requires personnel with expertise in planning, operating, managing, and providing services to a

foreign telecommunications venture. Accordingly, applicant asserts that the Covered Entities will engage in business activities that do not entail the types of abuses that the Act was designed to address.

9. Applicant believes that the requested relief is consistent with the protection of investors and the purposes fairly intended by the policy and provisions of the Act. Applicant represents that the requirements of its business, its strategy that each Covered Entity own or hold directly or indirectly a substantial interest in a foreign telecommunications company or partnership, and its representation that each Covered Entity will provide active developmental assistance to a foreign telecommunications venture demonstrate that the applicant is not of the type that engages in the activities that the Act was designed to address.

Applicant's Conditions

Applicant agrees that the order granting the requested relief will be subject to the following conditions:

1. No Covered Entity that proposes to rely on the requested relief will hold itself out as being engaged in the business of investing, reinvesting or trading in securities.

2. A Covered Entity may rely on the order granting the requested relief only to the extent that the manner in which it is involved in foreign telecommunications ventures does not differ materially from that described in the application.

For the SEC, by the Division of Investment Management, pursuant to delegated authority.

Margaret H. McFarland,

Deputy Secretary.

[FR Doc. 00-23342 Filed 9-11-00; 8:45 am]

BILLING CODE 8010-01-M

SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-43243; File No. SR-Phlx-00-49]

Self-Regulatory Organizations; Notice of Filing and Order Granting Accelerated Approval of a Proposed Rule Change and Amendment No. 1 by the Philadelphia Stock Exchange, Inc. Relating to the Reporting of Options Transactions

September 1, 2000.

Pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 ("Act"),¹ and Rule 19b-4 thereunder,²

¹ 15 U.S.C. 78s(b)(1).

² 17 CFR 240.19b-4.

notice is hereby given that on June 5, 2000, the Philadelphia Stock Exchange ("Phlx" or the "Exchange") filed with the Securities and Exchange Commission ("SEC" or "Commission") the proposed rule change relating to the reporting of options transactions. The Phlx filed Amendment No. 1 to this proposal on August 31, 2000.³ The proposed rule change, as amended, is described in Items I, II, and III below, which Items have been prepared by the Exchange. The Commission is publishing this notice to solicit comments on the proposed rule change, as amended, from interested persons and to grant accelerated approval to the proposed rule change, as amended.

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

The Exchange proposes to amend Exchange Rule 1051, "Reporting, General Comparison and Clearance Rule," and Options Floor Procedure Advice ("OFPA") F-2, "Allocation, Time Stamping, Matching and Access to Matched Trades," to require the reporting of options transactions within 90 seconds after execution. The text of the proposed rule change, as amended, is set forth below. Additions are in italics.

F-2 Allocation, Time Stamping, Matching and Access to Matched Trades

(a) In order to facilitate timely tape reporting of executed trades, it is the duty of the largest participant in a trade to allocate, match and time stamp manually executed trades as well as to submit the matched trade to the appropriate person at the respective Specialist post immediately upon execution. *A member or member organization initiating an options transaction, whether acting as principal or agent, must report or ensure that the transaction is reported within 90 seconds after execution to the tape. Transactions not reported within 90 seconds after execution shall be designated as late. A pattern or*

³ See letter from Richard S. Rudolph, Counsel, Phlx to Deborah Flynn, Senior Special Counsel, Division of Market Regulation ("Division"), Commission, dated August 31, 2000 ("Amendment No. 1"). Amendment No. 1 requests the Commission to approve the proposed rule change on an accelerated basis and clarifies that if a member fails to report an options transaction within 90 seconds, the report would be considered "late." Additionally, Amendment No. 1 revises the proposed rule language to clarify that a pattern or practice of late reporting, without exceptional circumstances, would be considered conduct inconsistent with just and equitable principles of trade. Amendment No. 1 also clarifies that the three-year running calendar basis for the imposition of the fine schedule in OFPA F-2 begins to run on the date of the first infraction. Amendment No. 1 supersedes a previous amendment filed with the Commission on August 23, 2000. See letter from Richard S. Rudolph, Counsel, Phlx to Nancy Sanow, Assistant Director, Division, Commission, dated August 22, 2000.

practice of late reporting without exceptional circumstances may be considered conduct inconsistent with just and equitable principles of trade. If there is only one seller and one buyer, the seller is responsible. Execution times must be recorded on the reverse side of one or more of the tickets to a matched trade.

(b) Once a trade has been matched and submitted for reporting at the post, the respective Specialist Unit must preserve the matched tickets for a period of not less than three years.

(c) Member access to tickets comprising a matched trade is available to any participant of that trade, as well as the respective Specialist and any Floor Official acting in his capacity as a Floor Official. Requests to review trade matches must be made with the Specialist Unit.

Fine Schedule (Implemented on a three year running calendar basis)

F-2

1st Occurrence—\$100.00

2nd Occurrence—\$250.00

3rd Occurrence—\$500.00

4th and Thereafter—Sanction is discretionary with Business Conduct Committee

Rule 1051. *Reporting*. General Comparison And Clearance Rule

(a) *A member or member organization initiating an options transaction, whether acting as principal or agent, must report or ensure that the transaction is reported within 90 seconds after execution to the tape. Transactions not reported within 90 seconds after execution shall be designated as late. A pattern or practice of late reporting without exceptional circumstances may be considered conduct inconsistent with just and equitable principles of trade.*

(b) All Exchange options transactions shall be reported at the time of execution to the Exchange for comparison of trade information at the specialist's post and all compared transactions shall be cleared through the Options Clearing Corporation and shall be subject to the rules of the Options Clearing Corporation.

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

In its filing with the Commission, the Phlx included statements concerning the purpose of, and basis for, the proposed rule change and discussed any comments it received on the proposed rule change. The text of these statements may be examined at the places specified in Item III below. The Phlx has prepared summaries, set forth in Sections A, B, and C below, of the most significant aspects of such statements.

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

1. Purpose

The Phlx is proposing to amend Phlx Rule 1051 and OFPA F-2 to require timely tape reporting of executed trades on the Options Floor. Under the proposal, as amended, the largest participant in a trade would be required to allocate, match, and time stamp manually executed trades, as well as to submit the matched trade to the appropriate person at the respective specialist post immediately upon execution and no later than 90 seconds following execution of the trade. Additionally, the proposal would require exchange options transactions to be reported to the tape immediately upon execution and no later than 90 seconds after execution of the trade. Under the proposed rule, transactions not reported within 90 seconds after execution would be designated as late. Patterns or practices of late reporting without exceptional circumstances may be considered conduct inconsistent with just and equitable principles of trade.⁴

Currently, Exchange Rule 1051 requires executed trades to be reported at the time of execution. The Exchange's proposal would require immediate trade reporting no later than 90 seconds following execution. The Phlx believes that setting a specific time limit for trade participants to report transactions should enable the Exchange's Market Surveillance Department and Enforcement Department to evaluate and determine accurately any violation of the rule.

The Phlx believes that the proposed rule change will facilitate transparency and help to present a more accurate picture of market activity. Additionally, the Phlx believes that the proposal will help to protect investors and the public interest by requiring the prompt reporting of executed trades to the tape that, in turn, will enable the Exchange to better monitor compliance with order handling and transparency rules, including limit order protection, priority, and best execution.

2. Statutory Purpose

The Exchange believes that the proposed rule change is consistent with Section 6(b) of the Act,⁵ in general, and

⁴ In Amendment No. 1, the Phlx incorporated this language into Phlx Rule 1051 and OFPA F-2. The Exchange also clarified that a failure to report a single options transaction within 90 seconds would be considered a violation of the proposed options rule. See Amendment No. 1, *supra*note 3.

⁵ 15 U.S.C. 78f(b).

further the objectives of Section 6(b)(5)⁶ in particular, in that it is designed to prevent fraudulent and manipulative acts and practices, to promote just and equitable principles of change, to foster cooperation and coordination with persons engaged in facilitating transactions in securities, to remove impediments to and perfect the mechanism of a free and open market and a national market system.

B. Self-Regulatory Organization's Statement on Burden on Competition

The Exchange does not believe that the proposed rule change will impose any burden on competition not necessary or appropriate in furtherance of the purposes of the Act.

C. Self-Regulatory Organization's Statement on Comments on the Proposed Rule Change Received From Members, Participants, or Others

The Exchange neither solicited nor received written comments on the proposed rule change.

III. Solicitation of Comments

Interested persons are invited to submit written data, views and arguments concerning the foregoing, including whether the proposed rule change, as amended, is consistent with the Act. Persons making written submissions should file six copies thereof with the Secretary, Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, DC 20549-0609. Copies of the submission, all subsequent amendments, all written statements with respect to the proposed rule change that are filed with the Commission, and all written communications relating to the proposed rule change between the Commission and any persons, other than those that may be withheld from the public in accordance with the provisions of 5 U.S.C. 552, will be available for inspection and copying at the Commission's Public Reference Room. Copies of such filing will also be available for inspection and copying at the principal office of the Phlx. All submissions should refer to the File No. SR-Phlx-00-49 and should be submitted by October 3, 2000.

IV. Commission's Findings and Order Granting Accelerated Approval of Proposed Rule Change

The Commission finds that the proposal is consistent with the requirements of the Act.⁷ In particular,

⁶ 15 U.S.C. 78f(b)(5).

⁷ In approving this rule, the Commission has considered the proposed rule's impact on

the Commission finds that the proposed rule change furthers the objectives of Section 6(b)(5),⁸ in that it is designed to prevent fraudulent and manipulative acts and practices, to promote just and equitable principles of trade, to foster cooperation and coordination with persons engaged in facilitating transactions in securities, and to remove impediments to and perfect the mechanism of a free and open market and national market system.

Specifically, the Commission believes that the proposal, as amended, which requires the reporting of all options transactions with 90 seconds of execution, should help to prevent fraudulent and manipulative acts and practices, as well as to promote just and equitable principles of trade. The Commission believes that the proposed rule change, as amended, should enable the Exchange to provide accurate trade information to investors more efficiently. The enhanced transparency associated with timely trade reporting should facilitate price discovery for investors and assist the Phlx's surveillance of its members' trading in listed options.

The Phlx has requested that the Commission find good cause for approving the proposed rule change, as amended, prior to the thirtieth day after the date of publication of notice in the **Federal Register**. The Commission believes the proposal is substantially similar to the Amex proposal to amend Amex rules to require the reporting of options transactions within 90 seconds of execution that was recently reviewed and approved by the Commission.⁹ The Amex proposal was noticed for the full 21 day comment period and no comments were received. Accordingly, the Commission finds good cause pursuant to Section 19(b)(2) of the Act¹⁰ to accelerate approval of the proposed rule change, as amended.

It is therefore ordered, pursuant to Section 19(b)(2) of the Act,¹¹ that the proposed rule change (SR-Phlx-00-49), as amended, is approved on an accelerated basis.

efficiency, competition, and capital formation. 15 U.S.C. 78c(f).

⁸ 15 U.S.C. 78f(b)(5).

⁹ See Securities Exchange Act Release No. 43233 (Aug. 30, 2000) (approving SR-Amex-00-03).

¹⁰ 15 U.S.C. 78s(b)(2).

¹¹ *Id.*

For the Commission, by the Division of Market Regulation, pursuant to delegated authority.¹²

Margaret H. McFarland,

Deputy Secretary.

[FR Doc. 00-23284 Filed 9-11-00; 8:45 am]

BILLING CODE 8010-01-M

SOCIAL SECURITY ADMINISTRATION

Ticket to Work and Work Incentives Advisory Panel Meeting

AGENCY: Social Security Administration (SSA).

ACTION: Notice of meeting.

DATES: September 26-27, 9 a.m.-5 p.m.

ADDRESSES: Embassy Suites Hotel, 1900 Diagonal Road, Alexandria VA 22314, 703-684-5900

SUPPLEMENTARY INFORMATION:

Type of meeting: The meeting is open to the public. The public is invited to participate by coming to the address listed above. The public is also invited to submit comments in writing prior to or at the meeting.

Purpose: In accordance with section 10(a)(2) of the Federal Advisory Committee Act, SSA announces a meeting of the Ticket to Work and Work Incentives Advisory Panel (the Panel). Section 101(f) of the Ticket to Work and Work Incentives Improvement Act of 1999 (TWWIIA), Public Law 106-170, establishes the Panel to advise the Commissioner of Social Security, the President and the Congress on issues related to work incentives programs, planning and assistance for individuals with disabilities as provided under section 101(f)(2)(A) of TWWIIA. The Panel is also to advise the Commissioner on matters specified in section 101(f)(2)(B) of that Act, including certain issues related to the Ticket to Work and Self Sufficiency Program established under section 101(a) of that Act.

This is a deliberative meeting of the Panel. The Panel will meet to discuss the status of TWWIIA implementation. Public testimony regarding the notice of proposed rulemaking published in the **Federal Register** concerning the implementation of TWWIIA will be heard at this meeting. Interested parties are invited to address the panel for a maximum of three minutes. Speakers must submit full comments in writing and will be recognized in the order in which they register for the meeting until the time for public comment has expired. Any interested citizen is encouraged to submit comments

¹² 17 CFR 200.30-3(a)(12).

concerning this topic in advance of or at the meeting for the Panel's consideration.

Agenda: The meeting will commence at 9 a.m. Tuesday September 26. The Panel will use this time to discuss the status of TWWIIA implementation and the notice of proposed rulemaking announced in the **Federal Register**. An outline of the agenda follows this announcement. A copy of the agenda may also be obtained from the Internet at the web site of SSA's Office of Employment Support Programs at <http://www.ssa.gov/work> or by contacting the Panel staff at the mailing address, Email address, telephone and fax numbers shown below. Requests for materials in alternate formats, *i.e.*, large print, Braille, computer disc, etc. may be made to the Panel staff at the addresses and numbers below.

Records are being kept of all Panel proceedings and will be available for public inspection at the Office of Employment Support Programs web site at <http://www.ssa.gov/work> or by appointment at the office of the Ticket to Work and Work Incentives Advisory Panel staff, 107 Altmeyer Building, 6401 Security Boulevard, Baltimore, MD 21235. Anyone requiring information regarding the Panel should contact the Panel staff by:

- Mail addressed to Social Security Administration, Ticket to Work and Work Incentives Advisory Panel Staff, 107 Altmeyer Building, 6401 Security Boulevard, Baltimore, MD 21235;
- Telephone at (410) 966-7225.
- Fax at (410) 966-8597.
- Email to TWWIIAPanel@ssa.gov

Dated: September 5, 2000.

Susan M. Daniels,

Deputy Commissioner for Disability and Income Security Programs.

Ticket to Work and Work Incentives; Advisory Panel Meeting, September 26-27, 2000

Tuesday, September 26, 2000

9:00 AM

Meeting Convenes

Welcome—Sarah Mitchell, Presiding

Introductions

Approval of the Minutes

Panel Operating Principles and

Procedures

Ticket to Work and Work Incentives

Improvement Act (TWWIIA)

Notice of Proposed Rule Making

(NPRM)

11:45-1:00 PM

Lunch (On Your Own)

1:00 PM

Meeting Reconvenes Sarah Mitchell,

Presiding

1:00 to 3:00 PM