



January 23, 2019

Mr. Lanny Schwartz, Chief Regulatory Officer
Municipal Securities Rulemaking Board
1300 I Street NW, Suite 1000
Washington, DC 20005

Dear Lanny:

We are very appreciative of the MSRB's announcement on December 21, 2018, stating that the MSRB would seek from the SEC a postponement of the effective date for MSRB's Rule G-40 on Advertising by Municipal Advisors, (and changes to MSRB Rule G-21) for at least for six months.

It is our understanding that due to the federal government shutdown that the MSRB has been unable to make the official filing with the SEC seeking approval for the delay.

While we believe that there is intent for the SEC to approve the MSRB's request, municipal advisors are uneasy that with the current Rule G-40's effective date fast approaching – February 7 – and without official approval from the SEC for the delay, that MAs may have to prepare for and comply with Rule G-40 as of February 7. There is also concern that MA firms may not be able to sign off on their G-44 certifications if G-40 policies are not in place as of February 7.

While we appreciate and understand the limited actions that MSRB can take during the federal government shutdown, we would like to request that the MSRB provide the municipal market community with information about what actions the MSRB may take when making this request with the SEC, and any current or foreseeable communications with OCIE about the change in the effective date. Additionally, we would request that the MSRB include in its filing to the SEC reference to retroactive application of the Rule, if in fact the SEC does not (cannot) act before February 7. These actions by the MSRB would help MAs better prepare for Rule G-40 and limit exposure to possible deficiencies in future OCIE exams for not complying with Rule G-40 during the time between the original effective date and the new postponed date.

Any information or statement that the MSRB could provide on this topic would be very helpful.

Sincerely,

Susan Gaffney, Executive Director

cc: Gail Marshall