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January 7, 2016

**VIA PORTAL**

Commodity Futures Trading Commission  
Attention: Christopher Kirkpatrick, Secretary  
Three Lafayette Centre  
1155 21<sup>st</sup> Street, NW  
Washington, DC 20581

**Re: CFTC Regulation 40.6(a) Certification: Submission of Amendments to the Nodal Exchange Rulebook**

Dear Mr. Kirkpatrick:

Nodal Exchange, LLC (“Nodal Exchange” or “Exchange”) is notifying the Commodity Futures Trading Commission (“CFTC” or “Commission”) that it is self-certifying several amendments to the Nodal Exchange Rulebook (“Rules”) pursuant to Commission Regulation 40.6(a). The amended Rules are attached hereto and indicate the specific text in red that is being amended. The Exchange intends to implement the amended Rules in 10 business days on January 22, 2016.

The purpose of the amendments to the Rules is to describe the separate functions of the Compliance Department. The amendments to the Rules describe the two enforcement functions of the Exchange’s Compliance Department: (1) market surveillance provided by the Surveillance Team, and (2) investigations of disciplinary matters conducted by the Compliance Manager. The function and authority of the Compliance Manager had not been previously defined in the Rules. The amendments include the definitions of “Compliance Department” (Rule 1.22) and “Compliance Manager” (Rule 1.23), the descriptions of the enforcement functions in Rule 7.2.1 (Compliance Department), and the responsibilities of the Compliance Manager in Rule 7.3.1 (Investigations), and Rule 7.3.2 (Reports of Investigations). In addition, the Exchange is making a non-substantive revision to re-title Section III of the Rules to “Participation” consistent with the terminology used within this section. These amendments and corrections provide additional information and increased clarity of the Exchange’s Rules.

Exchange management has assessed the amendments to the Rules, and their compliance with applicable provisions of the Commodity Exchange Act (“Act”), including the Commissions Regulations and the Core Principles. Nodal Exchange has identified that the amendments may affect the following Core Principles as follows:

Core Principle 2 - Compliance with the Rules: Consistent with the Exchange’s Rules, these amendments to the Rules provide additional information to ensure compliance with

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Exchange Rules. The complete descriptions of the enforcement functions within the Compliance Department, including the role and enforcement authority of the Compliance Manager, provide clarity for compliance with the Rules.

Core Principle 12 – Protection of Markets and Market Participants: The amendments to the Rules provide information regarding the Exchange’s enforcement procedures and the authority of the Compliance Manager to discipline market abuses. These amendments provide clarity to the enforcement related Exchange Rules, which promotes fair and equitable trading on the Exchange.

Core Principle 13 – Disciplinary Procedures: The amendments to the Rules further establish the resources of the enforcement staff to effectively and promptly prosecute possible Rule violations. The amendments clarify the role of the Compliance Manager in enforcing disciplinary procedures that authorize the Exchange to discipline, suspend, or expel Exchange participants that violate the Rules.

Pursuant to Section 5c(c) of the Act and the Commission’s Regulation 40.6, the Exchange certifies that amended Rules comply with the Act and the Commission’s Regulations thereunder. There have not been any opposing views expressed regarding the amendments to the Rules.

Nodal Exchange certifies that this submission has been concurrently posted on the Nodal Exchange website at [www.nodalexchange.com](http://www.nodalexchange.com).

If you have any question or need additional information regarding this submission, please contact me at 703-962-9835 or [Herrera@nodalexchange.com](mailto:Herrera@nodalexchange.com).

Sincerely,

/s/ Anita Herrera  
General Counsel & Chief Regulatory Officer

Attachment:

Redline of Nodal Exchange Rulebook: Rule 1.22 and Rule 1.23 (see page 6), Section III (see page 23); and Rule 7.2.1, Rule 7.3.1, Rule 7.3.2 (see pages 63-66)