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**NASDAQ OMX**

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SECRETARIAT

**Rule Self-Certification**

March 17, 2011

Office of the Secretary  
Commodity Futures Trading Commission  
Three Lafayette Center  
1155 21<sup>st</sup> St., N.W.  
Washington, D.C. 20581

Re: Amendment to NFX Rule 1300  
Reference File SR-NFX-2011-02

Ladies and Gentlemen:

Pursuant to Section 5c(c)(1) of the Commodity Exchange Act, as amended ("Act"), and Section 40.6 of the regulations promulgated by the Commodity Futures Trading Commission under the Act, the NASDAQ OMX Futures Exchange, Inc. ("NFX" or "Exchange") hereby submits the attached amendment to NFX Rule 1300 titled "Voting By Members of Board and Certain Committees". NFX is amending this rule to correct a typographical error in the rule text which references a section that was previously removed from the rule. The amended text is attached as Exhibit A.

The amendment to NFX Rule 1300 will become effective on March 22, 2011.

There were no opposing views among NFX's Board of Directors, members or market participants. NFX hereby certifies that these rule amendments comply with the Act and regulations thereunder.

Regards,



Daniel Carrigan  
Senior Managing Director, Products and Services &  
Operations

cc: Mr. Glenn Spann  
Mr. J. Goodwin  
Mr. Russell Rose

Exhibit A

New text is underlined; deleted text is in brackets.

**NASDAQ OMX Futures Exchange (NFX)—Rules**

**Rule 1300. Voting By Members of Board and Certain Committees**

(a) Definitions. For purposes of this Rule:

- (1) Committee shall refer to any of the following:
  - (i) Standing Committee of the Board of Directors as defined in Article IV, Section 1;
  - (ii) Advisory Committee appointed pursuant to Rule 409;
  - (iii) Hearing Panel appointed pursuant to Rule 405; or
  - (iv) Any other person or committee of persons, or any subcommittee thereof, that is authorized by the Exchange to issue disciplinary charges, to conduct disciplinary proceedings, to settle disciplinary charges, to impose disciplinary sanctions, or to hear appeals thereof in cases involving any violations of Exchange rules, except those cases where the person or committee is authorized summarily to impose minor penalties for violating rules regarding decorum, attire, the timely submission of accurate records for clearing or verifying each day's transactions or similar activities.
- (2) Family relationship shall mean a person's spouse, former spouse, parent, stepparent, child, stepchild, sibling, stepbrother, stepsister, grandparent, grandchild, uncle, aunt, nephew, niece or in-law.
- (3) Governing Board shall refer to either of the following:
  - (i) Board of Directors
  - (ii) Executive Committee
  - (iii) or any subcommittee of the Board of Directors or the Executive Committee
- (4) Member's affiliate firm shall mean a firm in which the member is a "principal," as defined in Commission Regulation Section 3.1(a) or an employee.
- (5) Named party in interest shall mean a person or entity that is identified by name as a subject of any matter being considered by the Board or Committee.
- (6) Significant Action shall mean any actions or rule changes which address an "emergency" as defined in Commission Regulation 40.1(g) (exclusive of physical emergencies), and any

changes in margin levels that are designed to respond to extraordinary market conditions or are likely to have a substantial effect on prices in any contract traded at the Exchange.

(b) Relationship with named party in interest.

(1) Nature of relationship. A member of a Governing Board or Committee must abstain from such body's deliberations and voting on any matter involving a named party in interest where such member:

(i) is a named party in interest;

(ii) is an employer, employee, or fellow employee of a named party in interest;

(iii) is associated with a named party in interest through a "broker association" as defined in Commission Regulation on 156.1;

(iv) has any other significant, ongoing business relationship with a named party in interest;  
or

(v) has a family relationship with a named party in interest.

(2) Disclosure of relationship. Prior to the consideration of any matter involving a named party in interest, each member of a Governing Board or Committee must disclose to the Exchange's compliance department whether he or she has one of the relationships listed in section (b)(1) above with a named party in interest.

(3) Procedure for determination. The Exchange's Secretary shall review items for consideration by the Governing Board or Committee for purposes of determining whether any such member thereof is subject to a conflict restriction in any matter involving a named party in interest. Such determinations shall be based upon information provided by the member pursuant to paragraph (b)(2) above and any other information held by and reasonably available to the Exchange's Secretary

(c) Financial interest in a significant action.

(1) Nature of relationship. A member of any Governing Board or Committee must abstain from such body's deliberations and voting on any significant action if the member knowingly has a direct and substantial financial interest in the result of the vote based upon either position at the Exchange or other exchange positions that could reasonably be expected to be affected by the action.

(2) Disclosure of interest. Prior to the consideration of any significant action, each member of any Governing Board or Committee must disclose to the Exchange's Secretary [the position] information [referred to in paragraph (b)(3) below] that is known to him or her or any other information that would present a conflict. This requirement does not apply to

members who choose to abstain from deliberations and voting on the subject of the significant action.

(d) Documentation of determination. The Governing Board or Committee must reflect in its minutes or otherwise document that the conflicts determination procedures required by this Rule have been followed. Such records must also include:

- (i) the names of all members who attended the meeting in person or who otherwise were present by electronic means;
- (ii) the name of any member who voluntarily recused himself or herself or was required to abstain from deliberations and/or voting on a matter and the reason for the recusal or abstention, if stated; and information on the position information that was reviewed for each member.

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