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Submission No.10-47
October 29, 2010

Mr. David A. Stawick
Secretary of the Commission
Office of the Secretariat
Commodity Futures Trading Commission
Three Lafayette Centre
1155 21st Street, NW
Washington, DC 20581

Re: **Amendment to Rule 27.03(c) -
Submission Pursuant to Section 5c(c)(1) of the Act and Regulation 40.6**

Dear Mr. Stawick:

Pursuant to Section 5c(c)(1) of the Commodity Exchange Act, as amended, and Commission Regulations 40.6, ICE Futures U.S., Inc. ("Exchange") submits, by written certification, an amendment to Rule 27.03(c), attached as Exhibit A.

Core Principle 14 requires the Exchange to establish and enforce appropriate fitness standards for, among others, any person with direct access to the facility. In the interpretative guidance regarding the core principle, the Commission stated that market participants who are not intermediated and do not otherwise have voting privileges or serve as members of the governing board or disciplinary committees of the exchange could satisfy the minimum fitness standards of the core principle by meeting the standards that they must meet to qualify as market participants of the contract market.

The Exchange has procedures requiring the submission of certain background information from any trader seeking direct access privileges. The required background information is similar to what the Exchange collects from applicants for member firm status. Most of this information is of the type that would constitute a statutory basis for denial of registration under the Act. The information is reviewed by legal staff when the answer to any question contains derogatory information.

Rule 27.03(c) was amended to expressly provide that the Exchange can refuse to grant a request for direct access privileges if it determines that granting the request would not be

consistent with the best interests of the Exchange. This standard has been applied by the Exchange for many years in the context of applications for clerk registration, where the Exchange seeks to deny direct access to the trading floor as a clerk (see Exchange Rule 4.33). Any such decision would be subject to review by a panel of individuals selected from the roster of Business Conduct Committee (“BCC”) members at the request of the Clearing Member seeking to have direct access authorized for its customer, and the decision of the BCC would constitute the final action of the Exchange with respect to the application. An adverse decision, e.g., a denial of access, would be subject to appeal to the CFTC by the aggrieved party under Part 9 of the Commission’s regulations.

The Exchange certifies that the amendment complies with the requirements of the Commodity Exchange Act and the rules and regulations promulgated thereunder.

The amendment was adopted by the Exchange’s Board of Directors on October 6, 2010, and no substantive opposing views were expressed by members or others with respect thereto. The amendment will become effective on November 2, 2010.

If you have any questions or need further information, please contact me at jill.fassler@theice.com or 212-748-4084.

Sincerely,

Jill S. Fassler
Vice President
Associate General Counsel

cc: Division of Market Oversight
New York Regional Office

EXHIBIT A

(In the text of the amendments below, additions are underlined and deletions are bracketed and lined out.)

Rule 27.03. Direct Access

* * *

(c) Each User so authorized by a Clearing Member shall furnish such information, register such personnel and execute such agreements as may be required by the Exchange. The Exchange may refuse to grant Direct Access to any Person which a Clearing Member seeks to authorize if the Exchange determines that granting Direct Access to such Person is not consistent with the best interests of the Exchange. Any such refusal by the Exchange may be appealed by the Clearing Member and shall be considered by a panel of the Business Conduct Committee comprised of three members of the committee. Each panel shall determine the specific procedures to be applied, provided that the Clearing Member shall be afforded the opportunity to present such evidence as it deems relevant. Such a presentation shall be conducted informally with no transcript taken.

[REMAINDER OF RULE UNCHANGED]