

SUMMARY: The Nuclear Regulatory Commission (NRC) is announcing the availability of draft NUREG-1614, Volume 4. "U.S. Nuclear Regulatory Commission, FY 2007-FY 2012 Strategic Plan," dated July 2007. The comment period on the draft strategic plan ends September 7, 2007. Comments on the draft plan are to be submitted in electronic format (Microsoft Word) using e-mail to: StratPlan@nrc.gov or mail to Chief, Rules and Directives Branch, mail Stop T6-D59, Office of Administration, U.S. Nuclear Regulatory Commission, Washington, DC 20555-0001; or faxed to: Chief, Rules and Directives Branch at (301) 415-5144.

ADDRESSES: Draft NUREG-1614, Volume 4, is available for inspection and copying for a fee at the NRC Public Document Room, 11555 Rockville Pike, Rockville, Maryland. You may also electronically access NUREG-series publications and other NRC records at NRC's Public Electronic Reading Room at <http://www.nrc.gov/reading-rm/doc-collections>.

A free single copy of Draft NUREG-1614, Volume 4, to the extent of availability, may be requested by writing to the Office of the Chief Information Officer, Reproduction and Distribution Services Section, U.S. Nuclear Regulatory Commission, Printing and Graphics Branch, Washington, DC 20555-0001; facsimile: 301-415-2289; e-mail: DISTRIBUTION@nrc.gov.

Some publications in the NUREG series that are posted at NRC's Web site address <http://www.nrc.gov/reading-rm/doc-collections> are updated regularly and may differ from the last printed version.

FOR FURTHER INFORMATION CONTACT: George S. Smolik, Planning Team Chief, Division of Planning, Budget, and Analysis, Office of the Chief Financial Officer, U.S. Nuclear Regulatory Commission, Washington, DC 20555-0001; telephone: 301-415-7339.

SUPPLEMENTARY INFORMATION: The Government Performance and Results Act (GRPA) requires that an agency's strategic plan be updated for submission to the Congress and the President every three years. The NRC is developing a new strategic plan for FY 2007-FY 2012 to replace the agency's existing strategic plan.

The NRC is seeking comments on its draft FY 2007-FY 2012 Strategic Plan (ADAMS Accession No. ML072080203). The draft Strategic Plan establishes the agency's long-term strategic direction and outcomes. It provides a foundation

to guide NRC's work and to allocate NRC's resources.

The NRC's draft FY 2007-FY 2012 Strategic Plan describes the agency's mission, vision, and strategic objective, which remain unchanged. The NRC's priority continues to be, as always, to ensure the adequate protection of public health, safety, and the environment, and promoting common defense and security.

The NRC's draft Strategic Plan also reflects the changes taking place in the regulatory environment associated with the use of radioactive materials, such as the expected receipt of applications to construct and operate new nuclear power plants, and the disposal of high-level radioactive waste. Further, the draft Strategic Plan addresses how the NRC will address these challenges, such as communications, human capital, and regulatory and organizational infrastructure.

The draft Strategic Plan identifies our two strategic goals, which focus on safety and security. The agency's Safety and Security goals, as well as their associated strategic outcomes, continue to accurately describe the agency's core functions, and therefore remain essentially unchanged. This focus on safety and security ensures that the NRC remains a strong independent, stable, and predictable regulator. The draft Strategic Plan also describes the agency's Organizational Excellence Objectives of Openness, Effectiveness, Timeliness, and Management, which characterize the manner in which the agency intends to support achieving the Safety and Security goals.

The NRC encourages all interested parties to comment on the draft Strategic Plan. The comment period ends September 7, 2007. Comments on the draft plan are to be submitted in electronic format (Microsoft Word) using e-mail to: StratPlan@nrc.gov or mailed to Chief, Rules and Directives Branch, mail Stop T6-D59, Office of Administration, U.S. Nuclear Regulatory Commission, Washington, DC 20555-0001; or faxed to: Chief, Rules and Directives Branch at (301) 415-5144. Stakeholder feedback will be valuable in helping the Commission develop a final plan that has the benefit of the many views in the regulated civilian nuclear industry.

The final version of NUREG-1614, Volume 4, is expected to be released on or about December 31, 2007.

Dated at Rockville, Maryland, this 2nd day of August 2007.

For the Nuclear Regulatory Commission.

Leslie W. Barnett,

Director, Division of Planning, Budget, and Analysis, Office of the Chief Financial Officer.
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SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-56186; File No. SR-BSE-2006-56]

Self-Regulatory Organizations; Boston Stock Exchange, Inc.; Notice of Filing of Amendment No. 2 to the Proposed Rule Change and Order Granting Accelerated Approval of Proposed Rule Change as Modified by Amendments No. 1 and 2 Thereto To Add to the Boston Options Exchange a New Functionality Called an Auto Auction Order

August 2, 2007.

I. Introduction

On December 15, 2006, the Boston Stock Exchange, Inc. ("BSE" or "Exchange") filed with the Securities and Exchange Commission ("Commission"), pursuant to section 19(b)(1) of the Securities Exchange Act of 1934 ("Act")¹ and Rule 19b-4 thereunder,² a proposal to amend the Boston Options Exchange ("BOX") Rules to add a new functionality referred to as an Auto Auction Order ("AAO") to make it easier for customers to participate in a price improvement auction ("Improvement Auction"). On February 1, 2007, BSE filed Amendment No. 1 to the proposed rule change. The proposed rule change was published for comment in the **Federal Register** on February 12, 2007.³ The Commission received one comment letter regarding the proposal.⁴ BSE filed a response to the comment letter on June 8, 2007.⁵ On June 8, 2007, BSE filed Amendment No. 2 to the proposed rule change.⁶ This order approves the proposed rule

¹ 15 U.S.C. 78s(b)(1).

² 17 CFR 240.19b-4.

³ See Securities Exchange Act Release No. 55233 (February 2, 2007), 72 FR 6626 ("Notice").

⁴ See letter to Nancy M. Morris, Secretary, Commission, from Michael J. Simon, Secretary, International Securities Exchange, LLC ("ISE"), dated March 5, 2007 ("ISE Letter").

⁵ See letter to Nancy M. Morris, Secretary, Commission, from William Meehan, General Counsel, BSE, dated June 8, 2007 ("BSE Letter").

⁶ In Amendment No. 2, BSE amended the proposal to reflect that AAOs may be entered only for Public Customer accounts and only in a series for which the standard trading increment is greater than one cent. BSE also made corresponding technical changes to the rule text.

change, as modified by Amendments No. 1 and 2, on an accelerated basis.

II. Description of the Proposal

BSE proposes to amend the BOX Rules to add a new order functionality called an AAO that would automatically participate in any Improvement Auction (e.g., Price Improvement Period ("PIP") auction)⁷ if it meets certain criteria. An AAO is a Limit Order that is submitted by an Order Flow Provider ("OFP")⁸ on behalf of a Public Customer⁹ to the BOX Trading Host in one-cent increments in a series whose minimum trading increment is greater than one cent. The penny incremented limit price that is entered by the Public Customer is referred to as the "AAO Maximum Improvement Price." The AAO Maximum Improvement Price is the maximum (if the order is to buy) or minimum (if the order is to sell) price at which the Public Customer is willing to trade in any Improvement Auction.

The BOX Trading Host will round AAOs to the nearest minimum trading increment (up if the order is to sell and down if the order is to buy) and place it on the BOX Book ("AAO Limit Order"). The AAO Limit Order will be processed as a standard Limit Order as described in Chapter 5, Section 14(c)(i) of the BOX Rules and will be traded in accordance with Chapter 5, Section 16 of the BOX Rules.

A. Eligibility

An AAO will be eligible to participate in any Improvement Auction that may occur when the AAO is on the opposite side of the market from the order seeking improvement and the AAO Limit Price is equal to the National Best Bid or Offer ("NBBO"). If the AAO is eligible, the BOX trading engine will automatically create a new order (the "AAO Improvement Order") at the end of the auction phase, but prior to any trade allocations, with the following terms:

- (1) The quantity of the AAO Improvement Order will be the lesser of the remaining quantity on the BOX Book at the AAO Limit Price or the quantity of the order seeking improvement in the auction; and
- (2) the price of the AAO Improvement Order will be equal to the price of the best Improvement Order, Primary

⁷ See Chapter V, Section 18 of the BOX Rules.

⁸ "Order Flow Provider" is defined as an Options Participant representing as agent Customer Orders on BOX and those non-Market Maker Participants conducting proprietary trading. See Chapter I, Section 1(a)(46) of the BOX Rules.

⁹ "Public Customer" is defined a person that is not a broker or dealer in securities. See Chapter I, Section 1(a)(50) of the BOX Rules.

Improvement Order, or unrelated order (on the same side of the market as the AAO) submitted to the Improvement Auction.

B. Trade Processing of AAO

During an Improvement Auction, if the number of contracts executed in the Improvement Auction against the AAO Improvement Order is less than the quantity of the AAO Limit Order, then, prior to the processing of any other orders in the same series on the opposite side of the market as the AAO Limit Order, the quantity of the AAO Limit Order will be decremented on the BOX Book by the size of the executed quantity of the AAO Improvement Order. Any residual quantity that remains after part of an AAO has traded (either on the BOX Book or in the Improvement Auction) will continue to be eligible to trade in any subsequent Improvement Auctions. In addition, the residual quantity will maintain its priority on the BOX Book in accordance with Chapter V, Section 16 of the BOX Rules.

Any AAO Improvement Order created by the BOX Trading Host will be assigned the time priority of the related AAO Limit Order. As such, the AAO Improvement Order is granted time priority at its relevant price level in an Improvement Auction. Any modification to the AAO Maximum Improvement Price that causes the rounded AAO Limit Price to change or any increase in the quantity of the AAO will cause a new time priority to be assigned to the AAO Limit Order on the BOX Book. Any changes to the AAO Maximum Improvement Price that do not effect the AAO Limit Price will not cause a change to the time priority of the original order.

Additionally, a new AAO received in a particular series that is on the opposite side of the market from another AAO, which is already on the BOX Book, and is marketable at the AAO Maximum Improvement Price of the other booked AAO (e.g., a buy AAO is on the BOX Book with a Limit Price bid of \$2.00 with an AAO Maximum Improvement Price of \$2.03 and a new sell AAO is received by the BOX Trading Host with an AAO Maximum Improvement Price of \$2.02), will be matched at the midpoint of the two AAO Maximum Improvement Prices, rounded to the nearest penny increment in the favor of the AAO that is already on the BOX Book.¹⁰ The quantity of the resulting

¹⁰ The Commission notes that a non-AAO incoming order that is marketable at the AAO Limit Price will execute against the AAO at the displayed Limit Price.

trade will be for the lesser quantity of the two AAOs.

III. Solicitation of Comments

Interested persons are invited to submit written data, views, and arguments concerning the foregoing, including whether the proposed rule change is consistent with the Act. Comments may be submitted by any of the following methods:

Electronic Comments

- Use the Commission's Internet comment form (<http://www.sec.gov/rules/sro.shtml>); or
- Send an e-mail to rule-comments@sec.gov. Please include File Number SR-BSE-2006-56 on the subject line.

Paper Comments

- Send paper comments in triplicate to Nancy M. Morris, Secretary, Securities and Exchange Commission, 100 F Street, NE., Washington, DC 20549-1090.

All submissions should refer to File Number SR-BSE-2006-56. This file number should be included on the subject line if e-mail is used. To help the Commission process and review your comments more efficiently, please use only one method. The Commission will post all comments on the Commission's Internet Web site (<http://www.sec.gov/rules/sro.shtml>). 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 person, 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 in the Commission's Public Reference Room, 100 F Street, NE., Washington, DC 20549, on official business days between the hours of 10 a.m. and 3 p.m. Copies of such filing also will be available for inspection and copying at the principal office of BSE. All comments received will be posted without change; the Commission does not edit personal identifying information from submissions. You should submit only information that you wish to make available publicly. All submissions should refer to File Number SR-BSE-2006-56 and should be submitted on or before August 29, 2007.

IV. Discussion

After careful review of the amended proposal, the ISE Letter, and the BSE Letter, the Commission finds that the proposed rule change is consistent with the requirements of the Act and the rules and regulations thereunder applicable to a national securities exchange¹¹ and, in particular, the requirements of section 6 of the Act.¹² Specifically, the Commission finds that the proposed rule change is consistent with section 6(b)(5) of the Act,¹³ which requires, among other things, that the rules of a national securities exchange be designed to prevent fraudulent and manipulative acts and practices, to promote just and equitable principles of trade, to remove impediments to and perfect the mechanism of a free and open market and a national market system, and, in general, to protect investors and the public interest. Significant aspects of the proposal are discussed below.

A. Order Exposure

The proposal provides that the undisplayed penny price of an AAO resting on the BOX Book can execute against the undisplayed penny price of another AAO.¹⁴ The commenter notes that other orders in the BOX marketplace, such as market orders and limit orders that are marketable against the displayed price of an AAO, would not receive the benefit of the hidden penny price. The commenter believes that the proposal thus provides a mechanism by which participants can cross orders on BOX with no exposure to the marketplace.¹⁵ In response, BSE has amended its proposal to limit the use of the AAO to only Public Customers.¹⁶ The Commission believes that the amended proposal is consistent with Section 6(b)(5) of the Act.¹⁷

B. Priority and Price Competition

The commenter also argues that the AAO would not provide for additional price improvement opportunities, would discourage aggressive competition in the PIP, and would unfairly advantage the AAO in the PIP auction. First, the commenter contends that the AAO would not provide for any increased opportunities for price

improvement in the PIP because the AAO Improvement Order would be generated at the conclusion of the three second exposure period (and thus not be broadcast to other BOX Participants) and would only match the best price provided by other BOX participants, even if the AAO contained an AAO Maximum Improvement Price that would provide additional price improvement to the PIP order.¹⁸ Second, the commenter believes that the proposal will discourage other BOX Participants from competing aggressively for PIP orders because it provides time priority for the AAO Improvement Order in the PIP based upon the entry time of the original AAO. Third, the commenter argues that the AAO is unfairly advantaged in the PIP auction because only through use of an AAO can a participant adjust the price at which they are willing to participate in the PIP auction without other participants knowing about its interest and still maintain its initial time priority.¹⁹

In response, BSE argues that the AAO will provide increased price improvement opportunities because it would increase the size available at the best Improvement Order price.²⁰ Further, BSE argues that the AAO will encourage aggressive quoting in the PIP by incenting competitors to put forth their best price to potentially better the AAO Maximum Improvement Price and thus increase their likelihood of allocation. In addition, BSE analogizes the AAO to BOX's Customer PIP Order,²¹ which also is displayed on the BOX Book at a standard increment but contains a penny price that is not broadcast to PIP participants.²² BSE represents that the AAO functionality is being proposed to make it easier for customers to participate in an Improvement Auction, especially non-professional customers who lack the ability to monitor and adjust prices fast enough to be competitive, and who may not have access to a broker that utilizes the CPO function. BSE therefore believes that the AAO functionality will increase competition in the PIP because it will allow more new entrants. Additionally, BSE notes that since Public Customer orders already have

priority status in Improvement Auctions pursuant to customer priority rules, the AAO will only incrementally increase the priority available to them.²³

The Commission agrees that the availability of the AAO should increase the ability of Public Customers to participate in Improvement Auctions.²⁴ The Commission also does not believe that the possibility of undisclosed AAO penny interest will give Improvement Auction participants a disincentive to enter their best prices and may provide a further incentive to enter their best prices to increase the likelihood of participating in the execution of the order. Further, the AAO functionality provides the potential for increased size available at the best Improvement Price. The Commission therefore believes that the AAO functionality is consistent with the Act.

The Commission further notes that an AAO Limit Order would only be eligible to participate in an Improvement Auction, and thus receive time priority, when the AAO Limit Order equals the NBBO on the opposite side of the Improvement Auction order at the start of the auction. The AAO is similar to the Market Maker Prime ("MMP") designation in the PIP, in which a market maker that has a quote at the moment the PIP commences that is equal to the NBBO on the same side as the PIP Primary Improvement Order is eligible to be designated MMP for that particular PIP auction and receive priority over other Improvement Orders in the auction.²⁵ The Commission believes that the proposal to give time priority to an AAO that quotes aggressively before an Improvement Order is initiated is consistent with the Act and may provide a further incentive for Public Customers to publicly display their best prices, which would benefit all options market participants.

C. Penny Pilot

The commenter argues that the Penny Pilot Program²⁶ is the appropriate

¹¹ See BSE Letter, *supra* note 5, at 3.

¹² BSE represents that only a few OFPs have made CPOs available to non-professional customers due, in large part, to the constraints that are generally associated with the software development an OFF is required to undertake to handle the processing of the CPO. See Notice, *supra* note 3.

¹³ The MMP who participates in a PIP will have partial priority over all other competing orders, including the AAO, entered into the PIP at the same limit price. See Chapter V, Section 19(b) of the BOX Rules.

¹⁴ The Penny Pilot was approved by the Commission to allow BOX to permit certain option classes to be quoted in pennies on a pilot basis. See Securities Exchange Act Release No. 55155 (January 23, 2007), 72 FR 4741 (February 1, 2007) (SR-BSE-2006-49).

¹⁵ In approving this proposed rule change, the Commission has considered the proposed rule's impact on efficiency, competition, and capital formation. 15 U.S.C. 78c(f).

¹⁶ 15 U.S.C. 78f.

¹⁷ 15 U.S.C. 78f(b)(5).

¹⁸ See proposed Chapter V, Section 14(c)(v)(F) of the BOX Rules.

¹⁹ See ISE Letter, *supra* note 4, at 1-2.

²⁰ See Amendment No. 2, *supra* note 6.

²¹ 15 U.S.C. 78f(b)(5).

²² See ISE Letter, *supra* note 4, at 2.

²³ See ISE Letter, *supra* note 4, at 3. As noted above, an AAO would not lose its initial time priority if there are changes to the initial penny order price, so long as the change does not affect the displayed limit order price. See proposed Chapter V, Section 14(c)(v)(E) of the BOX Rules.

²⁴ See BSE Letter, *supra* note 5, at 2.

²⁵ See Securities Exchange Release No. 49068 (January 13, 2004), 69 FR 2775 (January 20, 2004).

²⁶ See BSE Letter, *supra* note 5, at 2.

method to approach penny pricing in the options markets, rather than a mechanism that bypasses auction market principles.²⁷ As discussed above, with respect to the commenter's substantive arguments, the Commission believes the AAO functionality is consistent with the Act. Further, the Commission notes that the proposal, as amended, is intended to make it easier for Public Customers to participate in the PIP (or other future Improvement Auctions), which already allows trading in penny increments. In addition, pursuant to the amended proposal, AAOs may only be entered in series that are limited to quoting in standard increments greater than one cent. The Commission believes it is consistent with the Act to allow BSE to implement another initiative designed to allow limited trading in penny increments at the same time it participates in the Penny Pilot Program.

D. Accelerated Approval

The Commission finds good cause to approve the proposal prior to the thirtieth day after the proposal was published for comment in the **Federal Register**. The proposed rule change, as modified by Amendment No. 1, was published for full notice and comment.²⁸ Amendment No. 2, which limits the AAO functionality to Public Customer accounts, and in a series for which the standard trading increment is greater than one cent, modifies the proposal in response to issues raised by a commenter. For these reasons, the Commission finds good cause, consistent with section 19(b)(2) of the Act, to grant accelerated approval to the proposed rule change.

V. Conclusion

It is therefore ordered, pursuant to section 19(b)(2) of the Act,²⁹ that the proposed rule change (SR-BSE-2006-56), as modified by Amendments No. 1 and 2, be, and it hereby is, approved on an accelerated basis.

For the Commission, by the Division of Market Regulation, pursuant to delegated authority.³⁰

Florence E. Harmon,

Deputy Secretary.

[FR Doc. E7-15431 Filed 8-7-07; 8:45 am]

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SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-56185; File No. SR-BSE-2007-39]

Self-Regulatory Organizations; Boston Stock Exchange, Inc.; Notice of Filing and Immediate Effectiveness of Proposed Rule Change To Clarify How the BOX Trading Host Systematically Filters All Orders Against the National Best Bid and Offer

August 2, 2007.

Pursuant to section 19(b)(1) of the Securities Exchange Act of 1934 ("Act")¹ and Rule 19b-4 thereunder,² notice is hereby given that on July 30, 2007, the Boston Stock Exchange, Inc. ("Exchange" or "BSE") filed with the Securities and Exchange Commission ("Commission") the proposed rule change as described in Items I and II below, which Items have been substantially prepared by the Exchange. The Exchange has designated the proposed rule change as a non-controversial rule change pursuant to section 19(b)(3)(A)(iii) of the Act³ and Rule 19b-4(f)(6) thereunder,⁴ which renders the proposed rule change effective upon filing with the Commission. The Commission is publishing this notice to solicit comments on the proposed rule change from interested persons.

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

The Exchange proposes to amend the rules of the Boston Options Exchange ("BOX") to clarify how the BOX Trading Host systematically filters all orders against the National Best Bid and Offer ("NBBO") to ensure that a trade-through to the detriment of the inbound order does not occur, and that the customer's interests are protected by making sure that any execution of its order on BOX is at a price at least as good as the best price available on any of the other options exchanges. The proposed rule filing also seeks to clarify how BOX currently processes such orders when the NBBO is either locked or crossed. The text of the proposed rule change is set forth below; new text is in *italics* and deleted text is in brackets.

RULES OF THE BOSTON OPTIONS EXCHANGE FACILITY

Chapter V

Sec. 16 Execution and Price/Time Priority

(a)—No change.

(b) Filtering of BOX In-Bound Orders [to Prevent Trade-Throughs].

i. *With the exception of Improvement Orders and Primary Improvement Orders submitted during a PIP (which are processed in accordance with section 18 of this Chapter V) and Directed Orders (which are processed in accordance with section 5, subsections b and c, of Chapter VI) [A] all inbound orders to BOX (whether on behalf of Customers, non-BOX Participant broker-dealer proprietary accounts or market makers at other exchanges) as well as inbound Principal ("P") and Principal as Agent ("P/A") (see Chapter XII, "Intermarket Linkage Rules", herein) orders received via InterMarket Linkage will be filtered by the Trading Host prior to entry on the BOX Book to ensure that these orders will not [execute at price outside the current NBBO ("trade-throughs").]*

1) *in the case of a sell order, execute at a price below the NBBO bid price*

-or-

2) *in the case of a buy order, execute at a price above the NBBO offer price.*

All of the filtering rules described in this section are independent of whether the NBBO is locked or crossed or not, except where the BOX best price on the same side of the market as the inbound order has crossed, or is crossed by, the opposite side NBBO, the order will be routed, if eligible, or rejected immediately.

ii.-iv.—No change.

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 Exchange 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 IV below. The Exchange has prepared summaries, set forth in sections A, B, and C below, of the most significant aspects of such statements.

²⁷ See ISE Letter, *supra* note 4, at 3.

²⁸ See Notice, *supra* note 3.

²⁹ 15 U.S.C. 78s(b)(2).

³⁰ 17 CFR 200.30-3(a)(12).

³⁰ 17 CFR 200.30-3(a)(12).

¹ 15 U.S.C. 78s(b)(1).

² 17 CFR 240.19b-4.

³ 15 U.S.C. 78s(b)(3)(A)(iii).