



James H. Bodurtha, *Moderator* BlackRock Funds

David D. Chase Thornburg Investment Trust

Stephen Sachs
ProShares Advisors LLC

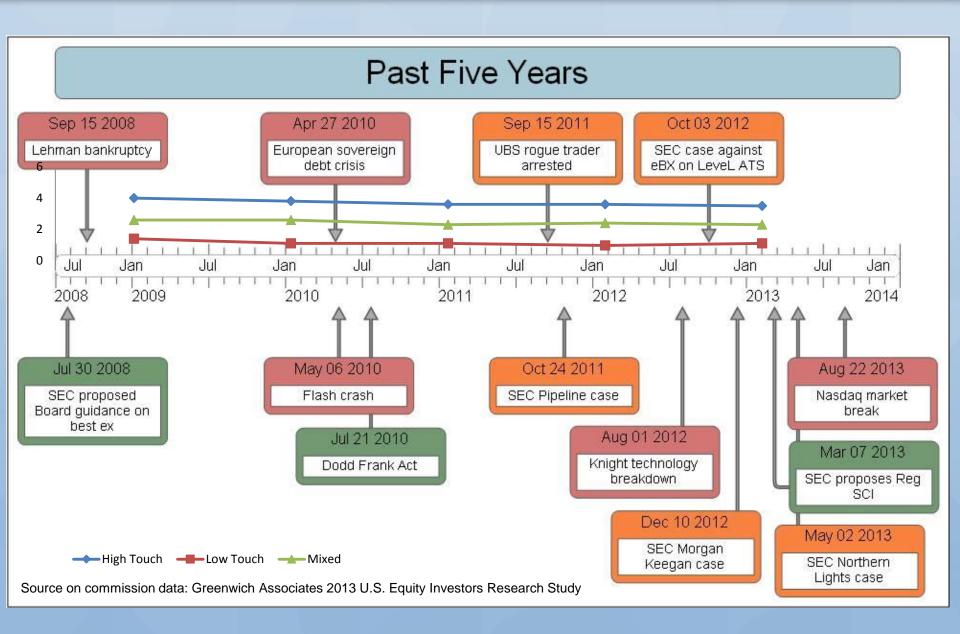
Steven W. Stone Morgan, Lewis & Bockius LLP



- Past Five Years
- Proposed SEC 2008 Board Guidance
- Monitoring Best Execution
- Monitoring Broker Selection
- Alternative Trading Systems & Venues
- Equitable Allocation

- Special Investments
- Special Issues
- Director Tools for Monitoring Trading
- Heat Map of Trader's Concerns
- Key Takeaways







#### **Proposed SEC 2008 Board Guidance**

- Proposed guidance "would not impose any new or additional requirements"
- But tone and its catalogue of issues seen as upping the ante



# Proposed SEC 2008 Guidance: Board Oversight - Data

- Identification of broker-dealers the fund uses
- Commission rates or spreads paid
- Allocation among broker-dealers of commissions
- Value of trades executed
- Fund's portfolio turnover rates



#### **Monitoring Best Execution**

- Costs
  - Explicit
  - Implicit cost & opportunity shortfall
  - Equity vs. fixed income trading costs
- Soft dollars
- Turnover

- Broken trades How many is too many?
  - Causes
  - Remedies
- Analytical tools for directors



### **Monitoring Broker Selection**

- Affiliated brokers
- Soft dollars
- Due diligence
- Trading anonymity



#### **Alternative Trading Systems & Venues**

- Impact of "dark pools"
  - Late day volatility issue around market close NAV calculation
  - Liquidity



## **Equitable Allocation**

- Investment Opportunities
  - IPOs access and allocations
- Sequencing
  - Trading in relation to other accounts



#### **Special Investments**

- Foreign exchange
- Derivatives pricing and cost analysis
  - Collateral credit analysis
  - Leverage
  - Regulatory risk compliance with central clearing regulations
  - Dodd/Frank



### **Special Issues**

- Late day trading still an issue?
- Cross trades
- Order complexity
- Technology issues
- Trade errors



#### **Director Tools for Monitoring Trading**

- Understanding Internal Process
  - Board reports Management's Process
  - Meeting with Trading Oversight Personnel
  - Benchmarking by 3<sup>rd</sup> Party Consultants
  - Role of the CCO Where are the Conflicts?
  - Staying out of the "Weeds"



#### **Heat Map of Trader's Concerns**

#### Hot

- Too much SEC focus on equity trades, need more scrutiny fixed income trading
- HFT being considered as nonimpactful to markets
- Filing miscues
- Effects of gaming
- Challenging process to upgrade/ change best of breed OMS/EMSs
- Efficient Use of Pre-, Post-, and Real-Time TCA
- Finding liquidity
- Counter party risk

#### Hotter

- Finding meaningful, account specific TCA "apples to apples"
- Information leakage via execution venues
- Short swing profits
- Best execution
- Drastic increase in non-trading responsibilities
- HFT
- CSAs/ways to reduce executing brokers
- Integrating New Trading Tools/Strategies on the Desk
- Algorithm/high-touch variation of trades
- Measuring performance
- What is the right TCA measure for the group

#### **Hottest**

- Affording technology needed to compete
- · Sourcing natural liquidity
- Insider trading
- Hidden liquidity aggregation
- Monitoring our brokers execution logistics
- Fragmented markets
- Need for more flexible Multibenchmark TCA
- Managing/Understanding Routing/ Order-Handling Procedures
- Identifying which systems to add/ keep on desk
- Budget/Paying soft dollars and research
- Resource consumption by our PMs and Analysts

Source: TraderForum, Top issues facing buyside traders (February 12, 2010)



## **Key Takeaways**

- 1. Benchmark your practices in relation to the SEC's proposed guidance
- 2. Focus on conflicts
- 3. Consider alternative sources of perspective and information
- 4. Focus on process and don't get in the weeds
- 5. Consider technology issues as they affect trading



Independent Directors Council 2013 Fund Directors Conference October 21–23, 2013

James Bodurtha Independent Director BlackRock Funds David Chase
Independent
Director
Thornburg
Investment Trust

Stephen Sachs
Head of Capital
Markets
ProShares
Advisors LLC

Steven Stone
Partner
Morgan, Lewis &
Bockius LLP