



Via Portal Submission

March 25, 2024  
MGEXDCO Submission No. 24-07

Mr. Christopher Kirkpatrick  
Secretary of the Commission  
Commodity Futures Trading Commission  
Three Lafayette Centre  
1155 21<sup>st</sup> Street NW  
Washington, DC 20581

**RE: Rule Certification Submission Pursuant to Regulation 40.6(a): Committee Charters**

Dear Mr. Kirkpatrick:

Pursuant to Commodity Exchange Act (“CEAct”) Section 5c and Commodity Futures Trading Commission (“CFTC” or “Commission”) Regulation 40.6(a), the Minneapolis Grain Exchange, LLC (“MGEX” or “Exchange”) hereby certifies that the attached Committee Charters of various MGEX Committees of the Exchange and the Board of Directors, as identified below, comply with the CEAct and the Commission regulations promulgated thereunder. MGEX respectfully requests confidential treatment of Exhibits A through E in accordance with CFTC Regulations §§ 40.8 and 145.9. MGEX certifies that notice of pending Certification of the Charters with the CFTC and a copy of this submission (other than the Exhibits for which confidential treatment has been requested) have been posted on the MGEX website at the following link: <https://www.miaxglobal.com/markets/us-futures/mgex/rule-filings>.

**Overview of Committee Charters**

MGEX is proposing implementation of the attached charters for the following MGEX Board and Exchange Committees: (1) Executive Committee; (2) Nominations Committee; (3) Audit Committee, (4) MGEX Risk Committee, and (5) Risk Management Committee. The Charters outline composition requirements of each committee, detail committee responsibilities and authorization, and codify MGEX’s compliance with applicable CFTC Regulations, including §§ 39.10, 39.13, 39.16, and 39.24.

**DCO Core Principles**

MGEX has reviewed the Core Principles for derivatives clearing organizations (“DCO Core Principles”) and identified that the Proposed Addition may impact the following DCO Core Principles:

- *DCO Core Principle A – Compliance with Core Principles:* The Charters codify MGEX’s compliance with CFTC Core Principles and relevant Regulations as cited above, especially the Governance and Risk Management Core Principles.
- *DCO Core Principle D – Risk Management:* The Charters of the Executive Committee, Audit Committee, MGEX Risk Committee, and Risk Management Committee attached hereto delineate the Committees’ roles in MGEX effectively managing risk and discharging its responsibilities as a DCO.

- *DCO Core Principle O – Governance Fitness Standards*: All Committee Charters attached hereto provide transparency of MGEX's governance arrangements and permit consideration of the views of market participants where required by applicable CFTC Regulations. Further, the Nominations Committee Charter outlines the fitness standards for the Board of Directors.

Pursuant to MGEX Bylaw 3.1., the Committee Charters were approved on March 20, 2024. There were no substantive opposing views expressed with respect to this filing. The Charters will be effective at least 10 business days following the date of this submission.

If there are any questions regarding this submission, please contact me at (612) 321-7159 or [apilon@miaxglobal.com](mailto:apilon@miaxglobal.com). Thank you for your attention to this matter.

Sincerely,

A handwritten signature in black ink, appearing to read "Amanda R. Pilon". The signature is written in a cursive, flowing style.

Amanda R. Pilon  
Associate Corporate Counsel, DCO & Int'l



March 25, 2024

Assistant Secretary of the Commission for FOIA  
Privacy and Sunshine Acts Compliance  
Commodity Futures Trading Commission  
Three Lafayette Centre  
1155 21st Street, NW  
Washington, DC 20581

**RE: Freedom of Information Act (“FOIA”) Confidential Treatment Request – Section 5c(c)(1) of the Commodity Exchange Act (“CEA”) and Commission Regulation 40.6(a) self-certification submissions on March 25, 2024**

Dear Secretary,

In conjunction with the self-certification submitted today via the Commodity Futures Trading Commission (“CFTC”) Portal by the Minneapolis Grain Exchange, LLC (“MGEX”), pursuant to Section 5c(c)(1) of the Commodity Exchange Act (“CEA”) and Commission Regulation 40.6(a), MGEX respectfully requests confidential treatment for the self-certification (collectively, the “Confidential Material”) until further notice.

The Confidential Material relates to the operations of MGEX and concerns or may concern customarily non-public, confidential and privileged business and commercial information concerning MGEX. The Confidential Material is also exempt from mandatory disclosure under the following provision of the Freedom of Information Act (“FOIA”): 5 U.S.C. § 552(b)(8) (which protects information contained in or related to examination, operating, or condition reports about financial institutions that a governmental agency regulates or supervises).

In accordance with CFTC Regulation 145.9, MGEX hereby requests that the Commission afford confidential treatment under FOIA for the Confidential Material. MGEX requests that confidential treatment be maintained until further notice for such documents in accordance with CFTC Regulation 145.9(d)(5).

Additionally, MGEX requests that the Commission notify MGEX immediately after receiving any FOIA request for such documents or any other court order, subpoena, or summons for the same. MGEX also requests that the Commission notify MGEX if it intends to disclose such documents to any governmental agency or unit pursuant to Section 8 of the Commodity Exchange Act. Finally, MGEX requests that you forward a copy of this letter to any such agency with the Confidential Material. MGEX does not waive its notification rights under Section 8(f) of the Commodity Exchange Act with respect to any subpoena or summons for such documents.

The request set forth in the preceding paragraphs also applies to any memoranda, notes, transcripts or other writings of any sort whatsoever that are made by, or at the request of, the Commission or the Staff (or any other government agency) and which (1) incorporate, include or relate to any of the Confidential Material or (2) refer to any conference, meeting or telephone conversation between the officers, directors, employees, shareholders, agents, current or former representatives or counsel of the Company on the one

hand and the Commission or the Staff (or any other government agency) on the other, relating to the Confidential Material.

Provision of the Confidential Material is not intended to, and does not, waive any applicable privilege or other legal basis under which information may not be subject to production. If it were found that any of the enclosed Confidential Material constitutes disclosure of otherwise privileged matters, such disclosure would be inadvertent.

The basis on which confidential treatment is being requested is that disclosure of the Confidential Material would reveal trade secrets or confidential commercial or financial information of MGEX, a financial institution that falls under the protection of FOIA. Should you have any questions regarding this letter, please feel free to contact me at (612) 321-7159 or [apilon@miaxglobal.com](mailto:apilon@miaxglobal.com). Thank you for your attention to this matter.

Sincerely,

A handwritten signature in cursive script that reads "Amanda R. Pilon". The signature is written in dark ink and is positioned above the typed name and title.

Amanda R. Pilon  
Associate Corporate Counsel, DCO & Int'l

**MINNEAPOLIS GRAIN EXCHANGE, LLC**

400 South 4<sup>th</sup> Street | 130 Grain Exchange Building | Minneapolis, MN 55415  
612-321-7101

[Miaxglobal.com/mgex](http://Miaxglobal.com/mgex)