Proposed Rule Change by Philadelphia Stock Exchange

Pursuant to Rule 19b-4 under the Securities Exchange Act of 1934

<table>
<thead>
<tr>
<th>Initial</th>
<th>Amendment</th>
<th>Withdrawal</th>
<th>Section 19(b)(2)</th>
<th>Section 19(b)(3)(A)</th>
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Pilot Extension of Time Period for Commission Action

Date Expires

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Proposal:
Amp Phlx Order and Decorum Regulations

Contact Information

Provide the name, telephone number and e-mail address of the person on the staff of the self-regulatory organization prepared to respond to questions and comments on the proposed rule change.

First Name: Angela
Last Name: Dunn
Title: Director and Counsel
E-mail: angela.dunn@phlx.com
Telephone: (215) 496-5692
Fax: (215) 496-6729

Signature

Pursuant to the requirements of the Securities Exchange Act of 1934,

has duly caused this filing to be signed on its behalf by the undersigned thereunto duly authorized.

Date: 09/26/2006

By: Cynthia Hoekstra
(Name)

Director

(Title)

NOTE: Clicking the button at right will digitally sign and lock this form. A digital signature is as legally binding as a physical signature, and once signed, this form cannot be changed.
If the self-regulatory organization is amending only part of the text of a lengthy proposed rule change, it may, with the Commission's permission, file only those portions of the text of the proposed rule change in which changes are being made if the filing (i.e. partial amendment) is clearly understandable on its face. Such partial amendment shall be clearly identified and marked to show deletions and additions.
1. **Text of the Proposed Rule Change**

The Philadelphia Stock Exchange, Inc. ("Phlx" or "Exchange"), pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 ("Act")\(^1\) and Rule 19b-4 thereunder,\(^2\) proposes to amend Option Order and Decorum Regulation 2, *Food, Liquids and Beverages*; Regulation 4, *Order*; Regulation 5, *Visitors and Applicants*; and Regulation 6, *Dress*, pursuant to Exchange Rule 60. The amendments intend to: (i) add clarifying language to Regulations 4 and 5; (ii) amend Regulation 2 language concerning food, liquids and beverages; (iii) add new language to address trash, litter and vandalism to Regulation 2; (iv) increase fine amounts as specified in proposed Regulations 2 and 6; (v) delete the language of Regulation 6 and adopt a revised dress code; and (vi) add clarifying language to Regulations 2, 4, 5 and 6 regarding supervisory responsibility for violations of the various order and decorum regulations.

A notice of the proposed rule change for publication in the *Federal Register* is attached hereto as Exhibit 1.

New text underlined; deleted text bracketed.

**Options Order and Decorum Regulations**

**Regulation 2 - Food, Liquids and Beverages, Trash, Litter and Vandalism**

(a) **Food, Liquids and Beverages**

Food, liquids and beverages [are prohibited on the trading floor and the lower level areas adjacent to the trading floor except for the lunchrooms] while allowed on the trading floor, should be kept and consumed in a way that does not interfere with others. All


drinks should be in cans or covered containers. Food and drink may not be consumed while in transit on the trading floor.

[Any provision of this rule may be waived for a specified period of time by the chairperson of the appropriate floor standing committee or his designee.]

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**Regulation 4 - Order**

(a) Members, participants and their associated persons shall not conduct themselves in a disorderly manner on the trading floor or on the premises immediately adjacent to the trading floor. Further, members, participants and their associated persons shall not conduct themselves in an indecorous manner that is disruptive to the conduct of business on the trading floor, including but not limited to the use of profanity.

The fines to be imposed for such violations shall be as follows:

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(b) – (d) No Change

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**Regulation 5 – [Guests] Visitors and Applicants**

Non-member [guests] visitors will be permitted on the trading floor at the discretion of [the respective floor committee (Options, FCO or Floor Procedures)] an Exchange official or Floor Official. All [guests] visitors must be signed in by a member or Exchange official and accompanied at all times by a member, associated person of a member or an Exchange official.

As a visitor, the applicant must be escorted by a representative of a member firm at all times while on the trading floor, and failure to do so shall result in a violation of this regulation by such member firm.

Once an applicant has filed an application with the Office of the Secretary pursuant to By-Law Article XII, Section 12-4, the Examinations Department and the Office of the Secretary shall conduct clearance procedures to verify personal data and financial
viability. The applicant may be admitted as a visitor for ten business days, after which the applicant must submit an Applicant Access Card/Floor Badge application which is subject to approval by the Exchange pursuant to satisfactory completion of personal and financial data verification. Twenty-one days after the Access Card is issued, it will automatically expire; an applicant may apply to the Chairman of the Admissions Committee or his designee for a twenty-one day extension.

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Regulation 6 - Dress

[All members have a choice of wearing their suit jacket or a color coded firm jacket. All clerks are required to wear a color coded firm jacket. No hats of any type may be worn except for visors. Any type of clothing that draws excessive attention and detracts from a professional atmosphere, including words or pictures on clothing, is prohibited.

The appropriate floor standing committee shall determine whether males must wear dress shirts with collars and neckties or bowties. If required, neckties must be properly knotted and clip-on bowties must be connected to both sides of the collar. The following are not permitted: Bluejeans, dungarees, golf, polo or T-shirts, shorts, sweats, sandals, any shoes or garments that are dirty frayed, faded or torn. This rule shall be in effect on regular business days for any floor open for trading.

Any provision of this rule may be waived for a specific period of time by the chairperson of the appropriate floor standing committee or his designee.

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The Dress Code must be complied with at the point of entry to the trading floor. The Dress Code is in effect on the trading floor before, during and after trading hours.

**Acceptable Business Casual Dress (Men):**

- Casual slacks (i.e. khakis, dockers, corduroy fabric).

- Ties are optional, but must be neat, clean, and properly tied. If a tie is torn or frayed, you will be asked to remove it.

- Traditional collared shirts, polo shirts, golf shirts (shirts may be long or short sleeved). Shirts must be neat and clean. All shirts must be tucked in. Shirts must be buttoned at least to the second button from the top.

- Dress shoes, casual shoes, loafers, athletic shoes and boots (note: pant legs may not be tucked into boots). All shoes must be neat and clean.

- Traditional business attire is always acceptable. Blazers may be worn in lieu of trading jackets.

- Trading jackets or blazers must be worn at all times on the trading floor. Identification badges must be properly displayed at chest level.

- Sweaters worn over a collared shirt, turtlenecks worn under a collared shirt.

**Acceptable Business Casual Dress (Women):**

- Dresses or casual slacks (i.e. khakis, dockers, corduroy fabric).

- Shirts, sweaters, shells, turtlenecks, blouses, polo shirts, golf shirts (long or short sleeved).

- Dress shoes, casual shoes, loafers, athletic shoes and boots (note: pant legs may not be tucked into boots). All shoes must be neat and clean.

**Inappropriate Casual Dress (Men & Women):**

- Denim clothing of any kind (i.e. pants, skirts, dresses, shirts, vests, blouses).

- Sweat shirts, sweat pants, other sweat apparel of any kind and sport jerseys.

- Shorts, gym shorts, skorts, culottes, beach wear, workout attire or miniskirts.

- T-shirts of any kind.
• Stirrup pants or other excessively tight or revealing clothing (i.e. bike shorts, leggings, sheer blouses, stretch pants).

• Tank tops, halter tops, tube tops, tops with spaghetti straps, backless tops, crop tops (note: no bare midriffs).

• Clothing with any inappropriate, oversized or visible logos (cartoon logos, oversized sports logos or inappropriately suggestive logos).

• Slippers, sandals of any kind or open toed shoes.

• Military fatigues, cargo pants, surgical scrubs, bib overalls.

• Clothing which is torn, soiled or in need of repair.

• Clothing and/or accessories which disrupt business operations or which draw excessive attention to an employee are inappropriate in the workplace.

• Hats or headgear unless worn for religious purposes.

Each Floor Manager, Post Supervisor, or Firm Representative will be responsible for monitoring staff compliance with this Regulation. A violation of this Regulation may result in fines to the individual, member, or person associated with the member, member organization or participant organization. Additionally, the member, member organization or participant organization may be fined for failure to supervise.

The following is the fine schedule for dress code violations:

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2. Procedures of the Self-Regulatory Organization

The Board of Governors approved the proposal for filing with the Securities and Exchange Commission ("SEC" or "Commission") on September 6, 2006.

Questions and comments on the proposed rule change may be directed to Scott Donnini, First Vice President and Associate General Counsel, at (215) 496-5358 or Angela Saccomandi Dunn, Director and Counsel, at (215) 496-5692.

3. Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change

a. Purpose

The purpose of the proposed rule changes is to amend various Option Order and Decorum Regulations, adopted pursuant to Exchange Rule 60, to ensure the efficient, undisrupted conduct of business on the Exchange and provide a trading floor environment free from conduct that could distract or interfere with market activity. Further, the Exchange seeks to delineate specific guidelines concerning the conduct and personal appearance of persons on the trading floor to prohibit any act or omission, which could interfere with the personal safety of other persons on the trading floor.

Regulation 2, Food, Liquids and Beverages

The Exchange no longer has a cafeteria for members on the premises and therefore, for purposes of convenience, the Exchange proposes to amend Regulation 2(a) to allow members or persons associated with the member, member organization or participant organization to consume foods, liquids and beverages while on the trading floor, provided this does not interfere with the business of the trading floor. The Exchange proposes to increase the fines associated with a violation of this Regulation to create a deterrent for members who are not compliant with the new policy.
Additionally, new language is proposed to address trash, litter and vandalism on the trading floor. The Exchange desires to promote a professional environment and to create a physical workplace that is free of trash and litter. The Exchange proposes to add certain fines for violating the trash, litter and vandalism Regulations. Also, the Exchange proposes language to address vandalism. In an effort to maintain a businesslike atmosphere, the Exchange will promote the removal of equipment and other furniture on the trading floor that is not in use and cluttering the trading floor. Also, the abuse, destruction and theft of property will not be tolerated. The Exchange intends to fine any member or person associated with the member, member organization or participant organization that does not comply with the proposed language. Due to the addition of these sections, the Exchange proposes changing the title of Regulation 2 from “Food, Liquids and Beverages” to “Food, Liquids and Beverages, Trash, Litter and Vandalism” to reflect the additions to this Regulation.

*Regulation 4, Order*

The Exchange proposes adding language to section (a) of this Regulation to clarify that the use of profanity is a violation of this Regulation. While the use of profanity is currently a violation of Regulation 4, the Exchange seeks to further define the scope of prohibited conduct by specifically indicating that members, or persons associated with the member, member organization or participant organization will be disciplined for the use of profanity.
**Regulation 5, Guests**

The Exchange proposes amending this Regulation to authorize an Exchange or Floor Official to permit visitors on the trading floor. It is more practicable for Exchange and Floor Officials to determine whether to permit visitors to the trading floor instead of requiring a floor committee to meet and make such determinations. The decision to permit visitors on the trading floor is a day-to-day business function, which is better served by allowing Exchange and Floor Officials the authority to make these decisions.

Additionally, the Exchange proposes to add clarifying language to address security concerns related to visitors. It is in the interest of safety to require visitors to be escorted by members. The Exchange proposes to add language to address applicants and establish procedures for such persons to have access to the trading floor. Finally, the Exchange intends to amend the title of the Regulation from “Guests” to “Visitors and Applicants” to appropriately address the persons subject to the Regulation.

**Regulation 6, Dress Code**

The Exchange proposes amending its current dress code to adopt a business casual dress code and clarify what business attire is deemed acceptable on the trading floor. By issuing guidelines on acceptable apparel while on the trading floor, the Exchange intends to promote all members, or persons associated with the member, member organization or participant organization to adhere to the proper dress code in order to be admitted to the trading floor. In addition, the Exchange intends to issue citations to members, or persons associated with the member, member organization or participant organization that do not comply with the dress code requirements of Regulation 6. The Exchange also proposes to increase sanctions.
Other Changes

In addition, the Exchange proposes to further amend Regulations 2, 4, 5 and 6 to add language to clarify responsibility for compliance, as well as supervisory responsibility by indicating that it may fine individuals, members, or person associated with the member, member organization or participant organization for violations of these Regulations. This language is intended to clarify the responsibility of members and their associated persons for compliance with Regulations.

b. Statutory Basis

The Exchange believes that its proposal is consistent with Section 6(b) of the Act\(^3\) in general, and furthers the objectives of Section 6(b)(5) of the Act\(^4\) in particular, in that it is designed 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, because the proposal should facilitate prompt, appropriate, and effective discipline for violations of Exchange Rule 60 and the regulations thereunder designed to maintain order on the Exchange. In addition, the Exchange believes that the proposed rule is consistent with Section 6(b)(6) of the Act\(^5\) which requires the rules of an exchange provide that its members be appropriately disciplined for violations of the Act as well as the rules and regulations thereunder, by imposing increased fine amounts for breaches of order and decorum to better reflect the

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\(^3\) 15 U.S.C. 78f(b).


severity of the violation and provide an appropriate form of deterrence for violation of Exchange Rule 60 and the regulations thereunder.

4. **Self-Regulatory Organization's Statement on Burden on Competition**

   The Phlx does not believe that the proposed rule change will impose any burden on competition not necessary or appropriate in furtherance of the purposes of the Act.

5. **Self-Regulatory Organization's Statement on Comments on the Proposed Rule Change Received from Members, Participants, or Others**

   No written comments were either solicited or received.

6. **Extension of Time Period for Commission Action**

   The Exchange does not consent to an extension of the time period for Commission action.

7. **Basis for Summary Effectiveness Pursuant to Section 19(b)(3) or for Accelerated Effectiveness Pursuant to Section 19(b)(2)**

   Not applicable.

8. **Proposed Rule Change Based on Rules of Another Self-Regulatory Organization or of the Commission**

   The proposed rule change is based on the rules of the Chicago Board Options Exchange, Inc. (“CBOE”)\(^6\) and the American Stock Exchange, LLC.\(^7\)

9. **Exhibits**

   1. Notice of proposed rule for publication in the Federal Register.

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\(^6\) See CBOE Regulatory Circular No. 00-50 (April 1, 2000) (the CBOE issued a circular which included the dress code effective March 1, 1999).

\(^7\) See Securities Exchange Act Release No. 42409 (February 10, 2000), 65 FR 8217 (February 17, 2000)(SR-Amex-00-01)(the American Stock Exchange, LLC filed a proposed rule change to revise its Floor Decorum policy).
Exhibit 1

SECURITIES AND EXCHANGE COMMISSION
(Release No.                  ; File No. SR-Phlx-2006-61)

Self-Regulatory Organizations; Notice of Filing of Proposed Rule Change by the Philadelphia Stock Exchange, Inc. Relating to Order and Decorum Regulations

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 ______________________ 2006, the Philadelphia Stock Exchange, Inc. ("Phlx" or "Exchange") filed with the Securities and Exchange Commission ("SEC" or "Commission") the proposed rule change as described in Items I, II, and III, below, which Items have been prepared by the Phlx. 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 Phlx, pursuant to Section 19(b)(1) of the Act\(^3\) and Rule 19b-4 thereunder,\(^4\) proposes to amend Option Order and Decorum Regulation 2, *Food, Liquids and Beverages*; Regulation 4, *Order*; Regulation 5, *Visitors and Applicants*; and Regulation 6, *Dress*, pursuant to Exchange Rule 60. The amendments intend to: (i) add clarifying language to Regulations 4 and 5; (ii) amend Regulation 2 language concerning food, liquids and beverages; (iii) add new language to address trash, litter and vandalism to Regulation 2; (iv) increase fine amounts as specified in proposed Regulations 2 and 6; (v)

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delete the language of Regulation 6 and adopt a revised dress code; and (vi) add clarifying language to Regulations 2, 4, 5 and 6 regarding supervisory responsibility for violations of the various order and decorum regulations.

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<td>1st Occurrence</td>
<td>Official Warning</td>
</tr>
<tr>
<td>2nd Occurrence</td>
<td>$50.00</td>
</tr>
<tr>
<td>3rd Occurrence</td>
<td>$100.00</td>
</tr>
<tr>
<td>4th Occurrence</td>
<td>$200.00</td>
</tr>
<tr>
<td>5th and Thereafter</td>
<td>Sanction is discretionary with Business Conduct Committee</td>
</tr>
</tbody>
</table>

Each Floor Manager, Post Supervisor, or Firm Representative will be responsible for monitoring staff compliance with this Regulation. A violation of this Regulation may result in fines to the individual, member, or person associated with the member, member organization or participant organization. Additionally, the member, member organization or participant organization may be fined for failure to supervise.

**Regulation 6 - Dress**

[All members have a choice of wearing their suit jacket or a color coded firm jacket. All clerks are required to wear a color coded firm jacket. No hats of any type may be worn except for visors. Any type of clothing that draws excessive attention and detracts from a
professional atmosphere, including words or pictures on clothing, is prohibited.

The appropriate floor standing committee shall determine whether males must wear dress shirts with collars and neckties or bowties. If required, neckties must be properly knotted and clip-on bowties must be connected to both sides of the collar. The following are not permitted: Bluejeans, dungarees, golf, polo or T-shirts, shorts, sweats, sandals, any shoes or garments that are dirty, frayed, faded or torn. This rule shall be in effect on regular business days for any floor open for trading.

Any provision of this rule may be waived for a specific period of time by the chairperson of the appropriate floor standing committee or his designee.

<table>
<thead>
<tr>
<th>Occurrence</th>
<th>Sanction</th>
</tr>
</thead>
<tbody>
<tr>
<td>1st Occurrence</td>
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</tr>
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<td>2nd Occurrence</td>
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<tr>
<td>5th and Thereafter</td>
<td>Sanction is discretionary with Business Conduct Committee</td>
</tr>
</tbody>
</table>

The Dress Code must be complied with at the point of entry to the trading floor. The Dress Code is in effect on the trading floor before, during and after trading hours.

**Acceptable Business Casual Dress (Men):**

- Casual slacks (i.e. khakis, dockers, corduroy fabric).

- Ties are optional, but must be neat, clean, and properly tied. If a tie is torn or frayed, you will be asked to remove it.

- Traditional collared shirts, polo shirts, golf shirts (shirts may be long or short sleeved). Shirts must be neat and clean. All shirts must be tucked in. Shirts must be buttoned at least to the second button from the top.

- Dress shoes, casual shoes, loafers, athletic shoes and boots (note: pant legs may not be tucked into boots). All shoes must be neat and clean.

- Traditional business attire is always acceptable. Blazers may be worn in lieu of trading jackets.

- Trading jackets or blazers must be worn at all times on the trading floor. Identification badges must be properly displayed at chest level.

- Sweaters worn over a collared shirt, turtlenecks worn under a collared shirt.

**Acceptable Business Casual Dress (Women):**
• Dresses or casual slacks (i.e. khakis, dockers, corduroy fabric).

• Shirts, sweaters, shells, turtlenecks, blouses, polo shirts, golf shirts (long or short sleeved).

• Dress shoes, casual shoes, loafers, athletic shoes and boots (note: pant legs may not be tucked into boots). All shoes must be neat and clean.

**Inappropriate Casual Dress (Men & Women):**

• Denim clothing of any kind (i.e. pants, skirts, dresses, shirts, vests, blouses).

• Sweat shirts, sweat pants, other sweat apparel of any kind and sport jerseys.

• Shorts, gym shorts, skorts, culottes, beach wear, workout attire or miniskirts.

• T-shirts of any kind.

• Stirrup pants or other excessively tight or revealing clothing (i.e. bike shorts, leggings, sheer blouses, stretch pants).

• Tank tops, halter tops, tube tops, tops with spaghetti straps, backless tops, crop tops (note: no bare midriffs).

• Clothing with any inappropriate, oversized or visible logos (cartoon logos, oversized sports logos or inappropriately suggestive logos).

• Slippers, sandals of any kind or open toed shoes.

• Military fatigues, cargo pants, surgical scrubs, bib overalls.

• Clothing which is torn, soiled or in need of repair.

• Clothing and/or accessories which disrupt business operations or which draw excessive attention to an employee are inappropriate in the workplace.

• Hats or headgear unless worn for religious purposes.

Each Floor Manager, Post Supervisor, or Firm Representative will be responsible for monitoring staff compliance with this Regulation. A violation of this Regulation may result in fines to the individual, member, or person associated with the member, member organization or participant organization. Additionally, the member, member organization or participant organization may be fined for failure to supervise.
The following is the fine schedule for dress code violations:

<table>
<thead>
<tr>
<th>Occurrence</th>
<th>Fine</th>
</tr>
</thead>
<tbody>
<tr>
<td>1st Occurrence</td>
<td>$100.00</td>
</tr>
<tr>
<td>2nd Occurrence</td>
<td>$250.00</td>
</tr>
<tr>
<td>3rd Occurrence and Thereafter</td>
<td>$500.00</td>
</tr>
</tbody>
</table>


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

A. Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change

1. Purpose

The purpose of the proposed rule change is to amend various Option Order and Decorum Regulations, adopted pursuant to Exchange Rule 60, to ensure the efficient, undisrupted conduct of business on the Exchange and provide a trading floor environment free from conduct that could distract or interfere with market activity. Further, the Exchange seeks to delineate specific guidelines concerning the conduct and personal appearance of persons on the trading floor to prohibit any act or omission, which could interfere with the personal safety of other persons on the trading floor.
Regulation 2, Food, Liquids and Beverages

The Exchange no longer has a cafeteria for members on the premises and therefore, for purposes of convenience, the Exchange proposes to amend Regulation 2(a) to allow members or persons associated with the member, member organization or participant organization to consume foods, liquids and beverages while on the trading floor, provided this does not interfere with the business of the trading floor. The Exchange proposes to increase the fines associated with a violation of this Regulation to create a deterrent for members who are not compliant with the new policy.

Additionally, new language is proposed to address trash, litter and vandalism on the trading floor. The Exchange desires to promote a professional environment and to create a physical workplace that is free of trash and litter. The Exchange proposes to add certain fines for violating the trash, litter and vandalism Regulations. Also, the Exchange proposes language to address vandalism. In an effort to maintain a businesslike atmosphere, the Exchange will promote the removal of equipment and other furniture on the trading floor that is not in use and cluttering the trading floor. Also, the abuse, destruction and theft of property will not be tolerated. The Exchange intends to fine any member or person associated with the member, member organization or participant organization that does not comply with the proposed language. Due to the addition of these sections, the Exchange proposes changing the title of Regulation 2 from “Food, Liquids and Beverages” to “Food, Liquids and Beverages, Trash, Litter and Vandalism” to reflect the additions to this Regulation.
**Regulation 4, Order**

The Exchange proposes adding language to section (a) of this Regulation to clarify that the use of profanity is a violation of this Regulation. While the use of profanity is currently a violation of Regulation 4, the Exchange seeks to further define the scope of prohibited conduct by specifically indicating that members, or persons associated with the member, member organization or participant organization will be disciplined for the use of profanity.

**Regulation 5, Guests**

The Exchange proposes amending this Regulation to authorize an Exchange or Floor Official to permit visitors on the trading floor. It is more practicable for Exchange and Floor Officials to determine whether to permit visitors to the trading floor instead of requiring a floor committee to meet and make such determinations. The decision to permit visitors on the trading floor is a day-to-day business function, which is better served by allowing Exchange and Floor Officials the authority to make these decisions.

Additionally, the Exchange proposes to add clarifying language to address security concerns related to visitors. It is in the interest of safety to require visitors to be escorted by members. The Exchange proposes to add language to address applicants and establish procedures for such persons to have access to the trading floor. Finally, the Exchange intends to amend the title of the Regulation from “Guests” to “Visitors and Applicants” to appropriately address the persons subject to the Regulation.

**Regulation 6, Dress Code**

The Exchange proposes amending its current dress code to adopt a business casual dress code and clarify what business attire is deemed acceptable on the trading floor.
floor. By issuing guidelines on acceptable apparel while on the trading floor, the Exchange intends to promote all members, or persons associated with the member, member organization or participant organization to adhere to the proper dress code in order to be admitted to the trading floor. In addition, the Exchange intends to issue citations to members, or persons associated with the member, member organization or participant organization that do not comply with the dress code requirements of Regulation 6. The Exchange also proposes to increase sanctions.

Other Changes

In addition, the Exchange proposes to further amend Regulations 2, 4, 5 and 6 to add language to clarify responsibility for compliance, as well as supervisory responsibility by indicating that it may fine individuals, members, or person associated with the member, member organization or participant organization for violations of these Regulations. This language is intended to clarify the responsibility of members and their associated persons for compliance with Regulations.

2. Statutory Basis

The Exchange believes that its proposal is consistent with Section 6(b) of the Act in general, and furthers the objectives of Section 6(b)(5) of the Act in particular, in that it is designed 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, because the proposal should facilitate prompt, appropriate, and effective discipline for violations of Exchange Rule 60

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and the regulations thereunder designed to maintain order on the Exchange. In addition, the Exchange believes that the proposed rule is consistent with Section 6(b)(6) of the Act which requires the rules of an exchange provide that its members be appropriately disciplined for violations of the Act as well as the rules and regulations thereunder, by imposing increased fine amounts for breaches of order and decorum to better reflect the severity of the violation and provide an appropriate form of deterrence for violation of Exchange Rule 60 and the regulations thereunder.

B. Self-Regulatory Organization's Statement on Burden on Competition

The Exchange does not believe that the proposed rule change will impose any burden on competition not necessary or appropriate in furtherance of the purposes of the Act.

C. Self-Regulatory Organization's Statement on Comments on the Proposed Rule Change Received from Members, Participants, or Others

No written comments were either solicited or received.

III. Date of Effectiveness of the Proposed Rule Change and Timing for Commission Action

Within 35 days of the date of publication of this notice in the Federal Register or within such longer period (i) as the Commission may designate up to 90 days of such date if it finds such longer period to be appropriate and publishes its reasons for so finding or (ii) as to which Phlx consents, the Commission shall: (a) by order approve such proposed rule change, or (b) institute proceedings to determine whether the proposed rule change should be approved.

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IV. 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-Phlx-2006-61 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-Phlx-2006-61. 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. Copies of the filing also will be available for inspection and copying at the principal office of the Phlx.
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-Phlx-2006-61 and should be submitted on or before [insert date 21 days from publication in the Federal Register].

For the Commission, by the Division of Market Regulation, pursuant to delegated authority.\(^8\)

Nancy M. Morris
Secretary

\(^8\) 17 CFR 200.30-3(a)(12).