

Senator Warren's Office  
317 Hart Senate Office Building  
Washington, DC 20510



RE: Potential Delay of the Department of Labor's Fiduciary Rule

Dear Senator Warren,

The XY Planning Network (XYPN) is a group of more than 350 financial advisors, who work with underserved Gen X and Gen Y clients providing comprehensive financial planning services for a monthly subscription fee. From its founding in early 2014, XYPN has always been committed to fiduciary advice that minimizes conflicts of interest by having no asset minimums and no commissions; in fact, advisors are required to sign a voluntary fiduciary oath simply to be a publicly facing member of our financial planning network for consumers.

In this context, we are writing to express our support for the Department of Labor's fiduciary rule as written, and that we do not believe it is necessary to delay the rule, nor that the rule will limit our ability to serve Retirement Investors, including those "mass affluent" who do not necessarily have substantial account balances. Instead, as noted above, our advisors have served this marketplace from the start, as fiduciaries, and have not found a fiduciary obligation to clients to be an impediment at all.

In fact, it's the opportunity to serve the underserved Gen X and Gen Y segment as fiduciaries without conflicts of interest that has fueled the rapid growth of our network. In just the past two years since the Department of Labor announced the final proposed version of its fiduciary rule in February of 2015, we've directly facilitated the registration of more than 200 fiduciary advisers with state securities regulators. And we have done so with a monthly subscription fee business model for serving consumers that fits directly into the streamlined "Level Fee Fiduciary" exemption under the Department of Labor's final rule.

Simply put, we're at ground zero witnessing the trend of a large and growing segment of financial advisors who are already "voting with their feet" to leave the old industry business models behind, and create new advisory businesses to serve Retirement Investors as fiduciaries. Which means to the extent that some other industry firms insist their existing business models can't accommodate the fiduciary rule, consumers won't be abandoned in their financial advice needs; to the contrary, our network of advisors is already growing with the ranks of those who will happily serve those clients, as fiduciaries, in their stead. And we find ourselves alongside a wide range of even-larger firms that have already affirmed their ability to serve Retirement Investors as fiduciaries as well, including Vanguard and its Personal Advisor Services, Charles Schwab and its recently announced Schwab Intelligent Advisory, and even the venerable Merrill Lynch.

In the meantime, we believe that the staged rollout of the Department of Labor's applicability date to April of 2017, and subsequent full enforcement to January of 2018, were reasonable accommodations to the industry to give it time to adjust. And the Department's willingness to issue new exemptions to accommodate segments of the industry – such as the recent "Proposed Best Interest Contract

Exemption for Insurance Intermediaries” to facilitate the registration of Independent Marketing Organizations (IMOs) as Financial Institutions so they can engage directly in a Best Interests Contract Exemption with clients – further illustrates how the rule is being made workable, and why a further delay is unnecessary.

At this point, we believe that delaying the Department of Labor’s fiduciary rule further will just cause unnecessary harm to Retirement Investors. In its final issuance of the rule, the Department of Labor noted in its cost-benefit analysis the \$17B of consumer harm that is caused by conflicted advice and hidden compensation. It is a challenge our advisors see daily with consumers, who often believe that they receive their financial advice “for free” due to the limited disclosure and opaque nature of commissions – a misconception that is rarely corrected, thanks to the conflicts of interest still permitted in the current suitability standard for brokers. It is often only after the fact, when a fiduciary advisor has the chance to clearly educate the consumer, that they find out their “free advice” may have actually been quite costly.

For instance, a recent “Investor Wants and Pricing” study from Hearts and Wallets found that 31% of consumers have no idea what they pay for financial products, and another 30% of consumers think they pay nothing to their financial store nor pay anything for financial products. Obviously, though, financial advisors aren’t working for free, and ironically the advisors who act as fiduciaries and are the most transparent about their costs are often judged by consumers to be more expensive – even when they’re not – precisely because so many “advisors” are legally just brokers held to lower standards and who are permitted to obfuscate their compensation.

Yet an SEC-commissioned study by RAND in 2008 showed that the overwhelming majority of consumers already believe that when someone writes “financial advisor” on their business card, that they’re *actually* a financial advisor, and not merely a salesperson. A 2011 GAO study came to a similar conclusion. Consumers simply do not understand the differences between the fiduciary standard for registered investment advisers, and the suitability standard for registered representatives of broker-dealers, when they all hold out using similar “advisor”-like titles and labels. The Department of Labor’s rule appropriately rectifies this situation and levels the playing field, by ensuring that *all* those who hold out as financial advisors to Retirement Investors, and give investment advice as such, should be held accountable to the only logical standard that has ever applied for true advice: a fiduciary standard, because the very definition of real “advice” is that it’s in the best interests of the person receiving it!

At this point, if some industry firms still believe that they cannot comply with the Department of Labor’s fiduciary rule for investment advice, they still have a choice to stop holding out as financial advisors, stop giving advice under the guise of product sales, and simply sell their products directly to consumers. The Department of Labor’s fiduciary rule does not prevent Retirement Investors from buying the financial products they wish to buy. It simply ends the practice of allowing product salespeople to hold out as financial advisors when they’re legally aren’t. It’s about time.

Sincerely,

Michael Kitces and Alan Moore  
Co-Founders, XY Planning Network



Office of Senator Elizabeth Warren  
317 Senate Hart Office Building  
Washington, DC 20510

Dear Senator Warren,

I write on behalf of Betterment LLC, an SEC-registered investment advisor that provides fiduciary advice to more than 200,000 clients. We are strong supporters of the Department of Labor's conflict-of-interest rule (the "fiduciary rule") and appreciate your efforts to defend the rule from the onslaught of financial companies who view it as a threat to their profits.

The fiduciary rule is necessary to ensure that Americans receive investment advice that is in their own interests, instead of conflicted sales pitches for high-fee products. For years, the financial industry has put its own interests first, costing investors billions of dollars. The fiduciary rule, which is slated to go into effect on April 10, would change that.

Betterment has consistently supported the fiduciary rule and submitted a formal comment explaining our position in September 2015, during a period when the rule had not yet been finalized and the financial industry was actively lobbying against it. Amazingly, the Department of Labor was able to finalize the rule despite this opposition.

This fall, when the implementation of the rule appeared to be a foregone conclusion, many companies jumped on the fiduciary "bandwagon," declaring their newfound commitment to acting in their clients' best interests and explaining the improvements they were making to their businesses as a result of the fiduciary rule. Their voices fell silent, however, after the presidential election was decided and reports began to emerge that the rule might be delayed or withdrawn.

At Betterment, we redoubled our efforts in support of the fiduciary rule, taking out full-page advertisements explaining our position in the *New York Times* and *The Wall Street Journal*. The *Wall Street Journal* advertisement was an open letter to President Trump detailing the importance of the rule and asking him to stand up to the financial companies, and their armies of lobbyists, who had renewed their efforts to delay or gut the fiduciary rule.

Our own position is clear: We support the fiduciary rule and oppose any delay of its April 10 applicability date. A delay would perpetuate conflicted advice, significantly harming investors. It would also allow the rule's powerful opponents another chance to covertly attack the rule itself. These companies should at least be willing to publicly declare whether or not they support the rule. Just as we stand beside you in support of the fiduciary rule, we too will seek to hold other companies accountable for their true positions.

Sincerely,

A handwritten signature in black ink, appearing to read "Jon Stein".

Jon Stein

Jan. 31, 2017

Senator Elizabeth Warren  
United States Senate  
317 Hart Senate Office Building  
Washington, DC 20510

Dear Senator Warren:

As president of U.S. Bancorp Wealth Management, I am responding on behalf of U.S. Bancorp to your letter dated Jan. 19, 2017, concerning the Department of Labor Fiduciary Rule.

U.S. Bancorp is the parent company of U.S. Bank. U.S. Bank operates 3,106 banking offices in 25 states and 4,842 ATMs and provides a comprehensive line of banking, investment, mortgage, trust and payment services products to consumers, businesses and institutions.

U.S. Bancorp is one of the strongest financial institutions in the country. We are always proud of our industry-leading financial performance and our overall financial strength profile; however, we are even more proud of how our people strive to be the most trusted choice every day and how that comes to life in so many different ways.

For instance, in 2016, for the third year, the Ethisphere Institute named U.S. Bank to its World's Most Ethical Companies list. For the tenth year, the Ponemon Institute named U.S. Bank the Most Trusted Bank. For the ninth year, U.S. Bank has received a perfect score in the Corporate Equality Index and was named a Best Place to Work by the Human Rights Campaign Foundation. For the sixth year, *FORTUNE* magazine named U.S. Bank the number one superregional bank. And for the first time, *Money* magazine named U.S. Bank the Best Big Bank in the country.

We also care deeply about promoting sustainable business practices while supporting economic growth – it is one of the reasons why we invested more than \$2.5 billion in environmentally beneficial business opportunities in 2016.

U.S. Bancorp has an intense focus on our customers and providing them with safe, secure, and innovative products and services. U.S. Bancorp Wealth Management is an important part of our overall business profile and value proposition to our customers.

Our Wealth Management business ranks in the top 20 of wealth management firms and offers comprehensive wealth management services. Ascent Private Capital Management serves families of significant wealth. The Private Client Reserve serves high-net-worth individuals and families, and The Private Client Group serves affluent individuals and families. U.S. Bancorp Investments, Inc., a registered broker-dealer offers investment and insurance products and services across U.S. Bancorp Wealth Management.

At U.S. Bancorp, we are focused on serving our clients' needs through delivering excellent products and services; and helping them work toward meeting their financial goals. We are committed to doing the right thing for our clients, and helping them prepare for a stable and secure retirement is no exception.

We believe that the core objective of the Rule has merit. Providing timely information and advice on retirement products is of paramount importance to Americans saving for retirement. We are prepared to comply with the Rule, and to react to any impending changes.

We are proud of everything that U.S. Bancorp has achieved because it is a reflection of our people and our culture. Our success over the years is the result of the superlative effort of our 70,000 employees working hard to help our customers build financially secure futures.

Sincerely,

Mark S. Jordahl  
President of U.S. Bancorp Wealth Management

Cc: Richard K. Davis



January 31, 2017

The Honorable Elizabeth Warren  
United States Senate  
Washington, D.C. 20610-2105

Dear Senator Warren,

We received your letter dated January 19, 2017, requesting information about our firm's outlook on the Department of Labor's (DOL) Conflict of Interest Rule.

Ameriprise Financial has always taken our responsibility to clients very seriously. Our legacy stretches back more than 120 years, and helping Americans achieve a confident and secure retirement is at the heart of everything we do.

Today, we work under the fiduciary standard for financial planning and investment advisory accounts overseen by the Securities and Exchange Commission (SEC). We are also overseen by the Financial Industry Regulatory Authority (FINRA) under the suitability standard for investment recommendations. Our clients are well served by our robust compliance infrastructure, overall financial strength as well as the comprehensive financial advice and solutions we offer.

Regarding the Department of Labor (DOL) regulation to amend the definition of investment advice, we have maintained a consistent dialogue with DOL officials, lawmakers and other key stakeholders on this topic for many years. Throughout the regulatory process, we have advocated for effective and appropriate regulation that preserves choice for how American retirement savers wish to receive advice and what solutions they have access to while enhancing consumer protection.

As we would with any new regulation that impacts our clients, we developed a comprehensive plan to comply with the DOL rule. With that said, given the significance and complexity of this particular regulation, which introduces a third standard of care, additional time could be beneficial for the Administration, the public and the industry to review and understand it further. We look forward to adding our input and perspective should there be an opportunity.

We are monitoring this evolving regulatory environment, and our focus remains on ensuring our clients and advisors have access to choice among a broad suite of solutions to help meet client needs, grow and protect their assets, and achieve their goals and a secure retirement.

Sincerely,

Joseph E. Sweeney  
President – Advice & Wealth Management, Products and Service Delivery  
Ameriprise Financial Services, Inc.

January 31, 2017

The Honorable Elizabeth Warren  
317 Hart Senate Office Building  
Washington, D.C. 20510

Dear Senator Warren:

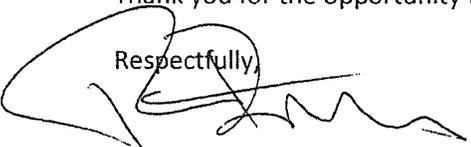
As Chief Operating Officer of BBVA Compass,<sup>1</sup> I am responding to your letter dated January 19, 2017 to Manolo Sánchez, formerly Chief Executive Officer of BBVA Compass Bancshares, Inc., relating to the possibility of a delay in the “applicability date” of the “Fiduciary Rule” adopted by the Department of Labor (“DOL”). When the DOL adopted the Fiduciary Rule, it established a general applicability date of April 10, 2017.

We share your views regarding the importance of Americans saving for retirement. Over the years, we have maintained a strong commitment to providing an array of services that assist our customers in saving for retirement, including through retirement plans, IRAs and other tax-qualified solutions. The products and services we offer to retirement plans and IRA owners are designed to be responsive to customer needs, taking into account the characteristics of our diverse customer base and our capabilities and resources.

As an organization, we are keenly focused on ensuring that we comply with all applicable laws, rules and regulations. We have been working diligently to identify and implement the necessary changes to address the Fiduciary Rule’s wide-ranging requirements by the current applicability date. We strive to treat our customers right across all of our lines of business. Our commitment to this principled approach, including in the case of retirement plans and IRAs, will remain in place regardless of the timing of the Fiduciary Rule.

Thank you for the opportunity to comment on these important issues.

Respectfully,

  
Rafael Bustillo  
Chief Operating Officer

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<sup>1</sup> BBVA Compass is the trade name of Compass Bank, the lead bank subsidiary of BBVA Compass Bancshares, Inc. and a member of the Federal Reserve System.



January 31, 2017

The Honorable Senator Elizabeth Warren  
317 Hart Senate Office Building  
Washington, DC 20510

Dear Senator Warren:

Thank you for your letter dated January 19, 2017, regarding the Department of Labor's fiduciary rule and your office's concern regarding its potential delay.

We at Cambridge continue to prepare for the implementation expected to begin April 10, 2017; however, we are not opposed to a delay, and should a delay become a certainty, we are committed to reviewing the ramifications of such a delay to determine the specific effects of that delay and the steps we need to take in order to continue to serve the best interests of investing clients and their independent financial advisors while observing and complying with our regulatory requirements.

We appreciate the outreach from your office, and in fairness to all investors, we are committed to pursuing a uniform standard of care applicable to all investment accounts while serving the best interests of investing clients.

Sincerely,

A handwritten signature in black ink, appearing to read "Amy Webber".

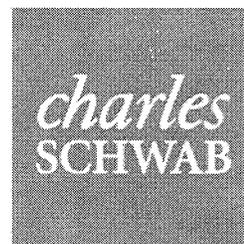
Amy Webber  
President & CEO

Cambridge Investment Research, Inc.  
1776 Pleasant Plain Road  
Fairfield, Iowa 52556

1776 Pleasant Plain Road • Fairfield, Iowa 52556 • [REDACTED]

January 31, 2017

The Honorable Elizabeth Warren  
United States Senate  
317 Hart Senate Office Building  
Washington, D.C. 20510



Senator Warren:

Thank you for your recent letter regarding the Department of Labor (DOL) conflict of interest rule. Helping people invest for their retirement is critically important to us and we appreciate the opportunity to share our perspective.

The Charles Schwab Corporation prides itself on seeing the world through its clients' eyes. That is why from the outset of the DOL rule process, our public position on this topic has been consistent. We support the intent of the rule, which is to protect the interests of investors by holding the industry to a high standard: acting in a client's best interest when giving investment advice, and managing and disclosing any conflicts of interest. That said, we believe there are elements of the rule that could be improved and simplified to ensure it is applied in a way that matches its intent and preserves investors' choices.

We have spent several months and invested considerable financial resources preparing to implement the new DOL rule. As of today, we are confident we would be ready to comply with the rule by the April 2017 deadline. With a delay in the rule, however, interested parties would have additional time to ensure investors' needs are best served: policymakers can review and strengthen certain elements; investment firms can ensure they are fully prepared for the transition and adherence with any rule implemented; and investors can learn more about these higher standards and how they may affect decisions they make for their future.

In particular, we believe that a "best interest" standard would be valuable for all investors, not just retirement investors. Congress is in a position to provide the greatest certainty of higher standards being applied for all investors by adopting a consistent "best interest" standard across retirement and non-retirement account types.

We appreciate your interest in this topic, and look forward to continuing to do our part to ensure the American investor is well served and well protected.

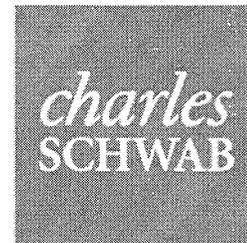
Sincerely,

A handwritten signature in black ink, appearing to read "Walt Bettinger", written over a light grey rectangular area.

**Walt Bettinger**  
President and Chief Executive Officer  
The Charles Schwab Corporation

February 2, 2017

The Honorable Elizabeth Warren  
United States Senate  
317 Hart Senate Office Building  
Washington, D.C. 20510



Senator Warren:

Thank you for your recent letter regarding the Department of Labor (DOL) conflict of interest rule. Helping people invest for their retirement is critically important to us and we appreciate the opportunity to share our perspective.

The Charles Schwab Corporation prides itself on seeing the world through its clients' eyes. That is why from the outset of the DOL rule process, our public position on this topic has been consistent. We support the intent of the rule, which is to protect the interests of investors by holding the industry to a high standard: acting in a client's best interest when giving investment advice, and managing and disclosing any conflicts of interest. That said, we believe there are elements of the rule that could be improved and simplified to ensure it is applied in a way that matches its intent and preserves investors' choices.

We have spent several months and invested considerable financial resources preparing to implement the new DOL rule. As of today, we are confident we would be ready to comply with the rule by the April 2017 deadline. With a delay in the rule, however, interested parties would have additional time to ensure investors' needs are best served: policymakers can review and strengthen certain elements; investment firms can ensure they are fully prepared for the transition and adherence with any rule implemented; and investors can learn more about these higher standards and how they may affect decisions they make for their future.

We recognize there is some uncertainty today regarding the final shape of a rule and the timing of implementation. We will continue, however, to operate our business in ways that reflect our clients' interests and remain confident we will be prepared to implement a final rule in whatever form it takes.

Like all regulation, we approach this rule as an advocate for our clients – individual investors and those who serve them. We believe it is their interests we serve and it is to them we ultimately answer. In that spirit, we believe any regulation regarding investment advice should seek to deliver on these three key pro-investor elements:

- Best Interest Standard - We believe that a "best interest" standard would be valuable for all investors, not just retirement investors. Congress is in a position to provide the greatest certainty of higher standards being applied for all investors by adopting a consistent "best interest" standard across retirement and non-retirement account types.
- Transparency and Simplicity - If investors have the right information, they can make better decisions. This includes transparency about fees and any conflicts of interest a firm might have when giving investment advice. But transparency must be accompanied by understanding, so we believe it should be as simple and easy as possible for investors to receive information from a financial partner. For the sake of investors, any regulation should seek to avoid making the investing process

unnecessarily difficult or adding overly complex disclosures that investors struggle to understand.

- Investor Choice – In our industry, one size does not fit all. An investor making only a few transactions a year or who does not need or cannot afford to pay an ongoing fee for an advisory service may be better served paying as they go. Investors who rely on ongoing advice may benefit more from a fee-based arrangement. For this reason, we believe it is critical to preserve a client's ability to choose. Whether or not a DOL rule is implemented, we plan to maintain the same breadth of choice in our product and service offerings that we have today, with confidence we will continue to act in our clients' best interests.

Since Chuck Schwab founded our firm, we have been focused on serving and protecting the interests of our clients. Schwab has taken steps over the years to deliver greater value and better experiences for investors. This is our heritage: democratizing investing for all people. This week we announced a series of additional steps to deliver more value to investors of all sizes:

- Effective February 3, the company reduced its standard online equity and exchange-traded fund (ETF) trade commissions from \$8.95 to \$6.95.
- Effective February 3, the company initiated a satisfaction guarantee for clients. Simply, if a Schwab client is not satisfied for any reason, Schwab will refund commissions, transaction fees or advisory program fees paid to the firm.
- Effective March 1, Schwab will lower expenses on its market cap-weighted index mutual funds, already among the lowest in the industry. Importantly, all investment minimums are being eliminated and there will be a single share class, which ensures that the smallest investor can invest at pricing historically available only to large institutions.

We did not make these changes to satisfy a regulation. Instead, we made them to satisfy our clients' rising expectations. Today's consumers expect great value, a great experience, and a refund if they aren't satisfied. We believe a modern investing experience should deliver on these expectations and that those expectations should extend to the relationship people have with their financial partner. It should be no surprise that, in many cases, those expectations are being met today. For example, for many years, the fastest growing segment of the financial services industry has been independent registered investment advisors, who embody these customer-friendly trends. We are proud to say that over 7,000 of them and their clients entrust their assets with Schwab.

Regulation is only one component of maintaining the investing public's trust in financial institutions. The core responsibility for maintaining trust in our industry lies with its member firms. We must work to build trust everyday through our actions – our transparency, our client-friendly service, and the value we deliver for our clients' dollars. In turn, we should expect our clients to hold us accountable for our actions with their choices – rewarding us for delivering on their expectations and moving away from us when we don't. In the end, the most effective and lasting way to build trust is to earn it in a competitive marketplace.

We appreciate your interest in this topic, and look forward to continuing to do our part to ensure the American investor is well served and well protected.

Sincerely,

A handwritten signature in black ink, appearing to read 'Walt Bettinger', with a long horizontal stroke extending to the right.

**Walt Bettinger**

President and Chief Executive Officer  
The Charles Schwab Corporation



Capital One, N.A.  
1680 Capital One Drive  
McLean, VA 22102

Monday January 30, 2017

Senator Elizabeth Warren  
317 Hart Senate Office Building  
Washington, DC 20510

Dear Senator Warren,

Thank you for your letter dated January 19, 2017 – we greatly appreciate your interest in this subject and we value the opportunity to share our story of how we put our customers and clients' interests first.

Capital One's investment business has been on a multi-year journey to reduce the number of commission-based products we sell to advised retirement clients because it aligns with our vision of serving clients by putting their interests first. It provides the added benefit of lowering costs for our clients. This initiative was started well before the Department of Labor's proposed regulations were made public.

As a result, we plan to continue to move to a level fee for new advisory relationships with retirement clients regardless of whether the rule is repealed or revised. As a practical matter, we recognize that the details regarding our implementation of the rule may have to change to accommodate any specific new compliance requirements should the rule be modified.

While we are fully supportive of a single standard of care from the Securities and Exchange Commission and notwithstanding the potential challenges that uncertainty regarding the rule's future may create in the short-term, we remain hopeful that – to the extent that the rule is revised – any such revisions will be constructive while remaining true to the spirit of the current rule.

Sincerely,

Yvette S. Butler  
President  
Capital One Investing

# COMMONWEALTH



www.commonwealth.com

January 30, 2017

Senator Elizabeth Warren  
United States Senator for Massachusetts  
United States Senate  
317 Hart Senate Office Building  
Washington, DC 20510

Dear Senator Warren:

Thank you for your letter dated January 19, 2017. As requested, I offer answers to your six questions below. I also respectfully submit the following additional perspective to help you better understand my responses:

First and foremost, Commonwealth Financial Network (“Commonwealth”) supports a fiduciary standard, and I know that Former Secretary Perez and the Department of Labor are very well intended with respect to the new Conflict of Interest Rule (the “Rule”). Protecting individual investors is what the Rule is all about, and Commonwealth fully embraces its intent to rid the financial services industry of the “bad apples.”

At Commonwealth, the vast majority of our business is already transacted under a fee-based fiduciary standard. However, notwithstanding this business mix, we do not look at commission-oriented business as inherently flawed. To us, the decision to work under a fee or commission-basis is best determined between the advisor and the investor after a thorough analysis and discussion of the relevant costs and servicing issues and needs. However, since a very small portion of our business is derived from commissions in retirement accounts, we determined to change policy and to cease offering commission-based products in retirement accounts as of April 10, 2017. Under the Rule’s current structure, this makes sense for Commonwealth. However, we are paying a heavy price for this decision.

As stated above, I believe the Rule is absolutely well-intentioned, but its unintended consequences have wreaked havoc on our business. Complying with the Rule is impacting every corner of the firm, and our efforts to meet the Rule’s tight deadline have consumed the firm’s resources, virtually stopped innovation, costing millions of dollars, lost clients, and most importantly, it has impaired our ability to service small investors. Simply stated, while well intended, the Rule’s unintended negative impact is beyond anything I have witnessed in my 25+ year career.

COMMONWEALTH *financial network*

Main Tel (781) 736-0700 Main Fax (781) 736-0793

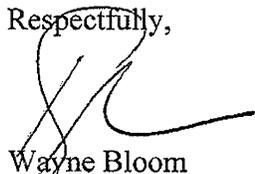
One University Office Park, 29 Sawyer Road, Waltham MA 02453-3483

Member NASD, SIPC, Boston Stock Exchange

I am fully with you in spirit, Senator Warren, but my hope is that the Rule is, in fact, delayed and modified, so it provides its intended investor protections, is viable operationally, and allows us to resume servicing small investors, many of whom are just beginning their investment journeys and have very little to invest initially -- making a commission-based relationship preferable over fee-based ones. Moreover, if the Rule is delayed, it will allow time for the Securities and Exchange Commission ("SEC"), to draft a uniform fiduciary standard of care that applies across the industry to both retirement and non-retirement accounts.

Thank you for your inquiry and best regards.

Respectfully,

A handwritten signature in black ink, appearing to be 'Wayne Bloom', written over the word 'Respectfully,'.

Wayne Bloom  
CEO

Commonwealth Financial Network

cc: James B. Adelman, General Counsel  
Marcia S. Wagner, The Wagner Law Group

- 1) Do you support the next Administration's stated plans to delay the conflict of interest rule, making it easier for advisers to profit by selling clients products that are not in their best interest?**

We have never, nor will we ever, endorse, support or facilitate, the selling of products that are not in clients' best interest. In addition to a delay potentially leading to modifications that make the rule more viable (ideally with input from the SEC), a delay would also allow us more time to comply with the Rule—our team has been working around the clock for months to meet the deadline and it's still a huge challenge to meet the April 10 date.

- 2) If you have dropped prices in anticipation of this new rule, do you plan to increase prices if the next administration successfully weakens or repeals this rule?**

No.

- 3) If you have eliminated or reduced the number of assets you sell on a commission basis, do you plan to return more products to a commission-based sales model?**

Although we will cease commission-based products under the Rule, beyond vastly limiting our ability to service small investors, very few products have been "eliminated" since most are available under a fee-based relationship. However, should the Rule be modified, we would restore the ability for an investor to decide the best method to pay for the essential services advisors provide. Commission-based products are a small portion of our overall business and we have robust policies and procedures in place to supervise our advisors and curb potential conflicts and abuses that may be associated with commission-based product sales.

- 4) What steps has your company already taken to implement the new rule?**

In addition to eliminating commission-based products in retirement accounts, we have poured over the Rule's 1,023 pages and assessed its applicability across our entire business. In doing so, we have spent thousands of hours of planning and analysis, begun to implement workflow changes, software development and testing. We have also lowered account minimums and costs in some of our managed accounts in an attempt to find soft-landings for the thousands of small investors impacted by the Rule. In spite of all of the resources we have dedicated to complying with the Rule, we support a delay in the Rule which would allow time for the SEC to propose modifications that address the existing Rule's shortcomings.

- 5) How much money do you estimate that your company has already spent to implement this new rule?**

It's difficult to precisely estimate but planning and analysis, in-process workflow changes, software development and testing as well as revenue lost from clients (affiliated advisors) that departed over our decision to end commissions in retirement accounts totals in the millions of dollars.

- 6) Have the announcements of further changes to this rule, on the eve of the anticipated implementation date, created uncertainty for your company in the short- or long-term?**

Yes, it's difficult to effectively plan and implement policies and processes anytime uncertainty exists.

Craig Bromley  
President

January 31, 2017

The Honorable Elizabeth Warren  
United States Senate  
Washington, DC 201510

Dear Senator Warren:

Thank you for your letter of January 19, 2017 regarding the Department of Labor (DOL) fiduciary rule and for this opportunity to update you on our efforts.

First, as we stated in our July 17, 2015 comment letter to the DOL, “John Hancock believes that consumers saving for retirement should be protected by imposing a fiduciary standard of care upon all fiduciaries that provide advice to employer plan and IRA investors.”

Second, the various John Hancock business units impacted by the rule have been working diligently to be in compliance by the April 10, 2017 applicability date. Our goal is to ensure that we continue to serve our clients in the same attentive manner that is the hallmark of our 154-year-old company.

Third, after devoting all the necessary resources to be in compliance, we come to the same conclusion we anticipated back in July 2015. At that time, we said in our comment letter that given the complexity of the technical compliance regime of the rule, at least twenty-four months would be required for implementation. As we approach the April deadline, we can confirm that, in fact, more time is needed. Please allow me to be clear: our preference for more time to comply is not an effort to repeal the rule. Far from it. In fact, as I have previously stated publicly, prior to the DOL proposing a new rule, we had already taken numerous steps in the last several years to comply with the principles the DOL is ultimately trying to achieve. We will continue to move forward on this path, regardless of what happens with the rule. However, as one example of why more time is needed, there is at least one instance where the technology is not yet available for us to comply with a provision of the rule using a preferred automated solution. Without the necessary technologies, disclosure delivery and client recommendation activities will be manual in nature, until the technology is developed by vendors.

Fourth, we still believe what we also stated in our comment letter, namely “certain changes are necessary in order to maximize the benefits of the rule to Retirement Investors and to avoid unintended consequences that could harm plans, participants, beneficiaries, IRA owners, and plan sponsor fiduciaries.” Again, our intention is not to derail the rule; rather it is to make it more effective. As previously stated, regardless of what is done with the rule, and consistent with our approach over the last few years and the DOL goal to hold investment advice fiduciaries to a high standard of care that is always in the customer’s best interest, we will continue to build on our successes in better serving our clients in this manner.

Thank you again for this opportunity to update you regarding our efforts to comply with the DOL fiduciary rule. We are available to discuss this matter with you and your staff.

Sincerely,

A handwritten signature in black ink, consisting of a stylized 'C' followed by a circle and a long horizontal flourish.

Craig Bromley  
President

**J.P.Morgan**  
Asset Management

February 1, 2017

Mary Callahan Erdoes  
Chief Executive Officer

The Honorable Elizabeth Warren  
U.S. Senate  
317 Hart Senate Office Building  
Washington, D.C. 20510

Dear Senator Warren:

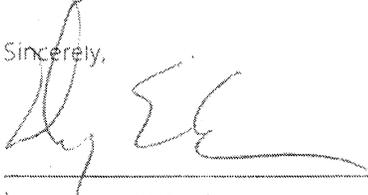
Thank you for your January 19<sup>th</sup> letter regarding potential delays to the applicability date of the Department of Labor's new Conflict of Interest regulation.

Many Americans have dangerously low savings and may not be adequately prepared for retirement, putting at risk their ability to achieve the American dream of retiring comfortably after a long and fruitful career.<sup>1</sup> Our highest priority is to give our clients peace of mind that their retirement funds are wisely invested. We take that responsibility very seriously. We have been a fiduciary for 175 years - so we understand implicitly what it means to put clients' interests first, and to earn their trust by providing high quality investment services.

Regarding questions around future pricing models and product availability, the regulation may have accelerated the pace at which firms are making changes in respect of certain market developments, including a shift of assets from brokerage to advisory, the growth of self-directed and digital offerings, and a corresponding movement toward lower fees. Responding to these developments, which are expected to persist, and preparing for the new regulation have been among our top priorities in the last year. Our overall strategy will not change - we will continue to do the right thing for our clients, while making continual improvements to our wealth management platform based on the evolving marketplace. This includes continuing to regularly assess our product offerings, prices and the manner in which we serve our clients, taking into account a number of factors, such as client demand, industry standards and applicable regulations.

While an increasing number of our clients are choosing to do business with us through managed accounts, others prefer to direct their own trading, including in some cases without assistance from a J.P. Morgan representative. We believe it is important to ensure all clients have adequate alternatives and flexibility to access the platforms they desire in order to invest in the manner that best suits their needs. With respect to questions about the uncertainty of the regulation, we simply want the best possible rule that helps us serve our clients' interests, preserving their ability to make considered choices and allowing for optimal investment outcomes based on their financial needs and objectives. In the end, costs and timing are secondary to arriving at a sensible rule with the necessary clarity to facilitate these goals.

Sincerely,



<sup>1</sup> J.P. Morgan's 2016 defined contribution plan participant research study, which surveyed 1,001 plan participants, found that 56% of respondents fear that their savings may not see them through the end of their lives. *J.P. Morgan Plan Participant Research 2016*. In addition, 71% of respondents to a national survey commissioned by Experian report being behind on their retirement savings. *Experian Financial Blogger Survey Report, Edelman Intelligence, September 2016*.



January 30, 2017

The Honorable Elizabeth Warren  
United States Senate  
Washington, DC 20510

Dennis R. Glass  
*President & Chief Executive Officer*

Lincoln National Corporation



Dear Senator Warren,

This letter responds to your correspondence, dated January 19, 2017, in which you sought additional information from Lincoln Financial Group on the new Department of Labor (DOL) fiduciary rule.

Lincoln Financial Group supports further ensuring that clients' best interests are served by increasing transparency of cost and allowing clients to choose how their financial advisor should be compensated. The DOL acknowledged in the final rule that commissions and fees can both be in the best interest of clients. We also encourage the concept of similar compensation for products that require the same education, time and effort and provide the consumer similar benefits.

We also continue to advocate against a right of action created by regulation. We think that both consumers and financial services professionals are better served by using, and improving where necessary, existing enforcement mechanisms, such as those available through the SEC and FINRA. Lincoln Financial Group supports regulatory reform that harmonizes standards and practices across both qualified and non-qualified markets, led by the SEC and FINRA.

We are committed to successfully implementing the DOL rule in its current form by the April 2017 deadline.

Thank you for the opportunity to comment.

Sincerely,

Ralph C. Derbyshire  
Director of Policy & Regulatory Affairs  
Fidelity Investments

Fidelity Investments



[REDACTED]

January 31, 2017

The Honorable Elizabeth Warren  
United States Senate  
Washington, DC 20510-2105

Dear Senator Warren:

I am writing to respond to your letter of January 19, 2017 to Abigail Johnson, Chairman and CEO of Fidelity Investments, regarding Fidelity's intended response to a possible delay or modification of the Department of Labor's fiduciary investment advice rule scheduled to become applicable on April 10, 2017.

As of today, no action has been taken by the administration on the rule so our efforts toward implementation continue unabated. Fidelity is fully prepared to comply with the rule if and when it becomes applicable. However, if there is a delay, we would welcome additional time to meet the extremely burdensome compliance requirements of the rule. In fact, our comment letter of July 21, 2015 suggested a minimum of three years to implement a rule of such complexity. Furthermore, while we appreciate the modifications that were made to the final rule, we feel a delay affords policymakers an important opportunity to consider changes to the rule that would allow us to better serve all retirement savers.

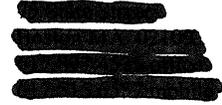
Please be assured that whether or not there is a delay or modification of the rule, Fidelity remains committed to putting the needs of our customers first and will continue to act in their best interest when providing investment advice.

Sincerely,

A handwritten signature in black ink that reads "Ralph C. Derbyshire".

Ralph C. Derbyshire

cc: Abigail Johnson



January 27, 2017

The Honorable Elizabeth Warren  
U.S. Senate  
Washington, D.C. 20510

Dear Senator Warren:

Thank you for your letter dated January 19, 2017.

LPL Financial supports the establishment of rules creating a harmonized standard for broker/dealers and investment advisors, stipulating that any broker/dealers and investment advisors who provide investment advice to retail customers be subject to the same standard, no matter what license the professional holds. LPL recognizes the efforts of the U.S. Department of Labor (DOL) to create a fiduciary standard that covers the delivery of all investment advice to retirement accounts. Indeed, throughout the DOL rule proposal and comment period, we worked collaboratively with the DOL, offering comments that would ensure access to advice and would require that all advisors act in the best interest of investors. We also look forward to working with the Securities & Exchange Commission as it considers a uniform fiduciary standard that applies to all accounts.

LPL believes it is critical to enhance access to financial advice for all American investors. Studies have shown that individuals with a financial advisor are able to save more as compared with non-advised individuals across all age and income levels. For example, advised individuals aged 35-54 years making less than \$100,000 per year had 51% more assets than similar non-advised investors.<sup>1</sup>

In an effort to ensure that all investors have access to financial advice, LPL has already announced plans to reduce the pricing of our advisory centrally managed platforms and to lower our account minimums. We have also worked to lower and standardize commissions for both annuities and alternative investments. With the DOL rule now in final form, we have committed our resources to implement the processes, procedures and technology necessary for compliance.

Regardless of what lies ahead, nothing will change our commitment to providing objective financial guidance and advice to American investors.

Please do not hesitate to contact me should you have any questions.

Sincerely,



David P. Bergers  
Managing Director & General Counsel

---

<sup>1</sup> Oliver Wyman, *The Role of Financial Advisors in the U.S. Retirement Market*, 2015, p. 2.



January 31, 2017

The Honorable Elizabeth Warren  
317 Hart Senate Office Building  
United States Senate  
Washington, DC 20510

Dear Senator Warren:

We are in receipt of your letter dated January 19, 2017. This letter is being provided in response.

Principal has been in the retirement industry for more than seventy (70) years, and has a long history of successfully complying with the complex regulations governing retirement savings. Our organization has been focused on being in a position to comply with the rule by the applicability date of April 10, 2017, since the announcement of the final rule on April 8, 2016.

In navigating this process, we, along with others in our industry, have identified components of the regulatory package that are not clear and where the industry would benefit from additional guidance from the Department of Labor (DOL). To date, the DOL has provided limited guidance on these matters. As the Trump administration continues the process of prioritizing initiatives and, specifically, evaluating its approach to the fiduciary regulation, we encourage more guidance from the DOL to ensure limited disruption to and confusion among retirement plan sponsors, plan participants, and individual investors who are also impacted by the final regulation.

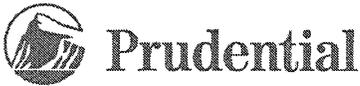
Ultimately, we share the collective objective of helping to ensure that Americans are positioned to have adequate retirement savings by better positioning Americans to meet their retirement income needs. If the new administration provides an opportunity to obtain additional clarity with respect to gray areas of this rule, we would welcome that opportunity and Principal will continue to provide the retirement expertise we have developed as a long time participant in the retirement industry as may be requested by both the administration and the DOL.

Respectfully

A handwritten signature in cursive script, appearing to read 'Gregory Burrows'.

Gregory Burrows  
Sr Vice President

Two thick black horizontal bars redacting contact information, likely a phone number and an email address.



**Rex Wackerle**  
Vice President & Director  
Washington, DC External Affairs

**Prudential Financial, Inc.**

[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

January 31, 2017

Honorable Elizabeth Warren  
United States Senate  
Washington, DC 20510-4543

Dear Senator Warren:

I am writing in response to your letter of January 19, 2017, to John R. Strangfeld, Chairman and CEO of Prudential Financial, Inc. In your letter, you raise a number of questions related to our efforts to implement the U.S. Department of Labor's final rule which defines when someone would be considered a fiduciary under the Employee Retirement Income Security Act of 1974 (ERISA) and the Internal Revenue Code of 1986. We note that an identical letter was sent to at least 32 other companies.

Before addressing your letter, I wanted to share background on Prudential. Founded in 1875 on the belief that financial security should be within reach for everyone, Prudential Financial's purpose remains to help people, organizations and communities realize their ambitions. Prudential has a long history of helping Americans prepare for their retirement and of serving the needs and interests of our customers.

We agree that Americans face significant challenges to saving for retirement. That's why Prudential remains committed to helping Americans achieve a more secure financial future. And, while we agree with the rule's stated objective, Prudential has long held the view that regulation should provide consumer protections while ensuring plan participants and beneficiaries, IRA owners, and plan fiduciaries as well as all Americans can continue to have access to the quality products and services they need for a secure retirement.

Since the rule was finalized last year, we have been actively working to meet our obligations under the rule. These efforts have underscored for us, and we believe the financial services industry, the complexity of the rule and the potential unintended consequences for plan participants and beneficiaries, IRA owners and plan fiduciaries. As we have noted in letters to the Department, we are concerned the rule could impede access to needed education, advice and products.

For these reasons, we believe it is important to bring further clarity and certainty to the rule. While Prudential has continued its efforts to meet the challenging compliance deadlines, we support a comprehensive review of the rulemaking so that all aspects can be properly considered. In our opinion, this will best serve the shared interests of plan participants and beneficiaries, IRA account owners, plan fiduciaries, and the industry at-large.

We remain committed to working with policymakers and the appropriate regulators to meet these objectives.

Sincerely,

A handwritten signature in black ink, appearing to read "Rex Wackerle". The signature is fluid and cursive, with the first name "Rex" and last name "Wackerle" clearly distinguishable.

Rex Wackerle



February 3, 2017

The Honorable Elizabeth Warren  
United States Senator  
317 Hart Senate Office Building  
Washington D.C. 20510-2105

Dear Senator Warren:

Thank you for your letter, dated January 19, 2017, to David McKay, President and CEO of Royal Bank of Canada (RBC), regarding the U.S. Department of Labor's rule (DOL rule) pertaining to investment advice.

RBC is committed to providing our clients with products and services to advance their financial well-being. This commitment to serving the best interests of our clients is a cornerstone of RBC's culture.

RBC also is committed to complying with all laws and regulations that govern our industry. To that end, RBC has made preparations to comply with the DOL rule referenced in your letter. Should this rule change in any way, we will ensure we are in compliance with any new legal requirements.

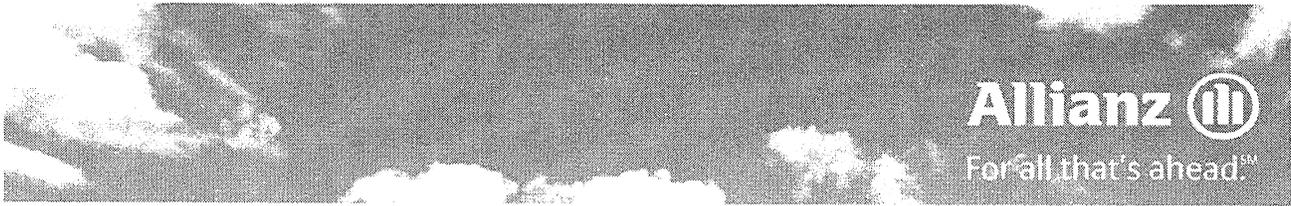
To reiterate, we have long been committed to serving the best interests of our clients. We remain steadfast in that commitment regardless of what changes might be made to the DOL rule.

Thank you again for your letter. Please do not hesitate to contact me at [REDACTED] or [REDACTED] should you have any additional questions.

Sincerely,

A handwritten signature in cursive script that reads 'Shawn Maher'.

Shawn Maher  
Managing Director and  
Head of U.S. Regulatory and Government Affairs



Allianz Life Insurance Company of North America  
5701 Golden Hills Drive, Minneapolis, MN 55416-1297. [www.allianzlife.com](http://www.allianzlife.com)

**Walter R. White**

President & CEO

[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

January 31, 2017

The Honorable Elizabeth Warren  
United States Senate  
317 Hart Senate Office Building  
Washington, DC 20510-2105

Re: January 19, 2017 Letter

Dear Senator Warren:

Thank you for your recent letter regarding the Department of Labor Fiduciary Duty Rule. We appreciate your recognition of our actions to comply with the Rule. Our business is centered on helping Americans achieve their retirement goals, and we are committed to acting in the best interest of our customers and providing high quality retirement products and services.

Your letter notes the retirement crisis in the United States, and focuses on the role of commissions in contributing to that crisis. However, the decreasing availability and reliability of pensions and social security, too few Americans saving, and too few establishing a continuous income stream in retirement are the actual sources of the crisis. Whether fee-based or commission-based, financial professionals are a critical part of the solution, as are guaranteed lifetime income options for qualified plan participants and IRA owners.

The United States Government Accountability Office recognizes the importance of retirement income and has promoted the purchase of annuities for retirement planning. Former President Obama highlighted this issue, and encouraged the use of lifetime income options. Unfortunately, the Rule does not advance these important consumer interests. For these reasons and others, we believe that the Rule should be improved to increase customer value and to encourage more solutions to retirement planning needs.

As your letter states, we have developed annuity products that can be sold through a fee-based compensation structure, to the extent customers prefer that approach. It is important to note, however, that a fee-based structure does not inherently provide more economic value to a customer than a commission-based structure. In addition, many fee-based advisers have significant account minimums, which preclude many Americans from receiving essential retirement planning advice from these sources. Preserving access to commission-based structures, as clearly acknowledged by the Rule, is essential to meeting their needs.

We understand that your attention is currently focused on the new Administration's potential intent to delay, revise, or repeal the Rule. However, regardless of what happens to the Rule, we encourage you to support efforts to broaden the availability of financial education and retirement savings products with guaranteed lifetime income options, such as annuities. Given what you have justifiably described as a retirement crisis, such efforts would truly be in the best interest of all Americans.

Sincerely,

A handwritten signature in black ink, appearing to read "Walter R. White". The signature is fluid and cursive, with the first name "Walter" being the most prominent part.

Walter R. White

WW/cm



Thomas M. Marra  
President and Chief Executive Officer

Symetra Financial Corporation  
[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

www.symetra.com

January 31, 2017

The Honorable Elizabeth Warren  
United States Senate  
Washington, D.C. 20510-2105

Dear Senator Warren:

Thank you for your correspondence of January 19, 2017. We welcome the opportunity to respond and state that Symetra Life Insurance Company ("Symetra") is committed to providing affordable products for the retirement security of all Americans. We believe this commitment is in keeping with the best interest of our contract owners.

Symetra does not have its own retail sales force. Instead, Symetra sells its annuity contracts through intermediaries, principally banks and broker-dealers ("distributors"). Sales representatives employed by our distributors interact with prospective customers at the point of sale, but we and our employees do not. As a result, the new Department of Labor rule (the "DOL Rule") primarily affects these distributors and does not directly affect Symetra.

As you reference in your letter, Symetra is developing an annuity contract, the design of which is such that it does not support the payment of commissions to distributors or sales agents. In other words, the parties that distribute and sell the contract intend to obtain compensation for the sale directly from the contract owner and not from Symetra. We are developing this contract at the request of several of our distributors whom we believe will find it very helpful in complying with the DOL Rule. Other distributors will likely continue to sell our existing annuity contracts, which will continue to pay commissions. We anticipate that some of our distributors will sell both our new contract and our current contracts. At this time, we do not know how popular our new annuity contract will be or how many of these contracts our distributors will sell in relation to our current offerings.

In closing, we want to reinforce our commitment to retiring Americans. Symetra develops products that include guarantees, along with other insurance elements, that greatly support retirement objectives. In fact, guaranteed products are unique to the life insurance industry as a whole. With older Americans in mind, they are the type of products that can be an important part of any financial plan for retirement security.

Thank you again for reaching out to our company.

Sincerely,

Thomas Marra  
President and Chief Executive Officer  
Symetra Life Insurance Company



Roger W. Ferguson, Jr.  
President and Chief Executive Officer, TIAA

January 30, 2017

Senator Elizabeth Warren  
United States Senate  
Washington, DC 20510-2105

Dear Senator Warren:

I am writing in response to your January 19, 2017, letter asking that we provide information regarding the Department of Labor's (DOL) fiduciary rule.

For nearly 100 years, TIAA has served the financial needs of those who work in the academic, medical, cultural and research fields. TIAA's mission is to aid and strengthen the institutions we serve by providing their employees with financial products and services that enable lifelong financial well-being. Putting our individual clients' best interests first is a core value at TIAA and, accordingly, we support a best-interest standard.

TIAA is working hard to accommodate the DOL rule's more technical aspects in order to meet the April 10, 2017, applicability date. This extensive work includes, but is not limited to, updating and building new IT systems, revising and creating marketing and disclosure documents, and training employees to comply with the rule's technical requirements. We have made significant capital investments to this end, but consider the specific costs associated with these endeavors to be proprietary, commercially sensitive information.

TIAA is well-known to be a low-cost provider of lifetime income products as well as other financial solutions, including industry award-winning mutual funds. Our employees are not paid commissions and are held to the highest standards to ensure they act in our individual participants' best interests, helping participants attain lifelong financial well-being. We will continue to focus on practicing this guiding principal and working toward the April 10, 2017 applicability date.

I appreciate your comments about the retirement crisis facing our nation and your concern about the inadequate level of savings by Americans. TIAA shares that concern, and we remain committed to doing all we can to help the people we serve achieve a financially secure retirement. We also stand ready to offer our assistance to Congressional efforts aimed at making lifetime financial security a reality for more Americans.

Sincerely,

A handwritten signature in cursive script that reads "Roger W. Ferguson, Jr.".



Jay Orlandi  
Executive Vice President  
General Counsel & Secretary

January 31, 2017

The Honorable Elizabeth Warren  
U.S. Senate  
Washington, DC 20510-2103

Dear Senator Warren,

As General Counsel of Transamerica, I am pleased to respond to your letter to Transamerica President and CEO Mark Mullin dated January 19, 2017.

Transamerica confirms its continued support of a standard that requires investment advice fiduciaries to act in the best interest of their clients. On April 6, 2016, the Department of Labor issued its Conflict of Interest Rule (the "DOL Rule") containing a best interest standard for investment advice. Compliance with the DOL Rule is to be phased in starting on April 10, 2017. Transamerica is preparing to comply with the DOL Rule as issued. We will adjust to any changes that may be made to the DOL Rule and will participate in any further public comment process on related rulemaking.

Sincerely,

A handwritten signature in black ink, appearing to read "Jay Orlandi", written over a horizontal line.

Jay Orlandi  
Executive Vice President  
General Counsel & Secretary



Vanguard®

F. William McNabb III  
Chairman and Chief Executive Officer

P.O. Box 2600  
Valley Forge, PA 19482-2600

VIA ELECTRONIC MAIL

██████████  
www.vanguard.com

January 31, 2017

Senator Elizabeth Warren  
United States Senate  
Washington, DC 20510-2105

RE: DOL Conflict of Interest Regulation

Dear Senator Warren,

I am writing in response to your recent inquiry regarding the Department of Labor's (DOL) conflict of interest regulation.

Vanguard's core purpose is to take a stand for all investors, to treat them fairly, and to give them the best chance for investment success. Vanguard is owned by its funds, which in turn are owned by the funds' shareholders. Our unique client-owned structure allows us to return profits to our fund shareholders in the form of lower expenses. Vanguard's enduring approach to pricing and reducing fees for our shareholders results from our client-owned structure, not from any particular DOL action with respect to the definition of fiduciary investment advice.

Consistent with our core purpose, Vanguard strongly believes that investors should receive investment advice that is in their best interest and that those who provide investment advice should be held to a fiduciary standard. It is important to ensure that sweeping regulations such as the DOL's fiduciary rule protect investors while preserving access to investment advice and services. Regardless of DOL's next steps, Vanguard will continue to be engaged, taking a stand for all investors and advocating for policies that will give our investors the best chance of investment success.

If you have any questions regarding this matter, please contact me at ██████████ or Ann Combs, Government Relations, at ██████████

Sincerely,

*F. William McNabb III*



David M. Carroll  
Senior Executive Vice President  
Wealth, Brokerage and Retirement

[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

January 31, 2017

VIA ELECTRONIC DELIVERY

The Honorable Elizabeth Warren  
United States Senator  
United States Senate  
Washington, DC 20510-2105

Dear Senator Warren:

Thank you for your January 19, 2017 letter concerning the Department of Labor's (the "Department") fiduciary rule (the "Rule").

Wells Fargo is committed to providing individuals and their families with the advice and guidance they need to plan and save for retirement. We supported the core best interest concepts underlying the Rule when it was originally proposed in 2010, when it was re-proposed in 2015, and when it was issued in final form last year. Since the Rule's issuance, Wells Fargo has worked hard to establish a collaborative dialogue with key staff in the Department concerning implementation of the Rule. Given the complexity of the Rule and the changes necessary for a successful implementation, we believe that continued efforts to clarify the meaning and application of the Rule are prudent and necessary.

The basic concepts of the Rule integrate well with our focus on clients who are planning for retirement and other investment goals and offering clients a choice between brokerage services on a commission basis or investment adviser services on a fee basis. This allows clients to select products and services that fit their individual circumstances, investment objectives, and risk appetite. At the same time, a number of specific details required by the Rule necessitate significant changes to our communications with and disclosures to clients and updates to our technology systems, policies, processes, training, supervision, and compliance programs. We have a team working on implementing these changes so as to comply with the Rule.

As we have previously stated in our public comments,<sup>1</sup> we are supportive of a "client best interest standard," and, with respect to the Department's Rule, allowing for the necessary time as we implement the significant changes required by the Rule in a prudent manner, thereby reducing risks to our clients. Clients will not benefit if implementation of the Rule is poorly executed, which could lead to a confusing and poor client

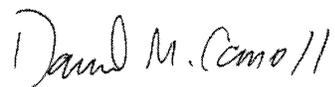
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<sup>1</sup> Wells Fargo Comment Letter (July 21, 2015) and Supplemental Comment Letter (September 24, 2015) submitted to John J. Canary, Director, Office of Regulations and Interpretations, Office of Exemption Determinations, Employee Benefits Security Administration, U.S. Department of Labor, *regarding* Proposed Conflict of Interest Rule and Related Proposals [RIN: 1210-AB32 and ZRIN: 1210-ZA25], available at: <https://www.dol.gov/sites/default/files/ebsa/laws-and-regulations/rules-and-regulations/public-comments/1210-AB32-2/00647.pdf> and <https://www.dol.gov/sites/default/files/ebsa/laws-and-regulations/rules-and-regulations/public-comments/1210-AB32-2/03063.pdf>, respectively.

experience. Any delay of the applicability date of the Rule is not going to distract our focus on doing what is right for our clients, and additional time will allow our implementation team to develop better technology systems and automate new controls and processes that will benefit our clients. Regardless, we are continuing the work needed to prepare for implementation of the Rule, as scheduled for April 2017.

We would like to close this letter by reiterating our support for efforts that enhance retail protections, while preserving access to a full range of investment products, advice models, and pricing alternatives.

Sincerely,

A handwritten signature in black ink that reads "David M. Carroll". The signature is written in a cursive style with a large initial "D".

David M. Carroll  
Senior Executive Vice President  
Wealth and Investment Management

January 31, 2017

Senator Elizabeth Warren  
United States Senate  
Washington, DC 20510-4543  
c/o Brian\_Cohen@warren.senate.gov

Re: January 19, 2017 Letter -- Department of Labor Fiduciary Rule

Dear Senator Warren:

BlackRock shares your concern that we have a retirement crisis in the United States. A significant percentage of Americans do not have access to retirement plans, have not saved enough, or do not have the proper financial literacy and tools to successfully navigate their retirement planning needs. Through the shift from traditional pension plans to defined contribution plans, individuals have greater responsibility for their retirement than ever before. We need to take action now to develop a more secure retirement system for all workers, including the millions of workers at smaller companies who are not covered by employer-provided plans.

BlackRock manages money for millions of individuals, including teachers, nurses, firefighters, factory workers and people from all walks of life who need to save for education, retirement and other long-term goals. We embrace our role as a fiduciary to our asset management clients and continually strive to evolve our investment products and solutions in response to client needs. As an asset manager, BlackRock distributes its investment products and solutions to the public indirectly through many different broker-dealers, financial advisers and other financial services firms.

BlackRock is supportive of changes to the financial ecosystem that enhance confidence in markets and investing – an integral component to solving the retirement crisis. We support regulatory reform that advances investor choice and facilitates (i) establishing retirement plans such as 401(k) plans or IRAs; (ii) increasing levels of individual retirement savings, starting at an early career stage; and (iii) more outcome-oriented investing, particularly for small employers and individuals. We are encouraged by a number of macro trends reshaping the investment landscape to the benefit of investors, including the:

- Continued shift from brokerage to advisory accounts;
- Growth of low-cost index funds (particularly ETFs) and an increased focus on performance and cost; and
- Growth in portfolio construction services, and the need for more sophisticated, scalable technologies that focus on investment outcomes and help navigate client relationships.

The retirement crisis is not an intractable problem, but can only be solved through collaboration on a long-term approach to retirement security. We need immediate action, as the longer we wait the

deeper and more difficult the problem becomes. In our view, it is imperative that Congress, the Administration and the financial services industry work together without delay to develop practical solutions that will facilitate increased savings and promote outcome-oriented strategies. BlackRock is committed to helping Americans achieve their goal of a secure retirement and will continue to work with both our private and public sector partners to find solutions that help them achieve their goal and retire with dignity after a life-time of hard work.

Sincerely,

Barbara Novick  
Vice Chairman

John Collingwood  
Senior Vice President  
Federal Government Relations

February 7, 2017

The Honorable Elizabeth Warren  
United States Senate  
317 Hart Senate Office Building  
Washington, DC 20510

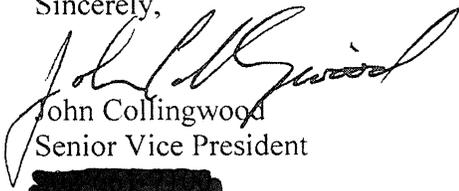
Dear Senator Warren:

Thank you for your January 19th letter regarding the Department of Labor's "conflict of interest" regulation. We appreciate your recognition of the positive steps we have taken.

For the past five years, Bank of America has been on a determined path to deliver goals-based financial advice to our clients to help them achieve what is most important to them. We are centered on what our clients want from us in regard to their retirement accounts -- that is, to act in their best interest.

We are implementing a heightened standard of care for delivering personalized investment advice, especially for investment advice about retirement accounts. While we do not want to speculate or otherwise discuss proprietary information, we of course will offer to work with the new administration and the Congress as regulatory policies in this area are considered.

Sincerely,

  
John Collingwood  
Senior Vice President  


Tel:  Fax: 

Bank of America, DC8-455-09-01  
1455 Pennsylvania Avenue, NW, 9th Floor, Suite 950, Washington, DC 20004-1043

# Morgan Stanley

February 8, 2017

The Honorable Elizabeth Warren  
United States Senate  
Washington, D.C. 20510-2105

Dear Senator Warren:

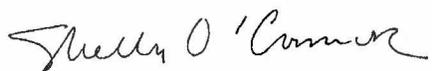
We write in response to your letter dated January 19, 2017 regarding potential actions by the current administration to delay the implementation of the Department of Labor's (DOL) Conflict of Interest Rule, more commonly known as the "fiduciary rule."

Morgan Stanley's business is built on a foundation of core values including putting clients first and doing what is right. As a result, we share your goal of protecting investors as they save for retirement and, more broadly, of acting in the best interest of all investors.

As you may be aware from media reports, we told our employees last month that, regardless of whether the fiduciary rule is implemented on schedule, we fundamentally believe that serving our clients well requires that we provide an increasingly higher standard of care for both retirement and non-retirement investors. We intend to move forward with initiatives that will change the design and pricing of certain products to the benefit of our clients, further raise the quality standard for many of our investment offerings, and reduce the potential for conflicts of interest across our product platform.

We thank you for your continued focus on the needs of America's retirement savers and look forward to working in partnership with you to advance their best interests.

Sincerely,



Shelley O'Connor  
Co-Head  
Morgan Stanley Wealth Management



Andy Saperstein  
Co-Head  
Morgan Stanley Wealth Management