



Via Portal Submission

March 25, 2024  
MGEXDCM Submission No. 24-10

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

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

Dear Mr. Kirkpatrick:

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

### **Overview of the Charters**

MGEX is proposing implementation of the attached Charters for the following committees of the Board and the Exchange: Executive Committee (Exhibit A); Nominations Committee (Exhibit B); Audit Committee (Exhibit C); Cash Markets Committee (Exhibit D); Hard Red Spring Wheat Committee (Exhibit E); Disciplinary Committee (Exhibit F); Hearing Committee (Exhibit G); and Regulatory Oversight Committee (Exhibit H). The Charters detail composition requirements, responsibilities, and authority of each committee, and codify MGEX’s compliance with applicable CFTC Regulations.

### **DCM Core Principles**

MGEX has reviewed the Core Principles for designated contract markets (“DCM Core Principles”) and identified that the Charters may impact the following DCM Core Principles:

- *DCM Core Principle 2 – Compliance with Rules*: The Charters align with all applicable MGEX Bylaws and Rules.
- *Core Principle 12 – Protection of Markets and Market Participants*: The Cash Markets Committee and Hard Red Spring Wheat Committee Charters detail the committee members’ responsibilities to review and recommend MGEX Rules governing the cash markets and Hard Red Spring Wheat

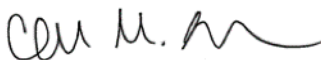
markets respectively, and the Cash Markets Committee members' responsibility to monitor cash market activity to ensure orderly trading and efficient price discovery.

- *Core Principle 13 – Disciplinary Procedures:* The Disciplinary Committee and Hearing Committee Charters detail committee members' responsibilities in relation to disciplinary procedures for potential and actual violations of MGEX Rules.
- *DCM Core Principle 15 – Governance Fitness Standards:* The Charters provide transparency of MGEX's governance arrangements and permit consideration of the views of market participants where required by applicable CFTC Regulations. Further, the Nominations Committee, Disciplinary Committee, and Hearing Committee Charters outline the fitness standards for the Board of Directors and Disciplinary and Hearing Committee members.
- *DCM Core Principle 16 – Conflicts of Interest:* The Regulatory Oversight Committee Charter details the compositional requirements of the committee, which consists of only Public Directors, and exists to assist the Board of Directors in minimizing actual and potential conflicts of interest.
- *DCM Core Principle 17 – Composition of Governing Boards of Contract Markets:* The Nominations Committee Charter details the compositional requirements of the Board of Directors, which is designed to permit consideration of the views of market participants.

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

If there are any questions regarding this submission, please contact me at (612) 321-7141 or [cstuhlmann@miaxglobal.com](mailto:cstuhlmann@miaxglobal.com). Thank you for your attention to this matter.

Sincerely,



Carmen M. Stuhlmann  
Associate Counsel

Enclosure

**MINNEAPOLIS GRAIN EXCHANGE, LLC**

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

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



March 25, 2024

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

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

Dear Secretary,

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

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

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

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

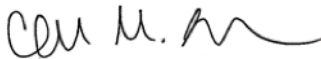
The request set forth in the preceding paragraphs also applies to any memoranda, notes, transcripts or other writings of any sort whatsoever that are made by, or at the request of, the Commission or the Staff (or any other government agency) and which (1) incorporate, include or relate to any of the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

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

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

The basis on which confidential treatment is being requested is that disclosure of the Confidential Material would reveal trade secrets or confidential commercial or financial information of MGEX, a financial institution that falls under the protection of FOIA. Should you have any questions regarding this letter, please feel free to contact me at (612) 321-7141 or [cstuhlmann@miaxglobal.com](mailto:cstuhlmann@miaxglobal.com). Thank you for your attention to this matter.

Sincerely,

A handwritten signature in black ink, appearing to read 'C.M. Stuhlmann', with a stylized flourish at the end.

Carmen M. Stuhlmann  
Associate Counsel

**MINNEAPOLIS GRAIN EXCHANGE, LLC**

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