

MFDA By-law No. 1 – Proposed Definition of “records” to Section 1 (DEFINITIONS)

1. DEFINITIONS

“records” means, for the purposes of Section 22, recorded information of every description of a Member ~~and or~~ Approved Person of the Member or other person under the jurisdiction of the Corporation pursuant to the By-laws or the Rules, including all books of accounts, securities, cash, documents, banking and investment account records, trading and supervisory records, client files and records, accounting and financial statements, audio and video recording, data, minutes, notes and correspondence, whether written, electronically stored or recorded by any other means;

MFDA By-law No. 1 – Proposed Amendments to Section 22 (EXAMINATIONS AND INVESTIGATORY POWERS)

22. EXAMINATIONS AND INVESTIGATORY POWERS

- 22.1 For the purpose of any examination or investigation pursuant to this By-law, a Member, Approved Person of a Member or other person under the jurisdiction of the Corporation pursuant to the By-laws or the Rules may be required by the Corporation to:
- (a) submit a report with respect to any matter involved in any such examination or investigation;
 - (b) ~~produce for inspection any records in the possession or control of the Member, an or~~ Approved Person ~~s~~ of the Member or other person under the jurisdiction of the Corporation pursuant to the By-laws or the Rules ~~of the possession or control~~ that the Corporation believes may be relevant to the examination or investigation;
 - (c) provide copies of any such records in the manner and form, including electronically, that the Corporation requests;
 - (d) answer questions with respect to any such matters;
 - (e) in an investigation, attend and answer questions under oath or otherwise, and any such attendance may be transcribed, recorded electronically, audio-recorded or video-recorded as the Corporation determines;
 - (f) make any of the above information available through any directors, officers, employees, agents and other persons under the direction or control of the Member, Approved Person or other person under the jurisdiction of the Corporation and the Member or person shall be obliged to cooperate in the examination or investigation.

22.2 ~~In a request made under~~ For the purposes of Section 22.1, the Corporation may require production of original records and must provide a receipt for any original records received.

22.3 In connection with an examination or investigation, the Corporation:

- (a) may, with or without prior notice, enter the business premises of any Member or Approved Person during business hours;
- (b) is entitled to free access to all records and electronic systems and other media in which records are stored, and to make and keep copies of all the records that the Corporation believes may be relevant to the examination or investigation, including by taking an image of the computer hard drives of the Member or Approved Person; and
- (c) may remove the original of any record obtained under Section 22.3(b), and where an original record is removed from the premises, the Corporation must provide a receipt for the removed record.

22.4 The Member or Approved Person who is aware that the Corporation is conducting an examination or investigation must not conceal or destroy any record that contains information that may be relevant to the examination or investigation.

22.5 The Corporation may, with respect to any information received:

- (a) refer a matter to the applicable Regional Council for consideration in accordance with the provisions of Section 24; or
- (b) refer a matter to the appropriate securities regulatory authority, self-regulatory organization or law enforcement agency; or
- (c) take such other action under the By-laws or Rules which it considers appropriate in the circumstances.