

RIN 2590-AA39

SUBJECT: Notes of Meeting Between FHFA Staff and Representatives of MacQuarie Group Limited on the Notice of Proposed Rulemaking on Federal Home Loan Bank Membership, 79 FR 54848 (Sept. 12, 2014)

DATE: May 12, 2015

PARTICIPANTS:

Alfred Pollard (General Counsel, FHFA)
Neil Crowley (Deputy General Counsel, FHFA)
Eric Raudenbush (Assistant General Counsel, FHFA)

Michael P. McLaughlin (Senior Managing Director, US Country Head, MacQuarie Group)
Gus Wong (Division Director, Risk Management Group MacQuarie Holdings USA Inc.)
S. Eli Nafisi (Managing Director, MacQuarie Credit Investment Management)
Steven Ujvary (Managing Director, MacQuarie Credit Investment Management)

Thomas P. Vartanian (Attorney, Dechert LLP)
Robert H. Ledig (Attorney, Dechert LLP)
Richard D. Jones (Attorney, Dechert LLP)

On May 12, 2015, legal staff of the Federal Housing Finance Agency (FHFA) met with representatives of, and outside attorneys for, MacQuarie Group Limited (MGL) and certain of its subsidiaries. MGL is an Australian corporation that is the ultimate parent of Meadowlark Insurance Company (MIC), a captive insurer chartered in Michigan that is a member of the Federal Home Loan Bank of Indianapolis.

The MGL representatives presented materials and provided information in support of their contention that MIC differs from the types of captives they believe the proposed rule is intended to target in that it is in business only to make home mortgage loans and is fully backed by MGL, which is a well-funded company that is subject to regulation by the Australian Prudential Regulatory Authority. The representatives urged that FHFA consider the benefits of having captives with the mission focus and financial strength of MIC as bank members when deciding on the contents of a final Bank membership rule.