



The Official Source for Municipal Disclosures and Market Data

Instructions for Forms G-37, G-37x and G-38t

Version 2.5, October 2016

Revision History

Version	Date	Description of Changes					
1.0	February 2010	Initial version.					
1.1	February 2013	Electronic submission of Forms G-37 and G-37x has been migrated to EMMA Dataport. This version provides instructions for submitting forms using EMMA Dataport.					
1.2	September 2013	Updated the instructions for submitting additional information related to contributions made to bond ballot campaigns.					
1.3	August 2015	Updated the Resources and Support section to reflect the change in hours of operation for Email Support. Updated to reflect the user navigation changes to the MSRB.org homepage, MSRB Gateway Login and Main Menu pages.					
2.2	June 2016						
2.3	August 2016	Updated to reflect amendments to Rule G-37 that include the requirement for municipal advisors to make Forms G-37 & G-37x submissions. Removed the ability to make paper submissions for Forms G-37 & G-37x.					
2.4	October 2016	Clarification of Form G-38t submission requirements and reporting of municipal advisory business.					
2.5	October 2016	Updated the Municipal Entities with Which the Regulated Entity Has Engaged in Municipal Securities Business or Municipal Advisory Business to allow for separate attachments for municipal securities business and municipal advisory business.					

Resources and Support

Online

MSRB Website: msrb.org

EMMA Website: emma.msrb.org

For assistance, contact MSRB Support at 202-838-1330 or MSRBsupport@msrb.org.

Live Support: 7:30 a.m. - 6:30 p.m. ET Email Support: 7:00 a.m. – 7:00 p.m. ET

Municipal Securities Rulemaking Board 1300 I Street NW, Suite 1000 Washington, DC 20005

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Introduction

The MSRB protects investors, state and local governments and other municipal entities, and the public interest by promoting a fair and efficient municipal securities market. The MSRB fulfills this mission by regulating the municipal securities firms, banks and municipal advisors that engage in municipal securities and advisory activities. To further protect market participants, the MSRB provides market transparency through its Electronic Municipal Market Access (EMMA®) website, the official repository for information on virtually all municipal bonds. EMMA provides free public access to official disclosures, trade data, credit ratings, educational materials and other information about the municipal securities market. The MSRB also serves as an objective resource on the municipal market, conducts extensive education and outreach to market stakeholders, and provides market leadership on key issues. The MSRB is a Congressionally-chartered, self-regulatory organization governed by a 21-member board of directors that has a majority of public members, in addition to representatives of regulated entities. The MSRB is subject to oversight by the Securities and Exchange Commission.

The EMMA website is a centralized online database operated by the MSRB that provides free public access to official disclosure documents and trade data associated with municipal bonds issued in the United States. In addition to current credit rating information, the EMMA website makes available real-time trade prices and primary market and continuing disclosure documents for over one million outstanding municipal bonds, as well as current interest rate information, liquidity documents and other information for most variable rate municipal securities. The EMMA website also makes available public disclosures of political contributions made by brokers, dealers and municipal securities dealers (collectively, dealers) and municipal advisors to municipal entity officials (formerly referred to as issuer officials), state and local political parties, and bond ballot referendum committees.

The purpose of these instructions is to assist dealers and municipal advisors (collectively, regulated entities) in submitting Forms G-37, G-37x and G-38t in an accurate and timely manner. MSRB Rule G-37 requires each regulated entity to submit to the MSRB on Form G-37 certain information about its municipal securities business and municipal advisory business, as well as contributions to municipal entity officials. In addition, regulated entities that are dealers are required to submit on Form G-37 payments to state or local political parties and contributions to bond ballot campaigns made by the dealer, its municipal finance professionals (MFPs) and non-MFP executive officers, and political action committees (PACs) controlled by the dealer or an MFP of the dealer. Regulated entities that are municipal advisors are required to submit the same information on Form G-37 if the payments to state or local political parties and contributions to bond ballot campaigns are made by the municipal advisor, its municipal

advisor professionals (MAPs) and non-MAP executive officers, and PACs controlled by the municipal advisor or an MAP of the municipal advisor. Additional information relating to bond ballot campaigns is also required to be submitted on Form G-37. (Unless otherwise specified, the term "municipal advisor" includes a municipal advisor third-party solicitor.).

Part 1: General Submission Information

Form G-37

Submission Requirements for Form G-37

Form G-37 must be submitted to the MSRB for a calendar quarter if either of the following occurred:

- Reportable political contributions, payments to political parties, or contributions to bond ballot campaigns (and additional information) were made during the reporting period, unless the regulated entity has previously submitted Form G-37x and the submission remains effective; or
- During the reporting period, the regulated entity, if a dealer, engaged in municipal securities business or, if a municipal advisor, engaged in municipal advisory business.

Exemptions from Form G-37 Submission Requirement

Pursuant to Rule G-37(e)(ii)(A), a regulated entity is not required to submit a Form G-37 for a calendar guarter if both of the following are true:

- The regulated entity had no reportable contributions to municipal entity officials, payments to political parties or contributions to bond ballot campaigns for that calendar quarter; and
- During that calendar quarter, the regulated entity, if a dealer, did not engage in municipal securities business, or, if a municipal advisor, did not engage in municipal advisory business.

Due to the breadth of the definition of municipal advisory business in Rule G-37(g)(ix), in contrast to the definition of municipal securities business in Rule G-37(g)(xii), it is relatively less likely that a municipal advisor would be able to use the exemption in Rule G-37(e)(ii)(A).

Form G-37x

Submission Requirements for Form G-37x

Pursuant to Rule G-37(e)(ii)(B), a regulated entity is not required to submit a Form G-37 for a calendar quarter if both of the following are true:

- The regulated entity has submitted a Form G-37x to the MSRB on or prior to the deadline for submission of Form G-37 for that calendar guarter; and
- The Form G-37x submission remains in effect as of the end of that calendar quarter.

Due to the breadth of the definition of municipal advisory business in Rule G-37(g)(ix), it is relatively less likely that a municipal advisor would be able to make the certification required in Form G-37x.

A regulated entity may submit Form G-37x to the MSRB if the regulated entity certifies that the regulated entity did not engage in municipal securities business or municipal advisory business during the eight full consecutive calendar quarters ending immediately on or prior to the date of the submission.

A dealer newly registered with the MSRB that does not intend to engage in municipal securities business may submit a Form G-37x to the MSRB.

The Form G-37x submission remains effective for so long as the regulated entity does not engage in municipal securities business or municipal advisory business; thus, the regulated entity should not submit any additional Forms G-37x to the MSRB unless the original Form G-37x submission has become ineffective and the regulated entity subsequently re-qualifies to file Form G-37x.

Lapse of Effectiveness of Form G-37x Submission

A Form G-37x submitted to the MSRB by a regulated entity becomes ineffective immediately upon the regulated entity becoming engaged in municipal securities business or municipal advisory business. Such regulated entity will be obligated to submit Form G-37 to the MSRB beginning with the report for the calendar quarter in which such municipal securities business and/or municipal advisory business that caused the lapse of effectiveness occurred. Pursuant to Rule G-37(e)(iii), the first Form G-37 submitted subsequent to the lapse of Form G-37x must include information regarding any contributions to municipal entity officials, payments to state or local political parties or contributions to bond ballot campaigns that would have been reportable (but had not been reported) on Form G-37 during the two-year period preceding such calendar quarter.

The existence of political contributions to municipal entity officials, payments to political parties or contributions to bond ballot campaigns that would otherwise be reportable on Form G-37 does not result in the lapse of effectiveness of a Form G-37x. As noted above, however, such contributions and payments may become reportable upon the lapse of effectiveness of Form G-37x if made less than two years prior to such lapse.

Form G-38t

Submission Requirements for Form G-38t

Form G-38t must be submitted to the MSRB for a calendar quarter if the following occurred:

For solicitation activities undertaken on or prior to August 29, 2005, one or more transitional payments to consultants remain pending or are paid during the reporting period under Rule G-38(c).

Exemptions from Form G-38t Submission Requirement

A dealer is not required to submit a Form G-38t for a calendar quarter if the dealer has no required information to report. However, Rule G-38(c)(i)(B) provides that transitional payments to consultants for solicitation activities undertaken on or prior to August 29, 2005 may only be made by a dealer if, among other things, each item of municipal securities business for which payment remains pending (together with a specific dollar amount or objective formula for determining the specific dollar amount of the pending payment) is listed on the Form G-38t submitted for the quarter ending on September 30, 2005 and on each subsequent quarterly Form G-38t until such quarter in which payment is finally made. That is, a pending payment must be listed on Form G-38t for every quarter ending on or after September 30, 2005 until paid.

All Forms

Separate Submissions Required by Each Regulated Entity

Regulated entities that are affiliated may not combine their required reporting under Rules G-37 and G-38 into a single Form G-37, G-37x or G-38t covering all such affiliated regulated entities. Each regulated entity must submit its own Form G-37, Form G-37x or G-38t, as appropriate. However, a regulated entity that is both a dealer and a municipal advisor (dealermunicipal advisor) may submit a single Form G-37 for each reporting period.

Timing of Submission of Forms G-37, G-37x and G-38t

Under Rule G-37, dealers and municipal advisors are required to submit Form G-37 to the MSRB by the last day of the month following the end of each calendar quarter. Filings of Form G-38 by dealers are also required to be made on the same submission dates. These submission dates correspond to January 31, April 30, July 31 and October 31 of each year.

There is no fixed time frame for submission of Form G-37x. However, if a regulated entity wishes to rely on the Form G-37x exemption from the Form G-37 submission requirement for a particular calendar quarter, Form G-37x must be submitted by no later than the submission

deadline for such quarter.

Electronic Submission of Forms G-37 and G-37x Is Required

Effective August 17, 2016, Forms G-37 and G-37x must be submitted to the MSRB electronically. Submissions by fax or paper submissions will not be accepted. Forms G-37 and G-37x must be signed and submitted by an officer of the regulated entity. Each regulated entity must submit an email address for purposes of receiving electronic records of submissions through the Electronic Municipal Market Access Dataport System (EMMA Dataport).

Forms G-37 and G-37x submitted through EMMA must be completed using an online data-entry form. The data-entry form for Form G-37 permits certain items of information to be incorporated into the form by means of file uploading. In addition, a regulated entity is permitted to upload its entire Form G-37 rather than completing the form by means of dataentry. All documents uploaded through EMMA Dataport must be in searchable portable document format (PDF).

Voluntary Submissions

Entities and individuals that are not subject to the requirements of Rule G-37 (e.g., attorneys, independent financial advisors) may voluntarily submit information on political contributions as long as the filing procedures are followed.

Paper Submission of Form G-38t is Required

Form G-38t must be submitted to the MSRB in paper form only, and must be sent by certified or registered mail, or some other equally prompt means that provides a record of sending the Form G-38t to the MSRB.

Rule G-38 requires that two copies of completed Form G-38t be sent to the MSRB. At least one copy of Form G-38t submitted on paper must contain an original signature.

Viewing Forms Submitted to MSRB

The Forms G-37, G-37x and G-38t submitted to the MSRB are made available to the public on the MSRB's Electronic Municipal Market Access (EMMA®) website at emma.msrb.org and can be accessed from the MSRB's website at www.msrb.org.

Part 2: Access for Electronic Submission of Forms G-37 and G-37x

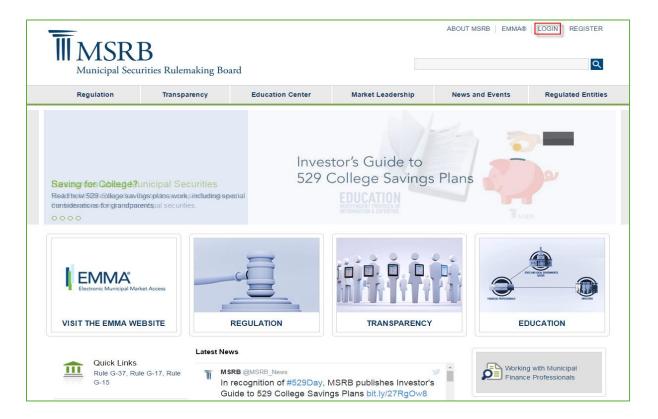
Forms G-37 or G-37x must be submitted electronically to the MSRB via the EMMA Dataport system.

An MSRB Gateway account is required to make submissions to EMMA Dataport. A firm's primary regulatory contact under MSRB Rule A-12 will create and manage user accounts via the MSRB Gateway system to complete the registration process. See the Gateway User Manual Dealers and Municipal Advisors for guidance on how to create and manage a user account.

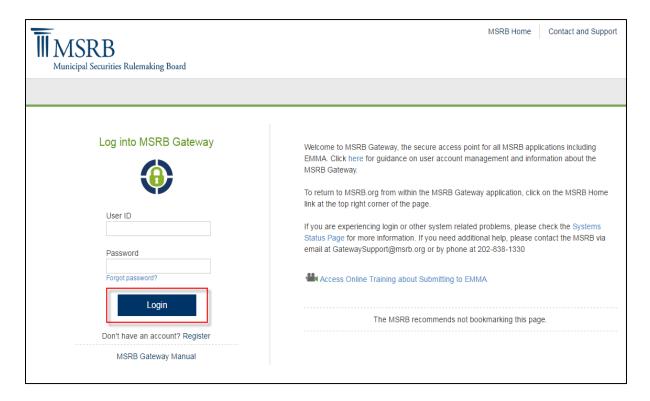
Submissions for Forms G-37 and G-37x can be done from the MSRB or EMMA homepage.

Log in from MSRB homepage

From the MSRB homepage at www.msrb.org, click LOGIN.

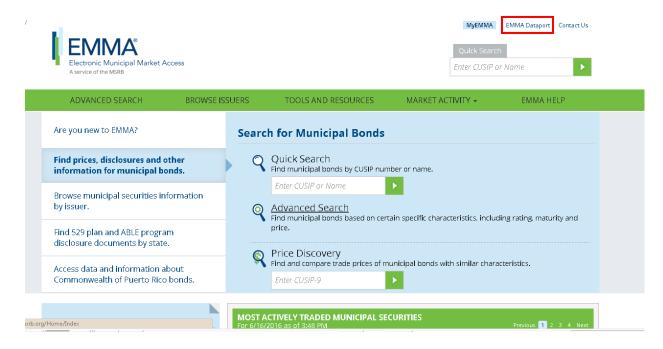


Enter your User ID and Password and click **Login** to access MSRB Gateway.



Log in from the EMMA homepage

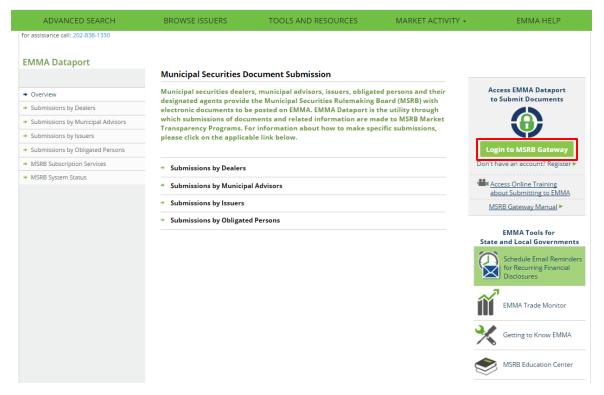
From the EMMA homepage at http://emma.msrb.org, click the EMMA Dataport link at the top of the page.



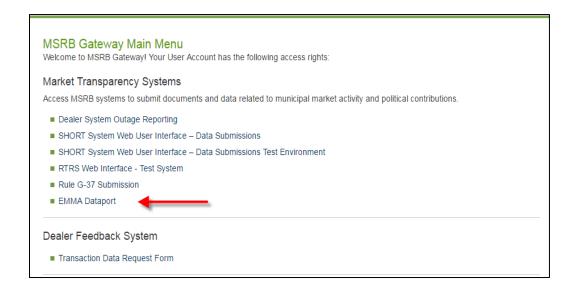
Then click **Login** to access MSRB Gateway.

EMMA Dataport | Contact Us





From the MSRB Gateway Main Menu, click EMMA Dataport link.

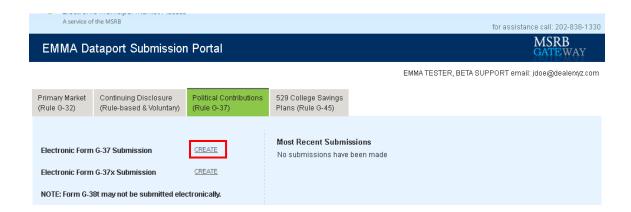


Part 3: Electronic Submission of Form G-37

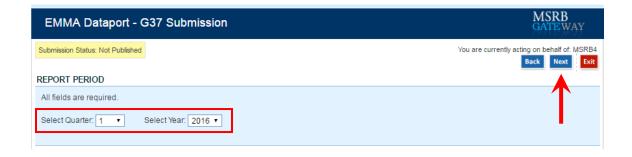
The EMMA Dataport Submission Portal displays tabs that represent the submission types you can make to EMMA. Click the Political Contributions tab.

The most recent submissions are displayed on the right, if applicable.

Click the **Create** button next to **Electronic Form G-37 Submission** to start a submission.

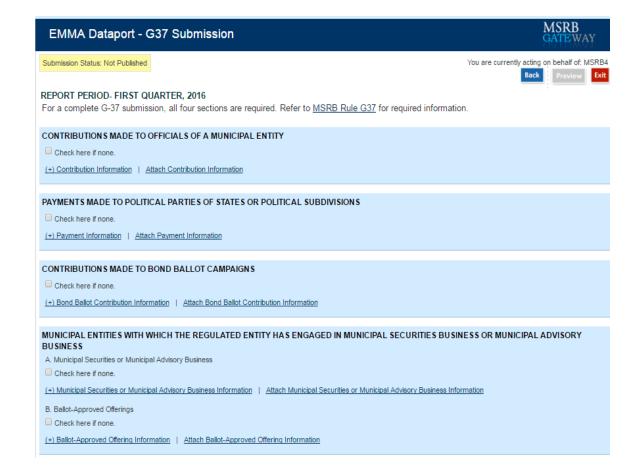


Select the quarter and year for which Form G-37 is being submitted. Click the **Next** button.



You may only select a report period prior to the current reporting quarter. Calendar quarter must be used for the reporting period.

The electronic Form G-37 appears. You may either use the electronic data-entry form for direct input of information or attach a searchable PDF document. Furthermore, the data-entry form for Form G-37 permits a submitter to upload supplementary attachments (such as tables of contributions or municipal securities business) as PDF files to the electronic form.



Contributions Made to Municipal Entity Officials

To enter information on contributions made during the calendar quarter, click on the Contribution Information link.

If there were no contributions required to be reported pursuant to Rule G-37 during the calendar quarter, click the **Check here if none** checkbox.



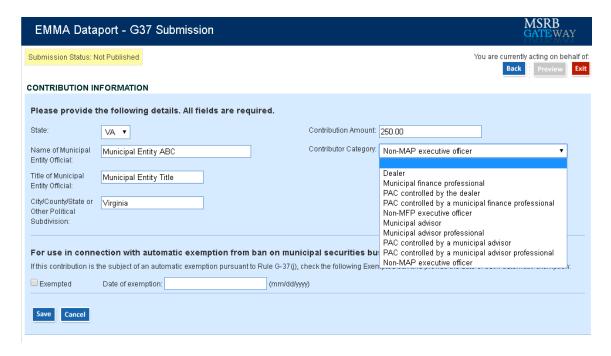
Regulated entities must report in this section all reportable contributions made to municipal entity officials during the calendar quarter.

On the **Contribution Information** screen, enter the following fields:

- State
- Municipal Entity Official Name
- Title of Municipal Entity Official
- City/County/State or Other Political Division
- Contribution Amount
- **Contributor Category**
 - o Dealer
 - PAC controlled by the dealer
 - Municipal finance professional
 - PAC controlled by a municipal finance professional
 - Non-MFP executive officer
 - Municipal advisor
 - PAC controlled by the municipal advisor
 - Municipal advisor professional
 - o PAC controlled by a municipal advisor professional
 - Non-MAP executive officer

The Title of Municipal Entity Official field must include the name of the city, county, state or other political subdivision of the office held or sought by the individual. If an official of one municipal entity is seeking an office in a different municipal entity, both municipal entity official titles must be included in the field (e.q., for a contribution to a city mayor running for state governor, the titles for both offices must be included)

In all other cases, the title of the office currently held or of the office sought must be included (e.g., for a contribution to a private citizen running for state governor, the title of governor must be included; for a contribution to a state governor running for United States president, the title of governor must be included).



The terms "contribution," "municipal entity official" (or "official of a municipal entity"), "municipal finance professional" (or "MFP"), "municipal advisor professional" (or "MAP"), "non-MFP executive officer," and "non-MAP executive officer" are defined in Rule G-37(g).

De Minimis Exception

Dealers are not required to report any contributions made by an MFP or non-MFP executive officer to a municipal entity official if the MFP or non-MFP executive officer who made the contribution was entitled to vote for the municipal entity official and the contributions from such MFP or non-MFP executive officer to the municipal entity official did not exceed, in total, \$250 per election. Similarly, municipal advisors are not required to report any contributions made by an MAP or non-MAP executive officer to a municipal entity official if the MAP or non-MAP executive officer who made the contribution was entitled to vote for the municipal entity official, and the contribution from such MAP or non-MAP executive officer to the municipal entity official did not exceed, in total, \$250 per election.

Format for Reporting Contributions

Each municipal entity official who received a reportable contribution during the calendar quarter must be listed separately. Multiple contributions by a single contributor to a single municipal entity official may be combined into a single entry that includes the total amount contributed by the single contributor during that calendar quarter. In all other cases, contributions may not be combined (e.g., contributions made by two separate MFPs to the same municipal entity official must be listed separately).

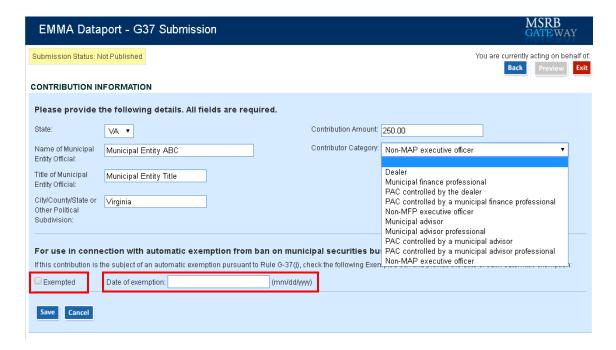
Reporting of Contributions Made in Prior Quarters Upon Lapse of Form G-37x **Effectiveness**

If a regulated entity is submitting Form G-37 for the first time after the lapse of effectiveness of Form G-37x as a result of engaging in municipal securities business or municipal advisory business, Form G-37 must include information regarding any contributions to any municipal entity officials that would have been reportable (but had not been reported) on Form G-37 during the two-year period preceding such calendar quarter. When reporting contributions made in calendar quarters preceding the quarter for which the first Form G-37 is being submitted, the regulated entity must indicate the quarter and year in which such contribution was made. The regulated entity need not include calendar quarter information for contributions made during the calendar quarter for which such Form G-37 is being submitted.

Reporting of Automatic Exemptions from Ban on Municipal Securities Business

If the regulated entity has exempted itself from a ban on municipal securities business or municipal advisory business pursuant to Rule G-37(j), the regulated entity must include in its report all the information required for other reportable contributions, including the amount of the contribution, and provide the date that the regulated entity exercised the automatic exemption.

Click the **Exempted** checkbox and complete the **Date of exemption** field.



Click the Save button. A summary of the contribution information reported appears on the screen. To upload a PDF file supporting the contribution information, click the **Attach contribution information** link.



Click the **Choose File** button to locate the file on your computer. Then click the **Upload** button.



The PDF is listed in the Summary under the **Documents Attached** section.

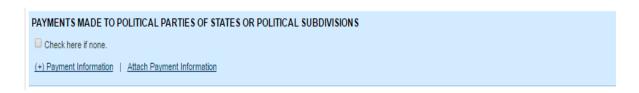


Payments Made to Political Parties of States or Political Subdivisions

Regulated entities must report in this section all reportable payments made to political parties of states and political subdivisions (including payments to national political parties for their non-federal accounts) during the calendar quarter.

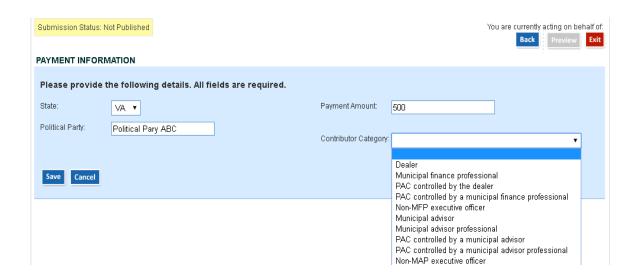
To enter information on payments made to political parties of states or political subdivisions during the calendar quarter, click on the Payment Information link.

If there were no payments required to be reported pursuant to Rule G-37 during the calendar quarter, click the **Check here if none** checkbox.



On the **Payment Information** screen, enter the following fields:

- State
- Complete Name of the Political Party (including any city/county/state or other political subdivision)
- **Payment Amount**
- **Contributor Category:**
 - o Dealer
 - PAC controlled by the dealer
 - Municipal finance professional
 - PAC controlled by a municipal finance professional
 - Non-MFP executive officer
 - Municipal advisor
 - PAC controlled by the municipal advisor
 - Municipal advisor professional
 - PAC controlled by a municipal advisor professional
 - Non-MAP executive officer





Click the **Save** button. A summary of the payment information reported appears on the screen.

The term "payment" is defined in Rule G-37(g).

(+) Payment Information | Attach Payment Information

De Minimis Exception

Regulated entities are not required to report any payments made by an MFP or non-MFP executive officer, or an MAP or non-MAP executive officer, to a political party of a state or political subdivision in which the MFP or non-MFP executive officer, or the MAP or non-MAP executive officer, was entitled to vote and which payments by such MFP or non-MFP executive officer, or, MAP or non-MAP executive officer, in total, do not exceed \$250 to that political party per year.

Format for Reporting Payments

Each state or local political party receiving a reportable payment during the calendar quarter must be listed separately. Multiple payments by a single contributor to a single state or local political party may be combined into a single entry that includes the total amount paid during that calendar quarter. In all other cases, payments may not be combined (*e.g.*, payments made by two separate MFPs or two MAPs to the same state or local political party must be listed separately).

Reporting of Payments Made in Prior Quarters upon Lapse of Form G-37x Effectiveness

If the regulated entity is submitting Form G-37 for the first time after the lapse of effectiveness of Form G-37x as a result of engaging in municipal securities business or municipal advisory business, Form G-37 must include information regarding any payments to state or local political parties that would have been reportable (but had not been reported) on Form G-37 during the two-year period preceding such calendar quarter. When reporting payments made in calendar quarters preceding the quarter for

which the first Form G-37 is being submitted, the regulated entity must indicate the quarter and year in which such payment was made. The regulated entity need not include calendar quarter information for payments made during the calendar quarter for which such Form G-37 is being submitted.

To upload a PDF file supporting the payment information, click the **Attach Payment Information** link.



Click the **Choose File** button to locate the file on your computer. Then click the **Upload** button.



The PDF is listed in the Summary under the **Documents Attached** section.



Contributions Made to Bond Ballot Campaigns

Regulated entities must report in this section all reportable contributions made to bond ballot campaigns during the calendar quarter.

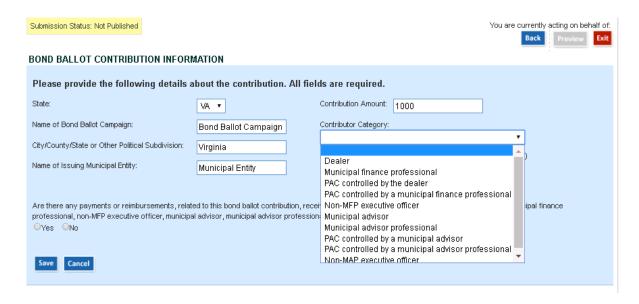
To enter information on contributions made to bond ballot campaigns, click on the **Bond Ballot** Contribution Information link.

If there were no contributions required to be reported pursuant to Rule G-37 during the calendar quarter, click the **Check here if none** checkbox.



On the **Bond Ballot Contribution Information** screen, enter the following fields:

- State
- Official Name of Bond Ballot Campaign
- City/County/State or Other Political Subdivision for Which Municipal Securities Would be Issued
- Name of Issuing Entity
- Contribution Amount
- Contributor Category:
 - Dealer
 - Municipal finance professional
 - PAC controlled by the dealer
 - PAC controlled by a municipal finance professional
 - Non-MFP executive officer
 - Municipal advisor
 - Municipal advisor professional
 - PAC controlled by the municipal advisor
 - o PAC controlled by a municipal advisor professional
 - Non-MAP executive officer
- Contribution Date



Indicate if any of the payments or reimbursements related to the bond ballot contribution made were reimbursed by a third party. If yes, enter the name of the third party that made the payments or reimbursements and enter the amount paid.

Are there any payments or reimbursements, rela professional, non-MFP executive officer, municia • Yes • No			dealer or municipal securities dealer, municipal finance utive officer from any third party.
Name of Third Party Making Payments or Reimbursement:	Name of Third Party	Reimbursement Amount:	750.00
Save			

Then click the **Save** button.

The term "bond ballot campaign" is defined in Rule G-37(g).

De Minimis Exception

Regulated entities are not required to report any contributions made by an MFP or non-MFP executive officer, or an MAP or non-MAP executive officer, to a bond ballot campaign for a ballot initiative with respect to which the MFP or non-MFP executive officer, or the MAP or non-MAP executive officer, was entitled to vote and which contributions by such MFP or non-MFP executive officer, or MAP or non-MAP executive officer, in total, do not exceed \$250 per ballot initiative.

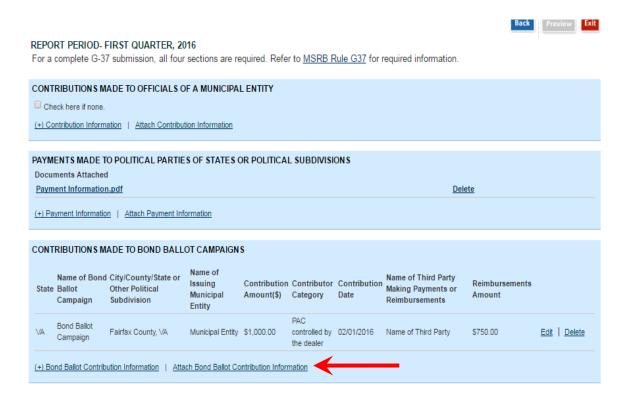
Format for Reporting Contributions

Each bond ballot campaign receiving a reportable contribution during the calendar quarter must be listed separately. Multiple contributions by a single contributor to a single bond ballot campaign may be combined into a single entry that includes the total amount contributed during that calendar quarter. In all other cases, contributions may not be combined (e.g., contributions made by two separate MFPs or MAPs to the same bond ballot campaign must be listed separately).

Reporting of Contributions Made in Prior Quarters upon Lapse of Form G-37x **Effectiveness**

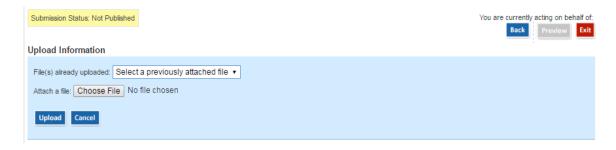
If the regulated entity is submitting Form G-37 for the first time after the lapse of effectiveness of Form G-37x as a result of engaging in municipal securities business or municipal advisory business, Form G-37 must include information regarding any contributions to bond ballot campaigns that would have been reportable (but had not been reported) on Form G-37 during the two-year period preceding such calendar quarter. When reporting contributions made in calendar quarters preceding the quarter for which the first Form G-37 is being submitted, the regulated entity must indicate the quarter and year in which such contribution was made. The regulated entity need not include calendar quarter information for contributions made during the calendar quarter for which such Form G-37 is being submitted.

A summary of the contribution information reported appears on the screen. To upload a PDF file supporting the contribution information, click the Attach Bond Ballot Contribution Information link.



Click the **Choose File** button to locate the file on your computer. Then click the **Upload** button.

You may use files that have been previously uploaded. Select the appropriate file from the File(s) already uploaded drop-down menu.



The PDF is listed in the Summary under the **Documents Attached** section.

tate		City/County/State or Other Political Subdivision	Name of Issuing Municipal Entity	Contribution Amount(\$)	Contributor Category	Contribution Date	Name of Third Party Making Payments or Reimbursements	Reimbursements Amount		
Ά	Bond Ballot Campaign	Fairfax County, VA	Municipal Entity	\$1,000.00	PAC controlled by the dealer	02/01/2016	Name of Third Party	\$750.00	Edit]	Delet
ocur	nents Attached									
Bond	Ballot.pdf						<u>Delete</u>			

Municipal Entities with which The Regulated Entity has Engaged in **Municipal Securities Business or Municipal Advisory Business**

In compliance with Rule G-37, regulated entities must report in this section all municipal entities with which they have engaged in municipal securities business or municipal advisory business during the calendar quarter.

Municipal securities business is defined in Rule G-37(g) as:

- (A) the purchase of a primary offering (as defined in Rule A-13(f)) of municipal securities from a municipal entity on other than a competitive bid basis (e.g., negotiated underwriting);
- (B) the offer or sale of a primary offering of municipal securities on behalf of any municipal entity (e.g., private placement);
- (C) the provision of financial advisory or consultant services to or on behalf of a municipal entity with respect to a primary offering of municipal securities in which the dealer was chosen to provide such services on other than a competitive bid basis; and
- (D) the provision of remarketing agent services to or on behalf of a municipal entity with respect to a primary offering of municipal securities in which the dealer was chosen to provide such services on other than a competitive bid basis.

Municipal Advisory Business is defined in Rule G-37(g) as: Those activities that would cause a person to be a municipal advisor as defined in Section 15B(e)(4) of the Act, 17 CFR 240.15Ba1-1(d)(1)-(4) and other rules and regulations thereunder, including: (A) the provision of advice to or on behalf of a municipal entity or an obligated person with respect to municipal financial products or the issuance of municipal securities, including advice with respect to the structure, timing, terms, and other similar matters concerning such financial products or issues and (B) the solicitation of a municipal entity or obligated person, within the meaning of Section 15B(e)(9) of the Act and the rules and regulations thereunder.

Municipal Securities Business or Municipal Advisory Business

Municipal Securities Business

Information about the municipal securities business must be provided based on the guidelines below.

Activities Not Required to be Reported

Dealers are not required to report the purchase of a primary offering from the issuer on a purely competitive bid basis. In addition, dealers are not required to report participation in a primary offering of municipal bonds as a selling group member or in a primary offering of municipal fund securities as a selling dealer. Further, only business with a municipal entity need be reported. For example, if a dealer serves as financial advisor to a non-governmental conduit borrower in a bond offering and does not provide financial advisory service to the municipal entity issuer, this activity should not be listed as financial advisory services for purposes of Form G-37.

Format for Reporting Municipal Securities Business

Each issuer with which the dealer has engaged in municipal securities business during the calendar quarter must be listed separately.

Time Frame for Reporting Municipal Securities Business

In determining when to list municipal securities business, dealers should adhere to the following guideline:

- For negotiated underwritings, include the municipal securities business by no later than the report for the calendar quarter in which the settlement date occurs;
- For private placements, include the municipal securities business by no later than the report for the calendar quarter in which the settlement date occurs;
- For a continuous offering (e.g., municipal fund securities), such municipal securities business should be included by no later than the report for the calendar quarter in which the first sales are settled but need not be listed in future calendar quarters;
- For financial advisory services, indicate the municipal securities business in the report for the calendar quarter in which an agreement is reached to provide the services (Rule G-23, on activities of financial advisors, requires dealers to have a written agreement with issuers); thereafter, do not continue to list an ongoing financial advisory arrangement with an issuer but do list the services for any reporting period in which the settlement date for a new issue on which the dealer acted as financial advisor occurs; and
- For remarketing agent activities, indicate the municipal securities business in the report for the calendar quarter in which an agreement is reached to provide the services; thereafter, do not continue to list an ongoing remarketing agent arrangement with a municipal entity.

To enter information on municipal entities with whom the dealer or municipal advisor has engaged in municipal securities business, click the Municipal Securities or Municipal Advisory Business Information link.

If there was no municipal securities business required to be reported pursuant to Rule G-37 during the calendar quarter, click the **Check here if none** checkbox.

MUNICIPAL ENTITIES WITH WHICH THE REGULATED ENTITY HAS ENGAGED IN MUNICIPAL SECURITIES BUSINESS OR MUNICIPAL ADVISORY BUSINESS
A. Municipal Securities or Municipal Advisory Business ☐ Check here if none.
(+) Municipal Securities or Municipal Advisory Business Information B. Ballot-Approved Offerings
Check here if none.
(+) Ballot-Approved Offering Information Attach Ballot-Approved Offering Information

On the Municipal Securities Business or Municipal Advisory Business screen, enter the following fields:

- State
- Municipal Entity Name
- Municipal Entity City/County, or "N/A" if not applicable

The Municipal Entity Name should include the complete name of the municipal entity. If the municipal entity name does not include the name of the city, county, state or other political subdivision of which it is part or instrumentality (such as an authority of a county or a department of a city), the name of such city, county, state or other political subdivision must be included.

The term "municipal entity" is defined in Rule G-37(g). Click the **Municipal Securities Business** radio button.

The Municipal Securities Business Type drop down menu will appear. Select the applicable business type:

- Negotiated underwriting
- Private placement (or municipal fund securities, etc.)
- Financial advisor
- Remarketing agent

Then click the **Save** button.



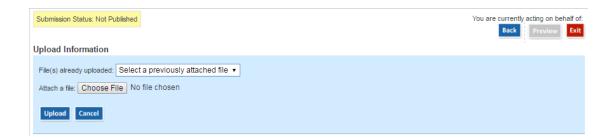
To upload a PDF file supporting the municipal securities business information, click the Attach Municipal Securities Business Information link.



Click the **Choose File** button to locate the file on your computer. Then click the **Upload** button.

You may use files that have been previously uploaded. Select the appropriate file from the File(s) already uploaded drop-down menu.

Dealer-municipal advisors that wish to make a single Form G-37 submission to satisfy their Form G-37 reporting obligations and that wish to attach municipal securities business and municipal advisory business information must attach a separate document for their municipal securities business information and separate document for their municipal advisory business information.



Municipal Advisory Business

Information about the municipal advisory business must be provided based on the guidelines below.

Format for Reporting Municipal Advisory Business

Each municipal entity with which the municipal advisor has engaged in municipal advisory business during the calendar quarter must be listed separately.

Time Frame for Reporting Municipal Advisory Business

In determining when to list municipal advisory business, municipal advisors should adhere to the following guidelines:

- For new municipal advisory services, indicate the municipal advisory business on Form G-37 for the calendar quarter in which an agreement is reached to provide the services;
- List any ongoing municipal advisory business engagement with a municipal entity on Form G-37 for any calendar quarter in which the municipal advisor engaged in municipal advisory activities for such municipal entity.

To enter information on municipal entities with whom a municipal advisor has engaged in municipal advisory business, click the Municipal Securities Business or Municipal Advisory **Business Information** link.

If there was no municipal advisory business required to be reported pursuant to Rule G-37 during the calendar quarter, click the **Check here if none** checkbox.

On the Municipal Securities Business or Municipal Advisory Business screen, enter the following fields:

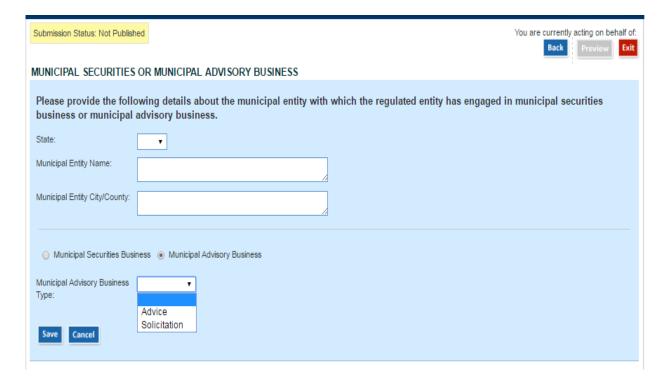
- State
- Municipal Entity Name
- Municipal Entity City/County

Click the Municipal Advisor radio button. The Municipal Advisory Business Type drop down menu will appear. Select the applicable business type:

- Advice
- Solicitation

If solicitation is selected, enter Name of Third Party on Behalf of which Business was Solicited and select from the drop down menu, the Nature of the Solicited Business.

Then click the Save button.



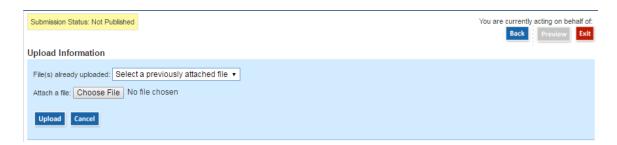
To upload a PDF file supporting the municipal advisory business information, click the Attach Municipal Advisory Business Information link.



Click the **Choose File** button to locate the file on your computer. Then click the **Upload** button.

You may use files that have been previously uploaded. Select the appropriate file from the File(s) already uploaded drop-down menu.

Dealer-municipal advisors that wish to make a single Form G-37 submission to satisfy their Form G-37 reporting obligations and that wish to attach municipal securities business and municipal advisory business information must attach a separate document for their municipal securities business information and separate document for their municipal advisory business information.



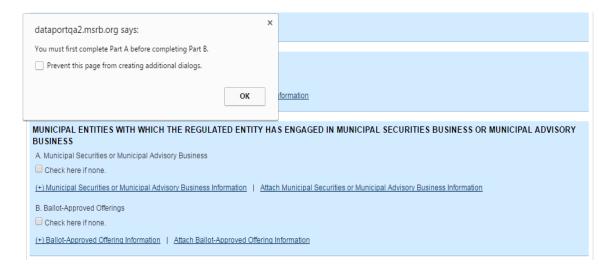
Bond Ballot-Approved Offerings

To enter information on the municipal entities with whom the regulated entity has engaged in municipal securities business or municipal advisory business related to bond ballot-approved offerings, click the Ballot-Approved Offering Information link.

If there was no business related to ballot-approved offerings required to be reported pursuant to Rule G-37 during the calendar quarter, click the **Check here if none** checkbox.



Information on ballot-approved offerings cannot be submitted without providing the required municipal securities business or municipal advisory business information for the same business. That is, any municipal securities business or municipal advisory business related to Ballot-Approved Offerings (Part B) must first be reflected in the Municipal Securities Business or Municipal Advisory Business section (Part A).



On the **Ballot-Approved Offerings** screen, enter the following fields:

- Full Municipal Entity Name
- Full Description of Municipal Securities Issue
- Reportable Date of Selection of Dealer or Municipal Advisor

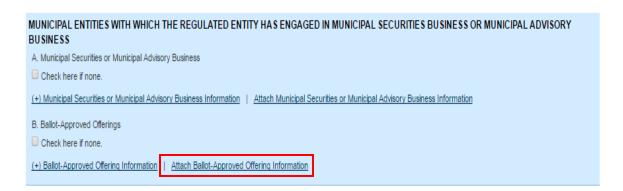
Then click the Save button.



Such information must be reported in the calendar quarter in which the closing date for the issuance that was authorized by the bond ballot campaign occurred.

The term "reportable date of selection" is defined in Rule G-37(g).

To upload a PDF file supporting the ballot-approved offerings, click the Attach Ballot-Approved Offering Information link.



Click the **Choose File** button to locate the file on your computer. Then click the **Upload** button.

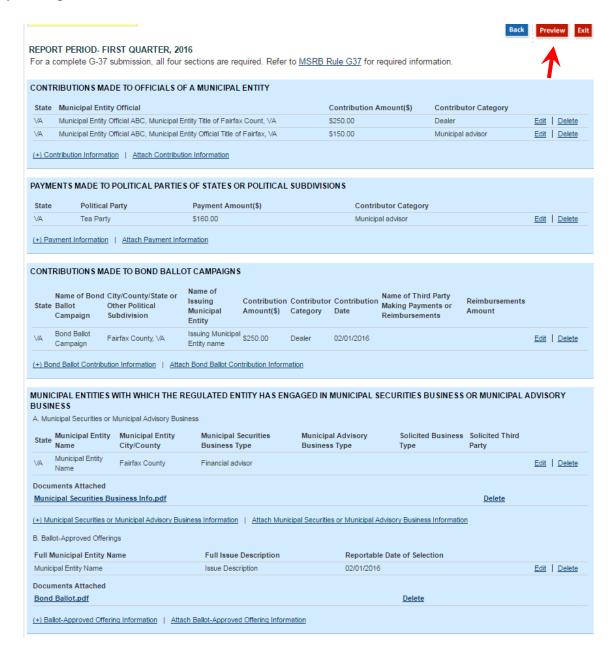
You may use files that have been previously uploaded. Select the appropriate file from the File(s) already uploaded drop-down menu.



The PDF(s) are listed in the Summary under the **Documents Attached** section.



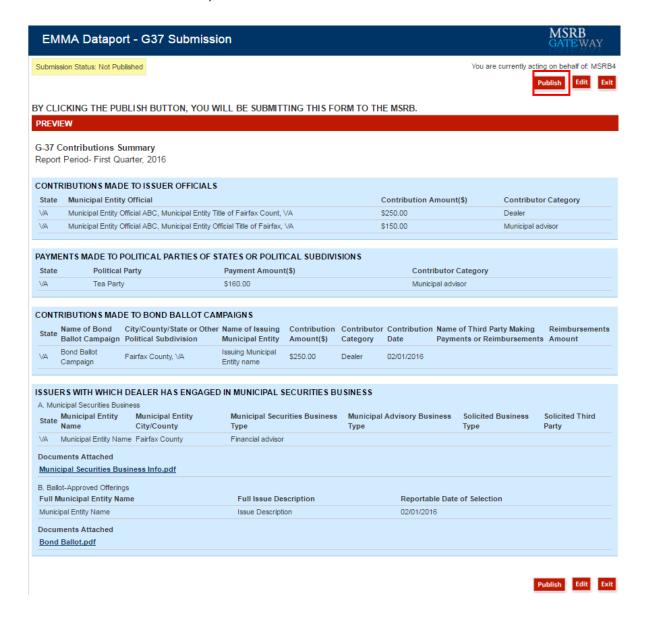
Now that all four required sections of Form G-37 are complete, you may preview the information, by clicking the **Preview** button.



If any information on the preview screen needs to be changed, click **Edit** to make the changes.

Submissions cannot be edited after they have been submitted to the MSRB. To make any changes, a new form must be submitted.

Once all information is correct, click the **Publish** button.



The following screen appears.



Click **Yes** and the following confirmation screen appears indicating the MSRB has received your Form G-37 submission. The MSRB reviews the submission and upon acceptance, the submission will

automatically be published on the EMMA website. If the submission is rejected, you will receive an email indicating the reason(s) for the rejection.

To print your submission, click the **Print Submission** link. A PDF of the information submitted appears on the screen.

To start a new submission, click the **Start new submission** link.

SUBMISSION ID (U1466479) SUBMITTED SUCCESSFULLY

A submission confirmation email has been sent to your email address on file. Upon MSRB review of your submission, you will receive an email indicating the submission status.

Print Submission

Start new submission

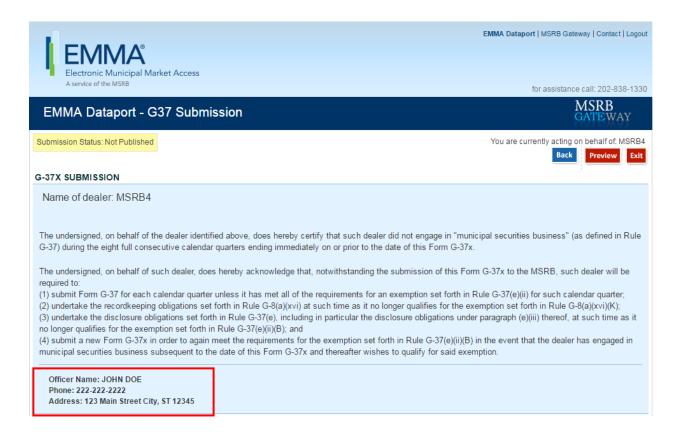
Part 4: Electronic Submission of Form G-37x

Regulated entities must be fully cognizant of the acknowledgements and certification set forth in Form G-37x. In particular, regulated entities must be aware of the circumstances under which the effectiveness of Form G-37x may lapse and of the actions that regulated entities may be required to undertake pursuant to Rule G-37(e)(iii) upon such lapse.

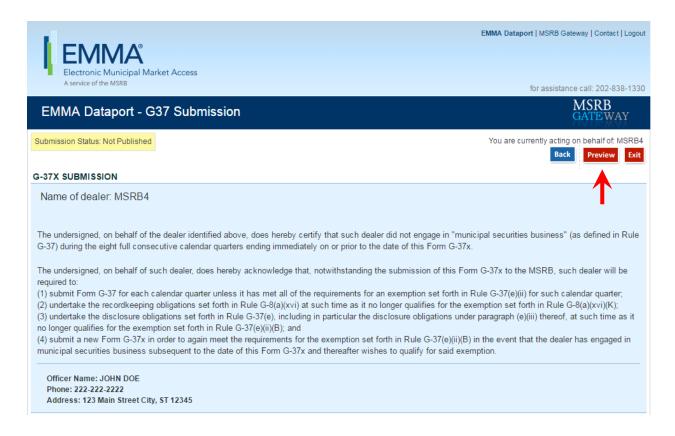
Click the Create button next to Electronic Form G-37x Submission to start a submission.



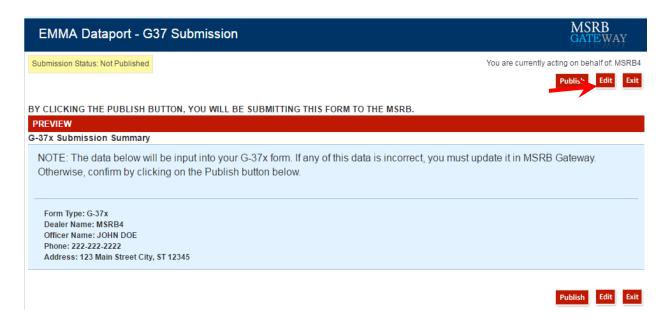
The following screen appears. Your Officer Name, Phone Number and Address appear to the bottom left of the screen.



Click the **Preview** button.



The preview of Form G-37x appears on the screen. Click the **Publish** button.



The following screen appears.



Click Yes and the following confirmation screen appears indicating the MSRB has received your Form G-37 submission.

To print your submission, click the **Print Submission** link.

To start a new submission, click the **Start new submission** link.

SUBMISSION ID (E1420105) SUBMITTED SUCCESSFULLY

A submission confirmation email has been sent to your email address on file. Upon MSRB review of your submission, you will receive an email indicating the submission status.

Print Submission

Start new submission

Part 5: Paper Submission of Form G-38t

Paper submissions of Form G-38t must be sent to the MSRB by certified or registered mail, or some other equally prompt means that provides a record of sending. To make a paper submission, download and follow the instructions as shown on the form. Current versions of these forms are available on the MSRB website at www.msrb.org.

Name of Dealer and Report Period

The name used should correspond with the name with which the firm has registered with the MSRB to engage in municipal securities activities.

Rule A-15(c), on notification of name or address change, requires dealers to notify the MSRB promptly of any name or address change.

Indicate the quarterly period for the form being submitted

Dealers must use a calendar quarter for the reporting period; it is not acceptable to create a different time period and submit information only pertaining to that time.

Consultants for which Payments Are Made or Remain Pending During Reporting Period

Consultants Required to be Reported

Dealers must report in this section solely for the reporting period ending on September 30, 2005, all consultants used during the calendar quarter being reported through and including August 29, 2005; and all consultants to which one or more transitional payments remain pending or are paid during the reporting period under Rule G-38(c) for solicitation activities undertaken on or prior to August 29, 2005.

The term "consultant," as defined in former Rule G-38(a)(i), is any person used by a dealer to obtain or retain municipal securities business through direct or indirect communication by such person with an issuer on behalf of the dealer where the communication is undertaken by such person in exchange for, or with the understanding of receiving, payment from the dealer or any other person. Former Rule G-38(a)(i) excluded from the definition of consultant any municipal finance professional (MFP) of the dealer submitting Form G-38t (however, an MFP of one dealer can be a consultant to a different dealer) and any person whose sole basis of compensation from the dealer is the actual provision of legal, accounting or engineering advice, services or assistance in connection with the municipal securities business that the dealer is seeking to obtain or retain.

Listing of Consultants

The name of each consultant must be listed. The name listed must be the name of the consultant set forth in the consultant agreement required under former Rule G-38(b). If the dealer had a relationship with a consultant at any time during the reporting period ending on September 30, 2005, that consultant must be listed in the report for such reporting period even if the consultant received no compensation from the dealer during such period or undertook no affirmative efforts on behalf of the dealer during such period. For reporting periods ending after September 30, 2005, if a consultant has been fully paid or no further payments to the consultant remain pending, a dealer need not continue listing such consultant in future submissions of Form G-38t.

No Consultants to Report in Calendar Quarter

If the dealer had no consultant information required to be reported pursuant to Rule G-38 during the calendar quarter (i.e., the dealer did not use, or did not have a continuing relationship with, a consultant during the quarter ended September 30, 2005, or if the dealer did not make or have pending any transitional payments to consultants under Rule G-38(c)), then the dealer is not required to submit Form G-38t. However, Rule G-38(c)(i)(B) provides that transitional payments to consultants for solicitation activities undertaken on or prior to August 29, 2005 may only be made by a dealer if, among other things, each item of municipal securities business for which payment remains pending (together with a specific dollar amount or objective formula for determining the specific dollar amount of the pending payment) is listed on the Form G-38t submitted for the quarter ending on September 30, 2005 and on each subsequent quarterly Form G-38t until such quarter in which payment is finally made. That is, a pending payment must be listed on Form G-38t for every quarter ending on or after September 30, 2005 until paid.

Attachment to Form G-38t

Specific information about each consultant listed on Form G-38t must be described in separate attachment sheets to Form G-38t.

Name of Consultant

List the name of the consultant as set forth in the consultant agreement required under former Rule G-38(b).

Consultant's Business Address

A valid address at which the consultant may be reached is required.

Role Performed by Consultant

This description must include the state or geographic area in which the consultant is or was working on behalf of the dealer.

Compensation Arrangement

The arrangement must be clearly described and must be consistent with amounts reported under "Municipal Securities Business Obtained or Retained by Consultant" and "Total Dollar Amount Paid to Consultant During Reporting Period" on the attachment form for that consultant.

Municipal Securities Business Obtained or Retained by Consultant for Which **Payment is Made or is Pending**

Each item of municipal securities business obtained or retained by the consultant for the dealer must be listed separately. The dealer must indicate the specific dollar amount (or an objective formula for determining the specific dollar amount) of pending payments for each item of municipal securities business listed. Where pending payments cannot be reasonably allocated to a specific item of municipal securities business, such as where a dealer is contractually obligated to make a retainer payment that is not tied to specific items of municipal securities business, the dealer must indicate the specific dollar amount (or an objective formula for determining the specific dollar amount) of such pending payments and, in lieu of identifying a specific item of municipal securities business, must disclose that such payments are in respect to a contractual retainer or similar obligation and the geographic scope of the solicitation activities to which such payments relate.

In addition, the dealer must indicate the specific dollar amount paid to the consultant during the reporting period, if any, in connection with each such item of municipal securities business or each such retainer arrangement. Once a payment has been fully made or is no longer payable with respect to a specific item of municipal securities business or retainer arrangement, a dealer need not continue listing such item in future submissions of Form G-38t. Please note that Rule G-38(c)(i)(B) provides that transitional payments to consultants for solicitation activities undertaken on or prior to August 29, 2005 may only be made by a dealer if, among other things, each item of municipal securities business for which payment remains pending (together with a specific dollar amount or objective formula for determining the specific dollar amount of the pending payment) is listed on the Form G-38t submitted for the quarter ending on September 30, 2005 and on each subsequent quarterly Form G-38t until such quarter in which payment is finally made. That is, a pending payment must be listed on Form G-38t for every quarter ending on or after September 30, 2005 until paid.

Notwithstanding the foregoing, in reporting information required to be reported concerning the use of consultants under former Rule G-38 during the period from July 1, 2005 to August 29, 2005 (the effective date of revised Rule G-38), any payments made to consultants on or prior to August 29, 2005 should be noted as such (e.g., "pre-8/29/2005 payment") on the Form G-38t submitted for the calendar quarter ending September 30, 2005; any payments made after August 29, 2005 are permitted solely if they qualify as transitional payments and must comply with the reporting requirements described above.

Total Dollar Amount Paid to Consultant During Reporting Period

This must be a cumulative total for all payments made during the calendar quarter, regardless of whether payments were made in connection with a particular item of municipal securities business obtained or retained by the consultant. This total should be equal to the sum of all specific dollar amounts paid to the consultant during the reporting period included under "Municipal Securities Business Obtained or Retained by Consultant for Which Payment is Made or is Pending."

Contributions

The dealer must list all reportable political contributions made to issuer officials and all reportable payments made to political parties of states and political subdivisions by:

- The consultant:
- Any partner, director, officer or employee of the consultant who communicates with issuer official to obtain or retain municipal securities business for the dealer; or
- Any political action committee controlled by any of the foregoing.

The term "reportable political contribution" is defined in former Rule G-38(a)(vi).

Each issuer official receiving a reportable political contribution during the calendar quarter must be listed separately. Multiple contributions by a single contributor to a single issuer official may be combined into a single entry that includes the total amount contributed during that calendar quarter. In all other cases, contributions may not be combined (e.g., contributions made by two separate contributors to the same issuer official must be listed separately). Each entry must include information in the same format required under Section I of Form G-37, provided that the contributor categories that must be used are as follows:

- Company
- Individual
- Company-controlled PAC
- Individual-controlled PAC

If the consultant has reported that there were no reportable political contributions or payments to political parties pursuant to former Rule G-38 during the calendar quarter, the dealer must include a statement that the consultant reported that no reportable political contributions or payments to political parties were made or indicate "none." However, if the consultant has failed to provide the dealer with a report of information concerning reportable political contributions or payments to political parties, the dealer must include a statement that the consultant has failed to provide any report of information concerning reportable political contributions or payments to political parties. Merely indicating "none" does not satisfy this requirement.