

POSTAL RATE COMMISSION**Notice of Commission Visits**

April 12, 1996.

Notice is hereby given that members of the Postal Rate Commission and certain advisory staff members will visit the following businesses and U.S. Postal Service mail processing facility to observe their operations:

Columbia House, Terre Haute, Indiana,
April 15-16, 1996

U.S. Postal Service Air Hub Operation,
Indianapolis, Indiana, April 16,
1996

BMG Direct Marketing, Inc.,
Indianapolis, Indiana, April 17,
1996

Federal Express Hub, Memphis,
Tennessee, May 14-15, 1996

Reports of these visits will be placed on file in the Commission's Docket Room.

FOR FURTHER INFORMATION CONTACT:

Margaret P. Crenshaw, Secretary of the Commission at 202/789-6840.

Margaret P. Crenshaw,
Secretary.

[FR Doc. 96-9507 Filed 4-17-96; 8:45 am]

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POSTAL SERVICE**Board of Governors; Addition to Closed Meeting Agenda; Sunshine Act Meeting**

By telephone vote on April 11, 1996, a majority of the members contacted and voting, the Board of Governors voted to add to the agenda of its May 6, 1996, meeting, closed to public observation, consideration of a funding request for delivery vehicles.

The Board determined that pursuant to section 552b(c)(9)(B) of Title 5, United States Code, and section 7.3(i) of Title 39, Code of Federal Regulations, the discussion is exempt from the open meeting requirement of the Government in the Sunshine Act [5 U.S.C. 552b(b)] because it is likely to disclose information, the premature disclosure of which would significantly frustrate a proposed management action.

The Board further determined that the public interest does not require that the Board's discussion of these matters be open to the public.

In accordance with section 552b(f)(1) of Title 5, United States Code, and section 7.6(a) of title 39, Code of Federal Regulations, the General Counsel of the United States Postal Service has certified that in her opinion the meeting may properly be closed to public

observation pursuant to section 552b(c)(9)(B) of Title 5, United States Code; and section 7.3(i) of Title 39, Code of Federal Regulations.

Requests for information about the meeting should be addressed to the Secretary of the Board, Thomas J. Koerber, at (202) 268-4800.

Thomas J. Koerber,
Secretary.

[FR Doc. 96-9751 Filed 4-16-96; 2:05 pm]

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SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-37106; File No. SR-NASD-96-02]

Self-Regulatory Organizations; Notice of Filing and Order Granting Temporary Accelerated Approval of Proposed Rule Change by National Association of Securities Dealers, Inc. Relating to Changes in the Structure of the NASD Board of Governors

April 11, 1996.

Pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 ("Act"), 15 U.S.C. 78s(b)(1), notice is hereby given that on January 16, 1996, the National Association of Securities Dealers, Inc. ("NASD" or "Association") filed with the Securities and Exchange Commission ("SEC" or "Commission")¹ the proposed rule change as described in Items I, II, and III below, which Items have been prepared by the NASD. The Commission is publishing this notice to solicit comments on the proposed rule change from interested persons. For the reasons discussed below, the Commission is granting accelerated approval of the proposed rule change for a period of ninety (90) days.

I. Self-Regulatory Organization's Statement of the Terms of Substance of the Proposed Rule Change

Following is the full text of a proposed rule change to amend the

¹ The NASD subsequently made three amendments to its filing. On January 24, 1996, the NASD submitted the final report of the vote with respect to Notice to Members 95-101. On April 10, 1996, the NASD submitted Amendment No. 2 which superseded the original rule filing and eliminated those parts of the original rule filing that proposed to eliminate Article V to the By-Laws and amend Section 7 to Article VII of the By-Laws to establish a new procedure for nomination of the members of the Board of Governors. These amendments are not being proposed at this time. On April 11, 1996, the NASD submitted its third and fourth amendment to this filing which superseded all previous amendments and the original filing. The NASD at this time is proposing to amend Sections 4 and 6 of Article VII of its By-laws on a temporary 90 day basis. See letter from T. Grant Callery, NASD, to Mark Barracca, SEC (April 11, 1996).

NASD's By-Laws to reconfigure the NASD's Board of Governors. Below is the text of the proposed rule change.² Proposed new language is italicized; proposed deletions are in brackets.

BY-LAWS**ARTICLE VII****BOARD OF GOVERNORS**

Composition and Qualifications of the Board

Sec. 4. (a) The management and administration of the affairs of the Corporation shall be vested in a Board of Governors composed of [from twenty-five to twenty-nine Governors as determined from time to time by the Board. The Board shall consist of: (1) At least thirteen but not more than fifteen Governors to be elected by the members of the various districts in accordance with the provisions of subsection (b) hereof; (2) at least eleven but not more than thirteen Governors to be elected by the Board in accordance with the provisions of subsection (c) hereof; (3) the President of the Corporation to be selected by the Board in accordance with the provisions of Article X, Section 2 of the By-Laws. The Board, in exercising its power to determine its size and composition under this subsection (a), shall be required to select its members in a manner such that when all vacancies, if any, are filled, the number of Governors elected by the members of the various districts in accordance with subsection (b) hereof shall exceed the number of Governors (including the President) not so elected.

(b) The several districts shall be represented on the Board. Each district shall elect at least one Governor. The Board shall determine from time to time which districts, if any, shall elect more than one Governor, so as to provide fair representation of the Corporation's members and of its various districts on the Board. The determination of which districts shall elect more than one Governor need not be submitted to the membership for approval and shall become effective at such time as the Board may prescribe. The Board shall, from time to time, consider the fairness of the representation of members and of the various districts on the Board. Whenever the Board finds any unfairness in such representation to exist, it shall make appropriate changes in the number of boundaries of the

² Article and section designations of the provisions covered by this rule change will be modified to conform to a new rule numbering system for the NASD Manual anticipated to be effective no later than May 1, 1996. See Exchange Act Release No. 36698 (January 11, 1996), 61 FR 1419 (January 19, 1996).