



To: Membership Regulatory Circular RG10-031

From: Office of the Chairman

Date: February 26, 2010

**Re: Temporary Membership Status and Interim Trading Permit
Access Fees Effective March 1, 2010 and April 1, 2010**

Adjusted Access Fee Amounts

The access fee for temporary members and the access fee for Interim Trading Permit (ITP) holders will each be adjusted to \$4,875 per month effective on March 1, 2010. This access fee is equivalent to the highest of the floating monthly rates designated for March 2010 by the clearing firms that assist in facilitating at least 10% of the CBOE membership leases (indicative lease rate).

Additionally, please be advised that the Exchange intends to submit a rule filing to increase the access fee for both ITP holders and temporary members to \$7,500 per month effective April 1, 2010. CBOE believes that this new rate is consistent with the enhanced status granted to ITP holders and temporary members, whose status may be terminated only at their direction (except in limited circumstances). This rate is less than the average indicative lease rate over the last six months. CBOE also believes that the new rate will better reflect the level of business activity on CBOE than the current indicative lease rate. For example, the following table illustrates the monthly CBOE average daily volume (ADV) and access fees for the past six months:

	CBOE ADV (thousands)	Change from Prior Month	Access Fee	Change from Prior Month
September	4,628		\$11,287	
October	4,628	0%	\$11,900	5%
November	4,209	-9%	\$11,830	-1%
December	4,177	-1%	\$8,991	-24%
January	4,851	16%	\$7,928	-12%
February	4,340	-11%	\$5,433	-31%

As of February 26, 2010, the CBOE Membership Seat Lease Interest web page on the CBOE Members' Web Site indicates that there are 64 CBOE seats (i.e., transferable CBOE memberships) available for lease. CBOE wishes to remind all members that the transfer fee incentive program, which waives the change of status fee and lease application fee for ITP holders and temporary members who switch over to CBOE seats, remains in effect through April 2, 2010. (See Regulatory Circular RG10-09)

CBOE also wishes to remind all members that in the event of a demutualization of the Exchange, all then current members with trading privileges on CBOE will be guaranteed the opportunity to obtain post-demutualization trading permits in order to continue their business.

Who Will Be Assessed Adjusted Access Fees

The March temporary member access fee will be assessed to any person who is a temporary member under Rule 3.19.02 on March 1, 2010 for each temporary membership held by that person on that date. The March ITP access fee will be assessed to all ITP holders on March 1, 2010 for each ITP allocated to the applicable holder on that date as well as to any former ITP holders that terminated their ITPs after February 15, 2010.

The April temporary member access fee will be assessed to any person who is a temporary member under Rule 3.19.02 on April 1, 2010 for each temporary membership held by that person on that date. The April ITP access fee will be assessed to all ITP holders on April 1, 2010 for each ITP allocated to the applicable holder on that date as well as to any ITP holders that terminate their ITPs after March 15, 2010.

How Access Fees Are Assessed

The access fees are due and payable for each calendar month on the first day of that calendar month and are non-refundable. The access fees are assessed through CBOE's integrated billing system.

Notice Deadline for Temporary Members Not to Be Assessed an Access Fee

The temporary member access fee and any other applicable monthly fees are assessed for a calendar month to each temporary member unless the person provides written notice to the Membership Department prior to the start of that month that the person is relinquishing temporary membership status effective on a date prior to the start of that month. Any temporary member who does not wish to pay the temporary member access fee for the month of March 2010 needs to provide written notice to the Membership Department prior to the close of business on February 26, 2010 (the last business day in February) that the person is relinquishing that person's temporary membership status effective on that date. Any temporary member who does not wish to pay the temporary member access fee for the month of April 2010 needs to provide written notice to the Membership Department prior to the close of business on March 31, 2010 that the person is relinquishing that person's temporary membership status effective on that date. Temporary members are reminded that temporary membership status cannot be reinstated after it has been relinquished.

Notice Deadline for ITP Holders Not to Be Assessed an Access Fee

The ITP access fee and any other applicable monthly fees are assessed for a calendar month to each ITP holder unless the ITP holder provides written notice to the Membership Department on or before the fifteenth day of the preceding calendar month that the holder is terminating the ITP effective on a date prior to the start of that month. Because February 15, 2010 has past, all current ITP holders are obligated to pay the ITP access fee for March 2010. Any ITP holder that does not wish to pay the ITP access fee for the month of April 2010 needs to provide written notice to the Membership Department prior to the close of business on March 15, 2010 that the holder is terminating the holder's ITP effective no later than March 31, 2010.

Contact Information

Any questions regarding the temporary member and ITP access fees may be directed to Eric Frait at (312) 786-7747 or frait@cboe.com, or to Stan Leimer at (312) 786-7299 or leimer@cboe.com.