

Required fields are shown with yellow backgrounds and asterisks.

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| Page 1 of * 25 | SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549 Form 19b-7 | File No.* SR - 2021 - * 005 Amendment No. (req. for Amendments *) |
|----------------|--|--|

Proposed Rule Change by * CBOE Futures Exchange
Pursuant to Rule 19b-7 under the Securities Exchange Act of 1934

| | | |
|-------------------------------------|--------------------------|--------------------------|
| Initial * | Amendment * | Withdrawal |
| <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

| | |
|----------------------------------|----------------------------------|
| Exhibit 2 Sent As Paper Document | Exhibit 3 Sent As Paper Document |
| <input type="checkbox"/> | <input type="checkbox"/> |

Description
Provide a brief description of the proposed rule change (limit 250 characters, required when Initial is checked *).
Update Regulatory Independence Policies

Contact Information
Provide the name, telephone number and e-mail address of the person on the staff of the self-regulatory organization prepared to respond to questions and comments on the proposed rule change.

| | | | |
|--------------|-------------------------------|-------------|----------|
| First Name * | Michael | Last Name * | Margolis |
| Title * | Assistant Corporate Secretary | | |
| E-mail * | mmargolis@cboe.com | | |
| Telephone * | (312) 459-4259 | Fax | |

SRO Governing Body Action
Describe action on the proposed rule change taken by the members or board of directors or other governing body of the SRO (limit 250 characters, required *).
A CFE Managing Director approved the proposed rule change on March 1, 2021 pursuant to delegated authority.

Signature
Pursuant to the requirements of the Securities Exchange Act of 1934,

has duly caused this filing to be signed on its behalf by the undersigned thereunto duly authorized officer.

| | | |
|------|------------------|-------------------------------|
| Date | 03/08/2021 | Assistant Corporate Secretary |
| By | Michael Margolis | |
| | (Name *) | (Title *) |

NOTE: Clicking the button at right will digitally sign and lock this form. A digital signature is as legally binding as a physical signature, and once signed, this form cannot be changed.

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

For complete Form 19b-7 instructions please refer to the EFFS website.

Exhibit 1- Notice of Proposed Rule Change (required when Initial)

Add Remove View

The self-regulatory organization must provide all required information, presented in a clear and comprehensible manner, to enable the public to provide meaningful comment on the proposal.

The Notice section of this Form 19b-7 must comply with the guidelines for publication in the Federal Register, as well as any requirements for electronic filing as published by the Commission (if applicable). The Office of the Federal Register (OFR) offers guidance on Federal Register publication requirements in the Federal Register Document Drafting Handbook, October 1998 Revision. For example, all references to the federal securities laws must include the corresponding cite to the United States Code in a footnote. All references to SEC and CFTC rules must include the corresponding cite to the Code of Federal Regulations in a footnote. All references to Securities Exchange Act Releases and Commodities Exchange Act Releases must include the release number, release date, Federal Register cite, Federal Register date, and corresponding file number (e.g., SR-[SRO]-xx-xx). A material failure to comply with these guidelines will result in the proposed rule change being deemed not properly filed. See also Rule 0-3 under the Act (17 CFR 240.0-3)

Exhibit 2- Notices, Written Comments, Transcripts, Other Communications

Add Remove View

Copies of notices, written comments, transcripts, other communications. If such documents cannot be filed electronically in accordance with Instruction E, they shall be filed in accordance with Instruction F.

Exhibit Sent As Paper Document

Exhibit 3 - Form, Report, or Questionnaire

Add Remove View

Copies of any form, report, or questionnaire that the self-regulatory organization proposes to use to help implement or operate the proposed rule change, or that is referred to by the proposed rule change. If such documents cannot be filed electronically in accordance with Instruction E, they shall be filed in accordance with Instruction F.

Exhibit Sent As Paper Document

Exhibit 4 - Proposed Rule Text

Add Remove View

The self-regulatory organization must attach as Exhibit 4 proposed changes to rule text. Exhibit 4 shall be considered part of the proposed rule change.

Exhibit 5 - Date of Effectiveness of Proposed Rule Change (required when Initial)

- CFTC Certification
 CFTC Request that Review of Proposed Rule Change is not Necessary
 Request for CFTC Approval of Proposed Rule Change
 CFTC Determination that Review of Proposed Rule Change is not Necessary
 Indication of CFTC Approval of Proposed Rule Change

CFTC Certification: Attach a copy of the certification submitted to the CFTC pursuant to section 5c(c) of the Commodity Exchange Act.

Add Remove View

Exhibit Sent As Paper Document

Partial Amendment

Add Remove View

If the self-regulatory organization is amending only part of the text of a lengthy proposed rule change, it may, with the Commission staff's permission, file only those portions of the text of the proposed rule change in which changes are being made if the filing (i.e. partial amendment) is clearly understandable on its face. Such partial amendment shall be clearly identified and marked to show deletions and additions.

Exhibit 1

SECURITIES AND EXCHANGE COMMISSION
(Release No. 34- ; File No. SR-CFE-2021-005)

Self-Regulatory Organizations; Cboe Futures Exchange, LLC; Notice of a Filing of a Proposed Rule Change to Update Regulatory Independence Policies.

Pursuant to Section 19(b)(7) of the Securities Exchange Act of 1934 (“Act”),¹ notice is hereby given that on March 8, 2021 Cboe Futures Exchange, LLC (“CFE” or “Exchange”) filed with the Securities and Exchange Commission (“SEC” or “Commission”) the proposed rule change described in Items I, II, and III below, which Items have been prepared by CFE. The Commission is publishing this notice to solicit comments on the proposed rule change from interested persons. CFE also has filed this proposed rule change with the Commodity Futures Trading Commission (“CFTC”). CFE filed a written certification with the CFTC under Section 5c(c) of the Commodity Exchange Act (“CEA”)² on March 8, 2021.

I. Self-Regulatory Organization’s Description of the Proposed Rule Change

CFE is proposing to update CFE Policy and Procedure XIII (Cboe Global Markets, Inc. and Subsidiaries Regulatory Independence Policy for Regulatory Group Personnel) (“P&P XIII”) and CFE Policy and Procedure XIV (Cboe Global Markets, Inc. and Subsidiaries Regulatory Independence Policy for Non-Regulatory Group Personnel) (“P&P XIV”) (collectively, “Regulatory Independence Policies”).

The scope of this filing is limited solely to the application of the proposed rule change to security futures that may be traded on CFE. Although no security futures are currently listed for trading on CFE, CFE may list security futures for trading in the future.

¹ 15 U.S.C. § 78s(b)(7).

² 7 U.S.C. § 7a-2(c).

The text of the proposed rule change is attached as Exhibit 4 to the filing but is not attached to the publication of this notice.

II. Self-Regulatory Organization’s Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change

In its filing with the Commission, CFE included statements concerning the purpose of and basis for the proposed rule change and discussed any comments it received on the proposed rule change. The text of these statements may be examined at the places specified in Item IV below. CFE has prepared summaries, set forth in Sections A, B, and C below, of the most significant aspects of such statements.

A. Self-Regulatory Organization’s Statement of the Purpose of, and Statutory Basis for, Proposed Rule Change

1. Purpose

CFE is a subsidiary of Cboe Global Markets, Inc. (“CGM”). CGM and its exchange subsidiaries previously adopted the Regulatory Independence Policies and make updates to the Regulatory Independence Policies from time to time. The Regulatory Independence Policies are incorporated into the Policies and Procedures Section of the CFE Rulebook in P&P XIII and P&P XIV.

CFE previously had a regulatory services agreement (“RSA”) in place with National Futures Association (“NFA”) under which NFA acted as a regulatory services provider to CFE. The Regulatory Independence Policies provide, in relevant part, that they apply with respect to employees of a regulatory services provider that provides regulatory services to a Cboe Company (as defined in the Regulatory Independence Policies) in the same manner that they apply with respect to regulatory employees of a Cboe Company. The Regulatory Independence Policies also make clear that notwithstanding that a Cboe Company has entered into an RSA with a regulatory

services provider, the Cboe Company retains ultimate legal responsibility for, and control of, its self-regulatory responsibilities. The current Regulatory Independence Policies reference the RSA between CFE and NFA in relation to these provisions of the Regulatory Independence Policies.

The RSA between CFE and NFA expired at the end of 2020. Accordingly, CGM and CFE are making updates to the Regulatory Independence Policies to remove references to the RSA and to NFA's previous status as a regulatory services provider to CFE. The proposed rule change proposes to revise P&P XIII and P&P XIV to reflect these updates that CGM and CFE are making to the Regulatory Independence Policies.

2. Statutory Basis

The Exchange believes that the proposed rule change is consistent with Section 6(b) of the Act,³ in general, and furthers the objectives of Sections 6(b)(1)⁴ and 6(b)(5)⁵ in particular, in that it is designed:

- to enable the Exchange to enforce compliance by its Trading Privilege Holders and persons associated with its Trading Privilege Holders with the provisions of the rules of the Exchange,
- to prevent fraudulent and manipulative acts and practices,
- to promote just and equitable principles of trade,
- to remove impediments to and perfect the mechanism of a free and open market and a national market system,
- and in general, to protect investors and the public interest.

The proposed rule change retains the current substantive provisions of the

³ 15 U.S.C. § 78f(b).

⁴ 15 U.S.C. § 78f(b)(1).

⁵ 15 U.S.C. § 78f(b)(5).

Regulatory Independence Policies within CFE's rules while updating the Regulatory Independence Policies to remove reference to a regulatory service provider that no longer performs regulatory services for CFE. By retaining the current substantive provisions of the Regulatory Independence Policies within CFE's rules, the proposed rule change contributes to minimizing conflicts of interest in the decision making process of CFE and to the preservation of the independence of the Exchange's regulatory group as it performs regulatory functions for the Exchange. The Exchange believes that the proposed rule change is equitable and not unfairly discriminatory in that the Regulatory Independence Policies apply equally in relation to all CFE Trading Privilege Holders.

B. Self-Regulatory Organization's Statement on Burden on Competition

CFE does not believe that the proposed rule change will impose any burden on competition not necessary or appropriate in furtherance of the purposes of the Act, in that the proposed rule change contributes to CFE's ability to carry out its responsibilities as a self-regulatory organization. The Exchange believes that the proposed rule change will not impose any undue burden on competition because the Regulatory Independence Policies apply equally in relation to all CFE Trading Privilege Holders.

C. Self-Regulatory Organization's Statement on Comments on the Proposed Rule Change Received from Members, Participants, or Others

No written comments were solicited or received with respect to the proposed rule change.

III. Date of Effectiveness of the Proposed Rule Change and Timing for Commission Action

The proposed rule change will become operative on March 22, 2021. At any time within 60 days of the date of effectiveness of the proposed rule change, the Commission, after consultation with the CFTC, may summarily abrogate the proposed rule change and

require that the proposed rule change be refiled in accordance with the provisions of Section 19(b)(1) of the Act.⁶

IV. Solicitation of Comments

Interested persons are invited to submit written data, views, and arguments concerning the foregoing, including whether the proposed rule change is consistent with the Act. Comments may be submitted by any of the following methods:

Electronic comments:

- Use the Commission's Internet comment form (<http://www.sec.gov/rules/sro.shtml>); or
- Send an e-mail to rule-comments@sec.gov. Please include File Number SR-CFE-2021-005 on the subject line.

Paper comments:

- Send paper comments in triplicate to Secretary, Securities and Exchange Commission, Station Place, 100 F Street, NE, Washington, DC 20549-1090.

All submissions should refer to File Number SR-CFE-2021-005. This file number should be included on the subject line if e-mail is used. To help the Commission process and review your comments more efficiently, please use only one method. The Commission will post all comments on the Commission's Internet Web site (<http://www.sec.gov/rules/sro.shtml>). Copies of the submission, all subsequent amendments, all written statements with respect to the proposed rule change that are filed with the Commission, and all written communications relating to the proposed rule change between the Commission and any person, other than those that may be withheld from the public in accordance with the provisions of 5 U.S.C. 552, will be available for

⁶ 15 U.S.C. § 78s(b)(1).

inspection and copying in the Commission's Public Reference Room, 100 F Street, NE, Washington, DC 20549, on official business days between the hours of 10:00 am and 3:00 pm. Copies of such filing also will be available for inspection and copying at the principal office of Cboe Futures Exchange, LLC. All comments received will be posted without change; the Commission does not edit personal identifying information from submissions. You should submit only information that you wish to make available publicly. All submissions should refer to File Number SR-CFE-2021-005 and should be submitted on or before [insert date 21 days from publication in the Federal Register].

For the Commission, by the Division of Trading and Markets, pursuant to delegated authority.⁷

Secretary

⁷ 17 CFR § 200.30-3(a)(73).

Exhibit 4

Set forth below are proposed changes to the rule text, with deletions represented by [bracketing].

* * * * *

**Cboe Futures Exchange, LLC
Policies and Procedures Section of Rulebook**

* * * * *

**XIII. Cboe Global Markets, Inc. and Subsidiaries Regulatory Independence Policy
for Regulatory Group Personnel**

Introduction

This policy applies to all employees of the Regulatory Group.¹

The Regulatory Group is responsible for performing the regulatory function for Cboe Exchange, Inc. (“Cboe Options”), Cboe C2 Exchange, Inc. (“C2 Options”), Cboe Futures Exchange, LLC (“CFE”), Cboe BZX Exchange, Inc. (“Cboe BZX”), Cboe BYX Exchange, Inc. (“Cboe BYX”), Cboe EDGA Exchange, Inc. (“Cboe EDGA”), Cboe EDGX Exchange, Inc. (“Cboe EDGX”), and Cboe SEF, LLC (“Cboe SEF”).² Cboe Global Markets, Inc. is the parent of these entities, which, along with any other Cboe

¹ For purposes of this policy, the Regulatory Group includes (i) all regulatory employees of any Cboe Company; (ii) any employee of any Cboe Company who is performing services for the Regulatory Group, including, for example, when providing such services, Legal Division and Compliance Department employees as well as systems and database personnel who are assigned to work on matters for the Regulatory Group, and (iii) employees of a regulatory services provider providing regulatory services for a Cboe Company pursuant to any Regulatory Services Agreement (“RSA”).

² Cboe Options, C2 Options, Cboe BZX, Cboe BYX, Cboe EDGA, and Cboe EDGX are self-regulatory organizations under the Securities and Exchange Act of 1934 (“Act”), and each is required to enforce compliance by its respective trading permit holders, permit holders and members and their associated persons with the provisions of the Act, the SEC’s rules and regulations, that exchange’s rules, and certain rules of the Federal Reserve Board and The Options Clearing Corporation. CFE is a designated contract market. Cboe SEF is a swap execution facility. Under the Commodity Exchange Act (“CEA”), CFE and Cboe SEF are required to enforce compliance by their trading privilege holders and participants and their related parties with the CEA, the regulations of the Commodity Futures Trading Commission, and, to the extent applicable, CFE’s rules, certain rules of the Federal Reserve Board, certain rules of The Options Clearing Corporation and the Act and rules and regulations promulgated pursuant to the Act. Hereinafter, the term trading permit holder encompasses a trading permit holder, trading privilege holder, permit holder, member, participant, or other person or entity with trading privileges on a market of a Cboe Company.

Global Markets, Inc. subsidiaries, are referred to collectively in this policy as the “Cboe Companies.”

Cboe Options, C2 Options, Cboe BZX, Cboe BYX, Cboe EDGA, Cboe EDGX and the Financial Industry Regulatory Authority, Inc. (“FINRA”) are parties to RSAs pursuant to which FINRA performs certain regulatory services. [CFE has entered into an RSA with the National Futures Association (“NFA”) pursuant to which the NFA performs certain regulatory services.] This policy applies with respect to employees of a regulatory services provider providing regulatory services to a Cboe Company in the same manner that it applies with respect to regulatory employees of a Cboe Company. Notwithstanding that a Cboe Company has entered into an RSA with a regulatory services provider, such as FINRA [or NFA], to provide regulatory services, the Cboe Company retains ultimate legal responsibility for, and control of, its self-regulatory responsibilities.

Purpose

The purpose of this policy is to preserve the independence of the Regulatory Group as it performs regulatory functions and to avoid even the appearance that the performance of those regulatory functions and services is or can be affected by the business interests of a Cboe Company or the business interests of any trading permit holder of a Cboe Company.

The Independence of the Regulatory Group

All regulatory decisions shall be made without regard to the actual or perceived business interests of the Cboe Companies or any of their trading permit holders.

Regulatory Group personnel shall act to preserve the independence of the Regulatory Group’s regulatory functions and may not take any action that could, or reasonably might appear to represent an attempt to, interfere with the independent performance of the Regulatory Group’s regulatory functions.

Communications Regarding Regulatory Matters

All information concerning a regulatory matter (as that term is defined below) involving the Regulatory Group or another regulator shall be treated as confidential and may not be used for any purpose unrelated to the regulatory function of the Regulatory Group. In addition, except as provided below, as required by law, or as specifically authorized by the Chief Regulatory Officer or General Counsel of the applicable Cboe Company, Regulatory Group personnel shall not communicate about any regulatory matter with any person who is not a member of the Regulatory Group.

Regulatory matters include regulatory investigations, examinations, inquiries or complaints either from or about a regulated entity or person concerning existing or anticipated regulatory actions, investigative and surveillance activities of the Regulatory Group, and the planning and development of examination programs and surveillance procedures. Regulatory matters also include any regulatory investigation, examination, inquiry or complaint that is being investigated or brought by the SEC or by any other

regulator. Regulatory matters do not include regulatory inquiries about a Cboe Company or its employees or representatives or activities related to potential legislation, rule-making or general regulatory policies that do not include specific facts about existing or anticipated regulatory investigations, examinations or actions.

As exceptions to the restriction on communications concerning regulatory matters, Regulatory Group personnel may discuss regulatory matters with:

- Personnel of a Cboe Company or committee in order to obtain information reasonably necessary to perform the Regulatory Group's regulatory activities;
- Personnel of a Cboe Company to the extent necessary to allow a Cboe Company to assess whether its operations, procedures or systems should be altered to address an issue arising out of a regulatory matter;
- Other regulators or governmental agencies;
- Regulated entities or persons, provided such communication is reasonably related to either a determination as to whether a regulatory violation has occurred, the resolution of a regulatory matter, or an effort to obtain regulatory compliance;
- Employees and directors of a Cboe Company, provided such communication is limited to conveying the final disposition of a regulatory matter;
- Members of the Regulatory Oversight and Compliance Committee or the Regulatory Oversight Committee of any Cboe Company;
- Members of the Cboe Global Markets, Inc. Audit Committee and Board in connection with their oversight of Cboe Global Markets' risk assessment and risk management, including risks related to Cboe Global Markets' compliance with laws, regulations, and its policies;³
- Members of the Business Conduct Committee of any Cboe Company;
- Directors of a Cboe Company to the extent that the communication is (i) relevant to the Board's self-regulatory responsibilities, or (ii) related to an appeal from a regulatory decision that the director is involved in deciding;
- Employees of a Cboe Company to the extent relevant either to determining whether an application to become a trading permit holder should be approved or to a mandatory reporting obligation;

³ The Chief Regulatory Officer of the applicable Cboe Company will have direct access to the Audit Committee Chairperson to discuss matters related to oversight of Cboe Global Markets' risk assessment and risk management, including risks related to Cboe Global Markets' compliance with laws, regulations, and its policies.

- Cboe Company lawyers or outside counsel retained to assist with that regulatory matter; or
- As otherwise approved by the Chief Regulatory Officer or General Counsel of the applicable Cboe Company.

In addition, Regulatory Group personnel may discuss issues concerning management, budgeting and financial planning issues of the Regulatory Group with directors and employees of the Cboe Companies, provided that those communications do not include specific facts about existing or anticipated regulatory investigations, examinations or actions.

Response to Improper Communications

If a member of the Regulatory Group receives a communication that reasonably could be considered to be a request or a suggestion that business considerations should bear on the handling of a regulatory matter, that person shall immediately report the communication to the Chief Regulatory Officer and/or General Counsel of the applicable Cboe Company. The Chief Regulatory Officer and General Counsel shall then jointly determine how to ensure that the improper communication does not improperly affect the regulatory process.

Violations of the Policy

Any violation of this policy shall be subject to appropriate disciplinary action, which may include the termination of employment.

XIV. Cboe Global Markets, Inc. and Subsidiaries Regulatory Independence Policy for Non-Regulatory Group Personnel

Summary

This policy is designed to preserve the independence of the Regulatory Group by prohibiting certain communications between directors or non-regulatory employees of a Cboe Company¹ and Regulatory Group personnel concerning regulatory matters.²

¹ Reference to “Cboe Company” in this policy means Cboe Global Markets, Inc. and its subsidiaries Cboe Exchange, Inc. (“Cboe Options”), Cboe C2 Exchange, Inc. (“C2 Options”), Cboe Futures Exchange, LLC (“CFE”), Cboe BZX Exchange, Inc. (“Cboe BZX”), Cboe BYX Exchange, Inc. (“Cboe BYX”), Cboe EDGA Exchange, Inc. (“Cboe EDGA”), Cboe EDGX Exchange, Inc. (“Cboe EDGX”), Cboe SEF, LLC (“Cboe SEF”) and all other subsidiaries or affiliates of Cboe Global Markets, Inc.

² For purposes of this policy, the Regulatory Group includes (i) all regulatory employees of any Cboe Company; (ii) any employee of any Cboe Company who is performing services for the Regulatory Group, including for example, when providing such services, Legal Division and Compliance Department employees as well as systems and database personnel who are assigned (continued ...)

Subject to the exceptions described below, this policy:

1. Prohibits directors and non-regulatory employees of a Cboe Company from discussing issues related to regulatory matters with Regulatory Group personnel;
2. Prohibits directors and non-regulatory employees of a Cboe Company from communicating with Regulatory Group personnel about regulatory issues, questions or complaints that a regulated person or entity has raised about regulatory matters;
3. Provides that, if a director or non-regulatory employee of a Cboe Company is contacted by a regulated person or entity regarding a regulatory matter, the response to such a communication must be limited to advising the person or entity to contact the Chief Regulatory Officer, Deputy Chief Regulatory Officer, or Chief Regulatory Advisor of the applicable Cboe Company or to call the Regulatory Group's Regulatory Interpretations line for the applicable Cboe Company.

Purpose

The purpose of this policy is to preserve the independence of the Regulatory Group as it performs its regulatory functions and to avoid even the appearance that the performance of those regulatory functions is or can be affected by the business interests of any Cboe Company or the business interests of any trading permit holder³ of any Cboe Company.⁴

Persons Subject to the Policy

(... continued)

to work on matters for the Regulatory Group, and (iii) employees of a regulatory services provider providing regulatory services for a Cboe Company pursuant to any Regulatory Services Agreement ("RSA").

³ The term trading permit holder encompasses a trading permit holder, trading privilege holder, permit holder, member, participant, or other person or entity with trading privileges on a market of a Cboe Company.

⁴ Cboe Options, C2 Options, Cboe BZX, Cboe BYX, Cboe EDGA, and Cboe EDGX are self-regulatory organizations under the Securities and Exchange Act of 1934 ("Act"), and each is required to enforce compliance by its respective trading permit holders, permit holders and members and their associated persons with the provisions of the Act, the SEC's rules and regulations, that exchange's rules, and certain rules of the Federal Reserve Board and The Options Clearing Corporation. CFE is a designated contract market. Cboe SEF is a swap execution facility. Under the Commodity Exchange Act ("CEA") CFE and Cboe SEF are required to enforce compliance by their respective trading privilege holders and participants and their related parties with the CEA, the regulations of the Commodity Futures Trading Commission, and, to the extent applicable, CFE's rules, certain rules of the Federal Reserve Board, certain rules of The Options Clearing Corporation and the Act and rules and regulations promulgated pursuant to the Act.

This policy applies to all directors and non-regulatory employees of a Cboe Company, including temporary, part-time, and full-time employees and consultants.

Regulatory Services Agreements

Cboe Options, C2 Options, Cboe BZX, Cboe BYX, Cboe EDGA, Cboe EDGX and the Financial Industry Regulatory Authority, Inc. (“FINRA”) are parties to RSAs pursuant to which FINRA performs certain regulatory services. [CFE has entered into an RSA with the National Futures Association (“NFA”) pursuant to which the NFA performs certain regulatory services.] This policy applies with respect to employees of a regulatory services provider providing regulatory services to a Cboe Company. Notwithstanding that a Cboe Company has entered into an RSA with a regulatory services provider, such as FINRA [or NFA], to provide regulatory services, the Cboe Company retains ultimate legal responsibility for, and control of, its self-regulatory responsibilities.

The Independence of the Regulatory Group

No director or employee of any Cboe Company shall take any action that could, or reasonably might appear to represent an attempt to, interfere with the independent performance of the Regulatory Group’s regulatory functions or activities.

Communications Regarding Regulatory Matters

Except as otherwise provided below, no director of any Cboe Company or any employee of a Cboe Company engaged in activities outside of the Regulatory Group shall engage in any communications with personnel of the Regulatory Group about any regulatory matter. Regulatory matters include regulatory investigations, examinations, inquiries or complaints either from or about a regulated entity or person concerning existing or anticipated regulatory actions and all investigative and surveillance activities of the Regulatory Group, and the planning and development of examination programs and surveillance procedures. Regulatory matters also include any regulatory investigation, examination, inquiry or complaint that is being investigated or brought by the SEC or by any other regulator. Regulatory matters do not include regulatory inquiries about a Cboe Company or its employees or representatives or activities related to potential legislation, rule-making or general regulatory policies that do not include specific facts about existing or anticipated regulatory investigations, examinations or actions.

As exceptions to this restriction, directors and non-Regulatory Group employees of a Cboe Company may discuss regulatory matters with Regulatory Group personnel to the extent such communications are:

- Initiated by the Regulatory Group personnel in order to obtain information reasonably necessary to carry out the Regulatory Group’s regulatory activities;
- For the purpose of alerting the Regulatory staff of the applicable Cboe Company to the existence of a possible regulatory violation;

- Between Regulatory Group personnel and members of the Regulatory Oversight and Compliance Committee or Regulatory Oversight Committee of a Cboe Company;
- Between Regulatory Group personnel and members of the Cboe Global Markets, Inc. Audit Committee and Board in connection with their oversight of Cboe Global Markets' risk assessment and risk management, including risks related to Cboe Global Markets' compliance with laws, regulations, and its policies;⁵
- Between Regulatory Group personnel and directors of a Cboe Company to the extent the communication is relevant to the Board's self-regulatory responsibilities;
- For the limited purpose of determining whether an application to become a trading permit holder should be approved or in connection with mandatory reporting obligations;
- For the limited purpose of conveying the final disposition of a regulatory matter;
- Between Regulatory Group personnel and a director of a Cboe Company concerning an appeal from a regulatory decision that the director is involved in deciding;
- Between Regulatory Group personnel and a director of a Cboe Company concerning a regulatory matter involving that director or a firm that employs that director; or
- Authorized by the Chief Regulatory Officer or General Counsel of the applicable Cboe Company.

Directors and employees of a Cboe Company may discuss issues concerning the management, budget and financial planning issues of the Regulatory Group with Regulatory Group personnel, provided that those communications do not include specific facts about existing or anticipated regulatory investigations, examinations or actions.

Responding To Communications Regarding Regulatory Matters

Except as otherwise provided in this policy, no director or employee of any Cboe Company shall inform any Regulatory Group personnel about any issues, questions, concerns or complaints about a regulatory matter or issue raised by a trading permit holder of any Cboe Company or by any other person or entity.

⁵ The Chief Regulatory Officer of the applicable Cboe Company will have direct access to the Audit Committee Chairperson to discuss matters related to oversight of Cboe Global Markets' risk assessment and risk management, including risks related to Cboe Global Markets' compliance with laws, regulations, and its policies.

Except as otherwise provided in this policy, if a regulated person or entity attempts to raise an issue, question, concern or complaint about a regulatory matter or issue related to that regulated person or entity with a director or with an employee of a Cboe Company who is not a member of the Regulatory Group, the response to such a communication shall be limited to advising the person or entity to raise the issue directly with the Chief Regulatory Officer, Deputy Chief Regulatory Officer, or Chief Regulatory Advisor of the applicable Cboe Company or to call the Regulatory Group's Regulatory Interpretations line for the applicable Cboe Company. Under no circumstances should any director or any employee who is not a member of the Regulatory Group provide any guidance or advice regarding a regulatory matter. Regulatory Group personnel shall follow the policies of the Regulatory Group regarding when it is appropriate to provide guidance or advice regarding regulatory matters.

Violations of the Policy

Any violation of this policy shall be subject to appropriate disciplinary action, which may include the termination of employment.

* * * * *



March 8, 2021

Christopher J. Kirkpatrick
Secretary
Commodity Futures Trading Commission
Three Lafayette Centre
1155 21st Street, N.W.
Washington, D.C. 20581

Re: Cboe Futures Exchange, LLC Rule Certification
Submission Number CFE-2021-008

Dear Mr. Kirkpatrick:

Pursuant to Section 5c(c)(1) of the Commodity Exchange Act, as amended (“Act”), and § 40.6(a) of the regulations promulgated by the Commodity Futures Trading Commission (“CFTC” or “Commission”) under the Act, Cboe Futures Exchange, LLC (“CFE” or “Exchange”) hereby submits a CFE rule amendment (“Amendment”) to update CFE Policy and Procedure XIII (Cboe Global Markets, Inc. and Subsidiaries Regulatory Independence Policy for Regulatory Group Personnel) (“P&P XIII”) and CFE Policy and Procedure XIV (Cboe Global Markets, Inc. and Subsidiaries Regulatory Independence Policy for Non-Regulatory Group Personnel) (“P&P XIV”) (collectively, “Regulatory Independence Policies”). Exhibit 1 to this submission sets forth the rule changes included in the Amendment. The Amendment will become effective on March 22, 2021.

CFE is a subsidiary of Cboe Global Markets, Inc. (“CGM”). CGM and its exchange subsidiaries previously adopted the Regulatory Independence Policies and make updates to the Regulatory Independence Policies from time to time. The Regulatory Independence Policies are incorporated into the Policies and Procedures Section of the CFE Rulebook in P&P XIII and P&P XIV.

CFE previously had a regulatory services agreement (“RSA”) in place with National Futures Association (“NFA”) under which NFA acted as a regulatory services provider to CFE. The Regulatory Independence Policies provide, in relevant part, that they apply with respect to employees of a regulatory services provider that provides regulatory services to a Cboe company in the same manner that they apply with respect to regulatory employees of a Cboe company. The Regulatory Independence Policies also make clear that notwithstanding that a Cboe company has entered into an RSA with a regulatory services provider, the Cboe company retains ultimate legal responsibility for, and control of, its self-regulatory responsibilities. The current Regulatory Independence Policies reference the RSA between CFE and NFA in relation to these provisions of the Regulatory Independence Policies.

The RSA between CFE and NFA expired at the end of 2020. Accordingly, CGM and CFE are making updates to the Regulatory Independence Policies to remove references to the RSA and to NFA’s previous status as a regulatory services provider to CFE. The Amendment revises P&P XIII and P&P XIV to reflect these updates that CGM and CFE are making to the Regulatory

Independence Policies.

CFE believes that the Amendment is consistent with the Designated Contract Market (“DCM”) Core Principles under Section 5 of the Act. In particular, CFE believes that the Amendment is consistent with DCM Core Principles 7 (Availability of General Information) and 16 (Conflicts of Interest) in that the Amendment updates the Regulatory Independence Policies to reflect that NFA no longer provides regulatory services to CFE and in that the Regulatory Independence Policies contribute to minimizing conflicts of interest in the decision making process of CFE.

CFE believes that the impact of the Amendment will be beneficial to the public and market participants. CFE is not aware of any substantive opposing views to the Amendment. CFE hereby certifies that the Amendment complies with the Act and the regulations thereunder. CFE further certifies that CFE has posted a notice of pending certification with the Commission and a copy of this submission on CFE’s Web site (http://markets.cboe.com/us/futures/regulation/rule_filings/cfe) concurrent with the filing of this submission with the Commission.

Questions regarding this submission may be directed to Arthur Reinstein at (312) 786-7570 or Michael Margolis at (312) 786-7153. Please reference our submission number CFE-2021-008 in any related correspondence.

Cboe Futures Exchange, LLC

[/s/ Michael Mollet](#)

By: Michael Mollet
Managing Director

EXHIBIT 1

The Amendment, marked to show additions in underlined text and deletions in ~~stricken~~ text, consists of the following:

* * * * *

**Cboe Futures Exchange, LLC
Policies and Procedures Section of Rulebook**

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**XIII. Cboe Global Markets, Inc. and Subsidiaries Regulatory Independence Policy for
Regulatory Group Personnel**

Introduction

This policy applies to all employees of the Regulatory Group.¹

The Regulatory Group is responsible for performing the regulatory function for Cboe Exchange, Inc. (“Cboe Options”), Cboe C2 Exchange, Inc. (“C2 Options”), Cboe Futures Exchange, LLC (“CFE”), Cboe BZX Exchange, Inc. (“Cboe BZX”), Cboe BYX Exchange, Inc. (“Cboe BYX”), Cboe EDGA Exchange, Inc. (“Cboe EDGA”), Cboe EDGX Exchange, Inc. (“Cboe EDGX”), and Cboe SEF, LLC (“Cboe SEF”).² Cboe Global Markets, Inc. is the parent of these entities, which, along with any other Cboe Global Markets, Inc. subsidiaries, are referred to collectively in this policy as the “Cboe Companies.”

Cboe Options, C2 Options, Cboe BZX, Cboe BYX, Cboe EDGA, Cboe EDGX and the Financial Industry Regulatory Authority, Inc. (“FINRA”) are parties to RSAs pursuant to which FINRA

¹ For purposes of this policy, the Regulatory Group includes (i) all regulatory employees of any Cboe Company; (ii) any employee of any Cboe Company who is performing services for the Regulatory Group, including, for example, when providing such services, Legal Division and Compliance Department employees as well as systems and database personnel who are assigned to work on matters for the Regulatory Group, and (iii) employees of a regulatory services provider providing regulatory services for a Cboe Company pursuant to any Regulatory Services Agreement (“RSA”).

² Cboe Options, C2 Options, Cboe BZX, Cboe BYX, Cboe EDGA, and Cboe EDGX are self-regulatory organizations under the Securities and Exchange Act of 1934 (“Act”), and each is required to enforce compliance by its respective trading permit holders, permit holders and members and their associated persons with the provisions of the Act, the SEC’s rules and regulations, that exchange’s rules, and certain rules of the Federal Reserve Board and The Options Clearing Corporation. CFE is a designated contract market. Cboe SEF is a swap execution facility. Under the Commodity Exchange Act (“CEA”), CFE and Cboe SEF are required to enforce compliance by their trading privilege holders and participants and their related parties with the CEA, the regulations of the Commodity Futures Trading Commission, and, to the extent applicable, CFE’s rules, certain rules of the Federal Reserve Board, certain rules of The Options Clearing Corporation and the Act and rules and regulations promulgated pursuant to the Act. Hereinafter, the term trading permit holder encompasses a trading permit holder, trading privilege holder, permit holder, member, participant, or other person or entity with trading privileges on a market of a Cboe Company.

performs certain regulatory services. ~~CFE has entered into an RSA with the National Futures Association (“NFA”) pursuant to which the NFA performs certain regulatory services.~~ This policy applies with respect to employees of a regulatory services provider providing regulatory services to a Cboe Company in the same manner that it applies with respect to regulatory employees of a Cboe Company. Notwithstanding that a Cboe Company has entered into an RSA with a regulatory services provider, such as FINRA ~~or NFA~~, to provide regulatory services, the Cboe Company retains ultimate legal responsibility for, and control of, its self-regulatory responsibilities.

Purpose

The purpose of this policy is to preserve the independence of the Regulatory Group as it performs regulatory functions and to avoid even the appearance that the performance of those regulatory functions and services is or can be affected by the business interests of a Cboe Company or the business interests of any trading permit holder of a Cboe Company.

The Independence of the Regulatory Group

All regulatory decisions shall be made without regard to the actual or perceived business interests of the Cboe Companies or any of their trading permit holders.

Regulatory Group personnel shall act to preserve the independence of the Regulatory Group’s regulatory functions and may not take any action that could, or reasonably might appear to represent an attempt to, interfere with the independent performance of the Regulatory Group’s regulatory functions.

Communications Regarding Regulatory Matters

All information concerning a regulatory matter (as that term is defined below) involving the Regulatory Group or another regulator shall be treated as confidential and may not be used for any purpose unrelated to the regulatory function of the Regulatory Group. In addition, except as provided below, as required by law, or as specifically authorized by the Chief Regulatory Officer or General Counsel of the applicable Cboe Company, Regulatory Group personnel shall not communicate about any regulatory matter with any person who is not a member of the Regulatory Group.

Regulatory matters include regulatory investigations, examinations, inquiries or complaints either from or about a regulated entity or person concerning existing or anticipated regulatory actions, investigative and surveillance activities of the Regulatory Group, and the planning and development of examination programs and surveillance procedures. Regulatory matters also include any regulatory investigation, examination, inquiry or complaint that is being investigated or brought by the SEC or by any other regulator. Regulatory matters do not include regulatory inquiries about a Cboe Company or its employees or representatives or activities related to potential legislation, rule-making or general regulatory policies that do not include specific facts about existing or anticipated regulatory investigations, examinations or actions.

As exceptions to the restriction on communications concerning regulatory matters, Regulatory Group personnel may discuss regulatory matters with:

- Personnel of a Cboe Company or committee in order to obtain information reasonably necessary to perform the Regulatory Group’s regulatory activities;
- Personnel of a Cboe Company to the extent necessary to allow a Cboe Company to assess

whether its operations, procedures or systems should be altered to address an issue arising out of a regulatory matter;

- Other regulators or governmental agencies;
- Regulated entities or persons, provided such communication is reasonably related to either a determination as to whether a regulatory violation has occurred, the resolution of a regulatory matter, or an effort to obtain regulatory compliance;
- Employees and directors of a Cboe Company, provided such communication is limited to conveying the final disposition of a regulatory matter;
- Members of the Regulatory Oversight and Compliance Committee or the Regulatory Oversight Committee of any Cboe Company;
- Members of the Cboe Global Markets, Inc. Audit Committee and Board in connection with their oversight of Cboe Global Markets' risk assessment and risk management, including risks related to Cboe Global Markets' compliance with laws, regulations, and its policies;³
- Members of the Business Conduct Committee of any Cboe Company;
- Directors of a Cboe Company to the extent that the communication is (i) relevant to the Board's self-regulatory responsibilities, or (ii) related to an appeal from a regulatory decision that the director is involved in deciding;
- Employees of a Cboe Company to the extent relevant either to determining whether an application to become a trading permit holder should be approved or to a mandatory reporting obligation;
- Cboe Company lawyers or outside counsel retained to assist with that regulatory matter; or
- As otherwise approved by the Chief Regulatory Officer or General Counsel of the applicable Cboe Company.

In addition, Regulatory Group personnel may discuss issues concerning management, budgeting and financial planning issues of the Regulatory Group with directors and employees of the Cboe Companies, provided that those communications do not include specific facts about existing or anticipated regulatory investigations, examinations or actions.

Response to Improper Communications

If a member of the Regulatory Group receives a communication that reasonably could be considered to be a request or a suggestion that business considerations should bear on the handling of a

³ The Chief Regulatory Officer of the applicable Cboe Company will have direct access to the Audit Committee Chairperson to discuss matters related to oversight of Cboe Global Markets' risk assessment and risk management, including risks related to Cboe Global Markets' compliance with laws, regulations, and its policies.

regulatory matter, that person shall immediately report the communication to the Chief Regulatory Officer and/or General Counsel of the applicable Cboe Company. The Chief Regulatory Officer and General Counsel shall then jointly determine how to ensure that the improper communication does not improperly affect the regulatory process.

Violations of the Policy

Any violation of this policy shall be subject to appropriate disciplinary action, which may include the termination of employment.

XIV. Cboe Global Markets, Inc. and Subsidiaries Regulatory Independence Policy for Non-Regulatory Group Personnel

Summary

This policy is designed to preserve the independence of the Regulatory Group by prohibiting certain communications between directors or non-regulatory employees of a Cboe Company¹ and Regulatory Group personnel concerning regulatory matters.²

Subject to the exceptions described below, this policy:

1. Prohibits directors and non-regulatory employees of a Cboe Company from discussing issues related to regulatory matters with Regulatory Group personnel;
2. Prohibits directors and non-regulatory employees of a Cboe Company from communicating with Regulatory Group personnel about regulatory issues, questions or complaints that a regulated person or entity has raised about regulatory matters;
3. Provides that, if a director or non-regulatory employee of a Cboe Company is contacted by a regulated person or entity regarding a regulatory matter, the response to such a communication must be limited to advising the person or entity to contact the Chief Regulatory Officer, Deputy Chief Regulatory Officer, or Chief Regulatory Advisor of the applicable Cboe Company or to call the Regulatory Group's Regulatory Interpretations line for the applicable Cboe Company.

¹ Reference to "Cboe Company" in this policy means Cboe Global Markets, Inc. and its subsidiaries Cboe Exchange, Inc. ("Cboe Options"), Cboe C2 Exchange, Inc. ("C2 Options"), Cboe Futures Exchange, LLC ("CFE"), Cboe BZX Exchange, Inc. ("Cboe BZX"), Cboe BYX Exchange, Inc. ("Cboe BYX"), Cboe EDGA Exchange, Inc. ("Cboe EDGA"), Cboe EDGX Exchange, Inc. ("Cboe EDGX"), Cboe SEF, LLC ("Cboe SEF") and all other subsidiaries or affiliates of Cboe Global Markets, Inc.

² For purposes of this policy, the Regulatory Group includes (i) all regulatory employees of any Cboe Company; (ii) any employee of any Cboe Company who is performing services for the Regulatory Group, including for example, when providing such services, Legal Division and Compliance Department employees as well as systems and database personnel who are assigned to work on matters for the Regulatory Group, and (iii) employees of a regulatory services provider providing regulatory services for a Cboe Company pursuant to any Regulatory Services Agreement ("RSA").

Purpose

The purpose of this policy is to preserve the independence of the Regulatory Group as it performs its regulatory functions and to avoid even the appearance that the performance of those regulatory functions is or can be affected by the business interests of any Cboe Company or the business interests of any trading permit holder³ of any Cboe Company.⁴

Persons Subject to the Policy

This policy applies to all directors and non-regulatory employees of a Cboe Company, including temporary, part-time, and full-time employees and consultants.

Regulatory Services Agreements

Cboe Options, C2 Options, Cboe BZX, Cboe BYX, Cboe EDGA, Cboe EDGX and the Financial Industry Regulatory Authority, Inc. (“FINRA”) are parties to RSAs pursuant to which FINRA performs certain regulatory services. ~~CFE has entered into an RSA with the National Futures Association (“NFA”) pursuant to which the NFA performs certain regulatory services.~~ This policy applies with respect to employees of a regulatory services provider providing regulatory services to a Cboe Company. Notwithstanding that a Cboe Company has entered into an RSA with a regulatory services provider, such as FINRA ~~or NFA~~, to provide regulatory services, the Cboe Company retains ultimate legal responsibility for, and control of, its self-regulatory responsibilities.

The Independence of the Regulatory Group

No director or employee of any Cboe Company shall take any action that could, or reasonably might appear to represent an attempt to, interfere with the independent performance of the Regulatory Group’s regulatory functions or activities.

Communications Regarding Regulatory Matters

Except as otherwise provided below, no director of any Cboe Company or any employee of a Cboe

³ The term trading permit holder encompasses a trading permit holder, trading privilege holder, permit holder, member, participant, or other person or entity with trading privileges on a market of a Cboe Company.

⁴ Cboe Options, C2 Options, Cboe BZX, Cboe BYX, Cboe EDGA, and Cboe EDGX are self-regulatory organizations under the Securities and Exchange Act of 1934 (“Act”), and each is required to enforce compliance by its respective trading permit holders, permit holders and members and their associated persons with the provisions of the Act, the SEC’s rules and regulations, that exchange’s rules, and certain rules of the Federal Reserve Board and The Options Clearing Corporation. CFE is a designated contract market. Cboe SEF is a swap execution facility. Under the Commodity Exchange Act (“CEA”) CFE and Cboe SEF are required to enforce compliance by their respective trading privilege holders and participants and their related parties with the CEA, the regulations of the Commodity Futures Trading Commission, and, to the extent applicable, CFE’s rules, certain rules of the Federal Reserve Board, certain rules of The Options Clearing Corporation and the Act and rules and regulations promulgated pursuant to the Act.

Company engaged in activities outside of the Regulatory Group shall engage in any communications with personnel of the Regulatory Group about any regulatory matter. Regulatory matters include regulatory investigations, examinations, inquiries or complaints either from or about a regulated entity or person concerning existing or anticipated regulatory actions and all investigative and surveillance activities of the Regulatory Group, and the planning and development of examination programs and surveillance procedures. Regulatory matters also include any regulatory investigation, examination, inquiry or complaint that is being investigated or brought by the SEC or by any other regulator. Regulatory matters do not include regulatory inquiries about a Cboe Company or its employees or representatives or activities related to potential legislation, rule-making or general regulatory policies that do not include specific facts about existing or anticipated regulatory investigations, examinations or actions.

As exceptions to this restriction, directors and non-Regulatory Group employees of a Cboe Company may discuss regulatory matters with Regulatory Group personnel to the extent such communications are:

- Initiated by the Regulatory Group personnel in order to obtain information reasonably necessary to carry out the Regulatory Group's regulatory activities;
- For the purpose of alerting the Regulatory staff of the applicable Cboe Company to the existence of a possible regulatory violation;
- Between Regulatory Group personnel and members of the Regulatory Oversight and Compliance Committee or Regulatory Oversight Committee of a Cboe Company;
- Between Regulatory Group personnel and members of the Cboe Global Markets, Inc. Audit Committee and Board in connection with their oversight of Cboe Global Markets' risk assessment and risk management, including risks related to Cboe Global Markets' compliance with laws, regulations, and its policies;⁵
- Between Regulatory Group personnel and directors of a Cboe Company to the extent the communication is relevant to the Board's self-regulatory responsibilities;
- For the limited purpose of determining whether an application to become a trading permit holder should be approved or in connection with mandatory reporting obligations;
- For the limited purpose of conveying the final disposition of a regulatory matter;
- Between Regulatory Group personnel and a director of a Cboe Company concerning an appeal from a regulatory decision that the director is involved in deciding;
- Between Regulatory Group personnel and a director of a Cboe Company concerning a regulatory matter involving that director or a firm that employs that director; or

⁵ The Chief Regulatory Officer of the applicable Cboe Company will have direct access to the Audit Committee Chairperson to discuss matters related to oversight of Cboe Global Markets' risk assessment and risk management, including risks related to Cboe Global Markets' compliance with laws, regulations, and its policies.

- Authorized by the Chief Regulatory Officer or General Counsel of the applicable Cboe Company.

Directors and employees of a Cboe Company may discuss issues concerning the management, budget and financial planning issues of the Regulatory Group with Regulatory Group personnel, provided that those communications do not include specific facts about existing or anticipated regulatory investigations, examinations or actions.

Responding To Communications Regarding Regulatory Matters

Except as otherwise provided in this policy, no director or employee of any Cboe Company shall inform any Regulatory Group personnel about any issues, questions, concerns or complaints about a regulatory matter or issue raised by a trading permit holder of any Cboe Company or by any other person or entity.

Except as otherwise provided in this policy, if a regulated person or entity attempts to raise an issue, question, concern or complaint about a regulatory matter or issue related to that regulated person or entity with a director or with an employee of a Cboe Company who is not a member of the Regulatory Group, the response to such a communication shall be limited to advising the person or entity to raise the issue directly with the Chief Regulatory Officer, Deputy Chief Regulatory Officer, or Chief Regulatory Advisor of the applicable Cboe Company or to call the Regulatory Group's Regulatory Interpretations line for the applicable Cboe Company. Under no circumstances should any director or any employee who is not a member of the Regulatory Group provide any guidance or advice regarding a regulatory matter. Regulatory Group personnel shall follow the policies of the Regulatory Group regarding when it is appropriate to provide guidance or advice regarding regulatory matters.

Violations of the Policy

Any violation of this policy shall be subject to appropriate disciplinary action, which may include the termination of employment.

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