

directly or indirectly controlling, controlled by, or under common control with the other person. The Depositor will sponsor each Series. Because the Depositor of a Series may be deemed to control the Series, all of the Series may be deemed to be affiliated persons of each other.

2. Rule 17a-7 under the Act was designed to permit registered investment companies which might be deemed affiliated persons by reason of common investment advisers, directors and/or officers, to purchase securities from or sell securities to one another at an independently determined price, provided that certain conditions are met. With respect to a sale of Qualified Securities by a Selling Series to a Purchasing Series, Applicants represent that they will comply with all the provisions of rule 17a-7, other than paragraphs (e) and (f). With respect to a sale of Treasuries by a Rollover Series to a New Series, Applicants represent that they will comply with all the provisions of rule 17a-7, other than paragraphs (b), (e) and (f).

3. Paragraph (e) of rule 17a-7 requires an investment company's board of directors ("Board") to adopt and monitor procedures to assure compliance with the rule. Paragraph (f) of the rule requires that the Board satisfy certain corporate governance requirements. Because the Trusts do not have Boards, the Series would be unable to comply with these requirements. Paragraph (b) of rule 17a-7 requires that the transactions be effected at the independent current market price of a security. The Treasuries would fall within the paragraph (b)(4) category of "all other securities," for which the current market price under rule 17a-7(b) is the average of the highest current independent bid and lowest current independent offer determined on the basis of reasonable inquiry.

4. Section 17(b) of the Act provides that the Commission will exempt a proposed transaction from section 17(a) if evidence establishes that: (i) The terms of the transaction are reasonable and fair and do not involve overreaching; (ii) the transaction is consistent with the policies of each registered investment company involved; and (iii) the transaction is consistent with the general purposes of the Act. Applicants believe that the proposed transactions satisfy the requirements of sections 6(c) and 17(b).

5. Applicants state that the condition that the Qualified Securities must be actively traded on a Qualified Exchange protects against overreaching. Applicants further state that a sale of Qualified Securities by a Selling Series

to a Purchasing Series will satisfy each of the requirements of rule 17a-7 other than paragraphs (e) and (f). Applicants note that the requirements in rule 17a-7(e) that the board of directors adopt and monitor certain procedures was adopted, among other things, because transactions permitted by rule 17a-7 may involve entities that are not registered investment companies. The requested relief would extend only to transactions between registered UITs. Applicants represent that purchases and sales between the Selling and Purchasing Series will be consistent with the policies of each Series. Applicants further state that permitting the proposed transactions would result in savings on brokerage fees for the Series.

6. With respect to Treasuries, applicants state that sales by a Rollover Series to a New Series will comply with all of the provisions of rule 17a-7 other than paragraph (b), (e) and (f). Applicants state that the Treasuries would be sold by a Rollover Series to a New Series at the Treasuries' offer-side evaluation as determined by the Independent Evaluator. Other Treasuries acquired by the Purchasing Series will be acquired at the offer-side evaluation and the Purchasing Series would be valued during its initial offering period based on the Treasuries' offer-side evaluation. Applicants state that all unitholders of the New Series, both unitholders from a Rollover Series and new unitholders, will acquire Units with a value based on the offer-side evaluation of the Treasuries. Applicants state that the sales of Treasuries between Series will reduce transaction costs to unitholders of the Rollover Series. In addition, Applicants state that transactions will be consistent with the policy of each Series.

#### *Applicants' Conditions*

Applicants agree that any order granting the requested relief will be subject to the following conditions:

1. Each sale of Qualified Securities between the Series will be effected at the closing price of the Qualified Securities sold on the applicable Qualified Exchange on the sale date. Each sale of Treasuries between the Series will be effected at the Treasuries' offer-side evaluation as determined by an Independent Evaluator as of the evaluation time on the sale date. Sales of Qualified Securities and Treasuries will be effected without any brokerage charges or other remuneration except customary transfer fees, if any.

2. The nature and conditions of such transactions will be fully disclosed to investors of each participating Series.

3. The Trustee of each Series will (a) review the procedures relating to the sale of Qualified Securities and Treasuries from one Series to another and (b) make any changes to those procedures as the Trustee considers necessary as reasonably designed to comply with paragraphs (a), (b) (except for transactions in Treasuries), (c) and (d) of rule 17a-7.

4. A written copy of these procedures and a written record of each transaction pursuant to this order will be maintained as provided in rule 17a-7(g).

For the Commission, by the Division of Investment Management, under delegated authority.

**Florence E. Harmon,**

*Deputy Secretary.*

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## **SMALL BUSINESS ADMINISTRATION**

### **Small Business Size Standards: Waiver of the Nonmanufacturer Rule**

**AGENCY:** U.S. Small Business Administration.

**ACTION:** Notice of intent to terminate the Nonmanufacturer Rule Class Waiver for Product Service Code (PSC) 3930, Warehouse Trucks and Tractors, Self-Propelled.

**SUMMARY:** The U.S. Small Business Administration (SBA) intends to terminate a waiver of the Nonmanufacturer Rule for PSC 3930, Warehouse Trucks and Tractors, Self-Propelled based on SBA's recent discovery of small business manufacturers. Terminating this waiver will require recipients of contracts set aside for small businesses, service-disabled veteran-owned small businesses, or participants in SBA's 8(a) Business Development (BD) Program to provide the products of small business manufacturers or processors on such contracts.

**DATES:** Comments and source information must be submitted by February 27, 2009.

**ADDRESSES:** You may submit comments and source information to Edith G. Butler, Program Analyst, Small Business Administration, Office of Government Contracting, 409 3rd Street, SW., Suite 8800, Washington, DC 20416.

**FOR FURTHER INFORMATION CONTACT:** Ms. Edith G. Butler, by telephone at (202) 619-0422; by FAX at (202) 481-1788; or by e-mail at [edith.butler@sba.gov](mailto:edith.butler@sba.gov).

**SUPPLEMENTARY INFORMATION:** Section 8(a)(17) of the Small Business Act (Act), 15 U.S.C. 637(a)(17), and SBA's

implementing regulations require that recipients of Federal contracts set aside for small businesses, service-disabled veteran-owned small businesses, or participants in the SBA's 8(a) Business Development Program, provide the product of a small business manufacturer or processor, if the recipient is other than the actual manufacturer or processor of the product. This requirement is commonly referred to as the Nonmanufacturer Rule. 13 CFR 121.406(b), 125.15(c). Section 8(a)(17)(b)(iv) of the Act authorizes SBA to waive the Nonmanufacturer Rule for any "class of products" for which there are no small business manufacturers or processors available to participate in the Federal market.

In order to be considered available to participate in the Federal market for a class of products, a small business manufacturer must have submitted a proposal for a contract solicitation or received a contract from the Federal government within the last 24 months (13 CFR 121.1202(c)).

The SBA defines "class of products" based on a six digit coding system. The coding system is the Office of Management and Budget North American Industry Classification System (NAICS). In addition, SBA uses Product Service Codes (PSC) to identify particular products within the NAICS code to which a waiver would apply.

SBA announced its decision to grant the waiver for PSC 3930, in the **Federal Register** on September 13, 1990. **Federal Register** 38313 (1990). SBA recently became aware of the existence of small business manufacturers for items within this class of product.

For this reason, SBA intends to terminate the class waiver previously granted for Warehouse Trucks and Tractors, Self-Propelled, PSC 3930, under NAICS code 333319.

The public is invited to comment to SBA on the proposed termination of the waiver of the Nonmanufacturer Rule for this class of product specified. All comments by the public will be duly considered by SBA in determining whether to finalize its intent to terminate this waiver.

Dated: February 6, 2009.

**Karen C. Hontz,**

*Director for Government Contracting.*

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## DEPARTMENT OF STATE

### [Public Notice 6525]

#### **Bureau of Educational and Cultural Affairs (ECA) Request for Grant Proposals: Sports, Cultural, and Youth Visitor Program**

*Announcement Type:* New Cooperative Agreement.

*Funding Opportunity Number:* ECA/PE/C/WHA-EAP-09-18.

*Catalog of Federal Domestic Assistance Number:* 00.000.

*Key Dates:*

*Application Deadline:* April 2, 2009.

*Executive Summary:* The U.S.

Department of State's Bureau of Educational and Cultural Affairs (ECA) seeks an organization to assist the Office of Citizen Exchanges in the implementation of several short-term, high-visibility cultural, sports, and youth exchanges taking place during calendar year 2009 and 2010.

Approximately 170 visitors (96 for sports, 32-48 for culture, and 30 for youth) from countries around the world will participate in approximately 13 separate exchange initiatives/projects (eight for sports, three for culture with multiple visitors for each initiative, and two for youth) in the United States designed to promote interaction between the foreign participants and their American peers.

#### **I. Funding Opportunity Description**

Overall grant making authority for this program is contained in the Mutual Educational and Cultural Exchange Act of 1961, Public Law 87-256, as amended, also known as the Fulbright-Hays Act. The purpose of the Act is "to enable the Government of the United States to increase mutual understanding between the people of the United States and the people of other countries \* \* \*; to strengthen the ties which unite us with other nations by demonstrating the educational and cultural interests, developments, and achievements of the people of the United States and other nations \* \* \* and thus to assist in the development of friendly, sympathetic and peaceful relations between the United States and the other countries of the world." The funding authority for the program above is provided through legislation.

*Purpose:* The three overarching goals for the exchange participants and their American counterparts are to: (1) Develop a broad worldview that incorporates diverse perspectives; (2) apply their skills toward productive and positive outlets in their local communities, and (3) build upon their professional skills and knowledge while

developing a deeper understanding of U.S. society and culture. Through these projects, the Visitor Program provides opportunities for foreign visitors to participate in intensive thematic exchanges in the United States. The award recipient must provide overall programmatic, logistical, and administrative support for each of the 170 visitors for U.S.-based exchanges of 10-50 days.

The project will entail working with ECA in planning and scheduling all events, including:

- Oversight of arrivals and departures;
- Preparing briefing materials;
- Locating and reserving athletic or cultural facilities; scheduling meeting rooms;
- Recruiting and screening of host families for select cultural exchanges and all youth exchanges;
- Aiding in the recruitment of appropriate speakers and/or other sports or cultural figures;
- Designing and planning substantive and well-organized activities;
- Coordinating escorts and interpreters;
- Providing adult supervision for minors, including overnight stays when students are not with host families;
- Arranging all air travel (domestic and, in some cases, international) and local transportation.

The program will enable participants to:

- Foster understanding and build relationships with others from different ethnic, religious, and national groups;
- Promote mutual understanding between the people of the partner countries and the United States;
- Learn more about U.S. society and culture, thereby countering negative stereotypes;
- Become part of a network of leaders who will share their knowledge and skills with their peers and the broader community.

Applicant organizations should identify their own specific objectives and measurable outcomes based on these program goals and the specifications provided in this solicitation.

Most projects will start and end in Washington, DC. Other activities will take place at other sites in the United States. The exchange format will be intensive and interactive, weaving together both formal and informal sessions to achieve the stated goals and objectives. Applicants must present a program plan that allows the participants to thoroughly explore the themes in a creative, memorable, and practical way. Activities should be