

## *Dodd-Frank Act* Makes Significant Changes in Governance Rules for Public Companies

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On July 21, 2010, the President signed into law the *Dodd-Frank Wall Street Reform and Consumer Protection Act* (the "Act"). While the new law is a sweeping overhaul of the United States' financial regulatory system, this memorandum provides a particular focus on the corporate governance implications for public companies. Much of what is included in the Act's provisions on this subject has been the subject of extensive debate and discussion the past several years. As a result, the sections of the Act summarized below represent a summing up of how these issues have been addressed in the overall context of the remedial nature of the Act's approach to the financial crisis of the past few years. While further rulemaking by the Securities and Exchange Commission ("SEC") and national securities exchanges will be required to implement the Act's corporate governance provisions, the scope and substance of those rules are mandated by the Act.

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