

## 1. Why is the MSRB proposing to enhance the EMMA website?

The MSRB's Electronic Municipal Market Access (EMMA®) website makes municipal market disclosures available to investors and the public at no cost. The MSRB is [proposing to enhance the EMMA website](#) to more prominently display the timing of annual financial disclosures. The timeliness of disclosures is often cited as an important factor in their usefulness to investors and other market participants. The MSRB believes that increasing the prominence of information displayed on the EMMA website will improve the understanding of investors and market participants, particularly retail investors who rely on the free public EMMA website to make informed decisions about buying and selling municipal bonds.

## 2. What is the proposed transparency enhancement?

The MSRB is proposing to display annual financial information submitted for the most recent fiscal period by issuers, obligated persons or their agents for an individual security. Specifically, the proposed feature would provide a new informational box on the Security Details pages of EMMA including:

- A link to the disclosure of annual financial information and/or an audited financial statement for the most recent fiscal period;
- The end date of the financial period detailed in that disclosure, such as the fiscal year end date;
- The date the disclosure was posted to the EMMA website; and
- A static calculation of the number days between the posting of the first disclosure for that fiscal period and the end date of the financial period detailed in that disclosure.

## 3. How will the timing of disclosure be calculated?

The static calculation, or "Submission Calculator," would show the number days between the posting of an annual financial disclosure and the end date of the financial period

detailed in that annual financial disclosure, as identified by the submitter. Importantly, the Submission Calculator would not require submitters to enter any new information. Its calculation would be generated from data already available from existing information fields completed by submitters.

The calculation would not display until an annual financial disclosure is submitted to EMMA, and the number would not change until a new annual financial disclosure is made for a subsequent fiscal period. The MSRB considered various approaches to improving transparency regarding the timing of financial disclosures. This included the display of day counters and other dynamic display functions that would incrementally increase as time elapsed. Ultimately, the Board determined that the Submission Calculator's static display would be superior to these alternatives because it is more intuitive than other approaches and it could be generated from information already entered by submitters without the burden of additional data entry.

## 4. Can you give an example of this calculation and how it will be displayed?

An issuer posts its audited financial statements to the EMMA system on December 23rd of this year. The issuer categorizes the disclosure as an "audited financial statements or CAFR" and identifies the fiscal year end detailed by the audit as June 30th of this same year. The timing of the annual financial disclosure would be shown as 176 days, as shown in the sample display below, until such time as the issuer submitted another annual financial disclosure for a more recent annual fiscal period.

### Timing of Annual Financial Disclosure

Fiscal Period End Date: 06/30/2020

Posted Date: 12/23/2020

Timing of Disclosure: 176 Days

Hyperlink(s) to Disclosure Document PDF(s)

Hyperlink(s) to Other Website(s) if Provided

## 5. What would the Submission Calculator *not* do?

The Submission Calculator would depend on the descriptive information entered by a submitter, and the MSRB would not independently verify the accuracy of that information. As is currently the case, erroneous information—such as entering an incorrect fiscal year end date or selecting an erroneous disclosure category—would result in the display of that erroneous information on the EMMA website. Importantly, the Submission Calculator does not evaluate the information entered by a submitter and would only have the information necessary to perform its calculation if the submitter identifies the information as an annual financial disclosure for a particular fiscal period. The Submission Calculator would not analyze the relevant content to evaluate an issuer's or obligated person's compliance with the terms of an applicable continuing disclosure agreement or any applicable law, regulation, or other legal obligation.

## 6. What happens next?

The MSRB submitted the proposed enhancements to the SEC as a proposed rule change to its EMMA Information Facility. The proposed rule change was published on the [SEC's website](#) and then published in the [Federal Register](#). The public will have the opportunity to [submit comments](#) during the SEC's formal comment period, which ends on December 18, 2019. The MSRB looks forward to reviewing and responding to any written comments submitted to the SEC. If the SEC approves the proposed rule change, the MSRB would announce the date when the proposed enhancements will be visible. The MSRB anticipates that the new feature would not become visible on EMMA until early 2020.

### About the MSRB

The MSRB protects investors, state and local governments and other municipal entities, and the public interest by promoting a fair and efficient municipal securities market. The MSRB fulfills this mission by regulating the municipal securities firms, banks and municipal advisors that engage in municipal securities and advisory activities. To further protect market participants, the MSRB provides market transparency through its Electronic Municipal Market Access (EMMA®) website, the official repository for information on all municipal bonds. The MSRB also serves as an objective resource on the municipal market, conducts extensive education and outreach to market stakeholders, and provides market leadership on key issues. The MSRB is a self-regulatory organization governed by a 21-member board of directors that has a majority of public members, in addition to representatives of regulated entities. The MSRB is overseen by the Securities and Exchange Commission and Congress.

This resource should be read in conjunction with MSRB rules and interpretations as it does not provide an exhaustive list of considerations for ensuring compliance with the applicable rule(s). The complete text of all MSRB rules and interpretations is available at <http://MSRB.org/Rules-and-Interpretations/MSRB-Rules.aspx>.