

International Capital Market Association **ICMA**

For almost 50 years, the International Capital Market Association (ICMA) has made a significant contribution to the development of the international capital market by facilitating the interaction between all market participants: issuers, lead managers, dealers and investors.



Introduction

From its modest offshore beginnings the international capital market has grown into a broad and deep market serving the funding needs of governments, supranationals and corporates from all over the world. As the market has expanded across geographic boundaries and product areas, it has assisted the free movement of capital across borders and the integration of economies, removing obstacles and linking the different national markets together, enhancing structural reform and integration of capital and financial markets.

ICMA represents members worldwide, who are active in the international capital market on a cross border basis. ICMA is distinct from other trade associations in representing both the buy-side and the sell-side of the industry.

ICMA has its head office in Zurich, where it was founded in 1969, with a subsidiary in London and representative offices in Paris and Hong Kong. While ICMA has been most active in the international debt market, it takes full account of the increasing integration between the debt and equity, cash and derivatives markets, working with other trade associations where it makes sense to do so.

What we do

ICMA's mission is to promote resilient and well-functioning capital markets by:

- helping to build trust in the industry by promoting best market practice through the development of appropriate, industry accepted, guidelines, rules, recommendations and standard documentation;
- bringing all segments of the industry together and encouraging dialogue between the industry and governments, regulators and central banks – at national and international level;
- promoting networking and information flow amongst market participants and between market participants and the authorities, by organising market conferences, seminars, roundtables and meetings;
- offering market focused high quality education, thereby promoting high professional standards for market participants.

History

1963

First Eurobond issue for Autostrade.

1969

The Association of International Bond Dealers (AIBD) established in response to settlement crisis in the Eurobond market.

1980s

AIBD provides data services and transaction matching system to the market.

1984

The International Primary Market Association (IPMA) founded to provide recommendations on issuing practice.

1992

AIBD changes its name to the International Securities Market Association (ISMA).

2005

ISMA and IPMA merge to create the International Capital Market Association.

Membership

ICMA has some 500 members located in approximately 60 countries worldwide drawn from both the buy and sell-side of the market. It is a truly international association, with strong links across the globe.

ICMA's full members are firms who actively deal in securities and include: securities dealers and brokers; regional and commercial banks; private banks; asset managers; investment banks and issuers.

Associate membership is open to organisations that play an important role in the market and maintain close relations with ICMA, including professional advisors, such as legal firms.

Organisation and governance

Members have the authority to elect the ICMA Board and approve the accounts.

The Board consisting of 15 elected representatives of member firms and the ICMA Chief Executive, performs a supervisory role.

The Executive Committee has responsibility for the executive management and administration of the Association and reports to the board through the Chief Executive.

Committees, councils and working groups on market practice and regulation

Participation in ICMA's committees, councils and working groups allows members to provide expert input and direction in its work. They are valued as forums for discussion and reaching a consensus on topics of common interest.

Regulatory Policy Committee (RPC)

The Regulatory Policy Committee oversees all of ICMA's regulatory policy and market practices work. It consists of the government affairs, regulatory and compliance heads in member firms; the chairs of the sub-committees forming part of the market practices committee are also invited to its meetings.

Primary Markets

Legal & Documentation Committee (LDC)

The Legal & Documentation Committee consists of the heads and senior members of the legal transaction management teams of member firms active in leadmanaging syndicated bond issues in Europe. It is concerned with market practice on documentation, including the ICMA Primary Market Handbook, and related regulatory issues.

Primary Market Practices Committee (PMPC)

The Primary Market Practices Committee consists of the syndication managers of member firms active in arranging syndicated bond issues in Europe. The committee is concerned with market practice in the primary market, including the ICMA Primary Market Handbook.

Public Sector Issuer Forum (PSIF)

The PSIF brings together the major Sovereigns, Supranationals and Agencies actively issuing in the European capital markets. It acts as an information exchange among a group of senior government and public sector officials. Participants share experience and concerns from capital markets activity. Focus is on both market practice and impact of regulation. PSIF pursues a high level dialogue with regulatory authorities bringing a unique independent public sector perspective.

ICMA supports PSIF through a secretariat based in Paris, as well as through its other resources and, in particular its Market Practice and Regulatory Policy team.

Green Bond Principles

The Green Bond Principles are voluntary process guidelines that recommend transparency and disclosure and promote integrity in the development of the green bond market. ICMA serves as secretariat, assuming administrative duties, and providing guidance for the governance of the Green Bond Principles and other issues.

Corporate Issuer Forum (CIF)

The ICMA Corporate Issuer Forum gathers senior representatives of major corporate issuers and focuses on discussing market practice and regulatory topics related to the debt capital markets.

Financial Institutions Issuer Forum (FIIF)

The Financial Institutions Issuer Forum comprises those banks that are the most active in issuing debt in the European markets. It addresses topics which are of mutual interest to bank issuers such as the impact of the bail-in proposals on senior unsecured debt and the market for contingent convertibles amongst others.

Pan-European Private Placement Working Group (PEPP WG)

The PEPP WG, led by ICMA, aims to promote the development of a dynamic PEPP market. As a key part of this effort, it has published a European guide to best practice designed to represent substantial progress towards common market practices, principles and standardised documentation. The PEPP WG will also aim to identify barriers to entry for new issuers and investors into this market, and related solutions.

Infrastructure Working Group

ICMA with other trade associations and industry experts in this Working Group is producing "A Guide to Infrastructure Financing – through bank loans, private placements and public bonds" to support making the project finance market in Europe more accessible to non-bank investors. The Infrastructure Guide is a tool for public sector procurement authorities, first time sponsors and project companies interested in raising debt for infrastructure projects.

Secondary Markets

Secondary Market Practices Committee (SMPC)

The SMPC seeks to be the representative body of the European corporate bond secondary market through addressing practical issues directly relevant to market practitioners; standardising market best practice; disseminating relevant market information; and promoting the best interests of an efficient and liquid market. It provides a forum for discussing the likely impact of relevant regulation on secondary market practices, and for consolidating input and feedback in the regulatory consultation process.

Short Term Markets

Euro Commercial Paper Committee (ECP)

The Euro Commercial Paper committee comprises the heads and senior members of the ECP teams of member banks active in this market sector. It is concerned with the functioning of the ECP market, including maintenance of documentation standards, disclosure, the restructuring and revival of the asset backed CP market, and regulatory issues affecting the market.

European Repo and Collateral Council (ERCC)

The European Repo and Collateral Council has been instrumental in developing standard market practice as the repo market in Europe has developed since the early 1990s. The European Repo and Collateral Committee (ERCC) is the governing board of the European Repo and Collateral Council consisting of 19 market practitioners drawn from and elected by the European Repo and Collateral Council.

The European Repo and Collateral Council and the ERCC meet regularly to discuss market developments and make representations to the European Central Bank, Euroclear, Clearstream, and national CSDs.

Asset Management

Asset Management and Investors Council (AMIC)

AMIC represents ICMA's buy-side members and comprises asset managers, treasurers of official institutions, and representatives of private banks and hedge funds. AMIC is a forum for discussion of regulatory affairs, market trends and specific market practice issues affecting the buy-side, with working groups set up at the instigation of members to consider specific products, markets and regulatory initiatives.

Private Banking Working Group

The Private Banking Working Group looks at a range of issues which are of concern to this constituency. It has published the ICMA Private Wealth Management Charter of Quality bringing together in a single document the guiding principles of best practice adopted by the cross-border private banking industry.

Covered Bond Investor Council (CBIC)

CBIC is an investor driven grouping within AMIC which is concerned with the development of the covered bond market in Europe. It promotes high quality, simplicity and transparency of the covered bond product. Its current focus is on improving transparency making it possible for investors to compare different covered bond programmes.

Regional Organisation

ICMA has fifteen regions, each of which has its own committee which meets to deal with specific regional matters and organises meetings of the regional membership.

The Committee of Regional Representatives (comprised of the fifteen regional chairmen) reports directly to the board of ICMA, enabling the viewpoints of each region to be fully represented.

The 15 regions are: Africa; Asia Pacific; Austria, Eastern and South Eastern Europe; Belgium; France and Monaco; Germany; Iberia; Italy; Luxembourg; Middle East and North Africa; the Netherlands; the Nordic countries; Russia and the CIS; Switzerland and Liechtenstein; United Kingdom, Ireland and the Americas. For Latin America and Greece, Turkey, Cyprus and Balkan States, chapters have been established to deal with issues specific to these areas.

ICMA Women's Network (IWN)

The IWN is an international network for women in capital markets aimed at women in the intermediate stages of their career. IWN events take place throughout the year, in London and other financial centres, featuring high profile industry speakers addressing themes and sharing experiences relating to career strategy in the capital markets, such as career development, profile and networking.

ICMA Future Leaders

ICMA Future Leaders aims to develop a sense of community between junior colleagues across geographic borders and functional areas, such as already exists at a more senior level amongst ICMA members. It works alongside member firms' own graduate programmes and internal youth networks, focusing on career progression, education and networking.

ICMA Members Register

A comprehensive listing of contacts from ICMA's global membership. The Members Register is available in printed and online versions.

ICMA Executive Education

ICMA Executive Education's courses are internationally recognised and are required training by many of our member firms. The programmes are benchmark qualifications for both the front office. The programmes combine the best of both market and academic practice and are designed to be interactive and equip participants with practical skills they can use in their day-to-day jobs. ICMA Executive Education is unique in that ICMA and the ICMA Centre, Henley Business School, University of Reading work together to deliver training courses, taught by current and former financial markets

practitioners which blend practical and academic know-how, so that candidates have a thorough understanding of the topics being discussed. The courses attract an international client base and present an opportunity to network with counterparts from a whole host of financial institutions. Delegates who benefit from our courses work in the top tier investment banks, stock exchanges, law firms and regulatory bodies. Courses are in both classroom based and online learning formats. All courses can be delivered in-house.

ICMA Executive Education Courses

Level I Introductory programmes

- Financial Markets Foundation Course*
- Securities Operations Foundation Course*
- Introduction to Fixed Income
- Introduction to Primary Markets

Level II Intermediate programmes

- Fixed Income Certificate*
- Operations Certificate Programme
- Primary Market Certificate

Level III Specialist programmes include

- An Introduction to Securitisation
- Collateral Management
- Commodities - An Introduction
- Commodities - Trading and Investment Strategies
- Corporate Actions - An Introduction
- Corporate Actions - Operational Challenges
- Corporate Governance and Culture
- Credit Default Swaps (CDS) - Operations
- Credit Default Swaps (CDS) - Pricing, Applications and Features
- Derivative Credit Risk - Analysis and Management
- Exotic Options
- Fixed Income Portfolio Management

- ICMA Guide to Best Practice in the European Repo Market
- Inflation-linked Bonds and Structures
- Islamic Finance and Sukuk
- Measuring & Mitigating Counterparty Risk
- Securities Lending & Borrowing - Operational Challenges
- Trading and Hedging Short Term Interest Rate Risk
- Trading the Yield Curve with Interest Rate Derivatives

Skills courses

- Successful Sales
- Mastering Mandates

ICMA members have the opportunity to participate in these high quality executive education programmes at preferential rates.

Contact:

education@icmagroup.org for more information.

Events

ICMA offers an extensive programme of conferences, roundtables and social events throughout the year for its members internationally, covering all the market sectors in which it is active. Regular workshops for market participants on the Global Master Repurchase Agreement and Primary Market Handbook support the use of ICMA's documentation. The ICMA AGM and conference is a major international event which allows the entire membership to gather, debate the issues of the day and to hear the views of market experts.

Market practice and regulatory policy

ICMA provides services for members through its market practice and regulatory policy activities in Europe and beyond by:

- setting standards of good practice for orderly markets, in consultation with members, so that membership is seen as a “seal of approval” by their peers, supervisors and regulators;
- consulting members and representing members’ views to regulators and central banks on cross-border regulatory issues that affect them;
- representing both the sell-side and buy-side together, when they agree, and facilitating dialogue between them;
- working in cooperation with other trade associations, where it is in ICMA’s members’ interests; and
- sharing ICMA’s experience of setting standards of good market practice in international debt capital markets with trade associations and self-regulatory organisations in Europe and other parts of the world.

Given ICMA’s geographically diverse membership, ICMA concentrates on cross-border, rather than domestic, regulatory and market practice issues. ICMA works closely with members through its market practices and regulatory policy committees and councils.

Legal & Regulatory Helpdesk

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+41 44 360 5237 (Zurich)

+852 2531 6590 (Hong Kong)

For legal enquiries

legalhelpdesk@icmagroup.org

For market practice and regulatory policy queries

regulatoryhelpdesk@icmagroup.org

Market practice – rules, recommendations and standard documentation

All ICMA members have access to the **ICMA Primary Market Handbook, ICMA’s rules and recommendations for the secondary market and the legal opinions on the Global Master Repurchase Agreement.**

ICMA’s Legal & Regulatory Help Desk offers guidance to members in all these areas and on market practice and regulatory policy issues.

ICMA Primary Market Handbook

The ICMA Primary Market Handbook is a comprehensive document covering the issuance of a broad range of international securities, continuously responding to market developments when guidance is required. It is the most widely used issuing framework in the international debt markets worldwide.

ICMA’s Rules and Recommendations

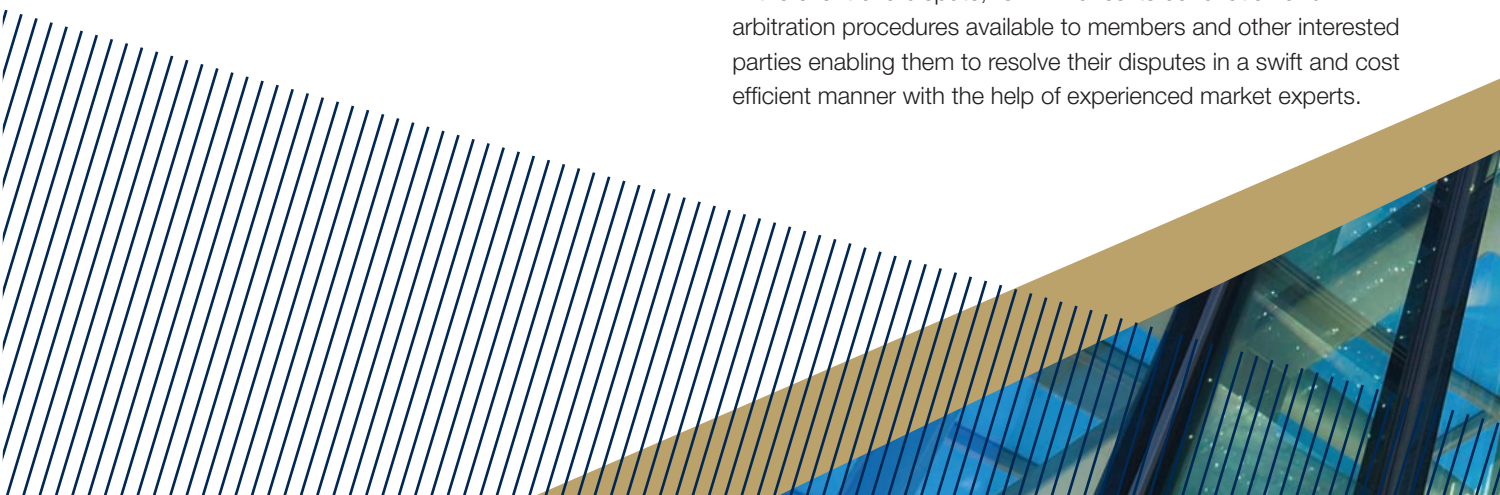
ICMA’s rules and recommendations for the secondary market form a reliable framework for trading debt and related securities (both between members as well as between members and other professional market participants) and for the clearing and settlement of trades in such securities.

Global Master Repurchase Agreement (GMRA)

In the rapidly expanding cross-border repo market ICMA has been an active force in standardising documentation. The Global Master Repurchase Agreement (GMRA) is the most predominantly used standard master agreement for repo transactions in the crossborder repo market. The GMRA 2011 developed by the Association, is underpinned by legal opinions from over 60 jurisdictions which address the enforceability of the netting provisions of the GMRA, and the validity of the agreement as a whole. ICMA provides its members with guidance on the GMRA and is the sole provider of industry standard legal opinions on the agreement.

Dispute resolution – conciliation and arbitration

In the event of a dispute, ICMA makes its conciliation and arbitration procedures available to members and other interested parties enabling them to resolve their disputes in a swift and cost efficient manner with the help of experienced market experts.



Regulatory status and international recognition

In Switzerland, ICMA's domicile, the predecessor of the Swiss Financial Market Supervisory Authority FINMA, the Swiss Federal Banking Commission (SFBC) recognised the Association in 1998 as an "institution similar to an exchange", submitted it in part under the Federal Act on Stock Exchanges and Securities Trading (SESTA) and in this capacity and to the extent of the submission under SESTA, under its supervision. At the same time, the SFBC granted ICMA a license to operate as an institution similar to an exchange and approved ICMA's statutes and by-laws. Following the disposal by ICMA of its market services business (incl. the transaction matching, confirmation and reporting system known as TRAX) in April 2009, FINMA ascertained in its decision of May 11, 2009 that ICMA continues to be an institution similar to an exchange under SESTA and maintained the Association's respective license of 1998. In the UK, the Department for Trade and Industry approved ICMA in 1988 as an "international securities self-regulating organisation" (ISSRO) for the purposes of the Financial Services Act 1986. Under the Financial Services and Markets Act 2000, which came into force in December 2001, ICMA retained its ISSRO status.

Also in the UK, the pre-predecessor of the Financial Conduct Authority (FCA), the Securities and Investments Board (SIB), designated ICMA in 1988 as a Designated Investment Exchange (DIE) under its Conduct of Business Rules. Designation by the FSA means that transactions on the relevant exchanges are more favourably treated for the purpose of the relevant FSA rules.

ICMA is an affiliate member of the International Organisation of Securities Commissions (IOSCO) and in consequence, a member of the IOSCO Self-Regulatory Organisation Consultative Committee (SROCC).

ICMA is also a member of the International Council of Securities Associations (ICSA), a global forum for non-governmental regulatory organisations, whose aim is to encourage the sound growth of the international securities markets by promoting harmonisation in the procedures and regulations of these markets.



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