



Matthew J. Rogers

Associate

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OVERVIEW

Matthew Rogers is an associate in the firm's Asset Management and Investment Funds group. Matt focuses his practice on advising investment advisers, open and closed-end investment companies, unregistered funds and other financial service providers.

Matt counsels clients on commodities law and CFTC and NFA compliance matters. Matt advises investment advisers, commodity pool operators, commodity trading advisers and end-users on a wide range of derivative regulatory and compliance requirements, including cross-border, collateral management and Dodd-Frank matters. His experience also includes negotiating trading documentation, including ISDAs, prime brokerage agreements, futures and cleared swaps agreements and account control agreements.

Matt has experience drafting and reviewing registration statements, board materials and other regulatory and legal documentation for the formation, organization and ongoing operations of registered funds. He assists clients in obtaining regulatory relief from certain U.S. federal securities laws and resolving SEC staff comments on regulatory filings.

Matt advises clients on various regulatory and compliance issues, including private placements and the development of internal compliance and risk management policies and procedures. He also advises investment advisers, broker-dealers, and other financial institutions on performance advertising reviews.

PROFESSIONAL BACKGROUND

Prior to working at the firm, Matthew interned in the Essex County District Attorney's Office. He was also a summer associate at K&L Gates in 2013.

EDUCATION

- J.D., Boston College Law School, 2014
- B.A., Union College, 2011 (*cum laude*)

ADMISSIONS

- Bar of Massachusetts

THOUGHT LEADERSHIP POWERED BY HUB

- 8 June 2021, You Asked They Answered: The CFTC Publishes Updated FAQ for Form CPO-PQR (*Alerts/Updates*)
- 27 April 2021, And One More Thing: The NFA Adopts Rules Establishing CPO Notice Filing Requirements when a CPO is Unable to Fulfill its Obligations to Participants (*Alerts/Updates*)
- 12 November 2020, Goodbye to All That: SEC Adopts Rules Overhauling Funds' Use of Derivatives; Ends Asset Segregation (*Alerts/Updates*)
- 4 November 2020, Know Your Limits: The CFTC Adopts Position Limits for Derivatives Related to Energy, Agriculture, and Metals Products (*Alerts/Updates*)
- 23 June 2020, Undeterred CFTC Unanimously Approves Three Proposed Rules, Two Final Rules at First Virtual Open Meeting (*Alerts/Updates*)
- 20 March 2020, The CFTC Once Again Proposes Position Limits for Energy Derivatives Related to Oil, Gas and Refined Products (*Alerts/Updates*)
- 5 March 2020, A Farewell to ANE: CFTC Proposes Rule to Improve Regulation of Cross-Border Swap Transactions (*Alerts/Updates*)
- 28 February 2019, FINRA Relaxes Restrictions on Pre-Inception Performance Data (*Alerts/Updates*)
- 2 June 2015, FINRA Relaxes Restrictions on Related Performance in Institutional Communications (*Alerts/Updates*)

OTHER PUBLICATIONS

- "Pardon My Interpretive Notices: The NFA Releases Two Interpretive Notices for Members," *The Investment Lawyer*, Vol. 28, No. 8, August 2021
- "Rest Easy Chief Compliance Officers: A Quick Guide to Compliance Officer Regulatory Obligations," *FIA*, April 2021
- "CFTC Regulatory and Enforcement Report: 2020 Activity and Outlook," *The Investment Lawyer*, March 2021
- "FINRA Relaxes Restrictions on Pre-Inception Performance Data," *Journal of Investment Compliance*, August 2019
- "Updating Interpretive Guidance for a Rapidly Evolving Mutual Fund Marketplace," *Traders Magazine*, 22 May 2019

AREAS OF FOCUS

- Asset Management and Investment Funds
- Capital Markets and Derivatives
- Financial Services Policy
- Fintech Lending
- Global Financial Services Regulation
- Investment Advisers
- Investment Funds
- Portfolio Management, Trading, and Compliance
- U.S. Registered Investment Companies

INDUSTRIES

- Financial Services

REPRESENTATIVE EXPERIENCE

- Advise asset managers and investment funds on the regulatory treatment of derivatives, including the Commodity Futures Trading Commission's (CFTC) cross-border guidance and substituted compliance determinations.
- Advise financial service firms regarding U.S. regulatory requirements related to cryptocurrency.
- Prepare comment letter on behalf of trade associations related to a Joint Audit Committee policy on margining of accounts held by the same beneficial owner.
- Represent financial services and end-user clients in connection with swap and other derivatives transactions and in negotiating ISDAs, variable prepaid share forwards, futures agreements, cleared derivatives documentation, control agreements, and related agreements.
- Advise trading platforms on the application of the CFTC's core principles for swap execution facilities (SEFs) and designated contract markets (DCMs), including the regulatory implications of business requirements and operational and technology functions and the clearing services provided by the CFTC-registered clearing house (DCO).
- Advise swap dealers and asset managers on compliance with the CFTC's regulations including rules related to external business conduct standards and the trading of swaps on SEFs.

- Advise funds and their boards and advisers on matters related to the establishment, registration, and operation of retail and institutional fund products, as well as trading practices, asset custody, proxy voting policies and issues, and compliance with SEC no-action and exemptive relief.
- Represent clients in corporate acquisitions and transactional matters, reorganizations and change of control matters, and fund adoption transactions.
- Negotiate third-party contracts relating to subadvisory, custody, administrative, transfer agency, distribution, and other necessary fund services agreements.
- Draft and review fund organizational and offering documents and compliance and risk management policies and procedures.