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Jonathan G. Katz, Secretary
Securities and Exchange Commission
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Chuck Blasdel
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Committees

Chairman- Banking,
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Ways and Means
Insurance
Health

RE: Direct Election of Directors
File: S7-19-03

December 12, 2003

Dear Secretary Katz,

I want to share with you some of my concerns with the SEC's proposed rule change on how corporate directors are selected. I am very concerned that this change will bring undue influence by large scale investors, such as public pension funds, into the selection process.

Enhanced corporate governance is very import, especially in light of the actions of companies in the past few years, however I am confident that recent changes made in both Federal and State laws have addressed most concerns. I am also greatly concerned that this new rule will preempt many state laws regarding corporate actions and elections. I am concerned that this is just another attempt by the Federal Government to usurp authority that rightfully belongs to the states.

I hope that you will take my concerns and the concerns of the many other state and business leaders that you receive to heart. If you have any questions or if my office can be of any assistance to you please do not hesitate to contact me.

Sincerely,

Chuck Blasdel
State Representative
1st House District