

## **MEMORANDUM**

October 13, 2010

**TO:** File No. DF Title IX – Executive Compensation

**FROM:** Alberto Zapata  
Division of Investment Management

**RE:** Conference Calls with Representatives of RiskMetrics Group, Inc.

On July 22, 2010, Susan Nash, Associate Director, Michael Pawluk, Branch Chief, and Alberto Zapata, Senior Counsel, of the Division of Investment Management, participated in a telephone call with the following RiskMetrics Group, Inc. (“RiskMetrics”) representatives: Steve Friedman, General Counsel; and Marija Kraemer, Accounts Manager. Also, on September 1, 2010, Michael Pawluk and Alberto Zapata of the Division of Investment Management participated in a follow-up telephone call with Steve Friedman and Marija Kraemer of RiskMetrics.

The purpose of these calls was to discuss the implementation of the reporting requirements concerning executive compensation votes contained in Section 951(d) of the Dodd-Frank Wall Street Reform and Consumer Protection Act, including estimates of costs and possible transition periods related to the Section 951(d) reporting obligations.