

MEMORANDUM

To: File on Dodd-Frank Act, Title IX, Executive Compensation

From: Jennifer B. McHugh

Re: Meeting with Representatives of Public Pension Plans

On March 8, 2012, Chairman Mary L. Schapiro; Lona Nallengara, Deputy Director, Division of Corporation Finance; and Jennifer McHugh, Senior Advisor to the Chairman met with the representatives of public pension plans listed below. Among other issues, the public pension plan representatives expressed their support for moving forward with proposals on the executive compensation rulemakings required under the Dodd-Frank Act.

Meeting Participants

Michael Garland, Executive Director for Corporate Governance, Office of New York City Comptroller

Deborah Gilshan, Corporate Governance Counsel, RPMI Railpen

Catherine Jackson, Corporate Governance Advisor, North America, PGGM Vermogensbeheer B.V.

Keith Johnson, Corporate Governance Advisor, North America, Universities Superannuation Scheme

Anne Sheehan, Director of Corporate Governance, California State Teachers' Retirement System

Anne Simpson, Senior Portfolio Manager, Corporate Governance, California Public Employees' Retirement System

Mark Singer, Senior Counsel, All Pensions Group

Tom Lussier, President, Lussier, Gregor, Vienna & Associates

Don Marlais, Vice President, LGV&A