

MEMORANDUM

To: File

From: Michael Spratt
Counsel to Commissioner Kara Stein
U.S. Securities and Exchange Commission

Date: December 3, 2013

Re: Money Market Fund Proposed Rules

On December 3, 2013, Commissioner Kara Stein and Michael Spratt met with Bob Plaze, partner at Stroock & Stroock & Lavan LLP. The parties discussed the Commission's proposed rule for money market funds.