

MEMORANDUM

To: File No. S7-03-13

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

Date: December 17, 2013

Re: Money Market Fund Proposed Rules

On December 17, 2013, Commissioner Kara Stein and her legal counsel, Michael Spratt, met with representatives of the Government Finance Officers Association, the National League of Cities, the National Association of Counties, the National Association of State Treasurers, and the National Association of State Auditors, Comptrollers and Treasurers to discuss the Commission's money market funds proposal.