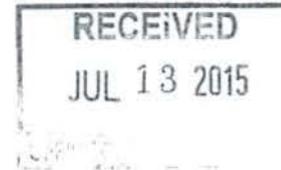




Sacred Heart University



5151 Park Ave.
Fairfield, CT 06825
July 7, 2015

Brent J. Fields, Secretary
Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549-1090

File No. S7-07-15

Dear Securities and Exchange Commission,

We welcome the opportunity to comment on the proposed amendment concerning Pay Versus Performance.

Recommendation

Respectfully, we recommend that the proposal be adopted for the following reasons:

- The proposed amendment offers benefits to both shareholders and the general public. Shareholders will receive clear information showing the relationship between executive compensation and the financial performance of their company. It will aid in shareholder corporate assessment and lead to more informed voting for directors and proposals which can only benefit overall corporate governance. The availability of information for corporate executive compensation will promote research and analysis that profits the general public.
- The resulting transparency of the proposal promotes corporate accountability not only at the company level but on industry and sector levels as well.
- Presently, there is substantive national discussion about the growing disparity between the “wealthy” and the “middle class”. Indirectly, this proposal will contribute to that dialog which can be of value to the overall common good.

Section E Measure of Performance

With respect to Section E Measure of Performance and the Request for Comment we recommend the following:

Relative to Subsection 38, we recommend that registrants be permitted voluntary use of other measures in addition to TSR. However, we believe that such measures should be unmistakably “long term” in nature in addition to carrying the stipulation that such measures are clearly identified, not misleading and not presented with greater prominence than the required disclosure.

Thank you for this opportunity to comment.

Respectfully,

Stephen Scarpati and Eunsup Daniel Shim
Professors of Accounting
Jack Welch College of Business
Sacred Heart University