



ASSOCIATION OF  
WOMEN'S  
BUSINESS  
CENTERS

February 3, 2014

Ms. Elizabeth M. Murphy  
Secretary  
Securities and Exchange Commission  
100 F Street NW  
Washington, DC 20549-1090

**RE: File Number S7-09-13**

Dear Ms. Murphy,

After reviewing the proposed rule concerning the crowdfunding exemption created by Title III of the JOBS Act (P.L. 112-106), the Association for Women's Business Centers (AWBC) would like to take this opportunity to share our views with the Securities and Exchange Commission (SEC) on this important topic.

The AWBC works to secure economic justice and entrepreneurial opportunities for women by supporting and sustaining a national network of over 100 women's business centers (WBCs) across the nation. WBCs help women succeed in business by providing business training, mentoring, and financing opportunities to nearly 200,000 entrepreneurs each year.

Capital access remains a primary concern for women-owned businesses. Crowdfunding has the potential to help close the gap between the demand for capital and the reality of constrained capital markets, especially as it pertains to women business owners.

The AWBC commends the Commission for its efforts to promulgate this rule and the goal of balancing the potential for fraud with ease of use. However, we believe that the compliance requirements included in the proposed rule are likely to force women entrepreneurs who could benefit the most from crowdfunding to the sidelines.

A woman-owned business with little or no revenue to date will most likely find it difficult – if not impossible – to fund the costs of the compliance and audit requirements associated with crowdfunding. In our view, the intention of Title III

was to make capital more easily and readily available to start-up companies, which are the very entities that need it the most.

Having noted these concerns, the AWBC supports the Association for Enterprise Opportunity's (AEO) response letter to the SEC. AEO's comment letter not only raises valid concerns, but their recommendations are ones the SEC should adopt in its final rule concerning crowdfunding. We join AEO in urging the Commission to consider revising the proposed rule and identify ways to further simplify the disclose requirements for small business issuers.

Sincerely,

Marsha Bailey/s/

Marsha Bailey, Chair  
Association of Women's Business Centers