
M E M O R A N D U M

To : Commission File No. S7-10-09

**From : Tamara Brightwell
Senior Special Counsel
Division of Corporation Finance
U.S. Securities and Exchange Commission**

**Re : Facilitating Shareholder Director Nominations
Release No. 34-60089**

Date : July 21, 2009

On June 16, 2009, members of the SEC staff met with members of the Operations Committee of the Securities Industry and Financial Markets Association. Members of the Division of Corporation Finance in attendance were Felicia Kung, Tamara Brightwell, and Steven Hearne. Among the topics discussed were the Commission's June 10, 2009 proposals concerning shareholder nominations to company boards of directors.