

MEMORANDUM

August 10, 2010

To: File No. S7-10-09

From: Scott H. Kimpel
Office of Commissioner Troy A. Paredes

Re: Proposed Rule: Facilitating Shareholder Director Nominations

On August 10, 2010, Commissioner Troy A. Paredes, together with Saurabh K. Shah and Scott H. Kimpel, Counsel to the Commissioner, met with the following representatives of the Boeing Company: Ben Cohen, Chief Counsel, Litigation & Government Operations and Stacey Dion, Director for Tax, Governance, and Workforce Policy. The participants discussed the Commission's proposed rules on facilitating shareholder director nominations.