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**Shareholder Education & Advocacy**  
Sisters of Charity, BVM

September 15, 2009

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

Subject: Proxy Disclosure and Solicitation Enhancements (File No. S7-13-09)

Dear Ms. Murphy:

This letter provides comment on behalf of the Shareholder Education and Advocacy group of our community of Catholic sisters. We are members of the Sisters of Charity of the Blessed Virgin Mary, a congregation of more than 500 women religious. Our Motherhouse is in Dubuque, Iowa, and our Sisters minister in 26 states of the U.S., and in Africa and South America. We are members of the Interfaith Center for Corporate Responsibility, and of the 8<sup>th</sup> Day Center, Chicago. Our deep commitment to socially responsible investing has moved us to require our money managers observe guidelines and screens in purchasing shares and in all shareholder activities.

We write as shareholders to support the Securities and Exchange Commission's proposed rule, "Proxy Disclosure and Solicitation Enhancements." Our Shareholder group considers greater disclosure of information about director nominees a necessary piece toward bringing back the kind of trust investors must have in their corporate boards. This SEC proposal is very important because millions of shareholders have been harmed over the past several years due to some boards of directors having dropped the obligation to represent the interests of all shareholders.

Disclosures of increased diversity of board members will enable investors to make better informed votes, as there is little to nothing meaningful in today's practices. Rarely is there enough information in proxy disclosures to allow an informed vote for a director, let alone to have information on racial or gender diversity. Board diversity is an indication of good governance, particularly for corporations that are global actors where decisions require a diversity of expertise and viewpoints. We look for a balanced board of directors where all the pertinent perspectives from race, geography, gender, culture, etc. are available toward good decisions that affect the wide-ranging societies in which public profit-seeking entities operate.

Regarding whether diversity of race and gender should be considered in the nomination process, we affirm that all companies must use a director selection criterion that includes qualified women and minority candidates. By knowing that a company has included this criterion, shareholder voters are assured that nominating committees look beyond their usual circles to find independent nominees.

Regarding disclosure of gender and racial breakdown of directors and nominees, we believe such data must be made available to proxy voters. Today, without photos and full names shown, it is impossible to know the gender or race of candidates or directors; thus, voters must be given a breakdown in order to intelligently consider and submit an informed proxy ballot affecting board composition.

Now is the time to re-examine the process. Diversity of directors in both qualifications and in representation data is of crucial importance toward restoration of investor confidence. We support expansion of proxy disclosure requirements to include the diversity of board of director provisions as very necessary for informed voting.

Thank you for the opportunity to comment.

Sincerely,

S/ Mary Kay Craig, BVM Associate  
1031 Utah Avenue, Butte, MT 59701

For the Shareholder Education and Advocacy Group  
Of the Sisters of Charity BVM, Dubuque, IA

Cc: Gwen Farry BVM  
SEA Group