



Board of Directors Network, Inc
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Via Electronic Filing

September 14, 2009

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

Re: Proxy Disclosure and Solicitation Enhancements
File Number S7-13-09
Release Nos. 33-9052; IC-28817

Dear Ms. Murphy:

I am submitting comments on behalf of Board of Directors Network (BDN) in Atlanta, Georgia. Since 1993 BDN has advocated for increasing the number of women board members of both public and private companies. We have annually measured and reported those numbers for Georgia public companies and the progress is slow at best.

We believe, in general, that the changes to enhance disclosure about directors and nominees for directors are an important and helpful step forward in providing investors with information they need in making investment decisions and proxy voting decisions relating to corporate governance and the election of directors. We support these changes. However, we strongly recommend an addition to the proposal regarding whether and how board nominating committees take issues of diversity into account in making recommendations for new board members. We also strongly recommend that biographical information provided about directors and nominees include their gender identity.

Diversity, including gender diversity, in a board is an important factor in good governance. Research shows that diversity enhances decision making. Research on gender diversity also shows that companies with diverse boards - and gender diverse boards, in particular - enjoy better financial performance and are more attendant to audit and risk oversight.

While we support this effort by the SEC to advance good corporate governance and increased transparency, the proposed set of additional disclosures should include disclosures relating to gender identity of board members and nominees and board diversity practices and policies. We do not, however, favor regulations that prescribe particular experience or functional expertise because we believe boards are in the best position to determine their individual needs and it could have the unintended effect of discouraging boards from considering the fullest possible range of talents and abilities.

Sincerely,

Miriam Burgess

Miriam Burgess
2009 BDN President