



Dominican
Sisters of Peace
Sisters and Associates
in Mission

November 21, 2019

Hon. Jay Clayton
Chairman
U.S. Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549

Re:

S7-23-19 Procedural Requirements and Resubmission Thresholds under Exchange Act Rule
14a-8

S7-22-19 Amendments to Exemptions from the Proxy Rules for Proxy Voting Advice

Dear Chairman Clayton,

I am the Justice Promoter for the Dominican Sisters of Peace, a congregation of women religious with sisters and ministries throughout the United States. We have been blessed with smart and generous donors and advisors who have enabled us to grow our investments to over \$300 million. I have voted hundreds of proxies for my congregation over the years and have found the number of shareholder proposals has been minimal – really, surprisingly small. Most proxies are concerned with Board Members, Auditors, and Executive Compensation. Changing the rules governing shareholder resolutions is a solution without a problem.

As shareholders, The Dominican Sisters of Peace, depends on our investments to provide revenue for our mission and for the care of our retired sisters. When we see an issue that could negatively impact the value of our investment, we are compelled to share this with the company. We do participate in discussions with companies but shareholder proposals are an effective way to do this because they raise up issues that may be a concern for other shareholders as well.

My position as Justice Promoter has a variety of responsibilities focusing primarily on ensuring our sisters are educated and engaged in issues such as climate change, peace and nonviolence, immigration reform, and human trafficking. We believe that the companies that we invest in should contribute to improving the world not harming it. Therefore, we also feel compelled to promote change in those companies.

There are many issues associated with our justice work and not enough time for me to be an expert in what companies may be doing in these areas. I depend on others to help me to understand where there may be problems. Some of the proposed changes would negatively impact my ability to do this.

I understand that the SEC must balance the needs of shareholders with those of businesses but these changes are putting the scale on the side of business which puts our investments in danger.

The Dominican Sisters of Peace strongly encourage you to keep the rules as they are – more balanced for both sides.

Sincerely,

Sr. Barbara Kane, O.P.

Justice Promoter
Dominican Sisters of Peace

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2320 Airport Drive | Columbus, OH 43219 | www.oppeace.org
voice: 614.416.1900 | *fax:* 614.252.7435 | *toll-free:* 1.855.OPPEACE
(1.855.677.3223)