

Vanessa Countryman, Secretary
Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549-0609



December 15, 2019

Re: File Number S7-22-19

Dear Ms. Countryman,

I am a businessman. I know that part of attracting the best employees is offering good incentives, including retirement benefits. Sadly, politics is beginning to play a role in what should be the apolitical world of retirement investments. I appreciate that the SEC is considering changes to the proxy process to combat this.

As a private citizen, I invest in my own 401(k) account and other mutual funds, which have allowed me to send two children to the Ohio State University. Our third child is still in high school, but we are planning ahead for a third college student in a few short years. On top of running my own construction company, I care for my mother long-distance. She lives in Florida and relies on our care and financial support from Ohio.

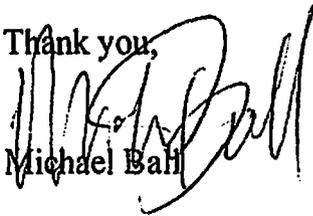
Still, I pay very close attention to the markets and what my investments are doing. I do not expect anyone to have the vested interest in my future that I do, but it is frustrating to me that certain forces can act on my investments without any recourse available to me. For example, I know that proxy advisory firms are given to making recommendations to fund managers who then vote in favor of all those recommendations without consideration of whether those recommendations are for the good of the fund or for a political statement the larger corporate firms would like to make via the proxies. This practice is called robo-voting and I hope eliminating it will be part of the final new rules from the SEC.

As a business owner and consultant for other small businesses getting started, I know there is no time to spend on fruitless endeavors and distracting details if you want your business to succeed. When I hear that some shareholder proposals can be voted on again and again during annual shareholder meetings even though these proposals have nothing to do with growing the fund and almost no shareholders support them, I am again frustrated. There are many, many individuals relying on good management of our funds not only for our retirements in the future but to care for our children and our aging parents today. In addition to doing away with the robo-voting practice, the SEC

should reform shareholder proposal thresholds to make sure that other shareholders are not monopolizing the time our managers should be spending to grow our returns.

Thank you,

Michael Ball

A handwritten signature in black ink, appearing to read "Michael Ball", written over the printed name.