Vanessa Countryman
Securities and Exchange Commission
100 F Street, NE
Washington, D.C. 20549

Re: File Number S7-22-19

January 28, 2020

Dear Ms. Countryman,

I am writing to express my appreciation for the SEC's effort to rein in proxy advisory firms and to give my support for rules under consideration to make these companies more accountable (File Number S7-22-19).

I have been a wealth management professional for over 30 years. I believe in a personalized approach to financial planning as every individual and business has different needs, priorities, and goals. My concern is that proxy advisory firms use a very different philosophy. They put broad policy priorities ahead of individual financial security because they have few, if any, reporting requirements on their precise role.

We have all seen the trend of using equities markets to bring about policy change. I have clients who have expressed interest in diverting some assets away from certain industries for ethical or political reasons. I respect these choices but my job is to provide clients complete information on the possible consequences of these choices.

Investing tied to political goals in pension programs and other savings instruments in which thousands or even millions of people have money invested is a different matter. Notably, I have seen press coverage of California's public employees pension fund (CalPERS) losing opportunities for growth by steering away from certain industries. The underfunded CalPERS is just one of many public pension programs targeted to be vehicles for a range of political, environmental, and social policies, known in the industry as ESG. Taken as a whole, this could influence the financial position for millions of people.

I have come to believe proxy advisory firms do not simply handle administrative matters on proxy voting. They have a significant role in shaping the outcomes of these votes, without having to disclose fully the impact on investors. This raises legitimate concerns for fiduciaries. While financial advisors or fund managers are beholden to fiduciary duty, this obligation is broken when they take the advice of proxy advisors, whose recommendations run afoul of maximized growth. For this very reason, proxy advisors must also be bound by fiduciary duty.

With efforts to leverage the holdings in pension programs for political action likely to continue or even intensify, it is fitting the SEC has decided to understand more about how proxy firms work and to make this information available to the public. If they are tipping the scales, it must be clear why and what the impact on returns will be.

Political views, like financial goals, are personal matters. Bringing ESG issues into pensions, employer-sponsored retirement plans, and other vehicles is a controversial but well-established practice. The SEC's regulatory activity needs to stay current. Taxpayers, savers, and investor of all financial means and political persuasions should expect no less. Congratulations on responding to this investment market phenomenon in a timely manner.

Sincerely,

Michael Megill

Senior Wealth Advisor
Red Bank, NJ