

MEMORANDUM

To: File No. S7-22-19 and S7-23-19

From: Sebastian Gomez, Senior Advisor to Chairman Jay Clayton

Re: Meeting with Representatives of US SIF

Date: February 3, 2020

On January 28, 2020, Sean Memon (Chief of Staff to Chairman Clayton) and Sebastian Gomez (Senior Advisor to Chairman Clayton) met with:

- Laurie Emrich
- Caroline Gabel (Shared Earth Foundation)
- Leslie Maslow
- Ellen Remmer
- Jed Sturman
- Patricia Farrar-Rivas, Chief Executive Officer, Veris Wealth Partners, LLC
- Pat Addeo, Senior Associate, Veris Wealth Partners, LLC
- Richard Chen, General Counsel, Veris Wealth Partners, LLC
- Bryan McGannon, US SIF

The meeting participants discussed, among other things, the SEC's proposed amendments to: (1) exemptions from the proxy rules for proxy voting advice, and (2) procedural requirements and resubmission thresholds under Exchange Act Rule 14a-8.