

Vanessa Countryman, Secretary
Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549-0609
Re: File No. S7-22-19: Proxy Advisory Process

February 3, 2020

Dear Ms. Countryman,

In January 2019, I submitted comments to the SEC about this same topic. I write to lend my concerns about proxy advisors for the record once again.

Public pensions across our country continue to struggle to close funding gaps. A secure retirement income is one of the main reasons I pursued a career in public service. That promise is under increased threat each day as pension plans become more politicized and disinterested as proxy organizations steer leadership to irresponsibly financial decisions. These outside advisory firms, Institutional Shareholder Services (ISS) and Glass Lewis primarily, wield their power in corporate decisions not to enhance shareholder value, but more to push social and political issues within corporate America

ISS and Glass Lewis control pretty much all of the proxy space and drive corporate decisions across industries. While once appearing as responsible third parties, ISS and Glass Lewis have shifted to push ESG through their recommendations. While social causes may drive headlines and earn positive press for fund managers, they are not stable grounds for investment strategy. Whereas pensions continue to fight for solvency, ISS and Glass Lewis continue to recommend shareholder resolutions based on ideological grounds at the same time that our investments fail to meet expected rates of return.

As financial professionals, pension fund leaders have a duty to retirees to make investment decisions that will positively benefit that pension fund. When that responsibility is neglected or handed off to a proxy firm without the responsibility to produce positive financial returns, the fund suffers. As a member of the Boston Retirement System, I cannot stand idly by while these companies without ramification for their recommendations threaten my retirement security. In 2017, Massachusetts' public pension system had \$39.6 billion in unfunded liabilities. Changes clearly must be made to the way the pension system is administered.

ISS and Glass Lewis lack accountability for decisions affecting millions of Americans. These two little-known giants of the financial world use their influence to drive corporate and investment policy, to recommend expensive reporting and to catalyze decisions that fail to deliver greater value for investors. I do applaud the efforts of individual investors who choose to make investment decisions based on their political beliefs, personal convictions and social causes. On the

individual level, such decisions are at the discretion of the investor, as they are the sole party facing the consequences of those decisions. This approach however should not be used for pension funds where investors number in the thousands and each has zero opportunity to move their money if they disagree with the funds management of their retirement income. By allowing politics to invade investment and proxy decisions, fiduciaries are not adhering to their required standards in this case. By neglecting those standards, pension beneficiaries are left to pay the price. The SEC has an opportunity to fix this problem.

As a future beneficiary of the public pension plan in Boston, I am concerned that decisions handed down by ISS and Glass Lewis do not face the level of oversight or accountability they should. By operating independent of government oversight, these two power brokers are able to sway shareholder decisions favor of THEIR own agendas, not to benefit investors and pensioners. I commend the SEC for seeking comment on the issues with the proxy system. It is my hope that by reforming this system my retirement income can be secured. By increasing transparency and requiring proxies to adhere to fiduciary duty, the SEC will be doing a service to the millions of public employees like myself who rely on state pension plans for our retirement security.

Jessica Greene
Boston Retirement System Beneficiary
Cranston, RI