MEMORANDUM

To: File No. S7-22-19
From: Sebastian Gomez, Senior Advisor to Chairman Jay Clayton
Re: Telephone Conference with Brian Gunderson and Rob Collins
Date: March 11, 2020

On March 11, 2020, Sean Memon (Chief of Staff to Chairman Clayton), Kim Hamm (Chief Counsel/Senior Policy Advisor) and Sebastian Gomez (Senior Advisor to Chairman Clayton) had a telephone conference with:

- Brian Gunderson Head of Public Policy, Elliott Management
- Rob Collins Executive Director, CIRCA / Partner, S-3 Group

The meeting participants discussed, among other things, the SEC's proposed amendments to exemptions from the proxy rules for proxy voting advice.