MEMORANDUM

March 24, 2023

TO: File No. S7-26-22

FROM: Holly Hunter-Ceci

Office of Commissioner Mark T. Uyeda

RE: Meeting with Representatives of Independent Directors Council ("IDC")

On March 21, 2023, Commissioner Mark T. Uyeda and his counsels, Holly Hunter-Ceci and Steven B. Levine, met with the following independent directors and IDC staff:

Independent Directors

- Kathie Barr, William Blair Funds and Professionally Managed Portfolios
- John Boyer, Voya Funds
- George Gorman, Eaton Vance Funds
- Keith Hartstein, PGIM Funds
- Peg McLaughlin, SSgA Funds

IDC Staff

- Lisa Chaikin Hamman, Associate Managing Director
- Thomas T. Kim, Managing Director

The representatives discussed the IDC's comment letter submitted on the open-end fund liquidity proposal, among other issues.