

MEMORANDUM

TO: File No. S7-33-10, Proposed Rules for Implementing the Whistleblower Provisions of Section 21F of the Securities Exchange Act of 1934

FROM: Christian L. Broadbent
Counsel to Commissioner Elisse B. Walter

DATE: December 14, 2010

RE: Meeting with Representatives of Apache Group et al.

On December 14, 2010, Commissioner Walter, along with Christian Broadbent of Commissioner Walter's office, met with representatives of Apache Group et al. to discuss the Commission's whistleblower proposals.

A list of attendees provided pursuant to the meeting is attached to this Memorandum.

Participant/Attendee List
SEC Meeting, Washington, DC
13-14 December 2010

Sarah B. Teslik
Sr. Vice President, Policy & Governance
Apache Corporation

Dominic Ricotta
Vice President & Associate General Counsel
Apache Corporation

Sherry D. Williams, Esq.
Sr. Vice President & Corporate Secretary
Halliburton Company

Glenn Westrick
Vice President, Federal Government Relations
Travelers

Margaret Foran
Vice President, Chief Governance Officer, VP and Secretary
Prudential Financial, Inc.

Brian Morris
Chief Corporate Finance & Disclosure Counsel
Prudential Financial, Inc.

Betsy Moran
Chief Compliance Officer
UnitedHealth Group

Dannette Smith
Secretary to the Board
UnitedHealth Group

Todd Hartman
Vice President, Associate GC and Chief Compliance Officer
Best Buy

Stacey K. Geer
Sr. Vice President and Associate General Counsel
Primerica, Inc.

Kevin J. Avery
Director Federal Government Affairs
Marathon Oil Corporation

La Fleur Browne
Assistant General Counsel & Corporate Secretary
The Williams Companies, Inc.

Stephen W. Gauster
Sr. Vice President, Chief Corporate Counsel & Assistant Secretary
Assurant, Inc.

Darla C. Stuckey
Sr. Vice President - Policy & Advocacy
Society of Corporate Secretaries & Governance Professionals

Lewis Gardner
Vice President & General Counsel
EQT Corporation

David L. Siddall
Vice President, DGC & Corporate Secretary
Anadarko Petroleum Corporation

Jay Cohen
Sr. Vice President & Chief Compliance Officer
Assurant, Inc.

Thomas R. Moore
Vice President, Corporate Secretary and Chief Governance Officer
Ameriprise Financial

Marc Rome
Assistant Corporate Secretary
Chesapeake Energy Corporation

Dan Dorsky
Sr. Compliance Counsel FCPA
Tyco International

Robert E. Smith
Vice President, Deputy General Counsel and Assistant Secretary
NiSource Inc.

Carole Sobin
Secretary and Associate General Counsel
Con Edison

Douglas Lankler
Sr. Vice President and Chief Compliance Officer
Pfizer Inc.

Haydee Olinger
Corporate Vice President - Chief Global Compliance Officer
McDonald's Corporation

John Dul
Vice President - General Counsel & Secretary
Anixter