



Swedish Covenant Hospital

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OFFICE OF THE PRESIDENT

February 22, 2011

Ms. Elizabeth M. Murphy
Secretary
Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549-0690

RE: Registration of Municipal Advisors, Proposed Rule - File Number S7-45-10

Dear Ms. Murphy:

On behalf of Swedish Covenant Hospital, please accept this comment letter regarding the proposed SEC rule establishing a permanent registration requirement for municipal advisors. Swedish Covenant Hospital is a 501(c)(3) nonprofit organization eligible to issue tax-exempt bonds through the Illinois Finance Authority and uses this financing in furtherance of its exempt purposes of advancing health care for our local community.

We support the intent of the Dodd-Frank Act to empower the Commission to effectively oversee municipal advisors and the municipal securities market, but the proposed rule is overly broad and would unnecessarily encompass officers and Board members of nonprofit organizations that are eligible to participate in the issuance of municipal bonds.

Additionally, the definition of a municipal advisor should exclude employees of obligated persons. Our employees are only engaging in limited financial activities that will benefit the hospital and community and are not acting in the roles of municipal or financial advisors.

Second, members of Swedish Covenant Hospital Board of Directors serve on an uncompensated basis. They, like the Swedish Covenant Hospital officers, are subject to fiduciary duties, conflict of interest restrictions, and other Federal and State regulations applicable to nonprofit organizations. On the infrequent occasions when our officers and Board members consider a bond financing matter, they participate in a decision-making process entirely within our organization and are not serving as "advisors" or "providing advice" as those terms are commonly understood.

Third, Swedish Covenant Hospital is a subsidiary of Covenant Ministries of Benevolence, another 50(c)(3) nonprofit organization. The passage of this act would negatively impact our parent company's ability to affectively advise us on a limited basis regarding our financial activities.

Extending a registration requirement to officers and directors who discharge their fiduciary responsibilities within a nonprofit organization's governance structure will cause unnecessary expense and confusion. It has the potential to encourage officers and Board members to avoid engagement on corporate matters that are traditionally under their purview, such as those that might involve "advice with respect to the structure, timing, terms, and other similar matters concerning" bond financing. Further, it will create a disincentive to qualified individuals' willingness to serve in leadership capacities in the nonprofit sector.

In short, there is no need to extend this regulation to officers or members of the boards or employees of nonprofit entities.

We urge the Commission to exercise its statutory authority to exempt employees and directors of nonprofit organizations from registration to the extent that such individuals are discharging their fiduciary obligations within a nonprofit organization's internal decision-making and governance structure. We believe that such an exemption is consistent with the purposes of the Act, would not lessen protections for investors, and is in the public interest.

We thank you for your consideration.

If you have any questions or concerns, please feel free to contact me at 773-907-1000 or Gary Krugel, CFO at 773/907-1075 to discuss this further.

Sincerely,



Mark Newton
President & CEO

cc: Paul Hawkinson