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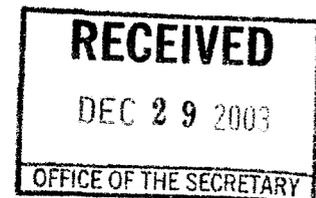
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# State of Nevada Assembly

Seventy-Second Session

December 19, 2003

Mr. Jonathan G. Katz, Secretary  
Securities and Exchange Commission  
450 Fifth Street, NW  
Washington, DC 20549-0609



RE: File S7-19-03

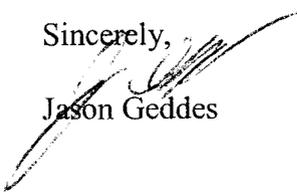
Dear Mr. Katz:

It has come to my attention that the Securities and Exchange Commission is proposing rules that would allow special interest groups to nominate directors to a corporations' board of directors through proxy materials, thus complicating the process of electing directors. It appears to me that this proposal would give special interest shareholders the ability to push their own narrow agendas on corporate boards.

By pursuing this rule change, the SEC would allow for special interest groups to bypass independent nominating committees, which ensure that directors have the best interests of the business and all of its shareholders in mind. The effect of this expanded access by special interest shareholders would likely stifle business innovation and decrease productivity. Finally, these proposed rules may also result in boards that have conflicting interests and agendas. These boards would likely be unable to function as a team, thereby weakening effective board oversight.

For all of these reasons, I encourage you to reconsider the proposed rule changes referenced above, and allow for the reforms promulgated under the Sarbanes-Oxley Act to continue to prompt necessary changes in corporate governance.

Sincerely,

  
Jason Geddes