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December 18, 2003

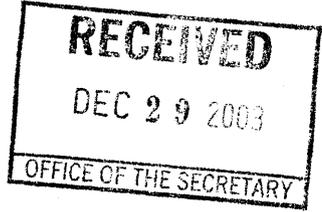


**INTERNATIONAL
BROTHERHOOD OF
ELECTRICAL
WORKERS**

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Patrick A. Donahue
*Business Manager
Financial Secretary*

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Mr. Jonathan G. Katz, Secretary
Securities and Exchange Commission
450 Fifth St., N.W.
Washington, DC 20549

RE: File No. S7-19-03

Dear Mr. Katz:

On behalf of the members of Local Union #488, I.B.E.W., who are participants and beneficiaries of the Southern Connecticut I.B.E.W. Pension Fund, I would like to offer some supporting comments on the securities and exchange commission proposal S7-19-03 regarding holder director nominations.

Companies like Enron, World Com, Tyco and Health South exposed how self-serving CEOs can have devastating consequences on corporations and investors and let's not forget the employees and communities that depend on them. Therefore, we want to give our full support to the commission for their stand on new rules that could give shareholders the right to challenge these CEOs who hand pick their own directors.

These new rules would lead to very significant corporate reform, which in my opinion, is very much needed.

The trustees on our fund believe that the triggering requirements are not needed. All they do is create serious additional problems. We believe any shareholder that meets the existing 14A-8 requirements should be able to sponsor a proposal. Also, the proposed 35% director withhold threshold is too high. From historical experience, it should be lowered to 20%.

We would also like to see the threshold of 5% ownership requirement for placing nominees in the proxy be lowered to 3%. This would balance more

fairly the commission's concerns between the corporations and their shareholders. We also believe any shareholder group meeting these requirements should be allowed to include a minimum of two directors in the proxy regardless of the size of a company's board.

The commission can introduce accountability to a boardroom culture by introducing these rules and put a cap on these cozy relationships that result in unwillingness to challenge management.

We thank you for your time and extend our full support for this historic proposal but we also encourage the commission to adopt final rules that are responsive to our concerns.

Sincerely,

A handwritten signature in cursive script that reads "Patrick A. Donahue". The signature is written in dark ink and is positioned above the typed name.

Patrick A. Donahue
Bus. Manager/Fin. Sec.
I.B.E.W., Local Union #488

PAD/eps