

## MEMORANDUM

To: File No. 4-637

Date: March 27, 2012

From: Jennifer B. McHugh  
Senior Advisor to the Chairman

Re: Meeting with Representatives of the Coalition for Accountability in Political Spending

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On March 26, 2012, Meredith Cross, Director; Paula Dubberly, Deputy Director; and Jennifer Zepralka, Senior Special Counsel to the Director of the Division of Corporation Finance as well as Jennifer McHugh, Senior Advisor to the Chairman, met with the following representatives from the Coalition for Accountability in Political Spending (“CAPS”):

Bill de Blasio, Public Advocate for the City of New York  
David Arkus, Director, Congress Watch, Public Citizen  
Gary Kalman, Director, Federal Legislative Office, U.S. PIRG  
Kate Coyne-McCoy, Executive Director, CAPS

The representatives from CAPS discussed their support for the rule petition to require public companies to disclose to shareholders the use of corporate resources for political activities. The rule petition is available at <http://www.sec.gov/rules/petitions/2011/petn4-637.pdf>.