MEMORANDUM

To: File

From: Michael Spratt

Counsel to Commissioner Kara Stein U.S. Securities and Exchange Commission

Date: September 5, 2013

Re: Money Market Fund Proposed Rules

On September 5, 2013, Kara Stein, Michael Spratt, Ty Gellasch, Blair Petrillo, and Robert Peak met with James G. Whetzel (General Counsel, USAA), Anthony Era, Jr. (USAA), Roel Campos (Locke Lord LLP), and Marlon Paz (Locke Lord LLP). The parties discussed the Commission's recently proposed money market fund rules.