

MEMORANDUM

August 25, 2022

TO: File Nos. S7-07-15; S7-10-22

FROM: Steven B. Levine
Office of Commissioner Mark T. Uyeda

RE: Meeting with Representatives of the Society for Corporate Governance

On August 19, 2022 Commissioner Mark T. Uyeda and his counsel, Steven B. Levine, had a meeting with the Society for Corporate Governance (SCG). Commissioner Uyeda and certain of the SCG attendees met in person, and Mr. Levine and certain of the other SCG attendees joined the meeting virtually. Also attending the meeting in person was Ammon Simon of Commissioner Peirce's office. The following SCG representatives attended the meeting (representatives who attended the meeting in person are identified with an asterisk):

- Jared Brandman, SVP and General Counsel, National Vision*
- Keir Gumbs, Chief Legal Officer, Broadridge Financial*
- Suzanne Rolon, Director, Corporate Governance, Pfizer*
- Darla Stuckey, President and CEO, SCG*
- Katherine Kelly, VP and Deputy General Counsel and Corporate Secretary, Meta Platforms
- Jeff Pochowicz, Senior Director, Corporate Governance, McDonald's Corp.
- Randi Morrison, SVP and General Counsel, SCG
- Ted Allen, VP, Policy & Advocacy, SCG

Among other matters, the participants discussed SCG's comment letters filed in connection with the proposed rules regarding:

- Pay Versus Performance
- The Enhancement and Standardization of Climate-Related Disclosures for Investors