

MEMORANDUM

To: File Nos. S7-20-22 and S7-10-22

From: William Middlebrooks, Counsel to Commissioner Hester M. Peirce

Re: Meeting with representatives of Manhattan Institute

On Wednesday 20 July, 2022, Commissioner Hester Peirce and Benjamin Vetter and William Middlebrooks, Counsels to Commissioner Peirce, met with the following individuals from the Manhattan Institute:

- James Copland, Senior Fellow and Director of Legal Policy, Manhattan Institute
- Jesse Arm, Director of External Affairs, Manhattan Institute
- Matteo Moran, External Affairs, Manhattan Institute

The general topics discussed were the Commission's proposed rules on *Substantial Implementation, Duplication, and Resubmission of Shareholder Proposals Under Exchange Act Rule 14a-8* and *The Enhancement and Standardization of Climate-Related Disclosures for Investors*.