

MEMORANDUM

TO: File No. S7-20-22

FROM: Kasey Robinson, Division of Corporation Finance

RE: Meeting with representatives of the American Federation of Labor and Congress of Industrial Organizations and Shareholder Rights Group

DATE: March 6, 2023

On March 6, 2023, staff from the U.S. Securities and Exchange Commission (“SEC”) met with representatives of the Shareholder Rights Group (“SRG”) and the American Federation of Labor and Congress of Industrial Organizations (“AFL-CIO”) via videoconference. The general topic discussed was the SEC’s rulemaking proposal on “Substantial Implementation, Duplication, and Resubmission of Shareholder Proposals Under Exchange Act Rule 14a-8,” set forth in Release Nos. 34-95267, IC-34647 (July 13, 2022).

The following SEC staff participated: Erik Gerding, Michael Seaman, and Kasey Robinson from the Division of Corporation Finance; and Olga Itenberg and Lauren Moore from the Division of Economic and Risk Analysis.

The following individuals participated on behalf of AFL-CIO and SRG:

- Beth Young, Interfaith Center on Corporate Responsibility
- Josh Zinner, Interfaith Center on Corporate Responsibility
- Brandon Rees, AFL-CIO
- Danielle Fugere, As You Sow
- Luke Morgan, As You Sow
- Jonas Kron, Trillium Asset Management
- Sanford Lewis, Shareholder Rights Group
- Antonio Pontón-Núñez, Shareholder Rights Group
- Brittany Blanchard Goad, Shareholder Rights Group
- Kendall McPherson, Shareholder Rights Group