MEMORANDUM

To: File No. S7-22-19

From: Kimberly Hamm, Office of Chairman Jay Clayton

Date: March 26, 2020

Re: Telephone Conference with representatives of CFA Institute

On March 26, 2020, Sean Memon (Chief of Staff), Bryan Wood (Deputy Chief of Staff) and Kim Hamm (Chief Counsel/Senior Policy Advisor) had a telephone conference with:

- Kurt Schacht, Advocacy Director, CFA Institute
- Jim Allen, Head, Capital Markets Policy, CFA Institute

The meeting participants discussed, among other things, the SEC's proposed amendments to exemptions from the proxy rules for proxy voting advice.