

February 11, 2011

Memorandum to Rulemaking File

From: Ricardo R. Delfin

Proxy Plumbing Concept Release Nos. 34-62495, IA-3052, IC-29340; File No. S7-14-10
<http://www.sec.gov/rules/concept/2010/34-62495.pdf>

Municipal Advisor Registration Release No. 34-63576; File No. S7-45-10
<http://www.sec.gov/rules/proposed/2010/34-63576.pdf>

Swaps Release No. 34-63452; File No. S7-39-10
<http://www.sec.gov/comments/s7-39-10/s73910.shtml>

On Friday, January 28, 2011, Chairman Schapiro, Didem Nisanci and Ricardo Delfin met with the following representatives of the Council of Institutional Investors:

- Ann Yerger, Executive Director, Council of Institutional Investors
- Jeff Mahoney, General Counsel, Council of Institutional Investors
- Lydia Beebe, Council Co-chair, Corporate Secretary & Chief Governance Officer, Chevron
- Gregory Smith, Council Co-chair, General Counsel and COO, Public Employees' Retirement Association of Colorado
- Gail Hanson, Council Treasurer, Deputy Executive Director, State of Wisconsin Investment Board
- Patrick J. O'Neill, Council Secretary, Executive Vice President, United Food and Commercial Workers International Union
- John Barger, Board Vice Chair, Los Angeles Country Employees Retirement Association
- Jay Chaudhuri, General Counsel & Senior Advisor to North Carolina Treasurer
- Kenneth Colombo, Fund Coordinator, Sheet Metal Workers' National Pension Fund
- Jody Olson, Board Chair, Idaho Public Employee Retirement System
- Susan Permut, Senior Vice President and Deputy General Counsel, EMC
- Anne Sheehan, Director of Corporate Governance, California State Teachers' Retirement System
- Melva Vogler, Board Chair, Pennsylvania PSERS
- Carin Zelenko, Director of the Capital Strategies Department, International Brotherhood of Teamsters

Among other general matters, the group discussed issues related to the above-referenced files.