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December 17, 2003

Jonathan G. Katz Secretary U.S. Securities and Exchange Commission 450 Fifth Street, NW Washington, D.C. 20549-0609 RECEIVED
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OFFICE OF THE SECRETARY

Re: File No. S7-19-03

Dear Secretary Katz:

I am strongly in opposition to the above referenced proxy proposal. I would encourage the SEC to allow the corporate governance reforms already enacted to be fully implemented before proceeding with even more regulation. With the increased independence of boards of directors, the strengthened role and independence of nominating committees and the enhancement of shareholder-director communications, the unfortunate circumstances that led to calls for shareholder access are being addressed.

Please reconsider your proposal.

Sincerely,

W.R. Sauev