

MEMORANDUM

To: File Nos. S7-16-07, S7-17-07
Release Nos. 34-56160, 34-56161

From: Thomas Kim

Date: October 11, 2007

Re: Meeting with representatives of the Interfaith Center on Corporate Responsibility

On October 11, 2007, Chairman Cox and Thomas Kim, Counsel to the Chairman, met with Laura Berry, Executive Director of the Interfaith Center on Corporate Responsibility (“ICCR”), and ICCR’s counsel, Paul M. Neuhauser. During the meeting, the ICCR representatives discussed the above-referenced proposed rule amendments. ICCR previously filed a comment letter on those proposed amendments, and it can be found in the Commission’s public comment file at:

<http://www.sec.gov/comments/s7-16-07/s71607-476.pdf>

The ICCR representatives underscored their support for precatory shareholder proposals and discussed the potential of electronic shareholder forums.