



The Forum for Sustainable and Responsible Investment

May 16, 2013

The Honorable Tim Johnson
Chair, Senate Banking Committee
136 Hart Senate Office Building
Washington, DC 20510-4104

Re: SEC Commissioner Appointments

Dear Chairman Johnson:

On behalf of US SIF: The Forum for Sustainable and Responsible Investment, I am writing to you regarding upcoming appointments of two Commissioners at the Securities and Exchange Commission (SEC). The appointment of Commissioners who have the relevant experience, along with a commitment to protecting investors and engaging with investors and other stakeholders on a growing number of issues, is critically important to the effective functioning of the SEC.

At a time when investor confidence has been shaken and we are still dealing with the aftermath of the 2008 financial crisis, investors and the public need a strong SEC with Commissioners who deeply understand the role and the needs of US investors. The opportunity to appoint new Commissioners is an opportunity to establish a strong and knowledgeable voice for the investment community.

We believe that any new appointment to the SEC should have the following characteristics:

- Extensive SEC rulemaking experience or deep familiarity with the rulemaking process at the SEC.
- Thorough understanding of financial reform legislation and the role given to the SEC to carry out pieces of the legislation.
- Experience working with a variety of SEC stakeholders in a collaborative manner, including investors and representatives of civil society.
- Ability to understand the needs of - and represent the interest of - *all* investors, including investors who are increasingly considering environmental, social and governance issues in their investment decisions and need more information from the SEC about these issues in publicly held companies.
- Strong background or knowledge on sustainability issues or environment, social and corporate governance (ESG) reporting.
- Substantive legal and policy knowledge relevant to the wide range of issues coming before the SEC.
- We also think it critical that the career of appointees affirm a commitment to public service and that new appointees continue to build diversity at the leadership level of the SEC.

US SIF is the membership association for professionals, firms, institutions and organizations engaged in sustainable and responsible investing. US SIF and its members advance investment practices that consider environmental, social and corporate governance criteria to generate long-term competitive financial returns and positive societal impact. Our members include investment management and advisory firms, mutual fund companies, research firms, financial planners and advisors, broker-dealers, banks, credit unions, community development organizations, non-profit associations, and pension funds, foundations and other asset owners. Our [2012 Report on Sustainable and Responsible Investing Trends in the United State](#) revealed that \$3.74 trillion in assets in the US are managed with sustainable investment strategies. This represents 11.3 percent of the \$33.3 trillion in total assets under management tracked by Thomson Reuters Nelson.

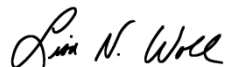
US SIF and our members regularly engaged with SEC Commissioners in the rulemaking process around the Dodd-Frank Wall Street Reform and Consumer Protection Act, including proxy access, say on pay, Investor Advisory Committee, Office of Investor Advocate, executive compensation, political contributions disclosure, disclosure of conflict minerals and on payments to governments by resource extraction companies. Additionally, US SIF has strongly advocated for increased funding of the SEC in order to meet the increasing responsibilities given to the agency. We have submitted numerous recommendations and petitions and held multiple meeting with staff and commissioners at the SEC over the years.

The SEC is facing challenging times, along with numerous pending complex and contentious financial reform rulemaking on its agenda. The agency's role in protecting investors will only become more critical in the years ahead. Therefore, we ask the Senate to carefully consider the experience, investor commitment and interpersonal qualities of potential appointees. Investors and healthy capital markets are best served when the SEC has the most experienced and qualified Commissioners who are strong advocates for all investors.

We look forward to working with you to identify the best candidates and invite you to contact US SIF if we can be of any assistance at lwoll@ussif.org. I would be pleased to answer any questions or provide any additional information you may need.

On behalf of US SIF and its members, we appreciate your consideration of this request.

Sincerely,

A handwritten signature in black ink that reads "Lisa N. Woll". The signature is written in a cursive, flowing style.

Lisa N. Woll
CEO, US SIF