

## IDC UPDATE

July 6, 2023

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## Ken Burns to Join IDC for Speaker Series Event

IDC is pleased to announce its 2023 [Speaker Series](#) event featuring acclaimed filmmaker and documentarian [Ken Burns](#) on **Tuesday, September 12 at 1:30 p.m. (ET)**. Burns will virtually join Independent Director John Boyer to discuss the historical figures who have influenced his life and work, and the leadership traits that inspire him. Please register [HERE](#).

## SEC to Vote on Money Market Fund Reforms Next Week

The Securities and Exchange Commission (SEC) [announced](#) that it will consider on Wednesday, July 12 whether to adopt amendments to the rules that govern money market funds. In December 2021, the SEC had proposed a swing pricing requirement for institutional prime and institutional tax-exempt money market funds. The SEC also had [proposed](#), among other things, to eliminate a money market fund board's discretion to consider appropriate action in a negative interest rate environment. In its comment letter, IDC voiced serious concerns regarding certain aspects of the proposal, as they would "alter the essential characteristics of money market funds and call into question the viability of broad categories of money market funds." IDC's letter is available [HERE](#).

The SEC's Money Market Fund Reform Proposal is separate from its Swing Pricing/Liquidity Risk Management Proposal for open-end funds.

## Register Today for IDC Webinar on New and Proposed SEC Fund Disclosure Requirements: What Boards Need to Know

As the SEC continues its rulemaking activity at a record pace, join IDC on **Wednesday, July 12 at 12:00 p.m. (ET)** for an overview of final and proposed rules implicating fund disclosure requirements. Coleen Downs Dinneen (Independent Director, Artisan Partners Funds) will moderate an informative discussion with David Bartels (Partner, Dechert), Erica Evans (Assistant General Counsel, ICI), and Gazala Khan (Chief Compliance Officer, PMP Trust). The panelists will review final SEC rules on tailored shareholder reports and proxy voting disclosure, as well as the SEC's rule proposals on the Names Rule and ESG disclosure requirements. Directors will receive practical guidance to assist them in their oversight role. Please register [HERE](#).

## Lawmakers Express Concerns About Impact of SEC's Swing Pricing/Liquidity Risk Management Proposal on Retirement Savers

In a recent [letter](#) to SEC Chair Gary Gensler, Senate Health, Education, Labor, and Pensions (HELP) Committee Ranking Member Bill Cassidy and House Education and the Workforce Committee Chairwoman Virginia Foxx expressed their strong opposition to the SEC's Swing Pricing/Liquidity Risk Management Proposal, focusing on its adverse impact on retirement

savers. Cassidy and Foxx addressed the “hard close” element of the proposal, observing that “investors who trade directly with a fund’s transfer agent will have a significant advantage over retirement plan participants, whose trades are typically placed through recordkeepers.” Cassidy and Foxx expressed concerns that “the harm the [p]roposal would cause to the retirement savings of American workers far outweighs any benefits,” and urged the SEC to “reverse course and eliminate a hard close from any future rulemakings.”

## **SEC Commissioner Uyeda Addresses Significant Increase in Shareholder Proposals**

In recent [remarks](#), SEC Commissioner Mark Uyeda commented on shareholder proposals under Rule 14a-8, noting the substantial increase in the number of shareholder proposals submitted during the last two proxy seasons. Uyeda observed that “some asset managers have expressed concern that the influx of shareholder proposals are not resulting in a corresponding increase in enterprise value.” He identified several approaches to address the issue: (1) increasing the use of private ordering to manage shareholder proposals; (2) excluding “proposals on social policy issues that lack a material relationship with the company;” and (3) changing how the SEC staff processes shareholder proposals. Uyeda warned that the SEC may not succeed in its mission to protect investors, maintain fair, orderly, and efficient markets, and facilitate capital formation if it does not “act to prevent value-eroding shareholder proposals from being part of the annual meeting process.”

## **Save the Date: Fall IDC Chapter Meeting in San Francisco**

IDC’s next San Francisco Chapter Meeting will take place on **Monday, December 11**. The meeting will include an informal discussion for participants on topics of current interest in the boardroom. IDC Chapter Meetings are open to Independent and Interested Directors of ICI Member Funds. Please stay tuned for additional information.

## **Mark Your Calendar for Upcoming Events**

All times are shown in eastern time (ET), unless otherwise noted.

### **Conference**

- Fund Directors Conference, October 11–13 (Chicago)

### **Webinar**

- [New and Proposed SEC Fund Disclosure Requirements: What Boards Need to Know, July 12, 12:00 p.m.](#)

### **Speaker Series**

- [A Conversation with Ken Burns, September 12, 1:30 p.m.](#)

### **Industry Segment Call**

- [Directors of ETFs, July 12, 2:00 p.m.](#)

### **Chapter Meeting**

- San Francisco, December 11

A list of IDC events can be found on [IDC’s website](#). Please contact [Paul Mussoni](#) for additional information.

### **In Case You Missed Recent IDC Webinars or IDC Update Editions**

Be sure to check out our recent webinars available on-demand. As a member of IDC, you have access to a library of archived webinars and content.

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