

MR4D00081

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**Securities and Exchange Commission Historical Society  
Description**

**I. Introduction**

The Supreme Court Historical Society (The Society) was formed in September of 1999 under the District of Columbia Nonprofit Corporation Act and will be granted exempt nonprofit status under Section 501(c)(3) of the Internal Revenue Code.

**II. Description**

The United States financial markets are widely regarded as the fairest and most efficient in the world, allowing companies to raise vast quantities of capital. As the world's pre-eminent government securities regulator, the SEC has achieved an excellent record in protecting investors and overseeing the nation's capital markets.

The Securities and Exchange Commission Historical Society has been formed to preserve the history of the SEC, to sponsor research and educational programs regarding the SEC, and to enhance understanding of the development of the U.S. and the world's capital markets.

The Society plans to hold annual meetings of members, to sponsor important policy conferences, to develop oral histories regarding significant regulatory and market developments, to sponsor research and publications, to establish historical archives for personal papers of SEC Commissioners and staff and for papers of market participants, to establish an Internet website in order to facilitate electronic communication with members, scholars and others, and to create a library and museum facility.

By preserving the history of the SEC, its Commissioners, its staff, as well as the histories of other participants in the securities markets, the Society will provide a valuable factual base that will aid subsequent securities market regulators in reaching sound decisions. By sponsoring scholarly research and educational programs, the Society will provide assistance to all those interested in the securities markets.

**III. Program Plans**

The Society intends to engage in a wide range of programs.

**A. A Celebration Reception**

The Society's first public activity will be a late afternoon reception to be held at the National Building Museum in Washington D.C. on May 11, 2000. This first meeting of the Society will feature remarks by SEC Chairman Arthur Levitt, the Honorary Chairman of the Society. The purpose of the reception will be to celebrate the creation of the Society and to publicize its activities.

## **B. An SEC Issues Conference and Other Conferences**

The second public activity of the Society will be an "SEC Major Issues Conference" to be held in October of 2000 with the co-sponsorship of the Commission. The most recent Commission sponsored SEC Major Issues Conference was held in June of 1984 under the leadership of Chairman John S. R. Shad. The Society believes that a similar conference under the leadership of Chairman Arthur Levitt will help to identify the major problems facing the securities markets today and suggest broad outlines of possible approaches to these problems.

As in past SEC Major Issues Conferences, specially invited participants will include academics, lawyers, accountants, economists, market professionals, and government regulators. The Society will expect to publish papers presented at the conference, as well as a record of proceedings. Similar SEC Major Issues Conferences and other conferences will be held in the future.

## **C. Oral Histories**

During the years since the creation of the SEC in 1934, the securities markets have experienced dramatic growth and change. Many of the important early participants in market regulation and market operations are still alive and able to recollect important details regarding significant market and regulatory events. The Society plans to initiate a series of interviews with those persons for the purpose of providing personal recollections of past important market and regulatory events using professional interviewers aided by persons knowledgeable in securities matters.

## **D. Research and Publications Activities**

The Society's governing Trustees include experienced former regulators and experienced former and current market participants. Based upon their collective knowledge, current events, and issues identified at SEC Major Issues Conferences, the Trustees will help the Society to initiate and sponsor academic and practical research subjects of importance to the securities markets. In doing so, the Society will expect to draw upon other organizations and entities with interests in the securities markets for financial support, ideas and assistance in research.

The Society expects at all times to remain objective in its projects and research. It will seek research cooperation with the SEC, securities markets, self-regulatory bodies, the International Organization of Securities Commissions, foreign securities regulators, accounting bodies and other public or semi-public entities. It also plans to seek cooperation from broker-dealers, investment banks, commercial banks, law firms, accounting firms, investment companies, and others whose daily activities provide insight into operation of the securities markets.

## E. Archival Activities

Many SEC Chairmen, Commissioners, and staff members have left their government service in possession of personal papers that can provide extremely important historical background. For instance, the papers of Manual Cohen, who served as an SEC Commissioner from 1961 to 1969 and was Chairman of the Commission from 1964 to 1969, are now housed in part at the SEC and in part in the basement of one of his former executive assistant. The Society will seek to bring all of Chairman Cohen's papers together at a single location and will also seek to gather personal papers of former Chairmen, Commissioners and staff members. Similar efforts will be made to collect the papers of important financial market participants, whose records may help to explain past events and to evaluate the effectiveness of Commission activities. The Society expects not only to collect personal and historical papers, but to catalogue them and make them available to the public.

Another important archival activity will be to collect in a single place an extensive collection of government and private documents relating to the securities markets. Such documents would include:

1. Legislative history relevant to adoption and amendments of the Federal Securities Laws.
2. Special studies, such as the 1963 Special Study of the Securities Markets, the 1969 Wheat Report on Disclosures to Investors, and the 1971 Institutional Investors Study.
3. Records relating to the American Law Institute's Federal Securities Code project.
4. The various studies completed by the SEC and others following securities market declines and disturbances.
5. Studies and documents prepared by the New York Stock Exchange, the National Associations of Securities Dealers, and other self-regulatory organizations.
6. Studies and documents prepared by securities market and other associations such as the Securities Industry Association, the Investment Company Institute and the American Institute of Certified Public Accountants.
7. Studies and documents prepared by investment banks, banks, broker-dealers, commodities and futures dealers, and others.
8. Briefs filed by the SEC.
9. Audio tapes of SEC public meetings.

The SEC has informed the Society that more than 75 cartons of SEC historical material now held in the U.S. Archives may be destroyed unless a suitable place to store them can be found. The Society proposes to receive, store, and catalogue these materials.

## **F. Electronic Communication**

The Society is creating an Internet website, and plans to develop that site to facilitate electronic communication with members, scholars and others.

## **G. A Library and Museum**

The Society expects to establish a permanent library and museum in three stages.

1. Initially, the Society hopes to reach agreement with the SEC allocating space in the SEC building to the Society for storage space. The Society would expect to use this space to store donated records during early periods of collection. During this period, the Society hopes to employ a custodian and librarian who will keep records regarding the materials received. Limited public access would probably be provided.

2. As soon as adequate funds are available, the Society expects to rent larger space in the District of Columbia for the purpose of housing its archival collections. During this phase the Society expects to seek additional materials, to catalogue all materials, and to provide public access to the materials. Memorabilia and documents would be displayed.

3. In a final phase, the Society expects to purchase, construct, or rent space suitable for an Securities and Exchange Commission Historical Society Museum and Library. This building would offer a permanent collection of materials relevant to the history of the SEC and the financial markets that would be open to academic researchers, government agencies, and the public.

## **IV. Organization of the Society**

The Society will be governed by a Board of Trustees comprised of former Commissioners or staff members of the SEC, judges, law teachers, lawyers, accountants, professionals in the securities industry, and specialists in general and legal history, museums, archives or other related activities. The first Trustees will be elected by a small group of initial Trustees. Thereafter the Trustees will select their successors.

The Board of Trustees will be headed by a Chairman and will appoint Trustee Committees in various areas. Day to day activities of the Society will be supervised by a Trustee Executive Committee and will be conducted by a President, Vice Presidents, a Secretary and a Treasurer. The Executive Committee will be authorized to retain an Executive Director, General Counsel and other employees.

The Society's members will receive publications of the Society, will be invited to functions, and will receive an annual report of the Society. Members will be expected to pay membership fees or dues, but the memberships will not include any rights to vote for election of Trustees.

## **V. Funding**

The goals and programs of the Society will require substantial funding. The Society expects to raise funds in several ways.

### **A. Memberships**

The Society will begin its fund raising activities by seeking contributions by persons who are supportive of the goals of the Society and willing to provide initial funding. Later the Society expects to obtain additional funding from members who will receive publications, reports and invitations to events.

### **B. Grants**

The Society will seek grants from organizations and institutions that believe in the Society's goals. Some of the grants are expected to be general in nature, while others are expected to support specific programs.

### **C. Receptions and Conferences**

As described above, from time to time the Society will offer receptions and conferences. The Society plans to recoup expenses of some of these events from those attending and perhaps receive some net income.