

Open Commission Meeting
Tender Offer Policies
May 20, 1985
1:00 p.m.

AGENDA

I. Presentations by Outside Experts (1:00-3:30)

- A. Harrison J. Goldin, Comptroller, City of New York
VC Council of Inst Invest 23 Allen Rd, #100 + B
- B. Douglas Ginsburg, Administrator for Information & Regulatory Affairs, Office of Management and Budget
- C. A. A. Sommer, Jr., Esq., Morgan, Lewis & Bockius
Co-Chm of NYSE Subcommittee on Shareholder Participation and
- D. Philip R. O'Connell, Senior Vice President and Secretary, Champion International Corporation
Qualitative Listing Standards
- E. Lawrence Speidell, Senior Vice President, Batterymarch Financial Management
BRT (200 members) Chairman of CORPORATE RESPONSIBILITY-LAWYERS STEERING #11B portfolio.
- F. *Alan Strassman*

II. Commissioners' Discussion (3:30-5:00)

- A. Commission's 1984 Legislative Proposal
 - 1. Closing the 13D Ten-Day Filing Window
 - 2. Golden Parachutes
 - 3. Defensive Reacquisitions
 - 4. Defensive Share Issuances
 - 5. Greenmail
- B. Dual Class Capitalization vs. One Share/One Vote *OMB*
 - 1. Legislation
 - 2. Exchange Listing Standards
 - 3. Commission Section 19(c) Proceeding
- C. Other Issues

BRT proposal

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Batterymarch
Goldin
OMB
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