



July 6, 2022

Submitted via email to: rule-comments@sec.gov

Vanessa Countryman, Secretary
Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549-060

Subject: The Enhancement and Standardization of Climate-Related Disclosures for Investors, File No. S7-10-22

Dear Ms. Countryman:

The undersigned, representing the officers and members of the Capital Area Chapter of the National Investor Relations Institute (“NIRI”), appreciates the opportunity to provide comments regarding the rule proposal by the Securities and Exchange Commission (“SEC” or “Commission”) to enhance and standardize climate-related disclosures by public companies.¹

Our members are investor relations officers at 16 publicly held companies headquartered primarily in the Washington, DC area, including Maryland and Virginia. These companies, listed on the New York Stock Exchange and the NASDAQ Exchange, have a combined market capitalization of approximately \$233 billion. Our members are also investor relations counselors who advise publicly held companies across the country.

We endorse the points raised by our organization’s national headquarters in its comment letter to you.² We believe they represent the views of a vast majority of the public companies whose investor relations officers are members of NIRI.

In particular, we are concerned about the overly prescriptive nature of this Proposed Rule and the reasons cited:

- Scientific knowledge about how to measure climate change has not been firmly established and continues to evolve.
- Climate-related frameworks that our companies are currently relying on are still developing their standards.
- There is no consensus among public companies and their investors about which specific climate change metrics are the most useful across different companies and industries.

¹ The Enhancement and Standardization of Climate-Related Disclosures for Investors, 87 Fed. Reg. 21,334 (April 11, 2022) (hereinafter “Proposed Rule”).

² See National Investor Relations Institute comment letter, Subject: The Enhancement and Standardization of Climate-Related Disclosures for Investors, June 21, 2022, available at <https://www.sec.gov/comments/s7-10-22/s71022-20132552-303094.pdf>.

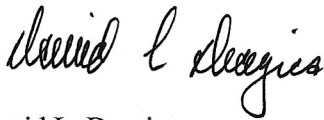
Our concern with an overly prescriptive Proposed Rule is supported in the comment letter submitted on behalf of the Federal Regulation of Securities Committee of the Business Law Section of the American Bar Association (“ABA Comment Letter”) in which they believe that “the Proposed Rules should be revised in some significant ways to ensure that registrants are not unduly burdened by the Commission’s requirements and to ensure that the Commission’s rulemaking is not counterproductive to the goal of providing investors with comparable, *decision-useful information*.”³³ (emphasis added).

We are also concerned about the Proposed Rule appearing to establish new standards of materiality that are unique to climate change risks and impacts. As the previously cited NIRI comment letter points out, mandating granular climate change disclosures is unnecessary, will result in disclosing non-material information of little value to most investors, and will be costly to companies. The ABA Comment Letter also supports this position on materiality as it states: “There are many areas in the Proposed Rules that call for extensive, overly prescriptive disclosures regardless of whether such disclosure would be material to the registrant.”³⁴

We believe the Proposed Rule would result in placing significant disclosure burdens on not only the public companies our chapter represents but also all public companies, and that, as proposed, it is counterproductive to the SEC’s goals of providing investors with comparable, decision-useful information. We urge the Commission to revise the Proposed Rule by addressing these concerns.

The Capital Area Chapter appreciates the opportunity to comment on this proposal to enhance and standardize climate-related disclosures by public companies.

Sincerely,



David L. Dragics
NIRI Capital Area Chapter Advocacy Ambassador
Retired Senior Vice President, Investor Relations
CACI International Inc

cc: The Honorable Gary Gensler
The Honorable Hester M. Pierce
The Honorable Caroline A. Crenshaw
The Honorable Jaime Lizárraga
The Honorable Mark Uyeda
Niels Holch, Vice President of Public Policy and Advocacy, NIRI

³³ See American Bar Association Business Law Section comment letter, Subject: File No. S7-10-22, Release Nos. 33-11042; 34-94478, The Enhancement and Standardization of Climate-Related Disclosures for Investors, June 24, 2022, available at <https://www.sec.gov/comments/s7-10-22/s71022-20132946-303300.pdf>.

³⁴ *Id.*