

MEMORANDUM

To: Members of the Committee on Financial Services

From: Committee Staff

Date: July 13, 2023

Subject: Subcommittee on Capital Markets Hearing entitled “Oversight of the SEC’s Division of Corporation Finance.”

On Tuesday, July 18, 2023, at 10:00 a.m. (ET), the Subcommittee on Capital Markets will hold a hearing in 2128 Rayburn House Office Building entitled “Oversight of the SEC’s Division of Corporation Finance.” Testifying at the hearing will be:

- **Erik Gerding**, Director, Division of Corporation Finance, U.S. Securities and Exchange Commission

Background

During the peak of the Great Depression, Congress passed the Securities Act of 1933 (Securities Act) and the Securities and Exchange Act of 1934 (Exchange Act), which created the SEC. The SEC’s mission is to: (1) protect investors; (2) maintain fair, orderly, and efficient markets; and (3) facilitate capital formation. In support of the SEC’s mission, the Division seeks to ensure that investors are provided with material information in order to make informed investment decisions. This includes when a company initially offers its securities to the public and on an ongoing basis as it continues to give information to the marketplace. The Division also provides legal and accounting interpretive advice to the Commission and the public with respect to SEC rules and forms and makes recommendations to the Commission regarding new rules and revisions to existing rules. In addition, the Division provides advice to companies, investors, and their advisors by issuing Staff Legal and Accounting Bulletins, staff Disclosure Guidance Topics, updates to the Division’s Financial Reporting Manual, no-action and interpretive letters and Compliance and Disclosure Interpretations.¹

This hearing will examine the regulatory developments, rulemakings, and activities that the Division of Corporation Finance has undertaken during Chair Gensler’s tenure at the Commission.

¹ See About the Division of Corporation Finance at <https://www.sec.gov/divisions/corpfin/cfabout>.