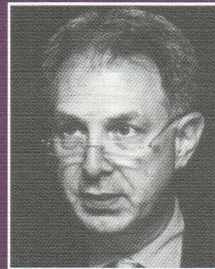
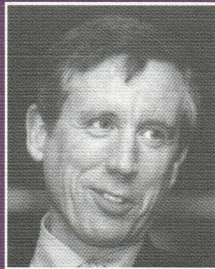
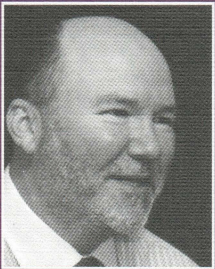
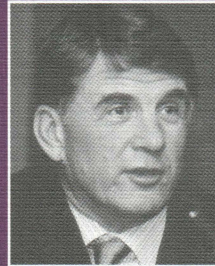
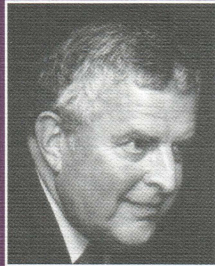
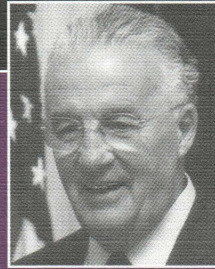
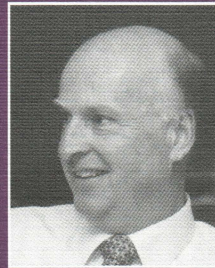
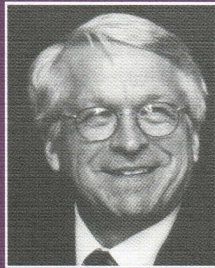
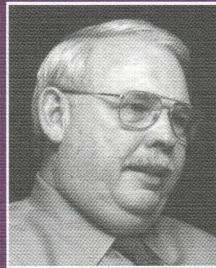
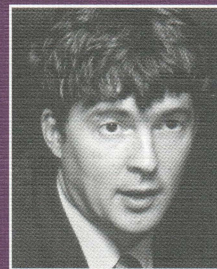
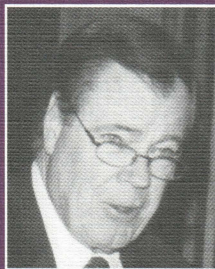


SECURITIES AND EXCHANGE COMMISSION HISTORICAL SOCIETY



Highlights of 2004



Letter from the President

Dear Friends:

2004 has been a solid year of growth for the Securities and Exchange Commission Historical Society. Our mission – to preserve and share the history and historic records of the U.S. Securities and Exchange Commission and of the securities industry – is being met with the continuing development of the virtual museum and archive at www.sechistorical.org. 9,000 persons from around the nation and the world now visit the museum's collections annually.

A catalyst for the growth of the collections and of visitation in 2004 has been the variety of original educational programs which we were able to broadcast online and archive during the year. We would like to thank the many institutions and individuals who partnered with us to make these programs possible.

We are particularly grateful for the opportunity this year to take the lead in commemorating the 70th anniversary of the founding of the SEC on June 6, 1934 by sponsoring several memorable events further described in this publication.

The Society grew internally: expanding the size and enhancing the role of the Advisory Council; adding a second staff person – Heidi Zimmerman as Office/Program Manager; and moving to our own office space at 1101 Pennsylvania Avenue NW in Washington, D.C. We would like to thank Fried Frank Harris Shriver & Jacobson for providing space and services to the Society from 1999 to now.

This Highlights of 2004 Report illustrates the robust achievements that the Society has made with your help. The 2004 Annual Report, published later this year, will provide the Society's audited financial statement and list all contributors for the year.

On behalf of the Board of Trustees, thank you for all that you have done and continue to do for the Securities and Exchange Commission Historical Society.

Sincerely,



Robert J. Kueppers
President

HIGHLIGHTS OF 2004 REPORT

The Highlights of 2004 is the narrative section of the Securities and Exchange Commission Historical Society's 2004 Annual Report. The 2004 financial statement and list of donors will be published in the 2004 Annual Report later in 2005.

Carla L. Rosati, CFRE, *Editor*
Five on Your Eye Design, *Design and Publication*
Scavone Photography and Bill DiLunardi, *Photography*

SECURITIES AND EXCHANGE COMMISSION HISTORICAL SOCIETY

The Securities and Exchange Commission Historical Society, a 501(c)(3) non-profit organization independent of and separate from the U.S. Securities and Exchange Commission, preserves and shares the history and historic records of the SEC and of the securities industry through its virtual museum and archive at www.sechistorical.org. The virtual museum and archive makes broadly available primary materials on the impact that the SEC has had on the growth of U.S. and international capital markets since its inception, and contributes to the understanding of how the SEC has shaped and continues to shape U.S. and international capital markets.

Trustees

David M. Becker; Donald L. Calvin; Margaret M. Foran; Sheldon I. Goldfarb; Edward F. Greene; Stanley Keller, *Secretary*; Richard G. Ketchum; Robert J. Kueppers, *President*; Theodore A. Levine, *Chairman*; David B.H. Martin, Jr.; Richard M. Phillips; Thomas L. Riesenber, *Vice President and Treasurer*; Richard H. Rowe, *Vice President*; Paul Saltzman, Elisse B. Walter, *Vice President*

Administration

Carla L. Rosati, CFRE, *Executive Director*
Heidi J. Zimmerman, *Office/Program Manager*

1101 Pennsylvania Avenue NW
Suite 600
Washington, D.C. 20004
202-756-5015, 202-756-5014 (fax)
www.sechistorical.org

ON THE COVER: Many persons participated in the 2004 programs and activities of the Securities and Exchange Commission Historical Society. Some of them are shown on the cover: William Donaldson, June 2, 2004; Doris Kearns Goodwin, June 3, 2004; Paul Sarbanes, June 8, 2004; Edward Fleischman, March 30, 2004; William Brodsky, April 15, 2004; Richard Nesson, November 11, 2004; Michael McCarthy, April 20, 2004; Elaine Buckberg, July 27, 2004; James Barratt, September 21, 2004; Aulana Peters, June 2, 2004; Donald Donahue, November 11, 2004; Jeffrey Baliban, July 27, 2004; Theresa Gabaldon, July 27, 2004; Mary Schapiro, June 2, 2004; David Ruder, June 2, 2004; Alger Chapman, April 15, 2004; Peter Romeo, March 30, 2004; Paul Hinton, July 27, 2004; Ernest Ten Eyck, September 21, 2004; Christopher Taylor, April 20, 2004; Donald Langevoort, September 21, 2004.

Growth of the Virtual Museum and Archive at www.sechistorical.org

The Society's virtual museum and archive of SEC and securities industry history at www.sechistorical.org attracted 9,000 visitors and users during 2004. Papers was the most visited section, followed by Online Programs, Oral Histories, the Timeline, and Photos.

Significant additions to the virtual museum and archive included:

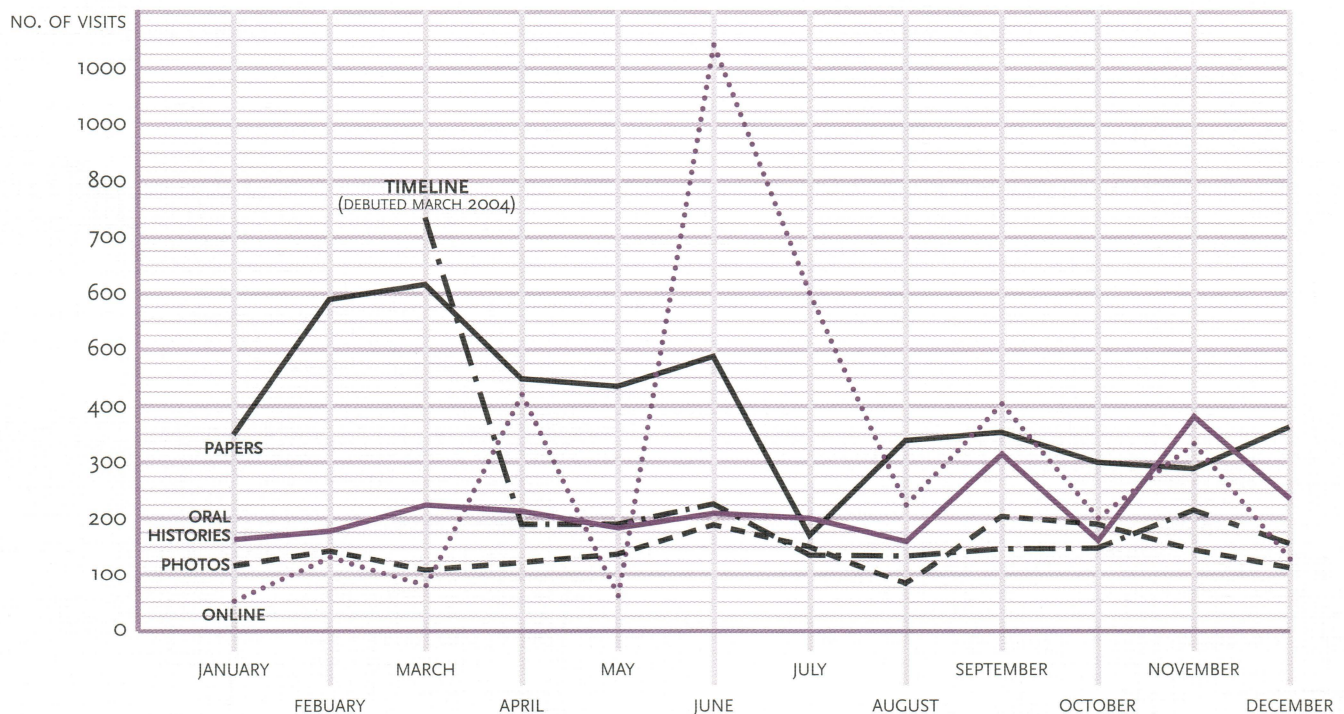
- a timeline of SEC and securities industry history events, against a timeline of U.S. and world events from the 1930s to the present.
- the April 1940 U.S. Senate hearings on the registration and regulation of investment companies and investment advisers.
- the 1960 report on regulatory agencies prepared by James Landis for President-elect Kennedy.
- digitization of a 1964 videotaped interview with Carman Blough, the first Chief Accountant of the SEC.
- a group oral histories Roundtable on the Ivan Boesky case.

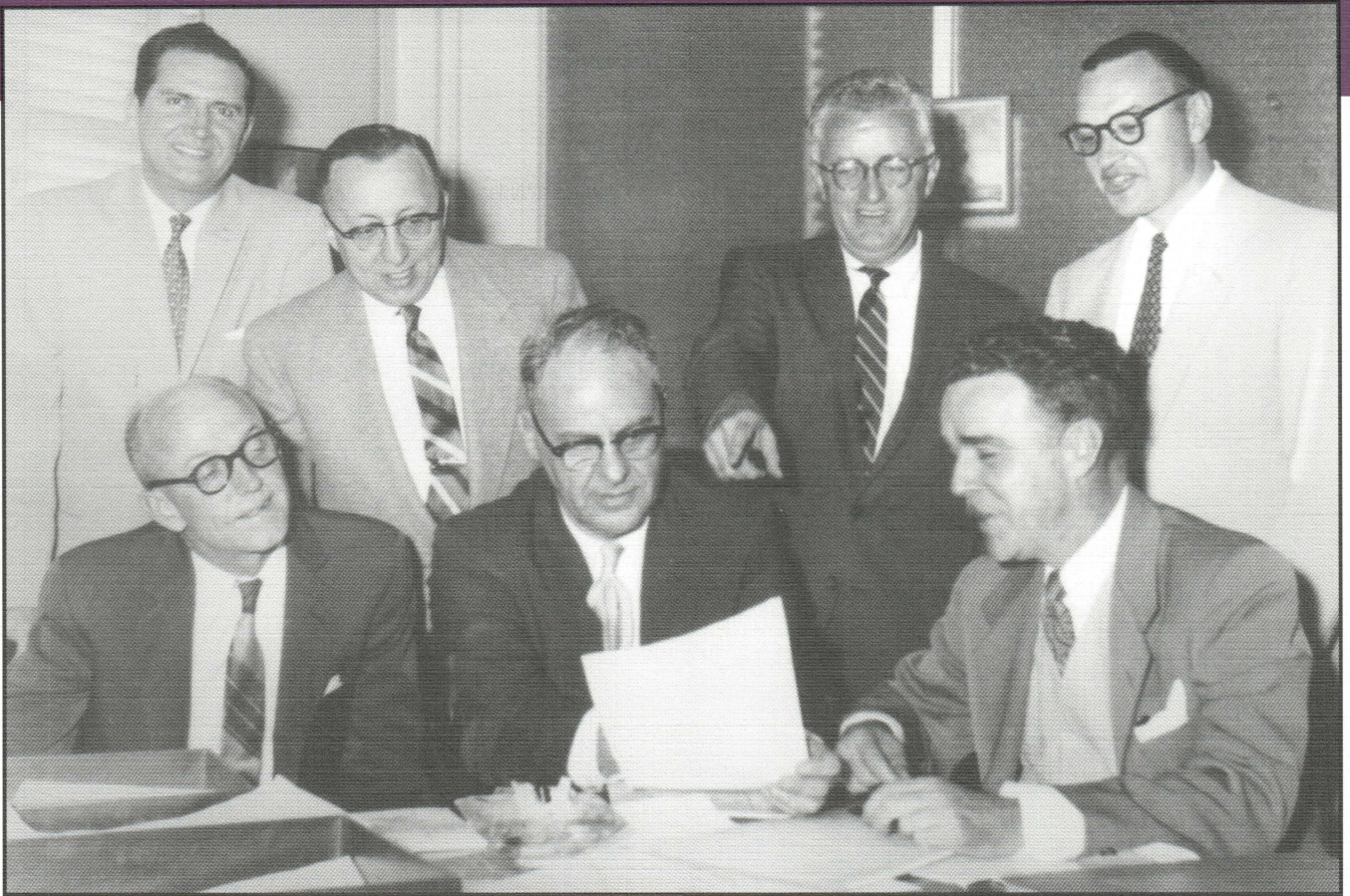
- oral histories interviews with Justin Feldman, Leonard Leiman, Richard Rowe, Carl Schneider, and William Wood.

The Board of Trustees formed the Museum Committee to serve as curator for the development of the virtual museum and archive in the coming years, to follow the standards set by the American Association of Museums for accredited museums.

Presentations of the virtual museum and archive were given in Atlanta, Frankfurt, London, Miami and San Francisco in October and November, demonstrating how the museum is available worldwide 24/7.

What's new for 2005? The Museum Committee will begin building "galleries" on key subjects in SEC and securities industry history, adding and bringing together all materials – documents, photos, oral histories, online programs, and links – in the museum which highlight that topic. Watch for the opening of the first gallery on Joseph P. Kennedy and the creation of the SEC next year.





DIVISION OF CORPORATE REGULATION STAFF MEMBERS, DECEMBER 1957 – (STANDING) KARL SMELTZER, JACK ELIAS, JOHN MORRIS AND AL RAIZEN; (SEATED) RODNEY RUSSELL, HAROLD SWEETWOOD AND FRANK FIELD (GIFT OF KARL SMELTZER)

2004 Programs and Partnerships

The Securities and Exchange Commission Historical Society sponsored or produced eleven programs in 2004, many broadcast live on www.sechistorical.org and preserved in the virtual museum and archive.

Two programs in June 2004 – the Roundtable of SEC Chairmen, and the 5th Annual Meeting – helped to commemorate the 70th anniversary of the founding of the U.S. Securities and Exchange Commission in 1934, and are highlighted on page 4.

The fireside chats – the Society’s signature online interactive program – debuted in 2004 with Professor Donald Langevoort of Georgetown University Law Center as moderator. The chats included:

- February 22nd – *The Transformation of Wall Street*.
- April 20th – Municipal Securities Regulation, sponsored by The Bond Market Association with the Municipal Securities Rulemaking Board.
- June 22nd – State Securities Regulation, sponsored by the

North American Securities Administrators Association.

- September 21st – FTI and Forensic Accounting, sponsored by FTI Consulting, Inc.
- November 11th – Business Recovery Requirements for Clearance and Settlement Organizations in Light of September 11th, sponsored by The Depository Trust and Clearing Corporation.

In partnership with the Museum of American Financial History and the National Council on Economic Education, the Society presented “Self-Regulation and the Exchanges in an Historical Perspective,” a panel discussion in New York City on April 15th. The program was made possible by Pfizer, Inc. and The McGraw-Hill Companies, Inc.

The Society broadcast “Safe Harbors” on March 30th, coordinated by the Corporation Finance Committee in tribute to Alan Levenson and Linda Quinn, two former directors of the Division of Corporation Finance who died in 2003.

In July, "The Best of NERA," moderated by Professor Theresa Gabaldon of The George Washington University Law School, featured top presentations from NERA Economic Consulting's 2004 Finance, Law & Economics Securities Litigation Seminar. The program was made possible by NERA Economic Consulting.

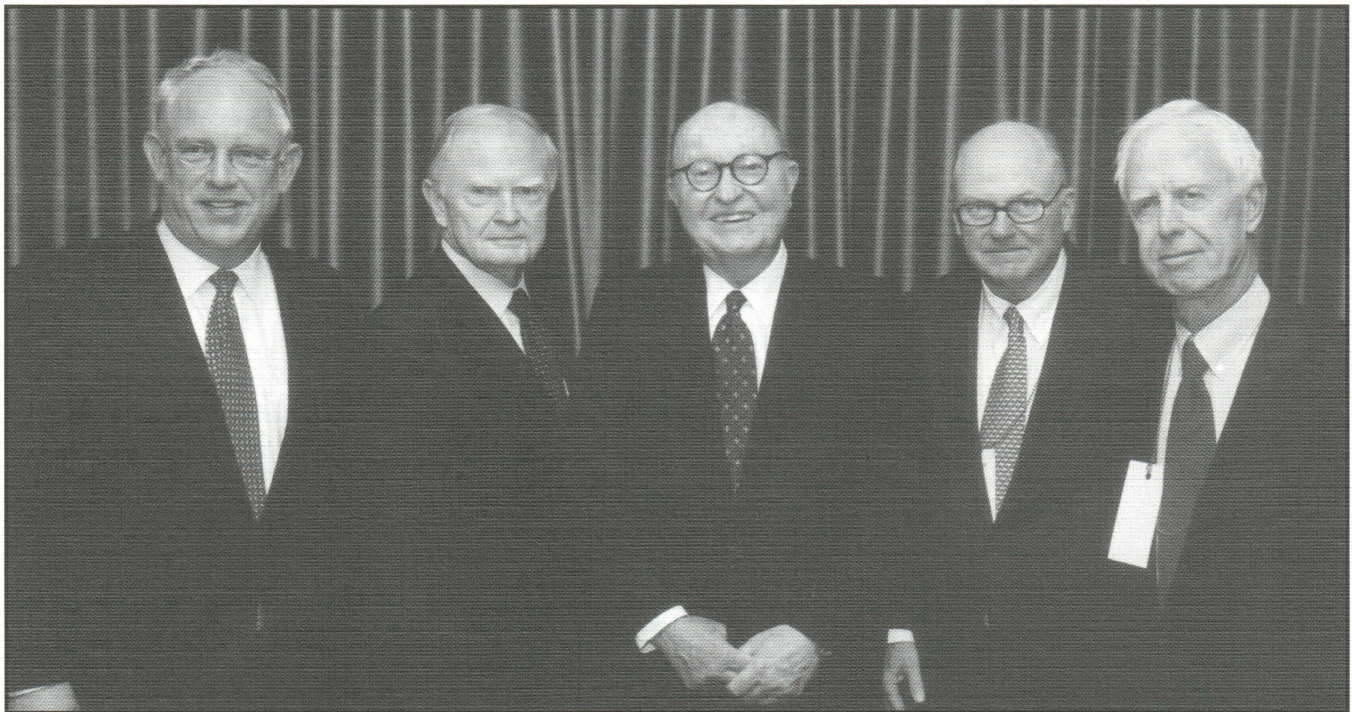
The Society was a partner with The George Washington University Law School with the 24th Annual Manuel F. Cohen Memorial Lecture in March, and with Fordham University Law School with the 5th Annual A.A. Sommer, Jr. Memorial Lecture in November.

The Society was also involved in two partnerships in 2004 to help commemorate the SEC's 70th anniversary. The Franklin & Eleanor Roosevelt Institute joined with the Society to present "The SEC: A New Era," with Senator Paul Sarbanes at the National Press Club in Washington in June. The Notre Dame University Law School, in conjunction with the Society, coordinated "The SEC at 70" symposium in September.

What will be online in 2005? The fireside chats will resume February 15th with a discussion on shareholder rights; upcoming chats will discuss executive compensation, Regulation FD and real-time disclosure, cross-border regulation, and professional responsibility. In addition, a four-part online series on developments in the mutual fund industry will be broadcast on successive weeks in March, and "The Best of NERA II" will be online in July.

The Society will also offer two live and online programs in 2005:

- the 6th Annual Meeting – "Crisis and Resolve: The SEC and the Securities Industry Remember September 11, 2001," with former SEC Chairman Harvey L. Pitt as keynote speaker – on June 9th in New York City.
- a Roundtable on Enforcement Remedies, coordinated by the Enforcement Committee in partnership with the New York University Center for Law & Business, on October 20th in New York City.



THE JUNE 2ND ROUNDTABLE OF SEC CHAIRMEN: RICHARD BREEDEN, RODERICK HILLS, DAVID RUDER, G. BRADFORD COOK AND ARTHUR LEVITT.

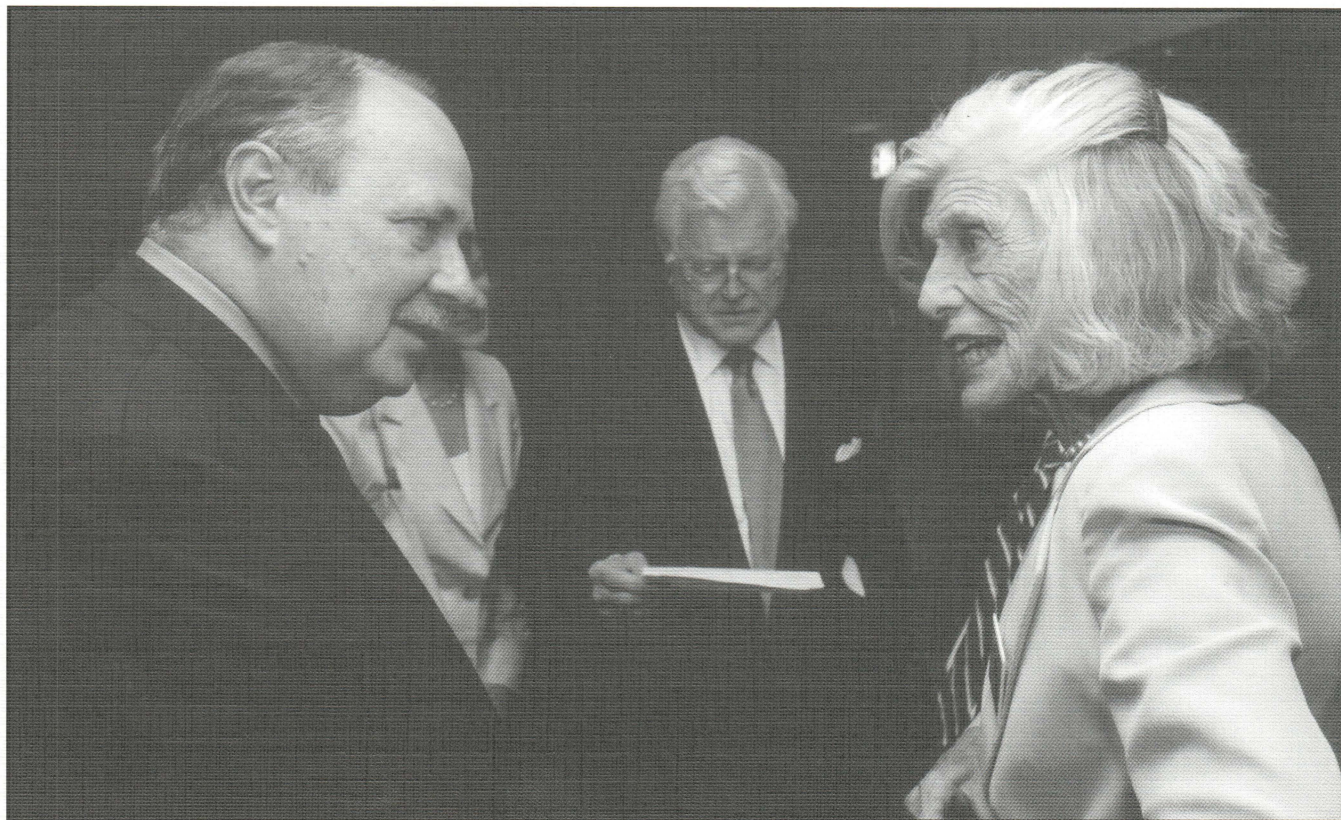
Commemorating the 70th Anniversary of the SEC

The Securities and Exchange Commission Historical Society took the lead in 2004 in commemorating the 70th anniversary of the founding of the U.S. Securities and Exchange Commission on June 6, 1934:

- A Roundtable of SEC Chairmen on June 2nd brought together five former Chairmen of the SEC – Richard Breeden (1989-93), G. Bradford Cook (1973), Roderick Hills (1975-77), Arthur Levitt (1993-2001) and David Ruder (1987-89) – in front of a capacity audience at the SEC, and broadcast live on www.sechistorical.org. The Roundtable is now archived in videotape and transcript format, along with papers written by the former Chairmen in preparation for the Roundtable, in the virtual museum and archive.
- The Society hosted a dinner for the current Commission,

former Chairmen and Commissioners, and spouses of deceased Chairmen and Commissioners, on June 2nd.

- On June 3rd, the Society's 5th Annual Meeting focused on the creation of the SEC, with a presentation by Pulitzer Prize-winning author Doris Kearns Goodwin on Joseph P. Kennedy as the first SEC Chairman. Senator Edward M. Kennedy and Eunice Kennedy Shriver, two of Mr. Kennedy's children, were among the guests.
- The Society culminated the commemorative year on December 8th with the presentation of a bust of former SEC Chairman James M. Landis, a gift to the Society from Justin N. Feldman, to the SEC on long-term loan. The bust will be on display in both the current and new SEC buildings.



SOCIETY PRESIDENT ROBERT KUEPPERS TALKS WITH EUNICE KENNEDY SHRIVER AT THE ANNUAL MEETING. SENATOR AND MRS. EDWARD KENNEDY ARE IN THE CENTER.

Thanks to Our 2004 Institution Donors

The Securities and Exchange Commission Historical Society thanks the following institutions which have joined in support of the Society for 2004, with special thanks to those institutions marked with ♡ which have given consistent annual support to the Society since our founding in 1999:

The 1934 Circle

(grants of \$25,000 or more)

ASECA – Association of SEC Alumni
Fried Frank Harris Shriver & Jacobson ♡
Wachtell, Lipton, Rosen & Katz ♡

The FDR Circle

(grants of \$10,000 to \$24,999)

AICPA – American Institute of Certified
Public Accountants
Anheuser-Busch Cos., Inc.
The Bond Market Association
Cleary Gottlieb Steen & Hamilton
Credit Suisse First Boston
Deloitte & Touche LLP ♡
Ernst & Young LLP
Federal Bar Association –
Securities Law Committee
KPMG LLP
NASD
Pfizer, Inc.
PricewaterhouseCoopers LLP
Skadden Arps Slate Meagher & Flom ♡
UBS, Inc.
Wilmer Cutler Pickering Hale & Dorr LLP
Norman and Rosita Winston Foundation

The Chairmen's Circle

(grants of \$5,000 to \$9,999)

American Express
Baker Botts LLP
Bank of America
Citigroup
Citigroup Global Markets, Inc.
Debevoise & Plimpton LLP ♡
The Depository Trust & Clearing Corporation
General Electric Company
Jenner & Block LLP

Katten Muchin Zavis Rosenman
The Joseph P. Kennedy, Jr. Foundation
Kirkpatrick & Lockhart
Kramer Levin Naftalis & Frankel LLP
McDonald's Corporation
Nasdaq Stock Market, Inc.
NERA Economic Consulting
Schering-Plough Corporation
Shearman and Sterling LLP
Standard & Poor's
Starr Foundation
Sullivan & Cromwell LLP
Time Warner, Inc.
The Vanguard Group
Weil, Gotshal & Manges LLP
Wilson Sonsini Goodrich & Rosati

The June 6th Circle

(grants of \$2,500 to \$4,999)

Bowne & Co., Inc.
Covington & Burling
Gardner Carton & Douglas LLP
Goldman Sachs & Co.
Hogan & Hartson LLP
Lehman Brothers, Inc.
Lexecon, Inc.
Merrill Lynch, Pierce Fenner & Smith, Inc.
Municipal Securities Rulemaking Board
Palmer & Dodge LLP
Promontory Financial Group LLC
Prudential Financial, Inc.
Sidley Austin Brown & Wood LLP

The Commissioners' Circle

(grants of \$1,000 to \$2,499)

Bialkin Family Foundation
Chicago Board Options Exchange
Cornerstone Research, Inc.
E*Trade
Howrey Simon Arnold & White
International Securities Exchange

Investment Company Institute
Kellogg Huber Hansen Todd & Evans PLLC
Kingsford Capital Management LLC
McCue, Inc. (in-kind support)
The McGraw-Hill Companies, Inc.
(in-kind support)
Milberg Weiss Bershad & Schulman LLP
National Stock Exchange
Pacific Exchange
Pepper Hamilton LLP
Philadelphia Stock Exchange
Pickard & Djinis LLP
RBS Greenwich Capital
Securities Industry Association
Securities Industry Association –
Compliance and Legal Division
Shartsis Frieze & Ginsburg LLP
Stillman & Friedman PC
Sutherland Asbill & Brennan LLP
Taft, Stettinius & Hollister LLP
TIAA-CREF

The Director's Circle

(grants of \$500 to \$999)

Cairo & Alexandria Stock Exchanges
ChevronTexaco Corporation
Jones & Keller, P.C.

Matching Gifts

Altria Group, Inc.
CIGNA
Deutsche Bank
Maverick Capital Charities
Mayer Brown Rowe & Maw LLP
New York Stock Exchange Foundation, Inc.
The Vanguard Group
Washington Management
Corporation Foundation



MILTON COHEN, SEPTEMBER 3, 1965 (GIFT OF MILTON COHEN).

Milton H. Cohen, 1911-2004

"It is evident that maintaining a 'fair field of competition' cannot result from either extreme of routine application of antitrust laws or abnegation of antitrust policies. A complex and sensitive balancing between competition and regulation is involved, and this is perhaps the basic policy to which attention must now be addressed."

*from a 1971 letter from Milton Cohen to
The New York Times, in the Society's
virtual museum and archive*

Milton H. Cohen, a native of Milwaukee, joined the staff of the U.S. Securities and Exchange Commission in 1935 and worked in the Divisions of Forms and Regulations, and of Public Utilities, before leaving after World War II for private practice in Chicago. In 1963, he returned to the SEC as director of the Special Study. His remembrance of the Special Study and of his work at the SEC are preserved in the virtual museum and archive at www.sechistorical.org.

HIGHLIGHTS OF 2004

SECURITIES AND EXCHANGE COMMISSION HISTORICAL SOCIETY
1101 PENNSYLVANIA AVE., N.W. | SUITE 600 | WASHINGTON, D.C. 20004

First-Class Mail
U.S. POSTAGE PAID
Rockville, Md.
Permit #3539

Save the Date • 2005 Annual Meeting • June 9, 2005 • New York City