



UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
STATION PLACE  
100 F STREET, NE  
WASHINGTON, DC 20549-2465

Office of FOIA Services

December 5, 2022

Mr. John E. Deaton  
The Deaton Law Firm  
450 North Broadway  
East Providence, RI 02914

Re: Freedom of Information Act (FOIA), 5 U.S.C. § 552  
Request No. **22-00013-OIG**

Dear Mr. Deaton:

This is the final response to your August 5, 2022 request, as amended on August 30, 2022, for the following:

1. All responsive records (as specified herein) maintained by: the SEC's Office of the Chair; the SEC's Division of Corporation Finance; the SEC's Office of the Ethics Counsel; and the SEC's Office of the Strategic Hub for Innovation and Financial Technology (FinHub).
2. The types of records sought related to the evaluation of EMPOWR's Referral (attached hereto as Attachment 1) include: (a) any and all agency documents, including emails, referenced in EMPOWR's Referral that were reviewed and/or created and/or investigated by SEC staff upon receipt of the EMPOWR Referral; (b) any and all agency documents, including emails, reviewed and/or created by SEC staff regarding William Hinman's ("Mr. Hinman") compliance or noncompliance with SEC policy and/or federal regulations; (c) any and all agency documents, including emails, reviewed and/or created by SEC staff regarding Mr. Hinman's incentives/financial gains through his former employer, Simpson Thacher & Bartlett LLP, during his tenure with the Commission; (d) any and all agency documents, notes and/or emails reviewed and/or created by SEC staff regarding communications between Mr. Hinman and any personnel from the SEC's Office of the Ethics Counsel related to Mr. Hinman's speech, *Digital Asset Transactions: When Howey Met Gary (Plastic)*, at the Yahoo Finance All Markets Summit in San Francisco, California on June 14,

2018; and (e) any and all agency documents, including emails, reviewed and/or created by SEC staff that demonstrate that Mr. Hinman's June 14, 2018 speech was prescreened for any potential conflicts of interest.

I am withholding records that may be responsive to your request under 5 U.S.C. § 552(b)(7)(A). This exemption protects from disclosure records compiled for law enforcement purposes, the release of which could reasonably be expected to interfere with enforcement activities. Since Exemption 7(A) protects the records from disclosure, I have not determined if other exemptions apply. Therefore, we reserve the right to assert other exemptions when Exemption 7(A) no longer applies.

It is the general policy of the SEC to conduct its investigations on a non-public basis. Thus, subject to the provisions of FOIA, the SEC does not disclose the existence or non-existence of an investigation or information gathered unless made a matter of public record in proceedings brought before the SEC or in the courts. Accordingly, the assertion of this exemption should not be construed as an indication by the SEC or its staff that any violations of law have occurred with respect to any person, entity, or security. Please be advised that I have considered the foreseeable harm standard in preparing this response.

I am the deciding official with regard to this determination. You have the right to appeal my decision to the SEC's General Counsel under 5 U.S.C. § 552(a)(6), 17 CFR § 200.80(f)(1). The appeal must be received within ninety (90) calendar days of the date of this adverse decision. Your appeal must be in writing, clearly marked "Freedom of Information Act Appeal," and should identify the requested records. The appeal may include facts and authorities you consider appropriate.

You may file your appeal by completing the online Appeal form located at [https://www.sec.gov/forms/request\\_appeal](https://www.sec.gov/forms/request_appeal), or mail your appeal to the Office of FOIA Services of the Securities and Exchange Commission located at Station Place, 100 F Street NE, Mail Stop 2465, Washington, D.C. 20549, or deliver it to Room 1120 at that address.

If you have any questions, you can contact me at [sifordm@sec.gov](mailto:sifordm@sec.gov) or (202) 551-7201. You may also contact the SEC's FOIA Public Service Center at [foiapa@sec.gov](mailto:foiapa@sec.gov) or (202) 551-7900. For more information about the FOIA Public Service Center and

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other options available to you, please see the attached addendum.

Sincerely,

A handwritten signature in black ink, appearing to read 'M. Siford', written in a cursive style.

Mark P. Siford  
Attorney Adviser  
Office of FOIA Services

## ADDENDUM

For further assistance you can contact a SEC FOIA Public Liaison by calling (202) 551-7900 or visiting <https://www.sec.gov/oso/help/foia-contact.html>.

SEC FOIA Public Liaisons are supervisory staff within the Office of FOIA Services. They can assist FOIA requesters with general questions or concerns about the SEC's FOIA process or about the processing of their specific request.

In addition, you may also contact the Office of Government Information Services (OGIS) at the National Archives and Records Administration to inquire about the FOIA dispute resolution services it offers. OGIS can be reached at 1-877-684-6448 or via e-mail at [ogis@nara.gov](mailto:ogis@nara.gov). Information concerning services offered by OGIS can be found at their website at [Archives.gov](https://www.archives.gov). Note that contacting the FOIA Public Liaison or OGIS does not stop the 90-day appeal clock and is not a substitute for filing an administrative appeal.