

Suspend the Rules and Pass the Bill, H.R. 2792, With an Amendment

(The amendment strikes all after the enacting clause and inserts a new text)

118TH CONGRESS
1ST SESSION

H. R. 2792

To require the Securities and Exchange Commission to carry out a study and rulemaking on the definition of the term “small entity” for purposes of the securities laws, and for other purposes.

IN THE HOUSE OF REPRESENTATIVES

APRIL 20, 2023

Mrs. WAGNER introduced the following bill; which was referred to the Committee on Financial Services

A BILL

To require the Securities and Exchange Commission to carry out a study and rulemaking on the definition of the term “small entity” for purposes of the securities laws, and for other purposes.

1 *Be it enacted by the Senate and House of Representa-*
2 *tives of the United States of America in Congress assembled,*

3 **SECTION 1. SHORT TITLE.**

4 This Act may be cited as the “Small Entity Update
5 Act”.

1 **SEC. 2. STUDIES, REPORTS, AND RULES REGARDING SMALL**
2 **ENTITIES.**

3 (a) DEFINITIONS.—In this section—

4 (1) the term “Commission” means the Securi-
5 ties and Exchange Commission; and

6 (2) the term “small entity”—

7 (A) has the meaning given the term in sec-
8 tion 601 of title 5, United States Code, with re-
9 spect to the activities of the Commission; and

10 (B) includes any definition established by
11 the Commission of the term “small business”,
12 “small organization”, or “small governmental
13 jurisdiction” under paragraph (3), (4), or (5),
14 respectively, of section 601 of title 5, United
15 States Code, with respect to the activities of the
16 Commission.

17 (b) STUDIES AND REPORTS.—Not later than 1 year
18 after the date of enactment of this Act, and again 5 years
19 thereafter, the Commission shall—

20 (1) conduct a study of the definition of the
21 term “small entity” with respect to the activities of
22 the Commission for the purposes of chapter 6 of
23 title 5, United States Code, which shall consider—

24 (A) the extent to which the definition of
25 the term “small entity”, as in effect during the
26 period in which the study is conducted, aligns

1 with the findings and declarations made under
2 section 2(a) of the Regulatory Flexibility Act (5
3 U.S.C. 601 note);

4 (B) the amount by which financial markets
5 in the United States have grown since the last
6 time the Commission amended the definition of
7 the term “small entity”, if applicable; and

8 (C) how the Commission should define the
9 term “small entity” to ensure that a meaningful
10 number of entities would fall under that defini-
11 tion; and

12 (2) submit to Congress a report that includes—

13 (A) the results of the applicable study con-
14 ducted under paragraph (1); and

15 (B) specific and detailed recommendations
16 on the ways in which the Commission could
17 amend the definition of the term “small entity”
18 to—

19 (i) be consistent with the results de-
20 scribed in subparagraph (A); and

21 (ii) expand the number of entities cov-
22 ered by such definition.

23 (c) RULEMAKING.—After the completion of each
24 study required under subsection (b), the Commission shall,

1 subject to public notice and comment, revise the rules of
2 the Commission consistent with the results of such study.

3 (d) INFLATION ADJUSTMENTS.—As soon as prac-
4 ticable following the date of enactment of this Act, and
5 every 5 years thereafter, the Commission shall adjust all
6 dollar figures under the definition of small entity estab-
7 lished by the Commission to reflect the change in the Con-
8 sumer Price Index for All Urban Consumers published by
9 the Bureau of Labor Statistics of the Department of
10 Labor.