



ILLINOIS CPA SOCIETY

December 9, 2015

Technical Director  
Financial Accounting Standards Board  
401 Merritt 7, P.O. Box 5116  
Norwalk, CT 06856-5116

File Reference Nos. 2015-300 and 2015-310 – Proposed Concepts Statement, *Conceptual Framework for Financial Reporting Chapter 3: Qualitative Characteristics of Useful Financial Information* and Proposed Accounting Standards Update, *Notes to Financial Statements (Topic 235): Assessing Whether Disclosures Are Material*

The Accounting Principles Committee of the Illinois CPA Society (Committee) appreciates the opportunity to provide its perspective on the Proposed Concepts Statement, *Conceptual Framework for Financial Reporting Chapter 3: Qualitative Characteristics of Useful Financial Information* and the Proposed Accounting Standards Update, *Notes to Financial Statements (Topic 235): Assessing Whether Disclosures Are Material*. The Committee is a voluntary group of CPAs from public practice, industry and education. Our comments represent the collective views of the Committee members and not the individual views of the members or the organizations with which they are affiliated. The organization and operating procedures of the Committee are outlined in Appendix A to this letter.

Our committee generally agrees with the proposed change in the definition of materiality from the definition included in Concepts Statement No. 8 to the approach applied by the Supreme Court. We believe the latter approach is an accurate representation of practice and is consistent with the guidance in Concepts Statement No. 2 *Qualitative Characteristics of Accounting Information*. Therefore, we do not object to including the legal definition of materiality in the conceptual framework. However, we do not believe it is appropriate to simply define materiality as a legal concept. We believe the Board should define materiality, as it did in Concepts Statement No. 2, and should do so within the Accounting Standards Codification. We believe the change the Board made in issuing Concepts Statement No. 8 in September 2010, stating that “Information is material if omitting it or misstating it could influence decisions that users make on the basis of the financial information of a specific reporting entity” sets such a low threshold that a reporting entity, in order to avoid exposing itself to the inevitable second-guessing that occurs in our legal framework, would elect to provide every disclosure included in a Codification section, whether the reporting entity believes that information is material to users.

We appreciate the opportunity to offer our comments.

Sincerely,

**Scott G. Lehman, CPA**

Chair, Accounting Principles Committee

**Ryan Brady, CPA**

Vice Chair, Accounting Principles Committee

## APPENDIX A

### ACCOUNTING PRINCIPLES COMMITTEE ORGANIZATION AND OPERATING PROCEDURES 2015-2016

The Accounting Principles Committee of the Illinois CPA Society (Committee) is composed of the following technically qualified, experienced members appointed from industry, education and public accounting. These members have Committee service ranging from newly appointed to more than 20 years. The Committee is an appointed senior technical committee of the Society and has been delegated the authority to issue written positions representing the Society on matters regarding the setting of accounting standards. The Committee's comments reflect solely the views of the Committee and do not purport to represent the views of their business affiliations.

The Committee usually operates by assigning Subcommittees of its members to fully study and discuss exposure documents proposing additions to or revisions of accounting standards. The Subcommittee ordinarily develops a proposed response that is considered, discussed and voted on by the full Committee. Support by the full Committee then results in the issuance of a formal response, which at times includes a minority viewpoint. Current members of the Committee and their business affiliations are as follows:

#### Public Accounting Firms:

##### Large: (national & regional)

Ryan Brady, CPA (Vice Chair)	Grant Thornton LLP
John Hepp, CPA	Grant Thornton LLP
David Jamiolkowski, CPA	Baker Tilly Virchow Krause, LLP
William Keirse, CPA	Ernst & Young LLP
Scott Lehman, CPA (Chair)	Crowe Horwath LLP
Reid Mitchell, CPA	Wipfli LLP
Elizabeth Prossnitz, CPA	BDO USA LLP

##### Medium: (more than 40 professionals)

Timothy Bellazzini, CPA	Sikich LLP
Christopher Cameron, CPA	Kutchins Robbins & Diamond Ltd
Michael Kidd, CPA	Mowery & Schoenfeld LLC
Matthew Mitzen, CPA	Frost Ruttenberg & Rothlatt PC
Krunal Shah, CPA	Mitchell & Titus LLP
Jeffery Watson, CPA	Miller Cooper & Company Ltd

##### Small: (less than 40 professionals)

Peggy Brady, CPA	Selden Fox, Ltd.
Marvin Hoffman, CPA	Bronswick, Reicin, Pollack, Ltd.
Brian Kot, CPA	Cray Kaiser Ltd CPAs
Joshua Lance, CPA	Joshua Lance CPA, LLC

#### Industry:

Rose Cammarata, CPA	CME Group Inc.
Anand Dalal, CPA	Toji Trading Group LLC
Ashlee Earl, CPA	Seaway Bank and Trust Company
Jeffrey Ellis, CPA	FTI Consulting, Inc.
Farah Hollenbeck, CPA	Abbvie
Marianne Lorenz, CPA	AGL Resources Inc.
Michael Maffei, CPA	GATX Corporation
Ying McEwen, CPA	Case New Holland
Anthony Peters, CPA	McDonald's Corporation
Martin Ross, CPA	Riveron Consulting LP
Amanda Rzepka, CPA	Jet Support Services, Inc.
Richard Tarapchak, CPA	National Material

#### Staff Representative:

Gayle Floresca, CPA	Illinois CPA Society
---------------------	----------------------