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Office of the Secretary
Public Company Accounting Oversight Board
1666 K Street, N.W.
Washington, D.C. 20006-2803

RE: PCAOB Rulemaking Docket Matter No. 030, Proposed Audit Standard Related To Communications With Audit Committee And Related Amendments To Certain PCAOB Auditing Standards, PCAOB Release No. 2010-01

Office of the Secretary:

Crowe Horwath LLP appreciates the opportunity to comment on the Public Company Accounting Oversight Board's ("PCAOB" or "Board") Proposed Auditing Standard, (the "Proposed Standard"). This letter contains our general comments on certain matters contained in the Proposed Standard.

We support the Proposed Standard, and believe the requirements it proposes will enhance the relevance and effectiveness of the communications between the auditor and audit committee as well as emphasize the importance of effective two-way communication between the auditor and the audit committee to better achieve the objectives of the audit.

However, we believe there are several matters that should be addressed before the Proposed Standard is adopted. We have provided specific observations and comments on the Proposed Standard in the body of this letter which we believe will assist the Board in achieving its goals for this Proposed Standard. The matters are organized by paragraph number to expedite consideration.

Paragraph 8

This paragraph states: *"The auditor should inquire of the audit committee whether it is aware of matters that may be related to the audit, including complaints or concerns raised regarding accounting or auditing matters."* The Proposed Standard does not address how this inquiry should be documented. The Board should consider requiring an audit committee representation letter addressed to the auditor which would provide written confirmation of their awareness of certain matters relating to the audit. The Board could provide within the Proposed Standard an example representation letter that would be modified based on individual circumstances as well as a requirement that the letter be signed by the Audit Committee Chairman and the Audit Committee designated accounting expert. We believe this would help strengthen and clarify the communication between the auditors and the audit committee.

Paragraph 10a

Auditors are to communicate the following to the audit committee: *"The auditor's determination of whether persons with specialized skill or knowledge are needed to apply the planned audit procedures or evaluate the audit results."* It is unclear whether the Board intended this to be all persons, just persons outside of the audit firm, or both. Audit firms may have individuals with specialized skills who are part of the engagement team, and it is not clear if the above provision requires disclosure of those individuals to the audit committee. We suggest that the Board add clarification to the requirements set forth in this Paragraph by specifying if the auditor needs to communicate to the audit committee specialists employed by the firm, external specialists or both.

Paragraph 12 (Note)

According to the "Note" at the end of paragraph 12, the auditor is responsible for determining whether or not all the matters in paragraph 12 were adequately described by management to the audit committee. Considering that the auditors may not know all communications between management and the audit committee, we believe it is inappropriate to require the auditors to determine if the communication was adequate.

Paragraph 13b.iii

In disclosure of critical accounting policies and practices with the audit committee, the auditor is responsible to include *"how current and anticipated future events generally may affect the determination by the auditor of whether certain policies and practices are considered critical."* We do not believe it is appropriate to include "anticipated future events" in this communication. The auditor cannot predict the future and we believe it is inappropriate to require such conjecture by the Proposed Standard. We recommend the phrase "and anticipated future" be dropped from the sentence.

Paragraph 13d

Reference in paragraph 13c is based on "Critical accounting estimates". However, the term "critical" is excluded from paragraph 13d and we believe it is appropriate to add "critical" to this paragraph so it reads *"Critical Accounting Estimates. If the auditor determines that potential bias exists in management's critical accounting estimates."*

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Crowe Horwath LLP supports the Board's efforts to improve its auditing standards with the objective of furthering the public interest. We hope our comments and observations will assist the Board in its consideration of the Proposed Standard. We would be pleased to discuss our comments with members of the Board or its staff. If you would like to discuss with us any of our observations, please contact Wes Williams or Mike Yates.

Cordially,

Crowe Horwath LLP