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December 17, 2007

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

RE: Preliminary Staff Views – October 17, 2007

Dear Sir/Madam:

This letter is in response to the above-captioned release and the opportunity to submit comments on the PCAOB's Preliminary Staff Views on An Audit of Internal Control that is Integrated with an Audit of Financial Statements: Guidance for Auditors of Smaller Public Companies, dated October 17, 2007.

Initially, these title of the preliminary staff views should be adjusted to add "over Financial Reporting" to the title to read: "Preliminary Staff Views on An Audit of Internal Control over **Financial Reporting** that is Integrated with an Audit of Financial Statements: Guidance for Auditors of Smaller Public Companies, dated October 17, 2007. This will make the title consistent with AS 5 and alleviate any misgivings in regards to the contents.

On Page 19, there is a discussion of Evaluating Integrity and Ethical Values, which is integral to any audit. These are very difficult to quantify and this evaluation is subjective in nature. My question is should there be a requirement, especially in the audits of smaller public companies that management can exert significant influence over a company, to perform a certain level of substantive testing in regards to fraud? I realize the difficulty in specifying testing in this regard, due to the inherent nature of quantifying the control environment, but I believe additional detail in regards to level and types of fraud testing could be of great benefit to auditors.

On Page 20, in the fourth sentence on the discussion of Evaluating Whistleblower programs, the Staff discusses the intention of audit procedures are to assess whether the programs are “appropriately implemented, monitored and maintained”. Throughout this discussion, there is no mention of a review of the sufficiency of the Whistleblower program. Many companies are meeting the minimum standard in regards to compliance with Whistleblower programs but are they sufficient and effective in operation? I believe this is a question the PCAOB should begin to ask.

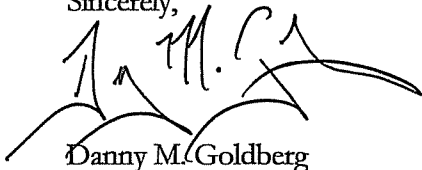
On page 26, Chapter 5, the Staff discusses auditing information technology controls in a less complex IT environment. In the final paragraph of the chapter on page 33, the Staff discusses controls over spreadsheets on a very minimal part. I believe the PCAOB should be much more specific as to the testing that should be completed in regards to key spreadsheets. I am well versed Price Waterhouse Cooper’s whitepaper on the subject as well as IT Control Objectives for Sarbanes-Oxley, 2nd Edition however I believe the PCAOB should compile and standardize this data for all auditors to maintain consistency during the audit process.

Finally, I do not believe the Staff addressed the issue of reliance on the work of others in a small public company. Does the size of the company affect the reliance aspect and overall risk assessment other than the key points outlined in the document? Should there be lesser reliance on the work of others if it is a small company? I believe this should be addressed specifically by the PCAOB.

Thank you for the opportunity to comment and I hope these comments are useful.

These comments are made on my personal behalf and reflect my personal views and opinions and not of my employer.

Sincerely,

A handwritten signature in black ink, appearing to read "D. M. Goldberg". The signature is stylized with a large, sweeping flourish that extends to the right and then loops back under the name.

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