

COUNCIL OF INSTITUTIONAL INVESTORS

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Via Email

March 31, 2008

Nancy M. Morris
Federal Advisory Committee Officer
Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549-1090

*Re: Progress Report of the SEC Advisory Committee on Improvements to
Financial Reporting (File Number: 265-24)*

Dear Ms. Morris:

The Council of Institutional Investors (“Council”) appreciates the opportunity to provide our input on the Progress Report of the SEC Advisory Committee on Improvements to Financial Reporting (“Progress Report”).¹ The Council is an association of more than 130 public, corporate, and union pension funds with combined assets of over \$3 trillion.²

As a leading voice for long-term, patient capital, the Council believes that accurate, transparent, and understandable financial accounting and reporting information is critical to investors in making investment decisions and to the overall well-being of the capital markets. That strong belief is reflected in the Council’s policy on “Independence of Accounting and Auditing Standard Setting”³ unanimously approved by our General Members⁴ last year.

¹ Progress Report of the SEC Advisory Committee on Improvements to Financial Reporting, Securities Act Release No. 8896, Exchange Act Release No. 57,331 (Feb. 14, 2008), *available at* <http://www.sec.gov/rules/other/2008/33-8896.pdf> [hereinafter *Progress Report*].

² A list of the members of the Council of Institutional Investors (“Council”) can be downloaded at http://www.cii.org/about/council_members.

³ Council, Policies on Other Governance Issues, Independence of Accounting and Auditing Standard Setting 1 (adopted Mar. 20, 2007), *available at* <http://www.cii.org/UserFiles/file/council%20policies/Redesigned%20CII%20Policies%20on%20Other%20Governance%20Issues%201-29-08.pdf> [hereinafter *Council Policies*]. The governance policies of the Council are part of a living document that is constantly reviewed and updated. Council, Council Policies (2008), *available at* <http://www.cii.org/policies>. Those policies are intended to set standards or recommended best practices that the Council members believe companies and boards should adopt. *Id.*

⁴ Council “General Members” are restricted to employee benefit plans, state or local agencies officially charged with the investment of plan assets, non-profit endowment funds and non-profit foundations. Council, General Members (2008), *available at* http://www.cii.org/about/council_members. General members are eligible to participate in all Council meetings and seminars sponsored by the Council and are

