

AMERICAN SOCIETY OF CORPORATE SECRETARIES
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November 15, 2004

Jonathan G. Katz, Secretary
United States Securities and Exchange Commission
450 Fifth Street, NW
Washington, DC 20549-0609

VIA E-MAIL (rule-comments@sec.gov)

Re: **Enhancing Commission Filings Through the Use of Tagged Data**
File No.: S7-36-04
Release Nos.: 33-8497; 34-50454; 35-27895; 39-2429; IC-26623

Dear Mr. Katz:

The American Society of Corporate Secretaries, Inc. (ASCS) is a professional association founded in 1946, serving more than 3,000 issuers. Job responsibilities of our members include working with corporate boards of directors and senior management regarding corporate governance; assuring issuer compliance with securities regulations and listing requirements; and coordinating activities with shareholders such as proxy voting for the annual meeting of shareholders and negotiation of shareholder proposals. The majority of ASCS members are attorneys. This letter is submitted in response to the Commission's request for comment in connection with the concept release entitled "Enhancing Commission Filings Through the Use of Tagged Data."

We commend the Commission for exploring the potential for data-tagging to improve the utility of published financial information. We agree that the ability of financial statement users to access and use the financial information for analytical purposes would be a valuable utility. In light of the points we make below, and the points that others more expert have made, we also support a cautious approach to instituting a requirement to use XBRL.

- **Voluntary Program**–We believe that the voluntary pilot program will permit our concerns below to be more fully examined and studied. There is some concern that XBRL's overall complexity - as well as the current state of XBRL's taxonomy–poses significant risks should this become a mandatory program in the near future.
- **Potential Costs**–We have been hearing from experts that the cost of providing financials in XBRL will be quite substantial. We encourage the Commission to

carefully weigh the burdens and costs to companies and their shareholders of this potential initiative, especially given the significant costs of compliance with other recent laws and rules, with Section 404 of Sarbanes-Oxley as one example.

- Need for SEC Assistance—Preparing financials in XBRL will require technical expertise, and many companies undoubtedly will need assistance from the Staff. We are concerned that XBRL is too complex to implement at this stage in its development considering its fairly limited use for other applications. Nevertheless, if and when XBRL is implemented, there will be a need for substantial SEC technical assistance.

Thank you for the opportunity to comment on this initiative. Please do not hesitate to contact us if you have any questions.

Cordially,

Securities Law Committee
of the American Society of Corporate Secretaries

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