



VIA E-MAIL

May 17, 2012

International Ethics Standards Board for Accountants
International Federation of Accountants
545 Fifth Avenue, 14th Floor
New York, NY 10017

Re: Exposure Draft: *Proposed Change to the Definition of “Engagement Team”*

Dear Members of the International Ethics Standards Board for Accountants:

The American Institute of Certified Public Accountants’ (AICPA) Professional Ethics Executive Committee (PEEC) is pleased to submit this comment letter to the International Ethics Standards Board for Accountants (IESBA) on its Exposure Draft: *Proposed Change to the Definition of “Engagement Team”* (the “Exposure Draft”).

We support the IESBA’s efforts to review and clarify, where necessary, the requirements contained in the IESBA *Code of Ethics for Professional Accountants* (the “Code”). Throughout its history the AICPA has been deeply committed to promoting and strengthening independence and ethics standards. Through the PEEC, the AICPA devotes significant resources to independence and ethics activities, including evaluating existing standards, proposing new standards, and interpreting and enforcing those standards.

General Comments

We agree with the IESBA that individuals within an audit client’s internal audit function providing direct assistance on the engagement in accordance with ISA 610, *Using the Work of Internal Auditors* should be excluded from the definition of “Engagement team” and should not be required to meet the independence requirements that apply to members of the engagement team. Accordingly, we support the proposed revision to the definition of engagement team that clarifies such individuals would not be considered part of the engagement team.

We appreciate this opportunity to comment. We would be pleased to discuss in further detail our comments and any other matters with respect to the IESBA’s Exposure Draft.

Sincerely,

Wes Williams, CPA

Wes Williams, CPA
Chair, Professional Ethics Executive Committee

cc: Kenneth Dakdduk, Chair, IESBA
Lisa A. Snyder, Director, Professional Ethics Division