

XBRL US National Conference 2011

September 26 & 27
Gaylord Opryland | Nashville, TN

Get More Out of XBRL
Strategies for Public Companies

Presented by

xbri.us

XBRL basics session

Part I

XBRL basics session



Welcome / introduction / participant poll

- Welcome
- Introduce presenters / panelists
- Participant poll

XBRL basics session



Overview of basics session

- Day 1
 - Refresher - XBRL Basics and SEC requirements
 - Overview of tag basics and tag selection criteria and the US GAAP Taxonomy
 - Interactive panel discussion
- Day 2
 - Selecting, finding and extending the appropriate tags
 - Dimensions (detail tagging)
 - Checking your work
 - Managing the process
 - XBRL controls process
 - Interactive panel discussions / activities

XBRL basics session

XBRL basics refresher



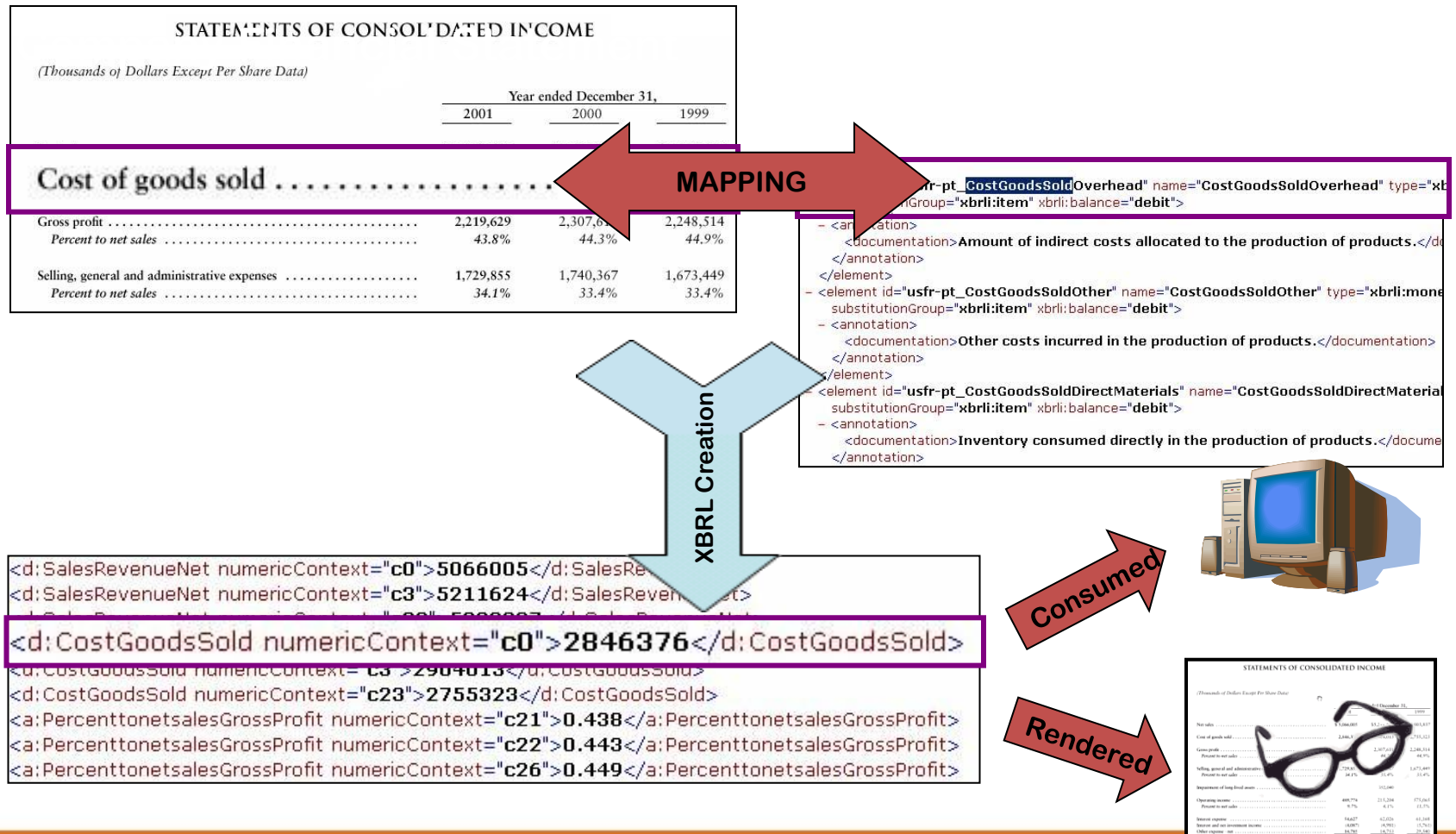
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XBRL basics session

XBRL basics refresher – what is XBRL



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XBRL basics session



XBRL basics refresher – what is XBRL

- XBRL (eXtensible Business Reporting Language)
 - Machine-readable tagged data (meta-data)
 - Standardized way to communicate business and financial information
 - The “bar code” of the financial reporting world
 - Not a standard chart of accounts
- Primary users
 - Investors, regulators and potentially lenders
- Benefits:

Better	Faster	Cheaper
Accuracy	No rekeying or “scrubbing”	Automated
Accessibility	Instant user access	Software independent
Analysis	More frequent updates	Less effort to use

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XBRL basics refresher – what is XBRL

ABC Corporation (in millions)

Balance sheets

	2009	June 30 2008
Assets		
Current assets:		
Cash equivalents	\$ 19,188	\$ 21,081
Short-term investments (including securities pledged as collateral of \$3,797 and \$9,624)	54,322	86,183
Total cash and short-term investments	73,510	107,264
Accounts receivable, net of allowance for doubtful accounts of \$357 and \$426	35,601	29,252
Inventories	3,538	4,640
Deferred income taxes	5,962	6,091
Other	7,514	6,641
Total current assets	126,125	153,888

21,081 - What is being tagged?

Cash/cash equivalents: **21,081,000,000**

Currency: **US dollars**

Reporting period: **2008-06-30**

Balance: **Debit**

Company: **ABC Corporation**

Statement: **Balance sheet**

Definition: **Cash equivalents, excluding items classified as marketable securities, include short-term, highly liquid investments that are both readily convertible to known amounts of cash, and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates**

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XBRL basics refresher – taxonomy

- What:
 - Electronic dictionary of business reporting concepts (elements) used to report business data.
 - Elements have attributes (name, balance, etc.)
 - Elements have relationships with other elements (labels (e.g., definition), authoritative references, additive, presentational etc.) using parent-child tree structures.
 - Extensible
- Why:
 - To allow for the reporting of financial information (e.e.. SEC reporting) in XBRL
 - To provide a common set of tags for XBRL enabling financial reports to allow for consistency and comparability between companies.
 - To provide a framework to represent all of the relationships and information found in existing financial reports.

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Extension taxonomies

- Allows the user to create a new taxonomy (layer) over the base taxonomy in order to customize it without changing / altering the original.
- Add new elements and domain members not present in the taxonomy.
- Change calculation and presentation relationships to match user's reports.
- Change human readable labels without changing the meaning of the element.

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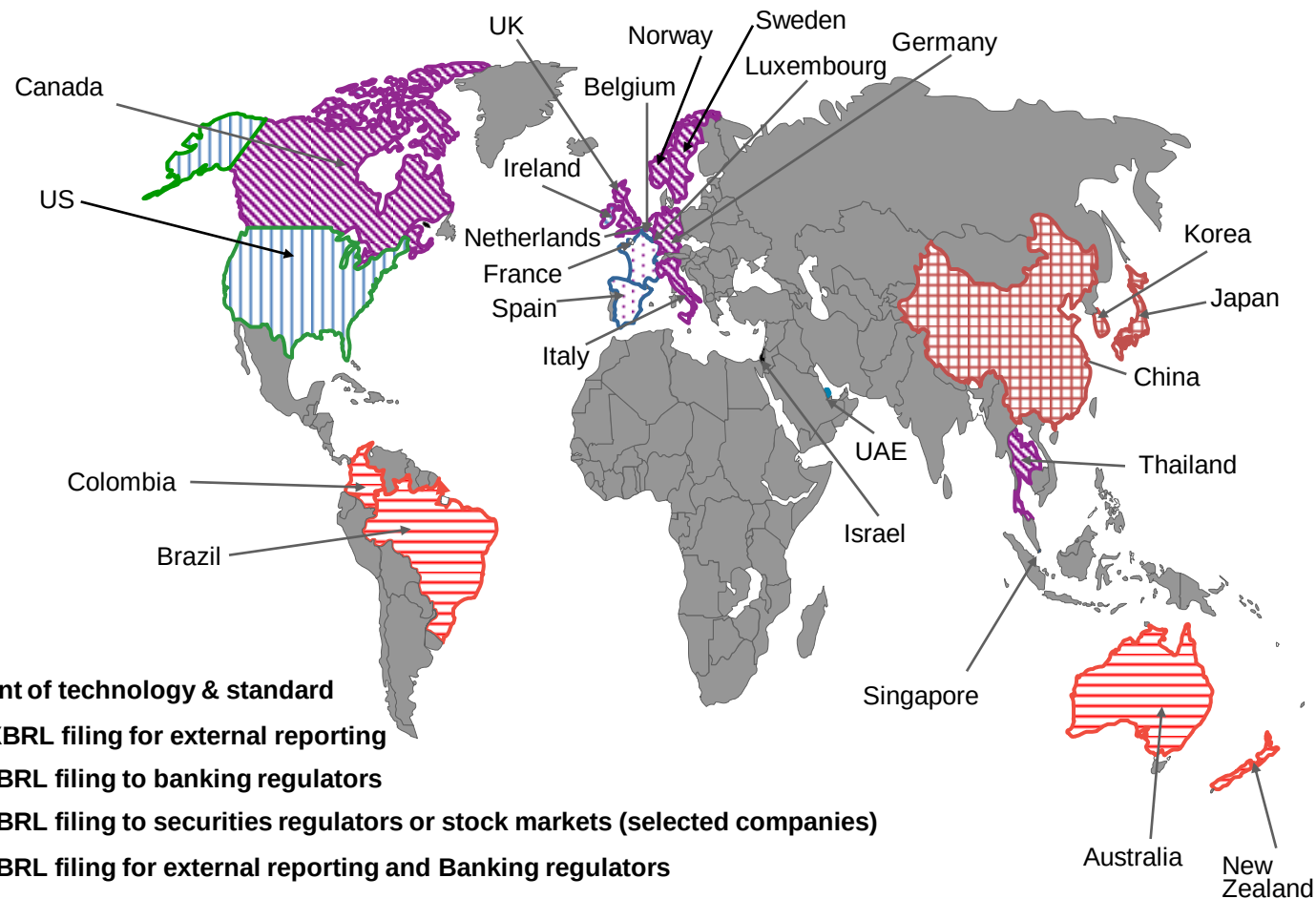


XBRL basics refresher – common use cases globally

- **There are three primary country regulators who most often have mandatory or voluntary XBRL programs:**
 - I. Banking/financial services regulators (most common)
 - II. Listed company regulators (including certain stock exchanges)
 - III. Company ‘registration’ entities
 - IV. Tax regulators (the least)
- Most regulator activities are fairly independent of other regulator activities in a given country. However, three countries are implementing multiple regulator programs: Netherlands, Australia and China.

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XBRL basics refresher – global adoption



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XBRL basics refresher – organizations

- **XBRL International (xbrl.org)**
 - Not-for-profit consortium of approximately 500 companies and agencies worldwide working together to build the XBRL and promote its adoption.
 - Areas of focus:
 - The continued development of the XBRL specifications.
 - Creation of new jurisdictions and members.
- **XBRL US (xbrl.us)**
 - Not-for-profit organization of companies and agencies that supports the implementation of XBRL in the United States through awareness activities and development of taxonomies relevant for use by US public and private sectors.
- **Other**
 - XBRL-Europe
 - XBRL country jurisdictions (~20)

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SEC rule refresher



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SEC rule – overview

- XBRL exhibit is submitted in addition to the traditional format financial statements for:
 - Periodic annual and quarterly reports (Forms 10-K, 10-Q, 20-F, 40-F)
 - Transition reports on 8-K and 6-K including updates and revisions
 - Securities Act registration statements
- Tagging requirements are phased in (during transition period)

	Financial statements	Footnotes and schedules
Year 1	Yes	Block tagging
Year 2	Yes	Detail tagging ¹

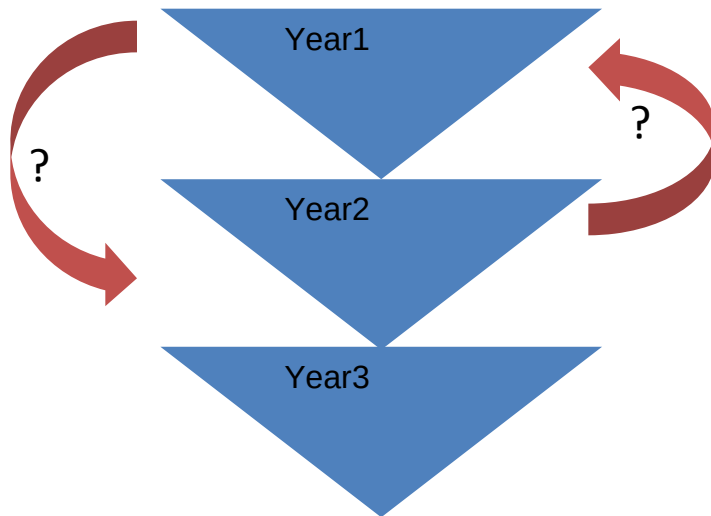
- Submission of information outside of the financial statements, footnotes and schedules is currently prohibited
- Same liability as traditional filing except for the initial 24 months of required submissions
- Thirty-day grace period permitted for initial XBRL exhibits (1st block text and 1st detail)

¹Includes tagging of each amount and block tagging of footnotes, accounting policies and tables. Detail tagging of text is optional.

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XBRL Essentials – Detailed Footnote Tagging

Phase-in complexities



Early compliance for now is only permitted for US GAAP Filers

- Each year of the phase-in should be thought of as a phase-in "group"
- Companies need to reassess the group they belong to at the end of each fiscal year
- Change in public float can result in movement between groups (this can effect first-time submission date as well as first date for detailed tagging)
- Requirement for detailed tagging of footnotes begins in the second year of XBRL reporting

XBRL Essentials – Detailed Footnote Tagging

Financial information required to be tagged

Face of financial statements (all periods presented)

Financial statement footnote transitional provisions:

- Year 1 - “Block” tagging of footnotes and financial statement schedules is permitted
- Year 2 and beyond - Footnote tagging must include:
 - Each significant accounting policy, wherever located
 - Each table within a footnote
 - Each quantitative amount within a footnote (with selective carve out)

Tagging of additional narrative footnote disclosures is permitted but not required

XBRL Essentials – Detailed Footnote Tagging

Financial information required to be tagged (continued)

- MD&A, executive compensation, or other financial, statistical or narrative disclosure outside the financials is not permitted to be tagged
- Financial information in certain other financial statements or pro forma financial statements is not subject to requirement
- Requirements are intended to be "disclosure neutral"

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Timing & grace periods, website postings, modified liability provisions

Timing and Grace Periods

- Exhibit is generally required to be submitted concurrently with related filings with two exceptions:
 1. First XBRL exhibit is due no later than 30 days subsequent to the filing to which it relates
 2. First XBRL exhibit with detailed footnote tagging due no later than 30 days subsequent to the filing to which it relates
- First exhibits will be permitted to be an amendment to the form to which the exhibit relates. Amendment should include a cover page, explanatory note, signature page, exhibit index, and Exhibit 101

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Timing & grace periods, website postings, modified liability provisions (continued)

- Corporate Website Posting Requirements

- Required to be posted on company's corporate website by end of the calendar day submitted or required to be submitted to the SEC
- Required to remain on website for at least 12 months
- Implications of Late Submission / Posting

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Timing & grace periods, website postings, modified liability provisions (continued)

- Reliability and Federal Securities Laws
- SEC expectations regarding accuracy and reliability
- Modified Liability Provisions
 - Interactive data submitted within 24 months of first required submission are subject to limited liability under federal securities laws (e.g. furnished not filed)
 - XBRL exhibit falls within disclosure controls and procedures but is excluded from officer certifications
 - Modified liability provisions will not apply to any interactive data file submitted after October 31, 2014
 - Final rules do not address liability provisions for 'viewable interactive data' as displayed through software available on the Commission's website

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SEC rule – detail tagging requirements example

Level i
Block text tag
(entire note)

Level ii
Block text tag
(each significant
accounting
policy)

Level iii
Block text tag
(each table)

Note 2 – Significant Accounting Policies

XXX XXX X XXX XXXX XXXX **\$20 Million** XXX XXXX XXX XXX XXXX

XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX

XXXXX XXXX **15%** XXXXXXXXXXXX XXXXXXXXXXXXXXXXXXXXXXXX XXXXXXXXXXXX

XXXX XXX XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX **\$4.6 Billion** XXXXXXXX

Table (in millions)	Segment A	Segment B
XXXXXXXXXXXXXXXXXXXXXXXXXXXX	100	300
XXXXXXXXXXXXXX	200	400
XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX	3000	200
XXXXXXXXXXXXXXXXXXXXXXXXXXXX	0	100
XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX	600	900

Level iv
Detail tag
(individual
amounts in
narrative)

**Dimension
members**

Level iv
Detail tag
(individual
table
amounts)

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SEC rule – detail tagging requirements

- Significant accounting policies
 - Each significant accounting policy, regardless of its location in the notes, must be individually tagged with “textblock” tags reflecting what is in the traditional financial statement.
- Tables
 - Each table within each note to the financial statements must be tagged with a single “textblock” tag (exclude descriptive table title).
- Amounts in the notes to the financial statements and required supplemental schedules
 - All amounts (monetary, percentage and number) in each note to the financial statement and required schedule must be individually tagged. This applies to amounts that are either presented numerically (e.g., 7%) or written out (e.g., seven percent).

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XBRL Essentials – Detail Tagging

Volume / magnitude of work significantly increased

- Average number of tags almost tripled with detailed tagging
- Significant % of amounts in notes used extension tags
- # of extensions varied entirely by industry and lesser by statement

Average # of unique tags	Tier 2	Tier 1
Line Items	120	255
Members	4	45
Total	124	300

Average % of extensions*	Tier 2	Tier 1
Face of F/Ss (including members)	11%	13%
Notes: Line items/text block	12%	40%
Members	<1%	60%

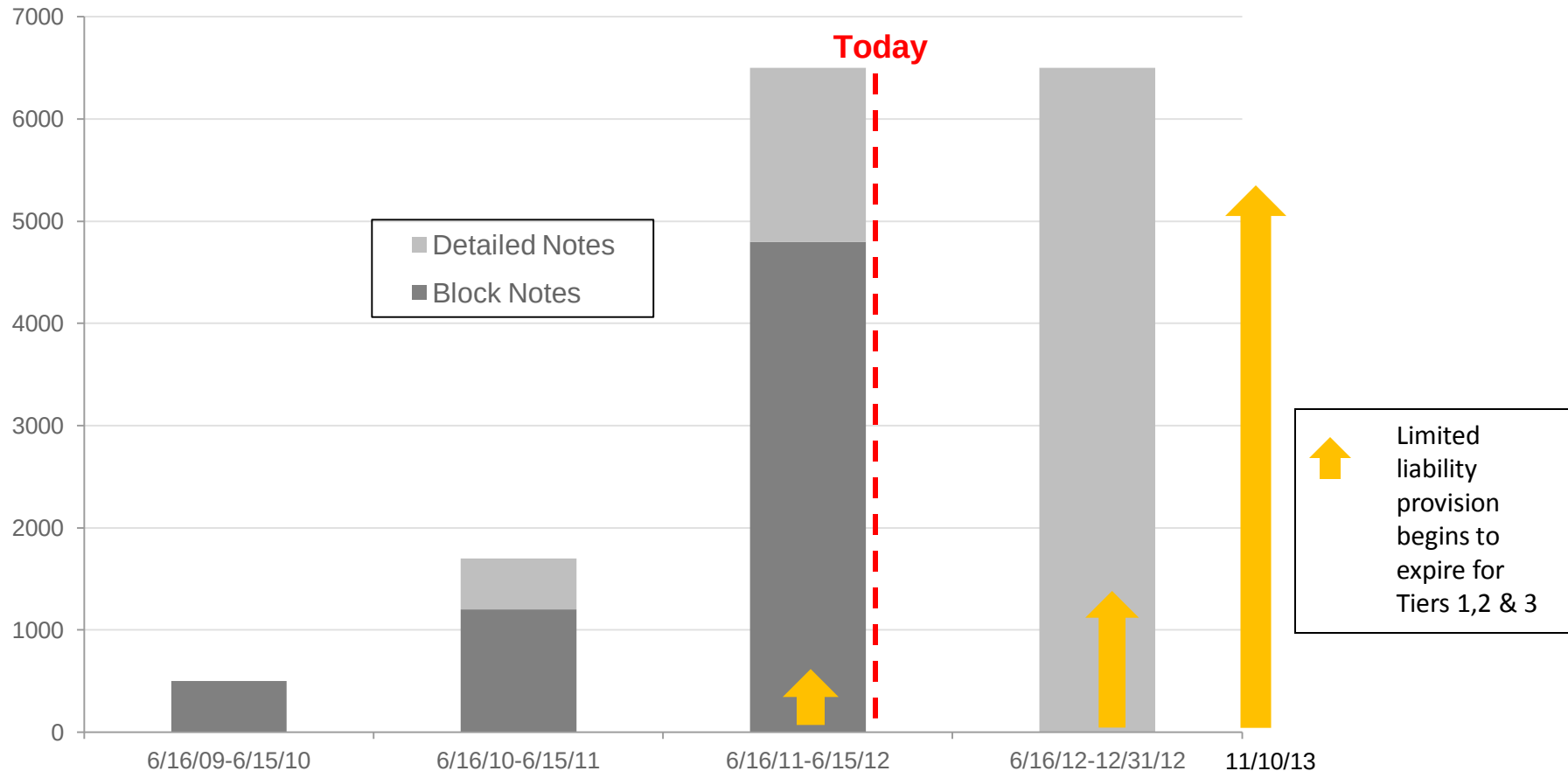
Ext. Rate*	Tier 2 registrants	Tier 1 registrants (detailed tagged notes)
Highest	Asset Management / Airlines / Power and utilities	Banking and Capital Markets / Insurance / Power and utilities
Medium	Oil and Gas / Life Sciences / Prof Firms and Services	Technology / Life Sciences / Mining
Lowest	Diversified Industrial / Aerospace and Defense / Hospitality & Leisure	Prof Firms and Services / Hospitality and Leisure / Govt Public Sector & NFP

* Source EDGAR / EY - July / August 2010 submissions, all numbers are approximate. Extensions represent line items and member tags (excludes abstract, table, domain, axis etc.)

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SEC rule – submission rates



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SEC actions and registrant implications

SEC actions:

- Has a significant volume of rules and guidance (e.g., *EDGAR Filer Manual* (EFM), Q&A's, SEC previewer, validation checks (all updated in August 2011)) which it periodically issues and modifies
- Has released observations on XBRL exhibits (June 2011, November 2010 and October 2009)
- Has reiterated that controls over the preparation of the XBRL exhibit should be a component of issuers' disclosure controls and procedures
- Staff plans to review XBRL exhibits and may provide comments to issuers

Implications/Suggestions:

- Monitor changes to the SEC EFM, taxonomy, SEC Q&As and SEC previewer/validation. Check **xbrl.sec.gov** before each submission
- Have a solid understanding of the SEC EFM and related guidance
- Understand leading practices
- Incorporate controls over the preparation of the XBRL exhibit into documentation of disclosure controls and procedures
- Design a review and update process that leverages your third-party service provider (as applicable)
- Utilize the SEC test submission process and previewer prior to **every** submission

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Resources

- SEC's XBRL Portal
 - <http://xbrl.sec.gov>
 - Final rule 33-9002
 - <http://www.sec.gov/rules/final/2009/33-9002.pdf>
 - EDGAR Filer Manual (current v 17)
 - <http://www.sec.gov/info/edgar/edgarfm-vol2-v17.pdf>
 - Office of Interactive Disclosure Interpretations and FAQs
 - <http://www.sec.gov/spotlight/xbrl/staff-interps.shtml>
 - Corporate Finance Compliance and Disclosure Interpretations
 - <http://www.sec.gov/divisions/corpfin/guidance/interactivedatainterp.htm>
 - Webcasts
 - <http://www.sec.gov/spotlight/xbrl/xbrl-webcasts.shtml>

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Walkthrough of SEC's XBRL Portal
<http://xbrl.sec.gov>

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Overview of tag basics and tag selection criteria and the US GAAP Taxonomy

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Terminology

- Tags / elements / line items
- Discoverable Taxonomy Set (DTS)
- Hypercube / Table
- Dimension / Axis
- Dimension domains
- Domain member
- Textblock (Level i, ii, and iii tagging)
- Abstract
- Nil

XBRL Essentials – Detail Tagging

Terminology - Line item, member and abstracts

CONSOLIDATED STOCKHOLDERS' EQUITY (USD \$) In Millions

Line Items	Members			
		Common Stock	Retained Earnings	Accumulated Other Comprehensive Income (Loss)
	Balance on January 1, 20XX	\$500	\$400	(\$100)
	Issuance of common stock	50		
	Comprehensive income: Abstract			
	Net earnings		1200	
	Pension and other postretirement benefit adjustments, net of tax			60
	Change in fair value of derivative instruments, net of tax			30
	Total comprehensive income			1290
	Dividends paid on common stock		(30)	(30)
	Balance on December 31, 20XX	\$550	\$1,570	(\$10)

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XBRL Essentials – Detail Tagging

Terminology - Tables, axes and domains

Table (Statement Table)		Axis (Statement Equity Components)			
CONSOLIDATED STOCKHOLDERS' EQUITY (USD \$) In Millions		Domain (Equity Components)			
		Members			
		Common Stock	Retained Earnings	Accumulated Other Comprehensive Income (Loss)	
Line Items	Balance on January 1, 20XX	\$500	\$400	(\$100)	\$800
	Issuance of common stock	50			50
	Comprehensive income:				
	Net earnings		1200		1200
	Pension and other postretirement benefit adjustments, net of tax			60	60
	Change in fair value of derivative instruments, net of tax			30	30
	Total comprehensive income				1290
	Dividends paid on common stock		(30)		(30)
	Balance on December 31, 20XX	\$550	\$1,570	(\$10)	\$2,110

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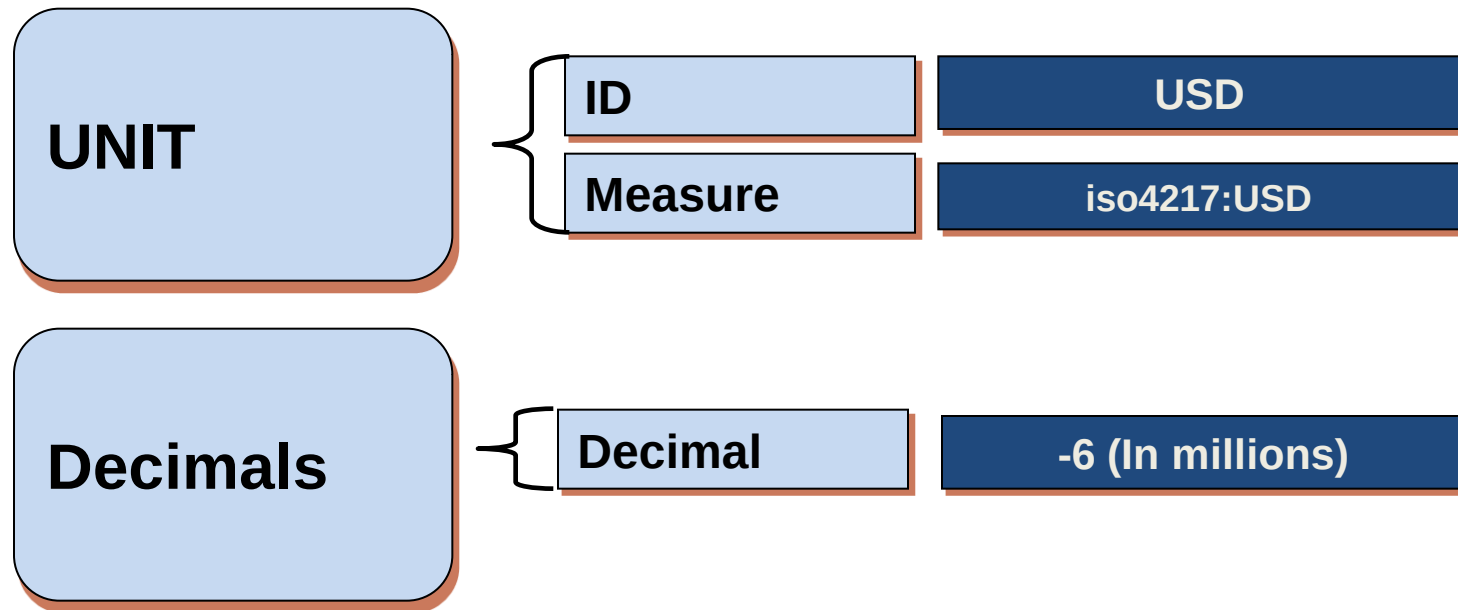
XBRL element (tag) basics

Attribute	Example
Standard Label:	Deferred Tax Assets, Net
Tag Name:	DeferredTaxAssetsNet
Definition:	The aggregate tax effects as of the balance sheet date of all future tax deductions arising from temporary differences between tax basis and generally accepted accounting ...
Type:	Monetary , shares, textblock etc.
Period Type:	Instant and duration
Balance:	Debit or credit (monetary only)
References:	FAS 109, 43 / FASB Accounting Standards Codification 740 10 50 2 (b),(c)
Other:	Line item , member and abstract

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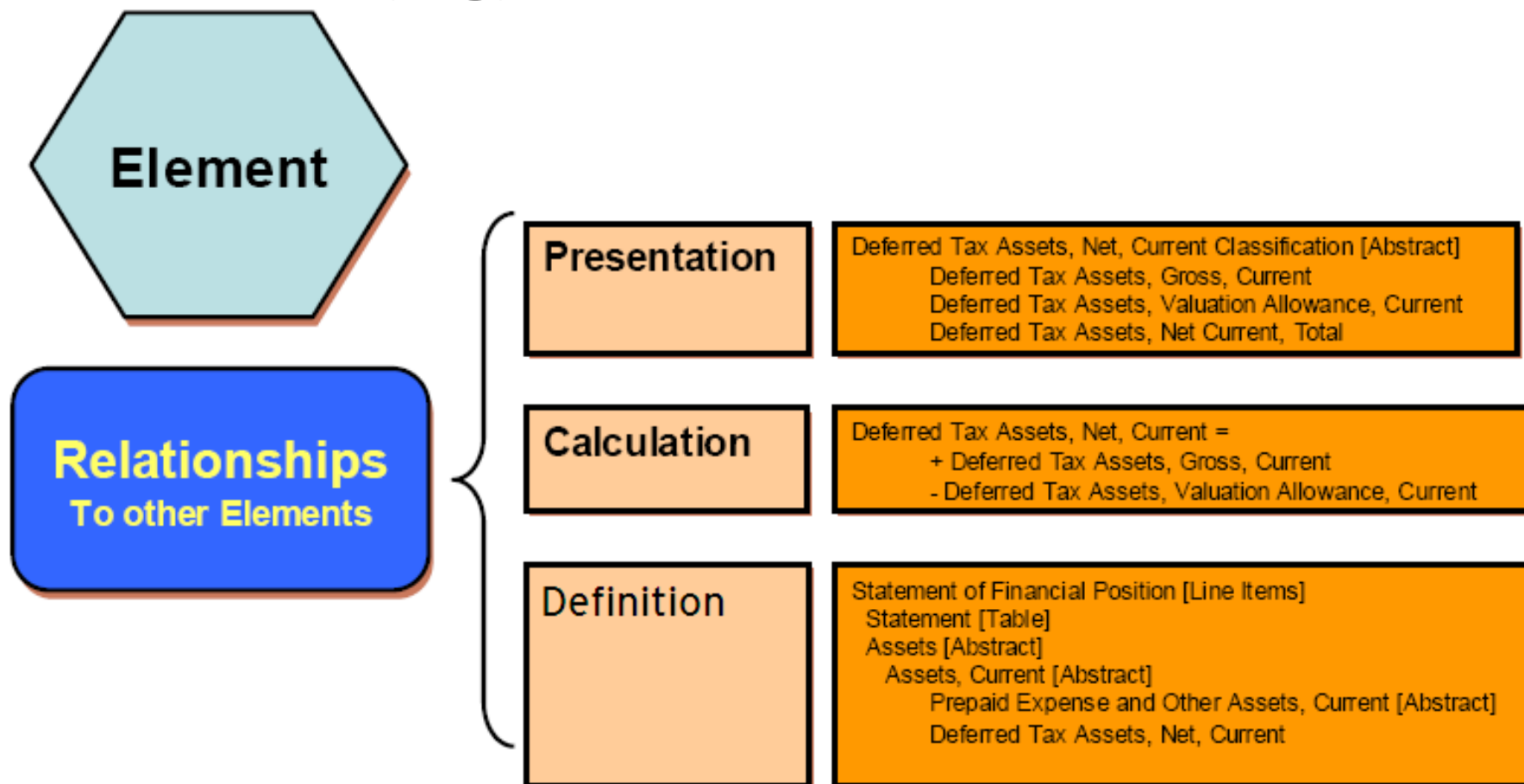
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XBRL element (tag) basics



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XBRL element (tag) basics



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XBRL calculations

- Summation relationships between monetary values
- Additive (addition and subtraction) - cannot calculate new values or ratios.
- Cannot calculate across time periods, only within the same period.
- Each calculation relationship specifies a single parent.
- Each parent can be the child of another calculation parent relationship.
- Each element can be involved in multiple calculation relationships.
- Do not add “implied values” to calculations to make them work.
- Calculation weight

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Overview of XBRL US GAAP taxonomy

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XBRL basics – US GAAP XBRL Taxonomy

- **What is it:**

- Living dictionary of over 15,000 financial reporting concepts organized by related notes and statement maintained by the FAF / FASB and updated annually
- Current versions: 2009 and 2011. 2012 is coming soon.

- **Key information:**

- FAF / FASB (provides online viewer)
- Many companies do not adequately use the taxonomy or selecting and reviewing tags
- SEC requires that the most narrowly defined / “material” tag selected
- Electronic searching is key (e.g., most appropriate tag may be found elsewhere)
- Size and complexity of taxonomy is challenging
- Extension rate is considerably higher for detailed notes
- Each version has addition, deprecations and changes which impact companies
- Some impacts can be automatically detected (deprecations) and other needs to be assessed (e.g., new tags to replace extensions, changes to definitions)
- IFRS taxonomy not yet available for use

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XBRL basics – US GAAP taxonomy organization

- **FASB content (US GAAP) vs. SEC content (Non-GAAP)**
- **Approved and non-approved taxonomy versions**
- **Online taxonomy viewer and search**
- **Taxonomy entry points (e.g., industry , all)**
- **Navigating the US GAAP taxonomy (trees)**
- **Statements and disclosure sections**
 - Textblock levels
 - Common domain members
 - Individual element (tag) specifics
 - Other (dimension, calculations, labels, references)

148600 - Statement of Shareholders' Equity and Other Comprehensive Income

Statement of Shareholders' Equity [Abstract]

Statement [Table]

Statement, Scenario [Axis]

Scenario, Unspecified [Domain]

Statement, Equity Components [Axis]

Equity Component [Domain]

Parent [Member]

- Common Stock [Member]
- Preferred Stock [Member]
- Capital Units [Member]
- Common Stock Including Additional Paid in Capital [Member]
- Preferred Stock Including Additional Paid in Capital [Member]
- Additional Paid-in Capital [Member]
- Deferred Compensation, Share-based Payments [Member]
- Treasury Stock [Member]
- Retained Earnings [Member]
- Accumulated Distributions in Excess of Net Income [Member]
- Accumulated Other Comprehensive Income [Member]
- Noncontrolling Interest [Member]
- Comprehensive Income [Member]

Class of Stock [Axis]

Statement [Line Items]

- Increase (Decrease) in Stockholders' Equity [Roll Forward]
- Stockholders' Equity, Including Portion Attributable to Noncontrolling Interest, Beginning Balance
- Shares, Issued, Beginning Balance
- Common Stock, Shares, Outstanding, Beginning Balance
- Preferred Stock, Shares Outstanding, Beginning Balance
- Stock Issued During Period, Value, New Issues

Domain

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XBRL basics – 2012 US GAAP XBRL Taxonomy

Overview

- 60 day public comment period began September 1st
- SEC must approve taxonomy for use

Possible calendar 2011 registrant actions:

- Consider providing comments
- Assess definition changes for current tags
- Consider utilizing element names of draft 2012 tags for extension tags
- Identify and assess superseded (deprecated) tags
- Tier 3 registrants should consider starting to identify detailed tags this fall (especially self-filers) – don't wait until May 2012

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XBRL basics – IFRS taxonomy

- Currently not approved by SEC for use
- Taxonomy content (approx. one fifth the tags of the US GAAP taxonomy)
 - Approximately 3,000 elements compared to the 2011 US GAAP containing approximately 15,500
 - Recent draft release with additional concepts
- All element definitional information is through references to official IFRS documentation (no element definitions (e.g., documentation labels) in the base taxonomy)
- Recent versions of both IFRS and US GAAP have brought further architectural alignment (use of dimensions, text block tags, etc.), however, still some differences
- Multiple language labels (English and Spanish) with several more to follow

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Overview of XBRL tag selection criteria

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Overview of XBRL tag selection criteria

- Tag definition
 - Consistent in all materially significant respects
 - Narrowest definition that does not explicitly exclude a line item's significant component
 - Extend only if appropriate tag does not exist (after a thorough search of the entire taxonomy)
- Tag and period types
 - Tag type (e.g., monetary, shares, text block) and period type (i.e., instant or duration) must be appropriate

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Overview of XBRL tag selection criteria

- Always perform a software-assisted search
- Navigate the taxonomy by financial statement type
- Choose materially consistent tag definitions – need not be an exact match (e.g., current vs. non-current)
- Some tags do not require an in-depth search (e.g., cash)
- Some tags require an in-depth search (e.g., investments and derivatives)
- Tag does not need to be in a specific taxonomy section (e.g., a tag for “accounts receivable due from affiliates” on the balance sheet might be found in Accounts Receivable Disclosure)
- Review the primary tag attributes in addition to the definition
- Find newly added tags with the “new element” label

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Overview of XBRL tag selection criteria

- Improperly excluded tag because:
 - Non-required concepts are missing from the definition (e.g., selling, general and administrative expense definition excluded travel expenses)
 - Company line item only contains some of the components in the tag definition (e.g., long-term debt current – which may include...)
 - Tag location was found elsewhere (e.g., Accounts Receivable Disclosure section of the taxonomy instead of the Balance Sheet section)

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Overview of XBRL tag selection criteria

- Missed/misused tag because:
 - Search was too specific – a precise word was not included (e.g., revenue vs. sales, shares vs. stock)
 - User did not read the entire definition (e.g., R&D tag excluded software at end of definition)
 - Financial statement notes and MD&A were not considered (e.g., disclosure text stated inventory included only finished goods and WIP, not raw materials, and tag definition required all)

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Selecting the right tag – XBRL panel discussion

- Audience questions

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Part II

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Welcome

- Welcome back

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Overview of day 2

- Day 2
 - Selecting, finding and extending the appropriate tags
 - Introduction to detail tagging disclosures
 - Checking your work
 - Managing the process
 - XBRL controls process
 - Interactive panel discussions / activities

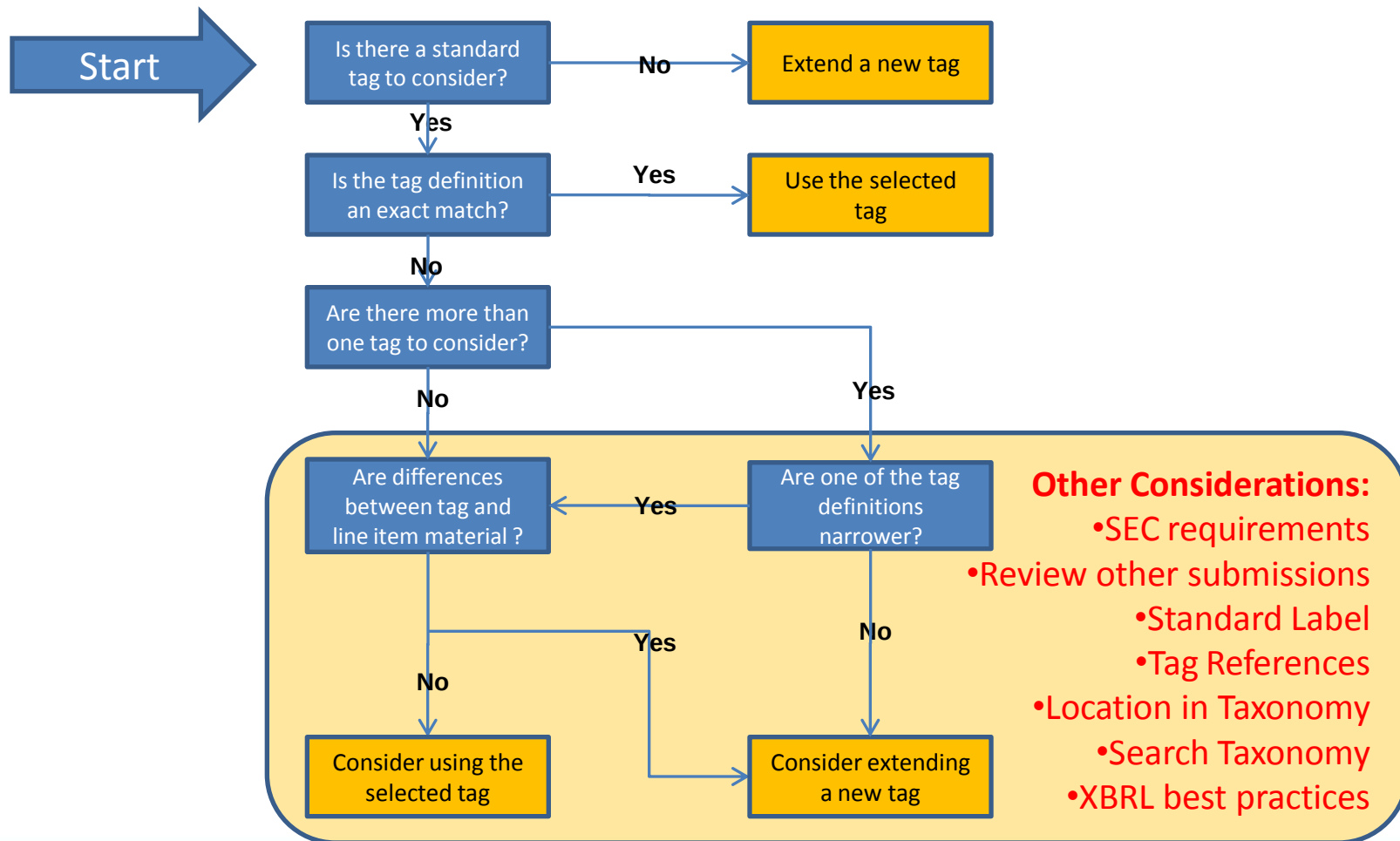
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Selecting, finding and extending the appropriate tags continued –
introduction to detail tagging disclosures

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Summary of basic line item tag selection process



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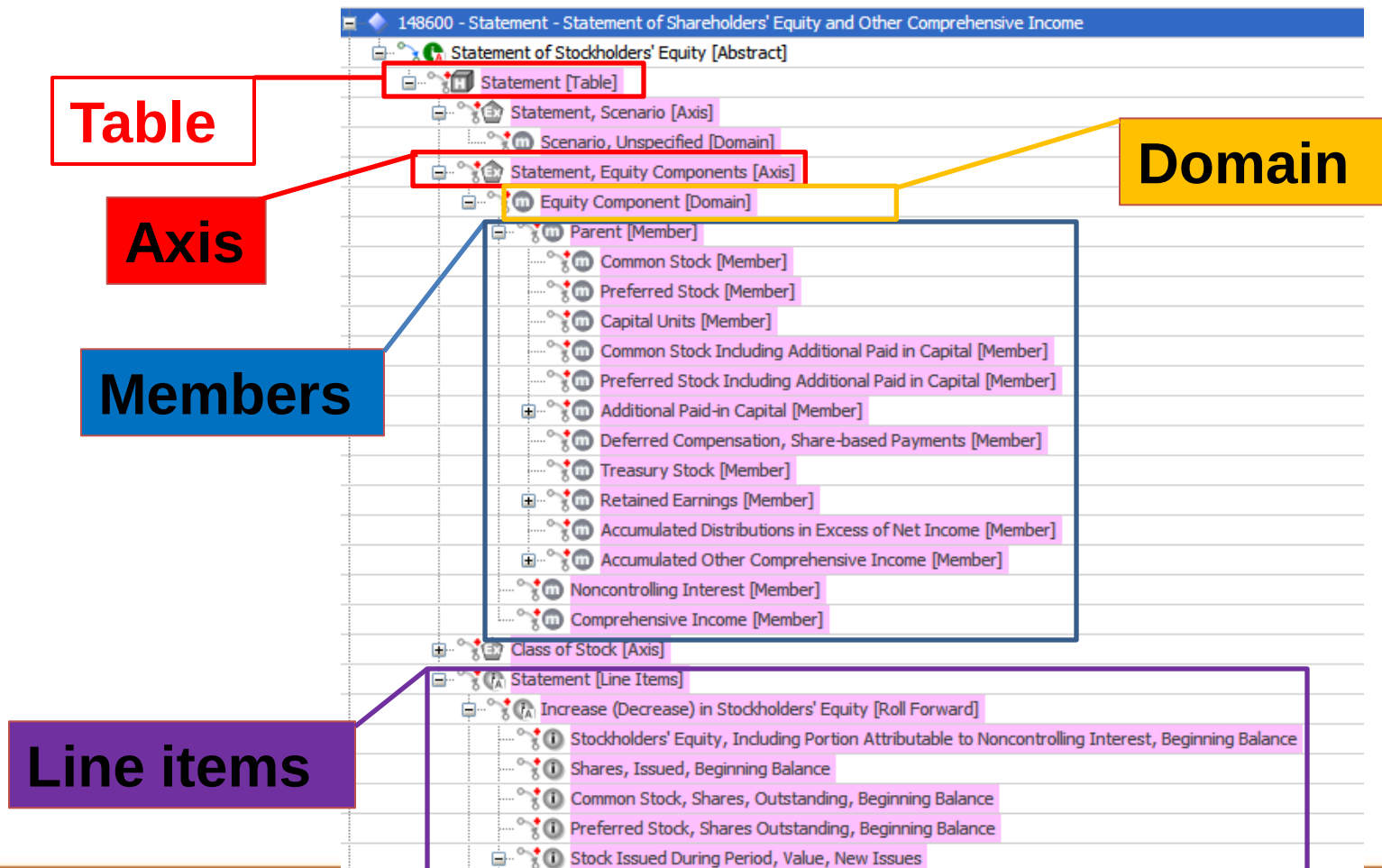
Basic Example - Non dimensional Balance Sheet

Line Items		201X
	Assets:	Abstract
	Current Assets:	Abstract
	Cash Equivalents	19,000
	Short-term investments	50,000
	Total cash and short-term investments	69,000
	Accounts receivable	35,000
	Inventories	3,000
	Deferred income taxes	6,000
	Other	7,000
	Total current assets	120,000

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XBRL Essentials – Detail Tagging

XBRL basics – US GAAP taxonomy structure



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Key differences from year 1

- Large volume of data to tag (400% to 800% more)
- Significant increase in the number of extensions
- Significant increase in level of effort to create and review
- Increase in amount and complexity of information being tagged
- Understanding of the financial information and the US GAAP taxonomy needed
- Understanding of dimensional modeling needed
- Determining amounts / non-amounts
- More textblock tagging requirements

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Year 1 compared to Year 2 - Additional Tagging Requirements

- Significant accounting policies (Level ii)
 - Each significant accounting policy, regardless of its location in the notes, must be individually tagged with “block text” tags reflecting what is in the traditional financial statement.
- Tables (Level iii)
 - Each table within each note to the financial statements must be tagged with a single “textblock” tag (exclude descriptive table title).
- Amounts in the notes to the financial statements and required supplemental schedules (Level iv)
 - All amounts (monetary, percentage and number) in each note to the financial statement and required schedule must be individually tagged. This applies to amounts that are either presented numerically (e.g., 7%) or written out (e.g., seven percent).

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Year 1 compared to Year 2 Key Differences Observed

- Large volume of data to tag (250% to 300% more on average)
- Significant increase in the number of extensions
 - Industry or company specific items
 - Member tags – e.g., segments
- Significant increase in effort to create and review
- Increase in amount and complexity of information being tagged due to:
 - Understanding of the financial information and the US GAAP taxonomy needed
 - Dimensional modeling decisions
 - Determining amounts/non-amounts
 - More textblock tagging requirements

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Year 1 compared to Year 2 - Relationships/Structure

Roles/Relationship Groups

Level (i)

Level (ii)

Level (iii)

Level (iv)

Example link: definition Text	Type of Facts In Presentation Links			
	Each Footnote as a Text Block	Each Accounting Policy as a Text Block	Each Table in a Footnote as a Text Block	Individual Values or Narratives
01 - Statement - Statement of Income				Yes
02 - Statement - Balance Sheet				Yes
03 - Statement - Balance Sheet (Parenthetical)				Yes
04 - Statement - Cash Flows				Yes
05 - Statement - Changes In Equity				Yes
06 - Statement - Comprehensive Income				Yes
07 - Disclosure - Accounting Policies	Yes			
08 - Disclosure - Inventories	Yes			
09 - Disclosure - Earnings per Share	Yes			
10 - Disclosure - Unearned Revenue	Yes			
11 - Disclosure - Equity	Yes			
12 - Disclosure - Accounting Policies, by Policy		Yes		
13 - Disclosure - Inventories (Tables)			Yes	
14 - Disclosure - Unearned Revenue (Tables)			Yes	
15 - Disclosure - Equity, Share Repurchases (Table)			Yes	
16 - Disclosure - Equity, Dividends (Table)			Yes	
17 - Disclosure - Inventories (Detail)				Yes
18 - Disclosure - Unearned, by Component (Detail)				Yes
19 - Disclosure - Unearned, by Segment (Detail)				Yes
20 - Disclosure - Equity, Share Repurchases (Detail)				Yes
21 - Disclosure - Equity, Dividends (Detail)				Yes

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Valid Amounts in note / schedule narrative

- ▶ Assumed discount rate of seven percent...
- ▶ Interest rate on outstanding borrowings is LIBOR plus 2%
- ▶ Settlement charge in the range of \$150 to \$200 million
- ▶ As of December 31st 20X1, three oil rigs
- ▶ As if December 31st 20X1 we had approximately 27000 unresolved claims
- ▶ In 2009 we had four oil rigs damaged by hurricane Katrina
- ▶ Approximately 20000 square feet of leased office space
- ▶ The estimated useful life of the building is 5 to 20 years.

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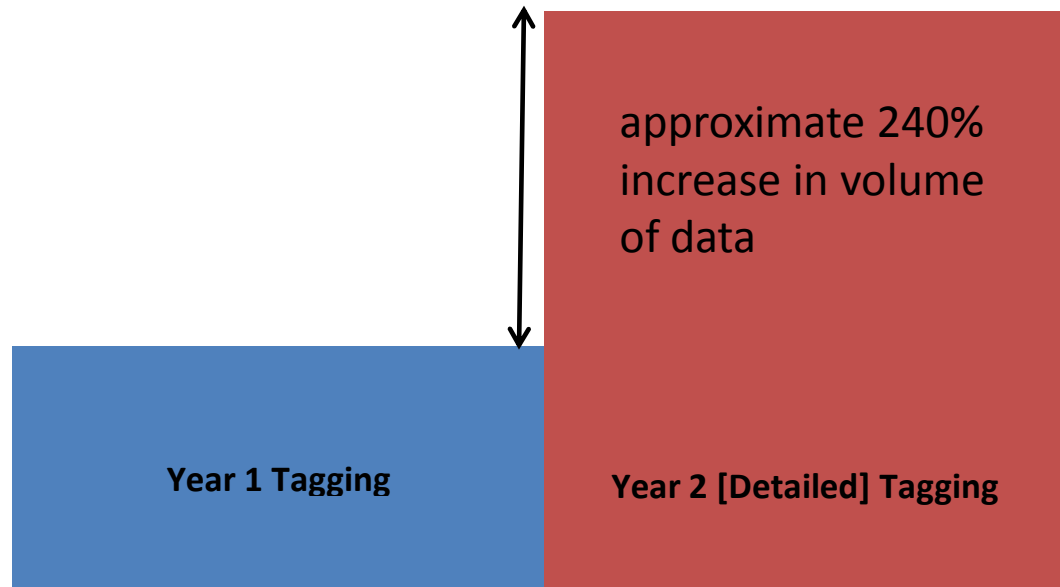
Non amounts in note / schedule narrative

- Attributed increased sales to the \$1.99 pancake special (the increased sales figure itself would need to be tagged)
- Sales of 1% fat milk (the sales figure would need to be tagged)
- Docket number 34-4589
- 22nd district court
- FASB Accounting Standards Codification Section 605-40-15
- Altitude of 27,000 feet
- Drilling 700 feet
- Open new stores no less than 2 miles from existing stores
- Founded a new subsidiary in 2009
- Each restaurant now offers at least 20 entrees under 500 calories

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Year 1 compared to Year 2 Volume of Data to Tag

Volume of Data - Year 1 compared to Year 2



Average Fact (data) per Filing

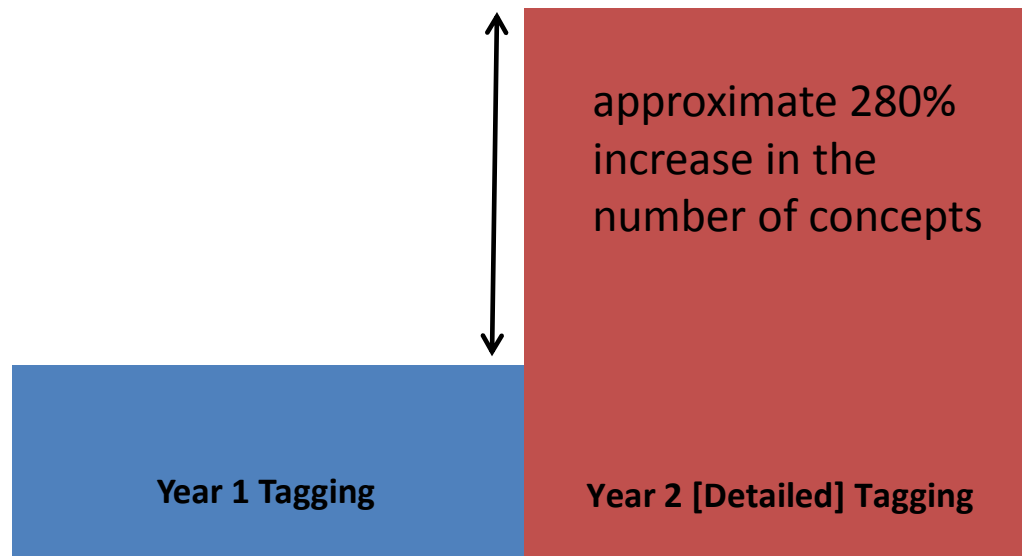
- 1) Based on 5,164 filings by 1,540 entities as of February 10, 2011
- 2) Considering only the Base Taxonomy, represents an approximate 240% increase in data to be tagged

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Year 1 compared to Year 2 - Average Number of Concepts

Number of Tags - Year 1 compared to Year 2



Average Concepts per Filing

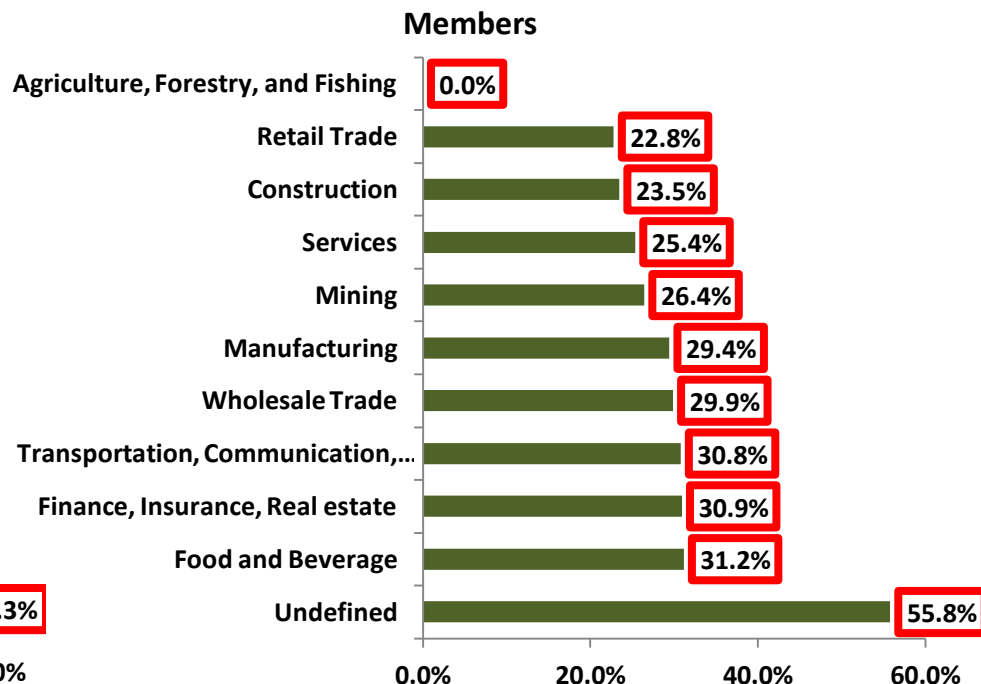
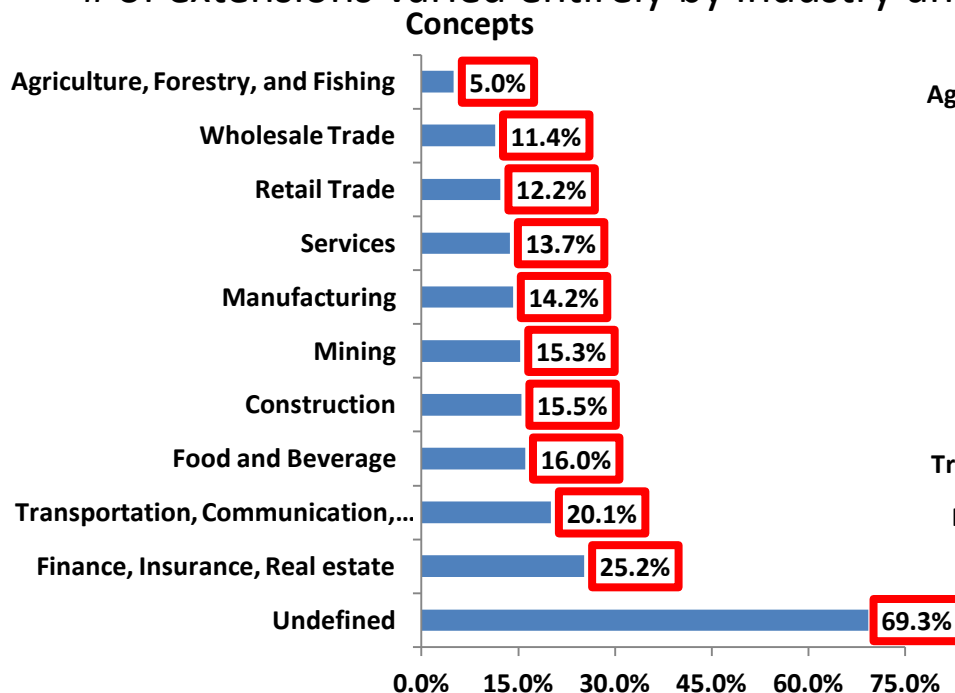
- 1) Based on 5,164 filings by 1,540 entities as of February 10, 2011
- 2) Considering only the Base Taxonomy, represents an approximate 280% increase in the number of concepts

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Year 1 compared to Year 2 - Volume/magnitude of work significantly increased

- Average number of tags almost tripled with detailed tagging
- Significant % of amounts in notes used extension tags
- # of extensions varied entirely by industry and lesser by statement



- 1) Based on 5,186 filings by 1,542 entities as of February 14, 2011
- 2) The average extension concepts and members for all filings and industries is 18.0% and 29.3%, respectively.
- 3) Undefined consists of 18 filings by 13 entities that do not report a Standard Industrial Classification (primarily investment funds)

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Basic Example Dimensional Components – Statement of stockholders' equity

Table (Statement Table)		Axis (Statement Equity Components)			
CONSOLIDATED STOCKHOLDERS' EQUITY (USD \$) In Millions		Domain (Equity Components)			
		Members			Total Stockholder's Equity
		Common Stock	Retained Earnings	Accumulated Other Comprehensive Income (Loss)	
Line Items	Balance on January 1, 20XX	\$500	\$400	(\$100)	\$800
	Issuance of common stock	50			50
	Comprehensive income: Abstract				
	Net earnings		1200		1200
	Pension and other postretirement benefit adjustments, net of tax			60	60
	Change in fair value of derivative instruments, net of tax			30	30
	Total comprehensive income				1290
	Dividends paid on common stock		(30)		(30)
	Balance on December 31, 20XX	\$550	\$1,570	(\$10)	\$2,110

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Basic Example Dimensional Relationships

Dimension Relationships

[Table]

[Axis]

[Domain]

Domain Member 1

Domain Member 2

Domain Member ...

Line Item 1

Line Item 2

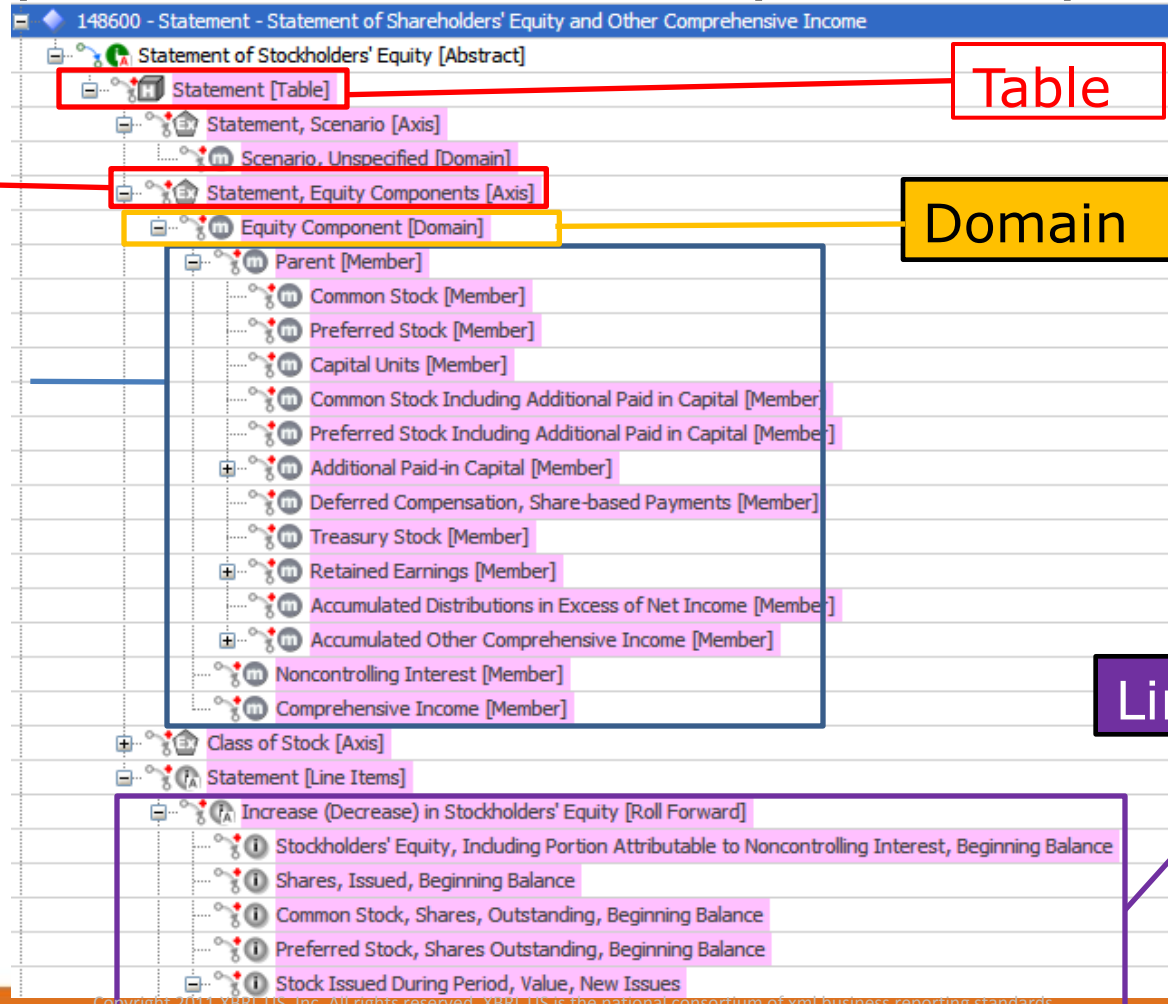
Line Item 3

Line Item ...

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Basic Example Dimensional Components (“Table”)



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Basic Example Dimensional Example #1 – P,P&E

Note 3 - Property and Equipment	
Property and equipment at December 31 consisted of the following (in millions):	
	2009
Land	\$ 10,000
Buildings	10,000
Manufacturing Facility	5,000
Property, Plant and Equipment, Gross	25,000
Less accumulated depreciation	(7,000)
Property, Plant and Equipment, Net	\$ 18,000

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Dimensional Example #1 – P,P&E – Steps

Step 1: Identify the different concepts present for the required amounts:

- Different types of property, plant and equipment (land, buildings etc.)
- Property plant and equipment (net and gross)
- Accumulated depreciation

Step 2: Look at the standard taxonomy:

- In the PP&E disclosure section of the taxonomy there are line items for both PP&E net and gross.
- Accumulated depreciation is a standard line item
- Therefore, two of the three items to be disclosed will be disclosed by the tags above, and the other item will be disclosed by a [dimension] “member” tag.

Step 3: Select the appropriate axis and members:

- Land, buildings and manufacturing facility
- An axis exists in the standard taxonomy for different types of PP&E so no extensions are needed

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Basic Example Dimensional example #1 – P,P&E (continued)

- 360000 - Disclosure - Property, Plant, and Equipment
 - Property, Plant and Equipment Disclosure [Text Block]
 - Property, Plant and Equipment [Abstract]
 - Property, Plant and Equipment [Text Block]
 - Schedule of Property, Plant and Equipment [Table]

- Property, Plant and Equipment by Type [Axis]
 - Property, Plant and Equipment, Type [Domain]
 - Land and Building [Member]
 - Land [Member]
 - Land Improvements [Member]
 - Leasehold Improvements [Member]
 - Building [Member]
 - Building Improvements [Member]
 - Manufacturing Facility [Member]
 - Land and Land Improvements [Member]
 - Leaseholds and Leasehold Improvements [Member]
 - Building and Building Improvements [Member]
 - Land, Buildings and Improvements [Member]
 - Machinery and Equipment [Member]
 - Property, Plant and Equipment, Other Types [Member]

Axis and Members

Line Items

- Property, Plant and Equipment [Line Items]
 - Property, Plant and Equipment, Useful Life, Minimum
 - Property, Plant and Equipment, Useful Life, Average
 - Property, Plant and Equipment, Useful Life, Maximum
 - Movement in Property, Plant and Equipment [Roll Forward]
 - Movement in Accumulated Depreciation, Depletion and Amortization, Property, Plant and Equipment [Roll Forward]
 - Property, Plant and Equipment, Net, by Type [Abstract]
 - Property, Plant and Equipment, Gross
 - Accumulated Depreciation, Depletion and Amortization, Property, Plant, and Equipment
 - Property, Plant and Equipment, Net, Total

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Basic Example Dimensional example #1 – P,P&E (continued)

Table Schedule of Property, Plant and Equipment		Axis Property, Plant and Equipment by Type			Domain
		Members			
		Land	Buildings	Manufacturing Facility	Total
Line Items	Property, Plant and Equipment, Gross	\$10,000	\$10,000	\$5,000	\$25,000
	Less accumulated depreciation				\$(7,000)
	Property, Plant and Equipment, Net				\$18,000

Summary:

1 Table : (Schedule of Property, Plant and Equipment [Table])

1 Axis : (Property, Plant and Equipment by Type [Axis])

3 Line Items: (Property, Plant and Equipment, Gross, Accumulated Depreciation, Depletion and Amortization and Property, Plant and Equipment, Net)

3 Members: (Land [Member], Buildings [Member] and Manufacturing Facility [Member])

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Basic Example - Dimensional Example #2 – P,P&E

Property, plant and equipment are stated at cost. Depreciation expense is calculated by the straight-line method over the estimated useful life of the asset. The estimated useful lives of buildings are 3 to 40 years, and the estimated useful lives of machinery are 2 to 15 years. Accumulated depreciation of machinery under capital leases was \$56 million and \$45 million as of December 31 20X2 and 20X1, respectively.

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Dimensional Example #2 – P,P&E – Steps

Step 1: Identify the different concepts present for the required amounts:

- Useful lives
- Types of property, plant and equipment (building, machinery, assets held under capital leases)
- Accumulated depreciation

Step 2: Look at the standard taxonomy:

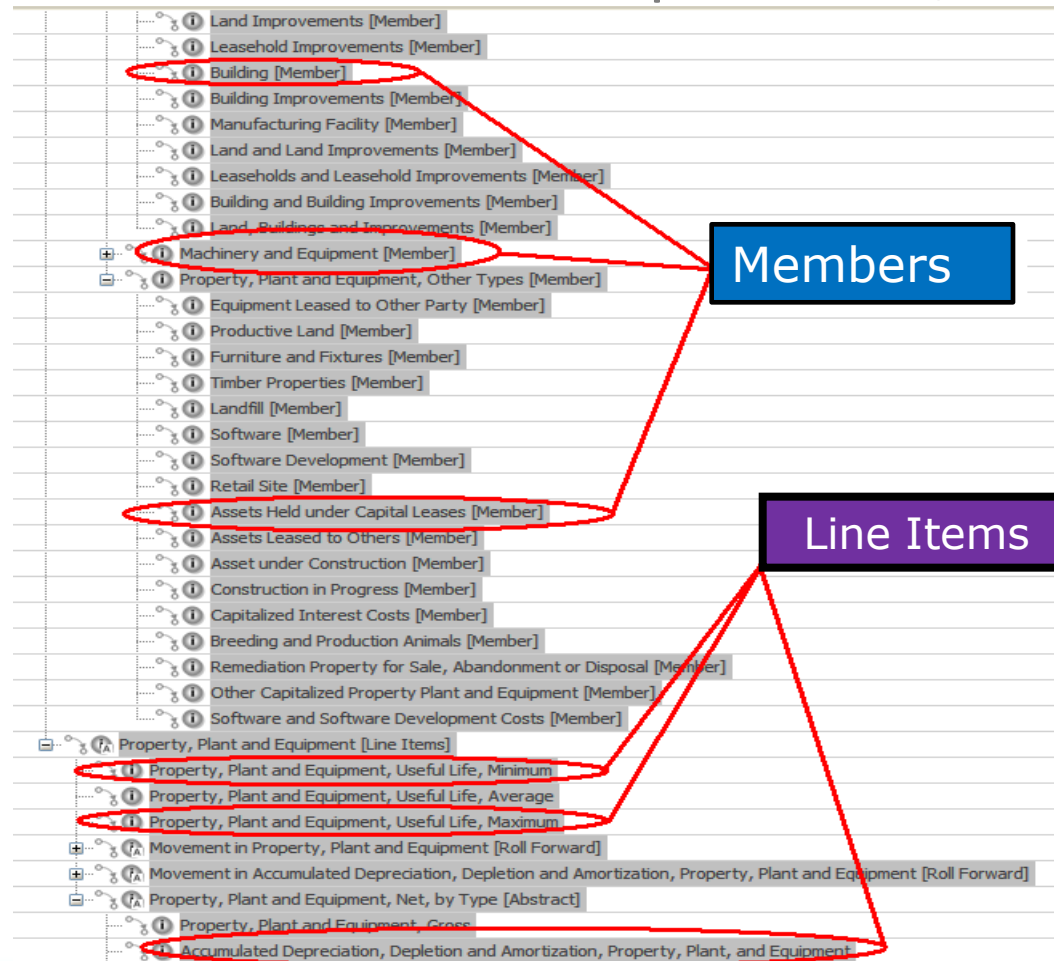
- Useful lives (min and max) standard line items
- Accumulated depreciation is a standard line item
- Therefore, two of the three items to be disclosed will be disclosed by the tags above, and the other item will be disclosed by a [dimension] “member” tag.

Step 3: Select the appropriate axis and members:

- Building, machinery, assets held under capital leases
- An axis exists in the standard taxonomy for different types of PP&E so no extensions are needed

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Basic Example Dimensional Example #2 – P,P&E (continued)



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Basic Example Dimensional Example #2 – P,P&E (continued)

Table Schedule of Property, Plant and Equipment		Axis			
		Property, Plant and Equipment by Type			
		Domain			
		Member			
		Assets held under capital leases		Machinery	Buildings
		20X1	20X2	20X2	20X2
Line Items	PP&E, Useful life (minimum)			2	3
	PP&E, Useful life (maximum)			15	40
	Accumulated depreciation	\$45,000	56,000		

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Multiple Axes (Dimensions)

Some notes require multiple dimensions (axis and member tags)

- For example when information is differentiated or categorized by:
 - Different business reporting segments or divisions (northeast, publishing, intersegment eliminations (business segment axis))
 - Separate or combined subsidiaries (Applies to the parent company (ABC) and specific subsidiary company (DEF) (legal entity axis))
 - Different levels of fair value (Level 1,2 and 3 (Defined Benefit Plan, Fair Value of Plan Assets by Measurement [Axis]))
 - Different classes of stock (Common or Preferred Class A,B and C (class of stock axis))
 - Different products and services (Product A,B and C (products and services axis))

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Multiple Axes (Dimensions)

Footnote to be Tagged

The fair values of the company's pension plan assets at December 31, 20XX,
by asset category are as follows:

	U.S. Plan			Total
	Level 1	Level 2	Level 3	
Cash and cash equivalents	856			856
Equity securities	15,300			15,300
Fixed income securities:				
Corporate debt instruments		7,355	15	7,370
U.S. government securities	2,109	7,338		9,447
Non-U.S. government securities	433	1,105	47	1,585
Hedge funds		265	688	953
Private equity			3,762	3,762
Fair value of plan assets	18,698	16,063	4,512	39,273

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Multiple Axes (Dimensions)

What Needs to be Disclosed to the Financial Data Consumer

Step 1: Identify the different concepts present for the required amounts:

- Fair value
- Defined benefit plan
- Type of plan (U.S. or foreign)
- Type of asset (cash equivalents, equity securities etc.)
- Level of measurement input (level i,ii, and iii)

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Multiple Axes (Dimensions) How to Structure and Tag the Data

Step 2: Look at the standard taxonomy:

- There isn't a US GAAP taxonomy tag that captures all five concepts to be disclosed. For example, for the amount of \$7,355 in the note, there isn't a tag "Fair value of U.S. defined benefit plan assets for corporate debt instruments using Level 2 measurement inputs".
- The most specific line item tag in the US GAAP taxonomy is:
DefinedBenefitPlanFairValueOfPlanAssets
- Therefore, two of the five items to be disclosed will be disclosed by the tag above, and the other three items will be disclosed by a [dimension] "member" tag.

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Multiple Axes (Dimensions)

How to Structure and Tag the Data (continued)

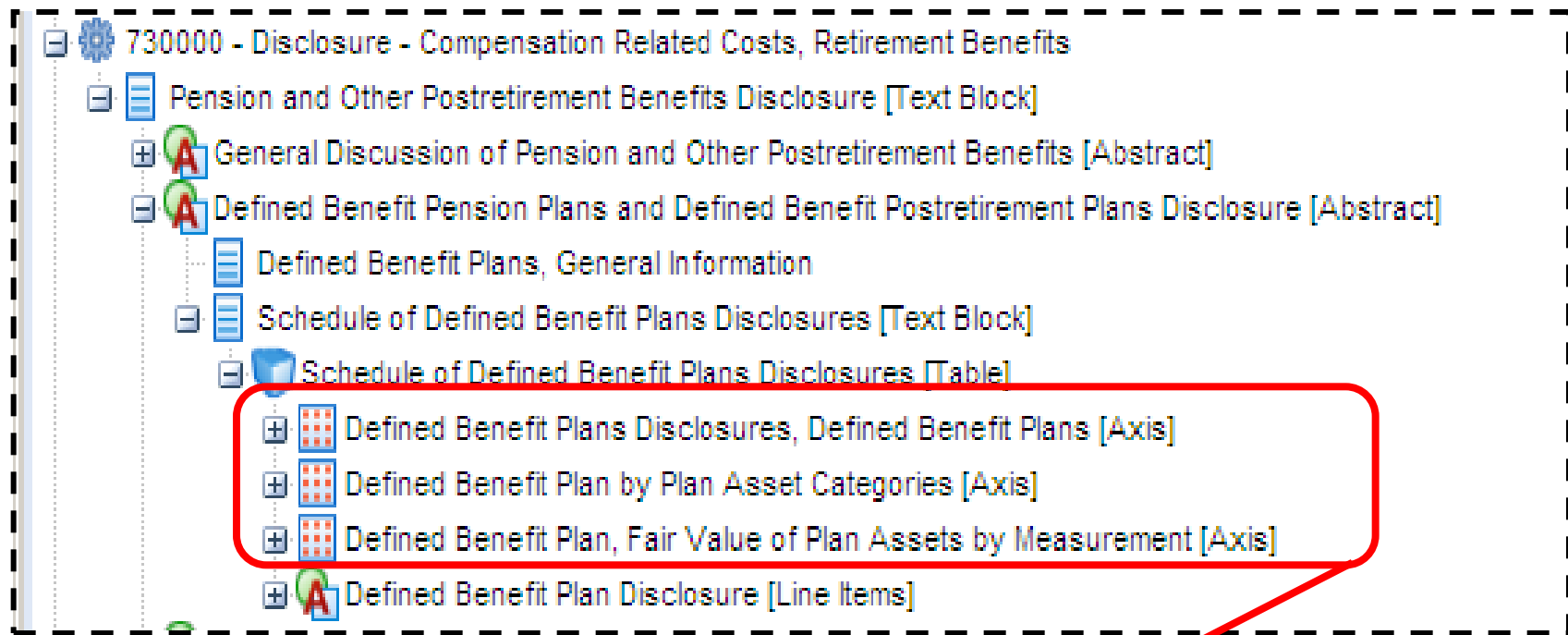
Step 3: Select appropriate axis and members

- To disclose the following three items , three separate “axes” will need to be used within the XBRL:
 - 1) Type of plan (U.S. or Foreign)
 - 2) Type of asset (cash equivalents, equity securities etc.)
 - 3) Level of measurement input (level i, ii and iii)
- These three axes already exist in the US GAAP taxonomy, so no extensions are needed to prepare the axes for this XBRL table.

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Multiple Axes (Dimensions)

An Appropriate Table Exists in US GAAP taxonomy



3 Standard
Axis

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Multiple Axes (Dimensions)

Footnote to be Tagged

The fair values of the company's pension plan assets at December 31, 20XX,
by asset category are as follows:

Plan Asset
Categories axis

Cash and cash equivalents

Equity securities

Fixed income securities:

Corporate debt instruments

U.S. government securities

Non-U.S. government securities

Hedge funds

Private equity

Fair value of plan assets

U.S. Plan
Defined benefit plans axis

Level 1	Level 2	Level 3	Total
856			856
15,300			15,300
	7,355	15	7,370
2,109	7,338		9,447
433	1,105	47	1,585
	265	688	953
		3,762	3,762
18,698	16,063	4,512	39,273

Fair value of plan assets by measurement axis

Defined benefit plan fair value of plan assets line item

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Multiple Axes (Dimensions)

- Members for each Axis are Created as Needed
- Type of plan:
 - U.S. Plan: UnitedStatesPensionPlansOfUSEntityDefinedBenefitMember
- Type of asset:
 - Cash and cash equivalents: CashAndCashEquivalentsMember
 - Equity securities: EquitySecuritiesMember
 - Corporate debt: CorporateDebtSecuritiesMember
 - US government securities: USTreasuryAndGovernmentMember
 - Non-U.S. government securities: ForeignGovernmentDebtSecuritiesMember
 - Etc.
- Level of measurement input:
 - Level 1: FairValueInputsLevel1Member
 - Level 2: FairValueInputsLevel2Member
 - Level 3: FairValueInputsLevel3Member

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Things You Need to Know – Approach to Locating Elements

Common tag search approaches:

- 1) Navigate where you expect to find the element (but don't stop there)
- 2) Key word search
 - Most creation and viewer tools provide for common search methods.
 - Become familiar with the applicable wild cards and operators (and, or, +, -, “ ”, ‘ ’)
 - Searches can be focused on concept labels, element name, and definition
 - Know what types of tags you are looking for (member , textblock, abstract etc.) including deprecated status
 - Often using a word synonym will help when a specific term cannot be found

Tips

- Regardless of the entry point (e.g., C&I), every standard element is available but not all presentation trees will be available
- Any standard element, if it is appropriate for a given fact to be reported, may be used regardless of where that element exists in the base taxonomy
- Any concept may be used in an XBRL Table (Line Items) or outside a Table

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Things You Need to Know – commonly missed areas

- Parenthetical information not tagged
- Amounts in superscript footnotes not tagged
- Missing required S-X schedules
- Line items that have a non determinable value (e.g., commitments and contingencies)
- Amounts written out (e.g., twenty percent)
- Not including all required levels of tagging
- Not tagging all of the dimensions (e.g., missing dimensions represented in narrative form)
- Not tagging all amounts in the notes/schedules (Yr. 2)

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To Extend or Not To Extend – That is the Question

XBRL US filer extension observations:

Improper extensions

- Tag exists – Tag existed in the standard taxonomy
- Period Context – Tagged period information rather than used period context
- Total – Created total member rather than using the domain default
- Minor differences – Extended because of minor “non-significant” differences in the tag definition.

Proper extensions

- Aggregations – Concept exists as two different line items, company aggregates the two into one
- Industry specific – Industry specific concept not captured by the standard taxonomy
- More specificity – Standard tag is not narrowly defined with all material components found in company financial statement concept

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Selecting the right tag – Quiz

- Test your understanding

Companies can choose a taxonomy for their SEC XBRL exhibit.	T	F
Some tagged amounts can use more than one type of tag.	T	F
A software-assisted search only has to be performed for those tags which require an in-depth search.	T	F
A tag for a balance sheet line item might be found in a particular disclosure section of the taxonomy.	T	F
The definition is the only consideration when selecting a tag.	T	F
It is acceptable to exclude a tag because non-required concepts are missing from the definition.	T	F
A tag may be acceptable if the definition is broader (i.e., includes more concepts than the financial statement line item includes).	T	F

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Checking your work

- Matthew Slavin, *Associate Director, Professional Practice - Auditing, Ernst & Young LLP*
- Scott Rosenfelder, *Director, AERS National Technology Mgmt Process, Deloitte*
- Joe Luczka, *Director, KPMG LLP*

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Checking your work

Reviewing your document prior to submitting

- Why do we need to check our work ?
- What should we be looking for?
- Reasons for data quality issues?
- What will help us be successful?

Checking your work



Why do we need to check our work?

Excerpt from SEC Final Rule 33-9002...

“...companies can, if they choose, tag their financial statements using currently available software without need of outside services or consultants; alternatively, they can rely on financial printers, consultants, and software companies for assistance, although they will retain ultimate responsibility for both their financial statements and their tagged data.” (Section 2 of SEC Rule)

“

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Checking your work



Why do we need to check our work?

The tagging of financial statements using XBRL is a complex process:

- Errors continue to be identified in filings
- SEC requirements continue to evolve
- Detail tagging rules require a large number of facts to be tagged and reviewed, opportunity for error is greater
- Quarterly processes at Filers are still in development
- Competing resource needs at both Providers and Filers during financial close cycle/timing is key

“

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Checking your work



Why do we need to check our work?

- XBRL documents that do not pass automated SEC validation criteria will not be accepted by the SEC (i.e. won't upload through EDGAR) and could result in your 10-Q or 10-K being considered late (possibly even losing current filing status)
- SEC reviews of instance documents could require a corrective action and resubmission, prospective changes or other SEC action
- Liability
 - SEC liability –the XBRL exhibit carries the same liability as the related traditional format filing with the exception of limited liability during the initial 24 months
 - Potential civil liability (especially after the initial 24-month period)
- Users may find the XBRL information:
 - Inconsistent with the traditional EDGAR format filings
 - Different from similar companies (affecting comparability)
 - Not usable by all XBRL-enabled software due to technical creation decisions

“

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Checking your work



What should we be looking for?

- **SEC Observations – First and foremost – Accuracy and Quality of Tagging**
 - **Extending where an existing US GAAP Taxonomy element is appropriate**
 - EFM Rule 6.8.4 states that “wherever possible, registrants should assign a standard and other labels for an element defined in a standard taxonomy schema in preference to declaring a new element in a company schema”
 - **Extending because of relatively minor additions to or deletion(s) from the US GAAP Taxonomy standard definition. Some filers have made changes for relatively minor changes to the standard element’s definition**
 - EFM Rules 6.6.24 and 6.6.25 give guidance on evaluating an element’s definition
 - Some elements may be “Too Broad” while some are “Too Narrow”
 - Use judgment to select an appropriate tag- art vs. science

Checking your work



What should we be looking for?

- **SEC Observations – First and foremost – Accuracy and Quality of Tagging**
 - **How can I improve my chances of picking the most appropriate tag?**
 - Learn the taxonomy and the standard elements available to you
 - Use the Viewer at viewer.xbrl.us to search for appropriate elements
 - Search multiple ways using different combinations of the words in your concept
 - Using software, search the whole taxonomy (i.e., if you can't find an appropriate tag for the fair value of a note payable on your balance sheet, then in addition to the 'Balance Sheet' role, you may search in 'Disclosure – Debt' or 'Disclosure – Payables and Accruals' as there may be an element in another grouping that may be appropriate)
 - Look at your peers to understand how they might have tagged a similar item

“

Checking your work



What should we be looking for?

- SEC Observations continued...
 - **Extending Elements, Axis and Domains or Members to ensure that the Document renders in a particular fashion**
 - The rendering is intended to “look like” the traditional format financial statements but there is no requirement that the rendering appear identical to the traditional format financial statements
 - The SEC has said that “accuracy of tagging is more important than consistency of rendering”
 - *Learn the taxonomy and the standard tables, axes and members - Choose the best solution of Standard elements with Dimensions or Extending*
 - *Look at your peers to model disclosures similarly (if appropriate) as this may improve comparability*
 - *Look to the group “Common Domain Members” before creating a new Member extension*

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Checking your work



What should we be looking for?

- SEC Observations continued...
 - **Extending because of the context of an element**
 - Before creating an extension consider the guidance in FAQ E.19
 - Some elements may be instants and some may be durations (they may not always be what you expect to find)
 - Should not extend simply because of a different balance type
 - *Base your decision on the concept /definition and not on where it might be placed in the taxonomy or on certain attributes (balance type, period type)*
 - **Use Pre-defined table structures included in the taxonomy when possible and include related line item elements and domain members**
 - Before creating an extension consider the guidance in FAQs
 - *The table in the taxonomy may be organized differently than your footnote but if all the correct concepts are reported, you should use the std table*

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What should we be looking for?

- SEC Observations continued...
 - **Most common issue filers currently face – tagging balances and signs**
 - Most values are tagged as “positives”
 - If they present with the opposite sign in the HTML, a negating label should be used to flip the sign/parentheses in the presentation
 - Tagging with the wrong sign may cause your data to be misinterpreted
 - *Follow guidance in sections 7.5.2 and 7.6 of the XBRL US GAAP Taxonomy Preparers’ Guide on comparing your account balance to the balance type of the element and in SEC Staff Observation (6-15-11) for examples.*

“The SEC in their staff observations dated June 15, 2011 encourages people to ask themselves “Does it make sense for the element to be negative?”

Checking your work



What should we be looking for?

- SEC Observations continued...
 - **In their June 2011 Observations the SEC offered more explanation**
 - Most standard elements are “one-way” elements and always expect “positive” values in XBRL
 - Some examples of elements incorrectly reported with negative values include DIVIDENDS COMMON STOCK or GOODWILL WRITTEN OFF
 - A smaller group of elements may be either positive or negative values
 - These elements typically have names/labels containing words such as
 - Cash flow statement: INCREASE DECREASE or PROVIDED BY USED IN or PROCEEDS FROM PAYMENTS FOR
 - Income statement: GAIN LOSS or PROFIT LOSS or INCOME EXPENSE
 - Footnote disclosures: UNREALIZED GAIN LOSS

Checking your work



What should we be looking for?

- **In their June 2011 Observations the SEC offered more explanation**
 - Most standard elements are “one-way” elements and always expect “positive” values in XBRL
 - Some examples of elements incorrectly reported with negative values include DIVIDENDS COMMON STOCK or GOODWILL WRITTEN OFF
 - Ask yourself...
 - Can you have negative dividends?
 - Can you write off a negative amount of goodwill?
 - These would be tagged as positive values
 - Use negating labels to flip the sign for presentation purposes

Checking your work



What should we be looking for?

- **In their June 2011 Observations the SEC offered more explanation**
 - A smaller group of elements may be either positive or negative values
 - These elements typically have names/labels containing words such as
 - Cash flow statement: INCREASE DECREASE or PROVIDED BY USED IN or PROCEEDS FROM PAYMENTS FOR
 - Income statement: GAIN LOSS or PROFIT LOSS or INCOME EXPENSE
 - Footnote disclosures: UNREALIZED GAIN LOSS or TAX BENEFIT EXPENSE
 - Use the balance of the fact and the balance type of the element to determine whether the fact should be tagged as positive or negative
 - Use the element name to confirm the sign if necessary
 - Use negating labels to flip the sign for presentation purposes

Checking your work



What should we be looking for?

- XBRL US also monitors and tracks Data Quality issues using the XBRL US Consistency Suite and has found...
 - **Negative Values Reported for a Concept that is expected to have a Positive Value**
 - Most frequent error identified by the XBRL US Consistency Checker
 - **Invalid Axis Member combination**
 - The Element and the Dimensional Member used to represent the fact in the report cannot be used together because such a concept does not exist
 - Two examples of this include:
 - An element of 'Shares Issued' with a member of 'Treasury Stock'
 - An element of 'Adj to APIC Income Tax Effect from Share Based Comp' and a member of 'Common Class A' common stock

Checking your work



What should we be looking for?

- Additional Data Quality identified by XBRL US, continued...
 - **Incorrect Calculation Weight Used**
 - Calculation formulas check the accuracy of the tagging of values
 - When an incorrect calculation weight is used, the incorrect formula may mask a tagging or data input error or may cause another value to be incorrectly input in an attempt to solve the calculation error.
 - *Understand calculation linkbase/weighting (opposites types=negative wt.)*
 - **Value reported for a Concept that Should be Zero or Empty**
 - An element reported in one part of the financials as zero cannot be reported in another part of the financials with a value. Some facts may appear in more than one table with different elements/extensions but represent the same concept.

Checking your work



Reasons for data quality issues?

- Erroneously created extensions in some cases because the Filer did not know that the appropriate element existed in the Taxonomy
- Tagging the Presentation not Tagging the Data
- Misinterpreting element usage
- Incorrect element selection
- Using Inappropriate Axes (Dimensions) to Define Facts
- Using Inappropriate Members to Define Fact

Checking your work



What will help us be successful?

- Learn the taxonomy and the elements available to you
- Understand the guidance available to you
 - SEC C&DI's, FAQs and Staff Observations located at xbrl.sec.gov
 - XBRL US Webinars and “Best Practice Committee” guidance located at xbrl.us
 - Vendor provided training and whitepapers
 - Share experiences with other Filers and/or peer group
- Understand what tools and resources are available to help you in your review
- If working with a third party service provide, make them your partner and communicate often to help reduce “surprises” and understand timing/calendar
- Understand the strength of each party – focus providers on the technology and focus companies on the concepts and tags

“

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Checking your work



What will help us be successful?

- When building your instance document...
 - Understand your data and what it represents so that you choose the correct element or element and dimension combination
 - Whenever possible, use standard elements and axes/domains and members over choosing to extend
 - When you do extend, create extensions in a manner consistent with similar elements in the Taxonomy
 - Understand the elements, the balance types and the underlying data to tag facts with the correct value/sign
 - Understand the presentation and use negating labels to flip signs when necessary

Checking your work



What will help us be successful?

- Implement a robust review process that is formal and well documented whether you prepare in-house or outsource
 - Check your work using third party tools and if possible, use multiple tools
 - Perform review each time you create a document
 - Document the results to evidence your review
 - Management to review / approve the testing performed
- Look to the applicable guidance when designing your review process
 - AICPA Statement of Position 09-1, Performing Agreed-Upon Procedures Engagements That Address the Completeness, Accuracy, or Consistency of XBRL-Tagged Data (www.aicpa.org)
 - AICPA Exposure Draft on XBRL Principles and Criteria (currently released in draft at www.aicpa.org)

“

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Checking your work



What will help us be successful?

- Understand the various levels of testing and what comfort they do/don't provide
 - Basic XBRL 2.1 and Dimensions 1.0 validation
 - SEC Edgar Filer Manual (located at xbrl.sec.gov)
 - Calculation checks
 - Test submissions
- The right people need to be involved
 - People familiar with the financial reporting of the company should be trained in XBRL and should be a key part of the review process
 - Involve the C-level executives
 - Involve audit committee, disclosure committee and legal counsel to the extent appropriate
 - Involve your auditors to the extent you deem necessary
 - Communicate often with your third party providers

“

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Checking your work

Questions?

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Managing the Process

Managing – Pre-implementation



Learn about XBRL and your requirements

Assemble the oversight team

Develop the project plan, workflow and quality control steps

Staff according to plan

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Managing – Pre-implementation

Develop review, approval and filing procedures

Learn taxonomies

Learn about, select and implement software and services

At least 2 or 3 quarters before

- Primary financial statements and block tagging of Notes or detailed Notes
- Initial Template Set up
- Dry run along side EDGAR but don't submit XBRL

Managing – Pre-implementation

Who should be involved

- External reporting – education and build in more time for review!
- Legal Counsel - Internal or External
- Audit committee - may need to move up meeting date down the road
- Internal/external auditors - get them involved earlier if needed
- Investor relations – posting of XBRL on web site
- Information Technology
- Special project team
- Consultants
- Others? Educate senior staff?

Outsource or in-house



- Outsource
 - Leverage expertise of service provider
 - Partnering with a known entity, idea-sharing
 - Less strain on internal resources
- In-house
 - Greater control
 - Easier for system integration
 - Faster close
 - Lower out-of-pocket costs

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Outsource or in-house

Considerations when choosing tool or service:

- BOTH
- Support – hours, form
- Training: FAQ's Webinars
- Map to internal financial management system
- Does detailed tagging
- Does block tagging
- Provides rendering
- Has a repeatable process
- Security policies
- Maintains user groups
- Provides validation
- US GAAP Taxonomy updates
- Software tool only
 - Speed of taxonomy loading
 - Web based, ASP, PC-based? File Size if PC-based
 - Handling changes to taxonomy
 - Software updates
 - Processing times
 - Search capabilities
 - Is Support time extra (\$\$)
- Service only
 - Turnaround times
 - Any restatements made?
 - Provides alternative tag options
 - Version control between EDGAR HTML & XBRL process
 - SAS 70 certification

Resources

- www.xbrl.us
 - Software and Services Comparison Matrix
<http://xbrl.us/Learn/Pages/ToolsAndServices.aspx>
 - Taxonomy <http://xbrl.us/taxonomies/Pages/US-GAAP2009.aspx>
<http://xbrl.us/taxonomies/Pages/US-GAAP2011.aspx>
 - Case studies <http://xbrl.us/Learn/Pages/CaseStudies.aspx>
 - Newsletter signup <http://xbrl.us/News/pages/newsletter.aspx>
- **SEC's XBRL information portal:** <http://xbrl.sec.gov>
 - View XBRL-formatted financial statements <http://www.sec.gov/spotlight/xbrl/filings-and-feeds.shtml>
 - SEC's XBRL Submission Previewer <https://datapreview.sec.gov/previewer/>
 - SEC's Information for EDGAR Filers (EDGAR Filer Manual)
<http://www.sec.gov/info/edgar/edmanuals.htm>
 - Staff Observations from Review of Interactive Data Financial Statements
<http://www.sec.gov/spotlight/xbrl/staff-review-observations.shtml>

Managing the Process – Post Implementation



- You've had a successful first filing (or first couple of filings) of an XBRL exhibit – Congratulations!!
- The question now is, where do you go from here?
 - How do you effectively manage the XBRL process?

i.e., Now What??

Managing the Process – Post Implementation



- The key is to have a plan and execute it.
- Need to put into place the right
 - Resources
 - People
 - Process
 - Controls

Managing the Process – Post Implementation

To successfully manage the process, companies should:

- Identify and communicate with stakeholders
- Identify owners of the XBRL process (the “XBRL Team”)
- Get educated, stay educated
- Leverage support from 3rd party service providers
- Understand ongoing filing requirements, deadlines, and guidance
- Incorporate controls and procedures into the XBRL filing process and document
- Refine the process
- Make the XBRL filing process an integral part of the closing process – not an afterthought

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Managing the Process – Post Implementation



- Stakeholders
 - External reporting team
 - Legal counsel
 - Audit committee
 - Internal/external auditors
 - Investor relations
 - Information technology
 - XBRL team
 - Investment community

Managing the Process – Post Implementation

- Communication with internal stakeholders
 - Develop a regular internal communication plan early in the process to keep internal stakeholders informed about XBRL requirements
 - Regular communications as the company progresses through the phase-in requirements (block tagging through DFN tagging) will help them realize the added time commitment required as the company moves from block text tagging to detailed FN tagging.

Managing the Process – Post Implementation

- Education – understand:
 - How the investment community will use your company's data (key financial executives, financial reporting staff and XBRL team)
 - How XBRL is used and what it's potential is (key financial executives, financial reporting staff and XBRL team)
 - Filing process (financial reporting staff, XBRL team)
 - Mapping (XBRL team)
 - Taxonomy (XBRL team)
 - Structure (XBRL team)

Managing the Process – Post Implementation

- Education (con't):
 - Cultivate in-house expertise: learn to use the XBRL medium and learn the XBRL lingo
 - Establish a base of in-house XBRL expertise, then nurture and build it over time
 - Expertise will be critical when the legal liability exemption period expires- use the exemption period wisely!
 - Understanding how to use the XBRL medium will enable you to control the message you send in your SEC XBRL filings

Managing the Process – Post Implementation

- Leverage 3rd Party Support:
 - External Auditors
 - Engage with your external auditor early
 - Determine what role they will play in your SEC XBRL financial filing process
 - Discuss with them their knowledge and readiness to provide support
 - Communicate *early* what level of assurance you require from them on your XBRL data
 - Come to an understanding about additional hours/fee that will result from external audit work on XBRL data

Managing the Process – Post Implementation

- Leverage 3rd Party Support:
 - External Auditors Can:
 - Review mapping and provide feedback
 - Read the XBRL exhibit for material inconsistencies with the financial statement
 - Perform procedures on, or assess the reasonableness or overall propriety of, the XBRL exhibit as part of the audit
 - Assess controls over the creation of the XBRL exhibit,
 - Issue separate assurance on the XBRL exhibit or the controls over its creation

Managing the Process – Post Implementation

- Leverage 3rd Party Support:
 - External Auditors Cannot:
 - Map your financial statements
 - Prepare your XBRL document
 - File your XBRL document
 - Other 3rd party service providers can do any/all of the above, but the company is responsible for its XBRL data

Managing the Process – Post Implementation

- Filing requirements, deadlines, and guidance – XBRL team, financial reporting staff
 - What reports require XBRL exhibits
 - Deadlines for each filing, for block tagging and for detailed tagging
 - What is required to be tagged each period and for each filing
 - SEC's guidance on elements selection
 - XBRL Q&As
 - Monitor changes to Edgar filing manual, taxonomy, SEC Q&As and other SEC guidance and PCAOB guidance
 - Monitor changes to Edgar filing manual, taxonomy, SEC Q&As and other guidance
 - Ensure website posting requirements are met each period
 - Internal XBRL manual?

Managing the Process – Post Implementation

Resources

- www.xbrl.us
 - Software and Services Comparison Matrix
<http://xbrl.us/Learn/Pages/ToolsAndServices.aspx>
 - Taxonomy <http://xbrl.us/taxonomies/Pages/US-GAAP2009.aspx>
<http://xbrl.us/taxonomies/Pages/US-GAAP2011.aspx>
 - Case studies <http://xbrl.us/Learn/Pages/CaseStudies.aspx>
 - Newsletter signup <http://xbrl.us/News/pages/newsletter.aspx>
- **SEC's XBRL information portal:** <http://xbrl.sec.gov>
 - View XBRL-formatted financial statements <http://www.sec.gov/spotlight/xbrl/filings-and-feeds.shtml>
 - SEC's XBRL Submission Previewer <https://datapreview.sec.gov/previewer/>
 - SEC's Information for EDGAR Filers (EDGAR Filer Manual)
<http://www.sec.gov/info/edgar/edmanuals.htm>
 - Staff Observations from Review of Interactive Data Financial Statements
<http://www.sec.gov/spotlight/xbrl/staff-review-observations.shtml>

Managing the Process – Post Implementation

Controls

- Incorporate controls and procedures into the XBRL filing process and document procedures to ensure:
 - XBRL data accuracy and quality – completeness check
 - Most appropriate tags and dimensions used
 - Changes from one period to the next documented and explained
 - XBRL rendering review
 - XBRL validation via test filing
- Internal XBRL filing manual?

Managing the Process – Post Implementation

Refine the process - XBRL team and financial reporting staff

- Keep abreast of and understand best practices
- Monitor XBRL-close time and build into the closing timetable
- If you use a 3rd party filer, develop a review and update process that addresses
 - Expectations re: timing
 - Procedures for communication with 3rd party filer (who's responsible, who's the contact person, when/how often to communicate, what to communicate, etc)
- Develop a plan now for detailed tagging, allowing for adequate time
- Develop a plan now for migration to latest (2012) UGT
 - Take advantage of experiences from those that have gone before you

Managing the Process – Post Implementation

Planning for detailed tagging

- Plan ahead
 - Allow for a generous amount of time in which to meet filing requirements
 - Estimate the time it will take you to create and review the detailed-tag filing by using your page count
 - Track the time that it takes to create individual sections of your filing; use that information to estimate how long other sections will take to complete
 - If still available, use the legal liability exemption period to learn, rather than wait and risk mistakes in year three
 - If using a 3rd party service provider keep in mind that their turnaround time will likewise increase for the same reasons your times increased
- Eat the DFN-creation “elephant” by looking at it as lots of little bite-sized pieces
 - Look at the detailed tagging as a lot of little tasks rather than one big task
 - turns an otherwise overwhelming task into more manageable actions
 - Focus on getting each piece done correctly

Source: Edgar Online

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Outsource or in-house



- Outsource
 - Leverage expertise of service provider
 - Partnering with a known entity, idea-sharing
 - Less strain on internal resources
- In-house
 - Greater control
 - Easier for system integration
 - Faster close
 - Lower out-of-pocket costs

Managing the Process – Post Implementation

Planning for migration from 2009 – 2011 UGT

- Plan your timing
- Schedule outside of a quarter end
- Schedule outside of your outsourced provider's busy period
- Don't combine with another significant change (e.g. do not do when transitioning from block to detail tagging or 10-Q to 10-K)
- Based on all of the above, convert sooner rather than later
- Plan your resources
- Plan on additional days of work for the conversion
- Internal resources are likely best
- You may need subject matter experts (e.g. Tax, Treasury) on hand to review definition changes
- Plan your approach
- Listen to your outsourced provider's advice
- Follow those who've gone before you and customize

Source: RR Donnelly - Microsoft

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Managing the Process – Post Implementation

Best practices for managing the process

- Use tried-and-true practices; don't reinvent the wheel
- Learn from those filers who have come before you.
- Focus on quality – designate a person to take ownership of XBRL process, whether it's in-house or outsourced (or some combination of the two)
- Develop a review process
- Develop and maintain documentation
- Be consistent between submissions
 - Document and justify changes

Managing the Process – Post Implementation

Best practices for managing the process (con't)

- Be aware of how changes to financial disclosures/footnotes impact XBRL structure
- Perform timely/thorough review from onset of mapping template creation through XBRL filing
- Establish and maintain short-term and long-term XBRL goals, XBRL milestones
- Seek expertise from colleagues, auditors, 3rd party providers and other stakeholders.

Managing the Process – Post Implementation

XBRL US Best Practices/Data Quality Working Group

- Includes experts in the XBRL community
- Goal of the group is to support the creation of consistent XBRL filings that can be easily consumed by end users of XBRL data.
- Findings/recommendations on taxonomy, mapping and other issues published in October 2010
- <http://xbrl.us/research/onDocuments/20101018BPC.pdf>

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XBRL Controls Process

Essential Basics

Agenda: XBRL Controls Process

- Mitigate risks
- Meeting DC&P requirements
- Create better XBRL

Mitigate Risks

- Pioneering (avoid arrows)
- Technical, complex
- Ongoing change
- Rapid growth
- Systems still under development

Adding Stress to an Already Stressed Environment



- Many organizations are already stretched thin
 - Added control burden puts another level of stress on a lean resource team
 - Added challenge of having the skill sets to handle the preparation and the testing
- Timeframes are already stretched thin
- Establishing a well documented and sustainable process for tagging, creating, reviewing and submitting XBRL exhibits is critical
- Making XBRL a parallel, rather than serial process, may reduce pressure and even help existing processes

Background on the XBRL Process

Management Responsibility			
Task	All	In-House	Out-Sourced
Identify Team	Some tasks must be performed by management – in whole, or in part - whether tasks are performed internally, externally or in a hybrid fashion.	Even if processes are brought in-house, external parties can assist or supplement the process.	If seeking greater integration, options include both bringing XBRL in-house and sending more of the accounting and financial reporting process out.
Training			
Develop procedures and controls			
Coordinate hand-off and timing			
Obtain reporting data			
Identify concepts to be tagged			
Map concepts to taxonomy			
Extend taxonomy			
Create instance	Some tasks are easier in subsequent periods, but complicated by differences between Q and K, changes in taxonomy versions.		
Review			
Test submission			
Test rendering			
Assurance			
Review			
Submit			
Post to Corporate IR website			

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Common Risk Areas

Management Responsibility

Task

All

In-House

Out-Sourced

Identify Team

Training

Develop procedures and controls

Coordinate hand-off and timing

Obtain reporting data

Identify concepts to be tagged

Map concepts to taxonomy

Extend taxonomy

Create instance

Review

Test submission

Test rendering

Assurance

Review

Submit

Post to Corporate IR website

Finding the right people – or getting time from the right people - is becoming more difficult as the number of participants is skyrocketing

Understanding the UGFRT, the XBRL technical rules and how to express the company's message is non-trivial – it's not traditional EDGARization.

Companies are routinely entering in numbers with the wrong “sign”, creating new concepts when existing standard ones should suffice, and letting rendering drive data quality.

Common Risk Areas

- Source information provision
 - Are you tagging the most recent and most complete information?
- Taxonomy management and extension
 - Using an appropriate taxonomy
 - Consistency with prior company extension taxonomies
 - Consideration of new coverage by updated taxonomies and impact on prior extensions
- Taxonomy concept usage
 - Picking suboptimal or incorrect combination of concepts
 - Extending when existing concepts are suitable
 - Improperly designing new additions
- Instance population
 - Errors in transferring content
 - Negative numbers vs negated labels
 - Controlling duplicates
 - File handling and versioning
 - Minimizing use and submission of outdated versions of files
- Security, controlling risk of accidental exposure
- Timely submissions
- Internal versus external on some or all
 - Control issues
 - Vendor management issues
 - Knowledge issues
- Time constriction issues
 - When the clock is ticking, the quality suffers and any of the risk areas above are increased
- Contributor issues
 - What happens if employee, service provider or software acts up?
- Web site and EDGAR posting
 - Maintaining postings for required period (web site redesign)
- Overall
 - Inefficient processes
 - Expenditures with no future benefit
 - Muddled message to the Market

Meeting DC&P Requirements

- What is DC&P?
- DC&P and XBRL exhibits

DC&P

- What is DC&P?
 - 273 Rules 13a-15(e) and 15d-15(e) define the term “**disclosure controls and procedures**” as “controls and other procedures of an issuer that are designed to ensure that information required to be disclosed by the issuer in [its periodic] reports . . . is recorded, processed, summarized and reported within the time periods [required].”
- How important is DC&P?
 - “We believe that any senior corporate official who considers his or her personal involvement in determining the disclosure to be presented in quarterly or annual reports to be an “administrative burden”, rather than an important and paramount duty, seriously misapprehends his or her responsibility to security holders.” [Release No. 34-46079; File No. S7-21-02] *Certification of Disclosure in Companies’ Quarterly and Annual Reports*

XBRL and DC&P

‘As discussed above, we are excluding interactive data from the officer certification requirements as part of our effort to strike an appropriate balance between avoiding unnecessary cost and expense and encouraging accuracy in regard to interactive data. **Interactive data would fall within the definition of “disclosure controls and procedures” and, accordingly, we are not adopting the exclusion on that basis.**’ (Rule 33-9002)

XBRL and DC&P

Question: “The interactive data adopting release provides that controls and procedures with respect to interactive data fall within the scope of “disclosure controls and procedures.” [See Securities Act Release No. 9002 (Jan. 30, 2009)]

Answer: “Yes. **Controls** and **procedures** with respect to interactive data fall within the scope of “**disclosure controls and procedures**”. That the principal executive and financial officers do not need to consider such **controls** in making their individual certifications about their responsibility for establishing and maintaining the filer’s **disclosure controls and procedures** does not mean that the filer can exclude such **controls** in complying with Rules 13a–15 and 15d-15 and Item 307 of Regulation S-K [May 20, 2009]” Compliance and Disclosure Interpretations *Interactive Data – Compliance and Disclosure Interpretations*
Issue Date: 09/14/2009 – Interactive Data *Last Update: September 17, 2010*

Disclosure Controls and Procedures

- Effectiveness of the design and operation of DC&P
- Parallel to recorded, processed, summarized and reported within the time periods [required]?
- Perhaps: ensuring that XBRL files are complete, accurate, consistently mapped, comply with mandated XBRL structuring requirements and have been submitted on a timely basis?
 - Consider developing/using an Interactive data compliance checklist
 - Creation
 - Compliance
 - Common errors
 - Involve
 - Internal audit
 - Disclosure or audit committee
 - Others?
- Consider changes necessary as move from bolt-on to built-in or embedded

Consider Applying COSO



Five control components and examples

- **Control Environment**
 - Management buy-in and participation
 - Managing people and processes
- **Risk Assessment**
 - Based on risk appetite ... based on likelihood and impact ...
 - Areas of likely error
 - Failures of timely submission
 - Costs and efficiencies
 - Changes to process
- **Control Activities**
 - Policies and procedures
 - Workflow management
 - Review and documentation
- **Information and Communication**
 - Communication of company policies, internally and externally
 - Anything else necessary to ensure people can carry out their responsibilities
 - Ensuring progress
- **Monitoring**
 - Ongoing assessment of controls and efficiencies
 - Separate evaluations

Create Better XBRL

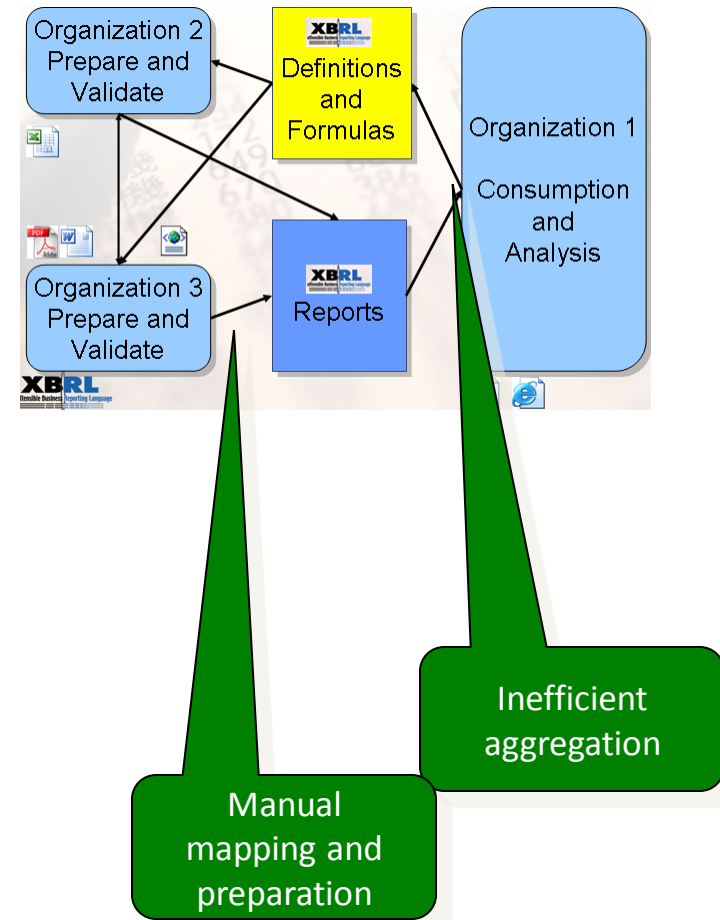
- Overcome common data problems
- Coordinate external and internal processes
- Ongoing change
- Rapid growth
- Systems still under development

Common Data Problems

- **Linkages of data to company policies is manual and/or application specific and in most cases inadequate**
- **Data models are application specific**
- **Data flows in one direction; audit trail is lost**
- **Reporting (book, tax, management) is not reconcilable to each other**
- **Communication is bottom up only**
- **Investments are lost when systems change**

Coordinate External/Internal Processes

- Intermediaries exist in the market... but *also* within the company:
- Internal locations
 - Disparate applications
 - Manual transfers
 - Automated transfers of disparate ledger concepts
 - Manual analysis and controls
 - Manual aggregations



Controls: Documentation & Analysis

- Process Documentation and Representation
- Linkage of facts to related concepts
 - Best match (not too broad, nor narrow)
- Assessment of facts for:
 - Missing concepts - completeness
 - Redundancies
 - Others
- Take advantage of automated assessment tools
 - Test submission
 - Pre-viewer (on-site vs. SEC)
 - Third party validation and rules checking

Important Steps

- Monitor
 - Changes to the SEC EDGAR Filer Manual
 - SEC interpretations and observations
 - SEC webcasts and related educational sessions
- Incorporate controls over the preparation of the XBRL exhibit into their documentation of disclosure controls and procedures
- Design a review and update process that leverages their third-party EDGAR filer (as applicable)
- Utilize the SEC test submission process and previewer prior to every submission
- Incorporate XBRL controls into existing disclosure controls and procedures.
- Consider the efficiencies and risk reduction of integrated solutions

Important Considerations

- Management cannot outsource responsibility
- Look at the XBRL – not just mapping spreadsheets and renderings
- Focus on data quality – the rendering tool is supposed to promote quality, not compromise quality so it renders correctly
- Document, document and document
 - Decisions, internal best practices, why did we do that?
 - Documentation labels (definitions) on extension elements
- Perform peer and market review
- Leverage business rules to validate XBRL in progress, improve analytics
- Leverage XBRL resources to improve “traditional” filing, underlying data
- Follow the model of the US GAAP taxonomy
- Consistency within and across submissions
- Manage 10-Q / 10-K differences; plan ahead and coordinate
- Track FASB taxonomy updates and participate in feedback system
- Track EFM changes, SEC observations and interpretations, XBRL US Best Practices

Internal Controls and SOX 404

“As the technology associated with interactive data improves, issuers may integrate interactive data technology into their business information processing, and such integration may have implications regarding internal control over financial reporting no different than any other controls or procedures related to the preparation of financial statements. **If this integration occurs, the preparation of financial statements may become interdependent with the interactive data tagging process and an issuer and its auditor should evaluate these changes in the context of their reporting on internal control over financial reporting.** However, this evaluation is separate from the preparation and submission of the interactive data file, and as such the results of the evaluation would not require management to assess or an auditor to separately report on the issuer’s interactive data file provided as an exhibit to a filer’s reports or registration statements.” (Rule 33-9002)

When XBRL is Interdependent

When is XBRL part of your SOX 404?

- Typically, XBRL is “bolted-on” at the end of the Company’s financial reporting process
- An integrated or embedded XBRL solution may utilize XBRL in the preparation of the HTML financial statements themselves (not just the XBRL exhibit) and thus XBRL could be subject to the SOX 404 requirements
- XBRL could become important to the last phase of the financial reporting process
- The Company would establish controls over the XBRL tagging and include these controls in the Company’s SOX 404 assessment and certification
- To the extent that these controls were included as part of the SOX 404 assessment, they would be subject to testing by the Company’s auditor

Questions and Panel



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XBRL Basics Training

XBRL Exercise

Instructions: Review each question and indicate whether it is true or false.

1. Companies can choose a taxonomy for their SEC XBRL exhibit.	T	F
2. Some tagged amounts can use more than one type of tag.	T	F
3. A software-assisted search only has to be performed for those tags which require an in-depth search.	T	F
4. A tag for a balance sheet line item might be found in a particular disclosure section of the taxonomy.	T	F
5. The definition is the only consideration when selecting a tag.	T	F
6. It is acceptable to exclude a tag because non-required concepts are missing from the definition.	T	F
7. A tag may be acceptable if the definition is broader (i.e., includes more concepts than the financial statement line item includes).	T	F

Activity for the XBRL Basics – Checking your work

2011 National Conference

XBRL BASICS - Checking your work

Question 1: To Extend or Not To Extend?

- ABC Company has fallen on tough economic times and has decided to record certain charges this quarter (qtr ended 9/30/11) for a total amount of \$20m that will be reported on one line in the income statement with the caption “Restructuring and writedown of certain assets.”
- The Company intends to record Restructuring charges of (\$15m) and a writedown of Goodwill related to the closed facility/product line (\$5m). There were no remediation costs in this charge.
- In tagging this item on the P&L, which they have named “2011 Rationalization”, they have reviewed the 2011 taxonomy and have identified the following standard elements:

A	Role: 124000-Statement of Income (Gross Margin) Element Name: Restructuring Charges Definition: Amount charged against earnings in the period for incurred and estimated costs associated with exit from or disposal of business activities or restructurings pursuant to a duly authorized plan, excluding asset retirement obligations.
B	Role: 430000-Disclosure-Restructuring and Related Costs Element Name: Restructuring and Related Cost, Caption that Includes Restructuring Charges Definition: Identification of the line item(s) in the statement of income that includes the costs of the restructuring and related activities.
C	Role: 124000-Statement of Income (Gross Margin) Element Name: Restructuring, Settlement and Impairment Provisions Definition: The aggregate amount provided for estimated restructuring charges, remediation costs, and asset impairment loss during an accounting period. Generally, these items are either unusual or infrequent, but not both (in which case they would be extraordinary items).
D	EXTENSION Create an extension named “2011 Rationalization Charges” and use it to tag the \$20m of restructuring charges.

Given the facts presented, which element or extension would you select for the tagging of the \$20m P&L line item representing the restructuring charge for the Company?

Question 2: To Extend or To Use Dimensions?

- Taking the scenario in Question 1 a little further...
- Let's assume that the only charge that the Company had in the current year was for pure restructuring and was recorded using the US GAAP Standard line item "Restructuring Charges,"
- In tagging this item on the P&L, which they have named "2011 Rationalization.," they used the "Restructuring Charges" element.
- In 2009, the Company had a similar charge for \$35m which they believe contained just the pure Restructuring and did not include any write-off of assets. They called this the "2009 Consolidation. "
- They have reviewed the 2011 taxonomy, consulted with their printer and their auditor and have identified three possible scenarios to be used to tag a small table showing the summary of the two charges in the restructuring footnote.
- Which of the two scenarios do you believe is more appropriate?

A	Use the standard element "Restructuring Charge" to tag the \$20m and then change the label of the standard element to read "Restructuring Charge – 2011 Rationalization" Create a new extension to be named "Restructuring Charge – 2009 Consolidation" and use it to tag the charge recorded in the 2009 quarter.
B	Use the standard element "Restructuring Charge" with a Dimensional Member of "2011 Rationalization" and a context of "6 months ended 12/31/11" for the \$20m. Use the standard element "Restructuring Charge" with a Dimensional member of "2009 Consolidation," and a context of "6 months ended 6/30/10 for the \$35m.
C	Use the standard element "Restructuring Settlement and Impairment Provision" with a Dimensional member of "2009 Consolidation," for the \$20m that includes a and a context of "6 months ended 6/30/10 for the \$35m Use the standard element "Restructuring Charge" with a Dimensional member of "2009 Consolidation," and a context of "6 months ended 6/30/10 for the \$35m which does not have an asset write-down.
D	None of these options is correct for the tagging of this particular situation.

Question 3: To Properly Tag a Cash Flow Stmt Item?

The Company is reviewing the tagging of its Cash Flow Statement as prepared by its Third Party service provider. Per its Balance Sheet:

	9 mo. Ended 9/30/11	Bal at 12/31/10	Net change
Accounts Receivable	200,000,000	300,000,000	100,000,000

On the cash flow statement, the Company reports their Third-Party Service Provider had tagged the line “(Increase) Decrease in Accounts Receivable” with the following element

Name:	Increase (Decrease) in Accounts Receivable
Definition:	The increase (decrease) during the reporting period in amount due within one year (or one business cycle) from customers for the credit sale of goods and services
Data Type	Monetary Item
Balance Type:	This standard US GAAP element has a “credit” balance type –

Group Discussion:

What questions might you ask when determining how to tag the net change in accounts receivable?

Let’s ask a few True / False questions:

True or False.	Did they pick the correct element to tag their data?
True or False.	The amount should be entered as a positive value in XBRL.
True or False.	The amount should have a negating label to flip the sign for presentation.



XBRL US National Conference 2011

Get More Out Of XBRL, Strategies for Public Companies

Essentials Basics

Answers

Answers and Guidance to XBRL Exercise

1. Companies can choose a taxonomy for their SEC XBRL exhibit.		F
Explanation: The SEC has specific requirements regarding which taxonomy version must be used for an XBRL exhibit. It also defines exactly which taxonomy files must be included as part of the actual filing. The taxonomy is expected to be updated regularly by the FAF, but companies are currently required to use the SEC approved version of the US GAAP taxonomy for SEC XBRL exhibits only. The SEC has a website which details the exact taxonomy requirements for an XBRL exhibit (http://www.sec.gov/info/edgar/edgartaxonomies.shtml). The FASB may provide newer taxonomy versions on their website. The availability of these newer versions can sometimes be helpful to registrants in understanding what is forthcoming and may impact their current tagging decisions, but only SEC-approved taxonomies are allowed for SEC XBRL exhibits.		
2. Some tagged amounts can use more than one type of tag.	T	
Explanation: As discussed, in addition to a standard line item tag, member tag(s) may also be required (e.g., equity components in the statement of equity). However, only one line item tag can be used for any given financial statement concept. If a statement presents additional header column information in addition to the reporting period columns, this would likely lend itself to utilizing member tags. For example, a distinct class of stock member tag belongs to the equity component axis. In general, member tags will be used in the notes and statement of equity, and in general are not used much on the other face statements.		
3. A software-assisted search only has to be performed for those tags which require an in-depth search.		F
Explanation: A search should always be performed when looking for a tag in a taxonomy viewer. The search function will seek tags across the entire taxonomy based on keywords found in the tag's label and definition. Searching for a tag will likely take several minutes. Even though a user may find a tag that looks to fit the financial statement line item, they should continue to look at the other potential options by performing a thorough search of the taxonomy as there may be a narrower tag that better fits the line item.		
4. A tag for a balance sheet line item might be found in a particular disclosure section of the taxonomy.	T	
Explanation: Companies will often consider a tag as being unsuitable because they did not find the tag where they expected to find it (i.e., in the taxonomy section that matches the financial statement they are tagging). Although the location of the tag in the taxonomy tree may be a good indicator, it is not required that the tag be located in a specific section of the taxonomy		

tree (e.g. “Accounts receivable due from affiliates” on the balance sheet can be tagged with a tag from the Accounts Receivable Disclosure section of the taxonomy).

5. The definition is the only consideration when selecting a tag.

F

Explanation: Although the tag is the key criteria for selecting tags, there are other primary and secondary considerations that should be either confirmed or considered. The other primary criteria for tag selection are the period type (i.e., instant or duration) which indicates a tag is to be used for reporting at a certain point in time (e.g., balance sheet) or over a period of time (e.g., income statement) and the tag type (e.g., monetary, text block, shares, per share) must also be appropriate for the financial concept.

The following are the common period and tag type values by statement:

Statement/Text block	Period Type	Tag Type
Balance sheet	Instant	Monetary, shares or per share
Income statement	Duration	Monetary, shares, per share or per unit
Cash flow statement/ statement of equity	Instant or duration	Monetary, shares or per share
Text block notes and schedules	Duration	Text block

In addition, other secondary tag attributes can be considered.

- Standard label – although a tag’s standard label is often a quick indicator as to the general nature of its intended use, it should not be the primary criteria in determining whether a tag is appropriate for a given financial concept.
- References – although references (when they exist) often represent definition information which can be used to better understand a financial concept, they often exclude measurement and other key components and are not meant to be a comprehensive authoritative reference.
- Balance – a tag’s balance (debit or credit) should not influence selection, but extension tags that appear on the income statement or balance sheet must have a designated balance (i.e., debit or credit).

6. It is acceptable to exclude a tag because non-required concepts are missing from the definition.

F

Explanation: Companies will often consider a tag as being unusable because a concept they include in their line item was missing from the definition of the tag. The concept of materiality

must be applied here. The fact that a non-material concept is not represented in a definition should not preclude its use.

- For example: "Selling, General and Administrative Expense" with a definition:
 - ▶ "The aggregate total costs related to selling a firm's product and services, as well as all other general and administrative expenses. Direct selling expenses (for example, credit, warranty and advertising) are expenses that can be directly linked to the sale of specific products. Indirect selling expenses are expenses that cannot be directly linked to the sale of specific products, for example telephone expenses, Internet and postal charges. General and administrative expenses include salaries of non-sales personnel, rent, utilities, communication, etc."
 - ▶ The line item for a company may include travel expenses. Even though travel expenses were not mentioned specifically in the definition above, this is not a reason to exclude the tag from use. The definitions are to help assist the user to understand the types of expenses, not to be a complete listing.
- Another example: "Property, Plant and Equipment (PP&E)"
 - ▶ A company's line item included a small amount of purchased software. The standard PP&E tag does not mention the inclusion of purchased software, but should still be considered when assessing the proper tag, thus allowing a company to judge if the difference is minor or material.

7. A tag may be acceptable if the definition is broader (i.e., includes more concepts than the financial statement line item includes).	T	

Explanation: Although the tag definition must be consistent with the financial accounting concept (in all material respects), it is not necessary for the definition to be an exact match. Companies will often exclude a tag from consideration that may be an acceptable tag when it includes more concepts than the financial statement line item contains. Again, registrants should select a tag with the narrowest definition that captures all "material" information for the concept being represented. Do not select definitions that explicitly exclude material components of a financial concept, nor exclude definitions because they include additional "non-material" concepts beyond the financial statement line item. Using an existing tag that accurately represents the financial concept even though it may not match exactly is still preferable to extending a new custom tag.

- For example, the definition for "Long-term debt current" states:
 - ▶ "Total of the portions of the carrying amounts as of the balance sheet date of long-term debt, **which may include** notes payable, bonds payable, debentures, mortgage loans and commercial paper, which are scheduled to be repaid within one year or the normal operating cycle, if longer, and after deducting unamortized

discount or premiums, if any.”

- ▶ The company's line item may only include notes payable, mortgage loans and commercial paper but not bonds payable or debentures. The company should not exclude this tag just because they do not have all the items that are listed. This definition states "which may include." Other definitions use similar language such as "including A, B and C."

Activity for the XBRL Basics – Checking your work

2011 National Conference

XBRL BASICS - Checking your work

Question 1: To Extend or Not To Extend?

- ABC Company has fallen on tough economic times and has decided to record certain charges this quarter (qtr ended 9/30/11) for a total amount of \$20m that will be reported on one line in the income statement with the caption “Restructuring and writedown of certain assets.”
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- In tagging this item on the P&L, which they have named “2011 Rationalization”, they have reviewed the 2011 taxonomy and have identified the following standard elements:

A	Role: 124000-Statement of Income (Gross Margin) Element Name: Restructuring Charges Definition: Amount charged against earnings in the period for incurred and estimated costs associated with exit from or disposal of business activities or restructurings pursuant to a duly authorized plan, excluding asset retirement obligations.
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D	EXTENSION Create an extension named “2011 Rationalization Charges” and use it to tag the \$20m of restructuring charges.

Answer:

Given the facts presented, which element or extension would you select for the tagging of the \$20m P&L line item representing the restructuring charge for the Company?

The tag selection process is just as much art as it is science as every company is unique and may have reporting that differs from its peers.

Item A – might not be appropriate because the element definition specifically excludes “asset retirement obligations” and this scenario includes an asset writedown.

Item B – might be appropriate because it includes “Restructuring and Related Costs” which is what we have here. The fact that the element is located in a “footnote” or “Disclosure” section of the taxonomy should not automatically preclude us from using that standard element.

Item C – might be appropriate because it includes “Restructuring, Settlement and Impairment” and you have two of the three. You would not conclude that ‘because you do not Settlement charges, you do not have all three components and therefore should not use this element.

Item D – might be appropriate because you may have some specific reason why you cannot use any of the standard elements presented in the taxonomy (ie, you might have used them to present data in a different table, in a different format, where the “tag once, present multiple times” scenario does not work and you “need” additional elements to complete the disclosure)

The tagging of financial statements can be straight forward or it can be complicated. Learn the taxonomy and apply it using judgment when necessary.

Question 2: To Extend or To Use Dimensions?

- Taking the scenario in Question 1 a little further...
- Let's assume that the only charge that the Company had in the current year was for pure restructuring and was recorded using the US GAAP Standard line item "Restructuring Charges,"
- In tagging this item on the P&L, which they have named "2011 Rationalization.," they used the "Restructuring Charges" element.
- In 2009, the Company had a similar charge for \$35m which they believe contained just the pure Restructuring and did not include any write-off of assets. They called this the "2009 Consolidation. "
- They have reviewed the 2011 taxonomy, consulted with their printer and their auditor and have identified three possible scenarios to be used to tag a small table showing the summary of the two charges in the restructuring footnote.
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A	Use the standard element "Restructuring Charge" to tag the \$20m and then change the label of the standard element to read "Restructuring Charge – 2011 Rationalization" Create a new extension to be named "Restructuring Charge – 2009 Consolidation" and use it to tag the charge recorded in the 2009 quarter.
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D	None of these options is correct for the tagging of this particular situation.

Answer:

Item A – might not be the best solution because you would be using one standard element and one extension to represent the same financial statement concept for two different activities. If someone were to search on Restructuring it might be more difficult to interpret the data related to the second restructuring initiative.

Item B – this might be the best solution – to use the same element but use Dimensional members to distinguish the two separate programs. One additional note, please be careful with the dates as the dates in this example may or may not be correct, depending on the time period of the restructuring activities. Using a 2010 date for the 2010 program may not be appropriate if you are still reporting activity against the 2010 plan.

Item C – Depending on the components of the charge (and consideration of the question “too broad vs too narrow”) this might be the best solution because the first element accurately represents the first plan without being too broad or too narrow and the second and the second element accurately represents the second plan without being too broad or too narrow, however in this solution, comparability is reduced.

Item D – One or more of these solutions might be an appropriate way to tag the disclosure.

Understand what it is you are reporting to help you pick the right element and to define the attributes correctly.

Many times there is more than one solution – use judgment to tell your story in the way that is going to be most beneficial to the reader – what will give the consuming data user the best representation of your financial data.

Question 3: To Properly Tag a Cash Flow Stmt Item?

The Company is reviewing the tagging of its Cash Flow Statement as prepared by its Third Party service provider. Per its Balance Sheet:

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Name:	Increase (Decrease) in Accounts Receivable
Definition:	The increase (decrease) during the reporting period in amount due within one year (or one business cycle) from customers for the credit sale of goods and services
Data Type	Monetary Item
Balance Type:	This standard US GAAP element has a “credit” balance type –

Group Discussion:

What questions might you ask when determining how to tag the net change in accounts receivable?

Let’s ask a few True / False questions:

True or False.	Did they pick the correct element to tag their data?
True or False.	The amount should be entered as a positive value in XBRL.
True or False.	The amount should have a negating label to flip the sign for presentation.

Answer:

Where the first two questions involved judgment, this question is fairly black and white.

Increase (Decrease) in Accounts Receivable is most likely the correct element for this item, unless you have other items included in Accounts Receivable.

There are two ways to look at this when evaluating the signage

- 1) Using the element balance type is the best and preferred way.
 - a. This element is a credit balance type because
 - i. an increase to accounts receivable is a credit to cash (or a use of cash) and you would enter or tag the value as a positive value
 - ii. a decrease to accounts receivable is a debit to cash (or a source of cash) and you would enter or tag the value as a negative value
- 2) Use the naming convention for US GAAP taxonomy elements
 - a. Generally, the first word is the positive value and the second word is the negative value
 - i. So if you have an Increase in A/R, you would enter or tag it as a positive
 - ii. And if you have a Decrease in A/R, you would enter or tag it as a negative

Now that you have the tagging correct, you need to look at the presentation of the value in the rendering/viewer.

- 1) an increase to accounts receivable is a credit to cash (or a use of cash) and you would enter or tag the value as a positive value
 - a) a use of cash would have parentheses on the value on a cash flow statement. Since the tagged value is positive, you would apply a 'Negating Label' to add parentheses to the positive value forcing it to present with parentheses
- 2) a decrease to accounts receivable is a debit to cash (or a source of cash) and you would enter or tag the value as a negative value
 - a) a source of cash would NOT have parentheses on the value on a cash flow statement. Since the tagged value is negative, you would apply a 'Negating Label' to remove the parentheses making it a positive value forcing it to present without parentheses

XBRL US National Conference 2011

September 26 & 27
Gaylord Opryland | Nashville, TN

Get More Out of XBRL
Strategies for Public Companies

Presented by
xbri.us

Detailed Footnote Tagging - Part I

Getting into the Details

Christine Tan, Financial Accounting Standards Board

Louis Matherne, Financial Accounting Standards Board

Yossef Newman, Deloitte

Paul Penler, Ernst & Young LLP

Lou Rohman, Merrill Corporation

Tony Mealey, U.S. Securities and Exchange Commission

Detailed Footnote Tagging



Session Overview

Part I - Today (4:30 pm – 6:00 pm)

- Key information to properly tag detailed footnotes

Part II - Tomorrow (11:15 am – 12:30 pm)

- Attendee participation – exercises in footnote tagging
 - Apply what was learned in Part I

Detailed Footnote Tagging



Part I - Agenda and Introductions

1. Overview of Detailed Footnote Tagging
2. Explanation of Dimensions
3. Guidance on Controversial Situations
4. 2011 US GAAP Taxonomy - Changes that Impact Footnote Tagging
5. Topics from SEC

Detailed Footnote Tagging



Levels of footnote tagging - This session covers level 4

1. Each complete footnote must be block-text tagged
2. Each significant accounting policy within the significant accounting policies footnote must be block-text tagged
3. Each table within each footnote must be block-text tagged
4. **Within each footnote (i) each amount (i.e., monetary value, percentage, and number) must be tagged separately;** and (ii) each narrative disclosure may be tagged separately to the extent the electronic filer chooses.

XBRL overview

SEC rule – year two detail tagging requirements

Level i
Block text tag
(entire note)

Note 2 – Significant Accounting Policies

XXX XXX X XXX XXXX XXXX **\$20 Million** XXX XXXX XXX XXX XXXX
XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX
XXXXXXXX XXXX **15%** XXXXXXXXXXXX XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX
XXXX XXX XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX **\$4.6 Billion** XXXXXXXX

Level iv
Detail tag
(individual
amounts in
narrative)

Level ii
Block text tag
(each significant
accounting
policy)

Dimension
members

Level iii
Block text tag
(each table)

Table (in millions)		Segment A	Segment B
XXXXXXXXXXXXXXXXXXXXXXXXXXXX		100	300
XXXXXXXXXXXX XX		200	400
XXXXXXXXXXXXXXXXXXXXXXXXXXXX		3000	200
XXXXXXXXXXXXXXXXXXXXXXXXXXXX		0	100
XXXXXXXXXXXXXXXXXXXXXXXXXXXX		600	900

Level iv
Detail tag
(individual
table
amounts)

Detailed Footnote Tagging



Explanation of Dimensions

Yossef Newman

XBRL Program Leader

Deloitte

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Explanation of Dimensions



- Overview of dimensions
 - Dimensions provide a way to express complex or multidimensional relationships in disclosures
 - They allow you to further describe reported information by associating the information with more than one element

Explanation of Dimensions



- Anatomy of an XBRL dimensional table
 - Axis: Dimensions are used to differentiate facts and each AXIS represents a way that the facts may be classified.

For example, REVENUE might be associated with a:

- Segment axis
- Country axis
- Product axis

Explanation of Dimensions



- Anatomy of an XBRL dimensional table (cont.)
 - Domain: Represents a set or list of “other” elements (members) used to further describe information;
 - The domain and its members are used to classify facts along the axis of a table. For example:
 - "Arkansas" is a member in the domain "States,"
 - It would be used to classify elements such as Revenues and Assets in Arkansas as distinct from other states.
 - When a fact applies to the entire domain, (e.g., a "Total"), it does not have any member specified.

Explanation of Dimensions



- Anatomy of an XBRL dimensional table (cont.)
 - Member: An element representing one of the possibilities within a domain. E.g., individual Segments, types of Debt, etc.)

Explanation of Dimensions



- Anatomy of an XBRL dimensional table (cont.)
 - Line item : Elements that conventionally appear on the vertical axis of a table (i.e. “rows”).
 - Line items carry the core attributes relating to the fact such as unit and period type and balance attribute.
 - By contrast Members are the “adjectives” that add further meaning to the Line Item
 - Table: An element used to organize a set of axes, domains, members and line items, to indicate that facts for each line item COULD be further characterized using the related Members

Explanation of Dimensions



- To understand dimensions we will walk through several examples:
 - Classic – e.g., segments, debt
 - Common – e.g., Equity statement, Property Plant and Equipment
 - Complex – e.g., Financial Instruments and Fair Value Measurements, Restructuring

Dimension Example - Classic

Example A – Segments

[Table]

[Line Items]	[Domain]			
	North America	South America	Asia	Total
(Dollars in millions)				
2011				
Revenue from external customers	\$ 57,736	\$ 33,219	\$ 24,992	\$ 115,947
Intersegment Revenue	142	1,049	1,023	2,214
Gross Profit	7,878	4,268	6,015	18,161

Dimension Example - Classic

Example B – Debt

[Table]

[Domain]		[Line Items]	
[Members]		June 30, 2011	June 30, 2010
(Dollars in millions)			
2011			
Term loans due 2014	\$	750	\$ 750
5.57% Senior Notes due 2013		100	100
5.25% Senior Notes due 2015		300	300
Total Long-term Debt		1,150	1,150

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Dimension Example - Common

Example A – Consolidated Statements of Shareholders' Equity

Statement, Equity Components...								
Statement [Line Items]	Equity Component [Domain]							
	Common Stock [Member]	Treasury Stock [Member]	Additional Paid-in Capital [Member]	Retained Earnings [Member]	Accumulated Other Comprehensive Income (Loss) [Member]	Parent [Member]	Noncontrolling Interest [Member]	
Statement [Line Items]	(Abstract)	(Abstract)	(Abstract)	(Abstract)	(Abstract)	(Abstract)	(Abstract)	(Abstract)
Shares, Outstanding	50,000,000	-	-	-	-	-	-	-
Stockholders' Equity, Including Portion Attributable to Noncontrolling Interest	-	-10,000,000	29,000,000	44,000,000	-23,000,000	40,000,000	-	40,000,000
Net Income (Loss), Including Portion Attributable to Noncontrolling Interest	-	-	-	69,000,000	-	69,000,000	1,000,000	70,000,000
Other Comprehensive Income (Loss), Unrealized Gain (Loss) on Derivatives Arising Du	-	-	-	-	8,000,000	8,000,000	-	8,000,000
Other Comprehensive Income (Loss), Pension and Other Postretirement Benefit Plans	-	-	-	-	5,000,000	5,000,000	-	5,000,000
Other Comprehensive Income (Loss), Foreign Currency Transaction and Translation A	-	-	-	-	8,000,000	8,000,000	-1,000,000	7,000,000
Comprehensive Income (Loss), Net of Tax, Including Portion Attributable to Noncontro	-	-	-	-	-	90,000,000	-	90,000,000
Treasury Stock, Value, Acquired, Cost Method	-	6,000,000	-	-	-	6,000,000	-	6,000,000
Stock Issued During Period, Value, Stock Options Exercised	-	3,000,000	-	-	-	3,000,000	-	3,000,000
Adjustments to Additional Paid in Capital, Share-based Compensation, Stock Options,	-	-	1,000,000	-	-	1,000,000	-	1,000,000

Dimension Example - Common

Example B – Property, Plant and Equipment

[Table]

[Domain]		[Line Items]	
[Members]		June 30, 2011	June 30, 2010
(Dollars in millions)			
2011			
Land	\$	125	\$ 100
Buildings		214	268
Machinery and Equipment		64	76
		403	444
Less: Accumulated Depreciation		(72)	(66)
Total		331	378

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Dimension Example - Complex

Example A – Multiple Axes, Domains & Members

[Line Items]:

us-gaap_DerivativeAssetNotDesignatedAsHedgingInstrumentFairValue

us-gaap_OtherAssetsFairValueDisclosure

ext_FairValueAssetsMeasuredOnRecurringBasis

[Axis 1] +
[Domain 1]

[Axis 2] +
[Domain 2]

Fair Value Measurements at Reporting Date Using

June 30, 2010

(US\$ in millions)

Level 1

Level 2

Level 3

Total

[Members]

Assets:

Unrealized gain on undesignated derivative contracts:

[Members]

Interest Rate

—

4

—

4

Foreign Exchange

2

209

1

212

Commodities

114

1,220

454

1,788

Energy

9

11

16

36

Other

220

40

—

260

Total assets

\$ 345

\$ 1484

\$ 471

\$ 2300

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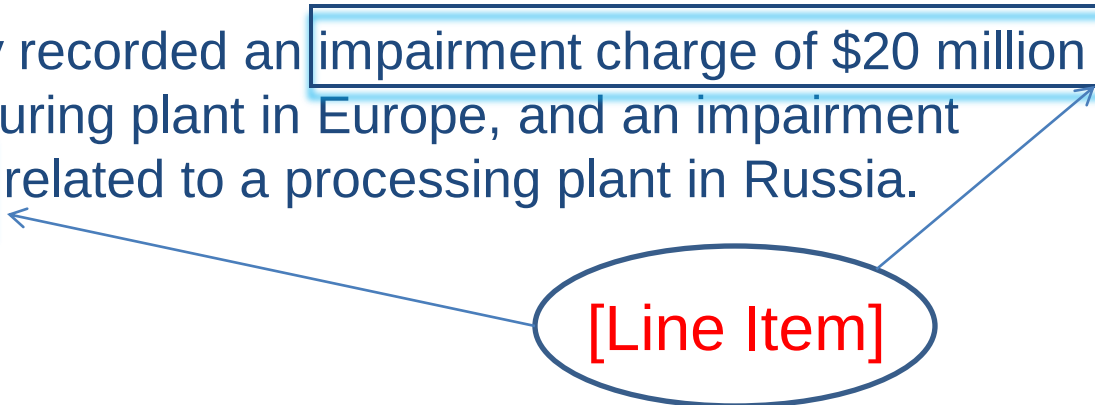
17

Dimension Example - Complex

Example B – Multiple Axes, Domains & Members

In 2010, ABC Company recorded an impairment charge of \$20 million related to a manufacturing plant in Europe, and an impairment charge of \$50 million related to a processing plant in Russia.

[Line Item]



[Axis 1] + [Domain 1]:

- Manufacturing plant Member, Processing plant Member

[Axis 2] + [Domain 2]:

- Europe Member, Russia Member

Explanation of Dimensions



- Considerations, issues and challenges
 - Nesting members vs. multiple members
 - Members as “adjectives”. For example:
 - Financial Statement location
 - Acquisition or Contingency
 - Denomination-currency
 - Dates/periods/durations

Explanation of Dimensions



- Considerations, issues and challenges (cont.)
 - Dimensions for tables & text
 - Multi-tagging. For example:
 - Stockholders Equity on Balance Sheet and Equity Statement
 - Cash paid on acquisition (with and without member)
 - Assets and Liabilities on the Balance Sheet and Fair Value Disclosures
 - Movement in Accumulated Other Comprehensive Income (Loss)

Explanation of Dimensions

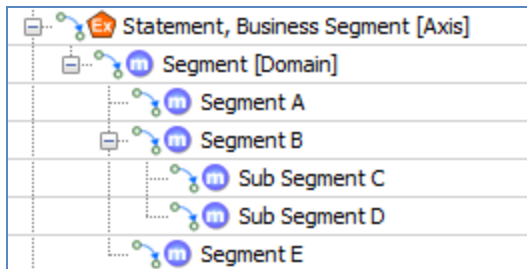


- Considerations, issues and challenges
 - Use existing members (e.g., countries) and use existing structures
 - Generic vs. custom (e.g., Statement [Table] vs. Schedule of Available-for-sale Securities [Table])
 - Where a dimension is not needed (use one anyhow?)

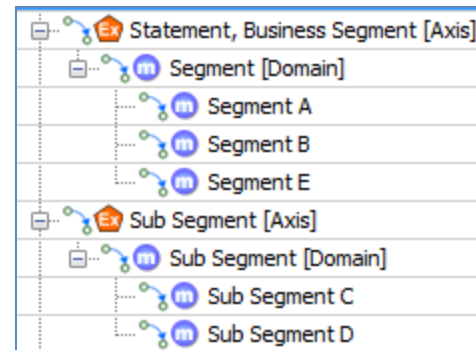
Explanation of Dimensions

- Nesting members vs. multiple Members
 - E.g., sub-segments within segments

Nesting



Multiple members



Dimension Example

Example – Members as adjectives

[Line Items]:

us-gaap_NotionalAmountOfCashFlowHedgeInstruments

us-gaap_UnrealizedGainLossOnCashFlowHedgingInstruments

us-gaap_CashFlowHedgeGainLossReclassifiedToEarningsNet

us-gaap_GainLossOnPriceRiskCashFlowHedgeIneffectiveness

[Axis 2] +
[Domain 2]

[Axis 1] +
[Domain 1]

(US\$ in millions)	Gain or (Loss) Recognized in Accumulated OCI (1)		Gain or (Loss) Reclassified from Accumulated OCI into Income (1)		Gain or (Loss) Recognized in Income on Derivative (2)	
	Notional Amount	OCI (1)	Location	Amount	Location	Amount (3)
Cash Flow Hedge:			[Members]			
Foreign Exchange	\$ 459	\$ 36	Foreign exchange gains (losses)	\$ (24)	Foreign exchange gains (losses)	\$ (10)
Commodities	110	(22)	Cost of goods sold	(12)	Cost of goods sold	(2)
Total	\$ 569	\$ 4		\$ (36)		\$ (12)

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Dimension Example

Example – Dimensions for tables and text

[Axis] +
[Domain]

The weighted-average discount rates used in determining the actuarial present value of the accumulated benefit obligations under the U.S. and foreign postretirement healthcare benefit plans are as follows:

[Members]

	U.S. Postretirement Healthcare Benefits		Foreign Postretirement Healthcare Benefits	
	December 31,		December 31,	
	2010	2009	2010	2009
Discount rate	5 %	6 %	11 %	11.3 %

The weighted-average discount rate assumptions used in determining the net periodic benefit costs under the U.S. and foreign postretirement healthcare benefit plans are as follows:

[Line Items]

	U.S. Postretirement Healthcare Benefits			Foreign Postretirement Healthcare Benefits		
	Year Ended December 31,			Year Ended December 31,		
	2010	2009	2008	2010	2009	2008
Discount rate	6 %	7 %	6.4 %	11 %	12 %	9 %

For measurement purposes related to U.S. plans, the assumed annual rate of increase in the per capita cost of covered healthcare benefits averaged 10.02% and 12% for 2010 and 2009, respectively. For foreign plans, the assumed annual rate of increase in the per capita cost of covered healthcare benefits averaged 18.04% and 8.86% for 2010 and 2009, respectively.

Detailed Footnote Tagging



Best Practice Committee Topics related to Detailed Footnote Tagging

Louis Matherne
Chief of Taxonomy Development
FASB

XBRL US Best Practices Committee

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6,704 public companies filed
14,692 XBRL submissions
142,558 data issues (details & samples)
Identify and fix issues before SEC submission

XBRL Consistency Suite

Technology Updates

- + Filing in XBRL with the SEC
 - Proposed 2012 U.S. GAAP Financial Reporting Taxonomy REVIEW & COMMENT THROUGH 10/31/11
 - 2011 US GAAP Financial Reporting Taxonomy
 - XBRL US GAAP Taxonomies, Release 2009
 - Tools and services for XBRL financials
 - SEC XBRL Portal
- + Current XBRL Taxonomies (click to view)

XBRL US News



Monday, September 12, 2011 - Press Release
Call to Developer - XBRL Challenge
Webinar and In-Person Event 9/26

Product & Service Spotlight

XBRL Premium Solution

Events

Wednesday, September 21,
2011

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http://xbrl.us/research/Pages/BestPractices.aspx

http://xbrl.us/research/Pages/BestPractices.aspx

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XBRL Data in Use

For EDGAR Filers

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XBRL Consistency Suite

Frequently Asked Questions

User Guide

XBRL Challenge

Register & Develop

XBRL US Labs

Web Conference - Lobby

Best Practices Committee

XBRL is designed to enable greater transparency, accuracy and timeliness of data as long as it is applied consistently within each reporting domain. To achieve that goal, XBRL US has established a Best Practice Committee as part of our focus on data quality. This initiative seeks to establish standards around the use of XBRL for specific reporting domains to enable greater consistency and accuracy in XBRL data. The committee is charged with identifying and reaching agreement on best practices in the creation of XBRL-formatted financial statements from public companies reporting to the Securities and Exchange Commission (SEC).

The members of the Best Practices Committee include:

- **Piero Astorino**
IBM
- **Cliff Binstock**
XBRL Cloud
- **Rob Blake**
RR Donnelley
- **Todd Castagno**
Morgan Stanley
- **Phillip Mennona**
Rivet Software
- **Yossef Newman**
Deloitte
- **Kimberly Patterson**
United Technologies Corporation

Meeting Updates

[Resolutions \(July 2011\)](#)
[Resolutions \(June 2011\)](#)
[Resolutions \(May 2011\)](#)
[Resolutions \(April 2011\)](#)
[Resolutions \(March 2011\)](#)
[Resolutions \(February 2011\)](#)
[Resolutions \(January 2011\)](#)
[Resolutions \(October 2010\)](#)

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XBRL US Best Practices Committee

The screenshot shows the XBRL US website interface. At the top, the URL <http://xbrl.us/research/Pages/BestPractices.aspx> is visible in the browser's address bar. The website header includes the **xbrl.us** logo and the tagline "XBRL US is the national consortium for XML business reporting". Navigation links include "Home >> Tools & Data >> Best Practices Committee", "Welcome Guest", and "About XBRL US". A search bar is located on the right side of the header.

The main content area features a sidebar on the left with a menu for the "Best Practices Committee". The central content area is titled "Meeting Updates" and lists a series of resolutions from July 2011 down to October 2010. A circular callout highlights this "Meeting Updates" section.

Best Practices Committee

- XBRL Data in Use
- For EDGAR Filers
- iPhone Application
- Member Products & Services
- XBRL Consistency Suite
- Frequently Asked Questions
- User Guide
- XBRL Challenge
- Register & Develop

Meeting Updates

- Resolutions (July 2011)
- Resolutions (June 2011)
- Resolutions (May 2011)
- Resolutions (April 2011)
- Resolutions (March 2011)
- Resolutions (February 2011)
- Resolutions (January 2011)
- Resolutions (October 2010)

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Example of Recommendation

Use of Members on the Legal Entity Axis

Issue

In a number of cases companies have used a wide variety of different members on the legal entity axis. The legal entity axis should only contain members that represent a defined legal entity or a grouping of legal entities such as subsidiaries and variable interest entities. The US GAAP taxonomy defines a list of generic members that can be used on this axis. Companies can also create their own extension members to represent a legal entity owned, controlled or affiliated with the company.

For example, the following members were used on the *LegalEntityAxis* for a company:

- *EarningsPerShareDilutedMember*
- *EarningsPerShareBasicMember*
- *CurrencyMember*
- *OtherThanTemporaryImpairmentsReclassifiedToRetainedEarningsMember*

In addition, legal entities have been used on a Segment Axis when they are not reporting segments. For example, a number of companies have used an extension axis called “*SegmentInformationByEntityAxis*” to report specific information about a legal entity. The use of legal entity members should be restricted to the “*LegalEntityAxis*” unless the legal entity is also a valid business reporting entity and then a legal

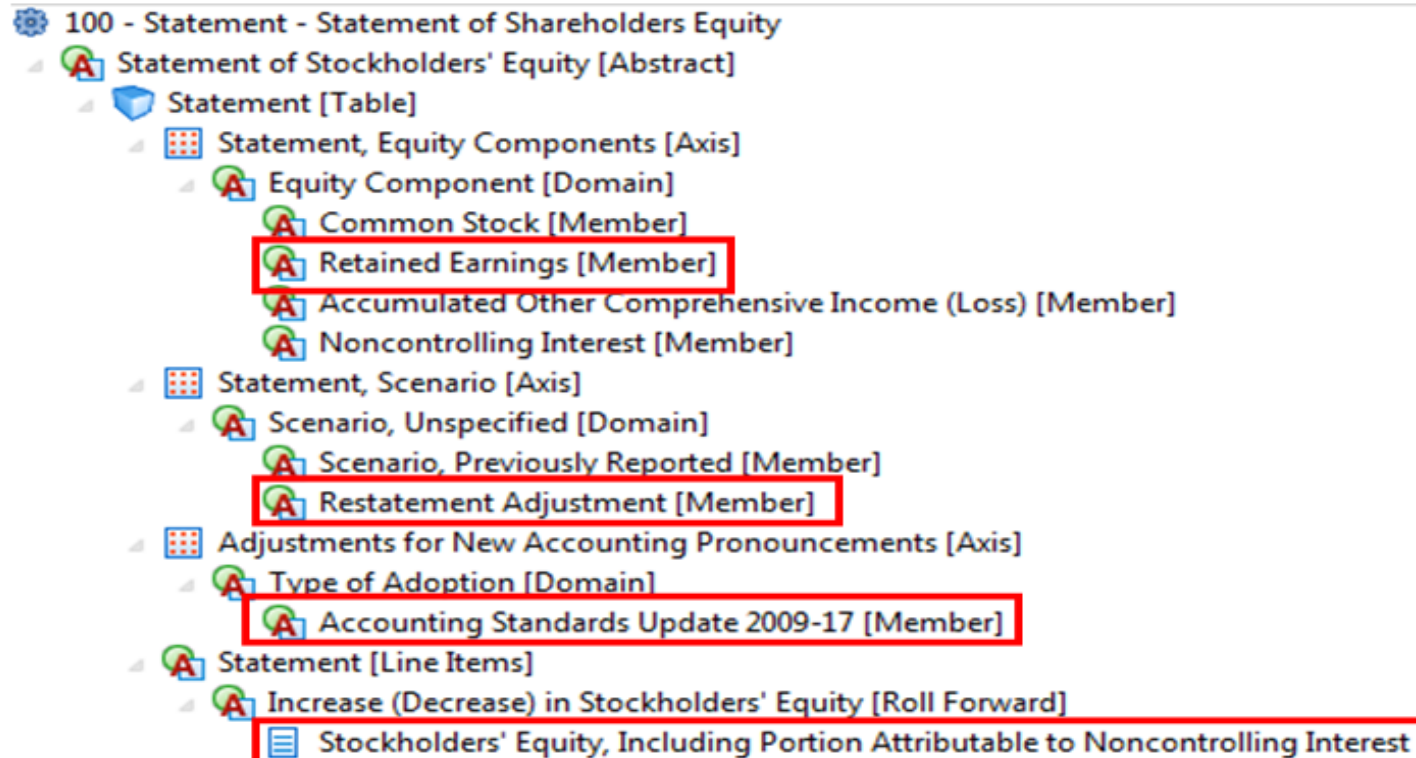
Example of Recommendation



- Issue: Companies are using a wide variety of members on the Legal Entity [Axis].
- Example: EarningsPerShareDilutedMember, CurrencyMember.
- Resolution: Members on the Legal Entity [Axis] should only include company extensions that represent a legal or contractual entity or legal entity subgroups.

Example of Complex Modeling and Tagging – Shareholders' Equity

Retrospective Adjustments – New Accounting Pronouncement



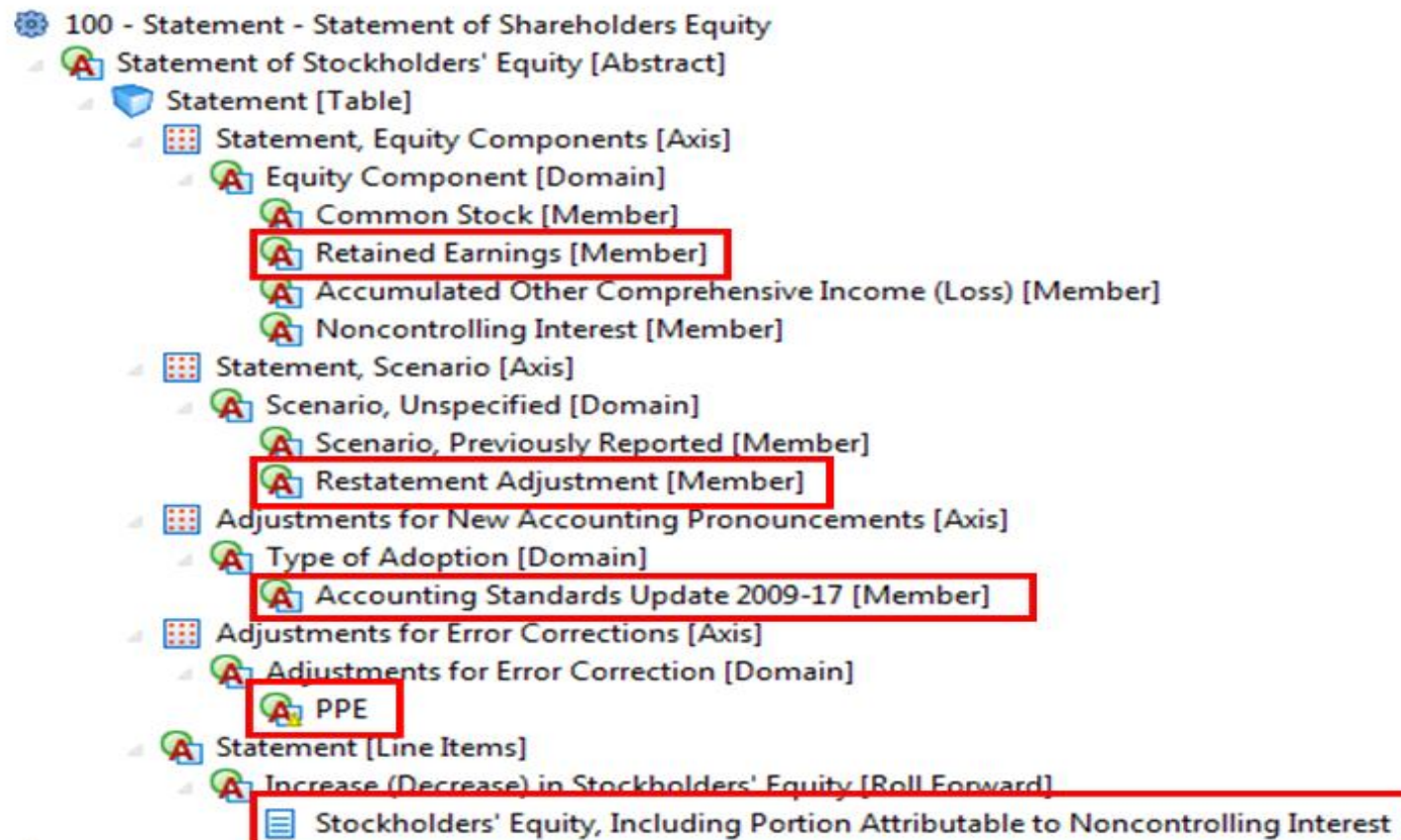
Example of Complex Modeling and Tagging – Shareholders' Equity

Retrospective Adjustments – New Accounting

		0123456					
		31-Dec-2010					
		Type of Change					Accounting Standards Update 2009-17
		Equity Component	Common Stock	Reinvested Earnings	Accumulated Other Comprehensive Income (Loss)	Noncontrolling Interests	Reinvested Earnings
Statement of Shareholders' Equity	Scenario, Unspecified						
	Scenario, Previously Reported						
	Restatement Adjustment						
Statement	Scenario, Unspecified						
	Scenario, Previously Reported						
	Restatement Adjustment						
Statement	Scenario, Unspecified						
	Scenario, Previously Reported						
	Restatement Adjustment						
Increase (Decrease) in Stockholders' Equity	Scenario, Unspecified						
	Scenario, Previously Reported						
	Restatement Adjustment						
Balance	Scenario, Unspecified	\$4,100	\$1,000	\$2,100	\$500	\$500	
	Scenario, Previously Reported	\$4,000	\$1,000	\$2,000	\$500	\$500	
	Restatement Adjustment						\$100

Example of Complex Modeling and Tagging – Shareholders' Equity

Retrospective Adjustments – Error Correction



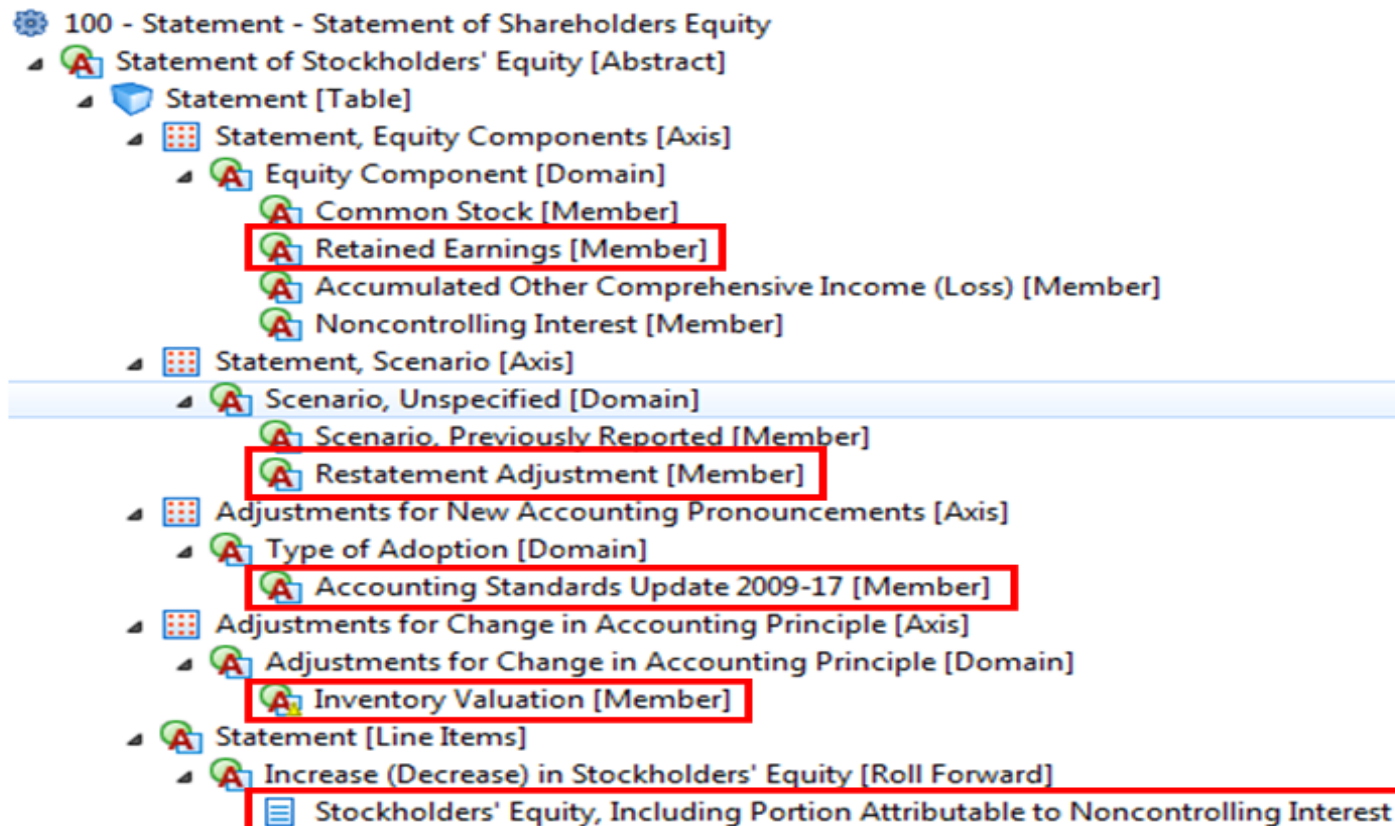
Example of Complex Modeling and Tagging – Shareholders' Equity

Retrospective Adjustments – Error Correction

		0123456						
		31-Dec-2010						
		Error Correction						PPE
		Type of Change					Accounting Standards Update 2009-17	Type of Change
		Equity Component	Common Stock	Reinvested Earnings	Accumulated Other Comprehensive Income (Loss)	Noncontrolling Interests	Reinvested Earnings	Reinvested Earnings
Statement of Shareholders' Equity	Scenario, Unspecified							
	Scenario, Previously Reported							
	Restatement Adjustment							
Statement	Scenario, Unspecified							
	Scenario, Previously Reported							
	Restatement Adjustment							
Statement	Scenario, Unspecified							
	Scenario, Previously Reported							
	Restatement Adjustment							
Increase (Decrease) in Stockholders' Equity	Scenario, Unspecified							
	Scenario, Previously Reported							
	Restatement Adjustment							
Balance	Scenario, Unspecified	\$4,125	\$1,000	\$2,100	\$500	\$500		
	Scenario, Previously Reported	\$4,000	\$1,000	\$2,000	\$500	\$500		
	Restatement Adjustment						\$100	\$25

Example of Complex Modeling and Tagging – Shareholders' Equity

Retrospective Adjustments – Voluntary Changes



Example of Complex Modeling and Tagging – Shareholders' Equity

Retrospective Adjustments – Voluntary Changes

		0123456						
		31-Dec-2010						
		Change in Accounting Principle						Inventory Valuation
		Type of Change					Accounting Standards Update 2009-17	Type of Change
		Equity Component	Common Stock	Reinvested Earnings	Accumulated Other Comprehensive Income (Loss)	Noncontrolling Interests	Reinvested Earnings	Reinvested Earnings
Statement of Shareholders' Equity	Scenario, Unspecified							
	Scenario, Previously Reported							
	Restatement Adjustment							
Statement	Scenario, Unspecified							
	Scenario, Previously Reported							
	Restatement Adjustment							
Statement	Scenario, Unspecified							
	Scenario, Previously Reported							
	Restatement Adjustment							
Increase (Decrease) in Stockholders' Equity	Scenario, Unspecified							
	Scenario, Previously Reported							
	Restatement Adjustment							
Balance	Scenario, Unspecified	\$4,200	\$1,000	\$2,100	\$500	\$500		
	Scenario, Previously Reported	\$4,000	\$1,000	\$2,000	\$500	\$500		
	Restatement Adjustment						\$100	\$100

Detailed Footnote Tagging



Changes in the 2012 US GAAP Taxonomy That Affect Detailed Footnote tagging

Christine Tan

XBRL Project Manager

FASB

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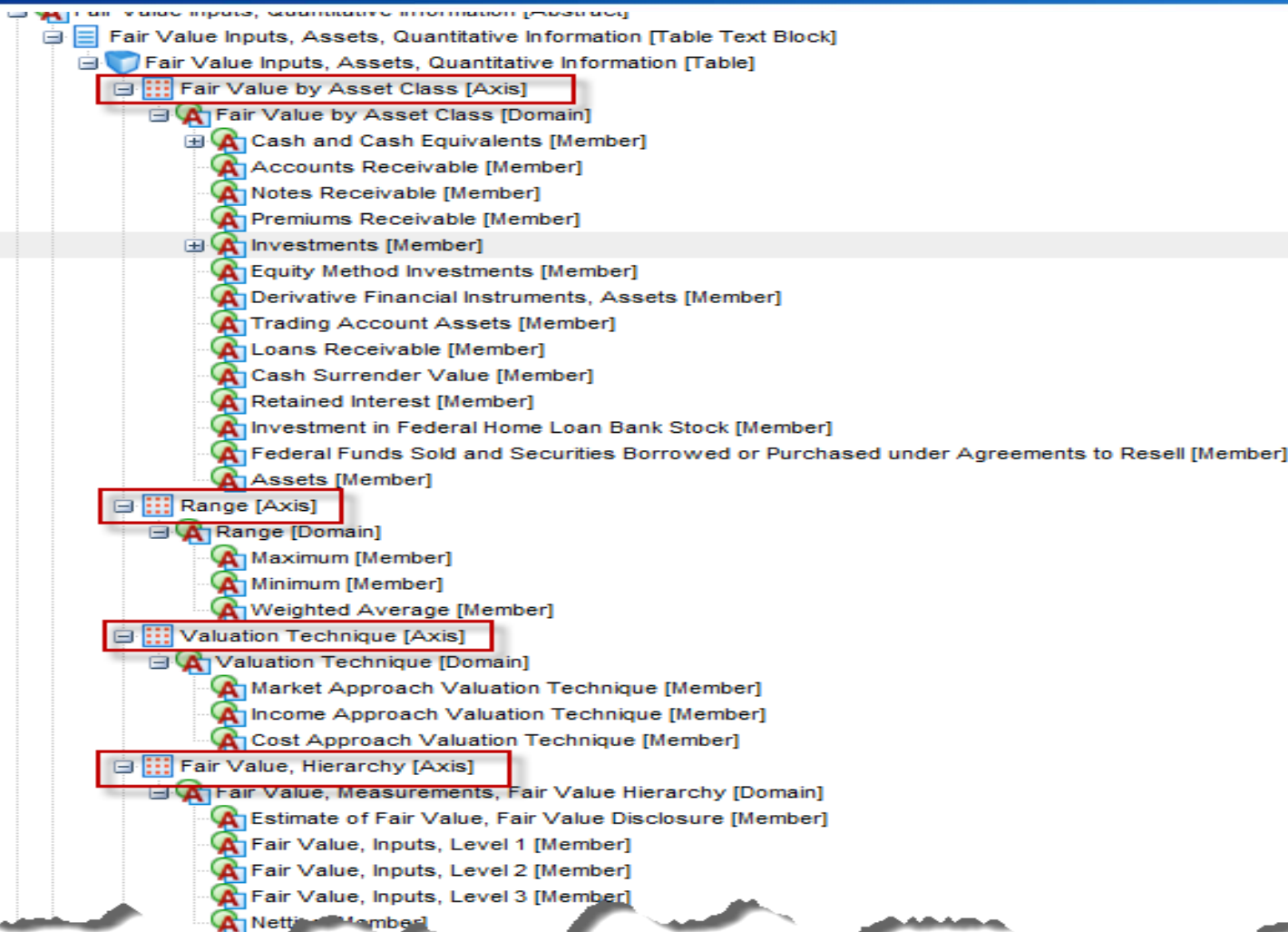
Changes to Draft 2012 Taxonomy

- Accounting Standards Updates
 - Fair value
- Rationalizing of axes
- Best Practice insights (extension rates – phase 1)
- Continuing development:
 - Revised disclosure structure for consistency
 - Oil & Gas analyses

New Accounting Standards Updates - Fair Value

- Included
 - *Fair Value Measurement (Topic 820): Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and IFRSs (2011-04)*
- Further rationalization of 815000 – Disclosure – Fair value Measures and Disclosures

New Accounting Standards Updates - Fair Value

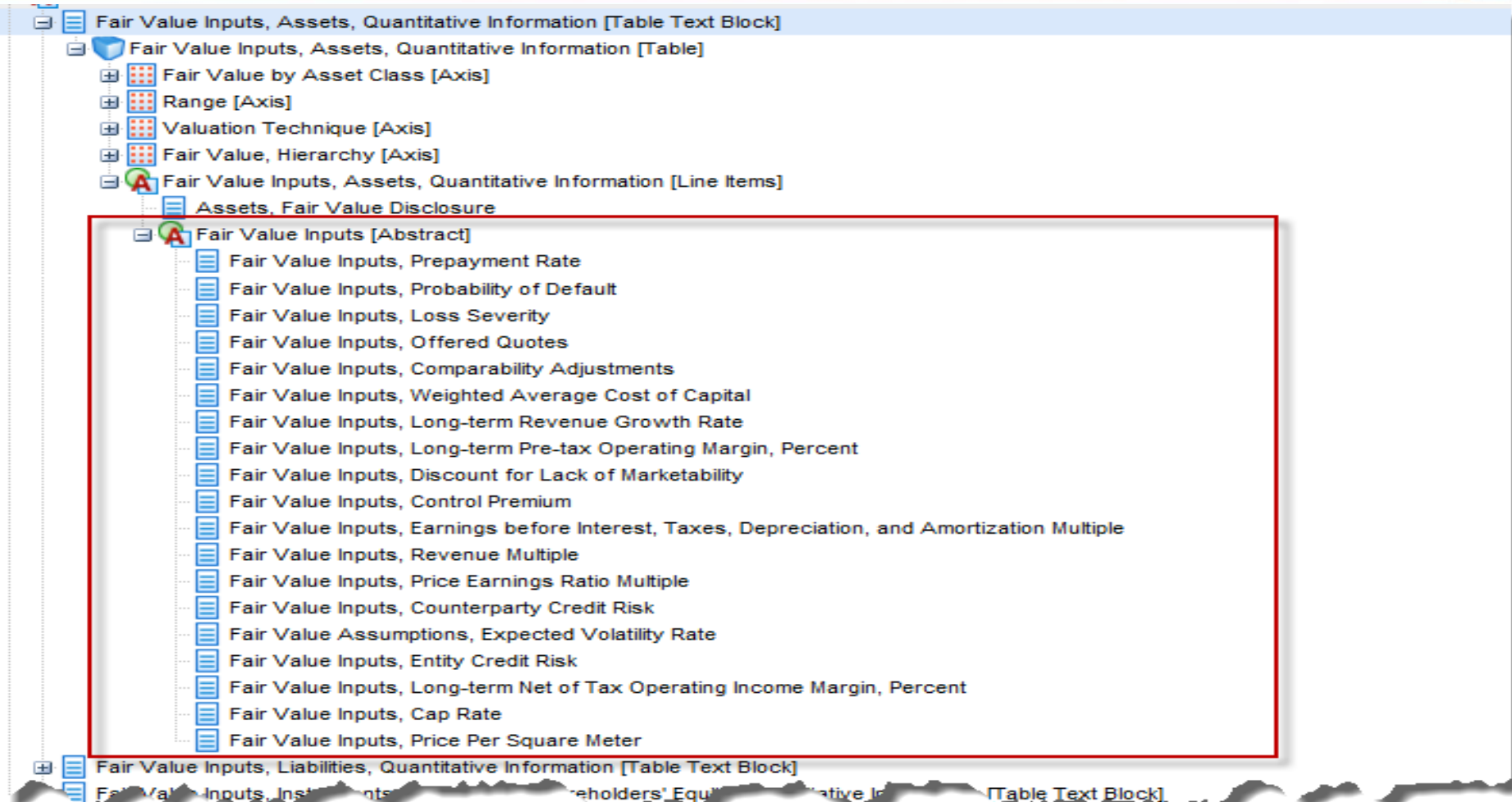


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New Accounting Standards Updates - Fair Value



The screenshot displays a hierarchical tree structure of XBRL taxonomy elements. The top-level element is 'Fair Value Inputs, Assets, Quantitative Information [Table Text Block]'. It contains several sub-elements, including 'Fair Value Inputs, Assets, Quantitative Information [Table]', 'Fair Value by Asset Class [Axis]', 'Range [Axis]', 'Valuation Technique [Axis]', 'Fair Value, Hierarchy [Axis]', and 'Fair Value Inputs, Assets, Quantitative Information [Line Items]'. The 'Fair Value Inputs, Assets, Quantitative Information [Line Items]' element is expanded, showing a list of inputs. A red rectangular box highlights the 'Fair Value Inputs [Abstract]' element and its associated list of inputs, which includes: 'Fair Value Inputs, Prepayment Rate', 'Fair Value Inputs, Probability of Default', 'Fair Value Inputs, Loss Severity', 'Fair Value Inputs, Offered Quotes', 'Fair Value Inputs, Comparability Adjustments', 'Fair Value Inputs, Weighted Average Cost of Capital', 'Fair Value Inputs, Long-term Revenue Growth Rate', 'Fair Value Inputs, Long-term Pre-tax Operating Margin, Percent', 'Fair Value Inputs, Discount for Lack of Marketability', 'Fair Value Inputs, Control Premium', 'Fair Value Inputs, Earnings before Interest, Taxes, Depreciation, and Amortization Multiple', 'Fair Value Inputs, Revenue Multiple', 'Fair Value Inputs, Price Earnings Ratio Multiple', 'Fair Value Inputs, Counterparty Credit Risk', 'Fair Value Assumptions, Expected Volatility Rate', 'Fair Value Inputs, Entity Credit Risk', 'Fair Value Inputs, Long-term Net of Tax Operating Income Margin, Percent', 'Fair Value Inputs, Cap Rate', and 'Fair Value Inputs, Price Per Square Meter'.

Fair Value Inputs, Assets, Quantitative Information [Table Text Block]
Fair Value Inputs, Assets, Quantitative Information [Table]
Fair Value by Asset Class [Axis]
Range [Axis]
Valuation Technique [Axis]
Fair Value, Hierarchy [Axis]
Fair Value Inputs, Assets, Quantitative Information [Line Items]
Assets, Fair Value Disclosure
Fair Value Inputs [Abstract]
Fair Value Inputs, Prepayment Rate
Fair Value Inputs, Probability of Default
Fair Value Inputs, Loss Severity
Fair Value Inputs, Offered Quotes
Fair Value Inputs, Comparability Adjustments
Fair Value Inputs, Weighted Average Cost of Capital
Fair Value Inputs, Long-term Revenue Growth Rate
Fair Value Inputs, Long-term Pre-tax Operating Margin, Percent
Fair Value Inputs, Discount for Lack of Marketability
Fair Value Inputs, Control Premium
Fair Value Inputs, Earnings before Interest, Taxes, Depreciation, and Amortization Multiple
Fair Value Inputs, Revenue Multiple
Fair Value Inputs, Price Earnings Ratio Multiple
Fair Value Inputs, Counterparty Credit Risk
Fair Value Assumptions, Expected Volatility Rate
Fair Value Inputs, Entity Credit Risk
Fair Value Inputs, Long-term Net of Tax Operating Income Margin, Percent
Fair Value Inputs, Cap Rate
Fair Value Inputs, Price Per Square Meter
Fair Value Inputs, Liabilities, Quantitative Information [Table Text Block]
Fair Value Inputs, Institutional Investors' Equity, Quantitative Information [Table Text Block]

Further Rationalization of 815000 – Disclosure

– Fair value Measures and Disclosures

2011 Taxonomy

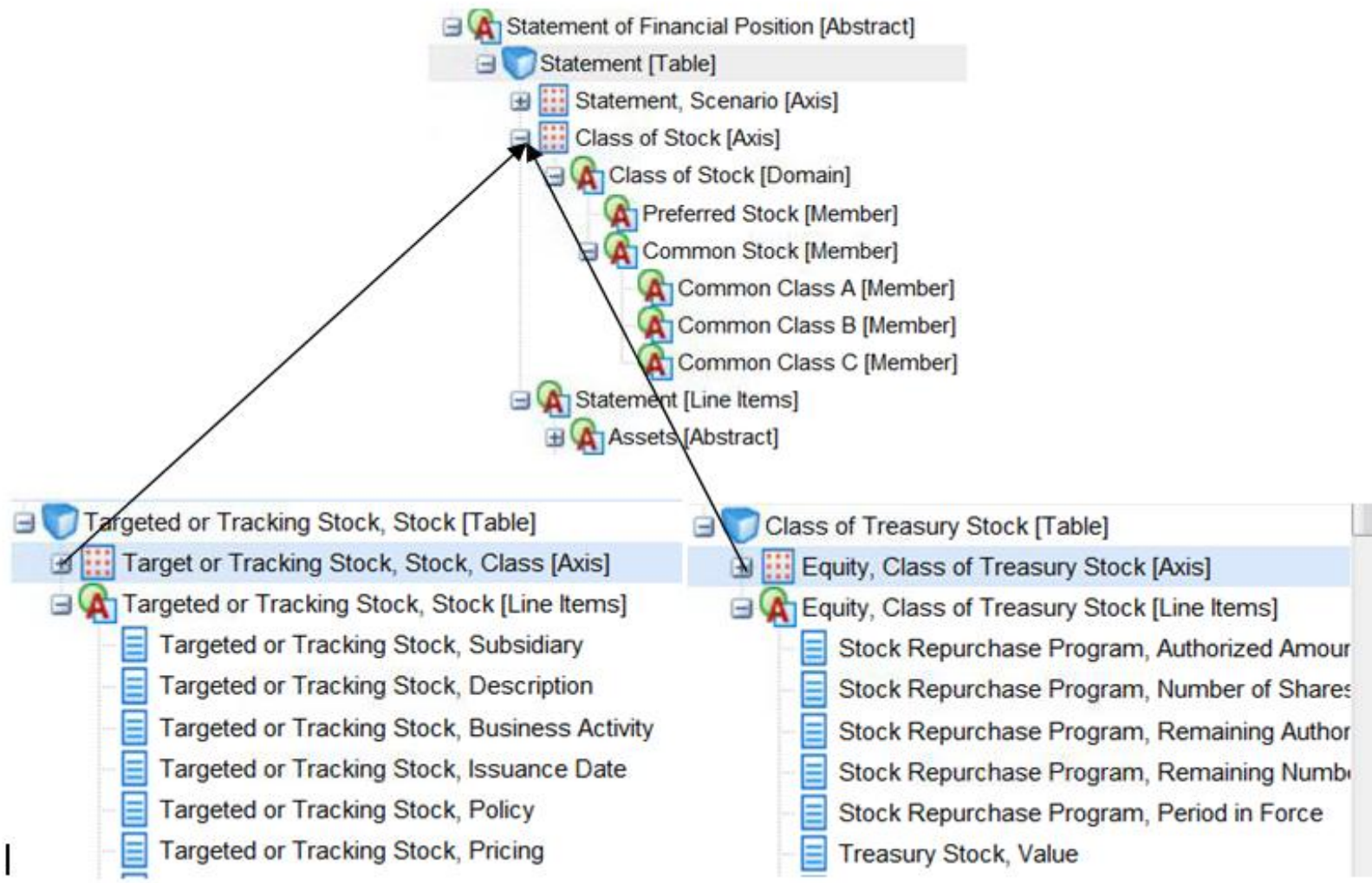


Further Rationalization of 815000 – Disclosure – Fair value Measures and Disclosures

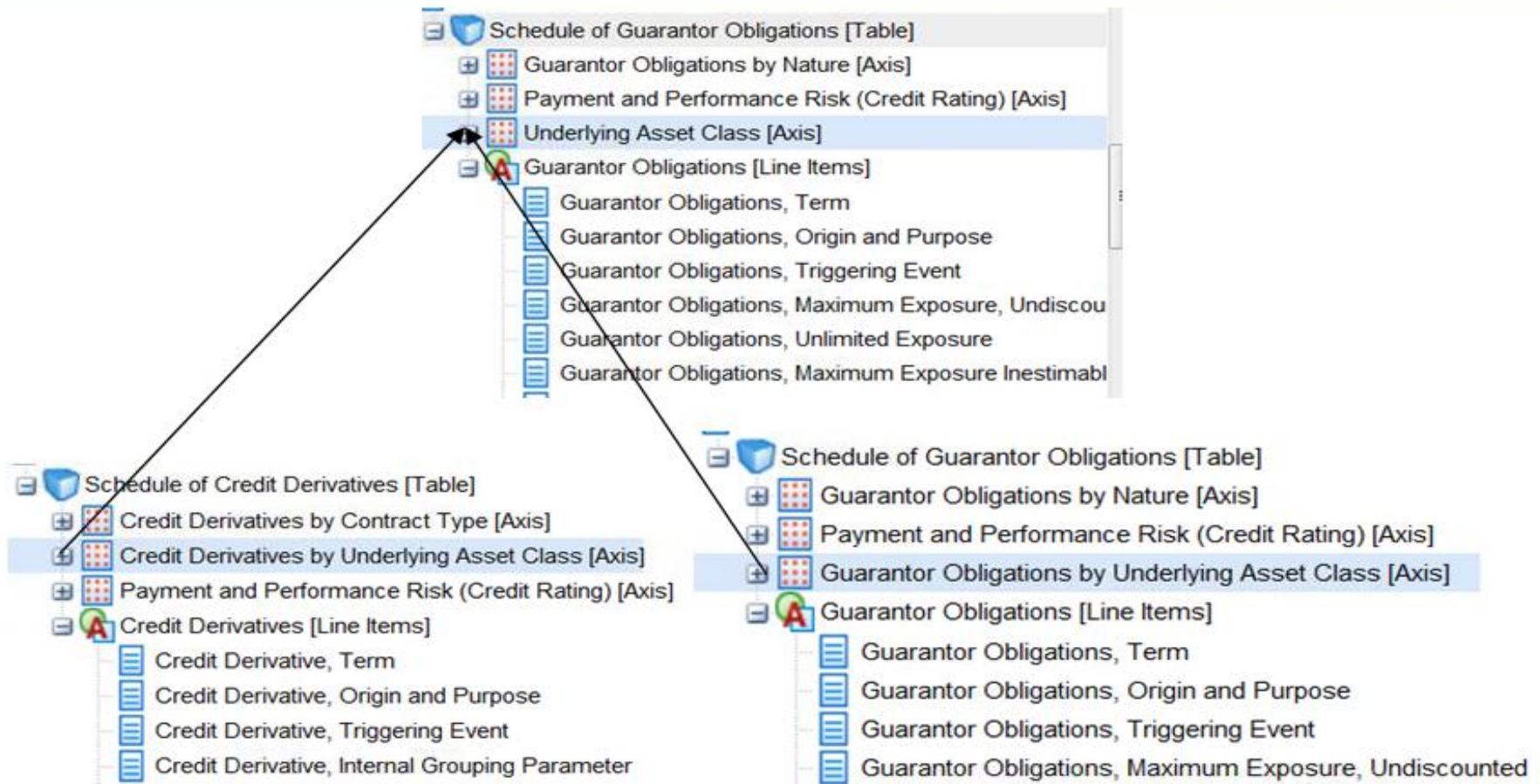
Draft 2012 Taxonomy



Rationalizing Axes



Rationalizing Axes



Common Reporting Practice Analyses

Extension Rates

Best Practice Topic	Total Company-specific Disclosure (n=30)	Total Disclosure (n=30, Company-specific plus US GAAP Required)	Expected Extension Rate	Actual Number of Extension Elements	Total Elements Used (UGT plus Extensions)	Actual Extension Rate
Share-based Compensation (n=6)	63	1,189	5%	46	375	12%
Subsequent Events (n=1)	123	355	34.65%	1	2	50%
Related Party (n=7)	28	75	37%	48	75	64%
Pensions (n=1)	6	84	7%	13	84	15%
Broker Dealer* (n=10)	424	2,620	16.2%	192	1,288	14.9%
Banking (n=8)	421	4,677	9%	343	1,411	24.3%
Financial Instruments (n=4)	9	60	15%	19	61	31%
Fair Value (n=2)	10	184	5%	12	61	20%
Derivatives (n=2)	71	625	11%	21	68	31%
Income Taxes (n=5)	21	273	8%	14	281	5%
Oil and Gas* (n=10)	N/A	N/A	N/A	168	1,388	12.1%
Commitments and Contingencies (n=?)	181	287	63%	N/A	N/A	N/A
Real Estate Investment Trusts* (n=7)	N/A	N/A	N/A	206	1,211	17%
Real Estate* (n=6)	N/A	N/A	N/A	195	1100	18%
Privately held companies with public debt (n=0)	N/A	N/A	N/A	N/A	N/A	N/A

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Revised Structure

- 430000 - Disclosure - Restructuring and Related Activities
 - Restructuring and Related Activities [Abstract]
 - Restructuring and Related Activities Disclosure [Text Block]
 - Disclosure Text Block Supplement [Abstract]
 - Table Text Block Supplement [Abstract]

- 500000 - Disclosure - Equity
 - Equity [Abstract]
 - Stockholders' Equity Note [Abstract]
 - Schedule of Sale of Stock by Subsidiary or Equity Method Investee Disclosure [Table Text Block]
 - Partners' Capital Notes [Abstract]
 - Equity Restrictions
 - Disclosure of Restrictions on Dividends, Loans and Advances Disclosure [Abstract]
 - Schedule of Capital Units [Table Text Block]
 - Other Comprehensive Income, Noncontrolling Interest [Text Block]
 - Income (Loss) from Continuing Operations before Interest Expense, Interest Income, Income Taxes, Extraordinary Items, Noncontrolling Interests, Net
 - Disclosure Text Block Supplement [Abstract]
 - Table Text Block Supplement [Abstract]



Staff Observations

Tony Mealey, Senior Accountant, Office of Interactive Data

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Overview

1. **Staff Observations from June 15th, 2011
available at the web site**
2. **<http://xbrl.sec.gov>**

Section 1: Staff Observations June 15th, 2011

Three main areas of comment:

- 1. Negative Values,**
- 2. Extended Elements, and,**
- 3. Other observations.**

Is it really negative?

Statement	If the definition contains this language it can be negative
Income statement	Gain Loss
Income statement	Profit Loss
Income statement	Income expense
Income statement	Per share
Cash flow	Provided by used in
Cash flow	Net
Cash flow	Change in
Cash flow	Proceeds from payments for
Cash Flow	Increase decrease
Cash flow	Proceeds from payments to
Statement of Stockholders Equity	Equity
Statement of Stockholders Equity	Retained Earnings

Guidance Regarding Custom elements

- Don't extend when an existing US GAAP taxonomy element is available.
- Use software to search for appropriate elements in the taxonomy and examples from existing submissions.
- Make sure your search software can make use of the hierarchy (period type, item type, definition, label and references) in EFM 6.6.23 - 6.6.29 to help narrow your searches.

Guidance Regarding Custom elements

Extend only when there is a material difference between the standard US GAAP element and the filer's financial statement line item. (EFM 6.6.24 and 6.6.25)

Guidance Regarding Custom elements

- Don't extend solely to achieve a desired formatting of the XBRL data.
- Attempts to achieve a particular formatting result can be time consuming, are not required.
- Creating extensions solely for formatting purposes will likely lead to lower data quality in the submission.
- As stated above, filers should concentrate on the quality of the tagging rather than trying to match the rendering of the XBRL exactly to the HTML filing.

Other Staff Observations – Monetary amounts in text strings

We have observed monetary values, percentages or numbers required to be tagged were tagged only with string type elements.

Examples:

1. Numbers expressed alphanumerically such as one, two, or three,
2. Ratios such as 1 to 5 or 4 to 1, numbers expressed as decimals such as .2 or .4, and,
3. Numbers with descriptions such as 1 million, 25 cents or 2,000 barrels a day.

•These amounts must be tagged separately. EFM 6.6.22

Other Staff Observations – Article 12 Schedules

- Regulation S-X Article 12 schedules, particularly Valuation and Qualifying Accounts, were not detail and block text tagged in accordance with Regulation S-T, Rule 405.
- We remind filers that these schedules should be tagged at Level 4 when the filer is at Level 4.

Other Staff Observations – subscripted amounts

Monetary amounts found in subscripted text to tables within the footnote disclosures had not been tagged in accordance with EFM 6.6.22. The EFM requires these amounts to be tagged.

Other Staff Observations – subscripted amounts example

Fair Value Table	Level 1	Level 2	
Assets			
Asset 1	\$1,000	\$1,200	1
Asset 2	\$800	\$120	2
1: This amount contains \$XXX of non cash expenses.			
2: Amounts netted when legally enforceable netting arrangement.			

*Rules require tagging of the amount in footnote 1 but not the footnote itself.
Footnote 2 may be tagged but it is not required.*

Other Staff Observations – Missing calculation links

- We have received certain submissions that contain either no calculation links, or many fewer calculation links than required by Section 6.15.2 of the EDGAR Filer Manual.
- Although this will not currently generate a validation error or warning, these submissions are not in compliance with the EDGAR Filer Manual.
- The required calculation links are useful for consumers of the data.

Contact the SEC

XBRL.SEC.GOV

Ask-OID@SEC.GOV

202-551-4144

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Preparing your XBRL Choices and Preferences

In-house vs. outsource approaches

Preparation of XBRL to date

Market trends

XBRL submissions	2009	2010	2011*
Number of registrants	475	1,500	6,550
Number of submissions	950	3,900	9,750
Percent of submissions using top five tools/vendors	96%	92%	66%
Percent of submissions using other tools/vendors+self tagging	4%	8%	34%

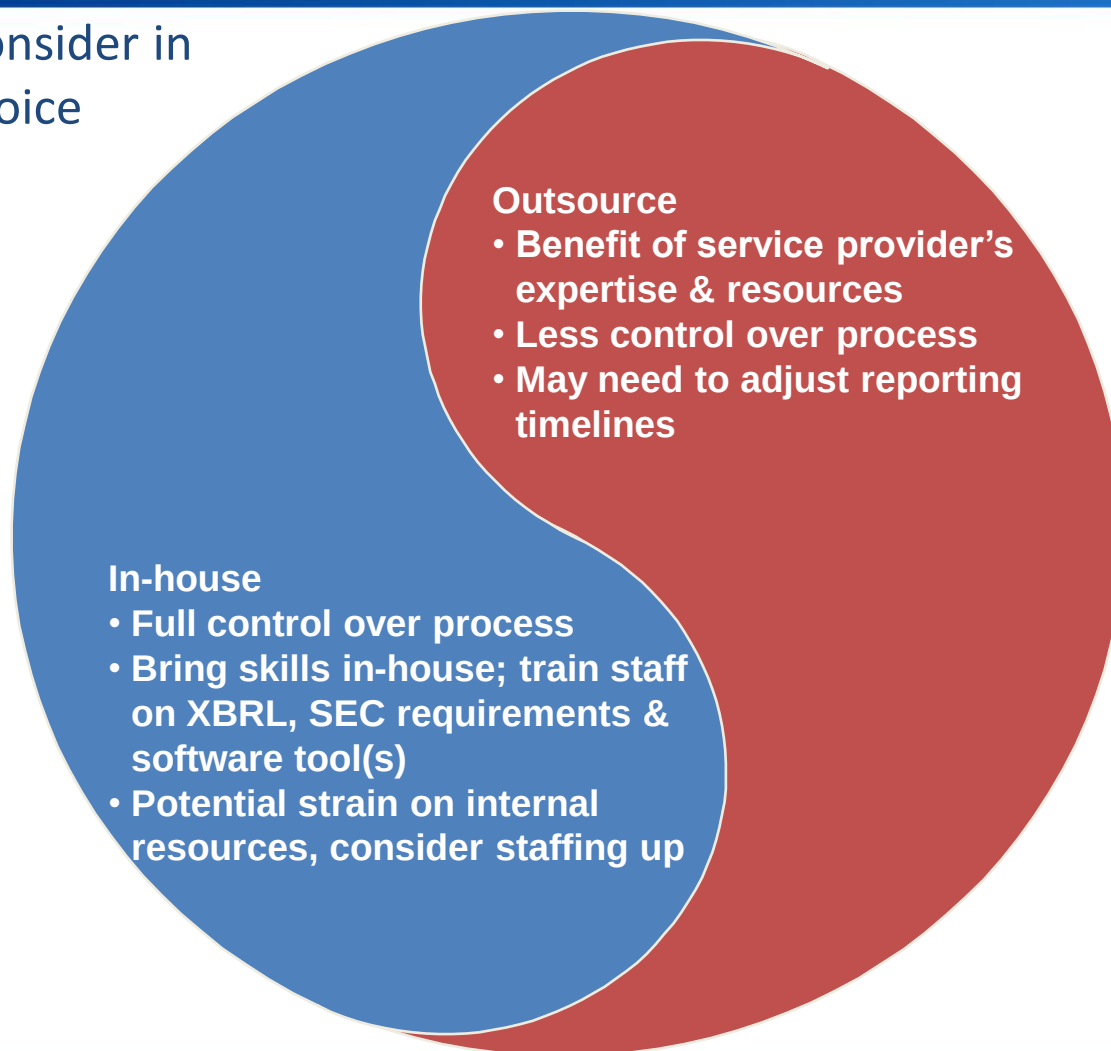
Tools/vendors*	
Number of tools/vendors noted in submissions to date	30
Number of new tools/vendors noted since January 2011	9
Registrants that changed tool/vendor for most recent filing (approx 20% of registrants with 2+ filings)	350

Amounts and percentages are approximate *Through September, 15 2011

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Finding your balance

Key points to consider in making your choice



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One size does not fit all



Where to start in finding the “right fit”

When making the decision of in-house vs. outsource the following factors will have significant impact:

- The nature of your reporting process
- Volume and complexity of disclosures
- The nature of your business/industry

For some companies the choice is a matter of preference, but often the above factors may constrain your options.

Know thyself

Two contrasting examples

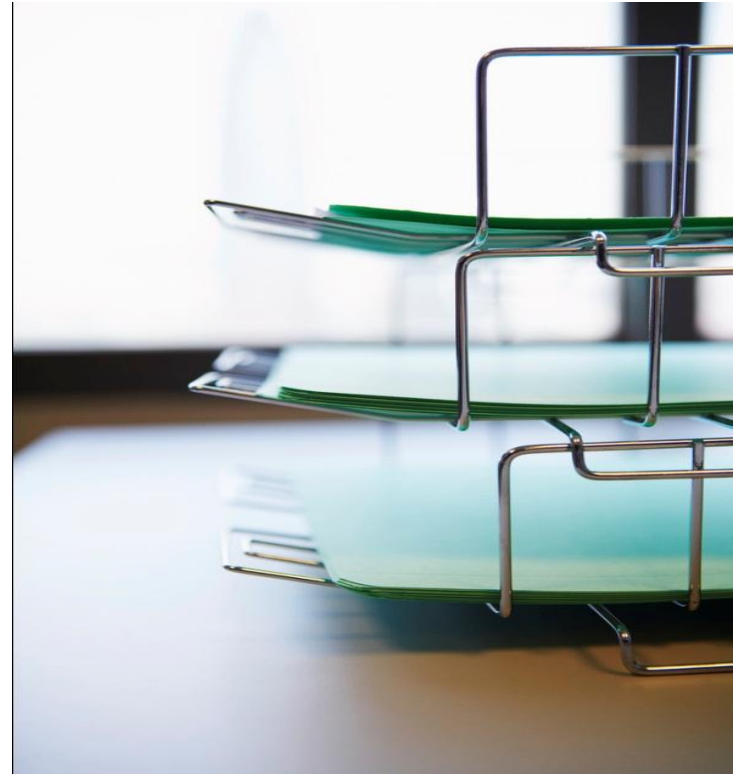
- Company A
 - Last minute changes
 - Complex accounting
 - High volume of disclosure information
 - Significant swings in business activity (e.g. M&A)
 - Large and/or decentralized reporting team



Know thyself

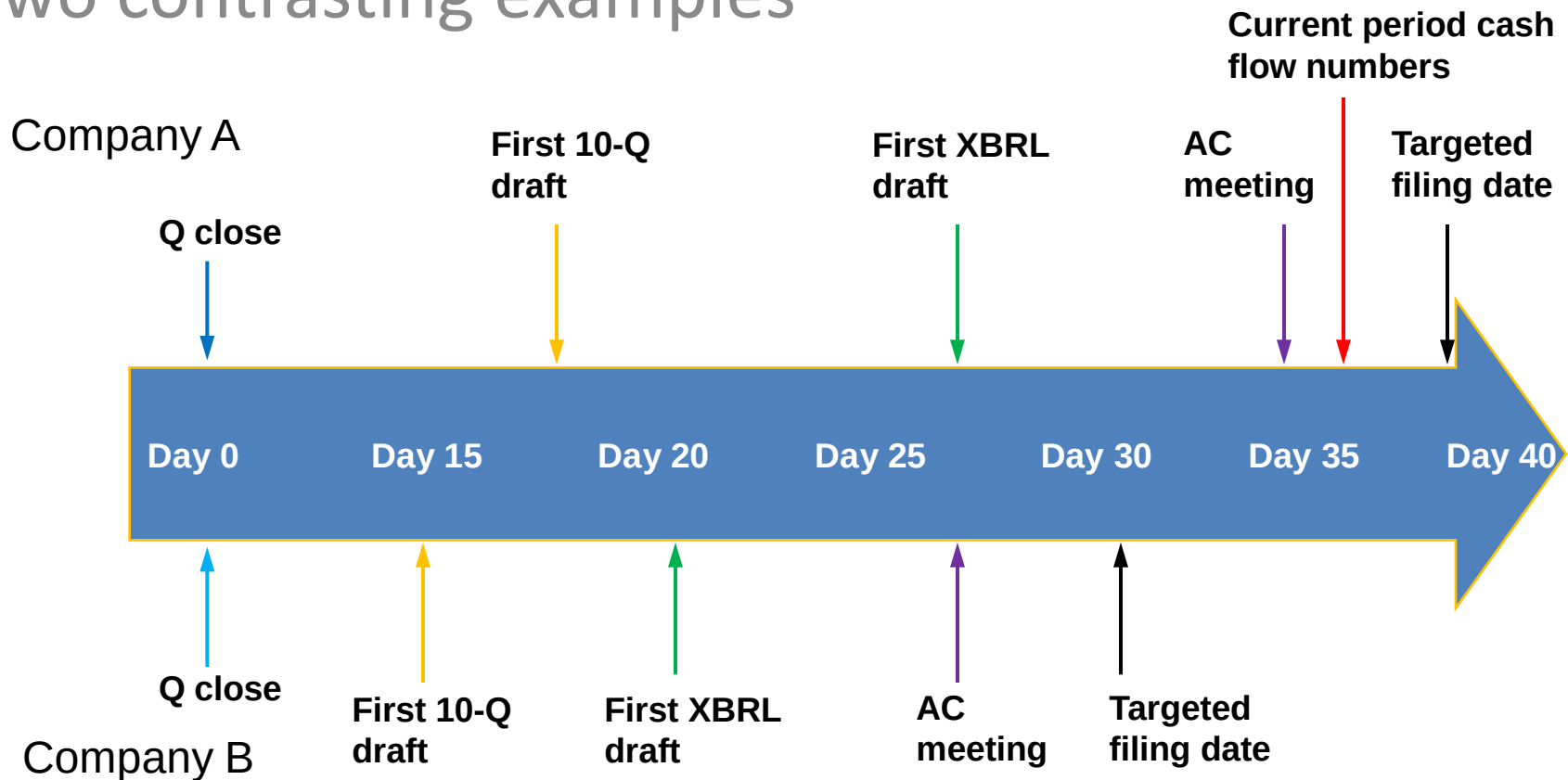
Two contrasting examples

- Company B
 - Streamlined filing process
 - Low volume/complexity disclosures
 - Little or no changes across periods
 - Lean staffing



Know thyself

Two contrasting examples



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Moving Forward



Does our approach evolve over time?

Company A and Company B revisited

You have gone through the key drivers and variables when considering in-house versus outsource. You have made your decision. Your process has worked well.

- What internal and external factors may changed some of those drivers?
- How do these changes impact your choice?

Moving Forward



Does our approach evolve over time?

- Internal
 - Staffing / cost sensitivity
 - Complexity – acquisition/disposition
 - Changes in applicable accounting or disclosures
 - Systems/technology changes
- External
 - Regulatory environment
 - Changes in tool and vendor functionality/service
- Both
 - Understanding of XBRL



Participant Discussion

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Participant discussion (10 min)



Timing is everything

- Your choice of outsource versus in-house will have implications and impact on your reporting process and timeline.

Discuss the impact of your choice on each of the following:

- Financial reporting timeline
- Review and comment process
- Technology and resources

Participant discussion (10 min)



The real world

Now let's compare real world experiences of in-house versus outsource of XBRL. Some of us have stories from the past quarter, others from the past nine quarters. Discuss with your group some of the questions below. Does the choice between in-house versus outsource impact the answers? how do the answers align? What are the similarities and differences?

- Success stories
 - How do you prepare XBRL?
 - What made it a success?
 - How large is your team?
 - What are your pain points?
- Less than ideal cases
 - How do you prepare XBRL?
 - What have you learned?
 - What are your pain points?
 - How have you (or will you) change going forward?

Participant discussion (10 min)



Winds of change

- XBRL has caused all of us to do some things differently.
- Apart from preparing your XBRL exhibit files to meet XBRL submission requirements, have the XBRL requirements driven your company to consider broader changes to your financial reporting process?
- Does the choice between in-house and outsource impact the answers to the question above?

Crossing the Finish Line



XBRL US National Conference

Nashville

Paul Penler, Ernst & Young

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Agenda: Crossing the Finish Line



- Defining a quality submission
- Background/context around controls
- Illustrative control framework
- Control considerations by component

Defining a Quality XBRL Exhibit

- Complying with SEC requirements
- Making decisions that maximize investor/analyst use (but still comply with SEC)
- Enabling use of the XBRL Exhibit (e.g., posting with viewer/analytical tools)

Background/Context around controls

- XBRL creation controls are part of disclosure controls and processes (DC&P)
- XBRL related controls will rarely be part of ICFR
- Registrants should use a control framework when designing XBRL controls
- Registrants responsible for all aspects of controls, even if created by 3rd party
- Same control requirements pre and post-limited liability
- Controls should be broader than just the creation process
- Many registrants aren't adequately focusing on controls

Illustrative control framework - COSO

Original



Proposed



Illustrative control framework

Internal control environment

- Company needs to commit to have an appropriate one
 - Need consensus throughout organization and with Audit Committee
- Board of Directors/Audit Committee. Communicate:
 - SEC requirements/risks
 - XBRL process and control overview
 - Plans (if any) to involve auditor/other to review
- Management
 - Skills. Determine and obtain needed XBRL skills: Internal and 3rd party
 - Accountability. Agree on responsibilities (e.g., oversight and review roles)

Illustrative control framework

Risk assessment

- Specify control objectives – cover all aspects
 - Determining when XBRL Exhibits are required (e.g., for certain Form 8-Ks)
 - Appropriately determine requirements for a specific XBRL submission (e.g., S-4 when financial statements are included in the S-4)
 - Comply with SEC Exhibit requirements (e.g., rules, EFRM, FAQs, CD&Is)
 - Consistently address areas where variance is permitted
 - Comply with submission requirements (EDGAR and company website)
 - Process to assess errors identified after submission process
- Need to balance:
 - Consistency consideration, including future periods
 - Expected use of XBRL Exhibit (investor/analyst vs SEC)
 - Internal process demands (e.g., XBRL complexity, deadlines)

Illustrative control framework

Risk assessment (continued)

- Identify risks
 - SEC compliance
 - Misleading/sub-optimal investor analysis needs
 - Determining if amendment/re-submission is required
 - Senior management and Audit Committee perceptions
- Categories of quality and risks
 - Quality: AICPA ED: completeness, mapping, accuracy and structural
 - Identify What Could Go Wroongs (WCGWs) – critical step
 - Develop controls to address WCGWs by quality component
- Identify and adjust for changes (e.g., new taxonomy, SEC changes)
- Develop risk responses

Illustrative control framework

Risk assessment (continued)

Example of WCGWs – mapping:

- New taxonomy resulted in previously used tag no longer being appropriate due to definitional change, “deprecated” status (no longer used), etc.
- Tag unnecessarily excluded from selection because it did not contain all “non-significant” components in its definition
- The definition for the tag selected did not contain all significant “material” components of the financial statement concept
- Major structural changes to statements or notes since the previous taxonomy version affect current tag selections
- An extension is created when there is an appropriate element in the standard taxonomy
- A standard taxonomy element is used but there is a more appropriate standard element available in the taxonomy (e.g., narrower)
- A standard taxonomy element is used but an extension element should be created
- Structure is inconsistent with the taxonomy structure
- Tag doesn’t meet all required attributes (e.g., XBRL tag type, not using required tag)

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Illustrative control framework

Control activities

- Selects and develops policies
 - General vs specific
 - 3rd party vs company
 - Re-occurring vs inquires/periodic (e.g., S-4 requirements)
- Develop and implement controls over
 - Creation
 - Changes to creation
 - Version control
 - Security
 - Monitoring status

Illustrative control framework

Control Activities (continued)

Risks	Review activities	Considerations
Viewable form of XBRL does not reflect the related official filing	Compare XBRL in SEC previewer to official filing	Guidance: ▶ SEC requirements (including EDGAR Manual) ▶ SEC staff guidance and interpretations ▶ XBRL technical specifications ▶ Best Practices Potential assistance: ▶ EDGAR filers ▶ Software vendors ▶ Auditor ▶ XBRL-US ▶ Other
Amounts and Block Text are not appropriately tagged	Manual review of XBRL tags (including comparing to the taxonomy)	
XBRL dimensions, calculations and other technical requirements are not valid	▶ Use XBRL validator ▶ Test submit to EDGAR ▶ XBRL markup review	

Illustrative control framework

Information and communication

- Obtain/generate/use relevant quality information to understand
 - Compared to peer companies
 - Compliance with SEC requirements (e.g., specific reports)
 - Comparison to market best practice
- Communication with the information internally
- Communication with external parties
 - 3rd party creators
 - Software vendors
 - Others

Illustrative control framework

Monitoring

- Separate evaluation of XBRL controls
 - Internal audit involvement
 - Non-audit CPA firm involvement (e.g., AUPs)
- Evaluate and communicate. Need to determine if:
 - Exhibit needs to be resubmitted
 - Process needs to be changed
 - Controls need to be changed

Questions?



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September 26 & 27
Gaylord Opryland | Nashville, TN

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Transitioning to a New Taxonomy

Louis Matherne
Chief of Taxonomy
Development
FASB

Christine Tan
XBRL Project Manager
FASB

The views expressed in this presentation are those of the presenter. Official positions of the FASB are reached only after extensive due process and deliberations.

Agenda



- Taxonomy changes in 2011 and 2012
- Navigating the Taxonomy
- XBRL document rollforward
- Tools for identifying relevant changes

FAF / FASB Role



- The FAF / FASB assumed responsibilities for the US GAAP Financial Reporting Taxonomy (UGT), which was originally developed by XBRL US, Inc. under contract to the U.S. Securities and Exchange Commission (SEC).
- A key objective for moving the UGT development and maintenance responsibilities to the FAF/FASB was to achieve greater integration with the FASB's standard-setting, codification, and related processes.

Overall Goal

- Enhance UGT by improving:
 - US GAAP coverage
 - Taxonomy usability
 - Extension rates
 - Consistency in use

Approach

- Keep taxonomy current with new Accounting Standards Updates
- Perform best practice analysis – identify extension elements that should be included in the taxonomy
- Improve user access to and feedback on taxonomy
- Outreach to subject matter experts
- Provide guidance for using taxonomy
- Increased focus on consumption

Assure:

- appropriate concept coverage
- usability
- consistency in use

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Overview of 2011 Taxonomy

- Update for accounting standards since 2009 Taxonomy and effective for periods ending after December 15, 2010
- Expanded disclosure for current practices:
 - Common reporting practices observed in company filings
 - Additional primary financial statement aggregation elements
 - Industry specific elements:
 - Agriculture
 - Airlines
 - Entertainment
 - Franchisors

Overview of 2011 Taxonomy

- Correction of errors and removal of redundant concepts
- Updated modeling for existing taxonomy structures
- **Improved linkage to the Accounting Standards Codification**

Pre-Codification references have been retained to help users transition from the previous accounting hierarchy

Overview of 2011 Taxonomy

- Converted policy elements string elements to text block elements
 - Group “290000 - Disclosure - Accounting Policies”
- Created a label convention for the text blocks corresponding to the SEC block tagging requirement:
 - Level 1 – [Text Block]
 - Level 2 – [Policy Text Block]
 - Level 3 – [Table Text Block]
- Added group “195000 – Disclosure – Comprehensive Text Block List”. Contains occurrences of all text block element

DRAFT 2012 Taxonomy

- Update for accounting standards since 2011 Taxonomy and effective for periods ending after December 15, 2011
- Expanded disclosure for current practices:
 - Common reporting practices observed in company filings
 - Fair Value
 - Financial Instruments
 - Pensions
 - Real Estate
 - Real Estate Investment Trusts
 - Related Party
 - Share-based Compensation
 - Subsequent Events
- Industry specific elements:
 - Oil and Gas

Taxonomy Navigation

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Recent Activity and News

FASB Issues Accounting Standards Update to Simplify Testing Goodwill for Impairment [09/15/11]
▶ [Media Advisory](#)
▶ [ASU 2011-08](#)

2011 U.S. GAAP Financial Reporting Taxonomy Now Available for Public Review and Comment [09/01/11]
▶ [News Release](#)

Representatives of the Accounting Standards Board of Japan and the Financial Accounting Standards Board Hold Biannual Meeting [08/26/11]
▶ [News Release](#)

FASB Approves Standard to Simplify Testing Goodwill for Impairment [08/10/11]
▶ [News Release](#)
▶ [FASB In Focus](#)

Financial Accounting Standards Board Announces Public Roundtable Meetings to Solicit Input on Private Company Accounting and Reporting Issues [08/04/11]
▶ [Media Advisory](#)
▶ [Notice of Open Roundtables](#)

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2011 US GAAP Financial Reporting Taxonomy

PROPOSED 2012 US GAAP Financial Reporting Taxonomy

DEVELOPMENT US GAAP Financial Reporting Taxonomy

FAF/FASB XBRL Role

About XBRL

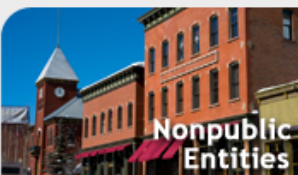


Access live and recordings of meetings of the groups and educational materials.

- ▶ [Meeting Webcasts](#)
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Monitor progress summaries and objectives, backlogs of publication dates, roundtable discussions planned, and projected completion dates. [More....](#)



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- ▶ [Leases—Questionnaire](#)

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DRAFT 2012 Taxonomy

- Correction of errors and removal of redundant concepts
- Updated modeling to improve usability
- Improved linkage to the Accounting Standards Codification

Pre-Codification references have been retained to help users transition from the previous accounting hierarchy

- Revised industry entry points to only include industry statements
- Improved documentation of changes

DRAFT 2012 Taxonomy



Type of Change	Number of Elements
Data Type Changes	1
Deprecated Items	406
Undeprecated Items	1
Label Changes	131
Reference Changes	163
Definition Changes	362
New Elements	587

DRAFT 2012 Taxonomy

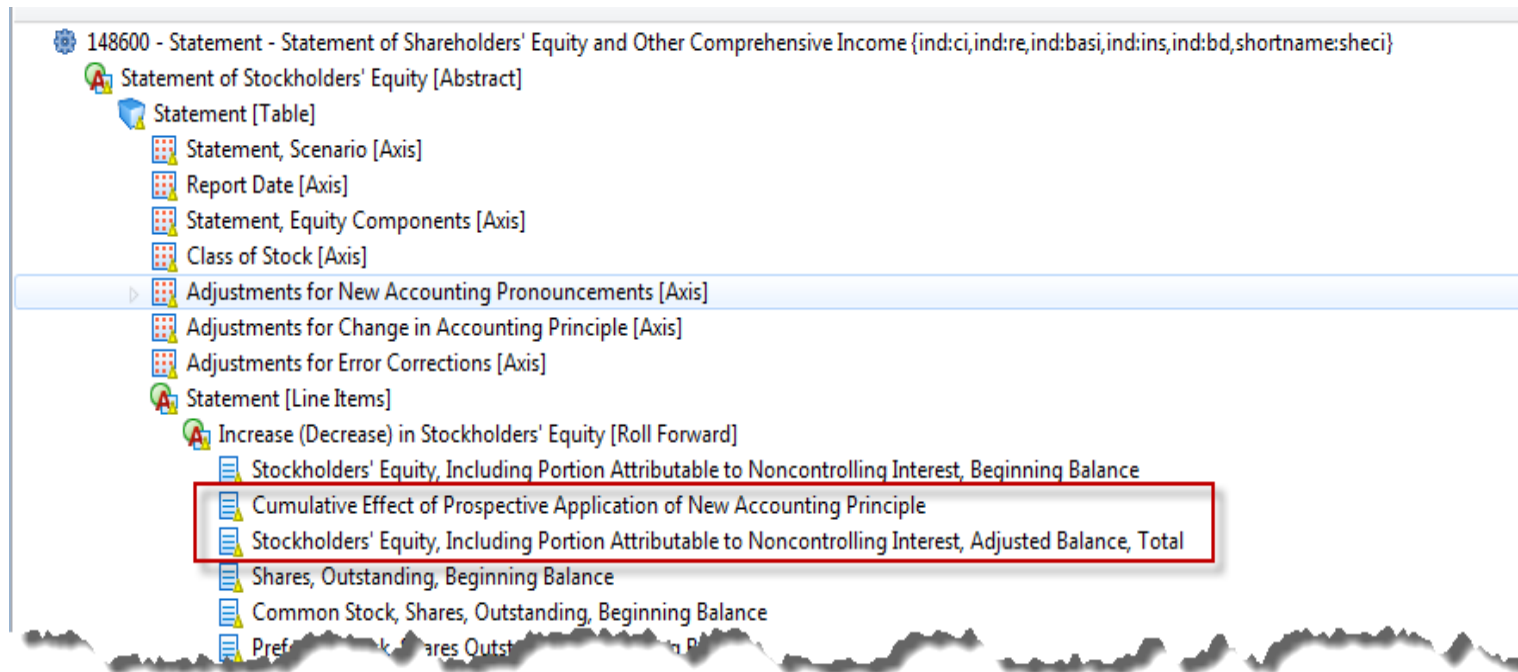
– New ASUs

- Health Care Entities (Topic 954): Presentation of Insurance Claims and related Insurance Recoveries (a consensus of the FASB Emerging Issues task Force) (2010-24)
- Intangibles—Goodwill and Other (Topic 350): When to Perform Step 2 of the Goodwill Impairment Test for Reporting Units with Zero or Negative Carrying Amounts (a consensus of the FASB Emerging Issues Task Force) (2010-28)
- Business Combinations (Topic 805): Disclosure of Supplementary Pro Forma Information for Business Combinations (a consensus of the FASB Emerging Issues Task Force) (2010-29)
- Receivables (Topic 310): A Creditor's Determination of Whether a Restructuring Is a Troubled Debt Restructuring (2011-02)
- Fair Value Measurement (Topic 820): Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and IFRSs (2011-04)
- Comprehensive Income (Topic 220): Presentation of Comprehensive Income (2011-05)
- Health Care Entities (Topic 954): Presentation and Disclosure of Patient Service Revenue, Provision for Bad Debts, and the Allowance for Doubtful Accounts for Certain Health Care Entities (a consensus of the FASB Emerging Issues Task Force) (2011-07)

DRAFT 2012 Taxonomy

– Major Changes

- Created elements to reflect the impact of prospective application of new accounting principles on equity



DRAFT 2012 Taxonomy

– Major Changes



- Modified definitions, standard labels and relationships
 - Deferred tax elements
 - Inventory elements
- Rationalized redundant axes
- Created new axes based on common reporting practices

2011 US GAAP Financial Reporting Taxonomy

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FASB XBRL

- 2011 US GAAP Financial Reporting Taxonomy
- PROPOSED 2012 US GAAP Financial Reporting Taxonomy
- DEVELOPMENT US GAAP Financial Reporting Taxonomy

2011 US GAAP Financial Reporting Taxonomy

NEW—[Proposed 2012 Taxonomy is now available for Public Review and Comment](#)

The 2011 Taxonomy contains updates for accounting standards and other improvements since the 2009 Taxonomy as used by issuers filing with the U.S. Securities and Exchange Commission. The Financial Accounting Standards Board

...ure taxonomy for ... choice.

Taxonomy View

To view the taxonomy, select one of the links below. The '[Entire 2011 US GAAP Financial Reporting Taxonomy](#)' choice will provide you with a complete 2011 Taxonomy and is the recommended view regardless of industry. Use the industry specific links for a filtered view to aid taxonomy navigation. These industry views do not include all elements that you may find relevant for your particular filing. We have included guidance for using the taxonomy viewer/commenting [tool](#).

Entire 2011 US GAAP Financial Reporting Taxonomy

- Commercial and Industrial Filtered View (most companies)
- Banking and Savings Institutions Filtered View
- Brokers and Dealers Filtered View
- Insurance Filtered View
- Real Estate Filtered View
- Schedule of Investments Filtered View

A view of the SEC Document and Entity Information Taxonomy is provided for user convenience.

[SEC Document and Entity Information Taxonomy](#)

Taxonomy Download

- [Download](#) 2011 US GAAP Financial Reporting Taxonomy (requires XBRL enabled software to view)
- [Download](#) 2011 US GAAP Financial Reporting Taxonomy in Excel

2011 US GAAP Financial Reporting Taxonomy

Public Review - ALL (Main / Entire) (US GAAP (2011-01-31)) - Windows Internet Explorer

http://xbrlview.fasb.org/yeti/resources/yeti-gwt/Yeti.jsp#tax~(id~52*v~235)!net

Google

★ Favorites Public Review - ALL (Main / Entire) (US GAAP (2011-01-31))

Taxonomy ▾ About Sign Up Login

Network Browser Details Relationships Tree Locations

Network: Presentation ▾ Lang: en-US ▾

- 104000 - Statement - Statement of Financial Position, Classified
- 108000 - Statement - Statement of Financial Position, Unclassified - Deposit Based Operations
- 108200 - Statement - Statement of Financial Position, Unclassified - Insurance Based Operations
- 110000 - Statement - Statement of Financial Position, Classified - Real Estate Operations
- 110200 - Statement - Statement of Financial Position, Unclassified - Real Estate Operations
- 112000 - Statement - Statement of Financial Position, Unclassified - Securities Based Operations
- 124000 - Statement - Statement of Income (Including Gross Margin)
- 124100 - Statement - Statement of Income (Excluding Gross Margin Alternative)
- 124200 - Statement - Statement of Income, Additional Statement of Income Elements
- 132001 - Statement - Statement of Income, Interest Based Revenue
- 136000 - Statement - Statement of Income, Insurance Based Revenue
- 140400 - Statement - Statement of Income, Securities Based Income
- 144000 - Statement - Statement of Income, Real Estate, Excluding REITs
- 145000 - Statement - Statement of Income, Real Estate Investment Trusts
- 148400 - Statement - Statement of Other Comprehensive Income
- 148600 - Statement - Statement of Shareholders' Equity and Other Comprehensive Income
- 152000 - Statement - Statement of Partners' Capital
- 152200 - Statement - Statement of Cash Flows
- 152201 - Statement - Statement of Cash Flows, Additional Cash Flow Elements
- 152205 - Statement - Statement of Cash Flows, Supplemental Disclosures
- 160000 - Statement - Statement of Cash Flows, Deposit Based Operations
- 164000 - Statement - Statement of Cash Flows, Insurance Based Operations
- 168400 - Statement - Statement of Cash Flows, Securities Based Operations

No Concept Selected

Labels

References

Properties

Custom Type Information

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http://xbrlview.fasb.org/yeti/resources/yeti-gwt/Yeti.jsp#tax~(id~52*v~235)!cor

Public Review - ALL (Main / Entire) (US GAAP (20...

Taxonomy

Network Browser

Network: Presentation Lang: en-US

104000 - Statement - Statement of Financial Position, Classified

- Statement of Financial Position [Abstract]
 - Statement [Table]
 - Statement, Scenario [Axis]
 - Class of Stock [Axis]
 - Statement [Line Items]
 - Assets [Abstract]
 - Assets, Current [Abstract]
 - Cash, Cash Equivalents, and Short-term Investments [Abstract]
 - Receivables, Net, Current [Abstract]
 - Inventory, Net [Abstract]
 - Prepaid Expense and Other Assets, Current [Abstract]
 - Prepaid Expense, Current [Abstract]
 - Other Assets, Current
 - Prepaid Expense and Other Assets, Current, Total

Details Relationships Tree Locations

Prepaid Expense and Other Assets, Current

Labels

Type	Lang	Label
Standard Label	en-US	Prepaid Expense and Other Assets, Current
Documentation	en-US	The total of the amounts paid in advance for capitalized costs that will be expensed with the passage of time or the occurrence of a triggering event, and will be charged against earnings within one year or the normal operating cycle, if longer, and the aggregate carrying amount of current assets, as of the balance sheet date, not separately presented elsewhere in the balance sheet. Current assets are expected to be realized or consumed within one year (or the normal operating cycle, if longer).
Total Label	en-US	Prepaid Expense and Other Assets, Current, Total

Tools

Search

role: http://fasb.org/us-gaap/role/label/newConcept AND "201" Search 2011 New Elements

Local Name Element Label

OperatingExpenseMember Operating Expense [Member]

Page 1 of 152 Page Size 15 Highlight Matches Displaying matches 1 - 15 of 2273

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http://xbrlview.fasb.org/yeti/resources/yeti-gwt/Yeti.jsp#tax~(id~52*v~235)!cor

Public Review - ALL (Main / Entire) (US GAAP (2011-01-31)) - Prepaid Expense and Other Assets, - Windows Internet Explorer

Taxonomy

Network Browser

Network: Presentation Lang: en-US

104000 - Statement - Statement of Financial Position, Classified

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 - Statement, Scenario [Axis]
 - Class of Stock [Axis]
 - Statement [Line Items]
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 - Assets, Current [Abstract]
 - Cash, Cash Equivalents, and Short-term Investments [Abstract]
 - Receivables, Net, Current [Abstract]
 - Inventory, Net [Abstract]
 - Prepaid Expense and Other Assets, Current [Abstract]
 - Prepaid Expense, Current [Abstract]
 - Other Assets, Current
 - Prepaid Expense and Other Assets, Current, Total

Details Relationships Tree Locations

Prepaid Expense and Other Assets, Current

Paragraph 4

Chapter 3

LegacyDoc

This reference is SUPERSEDED by the Accounting Standards Codification effective for interim and annual periods ending after September 15, 2009. This reference is included to help users transition from the previous accounting hierarchy and will be removed from future versions of this taxonomy.

Section 45

SubTopic 10

Topic 210

URI <http://asc.fasb.org/extlink&oid=6361293&loc=d3e6676-107765>

Publisher FASB

Name Accounting Standards Codification

Paragraph 1

Tools

Search

role: http://fasb.org/us-gaap/role/label/newConcept AND "2011 New Elements" Search 2011 New Elements

Local Name Element Label

OperatingExpenseMember Operating Expense [Member]

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http://xbrlview.fasb.org/yeti/resources/yeti-gwt/Yeti.jsp#tax~(id~52*v~235)!cor

Public Review - ALL (Main / Entire) (US GAAP (2011-01-31))

Taxonomy

Details Relationships Tree Locations

Network: Presentation Lang: en-US

104000 - Statement - Statement of Financial Position, Classified

- Statement of Financial Position [Abstract]
 - Statement [Table]
 - Statement, Scenario [Axis]
 - Class of Stock [Axis]
 - Statement [Line Items]
 - Assets [Abstract]
 - Assets, Current [Abstract]
 - Cash, Cash Equivalents, and Short-term Investments [Abstract]
 - Receivables, Net, Current [Abstract]
 - Inventory, Net [Abstract]
 - Prepaid Expense and Other Assets, Current [Abstract]
 - Prepaid Expense, Current [Abstract]
 - Other Assets, Current
 - Prepaid Expense and Other Assets, Current, Total

Prepaid Expense and Other Assets, Current

Properties

Property	Value
Name	PrepaidExpenseAndOtherAssetsCurrent
Namespace	http://fasb.org/us-gaap/2011-01-31
Data Type	xbrli:monetaryItemType
XBRL Type	monetaryItemType
Substitution Group	xbrli:item
Period Type	instant
Abstract	false
Nilable	true
Balance	debit

Tools

Search

role: http://fasb.org/us-gaap/role/label/newConcept AND "2011 New Elements"

Search 2011 New Elements

Local Name Element Label

OperatingExpenseMember Operating Expense [Member]

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2012 DRAFT Taxonomy

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FASB XBRL
2011 US GAAP Financial Reporting Taxonomy
PROPOSED 2012 US GAAP Financial Reporting Taxonomy
DEVELOPMENT US GAAP Financial Reporting Taxonomy

PROPOSED 2012 US GAAP Financial Reporting Taxonomy

Available for Public Review and Comment

Deadline to submit written comments is October 31, 2011

The taxonomy contains Accounting Standards Updates issued and

Individuals providing comments are required to provide a "name" and email address. All comments will be visible to registered users.

You can review and provide feedback on the entire taxonomy from the link below:
[Entire Proposed 2012 US GAAP Financial Reporting Taxonomy](#)

(Note that the [Development Taxonomy](#) will be closed for commenting during this 60-day comment period but will be available for viewing changes as they are made.)

Guidance for using the taxonomy viewer/commenting tool is provided [here](#). Specific commenting instructions start on page 10.

View Only

To only view the taxonomy, select one of the links below. The '[Entire Proposed 2012 US GAAP Financial Reporting Taxonomy \(View Only\)](#)' choice will provide you with a complete taxonomy and is the recommended view regardless of industry. To view only the industry specific primary financial statements, select one of the industry links.

[Entire Proposed 2012 US GAAP Financial Reporting Taxonomy \(View Only\)](#)

Primary Financial Statements Filtered View

- Commercial and Industrial
- Banking and Savings Institutions
- Brokers and Dealers
- Insurance
- Real Estate

Taxonomy Downloads

- [Download](#) Proposed 2012 US GAAP Financial Reporting Taxonomy (requires XBRL enabled software to view)
- [Download](#) Proposed 2012 US GAAP Financial Reporting Taxonomy in Excel

2012 DRAFT Taxonomy

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FASB Home >> FASB XBRL >> Proposed 2012 US GAAP Financial Reporting Taxonomy >> 2012 Guidance and Supporting Documents

Advanced Search

FASB XBRL

2011 US GAAP Financial Reporting Taxonomy

PROPOSED 2012 US GAAP Financial Reporting Taxonomy

DEVELOPMENT US GAAP Financial Reporting Taxonomy

FAF/FASB XBRL Role

About XBRL

PROPOSED 2012 US GAAP Financial Reporting Taxonomy

Guidance and Supporting Documents

- 2012 US GAAP Financial Reporting Taxonomy Release Notes (COMPLETE)
 - Release Notes by Section
 - Proposed 2012 US GAAP Financial Reporting Taxonomy Release Notes (ABRIDGED)
 - Proposed Appendices (Excel Version)
 - Proposed 2012 US GAAP Taxonomy (Excel Version)
Taxonomy in a spreadsheet format to facilitate taxonomy review
 - Proposed 2012 US GAAP Financial Reporting Taxonomy Architecture
Explains the taxonomy design rationale and how the architecture satisfies stakeholder requirements.
 - Proposed 2012 US GAAP Financial Reporting Taxonomy Technical Guide
Provides technical details of the taxonomy
 - Proposed 2012 US GAAP Financial Reporting Taxonomy File Reference List
List and URL location for all files contained in the taxonomy
 - Guide for Using the Taxonomy Viewer
Detailed guide for using the Taxonomy Viewer. We recommend that users review the entire guide with special attention given to the "Commenting" instructions starting on page 12 and the "Searching" instructions starting on page 8. The search function includes a new highlight feature that can be used to identify all new elements in the taxonomy. We have included a "saved search" for new elements but users can easily create custom searches.

Additional Details

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Section Pages

[Guidance and Supporting Documents](#)

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2012 DRAFT Taxonomy

The screenshot displays the XBRL US website's 'Public Review - Main (Deve...)' page. The 'Taxonomy' dropdown is set to 'Presentation' and the language is 'en-US'. The 'Network Browser' shows a list of concepts, including:

- 104000 - Statement - Statement of Financial Position, Classified
- 108000 - Statement - Statement of Financial Position, Unclassified - Deposit Based Operations
- 108200 - Statement - Statement of Financial Position, Unclassified - Insurance Based Operations
- 110000 - Statement - Statement of Financial Position, Classified - Real Estate Operations
- 110200 - Statement - Statement of Financial Position, Unclassified - Real Estate Operations
- 112000 - Statement - Statement of Financial Position, Unclassified - Securities Based Operations
- 124000 - Statement - Statement of Income (Including Gross Margin)
- 124100 - Statement - Statement of Income (Excluding Gross Margin Alternative)
- 124200 - Statement - Statement of Income, Additional Statement of Income Elements
- 132001 - Statement - Statement of Income, Interest Based Revenue
- 136000 - Statement - Statement of Income, Insurance Based Revenue
- 140400 - Statement - Statement of Income, Securities Based Income
- 140500 - Statement - Statement of Income, Real Estate Operations REITs
- 140600 - Statement - Statement of Income, Real Estate Operations REITs
- 195000 - Disclosure - Disclosure - Block List
- 200000 - Disclosure - Organization, Consolidation and Presentation of Financial Statements
- 250000 - Disclosure - Accounting Changes and Error Corrections
- 275000 - Disclosure - Risks and Uncertainties
- 285000 - Disclosure - Interim Reporting
- 290000 - Disclosure - Accounting Policies
- 300000 - Disclosure - Cash and Cash Equivalents

The 'Tools' section includes a search bar with the query 'role:http://fasb.org/us-gaap/role/label/newConcept AND "2012 New Elements"'. The search results table is as follows:

Local Name	Element Label	Matched Value	Rank
BasisOfAccountingPolicyPolicyTextBlock	Basis of Accounting, Policy [Policy Te...	2012 New Element	100%
BusinessInterruptionLossDomain	Business Interruption Loss [Domain]	2012 New Element	100%
BusinessInterruptionLossAxis	Business Interruption Loss [Axis]	2012 New Element	100%

The bottom of the page shows 'Page 1 of 40' and 'Page Size 15'. The status bar indicates 'Displaying matches 1 - 15 of 587'.

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2012 DRAFT Taxonomy

Public Review - Main (Deve... x

Taxonomy ▾

Network: Presentation Lang: en-US

104000 - Statement - Statement of Financial Position, Classified
 108000 - Statement - Statement of Financial Position, Unclassified - Deposit Based Operations
 108200 - Statement - Statement of Financial Position, Unclassified - Insurance Based Operations
 110000 - Statement - Statement of Financial Position, Classified - Real Estate Operations
 110200 - Statement - Statement of Financial Position, Unclassified - Real Estate Operations
 112000 - Statement - Statement of Financial Position, Unclassified - Securities Based Operations
 124000 - Statement - Statement of Income (Including Gross Margin)
 124100 - Statement - Statement of Income (Excluding Gross Margin Alternative)
 124200 - Statement - Statement of Income, Additional Statement of Income Elements
 132001 - Statement - Statement of Income, Interest Based Revenue
 136000 - Statement - Statement of Income, Insurance Based Revenue
 140400 - Statement - Statement of Income, Securities Based Income
 140500 - Statement - Statement of Income, Real Estate Operations REITs
 140600 - Statement - Statement of Income, Real Estate Operations REITs

195000 - Disclosure - Disclosure List
 200000 - Disclosure - Organization, Consolidation and Presentation of Financial Statements
 250000 - Disclosure - Accounting Changes and Error Corrections
 275000 - Disclosure - Risks and Uncertainties
 285000 - Disclosure - Interim Reporting
 290000 - Disclosure - Accounting Policies
 300000 - Disclosure - Cash and Cash Equivalents

Tools

Search Comments

role:http://fasb.org/us-gaap/role/label/newConcept AND "2012 New Elements" Search 2012 New Elements

Local Name Element Label Matched Value Rank

BasisOfAccountingPolicyPolicyTextBlock	Basis of Accounting, Policy [Policy Te...	2012 New Element	100%
BusinessInterruptionLossDomain	Business Interruption Loss [Domain]	2012 New Element	100%
BusinessInterruptionLossAxis	Business Interruption Loss [Axis]	2012 New Element	100%

Page 1 of 40 Page Size 15 Highlight Matches

Displaying matches 1 - 15 of 587

Shared Searches

- 2011 New Elements
- 2012 All Changes
- 2012 ASU Changes
- 2012 Deprecated Elements
- 2012 Modified Data Type
- 2012 Modified Deprecated Label
- 2012 Modified Documentation Label
- 2012 Modified Relationships
- 2012 Modified Standard, Period Start, Period End, or Total Labels
- 2012 New Elements
- 2012 Undeprecated Elements
- ASU - Business Combinations
- ASU - Comprehensive Income
- ASU - Fair Value Measurements
- ASU - Presentation and Disclosure of Patient Service Revenue

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2012 DRAFT Taxonomy

Network Browser

Network: Presentation Lang: en-US

148800 - Statement - Statement of Shareholders' Equity and Other Comprehensive Income

- Statement of Stockholders' Equity [Abstract]
 - Statement [Table]
 - Statement, Scenario [Axis]
 - Report Date [Axis]
 - Statement, Equity Components [Axis]
 - Class of Stock [Axis]
 - Adjustments for New Accounting Pronouncements [Axis]
 - Adjustments for Change in Accounting Principle [Axis]
 - Adjustments for Error Corrections [Axis]
 - Statement [Line Items]
 - Increase (Decrease) in Stockholders' Equity [Roll Forward]
 - Stockholders' Equity, Including Portion Attributable to Noncontrolling Interest, Cumulative Effect of Prospective Application of New Accounting Principle
 - Stockholders' Equity, Including Portion Attributable to Noncontrolling Interest, Shares, Outstanding, Beginning Balance
 - Common Stock, Shares, Outstanding, Beginning Balance
 - Preferred Stock, Shares Outstanding, Beginning Balance
 - Stock Issued During Period, Value, New Issues
 - Stock Issued or Granted During Period, Share-based Compensation [Abstract]
 - Stock Granted During Period, Value, Share-based Compensation, Net of I
 - Share-based Compensation Arrangement by Share-based Payment Awa
 - Stock Issued During Period, Value, Share-based Compensation, Net of Fc
 - Stock Issued During Period, Shares, Share-based Compensation, Net of I
 - Stock Issued During Period, Value, Restricted Stock Award, Net of Forfe
 - Stock Issued During Period, Shares, Restricted Stock Award, Net of Forf
 - Stock Issued During Period, Value, Stock Options Exercised
 - Stock Issued During Period, Value, Employee Stock Ownership Plan
 - Stock Issued During Period, Shares, Employee Stock Ownership Plan
 - Stock Issued During Period, Value, Employee Stock Purchase Plan
 - Stock Issued During Period, Value, Employee Benefit Plan
 - Stock Issued During Period, Value, Acquisitions
 - Stock Issued During Period, Value, Conversion of Convertible Securities, Net

Details Relationships Tree Locations

Stock Issued During Period, Shares, Employee Stock Ownership Plan

Labels

Type	Lang	Label
Standard Label	en-US	Stock Issued During Period, Shares, Employee Stock Ownership Plan
Documentation	en-US	Number of shares of capital stock issued (purchased by employees) in connection with an employee stock ownership plan.
Change Date	en-US	[2011-07]
Change Label	en-US	[2011-07] {Modified Documentation Label. Originally read as follows: Number of stock issued during the period as a result of employee stock ownership plan (ESOP).}

References

Type	Reference
Presentation Reference	Publisher FASB
	Name Accounting Standards Codification
	Topic 505
	SubTopic 10
	Section 50
Paragraph 2	
URI	http://asc.fasb.org/extlink&oid=6928386&loc=d3e21463-112644
Presentation Reference	Publisher FASB
	Name Accounting Standards Codification
	Topic 505
	SubTopic 10
	Section S99
Paragraph 1	
Subparagraph (SX 210.3-04)	
URI	http://asc.fasb.org/extlink&oid=6959260&loc=d3e187085-122770
Presentation Reference	Publisher FASB
	Name Accounting Standards Codification
	Topic 718
	Section 10

Tools

Search Comments

role: <http://fasb.org/us-gaap/role/label/changeLabel> AND "Mod" Search 2012 Modified Documentation L

Local Name	Element Label	Matched Value	Rank
ShippingAndHandlingRevenue	Shipping and Handling Revenue	[2011-04] {Modified Documentation Label. Originally read as follows: Fess charged to customers for the del...	92%
StockIssuedDuringPeriodSharesEmployee...	Stock Issued During Period, Shares, Emplo...	[2011-07] {Modified Documentation Label. Originally read as follows: Number of stock issued during the peri...	92%
SubsequentEventTypeAxis	Subsequent Event Type [Axis]	[2011-08] {Modified Documentation Label. Originally read as follows: Discloses the date, description and am...	92%
AccountingStandardsUpdate200917Mem	Accounting Standards Update 2009.17 IM	[2011-08] {Modified Documentation Label. Originally read as follows: Accounting Standards Update 2009.1...	84%

Page 1 of 4 Page Size 100 Highlight Matches Displaying matches 1 - 100 of 361

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Providing Feedback

Public Review - Main (US GAAP (for commenting) (2011-01-31)) - Defined Benefit Plan, Actuarial - Windows Internet Explorer

http://xbrlview.fasb.org/yeti/resources/yeti-gwt/Yeti.jsp#tax~(id- Google

★ Favorites Public Review - Main (US GAAP (for commenting...

Taxonomy ▾ About Profile ▾ Logout

Network Browser

Network: Presentation ▾ Lang: en-US ▾

- Defined Benefit Plan, Service Cost
- Defined Benefit Plan, Interest Cost
- Defined Benefit Plan, Contributions by Plan Participants
- Defined Benefit Plan, Actuarial Net (Gains) Losses
- Defined Benefit Plan, Foreign Currency Exchange Rate Changes, Benefit O
- Defined Benefit Plan, Benefits Paid
- Defined Benefit Plan, Gross Prescription Drug Subsidy Receipts Received
- Defined Benefit Plan, Plan Amendments
- Defined Benefit Plan, Business Combinati
- Defined Benefit Plan, Divestitures, Benefi
- Defined Benefit Plan, Curtailments
- Defined Benefit Plan, Settlements, Benefi
- Defined Benefit Plan, Special Termination
- Defined Benefit Plan, Benefit Obligation, P
- Defined Benefit Plan, Benefit Obligation, E
- Defined Benefit Plan, Change in Fair Value of
- Defined Benefit Plan, Funded Status of Plan [
- Defined Benefit Plan, Amounts Recognized in
- Defined Benefit Plan, before Adoption of FAS
- Defined Benefit Plan, Unfunded Plan
- Defined Benefit Plan, Amounts Recognized in
- Pension and Other Postretirement Benefit Pla

Details Relationships Tree Locations

Defined Benefit Plan, Actuarial Net (Gains) Losses

Type	Lang	Label
Standard Label	en-US	Defined Benefit Plan, Actuarial Net (Gains) Losses
		The net increase or decrease of changes in the value of the benefit obligation or the resulting from experience different from that assumed or from a actuarial assumption, ence of a decision to iate from the n.

Add Comment

Add Comment

Enter your comment below. Please note that comments in this group are moderated. **Your comment will not appear until it has been reviewed by a moderator.**

Subject:

Add Comment Cancel

arrialNetGainsLosses

2011-01-31

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Development Taxonomy

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FASB XBRL

2011 US GAAP Financial Reporting Taxonomy

PROPOSED 2012 US GAAP Financial Reporting Taxonomy

DEVELOPMENT US GAAP Financial Reporting Taxonomy

FAF/FASB XBRL Role

About XBRL

DEVELOPMENT US GAAP Financial Reporting Taxonomy

Public Review and Comment

We encourage all interested parties to review and comment on the [Development Taxonomy](#) and [Accounting Standards Update Taxonomy Changes](#). To encourage feedback, the FASB Online Review and Comment System ([TORCS](#)) is operational throughout the year. All comments are tracked and reviewed for potential inclusion in a subsequent taxonomy release. All comments are acknowledged when received but it is not possible to respond directly to individual comments.

Individuals providing comments on the taxonomies are required to register with a "user name" and email address. Please note that all comments will be visible to other registered users.

There may be several taxonomies available for comment at any point in time. This includes the development version of the US GAAP Financial Reporting Taxonomy ("Development Taxonomy") and Accounting Standards Update (ASU) Taxonomy Changes.

Additional guidance and links to TORCS are provided:

 [Development Taxonomy](#)
(The Development Taxonomy will be available for only viewing during the PROPOSED 2012 Taxonomy 60-day comment period. All feedback relating to the base taxonomy should be made on the [PROPOSED 2012 Taxonomy](#) until November 1, 2011, at which time the Development Taxonomy will once again be available for commenting.)

 [ASU Taxonomy Changes](#)
Guidance is included for using [TORCS](#). Users are encouraged to review the entire guide with special attention given to the "Searching" instructions starting on page 8 and the "Commenting" instructions starting on page 12 of the guide. The search function includes a new "highlight" feature that can be used to identify all new elements in the taxonomy. We have included a "saved search" for new elements but users can easily create custom searches.

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Development Taxonomy

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FASB Home >> FASB XBRL >> Development US GAAP Financial Reporting Taxonomy >> ASU Taxonomy Changes

Advanced Search

FASB XBRL

- 2011 US GAAP Financial Reporting Taxonomy
- PROPOSED 2012 US GAAP Financial Reporting Taxonomy
- DEVELOPMENT US GAAP Financial Reporting Taxonomy
- FAF/FASB XBRL Role
- About XBRL

ASU Taxonomy Changes

From here, you can review and provide comment on the ASU Taxonomy Changes and supporting materials.

ASU Taxonomy Changes currently available for comment

- ▶ **New—Taxonomy Change for Accounting Standards Update No. 2011-05—Comprehensive Income (Topic 220): Presentation of Comprehensive Income**

This ASU Taxonomy Change is available for public comment through October 10, 2011. To view the ASU Taxonomy Change and supporting material, select one of the links below:

- ▶ [Accounting Standards Update No. 2011-05](#)
- ▶ [ASU Taxonomy Change](#)
- ▶ [Release Notes](#)
- ▶ [Release Notes Appendices Only \(Excel Format\)](#)
- ▶ [Illustrative XBRL Document](#)

Each ASU Taxonomy Change is accompanied by release notes and a human-readable XBRL document that incorporates the ASU element changes and provides an illustration of how those elements may be used to tag the financial statements.

The ASU Taxonomy Changes are exposed in a copy of the most current Development Taxonomy to provide context for the reader. These Changes are identified with the labels "Fragment Label" and "Fragment Documentation Label". The "Fragment Label" identifies the relevant ASU, for example, "ASU – Fair Value Measurements". The "Fragment Documentation Label" identifies the nature of the change in a similar fashion to changes documented in the Development Taxonomy. The following are the types of changes documented in the label:

- New Element
- Modified References
- Modified Documentation Label. (which includes the original text for review purposes)
- Modified Standard. Period Start. Period End. or Total Labels
- Element Deprecated

Additional Details

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- [Submit Feedback](#)

Development Taxonomy

Network Browser

Network: Presentation Lang: en-US

Statement [Table]

- Statement, Scenario [Axis]
- Statement [Line Items]
 - Net Income (Loss) Attributable to Parent [Abstract]
 - Comprehensive Income (Loss), Net of Tax, Attributable to Parent [Abstract]
 - Comprehensive Income (Loss), Net of Tax, Attributable to Noncontrolling Interest [Abstract]
 - Comprehensive Income (Loss), Net of Tax, Including Portion Attributable to Noncontrolling Interest [Abstract]
 - Other Comprehensive Income (Loss), Tax, Portion Attributable to Parent, Parenthetical Disclosures [Abstract]
 - Other Comprehensive Income (Loss), Tax, Portion Attributable to Noncontrolling Interest, Parent [Abstract]
 - Other Comprehensive Income (Loss), Foreign Currency Translation Adjustment, Tax, Portion Attributable to Noncontrolling Interest [Abstract]
 - Other Comprehensive Income (Loss), Pension and Other Postretirement Benefit Plans, Tax, Portion Attributable to Noncontrolling Interest [Abstract]
 - Other Comprehensive Income (Loss), Available-for-sale Securities, Tax, Portion Attributable to Noncontrolling Interest [Abstract]
 - Other than Temporary Impairment Losses, Investments, Portion in Other Comprehensive Income [Abstract]
 - Other than Temporary Impairment Losses, Investments, Portion in Other Comprehensive Income [Abstract]
 - Other than Temporary Impairment Losses, Investments, Portion in Other Comprehensive Income [Abstract]
 - Other than Temporary Impairment Losses, Investments, Portion in Other Comprehensive Income [Abstract]
 - Other Comprehensive Income (Loss), Derivatives Qualifying as Hedges, Tax, Portion Attributable to Noncontrolling Interest [Abstract]
 - Other Comprehensive Income (Loss), Tax, Portion Attributable to Noncontrolling Interest, Total [Abstract]
 - Other Comprehensive Income (Loss), Tax, Parenthetical Disclosures [Abstract]

148600 - Statement - Statement of Shareholders' Equity and Other Comprehensive Income

152000 - Statement - Statement of Partners' Capital

152200 - Statement - Statement of Cash Flows

152201 - Statement - Statement of Cash Flows, Additional Cash Flow Elements

152205 - Statement - Statement of Cash Flows, Supplemental Disclosures

Details Relationships Tree Locations

Other Comprehensive Income (Loss), Tax, Portion Attributable to Noncontrolling Interest

Labels

Type	Lang	Label
Standard Label	en-US	Other Comprehensive Income (Loss), Tax, Portion Attributable to Noncontrolling Interest
Documentation	en-US	The amount of the tax effect of other comprehensive income (loss) attributable to noncontrolling interest.
Total Label	en-US	Other Comprehensive Income (Loss), Tax, Portion Attributable to Noncontrolling Interest, Total
Fragment Documentation	en-US	Modified Documentation Label. Originally read as follows: Tax effect of the change in accumulated other comprehensive income, that is, the tax effect on items included in other comprehensive income during the period that is attributable to noncontrolling interest.
Fragment Label	en-US	ASU - Comprehensive Income

References

Properties

Custom Type Information

This concept does not have a custom type definition

Tools

Search Comments

role: http://fasb.org/us-gaap/role/label/fragmentLabel AND "ASU" Search Comprehensive Income-FRAGM Save Delete

Local Name	Element Label	Matched Value	Rank
OtherThanTemporaryImpairmentLossesInvestmentsPortionInOtherCompr...	Other than Temporary Impairment Lo...	ASU - Comprehensive Income	100%
OtherThanTemporaryImpairmentLossesInvestmentsPortionInOtherCompr...	Other than Temporary Impairment Lo...	ASU - Comprehensive Income	100%
OtherThanTemporaryImpairmentLossesInvestmentsPortionInOtherCompr...	Other than Temporary Impairment Lo...	ASU - Comprehensive Income	100%
OtherThanTemporaryImpairmentLossesInvestmentsPortionInOtherCompr...	Other than Temporary Impairment Lo...	ASU - Comprehensive Income	100%
OtherThanTemporaryImpairmentLossesInvestmentsPortionInOtherCompr...	Other than Temporary Impairment Lo...	ASU - Comprehensive Income	100%

Page 1 of 13 Page Size 15 Highlight Matches

Displaying matches 1 - 15 of 194

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XBRL Document Rollforward

- Why
 - Taxonomy is revised for new ASUs and other required changes resulting in a new annual release
- What
 - A process of rolling-forward an existing XBRL document to address technical and required disclosure changes

Rollforward Steps



- XBRL technical conversion
- Identify new elements for:
 - Deprecated elements
 - New Accounting Standards Updates
 - Existing extension elements

Deprecated Elements



- Find deprecated elements in extension taxonomy
 - Use service provider tool or service, or
 - Compare elements used against Excel version of taxonomy release using Excel VLOOKUP
- Follow label directions at deprecated element

Deprecated Example

- Element Name: `AccountsPayable`
- Standard Label:
`Accounts Payable`
(Deprecated 2009-01-31)
- Deprecated label:
This item was removed because it can be represented as a current item or an unclassified item. Either use "AccountsPayableCurrent" if you are representing a current value or "AccountsPayableCurrentAndNoncurrent" if you are representing an unclassified value.

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Deprecated Example

- Element Name:
SegmentReportingSegmentAssets
- Standard Label:
Segment Reporting, Segment Assets
(Deprecated 2011-01-31)

- Deprecated label:
This element was removed because the dimension for Reconciliation of Assets from Segment to Consolidated [Table] has been re-modeled using the SegmentReportingInformationBySegmentAxis, rendering this element redundant. If you have used this element in the past, replace with elements that, in combination with MaterialReconcilingItemsMember, represent fact values that are reconciling items in the reconciliation from segment total assets to consolidated assets.

New Accounting Standards Updates

- Identify financial statement impact of new ASU
- Identify relevant changes in Taxonomy for new ASU
 - Review changes as identified in online tool
 - Review changes in Release Notes
 - “Reverse lookup” from Codification

Existing Extension Elements



- Review Release Notes for New Elements Added
- Use Online Tool to see changes in context of the statements and disclosures

Tools for identifying changes



- Taxonomy Release Notes and accompanying Excel file
- FASB Development Taxonomy
- XBRL US Consistency Suite
- Service Provider Tools
- FASB mini-guides



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Workbook A

NOTE 2. Acquisitions

ABC Company makes acquisitions of certain businesses from time to time that the Company feels align with its strategic intent with respect to, among other factors, growth markets and adjacent product lines or technologies.

The impact on the consolidated balance sheet of the purchase price allocations related to acquisitions, including adjustments relative to other acquisitions within the allocation period, follows. Adjustments to previous acquisitions were not material and primarily related to changes in the preliminary allocations of purchase price of businesses acquired in the fourth quarter of 2010 and first quarter of 2011. The allocation of purchase price related to acquisitions in the first six months of 2011 is considered preliminary, largely with respect to certain acquired intangible assets.

(Millions)	First Six Months 2011 Acquisition Activity		
	XYZ Company	Other Acquisitions	Total
Accounts receivable	\$ 13	\$ 38	\$ 51
Inventory	16	26	42
Other current assets	6	4	10
Property, plant, and equipment	73	24	97
Purchased finite-lived intangible assets	78	35	113
Purchased goodwill	151	58	209
Accounts payable	(20)		(20)
Accrued liabilities	(5)		(5)
Net assets acquired	\$ 312	\$ 185	\$ 497
Supplemental information:			
Cash paid	\$ 302	\$ 185	\$ 487
Non-cash	10	—	10
Total cost of acquisitions	\$ 312	\$ 185	\$ 497

Goodwill resulting from business combinations is largely attributable to the existing workforce of the acquired businesses and synergies expected to arise after the acquisition of these businesses. In-process research and development associated with these business combinations were not material. Pro forma information related to acquisitions was not included because the impact on the Company's consolidated results of operations was not considered to be material.

In addition to business combinations, ABC Company periodically acquires certain tangible and/or intangible assets and purchases interests in certain enterprises that do not otherwise qualify for accounting as business combinations. These transactions are largely reflected as additional asset purchase and investment activity.

During the six months ended June 30, 2011, ABC Company completed six business combinations. The purchase price paid for these business combinations (net of cash acquired) and the impact of other matters (net) during the six months ended June 30, 2011 aggregated to \$497 million.

Purchased goodwill related to the acquisitions which closed in the first six months of 2011 totaled \$209 million, \$6 million of which is deductible for tax purposes.

Business Combinations [Abstract]

Business Combination Disclosure [Text Block]

Schedule of Business Acquisitions, by Acquisition [Table Text Block]

Schedule of Business Acquisitions, by Acquisition [Table]

Business Acquisition [Axis]

Business Acquisition, Acquiree [Domain]

Series of Individually Immaterial Business Acquisitions [Member]

Business Acquisition [Line Items]

Business Acquisition, Entity Acquired and Reason for Acquisition [Abstract]

Business Acquisition, Date of Acquisition [Abstract]

Business Acquisition, Preacquisition Contingency [Abstract]

Business Acquisition, Preexisting Relationship [Abstract]

Business Acquisition, Cost of Acquired Entity [Abstract]

Business Acquisition, Cost of Acquired Entity, Description of Purchase Price Components

Business Acquisition, Cost of Acquired Entity, Purchase Price [Abstract]

Business Acquisition, Cost of Acquired Entity, Cash Paid

Business Acquisition, Cost of Acquired Entity, Equity Interests Issued and Issuable

Business Combination, Cost of Acquired Entity, Equity Interests Issued and Issuable, Fair Value Method

Business Acquisition, Cost of Acquired Entity, Liabilities Incurred

Business Acquisition, Cost of Acquired Entity, Planned Restructuring Activities

Business Acquisition, Cost of Acquired Entity, Other Noncash Consideration

Business Acquisition, Cost of Acquired Entity, Transaction Costs

Business Acquisition, Cost of Acquired Entity, Purchase Price, Total

Business Acquisition, Purchase Price Allocation [Abstract]

Business Acquisition, Purchase Price Allocation, Methodology

Business Acquisition, Purchase Price Allocation, Status

Business Acquisition, Purchase Price Allocation, Current Assets, Description

Business Acquisition, Purchase Price Allocation, Noncurrent Assets, Description

Business Acquisition, Purchase Price Allocation, Intangible Assets, Description

Business Acquisition, Purchase Price Allocation, Current Liabilities, Description

Business Acquisition, Purchase Price Allocation, Noncurrent Liabilities, Description

Business Acquisition, Purchase Price Allocation, Assets Acquired (Liabilities Assumed), Net [Abstract]

Business Acquisition, Purchase Price Allocation, Assets Acquired

Business Acquisition, Purchase Price Allocation, Liabilities Assumed

Business Acquisition, Purchase Price Allocation, Assets Acquired (Liabilities Assumed), Net, Total

Business Acquisition, Purchase Price Allocation, Current Assets [Abstract]

Business Acquisition, Purchase Price Allocation, Current Assets, Cash and Cash Equivalents

Business Acquisition, Purchase Price Allocation, Current Assets, Marketable Securities

Business Acquisition, Purchase Price Allocation, Current Assets, Receivables

Business Acquisition, Purchase Price Allocation, Current Assets, Inventory [Abstract]

Business Acquisition, Purchase Price Allocation, Current Assets, Finished Goods

Business Acquisition, Purchase Price Allocation, Current Assets, Work-in-Progress

Business Acquisition, Purchase Price Allocation, Current Assets, Raw Materials

Business Acquisition, Purchase Price Allocation, Current Assets, Merchandise

Business Acquisition, Purchase Price Allocation, Current Assets, Inventory, Total

Business Acquisition, Purchase Price Allocation, Current Assets, Asset Not to be Used [Abstract]

Business Acquisition, Purchase Price Allocation, Current Assets, Prepaid Expense and Other Assets

Business Acquisition, Purchase Price Allocation, Current Assets, Total

Business Acquisition, Purchase Price Allocation, Noncurrent Assets [Abstract]

Business Acquisition, Purchase Price Allocation, Property, Plant and Equipment [Abstract]

 Business Acquisition, Purchase Price Allocation, Property, Plant and Equipment [Abstract]

 Business Acquisition, Purchase Price Allocation, Property

 Business Acquisition, Purchase Price Allocation, Plant

 Business Acquisition, Purchase Price Allocation, Equipment

 Business Acquisition, Purchase Price Allocation, Property, Plant and Equipment, Total

 Business Acquisition, Purchase Price Allocation, Amortizable Intangible Assets

 Business Acquisition, Purchase Price Allocation, Intangible Assets Not Amortizable

 Business Acquisition, Purchase Price Allocation, Mineral Rights

 Business Acquisition, Purchase Price Allocation, Natural Resources

 Business Acquisition, Purchase Price Allocation, Unmarketable Securities

 Business Acquisition, Purchase Price Allocation, Deferred Tax Assets, Noncurrent

 Business Acquisition, Purchase Price Allocation, Other Noncurrent Assets

 Business Acquisition, Purchase Price Allocation, Goodwill Amount

 Business Acquisition, Purchase Price Allocation, Noncurrent Assets, Total

 Business Acquisition, Purchase Price Allocation, Intangible Assets Other than Goodwill

 Business Acquisition, Purchase Price Allocation, Deferred Taxes Asset (Liability), Net, Noncurrent

 Business Acquisition, Purchase Price Allocation, Tangible Assets [Abstract]

 Business Acquisition, Purchase Price Allocation, Current Liabilities [Abstract]

 Business Acquisition, Purchase Price Allocation, Current Liabilities, Long-term Debt

 Business Acquisition, Purchase Price Allocation, Current Liabilities, Accounts Payable

 Business Acquisition, Purchase Price Allocation, Current Liabilities, Accrued Liabilities

 Business Acquisition, Purchase Price Allocation, Current Liabilities, Deferred Revenue

 Business Acquisition, Purchase Price Allocation, Current Liabilities, Other Liabilities

 Business Acquisition, Purchase Price Allocation, Current Liabilities, Total

 Business Acquisition, Purchase Price Allocation, Noncurrent Liabilities [Abstract]

 Business Acquisition, Purchase Price Allocation, Noncurrent Liabilities, Long-term Debt

 Business Acquisition, Purchase Price Allocation, Unclassified [Abstract]

 Business Acquisition, Purchase Price Allocation, Goodwill [Abstract]

 Business Acquisition, Purchase Price Allocation, Negative Goodwill, Description

 Gain on Purchase of Business

 Business Acquisition, Purchase Price Allocation, Goodwill Amount

 Business Acquisition, Purchase Price Allocation, Goodwill, Expected Tax Deductible Amount

 Business Acquisition, Purchase Price Allocation, Real Estate [Abstract]

 Business Acquisition, Purchase Price Allocation, Noncontrolling Interest

 Business Acquisition, Pro Forma Information [Abstract]

  Business Acquisition, Pro Forma Information, Nonrecurring Adjustments [Table Text Block]

  Schedule of Business Acquisitions by Acquisition, Equity Interest Issued or Issuable [Table Text Block]

  Schedule of Business Acquisitions by Acquisition, Contingent Consideration [Table Text Block]

  Schedule of Finite-Lived Intangible Assets Acquired as Part of Business Combination [Table Text Block]

  Schedule of Indefinite-lived Intangible Assets Acquired as Part of Business Combination [Table Text Block]

  Leveraged Buyout Transaction Disclosure [Text Block]

  FAS 141R, Elements Incremental to FAS 141 [Abstract]

  Movement in Intangible Assets Arising from Insurance Contracts Acquired in Business Combination [Roll Forward]

  Intangible Assets Arising from Insurance Contracts Acquired in Business Combination, Percentage of Amount Amortized During Next Five Years [Abstract]

  Intangible Assets Arising from Insurance Contracts Acquired in Business Combination, Estimated Amount Amortized During Next Five Years [Abstract]

 Amortization of Acquired Intangible Assets

 Number of Businesses Acquired

 Mergers, Acquisitions and Dispositions Disclosures [Text Block]

  Disclosure Text Block Supplement [Abstract]

  Table Text Block Supplement [Abstract]



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NOTE 1. Goodwill and Intangible Assets

The changes in the carrying value of goodwill by segment were as follows in the six months ended June 30, 2011:

(in millions)	Pharmaceutical			Nutritional	Total
	Immunology	Oncology	Total		
Balances at December 31, 2010	421	127	548	183	731
Acquisition activity	52		52	60	112
Foreign currency translation	8	5	13	18	31
Balances at June 30, 2011	481	132	613	261	874

The gross carrying amount and accumulated amortization for definite-lived intangible assets as of June 30, 2011 are as follows:

(in millions)	Gross Carrying Amount	Accumulated Amortization
Developed Technology	238	(82)
Trademarks	68	(20)
Non-compete covenants	55	(17)
Other intangibles	40	(18)
Total	401	(137)

Total amortization expense related to other intangible assets during the six months ended June 30, 2011 was \$22 million.

The estimated future amortization expense for identifiable intangible assets as of June 30, 2011 is as follows:

(in millions)	
Remainder of 2011	28
2012	44
2013	42
2014	38
2015	35

Goodwill and Intangible Assets Disclosure [Abstract]

Goodwill and Intangible Assets Disclosure [Text Block]

Intangible Assets Disclosure [Text Block]

Amortization of Intangible Assets

Intangible Assets, Explanation of Significant Additions

Intangible Assets, Explanation of Significant Deletions

Schedule of Indefinite-Lived Intangible Assets [Table Text Block]

Schedule of Finite-Lived Intangible Assets [Table Text Block]

Schedule of Finite-Lived Intangible Assets [Table]

Finite-Lived Intangible Assets by Major Class [Axis]

Finite-Lived Intangible Assets, Major Class Name [Domain]

Artistic-Related Intangible Assets [Member]

Certification Marks [Member]

Coal Supply Agreements [Member]

Collective Marks [Member]

Computer Software, Intangible Asset [Member]

Contractual Rights [Member]

Construction Permits [Member]

Copyrights [Member]

Core Deposits [Member]

Customer Contracts [Member]

Customer Lists [Member]

Customer Relationships [Member]

Databases [Member]

Developed Technology Rights [Member]

Distribution Rights [Member]

Employment Contracts [Member]

Franchise Rights [Member]

Insurance Contracts Acquired in Business Combination [Member]

Internet Domain Names [Member]

Leases, Acquired-in-Place [Member]

Leases, Acquired-in-Place, Market Adjustment [Member]

Below Market Leases [Member]

Above Market Leases [Member]

Lease Agreements [Member]

Licensing Agreements [Member]

Media Content [Member]

Noncompete Agreements [Member]

Off-Market Favorable Lease [Member]

Operating and Broadcast Rights [Member]

Order or Production Backlog [Member]

Other Intangible Assets [Member]

Patented Technology [Member]

Patents [Member]

Royalty Agreements [Member]

Service Agreements [Member]

Service Marks [Member]

Servicing Contracts [Member]

Standstill Agreements [Member]

Trade Dress [Member]

Trade Names [Member]

Trade Secrets [Member]

Trademarks [Member]

	Trademarks [Member]
	Transmission Service Agreement [Member]
	Unpatented Technology [Member]
	Use Rights [Member]
	Acquired Film Libraries [Member]
[-]	Business Segments [Axis]
[-]	Segment [Domain]
	Business Intersegment, Eliminations [Member]
[-]	Range [Axis]
[-]	Range [Domain]
	Maximum [Member]
	Minimum [Member]
[-]	Finite-Lived Intangible Assets [Line Items]
[-]	Finite-Lived Intangible Assets, Net [Abstract]
	Finite-Lived Intangible Assets, Gross
	Finite-Lived Intangible Assets, Accumulated Amortization
	Finite-Lived Intangible Assets, Net, Total
[-]	Finite-lived Intangible Assets [Roll Forward]
	Finite-Lived Intangible Assets, Net, Beginning Balance
	Finite-lived Intangible Assets Acquired
	Amortization of Intangible Assets
	Impairment of Intangible Assets, Finite-lived
+	Finite-Lived Intangible Assets, Translation and Purchase Accounting Adjustments [Abstract]
	Finite-Lived Intangible Assets, Period Increase (Decrease), Total
	Finite-Lived Intangible Assets, Net, Ending Balance
	Finite-Lived Intangible Asset, Useful Life
	Finite-Lived Intangible Assets, Amortization Method
	Finite-Lived Intangible Assets, Cost Incurred to Renew or Extend
	Finite-Lived Intangible Asset, Weighted Average Period before Next Renewal or Extension
	Finite Lived Intangible Assets, Intent or Ability to Renew or Extend Arrangement
	Finite-Lived Intangible Assets, Remaining Amortization Period
+	Schedule of Acquired Finite-Lived Intangible Assets by Major Class [Table Text Block]
+	Schedule of Acquired Indefinite-lived Intangible Assets by Major Class [Table Text Block]
+	Schedule of Impaired Intangible Assets [Table Text Block]
[-]	Finite-Lived Intangible Assets, Future Amortization Expense, Current and Five Succeeding Fiscal Years [Abstract]
	Schedule of Finite-Lived Intangible Assets, Future Amortization Expense [Table Text Block]
[-]	Finite-Lived Intangible Assets, Future Amortization Expense [Abstract]
	Future Amortization Expense, Year One
	Future Amortization Expense, Year Two
	Future Amortization Expense, Year Three
	Future Amortization Expense, Year Four
	Future Amortization Expense, Year Five
	Future Amortization Expense, after Year Five
	Finite-Lived Intangible Assets, Future Amortization Expense, Total
	Future Amortization Expense, Remainder of Fiscal Year
	Goodwill
+	Intangible Assets, Net (Excluding Goodwill) [Abstract]
	Intangible Assets, Current
	Other Intangible Assets, Net
[-]	Schedule of Goodwill [Table Text Block]
[-]	Schedule of Goodwill [Table]
[-]	Business Segments [Axis]
[-]	Segment [Domain]
	Business Intersegment, Eliminations [Member]
[-]	Goodwill [Line Items]

- Goodwill [Line Items]
 - Goodwill [Roll Forward]
 - Goodwill, Beginning Balance
 - Goodwill, Acquired During Period
 - Goodwill, Impairment Loss
 - Goodwill, Subsequent Recognition of Deferred Tax Asset
 - Goodwill, Other Changes
 - Goodwill, Written off Related to Sale of Business Unit
 - Goodwill, Translation and Purchase Accounting Adjustments [Abstract]
 - Goodwill, Translation Adjustments
 - Goodwill, Purchase Accounting Adjustments
 - Goodwill, Translation and Purchase Accounting Adjustments, Total
 - Goodwill, Allocation Adjustment
 - Goodwill, Period Increase (Decrease), Total
 - Goodwill, Ending Balance
 - Goodwill, Impaired, Accumulated Impairment Loss [Abstract]
 - Goodwill, Impaired [Abstract]
 - Goodwill, Not Allocated, Reason
 - Goodwill, Not Allocated, Amount
 - Disclosure of Change of Date for Annual Goodwill Impairment Test
 - Schedule of Research and Development Assets Acquired Other than Through Business Combination [Table Text Block]
 - Disclosure Text Block Supplement [Abstract]
 - Table Text Block Supplement [Abstract]
 - 400000 - Disclosure - Payables and Accruals
 - 420000 - Disclosure - Asset Retirement Obligations
 - 425000 - Disclosure - Environmental Remediation Obligations
 - 430000 - Disclosure - Restructuring and Related Activities
 - 440000 - Disclosure - Revenue Recognition and Deferred Revenue
 - 450000 - Disclosure - Commitment and Contingencies
 - 456000 - Disclosure - Guarantees
 - 460000 - Disclosure - Debt
 - 470000 - Disclosure - Other Liabilities
 - 472000 - Disclosure - Noncontrolling Interest
 - 480000 - Disclosure - Temporary Equity
 - 500000 - Disclosure - Equity
 - 705000 - Disclosure - Compensation Related Costs, General
 - 710000 - Disclosure - Compensation Related Costs, Share Based Payments
 - 730000 - Disclosure - Compensation Related Costs, Retirement Benefits
 - 740000 - Disclosure - Compensation Related Costs, Postemployment Benefits
 - 750000 - Disclosure - Other Income and Expenses
 - 760000 - Disclosure - Research and Development
 - 770000 - Disclosure - Income Taxes
 - 775000 - Disclosure - Discontinued Operations and Disposal Groups
 - 778000 - Disclosure - Extraordinary and Unusual Items
 - 780000 - Disclosure - Earnings Per Share
 - 790000 - Disclosure - Segment Reporting
 - 800000 - Disclosure - Business Combinations
 - 802000 - Disclosure - Reorganizations
 - 805000 - Disclosure - Derivative Instruments and Hedging Activities
 - 815000 - Disclosure - Fair Value Measures and Disclosures
 - 820000 - Disclosure - Foreign Operations and Currency Translation
 - 831000 - Disclosure - Leases
 - 840000 - Disclosure - Nonmonetary Transactions

104000	- Statement - Statement of Financial Position, Classified
108000	- Statement - Statement of Financial Position, Unclassified - Deposit Based Operations
108200	- Statement - Statement of Financial Position, Unclassified - Insurance Based Operations
110000	- Statement - Statement of Financial Position, Classified - Real Estate Operations
110200	- Statement - Statement of Financial Position, Unclassified - Real Estate Operations
112000	- Statement - Statement of Financial Position, Unclassified - Securities Based Operations
124000	- Statement - Statement of Income (Including Gross Margin)
	Income Statement [Abstract]
	Statement [Table]
	Statement, Scenario [Axis]
	Statement [Line Items]
	Net Income (Loss) Available to Common Stockholders, Basic [Abstract]
	Net Income (Loss) Attributable to Parent [Abstract]
	Net Income (Loss), Including Portion Attributable to Noncontrolling Interest [Abstract]
	Income (Loss) from Operations before Extraordinary Items [Abstract]
	Income (Loss) from Continuing Operations, Including Portion Attributable to Noncontrolling Interest [Abstract]
	Income (Loss) from Continuing Operations before Income Taxes, Extraordinary Items, Noncontrolling Interest [Abstract]
	Income (Loss) from Continuing Operations before Equity Method Investments, Income Taxes, Extraordinary Items, Noncontrolling Interest [Abstract]
	Operating Income (Loss) [Abstract]
	Gross Profit [Abstract]
	Operating Expenses [Abstract]
	Operating Costs and Expenses [Abstract]
	Research and Development Expense [Abstract]
	Depreciation, Depletion and Amortization, Nonproduction [Abstract]
	Depreciation, Nonproduction
	Amortization of Deferred Charges [Abstract]
	Amortization of Acquisition Costs
	Amortization of Intangible Assets
	Amortization of Deferred Sales Commissions
	Amortization of Regulatory Asset
	Amortization of Financing Costs
	Amortization of Leased Asset
	Amortization of Deferred Leasing Fees
	Amortization of Power Contracts Emission Credits
	Amortization of Nuclear Fuel Lease
	Amortization of Advance Royalty
	Amortization of Deferred Property Taxes
	Amortization of Rate Deferral
	Amortization of Deferred Hedge Gains
	Amortization and Depreciation of Decontaminating and Decommissioning Assets
	Other Amortization of Deferred Charges
	Amortization of Deferred Charges, Total
	Other Depreciation and Amortization
	Depletion of Oil and Gas Properties
	Depletion, Nonproduction
	Depreciation, Depletion and Amortization, Nonproduction, Total
	Exploration Expense
	Carrying Costs, Property and Exploration Rights
	Restructuring, Settlement and Impairment Provisions [Abstract]
	Business Combination, Integration Related Costs
	Custody Fees
	Trustee Fees
	Sponsor Fees
	Royalty Expense
	Asset Retirement Obligation, Accretion Expense
	Accretion Expense
	Loan Portfolio Expense
	Pre-Opening Costs
	Legal Fees



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NOTE 4. Pension and Postretirement Benefit Plans

Components of net periodic benefit cost and other supplemental information for the six-month periods ended June 30 follow:

Benefit Plan Information

(Millions)	Six months ended June 30,							
	Pension Benefits				Postretirement Benefits			
	United States		International		2011		2010	
	2011	2010	2011	2010	2011	2010	2011	2010
Net periodic benefit cost (benefit)								
Service cost	\$ 103	\$ 101	\$ 56	\$ 55	\$ 30	\$ 28		
Interest cost	313	319	124	125	46	44		
Expected return on plan assets	(464)	(464)	(139)	(143)	(39)	(42)		
Amortization of transition (asset) obligation	—	—	—	1	—	—		
Amortization of prior service cost (benefit)	6	6	(7)	(2)	(36)	(47)		
Amortization of net actuarial (gain) loss	167	110	56	43	52	43		
Net periodic benefit cost (benefit)	\$ 125	\$ 72	\$ 90	\$ 79	\$ 53	\$ 26		
Settlements, curtailments, special termination benefits and other	—	—	—	(22)	—	—		
Net periodic benefit cost (benefit) after settlements, curtailments, special termination benefits and other	\$ 125	\$ 72	\$ 90	\$ 57	\$ 53	\$ 26		

For the six months ended June 30, 2011, contributions totaling \$77 million were made to the Company's U.S. and international pension plans. In 2011, the Company is considering contributing \$600 million to its U.S. and international pension plans. The Company does not have a required minimum pension contribution obligation for its U.S. plans in 2011. Therefore, the amount of the anticipated discretionary pension contribution could vary significantly depending on the U.S. plans' funded status and the anticipated tax deductibility of the contribution. Future contributions will also depend on market conditions, interest rates and other factors.

- [-] Compensation and Retirement Disclosure [Abstract]
 - [-] Pension and Other Postretirement Benefits Disclosure [Text Block]
 - [-] General Discussion of Pension and Other Postretirement Benefits [Abstract]
 - [-] Defined Benefit Pension Plans and Defined Benefit Postretirement Plans Disclosure [Abstract]
 - [-] Defined Benefit Plans, General Information
 - [-] Schedule of Defined Benefit Plans Disclosures [Table Text Block]
 - [-] Schedule of Defined Benefit Plans Disclosures [Table]
 - [-] Defined Benefit Plans and Other Postretirement Benefit Plans [Axis]
 - [-] Defined Benefit Plans and Other Postretirement Benefit Plans [Domain]
 - [-] Pension Plans, Defined Benefit [Member]
 - [-] United States Pension Plans of US Entity, Defined Benefit [Member]
 - [-] Domestic Pension Plans of Foreign Entity, Defined Benefit [Member]
 - [-] Foreign Pension Plans, Defined Benefit [Member]
 - [-] Other Postretirement Benefit Plans, Defined Benefit [Member]
 - [-] United States Postretirement Benefit Plans of US Entity, Defined Benefit [Member]
 - [-] Domestic Postretirement Benefit Plans of Foreign Entity, Defined Benefit [Member]
 - [-] Foreign Postretirement Benefit Plans, Defined Benefit [Member]
 - [-] Supplemental Employee Retirement Plans, Defined Benefit [Member]
 - [-] Other Pension Plans, Defined Benefit [Member]
 - [-] Other Pension Plans, Postretirement or Supplemental Plans, Defined Benefit [Member]
 - [-] Defined Benefit Plan, Asset Categories [Axis]
 - [-] Plan Asset Categories [Domain]
 - [-] Fair Value, Hierarchy [Axis]
 - [-] Fair Value, Measurements, Fair Value Hierarchy [Domain]
 - [-] Estimate of Fair Value, Fair Value Disclosure [Member]
 - [-] Fair Value, Inputs, Level 1 [Member]
 - [-] Fair Value, Inputs, Level 2 [Member]
 - [-] Fair Value, Inputs, Level 3 [Member]
 - [-] Defined Benefit Plan Disclosure [Line Items]
 - [-] Defined Benefit Plan, Funded Status of Plan [Abstract]
 - [-] Defined Benefit Plan, Funded Percentage
 - [-] Defined Benefit Plan, Change in Benefit Obligation [Roll Forward]
 - [-] Defined Benefit Plan, Change in Fair Value of Plan Assets [Roll Forward]
 - [-] Defined Benefit Plan, Amounts Recognized in Balance Sheet [Abstract]
 - [-] Defined Benefit Plan, before Adoption of FAS 158 Recognition Provisions, Disclosures [Abstract]
 - [-] Defined Benefit Plan, Unfunded Plan
 - [-] Defined Benefit Plan, Amounts Recognized in Other Comprehensive Income (Loss) [Abstract]
 - [-] Pension and Other Postretirement Benefit Plans, Accumulated Other Comprehensive Income (Loss), before Tax [Abstract]
 - [-] Defined Benefit Plan, Accumulated Other Comprehensive Income (Loss), after Tax [Abstract]
 - [-] Pension and Other Postretirement Benefit Plans, Amounts that Will be Amortized from Accumulated Other Comprehensive Income [Abstract]
 - [-] Defined Benefit Plan, Accumulated Benefit Obligation
 - [-] Defined Benefit Plan, Plans with Benefit Obligations in Excess of Plan Assets [Abstract]
 - [-] Defined Benefit Plan, Pension Plans with Accumulated Benefit Obligations in Excess of Plan Assets [Abstract]
 - [-] Defined Benefit Plan, Net Periodic Benefit Cost [Abstract]
 - [-] Defined Benefit Plan, Service Cost
 - [-] Defined Benefit Plan, Interest Cost
 - [-] Defined Benefit Plan, Expected Return on Plan Assets
 - [-] Defined Benefit Plan, Recognized Net Gain (Loss) Due to Settlements and Curtailments [Abstract]

- Defined Benefit Plan, Recognized Net Gain (Loss) Due to Settlements and Curtailments [Abstract]
 - Defined Benefit Plan, Recognized Net (Gain) Loss Due to Settlements
 - Defined Benefit Plan, Recognized Net Gain (Loss) Due to Curtailments
 - Defined Benefit Plan, Recognized Net Gain (Loss) Due to Settlements and Curtailments, Total
 - Defined Benefit Plan, Amortization of Gains (Losses)
 - Defined Benefit Plan, Amortization of Transition Obligations (Assets)
 - Defined Benefit Plan, Amortization of Prior Service Cost (Credit)
 - Defined Benefit Plan, Other Costs
 - Defined Benefit Plan, Net Periodic Benefit Cost, Total
 - Defined Benefit Plan, Assumptions Used in Calculations [Abstract]
 - Defined Benefit Plan, Information about Plan Assets [Abstract]
 - Defined Benefit Plan, Estimated Future Benefit Payments [Abstract]
 - Defined Benefit Plan, Estimated Future Employer Contributions [Abstract]
 - Defined Benefit Plan, Estimated Future Employer Contributions in Next Fiscal Year
 - Defined Benefit Plan, Estimated Future Employer Contributions in Next Fiscal Year, Description
 - Defined Benefit Plan, Estimated Future Employer Contributions in Current Fiscal Year
 - Defined Benefit Plan, Estimated Future Employer Contributions in Current Fiscal Year, Description
 - Defined Benefit Plan, Assumed Health Care Cost Trend Rates [Abstract]
 - Defined Benefit Plan, Estimated Amount of Plan Participants' Future Benefits Covered by Insurance Contracts Issued by Employer or Related Parties
 - Defined Benefit Plan, Significant Transactions Between Employer or Related Parties and Plan During Year
 - Defined Benefit Plan, Alternative Method Used to Amortize Prior Service Amounts
 - Defined Benefit Plan, Alternative Method Used to Amortize Net Gains and Losses
 - Defined Benefit Plan, Pension, Method to Determine Vested Benefit Obligation
 - Defined Benefit Plan, Description of any Substantive Commitment Used as Basis for Accounting for Benefit Obligation
 - Defined Benefit Plan, Special or Contractual Termination Benefits During Period [Abstract]
 - Defined Benefit Plan, Explanation of Significant Change in Benefit Obligation or Plan Assets Not Apparent from Other Required Disclosures
 - Defined Benefit Plan, Plan Amendment [Abstract]
 - Defined Benefit Plan, Settlements and Curtailments [Abstract]
 - Defined Benefit Plan, Description of Settlements and Curtailments
 - Defined Benefit Plan, Effect of Settlements and Curtailments on Accumulated Benefit Obligation
 - Defined Benefit Plan, Government's Rights to Plan Assets in Event of Plan Termination
 - Defined Benefit Plan, Government's Rights to Plan Assets in Event of Plan Termination, Amount
 - Defined Benefit Plan, Amount and Timing of Assets Expected to be Returned to Employer During Following 12 Month Period
 - Defined Benefit Plan, Measurement Date
 - Defined Benefit Plan, Other Information
- Defined Contribution Pension and Other Postretirement Plans Disclosure [Abstract]
- Multiemployer Plans [Abstract]
- Postretirement Medical Plans with Prescription Drug Benefits [Abstract]
- Japanese Welfare Pension Insurance Law [Abstract]
- Adoption of FAS 158, Employers' Accounting for Defined Benefit Pension and Other Postretirement Plans [Abstract]
- Deferred Compensation Arrangements [Abstract]
- Coal Industry Retiree Health Benefit Act of 1992 [Abstract]
- Disclosure Text Block Supplement [Abstract]
- Table Text Block Supplement [Abstract]
- 740000 - Disclosure - Compensation Related Costs, Postemployment Benefits
- 750000 - Disclosure - Other Income and Expenses
- 760000 - Disclosure - Research and Development
- 770000 - Disclosure - Income Taxes
- 775000 - Disclosure - Discontinued Operations and Disposal Groups
- 778000 - Disclosure - Extraordinary and Unusual Items
- 780000 - Disclosure - Earnings Per Share
- 790000 - Disclosure - Segment Reporting
- 800000 - Disclosure - Business Combinations
- 802000 - Disclosure - Reorganizations
- 805000 - Disclosure - Derivative Instruments and Hedging Activities
- 815000 - Disclosure - Fair Value Measures and Disclosures

152200 - Statement - Statement of Cash Flows

Statement of Cash Flows [Abstract]

Statement [Table]

Statement, Scenario [Axis]

Statement [Line Items]

Cash and Cash Equivalents, Period Increase (Decrease) [Abstract]

Net Cash Provided by (Used in) Operating Activities [Abstract]

Net Cash Provided by (Used in) Operating Activities, Continuing Operations [Abstract]

Net Income (Loss), Including Portion Attributable to Noncontrolling Interest [Abstract]

Extraordinary Item, Gain (Loss), Net of Tax, Including Portion Attributable to Noncontrolling Interest [Abstract]

Income (Loss) from Discontinued Operations, Net of Tax, Including Portion Attributable to Noncontrolling Interest [Abstract]

Adjustments to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract]

Adjustments, Noncash Items, to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract]

Depreciation, Depletion and Amortization [Abstract]

Asset Retirement Obligation, Accretion Expense

Paid-in-Kind Interest

Recognition of Deferred Revenue

Provision for Doubtful Accounts

Product Warranty Expense

Inventory Write-down

Inventory, LIFO Reserve, Effect on Income, Net [Abstract]

Provision for Loan, Lease, and Other Losses [Abstract]

Employee Benefits and Share-based Compensation [Abstract]

Pension and Other Postretirement Benefit Expense [Abstract]

Pension and Other Postretirement Benefit Contributions [Abstract]

Pension Contributions

Other Postretirement Benefits Payments

Pension and Other Postretirement Benefit Contributions, Total

Share-based Compensation [Abstract]

Employee Benefits and Share-based Compensation, Total

Research and Development in Process

Foreign Currency Transaction Gain (Loss), Unrealized

Restructuring Costs and Asset Impairment Charges [Abstract]

Environmental Expense and Liabilities [Abstract]

Disposal Group, Not Discontinued Operation, Gain (Loss) on Disposal

Gain (Loss) on Sale of Project

Gain (Loss) on Sale of Property Plant Equipment [Abstract]

Gain (Loss) on Disposition of Intangible Assets

Gain (Loss) on Sales of Loans, Net

Public Utilities, Allowance for Funds Used During Construction, Additions

Gain (Loss) on Investments, Excluding Other than Temporary Impairments [Abstract]

Gain (Loss) on Investments [Abstract]

Other than Temporary Impairment Losses, Investments, Portion Recognized in Earnings, Net

Gains (Losses) on Extinguishment of Debt

Income (Loss) from Equity Method Investments, Net of Dividends or Distributions [Abstract]

Leveraged Leases, Income (Loss)

Gain (Loss) on Sale of Previously Unissued Stock by Subsidiary or Equity Investee, Nonoperating Income

Deferred Income Taxes and Tax Credits [Abstract]

Excess Tax Benefit (Tax Deficiency) from Share-based Compensation, Operating Activities

Issuance of Stock and Warrants for Services or Claims

Adjustment of Warrants Granted for Services

Deferred Purchased Power Costs

Carrying Costs, Property and Exploration Rights



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The reporting date is June 30, 2011

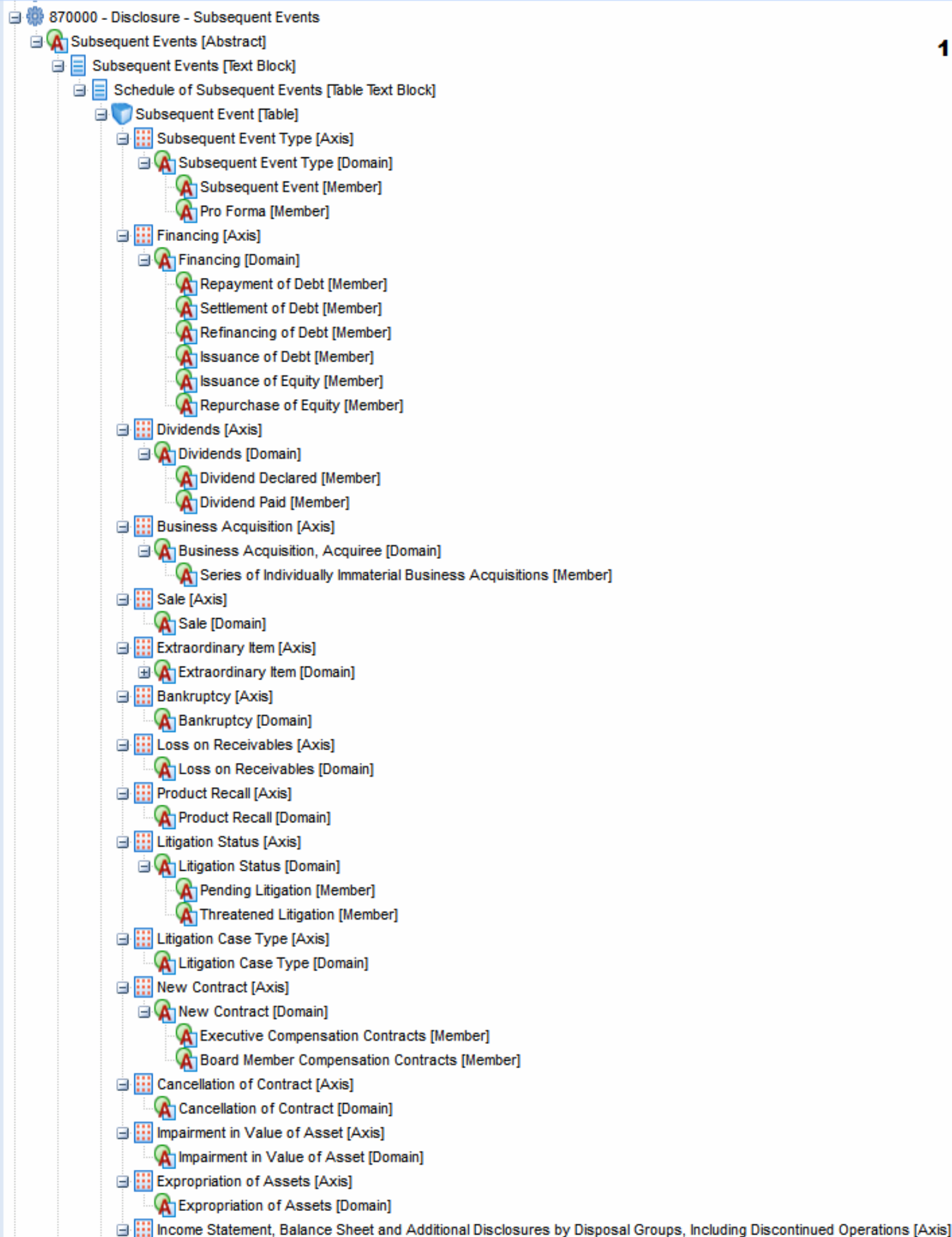
Note 3. Subsequent Events:

On July 15, 2011, the company issued \$1 billion of bonds maturing in July, 2015, with a 2.05 percent coupon rate.

On July 22, 2011, the company purchased Company Z for \$500 million in cash.

The company reached a settlement on July 25, 2011, in a lawsuit alleging injuries relating to the XYZ construction project. The company agreed to pay \$80 million to the plaintiff to settle all claims resulting from the lawsuit.

On July 26, 2011, the company declared a dividend of \$.15 per common share. The dividend is payable September 12, 2011, to stockholders of record on August 12, 2011.



- [-]  Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Axis]
 -  Disposal Groups, Including Discontinued Operations, Name [Domain]
- [-]  Change in Tax Status [Axis]
 -  Change in Tax Status [Domain]
- [-]  Subsequent Event [Line Items]
 -  Subsequent Event, Date Evaluated
 -  Subsequent Event, Date
 -  Subsequent Event, Description
 -  Subsequent Event, Amount
 -  Subsequent Event, Amount, Lower Range
 -  Subsequent Event, Amount, Higher Range
 -  Subsequent Event, Amount Inestimable
 -  Subsequent Event, Effect of Change in Tax Status
 -  Subsequent Event, Term of Contract
 -  Subsequent Event, Pro Forma Business Combinations [Text Block]
 -  Subsequent Event, Date Evaluated, Description
 -  Subsequent Event, Revised Financial Statements, Date Evaluated
 -  Subsequent Event, Revised Financial Statements, Date Evaluated, Description

 Disclosure Text Block Supplement [Abstract]

-  910000 - Disclosure - Contractors
-  915000 - Disclosure - Development Stage Enterprises
-  939000 - Disclosure - Financial Services, Federal Home Loan Banks
-  940000 - Disclosure - Financial Services, Banking and Thrift
-  940050 - Disclosure - Financial Services, Banking and Thrift, Interest
-  942000 - Disclosure - Financial Services, Brokers and Dealers
-  944000 - Disclosure - Financial Services, Insurance
-  948000 - Disclosure - Financial Services, Mortgage Banking
-  955000 - Disclosure - Health Care Organizations
-  965000 - Disclosure - Extractive Industries
-  975000 - Disclosure - Real Estate
-  980000 - Disclosure - Regulated Operations
-  985000 - Disclosure - Other Industries
-  991000 - Disclosure - SEC Schedule, Article 12-04, Condensed Financial Information of Registrant
-  993000 - Disclosure - SEC Schedule, Article 12-09, Valuation and Qualifying Accounts
-  993200 - Disclosure - SEC Schedule, Article 12-28, Real Estate and Accumulated Depreciation
-  993400 - Disclosure - SEC Schedule, Article 12-29, Mortgage Loans on Real Estate
-  993500 - Disclosure - Investment Holdings
-  993510 - Disclosure - Other than Securities Investment Holdings
-  993520 - Disclosure - Summary of Investment Holdings
-  993530 - Disclosure - Investments Federal Income Tax Note
-  993540 - Disclosure - Investments Sold Not yet Purchased
-  993560 - Disclosure - Open Option Contracts Written
-  993570 - Disclosure - Investments in and Advances to Affiliates
-  993600 - Disclosure - SEC Schedule, Article 12-15, Summary of Investments - Other than Investments in Related Parties
-  993800 - Disclosure - SEC Schedule, Article 12-16, Supplementary Insurance Information
-  994000 - Disclosure - SEC Schedule, Article 12-17, Reinsurance
-  994200 - Disclosure - SEC Schedule, Article 12-18, Supplemental Information (for Property-Casualty Insurance Underwriters)
-  999000 - Deprecated - Deprecated Concepts

460000 - Disclosure - Debt
Debt Disclosure [Abstract]
Debt Disclosure [Text Block]
Short-term Debt [Text Block]
Line of Credit Facility [Abstract]
Long-term Debt [Text Block]
Long-term Debt, Description
Long-term Debt, by Current and Noncurrent [Abstract]
Long-term Debt, by Type Alternative [Abstract]
Debt Instruments [Abstract]
Debt Instrument, Description
Schedule of Long-term Debt Instruments [Table Text Block]
Schedule of Long-term Debt Instruments [Table]
Long-term Debt, Type [Axis]
Debt Instrument [Axis]
Debt Instrument [Line Items]
Debt Instrument, Issuer
Debt Instrument, Committee for Uniform Securities Identification Procedures (CUSIP)
Debt Instrument, Currency
Debt Instrument, Priority
Debt Instrument, Collateral
Debt Instrument, Collateral Fee
Debt Instrument, Tax Status
Debt Instrument, Credit Rating
Debt Instrument, Third Party Credit Enhancement
Debt Instrument, Covenant Description
Debt Instrument, Covenant Compliance
Debt Instrument, Fee
Debt Instrument, Frequency of Fee
Debt Instrument, Fee Amount
Long-term Debt, Gross
Debt Instrument, Face Amount
Debt, Long-term and Short-term, Combined Amount [Abstract]
Debt Instrument, Unamortized Discount (Premium), Net [Abstract]
Debt Instrument, Fair Value Disclosure
Fair Value, Debt Instrument, Valuation Techniques, Change in Technique, Quantification of Effect
Long-term Debt, Fair Value
Debt Instrument, Interest Rate Terms
Debt Instrument, Interest Rate, Stated Percentage [Abstract]
Debt Instrument, Interest Rate, Stated Percentage
Debt Instrument, Interest Rate, Stated Percentage Rate Range, Minimum
Debt Instrument, Interest Rate, Stated Percentage Rate Range, Maximum
Debt Instrument, Interest Rate Increase
Debt Instrument, Interest Rate, Effective Percentage [Abstract]
Debt Instrument, Interest Rate, Effective Percentage
Debt Instrument, Interest Rate, Effective Percentage Rate Range, Minimum
Debt Instrument, Interest Rate, Effective Percentage Rate Range, Maximum
Debt Instrument, Interest Rate at Period End
Debt Instrument, Interest Rate During Period
Debt Instrument, Description of Variable Rate Basis
Debt Instrument, Basis Spread on Variable Rate
Long-term Debt, Weighted Average Interest Rate
Debt, Weighted Average Interest Rate

- Debt, Weighted Average Interest Rate
 - Debt Instrument, Payment Terms
 - Debt Instrument, Frequency of Periodic Payment
 - Debt Instrument, Periodic Payment
 - Debt Instrument, Date of First Required Payment
 - Debt Instrument, Annual Principal Payment
 - Debt Instrument, Offering Date
 - Debt Instrument, Issuance Date
 - Debt Instrument, Maturity Date, Description
 - Debt Instrument, Maturity Date
 - Debt Instrument, Maturity Date Range, Start
 - Debt Instrument, Maturity Date Range, End
 - Debt Instrument, Call Feature
 - Debt Instrument, Call Date, Earliest
 - Debt Instrument, Call Date, Latest
 - Debt Instrument, Convertible, Terms of Conversion Feature
 - Debt Instrument, Increase (Decrease) for Period, Description
 - Debt Instrument, Increase (Decrease) for Period, Net
 - Debt Instrument, Sinking Fund Description
 - Debt Instrument, Sinking Fund Payment
 - Debt Instrument, Cumulative Sinking Fund Payments
 - Debt Instrument, Restrictive Covenants
 - Debt Instrument, Unused Borrowing Capacity, Description
 - Debt Instrument, Unused Borrowing Capacity, Amount
 - Debt Instrument, Unused Borrowing Capacity, Fee
 - Debt Instrument, Convertible, Remaining Discount Amortization Period
 - Debt Instrument, Convertible, Carrying Amount of Equity Component
 - Debt Instrument, Convertible, Associated Derivative Transactions, Description
 - Debt Instrument, Convertible, Interest Expense
 - Debt Instrument, Convertible, Effective Interest Rate
 - Debt Instrument, Debt Default [Abstract]
 - Debt Instrument, Subjective Acceleration Clause
- Maturities of Long-term Debt [Abstract]
- Long-term Debt, Other Disclosures [Abstract]
- Borrowed Funds
- Non-Recourse Debt
- Extinguishment of Debt Disclosures [Abstract]
- Troubled Debt Restructuring Note, Debtor [Abstract]
- Participating Mortgage Loan Arrangements [Abstract]
- Interest Costs Incurred [Abstract]
- Own-share Lending Arrangement [Abstract]
- Mortgage Notes Payable Disclosure [Text Block]
- Disclosure Text Block Supplement [Abstract]
- Table Text Block Supplement [Abstract]
- 470000 - Disclosure - Other Liabilities
- 472000 - Disclosure - Noncontrolling Interest
- 480000 - Disclosure - Temporary Equity
- 500000 - Disclosure - Equity
- 705000 - Disclosure - Compensation Related Costs, General
- 710000 - Disclosure - Compensation Related Costs, Share Based Payments
- 730000 - Disclosure - Compensation Related Costs, Retirement Benefits
- 740000 - Disclosure - Compensation Related Costs, Postemployment Benefits

Business Combinations [Abstract]

Business Combination Disclosure [Text Block]

Schedule of Business Acquisitions, by Acquisition [Table Text Block]

Schedule of Business Acquisitions, by Acquisition [Table]

Business Acquisition [Axis]

Business Acquisition, Acquiree [Domain]

Business Acquisition [Line Items]

Business Acquisition, Entity Acquired and Reason for Acquisition [Abstract]

Business Acquisition, Date of Acquisition [Abstract]

Business Acquisition, Preacquisition Contingency [Abstract]

Business Acquisition, Preexisting Relationship [Abstract]

Business Acquisition, Cost of Acquired Entity [Abstract]

Business Acquisition, Cost of Acquired Entity, Description of Purchase Price Components

Business Acquisition, Cost of Acquired Entity, Purchase Price [Abstract]

Business Acquisition, Cost of Acquired Entity, Cash Paid

Business Acquisition, Cost of Acquired Entity, Equity Interests Issued and Issuable

Business Combination, Cost of Acquired Entity, Equity Interests Issued and Issuable, Fair Value Method

Business Acquisition, Cost of Acquired Entity, Liabilities Incurred

Business Acquisition, Cost of Acquired Entity, Planned Restructuring Activities

Business Acquisition, Cost of Acquired Entity, Other Noncash Consideration

Business Acquisition, Cost of Acquired Entity, Transaction Costs

Business Acquisition, Cost of Acquired Entity, Purchase Price, Total

Business Acquisition, Purchase Price Allocation [Abstract]

Business Acquisition, Purchase Price Allocation, Methodology

Business Acquisition, Purchase Price Allocation, Status

Business Acquisition, Purchase Price Allocation, Current Assets, Description

Business Acquisition, Purchase Price Allocation, Noncurrent Assets, Description

Business Acquisition, Purchase Price Allocation, Intangible Assets, Description

Business Acquisition, Purchase Price Allocation, Current Liabilities, Description

Business Acquisition, Purchase Price Allocation, Noncurrent Liabilities, Description

Business Acquisition, Purchase Price Allocation, Assets Acquired (Liabilities Assumed), Net [Abstract]

Business Acquisition, Purchase Price Allocation, Current Assets [Abstract]

Business Acquisition, Purchase Price Allocation, Noncurrent Assets [Abstract]

Business Acquisition, Purchase Price Allocation, Intangible Assets Other than Goodwill

Business Acquisition, Purchase Price Allocation, Deferred Taxes Asset (Liability), Net, Noncurrent

Business Acquisition, Purchase Price Allocation, Tangible Assets [Abstract]

Business Acquisition, Purchase Price Allocation, Current Liabilities [Abstract]

Business Acquisition, Purchase Price Allocation, Noncurrent Liabilities [Abstract]

Business Acquisition, Purchase Price Allocation, Noncurrent Liabilities, Long-term Debt

Business Acquisition, Purchase Price Allocation, Unclassified [Abstract]

Business Acquisition, Purchase Price Allocation, Goodwill [Abstract]

Business Acquisition, Purchase Price Allocation, Real Estate [Abstract]

Business Acquisition, Purchase Price Allocation, Noncontrolling Interest

Business Acquisition, Pro Forma Information [Abstract]

Business Acquisition, Pro Forma Information, Nonrecurring Adjustments [Table Text Block]

Schedule of Business Acquisitions by Acquisition, Equity Interest Issued or Issuable [Table Text Block]

Schedule of Business Acquisitions by Acquisition, Contingent Consideration [Table Text Block]

Schedule of Finite-Lived Intangible Assets Acquired as Part of Business Combination [Table Text Block]

Schedule of Indefinite-lived Intangible Assets Acquired as Part of Business Combination [Table Text Block]

Leveraged Buyout Transaction Disclosure [Text Block]

FAS 141R, Elements Incremental to FAS 141 [Abstract]

Movement in Intangible Assets Arising from Insurance Contracts Acquired in Business Combination [Roll Forward]

450000 - Disclosure - Commitment and Contingencies	
Commitments and Contingencies Disclosure [Abstract]	
Commitments and Contingencies Disclosure [Text Block]	
Loss Contingency [Abstract]	
Contingencies Disclosure [Text Block]	
Schedule of Loss Contingencies by Contingency [Table Text Block]	
Loss Contingencies [Table]	
Loss Contingencies by Nature of Contingency [Axis]	
Litigation Status [Axis]	
Litigation Case Type [Axis]	
Loss Contingencies [Line Items]	
Loss Contingency, Period of Occurrence	
Loss Contingency, Estimate [Abstract]	
Loss Contingency, Management's Assessment and Process	
Loss Contingency, Estimate of Possible Loss	
Loss Contingency, Range of Possible Loss	
Loss Contingency, Inestimable Loss	
Loss Contingency, Estimated Recovery from Third Party	
Loss Contingency, Loss in Period	
Loss Contingency, Income Statement Caption	
Loss Contingency, Information about Litigation Matters [Abstract]	
Loss Contingency, Settlement [Abstract]	
Loss Contingency, Settlement Agreement, Date	
Loss Contingency, Settlement Agreement, Counterparty's Name	
Loss Contingency, Settlement Agreement, Court	
Loss Contingency, Settlement Agreement, Terms	
Gain (Loss) Related to Litigation Settlement [Abstract]	
Loss Contingency, Settlement Agreement, Consideration	
Loss Contingency, Settlement Agreement, Report Classification	
Loss Contingency Accrual, Disclosures [Abstract]	
Loss Contingency Accrual [Roll Forward]	
Loss Contingency Accrual, at Carrying Value, Beginning Balance	
Loss Contingency Accrual, Carrying Value, Provision	
Loss Contingency Accrual, Carrying Value, Payments	
Loss Contingency Accrual, Carrying Value, Period Increase (Decrease), Total	
Loss Contingency Accrual, at Carrying Value, Ending Balance	
Loss Contingency, Classification of Accrual [Abstract]	
Loss Contingency, Accrual Carrying Value, Current	
Loss Contingency, Accrual Carrying Value, Noncurrent	
Loss Contingency, Balance Sheet Caption	
Retained Earnings, Appropriated	
Loss Contingency, Insurance-related Assessment [Abstract]	
Loss Contingency, Related Receivable [Abstract]	
Loss Contingency, Claims Quantities [Abstract]	
Product Liability Contingencies [Table Text Block]	
Schedule of Gain Contingencies by Contingency [Table Text Block]	
Purchase and Supply Commitment, Excluding Long-term Commitment [Text Block]	
Long-term Commitment (Excluding Unconditional Purchase Obligation) [Abstract]	
Unconditional Purchase Obligations (Excluding Capital Stock Redemptions) [Abstract]	
Registration Payment Arrangement [Table Text Block]	
Contractual Obligations Payment Schedule [Abstract]	
Disclosure Text Block Supplement [Abstract]	
456000 - Disclosure - Guarantees	

- 124000 - Statement - Statement of Income (Including Gross Margin)
 - Income Statement [Abstract]
 - Statement [Table]
 - Statement, Scenario [Axis]
 - Statement [Line Items]
 - Net Income (Loss) Available to Common Stockholders, Basic [Abstract]
 - Income Amounts Attributable to Parent, Disclosures [Abstract]
 - Earnings Per Share [Abstract]
 - Earnings Per Share, Basic [Abstract]
 - Earnings Per Share, Basic, Other Disclosures [Abstract]
 - Earnings Per Share, Diluted [Abstract]
 - Earnings Per Share, Diluted, Other Disclosures [Abstract]
 - Earnings Per Share, Basic and Diluted [Abstract]
 - Income (Loss) from Operations before Extraordinary Items, Per Basic and Diluted Share [Abstract]
 - Income (Loss) from Extraordinary Items, Net of Tax, Per Basic and Diluted Share
 - Earnings Per Share, Basic and Diluted, Total
 - Earnings Per Share, Basic and Diluted, Other Disclosures [Abstract]
 - Common Stock, Dividends, Per Share, Declared
 - Common Stock, Dividends, Per Share, Cash Paid
 - Preferred Stock, Dividends Per Share, Declared
 - Preferred Stock, Dividends, Per Share, Cash Paid
 - Partnership Income [Abstract]
 - Income (Loss) Attributable to Parent [Abstract]
 - Net Income (Loss) Allocated to General Partners
 - Net Income (Loss) Allocated to Limited Partners
 - Earnings Per Unit [Abstract]
- 124100 - Statement - Statement of Income (Excluding Gross Margin Alternative)
- 124200 - Statement - Statement of Income, Additional Statement of Income Elements
- 132001 - Statement - Statement of Income, Interest Based Revenue
- 136000 - Statement - Statement of Income, Insurance Based Revenue
- 140400 - Statement - Statement of Income, Securities Based Income
- 144000 - Statement - Statement of Income, Real Estate, Excluding REITs
- 145000 - Statement - Statement of Income, Real Estate Investment Trusts
- 148400 - Statement - Statement of Other Comprehensive Income
- 148600 - Statement - Statement of Shareholders' Equity and Other Comprehensive Income
- 152000 - Statement - Statement of Partners' Capital
- 152200 - Statement - Statement of Cash Flows
- 152201 - Statement - Statement of Cash Flows, Additional Cash Flow Elements
- 152205 - Statement - Statement of Cash Flows, Supplemental Disclosures
- 160000 - Statement - Statement of Cash Flows, Deposit Based Operations
- 164000 - Statement - Statement of Cash Flows, Insurance Based Operations
- 168400 - Statement - Statement of Cash Flows, Securities Based Operations
- 170000 - Statement - Statement of Cash Flows, Real Estate, Including REITs
- 172600 - Statement - Statement of Cash Flows, Direct Method Operating Activities
- 190000 - Statement - Common Domain Members
- 195000 - Disclosure - Comprehensive Text Block List



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Get More Out Of XBRL, Strategies for Public Companies

Crossing the Finish Line

Crossing the Finish Line

Group discussion on quality-controls

Illustrative Control Framework



Discussion Areas

1. Identify examples of “what could go wrongs”
2. Understanding of scope/role of controls
3. Perspective of how 3rd parties fit into the control environment
4. Experience related to designing/implementing controls of:
 - The five COSO control components
 - 3rd party creation activities
 - Internal creation activities
 - Review activities

Illustrative control framework

Internal control environment

- Company needs to commit to have an appropriate one
 - Need consensus throughout organization and with Audit Committee
- Board of Directors/Audit Committee. Communicate:
 - SEC requirements/risks
 - XBRL process and control overview
 - Plans (if any) to involve auditor/other to review
- Management
 - Skills. Determine and obtain needed XBRL skills: Internal and 3rd party
 - Accountability. Agree on responsibilities (e.g., oversight and review roles)

Illustrative control framework

Risk assessment

- Specify control objectives – cover all aspects
 - Determining when XBRL Exhibits are required (e.g., for certain Form 8-Ks)
 - Appropriately determine requirements for a specific XBRL submission (e.g., S-4 when financial statements are included in the S-4)
 - Comply with SEC Exhibit requirements (e.g., rules, EFRM, FAQs, CD&Is)
 - Consistently address areas where variance is permitted
 - Comply with submission requirements (EDGAR and company website)
 - Process to assess errors identified after submission process
- Need to balance:
 - Consistency consideration, including future periods
 - Expected use of XBRL Exhibit (investor/analyst vs SEC)
 - Internal process demands (e.g., XBRL complexity, deadlines)

Illustrative control framework

Risk assessment (continued)

- Identify risks
 - SEC compliance
 - Misleading/sub-optimal investor analysis needs
 - Determining if amendment/re-submission is required
 - Senior management and Audit Committee perceptions
- Categories of quality and risks
 - Quality: AICPA ED: completeness, mapping, accuracy and structural
 - Identify What Could Go Wrong (WCGWs) – critical step
 - Develop controls to address WCGWs by quality component
- Identify and adjust for changes (e.g., new taxonomy, SEC changes)
- Develop risk responses

Illustrative control framework

Risk assessment (continued)

Example of WCGWs – mapping:

- New taxonomy resulted in previously used tag no longer being appropriate due to definitional change, “deprecated” status (no longer used), etc.
- Tag unnecessarily excluded from selection because it did not contain all “non-significant” components in its definition
- The definition for the tag selected did not contain all significant “material” components of the financial statement concept
- Major structural changes to statements or notes since the previous taxonomy version affect current tag selections
- An extension is created when there is an appropriate element in the standard taxonomy
- A standard taxonomy element is used but there is a more appropriate standard element available in the taxonomy (e.g., narrower)
- A standard taxonomy element is used but an extension element should be created
- Structure is inconsistent with the taxonomy structure
- Tag doesn’t meet all required attributes (e.g., XBRL tag type, not using required tag)

Illustrative control framework

Control activities

- Selects and develops policies
 - General vs specific
 - 3rd party vs company
 - Re-occurring vs inquires/periodic (e.g., S-4 requirements)
- Develop and implement controls over
 - Creation
 - Changes to creation
 - Version control
 - Security
 - Monitoring status

Illustrative control framework

Control Activities (continued)

Risks	Review activities	Considerations
Viewable form of XBRL does not reflect the related official filing	Compare XBRL in SEC previewer to official filing	Guidance: ▶ SEC requirements (including EDGAR Manual) ▶ SEC staff guidance and interpretations ▶ XBRL technical specifications ▶ Best Practices Potential assistance: ▶ EDGAR filers ▶ Software vendors ▶ Auditor ▶ XBRL-US ▶ Other
Amounts and Block Text are not appropriately tagged	Manual review of XBRL tags (including comparing to the taxonomy)	
XBRL dimensions, calculations and other technical requirements are not valid	▶ Use XBRL validator ▶ Test submit to EDGAR ▶ XBRL markup review	

Illustrative control framework

Information and communication

- Obtain/generate/use relevant quality information to understand
 - Compared to peer companies
 - Compliance with SEC requirements (e.g., specific reports)
 - Comparison to market best practice
- Communication with the information internally
- Communication with external parties
 - 3rd party creators
 - Software vendors
 - Others

Illustrative control framework

Monitoring

- Separate evaluation of XBRL controls
 - Internal audit involvement
 - Non-audit CPA firm involvement (e.g., AUPs)
- Evaluate and communicate. Need to determine if:
 - Exhibit needs to be resubmitted
 - Process needs to be changed
 - Controls need to be changed



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**Transitioning to a
New Taxonomy**

Transitioning to a New Taxonomy

- Exercise 1: Describe the steps that you would take to identify elements in your XBRL documents that have been deprecated in the 2012 UGT. Some points for discussion:
 - Resources available to identify deprecated elements
 - Reason for the deprecation (e.g., modeling change)

Transitioning to a New Taxonomy

- Exercise 2: Discuss how you can identify and assess the impact of new accounting pronouncements on your XBRL documents. Some points for discussion:
 - Resources to identify the impact of new accounting pronouncements on the 2012 UGT
 - Discuss how you would address a specific modeling change as a result of the FV ASU (moving from line items to dimensions)

Exercise 2 – FV ASU

2011 UGT

- Fair Value, by Balance Sheet Grouping, Methodology and Assumptions [Abstract]
- Fair Value, by Balance Sheet Grouping, Methodology [Abstract]
- Fair Value, by Balance Sheet Grouping, Significant Assumptions [Abstract]
 - Fair Value, by Balance Sheet Grouping, Significant Assumptions, Financial Ass
 - Fair Value, by Balance Sheet Grouping, Significant Assumptions, Financial Liab
 - Accounts Payable, Fair Value Disclosure, Significant Assumptions
 - Accrued Liabilities, Fair Value Disclosure, Significant Assumptions
 - Debt Instrument, Fair Value Disclosure, Significant Assumptions
 - Notes Payable, Fair Value Disclosure, Significant Assumptions**
 - Loans Payable, Fair Value Disclosure, Significant Assumptions
 - Lines of Credit, Fair Value Disclosure, Significant Assumptions
 - Convertible Debt, Fair Value Disclosure, Significant Assumptions
 - Trading Liabilities, Fair Value Disclosure, Significant Assumptions
 - Federal Funds Purchased, Fair Value Disclosure, Significant Assumptions

2012 UGT

- Fair Value Measurements, Recurring and Nonrecurring, Valuation Techniques [Table]
 - Fair Value by Measurement Frequency [Axis]
 - Fair Value by Asset Class [Axis]
 - Fair Value by Liability Class [Axis]
 - Fair Value by Shareholders' Equity Class [Axis]
 - Fair Value, Hierarchy [Axis]
 - Fair Value Measurements, Recurring and Nonrecurring, Valuation Techniques [Line Items]
 - Fair Value Measurements, Valuation Techniques
 - Fair Value Measurements, Changes in Valuation Techniques
 - Fair Value Measurements, Significant Assumptions**
 - Fair Value Measurements, Changes in Significant Assumptions



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Footnote Solutions

Solution: Acquisition Footnote

- [-]  4020 - Disclosure - Acquisitions (Details)
 - [-]  Acquisitions
 - [-]  Schedule of Business Acquisitions, by Acquisition [Table]
 - [-]  Business Acquisition [Axis]
 - [-]  Business Acquisition, Acquiree [Domain]
 -  XYZ Company [Member]
 -  Series of Individually Immaterial Business Acquisitions [Member]
 - [-]  Business Acquisition [Line Items]
 -  Business Acquisition, Purchase Price Allocation, Current Assets, Receivables
 -  Business Acquisition, Purchase Price Allocation, Current Assets, Inventory
 -  Business Acquisition, Purchase Price Allocation, Current Assets, Prepaid Expense and Other Assets
 -  Business Acquisition, Purchase Price Allocation, Property, Plant and Equipment
 -  Business Acquisition, Purchase Price Allocation, Amortizable Intangible Assets
 -  Business Acquisition, Purchase Price Allocation, Goodwill Amount
 -  Business Acquisition, Purchase Price Allocation, Current Liabilities, Accounts Payable
 -  Business Acquisition, Purchase Price Allocation, Current Liabilities, Accrued Liabilities
 -  Business Acquisition, Purchase Price Allocation, Assets Acquired (Liabilities Assumed), Net
 - [-]  Business Acquisition, Cost of Acquired Entity, Purchase Price [Abstract]
 -  Business Acquisition, Cost of Acquired Entity, Cash Paid
 -  Business Acquisition, Cost of Acquired Entity, Other Noncash Consideration
 -  Business Acquisition, Cost of Acquired Entity, Purchase Price, Total
 -  Number of Businesses Acquired
 -  Business Acquisition, Purchase Price Allocation, Goodwill, Expected Tax Deductible Amount

Solution: Pension Footnote

- [-]  4080 - Disclosure - Pension and Postretirement Benefit Plans (Details)
 - [-]  Pension and Postretirement Benefit Plans
 - [-]  Schedule of Defined Benefit Plans Disclosures [Table]
 - [-]  Defined Benefit Plans and Other Postretirement Benefit Plans Disclosures [Axis]
 - [-]  Defined Benefit Plans and Other Postretirement Benefit Plans [Domain]
 - [-]  Pension Plans, Defined Benefit [Member]
 -  United States Pension Plans of US Entity, Defined Benefit [Member]
 -  Foreign Pension Plans, Defined Benefit [Member]
 -  Other Postretirement Benefit Plans, Defined Benefit [Member]
 - [-]  Defined Benefit Plan Disclosure [Line Items]
 - [-]  Net Periodic Benefit Cost
 -  Defined Benefit Plan, Service Cost
 -  Defined Benefit Plan, Interest Cost
 -  Defined Benefit Plan, Expected Return on Plan Assets
 -  Defined Benefit Plan, Amortization of Transition Obligations (Assets)
 -  Defined Benefit Plan, Amortization of Prior Service Cost (Credit)
 -  Defined Benefit Plan, Amortization of Gains (Losses)
 -  Defined Benefit Plan, Net Periodic Cost before Settlements Curtailments Special Termination Benefits and Other
 -  Defined Benefit Plan, Settlements Curtailments Special Termination Benefits and Other
 -  Defined Benefit Plan, Net Periodic Benefit Cost
 -  Pension Contributions
 -  Defined Benefit Plan, Estimated Future Employer Contributions in Current Fiscal Year

Solution: Goodwill Footnote

- [-] 4030 - Disclosure - Goodwill and Intangible Assets (Details)
 - [-] Goodwill and Intangible Assets Disclosure [Abstract]
 - [-] Schedule of Goodwill [Table]
 - [-] Business Segments [Axis]
 - [-] Segment [Domain]
 - [-] Pharmaceutical [Member]
 - [-] Immunology [Member]
 - [-] Oncology [Member]
 - [-] Nutritional [Member]
 - [-] Goodwill [Line Items]
 - [-] Goodwill [Roll Forward]
 - [-] Goodwill, Beginning Balance
 - [-] Goodwill, Acquired During Period
 - [-] Goodwill, Translation Adjustments
 - [-] Goodwill, Ending Balance
 - [-] Schedule of Finite-Lived Intangible Assets [Table]
 - [-] Finite-Lived Intangible Assets by Major Class [Axis]
 - [-] Finite-Lived Intangible Assets, Major Class Name [Domain]
 - [-] Developed Technology Rights [Member]
 - [-] Trademarks [Member]
 - [-] Noncompete Agreements [Member]
 - [-] Other Intangible Assets [Member]
 - [-] Finite-Lived Intangible Assets [Line Items]
 - [-] Finite-Lived Intangible Assets, Gross
 - [-] Finite-Lived Intangible Assets, Accumulated Amortization
 - [-] Amortization of Intangible Assets
 - [-] Finite-Lived Intangible Assets, Future Amortization Expense [Abstract]
 - [-] Future Amortization Expense, Remainder of Fiscal Year
 - [-] Future Amortization Expense, Year One
 - [-] Future Amortization Expense, Year Two
 - [-] Future Amortization Expense, Year Three
 - [-] Future Amortization Expense, Year Four

Solution: Subsequent Events Footnote

- 4210 - Disclosure - Subsequent Events (Details)
 - Subsequent Events [Abstract]
 - Subsequent Event [Table]
 - Subsequent Event Type [Axis]
 - Subsequent Event Type [Domain]
 - Subsequent Event [Member]
 - Financing [Axis]
 - Financing [Domain]
 - Issuance of Debt [Member]
 - Business Acquisition [Axis]
 - Business Acquisition, Acquiree [Domain]
 - Company Z [Member]
 - Litigation Case Type [Axis]
 - Litigation Case Type [Domain]
 - XYZ Construction Project [Member]
 - Dividends [Axis]
 - Dividends [Domain]
 - Dividend Declared [Member]
 - Subsequent Event [Line Items]
 - Debt Instrument, Face Amount
 - Debt Instrument, Interest Rate, Stated Percentage
 - Business Acquisition, Cost of Acquired Entity, Cash Paid
 - Loss Contingency, Settlement Agreement, Consideration
 - Common Stock, Dividends, Per Share, Declared



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Transitioning to a
New Taxonomy
Solutions

Transition to 2012 UGT

Answer Key

- Exercise 1: Identify and replace a deprecated element
 - Step 1: Compare elements in instance document against deprecated elements
 - Step 2: Review attributes of deprecated elements
 - Step 3: Determine how the instance document should be modified

Transition to 2012 UGT

- Step 1: Compare elements in instance document against deprecated elements
 - FASB provides an excel file detailing all elements deprecated as part of the proposed 2012 UGT

PROPOSED 2012 US GAAP Financial Reporting Taxonomy

Guidance and Supporting Documents

- › [2012 US GAAP Financial Reporting Taxonomy Release Notes \(COMPLETE\)](#)
- › Release Notes by Section
 - › [Proposed 2012 US GAAP Financial Reporting Taxonomy Release Notes \(ABRIDGED\)](#)
 - › [Proposed Appendices \(Excel Version\)](#)
- › [Proposed 2012 US GAAP Taxonomy \(Excel Version\)](#)

Transition to 2012 UGT

- Step 2: Review attributes of deprecated items
 - Yeti allows users to view attributes of elements within the proposed 2012 UGT

Details Relationships Tree Locations		
Trading Activity, Gains and Losses, by Income Statement Location [Domain] (Deprecated 2012-01-31)		
Labels		
Type	Lang	Label
Standard Label	en-US	Trading Activity, Gains and Losses, by Income Statement Location [Domain] (Deprecated 2012-01-31)
Documentation	en-US	Location of gains and losses on trading activities (including both derivative and nonderivative instruments) recognized in the statement of financial performance.
Change Date	en-US [2011-08]	
Change Label	en-US [2011-08]	{Element Deprecated}
Deprecated date label	en-US	2012-01-31
Deprecated label	en-US	This element was removed and replaced with IncomeStatementLocationDomain. If you have used this element in the past, replace the element with IncomeStatementLocationDomain.

Details Relationships Tree Locations		
Trading Activity, Gains and Losses, by Income Statement Location [Domain] (Deprecated 2012-01-31)		
Tree Locations		
Presentation		
999000 - Deprecated - Deprecated Concepts		
Deprecated Items [Abstract]		
Trading Activity, Gains and Losses, by Income Statement Location [Domain] (Deprecated 2012-01-31)		
definitionLink: dep-aggregateConcept-deprecatedPartConcept		
999000 - Deprecated - Deprecated Concepts		
Income Statement Location [Domain]		
Trading Activity, Gains and Losses, by Income Statement Location [Domain] (Deprecated 2012-01-31)		

Transition to 2012 UGT

- Step 3: Determine how the instance document should be modified
 - Scenario 1: Deprecated element has no replacement

Details Relationships Tree Locations		
Redeemable Noncontrolling Interest [Abstract] (Deprecated 2012-01-31)		
Labels		
Type	Lang	Label
Standard Label	en-US	Redeemable Noncontrolling Interest [Abstract] (Deprecated 2012-01-31)
Change Date	en-US	[2011-07]
Change Label	en-US	[2011-07] {Element Deprecated}
Deprecated date label	en-US	2012-01-31
Deprecated label	en-US	This element was deprecated because its children were relocated.
References		
This concept does not have any references.		
Properties		
Property	Value	
Name	RedeemableNoncontrollingInterestAbstract	
Namespace	http://fasb.org/us-gaap/draft-2012-01-31	

Details Relationships Tree Locations		
Redeemable Noncontrolling Interest [Abstract] (Deprecated 2012-01-31)		
Tree Locations		
	Presentation	
	999000 - Deprecated - Deprecated Concepts	
	Deprecated Items [Abstract]	
	Redeemable Noncontrolling Interest [Abstract] (Deprecated 2012-01-31)	

Transition to 2012 UGT

- Scenario 2: Deprecated element has replacement

Details Relationships Tree Locations		
Other [Member] (Deprecated 2012-01-31)		
Labels		
Type	Lang	Label
Standard Label	en-US	Other [Member] (Deprecated 2012-01-31)
Documentation	en-US	Represents other types of credit derivative contracts.
Change Date	en-US	[2011-08]
Change Label	en-US	[2011-08] {Element Deprecated}
Deprecated date label	en-US	2012-01-31
This element has been deprecated because it is frequently misused by filers because of the element's name and standard label. If you have used this element in the past to represent other credit derivatives, use OtherCreditDerivativesMember.		

Details Relationships Tree Locations		
Other [Member] (Deprecated 2012-01-31)		
Tree Locations		
Presentation		
999000 - Deprecated - Deprecated Concepts		
Deprecated Items [Abstract]		
Other [Member] (Deprecated 2012-01-31)		
definitionLink: dep-concept-deprecatedConcept		
999000 - Deprecated - Deprecated Concepts		
Other Credit Derivatives [Member]		
Other [Member] (Deprecated 2012-01-31)		

Transition to 2012 UGT

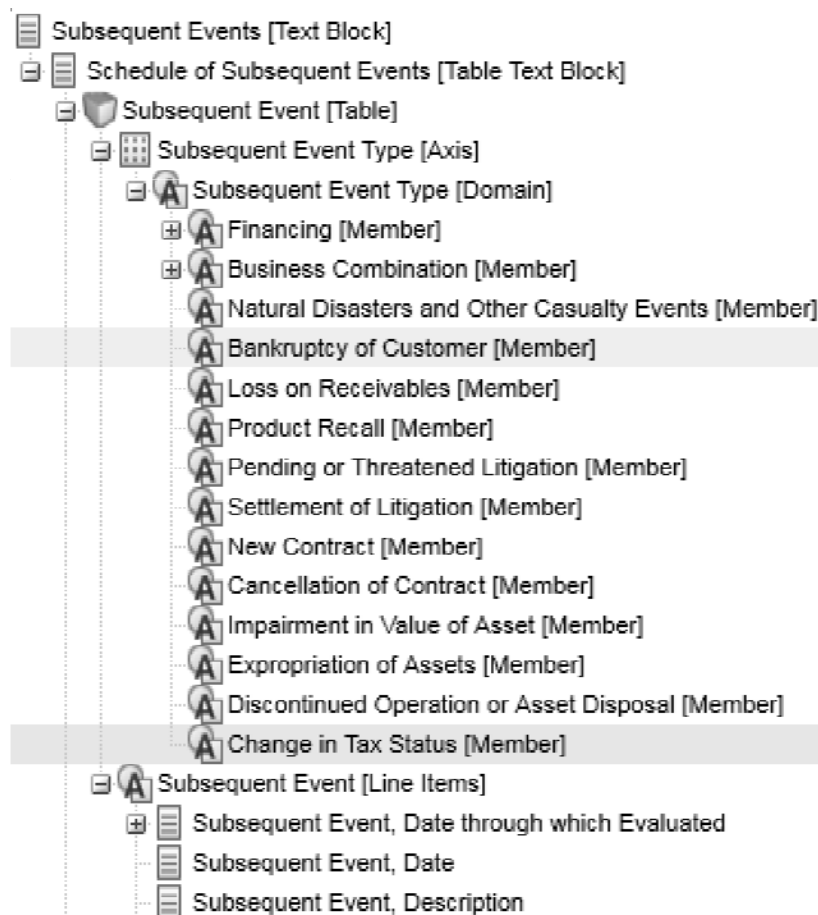
- Scenario 3: Deprecated element has been replaced by new modeling

Details Relationships Tree Locations		
Change in Tax Status [Member] (Deprecated 2012-01-31)		
Labels		
Type	Lang	Label
Standard Label	en-US	Change in Tax Status [Member] (Deprecated 2012-01-31)
Documentation	en-US	The change in an entity's tax status effective after year-end but before the financial statements for the reporting period are issued or available to be issued.
Change Date	en-US [2011-08]	
Change Label	en-US [2011-08]	{Element Deprecated}
Deprecated date label	en-US	2012-01-31
Deprecated label	en-US	This element has been deprecated because the modeling of this role has been revised. If you have used this element in the past, replace it with ChangeInTaxStatusAxis and also consider the need for additional elements such as domains and elements relocated from elsewhere in the taxonomy.

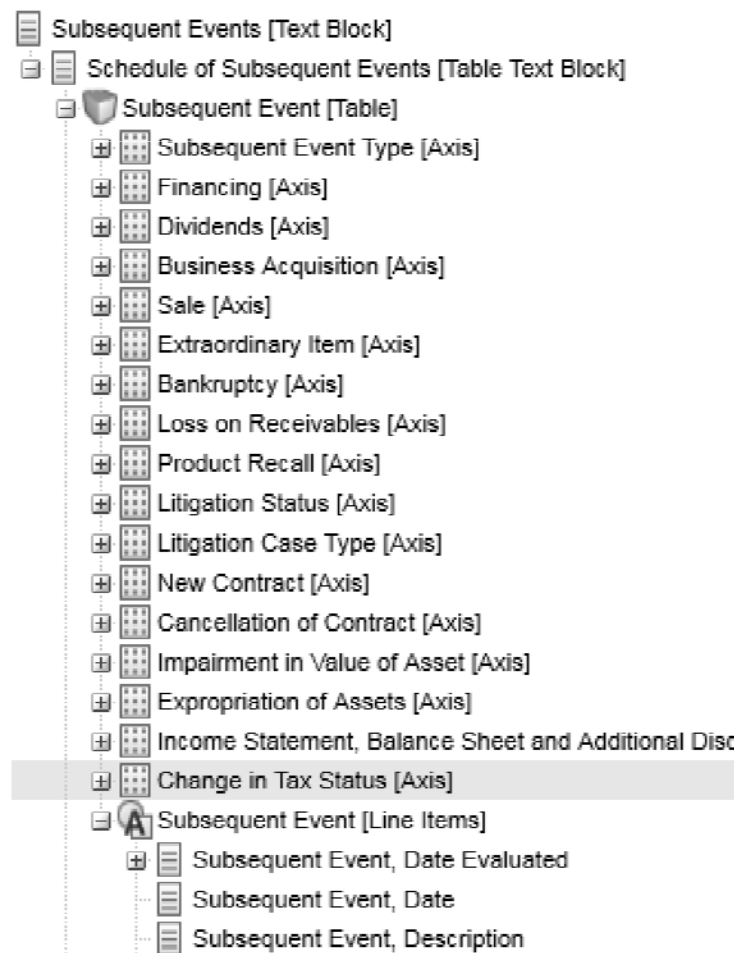
Details Relationships Tree Locations		
Change in Tax Status [Member] (Deprecated 2012-01-31)		
Tree Locations		
Presentation	999000 - Deprecated - Deprecated Concepts	Deprecated Items [Abstract]
		Change in Tax Status [Member] (Deprecated 2012-01-31)
definitionLink: dep-concept-deprecatedConcept	999000 - Deprecated - Deprecated Concepts	
		Change in Tax Status [Axis]
		Change in Tax Status [Member] (Deprecated 2012-01-31)

Transition to 2012 UGT – Significant Modeling Change

2011 UGT



2012 UGT



Transition to 2012 UGT

Answer Key

- Exercise 2: Identify impact of accounting standard updates on XBRL documents
 - Step 1: Draft financial statement changes of new ASU
 - Step 2: Identify impact of the ASU on the Taxonomy
 - Step 3: Review the changes made to the Taxonomy as a result of an accounting standard update
 - Step 4: Determine how XBRL document should be modified

Transition to 2012 UGT

- Step 2: Identify impact of the ASU on the Taxonomy
 - FASB provides release notes on certain accounting standard updates
 - Yeti highlights changes related to accounting standard updates

Transition to 2012 UGT

- FASB provides release notes on certain accounting standard update

ASU Taxonomy Changes

From here, you can review and provide comment on the ASU Taxonomy Changes and supporting materials.

ASU Taxonomy Changes currently available for comment

- **New—Taxonomy Change for Accounting Standards Update No. 2011-05—*Comprehensive Income (Topic 220): Presentation of Comprehensive Income***

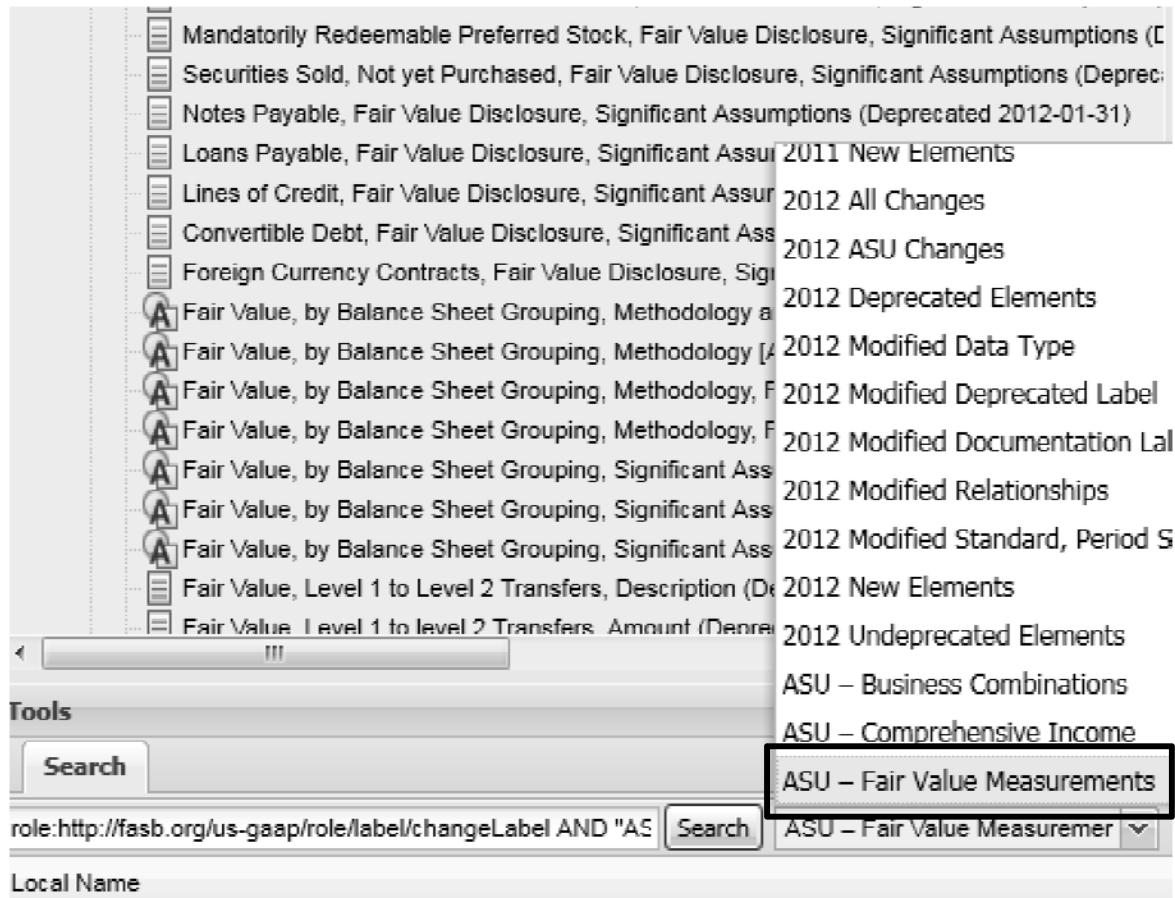
This ASU Taxonomy Change is available for public comment through October 10, 2011. To view the ASU Taxonomy Change and supporting material, select one of the links below:

- [Accounting Standards Update No. 2011-05](#)
- [ASU Taxonomy Change](#)
- [Release Notes](#)
- [Release Notes Appendices Only \(Excel Format\)](#)
- [Illustrative XBRL Document](#)

Each ASU Taxonomy Change is accompanied by release notes and a human-readable XBRL document that incorporates the ASU element changes and provides an illustration of how those elements may be used to tag the financial statements.

Transition to 2012 UGT

- Yeti highlights changes related to accounting standard updates



Transition to 2012 UGT

- Step 3: Review the changes made to the Taxonomy as a result of an accounting standard update
 - Change Label identifies the nature of the change made to an element and if the change relates to an accounting standard update

Details Relationships Tree Locations		
Notes Payable, Fair Value Disclosure, Significant Assumptions (Deprecated 2012-01-31)		
Labels		
Type	Lang	Label
Standard Label	en-US	Notes Payable, Fair Value Disclosure, Significant Assumptions (Deprecated 2012-01-31)
Documentation	en-US	This item represents the significant assumptions used by management to estimate the fair value as of the balance sheet date of the financial instrument (as defined), including financial assets and financial liabilities (collectively, as defined).
Change Date	en-US	[2011-08]
Change Label	en-US	[2011-08] {ASU – Fair Value Measurements} {Element Deprecated}
Deprecated date label	en-US	2012-01-31
Deprecated label	en-US	This element has been deprecated because the disclosure has been dimensionalized. If you have used this element in the past use FairValueMeasurementsSignificantAssumptions and the members found as children of FairValueByLiabilityClassAxis.

Transition to 2012 UGT

- Step 4: Determine how XBRL document should be modified

Details Relationships Tree Locations		
Notes Payable, Fair Value Disclosure, Significant Assumptions (Deprecated 2012-01-31)		
Labels		
Type	Lang	Label
Standard Label	en-US	Notes Payable, Fair Value Disclosure, Significant Assumptions (Deprecated 2012-01-31)
Documentation	en-US	This item represents the significant assumptions used by management to estimate the fair value as of the balance sheet date of the financial instrument (as defined), including financial assets and financial liabilities (collectively, as defined).
Change Date	en-US	[2011-08]
Change Label	en-US	[2011-08] {ASU – Fair Value Measurements} {Element Deprecated}
Deprecated date label	en-US	2012-01-31
Deprecated label	en-US	This element has been deprecated because the disclosure has been dimensionalized. If you have used this element in the past use FairValueMeasurementsSignificantAssumptions and the members found as children of FairValueByLiabilityClassAxis.

Details Relationships Tree Locations		
Notes Payable, Fair Value Disclosure, Significant Assumptions (Deprecated 2012-01-31)		
Tree Locations		
	Presentation	
	999000 - Deprecated - Deprecated Concepts	
	Deprecated Items [Abstract]	
	Notes Payable, Fair Value Disclosure, Significant Assumptions (Deprecated 2012-01-31)	
	definitionLink: dep-dimensionallyQualifiedConcept-deprecatedConcept	
	999000 - Deprecated - Deprecated Concepts	
	Fair Value Measurements, Significant Assumptions	
	Notes Payable, Fair Value Disclosure, Significant Assumptions (Deprecated 2012-01-31)	