

**Data Quality Committee  
August 26, 2015  
Webcall  
Meeting Notes**

**Attendees**

Committee Members

Mike Starr, Chase Bongirno, Emil Efthimides, Pranav Ghai, Craig Lewis, Minu Palani, Dean Prinsloo, Campbell Pryde, Lou Rohman, Mohini Singh, Amit Varshney

Staff

Ami Beers, Michelle Savage, David Tauriello, Marc Ward, Susan Yount

Observers

Glenn Doggett, Louis Matherne, Piyush Sattapathy, Seung-Woo Lee, Amy Pawlicki

**Minutes Approval**

- Meeting minutes from the July 15th meeting were approved by the DQC.
- All dates stated in meeting minutes will include the year.

**Update on Public Comment process**

- A handful of comments have been received to date.
- XBRL US has scheduled a webinar for September 3<sup>rd</sup>, 2015 to publicize and create more awareness for public exposure of rules.

**SEC Update**

- DQC will meet with SEC staff on September 28<sup>th</sup>, 2015 2:00-4:00 PM
- Minutes of meeting will be publicly available on DQC website after approval by SEC staff.
- Mark Flannery, Director of Division of Economic and Risk Analysis (DERA) will make introductory remarks.
- A representative from the Division of Corporation Finance will make remarks.
- Items expected to be covered by SEC staff:
  - How data is being used by SEC.
  - Demonstration of dashboard used by Office of Structured Disclosure.
  - SEC efforts to improve quality of data.
- Items that the DQC plans to cover:
  - DQC mission
  - Views of data consumers
  - Views of preparers
  - Current priorities
  - Proposed rules and public comments
- Individuals on DQC will speak at the SEC meeting on different topics.

## Priority Work Streams

- **Extensions**

- Guidance document distributed provides a comprehensive list of reasons for why filers create extensions.
  - Misunderstanding of accounting concepts being disclosed.
  - Element definition/labels do not match concepts being disclosed.
  - Match granularity of disaggregation.
  - Fix rendering.
  - Missing elements.
  - Balance type, period type does not match.
- Document provides framework for guidance when to/not to extend (question/answer format).
  - Extensions for line items and axes should be rare.
  - Translate disclosure not individual words within text.
  - The same materiality level used to prepare document should be considered when translating information into XBRL.
- Impact analysis includes list of extensions over past year (includes line items and axes).
  - Adopting newest version of taxonomy reduces extension rates.
- Is proposed framework the right direction/approach?
  - If dimensions are allowed on face of financial statement, extensions may be reduced (this concept is not covered within the document).
  - Judgement should be removed from the process.
  - Guidance will be applied to the list of extensions to create examples.
  - Combinations of two or more items where no standard elements exist in taxonomy for disclosures.
    - Apply regulation S-X materiality levels – material amounts should be disaggregated, immaterial amounts may be aggregated on a single line item.
    - Rather than create extensions, choose the standard element based on the largest item in the disclosure.
    - Extensions may be OK if filers provide information.
      - Link to parent-child relationship.
      - Calculation relationship alone is not sufficient, need additional metadata (definitions, linkages)
  - Should materiality thresholds under Regulation S-X be a factor in element selection?
    - When tagging an aggregate of immaterial items filers may not be comfortable with choosing a tag for one item.
    - Should have one standard for reporting and tagging.
    - User will be the judge of what is material.
    - May be industry driven.

*Action items – Provide Susan any further thoughts on Extensions.*

*Susan to provide examples and expanded guidance at next meeting*

- **Contributed Rules** – Rules are being proposed for development. These rules will be presented for approval at the September meeting.

- **DQC-0001 Axis with Inappropriate Members**
  - Rule provides list of Axes with expected set of members (standard or extensions) which will be associated with the axis.
  - Are these combinations appropriate?
    - Debt Instrument Axis – need more discussion, this may create confusion because filers currently use standard elements (e.g., commercial paper member) with this axis.
      - Need guidance to explain what the axis means (nature of debt v. name of debt)
    - Consolidation Items Axis – should be allowed to have extensions
    - Product or Service Axis – if a member is used on different axes can it have different meanings (e.g., oil/gas)?
    - Provide FASB a recommended list of – members (propose new elements for the taxonomy) for certain axes.
    - Impact analysis shows many errors.
  - Rule flags when there is a value with inappropriate combinations and when there is no value associated with the axis/member combination. Do we care if metadata is incorrect?
    - It is good to tell filers that they have made a mistake this will prevent errors in future filing.
- **DQC-0041 Default Dimensions**
  - Rule flags cases when filer assigns a different default member on an axis. This rule complies with SEC guidance.
  - No DQC comments on rule
- **DQC-0015 Nonnegative Elements**
  - New list of elements for 2015 taxonomy added to the Negative Value rule.
  - No DQC comments on rule

*Action item – Campbell to prepare test cases for proposed rules*

## **Wrap Up**

*Action item – provide Ami with RSVP for the SEC in person meeting September 28, 2015*

Meeting adjourned