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From: Patricia Dowdall [pdowdall@sierrahealth.com]
Sent: Wednesday, June 09, 2004 7:14 PM
To: Director - FASB
Subject: Share-Based Payment Exposure Draft

Letter of Comment No: 3504
File Reference: 1102-100

Patricia Dowdall
5217 Shady Grove Lane
Las Vegas, NV 89102

June 9, 2004

Ms. Suzanne Bielstein
Financial Accounting Standards Board
401 Merrit 7
Norwalk, CT 06856-5116

Dear Ms. Bielstein:

Re: Share-Based Payment Exposure Draft

I work for a company that allows employees to purchase my employer's stock at a discount through an Employee Stock Purchase Plan (ESPP). I understand that the Financial Accounting Standards Board (FASB) has proposed a change to accounting standards that would require my company to count this discount as an expense against its earnings (Share-Based Payment exposure draft). I respectfully request that you reconsider this proposal and not require expensing of the discount allowed in ESPPs.

I am concerned that required expensing of the discount in the ESPP may make this valuable benefit plan less attractive to my employer, potentially causing my employer to either discontinue the plan, or reduce or eliminate the current discount. If the discount is greatly reduced or eliminated, buying company stock through the ESPP would no longer be much of a benefit. Unlike benefits aimed only at high-paid executives, this is a valuable benefit for employees across the company.

The ESPP is a very important benefit to me. Being able to participate in an ESPP has enabled me to invest in my financial future and experience a sense of ownership in my company. This benefit helped attract me to and serves as an incentive for me to remain with my employer. I could even say I continuously strive to perform to the best of my ability because I am an owner of the company.

I work for a company that allows employees to purchase my employer's stock at a discount through an Employee Stock Purchase Plan (ESPP). I understand that the Financial Accounting Standards Board (FASB) has proposed a change to accounting standards that would require my company to count this discount as an expense against its earnings (Share-Based Payment exposure draft). I respectfully request that you reconsider this proposal and not require expensing of the discount

I would be very disappointed if going forward I was unable to buy Sierra Stock at the reduced rate Sierra Health Services would like to give me because in the past:

I have been able to buy an air conditioning unit for my house without incurring interest rates, as I live in Las Vegas this was not a luxury item but a necessity. I was also able to do many much needed repairs to my house.

I was also able to help my Son pay for his college classes which enabled him to get a better job.

In May of last year my husband and I were able to have a vacation we would not otherwise have been able to afford.

With this years profit from my stock purchase plan I will be able to put a big down payment on a car because mine was totalled in a car accident in March of this year and I have no choice but to buy a new one because I live 6 miles from my workplace and the transport system in Las Vegas leaves a lot to be desired.

In closing I would like to add I feel the Employee Stock Purcase Plan I have with Sierra is a great benefit to me (and other members of my family) and that is one of the reasons I have stayed working for Sierra for the past 7 years.

Millions of workers like me in companies across the country are able to purchase their employer's stock through ESPPs. This builds company loyalty and helps to promote high standards of work when employees have a sense of ownership.

I strongly urge FASB to consider the negative impact the proposed rule would have on the nearly 16 million workers like me and eliminate the expensing requirement for ESPP discounts in the final rule.

CC:
SEC, Chairman, William Donaldson
SEC, Chief Accountant, Donald Nicolaisen
Employee Ownership Coalition (eoc@vennstrategies.com)

Sincerely,

Patricia Dowdall, Accounting Rep. Sierra Health Services, Las Vegas, NV