June 3, 2011

Ms. Susan M. Cosper
Technical Director
Financial Accounting Standards Board
401 Merritt 7
P.O. Box 5116
Norwalk, CT 06856-5116

Re: Proposed Accounting Standards Update, Intangibles-Goodwill and Other (Topic 350), Testing Goodwill for Impairment (File Reference No. 2011-180)

Dear Ms. Cosper,

The Bank of New York Mellon Corporation (BNY Mellon) appreciates the opportunity to respond to the Financial Accounting Standards Board’s Proposed Accounting Standards Update (ASU), Testing Goodwill for Impairment. BNY Mellon is a global financial services company with total assets of $266 billion and assets under management of $1.23 trillion, operating in 36 countries and serving more than 100 markets. We are a leading provider of financial services for institutions, corporations and high-net-worth individuals. Our financial products include investment management and investment services. Our balance sheet at March 31, 2011 included $18 billion of goodwill.

We support the FASB’s efforts to simplify how goodwill is tested for impairment. We believe the proposed option to first assess qualitatively whether further detailed testing is necessary should reduce costs and complexity by companies whose circumstances permit. We also believe the qualitative assessment option should be extended to indefinite-lived assets now subject to annual quantitative testing.

Our responses to the ASU’s questions that are applicable to us are included below for your consideration.

Question 2: For preparers, do you believe that the proposed amendments will reduce overall costs and complexity compared with existing guidance? If not, please explain.

Yes, we believe that having the flexibility to perform either a qualitative or quantitative goodwill impairment analysis would be beneficial to all companies. The amendments to permit a qualitative test and the removal of the carry forward option could simplify and reduce the costs of the goodwill impairment testing process, especially for companies that use the services of a valuation firm to prepare fair value estimates of reporting units for their goodwill impairment test.

However, we do not necessarily believe the amendments would reduce the overall costs and complexity for all companies. The cost and effort to document a thorough qualitative
analysis would have to be compared to the cost and effort of a quantitative analysis that could be based on available internal financial forecasts already prepared for ongoing planning purposes.

**Questions 3:** For preparers, do you expect your entity will choose to perform the qualitative assessment proposed in the amendments, or will your entity choose to proceed directly to performing the first of the two-step impairment test? Please explain.

We will review facts and circumstances at the time of the test and may choose to do the qualitative assessment proposed in the amendments for some or all of our reporting units.

**Question 6:** Do you agree that the proposed examples of events and circumstances to be assessed are adequate? If not, what changes do you suggest?

We believe that the examples of events and circumstances provided are reasonable and more comprehensive than the current factors, and understand that they are not intended to be all-encompassing. The market-dependent multiples and metrics such as share price are more representative of an entire entity, rather than any individual reporting unit, so additional implementation guidance may be useful to assess potential impairment at the reporting unit level without the requirement to perform a step 1 test for each reporting unit.

**Question 7:** Do you agree that the guidance in the proposed amendments about how an entity should assess relevant events and circumstances is clear? If not, how can the guidance be improved?

We agree that the ASU is clear with regard to how to qualitatively assess relevant events and circumstances. This will better align auditors, preparers, regulators and users’ expectations regarding the extent of analysis and support necessary when a step 1 test is deemed unnecessary for a single reporting unit.

**Question 9:** Do you agree with the proposed effective date provisions? If not, please explain why.

We agree that a proposed effective date for annual and interim tests performed for fiscal years beginning after December 15, 2011 is reasonable and that early adoption should be permitted.

If you have any questions or require further information, please contact me at 412-236-2173 or John Park, Corporate Controller, at 212-635-7080.

Sincerely,

Alan Koser
Managing Director, Corporate Accounting Policy