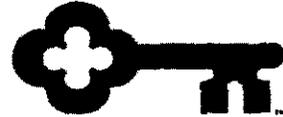


Robert L. Morris
Executive Vice President
and Chief Accounting Officer



LETTER OF COMMENT NO.

162



March 31, 2009

Director of Technical Application and Implementation Activities
Financial Accounting Standards Board
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P.O. Box 5116
Norwalk, Connecticut 06856-5116

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Re: Proposed FSP FAS 115-a, FAS 124-a, and EITF 99-20-b

Dear Director:

We are writing in response to your invitation to comment on the Exposure Draft entitled, "Recognition and Presentation of Other-Than-Temporary Impairments."

KeyCorp (Key), headquartered in Cleveland, Ohio, is a bank-based financial services company that, at December 31, 2008, had assets of approximately \$105 billion. We appreciate the opportunity to comment on this Exposure Draft and support the Board's commitment to developing high-quality financial accounting standards and improving comparability of financial information while promoting international convergence of accounting standards. Key takes pride in providing detailed, timely and comprehensive financial information to the investment community, and supports standards and interpretations that clearly result in reliable and relevant information that can improve investor understanding and allow for more informed decisions. Therefore, this proposed guidance is of great interest to Key.

Although Key is in favor of the proposed guidance, the timing of this guidance does not allow sufficient time to develop and support the various changes in policy and procedures that would be required to implement this guidance for the quarter ended March 31, 2009. This guidance, if issued as proposed, would require management to evaluate Key's debt securities portfolio, after our books have already been closed, to determine if any adjusting journal entries are required and provide any additional documentation to support any changes to management's assertions on its intent relating to these securities. This process will be outside of Key's normal close process and will add significant control risk.

Based on the proposed timeline, final guidance, at the earliest, would be issued on April 3rd and effective for periods after March 15, 2009. The timing of the proposed guidance and any final guidance will not allow adequate time for the proper analysis, implementation, and review of changes required by this new accounting and disclosure guidance by company management, our external auditors and other involved parties. Key is committed to providing users of its financial statements with high quality financial information and related disclosures. The implementation of this accounting guidance on a

constrained and unrealistic timeline will create significant risk. In fact, issuance of the final guidance after April 2 may cause Key to reopen its general ledger for adjusting entries, which could jeopardize adherence to filing deadlines and pose other significant process and control risks.

Key recommends, at a minimum, that in the best interest of investors and Key's commitment to high quality financial reporting, that the effective date of any final guidance be delayed until periods ending after June 15, 2009 with early adoption permitted if the Board considers it necessary. This timing will allow adequate time for review and implementation of the new accounting policies and disclosure requirements in an appropriate and controlled manner.

In addition, Key encourages the Board to consider during re-deliberations convergence with International Accounting Standard 36, "Impairment of Assets," allowing assets to be written up after impairments if the value of the asset recovers beyond the impaired amount.

In conclusion, Key appreciates the opportunity to comment on the Exposure Draft entitled, "Recognition and Presentation of Other-Than-Temporary Impairments" and requests that the FASB seriously consider delaying the effective date of the guidance with early adoption permitted.

We hope these comments are useful and positively influence any final guidance. We welcome the opportunity to discuss these issues in more detail. Please feel free to contact Chuck Maimbourg, Director of Accounting Policy & Research, at 216-689-4082 or me at 216-689-7841.

Sincerely,



Robert L. Morris
Executive Vice President and
Chief Accounting Officer