

MINUTES



Financial Accounting  
Standards Board

**To:** Board Members  
**From:** Definition of a Nonpublic Entity  
Team (Nolan x353)  
**Subject:** Minutes of Board April 25, 2012  
Meeting **Date:** April 25, 2012  
**cc:** Sutay

*The Board meeting minutes are provided for the information and convenience of constituents who want to follow the Board's deliberations. All of the conclusions reported are tentative and may be changed at future Board meetings. Decisions become final only after a formal written ballot to issue an Accounting Standards Update or a Statement of Financial Accounting Concepts.*

Topic: Definition of a Nonpublic Entity

Basis for Discussion: FASB Memo 3: Privately Held Financial Institutions  
FASB Memo 3A: Privately Held Financial Institutions  
– Addendum  
FASB Memo 5: Entities that File or Furnish Financial  
Statements with the SEC

Length of Discussion: 2:25 to 3:15 PM

Attendance:

Board members present: Buck, Golden, Linsmeier, Schroeder, Seidman,  
Seigel, Smith

Board members absent: None

Staff in charge of topic: Gagnon

Other staff at Board table: Catalano, Mechanick, Nolan

Outside participants: None

**Type of Document and Timing Based on the Technical Plan:**

The Board met to discuss issues relating to the development of an Exposure Draft addressing the definition of a nonpublic entity.

The Board has not yet determined the timing of the release of that Exposure Draft.

**Summary of Decisions Reached:**

The Board decided that an entity that is required to file or furnish financial statements with the SEC for purposes of issuing securities to be traded in a public market should not be included in the definition of a private company.

(Unanimous)

The Board also decided that a privately held financial institution should be included in the definition of a private company.

(5 to 2)