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XBRL transforms how companies, investors, and regulators use financial data: case studies (Part 1)

By DIMENSIONS staff and contributors

As the SEC and the major data providers, such as Bloomberg Global Data, incorporate XBRL-tagged disclosures into their feeds, the use of structured data is nearing a tipping point. The trend toward widespread use of structured data reinforces the need for filers to ensure that their XBRL tagging is accurate, so that their reported financial statements are properly analyzed and understood. In addition to being a key source of information used by the SEC, XBRL also provides a Petri dish for innovative products to be used by companies and investors. In a two-part series, *DIMENSIONS* explores how regulators, product innovators, and data providers are using structured data, including examples from case studies.

The SEC uses XBRL data extensively

XBRL is a crucial tool for the SEC's review of company disclosures, not only in the Division of Corporation Finance but also in the Enforcement Division. "It's baked into a lot of the tools that we use and the underlying datasets," said Howard Kaplan, a data analyst in the SEC's Division of Enforcement, at an XBRL US event (see the [April 2017 issue of DIMENSIONS](#)). "We have an internal financial-statement query and viewer tool, which lets us look at XBRL data in all of its dimensions, and we are able to slice and dice it easily."

At that XBRL US event, Mr. Kaplan explained how the Enforcement Division has been consuming XBRL since its adoption in 2009. "With every year that goes by, with more and more history and with all public companies filing in XBRL, it is more and more usable. We often have to do time series—we have to establish a pattern over time—and so the more history we have, the more useful XBRL is."

Mike Willis, Assistant Director in the SEC's Office of Structured Disclosure, [told DIMENSIONS](#) that when he started at the SEC, he was "stunned at the level of [XBRL] use for a broad range of analytical purposes." One fundamental use for XBRL-tagged information, he noted, is economic analysis. Within the Division of Economic and Risk Analysis (DERA), a team of some 150 people considers XBRL structured disclosures each day.

When an analysis is looking across all SEC companies—and I repeat that: *all* companies, from the largest to the smallest—that is when the XBRL data is very useful. When we need an answer that covers all companies, XBRL data is the only game in town for assessing information from the entire set of corporate filers.

Intriguingly, the SEC is also utilizing XBRL data for text analytics. One surprising area of SEC inquiry is "sentiment analysis," a process of computationally identifying and categorizing opinions expressed in a text disclosure to determine the filer's attitude toward the topic in question. "Textual-analytical engines are wildly more effective at analyzing structured

disclosures when they know what they are looking at, versus attempting to consume and analyze an entire unstructured report,” Mr. Willis explained to *DIMENSIONS*.

This focus on data-oriented review and regulation leads, of course, to greater reliance on structured data. The SEC’s Corporate Issuer Risk Assessment (CIRA) program, which builds upon its earlier Accounting Quality Model, analyzes various sources of structured data. The technology is routinely used by Enforcement. The CIRA dashboard “includes query capabilities that tie directly into XBRL financial disclosures and allow people to search, review, and see changes in textual footnotes, like redlining,” Mr. Kaplan noted at the XBRL US event.

He added that Enforcement considers all aspects of XBRL-tagged data, including the metadata. “The XBRL metadata is extremely informative. It lets me put together peer groups in *ad hoc* ways that for a particular purpose is really informative.... All of [this] can inform the next step in trying to understand whether a registrant has violated something.”

The SEC is not the only entity that is increasing its XBRL use. Product innovators have developed XBRL-based platforms that efficiently and effectively deliver financial data for companies to employ in their strategic research. The SEC itself has contracts with two of these vendors, [idaciti](#) and [Calcbench](#).

Strategic use of XBRL data by companies: Illustrative case studies

DIMENSIONS asked idaciti and Calcbench for case studies illustrating how companies and investors are harnessing the power of XBRL data. We present two studies developed by idaciti with our input, and we thank Christy Rohrs, idaciti VP of Customer Success, and Christine Tan, Co-Founder and Chief Research Officer, for creating them. (A case study from Calcbench will appear in an upcoming issue of *DIMENSIONS*, as well as insights into how Bloomberg Global Data is using XBRL data from companies’ SEC filings.)

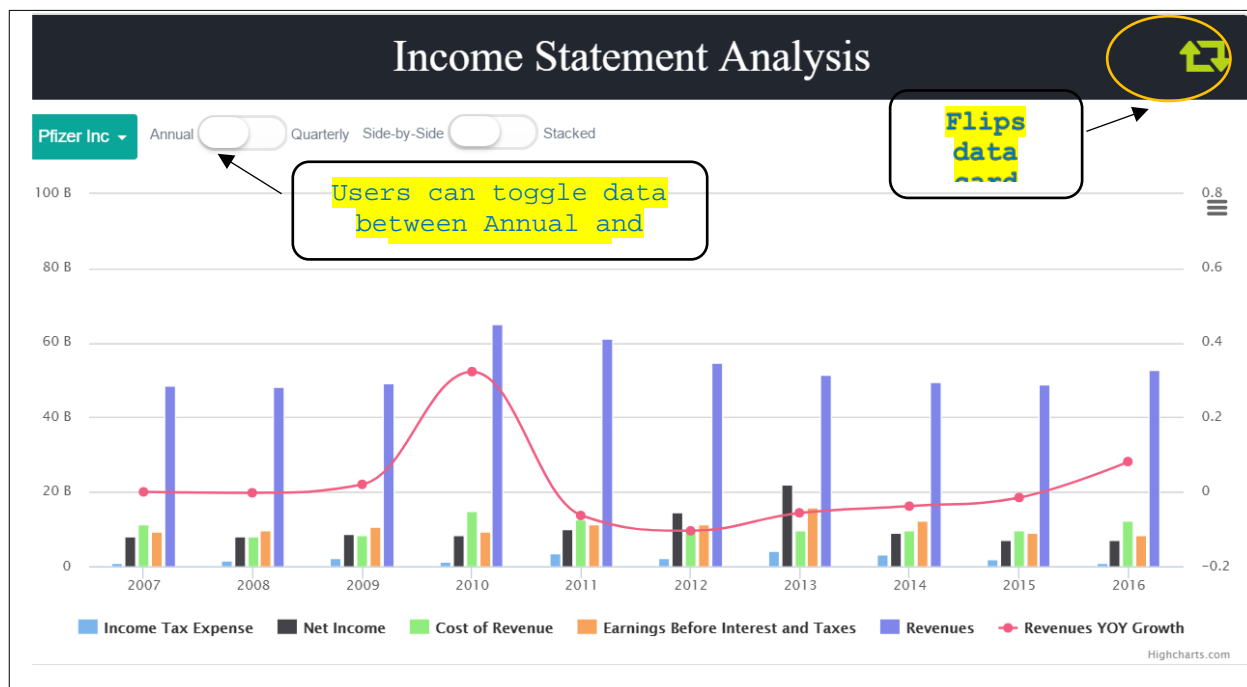
CASE STUDY: Use of XBRL data by a public company for financial-statement benchmarking

A company’s financial planning and analysis (FP&A) group often scours the financial statements of peer companies to gather data for benchmarking analyses, typically every quarter to coincide with each SEC filing period. The FP&A staff needs to assemble this quarterly/annual report for management to show how the company has been performing against its peers. Manual and repetitive, the process can take weeks. Moreover, while management awaits the prompt delivery of the time-sensitive results, the FP&A staff is under pressure to ensure the accuracy of data entered in spreadsheets for analyses.

Structured data makes benchmarking easier

The example in this second case study (“Company FPA”) shows the advantages of structured data for FP&A teams. By allowing the client company’s FP&A staff to pull financial data—originally in XBRL—into a spreadsheet within minutes after its peers had filed their statements with the SEC, idaciti was able to reduce the overall process of analysis from weeks to just a few days.

Exporting data to Excel is easy. As illustrated below, selecting the green arrows in the upper right corner will turn the data card over, so the user can see both the data and the source of the data.



To pull the data into Excel, the user selects the “Export Data” button, as shown here.

Income Statement Analysis

Data Sources: SEC XBRL Data

Displaying Data for Pfizer Inc **EXPORT DATA**

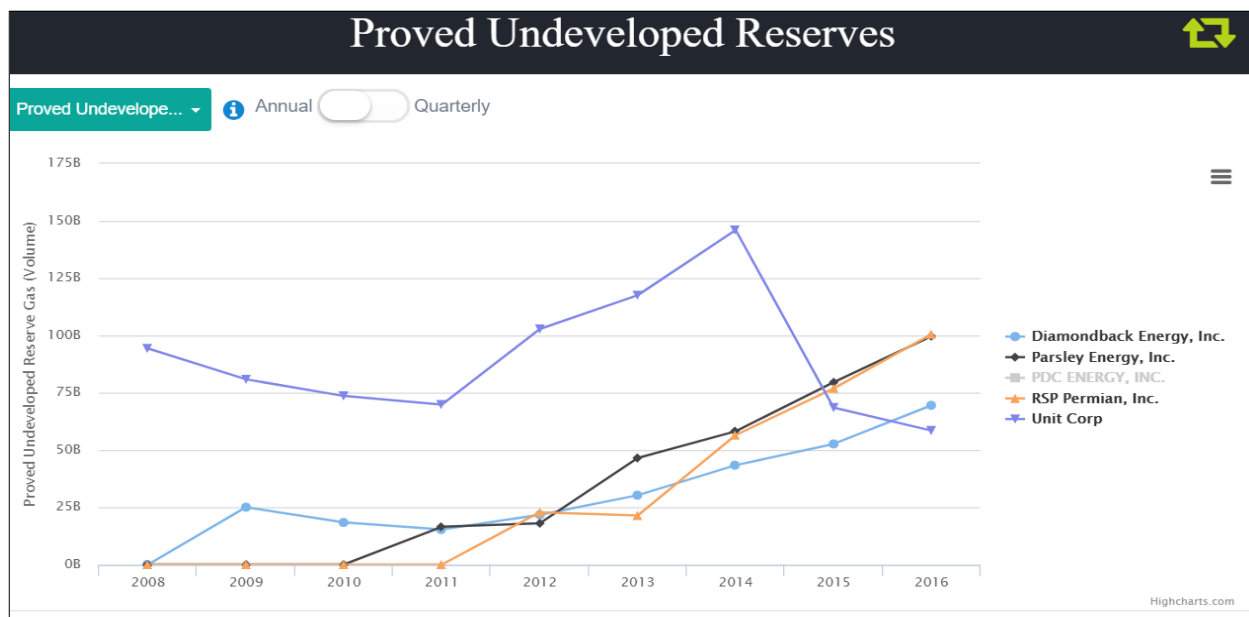
10 ▾ Search:

KPIS	2007	2008	2009	2010	2011	2012	2013	2014
Income Tax Expense	1,023,000,000	1,645,000,000	2,145,000,000	1,153,000,000	3,621,000,000	2,221,000,000	4,306,000,000	3,120,000,000
Net Income	8,144,000,000	8,104,000,000	8,635,000,000	8,257,000,000	10,009,000,000	14,570,000,000	22,003,000,000	9,135,000,000
Cost of Revenue	11,239,000,000	8,112,000,000	8,459,000,000	14,788,000,000	12,500,000,000	9,821,000,000	9,586,000,000	9,577,000,000
Earnings Before Interest	9,278,000,000	9,694,000,000	10,827,000,000	9,422,000,000	11,481,000,000	11,242,000,000	15,716,000,000	12,240,000,000

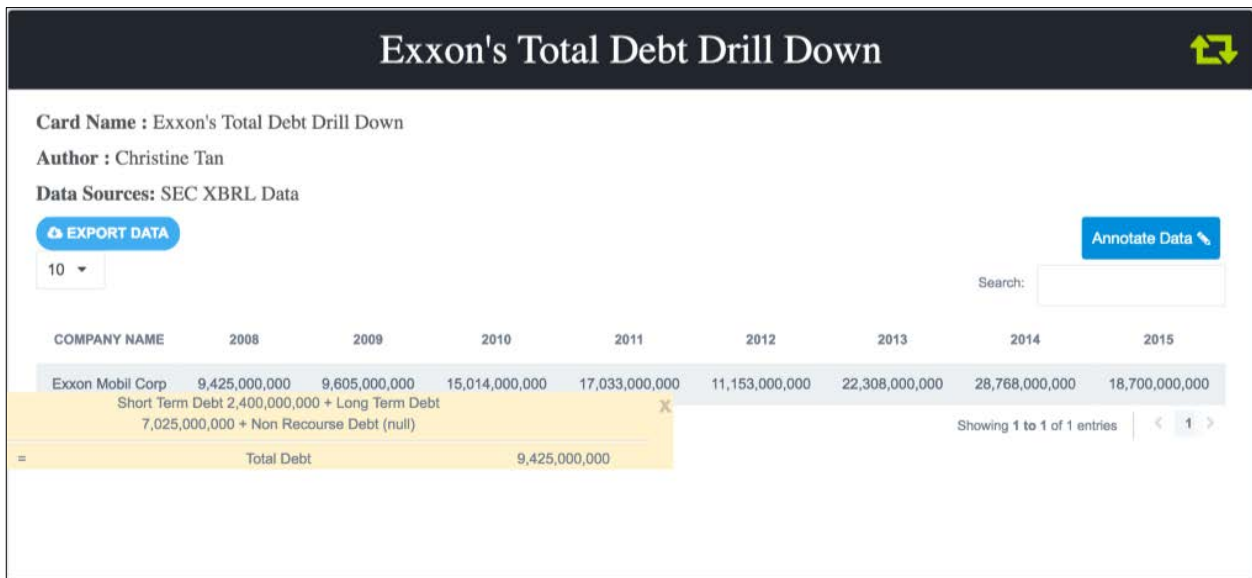
This is how the exported data appears in Excel:

	A	B	C	D	E	F	G	H	I	J	K
1	KPIs	2007	2008	2009	2010	2011	2012	2013	2014	2015	2016
2	Income Tax Expense	1,023,000,000	1,645,000,000	2,145,000,000	1,153,000,000	3,621,000,000	2,221,000,000	4,306,000,000	3,120,000,000	1,990,000,000	1,123,000,000
3	Net Income	8,144,000,000	8,104,000,000	8,635,000,000	8,257,000,000	10,009,000,000	14,570,000,000	22,003,000,000	9,135,000,000	6,960,000,000	7,215,000,000
4	Cost of Revenue	11,239,000,000	8,112,000,000	8,459,000,000	14,788,000,000	12,500,000,000	9,821,000,000	9,586,000,000	9,577,000,000	9,648,000,000	12,329,000,000
5	Earnings Before Interest and Taxes	9,278,000,000	9,694,000,000	10,827,000,000	9,422,000,000	11,481,000,000	11,242,000,000	15,716,000,000	12,240,000,000	8,965,000,000	8,351,000,000
6	Revenues	48,418,000,000	48,296,000,000	49,269,000,000	65,165,000,000	61,035,000,000	54,657,000,000	51,584,000,000	49,605,000,000	48,851,000,000	52,824,000,000
7	Revenues YOY Growth	0	0	0.02	0.32	-0.06	-0.1	-0.05	-0.03	-0.01	0.08

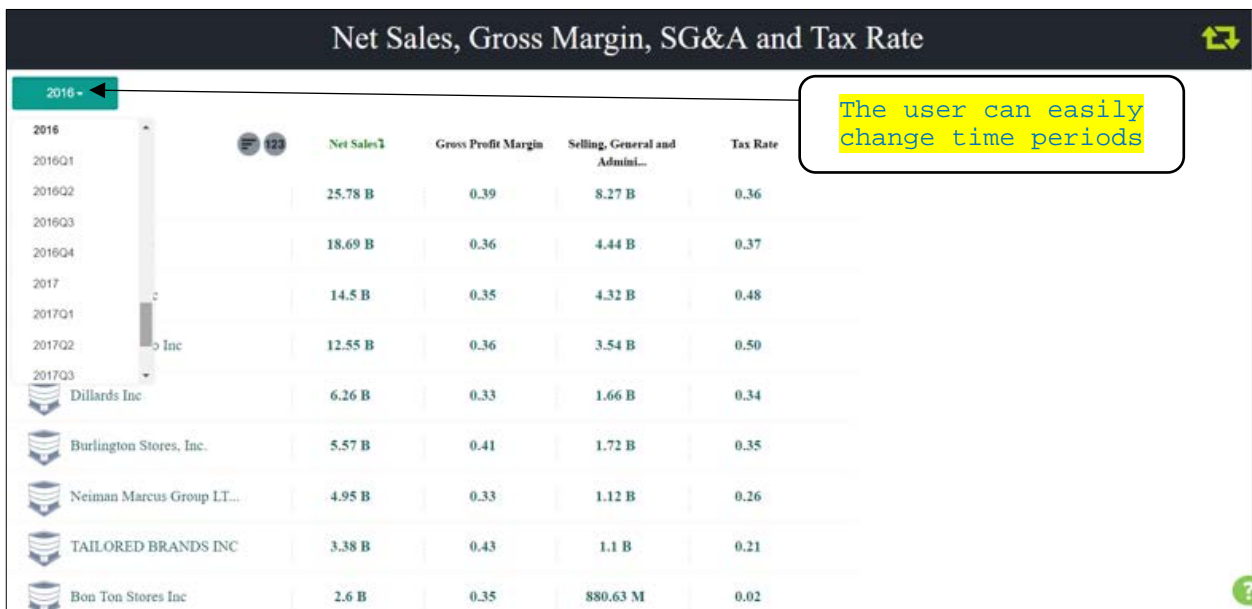
The data can include not only the peer company's critical financial information but also important non-GAAP data that Company FPA may want to use for benchmarking.



The XBRL tools from idaciti provided the necessary metadata and disclosures to help Company FPA conduct its review. This meant it did not need to search the entire SEC filing for the data's origin or reconcile a given data point with the disclosed numbers in the financial statements and footnotes. For example, it could see clearly how total debt was calculated for a given peer company. That transparency into the data significantly increased the efficiency of the review process, which otherwise could take a week or more.



Had Company FPA wanted to look at data from previous years or quarters, it could simply have selected a different fiscal year or quarter, causing the relevant data to repopulate in an instant.



This streamlining improves efficiency and unlocks valuable time that the company's FP&A staff had previously spent in manual collection, verification, and review. Now staff time can be better spent on conducting value-added analyses for management, with dramatic cost savings too.

CASE STUDY: Use of XBRL data by a pre-IPO company

Privately held companies often face the important decision of whether to go public, be acquired, or remain private. Data analysis can help them make the decision and develop the related strategy. However, with resource and time constraints, many private companies do not have the luxury of subscribing to the commercial financial databases that Wall Street and institutional investors often use for strategic planning. Before XBRL, the only alternative was the time-consuming process of manually collecting data from the SEC's EDGAR website.

How structured data can benefit pre-IPO companies generally

XBRL allows private companies, such as the idaciti client featured in this case study, easy access to the financial data of peers. With XBRL data, the private company can benchmark against similarly-sized public companies and analyze how they rank in key critical financial and performance metrics. Some XBRL products let the user analyze the text disclosures of its peers, giving insight into how peers disclose accounting policies in certain SEC filings that the private company may have to make if it goes public. In this way, XBRL improves the company's understanding of the disclosure norms in its industry. Moreover, if peer companies have received SEC comment letters on particular disclosures, the pre-IPO filer can see what the SEC flagged and thereby avoid similar stumbles. Conforming their financial data pre-IPO may prove helpful in winning over more private investors and fulfilling due diligence requirements at this pre-IPO stage.

Non-GAAP data provides important information on how companies view recurring and nonrecurring items. The private company might be able to access certain non-GAAP information contained in the MD&A and earnings releases of peers, so it can effectively benchmark against their data. Filers are not required to tag non-GAAP data and SEC comment letters in XBRL, but when that information is available in structured data, it can help the pre-IPO company's IPO benchmarking and preparation, and makes it easier to combine with the tagged GAAP data, yielding greater and more effective insight into a company's disclosures.

Solutions using XBRL data tools

Using tools provided by idaciti, one pre-IPO client company ("Company IPO") accessed detailed financial data of peer companies—information often buried in footnotes. Given the user-friendly interface, Company IPO was able to drill into the details of revenue breakdowns, R&D spending, and marketing overheads of peer companies.

Social Media Revenue Drill downs



2016 -

Revenues -



Social Media Revenue Drill downs

The break down of revenues by region or product lines for social media companies can provide a lot of insights into the growth potential of the company. For instance, we can see that Twitter and Yelp generate the bulk of their revenues from advertising services. LinkedIn generates the bulk of their revenues from Hiring and Talent solutions.

Revenues 2016 Dimensional Drilldown

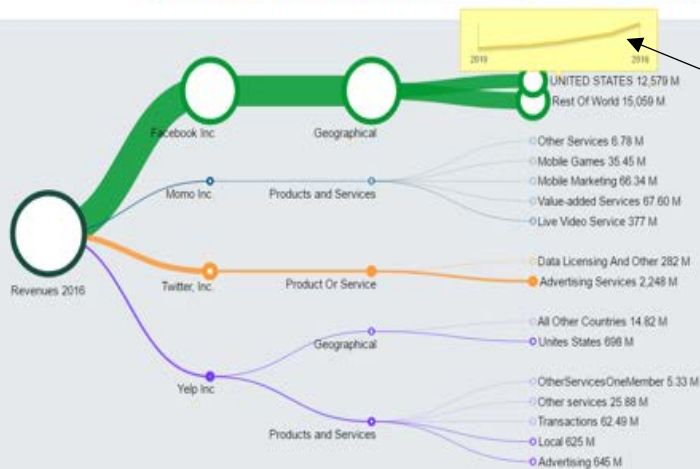
☒ Geographical

☒ Products and Services

☐ Legal Entity

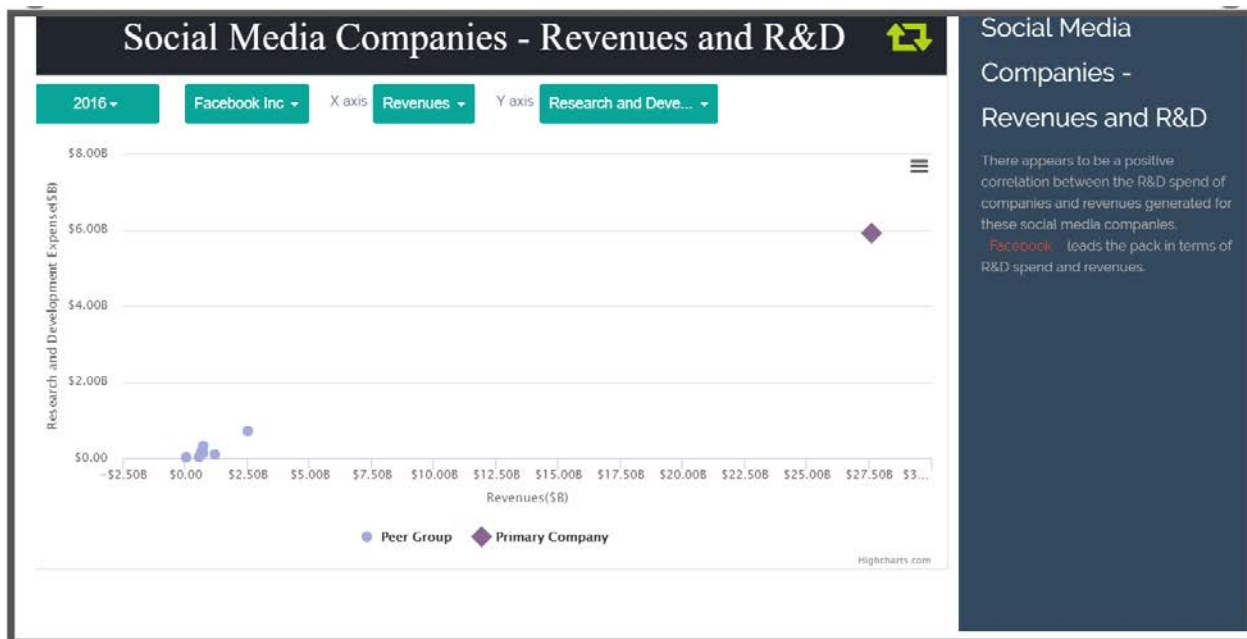
☐ Statement Geographical

☒ Product Or Service



Hover over to see the

Close



Company IPO was also able to overlay the GAAP and non-GAAP financial items of these peer companies in an easy-to-use interactive chart. The idaciti platform allowed the company to analyze how its peers had discussed, for example, revenue recognition in the tagged footnotes.

SaaS - Topic 606

Company Filter: All ☐ Liked ☐

Disclosure Filter

Limiting search results to the first 1000 items...

FORM	FY	FQ	DISCLOSURE
2U, Inc.			
10-Q	2016	Q3	New Accounting Pronouncements, Policy
10-Q	2016	Q3	Significant Accounting Policies
10-K	2016	FY	New Accounting Pronouncements, Policy
10-K	2016	FY	Basis Of Presentation And Significant Accounting Policies
Acquired Sales Corp			
10-Q	2014	Q2	Recent Accounting Pronouncements
10-Q	2014	Q2	Note 1 - Basis of Presentation and Significant Accounting

topic 606

View Notes -- 2U, Inc. 2016 Q3 10-Q New Accounting Pronouncements, Policy

In April 2015, the FASB issued ASU No. 2015-03, *Interest — Imputation of Interest (Subtopic 835-30): Simplifying the Presentation of Debt Issuance Costs*. The ASU simplifies the presentation of debt issuance costs by requiring that such costs be presented in the consolidated balance sheets as a direct deduction from the carrying value of the associated debt instrument, consistent with debt discounts. Subsequent to the issuance of this ASU, the SEC staff announced that the presentation of debt issuance costs associated with line-of credit arrangements may be presented as an asset. This announcement was codified by the FASB in ASU 2015-15. The amendments in these ASUs are effective for fiscal years beginning after December 15, 2015. The Company adopted this ASU on January 1, 2016. Adoption of this standard did not have a material impact on the Company's consolidated financial position and related disclosures.

In January 2015, the FASB issued ASU No. 2015-01, *Income Statement — Extraordinary and Unusual Items (Subtopic 225-20): Simplifying Income Statement Presentation by Eliminating the Concept of Extraordinary Items*. The ASU simplifies income statement presentation by eliminating the concept of extraordinary items. The amendments in this ASU are effective for fiscal periods beginning after December 15, 2015. The Company adopted this ASU on January 1, 2016. Adoption of this standard did not have a material impact on the Company's consolidated financial position and related disclosures.

In August 2014, the FASB issued ASU No. 2014-15, *Presentation of Financial Statements — Going Concern (Subtopic 205-40): Disclosure of Uncertainties about an Entity's Ability to Continue as a Going Concern*. The ASU requires that an entity's management evaluate whether there are conditions or events that raise substantial doubt about the entity's ability to continue as a going concern within one year after the date that the financial statements are issued. The amendments in this ASU are effective for annual reporting periods ending after December 15, 2016. The Company does not expect the new standard to have a significant impact on its reporting process.

In May 2014, the FASB issued ASU No. 2014-09, *Revenue from Contracts with Customers (Topic 606)*, which requires an entity to recognize the amount of revenue to which it expects to be entitled for the transfer of promised goods or services to customers. The ASU will replace most existing revenue recognition guidance in U.S. GAAP when it becomes effective. In July 2015, the FASB deferred the mandatory effective date of this ASU by one year from January 1, 2017 to January 1, 2018. Early application is permitted, but not prior to the original effective date of January 1, 2017. Subsequently, the FASB has issued the following standards related to ASU No. 2014-09: ASU No. 2016-08, *Revenue from Contracts with Customers (Topic 606): Principal versus Agent Considerations*; ASU No. 2016-10, *Revenue from Contracts with Customers (Topic 606): Identifying Performance Obligations and Licensing*; and ASU No. 2016-12, *Revenue from Contracts with Customers (Topic 606): Narrow-Scope Improvements and Practical Expedients*. The Company must adopt ASU No. 2016-08, ASU No. 2016-10 and ASU 2016-12 with ASU 2014-09 (collectively, the "new revenue standards"). The new revenue standards may be applied retrospectively to each prior period presented or retrospectively with the cumulative effect recognized as of the date of adoption. The Company is currently evaluating the effect that the new standards will have on its consolidated financial position and related disclosures. The Company has not yet selected a transition method nor has it determined the effect of the new

The idaciti platform empowered Company IPO to search SEC comment letters quickly and discover the types of issues that the SEC had raised with these peer companies.

Add New Notes Card

SaaS Companies

Search Options

non-gaap

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2017

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☐ 10-K
☐ 10-K/A
☐ Selected Forms
☐ 10-Q
☐ 10-Q/A
☐ 8-K
☐ 20-F
☐ 6-K

☐ MD&A
☐ All
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☐ Quarterly

☐ Earnings-Release
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☐ Quarterly

☒ SEC Comment Letters
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Salesforce Com Inc

☒ 05/13/2014 SEC Comment Letter

05/15/2014 Company Correspondence
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07/02/2014 SEC Comment Letter
07/31/2014 Company Correspondence
08/05/2014 SEC Comment Letter (Final)

☐ 07/02/2010 SEC Comment Letter

07/15/2010 Company Correspondence
07/21/2010 Company Correspondence
09/30/2010 SEC Comment Letter
10/08/2010 Company Correspondence
10/13/2010 SEC Comment Letter (Final)

IntraLinks Holdings, Inc.

☐ 05/07/2013 SEC Comment Letter

05/20/2013 Company Correspondence
06/19/2013 SEC Comment Letter (Final)

LogMeIn, Inc.

☐ 06/23/2014 SEC Comment Letter

06/24/2014 Company Correspondence
06/24/2014 Company Correspondence
07/22/2014 Company Correspondence

Save Notes Card

non-gaap

View Notes -- Salesforce Com Inc 05/13/2014 SEC Comment Letter

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

May 13, 2014

Via E-mail.

Graham Smith

Chief Financial Officer

salesforce.com, inc.

The Landmark @ One Market, Suite 300

San Francisco, CA 94105

Re: salesforce.com, inc.

Form 10-K for the Fiscal Year Ended January 31, 2014

Filed March 5, 2014

File No. 001-32224

Dear Mr. Smith:

We have reviewed your filing and have the following comments. Please note we have limited our review to only your financial statements and related disclosures. In comments, we may ask you to provide us with information so we may better understand disclosure.

Pleased with the results, Company IPO undertook critical analyses and examined valuable details without spending substantial time and money to access and collect the data. It was better able to conduct textual analyses to understand how its peers were disclosing certain accounting policies. Finally, XBRL let the company rapidly analyze important non-GAAP data in MD&A sections.

How issuers are handling earnings calls and releases



Abstracted from: *Taking A Closer Look At The Earnings Disclosure Process*

The Corporate Counsel

Vol. 42, No. 1, Pgs. 1-10

Spotlight on earnings disclosure. The SEC staff has recently intensified its oversight of non-GAAP financial measures, which are normally presented in earnings releases and calls. This focuses attention on releases and calls, two long-standing voluntary channels for public companies to disclose earnings before filing their 10-Qs and 10-Ks. Earnings releases serve to satisfy the expectations of the investment community and the media, to open the insider-trading window, and to comply with the stock exchanges' speedy-disclosure rules. The audience includes competitors and plaintiffs' lawyers, who seek false or misleading statements or omissions.

Furnishing releases instead of filing them with the SEC, notes *The Corporate Counsel*, sidesteps liability under Sections 10(b) and 18 of the 1934 Act plus liability under the 1933 Act for material incorporated by reference in a registration statement (unless the issuer does indeed incorporate by reference). Releases usually provide unaudited financial tables, give operational and other vital metrics, talk about material developments (e.g., financial performance), and quote the CEO or the CFO. They have to comply with Regulation FD. Almost all companies issue them as press releases, with concurrent website posting.

Cues for compliance. Item 2.02 of [Form 8-K](#) covers earnings releases. A company that issues—in writing or orally—a release containing material, nonpublic data about its results of operations or its fiscal condition for a completed fiscal quarter or year has to file an 8-K, disclosing the date of the release, identifying it, and providing its text as an exhibit. Item 2.02 even covers preliminary numbers, which could include estimates. The deadline is the fourth

business day after issuance of the release, but most companies file their 8-K on EDGAR and issue the release simultaneously.

According to the [staff](#), a company that misses the deadline may still utilize Form S-3. Companies might wish to incorporate by reference into a registration statement some of a release's earnings data but not forward-looking or "soft" statements, so they generally excerpt the former for filing under Item 8.01 of 8-K. The release should comply with Regulation G, which requires reconciliation of any non-GAAP financial measure provided with the most comparable GAAP measure. Regulation G also forbids disclosure of any non-GAAP financial measure that, when read with the accompanying data and discussion, includes an untrue or misleading statement.

Earnings call, with script and Q&A. Before holding an earnings call—which uses a script and a question-and-answer session—in tandem with an earnings release, the company must publish a press release that tells when the call will occur, how to join it, and where to obtain the materials that will be referred to in it. The press release fulfills one condition of the 8-K Item 2.02 exemption from having to reveal the call's contents and also satisfies Regulation FD. While advance notice of two weeks is usually reasonable, *The Corporate Counsel* points out, special circumstances might dictate longer or justify shorter notice. During calls, companies must employ the safe harbor from 1934 Act Section 21E for any forward-looking statements and comply with Regulation G. Companies have been experimenting with different methods of disclosure, perhaps indicating the diminishing importance of earnings calls.

Prompt way to soften the blow. Pre-releasing bad quarterly financial news—that is, publicizing it before an earnings call—is a time-honored means of maintaining credibility with investors and analysts. Because the stock price could plunge, however, in-house power centers should all support the pre-release and work together on implementation. Wall Street commonly backs a pre-release when a company expects to fall substantially below estimates, although opinions on what is substantial vary from well below 5% to as much as 10%. The pre-release period runs roughly from the applicable fiscal quarter's last few weeks until the next quarter's first week.

A pre-release generally appears in a press release, which must comply with Regulation FD; the process should resemble that for an earnings release; and an accompanying conference call, publicized in compliance with FD, is often prudent. There is no consensus on how tightly companies should control all aspects of earnings disclosure, which is in a gray area, with no auditing or line-item-disclosure rules. Moreover, mistakes can happen even if controls exist, and—unlike for 10-Ks and 10-Qs—there is no obvious method for correcting a misstatement in an earnings release or an earnings call.

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IPO market growing, along with SEC support for IPO issuers

By *DIMENSIONS* staff

Study finds signs of life on Planet IPO

After a lackluster 2016, the market for initial public offerings shows signs of a revival in 2017. Simultaneously, the SEC has indicated a renewed interest in supporting IPOs under its new chair, Jay Clayton, who has stated that capital formation will be one of his highest priorities.

In the [2017 edition](#) of its annual look at the IPO market, law firm Proskauer Rose reports that 20 IPOs were initiated in the first quarter of 2017, a substantial increase from just six during the same period in 2016. One possible reason for the resurgence in IPOs, the Proskauer lawyers suggest, is that “the market appears to be more comfortable with less financial information from emerging growth companies.”

Under the JOBS Act, [emerging growth companies](#) are only required to file two years of audited financial statements in their IPO to ease their initial reporting, as compared to the three or more years of data required in many registration statements. In 2016, 75% of emerging growth companies took advantage of this option by filing two years’ worth of audited financial statements instead of three, a 92% increase since 2013. Furthermore, Proskauer reports, 60% of the emerging growth companies presented only two years’ worth of selected financial statements in 2016, while just 15% included five years’ worth.

Trends in SEC reviews seem favorable to IPO companies

According to the experts at Proskauer, the SEC seems to be relaxing its review somewhat in recent IPO filings. The SEC sent an average of four comment letters per company during IPO reviews in 2016, a 40% reduction since 2013 in the average number of SEC comments given in the first comment letter. “This decrease appears to be partially related to issuers receiving fewer boilerplate comments, i.e., comments that are not issuer specific and relate more to general process requirements,” explains the firm. Additionally, the option for new companies to have the SEC confidentially review their draft IPO (DRS-Draft Registration Statement) allows filers to hone their content prior to publicly filing, potentially decreasing the number of comments they receive.

The types of comments that the SEC staff has been issuing to IPO companies tend to vary by sector. Proskauer notes the following patterns in the topics of SEC comments directed to IPO filers during 2013–2016:

- 83% of IPO companies in technology, media, and telecommunications received comments on revenue recognition
- 66% of health-care companies received comments on cheap stock
- 61% of companies in the industrials sector received operating-segment comments

In general, recent IPO filers have faced the same scrutiny of their non-GAAP financial measures that the SEC has directed at all filers. Among the 66 IPO companies in 2016 that the Proskauer lawyers studied, 47 (71%) disclosed at least one non-GAAP metric. For 55% of them, the SEC staff sent at least one comment about non-GAAP disclosures.

Capital formation is a high priority for the SEC's new leadership

The SEC is undergoing a leadership transition in 2017 that seems likely to foster an even more favorable environment for IPOs. Unlike the Obama-era chair, former prosecutor and litigator Mary Jo White, the SEC's newly confirmed chair is a transactional lawyer focused on mergers and acquisitions and public offerings. Jay Clayton is expected to focus more on improving capital markets than on the kind of enforcement that Mary Jo White had favored.

For example, in his [opening statement](#) at the confirmation hearing held by the Senate Committee on Banking, Housing, and Urban Affairs, he expressed his belief that "our public capital markets are less attractive to businesses than in the past" and that there is "meaningful room for improvement." (For details about the SEC's transition under Mr. Clayton, see the [May 2017 issue of DIMENSIONS](#).)

The SEC held an informative event in May 2017 that echoed the chair's views. At New York University, the SEC's Division of Economic and Risk Analysis (DERA) hosted a [symposium](#) with IPO stakeholders, titled *Reviving the US IPO Market*. The participants discussed the economic causes of the recent downturn in the IPO market and solicited ideas that might "encourage more capital-raising through IPOs."

In his [opening remarks](#), SEC Commissioner Michael Piowar, the agency's acting chair after Ms. White's departure, reminded his audience that under the new chair, "making public capital markets more attractive to business while providing appropriate safeguards for investors will be a priority for the Commission."

Commissioner Piowar noted some IPO-friendly moves that the SEC made during his brief (yet active) interim leadership. "As a start, during my tenure as acting chairman, the Commission adopted amendments to conform our rules and forms to Title I of the JOBS Act," he said. "Specifically, Title I of the JOBS Act provided an IPO on-ramp for emerging growth companies, allowing them to use scaled disclosure for a certain period of time. It also improved the information available for IPO firms by allowing analyst reports to be published during the quiet period."

Perhaps most intriguingly, Commissioner Piowar hinted at a renewed SEC interest in regulatory changes to serve the interests of IPO companies. "Both Chairman Clayton and I are especially interested in any suggestions for regulatory and other reforms that could be implemented to reverse the more-than-decade-long decline in US IPOs."