ASSURANCE

ACCOUNTING, REPORTING AND AUDITING DEVELOPMENTS / 2022 Q1

April 28, 2022

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FIRST QUARTER 2022 ACCOUNTING AND ASSURANCE UPDATE

The developments included in this Accounting and Assurance (A&A) Update are intended to be a reminder of recently issued accounting and auditing standards and other guidance that may affect our clients in the current reporting period. This quarterly A&A Update is intended as general information and should not be relied upon as being definitive or all-inclusive. Throughout the document we have also referenced other DHG A&A Updates and external publications, as applicable. Recent quarterly A&A Updates can be found under Assurance Alerts on the DHG Resource Center.

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ACCOUNTING & FINANCIAL REPORTING MATTERS

FINANCIAL ACCOUNTING STANDARDS BOARD (FASB)

The following Accounting Standard Updates (ASUs) were recently issued by the FASB. For a summary of their effective dates, along with past ASUs issued and their corresponding effective dates, refer to Appendix A and B for public business entities and Appendix C for private companies.

ASU 2022-01 – Derivatives and Hedging (Topic 815) – Fair Value Hedging – Portfolio Layer Method

In March 2022, the FASB issued this ASU to clarify the accounting guidance found in ASC Topic 815 as it relates to hedge accounting of interest rate risk for portfolios of financial assets. This ASU amends the guidance previously issued under ASU 2017-12. Key amendments under the ASU include:

- Expansion of the current last-of-layer method that permits only one hedge layer to allow multiple hedge layers of a single closed portfolio (resulting in this being renamed the portfolio layer method)
- Expansion of the portfolio layer method to include nonprepayable financial assets
- Specify that eligible hedging instruments in a single-layer hedge may include spot-starting or forward-starting constant-notional swaps, or spot- or forward-starting amortizing-notional swaps and that the number of hedged layers (single or multiple) corresponds with the number of hedges designated
- Provide additional guidance on accounting for and disclosure of hedge basis adjustments that are applicable to the portfolio layer method whether a single hedge layer or multiple hedge layers are designated
- Specify how hedge basis adjustments should be considered when determining credit losses for the assets included in the closed portfolio

The amendments in this ASU apply to all entities that elect to apply the portfolio layer method of hedge accounting in accordance with Topic 815. The amendments in this update are effective for public business entities for fiscal years beginning after December 15, 2022, and interim periods within those fiscal years. For all other entities, the amendments are effective for fiscal years beginning after December 15, 2023, and interim periods within those fiscal years. Early adoption is permitted on any date on or after the issuance of ASU 2022-01 for any entity that has adopted the amendments in ASU 2017-12 for the corresponding period.

ASU 2022-02 – Financial Instruments – Credit Losses (Topic 326) – Troubled Debt Restructurings and Vintage Disclosures

In March 2022, the FASB issued this ASU to respond to feedback received during the post-implementation review process from stakeholders who have implemented ASU 2016-13. The amendments in this update address two main topics as follows:

- Issue 1 – Troubled Debt Restructurings by Creditors
  - The amendments in this Update eliminate the accounting guidance for Troubled Debt Restructurings (TDR) by creditors in Subtopic 310-40, *Receivables – Troubled Debt Restructurings by Creditors*. The amendment also enhances disclosure requirements for certain loan refinancing and restructuring by creditors when a borrower is experiencing financial difficulty. An entity must apply the loan refinancing and restructuring guidance in Topic 310 to determine whether a modification results in a new loan or a continuation of an existing loan.
- Issue 2 – Vintage Disclosures – Gross Write-offs
  - For public business entities, this Update requires that an entity disclose current-period gross write-offs by year of origination for financing receivables and net investments in leases within the scope of Subtopic 326-20.

For entities that have adopted the amendments in ASU 2016-13, the amendments in this Update are effective for fiscal years beginning after December 15, 2022, including interim periods within those fiscal years. For entities that have not yet adopted the amendments in ASU 2016-13, the effective dates for the amendments in this Update are the same as the effective dates in Update 2016-13. The amendments in this update should be applied prospectively, except as it relates to the recognition and measurement of TDRs, an entity has the option to apply a modified retrospective transition

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method, resulting in a cumulative-effect adjustment to retained earnings in the period of adoption. Early adoption of the amendments in this Update is permitted if an entity has adopted the amendments in Update 2016-13, including adoption in an interim period. If an entity elects to early adopt the amendments in this Update in an interim period, the guidance should be applied as of the beginning of the fiscal year that includes the interim period.

OTHER FASB MATTERS

FASB Proposals

The FASB issued a proposed ASU – Liabilities—Supplier Finance Programs (Subtopic 405-50): *Disclosure of Supplier Finance Program Obligations* in efforts to enhance the transparency of supplier finance programs in financial statements and accompanying disclosures. The amendments in this proposed ASU would apply to all entities that use supplier finance programs in connection with the purchase of goods and services and would require a buyer in such arrangements to disclose certain information about the program, which would include:

1. The key terms of the program
2. For the obligation amount that the buyer has confirmed as valid to the finance provider or intermediary:
   a. The amount outstanding (that is, the amount that remains unpaid by the buyer) as of the end of the period (the outstanding confirmed amount)
   b. A description of where that amount is presented in the balance sheet
   c. Changes in that amount during the period, including the amount of obligations confirmed and the amount subsequently paid.

The amendments in the proposed ASU would be applied retrospectively for each period in which a balance sheet is presented. The deadline for comments was March 21, 2022.

U.S. SECURITIES & EXCHANGE COMMISSION (SEC)

SEC Proposes Enhancements to Climate-Related Disclosures

The SEC has proposed rule amendments that will require registrants to include certain climate-related information in their registration statements and periodic reports, such as on Form 10-K. Required information would include the following:

- Climate-related risks and their actual or likely material impacts on the registrant's business, strategy and outlook
- The registrant's governance of climate-related risks and relevant risk management processes
- The registrant's greenhouse gas (GHG) emissions
- Certain climate-related financial statement metrics and related disclosures in a note to its audited financial statements
- Information about climate-related targets and goals, and transition plan, if any

Disclosure of GHG emissions is broken into three scopes:

Scope 1: Registrant's direct GHG emissions

Scope 2: Indirect GHG emissions from purchased electricity and other forms of energy

Scope 3: Indirect emissions from upstream and downstream activities in a registrant's value chain

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For registrants that are either a large accelerated or accelerated filer, the proposed rules would require the registrant to obtain an attestation report from an independent attestation service provider covering, at a minimum, Scopes 1 and 2 emissions disclosure.

The proposed rules would include a phase-in period for all registrants, with the compliance date dependent upon the registrant's filer status. Assuming a December 2022 effective date, the phase-in compliance dates would be as follows for a registrant with a December 31 fiscal year end:

Registrant Type	Disclosure Compliance Date	
	All proposed disclosures, including GHG emissions metrics: Scope 1, Scope 2, and associated intensity metric, but excluding Scope 3	GHG emissions metrics: Scope 3 and associated intensity metric
Large Accelerated Filer	Fiscal year 2023 (filed in 2024)	Fiscal year 2024 (filed in 2025)
Accelerated and Non-Accelerated Filer	Fiscal year 2024 (filed in 2025)	Fiscal year 2025 (filed in 2026)
Smaller Reporting Companies (SRCs)	Fiscal year 2025 (filed in 2026)	Exempted

Filer Type	Limited Assurance	Reasonable Assurance
Large Accelerated Filer	Fiscal year 2024 (filed in 2025)	Fiscal year 2026 (filed in 2027)
Accelerated Filer	Fiscal year 2025 (filed in 2026)	Fiscal year 2027 (filed in 2028)

Comments on the proposed rule are due by May 20, 2022.

SEC Proposes Rules on SPACs, Shell Companies and Projections

The SEC has proposed rules and amendments regarding special purpose acquisition companies (SPACs), shell companies and projections disclosure. Specifically, the proposed rules would require enhanced disclosure in initial public offerings by SPACs and in de-SPAC transactions including:

- Enhanced disclosures regarding, among other things, SPAC sponsors, conflicts of interest and dilution
- Additional disclosures on de-SPAC transactions, including with respect to the fairness of the transactions to the SPAC investors
- A requirement that the private operating company would be a co-registrant when a SPAC files a registration statement on Form S-4 or Form F-4 for a de-SPAC transaction
- A re-determination of smaller reporting company status within four days following the consummation of a de-SPAC transaction
- An amended definition of "blank check company" to make the liability safe harbor in the Private Securities Litigation Reform Act of 1995 for forward-looking statements, such as projections, unavailable in filings by SPACs and certain other blank check companies
- A rule that deems underwriters in a SPAC initial public offering to be underwriters in a subsequent de-SPAC transaction when certain conditions are met

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In addition, the proposed rules applicable to business combination transactions involving shell companies, including SPACs, would deem by rule that a business combination transaction involving a reporting shell company and another entity that is not a shell company constitutes a sale of securities to the reporting shell company's shareholders for purposes of the Securities Act of 1933 (the Securities Act). This will better align the required financial statements of private operating companies in transactions involving shell companies with those required in registration statements for initial public offerings. Further, the proposed amendments to Item 10(b) of Regulation S-K would expand and update the Commission's guidance on the presentation of projections of future economic performance in Commission filings to allow investors to better assess the reliability of the projections and whether they have a reasonable basis.

The proposed rule would also address the status of SPACs as "investment companies" under the Investment Company Act of 1940 (Investment Company Act or the Act). Under the proposed rule, if a SPAC complies with certain conditions within the rule, it would not need to register as an investment company under the Investment Company Act.

Comments on the proposed rule are due 30 days after publication in the federal register or May 31, 2022, whichever is later.

Paul Munter Gives Statement on Assessing Materiality

The SEC's Acting Chief Accountant, Paul Munter, recently gave a statement on assessing materiality, specifically discussing the consideration of a reasonable investor when evaluating identified errors. He noted that the determination of whether an error is material is an objective assessment focused on whether there is a substantial likelihood it is important to the reasonable investor. In addition, he noted that registrants, auditors and audit committees need to thoroughly and objectively evaluate the total mix of information, including both quantitative and qualitative factors to determine whether an error is material to investors. The Office of the Chief Accountant (OCA) has noted that the interpretive guidance in SAB No. 99 speaks to circumstances where a quantitatively small error could be material because of qualitative factors; however, the OCA is often involved in discussions where the reverse is argued – a quantitatively significant error is immaterial because of qualitative considerations. Mr. Munter commented that the SEC staff believes that as the quantitative magnitude of the error increases, it becomes increasingly difficult for qualitative factors to overcome the quantitative significance of the error. He also noted that the identification of an accounting error also impacts management's assessment of the effectiveness of Internal Control over Financial Reporting (ICFR). Management's ICFR effectiveness assessment must consider the magnitude of the potential misstatement that could result from a control deficiency, and the actual error is only the starting point for determining the potential impact and severity of a deficiency. Therefore, while the existence of a material accounting error is an indicator of the existence of a material weakness, a material weakness may also exist without the existence of a material error. You can read Paul Munter's full statement here.

SEC Proposes Rules on Cybersecurity

The SEC has proposed amendments to its rules to enhance and standardize disclosures regarding cybersecurity risk management, strategy, governance and incident reporting by public companies. The proposed amendments include a requirement of current reporting about material cybersecurity incidents and periodic reporting to provide updates about previously reported cybersecurity incidents. In addition, the proposed amendments would also require periodic reporting about a registrant's policies and procedures to identify and manage cybersecurity risks, the registrant's board of directors' oversight of cybersecurity risk, and management's role and expertise in assessing and managing cybersecurity risk and implementing cybersecurity policies and procedures. Further, the proposed amendments would include a requirement for annual reporting or certain proxy disclosure about the board of directors' cybersecurity expertise, if any.

The comment period will remain open for 60 days following publication of the proposing release on the SEC's website or 30 days following publication of the proposing release in the Federal Register, whichever period is longer.

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SEC Publishes Annual Staff Report on Nationally Recognized Statistical Rating Organizations

The Office of Credit Ratings (OCR) issued its annual Staff Report on Nationally Recognized Statistical Rating Organizations (NRSROs), which provides a summary of the staff's examinations of NRSROs, as well as discusses the state of competition, transparency and conflicts of interest among NRSROs. In prior years, OCR published two separate reports: The Annual Report to Congress and the Summary Examination Report; however, for the first time, OCR has prepared one report that combines the information from the two reports to present OCR's annual activity in a more integrated way. The Report includes a summary of the staff's findings from the most recently completed examination of each NRSRO. Prior years' annual reports can be found here.

SEC Staff Provides Guidance on Responses to Rule 14a-8 No-Action Requests

During the last two proxy seasons, the Division of Corporation Finance (the Division) staff have responded to each shareholder proposal no-action request with a written letter in limited circumstances and communicated majority of responses via notations to a chart maintained on the Division's website. The staff have reconsidered this approach and will return to the prior practice in which the staff will respond to each shareholder proposal no-action request with a written letter, similar to those issued in prior years. The response letters will be posted publicly on the Division's website in a timely manner. While the staff will no longer communicate its responses via a chart, they expect to publish a chart at the completion of the proxy season.

SEC Staff Provides Guidance on Courtesy Copy of Materials

The Division of Corporation Finance and Investment Management have provided guidance to request that paper "courtesy copies" of materials that are filed or submitted via the Electronic Data Gathering, Analysis, and Retrieval (EDGAR) system, email, online form or other electronic method of communication no longer be sent as a matter of course. Instead, these paper copies should only be provided at the request of the staff.

OTHER SEC MATTERS

SEC Proposes Rule Amendments to Modernize Beneficial Ownership Reporting

The SEC has proposed rule amendments governing beneficial ownership reporting under Securities Exchange Act of 1934 (Exchange Act) Sections 13(d) and 13(g). The proposed amendments to Regulation 13D-G would result in the following:

- Accelerate the filing deadlines for Schedules 13D and 13G beneficial ownership reports
- Expand the application of Regulation 13D-G to certain derivative securities
- Clarify the circumstances under which two or more persons have formed a "group" that would be subject to beneficial ownership reporting obligations
- Require that Schedules 13D and 13G be filed using a structured, machine-readable data language

Read more on these proposed amendments, summarized in the Fact Sheet.

SEC Proposes Changes to Whistleblower Program Rules

The SEC has proposed two amendments to the rules governing its whistleblower program. The proposed amendment to Rule 21F-3 would allow the SEC to pay whistleblower awards for certain actions brought by other entities, including designated federal agencies in cases where those awards might otherwise be paid under the other entity's whistleblower program. In addition, the proposed amendments would affirm the SEC's authority under Rule 21F-6 to consider the dollar amount of a potential award for the limited purpose of increasing the award amount, and it would eliminate the SEC's authority to consider the dollar amount of a potential award for the purpose of decreasing an award.

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SEC Proposes to Enhance Private Fund Investor Protection

The SEC has proposed new rules and amendments under the Advisers Act. The proposed new rules would:

- Require private fund advisers registered with the SEC to provide investors with quarterly statements detailing information about private fund performance, fees and expenses
- Require registered private fund advisers to obtain an annual audit for each private fund and cause the private fund's auditor to notify the SEC upon certain events
- Require registered private fund advisers, in connection with an adviser-led secondary transaction, to distribute to investors a fairness opinion and a written summary of certain material business relationships between the adviser and the opinion provider
- Prohibit all private fund advisers, including those that are not registered, from engaging in certain activities and practices that are contrary to the public interest and the protection of investors
- Prohibit all private fund advisers from providing certain types of preferential treatment that have a material negative effect on other investors, while also prohibiting all other types of preferential treatment unless disclosed to current and prospective investors.

In addition, the SEC is proposing to require all registered advisers, including those that do not advise private funds, to document the annual review of their compliance policies and procedures in writing.

Read more on these proposed amendments, summarized in the Fact Sheet.

SEC Proposes Cybersecurity Risk Management Rules and Amendments for Registered Investment Advisers and Funds

The SEC has proposed rules related to cybersecurity risk management for registered investment advisers and registered investment companies and business development companies (funds), as well as certain amendments to certain rules that govern investment adviser and fund disclosures. More specifically, the proposed rules would:

- Require advisers and funds to adopt and implement written policies and procedures that are reasonably designed to address cybersecurity risks
- Require advisers to report significant cybersecurity incidents to the SEC on proposed Form ADV-C
- Enhance adviser and fund disclosures related to cybersecurity risks and incidents
- Require advisers and funds to maintain, make and retain certain cybersecurity-related books and records

Read more on these proposed amendments, summarized in the Fact Sheet.

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PUBLIC COMPANY ACCOUNTING OVERSIGHT BOARD (PCAOB)

PCAOB Creates Two Advisory Groups

On January 31, 2022, the PCAOB announced the creation of two advisory groups, the Investor Advisory Group (IAG) and the Standards and Emerging Issues Advisory Group (SEIAG). On March 29, 2022, the Board adopted charters governing the membership and activities of these two groups.

The IAG advises the PCAOB on matters concerning the PCAOB's mission to oversee the audit of companies that are subject to the securities laws and related matters, in order to protect the interests of investors and further the public

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interest in the preparation of informative, accurate and independent audit reports, including investors' perspectives on key areas of concern and potential emerging issues related to the PCAOB's oversight activities.

The SEIAG advises the PCAOB on existing standards, proposed standards, potential new standards and on matters other than standards, such as emerging issues, that are of significance to the PCAOB in order to protect the interests of investors and further the public interest in the preparation of informative, accurate and independent audit reports.

AMERICAN INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS (AICPA)

Auditing Standards Board (ASB) issues for public exposure proposed Statement on Auditing Standards – *Special Considerations – Audits of Group Financial Statements (Including the Work of Component Auditors and Audits of Referred to Auditors)*

On March 24, 2022, the ASB issued for public exposure the proposed Statement on Auditing Standards (SAS) *Special Considerations – Audits of Group Financial Statements (Including the work of Component Auditors and Audits of Referred to Auditors*). The ASB has drafted this Exposure Draft to converge with the International Auditing and Assurance Standards Board's (IAASB) International Standard on Auditing (ISA) 600, *Special Considerations-Audits of Group Financial Statements (Including the Work of Component Auditors)* (ISA 600 [Revised]).

It is expected that the proposed SAS if adopted would:

- Clarify and reinforce that all applicable AU-C Sections need to be applied in a group audit engagement
- Provide greater clarity on scope and applicability of the proposed SAS through enhancements to the definition of group financial statements.

The proposed standard would supersede SAS No. 122, *Statements on Auditing Standards: Clarification and Recodification, as amended, section 600, Special Considerations - Audits of Group Financial Statements (Including the Work of Component Auditors*). It would also amend other SASs to conform to the group audits standard.

If adopted as proposed, the new standard would be effective for audits of group financial statements for periods ending on or after December 15, 2026.

ASB Votes to Issue as Final SAS Inquiries of Predecessor Auditor Regarding Fraud and Noncompliance with Laws and Regulations

On March 9, 2022, the ASB voted to issue as a final SAS, *Inquiries of the Predecessor Auditor Regarding Fraud and Noncompliance with Laws and Regulations.* This SAS amends generally accepted auditing standards (GAAS) with respect to communication requirements between predecessor and successor auditors with regards to:

1. Identified or suspected fraud
2. Matters involving noncompliance or suspected noncompliance with laws and regulations

The new SAS will have an effective date for auditors of financial statements for periods beginning on or after June 30, 2023.

AICPA's Governmental Audit Quality Center (GACQ) Publishes Practice Aid on Audit Scope Considerations for Provider Relief Fund Distributions in Parent-Subsidiary Relationships

In March 2022, the AICPA's GACQ published the Practice Aid, *Audit Scope Considerations for Provider Relief Fund General and Targeted Distributions in Parent-Subsidiary Relationships.* The Practice Aid provides nonauthoritative guidance that discusses audit scope considerations for Provider Relief Fund general and targeted distributions in parent-subsidiary corporate relationships that are subject to U.S. Department of Health and Human Services audit requirements. The Practice Aid can be found here.

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AICPA Proposes Amendments to Compliance Audit Standards

On February 7, 2022, the AICPA issued an exposure draft proposing amendments to AU-C Section 935. The exposure draft proposes to amend AU-C section 935, *Compliance Audits* to update the appendix and conform AU-C section 935 to reflect the issuances of SAS No. 142, *Audit Evidence* and No. 145, *Understanding the Entity and Its Environment and Assessing the Risks of Material Misstatement.*

If adopted as proposed, the proposed amendments relating to AU-C section 501 would align with the effective date of SAS 142 and would be effective for compliance audits for fiscal periods ending on or after December 15, 2022. All other proposed amendments would be effective for compliance audits for fiscal periods ending on or after December 15, 2023. Early implementation would be permitted.

AICPA Approves Clarified Standards for Performing and Reporting on Peer Reviews

On February 2, 2022, the Peer Review Board of the AICPA approved the proposed Clarified AICPA Standards for Performing and Reporting on Peer Reviews. Key updates to the standard include:

- The majority of procedures in a system review will not be required to be performed at the reviewed firm's office; the extent of procedures will be determined by assessing peer review risk.
- The number of office visits on system reviews will also be determined by assessing peer review risk.
- A surprise engagement selection will not be required but still may be selected based on assessment of peer review risk.
- Fail reports on engagement reviews will only identify "deficiencies" instead of the extant term "significant deficiencies;" the extant term did not imply severity, only that a deficiency was present on all engagements reviewed.
- While not required by the clarified standards, administering entities may adopt policies to include peer review documents for single audit engagements in materials for their Report Acceptance Body (RAB) meetings.
- Guidance for performing and reporting on quality control materials (QCM) reviews will no longer be included. Instead, QCM providers may choose to have an examination of their materials conducted in accordance with attestation standards established by the AICPA.

The updated standards are effective for peer reviews commencing on or after May 1, 2022. Early adoption is not permitted. See the link for further information.

CENTER FOR AUDIT QUALITY (CAQ)

CAQ Alert 2022-01: Addendum to November 6, 2021, International Practices Task Force – Monitoring Inflation in Certain Countries

On March 16, 2022, the CAQ issued an alert to amend the most recent inflation discussion document dated November 6, 2021, to reflect significant changes to the inflation rates in Turkey since that date.

APPENDIX A - ACCOUNTING STANDARDS AFFECTING PUBLIC BUSINESS ENTITIES IN 2022

The following table presents ASUs that become effective in 2022. Please refer to the individual ASUs in their entirety for additional guidance.

Accounting Standards Update	Effective Date of Public Business Entities	Transition	Early Adopt	Summary
ASU 2021-10 – Government Assistance (Topic 832): Disclosures by Business Entities about Government Assistance	The amendments in this Update are effective for all entities within their scope for financial statements issued for annual periods beginning after December 15, 2021.	Prospective or Retrospective [1]	✔	This ASU was issued to increase the transparency of government assistance including the disclosure of (1) the types of assistance, (2) an entity's accounting for the assistance, and (3) the effect of the assistance on an entity's financial statements. There is currently no specific authoritative guidance on the accounting for, or the disclosure of, government assistance received by business entities. The amendments in this ASU require the following annual disclosures about transactions with a government that are accounted for by applying a grant or contribution accounting model by analogy to other accounting guidance are required to disclose: 1. Information about the nature of the transactions and the related accounting policy used to account for the transactions 2. The line items on the balance sheet and income statement that are affected by the transactions and the amounts applicable to each financial statement line item 3. Significant terms and conditions of the transactions, including commitments and contingencies.
ASU 2021-06 - Presentation of Financial Statements (Topic 205), Financial Services—Depository and Lending (Topic 942), and Financial Services—Investment Companies (Topic 946): Amendments to SEC Paragraphs Pursuant to SEC Final Rule Releases No. 33-10786, Amendments to Financial Disclosures about Acquired and Disposed Businesses, and No. 33-10835, Update of Statistical Disclosures for Bank and Savings and Loan Registrants (SEC Update)	Upon Issuance.	N/A	N/A	This ASU amends and adds various SEC paragraphs pursuant to the issuance of SEC Final Rule Releases No. 33-10786, *Amendments to Financial Disclosures about Acquired and Disposed Businesses*, and No. 33-10835, *Update of Statistical Disclosures for Bank and Savings and Loan Registrants*.

1. An entity should apply the amendments in this Update either (1) prospectively to all transactions within the scope of the amendments that are reflected in financial statements at the date of initial application and new transactions that are entered into after the date of initial application or (2) retrospectively to those transactions.

APPENDIX A - ACCOUNTING STANDARDS AFFECTING PUBLIC BUSINESS ENTITIES IN 2022

Accounting Standards Update	Effective Date of Public Business Entities	Transition	Early Adopt	Summary
ASU 2021-05-Leases (Topic 842)-Lessors—Certain Leases with Variable Lease Payments	Fiscal years beginning after December 15, 2021, and interim periods within those fiscal years for public business entities.	Retrospective or Prospective[2]	✔	The amendments in this Update address stakeholders' concerns by amending the lease classification requirements for lessors to align them with practice under Topic 840. Lessors should classify and account for a lease with variable lease payments that do not depend on a reference index or a rate as an operating lease if both of the following criteria are met: 1. The lease would have been classified as a sales-type lease or a direct financing lease in accordance with the classification criteria in paragraphs842-10-25-2 through 25-3; and 2. The lessor would have otherwise recognized a day-one loss. See the full ASU for the relevant guidance.
ASU 2021-04-Earnings Per Share (Topic 260), Debt– Modifications and Extinguishments (Subtopic 470-50), Compensation—Stock Compensation (Topic 718), and Derivatives and Hedging– Contracts in Entity's Own Equity (Subtopic 815-40)	For all entities for fiscal years beginning after December 15, 2021, including interim periods within those fiscal years.	Prospective [3]	✔ [4]	The amendments in this Update provide guidance for a modification or an exchange of a freestanding equity-classified written call option that is not within the scope of another Topic. See the full ASU for the relevant guidance.
ASU 2021-01– Reference Rate Reform (Topic 848)	Upon Issuance.	Various; see full ASU for transition guidance	N/A	The amendments in this Update clarify that certain optional expedients and exceptions in Topic 848 for contract modifications and hedge accounting apply to derivatives that are affected by the discounting transition. Specifically, certain provisions in Topic 848, if elected by an entity, apply to derivative instruments that use an interest rate for margining, discounting, or contract price alignment that is modified as a result of reference rate reform. Amendments in this Update to the expedients and exceptions in Topic 848 capture the incremental consequences of the scope clarification and tailor the existing guidance to derivative instruments affected by the discounting transition.
ASU 2020-10—Codification Improvements	Fiscal years beginning after December 15, 2020.	Retrospective	✔ [5]	The amendments in this ASU affect a wide variety of topics in the accounting standards codification. They apply to all reporting entities within the scope of the affected accounting guidance and are intended to improve consistency and clarify the guidance.

2. Entities that have not adopted Topic 842 on or before the issuance date of this Update should follow the transition requirements of Topic 842 in paragraph 842- 10-65-1 for the amendments in this Update. This transition is either (1) retrospective to each prior period presented in the financial statements with the cumulative effect of transition recognized at the beginning of the earliest period presented or (2) retrospective to the beginning of the period of adoption with a cumulative effect of transition recognized at the beginning of the period of adoption. Entities that have adopted Topic 842 before the issuance date of this Update have the option to apply the amendments in this Update either (1) retrospectively to leases that commenced or were modified on or after the adoption of Update 2016-02 or (2) prospectively to leases that commence or are modified on or after the date that an entity first applies the amendments.
3. An entity should apply the amendments prospectively to modifications or exchanges occurring on or after the effective date of the amendments.
4. Early adoption is permitted for all entities, including adoption in an interim period. If an entity elects to early adopt the amendments in this Update in an interim period, the guidance should be applied as of the beginning of the fiscal year that includes that interim period.
5. Early application of the amendments in this Update is permitted for public business entities for any annual or interim period for which financial statements have not been issued.

APPENDIX A - ACCOUNTING STANDARDS AFFECTING PUBLIC BUSINESS ENTITIES IN 2022

Accounting Standards Update	Effective Date of Public Business Entities	Transition	Early Adopt	Summary
ASU 2020-08 – Codification Improvements to Subtopic 310-20, Receivables—Nonrefundable Fees and Other Costs	Fiscal years beginning after December 15, 2020, and interim periods within that fiscal year.	Prospective	No	The amendments in this ASU clarify that an entity should reevaluate whether a callable debt security is within the scope of paragraph 310-20- 35-33 for each reporting period. The amendments in this ASU affect the guidance in ASU 2017-08, *Receivables—Nonrefundable Fees and Other Costs (Subtopic 310-20): Premium Amortization on Purchased Callable Debt Securities.*
ASU 2020-07 – Not-for-Profit Entities (Topic 958): Presentation and Disclosures by Not-for-Profit Entities for Contributed Nonfinancial Assets	Fiscal years beginning after June 15, 2021, and interim periods within annual periods beginning after June 15, 2022.	Retrospective	✔	This ASU was issued to improve GAAP by increasing the transparency of contributed nonfinancial assets for not-for-profit (NFP) entities through enhancements to presentation and disclosure. The amendments in this ASU require that an NFP present contributed nonfinancial assets as a separate line item in the statement of activities, apart from contributions of cash and other financial assets, and also required additional disclosures.
ASU 2020-06 Debt — Debt with Conversion and Other Options (Subtopic 470-20) and Derivatives and Hedging – Contracts in Entity's Own Equity (Subtopic 815-40)	Various [6]	Modified retrospective or Full retrospective	✔ [7]	This ASU amends the guidance on convertible instruments and on the derivatives scope exception for contracts in an entity's own equity. In addition, this ASU improves and amends the related EPS guidance.
ASU 2020-04 – Reference Rate Reform (Topic 848) – Facilitation of the Effects of Reference Rate Reform on Financial Reporting	March 12, 2020, through December 31, 2022.	Various; see full ASU for transition guidance	N/A	This ASU provides for temporary, optional guidance to ease the potential burden in accounting for, or recognizing the effects of, reference rate reform on financial reporting. The provisions of this ASU are elective and applicable to all entities that have contracts, hedging relationships and other transactions, subject to certain criteria, that reference LIBOR or another reference rate to be discontinued because of reference rate reform. There are practical expedients and exceptions for applying GAAP to contract modifications and hedge accounting relationships affected by reference rate reform in order to facilitate a smoother transition to new reference rates. For contracts meeting certain criteria, a change in the contract's reference interest rate would be accounted for as a continuation of that contract rather than the creation of a new contract. This provision applies to loans, debt, leases, and other arrangements. An entity will also be permitted to preserve its hedge accounting when updating its hedging strategies in response to reference rate reform. The guidance will only apply to contracts or hedge accounting relationships that reference LIBOR or another reference rate expected to be discontinued due to reference rate reform.

6. For public business entities that meet the definition of a SEC filer, excluding entities eligible to be smaller reporting companies as defined by the SEC, the amendments are effective for fiscal years beginning after December 15, 2021, including interim periods within those fiscal years. For smaller reporting companies as defined by the SEC, the amendments are effective for fiscal years beginning after December 15, 2023, including interim periods within those fiscal years.
7. Early adoption is permitted, but no earlier than fiscal years beginning after December 15, 2020, including interim periods within those fiscal years.

APPENDIX A - ACCOUNTING STANDARDS AFFECTING PUBLIC BUSINESS ENTITIES IN 2022

Accounting Standards Update	Effective Date of Public Business Entities	Transition	Early Adopt	Summary
ASU 2020-01 – Investments – Equity Securities (Topic 321), Investments-Equity Method and Joint Ventures (Topic 323), and Derivatives and Hedging (Topic 815) – Clarifying the Interactions between Topic 321, Topic 323, and Topic 815 (a consensus of the FASB Emerging Issues Task Force)	Fiscal years beginning after December 15, 2020, and interim periods within those fiscal years.	Prospective	✔	This ASU was issued to address concerns over interactions between the measurement alternative provided in Topic 321, *Investments – Equity Securities* and the equity method of accounting in Topic 323, *Investments – Equity Method and Joint Ventures* in addition to concerns over the interactions between Topic 321, Topic 323 and Topic 815, *Derivatives and Hedging*. Clarification was provided that all entities, immediately before applying or discontinuing the equity method of accounting, should consider observable transactions for the purposes of applying the measurement alternative under Topic 321. The ASU provides clarification that when applying paragraph 815-10-15-141(a) a company should not consider whether, upon settlement or exercise, individually or with other existing investments, the underlying security would be accounted for under Topic 323 or the fair value option in accordance with Topic 825. Instead, a company would evaluate the proper accounting treatment under the remaining characteristics in paragraph 815-10-15-141.
ASU 2019-12 - Income Taxes (Topic 740) - Simplifying the Accounting for Income Taxes	Fiscal years, and interim period within those fiscal years, beginning after December 15, 2020.	Prospective [8]	✔ [9]	The amendments in this Update simplify the accounting for income taxes by removing certain exceptions to the general principles in Topic 740. The amendments also improve consistent application of and simplify GAAP for other areas of Topic 740 by clarifying and amending existing guidance.
ASU 2019-04 – Codification Improvements to Topic 326, Financial Instruments—Credit Losses, Topic 815, Derivatives and Hedging, and Topic 825, Financial Instruments	Various [10]	Various; see full ASU for transition guidance	✔	The amendments in this Update represent changes to clarify, correct errors in or improve the Codification. The amendments should make the Codification easier to understand and easier to apply by eliminating inconsistencies and providing clarifications.

8. The amendments in this Update related to separate financial statements of legal entities that are not subject to tax should be applied on a retrospective basis for all periods presented. The amendments related to changes in ownership of foreign equity method investments or foreign subsidiaries should be applied on a modified retrospective basis through a cumulative-effect adjustment to retained earnings as of the beginning of the fiscal year of adoption. The amendments related to franchise taxes that are partially based on income should be applied on either a retrospective basis for all periods presented or a modified retrospective basis through a cumulative-effect adjustment to retained earnings as of the beginning of the fiscal year of adoption.
9. Early adoption of the amendments is permitted, including adoption in any interim period for (1) public business entities for periods for which financial statements have not yet been issued and (2) all other entities for periods for which financial statements have not yet been made available for issuance. An entity that elects to early adopt the amendments in an interim period should reflect any adjustments as of the beginning of the annual period that includes that interim period. Additionally, an entity that elects early adoption must adopt all the amendments in the same period.
10. Amendments affecting ASU 2016-13: For entities that have not yet adopted the amendments in Update 2016-13, the effective dates and transition requirements for the amendments related to this Update are the same as the effective dates and transition requirements in Update 2016-13. For entities that have adopted the amendments in Update 2016-13, the amendments in this Update are effective for fiscal years beginning after December 15, 2019, including interim periods within those fiscal years. Amendments affecting ASU 2017-12: For entities that have not yet adopted the amendments in Update 2017-12 as of the issuance date of this Update, the effective dates and transition requirements for the amendments to Topic 815 are the same as the effective dates and transition requirements in Update 2017-12. For entities that have adopted the amendments in Update 2017-12 as of the issuance date of this Update, the effective date is as of the beginning of the first annual period beginning after the issuance date of this Update. Amendments affecting ASU 2016-01: The amendments in this Update related to Update 2016-01 are effective for fiscal years beginning after December 15, 2019, including interim periods within those fiscal years.

APPENDIX A - ACCOUNTING STANDARDS AFFECTING PUBLIC BUSINESS ENTITIES IN 2022

Accounting Standards Update	Effective Date of Public Business Entities	Transition	Early Adopt	Summary
ASU 2018-14 – Compensation – Retirement Benefits – Defined Benefit Plans – General (Topic 715-20); Disclosure Framework – Changes to the Disclosure Requirements for Defined Benefit Plans	Fiscal years ending after December 15, 2020.	Retrospective	✔	This ASU includes amendments, which remove, modify and add certain required disclosure requirements in the financial statements of employers that sponsor defined benefit pension or other postretirement plans.
ASU 2017-04 - Intangibles - Goodwill and Other (Topic 350): Simplifying the Test for Goodwill Impairment	For public entities that are SEC filers, for annual or any interim goodwill impairment tests in fiscal years beginning after December 15, 2019. For public entities that are not SEC filers, for annual or any interim goodwill impairment tests in fiscal years beginning after December 15, 2020.	Prospective	✔[11]	This ASU was issued in order to simplify the subsequent measurement of goodwill by eliminating the Step 2 goodwill impairment test. Under the amendments in this ASU, an entity should perform its annual or interim goodwill impairment test by comparing the fair value of a reporting unit with its carrying amount. An entity will then recognize an impairment charge for the amount by which the carrying amount exceeds the reporting unit's fair value, however the loss recognized should not exceed the total amount of goodwill allocated to that reporting unit. Additionally, an entity should consider income tax effects from any tax deductible goodwill on the carrying amount of the reporting unit when measuring the goodwill impairment loss, if applicable. The amendments in this ASU also eliminated the requirements for any reporting unit with a zero or negative carrying amount to perform a qualitative assessment and therefore the same impairment assessment now applies to all reporting units. An entity is required to disclose the amount of goodwill allocated to each reporting unit with a zero or negative carrying amount of net assets. The ASU did not affect the option to perform the qualitative assessment (Step 0) for a reporting unit to determine if the quantitative impairment test is necessary.

11. Early adoption is permitted for interim or annual goodwill impairment tests performed on testing dates after January 1, 2017.

APPENDIX A - ACCOUNTING STANDARDS AFFECTING PUBLIC BUSINESS ENTITIES IN 2022

Accounting Standards Update	Effective Date of Public Business Entities	Transition	Early Adopt	Summary
ASU 2016-13 – Financial Instruments – Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments	For public business entities that meet the definition of a SEC filer, excluding entities eligible to be smaller reporting companies as defined by the SEC, for fiscal years beginning after December 15, 2019, including interim periods within those fiscal years. The one-time determination of whether an entity is eligible to be a smaller reporting company shall be based on an entity's most recent determination as of November 15, 2019, in accordance with SEC regulations. For all other entities, for fiscal years beginning after December 15, 2022, including interim periods within those fiscal years.	Modified Retrospective	✔[12]	The ASU is intended to improve financial reporting by requiring timely recording of credit losses on loans and other financial instruments held by financial institutions and other organizations. The ASU requires the measurement of all expected credit losses at origination or acquisition for financial assets not recorded at fair value based on historical experience, current conditions, and reasonable and supportable forecasts.

12. Early adoption is permitted for all organizations for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2018.

APPENDIX B - ACCOUNTING STANDARDS AFFECTING PUBLIC BUSINESS ENTITIES IN 2023 AND BEYOND

The following table presents ASUs that become effective for 2023 fiscal years and beyond. Please refer to the individual ASUs in their entirety for additional guidance.

Accounting Standards Update	Effective Date Public Business Enterprises	Transition	Early Adopt	Summary
ASU 2022-02 – Financial Instruments–Credit Losses (Topic 326) - Troubled Debt Restructurings and Vintage Disclosures	For entities that have adopted the amendments in Update 2016-13, the amendments in this Update are effective for fiscal years beginning after December 15, 2022, including interim periods within those fiscal years. For entities that have not yet adopted the amendments in Update 2016-13, the effective dates for the amendments in this Update are the same as the effective dates in Update 2016-13.	Prospective or Modified Retrospective [13]	✔ [14]	Issue 1: Troubled Debt Restructurings (TDRs) by Creditors The amendments in this Update eliminate the accounting guidance for TDRs by creditors in Subtopic 310-40, *Receivables—Troubled Debt Restructurings by Creditors*, while enhancing disclosure requirements for certain loan refinancings and restructurings by creditors when a borrower is experiencing financial difficulty. Specifically, rather than applying the recognition and measurement guidance for TDRs, an entity must apply the loan refinancing and restructuring guidance in paragraphs 310-20-35-9 through 35-11 to determine whether a modification results in a new loan or a continuation of an existing loan. Issue 2: Vintage Disclosures—Gross Writeoffs For public business entities, the amendments in this Update require that an entity disclose current-period gross writeoffs by year of origination for financing receivables and net investments in leases within the scope of Subtopic 326-20, *Financial Instruments—Credit Losses—Measured at Amortized Cost.*
ASU 2022-01 - Derivatives and Hedging (Topic 815) - Fair Value Hedging—Portfolio Layer Method	For public business entities, the amendments in this update are effective for fiscal years beginning after December 15, 2022, and interim periods within those fiscal years. For all other entities, the amendments are effective for fiscal years beginning after December 15, 2023, and interim periods within those fiscal years.	Various; see full ASU for transition guidance	✔ [15]	Current GAAP permits only prepayable financial assets and one or more beneficial interests secured by a portfolio of prepayable financial instruments to be included in a last-of-layer closed portfolio. The amendments in this Update allow nonprepayable financial assets also to be included in a closed portfolio hedged using the portfolio layer method. That expanded scope permits an entity to apply the same portfolio hedging method to both prepayable and nonprepayable financial assets, thereby allowing consistent accounting for similar hedges.

13. The amendments in this Update should be applied prospectively, except as provided in the next sentence. For the transition method related to the recognition and measurement of TDRs, an entity has the option to apply a modified retrospective transition method, resulting in a cumulative-effect adjustment to retained earnings in the period of adoption.
14. Early adoption of the amendments in this Update is permitted if an entity has adopted the amendments in Update 2016-13, including adoption in an interim period. If an entity elects to early adopt the amendments in this Update in an interim period, the guidance should be applied as of the beginning of the fiscal year that includes the interim period. An entity may elect to early adopt the amendments about TDRs and related disclosure enhancements separately from the amendments related to vintage disclosures.
15. Early adoption is permitted on any date on or after the issuance of this Update for any entity that has adopted the amendments in Update 2017-12 for the corresponding period. If an entity adopts the amendments in an interim period, the effect of adopting the amendments related to basis adjustments should be reflected as of the beginning of the fiscal year of adoption (that is, the initial application date). Upon adoption, any entity may designate multiple hedged layers of a single closed portfolio solely on a prospective basis. All entities are required to apply the amendments related to hedge basis adjustments under the portfolio layer method, except for those related to disclosures, on a modified retrospective basis by means of a cumulative-effect adjustment to the opening balance of retained earnings on the initial application date. Entities have the option to apply the amendments related to disclosures on a prospective basis from the initial application date or on a retrospective basis to each prior period presented after the date of adoption of the amendments in Update 2017-12.

APPENDIX B - ACCOUNTING STANDARDS AFFECTING PUBLIC BUSINESS ENTITIES IN 2023 AND BEYOND

Accounting Standards Update	Effective Date Public Business Enterprises	Transition	Early Adopt	Summary
ASU 2021-08 – Business Combinations (Topic 805): Accounting for Contract Assets and Contract Liabilities from Contracts with Customers	For public business entities, the amendments in this ASU are effective for fiscal years beginning after December 15, 2022, including interim periods within those fiscal years. For all other entities, the amendments are effective for fiscal years beginning after December 15, 2023, including interim periods within those fiscal years. The ASU should be applied prospectively to business combinations occurring on or after the effective date of the amendments.	Prospective	✔ [16]	This ASU was issued to improve the accounting for acquired revenue contracts with customers in a business combination by addressing diversity in practice and inconsistency related to the following: 1. Recognition of an acquired contract liability 2. Payment terms and their effect on subsequent revenue recognized by the acquirer. Under current GAAP, an acquirer generally recognizes contract assets acquired and contract liabilities assumed in a business combination at the acquisition date fair value. This ASU will now require an acquirer to recognize and measure contract assets acquired and contract liabilities assumed in a business combination in accordance with FASB Accounting Standards Codification (ASC) 606, *Revenue from Contracts with Customers*, as if it had originated the contracts. The amendments in this Update apply to all entities that enter into a business combination within the scope of ASC 805-10, *Business Combinations–Overall.*
ASU 2020-11 – Financial Services–Insurance (Topic 944): Effective Date and Early Application	For public business entities that meet the definition of an SEC filer and are not SRCs, Long Duration Targeted Improvements (LDTI) are effective for fiscal years beginning after December 15, 2022, and interim periods within those fiscal years. [17]	See ASU 2018-12 [18]	✔ [19]	This ASU defers the effective dates of the amendments in ASU 2018-12, *Financial Services–Insurance (Topic 944)*: Targeted Improvements to the Accounting for Long-Duration Contracts for all entities.

16. Early adoption is permitted for all entities, including adoption in an interim period. If an entity elects to early adopt the amendments in this Update in an interim period, the guidance should be applied as of the beginning of the fiscal year that includes that interim period.
17. For all other entities, LDTI is effective for fiscal years beginning after December 15, 2024, and interim periods within fiscal years beginning after December 15, 2025.
18. To facilitate early application of LDTI, an entity that chooses early application may do so as of the beginning of the prior period presented or as of the beginning of the earliest period presented.
19. Early adoption of ASU 2018-12 is permitted.

APPENDIX B - ACCOUNTING STANDARDS AFFECTING PUBLIC BUSINESS ENTITIES IN 2023 AND BEYOND

Accounting Standards Update	Effective Date Public Business Enterprises	Transition	Early Adopt	Summary
ASU 2019-10 – Financial Instruments – Credit Losses (Topic 326), Derivatives and Hedging (Topic 815), and Leases (Topic 842): Effective Dates	For SRCs, fiscal years beginning after December 15, 2022, including interim periods within those fiscal years. Topic 815 and Topic 842 are already effective for PBEs.	N/A	✔	This ASU defers the effective dates for several major accounting standards updates including the following: • ASU No. 2016-13, *Financial Instruments–Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments (Credit Losses)* • ASU No. 2017-12, *Derivatives and Hedging (Topic 815): Targeted Improvements to Hedging Activities (Hedging)* • ASU No. 2016-02, *Leases (Topic 842) (Leases)*
ASU 2018-12 – Financial Services – Insurance (Topic 944): Targeted Improvements to the Accounting for Long-Duration Contracts	For public business entities that meet the definition of an SEC filer, excluding those eligible to be SRCs as defined by the SEC, the amendments in ASC 2018-12 will be effective for fiscal years beginning after Dec. 15, 2022. Note that the FASB has not changed the guidance for the one-time determination of SRC status, which will still be based on the entity's most recent determination as of Nov. 15, 2019. For all other entities, the amendments will be effective for fiscal years beginning after Dec. 15, 2024, and interim periods within fiscal years beginning after December 2025.	Retrospective	✔	This ASU amends the guidance in Topic 944 for insurance entities that issue long-duration contracts. Under the Update, the entity is required to review and, if applicable, update the assumptions used to measure cash flows at least annually and update the discount rate assumption at each reporting date. The change in the liability estimate as a result of updating the discount rate assumption is required to be recognized in other comprehensive income. The entity is required to measure all market risk benefits associated with deposit (or account balance) contracts at fair value. The portion of any change in fair value attributable to a change in the instrument-specific credit risk is required to be recognized in other comprehensive income. The amendments also simplify the amortization of deferred acquisition costs and other balances amortized in proportion to premiums, gross profits, or gross margins and require that those balances be amortized on a constant level basis over the expected term of the related contracts.

APPENDIX C – ACCOUNTING STANDARDS AFFECTING PRIVATE COMPANIES IN 2021 AND BEYOND

The following table presents ASUs that become effective for 2021 fiscal years and beyond for private companies. Please refer to the individual ASUs in their entirety for additional guidance.

Accounting Standards Update	Private Company Effective Date	Transition	Early Adopt	Summary
ASU 2022-02 – Financial Instruments—Credit Losses (Topic 326) - Troubled Debt Restructurings and Vintage Disclosures	For entities that have adopted the amendments in Update 2016-13, the amendments in this Update are effective for fiscal years beginning after December 15, 2022, including interim periods within those fiscal years. For entities that have not yet adopted the amendments in Update 2016-13, the effective dates for the amendments in this Update are the same as the effective dates in Update 2016-13.	Prospective or Modified Retrospective [20]	✔ [21]	Issue 1: Troubled Debt Restructurings by Creditors The amendments in this Update eliminate the accounting guidance for TDRs by creditors in Subtopic 310-40, *Receivables—Troubled Debt Restructurings by Creditors*, while enhancing disclosure requirements for certain loan refinancings and restructurings by creditors when a borrower is experiencing financial difficulty. Specifically, rather than applying the recognition and measurement guidance for TDRs, an entity must apply the loan refinancing and restructuring guidance in paragraphs 310-20-35-9 through 35-11 to determine whether a modification results in a new loan or a continuation of an existing loan. Issue 2: Vintage Disclosures—Gross Writeoffs For public business entities, the amendments in this Update require that an entity disclose current-period gross writeoffs by year of origination for financing receivables and net investments in leases within the scope of Subtopic 326-20, *Financial Instruments—Credit Losses—Measured at Amortized Cost.*
ASU 2022-01 - Derivatives and Hedging (Topic 815) - Fair Value Hedging—Portfolio Layer Method	Fiscal years beginning after December 15, 2023, and interim periods within those fiscal years.	Various; see full ASU for transition guidance	✔ [22]	Current GAAP permits only prepayable financial assets and one or more beneficial interests secured by a portfolio of prepayable financial instruments to be included in a last-of-layer closed portfolio. The amendments in this Update allow nonprepayable financial assets also to be included in a closed portfolio hedged using the portfolio layer method. That expanded scope permits an entity to apply the same portfolio hedging method to both prepayable and nonprepayable financial assets, thereby allowing consistent accounting for similar hedges.

20. The amendments in this Update should be applied prospectively, except as provided in the next sentence. For the transition method related to the recognition and measurement of TDRs, an entity has the option to apply a modified retrospective transition method, resulting in a cumulative-effect adjustment to retained earnings in the period of adoption.

21. Early adoption of the amendments in this Update is permitted if an entity has adopted the amendments in Update 2016-13, including adoption in an interim period. If an entity elects to early adopt the amendments in this Update in an interim period, the guidance should be applied as of the beginning of the fiscal year that includes the interim period. An entity may elect to early adopt the amendments about TDRs and related disclosure enhancements separately from the amendments related to vintage disclosures.

22. Early adoption is permitted on any date on or after the issuance of this Update for any entity that has adopted the amendments in Update 2017-12 for the corresponding period. If an entity adopts the amendments in an interim period, the effect of adopting the amendments related to basis adjustments should be reflected as of the beginning of the fiscal year of adoption (that is, the initial application date). Upon adoption, any entity may designate multiple hedged layers of a single closed portfolio solely on a prospective basis. All entities are required to apply the amendments related to hedge basis adjustments under the portfolio layer method, except for those related to disclosures, on a modified retrospective basis by means of a cumulative-effect adjustment to the opening balance of retained earnings on the initial application date. Entities have the option to apply the amendments related to disclosures on a prospective basis from the initial application date or on a retrospective basis to each prior period presented after the date of adoption of the amendments in Update 2017-12.

APPENDIX C – ACCOUNTING STANDARDS AFFECTING PRIVATE COMPANIES IN 2021 AND BEYOND

Accounting Standards Update	Private Company Effective Date	Transition	Early Adopt	Summary
ASU 2021-10 – Government Assistance (Topic 832): Disclosures by Business Entities about Government Assistance	The amendments in this Update are effective for all entities within their scope for financial statements issued for annual periods beginning after December 15, 2021.	Prospective or Retrospective[23]	✔	This ASU was issued to increase the transparency of government assistance including the disclosure of (1) the types of assistance, (2) an entity's accounting for the assistance and (3) the effect of the assistance on an entity's financial statements. There is currently no specific authoritative guidance on the accounting for, or the disclosure of, government assistance received by business entities. The amendments in this ASU require the following annual disclosures about transactions with a government that are accounted for by applying a grant or contribution accounting model by analogy to other accounting guidance are required to disclose: 1. Information about the nature of the transactions and the related accounting policy used to account for the transactions 2. The line items on the balance sheet and income statement that are affected by the transactions and the amounts applicable to each financial statement line item 3. Significant terms and conditions of the transactions, including commitments and contingencies.
ASU 2021-09 – Leases (Topic 842): Discount Rate for Lessees That Are Not Public Business Entities	For entities that have not adopted ASC 842 as of November 11, 2021, the amendments in this ASU are required to be adopted at the same time the entity adopts ASC 842. For entities that have adopted ASC 842 as of November 11, 2021, the amendments in this ASU are effective for fiscal years beginning after December 15, 2021, and interim periods within fiscal years beginning after December 15, 2022.	Retrospective or Modified Retrospective[24]	✔	This ASU was issued to provide lessees that are not public business entities with more flexibility in how they determine the discount rate for their leases and make the risk-free rate election to reduce their initial adoption and ongoing implementation costs. ASC 842 currently provides lessees that are not public business entities a practical expedient that allows them to make an accounting policy election to use a risk-free rate as the discount rate for all leases. The amendments in this ASU allow lessees that are not public business entities to make the risk-free rate election by class of underlying asset, rather than at the entity-wide level. However, when the rate implicit in a lease is readily determinable for any individual lease, a lessee should use that rate (rather than a risk-free rate or an incremental borrowing rate), regardless of whether it has made the risk-free rate election. Entities that make this accounting policy election must disclose this election as well as the class (or classes) of underlying assets to which the election has been applied.

23. An entity should apply the amendments in this Update either (1) prospectively to all transactions within the scope of the amendments that are reflected in financial statements at the date of initial application and new transactions that are entered into after the date of initial application or (2) retrospectively to those transactions.

24. For entities that have not adopted ASC 842 as of November 11, 2021, the existing transition provisions in ASC 842-10-65-1 should be followed, which require an entity to use either of the following transition methods: (1) apply the guidance to existing leases retrospectively with the cumulative-effect adjustment from transition recognized at the beginning of the earliest period presented or (2) apply the guidance to existing leases on a modified retrospective basis with the cumulative-effect adjustment from transition recognized in the opening balance of retained earnings at the beginning of the period of adoption. For entities that have adopted ASC 842 as of November 11, 2021, the amendments in this Update should be applied on a modified retrospective basis to leases that exist at the beginning of the fiscal year of adoption. The adoption of the amendments should not be considered an event that would cause remeasurement and reallocation of the consideration in the contract (including lease payments) or reassessment of lease term or classification.

APPENDIX C – ACCOUNTING STANDARDS AFFECTING PRIVATE COMPANIES IN 2021 AND BEYOND

Accounting Standards Update	Private Company Effective Date	Transition	Early Adopt	Summary
ASU 2021-08 – Business Combinations (Topic 805): Accounting for Contract Assets and Contract Liabilities from Contracts with Customers	Fiscal years beginning after December 15, 2023, including interim periods within those fiscal years. The ASU should be applied prospectively to business combinations occurring on or after the effective date of the amendments.	Prospective	✓[25]	This ASU was issued to improve the accounting for acquired revenue contracts with customers in a business combination by addressing diversity in practice and inconsistency related to the following: 1. Recognition of an acquired contract liability 2. Payment terms and their effect on subsequent revenue recognized by the acquirer. Under current GAAP, an acquirer generally recognizes contract assets acquired and contract liabilities assumed in a business combination at the acquisition date fair value. This ASU will now require an acquirer to recognize and measure contract assets acquired and contract liabilities assumed in a business combination in accordance with FASB ASC 606, Revenue from Contracts with Customers, as if it had originated the contracts. The amendments in this Update apply to all entities that enter into a business combination within the scope of ASC 805-10, *Business Combinations—Overall*.
ASU 2021-07 – Compensation—Stock Compensation (Topic 718): Determining the Current Price of an Underlying Share for Equity-Classified Share-Based Awards (a consensus of the Private Company Council)	For all qualifying awards granted or modified during fiscal years beginning after December 15, 2021, and interim periods within fiscal years beginning after December 15, 2022.	Prospective	✓[26]	The FASB issued this ASU to offer nonpublic entities a practical expedient when determining the current price input of equity-classified share-based awards. The practical expedient describes the characteristics of the reasonable application of a reasonable valuation method, which are the same characteristics used in the regulations of the U.S. Department of the Treasury related to Section 409A of the U.S. Internal Revenue Code (the Treasury Regulations) to describe the reasonable application of a reasonable valuation method for income tax purposes. As a result, a reasonable valuation performed in accordance with the Treasury Regulations is an example of a way to achieve the practical expedient. The characteristics include: 1. the date on which a valuation's reasonableness is evaluated, 2. the factors that a reasonable valuation should consider, 3. the scope of information that a reasonable valuation should consider, and; 4. the criteria that should be met for the use of a previously calculated value to be considered reasonable. The practical expedient aims to reduce the overall cost and complexity of determining the fair value of private company share-option awards at grant date or upon a modification to an award for nonpublic entities. Nonpublic entities can elect the practical expedient on a measurement-date-by-measurement-date basis.

25. Early adoption is permitted, including adoption in an interim period. An entity that early adopts in an interim period should apply the amendments (a) retrospectively to all business combinations for which the acquisition date occurs on or after the beginning of the fiscal year that includes the interim period of early application and (b) prospectively to all business combinations that occur on or after the date of initial application.

26. Early application, including application in an interim period, is permitted for financial statements that have not yet been issued or made available for issuance as of October 25, 2021.

APPENDIX C – ACCOUNTING STANDARDS AFFECTING PRIVATE COMPANIES IN 2021 AND BEYOND

Accounting Standards Update	Private Company Effective Date	Transition	Early Adopt	Summary
ASU 2021-06 - Presentation of Financial Statements (Topic 205), Financial Services—Depository and Lending (Topic 942), and Financial Services—Investment Companies (Topic 946): Amendments to SEC Paragraphs Pursuant to SEC Final Rule Releases No. 33-10786, Amendments to Financial Disclosures about Acquired and Disposed Businesses, and No. 33-10835, Update of Statistical Disclosures for Bank and Savings and Loan Registrants (SEC Update)	Upon Issuance.	N/A	N/A	This ASU amends and adds various SEC paragraphs pursuant to the issuance of SEC Final Rule Releases No. 33-10786, *Amendments to Financial Disclosures about Acquired and Disposed Businesses*, and No. 33-10835, *Update of Statistical Disclosures for Bank and Savings and Loan Registrants.*
ASU 2021-05 - Leases (Topic 842)-Lessors—Certain Leases with Variable Lease Payments	Fiscal years beginning after December 15, 2021, and interim periods within fiscal years beginning after December 15, 2022, for all other entities.	Retrospective or Prospective[27]	✓	The amendments in this Update address stakeholders' concerns by amending the lease classification requirements for lessors to align them with practice under Topic 840. Lessors should classify and account for a lease with variable lease payments that do not depend on a reference index or a rate as an operating lease if both of the following criteria are met: 1. The lease would have been classified as a sales-type lease or a direct financing lease in accordance with the classification criteria in paragraphs 842-10-25-2 through 25-3; and 2. The lessor would have otherwise recognized a day-one loss. See the full ASU for the relevant guidance.
ASU 2021-04 - Earnings Per Share (Topic 260), Debt— Modifications and Extinguishments (Subtopic 470-50), Compensation—Stock Compensation (Topic 718), and Derivatives and Hedging— Contracts in Entity's Own Equity (Subtopic 815-40)	For all entities for fiscal years beginning after December 15, 2021, including interim periods within those fiscal years.	Prospective[28]	✓ [29]	The amendments in this Update provide guidance for a modification or an exchange of a freestanding equity-classified written call option that is not within the scope of another Topic. See the full ASU for the relevant guidance.

27. Entities that have not adopted Topic 842 on or before the issuance date of this Update should follow the transition requirements of Topic 842 in paragraph 842- 10-65-1 for the amendments in this Update. This transition is either (1) retrospective to each prior period presented in the financial statements with the cumulative effect of transition recognized at the beginning of the earliest period presented or (2) retrospective to the beginning of the period of adoption with a cumulative effect of transition recognized at the beginning of the period of adoption. Entities that have adopted Topic 842 before the issuance date of this Update have the option to apply the amendments in this Update either (1) retrospectively to leases that commenced or were modified on or after the adoption of Update 2016-02 or (2) prospectively to leases that commence or are modified on or after the date that an entity first applies the amendments.
28. An entity should apply the amendments prospectively to modifications or exchanges occurring on or after the effective date of the amendments.
29. Early adoption is permitted for both interim and annual financial statements that have not yet been issued or made available for issuance as of March 30, 2021. An entity should not retroactively adopt the amendments in this Update for interim financial statements already issued in the year of adoption.

APPENDIX C – ACCOUNTING STANDARDS AFFECTING PRIVATE COMPANIES IN 2021 AND BEYOND

Accounting Standards Update	Private Company Effective Date	Transition	Early Adopt	Summary
ASU 2021-02 – Franchisors—Revenue from Contracts with Customers (Subtopic 952-606)	Various[30]	Modified retrospective or Full retrospective	✔	The amendments in this Update apply to entities that are not public business entities that are within the scope of Topic 952. The guidance in that Topic applies to all entities that meet the definition of franchisor, that is, the party who grants business rights (the franchise) to the party (the franchisee) who will operate the franchised business. The amendments in this Update introduce a new practical expedient that simplifies the application of the guidance about identifying performance obligations. The practical expedient permits franchisors that are not public business entities to account for pre-opening services provided to a franchisee as distinct from the franchise license if the services are consistent with those included in a predefined list within the guidance. Additionally, the Board decided to provide an accounting policy election to recognize the pre-opening services as a single performance obligation.
ASU 2021-01 – Reference Rate Reform (Topic 848)	Upon Issuance.	Various; see full ASU for transition guidance	N/A	The amendments in this Update clarify that certain optional expedients and exceptions in Topic 848 for contract modifications and hedge accounting apply to derivatives that are affected by the discounting transition. Specifically, certain provisions in Topic 848, if elected by an entity, apply to derivative instruments that use an interest rate for margining, discounting, or contract price alignment that is modified as a result of reference rate reform. Amendments in this Update to the expedients and exceptions in Topic 848 capture the incremental consequences of the scope clarification and tailor the existing guidance to derivative instruments affected by the discounting transition.
ASU 2020-11 – Financial Services—Insurance (Topic 944): Effective Date and Early Application	Fiscal years beginning after December 15, 2024, and interim periods within fiscal years beginning after December 15, 2025.	See ASU 2018-12 [31]	✔ [32]	This ASU defers the effective dates of the amendments in ASU 2018-12, *Financial Services–Insurance (Topic 944)*: Targeted Improvements to the Accounting for Long-Duration Contracts for all entities.
ASU 2020-10 – Codification Improvements	Fiscal years beginning after December 15, 2021, and interim periods within annual periods beginning after December 15, 2022.	Retrospective	✔ [33]	The amendments in this ASU affect a wide variety of topics in the accounting standards codification. They apply to all reporting entities within the scope of the affected accounting guidance and are intended to improve consistency and clarify the guidance.

30. If an entity has not yet adopted Topic 606, the existing transition provisions and effective date in paragraph 606-10-65-1 are required. That guidance allows for an option of modified retrospective transition or full retrospective transition and an effective date of annual reporting periods beginning after December 15, 2019, and interim reporting periods within annual reporting periods beginning after December 15, 2020. If an entity has already adopted Topic 606, the amendments in this Update are effective in interim and annual periods beginning after December 15, 2020. Early application is permitted. For those entities, this guidance should be applied retrospectively to the date Topic 606 was adopted.
31. To facilitate early application of LDTI, an entity that chooses early application may do so as of the beginning of the prior period presented or as of the beginning of the earliest period presented.
32. Early adoption of ASU 2018-12 is permitted.
33. Early application of the amendments is permitted for any annual or interim period for which financial statements are available to be issued.

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Accounting Standards Update	Private Company Effective Date	Transition	Early Adopt	Summary
ASU 2020-08 – Codification Improvements to Subtopic 310-20, Receivables—Nonrefundable Fees and Other Costs	Fiscal years beginning after December 15, 2021, and interim periods within fiscal years beginning after December 15, 2022.	Prospective	✔ [34]	The amendments in this ASU clarify that an entity should reevaluate whether a callable debt security is within the scope of paragraph 310-20-35-33 for each reporting period. The amendments in this ASU affect the guidance in ASU 2017-08, *Receivables—Nonrefundable Fees and Other Costs (Subtopic 310-20): Premium Amortization on Purchased Callable Debt Securities.*
ASU 2020-07 – Not-for-Profit Entities (Topic 958): Presentation and Disclosures by Not-for-Profit Entities for Contributed Nonfinancial Assets	Fiscal years beginning after June 15, 2021, and interim periods within annual periods beginning after June 15, 2022.	Retrospective	✔	This ASU was issued to improve GAAP by increasing the transparency of contributed nonfinancial assets for NFP entities through enhancements to presentation and disclosure. The amendments in this ASU require that an NFP present contributed nonfinancial assets as a separate line item in the statement of activities, apart from contributions of cash and other financial assets, and also required additional disclosures.
ASU 2020-06 Debt – Debt with Conversion and Other Options (Subtopic 470-20) and Derivatives and Hedging – Contracts in Entity's Own Equity (Subtopic 815-40)	Fiscal years beginning after December 15, 2023, including interim periods within those fiscal years.	Modified retrospective or Full retrospective	✔ [35]	This ASU amends the guidance on convertible instruments and on the derivatives scope exception for contracts in an entity's own equity. In addition, this ASU improves and amends the related EPS guidance.
ASU 2020-05 – Revenue from Contracts with Customers (Topic 606) and Leases (Topic 842): Effective Date for Certain Entities	Various[36]	N/A	✔	This ASU provides a one-year deferral of the required effective dates of ASU No. 2014-09, *Revenue from Contracts with Customers (Topic 606)* and ASU No. 2016-02, *Leases (Topic 842)* for certain entities.

34. Early application is permitted for all other entities for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2020.
35. Early adoption is permitted, but no earlier than fiscal years beginning after December 15, 2020, including interim periods within those fiscal years.
36. Topic 606 is effective for private companies and NFP organizations that have not yet issued their financial statements (or made financial statements available for issuance) for annual reporting periods beginning after December 15, 2019, and for interim reporting periods within annual reporting periods beginning after December 15, 2020. Topic 842 is effective for private companies and private NFP organizations for fiscal years beginning after December 15, 2021, and interim periods within fiscal years beginning after December 15, 2022. Topic 842 is effective for public NFP organizations that have not yet issued their financial statements (or made available for issuance) reflecting the adoption of Topic 842 for fiscal years beginning after December 15, 2019, including interim periods within those fiscal years.

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Accounting Standards Update	Private Company Effective Date	Transition	Early Adopt	Summary
ASU 2020-04 – Reference Rate Reform (Topic 848) – Facilitation of the Effects of Reference Rate Reform on Financial Reporting	March 12, 2020 through December 31, 2022.	Various; see full ASU for transition guidance	N/A	This ASU provides for temporary, optional guidance to ease the potential burden in accounting for, or recognizing the effects of, reference rate reform on financial reporting. The provisions of this ASU are elective and applicable to all entities that have contracts, hedging relationships and other transactions, subject to certain criteria, that reference LIBOR or another reference rate to be discontinued because of reference rate reform. There are practical expedients and exceptions for applying GAAP to contract modifications and hedge accounting relationships affected by reference rate reform in order to facilitate a smoother transition to new reference rates. For contracts meeting certain criteria, a change in the contract's reference interest rate would be accounted for as a continuation of that contract rather than the creation of a new contract. This provision applies to loans, debt, leases, and other arrangements. An entity will also be permitted to preserve its hedge accounting when updating its hedging strategies in response to reference rate reform. The guidance will only apply to contracts or hedge accounting relationships that reference LIBOR or another reference rate expected to be discontinued due to reference rate reform.
ASU 2020-03 – Codification Improvements to Financial Instruments	Various; See Summary.	Various; see full ASU for transition guidance	✔	This ASU amends a wide variety of topics in the codification and represents changes to make the codification easier to understand, eliminate noted inconsistencies, and provide clarification throughout the amended topics. Issues 1, 2, 4 and 5 above are conforming amendments and are effective for public business entities upon the issuance of this ASU. For all other entities, the ASU is effective for fiscal years beginning after December 15, 2019 and interim periods within those fiscal years beginning after December 15, 2020. Early adoption is permitted.Issue 3 is also a conforming amendment and is effective for fiscal years beginning after December 15, 2019. Issues 6 and 7 affect the guidance in Topic 326 and Topic 842 and these effective dates align with those Topics.

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Accounting Standards Update	Private Company Effective Date	Transition	Early Adopt	Summary
ASU 2020-01 – Investments – Equity Securities (Topic 321), Investments-Equity Method and Joint Ventures (Topic 323), and Derivatives and Hedging (Topic 815) – Clarifying the Interactions between Topic 321, Topic 323, and Topic 815 (a consensus of the FASB Emerging Issues Task Force)	Fiscal years beginning after December 15, 2021.	Prospective	✔	This ASU was issued to address concerns over interactions between the measurement alternative provided in Topic 321, *Investments – Equity Securities* and the equity method of accounting in Topic 323, *Investments – Equity Method and Joint Ventures* in addition to concerns over the interactions between Topic 321, Topic 323 and Topic 815, *Dervivatives and Hedging*. Clarification was provided that all entities, immediately before applying or discontinuing the equity method of accounting, should consider observable transactions for the purposes of applying the measurement alternative under Topic 321. The ASU provides clarification that when applying paragraph 815-10-15-141(a) a company should not consider whether, upon settlement or exercise, individually or with other existing investments, the underlying security would be accounted for under Topic 323 or the fair value option in accordance with Topic 825. Instead, a company would evaluate the proper accounting treatment under the remaining characteristics in paragraph 815-10-15-141.
ASU 2019-12 - Income Taxes (Topic 740) - Simplifying the Accounting for Income Taxes	Fiscal years beginning after December 15, 2021, and interim periods within fiscal years beginning after December 15, 2022.	Prospective [37]	✔ [38]	The amendments in this Update simplify the accounting for income taxes by removing certain exceptions to the general principles in Topic 740. The amendments also improve consistent application of and simplify GAAP for other areas of Topic 740 by clarifying and amending existing guidance.

37. The amendments in this Update related to separate financial statements of legal entities that are not subject to tax should be applied on a retrospective basis for all periods presented. The amendments related to changes in ownership of foreign equity method investments or foreign subsidiaries should be applied on a modified retrospective basis through a cumulative-effect adjustment to retained earnings as of the beginning of the fiscal year of adoption. The amendments related to franchise taxes that are partially based on income should be applied on either a retrospective basis for all periods presented or a modified retrospective basis through a cumulative-effect adjustment to retained earnings as of the beginning of the fiscal year of adoption.
38. Early adoption of the amendments is permitted, including adoption in any interim period for (1) public business entities for periods for which financial statements have not yet been issued and (2) all other entities for periods for which financial statements have not yet been made available for issuance. An entity that elects to early adopt the amendments in an interim period should reflect any adjustments as of the beginning of the annual period that includes that interim period. Additionally, an entity that elects early adoption must adopt all the amendments in the same period.

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Accounting Standards Update	Private Company Effective Date	Transition	Early Adopt	Summary
ASU 2019-11 – Codification Improvements to Topic 326, Financial Instruments—Credit Losses	Fiscal years beginning after December 15, 2019, including interim periods within those fiscal years. [39]	Modified retrospective [40]	✓ [41]	This ASU provides several significant improvements to Topic 326. First, it clarifies that the allowance for credit losses for purchased financial assets with credit deterioration (PCD assets) should include expected recoveries of the amortized cost basis previously written off and expected to be written off by an entity. It also clarified that this amount should not exceed the aggregate amounts of the amortized cost basis previously written off and expected to be written off by an entity. Secondly, it permits entities to adjust the effective interest rate on existing troubled debt restructurings using prepayment assumptions on the date of adoption of Topic 326 rather than the prepayment assumptions in effect immediately before the restructuring. It also clarifies when a method other than the discounted cash flow method is used to estimate expected losses, expected recoveries should not include any amounts that result in an acceleration of the noncredit discount and extends disclosure relief for accrued interest receivable balances to additional relevant disclosures involving amortized cost basis.Further, it clarifies that entities applying the practical expedient to measure the estimate of expected credit losses for financial assets secured by collateral maintenance provisions should assess whether they reasonably expect the borrower to continually replenish collateral securing the financial asset. Entities should also estimate expected credit losses for the unsecured portion of the amortized cost basis.
ASU 2019-10 – Financial Instruments – Credit Losses (Topic 326), Derivatives and Hedging (Topic 815), and Leases (Topic 842): Effective Dates	Credit Losses: Fiscal years beginning after December 15, 2022, including interim periods within those fiscal years. Hedging: Fiscal years beginning after December 15, 2020, and interim periods within fiscal years beginning after December 15, 2021. Leases: Fiscal years beginning after December 15, 2020, and interim periods within fiscal years beginning after December 15, 2021.	N/A	✓	This ASU defers the effective dates for several major accounting standards updates including the following: • ASU No. 2016-13, *Financial Instruments—Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments (Credit Losses)* • ASU No. 2017-12, *Derivatives and Hedging (Topic 815): Targeted Improvements to Hedging Activities (Hedging)* • ASU No. 2016-02, *Leases (Topic 842) (Leases)*

39. For entities that have not yet adopted ASU 2106-13, the effective date requirements are the same as those in ASU 2016-13.
40. For entities that have not yet adopted ASU 2106-13, the transition requirements are the same as those in ASU 2016-13.
41. Early adoption is permitted in any interim period after issuance of this ASU as long as the entity has adopted the amendments in ASU 2016-13.

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Accounting Standards Update	Private Company Effective Date	Transition	Early Adopt	Summary
ASU 2019-05 - Financial Instruments—Credit Losses (Topic 326) – Targeted Transition Relief	Fiscal years beginning after December 15, 2019, including interim periods within those fiscal years. [42]	Modified retrospective	✔	The amendments in this Update provide entities that have certain instruments within the scope of Subtopic 326-20, Financial Instruments—Credit Losses—Measured at Amortized Cost, with an option to irrevocably elect the fair value option in Subtopic 825-10, Financial Instruments—Overall, applied on an instrument-by-instrument basis for eligible instruments, upon adoption of Topic 326. The fair value option election does not apply to held-to-maturity debt securities. An entity that elects the fair value option should subsequently apply the guidance in Subtopics 820-10, Fair Value Measurement—Overall, and 825-10.
ASU 2019-04 – Codification Improvements to Topic 326, Financial Instruments—Credit Losses, Topic 815, Derivatives and Hedging, and Topic 825, Financial Instruments	Various [43]	Various; see full ASU for transition guidance	✔	The amendments in this Update represent changes to clarify, correct errors in or improve the Codification. The amendments should make the Codification easier to understand and easier to apply by eliminating inconsistencies and providing clarifications.
ASU 2019-03 – Not-for-Profit Entities (Topic 958) – Updating the Definition of Collections	Fiscal years beginning after December 15, 2019, and interim periods within fiscal years beginning after December 15, 2020.	Prospective	✔	The amendments in this Update align the Codification's definition of Collections to the definition in the American Alliance of Museums' Code of Ethics for Museums. The amendments in this Update also modify one of the three conditions that need to be met in order for contributions of works of art, historical treasures and similar assets to be recognized if the donated items are added to collections.
ASU 2019-02 – Entertainment—Films—Other Assets—Film Costs (Subtopic 926-20) and Entertainment—Broadcasters—Intangibles—Goodwill and Other (Subtopic 920-350): Improvements to Accounting for Costs of Films and License Agreements for Program Materials	Fiscal years beginning after December 15, 2020, and interim periods within those fiscal years.	Prospective	✔	The amendments in this Update align the accounting for production costs of an episodic television series with the accounting for production costs of films by removing the content distinction for capitalization. The amendments also require that an entity reassess estimates of the use of a film for a film in a film group and account for any changes prospectively. The Update also addresses presentation and requires that an entity provide new disclosures about content that is either produced or licensed, and address cash flow classification for license agreements.

42. For entities that have not yet adopted the amendments in Update 2016-13, the effective date and transition methodology for the amendments in this Update are the same as in Update 2016-13. For entities that have adopted the amendments in Update 2016-13, the amendments in this Update are effective for fiscal years beginning after December 15, 2019, including interim periods within those fiscal years. Early adoption is permitted in any interim period after the issuance of this Update as long as an entity has adopted the amendments in Update 2016-13.

43. Amendments affecting ASU 2016-13: For entities that have not yet adopted the amendments in Update 2016-13, the effective dates and transition requirements for the amendments related to this Update are the same as the effective dates and transition requirements in Update 2016-13. For entities that have adopted the amendments in Update 2016-13, the amendments in this Update are effective for fiscal years beginning after December 15, 2019, including interim periods within those fiscal years. Amendments affecting ASU 2017-12: For entities that have not yet adopted the amendments in Update 2017-12 as of the issuance date of this Update, the effective dates and transition requirements for the amendments to Topic 815 are the same as the effective dates and transition requirements in Update 2017-12. For entities that have adopted the amendments in Update 2017-12 as of the issuance date of this Update, the effective date is as of the beginning of the first annual period beginning after the issuance date of this Update. Amendments affecting ASU 2016-01: The amendments in this Update related to Update 2016-01 are effective for fiscal years beginning after December 15, 2019, including interim periods within those fiscal years.

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Accounting Standards Update	Private Company Effective Date	Transition	Early Adopt	Summary
ASU 2019-01 – Leases (Topic 842): Codification Improvements	Fiscal years beginning after December 15, 2019, and interim periods within fiscal years beginning after December 15, 2020.	Modified Retrospective [44]	✔	This ASU was issued to increase transparency and comparability among organizations by recognizing lease assets and lease liabilities on the balance sheet and disclosing essential information about leasing transactions. Specifically, the amendments in this Update include items that were brought to the Board's attention through interactions with stakeholders and include the following: (1) determining the fair value of the underlying asset by lessors that are not manufacturers and dealers; (2) presentation on the statement of cash flows – sales-types and direct financing leases and (3) transition disclosures related to Topic 250, *Accounting Changes and Error Corrections*.
ASU 2018-20 – Leases (Topic 842): Narrow-Scope Improvements for Lessors	Effective with ASU 2016-02. [45]	Retrospective or Prospective	✔	This ASU was issued to make targeted improvements to Topic 842 for lessors, specifically as it relates to accounting for sales taxes, certain lessor costs, and variable payments for contracts with lease and nonlease components.
ASU 2018-19 – Codification Improvements to Topic 326, Financial Instruments – Credit Losses	Fiscal years beginning after December 15, 2021, including interim periods within those fiscal years.	Modified Retrospective	✔ [46]	The amendments in this Update clarify that receivables arising from operating leases are not within the scope of Subtopic 326-20. Instead, impairment of receivables arising from operating leases should be accounted for in accordance with Topic 842, *Leases*. The Update also amends the effective date of the amendments in Update 2016-13 for nonpublic business entities to mitigate transition complexity.
ASU 2018-18 – Collaborative Arrangements (Topic 808) – Clarifying the Interaction between Topic 808 and Topic 606	Fiscal years beginning after December 15, 2020, and interim periods within fiscal years beginning after December 15, 2021.	Retrospective [47]	✔ [48]	The amendments in this Update provide guidance on whether certain transactions between collaborative arrangement participants should be accounted for with revenue under Topic 606. In addition, the Update requires that in a transaction with a collaborative arrangement participant that is not directly related to sales to third parties, presenting the transaction together with revenue recognized under Topic 606 is not allowed if the collaborative arrangement participant is not a customer.

44. An entity should apply the amendments as of the date that it first applied Topic 842, using the same transition methodology in accordance with paragraph 842-10-65-1(c).

45. For entities that have not adopted Topic 842, the amendments in this Update follow the same effective date and transition requirements in Update 2016-02. For entities that have adopted Topic 842 prior to the issuance of this Update, the amendments in this Update should be applied at the original effective date of Topic 842 for the entity. However, the entity has the option to apply the amendments in either the first reporting period ending after the issuance of this Update or in the first reporting period beginning after the issuance of this Update.

46. Early adoption is permitted for all organizations for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2018.

47. The amendments in this Update should be applied retrospectively to the date of initial application of Topic 606. An entity should recognize the cumulative effect of initially applying the amendments as an adjustment to the opening balance sheet of retained earnings of the later of the earliest annual period presented and the annual period that includes the date of the entity's initial application of Topic 606. An entity may elect to apply the amendments in this Update retrospectively either to all contracts or only to contracts that are not completed at the date of initial application of Topic 606. An entity should disclose its election. An entity may elect to apply the practical expedient for contract modifications that is permitted for entities using the modified retrospective transition method in Topic 606.

48. Early adoption is permitted, including adoption in any interim period for periods in which financial statements have not yet been made available for issuance. An entity may not adopt the amendments earlier than its adoption date of Topic 606.

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ASU 2018-17 – Consolidation (Topic 810) – Targeted Improvements to Related Party Guidance for Variable Interest Entities	Fiscal years beginning after December 15, 2020, and interim periods within fiscal years beginning after December 15, 2021.	Retrospective	✔	This Update amends the current guidance for determining whether fees paid to decision makers and service providers in which indirect interests are held through related parties under common control are variable interests. As amended, indirect interests held through related parties in common control arrangements should be considered on a proportional basis for determining whether fees paid to decision makers and service providers are variable interests. In addition, the Update amends and supersedes the private company accounting alternative for leasing arrangements under common control to include all private reporting entities and legal entities that meet certain criteria.
ASU 2018-16 – Derivatives and Hedging (Topic 815) – Inclusion of the Secured Overnight Financing Rate (SOFR) Overnight Index Swap (OIS) Rate as a Benchmark Interest Rate for Hedge Accounting Purposes	Effective with ASU 2017-12, as amended. [49]	Prospective	✔ [50]	The amendments in this Update permit use of the OIS rate based on SOFR as a U.S. benchmark interest rate for hedge accounting purposes under Topic 815 in addition to the UST, the LIBOR swap rate, the OIS rate based on the Fed Funds Effective Rate, and the SIFMA Municipal Swap Rate.
ASU 2018-15 – Intangibles – Goodwill and Other- Internal-Use Software (Subtopic 350-40)	Fiscal years beginning after December 15, 2020, and interim periods within annual periods beginning after December 15, 2021.	Retrospective, Prospective	✔	This ASU amends and improves current guidance on accounting for implementation costs of a hosting arrangement that is a service contract. The amendments in this update align the requirements for capitalizing implementation costs incurred in a hosting arrangement that is a service contract with the requirements for capitalizing implementation costs incurred to develop or obtain internal-use software (and hosting arrangements that include an internal-use software license).
ASU 2018-14 – Compensation – Retirement Benefits – Defined Benefit Plans – General (Topic 715-20); Disclosure Framework – Changes to the Disclosure Requirements for Defined Benefit Plans	Fiscal years ending after December 15, 2021.	Retrospective	✔	This ASU includes amendments, which remove, modify and add certain required disclosure requirements in the financial statements of employers that sponsor defined benefit pension or other postretirement plans.

49. For private companies that have already adopted the amendments in ASU 2017-12, the amendments are effective for fiscal years beginning after December 15, 2019, and interim periods within those fiscal years.

50. Early adoption is permitted in any interim period upon issuance of this Update if an entity already has adopted Update 2017-12.

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ASU 2018-12 – Financial Services – Insurance (Topic 944): Targeted Improvements to the Accounting for Long-Duration Contracts	Fiscal years beginning after December 15, 2021, and interim periods within fiscal years beginning after December 15, 2022.	Retrospective	✓	This ASU amends the guidance in Topic 944 for insurance entities that issue long-duration contracts. Under the Update, the entity is required to review and, if applicable, update the assumptions used to measure cash flows at least annually and update the discount rate assumption at each reporting date. The change in the liability estimate as a result of updating the discount rate assumption is required to be recognized in other comprehensive income. The entity is required to measure all market risk benefits associated with deposit (or account balance) contracts at fair value. The portion of any change in fair value attributable to a change in the instrument-specific credit risk is required to be recognized in other comprehensive income. The amendments also simplify the amortization of deferred acquisition costs and other balances amortized in proportion to premiums, gross profits, or gross margins and require that those balances be amortized on a constant level basis over the expected term of the related contracts.
ASU 2018-11 – Leases (Topic 842): Targeted Improvements	Fiscal years beginning after December 15, 2019, and interim periods within annual periods beginning after December 15, 2020. [51]	Modified Retrospective	✓	The amendments in this ASU provide entities with an additional (and optional) transition method to adopt the new leases standard. Under this new transition method, an entity initially applies the new leases standard at the adoption date and recognizes a cumulative-effect adjustment to the opening balance of retained earnings in the period of adoption consistent with preparers' requests. In addition, the amendments in this Update provide lessors with a practical expedient, by class of underlying asset, to not separate non-lease components from the associated lease component, similar to the expedient provided to lessees. The lessor practical expedient is limited to circumstances in which the non-lease component(s) otherwise would be accounted for under the new revenue recognition guidance and both (1) the timing and pattern of transfer are the same for the non-lease component(s) and associated lease component and (2) the lease component(s), if accounted for separately, would be classified as an operating lease.

51. For entities that have adopted Topic 842, the practical expedient may be elected in the first reporting period following the issuance of this update or at original effective date of Topic 842 for that entity.

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ASU 2018-10 – Codification Improvements to Topic 842, Leases	Fiscal years beginning after December 15, 2019, and interim periods within annual periods beginning after December 15, 2020.	Modified Retrospective	✔	This ASU provides clarification to guidance in Topic 842 and corrects unintended application of the guidance. Notable amendments included in the ASU include (1) Clarification that a lessor should account for the exercise by a lessee of an option to extend or terminate the lease or to purchase the underlying assets as a lease modification unless the exercise of that option by the lessee is consistent with the assumptions that the lessor made in accounting for the lease at the commencement date of the lease; (2) Clarification that the period covered by a lessor-only option to terminate the lease is included in the lease term; (3) Clarification that a lessor should not continue to accrete the unguaranteed residual asset to its estimated value over the remaining lease term to the extent that the lessor sells substantially all of the lease receivable associated with a direct financing lease or a sales-type lease and (4) Clarification that a rate implicit in the lease of zero should be used when applying the definition of the term rate implicit in the lease results in a rate that is less than zero.
ASU 2018-08 – Not-for-Profit Entities (Topic 958): Clarifying the Scope and the Accounting Guidance for Contributions Received and Contributions Made	Annual periods beginning after December 15, 2018, and interim periods within annual periods beginning after December 15, 2019 (resource receiver); Annual periods beginning after December 15, 2019, and interim periods within annual periods beginning after December 15, 2020 (resource provider).	Modified Prospective [52], Retrospective	✔	ASU 2018-08 was issued to clarify and improve current guidance for contributions received and made. The amendments should assist entities in evaluating whether transactions should be accounted for as contributions within the scope of Topic 958, *Not-for-Profit Entities*, or as exchange transactions subject to other guidance, and determining whether a contribution is conditional. These amendments are designed to reduce diversity in practice when applying current guidance.
ASU 2018-07 – Compensation–Stock Compensation, Improvements to Nonemployee Share-Based Payment Accounting	Fiscal years beginning after December 15, 2019, and interim periods within fiscal years beginning after December 15, 2020.	Modified Retrospective	✔	This ASU expands the scope of FASB ASC Topic 718 to include share-based payment transactions for acquiring goods and services from nonemployees, currently addressed primarily in ASC Subtopic 505-50, *Equity–Equity-Based Payments to Nonemployees*. This ASU also seeks to more closely align the accounting for nonemployee awards to those with employees. Early adoption is permitted, but not prior to adoption of Topic 606 – *Revenue from Contracts with Customers*.

52. Under the modified prospective basis, in the first set of financial statements following the effective date, the amendments should be applied to agreements that are either (1) not completed as of the effective date; or (2) entered into after the effective date. A completed agreement is an agreement for which all the revenue or expense has been recognized before the effective date.

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ASU 2018-01 – Leases (Topic 842) Land Easement Practical Expedient for Transition to Topic 842	Effective with ASU 2016-02.	N/A	✔	The amendments in this ASU permit an entity to elect an optional transition practical expedient to not evaluate under Topic 842 land easements that exist or expired before the entity's adoption of Topic 842 and that were not previously accounted for as leases under Topic 840. An entity that elects this practical expedient should apply the practical expedient consistently to all of its existing or expired land easements that were not previously accounted for as leases under Topic 840.
ASU 2017-13 - Revenue Recognition (Topic 605), Revenue from Contracts with Customers (Topic 606), Leases (Topic 840), and Leases (Topic 842): Amendments to SEC Paragraphs Pursuant to the Staff Announcement at the July 20, 2017, EITF Meeting and Rescission of Prior SEC Staff Announcements and Observer Comments	Effective with ASU 2014-09 and ASU 2016-02, both as amended.	Full or Modified Retrospective (ASU 2014-09) Modified Retrospective (2016-02)	✔	This ASU amends the early adoption date option for certain companies related to the adoption of ASU 2014-09 and ASU 2016-02. Both of the below entities may still adopt using the public company adoption guidance in the related ASUs, as amended. The SEC staff stated the SEC would not object to a public business entity that otherwise would not meet the definition of a public business entity except for a requirement to include or the inclusion of its financial statements or financial information in another entity's filing with the SEC adopting ASC Topic 606 for annual reporting periods beginning after December 15, 2018, and interim reporting periods within annual reporting periods beginning after December 15, 2019. The SEC staff stated the SEC would not object to a public business entity that otherwise would not meet the definition of a public business entity except for a requirement to include or the inclusion of its financial statements or financial information in another entity's filing with the SEC adopting ASC Topic 842 for fiscal years beginning after December 15, 2019, and interim periods within fiscal years beginning after December 15, 2020.
ASU 2017-12 - Derivatives and Hedging (Topic 815): Targeted Improvements to Accounting for Hedging Activities	Fiscal years beginning after December 15, 2019, and interim periods beginning after December 15, 2020.	Modified Retrospective [53]	✔	This ASU is intended to improve and simplify accounting rules around hedge accounting and also help financial statement users better understand an entity's risk exposures and how hedging strategies are used to manage those exposures. The new standard refines and expands hedge accounting for both financial and nonfinancial risk components and aligns the recognition and presentation of the effects of the hedging instrument and the hedged item in the financial statements. Its provisions create more transparency around how economic results are presented, both on the face of the financial statements and in the footnotes, for investors and analysts.

53. For cash flow and net investment hedges existing at the date of adoption, an entity should apply a cumulative-effect adjustment related to eliminating the separate measurement of ineffectiveness to accumulated other comprehensive income with a corresponding adjustment to the opening balance of retained earnings as of the beginning of the fiscal year that an entity adopts the amendments in this Update. The amended presentation and disclosure guidance is required only prospectively.

APPENDIX C – ACCOUNTING STANDARDS AFFECTING PRIVATE COMPANIES IN 2021 AND BEYOND

Accounting Standards Update	Private Company Effective Date	Transition	Early Adopt	Summary
ASU 2017-11 - Earnings Per Share (Topic 260); Distinguishing Liabilities from Equity (Topic 480); Derivatives and Hedging (Topic 815): (Part I) Accounting for Certain Financial Instruments with Down Round Features, (Part II) Replacement of the Indefinite Deferral for Mandatorily Redeemable Financial Instruments of Certain Nonpublic Entities and Certain Mandatorily Redeemable Non-controlling Interests with a Scope Exception	The amendments in Part I of this Update are effective for fiscal years beginning after December 15, 2019, and interim periods within fiscal years beginning after December 15, 2020. The amendments in Part II of this Update do not require any transition guidance because those amendments do not have an accounting effect.	Retrospective [54]	✔	This ASU was issued to address narrow issues identified as a result of the complexity associated with applying GAAP for certain financial instruments with characteristics of liabilities and equity. There are two parts to the update. The first addresses the complexity of accounting for certain financial instruments with down round features while the second addresses the difficulty of navigating Topic 480, *Distinguishing Liabilities from Equity*. The amendments related to the second part replace an indefinite deferral on certain guidance in Topic 480 with a scope exception, but ultimately does not have an accounting effect.
ASU 2017-08 - Receivables - Nonrefundable Fees and Other Costs (Subtopic 310-20): Premium Amortization on Purchased Callable Debt Securities	Annual periods beginning after December 15, 2019, and interim periods within annual periods beginning after December 15, 2020.	Modified Retrospective	✔	This ASU was issued in order to shorten the amortization period for certain callable debt securities held at a premium. Specifically, the amendments require the premium to be amortized to the earliest call date. The amendments do not require an accounting change for securities held at a discount; the discount continues to be amortized to maturity.

54. For part one, an entity can elect to adopt the amendments either: (1) Retrospectively to outstanding financial instruments with a down round feature by means of a cumulative-effect adjustment to the statement of financial position as of the beginning of the first fiscal year and interim period(s) in which the pending content that links to this paragraph is effective; or (2) Retrospectively to outstanding financial instruments with a down round feature for each prior reporting period presented in accordance with the guidance on accounting changes in paragraphs 250-10-45-5 through 45-10. Part two does not have any transition guidance as there is not accounting effect.

APPENDIX C – ACCOUNTING STANDARDS AFFECTING PRIVATE COMPANIES IN 2021 AND BEYOND

Accounting Standards Update	Private Company Effective Date	Transition	Early Adopt	Summary
ASU 2017-04 - Intangibles - Goodwill and Other (Topic 350): Simplifying the Test for Goodwill Impairment	All other entities, including NFP entities, should adopt for their annual or any interim goodwill impairment tests in fiscal years beginning after December 15, 2021.	Prospective	✔ [55]	This ASU was issued in order to simplify the subsequent measurement of goodwill by eliminating the Step 2 goodwill impairment test. Under the amendments in this ASU, an entity should perform its annual or interim goodwill impairment test by comparing the fair value of a reporting unit with its carrying amount. An entity will then recognize an impairment charge for the amount by which the carrying amount exceeds the reporting unit's fair value, however the loss recognized should not exceed the total amount of goodwill allocated to that reporting unit. Additionally, an entity should consider income tax effects from any tax deductible goodwill on the carrying amount of the reporting unit when measuring the goodwill impairment loss, if applicable. The amendments in this ASU also eliminated the requirements for any reporting unit with a zero or negative carrying amount to perform a qualitative assessment and therefore the same impairment assessment now applies to all reporting units. An entity is required to disclose the amount of goodwill allocated to each reporting unit with a zero or negative carrying amount of net assets. The ASU did not affect the option to perform the qualitative assessment (Step 0) for a reporting unit to determine if the quantitative impairment test is necessary and private companies will still have the option to elect the PCC alternative on goodwill.
ASU 2016-13 – Financial Instruments – Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments	For fiscal years beginning after December 15, 2022, including interim periods within those fiscal years.	Modified Retrospective	✔ [56]	The ASU is intended to improve financial reporting by requiring timely recording of credit losses on loans and other financial instruments held by financial institutions and other organizations. The ASU requires the measurement of all expected credit losses for financial assets not recorded at fair value based on historical experience, current conditions and reasonable and supportable forecasts.
ASU 2016-02 – Leases (Topic 842)	Fiscal years beginning after December 15, 2021, and interim periods within annual periods beginning after December 15, 2022.	Modified Retrospective	✔	All leases (except for short-term leases) will be required to be recognized on the lessee's balance sheet at commencement date as a lease liability for the obligation of lease payments and a right-of-use asset for the right to use/control a specified asset for the lease term. Lessor accounting is largely unchanged.

55. Early adoption is permitted for interim or annual goodwill impairment tests performed on testing dates after January 1, 2017.

56. Early adoption is permitted for all organizations for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2018.

APPENDIX D – SEC FINAL RULES

The following table presents certain SEC rules with effective and compliance dates during 2021 and beyond. Please refer to the individual SEC rules in their entirety for additional guidance.

SEC Final Rules	Summary
33-11047 - Technical Amendments to Commission Rules and Forms	The Securities and Exchange Commission (Commission or the SEC) is adopting technical amendments to various rules and forms under the Securities Act, the Investment Company Act and the Advisers Act. These revisions make technical changes to correct typographical errors and erroneous cross-references, as well as to clarify instructions. The amendments are effective as of the date of the publication in the Federal Register.
33-11043 - Adoption of Updated EDGAR Filer Manual	The SEC is adopting amendments to Volumes I and II of the EDGAR Filer Manual and related rules and forms. The EDGAR system was upgraded on March 21, 2022. The amendments are effective as of the date of the publication in the Federal Register.
33-11016 - Adoption of Updated EDGAR Filer Manual	The SEC is adopting amendments to Volume II of the EDGAR Filer Manual and related rules and forms. The EDGAR system was upgraded on December 20, 2021. The amendments were effective January 5, 2022.
34-93701 - Holding Foreign Companies Accountable Act Disclosure	The SEC is adopting amendments to finalize interim final rules that revised Forms 20-F, 40-F, 10-K, and N-CSR to implement the disclosure and submission requirements of the Holding Foreign Companies Accountable Act (HFCA Act). The final amendments apply to registrants that the SEC identifies as having filed an annual report with an audit report issued by a registered public accounting firm that is located in a foreign jurisdiction and that PCAOB is unable to inspect or investigate completely because of a position taken by an authority in that jurisdiction. Consistent with the HFCA Act, the amendments require the submission of documentation to the SEC establishing that such a registrant is not owned or controlled by a governmental entity in that foreign jurisdiction and also require disclosure in a foreign issuer's annual report regarding the audit arrangements of, and governmental influence on, such registrants. The amendments are effective January 10, 2022, except for the addition of §232.405(c)(1)(iii)(C) in this rule is effective January 10, 2022 until July 1, 2023.
34-93596 - Universal Proxy	The SEC is amending the Federal proxy rules to enhance the ability of shareholders to elect directors through the proxy process in a manner consistent with their ability to vote in person at a shareholder meeting. Specifically, the Commission is requiring the use of a universal proxy card in all non-exempt solicitations involving director election contests, except those involving registered investment companies and business development companies. To facilitate the use of a universal proxy card, the SEC is also amending the Federal proxy rules to establish certain notice, minimum solicitation, filing, formatting and presentation requirements, along with other related rule changes consistent with the adoption of a universal proxy requirement. In addition, the Commission is adopting new disclosure requirements relating to voting standards and further requiring certain voting options for all director elections, whether or not contested. The rules are effective January 31, 2022.
IA-5904 - Performance-Based Investment Advisory Fees	The SEC is adopting amendments to the rule under the Advisers Act that permits investment advisers to charge performance-based compensation to "qualified clients." The rule defines "qualified client" with reference to specific dollar amount thresholds, which are required to be adjusted every five years to account for the effects of inflation. These amendments replace specific dollar amount thresholds in the rule's "qualified client" definition with references to the SEC's "most recent order," as defined by the amended rule, containing the specific dollar amount thresholds adjusted for inflation. The amendments were effective November 10, 2021.
33-10997 - Filing Fee Disclosure and Payment Methods Modernization	The SEC is adopting amendments that will modernize filing fee disclosure and payment methods. We are amending most fee-bearing forms, schedules, statements, and related rules to require each filing fee table and accompanying disclosure to include all required information for fee calculation in a structured format. The amendments will add options for fee payment via Automated Clearing House (ACH) and debit and credit cards, and eliminate options for fee payment via paper checks and money orders. The amendments are intended to improve filing fee preparation and payment processing by facilitating both enhanced validation through filing fee structuring and lower-cost, easily routable payments through the ACH and debit and credit card payment options. Finally, the SEC is adopting other amendments to enhance the efficiency of the fee process. The final rules are effective on January 31, 2022, except for amendments to 17 CFR 203.3a, 17 CFR 230.111, 17 CFR 240.0-9 and 17 CFR 270.0-8 regarding payment options, which are effective on May 31, 2022.
33-10984 - Adoption of Updated EDGAR Filer Manual, Form ID Amendments	The SEC is adopting amendments to Volumes I and II of the EDGAR Filer Manual (Filer Manual) and related rules and forms. The EDGAR system was upgraded on September 20, 2021. The amendments were effective October 7, 2021.

APPENDIX D – SEC FINAL RULES

SEC Final Rules	Summary
33-10948 - Adoption of Updated EDGAR Filer Manual	The SEC is adopting amendments to Volumes I and II of the EDGAR Filer Manual and related rules. The EDGAR system was upgraded on June 18, 2021. The incorporation by reference of the EDGAR Filer Manual is approved by the Director of the Federal Register as of July 28, 2021. The amendments were effective July 28, 2021.
34-92727 - Freedom of Information Act Regulations	The SEC is making an amendment to the Commission's Freedom of Information Act (FOIA) regulations to remove a provision stating that records that the FOIA requires to be made available for public inspection in an electronic format will be available to persons who do not have access to the internet in the Commission's Public Reference Room. The Commission's FOIA regulations will continue to provide that persons who do not have access to the internet can obtain the documents required to be made available for public inspection by telephone or email request to the Office of FOIA Services. The amendment was effective August 26, 2021.
33-10935 - Adoption of Updated EDGAR Filer Manual, Form ID Amendments	The SEC is adopting amendments to Volumes I and II of the EDGAR Filer Manual, a related form, and related rules. The amendments result in a more uniform and secure process for EDGAR access by requiring certain applicants that already have an EDGAR Central Index Key (or CIK) account number, but do not have EDGAR access codes, to submit the related form and an authenticating document to obtain access to EDGAR. The related form has also been amended to update its instructions and cross-references to Volume I of the Filer Manual. The revisions to Volume II reflect additional updates to the EDGAR system. The amendments were effective May 11, 2021.
33-10913 - Modernization of Delegations of Authority to Commission Staff and Division and Office Descriptions	The SEC is amending its rules delegating authority to the Commission's staff to modernize these rules and more efficiently use the Commission's resources, as well as descriptions of the responsibilities of its divisions and offices. This rule was effective February 16, 2021.
IA-5653 - Investment Adviser Marketing	The SEC is adopting amendments under the Advisers Act to update rules that govern investment adviser marketing. The amendments will create a merged rule that will replace both the current advertising and cash solicitation rules. These amendments reflect market developments and regulatory changes since the advertising rule's adoption in 1961 and the cash solicitation rule's adoption in 1979. The Commission is also adopting amendments to Form ADV to provide the Commission with additional information about advisers' marketing practices. Finally, the Commission is adopting amendments to the books and records rule under the Advisers Act. This rule was effective May 4, 2021.
34-90667 - Exemption from the Definition of "Clearing Agency" for Certain Activities of Security-Based Swap Dealers and Security-Based Swap Execution Facilities	The SEC is adopting a rule pursuant to Section 36 of the Exchange Act to exempt from the definition of "clearing agency" in Section 3(a)(23) of the Exchange Act certain activities of a registered security-based swap dealer, a registered security-based swap execution facility and a person engaging in dealing activity in security-based swaps that is eligible for an exception from registration as a security-based swap dealer because the quantity of dealing activity is de minimis. This rule was effective April 2, 2021.
34-90679 - Disclosure of Payments by Resource Extraction Issuers	We are adopting a rule under the Exchange Act and an amendment to Form SD to implement Section 13(q) of the Exchange Act. Section 13(q) directs the Commission to issue rules requiring resource extraction issuers to include in an annual report information relating to payments made to a foreign government or the Federal Government for the purpose of the commercial development of oil, natural gas and minerals. Section 13(q) requires these issuers to provide information about the type and total amount of payments made for each of their projects related to the commercial development of oil, natural gas and minerals, and the type and total amount of payments made to each government. In addition, Section 13(q) requires a resource extraction issuer to provide information about those payments in an interactive data format. The final rule and form amendment were effective March 16, 2021.

APPENDIX D – SEC FINAL RULES

SEC Final Rules	Summary
34-89964 - Procedural Requirements and Resubmission Thresholds under Exchange Act Rule 14a-8	We are adopting amendments to certain procedural requirements and the provision relating to resubmitted proposals under the shareholder-proposal rule in order to modernize and enhance the efficiency and integrity of the shareholder-proposal process for the benefit of all shareholders. The amendments to the procedural rules: amend the current ownership requirements to incorporate a tiered approach that provides three options for demonstrating a sufficient ownership stake in a company—through a combination of amount of securities owned and length of time held—to be eligible to submit a proposal; require certain documentation to be provided when a proposal is submitted on behalf of a shareholder proponent; require shareholder-proponents to identify specific dates and times they can meet with the company in person or via teleconference to engage with the company with respect to the proposal; and provide that a person may submit no more than one proposal, directly or indirectly, for the same shareholders' meeting. The amendments to the resubmission thresholds revise the levels of shareholder support a proposal must receive to be eligible for resubmission at the same company's future shareholders' meetings from 3, 6, and 10 percent to 5, 15 and 25 percent, respectively. The amendments were effective January 4, 2021.
33-10871 - Fund of Funds Arrangements	The SEC is adopting a new rule under the Investment Company Act to streamline and enhance the regulatory framework applicable to funds that invest in other funds (fund of funds arrangements). In connection with the new rule, the Commission is rescinding rule 12d1-2 under the Act and certain exemptive relief that has been granted from sections 12(d)(1)(A), (B), (C), and (G) of the Act permitting certain fund of funds arrangements. Finally, the Commission is adopting related amendments to rule 12d1-1 under the Act and to Form NCEN. This rule was effective January 19, 2021.
33-10876 - Qualifications of Accountants	The SEC is adopting amendments to update certain auditor independence requirements. These amendments are intended to more effectively focus the independence analysis on those relationships or services that are more likely to pose threats to an auditor's objectivity and impartiality. The amendments were effective June 9, 2021.
33-10884 - Facilitating Capital Formation and Expanding Investment Opportunities by Improving Access to Capital in Private Markets	We are adopting amendments to facilitate capital formation and increase opportunities for investors by expanding access to capital for small and medium-sized businesses and entrepreneurs across the United States. Specifically, the amendments simplify, harmonize and improve certain aspects of the exempt offering framework to promote capital formation while preserving or enhancing important investor protections. The amendments also seek to close gaps and reduce complexities in the exempt offering framework that may impede access to investment opportunities for investors and access to capital for businesses and entrepreneurs. The final rules were effective March 15, 2021.
IC-34084 - Use of Derivatives by Registered Investment Companies and Business Development Companies (Note: This replaces the version initially issued on October 28, 2020.)	The SEC is adopting a new exemptive rule under the Investment Company Act designed to address the investor protection purposes and concerns underlying section 18 of the Act and to provide an updated and more comprehensive approach to the regulation of funds' use of derivatives and the other transactions addressed in 17 CFR 270.18f-4 (rule 18f-4). In addition, the Commission is adopting new reporting requirements designed to enhance the Commission's ability to effectively oversee funds' use of and compliance with rule 18f-4, and to provide the Commission and the public with additional information regarding funds' use of derivatives. Finally, the Commission is adopting amendments to 17 CFR 270.6c-11 (rule 6c11) under the Investment Company Act to allow leveraged/inverse ETFs that satisfy the rule's conditions to operate without the expense and delay of obtaining an exemptive order. The Commission, accordingly, is rescinding certain exemptive relief that has been granted to these funds and their sponsors. The compliance date is August 19, 2022. This rule was effective February 19, 2021.
34-90442 - Amendments to the Commission's Rules of Practice	The SEC is adopting amendments to its Rules of Practice to require persons involved in Commission administrative proceedings to file and serve documents electronically. The final rules were effective January 29, 2021, except Instruction 8 which was effective July 12, 2021.
33-10890 - Management's Discussion and Analysis, Selected Financial Data, and Supplementary Financial Information	We are adopting amendments to modernize, simplify, and enhance certain financial disclosure requirements in Regulation S-K. Specifically, we are eliminating the requirement for Selected Financial Data, streamlining the requirement to disclose Supplementary Financial Information, and amending Management's Discussion & Analysis of Financial Condition and Results of Operations (MD&A). These amendments are intended to eliminate duplicative disclosures and modernize and enhance MD&A disclosures for the benefit of investors, while simplifying compliance efforts for registrants. The amendments were effective February 10, 2021.

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SEC Final Rules	Summary
IC-34128 - Good Faith Determinations of Fair Value	The SEC is adopting a new rule under the Investment Company Act that will address valuation practices and the role of the board of directors with respect to the fair value of the investments of a registered investment company or business development company (fund). The rule will provide requirements for determining fair value in good faith for purposes of the Act. This determination will involve assessing and managing material risks associated with fair value determinations; selecting, applying and testing fair value methodologies; and overseeing and evaluating any pricing services used. The rule will permit a fund's board of directors to designate certain parties to perform the fair value determinations, who will then carry out these functions for some or all of the fund's investments. This designation will be subject to board oversight and certain reporting and other requirements designed to facilitate the board's ability effectively to oversee this party's fair value determinations. The rule will include a specific provision related to the determination of the fair value of investments held by unit investment trusts, which do not have boards of directors. The rule will also define when market quotations are readily available under the Act. The Commission is also adopting a separate rule providing the recordkeeping requirements that will be associated with fair value determinations 2 and is rescinding previously issued guidance on the role of the board of directors in determining fair value and the accounting and auditing of fund investments. This rule was effective March 8, 2021.
34-90610 - Market Data Infrastructure	The SEC is amending Regulation National Market System (Regulation NMS) under the Exchange Act to modernize the national market system for the collection, consolidation, and dissemination of information with respect to quotations for and transactions in national market system (NMS) stocks (NMS information). Specifically, the Commission is expanding the content of NMS information that is required to be collected, consolidated, and disseminated as part of the national market system under Regulation NMS and is amending the method by which such NMS information is collected, calculated and disseminated by fostering a competitive environment for the dissemination of NMS information via a decentralized consolidation model with competing consolidators. These amendments were effective June 8, 2021.
33-10901 - Administration of the Electronic Data Gathering, Analysis, and Retrieval System	The SEC is adopting a new rule that specifies several actions that the Commission, in its administration of the EDGAR system, may take to promote the reliability and integrity of EDGAR submissions. The new rule establishes a process for the Commission to notify filers and other relevant persons of its actions under the rule as soon as reasonably practicable. In addition, the Commission is adopting amendments to delegate authority to the Director of the Commission's EDGAR Business Office to take actions pursuant to the new rule and two current rules relating to filing date adjustments and the continuing hardship exemption. These amendments were effective February 3, 2021.
33-10902 - Adoption of Updated EDGAR Filer Manual, Proposed Collection and Comment Request for Form ID	The SEC is adopting revisions to Volumes I and II of the EDGAR Filer Manual and related rules. The revisions substantially reduce the length of Volume I and amend Volume I and related rules under Regulation S-T, including provisions regarding electronic notarizations and remote online notarizations, which include electronic signatures. The revisions to Volume II reflect changes made to EDGAR on December 14, 2020. The Commission is also providing notice and soliciting comments on the Form ID collection of information pursuant to the Paperwork Reduction Act of 1995. These amendments were effective February 3, 2021.
IC-33921 – Amendments to Procedures with Respect to Applications Under the Investment Company Act of 1940	The SEC is adopting amendments to rule 0-5 under the Investment Company Act to establish an expedited review procedure for applications that are substantially identical to recent precedent as well as a rule to establish an internal timeframe for review of applications outside of such expedited procedure. In addition, the Commission is adopting an amendment to rule 0-5 under the Investment Company Act to deem an application outside of expedited review withdrawn when the applicant does not respond in writing to comments within 120 days. The amendments were effective June 14, 2021.
33-10786 – Amendments to Financial Disclosures about Acquired and Disposed Businesses	The SEC is adopting amendments to the Commission's rules and forms to improve their application, assist registrants in making more meaningful determinations of whether a subsidiary or an acquired or disposed business is significant and to improve the disclosure requirements for financial statements relating to acquisitions and dispositions of businesses, including real estate operations and investment companies. The changes are intended to improve for investors the financial information about acquired or disposed businesses, facilitate more timely access to capital and reduce the complexity and costs to prepare the disclosure. The final rules were effective on January 1, 2021.

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SEC Final Rules	Summary
33-10771 – Securities Offering Reform for Closed-End Investment Companies	The SEC is adopting rules that will modify the registration, communications, and offering processes for business development companies (BDCs) and other closed-end investment companies under the Securities Act. As directed by Congress, the Commission is adopting rules that will allow these investment companies to use the securities offering rules that are already available to operating companies. These rules will extend to closed-end investment companies offering reforms currently available to operating company issuers by expanding the definition of "well-known seasoned issuer" to allow these investment companies to qualify; streamlining the registration process for these investment companies, including the process for shelf registration; permitting these investment companies to satisfy their final prospectus delivery requirements by filing the prospectus with the Commission and permitting additional communications by and about these investment companies during a registered public offering. In addition, the Commission is amending certain rules and forms to tailor the disclosure and regulatory framework to these investment companies. These amendments also will modernize the Commission's approach to securities registration fee payment by requiring closed-end investment companies that operate as "interval funds" to pay securities registration fees using the same method as mutual funds and exchange-traded funds and extend the ability to use this payment method to issuers of certain continuously offered, exchange-traded products (ETPs). Additionally, the Commission is expanding the ability of certain registered closed-end funds or BDCs that conduct continuous offerings to make changes to their registration statements on an immediately effective basis or on an automatically effective basis for a set period of time after filing. Lastly, the Commission is adopting certain structured data reporting requirements, including for filings on the form providing annual notice of securities sold pursuant to the rule under the Investment Company Act that prescribes the method by which certain investment companies (including mutual funds) calculate and pay registration fees. This final rule was effective August 1, 2020, except for amendatory instructions 21, 22, 30, 31, 33, 34, 41, 42 and 45 which were effective August 1, 2021.
33-10765 – Updated Disclosure Requirements and Summary Prospectus for Variable Annuity and Variable Life Insurance Contracts	The SEC is adopting rule and form amendments intended to help investors make informed investment decisions regarding variable annuity and variable life insurance contracts. The amendments modernize disclosures by using a layered disclosure approach designed to provide investors with key information relating to the contract's terms, benefits and risks in a concise and more reader-friendly presentation, with access to more detailed information available online and electronically or in paper format on request. New rule 498A under the Securities Act will permit a person to satisfy its prospectus delivery obligations under the Securities Act for a variable annuity or variable life insurance contract by sending or giving a summary prospectus to investors and making the statutory prospectus available online. The rule also will consider a person to have met its prospectus delivery obligations for any portfolio companies associated with a variable annuity or variable life insurance contract if the portfolio company prospectuses are posted online. To implement the new disclosure framework, we are also amending the registration forms for variable annuity and variable life insurance contracts to update and enhance the disclosures to investors in these contracts, and to implement the proposed summary prospectus framework, and adopting amendments to our rules that will require variable contracts to use the Inline eXtensible Business 2 Reporting Language (Inline XBRL) format for the submission of certain required disclosures in the variable contract statutory prospectus. The Commission is also taking the position that if an issuer of a discontinued contract that is discontinued as of July 1, 2020, that provides alternative disclosures does not file post-effective amendments to update a variable contract registration statement and does not provide updated prospectuses to existing investors, this would not provide a basis for enforcement action so long as investors are provided with the alternative disclosures or modernized alternative disclosures described below. We are also adopting certain technical and conforming amendments to our rules and forms, including amendments to rules relating to variable life insurance contracts, and rescinding certain related rules and forms. This final rule was effective July 1, 2020, except as specifically defined in the rule.
33-10762 – Financial Disclosures about Guarantors and Issuers of Guaranteed Securities and Affiliates Whose Securities Collateralize a Registrant's Securities	This final rule amends financial disclosure requirements for guarantors and issuers of guaranteed securities registered or being registered and issuers' affiliates whose securities collateralize securities registered or being registered in Regulation S-X to improve those requirements for both investors and registrants. The changes are intended to provide investors with material information given the specific facts and circumstances, make the disclosures easier to understand and reduce the costs and burdens to registrants. By reducing the costs and burdens of compliance, issuers may be encouraged to offer guaranteed or collateralized securities on a registered basis, thereby affording investors protection they may not be provided in offerings conducted on an unregistered basis. In addition, by making it less burdensome and less costly for issuers to include guarantees or pledges of affiliate securities as collateral when they structure debt offerings, the revisions may increase the number of registered offerings that include these credit enhancements, which could result in a lower cost of capital and an increased level of investor protection. This final rule was effective January 4, 2021.

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SEC Final Rules	Summary
34-84875 – Transaction Fee Pilot for NMS Stocks	The Commission is adopting a new rule of Regulation National Market System under the Exchange Act to conduct a Transaction Fee Pilot for National Market System stocks to study the effects that exchange transaction fee-and-rebate pricing models may have on order routing behavior, execution quality and market quality. The final rule is effective April 22, 2019, through December 29, 2023.
33-10577 – Form N-1A; Correction	This document makes technical corrections to several amendments to Form N-1A, which the Commission adopted as part of three rulemakings: Investment Company Reporting Modernization, which was published in the Federal Register on November 18, 2016; Optional Internet Availability of Investment Company Shareholder Reports, which was published in the Federal Register on June 22, 2018; and Investment Company Liquidity Disclosure, which was published in the Federal Register on July 10, 2018. This document is being published to correct the paragraph designations that appeared in the amendatory instructions preceding certain of the form amendments that the Commission adopted as part of each of these rulemakings. This document makes technical corrections only to the paragraph designations that appear in the amendatory instructions preceding these form amendments. This document does not make any substantive changes (i.e., changes except corrections to typographical errors) to the text of the form amendments themselves. This rule is effective as of the date of the publication in the Federal Register, except: • The revisions to Item 27(d)(3) of Form N-1A were effective May 1, 2020; • Item 27(d)(7) of Form N-1A (referenced in 17 CFR 239.15A and 274.11A) is effective January 1, 2019, through December 31, 2021; and • Item 27(d)(7) is removed effective January 1, 2022.
33-10570 – Modernization of Property Disclosures for Mining Registrants	The SEC is adopting amendments to modernize the property disclosure requirements for mining registrants, and related guidance, currently set forth in Item 102 of Regulation S-K under the Securities Act and the Exchange Act and in Industry Guide 7. The amendments are intended to provide investors with a more comprehensive understanding of a registrant's mining properties, which should help them make more informed investment decisions. The amendments also will more closely align the SEC's disclosure requirements and policies for mining properties with current industry and global regulatory practices and standards. In addition, the SEC is rescinding Industry Guide 7 and relocating the SEC's mining property disclosure requirements to a new subpart of Regulation S-K. Registrants engaged in mining operations must comply with the final rule amendments for the first fiscal year beginning on or after January 1, 2021.
Release 33-10506, Optional Internet Availability of Investment Company Shareholder Reports	In this final rule, the SEC adopted new rule 30e-3 under the Investment Company Act and made amendments to rule 498 under the Securities Act. Under rule 30e-3, registered investment companies are given an optional delivery method to transmit shareholder reports through a website indicated in a notice to investors. Amendments to rule 498 include a temporary transition period in which companies who elect this new transition method will be required to inform investors of the change for a two-year period. The rule is effective January 1, 2019, except for certain amendments to instructions on certain forms, which are effective January 1, 2021, and 2022.
Release 33-10442, Investment Company Reporting Modernization	The SEC is adopting a temporary final rule that requires funds in larger fund groups to maintain in their records the information that is required to be included in Form N-PORT, in lieu of filing reports with the Commission, until April 2019. As a result, larger funds groups were required to begin submitting reports on Form N-PORT on the EDGAR system by April 30, 2019, and smaller fund groups will be required to begin submitting reports on Form N-PORT by April 30, 2020. This rule is effective January 16, 2018, until March 31, 2026.