



August 15, 2008

Dr. Larry E. Rittenberg, PhD, CPA, CIA
Chairman, Committee of Sponsoring Organizations of the Treadway Commission
4133D Grainger Hall, University of Wisconsin
975 University Avenue
Madison, WI 53706

Re: Exposure Draft: Guidance on Monitoring Internal Control Systems

Dear Dr. Rittenberg:

We appreciate the opportunity to respond to the Committee of Sponsoring Organizations of the Treadway Commission's ("COSO") request for comment on its Exposure Draft, *Guidance on Monitoring Internal Control Systems* as we believe that strong internal controls over financial reporting, including the monitoring of the internal control system, is essential to the integrity of an entity's financial statements.

We would like to thank COSO for undertaking this project and assembling such a diverse task force. We would also like to thank Grant Thornton LLP for all of their efforts and taking the time to discuss certain aspects of the proposed guidance with members of my team. When viewed in conjunction with the examples provided, we believe that the proposed guidance on Monitoring will go a long way towards providing the clarity and useful guidance that you intended.

For perspective, we highly value the foundation provided by the COSO Framework for evaluation of the effectiveness of internal controls. We utilize that model as the basis for our year-end assessment of Internal Controls over Financial Reporting. It also serves as the foundation of our Internal Control Standard for financial, operational and compliance controls related to all businesses and functions throughout our organization.

The increased clarity provided within the Exposure Draft related to the topics of persuasive evidence, direct and indirect information as well as the competence and characteristics of evaluators, are very helpful and important. Another benefit of the proposed guidance is the reinforcement that the quality of an evaluation of internal control is highly dependent on the comprehensiveness of the risk assessment and related risk prioritization processes.

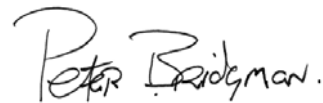
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This is consistent with the guidance contained in Auditing Standard No. 5, *An Audit of Internal Control Over Financial Reporting That Is Integrated with An Audit of Financial Statements*, and should lead to increased efficiency and effectiveness in organization's control structures, without jeopardizing shareholders best interests.

As you have indicated, a broad-based and informed risk assessment relates not only to current state but is also forward-looking in nature based upon anticipated changes in business, systems, processes and people. The more that companies are anticipating and planning for potential risk, the more robust control environments will be.

We appreciate the opportunity to express our views and would be pleased to discuss our comments. Please do not hesitate to contact me at (914) 253-3406.

Sincerely,

A handwritten signature in black ink that reads "Peter Bridgman." The signature is written in a cursive style with a large initial "P" and a distinct "B".

Peter A. Bridgman
Senior Vice President and
Controller

cc: Marie T. Gallagher, Vice President and Assistant Controller
Robert J. Mac Kay, Vice President and General Auditor