



Federal Accounting Standards Advisory Board

February 8, 2018

Memorandum

To: Members of the Board

*Ross Simms*

From: Ross Simms, Assistant Director

*Wendy M. Payne*

Through: Wendy M. Payne, Executive Director

Subj: Management's Discussion and Analysis—**TAB G**<sup>1</sup>

MEMBER ACTIONS REQUESTED:

- Review the materials regarding SFFAC 3, *Management's Discussion and Analysis*.
- By February 20, 2018, select a SFFAC 3 topic to revisit using the table on page 15

**OBJECTIVE**

The objective is to discuss potential areas for improving Statement of Federal Financial Accounting Concepts (SFFAC) 3, *Management's Discussion and Analysis*.

**BRIEFING MATERIALS**

The briefing material includes this memorandum and the following attachment:

Attachment I: SFFAC 3, *Management's Discussion and Analysis*, provides the complete concepts statement.

**BACKGROUND**

Upon completing the development of Statement of Federal Financial Accounting Concepts (SFFAC) 8, *Federal Financial Reporting*, the Board began discussing the need to improve the content of financial reports. In May 2017, Board members reviewed financial reports and FASAB staff conducted roundtable discussions and noted several

<sup>1</sup> The staff prepares Board meeting materials to facilitate discussion of issues at the Board meeting. This material is presented for discussion purposes only; it is not intended to reflect authoritative views of the FASAB or its staff. Official positions of the FASAB are determined only after extensive due process and deliberations.

areas for improvement, including management's discussion and analysis (MD&A), required supplementary stewardship information (RSSI), other information, the overall reporting model, and certain financial statements and note disclosures. The Board was particularly concerned about the voluminous content of financial reports and, to address the concerns, the Board decided to use a two-phased approach. During the first phase, the Board will focus on areas that can be addressed in the near term and, in the second phase, consider areas to address over the long term.

The Board's near-term efforts encompass improving MD&A. Although MD&A is intended to be concise, Board members and others noted MD&A is often broad and may overwhelm readers. Consequently, on July 20, 2017 staff engaged roundtable participants to discuss how the content of MD&A might be enhanced.

In August 2017, staff suggested that the Board eliminate the requirement that MD&A address the reporting entity's vital performance goals, objectives, and results. As an alternative, the Board could require reporting entities to inform readers on where to obtain the entity's annual performance report (APR).

Members noted that conditions have changed since FASAB developed the MD&A reporting concepts and standards. Component reporting entities currently issue separate financial and performance reports and issue the reports at different times. In addition, the Board's concepts acknowledge that information that users need may not reside in a single report. As a result, the Board could develop an exposure draft to amend the existing MD&A reporting standards, explain the rationale for the proposal, and obtain comments from users, preparers, and auditors.

During the October 2017 meeting, staff proposed guidance that would permit MD&A to refer users to more detailed performance reports. This flexibility would be responsive to input from preparers and auditors regarding users' access to and preference for other sources of information. However, given the discretion, Board members were concerned that financial reports would not present information needed to achieve the reporting objectives. Board members noted that financial report users need information about the reporting entity's performance. Also, the Board noted that SFFAC 3, *Management's Discussion and Analysis*, provides guidance that preparers could consider for performance reporting and the Office of Management and Budget form and content guidance could help facilitate improvements as well.

During the December 2017 meeting, the Board decided to update SFFAC 3. The Board developed the concepts in the 1990s, and performance reporting and other areas have evolved since then. SFFAC 3 also discusses several topics and the Board intended for the topics to be integrated rather than addressed separately. Current Board members were concerned that revisiting the entire concepts statement could require significant resources. Consequently, members noted the need to prioritize areas for improvement and believed that integrating financial and performance information should be among the areas considered. Attachment I: SFFAC 3, *Management's Discussion and Analysis* provides the complete concepts statement.

## **NEXT STEPS**

The next steps for the project will be determined during the meeting.

## **MEMBER FEEDBACK**

If you have any questions or comments, please contact me by telephone at (202) 512-2512 or by email at [simmsr@fasab.gov](mailto:simmsr@fasab.gov) with a cc to [paynew@fasab.gov](mailto:paynew@fasab.gov) .

## **Revisiting Management's Discussion and Analysis Concepts**

Board decisions and reporting entity practices have evolved since the Board developed Statement of Federal Financial Accounting Concepts (SFFAC) 3, *Management's Discussion and Analysis*. For example, the concepts indicate that MD&A is probably more important than the basic financial statements. The concepts explain that MD&A should present traditional financial statement information and information on the entity's financial condition, a broader concept than the principle of financial position. However, the Board later determined that basic financial statements should present more than the entity's financial position. Financial statements now present indicators of financial condition. Thus, the following section discusses this and other aspects of SFFAC 3 that the Board could revisit to help improve MD&A and financial reporting.

### **A. Revisit SFFAC 3 for Standards or Implementation Guidance**

SFFAC 3 was developed at the same time that standards were developed. Standards in SFFAS 15 require MD&A be presented as required supplementary information in each GPFFR. However, the requirements are quite broad. Concepts in SFFAC 3 provide more detailed guidance. The reasoning is explained in paragraph 53 of SFFAC 3's basis for conclusions:

The Board also agreed that no detailed requirements or guidelines for MD&A should be incorporated in federal accounting standards at this time beyond those proposed in the subsequent exposure draft (discussed below) titled Standards for Management's Discussion and Analysis. In other words, the Board agreed, a discussion and analysis that addresses the topics listed in the proposed standards should be an essential part of a complete GPFFR. At the same time, management should have great discretion about what to say regarding those topics, subject only to the criteria proposed in the exposure draft Standards for Management's Discussion and Analysis and the pervasive requirement that MD&A not be misleading.

Because it is a concept rather than a standard, SFFAC 3 may not be used, or understood, by preparers. The Board could consider whether some or all of the concepts should be included in standards or related implementation guidance.

### **B. Revisit the Role of MD&A**

In revisiting SFFAC 3, the Board could revisit the role of MD&A. Previous Board members have expressed that MD&A has a unique role in federal financial reporting and that MD&A was not supplemental to financial statements. Although treated as required supplementary information (RSI) for audit purposes, MD&A may be the most

important means for communicating financial information.<sup>2</sup> For example, SFFAC 1, *Objectives of Federal Financial Reporting*, states that MD&A is the most important means for conveying information about an entity's financial condition.<sup>3</sup> For entities that prepare a statement of social insurance (SOSI), GAAP requires that MD&A include (1) information about costs, assets and liabilities, social insurance commitments, budget flows, and long-term fiscal projections; and (2) a table or other singular presentation of key measures drawn from the basic financial statements.<sup>4</sup>

Also, rather than permitting component reporting entities to voluntarily discuss their strategies and the measures used to drive them, GAAP requires performance information in MD&A and concepts note, "...For many readers program performance information is more important than the financial statements."<sup>5</sup> In addition, the concepts suggest that MD&A may present another level of important information to users. SFFAC 2, *Entity and Display*, refers to MD&A as an overview, conveying general information about the reporting entity.<sup>6</sup> The concepts also list or show MD&A as a presentation before the basic financial statements,<sup>7</sup> and note that MD&A 'highlights' information.<sup>8</sup> The order shown in the concepts suggests the order in which a user should review the information and RSI other than MD&A is shown after the basic financial statements.

Thus, the audit procedures that should be applied to MD&A are not an indicator of the MD&A's importance. When the Board developed the MD&A concepts and standards, performance reporting was evolving and the Board decided to provide management with the flexibility appropriate for addressing such topics. Also, the Board believed that prescriptive standards for the content of MD&A would minimize the requirement for auditor scrutiny. Consequently, the Board designated MD&A as RSI.<sup>9</sup>

In addition to conveying the most important information to users, SFFAC 3 indicates that a concise MD&A helps a wide audience of users understand and access information in a general purpose federal financial report (GPFFR). Specifically, the concepts state,

A Federal reporting entity's GPFFR should be understandable and useful to a wide audience, not just members of the entity's management and specialized analysts working for special interest groups, corporations, and other entities affected by the Government's actions. Therefore, the report should be accompanied by a concise narrative discussion and analysis. Even insiders and specialized analysts often need such a discussion and analysis to understand the report. Communication with a wide audience may require effective use of colors,

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<sup>2</sup> FASAB Minutes, July 26, 2007.

<sup>3</sup> SFFAC 1, par. 181.

<sup>4</sup> SFFAS 37, *Social Insurance: Additional Requirements for Management's Discussion and Analysis and Basic Financial Statements*.

<sup>5</sup> SFFAC 3, footnote 9.

<sup>6</sup> SFFAC 2, par. 69.

<sup>7</sup> See SFFAC 2, pars. 74 and 79, and SFFAC 3, Figure 1: Schematic Diagram of a Sample General Purpose Federal Financial Report.

<sup>8</sup> SFFAC 2, par. 108.

<sup>9</sup> SFFAC 3, par. 14.

graphs, photographs, and charts. Reporting understandable, accessible information on the Government's actions and the effects of its actions helps assure accountability and provides a more "level playing field" on which the public interest can best be served.<sup>10</sup>

However, the role of making a GPFFR understandable and accessible to a wide audience may be challenging, especially in a concise discussion and analysis. Although MD&A may help provide context, a wide audience of users may need several explanations and examples to help them understand the content of GPFFRs. Reporting entity reports present terms, events, and complex transactions. Also, some of the terms, events, and transactions may be unique to the federal government and basic information in note disclosures help facilitate understanding.

The Board could consider a number of options when revisiting the role of MD&A. For instance, the Board could focus on the information that should be presented and consider whether basic information, summary level reporting as discussed in SFFAC 8, and other sources should accomplish some of the objectives currently intended for MD&A. Also, the Board could consider whether another level of basic information is needed in a web-based environment. Users may benefit from guidance and tools to help them determine the information they may need from a GPFFR, such as a guide to understanding a GPFFR and links to definitions or video presentations. The Reporting Model Task Force suggested a web-based MD&A that could include interactive features. Moreover, the Board could revisit the role of MD&A with the intent that other guidance would be developed concurrently. Revisiting the role of MD&A could result in revising other sections of SFFAC 3.

### **C. Revisit the Scope of MD&A**

The Board could revisit the scope of MD&A. The Board developed the MD&A concepts prior to its designation as the source of GAAP for federal entities and the concepts suggest that management address information shown in reports separate from the GPFFR. However, the Board currently develops GAAP for federal entities and information presented in reports separate from the GPFFR may be defined and measured by non-GAAP criteria. Integrating information defined and measured by others may be burdensome and instead the MD&A may present the information in distinct sections.

For instance, paragraphs 18 through 22 of SFFAC 3 discuss the relationship between MD&A and other reports, noting that MD&A should discuss the most important aspects of the other information. In particular, paragraph 20 states

The performance reports required by the Results Act may be voluminous for some agencies. In such cases, it may not be desirable to include all this information in the GPFFR. It is necessary to include at least some information

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<sup>10</sup> SFFAC 3, par.5.

about performance with the financial statements, however, so that people who use the GPFFR can understand why the costs reported in the financial statements were incurred and the consequences of doing so.<sup>11</sup>

However, OMB provides guidance for reporting performance information and notes that inputs may not always be derived using financial measures such as cost. Instead, inputs can be derived using non-financial measures such as time.<sup>12</sup>

In addition, SFFAC 3 discusses the presentation of information on systems, controls, and legal compliance in MD&A. Paragraph 21 states

In the same way, the GPFFR by itself may not provide a comprehensive report on systems, controls and legal compliance. There may be voluminous reports from management and auditors on these topics. It is necessary to include at least some information about these topics, however, so that users of the GPFFR can understand whether the resources on which it reports were properly safeguarded and used for the purposes intended, whether reliable reports can be prepared, and whether the other objectives of internal controls are being met. This information is important both to provide a basis for understanding the financial statements themselves and to address the objectives of federal financial reporting.<sup>13</sup>

However, the Government Accountability Office (GAO) and OMB provide guidance regarding information on systems, controls, and legal compliance and the terms used in discussing internal controls have changed since the development of SFFAC 3.

Also, in addition to MD&A, reporting entities use non-GAAP presentations to present financial and performance information. Component reporting entities prepare summary performance and financial reports and issue them to inform budget decisions. Consequently, MD&A could focus on GAAP-based information and the Board could develop non-authoritative guidance to help users determine other information that might be useful for addressing their questions and where the information might be located.

#### **D. Revisit the Schematic Diagram of a Sample GPFFR**

The Board may revisit the schematic diagram of a sample GPFFR presented in SFFAC 3. The diagram and text illustrates and discusses the logical sequence for presenting information in a GPFFR. When the Board began revisiting its conceptual framework, some Board members expressed concern that the schematic diagram needed to be improved. For instance, the diagram notes that reporting entities include a performance information section in the GPFFR, distinct from MD&A. However, in practice, reporting entities generally do not present a separate section devoted to performance information. Reporting entities instead present performance information in MD&A.

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<sup>11</sup> SFFAC 3, par. 20.

<sup>12</sup> OMB Circular A-11, *Preparation, Submission and Execution of the Budget*, August 1, 2017.

<sup>13</sup> SFFAC 3, par. 21.

In addition, the concepts were developed when reporting entities printed their GPFFRs and users were expected to review the document from the front page to back page. Conversely, reporting entities are currently presenting information electronically. Electronic reporting allows a user to query a website or click on a webpage link and immediately go to the information of interest. Consequently, guidance to aide in the design of a webpage or electronic presentation of information may be helpful today.

### **E. Revisit the Intended Audience for MD&A and GPFFR**

When the Board developed the concepts, MD&A was intended to help a 'wide' audience of users understand a GPFFR. The Board stated

A Federal reporting entity's GPFFR should be understandable and useful to a wide audience, not just members of the entity's management and specialized analysts working for special interest groups, corporations, and other entities affected by the Government's actions. Therefore, the report should be accompanied by a concise narrative discussion and analysis.<sup>14</sup>

However, accomplishing this role has been challenging. Citizen focus group participants have noted challenges in understanding the narratives in MD&A and understanding technical terms poses one of the most significant tasks for users. For instance, users may not be familiar with federal budgeting terms and terms such as spending and cost may be used interchangeably. Also, concerns regarding understandable MD&A is not limited to federal government GPFFRs. State governments have difficulty helping citizens understand financial reports and the size, readability, and timeliness of MD&As hinder their accessibility.<sup>15</sup>

As an alternative, the Board could focus on citizen intermediaries, such as policy analysts, as the primary audience of MD&A. Citizen intermediaries, with some assistance, may have the expertise to better understand MD&A and a GPFFR and communicate their analyses in a manner useful to citizens.

### **F. Revisit the Financial Statements Discussion**

The Board could revisit the MD&A financial statement discussion in SFFAC 3. The MD&A concepts may need clarification to assist the Board in determining the information that should be discussed in MD&A versus basic financial statements and disclosures. For instance, the concepts discuss the need for MD&A to discuss an entity's financial condition and the need for the government-wide reporting entity MD&A to present long-term projections of deficit and surplus. The concepts state

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<sup>14</sup> SFFAC 3, par. 5.

<sup>15</sup> Yusuf, J. (., & Jordan, M. M. (2017). Accessibility of the management's discussion and analysis to citizen users of government financial reports. *Public Budgeting & Finance*, 37(4), 74-91.



Where appropriate, the description of possible future effects of both existing and anticipated factors should include quantitative forecasts\* or projections\*. Such forecasts or projections can show the implications of existing policies and conditions in light of anticipated or reasonably possible future conditions. For example, for MD&A of the Government-wide financial statements, long-term projections of the deficit or surplus may be important indicators of financial condition and sustainability. For insurance programs, this kind of projection—which actuaries sometimes call “dynamic analysis”—would consider possible interactions among current assets, reserves, policies in force, expected future business or populations covered by the insurance, and potential behavioral changes such as adverse selection and moral hazard, if appropriate. Some programs are inter-related among themselves and/or with conditions in the private sector. For example, flood insurance programs and disaster assistance programs may be related to such an extent that analysis of programs individually would not provide a good idea of their potential impact on the Government. To the extent feasible, projections should consider the potential implications of such relationships.<sup>16</sup>

Since the development of the MD&A concepts the Board’s views regarding basic financial statements have evolved. The Board focused on users’ needs and developed standards for financial statements that are no longer limited to the results of traditional double-entry accounting. For instance, the Board determined that social insurance information is essential to fair presentation and rejected the notion that projections cannot be considered part of the basic financial statements.<sup>17</sup> GAAP currently requires a basic SOSI and a basic financial statement presenting long-term fiscal projections for the government-wide reporting entity.

Also, the MD&A concepts discuss the need to inform users on matters such as the use of estimates in financial statements. For example, the concepts note

For example, the future expenses and the long term obligations [footnote omitted] associated with major social insurance programs such as Social Security and Medicare should be discussed in MD&A of the financial report of the relevant reporting entities. These estimates are inherently imprecise and sensitive to several assumptions. Such factors would, therefore, be worthy of discussion in MD&A.<sup>18</sup>

As discussed previously, the Board requires a SOSI and that the underlying significant assumptions be presented as note disclosures. The Board indicated that note disclosures are integral to basic financial statements and by associating disclosures

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<sup>16</sup> SFFAC 3, par. 35.

<sup>17</sup> SFFAS 25, Reclassification of Stewardship Responsibilities and Eliminating the Current Services Assessment, par. 20-21.

<sup>18</sup> SFFAC 3, par. 30.

with basic statements, the user is provided with ready access to information. Specifically, the Board stated,

The Board believes that the underlying significant assumptions are essential to fair presentation. The Board believes that generally accepted accounting principles should result in disclosure of the significant assumptions upon which SOSI is based. Disclosures are an integral part of the basic financial statements while RSI is not an integral part of the basic financial statements. RSI accompanies the basic financial statements. Placing the significant assumptions in the disclosures associated with the SOSI serves two purposes. First, the significant assumptions inform the reader about the basis for the projections presented in the SOSI. Second, the reader has ready access to the significant assumptions through association with a principal financial statement.<sup>19</sup>

Revisiting the financial statement discussion in SFFAC 3 could involve reviewing some of the Board's more recent decisions regarding the information that should be basic financial statements and note disclosures. The Board may determine that information reserved for MD&A or RSI could be basic. In addition, the Board may consider evolutions in the use of data and technology that could better address users' needs.

Also, the MD&A concepts state

...MD&A should help those who read it to understand the entity's financial results and financial position and the entity's effect on the financial position and condition of the Government. [footnote omitted]<sup>20</sup>

MD&A should make federal financial statements understandable to a wide audience, not just to users who are specialized analysts or members of the entity's management. There may be many potential sources of misunderstanding. Management should try to identify those sources of misunderstanding that may be important and deal with them in MD&A. Some of these are general and pervasive, such as those that may arise in the minds of new users of federal financial statements. New users may have been budget-oriented rather than accrual-accounting oriented, or may be accustomed to seeing financial statements prepared on the basis of private sector accounting standards. A general discussion and reference to the Statement of Financing and the basis of accounting footnote may be sufficient for such users, although more specific treatment may be appropriate where the resulting differences in the reported amounts may be important to the understanding of users.<sup>21</sup>

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<sup>19</sup> SFFAC 26, *Presentation of Significant Assumptions for the Statement of Social Insurance: Amending SFFAS 25*, par. 8.

<sup>20</sup> SFFAC 3, par. 26.

<sup>21</sup> SFFAC 3, par. 37.

However, making federal financial statements understandable to a wide audience can be a daunting objective for MD&A alone. The Board has noted the unique nature of the federal reporting model and stated

The federal financial reporting model is unique. The model includes, in addition to a balance sheet and statements of net cost and changes in net position, unique financial statements designed specifically for the federal government, including a statement of budgetary resources, a SOSI, and a statement of long-term fiscal projections for the U.S. government.<sup>22</sup>

Aware of the challenge users may have in understanding federal financial statements, the MD&A concepts suggest techniques to help users understand the statements. However, the techniques have not proven to be helpful in practice. For example, SFFAC 3 refers to the former statement of financing as a tool that could help users understand the difference between budgetary and accrual accounting. Nevertheless, the Board later eliminated the statement of financing because of its complexity and limited usefulness.<sup>23</sup>

As part of revisiting the financial statement discussion in SFFAC 3, the Board could consider whether more prescriptive guidance should be provided in standards rather than concepts. Board members have noted that the analysis of financial statements may be the weakest area of MD&A in practice. Reporting entities may discuss changes in financial statement balances, but may not explain the cause and effect of the changes.<sup>24</sup> Also, while the primary MD&A standards permit flexibility, the Board has developed more prescriptive MD&A guidance for reporting entities that prepare a SOSI.<sup>25</sup>

In addition, as part of revisiting the financial statement discussion, the Board could review the information that management is reporting voluntarily in GPFFRs. The voluntarily provided information may provide insights on elements not recognized in the basic financial statements and that the reporting entity believes are important to stakeholders and other government entities.

## **G. Revisit the Systems, Controls, and Legal Compliance Discussion**

The Board could revisit the discussion on systems, controls, and legal compliance presented in SFFAC 3. The reporting objectives indicate that users need information on the adequacy of internal controls to ensure compliance with budgetary and financial laws.<sup>26</sup> To help achieve this objective, Board members believed that MD&A provided a

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<sup>22</sup> SFFAS 37, *Social Insurance: Additional Requirements for Management's Discussion and Analysis and Basic Financial Statements*, par. 3.

<sup>23</sup> SFFAS 53, *Budget and Accrual Reconciliation: Amending Statement of Federal Financial Accounting Standards (SFFAS) 7, SFFAS 22, and SFFAS 24*, par. A6.

<sup>24</sup> FASAB Minutes July 26, 2007.

<sup>25</sup> See SFFAS 37.

<sup>26</sup> SFFAC 1, par. 17.

means to discuss areas other than financial statements, such as performance information and internal controls.<sup>27</sup>

SFFAC 3 indicates that GPFFRs include a section on systems, controls, and legal compliance. At the time, GPFFRs included several topics in a single document rather than separate reports prepared to comply with separate reporting requirements. Recognizing the practices that existed at the time, the concepts state

Where relevant, management should discuss the results of audits of non-Federal entities such as those pursuant to the Single Audit Act as amended and OMB Circular A-133. MD&A should also discuss actions taken, in progress, or planned to address systemic problems in program design that contributed to the audit findings. Where relevant, management should describe the methods used to limit, detect, and recover improper payments; to assure that grantees and other nonfederal recipients of Federal funds use the funds as intended; and to assure that Federal and nonfederal entities comply with finance related laws and regulations. MD&A should include a concise description of any major problems in these areas and of the corrective action taken or planned.<sup>28</sup>

Given that reporting entities have diverse stakeholders and a significant number of programs, it may be problematic for management to address the requirements in a concise MD&A.

In addition, OMB Circular A-123, *Management's Responsibility for Enterprise Risk Management and Internal Control*, requires component reporting entities to integrate risk management and internal control functions and established an assessment process based on GAO's *Standards for Internal Control in the Federal Government* ("the Green Book"). The Green Book discusses five components of internal control (1) control environment, (2) risk assessment, (3) control activities, (4) information and communication, and (5) monitoring. However, the concepts use the phrase 'internal control' or the term 'controls' in a broad sense and it may not be clear which component is intended.

Also, enterprise risk management (ERM) is an integral part of the performance framework. The approach covers risks to achieving strategic objectives and outcomes, operational and major programmatic risks, and financial reporting and compliance risks. Component reporting entities focus on ERM and consider the future under different scenarios and consider the different risks. Reporting entities also conduct performance reviews to help ensure they have the analytical capacity to consume and act on the information developed. Given the changes in practice since the Board developed the concepts, the Board could consider how the changes may impact the information that should be discussed in MD&A.

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<sup>27</sup> FASAB Minutes, September 19, 2007.

<sup>28</sup> SFFAC 3, par. 41.

## H. Revisit the Performance Discussion

The Board could revisit the MD&A performance discussion. SFFAC 3 indicates that GPFFRs include a section devoted to performance information. For example, the concepts state

...A discrete section of the GPFFR therefore presents indicators of accomplishments (such as indicators of outputs and outcomes) and other indicators of performance. Alternatively, the GPFFR incorporates performance indicators by reference to a separate report such as the Annual Performance Report required by the Results Act. Either way, performance information is an integral part of the GPFFR and should be discussed in MD&A. Management's discussion and analysis should therefore address the most important facets of performance as well as the financial statements and supplementary information.<sup>29</sup>

Also, SFFAC 2 suggests that a GPFFR include a Statement of Program Performance Measures.<sup>30</sup>

Although the concepts indicate that users need performance information in GPFFRs, GAAP currently does not require performance information in a discrete section of GPFFRs. OMB provides guidance for performance reporting and component reporting entities prepare annual performance reports (APR) issued after the GPFFR. Consequently, component reporting entities issue APRs at a time to inform budget decisions and actual performance information may not be available at the time component reporting entities prepare GPFFRs.

Component reporting entities suggest that MD&A readers be directed to the separately issued APR. This approach would be consistent with the evolution toward individual reports that focus on different topics rather than a single document that addresses several reporting requirements. Thus, the changes in performance reporting guidance and practices have contributed to concepts and terms used for performance reporting that differ from those used to guide MD&A reporting. Also, integrating performance information with the financial statements would be facilitated if the reporting requirements utilized parallel concepts and terminology, expressing similar views regarding the qualitative characteristics of cost data.

With respect to cost, recent research cautions against the assumption that cost accounting and performance measurement may be easily integrated,<sup>31</sup> and the National Academy of Public Administration's (NAPA) study, *Financial and Related Information for Decision-Making: Enhancing Management Information to Support Operational Effectiveness and Priority Goals*, noted that appropriations-based revenue

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<sup>29</sup> SFFAC 3, par. 13.

<sup>30</sup> SFFAC 2, par. 106-111.

<sup>31</sup> Mohr, Zachary T. 2016. "Performance Measurement and Cost Accounting: Are They Complementary or Competing Systems of Control?" *Public Administration Review* 76 (4):616-625.

and/or regulatory, policy, and grant-making agencies perceived less value and more difficulty in conducting cost analysis.<sup>32</sup> In addition, reporting entities are considering forward-looking information. As part of their performance reviews, reporting entities use ERM techniques and consider different risks to accomplishing their goals.<sup>33</sup>

Thus, as part of revisiting the MD&A performance discussion, the Board could focus on the types of cost-based measures users would be most likely to review in a GPPFR. Also, the Board could consider how forward-looking information may be integrated to inform performance discussions. In addition, given the Board's evolution from traditional perspectives regarding financial statements, the Board could consider how non-financial data could be integrated to inform performance.

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<sup>32</sup> NAPA, *Financial and Related Information for Decision-Making: Enhancing Management Information to Support Operational Effectiveness and Priority Goals*, April 2014.

<sup>33</sup> FASAB Minutes, Performance Reporting Educational Session, August 25, 2016.

### Question for the Board

1. Please indicate whether a topic should be revisited by placing an “X” in the “Yes, the Topic Should Be Revisited” column. If there are other topics the Board should consider, please list and describe them in the space provided.

Topic	Yes, the Topic Should Be Revisited
Revisit SFFAC 3 for Standards or Implementation Guidance	
Revisit the Role of MD&A	
Revisit the Scope of MD&A	
Revisit the Schematic Diagram of a Sample GPFFR	
Revisit the Intended Audience for MD&A and GPFFR	
Revisit the Financial Statements Discussion	
Revisit the Systems, Controls, and Legal Compliance Discussion	
Revisit the Performance Discussion	
Other (please describe):	

# Statement of Federal Financial Accounting Concepts 3: Management's Discussion and Analysis

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## Status

<b>Issued</b>	June 8, 1999
<b>Interpretations and Technical Releases</b>	
<b>Affects</b>	SFFAC 1, paragraph 181, by providing guidance on MD&A
<b>Affected by</b>	SFFAS 27, paragraph 39, amends paragraph 26

See pages 6-7 for the preamble to Statements of Federal Financial Accounting Concepts ([www.fasab.gov/pdffiles/handbook\\_preamble.pdf](http://www.fasab.gov/pdffiles/handbook_preamble.pdf)).

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## Summary

This document describes the concepts on which the Board relied in recommending standards for Management's Discussion and Analysis (MD&A) to be included in general purpose federal financial reports (GPFFR).<sup>1</sup> Concepts Statements are not authoritative in the sense that they do not establish standards or principles. Preparers may find them useful, but these concepts are not "prescribed guidelines" for required supplementary information as discussed in section 558 of the *Codification of Statements on Auditing Standards* published by the American Institute of Certified Public Accountants. No standards or prescribed guidelines for MD&A are presented in this statement of concepts.

MD&A is an important vehicle for (1) communicating managers' insights about the reporting entity, (2) increasing the understandability and usefulness of the GPFFR, and (3) providing accessible information about the entity and its operations, service levels, successes, challenges, and future. Some federal agencies also refer to MD&A as the "overview."

The basic concept that underlies the standards for MD&A is:

Each general purpose federal financial report (GPFFR) should include a section devoted to management's discussion and analysis (MD&A). It should address the reporting entity's performance measures, financial statements, systems and controls, compliance with laws and regulations, and actions taken or planned to address problems. The discussion and analysis of these subjects may be based partly on information contained in reports other than the GPFFR. MD&A also should address significant events, conditions, trends and contingencies that may affect future operations.

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<sup>1</sup>The term general purpose financial report, abbreviated "GPFFR," is used as a generic term to refer to the report that contains the entity's financial statements that are prepared pursuant to federal accounting principles.



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**Concepts 3**

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A separate document titled *Standards for Management's Discussion and Analysis* presents the standards for MD&A. The standards for MD&A say that MD&A should address:

- the entity's mission and organizational structure;
- the entity's performance goals and results;
- the entity's financial statements;
- the entity's systems, controls, and legal compliance; and
- the possible future effects on the entity of existing, currently-known demands, risks, uncertainties, events, conditions and trends.

The discussion and analysis of these subjects may be based on information in other discrete sections of the GPFFR or it may be based on reports separate from the GPFFR. The standards require MD&A to be included in each GPFFR as required supplementary information (RSI).

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## Statement Of Concepts

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### Basic Concept

1. Each general purpose federal financial report (GPFFR, see figure 1 on 7) should include a section devoted to management's discussion and analysis (MD&A).<sup>1</sup> MD&A should address the reporting entity's program and financial performance measures, financial statements, systems and controls, compliance with laws and regulations, and actions taken or planned to address problems. The discussion and analysis of these subjects may be based partly on information contained in reports other than the GPFFR. MD&A also should address significant events, conditions, trends and contingencies that may affect future operations.

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### Discussion and Rationale

2. A typical GPFFR is a highly summarized profile of a complex entity. It is based on conditions that exist at the reporting date and events that occurred in the preceding period. It shows what has happened, but it does not explain why it happened or what may reasonably be expected to happen in the future.
3. Financial reports have two key roles. One is a feedback role to provide information used for evaluating past decisions, expectations, and trends. Another is a predictive role to provide information used for formulating expectations and making decisions about the future. Both roles can be enhanced by insights and interpretations from an entity's management.
4. The managers of an entity have detailed knowledge of the transactions, events, and conditions reflected in the entity's financial report and of the policies that govern the entity's operations. The managers also have informed expectations regarding the future based on that knowledge. As a part of their stewardship responsibility, managers should explain the significance of key financial and nonfinancial information shown in the report, the strategies

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<sup>1</sup>The term general purpose federal financial report, abbreviated "GPFFR," is used as a generic term to refer to the report that contains the entity's financial statements that are prepared and audited pursuant to the CFO Act of 1990, as amended. entities may refer to these reports using different terms, such as "Annual Report," "Accountability Report," "Financial Management report," etc. Paragraphs 54-112 and Appendix 1 of Statement of Federal Financial Accounting Concepts 2, *Entity and Display*, describe and illustrate the contents of the GPFFR. For more information on the "Accountability Report" see paragraph 59 and the glossary. (Other words defined in the glossary are marked with an asterisk.) See also *Toward a Report to Citizens on the State of their Nation and the Performance of Their Government: proceedings of the AGA Task Force on a Report to Citizens on the State of the Nation*, Association of Government Accountants, 1994.

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that led to the results reported, and the implications for future operations of events that have occurred or are likely to occur. The distinction between “financial” and “nonfinancial” information is arbitrary and often tenuous, but in this context “nonfinancial information” can include information on systems, controls, compliance with laws and regulations, and performance.

5. A Federal reporting entity’s GPFFR should be understandable and useful to a wide audience, not just members of the entity’s management and specialized analysts working for special interest groups, corporations, and other entities affected by the Government’s actions. Therefore, the report should be accompanied by a concise narrative discussion and analysis. Even insiders and specialized analysts often need such a discussion and analysis to understand the report. Communication with a wide audience may require effective use of colors, graphs, photographs, and charts. Reporting understandable, accessible information on the Government’s actions and the effects of its actions helps assure accountability and provides a more “level playing field” on which the public interest can best be served.

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## Background

6. The Securities and Exchange Commission (SEC) has for many years recognized the importance of such a narrative discussion of the financial statements. To serve the interests of investors and creditors, the SEC requires such a narrative discussion and analysis from management of companies under its purview. The SEC wants MD&A to help readers understand the entity’s financial position and results of operations with the benefit of management’s understanding and perspective. The SEC also wants MD&A to go beyond the basic financial statements, to include relevant forward-looking information. Research on MD&A for companies registered with the SEC shows that MD&A adds value to the financial statements. Forward-looking information, for example, can be an important contribution.<sup>2</sup>
7. Several factors suggest that MD&A may be even **more** important for Federal reporting entities than for those in the private sector and may need to be more extensive in scope. These factors include the complexity of Federal operations, the myriad objectives they pursue, and the diverse nature of the groups affected by and interested in the Government’s activities. Fundamentally, the Government’s objective is to provide for the common defense and to promote the general welfare, not to earn a profit. Therefore, reporting on performance and other matters in a way that is understandable to diverse audiences is

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<sup>2</sup>Research on MD&A in private sector financial reporting suggests that forward-looking information in MD&A, in particular, is a significant source of added value for financial analysts. See Stephen H. Bryan, “Incremental Information Content of Required Disclosures Contained in Management Discussion and Analysis,” *The Accounting Review* Vol. 72 No. 2, (April 1997), pp. 285-301.

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important. For these reasons, both SFFAC 1, *Objectives of Federal Financial Reporting*, and SFFAC 2, *Entity and Display*, refer to MD&A in concept as part of the general purpose federal financial report.

8. Page 7 presents a schematic diagram of a sample GPFFR. It is schematic because the information called for by the statements of federal financial accounting standards should be located in the report in a logical sequence, not necessarily in the order shown. MD&A for the reporting entity as a whole normally will be located immediately after the agency head's letter. Reporting entities that organize their GPFFR by responsibility segment may combine MD&A regarding each segment; alternatively, they may have MD&A for each responsibility segment located separately in each of the respective subsections of the report. Preparers have flexibility to structure their report in the manner most appropriate under the circumstances. This diagram, the entire statement of concepts, and the accompanying standards for MD&A are intentionally written in general terms, in light of the evolving practice of performance reporting and accountability reporting in the federal government. The standards for MD&A define in general terms required supplementary information that should accompany financial statements prepared in conformance with federal accounting principles.

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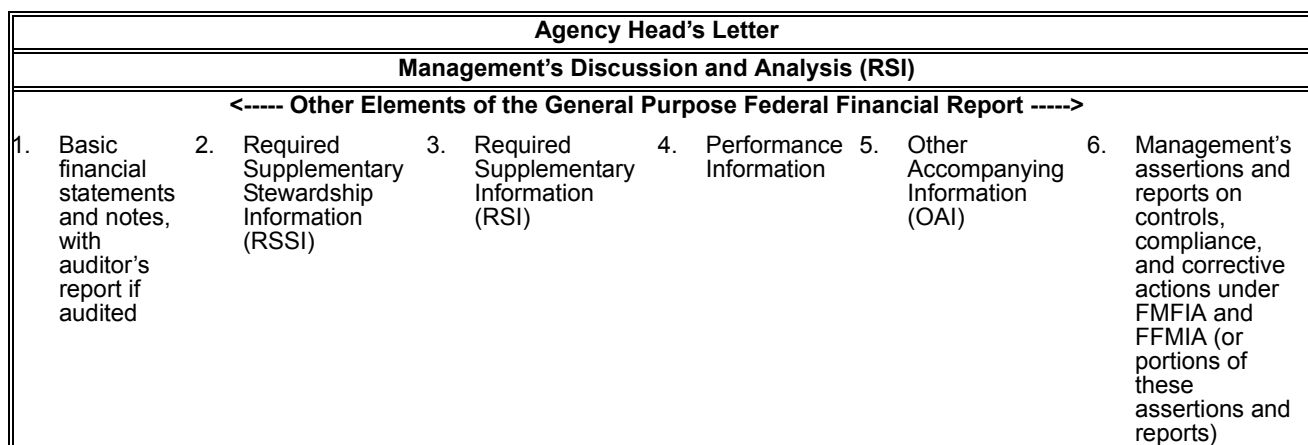

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**FIGURE 1: Schematic Diagram of a Sample General Purpose Federal Financial Report**


The GPFFR is represented by MD&A plus columns 1-6 of the diagram. (The agency head's letter is part of the GPFFR by general practice, though it is not required by federal accounting principles.) This is not a literal depiction of the organization of a report. Information should be presented in a logical arrangement. MD&A will address major issues that are typically reported in more detail in the discrete sections of the GPFFR or in other publicly available reports that the GPFFR incorporates by reference. Incorporating another report by reference does not, by itself, mean that the separate report is subject to audit.

Unless law or managerial action requires more extensive audit review or examination of the material incorporated by reference, the FASAB expects that the auditor of the financial statements will treat the material incorporated by reference as other accompanying information, although it does not physically accompany the GPFFR. OMB has authority to provide specific guidance on the auditor's minimum responsibility regarding this material. OMB may, for example, direct auditors to treat the material incorporated by reference as if it were other accompanying information in an auditor-submitted document.

SFFAC 2 (paragraphs 106-111 and Appendix 1-F) calls for a "Statement of Performance Measures" as part of the GPFFR, but FASAB has not yet recommended standards for it. Other titles may be used for this section of the GPFFR. Performance indicators included in the GPFFR will either be those in the entity's annual performance report under the Government Performance and Results Act of 1993 (GPRA or the Results Act) or a subset of them.

Alternatively, that report may be incorporated by reference. Until further guidance is available, the agency should select the indicators to report in consultation with OMB.

The assertions and report on control called for by the Federal Managers Financial Integrity Act (FMFIA or Integrity Act) would not be stated in full in MD&A. They would be reported in a discrete section of the GPFFR or incorporated in the GPFFR by reference. They are within the scope of MD&A because highly important aspects of systems, compliance, and internal controls should be discussed in MD&A. "Highly important" in this context may imply a higher threshold than "materiality" for the financial statements.

If the report also includes financial statements for component entities (bureaus, responsibility segments, etc.), management should use its judgment in organizing the report. The component entities' financial statements may be discussed in separate sections of the report or as subsections of MD&A of the consolidated entity.

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**9. MD&A should address:**

- the entity's structure, mission, goals, and objectives, with indicators<sup>3</sup> of its performance;
- actions taken or planned to improve performance, when appropriate;
- the financial statements;
- systems, internal controls<sup>4</sup> and legal compliance, including corrective action taken or planned; and
- the future effects of existing, currently- known demands, risks, uncertainties, events, conditions and trends. MD&A may also address the possible future effects of anticipated\* future demands, events, conditions, trends, etc. that management believes would be important to the reader of the report.

**10. MD&A should address these subjects even if, as will be true for many Federal reporting entities, separate documents report much of the information in more detail. Information about these subjects is essential to address the objectives of federal financial reporting regarding performance, stewardship, budgetary integrity, and systems and controls.**

The following paragraphs explain the implications of this.

**11. Regarding the entity's mission and performance, MD&A should inform the reader how well the reporting entity is doing. This means that it should tell the reader what the reporting entity and its programs have accomplished, and how well the entity is managing its programs. To do this, MD&A should answer such questions as:**

- What do we need to know to gauge operating success?
- How do we measure what we accomplished?
- What do the measurements show?

**12. To understand the information on performance, systems, controls, and legal compliance, it typically is necessary to understand something about the reporting entity's organizational structure, mission, and strategic plan. Accordingly, MD&A should concisely inform the reader about these topics.****13. Reporting information that helps people assess the performance of the Government's programs and organizations is an important objective of Federal financial reporting. For**

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<sup>3</sup>This document uses the terms "performance measure" and "performance indicator" synonymously. Some people use the term "performance indicator" instead of "performance measure" because the performance of government programs typically involves several factors or dimensions, and many of these dimensions of performance cannot be measured precisely.

<sup>4</sup>Words marked with \* are defined in the glossary.

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governmental entities, in contrast to profit-seeking entities, the financial result of governmental-type activities is rarely an adequate indicator of performance. (For a few governmental entities, mainly those that conduct primarily business-type instead of governmental-type activities, the financial results of operations may be an important, albeit rarely sufficient, performance indicator.) To assess performance, people need additional information on the consequences of the Government's activities. For a competitive, profit-seeking entity, the value of its products or services is measured by the amount of money customers are willing voluntarily to pay for them. In such a situation, the traditional income statement reports on both the efforts (measured by expenses incurred) and the accomplishments (measured by revenue earned) of the entity. For government, expense reflects efforts, as it does in the private sector, but indicators other than revenue must be used to report on accomplishments. A discrete section of the GPFFR therefore presents indicators of accomplishments (such as indicators of outputs and outcomes) and other indicators of performance. Alternatively, the GPFFR incorporates performance indicators by reference to a separate report such as the Annual Performance Report required by the Results Act. Either way, performance information is an integral part of the GPFFR and should be discussed in MD&A. Management's discussion and analysis should therefore address the most important facets of performance as well as the financial statements and supplementary information.

14. Regarding the financial statements, MD&A should answer questions such as the following, to the extent that they are relevant and important for the entity:
- What is the entity's financial position? What is its financial condition?<sup>5</sup> How did this come about?
  - What were the significant variations:
    - from prior years?
    - from the budget?<sup>6</sup>
    - from performance plans, long-term plans, or other relevant plans in addition to the budget?
  - What is the potential effect of these factors, of changed circumstances, and of expected future trends? In other words, to the extent that it is feasible to project the effects of these factors, will future financial position, condition, and results, as reflected in future financial statements, probably be different from this year's and, if yes, why? (Any such discussion should acknowledge that the future is unpredictable and will be

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<sup>5</sup>The traditional concepts of "financial position" and "financial condition" are typically applicable to revolving funds, Government corporations, and other reporting entities that are intended to be self-financing. The concepts may be less relevant, or may require some qualification or modification, for other kinds of Federal reporting entities.

<sup>6</sup>Management should use its judgment to decide what variances are relevant for MD&A. It will not always be essential or appropriate to discuss all variances.



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influenced by factors outside the reporting entity's control, including actions by Congress.)

15. Regarding systems and controls, MD&A should tell the reader whether internal accounting and administrative controls (some authorities prefer the term "management controls") are adequate to ensure that:
  - transactions are executed in accordance with budgetary and financial laws and other requirements, consistent with the purposes authorized, and are recorded in accordance with Federal accounting standards;
  - assets are properly acquired and used, safeguarded to deter theft, accidental loss or unauthorized disposition, and fraud; and
  - performance measurement information is adequately supported.
16. Reporting information that helps people assess the condition of the entity's management systems and of the relevant internal controls is an important objective of Federal financial reporting. The relevant internal controls for this purpose are those that support reporting on financial and operating performance and reporting on compliance with applicable laws.<sup>7</sup> The great diversity of people (often with competing interests) affected by governmental action, and the fact that governments function within and by means of a framework of laws, mean that more attention to these matters is necessary than in financial reports for profit-seeking entities.
17. An entity's ability to prepare auditable financial statements and other reliable reports for management from the entity's books and records is a positive signal about the finance-related systems and controls of that entity. By themselves, however, the financial statements of a governmental entity do not provide adequate information about the status of the entity's management systems and internal controls that support reporting on financial and operating performance and reporting on compliance with applicable laws. For these reasons, the GPFFR of a Federal reporting entity should include information about systems, internal controls, and legal compliance, in addition to the basic financial statements. This information—like the information on performance—is presented in a discrete section of the GPFFR; alternatively it may be incorporated in the GPFFR by reference to separate reports such as those required by the Integrity Act. MD&A should therefore address the most important facets of this information on systems, controls and legal compliance, as well as the financial statements, supplementary information, and performance information.

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<sup>7</sup>Internal controls are also relevant to other objectives. For example, controls help management assure efficient and effective use of resources for the purpose intended. They also support preparation of performance reports pursuant to GPRA. See, for example, paragraph 40.

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**Relationship to Other Reports**

18. The information in the GPFFR about systems, internal controls, and legal compliance (column 6 in figure 1) may include the assertions and a summary of the reports on controls, legal compliance, and corrective actions pursuant to the Integrity Act and the Federal Financial Management Improvement Act (FFMIA), or those reports may be incorporated by reference. This information should be presented in conformance with guidelines published by OMB. MD&A, in turn, should discuss the most important aspects of the information on these topics. Referring to separately-issued reports on systems and controls does not eliminate the need to discuss these topics in MD&A.<sup>8</sup>
19. The performance information (column 4 in figure 1) may include the indicators in an entity's performance report pursuant to the Results Act or a selection of the most important performance indicators. Alternatively, a separate performance report may be incorporated by reference. This information should be presented in conformance with guidelines published by OMB. MD&A, in turn, will discuss the most important aspects of the performance information. Reference to a separately-issued performance report does not eliminate the need to discuss performance in MD&A.
20. The performance reports required by the Results Act may be voluminous for some agencies. In such cases, it may not be desirable to include all this information in the GPFFR. It is necessary to include at least some information about performance with the financial statements, however, so that people who use the GPFFR can understand why the costs reported in the financial statements were incurred and the consequences of doing so.
21. In the same way, the GPFFR by itself may not provide a comprehensive report on systems, controls and legal compliance. There may be voluminous reports from management and auditors on these topics. It is necessary to include at least some information about these topics, however, so that users of the GPFFR can understand whether the resources on which it reports were properly safeguarded and used for the purposes intended, whether reliable reports can be prepared, and whether the other objectives of internal controls are being met. This information is important both to provide a basis for understanding the financial statements themselves and to address the objectives of federal financial reporting.
22. Combining information on these topics adds value by putting the information about performance, internal controls, and systems in the context of audited financial statements. For example, the quality of information on the cost of outputs and outcomes of programs is

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<sup>8</sup>Note that the purpose of the pilot Accountability Reports is to eliminate the need for numerous separate reports and to include the information required by those reports in a single report. For example, the Integrity Act requires an assertion on controls by the agency head. Pilot agencies are including this assertion in the Accountability Report.

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enhanced by linking these indicators to the audited Statement of Net Cost. This is true even though the Statement of Net Cost may be too highly aggregated to identify separately all the programs reported on for the Results Act. Similarly, the auditor's tests of transactions and controls in connection with the audit of the financial statements provide information about the condition of the systems and controls used to safeguard resources and to assure that they are used for the intended purposes, in conformance with law. (Paragraphs 15 and 40-49 say more about the discussion and analysis of systems, controls, and performance.)

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### Authoritative Status of Accounting Concepts

23. This Statement of Federal Financial Accounting Concepts describes ideas and goals to guide the Board in its work. Concepts are not authoritative in the sense that they do not constitute accounting standards or principles for federal reporting entities. In particular, they are not "prescribed guidelines" for required supplementary information as discussed in section 558 of the Codification of Statements on Auditing Standards published by the American Institute of Certified Public Accountants.

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### Topics For MD&A

24. This section provides specific suggestions for the content of MD&A. Like the other sections of this document, this material does not constitute accounting standards or principles for federal reporting entities. Except to the extent that OMB may issue supplementary mandatory guidance regarding the content of MD&A, the following items should be read as suggestions to be considered, not as prescriptive rules that must be followed.

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### Mission and Organizational Structure

25. MD&A should contain a brief description of the mission(s) of the entity and describe its related organizational structure.

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**Discussion and Analysis of the Financial Statements**

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26. Financial Results, Position and Condition<sup>9</sup>—MD&A should help those who read it to understand the entity's financial results and financial position and the entity's effect on the financial position and condition of the Government.<sup>10</sup> It should give readers the benefit of management's understanding of the significance and potential effect from both a short- and a long-term perspective of:
- the variations discussed in paragraph 14 in terms of major changes in types or amounts of assets, liabilities, costs, revenues, obligations and outlays;
  - particular balances and amounts shown in the basic financial statements, including the notes, such as those dealing with funds from dedicated collections, if relevant to important financial management issues and concerns; and
  - the entity's required supplementary stewardship information (because RSSI describes economic conditions that cannot be expressed in the basic financial statements).
27. Only those variations, balances and amounts, and stewardship matters of potential interest to readers who are not part of agency management should be discussed. Not all changes that are material to the GPFRR are sufficiently important to be included in MD&A. A line-by-line analysis of the financial statements is not generally appropriate. Instead, MD&A should summarize the most important items, explain the relevant causes and effects, and place them in context.
28. Budgetary Integrity—MD&A should concisely explain how budgetary resources have been obtained and used, instances in which their acquisition and use were not in accordance with legal authorization, the status of budgetary resources, and how information on the use of budgetary resources relates to information on the cost of program operations. MD&A should explain when major support for cost of a program or activity is provided outside the reporting entity's budget and when the entity's budget supports a program primarily reported by another entity. The discussion should describe major financing arrangements, guarantees, and lines of credit, including those not recognized in the basic financial statements.

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<sup>9</sup>For many readers program performance information is more important than the financial statements. The order in which topics are discussed in this document does not imply that performance information is of secondary importance. See paragraphs 43 and following.

<sup>10</sup>Materiality of effects to be discussed should be evaluated in the context of the specific reporting entity, not the Government as a whole.

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29. MD&A should explain major changes during the period to the budget originally approved, major failures to comply with finance-related laws, and other matters management believes necessary. These could include:
- unfunded liabilities that may require appropriations;
  - assets that could be sold to augment future budgetary resources;
  - amounts of payments that have not been matched with obligations;
  - anticipated increases in the cost to complete long-term projects in progress that may require additional obligations or appropriations.
30. Use of Estimates—MD&A should concisely explain the use of estimates where that is important to understand issues discussed in MD&A, such as the major risks and uncertainties mentioned in paragraph 31 or the key forward-looking information discussed in paragraph 32. For example, the future expenses and the long term obligations<sup>11</sup> associated with major social insurance programs such as Social Security and Medicare should be discussed in MD&A of the financial report of the relevant reporting entities. These estimates are inherently imprecise and sensitive to several assumptions. Such factors would, therefore, be worthy of discussion in MD&A.
31. Current Demands, Risks, Uncertainties, Events, Conditions, and Trends—MD&A should describe important existing, currently-known demands, risks, uncertainties, events, conditions and trends--both favorable and unfavorable--that affect the amounts reported in the financial statements and supplementary information. The information called for by this paragraph and paragraph 32 is closely related. Preparers should combine the presentation of this information in whatever fashion is appropriate under the circumstances that apply to the reporting entity.
32. Future Effects of Current Demands, Risks, Uncertainties, Events, Conditions and Trends—The discussion of these current factors should go beyond a mere description of existing conditions, such as demographic characteristics, claims, deferred maintenance, commitments<sup>12</sup> undertaken, and major unfunded liabilities, to include a discussion of the possible future effect of those factors. (This discussion of possible future effect of existing, currently-known factors is required pursuant to the standards in *Standards for Management's Discussion and Analysis*.)
33. Future Effects of Anticipated Future Events, Conditions, and Trends—To the extent feasible and appropriate, the discussion should also encompass the possible future effects of

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<sup>11</sup>The term "obligations" is used here in the customary sense, not as it is used in budgetary accounting.

<sup>12</sup>The term "commitments" is used here in the customary sense, not as it is used in budgetary accounting.

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anticipated future events, conditions, and trends, although this additional information is not required by the standards for MD&A.<sup>13</sup> For example, MD&A might discuss the possible future effect of anticipated trends in the cost of inputs that may significantly affect future output costs. Other examples include the future effect of anticipated demographic trends, such as declining mortality rates, and the future effects of potential changes in behavior that may be caused by changes in Government programs. Such behavioral changes can greatly affect the future cost of some Governmental programs. For example, such effects can arise if subsidized insurance encourages the people or entities most at risk to participate in insurance programs (“adverse selection”) or encourages risky behavior (“moral hazard”).

34. An anticipated condition such as a prospective demographic trend or potential behavioral change may not, in itself, constitute a contingency or assumed risk that must be recognized, disclosed, or reported pursuant to SFFAS 5. Likewise, it may not be something that must be discussed in MD&A pursuant to the *Standards for Management's Discussion and Analysis*. Even so, if there is a reasonable prospect of a major effect on the reporting entity due to the anticipated condition, then MD&A should include this information to the extent feasible.
35. Where appropriate, the description of possible future effects of both existing and anticipated factors should include quantitative forecasts\* or projections†. Such forecasts or projections can show the implications of existing policies and conditions in light of anticipated or reasonably possible future conditions. For example, for MD&A of the Government-wide financial statements, long-term projections of the deficit or surplus may be important indicators of financial condition and sustainability. For insurance programs, this kind of projection—which actuaries sometimes call “dynamic analysis”—would consider possible interactions among current assets, reserves, policies in force, expected future business or populations covered by the insurance, and potential behavioral changes such as adverse selection and moral hazard, if appropriate. Some programs are inter-related among themselves and/or with conditions in the private sector. For example, flood insurance programs and disaster assistance programs may be related to such an extent that analysis of programs individually would not provide a good idea of their potential impact on the Government. To the extent feasible, projections should consider the potential implications of such relationships.
36. The future implications of current or anticipated factors often can better be expressed as a range of possible outcomes and associated probabilities than as a single point estimate. Sometimes the implications may best be discussed in nonfinancial as well as financial

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<sup>13</sup>Some projections that could involve consideration of anticipated factors would be presented as required supplementary stewardship information pursuant to the standards exposed for comment in FASAB's exposure draft Accounting for Social Insurance, February, 1998.

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terms. Forward-looking information can be highly useful, but management should avoid turning this part of MD&A into mere “lobbying” for more budgetary authority.

37. **Understanding Financial Reporting**—MD&A should make federal financial statements understandable to a wide audience, not just to users who are specialized analysts or members of the entity’s management. There may be many potential sources of misunderstanding. Management should try to identify those sources of misunderstanding that may be important and deal with them in MD&A. Some of these are general and pervasive, such as those that may arise in the minds of new users of federal financial statements. New users may have been budget-oriented rather than accrual-accounting oriented, or may be accustomed to seeing financial statements prepared on the basis of private sector accounting standards. A general discussion and reference to the Statement of Financing and the basis of accounting footnote may be sufficient for such users, although more specific treatment may be appropriate where the resulting differences in the reported amounts may be important to the understanding of users.
38. Emphasis that may be given in the financial statements to the costs of suborganizations and programs may require cautionary discussion of the relevance and utility of cost information. When MD&A itself discusses the cost of program outcomes, the problems of associating costs with outcomes may need to be discussed. In addition, the possible imprecision of cost information should be mentioned when it could be relevant to users’ understanding. Similarly, any account-level discussion in MD&A of variations, balances, and amounts in the basic and stewardship information made in response to paragraphs 26 and 27 may require mention of the imprecision of amounts cited.
39. Exceptions and disclaimers in the auditor’s report should be mentioned in MD&A, and management should respect the auditor’s professional judgment if management expresses disagreement with auditor’s findings. (This does not mean that management must refrain from stating views that differ from the auditor’s; e.g., different views as to whether a weakness in control is material.) There may be other sources of misunderstanding. Management should be sensitive to them and guide the user to a better understanding when the problem could significantly affect the conclusions and judgments of substantial numbers of users.

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**Discussion and Analysis of Systems, Controls and Legal Compliance**

40. The schematic diagram of a sample GPFFR on page 7 includes a discrete section that reports on the status of the entity’s management systems and internal controls that support (1) preparation of financial statements and performance information in accordance with Federal Accounting Standards and management’s criteria, respectively, and (2) the entity’s

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compliance with applicable laws.<sup>14</sup> That section also describes material problems revealed by audits or otherwise known to management, and the corrective actions taken or planned regarding material problems.

41. Where relevant, management should discuss the results of audits of non-Federal entities such as those pursuant to the Single Audit Act as amended and OMB Circular A-133. MD&A should also discuss actions taken, in progress, or planned to address systemic problems in program design that contributed to the audit findings. Where relevant, management should describe the methods used to limit, detect, and recover improper payments; to assure that grantees and other nonfederal recipients of Federal funds use the funds as intended; and to assure that Federal and nonfederal entities comply with finance-related laws and regulations. MD&A should include a concise description of any major problems in these areas and of the corrective action taken or planned.

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## Discussion and Analysis of Performance

42. Performance Measurement—The objectives and needs of the Federal Government are markedly different from the objectives and needs of non-governmental organizations. This difference extends to the needs of those who use financial statements of governmental organizations. Their needs are different in many ways from the needs of investors, which the SEC's requirements address. In particular, reporting on the performance of governmental programs, organizations, and activities requires information that goes beyond the change in net assets and, indeed, beyond financial information.

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<sup>14</sup>These responsibilities are defined in numerous laws and administrative requirements, including the Federal Financial Management Improvement Act, OMB Circulars A-123 and A-127, and OMB Bulletin 98-08. A law of special importance in this connections is the Federal Managers' Financial Integrity Act of 1982 (FMFIA or the Integrity Act). The Integrity Act requires, in part, that "internal accounting and administrative controls of each executive agency shall be established.. and shall provide reasonable assurance that --

(i) obligations and costs are in compliance with applicable law;  
(ii) funds, property, and other assets are safeguarded against waste, loss, unauthorized use, or misappropriation; and  
(iii) revenues and expenditures applicable to agency operations are properly recorded and accounted for to permit the preparation of accounts and reliable financial and statistical reports and to maintain accountability over the assets.



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43. The actual outcomes, accomplishments, or degree to which predetermined objectives are met provide indicators or measures of some aspects of effectiveness.<sup>15</sup> MD&A should objectively discuss the entity's program results and indicate the extent to which its programs are achieving their intended objectives.<sup>16</sup> Efficiency and effectiveness are important elements of performance measurement, and measuring cost is an integral part of assessing the efficiency and effectiveness of programs. Relating outputs (the quantity of services provided) to inputs (the cost incurred to provide the services) provides an indicator or measure of one aspect of efficiency. Information about effectiveness is often combined with cost information to help assess "cost effectiveness."
44. The entity's financial performance should be summarized to provide significant indicators of its financial operations for the reporting period. Indicators of financial performance are presented in notes and supplementary information as well as on the face of the principal financial statements, e.g., information about management of loans and accounts receivable. Financial performance is only one aspect of performance for governmental entities. Financial performance should be discussed to the extent relevant for the entity, in a way that appropriately balances the discussion of financial and nonfinancial performance relevant to the program or other reporting entity.
45. The discussion of performance should relate to major goals and objectives from the agency's strategic plan and to the indicators reported pursuant to the Results Act. It should explain what key performance indicators say about program performance. The summary discussion of performance in MD&A should:
- discuss the strategies and resources the agency uses to achieve its performance goals;
  - provide a clear picture of actual and planned performance across the agency; and
  - explain the procedures that management has designed and followed to provide reasonable assurance that the reported performance information is relevant and reliable.
46. The discussion of performance should:

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<sup>15</sup>SFFAC 1, paragraph 206 notes that, to the extent feasible and practical, effectiveness evaluation should focus on program results or effects in the sense of "impacts," i.e., the difference between what actually occurred and what would have occurred in the absence of the program. Assessing impacts of Governmental action in this sense typically requires program evaluations or other techniques that transcend annual performance reporting, although these techniques often will avail of information in the annual performance reports. Valid and reliable evaluations of program impacts are not feasible for some programs. When they are conducted, they often require several years of data, are expensive, and typically are not performed on an annual basis for a given program.

<sup>16</sup>Paragraphs 106-111 and Appendix 1-F of Statements of Federal Financial Accounting Concepts 2, *Entity and Display*, discuss and illustrate reporting on performance in the GPFFR.

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- include both positive and negative results;
  - present historical and future trends, if relevant (see paragraphs 31-36 regarding projections of the financial effects of known and anticipated demands, commitments, events, risks, uncertainties or trends for which a material financial effect is reasonably possible);
  - be illustrated with charts and graphs, whenever helpful, for easy identification of trends;
  - explain the significance of the trends;
  - provide comparison of actual results to goals or benchmarks;
  - explain variations from goals and plans; and
  - provide other explanatory information that management believes readers will need to understand the significance of the indicators, the results, and any variations from goals or plans.
47. To further enhance the usefulness of the information, agencies should include an explanation of what needs to be done and what they plan to do to improve program performance.
48. Understanding Performance Reporting—Important limitations and difficulties associated with performance measurement and reporting should be noted to the extent relevant to the vital performance indicators discussed in MD&A. The relevant limitations will vary from program to program, but some common factors that may need to be discussed include the following:
- performance usually cannot be fully described by a single indicator;
  - indicators of performance do not, by themselves, say why performance is at the level reported; and
  - focusing exclusively on quantifiable indicators can sometimes have unintended consequences.
49. For these and other reasons, performance indicators generally need to be accompanied by suitable explanatory information. Explanatory information helps report users understand reported indicators, assess the reporting entity's performance, and evaluate the significance of underlying factors that may have affected the reported performance. Explanatory information may include, for example, information about factors substantially outside the entity's control, as well as information about factors over which the entity has significant control.

***This Statement of Recommended Concepts was adopted unanimously by the eight members of the Federal Accounting Standards Advisory Board serving on the Board in April 1999.***

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## Appendix A: Basis For Conclusions

This Statement may be affected by later Statements. The FASAB Handbook is updated annually and includes a status section directing the reader to any subsequent Statements that amend this Statement. Within the text of the Statements, the authoritative sections are updated for changes. However, this appendix will not be updated to reflect future changes. The reader can review the basis for conclusions of the amending Statement for the rationale for each amendment.

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### Background and Project History

50. The Board identified MD&A as a topic for its agenda shortly after the Board's inception. The Board deferred work on this topic, however, until it completed recommendations for an initial set of basic accounting standards. FASAB published an initial exposure draft on MD&A in January, 1997. The Board received comment letters on the initial exposure draft from the following sources:

	Federal (internal)	Nonfederal (external)	Total
Users, Academics and Others <sup>17</sup>		4	4
Auditors	7	3	10
Preparers and Financial Managers	16		16
<b>Total</b>	<b>23</b>	<b>7</b>	<b>30</b>

51. The basic rationale for MD&A has not changed since the initial exposure draft. As a result of its deliberations after receiving comments on the 1997 exposure draft, however, the Board made certain changes. The more significant changes are discussed below.

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### Concepts and Standards

52. The initial exposure draft was presented as a statement of recommended concepts. The Board proposed that it would deal with MD&A conceptually, with the understanding that OMB would provide authoritative guidance on MD&A to implement the concepts. This approach would have been similar to the one used to deal with the topics of entity and

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<sup>17</sup>This category include representational organizations, retired federal employees, federal employees responding as individuals, and federal contractors, as well as academics and other GPFFR users.

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display. The Board dealt with those topics conceptually in SFFAC 2. OMB then provided authoritative guidance in its Bulletin on Form and Content. The 1997 exposure draft asked respondents whether all or part of its provisions should be issued as recommended standards rather than recommended concepts. Responses were mixed; most of those who commented on this question favored concepts, but a significant number expressed the view that standards would be appropriate.

53. The Board concluded that, given the importance of MD&A as an integral part of the GPFFR, it would be appropriate to recommend standards for MD&A. At the same time, however, the Board concluded that for now this information should be treated as required supplementary information. The Board also agreed that no detailed requirements or guidelines for MD&A should be incorporated in federal accounting standards at this time beyond those proposed in the subsequent exposure draft (discussed below) titled *Standards for Management's Discussion and Analysis*. In other words, the Board agreed, a discussion and analysis that addresses the topics listed in the proposed standards should be an essential part of a complete GPFFR. At the same time, management should have great discretion about what to say regarding those topics, subject only to the criteria proposed in the exposure draft *Standards for Management's Discussion and Analysis* and the pervasive requirement that MD&A not be misleading. Because of this change, the Board decided to expose separately for further comment the proposed new standards and concepts. The exposure drafts were issued in October 1998; responses were requested by January 1999.

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**Responses to Second Exposure Draft**

54. The Board received comment letters on the second exposure draft from the following sources:

	<b>Federal (internal)</b>	<b>Nonfederal (external)</b>	<b>Total</b>
Citizens, Users, Academics and Others		3	<b>3</b>
Auditors <sup>18</sup>	3	3	<b>6</b>
Preparers and Financial Managers	11		<b>11</b>
<b>Total</b>	<b>14</b>	<b>6</b>	<b>20</b>

<sup>18</sup>Includes the AICPA's Federal Accounting and Auditing Subcommittee and the Comptroller General's Advisory Council on Government Audit Standards.

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55. Most comments were generally favorable, but comments were mixed regarding some points. A few auditors and preparers expressed some concern about requiring forward-looking information as RSI. Others expressed support for doing so. After considering these responses, the Board agreed to defer the recommended implementation date of the standard by one year and to make minor editorial changes to the standards and concepts that were exposed for comment.

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**Incorporation of Guidance in OMB Bulletin 97-01**

56. This document, like both exposure drafts, integrates some of the guidance in OMB Bulletin 97-01 for preparing the "Overview" of the financial report with some of the guidance proposed in FASAB's initial exposure draft for MD&A. Some portions of the guidance regarding performance measurement in 97-01's discussion of the "Overview" have been omitted. As an interim step prior to implementation of the Results Act, OMB and many agencies used the Overview as a major vehicle for reporting on performance, not just as a summary and analysis. With the full implementation of the Results Act in FY 1999, however, it will be appropriate to implement the financial reporting model contemplated in SFFAC 2. This contemplates a discrete section of the GPFFR focused on performance. Alternatively, performance information may be incorporated in the GPFFR by reference to another report or reports.

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**Management's Assertions**

57. Senior management of the reporting unit is responsible for the content of the GPFFR, including MD&A. Consistent with that, the initial exposure draft included the following paragraph:

MD&A should include a discrete section with management's explicit assertions that it is responsible for maintaining internal accounting and administrative controls that are adequate to ensure that

- transactions are executed in accordance with budgetary and financial laws and other requirements, consistent with the purposes authorized, and are recorded in accordance with Federal accounting standards;
- assets are properly safeguarded to deter fraud, waste, and abuse; and
- performance measurement information is adequately supported. [footnote omitted]

58. This paragraph, which was based on the language of objective four in SFFAC 1, was modified after the first exposure. The Board concluded that such assertions should be

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presented in a separate section of the GPFFR, not in MD&A. Alternatively, management's assertions about internal control and related information about systems, controls, and compliance may be incorporated in the GPFFR by reference to another report or reports. (As noted previously, pilot agencies are including these assertions in their accountability reports.) FASAB expects to consider whether a new statement of standards is needed to assure that Federal financial reports adequately address objective four of Federal financial reporting, "Systems and Controls." As noted in paragraph 41, MD&A should include a description of any major deficiencies in the management systems and internal controls designed to provide reasonable assurance that management responsibilities are satisfactorily carried out. It also should describe the corrective action planned.

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## Accountability Reports

59. The Board notes that the concept and practice of the "Accountability Report" continue to evolve through the pilot project voluntarily undertaken by several agencies. The Board supports this evolution and encourages agencies to participate in the pilot project. The concepts and standards FASAB recommends are intended to be applicable to the GPFFR of Federal entities, whether those reports are prepared pursuant to the Chief Financial Officers Act, the Government Management Reform Act, or some future law that might establish a statutory basis for Accountability Reports. In the event of such future legislation, OMB will need to resolve any questions about how to apply existing Federal accounting standards in the context of new legislative requirements.

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## Incorporation by Reference

60. Some respondents were disturbed by the notion of providing program performance information through reference. Some were concerned that, if readers are merely directed to other reports for this information, the GPFFR will become irrelevant. They believe that the GPFFR should contain information about program performance, systems, and controls, not only in MD&A but also in discrete sections, such as the Statement of Program Performance discussed and illustrated in SFFAC 2, paragraphs 106-111 and Appendix 1-F.
61. The Board agrees that, as is stated in paragraph 20, "it is necessary to include at least some information about performance with the financial statements . . . so that people who use the GPFFR can understand why the costs reported in the financial statements were incurred and the consequences of doing so."
62. The Board acknowledges that SFFAC 2 calls for and illustrates a Statement of Program Performance Measures. (Footnote 13 in SFFAC 2 explains that this statement is not "basic" information as that term is used in audit standards: "The Statement of program performance

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measures is not a basic financial statement. Nevertheless, it is an important component of the financial reports.”) The Board continues to believe that performance information is a vital, integral part of general purpose financial reporting. It should be noted, however, that SFFAC 1 and SFFAC 2 were issued before the performance planning and reporting requirements of GPRA became effective. The Results Act creates an elaborate new planning and reporting environment that is still evolving. Some details of the reporting model that were envisioned conceptually in SFFAC 2 may accordingly need to be revised slightly.

63. This statement of concepts is intended to be consistent with the previously stated goals and concepts of the Board, while recognizing that some details of how best to achieve those goals in the new context still need to be defined. OMB will play a key role in this process; FASAB may also provide further guidance in future projects. FASAB agrees that the GPFRR should not address performance, systems, and controls only by means of reference to other reports. The standards for MD&A require that MD&A do more than refer to other documents.
64. Others expressed concern that, if MD&A is to be regarded as RSI, audit problems might arise from “incorporation by reference” in MD&A of information drawn from other sources that might not be subject to audit or review as basic or required supplementary information, and for which authoritative guidance had not been provided by a standard setter. The Board noted that most of those who commented, including most auditors, did not appear to be greatly concerned about this potential problem. The Board concluded, therefore, that any such problems were not likely to be insurmountable. The Board did, however, agree to defer by one year the implementation date of the standard to allow OMB and GAO time to resolve any audit issues that may arise.

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**Appendix B: Glossary**

See Consolidated Glossary in "Appendix E: Consolidated Glossary."