

December 9, 2011

BY E-MAIL (comments@pcaobus.org)

Office of the Secretary
Public Company Accounting Oversight Board
1666 K Street, NW
Washington, D.C. 20006-2803

Re: PCAOB Release No. 2011-006; PCAOB Rulemaking Docket Matter No. 37 – Concept
Release on Auditor Independence and Audit Firm Rotation

Ladies and Gentlemen:

I am a CPA and the CFO of a publicly traded community bank. I have performed these duties for over two decades for two different companies. I have served as a director of several banks and a bank holding company. I have also been a major shareholder of a community bank. I understand the role of the outside independent auditor, the importance of their attest function, their need for independence and professional skepticism, and the absolute necessity for public company financial transparency. I also understand the value, nature and complexity of the task the independent auditors perform for a company and their investors.

In that context, I object to the idea of mandated audit firm rotation.

In my opinion, the relationship between the company and its audit firm is and should continue to be the responsibility of the company's independent audit committee. They, with advice, but not consent from management, should unilaterally determine the terms and conditions of the company's relationship with its independent auditors.

Further, there is an inherent and tremendous learning curve associated with a change in audit firms. A regulatory mandate of rotation will trade the illusion of greater audit independence for the reality of significantly increased audit fees – and dramatically diminished audit quality.

In many parts of the country it will be difficult, if not impossible, for small, public companies to attract sufficient interest in conducting their audits to achieve effective rotation or, if they can, it will be at exorbitant costs.

The public accounting profession is already subject to a plethora of regulatory and professional requirements relative to ethics and independence. They should be allowed to provide attest functions and serve at the pleasure of the involved independent audit committees, without the onus of this proposed requirement.

The opinions expressed in this letter are solely those of the author.

Sincerely,

A handwritten signature in black ink, appearing to read "William W. Traynham". The signature is fluid and cursive, with a long horizontal stroke extending to the right.

William W. Traynham, CPA
Chief Financial Officer,
American National Bankshares Inc.