



December 14, 2011

Office of the Secretary  
PCAOB  
1666 K Street, N.W.  
Washington, DC 20006-2803

Re: Rulemaking Docket No. 37

Board Members:

We appreciate the opportunity to comment on the PCAOB's Concept Release on "Auditor Independence and Audit Firm Rotation."

From our perspective, mandatory audit firm rotation is a "solution" looking for a "problem." This proposal implies that auditor judgment has been unduly influenced and compromised by management.

We believe the current system of audit committee governance provides sufficient enforcement and monitoring of auditor independence, objectivity and professional skepticism. Further, mandatory audit partner rotation every five years sufficiently diminishes the likelihood of a cozy auditor-registrant relationship while providing for a fresh new partner perspective.

Frankly, we don't see a "problem" of such heft that requires a "solution" so radical. Further, this "solution" would spawn a bevy of unintended consequences and ultimately be of negative utility to not only audit firms and registrants, but also to shareholders and the economy as a whole.

For instance, the mandatory rotation of audit firms would undoubtedly increase audit fees and divert precious management resources to educate new auditors about the company. It would likely also diminish the quality of audits, especially in the early years of an engagement. In addition, if a prospective new audit firm previously provided non-audit services to the registrant, it might then require the registrant to choose new providers for independence reasons. This would likely disrupt the registrant's business, increase its risk, and burden it to train and educate new providers.

In summary, we do not believe the incremental benefits of a mandatory audit firm rotation, if any, would justify the costs and risks created by requiring the mandatory rotation and does not, in our view, achieve greater independence, objectivity, and professional skepticism. We strongly urge the Board to reconsider its proposal.

Sincerely,

A handwritten signature in black ink, appearing to read "Mark Fuchs".

Mark Fuchs  
VP, Finance & Chief Accountant  
Google Inc.