

10 CFR Chapter I, which are set forth in the license amendment.

In accordance with 10 CFR 72.46(b)(2), a determination has been made that the amendment does not present a genuine issue as to whether public health and safety will be significantly affected. Therefore, the publication of a notice of proposed action and an opportunity for hearing or a notice of hearing is not warranted. Notice is hereby given of the right of interested persons to request a hearing on whether the action should be rescinded or modified.

The NRC staff has determined that the proposed action will not have a significant impact on the environment. For this action, an Environmental Assessment and Finding of No Significant Impact was prepared and published in the **Federal Register** (70 FR 16881, April 1, 2005). The request for amendment was docketed under 10 CFR Part 72, Docket 72-11. For further details with respect to this action, see the amendment request dated July 29, 2004, and December 2, 2004, supplement. The NRC maintains an Agencywide Documents Access and Management System (ADAMS), which provides text and image files of NRC's public documents. These documents may be accessed through the NRC's Public Electronic Reading Room on the Internet at: <http://www.nrc.gov/reading-rm/adams.html>. Copies of the referenced documents will also be available for review at the NRC Public Document Room (PDR), located at 11555 Rockville Pike, Rockville, MD 20852. PDR reference staff can be contacted at 1-800-397-4209, 301-415-4737 or by e-mail to [pdr@nrc.gov](mailto:pdr@nrc.gov). The PDR reproduction contractor will copy documents for a fee.

Dated at Rockville, Maryland, this 18th day of April, 2005.

For the Nuclear Regulatory Commission.

**James R. Hall,**

Senior Project Manager Licensing Section,  
Spent Fuel Project Office, Office of Nuclear  
Material Safety and Safeguards.

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## SECURITIES AND EXCHANGE COMMISSION

[Release Nos. 33-8571; 34-51610; File No. 265-23]

### Summary of Proposed Committee Agenda of Advisory Committee on Smaller Public Companies

**AGENCY:** Securities and Exchange  
Commission.

**ACTION:** Request for comments.

**SUMMARY:** The Advisory Committee is soliciting public comment on a summary of its proposed Committee Agenda. The Committee Agenda sets forth the specific issues that the Committee proposes to address in connection with its evaluation of the current securities regulatory system for smaller public companies, including the impact of the Sarbanes-Oxley Act of 2002 on areas under consideration.

**DATES:** Comments should be received on or before May 31, 2005.

**ADDRESSES:** Comments may be submitted by any of the following methods:

#### *Electronic Comments*

- Use the Commission's Internet submission form (<http://www.sec.gov/info/smallbus/acspc.shtml>); or
- Send an e-mail to [rule-comments@sec.gov](mailto:rule-comments@sec.gov). Please include File Number 265-23 on the subject line; or
- Use the Federal eRulemaking Portal (<http://www.regulations.gov>). Follow the instructions for submitting comments.

#### *Paper Comments*

- Send paper comments in triplicate to Jonathan G. Katz, Committee Management Officer, Securities and Exchange Commission, 450 Fifth Street, NW., Washington, DC 20549-0609.

All submissions should refer to File Number 265-23. This file number should be included on the subject line if e-mail is used. To help us process and review your comments more efficiently, please use only one method. The Commission will post all comments on the Commission's Internet Web site (<http://www.sec.gov/info/smallbus/acspc.shtml>). Comments are also available for public inspection and copying in the Commission's Public Reference Room, 100 F Street, NE., Washington, DC 20002. All comments received will be posted without change; we do not edit personal identifying information from submissions. You should submit only information that you wish to make available publicly.

#### **FOR FURTHER INFORMATION CONTACT:**

Questions about this release should be referred to Kevin M. O'Neill, Special Counsel, at (202) 551-3260, or William A. Hines, Special Counsel, at (202) 551-3320, Office of Small Business Policy, Division of Corporation Finance, Securities and Exchange Commission, 450 Fifth Street, NW., Washington, DC 20549-0310.

**SUPPLEMENTARY INFORMATION:** At the request of the SEC Advisory Committee on Smaller Public Companies, the

Commission is publishing this release soliciting public comments on the issues that the Committee proposes to address. The Commission announced the establishment of the Advisory Committee on December 16, 2004.

The Committee was officially established on March 23, 2005, with the filing of its Charter with Congress. The Charter provides that the Committee's objective is to assess the current regulatory system for smaller public companies under the securities laws and make recommendations for changes. The Charter directs the Committee to consider the following areas of inquiry, including the impact in each area of the Sarbanes-Oxley Act of 2002, Pub. L. 107-204, 116 Stat. 745 (July 30, 2002): (1) Frameworks for internal control over financial reporting applicable to smaller public companies, methods for management's assessment of such internal control, and standards for auditing such internal control; (2) corporate disclosure and reporting requirements and federally-imposed corporate governance requirements for smaller public companies; (3) accounting standards and financial reporting requirements applicable to smaller public companies; and (4) the process, requirements and exemptions relating to offerings of securities by smaller public companies, particularly public offerings.

In accordance with these Charter directives, the Committee approved a proposed Committee Agenda at a public meeting held on April 12, 2005. A summary of the Committee Agenda is set forth below. The full text of the Committee Agenda may be found on the Committee's Web page at <http://www.sec.gov/info/smallbus/acspc.shtml>. The Committee Agenda identifies in general terms the subjects that the Committee proposes to address. All interested parties are invited to submit their views, in writing, on any or all of the subjects identified, or on any other matter relating to the current regulatory system for smaller public companies under the securities laws that the Committee should consider addressing. The Committee specifically seeks public comment on the following questions relating to the proposed summary of the Committee Agenda:

*Question 1:* Are the subjects identified in the summary of the Committee Agenda the right subjects for the Committee to consider?

*Question 2:* Should the Committee consider subjects not identified in the summary of the Committee Agenda in order to properly fulfill its mandate?

*Question 3:* Should the Committee not consider some subjects identified in the

summary of the Committee Agenda for any reason, such as to conserve resources, to focus resources on other, more critical subjects, or because of the limited length of the Committee's 13-month term?

The Committee is interested in receiving comments identifying problems, but is most interested in receiving comments proposing solutions to problems.

### Summary of Committee Agenda

#### 1. Definition of "Smaller Public Company"

1.1. Develop preliminary observations to be used for analysis of each substantive area under items 2 through 7 below.

1.2. Examine appropriateness of existing definitions.

1.3. How do existing definitions work? Are they meaningful and effective? Are they practical? Is it possible to develop risk-based or other definitions? Seek economic analysis.

#### 2. Internal Control—Section 404 of Sarbanes-Oxley; S-K Item 308, S-X Reg. § 210.2-02(e)

2.1. Evaluate first quarter 2005 reports.

2.1.1. Effective control.

- Size/characteristics of company.

2.1.2. Ineffective control.

- Size/characteristics of company.
- Reasons for failure.
- Materiality of failure.

2.2. Evaluate benefits and costs/burdens for smaller public companies, including disproportionate costs/burdens, competitive disadvantages and effectiveness in preventing fraud.

2.2.1. Seek economic input.

2.2.2. Consider impact on "tone at the top."

2.2.3. Versus private companies and foreign companies.

2.3. Evaluate procedures used in first quarter reports.

2.3.1. Company procedures.

2.3.2. Auditor procedures.

2.3.3. What worked well.

2.3.4. What worked less well or did not work.

2.4. Mechanisms to evaluate.

2.4.1. Questionnaires prepared by FEI, NASDAQ and others.

2.4.2. One or more roundtables held by SEC and PCAOB.

2.4.3. Other written or oral input.

#### 3. Corporate Governance Standards

3.1. Review and catalog.

3.2. Evaluate impact of requiring independent directors for smaller public companies.

3.2.1. Boards themselves and Committees.

3.2.2. Impact on controlling families or other controlling shareholders.

3.2.3. Impact on other stakeholders.

3.2.4. Impact of stakeholders on effectiveness of independent directors.

3.2.5. Loss of market and company knowledge and experience.

3.3. Evaluate impact of independence definitions.

3.3.1. Boards themselves and Committee.

3.3.2. Adequate supply of competent directors.

3.3.3. How are boards/committees performing?

3.3.4. Cost of board operation.

3.3.5. Other.

3.4. Evaluate impact of special requirements on audit committee make-up and operation.

3.4.1. Special independence requirements.

3.4.2. Financial expertise requirements and disclosure requirements.

3.4.3. Loss of operational knowledge, experience and depth.

3.5. Recommendations.

#### 4. Effects of other Statutory Requirements and Commission Regulations, including under Sarbanes-Oxley, on Smaller Public Companies

4.1. Officers' certifications.

4.2. Auditing firm's standards and requirements.

4.3. Prohibition of loans to executive officers and directors.

4.4. Other.

4.5. Recommendations.

#### 5. Disclosure Requirements

5.1. How do disclosure requirements affect smaller public companies?

5.2. Analyze Regulation S-B (including seeking economic input).

5.3. Analyze forms and requirements.

5.3.1. Exchange Act periodic reporting forms (10-K, 10-KSB, 10-Q, 10-QSB).

5.3.2. Special Securities Act forms (SB-1, SB-2).

5.3.3. Are S-B forms helpful, beneficial, effective or negative, both for the issuer and the investor market?

5.4. Identify other aspects of disclosure regime that might be modified for smaller public companies.

5.5. Identify other possible scaling standards.

5.5.1. Is size the most appropriate standard or is risk?

5.5.2. Are revenues a better scaling standard for some disclosure rules and other regulations?

5.5.3. Should other alternatives be considered?

5.6. Liability concerns.

5.7. Consider issues of delinquent and deficient micro-cap disclosure.

5.8. Evaluate the balance of disclosure to protect investors with the competitive needs of smaller public companies.

5.9. Recommendations.

#### 6. Accounting Principles

6.1. Evaluate "one size fits all" vs. "Big GAAP-Little GAAP."

6.2. Identify priority accounting principles, if any, where modifications might be considered for smaller public companies.

6.3. Emphasize importance of cash in many smaller companies.

6.4. Analyze overlay and impact of other regulatory schemes (financial institutions, insurance, government contractors, *etc.*).

6.5. Analyze role of outside audit firms with respect to smaller companies, *e.g.*, environmental shift in role of auditors, communications with outside auditors, concentration of Big Four accounting firms, difficulty in switching audit firms.

6.6. Analyze whether extended effective dates for smaller companies are appropriate for future accounting principles.

6.7. Recommend changes, if any.

#### 7. Capital Formation

7.1. Analyze existing structure.

7.2. Analyze selected exemptions from registration and subsequent reporting.

7.3. Evaluate Regulation A.

7.4. Analyze investment banker roles.

7.5. Analyze analysts' coverage.

7.6. Costs and timing to get access to markets.

7.6.1. Broader access to capital, including foreign markets.

7.6.2. Possible roles of capital formation specialists, including brokers and "finders."

7.7. Cost of and ability to exit the markets.

7.8. Possible improvements in interaction and interplay between federal law or SEC, state laws or state regulators, and self-regulatory organizations and rules (*e.g.*, Rule 15c2-11).

7.9. Liability issues.

7.10. Recommendations.

#### 8. Small Business Forums and Related Issues

8.1. Analyze recommendations from recent SEC Small Business Forums.

8.2. Review small business statutes (Regulatory Flexibility Act and 1980 Small Business Investment Incentive Act).

*General Request for Comment:* Any interested person wishing to submit written comments on any aspect of the summary of the Committee Agenda, as

well as on other matters relating to this release, is requested to do so.

*Authority:* In accordance with section 10(a) of the Federal Advisory Committee Act, 5 U.S.C. App. 1, § 10(a), Gerald J. Laporte, Designated Federal Officer of the Committee, has approved publication of this release at the request of the Committee. The solicitation of comments is being made solely by the Committee and not by the Commission. The Commission is merely providing its facilities to assist the Committee in soliciting public comment from the widest possible audience.

Dated: April 26, 2005.

**Jonathan G. Katz,**

*Committee Management Officer.*

[FR Doc. 05-8622 Filed 4-26-05; 3:07 pm]

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## SECURITIES AND EXCHANGE COMMISSION

### Sunshine Act Meeting

Notice is hereby given, pursuant to the provisions of the Government in the Sunshine Act, Public Law 94-409, that the Securities and Exchange Commission will hold the following meeting during the week of May 2, 2005:

A Closed Meeting will be held on Tuesday, May 3, 2005 at 2 p.m.

Commissioners, Counsel to the Commissioners, the Secretary to the Commission, and recording secretaries will attend the Closed Meeting. Certain staff members who have an interest in the matters may also be present.

The General Counsel of the Commission, or his designee, has certified that, in his opinion, one or more of the exemptions set forth in 5 U.S.C. 552b(c)(3), (5), (7), (9)(B), and (10) and 17 CFR 200.402(a)(3), (5), (7), 9(ii) and (10), permit consideration of the scheduled matters at the Closed Meeting.

Commissioner Atkins, as duty officer, voted to consider the items listed for the closed meeting in closed session that no earlier notice thereof was possible.

The subject matter of the Closed Meeting scheduled for Tuesday, May 3, 2005, will be: Formal orders of investigations; Institution and settlement of injunctive actions; and Settlement of administrative proceedings of an enforcement nature.

At times, changes in Commission priorities require alterations in the scheduling of meeting items.

For further information and to ascertain what, if any, matters have been added, deleted or postponed, please

contact: The Office of the Secretary at (202) 942-7070.

Dated: April 27, 2005.

**Jonathan G. Katz,**

*Secretary.*

[FR Doc. 05-8670 Filed 4-27-05; 11:18 am]

**BILLING CODE 8010-01-P**

## SECURITIES AND EXCHANGE COMMISSION

[File No. 500-1]

### Order of Suspension of Trading

April 27, 2005.

In the Matter of Active Link Communications, Inc., Affinity International Travel Systems, Inc., BIFS Technologies Corp., Brandmakers, Inc., Consolidated General Corp., ePhone Telecom, Inc., E-Rex, Inc., IEMI, MPTV, Inc., National Institute Companies of America, Inc., Read-Rite Corp., and Upgrade International Corp.

It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of Active Link Communications, Inc., because it is delinquent in its periodic filing obligations under Section 13(a) of the Securities Exchange Act of 1934, having not filed a periodic report since the period ending June 30, 2003.

It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of Affinity International Travel Systems, Inc., because it is delinquent in its periodic filing obligations under Section 13(a) of the Securities Exchange Act of 1934, having not filed a periodic report since the period ending March 31, 2001.

It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of BIFS Technologies Corp., because it is delinquent in its periodic filing obligations under Section 13(a) of the Securities Exchange Act of 1934, having not filed a periodic report since the period ending September 30, 2002.

It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of Brandmakers, Inc., because it is delinquent in its periodic filing obligations under Section 13(a) of the Securities Exchange Act of 1934, having not filed a periodic report since the period ending March 31, 2003.

It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of

Consolidated General Corp. (f/k/a Java Group, Inc.), because it is delinquent in its periodic filing obligations under Section 13(a) of the Securities Exchange Act of 1934, having not filed a periodic report since the period ending December 31, 1996.

It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of ePhone Telecom, Inc., because it is delinquent in its periodic filing obligations under Section 13(a) of the Securities Exchange Act of 1934, having not filed a periodic report since the period ending June 30, 2003.

It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of E-Rex, Inc., because it is delinquent in its periodic filing obligations under Section 13(a) of the Securities Exchange Act of 1934, having not filed a periodic report since the period ending September 30, 2002.

It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of IEMI, because it is delinquent in its periodic filing obligations under Section 13(a) of the Securities Exchange Act of 1934, having not filed a periodic report since the period ending September 30, 2002.

It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of MPTV, Inc., because it is delinquent in its periodic filing obligations under Section 13(a) of the Securities Exchange Act of 1934, having not filed a periodic report since the period ending September 30, 2002.

It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of National Institute Companies of America, Inc., because it is delinquent in its periodic filing obligations under Section 13(a) of the Securities Exchange Act of 1934, having never filed a periodic report since its June 23, 2000 initial registration.

It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of Read-Rite Corp., because it is delinquent in its periodic filing obligations under Section 13(a) of the Securities Exchange Act of 1934, having not filed a periodic report since the period ending March 30, 2003.

It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of Upgrade International Corp., because it is