



## Meeting of the Corporate Governance Expert Group

To be held on: Tuesday 13 January 2015 at 9.00am  
Venue: Wedlake Bell LLP, 52 Bedford Row, London, WC1R 4LR

### AGENDA

1. **Welcome to Will Pomroy, Policy Lead: Stewardship and Corporate Governance, National Association of Pension Funds**
2. **Apologies**
3. **Minutes of the last meeting (25 November 2014)**
4. **Consultations – None to consider**
5. **Current Issues**
  - a) QCA/UHY Hacker Young Corporate Governance Behaviour Review
  - b) Revision of QCA Remuneration Committee Guide for Small and Mid-Size Quoted Companies
  - c) EU Non-Financial Reporting Directive
  - d) 4<sup>th</sup> Money Laundering Directive Proposal – progress update
  - e) Shareholders' Rights Directive Proposal – progress update
  - f) Small Business, Enterprise and Employment Bill – progress update

### **6. Communications and Future Meetings**

	<b>Document</b>	<b>Action/comments by CGEG</b>
a)	ACCA Report 'Culture and Channelling Corporate Behaviour' <a href="http://www.accaglobal.com/gb/en/technical-activities/technical-resources-search/2014/october/culture.html">http://www.accaglobal.com/gb/en/technical-activities/technical-resources-search/2014/october/culture.html</a>	For information only –the report is based on a series of roundtable discussions and a survey of ACCA members.
b)	BIS new guidance for Non-Executive Directors on Cyber Security: Balancing Risk and Reward with Confidence <a href="https://www.gov.uk/government/publications/cyber-security-balancing-risk-and-reward-with-confidence">https://www.gov.uk/government/publications/cyber-security-balancing-risk-and-reward-with-confidence</a>	For information only – the guidance has been designed to help non-technical NEDs engage with board colleagues in managing cyber risks and helping their company prosper in the information economy age.
c)	Guest invitations to future meetings	
d)	Policy Update (December 2014)	For information only – quarterly update on expert group work which is circulated to the QCA Board.

### **7. AOB**

### **8. Information for noting**

Consultation Update – Responses submitted:

- NAPF Corporate Governance Policy and Voting Guidelines – R: 27 November 2014
- BIS Discussion Paper on the PSC Register – R: 28 November 2014
- 2014 Review of the OECD Principles of Corporate Governance – R: 16 December 2014
- BIS consultation: Scope of exceptions to the prohibition of corporate directors – R: 19 December 2014

Date for next meeting: **Tuesday 24 February 2015 at 9am at UHY Hacker Young Quadrant House 4 Thomas More Square London, E1W 1YW (Host: Colin Jones)**