Meeting of the Corporate Governance Expert Group

To be held on: Tuesday 25 November 2014 at 4.00pm
Venue: Wedlake Bell LLP, 52 Bedford Row, London, WC1R 4LR

AGENDA

1. **Apologies**

2. **Minutes of the last meeting** (20 October 2014)

3. **Consultations**

	Consultation	Action	Lead
a)	BIS Discussion Paper on the PSC Register – RD: 9 December 2014 https://www.gov.uk/government/publications/company-ownership-and-control-discussion-paper-on-a-public-central-register Practical Law, Legal update, Register of people with significant control: BIS discussion paper	Comments needed on draft response MG to update the Group on the progress of Small Business, Enterprise and Employment Bill and 4th Money Laundering Directive Proposal	Corporate Governance Expert Group
b)	Public consultation on the 2014 Review of the OECD Principles of Corporate Governance http://www.oecd.org/daf/ca/OECD-Principles-CG-2014-Draft.pdf	Volunteers sought to draft response	Corporate Governance Expert Group

4. **Current Issues**

   a) QCA/UHY Hacker Young Corporate Governance Behaviour Review

   - Report from meeting with FRC on 24 November

   b) Revision of QCA Remuneration Committee Guide for Small and Mid-Size Quoted Companies – working group volunteers needed
   c) Shareholders' Rights Directive Proposal – progress update

5. **Communications and Future Meetings**

	Document	Action/comments by CGEG
a)	Progress report on the implementation of the Kay Review of UK Equity Markets and Long-Term Decision Making https://www.gov.uk/government/uploads/system/uploads/attachment_data/file/367070/bis-14-1157-implementation-of-the-kay-review-progress-report.pdf Practical Law, Legal update, Kay Review: government progress report	For information only – The report summarises what steps the Government has taken, the response from market practitioners, and relevant developments in the regulatory framework to implement the agenda set out in the Kay Review.

b)	ICAEW Discussion Paper on corporate governance 'framework code' http://www.icaew.com/~/media/Files/Technical/Corporate-governance/dialogue-in-corporate-governance/who-should-be-covered-by-codes.pdf	For information only – The ICAEW calls for the introduction of a framework code. Comments are invited on the discussion paper, with no fixed date given for participation.
c)	BIS report for the Women on Boards steering board https://www.gov.uk/government/uploads/system/uploads/attachment_data/file/363077/bis-14-1121-women-on-boards-6-months-monitoring-report-october-2014.pdf	For information only – This report shows that female representation on FTSE 100 boards continues to increase.
d)	News article: 'QCA/FRC roundtable focuses on the complexities of reporting' http://www.theqca.com/news/briefs/92137/qcafrc-roundtable-focuses-on-the-complexities-of-reporting.thtml	Circulated for information (was an action point from the last meeting).
e)	Guest invitations to future meetings	
f)	Policy Update (October 2014)	For information only – quarterly update on expert group work which is circulated to the QCA Board.

6. AOB

7. Information for noting

Consultation Update – Responses submitted:

NAPF Corporate Governance Policy and Voting Guidelines (informal consultation) – R: 21 November

Date for next meeting: **13 January 2015 at 8:30 at Wedlake Bell LLP**