

Meeting: IESBA
Meeting Location: New York
Meeting Date: June 10-12, 2013

Agenda Item 2

Definition of “Those Charged With Governance”

Objective of Agenda Item

1. To receive a report-back on the IESBA Consultative Advisory Group's (CAG) consideration of the significant comments received on the Exposure Draft (ED), *Proposed Change to the Definition of “Those Charged with Governance,”*¹ and to approve the changes to the Code relating to the definition as final amendments to the Code.

Task Force

2. Members:
 - Kate Spargo, Chair, IESBA Member
 - Wui San Kwok, IESBA Member
 - Alice McCleary, IESBA Member
 - Marisa Orbea, IESBA Member

Activities Since Last IESBA Discussion

3. The CAG met in April 2013 to consider the significant comments received on the ED and the Board's proposed changes to the Code relating to the definition in the light of the ED comments. Agenda Item 2-A summarizes the outcome of the CAG discussion.

Material Presented

Agenda Item 2-A Definition of “Those Charged With Governance”—Report-Back on IESBA CAG Discussion

Agenda Item 2-B Definition of “Those Charged With Governance”—Due Process

Action Requested

4. The IESBA is asked to approve the changes to the Code relating to the definition of “those charged with governance” as set out in Agenda Item 2-A.

¹ The ED and comment letters may be accessed on the IESBA website at: <http://www.ifac.org/publications-resources/proposed-change-definition-those-charged-governance>.