

Financial Reporting Council

Summary Minutes of a meeting of the Board of Directors of the Company held on 20 April 2010 at 71 -91 Aldwych, London, WC2B 4HN

PRESENT:	Sir Christopher Hogg	Chair
	Baroness Hogg	Deputy Chair
	Stephen Haddrill	Director & Chief Executive
	Eric Anstee	Non-executive Director
	Peter Chambers	Non-executive Director
	Sir Steve Robson	Non-executive Director
	Sir John Sunderland	Non-executive Director
	Lindsay Tomlinson	Non-executive Director
	Richard Fleck	Chair APB
	Bill Knight	Chair FRRP
	Dame Barbara Mills	Chair POB
	Jim Sutcliffe	Chair BAS
	Timothy Walker	Chair AADB
IN ATTENDANCE:	Anne McArthur	Secretary
	Paul George	Director of Audit (for Item 2)
	Louise Pryor	BAS, Technical Director (for Item 3)
	Chris Hodge	Head of Corporate Governance (for Item 5)

Apologies for absence were received from Rudy Markham, Sir Michael Rake and Ian Mackintosh.

1 MINUTES

- 1.1 The Board approved the summary minutes of the meeting held on 3 February 2010 for publication.
- 1.2 The Board noted the summary of action required and progress.

2 CHIEF EXECUTIVE'S REPORT

- 2.1 The Board considered reports from the Chief Executive and from operating body Chairs and discussed a number of issues arising from the reports including:
 - The legal obstacles to sharing information with US regulators and the possible resolutions to those problems;
 - The ongoing audit of the FRC's accounts;
 - The continued efforts to design a workable solution in relation to the regulation of third country auditors.

3 PRESENTATION BY CHAIR OF THE BAS

- 3.1 Mr Sutcliffe gave a presentation on the work of the BAS. The Board noted the presentation.

4 CHIEF EXECUTIVE'S HEALTHCHECK AND PROPOSALS

4.1 The Board considered the proposals set out in the report and agreed that

- Full proposals should be put to Government as soon as possible following the election on the FRC's status and powers;
- The FRC's mission statement should be changed and further drafts would be considered;
- An agenda setting paper on the future of accounting and audit reflecting the lessons of the crisis should be prepared;
- An investor advisory group should be set up;
- The Executive Committee should no longer be a committee of the Board although it would continue to meet informally.

OB Performance Evaluations

4.2 The Board noted the reports of the OB performance evaluations.

5 CORPORATE GOVERNANCE

5.1 The Board considered proposed changes to the Code including on the annual re-election of directors and diversity. Further drafts of the proposed changes would be considered at the meeting of the Committee on Corporate Governance on 4 May 2010.

6 NON-AUDIT SERVICES

6.1 The Board noted the approach of the APB in the light of responses to its consultation and that that they would receive a further report following the APB's consideration of the Ethics Committee's recommendations.

7 PENSIONS ACCOUNTING

7.1 The Board noted that there were no fundamental areas of disagreement between the BAS and the ASB on pensions accounting issues and that a dialogue between the Boards would continue.

8 FINAL PLAN 2010/2011 FOR APPROVAL

8.1 The Board approved the final Plan for publication.

9 ITEMS TO NOTE

9.1 The Board noted the minutes of the Executive Committee meeting on 25.03.2010, the minutes of the Corporate Governance Committee meeting on 23.03.2010 and the outline Board calendar for 2010.

10 ANY OTHER BUSINESS

10.1 Baroness Hogg thanked the Chair for all that he had done for the FRC. In particular, he had been instrumental in creating a focussed Board. He had borne a huge work load during interesting but difficult times. Baroness Hogg's thanks were endorsed by the Board.

11 NEXT MEETING

Tuesday, 25 May 2010 at 8.30 a.m.