

<b>ALTERATIONS TO ICAEW'S REGULATORY ARRANGEMENTS IN ORDER TO COMPLY WITH THE LSB INTERNAL GOVERNANCE RULES</b>						
<b>SECTION</b>	<b>DOCUMENT</b>	<b>COMPLIANCE ACTION:</b>	<b>IMPLEMENTATION TIMETABLE</b>			
			<b>ICAEW Regulatory Board approval</b>	<b>ICAEW Board approval</b>	<b>ICAEW Nominating Committee</b>	<b>ICAEW Council approval</b>
<b>1</b>	<p>ICAEW Regulatory Board (IRB)Terms of Reference</p> <p><b>Amended as per Appendix 1</b></p>	<p>The Terms of Reference of the IRB and / or other relevant documents will be amended in order to ensure that::</p> <p>(a) The IRB has a lay majority at all times for legal services matters.</p> <p>(b) The IRB assume responsibility for acting as the Regulatory Board for legal services and takes over responsibility for setting strategy and policy for legal services from the Probate Committee.</p> <p>(c) The IRB has supervisory responsibility for the Probate Committee.</p> <p>(d) The IRB has a direct reporting line to the LSB for legal services matters should it have any concern about the independence of its regulatory arrangements for legal services.</p> <p>(e) An Alternative Chair be appointed to chair IRB meetings when legal services regulatory issues are being discussed if the IRB Chair is legally qualified. The Alternative Chair must not be an accountant nor a lawyer.</p> <p>(f) Where decisions are made for legal services when there is either not a lay majority or not a lay Chair (or both) present the decision is ratified at the next meeting when there is both a lay majority and a lay Chair or by letter if waiting for the next meeting would cause unnecessary delay.</p> <p><b>[For all the above see IGR 7 – paragraph 8 of Appendix A]</b></p>	23 April 2020	<i>No approval required</i>	<i>No approval required</i>	3 June 2020

		<p>(g) The IRB to be involved in the appointment of any future PSD Executive Director and to have a veto against any candidate it considered unsuitable for being responsible for legal services regulatory work.</p> <p><b>[See IGR 4 – paragraph 11(a) of Appendix A and the Senior Staff Appointments Committee Terms of Reference in section 8 below]</b></p> <p>(h) To introduce a formal signing-off process by the IRB of the PSD budget and the legal services part of the PSD budget</p> <p><b>[See IGR 10 – paragraph 24 of Appendix A and the Shared Services Committee Terms of Reference in section 12 below]</b></p>				
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<b>2</b>	<p>Probate Committee Terms of Reference</p> <p><b>Amended as per Appendix 2</b></p>	<p>The Terms of Reference of the Probate Committee (PC) will be amended in order to ensure:</p> <p>(a) The PC no longer deals with policy / strategy for legal services – just applications and regulatory matters</p> <p>(b) The PC no longer reports directly to the LSB but rather the IRB</p> <p><b>[See IGR 7 – paragraph 8 of Appendix A]</b></p>	23 April 2020	<i>No approval required</i>	<i>No approval required</i>	<i>No approval required</i>

Section	Document	Compliance action:	ICAEW Regulatory Board approval	ICAEW Board approval	ICAEW Nominating Committee	ICAEW Council approval
3	Regulatory Board Nomination Committee  <b>New – Appendix 3</b>	The Terms of Reference for a new Committee, the <i>Regulatory Board Nomination Committee</i> , will be drafted to ensure this new committee is responsible under the powers delegated to it by the IRB for dealing with all matters relating to the appointment, appraisals and remuneration of the chairs and members of the IRB and PSD Committees.  <b>[See IGR 8 – paragraph 7(a - c) of Appendix A]</b>	23 April 2020	<i>No approval required</i>	28 April 2020 <b>Meeting for feedback and comments. Final approval will be sought on 7 July 2020</b>	3 June 2020
4	Panel to appoint Chair of Regulatory Board Nomination Committee Terms of Reference  <b>New - Appendix 4</b>	The Terms of Reference for a new Panel, the <i>Panel to Appoint the Chair of the Regulatory Board Nomination Committee</i> will be drafted to ensure this Panel has delegated authority from the IRB to make a recommendation to the Chair of the IRB and President of ICAEW for the appointment of the Chair of the Regulatory Board Nomination Committee.  <b>[See IGR 8 – paragraph 7(d) of Appendix A]</b>	23 April 2020	<i>No approval required</i>	28 April 2020 <b>Meeting for feedback and comments. Final approval will be sought on 7 July 2020</b>	3 June 2020
5	Professional Standards Appointments Committee  <b>Amended as per Appendix 5</b>	The Terms of Reference for the <i>Professional Standards Appointments Committee</i> (PROSAC) will be amended so that it reports to the Regulatory Board Nomination Committee and not the ICAEW Nominating Committee. It will however continue to be responsible for appointing members of all the regulatory and disciplinary committees  <b>[IGR 8 – paragraph 7(e) of Appendix A]</b>	23 April 2020	<i>No approval required</i>	28 April 2020 <b>Meeting for feedback and comments. Final approval will be sought on 7 July 2020</b>	3 June 2020

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6	ICAEW Nominating Committee  <b>Amended - Appendix 6</b>	The Terms of Reference of the ICAEW Nominating Committee will be amended to reflect the fact that it will no longer be involved in the processes for appointing members of the IRB and the PSD Executive Director.  <b>[See IGR 8 – paragraph 7(f) of Appendix A and the Senior Staff Appointments Committee Terms of Reference in section 8 below]</b>	<i>No approval required</i>	<i>No approval required</i>	28 April 2020 <b>Meeting for feedback and comments. Final approval will be sought on 7 July 2020</b>	3 June 2020
7	ICAEW Board Terms of Reference  <b>Amended - Appendix 7</b>	The ICAEW Board Terms of Reference will be amended to reflect the fact that the PSD Executive Director has resigned from the ICAEW Board.  <b>[See IGR 5 – paragraph 21 of Appendix A]</b>	<i>No approval required</i>	19 May 2020	<i>No approval required</i>	3 June 2020
8	Senior Staff Appointments Committee Terms of Reference  <b>Amended - Appendix 8</b>	The Terms of Reference of the Senior Staff Appointments Committee will be amended to provide for IRB involvement / right of veto over future appointments of the Executive Director Professional Standards  <b>[See IGR 4 – paragraph 11(a) of Appendix A]</b>	23 April 2020	<i>No approval required</i>	28 April 2020 <b>Meeting for feedback and comments. Final approval will be sought on 7 July 2020</b>	3 June 2020
9	ICAEW Council Terms of Reference	The ICAEW Council Terms of Reference will be amended to reflect the fact that the ICAEW Nominating Committee will no longer be involved in the process for appointment members of the IRB and quasi-judicial appointments.	<i>No approval required</i>	<i>No approval required</i>	<i>No approval required</i>	3 June 2020

	<b>Amended - Appendix 9</b>	<b>[See IGR 8 – paragraphs 7(f) of Appendix A]</b>				
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<b>10</b>	ICAEW Liaison Group Terms of Reference  <b>Amended - Appendix 10</b>	The ICAEW Liaison Group Terms of Reference will be amended to replace the Chair of the Investigation Committee with the Alternate Chair of the IRB as a member of this Committee.	23 April 2020	19 May 2020	<i>No approval required</i>	<i>To notify – no approval required</i>
<b>11</b>	Assurance Protocol  <b>New document – Appendix 11</b>	A protocol will be drafted and agreed by PSD, the IRB, ICAEW Board and Council in order to formalise compliance arrangements to provide that assurance can be provided that regulatory independence is being achieved and the IGRs are being complied with.  <b>[See IGR 3 – paragraph 19 of Appendix A]</b>	23 April 2020	19 May 2020	<i>No approval required</i>	<i>To notify – no approval required</i>
<b>12</b>	A Shared Services Committee Terms of Reference  <b>New document – Appendix 12</b>	The Terms of Reference of a new Shared Services Committee will be drafted. This committee will include representatives of representative and regulatory functions to consider the value for money to the regulatory functions of any new shared services or update to an existing shared service as against cost of paying for such function out of regulatory fee income.  It will also give assurance to both the ICAEW Board and the IRB that shared services arrangements: <ul style="list-style-type: none"> <li>• Do not undermine, and could not reasonably be seen to undermine, the separation of regulatory and representative functions;</li> <li>• Are effective and appropriate for the Regulatory Body to discharge its regulatory functions; and</li> <li>• Are necessary to be efficient and reasonably cost-effective.</li> </ul>	23 April 2020	19 May 2020	<i>No approval required</i>	<i>To notify – no approval required</i>

		<p>Furthermore, that shared services are provided to the RB on a basis no less favourable than to the AR.</p> <p><b>[!See GR 11 – paragraph 24 of Appendix A]</b></p>				
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<b>13</b>	Governance Handbook Chapters 1 and 2					<i>To notify – no approval required</i>