DRAFT AGENDA

16th MEETING OF THE STEERING GROUP ON CORPORATE GOVERNANCE

19-20 November 2008, 9h30
OECD Conference Centre
2, rue André-Pascal, Paris 75016

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16th Meeting of the Steering Group on Corporate Governance

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The morning session (09h30-13h00) will be devoted to an accession review and held jointly with the Working Group on Privatisation and Corporate Governance of State-Owned Assets. Please see separate agenda DAF/CA/CG/ACS/A(2008)1.

1. Opening of the Meeting

2. Designation of the Chair and Bureau

   According to the new rules of the OECD, bodies of the Organisation are requested at the last meeting of each year to designate the Chair and Bureau for the subsequent calendar year. Accordingly, the Steering Group is invited to designate its Chair and Bureau for 2009.

3. Adoption of the Agenda

   Delegates are invited to approve the draft agenda.

4. Adoption of the Draft Summary Record of the 15th Meeting of the Steering Group

   Delegates are invited to approve the draft summary record.

5. Consultation with BIAC and TUAC

   The OECD advisory bodies BIAC and TUAC are invited to discuss the Steering Group’s current work and raise related issues with the members of the Steering Group.

6. The Role of Stock Exchanges in Corporate Governance

   This item is intended to help scope and advance the Steering Group’s future work on the role of stock exchanges in corporate governance. Based on a background paper prepared by the Secretariat, the Steering Group will have an opportunity to exchange information with representatives from the World Federation of Exchanges.
7. High Level Meeting on Modern Capital Markets and Corporate Governance

The Chair will report to the Steering Group on the high level meeting convened by the Chair and the OECD Secretary-General on the 23rd September 2008.

8. Commentary on Activist Hedge Funds and Private Equity Firms in Corporate Governance

The Steering Group is invited to review and de-restrict a commentary to the OECD Principles based on the Steering Group’s fast track report on the role of activist hedge funds and private equity firms in corporate governance. The commentary has been developed in response to the Steering Group’s request for public communication that will facilitate the use and implementation of the OECD Principles and the associated Assessment Methodology.

9. Co-operation Between Investors or Acting in Concert?

The Group is invited to review an extended revision of DAF/CA/CG(2008)3 that was discussed at its meeting in April 2008. The Steering Group is invited to de-restrict the document and agree on its use and dissemination.

10. Corporate Governance Lessons from the Financial Crisis

The Steering Group is invited to review and de-restrict a report on the main corporate governance lessons from the financial crisis. The Group is invited to decide on possible follow-up work.

11. Action Plan to Improve Corporate Governance

In light of the Secretary-General’s call for a new OECD drive to improve corporate governance, the Steering Group is invited to consider the main elements of an action plan. This will include setting priorities for future fast track reports, a strategy for communication and the format for co-operation with business, stakeholders and international organisations.
12. **Regulatory Impact Assessments in Corporate Governance**

   Based on the draft programme of work for 2009-2010 and two country presentations of national experiences with regulatory impact assessment in the area of corporate governance, the Steering Group is invited to discuss the direction of this work in 2009-2010 in more detail.

13. **In-depth Evaluation of the Steering Group**

   In July 2008, the Chair and the Bureau met with the OECD Evaluation Committee to launch the in-depth evaluation of the Steering Group’s work. The Chair will report from the meeting and the Secretariat will inform about subsequent developments.

14. **Work with Non-member Countries**

   **a) Related Party Transactions in Asia**

   The Asian Roundtable has established a task force to develop a report on combating abusive related party transactions. Based on the agenda of their next meeting, the Steering Group is invited to provide guidance on the substance and direction of this work, including national experiences.

   **b) Forum on Asian Insolvency Reform (FAIR)**

   The Group will be briefed on achievements to date and invited to provide input to the proposed future directions of the work of the Forum for Asian Insolvency Reform (FAIR).

15. **Other Business**

   The Secretariat will report on the ongoing cooperation with the IOSCO Corporate Governance Taskforce, which is preparing a report on protection of minority shareholders.

16. **Dates for the Next Steering Group Meeting**

   The next meeting of the Steering Group is scheduled for 21-23 April 2009.