



Frequency of Director's Board meetings held for Regulated Firms

Introduction

The purpose behind this newsletter is to provide guidance in relation to how often regulated firms' Directors' Board Meetings should take place.

Additionally, it clarifies what the FSC considers best practice regarding the number of these meetings held outside of Gibraltar given the absence of legislative regulation.

Best Practice standards

The following guidelines have been drafted:

- Board meetings are to be held and recorded at least quarterly or more frequently whenever any key strategic decision is required or if there is any matter requiring Board approval.
- The meeting should be recorded by way of a Minute or Resolution in Writing accurately reflecting the meeting or decision held.
- Where it is not possible to hold all board meetings in Gibraltar, the FSC would expect at least 3 of 4 (or 75%) to be held in Gibraltar.
- Physical Attendance – The minimum quorum should be in physical attendance, but others may attend by telephone or video conference if there are unavoidable circumstances.

Overview

The objective of these requirements is for the FSC to have a universal benchmark stating what is, in the FSC's opinion, to be "best practice".

Should any regulated firm not meet these standards, they should adequately document their consideration and rationale for this. This will then be assessed on an individual basis by the FSC as part of our Corporate Governance review of the regulated firm during an onsite Risk Assessment.

Any additional staff or management meetings held by the regulated firm will also be taken into consideration when assessing all licenced companies.



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