

## SEC Proxy Disclosure Rules

### New SEC Proxy Disclosure Rules: What Do They Mean For Internal Auditing?

In the event you missed it, the U.S. Securities and Exchange Commission (SEC) announced the adoption of [new rules on enhanced proxy disclosures](#) (PDF) December 16, 2009. The new rules will likely have far-reaching impacts on risk management and corporate governance in the U.S. They require disclosures in publicly traded companies' proxy and information statements about:

- The relationship of a company's compensation policies and practices to risk management.
- The background and qualifications of directors and nominees.
- Legal actions involving a company's executive officers, directors, and nominees.
- The consideration of diversity in the process by which candidates for director are considered for nomination.
- Board leadership structure and the board's role in risk oversight.
- Stock and option awards to company executives and directors.
- Potential conflicts of interests of compensation consultants.

Learn More, go to the Richard Chambers website for the complete article:

[New SEC Proxy Disclosure Rules: What Do They Mean For Internal Auditing? By Richard Chambers, Jan 26, 2010](#)