

Ibero-American Cooperation Project Framework (IberAm Project)

Operating Procedures - Executive Committee

October 2, 2012

Objective

1. As stated in the Ibero-American Cooperation Project Memorandum of Understanding (MoU), the purpose of the Executive Committee is to have decision making authority and to work without any national bias to accomplish the overall objective of the IberAm Project which is to achieve, on a timely basis, a single, faithful, high quality, up-to-date Spanish language translation of agreed-upon IFAC publications, widely accessible to interested parties.

Composition

2. The Executive Committee will consist of the Presidents of Instituto de Censores Jurados de Cuentas de España (ICJCE), Instituto Mexicano de Contadores Públicos (IMCP) and Federación Argentina de Consejos Profesionales en Ciencias Económicas (FACPCE), and his/her appointed operative representative. An appointed representative of the IFAC regional body, the Interamerican Accounting Association (IAA), may also participate as an observer. The Executive Committee will elect any officials as deemed necessary, including a Secretary, and inform IFAC of any such decision.

Voting

3. Each member body on the Executive Committee will have one vote (three votes in total). Each President may grant his/her operative representative proxy to vote on his/her behalf. The representative of IAA participates in a non-voting capacity. Decisions of the Executive Committee should be unanimous. In the event of any disagreement, the Executive Committee should use best efforts to reach a mutually agreeable solution, in consultation with relevant IFAC staff as necessary.

Scope of Activities

4. The activities of the Executive Committee include the following, and other activities may be performed by them based on mutual agreement by all parties, and in consultation with IFAC, from time to time:

- a. Appointment of the Chairman, the Secretary and voting and non-voting members of the Review Committee in accordance with the procedures set forth in the document entitled "Operating Procedures – Review Committee".
- b. Reviewing the Work Plan received from IFAC and within approximately one month, but not more than two months, allocating responsibility for translation and review following the general procedures as stated below.
- c. Deciding on the timing and manner of translation, review, publication and distribution in such a way as to achieve efficiency in these tasks and provide timely access to publications by stakeholders.



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- d. In consultation with IFAC, agreeing on translation for each relevant publication, and furthermore acting individually or collectively as a designated translating body in the context of the IberAm Project.
- e. Taking into account, to the extent possible, any relevant legislation and its consequences for translations to be performed, for example any terminology requirements particular to the countries of the three members of the Executive Committee.
- f. Considering requests from other members of IFAC to reproduce and distribute Spanish language translations of standards and other copyrighted materials issued by IFAC and agreeing, on a timely basis and in consultation with IFAC, a mutually acceptable response which should be in the spirit of IFAC's mission, supporting the adoption and implementation of the International Standards, and involving the relevant IFAC member body without detriment to the role of the member body in its respective country.

Meetings

- 5. The Secretary of the Executive Committee will prepare the calendar of meetings for the year. Meetings will be held, to the extent possible, by conference call taking into account time differences between the members of the Executive Committee. The Secretary will prepare minutes of the meeting to be approved during the next meeting of the Executive Committee.

Procedures

- 6. Translation: *In order to achieve a high quality and efficient translation, the following procedures are established:*
 - a. The Institute proposing the translator will submit a budget and calendar for the translation which should be agreed by the Executive Committee.
 - b. Payments to the translators will be made by the Institute proposing the translator.
 - c. Costs of translation will be distributed among the three Institutes as determined by the three voting members of the Executive Committee. Due amounts, if any, should be reimbursed to the Institute responsible for payment to the translator before the final translation is issued.
 - d. An appropriate translation agreement between IFAC and the relevant member bodies represented on the Executive Committee, acting individually or collectively as a designated translating body as appropriate in the context of the IberAm Project, shall be executed in each case to ensure proper assignment of intellectual property rights as described in the relevant IFAC policy statement.



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Publication and distribution

7. In order to provide accessible translations for the purpose of facilitating adoption and implementation of the International Standards, the following procedures are established:

- a. All documents will be prepared in Microsoft Word format and sent to each of the members of the Executive Committee and to IFAC.
- b. Publication and distribution rights will be agreed individually between IFAC and each member of the Executive Committee with the following limitations:

- (i) Since the translations of the 2009 IAASB Handbook and the Code of Ethics for Professional Accountants have already been performed and most of the costs have been borne by the ICJCE, IMCP and FACPCE agree to continue to assist ICJCE in recovering the cost of the translation of the 2009 IAASB Handbook as stated in the translation and publication agreements of February 19, 2010 (IFAC, ICJCE, ICAC and FACPCE) and September 8, 2011 (IFAC and IMCP).

- (ii) For the calculation of the amounts due and/or pending to recover, FACPCE, IMCP and ICJCE will make available at the first meeting of the Executive Committee, the statement of sales as well as the statement of royalties paid to IFAC and any royalties that are due. In the case of the latter, it is understood that payments will be made net of any applicable income tax withholding.




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Operating Procedures - Executive Committee

October 2, 2012

These operating procedures of the Executive Committee are mutually acceptable to all parties:

Signed on behalf of the Instituto de Censores
Jurados de Cuentas de España:



Rafael Cámara

President

Signed on behalf of IFAC:



Ian Ball

Chief Executive Officer


Signed on behalf of the Instituto Mexicano de
Contadores Públicos:



José Luis Doñez

President

Signed on behalf of Federación Argentina de
Consejos Profesionales en Ciencias
Económicas:



Ramón Vicente Nicastro

President

Signed as witness on behalf of the
Interamerican Accounting Association:



Juan A. Flores Galarza

Secretary for International Affairs

Ibero-American Cooperation Project Framework (IberAm Project)

Operating Procedures - Review Committee

October 2, 2012

Objective

1. As stated in the Ibero-American Cooperation Project Memorandum of Understanding (MoU), the purpose of the Review Committee is to organize and carry out the review of translations performed by the translators. The Review Committee will work without any national bias to achieve high quality, consistent Spanish language translations of IFAC's copyrighted publications.

Composition

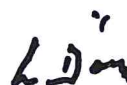
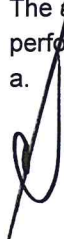
2. The Review Committee shall be comprised by the Chairman, five voting members appointed by the Executive Committee, and five representatives without voting rights from any Spanish speaking IFAC member body wishing to participate (the "Institutional Representatives"). The Secretary will be non-voting and will be appointed by the agreement of the two Executive Committee members not representing the country of the Chairman of the Review Committee.
3. The Chairman, voting and non-voting members of the Review Committee will be appointed by the Executive Committee of the IberAm Project for a period of one year and may be reappointed for two further periods of one year each, not exceeding in the aggregate three years.
4. The five voting members of the Review Committee will be appointed by the Executive Committee among the candidates nominated by each of the members of the Executive Committee. To appoint the voting members of the Review Committee, the Executive Committee will consider the experience with and expertise of the candidates in regard to the International Standards and translations thereof. None of the IFAC member bodies represented in the Executive Committee will have more than two members in the Review Committee.
5. All Spanish-speaking IFAC member bodies will be invited to nominate an Institutional Representative to the Review Committee. From all nominations received, the Executive Committee will appoint the five Institutional Representatives as non-voting members of the Review Committee.

Voting

6. Each voting member of the Review Committee will have one vote, including the Chairman. In the interest of achieving timely translations, the Chairman of the Review Committee, with consent of the Executive Committee, may choose to finalize a review without having received comments from all the voting Review Committee members. Institutional members may attend Review Committee meetings and participate in the discussions, but will not have voting rights if there is a dispute on a translation issue.

Scope of Activities

7. The activities of the Review Committee include the following, and other activities may be performed by them as designated by the Executive Committee from time to time:
 - a. Organizing and carrying out the review of Spanish language translations performed by the translators, as directed by the Executive Committee of the IberAm Project.



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- b. Keeping the Executive Committee and IFAC informed of its activities on a timely basis.

Meetings

8. The Chairman will prepare the calendar of meetings for the year. Meetings could be held by conference call taking into account time differences between the members of the Review Committee. The Secretary of the Review Committee will prepare the minutes of the meeting to be approved during the next meeting of the Review Committee.

Procedures

9. In the interest of achieving a single and sustainable Spanish language translation of IFAC publications, the existing translated Glossary of Terms and Table of Equivalencies (ToE) will be used to prepare all the translations. Furthermore, the Review Committee will work to reduce or eliminate the existing ToE over the medium term.
10. The Chairman is the link with the translators which are appointed by the respective institute as determined by Executive Committee. The Chairman receives and sends the comments on the translations, assisted by the Secretary of the Review Committee. The Chairman has the obligation of copying all communications to the members of the Executive Committee.
11. The translation received from translators will be distributed for comments among all the members (voting and non-voting) of the Review Committee with a deadline for comments. These comments should be sent to the Chairman and the Secretary of the Review Committee by email on a timely basis. The Chairman may decide not to consider comments received after the indicated deadline.
12. All comments received within the deadline will be analyzed by the Chairman who, assisted by the Secretary, will prepare a second draft of the document and, if necessary, a list of terms for further discussion.
13. All projects will end with a closing meeting where all issues under discussion, or not previously agreed, will be submitted to a vote.
14. The final document will be sent to the Executive Committee for its final approval and then sent to IFAC without delay.

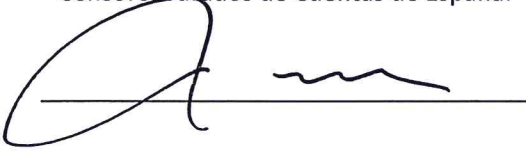
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Operating Procedures - Review Committee

October 2, 2012

These operating procedures of the Review Committee are mutually acceptable to all parties:

Signed on behalf of the Instituto de
Censores Jurados de Cuentas de España:



Rafael Cámara

President

Signed on behalf of IFAC:



Ian Ball

Chief Executive Officer

Signed on behalf of the Instituto
Mexicano de Contadores Públicos:



José Luis Doñez

President

Signed on behalf of Federación Argentina
de Consejos Profesionales en Ciencias
Económicas:



Ramon Vicente Nicastro

President

Signed as witness on behalf of the
Interamerican Accounting Association:



Juan A. Flores Galarza

Secretary for International Affairs

Memorandum of Understanding (MoU)

For a Cooperation Project to Establish an Ibero-American Framework to Achieve Sustainable Spanish Language Translations of IFAC Publications

Date: October 2, 2012

Reference Number: IBERAM-T-MOU--OA-2012

Background

1. This MoU sets out the understanding between the International Federation of Accountants (IFAC) and its member bodies Instituto de Censores Jurados de Cuentas de España (ICJCE), Instituto Mexicano de Contadores Públicos (IMCP) and Federación Argentina de Consejos Profesionales en Ciencias Económicas (FACPCE) for a cooperation project to perform and review Spanish language translations of IFAC's copyrighted publications, including the International Standards issued by the independent standard setting boards supported by IFAC for which IFAC owns the copyright in the English language versions and all translations thereof.
2. The background for this MoU includes discussions held between the parties at meetings in New York, USA on November 2, 2011 and in Berlin, Germany on November 18, 2011.

Objective

3. The parties confirm their willingness to work together in the public interest and agree to establish an Ibero-American cooperation project framework as described herein (hereafter referred to as the "IberAm Project"), with the objective of achieving, on a timely basis, a single, high quality, up-to-date Spanish language translation of agreed-upon IFAC publications, widely accessible to interested parties.
4. This MoU is based on the goodwill of the parties and their intention to cooperate on a non-commercial basis and contribute, as appropriate, resources to achieve the overall objective of the IberAm Project, recognizing the contributions each party is best positioned to make, and taking into consideration that this MoU is intended to be an agreement among equal parties. The parties should use their best endeavors to resolve by mutual agreement any disputes between them or any other difficulties which may arise from time to time relating to this MoU.

Principles

Some relevant and high level principles have been identified to assist in focusing the overall objective of the project as well as the practical application of the working procedures. These are:

- (a) **Public Interest** – achievement, through an appropriate due process, of a complete, faithful, single, high quality, timely Spanish language translation of international standards and other agreed-upon IFAC publications that is widely accessible to interested parties in order to facilitate the adoption and implementation of those standards and benefit many groups of stakeholders.



MoU – IberAm Cooperation Project

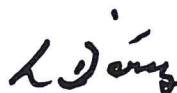
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- (b) **Cooperation** – the willingness of the various parties to work together without national bias to achieve the above-mentioned translations and to reasonably share the costs and benefits associated with those translations.
- (c) **Sustainability** – leveraging processes and technology to achieve an effective translation infrastructure as well as cost efficient maintenance and update of the translations, using consistent, widely acceptable and agreed-upon terminology.

Structure

- 6. Within the IberAm Project, it is agreed to establish the following two groups, each of which will work according to individually relevant operating procedures, as amended from time to time:
 - a. Executive Committee – responsible for overall coordination and decision making and acting individually or collectively as a designated translating body as appropriate in the context of this agreement. The Executive Committee will consist of the Presidents of ICJCE, IMCP and FACPCE, and his/her appointed operative representative, as well as a non-voting observer from the IFAC regional body, the Interamerican Accounting Association (IAA). IFAC may participate, as appropriate, in a non-voting capacity. The Executive Committee will elect any officials as deemed necessary, and inform IFAC of any such decision. Each member body on the Executive Committee will have one vote (three votes in total). Each President may grant his/her operative representative proxy to vote on his/her behalf. The representative of IAA participates in a non-voting capacity. Decisions of the Executive Committee should be unanimous. In the event of any disagreement, the Executive Committee should use best efforts to reach a mutually agreeable solution, in consultation with relevant IFAC staff as necessary. Operation of the Executive Committee will be in accordance with the procedures set forth in the attached document entitled “Operating Procedures – Executive Committee”. The Executive Committee will elect any officials as deemed necessary, including a Secretary, who should be one of the operative representatives described above, and inform IFAC of any such decision. The operative representatives described above may be appointed for a period of at least one year. Such appointment should take into account the governance structure of his/her respective institute.
 - b. Review Committee – responsible for organizing and carrying out the review of translations performed, as deemed appropriate in each case. The Chairman, Secretary and members of the Review Committee will be appointed by the Executive Committee in accordance with the procedures set-forth in the attached document entitled “Operating Procedures - Review Committee”.



MoU – IberAm Cooperation Project

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Annual Work Plan

7. At the beginning of each year, IFAC will prepare an overview of planned publications for the year, (the Work Plan). This Work Plan will set out the working title, planned publication date and estimated volume of such publications, split into the following categories:
 - a. Standards
 - b. Non-Standards (for example: implementation guides, staff questions and answers, practice alerts, basis of conclusions, consultation papers, good practice guidance, toolkits, etc.)
 - c. Exposure Drafts of Proposed Standards
8. Subsequent to preparation of the Work Plan, the Executive Committee will on a timely basis allocate responsibility for translation and review of IFAC copyrighted publications. The translation and review should be performed on a timely basis taking into account the need for the translated publication and any relevant effective dates.

Premises and Policies

9. In the interest of achieving a single and sustainable Spanish language translation of publications, the Executive Committee agrees to accept the existing translated Glossary of Terms and Table of Equivalencies (ToE), and furthermore agrees to work to reduce the existing ToE over the medium term.
10. It is agreed that translations shall be performed in accordance with the relevant IFAC policy statement: *Policy for Reproducing, or Translating and Reproducing, Publications Issued by the International Federation of Accountants (December 2008)* or *Policy for Translating and Reproducing Standards Issued by the International Federation of Accountants (December 2008)* as amended from time to time (the "Policy Statement").

Intellectual Property and Financial Considerations

11. The Executive Committee will, agree on allocating translation and review responsibilities and costs for each relevant publication. In no case should the responsibilities and costs be unlimited for any of the members of the Executive Committee or subsidiary among them. An appropriate translation agreement between IFAC and the relevant member bodies represented on the Executive Committee, acting individually or collectively as the designated translating body as appropriate in the context of this agreement, shall be executed in each case to ensure proper assignment of intellectual property rights as described in the relevant IFAC policy statement.



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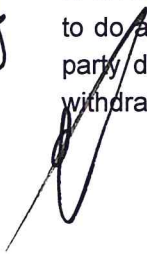
12. Use of translation memory software, compatible with that used by IFAC, is strongly encouraged to ensure consistency in use of terminology and efficiency in translation. To that end, the organizations that are represented in the Executive Committee agree that Trados translation memory software will be acquired by each of them. As part of the agreement between IFAC and the relevant member body represented in the Executive Committee that will perform the translation, and in accordance with normal practice, IFAC will share with that member body any available translation memory for Spanish language translations to which IFAC holds the copyright. It will be the responsibility of each of the member bodies represented in the Executive Committee to update the translation memory upon the conclusion of each translation and to provide the updated translation memory to IFAC.

Publication and Distribution Rights

13. Appropriate publication and distribution agreements will be entered into by IFAC with each of the member bodies represented in the Executive Committee giving due consideration to the needs of the territory they represent.
14. Requests to reproduce and distribute Spanish translations of IFAC's copyrighted material, received from interested parties, other than governmental agencies responsible by law for enacting standards published and copyrighted by IFAC, which are not signatories to this agreement and not members of IFAC, will be communicated to the relevant IFAC member body which, in consultation with IFAC, will without undue delay, agree on a mutually acceptable response. Such response should be in the spirit of IFAC's mission, supporting the adoption and implementation of the International Standards, and involving the relevant IFAC member body without detriment to the role of the member body in its respective country.

Evaluation and Term

15. The Executive Committee, together with IFAC, will evaluate the IberAm Project, including IFAC resources required to support the arrangement, at a minimum within one year of its inception and thereafter on an annual basis. Members of the Executive Committee may at their discretion evaluate the IberAm Project arrangement every six months with a view to its continuance.
16. This MoU will come into effect upon the date of signature by the last party to sign, and will continue until it is terminated by three months advance written notice to the other parties. Where the involvement of a party is terminated because that party withdraws from the MoU, the remaining parties will determine whether or not the MoU can proceed without that party in whole or on a reduced scale. Where the remaining parties elect to proceed, the remaining parties agree to do all things necessary to amend the MoU to reflect the new arrangements. Withdrawal of a party does not terminate any outstanding responsibilities or costs at the date of the notice of withdrawal and will remain until such responsibilities have concluded or the costs have been paid.



MoU – IberAm Cooperation Project

Date: October 2, 2012

Reference Number: IBERAM-T-MOU--OA-2012

The terms of this MoU are mutually acceptable to all parties:

Signed on behalf of the Instituto de Censores
Jurados de Cuentas de España:



Rafael Cámara

President

Signed on behalf of IFAC:



Ian Ball

Chief Executive Officer

Signed on behalf of the Instituto Mexicano de
Contadores Públicos:



José Luis Doñez

President

Signed on behalf of Federación Argentina de
Consejos Profesionales en Ciencias
Económicas:



Ramón Vicente Nicastro

President

Signed as witness on behalf of the
Interamerican Accounting Association:



Juan A. Flores Galarza

Secretary for International Affairs