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Trádála agus Fostaíochta
Department of Enterprise,
Trade and Employment

Public Consultation on the Corporate Sustainability Reporting Directive

Member State Options in the transposition of Directive (EU) 2022/2464 of the European Parliament and of the Council of 14 December 2022 amending Regulation (EU) No 537/2014, Directive 2004/109/EC, Directive 2006/43/EC and Directive 2013/34/EU, as regards corporate sustainability reporting



Submission made by ICOS

(Irish Co-operative Organisation Society Limited)

9th March 2023

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The Department of Enterprise, Trade and Employment is seeking the views of stakeholders on the transposition of the Corporate Sustainability Reporting Directive¹ into Irish law.

Views from stakeholders and interested parties are requested no later than 5pm on Thursday, **9th March 2023**. Submissions should be marked Corporate Sustainability Reporting Directive and should be emailed to CSR@enterprise.gov.ie. Further queries can also be made to that email address.

The responses to the consultation will help inform the work to be undertaken by the Department on the transposition of the directive.

1. Background

The Corporate Sustainability Reporting Directive (CSRD) arises from the European Green Deal's climate change action objectives, to further enhance the disclosure by companies on climate and environmental data. The proposal for a directive was published in April 2021 and following negotiations by the European Council and the European Parliament, the agreed directive was published in the EU's official journal on the 16th of December 2022.

It expands the scope of the existing rules for non-financial reporting by very large companies and public-interest entities² to large companies, large public-interest entities, and listed SMEs (excluding micros) on a main EU stock market. It introduces mandatory reporting standards developed by EFRAG (European Financial Reporting Advisory Group) which will be adopted by the EU Commission by way of a delegated procedure. The first standards shall be adopted at the latest by June 2023.

Companies in scope will be required to report annually in their management/directors' report on environmental, social and governance (ESG) and human rights matters according to the EU mandatory standards to be known as the European Sustainability Reporting Standards³. Sustainability information

¹ [EUR-Lex - 32022L2464 - EN - EUR-Lex \(europa.eu\)](#)

² Banks, Insurance undertakings, companies listed on a main market in the EU

³ [First Set of draft ESRS - EFRAG](#)

will be subject to a limited assurance (audit) until the adoption of reasonable assurance standards by the Commission.

Ireland and other Member States now have 18 months to transpose the Directive i.e., July 2024⁴, with a view to mandatory requirements commencing for financial years on or after:

- 1st January 2024 for companies and public interest entities in scope of the existing rules (greater than 500 employees)⁵;
- 1st January 2025 for other large companies and public interest entities (greater than 250 employees); and
- 1st January 2026 for listed SMEs, with an 'opt out' possible until 2028.
- 1 January 2028 for subsidiary undertakings and branches of non-EU companies

2. Member State Options

The Department requests the views of interested parties with regard to the Member State options set out in Appendix I. It is not consulting on the balance of the Directive, which has direct effect/mandatory applicability and Member States have no discretion in this regard. However, your comments and questions on all aspects of the Directive are also requested to inform the Department's work on the transposition and future policy developments in the area.

3. Consultation Responses

Stakeholder views are welcomed from all interested parties, including companies in scope, non-governmental organisations, the research community and beyond. We ask that respondents structure their responses according to the Member State Options outlined, responding to one or more of them as appropriate. Respondents are also encouraged to provide any other views they may have on the transposition process or directive in general.

4. Information on Consultation Process

Freedom of Information Act 2014 and Publication of Submissions

The Department will make public on its website all submissions received under this consultation. Your attention is also drawn to the fact that information provided to the Department may be disclosed in response to a request under the *Freedom of Information Act 2014*. Therefore, should you consider that any information you provide is commercially sensitive, please identify same, and specify the reason for its sensitivity. The Department will consult with you regarding information identified by you as sensitive before publishing or otherwise disclosing it.

⁴ Measures implementing Article 3 and 4 of the directive must be in place by 1 January 2024

⁵ Only undertakings already reporting under NFRD. Under Ireland's rules these are 'ineligible entities' in the Companies Act 2014 - [S.I. No. 360/2017 - European Union \(Disclosure of Non-Financial and Diversity Information by certain large undertakings and groups\) Regulations 2017. \(irishstatutebook.ie\)](#).

5. General Data Protection Regulation

Respondents should note that the General Data Protection Regulation ('GDPR') entered into force in Ireland on 25th May 2018 and it is intended to give individuals more control over their personal data. The key principles under the Regulation are as follows:

- Lawfulness, fairness and transparency;
- Purpose limitation;
- Data minimisation;
- Accuracy;
- Storage limitation;
- Integrity and confidentiality;
- Accountability.

The Department of Enterprise, Trade and Employment is subject to the provisions of the Regulation in relation to personal data collected by it from 25 May 2018. Any personal information which you volunteer to this Department, will be treated with the highest standards of security and confidentiality, strictly in accordance with the Data Protection Acts 1988 to 2018.

Appendix I

Consultation by the Department of Enterprise, Trade and Employment on Member State Options under the Directive (EU) 2022/2464 of the European Parliament and of the Council of 14 December 2022 amending Regulation (EU) 537/2014, Directive 2004/109/EC, Directive 2006/43/EC and Directive 2013/34/EU, as regards corporate sustainability Reporting

Member State Option	Background Information	Do you consider that Ireland should exercise this option? Please provide reasons for your answer.
Article 1 – Amendments to Directive 2013/34/EU the Accounting Directive		
Article 1 Scope (Amended)		
New point 3 last subparagraph (New)		
<p>Member States <u>may</u> choose not to apply the coordination measures referred to in the first subparagraph of this paragraph to the undertakings listed in points (2) to (23) of Article 2(5) of Directive 2013/36/EU of the European Parliament and of the Council.</p>	<p>The new requirements for sustainability reporting under the directive apply to large companies and large public-interest entities and listed SMEs.</p> <p>This option allows Member States to exclude certain undertakings on a case-by-case basis. The list of undertakings relevant to Ireland’s transposition in Article 2⁶ are central banks; post office institutions; the Strategic Banking Corporation of Ireland, credit unions and friendly societies.</p>	<p>Our interpretation of Directive 2013/16 is that Ireland has competence to disapply the co-ordination measures in respect of credit unions and friendly societies. ICOS would submit that industrial and provident societies (being the corporate form adopted by agri-food co-operatives in Ireland) should be considered for such an exemption (or partial exemption) were it to be permissible under EU law. The rationale we would put forward to support that position includes the long-term service delivery orientation of co-operatives and the social and local economy benefits these co-ops provide. For more on this rationale please see our answer to the final question of this consultation in paragraph entitled “Co-operative difference”.</p>

⁶ [EUR-Lex - 02013L0036-20220101 - EN - EUR-Lex \(europa.eu\)](https://eur-lex.europa.eu/eli/reg/2022/2464/oj)

Member State Option	Background Information	Do you consider that Ireland should exercise this option? Please provide reasons for your answer.
Article 19a – Sustainability Reporting (New) Point 3 last subparagraph (New)		
<p>Member States <u>may</u> allow information relating to impending developments or matters in the course of negotiation to be omitted in exceptional cases where, in the duly justified opinion of the members of the administrative, management and supervisory bodies, acting within the competences assigned to them by national law and having collective responsibility for that opinion, the disclosure of such information would be seriously prejudicial to the commercial position of the undertaking, provided that such omission does not prevent a fair and balanced understanding of the undertaking’s development, performance and position, and the impact of its activity.</p>	<p>The new Article 19a on Sustainability Reporting replaces the existing Article 19a. Article 19a sets out substantially enhanced requirements for sustainability reporting by undertakings in scope of the Directive. The information to be reported should be clearly identifiable within the undertaking’s management report (ie the directors’ report). This option allows Member States to permit undertakings to exclude commercially sensitive information from the sustainability reporting under certain circumstances.</p>	<p>We would support legislation to permit undertakings to leave out of their sustainability reports information that would be seriously prejudicial to the commercial position of the undertaking.</p>

Member State Option	Background Information	Do you consider that Ireland should exercise this option? Please provide reasons for your answer.
Point 9 subparagraph three (New)		
<p>The Member State by whose national law the exempted subsidiary undertaking is governed <u>may</u> require that the consolidated management report or, where applicable, the consolidated sustainability report, of the parent undertaking is published in a language that that Member State accepts, and that any necessary translation into such language is provided. Any translation that has not been certified shall include a statement to that effect.</p>	<p>Point 9 sets out exemptions from sustainability reporting for subsidiary undertakings where a parent in the EU includes information on the subsidiary in the consolidated management report drawn up under Article 29 and 29a or, if the parent is in a third country equivalent consolidated sustainability report. Member States have the option to require that the consolidated management/sustainability report is published in an accepted language.</p>	<p>We support the exemption for subsidiary undertakings and the logic of having that entity’s sustainability reporting consolidated into the report of its parent undertaking. We see sense in the translation requirement, however we would submit that any translation (i.e.to an appropriate language) certification requirements should be clear and easily accessible to aid efficient and cost effective compliance.</p>

Member State Option	Background Information	Do you consider that Ireland should exercise this option? Please provide reasons for your answer.
Article 29a. – Consolidated Sustainability Reporting (New) Point 3 last subparagraph (New)		
<p>Member States <u>may</u> allow information relating to impending developments or matters in the course of negotiation to be omitted in exceptional cases where, in the duly justified opinion of the members of the administrative, management and supervisory bodies, acting within the competences assigned to them by national law and having collective responsibility for that opinion, the disclosure of such information would be seriously prejudicial to the commercial position of the group, provided that such omission does not prevent a fair and balanced understanding of the group’s development, performance, and position, and the impact of its activity.</p>	<p>The new Article 29a on Consolidated Sustainability Reporting replaces the existing Article 29a. Article 29a, similar to Article 19a, sets out substantially enhanced requirements for consolidated sustainability reporting by undertakings in scope of the Directive. The information to be reported should be clearly identifiable within the group management (directors) report. This option allows Member States to permit undertakings to exclude commercially sensitive information from the sustainability reporting under certain circumstances.</p>	<p>We would support legislation to permit undertakings to omit from their sustainability reports information that would be seriously prejudicial to the commercial position of the undertaking.</p>

Member State Option	Background Information	Do you consider that Ireland should exercise this option? Please provide reasons for your answer.
Point 8 subparagraph (New)		
<p>The Member State by whose national law the exempted parent undertaking is governed <u>may</u> require that the consolidated management report or, where applicable, the consolidated sustainability report of the parent undertaking is published in a language that that Member State accepts, and that any necessary translation into such language is provided. Any translation that has not been certified shall include a statement to that effect.</p>	<p>As in Article 19a, Member States have the option to require that the consolidated management/sustainability report is published in an accepted language.</p>	<p>Yes. Accessibility for the end user is ordinarily important in reporting frameworks. The Companies Registration Office (or such other appropriate public registry agency) should have the ability to require harmonised language in reporting to the extent that such an ability would materially support that accessibility objective.</p>

Member State Option	Background Information	Do you consider that Ireland should exercise this option? Please provide reasons for your answer.
Article 30 General Publication (Amended) Point 1 subparagraph 2 (New)		
<p>Member States <u>may</u> require undertakings subject to Articles 19a and 29a to make the management report available to the public on their website, free of charge. Where an undertaking does not have a website, Member States <u>may</u> require it to make a written copy of its management report available upon request.</p>	<p>Article 30 of the Accounting Directive sets out the publication requirements for annual financial statements and management reports (i.e. the directors' report). As a general rule, the management report must be filed with the Companies Registration Office.</p> <p>This option allows Member States to require undertakings in scope of the requirements for sustainability reporting to publish the management report on their website or make a copy available upon request.</p>	<p>Our understanding is that an undertaking's sustainability report would be filed with the Companies Registration Office (or such other appropriate public registry agency), as is the case for a corporate's financial report. For a nominal fee, any member of the public has the right to access a copy of the financial management report.</p> <p>On the assumption that a similar right of public access would exist in respect of the sustainability report, we question whether there is a need for obligatory website disclosure.</p>

Member State Option	Background Information	Do you consider that Ireland should exercise this option? Please provide reasons for your answer.
Point 1 subparagraph 4 (Existing)		
<p>Member States <u>may</u>, however exempt undertakings from the obligation to publish the management report where a copy of all or part of any such report can be easily obtained upon request at a price not exceeding its administrative cost.</p>	<p>As stated above as a general rule, the management report must be filed with the Companies Registration Office. Member States may exempt undertakings from this requirement provided the report can be readily obtained from the undertaking at a price not exceeding its administrative cost.</p> <p>This option is not new and was not taken in the transposition of Directive 2013/34/EU but it is repeated here for completeness.</p>	<p>As mentioned in our answer to the previous question (@ page 12), we are working off the assumption that an undertaking’s sustainability report would be filed with the Companies Registration Office (or such other appropriate public registry agency).</p> <p>If the transposition can be delivered in a way that ensures all ‘in scope’ and impacted undertakings are afforded a reasonable opportunity to prepare for systematic collation, measurement and reporting of data in a manner that is both meaningful and resource achievable, we would query the logic in providing a derogation from the public registry filing obligation.</p>

Member State Option	Background Information	Do you consider that Ireland should exercise this option? Please provide reasons for your answer.
Article 34.3 General Requirement Auditing (Amended) Point 3 (New)		
<p>Member States <u>may</u> allow a statutory auditor or an audit firm other than the one(s) carrying out the statutory audit of financial statements to express the opinion referred to in point (aa) of the second subparagraph of paragraph 1.</p> <p>(i.e. the opinion on the compliance with sustainability reporting)</p>	<p>Article 34 of the Accounting Directive sets out the general requirement for the statutory audit of financial statements of undertakings. It is amended to provide for the assurance (audit) of sustainability reporting by undertakings.</p> <p>This option allows Member States to permit undertakings to engage separate statutory auditors/audit firms to carry out the statutory audit of financial statements and the assurance of the sustainability reporting.</p>	<p>Yes. There may be good reasons why an undertaking may choose to have the assurance of the sustainability report carried out by a different service provider to that carrying out the statutory financial audit. As of now ICOS would support legislative basis for this flexibility.</p>

Member State Option	Background Information	Do you consider that Ireland should exercise this option? Please provide reasons for your answer.
Points 4 and 5 Independent Assurance Services Provider (New)		
<p>Member States <u>may</u> allow an independent assurance services provider established in their territory to express the opinion referred to in point (aa) of the second subparagraph of paragraph 1, provided that such independent assurance services provider is subject to requirements that are equivalent to those set out in Directive 2006/43/EC of the European Parliament and of the Council as regards the assurance of sustainability reporting as defined in point 22 of Article 2 of that Directive, in particular the requirements on:</p> <ul style="list-style-type: none"> (a) training and examination, ensuring that independent assurance services providers acquire the necessary expertise concerning sustainability reporting and the assurance of sustainability reporting; (b) continuing education; (c) quality assurance systems; (d) professional ethics, independence, objectivity, confidentiality and professional secrecy; (e) appointment and dismissal; (f) investigations and sanctions; (g) the organisation of the work of the independent assurance services provider, in particular in terms of sufficient resources and 	<p>This option allows Member States to introduce a new category of Independent Assurance Services Provider (IASP) to provide for the assurance of sustainability reporting by undertakings. IASPs must be subject to equivalent requirements to statutory auditors in respect of this assurance work including in respect of training, education, quality assurance and investigations and sanctions. In due course Member States that exercise the option to introduce IASPs must also exercise the option to permit separate statutory auditors/audit firms to carry out the audit of financial statements and assurance of sustainability reporting. Member states that exercise the option to introduce IASPs must also in due course provide for home/host model of oversight of IASPs with other Member States.</p>	<p>Yes. The introduction of a new category of Independent Assurance Service Providers within the jurisdiction would, we submit, strengthen the depth of assurance / audit expertise available to undertakings which should, in turn, aid effective reporting and thereby benefit stakeholders.</p>

Member State Option	Background Information	Do you consider that Ireland should exercise this option? Please provide reasons for your answer.
<p>personnel and the maintenance of client account records and files; and</p> <p>(h) reporting irregularities.</p> <p>Member States shall ensure that, where an independent assurance services provider expresses the opinion referred to in point (aa) of the second subparagraph of paragraph 1 of this Article, that opinion is prepared in accordance with Articles 26a, 27a and 28a of Directive 2006/43/EC and that, where applicable, the audit committee, or a dedicated committee, reviews and monitors the independence of the independent assurance services provider in accordance with point (e) of Article 39(6) of Directive 2006/43/EC.</p> <p>Member States shall ensure that independent assurance services providers accredited before 1 January 2024 for the assurance of sustainability reporting, in accordance with Regulation (EC) No 765/2008, are not subject to the training and examination requirements referred to in point (a) of the first subparagraph of this paragraph.</p> <p>Member States shall ensure that independent assurance services providers that on 1 January 2024 are undergoing the accreditation process in accordance with the relevant national requirements are not subject to the training and examination requirements referred to in point (a) of the first subparagraph as regards the assurance of</p>		

Member State Option	Background Information	Do you consider that Ireland should exercise this option? Please provide reasons for your answer.
<p>sustainability reporting, provided they complete that process by 1 January 2026.</p> <p>Member States shall ensure that the independent assurance services providers referred to in the third and fourth subparagraphs acquire the necessary knowledge in sustainability reporting and the assurance of sustainability reporting via the continuing education requirement referred to in point (b) of the first subparagraph.</p> <p>If a Member State, pursuant to the first subparagraph, decides to allow an independent assurance services provider to express the opinion referred to in point (aa) of the second subparagraph of paragraph 1, it shall also allow a statutory auditor other than the one(s) carrying out the statutory audit of financial statements to do so, as provided for in paragraph 3.</p> <p>5. From 6 January 2027, a Member State that has made use of the option provided for in paragraph 4 (the “host Member State”) shall allow independent assurance services provider established in a Member State other than the host Member State (the “home Member State”) to carry out the assurance of sustainability reporting.</p> <p>The home Member State shall be responsible for the supervision of the independent assurance services providers established in its territory, unless the host Member State decides to supervise the</p>		

Member State Option	Background Information	Do you consider that Ireland should exercise this option? Please provide reasons for your answer.
<p>assurance of sustainability reporting carried out by independent assurance services providers in its territory.</p> <p>If the host Member State decides to supervise the assurance of sustainability reporting carried out in its territory by independent assurance services providers registered in another Member State, the host Member State shall:</p> <p>(a) not impose more stringent requirements or liability on such independent assurance services providers than those required for assurance of sustainability reporting by the national laws for the independent assurance services providers or auditors established in that host Member State; and</p> <p>(b) inform other Member States about its decision to supervise the assurance of sustainability reporting carried out by independent assurance services providers established in other Member States.</p>		

Member State Option	Background Information	Do you consider that Ireland should exercise this option? Please provide reasons for your answer.
Article 40a Sustainability Reports concerning third-country undertakings (New) Point 1 last subparagraph (new)		
<p>Member States <u>may</u> require subsidiary undertakings or branches referred to in the first and third subparagraphs to send them information about the net turnover generated in their territory and in the Union by the third-country undertakings.</p>	<p>This is a new Article 40a inserted into the Accounting Directive on sustainability reports concerning third country undertakings. This option underpins the requirement for sustainability reports by large subsidiaries and branches operating in the EU (turnover > €40 million) of non-EU companies (turnover in the EU > €150 million). It permits Member States to require subsidiary undertakings and branches to send information about net turnover generated in the Member State and in the EU.</p>	<p>In the interests of maintaining equivalence in treatment it would, we submit, be prudent to consider a mandatory sustainability reporting obligation on the subsidiaries and branches of 3rd country parent entities where the appropriate financial thresholds are satisfied.</p>

Member State Option	Background Information	Do you consider that Ireland should exercise this option? Please provide reasons for your answer.
Article 3 Amendments to Directive 2006/43/EC the Audit Directive		
Article 12 Combination of practical training and theoretical instruction (replaced) Point 1 (existing)		
<p>1. Member States <u>may</u> provide that periods of theoretical instruction in the subjects referred to in Article 8(1) and (2) shall count towards the periods of professional activity referred to in Article 11, provided that such instruction is attested by an examination recognised by the Member State. Such instruction shall not last less than one year, nor may it reduce the period of professional activity by more than four years.</p> <p>2. The period of professional activity and practical training shall not be shorter than the course of theoretical instruction together with the practical training required under the first subparagraph of Article 10(1).;</p>	<p>This Article and option allows Member States to permit that periods of study can count towards professional activity periods required in Article 11 which governs qualifications through long term practical experience of statutory auditors. There is no substantive change to this option and it is not concerned with sustainability reporting but it is amended to take account of new cross-references in Article 8 arising from the amending Directive. It was not exercised in the transpositions of Directive 2006/43/EC and Directive 2014/56/EU however it is repeated here for completeness.</p>	<p>Yes. Where the individual possesses appropriate professional qualifications and experience they should be exempted from repeating (or re-sitting) any elements of the new training requirements that relate to topics already covered by/ comprised within the previously acquired qualifications and experience.</p>

Member State Option	Background Information	Do you consider that Ireland should exercise this option? Please provide reasons for your answer.
Article 26a Assurance Standards for sustainability reporting (New) Point 2 (New)		
<p>2. Member States <u>may</u> apply national assurance standards, procedures or requirements as long as the Commission has not adopted an assurance standard covering the same subject matter.</p> <p>Member States shall communicate the national assurance standards, procedures or requirements to the Commission at least three months before their entry into force.</p>	<p>Article 26a is a new article inserted into the Audit Directive which sets out the requirement for the audit of sustainability reporting to be done in accordance with assurance standards which will be developed by the EU Commission. This option permits Member States to apply national standards in the event that the Commission has not adopted a standard on the same subject matter.</p>	<p>Yes. In principle, we see the benefit in having this national flexibility to set a standard where the Commission has not set a standard for the same subject matter. However, we would query the potential range of matters which could become such a 'subject matter'. As the national transposition is concerned with parameters of directive 2022/2464 we would draw the conclusion (assumption) that this national power would apply solely to such matters as come within the Directive's scope in the Environmental, Social and Governance spheres. We query whether that assumption is correct or whether there may be other uses to which Article 26a would, potentially, be applied.</p>

Member State Option	Background Information	Do you consider that Ireland should exercise this option? Please provide reasons for your answer.
Article 28a Assurance Report on sustainability reporting (New) Point 5 (New)		
<p>5. Member States <u>may</u> require that, where the same statutory auditor carries out the statutory audit of annual financial statements and the assurance of sustainability reporting, the assurance report on sustainability reporting may be included as a separate section of the audit report.</p>	<p>Article 28a is a new article inserted into the Audit Directive which sets out the requirements for the assurance report by statutory auditors/audit firms of sustainability reporting to be done in accordance with assurance standards which will be developed by the EU Commission (or any national standard if relevant).</p> <p>This option permits Member States to provide that where the same statutory auditor/audit firm carries out the statutory audit of the financial statements and the assurance of sustainability reporting, the assurance report may be included as a separate section of the audit report.</p>	<p>Yes. Particularly in the first few years of reporting there should be, we submit, flexibility afforded to undertakings to report on sustainability information as part of or, alternatively, a separate document from, the financial report.</p>

Member State Option	Background Information	Do you consider that Ireland should exercise this option? Please provide reasons for your answer.
Article 29 Quality Assurance Systems (Amendment) Point 2a (New)		
<p>2a. Member States <u>may</u> exempt, until 31 December 2025, persons who carry out quality assurance reviews relating to the assurance of sustainability reporting from the requirement to have relevant experience in sustainability reporting and in the assurance of sustainability reporting or in other sustainability-related services.’;</p>	<p>The amendments to Article 29, which governs quality assurance systems for statutory audit, allow where applicable for quality assurance of sustainability reporting.</p> <p>This option permits Member States to allow for a transition period for persons carrying out quality assurance reviews on sustainability reporting by exempting them until the end of 2025 from the requirement to have relevant experience in sustainability reporting or the assurance of same.</p>	<p>We query the exact nature and extent of this temporary exemption. The consultation question references someone carrying out a “quality assurance review relating to the assurance”. We deduce this to be an aspect exemption relating to a component of or step within the sustainability information reporting process. In other words, assurance practitioners/auditors would not be entitled to a relevant experience exemption in the year 2025. We would need e more information before we can comment comprehensively.</p>

Member State Option	Background Information	Do you consider that Ireland should exercise this option? Please provide reasons for your answer.
Article 30 Systems of Investigations and Sanctions (Amended) Point 2 second subparagraph (existing)		
<p>Member States <u>may</u> decide not to lay down rules for administrative sanctions for infringements which are already subject to national criminal law. In that event, they shall communicate to the Commission the relevant criminal law provisions.’;</p>	<p>The amendments to Article 30, which governs systems of investigations and sanctions for breaches of statutory audit rules, allow for the extension of investigation and sanctions systems to assurance of sustainability reporting.</p> <p>This option is not amended directly and allows Member States not to provide for an administrative sanction regime where criminal law already applies. It was not exercised in the transposition of Directive 2014/56/EU.</p>	<p>As of now we would be of the view that administrative sanctions should follow the equivalent mechanisms applicable for financial reporting. We reserve our comments on the basis that there may be further relevant developments between now and transposition.</p>

Member State Option	Background Information	Do you consider that Ireland should exercise this option? Please provide reasons for your answer.
Article 39 Audit Committee (Amended) Paragraph 4a (New)		
<p>Member States <u>may</u> allow the functions assigned to the audit committee relating to sustainability reporting and relating to the assurance of sustainability reporting to be performed by the administrative or supervisory body as a whole or by a dedicated body established by the administrative or supervisory body.</p>	<p>The amendments to Article 39, which governs the rules for Audit Committees of public interest entities, allow for the extension of certain audit committee functions to include assurance of sustainability reporting. This option permits Member States to allow these functions to be assigned to the board of directors of the public-interest for example or another dedicated body established by the public interest entity. It is similar to an option at Article 39(4) which applies to statutory audit. This option was not exercised in the transposition of Directive 2014/56/EU.</p>	<p>We are operating off the assumption that: (i) “administrative or supervisory body” refers to the board of directors (or ‘committee of management’ under the current legislation governing co-operative societies); and (ii) “a body established” would refer to /include a sub committee of the board of directors.</p> <p>We would also like to note that in practice internal preparation of the sustainability information for external assurance certification will require significant resourcing and training.</p> <p>Based on, and subject to, the above we support the proposal.</p> <p>Co-operatives possess some unique governance features underpinning the member control and participation principles integral to co-operative enterprise. Added to that is the reality that in some ‘in scope’ co-operatives the audit committee function is currently discharged either by the supervisory authority (the Board) itself or one or more committees of the Board.</p> <p>On the basis of the current legal framework governing co-operatives it would, we submit, be prudent to afford to these undertakings the flexibility to assign this sustainability audit function to such board designated body(/ies) as that co-operative deems to be appropriate.</p>

Please provide any further views you have in relation to the transposition and development of future policy in this area.

Data and audit preparation

The Reporting Standards are thus far in draft form. Further additional ‘sectoral’ standards remain to be published. As things stand indications are that the full set of finalised standards will be adopted by mid-2024. Undertakings (such as our members) and auditor practitioners will, we submit, need guidance on how to conduct the process of collating, measuring, testing and reporting on data. The reporting standards will, presumably, go some way towards providing that guidance. To draw a parallel, the accounting standards are based on standards issued by Europe and adopted by the member states. In Ireland these standards are overseen by IAASA (Irish Auditing & Accounting Supervisory Authority). The auditors base their audit firm’s protocols - and the development of their audit programmes flow from - the requirements of the auditing standard and the ensures that all requirements are met. For sustainability reporting purposes will an industry standard on the collation, measurement, testing and reporting of data emerge in time or will guidance be issued for undertakings and assurance service providers in advance of the financial year 2025?

Co-operative difference

Our interpretation of the Directive is that co-operative societies of qualifying financial scale will come within the scope of the reporting obligations. We submit that co-operatives have special features that set them apart from private companies of equivalent scale. These include their service delivery purpose best illustrated by the trading and financial management strategies of co-operatives – put simply, agri food co-operatives process and market the raw produce of their members and return to those members increased market value for that produce. Other features include the uplift that co-operatives provide to the local market and social economy with often thousands of livelihoods sustained by the co-operative and the unique governance structure of the co-operative affords those individuals the right to participate and control the future direction of the co-operative and its service offering.

In parallel with those sustainability credentials a co-operative will typically possess modest resources when compared with companies of similar operating scale. The task of preparing for and meeting the obligations of the CSRD will place additional strain on those resources. ICOS requests that this point might be considered in the context of the application of the reporting framework or any future review of it in the years ahead.

Furthermore, we would also like to highlight the implications for smaller (and accordingly more modestly resourced) co-operatives by virtue of the trickle-down effect whereby ‘in scope’ trading partners will request data of these smaller entities in the value chain.

Finally, while the sustainability reporting framework will apply to both co-operatives and companies (of qualifying scale) it is important to highlight that co-operatives are distinct both in purpose and legal form from companies. Co-operatives have their own distinct legislative framework. Corporate Sustainability Reporting obligations should be designed to recognise that important distinction, if meaningful compliance is to be realised.

End