

119TH CONGRESS
2D SESSION

H. R. 6967

To amend the Securities Exchange Act of 1934 to establish within the Securities and Exchange Commission the Public Company Advisory Committee, and for other purposes.

IN THE HOUSE OF REPRESENTATIVES

JANUARY 7, 2026

Mr. LUCAS (for himself and Ms. PETTERSEN) introduced the following bill;
which was referred to the Committee on Financial Services

A BILL

To amend the Securities Exchange Act of 1934 to establish within the Securities and Exchange Commission the Public Company Advisory Committee, and for other purposes.

1 *Be it enacted by the Senate and House of Representa-*
2 *tives of the United States of America in Congress assembled,*

3 **SECTION 1. SHORT TITLE.**

4 This Act may be cited as the “Public Company Advi-
5 sory Committee Act of 2026”.

6 **SEC. 2. PUBLIC COMPANY ADVISORY COMMITTEE.**

7 The Securities Exchange Act of 1934 is amended by
8 inserting after section 40 (15 U.S.C. 78qq) the following:

1 **“SEC. 40A. PUBLIC COMPANY ADVISORY COMMITTEE.**

2 “(a) ESTABLISHMENT AND PURPOSE.—

3 “(1) ESTABLISHMENT.—There is established
4 within the Commission the Public Company Advi-
5 sory Committee (referred to in this section as the
6 ‘Committee’).

7 “(2) PURPOSE.—The Committee shall—

8 “(A) provide the Commission with advice
9 on its rules, regulations, and policies with re-
10 gard to its mission of protecting investors,
11 maintaining fair, orderly, and efficient markets,
12 and facilitating capital formation, as they relate
13 to—

14 “(i) existing and emerging regulatory
15 priorities of the Commission;

16 “(ii) issues relating to the public re-
17 porting and corporate governance of public
18 companies;

19 “(iii) issues relating to the proxy proc-
20 ess for shareholder meetings held by public
21 companies;

22 “(iv) issues relating to trading in the
23 securities of public companies; and

24 “(v) issues relating to capital forma-
25 tion;

1 “(B) not provide any advice with respect to
2 any policies, practices, actions, or decisions con-
3 cerning the Commission’s enforcement program;
4 and

5 “(C) submit to the Commission such find-
6 ings and recommendations as the Committee
7 determines are appropriate, including rec-
8 ommendations for proposed regulatory and leg-
9 islative changes.

10 “(b) MEMBERSHIP.—

11 “(1) IN GENERAL.—The membership of the
12 Committee shall be not fewer than 10, and not more
13 than 20, members appointed by the Commission
14 from among individuals who—

15 “(A) are officers, directors, or senior offi-
16 cials of public companies registered with the
17 Commission under the Securities Act of 1933
18 and this Act, except for those public companies
19 that own asset management, fixed income, in-
20 vestment advisory, broker-dealer, or proxy serv-
21 ices businesses;

22 “(B) are executives or other individuals
23 with senior managerial responsibility in busi-
24 ness, professional, trade, and industry associa-

1 tions that represent the interests of such public
2 companies; and

3 “(C) are professional advisers and service
4 providers to such public companies (including
5 attorneys, accountants, investment bankers, and
6 financial advisers).

7 “(2) QUALIFICATIONS.—At least 50 percent of
8 the Committee membership shall be drawn from in-
9 dividuals who would qualify for membership under
10 paragraph (1)(A).

11 “(3) TERM.—Each member of the Committee
12 appointed under paragraph (1) shall serve for a
13 term of four years. Vacancies among the members,
14 whether caused by the resignation, death, removal,
15 expiration of a term, or otherwise, will be filled con-
16 sistent with the Commission’s procedures then in ef-
17 fect.

18 “(4) STAGGERED TERMS.—The members of the
19 Committee shall serve staggered terms, with half of
20 the initial members of the Committee each serving
21 for 2 years and half serving 4 years.

22 “(5) MEMBERS NOT ON OTHER ADVISORY COM-
23 MITTEES.—Public companies and other organiza-
24 tions that are currently represented on any other
25 Commission Advisory Committee are not eligible to

1 have representatives also serve on the Public Com-
2 pany Advisory Committee.

3 “(6) MEMBERS NOT COMMISSION EMPLOY-
4 EES.—Members appointed under paragraph (1) shall
5 not be considered to be employees or agents of the
6 Commission solely because of membership on the
7 Committee.

8 “(c) CHAIR; VICE CHAIR; SECRETARY; ASSISTANT
9 SECRETARY.—

10 “(1) IN GENERAL.—The members of the Com-
11 mittee shall elect, from among the members of the
12 Committee—

13 “(A) a Chair;

14 “(B) a Vice Chair;

15 “(C) a Secretary; and

16 “(D) an Assistant Secretary.

17 “(2) TERM.—Each member elected under para-
18 graph (1) shall serve for a term of two years in the
19 capacity the member was elected under paragraph
20 (1).

21 “(3) SUBCOMMITTEES.—The Chair may create
22 subcommittees that hold public or non-public meet-
23 ings and provide recommendations to the full Com-
24 mittee.

25 “(d) MEETINGS.—

1 “(1) FREQUENCY OF MEETINGS.—The Com-
2 mittee shall meet—

3 “(A) not less frequently than twice annu-
4 ally, at the call of the chair of the Committee;
5 and

6 “(B) from time to time, at the call of the
7 Commission.

8 “(2) NOTICE.—The Chair of the Committee
9 shall give the members of the Committee written no-
10 tice of each meeting, not later than two weeks before
11 the date of the meeting.

12 “(e) COMPENSATION AND TRAVEL EXPENSES.—
13 Each member of the Committee who is not a full-time em-
14 ployee of the United States shall—

15 “(1) be entitled to receive compensation at a
16 rate not to exceed the daily equivalent of the annual
17 rate of basic pay in effect for a position at level V
18 of the Executive Schedule under section 5316 of title
19 5, United States Code, for each day during which
20 the members is engaged in the actual performance
21 of the duties of the Committee; and

22 “(2) while away from the home or regular place
23 of business of the member in the performance of
24 services for the Committee, be allowed travel ex-
25 penses, including per diem in lieu of subsistence, in

1 the same manner as persons employed intermittently
2 in the Government service are allowed expenses
3 under section 5703(b) of title 5, United States Code.

4 “(f) STAFF.—The Commission shall make available
5 to the Committee such staff as the chairman of the Com-
6 mittee determines are necessary to carry out this section.

7 “(g) REVIEW BY COMMISSION.—The Commission
8 shall—

9 “(1) review the findings and recommendations
10 of the Committee; and

11 “(2) each time the Committee submits a finding
12 or recommendation to the Commission, promptly
13 issue a public statement—

14 “(A) assessing the finding or recommenda-
15 tion of the Committee; and

16 “(B) disclosing the action, if any, the Com-
17 mission intends to take with respect to the find-
18 ing or recommendation.

19 “(h) COMMITTEE FINDINGS.—Nothing in this section
20 shall require the Commission to agree to or act upon any
21 finding or recommendation of the Committee.

22 “(i) NONAPPLICABILITY OF FACA.—Chapter 10 of
23 part I of title 5, United States Code, shall not apply to
24 the Committee and its activities.”.

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