

Self-assessment of the performance of the board of directors

Collective performance – does your board measure up?

One of the recommendations contained in the economiesuisse ‘Swiss Code of Best Practice for Corporate Governance’ is for the board to review and assess its effectiveness annually.

We firmly believe that most benefit is to be gained from an in-depth review of all areas of board activities, preferably facilitated by a third party, to ensure that open and frank views are obtained. This review should encompass both the board’s conduct and its processes.

This questionnaire has been devised to enable you to assess the effectiveness of your board. It may also serve as an aide-memoire for planning and conducting/participating in your board meetings. Follow-up questions are encouraged and the board should plan for further action as appropriate. The results of the evaluation can form the basis for discussions.

Questionnaire

The following questionnaire is provided for your use in assessing your board’s performance. You may find it useful to rate the extent to which your board complies with each statement, on a scale where 5 = all of the time/fully satisfactory, 4 = most of the time/above average, 3 = some of the time/average, 2 = occasionally/below average, 1 = hardly ever/poor. If the practice is not being followed or if the rating is below what you consider acceptable, space is provided to note steps your board should take to raise performance. You might also want to use it to record any personal actions you wish to take.

Practice	Rating					
	1	2	3	4	5	N/A

Setting strategy

All board members support and debate the company’s strategy and values, enabling them to set the tone at the top.

Comments/measures:

Strategy

All board members have a clear understanding of the company’s core business, its strategic direction and the financial and human resources necessary to meet its objectives.

Comments/measures:

Board performance

The board sets itself objectives and measures its performance against them on an annual basis.

Comments/measures:

Managing board meetings and discussions

Board meetings encourage a high quality of debate with robust and probing discussions.

Comments/measures:

Managing internal board relationships

Board members make decisions objectively and collaboratively in the best interests of the company and feel collectively responsible for achieving organisational success.

Comments/measures:

.....

.....

Managing the board's relationships with others

The board communicates effectively with all of the company's stakeholders and seeks their feedback.

Comments/measures:

.....

.....

Board members' own skills

Board members recognise the role which they and each of their colleagues are expected to play and have the appropriate skills and experience for that role.

Comments/measures:

.....

.....

Reaction to events

The board responds positively and constructively to events in order to enable effective decisions and their implementation, and to encourage transparency.

Comments/measures:

.....

.....

Chairman

The chairman's leadership style and tone promotes effective decision-making and constructive debate, and ensures that the board works as a team.

Comments/measures:

.....

.....

Chairman and CEO relationship

The chairman and the chief executive work well together and their different skills and experience complement each other.

Comments/measures:

.....

.....

Attendance and contribution at meetings

All board members attend and actively contribute at meetings.

Comments/measures:

.....

.....

Open channels of communication

The board has open channels of communication with the executive board and others and is properly briefed.

Comments/measures:

.....

.....

Risk and control frameworks

The board's approach to reviewing risk in the organisation is open and questioning, and looks to learn lessons from events, rather than apportion blame.

Comments/measures:

.....

.....

Composition

The board is the right size and has the best mix of skills to ensure its optimum effectiveness.

Comments/measures:

.....

.....

Terms of reference

The terms of reference for the board are appropriate, with clearly defined roles and responsibilities, ensuring that the right issues are being addressed.

Comments/measures:

.....

.....

Committees of the board

The board's committees are properly constituted, perform their delegated roles and report back clearly and fully to the board.

Comments/measures:

.....

.....

Company secretary

The company secretary acts as an appropriate conduit for the provision of information to the board and as support to the chairman and the non-executive directors.

Comments/measures:

.....

.....

Executive directors

The contribution of the executive directors, as members of the board rather than as senior executives, is effective.

Comments/measures:

.....

.....

Non-executive directors

The non-executive directors contribute effectively to the development of strategy and the monitoring of the performance of the executive board, providing both support and challenge.

Comments/measures:

.....

.....

Meetings and administration

The board meets sufficiently often, and with information of appropriate quality and detail, so that agenda items can be properly covered in the time allocated.

Comments/measures:

.....

.....

Timeliness of information

Information is received in sufficient time to allow for proper consideration, with scope for additional briefing if necessary.

Comments/measures:

.....

.....

Agenda items

The board's agenda covers all matters of importance to the company, is prioritised and includes the consideration of corporate reputation, its enhancement and the risks surrounding it.

Comments/measures:

.....

.....

Annual general meeting

The company makes best use of its annual general meeting.

Comments/measures:

.....

.....

External stakeholders

The board has defined its external stakeholders and ensures that the company has the right level of contact with them.

Comments/measures:

.....

.....

Risk management

The board uses an active and well-structured process to manage risk, taking account of the company's activities and the breadth of functions across the business.

Comments/measures:

.....

.....

Induction and advanced training

Board members receive proper induction on appointment and ongoing advanced training is available to meet individual development needs.

Comments/measures:

.....

.....

Succession planning

There is appropriate succession planning for key board members and the executive board.

Comments/measures:

.....

.....

Performance evaluation

Board members are individually subject to an annual performance evaluation that measures their contribution and commitment.

Comments/measures:

.....

.....

Personal information

Last name/first name:

.....

Function:

.....

Company:

.....

Date:

.....