



ICANN
Whole of Board Appraisal
23 July 2012

Areas covered in the feedback

This feedback is designed to provide clear specific information about the perceived areas of strength and development needs in the areas considered critical for the board.

This report covers the following topics:

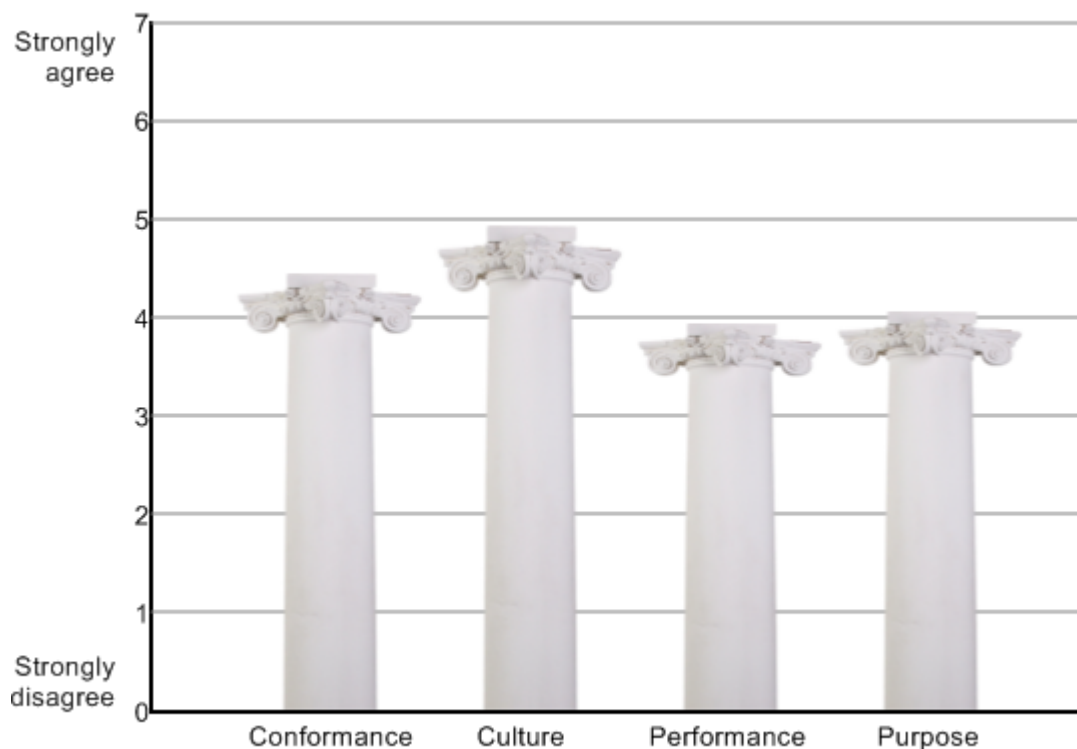
- Role
- Meetings
- Purpose
- Stakeholders
- Conformance
- Performance
- Management and board
- Culture
- Capability
- Overall

Feedback is based on the following scale:

Don't know or N/A ratings are reported separately in text form at the top of each question graph

- 1 = Strongly disagree
- 2 = Disagree
- 3 = Somewhat disagree
- 4 = Neither disagree or agree
- 5 = Somewhat agree
- 6 = Agree
- 7 = Strongly agree

Four Pillars Analysis



This Chart provides a high level view of the ratings from your Whole of Board questionnaire across four dimensions: **purpose, conformance, performance and culture**. These dimensions are otherwise known as “The Four Pillars of Effective Board Governance”, from the Institute of Directors in New Zealand (Inc) publication: “Principles of Best Practice for New Zealand Directors”.

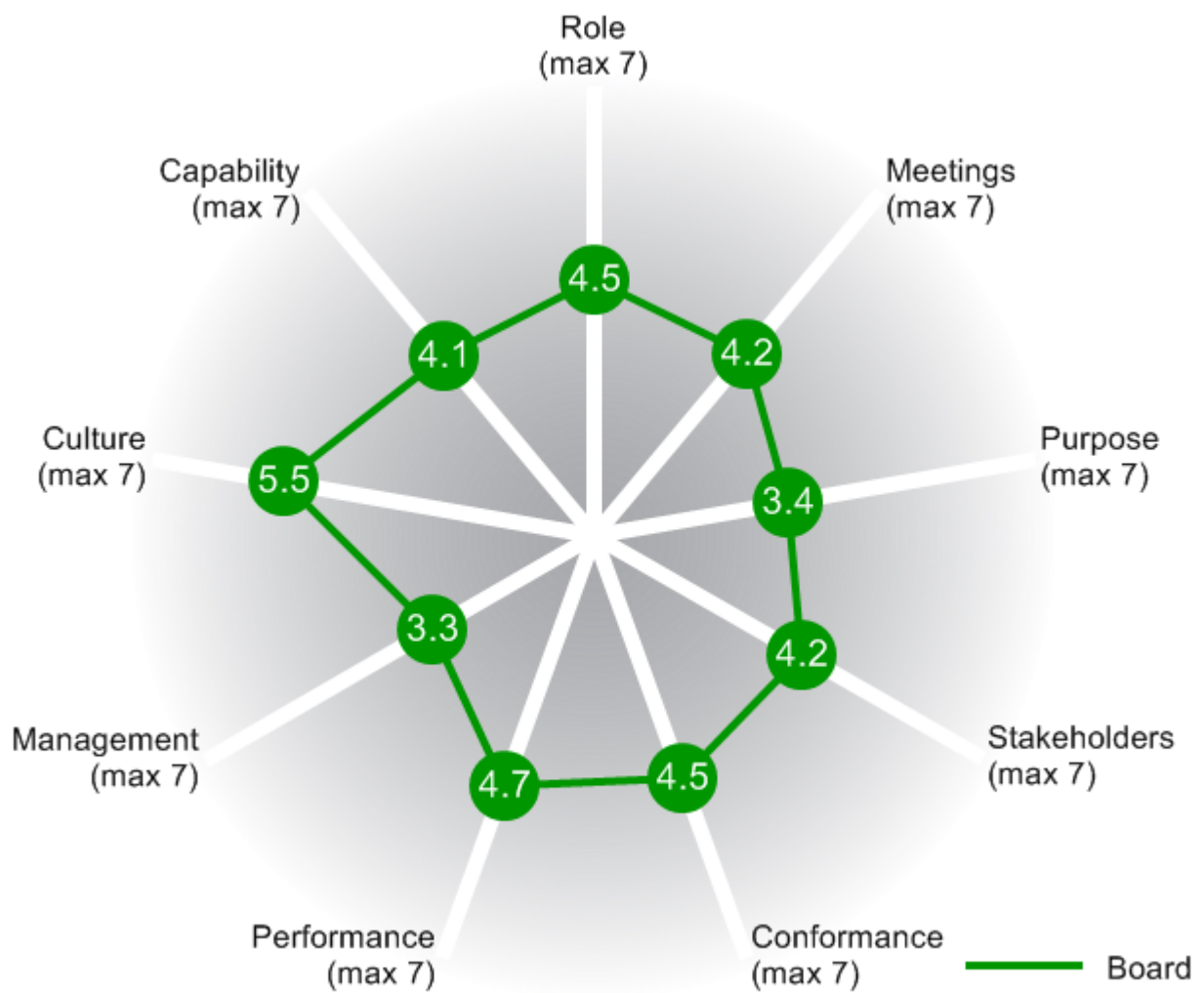
Each of the four dimensions takes data from a different part of the questionnaire in order to provide a snapshot of the balance of the Board’s current activities and performance levels. **Purpose** is the average rating from the “Purpose” and “Stakeholder” sections; **Conformance** is from the “Conformance” section; **Performance** is from the “Performance” and “Management and Board” sections; and **Culture** is from the “Culture” section. You can examine the underlying data by looking at the detailed reports under the same section names.

While Boards should aim for high ratings in all dimensions, this may only be achievable over the longer term.

A significant imbalance between ratings, for example a 6.0 for “Conformance” but 3.0 for “Purpose”, indicates that the Board is not adding sufficient value across a key dimension (in this case purpose, or strategy) and may not currently have the processes or expertise necessary to do so. This may require action and the detailed reports should provide guidance as to what to focus on. The shape of the graph therefore provides a useful pointer to potential improvement.

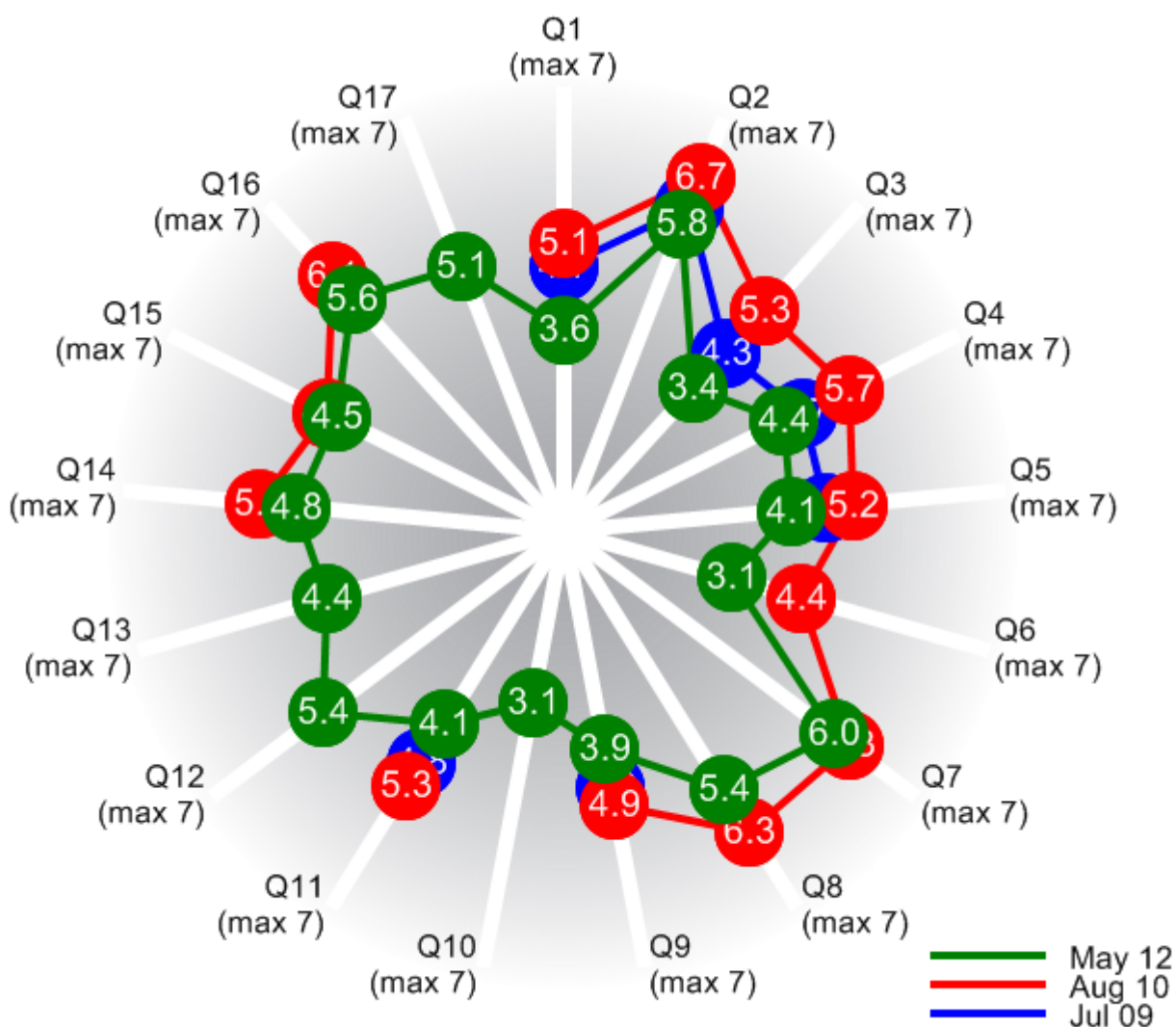
Data will accumulate from successive surveys to show how each Board’s balance is moving over time.

Average Rating by Section

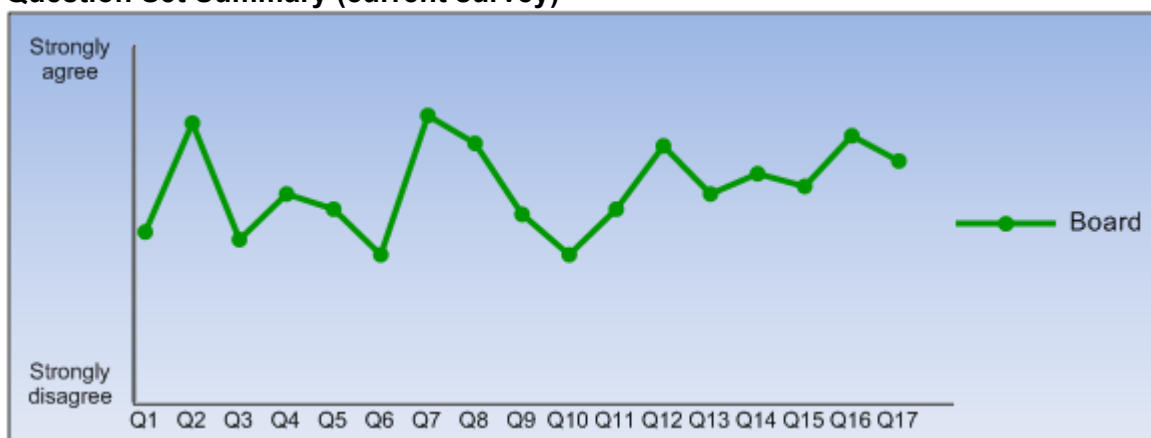


Role

Question Set Summary (Board only)

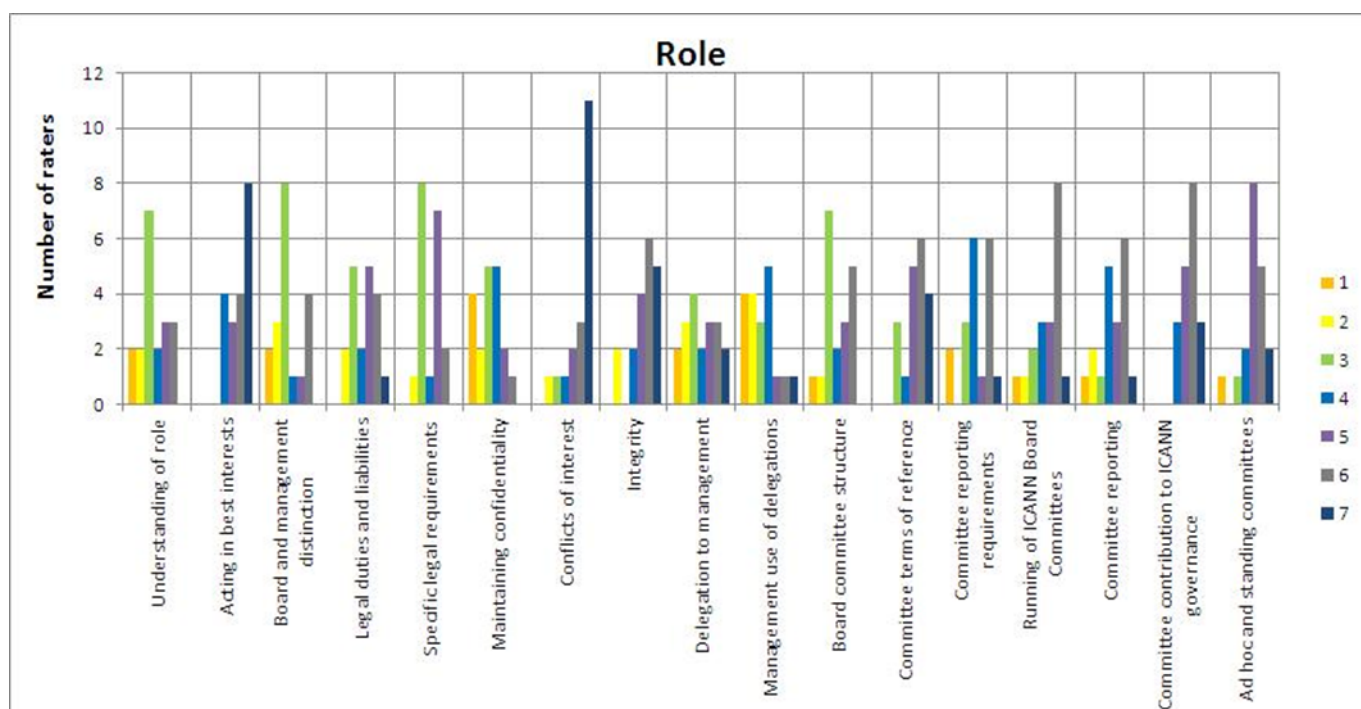


Question Set Summary (current survey)



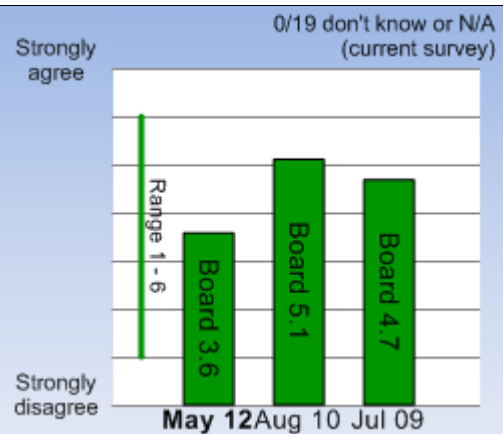
Distribution of ratings - Role

Qn Set	Qn #	Question Name	RATINGS								No. of raters	Av	Median	Mode	SD
			don't know or N/A	1	2	3	4	5	6	7					
ROLE	1	Understanding of role		2	2	7	2	3	3		19	3.6	3	3	1.57
	2	Acting in best interests					4	3	4	8	19	5.8	6	7	1.21
	3	Board and management distinction		2	3	8	1	1	4		19	3.4	3	3	1.64
	4	Legal duties and liabilities			2	5	2	5	4	1	19	4.4	5	3	1.50
	5	Specific legal requirements			1	8	1	7	2		19	4.1	4	3	1.22
	6	Maintaining confidentiality		4	2	5	5	2	1		19	3.1	3	3	1.49
	7	Conflicts of interest			1	1	1	2	3	11	19	6.0	7	7	1.53
	8	Integrity			2		2	4	6	5	19	5.4	6	6	1.54
	9	Delegation to management		2	3	4	2	3	3	2	19	3.9	4	3	1.93
	10	Management use of delegations		4	4	3	5	1	1	1	19	3.1	3	4	1.73
	11	Board committee structure		1	1	7	2	3	5		19	4.1	4	3	1.54
	12	Committee terms of reference				3	1	5	6	4	19	5.4	6	6	1.34
	13	Committee reporting requirements		2		3	6	1	6	1	19	4.4	4	4	1.71
	14	Running of ICANN Board Committees		1	1	2	3	3	8	1	19	4.8	5	6	1.62
	15	Committee reporting		1	2	1	5	3	6	1	19	4.5	5	6	1.65
	16	Committee contribution to ICANN governance					3	5	8	3	19	5.6	6	6	0.96
	17	Ad hoc and standing committees		1		1	2	8	5	2	19	5.1	5	5	1.39



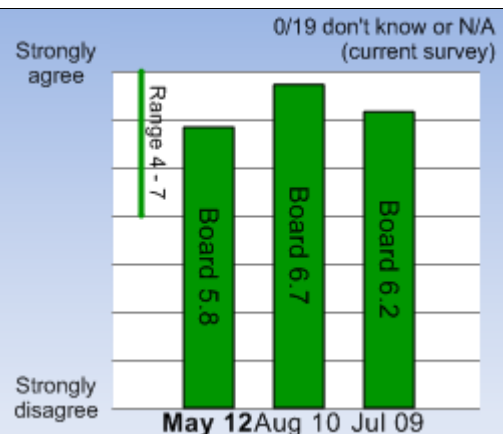
1. Understanding of role

The directors have a shared understanding of the board's governance role and responsibilities



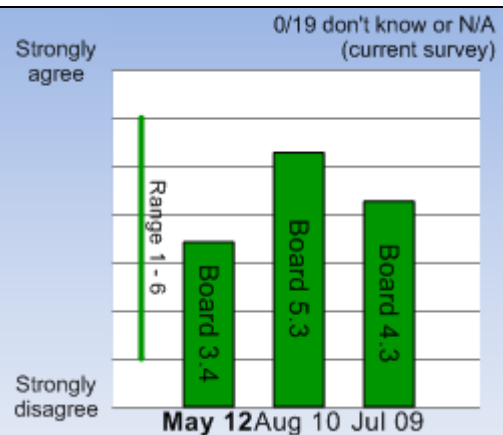
2. Acting in best interests

The directors act in what they believe to be the best interests of the organisation



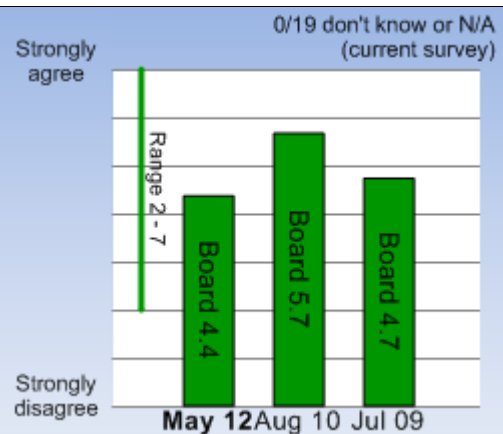
3. Board and management distinction

The directors clearly understand how their governance role differs from that of management.



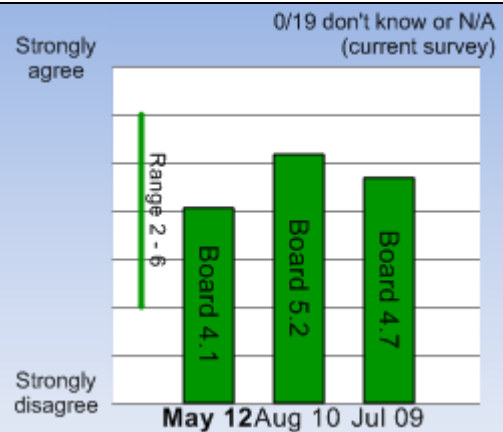
4. Legal duties and liabilities

The directors clearly understand their legal duties and personal liabilities.



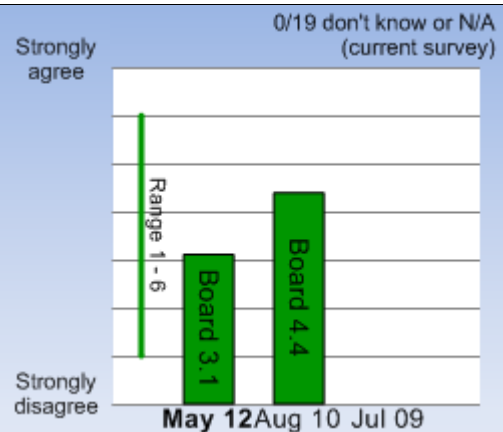
5. Specific legal requirements

The directors are familiar with any legal, regulatory and constitutional requirements that apply specifically to the organisation



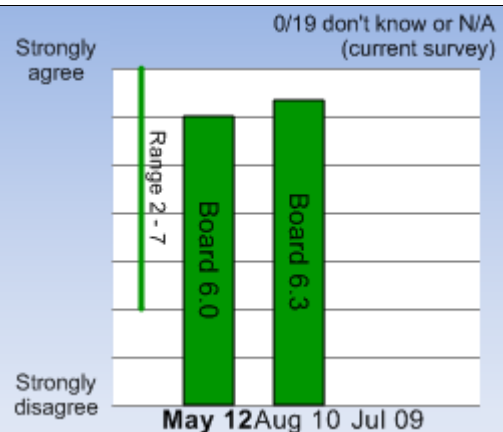
6. Maintaining confidentiality

The directors maintain confidentiality



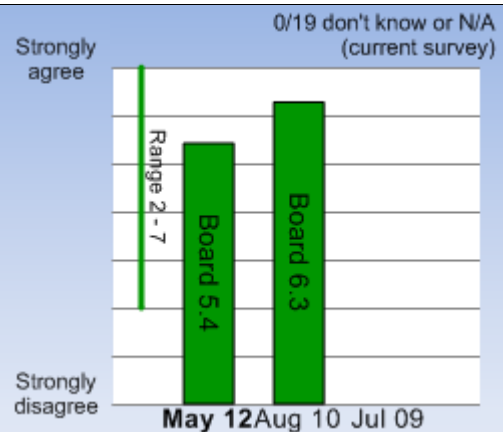
7. Conflicts of interest

The directors comply with disclosure of conflicts of interest requirements



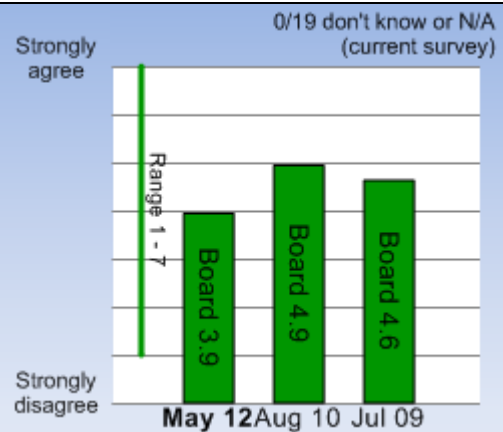
8. Integrity

The directors set the highest standards of integrity for the organization



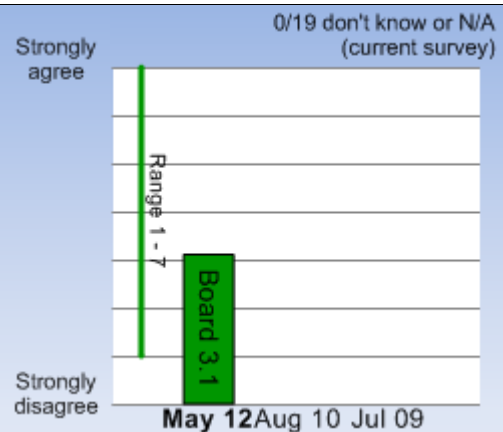
9. Delegation to management

The board delegates powers appropriately to management and clearly communicates the extent of those powers.



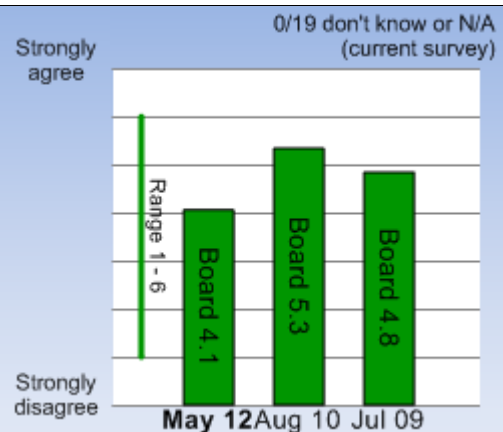
10. Management use of delegations

Management report regularly and fully to the board.



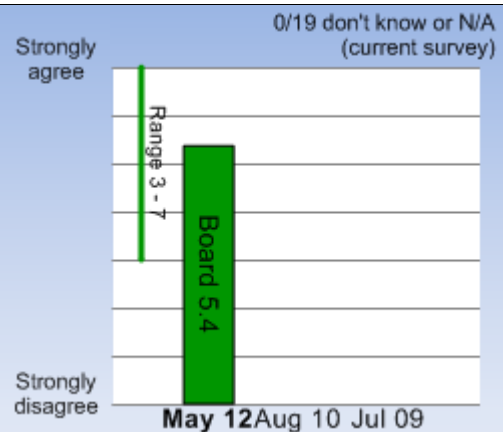
11. Board committee structure

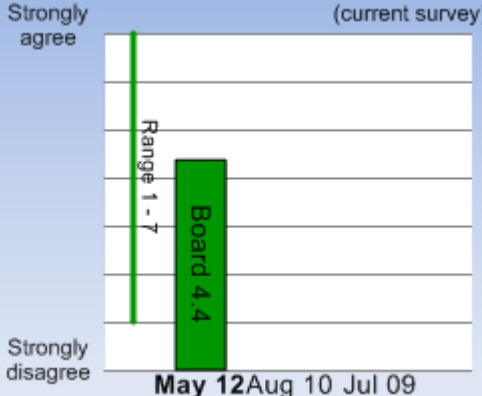
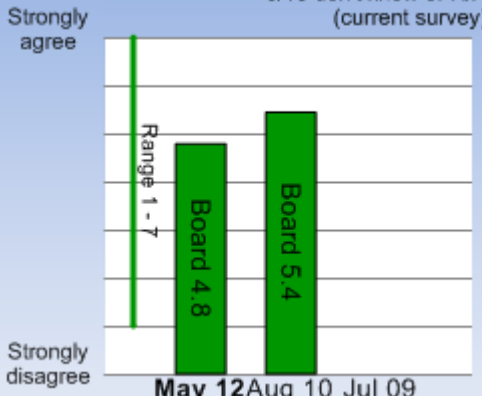
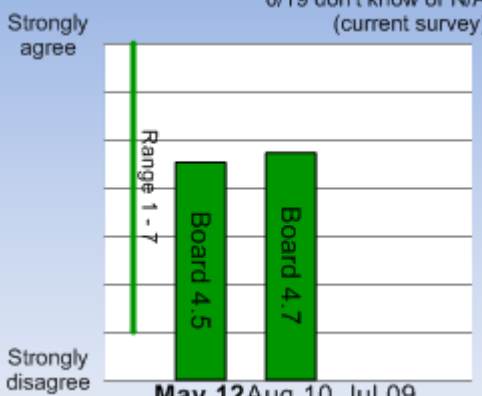
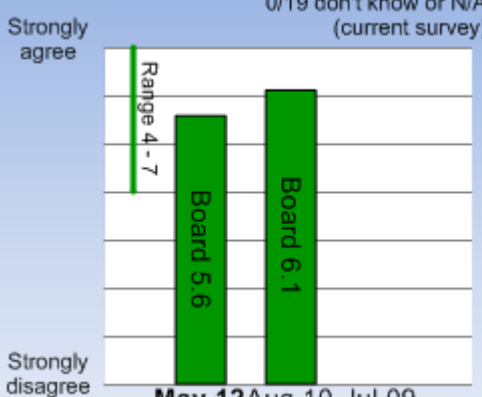
The board committee structure (number and type of committees and membership) is appropriate for the effective governance of the organisation

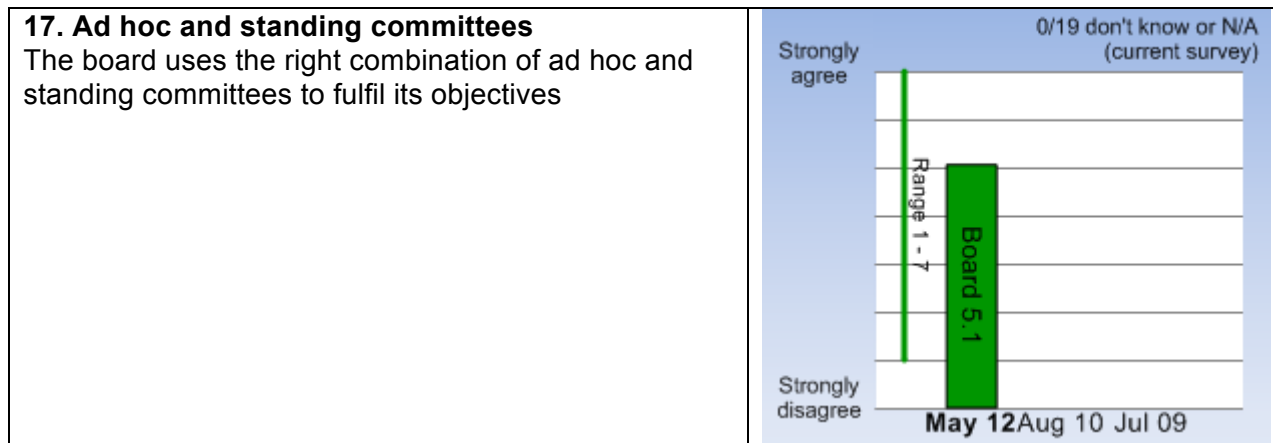


12. Committee terms of reference

The Board's committees have clear, formal terms of reference.



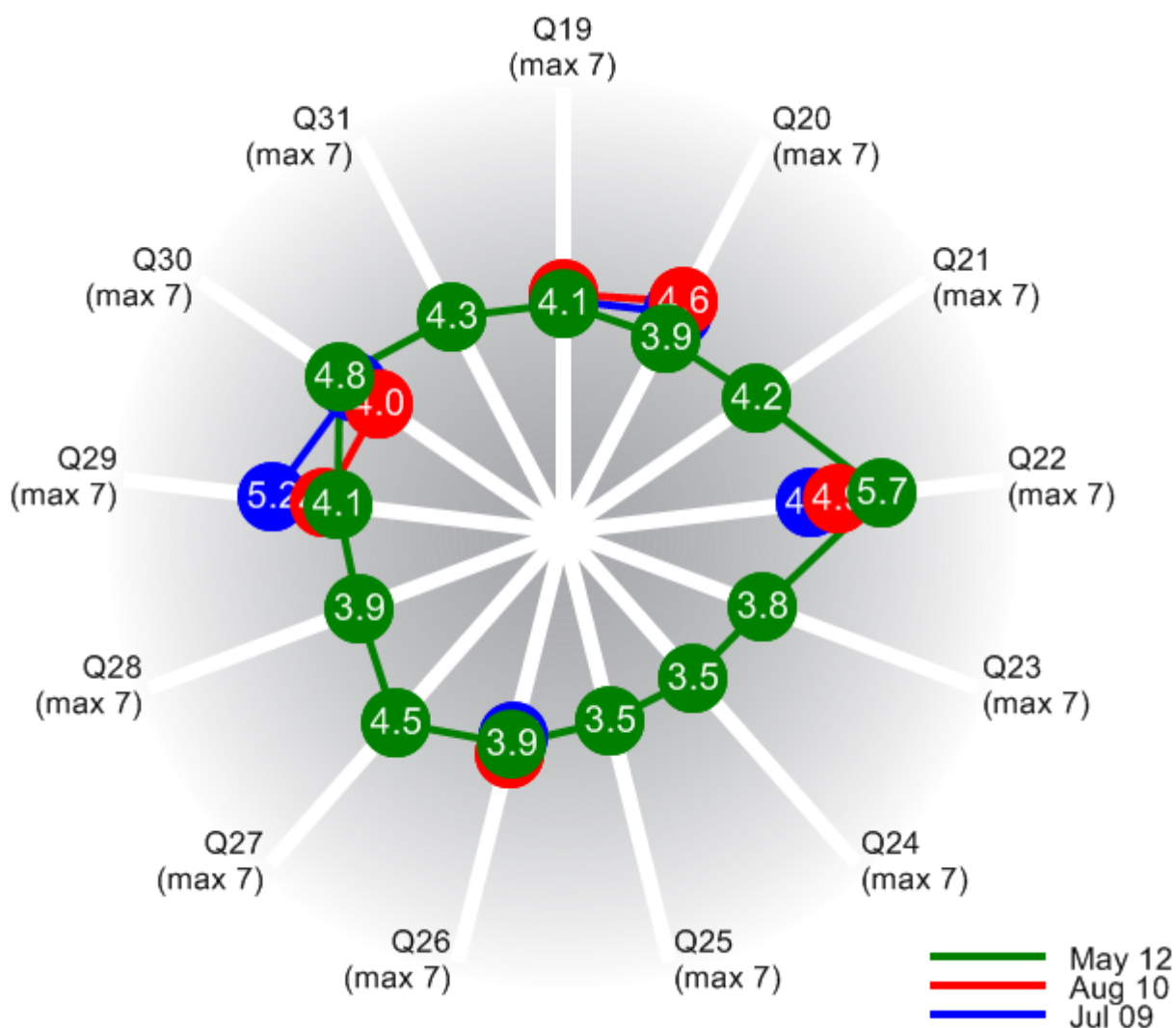
<p>13. Committee reporting requirements The Board's committees have well defined requirements for reporting back to the Board.</p>	<p>0/19 don't know or N/A (current survey)</p>  <p>Strongly agree</p> <p>Range 1 - 7</p> <p>Board 4.4</p> <p>Strongly disagree</p> <p>May 12 Aug 10 Jul 09</p>
<p>14. Running of ICANN Board Committees The board's committee are well run</p>	<p>0/19 don't know or N/A (current survey)</p>  <p>Strongly agree</p> <p>Range 1 - 7</p> <p>Board 4.8</p> <p>Board 5.4</p> <p>Strongly disagree</p> <p>May 12 Aug 10 Jul 09</p>
<p>15. Committee reporting The board's committees report to the Board appropriately</p>	<p>0/19 don't know or N/A (current survey)</p>  <p>Strongly agree</p> <p>Range 1 - 7</p> <p>Board 4.5</p> <p>Board 4.7</p> <p>Strongly disagree</p> <p>May 12 Aug 10 Jul 09</p>
<p>16. Committee contribution to ICANN governance The board's committees enhance the board's effectiveness in performing its governance role</p>	<p>0/19 don't know or N/A (current survey)</p>  <p>Strongly agree</p> <p>Range 4 - 7</p> <p>Board 5.6</p> <p>Board 6.1</p> <p>Strongly disagree</p> <p>May 12 Aug 10 Jul 09</p>



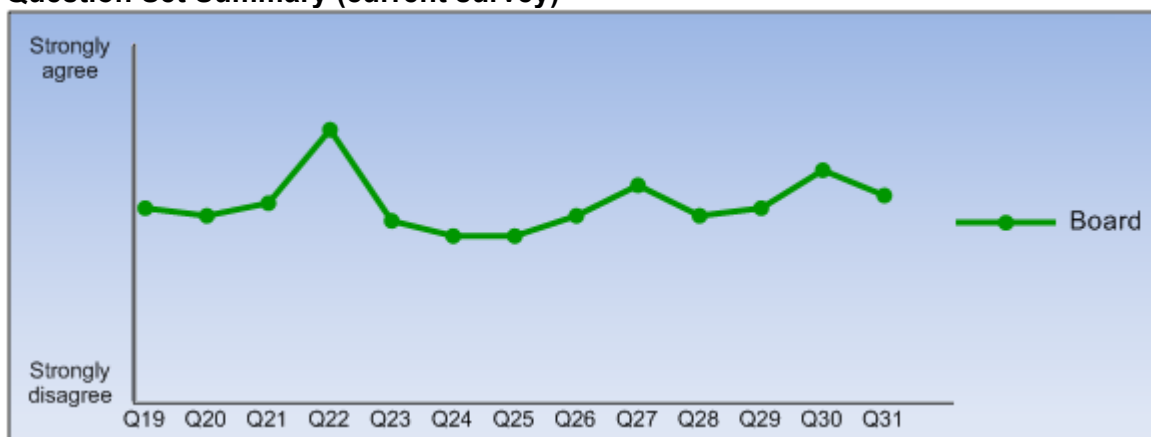
[INDIVIDUAL STATEMENTS AND PERSONAL REFERENCES REDACTED]

Meetings

Question Set Summary (Board only)

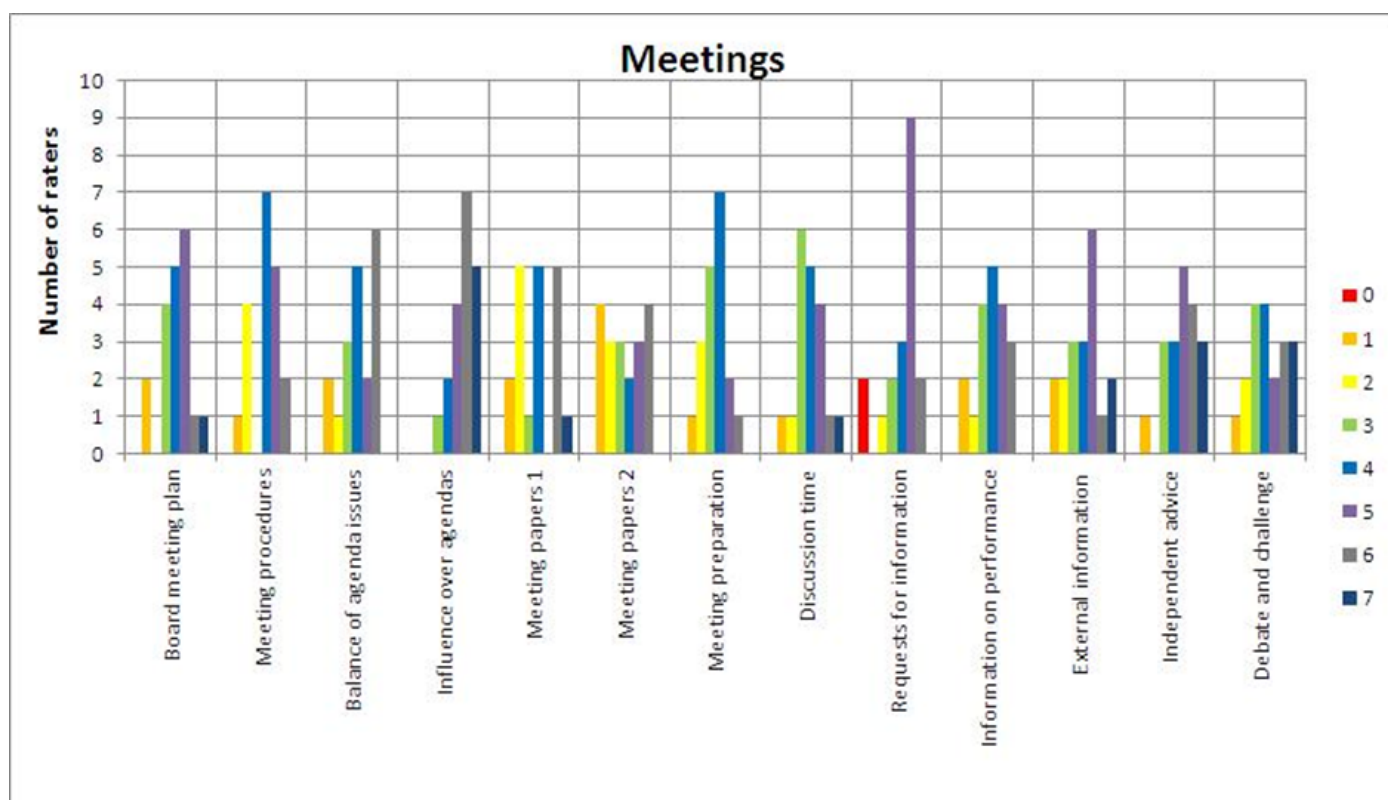


Question Set Summary (current survey)



Distribution of ratings - Meetings

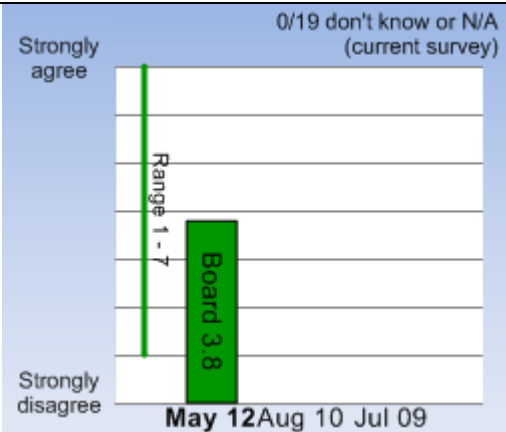
		Question name	RATINGS								No. of raters	Av	Median	Mode	SD
			don't know or N/A	1	2	3	4	5	6	7					
MEETINGS	19	Board meeting plan		2		4	5	6	1	1	19	4.1	4	5	1.51
	20	Meeting procedures		1	4		7	5	2		19	3.9	4	4	1.45
	21	Balance of agenda issues		2	1	3	5	2	6		19	4.2	4	6	1.68
	22	Influence over agendas				1	2	4	7	5	19	5.7	6	6	1.16
	23	Meeting papers 1		2	5	1	5		5	1	19	3.8	4	2	1.93
	24	Meeting papers 2		4	3	3	2	3	4		19	3.5	3	1	1.90
	25	Meeting preparation		1	3	5	7	2	1		19	3.5	4	4	1.22
	26	Discussion time		1	1	6	5	4	1	1	19	3.9	4	3	1.41
	27	Requests for information	2		1	2	3	9	2		19	4.5	5	5	1.07
	28	Information on performance		2	1	4	5	4	3		19	3.9	4	4	1.52
	29	External information		2	2	3	3	6	1	2	19	4.1	4	5	1.78
	30	Independent advice		1		3	3	5	4	3	19	4.8	5	5	1.61
	31	Debate and challenge		1	2	4	4	2	3	3	19	4.3	4	3	1.83



<p>19. Board meeting plan The board's meeting plan for each year covers all of its major responsibilities appropriately</p>	<p>0/19 don't know or N/A (current survey)</p> <p>Strongly agree</p> <p>Range 1 - 7</p> <p>Strongly disagree</p> <p>Board 4.1 Board 4.2 Board 4.1</p> <p>May 12 Aug 10 Jul 09</p>
<p>20. Meeting procedures Meeting procedures are clear and aid the efficient operation of the board</p>	<p>0/19 don't know or N/A (current survey)</p> <p>Strongly agree</p> <p>Range 1 - 6</p> <p>Strongly disagree</p> <p>Board 3.9 Board 4.6 Board 4.4</p> <p>May 12 Aug 10 Jul 09</p>
<p>21. Balance of agenda issues Meeting agendas prioritise important matters and assist balanced discussion of strategic issues.</p>	<p>0/19 don't know or N/A (current survey)</p> <p>Strongly agree</p> <p>Range 1 - 6</p> <p>Strongly disagree</p> <p>Board 4.2</p> <p>May 12 Aug 10 Jul 09</p>
<p>22. Influence over agendas All directors have sufficient opportunity to influence meeting agendas</p>	<p>0/19 don't know or N/A (current survey)</p> <p>Strongly agree</p> <p>Range 3 - 7</p> <p>Strongly disagree</p> <p>Board 5.7 Board 4.9 Board 4.4</p> <p>May 12 Aug 10 Jul 09</p>

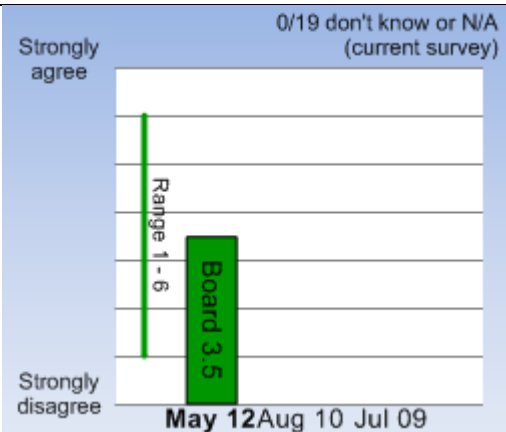
23. Meeting papers 1

Board papers are concise and at an appropriate level of supporting information for Board consideration



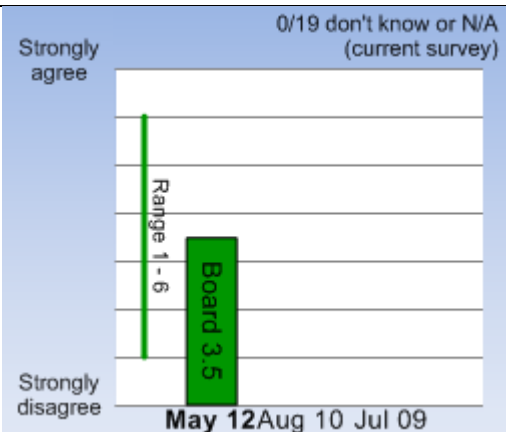
24. Meeting papers 2

Board papers are received in good time for board members to prepare properly for each meeting



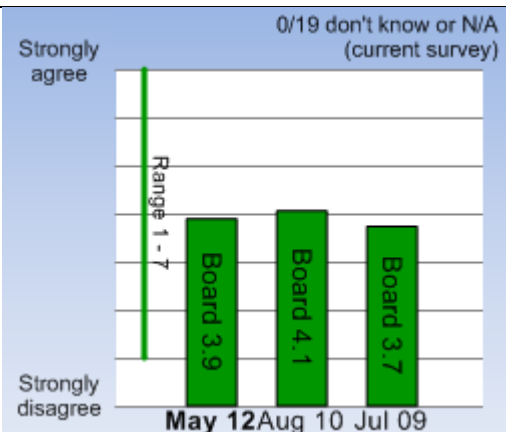
25. Meeting preparation

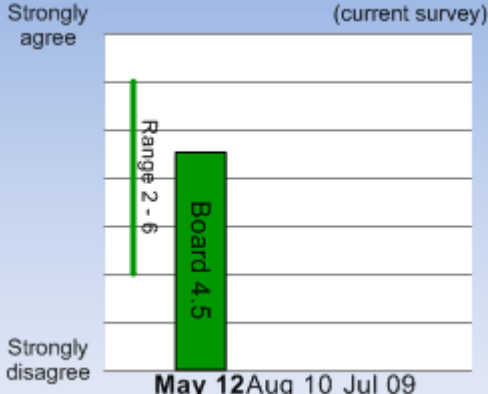
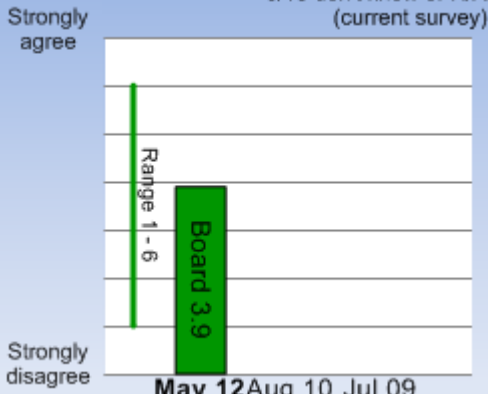
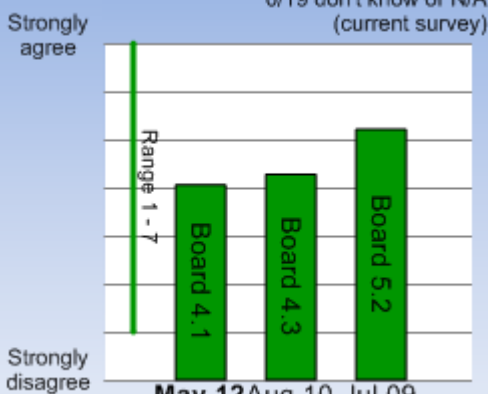
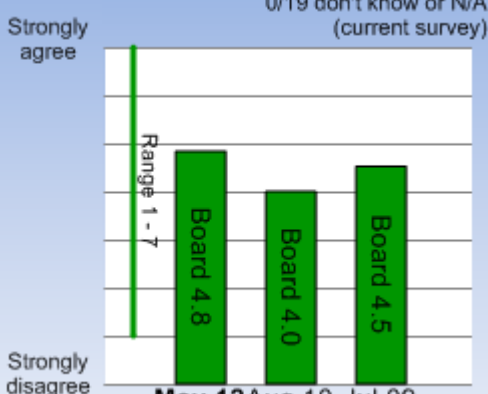
The Board members have reviewed the meeting papers in advance and are prepared for each meeting

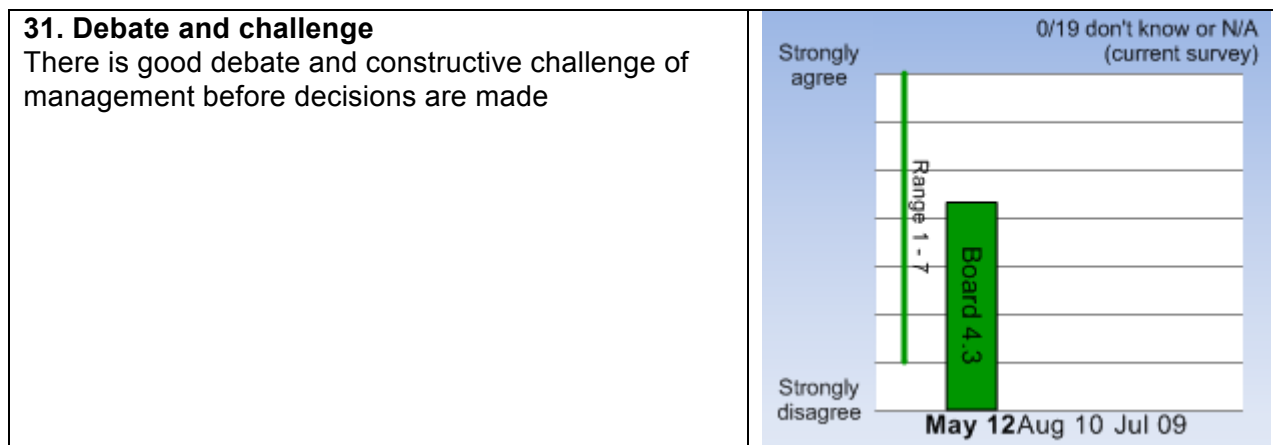


26. Discussion time

Meetings are conducted efficiently and to schedule, but provide sufficient time and encouragement for members to discuss issues that they deem important.



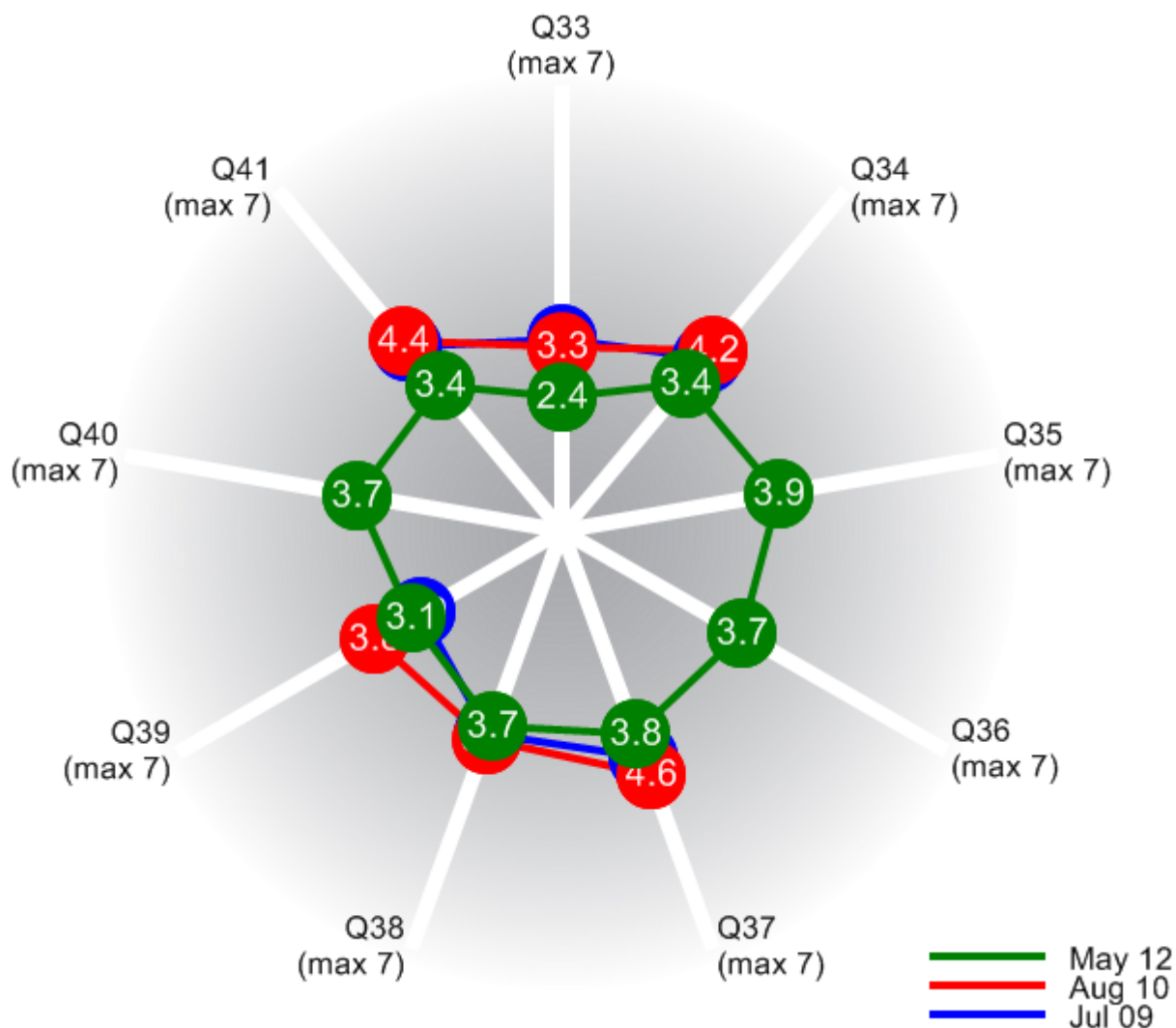
<p>27. Requests for information Directors' requests for additional information are reasonable</p>	<p>2/19 don't know or N/A (current survey)</p>  <p>Strongly agree</p> <p>Strongly disagree</p> <p>Range 2 - 6</p> <p>Board 4.5</p> <p>May 12 Aug 10 Jul 09</p>
<p>28. Information on performance The board receives and reviews the right amount and quality financial and non-financial information on the organisation's performance</p>	<p>0/19 don't know or N/A (current survey)</p>  <p>Strongly agree</p> <p>Strongly disagree</p> <p>Range 1 - 6</p> <p>Board 3.9</p> <p>May 12 Aug 10 Jul 09</p>
<p>29. External information The board receives appropriate media reports and other externally sourced information on events, trends, technology, and other factors that affect the organisation.</p>	<p>0/19 don't know or N/A (current survey)</p>  <p>Strongly agree</p> <p>Strongly disagree</p> <p>Range 1 - 7</p> <p>Board 4.1</p> <p>Board 4.3</p> <p>Board 5.2</p> <p>May 12 Aug 10 Jul 09</p>
<p>30. Independent advice Where appropriate the board obtains independent advice from external parties before making decisions</p>	<p>0/19 don't know or N/A (current survey)</p>  <p>Strongly agree</p> <p>Strongly disagree</p> <p>Range 1 - 7</p> <p>Board 4.8</p> <p>Board 4.0</p> <p>Board 4.5</p> <p>May 12 Aug 10 Jul 09</p>



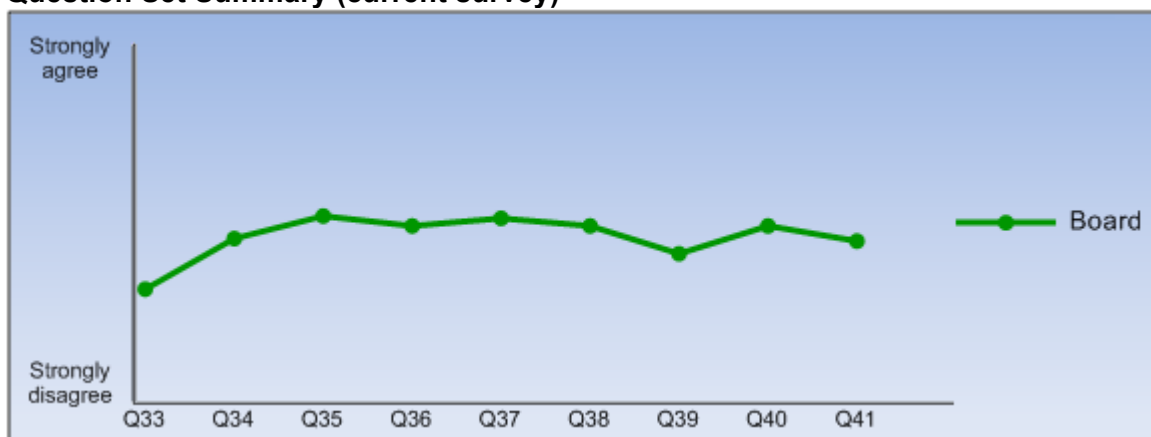
[INDIVIDUAL STATEMENTS AND PERSONAL REFERENCES REDACTED]

Purpose

Question Set Summary (Board only)

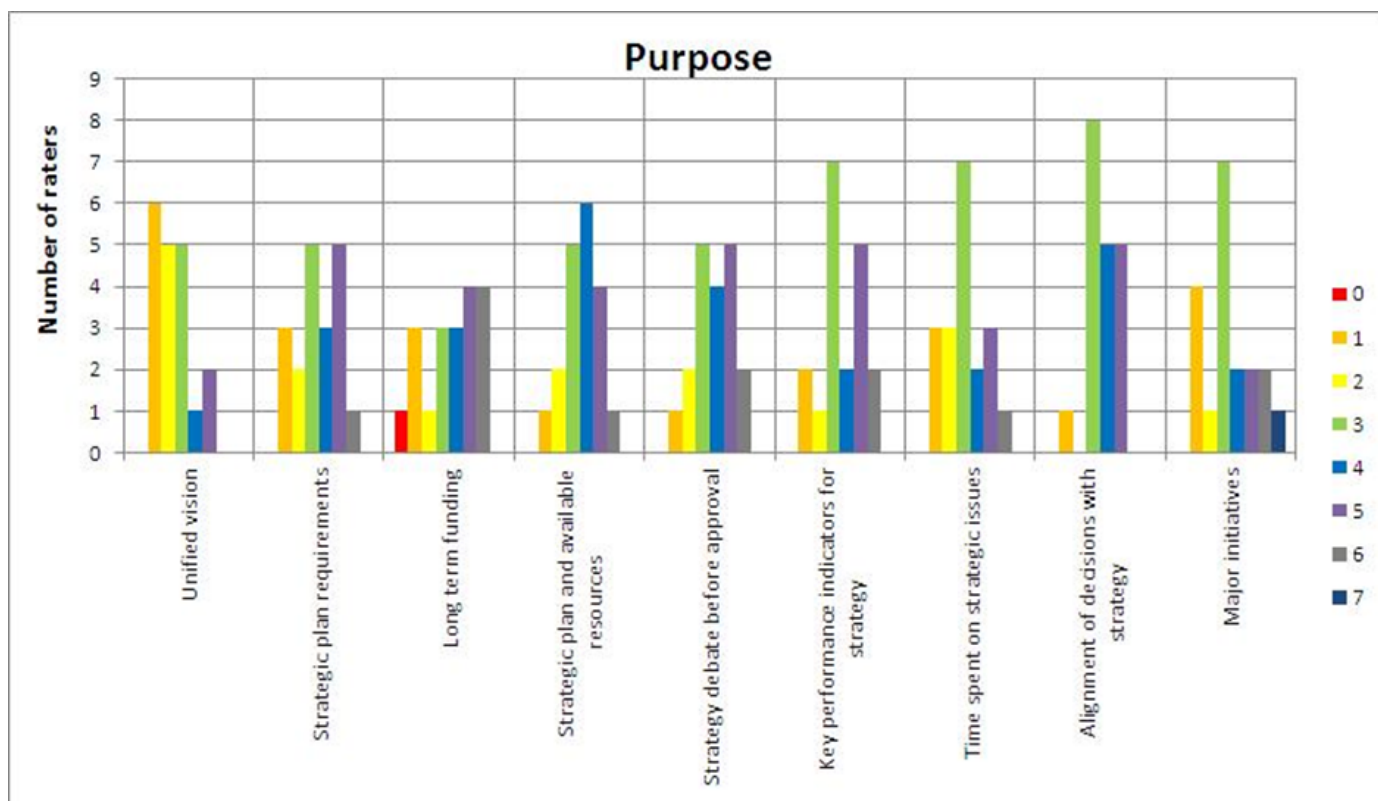


Question Set Summary (current survey)



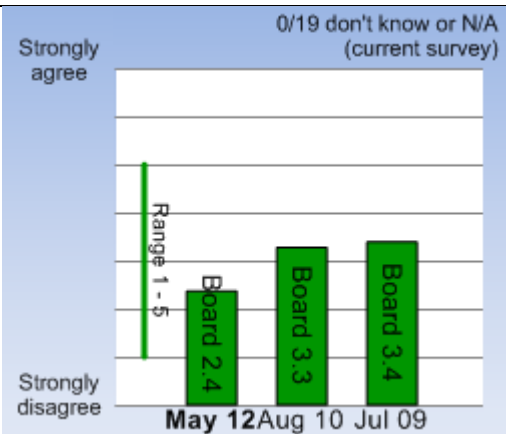
Distribution of ratings - Purpose

		Question name	RATINGS								No. of raters	Av	Median	Mode	SD
			don't know or N/A	1	2	3	4	5	6	7					
PURPOSE	33	Unified vision		6	5	5	1	2			19	2.4	2	1	1.30
	34	Strategic plan requirements		3	2	5	3	5	1		19	3.4	3	3	1.54
	35	Long term funding	1	3	1	3	3	4	4		19	3.9	4	5	1.78
	36	Strategic plan and available resources		1	2	5	6	4	1		19	3.7	4	4	1.25
	37	Strategy debate before approval		1	2	5	4	5	2		19	3.8	4	3	1.38
	38	Key performance indicators for strategy		2	1	7	2	5	2		19	3.7	3	3	1.49
	39	Time spent on strategic issues		3	3	7	2	3	1		19	3.1	3	3	1.45
	40	Alignment of decisions with strategy		1		8	5	5			19	3.7	4	3	1.06
	41	Major initiatives		4	1	7	2	2	2	1	19	3.4	3	3	1.80



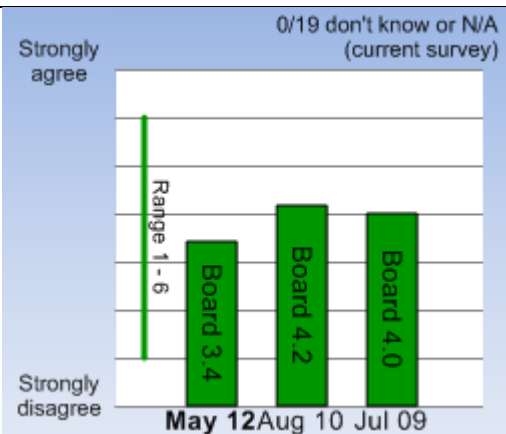
33. Unified vision

The board and management share a well explored, unified vision of the future of the organisation and how to achieve it



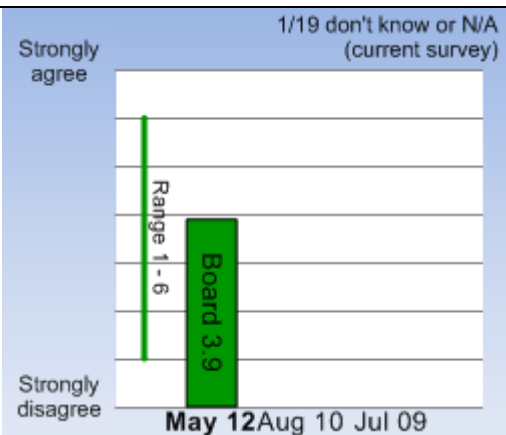
34. Strategic plan requirements

The board clearly sets out parameters to guide management in preparing the strategic plan.



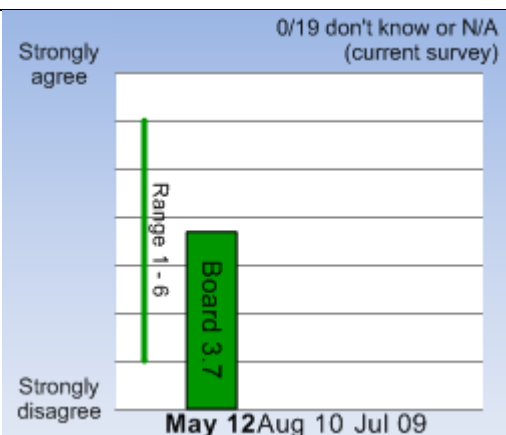
35. Long term funding

In formulating the organisation's strategy and financial plans the board is closely involved in the establishment of long-term funding plans, based on robust discussion of income sustainability, resource allocation and investment requirements.

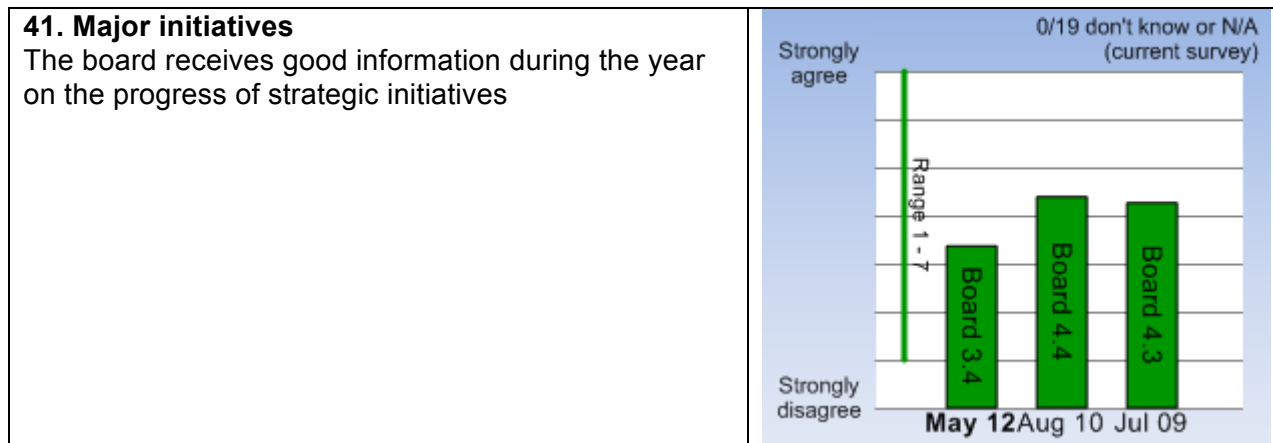


36. Strategic plan and available resources

The board ensures that the strategic plan balances intangible organisational goals against available resources and identifies how resource gaps will be closed



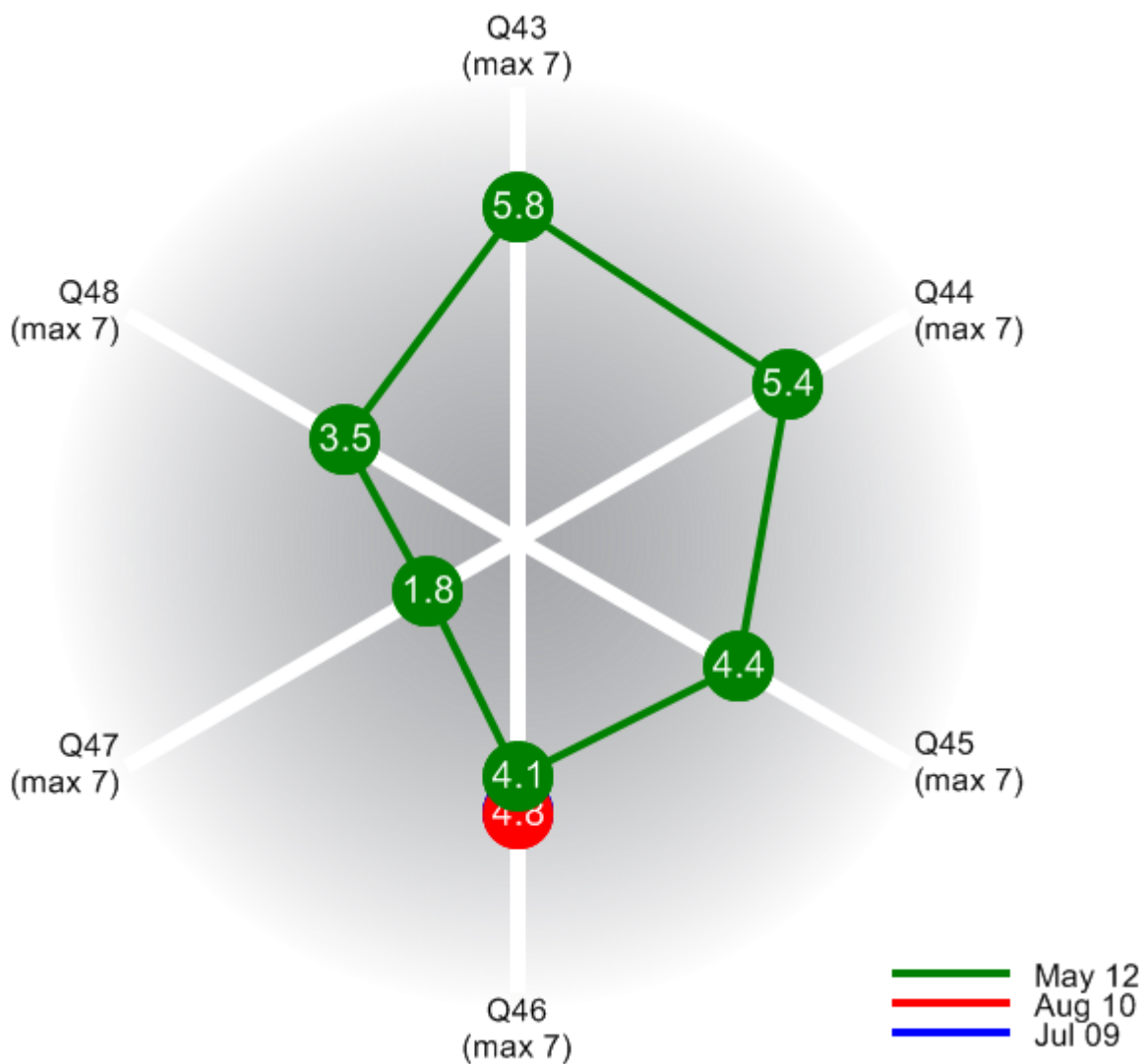
<p>37. Strategy debate before approval The board rigorously challenges and debates strategic plans and budgets before approval</p>	<p>0/19 don't know or N/A (current survey)</p> <table border="1"> <thead> <tr> <th>Survey Date</th> <th>Score</th> </tr> </thead> <tbody> <tr> <td>May 12</td> <td>3.8</td> </tr> <tr> <td>Aug 10</td> <td>4.6</td> </tr> <tr> <td>Jul 09</td> <td>4.3</td> </tr> </tbody> </table>	Survey Date	Score	May 12	3.8	Aug 10	4.6	Jul 09	4.3
Survey Date	Score								
May 12	3.8								
Aug 10	4.6								
Jul 09	4.3								
<p>38. Key performance indicators for strategy In consultation with management, the board agrees the right key performance indicators to define and measure success in achieving the organisation's strategy</p>	<p>0/19 don't know or N/A (current survey)</p> <table border="1"> <thead> <tr> <th>Survey Date</th> <th>Score</th> </tr> </thead> <tbody> <tr> <td>May 12</td> <td>3.7</td> </tr> <tr> <td>Aug 10</td> <td>3.9</td> </tr> <tr> <td>Jul 09</td> <td>3.8</td> </tr> </tbody> </table>	Survey Date	Score	May 12	3.7	Aug 10	3.9	Jul 09	3.8
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Aug 10	3.9								
Jul 09	3.8								
<p>39. Time spent on strategic issues The board spends the right amount of time discussing and reviewing strategic issues at meetings</p>	<p>0/19 don't know or N/A (current survey)</p> <table border="1"> <thead> <tr> <th>Survey Date</th> <th>Score</th> </tr> </thead> <tbody> <tr> <td>May 12</td> <td>3.1</td> </tr> <tr> <td>Aug 10</td> <td>3.8</td> </tr> <tr> <td>Jul 09</td> <td>2.9</td> </tr> </tbody> </table>	Survey Date	Score	May 12	3.1	Aug 10	3.8	Jul 09	2.9
Survey Date	Score								
May 12	3.1								
Aug 10	3.8								
Jul 09	2.9								
<p>40. Alignment of decisions with strategy Major board decisions during the year include full discussion of alignment with strategy and the financial plan</p>	<p>0/19 don't know or N/A (current survey)</p> <table border="1"> <thead> <tr> <th>Survey Date</th> <th>Score</th> </tr> </thead> <tbody> <tr> <td>May 12</td> <td>3.7</td> </tr> </tbody> </table>	Survey Date	Score	May 12	3.7				
Survey Date	Score								
May 12	3.7								



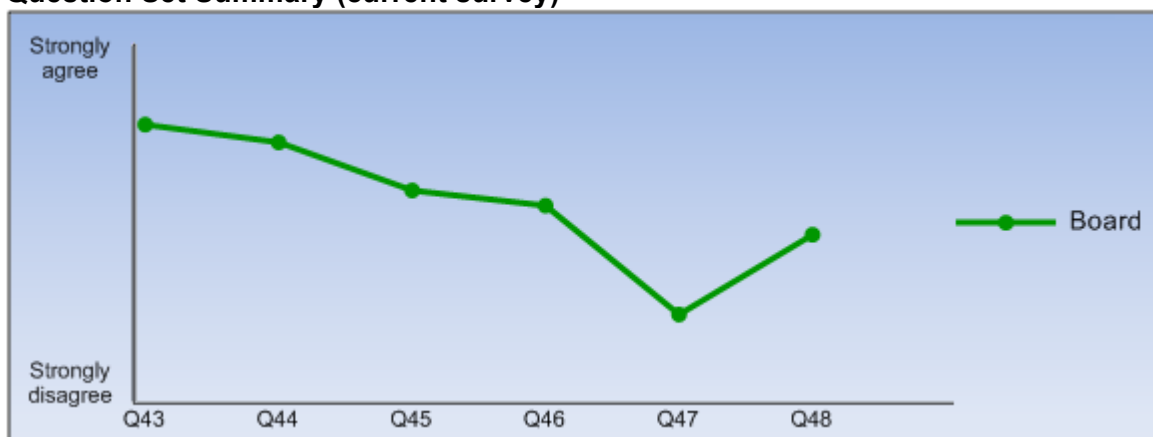
[INDIVIDUAL STATEMENTS AND PERSONAL REFERENCES REDACTED]

Stakeholders

Question Set Summary (Board only)

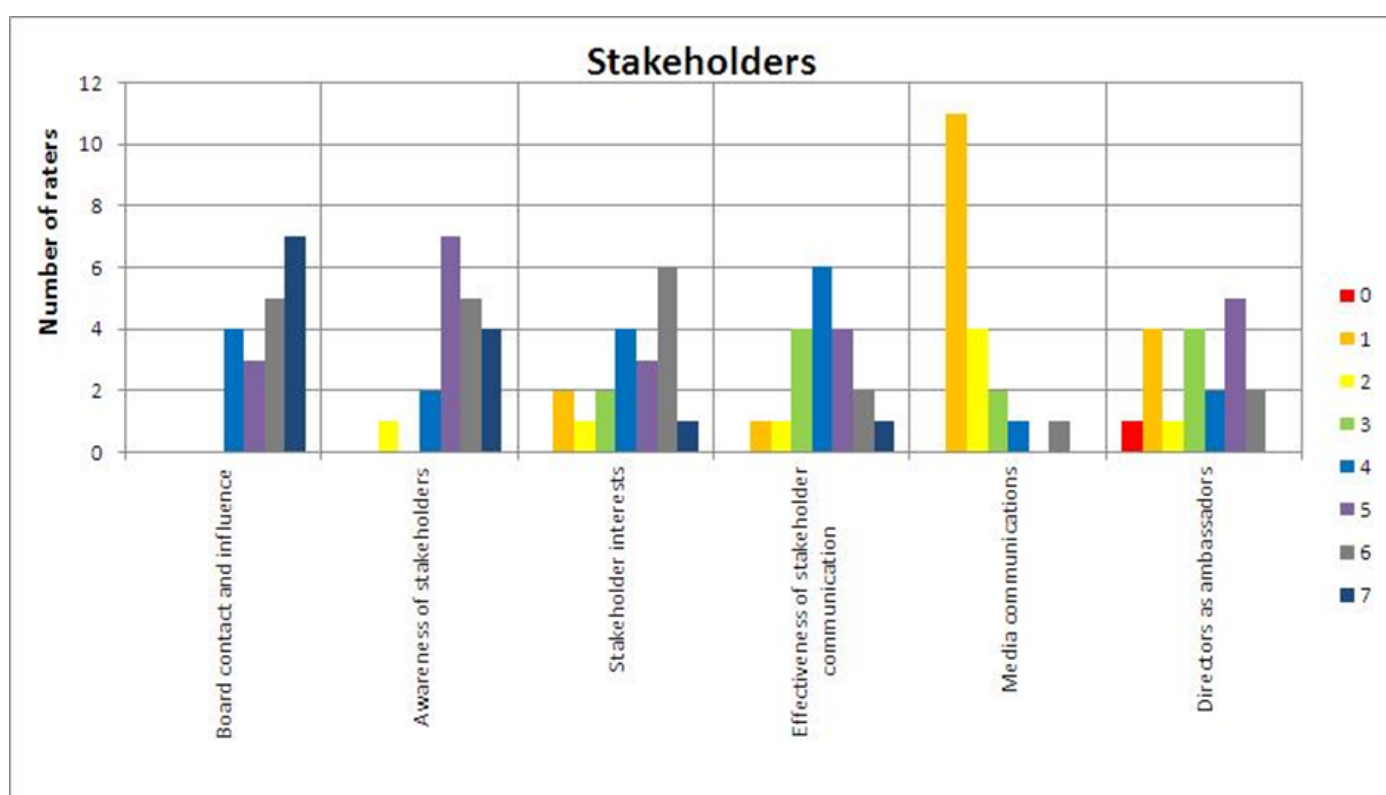


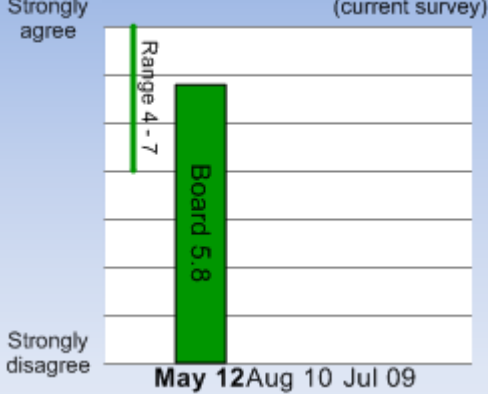
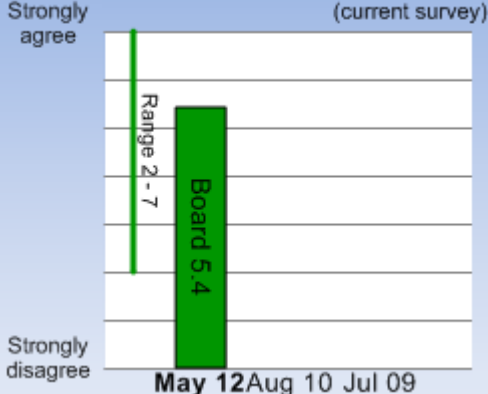
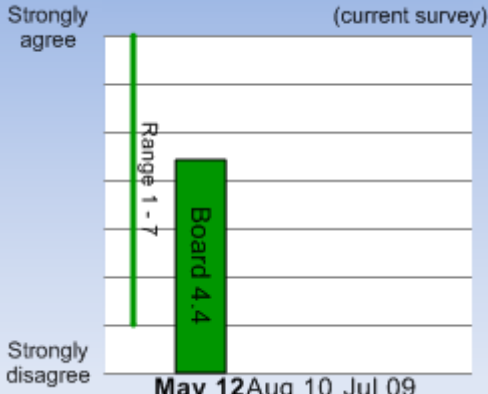
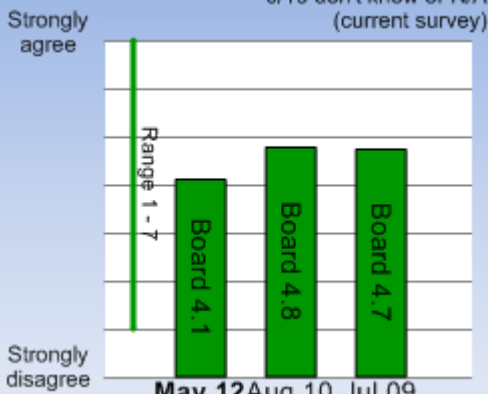
Question Set Summary (current survey)



Distribution of ratings - Stakeholders

			RATINGS												
		Question name	don't know or N/A	1	2	3	4	5	6	7	No. of raters	Av	Median	Mode	SD
STAKEHOLDERS	43	Board contact and influence					4	3	5	7	19	5.8	6	7	1.18
	44	Awareness of stakeholders			1		2	7	5	4	19	5.4	5	5	1.26
	45	Stakeholder interests		2	1	2	4	3	6	1	19	4.4	5	6	1.77
	46	Effectiveness of stakeholder communication		1	1	4	6	4	2	1	19	4.1	4	4	1.45
	47	Media communications		11	4	2	1		1		19	1.8	1	1	1.34
	48	Directors as ambassadors	1	4	1	4	2	5	2		19	3.5	3.5	5	1.76



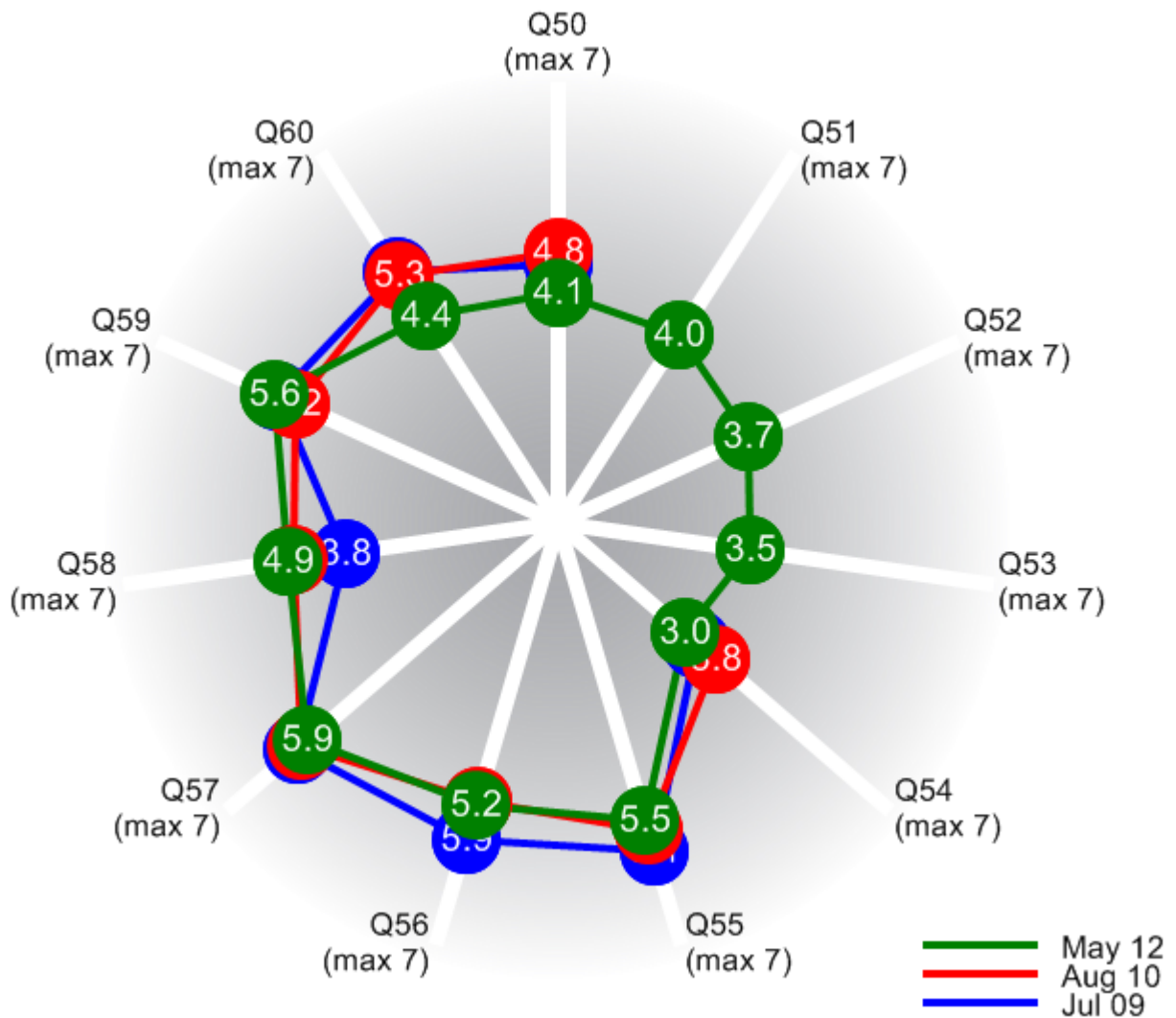
<p>43. Board contact and influence The board provides access to stakeholders so that stakeholder viewpoints are sufficiently expressed</p>	<p>0/19 don't know or N/A (current survey)</p>  <p>Strongly agree</p> <p>Range 4 - 7</p> <p>Board 5.8</p> <p>Strongly disagree</p> <p>May 12 Aug 10 Jul 09</p>
<p>44. Awareness of stakeholders The Board sufficiently recognizes the individual interests of the various stakeholders when making decisions</p>	<p>0/19 don't know or N/A (current survey)</p>  <p>Strongly agree</p> <p>Range 2 - 7</p> <p>Board 5.4</p> <p>Strongly disagree</p> <p>May 12 Aug 10 Jul 09</p>
<p>45. Stakeholder interests Stakeholders provide the Board with objective information about their interests</p>	<p>0/19 don't know or N/A (current survey)</p>  <p>Strongly agree</p> <p>Range 1 - 7</p> <p>Board 4.4</p> <p>Strongly disagree</p> <p>May 12 Aug 10 Jul 09</p>
<p>46. Effectiveness of stakeholder communication The board and management communicates effectively to ensure that major stakeholders are appropriately informed in key areas of interest</p>	<p>0/19 don't know or N/A (current survey)</p>  <p>Strongly agree</p> <p>Range 1 - 7</p> <p>Board 4.1</p> <p>Board 4.8</p> <p>Board 4.7</p> <p>Strongly disagree</p> <p>May 12 Aug 10 Jul 09</p>

<p>47. Media communications The board is satisfied with the organisation's policy and performance when communicating with the media</p>	<p>Strongly agree</p> <p>0/19 don't know or N/A (current survey)</p> <p>Range 1 - 6</p> <p>Board 1.8</p> <p>Strongly disagree</p> <p>May 12 Aug 10 Jul 09</p>
<p>48. Directors as ambassadors The directors are seen as effective ambassadors, building awareness and respect for the organisation</p>	<p>Strongly agree</p> <p>1/19 don't know or N/A (current survey)</p> <p>Range 1 - 6</p> <p>Board 3.5</p> <p>Strongly disagree</p> <p>May 12 Aug 10 Jul 09</p>

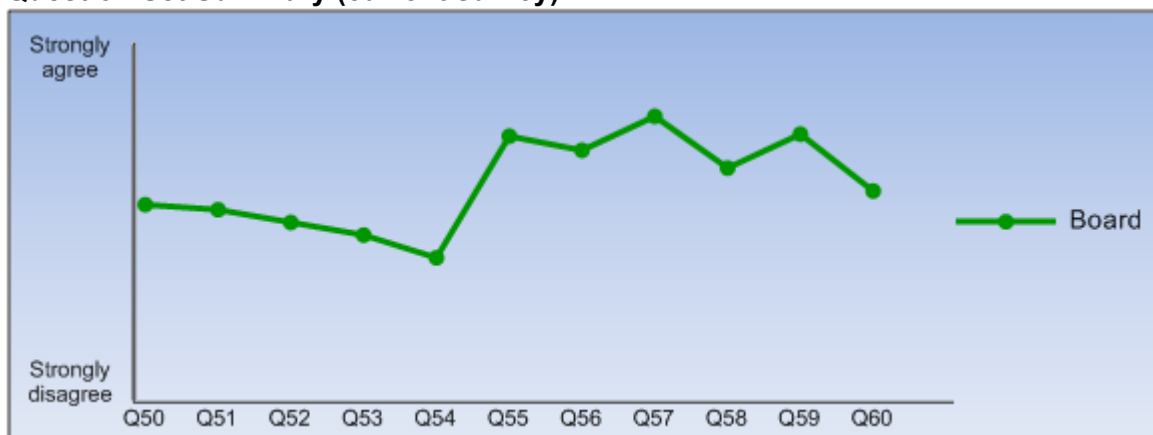
[INDIVIDUAL STATEMENTS AND PERSONAL REFERENCES REDACTED]

Conformance

Question Set Summary (Board only)

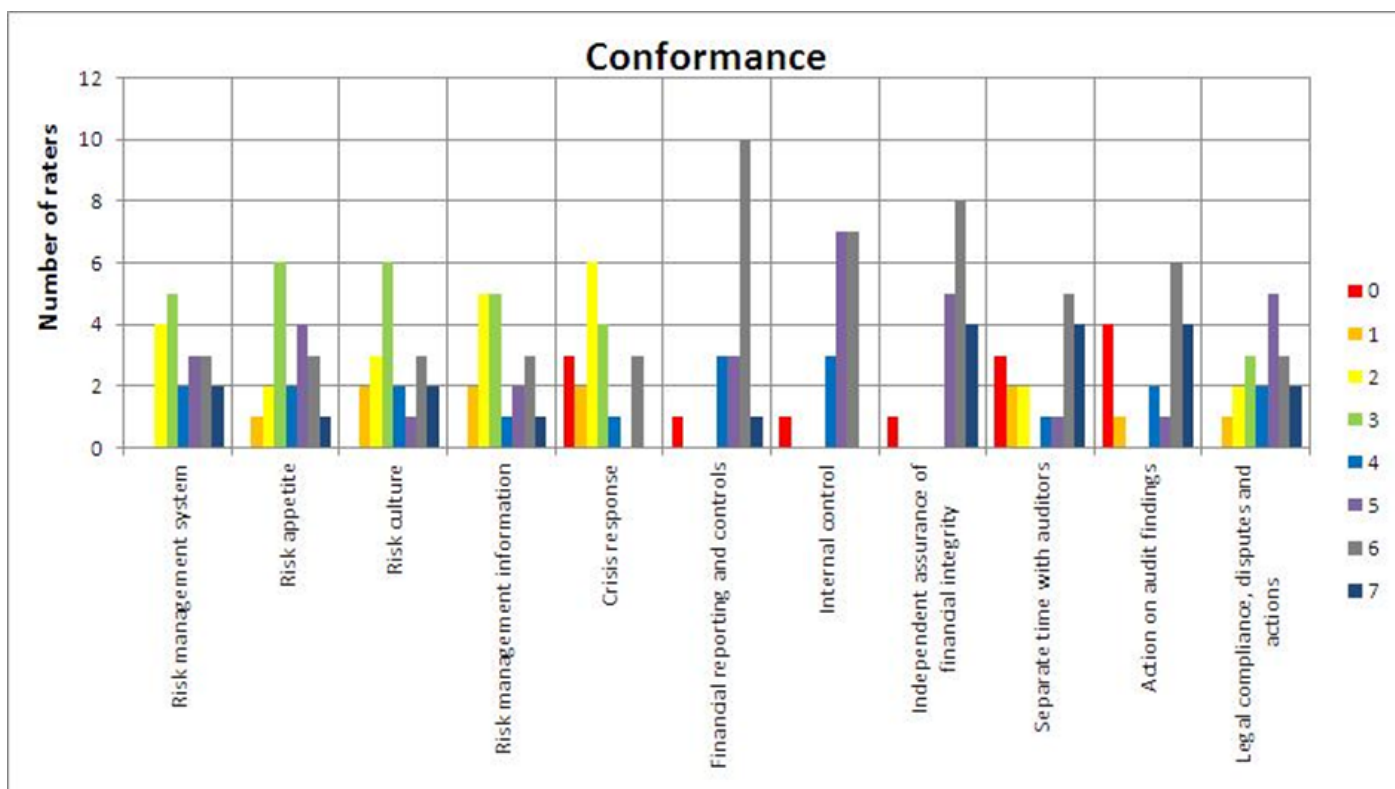


Question Set Summary (current survey)



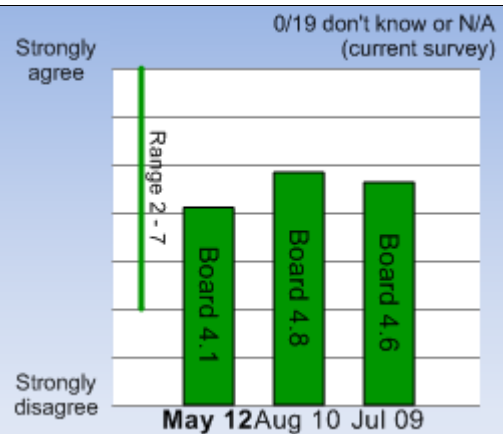
Distribution of ratings - Conformance

		Question name	RATINGS								No. of raters	Av	Median	Mode	SD
			don't know or N/A	1	2	3	4	5	6	7					
CONFORMANCE	50	Risk management system			4	5	2	3	3	2	19	4.1	4	3	1.73
	51	Risk appetite		1	2	6	2	4	3	1	19	4.0	4	3	1.63
	52	Risk culture		2	3	6	2	1	3	2	19	3.7	3	3	1.91
	53	Risk management information		2	5	5	1	2	3	1	19	3.5	3	2	1.84
	54	Crisis response	3	2	6	4	1		3		19	3.0	2.5	2	1.67
	55	Financial reporting and controls	1				3	3	10	1	18	5.5	6	6	0.87
	56	Internal control	1				3	7	7		18	5.2	5	5	0.75
	57	Independent assurance of financial integrity	1					5	8	4	18	5.9	6	6	0.75
	58	Separate time with auditors	3	2	2		1	1	5	4	18	4.9	6	6	2.26
	59	Action on audit findings	4	1			2	1	6	4	18	5.6	6	6	1.65
	60	Legal compliance, disputes and actions		1	2	3	2	5	3	2	18	4.4	5	5	1.75



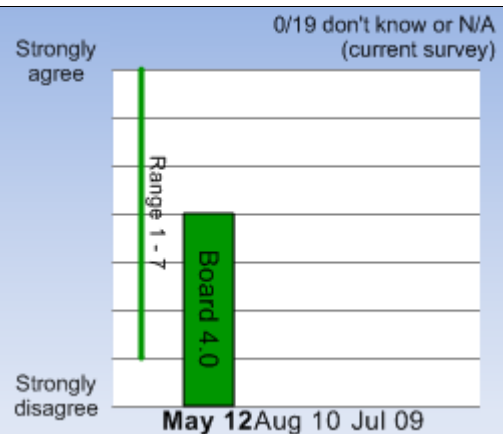
50. Risk management system

The board considers that the organisation has an appropriate system to identify, measure and effectively manage risks.



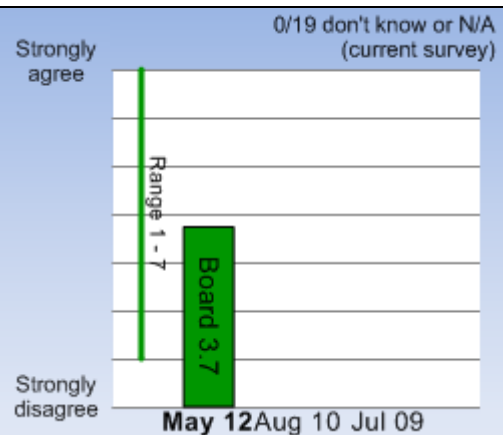
51. Risk appetite

In consultation with management, the Board has fully discussed and established an understanding of the organisation's significant risk areas.



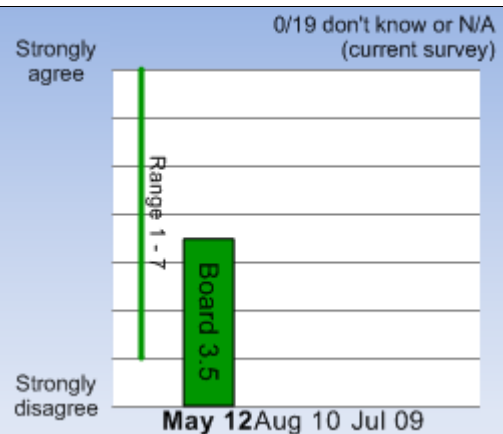
52. Risk culture

The board is confident that the identified risks have been properly communicated throughout the organisation and are considered in everyday decision-making



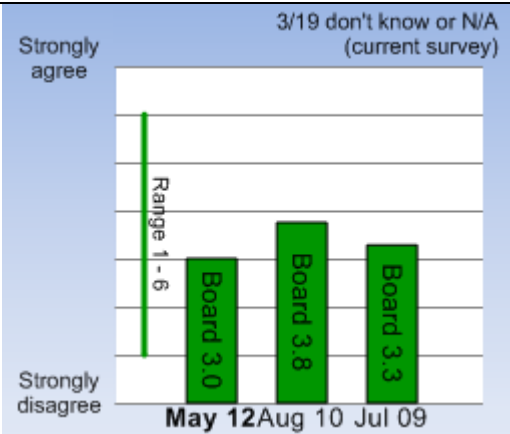
53. Risk management information

The board receives the right information to enable it to understand and monitor the organisation's management/mitigation of risk



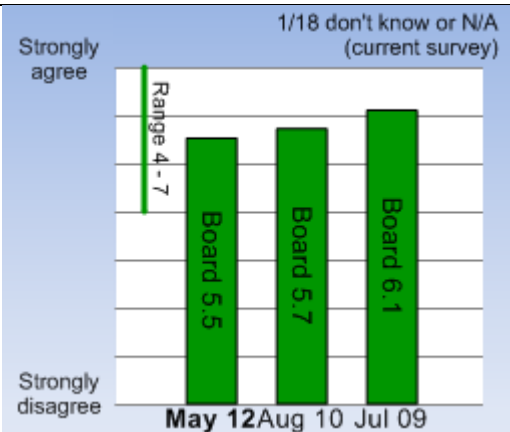
54. Crisis response

The board has signed off on an appropriate crisis management plan and the organisation is well prepared for emergencies



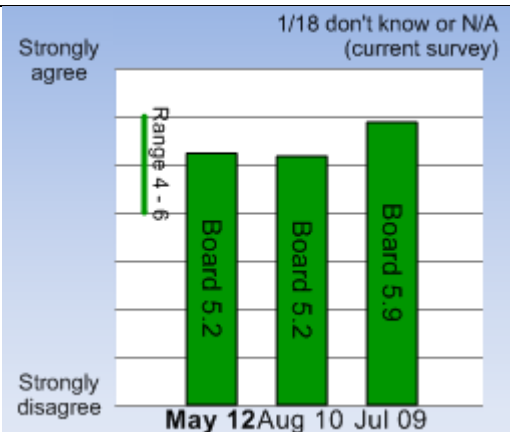
55. Financial reporting and controls

The board is satisfied that financial measurement, reporting and control systems have integrity and are accurate



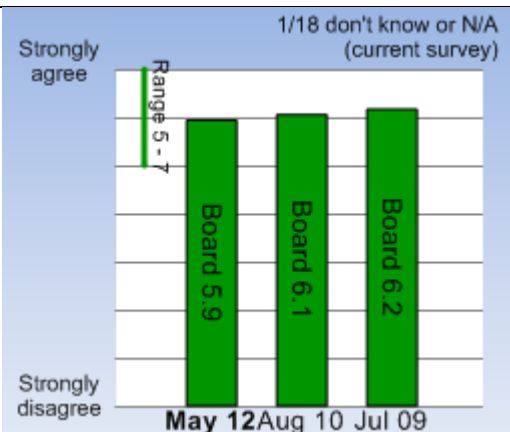
56. Internal control

The board is satisfied that the organisation has an effective system of internal control



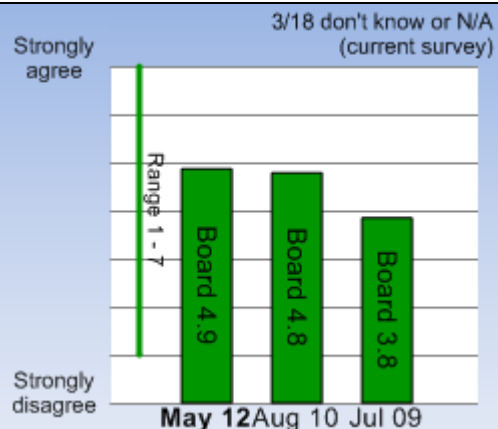
57. Independent assurance of financial integrity

The board oversees the receipt of assurance from independent auditors on the effective operation of internal controls and integrity of financial statements



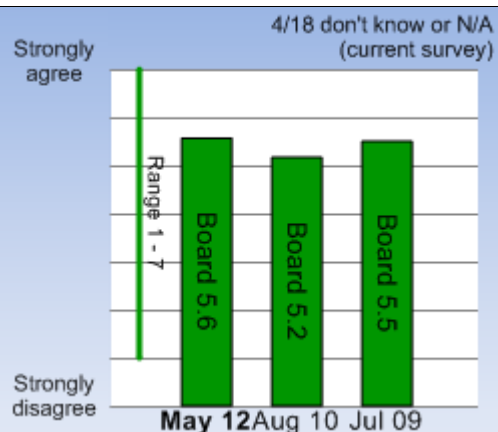
58. Separate time with auditors

The auditors have the opportunity to report their findings to the board and be questioned by directors without management in attendance.



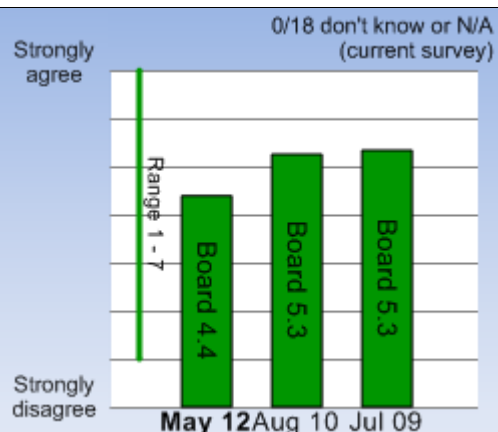
59. Action on audit findings

Audit findings and recommendations are fully and promptly actioned by management after review by the audit committee and board



60. Legal compliance, disputes and actions

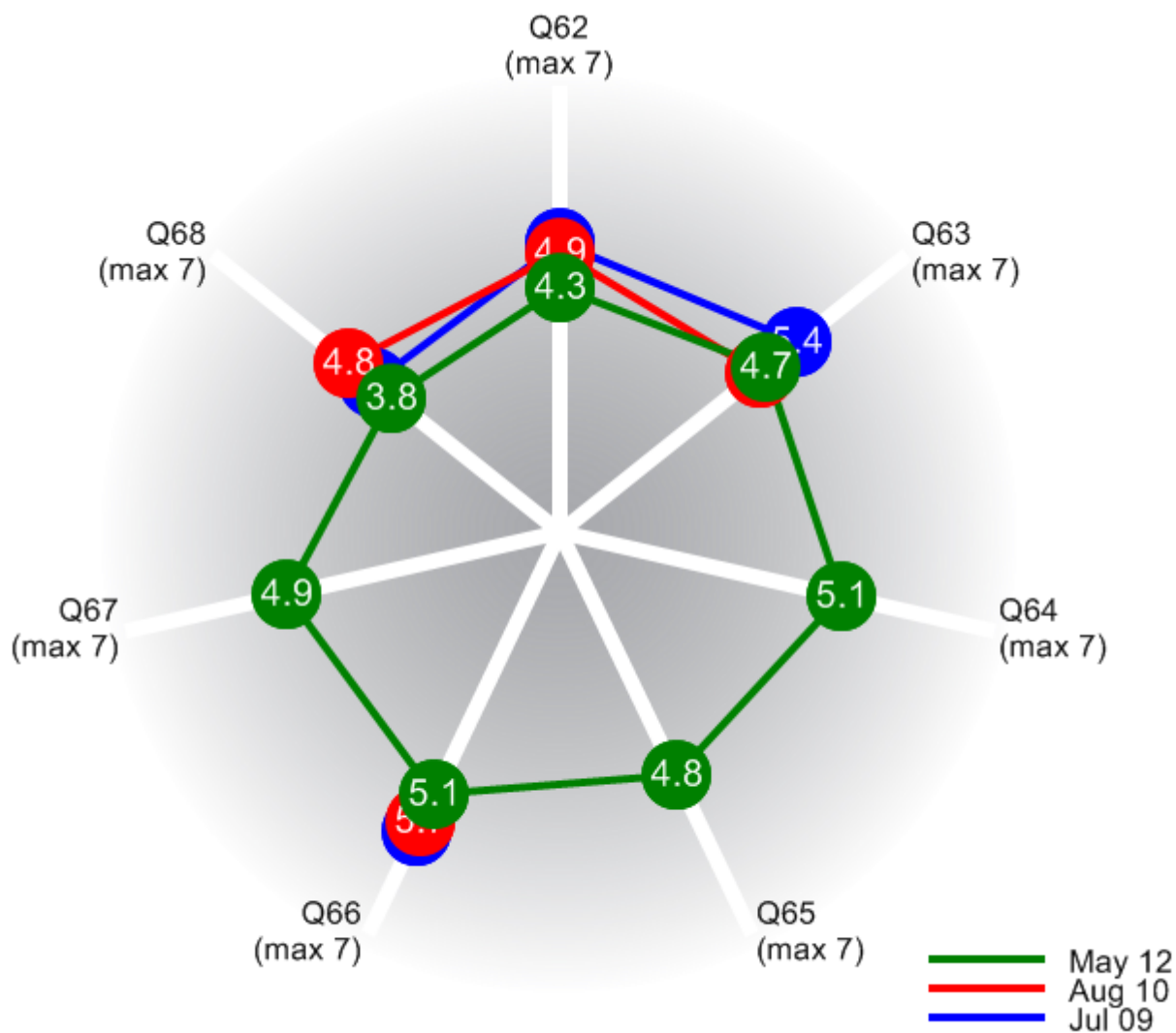
The board is satisfied with systems that measure and report on the organisation's legal compliance and resolution of disputes and legal actions



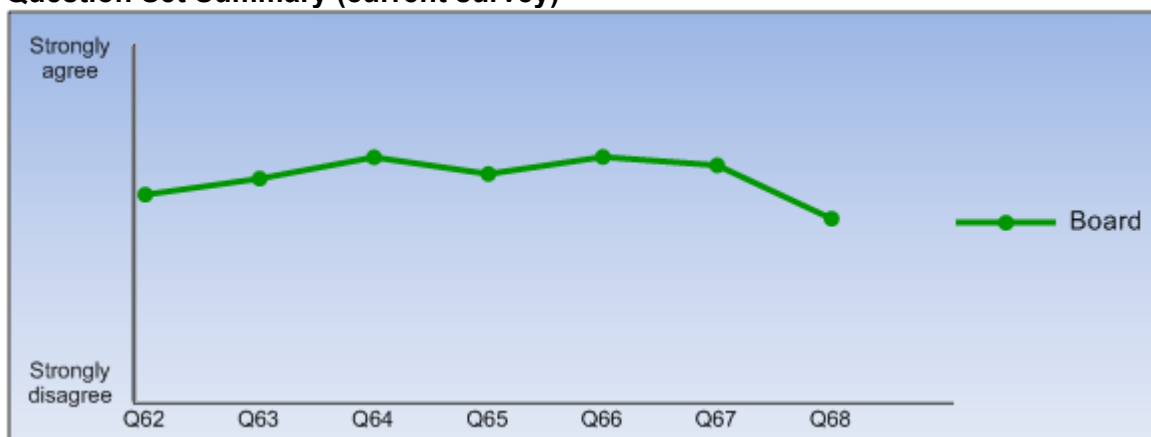
[INDIVIDUAL STATEMENTS AND PERSONAL REFERENCES REDACTED]

Performance

Question Set Summary (Board only)

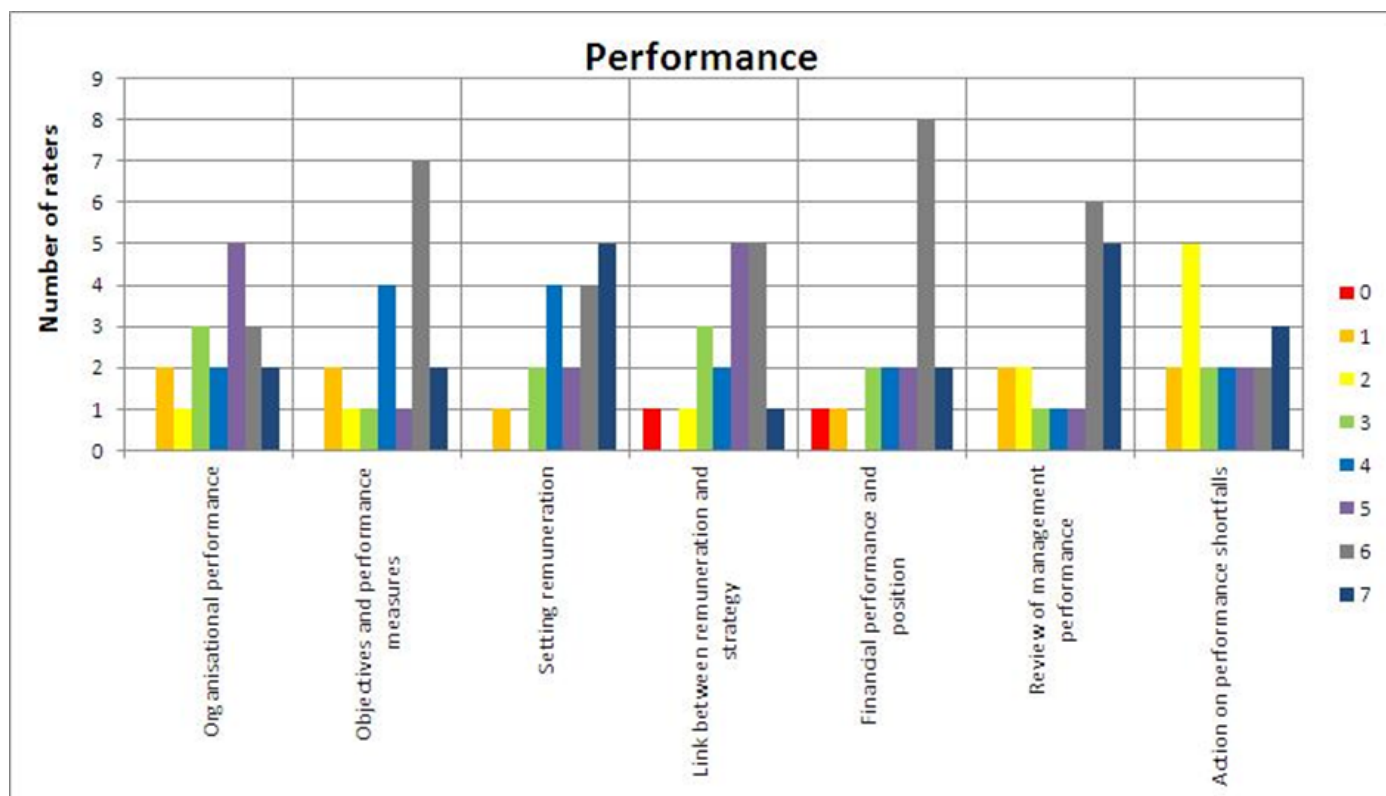


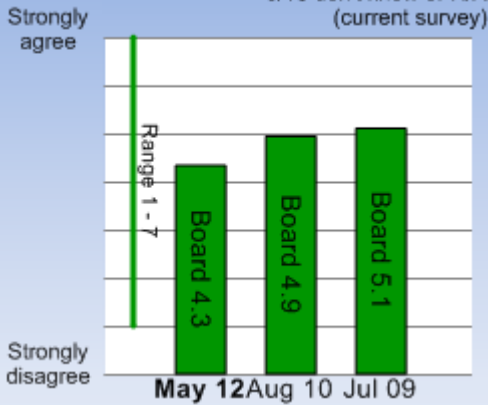
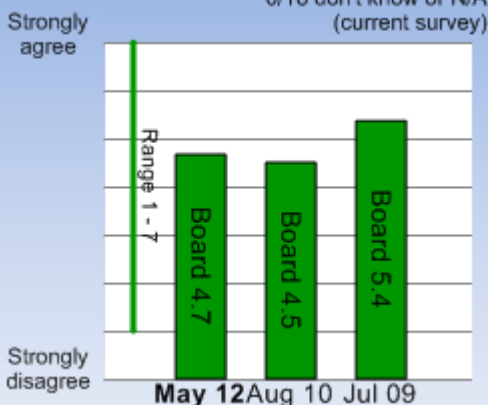
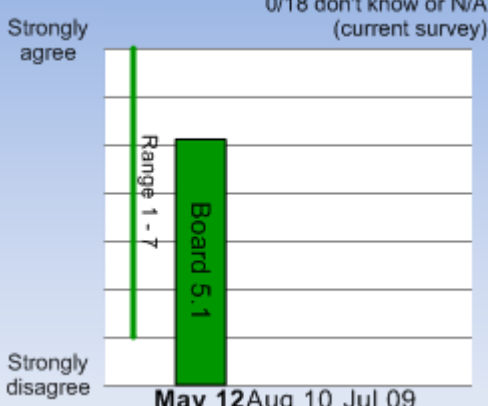
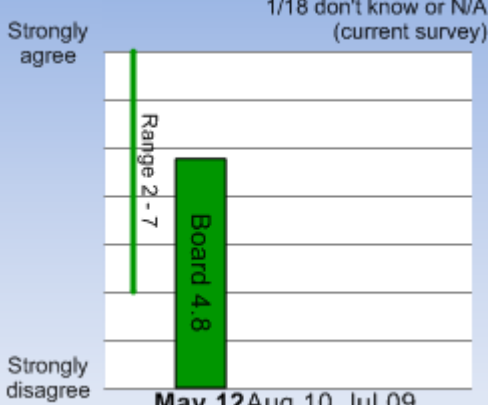
Question Set Summary (current survey)



Distribution of ratings - Performance

		Question name	RATINGS								No. of raters	Av	Median	Mode	SD
			don't know or N/A	1	2	3	4	5	6	7					
PERFORMANCE	62	Organisational performance		2	1	3	2	5	3	2	18	4.3	5	5	1.85
	63	Objectives and performance measures		2	1	1	4	1	7	2	18	4.7	5.5	6	1.91
	64	Setting remuneration		1		2	4	2	4	5	18	5.1	5.5	7	1.75
	65	Link between remuneration and strategy	1		1	3	2	5	5	1	18	4.8	5	5	1.39
	66	Financial performance and position	1	1		2	2	2	8	2	18	5.1	6	6	1.62
	67	Review of management performance		2	2	1	1	1	6	5	18	4.9	6	6	2.18
	68	Action on performance shortfalls		2	5	2	2	2	2	3	18	3.8	3.5	2	2.12



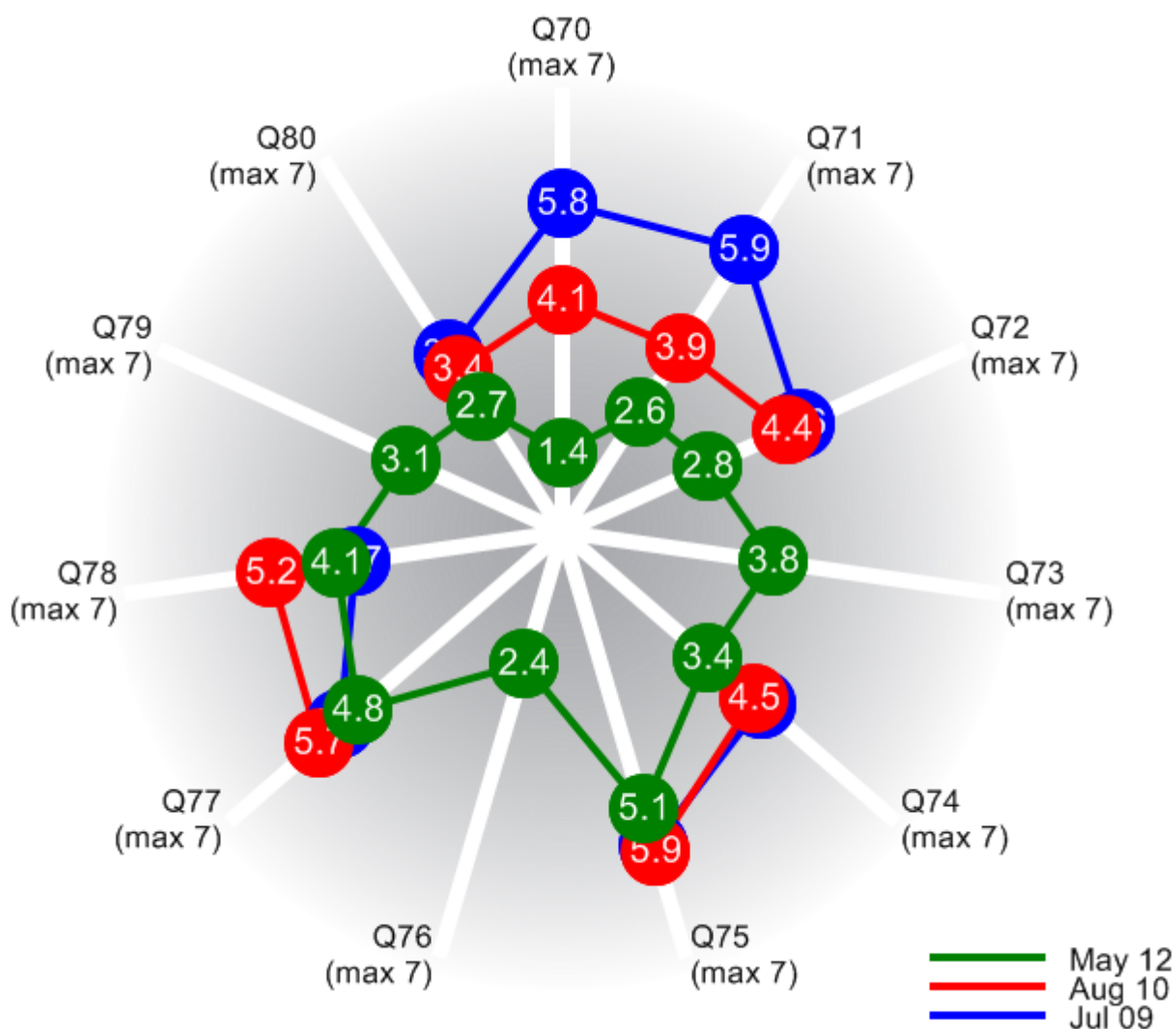
<p>62. Organisational performance The board encourages superior organisational performance and clear management accountability</p>	<p>0/18 don't know or N/A (current survey)</p>  <p>Strongly agree</p> <p>Strongly disagree</p> <p>Range 1 - 7</p> <p>Board 4.3 Board 4.9 Board 5.1</p> <p>May 12 Aug 10 Jul 09</p>
<p>63. Objectives and performance measures The board establishes clear quantitative and qualitative performance objectives and measures for the Chief Executive</p>	<p>0/18 don't know or N/A (current survey)</p>  <p>Strongly agree</p> <p>Strongly disagree</p> <p>Range 1 - 7</p> <p>Board 4.7 Board 4.5 Board 5.4</p> <p>May 12 Aug 10 Jul 09</p>
<p>64. Setting remuneration The board is appropriately involved in setting and approving the Chief Executive and other Officers' remuneration</p>	<p>0/18 don't know or N/A (current survey)</p>  <p>Strongly agree</p> <p>Strongly disagree</p> <p>Range 1 - 7</p> <p>Board 5.1</p> <p>May 12 Aug 10 Jul 09</p>
<p>65. Link between remuneration and strategy The board ensures that Chief Executive and other Officers' remuneration properly rewards achievement of strategic objectives</p>	<p>1/18 don't know or N/A (current survey)</p>  <p>Strongly agree</p> <p>Strongly disagree</p> <p>Range 2 - 7</p> <p>Board 4.8</p> <p>May 12 Aug 10 Jul 09</p>

<p>66. Financial performance and position The board is kept well-informed and regularly updated on the organisation's current and prospective financial performance and position</p>	<p>1/18 don't know or N/A (current survey)</p>  <table border="1"> <thead> <tr> <th>Survey Date</th> <th>Score</th> </tr> </thead> <tbody> <tr> <td>May 12</td> <td>Board 5.1</td> </tr> <tr> <td>Aug 10</td> <td>Board 5.7</td> </tr> <tr> <td>Jul 09</td> <td>Board 5.8</td> </tr> </tbody> </table>	Survey Date	Score	May 12	Board 5.1	Aug 10	Board 5.7	Jul 09	Board 5.8
Survey Date	Score								
May 12	Board 5.1								
Aug 10	Board 5.7								
Jul 09	Board 5.8								
<p>67. Review of management performance The board reviews management's performance and provides constructive feedback to the Chief Executive at least annually</p>	<p>0/18 don't know or N/A (current survey)</p>  <table border="1"> <thead> <tr> <th>Survey Date</th> <th>Score</th> </tr> </thead> <tbody> <tr> <td>May 12</td> <td>Board 4.9</td> </tr> <tr> <td>Aug 10</td> <td>Board 4.9</td> </tr> <tr> <td>Jul 09</td> <td>Board 4.9</td> </tr> </tbody> </table>	Survey Date	Score	May 12	Board 4.9	Aug 10	Board 4.9	Jul 09	Board 4.9
Survey Date	Score								
May 12	Board 4.9								
Aug 10	Board 4.9								
Jul 09	Board 4.9								
<p>68. Action on performance shortfalls The board acts early to enquire into performance shortfalls and ensure the Chief Executive takes corrective action</p>	<p>0/18 don't know or N/A (current survey)</p>  <table border="1"> <thead> <tr> <th>Survey Date</th> <th>Score</th> </tr> </thead> <tbody> <tr> <td>May 12</td> <td>Board 3.8</td> </tr> <tr> <td>Aug 10</td> <td>Board 4.8</td> </tr> <tr> <td>Jul 09</td> <td>Board 4.2</td> </tr> </tbody> </table>	Survey Date	Score	May 12	Board 3.8	Aug 10	Board 4.8	Jul 09	Board 4.2
Survey Date	Score								
May 12	Board 3.8								
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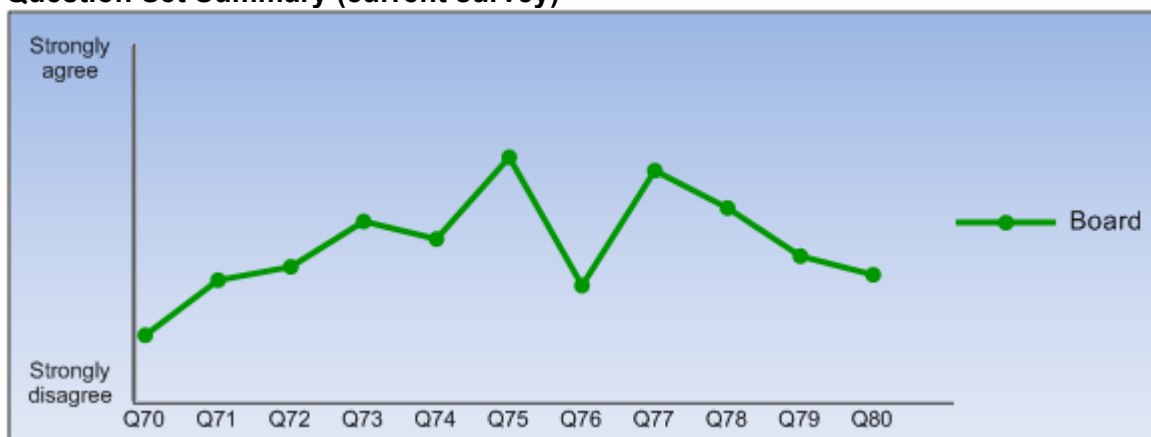
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Management and board

Question Set Summary (Board only)

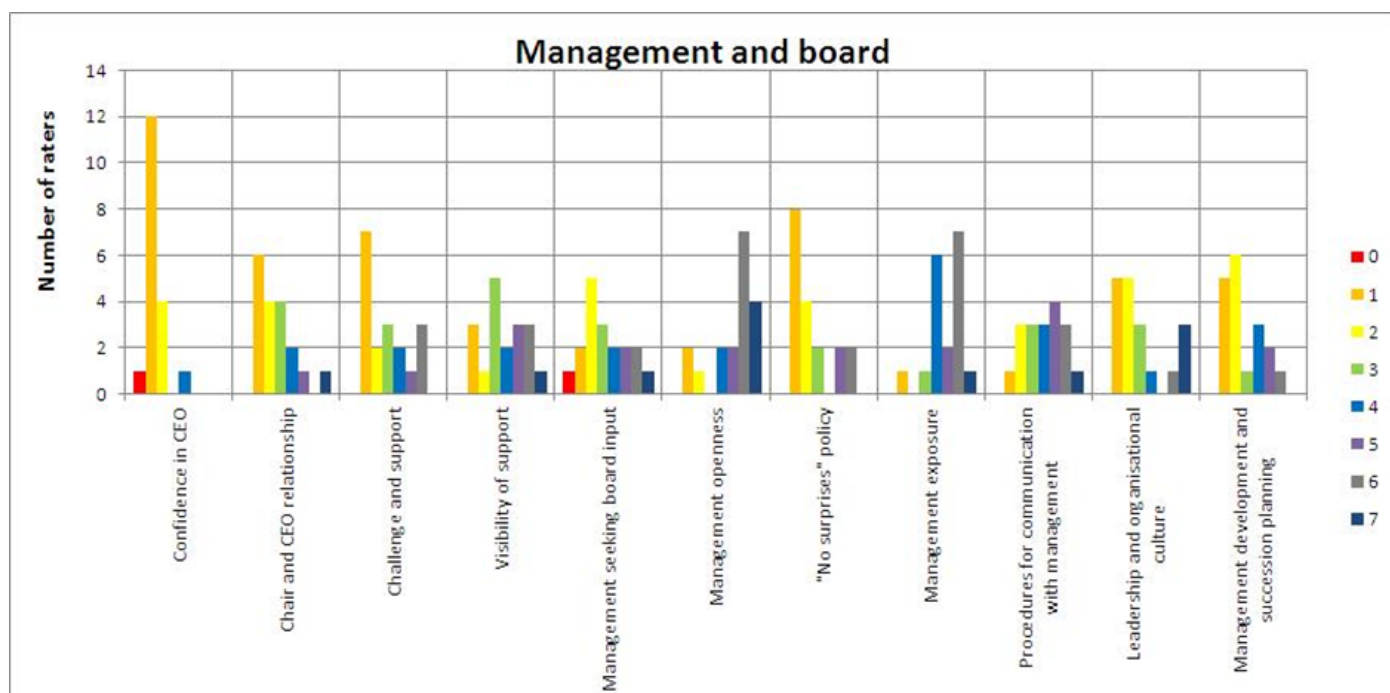


Question Set Summary (current survey)



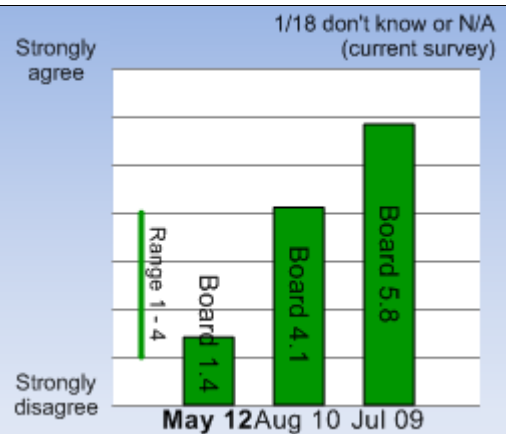
Distribution of ratings – Management and board

		Question name	RATINGS								No. of raters	Av	Median	Mode	SD
			don't know or N/A	1	2	3	4	5	6	7					
MANAGEMENT AND BOARD	70	Confidence in CEO	1	12	4		1				18	1.4	1	1	0.80
	71	Chair and CEO relationship		6	4	4	2	1		1	18	2.6	2	1	1.65
	72	Challenge and support		7	2	3	2	1	3		18	2.8	2.5	1	1.92
	73	Visibility of support		3	1	5	2	3	3	1	18	3.8	3.5	3	1.86
	74	Management seeking board input	1	2	5	3	2	2	2	1	18	3.4	3	2	1.84
	75	Management openness		2	1		2	2	7	4	18	5.1	6	6	1.97
	76	"No surprises" policy		8	4	2		2	2		18	2.4	2	1	1.82
	77	Management exposure		1		1	6	2	7	1	18	4.8	5	6	1.47
	78	Procedures for communication with management		1	3	3	3	4	3	1	18	4.1	4	5	1.70
	79	Leadership and organisational culture		5	5	3	1		1	3	18	3.1	2	1	2.21
	80	Management development and succession planning		5	6	1	3	2	1		18	2.7	2	2	1.61

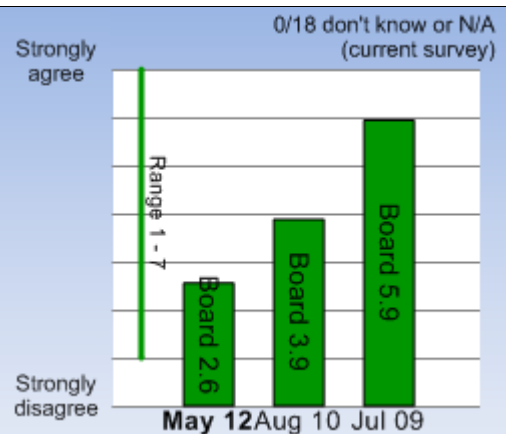


70. Confidence in CEO

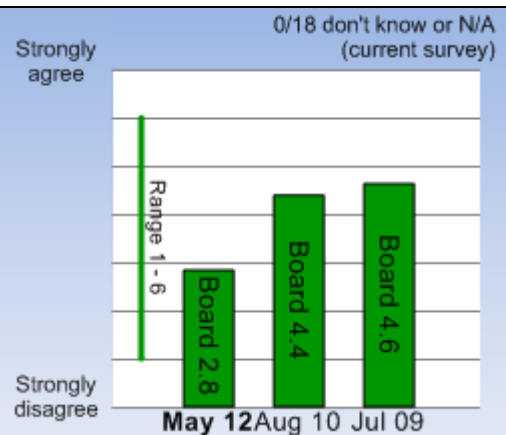
The board trusts and shows confidence in the Chief Executive

**71. Chair and CEO relationship**

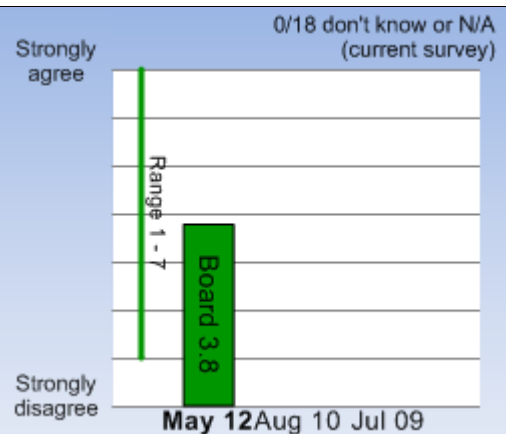
The chair has a constructive working relationship with the chief executive

**72. Challenge and support**

The board maintains the right balance of challenge and support for the Chief Executive and other key management

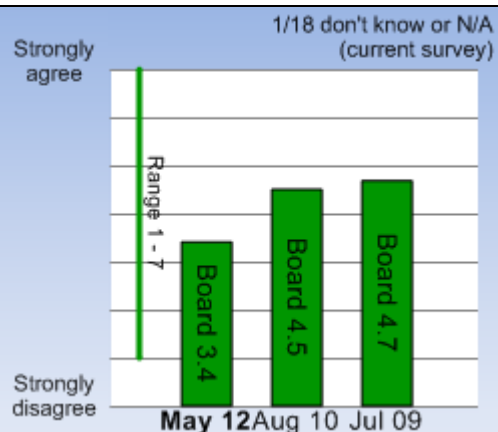
**73. Visibility of support**

The board makes its support for the Chief Executive and key management known to stakeholders



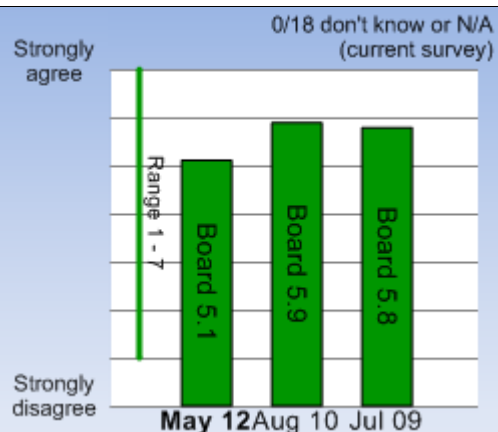
74. Management seeking board input

Management actively seeks and welcomes the Board's input into significant operational and strategic matters



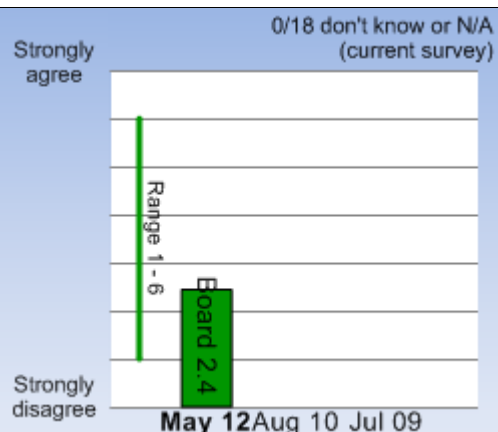
75. Management openness

The board encourages the Chief Executive and other key management to be candid and constructive in raising issues with the board



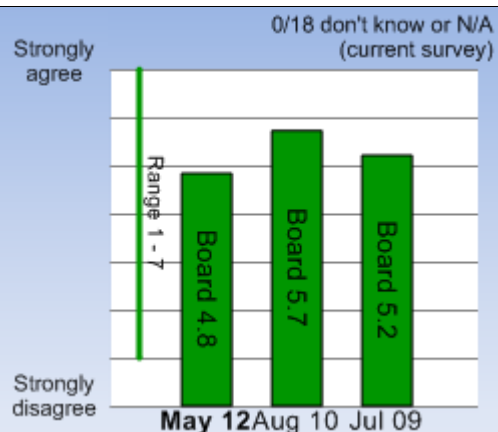
76. "No surprises" policy

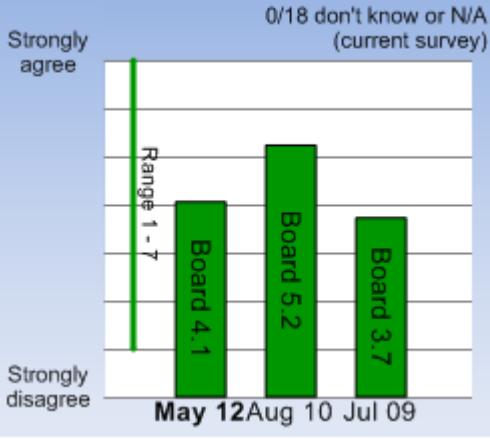
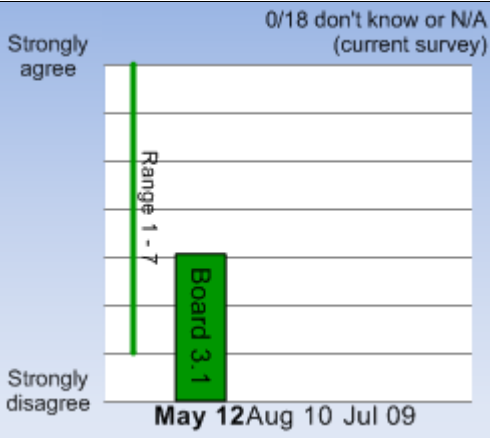
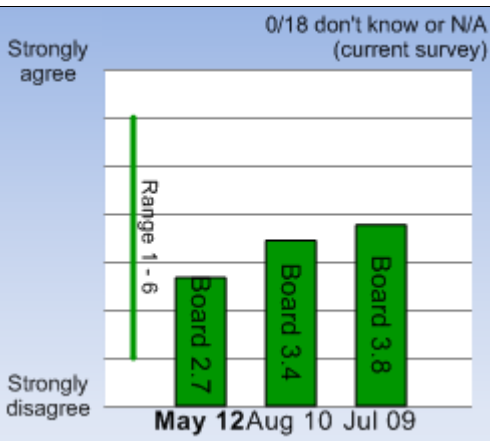
Adverse news and warning signs are communicated to the Board by management in time to develop an appropriate action plan to deal with such crises



77. Management exposure

Directors have the right level of exposure to key management at board meetings

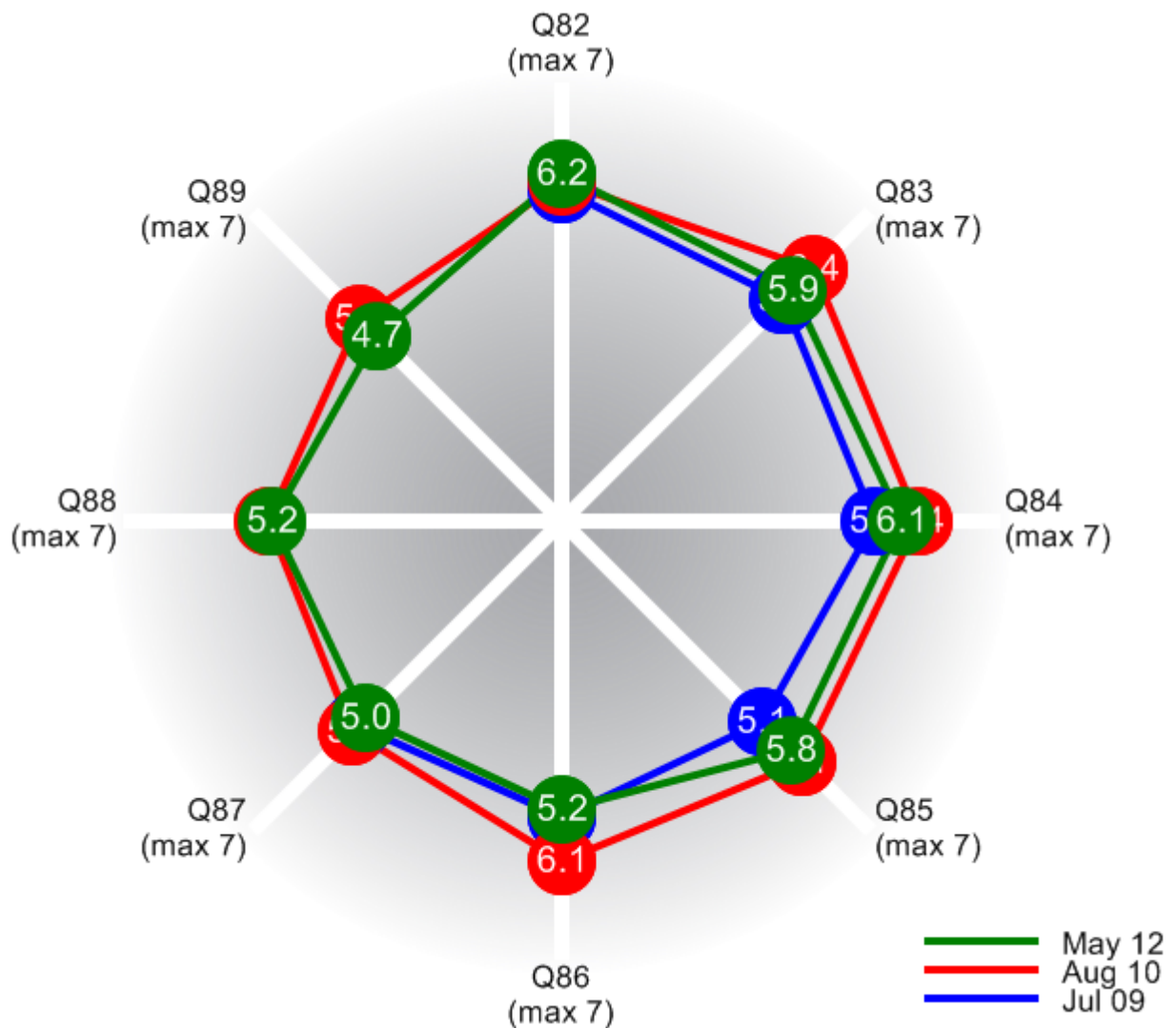


<p>78. Procedures for communication with management The board has agreed procedures for communication between directors and management outside board meetings, requiring the knowledge and agreement of the Chief Executive and, where appropriate, the Chair</p>	 <table border="1"> <thead> <tr> <th>Survey Date</th> <th>Score</th> </tr> </thead> <tbody> <tr> <td>May 12</td> <td>4.1</td> </tr> <tr> <td>Aug 10</td> <td>5.2</td> </tr> <tr> <td>Jul 09</td> <td>3.7</td> </tr> </tbody> </table>	Survey Date	Score	May 12	4.1	Aug 10	5.2	Jul 09	3.7
Survey Date	Score								
May 12	4.1								
Aug 10	5.2								
Jul 09	3.7								
<p>79. Leadership and organisational culture The board agrees that the Chief Executive and other key management lead by example in setting the right organisational culture, values and ethical standards</p>	 <table border="1"> <thead> <tr> <th>Survey Date</th> <th>Score</th> </tr> </thead> <tbody> <tr> <td>May 12</td> <td>3.1</td> </tr> <tr> <td>Aug 10</td> <td></td> </tr> <tr> <td>Jul 09</td> <td></td> </tr> </tbody> </table>	Survey Date	Score	May 12	3.1	Aug 10		Jul 09	
Survey Date	Score								
May 12	3.1								
Aug 10									
Jul 09									
<p>80. Management development and succession planning The board effectively oversees management succession planning and the development of the organisation's future leaders</p>	 <table border="1"> <thead> <tr> <th>Survey Date</th> <th>Score</th> </tr> </thead> <tbody> <tr> <td>May 12</td> <td>2.7</td> </tr> <tr> <td>Aug 10</td> <td>3.4</td> </tr> <tr> <td>Jul 09</td> <td>3.8</td> </tr> </tbody> </table>	Survey Date	Score	May 12	2.7	Aug 10	3.4	Jul 09	3.8
Survey Date	Score								
May 12	2.7								
Aug 10	3.4								
Jul 09	3.8								

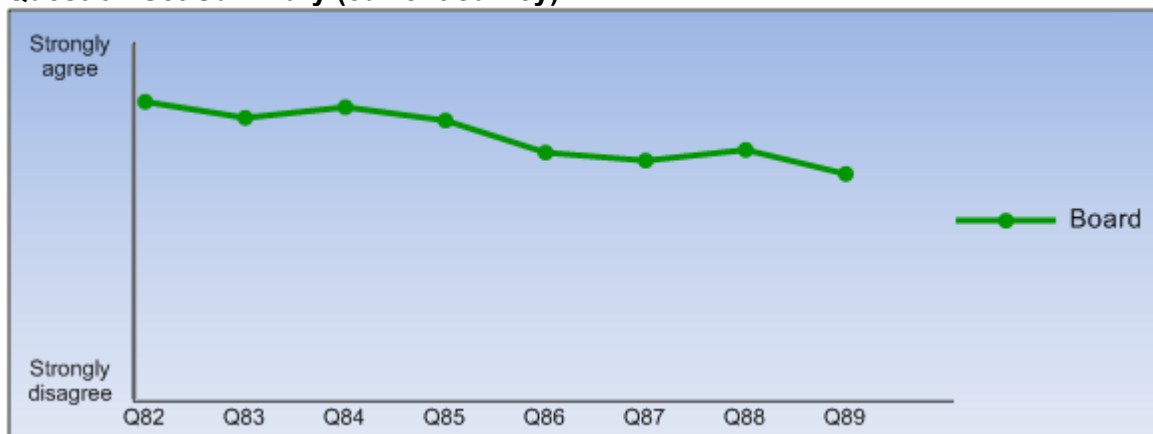
[INDIVIDUAL STATEMENTS AND PERSONAL REFERENCES REDACTED]

Culture

Question Set Summary (Board only)

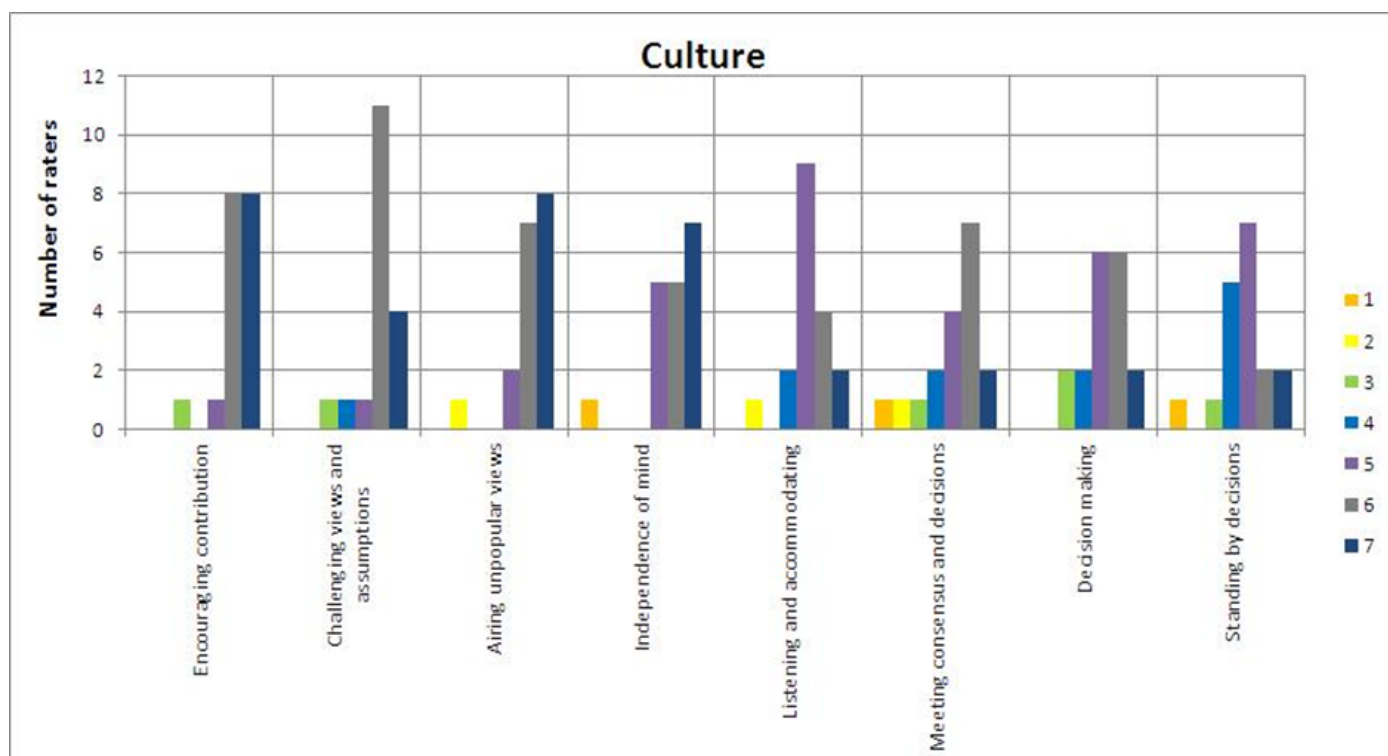


Question Set Summary (current survey)



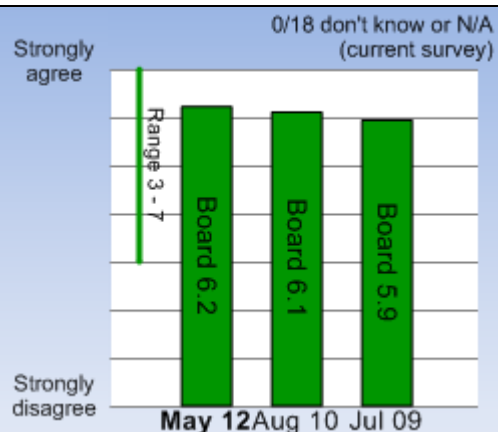
Distribution of ratings – Culture

		Question name	RATINGS								No. of raters	Av	Median	Mode	SD
			don't know or N/A	1	2	3	4	5	6	7					
CULTURE	82	Encouraging contribution				1		1	8	8	18	6.2	6	6	1.0
	83	Challenging views and assumptions				1	1	1	11	4	18	5.9	6	6	1.0
	84	Airing unpopular views			1			2	7	8	18	6.1	6	7	1.2
	85	Independence of mind		1				5	5	7	18	5.8	6	7	1.5
	86	Listening and accommodating			1		2	9	4	2	18	5.2	5	5	1.2
	87	Meeting consensus and decisions		1	1	1	2	4	7	2	18	5.0	5.5	6	1.6
	88	Decision making				2	2	6	6	2	18	5.2	5	5	1.2
	89	Standing by decisions		1		1	5	7	2	2	18	4.7	5	5	1.4



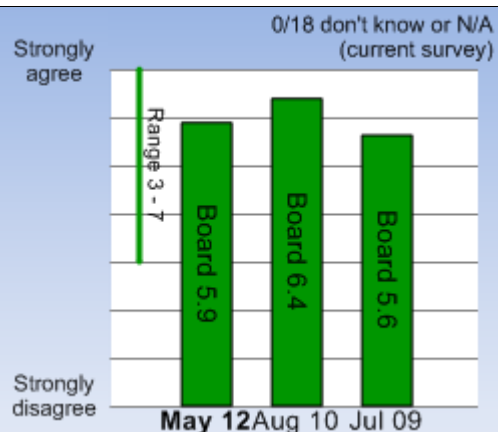
82. Encouraging contribution

All directors are given the opportunity and encouraged to contribute to the board's decision-making



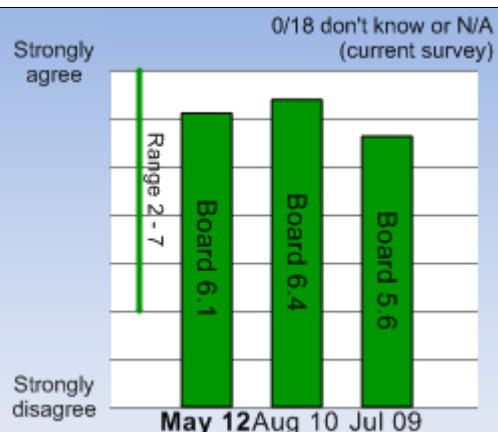
83. Challenging views and assumptions

The directors challenge each others' views and assumptions constructively.



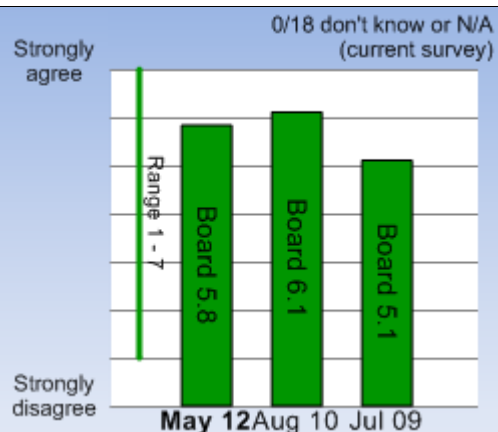
84. Airing unpopular views

The directors feel free to air unpopular or minority views with the respect of the board.



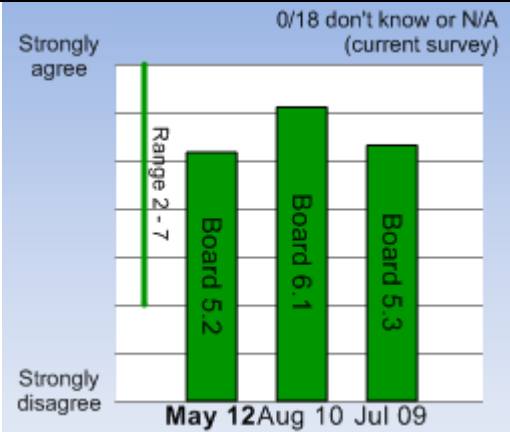
85. Independence of mind

The directors are expected to display independence of mind and guard against "group think"



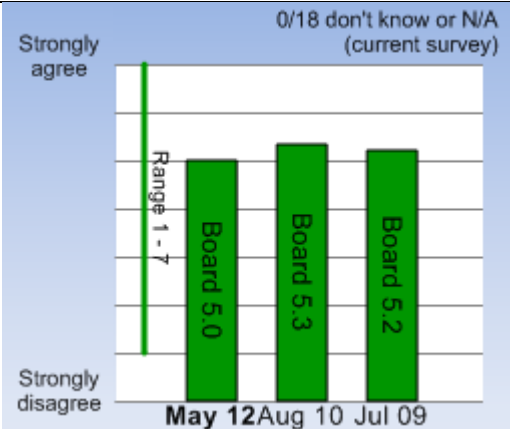
86. Listening and accommodating

The directors listen to, respect and accommodate each others' views.



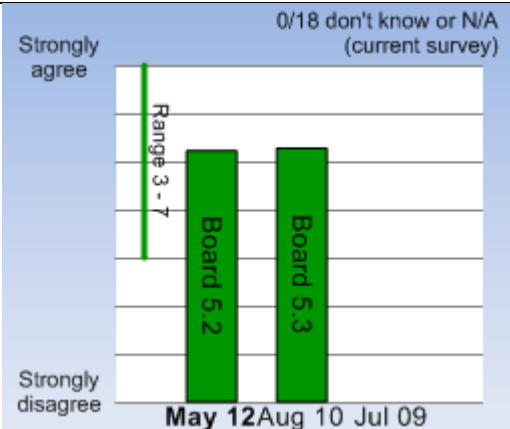
87. Meeting consensus and decisions

Board meetings are skilfully managed to ensure participative consensus building and decision-making.



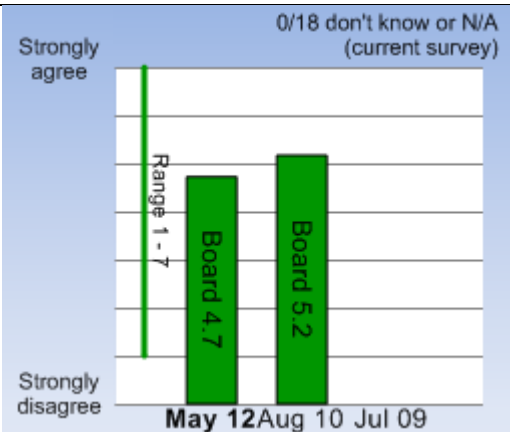
88. Decision making

The board reaches collective decisions as an effective team



89. Standing by decisions

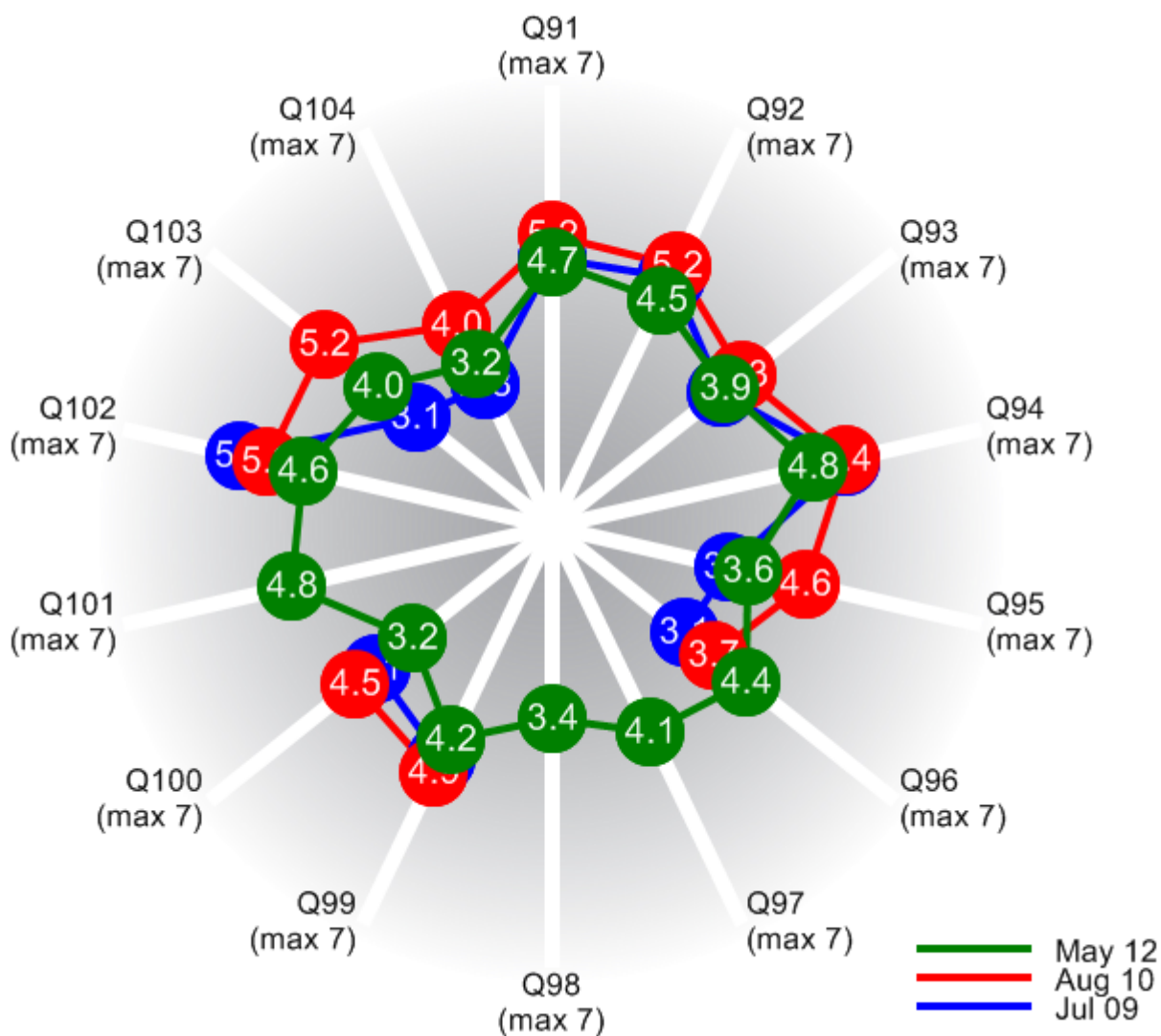
The board stands by its decisions outside the boardroom



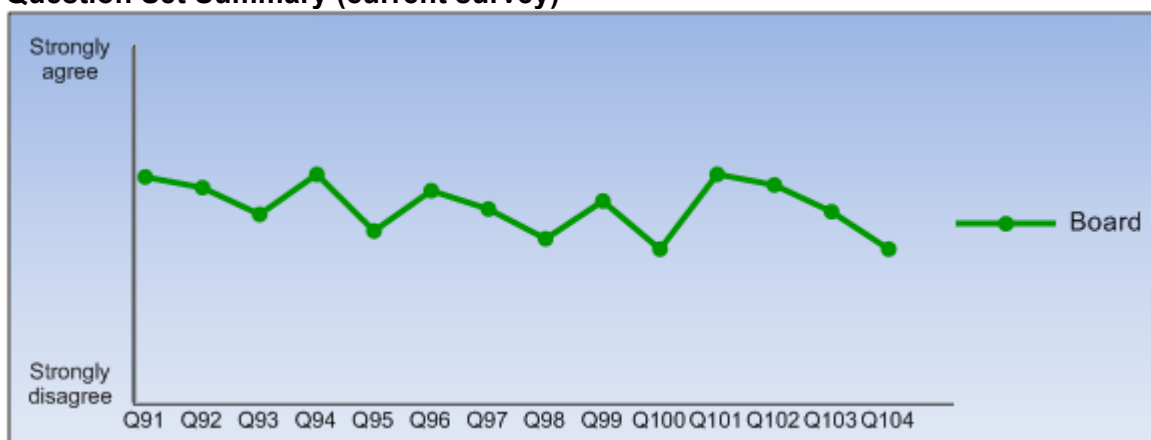
[INDIVIDUAL STATEMENTS AND PERSONAL REFERENCES REDACTED]

Capability

Question Set Summary (Board only)

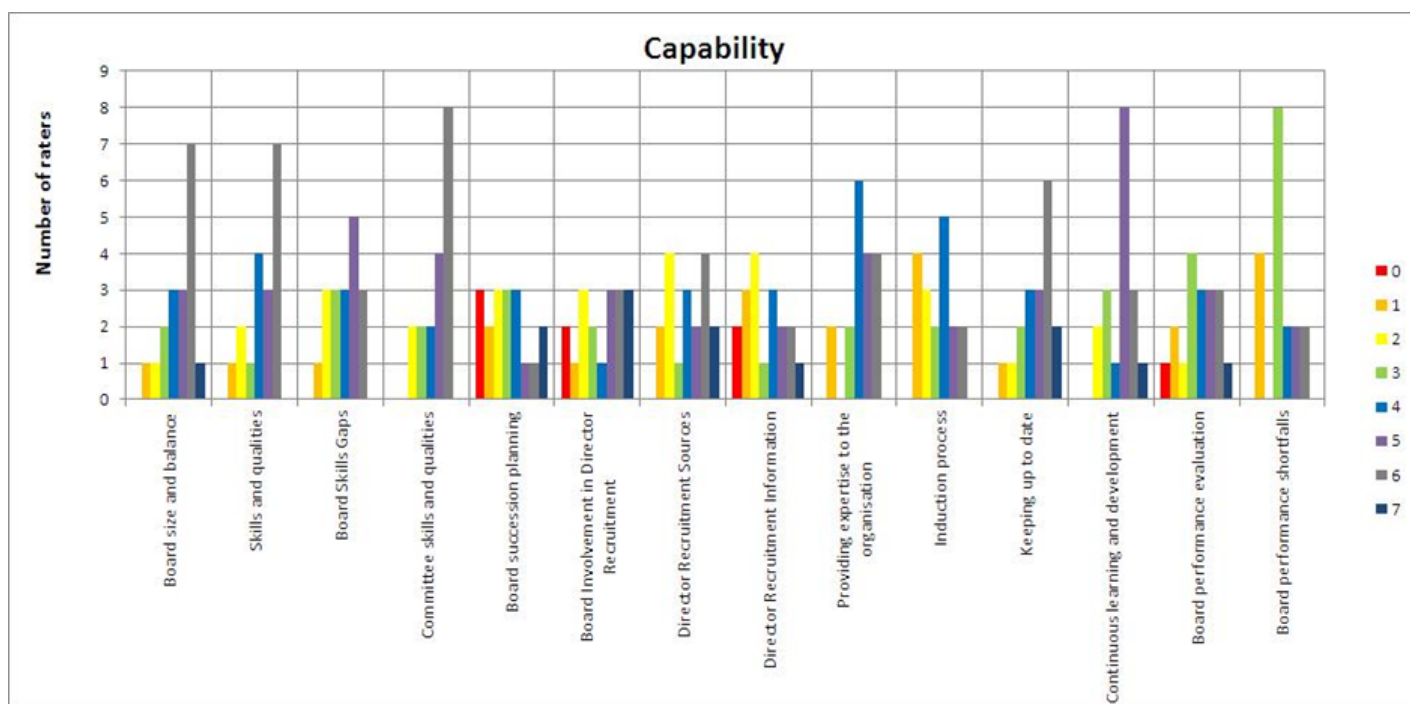


Question Set Summary (current survey)



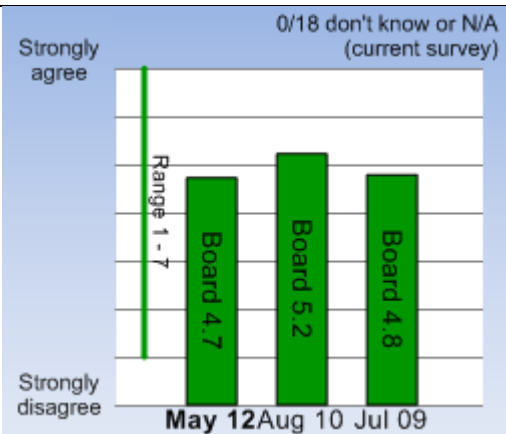
Distribution of ratings – Capability

		Question name	RATINGS								No. of raters	Av	Median	Mode	SD
			don't know or N/A	1	2	3	4	5	6	7					
CAPABILITY	91	Board size and balance		1	1	2	3	3	7	1	18	4.7	5	6	1.64
	92	Skills and qualities		1	2	1	4	3	7		18	4.5	5	6	1.62
	93	Board Skills Gaps		1	3	3	3	5	3		18	3.9	4	5	1.55
	94	Committee skills and qualities			2	2	2	4	8		18	4.8	5	6	1.44
	95	Board succession planning	3	2	3	3	3	1	1	2	18	3.6	3	2	1.96
	96	Board Involvement in Director Recruitment	2	1	3	2	1	3	3	3	18	4.4	5	2	2.03
	97	Director Recruitment Sources		2	4	1	3	2	4	2	18	4.1	4	2	2.04
	98	Director Recruitment Information	2	3	4	1	3	2	2	1	18	3.4	3.5	2	1.97
	99	Providing expertise to the organisation		2		2	6	4	4		18	4.2	4	4	1.52
	100	Induction process		4	3	2	5	2	2		18	3.2	3.5	4	1.70
	101	Keeping up to date		1	1	2	3	3	6	2	18	4.8	5	6	1.70
	102	Continuous learning and development			2	3	1	8	3	1	18	4.6	5	5	1.42
	103	Board performance evaluation	1	2	1	4	3	3	3	1	18	4.0	4	3	1.77
	104	Board performance shortfalls		4		8	2	2	2		18	3.2	3	3	1.59



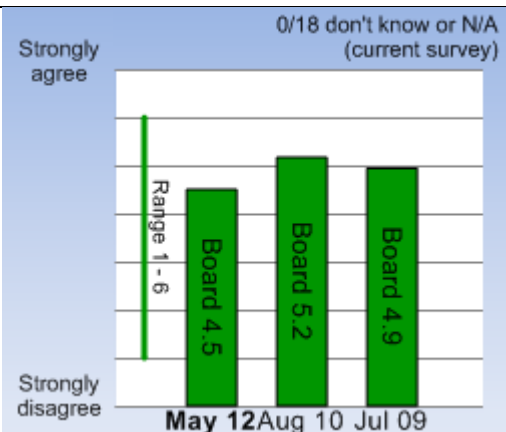
91. Board size and balance

The size and balance (e.g. proportion of independent directors) of the board suits the needs of the organisation



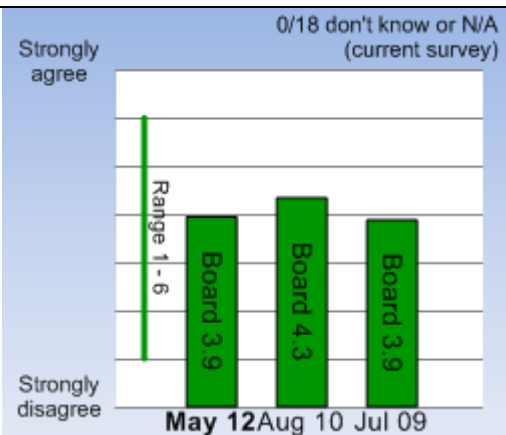
92. Skills and qualities

The chair and directors have the right skills, qualities and diversity to govern the organisation effectively and add value.



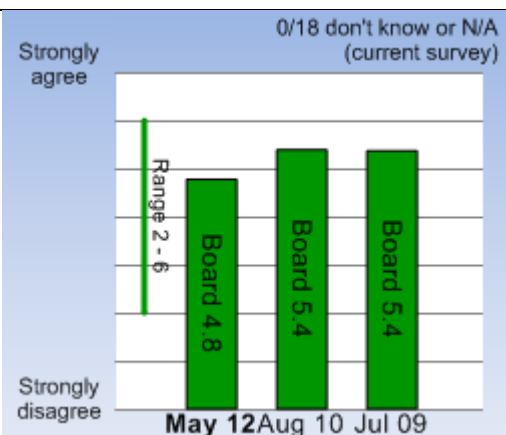
93. Board Skills Gaps

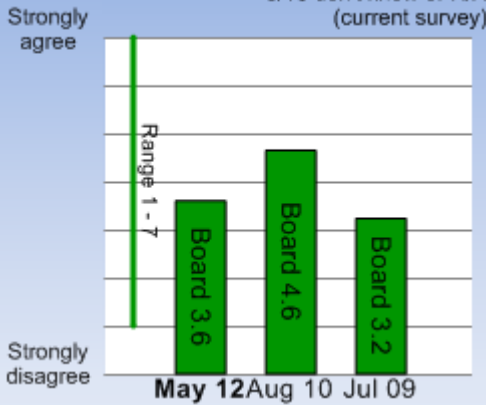
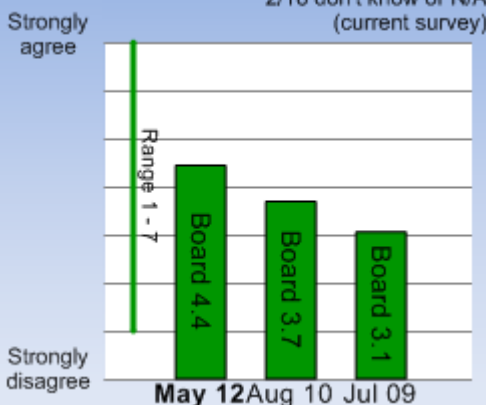
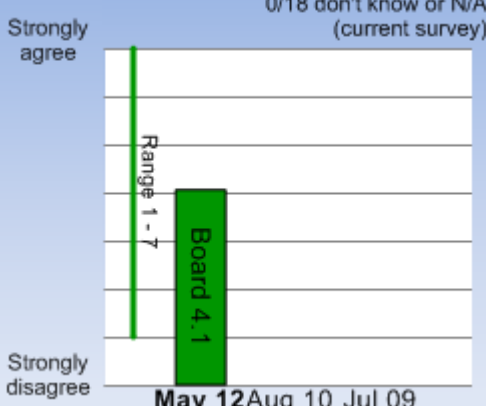
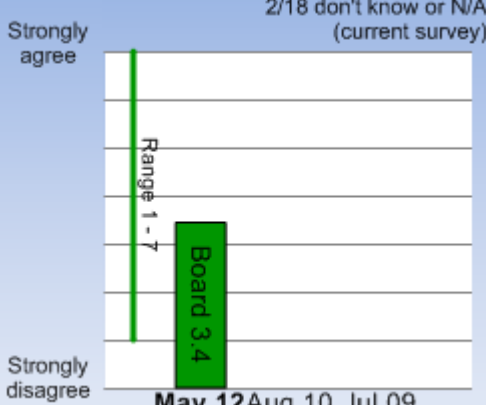
The board actively reviews its collective skills, qualities and experience to ensure that they continue to match the strategic needs of the organisation



94. Committee skills and qualities

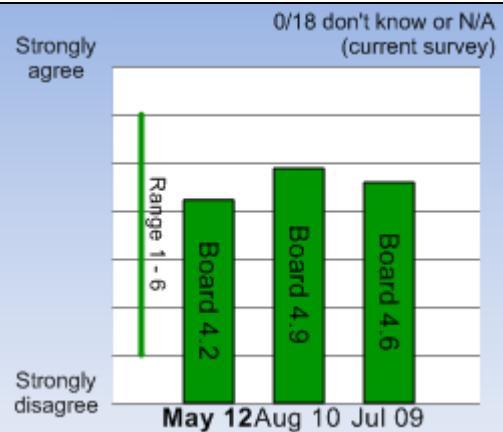
Chairs and members of the board's committees have the right skills and qualities for each committee to perform its role effectively



<p>95. Board succession planning The board regularly discusses and plans succession for the chair and members.</p>	<p>3/18 don't know or N/A (current survey)</p>  <p>Strongly agree</p> <p>Range 1 - 7</p> <p>Strongly disagree</p> <p>Board 3.6 Board 4.6 Board 3.2</p> <p>May 12 Aug 10 Jul 09</p>
<p>96. Board Involvement in Director Recruitment The board is appropriately involved in the identification of skills gaps and in providing information to the Nominating Committee (NomCom) and appointing stakeholder organisations.</p>	<p>2/18 don't know or N/A (current survey)</p>  <p>Strongly agree</p> <p>Range 1 - 7</p> <p>Strongly disagree</p> <p>Board 4.4 Board 3.7 Board 3.1</p> <p>May 12 Aug 10 Jul 09</p>
<p>97. Director Recruitment Sources The Board provides the NomCom with the information necessary to allow the NomCom to recruit the right people with the right skills for the Board</p>	<p>0/18 don't know or N/A (current survey)</p>  <p>Strongly agree</p> <p>Range 1 - 7</p> <p>Strongly disagree</p> <p>Board 4.1</p> <p>May 12 Aug 10 Jul 09</p>
<p>98. Director Recruitment Information The Board provides the Supporting Organizations and the At-large community the information necessary to allow them to identify the right people with the right skills for the Board.</p>	<p>2/18 don't know or N/A (current survey)</p>  <p>Strongly agree</p> <p>Range 1 - 7</p> <p>Strongly disagree</p> <p>Board 3.4</p> <p>May 12 Aug 10 Jul 09</p>

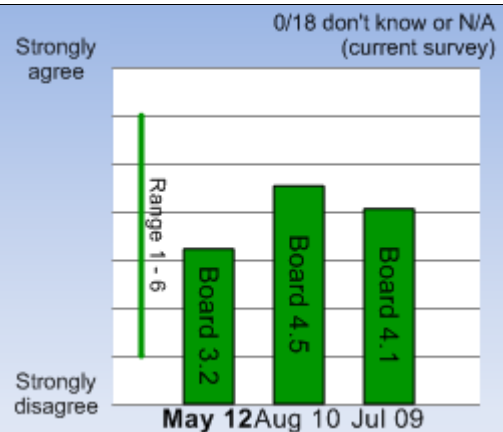
99. Providing expertise to the organisation

Individual directors are recruited and their expertise drawn on to provide knowledge and skills lacking in the organisation



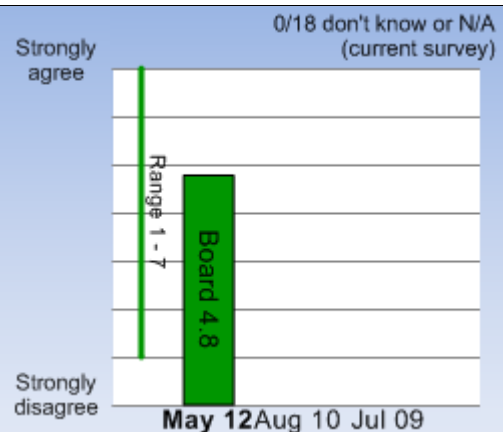
100. Induction process

New directors go through a comprehensive and effective induction process.



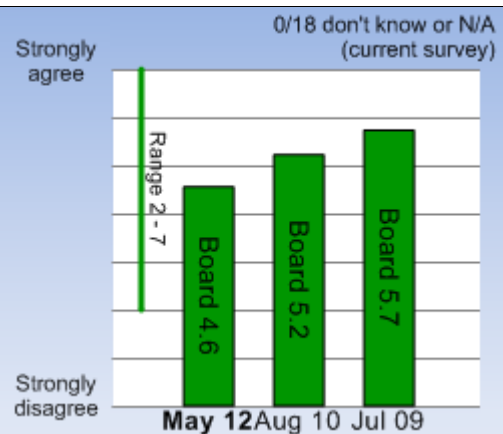
101. Keeping up to date

The Board ensures that it is knowledgeable about the organisation, the community and keeps up to date



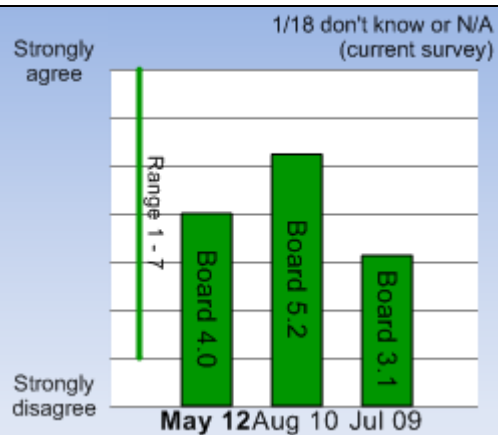
102. Continuous learning and development

The board is committed to members' continuous learning and development as directors



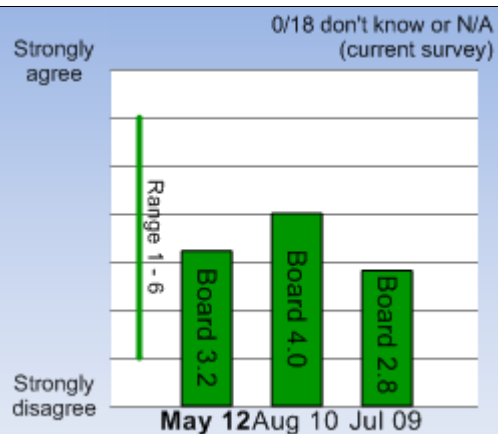
103. Board performance evaluation

The board rigorously evaluates its individual and collective performance at least annually and uses the lessons learned in plans to improve board effectiveness



104. Board performance shortfalls

The board effectively addresses shortfalls in collective and individual director performance



[INDIVIDUAL STATEMENTS AND PERSONAL REFERENCES REDACTED]

Overall

[INDIVIDUAL STATEMENTS AND PERSONAL REFERENCES REDACTED]