



# BOARD PERFORMANCE EVALUATION POLICY

**Simbag saEmerhensya asin Dagdag Paseguro  
Mutual Benefit Association Inc. (SEDP MBA)**

## INTRODUCTION

The Simbag saEmerhensya asin Dagdag Paseguro Mutual Benefit Association has constituted the Governance Committee to assist in fulfilling its corporate governance responsibilities. Among the duties and responsibilities of the committee is to decide whether or not a Board of Trustee is able to and has been adequately carrying out his or her duties.

In pursuance of this responsibility, the Governance Committee shall adopt a rating system for Board of Trustees, Chairman of the Board and Board Committees for assessing each effectiveness which shall be approved by the Board of Trustees prior to its implementation.

## OVERVIEW

### Assessing Board Effectiveness

The Board performs three major roles in a company – it provides direction (i.e. sets the strategic direction of the company), it controls (i.e. monitors the management) and provides support and advice (advisory role). Board evaluation typically examines these roles of the Board and the entailing responsibilities, and assesses how effectively these are fulfilled by the Board. The effectiveness of the Board depends on a variety of factors, some of which are:

1. **Board Structure:** its composition, constitution and diversity and that of its Committees, competencies of the members, Board and Committee charters, frequency of meetings, procedures;
2. **Dynamics and Functioning of the Board:** annual Board calendar, information availability, interactions and communication with CEO and senior executives, Board agenda, cohesiveness and the quality of participation in Board meetings;
3. **Business Strategy Governance:** Board's role in company strategy;
4. **Financial Reporting Process, Internal Audit and Internal Controls:** The integrity and the robustness of the financial and other controls regarding abusive related party transactions, vigil mechanism and risk management;
5. **Monitoring Role:** Monitoring of policies, strategy implementation and systems;
6. **Supporting and Advisory Role;** and
7. **The Chairperson's Role.**

Performance evaluation policy covers the following components of the Board:

- the Board as a whole and individual directors performance(Attachment-A)
- the Chairman's performance (Attachment-B)
- Board Committees (Attachment-C)
- Board Exit Interview (Attachment- D)

## OBJECTIVES AND BENEFITS OF A BOARD EVALUATION

BENEFITS	TO INSTITUTION	TO BOARD	TO INDIVIDUAL DIRECTOR
<u>LEADERSHIP</u>	<ul style="list-style-type: none"> <li>• Sets performance tone and culture of the Organization</li> <li>• Role Model for the CEO and senior management team</li> </ul>	<ul style="list-style-type: none"> <li>• An effective Chairman utilizing a Board Evaluation demonstrates leadership and long-term focus</li> <li>• Leadership behaviors are encourage</li> </ul>	<ul style="list-style-type: none"> <li>• Demonstrates commitment to improvement at individual level</li> <li>• Provides specific feedback for individuals to improve their role in the Organization's leadership</li> </ul>
<u>CULTURE</u>	<ul style="list-style-type: none"> <li>• Establishes the behavior which are expected of all employees and managers</li> <li>• Indicators and measures used can be aligned to desired outcome</li> </ul>	<ul style="list-style-type: none"> <li>• Ensures the Board embodies the desired culture</li> <li>• Focuses on openness and accountability</li> <li>• Develops a culture of trust and respect in the Boardroom</li> </ul>	<ul style="list-style-type: none"> <li>• Clarifies the role of an individual in setting the tone at the top</li> <li>• Clarifies expectations of directors in Boardroom Culture</li> </ul>
<u>ROLE CLARITY</u>	<ul style="list-style-type: none"> <li>• Enables clear distinction between the roles of the CEO, management and the Board</li> <li>• Enables appropriate delegation</li> </ul>	<ul style="list-style-type: none"> <li>• Clarifies Director and Committees roles</li> <li>• Sets a Board norm for roles</li> </ul>	<ul style="list-style-type: none"> <li>• Clarifies duties and expectations of individual Directors</li> </ul>
<u>TEAMWORK</u>	<ul style="list-style-type: none"> <li>• Build Board/ CEO management relationships</li> </ul>	<ul style="list-style-type: none"> <li>• Build trust amongst Board Members</li> <li>• Encourages active participation</li> <li>• Develops commitment and sense of Ownership</li> </ul>	<ul style="list-style-type: none"> <li>• Encourage individuals director involvement</li> <li>• Develops commitment and sense of ownership</li> <li>• Clarifies expectations</li> </ul>
<u>ACCOUNTABILITY</u>	<ul style="list-style-type: none"> <li>• Improved stakeholder relationship</li> <li>• Improved corporate governance standards</li> <li>• Clarifies delegations</li> </ul>	<ul style="list-style-type: none"> <li>• Focuses Board attention on duties to stakeholders</li> <li>• Ensures Board is appropriately monitoring the Institutions</li> </ul>	<ul style="list-style-type: none"> <li>• Ensures Director understand their legal duties and responsibilities</li> <li>• Sets performance expectations for individual Board Members</li> </ul>
<u>DECISION MAKING</u>	<ul style="list-style-type: none"> <li>• Clarifies strategic focus and corporate goals</li> <li>• Improves organizational decision-making</li> </ul>	<ul style="list-style-type: none"> <li>• Clarifies strategic focus</li> <li>• Aids in the identification of skills gaps on the Board</li> <li>• Improves the Board's</li> </ul>	<ul style="list-style-type: none"> <li>• Identifies areas where directors skills need development</li> <li>• Identifies areas where the director's skills can be utilized</li> </ul>

		decision-making ability	
<u>COMMUNICATIONS</u>	<ul style="list-style-type: none"> <li>• Improves stakeholders relationship</li> <li>• Improves Board-management relationships</li> <li>• Improves Board- CEO relationships</li> </ul>	<ul style="list-style-type: none"> <li>• Improves Board-management relationships</li> <li>• Builds Board norms such as psychological safety and effort norms</li> </ul>	<ul style="list-style-type: none"> <li>• Builds personal relationships and trust between individual directors</li> </ul>
<u>BOARD OPERATIONS</u>	<ul style="list-style-type: none"> <li>• Ensures an appropriate top-level policy framework exist to guide the organization</li> </ul>	<ul style="list-style-type: none"> <li>• More efficient meetings</li> <li>• Better time management</li> </ul>	<ul style="list-style-type: none"> <li>• Saves Director’s time</li> <li>• Increase effectiveness of individual contributors</li> </ul>

**DURATION OF THE PERFORMANCE EVALUATION**

The Board Performance Evaluations covers the whole year performance from January to December of the said year.

**CONDUCT EVALUATION**

**Individual Board Evaluation**

The Individual Board Evaluation will be conducted on an annual basis at the end of every financial year by the Board of Trustees. Every three years, the assessments are supported by an external facilitator.

The external facilitator of the said assessment will be the Microinsurance MBA Association of the Philippines Inc. (MiMAP) which is included in the service package for technical assistance.

**Chairman of the Board Evaluation**

The Chairman of the Board Evaluation will be conducted on an annual basis at the end of every financial year and should adopt a peer rating system.

**Committee Evaluation**

The Committee Evaluation will be conducted on an annual basis at the end of every financial year by each committee members including the committee Chairman.

**Director Exit Interview**

The Chairman of the Board will conduct the exit interview. When the Chairman is departing, the exit interview will be conducted by the Board of Trustee Vice- President or another director appointed by the Chairman.

**RELEASED AND SUBMISSION OF THE PERFORMANCE EVALUATION TOOL**

The Board Performance Evaluation tool will be released by the SEDP MBA Management Support staff during the last Board of Trustees Meeting and the accomplished evaluation tool will be returned to the SEDP MBA Management Support staff on the first week of January of the succeeding year.

## **CONSOLIDATION OF PERFORMANCE EVALUATION RESULT**

### **BOT Individual Performance Evaluation**

The performance Evaluation result will be consolidated by the SEDP MBA Management Support staff and will be forwarded to the Chairman of the Board. The Chairman may also meet privately with each Board of Trustees as part of the feed backing process.

### **Chairman of the Board Evaluation**

The performance Evaluation result will be consolidated by the SEDP MBA Management Support staff and be forwarded to the CEO/ General Management of the institution and may meet with the Board of Directors in the absence of the chairman of the board as part of the feed backing process.

### **Board Committee Evaluation**

The performance Evaluation result will be consolidated by the SEDP MBA Management Support staff and will be forwarded to the respective Committee Chairman. The Committee Chairman may also meet privately with each Committee Members as part of the feed backing process.

### **Board Exit Interview**

The Board Exit Interview Form will be kept by the SEDP MBA Management Support staff. The result of the Exit Interview will be discussed during the non-executive meeting of the Board of Trustees to assess the identified areas for improvement in Board performance.

## **COVERAGE OF EVALUATION**

### **A. Evaluation of the Board of Trustees may include the Board's:**

- Board Composition
- Leadership and Planning
- Chief Executive Officer or Senior Manager
- Policies
- General

### **Director Characteristics**

- Preparation/ Participation
- Knowledge and Development
- Teamwork and Communications
- Individual behavior

Self- Assessment

- Mission Planning and Oversight
- Quality Oversight
- Financial Oversight
- Management Oversight

B. Chair Evaluation may include the Chair's:

- Ethics and Values
- Relationship with the CEO
- Public Profile
- Competency
- Diligence
- Chairing Meetings

C. Evaluation of Board Committee Evaluation may include:

- Composition
- Committee Functions
- Number of conducted meetings
- Meeting discussion
- Agenda of the Meeting
- Minutes of the Meeting
- Availability of documents

D. Board Exit Interview

- Focus
- Board Performance
- Board Strengths and for improvements
- Obstacles

**TARGETED TRAINING AND ONGOING DEVELOPMENT:**

The Board of Director performance evaluation result may be used to identify targeted training for individual directors and ongoing development sessions for the Board as a whole.

## **TIMEFRAME TO ACTION PERFORMANCE RECOMMENDATIONS:**

Recommendations consolidated from the performance evaluation result and feed backing will be actioned within a reasonably practicable timeframe.

## **PERFORMANCE THAT IS BELOW EXPECTATION:**

Where a Board of Director's performance is below expectation, the Chairman of the Board will manage the performance assessment and recommended course of action. This may include targeted training or seeking to resolve this issue with the SEDP MBA General Manager.

## **RESPONSIBILITY**

Responsibility for the implementation of this policy is held by the Board Governance Committee, including monitoring the implementation of recommendations from the performance evaluation process.

## **REVIEW OF POLICY**

This policy will be reviewed by the Board Governance Committee biennially or as required, in particular in light of relevant regulatory initiatives or any significant changes to Insurance Commission requirements or business objectives, to assess its continuing excellency. The Committee will recommend to the Board for its approval any necessary or desirable amendments to ensure the policy remains current and consistent with best practice and applicable law. The Board or the Board Governance Committee may seek expert third party advice in relation to the review.

## **DISCLOSURE**

All Board performance evaluation result shall be disclosed in the Corporate Governance section (<https://mba.sedp.ph/corporate-governance>) under Disclosures of the SEDP MBA website (<https://mba.sedp.ph/>) and be included in the Institutions Annual Report to be discussed during the Annual General Membership Meeting of the succeeding year.

## Attachment A- BOARD OF TRUSTEES PERFORMANCE EVALUATION TOOL

Name : \_\_\_\_\_

Duration: \_\_\_\_\_

Position : \_\_\_\_\_

P.E. Result : \_\_\_\_\_

The purpose of this form is to rate the performance of the Board, as a group, on a scale of 1-5 for each of the following characteristics.

- 5 – Yes, always;
- 4 – Yes, most of the time;
- 3 – Occasionally;
- 2 – Yes, but seldom
- 1 – No.

Please write the rating that corresponds to your answer.

INDICATORS	RATE
<b>BOARD COMPOSITION</b>	
1. Directors bring a good mix of talents, skills and philosophical perspectives	
2. Board represents the diversity of the membership.	
3. Nominating committee is used effectively.	
<b>LEADERSHIP AND PLANNING</b>	
4. Board develops a clear vision of the company that guides actions and decisions.	
5. Plans are revised annually.	
6. Progress is assessed regularly on goals for the company, board and CEO. Necessary changes are made on a timely basis.	
7. Subsidiary plans support overall plan.	
8. Goals are achieved.	
9. Board provides direction rather than management.	
<b>CHIEF EXECUTIVE OFFICER OR SENIOR MANAGER</b>	
10. CEO is given annual performance goals based upon overall plan.	
11. Board gives CEO an effective appraisal	
12. Board manages CEO compensation effectively.	
<b>POLICIES</b>	
13. Policies control risks without being unnecessarily restrictive.	
14. Policies are written to cover all necessary areas and support goals	
15. Policies are reviewed and updated regularly.	
<b>GENERAL</b>	
16. Efficiency (conducting meetings, using committees, allocating resources)	
17. Constructive communication style	
18. Member focus (considered in decisions, current information on members and their satisfaction, specific service goals)	
19. Commitment to board education	
20. Consider / protect confidentiality	
21. Board understands and regularly considers the trade-offs between risk and return.	
22. Commitment to duties	
23. Board can effectively support the CEO while exercising independent judgment.	
<b>Total Score</b>	



## DIRECTOR CHARACTERISTICS RATING FORM

The purpose of this form is for each director to rate themselves on the following scale, for each of the following characteristics. The intent of this evaluation process is to identify areas for improvement so all directors can make the maximum contribution to the company.

- 5 – Yes, always;
- 4 – Yes, most of the time;
- 3 – Occasionally;
- 2 – Yes, but seldom
- 1 – No.

INDICATORS	RATE
<b>PREPARATION/PARTICIPATION</b>	
1. Reads board packet before meetings. Comes prepared with questions, concerns and ideas.	
2. Attends board meetings, committee meetings, and annual planning session. Arrives on time.	
3. Participates in discussions.	
4. Individual's knowledge or perspective makes a valuable contribution to discussions and decisions. Helps board stay focused on strategic objectives.	
5. Exercises sound judgment. Independent, willing to accept calculated risks, has sound business sense, insists on adequate information, and considers effects on members.	
6. Commits the time needed.	
<b>KNOWLEDGE AND DEVELOPMENT</b>	
7. Willingly participates in director development activities.	
8. Understands insurance company ideals/principles.	
9. Understands director's responsibilities, including the distinction between board and management roles.	
10. Knows membership, services, financial, legal, operating and marketing issues.	
11. Understands financial industry, insurance industry role and effects of general economic and social trends.	
<b>TEAMWORK AND COMMUNICATIONS</b>	
12. Facilitates open discussion. Is open to new ideas.	
13. Communicates effectively.	
14. Handles conflict in a positive manner.	
15. Meets commitments.	
16. Supports board decisions, once made.	
17. Contributes to good board/CEO relations.	
<b>INDIVIDUAL BEHAVIOR</b>	
18. Treats others with courtesy and respect.	
19. Puts members' interest ahead of own.	
20. Protects confidentiality	
<b>Total Score</b>	

## SELF-ASSESSMENT QUESTIONNAIRE

The purpose of this form is to evaluate overall effectiveness of the board’s oversight on the following characteristics. The intent of this evaluation process is to identify areas for improvement to improve the planning and oversight of the board.

- 5 – Yes, always;
- 4 – Yes, most of the time;
- 3 – Occasionally;
- 2 – Yes, but seldom
- 1 – No.

INDICATORS	RATE
<b>MISSION PLANNING AND OVERSIGHT</b>	
1. Each board member has received a copy of our mission statement	
2. Proposals brought before the board are evaluated to ensure that they are consistent with the mission statement	
3. Our board monitors the programs and activities of subsidiary organizations to ensure that they are consistent with the mission statement.	
4. We periodically review, discuss, and if necessary, amend our mission statement to ensure that it is current and relevant.	
5. Our board has approved a comprehensive strategic plan and supportive policy statements	
6. Our board assesses the extent to which our organization meets its strategic goals and objectives.	
7. We periodically review, discuss, and if necessary, amend our strategic plan to ensure it remains current and relevant.	
8. Our board members are active and effective in representing the company’s interests and serve as a communication link between the members and others important to the growth of the credit union.	
<b>QUALITY OVERSIGHT</b>	
9. Our board directed there be explicit quality-assurance improvement targets set and met for the operation sections of the insurance company.	
10. Our board monitors organizational performance to ensure fulfillment of our commitment to quality.	
11. Our board takes corrective action, when appropriate and necessary, to address quality performance	
12. Our board recognizes that quality of services must be closely related to our strategic planning and budgeting oversight responsibilities.	
<b>FINANCIAL OVERSIGHT</b>	
13. Our board provides financial oversight for the assets of the insurance company.	
14. We approve financial policies, plans, programs, and standards to ensure preservation on enhancement of the company’s financial assets and resources.	
15. Our board monitors performance against budget projections and policies.	
16. We have reviewed and adopted ethical polices and guidelines for conducting financial operations.	
17. Our board approves the major capital plans, including integrated management information systems.	
<b>MANAGEMENT OVERSIGHT</b>	
18. Our board clearly understands the distinction between the board’s oversight role	

and the CEO's management role.	
19. Our board communicates regularly with the CEO regarding goals, expectations, and concerns	
20. A committee of the board annually evaluates the performance of the CEO using goals and objectives agreed upon with the CEO at the beginning of the evaluation cycle.	
21. Our board periodically surveys CEO compensation arrangements at comparable insurance companies to ensure that our compensation and other employment conditions are reasonable and competitive.	
22. Our board periodically reviews our management succession plan to ensure leadership continuity.	
23. Our board clearly understands the distinction between the board's oversight role and the CEO's management role.	
<b>Board Effectiveness</b>	
24. The board policies and criteria for selecting new members of the board are clearly defined and followed to ensure continued leadership and appropriate representation.	
25. We evaluate our board's performance and the performance of each board member to determine the appropriateness of continued service on the board.	
26. We have a written conflict-of-interest policy that includes guidelines for the resolution of any existing or apparent conflicts of interest.	
27. All members of the board understand and fulfill their responsibilities and each board member has received written descriptions of the board's duties and reporting responsibilities.	
28. All members of the board participate in an orientation program and a regular program of continuing education.	
29. The board periodically reviews its own structure to assess its size, diversity of representation, committee structure, member tenure and turnover policy, and tenure offices and committee chairperson.	
30. The frequency and duration of board and committee meetings are adequate to conduct the board's oversight responsibilities, but do not discourage attendance and participation by misusing valuable trustee time.	
31. Our chairperson exercises a firm and fair hand with individual board members to ensure that all have equal opportunity to participate, time is not monopolized by a few, and agenda items are dispatched after reasonable discussion.	
32. Board members receive the agenda and back-up materials well in advance of meetings	
33. Board members come to meetings well prepared to discuss agenda items.	
34. Our board adopts, amends and if necessary, repeals, the Articles of Incorporation and By-Laws.	
35. The board maintains an up-to-date policy manual, which includes specific policies covering its oversight role in quality, finance, strategic plans, and management	
<b>Total Score</b>	

**Recommendations:**

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**Performance Rating**

<b>CATEGORY</b>	<b>SCORES</b>
Board of Trustees Performance Evaluation Tool	
Director Characteristics Rating Form	
Self-Assessment Questionnaire	
Total Score	
Total Score divided by 3	

<b>Description</b>	<b>Adjectival Rating</b>
Achievement Percentage of over 115%	Outstanding
Achievement Percentage of 90% - 114%	Very Satisfactory
Achievement Percentage of 65% - 89%	Satisfactory
Achievement Percentage of 40% - 64%	Needs Improvement
Achievement Percentage of below 39%	Marginal

Prepared by:

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Name and Signature of Ratee/Date Accomplished

## Attachment B- Chairman Performance Evaluation

Name of the Chairman: \_\_\_\_\_

Evaluation Result: \_\_\_\_\_

Period Covered: \_\_\_\_\_

Assessment Scale For each of the following statements about the Chair of the organization, please indicate:

How the Chair performs:

- 5 – Yes, always;
- 4 – Yes, most of the time;
- 3 – Occasionally;
- 2 – Yes, but seldom
- 1 – No.

ETHICS / VALUES	RATING	REMARKS
1. Acts independently of any stakeholder group or entity connected with the support.		
2. Behaves in accordance with the company's values and beliefs.		
3. Is ethical.		
4. Be impartial and objective		
5. Encourages feedback on how the Chair's performance could be enhanced.		
6. Encourages discussion on how the board's performance could be enhanced.		
7. Have the highest personal standards with regard to honesty, reliability, and commitment to the role		

RELATIONSHIP WITH THE CHIEF EXECUTIVE OFFICER	RATING	REMARKS
1. Has a positive working relationship with the CEO/General.		
2. Acts as a sounding-board and mentor for the CEO.		
3. Demonstrates public support for the CEO.		
4. Works with the CEO to set the board agenda.		
5. Ensures board decisions are implemented properly		
6. Leads an effective process for the performance evaluation of the CEO.		
7. Where necessary, provides constructive criticism to the CEO.		

<b>PUBLIC PROFILE</b>	<b>RATING</b>	<b>REMARKS</b>
1. Has clarified, with the board, the circumstances in which the Chair acts as the public spokesperson for the company.		
2. Benefits the company through personal and professional contacts.		
3. Enhances the public image of the company.		
4. Is seen as a leader in our sport.		

<b>COMPETENCE</b>	<b>RATING</b>	<b>REMARKS</b>
1. Understands what is required of a Chair.		
2. Brings relevant experience to the position of Chair		
3. Ensures that the board gets the right information		
4. 4. Ensures the board deals with the right matters.		
5. Leads the board in its compliance responsibilities.		
6. Leads the board in its performance responsibilities		

<b>DILIGENCE</b>	<b>RATING</b>	<b>REMARKS</b>
1. Dedicates sufficient time to the Chair's role.		
2. Ensures timely board paper distribution before meetings.		
3. Checks board minutes before they are circulated to directors.		
4. Ensures timely distribution of minutes.		
5. Is well-prepared for chairing meetings.		
6. Makes contact with other directors outside meetings, where necessary.		
7. Makes time available to participate in organizational occasions		

<b>CHAIRING MEETINGS</b>	<b>RATING</b>	<b>REMARKS</b>
1. Manages time well in chairing meetings		
2. Sticks to the agenda.		
3. Brings minor matters to an early close.		
4. Encourages wider and deeper discussion of important issues.		
5. Draws out contributions from all directors.		

6. Encourages collegiately.		
7. Show interest in member's viewpoints		
8. Differentiates between management and governance functions in board discussion and refers operational issues to management.		
9. Is adept at summarizing outcomes from board discussion.		
10. Ensures clarity of decision-making.		

\_\_\_\_\_  
Name and Signature of Board of Director/ Date

### Performance Rating

CATEGORY	SCORES
Ethics and Values	
Relationship with the CEO	
Public Profile	
Competency	
Diligence	
Chairing Meetings	
Total	

Highest possible score: 205

Description	SCORES
Achievement Percentage of over 115%	Outstanding
Achievement Percentage of over 90%-114%	Very Satisfactory
Achievement Percentage of over 65%-89%	Satisfactory
Achievement Percentage of over 40%-64%	Needs for Improvement
Achievement Percentage of below 39%	Marginal

**Attachment C- Committee Evaluation**

**BOARD COMMITTEE PERFORMANCE EVALUATION FORM  
GOVERNANCE COMMITTEE**

**Name:** \_\_\_\_\_  
**Position:** \_\_\_\_\_

**Duration:** \_\_\_\_\_

The evaluation form provides ratings from 1 to 5 with the following indicators:

- 5 – Yes, always;
- 4 – Yes, most of the time;
- 3 – Occasionally;
- 2 – Yes, but seldom
- 1 – No.

Please write the rating that corresponds to your answer.

<b>COMMITTEE STRUCTURE AND COMPOSITION</b>	<b>RATING</b>	<b>REMARKS</b>
1. The Governance Committee is composed of a minimum of three (3) but not more than five (5) members.		
2. One member shall be from an independent member of the board of trustees while the rest shall be from the regular members.		
3. The members of the Committee have sufficient, recent & relevant expertise & experience in fulfilling their role		

<b>COMMITTEE DUTIES AND RESPONSIBILITIES</b>	<b>RATING</b>	<b>REMARKS</b>
1. Does the Committee recommend board policies and processes designed to provide for effective and efficient governance, including but not limited to policies for: <ul style="list-style-type: none"> <li>a. Evaluation of the board and the chairperson.</li> <li>b. Election and re-election of board members.</li> <li>c. Board orientation and education.</li> <li>d. Succession planning for the board chair and other board members</li> </ul>		
2. Does the Committee review and recommends position description detailing responsibilities of and expectations for board members and the board chairperson		
3. Does the Committee develops and recommend to the board a statement of the competencies and personal attributes currently needed on the board, to be used as a guideline for recruitment and election of board members		
4. Does the Committee conducts a “gap analysis” to identify succession planning/recruitment needs		
5. Does the Committee develops and regularly update a list of potential board members regardless of whether a current		



vacancy exists.		
6. Does the Committee oversee a process for vetting the fitness of prospective nominees		
7. Does the Committee develop and oversee a plan for enhancing board diversity		
8. Does the Committee evaluates the performance of individual board members eligible for re-election		
9. Does the Committee conducts a succession planning process for the board chairperson and other board members. Nominating board officers for election by the full board		
10. Does the Committee reviews the corporate by-laws annually and recommending any needed changes to the full board		
11. Does the Committee advise management on plans for board education, including new member orientation, education of board members, and an annual board retreat		
12. The Committee oversees the periodic evaluation of the Board, its Committees and Employees performance		
13. The Governance Committee Evaluates the performance of the General Manager and decides whether or not he/she is able to and/or has be adequately carrying out his/her duties bearing in mind the GM contribution and performance.		
14. The Governance Committee reviews the SEDP MBA Annual Corporate Governance Report and recommend policies for enhancement, if necessary		

<b>CONDUCT OF COMMITTEE MEETING</b>	<b>RATING</b>	<b>REMARKS</b>
1. The Committee meet at least four times a year as stated in the Charter		No. of meetings held _____
2. The frequency, duration and scheduling of Governance meeting are adequate to discuss matters relative to performance of its duties and responsibilities		
3. The member of the Committee actively participate during meetings by providing or sharing useful insights, information, opinion, or recommendation		
4. The Chair guide the meeting effectively by allowing and encouraging discussion but staying on agenda		
5. The Committee handle disagreements, if any, openly, honestly, & directly		
6. The minutes of the Committee meeting well prepared and comprehensively documented		
7. The agenda folder/materials given in sufficient time to prepare for the meeting		

<b>PERFORMANCE OF INDIVIDUAL MEMBERS OF THE COMMITTEE</b>	<b>RATING</b>	<b>REMARKS</b>
1. I understand the Vision, Mission of SEDP MBA and I am aware of my duties and responsibilities as member of Governance Committee		
2. I am fully aware of Governance Committee Charter and By-Laws and governing principles and policies and I keep myself		

on the latest best practices in Corporate Governance		
3. I faithfully attend all Governance Committee Meeting		
4. I come to meetings on time, and prepared about the issues to be discussed based on the agenda		
5. I actively participate in the discussion during the Governance Committee Meeting with independence, open minded and objectivity		

**Other Comments/Suggestions**

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\_\_\_\_\_  
Name and Signature

**Performance Rating**

CATEGORY	SCORES
Committee Structure and Composition	
Committee Duties and Responsibilities	
Conduct of Committee Meeting	
Performance of Individual Members of the Committee	
Total	
Total Score Divided by 4	

Highest possible score: 200

Description	SCORES
Achievement Percentage of over 115%	Outstanding
Achievement Percentage of over 90%-114%	Very Satisfactory
Achievement Percentage of over 65%-89%	Satisfactory
Achievement Percentage of over 40%-64%	Needs for Improvement
Achievement Percentage of below 39%	Marginal

## AUDIT COMMITTEE

Name: \_\_\_\_\_

Duration: \_\_\_\_\_

Position: \_\_\_\_\_

The evaluation form provides ratings from 1 to 5 with the following indicators:

- 5 – Yes, always;
- 4 – Yes, most of the time;
- 3 – Occasionally;
- 2 – Yes, but seldom
- 1 – No.

Please write the rating that corresponds to your answer.

COMMITTEE STRUCTURE AND COMPOSITION	RATE	REMARKS
1. The Audit Committee is composed of a Chairman and two (2) members to be selected from among the members of the Board of Trustees and other members of the organization		
2. The committee Chairman, should be an independent Trustee		
3. All of the members of the committee must have relevant background, knowledge, skills, and/or experience in the areas of accounting, auditing and finance		
4. The Chairman of the Audit Committee should not be the Chairman of the Board or of any other committees.		
5. The members of the Committee have sufficient, recent & relevant expertise & experience in fulfilling their role		

COMMITTEE DUTIES AND RESPONSIBILITIES	RATE	REMARKS
1. The Audit Committee review and approve audit programs, policies and strategies including selection/termination of external auditor		
2. The Audit Committee ensure that SEDP MBA has a comprehensive coverage to meet the risk and demand posed by its current and planned activities in accordance with the objectives		
3. The Audit Committee serves its purpose on monitoring, tracking & where necessary providing discipline to ensure effective & timely response by Management to correct control weakness & violation of law or regulation as noted in the internal audit report or management letter		
4. The Audit Committee exercise independent judgment, act judiciously and observe confidentiality on classified information		
5. The Audit Committee provide oversight and supervision of the internal audit functions		
6. The Audit Committee provide oversight of the financial reporting processes		

7. The Audit Committee ensure the continuing soundness, effectiveness and adequacy of the SEDP MBA internal control environment.		
8. The Audit Committee submit the minutes of all meetings of the Audit Committee to, and report the Audit Committee's actions to the Board from time to time (but at least quarterly) or as requested by the Board.		
9. The Audit Committee meet periodically with management and the internal auditors in separate executive sessions to discuss any matters that the Audit Committee believes should be discussed privately		
10. The Audit Committee perform oversight financial management functions specifically in the areas of operational, legal and other risks of SEDP MBA		
11. The Audit Committee review the quarterly, semi-annual and annual financial statements before submission to the Board		
12. The Audit Committee monitor and evaluate the adequacy and effectiveness of the internal control system		
13. The Audit Committee assess compliance with existing policies and procedures and applicable laws, rules and regulations		
14. The Audit Committee review internal audit reports where applicable and monitor the status of the recommendations and their implementation		
15. The Audit Committee review and approve the annual internal audit plans and programs and ensure its accomplishment		

<b>CONDUCT OF COMMITTEE MEETING</b>	<b>RATING</b>	<b>REMARKS</b>
1. Does the Committee ensure compliance with existing policies, procedures, and applicable laws, rules and regulations.		No. of meetings held _____
2. The frequency, duration and scheduling of Audit Committee meeting are adequate to discuss matters relative to performance of its duties and responsibilities		
3. The members of the Committee actively participate during meetings by providing or sharing useful insights, information, opinion, or recommendation		
4. The Chairman guide the meeting effectively by allowing and encouraging discussion but staying on agenda		
5. The Committee handle disagreements, if any, openly, honestly, & directly		
6. The minutes of the Committee meeting well prepared and comprehensively documented		
7. The agenda folder/materials given in sufficient time to prepare for the meeting		

<b>PERFORMANCE OF INDIVIDUAL MEMBERS OF THE COMMITTEE</b>	<b>RATING</b>	<b>REMARKS</b>
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6. I understand the Vision, Mission of SEDP MBA and I am aware of my duties and responsibilities as member of Audit Committee		
7. I am fully aware of Audit Committee Charter and By-Laws and governing principles and policies and I keep myself on the latest best practices in Corporate Governance		
8. I faithfully attend all Audit Committee Meeting		
9. I come to meetings on time, and prepared about the issues to be discussed based on the agenda		
10. I actively participate in the discussion during the Audit Committee Meeting with independence, open minded and objectivity		

**Other Comments/Suggestions**

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\_\_\_\_\_  
Name and Signature

**Performance Rating**

CATEGORY	SCORES
Committee Structure and Composition	
Committee Duties and Responsibilities	
Conduct of Committee Meeting	
Performance of Individual Members of the Committee	
Total	
Total Score Divided by 4	

Highest possible score: 200

Description	SCORES
Achievement Percentage of over 115%	Outstanding
Achievement Percentage of over 90%-114%	Very Satisfactory
Achievement Percentage of over 65%-89%	Satisfactory
Achievement Percentage of over 40%-64%	Needs for Improvement
Achievement Percentage of below 39%	Marginal

**BOARD COMMITTEE PERFORMANCE EVALUATION FORM  
FINANCE COMMITTEE**

Name: \_\_\_\_\_

Duration: \_\_\_\_\_ Position: \_\_\_\_\_

The evaluation form provides ratings from 1 to 5 with the following indicators:

- 5– Yes, always;
- 4 – Yes, most of the time;
- 3 – Occasionally;
- 2 – Yes, but seldom
- 1 – No.

Please write the rating that corresponds to your answer.

COMMITTEE STRUCTURE AND COMPOSITION	RATING	REMARKS
1. The Committee shall be comprised of a minimum of three (3) and a maximum of five (5) members. One member of the committee shall serve as Committee Chair		
2. The Chairman and other members of the Finance Committee has a term of three years		
3. The Chairman and other members of the Finance Committee was nominated by the Governance Committee and approved by the Board of Trustees		
4. The members of the Committee have sufficient, recent & relevant expertise & experience in fulfilling their role		

COMMITTEE DUTIES AND RESPONSIBILITIES	RATING	REMARKS
1. The Finance Committee review and recommend SEDP MBA annual budget, business plan and long-range financial plan		
2. The Finance Committee review and recommend SEDP MBA capital structure in accordance with the Insurance Commission or as defined by Insurance Commission		
3. The Finance Committee review and recommend any capital expenditures and unbudgeted operating expenses that, per board approved policy, are above management authority but below the threshold required for board approval		
4. The Finance Committee receives and review the following reports: a. Monthly, quarterly and annual financial statements b. Investments reports c. Key financial ratios d. Key operating benchmarks		
5. Does the Committee review and recommend such other matters that may be referred to the Committee by the Board		

and by any chart of authority of SEDP MBA approved by the board		
6. The Finance Committee oversee the financial risk management of SEDP MBA by reviewing and approving the financial and financial risk management policies, including investment, liquidity and interest rate risk		
7. The Finance Committee set up guidelines and procedures on investment		
8. The Finance Committee review SEDP MBA financial performance results and forecasts through the review of selected financial reports provided by the management and such other information it deems appropriate.		
9. Does the Committee review the asset/liability management of the institution, through the review of the activities of management's Asset/Liability Committee and such other information as it deems appropriate		
10. The Finance Committee review SEDP MBA ongoing compliance with financial ratios and other metrics pursuant to applicable regulatory requirements, such as capital adequacy guidelines and internal policies		
11. The Finance Committee review material organizational development matters that may result in a significant impact on SEDP, such as proposed mergers or acquisitions		

<b>CONDUCT OF COMMITTEE MEETING</b>	<b>RATING</b>	<b>REMARKS</b>
1. The Finance Committee meet not less than four times each year as stated in the Charter		<i>No. of meetings held</i> _____
2. The frequency, duration and scheduling of Audit Committee meeting are adequate to discuss matters relative to performance of its duties and responsibilities		
3. The members of the Committee actively participate during meetings by providing or sharing useful insights, information, opinion, or recommendation		
4. The Chairman guide the meeting effectively by allowing and encouraging discussion but staying on agenda		
5. The Committee handle disagreements, if any, openly, honestly, & directly		
6. The minutes of the Committee meeting well prepared and comprehensively documented		
7. The agenda folder/materials given in sufficient time to prepare for the meeting		

<b>PERFORMANCE OF INDIVIDUAL MEMBERS OF THE COMMITTEE</b>	<b>RATING</b>	<b>REMARKS</b>

1. I understand the Vision, Mission of SEDP MBA and I am aware of my duties and responsibilities as member of Finance Committee		
2. I am fully aware of Finance Committee Charter and By-Laws and governing principles and policies and I keep myself on the latest best practices in Corporate Governance		
3. I faithfully attend all Finance Committee Meeting		
4. I come to meetings on time, and prepared about the issues to be discussed based on the agenda		
5. I actively participate in the discussion during the Finance Committee Meeting with independence, open minded and objectivity		

**Other Comments/Suggestions**

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\_\_\_\_\_  
Name and Signature

**Performance Rating**

CATEGORY	SCORES
Committee Structure and Composition	
Committee Duties and Responsibilities	
Conduct of Committee Meeting	
Performance of Individual Members of the Committee	
Total	
Total Score Divided by 4	

Highest possible score: 200

Description	SCORES
Achievement Percentage of over 115%	Outstanding
Achievement Percentage of over 90%-114%	Very Satisfactory
Achievement Percentage of over 65%-89%	Satisfactory
Achievement Percentage of over 40%-64%	Needs for Improvement
Achievement Percentage of below 39%	Marginal

**BOARD COMMITTEE PERFORMANCE EVALUATION FORM  
GOVERNANCE COMMITTEE**



**(HR AND REMUNERATION COMMITTEE)**

Name: \_\_\_\_\_

Duration: \_\_\_\_\_

Position: \_\_\_\_\_

The evaluation form provides ratings from 1 to 5 with the following indicators:

- 5 – Yes, always;
- 4 – Yes, most of the time;
- 3 – Occasionally;
- 2 – Yes, but seldom
- 1 – No.

Please write the rating that corresponds to your answer.

<b>COMMITTEE STRUCTURE AND COMPOSITION</b>	<b>RATING</b>	<b>REMARKS</b>
1. The HR Committee is composed of at least four members.		
2. Majority of the committee should be an independent directors, including the Chairman.		
3. The members of the Committee have sufficient, recent & relevant expertise & experience in fulfilling their role		

<b>Committee Duties and Responsibilities</b>	<b>RATING</b>	<b>REMARKS</b>
1. The HR and Remuneration Committee advice and assist the Board in fulfilling its responsibilities relating to oversight of human resources matters.		
2. The HR and Remuneration Committee inform/updates the Board on matters discussed during HR Committee meetings held; significant human resources related issues and make recommendations to the Board as appropriate.		
3. The HR and Remuneration Committee oversee the remuneration strategies adopted by SEDP-MBA;		
4. The HR and Remuneration Committee reviews policies related to remuneration arrangements (including incentives) applicable to SEDP-MBA management and staff when necessary		
5. The HR and Remuneration Committee ensures regular updates are received from management on changes or emerging issues and consider the impact on current remuneration practices and agreements;		
6. The HR and Remuneration Committee review the effective operation of the human resource management system including, but not limited to recruitment, training and		

development, promotion and retention programs, separation and or retirement		
7. The HR and Remuneration Committee review processes in place to ensure compliance with relevant regulatory requirements, government guidelines and SEDP-MBA policies and procedures		

<b>CONDUCT OF COMMITTEE MEETING</b>	<b>RATING</b>	<b>REMARKS</b>
1. The HR and Remuneration meet not less than two occasions each year		No. of meetings held _____
2. The frequency, duration and scheduling of Audit Committee meeting are adequate to discuss matters relative to performance of its duties and responsibilities		
3. The members of the Committee actively participate during meetings by providing or sharing useful insights, information, opinion, or recommendation		
4. The Chairman guide the meeting effectively by allowing and encouraging discussion but staying on agenda		
5. The Committee handle disagreements, if any, openly, honestly, & directly		
6. The minutes of the Committee meeting well prepared and comprehensively documented		
7. The agenda folder/materials given in sufficient time to prepare for the meeting		

<b>PERFORMANCE OF INDIVIDUAL MEMBERS OF THE COMMITTEE</b>	<b>RATING</b>	<b>REMARKS</b>
4. I understand the Vision, Mission of SEDP MBA and I am aware of my duties and responsibilities as member of The HR and Remuneration Committee		
5. I am fully aware of HR Charter and By-Laws and governing principles and policies and I keep myself on the latest best practices in Corporate Governance		
6. I faithfully attend all HR and Remuneration Committee Meeting		
7. I come to meetings on time, and prepared about the issues to be discussed based on the agenda		
8. I actively participate in the discussion during the HR and Remuneration Committee Meeting with independence, open minded and objectivity		

**Other Comments/Suggestions**

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\_\_\_\_\_  
Name and Signature

**Performance Rating**

CATEGORY	SCORES
Committee Structure and Composition	
Committee Duties and Responsibilities	
Conduct of Committee Meeting	
Performance of Individual Members of the Committee	
Total	
Total Score Divided by 4	

Highest possible score: 200

Description	SCORES
Achievement Percentage of over 115%	Outstanding
Achievement Percentage of over 90%-114%	Very Satisfactory
Achievement Percentage of over 65%-89%	Satisfactory
Achievement Percentage of over 40%-64%	Needs for Improvement
Achievement Percentage of below 39%	Marginal

## BOARD RISK OVERSIGHT COMMITTEE

Name: \_\_\_\_\_

Duration: \_\_\_\_\_ Position: \_\_\_\_\_

The evaluation form provides ratings from 1 to 5 with the following indicators:

- 5 – Yes, always;
- 4 – Yes, most of the time;
- 3 – Occasionally;
- 2 – Yes, but seldom
- 1 – No.

Please write the rating that corresponds to your answer.

COMMITTEE STRUCTURE AND COMPOSITION	RATING	REMARKS
1. The BROC should be composed of at least three members, the majority of whom should be independent directors, including the Chairman		
2. At least one member of the committee must have relevant thorough knowledge and experience on risk and risk management		
3. The Chairman should not be the Chairman of the Board or of any other committee		
4. The members of the Committee have sufficient, recent & relevant expertise & experience in fulfilling their role		

COMMITTEE DUTIES AND RESPONSIBILITIES	RATING	REMARKS
1. The Committee oversee the system of limits to discretionary authority that the board delegates to management, ensure that the system remains effective, that the limits are observed and that immediate corrective actions are taken whenever limits are breached		
2. The Committee identify and evaluate exposures <ul style="list-style-type: none"> <li>a. Assess the likelihood of each risk becoming a reality.</li> <li>b. Estimate its possible effect and cost.</li> </ul>		
3. The Committee determine areas of concern based on risks that are most likely to occur and are costly when they happen		
4. The Committee developed risk management strategies <ul style="list-style-type: none"> <li>a. Develop a plan defining the strategies for managing and controlling the major risks.</li> <li>b. Identify practical strategies to reduce the chance of loss, injury or failure to minimize losses if the risk becomes real.</li> </ul>		

5. The Committee oversee the implementation of the risk management plan by conducting regular discussions on the institution's current risk exposure based on regular management reports and assess how the concerned units reduced these risks		
6. The Committee evaluate the risk management plan to ensure its continued relevancy, comprehensiveness, and effectiveness.		
7. The Committee revisit strategies, look for emerging or changing exposures and stay abreast of developments that affect the likelihood of harm or loss.		

CONDUCT OF COMMITTEE MEETING	RATING	REMARKS
1. Does the Committee ensure compliance with existing policies, procedures, and applicable laws, rules and regulations.		No. of meetings held _____
2. The frequency, duration and scheduling of Audit Committee meeting are adequate to discuss matters relative to performance of its duties and responsibilities		
3. The members of the Committee actively participate during meetings by providing or sharing useful insights, information, opinion, or recommendation		
4. The Chairman guide the meeting effectively by allowing and encouraging discussion but staying on agenda		
5. The Committee handle disagreements, if any, openly, honestly, & directly		
6. The minutes of the Committee meeting well prepared and comprehensively documented		
7. The agenda folder/materials given in sufficient time to prepare for the meeting		

PERFORMANCE OF INDIVIDUAL MEMBERS OF THE COMMITTEE	RATING	REMARKS
1. I understand the Vision, Mission of SEDP MBA and I am aware of my duties and responsibilities as member of Board Risk Oversight Committee		
2. I am fully aware of By-Laws and governing principles and policies and I keep myself on the latest best practices in Corporate Governance		
3. I faithfully attend all Board Risk Oversight Committee Meeting		
4. I come to meetings on time, and prepared about the issues to be discussed based on the agenda		
5. I actively participate in the discussion during the Board Risk Oversight Committee Meeting with independence, open minded and objectivity		

**Other Comments/Suggestions**

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\_\_\_\_\_  
Name and Signature

**Performance Rating**

CATEGORY	SCORES
Committee Structure and Composition	
Committee Duties and Responsibilities	
Conduct of Committee Meeting	
Performance of Individual Members of the Committee	
Total	
Total Score Divided by 4	

Highest possible score: 200

Description	SCORES
Achievement Percentage of over 115%	Outstanding
Achievement Percentage of over 90%-114%	Very Satisfactory
Achievement Percentage of over 65%-89%	Satisfactory
Achievement Percentage of over 40%-64%	Needs for Improvement
Achievement Percentage of below 39%	Marginal

**BOARD COMMITTEE PERFORMANCE EVALUATION FORM  
GOVERNANCE COMMITTEE**

## (NOMINATION COMMITTEE)

Name: \_\_\_\_\_

Duration: \_\_\_\_\_

Position: \_\_\_\_\_

The evaluation form provides ratings from 1 to 5 with the following indicators:

- 5 – Yes, always;
- 4 – Yes, most of the time;
- 3 – Occasionally;
- 2 – Yes, but seldom
- 1 – No.

Please write the rating that corresponds to your answer.

COMMITTEE STRUCTURE AND COMPOSITION	RATING	REMARKS
1. The Nomination Committee is composed of at least three (3) members to be selected from among the elected Board of Trustees		
2. The Nomination Committee is comprised by the majority of Independent Trustees and shall serve for three (3) years		
3. The members of the Committee have sufficient, recent & relevant expertise & experience in fulfilling their role		

COMMITTEE DUTIES AND RESPONSIBILITIES	RATING	REMARKS
1. The Nomination Committee review and evaluate the qualifications of all persons nominated to the Board as well as those nominated to other positions requiring appointment by the Board of Trustees.		
2. The Nomination Committee nominate independent trustees eligible to be elected to the Board subject to the promulgated guidelines and qualifications		
3. The Nomination Committee prepare a description of the roles and capabilities required of a particular appointment		
4. The Nomination Committee conduct and supervise the elections for the members of the Board of Trustees and other officers and proclaim the winners		
5. The Nomination Committee judge of all electoral contests, including questions on the qualification of candidates and its decision shall be final unless appealed to the Board of Trustees whose decision shall be non-appealable		

CONDUCT OF COMMITTEE MEETING	RATING	REMARKS
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1. The Committee meet not less than two occasions each year		No. of meetings held _____
2. The frequency, duration and scheduling of Audit Committee meeting are adequate to discuss matters relative to performance of its duties and responsibilities		
3. The members of the Committee actively participate during meetings by providing or sharing useful insights, information, opinion, or recommendation		
4. The Chairman guide the meeting effectively by allowing and encouraging discussion but staying on agenda		
5. The Committee handle disagreements, if any, openly, honestly, & directly		
6. The minutes of the Committee meeting well prepared and comprehensively documented		
7. The agenda folder/materials given in sufficient time to prepare for the meeting		

PERFORMANCE OF INDIVIDUAL MEMBERS OF THE COMMITTEE	RATING	REMARKS
1. I understand the Vision, Mission of SEDP MBA and I am aware of my duties and responsibilities as member of Nomination Committee		
2. I am fully aware of Nomination Committee Charter and By-Laws and governing principles and policies and I keep myself on the latest best practices in Corporate Governance		
3. I faithfully attend all Nomination Committee Meeting		
4. I come to meetings on time, and prepared about the issues to be discussed based on the agenda		
5. I actively participate in the discussion during the Nomination Committee Meeting with independence, open minded and objectivity		

**Other Comments/Suggestions**

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\_\_\_\_\_  
Name and Signature

**Performance Rating**



<b>CATEGORY</b>	<b>SCORES</b>
Committee Structure and Composition	
Committee Duties and Responsibilities	
Conduct of Committee Meeting	
Performance of Individual Members of the Committee	
Total	
Total Score Divided by 4	

Highest possible score: 200

<b>Description</b>	<b>SCORES</b>
Achievement Percentage of over 115%	Outstanding
Achievement Percentage of over 90%-114%	Very Satisfactory
Achievement Percentage of over 65%-89%	Satisfactory
Achievement Percentage of over 40%-64%	Needs for Improvement
Achievement Percentage of below 39%	Marginal

## RELATED PARTY TRANSACTIONS COMMITTEE

Name: \_\_\_\_\_

Duration: \_\_\_\_\_

Position: \_\_\_\_\_

The evaluation form provides ratings from 1 to 5 with the following indicators:

- 5 – Yes, always;
- 4 – Yes, most of the time;
- 3 – Occasionally;
- 2 – Yes, but seldom
- 1 – No.

Please write the rating that corresponds to your answer.

COMMITTEE STRUCTURE AND COMPOSITION	RATING	REMARKS
1. The RPT Committee should be composed of at least three non-executive directors		
2. The majority of whom should be independent		
3. The committee Chairman, should be an independent Trustee		
4. The members of the Committee have sufficient, recent & relevant expertise & experience in fulfilling their role		

COMMITTEE DUTIES AND RESPONSIBILITIES	RATING	REMARKS
1. The RPT Committee evaluate on an ongoing basis existing relations between and among businesses and counterparties to ensure that all related parties are continuously identified, RPTs are monitored, and subsequent changes in relationships shall be reflected in the relevant reports to the board and regulators/supervisors		
2. The RPT Committee set materiality threshold for each type of transactions to related parties such as investment, financial assistance, contract agreements and others.		
3. The RPT Committee evaluate all material RPTs to ensure that these are not undertaken on more favorable economic terms (e.g., price, commissions, interest rates, fees, tenor, collateral requirement) to such related parties than similar transactions with nonrelated parties under similar circumstances and that no corporate or business resources of the association are misappropriated or misapplied, and to determine any potential reputational risk issues that may arise as a		

result of or in connection with the transactions		
4. The RPT Committee the Committee shall take into account, among others, the following: a) The related party's relationship to the association and interest in the transactions; b) The material facts of the proposed RPT, including the proposed aggregate value of such transaction; c) The benefits to the association of the proposed RPT; d) The risk profile, structure, size and operation of the related party to transact with; e) The availability of other sources of comparable products or services; and f) An assessment of whether the proposed RPT is on terms and conditions that are comparable to the terms generally available to an unrelated party under similar circumstances. The association shall have in place an effective price discovery system and have exercised due diligence in determining a fair price for RPTs. All RPTs that are considered material based on association's internal policies shall be endorsed by the RPT Committee to the board of trustees for approval.		
5. The RPT Committee ensure that appropriate disclosure is made, and/or information is provided to regulating and supervising authorities relating to the association's RPT exposures, and policies on conflicts of interest or potential conflicts of interest. The disclosure shall include information on the approach to managing material conflicts of interest that are inconsistent with such policies; and conflicts that could arise as a result of association's affiliation or transactions with other related parties		
6. The RPT Committee report to the board of trustees on a regular basis, the status and aggregate exposures to each related party as well as the total amount of exposures to all related parties.		
7. The RPT Committee ensure that transactions with related parties, including write-off of exposures, are subject to periodic independent review or audit process.		
8. The RPT Committee oversee the implementation of the system for identifying, monitoring, measuring, controlling, and reporting RPTs, including the periodic review of RPT policies and procedures		

<b>CONDUCT OF COMMITTEE MEETING</b>	<b>RATING</b>	<b>REMARKS</b>
1. The Committee meet at least once a year		No. of meetings held _____
2. The frequency, duration and scheduling of RPT Committee meeting are adequate to discuss matters relative to performance of its duties and responsibilities		
3. The members of the Committee actively participate during meetings by providing or sharing useful insights,		

information, opinion, or recommendation		
4. The Chairman guide the meeting effectively by allowing and encouraging discussion but staying on agenda		
5. The Committee handle disagreements, if any, openly, honestly, & directly		
6. The minutes of the Committee meeting well prepared and comprehensively documented		
7. The agenda folder/materials given in sufficient time to prepare for the meeting		

PERFORMANCE OF INDIVIDUAL MEMBERS OF THE COMMITTEE	RATING	REMARKS
1. I understand the Vision, Mission of SEDP MBA and I am aware of my duties and responsibilities as member of RPT Committee		
2. I am fully aware of By-Laws and governing principles and policies and I keep myself on the latest best practices in Corporate Governance		
3. I faithfully attend all RPT Committee Meeting		
4. I come to meetings on time, and prepared about the issues to be discussed based on the agenda		
5. I actively participate in the discussion during the RPT Committee Meeting with independence, open minded and objectivity		

**Other Comments/Suggestions**

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\_\_\_\_\_  
Name and Signature

**Performance Rating**

CATEGORY	SCORES
Committee Structure and Composition	
Committee Duties and Responsibilities	
Conduct of Committee Meeting	
Performance of Individual Members of the Committee	
Total	
Total Score Divided by 4	

Highest possible score: 200

Description	SCORES
Achievement Percentage of over 115%	Outstanding
Achievement Percentage of over 90%-114%	Very Satisfactory
Achievement Percentage of over 65%-89%	Satisfactory
Achievement Percentage of over 40%-64%	Needs for Improvement
Achievement Percentage of below 39%	Marginal

Name : \_\_\_\_\_

Duration: \_\_\_\_\_

Position : \_\_\_\_\_

- Do you believe that the Board is appropriately focused on members' best interests?

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- What are your views generally on the performance of the Board as a whole?

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- What did you enjoy most about your board service?

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- What did you enjoy least? What would have made the experience better?

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- What are your views on the performance of any committees that you have served on?

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- What do you consider to be the Board's top three strengths?

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- Where can the Board improve its performance? How do you think this could be achieved?

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- What are the three most valuable lessons you have learned about governance matters?

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- What are the primary attributes that made board meetings successful?

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- How might we improve board meetings?

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• Did you feel that your opinions and contributions were heard and valued?

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• Do you feel that you had access to the information and training necessary to be an effective board member and to make decisions at board meetings? If not, how can we improve?

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• Based on your experience, what advice about board service would you give to a new member of the board?

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• What do you wish you had known when you joined the board but did not know?

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• Did we use your talents effectively? If not, what steps can we take to ensure we do so with future board members?

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• Are there any steps that I can take to improve as the association's Board president or CEO?

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• Are there any specific matters regarding the operation of the Board that have been of particular concern?

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Prepared by:

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Name and Signature of Board of Trustee/Date Accomplished

Source:

<https://www2.deloitte.com/content/dam/Deloitte/in/Documents/risk/Corporate%20Governance/in-cg-performance-evaluation-of-boards-and-directors-noexp.pdf>

<https://www.governance-gurus.ae/board-evaluation-benefits/>

<https://www.aoc.co.uk/sites/default/files/Chair%27s%20Performance%20Review.pdf>

[https://www.orsr.sa.gov.au/\\_\\_\\_data/assets/pdf\\_file/0016/7063/Chairman-Performance-Evaluation.pdf](https://www.orsr.sa.gov.au/___data/assets/pdf_file/0016/7063/Chairman-Performance-Evaluation.pdf)

<https://www.dbp.ph/wp-content/uploads/2018/05/B11.pdf>