ANNEX 8

BOARD SELF-ASSESSMENT QUESTIONNAIRE: EXAMPLE

Company: _____ Assessment date: _____

Board member (first name and surname): _____

For each statement, enter your score in the appropriate column (1–5), not a cross: 1 – definitely not; 2 – not quite; 3 – neutral / do not know; 4 – yes, in principle; 5 – yes, without a doubt. Add comments where useful.

STATEMENT	1	2	3	4	5	COMMENTS
1. General approach, composition of the Board						
1.1. The Board has a clear understanding of the expectations of all shareholders of the company.						
1.2. The Board has reviewed and set the Company's strategy, responding to shareholder expectations, the national and EU regulatory environment, and the trends in this industry						
1.3. The Board has a clear understanding of the Company's long-term and medium-term priorities.						
1.4. Cooperation between the Board and the Company's CEO is constructive.						
1.5. The Board is appropriately involved in maintaining relationships with key stakeholders.						
1.6. The Board has considered the need for Board committees and ensured that the necessary committees are established.						
1.7. The Board committees operate effectively.						
1.8. The Board properly oversees the matters delegated to the committees and ensures that the delegated tasks are properly managed and that each committee duly reports to the Board.						
1.9. The size of the Board is appropriate						
1.10. The diversity of the Board is appropriate						
1.11. The composition of the Board, in terms of the skills and experience of its members, is balanced.						

STATEMENT	1	2	3	4	5	COMMENTS
1.12. The Board has the necessary diversity of competences and qualifications in governance-related matters, for example in corporate finance, strategic planning, risk management, organisational development, human resources, compliance and other areas.						
1.13. The duties of the Board are fully and clearly defined in the company's articles of association and internal regulations.						
1.14. The governance framework (policies, codes and similar documents) is up to date and appropriate for overseeing the company's activities						
Average score						
Additional comments:						
2. Role and duties of the Board						
2.1. The Board has a clear understanding of the Board's role and duties in the Company.						
2.2. The Board effectively combines its supervisory and strategic leadership functions.						
2.3. The Board gives sufficient consideration to the long-term business strategy and regularly monitors its implementation.						
2.4. The Board approves the Company's annual budget and reviews its assumptions.						
2.5. The Board sets key performance indicators (KPIs) based on the SMART principle and monitors their achievement.						
2.6. The Board effectively oversees the financial position and the effectiveness of financial controls.						
2.7. The Board regularly oversees risk management and ensures its effectiveness.						
2.8. The Board ensures that a reliable internal control and compliance system is in place in the Company.						
2.9. The Board ensures the independence, effectiveness and high professional standard of internal audit.						
2.10. The Board communicates sufficiently with the external auditors.						
2.11. The Board oversees the Company's communication activities.						

STATEMENT	1	2	3	4	5	COMMENTS
2.12. The Board takes leadership in the area of sustainability.						
2.13. The Board continuously reviews and improves the Company's governance framework and practices.						
Average score						
Additional comments:						
3. Board meetings						
3.1. The Board's work is planned in advance; it has an annual calendar of meetings with preliminary agendas.						
3.2. The Board meets sufficiently often to be able to properly oversee the activities of the Company and management and to perform its duties.						
3.3. The duration of Board meetings is sufficient for meaningful discussion and effective decision-making.						
3.4. In most Board meetings, members participate in person (not remotely).						
3.5. All Board members regularly attend Board meetings.						
3.6. The agenda and materials are provided to the Board sufficiently in advance of the meeting.						
3.7. The documents submitted for Board meetings are of good quality and enable members to discuss properly and take decisions.						
3.8. The agendas balance strategy implementation, performance reviews, controls, projects and other matters.						
3.9. Strategic and forward-looking matters take up most of the time on the agendas; there are no matters of an operational nature						
3.10. Matters on which the Board must take a decision are clearly identified and presented in sufficient detail and in an informative manner.						
3.11. Board meetings keep to the agenda and to the time allocated to its items.						
3.12. Independent Board members participate in taking all Board decisions.						
3.13. Board members are active and effective, i.e. they attend meetings, are well prepared, discuss constructively and are decisive.						

STATEMENT	1	2	3	4	5	COMMENTS
3.14. Board decisions are always confirmed in well-written and clear minutes of meetings (including the substantive questions and answers and the main arguments).						
3.15. Minutes are prepared promptly after each Board meeting, and each Board member reviews them in good time (and, where necessary, submits comments); all comments are duly taken into account.						
3.16. The Board effectively monitors the implementation of its decisions and assignments.						
Average score						
Additional comments:						
4. Board working culture						
4.1. The Board clearly understands and agrees with the Company's purpose, vision, mission, goals and/or objectives, and values.						
4.2. The Board performs its duties as a motivated and well-functioning team.						
4.3. All Board members can express their opinions freely.						
4.4. Board discussions are challenging and constructive, without micromanagement.						
4.5. The atmosphere inspires trust and helps generate new ideas.						
4.6. The Board encourages diversity of thinking and understands the dangers of groupthink.						
4.7. The Board pays attention to conflicts of interest and does not consider that the shareholders who appoint Board members exert undue influence on the Board members they have appointed.						
4.8. The Board considers that all Board members give priority to the interests of the Company and all shareholders, rather than to the interests of the shareholders who appointed them or of other stakeholders.						
4.9. The Board does not tolerate corruption or fraud.						
4.10. In taking decisions, the Board is guided by the Company's values and ethical principles.						

STATEMENT	1	2	3	4	5	COMMENTS
4.11. The Board maintains a culture of lifelong learning and knowledge renewal, and provides sufficient support for the continuous training and education of Board members and employees.						
4.12. The Board takes leadership in shaping the organisation's culture.						
Average score						
Additional comments:						
5. Chair of the Board						
5.1. The duties of the Chair of the Board are clear to all Board members.						
5.2. The Chair of the Board communicates appropriately with all Board members.						
5.3. The Chair of the Board communicates sufficiently with stakeholders and duly informs all Board members about this.						
5.4. The Board discusses the role and duties of the Chair of the Board.						
5.5. The Chair of the Board is well prepared for Board meetings.						
5.6. The Chair of the Board ensures that, during meetings, the Board concentrates on strategic matters						
5.7. The Chair of the Board helps the Board keep to the agenda and to the time allocated for discussing its items.						
5.8. The Chair of the Board ensures that every Board member has the opportunity to be heard.						
5.9. The Chair of the Board is able to manage differing views among Board members.						
5.10. The Chair of the Board can be firm with the Board members as a group when their discussions go off track.						
5.11. The Chair of the Board knows how to communicate directly with an individual Board member when that member's behaviour needs to change.						
5.12. The Chair of the Board helps the Board work together smoothly.						
5.13. The Chair of the Board has good listening skills.						

STATEMENT	1	2	3	4	5	COMMENTS
5.14. The Chair of the Board delegates responsibility to Board members effectively.						
5.15. The decisions of the Chair of the Board are supported by the Board members.						
5.16. The Chair of the Board maintains a constructive and professional relationship with the Company's CEO.						
Average score						
Additional comments:						
6. Cooperation between the Board and the Company's CEO						
6.1. The Board provides the CEO with clear expectations and guidance and indicates clear directions for work.						
6.2. Communication between the Board and the Company's CEO is productive, transparent and two-way.						
6.3. Board members understand the boundaries of responsibility between the Board and the Company's CEO.						
6.4. The Board trusts the decisions of the Company's CEO.						
6.5. The Board assesses the Company's CEO primarily on the achievement of the strategic goals set for the Company; the assessment process is clear and professional						
6.6. The CEO feels supported by the Board, while being sufficiently and appropriately challenged.						
6.7. The Board and its individual members do not interfere in the CEO's day-to-day activities						
Average score						
Additional comments:						
7. Individual self-assessment						
You have:						
7.1. The information needed to take decisions on the items on the Board meeting agenda, including the opportunity to ask questions and receive answers.						
7.2. Experience of, an understanding of, and an interest in the work of the Board and good governance practices.						

STATEMENT	1	2	3	4	5	COMMENTS
7.3. The courage and standing to express your opinion independently, even if it may differ from that of other Board members, the shareholder(s) and management, and your opinion is heard.						
7.4. Commitment, leadership and initiative in building a strong and effective management team for the Company.						
7.5. The competences and qualifications needed to carry out the tasks entrusted to you.						
7.6. Sufficient knowledge of the laws and regulations applicable to the functions and duties of Board members.						
7.7. The ability to listen to and cooperate with the Company's CEO and other Board members.						
7.8. Confidence in the preparedness of the Board committees and in their recommendations to the Board.						
7.9. A clear understanding of your fiduciary duties to the Company.						
7.10. Time to prepare for and contribute effectively to the work of the Board.						
7.11. Experience and knowledge enabling you to assess the company's performance.						
7.12. Sufficient knowledge of finance for the work of a Board member.						
7.13. Sufficient knowledge of strategic planning for the work of a Board member.						
7.14. Sufficient knowledge of corporate governance for the work of a Board member.						
7.15. Sufficient knowledge of risk management for the work of a Board member.						
7.16. Sufficient knowledge of organisational development for the work of a Board member.						
7.17. Sufficient knowledge of the sector in which the Company operates for the work of a Board member.						
7.18. Sufficient knowledge of digitalisation for the work of a Board member.						
7.19. Sufficient knowledge of cyber security for the work of a Board member.						

STATEMENT	1	2	3	4	5	COMMENTS
7.20. Sufficient knowledge of sustainability for the work of a Board member.						
Average score						
Additional comments:						
8. Any other comments, suggestions or observations of the Board member						
1.						
2.						
3.						