



The independent, authoritative choice for
Board Performance Evaluation

The Combined Code requires companies to carry out an annual evaluation of the performance of its board.

A well conducted evaluation helps the board, committees and individual directors perform to their maximum capabilities.

- Assess the balance and currency of skills within the board
- Identify attributes required for any new appointments
- Review practice and process to improve efficiency and effectiveness
- Consider the effectiveness of the board's decision making processes
- Recognise the board's outputs and achievements

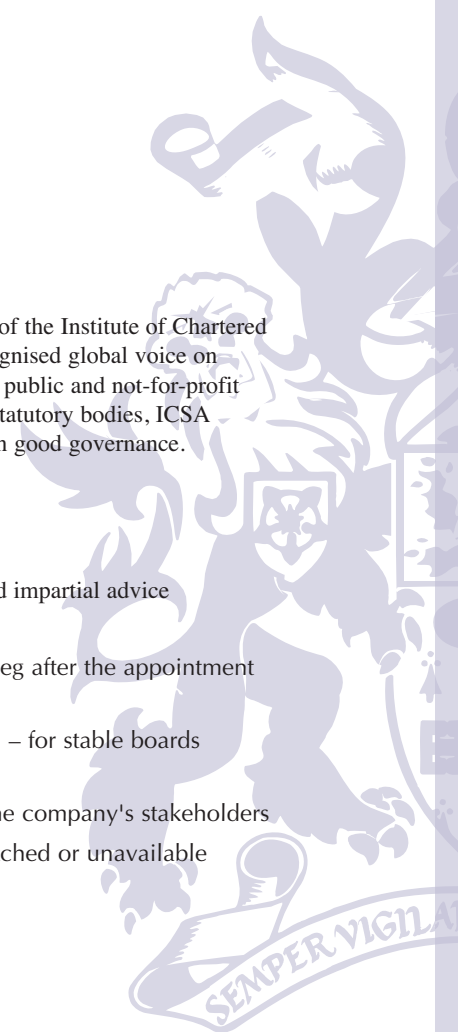
Board Performance Evaluation from ICSA Corporate Services

ICSA Corporate Services is a business division of the Institute of Chartered Secretaries and Administrators (ICSA), the recognised global voice on governance and regulatory issues in the private, public and not-for-profit sectors. Working with governmental and other statutory bodies, ICSA promotes best practice and provides guidance on good governance.

Why use external facilitation?

An external facilitator can offer independent and impartial advice and objectivity. It can be particularly useful for:

- A board undergoing a period of change – eg after the appointment of a new chairman
- When a fresh perspective would be useful – for stable boards with long standing membership
- If the board is challenged or lobbied by the company's stakeholders
- When in-house resources are already stretched or unavailable





Evaluation tailored to your needs

ICSA Corporate Services offers an individually tailored approach to Board Performance Evaluation. Our team of facilitators has FTSE 100 Boardroom experience and brings expertise in company law and corporate governance.

The ICSA Team



SIMON OSBORNE FCIS, Solicitor
Director, ICSA Board Performance Unit

As joint director of the ICSA Board Performance Unit, Simon Osborne has worked successfully with major companies and other organisations. He brings first hand knowledge and understanding of the practical and personal aspects of the operation of boards and how to identify performance improvements, combined with the necessary interpersonal skills to facilitate change.

Up until April 2003 Simon was a main board executive director of RT Group PLC (formerly Railtrack Group PLC). He is currently non-executive chairman of Crown Business Communications Limited, a corporate communications agency, and a director of RT Group PLC. He is also Deputy Chairman of the principal railway industry charity, the Railway Benefit Fund.

Simon lectures on governance issues for ICSA Seminars and Central Law Training and is a member of the International Corporate Governance Network.

Simon Osborne qualified as a solicitor in 1973. He is a Fellow of the ICSA and has chaired the ICSA's Company Secretaries Forum.



GEOFFREY SHEPHEARD FCIS
Director, ICSA Board Evaluation Unit

Geoffrey is the most experienced of the ICSA Board Performance Unit facilitators, having carried out over 100 director interviews over three years. Major clients, such as Kingfisher plc and Scottish Power plc, have requested him to carry out evaluations in successive years. He brings considerable knowledge of the range and reactions of directors, supported by a quiet, approachable style.

As a Chartered Secretary in public practice, Geoffrey has worked closely with Chairmen and senior directors of FTSE 250 companies, often on extremely sensitive boardroom matters. He specialises in company law and company secretarial practice.

Geoffrey Shephard qualified as a Chartered Secretary in 1969. He is a fellow of the ICSA and a member of the International Corporate Governance Network.



For more information please contact us,
in complete confidence:

Board Performance Evaluation Unit
ICSA Corporate Services
16 Park Crescent
London W1B 1AH

Tel: 020 7612 7030

Email: boardperformance@icsa.co.uk

www.icsaboardperformance.co.uk