# Board of Directors' Performance Evaluation of the President/CEO
# (January 1 to December 31, 2013)

**Assessment Objective:**

This questionnaire is intended for the members of the Board of Directors to assess the performance of the different President/CEO during the period 1 January to 31 December 2013 (CY 2013).

The MERALCO Board of Directors has organized Board Committees to assist in the performance of its duties and responsibilities and in ensuring compliance with the principles of good corporate governance.

**INSTRUCTIONS**

***Please go over each statement carefully and answer using the following scale:***

| Scale | Category |
|---|---|
| **1** | Not at all Satisfied; Poor (NS) |
| **2** | Slightly Satisfied; Needs improvement (SS) |
| **3** | Satisfied; Meets requirements (S) |
| **4** | More Satisfied; Exceeds requirements (MS) |
| **5** | Very Satisfied; Outstanding (VS) |

***Note: You may check (✓) the appropriate box to indicate your answer.***

*Note:*

*SCG - SEC Revised Code of Corporate Governance*
*BL - By-Laws*
*MCG - MERALCO's Revised Manual of Corporate Governance*
*CoE - MERALCO's Code of Ethics*

| I. Leadership: The CEO/President… | 1 NS | 2 SS | 3 S | 4 MS | 5 VS |
|---|---|---|---|---|---|
| 1. Leads in the formulation of the rules and procedures on financial reporting and internal control. (Art. 5(A) SCG and Art. IV(B) MCG) | | | | | |
| 1. Supervises, directs, controls and manages the business operations, affairs and properties of the Company in a sound and prudent manner. (Art. III Sec. 5(A) By-Laws and Art. I Sec. 4(4), Art. I Sec. 11 MCG) | | | | | |
| 2. Consistently makes decisions that enable the Company achieve its goals better. | | | | | |
| 3. Commits to the fundamental principles of good corporate governance and supports the Board in its governance duties. (Preface, Art. I Sec.4 (2)(a) MCG and CoE) | | | | | |
| **II. Working with the Board: The CEO/President…** | | | | | |
| 5. Helps the Board establish the Company's vision, mission, strategic objectives, policies and procedures, including mechanisms for effective monitoring of Management's performance. (Art. I Sec. 4(1) MCG and Art. 3(F) SCG) | | | | | |
| 6. Maintains an effective working relationship with the Chairman and members of the Board of Directors. | | | | | |
| 7. Provides the Board complete, adequate and timely information on plans, performance, issues, developments and opportunities which would enable it to make appropriate decisions or directions. (Art. 5 (A) SCG and Art II (A) MCG) | | | | | |
| 8. Ensures that all resolutions and directions of the Board are carried into effect. (Art. I Sec. 11 MCG) | | | | | |
| **III. Management: The CEO/President…** | | | | | |
| 9. Participates in the formulation and implementation of sound strategic policies and guidelines on major capital expenditures, business strategies, plans and policies. (Art. I Sec 4(2)(b) MCG and Art.3(F)(2)(b) SCG) | | | | | |

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| **III. Management: The CEO/President… (*continuation)*** | **1 NS** | **2 SS** | **3 S** | **4 MS** | **5 VS** |
|---|---|---|---|---|---|
| 10. Effectively monitors the key risks areas and performance indicators to enable the Company to anticipate and prepare for the possible threats to its operational and financial viability. (Art. I Sec 4(2)(g) MCG and Art.3(F)(2)(g) SCG) | | | | | |
| 11. Regularly monitors the adequacy and effectiveness of the Company's financial reporting, governance, operations, and information systems, including the reliability and integrity of the financial and operational information. (Art. I Sec. 4(4)(iv), Art. I Sec. 11, Art. IV(B)(ii), MCG and Art. 5 SCG) | | | | | |
| 12. Ensures the implementation of the compensation and succession plans and professional development programs for employees. (Art. I Sec. 4(2)(a) MCG and Article 3(F)(2)(a) SCG) | | | | | |
| 13. Ensures that the Company is supported by effective process for planning, communicating, measuring, governing, delivering quality, and providing for a safe work environment. ( Sections II, V, VI, IX, CoE) | | | | | |
| 14. Delegates effectively to members of the senior management team and other officers. | | | | | |
| **IV. Communications/Relationships: The CEO/President…** | | | | | |
| ***15.*** Maintains good interpersonal relationships with the chairman, other board members, executives, other employees, and key stakeholders. | | | | | |
| 16. Communicates effectively with the stakeholders the Company's goals, objectives, strategies, standards, policies, rules and procedures. (Sec. V. CoE ) | | | | | |
| 17. Ensures open communication links with its customers, suppliers, contractors, regulators and other agencies of the government and solicits feedback from the Company's stakeholders including employees at all levels as input to the direction and operation of the Company. (Sec. V. CoE ) | | | | | |
| 18. Exercises oversight responsibility over the investor relations program that keep the stakeholders informed of the important developments in the Company. (Art. I Sec. 4(2)(d) MCG and Article 3(F)(2)(d), SCG) | | | | | |

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**COMMENTS/SUGGESTIONS**

**a. List the CEO/President's major accomplishments for the year that you think deserves recognition:**

| Accomplishments | Comments |
|---|---|
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**b. List the areas that you would like the President/CEO to improve or prioritize:**

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