

**AMERICAN RED CROSS
BOARD OF GOVERNORS**

BOARD AND COMMITTEE ASSESSMENTS

Overview

This Board Assessment and the accompanying Committee Assessment are intended to gather feedback on the overall performance of the Board of Governors of the American Red Cross and Board Committees. The assessments focus on seven key areas:

- Board size and composition
- Board information and agenda
- Accountability
- Standards of Conduct
- Meeting Schedule
- Board Committees Generally
- Committee Assessments by Committee

In each section you will find a series of statements. For each statement, please indicate your level of agreement or disagreement. Please provide written comments throughout, including suggestions for improving board and committee structure and process. Your individual responses will be kept confidential, and will be reported back to the Board only in a composite that provides anonymity.

An analysis of the results and comments will be prepared and provided to the Chairman of the Board and the Governance and Board Development Committee and the results will be reported at the Organizational Meeting of the Board of Governors held in June.

Responses are due by [INSERT DATE].

**AMERICAN RED CROSS
BOARD OF GOVERNORS
BOARD ASSESSMENT**

- 1 = Strongly Disagree**
- 2 = Disagree**
- 3 = Neutral/No Opinion**
- 4 = Agree**
- 5 = Strongly Agree**

Board Size and Composition	1	2	3	4	5
1. The Board is the right size. (If not, what size should it be?) Comments:					
2. The Board's composition reflects an appropriate mix of skills, experience, backgrounds, and diversity in relation to the needs of the Red Cross. (What characteristics should be represented more/less?) Comments:					
3. The Board makes appropriate use of the skills and experience of its members. Comments:					
4. Each board member contributes to the work of the board in an effective manner. Comments:					
Board Information and Agenda					
5. The Board is actively engaged with management in identifying, prioritizing and scheduling issues for Board review and discussion. Comments:					

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Board Information and Agenda (continued)	1	2	3	4	5
<p>6. The Board is actively engaged in identifying and communicating to management the Board’s information needs, including information about the external environment, risk identification and assessment, and performance benchmarks.</p> <p>Comments:</p>					
<p>7. Board members receive timely and accurate minutes, advance written agendas and meeting notices.</p> <p>Comments:</p>					
<p>8. Board members receive clear, concise and relevant background materials to prepare in advance for meetings.</p> <p>Comments:</p>					
<p>9. Board members stay abreast of issues and trends affecting the Red Cross, and use this information to assess and guide the Red Cross’s performance both year to year and in the long term.</p> <p>Comments:</p>					
<p>10. Board members devote time to learn about Red Cross operations and understand its business well enough to provide critical oversight.</p> <p>Comments:</p>					

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Board Information and Agenda (continued)	1	2	3	4	5
11. The Board regularly monitors organizational performance with industry comparative data. Comments:					
12. The majority of Board meeting time is reserved for Board discussion and consideration rather than management presentations. Comments:					
13. Board members have sufficient access to corporate officers and other members of the senior management team outside of Board meetings. Comments:					
14. New board members receive an appropriate orientation and relevant information about the Red Cross and the Board. Comments:					
15. Board members are kept well informed of important matters between Board meetings. Comments:					

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Board Information and Agenda (continued)	1	2	3	4	5
16. The Board devotes sufficient time to:					
(a) Financial statements and processes.					
(b) Annual capital and operating budgets and plans.					
(c) Long-term strategic plans and planning process.					
(d) Standards of governance and conduct.					
(e) Technological developments.					
(g) Legal and regulatory developments and compliance.					
(h) Management development and succession.					
Comments:					
Accountability					
17. The Board has developed with management a common understanding of Red Cross beliefs, values and philosophy, and this understanding is reflected in the Red Cross mission, its strategic and business plans and key deliberations throughout the year. Comments:					
18. The Board regularly monitors performance against the strategic and business plans. Comments:					
19. Board meetings are conducted in a manner that ensures open communication, meaningful participation and timely resolution of issues. Comments:					

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Accountability (continued)	1	2	3	4	5
20. The Board encourages an open line of communication between board members and senior management and among board members. Comments:					
21. Board goals, expectations and concerns are openly, honestly and constructively communicated to the CEO. Comments:					
22. The Board understands and respects the difference between the Board's role and management's role. Comments:					
23. The Board is regularly and actively engaged in evaluating the performance of the CEO. Comments:					
24. The Board supports the CEO/senior management to act realistically, appropriately and responsibly, while holding the CEO/senior management accountable for operating results. Comments:					
Standards of Conduct					
25. Board members are prepared for Board meetings. Comments:					

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Standards of Conduct (continued)	1	2	3	4	5
26. Board members ask appropriate questions of management. Comments:					
27. Board members and senior management adequately disclose personal interests in matters subject to Board review and abstain from voting where appropriate. Comments:					
28. The Board deals appropriately with conflicts of interest. Comments:					
Meeting Schedule					
29. Board meetings are held at an appropriate time of the day. Comments:					
30. The length of Board meetings is appropriate. Comments:					
31. The number of Board meetings is appropriate. (If not, what number would be optimal?) Comments:					

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Board Committees Generally	1	2	3	4	5
32. The current committee structure (and committee responsibilities as set forth in charters) contributes to Board efficiency and effectiveness. Comments:					
33. The responsibilities of the committees are well defined. Comments:					
34. All board members are kept well informed of the deliberations of each committee. Comments:					
35. The Board relies appropriately on the work and the recommendations of the committees. Comments:					
36. The Board's method for determining committee membership and leadership is appropriate. Comments:					
37. The Audit and Risk Management Committee is effective in fulfilling its responsibilities. Comments:					

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Board Committees Generally (continued)	1	2	3	4	5
38. The Compensation and Management Development Committee is effective in fulfilling its responsibilities. Comments:					
39. The Governance and Board Development Committee is effective in fulfilling its responsibilities. Comments:					
40. The Finance Committee is effective in fulfilling its responsibilities. Comments:					
41. The Philanthropy Committee is effective in fulfilling its responsibilities. Comments:					

42. Additional Comments (if any). _____
