

# NPO Forum

## *In Conversation with COC: Board Culture, Ethics & Governance*

5 April 2019

# Board Culture, Ethics & Governance

## Our Mission

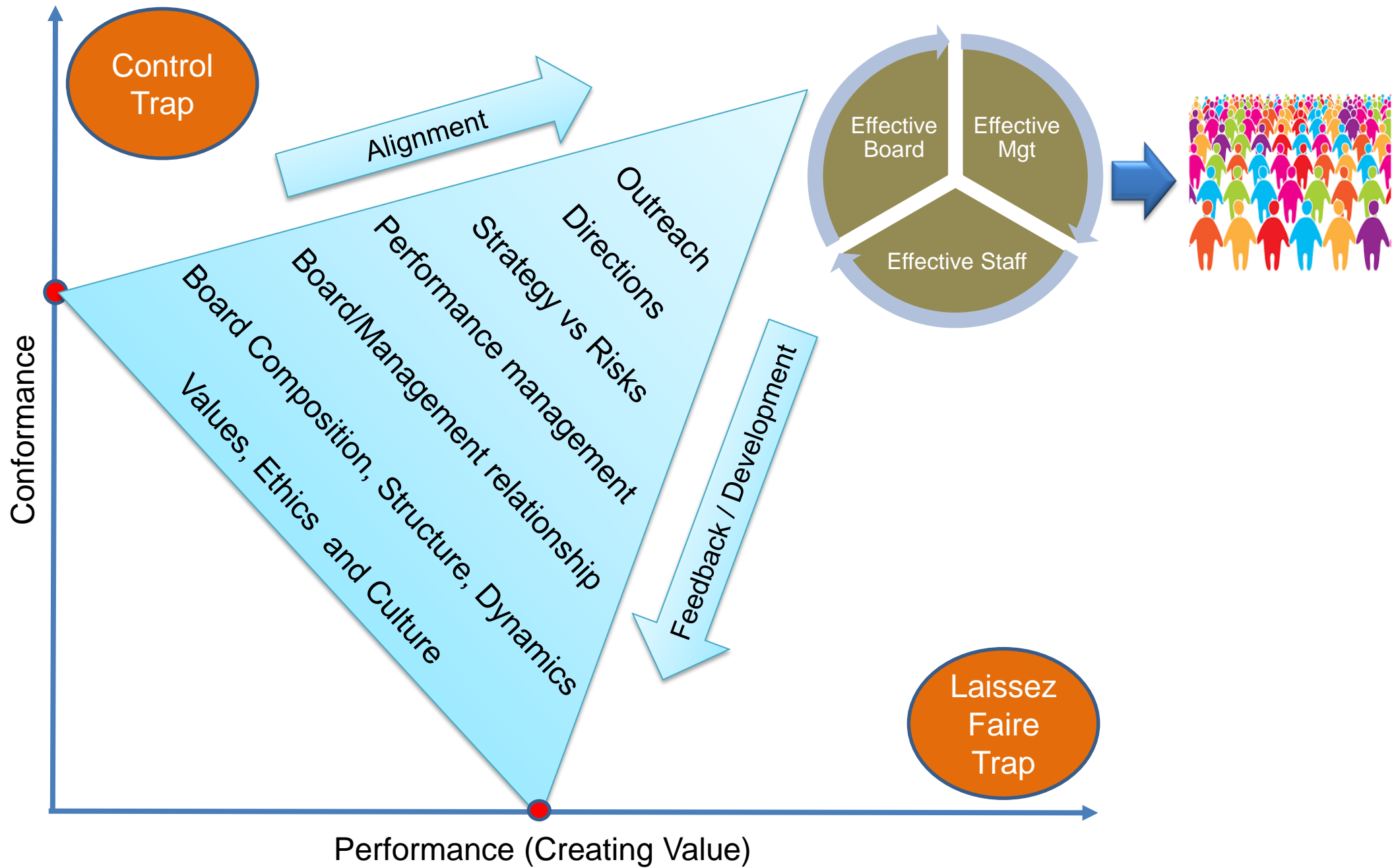
Promoting lifelong health, serving the community.

**Theresa Goh**  
**Chairperson**

sata  
CommHealth†

A tradition of caring for the community

# ONE SATA



# Governance and Compliance Guides

## Structural Governance

- Charity Act, IPC Act, Charity Code of Governance
- Charity Transparency Framework, Visibility Guide
- Code of Corporate Governance 2018, Practice Papers
- SID Board Guide, Board Source, Better Boards



# Governance and Compliance Guides

## Behavioral Governance

- SATA Corporate Values and Directors Code of Conduct - Behaviours
- Feedback mechanism to ensure behavioural alignment



# Board Composition, Structure and Dynamics

## Structure

- Oversight by Governance & Nominations Committee
- Clear board and committee TORs
- Term limits, not less than 25% gender representation, demographics diversity
- 6 board committees – Audit, Finance/Investment, Governance/Nominations, HR, Tender, Medical, Digital Transformation and 1 Branding task force



# Board Composition, Structure and Dynamics

## Practices

- Deliberate focus on diversity and independence using Diversity Matrix
- Renewals through internal and external sources.
- Recruitment interviews that focus on competencies, motivation, personality, capacity.
- Proper Induction and training (span over 6 months)



# Values, Ethics and Culture

## Structure

- Oversight by Chair / GNC Committee / HR Committee
- C.R.E.A.T.E : **Compassion**, **Respect**, **Excellence**, **Accountability**, **Teamwork**, **Empowerment**.
- **Compassion**: Genuinely cares about people, sympathetic to the plight of the less fortunate, demonstrates real empathy with the joys and pain of others.
- Code of Conduct for Board of Directors





# Values, Ethics and Culture

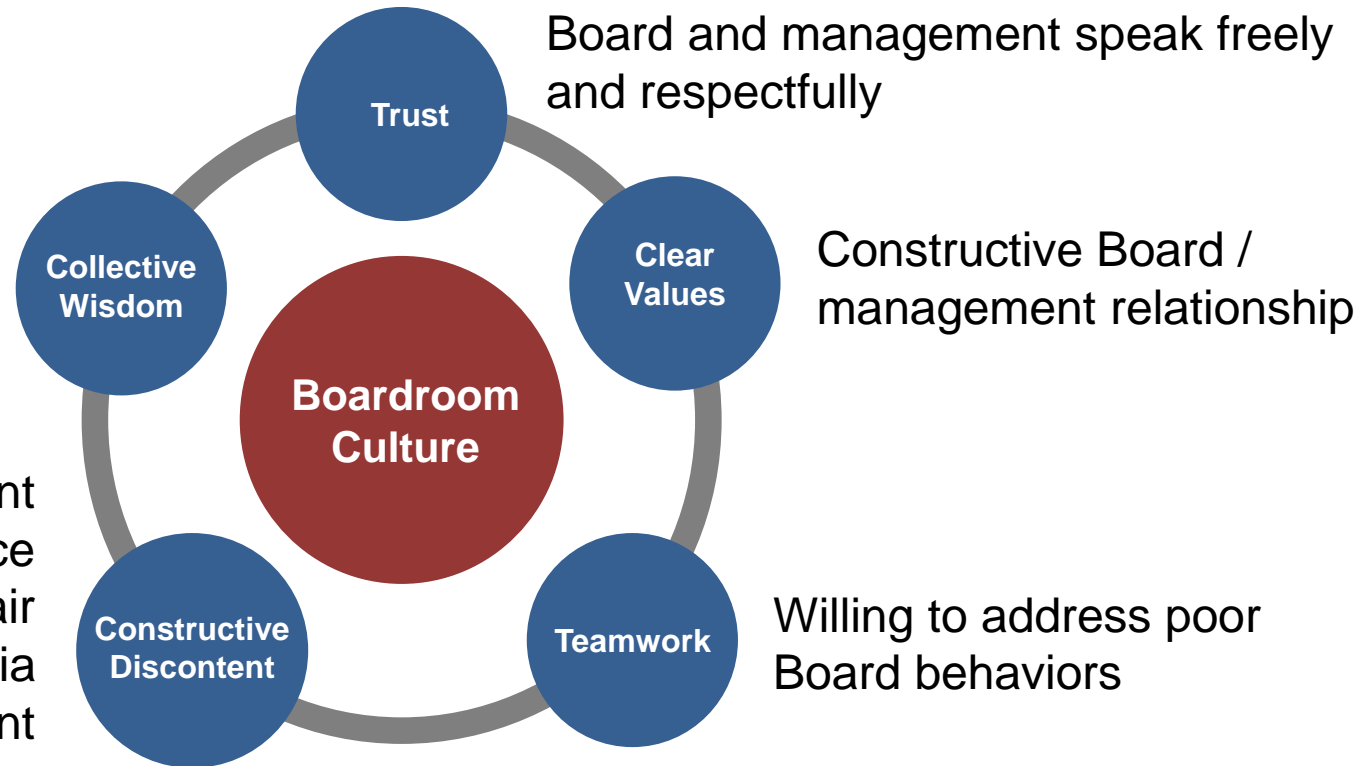
**Practices** : Do directors :

- Adhere to an appropriate set of core values and beliefs during good and bad times ?
- Act in line with those values ?
- Reward the right values and disapprove of others ?
  - 30 mins 'board only' feedback prior to meetings
  - HR programs that reward values-driven behaviors
  - Board peer evaluation



# Values, Ethics and Culture

- Board challenge/support management
  - Proper meetings governance
    - Facilitation skills of Chair
    - Avoid groupthink & inertia
  - Productive conflict management





thank you