



مركز المشروعات الدولية الخاصة

ملحوظة

في حالة ظهور رموز غير مفهومة في النص الذي بين يديك يرجع هذا إلى خطأ في الطباعة وبيعادة طباعته بصورة سليمة يرجى زيارة الرابط الآن www.cipe-arabia.org/pdfhelp.asp

Supervision Checklist*

In connection with the supervision of an IFC investee company, IFC Portfolio staff should:

- Familiarize his/herself with the corporate governance analysis performed on the Company during the course of the appraisal, including any corporate governance sections or other discussion of the topic in the relevant project documents.
- Understand the elements of any Corporate Governance Improvement Program agreed with the Company, and monitor the pace and effectiveness of implementation.
- Build a relationship with the officer or director of the Company charged with overseeing development of, and compliance with the Company's governance policies and/or the implementation of its Corporate Governance Improvement Program.
- Make periodic contact with members of the board of directors of the Company (especially any director nominated by IFC) and inquire about the functioning of the board and whether the directors believe the board is effectively carrying out its roles to add value to management and protect shareholders and other stakeholder interests¹
- Where an IFC-nominated director serves on the board of the Company: (a) be familiar with the rationale for such director's nomination (memorialized in the memo required in accordance with IFC's procedures for nomination of board directors); and (b) make periodic assessments of whether the stated rationale is being advanced and whether such director's continuance on the board is justified. (In many cases, the rationale for nomination explicitly includes contributing to the improvement of governance – including the adoption and implementation of identified best practices.)
- Inquire whether any IFC-nominated director is receiving adequate training and other support from IFC's CG Unit. Refer the director to the CG Unit whenever additional assistance is needed.

* This checklist is intended to provide guidance to the IFC Portfolio staff responsible for supervising an investee company whose governance was analyzed in accordance with the IFC CG Methodology. Ordinarily, the results of such analysis are memorialized in the project documents drafted in connection with approval of the operation, and/or a Corporate Governance Improvement Program agreed with the investee company.

¹ IFC Portfolio staff should notify Company senior management whenever they intend to get directly in touch with board members, and should explain that the purpose of such contacts is to assess the progress of governance improvements in the Company.

- Make sure that all members of the board of directors are aware of the resources available to support them in their work (including any local institute of directors), They should receive adequate orientation about the Company and, where practical, formal training for their role as directors.
- Keep abreast of developing corporate governance standards in the relevant market and internationally. Encourage the Company to take these into consideration and adopt them appropriately to the Company's particular circumstances. Inform IFC's CG Unit of significant developments in local standards and patterns of implementation.
- Assist Companies with good governance practices to communicate the quality of their governance to financial markets and other lenders. (Examples may include: inviting managers and board members to participate in regional and national roundtables, including the Company in IFC-sponsored public education events and promotional literature, and introducing the Company to financial press contacts that follow governance developments.)
- Be on the lookout for corporate governance challenges (conflicts cases, CEO succession, special accounting issues, increasing complexity of the business), and think about additional assistance the Company may need to adjust its governance practices to meet such challenges.
- Seek support from IFC's CG Unit whenever special guidance or technical assistance may be required.