

## Supplementary Paper on Survey Report 調查報告補充文件 Global Director Survey 2020-2021 全球董事調查2020-2021

This is a supplementary paper on the **GNDI 2020-2021 Survey Report**, a global director survey on Board Governance during the Covid-19 Crisis. The survey was organised by Global Network of Director Institutes ("GNDI"). In this paper, The Hong Kong Institute of Directors ("HKIoD") extracts findings from the GNDI Survey Report and presents a comparison of Global, Asia & Oceania and Hong Kong findings. The production of this supplementary paper is sponsored by Corporate Governance Development Foundation Fund.

此文為《全球董事調查 2020-2021 報告》之補充文件，該調查由「全球董事學會網絡」(GNDI)主辦，向各地董事調查有關董事會於新冠疫情危機下之管治舉措。於此文件，香港董事學會摘錄 GNDI 調查報告，將全球統計與分組結果（包括「亞洲及大洋洲」與香港）編訂比較。此項補充文件的製作由「企業管治發展基金」贊助。

### ABOUT GNDI 有關 GNDI

Global Network of Director Institutes, in short GNDI, is an alliance of leading director institutes from around the world. A global programme of reciprocity helps directors and their boards to unlock access to director resources around the world. GNDI comprises 22 member institutes including HKIoD, representing over 150,000 directors and other governance professionals around the globe.

「全球董事學會網絡」，簡稱 GNDI，是一個由各地首要董事學會所組成的聯盟，提供環球互惠，以協助董事及董事會接觸國際資源，目前擁有包括香港董事學會在內共 22 個成員組織，世界性代表超過 150,000 名董事及管治專業人士。



Australia (AICD)	Mauritius (MIO)
Argentina (IGEP)	New Zealand (IoDNZ)
Brazil (IBGC)	Pakistan (PICG)
Canada (ICD)	Philippines (ICD)
Europe (ecoDa)	Russia (IDA)
Germany (VARD)	Singapore (SID)
Gulf (GCC BDI)	South Africa (IoDSA)
Hong Kong (HKIoD)	Switzerland (SIO)
Ireland (IoD Ireland)	Thailand (TIO)
Israel (IDU)	UK (IoD)
Malaysia (MACD)	USA (NACD)

#### Key Global Findings in Snapshots 主要全球結果剪影:-

- Directors give high marks to themselves and to their management teams. Many credit prior scenario planning with providing a good foundation for an effective response to the Covid-19 crisis.
- There will be an increased emphasis on risk in 2021 and beyond. The crisis will likely have the most significant long-term impact on how boards engage on strategy and risk and assess employee health and safety.
- Virtual board meetings work, but they are second best. Some directors view virtual board meetings just as effective as in-person meetings. Virtual board meetings are here to stay.
- 董事們給予自己及他們的管理團隊評估高分，許多董事回應說由於之前做過模擬情景規劃，建立了良好根基，因此可以有效地應付這次新冠肺炎危機。
- 於 2021 及以後，大家將會更加注重風險。這次危機極可能帶來無比巨大長期影響，尤其是董事會於考慮策略、管理風險、評估員工健康與安全等方面。
- 虛擬董事會會議是可行的，但只是次佳選擇。有些董事覺得虛擬董事會會議跟親身會議同樣有效。虛擬董事會會議將會繼續流行。

The Hong Kong Institute of Directors is Hong Kong's premier body representing directors to foster the long-term success of companies through advocacy and standards-setting in corporate governance and professional development for directors.

香港董事學會為香港代表專業董事的首要組織，其宗旨是促進所有公司的持久成就；為達成使命，學會致力提倡優秀企業管治與釐訂相關標準，以及協助董事的專業發展。

2104 Shanghai Industrial Investment Building, 48 Hennessy Road, Wan Chai, Hong Kong 香港灣仔軒尼詩道 48 號上海實業大廈 2104

<http://www.hkiod.com> The Hong Kong Institute of Directors 香港董事學會 The Hong Kong Institute of Directors Tel: (852) 2889 9986 Fax: (852) 2889 9982 [executive@hkiod.com](mailto:executive@hkiod.com)

Editor: Dr Carlye Tsui 編輯：徐尉玲博士

Copyright 版權 © Global Network of Director Institutes and The Hong Kong Institute of Directors Limited. All rights reserved. No part of this report may be reproduced, stored in a retrieval system or transmitted, in any form, for any commercial purpose without prior permission in writing from the publisher. Quotation of the contents is allowed provided that it is made with explicit reference to the source and publisher.

This report serves as reference. HKIoD is not, by means of the report, rendering business, financial, investment or other professional advices or services, and shall not be responsible for any loss sustained by any person who relies on the report.

版權所有，未經出版人同意，本報告所有內容一律不得以任何形式或任何工具翻印、儲存於檢索系統或傳送等作商業用途。

本報告的內容可供引述，但必須註明出處及出版人。

本刊物只作參考用途，香港董事學會無意透過報告提供業務、財務、投資或有關其它方面的專業意見或服務，對於任何人因依賴本指引而蒙受任何損失，香港董事學會概不負責。

## Supplementary Paper on Survey Report 調查報告補充文件 Global Director Survey 2020-2021 全球董事調查2020-2021

### SAMPLE SCOPE 樣本範圍

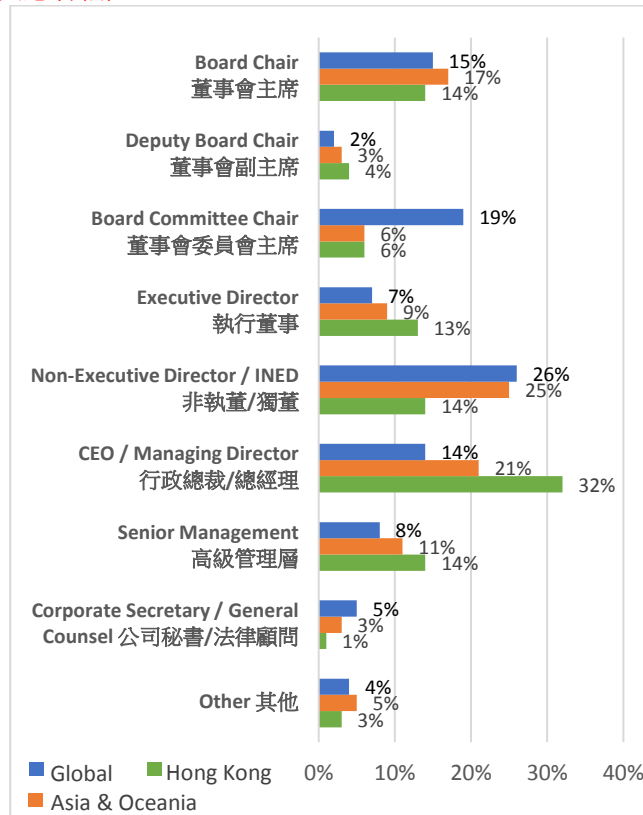
An online survey 網上調查: Aug-Nov 2020.

1,964 responding directors from 17 member institutes of GNDI. 1,964 名董事回應，來自 GNDI 的 17 成員組織。

A diverse representative sample with the following compositions 樣本組合具備多元代表性:-

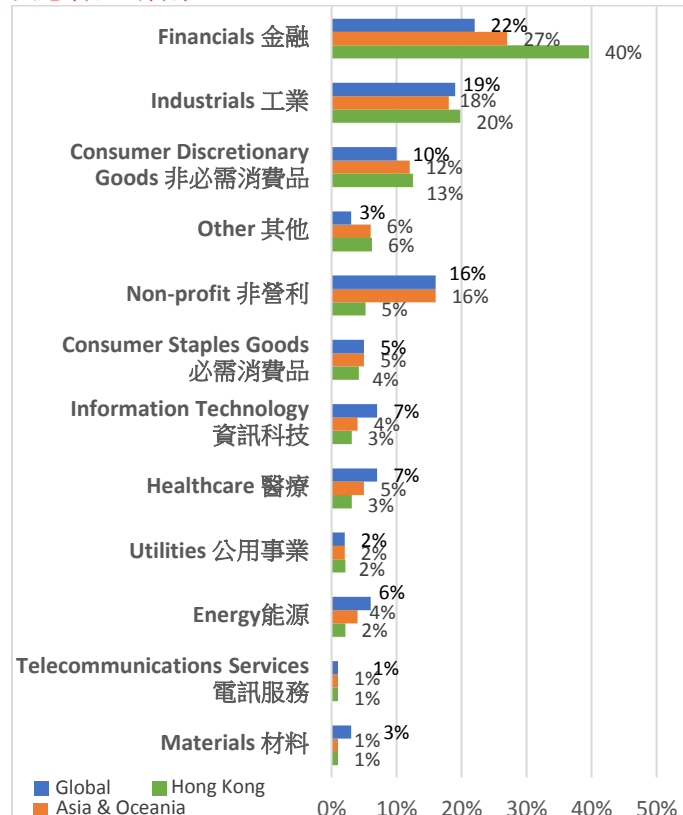
### Demographics on respondents' positions

回應者職位



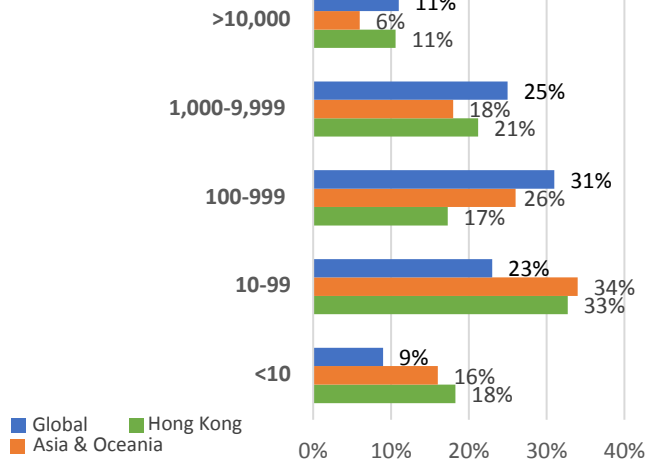
### Demographics on respondents' industries

回應者公司行業



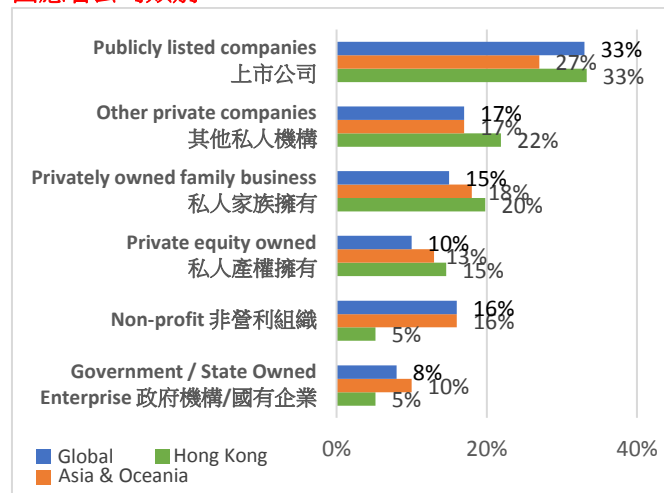
### Demographics on employee size of respondents' organisations

回應者公司僱員人數



### Demographics on respondents' corporate types

回應者公司類別



### Survey Findings 調查結果

The GNDI Survey Report publishes Global Aggregates. GNDI 調查報告發表全球統計。

The full report is downloadable 整份報告可以下載: <http://www.hkiod.com/gndisurvey2020.pdf>

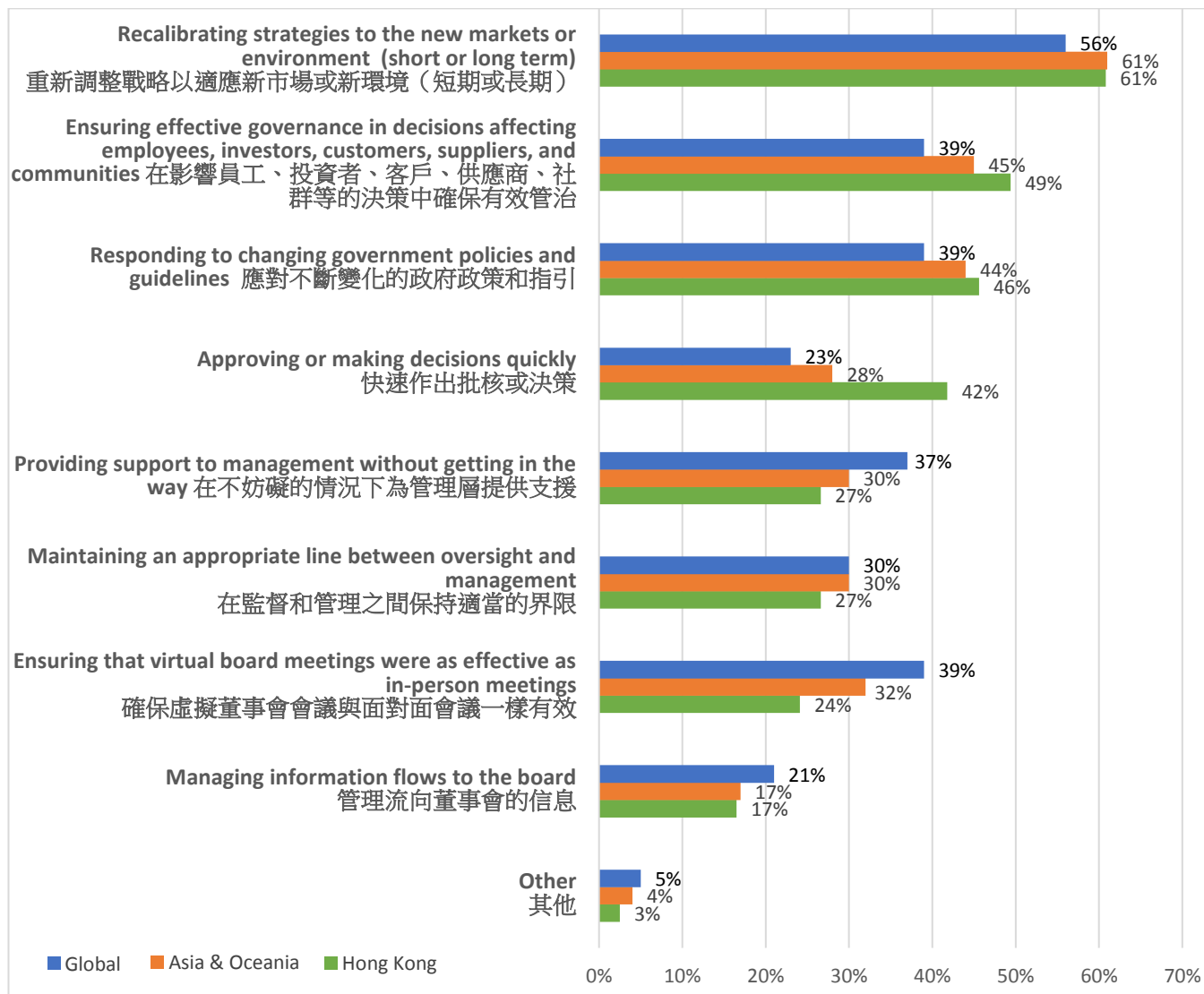
In supplement, this paper places side by side the findings for significant issues in Global Aggregates, Asia & Oceania Subset and Hong Kong Subset. The findings are presented in Hong Kong ranking order, for readers with interest in the Hong Kong scenarios vis-a-vis regionally and globally.

此補充文件摘錄重要議題以全球統計及「亞洲及大洋洲」與香港兩分組作並排臚列，根據香港結果優次排序，顯示在對比世界和區域趨勢下的香港情況，給有興趣的讀者參考。

Supplementary Paper on Survey Report 調查報告補充文件  
Global Director Survey 2020-2021 全球董事調查2020-2021

I. CHALLENGES 挑戰

1. Top 3 Challenges in Responding to the Covid-19 Crisis 應對新冠疫情的三大挑戰



- Compared to directors of other places, Hong Kong directors have experienced the challenges from the 2003 SARS and the 2019 social unrest, and probably reacted to Covid-19 as the second wave of crisis.
- Note from the findings: Hong Kong directors placed a higher ranking than other directors in “approving or making decisions quickly” as an important challenge to be addressed.
- 與全球其他地區董事相比，香港董事之前曾經歷過 2003 年 SARS 及 2019 年社會動蕩帶來的挑戰，因此對我們的董事而言，新冠肺炎疫情可能是第二波危機。
- 留意結果顯示：相比其他地區董事，香港董事較為注重「快速作出批核或決策」帶來的挑戰。

**Mr Peter Gleason, Chair, GNDI and CEO, (US) National Association of Corporate Directors**

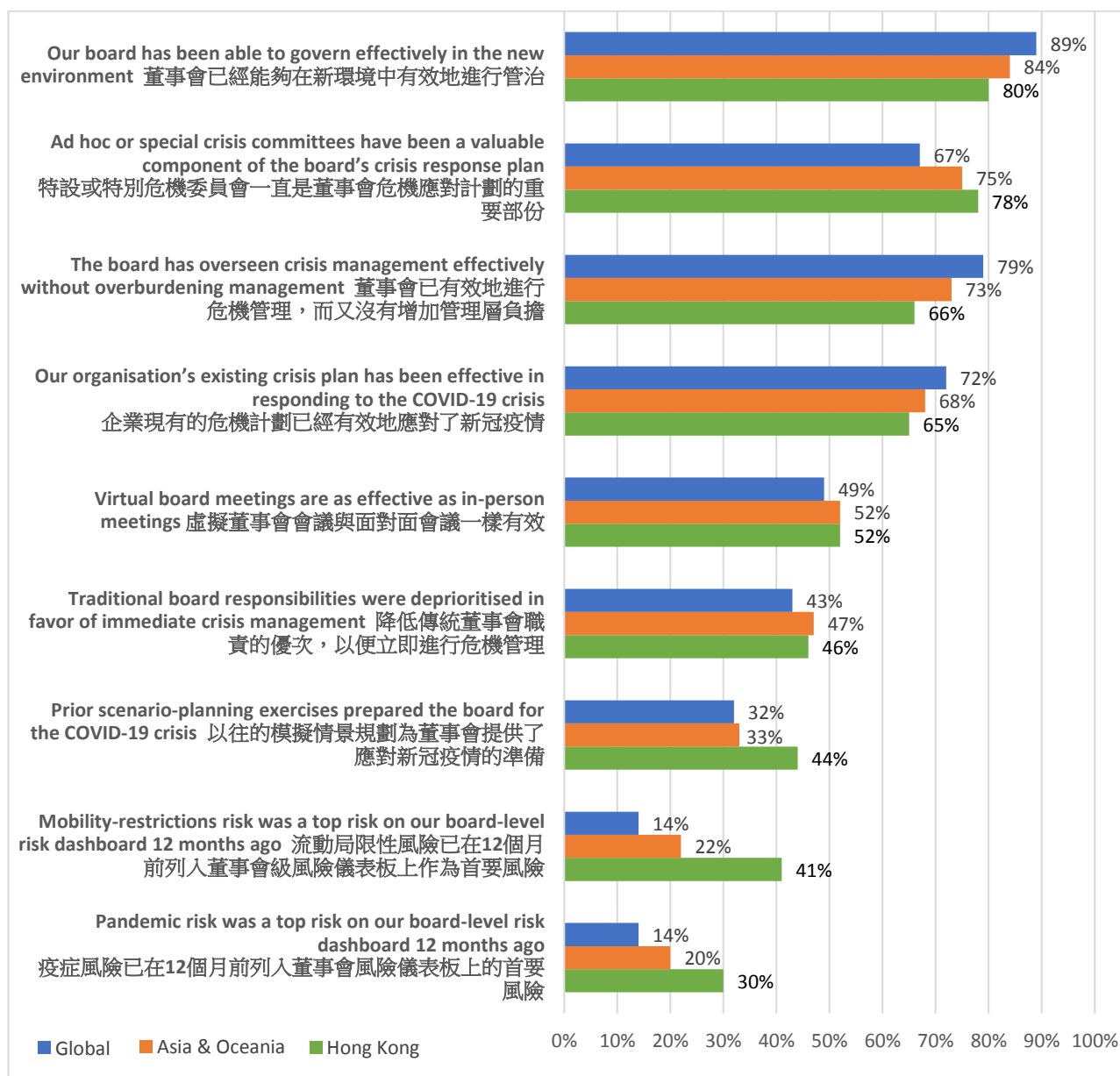
GNDI 主席兼美國公司董事學會行政總裁：

“Directors from different regions reported similar challenges emerging from the global pandemic crisis but with a variety of regional and country-specific differences in attitude and outlook. However, it is a clear pattern that directors are interested in continuing to improve the effectiveness of their corporate governance and oversight practices.”

「不同地域的董事申述面對由全球大流行病危機所引致的同類挑戰，以及因地域或國家而異的態度與意向，但很清晰地他們都同樣地不斷求取改善於企業管治及監督常規方面的效力。」

Supplementary Paper on Survey Report 調查報告補充文件  
Global Director Survey 2020-2021 全球董事調查2020-2021

2. How Boards Responded to the Covid-19 Crisis 董事會如何應對新冠疫情



Note from the findings 留意結果顯示：

More Hong Kong directors than other locations' directors put mobility restrictions and pandemic risk as top risks on the board's risk dashboard 12 months ago, probably owing to prior experiences of crisis. 香港董事較其他地域董事多已經於 12 個月前把流動局限及疫症風險列入董事會風險儀表板上作為首要風險，究其因可能是之前經歷的危機所致。

**Dr Christopher To, Chairman, HKIoD 香港董事學會主席 陶榮博士：**

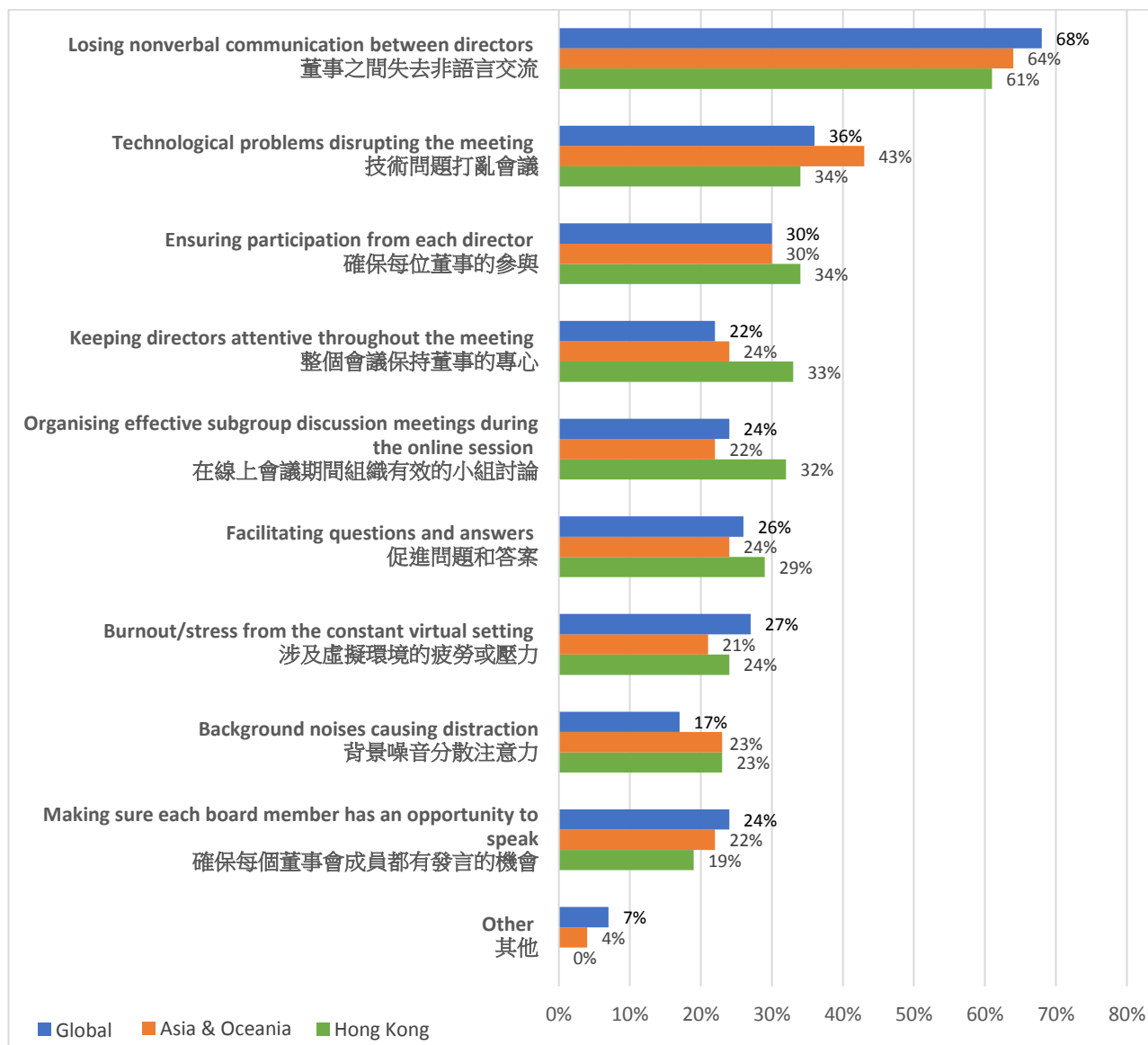
"This report provides timely snapshots of how our fellow directors recalibrate their board foci and strategies. It generates good references not just for now but also for the foreseeable future as the impacts of Covid-19 will linger for some time. Globally directors must act and have acted quickly in changing."

「這份調查報告提供了及時的快映，顯示董事同儕們如何重新校準董事會焦點及策略，給予我們很好的參考，非但於現在還跨越至可見未來，因為新冠肺炎疫情的影響將會持續一段時間。全球的董事們必須及已經採取快速行動應變。」



Supplementary Paper on Survey Report 調查報告補充文件  
Global Director Survey 2020-2021 全球董事調查2020-2021

3. Top 3 Challenges in Adapting to Meetings in a Virtual Setting 適應虛擬會議的三大挑戰



Note from the findings 留意結果顯示：

Boards in Hong Kong as well as other locations found that by far the topmost challenge in adapting to virtual meetings was the loss of nonverbal communication between directors.

香港與其他地區的董事會於適應虛擬會議的共通首要難題很明顯是董事之間失去非言語交流。

**Dr Carlye Tsui**, CEO, HKIoD and Executive Committee Member, GNDI

香港董事學會行政總裁兼 GNDI 執行委員會成員 徐尉玲博士：

“Globally, directors were confronted with the need to master technology in adapting to virtual meetings. This may be a wake-up call for them to enhance their digital readiness. Measures in overcoming the challenges in the Covid-19 crisis are to a great extent related to digital transformation. Digital readiness can react to transformation better; a board that is digital enlightened leads digital transformation in a faster speed.”

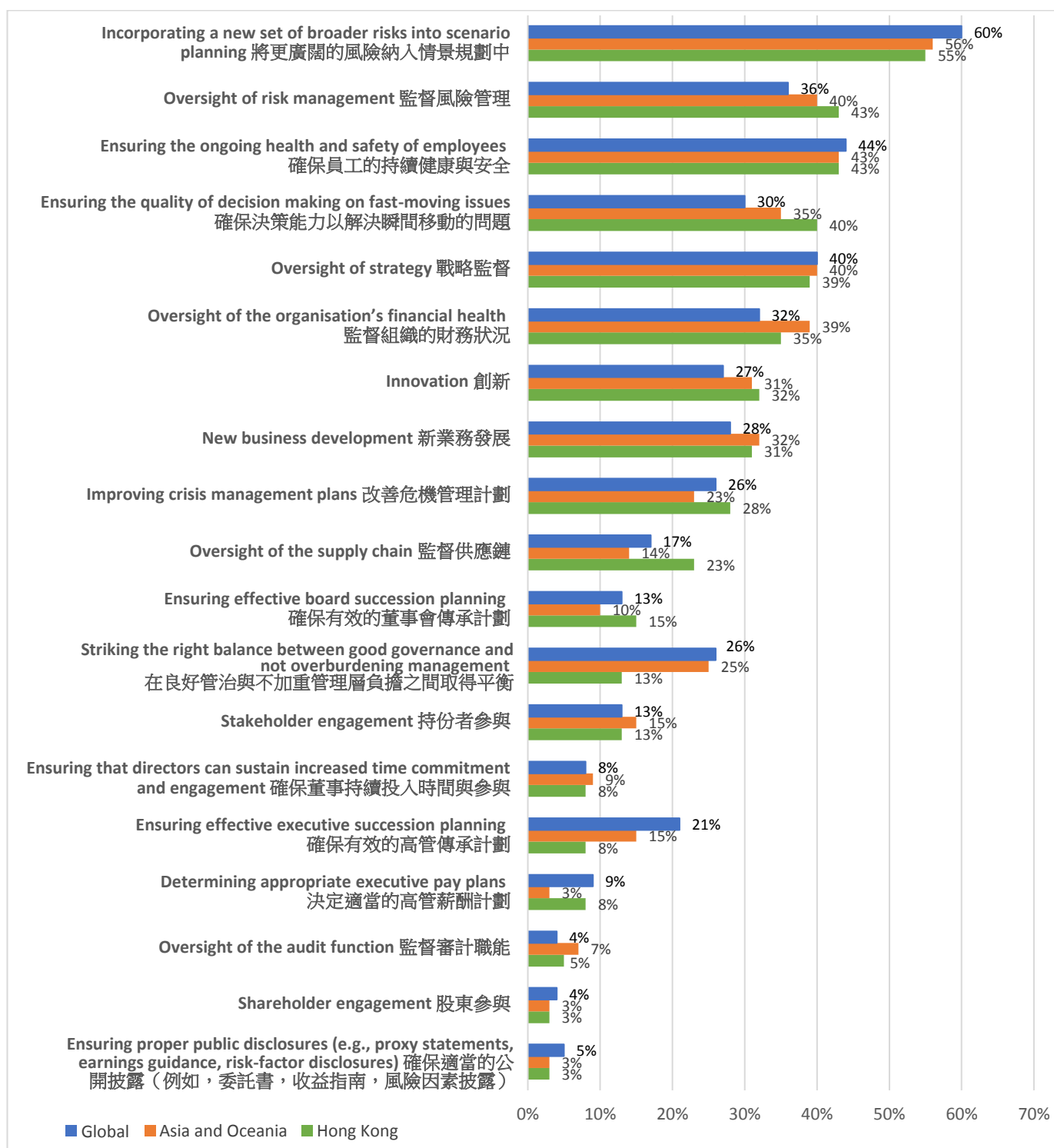
「全球董事發覺在適應虛擬會議時必須掌握科技，這可能是提醒董事們需提升數碼化準備。解決新冠疫情危機的挑戰有賴數碼轉型，數碼化準備就緒的話有助於轉型順遂，而對數碼化有認識的董事會則可帶領加速數碼化轉型。」

Supplementary Paper on Survey Report 調查報告補充文件  
Global Director Survey 2020-2021 全球董事調查2020-2021

## II. LONG-TERM TRAJECTORY 長期軌跡

### 1. Areas of Governance with Most Significant Long-term Impact due to the Covid-19 Crisis

因新冠疫情而導致長期、重大影響的管治領域

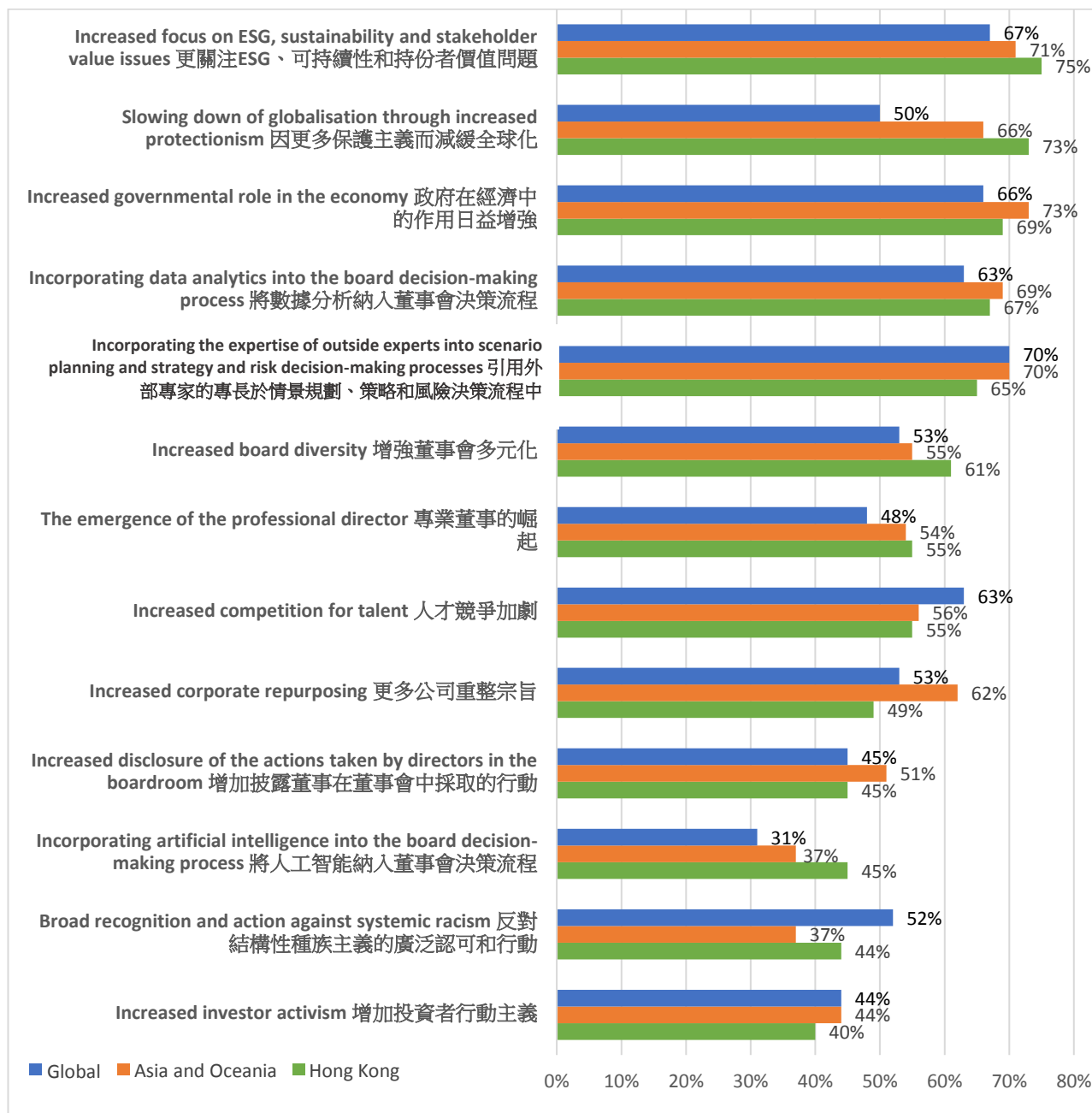


Note from the findings 留意結果顯示:

- Perceived by directors globally, the top issues address risks and employees' health and safety.
- In line with the finding in "approving or making decisions quickly" (page 3), Hong Kong directors attributed higher emphasis than other directors to "ensuring the quality of decision making on fast-moving issues".
- 全球董事都認為首要議題必須處理風險及僱員健康與安全。
- 相比其他地區董事，香港董事較為注重「確保決策能力以解決瞬間移動的問題」，這符合之前有關「快速作出批核或決策」的結果（第3頁）

Supplementary Paper on Survey Report 調查報告補充文件  
Global Director Survey 2020-2021 全球董事調查2020-2021

2. Likelihood of Change of Long-term Trajectory of Trends 長期趨勢變化的可能性



Note from the findings 留意結果顯示：

This is a long list of trends of continuing significance but of evolving order perceived by directors. Enhancing ESG adoption and introducing data analytics and outside experts to assist the board were among the important issues, the former to add value to stakeholders and the latter to build board capacity.

這是被董事視為趨勢的長串清單，其重要性持續不變但次序可能經歷演進。當中之重點包括推行 ESG 議題與引入數據分析和外來專家的協助，前者為持份者增值，後者強化董事會能力。

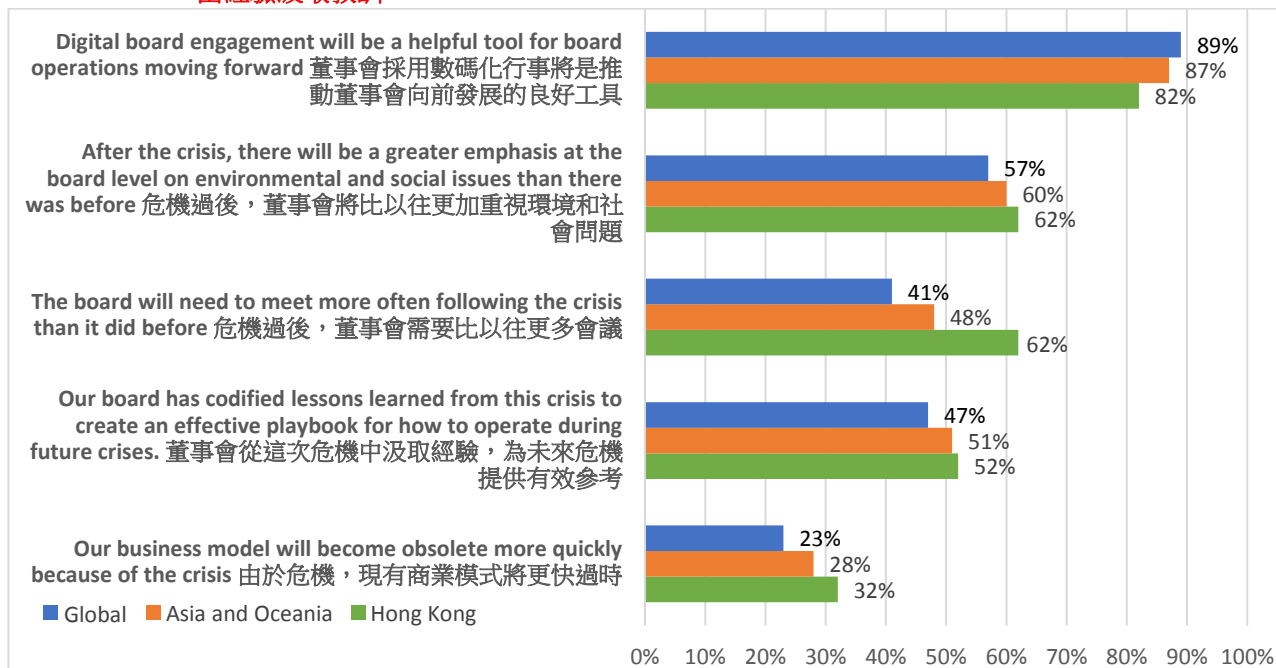
Dr Christopher To 陶榮博士：

“This crisis poses opportunity to rethink, revalue, restructure, restart and rebound. We must continue to be braced for severe business hardship. We must learn from the past experiences and ride on the transformation of business mode.”

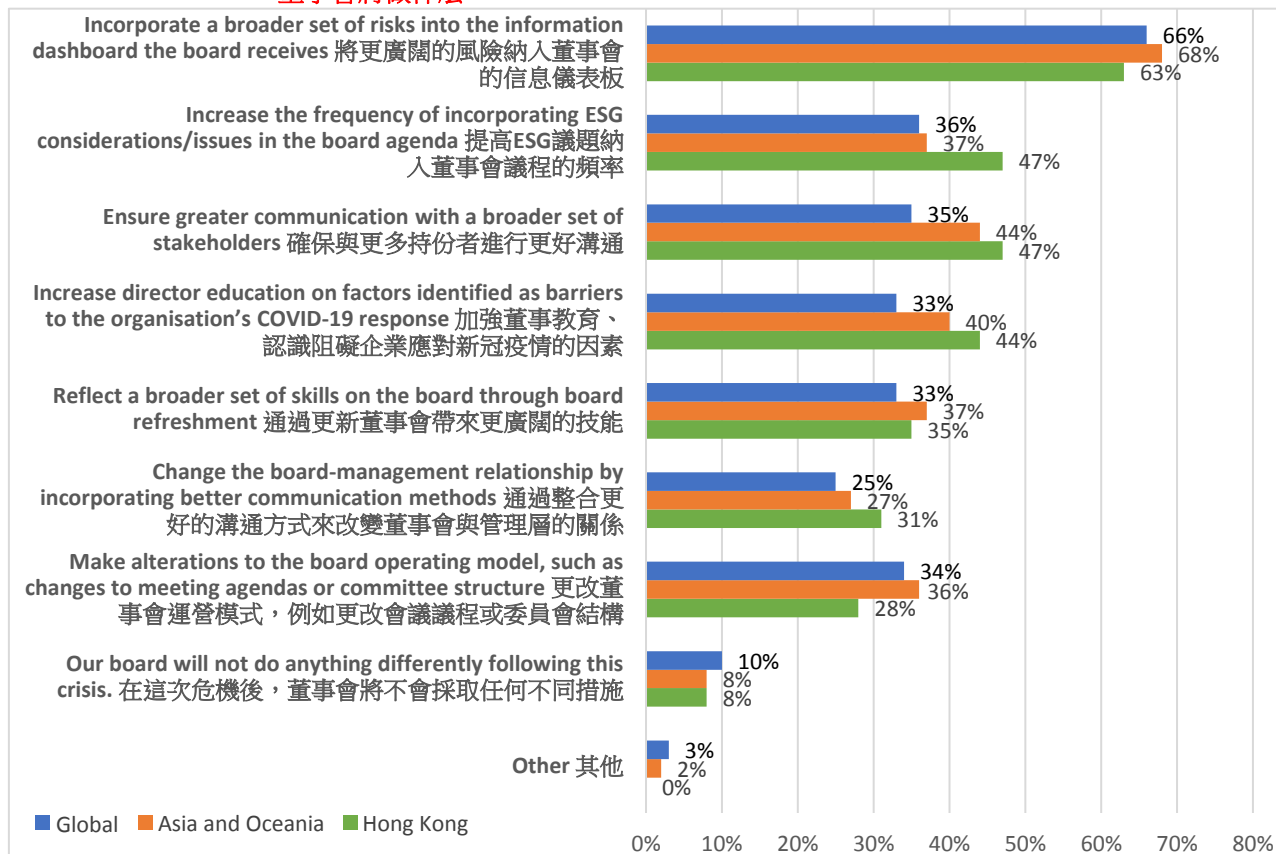
「這個危機提醒我們要重新思考、重新估值、重新整合、重新開始、重頭回彈。我們必須繼續為迎接業務的嚴峻艱辛作好準備，我們必須從過去汲取經驗、踏上業務模式的變革歷程。」

Supplementary Paper on Survey Report 調查報告補充文件  
Global Director Survey 2020-2021 全球董事調查2020-2021

Lessons Learned 由經驗汲取教訓



What the Board Will Do 董事會將做什麼



Dr Carlye Tsui 徐尉玲博士:

"A competent director must pursue continuing professional development. Findings of this survey provide inspiration on overcoming mega challenges and reference for developing HKIoD education to facilitate directors in leading their companies to survive and thrive in the New Normal."

「勝任的董事必須追求持續專業進修。這項調查的結果給予我們如何解決巨大挑戰的啟示，亦給予香港董事學會提供參考，以設計董事教育課程，讓公司在董事帶領下面對新常態時足以生存以至蓬勃發展。」