

PERFORMANCE EVALUATION

The Board of Directors conducts an annual self- assessment exercise through a self-assessment questionnaire given to each director in December 2021. The objectives of the self-assessment are to:

1. Assess how well the board is meeting its responsibilities to all BPI MS stakeholders, and address factors that impact the Board's ability to effectively fulfill its fiduciary duties.
2. Define and gain an insightful and broad-based understanding of the Board's most critical governance success factors.
3. Validate and affirm the Board's appreciation of its roles and responsibilities in the context of the operations of BPI MS.
4. Shape and improve the future operations of the Board and clarify mutual director expectations in a non-threatening, collaborative manner.
5. Ascertain alignment on leadership fundamentals and issues.
6. Build trust, respect, and communication among Board members and senior management and work more effectively as a team.
7. Demonstrate to stakeholders, especially regulators, that accountability, transparency and integrity are organizational values of prime importance to BPI MS.

KEY ELEMENTS

1. The Board will conduct the self-assessment independent of management.
2. The self-assessment is designed to encourage open and constructive discussion in relation to performance.
3. The confidentiality of each individual performance assessment is to be maintained and responses will not be attributable.
4. Results of the self-assessment will be processed and summarized and communicated to the Board.
5. Proper disclosure of assessment process and overall performance results, as may be required by regulatory authorities, will be made to achieve both board credibility and stakeholders' understanding.
6. The Board will pro-actively act on any recommendations or suggestions that arise out of the evaluation process.

METHODOLOGY

1. Widely-advocated, standard evaluation method of self-assessment and feedback review (typically referred to as a 360° Report) based on performance standards in four (4) levels: Individual Directors, Committees, CEO and the Board as a body.
2. Each level of self-assessment will also include open questions to provide opportunity for director's in-depth and more detailed comments.

The assessment criteria for the Board is based on the following broad leadership standards in each of the following levels: 1) Board Role; 2) Board Membership; 3) Procedure and Practice; 4) Committee Structure and effectiveness; 5) BOD and Management Relations.

In December 2021, the self-assessment was conducted to assess the 2021 performance of the Board of Directors (as a body), as individual member, assessment of the Board Committees by its respective members as well as the assessment of the President and CEO, Chief Compliance Officer and Chief Risk Officer. The results of these evaluations are presented to the Board to develop recommendations and/or an action plan for the Board, where determined necessary or desirables, or to address issues raised as a result of such assessments, and monitor the progress of the Board in addressing issues identified in the assessment process.