# SOE Governance Reforms A Survey of Reform and Practices

BARIŞ DİNÇER
Corporate Affairs/DAF
OECD



### A Survey of Reform and Practices

- Synthesizes the responses from participants in the Global Network to a questionnaire about recent SOE governance reforms focusing on three subject areas;
  - Overview of Recent SOE Reforms,
  - SOE Ownership Function,
  - SOE Boards: Nomination, Function, and Evaluation.
- The survey report addresses developments in the first 20 countries to respond to the questionnaire.



- The most active areas of governance reform in the last five years;
  - Privatization,
  - Introduction of corporate governance codes for SOEs and
  - -the reorganization of the ownership function
- Privatization still remains an important policy tool for many countries leading to large scale SOE restructuring.
  - Bangladesh, Belgium, Bhutan, Iraq, Oman, Pakistan, Sweden

- Reorganization and centralization of the ownership function by establishing ownership units.
   Bhutan, Finland, Hungary
- Formulating SOE codes and guidelines.
   Mozambique, Oman, Pakistan, Portugal, Seychelles
- Other reforms: changes in the recruitment procedures for SOE managers, performance evaluation and remuneration systems, accounting and auditing processes, decrease in government financial support to SOEs.

#### Motives, Obstacles and Design

- Main motive: improving the efficiency of the SOE sectors.
- Main obstacles: political opposition, resistance from trade unions and company managements, lack of expertise and professionalism at managerial level, lack of cooperation between government agencies.
- Few countries indicate that they have faced no obstacles or hurdles in implementing their reform programs.
- The design and sequencing of reform implementation vary significantly

#### **Achievements**

- Achievements of the reform programs vary according to objectives.
- A common outcome has been a clear improvement in economic performance and quality of public services.
- Awareness has also been raised among the managers and directors of SOEs following training provided during the implementation of reforms.

#### **SOE Ownership Function**

- Each of the three ownership models has been adopted with a slight majority using the multiple ownership model.
- Tendency toward a more centralized approach.
- The countries which have made efforts to redesign or reform the ownership structure faced major opposition from the existing bureaucratic structures.
- A majority of countries emphasize the role of continuous dialogue with all the stakeholders as the most effective measure to overcome the obstacles against reforms.



## SOE Boards: Nomination, Function and Evaluation

- No common approach for SOE board nomination among responding countries.
- Only few countries have nomination committees.
- Some countries have not clearly set criteria in terms of competence and experience for nominating board members.
- Some others like Bhutan, Hungary, Mozambique have defined a detailed set of criteria.
- The main rules and practices concerning the appointment of politicians, civil servants and their related parties to serve as SOE directors varies substantially from one country to another.

## SOE Boards: Nomination, Function and Evaluation

- Growing interest and emphasis on the role of "Independent Directors"
- Many countries have made it obligatory for the SOEs to have independent directors on SOE boards.
- Whether a specific SOE is a listed company or not has implications in many countries on the required minimum number of independent directors.
- Advice and assistance received from Human Resources-HR consultancy firms, existing board members, relevant Ministries and government agencies for the nomination of independent directors.

## SOE Boards: Nomination, Function and Evaluation

- SOE boards are required to carry out self evaluations in many countries.
- The outcomes of the appraisal are generally communicated to the ownership entities or the nomination committees.
- External advisers or experts play a role in the evaluation process only in few countries (e.g.Finland, Sweden)
- A significant number of responding countries state that the functioning of a typical SOE board is identical to that of its private sector counterpart.

Thank you very much