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Corporate Governance 公司管治

The <u>system of rules</u>, <u>practices & processes</u> directs and controls an organization for the interests of various stakeholders.





Financial Governance 財務管治

Alike corporate governance (system

of rules, practices & processes), but with a

focus on "Reporting"





Corporate Governance 公司管治 Vs Financial Governance 財務管治

Why an extracted focus from Corporate Governance necessary?



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Financial Governance

- A special area of Corporate Governance
- Board ultimately responsible and carrying overall accountability for the finance of the organization
- Financial failure can destroy all gains from other parts of corporate governance



Financial Governance

Why Important?



大康曾 Fu Hong Society Importance of Financial Governance

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Financial Governance guards against

- Frauds
- Mismanagement of Finance
- Insolvency
- Inception of "dirty donations"
- Inefficient Deployment & Employment of Resources
- Improper Board, Management & Operation Decisions



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Financial Governance also essential for

- Financial Sustainability
- Financing Strategy





Financial Governance

NGOs Vs Business Entities

What makes their differences?





Financial Governance

NGOs Vs Business Entities

Ownership & Purpose





Business Entities:

Private Ownership

Profit Maximization





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NGOs:

Work as trustees

in **fiduciary capacity*** (信託人)

* a person serving to handle money and property to benefit another party



NGOs:

Work for <u>public purposes</u>,
despite the sources of the fund
(e.g. even private funds)



NGOs:

No concept of individual ownership or gain





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NGOs' Financial Governance

- NGOs work as trustees in fiduciary capacity
- NGOs work for public purposes despite the sources of the fund

No concept of individual ownership or gain



NGO's Financial Governance

*The board has ultimate **legal**, **moral**, **and financial responsibility** for the organization.

*The board should **promote**, **control** & **oversee** financial governance.



Board not ever present in the organization and having no hands-on role in financial management,

HOW is it done?





NGO's Financial Governance

Delegate + Oversee





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Board **Governance**

Vs

CEO & Management





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Segregation

of Roles & Duties





Board Governance:

Control, Delegate & Oversee





CEO & Management:

Work on the basis of the Board's delegated authority





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Not ever present in the organization & no hands-on role in financial management,

the board needs sufficient & timely information

to satisfy itself that the finances are in order.





Sufficient & Timely Information

Focus of Financial Governance:

"Reporting"





Sufficient & Timely Information

- Regular financial reports
- Regular variance analysis reports

(Allow necessary and timely corrective actions)





Assess Project Viability & Follow-up

- *Scenario Analysis (模擬情况分析)
- assessing project viability
- *Variance Management (差異管理)
- following up for control



Scenario Analysis (模擬情况分析)

- Annual Budget (new & recurring projects)
- New Projects / Ad hoc Projects
- Normal/Pessimistic/Optimistic Scenarios & Budgets



Scenario Analysis (模擬情况分析)

- Assumptions Realistic?
- Funding Source for Each Project
- Contingency Plan





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Variance Management (差異管理)

- Variance Analysis: Budget (Estimate) Vs Actual
- Absolute/Relative Difference
- Significance of Difference
- Causes/Suspected Causes of Variance
- For <u>Corrective</u> Measures/ Budget <u>Adjustments</u>





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Sufficient & Timely Information Mind the following:

- * Insufficiency / Shortage
- * **Delayed** Information





Finance Function Staffing

Competent Finance Staff/Managers
help build
good corporate culture &
internal support!



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Competent Finance Staff/Managers

- Good interpersonal skills help <u>communicate</u> finance issues to various staff
- Strongly committed to <u>organization's values</u>

 Thoughtful about the <u>implications on finance & its</u> management of all major decisions



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Key oversights for the Board (1)

- Clear policies (for internal compliance)
- Issues to be addressed by the board
- Reader-friendly periodical financial reports
- Finance Committee (at least few board members

closely overseeing the finance)



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Key oversights for the Board (2)

- Independent Audit process
- Policy on conflicts of interest
- Independent Finance Manager
- Finance Manager be involved in decision making & budgeting process at early stage



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Importance in Summary

- Board acts as a <u>trustee</u> for various stakeholders
- Financial governance being an <u>oversight mechanism</u> for the board to perform its functions
- Good financial governance allows greater oversight/control and enhances accountability



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Financial Governance

Large NGOs Vs Small NGOs

Any Differences?





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Financial Governance

Large NGOs Vs Small NGOs

No Differences in Need & Principle





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Thanks!

