



Council of Institutional Investors  
The Voice of Corporate Governance

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## **CII Issues Report on Best Disclosure of Board Evaluation Process**

**Washington, D.C., September 4, 2014** — The Council of Institutional Investors today released a new report that highlights two approaches to disclosure that effectively shed light on the thoroughness of a board’s process of self-evaluation. The report, “[Best Disclosure: Board Evaluation](#),” was suggested by the CII [Advisory Council](#).

The report is the second in a series of “Best Disclosure” issue briefs that seek to provide investors and companies with approaches to and examples of exemplary disclosure methods. The latest report discusses the principal themes in companies’ disclosures of the board evaluation process that can help investors benchmark company disclosures as they are making their voting decisions.

When making voting decisions about directors, shareholders value detailed disclosure of the board evaluation process—how the board goes about evaluating itself, identifying areas for improvement, and addressing them—as a window into the boardroom. While shareholders generally do not expect the board to discuss the details of individual director assessments, they want to understand the *process* by which the board goes about regularly improving itself.

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*The Council of Institutional Investors (CII) is a nonprofit association of pension funds, other employee benefit funds, endowments and foundations, with combined assets that exceed \$3 trillion. CII is a leading voice for effective corporate governance and strong shareowner rights. CII educates its members, policymakers and the public about corporate governance, shareowner rights and related investment issues, and advocates on its members’ behalf.*