

JULY 29, 2015

Whose Risk is it Anyway: The Province of the Risk Committee? ASPEN, COLORADO



CORPORATIONS STRUGGLE TO MANAGE REPUTATIONAL RISK





of executives rate reputation risk as more important than other strategic risks*



say their companies are explicitly focusing on reputation risk as a key business challenge* 25%

25% of a company's market value is directly attributable to its reputation**

Deloitte.

Deloitte.

WØRLD ECØNOMIC FØRUM

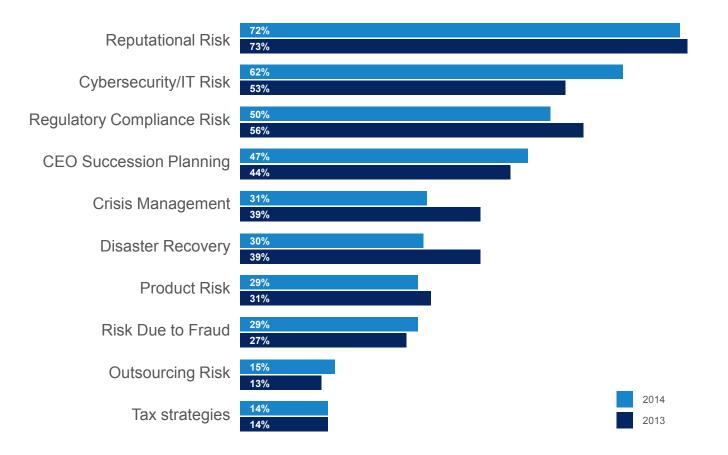
CONCERNS ABOUT RISKS CONFRONTING BOARDS

Risks Driving Concern

Our first question is based on the most fundamental concept driving this survey: What specific risks are top of mind for boards today? This creates an important lens through which to evaluate how boards are addressing risk: from identifying it to managing it, strategically and operationally.

Cybersecurity/IT risk has risen almost 10%. It has overtaken regulatory/compliance risk (which has also increased 4%) as the second most important concern to all boards.

Aside from financial risk, which of the following areas of risk management are most important to your Board



FALSE CONFIDENCE

Top 3 drivers of reputation risk: past, present, and future

Companies feel most prepared to manage risks within their direct control...

...and least prepared for risks beyond their control

Yesterday



20% Security 19% Ethics/Integrity 16% Product/Services

Today



45% Security



55% Ethics/Integrity 43% Product/Services

Tomorrow



50% Ethics/Integrity 40% Product/Services

69% Regulatory compliance

68% **Employee misconduct**

66% Executive misconduct

47% Third-party/extended enterprise issue

44% **Competitive attacks**

44% Hazard or other catastrophe



The Finding: Weak internal communication is a major source of reputational risk

DETERMINING WHETHER TO ESTABLISH A SEPARATE RISK COMMITTEE

Support:

- A risk committee focuses director attention on the company's most critical risks and risk management capabilities
- A risk committee fosters an integrated, enterprisewide approach to identifying and managing risk and provides an impetus toward improving the quality of risk reporting and monitoring, both for management and the board.

Challenges:

- Without a sufficient number of independent directors who possess deep knowledge and experience in dealing with the industry and its critical risks, a risk committee will lack effectiveness
- A risk committee cannot cover any gaps in the company's risk management process and is highly dependent upon the quality of inputs to and outputs from the process and information and insights from external sources

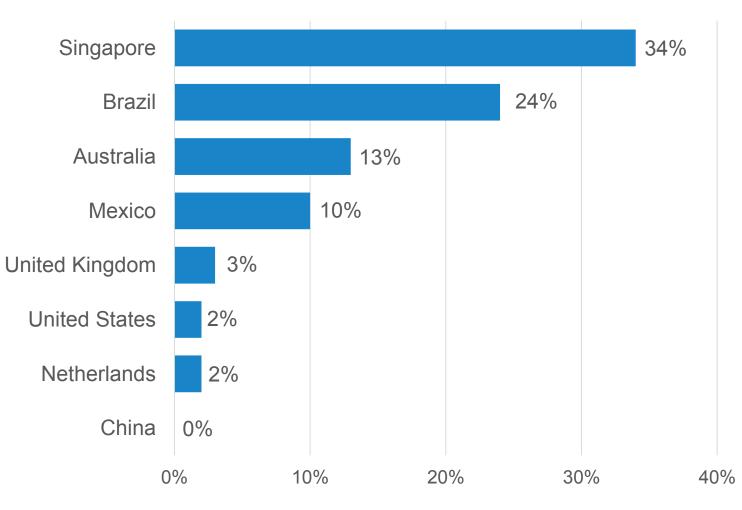


The Finding: The audit committee already has many responsibilities focused on financial reporting and is, in effect, the last line of defense for financial reporting risk



RISK COMMITTEES ON A SLOW RISE

Percentage of Non-FSI Board-level Risk Committees



Source: Delloite

DISCUSION

- Bridging the Gap
- Connection between trust in boards and escalation in reputational risk
- Measurement of expectations
 vs performance





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Thank You!

