

# **GUIDELINES FOR THE SELF- RATING SYSTEM FOR THE BOARD OF DIRECTORS**

## **I. Purpose:**

The Revised Manual of Corporate Governance of PSC (“Manual”) complying with the requirements of SEC provides that it will establish a self-rating system to measure the performance of the Board and Management in accordance with the criteria in its Manual.

## **II. Procedure:**

1. A self-rating form shall be provided to each director to accomplish for the self-assessment of the performance of the Board as a collegial body.
2. Another self-rating form shall be provided for a director to accomplish for the self-assessment of his performance.
3. The forms shall be accomplished every March of each year and collated by the Corporate Secretary.
4. The summary of the results shall be submitted to the Chairman and to the Board.
5. The self-rating criteria shall be in accordance with the following:

### A. For the Board of Directors

Rating is 1 to 5. Ranking of answers shall be from 1- Not Performing to 5- Outstanding Performance.

### B. For the individual directors

<b><i>RATING</i></b>	
<b>SA</b>	Strongly Agree
<b>A</b>	Agree
<b>N</b>	Neither Agree Nor Disagree
<b>D</b>	Disagree
<b>SD</b>	Strongly Disagree

**Form I**  
**Board Self-Assessment for Y2011**

*Rate the following statements in relation to our Board of Directors.  
 Rank answers from 1 – not performing to 5 – outstanding performance.*

1. The Board knows and understands the company’s beliefs, values, philosophy, mission, strategic plan, and business plan and reflects this understanding on key issues throughout the year.	<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>
2. The Board has and follows procedures for effective meetings.	<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>
3. Board meetings are conducted in a manner that ensures open communication, meaningful participation, and timely resolution of issues.	<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>
4. Board members receive timely and accurate minutes, advance written agendas and meeting notices, and clear and concise background material to prepare in advance of meetings.	<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>
5. Board members evaluate Board performance on a periodic basis.	<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>
6. The Board reviews and adopts annual capital and operating budgets, which are regularly monitored throughout the year	<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>
7. The Board monitors cash flow, profitability, net revenue and expenses, productivity, and indicators to ensure the Company performs as projected.	<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>
8. The Board monitors Company performance with industry comparative data.	<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>
9. Board members stay abreast of issues and trends affecting the Company, and use this information to assess and guide the Company’s performance not just year to year, but in the long term.	<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>
10. Board members comprehend and respect the difference between the Board’s policy-making role and the CEO’s management role	<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>
11. The Board acts to help the CEO by setting clear and well understood policy.	<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>

12. Board goals, expectations, and concerns are honestly communicated with CEO.                    **1**    **2**    **3**    **4**    **5**

13. The Board is actively engaged in succession planning for the executive officers of the Company.                    **1**    **2**    **3**    **4**    **5**

---

Comments:

Accomplished by: \_\_\_\_\_

Date: \_\_\_\_\_

**Form II**  
**Director's Self-Assessment for Y2011**

**SA** – *Strongly Agree*, **A** – *Agree*, **N** – *Neither Agree Nor Disagree*,  
**D** – *Disagree*, **SD** – *Strongly Disagree*

1. I devote an appropriate amount of time to the issues and the needs of the Company to be able to make informed decisions.	SA	A	N	D	SD
2. I feel comfortable with my understanding of critical technical issues.	SA	A	N	D	SD
3. I spend sufficient time with the materials and CEO to understand long- range planning.	SA	A	N	D	SD
4. I initiate contact with the Chairman when appropriate.	SA	A	N	D	SD
5. I understand the Company's industry and markets.	SA	A	N	D	SD
6. I challenge the strategy and direction when necessary.	SA	A	N	D	SD
7. I am able to remain objective, even in the face of the most difficult decisions.	SA	A	N	D	SD
8. I often speak my mind during meetings, even if the views are different from other Directors.	SA	A	N	D	SD
9. I have personal contact with senior management.	SA	A	N	D	SD
10. I am fully prepared for Board meetings.	SA	A	N	D	SD
11. I am fully prepared for Committee meetings.	SA	A	N	D	SD
12. When I am absent from Board meetings, I gather enough information about the meeting to stay sufficiently informed.	SA	A	N	D	SD
13. When I am absent from Committee meetings, I gather enough information about the meeting to stay sufficiently informed.	SA	A	N	D	SD
14. When appropriate, I take the initiative to obtain relevant corporate information.	SA	A	N	D	SD
15. I encourage contributions from other Board or Committee members.	SA	A	N	D	SD

16. I offer creative and innovative ideas.	SA	A	N	D	SD
17. I make my individual expertise available when called upon by management.	SA	A	N	D	SD
18. I derive satisfaction and a feeling of accomplishment through serving on the Board of Directors.	SA	A	N	D	SD
19. I maintain discretion and confidentiality with received information.	SA	A	N	D	SD
20. I feel comfortable with the amount of time and level of commitment expected of me.	SA	A	N	D	SD
21. I have sufficient expertise to evaluate strategies, policies, market development and industry-specific idiosyncrasies from a higher long-term oriented level.	SA	A	N	D	SD
22. I take tough, constructive stands at Board or Committee meetings when necessary.	SA	A	N	D	SD
23. I am a valuable resource in fulfilling the accountabilities of the Board.	SA	A	N	D	SD
24. I am decisive, action-oriented, and I get things done.	SA	A	N	D	SD
25. I ensure that the Board or Committee makes decisions.	SA	A	N	D	SD
26. I make effective contributions at Board or Committee meetings.	SA	A	N	D	SD
27. I have good conceptual and theoretical ability.	SA	A	N	D	SD
28. I am an effective troubleshooter.	SA	A	N	D	SD
29. I communicate persuasively.	SA	A	N	D	SD
30. I seek information and opinions from others.	SA	A	N	D	SD
31. I confront conflict and help manage it constructively and productively.	SA	A	N	D	SD

Accomplished by: \_\_\_\_\_

Date: \_\_\_\_\_