

Corporate Social Responsibility Disclosures and Board Structure: Evidence from Malaysia

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Abstract

Corporate governance is a critical element in driving excellence in corporate social responsibility (CSR). One of the important cornerstones of corporate governance is board of directors. Thus, this study attempts to examine the effect of this board structure on corporate social responsibility disclosures of public listed companies in Malaysia. Data for the study was collected using secondary source. CSR disclosure index was developed in an attempt to examine the CSR disclosure in the four dimensions as specified by the Bursa Malaysia. The four dimensions are environmental, community, workplace and marketplace. Multiple regression analysis was employed to analyze the data. The result shows that managerial ownership is significant and negatively influences the CSR disclosure in Malaysian listed companies. The other board variables appear to have the expected direction of the hypotheses, but are not significant.

Keywords: Corporate governance; corporate social responsibility; board structure; public listed companies; Malaysia

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1.0 INTRODUCTION

Corporate social responsibility (CSR) has emerged as an important factor for most companies to be successful in business today. Engaging in CSR helps companies to improve financial performance, enhance brand image and reputation, increase the ability to attract and retain the best workplace, increase sales and customer loyalty and better investor relations and access capital (Said, Zainuddin and Haron, 2009; Luan, 2005). This is supported by Mahoney and Roberts (2007) who claim that CSR practices do not only improve financial performance but also attract positive responses from investors. It is claimed that investors perceive that corporate social information is as important as financial information, and they take social information into consideration in decision making processes (Abdullah, Mohamad and Mokhtar, 2011).

This indicates that the role of a business today is not restricted to profit making alone but also include an element of corporate social responsibility and accountability. CSR can be defined as “the commitment of business organizations to contribute to sustainable development, stakeholder issues/concerns and improvement of societal conditions” (Jamali, Hallal and Abdallah, 2010). It is also referred to as a mode of business engagement and value creation which fulfills legal, ethical and public societal expectations (Luetkenhorst, 2004). Although an exact definition of CSR remains elusive, the

term is generally used to refer to an obligation by the firms to use their resources in a sustainable manner to benefit not just themselves but society at large (ACCA, 2006).

In Malaysian business fraternities, managers have begun to be concerned about CSR issues (Abdullah *et al.*, 2011) and these issues have attracted much attention over the years. Saleh, Zulkifli and Muhamad (2011) argue that the awareness level of CSR among Malaysian managers is high but, unfortunately, this is not followed by CSR activities and disclosure. Managers’ awareness on CSR issues should be reflected in the companies’ annual report to reduce the gap between their stakeholders and legitimize their existence (Said *et al.*, 2009). However, it is still unclear as to what really motivates Malaysian companies to disclose social and environmental information, given the high awareness among managers and public demand for related information.

According to Jamali *et al.*, (2010), corporate governance and CSR are closely related as they reflect a firm’s commitment to its internal stakeholders as well as to the environment and society at large. It is claimed that companies will not act responsibly if their corporate social responsibility issues are not integrated in their decision-making and governance structures. It is expected that effective corporate governance would ensure that the stakeholders’ interest is looked after (Spitzeck, 2009).

Shahin and Zairi (2007) further claim that corporate governance is a critical element for driving excellence in CSR

and suggest that organizations should examine their corporate governance capabilities towards CSR. It has also been suggested that companies with good governance, such as having appropriate board size, separation of CEO and chairman position and boards dominated by outsiders or non-executive directors (NEDs) may help to alleviate the agency problem by monitoring and controlling the opportunistic behavior of management (Jensen and Meckling, 1976) and increase the transparency of the organizations in disclosing their activities to the stakeholders. This is supported by Abdullah *et al.*, (2011) who claim that good corporate governance should also promote corporate transparency and accountability to the shareholders and the society.

Thus, this study attempts to investigate how the corporate governance structure namely, board size, board independence, CEO duality and managerial ownership influence the CSR disclosure in a developing country, particularly in Malaysia.

This paper is organized as follows. Section 2 provides literature review and the development of the research hypotheses. Research methodology comprising data collection, sampling design and measurement of variables are presented in Section 3. Next, results and discussion are explained in Section 4. Finally, conclusion, limitation and suggestion for further research are provided in Section 5.

2.0 LITERATURE REVIEW AND HYPOTHESES DEVELOPMENT

Corporate governance is a set of control mechanisms designed to monitor and check the management's decisions on behalf of the stakeholders. Corporate management which is led by the board of directors may reduce the information disclosed in order to conceal the real economic performance of the organizations from its stakeholders. Thus, the role of corporate governance, especially the board of directors in this information asymmetry problem is crucial (Donnelly and Mulcahy, 2008; Said *et al.*, 2009). There is a greater social expectation which demand organizations to react and attend human, environmental and other social consequences (Heard and Bolce, 1981). Thus, this paper examines the monitoring role played by the board and their ownership structure in relation to CSR.

2.1 Board Independence And CSR Disclosure

It is expected that the existence of independent directors on corporate boards would result in more effective monitoring of the board and limit managerial opportunism (Fama and Jensen, 1983; Mohd Ghazali and Weetman, 2006). This is supported by Rosenstein and Wyatt (1990), who posit that independent directors are perceived as a tool for monitoring the management's behavior resulting in more voluntary disclosure of corporate information.

As outlined by Malaysian Code on Corporate Governance (MCCG, 2007), independent director is a person who can bring a broader view to the company's activities. Thus, their existence would lead to more voluntary disclosure of corporate information (Said *et al.*, 2009) as they are expected to be willing to meet the information demands of other stakeholders (Abdullah *et al.*, 2011).

Adams and Hossain (1998) report a significant positive association between voluntary disclosure and the proportion of independent directors on the board. Further, inclusion of the independent directors on corporate boards improves the comprehensiveness and quality of disclosure (Akhtaruddin,

Hossain, Hossain and Yao, 2009; Forker, 1992; Chen and Janggi, 2001). Thus, it is hypothesized that:

H1: There is a positive relationship between the proportion of board independence and CSR disclosure.

2.2 CEO Duality And CSR Disclosure

CEO duality occurs when the same person holds both the CEO and the chairman position in a company (Rechner and Dalton, 1989; Mohamad & Sulong, 2010). It is argued that companies that have CEO duality disclose less detail information in annual reports (Forker, 1992) because a person who has combined roles would withhold unfavorable information to other stakeholders (Mohamad and Sulong, 2010).

In Malaysia, MCCG 2007 recommends the separation roles of the chairman and CEO and a decision to combine these two roles should be publicly explained. It is expected that independence of the Chairman would lead to a more transparent board and greater disclosure (Mohd Ghazali and Weetman, 2006). Mohamad and Sulong (2010) report a positive relationship between the practice of separate CEO and Chairman with the level of disclosure. Thus it is hypothesized that:

H2: There is a negative relationship between CEO Duality and CSR disclosure.

2.3 Board Size And CSR Disclosure

It is expected that board size may influence the level of disclosure in companies' annual report. Chen and Janggi (2001) argue that a company can reduce information asymmetry between its managers and other stakeholders by having a greater number of directors sitting on the board. Board of directors is one of the most important elements of corporate governance mechanism in overseeing the conduct of a company's business and ensures that it is being properly managed by their agents (Said *et al.*, 2009).

It is believed that the size of the board will affect the ability of the board to monitor and evaluate the management (Akhtaruddin *et al.*, 2009; Zahra, Neubaum and Huse, 2000). Abdullah *et al.*, (2011) claim that board size can influence the level of voluntary and social disclosure (Abdullah *et al.*, 2011). Akhtaruddin *et al.*, (2009) state that with more directors, the collective experience and expertise of the board will increase, and therefore, the need for the disclosure will be higher. Thus, it is hypothesized that:

H3: There is a positive relationship between board size and CSR disclosure.

2.4 Managerial Ownership And CSR Disclosure

Janggu, Joseph and Madi, (2007) claim that company's ownership structure will affect its reporting strategy. Public-owned companies face greater pressure to disclose additional information in their annual report, particularly the companies' CSR activities. Ironically, owner-managed companies are common in Malaysia (Mohd Ghazali and Weetman, 2006) as majority of the listed companies in Malaysia started off as family businesses. Hence, the board is usually dominated by family members and the CEO is also from the family itself (Abdullah *et al.*, 2011). It is claimed that owner-managed companies may be less involved in social activities because outsiders' interest may be relatively small, and they perceive

that the costs of investing in these activities may far outweigh their potential benefits (Mohd Ghazali, 2007).

This is supported by prior studies by Guan Yeik (2006) and Eng and Mak (2003) which examine the relationship between managerial ownership and CSR disclosure. Guan Yeik (2006) reports that there is a negative significant relationship between managerial ownership and CSR disclosure in Malaysian public listed companies. Abdullah *et al.*, (2011) also find that owner-managed companies are negatively associated with the extent and quality of CSR disclosure. Mohd Ghazali, (2007) reports that companies which have higher portion of executive directors shares disclose less CSR information (Mohd Ghazali, 2007). In addition, Eng and Mak (2003) find that lower managerial ownership is associated with increased voluntary disclosure in Singaporean listed companies. Hence, it is hypothesized that:

H4: There is a negative relationship between managerial ownership and CSR disclosure.

■3.0 RESEARCH METHODOLOGY

Data and sample size which is used in this paper and the measurement of CSR disclosure as well as regression model and definition of variables are described in this section.

3.1 Data Collection

In order to achieve the objective of the study, the data is collected from the annual reports of Malaysian listed companies for the year ended 2010. Annual reports are the main source of the data as used in prior studies (Abdullah *et al.*, 2011; Said *et al.*, 2009; Amran and Susela, 2009; Haniffa and Cooke, 2005; Hackstone and Milne, 1996). Annual reports are used as they are regarded as the main form of company communication (Amran and Susela, 2008), and considered as a major source of information to the shareholders (Nik Ahmad and Sulaiman, 2004). In addition, annual report is readily available and easily accessible (Saleh *et al.*, 2011; Uwuigbe, 2011).

3.2 Sampling Design

The population of this study comprises of all companies listed on the main board of Bursa Malaysia as at 31 December 2010. As at that date, there were 844 companies listed on the main board, including 38 of finance companies and 35 of PN17 companies. For the purpose of this study, companies classified under finance sector and PN17 were excluded because of differences in their compliance and regulatory requirements as well as their unique features and business activities (Yatim, Kent and Clarkson, 2006). A total of 200 companies were randomly selected. This represents 25.94 percent of the total population. This sample size fulfils the minimum sample size requirement as proposed by Krejcie and Morgan (1970).

Stratified random sampling method was used to determine the sample size of each sector. This sampling technique was used to ensure that representative sample from all sectors were selected as used by prior studies (Othman and Ishak, 2011; Amran and Susela, 2008; Said *et al.*, 2009). Table I presents the selected companies by sectors.

Table 1 sample and population for each sector

Sector	Main board			
	Total Population	%	Total sample	%
Consumer	137	18	36	18
Industrial	254	33	66	33
Construction	43	6	11	6
Trading	169	22	44	22
Infrastructure	7	1	2	1
Technology	30	4	8	4
Hotels	4	0	1	0
Properties	86	11	22	11
Plantation	40	5	10	5
Mining	1	0	0	0
Total	771	100	200	100

3.3 Content Analysis and Disclosure Index

The data collected in this study uses content analysis and a disclosure index is developed. Content analysis approach has been widely used in corporate social reporting research (Guthrie and Parker, 1990; Haniffa and Cooke, 2005; Hackstone and Milne, 1996; Mohd Ghazali, 2007; Abdullah *et al.*, 2011; Said *et al.*, 2009). Content analysis is “a method of codifying the text (or content) of a piece of writing or categories depending on selected criteria” (Haniffa and Cooke, 2005).

According to Raman (2006), content analysis employs a three-step process. The three steps include choosing an appropriate document or unit of analysis and unit of measuring content, measuring the contents and identifying the themes or categories into which the content can be classified. For the purpose of this study, unit of analysis is the annual reports of companies listed on the main board of Bursa Malaysia. The themes, as classified by Bursa Malaysia, are environmental, community, workplace and marketplace. However, unit of measuring content is slightly different whereby this study decided to use CSR disclosure index because of considerable debates on the use of number of pages, words and sentences (Milne and Adler, 1999; Unerman, 2000; Amran and Susela, 2008; Azim, Ahmed and Islam, 2009).

In developing the index, references was first made to the items/checklists employed by previous research, particularly those conducted in Malaysia (Mohd Ghazali, 2007). The items

were chosen based on past studies (Haniffa and Cooke, 2005; Hackstone and Milne, 1996; Salleh and Mustapha, 2005; Abdullah *et al.*, 2011; Janggu *et al.*, 2007; Yao, Wang and Song, 2011) which cover the four themes. The CSR disclosure items were extracted from companies' annual reports. Then CSR disclosure index was calculated by combining all items covering the four themes, which were environment, community, workplace and marketplace. The final list comprises of 40 items, 10 items for each theme. A dichotomous procedure is applied where a company is awarded 1 if an item included in the index is disclosed in the annual report and 0 if it is not disclosed. Accordingly, the CSR disclosure index for a company is derived by computing the ratio of actual scores awarded divided by the maximum score (40).

3.4 Measurement of Variables and the Regression Model

The dependent variable in this study is level of corporate social reporting disclosure. It is measured using content analysis (as explained in Section 3.3). The independent variables are board structure variables namely, board independence, CEO duality, board size and managerial ownership. In addition, the model has three control variables – firm's size, gearing and company sectors. These control variables are used to enhance the relationship between board structure variables and CSR disclosure.

Multiple regression analysis was used to examine the relationship between CSR disclosure and the independent variables. The following regression model is used in this paper:

$$CSR\text{D} = \beta_0 + \beta_1\text{BIND} + \beta_2\text{DUAL} + \beta_3\text{BSIZE} + \beta_4\text{MOWN} + \beta_5\text{GEAR} + \beta_6\text{SECTOR1} + \beta_7\text{SECTOR2} + \varepsilon$$

Where:

- CSRD = Corporate Social Reporting Disclosure,
- BIND = percentage of non-executive directors to total directors,
- DUAL = CEO Duality (Dummy variable: 1= if the CEO is also the Chairman of the board, and 0 = otherwise),
- BSIZE = numbers of directors on the board,
- MOWN = percentage of shares owned by executive directors to total number of shares issued,
- SIZE = total assets (log),
- GEAR = Total long-term debt to total equity ,
- SECTOR1 = Company sector, "1" for Consumer company or "0" otherwise,
- SECTOR2 = Company sector, "1" for Industrial company or "0" otherwise,
- ε = Error term.

Correlation matrix and variance inflation factors were reviewed in order to check if the data has multicollinearity problem. Normality of the data is also checked to ensure the appropriateness of the regression model, and whether multiple regression assumptions have been violated.

4.0 RESULTS AND DISCUSSION

4.1 Descriptive Statistics

Table 2 shows the descriptive statistics for all variables in this study. The mean for the CSR disclosure is 39 per cent indicating an average of 15 items (out of 40 items in the disclosure index). The maximum disclosure level is 88 per cent or 35 items (out of

40 items in the disclosure index) and the minimum disclosure level is 5 per cent or 2 items (out of 40 items in the disclosure index). Similar studies on CSR research in Malaysia conducted by Mohd Ghazali (2007) and Abdullah *et al.*, (2011) report CSR disclosure mean of 25.5% and 28% respectively. This indicates that, compared to these two results, CSR disclosure in Malaysia is increasing over the years, implying that more Malaysian managers are aware of the importance of CSR disclosure.

The mean percentage of shareholdings by the managers is about 9%. All the sample companies have board of directors with their size ranging from 4 to 15 directors. This finding is similar to Yatim *et al.* (2006)'s study who find the board size range from 3 to 16. The average board size of the sample companies is 7.51, which is the same as Yatim *et al.* (2006) of 7.51, slightly lower than another studies on Malaysian data by Haniffa & Hudaib (2006) and Mat Nor & Sulong (2007) of eight. The results of standard tests of skewness and kurtosis indicate that there is no problem with normality assumption¹. Thus, these variables can reasonably be considered as normally distributed.

¹ The data is said to be normal if the standard skewness is within ± 1.96 and standard kurtosis is between ± 3.0 (Mat Nor and Sulong, 2007).

Table 2 Descriptive statistics for all variables

	CSR	BIND	DUAL	BSIZE	MOWN	SIZE	GEAR	SECTOR1	SECTOR2
Mean	0.39	0.46	0.18	7.51	0.09	8.78	0.31	0.18	0.33
Minimum	0.05	0.22	0	4	0.00	7.481	0.00	0.00	0.00
Maximum	0.88	0.88	1	15	0.72	10.87	3.30	1.00	1.00
Std. Dev	0.19	0.13	0.39	1.92	0.15	0.71	0.46	0.39	0.47
Skewness	0.64	0.74	1.678	.889	1.99	.643	3.42	1.67	0.73
Kurtosis	0.10	0.02	0.86	1.102	3.63	0.62	15.21	0.86	1.48

Table 3 Correlation analysis

	CSR	BIND	DUAL	BSIZE	MOWN	SIZE	GEAR	SECTOR1	SECTOR2
CSR	1								
BIND	0.048	1							
DUAL	-0.073	0.057	1						
BSIZE	.211**	.295**	0.084	1					
MOWN	-.227**	-0.04	0.011	-0.096	1				
SIZE	.368**	0.032	-0.041	.477**	-.295**	1			
GEAR	0.091	-0.02	-0.056	.192**	-0.064	.374**	1		
SECTOR1	0.023	-0.06	-0.05	-0.036	0.093	-.200**	-0.117	1	
SECTOR2	-0.03	0.06	0.031	-.187**	-0.049	-.205**	-0.025	-.329**	1

** . Correlation is significant at the 0.01 level (2-tailed).

4.2 Correlation Analysis

Table 3 presents correlation analysis between dependent variable, independent variables and control variables. The results indicate that there is no multicollinearity problem, as the correlations among the independent variables are below the threshold value of 0.8 or 0.9 (Gujarati, 2003, p. 359). The correlations between independent variables in this study range between 0.011 to 0.477 which is less than 0.8 or 0.9. To support this result, variance inflation factors (VIF) is checked. Pallant (2010) suggests that multicollinearity exists when VIF value is more than 10. The VIF values for this study range between 1.013 to 1.789. Thus, VIF statistics appear to indicate that there is no multicollinearity problem.

4.3 Regression Analysis

Table IV reports the results of the multiple regression analysis in this study. The result in Table 4 indicates that the adjusted R squared for the model used in the study is 0.143 and the F-value is 5.144 ($p < 0.000$). It means that more than 14% of the variation in the corporate social responsibility disclosure can be

explained by the model. This Adjusted R squared is slightly higher than similar studies done by Abdullah *et al.*, (2011) and Said *et al.*, (2009) which report adjusted R Squared of 14% and 13% respectively.

The result in Table 4 shows that managerial ownership has negative and significant relationship with CSR disclosure. Thus Hypothesis H₄ is supported. This negative relationship appears to suggest that the higher the percentage of shares held by the board of directors, the lower is its CSR disclosure. This result is consistent with the findings from earlier studies by Mohd Ghazali (2007) and Akhtaruddin and Haron (2010). They claim that this negative relationship is due to the fact that owner-managed companies are generally closely held and public accountability is less of an issue to them (Mohd Ghazali, 2007). And this may be more pronounced in Malaysian business environment where this ownership structure is more common, especially in family owned companies (Mohd Ghazali and Weetman, 2006). This type of companies may not invest heavily in socially responsible activities as the costs of investing in these activities may far outweigh its potential benefits (Mohd Ghazali, 2007), hence lead to lower level of CSR disclosure. This finding is also supported by Eng and Mak (2003) who find

an inverse relationship between managerial ownership and voluntary disclosure.

Table 4 Regression analysis results

Model	Unstandardized Coefficients		Standardized Coefficients	T	Sig.	Collinearity Statistics	
	B	Std. Error	Beta			Tolerance	VIF
(Constant)	-0.521	0.19		-2.74	0.007		
BIND	0.084	0.101	0.058	0.825	0.41	.871	1.148
DUAL	-0.026	0.032	-0.053	-0.8	0.425	.987	1.013
BSIZE	0.007	0.008	0.074	0.921	0.358	.668	1.496
MOWN	-0.154	0.087	-0.123	-1.77	0.078**	.895	1.117
SIZE	0.093	0.023	0.356	4.056	0.000*	.559	1.789
GEAR	-0.019	0.029	-0.048	-0.68	0.500	.851	1.176
SECTOR1	0.065	0.035	0.134	1.837	0.068**	.813	1.230
SECTOR2	0.037	0.029	0.092	1.255	0.211	.798	1.253
R ²	0.177						
Adjusted R ²	0.143						
F-value	5.144						
Significant	0.000						

* p < 0.001, two-tailed; ** p < 0.1, two-tailed

Table 5 Summary of the hypotheses

Hypotheses	Expected direction	Result of the study	Results
H ₁ : There is positive relationship between proportion of board independence and the extent of CSR disclosure	+	+ (not significant)	Not supported
H ₂ : There is negative relationship between CEO Duality and CSR disclosure	-	- (not significant)	Not supported
H ₃ : There is positive relationship between board size and CSR disclosure	+	+ (not significant)	Not supported
H ₄ : There is negative relationship between managerial ownership and CSR disclosure	-	- (significant)	Supported

The results in Table 4 also indicate that the other three independent variables (board independence, CEO duality and board size) have the same direction as hypothesized, but are insignificant in their relationship with CSR disclosure. Thus H₁, H₂ and H₃ are not supported. The results are summarized in Table V.

The results in Table 4 indicate that board size and CEO duality do not have significant influence on CSR disclosure. This result is consistent with an earlier study by Said *et al.*, (2009) who reported that these variables have no significant relationship with the level of CSR disclosure. Similarly, the result indicates that board independence have positive impact on CSR disclosure but not significant. The result is not surprising as Said *et al.*, (2009) and Abdullah *et al.*, (2011) also find no significant association between board independence and the extent of CSR and the quality of CSR disclosure. Abdullah *et al.*, (2011) posit that this insignificant result is due to the fact that the board independence plays insignificant roles in the decision of CSR disclosure in Malaysia as these independent

directors are not effective in discharging their duties. This is supported by Abdullah (2004) in other related study, who claims that independent directors in Malaysia are not effective in protecting stakeholders' interest as they are chosen from those who are in the same circle as the firms' CEO.

With regard to control variables, firm's size is found to have significant relationship with CSR disclosure. This is consistent with local as well as overseas' studies, for example, Haniffa and Cooke (2005), Said *et al.*, (2009), Mohd Ghazali (2007), Smith *et al.*, (2007) and Hackstone and Milne (1996). Larger size companies are more likely to engage in social activities compared to small companies because they have resources to do so (Abdullah *et al.*, 2011), are more visible in the public eyes and are under greater pressure to exhibit their social responsibility (Mohd Ghazali, 2007). For company's sector classification, companies which are categorized under consumer sector appear to disclose more information relating to corporate social responsibility compared to those in other sectors. This result could be due to the increasing awareness of

consumer companies to disclose CSR information as it is believed that as they are widely consumed, they need to generate more social visibility (Branco and Rodrigues, 2008; Yao *et al.*, 2011).

5.0 CONCLUSION

The purpose of this study is to examine corporate governance characteristics and their influence on corporate social responsibility disclosure in Malaysian public listed companies. These characteristics include board independence, CEO duality, board size and managerial ownership. CSR disclosure index was used to measure disclosure pertaining to CSR activities undertaken by 200 sample companies listed on the main board of Bursa Malaysia.

The statistical results show that higher managerial ownership is significantly associated with lower level of CSR disclosure of sample companies. However, board size, board independence and CEO duality do not have any significant influence on CSR disclosure. This paper contributes to the literature in explaining the CSR disclosure in an emerging market. It also provides evidence that board characteristics are important factors to be considered by the companies in relation to their CSR disclosure.

This paper has its limitations. Firstly, this study uses one year data only, hence it cannot be generalised to other periods. Further study may include a few years of data and examine a longitudinal effect of these variables on CSR disclosure. Secondly, the use of companies' annual report may not give a complete picture of CSR disclosure practices as the companies may use other medium to disclose their CSR information. Future study should extend the scope of investigation on CSR disclosure by including standalone report, companies' website and business magazines

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