CHALLENGES OF IMPLEMENTING CORPORATE GOVERNANCE PRACTICES AT THE JUDICIAL SERVICE COMMISSION

BY

CHELANG'AT NANCY KOSKEI

A RESEARCH PROJECT SUBMITTED IN PARTIAL FULFILMENT OF THE REQUIREMENTS FOR THE AWARD OF DEGREE OF MASTERS OF BUSINESS ADMINISTRATION, FACULTY OF BUSINESS AND MANAGEMENT SCIENCES, UNIVERSITY OF NAIROBI

2022

DEDICATION

This research study is dedicated to my entire family and my able members of staff at *Chelang'at Koskei & Company Advocates* for their moral support throughout the entire study period of the MBA program research especially in doing research and data collection.

DECLARATION

I, the undersigned, declare that this study project is my original work and has not been presented for a degree in any other College or University for academic purposes.

Signature Date 17th November 2022

NAME: CHELANG'AT NANCY KOSKEI

REG.NO. D61/32018/2019

This study project has been submitted with my approval as University supervisor

Signature: Date: 18th November 2022

Mr. Alex Jaleha

Department of Business Administration

School of Business,

University of Nairobi

ACKNOWLEDGEMENT

I am grateful to God for all the provisions of the resources required to enable me complete successful the MBA program.

Most appreciation to my lecturers of The University of Nairobi, who worked tirelessly and generously sharing their knowledge on business administration and its components and shaping my skills through practice and critical thinking

Special thanks to all staff members and administration for their immediate and prompt assistance where need arose.

I further convey my special thanks to my family for moral support. Providing the most serene and peaceful environment to study thus aiding successful completion of this work.

Lastly, my heartfelt gratitude to my able supervisor Mr. Alex Jaleha for his diligence and determination in my work, for timely response, close supervision and having a keen eye to my study thus ensuring that this project is success.

DEDICATION

TABLE OF CONTENT

ABSTRACT

The global financial crisis of 2007 to 2010 where large companies collapsed in many countries, revealed challenges with implementing corporate governance practices and the apparent inability of boards to monitor and control company activities. However, these challenges are not new and for these reasons, corporate governance practices has been subjected to extensive scrutiny, controversy and debate. This study's main objective was to establish the CGPs that have been implemented at Kenya's JSC, to identify the challenges of implementing CGPs at Kenya's JSC and finally determine the mitigation measures that have been put in place to address the challenges of implementing CGPs at Kenya's JSC. The study's main theoretical anchorage was the Agency theory, and complimented by the Stakeholders and Legitimacy theories respectively. To address the research objectives, the study adopted a case study design and interviewed commissioners of the Judicial Service Commission. The study established that JSC was committed to making wealth declarations for Judicial officer's public, public disclosures of judiciary activities and operations, improvement on audit opinions issued by office of the Auditor General and transparency. The study also revealed the implementation of other corporate governance practices such as enhancing commission independence, impartiality and confidentiality. The study further revealed that the challenges facing JSC in implementing CGPs were mainly limited financial resources and political interference. The study recommends that to embed CGPs in the JSC, the entire leadership must make the governance objectives and the primary policy framework aside from administrative responsibilities as outlined in the new Constitution 2010 and the law. Current Governance and policy codes demands positive feedback from Judiciary which promotes efficiency in the Judiciary's operations, improved public trust, and improved rule of law and constitutionalism.

CHAPTER ONE: INTRODUCTION

1.1 Introduction

Effective implementation of corporate governance practices (CGPs) helps to bolster economic prosperity, mitigate social poverty, ultimately leading to better service delivery. Ng'eno (2009) affirms that when good CGPs are effectively implemented in organizations, it leads to the highest standards of responsibility and ethical conduct. Waiganjo (2015) adds that institutions that emphasize transparency and public participation in their activities will positively influence service delivery. When CGPs are fully implemented, it ensures a well-run institution that earns the confidence of stakeholders as it provides measures that helps to avert embezzlement of funds (CIPE, 2002). However, many organizations still face significant challenges when implementing good CGPs (Kuria, 2015). Rajagopalan & Zhang (2008) state that absence of incentives and ineffective external monitoring systems among others are significant challenges faced by organizations when implementing CGPs. Adeoye (2013) noted that the political class, societal and cultural influences, corruption, and macro-economic policies may hinder implementation of CGPs. Iswaissi & Falahati (2017) state that if not well dealt with, such challenges could endanger the successful implementation of good CGPs.

The theoretical foundation of this study was the Agency theory (Fama & Jensen, 1983), complimented by the Stakeholder (Freeman, 1984) and Legitimacy (Deegan 2004) theories respectively. Agency theory postulates that CGPs cannot be effectively implemented when incentives offered or monitoring systems are not adequate enough to restrain top executives from using their discretion to maximize their own benefits. The Stakeholder theory (Freeman, 1984) posits that organizations should strive to protect their key stakeholder's right to exist through the practice of CGPs. Legitimacy theory holds that since society has given organizations the permission to operate, they must be ultimately accountable to the society with its operations and what it does by implementing good CGPs since society provides the organization with the authority to own and use resources efficiently and effectively.

Kenya's Judicial Service Commission (JSC) is a product of (Article 171) of the new Constitution of Kenya. As a key element of GCPs, JSC with a membership of eleven commissioners is mandated to demonstrate independence and be accountable as they administer justice. The mandate is informed by the Mwongozo Code (2015) that advocates for adoption of principles of good CGPs in the management of government institutions. JSC has over the years sought to inculcate best practices in governance by ensuring transparency, accountability and integrity. According to the JSC strategic plan (2019 – 2023), the CGPs have been effectively implemented by strengthening feedback mechanisms, reporting and determining cases of corruption and malpractices. To further entrench the best CGPs, JSC has partnered with the Directorate of Criminal Investigations (DCI), Ethics and Anti-Corruption Commission (EACC) and the Commission on Administrative Justice (CAJ). Despite the internal interventions and external collaborations on CGPs, JSC has continued to face criticisms mainly from the political class, angered both by its independent exercise of its constitutional mandate and by its determination to be an effective institution through implementation of governance reforms (Judicial Service Commission, 2019). It is within this context that it's vital for a study to investigate and establish the challenges faced by JSC in implementing CGPs.

1.1.1 Concept of Corporate Governance

Corporate governance practices are used to monitor and safeguard all the interests of the various players in the market (Morin & Jarrel, 2001). Adams and Mehran (2003) define corporate governance as ways that stakeholders use to manage the functions of the board so as to protect their own interests. Corporate governance are systems and processes an organization uses to manage its affairs so as to maximize the welfare of as well as resolve conflict of interest among stakeholders (Clark, 2004). Corporate governance are the mechanisms that are used by companies to exercise oversight role (Aboagye & Otieku, 2010). Corporate governance is therefore defined as a system of management through which an organization is guided as well as monitored so as to strike a balance between its interests and the interests of investors, lenders, suppliers, clients, the environment and society. When Organizations are directed and controlled well, they are able to avert vulnerability to future distress (Bhagat & Black, 2002).

Becht et al., (2003) views corporate governance through the prism of accountability or an obligation towards an individual's actions and economic prudence which refers to non-wasteful use of resources. Corporate governance includes director independence where such directors are able to supervise company management as well as board independent committees for the shareholders wellbeing (Bhagat & Black, 2002). Another dimension of corporate governance is regular and transparent compensation review and disclosures (Stijn, 2006; Niculae, Liliana, Dragomir & Adrian, 2011). Auditor independence, transparency and accounting related issues are part of corporate governance mechanisms (Adams & Mehran, 2003). According to Badulescu (2008), the dimensions of corporate governance include trials of strength, illusions of control and gender diversity. While the corporate governance mechanisms are diverse, the frequently considered include board composition and board committees among others (Belloc, 2012).

1.1.2 Implementation of Corporate Governance Practices

While the definitions of CGPs vary considerably, generally they focus on development of guidelines that are used for the management and control of companies among others (Claessens, 2003). CGPs connotes the use of certain policy instruments for the sake of success in the competitive market and maximizing investor and other stakeholders value (Castellini & Agyemang, 2012). CGPs are the principles of governance which demands for respect for the rights of investors, shareholders and equitable measure of treatment of all stakeholders among others (Sanda, Mukaila & Garba, 2013). CGPs are the codes that govern the operations of the board through integrity, accountability, honesty, selflessness, openness and transformational leadership (Mburu, 2004). Generally CGPs is defined as a process where an organization is directed and controlled in a transparent, responsible, accountable, integrity and ethical ways. In this study, the commission is the equivalence of the board of directors that's popularly highlighted in the governance literature

Implementation of CGPs as advanced by Kogut (2012) include disclosure of published audited accounts in terms of sources of income, actual liabilities and potential conflicts among others. CGPS could be implemented through proper documentation of governance processes and procedures among others (Sanda et al., 2013). CGPs include putting in place a strong, qualified and diverse board of directors, defining board roles and responsibilities, emphasizing integrity and ethical dealings and meeting the sophisticated shareholders' expectations and demands (Mburu, 2004). CGPs comprise of alignment of strategies and goals and the development and maintenance of a competent and diverse board (Badulescu, 2008). Kemboi (2022) argues that implementing CGPs should focus on transparency and accountability, improving on audit opinions, board (commission) and individual (wealth declaration) disclosures. This study will adopt Kemboi's (2022) framework of transparency, refinement of audit opinions, commission disclosures, and making wealth declarations for all judicial officers.

1.1.3 Judicial Service Commission

An effective judicial system is the one that fosters economic growth due to the business environment being conductive and the law being adhered to. JSC is a Commission a product of Article 171 of the new Constitution of Kenya 2010. The JSC in Kenya has an important mandate of promoting as well as enhancing a well-functioning Judiciary devoid of corruption and other malpractices that are an impediment against realization of justice. In order to achieve fully its mandate JSC has been implementing best practices in the governance so as to enhance transparency, accountability and integrity. As per the JSC strategic plan (2019-2023), the governance practices have been realized by adoption of sound feedback mechanisms among others. JSC has partnered DCI and EACC and the Commission on Administrative Justice (CAJ) to help to enhance the adoption of the best practices in governance. JSC has implemented a framework for advancing better institutional governance practices focusing on transparency and accountability and improvement on audit opinions among others. However, despite the interventions, JSC has continued to face challenges especially from the executive and political class, due to its independent exercise of its constitutional mandate and by its determination to emerge as an effective institution of governance through reforms (Judicial Service Commission, 2019). It is within this context that it's vital to investigate and establish the challenge faced by JSC in rolling out of CGPs.

1.2 Research Problem

Implementation of corporate governance practices is vital in successfully managing organizations as it contributes to better outcomes and it also enhances the level of trust among stakeholders. A study by Farooq, Noor and Ali (2021) on CGPs and firm performance of small and large firms in Pakistan established that if CGPs are well implemented, they could positively influence financial performance. The study however focused on establishing a relationship between CGPs and performance in private businesses, thus raising conceptual and contextual gaps. On the hand, studies done on the implementation of CGPs have shown that such could be hindered through weak internal audits and ethical framework (Rezart, 2016; Elson, Berglund, Rapp, Bessler & Chew, 2017). A study by Ng'eno (2009) on the challenges of implementing CGPs in international NGOs in Kenya, showed that lack of communication and consultation with the key stakeholders and stringent donor demands were major challenges. A conceptual gap exists as planning and monitoring systems were not examined, in terms of how they affect implementation of CGPs. Kuria (2015) study on challenges of implementing CGPs at the National Council for Law Reporting, Kenya, identified the existing legal and policy environment as the major challenges. A study by Simiyu (2020) on CGPs and service delivery of county owned water organizations in western Kenya, established that poor planning and no supervision have affects implementation of CGPs. A conceptual gap exists as internal control systems, financial resources and organizational culture were not within the scope of the study which the current study sought to incorporate and determine their impact on implementation of CGPs.

The JSC has progressively rendered its functions in dynamic social, economic, political and legal structures, hence the need for adoption of new methods of service delivery. In order to realize transformation and governance, in 2012, JSC implemented the Judiciary Transformation Framework (JTF) structure. Towards this end, the framework identified Key Result Areas (KRAs) that include transformative leadership among others that helps to improve governance (Judiciary Strategic Plan 2019-2023). Consequently, JSC has continuously sought to inculcate the best practices in the governance by ensuring transparency, accountability and integrity. Despite implementing CGPs, governance challenges have continuously hampered the effectiveness and the quality of the operations of Kenya's Judicial Service Commission.

Prior global, regional and local empirical literature have been done in the thematic area of corporate governance practices. Umrani et al., (2015) study on challenges of implementing CGPs in Malaysian SMEs revealed lack of internal controls and poor risk management strategies as the main challenges. Chaudhary (2019) study on implementing CGPs in Indian Banks established a lack of transparency and shareholding structure as significant challenges. Okpara (2011) on the challenges of implementing and promoting CGPs in selected firms in Nigeria showed misuse of shareholders' privileges and lack of commitment and consistency by the boards of directors among others. Iswaissi and Falahati (2017) on the challenges of implementing CGPs in Libyan commercial banks (LCBs), revealed weak supervision, lack of training, internal controls, and knowledge and political instability as the main challenges. A contextual gap emerges in the cited studies above as they were done in different countries and their findings cannot be generalized to apply to this present study in Kenya. Sifile et al., (2020) study on the impact of CGPs on service delivery in rural local authorities in Zimbabwe, established that it was limited by policy, national and administrative factors. A conceptual gap emerges in the study as it sought to establish the relationship between CGPs and service delivery. To address the contextual and conceptual gaps, this present study sought to identify the challenges of implementing CGPs at Kenya's Judicial Service Commission.

Mwenda (2015) study on the challenges of implementing CGPs in Oriental Commercial Bank Limited, Kenya established that non-commitment of senior staff, lack of internal controls, change of strategy mid-stream, inadequate analysis of the planning progress and financial constraints affected the implementation of CGPs. Kuria (2015) on the challenges of implementing CGPs practices at Kenya's National Council for Law Reporting, identified legal and policy frameworks, poor communication channels and funding as the most critical. A contextual gap emerges in the two cited studies above as the present study focused on the JSC. A study by Kimari (2019) on the drivers of judicial reforms on service delivery in Kenya found out that policy framework, funding and stakeholder involvement among others affects how services are offered at the Commission. While the study focused on reforms and influence on service delivery in the JSC, thus emergence of a conceptual gap, this present study sought to identify the challenges of implementing CGPs. Oyugi & Omwenga (2021) on the role of CGPs on judicial system service delivery in Kenya concluded that citizen participation, equity and inclusiveness, accountability, transparency influenced service delivery. A conceptual gap emerges in the study as it sought to identify the relationship between CGPs. This present study sought to identify the challenges faced by JSC in implementing CGPs.

The studies cited above on the challenges of implementing CGPs are diverse and indeterminate due to conceptual, methodological and contextual limitations. Most studies operationalized CGPs differently, thus raising both conceptual and methodological gaps. Studies have also been done in different settings and their findings may not apply to Kenya's JSC, thus a contextual gap. To address these research gaps, the following research question emerged: What are the challenges of implementing CGPs at Kenya's Judicial Service Commission?

1.3 Objectives of the Study

i) To establish the CGPs implemented at Kenya's JSC

ii) Identify the challenges of implementing CGPs at Kenya's JSC.

iii) Determine the mitigation measures that have been put in place to address the challenges of implementing CGPs at Kenya's JSC.

1.4. Value of the Study

For researchers and academicians, findings will shade grim light on the importance of good CGPs in enhancing service delivery. The Agency theory as applied in this study will provide a theoretical framework of CGPs and integrate arguments from the Stakeholder and Stewardship theories, to get a more complete picture of the mechanisms of effectively implementing CGPs. The findings will aid academicians to identify the research gaps for future research on identifying challenges and effective implementation of CGPs.

The study findings will aid Kenya's JSC and management consultants to have a clear understanding of the challenges of implementing CGPs and ways to effectively deal with the challenges at TSC. For the consultants, the study findings will enable them to offer recommendations to JSC on how to develop and effectively implement CGPs and further recommend the mitigation measures to be put in place to enable JSC to execute its role and responsibilities.

Conclusions from this study will be a useful starting point of information to the top policy formulators at JSC and government. Since JSC plays an important role in ensuring the Judiciary is able to achieve its mandate as expected of them, the study will contribute to a policy framework on how JSC could improve their CGPs as a core component of its mandate. This study will also enable the JSC to formulate and implement better governance policies that will strengthen the commission against past failures and improve their future service delivery. The study findings will enable the government to formulate policies that will capacity build JSC's constitutional mandate to render its services effectively.

CHAPTER TWO: LITERATURE REVIEW

2.1 Introduction

The literature review of the study entails a justification of theories adopted and a review of the relevant empirical literature on the challenges of implementing CGPs and the mitigation measures put in place to address the challenges of implementing CGPs. The objective of this review was to identify the research gaps that this study sought to address. This chapter also covered a summary of research gaps.

2.2 Theoretical Foundation

The study adopted Agency theory and it was complimented by the Stakeholders and Legitimacy theories respectively since their main governance concern is the relationship existing between the institution boards and the stakeholders in such areas such as exchange transactions or joint participation in value creation.

2.2.1 Agency Theory

The Agency theory (Fama and Jensen, 1983) as the main theory of this study, postulates that an agency relationship is created when a party (the principal) gives another party (the agent) the opportunity to run an organization for or her. It focuses on agency relationship and the dilemma that both parties might disagree due to divergent views (Clarke, 2004). Specifically, in principal agent relationship it considers major problem of corporate governance perceived as a managerial practice that is self-interest in the relationship and agency problems are experienced when the agent fails to act or work as per what the owners want (Mallin, 2010).

The agency problem can be addressed amicably if an organization puts proper structures in place (Hayes & Abernathy, 1980). The theory focuses on how to solve the dilemma (Eisenhardt, 1989). The risk sharing problem can be encountered due to differences in risk preferences. Another problem relates to non-congruence in interests between the two parties (Dalton, Hitt, Certo, & Dalton, 2007). Empirical literature that exists on the subject matter fails to provide real solutions for the agency problem (Dalton et al., 2007). However, this theory is significant to this study as the ultimate owner of a parastatal is the citizen, the government just comes in to appoint the commission to offer oversight in the institutions. Thus, to avoid the agency problems and the attendant implementation challenges, the theory proffers that to create value to its citizens and achieve its mandate, the commission must effectively implement CGPs.

2.2.2 Stakeholder Theory

The theory as developed by Freeman (1984) and it stipulates that an organization is affected or affects many people. They are a prerequisite for corporate success and the stakeholders have a moral and legal rights and therefore issues raised by them should be taken into consideration (Blair, 1995). The theory opines that the success of organizations is determined by adding value to shareholders, lenders, customers, employees, suppliers, general public and the management (Coles, McWilliams & Sen, 2011).

The intent of the theory is for the top management to work towards fulfilling the needs of stakeholders. Miles (2012) points out that the top managers should as much as possible, satisfy stakeholders. The logic behind the theory is that by all stakeholders should be involved in the decisions made by an organization (Plaza-Ubeda, de Burgos-Jimenez, & Carmona-Moreno, 2010). The theory was applicable to this study as it calls for the participation of stakeholders to participate in the organizational activities (Freeman, 2004).

2.2.3 Legitimacy Theory

Legitimacy theory (Deegan et al., 2002) postulate that organizations should regularly conduct CGPs. Since an organization belongs to the community, it should adhere to societal norms. According to Ghozali and Chariri (2007), the basis of legitimacy theory is that organizations uses both economic and social resources and therefore there exist a social contract between an entity and stakeholders. Khan, Muttakin and Siddiqui (2013) argue that organizations should embrace CGPs to remain legitimate through exposure in financial statements. Thus, CGPs helps to reveal the disclosure levels.

To gain legitimacy in society, organizations should gain support from the stakeholders by regularly implementing CGPs that will not harm the society. Khan et al., (2013) state that organizations should continuously seek to be perceived as operating within the set ethical norms and standards in the society through adoption of CGPs that the public consider them legitimate. Thus, organization’s top executives should undertake activities that the stakeholders accept them (Lindblom, 1994). However, Legitimacy theory has been criticized for its abstract nature, hence making it very difficult to explain the mechanisms by which the organizations are motivated to voluntarily disclose information that could benefit the organization but harm the society. Despite the criticism, the theory is applicable to this study since the credibility of an organization depends on its legitimate implementation of CGPs that are aligned with the moral rules of the society stakeholders (Gunningham et al., 2004).

2.3 Challenges of Implementing CGPs

Lack of sufficient funds. Zalewska (2013), examined the challenges of corporate governance. The study considered twenty years after Cadbury and ten years after Sarbanes-Oxley. The study established that lack of sufficient funds affects implementation of CGPs. The scholar adopted the agency theory. It is argued that sufficient funds are needed for the corporate governance practices to be successfully implemented. The study adopted resource base theory. When organizations have sufficient funds, it becomes easy for them to successfully implement CGPs. Brennan and McCafferty (2019) researched on the challenges in implementing corporate governance practices in Irish companies. Findings revealed that lack of sufficient funds as the main challenge; however other challenges include lack of board independence and weak monitoring systems. The study was narrow in scope as mitigation measures put in place to address the challenges of implementing CGPs were not considered, which the current study sought to incorporate and therefore address the conceptual gap. The study also adopted the agency theory and it is argued that principals should allocate sufficient financial resources to agents. This helps them to successfully implement CGPs. Chaudhary (2019) examined issues and challenges in Corporate Governance in Banks in India. The study was conducted in both private and public banks in five different states of India. Findings revealed that inadequate financial resources does not affect implementation of CGPs alone, other factors include no supervision and poor organizational culture. The study adopted resource-based theory. When financial resources are sufficient, it helps in effective execution of CGPs.

Low morale attributed to delay in payment of dues affects implementation of CGPs. Dzigba (2018), studied on corporate governance practice among Small and Medium Scale Enterprises (SMEs) in Ghana. An objective in the study sought to determine the challenges that affect implementation of CGPs among Small and Medium Scale Enterprises (SMEs) in

Ghana. The study established that low morale affects implementation of CGPs. A contextual gap exists as the current study area is Judicial Service Commission while the study was on SMEs. The study adopted agency theory. It is argued that with low morale, quality, timely and effective implementation of CGPs is affected. Claessens and Fan (2017) conducted a survey on corporate governance in Asia. Challenges faced during implementation of CGPs include low morale attributed to low pay and delay in salary payment. It also includes; lack of adequate man-power, skills and non-payment of salary. A contextual gap exists as the study was conducted in a different geographical study setting. The study adopted resource dependence theory. Firms that work towards employee motivation, improves employee morale which in-turn enhances successful implementation of CGPs. Afolabi (2013) researched on the key challenges in the corporate governance of Firms from Sub-Saharan African Anglophone (SSAA) Countries. Data was collected using interview guide and the study established that low morale due to delay in payment of salary does not hinder effective implementation of corporate governance practices alone but with proper management of funds it is easy to successfully implement CGPs. However, the cited studies above were conducted in different settings, thus emergence of a contextual gap. A conceptual gap emerges as the studies only addressed the implementation challenges without incorporating the mitigation measures to the challenges of implementing CGPs. The study adopted agency theory. High morale is a pre-requisite for successful implementation of CGPs.

Non-adherence to policies in place affects implementation of CGPs. Claessens and Fan (2017) carried out a survey of corporate governance in Asia. It was established that non-adherence to policies affects implementation of CGPs. A contextual gap exists as the study was conducted in a different geographical study setting. Agency theory was adopted. Agents should ensure policies are adhered to. This will enhance successful implementation of CGPs. Claessens and Fan (2017) conducted a survey of corporate governance in Asia. The study established that non-adherence to policies does not affect implementation of CGPs alone but factors such as availability of adequate funds should be considered. The study adopted agency theory and it has emerged that when policies are implemented fully it contributes to successful implementation of CGPs. Mwenda (2015), examined the challenges of the implementation of corporate governance practices by the Oriental

Commercial Bank Limited, Kenya. The study established that non-adherence to policies does not affect implementation of CGPs alone but having employees with the right skills and supervision will help to enhance successful implementation of CGPs. A contextual gap exists as the study had not been conducted at JSC which was the focus of the current study. Agency theory was adopted and it is argued that when policies are implemented fully it enhances successful implementation of CGPs. Dzigba (2018), studied on corporate governance practices in Small and Medium Scale enterprises (SMEs) in Ghana. An objective in the study sought to determine the challenges that affect implementation of CGPs among Small and Medium Scale Enterprises (SMEs) in Ghana. The study established that it is not only the non-adherence to policies that affect successful implementation of CGPs but employee morale, financial resources and strong monitoring systems should exist as well. Agency theory was adopted. Organizations that a culture that ensures policies are followed to the later, records successful implementation of CGPs.

Weak monitoring systems as a challenge as observed by Adeyemi (2020), on corporate governance practices in Nigeria. The study was delimited to challenges and recommendations. The challenges that affect implementation of CGPs include weak monitoring systems. A methodological gap exists as justification for the choice of data instrument was not provided. The current study provided justification for the data instrument adopted. The study adopted stewardship theory of management and when monitoring systems are strong, organizations record successful implementation of CGPs. Ng'eno (2019), studied on corporate governance practices and challenges of International NGOs in Kenya. The study established that the challenges facing implementation of CGPs include weak monitoring mechanisms, poor planning and poor leadership. The scholar argued that it is not weak monitoring systems only that affect effective implementation of CGPs. Other factors include poor planning among others. The study adopted agency theory and it is argued that the management should put in place strong monitoring systems to enhance successful implementation of CGPs. Zalewska (2013), examined the challenges of corporate governance. The study considered twenty years after Cadbury and ten years after Sarbanes-Oxley. The study established that weak monitoring systems does not affect implementation of CGPs alone. Factors such as availability of adequate resources, organizational culture and composition of boards should be considered. The study used agency theory and it is argued that organizations should ensure organizations should seal loopholes in monitoring systems. This will help to strengthen monitoring systems and hence successful implementation of CGPs.

Weak internal control systems. Gitonga (2017), researched on challenges facing implementation of CGPs among listed corporations in Kenya. The study established that; lack of financial transparency, poor planning, non-adherence to internal audit standards and weak internal control systems affect implementation of CGPs. A contextual gap exists as the study was not conducted at JSC but among listed corporations in Kenya. Agency theory was adopted. The internal control systems should be strong for there to be successful implementation of CGPs. Mwasi and Nyasaka (2020), examined corporate governance practices in Micro-Finance Institutions in Nairobi, Kenya. Challenges faced in the implementation of corporate governance practices was an objective in the study. The study established that it is not weak internal control systems that affects implementation of CGPs but also lack of independence within the board, poor planning, political interference at board level, insufficient monitoring regimes by shareholders, lack of commitment and leadership, incompetent audit committee affected implementation of CGPs. The study adopted stakeholder theory and agency theory. Organizations should plan well, enhance board independence and put in place strong internal control systems. Adeyemi (2020), studied on corporate governance practices in Nigeria. The study was delimited to challenges and recommendations. The challenges that affect implementation of CGPs identified were; regulatory laxity, weak internal control system, corruption, political instability and incomplete disclosures. The study adopted stewardship theory and agency theory. Corruption, political instability and weak internal control system should be avoided for there to be successful implementation of CGPs.

Poor planning. Mwasi and Nyasaka (2020), examined corporate governance practices in Micro-Finance Institutions in Nairobi, Kenya. Challenges faced in the implementation of corporate governance practices was an objective in the study. The study established that lack of independence within the board, poor planning, political interference at board level, insufficient monitoring regimes by shareholders, lack of commitment and leadership, incompetent audit committee affected implementation of CGPs. The study adopted stakeholder theory. Proper planning is a prerequisite for successful implementation of CGPs. Dzigba (2018), studied on corporate governance practice among Small and Medium Scale Enterprises (SMEs) in Ghana. An objective in the study sought to determine the challenges that affect implementation of CGPs among Small and Medium Scale Enterprises (SMEs) in Ghana. The study established that poor planning does not affect implementation of CGPs alone, but lack of board committees and lack of sufficient funds affected implementation of CGPs as well. Agency theory and stakeholder theory were adopted. All stakeholders should be considered during planning phase because it enhances successful implementation of CGPs. Brennan and McCafferty (2019) researched on the challenges of implementing corporate governance practices in in Irish companies. Findings revealed that the poor planning does not affect implementation of CGPs alone but weakness of supervision, lack of training, knowledge as well as political instability affect implementation of CGPs. The study adopted agency theory where emphasis was put on agents being able to plan and incorporate other stakeholders during the planning phase. With proper planning, a clear roadmap is put in place which helps to enhance successful implementation of CGPs.

2.4 Mitigation Measures put in Place to Address Challenges of Implementing CGPs

Iswaissi and Falahati (2017) researched on the measures to address the challenges to corporate governance practices in Libyan Commercial Banks. The study established that the mitigation measures include improvement of corporate legislation so as to ensure a balance of interests of all participants in corporate relations. A contextual knowledge gap exists as the mitigation measures provided did not relate to Judicial Service Commission. This study sought to address this knowledge gap. Goel (2018) examined the measures adopted to resolve the challenges faced when implementing corporate governance practices among SMEs in India. The study established that firms had setup board committees, policies and rules have been sent and other firms have put in place good supervisory mechanisms. A contextual gap exists as the study was not done at JSC.

Umrani, Johl and Ibrahim (2015) examined corporate governance exercised by SMEs in Malaysia. The study established the SMEs have documented the corporate governance code which helps them to implement CGPs. A contextual gap exists as the study was done in a different geographical setting. Duncan (2020) researched on limitations of implementing corporate governance in the Banking Sector within the English-speaking Caribbean. The study was a comparative study of Belize, Jamaica and the United Kingdom. The study established that good regulatory framework, enforcing ethical code of conduct, establishment of efficient board committees and monitoring reviews helps to mitigate on the challenges faced during implementation of CGPs. The study was not done at JSC and hence a contextual gap exists that this current study sought to address.

Ekwueme and Akhalumeh (2016) studied on the measures to address the challenges faced when implementing corporate governance practices in Nigeria. The study established that measures firms have adopted to address the challenges faced when implementing CGPs include; filing wrong returns and hiding information about the current financial status of the banks to examiners. A contextual gap exists their study was not done at Judicial Service Commission. Ayandele and Isichei (2019), examined corporate governance practices and challenges in Nigeria. The study established that enforcement of corporate governance legislation helps to enhance implementation of CGPs. The study had not provided justification for the research instruments adopted in the study which the current study provided. Bassey (2017), studied on corporate governance implementation in the Banking Industry in Malawi. The study established that good remuneration of staffs involved in implementation of CGPs, proper supervision mechanisms, establishment of effective board committees helps to enhance implementation of CGPs. A contextual gap exists as the study was not done at JSC.

Kuria (2015) studied on ways firms can overcome the challenges associated with implementation of corporate governance practices in the public sector. The research was conducted at the National Council for Law Reporting (KENYA LAW). Findings revealed that the challenges associated with implementation of corporate governance practices can be resolved using improvement of the existing legal and policy environment, communication channels and sufficient funding. A contextual gap exists as the study was not done at JSC. Wainaina (2017) examined corporate governance practices implemented in Kenya Commercial Bank Limited. The study had an objective on measures adopted to address challenges facing implementation of CGPs. The study established that monitoring reviews, having experienced employees or committal employees, sufficient funds and support from the management helps to improve implementation of CGPs. A methodical gap exists as justification for data analysis procedure was not provided which the current study sought to address.

2.5 Summary of Knowledge Gaps

Brennan and McCafferty (2019) researched on the challenges of implementation of corporate governance practices in in Irish companies. A conceptual gap exists as mitigation measures put in place to address the challenges of implementing CGPs was not within the scope. Where the current study sought to incorporate and therefore address the conceptual gap. Afolabi (2013) researched on the key challenges of the corporate governance of Firms from SSAA Countries. A conceptual gap exists as mitigation measures put in place to address the challenges of implementing CGPs was not within the scope of the study which the current study sought to incorporate and therefore enlarge the existing body of knowledge on the subject matter. Ekwueme and Akhalumeh (2016) studied on the measures to address the challenges faced when implementing corporate governance practices in Nigeria. A contextual gap exists their study was not done at the Judicial Service Commission. Ng'eno (2009) researched on the corporate governance practices and challenges of International NGOS in Kenya. A contextual gap exists as the study was done not done at JSC. Kuria (2015) studied on ways firms can overcome the challenges associated with implementation of corporate governance practices in the public sector. The study that was conducted at KENYA LAW. A contextual gap exists as the current study was done at JSC.

CHAPTER THREE: RESEARCH METHODOLOGY

3.1 Introduction

The chapter covers the research design, data collection methods and data analysis techniques.

3.2 Research design

The research design was a case study. According to Gupta and Gupta (2022), a case study is a thorough analysis of an event, a person, place, group or phenomenon under consideration. A Case study design allows the researcher gather more information about a phenomenon (Rinjit 2020). This design helps the researcher understand behavioral conditions. Thus, this design help to make plain the steps and results of what is investigated through comprehensive examination of what is being examined (Tellis, 1997). Thus, a case study was adopted to determine in depth the challenges of implementing corporate governance practices at the Judicial Service Commission in Kenya. The advantage of a case study is that it gives the researcher the opportunity to delimit a broad research area to a specific one that is easily researchable (Rinjit, 2020).

Studies that have successfully adopted a case design include Mwenda (2015) on the challenges of the implementation of corporate governance strategy by the Oriental Commercial Bank Limited, Kenya and Kuria (2015) on application of corporate governance in the public sector. The study was conducted at The National Council for Law Reporting.

3.3 Data collection

The study employed both primary data and secondary data. Primary data was collected using an interview guide. The interview guide comprised of four sections; section A: demographics, section B: corporate governance practices, section C: challenges of implementing CGPs and section D: mitigation measures. Interviewees were; head of finance & administration, head of strategic and oversight and head of department of legal and investigation. The study also used secondary data which was drawn from JSC strategic plan. This secondary data was used to validate the primary data.

3.4 Data analysis

The data was analyzed using qualitative content analysis. According to Kumar (2018), content analysis should be adopted for the analysis of qualitative data collected by interview guides etc. Content analysis refers to the systematic qualitative description of the composition of the objectives of the study (Gupta & Gupta, 2022). The advantages of content analysis include; it directly examines communication using text, allows for both qualitative and quantitative analysis, it allows a closeness to data and it provides a coded form of the text can be statistically analyzed.

According to Zhang & Wildemuth (2000), qualitative content analysis involves extracting objective content from texts to examine meanings, themes and patterns that may be manifest or latent in a particular text. Thus it allows researchers to understand social reality in a subjective but scientific manner. This type of analysis is useful when analyzing large amounts of verbal data collected through interviews and provides possibilities for quantification of categories (Schreier, 2012). Various scholars have successfully used content analysis to come up with significant findings (Kuria 2015; Asimwe, Basheka & Ayebale 2015).

CHAPTER FOUR: DATA ANALYSIS, FINDINGS AND DISCUSSION

4.1 Introduction

This chapter covered the data analysis, findings and discussion on the challenges of implementing corporate governance practices at the Judicial Service Commission. The objectives of my study is to establish the CGPs that have been implemented at Kenya's JSC, identify the challenges of implementing CGPs at Kenya's JSC and determine the mitigation measures that have been put in place to address the challenges of implementing CGPs at Kenya's JSC. The interview guide was used to interview the head of finance & administration, head of strategic and oversight and head of department of legal and investigation. All the interviewees have worked in their respective departments for a period of not less than five years. This period was long enough for the interviewees to be knowledgeable enough to provide information on the challenges in implementing corporate governance practices in Judicial Service Commission.

4.2 Implementation of Corporate Governance Practices

Kenya's Judicial Service Commission (JSC) has implemented a number of corporate governance practices that has helped it to achieve its mandate of promoting as well as upholding the freedom in decision making and accountability of the judiciary. Promoting efficiency, effectiveness and transparency in administration of justice. According to one interviewee;

> "The commitment to make wealth declarations for the judicial officer's public mandatory has helped to enhance the efficient, effective, and transparent administration of justice. This is also in tandem with the JSC strategic plan" (Head of Legal and Administration)

> "The adoption of JSC disclosures helps to enhance efficient, effective, and transparent administration of justice."(Finance Director)

The improvement on audit opinions has enabled JSC to enhance prudent management of its financial resources and efficiency.

> "The Judiciary has committed itself in ensuring that it receives a qualified audit opinion for all the funds that the entities receive either exchequer funds or donor resources" (Head of Finance).

The findings are also in-tandem with the JSC strategic plan (2019-2013)

Transparency practices relating to data management in register, asset inventory, judiciary reports and the Judicial Service Commission reports on the e-filling system, and budget transparency.

> “Committing to transparency helps JSC, improve the efficiency in the operations of the judiciary, improve public trust, and it helps JSC comply with the Constitution of Kenya on principles relating to transparency, openness and the rule of law.” (Head of Legal and Administration)

The findings are in agreement with the JSC strategic plan (2019-2013) that transparency has been adopted where JSC makes public documents for their easy access.

> ‘Whatever is made public include; issues and actions of the Judicial officer as well as constitutional organs. This helps to enhance openness which is a recipe for delivery of justice”. The (Head of Legal and Administration)

Thus, when openness is enhanced at JSC, judicial operations become efficient, improvement in public trust and last and most importantly, it facilitates compliance with the constitution of Kenya on the principles of transparency, openness and the rule of law. JSC makes public information on how judicial officers proceed on leave. This has helped the public to scrutinize whether labour is utilized efficiently”.

> “CGPs have been adopted; board independence practices, impartiality practices and confidentiality practices. Findings resemble findings in the JSC strategic plan (2022-2027) which is a revised code of conduct and ethics which addresses further the following CGPs; lack of impartiality, conflict of interest and issues of integrity.” (Head of strategic and oversight)

4.3 Challenges of Implementing CGPs

Judicial Service Commission faces a number of challenges when implementing CGPs. The study sought to determine the challenges associated the implementation of CGPs; on transparency, the results revealed the following challenges;

Funding constraints is marked as a major challenge in implementing CGPs

> "Inadequate resources has severely affected implementation of CGPs". (Head of finance & administration)

Low morale attributed to delay in payment of dues affected the morale among employees affects implementation of CGPs.

> "The staffs who are demoralized due to delay in payment of dues always do not implement CGPs as required due to strikes and go slow. The scholar therefore concluded that low morale due to delay in payment of dues affects implementation of CGPs. Non-adherence to policies in place affected implementation of leave register, asset register, preparation of downtime reports of the e-filing system as well as report of the JSC's and Judiciary's annual activities.'' (Head of legal and investigation)

Weak monitoring systems affected the implementation of CGPs. The study established that that weak internal control systems affected the implementation of CGPs. The findings were aligned with study findings by Mwasi and Nyasaka (2020) on CGPs in Micro-Finance Institutions in Nairobi which established that weak internal control systems affected implementation of CGPs. The study findings by Adeyemi (2020) on corporate governance practices in Nigeria established that weak internal control systems affect implementation of CGPs.

Poor planning was revealed by the interviewees as a factor the affected effective implementation of CGPs. This was in agreement with the study by Dzigba (2018) on CGPs among Small and Medium Scale Enterprises (SMEs) in Ghana which also revealed that poor planning affected implementation of CGPs. The findings were also in agreement with that of Brennan and McCafferty (2019) who conducted a study on the challenges of implementing corporate governance practices in Irish companies and established that poor planning affected implementation of CGPs.

4.4 Mitigation Measures

The study sought to determine mitigation measures that JSC has put in place to mitigate on the challenges facing implementation of CGPs. The study established that JSC has adopted several measures so as to mitigate the challenges faced during implementation of CGPs at the Commission.

The interviewees revealed that through lobbying, JSC was able to get more funding from the government and this helped to improve planning and effective implementation of CGPs. The study findings agreed with the findings of Umrani, et al. (2015) who studied on corporate governance practices and problems faced by SMEs in Malaysia. The scholars found that availability of sufficient funds enhances implementation of CGPs. According to one interviewee

> "Proper planning helps in publishing and publicizing JSC activities on time and JSC's mandates and agendas even during emergency meetings." (Head of finance & administration)

The findings are similar to that of Duncan (2020) that proper planning improves implementation of CGPs. The study by Bassey (2017) on corporate governance implementation in the Banking Industry in Malawi establishing proper planning thus helps to improve implementation of CGPs.

The interviewees stated that all JSC commissioners could now be able to vote either in person or through a proxy, and equal weights have been allocated to each vote whether cast in person or in absentia. According to one interviewee,

> "The principles of corporate governance recommends that voting by proxy be generally adopted. JSC has been in the forefront in promoting the intensive use of information technology in voting, through procuring of secure electronic equipment. (Head of finance and administration)

Interviewees also revealed that staffs being paid their dues on time has boosted their work morale and therefore improved implementation of CGPs. The study by Ayandele and Isichei (2019) also revealed that payment of staff dues on time boosted their morale which enhances implementation of CGPs.

> "Adherence to policies enhances implementation of CGPs guarantees compliance with laws and regulations thus result to providing guidance for decision-making, and streamline internal processes." (Department of legal and investigation)

The findings agree with those of Umrani et al. (2015) that Umrani et al. (2015) that adherence to policies enhances implementation of CGPs. A study by Duncan (2020) on challenges of implementing corporate governance in the banking Sector within the English-speaking Caribbean also established that adherence to policies enhances implementation of CGPs.

> “Strengthening monitoring systems enhances implementation of CGPs where international agencies will take the opportunity to develop simple tools for governance analysis that can be shared across and between agencies and organizations.’’ (Head of strategic and oversight)

The findings resemble that of Ekwueme and Akhalumeh (2016) that strengthening monitoring systems enhances implementation of CGPs. The study is in agreement with that of Goel (2018) who examined the measures adopted to resolve the challenges faced when implementing corporate governance practices among SMEs in India. The study established that strengthening monitoring systems enhances implementation of CGPs.

> “A good organizational culture helps to enhance performance evaluation.” (Head of strategic and oversight)

Ayandele and Isichei (2019) also emphasized that a good organizational culture helps to improve implementation of CGPs. The findings resemble that of Kuria (2015) who researched on ways firms can overcome the challenges associated with implementation of corporate governance practices in the public sector. The study established that a good organizational culture helps to enhance implementation of CGPs.

> “Possession of the right skills needed for performance of quality risk evaluation Promote Integrity and Ethical and Responsible Behaviour through compliance with laws, regulations, and adoption of ethical whistle-blowing programme this helps to improve implementation of CGPs”.(department of legal and investigation)

Duncan (2020) also found that employees with the right skills helps improve implementation of CGPs. The study by Wainaina (2017) on corporate governance practices adopted by Kenya Commercial Bank Limited revealed that when employees possess the right skills that are needed for performance of quality risk evaluation, it helps to improve implementation of CGPs.

4.4 Discussion

The chapter presents data analysis, results and discussion with regards to the objective and study findings in relation to what other scholars/studies as stipulated in our literature review. To determine the challenges of implementing corporate governance practices at the Judicial Service Commission. In order to achieve this objective, the study had developed the following objectives to; establish the CGPs that have been implemented at Kenya's JSC, identify the challenges of implementing CGPs at Kenya's JSC and determine the mitigation measures that have been put in place to address the challenges of implementing CGPs at Kenya's JSC. The CGPs comprised of; transparency, improvement of audit opinions issued by the office of the auditor general, judicial service disclosures and commitment to make wealth declarations for Judicial officer's public. Other CGPs include; board independence, impartiality and confidentiality practices.

This study agrees with Zalewska (2013) lack of sufficient funds, is evident challenge of implementation of CGPs include; lack of sufficient funds, low morale attributed to delay in payment of dues. Mwenda (2015) study on the challenges of implementing CGPs in Oriental Commercial Bank Limited, Kenya established that non-commitment of senior staff, lack of internal controls, change of strategy mid-stream, inadequate analysis of the planning progress and financial constraints are similar to the finding of this study thus affects the implementation of CGPs. The non-adherence to policies in place affected implementation of leave register, asset register, preparation of downtime reports of the e-filing system as well as report of the JSC's and Judiciary's annual activities, weak monitoring systems, weak internal control systems and poor planning. Mitigation measures included; availability of sufficient funds, proper planning helps in publishing on time, JSC's meeting agendas in case of emergency meetings, staffs being paid their dues on time and boosts their work morale, adherence to policies enhances implementation of CGPs, putting in place appropriate management structures, strengthening monitoring systems enhances implementation of CGPs, a good organizational culture helps to enhance performance evaluation, possession of the right skills needed for performance of quality risk evaluation helps to improve implementation of CGPs. Mwasi and Nyasaka (2020), examined corporate governance practices in Micro-Finance Institutions in Nairobi and just like in the JSC, proper planning helps in publishing on time, JSC's meeting agendas in case of emergency meetings thus mitigate challenges of implementation of corporate Governance practices .

The discussion revealed that adoption of JSC disclosures helps to enhance efficient, effective, and transparent administration of justice. It also revealed that inadequate resources, low morale attributed to delay in payment of dues and non-adherence to policies affects implementation of CGPs. Claessens and Fan (2017) conducted a survey of corporate governance in Asia he reported that challenges faced during implementation of CGPs include low morale attributed to low pay and delay in salary payment. The discussion is in agreement with findings from other studies on the subject matter. Discussion also revealed that allocation of more financial resources, staffs being paid their dues on time boosts employees' morale and adherence to policies set improves implementation of CGPs.

Iswaissi and Falahati (2017) researched on the measures to address the challenges to corporate governance practices in Libyan Commercial Banks. The study established that the mitigation measures include improvement of corporate legislation. The findings from our study agrees with the study as mentioned by the (head of legal department in JSC) "Adherence to policies enhances implementation of CGPs". Therefore ,it's evident that the findings of the study agrees with the researcher.

CHAPTER FIVE: SUMMARY CONCLUSION AND RECOMMENDATION

5.1 Introduction

This chapter covered the overall summary, conclusion and recommendations as per the research findings. It majorly covered key findings from the study objectives, limitations and areas of further research of the study.

5.2 Summary

The study revealed that the JSC had implemented the following CGPs practices to commitment to publish wealth declarations of judicial officer's in public, Judicial Service Commission disclosures and improvement of auditor's opinions from the office of the Auditor General. Other CGPs included enhancing board independence, impartiality and confidentiality. As a result of the above findings, from data that was analyzed using qualitative content analysis the results obtained from the interviews are significant and reflects the true position as it is at Kenya's Judicial Service Commission revealing the challenges being faced in implementation of CGPs.

On challenges of implementation of CGPs, the study established that lack of sufficient funds, low morale attributed to delay in payment of dues, non-adherence to policies in place affected implementation of leave register, asset register, and preparation of downtime reports of the e-filing system. The study findings also revealed lack of reporting of Judiciary's annual activities, weak monitoring systems, weak internal control systems and poor planning affected the implementation of CGPs. On mitigation measures, the study established that; availability of sufficient funds, proper planning helps in publishing on time, JSC's meeting agendas in case of emergency meetings, staffs being paid their dues on time and boosts their work morale, adherence to policies enhances implementation of CGPs, putting in place appropriate management structures, strengthening monitoring systems enhances implementation of CGPs, a good organizational culture helps to enhance performance evaluation, possession of the right skills needed for performance of quality risk evaluation helps to improve implementation of CGPs.

5.3 Conclusion

The study concludes that commitment to make public wealth declarations for Judicial officer's and Judicial Service Commission disclosures helps JSC to achieve its mandate to promote and facilitate independence and accountability of the Judiciary and the efficient, effective and transparent administration of justice. As revealed from the study, improvement on audit opinions issued by office of the audit general, transparency, board independence, impartiality and confidentiality help JSC achieve its core mandate as elucidated above.

From the study we have seen that budget size is critical in determining the success of implementation of CGPs in Kenya .The study concludes that lack of sufficient funds, low morale attributed to delay in payment of dues, non-adherence to policies in place affected implementation of leave register, asset register, preparation of downtime reports of the e-filing system as well as report on the JSC's and Judiciary's annual activities, weak monitoring systems, weak internal control systems and poor planning affect implementation of CGPs. Therefore, it is critical component to realize in Successful implementation of CGPs concludes that availability of sufficient funds, proper planning, and staffs being paid their dues on time boosts their work morale and adherence to policies enhances implementation of CGPs.

The study also concludes that putting in place appropriate management structures and strengthening monitoring systems enhances implementation of CGPs. A good organizational culture helps to enhance performance evaluation and possession of the right skills helps to improve implementation of CGPs. Therefore, key aspect to consider while implementing CGPs to enhance successful implementation of CGPs.

5.4 Recommendation for Practice and Policy

The study recommends that JSC should continue to provide information on how judicial officers proceed on leave by preparing the leave register and making the information public. The Judiciary and the JSC should continue to make the asset register public by making this register publicly available. The State of the Judiciary Annual Reports (SOJAR) should be published on Judiciary's website for ease of referencing. The Judiciary should commit to provision of prompt updates on the times the e-filling system has faced problems. This is because downtime reports help to inform policy decisions on what needs to be improved on the e-filling system. The Judiciary must continue to provide budget documents that are highly disaggregated on an easily accessible website. On JSC's meeting agendas', the JSC to publish what is intended to be discussed in the meeting for at least 7 days in advance. In the case of emergency meetings, JSC to publish the agenda as soon as the details of the emergency meeting have been finalized.

On disclosure of JSC's deliberations, the JSC should provide readouts or summarized versions of the deliberations. JSC should also subject itself to rigorous evaluations whose findings and recommendations should be made public. The study affirms the Agency theory that CGPs cannot be effectively implemented when incentives offered or monitoring systems are not adequate enough to restrain top executives from using their discretion to maximize their own benefits. This study agrees to the argument of stakeholder theory; that organizations should strive to protect their key stakeholder's right to exist through the practice of CGPs. This study provides an understanding of the theories in a different dimension.

Implementation of CGPs is a blue print for JSC to achieve its mandate on promoting and facilitating independence and accountability of the Judiciary and the efficient, effective and transparent administration of justice. However, its implementation normally faces challenges that act as an impediment against JSC realizing its core mandate as elucidated above. From the study, therefore, JSC should partner with other stakeholders to ensure successful implementation of CGPs.

5.5 Limitations of the Study

The study utilized an interview model for data collection and yet there are other research instruments such as the use of structured questionnaires. This affected the quantity of data that was collected within a specified period of time due to interviewee bias. Despite the limitation, the researcher was able to design the interview in such a manner that it facilitated collection of comprehensive data on the subject matter. A contextual limitation of the study is that it focused on JSC and this limited the study findings since they cannot be generalized to apply to other non - legal institutions. The study was limited in scope as it focused on the challenges of implementing CGPs and failed to link how the challenges affected service delivery in JSC.

5.6 Suggestions of Further Research

This study suggests that further research needs to be done on challenges of implementing corporate governance practices in other commissions that operate under different study settings such as the National Land Commission, Independent Electoral and Boundaries Commission. This will help to enrich and address practical and theoretical knowledge on challenges of implementing corporate governance practices. This is because every organization has got its own unique challenges associated with implementation of CGPs. This study suggests that a research on the influence of the CGPs on service delivery in JSC to be conducted in order to establish whic CGPs are critical.

REFERENCES

Adams, R., & Mehran, H. (2003). *Is corporate governance different in Bank Holding Companies*? Working Paper, Federal Reserve Bank of New York, p124.

Adeyemi, A. (2020). Corporate governance practices in Nigeria. Challenges and recommendations. *Journal of Management Sciences, 5*(2), 875-881.

Afande, F.O. (2015). Adoption of corporate governance practices and financial performance of Small and Medium Enterprises in Kenya. *Research Journal of Finance and Accounting*, *6*(5), 750-757.

Ayandele, I. A, & Isichei, E.M. (2019). Corporate Governance practices and challenges in Nigeria. *European Journal of Business and Management, 5*(4), 55-64.

Afolabi, A. A. (2015). Examining corporate governance practices in Nigerian and South African firms. *European Journal of Accounting Auditing and Finance Research*, *3*(1), 1-20.

Afolabi, A.A. (2013). *The Key Challenges of the Corporate Governance of Firms: Empirical Evidence from Sub-Saharan African Anglophone (SSAA) Countries*. Unpublished master's thesis, Brunel University.

Agyemang, O. S., Aboagye, E., & Ahali, A. Y. O. (2013). Prospects and challenges of corporate governance in Ghana. *International Journal of Scientific and Research Publications, 3*(5), 1-8.

Akinyi, O.R. (2014). *Justiciability of Justice: The role of judicial service commission in Kenya in the decisional independence of Judicial Officers*. Unpublished master's thesis. University Of Nairobi.

Asiimwe, F., Number, R., Basheka, B. C., & Ayebale, D. (2015). *Corporate governance practices and performance of Kampala capital city authority (Uganda) and city of Kigali (Rwanda): A correlational comparative study*. Unpublished master's thesis, Mbarara University of Science and Technology.

Badulescu, A. (2008). Corporate governance in Romania (II-Considerations on Romania's Compliance on OECD Principles on Corporate Governance). *Annals of Faculty of Economics 2*(1), 571-575.

Bassey, D. N. (2018). Corporate governance practices implementation challenges in the Nigerian Banking Industry. *Journal of Management, 7*(1), 31-370.

Bassey, D.N. (2017). Corporate governance implementation in the Banking Industry in Malawi. *International Journal of Business Management, 2*(1), 117-123.

Bauer, R., Guenster, N., & Otten, R. (2014). Empirical evidence on corporate governance in Europe: the effect on stocks returns, firm value and performance. *Journal of Asset Management*, *5*(2), 91-104.

Bhagat, S., & Black, B. (2002). The non-correlation between board independence and long-term firm performance. *Journal of Corporation Law, 27*(1), 231-274.

Blair, M. (1995). *Ownership and control*: Rethinking corporate governance for the 21st Century. Washington, DC: Brookings Institution.

Becht, M., Bolton, P., & Ailsa, R. (2003). Corporate governance and control. *Handbook of the Economics of Finance, 1*(1), 1-109.

Belloc, F. (2012). Corporate governance and innovation: A survey. *Journal of Economic Surveys, 26*(1), 835-864.

Brennan, N. M., & McCafferty, J. (2017). Brennan, N. M., & McCafferty, J. (2019). Challenges of implementing corporate governance practices in in Irish companies. *IBAR– Irish Business and Administrative Research*, *18*, 116-135.

Bove, V., & Elia, L. (2017). *The judicial system and economic development across EU Member States, EUR 28440 EN*. Luxembourg: Publications Office of the European Union.

Burton, B., Wanyama, S., & Helliar, C. (2009). Framework underpinning corporate governance: Evidence on Uganda Perceptions. *Journal of Corporate Governance: An International Review, 17*(1), 153-160.

Chaudhury, S.K. (2019). Issues and challenges of implementation of corporate governance practices in banks in India. *Jharkhand Journal of Development and Management Studies, 17*(1), 8001-8021.

Chaudhury, S.M. (2019). Issues and challenges of corporate governance in Banks in India. *Jharkhand Journal of Development and Management Studies, 17*(1), 8001-8021.

Clark, T. (2004). *Theories of corporate governance: The philosophical foundations of corporate governance*. London & New York: Routledge.

Classens, S. (2006). Corporate governance and development. *The World Bank Research Observer, 21*(1), 91-122.

Claessens, S., & Fan, P.H.F. (2017). Corporate governance in Asia. A survey. *International Review of Finance, 3*(2), 71-77.

Coles, J.W., McWilliams, V.B., & Sen, N. (2011). An examination of the relationship of governance mechanisms to performance. *Journal of Management, 27*(1), 23-50.

Davis, J. H., Schoorman, F. D., & Donaldson, L. (1997). Davis, Schoorman, and Donaldson reply: The distinctiveness of agency theory and stewardship theory. *The Academy of Management Review*, *22*(3), 611-617.

Dzigba, N. (2018). Corporate governance practice among Small and Medium Scale Enterprises (SMEs) in Ghana. *Journal of Accounting Research, 3*(1), 77-85.

Donaldson, L., & Davis, J. H. (1991). Stewardship theory or agency theory: CEO governance and shareholder returns. *Australian Journal of Management*, *16*(1), 49-64.

Duncan, F. (2020). *Challenges of implementing corporate governance in the Banking Sector within the English-speaking Caribbean. A comparative study of Belize, Jamaica and the United Kingdom.* Unpublished masters' thesis. University of London.

Ekwueme, C. M., & Akhalumeh, P. (2016). Measures to address the challenges faced when implementing corporate governance practices in Nigeria. *Arabian Journal of Business and Management Review (Oman Chapter)*, *5*(9), 19-25.

Fama, E. F., & Jensen, M. C. (1983). Separation of ownership and control. *The Journal of Law and Economics*, *26*(2), 301-325.

Freeman, R.E. (1984). *Strategic management*: A stakeholder approach. London: Pitman.

Gemmill, A., & Thomas, B. (2014). Board composition, managerial ownership and firm performance: an empirical analysis. *The Financial Review, 33*(1), 1-16.

Gitonga, D. (2017). Challenges facing implementation of corporate governance practices among Listed Corporations in Kenya. *Journal of Business Research, 2*(2), 113-120.

Goel, K. (2018). Measures adopted to resolve the challenges faced when implementing corporate governance practices among SMEs in India. *Asian Journal of Sustainability and Social Responsibility, 3*(4), 255-261.

Gupta, B. N., & Gupta, N. (2022). *Research methodology*. India: SBPD Publications.

Habbash, M. (2010). *The effectiveness of corporate governance and external audit on constraining earnings management practice in the UK*. Unpublished master's thesis, Durham University.

Haniffa, R.M., & Cooke, T.E. (2012). Culture, corporate governance and disclosure in Malaysian Corporations. *Abacus, 38*(5), 317-349.

Hutchinson, M., & Gul, F. (2017). Corporate governance practices and firm performance. *Journal of Corporate Finance, 10*(1), 595-614.

Iswaissi, H., & Falahati, K. (2017). Measures to address the challenges to corporate governance practices in Libyan Commercial Banks. *Corporate Governance and Sustainability Review*, *1*(1), 33-42.

Kenya News Agency Information for Development (2022). *Judicial Service Commission launches strategic plan, code of conduct*. Retrieved from https://www.kenyanews.go.ke/judicial-service-commission-launches-strategic-plan-and-code-of-conduct/

Kogut, B. M. (2012). *The small worlds of corporate governance*: United States: MIT Press.

Kumar, R. (2018). *Research methodology: A step-by-step guide for beginners*. Thousand Oaks, California: Sage.

Kuria, E.W. (2015). Ways firms can overcome the challenges associated with implementation of corporate governance practices in the public sector. *Journal of Management*, *5*(1), 355-361.

Maher, M., & Andersson, T. (1999). *Corporate governance: effects on firm performance and economic growth. Int J Econom Finance, 1*(1), 1-8.

Manyuru, B. (2015). *Corporate governance and organizational performance the case of companies quoted at the NSE*. Unpublished master's thesis, University of Nairobi.

Matengo, K., (2018). *The relationship between corporate governance practices and performance: the case of banking industries in Kenya*. Unpublished masters' thesis, University of Nairobi.

Mwasi, A., K. & Nyasaka, V., N. (2020). Corporate governance practices in Micro-Finance Institutions in Nairobi, Kenya. *Journal of Public Policy & Governance, 4*(1), 29-52.

Meredith, E., & Robyn, C. (2005). Corporate governance in the Public Sector: An evaluation of its tensions, gaps and potential. *Journal of Management, 7*(2), 151-158.

McGee, R. W. (2018). Corporate governance in developing economies: Country studies of Africa, Asia and Latin America. *Business and Economics, 3*(1), 63-70.

Mwenda, M.P. (2015). Challenges of the implementation of corporate governance practices by the Oriental Commercial Bank Limited, Kenya. *Journal of Finance, 3*(1), 155-163.

Morin, R., & Jarrell, N. (2001). *Driving shareholders value: Value-building techniques for creating shareholder wealth*. Sydney: McGraw-Hill Publishers.

Mulili, B. M., & Wong, P. (2021). Corporate governance practices in developing countries: The case for Kenya. *International Journal of Business Administration, 2*(1), 14-27.

Muth, M., & Donaldson, L. (1998). Stewardship theory and board structure: A contingency approach. *Corporate Governance: An International Review*, *6*(1), 5-28.

Mburu, M.N. (2004). *Corporate governance practices. A case study of the Kenya Union of Savings and Credit Cooperative Ltd*. Unpublished master's thesis, University of Nairobi.

Ng’eno, L. (2019). Corporate governance practices and challenges among International NGOs in Kenya. *Journal of Management & Research, 1*(1), 53-60.

Niculae, F., Liliana, F., Dragomir, V.D., & Adrian, D.B. (2011). Corporate Governance in Emerging Economies: The Case of Romania. *Theoretical and Applied Economics, 18*(1), 5-16.

Okpara, J. O. (2011). Corporate governance in a developing economy: barriers, issues, and implications for firms. *The International Journal of Business in Society, 3*(1), 117-123.

Rajagopalan, N., & Zhang, Y. (2008). Corporate governance reforms in China and India: Challenges and opportunities. *Business Horizons*, *51*(1), 55-64.

Rinjit, K. (2020). *Research methodology*. Thousand Oaks, California: Sage.

Rothman, J., & Friedman, V.J. (2001). *Identity, conflict, and organizational learning, in Dierkes, M., Antal, A.B., Child, J., Nonaka, I. (Eds), Handbook of organizational learning and knowledge*. New York: Oxford University Press.

Sanda, A.U., Mukaila, A.S., & Garba, T. (2013). *Corporate governance mechanisms and firm financial performance in Nigeria*: final report, paper presented to the Biannual Research Workshop of the AERC, Nairobi, Kenya, 24-29 May.

Umrani, A. I., Johl, S. K., & Ibrahim, M. Y. (2015). Corporate governance practices and problems faced by SMEs in Malaysia. *Global Business & Management Research*, *7*(2), 55-61.

Zalewska, A. (2013). Challenges of corporate governance, twenty years after Cadbury, ten years after Sarbanes-Oxley. *Journal of Empirical Finance, 27*(1), 1-9.

APPENDICES

APPENDIX I: INTERVIEW GUIDE

My name is Nancy Koskei, a student at University of Nairobi and I am conducting a study on the challenges of implementing corporate governance practices at the Judicial Service Commission. Kindly, I request for your informed consent to accept to fill the interview for the sake of providing data that will help to ensure completion of the current study. Participation is out of free will and your response will be treated with utmost confidentiality.

Section A: Demographic Information

1. What department are you in charge of at JSC?
   Finance & Administration ☐ Strategic and Oversight ☐ Legal and Investigation ☐
   Others…………………….

2. How many years have you worked in that department at JSC?
   Less than 3 years ☐ 3-5 years ☐ Above 5 years ☐

Section B: Corporate Governance Practices

3. In its endeavor to enhance efficient and effective administration of Justice, highlight the corporate governance practices JSC and why did JSC adopt them?
4. Which corporate governance practices you have described are considered very critical to the governance of the Judiciary?

Section C: Challenges of Implementation of CGPs

5. Describe the challenges JSC is facing in the implementation of CGPs?
6. Explain the most critical corporate governance practices challenges JSC faces in pursuing its manadate

Section D: Mitigation Measures

7. What measures has JSC put in place to mitigate on the challenges highlighted in section C above?