Redefining governance: from confusion to certainty and clarity

Stephen Keith McGrath and Stephen Jonathan Whitty
Business, Education, Law and Arts Faculty,
University of Southern Queensland, Springfield, Australia

Abstract

Purpose – The purpose of this paper is to resolve and remove from the governance arena in general and the project arena in particular, conflict which occurs when parties do not realise they have different meanings for common governance terms.

Design/methodology/approach – Review literature on definitional confusion in general and on governance in particular and develop a method for defining an internally consistent group of terms, then apply this to a group of terms in the governance arena.

Findings – Several important subjects commonly arranged under the governance banner do not actually constitute governance (strategy, behaviour, decision making).

Research limitations/implications – Further work is necessary to remove similar confusion in other closely related areas, including power itself and authority as well as project and general management terms such as responsibility and accountability.

Practical implications – Projects and business alike can potentially achieve significant improvements in efficiency and effectiveness through gaining consistency across current models, frameworks, policies and procedures thus reducing cross-boundary conflict.

Social implications – Creation of a unifying feature within the project and management literature, shifting the understanding of the boundaries and limitations of governance. These definitions will help progress governance from complexity to simplicity, from an art to an understandable practice, from a concept that has been hijacked for partisan and political gain to a lean social tool which can be put to use for the benefit of organisations, whether public, charitable or private.

Originality/value – The value is clarity – resulting in the avoidance of confusion and misunderstanding together with their consequent waste of time, resources and money.

Keywords Corporate governance, Definition, Governance, Define, Govern, Organisational governance

Introduction

That ineffective governance arrangements imposed upon projects by their parent business can have severe consequences for both the project and the business is self-evident. Governance is the confluence point where the competing interests of the temporary project organisation and the more permanent parent organisation must be resolved. The governance requirements that a business imposes upon its projects are subject to the influence, interests and knowledge of its key players. These may have different understandings of the various competing governance models and may even have different understandings of the same terminology (Ahola, Ruuska, Artto & Kujala 2014; Biesenthal & Wilden 2014; McGrath & Whitty 2013; Pitsis, Sankaran, Gudergan & Clegg 2014). Understanding of the term governance has been influenced by many people's views and perspectives or, in the words of Russell (2005, p. 642) "Kantian spectacles".

This can lead to unnecessary confusion, conflict and consequent loss of productivity, adversely affecting project cost, time and outcome. There are differences in perspectives between general management and project management, between board management and

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*Corresponding Author: Steve McGrath *email: kasmac99@yahoo.com.au* Page **1** of **36**

organisational management, between civil infrastructure and ICT projects, between project and program managers, between engineers and accountants, between program and portfolio managers and so on. Each will have some common, but some differing objectives, constraints, knowledge, assumptions and boundary conditions and each will have differing ascendency within their organisations, enabling differing views and prejudices to prevail. Furthermore, a multitude of different and sometimes competing project and business management frameworks with differing approaches to governance have been available for many years, some actively marketed and some not – Prince2, Agile, OnQ, Ten Step, OPM3, TQM, Six Sigma, to name but a few. The accidental achievement of a common universal understanding of the meaning of words, used loosely across all of these motivations, frameworks and personal perspectives, without either total market dominance of a particular framework or any independent academic verification, is most unlikely.

The purpose of this paper is therefore to remove definitional confusion from the field of governance. It finds definitional confusion has been a long standing problem, having received the attention of Socrates, Plato, Aristotle, Hobbes, Locke and Wittgenstein. It also finds evidence that confusion does exist around the term governance. To resolve this, a pre-existing method for resolving the definitions of a group of conceptual terms was sought, but none was found and so a method is developed. This is then applied to a group of key governance terms with the objective of developing a mutually consistent set of definitions that are generic and applicable across the whole governance ambit - national and international, covering private and governmental organisations as well as higher level political power structures of whatever nature; democratic, autocratic, monarchical, dictatorial, communist or other form. The paper thus seeks to resolve and remove from the governance arena, apparent or verbal conflict which occurs when parties do not realise they have different meanings for common terms.

Application of this method results in the exclusion of some terms that have been purloined into existing definitions of governance. This has implication for theory with some of these former inclusions either excluded or relegated to organisational governance arrangements, thereby separating process from content and with corporate governance being disentangled from the more generic governance term. To facilitate this, the group of governance terms has been conceptualised into a diagram showing the various governance components.

The potential benefits for both theory and practice are then outlined – moving the theory towards a common understanding of the boundaries and limitations of governance and producing clarity for practitioners, avoiding unnecessary conflict and its associated waste of time, resources and money, benefiting organisations both public and private as well as their taxpayers and shareholders.

We will commence by first exploring the history of definitional confusion

Definitional confusion
Definition of terms was recognised as an issue by Socrates (467-399 BC), Plato (428-347 BC) and Aristotle (384-322 BC). Smith (2014) notes that "The definition was an important matter for Plato", "Concern with answering the question "What is so-and-so?" are at the centre of the majority of Plato's dialogues" and "Aristotle himself traces the quest for definitions back to Socrates". Approaching 2,000 years later Hobbes (1588-1679) and Locke (1632-1704) recognised lack of definition as opinion and a source of conflict and confusion.

Hobbes (1996, p. 32) observed "To conclude, the light of humane minds is perspicuous words, but by exact definitions first snuffed, and purged from ambiguity; reason is the pace; increase of science, the way; and the benefit of mankind, the end. And, on the contrary, metaphors, and senseless and ambiguous words are like ignes fatui; and reasoning upon them is wandering amongst innumerable absurdities; and their end, contention and sedition, or contempt." He goes on to say "When a man's discourse beginneth not at definitions, it beginneth either at some other contemplation of his own, and then it is still called opinion; or it beginneth at some saying of another, of whose ability to know the truth, and of whose honesty in not deceiving, he doubteth not; and then the discourse is not so much concerning the thing than the person; and the resolution is called Belief and Faith." Hobbes (1996, p. 43).

Locke (1690, p. 502) deals with the subject as follows: "And here I desire it may be considered, and carefully examined, whether the greatest part of the disputes in the world are not merely verbal, and about the signification of words; and whether, if the terms they are made in were defined, and reduced in their signification (as they must be where they signify anything) to determined collections of the simple ideas they do or should stand for, those disputes would not end of themselves, and immediately vanish." More recently, (Wittgenstein 2007) also warns against mixing terminology, noting that "philosophical puzzlement occurs by using the terms from one language-game as if they belonged to another e.g. judging moral or religious talk as if it were scientific" .

Copi and Cohen (1990, p. 128) also point out that "Sometimes, however, a dispute arises when there is no genuine disagreement in either belief or attitude, the parties being in conflict only because they do not realize that they are using an ambiguous word or phrase in a different sense." They refer to these disputes as verbal and point out that "definitions, by exposing and eliminating ambiguities, can effectively resolve disputes that are merely verbal" (Copi & Cohen 1990, p. 128).

Definitional confusion regarding governance
Examination of the academic literature confirms existence of definitional confusion in governance. McGrath and Whitty (2013) found omission of a definition of the term in much of the academic literature and variation in the academic literature over its meaning, with a multiplicity of items having been arranged under its banner. Biesenthal and Wilden (2014) also found a number of definitions of project governance and Ahola et al. (2014) note that "definitions offered for project governance vary from very narrow to very broad" and "that there is considerable potential for bridging project governance literature and general governance literature". Pitsis et al. (2014) similarly mention the need for "defining, conceptualizing and operationalizing the core ideas in project and program governance. What it is and what it is not; what are its core elements and its dynamics, and how, if at all, is it different to any other form of governance?" Cepiku (2013) analysed Anglo Saxon, Dutch, German, Scandinavian and Italian governance literature, finding "it is almost impossible to find in this rich literature an agreement on the building parts of this concept or a consensual definition".

Google NGRAM indicates minimal usage of the term "governance" until the 1950s, rising exponentially from the 1980s onwards. Copi and Cohen (1990, p. 146) note that "The primary way of learning to use language is by observation and imitation, not by definition"

and "the process of frequently hearing the word when the object it denotes is present." They go on to say "But such a process would not be a definition at all … it would be the primitive, pre-definitional way of learning to use language." They also refer here to an "object" and governance is an intangible concept, not a tangible object. Demonstrative learning and definition may suffice for objects which are present for all to see, but such methods present difficulties when used in defining abstract concepts. The current state of definition of governance can at best be described as "subjective connotative" which Copi and Cohen (1990, p. 147) state is "the set of all attributes the speaker believes possessed by the objects denoted by that word. But this set plainly varies from individual to individual and even from time to time for the same individual – and thus cannot serve the purposes of definition." This set of attributes, as McGrath and Whitty (2013) noted, has included some that have served to diffuse the meaning of the term governance. However the term appears to be, in the terminology of Gallie (1956, pp. 171, 2, 80), "radically confused" rather than "essentially contested".

To clear up confusion and halt any trend that may exist towards essential contestability, in a way that does not simply provide yet another competing opinion, a method for developing an internally consistent group of definitions of conceptual terms is required.

Search for a pre-existing method of resolving definitional confusion

We searched initially in business and project management databases to see if this had previously been done. EBSCO host MegaFILE Complete was searched on 10/1/15. The search words were: definition, group, terms in "TX All Text". These were selected as any writing on this subject would have to include these words. The "all results" source type was selected so that it was not restricted to peer-reviewed journals. The following databases were selected: Academic Search Complete, Australia and New Zealand Reference Centre, Business Source Complete and MasterFILE Premier. This returned 1114 results between 1912 and 2015. All were inspected and none related to linguistic definition of a group of terms.

A further search to cover the field of linguistics was then undertaken, again in EBSCO host MegaFILE Complete using the same search words and all results source type. The database selected for this search was the Psychology and Behavioural Sciences Collection. This returned 116 results between 1957 and 2013. All were inspected and none related to linguistic definition of a group of terms and only one related to the definition of a single term.

Searches for the words "group" and "terms" produced large numbers of references to other connotations of these terms and so this search was abandoned. The same database was then searched for the single word "definition" in the title only, as any such method would have to have this word in its title. This returned 817 results between 1964 and 2015. All were inspected and none related to linguistic definition of a group of terms. This did however uncover 12 references that dealt with linguistic epistemology.

A further approach was adopted, searching all EBSCO databases for the single word "definition" in the title only and linguistics in the subject terms. This returned 435 results between 1927 and 2014. All were inspected and none related to linguistic definition of a group of terms and no additional papers relating to linguistic epistemology were located. Similar searches were done using the terms "define" and "defining", locating 20 and 132

matches respectively and again, all were inspected and none dealt with the definition of a group of terms.

From this, we concluded that there was no pre-existing methodology for determining consistent meanings among a group of terms within the literature of linguistics, project management, management, psychology or social sciences. To understand why this might be the case and what approach we might take, we examined the linguistic papers located from the above and other searches.

Popper (1979, p. 106) uses what he calls a world 3 view, which is "the world of objective contents of thought". World 1 is the physical world and world 2 is individual knowledge, beliefs and dispositions. Disagreement on a term can be seen as a world 2 view and we might seek to reduce this to the "objective content" to resolve the matter. However this presumes such "objective content" actually exists and there has been debate around the difficulties and even the desirability of having definitions at all. Elder-Vass (2014) argues that "Knowledge and ideas can exist as mental properties, but outside the brain … there is no way for ideas as such to exist." Condren (2012) similarly notes "… confusion over what definitions were of, perhaps of things (like tables and chairs) or figures (like triangles), rather than words." For the concept described by the word governance, we are limited to defining it in terms of other words which are themselves concepts; there is no physical object that can be seen.

Pothos and Hahn (2000) note that "Despite the wealth of evidence to the contrary, much research overtly or covertly continues to promote the case for definitions." They also promote the case that definitions may be either necessary or sufficient, claiming "The presence of necessary or sufficient features is compatible with both graded category boundaries and the inability to find complete definitions". They find fault with essentialism which requires an essence with deep underlying features that are both necessary AND sufficient. They argue necessary or sufficient can specify "critical features" without yielding a complete definition but can nevertheless serve to adequately classify.

Pitt (1999) however supports the case for definition, presenting a line of reasoning that concludes the arguments against definition are in error. He then goes on to demonstrate that the decompositional approach which results from the thesis that some words are semantically structured, is preferable to the primitivist alternative, which posits that "eventually some expression must be reached whose reference is not fixed by the reference of some other expressions that define them". Hacking (2002) observes "The human and social sciences … differ because there is a dynamical interaction between the classifications developed in the social sciences, and the individuals or behaviour classified". Guduru (2011) notes that "languages exist only in people's minds, not as mental images as it was believed in the past". He says it is impossible to capture the meaning of a word in its true sense, as the context actually contributes more to the meaning than the lexical units themselves: "words do not mean whatever people want them to mean, but are governed by social convention.". He reasons that no one person can control language and it is shared interactively, unlike the fixed meanings we find in dictionaries. He also observes that "one cannot know the meaning of any item until one knows the meanings of all other terms" and that although this is circular, it is a hopefully spiral" (Nida 2008).

Chomsky, Piattelli-Palmarini, Salaburu Etxeberria and Uriagereka (2009, p. 19) describe the difficulty of language and definition as follows: "Within the biolinguistic framework, several tasks immediately arise. The first is to construct generative grammars for particular languages that yield the facts about sound and meaning. It was quickly learned that the task was formidable. Very little was known about languages despite millennia of enquiry. The most extensive grammars and dictionaries were, basically, lists of examples and exceptions, with some weak generalisations. It was assumed that anything beyond that could be determined by unspecified methods or "analogy" or "induction" or "habit". …" It is apparently one such unspecified method we are seeking. So the epistemological difficulties of definition, evident from the literature survey above, provide plausible reason why no such method could be located. We concluded we would have to develop our own process.

It is not our purpose to resolve long-standing debate in linguistics on the concept of definition. We simply need agreement on what it is we are talking about. While language itself may be dynamic, changing with usage and context, this does not facilitate removal of confusion in terminology. We will therefore adopt objectivist epistemology using a positivist theoretical perspective in adopting the approach of Popper (1979). While acknowledging the other views on the difficulties of definition, we will seek to define objective content or Aristotelian essence, which may reduce us to accepting necessary or sufficient characteristics (Pothos & Hahn 2000).

Methodology
The conventional approach to governance of considering agency theory, stewardship theory, stakeholder theory, transaction cost theory and/ or resource dependence theory, as Biesenthal and Wilden (2014); Clarke (2014) and many others have done has not produced clarity of definition. This is perhaps not surprising, as these theories are explanatory rather than definitional and so that approach will not be pursued here.

Resolution of definitional confusion in governance, or in any field for that matter, needs to be advised by the field that specialises in the meaning of words, namely linguistics, as well as the field of logic. A classic text, whose first edition was published in 1953, with many editions published since, is Copi and Cohen (1990). This will be used to identify definition types and provide the linguistic background for developing a method for defining individual terms.

Apart from the abovementioned difficulties of definition, there are two important limitations of a purely linguistic approach. One is that it is concerned with the definition of a single term and we are concerned with developing consistent definitions of a group of terms. The second is that this group is not simply a collection of unique, tangible objects that can be observed and classified; it is a collection of terms dealing with an abstract concept and these terms can easily overlap. A holistic or systems approach therefore needs to be overlayed upon the linguistic approach. This overlay serves the purpose of identifying and removing overlap to ensure consistency, thereby enabling terms to be uniquely identifiable, in the same way as physical objects.

The methodology will therefore be a combination of systems, linguistics and logic. Linguistics will determine some initial group criteria and the initial process of defining the individual terms. This will be done within the context of an over-arching systems approach determining group criteria to ensure consistency. Logical criteria will then be developed for

reducing any discovered divergence of meaning. References will, as far as is possible, be academic, peer-reviewed papers, to remove the influence of opinion and marketing.

Method development
Meta criteria
Our objective is to develop definitions of a group of terms for the selected area that are:
1. Internally consistent
2. Universally applicable across all fields (by defining essence, stripping it of any limiting field, concept or framework specific extensions)
3. Consistent with historical use
4. Free of unresolved conflict between competing conceptual frameworks
5. Free of any other divergent meaning
6. Process rather than content driven.

These criteria will drive development of both the group and the individual portions of the method. The method will include steps to ensure satisfaction of each of the above criteria.

Linguistic approach to individual terms
<u>a) Lexical usage</u>
Copi and Cohen (1990, pp. 134,5) state: "literary and academic vocabularies tend to lag behind the growth of living language. Unorthodox usages have a way of becoming catholic, so definitions that report only the meaning countenanced by an academic aristocracy are likely to be very misleading." They go on to say: "the notion of statistical definitions is utopian, but dictionaries approximate it more or less by indicating which meanings are "archaic" or "obsolete" and which are "colloquial" or "slang" …. Lexical definitions are true or false, in the sense of being true to actual usage or failing to be true to it." This indicates that lexical definitions should be surveyed first unless documented academic discussion of definitions exists.
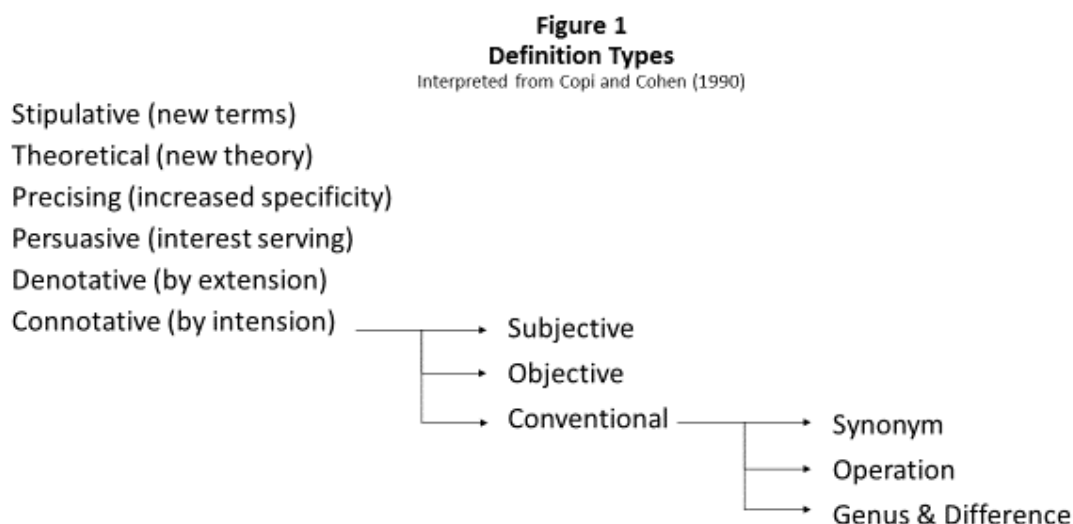
As the most widely available definitions of terms come from dictionaries, the method of examining lexical usage will be to extract definitions from a range of dictionaries. These have been selected to give a broad representation of common usage as follows:
1. A range of dictionaries that have been well known for many years that are now available (in 2013/ 14) online (Cambridge ; Collins ; Longman ; Macmillan ; Macquarie ; Merriam-Webster ; Oxford)
2. A range of various online dictionaries (BusinessDictionary.com ; Dictionary.com ; TheFreeDictionary ; Wiktionary) and
3. the Concise Oxford Dictionary (1964) - as a comparator for how these definitions may have changed over the last 50 years.

(Copi & Cohen 1990, p. 135) also advise that "Confusion in argument can arise from *vagueness* as well as from ambiguity. The users of a term may, in a sense, know its meaning, yet remain unsure of the limits of its applicability." This gives two criteria to be applied to the lexical definition, namely the definitions must be un-vague (precise) and un-ambiguous, both of which they include in their five rules for appraising definitions, which are listed below. We will next consider the various types of definition that they list and select the most appropriate for our purpose.

b) Types of definitions
The various definition types are shown in Figure 1, which our representation of Copi and Cohen (1990, pp. 132-51).

Figure 1
Definition Types
Interpreted from Copi and Cohen (1990)

Stipulative (new terms)
Theoretical (new theory)
Precising (increased specificity)
Persuasive (interest serving)
Denotative (by extension)
Connotative (by intension) ——————→ Subjective
                          ——→ Objective
                          ——→ Conventional ——————→ Synonym
                                                ——→ Operation
                                                ——→ Genus & Difference

Considering each of these in turn, there are already definitions of governance and the word has roots in Greek and Latin, so a stipulative definition assigning meaning to a new term is not required. Similarly, a new theoretical definition is not required. A precising definition resolves borderline cases beyond normal usage, removing vagueness and remaining true to established usage. As indicated by the literature review above, there is no currently agreed established usage of the governance term to remain true to and become more precise about. Some of the existing definitions could be considered persuasive, attempting to attach emotive meaning to the term, which can only serve to confuse the literal meaning of the term. Denotative definition by extension is definition by example. Governance is applicable to so many fields that this method is not feasible. This leaves connotative definition by intension, as the most appropriate means of definition. Furthermore, as Copi and Cohen (1990, p. 142) note, "the extension of a term is determined by its intension, but the reverse is not true ... intension must determine extension".

There are three different senses of connotation: subjective, objective and conventional. (Copi & Cohen 1990, p. 147). Subjective connotative definition can vary between individuals and over time, is therefore unstable and unsuitable. The objective connotation or intension of a word is "the total set of all characteristics shared by all the objects in the word's extension… It would require complete omniscience to know all the attributes shared by the objects denoted by the term, and since no one has that omniscience, the objective connotation cannot be the public meaning in whose explanation we are interested." This leaves the conventional intension as the definitional type we will pursue.

Copi and Cohen (1990, pp. 147-50) indicate there are three methods of doing this: by synonym, by operation and by genus and difference. The simplest is by synonym. This is weak for precising or theoretical definitions, but is acceptable for connotative definition,

provided the word has a synonym whose meaning is clear. However the terms defined in this paper do not have suitable synonyms. An operational definition is a "describable set of actions or operations" (Copi & Cohen 1990, p. 148). This would be satisfactory for our purposes. However, where an operational definition is not available, then a definition by genus and difference is appropriate.

c) The five rules
Copi and Cohen (1990, pp. 151-5) note that definition by genus and difference is the most widely applicable and give five rules for evaluating them. They note that these rules do not constitute a recipe but "provide useful criteria for appraising definitions once they are proposed". These five rules are as follows:
1. States the essential attributes of the species
2. Avoids circularity
3. Neither too broad nor too narrow
4. Avoids ambiguous, obscure or figurative language
5. Affirmative rather than negative.

Group considerations/ Systems approach to a group of terms

a) Checks before individual term definition
Adopting a systems approach requires looking at the bigger picture by first examining the group of terms to be defined and then checking after completion. Consistency checks will therefore be included in the method both before and after defining individual terms. The "before" rules will determine the order of definition and the "after" rules will cross check for consistency.

The words to be defined will generally be verbs, nouns or adjectives. Some rules for the general precedence of definition are therefore required. These will be as follows:
- Where a noun (or verb) and its derivative adjective both require definition, the noun (or verb) will be defined first and then the adjective will refer to that as a consequence, as one has to first understand a concept before developing its adjectival form.
- Where there are two related terms requiring definition that are a noun and a verb, the verb will be defined first, as the terms we are setting out to define are generally conceptual rather than tangible objects and so are the product of human action. The effect of the term generally only emerges after some action has been taken.

We will also take the approach of breaking the words down to their roots or components and defining these before defining the term itself. Where the term to be defined is comprised of such roots or component terms that have already been defined, or terms whose meaning is not contested, these will be simply reported and the lexical analysis omitted.

b) Checks after individual term definitions
The group will then receive reviews for both internal and external consistency. Terms will be checked against the others defined in this group and any inconsistency resolved. Then an external check will be made and where two terms have been previously used lexically or academically with reference to each other, this will be discussed and evaluated to ensure mutual consistency.

Iterative approach

The method will be applied to the group of governance terms to ensure it works, that the order of steps is logical and that all the steps that need to be in the method are actually included. As noted in the conclusion, the process of developing the method and applying it to one particular area (governance) actually highlighted the need for an additional step (7) ensuring that content and process are not mixed. This has been included in the method and included as meta-criteria 6 above.

The following method condenses the above discussion into a number of steps that will be used to develop definitions for a group of conceptual terms.

Method

The method is as follows:

Group rules pre definition
1. Select the group of terms to be defined.
2. Determine the order of definition as follows:
   a. Identify any inconsistencies within the group that may require one term to be defined before another.
   b. Where a compound term is to be defined, define the component terms first.
   c. Where a derivative term is to be defined, define the root term first.
   d. Where a term has a noun and a verb form, define the verb first.
3. Consider any terms that are likely to be used in definition that may themselves require prior definition.

Steps to determine a connotative (intensional) conventional definition of each term
1. Define derivative or component terms using the root or component definitions that have previously been defined by this process or are clear and accepted in their meaning. (This obviates the need to proceed through the remaining definitional steps unless there is other reason to do so, such as confusion in the meaning of the compound or derivative term itself).
2. Survey lexical usage (This and the following two steps may be omitted if there is a known comprehensive academic review of definitions of the term).
3. Analyse this to determine the main contenders for inclusion in the definition (and show these in pale grey highlight).
4. Develop a connotative (intensional) conventional definition. (This may be synonymous, operational or by genus and difference).
5. Report and analyse any known academic review of definitions of the term
6. Remove unwarranted inclusions.
7. Remove divergence of meaning resulting from mixing content and process by removing any reference to content (for generic conceptual terms).
8. Remove any remaining divergence of meaning and for operational definitions, consider the need for additional inclusions, by checking against the following, as appropriate to the particular term:
   a. Historical usage
   b. Field/ specialty usage - the definition most generic to as many fields as possible will be selected

c. Practitioner usage (via practitioner literature, considering the influence of opinion and marketing)
   d. Competing concepts & frameworks (considering the influence of opinion and marketing)
9. Check any resulting definitions by genus & difference against the Copi and Cohen (1990) five rules and discard any which do not satisfy them.
10. Report the adopted definition.

Group rules post definition
1. Cross-check terms defined in this group for any inconsistency and resolve.
2. Cross-check any terms defined in this group known to be used interchangeably with other terms outside the group and resolve any inconsistency.

This method will now be applied to the governance area.

Group rules pre definition

Group pre-definition rule 1 – Select the group of terms to be defined
Terms commonly used in this area are: governance, govern, government, organisational governance, organisational governance arrangements, corporate governance and project governance. All will be selected for definition.

Group pre-definition rule 2(a) - Determine the order of definition – Identify group term inconsistencies
Corporate and organisational governance have been deliberately separated as corporations are one form of organisation and government departments are another form, which also require governance but are not corporations. Talk of corporate governance in government departments is therefore a misnomer, unless it is referring specifically to the corporate level of the department, but this is narrow, mixes frameworks and is imprecise and confusing. The term "corporate" is too limiting for universal application and so organisational governance will be defined before corporate governance.

Group pre-definition rule 2(b) - Determine the order of definition – Compound terms
The group contains 4 compound terms, all of which involve the term governance and so governance will be defined ahead of all the compound terms involving it. All the qualifier terms have meanings that are not subject to controversy and so will not be separately defined.

Group pre-definition rule 2(c) - Determine the order of definition – Derivative terms
The root of the term "governance" is the verb "govern". It is formed into a noun by adding the abstract suffix "ance". "Govern will therefore be defined before "governance".

Group pre-definition rule 2(d) - Determine the order of definition – Define verb form of term before the noun form
Govern will be defined before governance and government.

The order of definition will therefore be as follows: govern, governance, government, organisational governance, organisational governance arrangements, corporate governance, project governance.

Group pre-definition rule 3 – Definitional terms requiring prior definition

There are several terms outside this group that have multiple meanings and are commonly used in defining governance and so require prior definition. These are "power" terms, the most important of which are direct, control and regulate. These have been subject to the above method but for space reasons could not be included in this paper, so the outcome is simply reported below:

> To direct is "to give orders, commands or instructions". It is the act of giving the order, not the purpose, direction, reason or strategy behind that action.
> To control is to "ensure that people act and/ or activities are conducted in a particular way".
> To regulate is to "control by rule, principle, law, restriction, policy or method". It is a sub-set of or one means of control.

Other "power" terms also have multiple meanings, such as power itself and authority, but again, space limitations preclude their consideration here.

Define "Govern"

Step 1 Define derivative or component terms
This is not relevant as this is the definition of a root term.

Step 2 Survey lexical usage

Table 1
Dictionary definitions of govern

Dictionary	Definition of govern (All sourced on 6/1/2014)
Business	To systematically and judiciously, exercise executive power.
Cambridge	To control and direct the public business of a country, city, group of people
Collins	1. *(also intransitive)* to direct and control the actions, affairs, policies, functions, etc, of (a political unit, organization, nation, etc); rule 2. to exercise restraint over; regulate or direct ⇒ to govern one's temper 3. to be a predominant influence on (something); decide or determine (something) 4. to control the speed of (an engine, machine, etc) using a governor 5. to control the rate of flow of (a fluid) by using an automatic valve
Concise Oxford	Rule with authority, conduct the policy, actions & affairs of (State, subject) despotically or constitutionally; regulate proceedings of.
Dictionary.com	**1.** to rule over by right of authority: *to govern a nation.* **2.** to exercise a directing or restraining influence over; guide: *the motives governing a decision.* **3.** to hold in check; control: *to govern one's temper.* **4.** to serve as or constitute a law for: *the principles governing a case.*
Longman	**1** [intransitive and transitive] to officially and legally control a country and make all the decisions about taxes, laws, public services etc [= rule]

	2 [transitive] if rules, principles etc govern the way a system or situation works, they control how it happens
Macmillan	1. [INTRANSITIVE/TRANSITIVE] to control and manage an area, city, or country and its people 2 [TRANSITIVE] to control the way that things happen a. if something governs people or their behaviour, it controls or strongly influences them 3. [TRANSITIVE] to control the way that an organization such as a business or society operates
Macquarie	Not accessible
Merriam-Webster	: to officially control and lead (a group of people) : to make decisions about laws, taxes, social programs, etc., for (a country, state, etc.) : to control the way that (something) is done : to control or guide the actions of (someone or something) Full Definition of *GOVERN* transitive verb 1 *a* **:** to exercise continuous sovereign authority over; *especially* **:** to control and direct the making and administration of policy in *b* **:** to rule without sovereign power and usually without having the authority to determine basic policy 2 *a archaic* **:** MANIPULATE *b* **:** to control the speed of (as a machine) especially by automatic means 3 *a* **:** to control, direct, or strongly influence the actions and conduct of *b* **:** to exert a determining or guiding influence in or over *c* **:** to hold in check **:** RESTRAIN
Oxford	• conduct the policy, actions and affairs of (a state, organization, or people) with authority: • control, influence, or regulate (a person, action, or course of events): • (**govern oneself**) conduct oneself, especially with regard to controlling one's emotions: • serve to decide (a legal case).
The free dictionary	**1.** To make and administer the public policy and affairs of; exercise sovereign authority in. **2.** To control the speed or magnitude of; regulate: *a valve that governs fuel intake.* **3.** To control the actions or behaviour of. **4.** To keep under control; restrain. **5.** To exercise a deciding or determining influence on.
Wiktionary	1. (*transitive*) To make and administer the public policy and affairs of; to exercise sovereign authority in. 2. (*transitive*) To control the actions or behavior of; to keep under control; to restrain. 3. (*transitive*) To exercise a deciding or determining influence on. 4. (*transitive*) To control the speed, flow etc. of; to regulate. *a valve that **governs** fuel intake.* 5. (*intransitive*) To exercise political authority; to run a government.

	6. (*intransitive*) To have or exercise a determining influence.

Step 3 Analyse lexical usage

Review of Table 1 indicates broad agreement on the general meaning of the verb "to govern", although there is considerable variation in the detail and a process of reduction is needed to determine which elements will remain in our definition. Control and direct feature prominently in the definitions and so are strong contenders for our starting definition. An aspect of control, regulation also receives several mentions in one form or another. Authority and decision are also mentioned.

Power is mentioned only by the Business Dictionary, which is concerned only with executive power and the Merrian-Webster, which only mentions it as a sub-category "without sovereign power".

Rule is mentioned in several and several refer to "sovereign" authority. One mentions both with and without sovereign authority and another mentions both despotically and constitutionally. Rule will not be included in our definition as it overlaps with direct and control. More generic mentions are made of the conduct of policy, actions, affairs and functions, but these are means which, in a despotic regime, could be overruled by the ruler's whim and will not be included in our definition.

Several mention regulating the speed of an engine or machine and several mention self-control and holding in check or restraint.

Some mention influence in terms such as strong, deciding or determining, all of which could also be expressed as control. None mention accountability which has been a feature of some governance definitions and which will be left out of our definitions (and included later in a derivative definition). The elements that have not yet been ruled out warrant more detailed consideration.

Regulation is a subset of control. One can either control directly or regulate and just set the bounds within which people can exercise freedom and discretion. Governments can do both – actually doing things the private sector was unable, unwilling or not allowed to at the time the government decided to take the particular action and simply regulating the remaining activities it wishes to control. Regulation will therefore not be included in the definition. There are many other types of power apart from that which is an enabler of governing and so power will be regarded as having a different conceptual framework which is related to authority. Usage of the terms "power" and "authority" overlap and as previously mentioned, will be separately defined elsewhere to disentangle them and so neither term will be included in the definition.

Decision making also overlaps with and is required by both direction and control. It will therefore not be included.

This leaves only control and direct as the key elements of our definition. This raises the question as to whether these terms overlap and whether it is even necessary to include direct in the definition at all. Control has been defined as ensuring that people act and/ or activities are conducted in a particular way. This does not specify how that might be decided. Giving a

direction specifies how and implies that the person giving it has the authority to do so. This covers all of the many ways of controlling, including both force and influence and so both direction and control are necessary inclusions in the definition.

Step 4 Develop a connotative (intensional) conventional definition
To govern will therefore be tentatively defined as to direct and control. This is an acceptable operational definition

Step 5 Report academic review of definitions
Contemporary usage in the academic literature has bypassed the definition of govern itself and included other items under governance, thereby including them under the term "govern" by default. This is reported in the definition of that term and findings from that have been incorporated in Step 3 above.

Step 6 Remove unwarranted inclusions
There are no such remaining inclusions.

Step 7 Remove mixed content/ process meanings
None present. The entity this definition acts upon does not need to be specified and can range from an individual (self-governance or self-control) to a country (sovereign rule).

Step 8 Reduce divergence/ consider additional inclusions
Historical check (a) is the only check appropriate for this term.

Step 8(a) Consider historical usage
According to the European Commission (2002) and accepting Wikipedia's translation of the French, the word governance derives from the Greek verb κυβερνάω [kubernáo] which means to steer and was used for the first time in a metaphorical sense by Plato. It then passed on to Latin and then on to many languages. Latin usages include gubernaro which means to pilot, govern, manage and gubernator which means helmsman or pilot of a boat, or leader or governor. Various of the above dictionaries have similar or slightly different versions of the Greek – kybernan (Miriam-Webster), kubernn (Free Dictionary), kubernao (Wiktionary). Steering was not mentioned in the lexical definitions. Steering equates to directing and controlling. On vessels where the captain and the helmsman are different people, the captain directs the course and the helmsman controls the movement of the boat. There is therefore nothing in the ancient Greek usage would therefore conflict with a definition in terms of direct and control or that would indicate any term needs to be added or removed.

The pre-requisites enabling one to govern are having the power (or ability) to act (or control) and also having the authority to do so (direct). Again, these are both covered by the proposed definition and so neither power nor authority need to be included in the definition.

Step 9 Check against the five rules
The definition is operational rather than by genus and difference and so a check against the 5 rules is not appropriate. Nevertheless, it does actually satisfy them.

Step 10 Report the derived definition
The derived definition is as follows:

- Govern = direct and control.

Define "Governance"

Step 1 Define derivative or component terms
Governance is derived from the root word "govern" with the suffix "-ance" added. "-ance" is a noun forming abstract suffix. Abstract suffixes may denote "act, state, quality, etc." (Nesfield 1917 (1982), p. 181). In this case, state or quality are inapplicable, without the qualification of a preceding adjective such as good or bad. Governance could be defined as the act of governing, however the word governing also means this. An "etc" is therefore required, so it is necessary to proceed with the full analysis.

Step 2 Lexical usage

Table 2
Definitions of governance

Dictionary	Definition of governance (All sourced on 15/5/2013)
Business	Establishment of policies and continuous monitoring of their proper implementation, by the members of the governing body of an organization. It includes the mechanisms required to balance the powers of the members (with the associated accountability) and their primary duty of enhancing the prosperity and viability of the organization. See also corporate governance.
Cambridge	The way that organizations or countries are managed at the highest level and the systems for doing this.
Collins	1. government, control, or authority 2. the action, manner, or system of governing
Concise Oxford	act, manner, fact or function of governing, sway, control
Dictionary.com	**1.** Government; exercise of authority; control. **2.** a method or system of government or management.
Longman	None given
Macmillan	The process of governing a country or organization.
Macquarie	1. Government; exercise of authority; control. 2. Method or system of government or management.
Merriam-Webster	The way that a city, company, etc., is controlled by the people who run it.
Oxford	The action or manner of governing a state, organization, etc.
The free dictionary	**1.** The act, process, or power of governing; government: **2.** The state of being governed.
Wiktionary	1. The process, or the power, of governing; government or administration. 2. The specific system by which a political system is ruled.

Step 3 Analyse lexical usage
Table 2 shows the on-line Oxford and 1964 Concise Oxford Dictionaries list the act of governing, as derived above. Table 2 also lists way, method, process, manner, function and

system. These words are synonymous and provide the "etc" we are looking for to distinguish governance from governing.

Step 4 Develop a connotative (intensional) conventional definition
Of these synonymous words, system will be selected as it is both the most generic and the most specific. Governance will therefore be tentatively defined as the system used to govern.

Step 5 Report academic review of definitions
The academic literature has included a broader range of terms than the above lexical survey produced. Definitions from the literature have been surveyed in McGrath and Whitty (2013). These include:

- "The system by which companies are directed and controlled" in (Cadbury (1992, p. 14), who also mentioned accountability). Note that this was actually his definition of corporate governance and he did not separately define governance itself. So, in the manner applied to the definitions of IT governance in McGrath and Whitty (2013), a definition of governance was extracted by removing the qualifying adjective and related words from both the term itself and its definition resulting in substituting "companies" with "entities".
- "The process of decision making and the process by which decisions are implemented and thus refers to the rules, processes and behaviour that affect the way in which powers are exercised" (van der Waldt (2010, p. 252) who also defines governing as regulating the proceedings of an entity).

Further definitions were determined in McGrath and Whitty (2013) by extracting definitions of IT governance from the academic literature and removing the IT qualifiers as follows:
- "decision rights and accountability framework" (the Weill and Ross (2004) definition accepted by Cobanoglu, Ayoun, Connolly and Nusair (2013, p. 3)).
- "decision making structure and methodologies" (Bowen, Cheung & Rohde 2007, p. 194).
- "organisational structures and processes" (De Haes & Van Grembergen 2009, p. 616; Prasad, Heales & Green 2010, p. 215).
- "structure of relationships and processes to direct and control the enterprise…" ~~(The IT Governance Institute (2003) definition~~ given in Ali and Green (2007, p. 43), which is the same as that ~~adopted by the Information Systems Audit and Control Association (2002),~~ given in Ferguson, Green, Vaswani and Wu (2013, p. 75)).

A further definition adopted by the Australian government in 2003 is "The processes by which organisations are directed, controlled and held to account" (Australian National Audit Office 2003, p. 6) (ANAO).

There are three main definitional concepts running through these definitions: "direct and control", decision making and system (structure and processes). Other items are also mentioned; accountability, regulation and behaviour, all receiving one or more mentions.

The above definitions contain verbs and nouns, subjects and objects. The verbs (action words) are: direct, control, decide, regulate and "held to account". The nouns are: rules, processes, behaviour, decision, accountability and structure. The subject on which the term itself operates is organisation or entity or enterprise. The term itself is also referred to as a system or process or structure or framework. Note that the words "way" or "means" could

equally well have been used. We need to establish whether all these are legitimate inclusions in a definition of governance. The two that are most questionable are behaviour and decision making. These will be dealt with in steps 6 and 7 below.

Step 6 Remove unwarranted inclusions
The only paper mentioning "behaviour" said "the cases studied revealed significant incidences of corruption, maladministration and nepotism." (van der Waldt 2010, p. 265) However his reference to behaviour appears to have come from (Newman 2001, p. 34) , whose mention of it occurs in discussing the rational goal model of governance where she says "Policy is based on the assumption that organisations will behave as rational actors". So the reference to behaviour in van der Waldt (2010) was incidental, indirect and secondary, rather than pivotal to his definition and can therefore be disregarded. Furthermore it could also be argued that rules and processes will drive behaviour and therefore, provided these are accommodated in the final set of definitions, behaviour can be regarded as either an output or an outcome, rather than an input and therefore will not be included in the definition of governance.

McGrath and Whitty (2013) also found the following items have been questionably arranged under the governance banner: leadership, decision making, rationalising, relationships, coordinating. Decision making will be separately analysed in the next step. The remainder of these subjects lack mention in the lexical definitions, do not gain more than isolated mention in the academic literature and are not part of the main definitional themes identified in Step 5 above, so will be excluded from our definition.

Step 7 Remove mixed content/ process meanings
Decision making has not been included in the proposed definition of govern as it overlaps with and is implied by direction and control. So it follows logically that it should not feature in the definition of governance either. However the fact that it has emerged as one of the main definitional themes in the academic definitions in Step 5 warrants further consideration.

Three of the literature definitions reported in Step 5 mention decision making and four do not. Those that do not mention it do not preclude it either. The main problem with using decision making in a definition of governance is that it can be applied to setting strategic direction as well as to making procedural decisions based upon rules. While setting some aspects of strategic direction can also be seen to some degree as selecting among options based on some rules, making strategic choices (decisions) that are not constrained by policy or procedural rules can hardly be considered part of governance. While it could be argued that every entity may need some form of governance, what the entity actually does as its main business or activity has to do with many pro-active things, of which governance will play a very minor and most likely constraining part. Furthermore, whatever decisions an entity needs to make for its survival will generally be reactive and possibly unconstrained by governance requirements. Initiative, free market forces and the basic drive to survive cannot logically be considered part of governance. However allocating authority to make decisions on all matters the entity deals with is part of its governance, as it will bear the consequences for both decisions made and not made (accountability). Therefore including decision making in any definition of governance does not lead in a promising direction, as it requires splitting hairs over whether a particular type of decision making is governance or not. It is much more productive to include reference to the process by which decisions are made, ensuring that

authority is delegated, which can generically be considered part of organisational governance arrangements without any such reservation.

Closer examination of all the above literature definitions that mention the word "decision" indicates that they all actually refer to decision rights, processes, structure or methodology. In other words they are not actually including the decisions themselves. They are referring to the authority to make them or the processes that determine how or by whom they are made. So these definitions have not actually confused strategy with governance. Decision making will therefore be included in organisational governance arrangements and so this group of definitions can therefore be ignored. This removes all the IT definitions and also the first van der Waldt (2010) definition from contention.

This leaves the second of the van der Waldt (2010) definitions. It is the only one to mention regulating. Regulation was excluded in Step 3 above and also in defining the term "govern" and so this definition can be ignored. This leaves two definitions remaining; Cadbury (1992) and Australian National Audit Office (2003). The principal difference between them is that the latter includes accountability and the former does not.

Step 8 Reduce divergence/ consider additional inclusions
Step 8(a) Consider historical usage
All of the source definitions reported in Step 5 presume application to a current entity, organisation or enterprise. This overlooks the generic and historical issues of king, country and government. While these could be described as entities (and certainly not as organisations or enterprises), they were clearly not within the purview of the above definitions. However the tentative definition of governance produces no inconsistencies when applied to those other entities.

McNutt (2010, p. 742) claims "The concept of "governance" has been applied in both economics and in law for centuries as understood to mean enforcement of contracts, protecting of property rights and collective action." He refers to the concept of governance rather than to the word itself and offers no substantiation to this assertion. However he goes on to say "The term "corporate governance" has emerged in recent decades but the concept of "corporate governance" has arisen from obscurity to buzzword status in less than four decades. The term "good governance" was first mentioned, casually, in (The) World Bank's 1989 Report on Sub-Sahara Africa …" It is interesting to note that, although it may not have been in common usage then, the 1964 Concise Oxford did have a definition of governance, which is included in Table 2. The on-line Oxford Dictionary also quotes usage of the term "good governance" in 1628 by an E. Coke and a reference to "goode gouernaunce" by Earl Rivers in 1477. However a Google NGRAM indicates minimal usage of the term "governance" until the 1950s, rising exponentially from the 1980s onwards.

The issue of accountability warrants further consideration from a historical perspective. Two classics dealing with the exercise of power, The Prince (Machiavelli & Constantine 2009) and The Art of War (Sun & Cleary 1988) confirm that historically, governing had nothing to do with accountability. These classics were primarily concerned with how a Prince or King might retain or increase his power. They were not at all concerned with how his subjects might exercise any power to hold him to account.

The question of accountability never arose within the concept of the divine right of Kings, a view that was held for many centuries. It came under serious question with John Locke's refutation of Sir Robert Filmer's justification of it in his First Treatise of Government. Filmer's justification was philosophically based upon the father's supposed power of life and death over his own children and relied on Biblical references to this being handed down from Adam. If there was such a thing as a divine right of kings, then there was no man who could hold a king to account. Locke had to first dispose of this before setting out the desirable conditions of government in his second treatise (Locke & Macpherson 1980). Locke was writing in Britain part way through the 800 year-long experiment since the Magna Carta with getting king and committees (parliaments, local governments, associations) to share power and operate effectively. This gets into the realm of organisations and methods of power sharing, introducing a change in boundary conditions that ushered in accountability over many hundreds of years. So it is necessary to have a change in boundary conditions before accountability becomes relevant.

Step 8(b) Consider field/ specialty usage - Mechanical considerations
A mechanical governor is fitted to an engine to remove speed variation and to prevent acceleration to the point of self-destruction. On a steam engine, the governor takes the form of weights attached to one fixed and one sliding collar on a shaft. If the speed increases too far, the weights are thrown out so far that they bring the sliding collar closer to the fixed collar thereby reducing steam supply. In the everyday car, the throttle controls the speed, also by regulating the fuel supply. The difference is that a governor regulates to a pre-set speed whereas a throttle regulates to a variable speed, whose maximum is set so as not to exceed the self-destruction speed.

Parallels to organisational governance in harnessing and controlling power can be made. We are seeking as universal a definition as possible to accommodate all usages - historical, organisational, mechanical and common. Examining both remaining definitions from this perspective indicates that the reduced Cadbury (1992) definition can be generically applied whereas the Australian National Audit Office (2003) cannot. The Cadbury (1992) definition of governance does not include accountability, even though the report mentions it explicitly. This is advantageous as the concept of holding a machine to account is meaningless.

Step 8(c) Consider practitioner usage
This will be the subject of further investigation, but unless this indicates a much more focused and agreed meaning than the academic usage, its consideration will not result in further reduction of the derived meaning.

Step 8(d) Consider competing concepts & frameworks
Sohal and Fitzpatrick (2002, p. 98) state "Governance answers the question of what must be done". This indicates strategy has also been arranged under the governance banner. This overlaps with the concept of strategy and with the field of strategic management and so strategy will be excluded from our definition, as discussed also in Step 7.

Step 8 Conclusion
The result of Step 8 is that the ANAO definition will be rejected as it includes accountability. The derived Cadbury definition is consistent with the definition derived in Step 4 and will be

adopted, albeit slightly modified, to be more specific, referring to a single entity rather than multiple entities.

Step 9 Check against the five rules
This is a definition by genus and difference and satisfies Rules 1 to 5.

Step 10 Report the derived definition
The derived definition is as follows:

- Governance = the system by which an entity is directed and controlled.

Note that the following are not included in this definition: behaviour, decision making, strategy (and the influence of ethics upon it), rationalising, coordinating and leadership. It is defined in terms of how we do whatever it is that we choose to do and not in terms of what we do or intend to do. What we intend to do is strategy.

Define "Government"

Step 1 Define derivative or component terms
Government is derived from the root word "govern" with the suffix "-ment" added. "-ment" is a noun forming abstract suffix. Abstract suffixes may denote "act, state, quality, etc." (Nesfield 1917 (1982), p. 181). This term refers to an entity rather than an act. State or quality are inapplicable, without the qualification of a preceding adjective such as good or bad. An "etc" is therefore required, so it is necessary to proceed with the full analysis.

Step 2 Survey lexical usage

Table 3

Definitions of government

Dictionary	Definition of government (All sourced on 26/2/2014)
Business	A group of people that governs a community or unit. It sets and administers public policy and exercises executive, political and sovereign power through customs, institutions and laws within a state.
Cambridge	The group of people who officially control a country

Collins	1. the exercise of political authority over the actions, affairs, etc, of a political unit, people, etc, as well as the performance of certain functions for this unit or body; the action of governing; political rule and administration
	2. the system or form by which a community, etc, is ruled
	3.
	    1. the executive policy-making body of a political unit, community, etc; ministry or administration
	    2. (*capital when of a specific country*)
	4. The state and its administration
	5. regulation; direction

Concise Oxford	More modern word for governance; portion of a country ruled by a governor, province; System of governing, form of polity;

	Body or successive bodies of persons governing a State, the State as an agent, an administration or ministry
Dictionary.com	**1.** the political direction and <u>control</u> exercised over the actions of the members, citizens, or inhabitants of communities, societies and states; direction of the affairs of a state, <u>community</u>, etc.; political administration. **2.** the form or system of rule by <u>which</u> a state, community, etc., is governed: *monarchical government; episcopal government.* **3.** the governing body of persons in a state, community, etc.; administration. **4.** a branch or service of the supreme authority of a state or nation, taken as representing the whole. **5. a.** the particular group of persons forming the cabinet at any given time. **b.** the parliament along with the cabinet.
Longman	the group of people who govern a country or state
Macmillan	<u>the</u> <u>people</u> <u>who</u> <u>control</u> <u>a</u> <u>country</u>, <u>region</u>, <u>or</u> <u>town</u> <u>and</u> <u>make</u> <u>decisions</u> <u>about</u> <u>its</u> <u>laws</u> <u>and</u> <u>taxes</u>
Macquarie	Not accessible

Merriam-Webster	: the group of people who control and make decisions for a country, state, etc.
	 : a particular system used for controlling a country, state, etc.
	 : the process or manner of controlling a country, state, etc.
	 Full definition
	 1 **:** the act or process of governing; *specifically* **:** authoritative direction or control
	 2 *obsolete* **:** moral conduct or behavior **:** DISCRETION
	 3 *a* **:** the office, authority, or function of governing
	   b obsolete **:** the term during which a governing official holds office
	 4 **:** the continuous exercise of authority over and the performance of functions for a political unit **:** RULE
	 5 *a* **:** the organization, machinery, or agency through which a political unit exercises authority and performs functions and which is usually classified according to the distribution of power within it
	   b **:** the complex of political institutions, laws and customs through which the function of governing is carried out
	 6 **:** the body of persons that constitutes the governing authority of a political unit or organization:

Oxford	the group of people with the authority to govern a country or state; a particular ministry in office the system by which a state or community is governed the action or manner of controlling or regulating a state, organization, or people:
The free dictionary	**1.** The act or process of governing, especially the control and administration of public policy in a political unit. **2.** The office, function, or authority of a governing individual or body. **3.** Exercise of authority in a political unit; rule. **4.** The agency or apparatus through which a governing individual or body functions and exercises authority. **5.** A governing body or organization, as: **a.** The ruling political party or coalition of political parties in a parliamentary system.

*Corresponding Author: Steve McGrath *email: kasmac99@yahoo.com.au

	b. The cabinet in a parliamentary system. **c.** The persons who make up a governing body. **6.** A system or policy by which a political unit is governed. **7.** Administration or management of an organization, business, or institution. **8.** Political science.

Wiktionary	1. The body with the power to make and/or enforce laws to control a country, land area, people or organization.
	    2. A group of people who hold a monopoly on the legitimate use of force in a given territory.
	3. The state and its administration viewed as the ruling political power
	    4. (*uncountable*) The management or control of a system.
	5. The tenure of a chief of state.

Step 3 Analyse lexical usage

Most definitions in Table 3 refer to a group of people who control, govern and/ or enforce. In colloquial usage, this is the sense of the word that would be understood when referring to "the government". Given the approval processes within government departments, it is most unlikely that any government employee would confuse their role as a part of government with that of the controlling political group, whether they are within a totalitarian regime or a democracy where this separation of powers between the political and administrative arms of government is a fundamental principle. A suitable definition of "a government" or "the government" (i.e. as an entity (in its totality)) would therefore be the group of people with authority to govern, in line with the consensus in Table 3, recognising the responsibility of that group of people to determine strategy and steer its course by controlling the machinery of government.

Many of the definitions in Table 3 also refer to the system and the Merriam-Webster definition refers to organisation, machinery or agency. Wiktionary also mentions administration. A possible definition of "government" would therefore be the system (organization, administration, machinery, or agency) through which a political unit governs. This combines "system" from many of the Table 3 definitions with the detail of part of the Merriam-Webster definition. The term "form" has not been included as this is a sub-classification, as demonstrated by the monarchical and episcopal examples given by Dictionary.com. While the term "system" could be taken to include "form", it is a term with a much wider meaning and does not itself imply any particular form or type or brand. However this arrives at virtually the same definition as governance and we are seeking to remove confusion. To resolve this, the term governance rather than government will be used for the system of governing. This has the by-product of removing confusion with the private sector. The term "government" will only be used to refer to an entity in its totality, which governs a geographic area. This covers dictatorships through to parliamentary democracies and also distinguishes from publicly listed companies, religions and other organisations established for any other purpose.

Step 4 Develop a connotative (intensional) conventional definition

The definition of government that will therefore be proposed is an entity that governs a geographic area.

Step 5 Report academic review of definitions
This has been addressed under governance

Step 6 Remove unwarranted inclusions
There are no unwarranted inclusions.

Step 7 Remove mixed content/ process meanings
None present.

Step 8 Reduce divergence/ consider additional inclusions
None present or required.

Step 9 Check against the five rules
This is a definition by genus and difference and satisfies Rules 1 to 5.

Step 10 Report the derived definition
The derived definition is as follows:
- Government = an entity that controls a geographic area.

Define "Organisational governance"

Step 1 Define derivative or component terms
The term "governance" has been previously defined and the term "organisational" does not need a separate definitional exercise, removing the need for Steps 2 and 3.

Step 4 Develop a definition that is connotative (intensional) conventional
Organisational governance can therefore be simply defined as governance applied to an organisation, or governance of an organisation, or the direction and control of an organisation. We could then regard the task as complete. However the question of accountability raised in the governance definition is not so easily dismissed once the organisational dimension is added and this needs further consideration.

Step 5 Report academic review of definitions
This has been addressed under governance.

Step 6 Remove unwarranted inclusions
Accountability is meaningless for a machine or a despot or a King whose subjects accept he has power of life and death over them. So could accountability be just another artifice purloined by a pressure group to manipulate an outcome through obligating the powerful to become constrained by ethics or social conscience? This would be supported by an argument that accountability may be either included within the rules or not and is therefore an optional aspect of organisational governance arrangements, not an inherent aspect of governance itself. However there is one critical aspect that mitigates this argument: that is that none of the terms thus far defined have had to deal with the sharing of authority. This means that the boundary conditions of the system for human organisations, where people participate in determining how authority will be exercised, have to be accommodated in the definition of organisational governance.

Any human organisation where people share power will require some form of accountability mechanism to inform or satisfy the interests of participants. One purpose of democracy is prevention of excesses by individuals holding office (Hume & Mossner 1969; Locke & Macpherson 1980; Mill & Rapaport 1978; Rousseau 1998). Therefore, although governance can exist without accountability, accountability is present to some degree whenever a group of people come together, even if this is only inter-personal accountability. Holding a more formal group meeting with a decision maker or a representative present is also a form of accountability mechanism, whether the group is constituted to decide or not, as it allows attendees to express opinion and influence matters. It may also impose some feeling of obligation on the decision maker or representative to explain or justify their actions or proposals.

The system of government in Britain, following sealing of the Magna Carta in 1215 at Runnymead, evolved over centuries by way of constant tension between King, Nobles, the middle class and the Church (Macfarlane 2000). There was a constant struggle for power within an institutional system where no one group could ever completely dominate the others, as happened with monarchies in Europe until the French revolution. So accountability was embedded within the British system via a means of everyone protecting their interests, rather than via any moral obligation on a king to "be good".

The concept of accountability is highly relevant to organisations whose shareholders (or tax-payers or members) need to be able to hold their agents to account and with whom there is some form of obligation or contractual or legal relationship or responsibility. Introducing the concept of accountability at this point is a suitable means to accommodate the change in boundary conditions that adding the prefix "organisational" to the word "governance" introduces.

We can then revert to selecting from the same two definitions we selected from in the definition of governance, but qualified to include accountability. To restrict such a definition to a process, which includes the lower level of procedure would not seem to do justice to the definition. So a combination of the derived Cadbury (1992) and Australian National Audit Office (2003) definitions will be proposed to define organisational governance as "the system by which an organisation is directed, controlled and held to account".

Step 7 Remove mixed content/ process meanings
None present.

Step 8 Remove remaining divergence
None remaining.

Step 9 Check against the five rules
This is a definition by genus and difference and satisfies Rules 1 to 5.

Step 10 Report the derived definition
The derived definition is as follows:
- Organisational governance = the system by which an organisation is directed, controlled and held to account.

Define "Organisational governance arrangements"

Step 1 Define derivative or component terms
Although this is a compound term, it is not appropriate to define this term by its components, as arrangements have not been previously defined and their meaning is not precise.

Steps 2 and 3
Not appropriate for a compound term of this nature.

Step 4 Develop a connotative (intensional) conventional definition
This term will be defined by operation with the generic intension being "how" and not "what". Organisational governance arrangements will be defined as the structure (component parts, inter-relationships), positions (roles, responsibilities, pay levels and numbers), rules (written and unwritten, including policies, procedures, codes, methodologies and conventions), decision making processes (including financial and other delegations, as well as approval processes) and reporting arrangements (annual, financial, progress, assurance, regulatory, stakeholder). These are proposed as the key elements of the governance system, which are the means of controlling and distributing power and represent how an entity is programmed to act and how the entity does what it does.

Step 5 Report academic review of definitions
This has been addressed under governance

Step 6 Remove unwarranted inclusions
There are no unwarranted inclusions.

Step 7 Remove mixed content/ process meanings
None present.

Step 8 Reduce divergence/ consider additional inclusions
There are no known additional inclusions required.

Step 9 Check against the five rules
Not applicable to an operational definition.

Step 10 Report the derived definition
The derived definition is as follows:
- Organisational governance arrangements = an entity's structure (component parts, inter-relationships), positions (roles, responsibilities, pay levels and numbers), rules (written and unwritten, including policies, procedures, codes, methodologies and conventions), decision making processes (including financial and other delegations, as well as approval processes) and reporting arrangements (annual, financial, progress, assurance, regulatory, stakeholder).

Define "Corporate governance"

Step 1 Define derivative or component terms
The term "governance" has been previously defined and the term "corporate" does not need a separate definitional exercise, removing the need for Steps 2 and 3.

Step 4 Develop a connotative (intensional) conventional definition
As mentioned in determining the group order of definition, this term will be defined in terms of its components as the governance of a corporation. This is a sub-set of organisational governance. Organisational governance however also applies to government departments as well. Its definitional intension is the same for corporations as for government departments, although its extensions differ. As discussed earlier, the point of departure between governance and corporate governance is the sharing of power among people of equal constituted authority.

Step 5 Report academic review of definitions
This has been addressed under governance.

Step 6 Remove unwarranted inclusions
None remain.

Step 7 Remove mixed content/ process meanings
None present.

Step 8 Reduce divergence/ consider additional inclusions
No divergence remans.

Step 9 Check against the five rules
This is a definition by genus and difference and satisfies Rules 1 to 5.

Step 10 Report the derived definition
The derived definition is as follows:
- Corporate governance = the organisational governance of a corporation = the system by which a corporation is directed, controlled and held to account.

Define "Project governance"

Step 1 Define derivative or component terms
The term "governance" has been previously defined and the term "project" is adequately defined in the Project Management Institute. (2013) definition of a project as "a temporary endeavour undertaken to create a unique product, service or result". This definition is very well known and will be accepted. It does not require lexical survey, removing the need for Steps 2 and 3.

Step 4 Develop a connotative (intensional) conventional definition
Governance has been defined as the system by which an entity is governed (directed and controlled). Combining these produces the following definition: The system by which a project is governed (directed and controlled).

Step 5 Report academic review of definitions
Addressed under governance.

Step 6 Remove unwarranted inclusions
None remain.

Step 7 Remove mixed content/ process meanings
None present.

Step 8 Reduce divergence/ consider additional inclusions
No divergence remains.

Step 9 Check against the five rules
This is a definition by genus and difference and satisfies Rules 1 to 5.

Step 10 Report the derived definition
The derived definition is as follows:
- Project governance = the governance of a project = the system by which a project is directed and controlled.

Group rules post definition

Cross check 1 Consistency within group
The definitional method has not resulted in any inconsistency between terms in this group.

Cross check 2 Consistency with terms outside the group
There is no known overlap of meaning of any of the above group of terms with any other term outside the group that would prevent the definitions being accepted.

Summary of definitions

The following definitions resulted from application of the derived method:
- Govern = direct and control.
- Governance = the system by which an entity is directed and controlled.
- Government = an entity that controls a geographic area.
- Organisational governance = the system by which an organisation is directed, controlled and held to account.
- Organisational governance arrangements = an entity's structure (component parts, inter-relationships), positions (roles, responsibilities, pay levels and numbers), rules (written and unwritten, including policies, procedures, codes, methodologies and conventions), decision making processes (including financial and other delegations, as well as approval processes) and reporting arrangements (annual, financial, progress, assurance, regulatory, stakeholder).

- Corporate governance = the organisational governance of a corporation = the system by which a corporation is directed and controlled and held to account.
- Project governance = the organisational governance of a project = the system by which a project is directed and controlled and held to account.

Figure 2 gives a diagrammatic framework for governing an organisational entity and provides a conceptual representation of the above definitions.

Figure 2
Framework for governing an organisational entity
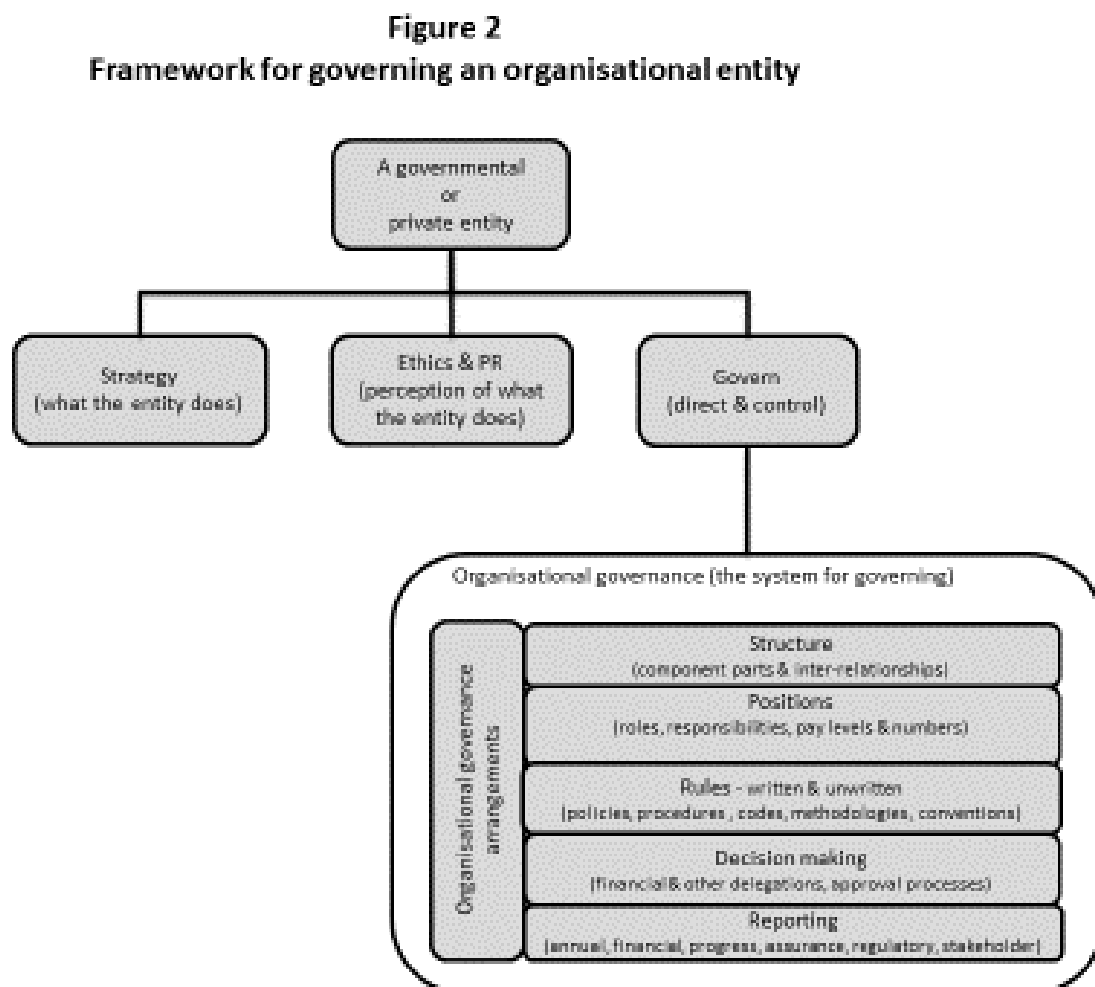
Analysis

Ignoring the conventional approach to governance of considering agency theory, stewardship theory, stakeholder theory, transaction cost theory and/ or resource dependence theory, as stated at the outset of the methodology section, did not inhibit our ability to derive robust definitions. These theories also would not have assisted in any meaningful way. We investigated why this might be the case and searched for clues in Tricker's 1984 book on the subject that became a seminal text in the corporate governance field.

Tricker did not formally define governance, although he approached it in saying "All human societies need governing, wherever power is exercised to direct, control and regulate activities that affect people's interests. Governance involves the derivation, use and limitation of such powers. It identifies rights and responsibilities, legitimises actions and determines accountability." Tricker (1984, p. 8) The similarity between this and elements of Cadbury's 1992 definition is obvious. However, in implying that governance is necessary wherever

power is exercised, Tricker acknowledged a generic characteristic of governance that he did not pursue. He proceeded in a combined accounting and legal direction in addressing the difficulties that the mid-nineteenth century conceptual invention of the joint-stock company inadvertently created when it did not envisage the circumstance of one company owning another. He did not distinguish between governance and corporate governance.

This appears to have had the effect of arrogating the term governance to accounting and legal purposes. Whether this was intentional or not, this association was certainly well received by one potential beneficiary, as evidenced by the breathless, effusive ebullience of Vinten (2002, pp. 29,30) in declaring "Turnbull has been greeted as the internal auditor charter, lifting internal audit into the heady clouds of corporate governance. It has been completely transformed from ugly duckling to swan." (Note: Vinten (2002, p. 27) refers to "the sons of Cadbury: Rutteman, Greenbury, Hampel and finally Turnbull." These followed publication of the Cadbury report in the UK.)

It is perhaps not surprising that confusion has followed for those not working in the joint-stock company environment from an accounting and or legal perspective. For example Cepiku (2013, pp. 4, 5) notes that "… an "industry" of the governance term … has gained ground both in the academic debate and in the political and managerial rhetoric, often at the expense of the "government" term". The joint-stock company model spawns transaction, stakeholder and resource considerations and these are relevant to corporate governance but not to governance generally, where the joint-stock model is not the starting point. The division of responsibility in a joint-stock company with multiple owners, designed to ensure no one person has powers of decision, is inimical to government organisations where one person must have the power of decision, namely the minister of the particular department. Applying the joint-stock company model to government lends the appearance of democracy in an unhelpful way. It is a pseudo-democratic artefact that attempts to garner moral support from that association, but actually serves to confuse determination of organisational governance arrangements for government agencies. It should also be noted that the term public governance has deliberately not been included in the terms defined above as it is an unnecessary product of the confusion resulting from failing to distinguish between the terms governance and corporate governance.

The term corporate governance has exceeded its bounds in another way as well. A Google search of Tricker's governance model images on 1/03/2015 indicates a diagrammatic recognition of a distinction between conformance and performance activities. This arrogates business strategy to a subservient role under the corporate governance umbrella. While the term governance sounds far more important than business strategy and can therefore garner increased ability to influence, application of the method in this paper indicates that strategy is actually the higher order activity. The power to govern the "machine" of a public or private enterprise is a necessary part of achieving an outcome, but not the end in itself. Power is not harnessed without some purpose. Whether that purpose is fickle or noble is immaterial to the definitional argument. Governance is the means, not the purpose. This has significant implications for governance theory.

Observations and Conclusion

Definitional confusion has been recognised as problematic for the last 2,500 years and the paper demonstrates that confusion currently exists around the term governance. To resolve this, a pre-existing method for resolving the definitions of a group of conceptual terms was sought, but none was found and so a method was developed. This drew from the field of linguistics, developing a number of "hygiene" rules set within the context of a systems approach to the group of terms before applying a process of logical reduction to the individual terms. This method was then applied to a group of key governance terms with the objective of developing a mutually consistent set of definitions. The resulting definitions were then conceptualised into a diagram showing the various governance components.

Application of this method to the governance arena results in:
- exclusion of some items that have been purloined into existing definitions of governance, notably strategy and ethics
- relegation to organisational governance arrangements of some items that have been seen by some as part of governance, thereby separating process from content
- exclusion of accountability from the definition of governance and inclusion of accountability in the definition of organisational governance.

The terms developed are generic and are applicable across the whole governance ambit - national and international, private and governmental as well as political power structures of whatever nature - democratic, autocratic, monarchical, dictatorial, communist or other form.

In developing these definitions, the mixing of concepts and frameworks was anticipated to be a major source of confusion and the method of analysis was specifically designed to remove this by including Step 8d). However in applying the method, another source of confusion became apparent, namely failure to separate content from process, leading to the addition of Step 7 to the method. It was applied to governance by excising what is being done from how it is being done, listing the key elements of "how" under "organisational governance arrangements".

Adoption and use of the definitions developed in this paper will contribute to producing organisational governance arrangements that:
1. separate the how (governance and process) from the what (content and strategy)
2. remove the incompatible influence of competing frameworks (resulting in outcomes that serve the community rather than sectional interests) and
3. do not confuse or mix (subversive) democratic and authoritarian artifacts (competitive and co-operative structures).

The implications of this work for governance theory is that rationalised definition of governance and its associated terms derived above can facilitate a move towards a common understanding of the boundaries and limitations of governance that progresses from complexity to simplicity, from an imprecise concept to an understandable practice, from a very important sounding idea that has been hijacked by various interests to gain advantage and influence, to a lean social tool which can be put to use for the benefit of organisations, whether public, charitable or private.

The benefit of this work for practice is clarity - resulting in the avoidance of confusion and misunderstanding, together with their consequent waste of time, resources and money, benefiting organisations both public and private as well as their taxpayers and shareholders.

There are also potential implications for both theory and practice in fields not necessarily related to governance. Any area with terminology that is either producing dysfunction or moving towards essential contestability could potentially address this using the generic methodology developed in this paper.

There are many other terms that have a relationship with the governance arena that are the subject of similar definitional confusion, such as power, ethics and strategy, together with other terms that overlap with general management, such as stakeholders, responsibility and accountability. These also warrant detailed consideration that are well beyond the space limitations of this paper and will be the subject of further consideration.

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About the authors

Stephen Keith McGrath is a Civil Engineer, a Fellow of the Institution of Engineers, Australia and an AIPM Certified Practicing Project Director, with 40 years of experience in developing, planning and delivering civil infrastructure projects as well as strategy and business development projects in the roads, busways, rail, marine and aviation areas. He also led the team that developed the Queensland Department of Transport and Main Roads "OnQ" project management system that has now been used in delivering more than $20B of civil infrastructure and business development/ICT projects. He has had long practical involvement with and more recent academic interest in the cross-impacts of "generic" project, programme and portfolio management methodology and terminology between the civil infrastructure and ICT areas, with a focus on governance. He is currently undertaking a PhD in project management at the University of Southern Queensland.

Dr Stephen Jonathan Whitty is a Senior Lecturer in Project Management at the University of Southern Queensland, Australia. His role includes leading project management research, and directing postgraduate project management teaching programmes for which he has been recognised nationally for his contributions to developing postgraduate learning outcomes. His unique evolutionary approach to project management research considers all matters pertaining to projects and project management and examines them against the framework of evolution by natural, social, cultural and memetic section. He also contributes to the literature on complexity and philosophy in project management.