



# Tending your Board

**A seasonal guide to improving  
the way your Board works**

**A joint publication from *bassac*  
and the Governance Hub**

# Introduction

Working to improve your Board is like gardening. There are some things that are true everywhere, based on good evidence and plenty of experience, and some that depend on your circumstances or your own taste and style. You can't hurry a garden and similarly you can't get many quick wins with a Board; it takes time and patience, but benefits from a clear picture of the end point. The process is organic and emerges from the interplay between forces. Some things you can only do once a year, others are good practice the year round.

When you first take on responsibility for a Board – as chair or chief officer, just as when you face a new garden for the first time, you may have inherited a well managed and productive set up or the whole thing may require radical cutting back. The surgery may be cosmetic or fundamental but the result needs to be carefully considered from the outset. If things are already well run, you may have different tastes to your predecessor or wish to produce different results. Bringing improvement to your governing processes is a constant process, not something you can do once (or once a year) and leave to become overgrown and unbalanced in the interim.

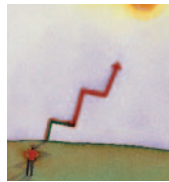
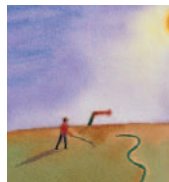
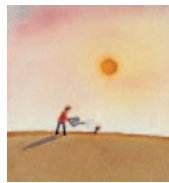
Whilst there has been plenty of good advice, and some excellent training opportunities available to the sector, many organisations are still struggling to find the time or the priority to improve the way they handle key decision-making processes. The potting shed is a place to experiment and to work with new seedlings that are too vulnerable to face the full demands of the outside. In a similar manner, many people who have succeeded in improving their governance have done so in small steps, fragile at first but given nurture and sensitive care developing into significant building blocks.

The suggestions for improving your Board's performance here are nothing new. They are grouped into monthly themes to help to make this useful to busy trustees and managers. Evidently, some of the issues are best faced at the time of year indicated but most can be handled when it is appropriate. Trying to do everything will just not be possible, so examine the resources necessary to the task and find the means of releasing them. Similarly, not everything here will be relevant to your organisation. Be selective and creative in trying to improve your practice. If you meet on a quarterly basis, perhaps this guide can help with three years rather than trying to get it all handled in one! Because no one looks long and hard at your governance arrangements, they are often seen as burdensome and draining. With effective prioritising of them, your Board can become a real asset to the organisation.



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# October

## Chair and chief officer

- Commit about a day a week (20%) of the chief officer's time to matters of governance – most of this will be focused on working with the chair and Board members, writing papers and developing effective participation – if you don't commit plenty of resource, the organisation will suffer
- The chief officer and chair are linchpins in making the Board function effectively – they should be meeting regularly to consider developments and to assess progress – where these meetings work well, the integration of management and governance perspectives can boost the organisation's performance significantly
- Keep the support and development needs of both chair and chief officer under review – both may gain from additional support such as mentoring, buddying or coaching – new areas of work may mean that both need further training

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# November

## Induction

- Give new Board members time with key staff to discuss the organisation and how the Board can play its role better; introduce them to all the staff and invite them to social events
- Give new Board members time alone with both the chair and chief officer to explore how they can best contribute to the organisation's life as a Board member
- Provide every Board member with a role description outlining the key role trustees play in your organisation – you can use the National Occupational Standards for Trustees and Management Committee Members to ensure you reflect a full sense of the ordinary members' functions.
- Help new Board members to become effective in meetings by providing time to go over the papers beforehand and to debrief afterwards – make clear how useful constructive participation can be
- Hold a skills and knowledge audit of Board members once a year – ask everyone to complete a simple form and set the results against the needs of the organisation over the coming three years

## Clearing the deadwood

Gardening is about giving plants the food and space to flourish. This is a great time to consider how you plan to develop the Board in the coming year. You may need to look carefully at the individual members of your Board and make judgements about their contribution to the work of the organisation. Not all Board members are right for all phases of development; indeed some can be downright resistant. This is not about disagreement over policy; it's more about supporting an organisational culture of positive debate and critical enquiry. Where Board members are less successful, they can hinder the development of new thinking relevant to a changing environment and may even make meetings difficult for new members.

Renewing the membership of established Boards is a sensitive matter but can be critical for the future of the mission of the organisation. Finding fault with Board members is not helpful and all the personal maturity and skills of both chair and chief officer are often needed to make such changes successful. Being clear about what is expected of Board members is very useful in handling poor performance. Honest discussion of these requirements can often enable feedback to be tuned to the individual and their motivation explored. They may be able to contribute to the changing organisation in other ways which better use their skills and interests.

Low level conflict often hampers Boards from providing the sort of dynamic leadership needed by successful organisations. It can sap energy and stay unexplored for years. Some Boards remain unable to handle key issues due to undisclosed disquiet or anxiety. This can make meetings stale and the decisions are often poor as a result. Exploring the nature of the conflict need not be destructive but if handled with a mixture of leadership and counsel, can enable the whole Board to move on to a new level of discussion. The costs of allowing old wood to clog the working of the Board are often unconsidered; the benefits of effective and imaginative resolution can be dramatic.



# Winter

## December

- Give each Board member a role description that lays out their role in the organisation and encourages them to use their role to expand the opportunities of the organisation
- Give the officers (chair, secretary and treasurer) a description for their officer role as well – hold them to it and take time to give effective feedback once a year on how the role has been fulfilled
- Reward effective Board behaviour by highlighting it
- Ensure all Board members are aware that as trustees they represent no one – they are collectively responsible for safeguarding the mission of the whole organisation, however they were selected or recruited
- Always ensure that you have entered all general conflicts of interest in the organisation's register – also offer Board members opportunity to express conflicts of interest at the beginning of each meeting, in case an agenda item might offer them or their family exceptional influence or benefit



### Working as a team

- Emphasise the value of team players to the Board – help individuals see how they can fit with others who have different backgrounds, approaches or values
- Provide your chair with training on facilitation so that they have the skills and feel confident in helping the Board come to a shared decision that everyone can support
- Give the contact details of all Board members to everyone else on the Board – keep them up-to-date and encourage Board members to discuss matters outside the meetings
- Ensure the chair is willing and able to act as a sounding board for other Board members – encourage members to contact the chair about concerns or issues not appearing on the agenda
- When time limited tasks need completing, avoid long discussion in the Board – delegate the task to a small working group who can bring their considered recommendations back to the Board for ratification – this allows you to draw in additional expertise and wider voices without holding up Board business



# January

## Agendas and minutes

- Have a consent agenda – list regular items like routine reports, minutes of previous meeting and non-contentious items that can be taken together early in the meeting without discussion (or by consent) – if a Board member wants to raise anything about these items, they need to let the chair know in advance so timings can be adjusted
- Prepare Board minutes quickly after the meeting and circulate a draft set within ten working days – leave them any later and memory of the discussion will have faded – invite changes to be offered by a deadline and then circulate the final draft with the papers of the following meeting for agreement there
- Consider the purpose of the minutes – in some cases, they can be limited to the decision alone whilst in others you may want to show some of the reasoning used to reach the decision – this makes for more transparent meetings and sometimes when challenged, good Board minutes provide a robust defence against negative coverage
- Issue a short email to all staff (and Board members) after each meeting summarising the main business and key decisions – include reasons for controversial issues – invite staff to share their ideas and comments and listen carefully (they may be right!)
- Deliver the papers for the next meeting at least a week ahead – try to reduce tabled papers and verbal reports to the absolute minimum – give space for informed discussion and to reach high levels of consensus



## Using growbags

Many organisations take time out each year to consider the longer term issues facing them. This can take the form of a more extended period – often a full day event held on a Saturday – at which the Board are joined by staff and perhaps key partners. Such Away Day events have become commonplace in the voluntary and community sector and offer a useful opportunity to build the team working across the organisation and to explore complex matters at some leisure.

Decisions have to be made early to get the best from an Away Day. Good attendance is critical to achieving a real sense of participation and effective interaction. So set the date at least six months ahead and ensure that everyone knows it is an expected part of their role to attend. This timeframe can also help to allow you to book the right venue. Holding such events in the normal working environment of the Board or staff has proved unhelpful. It is generally better to take everyone away to a pleasant setting where they can relax whilst looking at the business of the organisation in a new light. If you plan ahead, the costs of such a place can be reflected in your budgets and you can ensure you have the income to cover them.

# February

## Interest and commitment

- Keep Board meetings creative and lively – never let the mundane business squeeze out the energy, commitment and motivation of Board members
- Busy managers and stretched volunteers want to ensure their time is well spent – good meetings create a sense that you really want to attend the next, because you are respected and your opinion heard – but also because you have real influence on things that matter to you
- Involving trustees in operational matters can be problematic unless the role is clearly distinguished – the value is that it can offer trustees a way of getting under the skin of the organisation – their interest can be transformed by exposure to the reality of the work
- Draw on the experience of particular trustees to lead on particular aspects of the Board's work – perhaps give each Board member a particular portfolio of responsibilities that matches their skills and knowledge – use their energy to improve the awareness of staff and other trustees

# Spring

The agenda of the Away Day will depend on the phase of development you have reached. Many Boards use the time to consider the organisation's strategic development. You may have a significant change underway such as moving toward earning more income from community enterprise or seeking to involve your users more effectively in the organisation. These developments can provide a theme for the Day. Ensure that you offer a range of learning styles in the Away Day. Some people – amongst staff, Board and partners – will be keen to look at the practical implications of the issue, whilst others will focus attention on the theory and framework. Whatever you do, make sure the day has some good food and elements of fun and reward!



## Committee structure

- **Keep Board numbers appropriate for the stage of development – for quick task focused discussion, keep the numbers lower; for wider-ranging consensus building discussion, where many views are valuable, numbers can be greater**
- **Board structures must be clear about the added value they bring to the organisation – everyone wants to be clear on their role and to feel confident in offering advice and support that will have an effect**
- **Consider whether you need standing committees such as finance or personnel – they take much energy to maintain and for small organisations can drain central resources – however they also allow a wider range of non-Board voices to be represented**
- **Consider using working groups to tackle specific time limited pieces of work – mix people with experience or expertise in that field with a few key trustees – make sure the groups have clear terms of reference and know when and to whom they are reporting**
- **Consider whether you need an executive group that is delegated power to make decisions on behalf of the full Board – if so, make sure they remain truly accountable to the full Board and do not take over**

## March

### Conflict

- **Address low level conflict and disaffection directly – letting it simmer will only allow it to be seen as acceptable behaviour**
- **Conflict is to be expected at Board meetings but people handle conflict very differently – Board members who become angry and abusive must be firmly shown that such behaviour is unacceptable – but a Board without conflict is probably not handling the right issues!**
- **Emphasise that Board members have differing perspectives and in pursuit of the strategic goals, they will see matters differently – uncertainty and disquiet needs to come to the surface to inform effective decisions**
- **Confidentiality is critical to good decisions – no Board member should talk about Board business to those not there without the explicit agreement of the chair**
- **As ambassadors of the organisation, Board members should always support the decisions made by the Board to the staff and in public whatever their personal views**
- **Public statements of the Board's support of the chief officer are important symbols of the affinity of the governance and management of the organisation – appreciation of staff and Board efforts are also regularly appropriate at public events**

# April

## Board business

- Plan your Board meetings ahead – at least six months – to allow proper focus on the critical matters – have an annual cycle of key concerns to handle together
- Set aside time before the meeting for the Board to meet outside a Board meeting – to allow a subject to be discussed in depth, to allow Board members to learn or to relax together
- Provide interesting and varied food before each Board meeting – try to make the food an opportunity to talk with quieter members of the Board rather than gossip with the loud ones
- Keep Board papers short and direct – make it clear what the purpose of the discussion or decision really is – offer background papers where necessary but don't include all the detail in the main paper
- Offer your chief officer an opportunity at each meeting to share what is keeping them awake at night – this keeps the relationship human and caring – and the pressing issues are raised informally
- Try to provide the Board with papers that show clear recommendations – where possible, offer two or three clear alternatives and invite the Board to decide which should be the principal option
- Give Board meetings shape by using different methods of discussion – try small groups or sometimes invite people to speak in turn around the whole group so everyone has air time; for difficult issues, use an outside facilitator
- In each meeting, try to tackle in depth only one key strategic issue – give it enough space and time to allow Board members to engage with the important factors not just to decide

## What's in your shed?

Most people keep a riot of tools and resources in their garden sheds. A few keep them tidy! For the governance gardener, their shed can be a set of tools and approaches that may be drawn on in differing circumstances. This box offers an introduction to some of the methods for Board development that you should keep to hand.

### Buddying

Board members find that having someone else in a similar situation to themselves to check things out with can be immensely valuable. Particularly when you are new to the Board, it is often difficult to get clear how best to contribute. Having a buddy to help review the papers before the meeting and consider the discussion afterwards, can give you real understanding quickly.

# May

## Composition of the Board

- Try to have a mixture on your Board of long term members, those who have become used to the ways of the Board, and newcomers – if everyone is a long-term member, you may need to renew the Board urgently
- Focus equally on skills, networks and knowledge and on diversity and equality – the Board needs to be adequately representative and skilled
- Think through how you can ensure you cover the full range of standards in the National Occupational Standards for Trustees and Management Committee Members – they provide a way to ensure you cover all the necessary areas
- If your governing documents allow, consider carefully using co-options to recruit useful skills and balance the Board
- Advisors are invaluable occasional visitors to the Board – grow an awareness of when advice is necessary – work with advisors to ensure they are fully inducted into the organisation, so their advice is accurate and appropriate
- Make efforts from about May each year to recruit new Board members who reflect the needs of the organisation and Board – fill skill and knowledge gaps revealed by your audit (see November)



## Networks

Learning about different Boards can give you new ways of handling business and process in your own Board. Meeting up with other trustees across a geographical area or around a particular sort of organisation allows members to learn about a whole range of matters that an individual Board can't hope to cover. Links with other similar Boards can help you to arrange exchanges and other links.

## Materials

Bringing together a range of materials that support Board member development is a good investment, perhaps with other local organisations. Keep a stock of simple and fun introductory materials for new Board members. There are many sources for fact sheets about the work of Boards. Great resources are available online and in hard copy. Some good publications and sources are listed on the final page.

# Summer

## Financial accountability

- Make sure the Board plays an informed part in all fundraising efforts – the chair and treasurer at least should be aware of key funding applications and particularly of the implications of any grant aid for the organisation
- Keep the whole Board aware of how money is being raised and spent – use regular management accounts to help them handle financial affairs confidently – make sure every Board member is able to understand the financial position of the organisation and challenge the figures when necessary
- Keep a log of the restrictions placed by donors and grant-makers on their gifts to the organisation – make sure you are using the money given for projects only for the purposes indicated by the agreement reached – keep restricted funds only for their designated purpose
- Help the treasurer get to grips with the distinctive character of charitable accounts – make sure they have examined the financial procedures and understand the way management accounts are drawn up – use the resources of the charity to make the role of treasurer as easy as possible
- Begin preparation for the financial audit well in advance so that you reduce the costs – systems and procedures help to make sure everything is in place and easily accessed

## Training

Increasingly organisations are expecting trustees to develop their own skills whilst volunteering in their Board role. Such training opportunities come in many forms. In some settings, a weekly or monthly meeting allows a group to learn together using methods such as action learning. In others, one-off day courses can introduce Board members to specific topics such as acting as a treasurer or risk assessment. Increasing use of the internet has allowed the development of online modular courses for Board members that offer flexibility and the opportunity to learn at home.



## June

### Board recruitment

- Broaden the sort of people on your Board by aiming to recruit only the very best Board member and ensuring that you target your recruitment in new and different places
- Use many different means of recruiting new Board members – try advertising the vacancy in the local supermarket or paper, try using a trustee bank or approaching a local school, firm or college for specific skills or knowledge
- Provide potential Board members with an attractive and intriguing pack of materials that whets their appetite and clearly explains roles and responsibilities without overwhelming them with paperwork
- Always include the National Occupational Standards for Trustees and Management Committee Members and a clear role description that builds on them
- Always interview potential Board members against a clear role description and do not be afraid of saying no if the match is not clear



# July

## Risk assessment

- Be aware that risk needs to be managed, not avoided – in fact, risk averse organisations are never going to be creative and ready to take up opportunities – learn from your mistakes and appreciate what failure offers
- Give plenty of thought to mitigating the risks to the organisation – look at how you might lose reputation, good will or support, not just how you might be defrauded or burgled
- Review your insurance, both its level and type – ensure you have competitive estimates regularly
- If you take professional advice, such as employing a consultant, do not be afraid to reject their advice – the Board has to be convinced that the proposed course of action is in the best interests of the organisation as a whole
- Be aware that chief officers (or other senior managers) can move on at any time and the Board needs to be prepared to handle the vacancy effectively – thinking ahead of time about what you would do is not undermining of your senior manager, it is prudent and shows an awareness of the value you place on their work
- Losing a Board chair (or treasurer) can put very real pressure on the organisation – again, valuing the role requires sensitive discussion about the succession and how to prepare adequately for the change – the earlier you can handle this the better
- Think through how a sudden or severe disaster should be handled, such as the building burning down or strongly adverse publicity – in these circumstances, you may need to delegate powers to a small group who can co-ordinate a response more effectively and keep the whole Board informed of their decisions



# August

## Inclusion and access

- If you recruit someone who is different from the majority of the Board, be prepared to change the way you do things and also take careful steps to support their participation – they may be younger, disabled, gay or be a second language speaker
- Seek out ways of hearing from particular groups by using community development and participation approaches – a young people's forum may be useful or a focus group may be more appropriate
- Good decisions are grounded in good information well used – consider how you can broaden the range of information available to the Board and management by listening to alternative voices
- Prepare an induction pack for new Board members including at least the key documents of the organisation (constitution, audited accounts, annual report, chief officer's JD), their role description, recent minutes and any current plans you are working on

## Different interests, same goals

Making good decisions that really stimulate the organisation to perform more effectively and that create fresh avenues for benefit for the community is difficult. Such decisions require loads of information and judgements from many perspectives. The only way of getting at this rich loamy mixture is to support the involvement of many interests in your discussions. Creating a community organisation which remains close to its roots in the area – whilst bringing effective change to bear on key problems – is complex and needs many voices to engage in getting it right.

Engaging users in the business of the organisation is vital to this process. Many organisations have elected users to join their Boards; others have established practical methods to help users make a collective and informed contribution to the Board's decisions. Whichever way you choose, a key factor to success is providing adequate support. With a diverse range of users, one way of engaging users will not allow the involvement of everyone. Different methods and approaches carefully crafted for the purpose and audience are more likely to work.

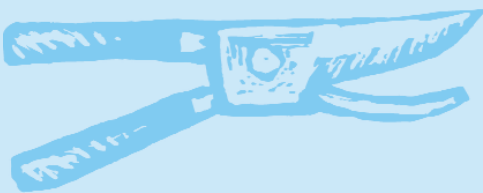
Staff and volunteers work with the Board to deliver the mission of the organisation. They have a strong interest in the way things are decided and many want to have their voice heard in those decisions. They often have valuable professional insights and may be exposed to the concerns of partners and users in a very direct way. Good relations between management, staff and the Board can produce huge benefits for users and clients.

# Autumn

## Board appraisal

- Change at Board level can be slow and steady or can go in leaps and bounds – preparing for the change is half the battle – discuss carefully where the Board is not performing and how it might be developed – show your support to weaker members without indicating that they can stay forever without changing
- Introduce the idea of assessing the performance of the Board by inviting ideas for improvement at the end of each meeting – and implement changes next time
- Invite a member of another Board to sit in and watch your Board work – invite them to offer observations and comments on participation, business, interaction and leadership
- Give feedback to both loud and quiet Board members – often the noisy member is not aware of dominating the meeting and the silent one does not realise the power of non-participation

Involving funders in your decisions at critical times can be very helpful. Where a funder is involved in supporting many organisations in similar situations, they can become a repository of wisdom and insight. Where a funder has a long term relationship with the organisation, they may be well placed to help you reflect on strategic options. They may also welcome being involved in discussions before a problem boils over into a crisis; solutions are often around, if only they are looked for early enough. Funders should not be the arbiters of decision-making in an independent organisation. However, as partners in achieving common goals, they can help to provide a sympathetic but critical perspective.



## September

### Planning and review

- Judge all business by the degree of strategic importance it holds – don't get bogged down in operational matters that can be sorted outside the Board meeting
- Take time to look back on the year in the life of your Board – consider what has been successful and what has proved less fruitful – introduce a discussion on your conclusions
- Use your AGM as a key marker and highlight of the year's cycle – it may be the only time of year some of your key partners visit on your terms – remember your donors, staff and volunteers – make sure you focus attention on the achievements of the organisation, on its needs for the future and give space for real discussion of the direction – be clear about the purpose of the AGM this year
- Prepare a welcome for new trustees and perhaps staff and other new volunteers – their energy will be high in the early days and you can make sure they feel a part of things

# Resources

**Learning to Fly: piloting your local voluntary or community organisation** is a leaflet about good governance for small voluntary and community organisations. It has been developed to accompany the new Code of Governance for the Voluntary and Community Sector.

[www.governancehub.org.uk](http://www.governancehub.org.uk)

**Governance Stories: a practical guide to setting up your management committee and sustaining its work**

by Shirley Otto and Jo Clifton

Published by Russell House Publishing

[www.russellhouse.co.uk](http://www.russellhouse.co.uk)

**National Occupational Standards for Trustees and Management Committee Members**

Forthcoming from the Workforce Hub at

[www.workforcehub.org.uk](http://www.workforcehub.org.uk)

**Trustee and Governance Information Centre**

Loads of good practice materials, policy and practice issues at [www.ncvo-vol.org.uk/tgt](http://www.ncvo-vol.org.uk/tgt)

**Getting Started** is a guide to starting a new community or voluntary group. Produced by Islington Voluntary Action Council and available as a download, the guide is designed to help with the sometimes confusing legal and practical steps involved in establishing a new group.

[www.ivac.org.uk](http://www.ivac.org.uk)

**Trustee Pathway** is a CD-ROM for trustees and those supporting them. Produced by Suffolk Association of Voluntary Organisations in partnership with NCVO and Lloyds TSB Foundation, it includes information, checklists, self-assessments, examples of best practice and audio clips.

[www.savvo.org.uk](http://www.savvo.org.uk)



## Governance Hub

The Governance Hub is a programme to improve the quality of the governance of voluntary and community organisations in England. It is an independent partnership of seven organisations who provide support to the voluntary and community sector – acevo, BTEG, Charity Trustee Networks, Volunteering England, NCVO, *bassac* and NACVS. The Hub is part of the Home Office ChangeUp strategy to strengthen the voluntary and community sector and is receiving funding from the Active Communities Unit for two years.

### The Governance Hub aims to:

- Promote trusteeship and get people from more diverse backgrounds involved
- Provide resources and services for trustees, boards and advisors who work with them
- Develop local support to increase knowledge and skills relating to governance and boards
- Work through partnerships at every level

For further information visit [www.governancehub.org.uk](http://www.governancehub.org.uk)

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## bassac

*bassac* is a membership organisation that represents and supports a national network of organisations, who provide services, community development support and host smaller community initiatives. Located in areas of deprivation, they strengthen neighbourhoods and increase opportunities for local people.

*bassac* aims to build stronger communities by supporting, advising and representing member organisations in key policy areas, information sharing and developing the multi-purpose approach. *bassac* applies members' local experience at national level in order to directly shape and influence policy that tackles social disadvantage.

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British Association of Settlements and Social Action Centres  
Company number: 2869337 Charity number: 1028784