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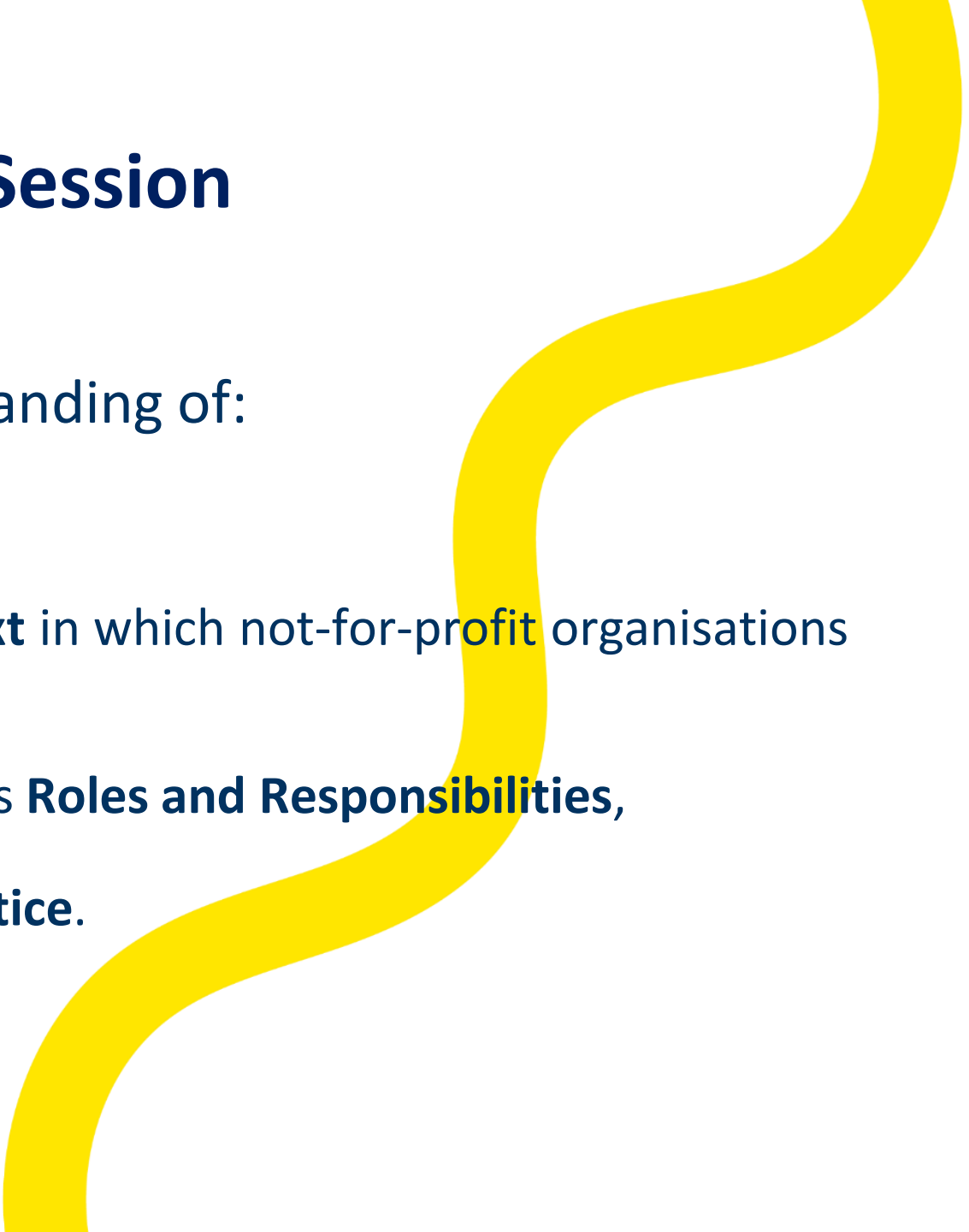
Lets get going on Governance Running a Successful Organisation & Getting the Job done

**Senan Turnbull for
Wicklow PPN
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Guiding nonprofits
carmichaelireland.ie

Purpose of this Session

To create an understanding of:

1. The **changing context** in which not-for-profit organisations operate,
 2. Committee members **Roles and Responsibilities**,
 3. Examining **best practice**.
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1. The Operational Context for Voluntary Organisations


Not-for-Profit Organisations

- Central to **quality of all of our lives** beyond what the state and business sectors provide.
- The **sector has led** on community development, health, youth, active aged, tourism, sport, arts, environment
- Historically it was fairly **informal** in its operations... but
- Attitudes & Expectations are changing

Changing Nature of Society

- **Trust** in the established order of leadership has broken down across our societies
 - Society now expects:
 - **Accountability**
 - **Transparency** and
 - **Integrity** in our political, business, public services **and** **voluntary organisations.**
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A New Context

- Requirements from members, funders, donors, beneficiaries and the public.
 - **'GOVERNANCE'** is the term which captures all of these legal and other expectations.
 - It's about achieving your objectives and minimising **RISK** to your **REPUTATION**
 - The development of **Codes of Governance**
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Governance

- “the duties and responsibilities of the directors to put in place systems and processes to ensure that the organisation achieves and sustains its objectives with integrity, and is managed in an effective, efficient, accountable and transparent manner.

(adapted from the Consultative Panel on the Governance of Charities, Irish Charities Regulator 2018)

Good Governance

- It's **NOT** about always making the 'right' decisions, but it's about having clear practices and processes to enable the making of the best possible decisions.
- *Good Governance is about adopting policies, procedures, plans, reports and structures to support the efficient effective, transparent and accountable running of an organisation.*
- Its how you do your business.
- It must be comprehensive and consistent



2. The Roles and Responsibilities of Committees

Importance of being a well-run organisation?

- Provides **assurance** to all stakeholders* that you are a well run organisation
- * *members, funders, sponsors, beneficiaries, other organisations in the specific sector, wider public, statutory, business and political interests* - its how they see you and how they talk about you
- Achieves **efficiencies**
- Attracts potential **new leaders**
- Gives members a sense of satisfaction because of **achievement and progress**

Roles & Responsibilities - 1

- Develop, own and review the Organisation's **Plan** (and Strategy)
- Ensure adequate **Resources** are provided to make the plan a reality
- Develop **Policies** to set out limits for the activities of the organisation
- **Delegate** work and hold people to account
- **Ensure** compliance with Legal Obligations
- Assess **Risk** and ensure it is managed

Roles & Responsibilities - 2

- Act in **good faith, honestly and responsibly** and in the organisation's interest
- Act in accordance with the organisation's **constitution**
- Not use company property/information/opportunity for **personal/third party gain** without shareholder approval/constitutional support
- Avoid **conflicts of interest** and with due **care, skill and diligence**
- Have regard to interests of **employees/members**
- Be, and be seen to be, **Accountable and Transparent** in all that you do

Roles & Responsibilities - 3

- Maintaining a **Register of Members**
- Maintaining **proper books of account**, portraying a 'true and fair' picture
- Preparing **annual financial statements** - having financial statements audited
- Holding an **AGM**-Providing a written report to company members
- Ensuring **minutes** of AGM/EGM, MC, sub-committees are kept
- Ensuring the **annual report** is completed and returned*
- Ensuring **legal obligations** are met



3. Examining Best Practice

1 Leadership

- Developing a 3/5 Year overall **strategy** as to where you want to be by then.
- Setting out **Annual Plans** to achieve what's in the Strategy
- Ensuring that all of the **resources** – people, money, technology, equipment and facilities are in place to deliver on the plan
- **CHALLENGES**
- Moving away from the pressure of the day-to-day to plan and reflect

2 Oversight

- Ensuring that all that is planned is actually **happening**
- Having the internal flow of accurate and timely **information** to know how things are going
- Identifying **risks** and addressing them
- **CHALLENGES**
- Getting everything **on paper** while everybody is busy getting things done
- Creating and maintaining good **financial records** which give accurate and timely reports

3 Being Transparent and Accountable

- Ensuring that you are always **complying** with the legal requirements which govern what you do and within the rules and regulations of the organisation
- **Responding** to questions, comments and especially complaints in a professional manner
- Working in an **open** fashion seeking ideas, feedback and criticism from others which will improve your workings
- **CHALLENGES**
- **Tradition** is one of relative 'secrecy' around what is going on – open up and tell everybody what going on

4 Working Efficiently and Effectively

- Ensure everybody really **understands** the workings of the Committee and what their specific **role** is and isn't
- agree an annual **schedule** of meetings
- have a process for setting and circulating **agendas** with supporting documents in advance of meetings
- adopt **procedures** as to how meetings are conducted and only discuss what's on the agenda
- produce accurate decision **focused minutes** including who is to do what and when and **circulate** them within 3 days of the meeting

5 Behaving with Integrity

- Act in the **collective interest** of the organisation and not on behalf of the sector/area/activity they come from
- Being **fair and honest** in all matters
- Creating an awareness of '**conflicts of interest/loyalty**'
- Protecting and promoting the interests of the organisation
- Being aware of the need for **confidentiality** at particular times and about particular issues.

Key Challenges



Getting more People Involved

- 'Its difficult to get people involved'
- How do members typically become involved?
- Is it wait and see who is interested **or** is succession planning a key part of what leaders are aware of and involved in.
- Do you have a volunteer recruitment and retention policy?
- <https://www.volunteer.ie/resources/factsheets-and-guides/>
- Are working groups and committees seen as stepping stones?

Roles and Responsibilities

- What exactly does everybody do/what are they responsible for?
- 'Job Descriptions' for each of the following – at least
- Chair, Secretary, Treasurer, Communications Officer and Volunteering Officer.
- Terms and term limits e.g. three three-year terms maximum
- Written tasks/manual for each event or ongoing activity
- Everybody to report in writing

Record Keeping

- It if isn't in writing it doesn't exist!
- Memories are imperfect so written records are necessary as regards every decision ever taken.
- A well designed filing system containing every document which can be handed over to successors is essential.
- The Secretary should have overall responsibility for the system with others e.g. the Treasurer having access to their part to continuously update the records.
- GDPR must be adhered to.

Telling Your Story

- Is there a written communications policy and annual plan
- Is there enough – and just enough – timely and helpful information available to whoever might like to have it on appropriate channels
- Can stakeholders communicate easily with the committee and expect to be engaged with/responded toespecially on complaints – feedback forms, complaints procedures on your website
- Do you publish your annual accounts and an annual activities report

Recap



Successful Committees

- Are clear about their overall **purpose**
- Are clear on the **role & responsibilities** of every person on the Committee & Committee and the delegated responsibilities of staff
- **Share** out the work
- Prepare for and follow-up on meetings
- Produce timely, clear and complete documents to advance and record their work.
- Have agreed ground rules for meetings i.e. **Standing Orders**

Role of EVERY Member

- To ensure that the organisation sticks to its purpose, policies & processes
- To use their skills and experience to give direction through effective planning and decision-making
- To ensure smooth running of the Committee/Committees – conflict, communication styles and conduct at, and between meetings

A Good Meeting

- The purpose of a meeting is to TAKE DECISIONS in a leadership and oversight context.
- Good decisions need timely & accurate information to assist the Committee in their discussions towards making a decision.
- Who said what is unimportant, it's about the agreed outcome
- Use a clear process in planning for, conduct at and for recording decisions e.g. adopt a set of Standing Orders

Discussion / Q&A

- What are your immediate thoughts on **how your organization** measures up to what has been presented.?
- What needs to be done to ensure **better practices**?
- What **obstacles** exist to doing these things?
- What can you do from **today** to make **progress**?

Resources

- There are templates and advisory notes on the following websites
- <https://www.charitiesregulator.ie/media/1609/charities-governance-code.pdf>
- <https://www.sportireland.ie/GovernanceCode/Resources>
- <https://countywicklowppn.ie/train-support/>

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**Thank you for your time and best
wishes with all that you do.**

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