

# C.H.C revised code of governance consultation

## Existing Code

- Roles and responsibilities
- Processes underpinning governance
- Bringing governance up to speed

But

- Feels a bit like a to do list
- Rather prescriptive.

# Proposed new code

- Developed by a group of chief executives and governance professionals
- Based on the Charity Code
- Adapted to meet the needs of the sector
- Aligns H.A's firmly with the third not for profit sector
- Maintains the underlying framework and principles of the charity code

# Overall approach

The emphasis is on

- Purpose
- Values
- Leadership
- Culture and behaviour

Processes are there to support these aims

# Principles

- Organisational purpose
- Leadership
- Integrity
- Decision making, risk and control
- Board effectiveness
- Diversity
- Openness and accountability.

Each principle has a description, a rationale, key outcomes and recommended practice.

# Key Difference for Boards

- Emphasis on leadership by Board and senior staff
- Not just about what decisions it makes, but how it goes about making those decisions
- Living the values and purpose of the organisation in the way that it operates
- Importance of culture and behaviour

# Issues to think about

- Are we aware of purpose when discussing individual decisions. Is the board able to articulate that purpose
- Does the behaviour and culture at board level reflect what we would want to see for the organisation as a whole
- Does the board have the right skills, not just in areas of business, but in managing its own processes
- Is there a constructive and open relationship between board members and between them and senior staff

# Issues for the chair

- What are the skills needed of a chair to create the right culture in the board.
- How do you make sure that everyone's voice is heard
- Is the relationship between board and senior staff productive
- How does the board remain strategic but also know about the reality of the day to day work of the organisation.

# Board recruitment

- Members often recruited for specific technical knowledge, accountancy etc or for their influence
- Do we place enough emphasis on
  - Shared values
  - Understanding purpose
  - Understanding role the board
  - Culture and behaviours
- Cannot simply translate from a business environment, for example, without understanding the differences.



# Challenge

- Assumes that satisfactory procedures are already in place
- New code challenges us to think for ourselves rather than follow a set of rules
- Understanding our current board culture and how it relates to the code
- Does our board provide leadership for the organisation in every aspect of its work
- How would we move towards a board that reflected the new code in both its decisions and behaviour

# Discussion

- Immediate responses to the new code
- What are the implications for training and development
- What would you like C.H.C to offer to support the new code