



QUEEN ALEXANDRA'S ROYAL ARMY NURSING CORPS ASSOCIATION

Charitable Incorporated Organisation
1163821

BOARD OF TRUSTEES MEETING 25 JULY 2019 GOVERNANCE COMMITTEE REPORT

Dated: 08 July 2019

1. Committee Update: To Be Noted by The Board

- a. NCVO Organisational Review: A meeting with Sue Pearlman, NCVO Consultant, took place on 20 June 2019. The recommendations and observations in her report have been distributed in a "Themes and Actions" document to Board members and Association staff for action as detailed in the document.

Once we are notified of the final fees for the NCVO Consultant the Board will be informed by email and requested to sanction payment.

Discussions are taking place with an Organisational Development Consultant to work with the Trustees and Association staff on a values and vision exercise. This will provide an essential platform for the development of a 3 to 5 year strategy. Further information will be provided by email or at the Board meeting in October 2019.

- b. **Selection Process for New Trustees:** An application form is currently being trialled. The form will provide essential information for Board members and the interview panel. The Committee has included a generic Trustee Job Description which it is hoped will inform applicants about the skills, experience and time commitment required.

The application form is attached for information.

- c. **Trustee Skills Audit:** To meet the requirement of the COBSEO Assessment undertaken earlier this year and the NCVO Organisational Review a Trustee Skills Audit has been developed.

The Skills Audit is attached. All Trustees are asked to complete and submit this document. The outcome of the Audit will help inform decisions on development for the Board as a whole, for individual Trustees and the recruitment of new Trustees.

d. **Strengthening our Approach to Governance:** Work is taking place to ensure that as a Board we demonstrate Nolan's seven principles for public office holders¹. Current projects include:

- Creating a process for budget planning by The Board and sub-committees and, monitoring of Forecast of (budget) Out-Turn against Actual Spend;
- Establishing delegated authority for each sub-committee;
- Strengthening the record keeping of invitations to co-opted members of sub-committees;
- Strengthening the record keeping of invitations to Trustees to extend their tenure of appointment;
- Maintaining, with the Association office, records of Trustee attendance at Board and sub-committee meetings and training uptake by Trustees. This data will be included in the Board's annual Governance Statement;
- Developing templates for Board Reports and sub-committee meetings to ensure consistency;
- Establishing a process for sub-committees to undertake a SWOT/PESTLE analysis and establish their own Risk Registers which will feed into the global Risk Register which must be a standing item on every Board agenda;
- Working with the Media and Communications sub-committee to make the Trustee Induction pack and Trustee training and development materials available on the Association website;

2. Action Required by the Board

The NCVO Review noted that there needs to be clarification of the relationship between the CIO and Branches.

- a. Because the Board of Trustees is ultimately responsible for the decisions and actions of all aspects of the charity, it is essential that the Board and individual Trustees fully understand its/their responsibility to ensure that effective control,

¹ Nolan's 7 principles for holders of public office: Selflessness; Integrity; Objectivity; Accountability; Openness; Honesty; Leadership

<https://www.gov.uk/government/publications/the-7-principles-of-public-life>

risk assessment and management systems within the HQ and its branches are in place.

- b. It is proposed that Branches must submit annual returns on their budget, funding requirements for the forthcoming year, their activity and membership records for consideration by the Board at the AGM; To avoid disrupting existing arrangements that Branches have for their own AGM's it is proposed that the Board of Trustee's AGM moves from the end of October to mid-point November wef 2020.
- c. There is a need for the Board to consider and confirm what sanctions will be imposed by Branches who do not comply with the proposal detailed above.
- d. If the proposals detailed above are accepted, the Board will need to agree a change to Constitution.

Original signed

**Lt Col (Retd) Merrill Bate ARRC
Chair Governance Committee**

Enclosures:

- 1. Trustee Application form
- 2. Trustee Skills Audit - 2019