**SCVO GOOD GOVERNANCE CHECKUP**

**Introduction**

The [Scottish Governance Code for the Third Sector](https://governancecode.scot/) is a statement of best practice, developed by Scotland’s Third Sector Governance Forum. The Code is not a legal or regulatory requirement, but instead is designed to be aspirational, for trustees to reflect on and improve governance in their own organisations. The Code is not about rules; it is a set of five fundamental principles to help guide trustees to do the right thing, in the right way.

SCVO has designed this checkup to be used in conjunction with the Code to help trustees regularly review their governance. With links to further resources, your board can use the checkup to identify areas for improvement and monitor and record your journey to good governance.

See [www.scvo.org.uk/goodgovernance](http://www.scvo.org.uk/goodgovernance) for further resources.

**How to use this checkup**

Like the Scottish Governance Code, this checkup is suitable for all organisations, whatever their shape and size. It has five sections which mirror the five core principles in the Code. Separate sections list the key ways to demonstrate and implement each of the five principles and suggest how you can evidence good governance in your organisation. The suggested ways of evidencing each of the principles are not exhaustive, different organisations will have different evidence.

At the end of the checkup, there is space for you to identify the areas you need to look at in order to demonstrate each of the five principles and improve your governance. It may be useful to rank these areas in order of priority and assign a deadline for your board to achieve.

You can use the checkup as the subject of a whole meeting, in sections throughout the year, or as part of a board away day to note your progress, actions and points for continuing improvement.

**ORGANISATIONAL PURPOSE**

**A well-run board is clear about the purpose and values of the organisation and how it will achieve its aims**

As the board we have ultimate responsibility for directing the activity of our organisation and delivering its stated purpose

**We do this by:**

Understanding our organisational purpose and values and committing to them to make sure that our organisation delivers what it was set up to do

**We show this by:**

Ensuring that all trustees have read and understand our [governing document](https://scvo.org.uk/setting-up-a-charity/write-your-constitution), can commit to our organisation’s purpose, and can articulate this clearly

Identifying and mapping our activities against our organisational purpose and the needs of our beneficiaries to ensure they are consistent

Developing and agreeing a written statement outlining our organisation’s [mission (what it aims to do), values, and objectives](http://www.diycommitteeguide.org/resource/vision-mission-and-values)

**We do this by:**

Making sure our governing document is fit for purpose, and sets out the details of how our organisation is to be governed

**We show this by:**

Ensuring that all trustees have a copy of our [governing document](https://scvo.org.uk/setting-up-a-charity/write-your-constitution), understand it and refer to it as necessary

Ensuring our [governing document](https://scvo.org.uk/setting-up-a-charity/write-your-constitution) is available for reference at board meetings and contain details of the minimum number of trustees required and a realistic quorum figure

Regularly reviewing our [governing document](https://scvo.org.uk/setting-up-a-charity/write-your-constitution) to make sure it is fit for purpose

**We do this:**

Making and recording informed decisions in line with our governing document

**We show this by:**

Ensuring that consistent [minutes of meetings](https://scvo.org.uk/running-your-organisation/governance/meetings) are kept that record attendance, order of business, decisions and actions, and are approved in line with the rules set out in our governing document

**We do this by:**

Overseeing the use of assets and resources to make sure they are used to achieve our organisation’s purpose and aims

**We show this by:**

Compiling an [asset and resource register](https://www.humentum.org/free-resources/guide/fixed-assets-register-example) which is regularly reviewed

Ensuring our board receives regular information regarding our organisation’s activities, assets and resources, and progress against targets

**We do this by:**

Communicating the work of the organisation and the difference it makes to the people we work with and the public

**We show this by:**

Producing an [annual report](https://knowhow.ncvo.org.uk/campaigns/communications/annual-reports) with details of our accounts and activities every year which is widely available and easy to access on our website

Having a [communications strategy](https://knowhow.ncvo.org.uk/campaigns/communications/communications-strategy) which details how best to communicate with all of our stakeholders about how we are governed, and our values, work and achievements in delivering our organisational purpose.

**LEADERSHIP**

**A well-run board is clear about its role and responsibilities and provides strategic direction in line with the organisation’s purpose, vision and values**

As the board we are here to lead our organisation, and we are individually and collectively responsible for our decisions. We need to make sure our organisation has a clear strategy to achieve our purpose

**We do this by:**

Identifying and embedding the vision and values of our organisation, making sure these underpin all our decisions and activities

**We show this by:**

Developing and agreeing a written statement outlining our [mission (what we aim to do), values and objectives](http://www.diycommitteeguide.org/resource/vision-mission-and-values) ensuring that these underpin all of our work, activities and culture, and all [board decisions](https://www.gov.uk/government/publications/its-your-decision-charity-trustees-and-decision-making/its-your-decision-charity-trustees-and-decision-making)

**We do this by:**

Having a clear understanding of the individual and collective roles and responsibilities of our board

**We show this by:**

Ensuring our trustees have written [role descriptions](https://scvo.org.uk/running-your-organisation/governance/roles-responsibilities) and a clear understanding of their legal responsibilities and powers

If a charity, ensuring our trustees understand their [duties and responsibilities](https://www.oscr.org.uk/media/2728/v10_guidance-and-good-practice-for-charity-trustees.pdf) under the Charities and Trustee Investment Act (Scotland) 2005

If a company, ensuring our directors understand [their duties and responsibilities](https://www.gov.uk/running-a-limited-company) under the Companies Act 2006

Ensuring all our trustees value collective decision making and understand they are all part of the leadership team and are all equally accountable for decisions made and their outcomes. This is reinforced through [induction](https://scvo.org.uk/running-your-organisation/governance/recruitment-induction), regular training and performance review

Ensuring our trustees all understand and are familiar with [The Scottish Governance Code for the Third Sector](https://governancecode.scot/)

**We do this by:**

Setting the tone through our leadership, behaviour, culture and overall performance

**We show this by:**

Demonstrating that our trustees are committed to [leading and creating impact](https://www.thinknpc.org/resource-hub/above-and-beyond-in-trusteeship/) through engagement with stakeholders and being open and transparent in our governance

Designing a [code of conduct](https://www.smallcharities.org.uk/fileadmin/user/files_documents/CodesofConductforTrustees-CTNbooklet.pdf) that our trustees sign up and adhere to. This should outline expected standards of [behaviour](https://www.icsa.org.uk/knowledge/resources/improving-charity-boardroom-behaviours) and what happens if they are not met. It should be reviewed regularly to ensure it meets developing ethical standards expected by stakeholders and society

Ensuring our trustees declare all interests in other organisations and businesses that could conflict with their role, and are aware of conflicts of interest caused by personal relationships. This [register of interests](https://www.smallcharities.org.uk/fileadmin/user/files_documents/specimen-conflict-of-interest-policy-declaration-form-and-register-of-interests-for-charity-trustees__1_.pdf) should include a note of hospitality and gifts, and be updated annually to meet developing ethical standards expected by stakeholders and society

**We do this by:**

Promoting equality and diversity throughout the organisation

**We show this by:**

Having an [Equal Opportunities policy](https://www.equalityhumanrights.com/en/advice-and-guidance/equality-law-voluntary-and-community) and action plan to promote equality and [diversity on the board](https://www.thinknpc.org/resource-hub/diversity-in-governance-the-what-why-and-how/) and our organisation

Ensuring our board, staff and volunteers take part in diversity training and understand their responsibilities in this area

Ensuring our services and information are accessible to all

**We do this by:**

Communicating with our staff, volunteers and members about our vision for the organisation and the decisions we make, and listening to feedback

**We show this by:**

Having a [communications strategy](https://knowhow.ncvo.org.uk/campaigns/communications/communications-strategy) which details how best to communicate with all of our stakeholders about how we are governed, and our values, work and achievements in delivering our organisational purpose. This should include an accessible list of trustees and clear information about members’ role in the [governance of our organisation](https://scvo.org.uk/running-your-organisation/governance/meetings) eg AGMs, if applicable

**We do this by:**

Leading and overseeing progress and performance by scrutinising information on activities and achievements, and their longer-term impact

**We show this by:**

Ensuring our board receives regular [information](https://www.cass.city.ac.uk/faculties-and-research/centres/cce/resources/building-better-governance) regarding the organisation’s activities, assets and resources, and progress against targets

[Evaluating](http://www.evaluationsupportscotland.org.uk/) the [impact](https://www.thinknpc.org/resource-hub/it-starts-from-the-top-improving-governance-improving-impact/) of our organisation

**We do this by:**

Understanding and respecting the difference between governance and operations, delegating operational tasks where appropriate, recognising that responsibility and accountability is always retained by the board

**We show this by…**

Ensuring our board focusses on [strategy](https://knowhow.ncvo.org.uk/tools-resources/board-basics/tools-and-guidance/strategic-planning), performance and assurance, rather than operational matters

Developing a [scheme of delegation](https://knowhow.ncvo.org.uk/governance/governance-structure-and-roles/delegation-to-committees-and-staff) consistent with our governing document, to help provide clarity around who has authority to make different decisions. This should be regularly reviewed and available to all trustees, staff and volunteers, so everyone is clear about their roles and responsibilities, and legal liabilities

Providing clear [role descriptions](https://scvo.org.uk/running-your-organisation/governance/roles-responsibilities) for trustees and [volunteers](https://scvo.org.uk/running-your-organisation/staff-volunteers/volunteers), terms of reference for any sub-committees, and job descriptions for [staff](https://scvo.org.uk/running-your-organisation/staff-volunteers/staff)

**BOARD BEHAVIOUR**

**A well-run board, both collectively and individually, embraces and demonstrates mutual respect, integrity, openness and accountability**

As the board we understand that our behaviour can have a far-reaching impact and is fundamental to our organisation’s reputation and success. We need to ensure our behaviour is consistent with our organisation’s vision and values

**We do this by:**

Being transparent, open and accountable about how we govern, who we are, and the decisions we make

**We show this by:**

Providing public access to our governing document and [annual report](https://scvo.org.uk/running-your-organisation/finance-business-management/charity-accounts-financial-reporting) with an accessible list of trustees

If a [charity](https://www.oscr.org.uk/managing-a-charity/trustee-duties/publicising-charitable-status), ensuring that external documents and communications display our name as entered on the Scottish Charity Register and Scottish Charity Number

If a [membership organisation](https://scvo.org.uk/setting-up-a-charity/decide-on-membership), providing clear information about membership eligibility and participation, and the role of members in the [governance of our organisation](https://scvo.org.uk/running-your-organisation/governance/meetings) taking members’ views into account on key issues

Having clear policies on [expenses](https://www.gov.uk/government/publications/trustee-expenses-and-payments-cc11), hospitality and gifts, and [payment of trustees](https://scvo.org.uk/setting-up-a-charity/frequently-asked-questions), in line with our governing document

**We do this by:**

Making sure our organisation promotes equality and diversity and embeds ethical standards in the policies, practices and culture of our organisation

**We show this by:**

Recognising our organisation’s responsibility towards communities, stakeholders, wider society and the environment, and acting on them in a manner consistent with our purposes

Having an [Equal Opportunities policy](https://www.equalityhumanrights.com/en/advice-and-guidance/equality-law-voluntary-and-community) and action plan to promote equality and [diversity on our board](https://www.thinknpc.org/resource-hub/diversity-in-governance-the-what-why-and-how/) and throughout our organisation

Ensuring our board, staff and volunteers take part in diversity training and understand their responsibilities in this area

Ensuring our services and information are accessible to all

Fundraising ethically and in line with our organisation’s purpose and values. The board should have a fundraising strategy consistent with regulations and guidance on fundraising, that complies with the [Code of Fundraising Practice](https://www.fundraisingregulator.org.uk/code)

[Recruiting and employing](https://scvo.org.uk/running-your-organisation/staff-volunteers/staff) our staff fairly and in accordance with equal opportunities legislation, paying staff at least the [Living Wage](https://www.scottishlivingwage.org/)

Having an easily accessible [whistleblowing policy](https://knowhow.ncvo.org.uk/your-team/hr/discipline-grievance-and-whistleblowing/whistleblowing)

**We do this by:**

Listening to each other, our beneficiaries, members, employees, volunteers and stakeholders, and respecting the role they each play

**We show this by:**

Being clear about who our beneficiaries and key stakeholders are, for example through an accurate and up to date register of members, records of service users, details of funders

[Communicating effectively](https://knowhow.ncvo.org.uk/campaigns/communications/communications-strategy) with all our stakeholders, providing them with opportunities to contribute their views on key issues

If a [membership organisation](https://scvo.org.uk/setting-up-a-charity/decide-on-membership), providing clear information about membership eligibility and participation, and the role of members in the [governance of our organisation](https://scvo.org.uk/running-your-organisation/governance/meetings) taking members’ views into account on key issues

Providing clear [role descriptions](https://scvo.org.uk/running-your-organisation/governance/roles-responsibilities) for our trustees and volunteers, and terms of reference for any sub-committees, and job descriptions for staff

**We do this by:**

Handling concerns and complaints transparently, constructively and impartially

**We show this by:**

Having an easily accessible and transparent [complaints process](https://assets.publishing.service.gov.uk/government/uploads/system/uploads/attachment_data/file/284733/rs11text.pdf) which is communicated widely

Ensuring our board receives a regular report on the number and type of complaints received

If engaged in fundraising, ensuring our complaints handling process is in line with guidance from the [Code of Fundraising Practice](https://www.fundraisingregulator.org.uk/more-from-us/resources/complaints-handling-guidance)

**We do this by:**

Recognising and acknowledging where conflicts of interest may arise

**We show this by:**

Making time and space for our trustees to discuss issues of ‘conflict of interest’ and ‘conflict of loyalty’ so we can develop a [policy](https://www.smallcharities.org.uk/fileadmin/user/files_documents/specimen-conflict-of-interest-policy-declaration-form-and-register-of-interests-for-charity-trustees__1_.pdf) that we all understand and adhere to. This should help trustees who also act in other roles in the organisation understand the distinction between their [roles and responsibilities](https://scvo.org.uk/running-your-organisation/governance/roles-responsibilities)

Ensuring our trustees declare all interests in other organisations and businesses that could conflict with their role and are aware of conflicts of interest caused by personal relationships

Having conflicts of interest as a standing item on the agenda, with any declared conflicts of interest included in the [minutes](https://scvo.org.uk/running-your-organisation/governance/meetings)

**We do this by:**

Creating a constructive board environment where diverse, and at times conflicting views are respected and welcomed, and decisions are reached collectively

**We show this by:**

Ensuring all trustee voices are heard equally in meetings, where there is an open culture of trust and support, and a safe space to challenge. This is evidenced in our [minutes](https://scvo.org.uk/running-your-organisation/governance/meetings)

Designing a [code of conduct](https://www.smallcharities.org.uk/fileadmin/user/files_documents/CodesofConductforTrustees-CTNbooklet.pdf) which outlines expected standards of [behaviour](https://www.icsa.org.uk/knowledge/resources/improving-charity-boardroom-behaviours) and what happens if they are not met. It should be reviewed regularly to ensure it meets developing ethical standards expected by stakeholders and society

**CONTROL**

**A well-run board will develop and implement appropriate controls to direct and oversee progress and performance of the organisation**

As the board we should put in place appropriate structures, controls and processes to make sure the organisation is run in line with its purposes and values, governing document, and relevant legal and regulatory requirements

**We do this by:**

Maintaining and regularly reviewing policies and procedures and reporting arrangements, for example our internal governance, safeguarding, fundraising and financial controls

**We show this by:**

Ensuring our organisation meets its legal, regulatory and contractual obligations and any constitutional requirements, eg by registering with the appropriate regulating bodies, completing [OSCR](https://www.oscr.org.uk/media/2728/v10_guidance-and-good-practice-for-charity-trustees.pdf) or [Companies House](https://www.gov.uk/running-a-limited-company) annual returns and [accounts](http://www.charitysorp.org/about-the-sorp/example-trustees-annual-reports/) on time, understanding our tax obligations, and complying with [HMRC](https://www.gov.uk/charities-and-tax) requirements

Creating and regularly reviewing our [policies and procedures](https://scvo.org.uk/running-your-organisation/) which may include:

[Data protection](https://scvo.org.uk/running-your-organisation/legislation/data-protection)

[Finance](https://cfg.org.uk/userfiles/documents/CFG%20resources/CFG%20Publication/CFG229%20CFG%20Guide_ONLINE.ashx.pdf)

[Fundraising](https://scvo.org.uk/running-your-organisation/funding/step-by-step-guide)

[Health and Safety](https://scvo.org.uk/running-your-organisation/legislation/health-safety)

[HR and Employment](https://scvo.org.uk/running-your-organisation/staff-volunteers/staff)

[Insurance](https://scvo.org.uk/running-your-organisation/finance-business-management/insurance)

[Lobbying](https://scvo.org.uk/running-your-organisation/legislation/lobbying)

[Record Keeping](https://www.cfg.org.uk/userfiles/documents/CFG%20resources/CFG%20Publication/records-management-in-charities-9.PDF)

[Safeguarding](https://scvo.org.uk/running-your-organisation/staff-volunteers/safeguarding)

[Volunteering](https://scvo.org.uk/running-your-organisation/staff-volunteers/volunteers)

**We do this by:**

Making sure our scrutiny and collective decision-making processes are rigorous, informed, transparent, timely and well communicated

**We show this by:**

Ensuring all our trustees have a copy of our [governing document](https://scvo.org.uk/setting-up-a-charity/write-your-constitution) and refer to it as necessary when making decisions, with a clear understanding of our powers

Providing our trustees with [board reports](https://www.cass.city.ac.uk/faculties-and-research/centres/cce/resources/building-better-governance/guides) that are timely, concise and factual, and clear about the decisions that are needed

Ensuring our [accounts](https://scvo.org.uk/running-your-organisation/finance-business-management/charity-accounts-financial-reporting) are externally audited or independently examined and made publicly available

**We do this by:**

Understanding and analysing the internal and external operating environments of the organisation to create effective strategies and systems for risk management

**We show this by:**

Monitoring the external environment to ensure our organisation’s purposes remain relevant and [planning for sustainability](https://www.kingsfund.org.uk/publications/building-resilience-sustainability-charity-tips)

Analysing the [risks](https://scvo.org.uk/running-your-organisation/business-planning/risk-analysis-management) our organisation faces, and forming a clear approach to [managing those risks](http://www.sayervincent.co.uk/wp-content/uploads/2015/07/RiskManagementMadeSimple-SayerVincent-July2015.pdf) with a [risk management policy and risk register](http://www.sayervincent.co.uk/wp-content/uploads/2016/06/Rethinking-Risk.pdf) which is regularly reviewed

**We do this by:**

Monitoring and evaluating performance against operational plans and budgets

**We show this by:**

Ensuring our organisation has an income strategy with a clear understanding of the income needed and a [business plan](https://scvo.org.uk/running-your-organisation/business-planning/writing-business-plan) to show how we will generate it

Regularly reviewing the [sustainability of our income sources](https://www.zurich.co.uk/_/media/dbe/united-kingdom/docs/charity/support-and-resources/future-proof-guide.pdf?la=en&hash=DEBA7F5480CC42830395FB0858A68817046F8FB3) and business model in the short, medium and long term, and identifying diversified income streams

Providing our board with staff and/or volunteer reports and regular financial reports, and tools and the knowledge to [evaluate](http://www.evaluationsupportscotland.org.uk/) our impact by measuring and assessing outputs and outcomes

Preparing an [operational plan](https://knowhow.ncvo.org.uk/tools-resources/business-plan-template/writing-your-business-plan/8-operational-plan) with clear targets of what we seek to achieve in the current year

[Reporting](https://www.resourcecentre.org.uk/information/reporting-to-a-funder/) to funders

**We do this by:**

Ensuring that any contracts are agreed and carried out in line with the interests of our organisation and in line with our values

**We show this by:**

Ensuring that all agreements and [contracts](https://www.sayervincent.co.uk/wp-content/uploads/2018/10/SV-MS-GrantsAndContracts-Aug2018.pdf) are regularly reviewed and kept securely, and contractors are properly supervised and managed, to protect our organisation’s interests

Fundraising ethically and in line with our organisation’s purpose and values, with a fundraising strategy consistent with regulations and [guidance on fundraising](https://www.institute-of-fundraising.org.uk/guidance/managing-fundraising/contracts-partners-and-consultants/), that complies with the [Code of Fundraising Practice](https://www.fundraisingregulator.org.uk/code)

**We do this by:**

Considering whether our organisation’s legal and governance structure provides appropriate protection for the organisation, our trustees, and our members

**We show this by:**

Regularly reviewing our [legal structure](https://scvo.org.uk/setting-up-a-charity/decide-on-structure), and [understanding any risks](https://scvo.org.uk/setting-up-a-charity/consider-the-risks) involved in our organisation’s work

Keeping up to date on changes in legislation and regulation, and accessing [specialist advice](https://scvo.org.uk/services/membership/benefits/professional-services) and support if needed

**We do this by:**

Ensuring there are robust internal financial controls in place and clear information provided to the board to allow it to monitor the organisation’s financial position

**We show this by:**

Recognising the importance of [financial management](https://www.mango.org.uk/freeresources) to good governance and ensuring all our trustees understand their collective [financial responsibilities](https://scvo.org.uk/running-your-organisation/finance-business-management/charity-accounts-financial-reporting)

Ensuring our organisation’s activities and spending are in line with our [governing document](https://scvo.org.uk/setting-up-a-charity/write-your-constitution) and any [investments](https://www.oscr.org.uk/guidance-and-forms/accounts-and-finance-guidance/charity-investments-guidance-and-good-practice/) are properly and prudently managed

**We do this by:**

Being clear about where we delegate to staff, volunteers or committees and how we exercise oversight

**We show this by:**

Developing a [scheme of delegation](https://knowhow.ncvo.org.uk/governance/governance-structure-and-roles/delegation-to-committees-and-staff) consistent with our [governing document](https://scvo.org.uk/setting-up-a-charity/write-your-constitution), to help provide clarity around who has authority to make different decisions. This should be regularly reviewed and available to all our trustees, staff and volunteers, so everyone is clear about their roles and responsibilities, and legal liabilities

Providing clear [role descriptions](https://scvo.org.uk/running-your-organisation/governance/roles-responsibilities) for our trustees and [volunteers](https://scvo.org.uk/running-your-organisation/staff-volunteers/volunteers), terms of reference for any sub-committees, and job descriptions for [staff](https://scvo.org.uk/running-your-organisation/staff-volunteers/staff)

**EFFECTIVENESS**

**A well-run board understands its role, powers and duties, and works collectively and proactively to achieve its organisational purpose**

As the board we should be self-aware and work together as a team, with a diverse and appropriate balance of skills and experience to continually improve the governance of our organisation

**We do this by:**

Understanding the legal structure and governing document of our organisation and making sure we act in line with it

**We show this by:**

Ensuring that all our trustees have read and understand our [governing document](https://scvo.org.uk/setting-up-a-charity/write-your-constitution) and [understand any risks](https://scvo.org.uk/setting-up-a-charity/consider-the-risks)

Ensuring our [governing document](https://scvo.org.uk/setting-up-a-charity/write-your-constitution) is available for reference at board meetings and regularly reviewed to make sure it is fit for purpose

**We do this by:**

Setting, embedding and scrutinising the strategic direction of the organisation

**We show this by:**

Preparing, developing and implementing an [effective strategy](https://knowhow.ncvo.org.uk/organisation/strategy) for our organisation

**We do this by:**

Regularly reviewing our performance and the composition and skills of the board

**We show this by:**

Ensuring we have a yearly board review which includes an [audit of the skills](https://reachvolunteering.org.uk/guide/how-complete-skills-audit), knowledge and experience of our board as a whole, the chair, individual board members, committees, training and [recruitment](https://scvo.org/running-your-organisation/governance/recruitment-induction) plans

**We do this by:**

Developing and improving our capacity and capability with on-going support and training

**We show this by:**

Continually working to [develop our board](https://scvo.org.uk/running-your-organisation/governance/developing-board) through access to [training](https://scvo.org/events) opportunities and regular board away days which offer us an opportunity to work together as a team, identify board objectives and consider our strategic plan

**We do this by:**

Having a pro-active succession plan, which is linked to the strategic direction of the organisation, following any rules for how trustees are elected and how long they serve

**We show this by:**

Ensuring our [governing document](https://scvo.org.uk/setting-up-a-charity/write-your-constitution) details a transparent system for both the recruitment and removal of trustees, with fixed terms of office and an effective and manageable board size

Where trustees are elected by [members](https://scvo.org.uk/setting-up-a-charity/decide-on-membership) ensuring they are supported to make an informed choice

Ensuring our trustees are appointed, resign or retire according to our [governing document](https://scvo.org.uk/setting-up-a-charity/write-your-constitution) and we keep appropriate records of trustees with details of when their term is up and if they are eligible to stand again

If a [charity](https://www.oscr.org.uk/), ensuring we keep a list of all trustees’ names and addresses, when they came into office and when they resign. Any trustee changes are included in our Trustees Annual Report

If a [company](https://www.gov.uk/running-a-limited-company), ensuring we keep an accurate and up to date register of members and directors and inform Companies House of any changes to our directors

**We do this by:**

Having a transparent and timely trustee recruitment and induction process

**We show this by:**

Ensuring our [recruitment](https://scvo.org/running-your-organisation/governance/recruitment-induction) process is formal, rigorous and transparent, and based on merit and objective criteria to ensure a diverse pool of candidates

Making potential trustees aware of the time commitment of the role from the outset

Ensuring new trustees receive a full [induction](https://scvo.org/running-your-organisation/governance/recruitment-induction) which includes a copy of our [governing document](https://scvo.org.uk/setting-up-a-charity/write-your-constitution) and the [Scottish Governance Code](https://governancecode.scot/) They should understand their [roles and responsibilities](https://scvo.org.uk/running-your-organisation/governance/roles-responsibilities) and if possible, be linked with an existing trustee to act as a mentor

Having prospective trustees sign a form before their election to confirm they are not disqualified. There are a number of things that can disqualify a person from being a charity trustee or company director and it is the responsibility of both the individual disqualified and the board to collectively ensure that no trustees are disqualified. [OSCR](https://www.oscr.org.uk/) require charity trustees setting up a new charity to fill in a [Charity Trustee Declaration Form](https://www.oscr.org.uk/media/3202/2018-05-23-trustee-declaration-form-final-draft-va1797234.pdf). This can be adapted for any prospective new trustees

**We do this by:**

Making sure our meetings enable us to explore key issues and reach well-considered collective and recorded decisions that are acted on

**We show this by:**

Ensuring all trustees know [what is expected of them at meetings](https://www.gov.uk/government/publications/charities-and-meetings-cc48/charities-and-meetings) and what information they will be given

Ensuring our board agendas are clearly planned to allow discussion on key strategic issues and sent out in a timely fashion to give our trustees sufficient time to prepare

Providing our trustees with [board reports](https://www.cass.city.ac.uk/faculties-and-research/centres/cce/resources/building-better-governance/guides) that are timely, concise and factual, and clear about the decisions that are needed

Ensuring that consistent [minutes of meetings](https://scvo.org.uk/running-your-organisation/governance/meetings) are kept that record attendance, order of business, decisions and actions, and are approved in line with the rules set out in our governing document

Ensuring individual trustees have reasonable access to [independent professional advice](https://scvo.org/services/membership/benefits/professional-services) where they think it necessary to fulfil their legal responsibilities

**We do this by:**

Ensuring that meetings are well-organised, well-informed, effectively chaired and there is active participation

**We show this by:**

Creating a Governance Calendar which details dates of meetings, away days, training events, AGM, etc

Starting and finishing [meetings](https://scvo.org.uk/running-your-organisation/governance/meetings) on time, allowing enough time for discussion, and ensuring maximum participation by all our trustees

Ensuring all meetings are [quorate](https://scvo.org.uk/running-your-organisation/governance/meetings) and that our [governing document](https://scvo.org.uk/setting-up-a-charity/write-your-constitution) sets out rules for making decisions in an emergency or when meetings are not quorate

Ensuring our [chair](https://www.associationofchairs.org.uk/resources/chairs-compass/) has support, training and access to advice

**We do this by:**

Communicating with those who have a legitimate interest in the work of our organisation

**We show this by:**

Identifying our key stakeholders and ensuring there is a strategy in place for communicating with them about how our organisation delivers its purpose and how it is governed

Holding an [annual meeting](https://scvo.org/running-your-organisation/governance/meetings) of our members (where applicable) in line with our governing document to report on our activities

Including our legal and [charitable status](https://www.oscr.org.uk/managing-a-charity/trustee-duties/) on all publicity information

Producing an [annual report](https://www.oscr.org.uk/managing-a-charity/trustee-duties/) with details of our accounts and activities every year, which is widely available and easy to access

Completing [OSCR](https://www.oscr.org.uk/managing-a-charity/annual-monitoring/) or [Companies House](https://www.gov.uk/government/organisations/companies-house) (if applicable) annual returns and accounts on time

Selecting a named person authorised to speak on the organisation’s behalf

**Action Plan**

This space is to note the actions your board is committed to progress to support your journey to good governance.