

The Lord's Taverners Corporate Governance

The following sets out what is deemed to be good governance for the Charity.

1. The Board of Trustees should advance the Charity's objects

- The Board should ensure the organisation applies its resources to advancing its charitable objects for the public benefit
- The Board should provide leadership and should set strategic objectives
- The Board should ensure its activities are directed towards achieving the strategic objectives of the Charity
- The Board should ensure effective procedures and personnel are in place for the management and operation of the Charity
- The Board should set targets for the management team, and should monitor and its performance

2. The Board should safeguard the Charity's assets

- The Board should ensure that funds raised are directed towards the Charity's objectives
- The Board should ensure that resources are applied promptly and are not allowed to unreasonably accumulate
- The Board should ensure that the Charity's assets are used reasonably and prudently
- The Board should ensure effective controls are in place over finances and staff appointments

3. The Board should ensure the Charity is accountable

- The Board should ensure the organisation produces an Annual Report
- Annual accounts should be prepared in compliance with the local law, the SORP and appropriate accounting standards
- Annual accounts should be audited and should be approved by an independent auditor
- The auditor's independence should not be compromised by conflicts of interest
- The Trustees Report and the annual accounts should be approved at a Board meeting and signed by the Chair and the Honourary Treasurer

- Accounts and reports should be provided to stakeholders and the appropriate government department or regulatory authority in a timely manner
- The Board should conduct regular risk assessments and develop a risk management policy
- The Board should ensure regular reviews are undertaken of the Charity's internal procedures and controls, especially relating to finance, operations, compliance and risk management
- The Board should ensure regular reviews are undertaken of external changes, especially relating to charity law, industry standards, employment law, and health and safety legislation
- An Audit Committee should be appointed

4. The Board should properly represent the interests of stakeholders

- The Board has the responsibility to act 'jointly and severally' in the best interests of the Charity in fulfilment of its Charitable objects for the public benefit
- The best interests of the Charity must be understood, and should be informed, by the views of relevant stakeholders
- Stakeholders of the Charity will normally include beneficiaries, donors, users, members, the general public, the Charities Commission or other regulator, employees, and experts in the field
- The Board should consider a range of mechanisms to obtain stakeholder input, including representation on the Board, advisory panels, annual meetings, surveys and consultations
- The Board should be able to identify how stakeholder views have been taken into account when making important decisions

5. The Board should be effective

- There should be a written Board constitution which should be reviewed annually and, if necessary, updated for changes in law, regulation and best practice
- The Board should be an appropriate size depending on the size of the organisation
- The Board's function and responsibilities should be clearly stated
- The Board should meet frequently depending on the degree of delegation to subcommittees and/or to paid employees
- The Board should have the requisite skills, experience and knowledge
- A regular skills audit of the Board should be conducted to identify skills gaps

- Where there are identifiable skills gaps on the Board, there should be provision in the constitution for individuals to be appointed to the Board to fill those skill gaps
- The Board should conduct regular internal or external reviews of its own performance and of its policies and procedures
- The terms of office should be fixed to require Trustees to periodically stand for reappointment
- A maximum number of terms should be fixed
- Non-Trustees should be available to serve on sub-committees
- Minutes of meetings should be accurate and signed by the Chair at the next meeting
- The Chair should ensure that meetings are not dominated by individual vocal Trustees
- External professional advice may be sought on issues where appropriate

6. There should be a clear division of responsibilities

- There should be a clear division of responsibilities between the Board and the management team, and between the Board Chair and the Chief Executive.
- The Board is collectively responsible even if there are specific offices of Chair, Secretary and Treasurer which have particular duties

7. The Board should have proper oversight of the Charity

- The Chair should ensure that the Board is provided with regular and specific information
- The management should have primary responsibility for providing this to the Chair
- Information should be provided in a timely manner in advance of Board meetings
- The Board should not be over-reliant on the management as the sole source of information but should have access to other sources of information such as members, user-groups, beneficiary representatives, donor representatives, market surveys and individual employees

8. The Trustees should be independent and impartial

- The Board should act reasonably and prudently in the best interests of the Charity
- The Trustees should be independent and should not benefit financially from their position

- A conflicts of interest policy and a register of interests should be developed and maintained
- Names of Trustees should be listed in the Annual Report
- Reasonable expenses may be reimbursed details of which should be made available to the Members if requested
- Payments will not be made to Trustees for their role as Trustees but maybe paid for additional services on approval of the Board
- Any payments to Trustees for additional services outside of their role as a Trustee should be reported in the Annual Report and approved at the Annual General Meeting of the Charity

9. Recruitment should be transparent

- At the annual election and re-election of Trustees, Members should be made aware of the skills and experience required by the Board and of the skills and experience of the candidates
- The constitution should allow the Board to co-opt Trustees with the relevant skills to fill skill gaps
- Trustees should not be appointed merely because of their position in society. This is the role of Patrons
- Candidates should be given clear expectations of their time commitment
- The Election and recruitment of Trustees should recognise the skills needed on the Board to the lead the Charity effectively
- Trustees must sign a declaration to confirm their commitment
- The Board should ensure that potential new Trustees are not prohibited by law from acting

10. The Board should be trained and inducted

- The Board should be aware of their legal and governance responsibilities
- The Chair should ensure Trustees have opportunities for on-going training in the law and governance
- The Charity should budget for such training
- New Trustees should be given a comprehensive induction to the Charity and to their responsibilities

Above all, the principles of good governance are:

Selflessness, Integrity, Objectivity, Accountability, Openness, Honesty and Leadership.