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Chair's corner



# Governance & Leadership

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# Governance & Leadership

## Chair's corner

This guide brings together all the Chair's corner columns from Noelle Rumball since her first one in March 2023.

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## Chair's corner

# Are we asking too much of our charity chairs?



Carving up the chair's role into manageable chunks and outsourcing them to others could help boards to find – and keep – candidates, suggests **NOELLE RUMBALL**

In the week that I write this, half of the board roles being advertised on the jobs page of a certain national paper are explicitly looking for a charity chair. And the Association of Chairs – arguably the organisation best placed in the country to recruit a chair through its networks – is on its second recruitment round in about a year. It's clear that finding a chair, let alone the right chair, has become a tough proposition. So, what is it about chairing that puts people off?

and space to volunteer is getting harder. And good chairs become more elusive.

But it doesn't have to be that way. The more complex answer to "what puts people off?" must include the fact that we're asking too much of one person. We're hunting for a unicorn, when two halves of a panto horse plus a beautiful headpiece might do a better job.

As a chair who does nearly 30 days a year, I am part of the problem. Over time, my charity and I have created a Noelle-shaped

the CEO to be more open and vulnerable than they might be with a trustee. Or, why not designate another trustee role, like vice chair, with explicit responsibility for looking after the charity's people? With this kind of split, your thought leader is now freed up to spend more time on strategic delivery, and your people leader doesn't need to be a sector expert. Recruitment is suddenly a lot easier.

Another useful distinction is how available and visible the chair should be beyond the boardroom. Are they the only trustee who's ever asked for input on board papers or public statements as they're being written? Is this habit, or does the board need to think about its skills gaps? Is the chair the only trustee who could be picked out of a line-up? Is this because they're in and out of the office regularly to sign things and they come to every single event? Keeping a bank of a few trustees who live or work within easy walking distance and who really like coming to events is much easier than recruiting a good chair who is nearby and doesn't have many diary clashes.

In a couple of months, I'll be presenting a paper to the people subcommittee of my board listing all of the things I do as chair and how many days a year I spend doing them. Then we'll start the process of defining which bits of my role I am hogging and should hand over to other trustees; and which bits really do need to be done by my successor. By the time I stand down, I'm confident we'll have most of a panto horse already in place, and all we'll need is a beautiful headpiece. 

## We're hunting for a unicorn, when two halves of a panto horse plus a beautiful headpiece might actually do a better job

The simplest answer is that it's too big a time commitment. I was shocked when I saw a medium-sized charity advert asking for 30 days a year from a prospective chair. But then I calculated how much time I spent on my chairing role in a similar-sized organisation, and realised I was only doing a few days less. When you consider that the majority of charities are small enough that chairs must lead operationally as well as strategically, 30 days starts to look conservative.

This plays out with what I hear from recruiters: if a charity is honest about how much time they need from a chair, candidates get scared off by the number. But if a charity isn't realistic about the time commitment, they may discover that their new chair just doesn't have enough hours in the day. As more and more of us have demanding jobs and demanding home lives, carving out time

chair role, and any attempt to replace me like for like will absolutely be a unicorn hunt. This is where the structural side of succession planning comes in. Before you recruit a new chair, you need to separate the role from the person currently occupying it.

### Thought vs people leadership

Perhaps the most useful distinction to keep in mind is thought leadership versus people leadership. That trustee who knows everyone in your sector, can spot a regulatory risk a mile away and does an amazing job talking up the charity to funders, may not be very good at line management or at doing small but impactful things like remembering to write to all staff at Christmas to thank them for their hard work. So why not outsource the chief executive's monthly supervision meetings? This can have the added benefit of allowing

**Noelle Rumball serves on five boards, including as co-chair of Bristol Students' Union, chair of Creative Youth Network and chair of the audit committee at Leeds Arts University**

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# Accountability and regular one-to-ones can make everything better



Although they can be scary and require a big investment of time, regular catch-ups between chairs and trustees are transformative, says **NOELLE RUMBALL**

Many years ago, I attended a training day for newly elected chairs. Early on, the trainer mentioned in passing that we should have regular one-to-one meetings with each of our board members to talk about how they were doing, agree and review goals and training needs for the year, and generally build a relationship. I flinched. No charity I knew did that. So I asked: "Surely, this is one of those things everyone says you should do, but no one actually has time for?"

My fellow attendees looked on in horror. No one else was willing to admit they were part of the vast majority who didn't follow this particular bit of agreed best practice.

The trainer, slowly and carefully as if speaking to a small child, said: "No, you really should meet regularly with your board members. How else could you lead them effectively?"

That was the first time anyone told me to expect better, from myself as much as other chairs. Of course, she was right.

There's something about being a volunteer – trustee or otherwise – that instinctively makes us shy away from the standard performance infrastructure so normalised in our professional lives. Volunteering, after all, is meant to be fun! Being judged on your performance by your chair might be many things, but it's definitely not fun.

It's a big ask for a volunteer chair to conduct regular one-to-ones on top of an annual appraisal programme. But as soon as I started scheduling meetings – yes, with all 15 of my trustees – I saw the transformative difference it brought. It's enormously

powerful when your chair makes the time to see you as a whole person, to find out how you think and what you're passionate about. Of course that's the board you'll both make time for when it's a cold, rainy Thursday and you're desperate for the week to be over. Even though it's scary, accountability and regular one-to-ones can make everything better.

**Without something like appraisals, there are no checks or balances until you reach a crisis situation**

As a trustee, you have an annual cycle of meetings that – even with an explicit team-building awayday – means maybe 20 hours together over the course of a year. In any professional setting, this would never be considered enough to build the kind of strong, trusting relationships you need for a high-performing team. And yet I, like many chairs before me, thought that somehow it was normal to do exactly that on a charity board.

In the last 18 months, two of the boards I sit on have introduced an annual appraisal process for their members, and a third has introduced a form to what had previously just been an annual conversation. There is a growing appetite to invest in relationships and making trustees accountable.

There are practical benefits. Annual appraisals go hand-in-hand with defining what, exactly, you expect your trustees to do. For example, without specifying time commitment, how can anyone spot a trustee not pulling their weight? Or tell their charity


they're putting in the hours and effort of a paid consultant, but without the pay? The more precise a charity can be about what it wants and needs, the more likely it is to find and keep trustees who deliver.

Setting the expectation that trustees undergo some form of training every year is also useful. Ongoing development and taking proper time out to reflect makes everyone better, no matter how experienced we are.

There are also cultural benefits. The process of defining what "acceptable" looks like for a role description or code of conduct

can bring to the surface diverging values and training needs you might otherwise have missed entirely. Or discovered only through an irreparable rift in the board.

By having those challenging conversations over theoretical examples, in a low-stakes environment, you avoid having to initiate them with people as you're asking them to resign.

But perhaps most importantly, an annual appraisal normalises trustee accountability. It is expected that if there is a CEO of a charity, they get line managerial support from their board. But who holds the trustees to account? Without something like appraisals, there are no checks or balances until you reach a crisis situation, maybe involving statutory regulators and/or employment tribunals. And everyone loses once it gets to that stage. 

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# Trying to become the ideal trustee is missing the wood for the trees



**NOELLE RUMBALL** offers some thoughts on the composition of the ideal trustee board

A trustee on one of my boards stood down recently; changes in personal circumstances made the time commitment unmanageable. She joined us through a competitive recruitment process just under a year ago, and was an active and valued voice on our board. In her exit interview, she confided that she'd never really felt she was doing a good enough job. On pressing further, it was clear this was neither perfectionism nor imposter syndrome, but rather that she'd built up a picture in her mind of the ideal trustee, and it didn't look anything like her. But trying to become (or recruit) the ideal trustee is missing the wood for the trees: what we are all trying to achieve is an ideal board.

Many boards spend months, if not years, hunting for a qualified accountant. And it's easy to fall into the trap of thinking that the best trustees are those with professional qualifications. But no one has ever argued that the best boards are made up entirely of accountants.

An ideal board should have some professional experts. They are an invaluable resource, particularly when times are tough. But – unless you are extraordinarily lucky – they probably don't know very much about what your charity's actually delivering

Which is why you also want sector experts. These will be thought leaders, policy experts, or will work in similar organisations. They are brilliant ambassadors and horizon scanners, and will immediately see the difference between good and great delivery. But – again, unless you are extraordinarily lucky – they're unlikely to challenge your thinking.

This is where disruptor trustees shine. These are early-career or from a completely different background or sector, often first-time trustees. They come with nothing more than a layman's understanding, and ask "why?" and "how?" Answering their questions will break a board out of groupthink, and allow for more creative and innovative approaches.

## No one has ever argued that the best boards are made up entirely of accountants

Most trustees won't see themselves in these categories; a balanced board needs more than just experts and disruptors. But when asked what makes a trustee most valuable, we tend to describe expertise or diversity of thought. I suspect it's because the experts and disruptors are the ones we struggle to recruit, and we associate that with value.

### The important majority

Yet we, the majority of trustees, are doing something far more important. We are the heart and soul of every board we sit on.


Our level of scrutiny tells the experts how trusting they should be. Our comfort in asking questions gives less experienced trustees permission to ask their own. We are the ones whose warmth or professional distance set the tone. Our personalities, and whether or not we like each other, creates the culture.

My first two board experiences were polar opposites, culturally. The first one involved a lot of social activity: meals with every meeting or event, and always a pub trip afterwards.

The second was strictly professional: no activity without a purpose. To my surprise, both teams worked well. There's no single right or wrong answer; it's finding whatever works for each board.

The ideal board doesn't need its majority to act a certain way. It just needs us to strike a balance between our strengths and weaknesses as individual members. If one trustee is brilliant in meetings, but disengaged outside of them, it needs another trustee who volunteers for working groups or responds

to emails thoroughly, but maybe doesn't say much at full board (reactive versus reflective thinkers). A trustee who will reliably find every typo or loophole in a document is balanced against one who might only ever skim-read but always knows exactly who did what and ensures the minutes include a thank-you for the relevant people (task-oriented versus people-oriented). HR models such as Belbin team roles or Myers-Briggs type indicators are a good starting point for such team dynamics.

If you're not an expert or a learning trustee, there is no one particular way you ought to behave to bring value to your board. If you don't already know, you should reflect on your behaviours, and articulate which part(s) you play for your board and why they're valuable for the whole. You may be surprised to discover how important you are. 

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# Appetite for conflict is a good thing to talk about in a board



Board diversity cannot be sustained by recruitment alone, says **NOELLE RUMBALL**

When someone says “trustee”, there is a particular image that forms. A white man. Well-educated, with a neutral accent. Greying – late-career or retired – and definitely partner, director, or C-suite. Married to (or divorced from) a woman. If not fully suited and booted, at least wearing a collared shirt, and with enough disposable income he might forget (or refuse on principle) to claim back the expenses he incurs as a trustee. And there’s a reason for that stereotype: it’s the majority demographic. (See, for example, the Charity Commission’s 2017 paper Taken on Trust.)

Happily, there is a growing momentum to change the face of trustees, recruiting diverse people to our boardrooms that reflect our localities or, if we’re ambitious, our service users.

But while there’s a lot of focus right now on diverse recruitment and the benefits of having a diverse board, we don’t often talk about the practicalities of what you need to do after recruitment to keep your board thriving through what will probably be an enormous change in group dynamics.

Broadly, there are two challenges. The first is purely practical – accessibility. The second is much harder – board culture.

## Accessibility and culture

Accessibility is something you can (and should) figure out before recruitment. Different groups are better able to attend daytime or evening meetings. Is it worth rethinking timings to attract different people? Do you offer to pay childcare expenses? Is it quick and easy to make an expenses claim?

Do you offer a good induction with in-house or external trustee training, so that first-time trustees feel confident in their duties and everyone understands how the organisation works?

## Preparing your board for change and constructive challenge is critical to retaining new trustees

Is your language accessible? If everyone on your board is an established sector expert, you probably use a lot of jargon and acronyms that new trustees will struggle to follow. One of my boards had a glossary and acronym list included in every board pack as standard, plus regular reminders from the chair to interrupt as required for explanations.

Finally, make sure you are not asking or expecting more of your “diverse” trustees than you are of your existing homogeneous ones. Your newest recruits are not there to represent their demographic or to single-handedly address systemic biases in your organisation. Just like every other trustee, they are there to make the best possible decisions for the charity and its beneficiaries.

But it’s not just about what you expect from your new trustees. A homogeneous board doesn’t regularly test its assumptions and biases like a diverse one does – it may not even be consciously aware of many of them. So it can be a brutal shock when someone new comes in and challenges longstanding shared worldviews. Preparing your board for change – and getting them ready to embrace constructive challenge – is critical to retaining


new trustees with substantively different life experience. And to keeping your conflicts productive, rather than destructive.

Depending on your circumstances, you may want to do some explicit equity, diversity and inclusion work before diversifying your board. Like, making sure you know how everyone feels about trans rights before recruiting your first trans trustee. It’s easy to miss even deeply

held biases when no one on your board or in your charity is directly affected.

## Appetite for conflict

Just like risk appetite, appetite for conflict is a good thing to talk about in a board. And it’s not necessarily a bad thing for a board to be conflict-averse. I know one chair who takes the time to gather perspectives from each board member individually beforehand whenever there’s something controversial on the agenda. She can then facilitate a conflict-free meeting on the day, even with substantive disagreement. Other boards thrive on robust discussion, where passions run high, but so does trust. Most boards will fall somewhere in the middle, but the important thing is that ideas are challenged, and that challenge informs final decisions.

All charities will benefit from more diverse boards. But our sector can’t sustain that diversity via recruitment alone. 

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# It's crucial to avoid overreliance on individuals in any board



Understanding your own motivations for being a trustee is crucial for the success of the board, as well as your own professional development, says **NOELLE RUMBALL**

I joined my first charitable board when I was 24, when my unique selling points were very much my enthusiasm and availability. Before meeting the chair, I prepared a spiel on how – despite limited experience – I could be an asset to the charity and its board. I was completely thrown when he asked what was in it for me.


As my career progressed, my interests shifted to learning how to operate within particular sectors or stages of growth. And it's not just about the motivations for joining a board, but also what you choose to do once you're there. I gained invaluable experience in the nuts and bolts

I ultimately wrote the board a letter, explaining why I would be stepping back, but also offering to support and coach any trustees interested in picking up my skillset. I stuck to my guns saying “no”, and eventually the dynamic shifted.

## Overreliance on key people

It's crucial to avoid overreliance on individuals in any board, via formally or informally delegating all actions or decision-making in their area of expertise. This is a particularly common issue among treasurers and finance committee chairs, who are often the only qualified accountants on their boards. But having non-experts in leadership positions will role-model possibility, and encourage those with enthusiasm and availability to learn on the job in meatier board roles. It also means your experts may be less intimately involved in preparing board papers and can showcase critical friendship during the board meeting, instead of before it. This often prompts richer discussions.

Finally, it makes it harder to put experts in the position of unpaid consultants – allowing them the headspace and flexibility to spend more time on aspects of the role that aren't exactly like their day jobs.

The next time you're looking for volunteers from your board to take on a piece of work, consider what might motivate each board member to take on that work, and talk about those benefits when asking for volunteers. And before you say “yes” or “no”, make sure you know why. 

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## When you join a board, you need to know why you're doing it, otherwise you may find yourself out enjoying the sunshine when you ought to be reading board papers

He explained that when you join a board, you need to know why you're doing it, otherwise you may find yourself out enjoying the sunshine when you ought to be reading board papers. We volunteers are at our most committed when we're getting something tangible out of the experience. Especially when volunteering as a trustee – we're almost certainly not doing it for the unadulterated joy of meetings.

### Benefits of saying 'yes'

For me, learning is always an inspiration. And back then, I was particularly hungry for opportunities to improve my employability. Articulating that helped me focus on charities that were small enough to need operational as well as strategic work from their boards; where I was able to learn an immense amount about leadership and the practicalities of running an organisation just by raising my hand whenever there was a need. It gave me a fantastic career boost.

of mergers by joining the cross-organisational working group when three local charities merged a few years ago – something I would never have experienced in my day job in large organisations.

### Benefits of saying 'no'

But knowing what you'll get out of it doesn't just help you say “yes”. It also helps you to say “no”.

When asked to describe the mistakes I've made as a trustee, one of the first that comes to mind is a board on which I put my hand up too often. At one point, I was the only person with a particular skillset, and I said “yes” so many times, it became everyone's expectation that I would just continue to do whatever needed doing in that area. I was serving the charity, but without any opportunities to learn, I was no longer serving myself. I was also blocking any opportunities for others to learn by doing, like I had as a young trustee.



## Chair's corner

# No time for a full governance review? A few tweaks can still pack a punch



**NOELLE RUMBALL** outlines a menu of actions that can improve governance outside of a full review

This time last year, I was talking with the chief executive for one of my boards about much-needed changes to our subcommittee structure, and planning a wider governance review. But we also knew we'd be downsizing with the loss of a funding stream, and also launching a major building project. Funnily enough, we never quite found the time for that wider governance review. However, in our last series of meetings this year, we made the time to approve a new subcommittee structure. That was the one thing we knew would immediately make a difference, and we got enthusiastic support across the board.

It is absolutely the case that a comprehensive governance review every few years is best practice. But choosing to invest in one isn't always the best thing for the charity in any given year. Sometimes, headspace and resources are needed more elsewhere. And that's ok.

## Stopping, or changing the timing of, certain governance activities can be a powerful change for good

What's not ok is putting off fixing anything until you've got time to fix everything. Governance reviews might sound scary, but really it's just noticing what we can do better, and then doing it. And that's something many of us are already doing at the end of each year. It might be half an hour of full-board reflection time, one-to-ones with the chair, or just having a chat over an end-of-year meal. The actions might be simple or complex, but the sooner you start, the sooner you reap the rewards.

### Tackling niggles

Are there niggling issues with the practicalities, such as poor attendance and quoracy worries? Does every meeting run over time? Are you repeating information in multiple different subcommittees without getting any added value? Now is a great time to check for barriers to attendance, such as time of meeting (evening versus daytime), length and frequency of meetings, or access to childcare.

Remember that there is no perfect number of board meetings, nor an ideal subcommittee structure. And what's needed one year may not be needed the next. Just keep what works, and leave the rest.


### Impacts on people

Then there are the people. What is the burden of governance on staff? How often are they writing board papers? Have they got time

might appreciate being gently encouraged to step down? There are board structures that can help with that. To support your chair, beef up your deputy chair role or introduce co-chairing. To help a board member (particularly founders) step back, create an honorary president role with fewer, or purely ambassadorial, responsibilities. To encourage participation, agree a code of conduct to clarify expectations, and maybe create new board positions, such as fundraising lead or people champion. To diversify your board, dedicate positions for specific constituencies, such as young trustees, local residents, or past or present service users.

### Lived experience

Remember too that governance isn't just about the board. Trustees must always act in the organisation's best interests; this limits their ability to act as representatives for others with their particular lived experiences. Starting up a staff or tenant forum that feeds into board decision-making locks in representation. Embedding advisory groups or shadow boards made up of service users or local residents can also ensure that no big decisions are made without input from your charity's most important stakeholders.

You may not have the time or the headspace for a full governance review. But you almost certainly have time to make a few tweaks that pack a punch. You may even be surprised by your organisation's appetite for radical change. 

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## Chair's corner

# If you can't find your verve as a trustee, it's time to move on



Knowing when it's time to leave a board is an important lesson to learn, both for the sake of the individual trustee as well as the board, says **NOELLE RUMBALL**

Some years ago, I was deputy chair of a board, and planning to step down at the end of my term. When I asked to meet the chair for a coffee, I thought we'd be discussing my resignation. But before I had the chance, she told me she was retiring abroad, and hoping to congratulate me on becoming the new chair. I had to choose whether to leave the organisation in a leadership vacuum, with no one else ready to step up, or stay on and prioritise the needs of the organisation over my own.

I ended up agreeing to chair for one year – I'd nurture a new deputy chair who we both agreed could be fantastic, but who wasn't quite ready to lead. It was an incredibly awkward conversation, and one I'm sure neither of us will ever forget. But I ended up leaving on a high note, with a legacy to be proud of, while the incoming chair got a year of dedicated support and felt ready to take on the world. We were very lucky it turned out as well as it did.

As a trustee, there's a balance to maintain between our personal needs and the needs of the organisation – we are volunteers, after all. So how do you know when it's time to go?

## The legacy you leave

On a personal level, the most important question is how you will feel about your experience once you leave. Legacy is important. My father (from whom I inherited trusteeship in the same way that sensible people inherit love of a sports team)

invariably joined boards in existential crisis. But once he'd got through the hump, he always moved on. The repairing and rebuilding work, post-crisis, was never his thing. As a result, he was rarely feted for his accomplishments. By the time anyone had the time or energy to celebrate, he was long gone. Be honest with yourself about how you want to be remembered, and for what. It might be worth hanging around to see the end results of your hard work, even if it isn't your natural habitat.

**Be honest with yourself about whether you're as excited as you used to be with your board, or whether it feels like a hated chore. No one does their best work when they're resenting every minute**

## Enough in the tank?

Jacinda Ardern made history when she resigned as New Zealand's prime minister because she no longer felt she had "enough in the tank" to do her job justice. It takes incredible strength to relinquish that level of power before you're deposed. Be honest with yourself about whether you're as excited as you used to be with your board, or whether it feels like a hated chore. No one does their best work when they're resenting every minute they spend doing it.


I rediscovered my energy and excitement when I suddenly had a year to make sure the next chair had what she needed to take over. If you can't find your verve as a trustee, it's time to move on. And if leaving feels

impossible, give yourself (and your board) a time limit to find a replacement. Then stick to your guns about your end date.

## Natural term endings

The most prosaic reason to leave is, of course, reaching the end of your term. Not all boards have maximum term lengths, but where they exist, a term generally lasts three or four years, and a trustee is limited to either two or three terms. The smallest charities – without paid staff – are most likely to allow their trustees to stay as long as they like, but they're definitely not the only ones. Opting not to continue into your second (or third) term can be a nice natural break, and is often the

simplest way for a trustee to "give notice". If your board doesn't have a term limit, choosing the three- or six-year mark to step down can work just as well.

The best boards strike a balance between retaining institutional memory and injecting fresh ideas and perspectives. Knowing you have a limited period of time to achieve change also helps focus the mind. And knowing when to let go makes room for people who might be even better than you. 

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# Does your board have the right blend of meeting formats?



How boards meet can be as important as what they discuss, says **NOELLE RUMBALL**

It may not seem exciting, but how we choose to meet and spend time together as trustees can be incredibly powerful when we get it right. When was the last time you asked your board whether you have the right mix of online, hybrid, and in-person interactions?

Four years post-Covid, the world has developed a diverse range of meeting models ranging from fully online, various flavours of hybrid, to fully in-person. But like so many things, the best model is whichever one has the most impactful benefits and the least painful drawbacks for each individual board. No one solution is best for everyone.

## Online board meetings

Online meetings remove travel barriers. Bad traffic and childcare emergencies are less likely to impact attendance – particularly at weeknight meetings. You can recruit trustees from other regions, or even other countries, without having to worry about high expenses and patchy attendance. It can also make diary management easier, since other commitments fit more readily alongside online meetings.

Most importantly for me, personally, is that I could never be a trustee, let alone a chair, if I didn't attend the majority of meetings online. Like many others who are disabled or chronically ill, in-person meetings require a time and energy commitment – and pose contagion risks – that I just can't commit to on a regular basis. Normalising that conversation in the boardroom has also helped others feel able to disclose their own accessibility needs.

But online meetings erect their own barriers. Lockdowns highlighted quite how

many people faced insurmountable technological barriers to engaging with work, school, or community once in-person was no longer an option. Online participation of any kind might be impossible for trustees who are homeless, refugees, or otherwise unlikely to have access to the right devices. Charities themselves might also lack access to the requisite technology, particularly when their service delivery doesn't need it.

**I've 'attended' a few meetings via someone's phone or laptop in the middle of the table, and I've almost always wished I'd sent my apologies instead**

Online meetings can be derailed by technical issues in ways an in-person one can't. It's awful trying to hold an important and nuanced conversation when one or more of you are freezing or dropping off the call on a regular basis. And hybrid meetings require good-quality conference equipment. I've "attended" a few meetings via someone's phone or laptop in the middle of the table, and I've almost always wished I'd sent my apologies instead.

That said, online meetings tend to be more focused, and individuals are less likely to dominate conversations (even if it's only via the mute button!). Particularly in large meetings, the chat function can also be used to great effect. More introverted people – and those who are reflective rather than reactive thinkers – are often able to contribute in writing in ways they never could in person. Keeping track of raised hands is also easier.


## Meeting in person

There is still a warmth to in-person meetings that is hard to replicate online. We get whole-body language – not just face and torso – and we can hear the instinctive snorts of displeasure, gasps of surprise, and encouraging murmurs of support. That all makes a huge difference in our ability to read the room. And presenting to a sea of muted, off-camera "faces" can feel incredibly exposed.

Yet, an in-person meeting is not guaranteed to be warm and social for everyone. People often talk about the benefits of "corridor conversations" on the way to and from

meetings, but it can be dangerous if decisions are made in corridors outside of full-board scrutiny. And trustees who need to arrive and leave bang on time (often women with caring responsibilities) will be excluded from those conversations anyway.

Awaydays are the perfect (scheduled) time to combine board business with a meal and dedicated team-building and social time. Paying expenses for a regular Christmas or summer get-together emphasises the importance of building relationships.

There will be some charities that thrive meeting all online, all in-person, or all hybrid. But most will benefit from a blend, and depending on who's in the room (or on screen), that blend will change over time. 

**Noelle Rumball serves on five boards, including as chair of Creative Youth Network**

## Chair's corner

# Culture eats strategy for breakfast, and we forget that at our peril



Trustees can do lots of things to create organisations where people feel good about coming to work, says **NOELLE RUMBALL**

We rarely talk about trustees' role in shaping and setting organisational culture. It may even feel like something too operational for trustees to meaningfully engage with. After all, we distinguish ourselves from paid staff and/or non-trustee volunteers through our focus on strategic matters instead of operational ones. And how it feels to come into work each day is about as operational as it gets.

But culture eats strategy for breakfast, and we forget that at our peril.

## Culture feedback loop

Board culture and organisational culture are linked, and there's a feedback loop between how it feels to be in a board meeting and how it feels to work in the organisation. Is it lively or staid? Warm and welcoming for infrequent presenters, or a bit scary? Does the language ever get colourful? Is there laughter? Does everyone pitch in to tidy up at the end of the meeting? I immediately picture corresponding organisations for each kind of board. Agreeing how we want to feel in board meetings and then being deliberate about our behaviours to achieve the right atmosphere will be felt well beyond the boardroom.

But that's not enough on its own. Trustees really do need to know and understand their organisation's culture. And we can't depend on the staff who attend board meetings to tell us about it. They may present things as better (or worse) than they really are, for all sorts of reasons. And in very large organisations, the senior team might be

just as remote as the board, with all the same blind spots about culture.

## Learning from school governance

How a place feels is something that must be experienced; words never quite do it justice. School governance makes great use of "learning walks" – essentially visiting the school to observe what goes on over the course of a day. All trustees can benefit from doing something like this with their charities. And there's the added benefit of increasing trustee visibility, potentially with both staff and service users. Sometimes just showing up makes a difference.

**Agreeing how we want to feel in board meetings and then being deliberate about our behaviours to achieve the right atmosphere will be felt well beyond the boardroom**


More objective data on culture can be collected and analysed via annual staff surveys. Many organisations have KPIs explicitly linked to staff survey results. If your charity does not currently run a staff survey, that's something the board can request.

## Tangible actions

But even with a high awareness of organisational culture, it may feel as if it can't be changed by a group of people who only meet four or six times a year. But there are actually lots of things a board can do.

First is looking for consistency between what a charity says it prioritises, and how it feels on the ground: comparing mission, vision and values against policies and practices. Do we say "people first" but put staff last, where every penny spent on staff is a penny lost by beneficiaries? The board has control (or at least strong influence) over strategy, policy and budget. We can insist on changes. What are the power dynamics between the charity and its beneficiaries? Those can be shifted with different governance structures and/or hiring practices that prioritise lived experience or representation from certain groups. There may also be barriers to participation in an organisation's governance that trustees can remove by making changes to governing documents.

## Leaving a legacy

When we talk about leaving a legacy, we usually mean bricks and mortar, or books, or a long history of successful service delivery. But trustees also have the opportunity to create places that make you feel better just by walking through the door. Because while it's easy to forget what someone did, you'll never forget how they made you feel. 

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## Chair's corner

# Co-chairing can be transformative. But with opportunity comes risk



**NOELLE RUMBALL** weighs up the pros and cons of job-sharing the role of chair

In an environment where it's challenging to recruit any chair, let alone a good one, there are a growing number of boards considering co-chairing as a way to make the role more accessible to busy people. After all, two heads are better than one and a problem shared is a problem halved. But co-chairing might be the worst possible solution to your recruitment problem.

Before bringing in the big guns, are you confident you're not asking too much of your chair? Do you know why none of your current trustees want the role? Are there barriers you could remove? Have you defined how and why co-chairing will solve your problem? Because introducing co-chairing might be like using a sledgehammer to bang in a nail.

## The benefits

That said, there absolutely are problems that are best solved by co-chairing. For example, where a member-led charity includes multiple communities gathered under a single umbrella – such as refugees or LGBTQ+. In these circumstances each co-chair can be drawn from a different constituency, ensuring no one community is prioritised (or seen to be prioritised) over the others.

Introducing co-chairing can also dramatically change the power dynamics in an organisation – particularly for charities which want to be visibly led by their beneficiaries. It can provide the opportunity for people with highly relevant lived experience but limited professional expertise to take on a meaningful leadership position, with the guaranteed support of a professional expert as their

co-chair. This is particularly useful when your beneficiaries are very unlikely to have significant professional experience, as with my role co-chairing a students' union with a student trustee.

**Like any senior job-share, it takes deep thought and hard work to facilitate two leaders working as one**

So, why isn't it the answer to recruitment challenges? The Charity Commission's guidance isn't too prescriptive about what chairs must do. There are seven bullet points, three of which are about chairing meetings. The others are line managing the chief executive; linking trustees to staff; and acting as a spokesperson. These are all relatively easy to split across two people. But the final point is that chairs must "lead on ensuring that trustees comply with their duties and the charity is well governed".

## The challenges

It's this leadership part that sounds simple until you try to implement it. Like any senior job-share, it takes deep thought and hard work to facilitate two leaders working as one. Your co-chairs must have complementary skill sets and ways of working, which means you either have to recruit them together, or else recruit to a very specific profile to balance out an existing incumbent.


They must also get on well with each other. This is partly because if the co-chairs fall out, it's an existential threat to the organisation. But they also need to present a united front

on important issues, even when acting individually. This requires a big investment of time and effort – certainly monthly, if not weekly meetings – on top of their other co-chair duties.

Despite these risks, co-chair matches do sometimes come together organically – most often when promoting from within the board, where everyone already has a sense of

personalities and what it will feel like to work together. I had an experience in one of my first trustee roles as vice chair where it blossomed into a true partnership, co-leading with my chair. When he was ready to step down, we introduced a formal co-chairing arrangement, and another sitting trustee and I took up the mantle. Both those partnerships worked really well, but the charity wasn't able to find a third partnership, and eventually reverted to a single chair.

The process of adopting co-chairing introduces another risk: an ego check for the sitting chair. It can be really challenging to give up a privileged position – and not always for the people you'd expect. When you've had to fight for every ounce of power, giving it away feels excruciating.

For all the risk, when it works, co-chairing is transformative. But like all big opportunities, it brings big risks. Be sure you're using it to solve the right problem. 

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## Chair's corner

# Joining a board for financial return changes the ecosystem



**NOELLE RUMBALL** rehearses the pros and cons of trustee remuneration

Eight in 10 charities operate on less than £100,000 per year and have no paid staff and no volunteers other than their trustees. In that context, it makes a lot of sense for the Charity Commission to forbid paying trustees, even if there have always been accommodations for very large and complex charities.

But the guidance has changed. CC11 now allows any charity – without asking any questions or requiring any substantive arguments – to make payments to its trustees of up to £1,000 per year across its board. There are three conditions: (1) the governing documents must not explicitly prohibit it; (2) you must fill in a Charity Commission request form; and (3) the payment can't be spread across all trustees – some must remain volunteers. With justifications, charities can request a higher payment, though the commission may decline.

But the majority of charities will never be able to afford to pay their trustees, even if they want to. Most of the sector is made up of tiny charities that live or die on £5 margins, and paying their trustees is never going to be an option. In an environment where recruiting trustees is already very hard, normalising trustee pay may make it impossible.

It also introduces a conflict of interest into a boardroom, one that isn't an issue for other entities. If paid, a trustee risks becoming more focused on the financial health of the charity and its ability to keep paying them, rather than on how well it serves its beneficiaries.

Trusteeship can be made more affordable by reviewing the expenses policy. Is it limited to food and travel, or does it include things

like childcare? Is it easy to make a claim?

So, why introduce the option of paying trustees? The simple answer is that nothing else solves the problem of people who can't afford to donate their time.

Unemployed people, shift workers, gig workers, artists and freelancers are all likely to struggle to attend meetings or events without turning down work, and the Charity Commission doesn't allow claiming back lost earnings as an expense. Acutely marginalised groups are in a similar position. Arts and Homelessness International recently mandated that half of its board would be people with lived experience of homelessness, and it got approval from the commission to make those positions paid in order to facilitate take-up.


**The majority of charities will never be able to afford to pay their trustees, even if they want to**

Some charities (usually larger ones) may also find that the time commitment they need from trustees is incompatible with a full-time job, particularly for chairing roles. Charities that know they need a day a week or more, and can afford to pay for it, are increasingly offering remuneration, so they aren't limited to a talent pool that works part-time or not at all.

Paying trustees can also address the ethics of asking certain people to volunteer. There is a growing movement against unpaid internships for young people. For many,

volunteering as a trustee smells like just another unpaid internship. Trusteeships are hugely beneficial when you're just starting out, but that's also when you're least likely to have a supportive employer or get paid time away. As with unpaid internships, it is those who already have privilege and access who can most easily afford to get more.

Similarly, as charity boards are scrambling to recruit more diverse trustees, there are increasing numbers of professionals from minoritised groups who, wary of exploitation, are rejecting unpaid board positions on principle. They might be willing to be paid to be the token minority trustee, but they're certainly not going to volunteer for it.

But in the end trustees are still volunteers, and that volunteer status is part of the bedrock of charity as a concept: experienced professionals donating their time and energy to lead organisations that make our world a better place. Joining charitable boards for financial returns – instead of purely to fulfill a passion for the cause – fundamentally changes the ecosystem. Should your board be considering a change to its ecosystem? 

*Next year's Trustee Exchange on 29 April will feature a panel debate on paying trustees. Book your place at [civilsociety.co.uk/events](https://civilsociety.co.uk/events).*

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*This is the last of Noelle's excellent Chair's corner columns, and G&L wishes to thank her for her thoughtful and incisive contributions over the last two years. For a PDF of all her columns, see [civilsociety.co.uk/chairscorner](https://civilsociety.co.uk/chairscorner)*