The Fundamentals of Good Governance

A CalQRisk Webinar

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Manage the effect of uncertainty on objectives

Presented by:
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Webinar Agenda

- Who We Are
- Good Governance
- Requirements of the Charities Governance Code
- Evaluation of Board / Self-Assessment
- Evidencing Good Governance
- Q&A

Who We Are

- Experienced Risk & Compliance Professionals
- Members of IRM, IoB, PRMIA, Compliance IRL, IOD, ACCA, ISACA..
- Involved in the Development of Standards (ISO 31000)
- We supply a Governance, Risk & Compliance Software Solution called **CalQRisk**
- CalQRisk is used by 400+ Regulated Organisations
  - Financial Services sector, Fund Administration, Credit Unions, Brokers, Charities, Law Firms, Leisure sector, Education (Schools & Colleges), and Local Authorities / Public Sector
  - They use CalQRisk to record and report on their Risk, Control, Compliance and Audit activity and much more

Governance

Board or Governing Body

"*Corporate governance provides the structure through which the objectives of the company are set, and the means of attaining those objectives and monitoring performance are determined.*" (OECD)

- Reviewing and guiding corporate strategy, major plans of action, policies and procedures, annual budgets and business plans
- Preventing conflicts of interest
- Balancing competing demands on the organisation
- Oversee the risk management system and systems designed to ensure that the corporation obeys applicable laws.
- Be satisfied that key corporate information and compliance systems are fundamentally sound and underpin the key monitoring role of the board

Good Governance

Good governance *involves putting in place systems and processes to ensure that your charity achieves its charitable objectives with integrity and is managed in an effective, efficient, accountable and transparent way.* *(Charities Governance Code)*

*The definition of '**good governance**' is one where the board sets and oversees the achievement of its organisation's objectives.* *(CoP for Good Governance of Sport Organisations in Ireland)*

Governance is a means to an end….not an end in itself

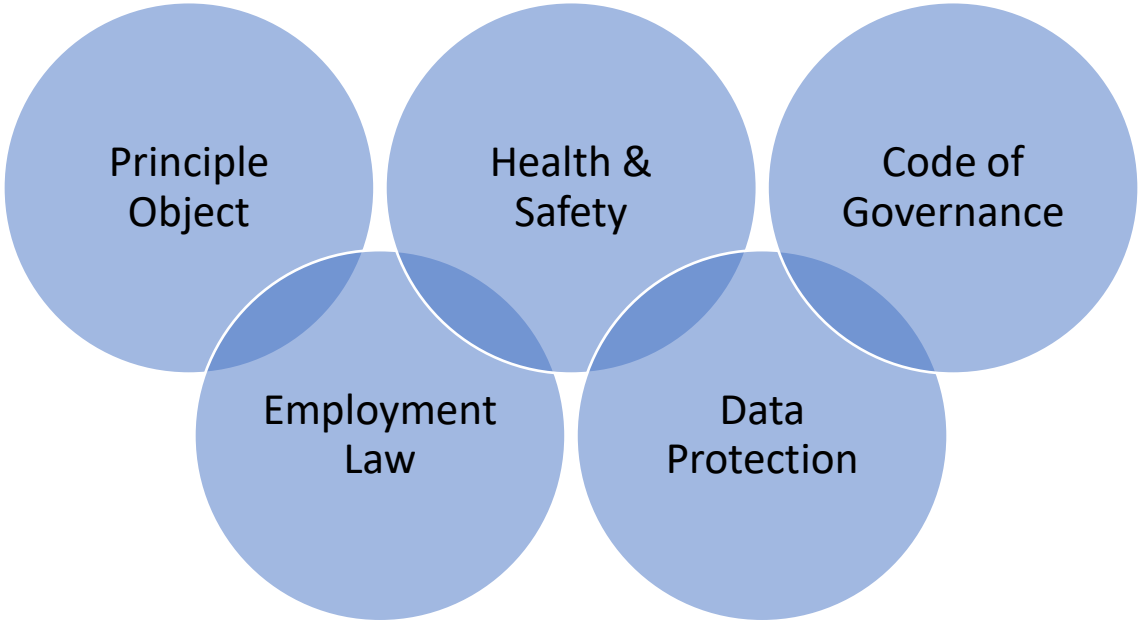
The Governance Umbrella

Strategic Objectives

Policies

Financials

Compliance



Reporting

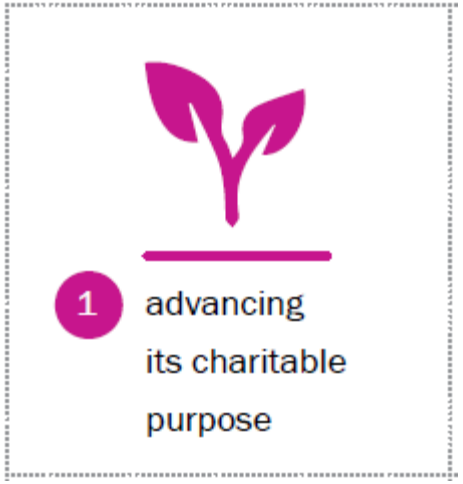
Conflicts of Interest

Manage Risk

Conflicts of Loyalties

Governance in practice Vs Governance on paper

Requirements of the Governance Code



- Clear Purpose
- Agreed Plan
- Resources
- Monitor Progress

- Agree Values
- Conflicts of Interest
- Conflicts of Loyalties
- Code of Conduct

- Roles
- Train, Support, ...
- Policies
- Procedures

Requirements of the Governance Code

- Comply with Reqs.
- Financial Controls
- Manage Risks
- Insurance Cover

- Good mix of Skills
- Board Meetings
- Have Facts - Decisions
- Review

- Registered Ch No.
- Communications
- Involve Stakeholders
- Procedures (Queries, Complaints)
- Reporting

Evaluating the Board

- How does the board know it is doing a good job?
  - Have we found a balance between being entrepreneurial and bring prudent?
  - Are we achieving the strategic objectives?
  - Are we using the resources effectively?
  - Are the board meetings constructive and well run?
  - Have we a good succession process in place?
  - Do we have a good range and mix of skills?
  - How do the stakeholders think we are doing?
  - Are we achieving the charitable purpose?
  - Do we all look forward to board meetings?

Does the Board embrace the spirit and good intentions of regulation?

Individual self assessment

- Do I Always:
  - ...take a firm position to protect the principles of good governance agreed in our charity?
  - …demonstrate the organisation's values in what I say and how I act, always using appropriate and respectful language and behaviour?
  - ...actively consider the wellbeing of all those involved within the charity?
  - ...demonstrate my understanding of my role and statutory and legal duties as a director?

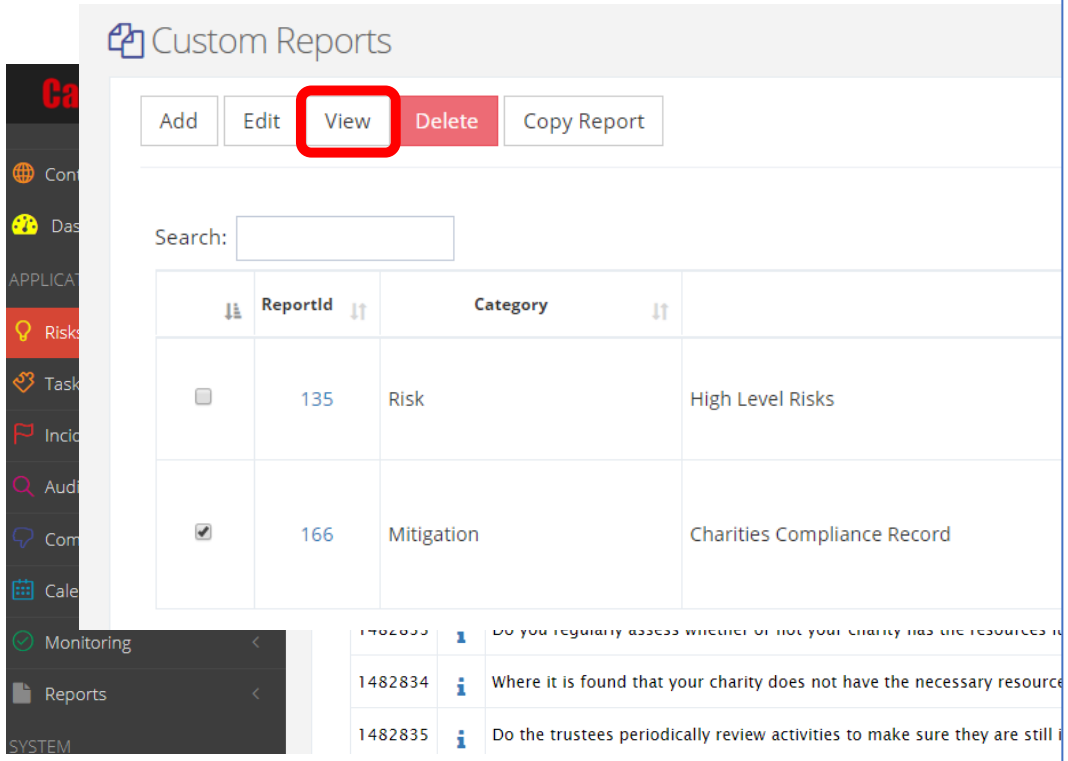
Individual self assessment

- Do I Always:
  - ...think about emerging trends and innovations, future legislation, and policy, as well as sector developments in order that I can contribute ideas to strategic discussions?
  - ...ask probing questions of the CEO/ Executive to check and challenge our progress against our vision and strategy?
  - ...behave in a professional way that promotes trust and openness between the board and executive team?
  - ...try to have a thorough understanding of the organisation's policies, performance, and finance.

Individual self assessment

- Do I Always;
  - ...encourage the taking advantage of opportunities in which we can acknowledge and celebrate progress and success?
  - ... listen actively and sensitively to encourage and understand the contributions and views of board colleagues, CEO/staff, and all stakeholders.
  - ... support collective decisions the board takes.
  - … read the documents and arrive prepared for board meetings.
  - ... encourage the empowerment of the CEO / staff to deliver agreed plans?

Evidence the Requirements



Compliance Record Report

10/03/2021

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Principle 1: Advancing Charitable Purpose CORE STANDARDS

1.1 Be clear about the purpose of your charity and be able to explain this in simple terms to anyone who asks.

Actions our charity takes to meet standards:	Evidence of our actions:
Trustees are clear about the charity's purpose and can explain it in simple terms.	Trustees have confirmed in writing they have read "What is a Charity". Our constitution clearly defines the charitable purpose. Trustees confirm annually they have reviewed and understood the governing document. "Main Object" is a standing Board item

1.2 Consider whether or not any private benefit arises (see glossary). If a private benefit arises, consider if it is reasonable, necessary, and ancillary to the public benefit that your charity provides.

Actions our charity takes to meet standards:	Evidence of our actions:
Trustees regularly consider whether private benefit arises from the charity's activities and, where it does, consider whether the private benefit is reasonable, necessary, and ancillary to the public benefit the charity provides.	Trustees met and discussed what private benefit arises. This is documented in a meeting minute. Attached. Travel and subsistence expenses are in line with Civil Service rates. See Expenses policy document.

1.3 Agree an achievable plan for at least the next year that sets out what you will do to advance your purpose.

Actions our charity takes to meet standards:	Evidence of our actions:
Trustees agree an achievable plan annually for at least the next year setting out how they will advance the charity's purpose.	Activities plan and budget is agreed in advance for the calendar year. See meeting minute attached. The plan is reviewed on a quarterly basis to confirm it remains achievable. Annual plan for 2021 attached.

Q & A

CalQRisk
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Thank You

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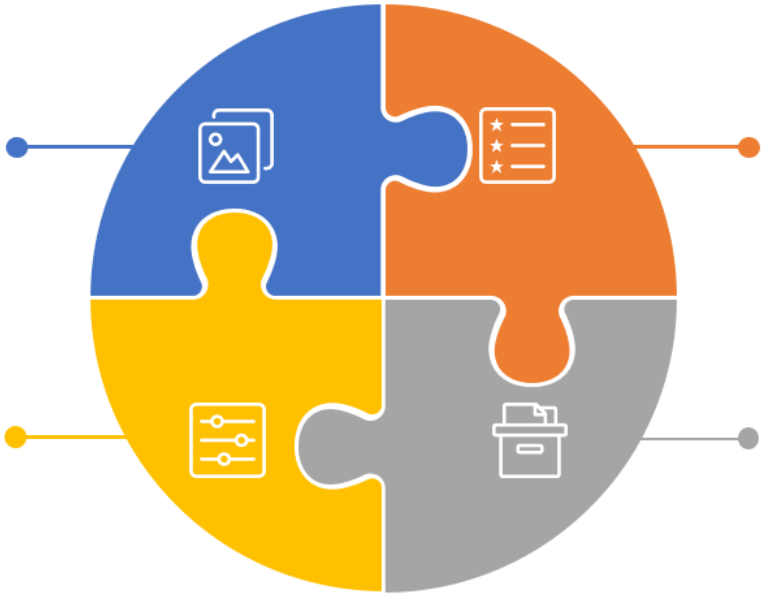
What is CalQRisk?

CalQRisk

CalQRisk is an online Governance, Risk Management & Compliance software application with a solution tailored specifically for not-for-profits and charities registered in Ireland. The solution is modular and is used by organisations of varying sizes to streamline their existing risk management processes while ensuring compliance with relevant obligations such as the Charities Governance Code, GDPR / Data Protection, and much more.



Governance

Streamline your reporting process through our 'one-click' reporting functionality. Ability to generate your Compliance Record Form from within CalQRisk.

Risk Management

Conduct risk assessments using the pre-populated and maintained knowledgebase.

Compliance

Benchmark your organisation against relevant legislation / regulation including the Governance Codes, GDPR, etc.

Integrated

Achieve operational efficiencies by integrating your approach to governance, risk and compliance.