

An idiot's guide to disempowering your board of trustees

Ultimate responsibility for the charity lies collectively with the full board of trustees as does ultimate authority over the charity. Trustees should ensure that no individual or groups of individuals ever undermine the board's ultimate authority or stewardship role.

Here are a few ways to disempower your board of trustees:

1. Ensure that the board meets fairly infrequently. Make sure most major decisions are urgent and cannot wait until the next trustees' meeting. This way all or most major decisions can be made by the chair or the chair and chief executive together or by a small select inner cabinet.
2. Ensure board agendas are full of issues that have nothing to do with governance (i.e. avoid anything to do with strategy, risk, guarding of the charities assets, compliance issues, performance of the charity and developing good governance) and get the board to concentrate on issues which will distract them from governance and keep them busy. Better still, get them to spend most of the meeting discussing and disagreeing over 'matters arising from the previous meeting'.
3. Put all major proposals under 'Any other business' (AOB). By the time they reach AOB, they will agree to anything in their eagerness to get home.
4. Flood the trustees with information. Make papers exceedingly long and unintelligible - full of unexplained acronyms, technical terms and masses of data that has not been analysed. Trustees rarely admit they don't understand and even more rarely make any real attempt to read lengthy 'technical' papers.
5. Alternatively, fill board papers with masses of management detail and get trustees focused on minor operational matters.
6. Ensure that the chief executive's report is full of lots of interesting but unimportant information such as who is pregnant and who received an award for long service. Avoid telling them about progress towards mission or other big issues, opportunities, challenges and risks facing the charity or about the external environment and how the charity can develop.
7. Ideally don't send out crucial papers in advance but table them on the day;
8. Tell the trustees that their task is to approve strategy and agree board policies (which are written by senior staff). Tell them everything else is management.
9. Tell trustees that their main role is to support the paid professionals (i.e. senior staff) who know far more about the charity and its work than the trustees, and so know what is best for the charity;
10. Get the board to delegate its work to numerous board committees on which carefully chosen (by you) staff and non-trustees serve. You will then find it much easier to get such committees to make the decisions you want.

To avoid being disempowered trustees need to ensure that they:

- understand the importance of the trustee role;
- understand what their duties, obligations, responsibilities and personal liabilities are;
- understand what governance is really all about; make sure the board has the skills, expertise, experience and commitment to provide effective governance;
- make sure that all delegate authority of the board is in writing and regularly reviewed;
- plan the work of the board and board committees on a rolling annual basis;

- make sure that board and committee agendas help trustees fulfil their governance role, trustees' duties and responsibilities, and the charity's strategic goals;
- make sure trustees receive high quality board papers that are succinct and to the point, focused on governance issues, arrive with trustees in good time and can be understood by a reasonably intelligent lay person;
- introduce a 'matters arising' chart and either scrap AOB or make sure that nothing can be brought under AOB unless the chair of trustees is informed at least 24 hours in advance;
- be clear about how the performance of the charity towards its mission and strategic goals are to be measured;
- have a clear performance management policy that includes all staff (especially the chief executive) and volunteers (including the chair and trustees); and
- take time out to reflect on the effectiveness of governance and how it can be improved.

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