



Using the Charity Governance Code

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Introduction



“The Board’s role is to pull management out of the trees to see the forest.”

Pearl Zhu



Areas to cover

- Using the Charity Governance Code –
 - Tool for Board self-reflection and development (internal)
 - Framework for Board self-review (internal)
 - Internal assurance review (internal/ external)
 - Governance review (external)
- Spotlight on three Principles –
 - Foundation Principle
 - Ethics and Culture
 - Managing Resources and Risk

Using the Charity Governance Code in practice





Using the Code as a tool for Board self-reflection and development

- Benefits of this approach –
 - No cost involved – only a small investment of time
 - Opportunity to engage with the Code's contents and foster full Board awareness
- Practical steps for using the Code as a reflection tool –
 - Carve out time on your Board agenda for a reflective section
 - Decide which Principle to focus on and circulate extract of the Code
 - Confirm who will be in the room – Board and all Executive; Board and non-profit leader; Board only
 - Hold reflective discussion (Behaviours; Policy, processes and practice; Suggested evidence and assurance)
 - Use to identify opportunities for further briefing or training



Using the Code as a Framework for a Board self-review

- Benefits of this approach –
 - Relatively low investment of time
 - Take a 'temperature check' of your Board and encourage a reflective culture
- Practical steps for using the Code as a self-review tool –
 - Gain buy-in and agree timetable and format
 - Streamline features of good governance within the Code to a truncated set of questions
 - Share self-review questions (could coincide with internal review of Board skills/ diversity)
 - Share themes from outcomes to your Board

Inviting internal assurance containing themes from the Code



- Benefits of this approach –
 - Formal assessment of strengths, areas for development and gaps
 - Focused scope for delivery
- Practical steps for embedding the Code into internal assurance –
 - Engage internal assurance team, or external provider, in discussion around review scope and how themes within Code can be embedded
 - Agree scope, format and timetable
 - Provide management comments
 - Share outcomes at Board level
 - Report back on progress to fulfil actions arising from audit process



Commissioning a full governance review

- Benefits of this approach –
 - Fullest level of assurance around governance
 - Encompasses both 'Behaviours' and 'Policy, processes and practice'
- Practical steps for commissioning a review –
 - Define timetable, budget and potential providers
 - Ensure time is set aside by Board and Executive (including those with responsibility for governance in their remit)
 - Take the opportunity for feedback on documentation, views shared through calls/ surveys and meeting observations
 - Decide approach to feedback – report – plus verbal report/ fuller workshop

Spotlight: Principles in the Code



Foundation Principle



- Are Board members fully aware of the legal duties they hold?
 - In England and Wales?
 - In other jurisdictions?
- Are Trustees able to commit additional time when it is needed?
 - Short-notice Board meetings
 - Engagement with senior leadership outside meetings
- Are conflicts of interest, and confidentiality, being managed?
 - Executive decision-making in relation to changes in organisational structure
 - Confidentiality in flows of information and decision-making

Ethics and Culture



- How can the Board act in line with organisational values when making difficult decisions?
- How can Trustees receive insights on internal culture and staff wellbeing – whilst remaining strategic and not operational?
- Is the Board prepared for complaints or challenge, for example, around HR processes?

Managing Resources and Risks



- Is the Board clear on the areas of highest risk?
- How are communications shared with Trustees between meetings?
- How is the Board effectively monitoring finance and fundraising in a dynamic climate?



Final reflections

- Embed the practice within the Code to your everyday governance
- Use in a way that suits your particular needs, time and capacity
- Make time for reflection on your governance

Thank you

