



# The Basis Project

## Governance online toolkit

### Foreword

#### The Basis Project

Across the UK there are many refugee community organisations (RCOs) providing vital services and support to refugees and asylum seekers from all over the world. In England alone there are over 650 RCOs and this figure is constantly changing. RCOs are run by refugees for refugees, and carry out an incredible scale and variety of work, much of which is done on a voluntary basis and with very few resources.

The Basis Project is a five-year Big Lottery (BIG) funded project that aims to empower RCOs across England to achieve their goals. This might involve, for example, managing funded projects more effectively, developing skills to secure sustained funding or improving overall organisational development skills and knowledge.

From January 2008 until November 2011, the project is delivering customised support and training for RCOs throughout nine regions in England. Refugee Council is leading delivery in London, West Midlands, East of England and North East regions. While Refugee Action is leading delivery of the project in the North West, East Midlands, South East and South West regions. Project delivery in Yorkshire and Humberside is being shared between Refugee Action and Refugee Council.

Eleven Organisational Development Officers (ODOs) - just over one in each region - provide one to one advisory support and group training in key organisational skills, including, financial management; governance; fundraising and project development.

The Basis Project provides support to RCOs in different ways depending on the RCO's needs, for example, through the use of: information products and toolkits; one-to-one support, group training; networking; peer support; seminars and events.

The Basis Project also works with funders and second-tier service providers to improve their understanding of the issues facing RCOs, refugees and asylum seekers, and to improve RCOs' links to them.

## Acknowledgements

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Thanks to colleagues from Refugee Council and Refugee Action who contributed to the development and production of this toolkit and to James Sinclair Taylor of the Charity Team at Russell-Cooke Solicitors for his input.

Much of the content in this toolkit has been taken from the influential Refugee Council publication, *Doing it for Ourselves (2003)* – a step by step guide to setting up and managing an RCO. Where appropriate, information and facts have been updated.

We would also like to thank the following organisations for giving us permission to reproduce their copyright materials.

- The Resource Centre, *Charity registration* information sheet (in Section two)
- London Voluntary Service Council, *Voluntary but not amateur: a guide to the law for voluntary organisations and community groups* (adapted information from this book is in Section three)

We would like to thank the Charity Commission for giving us permission to link to their website and reference their materials.

The Basis Project toolkits, while checked for accuracy, are for information and guidance only. The Basis Project cannot accept responsibility for loss to any organisation or individual as a result of action taken or not as a consequence of the content of the Basis Project toolkits.

We hope this resource tool will enable refugee community organisations to develop and to continue providing excellent services to their communities.

The Basis Project would like to thank the Big Lottery Fund for their generous support.

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## Introduction

### About the Basis Project toolkits

The aim of the Basis Project toolkits is to provide RCOs with practical and accessible information and guidance on four key areas of organisational development. The key areas are divided into four user-friendly toolkits, these are: financial management; governance; fundraising and project development and management. For those RCOs who are receiving support from the Basis Project, the toolkit will also complement any training materials they receive.

The Basis Project toolkits are targeted at small to medium RCOs who have a reasonable infrastructure in place. By this we mean a written constitution and a management committee (MC) with at least three members.

We hope that RCOs will be able to adapt information from these toolkits to suit their particular needs and aspirations and to use the toolkits as a guide for their MC, staff and volunteers who are involved in the day to day running of the RCO.

Copies of the toolkits can be downloaded free, from the Basis Project website at: [www.basisproject.org.uk](http://www.basisproject.org.uk). The website also provides further information about the Basis Project.

We hope that you find the Basis Project toolkits useful and look forward to your comments.

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### About this toolkit

This toolkit focuses on governance and is designed to be an interactive and practical guide for small to medium sized refugee community organisations (RCOs). The aim of the following seven sections is to provide your organisation with the key information and guidance it requires in order to run an efficient and successful organisation. If this relates to your organisation, then read on!

We would strongly encourage that every member of your MC reads this toolkit on governance and lets the Basis Project team know if there is anything that is not easy to understand. Please note that the law referred to in this toolkit is the law applicable to England and Wales.

Section one looks at what we mean by governance and how this relates to your organisation.

Section two looks at charities, focusing on charitable purposes, public benefit and charity registration.

Section three highlights and clarifies the different organisational structures that your RCO can adopt depending on its aims and aspirations.

Section four looks at the different types of governing documents that your RCO can use depending on what kind of organisational structure you have in place.

Section five focuses on MCs and the roles and responsibilities of MC members. This section also looks at recruiting and keeping MC members.

Section six contains a glossary of frequently used governance terms.

Section seven contains a list of useful contacts.

## Section one What is governance?

Governance can be defined as:

"The process by which a group of people make decisions that direct their collective efforts."

Governance is usually a role delegated to a representative group - the management committee (MC). There must therefore be some communication between the wider group and the committee. The wider group may be strictly defined as members/service users or they may be a more vaguely defined group often termed 'the stakeholders'.

Governance simply describes the way an organisation manages itself and how people representing it give direction and purpose to it.

(Source: <http://www.governancepages.org.uk/faq/faq1.html>)

Governance is about democratic leadership and direction. Like any other voluntary and community organisation, your RCO needs to ensure that it has the appropriate procedures and policies in place so that it can achieve its shared aims and objectives. In order to do this, your organisation has to keep its finances in good order; keep up to date with charitable legal requirements; think and plan ahead; support staff and volunteers; take decisions and be accountable for these. All of these things are part of what we call, 'governance'.

Good governance is key to running an effective organisation and delivering good services.

### 1.1 Why is good governance important?

Good governance helps to ensure that your organisation is accountable to your members, beneficiaries and the wider community. By developing robust governance structures, your organisation can effectively respond to, and meet the needs of, your community.

If your organisation is applying for funding to start a new service, you should be aware that any funder will want to be confident that their money is going to an organisation that can effectively deliver services or projects to those most in need and that it is being used for the purpose of the grant.

With increasing competition for funding, your organisation needs to be able to demonstrate that it has sufficient systems in place to manage funders' money and deliver the agreed project. If your organisation does not have good governance structures in place, you are at risk of failing to achieve the desired project outcomes, and, as a result, failing to meet the community's needs adequately.

Good governance is also essential to keep a happy workforce. If individuals in your organisation understand and support the values of your organisation, and are confident in the strategic direction of your organisation, you are much more likely to retain staff and volunteers and achieve your goals.

As part of good equality and diversity practice, your management committee (MC) should be as representative of your membership as possible. For example, if your organisation is providing women specific services, you should strongly encourage women to join the MC to ensure your services area tailored accordingly.

The following sections will offer advice about actions your organisation can take in order to develop good governance structures.

## Section two Charities

This section is relevant to organisations that are, or plan to become, registered charities.

Not all voluntary and community organisations are registered charities but being one provides a distinctive legal form and a special tax status.

Legal requirement – please note!

! The Charities Act 2006 made significant changes to charity law. These changes are being introduced in stages over the next few years. The most significant changes which affect charity registration are highlighted below with a red exclamation mark.

There are a number of terms used to describe a 'charity'. We have produced a summary of the key terms and definitions that are used below.

In this toolkit, we will use the term voluntary and community organisations (VCOs) when referring to both charities and voluntary and community organisations.

Here's a brief guide to some of the terms used for organisations:

### **Voluntary organisations**

Organisations that are not-for-profit and neither public (for example, schools and hospitals) nor government-run; they tend to have been set up to benefit a specific community, or some part of society. Voluntary organisations tend to be larger and more formally structured than community organisations. Whether the organisation employs staff or not is often seen as a key 'dividing line' between the two. Many voluntary organisations are registered charities.

### **Community organisations**

Organisations that are not-for-profit and neither public nor government-run; they tend to have been set up by a community to benefit the community, or some part of it. Community organisations tend to be smaller and less formally structured than voluntary organisations. They can become voluntary organisations. Whether the organisation employs staff or not is often seen as a key 'dividing line' between the two. Swindon Borough Council has produced some guidance on their view of the difference.

### **Voluntary and Community Sector**

All voluntary and community organisations (VCOs). It is sometimes known as the third sector (with the first sector being private companies and the second sector being government and public organisations).

### **Not-for-profit**

Whereas the aim of private sector companies is to make profits for their owners, not-for-profit organisations have social aims. All charities and most community

organisations are not-for-profit but some run private trading companies whose profits come back to the charity.

There are registered charities and unincorporated associations (see Section three).

## 2.1 What are charities?

*The information below is adapted from the Resource Centre at [www.resourcecentre.org.uk](http://www.resourcecentre.org.uk):*

Charities are organisations which are set up for the benefit of the community as defined by the law.

A charity is therefore an organisation that has a formal legal existence and is established exclusively for charitable purposes, that is, if its objects\* are exclusively charitable. The aims (or objects), of an organisation are set out in its constitution or other governing document.

! Since April 2008 every charity has to be able to show that it exists for the public benefit as well as for a charitable purpose.

A charity is governed by charity law and falls within the jurisdiction (administration) of the High Court for England and Wales. Charities are monitored and supported by a government department [strictly speaking it is a “non-governmental department” because it does not answer to a minister] called the Charity Commission (see useful contacts, Section seven). Some organisations may not realise they are charities - if your organisation has charitable aims, it must comply with charity law.

As well as being governed by charity law, a charity must also comply with other UK laws such as those covering employment, taxation and health and safety.

When your organisation has a gross annual income of £5,000 or more, you must register with the Charity Commission. Registering with the Charity Commission does not make a group into a charity; registering simply turns an existing charity into a registered charity. (See **2.3** for more information on registering a charity).

\*Please note that the Charity Commission uses the term, ‘purpose’ or “objects” to describe a charity’s aims. In this toolkit, we use the word, ‘aim’.

## 2.2 Charitable purposes and public benefit

! Since April 2008 every charity now has to prove that it exists for the public benefit as well as for a charitable purpose. This is known as the ‘public benefit requirement’ (see *Charities and Public Benefit* at [www.charitycommission.gov.uk/publicbenefit](http://www.charitycommission.gov.uk/publicbenefit)).

### Charitable purposes

! From April 2008, an organisation will qualify as a charity if any of its purposes (aims) fall within the following 13 descriptions of charitable aims. This list includes 12 specific headings and one general heading.

1. The prevention or relief of poverty;
2. The advancement of education;
3. The advancement of religion;
4. The advancement of health or the saving of lives;
5. The advancement of citizenship or community development;
6. The advancement of the arts, culture, heritage or science;
7. The advancement of amateur sport;
8. The advancement of human rights, conflict resolution or reconciliation or the promotion of religious or racial harmony or equality and diversity;
9. The advancement of environmental improvement or protection;
10. The relief of those in need by reason of youth, age, ill-health, disability, financial hardship or other disadvantage;
11. The advancement of animal welfare;
12. The promotion of the efficiency of the armed forces of the Crown or the efficiency of the police, fire and rescue services or ambulance services;
13. Any other purposes charitable in law.

### Public benefit

**!** Another key change from April 2008 is that all organisations wishing to be recognised as charities must demonstrate that their aims are for the public benefit. This means that a charity must work for the benefit of either the whole community or a significant part of it.

MC members are required to report on how their charity benefits the public in their annual report.

*Information below summarised from the Charity Commission extract in VS magazine February 2008:*

The Charity Commission has defined two key principles in the table below:

<p>1. There must be one or more identifiable benefits to the public.</p>	<ul style="list-style-type: none"> <li>• Identifiable does not mean that the benefit has to be counted. For example, a women's refuge providing shelter for victims of domestic violence could quantify their benefits. However, the benefits of improving women's self esteem cannot be quantified. As long your organisation clarifies what the benefits are, the Charity Commission will consider them.</li> <li>• Each of a charity's aims must be beneficial and be balanced against any detriment or harm taking place. For example, weighing up the health benefits of participating in a dangerous sport against the risk of injury. The Charity Commission would need to see real evidence and not make assumptions.</li> </ul>
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<p>2. The benefits must be provided to the public or a section of the public.</p>	<ul style="list-style-type: none"><li>• It is not the number of people benefiting that matters, but who has the opportunity to benefit? For example, a charity service that helped people to give up smoking might only be able to offer a limited number of places, but anyone who qualified, must be able to apply for a place.</li><li>• People on low incomes should be able to benefit. For example, if a charity provided training but charged at a level that meant many people could not afford the training that would breach the rule.</li></ul>
<p>For more information about public benefit, go to <i>Charities and Public Benefit</i> at <a href="http://www.charitycommission.gov.uk/publicbenefit">www.charitycommission.gov.uk/publicbenefit</a>.</p>	

Please note: There is useful guidance about public benefits requirement for charities on the Charity Commission website.

Practical examples of public benefits for RCOs are:

1. Adding value/complementing services of mainstream voluntary organisations and statutory bodies. By showing evidence of this work RCOs can identify their benefits to a section of the public – that is members of their community who have access to services provided by these organisations. To show this evidence they need to monitor and record how they are complementing services of these organisations.
2. Delivering training and educational courses to refugees and asylum seekers. This is a quantifiable benefit to a specific number of people who are qualified; it's also an unquantifiable benefit to a wider public if these individuals contribute to the society later on. Again, evidence of these benefits should be produced.
3. Any activities which encourage integration of individuals/communities can be identified as benefits to the public including giving advice and support, providing information, and so on.

### **Campaigning and political activity**

An issue that often arises for RCOs in relation to charitable purposes and public benefit is what is meant by campaigning and political activity. Some of the key points around this subject are highlighted below:

- Any charity can become involved in campaigning and in political activity which furthers or supports its charitable purposes, unless its governing document prohibits it.
- Charities can campaign for a change in the law, policy or decisions where such change would support the charity's purposes. Charities can also campaign to ensure that existing laws are observed.
- A charity cannot have political activity as any of its charitable purposes. This is because a charitable purpose must fall within the description of purposes set out in the Charities Act 2006.

- Charities **cannot** give their support to a political party or politician.

Examples of permitted campaigning might include:

- a health charity promoting the benefits of a balanced diet in reducing heart problems
- a refugee charity, emphasising the positive contribution that refugees have made to society and calling for Government to improve or enforce existing legislation that supports the rights of refugees
- a human rights charity calling on a government to observe certain fundamental human rights, and put them into practice.

Political activity might include some or all of:

- raising public support for such a change.
- seeking to influence political parties or independent candidates, decision-makers, politicians or public servants on the charity's position in various ways in support of the desired change; and responding to consultations carried out by political parties.

To check whether a planned political or campaigning activity is accepted by the Charity Commission, please call its advice line on 0845 3000 218.

*Please see 'CC9 - Speaking Out - Guidance on Campaigning and Political Activity by Charities' on the Charity Commission website <http://www.charity-commission.gov.uk/publications/cc9.asp#2> for further information and guidance.*

### **2.3 Which charities need to register with the Charity Commission?**

Most organisations in England and Wales are required by law to register with the Charity Commission if all their aims and their activities are charitable under charity law.

Every charity with a gross annual income of £5,000 or more is required by law to register with the Charity Commission. Once a charity reaches this threshold, it should register.

A charity below the £5,000 threshold may register voluntarily. Registered charities whose income falls below the £5,000 threshold will generally be allowed to remain on the register.

An unregistered charity is still legally a charity and must follow charity law.

#### **Advantages of registering your charity with the Charity Commission**

Some of the key advantages of registering your charity can be seen in the table below.

Charity registration can help with fundraising.	<ul style="list-style-type: none"><li>• Many funders give grants only to registered charities.</li><li>• Can reassure funders that you are a 'serious' and</li></ul>
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	professional organisation.
Tax relief	<ul style="list-style-type: none"> <li>Your organisation is entitled to tax relief on several taxes and reduced business rates on your premises, and you may reclaim the tax on donations by individuals. Tax relief is also available to unregistered charities who register with HMRC.</li> </ul>
Public image	<ul style="list-style-type: none"> <li>Charity registration lets the public know that your organisation is legitimate and is being monitored by the Charity Commission.</li> </ul>

### How to register with the Charity Commission

Once your organisation has a gross annual income of £5,000, you must register with the Charity Commission. Your organisation has some flexibility to ensure that you register at a time which best fits in with your group's development. It can take some time for a small charity to develop a constitution which will satisfy the Charity Commission.

In order to register, your organisation needs to complete the *Charity Commission Registration Application*. You can download this pack from the Charity Commission website (see useful contacts, Section seven) or you can call them to request a pack.

You will need to have a constitution that sets out what you aim to do, your "objects" and how you will run your organisation. See Section three.

Registration usually takes between one and three months from the time of sending the application, depending on the information supplied.

If the Charity Commission accepts your application, your organisation should be registered within three weeks. However, if they require further information, the process may take a lot longer. If the Commission refuses your application, they will explain in writing why your organisation is not considered charitable and you will have the right to ask for a review of the decision. If it has concerns it may ask for further information and suggest changes to your constitution. If you are unhappy with their suggestions you should get advice. See Section seven for sources of advice.

### Obligations of a registered charity

Any charity (whether registered or not) must ensure that it stays strictly within its charitable purposes (aims) and comply with charity law.

A registered charity must follow Charity Commission rules concerning its annual report and accounts. This will depend on your legal organisational structure - see **Section three** for more information. These regulations are currently in the process of being updated following the Charities Act 2006. Please see figure 2 [Charity

accounts requirements from 1 April 2008] to understand the current accounting requirements for both registered charities and companies.

MC members have personal legal responsibilities under charity law. (Please see **5.2** for information about MC roles and responsibilities).

Charities must follow special procedures if:

- selling or letting property
- mortgaging property
- seeking to pay an MC member
- fundraising.

## **Reporting Requirements**

Annual Returns and accounts:

Trustees of charities with income exceeding £10,000 in their last financial year are required to complete and submit an Annual Return. For financial years ending before 1 April 2009 they must also submit a copy of the Trustees' Annual Report and accounts.

For financial years ending on or after 1 April 2009, the threshold for submitting a Trustees' Annual Report and accounts has been increased so that only charities with income above £25,000 need submit copies of these. All required submissions must be made within 10 months of the end of the charity's financial year.

For more information about reporting requirements, go to:

[www.charity-commission.gov.uk/investigations/reportacc.asp](http://www.charity-commission.gov.uk/investigations/reportacc.asp)

Annual updates:

Charities with an annual income of £10,000 or less do not have to submit an Annual Return or a copy of their Trustees' Annual Report and accounts but are required to keep their Register details up to date. To ensure that Register details are up to date and to confirm that they are still operating, we ask smaller charities to complete the Annual Return form, this form can be downloaded from Charity Commission website.

### **What happens to charities failing to file their documents on time?**

Charities have 10 months from the end of their financial year to file their documents and the Charity Commission offers advice and guidance to help charities to meet this deadline.

As part of a charity's entry on the Register the Charity Commission will indicate whether latest due documents have been received or are overdue.

The Charity Commission has a statutory duty to maintain an accurate Register of Charities and to remove any charities that have ceased to operate or exist.

Charities failing to provide evidence of their activity and existence by submitting accounts, Annual Returns or Annual Updates will be sent a series of reminders. If the Commission has not received overdue documents, charities may be removed from the Register.

**The Basis Project online toolkit**  
[www.thebasisproject.org.uk](http://www.thebasisproject.org.uk)

For more information, go to:

<http://www.charity-commission.gov.uk/investigations/ccmonsub.asp>

## Section three Organisational structures

RCOs, like other Voluntary Community Organisations (VCOs), need to have an organisational structure. Every charity has a **legal status** which is based on the form of legal structure it chooses to adopt. This legal status is quite different from its **charitable status**. A voluntary organisation can have one of two types of legal structure:

- **Unincorporated** or
- **Incorporated**

Which organisational structure you choose, will be reflected in the kind of governing document that you use. The first thing your organisation has to decide is whether it wants to be unincorporated or incorporated.

This section looks at the most popular forms of legal structure: unincorporated association and company limited by guarantee.

### **!** Legal fact

Under English law, charitable status is determined by an organisation's aims rather than its organisational structure. A number of different legal structures are acceptable provided that all the basic conditions for charitable status are met.

### 3.1 Unincorporated associations

Unincorporated associations are a group of people who have agreed to follow certain rules and procedures set out in a constitution in order to achieve their aim or purpose. It has no separate legal identity from the individuals involved in the organisation. In most cases, individuals hold the property of the organisation on its behalf, and individuals, generally the management committee (MC), represent the organisations in legal proceedings and are those named if the organisation signs a contract or lease.

These types of organisations must have a written document which details the aims of the organisation, management procedures and how it will achieve its aims. Most RCOs in this category have a **constitution** or set of **rules** as their governing document.

Advantages:

- Quick and cheap to establish and you do not need the approval of any agency, unless you apply for charity status
- Can register as a charity
- Yearly accounts need to be presented to the members or supporters of the organisation including funders. Do not have to submit accounts to the Charity Commission if it has not registered. When the organisation is a registered charity then yearly accounts and reports should be submitted to the Charity Commission
- Suitable for organisations with low income that do not employ paid staff or face other risks of claim or loss
- Can generally be dissolved (closed) more easily than companies.

Disadvantages:

- **Individuals**, generally the MC, are legally responsible for the actions taken (be it debt, contracts, and so on) and so can be held personally liable for debts created by the organisation
- Has no separate legal existence
- Cannot buy, sell or own property in its own name – property must be held by individuals or through some other means
- Cannot take legal action in its own name – must be taken by individuals representing the organisation
- Individual members as well as the MC can be held personally responsible for any debts created by the organisation.

### 3.2 Incorporated organisations

#### Company limited by guarantee

Incorporated organisations have a separate legal identity from the individuals involved in running them. This means that the organisation can hold property, take or defend legal proceedings and enter into contractual arrangement in its own name. They can also protect members of their MC from personal liability.

The most common legal structure for incorporated organisations in the voluntary and community sector (VCS) is a company limited by guarantee. These companies are organisations that have no shareholders and require members to pay (usually) between £1 and £10 but only if the company cannot pay its debts/becomes insolvent.

Companies limited by guarantee must also register as charities with the Charity Commission (charitable companies) if they want to become a charity, and they will have to meet requirements of charity legislation (see Section two on charities). The governance document of companies limited by guarantee is called the **Memorandum and Articles of Association**.

Advantages:

- The MC has limited liability – members of the MC are generally only liable if they are in breach of trust or a statutory duty or if they continue to run the company when they know or should know that the company has no reasonable chance of avoiding bankruptcy
- Members' liability is limited to a small amount, usually no more than £1 - £5 if the organisation runs into debt
- Can contract in the name of the organisation
- Can buy, sell or own property in its own name
- Appropriate structure if the organisation is going to be fairly large and employ paid staff.
- Company law is well developed and most situations are clearly dealt with in it.

Disadvantages:

- The memorandum and articles are longer and generally more complex than a constitution
- There is a formal registration process and small registration and annual fee

- If the organisation fails to send reports within required period it will be fined
- Company law is extensive and can be intimidating.

### **Community Interest Companies (CIC) (another form of incorporated organisation)**

As defined by the Community Interest Companies Regulator ([www.cicregulator.gov.uk](http://www.cicregulator.gov.uk)):

Community Interest Companies (CICS) are limited companies, with special additional features, created for the use of people who want to conduct a business or other activity for community benefit, and not purely for private advantage. This is achieved by a "community interest test" and "asset lock", which ensures that the CIC is established for community purposes and the assets and profits, are dedicated to these purposes. Registration of a company as a CIC has to be approved by the Regulator who also has a continuing monitoring and enforcement role. Their big disadvantage is that since CICs cannot be charities they get no tax or rate relief.

### **Charitable Incorporated Organisation (CIO)**

From April 2010, it should be possible to choose a new way of incorporating by becoming a CIO. This will have all the advantages of a charitable company limited by guarantee. In addition, it should be simpler to form and run as it will only be registered with the Charity Commission, not Companies House as well. This structure is likely to be a sensible structure for many new organisations. However, it is not yet available and there may be some operational changes once it is tried out in practice – see the Charity Commission website for more details.

## Section four    **Governing documents**

### 4.1    **What is a governing document?**

A governing document:

- is your organisation's most important legal document
- describes the way your organisation should be managed
- ensures that your organisation's aims are clear, agreed by all your members (if applicable)
- provides a mechanism by which decisions are made, and provides a management structure.

What type of governing document your organisation should have depends on the type of legal structure it has (See **Section three** on **Organisational Structures**).

### 4.2    **Key requirements**

There are certain requirements that should be included in every governing document, either because they are essential to your organisation or because they will help your management committee to run your organisation efficiently. Some key provisions are listed below; however the document needs to cover a range of other issues. The model constitution published on the Charities Commission website is a good example of the range of clauses needed.

#### **Name of organisation**

This should be clearly stated. However, if you register with the Charity Commission, it has the power to ask you to change your name if it feels the name is misleading or too similar to an existing organisation.

#### **Objects of the organisation**

These define what the organisation is established to do, that is, what the purpose of your organisation is and any limitations on the scope of its activities. You may also mention the beneficiaries of the organisation, that is, who the organisation intends to help.

#### **Powers of the management committee**

You should consider what powers your management committee (MC) might reasonably be expected to need. Usually, your governing document should give powers to: fundraise; acquire property; employ staff; or co-operate with other charities.

#### **Membership**

This deals with conditions of membership, such as subscriptions or who can be a member, voting rights and membership termination. See summary box below.

*The information below is adapted from *Voluntary but not amateur: a guide to the law for voluntary organisations and community groups* – page 18 and RS7 - *Membership Charities* at [www.charitycommission.gov.uk](http://www.charitycommission.gov.uk)*

### **What is membership?**

Many voluntary community organisations (VCOs) have a membership structure. In legal terms a member is a person or an organisation who agrees to follow the terms of the governing document and in return is given rights under that governing document, for example to have the right to vote at the Annual General Meetings (AGMs).

The governing document should define who is eligible for membership, any categories of membership (voting and non-voting), how membership is approved, membership subscriptions and members' meetings. There should also be clauses on conditions of membership, members' rights and the circumstances in which membership ends.

### **What are members' rights?**

In some instances, members' rights are automatically implied by law – additional rights and procedures about how a charity can engage with its membership must be included in the governing document.

### **Good governance**

A key part of good governance is to ensure that the governing document is clear and covers all eventualities, and to ensure that its terms are followed. The governing document should be the first place that MC members or members go to check any details about how the charity is managed.

### **Tips for good practice**

- Have clear procedures for admitting new members
- Keep your membership list up to date
- Keep and communicate clear information to members about their roles and responsibilities
- Keep a record of the rules about continued membership and make this available to the stakeholders, for example eligibility and reasons to end membership rights
- Give good notice and communicate clearly about the agenda and any resolutions or elections at the AGM

See form *RS7 - Membership Charities* at [www.charitycommission.gov.uk](http://www.charitycommission.gov.uk) for more detailed information on membership.

### **Members' meetings - for example Annual General Meeting (AGM)**

This states the rules regarding the period and notice of meetings, the minimum number of members needed at a meeting for it to be valid (quorum), emergency meeting procedures and voting procedures. See summary box below:

#### **What is an AGM?**

Most governing documents require that once a year members are called to a meeting to conduct certain key tasks, this is the Annual General Meeting (AGM). For an unincorporated body or company limited by guarantee an AGM is not required but it is recommended to have it. If your organisation is not required to have an AGM, you need to consider how the key tasks such as elections of the MC will be achieved.

### Key Tasks for the AGM

- Send annual accounts and report to members in good time (normally at least 21 days) before the AGM
- Voting and elections
- Accountability of trustees to members
- Review of accounts
- Consider resolutions

### Management committee members

This states the number of management committee members\*, and whether they are elected or appointed. It is also advisable to state the duration of time to hold office.

\* summary box below outlines different terms used to describe 'board of trustees'. In this toolkit we use the term, management committee (MC).

All registered charities are governed by trustees – they might also be known as:

- The management committee
- Executive council
- Directors
- Council members
- The board
- The governors

"No matter what they are called, the voting members of the top governing or supervisory body of a charitable organisation are its trustees. If you occupy this role and your organisation has charitable status then you are a trustee."

[www.ncvo-vol.org.uk/governanceandleadership.asp](http://www.ncvo-vol.org.uk/governanceandleadership.asp)

### Management committee meetings and proceedings

This covers how MC meetings are arranged, the minimum number of members (quorum) to make decisions, who should be in meetings and procedures for emergency meetings.

### Restriction of financial and other benefits to management committees

This will generally state that MC members should not benefit personally from their position as MC members.

### Provision to deal with the organisation's bank account

This should state clear controls.

### Amendment clause

This sets out the procedure to amend the governing document.

### Dissolution clause

This states how an organisation may be dissolved or closed.

Your governing document is not set in stone, and you may need to amend it if the organisation develops or wants to change the direction of its work. However, changing the document takes time and it is important to make your governing document simple and flexible so that the organisation is able to operate efficiently without constantly needing to change the governing document.

### 4.3 Constitution

If your organisation is an unincorporated association (see Section three on Organisational structures), you will need to have a constitution or rules as your governing document.

An unincorporated association has no separate legal existence and for most purposes, it is a collection of individuals, and thus, does not have a limited liability. In other words, members of the MC and in some cases all the members are personally legally responsible for the organisation. For example, if you fail to pay the rent because the association did not have enough money, MC members would have to pay individually.

Since the organisation does not actually exist as a legal body, it cannot own land and sign a legal document in its own name. This will be done by some or all of the MC or Holding Trustees.

Holding trustees are individuals who agree to hold an organisation's asset, for example, the lease of its building in their name. Legal advice is needed to set up such an arrangement.

A constitution of an unincorporated organisation sets out its objects (what the organisation can do) and the areas of benefit (where it can do it). It also sets out the powers available to the MC to enable the organisation to carry out its objectives. To set up a constitution, you do not need a solicitor. The Charity Commission has a model constitution which contains all the powers and administrative clauses. You can download this from the Charity Commission website (see useful contacts, Section seven).

A constitution begins to take effect once it has been adopted at a formal meeting of those people who are, or will be, the organisation's MC and the general membership will sign the constitution or a set of rules to follow. You need to keep the minutes of this meeting.

#### **Memorandum and articles of association**

If your organisation is an incorporated organisation in the form of a company, you will need to have a memorandum and articles of association as your governing document. This will be registered at Companies House who will issue you with a **certificate of incorporation**, effectively the company's 'Birth Certificate'. It has two parts: first, the memorandum of association contains the aims and objectives of the organisation, and second, the articles of association describe the rules of a company, which is the most common form of incorporated organisation adopted by community organisations.

Please note that charitable companies need to register as a charity once they have registered as a company. If you were already registered as a charity and you want to become a charitable company you will need to close down the existing charity, then register as a company and then register that company as a charity.

## Section five Management committees

### 5.1 What are management committees?

Management committees (MC) are made up of elected volunteers (often referred to as 'trustees') who are ultimately responsible for everything your organisation does. They propose and vote on all major decisions – they are there to 'lead' democratically and be responsible for the organisation.

MCs may be called by other terms, such as board of trustees, council or governors. In this toolkit we will refer to the elected volunteers as 'management committee members'.

The Charities Act 1993 defines charity trustees as "the persons having the general control and management of the administration of the charity". All their duties are concerned with the way they do this. It is therefore very important for all members of MCs, to know and understand the governing document or constitution. A new MC member should make sure that they see the governing document when they start out and continue to have a look at it from time to time to refresh their memory.

It is also advisable that all MC members are given a list of any powers and obligations, including any specific responsibilities each of the members may be in charge of.

Whenever decisions are made, MC members must act within the organisation's governing document. For example, they must make sure the organisation does not provide services outside the geographical area specified in the governing document.

All MC members must carry out their duties with the skill and care expected of a business person. It is therefore up to members to actively involve themselves in the management of an organisation and the decision-making process. Also, MCs must take overall control of the organisation's financial decisions. Bank accounts should always be controlled by at least two members and signatories should never countersign a blank cheque.

MCs of community organisations should be able to listen to, understand and represent the view of all members of the community. It is therefore good practice if the members of the MC reflect the diversity of the community (for example, if your organisation works with women from Africa and the Caribbean then some of them should be part of the MC). Women are often under-represented on the MCs of refugee community organisations, so you may need to take steps to encourage women in your community to join.

The MC must also ensure that the organisation complies with charity law (if it is a charity). Under the Charities Act 1993, charities are required to ensure that accounts are made and their records are kept for six years from the end of the financial year. This applies to all registered or non-registered charities.

It is also the duty of MC members to prepare and send annual reports to the Charity Commission, when registered. Also, if there is any change in the organisation which affects its charity registration, the MC must inform the Charity Commission as soon as possible.

## 5.2 What are the roles and responsibilities of the management committee?

The main roles and responsibilities of the MC are outlined in the table below:

Manage the organisation	<ul style="list-style-type: none"> <li>• The management of an organisation is the responsibility of the MC.</li> <li>• Strategic planning – developing a business plan.</li> <li>• It is possible to delegate some of the duties to staff and volunteers. For example, the day to day management of activities could be delegated to a co-ordinator, but they cannot delegate the responsibility to any one else.</li> <li>• When the organisation does not have employees the MC will be responsible for developing internal procedures such as financial system, record keeping, checking that volunteers are fit to do the work required etc.</li> </ul>
Meets aims and objectives	<ul style="list-style-type: none"> <li>• Ensure the organisation works to its aims and objectives as set out in its governing document; (i.e. type of client, area of service, type of activities)</li> </ul>
Formulate policy	<ul style="list-style-type: none"> <li>• The organisation will want to represent the different views and interest groups within its membership. A policy document can help structure the approach to a particular issue. For example, an equal opportunities policy can help address the problems of the most disadvantaged members of your community.</li> </ul>
Promote members' views	<ul style="list-style-type: none"> <li>• Promote the involvement of the organisation's members or users and the wider community.</li> </ul>
Monitor and review	<ul style="list-style-type: none"> <li>• Monitor and review the MC's role and function.</li> </ul>
Be a good employer	<ul style="list-style-type: none"> <li>• The MC must support paid staff and volunteers, and fulfil general employer responsibilities within the framework of a sound equal opportunities policy.</li> </ul>
Manage resources	<ul style="list-style-type: none"> <li>• Manage the organisation's resources – for example, manage funding, finances, premises, equipment and make any decisions relating to these.</li> </ul>

Meet changing needs	<ul style="list-style-type: none"><li>• Maintain and develop the organisation's service to meet the changing needs of its membership, users and the community.</li></ul>

### **Named officers (or honorary officers)**

All MCs should generally have named individuals who fulfil the roles of chair, secretary and treasurer. These individuals are elected at the Annual General Meeting (AGM) with the rest of the MC, according to the procedures set out in your governing document.

#### **5.2.2 Specific duties of the chair**

Some organisations also nominate a vice-chair. In this case, the chair or MC may choose to delegate some of the duties to the vice-chair. The following is a general guideline of the duties of a chair.

#### **Represents the organisation**

The chair generally represents the organisation at external events. For example, the chair may liaise with the press, although this can be delegated, and s/he may take an active role in fundraising campaigns and other events on behalf of the organisation. In short, the chair acts as a spokesperson and figurehead.

#### **Facilitates discussion**

This is done by ensuring that all MC members have their say when discussing an issue for the organisation, and that decisions are reached in a democratic way. The chair deals with matters relating to the members, officers and users. S/he ensures that members' rights are observed, provides help with disciplinary actions against members and officers, and also deals with disputes between members, users and the organisation.

#### **Chairs meetings**

The chair supervises and ensures that the planning and running of the organisation's meeting is satisfactory. This includes the AGM, committee meetings and any other meetings that s/he chairs.

#### **Supports effective management**

The chair promotes and supports the effective management of the organisation. S/he is therefore generally responsible for supervising and supporting the work of the senior members of staff by ensuring that supervision and support mechanisms are in place. S/he also helps with the management of the organisation. This will involve making decisions and taking action between committee meetings - if this is allowed in the governing document. S/he may also be required to sign cheques, liaise with other honorary officers (treasurer and secretary) and help in staff recruitment.

#### **Keeps to the objects**

S/he ensures that the MC ensures the organisation is working in accordance to its objects, as set out in its governing document.

### 5.2.3 Specific roles of the secretary

The secretary of the MC generally fulfils the following roles:

- arranges the venue of committee meetings;
- receives items for the agenda and draws up the agenda in consultation with the chair and staff;
- circulates the agenda with the minutes of the previous meeting and any papers;
- checks that meetings have the minimum number of members attending (quorum) as set out in the governing document;
- takes minutes, recording any decisions made, actions to be taken and by whom;
- follows up action agreed;
- deals with correspondence between meetings;
- keeps a check on the progress of work and action agreed by the committee;
- makes arrangements for sub-committees and working group meetings;
- keeps addresses and contacts for management committee members;
- keeps a membership list (unless done by a membership secretary);
- sends out notices of the AGM, giving notice as specified in the governing document;
- ensures that the organisation operates in accordance with its governing document;
- ensures that the organisation carries out its legal duties, for example to submit reports to the Charity Commission.

Some of these duties may be delegated to staff or volunteers, but it is the secretary's responsibility to ensure that they are carried out as they should be. Other tasks, such as keeping a membership list or taking minutes at meetings, may be done by a membership secretary or assistant secretary if the organisation has such committee members.

### 5.2.4 Specific duties of the treasurer

The treasurer deals with all aspects of financial management, including keeping financial records. The specific duties will depend on the size of the organisation. In small organisations, s/he could deal with every financial issue, while in larger organisations, some of the duties could be delegated to a volunteer or paid member of staff who would report to the treasurer. However, in all cases, final responsibility for financial matters always rests with the MC as a whole. The duties of a treasurer may include the following:

#### **Financial oversight**

The treasurer ensures that MC members and staff know enough about the financial administration, bookkeeping and accounts to make decisions in their area of work. S/he also advises on financial policy, liaises with banks, prepares accounts for auditing and decides on any action to ensure the security of cash and cheques.

#### **Managing income**

The treasurer helps and advises on the development and implementation of an income generating strategy. This may involve participating in fundraising activities and ensuring money received is spent appropriately.

### **Financial planning and budgeting**

The treasurer prepares budgets and cash flow forecasts and keeps track of income and expenditure in comparison with the budgeted income and expenditure. This will involve deciding priorities for paying and negotiating for late payments.

### **Financial Reporting**

The treasurer is responsible for ensuring the management committee has enough information to take decisions by reporting regularly, in writing, to the committee on the organisation's financial position. S/he also presents the end of year financial report to the committee and presents examined or audited accounts to the AGM.

### **Banking, bookkeeping and record keeping**

The treasurer advises on which banks or other financial institutions the organisation should use and what type of bank accounts. S/he ensures that appropriate record keeping systems such as bookkeeping and petty cash are in place, and also ensures that the organisation pays all its bills and liabilities regularly.

### **Control of fixed assets**

The treasurer ensures that the organisation has a system to monitor its fixed assets and that any necessary insurance cover is provided.

## **5.3 Conflict of interest for MC members**

It is a well-established principle that a member of a MC of a charity should not be placed in a position where any personal interest may conflict with her/his dealing as a MC member. Also, if MC members benefit personally from their position, this can be classified as a breach of trust under charity law. It is important that members are aware of this and it can be a good idea for a provision to be included in the governing document of a charity to remind them.

This principle exists to prevent a conflict of interest arising where, say, the members of MC may gain some financial or other benefits from their position (*although charity law does now allow MC members to be paid for services in certain strictly limited circumstances – please see the Charity Commission website for details*). Examples of such benefits are receiving payment for a service they give to the charity which is in addition to and outside the work they do on the MC, perhaps using some professional or other skill that they have, for example, translating (although they can receive expenses). The principle does not however prevent the MC members of a charity (which benefits the *whole* community) from enjoying the benefit of that charity (as *members* of that community). For example, a MC member can attend ESOL classes run by the organisation for that community.

In certain circumstances, the provision regarding the conflict of interest can be relaxed, provided that:

- the benefit is authorised either by a specific provision in the governing document or by the charity commission. For example, a lawyer, who is a member of the MC, could give professional advice and get paid for that advice;
- the benefits can be justified as being in the interest of the charity and are not so great that they cast doubt on whether the organisation is established for exclusive charitable purposes;
- an adequate safeguard is in place so that the authority cannot be abused.

Additional rules govern the management of conflicts of interest in organisations which are companies and advice should be sought.

#### **5.4 Recruiting new management committee members**

The MC is responsible for the running of the organisation, so it makes sense to give time and effort to ensure that MC members reflect the diversity of the community and have the necessary skills to fulfil their duties.

There are many ways to attract new members to the committee. You could place a notice in your office or an advert in your community newsletter and local newspaper. You can also let people know individually. You may decide that you need more representation from a particular section of your community and target these individuals directly. You could also hold a meeting for interested people to come and speak to current committee members about what the role entails. Point out to people the benefits they would receive from being on the committee, for example in the running of the organisation, an opportunity to give something back to the community, and useful experience for their CV.

You need to ensure that all sections of the community are aware that you are looking for MC members. For example, if you would like to encourage more participation from women on the MC, make sure that any publicity asking for new members is displayed in a place where women are likely to see it.

New committee members must be elected or invited to join following the procedures set out in your governing document. New members should be given a copy of the constitution, and be given information about their role. It is a good idea for committee members to attend a training course on their roles and responsibilities, and many larger agencies offer this kind of training. The organisation should also take steps to ensure that new committee members are supported to learn their new role.

## Section six      Glossary of governance terms

<b>Aims</b>	One of the words used to describe what an organisation intends to do. Often used with 'objectives' in the phrase 'aims and objectives' – where aims describe 'what' a group intends to achieve, and the objectives describe 'how' the group will achieve them.
<b>Beneficiaries</b>	This is the name given to the people or community which the organisation aims to help.
<b>Chair</b>	The Chair takes a leadership role in ensuring that the management committee fulfils its responsibilities, and works closely with staff/volunteers to achieve the goals of the organisation. The Chair acts as a key channel of communication between staff/volunteers and the management committee.
<b>Community organisation</b>	Organisations that are not-for-profit and neither public nor government-run; they tend to have been set up by a community to benefit the community, or some part of it. Community organisations tend to be smaller and less formally structured than voluntary organisations. They can become voluntary organisations. Whether the organisation employs staff or not is often seen as a key 'dividing line' between the two.
<b>Company secretary</b>	An officer of a company with duties set out in company law to ensure compliance with the organisation's own governing document and various legal matters.
<b>Governing document</b>	A legal document setting out the charity's purposes and, usually, how it is to be administered. Common ones used include trust deed, constitution, memorandum and articles of association, or other formal document.
<b>Incorporated charity</b>	A charity which is also a company or has a similar legal status as a corporate entity in law. Most of these are charitable companies registered with Companies House as well as the Charity Commission. The company is a legal entity in its own right, and the trustees are the directors of the company. You can get more information about the role and responsibilities of company directors from Companies House (see useful contacts, Section seven).
<b>Management Committee (MC)</b>	The governing body of a charity/community organisation which is ultimately responsible for everything your organisation does.

<b>Objects</b>	An organisation's aims (or purposes) are usually expressed in the 'objects clause' of your governing document. However, sometimes the objects clause does not adequately or fully express the organisation's aims. There is a distinction between an organisation's aims or mission and the words that appear in its objects clause. However, no activity to achieve the aims must be undertaken if it is not within the expressed object. So a charity set up with the object of relieving poverty among refugees living in Kensington could not run a project for residents of Hammersmith.
<b>Quorum</b>	The minimum number of management committee (MC) members who must be present for the meeting of the MC to be properly constituted. The governing document may specify this.
<b>Secretary</b>	This is the same role as the Company Secretary (see above), and is a more commonly used term in the voluntary sector. The secretary is normally responsible for arranging meeting times and venues, taking minutes and consulting with the Chair and other committee members in preparing agendas and handling correspondence.
<b>Treasurer</b>	The Treasurer takes the lead in monitoring the finances of the organisation, including ensuring that proper financial records and procedures are maintained. The Treasurer advises the management committee on financial matters by interpreting and explaining accounting requirements, ensuring that the organisation maintains a good financial position. The Treasurer is <b>not</b> solely responsible for the organisation's financial management, ultimately all the MC has responsibility.
<b>Unincorporated charities</b>	These may be 'trusts' or 'associations'. Their governing document will usually be a trust deed or a constitution. In an unincorporated charity, the property of the charity is usually held by the MC members or their nominees.
<b>Voluntary organisation</b>	An organisation that is not-for-profit and neither public (for example, schools and hospitals) nor government-run; they tend to have been set up to benefit a specific community, or some part of society. Voluntary organisations tend to be larger and more formally structured than community organisations. Whether the organisation employs staff or not is often seen as a key

'dividing line' between the two. Many voluntary organisations are also registered charities.

## Section seven      Useful contacts

This is not a definitive list, but some useful organisations that your management committee members can approach for information and guidance on governance related issues (mostly selected organisations taken from the Charity Commission's, *The Essential Trustee, Crown Copyright 2007*)

### **Association of Chief Executives of Voluntary Organisations (ACEVO)**

ACEVO provides good practice resources and information on sector issues.

ACEVO  
3rd Floor  
1 New Oxford Street  
London  
WC1A 1NU  
Tel: 0845 345 8481  
Email: [info@acevo.org.uk](mailto:info@acevo.org.uk)  
[www.acevo.org.uk](http://www.acevo.org.uk)

### **British Association of Settlements and Social Action Centres (bassac)**

A membership network of multi-purpose community organisations. Bassac represents its members at a national level and offers them strategic support.

bassac  
33 Corsham Street  
London N1 6DR  
Tel: 0845 241 0375  
E mail: [info@bassac.org.uk](mailto:info@bassac.org.uk)  
Website: [www.bassac.org.uk](http://www.bassac.org.uk)

### **The Charity Commission**

The Charity Commission for England and Wales is established by law as the regulator and registrar of charities in England and Wales. The website contains comprehensive information and guidance on charity law and practical advice for any charity.

Charity Commission Direct  
PO Box 1227  
Liverpool  
L69 3UG  
Tel. 0845 3000 218  
[www.charitycommission.gov.uk](http://www.charitycommission.gov.uk)

### **Charity Trustee Networks (CTN)**

Offers trustees mutual support by encouraging and developing self-help trustee network groups providing consultancy and mentoring.

**The Basis Project online toolkit**  
[www.thebasisproject.org.uk](http://www.thebasisproject.org.uk)

Charity Trustee Networks  
3-4 Frensham Suite  
Friary Court  
13-21 High Street  
Guildford  
Surrey GU1 3DG  
Tel: 01483 230280  
E mail: [info@trusteenet.org.uk](mailto:info@trusteenet.org.uk)  
[www.trusteenet.org.uk](http://www.trusteenet.org.uk)

### **Companies House**

The incorporation authority for limited companies. Also runs seminars for newly appointed directors and company secretaries.

Companies House  
Crown Way  
Maindy  
Cardiff CF14 3UZ  
Tel: 0870 3333 636  
E mail: [enquiries@companies-house.gov.uk](mailto:enquiries@companies-house.gov.uk)  
[www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

### **Directory of Social Change (DSC)**

The Directory of Social Change is an independent source of information and support to the voluntary sector. It provides practical training courses, conferences and seminars and publishes reference guides, handbooks and journals.

Directory of Social Change  
24 Stephenson Way  
London NW1 2DP  
Tel: 020 7391 4800  
E mail: [enquiries@dsc.org.uk](mailto:enquiries@dsc.org.uk)  
[www.dsc.org.uk](http://www.dsc.org.uk)

### **The Institute of Chartered Secretaries and Administrators (ICSA)**

The professional body for chartered secretaries. Produces best practice guides and guidance. Also assists charities looking for new trustees.

ICSA  
16 Park Crescent  
London W1B 1AH  
Tel: 020 7580 4741  
E mail: [info@icsa.co.uk](mailto:info@icsa.co.uk)  
[www.icsa.org.uk](http://www.icsa.org.uk)

### **National Association for Voluntary and Community Action (NAVCA)**

Local charities can use the NAVCA website to find their nearest Council for Voluntary Service (CVS). These Councils provide support and training for local voluntary

**The Basis Project online toolkit**  
[www.thebasisproject.org.uk](http://www.thebasisproject.org.uk)

organisations on many practical issues, including management issues, IT and volunteering.

NAVCA  
The Tower  
2 Furnival Square  
Sheffield S1 4QL  
Tel: 0114 278 6636  
E mail: [navca@navca.org.uk](mailto:navca@navca.org.uk)  
[www.navca.org.uk](http://www.navca.org.uk)

### **National Council for Voluntary Services (NCVO)**

Produces a wide range of information and support services for those working in the voluntary sector, including a publication on inducting and supporting Trustees.

NCVO, The National Council for Voluntary Organisations  
Regent's Wharf  
8 All Saints Street  
London  
N1 9RL  
Tel: 020 7713 6161  
Free Helpdesk  
Tel: 0800 2 798 798  
Email: [ncvo@ncvo-vol.org.uk](mailto:ncvo@ncvo-vol.org.uk)  
[www.ncvo-vol.org.uk](http://www.ncvo-vol.org.uk)

### **The Resource Centre**

Produces a range of downloadable easy to understand information sheets to help people run small voluntary and community groups.

Prior House  
6 Tilbury Place  
Brighton  
BN2 0GY  
Tel: 01273 606160  
Email: [info@resourcecentre.org.uk](mailto:info@resourcecentre.org.uk)  
[www.resourcecentre.org.uk](http://www.resourcecentre.org.uk)

### **Other useful websites:**

[www.russell-cooke.co.uk](http://www.russell-cooke.co.uk)

[www.sandy-a.co.uk](http://www.sandy-a.co.uk)

### **Useful publications**

#### **(1) Voluntary but not Amateur**

An introductory guide published by Directory of Social Change.

## **(2) The Russell-Cooke Voluntary Sector Legal Handbook**

A comprehensive guide to all aspects of governance practice and law likely to affect voluntary organisations.

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Charity no. 283660

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