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The Lindsay Leg Club Foundation
CRN 1111259

FOUNDATION GOVERNANCE DOCUMENT

Making decisions: Part Three

RATIONALE OF MAKING DECISIONS: IT IS PART OF A TRUSTEE'S ROLE TO EXERCISE INDEPENDENT JUDGMENT, CONSTRUCTIVELY QUESTION AND CHALLENGE PROPOSALS. NO ONE SHOULD BE ABLE TO DIRECT THE TRUSTEES OR DRIVE DECISIONS THROUGH WITHOUT DISCUSSION. FOUNDATION TRUSTEES WHO SIMPLY DEFER TO THE OPINIONS AND DECISIONS OF ONE PERSON ARE NOT FULFILLING THEIR DUTIES.

The Foundation decision making process must comply with the procedures in the governing document (e.g. concerning quorum, voting, a sufficient majority, sufficient power if making decisions outside formal meetings etc.) All trustees who are taking part in the decision should be allowed to ask questions and express their views, this is particularly important during an on-going project or activity where circumstances may change over time.

Constructive debate and challenge are signs of healthy governance. They reflect the diversity of experience and independence of thought that we encourage trustee bodies to have.

Once a decision has been made following the proper procedures, however, even if the trustees do not all agree, they must all abide by that decision.

If a trustee strongly disagrees with a decision, they can ask for their disagreement to be recorded

Sometimes, a trustee might feel strongly that a decision is not in the interests of the charity that they have no choice but to resign. But a trustee who disagrees because of personal motives or prejudices rather than a genuine belief about the interests of the charity is not complying with the principles in this guidance or their duty as a trustee.

Even if a trustee asks for their disagreement with a decision to be recorded, they can still, under the principle of collective responsibility, be held jointly responsible. This is only likely to be an issue if a third party has a grievance against the charity.

Trustees should keep a written record of their decisions. The usual way to record decisions is in the minutes of the Foundation meetings. The level of detail should be in proportion to the significance and potential impact of the decision.

Recording decisions in this way:

- Helps to ensure certainty about what was decided
- Helps to resolve different recollections about the decision
- Reduces the likelihood that the decision could be successfully challenged
- Helps trustees to show that they have acted properly and complied with their duties