



NAVCA: an ambitious strategy and the governance to support it

- **Modern strategy and modern governance**
- **Member and stakeholder shaped change**
- **Quality and reach of local sector support and development**

Introduction

Two years after introducing a new staff structure and operating model and following the recent election of a new Chair it is now time to develop a long-term strategy which sets out our high level ambitions and goals.

At the same time, recognising that strong and effective governance is crucial to the effective delivery of organisational impact, we also want to review and reform our governance arrangements.

NAVCA is not solely the Board or the staff team. It is above all the collective of our members. We are a movement for local social action facilitated and enabled by local voluntary and community sector (VCS*) infrastructure bodies. We are a democratic membership organisation. So it is essential that the development of our strategy and reform of our governance are shaped by NAVCA's members.

We are also a national sector infrastructure body, with a long history and an essential role to play on the national stage. We are part of an outward looking movement, one which values partnership and collaboration most highly. So it is vital that our stakeholders are invited to contribute too.

This paper sets out the proposed new strategy and governance reforms which the Board has agreed. It will form the basis of our consultation with members and stakeholders, and is their views that will help shape the final proposition prior to formal adoption by the NAVCA Board in May 2019.

**Throughout this document we refer to the local voluntary and community sector, or VCS. When we use this term we include local community groups and charities, community enterprises and faith groups.*

Vision, mission, values, commitments, behaviours and ambition

Our vision is for a society based on equality, fairness, active citizenship, strong communities and social action

Our mission is to strengthen and champion social action through effective local voluntary and community sector infrastructure

Our values are:

- **Social justice and citizenship**

We speak out for social justice, equality and opportunity for all and against discrimination in all its forms. We support a strong civil society which champions citizen's rights, democratic renewal, civil liberties and human rights, and which contributes to economic and environmental wellbeing

- **Collaboration**

We promote a culture that truly values collaboration over competition; we campaign for collaboration ahead of the marketisation of public services; and we recognise that we can achieve more through collaboration with others. We believe that a collaborative civil society contributes to equality and helps create a stronger, fairer and more co-operative economy.

- **Inclusivity**

We celebrate and champion inclusivity in society. Everyone has the right to participate in and have control over decisions that affect their lives. By encouraging and supporting people to be involved in social action we confront inequality, challenge prejudice and work for a fair,

inclusive and socially just society. We campaign for equality and inclusivity and we strive to ensure diversity, equality and inclusivity in our own practices and those of our members.

These values drive our commitments to

- a strong independent local voluntary and community sector able to exercise its voice, to challenge power and authority, to respond to communities and beneficiaries
- the solidarity of the movement of NAVCA members and the importance of local social action to achieve our vision, mission and ambition
- social justice and equality
- inclusivity and valuing diversity
- the importance of place and communities of interest as being core to well-being

Our commitments will be realised through our behaviours:

- high ethical and behavioural standards
- respect for all
- collaboration in preference to competition and seeking to work through partnership

Our ambition is that within five years there will be effective, high quality local sector support and development organisations (local infrastructure bodies) covering every part of England, or the foundations laid to create them.

Embedded in their local communities (of both place and interest), they will be supporting a thriving local voluntary and community sector. This will, in turn, help drive equality and social action by enabling communities to create opportunities and innovative solutions and contributing to their local economies and environmental sustainability.

In this way we will help every community to have a voice that is heard, and one that influences change in others.

These local VCS support and development bodies will be accountable to local VCS organisations and will form the wider NAVCA movement for social action. This movement will be underpinned by shared values and

shared strategic objectives, and a strong culture of mutualism, solidarity, co-operation and collaboration.

NAVCA as a membership body will, through this movement, support and advocate for local social action enabled by local VCS and local VCS infrastructure. NAVCA members will have shared values and the highest standards of governance and will undertake defined local sector support and development functions.

NAVCA, its members and the movement will be recognised as leading the movement of local social action nationally, regionally and locally; and will consequently contribute to shaping public policy, public services and governance for the benefit of communities and the fulfilment of our vision.

And NAVCA as an organisation will be an exemplar national infrastructure body – well run, financially stable, inclusive, collaborative and impactful.

Our strategy 2019 – 2022

Underpinning principles

NAVCA's strategy must

- be based on the values, vision, mission and ambition of our movement
- ensure that our values of social justice and citizenship, collaboration and inclusivity are continuously promoted by NAVCA and our members in order to effect their adoption more widely in society and by those with power
- promote the importance and contribution of local VCS infrastructure bodies (and build the evidence base and narrative for this)
- promote the importance of place and the VCS role in places, as well as the VCS role in supporting communities of interest
- nurture a greater solidarity within the NAVCA membership; and foster us as a movement for local social action and mutualism between members
- recognise the range and value of the diverse forms in which local social action and VCS activity takes place across different places, and their contribution to well-being through social, cultural, sporting, environmental, educational and economic engagement

- challenge members to change to be exemplary; and encourage members to reflect contemporary best practice,
- support members to explore of alternative models including trading, community enterprise and others as well as to explore , alternative sources of finance and funding
- enable and facilitate much greater leadership by, and engagement of, members throughout NAVCA, and help close any perceived gaps between NAVCA as an organisation and our members
- secure NAVCA's sustainability and long-term relevance
- articulate a strong and clear sense of direction and purpose for the next three years
- enable us to be clear about what NAVCA can and cannot do and the ways in which we will operate
- ensure that, wherever appropriate, we work in partnership and collaboration with other organisations from the VCS and other sectors to mutual benefit, and to the benefit of our members and their communities

NAVCA as a charity exists to deliver its vision, mission and ambition and will be operationally driven by its agreed strategy.

We are confident that, with the support of our members and our key stakeholders we can deliver this strategy.

We will always be open to - and will actively seek out - collaborations, partnerships and alliances that will help us achieve our strategic goals. We will only consider mergers or acquisitions if they would add value to the movement and the delivery of social action over and above that which we could achieve on our own.

NAVCA's new three year strategy

Our new strategy is designed to set us firmly on the path to fulfilling our vision, mission and ambition.

Our intention is that the strategy should be

- bold and ambitious

- practical and achievable at a stretch; with an active approach to and securing the resources needed to deliver it relevant for at least three years
- focused on immediate and short term action whilst establishing a firm foundation for longer term strategic and operational activity to achieve our overarching ambition
- owned by the NAVCA membership and complementary to their strategies and objectives
- driven by and reflective of our values and mission
- SMART but high level

It focuses on

- the NAVCA network and collective of local infrastructure bodies – its members
- NAVCA at the core of the movement for local social action and social change
- the NAVCA charity and organisation

Proposed strategic objectives for 2019 - 2022

NAVCA the membership network and democratic membership body for local infrastructure bodies

- we will promote the case for local VCS infrastructure which is independent and accountable to the local VCS by
 - building an evidence base of impact and supporting narrative
 - curating national level evidence and arguments for members to adapt and apply locally
 - campaigning to persuade local and national government, the NHS, other funding bodies, business and other key stakeholders to value, engage with and support (philosophically and financially) local sector support and development
- we will be the principal voice for local infrastructure and a leading voice for local social action with national government, political, policy and media bodies

- supporting members to perform the same function regionally, sub-regionally and locally, individually and collectively
- encouraging and supporting collective action by members
- we will work to secure high quality local sector support and development in every place across the country
- within a year we will require all members to be able to certify that they can demonstrate that they are
 - accountable to their local VCS
 - an independent voice from local statutory bodies
 - advocating and providing strategic voice for the sector in their area, and building relationships with other local and regional VCS bodies and statutory bodies
 - compliant with or are working towards the standards defined in the Charity Governance Code and by NAVCA
 - committed to a shared set of core values, activities and aspirations of a NAVCA member body – as defined by consultation with the NAVCA membership
 - committed to undertaking or aiming to undertake at least one of the defined core functions common to local VCS infrastructure
 - committed to not competing with their members for funding or contracts
 - committed not to operate in the territory of another NAVCA member without prior approval
 - either a registered charity or a CIC with clear local infrastructure objectives
 - representative of and responsive to their place, with an active commitment to ensuring inclusivity and appropriate diversity within their services, and their organisational and governance structures

[all the above subject to member consultation, engagement and agreement once the key objective is agreed]

- we will have policies and mechanisms to address members that do not uphold these standards, including peer-to-peer support and challenge from within the NAVCA membership and, if necessary, exclusion from membership

- within a year, through consultation and engagement with our members and key external stakeholders, we will develop an effective, proportionate and meaningful quality standard as a requirement of membership, to be implemented and enforceable within a further two years. This will include exploring the concept of “member peer” review, support and accreditation, and will be positively focused on building capability and strength among our network and with individual members
- we will create and broker mutually based support and relationships between members; and partnerships with other sectors and bodies
- we will involve members in NAVCA’s funding bids and operational activity as appropriate
- we will use our communications capacity and networks to ensure the NAVCA, members and movement voice is heard to positive effect
- we will ensure that members and their interests are at the heart of our decision making through active engagement and communication, closer relationships between the Board and our members, and greater accountability to members (delivered through our accompanying governance review)
- we will work to create a culture and processes whereby members will wish to be fully engaged in our governance, the development of critical policy, and shaping the membership offer, entitlements and commitments

The movement for local social action and social justice

- with our members we will show leadership in defining and promoting the role of the VCS, especially the local and place based VCS, in contemporary society; and in respect to public bodies, public services, local economies and the local environment

- we will promote the value and practice of local social action and volunteering and support members to do so the same regionally, sub-regionally and locally
- we will champion the value of the diversity of our network in its reflection of locally defined, place based needs and solutions, and continuously argue against any 'one size fits all' solutions and policy proposals
- we will collaborate with other sector bodies to develop and promote policies that encourage and enable volunteering and local social action
- we will collaborate with other sector bodies to develop and promote policies and processes that encourage greater diversity, across all characteristics, within the VCS
- we will proactively and reactively seek to influence public policy and practice in relation to the local VCS and local social action
- in addition to campaigning for recognition of the role and contribution of local VCS infrastructure we will actively campaign - individually and in collaboration with others - on key social action issues. These will be identified through engagement with and at the prompting of our members, but may include such issues as
 - the limits and inappropriateness of market based competition for public services and community support including support for local infrastructure; and the promotion of relational partnerships to replace market based competition when the public sector partners with the VCS
 - the use of grant funding by the public sector to support the VCS and local infrastructure, and the local voluntary sector ecosystem
 - policy and practice relating to social justice, equality, equity and citizens' rights

The impact of campaigning will be greatest when the movement is united in the pursuit of shared goals and when we are campaigning

consistently at local, regional and national level. We are stronger as movement.

The role, performance and sustainability of NAVCA the charity

- we will within two years and thereafter create an annual positive operating financial surplus. We will
 - be efficient and well managed
 - have a sustainable and diverse revenue stream
- we will be an exemplar national VCS infrastructure body and democratic membership body
 - with excellent governance and excellent leadership
 - demonstrating and modelling best practice within our sector
 - being an excellent employer of a high performing, values driven staff team
 - encouraging and supporting members to be exemplar local infrastructure bodies
- we will play a leadership role amongst national infrastructure bodies, demonstrating our commitment to collaboration and excellent governance, building valuable alliances and partnerships with other VCS organisations and within other sectors where there are shared values and shared objectives, and supporting our colleague bodies in challenging times
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- we will remain committed to the 'eight principles of diversity'; we will actively promote the value of genuine diversity and inclusion; and we will ensure that in all recruitment processes, events and other activities we undertake reflect this
- we will be seen by external stakeholders, funders and clients as a partner of choice
- we will regularly review the resources, skills and expertise required to deliver the strategy and fulfil our ambition; and actively explore all available funding and financing opportunities
- we will measure, demonstrate and articulate our impact

Reform of governance and accountability to members

NAVCA's governance arrangements must

- ensure the accountability of the NAVCA Board to members
- define the role of the Board and ensure that its composition and size are fit for purpose
- reflect the democratic nature of the movement and secure effective governance
- ensure that NAVCA is an exemplar national infrastructure body and membership movement and encourage its members to be exemplary local infrastructure bodies

Therefore, the core elements of NAVCA's governance should include:

- democratic election by members of a significant proportion of Trustees, balanced by an appropriate independent perspective to ensure probity
- Board accountability to members
- compliance with all legal and fiduciary duties, statute and regulations in accordance with charity and company regulations
- Board membership that has the necessary skills and experience to reflect the diversity of the membership and to ensure exemplary governance
- the highest standards of individual and collective behaviour by the Board
- accountability of the staff team to the Board, through relevant and appropriate operational policies, plans and procedures including performance management
- be reflective and supportive of the principles of agile and responsive working which we have adopted for the staff operating model

Proposals for governance reform

We are proposing the following changes and improvements to our current governance arrangements.

The NAVCA Board – membership and elections

- a Board of eleven Trustees including the Chair
 - Chair to be directly elected by NAVCA members
 - six members elected directly by members
 - four members co-opted by the Board through a transparent process which allows NAVCA members to have an opportunity to comment on proposed nominations for co-option (with clear criteria for such appointments issued by the Board) with the decision to co-opt being reserved to the Board
- terms of office being for three years with the possibility of a second consecutive three years subject to re-election, but then a period of at least three years before returning to the Board
- an improved election process and standards
 - nominations and votes to be signed off by the Chair and Chief Officer of the nominating or voting body – and nominations for Chair and Trustee election to come from at least three members per nominee (protocols for these elections will be agreed)
 - defined role profiles and clear briefings for all Board roles provided prior to nominations being made
 - improved templates for nomination forms to provide consistent and verifiable information from all candidates
 - virtual hustings and similar means of ensuring candidates can be tested by the membership
 - a secure, confidential and independent electoral process in compliance with standards set by organisations such as the Electoral Reform Society
 - an improved induction process for new Trustees, and provision of a governance manual for all Board members
- actively seeking a diversity of candidates and ensuring that our processes and approach enable this (whilst recognising the need to

concurrently encourage greater diversity throughout the NAVCA membership)

- introducing a requirement for the Board to consult/engage with members on significant strategic or constitutional decisions (including any possible merger or takeover), prior to any required AGM or EGM vote or other ballot (without hindering the duties and responsibilities of NAVCA trustees and company directors.)

[the types of issue and requirement for AGM/EGM vote to be defined in consultation with members and reflected in the yet to be drafted or approved scheme of delegation]

- the AGM to be refocused as a member forum as well as a key mechanism for Board reporting and accountability to members; members to be able to submit items to the AGM agenda for discussion/debate (building on their existing right to table motions)

Any governance changes requiring amendments to the current constitution will be put to an EGM so that the new arrangements, including Board election processes, can be in place for the 2019 Board elections and AGM.

The NAVCA Board and Trustees/Company Directors - behaviours and requirements

- clear unambiguous terms of reference for the Board which will include
 - its legal duties as a charity and company
 - its strategic responsibilities and accountabilities in respect of
 - NAVCA the charity and company
 - NAVCA the membership network and democratic membership body for local infrastructure bodies
 - the movement for local social action
 - a definition of those issues of policy and process which are reserved to the Board as part of the proposed scheme of delegation

- a definition of those types and range of policy and other issues upon which the Board would be required to consult members before taking decisions (with safeguards for urgent matters)
 - reference to a scheme of delegation to the CEO
 - definition of the responsibilities of the Chair, the Vice Chair, Treasurer and Trustee/Company Director
 - clear statements of expectation around living the movement's values and behaviours
- adoption of the Nolan principles and best practice standards for Board behaviours
 - annual appraisals for individual Trustees and Chair, to include member contributions, with a clearly defined and transparent process for removing Trustees including the Chair should this be necessary
 - annual reviews of Board performance, assessed against the Charity Governance Code and/or other appropriate criteria/standards and reported in the Board's annual report
 - publication in the Board's annual report of details of Trustee attendance at Boards and wider activities
 - a stated expectation of 100% attendance at Board meetings and the introduction of measures to require a Trustee to stand down if they have not attended three successive Board meetings without the prior approval of the Board (or, in extremis, the Chair)
 - the Chair to issue a briefing on every Board meeting to members within ten working days of all Board meetings
 - Trustees to take a lead responsibility for member relations for a defined group of members to build relations and be a conduit to members to NAVCA (this would complement the team's relationship with members)

- strengthening of the reporting at the AGM with an annual report on the Board's activities and decisions as well as the overall performance and impact of the organisation
- protocols setting out the expectation of behaviours and commitment from Trustees based on the above
- continuation of the arrangement of Board meetings being held around the country and hosted by members, but with wider invitations and opportunities for members to contribute to strategic discussions

NAVCA members

The proposals and the overarching objectives underpinning them are designed to enhance the role of members within NAVCA and its governance. They require members to be actively engaged, and they raise questions about

- the longer term constitutional relationship between member organisations and NAVCA (although no changes are being considered as part of this exercise)
- governance standards within member organisations
- the expectation that all members live the movement's values and behaviours
- members' ability and willingness to be active members of the membership network and wider movement; and to contribute to NAVCA's programmes and activities
- the establishment of a common quality standard across NAVCA membership, and the implications of such a standard for NAVCA's reach as a national network
- questions of when and how membership may be removed if these standards are consistently not met or if the member is bringing NAVCA and the wider movement into disrepute

These are matters about which members have views and we are very keen to hear these views – however radical and/or critical.

John Tizard
Chair

Jane Ide
Chief Executive

NAVCA

5th March 2019