

Removing a trustee – how to do it well

Removing a trustee can indeed be done well – but is rarely a walk in the park.

However challenging the circumstances, the chair must use courage and fine judgment to lead the board to act together – which is often easier said than done. Hoping that things might get better or go away by themselves is neither sensible nor reasonable.

Grounds for removal – relatively simple

A trustee has not done anything for ages and has not turned up or offered apologies for three meetings in a row. Knowing that passivity is not an option, trustees vote to remove. This prompts them to refresh their attendance policy and to start keeping an attendance list.

A trustee may be found guilty of dishonesty or other misconduct which seriously calls into question his or her ability to serve the charity. They've got to go.

Grounds for removal – relatively complex

Often the situation is more complex, for example when a trustee is verging on being hyperactive. He is undermining fellow trustees; the chief executive has expressed concern and staff allege bullying in a formal grievance.

Or there may be arguments around a provocative issue which gets polarised. There is blame, flurries of emails, late night phone calls, secret factional gatherings and outbreaks of irrational behaviour.

Planning ahead

There are several mechanisms which can be put in place to reduce the chances of being faced with these unhappy circumstances. Having limited terms of office can take the sting out of saying goodbye. A code of conduct for trustees, supported by the board will serve as benchmark if things get tough. The board that regularly reviews its effectiveness will prevent things drifting.

A quiet word

The chair, or someone whom the trustee admires, quietly explains what the difficulties are and suggests the trustee resigns. If the trustee needs more incentive to go, ask if they would consider becoming a vice president or a similar position with a title but with no authority – an elegant solution.



Legal position

Although trustees of incorporated charities can be removed under Company law, this route consumes lots of time and money. For unincorporated charities it's a good idea to plan ahead and have specific powers in the governing document. If there are none, the Charity Commission can use its powers, but this is not a quick fix.

Process

Whatever the level of difficulty, the process is the same – (1) name the core issue, (2) give the trustee the opportunity to mend their ways. If this fails follow a process of natural justice which means gathering all necessary information, possibly appointing a group to investigate and to make a recommendation to the board which, allowing for appeal, will carry it through.

Get on with it

Much unnecessary difficulty is caused by procrastination. Time drags on, nerves get ever more frayed and muddle piles upon muddle. Yes as trustees we have day jobs and other things to do, but we will serve our charity better by progressing matters with speed, so we quickly get to the point where the trustee is gone and the whole board can look back on a hard job well done.

Recovery and being a refreshed board

In all but the most simple situations, removal of a fellow trustee is difficult. So know that the board may need to regroup and recover before being able to fully move on. This is also a new opportunity to rebuild...and begin again. ●

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