Wired to govern

A trustee's handbook for the digital revolution

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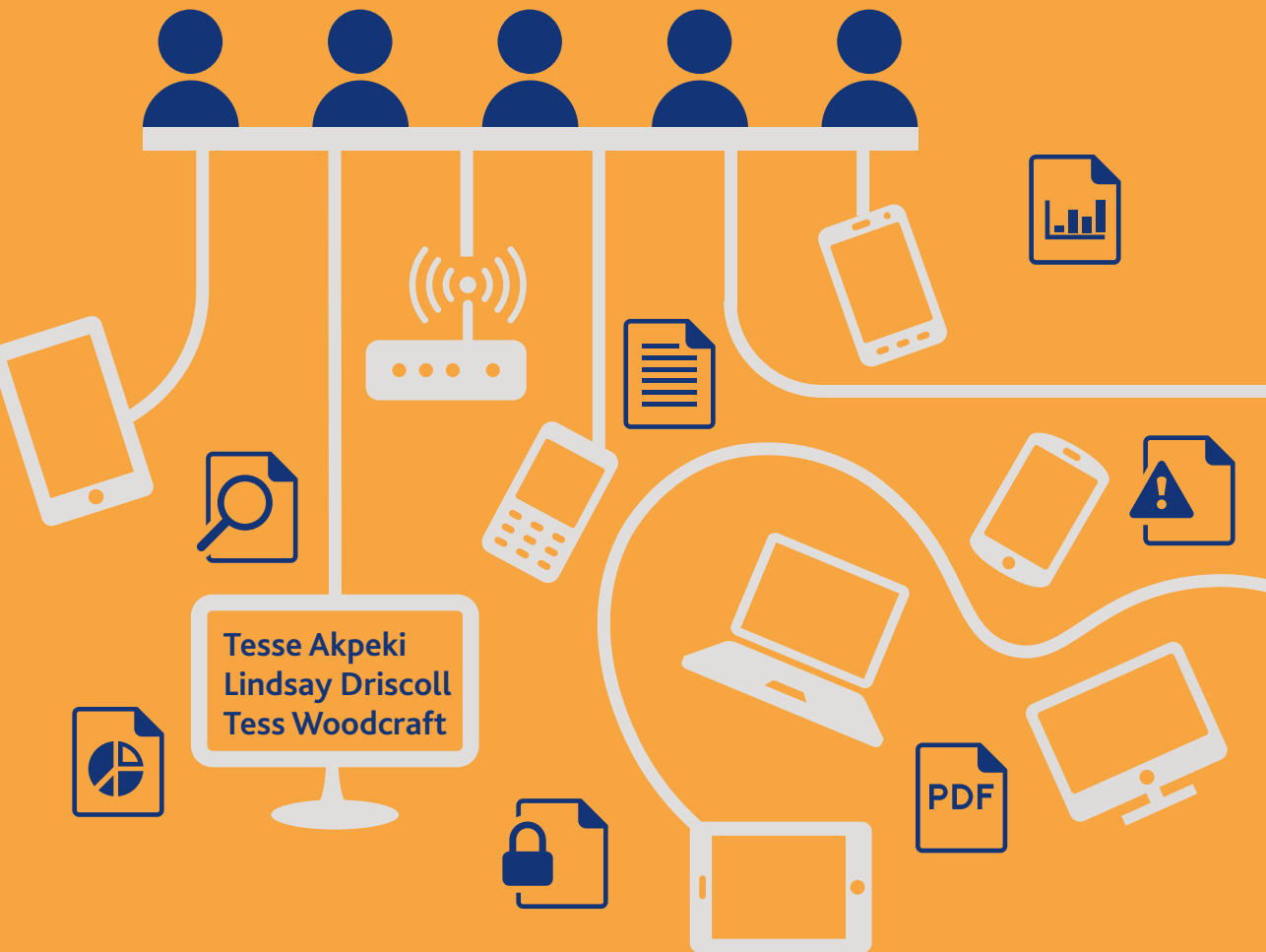
Foreword   Tesse Akpeki, senior Onboard consultant

A survey by Disney in 2013 rated an internet connection one of the 'bare necessities' of modern life. It came top of a list of 20 things Britons can't live without. But living with it throws up its own challenges! One thing is certain – any organisation that is not able to reach its audience through mobile search or display or is unable to provide a satisfactory experience will miss vital opportunities.

Critical requirements for board members and those who support them are to listen hard, learn fast, be transparent and balance opportunities and threats. This requires exploring new uses, creating different experiences, identifying the best ways of making vital connections and evaluating the pros and cons of the latest technologies.

The way our organisations think and work needs to be responsive to specific digital needs. It needs investment to meet the demands of a digital age in a way that is as purposeful and fulfilling as possible. This guide is our attempt to craft that strategic framework. We explore opportunities, threats, the potential of e-governance and share some legal and good governance guidance. With best practice guidelines, templates, checklists, and an analysis of how the *Code of Good Governance* should be interpreted as regards digital responsibilities, this handbook will help your board to strengthen its practices and avoid the potential pitfalls.

We set up the Onboard *Wired to Govern* project in 2011. It started with an idea. There was no space for governance players to come together to share, explore and create models of governance that took account of the needs and concerns of board members as regards fast-changing digital technology. We convened a workshop, which grew into a seminar series, with supporting surveys. To date, more than 600 people have participated in the project.

Participation has been varied, encompassing chairs, chief executives, trustees, staff and volunteers. We are continuously learning and welcome your feedback and input on how the digital revolution is impacting modern governance practices. No project is successful without the input of numerous people. Please forgive me if I have inadvertently left you of my appreciation list. I would like to thank the chairs, chief executives, board members and senior staff who took part in the *Wired to Govern* project.

The case studies that organisations shared with us brought the theme of digital governance to life. My thanks goes to my co-authors, Tess Woodcraft and Lindsay Driscoll who dedicated months of their time to the *Wired to Govern* project. Marta Maretich supported us in developing the outline for the guidance and helped us design a map to navigate the guide. My specific appreciation goes to Philip Kirkpatrick, joint head of BWB's Charity and Social Enterprise team who has been such an encourager, an inspirer and wise counsel during the *Wired to Govern* Project. He supported the idea of setting up the project and offered crucial support year on year. Further appreciation goes to Mathew Little, our editor who painstakingly worked through the detail. Jonathan Knight, head of software services at Board Intelligence Ltd, Dai Clegg who is responsible for product marketing at NuoDB, and H Taylor (trustee of Croydon CAB Service) made the technical aspects understandable.
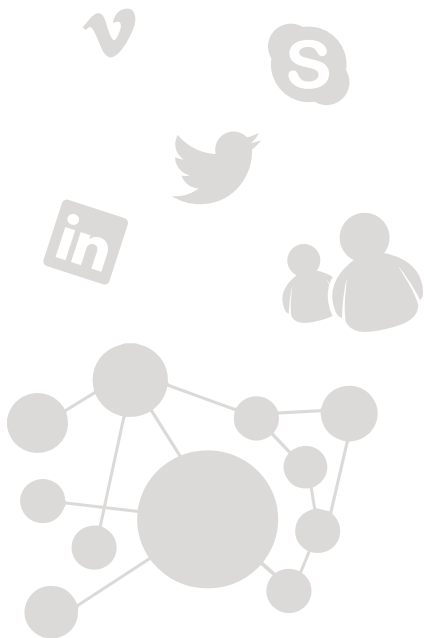
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Introduction

Digital communication is, in a very real sense, revolutionary. A poll of 10,000 people from around the world, conducted by the British Council in 2014, judged – by a huge majority – the invention of the World Wide Web to be the most momentous event of the planet's last eight decades.
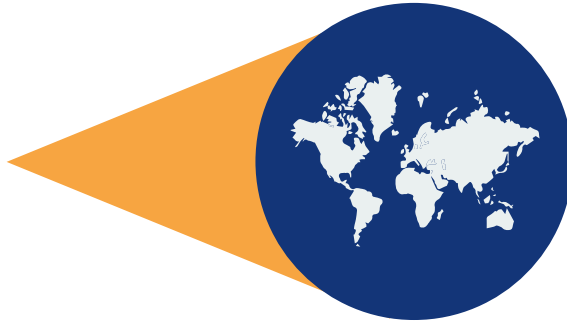
By 2020, it is estimated that 50 billion devices around the globe will be connected to the internet. A third will be computers, smartphones, tablets and TVs. The remaining two-thirds are likely to be other kinds of 'things': sensors, actuators and newly-invented intelligent devices that monitor, control and analyse the world around them. Usage on mobile devices now stands at 51% compared with desktop usage, which is 42%.

No organisation – commercial, governmental or charitable – is or will be untouched by these developments. For trustees of charities, those charged with overseeing the vision and strategic direction of their organisations, the digital revolution is a phenomenon that simply cannot be ignored.

To be a trustee in a period of such profound change can be very unsettling. The new technologies present trustees with multiple challenges. On the one hand, they must ensure that their organisation is fully exploiting the potential of the digital transformation; understanding the changes and demands it makes in communicating with the public, beneficiaries, staff, volunteers and regulators.

At the same time, the new media and digital communication bring in their train manifold threats; from the loss of beneficiary data, to cyber fraud, from reputational damage to the release of misinformation in blogs and emails. Trustees need to take a proactive approach in formulating policies to minimise these risks.

Beyond all this, the new technologies offer myriad ways of transforming the conduct of governance itself. Board portals, video conferencing and ever-present communication tools such as LinkedIn, Facebook and Twitter mean the walls of the boardroom are falling and meetings are no longer conducted according to traditional rules. Trustees need to grasp these changes as well as ensuring that no board members are left behind in the ensuing tech-euphoria.

It is the aim of this report to provide a road map for trustees in dealing with the advancing digital revolution. Change is coming, ready or not. It's better to be ready.

SECTION ONE

The opportunities

The digital transformation will revolutionise the way charities meet their objects and provide public benefit. Charities' purposes may not change but how those purposes are delivered almost certainly will.

For trustees, this multi-faceted shift is central to their role. According to the *Code of Good Governance*, a trustee board provides good governance and leadership by "developing and agreeing a long-term strategy" in order to meet new challenges. The digital revolution demands a long-term strategy.

While many charities have travelled some way down this path, there are worrying signs that many still have a long way to go. The Charity Commission holds website addresses for 76,579 charities out of a total of 164,208 English and Welsh charities on its register, which suggests that as many as 54% of charities may not have an online presence. Young people, the so-called 'digital natives', take digital communication for granted and expect a multi-media approach from the organisations they interact with. But digital has now crossed the generational divide. According to the regulator Ofcom, there was a nine percentage point increase in the number of over 65s going online between 2012 and 2014, a rise from 33% to 42%.

For boards, getting the most from the new technologies requires a radically different mindset from the traditional approach. One centred on being nimble and responsive to the ever-developing digital landscape. Trustees need to be aware that digital media is about engagement. It's not a one-way broadcast. Feedback in the digital era is instantaneous. It can harm, as well as benefit, a charity's brand and reputation. The organisation's reputation is a chief concern of the board. Trustees need to appreciate the importance of investing in technology.

How digital communication is different

In the digital world, you communicate directly to the public without your message having to be mediated, as it was in the past, by print or broadcasting third parties. Digital media – websites, Facebook, Twitter, YouTube, Instagram, Pinterest and so on – allow you to speak, potentially, to an audience of millions – or a carefully selected audience of 20. According to the chief executive of Parkinson's UK, Steve Ford, "being on Twitter is a way for me to connect directly with the wider Parkinson's community including people with the condition, staff, carers, volunteers, researchers and supporters."

The British Museum, a registered charity, has seen visits to its website rise by 133% in the past five years, to 34 million, as its digital strategy has rapidly borne fruit. The museum now has a presence on nine social media platforms, and boasts 1.6 million followers. It plans to reach hundreds of millions of people digitally, by 2020.

The British Museum is in a unique position: it is a prestigious and well-known institution which attracts nearly seven million (in person) visitors a year. But the principles of its digital strategy hold true for other, less illustrious compatriots in the charity sector. The place to start is to understand the role of your website. The website is not merely a 'shop window' or online leaflet. The site needs to reflect your values and anticipate the needs of stakeholders. And it should welcome and encourage two-way communication. Like other forms of social media, the website can act as a way for the charity to learn about the experience

The Charity Commission holds website addresses for 76,579 charities out of a total of 164,208 English and Welsh charities on its register, which suggests that as many as 54% of charities may not have an online presence.

of beneficiaries. Trustees should visit their charity's website regularly to keep up to date and identify its strengths and weaknesses.

Giving members a voice

The new technologies can be utilised in a way that directly gives members or the wider public a voice in the formation of charity policies and positions. The National Trust and RSPCA are two household name charities that have decided to live stream their annual general meetings in order to encourage remote participation. Members who are not able to be present in person are still able to vote and ask questions. The Start Network, a consortium of 24 overseas aid charities including Christian Aid and Save the Children, polls its members electronically using voting buttons to get an impression of the feelings of members and compose resolutions. The new digital media have the potential to significantly widen internal charity democracy.

The importance of a social media strategy

Ideally, the board should regularly consider such

digital metrics as the number of website visitors, comments and donors, and which parts of the site are popular. The number of Facebook shares and Twitter followers, and the content of LinkedIn discussion threads, should also be reviewed.

There is a temptation for trustees, who are often not personally at home in the digital world, to leave the development and use of the new technologies to the 'digital natives' among their charity's staff. That temptation should be resisted. The board, in partnership with the chief executive and executive team, needs to develop a digital and social media strategy for their organisation.

The strategy, akin to the British Museum's digital strategy, needs to set the overall purpose and goals, establish the tools to achieve them, and agree implementation and evaluation. The board needs to consider the new technologies in the round – their opportunities, challenges and threats.

Digital threats, as well as digital opportunities, should not be underestimated. It is to the threats we now turn.

CASE STUDY

The Cope Foundation

The charity, based in Cork in Ireland, provides a range of services and support to people with intellectual disabilities and autism. It made a far-reaching decision to make its website completely accessible to service users. The charity resolved that even the parts of its website aimed primarily at social workers or policy makers, should nevertheless be understandable to service users. This meant using sans serif typefaces and cutting out unnecessary verbiage in favour of accessible language. In addition, easy-read symbols were employed in conjunction with lots of images. The charity worked hard to ensure that the site was simple to navigate around. The result was an appealing, well-structured website which symbolises the charity's commitment to equality and diversity.

Potential uses of digital presence

The potential uses of a diverse and regularly updated digital presence are growing all the time. Multi-media uploading and sharing platforms, such as YouTube, iTunes, SoundCloud and RSS, allow meetings, guest lectures or fundraising events to be recorded or even streamed live, in video or audio form. Campaign messages or beneficiary stories can be shared with an unlimited audience through specially commissioned films that supporters and clients can access through the website. Regular podcasting and setting up a YouTube channel will augment your ability to share richer content with beneficiaries and the public, at minimal cost.

Social media is an invaluable, and inexpensive, tool for campaigning and advocacy. For small charities which lack a specialist public policy staff, it may be the main tool. Social media can also be used to glean opinions and feedback from users and beneficiaries. The board should be given reports on beneficiary feedback obtained through digital channels as this is an important way to monitor performance, inform planning and improve the quality of services. Contributions to consultations in which charities are taking part can also be radically widened and democratised using digital communication.

The threats and how to deal with them

The new technologies can be a manifold blessing to charities and the boards that govern them. But there is another side to the coin. Experience is demonstrating that uncoordinated and unmonitored use of digital technology engenders serious risks as well. They can bring about lasting damage to an organisation's reputation. And trustees, who are charged with safeguarding and promoting their charity's reputation, need to be fully alert to the dangers.

What is alarming, though, is that digital changes are happening so quickly that governance policies are lagging behind. Now is the time for boards to stand back and consider the safeguards they need to put in place.

In one area alone, that of data protection, the storm clouds are gathering. In June 2015 it was reported that, according to figures from The Information Commissioner's Office, the number of data breaches suffered by charities had doubled. In the 12 months to March 2014, charities experienced a total of 45 data breaches. But in the year to March 2015 this rose to 76, with 53 alone in the second six months.

Aside from the financial cost, which amounts to penalties of up to £500,000, data breaches do inestimable damage to the reputation of charities with beneficiaries, donors and the public at large.

CASE STUDY

The British Pregnancy Advice Service (BPAS)

In March 2012, an anti-abortion hacker obtained the personal details of thousands of clients of the British Pregnancy Advice Service and threatened to publish them. The charity had implemented a new booking system but did not realise that its website was storing the names, addresses, dates of birth and telephone numbers of 9,900 women who had asked for its advice.

No written agreement complying with the Data Protection Act existed with either of the two companies that BPAS had hired to develop its website. As a result of the huge data breach The Information Commissioner's Office imposed a £200,000 fine, later reduced to £160,000.

The BPAS case throws up several lessons. Charities should ensure they have a clear understanding of what kind of information is being collected and stored on their website. Written agreements with all suppliers processing data should be in place. Regular testing should occur to identify any data protection vulnerabilities. Personal details should not be retained for any longer than is necessary. And in the event of a breach, the charity itself should notify beneficiaries that their details have been lost.
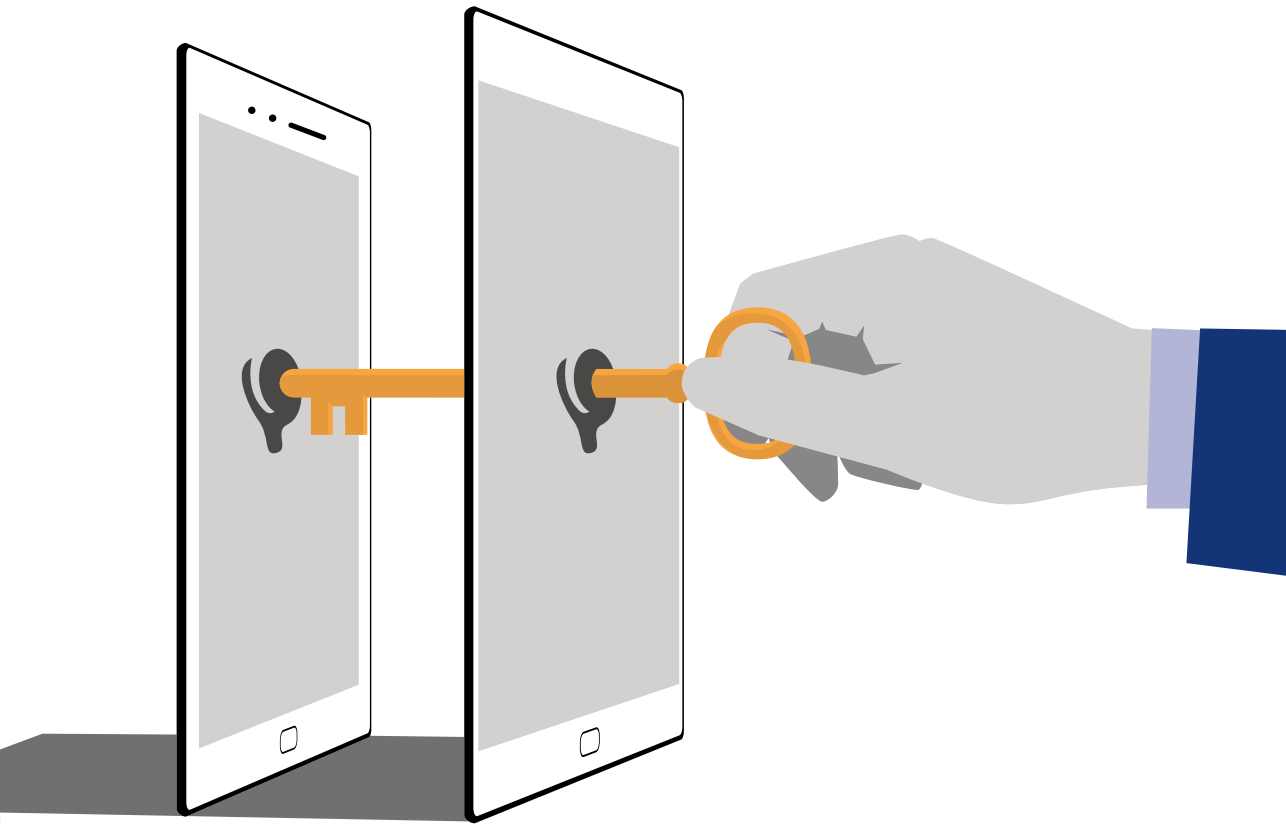
However, the loss of beneficiary data is certainly not the only risk posed by the proliferation of digital communication. The others, broadly, are:

Fraud

The BPAS breach was caused by a politically-motivated hacker, but data held by charities (the details of online donors, for example) will attract the attention of 'cyber criminals'. Cyber fraud is one of the biggest online threats charities face. According to the latest FT-ICSA Boardroom Bellwether report, around three-quarters of large UK companies consider that 'cyber risk' is increasing. Charities face a very similar outlook. Trustees must explore what steps they can take to protect personal details from malware, phishing scams, email attacks and hackers. Online fundraising has become invaluable for the charity sector and will continue to expand. Trustees need to ensure that financial controls provide sufficient security for online giving and due diligence procedures are carried out before third parties are hired to manage online donations. Mobile phones and tablets used by charity staff are increasingly at risk from criminal attack. The Bring Your Own Device (BYOD) regime, operated by many charities, weakens the security of data. They should consider moving to a Choose Your Own Device (CYOD) regime, where the organisation requires devices be chosen from a limited list. This consciously limits the number of devices that have access to data systems. Investing in anti-theft software is highly recommended.

The democratisation of communication

Social media means that all of a charity's stakeholders can potentially air their views about the charity in the public domain. This applies to staff, service users, funders, other charities, disgruntled employees and suppliers, to name but a few. While the views of outsiders are uncontrollable, trustee boards need to decide what approach to take regarding the freedom of staff to talk about the charity on social media. Broadly, two approaches are possible. The charity can opt to restrict the number of people who are permitted to broadcast their opinions about the organisation, or give staff a free hand. Many charities that pick the latter option have a strong brand to begin with and undertake a great deal of brand awareness training with staff and trustees before adopting a 'hands off' policy. Essentially they are bowing to the inevitable on the assumption that everyone is bound to tweet about the charity anyway – better that they know and own the brand values when they do.

But the risk of inappropriate use of social media by a charity's staff doesn't end there. Trustees need to ensure the necessary HR policies are in place to deal with employees inadvertently disclosing confidential information or carelessly involving the charity in a libel action. Inappropriate communication between staff and children or vulnerable adults on social media, can also give rise to safeguarding issues.

Advocacy and campaigning

The same points – the risk of libel and the sloppy misuse of personal data – apply to staff and volunteers using social media to engage in campaigns. But there are also concerns specific to campaigning and political advocacy. The board needs to ensure that there are policies and guidelines in place for staff and volunteers and everyone is alerted to the requirement to comply with the Charity Commission's CC9 guidance on campaigning (www.gov.uk/government/uploads/system/uploads/attachment_date/file/434427/cc9_LowInk.pdf). The immediacy of social media makes it even more important that the guidelines and policy are known and understood.

There should be written authorisation and sign off procedures for all campaign messages on social media. Those using social media need to take care

they do not stray into party politics. The use of social media may well increase the risks of acting outside the Charity Commission's guidelines. But if trustees conclude – as they should – that social media is an effective medium for campaigning, they need to manage the risks effectively.

In its operational case report on Oxfam's 'Perfect Storm' tweets, published in December 2014, the Charity Commission stressed that trustees should have clear oversight of the campaigning work of their charity, online or off.

In an inquiry report about the charity Islamic Network published in July 2015, the commission found that the charity's website had hosted historic material from 2004 that legitimised the killing of gay people and encouraged the killing of Muslims in certain circumstances. Although none of the charity's current trustees were on its board in 2004, the report concluded that they should have done more to monitor the website to ensure the content was appropriate. The case demonstrates the ultimate responsibility of trustees for their charity's published output, a responsibility which is made more complicated by the multiple platforms of social media.

Service delivery and advice

Aside from the perennial need to protect and secure the personal data of beneficiaries and users held in digital form, the new technologies present certain dilemmas when it comes to service delivery and the dispensing of advice. Trustees need to be assured that the quality of advice is consistent, regardless of the medium used. Misinformation, given in blogs or emails, can harm a charity's reputation. Resource material on websites needs to be regularly reviewed in order to keep it up to date and accurate.

A social media policy

The way to deal with the risks engendered by digital communication is not to attempt, futilely, to ban technology, or, at the other extreme, to ignore the issue altogether. But rather to create

policies and procedures that allow its safe use. Just as a board needs a digital strategy to fully exploit the potential of the new technologies, it also needs a social media, email and internet policy to govern how they are used.

The policy should apply to managers, trustees, employees, consultants, volunteers, e-members, casual staff and agency staff. It should set out what is acceptable and unacceptable use of all forms of social media, including Facebook, LinkedIn, Twitter, Instagram, Snapchat, Wikipedia, all other social networking sites and internet postings such as blogs and video blogs. The policy should determine what kind of information can be disclosed about the charity and what should remain confidential. It should remind staff and trustees that the laws of libel apply to digital communication in the same way as to other written correspondence. The policy should state that personal use of social media should not conflict with employee productivity and that use of email for frivolous purposes is not permitted. Where the beneficiaries of the organisation include children or vulnerable adults, reference should be made to the charity's safeguarding policy. The social media policy also needs to make reference to the charity's bullying and harassment policy and give specific examples. The application of the organisation's data protection policy to social media should also be outlined. Finally, the policy must address security and ensure that all equipment and accounts that trustees and employees use are secure.

Reputation and digital communication need to be part of the board's regular risk assessment, and all risks identified and managed. Strong processes and protections should be put in place.

According to the aforementioned FT-ICSA Boardroom Bellwether report, a survey of the views of FTSE 350 company secretaries, 59% consider reputational risk as one of the top three concerns for their business, but more than a third have not discussed a social media policy at board

level. Charity boards, too, need to consider a social media policy urgently.

However, it must always be remembered that the role of trustees is to govern, not manage. The increased flow of information that social media entails should not lead boards to start micro-managing their organisation. They must guard against this temptation.

As with governance in general, trustees should lighten the burden by sharing lessons from the inadequate handling of situations, as well as sharing good practice and canvassing opinions from other charities.

Codes of Conduct
Issues relating to the use of email and social media are usually about the application of the general principles of good governance, as set out in the *Code of Good Governance* (see Appendix One). The main difference is that the use of social media increases the impact of any breach. The same standards of conduct should be applied for online and offline matters and a common sense approach needs to be adopted. Trustees need to be clear about what is acceptable and unacceptable use. As a breach of the policy could give rise to sanctions, it is advisable for board members to sign it to express their acceptance. It could be included as part of, or an appendix to, your Trustee Code of Conduct, or be cross referenced to it.

The policy needs to be written in such a way that is sufficiently wide to take account of fast moving technology. For this reason it should also be reviewed on a regular basis.

Compliance with related policies
This covers issues of reputation, data production, collective responsibility, defamation, bullying and harassment, ethical standards, adherence to charity rules on political activities. The laws of libel apply to email in the same way as to other written correspondence.

SECTION THREE

The promise of e-governance

Digital change will not just transform the way charities interact with the public or offer services. It will also revolutionise how they govern themselves.

Onboard's annual *Wired to Govern* trustee surveys have detected a dramatic growth in the use of social media by boards in the last two to three years. The surveys indicate that trustees are using Facebook, LinkedIn and Twitter to share stories, insights and observations. Chairs and trustees are now including their charitable roles in LinkedIn and Twitter profiles and using social media channels to further discussions with other board members, service users and funders. The walls of the boardroom are falling.

But these incursions into the digital world, although welcome, are merely scratching the surface of what could be achieved. The Code of Governance for the Voluntary and Community Sector says that boards should work "effectively both as individuals and a team". E-governance is a fundamental way for trustees to heighten their effectiveness.

What is e-governance?

At the core of e-governance is the paperless board portal. A board portal replaces board meeting papers with electric documents available on a tablet or iPad. Email, online calendars and other e-documents, such as agendas, are combined into one system that facilitates greater interaction, collaboration and engagement. If each board member is given a tablet, the board portal can be used to organise board work such as away days and events, committee work, task forces and working groups. All board papers can be sent out electronically. With board portals also able to record and access board member contact details, biographies and skills, tablets are swiftly becoming the device of choice in the boardroom. Charities, such as CACHE (the Council for Awards in Care, Health and Education), have made the decision to move towards paper-free board meetings.

Wired to Govern survey 2014: Preferred channels for communication
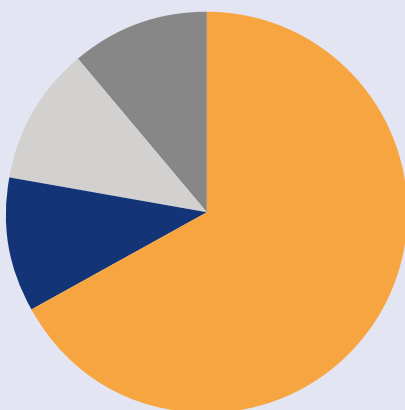
How do you wish to receive information?

- Email **67%**
- Blogs **11%**
- Articles **11%**
- Electronically built-in channels **11%**

But e-governance is about more than making meetings more efficient and cutting down on waste. As CACHE readily admits, alongside the decision to go paper-free, there was an "acknowledgement that the board would be deliberating differently".

How the new technologies are changing meetings

The prime innovation of e-governance is the opportunity for enhanced and smarter engagement by board members, inside and outside board meetings. "Deliberating differently" will often mean that making decisions is not limited to the traditional, physical board meeting in which all members sit around a table and discuss governance matters. A charity's governing documents may need to be amended if they place limits on the use of technology to make decisions. It is advisable to have express provision in the governing documents, setting out the ways in which meetings may be conducted.

'Remote' deliberation and decision-making often involves email, telephone conferencing or video chats on Skype and video conferencing, which all enable the development of virtual meetings.

Technology has now advanced to the point where a board member's involvement doesn't have to suffer if they are not present in person at a meeting, and the whole board or a sub-committee can deliberate thoroughly even if they do not physically congregate.

But boards need to think carefully about the role of the different 'remote' decision-making tools and when their use is appropriate. Policies and procedures need to be put in place.

Broadly speaking, email is useful for routine decisions between board meetings, whereas Skype and video conferencing are appropriate for more complex or significant decisions. Email hinders the ability of participants to discuss policies, ask questions, share opinions and debate changes and alternatives. A flat 'yes' or 'no' is usually all that is possible. It is all too easy for trustees to agree by return mail without giving sufficient thought to risks and implications. Even if a detailed briefing note is attached, trustees lack the opportunity to challenge and probe.

With video chat on Skype or video conferencing, deliberation and debate is implicitly encouraged and the conditions mimic those of a physical

Wired to Govern survey 2014: Preferred social media channels
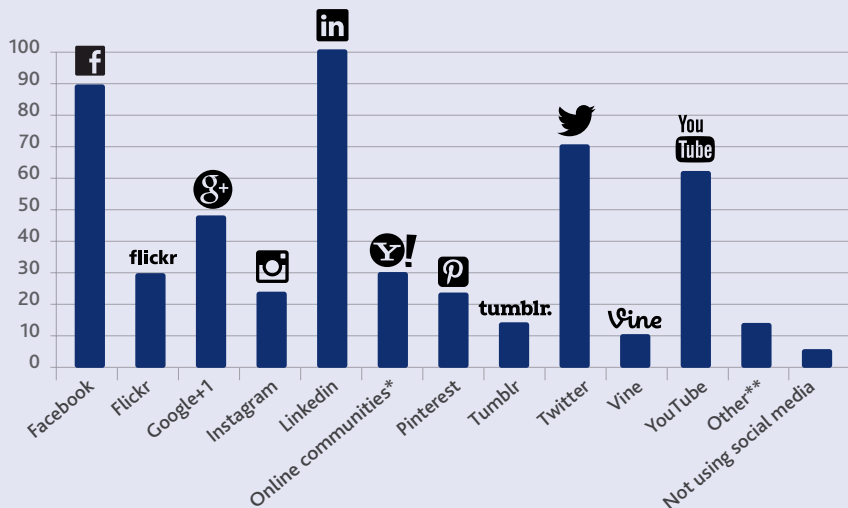
"From as early as I can remember, I visited the internet for information. I expect the boards I join to have information online. If it is a closed network, I would like to find it on the intranet. I also like to access documents on a need-to-know basis and a board portal facilitates this."

A YOUNG BOARD MEMBER

meeting. Where a complex, urgent decision is required, a full boarding meeting, convened by Skype, video or telephone conference, is advisable. It should also be borne in mind that the courts regard a meeting as valid if it consists of people who can both see and hear each other. Under this definition, video chat on Skype and video conferencing would comply, but conference calls would not. The Charity Commission's *CC48 guidance, Charities and meetings*, (www.gov.uk/ government/publications/charities-and-meetings-cc48) makes it clear that this legal definition of a meeting applies unless a special provision in the charity's governing document says otherwise. Regardless of the medium, however, it is essential that there is a full audit trail for all board decisions made by electronic means inside or outside formal, physical meetings.

But beyond the necessities of decision-making, the new technologies provide an opportunity for board members to communicate with each other in between formal meetings.

Amid the enthusiasm for the governance possibilities of the new technologies, it is important that boards do not run roughshod over those trustees who cannot or will not take part. The organisation must pay attention to those who do not have access to technology and may feel excluded. In order to avoid discrimination, it is advisable that an organisation runs a parallel governance system until the point when all trustees have access to the new technologies and feel confident to use them. Training should also be offered.

Wired to Govern survey 2014: How social media is being used
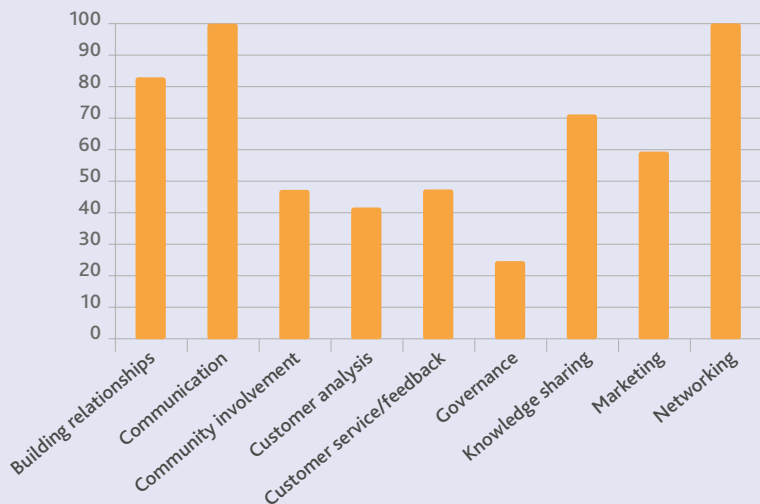
BACP (The British Association for Counselling and Psychotherapy)

According to Jan Watson, former PA to chief executive Hadyn Williams, going digital has "significantly changed" how BACP's board works. Communication has been made much easier and the result has been a greater level of interaction. Transparency has been enhanced because all trustees can "talk" through the same medium at a time that suits them.

With the introduction of a board portal, board members can more easily access relevant information. "This has led to our board members feeling much more supported," says Watson.

"Everyone is on the same system and things are so much quicker". Training is offered to every board member and policies have been developed for iPad use. Training also covers data protection issues and, with a higher incidence of electronic data, there is a new compliance report that covers any new requirements.

One side effect is that digitisation had led to significant time and resource savings. Hard copy board papers no longer need to be collated and circulated. There is no requirement any more to copy and mail them.

Rules for the use of emails and social media

The social media policy, outlined in section two of this report, should be observed by trustees as well as a charity's staff. This would, in the main, be an extension of the general principles of good governance as set out in the *Code of Good Governance* (see appendix one). The difference is that use of social media amplifies the impact any breach has. Trustees need to be clear about acceptable and unacceptable use of social media and email. Issues such as confidentiality, the effect on a charity's reputation, safeguarding, bullying and harassment and data protection need to be included in the policy. As a breach of the policy could give rise to sanctions, board members should sign it to express their acceptance.

Recruitment of younger trustees

The average age of a trustee in the UK is 57. Most are male and a mere 0.5% are between 18 and 24 years old. There is a pressing need for boards to increase their diversity. Digital media present the opportunity to recruit trustees in a different way from the traditional channels of friends or acquaintances. Young people now expect the organisations they interact with and support to communicate digitally. And if they are going to become more deeply involved in how those organisations govern themselves, governing structures and recruitment practices will need to evolve in tandem. Boards need to rise to the digital challenge.

A *Wired to Govern* survey – diverse channels, different uses

Onboard's *Wired to Govern* survey polled more than 150 respondents in the sector, showing that 90% of board members and CEOs use Facebook, 80% use LinkedIn and 60% Twitter. The poll indicated that email is still the most highly-regarded way of communicating. Blogging and Twitter were considered great platforms to share information, insights, communicate ideas and start conversations. Digital communication is one of the greatest developments of our time. We are continuously learning and welcome your feedback.

Wired to Govern benchmarked against the *Good Governance Code*

Good Governance – A Code for the Voluntary and Community Sector **was first published in 2005 and updated in 2010. A version for small organisations was produced in 2011. The purpose of the six high level principles set out in the code is to assist board members to provide strong leadership, enhance their decision making and demonstrate their accountability.**

This report is about the seismic changes that are happening with regard to digital communication. With this in mind, we have revisited the code to reinterpret its six principles in the context of the digital revolution now facing trustees:

Principle 1

An effective board will provide good governance and leadership by understanding their role. This includes setting and safeguarding the vision, values and reputation of the organisation

Digital communication has increased the opportunities for reputation building (see section one) but it has undoubtedly increased the threats to reputation as well (section two). Trustees need to be aware of both.

Principle 2

An effective board will ensure delivery of organisational purpose and agree a long-term purpose

Trustees need to be open to ideas for digitally-driven change and understand how to evaluate them. They need to consider how social media can help their organisation better deliver its purpose and widen its reach. The development of a social media strategy, which some charities, such as The British Museum, have undertaken (see section one), helps disparate ideas come together.

Principle 3

An effective board will provide good governance and leadership by working effectively both as individuals and a team

E-governance, achieved through paperless board meetings, enhances the efficiency of trustee boards. Utilisation of new technologies, such as Skype and video conferencing, will enable boards to deliberate, through virtual mediums, outside of full, physical board meetings, and communicate in between bi-monthly or quarterly meetings (section three). A Board Effectiveness review is needed to evaluate the nuances and impact of implementing new technologies.

Principle 4

An effective board will exercise effective control

Digital changes are happening so fast that governance policies and procedures are often lagging behind. Trustees need to ensure that reputational impacts and digital communication are part of the board's regular risk assessment. They need to do what they can to make their organisation 'cyber secure' and protect against data breaches and cyber fraud (section two).

Principle 5

An effective board will behave with integrity

The board needs to develop ground rules around the use of the social media by trustees. This social media policy should cover issues such as libel, confidentiality, bullying and harassment and safeguarding. Trustees need to be clear as to what is acceptable and unacceptable use of social media (section two). Conflicts of interest also have to be managed in the digital age.

Principle 6:

An effective board will be open and accountable

Social media can be used to open up charities' AGMs to members who cannot be physically present and to the public generally. Social media also has the potential to increase charities' awareness of the experiences of their beneficiaries and service users and to greatly widen the scope of consultation responses. A charity's website can be used to increase the transparency of the board (for example, by listing the business interests of trustees) and management.

Social media policy: a template

A social media policy sets out what is acceptable and unacceptable use of social media. The policy should be reviewed on a regular basis to take account of fast moving technology. This template is to be tailored to the needs of your individual organisation.

1 **Policy statement:** Recognising the benefit of new technologies, minimising risks and encouraging appropriate standards of behaviour.

2 **Who is covered by the policy?** Covers managers, trustees, employees, consultants, volunteers, casual and agency staff.

3 **Scope and purpose of the policy:** Use of all forms of social media, including Facebook, LinkedIn, Twitter, Instagram, Snapchat, Wikipedia, all other social networking sites and internet postings such as blogs or video blogs. What happens in the event of a breach of the policy?

4 **Personnel responsible for implementing the policy:** Responsibilities of managers and staff for the standards of behaviour expected in the workplace. Reporting lines for any abuse of social media. Covers training, awareness raising and support.

5 **Compliance with related policies, code and agreements:** Ensuring compliance with other policies including the Trustee Code of Conduct. Covers issues of reputation, data protection, confidentiality, collective responsibility, defamation, bullying and harassment, ethical standards, adherence to charity rules on political activities.

6 **Personal use of social media:** Ensuring use of social media does not interfere with employment responsibilities or productivity. Email should not be used for frivolous communication between board members or between employees.

7 **Responsible use of social media:** Guidelines and recommendations for using social media responsibly and safely. No individual should send misleading, abusive, harassing or obscene messages. No individual should send anonymous emails or falsify emails to make them appear to originate from another user.

8 **Security:** Ensuring processes and procedures are in place. Trustees and staff must ensure all accounts and equipment they use for communicating are secure.

9 **Monitoring:** IT resources and communications systems are the property of the organisation. The organisation may reserve the right to monitor use of its systems and resources and incoming and outgoing mail (and other electronic material) for legitimate purposes.

APPENDIX THREE

Checklists for digital governance ☑

Use these checklists to give your charity a 'health check'.

An e-governance checklist

☐ What might a digital agenda enable you to accomplish?

☐ How might new technology tools improve the board's performance?

☐ What board work is best done virtually and what board work needs a face-to-face boardroom setting?

☐ What board policies should support appropriate use of technology tools for the board's work?

☐ Do the governing instruments limit the use of technology? If they do so, how might they be amended?

☐ What are the technology options to help the board share information, deliberate and make decisions?

☐ What are the reputational, security and strategic risks?

A checklist for reviewing board effectiveness

As an integral part of the board effectiveness review, the following questions about digital technology should be considered:

☐ What impact is social media having on:
   i)   the external environment;
   ii) the organisation;
   iii) staff;
   iv) the board; and
   v)   volunteers?

☐ How can the board use new technologies to recruit trustees and deepen the pool from which trustees are drawn?

☐ How can technology be used to enhance trustee engagement?

☐ How can board meetings be made more effective using new technologies?

☐ How can the board support the organisation as it embraces technological development?

☐ What lessons can the board learn from what has gone wrong?

☐ Has the board/staff adopted a social media strategy? If so, how is it working? What needs to be changed?

From an organisational perspective both the board and staff can consider:

☐ Number of Twitter followers/tweets and retweets

☐ Number of Facebook shares

Website activity

☐ Visitors – where they come from, how long they stay on your site, how many pages they visit

☐ Number of comments on the website

☐ Number of donors via the website/sums raised via the website

☐ What are the most popular parts of the site?

☐ The content of LinkedIn discussion threads

☐ Do analytics reports at each meeting provide an accurate picture of progress on core projects and activities?

☐ Do the analytics highlight any trends that the board should be paying attention to?

☐ Is feedback used and acknowledged?

☐ Do you have an attractive user-friendly website that adapts its appearance to every device (i.e. is it responsive)?

Protecting the organisation – some practices that can help

- ☐ Organisations must understand their needs (define their strategy) and adopt solutions that work for them, having considered any weaknesses that have to be plugged and the available options. Your security strategy must be in keeping with your values.
- ☐ Agree your strategy to address cyber breaches. Have a clear idea of what to do and of your role if it happens.
- ☐ Define triggers which will alert the organisation as to when a breach has occurred – what are the warning signs to look out for?
- ☐ Update your information security and keep software security up to date.
- ☐ Utilise and update anti-virus protection.
- ☐ Embed protection measures, such as a firewall into the hardware of devices.
- ☐ Store passwords adequately.
- ☐ Regularly change your password or pin code (using the same password for everything is not safe). Passwords can be strengthened by unusual characters. Change passwords regularly.
- ☐ Utilise anti-theft technology (link these to your triggers and alerts).
- ☐ Host regular training and awareness sessions, identify risks.
- ☐ If appropriate, disable DVD/CD drives on computers to avoid the removal of data or the uploading of malicious codes.
- ☐ Agree a disaster recovery/contingency plan.
- ☐ Do not click on links without knowing they are genuine.
- ☐ Adopt and implement rules about how joint home/work devices can be used.
- ☐ Encryption is a simple and effective way to keep data safe.
- ☐ Run detailed scans.
- ☐ Maintain a list of approved devices.
- ☐ If you operate a Bring Your Own Device (BYOD) regime, adopt a policy to operate for the guidance and use of the device. Set out rules of what is and is not appropriate and the implications of a breach (for example, use technology to monitor how data is transferred to and from the device). Consider moving from a BYOD regime to a CYOD (Choose Your Own Device) regime.
- ☐ Use software that can wipe a device if it is lost or stolen.
- ☐ Decommission old software and services adequately.
- ☐ Develop and implement a recovery plan (including damage limitation).
- ☐ Inform the right people and organisations, in a timely fashion, if a breach occurs.
- ☐ Keep your personal details locked up tightly.
- ☐ Appoint well-trained staff with specific responsibility for social media.
- ☐ Earmark resources to keep websites up to date and accurate particularly when advice and information is provided.
- ☐ Regularly test the website to gauge its capabilities and identify any vulnerabilities. Remedy any glitches and ensure appropriate and up-to-date content.

APPENDIX FOUR

Online tools and resources

The Board at Work: Tapping into Today's Technology Tools

- *Virtual Meeting Attendance: Not present, but still here* (a BoardSource Topic Paper)
- TechSoup www.techsoup.org

Board Portals and Online Board Books
- Streamline www.streamlinesoftware.net
- Board Effect www.boardeffect.com

Technology Tools: Meeting and Document Sharing Technology

- Go To Meeting www.gotomeeting.com
- Webex www.webex.com
- Skype www.skype.com
- www.Yammer.com
- Google Docs

Online Scheduling

- Meeting Wizard www.meetingwizard.com
- Doodle www.doodle.com: Easy scheduling – Calendar Connect a free internet calendar for time management that helps coordinating and scheduling meetings and other appointments. Users are polled to determine the best time and date to meet.
- WhenIsGood www.whenisgood.net: Click the grid for all the times that are good for you. You get a link to email your invitees. They see your proposed times and click on when they are free. You visit your result page and see when everyone can do.

Articles, Books and Web Resources

- Online Meetings Tools Review www.webconferencing-test.com
- Social Media: A briefing for Charity CEOs (2014 Zoe Amar and Mat Collins)

Dashboards

- Panagea Foundation www.pangeafoundation. org/nonprofit_softward_overview.html

Strategic Planning

- My Strategic Plan onstrategyhq.com
- Yahoo groups www.groups.yahoo.com
- Google groups http://groups.google.com: Allows you to create and participate in online forums and email-based groups with a rich experience for community conversations.

Cyber Security and Protection

- Online tutorials: the guardian.com/cyber-risk-tutorial
- Understanding the impact of cyber and information risks theguardian.com/voluntary-sector-network-zurich-partner-zone/interactive/charities-minimising-cyber-risk-free-guide
- Ico.org.uk/for_organisations/data_protection/lose
  ICO has useful guidance on what organisations can do to stop security breaches.

Researching further

- Nominet Trust – search for their state of the art reviews
- www.visceralbusiness.com/research-insights/reports/2013-social-charity-study/

Social media for charities: free template policies, guidelines and strategies

- Growing Communities: How charity leaders govern social media globally to thrive online (Grant, 2014) http://www.slideshare.net/GTInternational/growing-communities-socialmediareportfinal

- NCVO's guide to getting started with social media http://knowhownonprofit.org/campaigns/communications/effective-communications-1/social-media?

- The Guardian looks at how to make social media work for your charity www.theguardian.com/voluntary-sector-network/2013/nov/25/social-media-charity-free-guide

- NCVO tips on developing a social media strategy for your organisation http://knowhownonprofit.org/how-to/how-to-develop-a-social-media-strategy-for-your-organisation

- Smart Insights on how charities and other not-for-profit organisations can harness social media www.smartinsights.com/guides/social-media-communications-profit-organisations/

- Charity Digital News on how boards can use digital communications www.charitydigitalnews.co.uk/2015/08/13/how-can-charity-trustee-boards-use-digital-communications/

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