

# Governance Review

In 2017 we decided we needed to modernise our governance to make Which? sufficiently resilient to face competitive challenges. We undertook a review led independently by Dame Deirdre Hutton DBE and supported by Dame Julia Unwin DBE. It was completed in three stages and we gathered input from members and other stakeholders at each stage. The final phases – recommendations and member votes on constitutional review – took place in the first half of the 2019–20 financial year.

Source: *Which? Annual Report 2019–20*

## Governance Review aims

We set out with the ultimate aim of having a modern governance framework built on **trust** and **transparency**. The Trustees agreed with the Review Committee that this is best achieved by:

- creating a **simple** governance structure that makes the organisation **easy to lead** and **easy to understand**
- being **easy to engage with** so we benefit increasingly from a diverse membership, reflective of contemporary Britain
- having **Trustees** who are **diverse** in their thinking, expertise and experience, who can **oversee collectively** and **effectively** all aspects of what Which? does

## What did we learn?

We heard from members that Which? membership needs to become increasingly **reciprocal**, that you want to feel that Which? is **open and honest** in how it makes **commercial decisions** and **communicates with members**. 68% of respondents to the review rated relevant **experience** on the Council of Trustees and commercial subsidiary Board as the most important governance priority. The review drew on other insights and feedback to reach its recommendations, in particular:

- the not-for-profit **landscape has changed** beyond recognition from when Which? first became a charity: **trust** in charities is falling across the sector and is no longer something any charitable organisation can rely on
- **members** are seeking opportunities to be involved in driving the activities of organisations to which they belong and in **shaping** the **work** they choose to do
- changes in the **regulatory environment** put volunteer trustees in positions of considerable **responsibility** and public **accountability** that were rarely known even ten years ago.

## What we have done

- developed **better ways** to enable **members** to **participate** in, and **influence what Which? does**
- **refreshed** the **purposes** and **values** of the **charity** to better reflect what we aspire to do and guide how we achieve our goals
- **simplified** and **modernised** the charity's **Articles of Association**, making them easier to understand
- adopted a **new internal governance framework** which enables the Council of Trustees, subsidiary Board and the Leadership Team to **deliver** on the group's **mission, values** and **strategy** in a risk-focused way
- adopted a **new approach to trustee recruitment, appointment and development** which is transparent, focused on achieving **diversity** of thinking, background and experience and reflects the importance of all Trustees' **accountability to members**.

You can read more information on the background to these changes in the **Recommendations report**.