**KINGSRIDGE CLEDDANS HOUSING ASSOCIATION**

 **MANAGEMENT COMMITTEE MEETINGS**

 **STANDING ORDERS**

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| **APPROVED** | **26 JULY 2022** |
| DATE OF NEXT REVIEW | JULY 2025 |

1. **INTRODUCTION**

Standing Orders are being reviewed in response to the Internal Audit report from Alex Cameron of Quinn Internal Audit which reported in June 2022.

2. **FREQUENCY & CONDUCT OF MEETINGS**

 Management Committee meetings will be held monthly and a maximum of 10 meetings will be held during the year. No meeting will be held in December.

2.1.1 The quorum for the Management Committee meetings will be 50% of Management Committee members or 4 members where the Management Committee membership is less than 10. Where membership is 11, 13 or 15 members a quorum will be regarded as 6, 7 or 8 members respectively.

 Co-opted members are not included when considering if a meeting is quorate.

2.1.2 If the scheduled Management Committee meeting does not meet the minimum number of members present following 15 minutes of the due start of the meeting, the meeting will be considered ***inquaorate***. Where a meeting to be deemed inquorate the Chairperson will agree to convening the meeting no more than **7 days** from the original scheduled meeting. The business can proceed at the re-scheduled date.

2.1.3 Meetings will generally be held on the last Tuesday of each month. Meetings will be held at 5.45pm but times may be changed by a majority consensus of Management Committee members in order to accommodate working arrangements and encourage increased membership.

2.1.4 Meetings will normally last no more than 2 hours from the scheduled meeting time. The Chairperson can agree an extension of no more than a further 30 minutes. At the expiry of the additional time, the Chairperson will bring the meeting to a close and business outstanding shall be lodged on the agenda of the next scheduled meeting.

2.1.5 Where there is an equal number of votes for and against changing the time of meetings, the Chairperson will have a casting vote.

2.1.6 If any Committee Member or staff member has an interest in any of the business to be discussed, they must note their interest to the Chairperson and desist from taking part in any discussion of the item and cannot vote on the matter where a vote is required.

2.1.7 If the Chairperson they must excuse themselves from any and all deliberation, the Vice Chairperson will assume the role of the Chairperson, failing which any other Member of the Management Committee can chair the discussion.

2.1.8 Any note of interest must be declared at the commencement of the Meeting and be Minuted accordingly.

3**. ROLE/REMIT OF THE MANAGEMENT COMMITTEE**

There being no sub-committees, the Management Committee are the sole governing body and accept collective responsibility for their decisions in dealing with all strategic organisational matters pertaining to the Association’s business.

3.1 The Management Committee is open, co-operative, and engages effectively with all it’s Regulators and funders, notifying them of anything that may affect it’s ability to fulfil its obligations AND it informs the Scottish Housing Regulator (SHR) about any significant event or change as set out and required in notifiable events guidance. <https://www.housingregulator.gov.scot/for-landlords/statutory-guidance/notifiable-events>

3.2 **OFFICE BEARERS**

 The Association has 4 Office Bearers;-

* Chairperson
* Vice-Chairperson
* Secretary
* Treasurer

 The Office Bearers have very different roles and responsibilities.

The Chairperson or in their absence, the Vice-Chairperson role is defined within the Association’s rules under Rule 59.6 – 59.11. The Chairperson can be re-elected after the Annual General Meeting but cannot hold office for more than 5 consecutive years. The Vice-Chairperson ahs a further responsibility of submission of annual statement to the Office of the Scottish Charity Regulator (OSCR).

3.2.1 **Role of the Chairperson** is defined as;-

* 59.6 The Chairperson is responsible for the leadership of the Committee

and ensuring its effectiveness in all aspects of the Committee's role and to ensure that the Committee properly discharges its responsibilities as required by law, the Rules, and the standing orders of the Association. The Chairperson will be delegated such powers as is required to allow the Chairperson to properly discharge the responsibilities of the office. Among the responsibilities of the Chairperson are that:-

* 59.6.1 the Committee works effectively with the senior staff;
* 59.6.2 an overview of business of the Association is maintained;
* 59.6.3 the Agenda for each meeting is set;
* 59.6.4 meetings are conducted effectively;
* 59.6.5 minutes are approved and decisions and actions arising from

meetings are implemented;

* 59.6.6 the standing orders, code of conduct for Committee Members

and other relevant policies and procedures affecting the

governance of the Association are complied with;

* 59.6. 7 where necessary, decisions are made under delegated authority

for the effective operation of the Association between meetings;

* 59.6.8 the Committee monitors the use of delegated powers;
* 59.6.9. the Committee receives professional advice when it is needed;
* 59.6.10 the Association is represented at external events appropriately;
* 59.6.11 appraisal of the performance of Committee Members is

undertaken, and that the senior staff officer's appraisal is carried

out in accordance with the agreed policies and procedures of

the Association; and

* 59.6.12 the training requirements of Committee Members, and the

recruitment and induction of new Committee Members is

undertaken.

3.2.2 The Chairperson must be elected from the Committee Members (excluding

co-optees) and must be prepared to act as Chairperson until the end of the

next annual general meeting (unless s/he resigns the post). The Chairperson

can only be required to resign if a majority of the remaining Committee Members present at a special meeting agree to this.

3.2.3 If the Chairperson is not present at a Committee meeting or is not willing to

act, the Committee Members present will elect another Committee Member to be Chairperson for the Committee Meeting. If the Chairperson arrives at the meeting late, s/he will take *over* as Chairperson of the Committee meeting as soon as the current agenda item is concluded.

3.2.4 If the votes of the Committee Members are divided equally for and against an issue, the Chairperson will have a second and deciding *vote.*

The Chairperson can resign his/her office in writing to the Secretary and must resign if s/he leaves the Committee or is prevented from standing for or being elected to the Committee under Rule 43. The Committee will then elect another Committee Member as Chairperson.

3.2.5 **Role of the Secretary** is clearly defined within the Management Committee as

laid down in the Association’s rules under Rule 59.1 – 59.5.

* “59.3 The Secretary's duties include the following (these duties can be

delegated to an appropriate employee with the Secretary assuming

responsibility for ensuring that they are carried out in an effective

manner):

* 59.3.1 calling and going to all meetings of the Association and all the

Committee Meetings;

* 59.3.2 keeping the minutes for all meetings of the Association and

Committee;

* 59.3.3 sending out letters, notices calling meetings and relevant

documents to Members before a meeting;

* 59.3.4 preparing and sending all the necessary reports to the Financial

Conduct Authority and The Scottish Housing Regulator;

* 59.3.5 ensuring compliance with these Rules;
* 59.3.6 keeping the Register of Members and other registers required

under these Rules; and

* 59.3.7 supervision of the Association's seal.

3.2.6 **Role of the Treasurer** is not defined within the Association’s rules, however the

 Treasurer’s role within the Management Committee is to sign the audited

 accounts of the Association on an annual basis.

3.2.7 **DELEGATED AUTHORITY**

 The Management Committee give delegated authority to the Director for all

 Operational day-to-day management of the Association’s business and for

 ensuring the appropriate level of Staff is maintained to fulfil the aims and

 objectives of the Association as well as all statutory and regulatory requirements.

3.2.8 The Secretary gives delegated authority to the Director, as the Senior Officer,

1. To call and attend to all meetings of the Association and all Committee Meetings (Rule 59.3.1)
2. Keep all Minutes of all meetings of the Association and Committee Meetings (Rule 59.3.2)
3. Send out letters, notices calling meetings and relevant documents to Members before a Meeting (Rule 59.3.3)
4. Prepare and send all necessary reports to the Financial Conduct Authority and the Scottish Housing Regulator (Rule 29.3.4)
5. Ensuring compliance with these rules (Rule 59.3.5)
6. Keep the Register of Members and other registers required under these rules; and (Rule 59.3.7)
7. Supervision of the Association’s seal.

4. **MANAGEMENT COMMITTEE RESPONSIBILITY**

4.1 Oversee and direct the duties and actions of the Chairperson, Secretary, and other Office Bearers of the Association to ensure that these are undertaken in accordance with the rules and aims of the Association.

4.1.1 Consider and approve applications for Membership of the Association in accordance with the Rules and Policies of the Association.

4.1.2 Ensure that the Annual General Meeting and any General Meetings of the Association are called and conducted in accordance with the Rules of the Association.

4.1.3 Ensure that all Committee members are subject to annual performance reviews to assess their contribution and effectiveness.

4.1.4 Ensure that any Committee member seeking re-election after nine years’ continuous service is able to demonstrate their continued effectiveness in bringing objectivity and independent challenge to familiar practices and thinking

4.1.5 Approve affiliation to the Scottish Federation of Housing Associations and other similar bodies and receive reports on same.

* + 1. Agree the Association’s forward strategy and approve the Internal Management Business Plan.
		2. Ensure that the recommendations or directions made by the Scottish Housing Regulator in the course of its statutory functions are implemented.
		3. Approve Minutes of any subcommittee and discuss and, if appropriate, approve recommendations with respect to staff structure, conditions of service, etc.
		4. Receive Reports from EVH relating to Conditions of Service and salary negotiations.
		5. Receive reports on Health and Safety issues.
		6. Appoint Auditors, Legal Advisers and others as required.
		7. Consider Committee Training requirements and agree Policies on this and attendance at Conferences, Seminars etc.
		8. Receive reports on new Guidance issued by the Scottish Housing Regulator.
		9. Approve Offers of Grant from DRS or other funding authorities/agencies.
		10. Approve Wider Role Strategy and acceptance of any offers of grant issued in respect thereof.

5. The Management Committee have a strategic responsibility for the successful

 operation of the Association as follows;

5.1 **MAINTENANCE**

* Monitoring the maintenance service against budget and target response times

 for reactive repairs.

* Agreeing list of approved maintenance contractors
* Agreeing the Association’s Annual Cyclical/Planned Maintenance Plan of

 works.

* Approving and reviewing Maintenance Policies.
* Reviewing performance of maintenance contractors on an annual basis.
* Reviewing and monitoring performance of the gas servicing contractor
* Approving the award of maintenance tenders

5.1.1 The Management Committee will receive quarterly maintenance reports, normally July, October, January, and April of each financial year. The report will record the number and type of works reported, cost of work, the performance of contractors in delivering the service and the agreed timescales, breakdown of numbers of works carried out on a trade-by-trade basis. The Management Committee will monitor maintenance expenditure against budget.

5.1.2 Maintenance Policies will be reviewed in accordance with the Association’s Policy review programme.

5.2 **HOUSING MANAGEMENT**

 The Management Committee will be responsible for monitoring and implementing the Association's policies relating to:

5.2.1 The management of the Association's properties in accordance with the policies

 relating to;

* Allocations, - re-lets to waiting list, internal transfer list, section 5 referrals
* Arrears monitoring and court actions
* Rent charging and collection
* Estate Management. The Management Committee will receive monthly reports on estate management activity as well as;
* Anti-social complaints

5.2.2 The Management Committee will have authority for and/or be advised;

* Taking decisions on approval of eviction action for rent arrears cases, anti-social behaviour and cases involving serious breaches of the Tenancy Agreement, where decree for ejection has been obtained from the Sheriff Court.
* Monitoring numbers of applicants gaining access to the housing list and number of lets made broken down into Internal Transfers, nominations, etc. on a monthly basis at the scheduled monthly Management Committee meeting.
* Reviewing and approving rent and service charges taking into account affordability operating costs and the outcome of the rent consultation annually.
* Monitoring the effectiveness of the Association in reletting void properties.
* Reviewing the effectiveness of existing policies in accordance with the Association’spolicy review programme.

5.3 **FINANCIAL MANAGEMENT**

 The Management Committee will have responsibility for:

* Approving budgets
* Approving financial statements and cash flows
* Monitoring financial control mechanisms
* Approving quarterly and annual accounts
* Reviewing financial budgeting

5.3.1 Management Committee will receive financial reports on:

* Management accounts (Quarterly)
* Cheque/Petty Cash List (Monthly)
* Loan Portfolio Return (Annual)
* Annual Budget
* Treasury Management Report (Annual)
* 5 Year Budgets (Annually)
* Loan Return to SHR (Annual)

5.3.2 The Management Committee will have responsibility for approving all expenditure, considering, and reviewing the effectiveness of current policies.

6. **GOVERNANCE**

The Association will comply with Regulatory Standards of Governance and Financial Management in order to demonstrate that the Association delivers effective Governance, is fit for purpose, and delivers the intended outcomes for tenants and service users.

7. **SERVICING OF MANAGEMENT COMMITTEE**

 The Director will assume responsibility for servicing the Management Committee. Agendas, reports, and minutes will be circulated the week preceding the meeting.

7.1.1 The Director will report, and present housing management, maintenance, Health & Safety and other ad hoc reports and the Finance Manager will present financial management reports.

7.1.2 The Director will have responsibility for reviewing existing policies in respect of

* Governance
* Maintenance and procurement
* Housing Management Policies (All).
* Health & Safety

7.1.3 The Finance Manager will review and present Finance policies for consideration

 and approval.

7.1.4 The Housing/Corporate Assistant will minute all Management Committee meetings and have responsibility for circulating papers and agendas.

8. **ATTENDANCE AT MEETINGS**

 Apologies will be submitted in advance when Management Committee members are unable to attend meetings. If any member does not attend for ***4 consecutive meetings***, they will be asked to resign from the Management Committee unless prior approval had been granted excusing a member from attendance. Reasons for non- attendance could relate to illness, work commitments or annual leave.

9. **CONDUCT OF MANAGEMENT COMMITTEE MEETINGS**

 All speakers shall address the Chair and all members shall observe order in such instance. The selection of a time limit for speakers shall be at the discretion of the Chairperson.

9.1.1 If any point arises which is not provided for in these rules, the Chairperson shall give a ruling on the point and his decision shall be final.

9.1.2 Notice of ordinary meetings of the Management Committee shall be sent to Management Committee members not less than 5 days before the date of the meeting. The date of the meeting will also have been agreed at the preceding Management Committee meeting. The agenda and relevant papers will be included.

9.1.3 Any Management Committee member who wishes a specific agenda item to be included should notify the Director no later than one week before the date of the meeting. Where this is not possible, it may be agreed as an agenda item on the day of the meeting subject to a decision by the Chairperson. Non urgent items may be raised under any other competent business.

9.1.4 All Management Committee members will sign a mandate confirming that they have read, understood, and accept the Association's Code of Conduct for Management Committee Members. Copies of these mandates will be retained in the in the office and/or electronically.

9.1.5 Management Committee members will not use Management Committee meetings as a forum for bringing up issues that have been referred to them by tenants. Such issues should be referred to the appropriate member of staff during normal office hours as staff have specific responsibility for dealing with individual problems or queries.

9.1.6 New members will be issued with an induction handbook and will be able to “buddy up” with a more experienced Management Committee member.

10. **SPECIAL MEETINGS**

 A special meeting of the Management Committee may be called by a notice in writing given to the Secretary by the Chairperson of the Management Committee, or by two Management Committee members, specifying the business to be transacted.

10.1.1 The Secretary shall send a copy of the notice to all Management Committee members and person co-opted to the Management Committee within **3 days** of receiving it, and the meeting shall be held at the ordinary place for meetings of the Management Committee not earlier than **10 days** and not later than **14 days** after the receipt by the Secretary of the notice.

10.1.2 **No other business shall be done at the meeting other than the business named in the notice**.

10.1.3 If the Secretary fails to convene the special meeting as prescribed above, the Chairperson of the Management Committee or the Management Committee members who have given the notice may call the meeting.

10.1.4 If the Chairperson or the two Management Committee members call the meeting, the notice shall be sent to all Management Committee members and persons co-opted to the Management Committee **not less than 7 days before the date of the meeting**.

# 11. EMERGENCY DECISIONS

In circumstances where the decision-making authority is not already delegated to the senior officer, the Association’s Office Bearers will have delegated authority to take decisions on urgent matters that cannot be delayed until the next scheduled meeting, including during any recess.

11.1.1 Such circumstances would include instances where delaying the decision until the next Management Committee would:

* Risk causing harm to the Association, it’s tenants, its staff, Committee, consultants/ contractors, customers, visitors, or other stakeholders,
* Put the Association’s or the sector’s reputation at risk,
* Cause or risk financial loss that could be avoided by taking prompt action.

11.1.2 Where this occurs, the Director (or most senior officer available) will telephone the Association’s Office Bearers. If time permits, and the decision requires, a special meeting will be convened within 48 hours; if an immediate decision is required, then this can be done via the telephone/email. Where no Office Bearers are available and a decision must be taken, it will fall to the most senior member of staff available – if this is not the Director, then all reasonable attempts should be made to contact the Director whether or not s/he is on leave. Where possible, other staff and the finance agent should also be consulted.

11.1.3 A written report on the decision, including reasons why it had to be taken urgently, will be presented to the next meeting of the Management Committee.

* + 1. By definition, we would not expect such decisions to be taken routinely.

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# 12. MANAGEMENT COMMITTEE CODE OF CONDUCT – ENTITLEMENTS, PAYMENTS AND BENEFITS

The Association has a Code of Conduct for committee members; a Code of Conduct for staff members and an Entitlements, Payments, and Benefits Policy to which all staff and committee must agree to comply with.

12.1.1 These describe the actions expected of committee and staff members and the entitlements, payments, or benefits that our people are able to receive. They also describe what is not permitted and the arrangements that we have in place to ensure that the requirements of this policy are observed.

12.1.2 No Committee Member may take office until they have agreed to and signed the Association’s code of conduct for Committee Members.

12.1.3 If a person serves on the Committee, he/she must not receive any payment or

benefit unless it is permitted by the Charities and Trustee Investment

(Scotland) Act 2005 and as set out in the Association’s policy referred to in

Rule 38.1. He/she shall also comply with the requirements of the Charities

and Trustee Investment (Scotland) Act 2005 in respect of any conflict of

Interest that might arise.

13. **REVIEW OF POLICY**

 Standing Orders will be reviewed every 3 years or sooner if required for business or legislative reasons.