

Standing Orders	
Policy Implementation Checklist	
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Effective from:	March 2019
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SHR Regulatory Framework: Regulation of Social Housing in Scotland	<p>Governance and Financial Management:</p> <ol style="list-style-type: none"> 1. The governing body leads and directs the RSL to achieve good outcomes for its tenants and other service users. 2. The RSL is open about and accountable for what it does. It understands and takes account of the needs and priorities of its tenants, service users and stakeholders. And its primary focus is the sustainable achievement of these priorities. 5. The RSL conducts its affairs with honesty and integrity.'
Policy Linkages:	<ul style="list-style-type: none"> • LHA Rules • Whistleblowing • Anti-Bribery • Anti-Fraud • Code of Conduct for Staff • Code of Conduct for Committee Members • Notifiable Events Policy
Training Completed on:	
Posted on Website on:	
Staff Sign Off Read and Training	
Management Committee Sign Off and Training	

Table of Contents

1.	Introduction	3
2.	The Management Committee	3
3.	Sub Committees	3
4.	Hearing and Appeals Panels	5
5.	Working Groups and Advisory Panels	5
6.	Membership	5
6.1	Management Committee	5
6.2	Sub Committees	6
6.3	Hearing and Appeals Panels	6
6.4	Advisory Groups and Working Parties	6
6.5	Role of Committee Members	6
7.	Personal Interest	6
8.	Office Bearers	7
9.	Meetings	8
10.	Quorum	8
11.	Business at Meetings	8
13.	Length of Meetings	9
14.	Staff Attendance at Meetings	9
15.	Attendance of other Parties	9
16.	Minutes	10
17.	Voting	10
18.	Openness and Confidentiality	10
19.	Emergencies	11
20.	Delegated Authority	11
	APPENDIX 1 - STANDING ORDERS, SCHEME OF DELEGATED AUTHORITY	13
	APPENDIX 2: REMIT OF THE MANAGEMENT COMMITTEE	32
	APPENDIX 3: TERMS OF REFERENCE - AUDIT AND ASSURANCE SUB COMMITTEE	35
	APPENDIX 4: TERMS OF REFERENCE – STAFFING SUB COMMITTEE	40
	APPENDIX 5: COMMITTEE MEMBER – ROLE PROFILE	42
	APPENDIX 6: CODE OF CONDUCT FOR MANAGEMENT COMMITTEE MEMBERS	44
	APPENDIX 7: CHAIR’S REMIT	57
	APPENDIX 8: COMPANY SECRETARY’S REMIT	59
	APPENDIX 9: REMIT OF POLICY WORKING GROUP	61
	APPENDIX 10: REMIT OF EMPLOYEE FORUM (LEAF)	62

Standing Orders

1. Introduction

- 1.1 These Standing Orders have been approved by the Management Committee (the Committee) of Linthouse Housing Association (LHA) as a framework for the effective and proper conduct of business. This forms one of our two overarching governance policies. Our Scheme of Delegated Authority is incorporated as Appendix One in the Standing Orders. The Standing Orders are consistent with the Financial Regulations within which we operate.
- 1.2 All matters that are not specified in these Standing Orders are reserved to the Committee. Where authority is delegated to staff, the delegated authority is in respect of operational matters only.
- 1.3 The Standing Orders take account of and are consistent with our Rules, legislative and regulatory requirements and good practice advice. In the event of a conflict between these Standing Orders and the Rules, the Rules will prevail.
- 1.4 The Standing Orders and associated appendices can only be amended with the approval of the Committee. They will be reviewed at least every three years.

2. The Management Committee

- 2.1 The Committee is responsible for
 - Providing effective leadership, control and direction of our affairs.
 - Exercising good governance across all of our activities.
 - Ensuring we set and achieve our strategic aims and objectives.
 - Ensuring that we comply with all legislative and regulatory requirements.
- 2.2 The Committee has agreed a remit which specifies its responsibilities and duties which is **Appendix 2** of this document.
- 2.3 The Committee will meet at least **six** times each year.

3. Sub Committees

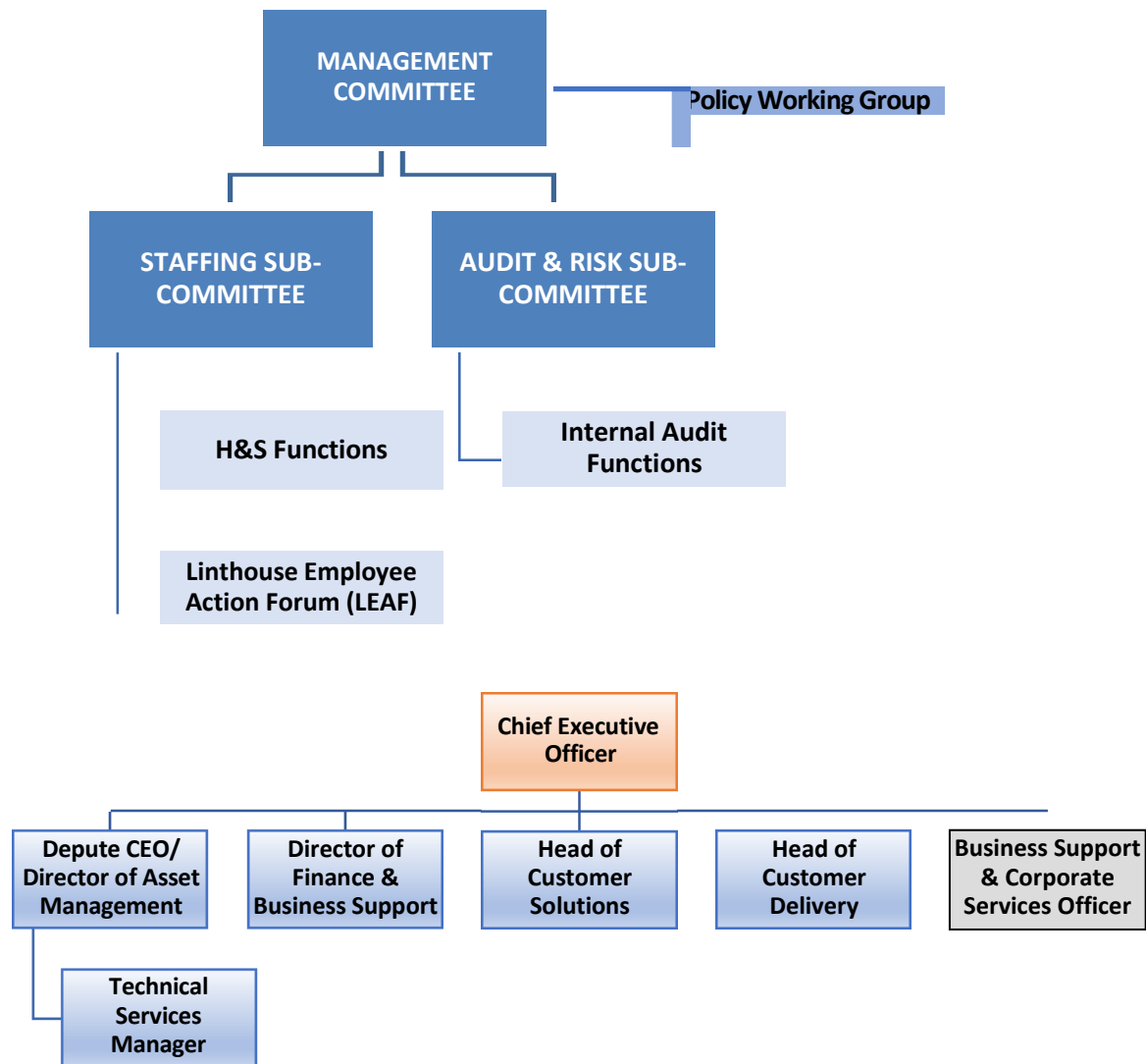
- 3.1 The Management Committee has established two Sub Committees to which it has delegated authority for particular decision making activities in specified areas. The Sub Committees are:
 - Audit and Assurance
 - Staffing

Their responsibilities are detailed in the remits which have been agreed by the Committee. **Appendix 3** is the Audit and Assurance Sub Committee remit and **Appendix 4** is the Staffing Sub Committee Remit. These remits will be monitored regularly and formally reviewed at least every three years.

- 3.2 All Sub Committees report to and are accountable to the Management Committee.

The governance structure and relationships with senior officers/key advisers at LHA is as follows:

LHA – GOVERNANCE STRUCTURE AND RELATIONSHIPS WITH SENIOR OFFICERS



- 3.3 The Audit and Assurance Sub Committee will meet at least **four** times each year and will report on its activities to the next meeting of the Management Committee. The functions of the internal audit service will be managed through the Audit and Assurance Sub Committee.
- 3.4 The Staffing Sub Committee will meet as and when necessary and will report on its activities to the next meeting of the Management Committee.
- 3.5 The functions of the Health and Safety Working Group will be managed by and will report through the Staffing Sub-Committee.
- 3.6 The functions of the Policy Working Group will be managed by Management Committee
- 3.7 Each of the ad hoc Sub Committees and Working Groups may obtain appropriate professional advice on relevant matters without reference to the Management Committee, to enable it to fulfil its responsibilities, subject to the provisions of these Standing Orders and the agreed remits.

4. Hearing and Appeals Panels

- 4.1 The Management Committee may establish hearing and appeals panels as required to hear, investigate and decide upon matters raised by breaches of the Code of Conduct of Committee Members.
- 4.2 Where appropriate, the Management Committee may delegate authority for agreeing the membership and remit of individual panels to the Chair or where the matter concerns a staffing issue, to the Chair of the Staffing Sub Committee. Where the matter involves the conduct of the Chair, the Association will act in accordance with advice from our legal advisors and where necessary in a manner consistent with advice and potential use of interventionary powers of the Scottish Housing Regulator.
- 4.3 Following consideration of any competent matter referred to it, the Hearing/Appeals Panel will make a decision and report its actions to the Committee. The Hearing/Appeals Panel is accountable to the Management Committee whose decision is final.

5. Working Groups and Advisory Panels

- 5.1 The Management Committee may establish Working Groups to assist its consideration of specific issues. The Committee will not normally delegate decision making authority as required and such groups must be formally established and a remit agreed by the Committee. Working Groups will not normally be established for periods in excess of twelve months. However, the Committee will decide the life span of Working Groups.
- 5.2 Remits for Working Groups as they are created will be attached to these Standing Orders as separate documents. Due to backlogs of work in policy reviews, the significant new investment funded by grants, and the need to develop a robust asset management strategy, LHA has established working groups as outlined in the Governance Chart above.
- 5.3 The remits of any Working Groups and Advisory Panels will be kept under review and assessed upon completion.
- 5.4 All groups established under the terms of this section of the Standing Orders report to and are accountable to the Management Committee.

6. Membership

6.1 Management Committee

- 6.1.1 The Management Committee will ensure that at all times its membership comprises no less than seven members. Membership of the Committee will be not more than fifteen (including co-optees). The presence of co-optees at Management Committee Meetings will not be counted when establishing whether the minimum numbers of Committee Members are present to allow the meeting to take place as required by Rule 48 and the presence of co-optees will not count towards the quorum for sub-committee meetings. The Rules set out the arrangements for the election, appointment and co-option of the Committee members and will always be followed.
- 6.1.2 Where a Committee member fails to attend four consecutive meetings of the Committee without first obtaining leave of absence, they will automatically cease to be a member of the Committee.
- 6.1.3 The Chair and other office bearers plus membership composition of the Audit and Assurance and Staffing Sub Committees will be agreed at the first Management Committee meeting

following the AGM each year. The Management Committee may if it so wishes, appoint the Chairs of Sub Committees at this same meeting.

6.1.4 Co-opted members of the Committee may be members of any of the Sub Committees and ad hoc Working Groups, although they may not become office bearers and may not take part in any discussions or decisions relating to Rules, membership or the election of office bearers.

6.2 Sub Committees

6.2.1 Sub Committees may not co-opt additional members beyond those appointed from the Management Committee unless by specific agreement of the Committee upon request. Any Committee member may attend meetings of any Committee of which they are not a member as an observer.

6.3 Hearing and Appeals Panels

6.3.1 Membership and the remit of any Hearing/Appeals Panel established in accordance with **Section 4** of these Standing Orders will be determined by the Management Committee at the time the remit is agreed.

6.4 Advisory Groups and Working Parties

6.4.1 Membership of Advisory Groups and Working Parties established in accordance with **Section 5** of these Standing Orders will be determined by the Management Committee at the time the remit is agreed.

6.5 Role of Committee Members

6.5.1 The Management Committee has agreed a role for its members included at **Appendix 5**. At least annually, the Committee will identify the range of skills, knowledge and experience that it requires to fulfil the terms of its agreed remit. It will publicise any current or projected vacancies and identify the areas of skills, knowledge and experience required when inviting nominations for election to the Management Committee.

6.5.2 The Management Committee may co-opt anyone who is suitable to join the Committee provided that the total membership, including co-optees, does not exceed fifteen and the number of co-optees does not exceed one third.

6.5.3 References to members of the Management Committee in these Standing Orders include co-optees. In seeking co-options, the Committee will have regard to the role description and identified skills, experience and knowledge required. People who are co-opted to the Committee cannot take part in any discussions or vote on matters relating to the Rules, membership or to the election of office bearers.

6.5.4 In the event of a dispute, a majority of those attending a meeting of the Management Committee, Sub Committee or working group may require a member to withdraw from the meeting, if the member fails to recognise the authority of the Chair.

7. Personal Interest

- 7.1 The Management Committee has adopted and agreed the SFHA Model Code of Conduct for Management Committees and staff members including arrangements for the declaration of conflicts of interest which are attached as **Appendix 6**. All Management Committee members and staff must declare relevant, personal or other external interests in line with our procedures and confirm at least annually that their declaration is accurate.
- 7.2 Any potential conflicts of interest must be declared at the start of a meeting of the Committee, Sub Committees, Working Group or Hearing/Appeals Panel. All agendas will contain a standing item for declaration of interests. If while serving on the Committee a member has any conflict of interest in any contract or other matter about to be discussed at a meeting, he/she must tell the Committee. He/she will be required to leave the meeting while the matter is discussed and will not be allowed to vote on the matter or to stay in the meeting while any vote on the matter is being held. If that person is inadvertently allowed to stay in the meeting and vote on the matter, his/her vote will not be counted. All declarations will be recorded in the Minutes. The Members withdrawal and return will also be recorded in the minutes.
- 7.3 In addition, all agendas will contain a standing item for declarations of Ethical Behaviour and Notifiable Events.

8. Office Bearers

- 8.1 At its first meeting following the AGM, the Management Committee will elect a Chair, Vice-Chair, Company Secretary, and may elect a Treasurer. The Committee has agreed a remit for the Chair and also the Company Secretary which specify their roles, responsibilities and duties. These form **Appendix 7 and 8** respectively of these Standing Orders.
- 8.2 The Company Secretary can be a member of the Management Committee or the Committee can appoint the Chief Executive Officer or other staff member to perform this role.
- 8.3 In the absence of the Chair, the Vice-Chair will undertake his/her duties. Co-optees cannot be elected, or act, as office bearers.
- 8.4 In the period between the AGM and the first meeting of the Management Committee, the incumbent Chair or, failing him/her, the incumbent Vice-Chair will continue to act in that role temporarily. In the event that neither the Chair nor Vice-Chair remains as a member of the Management Committee following the AGM, the elected Committee will meet immediately after the AGM to elect office bearers to ensure that the efficient operation of business is not interrupted. The CEO will conduct the proceeding to elect the Chair and office bearers and will then pass the chair to the newly elected Chairperson.
- 8.5 Chairs of Sub Committees may also be appointed by the Management Committee at the first meeting after the AGM, as will convenors of any ongoing advisory groups or working parties.
- 8.6 Office bearers must ensure that they liaise regularly and effectively with each other and with the CEO and senior staff.
- 8.7 Sub Committee Chairs are responsible for reporting to the Committee on the decisions and actions taken by the relevant Sub Committee and for ensuring that appropriate recommendations are made on matters requiring Management Committee approval. The Chief Executive Officer or other staff member may provide secretarial support for this function.
- 8.8 Where a decision requires to be taken on a matter out-with the schedule of meetings, and it is not practicable for a meeting (of either the Committee or the relevant Sub Committee) to be called, **and** failure to make a decision would be prejudicial to the interests of the organisation and/or its service users, the Chief Executive Officer has delegated authority to consult with the

Chair or Chair of the relevant Sub Committee to make a decision and implement action. A report will then be made to the next meeting of the Management Committee or appropriate Sub Committee for homologation.

- 8.9 The Committee and Sub Committees may delegate authority to their Chair or other office bearers to make decisions and take action in respect of specific issues and within agreed principles and parameters between meetings. All such decisions and actions must be reported to the next meeting of the Committee or Sub Committee.

9. Meetings

- 9.1 All meetings will be held in venues which are accessible to all.
- 9.2 A schedule of all meetings of the Committee and Sub Committees will be agreed at the first Committee meeting following the AGM.
- 9.3 In the event of a special meeting of the Committee being called by the Chair or two Committee members, the provisions within the Rules which relate to special meetings will be applied.

10. Quorum

- 10.1 The quorum for meetings of the Management Committee is four.
- 10.2 The quorum for meetings of Sub Committees is three.
- 10.3 Co-optees do not count towards determining the quorum at either Management Committee or sub-committee meetings.
- 10.4 All members of a Hearing/Appeals Panel must be present for a meeting to proceed.
- 10.5 The quorum for working groups and advisory panels will be determined by the Management Committee.

11. Business at Meetings

- 11.1 At least seven days' advance notice of meetings will be given. The Management Committee may determine the form of the notice to be provided, which can include electronic form. Notice of meetings must include an agenda of the business to be transacted and all supporting papers.
- 11.2 The Chair of the meeting will have complete authority to decide whether to accept a late or tabled report of paper for the consideration of the meeting. This authority should only be exercised in circumstances where failure to consider the report would hinder the organisation's ability to deliver for our tenants or progress the interests of the business.
- 11.3 Urgent business which has not been notified in advance of the meeting may be considered if a majority of those attending agree.
- 11.4 The Chair, respective Sub Committee Chairs and the CEO will liaise over the preparation of the Agenda for meetings of the Management Committee and Sub Committees.
- 11.5 Members of the Management Committee, Sub Committees, ad hoc Working Groups, Hearings and Appeals Panels may propose items for inclusion on the Agenda for a meeting by contacting the Chair of the relevant Committee or the CEO. The Chair will decide whether the item is to be included and the nature of any supporting papers required.

12. Chairing Meetings

- 12.1 Where the Chair is not present at the appointed start of a meeting of the Management Committee, the Vice-Chair will preside over the meeting or, failing him/her also not being present, the Committee members present will appoint another member, who cannot be a co-optee, to act as Chair for that meeting or until the Chair arrives.
- 12.2 Where the Chair of a Sub Committee or a working group/advisory panel is not present at the appointed start time, those members present may appoint one of their number, who cannot be a co-optee, to act as Chair for that meeting or until the Chair arrives.
- 12.3 The Chair will decide on all matters of order raised at meetings and will determine the order of debate. The Chair is responsible for:
- ensuring that members who wish to, are allowed to contribute;
 - allocating adequate time for contributors to speak;
 - ensuring voting procedures are in place and these are followed;
 - announcing votes at general meetings.
- 12.4 The Chair may vary the order of business from that detailed on the agenda.

13. Length of Meetings

- 13.1 Rule 36 states that Committee Meetings must not last longer than two hours unless at least two-thirds of the Members present agree after the end of that time to continue the meeting. Committee Members at a meeting may agree, by majority, to set aside this time limit and extend the meeting in order to conclude the business in hand. Whilst the Rules do not impose time limits on the extension of meetings, the Chair with the consent of the Committee may propose that any substantial business not dealt with within one hour's extension of the meeting may be carried forward to the next scheduled meeting, or may be identified as business to be conducted at a Special Meeting held for that purpose, and called in accordance with the Rules.

14. Staff Attendance at Meetings

- 14.1 The Chief Executive Officer (CEO) will normally attend all meetings of the Committee and Sub Committees with additional officers in attendance where appropriate.
- 14.2 The CEO, in consultation with the Chair, may invite relevant staff to attend all or part of a Management Committee or Sub Committee meetings where appropriate.
- 14.3 Staff attending meetings of the Management Committee or Sub Committees will not be entitled to vote and must observe the Standing Orders in terms of protocol and etiquette.
- 14.4 Staff may be required to leave a meeting of the Management Committee or Sub Committee in the event of specific agenda item(s) being deemed to be taken in Private. Unless the confidential item directly involves the CEO, the CEO will normally remain during such discussions.
- 14.5 The CEO will determine appropriate staff attendance and support for any working groups or advisory panels established by the Committee.
- 14.6 The CEO will attend meetings of hearing/appeals/advisory panels and working groups and act as Secretary, unless the matter being dealt with involves him/her directly in which case the Chair of the meeting will decide and if necessary engage a secretary to support the meeting.

15. Attendance of other Parties

15.1 The Management Committee and Sub Committees may invite external parties, such as advisors and consultants, to attend meetings to discuss specific items of business. Their attendance will normally be confined to the discussion of the specific item under consideration unless the relevant Chair determines otherwise.

16. Minutes

16.1 Draft minutes of Management Committee meetings will be prepared and circulated to the Chair within fourteen days of the meeting wherever possible. They will be presented to the next meeting for approval by the Committee and signature by the Chair.

16.2 Minutes of Sub-Committees will be presented to the next meeting of the Management Committee for noting and approval of any recommendations relating to matters not delegated.

16.3 Minutes of Working Groups and Advisory Panels will be presented to the next meeting of the Management Committee for noting and, where appropriate, approval, in accordance with the agreed remit and level of delegation.

16.4 In the case of Hearing/Appeals Panels, a report will be made to the Management Committee or relevant Sub-Committee on the outcome of the Panel's consideration once the process has been concluded.

16.5 The Company Secretary has responsibility for ensuring the preparation and circulation of draft minutes for all meetings of the Committee, Sub Committees and Working Groups/Advisory Panels. In practice, this is delegated to the most senior member of staff in attendance at the Committee meeting. Draft minutes are then agreed with the Chair of the meeting before being distributed to members.

17. Voting

17.1 Decisions at meetings will normally be made by a show of hands, except where a poll is requested or required, and will be carried by a majority. Votes cannot be taken on resolutions which conflict with any of the provisions of our Rules or the law.

17.2 Where the members present are equally divided, the Chair will have a second or casting vote.

17.3 A member may request that his/her dissent from a decision is recorded in the Minutes of the meeting. **Any member making such a request must not actively dissociate themselves from or criticise the decision in public.**

17.4 Two members may request that a secret ballot is held about a specific issue. The Secretary will make the necessary arrangements for the secret ballot and will count the results before passing them to the Chair to be declared.

17.5 A vote to suspend Standing Orders must be supported by two thirds of those present and will apply only to the meeting at which the vote is taken.

18. Openness and Confidentiality

18.1 Once they have been approved, minutes of the meetings of the Committee will be available to the public on our website or on request from our office, either in full or in summary form.

18.2 Some items may require to be treated as confidential, e.g. those relating to individuals or groups of individuals or commercially sensitive discussions and these may be considered in

private. Any items in the minute that are considered confidential, sensitive, or commercial will be the subject of a separate Confidential Minute excluded from public access.

19. Emergencies

- 19.1 Nothing in these Standing Orders will prevent the effective implementation of approved emergency procedures that will apply in the event of a disaster or emergency situation arising.
- 19.2 Where urgent or emergency decisions are required, and it is not practicable to hold a meeting of the Committee or Office Bearers, the Chair (or in his/her absence, the Vice-Chair) and Chief Executive Officer (or in his/her absence, senior staff members), will take all necessary decisions to fulfil our responsibilities to service users and partners. All such decisions and actions must be reported to the Committee at the earliest opportunity.

20. Delegated Authority

- 20.1 The Management Committee is responsible for all decisions taken and actions carried out by or on behalf of the organisation. The Committee recognises that good governance depends on a clear definition and understanding of the authorities which attach to Committee and staff members. It also recognises that the successful implementation of strategies and plans require the establishment of effective and appropriate levels of delegation to ensure that activities and decisions are not unnecessarily delayed.
- 20.2 The Scheme of Delegated Authority has been approved by the Committee and is set out in Appendix One for that purpose.
- 20.3 All matters not specified in the Scheme of Delegated Authority are reserved to Committee, unless the matter is urgent, in which case, the Chair and the CEO are authorised to take decisions and implement action, provided a report is made to the next meeting of the Committee for homologation. It will be for the Chair to decide whether a special meeting of the Committee should be called for that purpose, in accordance with the Rules.
- 20.4 Delegated authority to staff relates to operational responsibilities.
- 20.5 The CEO is responsible to the Management Committee for the implementation of policy and for the day to day running of all aspects of the organisation's activities. The Committee, therefore, delegates authority to the CEO to enable the discharge of responsibilities expeditiously, without necessarily referring to the Committee. Office Bearers, who are elected Committee Members appointed by Committee, acting with senior staff, have authority to:
- Represent the Association on official business, consistent with agreed policies and procedures.
 - Implement agreed emergency procedures.
 - Take urgent decisions and/or action between meetings, in consultation with the CEO.
 - Take decisions on specific issues between meetings that have been delegated to one or more office bearers by the Management Committee.
- 20.6 The CEO, in consultation with senior staff, has authority to:
- Ensure the effective implementation of strategies, policies and plans
 - Represent the Association on official business, consistent with agreed policies and procedures
 - Carry out all necessary legal and financial duties to ensure compliance with statutory and regulatory requirements.

20.7 The Management Committee has agreed the specific delegations detailed in Appendix One to these Standing Orders, to manage routine business matters.

APPENDIX 1 - STANDING ORDERS, SCHEME OF DELEGATED AUTHORITY

1. GOVERNANCE

LEVEL 1 Reserved to Management Committee	LEVEL 2 Delegated to Sub-Committees	LEVEL 3 Delegated to Management
<ol style="list-style-type: none">1. Approving applications for shareholding membership2. Appointment of LHA Chair and Office Bearers0. Establishment and dissolution of Sub Committees, and approval of their membership, remits, terms of reference and delegated powers; and permissive reservation of powers to appoint Chairs of Sub Committees4. Approval of LHA's Scheme of Delegated Authority, Standing Orders and Financial Regulations5. Approval of LHA's Codes of Conduct for Governing Body Members and employees, and all related group governance policies6. Appointment of co-opted Committee Members	<ol style="list-style-type: none">1. Appointment of Sub Committee Chairs where permissive power not exercised by Management Committee2. Approval of minutes of Sub Committee meetings	<ol style="list-style-type: none">1. Maintaining the register of members and all other governance registers2. Performance of those functions of the Secretary that have been delegated to staff3. Submission of Returns to the Scottish Housing Regulator and Scottish Government for consideration - CEO or designated officer4. Submission of Returns to OSCR for consideration - CEO or designated officer5. Submission of Returns to FCA for consideration - CEO or designated officer6. Preparation and issue of notice, agenda, papers and minutes for

and filling of casual vacancies

7. Approval of payments or benefits where required by LHA's policies
8. Approval of LHA's statutory, regulatory and financial returns
9. Approval of authorised signatories
10. Approval of draft minutes of Management Committee meetings – *Chair*
11. Approval and Monitoring of all Registers required by Regulators
12. Agreeing inclusion of new Contractors and Consultants on approved lists where they exist
13. Making/approving statements to the press or other public statements - *Chair and/or CEO*
14. Disposal of land and property covered by Regulatory general or specific consent provisions or Notifiable Events guide from April 2019.
15. Taking and granting of Leases and ensuring the Scottish Housing Regulator Notifiable Events guide is followed.
16. Signature of Trust Deed documents - *Chair and Company Secretary*
17. Ensuring business systems are in place to achieve desired business performance standards

meetings of Management Committee
- *CEO, in consultation with the Chair and Secretary*

7. Preparation and issue of notices, agenda, papers and minutes sub-committees - *CEO, in consultation with respective Chairs*
8. Preparation and issue of notices, agenda, papers and minutes of Hearing/Appeals/Advisory Panels, and Working Groups (parties/groups/panels) - *CEO (unless the subject of a hearing or appeal) in consultation with respective Chairs*
9. Preparation and issue of notice, agenda, papers and minutes for AGM - *Secretary, in consultation with Chair and CEO*
10. Maintenance of all Registers required by Regulators – *CEO*
11. Maintenance of list of current contractors/consultants - *Director of Finance & Business Support*
12. Making/approving statements to the press or other public statements - *Chair and/or CEO*

as laid down in the Business Plan; and to receive staff management reports on performance including adverse variances and steps proposed to address such variances

2. STRATEGY, POLICY AND PERFORMANCE

LEVEL 1 Reserved to Management Committee	LEVEL 2 Delegated to Sub-Committees	LEVEL 3 Delegated to Management
<ol style="list-style-type: none"> 1. Setting the overall strategy for LHA 2. Approval of LHA's Business Plan and budget, and monitoring implementation 3. Strategic decision-making and progress monitoring for specialist projects, as decided by the Management Committee 4. Approval of all other plans and policies that fall within the strategic role of the Management Committee, unless delegated to subcommittees 5. Determining policy on growth or diversification, and any matters involving material changes to existing policy 6. Monitoring customer satisfaction and complaints at an aggregate level 7. Approval to instigate legal proceedings 	<ol style="list-style-type: none"> 1. Monitoring service/business performance - <i>for matters within each Sub-Committee's remit</i> 2. Review and approval of policies for service delivery/business management as delegated by the Management Committee, based on the annual programme of policy reviews – <i>Policy Working Group</i> 	<ol style="list-style-type: none"> 1. Implementation of LHA's Business Plan and other strategies approved by the Management Committee 2. Provide regular reports to the Management Committee and sub committees in relation to all aspects of LHA's performance 3. Implementation of Procurement Strategy and Policy - <i>CEO and appropriate Department Director (see Financial Regulations and Procedures)</i>

(except for actions relating to rent arrears or other tenancy breaches which are delegated to management)

8. Deciding LHA's response to regulatory reports with support from CEO and specialist advisors where required.
9. Approval of Procurement Policy, Strategy and Tender Opening Procedures

3. FINANCIAL MANAGEMENT

LEVEL 1

Reserved to Management Committee

1. Commitment of expenditure, in line with LHA business plan, is affordable, and is compliant with LHA Rules and Financial Regulations
2. Approval of expenditure above the limits delegated to sub-committees or outside the planned cycle of sub-committee meetings
3. Approval of annual rent review
4. Approval of LHA's annual budget, cashflows and financial projections
5. Approval of all loans, overdrafts or granting of

LEVEL 2

Delegated to Audit and Assurance Sub-Committee

1. Prior to presentation to Management Committee, scrutiny of all following items reserved to Management Committee
 - Consideration and recommendation to Management Committee of annual budgets, cashflows and projections; loans, overdraft, security; loan covenant compliance;

LEVEL 3

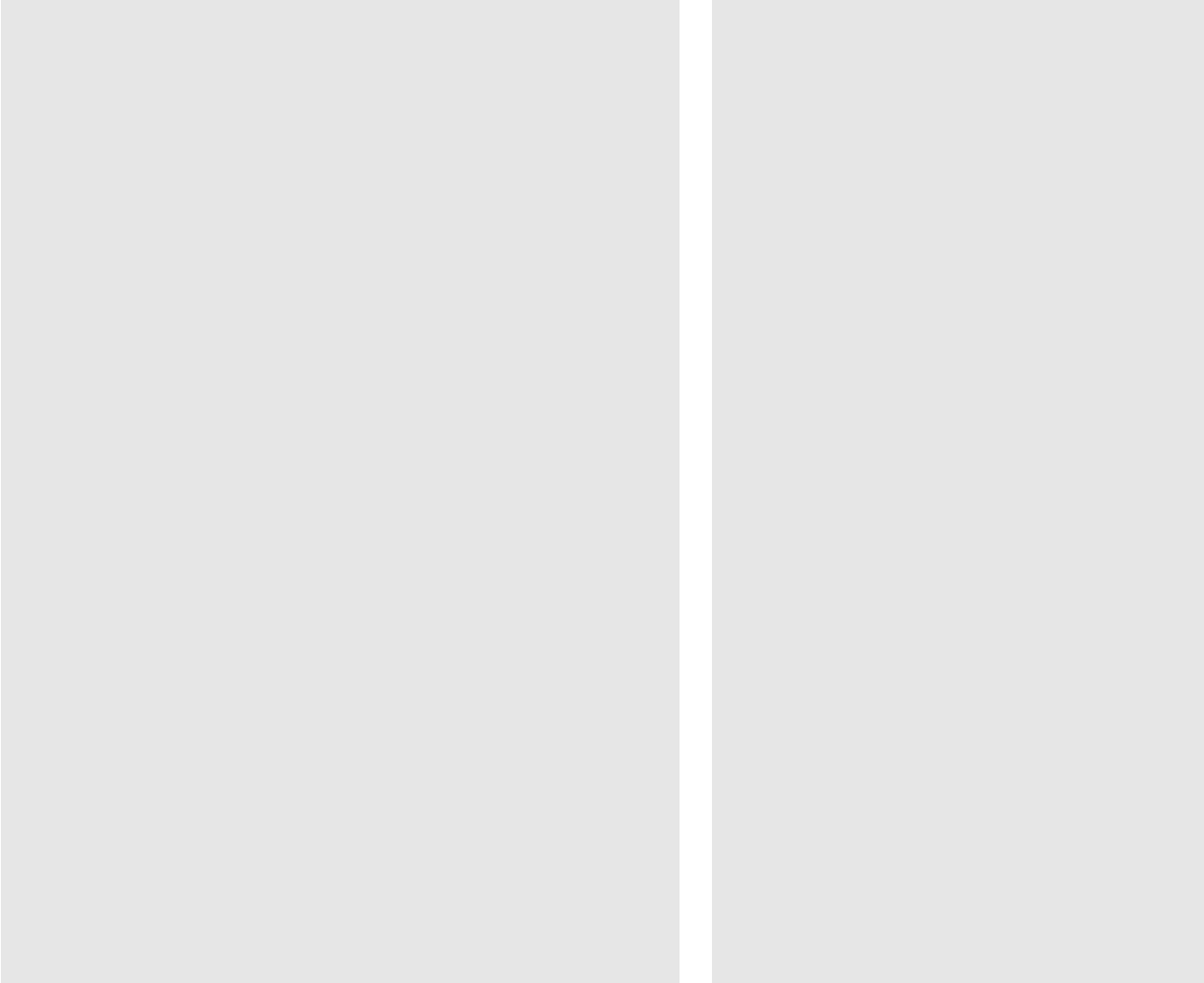
Delegated to Management

1. Commitment/ authorisation of budgeted expenditure, within the limits set out in the Financial Regulations
2. Administration of all insurance claims
3. Signature of cheques and electronic transfer of funds, per the Financial Regulations
4. Maintenance and control of LHA's bank accounts (including payments and the moving of monies by electronic means)

- security and of any on-lending to subsidiaries
6. Monitoring compliance with loan covenants
 7. Approval of quarterly management accounts
 8. Approval of financial regulations
 9. Approval to dispose of any of LHA's property assets
 10. Approval of Director's expenses - *Chair*
 11. Approval of authorised signatories (staff and Committee) to sign cheques, as per the Financial Regulations
 12. Approving borrowing and investment strategies and principles after detailed consideration by Audit and Assurance sub-committee
 13. Approval of Annual Accounts - *on recommendation from Audit and Assurance Sub Committee*
 14. Approval of LHA approach to VAT as advised by DFBS
 15. Agree action to address if short term cash flow difficulties
 16. Writing off of bad debts
 17. Approval to open or close bank accounts

- quarterly management accounts; and draft Annual accounts
- In-depth consideration of borrowing and investment strategy and making recommendations to committee on same. Consideration and oversight of drawdown of loan funding to ensure VFM for LHA
2. Consideration and recommendation to Management Committee of treasury investments **(Note 2)**
 3. Commitment of budgeted expenditure, for all matters within the sub-committee's remit
 12. Approval of office/business insurances when the policy is re-tendered
 13. Agreeing and overseeing the implementation of changes to accounting policies and practices - *as advised by Director of Finance & Business Support*
 14. Agree internal management control systems

5. Treasury management transactions and executive decisions relating to investments and cash management, in accordance with the Financial Regulations
6. Payroll administration, control of petty cash and the payment of expenses to LHA's employees and committee members
7. Administration of taxation payments, including those relating to VAT, PAYE and national insurance
8. Ensuring annual audit carried out - Director of Finance and Business Support and CEO.
9. Agreeing and implementing remedial action identified in the course of the annual audit - *Director of Finance and Business Support and CEO*
10. Incur and instruct payment of all items of budgeted expenditure within the terms of agreed budgets and financial regulations - *CEO and officers specifically identified in Financial Regulations*
11. Monitor compliance with the Property Factors (Scotland) Act 2011 and associated Code of Conduct

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12. Advise Management Committee on the annual management fee to be charged to factored owners
 13. Monitor financial performance and service quality of the factoring service
 14. Approval of actions and enforcement in relation to sequestrations of Factoring Debtors
 15. Maintaining LHA's registration as a Property factor and ensuring compliance with legal obligations
 16. Income collection and arrears management
 17. Management of ICT systems, including purchasing within the limits specified in the Financial Regulations
 18. Specified officer registered as Data Controller with the ICO
 19. Approval to appoint prospective consultants and contractors in line with LHA procurement policy and strategy and LHA financial regulations

- (1) Chair and Chief Executive Officer also have authority to commit expenditure in emergency situations and/or in excess of approved budget (to be reported to Committee)
- (2) Delegated to Finance and Business Services Director between Management Committee meetings, after consultation with Chief Executive Officer and Chair

4. STAFFING AND ORGANISATIONAL MANAGEMENT

LEVEL 1 Reserved to Management Committee	LEVEL 2 Delegated to Staffing Sub-Committee	LEVEL 3 Delegated to Management
<ol style="list-style-type: none">1. Approval of annual budget for all staffing and organisational management costs2. Approval of any major restructuring of staffing or organisational resources3. Recruitment and appointment of LHA's senior officer and management team4. Creation and continuation of temporary posts exceeding 12 months duration5. Annual performance appraisal of CEO [Chairperson or other Office Bearer(s)]6. Approval of staff pay levels (by grade) using EVH guidelines7. Approval of pension arrangements and monitoring compliance with pensions legislation8. Approval of ICT and major purchasing	<ol style="list-style-type: none">1. Consideration and recommendation to Management Committee of LHA's workforce planning2. Scrutiny and approval of HR policies and updates to the EVH terms and conditions3. Consideration and recommendation to Management Committee of Employee Code of Conduct4. Approval of staff re-grading decisions and hearing any appeals on changes to employment terms5. Formation of an ad hoc sub-committee if required, to conduct grievance or disciplinary hearings where committee involvement is required6. Monitor LHAs policy on health and safety at work; and ensuring business systems are in place to fulfil functional obligations	<ol style="list-style-type: none">1. Recruitment for all established posts up to and including Grade 9; filling of temporary posts for up to 12 months; and securing agency cover where needed2. Staff performance appraisals3. Issuing of employment contracts4. Staff training and development5. Payroll, approval of overtime, and administration of pensions6. First stage grievance/disciplinary matters7. Health and safety administration, and legislative and regulatory compliance8. Management of LHA's offices and other facilities

- decisions relating to infrastructure, hardware and software
- 9. Any employment matters which require committee approval under LHA's policy on Payments and Benefits
- 10. Approve permanent additions and deletions to the staffing establishment
- 11. Line Management of CEO - *Chair*
- 12. Grievance and Disciplinary issues relating to CEO - *Chair and Office Bearers*
- 13. Oversee implementation of Committee Member learning and development plans
- 14. Oversee LHA's frameworks for business continuity and disaster recovery
- 15. Approve LHA's policy on health and safety at work; and ensuring business systems are in place to fulfil functional obligations falling to LHA, with advice from Audit and Assurance Sub Committee and the CEO

- falling to LHA
- 7. Monitor delivery of major ICT changes, if directed to do so by the Management Committee
- 8. Consideration and recommendation to Management Committee of significant changes to terms and conditions of employment.
- 9. Development and negotiation of all issues relating to remuneration of staff, working environment, training and development and dignity at work - *Staffing Sub Committee (As LHA full EVH members, LHA will be bound by joint negotiating arrangements re key aspects of remuneration and staff terms and conditions)*
- 10. Monitoring and reporting of employment key performance indicators (sickness levels, turnover etc.)

- 9. All operational HR issues falling within the conditions of service and established policies
- 10. Line Management of senior staff – *CEO*
- 11. Line Management of all other staff - *Designated supervisory staff member*
- 12. Grievance and Disciplinary issues relating to senior staff – *CEO*
- 13. Grievance and Disciplinary issues relating to all other staff - *Designated supervisory staff member*

5. AUDIT AND ASSURANCE MANAGEMENT

LEVEL 1 Reserved to Management Committee	LEVEL 2 Delegated to Audit & Risk Committee	LEVEL 3 Delegated to Management
<ol style="list-style-type: none">1. Appointment of Audit Committee members2. Appointment of external and internal auditors for LHA (including re-appointment and removal)3. Approval of annual financial statements4. Approval of LHA's overall risk management strategy and strategic risk register5. Decision-making on matters raised by the Audit Committee or LHA's auditors that involve material risks to LHA's financial position, reputation or ability to meet its statutory and contractual obligations6. Make budgetary provision to support the Audit Committee's work, including assurance reporting as well as audit services7. Regular consideration of top and other business risks as advised by Audit and	<p>Audit</p> <ol style="list-style-type: none">1. Advise the Management Committee on the appointment and remuneration of external and internal auditors (including any circumstances involving the resignation or termination of the auditor's appointment)2. Issue of external auditor's Letter of Engagement and approval of proposed programme/approach3. Approval of internal audit needs assessment and programme of internal audit and other assurance activity4. Review audit recommendations and the external auditor's Management Letter, and advise the Management Committee on agreed recommendations and actions required5. Monitor the effectiveness of external and internal audit services6. Review the annual financial statements and obtain assurance on statement of	<ol style="list-style-type: none">1. Provide assurance about risks in all reports of material importance to the Management Committee and subcommittees2. Conduct all routine liaison with the external and internal auditors3. Liaison with the external auditors on the audit of the draft annual financial statements4. Implementation of external and internal auditors' recommendations, and submission of reports to the Audit Committee and Management Committee5. Implementation of LHA's Risk Management Strategy and procedures6. Communicate with Audit and Assurance Sub Committee progress with completion of annual financial statement in time for AGM.

LEVEL 1
Reserved to Management Committee

Assurance Sub Committee

LEVEL 2
Delegated to Audit & Risk Committee

internal control, prior to submission to the Management Committee for approval

7. Agree any remedial action identified by the internal auditor
8. Chair of the Audit and Assurance to monitor monthly written reports between May and August on progress on completing statutory account by the DFBS and CEO

Risk Management and Assurance

9. Monitor LHA's Risk Management Strategy and registers (quarterly and annually)
10. Instruct investigations to obtain assurance about controls in service/activity areas, or to examine suspected irregularities or failures in management and control systems

LEVEL 3
Delegated to Management

6. CUSTOMER SERVICES

LEVEL 1 Reserved to Management Committee	LEVEL 2 Delegated to Sub- Committees	LEVEL 3 Delegated to Management
<ol style="list-style-type: none">1. Approval of LHA's strategies, budgets and programmes for housing and maintenance services and for tenant consultation and participation2. Approval of the annual rent review3. Review and publicly report LHA's overall performance in relation to the Scottish Social Housing Charter4. Monitor quarterly service delivery performance, based on business plan targets and KPIs5. Approval of payment and benefits, where required by LHA's Policy6. Approval to accept new contracts for housing, repairs and cyclical works and services in accordance with Financial Regulations7. Signature of building contracts (Secretary on behalf of the Management Committee, plus witness)8. Agree to the writing off of arrears,		<p>Empty Homes</p> <ol style="list-style-type: none">1. Void management and repairs <p>Customer Complaints</p> <ol style="list-style-type: none">2. Assessment and resolution of tenant complaints and appeals3. One-off payments up to £500 as redress for service failures in line with Financial Regulations – <i>Heads of Customer Solutions and Customer Delivery</i>. CEO above £500 to a maximum of £1,000.4. Approval to appoint prospective consultants and contractors in line with LHA procurement policy and strategy and LHA financial regulations <p>Housing/ Tenancy Management</p> <ol style="list-style-type: none">5. Housing applications and allocations6. Accommodation for homeless persons7. The granting of tenancies and occupancy agreements, and acceptance of referrals8. All tenancy management matters

LEVEL 1 Reserved to Management Committee	LEVEL 2 Delegated to Sub- Committees	LEVEL 3 Delegated to Management
<p>rechargeable repairs and factoring debts within the terms of Financial Regulations</p> <p>9. Agreeing Evictions</p> <p>10. Approving the terms and specifications for customer satisfaction surveys</p> <p>11. Approval to appoint prospective consultants and contractors in line with LHA procurement policy and strategy and LHA financial regulations</p> <p>12. Approval of policies and standards for service delivery, as advised by Policy Working Group</p>		<p>9. Initiate and manage legal actions for recovery, up to the stage of enforcing decrees for eviction (the latter is reserved to Management Committee)</p> <p>10. Management of leases and management agreements with third parties</p> <p>11. Approval of statutory home loss and disturbance payments and discretionary disturbance payments up to £500, <i>HCS/HCD</i>, <i>CEO</i> to £1,000</p> <p>12. Collection of rents and other charges and arrears recovery</p> <p>13. Implement Tenant Participation Strategy</p> <p>14. Manage all cases relating to neighbour relations and anti-social behaviour</p> <p>15. Implement Estate Management Policy</p> <p style="text-align: center;">Reactive Repairs and Cyclical Maintenance</p> <p>16. All budgeted property expenditure for each reactive repairs work instruction within approved contracts and within the budget set by the Management Committee</p> <p>17. Instructing emergency works in excess of the approved property budget in conjunction with Deputy CEO and Chair or</p>

LEVEL 1 Reserved to Management Committee	LEVEL 2 Delegated to Sub- Committees	LEVEL 3 Delegated to Management
		<p>CEO and one office bearer</p> <p>18. Decision-making on tenant re-charges</p> <p>19. Approval of decoration allowances Factoring</p> <p>20. Assist with the delivery of LHA's factoring service to owners</p> <p>21. Providing the service and instructing works in accordance with property deeds, agreements with owners etc</p>

7. ASSET MANAGEMENT AND DEVELOPMENT

LEVEL 1 Reserved to Management Committee	LEVEL 2 Delegated to Sub-Committees	LEVEL 3 Delegated to Management
<p>1. Approval of LHA's strategies and annual budget/programmed for:</p> <ul style="list-style-type: none"> Development Planned and cyclical maintenance 	<p>1. Audit and Assurance sub-committee oversee detailed reports on LHA borrowing and investment strategy and making recommendations to management committee on same.</p>	<p>1. Operational management and delivery of LHA's programme for development and planned maintenance</p> <p>2. Making grant applications to Glasgow City Council and others</p>

<p style="text-align: center;">LEVEL 1</p> <p style="text-align: center;">Reserved to Management Committee</p>	<p style="text-align: center;">LEVEL 2</p> <p style="text-align: center;">Delegated to Sub-Committees</p>	<p style="text-align: center;">LEVEL 3</p> <p style="text-align: center;">Delegated to Management</p>
<p>Property adaptations</p> <ol style="list-style-type: none"> 2. Approval of acquisition strategy 3. Acceptance of external grant offers and monitoring of programme progress including grants for feasibility studies, major refurbishment and improvement works, and new build developments. 4. Approval of borrowings and security to be offered for approved development, major works or refurbishment projects 5. Approval of tender stage contract acceptances for development projects 6. Signing of building contracts (Secretary on behalf of the Management Committee, plus witness) 7. Approval of cost over-runs above £5,000 following contract acceptance in accordance with Financial Regulations after consideration of Deputy CEO reports on same 8. Approval of approach recommended by Senior Management Team on boundaries for negotiation on any 		<ol style="list-style-type: none"> 3. Tender acceptance for planned maintenance works in programme and budget, up to £50,000 4. Processing of grant offers from Glasgow City Council and any other sources for medical adaptation grants. 5. Supervision and performance review of professional consultants and contractors 6. Issuing client instructions to consultants and contractors 7. Approval of contract cost over-runs up to £5,000 following contract acceptance stage. 8. Compliance with regulatory guidance on management/reporting of disposals covered by Regulatory general or specific consent provisions or Notifiable Events guide from April 2019. 9. Authorisation of payments for property adaptations (met from major repairs budget or grant claims to GCC) 10. Negotiating terms for the acquisition of sites and making recommendations to

<p style="text-align: center;">LEVEL 1</p> <p style="text-align: center;">Reserved to Management Committee</p>	<p style="text-align: center;">LEVEL 2</p> <p style="text-align: center;">Delegated to Sub-Committees</p>	<p style="text-align: center;">LEVEL 3</p> <p style="text-align: center;">Delegated to Management</p>
<p>contractual claims</p> <p>9. Approving Site Acquisition</p> <p>10. Approval for 'In Principle' Commitment/ Outline Scheme Proposals to new development/stock growth</p> <p>11. Approval to invest in new development/ stock growth</p> <p>12. Approving outline scheme proposals</p> <p>13. Agreeing savings to individual schemes over 10% of agreed costs</p> <p>13. Ensuring borrowings and investments comply with statutory and regulatory requirements and Rules - <i>With advice and assistance from CEO and Director of Finance & Business Support</i></p> <p>14. Monitoring and scrutiny of all aspects of housing, repairs, cyclical maintenance, property adaptations and contingency major repairs - to include performance against approved budgets and targets; the achievement of value for money,</p>		<p>Management Committee – <i>CEO/DCEO</i></p> <p>11. Ensuring any targets specified in the Local Authority's Strategic Housing Investment Plan (SHIP)/Strategic Local Programmes (SLP) are achieved – <i>CEO/DCEO</i></p> <p>12. Agreeing savings to individual schemes up to 10% of agreed costs – <i>CEO/DCEO</i></p> <p>13. Negotiating terms of loans to fund individual developments and making recommendations to the Committee – <i>CEO and Director of Finance & Business Support/Finance consultant</i></p> <p>14. Formulation of development and asset management strategies and budget proposals, prior to Management Committee approval <i>DCEO/AM/DFBS in consultation with CEO</i></p> <p>15. Approval of statutory home loss and disturbance payments and discretionary disturbance payments up to £500, <i>HCS/HCD, CEO to £1,000</i></p>

LEVEL 1

Reserved to Management Committee

service quality, and customer satisfaction; contractor performance; and where relevant partnerships with other agencies

Development Projects

15. Approval of design guides, technical briefs and procurement methods (procurement is subject to corporate strategy/policy)
16. Appointment of technical consultants, within approved budget
17. Approval of housing mix and briefs
18. Review at the following key stages: project proposal, cost plan, tender, contract management, post-completion
19. Approval of discretionary disturbance payments in accordance with Financial Regulations.

LEVEL 2

Delegated to Sub-Committees

LEVEL 3

Delegated to Management

16. Delivery/monitoring of property adaptations
17. Managing procurement action in respect of the asset management programme of works and services included in LHA's budget
18. Managing/monitoring works for stock/tenant safety including gas servicing, asbestos management, water hygiene and lifts maintenance
19. Delivery of major repairs works as directed by the, Management Committee
20. Making Right to Repair scheme payments
21. Approval of permissions to carry out alterations or improvements and of compensation payments at tenancy end
22. Approval to appoint prospective consultants and contractors in line with LHA procurement policy and strategy and LHA financial regulations

<p style="text-align: center;">LEVEL 1</p> <p style="text-align: center;">Reserved to Management Committee</p>	<p style="text-align: center;">LEVEL 2</p> <p style="text-align: center;">Delegated to Sub-Committees</p>	<p style="text-align: center;">LEVEL 3</p> <p style="text-align: center;">Delegated to Management</p>
		<p>Quality Standards</p> <p>23. Monitor LHA's performance in relation to the Scottish Housing Quality Standard and the Energy Efficiency Standard for Social Housing</p> <p>Resident Satisfaction</p> <p>24. Review resident satisfaction results for completed development, major works, refurbishments and adaptations contracts, in conjunction with the Asset Manager and Head of Customer Solutions.</p>

8. AUTHORISED SIGNATORIES

<p style="text-align: center;">LEVEL 1</p> <p style="text-align: center;">Reserved to Management Committee</p>	<p style="text-align: center;">LEVEL 2</p> <p style="text-align: center;">Delegated to Sub Committees</p>	<p style="text-align: center;">LEVEL 3</p> <p style="text-align: center;">Delegated to Management</p>
<ol style="list-style-type: none"> 1. Signing and authorising Annual Returns to Regulators and Scottish Government (including The Scottish Housing Regulator and OSCR) - <i>Chair and/or CEO</i> 2. Signing and authorising Annual Returns to OSCR – <i>Chair with approval from Management Committee</i> 3. Signing and authorising Annual Returns to Financial Conduct Authority - <i>Chair, in consultation with Chair of Audit and Assurance Sub Committee, and agreed by Management Committee</i> 4. Legal documents - <i>Normally Company Secretary together with appropriate Management Committee members as and when required</i> 5. Signing loan documentation – <i>approval of full Management Committee required for loans.</i> 		<ol style="list-style-type: none"> 1. Contracts: <ul style="list-style-type: none"> Employment - <i>CEO</i> Development Consultants - <i>CEO</i> For Works, Goods and Services – <i>DCEO, Directors of appropriate Departments, Heads of Customer Solutions and Customer Delivery and Asset and Technical Managers</i> 2. Signing and authorising Annual Returns to Regulators and Scottish Government (including The Scottish Housing Regulator and OSCR) - <i>Chair and/or CEO</i> 3. Tenancy Agreements - <i>Operational staff as appropriate</i> 4. Shared Ownership Occupancy Agreements - <i>Operational staff as appropriate</i> 5. Glasgow City Council Housing

LEVEL 1

Reserved to Management Committee

Signature delegated to Company Secretary together with appropriate Management Committee member.

LEVEL 2

Delegated to Sub Committees

LEVEL 3

Delegated to Management

- Development Funding documentation - CEO and appropriate Departmental Director
6. Grant Claims – CEO, DCEO and appropriate Technical Services Manager
 7. Bank Signatories (for authorisation of cheques and/or electronic fund transfers) - CEO and Director of Finance and Business Support and appropriate Finance and Business Support staff. (NB: This is a change to the previous arrangement with direct Management Committee involvement)
 8. Administrative Processing – i.e. ordering goods and services, authorising payroll transactions and initiating payments - as detailed in financial regulations and procedures
 9. Obtaining regulatory consents relating to security over LHA stock for borrowing or to enter into loans. DFBS reporting on progress to CEO/Management Committee

APPENDIX 2: REMIT OF THE MANAGEMENT COMMITTEE

The membership arrangements for the Management Committee are defined in the Rules.

1. Responsibilities and Principles

In addition to its formal responsibility to the Shareholders, the Management Committee will be responsible to the tenants, the local community, the Scottish Housing Regulator (SHR) and other key stakeholders for the good governance of the Association.

The Management Committee provides strategic leadership of the organisation and as such, will confine itself to consideration of strategy, policy, overriding performance issues, major new developments, overall responsibility for the finances of the Association, effective supervision of the Chief Executive Officer (CEO), (and through the CEO, the staff) and the work of its Sub Committees and any other structure it creates to support its business.

Achievement and delivery of the Association's strategies, objectives, policies and plans and management of day to day operations will fall to the CEO, staff team and any agents engaged to support them.

2. The Functions of the Management Committee (none of the which shall be capable of delegation)

The functions of the Management Committee are:	How will the Management Committee discharge its functions?
1. Define and ensure compliance with the values and objectives of the Association and ensure these are set out in each Business Plan and annual report.	By an annual review.
2. Establish policies and plans to achieve those objectives.	By an annual review of the Business Plan and supporting Annual Delivery Plan (the Audit & Risk Committee will review the business plan prior to Committee approval)
3. Approve each year's report and financial statements prior to publication and approve each year's budget including setting rent and service charges.	By reviewing and if appropriate approving the budget for the coming year, consulting with tenants on the rent increase, reviewing and approving the accounts as recommended by Audit & Risk Sub Committee.
4. Establish and oversee a framework of delegation and systems of control.	By creating Standing Orders, deciding the role and remit, composition and terms of reference of the Management Committee, Sub-Committees and staff structure of the Association.

The functions of the Management Committee are:	How will the Management Committee discharge its functions?
5. Agree policies and make decisions on all matters that create significant financial risk to the Association or which affect material issues of principle.	By developing a risk management policy and risk register that is overseen by the Audit & Risk Sub-Committee and senior staff ensuring that risk consideration and active management is a fundamental part of the Business Plan and all key decisions it is asked to make. By ensuring a current and up to date Policy suite for the Association.
6. Monitor the Association's performance in relation to these plans, budget, controls and decisions.	By receiving minutes of each Management Committee meeting and Audit & Risk Sub-Committee and management accounts. The Committee Chairs/CEO and Director of Finance & Business Support to inform the Committee of significant issues and variations referred to in minutes of Committees. The CEO/ Director of Finance and Business Support to inform the Management Committee of other relevant issues.
7. Appoint (and if necessary remove) the Chief Executive Officer	Management Committee
8. Satisfy itself that the Association's affairs are conducted in accordance with generally accepted standards of openness, accountability, performance and propriety.	By considering the SHR's Regulatory Standards of Governance and Financial Management and compliance with same in each paper that is presented to it for consideration.
9. Take appropriate specialist advice.	The Chair, Management Committee and Sub Committees will initiate external advice as required subject to approval by Committee if there are significant impacts on budget.

3. Specific Tasks

In addition, the Management Committee will accept responsibility for supervision and decision-making in the following areas, and will receive full reports at least annually, and more frequently if stated or if required: -

- a) Value for money and continuous improvement – ensuring that the Association is driving value for money and continuous improvement across the range of its activities;
- b) Business Plan, Delivery Plan, investment programme and financial and operational performance;
- c) Borrowing and treasury management strategies;
- d) Reviewing the Performance/ Appraisal of the Chief Executive Officer;

- e) Compliance – Ensuring that the Association complies with the requirements of the Scottish Housing Regulator (SHR), other statutory bodies and the Rules;
- f) Encourage participation by tenants in the work of the Association. Ensure that decision-making is open and accountable to tenants and the wider community;
- g) Promoting the Equal Opportunities Policy;
- h) Health and Safety Policy;
- i) To receive reports from the Auditor, on at least an annual basis, or as otherwise required by the Committee from time to time, on the effectiveness of the system of internal controls;
- j) New housing developments and business/community initiatives;
- k) Reviewing the Management Committee's own effectiveness;
- l) Risk Monitoring and acting on the Risk Register;
- m) Audit/External Assessment recommendation monitoring;
- n) Staffing establishment increases outside the budget, which are not self- financing;
- o) Sales or other disposals of land and property.

4. Officers Reporting to Management Committee

The Chief Executive Officer and such other Officers as may be appropriate from time to time.

5. Officer Servicing Management Committee

The designated officer responsible for governance support is the Business Support and Corporate Services Officer.

6. Agendas, Minutes and Reports

Agendas, Reports and Minutes of Meetings of the Management Committee/ Sub Committees will be circulated to all Members not later than seven days before the meeting.

7. Observers

Members of staff and other interested parties may be permitted to attend and observe meetings of the Management Committee with the exception of confidential business at the sole discretion of the Management Committee.

0. Performance Monitoring

To monitor the Association's performance against the standards and outcomes contained within the Scottish Social Housing Charter and to review and approve the Annual Return on the Charter (ARC).

To monitor performance against the Key Performance Indicators (KPI's) outlined within the Association's Business Plan.

APPENDIX 3: TERMS OF REFERENCE - AUDIT AND ASSURANCE SUB COMMITTEE

<p>Name of Committee:</p>	<p><i>Audit and Assurance Sub Committee</i></p> <p>The Management Committee (MC) has approved the following role and remit for the Audit and Assurance Committee:</p> <ul style="list-style-type: none"> • Ensuring that LHA has effective systems for management, control, assurance and risk management, and monitoring the effectiveness of these systems. • Monitoring the implementation of approved recommendations contained in internal audit reports, external audit reports and management letters. • Initiating reports and investigations into any aspect of LHA’s activities, as required. • Ensuring that matters within its remit are conducted in accordance with the law, regulatory requirements and other good practice guidance. <p>In support of this remit, LHA’s Scheme of Delegated Authority (contained elsewhere in the Standing Orders) sets out in detail the specific matters for which the MC has delegated authority to the Audit and Assurance Committee, and those matters that have been further delegated to management.</p> <p>The role of this Sub Committee is to further advise the Management Committee on risk management policies and processes, including the Association’s systems of internal control and on the appointment and remuneration of the external auditor.</p>
<p>Matters reserved for the Management Committee which the Sub Committee advises on:</p>	<p>The Audit and Assurance Sub Committee will have an Annual Work Programme setting out the key areas it intends to review during the year. The plan will be reviewed at each meeting and will relate to the Housing Association. The broad areas it will focus its activities upon are the control environment; external audit; internal Audit and Assurance.</p> <p>More specifically:</p> <ol style="list-style-type: none"> 1. Overseeing the process for selecting the external auditor and making appropriate recommendations through the Management Committee to the members/shareholders to consider at the AGM. 2. Overseeing the process for selecting the internal audit service provider and recommending them for appointment by the Management Committee. 3. Recommending the external and internal audit fees for Management Committee approval. 4. Reviewing the Association’s statement on internal control systems prior to endorsement by the Management Committee and reviewing the policies and process for identifying and assessing business risks and the management of those risks by the Association. 5. Review of the Assurance Statement – Continuous Review and Improvement Plan (AS-CRIP) prior to it being presented to Management Committee for approval and submission. 6. Reviewing, and challenging where necessary, the actions and judgements of management, in relation to the interim and annual financial statements before recommendation of approval by the Management <u>Committee, paying particular attention to:</u>

	<ul style="list-style-type: none"> • critical accounting policies and practices, and any changes in them; • decisions requiring a major element of judgement; • the extent to which the financial statements are affected by any unusual transactions in the year and how they are disclosed; • the clarity of disclosures; • significant adjustments resulting from the audit; • the going concern assumption; • compliance with accounting standards; • compliance with regulatory and other legal requirements <ol style="list-style-type: none"> 7. Ensure effective co-ordination between internal and external audit. 8. Actively identifying and managing strategic risks and ensuring risk consideration and management are embedded in the organisation. 9. Reviewing regularly its terms of reference and its own effectiveness and recommending any necessary changes to the Management Committee. 10. Review of management accounts bringing to the attention of Management Committee any major areas of concern. 11. Review of annual budget and rent and other service charge setting and making recommendations to the Management Committee along with any areas of concern. 12. Commitment to resources not previously approved within existing budgets.
<p>Matters specifically delegated to the Sub Committee by the Management Committee:</p>	<p>Management Committee approves the following delegation of powers to the Audit and Assurance Sub Committee</p> <p>Management and Control Systems</p> <ul style="list-style-type: none"> • To advise the Management Committee on the effectiveness of LHA’s management and control systems for ensuring propriety, regularity, competence, value for money, and accountability. • To provide assurance to the Management Committee through the internal and external validation of the key information underpinning reports of strategic, statutory or material financial consequence provided to the Management Committee. • To review the statement of internal controls prepared for the Management Committee as part of LHA’s annual accounts, and to obtain assurance regarding the accuracy and adequacy of the information provided. • To advise the Management Committee on the resourcing, training and support required to ensure that the Audit and Assurance Sub Committee and other Sub-Committees can discharge their duties competently. <p>Internal and External Audit</p> <ul style="list-style-type: none"> • To advise the Management Committee on the scope, independence, appointment, remuneration and effectiveness of the Group’s external auditors, and the scope of their work. • To approve the external auditor’s Letter of Engagement. • To communicate with the external auditors on audit approach and scope,

reporting, timetables and findings.

- To review the Statutory Accounts and meet with the external auditor
- To receive the external audit management letter, and to report on it to the Management Committee .
- To advise the Management Committee on the scope, independence, appointment, remuneration and effectiveness (or required resourcing) of the internal audit service.
- To review the long-term plan for internal audit and assurance, and to approve the annual audit plan.
- To review all audit recommendations (external and internal), and monitor the implementation of agreed recommendations relating to internal audit reports and external audit reports and management letters.
- To monitor the effectiveness of the external and internal audit services.

Internal Audit: Key Areas for external scrutiny and independent validation

- Obtain assurance about the data on which LHA's financial reporting and controls are based:
- Budget and Business Plan assumptions and supporting data
- Cashflow inputs and outcomes
- Treasury Management Strategy, Objectives and Outcomes
- To review covenant compliance and ensuring systems in place to prevent breaches
- Compliance with legal and Scottish Housing Regulator's requirements, including:
- SHR Regulatory Standards and Guidance
- Procurement
- Gas safety and other tenant safety issues
- To keep under review the latest guidance and codes from the SHR and the Auditing Practices Board and ensure the applicable recommendations are implemented.

Risk management

- To monitor the implementation of LHA's strategy for managing risk, as approved by the MC.
- To review the Strategic Risk Register at least quarterly, reporting material changes or risk events to the MC.
- To review the Association's procedures for handling allegations from **whistle-blowers**, suspected incidents of corruption, fraud and bribery.

	<ul style="list-style-type: none"> • To consider the Register of Fraud, Corruption, Bribery and Whistleblowing and the adequacy of actions, annually reporting to the Management Committee • To ensure appropriate disaster recovery and contingency plans are in place and regularly tested. <p>Reports and investigations</p> <ul style="list-style-type: none"> • To initiate reports and investigations as the Audit and Assurance Committee or MC consider necessary. <p>The Committee (or LHA officers and/or external advisers authorised by the Committee) will have the right to access all documents and records maintained by LHA.</p> <p>The Committee and those it authorises to investigate matters may also require employees and committee members to supply information, either written or verbal, on any matter relating to the financial or general management of LHA. All employees and committee members are required to co-operate fully with any such request. If the Committee considers it necessary, it has express authority to obtain such external professional advice as it considers necessary.</p> <p>The external and internal auditors shall have direct access to the Audit and Assurance Sub Committee at all times and upon a request by the auditors, the Chairperson of the Committee will convene meetings of the Committee for this purpose.</p> <p>The Audit and Assurance Sub Committee will have the right to meet in closed session, without employees being present, if it deems this to be necessary. The Committee will meet in such a closed session with the Auditor and the Internal Auditor at least annually.</p>
How often meetings are held:	The Audit and Assurance Sub-Committee will normally meet a minimum of 4 times a year . Emergency meetings may be called by the Chair of the Audit and Assurance Sub Committee who will work with the CEO (acting as Company Secretary) to set a convenient day within two weeks.
Chair of the Sub Committee (and who, if anyone, may not chair it):	The Chair of the Association is appointed by the Management Committee and must not hold office continuously for more than 5 years . The Chair of the Audit and Assurance Sub Committee is to be a member of the Management Committee of the Association other than the Chair of the Association. Preferably an individual with a high level of financial expertise will chair the Audit and Assurance Sub –Committee.
Composition of the Sub Committee (and any restrictions on membership of it)	<p>The membership of the Audit and Assurance Sub-Committee is drawn from the Management Committee. The selection of the Audit and Assurance Sub Committee members is based entirely upon skills and competencies.</p> <p>It is desirable that at least one member of the Audit and Assurance Sub Committee should have recent and relevant financial experience</p>

	Unless appointed by the Management Committee, the Chair of the Audit and Assurance Committee shall be elected by the other members of the Committee, to serve until the following year's AGM. LHA's Chair of the Management Committee will not be eligible to serve as the Chair of the Audit and Assurance Committee.
Number of members:	At least three and up to seven members, who should all be non-executive members. Additional members may be appointed to the Audit and Assurance Sub-Committee to address specific issues.
How the Sub Committee is appointed:	By the Management Committee in consultation with the Audit and Assurance Sub: Committee Chair. Members are appointed for terms of three years.
Quorum:	A quorum will be three members of the Sub Committee. Co-optees will not count towards the quorum.
Additional points:	<ol style="list-style-type: none"> 1. The minutes of the Audit and Assurance Sub Committee will be reported to the next Management Committee meeting and can be in draft form at that stage. 2. The Chair of the Audit and Assurance Sub Committee may access legal advice from the Association's appointed legal advisers at the expense of the Association. 3. Both internal and external auditors have direct access to the Chair of the Audit and Assurance Sub Committee where necessary. 4. The Chair of the Association may be a member of the Audit and Assurance Sub-Committee, but cannot be Chair of the Sub Committee. 5. In circumstances where a vote is required and the votes are equal, the Chair of the Audit & Risk Sub Committee has a casting vote. 6. The CEO and other senior officers/advisers as required will normally be in attendance at Audit and Assurance Sub Committee meetings. 7. The Management Committee may meet the external auditors without paid staff being present should the Chair of the Audit and Assurance Sub Committee consider it necessary, and the Audit and Assurance Sub Committee will meet with the External and Internal Auditors annually without paid staff being present. 8. Governance support will be provided by the Association's designated officer with responsibility for such matters.
Date Approved:	
Date for Review:	

APPENDIX 4: TERMS OF REFERENCE – STAFFING SUB COMMITTEE

Name of Committee:	Staffing Sub Committee The role of this Committee is to respond to a range of ad hoc staffing issues as set out below. The Staffing Sub-Committee may also be asked by the Management Committee to address specific staffing policy matters as and when required
Matters reserved for the Management Committee which the Sub Committee advises on:	The Staffing Sub-Committee will lead on the following matters and report back to Management Committee which will make the final decision. <ol style="list-style-type: none"> 1) Recruitment of the Chief Executive Officer including: selection of appropriate qualified and experienced HR Consultant to assist, drawing up job description and person specification; initial interviews; shortlisting of candidates; recommendation to the Management Committee. 2) Dismissal of Chief Executive Officer including: commissioning of any independent investigation; appointment of appropriately qualified professional support if required; recommendation to the Management Committee. 3) Disciplinary action against the Chief Executive Officer including: commissioning of any independent investigation; appointment of appropriately qualified professional support if required; recommendation to the Committee. 4) Grievance hearings whether about or by the Chief Executive Officer *including: commissioning of independent investigation if required, hearing of Grievance; appointment of appropriately qualified professional support if required; recommendation to the Management Committee. 5) Advice on Staffing Policy or Staff Restructure Issues. The Management Committee may from time to time ask the Staffing Sub-Committee to consider policy or staff restructure proposals and to advise the Committee on these matters. The Staffing-Sub Committee will review proposals produced by staff or appropriately qualified advisors and make recommendations to the Management Committee on these. In the event of a full staff restructure, a remit will be developed to guide the role and responsibility of the staffing sub-committee, Management Committee and CEO. 6) Commitment to resources not previously approved within existing budgets.
Matters specifically delegated to the Sub Committee:	The Management Committee delegates to the Staffing Sub Committee the following matters: <ol style="list-style-type: none"> 1) Decisions and Appeals on Disciplinary and Grievance matters will be handled in accordance with our Terms and Conditions of Employment and the final internal appeal against a decision will be heard and decided by the Staffing Sub Committee. 2) Matters relating to Health and Safety will also be delegated to the Staffing Sub-Committee and overseen by the Health and Safety Working Group. 3) Recruitment and selection for officer grade and above will also be delegated to the Staffing Sub-Group. 4) Any practices consistent with maintaining ‘firewalls’ amongst Staffing Sub Committee members to prevent conflicts where members are expected both to hear and receive appeals disciplinary and grievance matters, consistent with relevant HR policies
How often meetings are held:	The Staffing Committee meets quarterly.

Chair of the Committee (and who, if anyone, may not chair it):	The Chair is appointed by the Management Committee and does not serve for more than two terms of 3 years . The Chair of the Committee should not be Chair of the Staffing Sub-Committee.
Composition of Committee (and any restrictions on membership of it)	The membership of the Staffing Sub Committee is drawn from the Management Committee membership. The selection of members is based entirely upon skills and competencies. At least one member of the Staffing Sub-Committee should, where possible, have some recent and relevant staffing experience.
Number of members:	At least three and up to seven members, who should all be Management Committee members. Additional members may be appointed to the Staffing Sub-Committee to address specific issues.
How the Committee is appointed:	By the Management Committee in consultation with the Staffing Sub-Committee Chair. Members are appointed for terms of three years.
Quorum:	A quorum will be three members of the Staffing Sub-Committee. Co-optees will not count towards the quorum
Additional points:	<ol style="list-style-type: none"> 1. The minutes of the Staffing Sub Committee will be reported to the next Management Committee meeting and can be in draft form at that stage. 2. The Chair of the Staffing Sub-Committee may access legal advice from the Association's appointed legal advisers, with approval from the chair of the Management Committee, at the expense of the Association. The Sub-Committee may also seek other expert advisers as necessary. 3. In circumstances where a vote is required and the votes are equal, the Chair of the Staffing Sub Committee has a casting vote. 4. The CEO and other senior officers/advisers as required will normally be in attendance at Staffing Sub-Committee meetings.
Date Approved:	
Date for Review:	

APPENDIX 5: COMMITTEE MEMBER – ROLE PROFILE

KEY OBJECTIVES:

- + To ensure that the Registered Social Landlord (RSL) e.g. housing association is managed effectively and in line with requirements of the law, Scottish Housing Regulator and best practice.
- + To uphold the good name of the Registered Social Landlord (RSL) and the principles for which it stands.

DUTIES:

- + **Participating as part of the Management Committee**
 - Ensure that the Registered Social Landlord (RSL) operates with the law and according to its rules and procedure; meeting standards laid down by SFHA, the Scottish Housing Regulator and other regulatory bodies.
 - Provide collective leadership; working with senior staff in setting the direction, objectives and culture of the organisation and reviewing the direction and objectives of the Registered Social Landlord (RSL) on a regular basis.
 - Recognise Management Committee duties to tenants, applicants, service-users and other stakeholders; ensuring that the Registered Social Landlord (RSL) encourages participation and consultation.
 - Review and agree policies and procedures to achieve organisational objectives.
 - Protect the assets of the Registered Social Landlord (RSL).
 - Approve each year's budget, exercising regular control over the Registered Social Landlord (RSL)'s financial performance.
 - Ensure adequate control of the organisation's activities; that the organisation works to agree objectives and targets and that any risks and legal requirements are reported and dealt with.
 - Ensure that the Registered Social Landlord (RSL) review its performance across all areas on a regular basis.
 - Understand the roles of the Management Committee as an employer of staff; delegate appropriate authority to them to act while receiving clear reports on targets, performance, variance and trends, and requirements for revision.
 - Ensure that the organisation maintains a balance of skills, experience and diversity within its membership; regularly reviewing recruitment and training practices.

❖ Individual Participation

- Act with personal integrity at all times; declare any interests, abiding by the agreed Code of Conduct for Committee Members and maintaining the interests and good name of the Registered Social Landlord (RSL) and its governing body.
- Where appropriate treat all information gained as a Committee member in strictest confidence whilst promoting openness and accountability.
- Abide by and promote the Registered Social Landlord (RSL) commitment to equality.
- Attend Management Committee, Sub Committee and ad hoc Working Group meetings regularly, participate in discussions and decision-making and abide by decisions made. Give adequate notice and apologies when unable to attend.
- Read all reports and papers in advance of meetings and raise questions about any areas that require clarification or further information.
- Consider all options presented by staff in reports and papers and make clear decisions or request postponement of decisions until sufficient information is available or clarification received.
- Attend any courses or conferences organised or agreed by the Registered Social Landlord (RSL) and keep abreast of general policy developments relating to the Registered Social Landlord (RSL)'s work.
- Represent the Registered Social Landlord (RSL) positively as required; promote the Registered Social Landlord (RSL)'s policies, objectives and good name. Inform interested parties about the work of the Registered Social Landlord (RSL), the possibilities of membership and the role of the Management Committee member.
- Conduct any business in accordance with the Equal Opportunities policies.

APPENDIX 6: CODE OF CONDUCT FOR MANAGEMENT COMMITTEE MEMBERS

Introduction

There are references throughout this Code of Conduct (the Code) to 'you' and 'your' which means the member of the Management Committee of Linthouse Housing Association who has signed this Code. References to 'we', 'us' and 'our' mean Linthouse Housing Association.

1.1 We attach the greatest importance to ensuring that high standards of governance and ethical behaviour are demonstrated by all of our people and in all of our activities.

1.2 This Code of Conduct sets out the requirements and expectations which are attached to your role as a member of our Management Committee. You have a personal responsibility to uphold the requirements of this Code. You cannot be a member of the Management Committee if you do not agree to adopt this Code of Conduct. To confirm that you understand its requirements and accept its terms, you must review and sign this Code annually.

1.3 As a Registered Social Landlord (RSL), we are required to adopt and comply with an appropriate Code of Conduct¹. This Code is based on the Model Code of Conduct produced by the Scottish Federation of Housing Associations. The Scottish Housing Regulator (SHR) has confirmed that this Code fully complies with its Regulatory Standards and their input during the production of this code is acknowledged.

1.4 This Code of Conduct is an important part of our governance arrangements. Members of the Management Committee are responsible for ensuring that they are familiar with the terms of this Code and that they always act in accordance with its requirements and expectations. Management Committee Members must always ensure their actions accord with the legal duties of the RSL and with regulatory guidance. You must also ensure you are familiar with any policies which are linked to this code.

1.5 If a member of the Management Committee appears to have breached any part of this Code, the matter will be investigated in accordance with the procedures set out at (Annex 2 of this Appendix). A breach of this Code may result in action being taken by the Management Committee to remove the member(s) involved.

Who the Code applies to

2.1 This Code of Conduct applies to all elected, appointed and co-opted members of our Management Committee and its sub-committees and to the governing bodies of all subsidiaries.

How the Code is structured

3.1 The Code is based on the seven principles which are recognised as providing a framework for good governance. They demonstrate honesty, integrity and probity.²

3.2 Each principle is described, as it applies to the activities of a RSL and its Management Committee Members, and supporting guidance is offered for each to provide more explanation of the Code's requirements. The guidance is not exhaustive and it should be remembered that Management Committee Members and RSLs are responsible for ensuring that their conduct at all times meets the high standards that the RSL sector is recognised for

¹ Scottish Housing Regulator (2012) Regulatory Framework, Regulatory Standard 5.2

² Committee for Standards in Public Life 1994, [Nolan Principles on Standards in Public Life](#)

upholding.

The Principles

4.1 The seven principles and what they mean for the purposes of this Code are:

A. Selflessness

B. Openness

C. Honesty

D. Objectivity

E. Integrity

F. Accountability

G. Leadership

A. Selflessness: You must act in the best interests of Linthouse Housing Association at all times and must take decisions that support and promote our strategic plan, aims and objectives. Members of the Management Committee should not promote the interests of a particular group or body of opinion to the exclusion of others.

A.1 You must always uphold and promote our aims, objectives and values and act to ensure their successful achievement.

A.2 You should exercise the authority that comes with your role as a Management Committee member responsibly and not seek to use your influence inappropriately or for personal gain or advantage.

A.3 You must accept responsibility for all decisions properly reached by the Management Committee (or a sub-committee or working group with appropriately delegated responsibility) and support them at all times, even if you did not agree with the decision when it was made.

A.4 If you are unable to support in public a decision that has been properly reached by the Management Committee, you should resign.

A.5 You must consider the views of others and be tolerant of differences.

A.6 You must not seek to use your position to influence decisions that are the responsibility of staff (e.g. granting a tenancy, ordering a repair, awarding a contract).

A.7 You must not seek to use your influence for the benefit of yourself or your business interests, or the benefit of someone to whom you are closely connected³ or their business interests.

A.8 Mobile phones should be switched off during meetings, seminars, training courses etc.

³ See Annex 1, Table A for definition of closely connected

B. Openness: You must be transparent in all of your actions; you must declare and record all relevant personal and business interests and must be able to explain your actions.

B.1 You should exercise reasonable skill and care in the conduct of your duties.

B.2 You should avoid any situation that could give rise to suspicion or suggest improper conduct.

B.3 You must declare any personal interest(s) and manage openly and appropriately any conflicts of interest and observe the requirements of our policy on the matter.

B.4 You must not accept any offers of gifts or hospitality from individuals or organisations which might reasonably create – or be capable of creating – an impression of impropriety, influence or place you under an obligation to these individuals or organisations. You must comply with our policy on the matter.

B.5 You must ensure that you are informed about the views, needs and demands of tenants and service users and that your decisions are informed by this understanding.

B.6 You must ensure that the organisation is open about the way in which it conducts its affairs and positive about how it responds to requests for information.

B.7 You must not prevent people or bodies from being provided with information that they are entitled to receive.

C. Honesty: You must ensure that you always act in the best interests of the organisation and that all activities are transparent and accountable.

C.1 You should always act in good faith when undertaking your responsibilities as a Member of our Management Committee.

C.2 You should use your skills, knowledge and judgement effectively to support our activities.

C.3 You should ensure that decisions are always taken and recorded in accordance with our Rules and procedures.

C.4 You must ensure that the organisation has an effective policy and procedures to enable, encourage and support any staff or Management Committee member to report any concerns they have about possible fraud, corruption or other wrongdoing.⁴

C.5 You must report any concerns or suspicions about possible fraud, corruption or other wrongdoing to the appropriate senior person within the organisation in accordance with our whistleblowing policy.

C.6 You must not misuse, contribute to or condone the misuse of our resources and must comply with our policies and procedures regarding the use of its funds and resources.⁵

⁴ These concerns might include, but are not confined to, suspected fraud, dishonesty, breach of the law, poor practice, non-compliance with regulatory requirements, misconduct, breach of this code.

⁵ Resources include people, equipment, buildings, ICT, funds, knowledge, stationery, transport

C.7 We forbid all forms of bribery, meaning a financial or other advantage or inducement intended to persuade someone to perform improperly any function or activity. You are not allowed to accept or give bribes from/to anyone, and must comply with our policy on bribery. You are also obliged to report any instances of suspected bribery within the organisation or any of its business partners.

C.8 You, or someone closely connected to you (see Annex 1 of this Appendix, p 12-15), cannot as a result of your role with us receive preferential treatment relating to any services provided by the organisation or its contractors/suppliers, and you should be able to demonstrate this.

D. Objectivity: You must consider all matters on their merits; you must base your decisions on the information and advice available and reach your decision independently.

D.1 You must ensure that the decisions that you take are consistent with our aims and objectives and with the relevant legal and regulatory requirements (including those of the Scottish Housing Regulator, the Office of the Scottish Charity Regulator, the Financial Conduct Authority and the Care Inspectorate).

D.2 You must prepare effectively for meetings and ensure you have access to all necessary information to enable you to make well-informed decisions.

D.3 You must monitor performance carefully to ensure that the organisation's purpose and objectives are achieved, and take timely and effective action to identify and address any weaknesses or failures.

D.4 You should use your skills, knowledge and experience to review information critically and always take decisions in the best interests of the organisation, our tenants and our service users.

D.5 You should ensure that the Management Committee seeks and takes account of additional information and external/independent advice where necessary and/or appropriate.

D.6 You should ensure that effective policies and procedures are implemented so that all decisions are based on an adequate assessment of risk, deliver value for money, and ensures the financial well-being of the organisation.

D.7 You should contribute to the identification of training needs, keep your housing and related knowledge up to date, and participate in training that is organised or supported by us.

E. Integrity: You must actively support and promote our values; you must not be influenced by personal interest in exercising your role and responsibilities.

E.1 You must always treat your Management Committee colleagues, our staff and their opinions with respect.

E.2 You must always conduct yourself in a courteous and professional manner; you must not, by your actions or behaviour, cause distress, alarm or offence.

E.3 You must declare any personal interests in accordance with this Code (see Annex 1 of this

Appendix); in the event that you have a continuing personal interest which conflicts with our activities, values, aims or objectives, you should resign.

E.4 You must ensure that you fulfil your responsibilities as they are set out in the relevant role description; that you maintain relationships that are professional, constructive and that do not conflict with your role as a member of the Management Committee.

E.5 You must uphold our equality and diversity, whistleblowing and acceptable use⁶ policies.

E.6 You must respect confidentiality and ensure that you do not disclose information to anyone who is not entitled to receive it, both whilst you are a member of the Management Committee and after you have left.

E.7 You must observe and uphold the legal requirements and our policies in respect of the storage and handling of information, including personal and financial information.

E.8 You must not make inappropriate or improper use of, or otherwise abuse, our resources or facilities and must comply with our policies and procedures regarding the use of its funds and resources.

E.9 You must not seek or accept benefits, gifts, hospitality or inducements in connection with your role as a member of our Management Committee, or anything that could reasonably be regarded as likely to influence your judgement. You must not benefit, or be perceived to benefit, inappropriately from your involvement with the organisation and must comply with our policies on the matter.

F. Accountability: You must take responsibility for and be able to explain your actions, and demonstrate that your contribution to our governance is effective.

F.1 You must observe and uphold the principles and requirements of the SHR's Regulatory Standards of Governance and Financial Management, guidance issued by the SHR and other regulators, and ensure that Linthouse Housing Association's legal obligations are fulfilled.

F.2 You must ensure that we have effective systems in place to monitor and report its performance and that corrective action is taken as soon as the need is identified.

F.3 You should contribute positively to our activities by regularly attending and participating constructively in meetings of the Management Committee, its committees and working groups.

F.4 You should always be courteous and polite and behave appropriately when acting on our behalf.

F.5 You must participate in and contribute to an annual review of the contribution you have made individually to our governance.

F.6 You must ensure that there is an appropriate system in place for the support and appraisal

⁶ This relates to the use of ICT, social media and networking, facilities etc., and is specific to each individual RSL.

of our Senior Officer and that it is implemented effectively.

F.7 You must not speak or comment in public on our behalf without specific authority to do so.

F.8 You must co-operate with any investigations or inquiries instructed in connection with this Code.

F.9 You recognise that the Management Committee as a whole is accountable to its tenants and service users, and you reflect this in your actions as an individual.

G. Leadership: You must uphold our principles and commitment to delivering good outcomes for tenants and other service users, and lead the organisation by example.

G.1 You must ensure that our strategic aims, objectives and activities deliver good outcomes for tenants and service users. You must ensure that you make an effective contribution to our strategic leadership.

G.2 You must ensure that our aims and objectives reflect and are informed by the views of tenants and service users.

G.3 You must always be a positive ambassador for the organisation.

G.4 You must participate in and contribute to the annual review of the Management Committee effectiveness and help to identify and attain the range of skills that we need to meet our strategic objectives.

G.5 You must not criticise the organisation or our actions in public.

G.6 You must not criticise staff in public; any staffing related matters should be discussed privately with the Chair and/or Senior Officer.

G.7 You must not use social media to criticise or make inappropriate comments about the organisation, its actions or any member of the Management Committee, staff or other partners.

G.8 You must not act in a way that could jeopardise our reputation or bring us into disrepute.⁷

Declaring and Managing Personal Interests

5.1 Where you have a personal, business or financial interest in any matter that is relevant to our activities or is being considered (or is likely to be considered), or you know that someone to whom you are closely connected has such an interest, you must declare it promptly and record it in our Register of Interests.

5.2 You must keep your entry in the Register of Interests complete, accurate and up to

date. 5.3 More details and examples are included at Annex 1 of this Appendix.

Breach of this Code

6.1 Each member of the Management Committee has a personal and individual responsibility to promote and uphold the requirements of this Code. If any member of the Management

⁷ This includes activities on social media, blogs and networking sites.

Committee believes that they may have breached the Code, or has witnessed or has become aware of a potential breach by another member, they should immediately bring the matter to the attention of the Chair.

6.2 Alleged breaches of the Code of Conduct will be dealt with by the Chair, with the support of the Senior Officer where appropriate. Where the allegation of a breach is against the Chair, the Vice-Chair will be responsible for leading the investigation. The procedure for dealing with alleged breaches is described in the accompanying protocol.

6.3 Each member of the Management Committee has a duty to co-operate with and contribute to any investigation relating to the Code of Conduct

Review

7.1 This Code of Conduct was adopted by the Management Committee Management on 3rd October 2017. It will be reviewed no later than October 2020.

Acceptance

I _____ have read and understood the terms of this Code of Conduct and I agree to uphold its requirements in all my activities as a member of our Management Committee. I am aware that I must declare and manage any personal interests. I agree to review all relevant Registers regularly to ensure that all entries relating to me are accurate. I understand that, if I am found to have breached this Code of Conduct, action will be taken by the Management Committee which could result in my removal.

Signed _____

Date _____

Annex 1: Declaring and Managing Personal Interests

1. Introduction

1.1 Being a member of our Management Committee is of course only one part of your life. Other aspects of your life - such as family, friends and neighbours, voluntary work, causes you support, possibly business or financial interests, possibly your own housing arrangements - may have the potential to cross over into your role as a Management Committee Member.

1.2 However, as we are an organisation that works for the community and uses public funds, it is essential that there is no conflict - and that there can be no reasonable perception of conflict - between your duties as a Management Committee Member and your personal (or personal business or financial) interests.

1.3 Any potential conflict between your position as a member of the Management Committee and your other interests must be openly declared and effectively managed so as to protect the good reputation of Linthouse Housing Association and the RSL sector.

1.4 Where you have a personal business or financial interest in any matter that is relevant to our activities or is being considered (or is likely to be considered) or you know that someone to whom you are closely connected has such an interest, you must declare it promptly and record it in the Register of Interests.

1.5 This Annex gives further guidance on how to declare and manage any personal (including personal business or financial) interests.

2. Examples of interests that must be declared

2.1 The following are examples of the kind of interest that you must declare. Please note that this list is not exhaustive, and there may be other interests that you should also declare.

- Tenancy of a property (by you or someone to whom you are closely connected) of which we are the landlord.
- Occupancy or ownership of a property (by you or someone to whom you are closely connected) which is factored or receives property related services from us.
- Receipt of care or support services from us.
- Membership of a community or other voluntary organisation that is active in the area(s) we serve.
- Voluntary work with another RSL or with an organisation that does, or is likely to do, business with us.
- Membership of the Management Committee of another RSL.
- Being an elected member of any local authority where we are active.
- If you purchase goods or services from us.
- If you purchase goods or services from one of our approved contractors or

Framework Agreement partners

- Significant shareholding in a company that we do business with.
- Membership of a political, campaigning or other body whose interests and/or activities may affect our work or activities.
- Ownership of land or property in our areas of operation excluding for the purpose of your own residential use (i.e. there is no requirement for you to declare any house in which you currently live).
- Unresolved dispute relating to the provision of services in connection with a tenancy or occupancy agreement or a contractual dispute over the provision of goods or services with us.

2.2 If you are not sure whether a certain matter needs to be declared, you must seek guidance from the Chair or Chief Executive Officer. If doubt remains, the advice would always be to declare the matter.

2.3 You should note that in some circumstances, declaration of an interest may not be sufficient, and that it may be necessary for the organisation to take additional measures to deal satisfactorily with the situation so as to protect the probity and reputations of both yourself and the organisation.

3. Definition of 'close connection'

3.1 Someone 'closely connected' to you includes family members and persons who might reasonably be regarded as similar to family members even where there is no relationship by birth or in law.

3.2 The following table outlines those who you should consider when declaring interests:

Table A

Group 1 Members of your household	Group 2 People closely associated with you	Group 3 Others you need to consider
<ul style="list-style-type: none"> • Anyone who normally lives as part of your household, whether they are related to you or not, including spouses/partners who work away from home and sons and daughters who are studying away from home 	<ul style="list-style-type: none"> • Parents, parents-in-law and their partners • Sons and daughters; stepsons and step-daughters and their partners • Brothers and sisters and their partners • A partner's parent, child, brother or sister • Grandparents, grandchildren and their partners • Someone who is dependent on you or 	<ul style="list-style-type: none"> • Other relatives (e.g. uncles, aunts, nieces, nephews & their partners) • Other friends (e.g. someone you are acquainted with socially, neighbours, business contacts/associates)

	whom you are dependent on <ul style="list-style-type: none"> • Close friends 	
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3.3 If you become aware of any action or involvement relating to **anyone** in the table then you should declare and manage this as soon as possible.

3.4 However, we recognise that you will not always be closely acquainted with or in regular contact with all of the people listed and we do not expect you to go to unreasonable lengths to identify actions or involvement that are covered by this policy.

3.5 Please note, we do expect you to be familiar with the actions of members of your household (Group 1) and of any other people listed in the table above with whom you are closely associated and/or in regular contact and you must take steps to identify, declare and manage these.

3.6 You are not expected to be aware of the actions of people in groups 2 and 3 that you do not have a close association and/or regular contact with. We do not expect you to research into the employment, business interests and other activities of all persons with whom you are closely connected.

3.7 In relation to 3.3 – 3.6 above, when considering your actions, you should do so from the point of view of a reasonable and objective observer.

4. Declaring personal interests

4.1 A Management Committee Member would be required, on appointment, to complete a form to register any personal interests that could potentially conflict with their role and thereafter to complete a new form (or amend the existing form) whenever there is a material change. All Committee members will be required to complete a form on an annual basis at the first meeting of the Management Committee following the Annual General Meeting.

4.2 You must keep your entry in the Register of Interests up to date, add any new interests as soon as they arise, and amend existing interests as soon as any change takes effect.

4.3 A situation may arise where you are invited to be present at a meeting where a matter in which you have a personal (or a personal business or financial) interest is discussed. In such cases you must inform the meeting chair at the start of the meeting, or as soon as you become aware that this is the case. You would then be required to leave the meeting for the duration of the particular item. If in any doubt, you should ask the meeting Chair or another senior person present for guidance. This applies to all meetings that you attend as a member of our Management Committee – both internal and external.

4.4 Any failure to make a complete, accurate and prompt declaration - whether deliberately or through taking insufficient care - will be regarded as a breach of this Code.

Annex 2: Protocol for Dealing with a Breach of the Code of Conduct

A.1 This procedure sets out the arrangements that will normally apply to potential breaches of the Code of Conduct, which are defined as follows:

- a) Breaches of the Code of Conduct (the Code) that occur during a meeting and involve a member being obstructive, offensive or disregarding the authority of the Chair.
- b) Other complaints about the conduct of a Member of the Management Committee.
- c) Information that suggests that there may have been a breach of the Code by a member of the Management Committee.

A.2 The Chair has delegated authority to deal with potential breaches of the Code, subject to Clause A.4 below. The Chair has delegated authority, in consultation with other office-bearers, to instruct progress and conclude investigations carried out in accordance with this protocol.

A.3 A breach of the Code is a Notifiable Event. The Chair is responsible for ensuring that the necessary notifications are made to the Scottish Housing Regulator as soon as any breach comes to light, and that the SHR's requirements (as set out in the relevant guidance⁸) in terms of reporting the outcome of the investigation are met.

Conduct at meetings

A.4 Alleged breaches that occur during the course of a meeting (and which have not happened before) will normally be dealt with by the Chair or sub-committee Convenor, either during the meeting and/or within 24 hours of the meeting. In these circumstances, the Chair may ask the member to leave the meeting or a vote may be taken to exclude the member from the rest of the meeting. After the meeting, the Chair or sub-committee Convenor will discuss such behaviour with the member and may require the member to apologise or take such other action as may be appropriate. Where the Chair regards such behaviour as being very serious, it may also be investigated subsequently in accordance with the terms of this protocol, as will repeated incidents of a similar nature.

Other Complaints

A.5 It is recognised that potential breaches of the Code of Conduct may occur beyond Linthouse Housing Association's premises (e.g. whilst a Management Committee member is at an external meeting, attending a training event or conference or otherwise representing us, or whilst engaging in social networking). Potential breaches may also involve inappropriate conduct in relation to colleagues, staff or service users. Potential breaches may also involve failure to follow the requirements of an approved policy.

A.6 A potential breach of the Code, including repeated instances of poor conduct at meetings, will normally be the subject of an investigation, which will be managed by the Chair.

A.7 Not all potential breaches will be the subject of complaints or allegations. Where they are, they do not have to be made in writing but the Chair and Secretary/Senior Officer should ensure that there is always a written statement of the complaint or allegation that is used as the basis for the investigation.

A.8 In the event that an allegation is made anonymously, it will be investigated as thoroughly

⁸ Scottish Housing Regulator, April 2012, [Notifiable Events Guidance](#).

as possible, although it is recognised that it may not be possible to conclude any such investigation satisfactorily.

Investigation of a potential breach

A.9 Allegations of a breach should normally be made to the Chair or, where the complaint relates to the Chair, to another office-bearer. The Chair or office-bearer, in consultation with the other office-bearers, will decide whether to instruct an independent investigation or whether to carry out an internal investigation. No one who has any involvement in the complaint or the circumstances surrounding it will play any part in the investigation.

A.10 A potential breach of the Code of Conduct (other than that which is being dealt with as described at A.4) will be notified to the Management Committee by the Secretary within seven working days either of occurring or of receipt of the complaint. The notice will include a report on the proposed arrangements for investigation (but will not describe the detail of the complaint) and a recommendation of a suitable person to carry out the investigation. This recommendation should be made by the Chair or Office Bearer who may seek advice from our solicitors.

A.11 All investigations will be objective and impartial. A potential breach of the Code of Conduct will normally be investigated by an independent person, unless it is decided that an internal investigation is appropriate (as set out at A9).

A.12 An internal investigation will be carried out by three Members of the Management Committee, not including the Chair, who will make a report and recommendations to the Committee. They will be supported in the conduct of the investigation by the Senior Officer.

A.13 Where the potential breach relates to the Chair or other office bearer, an independent investigation will always be carried out.

A.14 An independent investigation will normally be overseen by the Chair and one other office bearer, with support from the Senior Officer. In the event that the alleged breach relates to the Chair, one of the other office-bearers will act to fulfil the responsibilities ascribed to the Chair.

A.15 The Chair and other office-bearer, with any support they feel necessary, will brief the agreed advisor/investigator and then consider their recommendations at the end of the investigation, before reporting to the Management Committee. Linthouse Housing Association should always provide the investigator with a written brief that sets out the nature of the complaint and of the investigation to be carried out, as well as a timescale for completion and reporting. The brief may refer to any action previously taken that is relevant. Investigations should not usually take more than six weeks to conclude. The advisor/investigator will normally present their report to the Committee.

A.16 Any investigation of a potential breach should be notified to the individual concerned within seven days of the decision to investigate. The Management Committee Member must be notified in writing of the nature of the complaint and the arrangements proposed for investigation.

A.17 The Management Committee Member whose conduct is being investigated will not be party to any of the discussions relating to the investigation. Any Committee Member who is the subject of a complaint is expected to co-operate with any investigation carried out. The Management Committee should agree to grant leave of absence to a member who is the subject of a complaint whilst an investigation is carried out.

A.18 A meeting of the Management Committee will be held to consider the report and recommendations from the investigation and to determine what action should be taken against any individual who is found to have been in breach of the Code.

A.19 The Management Committee will report the findings of the investigation and the proposed action to the member concerned within seven days of the meeting at which the report of the investigation was considered.

A.20 Where, following an investigation, it is concluded that a serious breach has occurred, the Management Committee may require the member to stand down from their position in accordance with the Rules.

A.21 If the Management Committee proposes to remove a member, following investigation, the member will have the right to address the full Committee before their decision is taken at a special meeting called for that purpose. Any such decision must be approved by a majority of the remaining members of the Governing Body, in accordance with Rule 44.

Action to Deal with a Breach

A.22 If, following investigation, a breach of the Code is confirmed, action will be taken in response. This action will reflect the seriousness of the circumstances. It may take the form of some or all of the following:

- an informal discussion with the member concerned
- advice and assistance on how his or her conduct can be improved
- the offer of training or other form of support
- a formal censure
- a vote to remove the Member from the Governing Body

A.23 The outcome of any investigation will be notified to the Scottish Housing Regulator.

Definitions

A.24 Linthouse Housing Association will regard the following actions as a “serious breach” of the Code of Conduct (this list is not exhaustive):

- Failure to act in our best interests and/or acting in a way that undermines or conflicts with the purposes for which we operate.
- Support for, or participation in, any initiative, activity or campaign which directly or indirectly undermines or prejudices our interests or those of our service users, or our contractual obligations.
- Accepting a bribe or inducement from a third party designed to influence the decisions we make.
- Consistent or serious failure to observe the terms of the Code of Conduct.

Approval and Review

This code of conduct was approved by the Management Committee of Linthouse Housing Association on 6th June 2017.

APPENDIX 7: CHAIR'S REMIT

<p>The role of the Chair</p>	<p>The Chair of the Management Committee exercises important duties and responsibilities, and should always remember that he/she is acting on behalf of the Committee and not in isolation. The Chair is supported by a Vice-Chair and this role description is relevant to their duties also.</p> <p>The position of Chair is referred to in our Rules and the Chair must always act in accordance with the Rules.</p> <p>This statement is consistent with the principle set out in the Regulatory Standards of Governance and Financial Management.</p>
<p>Responsibilities</p>	<p>The overall responsibilities of the Chair are to provide leadership to the Management Committee and to ensure the efficient and proper conduct of the Committee's business, acting on occasions under delegated authority on behalf of the Committee.</p> <p style="text-align: center;">The specific responsibilities of the Chair are as follows:</p> <p style="text-align: center;">1. Providing leadership to the Management Committee:</p> <ul style="list-style-type: none"> • Represent the Association and present constructive views on its behalf. • Keep the composition, skills and effectiveness of the Management Committee under review, and recommend action to remedy any deficiencies. • Ensure that the Management Committee seeks and receives appropriate professional advice as and when required. • Ensure that each Management Committee Member is annually appraised as provided for in our rules. • Ensure a harmonious and productive relationship exists between Management Committee Members and that disputes or issues of conflict are resolved quickly and satisfactorily. <p style="text-align: center;">2. Providing leadership to the Chief Executive:</p> <ul style="list-style-type: none"> • Provide direction, leadership, ongoing support and guidance to the Chief Executive • Where necessary) initiate any disciplinary action against the Chief Executive. • Seek to develop and maintain excellent working relationships with the Chief Executive and senior staff. • Ensure, in the event of a vacancy, and in conjunction with other members of the Management Committee that the post of Chief Executive Officer is filled in a timely and orderly fashion, in accordance with employment legislation, good practice and our own recruitment policy and practice. • Ensure, in conjunction with other members of the Management Committee, that the remuneration of the Chief Executive Officer is considered, and recommendations made to the Management Committee.

	<ul style="list-style-type: none"> • Arrange, with other members of the Management Committee for the annual appraisal of the Chief Executive Officer and report the results to the Management Committee <p>3. Ensuring the efficient and proper conduct of the Management Committee business:</p> <ul style="list-style-type: none"> • Chair all general meetings of the Association in accordance with our Rules. • Chair all meetings of the Management Committee, in accordance with the Rules and the Standing Orders and ensure the efficient and proper conduct of the Management Committee business. • Ensure that the views of all Management Committee members are sought before any important decision is taken at meetings. • Decide on any points of order arising at any meetings of the Management Committee. • Keep order and make sure that every member has a fair hearing and an opportunity to express their views on the subject under discussion. • Decide all matters of order, relevancy and at his/her discretion, alter the order of business at any stage of the meeting. • Exercise a second and deciding vote in the event of a tie in the vote of the Management Committee. <p>4. Acting under delegated authority on behalf of the Management Committee:</p> <ul style="list-style-type: none"> • Initiate any investigation under the terms of our Code of Conduct. • Ensure that business is efficiently and accountably conducted between Management Committee meetings. • Sign cheques and documents requiring the Management Committee or the Chair's authorisation. • Take decisions on behalf of the organisation in the event of emergencies that occur outside the regular meeting cycle and report these back to the Management Committee for ratification.
Development	The Chair is offered training where appropriate to help him/her develop their skills in relation to the responsibilities associated with the post.
Relations	<p>In exercising his/her responsibilities, the Chair may seek the advice and support of the Vice Chair or other office bearers, and may be guided by the advice of the Chief Executive or other external advisers engaged for this purpose.</p> <p>However, the Chair remains solely responsible for the decisions that lie within the responsibilities of the post, and his/her decision in these matters are final.</p> <p>The relationship between the Chair and Chief Executive Officer as leaders of the Management Committee and of the staff group respectively, is vital to the effective governance of the Association. The relationship must be based on good and regular communication, mutual trust and support and an understanding of respective roles and responsibilities.</p>
Date approved	
Date for review	

APPENDIX 8: COMPANY SECRETARY'S REMIT

<p>The role of the Company Secretary</p>	<p>The Company Secretary exercises important duties and responsibilities on behalf of the Management Committee and the Association.</p> <p>The position of Secretary is referred to in our Rules and is the unique position that may be held by a member of the Management Committee directly or can be assigned by the Management Committee to an officer of the Association, normally the CEO.</p>
<p>Responsibilities</p>	<p>1. General Duties</p> <p>The Secretary will convene all Annual General Meetings and Special Meetings in accordance with the Rules and in conjunction with the Chairperson and CEO.</p> <p>The Secretary will convene all meetings of the Management Committee or Special Meetings of the Committee under the Rules and in conjunction with the Chair and CEO.</p> <p>The Secretary will ensure the taking, circulation and safekeeping of all governing body minutes in conjunction with the CEO.</p> <p>The Secretary may call a Special Meeting of the Management Committee in accordance with the Rules.</p> <p>Annual Returns and the Keeping of Registers</p> <p>The Secretary will ensure the timeously preparation and submission of all returns to statutory and regulatory bodies in conjunction with the CEO.</p> <p>The Secretary will ensure that the following are maintained and in safe custody:</p> <ul style="list-style-type: none"> a) Register of Members b) Register of Interests c) Tender Register d) Share Books <p>The Secretary, in conjunction with the CEO, will ensure that all members and persons with an interest in the Association are allowed to inspect the registers and books of the Association in accordance with the Rules.</p> <p>2. Financial Management</p> <p>The Secretary will ensure that proper books of accounts are maintained and that adequate financial controls operate.</p> <p>The Secretary will ensure that annual financial statements, in a form meeting statutory requirements, are prepared. The Secretary will also ensure that a copy of the latest Annual Accounts and Auditor's Report is displayed in the public area of the Association's office.</p>

	The Secretary will ensure the annual financial statements are presented to the Membership and the Auditor's report is also reported on.
Development	The Company Secretary is offered training where appropriate to help him/her develop their skills in relation to the responsibilities associated with the post.
Date approved	
Date for review	

APPENDIX 9: REMIT OF POLICY WORKING GROUP

Working Group:	Policy Working Group:
Remit	<p>The remit of the Policy Working Group is to develop new policies and to carry out a comprehensive review of the Association's policies to confirm that they are 'fit for purpose' and to identify areas for new policy development. (This will involve consultation with a range of stakeholders to gain feedback and draw upon the relevant expertise). Feedback will be used as evidence to inform recommended changes and bring the Association's policies into line with current legislation (e.g. 2014 Housing Scotland Act), regulatory requirements and the needs of the Association's tenants and other customers.</p> <p>The Working Group will also identify those policies which are required by law to ensure that the Association is meeting its legal obligations. Officers will also be involved in developing staff procedures to ensure that policies are properly implemented.</p>
Matters reserved for Management Committee that Working Group will advise on:	<p>The Policy Working Group will lead on specific issues relating to amendments to the Association's policies and report back to the Management Committee with recommendations. The Management Committee will make the final decision on these recommendations.</p> <p>Quarterly progress schedules will also be provided to the Management Committee by the Working Group.</p> <p>The Working Group will carry out detailed scrutiny on draft policies and provide feedback to the Management Committee.</p>
How often Meetings are held:	The Policy Working Group will meet as often as required to fulfil its remit but at least four times per annum.
Chair of the Policy Working Group:	The chair of the Policy Working Group will be the Policy Manager supported as required by the Chief Executive Officer.
Composition of Working Group	Membership of the Policy Working Group may be drawn from the Association's staff, Management Committee, tenants, Registered Tenants Organisation (RTO) and Residents Panel. The Working Group will build up a panel of armchair critics, which it may consult on any changes to the Association's policies. This will be tied in to the Association's tenant participation strategy.

APPENDIX 10: REMIT OF EMPLOYEE FORUM (LEAF)

PRINCIPLES AND REMIT

This forum will be the main consultation and information forum for issues that relate to staff on planned changes, working conditions, welfare and training. This will include

- Changes to the staff structure of Linthouse Housing Association (LHA)
- HR policies and practices
- Work life balance policies and healthy working lives practices
- Training and personal development practices and use of budgets
- General exchange of views and ideas in developing the business and managing cultural change at LHA
- General discussion on issues challenging the business, staff and their potential resolution
- Matters affecting employment prospects
- Consultation, with a view to reaching an agreement, on decisions likely to lead to substantial changes in the organisation of work.

This forum will be representative of all staff within the organisation and will operate on a partnership and collaborative basis.

The remit of the forum may grow as it becomes embedded into the meeting and communication structure of LHA.

This forum does not replace staff discussing their own issues with their line manager, and it is not the place to discuss individual issues or grievances unless they are relevant to the discussion.

As far as possible, a draft agenda will be made available by senior management to representatives in advance of meetings, usually giving three working days' notice. Staff representatives will then be invited to comment and add items for discussion before the agenda is finalised by senior management.

In preparation for and prior to Forum meetings, staff representatives will be expected to consult their colleagues on matters they wish to have raised. Whilst representatives will be asked to feedback discussion and outcomes of meetings to the staff they represent, the principal responsibility for recording and disseminating meeting outcomes will fall to senior management.

Within 7 days of the meeting senior managers will ensure a note will be available for distribution to all staff, it will be agreed at the start of each meeting who will take the note. All that attend have to agree it is a true reflection of the discussion before it is issued.

Senior management will ensure that time is granted for staff representatives to fulfill their duties under the Forum remit.

The final decision on all matters relating to staff terms conditions and structures will lie with the Chief Executive Officer and the Committee of LHA.

MEMBERSHIP

There will be 5 members of staff within the forum and they will be representative of the following departments:

- Customers Services (x2)
- Finance and IT
- Asset Management
- Governance and Corporate Services

The forum will be chaired by the CEO or depute as assigned by the CEO.

There may be other leaders invited to the meeting to present to the forum e.g. Finance & Business Support Director to discuss training budgets and financial performance of the organisation.

NOMINATION

Each department will be asked to nominate their representative, when there is more than one nomination that department will decide collectively who their representative will be.

There will be nominations annually to select the new representatives, however if a representative is no longer employed by LHA or has missed 3 meeting in succession, nominations for that department will happen immediately.

REPRESENTATION

The representatives can be of any grade within their department and there will be 1 member from each of the departments (with the exception of the Customer Service Team where there will be 2 due to its size) listed in the Membership section. As there is a time commitment required to attend the forum no representative should be on the forum for more than 2 years at a time. LHA recognises the personal development value of staff participating as representatives; and through time will encourage all staff to take a turn as staff representatives.

Whilst a member of the forum, staff will be representative of all LHA, not just their department and will work in the best interests of all including the organisation.

The CEO or assigned depute will ensure that any papers are distributed before the meeting to give representatives an opportunity to read and understand the information. All information will be given in a format that is easy to understand and were possible will not contain jargon that will not be known by all representatives.

QUORUM

The meeting will be quorate provided there are at least 2 of the 5 department representatives in attendance. Where a meeting is not quorate, it will be re-arranged as soon as possible.

CODE OF CONDUCT

The meetings will be held at times that suit all the members, and **all** must abide by LHA staff code of conduct.

It is the responsibility of each individual forum member to have read any papers and attend the meetings, missing three meetings in succession may result in a nomination for a new representative from the appropriate department.

FREQUENCY OF MEETINGS

The forum will normally meet once every two months for routine meetings. However, during a period of change e.g. restructure, this meeting schedule may increase to weekly or a schedule that the membership agrees.

This document was drawn up using information from The Advisory and Conciliation and Arbitration Service (ACAS) and follows the spirit of the Information and Consultation of Employees (ICE) Regs that were introduced on 6th April 2005 for organisations of more than 50 employees.

The Employee Forum is not the only way that LHA will consult and give information to staff, other methods include full staff meetings, team meetings, one to ones with line manager, and information via email.

This document is owned by all staff and was discussed, agreed and signed on:

Date

Signed on behalf of staff

Signed on behalf of LHA.....