

**Role Description for Governing Body Members of
Forth Housing Association
(Based on SFHA model role description)**

1. Introduction

“The Governing Body leads and directs the RSL to achieve good outcomes for its tenants and other service users.” Regulatory Standards of Governance and Financial Management, Standard 1¹

- 1.1 This role description has been prepared to set out the responsibilities that are associated with being a Governing Body Member (Management Committee Member) of Forth Housing Association (Forth). It should be read in conjunction with Forth Housing Association’s Standing Orders.
- 1.2 Forth Housing Association is a Registered Social Landlord. The role description reflects the principles of good governance and takes account of (and is compliant with) the expectations of the Regulatory Standards of Governance and Financial Management for Scottish RSLs and relevant guidance produced by the Office of the Scottish Charity Regulator (OSCR).
- 1.3 Forth Housing Association encourages people who are interested in the Association’s work to consider seeking election as a Management Committee Member and is committed to ensuring representation from the communities that it serves. Management Committee Members do not require ‘qualifications’ but, from time to time, we will seek to recruit people with specific skills and experience to add to or expand the existing range of skills and experience available to ensure that the governing body is able to fulfil its purpose. We carry out an annual review of the skills that we have and those that we need to inform our recruitment activities.
- 1.4 This role description applies to all members of the Management Committee, whether elected or co-opted, new or experienced. It is subject to periodic review.

2. Primary Responsibilities

- 2.1 As a governing body member your primary responsibilities are, with the other members of the Management Committee, to
 - Lead and direct Forth Housing Association’s work
 - Promote and uphold Forth Housing Association’s values
 - Set and monitor standards for service delivery and performance
 - Control Forth’s affairs and ensure compliance

- Responsibility for the operational implementation of Forth's strategies and policies is delegated to the Director.

3. Powers and Duties of the Chairperson

- 3.1 The Chairperson shall be elected in accordance with the Rules of the Association at the first full Committee Meeting after the Annual General Meeting. The election of the Chairperson shall be overseen by the Association's Director, who will ask for nominations. Where multiple nominations are received an election will be by secret ballot.
- 3.2 Only committee members who have served on the committee for the previous 12 months shall be eligible for election as Chairperson.
- 3.3 Among the responsibilities of the Chairperson are that: -
 - the Committee works effectively with the senior staff;
 - an overview of business of the Association is maintained;
 - the Agenda for each meeting is set;
 - meetings are conducted effectively;
 - minutes are approved and decisions and actions arising from meetings are implemented;
 - the standing orders, code of conduct for Committee Members and other relevant policies and procedures affecting the governance of the Association are complied with;
 - where necessary, decisions are made under delegated authority for the effective operation of the Association between meetings;
 - the Committee monitors the use of delegated powers;
 - the Committee receives professional advice when it is needed;
 - the Association is represented at external events appropriately.
 - appraisal of the performance of Committee Members is undertaken, and that the senior staff officer's appraisal is carried out in accordance with the agreed policies and procedures of the Association; and
 - the objectives, training requirements, support of Committee Members, and the recruitment and induction of new Committee Members is undertaken.
- 3.4 The Chairperson may, at their discretion, alter the order of business for the meeting at any stage.
- 3.5 The decision of the Chairperson on all matters within their competency shall be final and shall not be open to question or discussion.

4. Powers and duties of other Office-bearers

- 4.1 The Association shall elect the following other Office-bearers, in addition to the Chairperson:
- Vice-Chairperson
 - Secretary
 - Treasurer
- 4.2 Only committee members who have served on the committee for the previous twelve months shall be eligible for election as an office bearer.
- 4.3 Their election shall take place at the first full Committee Meeting after the Annual General Meeting and shall be overseen by the Chairperson, who will ask for nominations. Where multiple nominations are received an election will be by secret ballot.
- 4.4 It shall be the duty of the Vice-chairperson to deputise for the Chairperson as required due to absence, sickness or similar situation.
- 4.5 It shall be the duty of the Secretary, in collaboration with the Director, to
- call and go to all meetings of the Association and all the Committee Meetings;
 - keep the minutes for all meetings of the Association and Committee;
 - send out letters, notices calling meetings and relevant documents to Members before a meeting;
 - prepare and send all the necessary reports to the Financial Conduct Authority and The Scottish Housing Regulator;
 - ensure compliance with these Rules;
 - keep the Register of Members and other registers required under these Rules; and
 - supervision of the Association's seal.
- 4.6 It shall be the duty of the Treasurer to ensure that staff adhere to Financial Regulations and provide proper management accounts to Management Committee on a regular basis.

5. Duties of Committee Members

- 5.1 All Committee Members are expected to prepare adequately for meetings, reading the circulated papers in advance and seeking clarification on specific issues as necessary.
- 5.2 All Committee Members are bound to pay due deference to the authority of the Chairperson at all times.

- 5.3 All Committee Members must respect that the decision of the Chairperson at all times shall be final and not open to question or discussion.
- 5.4 Any Committee Member desiring to speak at any meeting of the Committee shall do so when allowed by the Chairperson and direct their speech to:
- the matter before the meeting, including proposing, seconding or supporting a motion or any relevant amendment;
 - a point of order; or
 - asking a question.
- 5.5 All Committee Members are expected to participate in and cooperate fully with the annual appraisal process as outlined in the Committee Member Training Policy.
- 5.6 Committee members must behave appropriately at all times, including being considerate of other Committee Members, Staff and any other people present. Defamatory comments and/or threatening behaviour will not be acceptable.

6. Key Expectations

- 6.1 Forth Housing Association has agreed a Code of Conduct for Governing Body Members. Each member is required to sign a copy of this document every year.
- 6.2 Each member must accept and share collective responsibility for the decisions properly taken by the Management Committee. Each member is expected to contribute actively and constructively to the work of Forth. All members are equally responsible in law for the decisions made.
- 6.3 Each member must always act only in the best interests of Forth Housing Association and its customers, and not on behalf of any interest group, constituency or other organisation. Members cannot act in a personal capacity to benefit themselves or someone they know.

7. Main Tasks

- To contribute to formulating and regularly reviewing Forth's values, strategic aims and performance standards
- To monitor Forth's performance
- To ensure that Forth operates within and is compliant with the relevant legal and regulatory frameworks
- To ensure that risks are realistically assessed and appropriately monitored and managed
- To ensure that Forth is adequately resourced to achieve its objectives and meet its obligations

- To act, along with the other members of the governing body, as the employer of Forth Housing Association's staff

8. Duties

- Act at all times in the best interests of Forth Housing Association
- Accept collective responsibility for decisions, policies and strategies
- Attend and be well prepared for meetings of the Management Committee and sub-committees
- Contribute effectively to discussions and decision making
- Take part in training and other learning opportunities
- Take part in an annual review of the effectiveness of Forth Housing Association's governance and of your individual contribution to Forth Housing Association's governance
- Maintain and develop your personal knowledge of relevant issues and the wider housing sector
- Represent Forth Housing Association positively and effectively at all times, including in local communities and when attending meetings and other events
- Respect and maintain confidentiality of information
- Treat colleagues with respect and foster effective working relationships within the governing body and between the governing body and staff
- Be aware of and comply with our policy on the restrictions on payments and benefits
- Register any relevant interests as soon as they arise and comply with Forth Housing Association's policy on managing conflicts of interest

9. Forth Housing Association Governing Body Members (Management Committee Members)

9.1 All Management Committee members are volunteers and receive no payment for their contribution. Forth Housing Association has policies which prevent you or someone close to you from benefiting personally from your involvement with Forth Housing Association, although these policies also seek to ensure that you are not unfairly disadvantaged by your involvement with Forth Housing Association. All out of pocket expenses associated with your role as a Management Committee Member are fully met and promptly reimbursed.

9.2 In return for your commitment, Forth Housing Association offers:

- A welcome and introduction when you first join the management committee;

- Ongoing support
- Clear guidance, information and advice on your responsibilities and on Forth Housing Association's work
- Formal induction training to assist settling in
- Papers which are clearly written and presented, and circulated in advance of meetings
- The opportunity to put your experience, skills and knowledge to constructive use
- The opportunity to develop your own knowledge, experience and personal skills
- The chance to network with others with shared commitment and ideals