

Board Membership Policy

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1. Introduction

- 1.1 As a non-profit distributing organisation run by voluntary board members, Clyde Valley Housing Association wishes to ensure that it has a strong and active membership base and strong and effective Board with requisite skills.
- 1.2 The Association believes that Clyde Valley will operate more effectively if a large number of residents are aware of and actively participate in the affairs of the Association. Consequently, the Board wishes to maintain a pro-active membership policy.

2. Aim and Objectives

- 2.1 The aim of this policy is to clearly articulate how tenants, residents and other potential members will be encouraged to join the Association and the benefits of membership. This policy should be read in conjunction with the Association's Rules, Tenant Engagement Strategy and Equal Opportunities Policy.

3. Corporate Fit

- 3.1 The degree of compatibility of the Association's Membership Policy with other corporate policies, plans and strategies is as follows: -
 - *Equalities Policy* – The Association aims to be accountable to the communities it serves and will seek to ensure that the composition of its membership is as representative as is possible of all sections of the communities in its area. The Association will, whenever necessary, take positive action to achieve a truly representative membership.
 - *Association Rules* – *this Policy ensures that the Association is adhering to all of its rules in relation to Association Membership and Appointment.*
 - *Complaints Policy*– It is essential that customers are aware of the route to take if they are dissatisfied with any aspect of our customer service and this policy carefully explains the procedure.
 - *Openness & Confidentiality Statement* – we are committed to conducting business in an open and accountable manner however, ensuring confidentiality where required.

2. Membership Policy

- 2.1 The members of the Association shall be those people who hold a share in the Association and whose names are entered in the Register of members.

Membership of the Association shall be held in only one of the following categories

i) Tenant Category

Share Membership will be open only to the Association's tenants.

ii) General Category

Membership within this category will be open only to individuals living in estates where the Association has an interest (as landlord, sharing owner or feu superior) and to individuals or bodies corporate (irrespective of residential qualification or situation of registered office or principal place of work) who have in a personal or professional capacity relevant knowledge, experience, skills or expertise which are complementary to the aims of the Association and who fulfil such criteria for membership as the Board may from time to time determine (See Rules - section 7).

2.2 Applying for Membership

2.2.1 To apply for membership, an application form and one pound must be sent to the Secretary at the Association's registered office. The Board will consider applications at its next meeting or as soon as possible after that. The Association will return money paid for any applications which are not approved.

Applications for membership will not be considered by the Board within the 14-day period occurring before the date of a general meeting.

2.2.2 On approval of their application, applicants will immediately become a member of the Association and their name included in the Association's register of members (see Rule 67) within seven working days. Members will then be issued with one share in the Association.

2.2.3 Representatives of an organisation which is a member of the Association cannot be a member of the Association as an individual shareholder. If members already hold membership as an individual when they start to represent an organisation which is a member, the individual membership will be suspended until such times as the shareholder is no longer a representative of such an organisation.

2.2.4 Applicants for membership must be at least 18 years old unless they are already a tenant of the Association, in which case an applicant must be at least 16 years old.

2.2.5 No member can hold more than one share in the Association.

2.2.6 Members must advise the Association Secretary at our registered office, of a change of address within three months. This does not apply to Association tenants who have moved home by transferring their tenancy to another property owned or managed by the Association as staff will ensure that our records are updated.

2.2.7 For further information refer to the Association's Rules.

2.3 Ending Membership

2.3.1 Members wishing to end their membership of the Association must give the Secretary, at our registered office, one month's notice in writing.

2.3.2 The Association will end an individual's membership and cancel their share if the Board is satisfied that the member has

- Failed to tell us of a change of address as set out in the Rules; or
- Failed to attend and submit apologies for five annual general meetings; or

- Ceased to be a tenant of the Association and had held membership under the Tenant Category set out in the Rules.

2.3.3 The Association may end an individual's membership if it receives a complaint about a member's behaviour and two-thirds of the members voting at a special general meeting agree to this. The following conditions apply to this procedure:

- i) The members can vote in person or through a representative by proxy.
- ii) The complaint must be in writing and must relate to behaviour which could harm the interests of the Association.
- iii) The Secretary must notify the member of the complaint in writing not less than one calendar month before the meeting referred to at i) takes place;
- iv) The member will be called to answer the complaint at the meeting. The members present will consider the evidence supporting the complaint and any evidence the member decides to introduce; and
- v) On receipt of the proper notice, should the member in question not go to the meeting referred to in i) without providing a good reason, the meeting may go ahead in their absence.

2.3.4 Should a membership be ended in this way, any further application for membership by the individual concerned must be approved by two thirds of the members voting at a general meeting.

2.3.5 For further information refer to the Association's Rules.

2.4 Representing an Organisation

2.4.1 An organisation which is a member is free to appoint any person it considers suitable as its representative to the Association. That person will represent all of the Organisation's rights and powers at the Association's general meetings, but must act with regard to the best interests of the Association.

2.4.2 To confirm the identity of a representative, the organisation must send the Association a copy of the authorisation or appointment of an individual as a representative. This should be signed by the Director, Secretary or an Authorised Signatory of the organisation which signature must be witnessed, or in the case of a local authority, by the Chief Executive, or properly authorised Officer of the Local Authority.

2.4.3 An organisation can change the identity of the person entitled to represent that organisation at any time by confirming the identity of the new representative in terms of 2.4.2 above and withdrawing the authority of the original representative.

2.4.4 For further information refer to the Association's Rules.

3. Benefits of Membership

3.1 On approval of an application to join Clyde Valley Housing Association, members will be provided with the following: -

- i) A Certificate of Membership
- ii) A copy of the Association's Rules
- iii) A letter highlighting member's obligations to the Association
- iv) Regular Association Newsletters
- v) The Association's Annual Report

3.2 Members are entitled to attend and vote at General Meetings; to nominate or be nominated for places on the Board of Management (as per skills requirements in Section 4); and to participate in the election of members to the Board of Management.

4. Board Membership

4.1 All share members are entitled to nominate or be nominated for places on the Board of Management. However, due to the complex and significant business of the organisation consideration will be given to all nominees to ensure that all candidates bring a balance of skills and experience in order to mitigate risks in this area. Whilst training will be given to all members, all candidates must be able to demonstrate their skills and experience and in some cases, specific skills for professional areas, e.g. legal or financial background.

4.2 As per the Association Rules, nominations for the Board must be in writing and must give the full name, address and occupation of the member being nominated. Nominations must be signed by and include a signed statement (See Appendix 1) from the member being nominated to show that they are eligible to join the Board in accordance with the Rules, that they are willing to be elected, and also outline their intentions and experience in relation to joining the Board. Nominations must be delivered to the Association at least twenty-one days before the annual general meeting.

4.3 The supporting statement for nominees should be able to demonstrate:

- (a) Their interest in the community and where they live;
- (b) Their best interests in the community more generally;
- (c) A willingness to learn and develop; and
- (d) Commitment to the vision, aims and objectives of the Association.

4.4 Supporting statements will then be considered by the Board in advance of the AGM, to allow members to consider the detail in advance and determine the suitability of the nominee for the position of Board Member and then these will ultimately be elected by the share members at the meeting. In the event of more nominations than vacancies, then members will consider the skills, experience and how well the candidate meets the above criteria, prior to any elections at the AGM.

4.5 All nominations for election to the Board of Management must be submitted on the appropriate Nomination Form. To nominate someone for election to the Board, both parties require to be Share Members of the Association.

4.6 The member being nominated must declare that they wish to be nominated and that they qualify for nomination in accordance with the following rules.

- An employee of the Association, or a close relative of an employee, may not be a Committee Member.
- You cannot become or remain or be re-elected as a Committee Member if one of the following happens to you:
 - You are declared bankrupt under the Bankruptcy (Scotland) Act 1985.
 - You have made an arrangement with your creditors.
 - In the opinion of a qualified medical doctor, you are unable to go to Committee Meetings for 12 months because of incapacity due to a physical or mental illness.
 - You are sent to prison for a month or more or have been convicted of a crime of dishonesty for which the rehabilitation period in terms of the Rehabilitation of Offenders Act 1974 has not expired or for which rehabilitation is excluded in terms of the said Act.
 - You are a party to any legal proceedings in any Court of Law by or against us.
 - You are or will be away for a period of 12 months and are thus unable to attend the Committee Meetings.
 - You have been removed by Communities Scotland from the Committee of another registered social landlord.
 - You have been removed from a charity under Section 7 of the Law Reform (Miscellaneous Provisions) (Scotland) Act 1990 (in connection with the power of a Court to remove or suspend any person who is concerned in the management or control of a charity); or
 - A Disqualification Order has been made against you under the Company Directors' Disqualification Act 1986 (which relates to the power of a Court to prevent someone from being a director, liquidator or administrator of a company or a receiver or manager of company property or being involved in the promotion, formation or management of a company).

4.7 You will no longer be a Committee Member if you:

- Resign your position in writing; or
- Leave the membership of the Association or have your membership withdrawn; or
- Miss four Board meetings in a row without special leave of absence previously granted by the Committee.
- Are excluded under Rules.

4.8 No Committee member may act as such until they have agreed to and signed a code of conduct for Committee Members.

4.9 Outline of Role

The function of the governing body as a whole is two-fold:

- i. To provide leadership to the housing association and determine its strategy, and
- ii. To control the housing association's affairs and ensure compliance.

4.10 The operational management of the housing association is delegated to the housing association's staff, within a framework of controls established by the governing body. In practice this distinction involves a strong element of partnership between the governing body and staff, and demands mutual respect, trust and support.

4.11 In relation to its **strategic and leadership** function, the core responsibilities of the governing body are to:

- Determine the housing association's central purpose, its values and its culture, and ensure that they are consistent with the housing association's constitution.
- Determine and keep under review the housing association's strategic direction and its business objectives.
- Develop and maintain an understanding of the operating environment of the housing association, and take this into account in assessing the association's strategy.
- Disseminate and ensure compliance with the values of the housing association
- Establish a framework for the development, approval and review of policies and plans to achieve the housing association's business objectives.
- Ensure that the organisation is adequately resourced to meet its business objectives.
- Identify and manage the risks associated with the association's strategy.
- Decide on and keep under review formal partnerships and alliances with other organisations.
- Build up strategic links with external bodies and foster relationships with senior staff to enable them to discharge their strategic and leadership duties.

4.12 In relation to its **control and compliance** function, the core responsibilities of the governing body are to:

- Establish and oversee a framework for delegation to office bearers, to sub-committees and to staff.
- Establish and regularly review systems of internal and external control, including Standing Orders, external audit, internal audit, financial control and performance reporting.
- Establish and oversee a framework for the identification and management of risk, in order to protect the housing association and its assets.
- Ensure the solvency of the housing association, approve the annual budget, and approve the annual accounts prior to publication.
- Monitor and assess the housing association's performance against plans, budgets, controls and targets, taking into account customer feedback and the performance of comparable housing associations.
- Establish and oversee a framework for the employment of staff.
- Appoint, support, appraise and (if necessary) dismiss the Chief Executive, and determine his/her remuneration.
- Ensure that the housing association meets all its statutory obligations and acts in accordance with regulatory expectations and accepted good practice standards.
- Ensure that the housing association acts in accordance with its own constitution.
- Assess periodically the governing body's own effectiveness.
- Assess how well the governing body members follow its Code of Conduct.

4.13 In both sets of responsibilities, the governing body is informed, advised and supported by the staff group.

The core responsibilities are central to the Board's role and cannot be delegated.

5. Promoting Membership

5.1 The Association will promote membership by:

- i) Advising new tenant's at pre tenancy stage of the option and benefits of membership through continued promotion by Housing Officers;
- ii) Writing to all existing tenants to publicise membership, possibly offering prize draw to new members;
- ii) Liaising with tenant's and resident's association's and focus group, where the Association has an interest, to encourage membership.
- iii) Publishing information concerning membership in our Newsletters, on our Website and in the reception area of each of our offices.

5.2 In order to encourage active membership, the Association will enquire during the membership application process about interest in participating on the Board of Management. Such information will be compiled for reference in light of the need to fill casual vacancies and/or co-options taking account of the Association's needs identified from reviews of the composition and skills of the Board.

5.3 In addition, the Board will advise all members at least annually of opportunities for election to the Board and the likely time commitment involved.

6. Equalities

6.1 Clyde Valley Housing Association has an Equalities Policy which aims to ensure that access to membership is open to all sections of the community we serve and we are committed to equality of opportunity for all people irrespective of their gender, marital status, family circumstances, disability, race, ethnic or national origins, age, religion, political or sexual orientation.

Appendix 1

Board of Management

Election Nomination Form

This form should be completed if you would like to nominate someone to stand for election to the CVHA Board of Management, at the next Annual General Meeting. To nominate someone for election to the Board, you must be a Share Member of the Association.

1. Details of Person Nominating

Name	
Address	
Contact Number	

I, hereby nominate the person named below, for election to Clyde Valley Housing Association's Board of Management.

Signed		Date	
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2. Details of Person Being Nominated

Name	
Address	
Contact Number	
Occupation	