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## **Board Recruitment and Succession Planning Policy**

**Policy Number – G11**

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<b>Prepared By</b>	Corporate Services
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## 1. Background

- 1.1. The Rules of Clyde Valley Housing Association allow for a maximum of 15 board members (including co-optees) and the opportunity for observers.
- 1.2. Given the complex and diverse nature of the governance structure and business of the organisation, it is recognised to be prudent to consider how we will maintain a full Board in future should vacancies arise, and also to consider how to fill our current vacancies.
- 1.3. In addition, the Association is keen, in keeping with good standards of governance, to ensure that our Board members have the appropriate mix of skills, abilities and experience to manage the scope and scale of the Association's affairs. We review this in a number of ways:

What	When	Who
Board Appraisals	Annually	The Chairperson will carry out non office bearing Board member appraisals, with external support if required.  The Chairperson's appraisal will be undertaken by the Chairperson of Audit Committee and one other Board Member, with external support as above.  The Chairperson of Audit Committee's appraisal will be undertaken by the Chairperson and one other Board member who sits on the Audit Committee, with external support as above.
Chair Briefings	Monthly	Chief Executive
Board Skills Audit (part of appraisal)	Annually	CEO/Finance and Corporate Services Director
Board Training Plan	Annually	Finance and Corporate Services Director
Succession Plan	As per Policy	Chairperson/Chief Executive

- 1.4. The purpose of this Policy is to outline those skills identified and required for the Association's Board, the recruitment strategy and ongoing review of these areas, including succession of Office Bearers.

## 2. Composition and Skills of the Board

- 2.1. In keeping with our constitution, it is important that we ensure the requisite balance of membership and that the composition and the abilities of the Board reflect the nature and scale of the work that we do.

- 2.2. This Policy will be reviewed annually in conjunction with the Board Skills Audit, to ensure that those skills required fully reflect the current and future strategy and actions agreed by the Board.
- 2.3. Following annual review of the Corporate Strategy and in order to achieve its ambitions, the current skills/professional areas required for members were agreed as:
- Financial Management
  - Housing and Estate Management
  - Housing Development and Construction
  - Risk Management
  - Legal and Regulation
  - Asset Management/Surveying
  - IT/Digital
  - Employment and People Management
  - Corporate Management
- 2.4. Skills relative to service user knowledge are key and it is expected that these will be provided independently by the Clyde Valley Customer Panel.
- 2.5. Due to the complex financial structure of the business, the Association should aim to ensure it has a minimum of 2 members with key financial management background/experience at all times.
- 2.6. In addition to skills and behaviour requirements, the Association will strive to ensure that its members appropriately reflect both the geographical areas and proportions of our stock, which are predominantly North and South Lanarkshire. Should there be an instance whereby we have multiple applications from experienced individuals then a deciding factor will include the area represented.

### **3. Filling Board Member Vacancies**

- 3.1. Nominations for membership of the Board must be on the Board Nomination Application Form which are included in the Board Recruitment Pack. Nominations must be signed by and include a statement from the member being nominated to show that they are eligible to join the Board in accordance with the Associations 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 21 days before the general meeting. To nominate someone for election to the Board, both parties require to be Share Members of the Association.
- 3.2. 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.
- 3.3. A Board Recruitment Panel, comprising Office Bearers and the Chief Executive will consider Application Forms and those who meet the minimum skills criteria will be invited to attend a Board meeting in an Observer capacity. Nominees will then be invited to an informal discussion with the Recruitment Panel and Chief Executive to determine their suitability and general fit with the organisation.

- 3.4. Suitable nominees will then be put forward for election at the AGM.
- 3.5. In terms of the recruitment process, vacancies will be advertised in targeted press and publications depending on the skills required, as well as alerting the appropriate professional bodies to the vacancy. Tenant vacancies will be advertised through Association newsletters and at sign-up and annual visits, through our website and general correspondence.
- 3.6. A copy of the outline of the role of a Board Member, including Person and Skills Specification is attached at Appendix 2.

#### **4. Member Declaration**

4.1. 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 Board Member.
- You cannot become or remain or be re-elected as a Board 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 Board 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 Board Meetings.
  - you have been removed by Scottish Government 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).

4.2. In addition, you will no longer be a Board 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 Board.

- Are excluded under any of 4.1 above.

4.3. No Board member may act as such until they have agreed to and signed a Code of Conduct for Board Members and Declaration of Interest Form, which are renewed annually.

## **5. Co-optees**

5.1. Should vacancies arise throughout the year, then suitable co-optees will be sought for the required skill area.

## **6. Board Training**

6.1. Clyde Valley Housing Association is fully committed to the development of all its employees and Board Members who are encouraged to undertake training which relates directly to their position and role within the Board in order to improve their knowledge and performance and the service provided by the Association.

6.2. There are a number of matters which will involve at least the need for some external professional advice and attendance of an external specialist to attend the Board, which could include treasury management matters or legal matters. It is considered that this advice will constitute 'on the job' training for Board Members.

6.3. In addition, Board members are encouraged to request individual training for areas that they wish to refresh or develop – either ad-hoc or through the formal skills audit as part of their annual appraisal with the Chairperson. This can be delivered in a number of ways, by in house staff, by attendance at bespoke training, attendance at conferences or seminars. The nature of the training will determine which is most appropriate. In addition, annual refreshers will be provided for members on the responsibilities and liabilities of being a Charity Trustee.

## **7. Office Bearer Positions**

7.1. The Association has been fortunate to have very experienced and committed Board Members as well as very diligent and professional office bearers, who are elected as per our Succession Plan (see 10 below).

7.2. It is recognised that it is essential that the Association has a Chairperson that has the necessary strength and depth of skills and character to lead the organisation and who can be a real Ambassador in their role.

7.3. At present the Association has two Board Member office bearer roles: the Chairperson and the Chairperson of the Audit Committee. The Association Rules state that "The Chairperson can be re-elected but must not hold office continuously for more than 5 years" and the Role Description for the Chairperson of Audit Committee states that: 'The [Audit Committee] Chairperson cannot serve a continuous term of more than three years'.

7.4. The Succession Planning section at 10 below outlines how the Association will prepare for the succession of its Chairperson, and Chairperson of Audit Committee leading up to the end of respective terms of office.

## **Responsibilities of Chair**

- 7.5. The overall responsibilities of the Chairperson are to provide leadership to the governing body, and to ensure the efficient and proper conduct of the governing body's business, acting on occasions under delegated authority on behalf of the governing body.
- 7.6. The specific responsibilities of the Chairperson are as detailed below. In addition, an outline job description and person specification is detailed at Appendix Three, and is designed to highlight the nature of the job of Chairperson and the associated skills and attributes that are demanded of the post holder.
- 7.7. The Chairperson will be given detailed training where appropriate to help him/her develop his/her skills in relation to the responsibilities associated with the post. In addition, job shadowing will take place with the outgoing Chair to pass on any experience or skills, as well as to obtain an overview of the post.
- 7.8. In exercising his/her responsibilities, the Chairperson may seek the advice and support of other office bearers, and may be guided by the advice of the Chief Executive. However, the Chairperson remains solely responsible for the decisions which lie within the responsibilities of the post, and his/her decisions in these matters are final.
- 7.9. The relationship between the Chairperson and Chief Executive, as leaders of the governing body and of the staff group respectively, is vital to the effective governance of the housing association. The relationship must be based on good and regular communication, mutual trust and support and an understanding of the respective roles and responsibilities. As such the Chairperson has fortnightly briefing meetings with the Chief Executive to keep up to date with Association business. It is based on an agenda that is flexible and allows both the Chairperson and the Chief Executive Officer to develop a mutually beneficial dialogue in a spirit of confidence and trust as part of the on-going stewardship role of the two posts.

## **Responsibilities of Chairperson of Audit Committee**

- 7.10. The Chairperson of the Audit Committee is responsible for the leadership of the Committee and ensuring its effectiveness in all aspects of the Committee's role and to ensure that the Committee properly discharges its responsibilities as required by law, the Rules and the standing orders of the Association. The specific responsibilities of the Chairperson of Audit Committee are as detailed below. In addition, an outline job description and person specification is detailed at Appendix Three, and is designed to highlight the nature of the job of Chairperson of Audit Committee and the associated skills and attributes that are demanded of the post holder.
- 7.11. The Chairperson of the Audit Committee will be delegated such powers as are required to allow them to properly discharge the responsibilities of the office. Among the collective responsibilities of the Committee, on which the Chairperson will lead are:
  - The Committee works effectively with the Executive Team
  - The Agenda for each meeting is set
  - Meetings are conducted effectively
  - Minutes are approved and decisions and actions arising from meetings are implemented

- All responsibilities set out in the Remit of Audit Committee which may be reviewed by CVHA Board from time to time,
- 7.12. The role of the Chairperson of Audit Committee will deputise, support and (where required) stand in for the Chairperson of CVHA.
- 7.13. The Chairperson of Audit Committee must act, and be seen to act, at all times on behalf of the Committee Members. The Chairperson's key responsibilities are:
- To lead the Audit Committee constructively, provide direction and manage meetings and decision making effectively.
  - To develop and maintain a constructive and positive working relationship with the Chair of CVHA and Chair of Clyde Valley Property Services, and Chief Executive and Executive Directors.
  - Report and make recommendations to CVHA Board in relation to Audit Committee activity.
  - To maintain a constructive and positive relationship with internal and external auditors and other independent advisors
  - To uphold CVHA's Code of Conduct and promote good governance.
  - In the event that the Chair of CVHA is unable to fulfil their responsibilities, the Chair of the Audit Committee will carry out these duties.

## **8. Succession Planning**

- 8.1. By succession planning we mean the preparation for the replacement of one postholder by another. Succession planning involves preparing the new postholder before the old one leaves, possibly with training or through work shadowing. Both office bearer positions are now remunerated and in order to attract and appoint members of appropriate calibre and experience it may be necessary to recruit directly to the posts rather than from within existing Board members.
- 8.2. Each individual member is expected to contribute constructively to the work of the governing body, though the role and their often professional/specialist background, which plays an integral role in the governance of the organisation. The role of Chairperson is primarily to act as an Ambassador for the Association and to ensure the maximum benefit and associated contribution is being achieved by the component parts of the governing body, its officers and advisers. The role of Chairperson of Audit Committee is primarily the leadership of the Committee and ensuring its effectiveness in all aspects of the Committee's role and to ensure that the Committee properly discharges its responsibilities as required by law, the Rules and the standing orders of the Association. The Chairperson of the Audit Committee will be delegated such powers as are required to allow them to properly discharge the responsibilities of the office.
- 8.3. While each office bearer has particular duties and responsibilities, each should always remember that he/she is acting on behalf of the Governing Body and not in isolation.
- 8.4. Office bearing roles are referred to in the association's rules, and office bearers must always act in accordance with the rules.
- 8.5. This statement is consistent with the principle set out in the SHR Regulatory Framework and Regulatory Standards.

## **9. Board Member Succession Strategy**

- 9.1. To allow the Association to plan ahead, it is the Associations strategy that on an annual basis following the assessment of skills, knowledge and experience of existing Board members, a decision will be taken by the Board on the need to recruit new members based on the outcomes of the annual Board appraisal. The Board appraisal process will establish any skills gaps and aspiration to an office bearing role. This will allow ongoing development of members and thus ensure there is potential for office bearers to be drawn from existing members.
- 9.2. Those members interested in an office bearing role will be offered training and development opportunities, although expressing an interest in an office bearing role does not guarantee that the Board member will be appointed to that role in the future. All Board member vacancies will be filled through an interview process as described at 3.1 to 3.5 above.

## **10. Office Bearer Succession Strategy**

- 10.1. To allow the Association to plan ahead, it is the Associations strategy that on an annual; basis following the assessment of skills, knowledge and experience of existing Board members, a decision will be taken by the Board on the need to recruit new office bearers based on the outcomes of the annual Board appraisal. The Board appraisal process will include an assessment of current office bearers and how well they are performing the role. Where office bearers are considered to be under performing in their role training and development will be offered for an agreed length of time. Where the office bearer continues to underperform a recruitment exercise to fill the position will be undertaken and the incumbent asked to stand down.
- 10.2. Where the Board decides that there is a need to recruit a Chairperson a decision will be made as to whether the recruitment approach should be internal only, or both internal and external.
- 10.3. A Board Recruitment Panel, comprising Office Bearers and the Chief Executive will consider Application Forms and those who meet the minimum skills criteria will be invited to attend a Board meeting in an Observer capacity. Candidates will then be invited to a formal interview with the Recruitment Panel and Chief Executive to determine their suitability and general fit with the organisation.
- 10.4. The most suitable nominee will then be put forward for election at the AGM.
- 10.5. In terms of the recruitment process, vacancies will be advertised in targeted press and publications depending on the skills required, as well as alerting the appropriate professional bodies to the vacancy.

## **11. Expression of Interest in Office Bearing Positions**

- 11.1. Expressions of interest for the role of Chairperson and Chairperson of Audit Committee will commence in the summer of the last approved term, leading up to the AGM. Candidates will be asked to consider the role in detail and put themselves forward by using the Expression of Interest form at Appendix Three. A supporting statement should be included for the recruitment panel to consider in advance of potential interview.



**Board**

**Recruitment Supporting Statement**

This form should be completed if you would like to nominate yourself to stand for election to either the CVHA Board or CVPS Board of Directors.

**1. Contact Details**

Name	
Address	
Contact Number	
E-Mail	

**2. Which Board Do You Wish to Nominate Yourself**

Clyde Valley Housing Association Parent Board	
Clyde Valley Property Services Subsidiary Board of Directors	

**3. Supporting Statement**

This statement should outline your intentions and experience in relation to joining the Board.

Your interest in the community and where you live.
Your best interests in the community more generally.

A willingness to learn and develop.
Commitment to the vision, aims and objectives of the Group.

I confirm that I am eligible to join the Board, in accordance with Rules, as set out overleaf.

Signed		Date	
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Once completed please return, along with cv to Lynn Wassell at [Lynn.Wassell@cvha.org.uk](mailto:Lynn.Wassell@cvha.org.uk) or post to Clyde Valley Group, 50 Scott Street, Motherwell, ML1 1PN.



**Details of Person Nominating Individual**

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

Person Nominated	
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Nominee

Name	
Address	
Contact Number	

Signed		Date	
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### Board of Management

#### Outline of Role

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

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

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.

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.

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.

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.

### Board of Management Person and Skills Specification

The following is a list of the key requirements for the role of a Board Member. It should be noted that training, support and development will be provided for the post holder, where required.

<b>Requirement</b>	<b>Essential</b>	<b>Desirable</b>
An understanding of, a commitment to, and a passion for social housing, its purpose and its work.	✓	
Objectivity, fairness, independence of mind, integrity, wisdom, discretion and good judgment.	✓	
Strategic vision and the ability to focus on practical issues.	✓	
A commitment to act solely in the best interest of Clyde Valley Housing, and of the community it serves, without regard to personal interest or benefit.	✓	
Readiness to take and be accountable for decisions.	✓	
A lively awareness of how the world is changing politically, economically and socially.	✓	
The necessary time to be an effective Board Member.	✓	
A good team player.	✓	
Self-aware and self-managing.	✓	
No significant potential conflicts of interest.	✓	
Resident, community and neighbourhood involvement.		✓
Experience of leadership.		✓
Board and committee level decision making.		✓
Experience of organisations with stakeholders.		✓
Experience of social housing and community issues.		✓
A broad experience of good governance in business, and Charitable organisation.		✓
An understanding of the governance issues and duties and responsibilities facing the social housing sector.		✓

## Key Knowledge and Skills

Requirement
Financial Management
Housing and Estate Management
Housing Development and Construction
Risk Management
Legal and Regulation
Asset Management/Surveying
IT/Digital
Employment and People Management
Service User Experience

*Vacancies will be advertised based on skills required, therefore it will be essential that you can demonstrate your experience in that area.*

## Core Competencies

Requirement	Essential	Desirable
Ability to challenge positively	✓	
Analytical skills	✓	
Ability to work collaboratively to reach consensus	✓	
Communication skills	✓	
Ability to act as an ambassador for the organisation	✓	
Ability to be creative and logical	✓	
Ability to interpret information	✓	
Ability to maintain a customer focus	✓	

## **Board of Management Chairperson – Role Outline**

### **Main Duties**

#### **1. Providing leadership to the governing body**

- Represent the housing association and present constructive views on its behalf.
- Keep the composition, skills and effectiveness of the Governing Body under review, and recommend action to remedy any deficiencies.
- Ensure that the Governing Body receives appropriate professional advice.
- Ensure, in the event of a vacancy, in conjunction with other members of the Governing Body, that the post of Chief Executive is filled in a timely and orderly fashion, in accordance with employment legislation, good practice and the housing association's own recruitment policy.
- Ensure, in conjunction with other members of the Governing Body, that the remuneration of the Chief Executive is considered, and recommendations made to the Governing Body.
- Arrange, with other members of the Governing Body, for the annual appraisal of the Chief Executive, and report results to the Governing Body.
- Provide ongoing support and guidance to the Chief Executive and (where necessary) initiate any disciplinary action.

#### **2. Ensuring the efficient and proper conduct of the governing body's business**

- Chair all general meetings of the housing association in accordance with its rules.
- Chair all meetings of the Governing Body, in accordance with its Standing Orders, and ensure the efficient and proper conduct of the Governing Body's business.
- Ensure that the views of all Governing Body members are sought before any important decision is taken at meetings.
- Decide on any points of order arising at any meetings of the Governing Body
- 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 Governing Body

#### **3. Acting under delegated authority on behalf of the governing body**

- Initiate any investigation under the terms of the association's Code of Conduct.
- Ensure that the housing association's business is efficiently and accountably conducted between Governing Body meetings.
- Act as the final authority in relation to appeals and complaints, in accordance with the housing association's policies.
- Sign cheques and documents requiring the Governing Body or the Chairperson's authorisation.
- Take decisions on behalf of the organisation in the event of emergencies that occur outwith the regular Committee cycle, reporting these back to the main Committee for ratification.

## **Board of Management Chairperson – Person Specification**

The following is a list of the key requirements for the role of Chairperson. It should be noted that training, support and development will be provided for the postholder, where required.

- Understanding and experience of Association Sub Committees.
- Knowledge of the Housing Sector.
- Excellent verbal and public speaking skills.
- Impartial and diplomatic.
- Patient and tolerant.
- Friendly and approachable.
- Willingness to learn.
- Leadership skills.
- An ability to work effectively as a member of a team.
- Good IT skills.
- Clear understanding of the responsibilities and liabilities of the Board.

## **Audit Committee Chairperson – Role Outline**

### **Main Duties**

The Chairperson's key responsibilities are:

- To lead the Audit Committee constructively, provide direction and manage meetings and decision making effectively.
- To develop and maintain a constructive and positive working relationship with the Chair of CVHA and Chair of Clyde Valley Property Services, and Chief Executive and Executive Directors.
- Report and make recommendations to CVHA Board in relation to Audit Committee activity.
- To maintain a constructive and positive relationship with internal and external auditors and other independent advisors.
- To uphold CVHA's Code of Conduct and promote good governance.
- In the event that the Chair of CVHA is unable to fulfil their responsibilities, the Chair of the Audit Committee will carry out these duties.

### **Leadership and Direction**

The Chairperson of Audit Committee is expected to:

- Represent CVHA positively and effectively.
- Undertake relevant training and development and keep up to date with knowledge and understanding of issues and risks affecting the business and housing sector as a whole
- Set the style and tone of Audit Committee meetings to ensure effective and participative decision making.
- In liaison with the CVHA Chairperson, ensure that Committee Members have the range of skills, knowledge and experience necessary for the achievement of CVHA's aims and objectives and for the fulfilment of the Governing Body Members' responsibilities.
- Promote and uphold the Code of Conduct for Audit Committee Members.
- Demonstrate and support the principles of good governance at all times.
- Ensure Audit Committee Members have access to the necessary advice, information and support to fulfil its responsibilities and that, where appropriate, external and/or specialist advice is sought.
- Make up part of the panel to conduct the Annual Appraisals for CVHA's Chairperson.
- Provide feedback to the Chairperson of CVHA on the performance of Audit Committee members to feed into the Annual Appraisal process.

### **Promoting Good Governance**

The Chairperson is required to:

- Promote and demonstrate the highest standards of ethical conduct and integrity
- Chair all meetings of Audit Committee in accordance with the CVHA Rules, Standing Orders and Audit Committee Remit
- Ensure that all Board Members have access to appropriate information and have an opportunity to contribute to discussion and consideration of all matters requiring their attention

- Prepare for and manage meetings effectively to ensure that there is sufficient time for the consideration of all relevant issues; for performance to be monitored effectively and for risk to be assessed realistically

### **Providing leadership to the governing body**

- Represent the housing association and present constructive views on its behalf.
- Keep the composition, skills and effectiveness of the Governing Body under review, and recommend action to remedy any deficiencies.
- Ensure that the Governing Body receives appropriate professional advice.
- Ensure, in the event of a vacancy, in conjunction with other members of the Governing Body, that the post of Chief Executive is filled in a timely and orderly fashion, in accordance with employment legislation, good practice and the housing association's own recruitment policy.
- Ensure, in conjunction with other members of the Governing Body, that the remuneration of the Chief Executive is considered, and recommendations made to the Governing Body.
- Arrange, with other members of the Governing Body, for the annual appraisal of the Chief Executive, and report results to the Governing Body.
- Provide ongoing support and guidance to the Chief Executive and (where necessary) initiate any disciplinary action.

### **Ensuring the efficient and proper conduct of the governing body's business**

- Chair all general meetings of the housing association in accordance with its rules.
- Chair all meetings of the Governing Body, in accordance with its Standing Orders, and ensure the efficient and proper conduct of the Governing Body's business.
- Ensure that the views of all Governing Body members are sought before any important decision is taken at meetings.
- Decide on any points of order arising at any meetings of the Governing Body
- 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 Governing Body

### **Acting under delegated authority on behalf of the governing body**

- Initiate any investigation under the terms of the association's Code of Conduct.
- Ensure that the housing association's business is efficiently and accountably conducted between Governing Body meetings.
- Act as the final authority in relation to appeals and complaints, in accordance with the housing association's policies.
- Sign cheques and documents requiring the Governing Body or the Chairperson's authorisation.
- Take decisions on behalf of the organisation in the event of emergencies that occur outwith the regular Committee cycle, reporting these back to the main Committee for ratification.

## **Audit Committee Chairperson – Person Specification**

The following is a list of the key requirements for the role of Chairperson. It should be noted that training, support and development will be provided for the postholder, where required.

- An understanding of the functions and requirements of an Audit Committee
- An understanding of, a commitment to, and a passion for social housing, its purpose and its work and our values.
- Objectivity, fairness, independence of mind, integrity, wisdom, discretion and good judgement.
- Commitment to equality and social justice.
- Strategic vision and leadership to drive the Board's contribution to Corporate Strategy development.
- A commitment to act solely in the best interest of the Clyde Valley Group, and of the community it serves, without regard to personal interest or benefit.
- Readiness to take and be accountable for decisions.
- A lively awareness of how the world is changing politically, economically and socially.
- The necessary time to be an effective Chairperson.
- A good team player.
- Self-aware and self-managing.
- No significant potential conflicts of interest.
- Resident, community and neighbourhood involvement.
- Experience in Chairing and leading Board and/or Committee level decision making.
- Experience in recruiting, managing and reviewing the performance of Executive level staff

- Experience of organisations with stakeholders.
- Experience of social housing and community issues.
- Experience of strong and effective governance in business.
- Experience of managing significant strategic and financial risks

**Board of Management Chairperson/  
Chairperson of Audit Committee  
Expression of Interest Form**

This form should be completed if you would like to express an interest in standing for election as Chairperson/Chairperson of Audit Committee of the CVHA Board of Management, following the next Annual General Meeting. To express an interest in the role of Chairperson, or Chairperson of Audit Committee you must meet the essential criteria, outlined at Appendix 3 above so please include a supporting statement showing how you meet this criteria

**1. Applicant Details**

Name	
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I would like to express an interest in:

	Please ✓
Chairperson of Board of Management	
Chairperson of Audit Committee	
Proposed Length of Term, if Elected (up to 5 years)	

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I hereby express an interest in the role of Chairperson/Chairperson of Audit Committee to Clyde Valley Housing Association's Board of Management and, if elected, confirm that I will fulfil the role to my best ability and commit to any training and development requirements.

Signed		Date	
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