



## **CVHA/Group Board Remit**

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### 1. General

- 1.1. The function of the governing body as a whole is two-fold:
  - To provide leadership to the housing association/Group and determine its strategy, and
  - To control the housing association/Groups affairs and ensure compliance.
- 1.2. The Board will have a minimum of 7 members and a maximum (including co-optees) of 15 and a minimum of 4 should be present to allow the meeting to take place. The Board will abide by the Association's Standing Orders and Rules.
- 1.3. The Board will meet at least 5 times per annum and will be serviced by the Director of Finance and Corporate Services.
- 1.4. Following the Association's Annual General Meeting the Board will elect the Chair to service until the next Annual General Meeting.

### 2. Principle Duties of the Board

- 2.1. The operational management of the housing association/Group 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.
- 2.2. In relation to its **strategic and leadership** function, the core responsibilities of the governing body are to:
  - Determine the housing association/Groups 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/Groups strategic direction and its business objectives.
  - Develop and maintain an understanding of the operating environment of the housing association/Group, and take this into account in assessing the association/Group strategy.
  - Disseminate and ensure compliance with the values of the housing association/Group.
  - Establish a framework for the development, approval and review of policies and plans to achieve the housing association/Groups business objectives.
  - Ensure that the organisation is adequately resourced to meet its business objectives.
  - Identify and manage the risks associated with the organisations 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.
- 2.3. 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/Group and its assets.
- Ensure the solvency of the housing association/Group, 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/Group meets all its statutory obligations and acts in accordance with regulatory expectations and accepted good practice standards.
- Ensure that the housing association/Group 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.
- To consider the work of the Audit Committee and ensure appropriate action is being taken by this group as delegated.
- Ensure Health & Safety Compliance across the Group and that appropriate action is being taken by the Health & Safety committee.
- To consider reports from subsidiary boards and ensure all business plans are delivered as approved.
- To create a suitable management structure and ensure that the Chief Executive and executive directors are appropriately motivated.

### **3. Relationships between the Group Board and Executive Directors**

- 3.1. The Board retains the task of making decisions on matters which might create significant financial or other risks to the Group, or which raise material issues of principle: no major changes in direction should be entered into without discussion and approval by the Board.
- 3.2. The Board expects executive directors to provide, in good time prior to meetings, discussions papers and recommendations regarding the Group's activities in order to facilitate the Board's consideration of those recommendations and decisions on whether or not to approve them.
- 3.3. The Board should require and ensure that it receives full, regular, relevant, clear and accurate information from executive directors on matters under consideration of those recommendations and decisions on whether or not to approve them.
- 3.4. The basis of the relationship between the Board and the executive directors should be mutual respect: The Chief Executive and the executive team are accountable to the board, but for the Group to thrive, initiative and creativity have to be encouraged. The

Board should therefore maintain constructive attitude towards the executive directors and in return expect them to accept reasonable criticism without taking offence.

- 3.5. The Executive and staff have responsibility for operational, staffing and management issues.
4. **In both sets of responsibilities, the governing body is informed, advised and supported by the staff group.**
5. **The core responsibilities are central to the Board's role and cannot be delegated.**