

Paragon Housing Association Ltd

Management Committee Membership Application Pack 2022

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Becoming a Management Committee Member

The role of the Management Committee member is key to the success of the Association and we recognise that there are many people from different backgrounds who can offer skills and experience to govern the organisation and we welcome interest from all sections of the community.

The standards of performance and behaviours required by Management Committee members are very high. The Association has set high standards through our own policies and practices and we also require to perform to Scottish Housing Regulator's (SHR) standards and those of other regulators such as OSCR. However we also recognise that people may come to us with the aim of developing their skills and knowledge and we are committed to help members develop and grow so committee / board experience is not an essential.

The Management Committee at Paragon is made up of a maximum of 15 members. Members can be elected at the Annual General Meeting (AGM) or by filling a casual vacancy or by being co-opted. Appendix A sets out the rules around the election/appointment of Committee members. AGM's are usually held in September each year and we would require an outline from candidates about the skills and experiences they offer to share this with members.

There are ways to get involved other than election at the AGM. Anyone seeking co-option or to fill a casual vacancy is invited to submit an outline of their skills and experience and will be invited along to meet the Management Committee for their application to be considered.

The Job Description seeks to set out the main requirements for Management Committee member and what support can be offered.

If you are interested in serving as a Management Committee member, please get in touch with our Corporate Services Team. We can arrange an informal chat so you can find out more. We look forward to hearing from you.

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Management Committee Member Job Description

| Paragon Housing Association Limited |
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| Management Committee Job Description |
| The Role |
| SHR Regulatory Standard 1 <i>The governing body leads and directs the RSL to achieve good outcomes for its tenants and other service users</i> |
| Providing leadership, setting Association strategy and controlling the Association's affairs through appropriate delegated authority with the aim of achieving good outcomes for its tenants and other service users in accordance with Regulatory Standards and Guidance issued by The Scottish Housing Regulator from time to time. |
| Main Responsibilities |
| Governance Standards |
| <ul style="list-style-type: none">• Lead and direct the Association's work• Promote and uphold the Association's values• Uphold the Association's Code of Conduct and promote good governance• To ensure that the Association is open and accountable to tenants, regulators, funders and partners• Reviewing and approving the Association's policies & strategies |
| Service Standards & Performance |
| <ul style="list-style-type: none">• To be informed about and ensure the Association plans take account of the views of tenants and other customers• Reviewing key performance areas such as finance, service provision• Set and monitor standards for service delivery and performance |
| Compliance |
| <ul style="list-style-type: none">• To ensure that the Association operates within and be assured that the Association is compliant with the relevant legal requirements and regulatory frameworks• Controlling the Association's affairs to ensure compliance |
| Risk |
| <ul style="list-style-type: none">• To ensure that risks are realistically assessed and appropriately monitored and managed |

| Resources |
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| <ul style="list-style-type: none"> • To oversee and ensure the Association's financial viability and business sustainability whilst maintaining rents at levels that are affordable to tenants |
| <ul style="list-style-type: none"> • To ensure that the Association is adequately resourced to achieve its objectives and meet its obligations |
| <ul style="list-style-type: none"> • Making major financial decisions about the use of the Association's resources |
| <ul style="list-style-type: none"> • Acting as the employer of the Association's staff |
| Key Expectations & Duties |
| <ul style="list-style-type: none"> • Sign the Code of Conduct annually |
| <ul style="list-style-type: none"> • Accept and share collective responsibilities for the decisions of the Committee |
| <ul style="list-style-type: none"> • Actively and constructively contribute to the work of the Association |
| <ul style="list-style-type: none"> • Act in the best interests of the Association and its customers and not to benefit personally or for someone they know |
| <ul style="list-style-type: none"> • Take part in annual committee appraisals |
| <ul style="list-style-type: none"> • Take part in governance reviews |
| <ul style="list-style-type: none"> • Keep up to date with relevant issues in the housing sector |
| <ul style="list-style-type: none"> • Take part in training and development activities |
| <ul style="list-style-type: none"> • Prepare adequately for meetings |
| <ul style="list-style-type: none"> • Work co-operatively with staff and other committee members |
| <ul style="list-style-type: none"> • Register any relevant interests as soon as they arise and comply with the Association's policy on managing conflicts of interest and manage these in an open manner |
| <ul style="list-style-type: none"> • Comply with relevant policies including Payments, Benefits & Entitlements |
| <ul style="list-style-type: none"> • Treat colleagues with respect and foster effective working relationships within the governing body and between the governing body and staff |

What the Association Offers

- There is no payment other than expenses paid in line with the relevant policies
- An induction process to support you in your roles
- Information, training and advice to support you in your role
- Skill development opportunities
- Clear guidance, information and advice on your responsibilities and on the Association's work
- Papers which are clearly written and presented, and circulated in advance of meetings
- Networking opportunities
- Opportunities to work for the benefit of the communities we serve

Your Commitment

- Attendance at regular Management Committee meetings – up to 12 per year
- Attendance at Sub Committee meetings – up to 12 per year – optional but most members serve on a sub committee
- Preparing adequately for meetings
- Attendance at AGM and other general meetings
- Attendance at training and other events – internal and external – may include some weekends
- Take part in annual appraisal process

Role Review

This role description was approved by the governing body on 14th July 2021. It will form the basis of the annual review of the effectiveness of your contribution to our governance. It will be reviewed by the governing body not later than 2024

Appendix A: Rules Extract – Electing Committee Members

- 39.1 At the end of the first annual general meeting after the total membership of the Association has risen to seven or more, all Committee Members must retire. From then on, at the end of every annual general meeting, one-third of the Committee Members or the nearest whole number thereto, must retire. Anybody appointed as a co-optee under Rule 42.1 or to fill a casual vacancy under Rule 41 and who retires for that reason, shall not count towards the one third provision. The retiring Committee Members should be selected in accordance with Rule 39.2.
- 39.2 In the absence of Committee Members standing down voluntarily, the retiring Committee Members should be those who have served the longest on the Committee since the date of their last election. If two or more Committee Members have served equally long and cannot agree who should retire, they must draw lots.
- 39.3 Committee Members must also retire if they have been co-opted onto the Committee under Rule 42.1 or have filled casual vacancies under Rule 41.
- 39.4 If a Committee Member retires from the Committee in terms of Rule 39 on the date of the next annual general meeting, that Committee Member can stand for re-election without being nominated.
- 40.1 If, at the annual general meeting the number of Members standing for election is less than or equal to the number of vacant places, the Chairperson will declare them elected without a vote. If there are more Members standing for election than there are vacant places, those present at the general meeting or those exercising a postal vote in accordance with Rule 27.6 will elect Members onto the Committee, in accordance with Rule 29.2. Each Member present or who has appointed a representative will have one vote for each place to be filled on the Committee. A Member must not give more than one vote to any one candidate.
- 40.2 The Association will post or send by fax or email intimation of the intended date of the annual general meeting and information on the nomination procedure to each Member at the address, fax number or email address given in the Register of Members of the Association not less than 28 days before the date of the meeting. Nominations for election to the Committee can be made only by Members, must be in writing and in the form specified by the Association and must give the full name, address and occupation of the Member being nominated. A Member cannot nominate himself/herself for election to the Committee. Nominations must be signed by and include a signed statement from the Member being nominated to show that they are eligible to join the Committee in accordance with Rules 37.4 and 43, and that they are willing to be elected. Nomination forms can be obtained from the Association and must be completed fully and returned by hand or by post to the Association's registered office at least 21 days before the general meeting.
- 40.3 The nomination for election to the Committee can be rejected by a decision by not fewer than three quarters of the Committee Members on one or more of the following grounds:-
- 40.4
- 40.3.1 where election to the Committee would be contrary to the Association's Rules or policies: or
 - 40.3.2 where a conflict of interest may exist which, even allowing for the disclosure of such an interest may adversely affect the work of the Association; or

- 40.3.3 where there is clear evidence of relevant circumstances from which it is concluded that election to the Committee would not be in the best interests of the Association.
- 40.4 The rejection of a nomination for election to the Committee shall be notified to the Member concerned in writing at any time prior to the date of the relevant annual general meeting.
- 41 If an elected Committee Member leaves the Committee between the annual general meetings, this creates a casual vacancy and the Committee can appoint a Member to take their place on the Committee until the next annual general meeting.

Co-optees

- 42.1 The Committee can co-opt to the Committee or to a sub-committee anyone it considers is suitable to become a Committee Member or member of a sub-committee. Co-optees do not need to be Members, but they can only serve as co-optees on the Committee or sub-committee until the next annual general meeting or until removed by the Committee. A person co-opted to the Committee can also serve on any sub-committees.
- 42.2 A person appointed as a co-optee shall undertake the role of Committee Member or member of a sub-committee and accordingly will be subject to the duties and responsibilities of a Committee Member. Co-optees can take part in discussions at the Committee or any sub-committees and vote at Committee and sub-committee meetings on all matters except those which directly affect the Rules, the membership of the Association or the election of the Association's Office Bearers. Co-optees may not stand for election, nor be elected as one of the Office Bearers of the Committee.
- 42.3 Committee Members co-opted in this way must not make up more than one-third of the total number of the Committee or sub-committee members at any one time. The presence of co-optees at Committee Meetings will not be counted when establishing whether the minimum number 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.

Eligibility for the Committee

- 43.1 A person will not be eligible to be a Committee Member and cannot be appointed or elected as such if:-
- 43.1.1 he/she is an undischarged bankrupt, has granted a trust deed which has not been discharged or is in a current Debt Payment Plan under the Debt Arrangement Scheme; or
 - 43.1.2 he/she has been convicted of an offence involving dishonesty which is not spent by virtue of the Rehabilitation of Offenders Act 1974 or an offence under the Charities and Trustee Investment (Scotland) Act 2005; or
 - 43.1.3 he/she is a party to any legal proceedings in any Court of Law by or against the Association; or
 - 43.1.4 he/she is or will be unable to attend the Committee Meetings for a period of 12 months; or
 - 43.1.5 he/she has been removed from the Committee of another registered social landlord within the previous five years; or

- 43.1.6 he/she has resigned from the Committee in the previous five years in circumstances where the resignation was submitted after the date of his/her receipt of notice of a special committee meeting convened to consider a resolution for his/her removal from the Committee in terms of Rule 44.5; or
 - 43.1.7 he/she has been removed from the Committee in terms of Rules 44.4 or 44.5 within the previous five years; or
 - 43.1.8 he/she has been removed, disqualified or suspended from a position of management or control of a charity under the provisions of the Law Reform (Miscellaneous Provisions) (Scotland) Act 1990 or the Charities and Trustee Investment (Scotland) Act 2005; or
 - 43.1.9 he/she has been removed from the office of charity trustee or trustee for a charity by an order made by the Charity Commissioners for England and Wales or by Her Majesty's High Court of Justice in England on the grounds of any misconduct in the administration of the charity for which he/she were responsible or to which he/she were privy, or which his/her conduct contributed to or facilitated; or
 - 43.1.10 a disqualification order or disqualification undertaking has been made against that person under the Company Directors Disqualification Act 1986 or the Company Directors Disqualification (Northern Ireland) Order 2002 (which relate 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); or
 - 43.1.11 his/her nomination for election to the Committee has been rejected in accordance with Rule 40.3 during the period between the return of the completed nomination form and the commencement of the relevant Annual General Meeting.
- 43.2 A person cannot be re-elected as a Committee Member if the Committee is not satisfied under Rule 37.6 of the individual's continued effectiveness as a Committee Member. In these circumstances the Committee must not allow the individual to stand for re-election
- 44 A Committee Member will cease to be a Committee Member if:
- 44.1 he/she resigns his/her position as a Committee Member in writing; or
 - 44.2 he/she ceases to be a Member unless he/she is a co-optee in terms of Rule 42.1 or an appointee of The Scottish Housing Regulator; or
 - 44.3 he/she misses four Management Committee meetings in a row without special leave of absence previously being granted by the Committee either at his/her request or by exercise of the Committee's discretion; or
 - 44.4 the majority of Members voting at a general meeting decide this. (The Members at the meeting may then elect someone to take his/her place. If a replacement is not elected at the meeting, the Committee may appoint a Committee Member in terms of Rule 41); or
 - 44.5 the majority of those remaining Committee Members present and voting at a special meeting of the Committee convened for the purpose decide to remove him/her as a Committee Member. The resolution to remove him/her as a Committee Member must relate to one of the following issues:
 - 44.5.1 failure to perform to the published standards laid down by the Scottish Federation of Housing Associations and/or The Scottish Housing Regulator adopted and operated by the Association;
 - 44.5.2 failure to sign or failure to comply with the Association's Code of Conduct for Committee Members; or
 - 44.5.3 a breach of the Association's Rules, standing orders or other policy requirements;

- 44.6 he/she becomes ineligible as a Committee Member in terms of Rule 43; or
- 44.7 he/she is a co-optee or was appointed to fill a casual vacancy and whose period of office is ended in accordance with Rules 39.1 or 42.1; or
- 44.8 he/she is a Committee Member retiring in accordance with Rule 39.1.

END