



# Code of Governance for Management Committee Members

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<b>Policy number:</b>	
<b>Policy approved on:</b>	
<b>Due for review:</b>	

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## **1. Introduction**

This document sets out the terms under which the Management Committee operates, to ensure that the Association is run both effectively and in accordance with its Rules, the Scottish Housing Regulator's Standards of Governance and Financial Management, the Housing (Scotland) Act 2010 and other such relevant legislation.

## **2. Responsibilities of the Management Committee**

2.1 The Management Committee is charged with the following responsibilities:

- To determine the strategies and policies of the Association, monitor their implementation and carry out reviews.
- To make decisions regarding the Association's aims and objectives.
- To oversee and direct business in such a way as to ensure that these aims and objectives are met.

2.2 The Management Committee is directly accountable to the members of the Association and is democratically elected every year at the Annual General Meeting. All members are encouraged to stand for election to the Management Committee. Management Committee members will undertake training in line with the annual Committee Training Plan to ensure that they are capable of exercising their role effectively.

## **3. Code of Conduct**

3.1 Each individual member is expected to contribute constructively to the work of the Management Committee. The effective collective performance of the Management Committee depends on members recognising and fulfilling their individual responsibilities.

3.2 All members share and must accept collective responsibility for the decisions properly made by the Management Committee. All members are equally responsible in law for the decisions made. Each must act only in the interests of the housing association and its customers, and not on behalf of any constituency, other organisation or interest group. Although members may have been elected,

nominated or appointed by a particular stakeholder group, their overriding loyalty must be to the housing association as a whole.

#### **4. Expectations on Individual Members**

4.1 Every individual member is expected to:

4.1.1 *Uphold the values, objectives and policies of the housing association.*

- Management Committee members should always act in accordance with the values, objectives and policies and should never be seen to undermine them in any way.

4.1.2 *Contribute to and accept responsibility for the Management Committee's decisions.*

- Management Committee members should take a full and active part in the discussion at Management Committee meetings and accept responsibility for decisions taken. If a decision is taken that the Management Committee member cannot agree with and support publicly, they should consider resignation.

4.1.3 *Uphold and promote the principles of equality and diversity in the governance of the housing association.*

- Management Committee members should display no discriminatory behaviour in their dealings with fellow Management Committee members, staff, tenants and service users or other stakeholder in the organisation.

4.1.4 *Treat all colleagues on the Management Committee with consideration, and foster mutual respect and trust.*

- Management Committee members should not indulge in any bullying or offensive behaviour and should always respect the Chair in meetings.

4.1.5 *Prepare for meetings and attend regularly and punctually.*

- Preparation for meetings is vital if Management Committee members are to make informed decisions at meetings. Management Committee members should also ensure that they are able to attend the majority of meetings during the course of the year so that they are making a positive contribution to the organisation.

- 4.1.6 *Attend relevant training sessions and events.*
- The housing and business environment is constantly evolving with new legislation, regulation and initiatives. Management Committee members should keep abreast of these developments so that they can bring informed opinions to Management Committee discussions.
- 4.1.7 *Attend and participate in reviews of the performance and effectiveness of the Management Committee.*
- It is an important part of the Scottish Housing Regulator's Regulatory regime that services are constantly managed for improvement. This applies as much to the operations of the Management Committee, which should be subject to regular review.
- 4.1.8 *Represent the housing association positively and appropriately.*
- All Management Committee members are ambassadors for the organisation and thus at all times should represent the association in a positive light through their statements and behaviour.
- 4.1.9 *Be aware of the restrictions on payments and benefits and follow the housing association's policy on managing these restrictions.*
- Management Committee members must be aware of the legislation which governs payments and benefits to staff and committee members and have a familiarity with the Association's own policy.
- 4.1.10 *Not accept any offers of gifts or hospitality which could be seen as a way of exercising any improper influence over decision making.*
- While small gifts from third parties may be acceptable (but must always be declared and recorded), Management Committee members should always be mindful of how their actions will appear to the outside world, and not bring the organisation into disrepute.
- 4.1.11 *Declare any personal or other interest which could potentially conflict with those of the housing association.*
- In all of their dealings, Management Committee members must be conscious of any interests or relationships that may appear incompatible with their role on the Management Committee to the general public. If in doubt, these interests should be declared

to the Management Committee so that a decision can be taken over the best form of action in each case.

4.1.12 *Not engage in any activity which could be detrimental to the interests of the housing association.*

- Management Committee members are ambassadors for the Association and are bound by the collective responsibility of the Management Committee. It would therefore be highly inappropriate to indulge in any activity that undermined the Association.

4.1.13 *Respect confidentiality of information where appropriate.*

- Management Committee members will be privy to highly sensitive information about tenants and about commercial matters. It is vital to the trust that is placed in the Association by tenants, other service users and partner organisations that confidential information is not divulged outside of the Management Committee room.

4.1.14 *Keep his or her own learning and knowledge of their local and national operating environment and the impact that this has on the association, as up to date as possible, in order to make well informed decisions.*

- In addition to training, there is an onus upon each Management Committee member to keep up to date with the operating environment of their association, 'scanning' the environment for changes that may affect the organisation. This may involve keeping abreast of changes in the local, national and housing press and checking relevant websites occasionally.

4.1.15 *Adhere to the principles and expectations set out in the Scottish Housing Regulator's Regulatory Standards of Governance and Financial Management, and other regulatory codes that apply to the Association.*

- The Scottish Housing Regulator and other regulators have specific expectations of Management Committee members which are consistent with this Code of Conduct, but go beyond it in some respects. These must be adhered to.

In the event that a Management Committee member is alleged to be in breach of the Code of Conduct, then the matter will be referred to the Chair or suitable sub-committee of the organisation for investigation. In the event of a serious breach of the Code of Conduct, a Management Committee member could be censured or required to leave the Management Committee, in accordance with the Association's Rules.

**5. Acceptance Form**

I have read and understood the above Code of Governance, and accept the expectations and obligations contained within it. I understand that action may be taken by the Association in the event of any breach of the Code.

Signed .....

Date .....