

## **7.0 The Role and Responsibilities of being a Board Member**

### **7.1 Introduction**

- 7.1.1 'The Governing Body (Board) leads and directs the RSL to achieve good outcomes for its tenants and other service users.' *Regulatory Standards of Governance and Financial Management, Standard 1<sup>1</sup>*.
- 7.1.2 This role description has been prepared to set out the responsibilities that are associated with being a Board member of Glen Oaks Housing Association (the Association). It should be read in conjunction with the Association's Rules and Standing Orders.
- 7.1.3 Glen Oaks Housing Association is a Registered Social Landlord and a Scottish Charity. The role description reflects the principles of good governance and takes account of (and is compliant with) the expectations of the Regulatory Standards of Governance and Financial Management for Scottish RSLs and relevant guidance produced by the Office of the Scottish Charity Regulator (OSCR).
- 7.1.4 Glen Oaks Housing Association encourages people who are interested in the Association's work to consider seeking election as a Board Member and is committed to ensuring broad representation from the communities that it serves. Board Members do not require 'qualifications' but, from time to time, we will seek to recruit people with specific skills and experience to add to or expand the existing range of skills and experience available to ensure that the Board is able to fulfil its purpose. We carry out an annual review of the skills that we have and those that we need to inform our recruitment activities.
- 7.1.5 The Board can co-opt to the Board anyone they consider is suitable to become a Board Member. Co-optees do not need to be shareholding members, but they can only serve as co-optees on the Board until the next Annual General Meeting or until they are removed by the Board. A person co-opted to the Board can also serve on any Sub-Committees. Board Members co-opted in this way must not make up more than one third of the total number of the Board or Sub-Committee Members at any one time. If an elected Board Member leaves the Board between the Annual General Meetings, this creates a casual vacancy and the Board can appoint a shareholding member to take their place on the Board until the next Annual General Meeting.

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<sup>1</sup> Scottish Housing Regulator (April 2010) Regulation of Social Housing in Scotland: Our Framework available [here](#)

7.1.6 This role description applies to all members of the Board, whether elected or co-opted, new or experienced. It is subject to periodic review.

## 7.2 Primary Responsibilities

7.2.1 As a Board member, your primary responsibilities are, with the other members of the Board, to:

- Lead and direct the Association's work
- Promote and uphold the Association's values
- Set and monitor standards for service delivery and performance
- Control the Association's affairs and ensure compliance

7.2.2 Glen Oaks Housing Association is a Scottish Charity. This means that Board Members are also **Charity Trustees** with legal responsibilities which include:

- Acting in the charity's best interests at all times.
- Ensuring that the charity's activities comply with its aims and objectives.
- Acting with care and diligence.
- Complying with all relevant legislation.
- Ensuring that the charity fulfils its reporting obligations to the Office of the Scottish Charity Regulator (OSCR), including the submission of an annual return and accounts.

7.2.3 Responsibility for the operational implementation of the Association's strategies and policies is delegated to the Chief Executive.

## 7.4 Key Expectations

7.4.1 Glen Oaks Housing Association has agreed a Code of Conduct for Board Members which every Board Member is required to sign on an annual basis.

7.4.2 Each Board Member must accept and share collective responsibility for the decisions properly taken by the Board. Each Board Member is expected to contribute actively and constructively to the work of Glen Oaks Housing Association. All Board Members are equally responsible in law for the decisions made.

7.4.3 Each Board member must always act only in the best interests of Glen Oaks Housing Association and its customers, and not on behalf of any interest group, constituency or other organisation. Board Members cannot act in a personal capacity to benefit themselves or someone they know.

## 7.5 Main Tasks

- 7.5.1 To contribute to formulating and regularly reviewing the Association's values, strategic aims and performance standards.
- 7.5.2 To monitor the Association's performance.
- 7.5.3 To ensure that the Association operates within, and is compliant with, the relevant legal and regulatory frameworks.
- 7.5.4 To ensure that risks are realistically assessed and appropriately monitored and managed.
- 7.5.5 To ensure that the Association is adequately resourced to achieve its objectives and meet its obligations.
- 7.5.6 To act, along with other members of the Board, as the employer of the Association's staff.

## 7.6 Duties

- 7.6.1 Act at all times in the best interests of Glen Oaks Housing Association.
- 7.6.2 Accept collective responsibility for decisions, policies and strategies.
- 7.6.3 Attend and be well prepared for meetings of the Board and Sub-Committees.
- 7.6.4 Contribute effectively to discussions and decision-making.
- 7.6.5 Take part in training and other learning opportunities.
- 7.6.6 Take part in an annual review of the effectiveness of the Association's governance and of your individual contribution to the Association's governance.
- 7.6.7 Maintain and develop your personal knowledge of relevant issues and the wider housing sector.

- 7.6.8 Represent Glen Oaks Housing Association positively and effectively at all times, including in local communities and when attending meetings and other events.
- 7.6.9 Respect and maintain confidentiality of information.
- 7.6.10 Treat colleagues with respect and foster effective working relationships within the Board and between the Board and staff.
- 7.6.11 Be aware of and comply with our policy on the restrictions of payments and benefits.
- 7.6.12 Register any relevant interests as soon as they arise and comply with the Association's policy on managing conflicts of interests.

## 7.7 Commitment

- 7.7.1 An estimate of the annual time commitment that is expected from Board members is:

<b>Activity</b>	<b>Time</b>
Attendance at up to 8 regular meetings of the Board <i>(2.5 hours per meeting)</i>	20 hours
Reading and preparation for meetings of the Board. <i>(1.5 hours per meeting)</i>	12 hours
Attendance at up to 4 Sub-Committee meetings. <i>(1.5 hours per meeting)</i>	6 hours
Reading and preparation for meetings of either of the Association's Sub-Committees. <i>(1 hour per meeting)</i>	4 hours
Attendance at Business Plan Strategy Session <i>(1.5 days including 1 overnight stay)</i>	36 hours
Preparation for and attendance at annual Board Appraisal.	2 hours
Attendance at events such as estate tours, tenant/customer conferences, openings and site visits. <i>(2 events per year x 3 hours)</i>	6 hours
Attendance at internal briefing and training events. <i>(2 events per year x 3 hours)</i>	6 hours
External training and conference attendance. <i>(2 events per year x 3 hours)</i>	6 hours
<b>Total</b> <i>(approximately 12 days per annum)</i>	<b>98 hours</b>

**Note:** There may be additional time commitments for the Chairperson and other Office Bearers.

## 7.8 What Glen Oaks Housing Association offers Board Members

7.8.1 All of our Board Members are volunteers and receive no payment for their contribution. Glen Oaks Housing Association has policies which prevent you or someone close to you from benefitting personally from your involvement with the Association, although these policies also seek to ensure that you are not unfairly disadvantaged by your involvement with the Association. All out-of-pocket expenses associated with your role as a Board Member are fully met and promptly reimbursed.

7.8.2 In return for your commitment, Glen Oaks Housing Association offers:

- A welcome and introduction when you first join the Board.
- A mentor from the Board and a named staff contact for the first six months, with ongoing support.
- Clear guidance, information and advice on your responsibilities and on the Association's work.
- Formal induction training to assist settling in.
- Papers which are clearly written, presented and circulated in advance of meetings.
- The opportunity to put your experience, skills and knowledge to constructive use.
- The opportunity to develop your own knowledge, experience and personal skills.
- The chance to network with others with shared commitments and ideals.

## 7.9 Review

7.9.1 This role description was approved by the Board on 22 August 2018. It will form the basis of the annual review and effectiveness of your contribution to our governance. It will be reviewed by the Board not later than May 2019.