



**R E I D V A L E**  
H O U S I N G A S S O C I A T I O N

# STANDING ORDERS

**Reidvale Housing Association  
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## 1. STANDING ORDERS

- 1.1 These standing orders describe the roles and responsibilities of the management committee, sub-committees, office bearers and senior staff that make up the governance framework for Reidvale Housing Association (RHA).
- 1.2 The Standing Orders are part of a wider governance framework which includes:
  - The Association's Rules
  - The Association's Financial Regulations and Procedures
  - Scheme of Delegated Authority (appended)
  - Codes of /conduct for Committee Members and Staff
  - The appraisal mechanism for Management Committee Members
- 1.3 In the event of a conflict being identified between the terms of the Standing Orders and the Rules, the Rules shall prevail.
- 1.4 All matters that are not specified in these Standing Orders are reserved to the Committee. Where authority is delegated to staff, that authority is in respect of operational matters only.
- 1.5 Nothing in these Standing Orders (or any subsequent alteration or amendment) shall be taken to permit committee Members or staff to act in contravention of the Rules, or any statutory or regulatory obligations.
- 1.6 The Management Committee of the Association may not exercise any powers which are reserved to the Association in general meetings either by these Rules or by Statute.
- 1.7 These standing orders will be reviewed at least every 3 years and cannot be amended without Management Committee approval.

## 2. ROLE AND REMIT OF MANAGEMENT COMMITTEE

- 2.1 The Management Committee is the governing body of the Association. Management Committee is responsible for determining the strategic direction and policies of the Association and for establishing and overseeing financial controls and risk management. It is responsible for ensuring that the Association is compliant with the Scottish Housing Regulator's (SHR's) Standards of Governance and Financial Management and other regulatory requirements; operates within legislative requirements; and that business objectives are met.
- 2.2 The full remit of Management Committee is set out in **appendix 1** of Standing Orders.
- 2.3 All Management Committee members must adhere to the Code of Conduct for Management Committee.

- 2.4 Management Committee may have a maximum of 15 members, with up to one third of those being co-optees. Management Committee must have a minimum of 7 members in order to function.

### **Role of RHA Management Committee Members**

- 2.5 The RHA Management Committee has agreed a role description for its members (all management committee members will be required to accept the terms of this role description, and agree to meet the expectations and perform the duties set out therein). At least annually, the Management Committee will identify the range of skills, knowledge, experience and diversity that it requires to fulfil the terms of its remit, and will seek to recruit any additional Management Committee members required to fill any identified gaps.

### **RHA Office Bearers**

- 2.6 RHA must have a Chair, a Secretary and any other Office Bearers the Management Committee considers necessary. The Committee has decided to appoint a Vice-Chair, both to support the Chair in discharging the responsibilities of that role, and to act in their stead if she/he is absent or unavailable.
- 2.7 These Office Bearers will be controlled, supervised and instructed by the Management Committee. Office Bearers must be elected members, and cannot be co-optees.
- 2.8 At its first meeting following the AGM, the Management Committee will appoint a Chair, Vice-Chair and Secretary to act for the year ahead. The Management Committee may decide to appoint the Senior Officer to carry out the role of Secretary. In the period between the AGM and the next scheduled meeting of the Management Committee, the incumbent Chair will continue to act in that role “pro-tem” failing him/her, the incumbent Vice-Chair. In the event that neither the Chair nor Vice-Chair remains as a member of the Management Committee following the AGM, the elected Management Committee will meet immediately after the AGM to elect office bearers to ensure that the efficient operation of the business of RHA is not interrupted.

### **Responsibilities of the Chair**

- 2.9 The Chair is responsible for the leadership of the Management Committee and ensuring its effectiveness in all aspects of its role and remit. Such powers as required to allow the Chair to properly discharge the responsibilities of the office will be delegated to them.
- 2.10 The Chair will ensure appraisal of the performance of Committee members is undertaken, and the Director’s appraisal is carried out in accordance with agreed policies and procedures

2.11 The Chair can be re-elected, but cannot hold office continuously for more than five years.

### **Responsibilities of the Vice-Chair**

2.12 The Vice-Chair, in the temporary absence of the Chair of the Management Committee, shall have the authority and responsibilities of the Chair to uphold the rules of RHA to chair meetings, to act as the main spokesperson and representative of RHA and to sign official documents.

### **Responsibility of the Secretary**

2.13 The Secretary is the named person as the Association's main contact and is responsible for ensuring that the Association's business is properly conducted in the correct fashion. The Secretary may be a member of the Management Committee, or the Senior Officer of the Association.

## **3. MANAGEMENT COMMITTEE MEMBERSHIP**

- 3.1 The Members of the Management Committee will be elected in accordance with the arrangements described in the Association's Rules.
- 3.2 If an elected Committee Member leaves the Management Committee between AGM's, a casual vacancy will be created, which may be filled by another shareholding member of the Association, in accordance with our succession planning and recruitment policies.
- 3.3 If a Committee Member requires a leave of absence from Committee for personal or other reasons, this must be approved by the Management Committee and fully recorded in the Minutes. Such an absence may not extend for more than three months, at the end of which it must be reviewed by the Committee. Any further extension may not exceed three months.
- 3.4 If there are vacant places on the Management Committee, and should the Committee decide that filling a place or places by co-option is appropriate, the Committee may seek to use co-options to recruit specific skills or knowledge which are relevant to the Association's work, as identified from time to time in our recruitment policy. Co-opted members cannot make up more than one third of the membership of the Management Committee.
- 3.5 Individuals who are interested in joining the Management Committee may be invited to observe a Management Committee meeting before deciding to join. This will only be after meetings and interviews with the Director and Chair.

## 4. GOVERNANCE STRUCTURE

- 4.1 RHA's governing body is its Management Committee. The Management Committee has delegated a number of its responsibilities to three standing sub-committees, and may also establish Advisory Panels and Working Groups from time to time, to undertake time-limited tasks to support the work of the Management Committee. Delegated authority has also been conferred on the staff team employed at the behest of the Management Committee, led by the Director.
- 4.2 The Director will lead and manage the staff team, to implement the plans, strategies and policies approved by the Management Committee, and direct its operations, supported by the management team. It is the responsibility of the Director and management team to work effectively with the Management Committee, facilitating good governance. It is the responsibility of the Management Committee to both support and, where necessary challenge the Director and management team.
- 4.3 Delegated authorities are set out in **appendix 2**.

### Sub-Committees

- 4.4 The membership of each sub-committee shall be decided by the Management Committee following the AGM. The Management Committee may adjust sub-committee membership during the course of the year as necessary for the proper conduct of the Association's business.
- 4.5 Under normal circumstances there is an expectation that members will serve on at least one of the three main sub-committees. The expectation is subject to the personal circumstances of individual Committee members which may be taken into account by the full Management Committee over the course of the year.
- 4.6 At the first meeting of each sub-committee, each year, a Chair will be elected by the members of that sub-committee to chair meetings of that sub-committee.
- 4.7 Roles and remits of Sub Committees are set out in **appendix 1**.

## **Working Groups and Advisory Panels**

- 4.8 The Management Committee may, from time to time, establish Working Groups and Advisory Panels to support its activities and functions. When establishing a Working Group or Advisory Panel, the Management Committee will agree a specific remit that includes the membership, level of delegated authority and, where appropriate, the timescale for its work. Working Groups should not normally exist for a period in excess of twelve months. The anticipated lifespan for an Advisory Panel will be determined by the Management Committee at the time the Panel is established. The operation of an Advisory Panel will be reviewed at least every three years.
- 4.9 A Working Group may co-opt up to two people who are not members of RHA or its staff to assist in meeting its remit. Co-opted members of working groups can participate fully in the activities of the Group, but may not vote on any matters relating to membership of the Group.
- 4.10 The Chair of a Working Group or Advisory Panel must be an elected member of the Management Committee.
- 4.11 The Chair of the Association can serve as Members of all three sub-committees, in addition to any other committees that the Management Committee agrees.

## **5. COMMITTEE MEETINGS**

### **Frequency of Meetings**

- 5.1 The Management Committee will meet at least six times in each calendar year in accordance with Rule 48. The Committee will agree a schedule of all meetings in October each year for the following year.
- 5.2 There will normally be a recess for all committee related meetings during the months of July and December. Meetings will only be convened during this period in situations of considerable urgency.
- 5.3 All meetings will be held in a venue that is accessible.

### **Length of Meetings**

- 5.4 Meetings will not normally last for more than two hours, unless a majority of those present agree. In the event that it is agreed that a meeting of the committee can continue beyond this time, the total duration cannot exceed three hours.

## **Quorum**

- 5.5 Four members of Management Committee must be present for the meeting to be quorate.

## **Business of Meetings**

- 5.6 At least five days' notice of meetings will be given. Notice of meetings must include an agenda of the business to be transacted and all supporting papers. The late circulation of a report will not prevent the agenda item being discussed, provided that a majority of management or sub-committee members present agree.
- 5.7 All items of business notified on the agenda should normally be the subject of a written report, unless agreed otherwise.
- 5.8 Urgent business which has not been notified in advance of the meeting may be considered if a majority of those attending agree.
- 5.9 The Chair and Director will liaise over the preparation of the agenda for meetings of the Management Committee, and the sub-committee Chair with the relevant senior manager for meetings of sub-committees.
- 5.10 Members of the Management Committee, sub-committees, Working Groups and Advisory Panels may propose items for inclusion on the agenda for a meeting by contacting the relevant Chair or the Director. The relevant Chair will decide whether the item is to be included and the nature of any supporting papers required.
- 5.11 In the event of the Management Committee considering matters relating to the employment of staff which have the potential to cause formal grievance or disciplinary action to be initiated, those members of the Staffing Committee who have been appointed to deal with appeals shall withdraw from the discussion and take no part in decision-making on the specific issue under deliberation.

## **Chairing Meetings**

- 5.12 Where the Chair is not present 15 minutes after the appointed start of a meeting of the Management Committee, the Vice-Chair will preside, or failing him/her, the Committee members present will appoint another member, who cannot be a co-optee, to act as Chair for that meeting.
- 5.13 Where the Chair of any sub-committee or a Working Group or Advisory Panel is not present 15 minutes after the appointed start time, those members present may appoint one of their number, who cannot be a co-optee, to act as Chair for that meeting.
- 5.14 The Chair will decide on all matters of order raised at meetings and will determine the order of debate. If any point arises which is not covered in RHA's Rules or Standing Orders, the Chair will give her/his ruling which will be final.
- 5.15 The Chair may vary the order of business from that detailed on the agenda.

## **Adjournment**

- 5.16 The Committee may adjourn meetings. A motion for adjournment, which will follow the procedure set down below, will take precedence over all other motions.
- 5.17 When an adjourned meeting is resumed, proceedings will commence at the point at which they were broken off at the adjournment.
- 5.18 The time of a reconvened meeting may be agreed as part of the adjournment motion, failing which it shall be decided by the Chair.

## **Staff Attendance**

- 5.19 The Director and management team will attend all meetings of the Management Committee to advise committee members on the matters under discussion. Staff members cannot vote on any matter being considered by the committee and may be asked to leave by the Chair during confidential discussions.
- 5.20 Relevant senior managers will normally attend meetings of sub-committees to advise members on matters under discussion.

## **Attendance of External Parties**

- 5.21 The Management Committee, Sub-committees, Working Groups and Advisory Panels may invite other parties, such as consultants and other advisors to attend meetings. Their attendance will normally be occasional and will be confined to a specific item of business.
- 5.22 Members of the public will not be admitted to Management Committee, Sub-committee, Working Group or Advisory Panel meetings.

## **Voting**

- 5.23 All matters for decision will normally be decided by a show of hands, unless a poll is requested by two or more members. A simple majority of those present and eligible to vote will be sufficient to decide the matter. Where the votes are divided equally for and against the issue, the Chair will have a second and deciding vote.
- 5.24 A member may request that his/her dissent from a specific decision is recorded in the minute, provided the request is made at the meeting the decision was taken at. This does not excuse the member from the responsibilities of collective responsibility for the decision taken.
- 5.25 Resolutions duly moved and seconded that do not attract any objection or contrary views will be deemed passed without dissent.
- 5.26 A member may propose a motion or amendment to any matter under discussion. The Chair will decide if the motion or amendment is competent. All motions and amendments must be proposed and seconded by members eligible to vote on the matter under discussion. Where only one amendment to a proposal is made, the Chair will call a vote on the amendment first. If more than one amendment is proposed, the Chair will determine the order of voting until a successful amendment is achieved and then call a vote on the amended proposal.
- 5.27 Decisions made by the Management Committee will stand on record for at least six months and will not be discussed, questioned or put to a second vote within that period unless there are exceptional circumstances and only then with the consent of two thirds of those present.

## **Any Other Competent Business**

- 5.28 Any other competent business should be intimated to the Chair prior to the start of the meeting, if possible giving 24 hours' notice.
- 5.29 The Chair will rule on whether the business is competent for discussion and/or decision and will report this decision to the meeting concerned. It will be open to the meeting, on the basis of a majority decision, to allow immediate discussion and/or decision.
- 5.30 Other business will be referred to a future meeting or delegated to the appropriate staff member.

## **Business Conducted Under Closed Session**

- 5.31 Where Committee business is of a confidential nature, the business will be conducted in closed session and a separate confidential minute will be produced. Staff members other than the Director and/or his/her substitute will normally leave the meeting during any confidential items.
- 5.32 If the agenda item directly concerns the Director and/or it would be inappropriate for them to be present, the Director will also withdraw from the meeting. In the event that the Secretary is not present during a confidential discussion, the Chair shall ensure that a minute is taken.

## **Minutes**

- 5.33 A minute of the Management Committee meeting will be taken under the authority of the Secretary. The Secretary will normally delegate the task of preparing the minute to a member of staff.
- 5.34 A minute of the Management Committee meeting will be prepared as a draft and submitted to its next meeting for adoption, being included with the papers issued in advance of the meeting. An initial draft will be prepared for review by the Chair within seven days of the relevant meeting. All minutes shall take the form of "draft minutes" until they have been passed by the Management Committee.
- 5.35 Management committee has agreed that audio recordings may be taken of management committee and sub-committee meetings, to facilitate the preparation of accurate and concise minutes. All such recordings will be deleted after the production and approval of the relevant minutes.

5.36 To be approved as a correct record of the meeting, the minute must be accepted by the Management Committee following a motion proposed and seconded by two Members who were present throughout the relevant meeting. Once approved, and inclusive of any amendments, the final minute shall be signed by the Association's Chair and retained in the official records of the Association.

### **Publication of Minutes**

5.37 The minutes of Management Committee meetings will be published on the Association's website following their adoption and shall be available to all members of the public

5.38 A separate minute will be produced for any items of business which have been discussed in closed session, because the item is confidential or commercially sensitive. Minutes of business discussed in closed session will only be available to Committee Members, and to any members of staff who need to have access to the minutes to implement Committee decisions.

5.39 The approved minutes of both open and closed meetings will be reviewed by RHA's appointed Data Protection Officer prior to publication on the website, both to ensure that information inappropriate for publication, with reference to the specifications of the General Data Protection Regulations can be redacted, and that RHA fulfils its regulatory obligations with respect to making minutes publicly available, including online. Minutes will be published as soon as possible following this review.

## **6. CONDUCT AT MEETINGS**

6.1 The Code of Conduct, as adopted by the Management Committee of the Association, sits alongside these Standing Orders.

6.2 The Association expects the highest standard of integrity in the management of its affairs. All Committee Members are required to sign annually and adhere to the Association's Code of Conduct and to disclose any relevant interests in the Register of Committee Members' Interests, which will be maintained by the Director.

6.3 Committee Members must observe the Code of Conduct when attending Committee meetings.

In particular, all Members must:

- Conduct themselves in a courteous and business-like manner
- Show respect for the authority of the Chair of a meeting
- Show respect and consideration towards other Committee Members, the Association's staff and anyone else attending the meeting.

6.4 During Committee meetings, the Chairperson of the meeting is responsible for determining if any Committee Member is acting in a way contrary to the Association's Code of Conduct for Committee Members.

6.5 The Chairperson, at their discretion, or in a response to a request from another Committee Member can censure a Committee Member, or Members, on account of his/her/their behaviour at the meeting and request that the inappropriate behaviour ceases.

6.6 In the event of a failure to comply with such a request, the Chairperson at his/her discretion, or in response to a request from another Committee Member, can determine that the committee member(s) is/are excluded from the remainder of the meeting.

6.7 A serious complaint about a member of the committee, a breach of the Code of Conduct or the removal of a committee member all constitute Notifiable Events to the SHR. The Chair is responsible for ensuring that the necessary notifications are made timeously.

6.8 All of the above shall not preclude informal censure/advice by the Chair resulting from action or behaviour at a Committee meeting that, in the view of the Chair, requires such action but which fall short of formal proceedings.

6.9 The decisions of the Management Committee in respect of matters of governance are not subject to appeal.

### **Confidentiality**

6.10 To ensure equality of treatment amongst tenants and/or residents, and to protect their confidentiality, information presented at Committee meetings shall not divulge personal information (such as name, address, property reference etc) relating to an individual.

- 6.11 Committee Members should ensure that confidential information acquired as a result of his/her position as a Committee Member:
- Is not disclosed to anyone except those with a right to know
  - Is not used for the personal advantage of either himself/herself or of others known to them
- 6.12 Any such use of confidential information would constitute a serious breach of the Code of Conduct.

### **Conflicts of Interest**

- 6.13 All Committee Members shall register any direct or indirect financial or other interest which might influence judgement or give the impression that a Member was acting for personal motives.
- 6.14 Where an interest has previously been declared and it is intended that an issue pertaining to that interest will be discussed by the Committee, the Director should advise that Member prior to the meeting that there could be a conflict of interest. The member should withdraw from the meeting while that matter is being considered. For the avoidance of doubt, each committee member has a personal responsibility to identify, declare and manage potential conflicts of interest appropriately.
- 6.15 Where an issue is being discussed by Committee and a Member realises there could be a conflict of interest the Member should declare that interest and withdraw from the part of the meeting. The Minute shall record when a Committee Member withdraws from and returns to a meeting, in such circumstances.
- 6.16 The Register of Committee Members' Interests will be available for public inspection at the Association's offices.

## **7. URGENT DECISIONS**

- 7.1 The Office Bearers have delegated authority to make decisions on urgent matters between Management Committee meetings. Where it is essential for the operation of RHA that a decision that would normally be taken at a Committee meeting has sufficient urgency that it must be taken between meetings, the following process will operate:

- The Director, or in her/his absence, a member of the management team will alert the Chair, or in her/his absence the Vice-Chair, that an urgent matter has arisen on which a decision by Office Bearers must be taken.
- The Chair will decide whether the matter requires an urgent decision, and whether it can be decided by the Office Bearers or by reference to the Management Committee as a whole. Matters requiring to be approved by the Management Committee will involve variation from agreed policy or business plans; significant expenditure (more than £20,000), or unbudgeted expenditure; or actions judged to be high risk.
- Matters to be decided by the Office Bearers will be set out in writing, with a clear recommendation, to be signed as approved and dated by the Chair, or Vice-Chair.
- Matters to be decided by the Management Committee will be set out in writing to all committee members, highlighting any proposed variation from policy, plans, budget, etc., clearly identifying costs, risks and recommendations for action. The decision will not be acted upon unless a 75% majority of committee members confirm their agreement in writing (including by email).
- All decisions made under this urgency procedure will be referred to the next Management Committee meeting for approval.

## **8. REIDVALE EMERGENCIES**

- 8.1 RHA has approved a Business Continuity Policy that sets out the arrangements that will apply in the event of a disaster or emergency situation arising. Nothing in these Standing Orders will prevent the effective implementation of the approved Plan. Where emergency decisions are required and it is not practicable to hold a meeting of the Management Committee or Office Bearers, the Chair and Director will take all necessary decisions to fulfil RHA's responsibilities to service users or partners. All such decisions and actions must be reported to the Management Committee at the earliest opportunity.

## **9. EXECUTION OF DOCUMENTS**

- 9.1 RHA shall execute deeds and documents in accordance with the provisions of the Requirements of Writing (Scotland) Act 1995. The use of the common seal is not required. The seal must only be used if the Management Committee decides this. When the seal is used, the deed or document must be signed by the Secretary, or a member of the Management Committee or any other person duly authorised to sign on RHA's behalf, and recorded in the seal register.

## 10. SCHEME OF DELEGATION OF AUTHORITY

10.1 The scheme of delegated authority is set out at **appendix 2** and relates to:

- management committee
- sub-committees, working groups and advisory panels
- staff team

10.2 The Management Committee is responsible for all of the affairs of RHA and for all activities carried out on its behalf. It is recognised that the effective operation of business depends on appropriate action being taken when required, in accordance with agreed policies. The Management Committee has agreed delegated authorities to ensure that the work of RHA is carried out efficiently and effectively and is not unnecessarily delayed whilst awaiting decisions that fall within previously agreed policies. All matters not specified are reserved to the Management Committee.

10.3 Where authority is delegated to a sub-committee and one or more members of staff, the authority delegated to staff relates to operational (i.e. day to day) responsibility, in accordance with agreed job descriptions.

10.4 The Office Bearers (Chair, Vice-Chair and Secretary) have delegated authority to:

- Represent RHA on official business
- Implement RHA's agreed emergency procedures and disaster recovery policy:
- Take decisions on specific issues between meetings, as delegated to one or more office bearers by the management committee.

10.5 The Director, in consultation with senior staff, has authority to:

- Ensure the effective operational implementation of RHA's strategies, policies and procedures
- Represent RHA on official business, consistent with the agreed strategies, plans and policies of RHA
- Carry out all necessary actions on behalf of RHA to comply with legal and regulatory requirements, in accordance with RHA's Rules and these Standing Orders.

## **11. RHA FINANCIAL REGULATIONS**

- 11.1 Management Committee and staff responsibilities with respect to the financial management of RHA's affairs are set out in the approved Financial Regulations and Procedures.
- 11.2 RHA's Financial Year runs from 1 April-31 March.
- 11.3 The Finance Agent is responsible for the preparation of a draft budget for consideration by the Management Committee. Overall responsibility for compliance with the agreed budget rests with the Director and Management Team.
- 11.4 Minor changes within the budget to individual income and expenditure totals which do not affect the overall budgeted outcome, or impact negatively on service delivery may be authorised by the Director.
- 11.5 Processes describing arrangement for certification that expenditure is arithmetically correct, approving invoices for payment and signing cheques, BACS payment schedules, etc. are set out in RHA's financial procedures.

## **12. RHA FINANCIAL STANDING ORDERS**

- 12.1 Agree Financial Regulations and Procedures. Responsibility – Management Committee
- 12.2 Approve borrowing and investment strategies and principles. Responsibility – Management Committee
- 12.3 Review the Association's statement on internal control systems prior to endorsement by The Board and review business risk and the management of these risks. Responsibility – Management Committee, on recommendation from Finance, Audit & Risk Sub Committee.
- 12.4 Review and recommend for approval the Annual Accounts. Responsibility - Management Committee.
- 12.5 Review and recommend for approval the Budget. Responsibility - Management Committee.
- 12.6 Monitor financial performance and report to the Management Committee. Responsibility – Director, Finance Agent

- 12.7 Ensure annual external audit carried out. Responsibility – Director and Finance Agent.
- 12.8 Agree and implement remedial action identified in the course of the annual external audit. Responsibility – Director, Finance Agent and Finance, Audit & Risk Sub Committee.
- 12.9 Agree and oversee the implementation of changes to accounting policies and practices. Responsibility – Director, Finance Agent and Finance, Audit & Risk Sub Committee.
- 12.10 Agree the opening and closure of bank or building society accounts. Responsibility - Management Committee.
- 12.11 Hold all bank and cheque books and other financial documentation. Responsibility – Director and Finance Agent.
- 12.12 Approve the terms of all insurances. Responsibility – Director and Finance Agent.
- 12.13 Agree internal management control systems. Responsibility - Finance, Audit & Risk Sub Committee.
- 12.14 Incur and instruct payment of all items of budgeted expenditure within the terms of agreed budgets and Financial Regulations. Responsibility – Director and officers specifically identified in Finance Regulations.
- 12.15 Agree action to address any short-term cash flow difficulties. Responsibility - Management Committee.

# **Remit of Management Committee and Sub-Committees**

## Remit of Management Committee

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The membership arrangements for the Management Committee are defined in the Rules.

### Responsibilities and Principles

In addition to its formal responsibility to the Shareholders, the Management Committee will be accountable to the tenants, the local community, the Scottish Housing Regulator (SHR) and other key stakeholders for the good governance of the Association.

The Management Committee provides strategic leadership of the organisation and as such, will confine itself to consideration of strategy, policy, overriding performance issues, major new developments, overall responsibility for the finances of the Association, effective supervision of the Director, (and through the Director, the staff) and the work of its Sub Committees and any other structure it creates to support its business.

Achievement and delivery of the Association's strategies, objectives, policies and plans and management of day-to-day operations will fall to the Director, staff team and any agents engaged to support them.

### The Functions of the Management Committee (none of which shall be capable of delegation) are:

The functions of the Management Committee are:	How Management Committee will discharge these functions
Define and ensure compliance with the values and objectives of the Association and ensure these are set out in each Business Plan and annual report	By annual review
Establish policies and plans to achieve those objectives set out in the Business Plan	By annual review of the Business Plan and the annual delivery plan.
Approve each year's report and financial statements prior to publication and approve each year's budget including setting rent and service charges.	By reviewing and if appropriate approving the budget for the coming year, consulting with tenants on the rent increase, reviewing and approving the accounts as recommended by Finance Audit & Risk Sub Committee.
Establish and oversee a framework of delegation and systems of control.	By creating Standing Orders, deciding the role and remit, composition and terms of reference of the Management Committee, Sub-Committees and staff structure of the Association.

Agree policies and make decisions on all matters that create significant financial risk to the Association or which affect material issues of principle.	By developing a risk management policy and risk register that is overseen by the Finance Audit and Risk Sub Committee and senior staff ensuring that risk
	consideration and active management is a fundamental part of the Business Plan and all key decisions it is asked to make. By ensuring a current and up to date Policy suite for the Association.
Monitor the Association's performance in relation to these plans, budget, controls and decisions.	By receiving minutes of each Management Committee and Sub Committee meeting and quarterly monitoring of business plan performance including management accounts. The Committee Chairs/Director and Finance Agent to inform the Committee of significant issues and variations referred to in minutes of Committees. The Director/ Finance Agent to inform the Management Committee of other relevant issues.
Appoint (and if necessary remove) the Director	Via Management Committee decision making
Satisfy itself that the Association's affairs are conducted in accordance with generally accepted standards of openness, accountability, performance and propriety.	By considering the SHR's Regulatory Standards of Governance and Financial Management and compliance with same in each paper that is presented to it for consideration.
Take appropriate specialist advice.	The Chair, Management Committee and Sub Committees will initiate external advice as required subject to approval by Committee if there are significant impacts on budget.

### Specific Tasks

1. The Management Committee will accept responsibility for supervision and decision-making in the following areas, and will receive full reports at least annually, and more frequently if stated or if required.
  - a) Value for Money and continuous improvement – ensuring that the Association is driving value for money and continuous improvement across the range of its activities.

- b) Business Plan, Delivery Plan, Investment Programme and Financial and Operational Performance.
- c) Borrowing and treasury management strategies.
- d) Reviewing the Performance/Appraisal of the Director.
- e) Compliance – Ensuring that the Association complies with the requirements of the Scottish Housing Regulator (SHR), other statutory bodies and the Rules.
- f) Encourage participation by tenants in the work of the Association. Ensure that decision making is open and accountable to tenants and the wider community.
- g) Promoting the Equal Opportunities & Human Rights Policy.
- h) Health and Safety Policy.
- i) To receive reports from the External Auditor, on at least an annual basis, or as otherwise required by the Committee from time to time, on the effectiveness of the system of internal controls.
- j) New housing developments and business/community initiatives.
- k) Reviewing the Management Committee’s own effectiveness.
- l) Risk Monitoring and acting on the Risk Register.
- ) Audit/External Assessment recommendation monitoring.
- n) Staffing establishment increases outside the budget, which are not self-financing.
- o) Sales or other disposals of land and property.

### **Officers Reporting to Management Committee**

The Director and such other officers as may be appropriate from time to time.

### **Officer Servicing Management Committee**

The designated officer responsible for governance support is the Corporate Services Manager.

### **Agendas, Minutes and Reports Agendas**

Reports and Minutes of Meetings of the Management Committee/ Sub Committees will be circulated to all Members not later than five days before the meeting.

### **Observers**

Members of staff and other interested parties may be permitted to attend and observe meetings of the Management Committee with the exception of confidential business at the sole discretion of the Management Committee.

## **Performance Monitoring**

Management Committee will monitor the Association's performance against the standards and outcomes contained within the Scottish Social Housing Charter and review and approve the Annual Return on the Charter (ARC). It will monitor performance against the Key Performance Indicators (KPI's) outlined within the Association's Business Plan.

## **Finance Audit and Risk Sub Committee Terms of Reference**

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The role of this Sub Committee is to advise the Management Committee on risk and financial management policies and processes, including the Association's systems of internal control and on the appointment and remuneration of the external auditor. In addition, the Sub Committee takes non-executive responsibility for the direction of both internal and external audits.

### **Matters reserved for the Management Committee which the Sub Committee advises on:**

The Finance Audit and Risk Sub Committee will have an Annual Work Programme reflected in its cycle of quarterly meetings. The broad areas it will focus its activities upon are the control environment; external audit; internal audit; risk management; and budget-setting and management.

More specifically:

1. Overseeing the process for selecting the external auditor and making appropriate recommendations through the Management Committee to the members/shareholders to consider at the AGM.
2. Overseeing the process for selecting the internal audit service provider and recommending them for appointment by the Management Committee.
3. Recommending the external and internal audit fees for Management Committee approval.
4. Reviewing the Association's statement on internal control systems prior to endorsement by the Management Committee and reviewing the policies and process for identifying and assessing business risks and the management of those risks by the Association.

5. Reviewing, and challenging where necessary, the actions and judgements of management, in relation to the interim and annual financial statements before recommendation of approval by the Management Committee, paying particular attention to:
  - critical accounting policies and practices, and any changes in them;
  - decisions requiring a major element of judgement;
  - the extent to which the financial statements are affected by any unusual transactions in the year and how they are disclosed;
  - the clarity of disclosures;
  - significant adjustments resulting from the audit;
  - the going concern assumption;
  - compliance with accounting standards;
  - compliance with regulatory and other legal requirements
6. Ensure effective co-ordination between internal and external audit.
7. Actively identifying and managing strategic risks and ensuring risk consideration and management are embedded in the organisation.
8. Reviewing regularly its terms of reference and its own effectiveness and recommending any necessary changes to the Management Committee.

**Matters specifically delegated to the Sub Committee by the Management Committee:**

1. Reviewing the reports of management and Internal Audit on the effectiveness of systems for internal control, financial reporting and risk management, including the fraud and loss report.
2. Reviewing and keeping track of progress from internal and external audits and independent recommendations in the Recommendations Monitor. Make progress reports to the Management Committee where appropriate.
3. Assessing independence of the external auditor, ensuring that key partners are rotated at appropriate intervals.
4. Approving any fees in respect of non-audit services provided by the external auditor.
5. Discussing with the external auditor, before the audit commences, the nature and scope of the audit, reviewing the auditors' quality control procedures and steps taken by the auditor to respond to changes in regulatory and other requirements.
6. Assessing the effectiveness of the external auditor, including consideration of qualifications, expertise and resources.

7. Reviewing, with the external auditors, the findings of their work.
8. Reviewing the external auditor's management letter and observations on management's response.
9. Considering management's response to any major external or Internal Audit recommendations.
10. Approving the Internal Audit strategy and programme for the Association and ensuring that the scale of the Internal Audit service is appropriate.
11. Assessing the effectiveness of the Internal Audit service.
12. Providing assurance that there is a systematic risk assessment process and that the risk management framework is effectively embedded in the organisation.
13. Considering the risk register and adequacy of mitigating actions and report to Management Committee.
14. Reviewing the Association's procedures for handling allegations from whistleblowers, suspected incidents of corruption, fraud and bribery.
15. Considering the Register of Fraud, Corruption, Bribery and Whistleblowing and the adequacy of actions, annually reporting to the Management Committee.
16. Considering other matters on strategic risk and internal control, as requested by the Management Committee.
17. Ensuring appropriate disaster recovery and contingency plans are in place and regularly tested.
18. Keeping under review the latest guidance and codes from the SHR and the Auditing Practices Board and ensure the applicable recommendations are implemented.
19. Reviewing covenant compliance and ensuring systems in place to prevent breach

### **Meetings**

The Finance and Audit Sub-Committee will normally meet a minimum of 4 times a year. Emergency meetings may be called by the Chair of the Finance Audit and Risk Sub Committee who will work with the Director/Secretary to set a convenient day within two weeks.

**Chair of the Sub Committee (and who, if anyone, may not chair it):**

The Chair of the Association is appointed by the Management Committee and must not hold office continuously for 2 terms of 3 years (i.e. more than 5 years).

The Chair of the Finance Audit and Risk Sub Committee is to be a member of the Management Committee of the Association other than the Chair of the Association. Preferably an individual with a high level of financial expertise will chair the Finance Audit and Risk Sub Committee.

**Composition of the Sub Committee (and any restrictions on membership of it)****Sub-Committee Membership**

The membership of the Finance and Audit Sub-Committee is drawn from the Management Committee. The selection of the Finance Audit and Risk Sub Committee members is based entirely upon skills and competencies. At least one member of the Finance Audit and Risk Sub Committee should have recent and relevant financial experience, and if possible, a professional qualification from one of the professional accountancy bodies. Some commercial or finance experience would be a desirable requirement for the other members.

**Number of Members**

At least three and up to seven members, who should all be non-executive members. Additional members may be appointed to the Finance Audit and Risk Sub Committee to address specific issues.

**How the Sub-Committee is appointed**

By the Management Committee in consultation with the Finance Audit and Risk Sub Committee Chair. Members are appointed from year to year.

**Quorum**

A quorum will be three members of the Sub Committee. Co-optees will not count towards the quorum.

**Additional Points**

1. A minute of the Sub-Committee meeting will be prepared as a draft and submitted to its next meeting for adoption. An initial draft will be prepared for review by the Chair within seven days of the relevant meeting. All minutes shall take the form of "draft minutes" until they have been passed by the Sub-Committee.
2. The minutes of the Finance Audit and Risk Sub Committee will be reported to the next Management Committee meeting for information and can be in draft form at that stage.

3. The Chair of the Finance Audit and Risk Sub Committee may access legal advice from the Association's appointed legal advisers at the expense of the Association.
4. Both internal and external auditors have direct access to the Chair of the Finance Audit and Risk Sub Committee where necessary.
5. The Chair of the Association may be a member of the Finance Audit and Risk Sub Committee but cannot be Chair of the Sub Committee.
6. In circumstances where a vote is required and the votes are equal, the Chair of the Finance Audit and Risk Sub Committee has a casting vote.
7. The Director and other senior officers/advisers as required will normally be in attendance at Finance Audit and Risk Sub Committee meetings.
8. The Management Committee may meet the external auditors without paid staff being present should the Chair of the Finance Audit and Risk Committee consider it necessary and will meet with the External and Internal Auditors annually without paid staff being present.
9. Governance support will be provided by the Association's designated officer with responsibility for such matters.

## **Staffing Sub Committee Terms of Reference**

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The role of this Committee is to respond to a range of ad hoc staffing issues as set out below. The Staffing Sub Committee may also be asked by the Management Committee to address specific staffing policy matters as and when required.

### **Matters reserved for the Management Committee which the Sub-Committee advises on**

The Staffing Sub Committee will lead on the following matters and report back to Management Committee which will make the final decision.

1. Recruitment of the Director including: selection of appropriate qualified and experienced HR Consultant to assist, drawing up job description and person specification; initial interviews; shortlisting of candidates; recommendation to the Management Committee.
2. Advice on Staffing Policy/ Structure Issues. The Management Committee may from time to time ask the Staffing Sub Committee to meet to consider policy proposals or changes to the staffing structure and to advise the Committee on these matters. The Staffing-Sub Committee will review proposals produced by staff or appropriately qualified advisors and make recommendations to the Management Committee on these.

Matters relating to Health and Safety will be overseen by the Management Committee.

### **Matters specifically delegated to the Sub Committee:**

The Management Committee delegates to the Staffing Sub Committee the following matters:

1. Decisions and Appeals on Disciplinary and Grievance matters will be handled in accordance with our Terms and Conditions of Employment and the final internal appeal against a decision will be heard and decided by the Staffing Sub Committee.
2. Disciplinary action against the Director including: commissioning of any independent investigation; appointment of appropriately qualified professional support if required. Outcome will be reported to the Management Committee who will handle any subsequent Appeals.
3. Dismissal of Director including: commissioning of any independent investigation; appointment of appropriately qualified professional support if required. Outcome will be reported to the Management Committee who will handle any subsequent Appeals.

4. Grievance hearings whether about or by the Director including: commissioning of independent investigation if required, hearing of Grievance; appointment of appropriately qualified professional support if required; recommendation to the Management Committee. Outcome will be reported to the Management Committee who will handle any subsequent Appeals.
5. Periodic review of human resources policies and terms and conditions of service, recommending any changes, as appropriate, to management committee.

**How often meetings are held:**

The Staffing Sub Committee will meet as and when required.

**Chair of the Sub Committee (and who, if anyone, may not chair it):**

The Chair of the Association is appointed by the Management Committee and must not hold office continuously for 2 terms of 3 years (i.e. no more than 5 years).

The Chair of the Staffing Sub Committee is to be a member of the Management Committee of the Association other than the Chair of the Association. Where possible an individual with HR experience will chair the Staffing Sub –Committee.

**Composition of Committee (and any restrictions on membership of it)**

The membership of the Staffing Sub Committee is drawn from the Management Committee. The selection of members is based entirely upon skills and competencies. At least one member of the Staffing Sub Committee should, where possible, have some recent and relevant senior staffing / leadership experience.

**Number of Members**

At least three and up to seven members, who should all be Management Committee members. Additional members may be appointed to the Staffing Sub Committee to address specific issues.

**How the Sub-Committee is appointed**

By the Management Committee in consultation with the Finance Audit and Risk Sub: Committee Chair. Members are appointed from year to year.

**Quorum**

A quorum will be three members of the Staffing Sub Committee.

### **Additional points**

1. A minute of the Sub-Committee meeting will be prepared as a draft and submitted to its next meeting for adoption, being included with the papers issued in advance of the meeting. An initial draft will be prepared for review by the Chair within seven days of the relevant meeting. All minutes shall take the form of “draft minutes” until they have been passed by the Management Committee.
2. The minutes of the Staffing Sub Committee will be reported to the next Management Committee meeting and can be in draft form at that stage.
3. The Chair of the Staffing Sub Committee may access legal advice from the Association’s appointed legal advisers, with approval from the chair of the Management Committee, at the expense of the Association. The Sub Committee may also seek other expert advisers as necessary.
4. In circumstances where a vote is required and the votes are equal; the Chair of the Staffing Sub Committee has a casting vote.
5. The Director and other senior officers / advisers as required will normally be in attendance at Staffing Sub-Committee meetings.

## Housing Services Sub-Committee Terms of Reference

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The role of this Sub-Committee is to maintain a strategic overview and scrutiny of performance, of the quality and effectiveness of service delivery, and of the implementation of strategies for the development and improvement of the housing management and day-to-day maintenance services.

### **Matters on which the Sub Committee will advise the Management Committee:**

The Housing Services Sub Committee will lead on the following matters and report back to Management Committee on any improvements or service changes that it may wish to propose:

1. Effectiveness of performance and delivery of the housing management service, including monitoring of allocations, minimising rent loss from void / empty properties, rent collection and the management of arrears, estate management and the management of anti-social behaviour, including any outsourced services.
2. Effectiveness of performance and delivery of the day-to-day maintenance service, including reactive repairs, defining and monitoring of cyclical maintenance programmes, and contractor procurement and performance for these services.
3. Improving awareness and responsiveness to tenant issues and concerns, including oversight of tenant surveys and other tenant feedback reports and of the implementation of the Resident Engagement Strategy, and liaising with any tenant / resident focus groups and scrutiny panels that may be established as part of this strategy.

Matters relating to factoring services and commercial properties, component replacement and stonework repair programmes and associated tenant health and safety matters will be overseen by the Management Committee.

Operational management of the delivery of the above services is the responsibility of the Director, working with the management team and other staff.

### **Matters specifically delegated to the Sub Committee:**

The Management Committee delegates to the Housing Services Sub Committee the following matters:

1. Review of the Association's policies and service standards relating to housing management and day-to-day maintenance services (but excluding asset management, investment in existing homes and procurement), recommending proposed changes to the Management Committee.
2. Monitoring of the implementation and effectiveness of strategies for housing service improvement and development.
3. Scrutiny of performance and levels of tenant satisfaction in connection with the housing service, and regulatory compliance with the requirements of the Scottish Social Housing Charter.

#### **How often meetings are held:**

The Housing Services Sub Committee will normally meet once every quarter.

#### **Chair of the Sub Committee (and who, if anyone, may not chair it):**

The Chair of the Housing Services Sub Committee is to be a member of the Management Committee of the Association other than the Chair of the Association.

#### **Composition of Committee (and any restrictions on membership of it)**

The membership of the Housing Services Sub Committee is drawn from the Management Committee. The selection of members is based entirely upon skills and competencies. Experience of delivering or receiving such services would be desirable for most members.

#### **Number of members**

At least three and up to seven members, who should all be Management Committee members. Additional members may be co-opted to the Housing Services Sub Committee to address specific issues.

#### **How the Sub Committee is appointed**

By the Management Committee. Members are appointed from year to year.

#### **Quorum**

A quorum will be a minimum of three members of the Sub Committee. Co-optees will not count towards the quorum.

## **Other matters**

1. A minute of the Sub-Committee meeting will be prepared as a draft and submitted to its next meeting for adoption. An initial draft will be prepared for review by the Chair within seven days of the relevant meeting. All minutes shall take the form of “draft minutes” until they have been passed by the Sub-Committee.
2. The minutes of the Housing Services Sub Committee will be reported to the next Management Committee meeting for information and can be in draft form at that stage.
3. The Chair of the Housing Services Sub Committee may access legal advice from the Association’s appointed legal advisers, with approval from the Chair of the Management Committee, at the expense of the Association.
4. In circumstances where a vote is required and the votes are equal; the Chair of the Housing Services Sub Committee has a casting vote.
5. The Heads of Asset Management and Housing and Community Services and other relevant senior officers as required will normally be in attendance at Housing Services Sub-Committee meetings. Other staff, tenant representatives, consultants or specialist advisers may attend by invitation: their attendance will normally be confined to specific items of business.
6. Governance support will be provided by the Association’s designated officer with responsibility for such matters.

# **SCHEME OF DELEGATED AUTHORITY**

## 1. Strategy, Policy and Performance

Reserved for Management Committee	Delegated to Sub Committee	Delegated to Director	Delegated to Director and SMT
<p>Approval of the policies of the Association, including material changes to existing policy and any new activities.</p> <p>Approval of the Association's Business Plan and all other plans or documents that fall within the strategic role of the Management Committee.</p> <p>Monitoring the financial, organisational and service performance of the Association at a strategic level.</p> <p>Ensuring that the Association meets its legal, regulatory and constitutional obligations.</p> <p>Entering into strategic partnerships, constitutional or otherwise, with other organisations, and agreeing the terms of any agreement for joint enterprises, cross-provision of services, etc.</p>	<p>Monitoring service, financial and business performance for matters within each sub-committee's remit.</p> <p>Review and recommendations for change of policies for service delivery, financial and business management for matters falling within each sub-committee's remit.</p>	<p>Implementation of the Business Plans including top risks, top performance indicators, approved by the Management Committee.</p> <p>Provision of regular reports to the Management Committee in relation to the Business plans, and facilitation of annual review.</p> <p>Overseeing delivery of agreed strategies, policies and performance as approved</p> <p>Overseeing compliance with Regulatory Standards and regulatory requirements and reporting to the Management Committee to enable evidenced submissions of Annual Assurance Statements.</p>	<p>Implementation of other strategies approved by the Management Committee as directed by the Director.</p> <p>Provision of regular reports to the Management Committee and sub-groups in relation to all aspects of the Association's performance.</p> <p>Preparation and issue of all information and publicity materials regarding service standards and performance.</p> <p>Approval of updating policies where only minor amendments are required for approval by SMT.</p>

## 2. Governance

Reserved for Management Committee	Delegated to Sub Committee	Delegated to Director	Delegated to Director and SMT
<p>Approval of the Association's membership policy.</p> <p>Approval/refusal of applications for membership of the Association.</p> <p>Appointment of the Association's office bearers.</p> <p>The establishment and dissolution of sub-groups and working groups; approval of their remits and delegated powers; and appointment of their members.</p> <p>Filling of any casual vacancies, and the appointment/replacement of coopted members of the Management Committee or Sub-Groups.</p> <p>Removal of Committee members, where required.</p> <p>Approval of annual appraisal process, and reporting on 9-year Rule. Approval of the Association's delegated authority arrangements, Standing Orders and Financial Regulations.</p> <p>Approval of the creation or dissolution of subsidiaries, and appointment of</p>		<p>Overseeing the servicing of Management Committee meetings to ensure good quality, accurate reporting</p> <p>Overseeing Management Committee recruitment, retention and succession</p> <p>Overseeing Management Committee appraisal and training/development of Committee members</p> <p>If required, undertaking the role of Secretary, implementing the Secretary's remit in terms of Rules, and agreed role and responsibility</p>	<p>Processing of applications for membership.</p> <p>Maintaining the Association's register of shareholders. Administration and cancellation of shares, as provided for in the Association's Rules.</p> <p>Maintaining the Association's Register of Interests, and any other registers required by RHA's Rules</p>

directors to subsidiaries and other bodies.			
Approval of discretionary payments and benefits decisions.			

### 3. Financial Management

Reserved for Management Committee	Delegated to Sub Committee	Delegated to Director	Delegated to Director and SMT
<p>Approval of the Association's annual budget, and any subsequent revisions.</p> <p>Ensuring that the Association is meeting its obligations to funders.</p> <p>Approval of financial projections and the Association's business plan including overall private borrowing strategy, limits and levels.</p> <p>Approval of spending levels beyond those allowed for by Sub-Groups and staff, including additional borrowing out with the business plan and/or existing borrowing limits.</p> <p>Receipt of the external auditor's Management Letter and approval of the Association's formal responses</p>	<p>Authorisation of expenditure, where permitted by the Standing Orders and Financial Regulations.</p> <p>Approval of the final annual financial statements for recommendation to the Management Committee and AGM</p> <p>Receipt of the external auditor's Management Letter and recommendation of the approval of the Association's formal response to the Management Committee</p> <p>Approval of quarterly</p>	<p>Overseeing compliance with all financial matters, covenants and short-, medium-, and long-term planning</p> <p>Overseeing requirements to meet expectations/recommendations from funders, and auditors</p> <p>Authorisation of expenditure in excess of the Association's approved budget in emergency situations, to the danger of life, limb or property or significantly impacts on business continuity with no limit but must be reported to the Management Committee as soon as possible thereafter.</p> <p>Approval of write-off of irrecoverable debt for rent arrears</p>	<p>Implementation of the financial policies, plans and strategies approved by the Management Committee and relevant Sub-Groups.</p> <p>Expenditure within the Association's approved budget (subject to the limits specified in the Association's Financial Regulations, policies and procedures), including monitoring and reporting on financial performance.</p> <p>Authorisation of expenditure and the making of payments, in accordance with the standing orders and financial regulations/procedures.</p> <p>The collection, security, banking and recording of all income received by the Association.</p>

<p>recommended by the Finance Audit and Risk Sub-Group</p> <p>Approval of any borrowing and the granting of security over the Association's assets.</p> <p>Disposal of any property/assets. Committing, authorising and signing off expenditure/payment by authorised signatories as set out in the Financial Regulations.</p> <p>Approval of write-off of irrecoverable debt for rent arrears/rechargeable debts as per policy and for more than £300</p> <p>Agreeing the opening and closure of bank or building society accounts, including details of authorised signatories</p> <p>Approval of the Treasury Management Policy, and monitoring compliance with same.</p>	<p>management accounts for recommendation to Management Committee</p> <p>Approval of accounting policy changes</p> <p>Review of the Association's financial and risk management policies, recommending proposed changes to the Management Committee.</p> <p>Review of the Association's business continuity and contingency plans, including oversight of testing arrangements.</p>	<p>up to £300 covered by bad debt policy</p>	<p>Maintenance and control of the Association's bank accounts (including payments and the moving of monies by electronic means), in accordance with the Association's Financial Regulations and Procedures.</p> <p>Treasury management transactions and executive decisions relating to investments and cash management, in accordance with the Association's Treasury Management Policy.</p> <p>Payroll administration, control of petty cash and the payment of expenses to the Association's employees and Management Committee members within the terms of the relevant policy.</p> <p>Administration of taxation payments, including those relating to VAT, PAYE and National Insurance</p>
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#### 4. Risk Management, Audit and Information Management

Reserved for Management Committee	Delegated to Sub-Committee	Delegated to Director	Delegated to Director and SMT
<p>Approval of the Association's Risk Management Policy.</p> <p>Consideration of all matters involving substantive and material risks to the Association's solvency, reputation and ability to meet its statutory and contractual obligations.</p> <p>Receipt and approval of a report from the Sub-Committee on internal controls assurance, including the annual outcome of the internal audit process.</p> <p>Quarterly report on compliance with GDPR, and Freedom of Information. Report and actions on breaches of GDPR, breaches on FOI</p>	<p>Monitor implementation of the Association's Risk Management Policy, reporting on any substantive and material risks to the Governing Board.</p> <p>Selection and approval of the Association's external and internal auditors and annual reappointment of external auditor.</p> <p>Issue of external auditor's Letter of Engagement and approval of proposed programme/approach.</p> <p>Approval of internal audit needs assessment and programme of internal audit.</p> <p>Review external/internal auditor recommendations and the external auditor's Management Letter, make recommendations to the Management Committee regarding the response to that Letter, and monitor</p>	<p>Overseeing risk management policy implementation, updating on risks and mitigation action</p> <p>Ensuring risk updates at SMT, and all Management and Sub-Committee reporting</p> <p>Reviewing and investigating breaches in GDPR and FOI for reporting to the Management Committee</p>	<p>Implementation of the Association's Risk Management Policy and procedures, including preparation and maintenance of risk assessments.</p> <p>Routine liaison with the external and internal auditor.</p> <p>Implementation of auditors' recommendations and submission of monitoring/progress reports to Finance Audit &amp; Risk Sub-Committee.</p> <p>Implementation of requirements to meet GDPR and FOI, updating training requirements to all staff and any remedial actions</p>

	implementation of agreed recommendations.		
	<p>Keep under review the effectiveness of internal control systems.</p> <p>Monitor the effectiveness of external and internal audit services.</p> <p>Instruct investigations into any irregularities or failures</p>		

## 5. Staffing, Employment and Health and Safety

Reserved for Management Committee	Delegated to Sub Committee	Delegated to Director	Delegated to Director and SMT and Corporate Services Manager (CSM)
<p>Appointment and appraisal of RHA's Director.</p> <p>Approve RHA human resources, health and safety and equality, diversity and human rights policies.</p> <p>Approval of RHA staff structure changes, including any permanent increases or reductions in staffing establishment.</p> <p>Approval of RHA pay structure and terms and conditions of employment, including any annual pay increase.</p> <p>Oversight of RHA action plans, training, etc. to achieve compliance with the equality and diversity policies, objectives and legal obligations.</p>	<p>Review of Health and Safety Policy and monitoring of compliance with statutory obligations.</p> <p>Consider and decide grievance, disciplinary or appeal against redundancy selection cases needing Management Committee involvement, including the power to impose any appropriate disciplinary sanction, including dismissal.</p> <p>Oversight of recruitment, including arrangements for interview panels and for promotions for selection of senior staff.</p> <p>Authority to obtain independent legal or other professional advice, subject to budgetary provision.</p>	<p>Recruitment and employment of temporary staff (provided within the approved staffing budget).</p> <p>Recruitment and selection of staff (other than the Association's Senior Officer and Management Team members)</p> <p>Grievances and disciplinary action (excluding matters relating to the Director and individual cases requiring Management Committee involvement).</p> <p>Implementation of the Association's Protocol for Settlement Agreements with appropriate Management Committee approval</p> <p>Overseeing and ultimate responsibility for operational management of the Association's responsibilities as an employer in relation to health and safety management.</p>	<p>Advertising job vacancies (established and temporary posts) CSM</p> <p>Issuing of employment contracts. CSM</p> <p>All operational human resources management issues which fall within the conditions of service and the Association's established policies. CSM</p> <p>Payroll and pension's administration and payment of staff expenses and overtime payments. Finance Agent</p> <p>Operational management of the Association's responsibilities as an employer in relation to health and safety management.</p> <p>Implementation of improvements for staff policies, welfare and well-being in terms of accreditation CSM</p>

		<p>Overseeing the terms of reference for Management Team and fulfilment of responsibilities</p> <p>Completion of annual appraisals for senior staff and overseeing completion for remainder – reporting on staff development</p> <p>Oversee the welfare and well-being of all staff including accreditations</p>	
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## 6. Housing Services

<b>Reserved for Management Committee</b>	<b>Delegated to Sub Committee</b>	<b>Delegated to Director</b>	<b>Delegated to Director and SMT</b>
<p>Approval of annual rent, service charge and other management charge increases.</p> <p>Approval of the granting of tenancies or other tenancy-related matters in connection with the Association's Entitlements, Payments and Benefits Policy.</p> <p>Approval of all housing management related policies and service standards.</p> <p>Approval and monitoring of strategies for service development and improvement.</p> <p>Approval of the overall terms of the Association's tenancy agreement and other occupancy agreements.</p> <p>Approval of evictions</p> <p>Approval to enter into management agreements or leases with third parties relating to housing properties.</p>	<p>Review of any new or existing housing service policies, service standards, etc. recommending proposed changes to Management Committee</p> <p>Scrutiny of performance and levels of tenant satisfaction in relation to housing management and reactive maintenance services, and compliance with ARC expectations and requirements.</p> <p>Monitoring of the implementation and effectiveness of approved housing service strategies and improvement plans</p>	<p>Overseeing development and implementation of policies and strategies</p> <p>Overseeing development of rent harmonisation and rent affordability measures</p>	<p>Interpretation and implementation of the policies and service plans approved by Management Committee.</p> <p>Management of empty properties.</p> <p>The allocation of properties, unless prior Committee approval is required under the Entitlements, Payments and Benefits Policy.</p> <p>The provision of accommodation for homeless persons, under Section 5 of the Housing (Scotland) Act 2001.</p> <p>The granting and signing of Scottish Secure Tenancies, Short Scottish Secure Tenancies and any other forms of occupancy agreement approved by Committee.</p> <p>All matters relating to the management of tenancies.</p> <p>The provision of tenancy support services in accordance with the Association's policies and budgetary</p>

			arrangements
<p>Overview of performance and levels of tenant satisfaction in connection with the housing service.</p> <p>Approval of any proposal for eviction of any of the Association's tenants.</p> <p>Approval for the writing off of tenant or former tenant arrears, and rechargeable repair costs over £300.</p> <p>Approval of the Association's annual revenue and capital budgets for repairs and voids and their related works programmes.</p>			<p>All matters relating to the collection of rents, service charges, arrears recovery, including issuing NOSP's, applications for court hearings to seek eviction and recommending decisions to seek eviction to Management Committee for approval.</p> <p>Enforcement of decrees for eviction.</p> <p>Implementation of the Tenant Participation Strategy.</p> <p>All matters relating to neighbour relations and anti-social behaviour, in accordance with approved policies, including initiation of ASBOs or equivalent.</p> <p>Implementation of the Estate Management services and all expenditure relating to estate management services, within the budget approved by Management Committee</p> <p>The management of leases and management agreements with third parties.</p>

			Assessment of tenant complaints and appeals, including the preparation of annual reports or exception reports requested by Management Committee.
			<p>Adding contractors to the Association's approved list on a trial basis pending full acceptance onto approved list.</p> <p>Overseeing contractor's responsibilities on performance, contract delivery, charter outcomes, satisfaction and costs.</p> <p>Instructing all repairs and maintenance works, within the budgets approved by the Committee and in accordance with the Financial Regulations</p> <p>Instructing all works for which the Association is responsible under the tenancy agreement, including those of an emergency nature.</p> <p>Applying the tenant recharge policy for the cost of repairs.</p>

## 7. Property and Maintenance

Reserved for Management Committee	Delegated to Sub Committee	Delegated to Director	Delegated to Director and SMT
Approval of the Association's annual revenue and capital budgets for cyclical and planned maintenance works, and their related works programmes.	See delegation in relation to Housing Services – equivalent delegation in relation to policy, service standards, and scrutiny of performance.	Overseeing compliance with policies and strategies including Asset Management Strategy and review of cause for concern stock  Overseeing compliance with SHQS and EESSH	Adding contractors to the Association's approved list on a trial basis pending full acceptance onto approved list.  Preparation of reports and recommendations on additions to or removal from approved list of consultants and contractors.
Approval of the Association's overall asset management strategy and all other maintenance related policies.  Settlement of any contractual claims.  Approval of the Association's procurement and tendering policies.  Approval of procurement arrangements and entering into contracts for maintenance works including procurement framework  Approval of consultant and contractor procurement lists, including any additions and deletions.		Overseeing compliance with procurement process, approvals and compliance	Selection and appointment of contractors and consultants within approved delegation/Financial Regulations.  Compliance with the financial regulations for tender opening/Register updates/reporting to the Management Committee  Reporting on all revenue and capital spend to the Management Committee on a quarterly basis including updates on work progressed via procurement frameworks, external funded programmes

<p>Approval and monitoring of the Association's Scottish Housing Quality Standards and ESSH delivery plans</p>			<p>Implementation of gas servicing programme and all related matters, reporting to Management Committee on performance against targets and any failure to meet the Association's legal obligations</p> <p>Quality management and inspections.</p> <p>Preparation and issue of all information and publicity materials regarding service standards and performance.</p> <p>Statutory and discretionary payments to tenants, within the policies approved by the Management Committee.</p>
			<p>Approval/refusal of tenant requests to carry out alterations/improvements, in accordance with policy.</p> <p>Ensuring compliance with the Association's health and safety obligations, including keeping the Management Committee informed of any failure to meet legal obligations.</p>

## 8. Approvals, Signing and Submission of Formal Documents

Reserved for Management Committee	Delegated to Sub Committee	Delegated to Director	Delegated to Director and SMT
<p>Agreeing authorised signatories for the purpose of completing legal documents with lenders, where Requirements of Writing Act are used to sign/witness documents, signing the annual financial statements, and generally entering into new contracts on behalf of RHA</p> <p>Approving returns for ARC, FYFP, Loans Returns, Annual Audited Accounts, AAS</p>		<p>Making statements to the press or other public statements on behalf of RHA</p> <p>Meet with the Chair and Vice Chair where emergency issues need progressed and report to the next Committee meeting</p> <p>Issuing of Notifiable Events to SHR</p> <p>Signing and submission of ARC and financial returns following Management Committee approval</p>	<p>Signing agreed contracts, in accordance with delegated authority</p> <p>Submission of returns to the Financial Conduct Authority (FA and Director)</p> <p>Submission of OSCR return (FA)</p> <p>Submission of financial returns relating to pensions (FA)</p> <p>Submission of returns to HMRC (FA)</p> <p>Submission of returns relating to FOI and GDPR (HM)</p>

Responsibility for approval, submission financial returns, landlord portal updates, HARP submissions to Scottish Government	RESPONSIBLE OFFICER	DEADLINE
CHEQUE SIGNATORIES	Director Housing Manager Maintenance Manager	
ASSURANCE STATEMENT	Director (on behalf of Chair/following approval of Board)	31 <sup>ST</sup> OCTOBER
FINANCIAL RETURNS:  5-YEAR CASHFLOW LOAN PORTFOLIO RETURN FINANCIAL STATEMENTS, etc FCA RETURN OSCR RETURN  LENDERS COMPLIANCE: MANAGEMENT ACCOUNTS FINANCIAL STATEMENTS COMPLIANCE LETTERS BUDGET	DIRECTOR / FINANCE AGENT	30 <sup>th</sup> June 30 <sup>th</sup> June 30 <sup>th</sup> September 31 <sup>st</sup> October 31 <sup>st</sup> December 31 <sup>st</sup> October  50-60 days after Quarter end 30 <sup>th</sup> September 30 <sup>th</sup> September As requested

INSURANCE RENEWAL	DIRECTOR	Annual
ANNUAL RETURN ON CHARTER	DIRECTOR	31 <sup>ST</sup> MAY
ENERGY EFFICIENCY IN SOCIAL HOUSING RETURN	MAINTENANCE MANAGER	31 <sup>ST</sup> MAY
SHR PORTAL APPROVALS	DIRECTOR	
HARP APPROVALS for Scottish Government funding eg housing grant, medical adaptations funding	DIRECTOR MAINTENANCE MANAGER	AS REQUIRED BY GRANT CONDITIONS
HARP UPLOADS	MAINTENANCE MANAGER	AS REQUIRED BY GRANT CONDITIONS

<p>EXTERNAL FUNDING :submission COMMUNITY REGENERATION FUNDERS</p> <p>ENERGY EFFICIENCY MEASURES</p>	<p>APPROVAL OF GRANTS: DIRECTOR</p> <p>MAINTENANCE MANAGER</p>	<p>AS REQUIRED BY GRANT CONDITIONS</p>
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